Hong Leong Industries Berhad

A Member of the Hong Leong Group

ANNUAL REPORT 2017

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COMPANY PROFILE

HONG LEONG INDUSTRIES BERHAD ("HLI")

is a public listed company and its shares are traded on the Main Market of Bursa Malaysia Securities Berhad.

HLI is principally an investment holding company whlist the principal activities engaged by its subsidiaries are primarily in the following business segments:

- Consumer Products - manufacture, assembly and distribution of motorcycles, scooters and related parts and products, manufacturing and sale of ceramic tiles as well as distribution, trading and provision of services in marine related products.
- Industrial Products - manufacturing and sale of fibre cement and concrete roofing products.

HLI also has associated companies which are involved in the manufacture, assembly and distribution of motorcycles, motorcycle engines and spare parts.

CORPORATE INFORMATION

DIRECTORS

YBhg Datuk Kwek Leng San
(Chairman)

YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar

YBhg Dato' Ahmad Johari bin Tun Abdul Razak

Mr Chuah Chuan Thye

YBhg Dato' Dr Zaha Rina binti Zahari

Mr Peter Ho Kok Wai

Ms Quek Sue Yian

COMPANY SECRETARIES

Ms Joanne Leong Wei Yin
Ms Valerie Mak Mew Chan

AUDITORS

KPMG PLT
Level 10, KPMG Tower
8, First Avenue, Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan

Tel : 03-7721 3388
Fax : 03-7721 3399

REGISTRAR

Hong Leong Share Registration Services Sdn Bhd
Level 5, Wisma Hong Leong
18 Jalan Perak
50450 Kuala Lumpur

Tel : 03-2164 1818
Fax : 03-2164 3703

REGISTERED OFFICE

Level 9, Wisma Hong Leong
18 Jalan Perak
50450 Kuala Lumpur

Tel : 03-2164 2631
Fax : 03-2164 2514

COUNTRY OF INCORPORATION/ DOMICILE

A public limited liability company, incorporated and domiciled in Malaysia

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fifty-fourth Annual General Meeting of Hong Leong Industries Berhad ("the Company") will be held at the Theatrette, Level 1, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur on Friday, 27 October 2017 at 3.00 p.m. in order:

1. To lay before the meeting the audited financial statements together with the reports of the Directors and Auditors thereon for the financial year ended 30 June 2017.

2. To approve the payment of Director fees of RM542,000/- for the financial year ended 30 June 2017 to be divided amongst the Directors in such manner as the Directors may determine and Directors' Other Benefits of up to an amount of RM81,000/- for the period of 31 January 2017 until the next Annual General Meeting. **Resolution 1**

3. To pass the following motions as ordinary resolutions:

   (a) "**THAT** YBhg Dato' Dr Zaha Rina binti Zahari, a Director who retires by rotation pursuant to Article 115 of the Company's Constitution, be and is hereby re-elected a Director of the Company." **Resolution 2**

   (b) "**THAT** Mr Peter Ho Kok Wai, a Director who retires by rotation pursuant to Article 115 of the Company's Constitution, be and is hereby re-elected a Director of the Company." **Resolution 3**

   (c) "**THAT** Ms Quek Sue Yian, a Director who was appointed during the financial year ended 30 June 2017 and retires pursuant to Article 94 of the Company's Constitution, be and is hereby re-elected a Director of the Company." **Resolution 4**

   (d) "**THAT** YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar be and is hereby re-appointed a Director of the Company and, having served as an Independent Non-Executive Director of the Company for more than nine (9) years, to continue in office as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting." **Resolution 5**

4. To re-appoint Messrs KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 6**

SPECIAL BUSINESS

As special business, to consider and, if thought fit, pass the following motions:

5. **Ordinary Resolution**
   -Approval To Continue In Office As Independent Non-Executive Director

   "**THAT** approval be and is hereby given for YBhg Dato' Ahmad Johari bin Tun Abdul Razak who has served as an Independent Non-Executive Director of the Company for more than nine (9) years, to continue in office as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting." **Resolution 7**

NOTICE OF ANNUAL GENERAL MEETING
(cont'd)

6. **Ordinary Resolution**
- Authority To Directors To Allot Shares

"**THAT** subject to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company's Constitution and approval of the relevant governmental regulatory authorities, if required, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act 2016 to allot shares in the Company, grant rights to subscribe for shares in the Company, convert any security into shares in the Company, or allot shares under an agreement or option or offer at any time and from time to time, 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 issued and allotted, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so allotted on Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company." **Resolution 8**

7. **Ordinary Resolution**
- Proposed Renewal Of Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With Hong Leong Company (Malaysia) Berhad ("HLCM") And Persons Connected With HLCM

"**THAT** approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(A) of the Circular to Shareholders dated 5 October 2017 with HLCM and persons connected with HLCM ("Hong Leong Group") provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to the Hong Leong Group than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." **Resolution 9**

NOTICE OF ANNUAL GENERAL MEETING
(cont'd)

8. **Ordinary Resolution**
- Proposed Renewal Of Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With Hong Bee Hardware Company, Sdn Berhad ("Hong Bee Hardware") And Hong Bee Motors Sdn Bhd ("Hong Bee Motors")

"**THAT** approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(B) of the Circular to Shareholders dated 5 October 2017 with Hong Bee Hardware and Hong Bee Motors provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to Hong Bee Hardware and Hong Bee Motors than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." **Resolution 10**

9. **Ordinary Resolution**
- Proposed Renewal Of And New Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With Yamaha Motor Co., Ltd ("YMC") And Its Subsidiaries

"**THAT** approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(B) of the Circular to Shareholders dated 5 October 2017 with YMC and its subsidiaries ("YMC Group") provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to YMC Group than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

NOTICE OF ANNUAL GENERAL MEETING
(cont'd)

(c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." **Resolution 11**

10. **Ordinary Resolution**
- Proposed Renewal Of Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With Hong Leong Investment Holdings Pte. Ltd. ("HLIH") And Persons Connected with HLIH

"**THAT** approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(B) of the Circular to Shareholders dated 5 October 2017 with HLIH and persons connected with HLIH ("HLIH Group") provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to HLIH Group than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." **Resolution 12**

11. To consider any other business of which due notice shall have been given.

By Order of the Board

Joanne Leong Wei Yin
Valerie Mak Mew Chan
Company Secretaries

Kuala Lumpur
5 October 2017

NOTICE OF ANNUAL GENERAL MEETING
(cont'd)

Notes:

1. For the purpose of determining members' eligibility to attend this meeting, only members whose names appear in the Record of Depositors as at 23 October 2017 shall be entitled to attend this meeting or appoint proxy(ies) to attend and vote on their behalf.

2. Save for a member who is an exempt authorised nominee, a member entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his stead. A proxy may but need not be a member of the Company. A member who is an authorised nominee may appoint not more than two (2) proxies in respect of each securities account it holds. A member who is an exempt authorised nominee for multiple beneficial owners in one securities account ("Omnibus Account") may appoint any number of proxies in respect of the Omnibus Account.

3. Where two (2) or more proxies are appointed, the proportions of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid.

4. The Form of Proxy must be deposited at the Registered Office of the Company at Level 9, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for holding of the meeting or adjourned meeting.

5. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR"), all resolutions set out in this Notice will be put to a vote by way of a poll.

Explanatory Notes:

1. Resolution 1 - Director Fees And Other Benefits

   Director Fees of RM542,000/- are inclusive of Board Committees Fees of RM142,000/-; and Directors' Other Benefits refer to Directors and Officers Liability Insurance coverage based on premium paid/payable and Directors' training benefits of up to an amount of RM81,000/-.

2. Resolution 5 - Re-appointment Of Director and Approval To Continue In Office As Independent Non-Executive Director and Resolution 7 - Approval To Continue In Office As Independent Non-Executive Director

   Under the new Companies Act 2016, the requirement to put forth the re-appointment of Directors of or over the age of 70 years had been repealed. At the Fifty-third Annual General Meeting ("AGM") held on 24 October 2016, the Company had obtained shareholders' approval for the re-appointment of YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar as a Director of the Company and for her to continue in office as a Director until the conclusion of the next AGM of the Company. In this regard, the Company is seeking shareholders' approval for the re-appointment of YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar as a Director of the Company. YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar's retirement by rotation at subsequent AGMs will be in accordance with the Company's Constitution.

   The proposed Ordinary Resolution 5, if passed, will enable YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar to be re-appointed and to continue in office as an Independent Non-Executive Director of the Company. The proposed Ordinary Resolution 7, if passed, will enable YBhg Dato' Ahmad Johari bin Tun Abdul Razak to continue in office as an Independent Non-Executive Director of the Company.

   Recommendation 3.3 of the Malaysian Code on Corporate Governance 2012 ("MCCG 2012") provides that approval of shareholders be sought in the event that the Company would like an independent director who has served in that capacity for more than nine (9) years to continue in office as an independent director.

   The Company has in place an Independence of Directors Policy ("ID Policy") as set out in the Statement on Corporate Governance, Risk Management and Internal Control, and an annual assessment is conducted on the independence of independent directors by the Nominating Committee ("NC") and the Board of Directors ("Board") in accordance with the criteria set out in the MMLR and the ID Policy.

NOTICE OF ANNUAL GENERAL MEETING
(cont'd)

Pursuant to the MCCG 2012, the NC and the Board have assessed the performance and independence of YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar and YBhg Dato' Ahmad Johari bin Tun Abdul Razak who have served on the Board for more than nine (9) years and determined that they remain objective and continue to bring independent and objective judgment, based on the following justifications:

- They meet the criteria of "independent director" in accordance with the MMLR and continue to exercise independent judgment in expressing their views and deliberating issues objectively on the conduct of the Group's business and other issues raised at Board and Board Committee meetings.
- They are free from any conflict of interest with the Company.
- The Company benefits from the experience of YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar and YBhg Dato' Ahmad Johari bin Tun Abdul Razak who have, over time, gained valuable insight into the Group, its market and the industry.
- Their knowledge of the Group's various core business operations during their tenure of office will enable them to discharge their duties effectively.
- They exercise due care and diligence as Independent Non-Executive Directors of the Company and carry out their professional duties in the best interest of the Company and its shareholders.

The Board recognises that independence should not be determined solely based on tenure of service and that the continued tenure of service brings considerable stability to the Board. The Company benefits from the mix of skills, experience and competencies for informed and balanced decision-making by the Board.

Accordingly, the NC and the Board recommend that YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar and YBhg Dato' Ahmad Johari bin Tun Abdul Razak continue in office as Independent Non-Executive Directors of the Company.

3. Resolution 8 - Authority To Directors To Allot Shares

The proposed ordinary resolution, if passed, will renew the general mandate given to the Directors of the Company to allot ordinary shares of the Company from time to time and expand the mandate to grant rights to subscribe for shares in the Company, convert any security into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares issued and allotted, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Renewed General Mandate"). In computing the aforesaid 10% limit, shares issued or agreed to be issued or subscribed pursuant to the approval of shareholders in a general meeting where precise terms and conditions are approved shall not be counted. The Renewed General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting ("AGM") of the Company.

As at the date of this Notice, no new shares in the Company were issued and allotted pursuant to the general mandate given to the Directors at the last AGM held on 24 October 2016 and which will lapse at the conclusion of the Fifty-fourth AGM. The Renewed General Mandate will enable the Directors to take swift action in case of, inter alia, a need for corporate exercises or in the event business opportunities or other circumstances arise which involve the issuance and allotment of new shares, grant of rights to subscribe for shares, conversion of any security into shares, or allotment of shares under an agreement or option or offer, and to avoid delay and cost in convening general meetings to approve the same.

4. Resolutions 9 to 12 - Proposed Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature

The proposed ordinary resolutions, if passed, will empower the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Hong Leong Industries Berhad Group, subject to the transactions being in the ordinary course of business and on terms which are not more favourable to the related parties than those generally available to and/or from the public and are not, in the Company's opinion, detrimental to the minority shareholders of the Company ("Proposed Shareholders' Mandate").

Detailed information on the Proposed Shareholders' Mandate is set out in the Circular to Shareholders dated 5 October 2017 which is despatched together with the Company's Annual Report.

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 at the Fifty-fourth Annual General Meeting of the Company.

2. Statement relating to general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

   Details of the general mandate to allot shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in Explanatory Note 3 of the Notice of the Fifty-fourth Annual General Meeting.

BOARD OF DIRECTORS

YBHG DATUK KWEK LENG SAN

Chairman; Non-Executive/Non-Independent | Age 62, Male, Singaporean

Datuk Kwek Leng San graduated from University of London with a Bachelor of Science (Engineering) degree. He also holds a Master of Science (Finance) degree from City University London. He has extensive business experience in various business sectors, including financial services and manufacturing.

Datuk Kwek was appointed to the Board of Directors ("Board") of Hong Leong Industries Berhad ("HLI") on 1 September 1990 and assumed the position of President & Chief Executive Officer in 1993. He was appointed as Chairman of HLI on 9 February 2012. He is a member of the Nominating Committee of HLI.

He is the Chairman of Malaysian Pacific Industries Berhad, Hume Industries Berhad and Southern Steel Berhad, companies listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities"). He is also a Director of Hong Leong Company (Malaysia) Berhad and Hong Leong Foundation.

YAM TUNKU DARA TUNKU TAN SRI NAQUIAH BT ALMARHUM TUANKU JA'AFAR

Non-Executive Director/Independent | Age 72, Female, Malaysian

YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar graduated from University of Cairo with a Bachelor of Economics/Political Science degree. She also holds a Diploma in Public Relations from the Malaysian Institute of Public Relations. YAM Tunku Dara is a founder and governor of Kolej Tuanku Ja'afar and is a shareholder and Director of Syarikat Pesaka Antah Sdn Bhd.

YAM Tunku Dara was appointed to the Board of HLI on 19 June 1971. She is a member of the Board Audit & Risk Management Committee and Nominating Committee of HLI.

YBHG DATO' AHMAD JOHARI BIN TUN ABDUL RAZAK

Non-Executive Director/Independent | Age 62, Male, Malaysian

Dato' Ahmad Johari bin Tun Abdul Razak graduated from University of Kent, United Kingdom with a Bachelor of Arts degree in Law and qualified as a Barrister-at-Law from Lincoln's Inn. Presently, he is a Partner of a law firm in Kuala Lumpur. He was previously the Executive Chairman of Ancom Berhad ("Ancom").

Dato' Ahmad Johari was appointed to the Board of HLI on 2 January 1981. He is the Chairman of the Board Audit & Risk Management Committee of HLI.

He is the Non-Executive Chairman of Ancom and Daiman Development Berhad, companies listed on the Main Market of Bursa Securities. He is also a Director of Daiman Golf Berhad, a public company.

BOARD OF DIRECTORS
(cont'd)

MR CHUAH CHUAN THYE

Non-Executive Director/Non-Independent | Age 61, Male, Malaysian

Mr Chuah Chuan Thye graduated from University of Massey, New Zealand with a Bachelor of Business Studies degree. He has more than 30 years experience in the business and finance sectors. Mr Chuah commenced employment as a manager in Hong Bee Hardware Company, Sdn Berhad ("Hong Bee") in 1979 and subsequently appointed as a Director of Hong Bee in 1984. Presently, he is the Managing Director of Hong Bee Group of Companies.

Mr Chuah was appointed to the Board of HLI on 1 December 1993. He does not sit on any committee of HLI.

YBHG DATO' DR ZAHA RINA BINTI ZAHARI

Non-Executive Director/Independent | Age 55, Female, Malaysian

Dato' Dr Zaha Rina binti Zahari received her Bachelor of Arts (Honours) degree in Accounting and Finance from Leeds Metropolitan University, United Kingdom and Master in Business Administration from University of Hull, United Kingdom. She also holds a Doctorate in Business Administration from University of Hull, focusing on capital markets research and specialising in derivatives.

Dato' Dr Zaha Rina was Consultant to Financial Technologies Middle East based in Bahrain for the set up of Bahrain Financial Exchange launched in January 2009. Prior to this, she was with Royal Bank of Scotland Group in Singapore from August 2007 to May 2008. Dato' Dr Zaha Rina has 25 years experience in the financial, commodities and securities industry and the development of the Malaysian Capital Market which includes managing a futures broking company. She was the Chief Executive Officer of RHB Securities Sdn Bhd from 2004 to 2006. She has previous Board appointments at the Commodity and Monetary Exchange of Malaysia ("COMMEX") from 1993 to 1996, and then as the Chief Operating Officer ("COO") of Kuala Lumpur and Financial Futures Exchange ("KLOFFE") in 2001.

She was instrumental in the merger of COMMEX and KLOFFE which ultimately led to the creation of Malaysian Derivatives Exchange ("MDEX") and the subsequent appointment as COO of MDEX in June 2001. Dato' Dr Zaha Rina was then appointed Head of Exchanges, managing the operations of Bursa Securities, Malaysian Exchange of Securities Dealings & Automated Quotation, MDEX and Labuan International Financial Exchanges in September 2003 prior to Bursa Securities's demutualisation. Presently, she is a member of the Market Participations Committee of Bursa Securities.

Dato' Dr Zaha Rina was appointed to the Board of HLI on 9 February 2012. She is the Chairman of the Nominating Committee of HLI.

She is the Chairman of Manulife Holdings Berhad and a Director of Pacific & Orient Berhad, companies listed on the Main Market of Bursa Securities. She is also a Director of Pacific & Orient Insurance Co Berhad, a public company.

MR PETER HO KOK WAI

Non-Executive Director/Independent | Age 58, Male, Malaysian

Mr Peter Ho Kok Wai is a Member of the Malaysian Institute of Accountants (MIA), Fellow of the Institute of Chartered Accountants in England and Wales (ICAEW) and a Member of the Malaysian Institute of Certified Public Accountants (MICPA).

Mr Peter Ho forged his early career with Everett Pinto & Co., a central London Firm of Chartered Accountants, and qualified as a Chartered Accountant in 1984. Subsequently, in 1987, Mr Peter Ho joined KPMG Kuala Lumpur ("KPMG KL"), where he progressed to Head of Department in 1992. He was transferred to KPMG Ipoh in 1993 to head the branch and was admitted as Partner in 1995. He was transferred back to KPMG KL in 2005 where he had, at various times, headed the Technical Committee, Audit Function And Marketing Department. He has more than 35 years of auditing experience in a wide range of companies including public listed companies and multinationals, with particular emphasis in manufacturing, distribution and financial services. Mr Peter Ho retired from KPMG in December 2014.

Mr Peter Ho was appointed to the Board of HLI on 3 June 2015. He is a member of the Board Audit & Risk Management Committee of HLI.

He is also a Director of GuocoLand (Malaysia) Berhad and Sapura Resources Berhad, companies listed on the Main Market of Bursa Securities.

MS QUEK SUE YIAN

Non-Executive Director/Non-Independent | Aged 42, Female, Malaysian

Ms Quek Sue Yian graduated from Brunel University London with a Bachelor of Law degree and qualified as a Barrister-at-Law from Middle Temple. She also holds a Master of Science in Poverty Reduction and Development Management from University of Birmingham. Currently, she is pursuing a Diploma in Child Psychology and Learning Disorders.

She has been called to the Malaysian Bar and has worked in the law office of Wong & Partners as Legal Executive. She joined the Hong Leong Group in 2005 where she held management positions in various companies. She was previously the Head of Corporate Social Responsibility Department of HL Management Co Sdn Bhd. Presently, she is the Senior Manager, Marketing and Sales of GuocoLand (Malaysia) Berhad. She is also the Executive Director of Hong Leong Foundation.

Ms Quek is the Founder of Magicbird Publishing, an independent non-profit social enterprise aimed at getting quality stories to children in underserved areas. Profits from books published by Magicbird go towards the building of Reading Spaces and funding of Wisdom Club for Children. Ms Quek is a founding member of Anyaman Preschool, a kindergarten. She is also a Director and Shareholder of Beyond Academics, an inclusive special needs learning centre. Ms Quek helped start up 'Voice of the Children', a children's rights advocacy NGO. She is a committee member of the Selangor Society for the Prevention of Cruelty to Animals. Ms Quek is a published author of several children books. Her book, Kailash, was a recipient of the White Raven Award 2014.

Ms Quek was appointed to the Board of HLI on 4 January 2017. She does not sit on any committee of HLI.

BOARD OF DIRECTORS
(cont'd)

Notes:

1. **Family Relationship with Director and/or Major Shareholder**
Ms Quek Sue Yian is the daughter of YBhg Tan Sri Quek Leng Chan ("YBhg Tan Sri LC Quek"), a major shareholder of HLI. YBhg Datuk Kwek Leng San and YBhg Tan Sri LC Quek are brothers. Save as disclosed herein, none of the Directors has any family relationship with any other Director and/or major shareholder of HLI.

2. **Conflict of Interest**
None of the Directors has any conflict of interest with HLI.

3. **Conviction of Offences**
None of the Directors has been convicted of any offences (excluding traffic offences) within the past 5 years and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial year ended 30 June 2017.

4. **Attendance of Directors**
Details of Board meeting attendance of each Director are disclosed in the Statement on Corporate Governance, Risk Management and Internal Control in the Annual Report.

KEY SENIOR MANAGEMENT

MS CHEE SOO YUEN

Chief Financial Officer, Hong Leong Industries Berhad | Age 47, Female, Malaysian

Ms Chee Soo Yuen is a Member of the Malaysian Institute of Accountants ("MIA") and Fellow of the Chartered Institute of Management Accountants ("CIMA").

Ms Chee started her career in Arthur Andersen and over a period of 7 years, she gained experience in various industries and diverse assignments including turnaround and receivership engagements, financial and corporate restructuring exercises as well as merger and acquisition transactions. She moved on to PETRONAS ICT Sdn Bhd, the information technology arm of the PETRONAS Group and progressed to Chief Financial Officer in 2009 and was in charge of various functions including finance, accounting, procurement, contract management and administration until September 2013. She served an internationally recognised non-profit organisation for a period of one year where she led the restructuring of the finance function.

Ms Chee joined Hong Leong Industries Berhad ("HLI") on 1 December 2014 as Group Financial Controller. Currently, she is the Chief Financial Officer of HLI.

MR DANILO DE GUZMAN

Managing Director, Hume Cemboard Industries Sdn Bhd | Age 45, Male, Australian

Mr Danilo De Guzman graduated from University of Sydney, Australia with a Bachelor of Mechanical Engineering degree and holds a Master in Business Administration from University of Florida, the United States of America ("USA").

Mr De Guzman forged his career in the building products industry when he was with James Hardie Building Products ("James Hardie"), overseeing various roles from manufacturing management, general management and technical leadership. His career in James Hardie spanned across numerous locations including USA, the Philippines and Australia. He has extensive background in Profit and Loss accountabilities, product marketing, manufacturing operations and product leadership management.

Mr De Guzman joined Hume Cemboard Industries Sdn Bhd ("HCI") on 21 January 2015 as Managing Director. Prior to joining HCI, he was the Executive Vice President of SN Aboitiz Power, a power generation and marketing business in Manila, the Philippines.

YBHG DATO' JIM KHOR MUN WEI

Managing Director, Hong Leong Yamaha Motor Sdn Bhd | Age 53, Male, Malaysian

Dato' Jim Khor Mun Wei graduated with a Bachelor of Engineering (Mechanical) degree from Glamorgan University, United Kingdom. He further obtained his Master in Business Administration from University of South Australia in 2009. Dato' Jim Khor is a Committee Member of the Federation of Malaysian Manufacturers, Selangor Branch.

Dato' Jim Khor joined Hong Leong Yamaha Motor Sdn Bhd ("HLYM") on 11 November 1991 as its Quality Assurance Engineer and subsequently promoted to Quality Assurance Manager in 1992. He was transferred to the Parts & Service Department in 2004 until 2007 when he was transferred to head the Manufacturing Department as Head of Production.

In 2010, Dato' Jim Khor assumed the position of General Manager, Manufacturing, overseeing the whole manufacturing operations. Subsequently, he was promoted as Managing Director of HLYM on 15 June 2015.

KEY SENIOR MANAGEMENT
(cont'd)

MR LAI YUN YIN

Managing Director, Hume Marketing Co Sdn Bhd | Age 56, Male, Malaysian

Mr Lai Yun Yin is a Member of the MIA and a Fellow of CIMA (UK).

Mr Lai joined HLI as Management Trainee in 1984. In the early years, he was attached to the Finance Department of the tiles manufacturing operation. In 1987, Mr Lai was transferred to Hong Leong Management Co Sdn Bhd where he progressed to become an accountant. He was then transferred to the tiles operation in 1989 and served as Finance Manager in various subsidiaries of HLI.

In 1994, Mr Lai was transferred to head the Sales and Marketing department of Hume Marketing Co Sdn Bhd ("HMKT") and subsequently promoted as General Manager in 1996. He has acquired over 20 years of working experience in the trading and distribution of building materials. Subsequently, he was promoted as Managing Director of HMKT on 1 January 2017.

MR NATHAN KANDAPPER

Managing Director, Guocera Holdings Sdn Bhd | Age 62, Male, Malaysian

Mr Nathan Kandapper graduated from University of Birmingham with a Bachelor of Science degree in Production Engineering.

Mr Kandapper started his career as an engineer in the United Kingdom and held various manufacturing, sales and marketing, regional and general management roles in Scott Paper (M) Sdn Bhd and Kimberly-Clark Corporation, before being appointed as Managing Director of Kimberly-Clark Corporation Malaysia and Singapore in 2007.

Mr Kandapper joined HLI in November 2011 as Chief Executive Officer of Malaysian Newsprint Industries Sdn Bhd and in April 2013, he was appointed to his current position of Managing Director, Guocera Holdings Sdn Bhd.

Notes:

1. **Family Relationship with Director and/or Major Shareholder**
   None of the Key Senior Management has any family relationship with any Director and/or major shareholder of HLI.

2. **Conflict of Interest**
   None of the Key Senior Management has any conflict of interest with HLI.

3. **Conviction of Offences**
   None of the Key Senior Management has been convicted of any offences (excluding traffic offences) within the past 5 years and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial year ended 30 June 2017.

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors of Hong Leong Industries Berhad (the "Company"), I am pleased to present the Annual Report and Financial Statements of the Group and of the Company for the financial year ended 30 June 2017 ("FY2017").

The Malaysian economy grew by 5.7% in the first half of 2017 amidst improved market conditions which was mainly supported by growth in manufacturing and agriculture sectors. While the construction sector is expected to recover with mega infrastructure capital spending, the positive outlook is expected to be driven mainly by domestic demand activities and private consumption that are sustained by continued wage and employment growth backed by government's growth stabilisation measures. The Group will continue to respond rapidly to changing and challenging environment to sustain and further develop both the consumer and industrial products operations.

In FY2017, the Group achieved a revenue of RM2,282 million against the previous financial year ended 30 June 2016 ("FY2016") of RM2,191 million. Excluding the one-off full impairment of the Group's investment in and amount due from an associated company of RM171.5 million, the Group recorded a profit before tax of RM364 million, an improvement of 6% from RM343 million in FY2016.

Overall, the Malaysian economy is expected to continue its growth. Barring any unforeseen circumstances, the Board expects the Group's performance in both the consumer and industrial products segments to be satisfactory in the financial year ending 30 June 2018.

I would like to extend my sincere appreciation to the Board of Directors, our management team and all our employees for their contribution, dedication and commitment to the Group. My sincere appreciation goes also to our valued customers, business associates, shareholders, financiers and the authorities for their continuous support and confidence in the Group.

DATUK KWEK LENG SAN
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF GROUP'S BUSINESS AND OPERATIONS

Hong Leong Industries Berhad ("HLI" or "the Company"), a public company listed on the Main Market of Bursa Malaysia Securities Berhad, is a member of the Hong Leong Group Malaysia. Hong Leong Group is a leading conglomerate based in Malaysia with diversified businesses in banking and financial services, manufacturing and distribution, property development and investments, hospitality and leisure, and principal investment with presence in North and Southeast Asia, Western Europe and the UK, North America and Oceania.

HLI is principally engaged in 2 business segments –

- Consumer products: Manufacture, assembly and distribution of motorcycles, scooters and related parts and products, as well as manufacturing and sale of ceramic tiles.
- Industrial products: Manufacturing and sale of fibre cement and concrete roofing products.

HLI also has associated companies which are involved in the manufacture, assembly and distribution of motorcycles, motorcycle engines and spare parts and distribution of motorcycles in Vietnam.

The Group's businesses are largely in Malaysia which accounted for 85% (2016: 81%) of the total Group's revenue for the financial year ended 30 June 2017 ("FY2017").

In April 2017, HLY Marine Sdn Bhd ("HLY Marine"), a wholly-owned subsidiary of HLI, signed an agreement with Yamaha Motor Co., Ltd ("YMC") whereby HLY was appointed as the exclusive re-seller and distributor of Yamaha outboard motor products. HLY Marine with its full operation in the financial year ending 30 June 2018 ("FY2018"), will put in place its 3S offerings covering sales, service, and spare parts of Yamaha outboard motor products, which comprises the whole gamut of lightweight, heavyweight and portable efficient power outboard motors.

Subsequent to FY2017, Malaysian Newsprint Industries Sdn Bhd ("MNI"), an associated company which HLI is a joint venture partner with four (4) other shareholders, was placed under creditors' voluntary winding-up proceedings in accordance with Section 440(1) of the Companies Act 2016 ("Creditors' Voluntary Winding-Up"). Arising from the Creditors' Voluntary Winding-Up, HLI Group made a full impairment provision of RM171.5 million which was HLI Group's carried amount of investment in and amount due from MNI as at 30 June 2017. Apart from the one-off impairment and cessation as an associated company of HLI, the liquidation of MNI will not have any other adverse impact on HLI Group. In the event of any residual value from the liquidation process, HLI Group will recognise recoveries, if any, in future periods.

GROUP'S FINANCIAL PERFORMANCE

The Group's revenue increased from RM2,190 million to RM2,282 million during FY2017, an increase of 4% as compared with the last financial year ended 30 June 2016 ("FY2016").

The increase in revenue was mainly due to the motorcycle segment with an increment of 14% as compared with FY2016. The increase was offset by RM60 million largely due to weaker demand for building materials in the domestic market.

Excluding the one-off full impairment provision of the Group's investment in and amount due from an associated company of RM171.5 million, the Group's profit before tax increased by 6% from RM343 million for FY2016 to RM364 million for FY2017 mainly due to higher sales in motorcycles as well as higher contribution from an associated company in Vietnam.

Distribution and administrative expenses increased by 4% to RM195 million during FY2017 as compared with RM186 million in FY2016. Meanwhile, efforts are being undertaken to streamline processes and operational efficiency in this challenging time to sustain profitability.

MANAGEMENT DISCUSSION AND ANALYSIS
(cont'd)

CONSUMER SEGMENT

The consumer division sells motorcycles under the Yamaha brand while ceramic tiles are distributed and sold under the Guocera brand. Sales and distribution of consumer products are undertaken generally through strategic partnership with key distributors and dealers.

Motorcycles - Overview

Hong Leong Yamaha Motor Sdn Bhd ("HLYM") commenced operation in 1978 with the signing of the franchise agreement between HLI and YMC to venture into the manufacture, assembly and marketing of Yamaha motorcycles in Malaysia. The company currently operates from its factory located in Sungai Buloh, Selangor, Malaysia and distributes its motorcycles through a well-established nationwide network of dealers, including exclusive dealers of HLYM products. Over the years, HLYM has established itself as a significant domestic player in Malaysia.

In Vietnam, HLI has a 24% shareholding in Yamaha Motor Vietnam Co. Ltd ("YMVN"). The other two joint venture shareholders in YMVN are YMC and Vietnam Forest Corporation.

Motorcycles – Performance Review

In FY2017, the total motorcycle industry sales volume rebounded by 10% and increased to 473,000 units after three years of consecutive decline in sales. Yamaha continued to sustain a significant market share for FY2017. In order to sustain its market leading position, HLYM persistently invests in the development of new models. The focus is to create strong competitive differentiation, preserving the value of the premium Yamaha brand and setting it apart from competitors.

HLYM officially opened its very first Lifestyle Point in Kuantan, Pahang in FY2017. The facilities in the centre is equipped with a Yamaha products showroom, service station and training centre to extend after-sales service, spare parts distribution and merchandising. It is also an avenue for knowledge sharing with customers and an ideal space for organising Yamaha group activities.

A dynamic management team together with a competent and dedicated workforce are instrumental in delivering the company's strategy. With the spirit of never-ending pursuit of excellence, HLYM manufacturing always strives to optimise and maximise values that bring joy and unexpected exhilaration to customers in terms of product appeal, reliability and cost performance.

Our work culture is embedded with Kaizen and innovation spirit that drives the management and team to the next level of success and aspiring to further increase its manufacturing capacity and sharpen its competitive edge through process re-engineering, automation towards flexible manufacturing system and enhancing application of information technology across the supply chain.

In Vietnam, the total motorcycle demand in FY2017 continued its steady growth and increased by another 8% as compared with FY2016, the volume is almost at its previous high in the financial year ended 30 June 2012.

YMVN's sales outperformed the market with an increase of 11% to 858,832 units as compared with 776,184 units in FY2016 due to better model representation especially in the scooter and automatic segment and various active branding, advertising and promotion activities. During FY2017, YMVN introduced two new models namely, Janus and NVX, a scooter and an automatic model respectively, which were well accepted by customers and contributed to the increase in the total sales. The long term outlook for the motorcycle industry in Vietnam remains positive.

MANAGEMENT DISCUSSION AND ANALYSIS
(cont'd)

CONSUMER SEGMENT (CONT'D)

Ceramic Tiles – Overview

Guocera Holdings Sdn Bhd ("GHSB") is the holding company for the tiles business of HLI. GHSB, through its two manufacturing facilities located in Kluang and Meru ("GHSB Group"), manufactures and distributes a full range of ceramic and porcelain tiles. In 1993, GHSB Group started promoting and marketing its tiles under the common brand name "Ceramiche Guocera".

GHSB Group exports its tiles worldwide to customers in North America, Europe, Middle East and Asia Pacific. Through this export presence over the past 40 years, Guocera is a globally recognised brand in the industry. Over the years, GHSB Group has been transforming the living and work spaces of its customers with innovative products and inspiring designs. Inspired by quality Italian craftsmanship and its artisan ethos, Guocera is a recognised household brand in Malaysia.

Ceramic Tiles – Performance Review

The ceramic tile market continued to be challenging due to global overcapacity and declining market prices. While the domestic project sales showed growth over FY2016, retail sales were lower due to weak consumer sentiment. International sales also showed a decline mainly due to softer market and lower prices in our core ASEAN and Middle East markets.

GHSB Group is increasing its focus on international sales by exploring new markets, launching of new products to meet new market needs, and strengthening its distribution channels. The domestic focus will be on gaining market share especially in the retail market segment. To ensure cost competitiveness in an increasingly competitive global market, a programme of cost down initiatives has been embarked on, focusing on improving plant productivity and efficiency. GHSB Group aims to cement its position as a local market leader while at the same time exploring new markets to maximise the plants' potential.

INDUSTRIAL SEGMENT

The industrial division manufactures and distributes fibre cement board under the brand name "PRIMA™", concrete roofing tiles, as well as distribution of other building material products. Products are distributed to both local and overseas market via retail as well as project segment.

Fibre Cement Board - Overview

Hume Cemboard Industries Sdn Bhd ("HCI") was first incorporated as Cemboard (M) Sdn Bhd and started commercial production in 1982. HCI manufactures and distributes the PRIMA™ family of products, comprising cellulose fibre cement boards in various dimensions that provide internal lining and external architectural cladding solutions for buildings and their surrounds. Fibre cement board products are made from high grade cellulose fibre, quality cement, sand and water and can be used in myriad applications in the residential, industrial and commercial markets.

The fibre cement board products are manufactured in its plant located in Petaling Jaya, Selangor and Kanthan, Perak. HCI is the leading domestic player in the fibre cement board industry and distributes its products both locally and internationally. Its export markets include Australia, Taiwan, South Korea, Middle East, Vietnam and the Philippines.

Fibre Cement Board – Performance Review

Overall sales volume dropped by 3.6% as compared with FY2016 mainly driven by the decline in domestic sales. The lower domestic result was due to a challenging year in the Malaysian market with overall market activity dropping by 21% (Source: CIDB

MANAGEMENT DISCUSSION AND ANALYSIS
(cont'd)

Fibre Cement Board – Performance Review (Cont'd)

April 2016 – March 2017 versus prior corresponding period "Total Number of Residential, Non-Residential and Social Amenities Projects"). Moving forward into FY2018, we anticipate a challenging domestic market in the 1st half with continuous weak demand for overall building materials. We plan to mitigate the downside risk of domestic demand with continuous marketing activities on the conversion of alternative building materials to Fibre Cement.

The export upside was derived from a 2nd half upsurge in demand of 8% as compared with FY2016 for our value-added and structural products across our South East Asia and Oceania Markets. We were able to generate this additional demand through the introduction of new products manufactured from our upgraded lines in the Ipoh plant. HCI plans to introduce more products into the export markets in FY2018 which will further grow the volume in the value-added segment.

Concrete Roofing Tiles - Overview

Founded in 2002, Hume Roofing Products Sdn Bhd ("HRP") is a wholly owned subsidiary of HLI and its factories are located at Bandar Tenggara, Johor and Kanthan, Perak. HRP manufactures and markets premium concrete roofing tiles. The concrete roofing tiles produced by HRP are designed with bold, aesthetically pleasing profiles and a wide range of attractive and vibrant colours. These are complemented with a range of roofing accessories.

Concrete Roofing Tiles – Performance Review

FY2017 has been a challenging year for the industry with the softening of the landed property market, stiff pricing competition amongst the industry players and the stagnant local economy outlook. Nevertheless, through the strategic plans put in place and carried out throughout the year, sales volume had increased by 20% and sales revenue by 13% in comparison to FY2016.

To supplement the value of the products and services supplied, relentless effort to drive operational excellence is the top priority in the production processes. This is essential in view of the rising cost of production to ensure that the prices of the products are competitive with strong quality and reliability.

With the strategies and plans in place for the upcoming year, HRP is expected to deliver profit growth through increase of sales revenue together with cost, productivity and quality improvements.

RISKS AND OPPORTUNITIES

The domestic construction industry is going through challenging economic conditions which poses a risk to the Group's building material products. To mitigate this, the Group will focus on targeting and expanding the Group's export market, hence balancing the reliance on the domestic market. This would include building a stronger sales and marketing team to focus on developing new markets as well as applying new products into the markets.

On the consumer sector, the focus would be to strengthen its distribution channels by improving our customer service to secure and expand the Group's position. Meanwhile, to remain competitive and sustainable in the long term, the initiatives include continuous investment in training and development of staff at various levels as well as application of technology for products and process improvements.

The Group's businesses in both consumer and industrial segments are exposed to foreign currency fluctuations with the imports of raw materials. The Group manages and minimises this risks through non-speculative foreign currency hedging which is an operational activity for businesses exposed to foreign currency fluctuations.

DIVIDEND

The Company declared and paid a first and second interim single tier dividends totalling 45 sen per share for FY2017.

Dividend payout is one of the important elements considered by the Company in enhancing its shareholder value. Earnings, capital expenditure requirements, borrowings repayment, capital adequacy, dividend yield and other relevant factors are considered by the Board in determining the actual dividend payout.

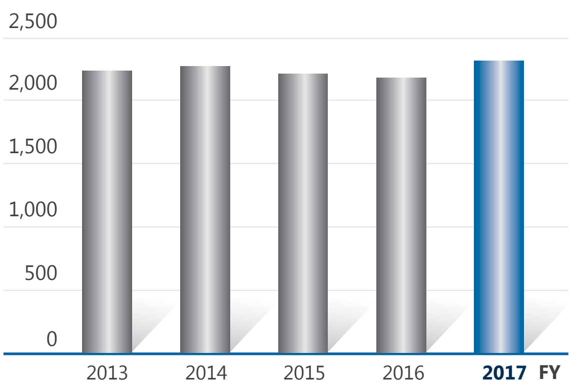
MOVING FORWARD

Moving forward into FY2018, the key focus of the Group is to continue to strengthen our market position through new product development, innovation and adoption of new technologies to enhance operational processes.

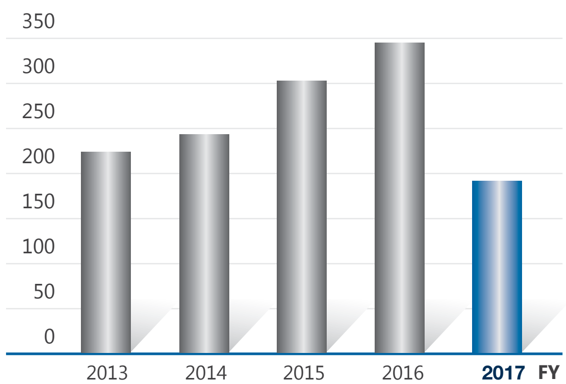
GROUP FINANCIAL HIGHLIGHTS

RM'Million	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017
Revenue	2,261	2,275	2,206	2,191	2,282
Profit Before Taxation	224	243	302	343	192
Profit Attributable to Owners of the Company	148	168	173	247	103
Net Earnings Per Share (sen)	48	54	56	80	33
Net Dividend Per Share (sen)	22	25	29	42	45
Total Equity	1,283	1,377	1,294	1,400	1,383
Total Assets	2,489	2,414	1,780	1,881	1,837
Capital Expenditure	68	51	56	55	58

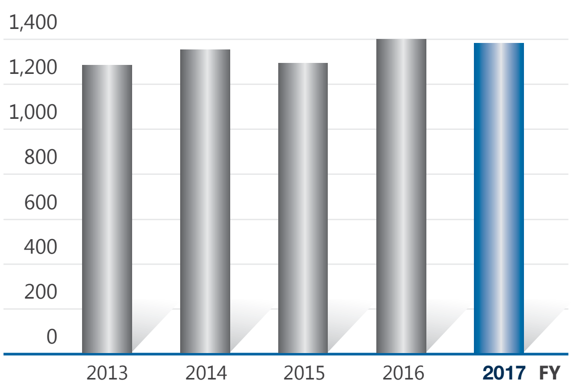
REVENUE
(RM' million)



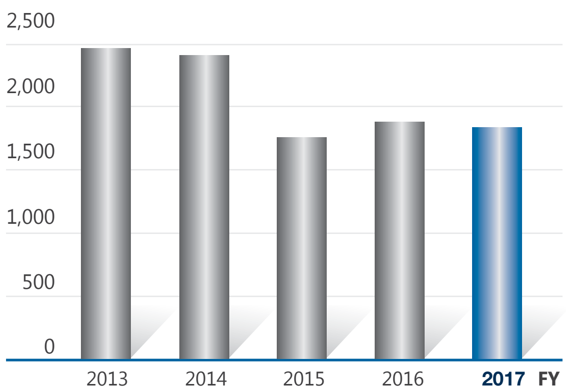
PROFIT BEFORE TAXATION
(RM' million)



TOTAL EQUITY
(RM' million)



TOTAL ASSETS
(RM' million)



SUSTAINABILITY STATEMENT

Hong Leong Group is built on the strong heritage of value creation for our stakeholders and communities within which we operate. Over the years, we have taken a progressive approach in integrating sustainability into our businesses, towards a stronger, more resilient group. We are committed to: growing our businesses responsibly, balancing environmental with economic considerations, as well as creating a positive impact for our stakeholders and contributing to our communities.

Our sustainability efforts reflect our commitment towards maximising opportunities for strong fiscal growth and optimising operational efficiency which at the same time creating long-term value in accordance to economic, environmental and social considerations.

We work closely with a broad spectrum of stakeholders where businesses are always conducted with integrity and full cognisance of its impact in the community and society as a whole. In the course of developing this report for our work in the area of sustainability, we have methodically applied distinct, forward-looking value namely quality, entrepreneurship, innovation, honour, human resources, unity, progress and social responsibility. These values will serve to focus us on a long-term view of the social and environmental business imperatives that will help shape our future.

Honour	To conduct business with honour
Human Resources	To enhance the quality of human resources as the essence of management excellence
Entrepreneurship	To pursue management vision and foster entrepreneurship
Innovation	To nurture and be committed to innovation

Quality	To consistently provide goods and services of the highest quality at competitive prices
Progress	To continuously improve existing operations and to position for expansion and new opportunities
Unity	To ensure oneness in purpose, harmony and friendship in the pursuit of prosperity for all
Social Responsibility	To create wealth for the betterment of society

We are committed to ensuring that we are guided by the Hong Leong Group's core values and remain cognisant of our responsibility towards society and environment.

GOVERNANCE STRUCTURE

The sustainability governance structure of Hong Leong Industries Bhd ("HLI") and its operating companies ("HLI Group") comprises the Board of Directors ("Board") as the highest governing body and they play an important role in approving sustainability framework and deliberate reports from the Board Audit and Risk Management Committee ("BARMC") on sustainability and risk governance issues. The Sustainable Working ("SW") Committee comprises Operating Managers and Heads of Department of operating companies. The Chief Financial Officer ("CFO") acts as a guiding role and bridge between the committees and the Board. This structure enables us to continue to add value to our stakeholders in all aspects of our business.

Board of Directors

↑

BARMC

↑

CFO

↑

SW Committee

SUSTAINABILITY STATEMENT
(cont'd)

Scope of this Statement:

This inaugural sustainability statement focuses on the collective sustainability efforts undertaken by our key operating companies. This sustainability reporting covers the material economic, environmental, and social aspects of our key operations within the HLI Group in Malaysia covering from 1 July 2016 to 30 June 2017 ("Sustainability Statement" or "the Statement").

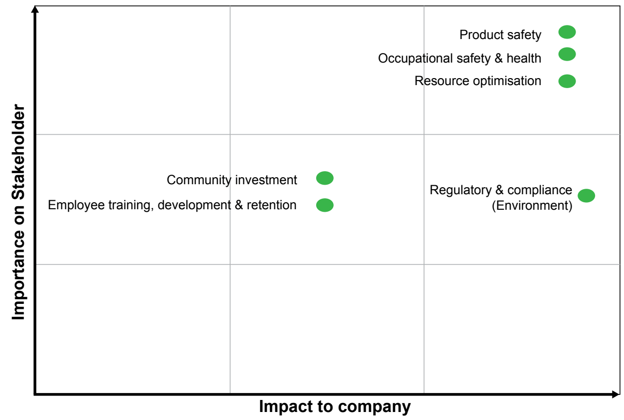
Key operations within the HLI Group in Malaysia:

Operating Companies	Manufacturing Plant Location	Principal Business
Hong Leong Yamaha Motor Sdn Bhd ("HLYM")	Selangor	Manufacture and distribution of motorcycles and other components, assembly of motorcycles and investment holding.
Guocera Holdings Sdn Bhd ("Guocera")	Selangor and Johor	Manufacture of ceramic tiles and investment holding.
Hume Cemboard Industries Sdn Bhd ("HCI")	Selangor and Perak	Manufacture and sale of fibre cement products.

The Statement was prepared in accordance with Bursa Malaysia Securities Berhad Main Market Listing Requirements relating to Sustainability Statement in Annual Reports.

Our Materiality Matrix:

We have voluntarily produced our sustainability statement earlier than required and are taking a progressive approach in our sustainability reporting. As a start, we have engaged our internal stakeholders to assess and identify the material sustainability issues to our HLI Group. Through communications and dialogue sessions with internal stakeholder representatives from various divisions of the HLI Group who have first-hand knowledge as well as visibility over the issues at operational level, we have identified sustainability matters that are close to all stakeholders' heart across the economic, environmental and social aspects.



1. Product Safety

Operating Companies	Initiatives
HLYM	• Yamaha Balik Kampung Road Safety Campaign • Yamaha Safety Riding Science
Guocera	• Technical training on properties and applications of ceramic tiles to ensure safe use.
HCI	• Installers programme with training modules on proper and safe methods of installing fibre cement.

Beyond meeting relevant safety standards and requirements, we take product safety and quality further by adopting best practices throughout the design/planning, production, and supply stages of our products, including educating our consumers on the safe-use of our products. Some of our initiatives in this area include the following:

i. Product Education (Training on safe use of products):

HLYM

HLYM, a subsidiary company which is the franchise holder for CKD and CBU Yamaha motorcycles in Malaysia since 1978, has consistently carried out programmes to remind motorcyclists on the importance of road safety.

SUSTAINABILITY STATEMENT
(cont'd)

1. Product Safety (cont'd)

i. Product Education (Training on safe use of products): (cont'd)

HLYM organised its 19th Yamaha Balik Kampung Road Safety Campaign in June 2017. Officiated by the Minister of Transport, YB Dato' Sri Liow Tiong Lai, this annual event was a joint effort between HLYM and the Malaysian Motorcycle & Scooter Dealers Association. Emphasis was on raising road safety awareness for motorcyclists preparing to travel to their hometown for Hari Raya. Every year, the campaign focuses on the importance of proper maintenance of motorcycles. The campaign also involved various government departments that are working towards a common goal, i.e. reducing road accidents and fatality on Malaysian roads. A 7-point safety check on motorcycles with Yamaha safety leaflets, was conducted by HLYM trained service technicians who helped motorcyclists understand the condition of their vehicles.

Another campaign is the Yamaha Safety Riding Science demonstration ("YSRS") that is aimed at educating motorcyclists on safety riding skills from a scientific approach. The YSRS programme organised by HLYM, fully complements the Government's initiative to further promote riding safety. The YSRS programme is divided into two sessions, one on theory and the other on the practical usage of motorcycles. The target audience are public sector and corporate office workers as well as college and university students.

Additionally, HLYM provides educational programmes for mechanics who are graded based on Basic, Bronze and Silver level. The programmes are conducted to educate, amongst others, the training on new models of Yamaha's motorcycles as well as to educate the use of Yamaha Diagnostic tools. Programmes are carried out throughout the year which is aimed at HLYM's authorised dealers. With this programme, HLYM seeks to promote safety through improving the skill of the mechanics.

SUSTAINABILITY STATEMENT
(cont'd)

1. Product Safety (cont'd)

i. Product Education (Training on safe use of products): (cont'd)

Guocera

Guocera is dedicated to provide quality tiles with safety measures in mind through stringent measures of testing and research. The operation conducts regular technical training on the properties and applications of ceramic tiles for developers, contractors, specifiers, distributors as well as the sales team on safe usage of products. The training content covers education on the properties of tiles which explains, amongst others, how ceramic tiles are produced by firing clays and other naturally occurring mineral substances under extremely high temperature, thereby forming the final inorganic products that do not contain any hazardous chemicals or volatile organic compounds.

Physical properties such as the slip resistance of the tiles are made known to the customers and the slip resistance rating is specified in the product brochures. Guocera also provides guidance on the choice and the suitability of the tiles for the right application, e.g. tiles with anti-slip properties to be specified for wet areas. Guocera's accredited Ceramic Research Centre provides anti-slip testing for the ceramic industry in conformance to international standards.

HCI

HCI, one of the largest fibre cement manufacturers in Malaysia, produces cellulose fibre cement boards which are marketed and distributed under the brand name - PRIMA™. The PRIMA™ products are autoclaved cellulose fibre reinforced cement boards comprising top grade cellulose fibre, silica, portland cement and water. HCI's wide range of PRIMA™ products could be utilised for both internal and external architectural applications, wall linings and ceiling applications.

HCI developed a specific installer programme and 79% of the identified installers were trained during the financial year ended 30 June FY2017 ("FY2017") under direct training programmes as well as training sessions arranged through HCI's mobile training centre "PRIMA Workroom". During the financial year, a total of 305 participants joined 5 seminars and CPD talks (jointly organised with Pertubuhan Arkitek Malaysia and Construction Industry Development Board which were conducted across 5 regions to share product range and usage with the contractors and architects communities.

ii. Product Improvement (Commitment to safe products):

To ensure that we consistently produce quality products, we have set in place policies to ensure that products are safe prior to distribution. For HLYM, upon completion of the motorcycles from assembly, they will undergo a list of inspection such as electrical inspection, performance test of the drum, speedometer, brake test, head light inspection, emission test as well as appearance test. These tests are carried out in a rigorous manner in order to achieve the intended purpose of ensuring a quality product with safety in mind.

HLYM

- ISO9001:2008 (Quality Management System)
- ISO14001 (Environment Management System)
- ECE Compliance for motorcycle

Guocera

- ISO9001:2008 (Quality Management System)
- ISO14001 (Environment Management System)
- OHSAS 18001 (Occupational Health and Safety)
- GREENGUARD (Product environmental performance)
- SIRIM Eco Label (Product environmental performance)
- Singapore Green Label (Product environmental performance)
- Carbon Footprint Study for SIRIM

1. **Product Safety (cont'd)**

ii. **Product Improvement (Commitment to safe products): (cont'd)**

HCI

- ISO9001:2008 (Quality Management System)
- ISO14001 (Environment Management System)
- Singapore Green Label
- Korea Eco Label
- Korea Green Label
- Taiwan Green Label
- SIRIM Eco Label
- Carbon Footprint Certification by SIRIM
- Class 'O' Certification by the Fire and Rescue Department of Malaysia (Jabatan Bomba & Penyelamat Malaysia)

5S Programme

All operating companies within the HLI Group are required to embrace 5S as our culture. 5S is a workplace organisation method which consist of *seiri, seiton, seiso, seiketsu, and shitsuke* which is translated to *sort, set in order, shine, standardize, and sustain*. It describes how to organise a work space for efficiency and effectiveness by identifying and storing the items used, maintaining the area and items, and sustaining the new order. This programme serves as the foundation to our operating companies in maintaining a sustainable environment to continuously improve in processes including those relating to product safety and productivity gains. Annually, operating companies must review and plan ahead the yearly activities, including training, security measures, improvement plans and periodic self-audit exercises as well as third party independent audit to sustain the 5S programme.

2. **Resource optimisation**

Every operating company within the HLI Group has an energy saving programme led by its management team to reduce energy usage year on year basis. For manufacturing plants which have achieved MS ISO 14001 certification in recognition for its compliance to the standards and efforts in minimising negative impact to the environment, the compliance processes and activities have raised the level of awareness of the importance of conservation of energy, reduction in emissions, prudent disposal of waste and the fulfilment of legal and statutory requirements. In line with that, numerous procedures have been implemented to preserve the environment and fulfil the requirements of the standards while promoting the concept of 3Rs – Reduce, Reuse and Recycle.

Key activities include:

- Heat recovery systems to reduce natural gas consumption
- Material waste recovery systems
- Recycling of waste water
- Electricity efficiency initiatives

i. **Water usage and recycling**

Our operating companies mainly draw their water source from the municipal water supplies. Some companies have invested in water treatment and recycling facilities to ensure efficient use of water which is both environmentally friendly as well as part of cost saving initiatives. For example, Guocera and HCI achieved 49% and 71% respectively on water recycled and reused in FY2017.

ii. **Energy consumption and energy efficiency**

Energy is a significant component for our operation as our manufacturing plants are energy extensive, hence we strive to ensure that energy is consumed responsibly and efficiently to reduce our carbon emissions as well as costs. HLI Group maintained the use of fuel from non-renewable source which is closely monitored to avoid wastages.

SUSTAINABILITY STATEMENT
(cont'd)

3. Regulatory & Compliance (Environment)

<table>
<tr><th>Operating Companies</th><th>Initiatives</th></tr>
<tr><td>HLYM</td><td rowspan="3">• ISO14001 (Environmental Management system) accredited
• Engages third party independent consultancy firms to collect data for submission to Department of Environment
• Adheres to strict regulations of Department of Environment</td></tr>
<tr><td>Guocera</td></tr>
<tr><td>HCI</td></tr>
</table>

Our objectives is to achieve high standards in environmental management by evaluating our businesses and operations periodically and take active steps to reduce environmental impact wherever possible. The activities undertaken during FY2017 include:

- Upgrade heat recovery system of the ceramic tiles plants to conserve energy usage
- Replacing normal flood lights to LED lights
- Recover and recycle glaze losses
- Recover components of off-cuts of boards back to products
- Minimisation of fresh water intake by recycling process water in production
- Reuse treated water as replacement of fresh town water supply in the process
- Soft starters and inverters to reduce power demand
- Recycle of sludge by products from process cleaning back to products
- Installation on capacitor banks to enable power recovery and effective usage
- Dust containment, management and recycling back to products

i. Emissions

In order to monitor the impact to the environment, the operating companies engage third party consultancy firms for collection of data for submission to Department of Environment Malaysia on emissions released to the environment from the manufacturing plants.

HCI, for instance, will conduct an annual monitoring on its Boiler Air Emission and Chemical Exposure. In addition to this, HCI also provides internal training and education to workers.

HLYM conducts annually the Local Exhaust Ventilation assessment to assess the working conditions for employees. This is part of the activities to prevent, control, maintain and monitor dust and fume exposure in the workplace.

HLYM also undertakes the Scheduled Stack Air Emission Monitoring, testing of chimney stack gas and particulate emissions.

Guocera undertakes a different set of tests and certifications that includes:

- Ambient Air Monitoring on monthly basis;
- Stack emission for dust collector and for chimney (three times a year); and
- Generator Set monitoring annual basis.

From these tests, operating companies would obtain confirmation that emissions are within the requirement set by the Department of Environment.

ii. Waste and Effluent

HCI being a fibre cement board manufacturer, utilises significant amount of water for its production activities and the resulting waste water is treated prior to discharge. The waste water treatment plant discharge point is tested on a monthly basis to ensure that it is working as intended as well as to monitor the amount of waste water discharged.

HCI operation's scheduled waste is collected by a third party which is carried out every 180 days from first generation date or whenever it reaches 20mt which strictly follows the procedures set by the Department of Environment. Programmes to monitor hazardous and non-hazardous waste are also stipulated in our ISO 14001 procedures.

Guocera segregates hazardous and non-hazardous waste into two disposal methods for recycling as well to be sent to landfills. These are determined based on the nature of the items dispose wherein for instance scrap metal and reject cartons are sold by tender for recycling purposes.

4. Employee training, development, retention

i. Training, Development and Retention

Human capital is the key driver of our success, hence it is an area where we have and will invest continually. Employees within the Hong Leong Group are exposed to a diverse and comprehensive range of learning and development opportunities. HLI Group provides training on a need basis. Upon assessment via our Training Needs Analysis on each individual to identify the skills and knowledge gaps, training with relevant programmes and content will be provided to fill in the gaps. Most training focuses on employees who are performing work relating to product quality whereby competencies are tantamount to customer satisfaction. Training programme cover technical skills, sales, communications, regulation updates and soft skills.

We recognise that developing a professional begins at the entry point of one's career and requires a structured approach. Our Graduate Development Programme ("GDP") provides an opportunity for fresh graduates to gain valuable experience and knowledge. The programme includes specific training activities such as 5S culture and initiatives, Total Quality Assurance programme as well as project presentation which requires graduates under the GDP to review innovative processes and present their own ideas and proposals after a period of time in their workplace. Upon completion of the programmes, these individuals are subsequently transitioned to key roles in the manufacturing companies within the Hong Leong Group.

Operating Companies	Retention rate from GDP
HLYM	67%
Guocera	90%
HCI	75%

We encourage direct engagement between workers and management. Workers openly communicate and share grievances with management about their working conditions and management practices without fear of reprisal, intimidation and harassment. This is an effective way of resolving workplace issues.

Guocera

To stay competitive in the industry, we have to ensure that we are constantly improving in all aspects. In realising it, we need to ensure that our workers' competencies are at par with both current and future developing technologies. Thus, Guocera established a programme known as Upskilling Workforce. In collaboration with Jabatan Pembangunan Kemahiran Malaysia and reference to the National Occupational Skills Standard, a complete training modules and relevant curricular were successfully produced. Workers will go through all the Upskilling modules for a 8-month period and upon completion, they will be certified as competent personnel with Sijil Kemahiran Malaysia.

5. Occupational Safety and Health

<table>
<tr><th>Operating Companies</th><th>Initiatives</th></tr>
<tr><td>HLYM</td><td rowspan="3">• Safety and Health training to employees
• Safety and Health committees
• Monitoring of work-related injuries
• 5S Committees
• Awareness programme to employees
• Employee Annual medical check up
• DOSH Machinery Inspections and Certifications</td></tr>
<tr><td>Guocera</td></tr>
<tr><td>HCI</td></tr>
</table>

SUSTAINABILITY STATEMENT
(cont'd)

5. Occupational Safety and Health (cont'd)

We have an active Occupational Safety and Health Committee ("OSH Committee") which comprises members from manufacturing companies across the Hong Leong Group in Malaysia. At the same time, we also have a 5S Committee which have practices and procedures that complement the safety and health effort advocated by the OSH committee.

We monitors the types of injury, injury rate, occupational diseases rate, lost day rate, absentee rate and work-related fatalities, for the total workforce. We also monitor the frequency of these injuries and the resulting down time if any.

We conducts regular OSH meeting to serve as an avenue to discuss and improve OSH related processes within our organisation. We also provides regular training to create awareness on the importance of OSH while OSH audit is conducted on a periodic basis.

6. Community investment

Operating Companies	Initiatives
HLYM	Yamaha Literacy Classroom ("Kelas Celik Yamaha")
Guocera	• Hosting of architecture, interior design and vocational students for product and process understanding • Internship programmes for local engineering universities (UTEM, USM, UTM, UTHM, UMP, UNIMAP) • Career guidance programmes (UTEM , UTHM, UTP)

During FY2017, HLYM played a pivotal role in establishing the Yamaha Literacy Classroom ("Kelas Celik Yamaha") at SMK Bukit Rahman Putra under the school's Special Education Integrated Programme ("SEIP"). The launching ceremony was officiated by YBhg Dato' Haji Ahmad Tajudin bin Jab, Deputy Director General of the Ministry of Malaysia who was accompanied by Tuan Hj Mohd Salleh bin Mohd Kassim, the Director of Selangor Education Department. Through SEIP, HLYM jointly worked together with the school in setting up a technical classroom, equipped with complete sets of educational tools and materials. HLYM also shared their expertise and collaborated with the school in developing a series of systematic syllabus.

Over the recent years, Guocera has welcomed a number of interns from various local universities, namely UTEM, USM, UTM, UTHM and UMP. We provide students with numerous opportunities and valuable experiences. During the on the job training period, students were exposed to the actual working environment. This eventually helps them to gain first-hand industry knowledge as well as develop both technical and personal skills, while acknowledging their personal interests and abilities.

Guocera took the initiative to collaborate with Talentcorp on the internship programme. This collaboration, particularly beneficial because it favours economically disadvantaged students to participate as well.

An outstandingly performing intern during the internship period was absorbed into permanent employment. This concludes that this programme also promotes job opportunities to the community.

SUSTAINABILITY STATEMENT
(cont'd)

6. Community investment (cont'd)

In addition to welcoming students for the internship programme, Guocera also hosted a few visits by students from various fields such as architecture, interior design as well as engineering for better understanding of the Guocera products and processes.

On the other hand, Guocera was also cordially invited by UTHM and UTP for career guidance programmes. We had the opportunity to share a professionally constructive advice and guidance and at the same time inspired students to be more focused on their professional goals. The sharing session was also intended to enable students to get a clearer picture of their future career development and direction.

LOOKING FORWARD

In alignment to business growth and enhancement of operational processess, we shall progressively implement initiatives in and accross the full spectrum of our business operations which reflect our commitment to responsible and sustainable business practices.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL

"CORPORATE GOVERNANCE IS THE PROCESS AND STRUCTURE USED TO DIRECT AND MANAGE THE BUSINESS AND AFFAIRS OF THE COMPANY TOWARDS ENHANCING BUSINESS PROSPERITY AND CORPORATE ACCOUNTABILITY WITH THE ULTIMATE OBJECTIVE OF REALISING LONG TERM SHAREHOLDER VALUE, WHILST TAKING INTO ACCOUNT THE INTEREST OF OTHER STAKEHOLDERS."

~ Finance Committee on Corporate Governance

The Board of Directors ("Board") has reviewed the manner in which the Malaysian Code on Corporate Governance 2012 ("Code") is applied in the Group as set out below. The Board is pleased to report compliance of the Group with the principles and recommendations as set out in the Code except where otherwise stated.

The Board took cognisance of the new Malaysian Code on Corporate Governance published in April 2017 ("MCCG 2017") which is applicable to annual reports published from 2018 onwards.

A. ROLES AND RESPONSIBILITIES OF THE BOARD

The Board assumes responsibility for effective stewardship and control of the Company and has established terms of reference ("TOR") to assist in the discharge of this responsibility.

In discharging its responsibilities, the Board established functions which are reserved for the Board and those which are delegated to management. The key roles and responsibilities of the Board are set out in the Board Charter, which is reviewed annually by the Board and published on the Company's website at www.hli.com.my ("HLI Website"). The last review of the Board Charter was carried out in August 2017. The key roles and responsibilities of the Board broadly cover formulation of corporate policies and strategies; overseeing and evaluating the conduct of the Group's businesses; identifying principal risks and ensuring the implementation of appropriate systems to manage those risks; and reviewing and approving key matters such as financial results, investments and divestments, acquisitions and disposals, and major capital expenditure.

The day-to-day business of the Group is managed by the Managing Directors ("MDs") of their respective businesses. The MDs are accountable to the Board for the performance of their respective businesses. In addition, the Board delegates certain of its responsibilities to Board Committees, which operate within clearly defined TOR primarily to support the Board in the performance of its duties and responsibilities. Although the Board has granted such authority to Board Committees, the ultimate responsibility and the final decision rest with the Board. The chairmen of Board Committees report to the Board on matters dealt with at their respective Board Committee meetings. Minutes of Board Committee meetings are also tabled at Board meetings.

There is a clear division of responsibilities between the Chairman of the Board and the MDs. This division of responsibilities between the Chairman and the MDs ensures an appropriate balance of roles, responsibilities and accountability.

The Chairman leads the Board and ensures its smooth and effective functioning.

The MDs are responsible for formulating the vision and recommending policies and the strategic direction of their respective businesses for approval by the Board, implementing the decisions of the Board, initiating business ideas and corporate strategies to create competitive edge and enhancing shareholder wealth, providing management of the day-to-day operations and tracking compliance and business progress of their respective businesses.

Independent Non-Executive Directors ("ID" or "IDs") are responsible for providing insights, unbiased and independent views, advice and judgment to the Board and bring impartiality to Board deliberations and decision-making. They also ensure effective checks and balances on the Board. There are no relationships or circumstances that could interfere with or are likely to affect the exercise of the IDs' independent judgment or their ability to act in the best interest of the Company and its shareholders.

A. ROLES AND RESPONSIBILITIES OF THE BOARD *cont'd*

The Group continues to operate in a sustainable manner and seeks to contribute positively to the well-being of stakeholders. The Group takes a progressive approach in integrating sustainability into its businesses as set out in the Sustainability Statement which forms part of the Annual Report.

The Board observes the Code of Ethics for Company Directors established by the Companies Commission of Malaysia ("CCM") which is available on CCM's website at www.ssm.com.my. In addition, the Group also has a Code of Ethics that sets out sound principles and standards of good practice which are to be observed by the employees. The Group has in place procedures and rules for employees to raise responsibly, in confidence, concerns about serious misconduct and other improprieties which pose financial, legal, reputational or operational risks to the Group.

B. BOARD COMPOSITION

The Board comprises 7 directors, 4 of whom are non-executive and independent. The profiles of the members of the Board are provided in the Annual Report.

The Company is guided by the Policy on Board Composition adopted by the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa") ["MMLR"] in determining its board composition. The policy includes the following:

- The Board shall determine the appropriate size of the board to enable an efficient and effective conduct of board deliberation.
- The Board shall have a balance of skills and experience commensurate with the complexity, size, scope and operations of the Company and shall have an appropriate balance of IDs comprising at least half of the board.
- The Board shall also include a balanced composition of executive and non-executive directors.
- Board members should have the ability to commit time and effort to carry out duties and responsibilities effectively.

The Board has in place a Board Diversity Policy. The Board recognises the merits of Board diversity in adding value to collective skills, perspectives and strengths to the Board. In line with gender diversity, there are 3 women directors on the Board. The Board will consider appropriate targets in Board diversity including gender, ethnicity and age balance on the Board and will take the necessary measures to meet these targets from time to time as appropriate.

Based on the review of the Board composition in August 2017, the Board is of the view that the current size and composition of the Board are appropriate and effective for the control and direction of the Group's business. The composition of the Board also fairly reflects the investment of shareholders in the Company.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

C. BOARD COMMITTEES

Board Committees have been established by the Board to assist in the effective discharge of its duties.

I Board Audit & Risk Management Committee ("BARMC")

The composition of the BARMC and a summary of its activities are set out in the Board Audit & Risk Management Committee Report in this Annual Report. The TOR of the BARMC are published on the HLI Website.

II Nominating Committee ("NC")

The NC was established on 30 April 2013 and its TOR are published on the HLI Website. The composition of the NC is as follows:

YBhg Dato' Dr Zaha Rina binti Zahari
Chairman, Independent Non-Executive Director

YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar
Independent Non-Executive Director

YBhg Datuk Kwek Leng San
Non-Independent Non-Executive Director

The Company has in place the process and procedure for assessment of new appointment, re-election, retention and removal of directors, and the appointment of Board Committee members and chief executive, and the criteria used for such assessments.

The nomination, assessment and approval process for new appointment is as follows:

Identification of candidates	→	Meeting with candidates	→	• Assessment against Assessment Criteria and Guidelines • Recommendation by the NC	→	Deliberation by the Board and decision thereof

All candidates to the Board are assessed by the NC prior to their appointments, taking into account, inter-alia, the strategic and effective fit of the candidates for the Board, the overall desired Board composition including Board diversity and the required mix of skills, expertise, knowledge and experience in the industry, market and segment to enhance the Board's overall effectiveness and having regard to the candidates' attributes, qualifications, management, leadership, independence and time commitment, before they are recommended to the Board for approval. The Company has taken steps to build and maintain a pool of potential Board candidates from internal and external introductions, recommendations and director databases in its search for suitable Board candidates.

In the case of chief executive, the NC will take into account the candidate's knowledge and experience in the industry, market and segment.

The assessment for Board Committee appointment will be based on the directors' potential contributions and value-add to the Board Committees with regard to Board Committees' roles and responsibilities.

C. BOARD COMMITTEES *cont'd*

II Nominating Committee ("NC") *cont'd*

In addition, a formal evaluation process has been put in place to assess the effectiveness of the Board as a whole, Board Committees as a whole and the contribution and performance of each individual director, Board Committee member, chief executive and the chief financial officer on an annual basis. For newly appointed director/chief executive/chief financial officer, the Annual Board Assessment will be conducted at the next annual assessment exercise following the completion of one year of service. The assessments will take into consideration, amongst others, the appropriate skills, experience, soundness of judgment and competencies, independence, attendance and level of participation and contribution at Board and Board Committee meetings. The NC will deliberate on the results of the Board Annual Assessment and submit its recommendation to the Board for consideration and approval. The results of the assessment formed one of the criteria of the NC's recommendation to the Board for the re-appointment/re-election/retention of directors at the annual general meeting ("AGM").

The nomination and approval process for re-appointment/re-election/retention of directors shall be as follows:

• Assessment against Assessment Criteria and Guidelines • Recommendation by the NC	→	Deliberation by the Board and decision thereof

For removal of directors, the Company shall carry out such removal in accordance with the provisions of the Companies Act 2016 and any other relevant regulatory requirements. The NC may recommend to the Board the removal of a director who is ineligible, disqualified, incapacitated or who has failed in the discharge of fiduciary duties.

For management succession planning, it has been embedded in the Group's process over the years to continuously identify, groom and develop key talents from within the Group. The Group also has a talent development programme to identify, retain and develop young high potential talents.

The NC meets at least once in each financial year and additional meetings may be called at any time as and when necessary.

The NC met once during the financial year ended 30 June 2017 ("FY 2017") where all the NC members attended.

During the FY 2017, the NC carried out its duties in accordance with its TOR. The NC considered and reviewed the following:

- NC Charter, policies on Board Composition, Independence of Directors, Board Diversity and Directors' Training;
- composition of the Board and Board Committees;
- mix of skills, professional qualification, experience and other qualities of directors including gender, ethnicity and age balance;
- independence of IDs and their tenure;
- trainings undertaken by directors and recommendation of training programmes for directors; and
- re-election, re-appointment and retention of directors.

Having reviewed the Board composition, the NC was satisfied that the current Board comprises a good mix of skills and that the current size and composition of the Board are appropriate and effective in discharging its functions. The NC took cognisance of the merits of Board diversity.

The NC has also evaluated the performance of the Board, Board Committees, each individual director, each Board Committee member and the Chief Financial Officer ("CFO"), benchmarking against their respective TOR and Assessment Criteria, and through the annual assessment conducted during FY 2017. The NC was satisfied that they have continued to operate effectively in discharging their duties and responsibilities. They have also fulfilled their responsibilities and are suitably qualified to hold their positions.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

C. BOARD COMMITTEES *cont'd*

III Remuneration Committee ("RC")

The Company does not have a RC. The Board is of the view that it is not necessary for the Company to establish a RC for the time being given the current size of the Board. The Board as a whole functions as the RC.

The Group's remuneration scheme for executive directors is linked to performance, service seniority, experience and scope of responsibility and is periodically benchmarked to market/industry surveys conducted by human resource consultants. Performance is measured against profits and targets set in the Group's annual plan and budget.

The level of remuneration of non-executive directors reflects the scope of responsibilities and commitment undertaken by them.

The remuneration packages of executive directors are reviewed by the entire Board, with the presence of a majority of non-executive directors. The executive director concerned shall not participate in the deliberations and shall vacate the meeting room during deliberations of his remuneration package.

The Board, in assessing and reviewing the remuneration packages of executive directors, ensures that a strong link is maintained between their rewards and individual performance, based on the provisions in the Group's Human Resources Manual, which are reviewed from time to time to align with market/industry practices.

The fees of directors are recommended and endorsed by the Board for approval by the shareholders of the Company at its AGM.

The aggregate remuneration of directors (including remuneration earned as directors of subsidiaries) for FY 2017 is as follows:

	Fees (RM)		Remunerations & Other Benefits (RM)		Total (RM)	
	Company	**Group**	**Company**	**Group**	**Company**	**Group**
Executive Directors	–	–	–	–	–	–
Non-Executive Directors	400,000	470,000	142,000	142,000	542,000	612,000

The number of directors whose remuneration falls into the following bands is as follows:

Range Of Remuneration (RM)	**Executive**		**Non-Executive**	
	Company	**Group**	**Company**	**Group**
50,000 and below	–	–	–	–
50,001 – 100,000	–	–	2	3
100,001 – 150,000	–	–	3	3

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

D. INDEPENDENCE

The Board takes cognisance of Recommendations 3.2 and 3.3 of the Code. Recommendation 3.2 states that the tenure of an ID should not exceed a cumulative term of 9 years and upon completion of the 9 years, an ID may continue to serve on the Board subject to the director's re-designation as a non-independent director. Recommendation 3.3 states that in the event the Company wishes to retain an ID who has served a cumulative term of 9 years and above, shareholders' approval shall be sought at the AGM every year, with justifications, in accordance with the Code.

The Company has in place, an Independence of Directors Policy ("ID Policy") which sets out the criteria for assessing the independence of IDs. The Board will apply these criteria upon admission, annually and when any new interest or relationship develops. In addition, the ID Policy states that the Company shall seek shareholders' approval at the AGM every year to retain IDs who have served on the Board for a period of 9 years continuously or more as IDs, with justifications and subject to favourable assessment of the NC and the Board.

The Board seeks to strike an appropriate balance between tenure of service, continuity of experience and refreshment of the Board. Although a longer tenure of directorship may be perceived as relevant to the determination of a director's independence, the Board recognises that an individual's independence should not be determined solely based on tenure of service. Further, the continued tenure of directorship brings considerable stability to the Board, and the Company benefits from directors who have, over time, gained valuable insight into the Group, its market and the industry.

The IDs have declared their independence and the NC and the Board have determined, at the annual assessment carried out, that the IDs, including YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar and YBhg Dato' Ahmad Johari bin Tun Abdul Razak who have served on the Board for a period of 9 years continuously or more as IDs, remain objective and have continued to bring independent and objective judgment to Board deliberations and decision-making. At the coming AGM, the Company will seek shareholders' approval to retain YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar and YBhg Dato' Ahmad Johari bin Tun Abdul Razak as IDs. Justifications for their retention are set out in the explanatory notes of the Notice of AGM.

E. COMMITMENT

The directors are aware of their responsibilities and devote sufficient time to carry out such responsibilities. In line with the MMLR, directors are required to comply with the restrictions on the number of directorships in public listed companies. Board meetings are scheduled a year ahead in order to enable full attendance at Board meetings. Directors are required to attend at least 50% of Board meetings pursuant to the MMLR.

The Board meets quarterly with timely notices of issues to be discussed. Additional meetings may be convened on an adhoc basis as and when necessary. Where appropriate, decisions are also taken by way of Directors' Circular Resolutions.

The Company has moved towards electronic Board reports. Board reports are circulated electronically prior to the Board and Board Committee meetings and the reports provide, amongst others, financial and corporate information, significant operational, financial and corporate issues, updates on the performance of the Company and of the Group and management's proposals which require the approval of the Board.

All directors have access to the advice and services of qualified and competent Company Secretaries to facilitate the discharge of their duties effectively. The Company Secretaries are qualified to act under Section 235 of the Companies Act 2016 and they are Associate Members of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). The Company Secretaries support the effective functioning of the Board, provide advice and guidance to the Board on policies and procedures, relevant rules, regulations and laws in relation to corporate secretarial and governance functions and facilitate effective information flow amongst the Board, Board Committees and senior management. All directors also have access to the advice and services of the internal auditors and in addition, to independent professional advice, where necessary, at the Company's expense, in consultation with the Chairman of the Company.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

E. COMMITMENT *cont'd*

At Board meetings, active deliberations of issues by Board members are encouraged and such deliberations, decisions and conclusions are recorded by the Company Secretaries accordingly. Any director who has an interest in the subject matter to be deliberated shall abstain from deliberating and voting on the same during the meetings.

The Board met 4 times during FY 2017.

Details of attendance of each director are as follows:

Directors	Attendance
YBhg Datuk Kwek Leng San	4/4
YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar	4/4
YBhg Dato' Ahmad Johari bin Tun Abdul Razak	4/4
Mr Chuah Chuan Thye	4/4
YBhg Dato' Dr Zaha Rina binti Zahari	4/4
Mr Peter Ho Kok Wai	4/4
Ms Quek Sue Yian	2/2*

* Reflects the attendance and the number of meetings held during the period the Director held office.

The Board recognises the importance of continuous professional development and training for directors.

The Company is guided by a Directors' Training Policy, which covers an Induction Programme and Continuing Professional Development ("CPD") for directors of the Company. The Induction Programme which includes visits to the Group's various business operations and meetings with senior management is organised for newly appointed directors to assist them to familiarise and to get acquainted with the Group's businesses. The CPD encompasses areas related to the industry or businesses of the Group, governance, risk management and regulations through a combination of courses and conferences. A training budget is allocated for Directors' continuing training programmes.

All directors of the Company have completed the Mandatory Accreditation Programme.

The Company regularly organises in-house programmes, briefings and updates by its in-house professionals. The directors are also encouraged to attend seminars and briefings in order to keep themselves abreast with the latest developments in the business environment and to enhance their skills and knowledge. Directors are kept informed of available training programmes on a regular basis.

In assessing the training needs of directors, upon recommendation by the NC, the Board has determined that appropriate training programmes covering matters on corporate governance, finance, legal, risk management, information technology, internal control and/or statutory/regulatory compliance, be recommended and arranged for the directors to enhance their contributions to the Board.

During FY 2017, the directors received regular briefings and updates on the Group's businesses, operations, risk management, internal control, corporate governance, finance and any changes to relevant legislation, rules and regulations from in-house professionals. The Company also organised in-house programmes for its directors and senior management.

The directors of the Company have also attended various programmes and forums facilitated by external professionals in accordance with their respective needs in discharging their duties as directors.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

E. COMMITMENT *cont'd*

During FY 2017, all the directors of the Company, collectively or on their own, attended various training programmes, seminars, briefings and/or workshops including:

- 4th Industrial Revolution: Impact And Opportunities For Manufacturing And Financial Services
- Overview Of The Companies Act 2016: Practical Insights & The Challenges
- An Integrated Approach Between Currency & Equities Market
- Working With The Financial Sector
- Fundraising Through Wakaf and Zakat
- Navigating Updates
- MFRS/FRS Update 2016/2017 Seminar
- KPMG In Malaysia Tax Summit 2016
- The Open Source Organisation In The 21st Century
- The 10 Golden Rules
- Mandatory Accreditation Programme For Directors Of Public Listed Companies.

F. ACCOUNTABILITY AND AUDIT

The financial reporting and internal control system of the Group is overseen by the BARMC which comprises all IDs. The primary responsibilities of the BARMC are set out in the Board Audit & Risk Management Committee Report.

The BARMC is supported by the Internal Audit Department whose principal responsibilities are to conduct risk-based audits to ensure that adequate and effective controls are in place to mitigate risks; operational audits to identify opportunities for operational improvement; and also ensure compliance with standard operating procedures of the Group. Investigation or special review will be carried out at the request of the BARMC and senior management on specific areas of concern when necessary. Significant breaches and deficiencies identified are discussed at the BARMC meetings where appropriate actions will be taken.

I Financial Reporting

The Board is responsible for ensuring the proper maintenance of accounting records of the Group. The Board receives the recommendation to adopt the financial statements from the BARMC which assesses the financial statements with the assistance of the external auditors.

II Risk Management and Internal Control

The Statement on Risk Management and Internal Control (''SORMIC") as detailed under Paragraph I of this Statement provides an overview of the system of internal controls and risk management framework of the Group.

III Relationship with Auditors

The Board, through the BARMC, maintains a formal and transparent professional relationship with the external auditors, Messrs KPMG PLT. The appointment of external auditors is recommended by the BARMC which determines the remuneration of the external auditors. The BARMC reviews the performance, suitability, independence and objectivity of the external auditors annually. The BARMC also reviews the nature and fees of non-audit services provided by the external auditors in assessing the independence of the external auditors. In accordance with the Malaysian Institute of Accountants ("MIA"), Messrs KPMG PLT rotate its Engagement Partner and Concurring Partner once every 5 years to ensure objectivity, independence and integrity of the audit opinions.

The external auditors meet with the BARMC to:

- present the scope of the audit before the commencement of audit; and
- review the results of the audit, including key audit matters, as well as the management letter after the conclusion of the audit.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

F. ACCOUNTABILITY AND AUDIT *cont'd*

III Relationship with Auditors *cont'd*

At least twice a year, the BARMC will have a separate session with the external auditors without the presence of senior management.

For FY 2017, the BARMC members together with the CFO undertook an annual assessment on the performance, suitability, independence and objectivity of the external auditors. No major concerns were noted from the results of the assessment. The external auditors also gave their assurance confirming their independence and objectivity throughout the conduct of the audit engagement and the internal processes undertaken by them to determine their independence.

G. DISCLOSURE

The Company has in place a corporate disclosure policy for compliance with the disclosure requirements set out in the MMLR, and to raise awareness and provide guidance to the Board and management on the Group's disclosure requirements and practices.

All timely disclosure and material information documents will be posted on the HLI Website after release to Bursa.

H. SHAREHOLDERS

I Dialogue with Shareholders and Investors

The Board acknowledges the importance of regular communication with shareholders and investors via the Annual Reports, circulars to shareholders, quarterly financial reports and the various announcements made during the year, through which shareholders and investors can have an overview of the Group's performance and operation.

Notices of general meetings and the accompanying explanatory notes are provided within the prescribed notice period on the HLI Website, Bursa's website, in the media and by post to shareholders. This allows shareholders to make the necessary arrangements to attend and participate in general meetings either in person, by corporate representative, by proxy or by attorney.

Shareholders can access for information at the HLI Website, which includes the Board Charter, TOR of Board Committees, corporate information, announcements/press releases/briefings, investor briefings, financial information, products information and investor relations. A summary of the key pertinent matters discussed at the AGM is published on HLI Website.

In addition, shareholders and investors can have a channel of communication with the CFO to direct queries and provide feedback to the Group.

Queries may be conveyed to the following person:

Name	:	Ms Chee Soo Yuen
Tel No.	:	03-2164 2631
Fax No.	:	03-2715 4808
Email address	:	IRelations@hli.com.my

H. SHAREHOLDERS *cont'd*

II AGM

The AGM provides an opportunity for the shareholders to seek and clarify any issues and to have a better understanding of the Group's performance. Shareholders are encouraged to meet and communicate with the Board at the AGM and to vote on all resolutions. Senior management and the external auditors are also available to respond to shareholders' queries during the AGM. All directors attended the last AGM held on 24 October 2016.

Pursuant to Paragraph 8.29A(1) of the MMLR, all resolutions tabled at general meetings will be put to a vote by way of a poll and the voting results will be announced at the meetings and through Bursa.

I. SORMIC

The responsibility of the Board

The Board recognises its overall responsibility for the adequacy and effectiveness of the Group's system of internal controls and risk management framework to safeguard shareholders' investment and the Group's assets. The Board adopts MS ISO 31000: 2010 as its risk management framework.

Accordingly, the Board has entrusted the BARMC to provide oversight of the system of internal controls and risk management framework. The BARMC is assisted by the Group's Internal Audit Department in this role.

The Risk Management Framework

For FY 2017, management has complied with the risk management framework in accordance with MS ISO 31000: 2010. Based on the framework, management has carried out the following:

- establish the context of risk in relation to the Group's risk appetite, i.e. how risks are perceived and the levels at which they are acceptable or otherwise;
- identify risks in relation to the objectives of every business function of the Group's operating companies;
- identify emerging risks faced by the Group in the operating environment of its various industries;
- assess the likelihood and impact of such risks identified, using qualitative and also quantitative measures where applicable, to determine the risk level, i.e. "Severe", "Major", "Significant", "Minor" or "Trivial";
- evaluate the severity of the risks and their treatment options to set priority of management's attention and devise appropriate actions to avoid, share, retain or mitigate risks within reasonable timeframes; and
- record the details of risks and treatment plans in the risk registers and present to the BARMC quarterly to review the adequacy and effectiveness of the risk management measures.

Further, on an on-going basis, each operating company's chief executive and authorised risk owners have clear accountabilities to:

- monitor its existing risks, identify emerging risks and update the enterprise-wide risk registers;
- maintain the adequacy, effectiveness and relevance of action plans and control systems to manage risks; and
- prepare risk management report on a quarterly basis for reporting to the BARMC.

CORPORATE GOVERNANCE, RISK MANAGEMENT AND INTERNAL CONTROL
(cont'd)

I. SORMIC *cont'd*

The System of Internal Controls

The key elements of the Group's system of internal controls are described below:

- A management structure exists with clearly defined delegation of responsibilities to the management of the Group's operating companies, including authorisation levels for all aspects of the business and operations. The management of the Group's operating companies own and manage risks and they are responsible for implementing controls to mitigate the risks pertaining to all aspects of the business and operations.
- Documented corporate policies and procedures covering various aspects of the business and operations of the Group.
- Promotion of a strong internal control culture through the Group's values and ethics and also the "tone at the top".
- Diligent review of the quarterly financial results and reports and identifying the reasons for any unusual variances.
- Internal control assurance activities such as self-audits and completion of internal control questionnaires undertaken by management of the operating companies. These activities are part of the Group's risk & control assurance framework; provide the breadth in risk and control assurance; and demonstrate management's commitment to effective risk management.
- Risk-based internal audits carried out by the Group's Internal Audit Department focusing on key risk areas which are selected from the Group's audit universe. The key risk areas are documented in the annual audit plan which is approved by the BARMC. The risk-based internal audits in FY2017 cover sales and marketing, production, capital expenditure, supply chain management, and online banking system.
- Quarterly reporting to the BARMC on the results of control assurance and audit activities and also the management of risks throughout the Group.

Management and Decision-Making Processes

The internal control and risk management processes of the Group are in place for the year under review and up to the date of approval of the SORMIC for inclusion in the annual report; and reviewed quarterly by the BARMC. The BARMC reviews the principal risks, significant audit observations and/or areas for improvement and ascertains that appropriate remedial actions or improvements are taken by the management of the Group's operating companies. These processes are intended to manage and not expected to eliminate all risks of failure to achieve business objectives. Accordingly, they can only provide reasonable and not absolute assurance against material misstatement of management and financial information or against financial losses and fraud.

The Board has received assurance from the CFO and the MDs of their respective businesses that the Group's system of internal controls and risk management framework are operating adequately and effectively, in all material aspects, based on the internal control system and risk management framework of the Group.

The SORMIC has not dealt with or included the state of risk management and internal control of the associates.

Review of the SORMIC by External Auditors

Pursuant to paragraph 15.23 of the MMLR, the external auditors have reviewed the SORMIC pursuant to the scope set out in Recommended Practice Guide ("RPG") 5 (Revised) issued by the MIA for inclusion in the 2017 Annual Report, and reported to the Board that nothing has come to their attention that causes them to believe that the SORMIC is not prepared, in all material aspects, 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, nor is the SORMIC factually inaccurate. RPG 5 (Revised) does not require the external auditors to consider whether the SORMIC covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board and management thereon. The external 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.

I. SORMIC *cont'd*

The Board's Opinion

The Board, through the BARMC, is of the view that the Group's risk management framework and system of internal controls are adequate and effective in safeguarding the shareholders' investments and the Group's assets.

J. DIRECTORS' RESPONSIBILITY IN FINANCIAL REPORTING

The MMLR requires the directors to prepare financial statements for each financial year which give a true and fair view of the financial position of the Group and of the Company as at the end of the financial year and of the financial performance and cash flows of the Group and of the Company for the financial year.

The directors of the Company are satisfied that the financial statements of the Group and of the Company for FY 2017 have been prepared in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the Companies Act 2016 in Malaysia and that the Group and the Company have adopted appropriate accounting policies and have applied them consistently.

This Statement on Corporate Governance, Risk Management and Internal Control is made in accordance with the resolution of the Board of Directors.

BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT

CONSTITUTION

The Board Audit & Risk Management Committee ("the Committee") of Hong Leong Industries Berhad ("HLI" or "the Company") has been established since 21 March 1994.

COMPOSITION

YBhg Dato' Ahmad Johari bin Tun Abdul Razak
Chairman, Independent Non-Executive Director

YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar
Independent Non-Executive Director

Mr Peter Ho Kok Wai
Independent Non-Executive Director

SECRETARY

The Secretary to the Committee is Ms Joanne Leong Wei Yin who is the Company Secretary of HLI.

AUTHORITY

The Committee is authorised by the Board of Directors ("Board") to review any activity of the Group within its Terms of Reference, details of which are available on the Company's website at www.hli.com.my. The Committee is authorised to seek any information it requires from any director or member of management and all employees are directed to co-operate with any request made by the Committee.

The Committee is authorised by the Board to obtain independent legal or other professional advice if it considers necessary.

MEETINGS

The Committee meets at least 4 times a year and additional meetings may be called at any time as and when necessary. All meetings to review the quarterly reports and annual financial statements are held prior to such quarterly reports and annual financial statements being presented to the Board for approval.

The head of finance, head of internal audit, risk manager and senior management may attend Committee meetings, on the invitation of the Committee, to provide information and clarification required on items on the agenda. Representatives of the external auditors are also invited to attend the Committee meetings to present their audit scope and plan, audit report and findings together with management's response thereto, and to brief the Committee members on significant audit and accounting areas which they noted in the course of their audit.

Issues raised, discussions, deliberations, decisions and conclusions made at the Committee meetings are recorded in the minutes of the Committee meetings. Where the Committee is considering a matter in which a Committee member has an interest, such member abstains from reviewing and deliberating on the subject matter.

2 members of the Committee, who shall be independent, shall constitute a quorum.

After each Committee meeting, the Chairman of the Committee shall report and update the Board on significant issues and concerns discussed during the Committee meetings and where appropriate, make the necessary recommendations to the Board.

BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT
(cont'd)

ACTIVITIES

An annual assessment on the performance and effectiveness of the Committee and each of its members for the financial year ended 30 June 2017 ("FY 2017") was carried out by the Nominating Committee ("NC"). The NC and the Board are satisfied that the Committee and its members had carried out their duties in accordance with the Committee's Terms of Reference.

During FY 2017, 4 Committee meetings were held and the attendance of the Committee members was as follows:

Members	Attendance
YBhg Dato' Ahmad Johari bin Tun Abdul Razak	4/4
YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar	4/4
Mr Peter Ho Kok Wai	4/4

The Committee carried out the following key activities during FY 2017:

- Reviewed the quarterly reports and annual financial statements of the Group prior to submission to the Board for consideration and approval.
- Reviewed and recommended to the Board for approval the Board Audit & Risk Management Committee Charter and Internal Audit Charter.
- Held 2 separate sessions with the external auditors without the presence of senior management. During the separate sessions, no critical issues were raised and the external auditors conveyed that they had been maintaining a cordial Auditor-Client relationship.
- Met with the external auditors and discussed the audit plan 2017 on the nature and scope of the audit, considered significant changes in accounting and auditing issues, where relevant, reviewed the management letter and management's response, reviewed pertinent issues which had significant impact on the results of the Group and discussed applicable accounting and auditing standards.
- Discussed with the external auditors the mock Auditors' Report with potential key audit matters identified by the external auditors.
- Reviewed and recommended to the Board for approval the audit fees and non-audit fees payable to the external auditors in respect of services provided to the Group. It also reviewed the provision of non-audit services by the external auditors to ascertain whether such provision of services would impair the external auditor's independence or objectivity. Details of non-audit fees incurred by the Group for FY 2017 are stated in the Notes to the Financial Statements.
- Assessed the performance, suitability, independence and objectivity of the external auditors, taking into consideration factors such as quality of service, adequacy of experience and resources of the firm and the professional staff assigned to the audit, and communication and interaction, and made recommendation to the Board for shareholders' approval on the re-appointment of the external auditors.
- Reviewed the adequacy and integrity of internal control systems, including risk management and relevant management information system. It also reviewed the processes put in place to identify, evaluate and manage the significant risks encountered by the Group.
- Met with the internal auditors and approved the annual audit plan and also reviewed the internal audit findings and recommendations.
- Recommended to the Board the appointment of a new risk manager and Head of Internal Audit.
- Assessed the performance of the internal audit function as well as the adequacy and competency of internal audit resources.
- Reviewed the Policy and Procedure of Recurrent Related Party Transactions and various recurrent related party transactions ("RRPT") carried out by the Group.
- Reviewed the proposed mandate for RRPT with various related parties prior to Board's recommendation for shareholders' approval.
- Reviewed the Statement on Risk Management and Internal Control ("SORMIC") of the Group, and received the report of the external auditors in respect of their review on the SORMIC prior to Board's approval for inclusion in the Company's Annual Report.
- Reviewed and recommended to the Board for approval the Board Audit & Risk Management Committee Report for inclusion in the Company's Annual Report.

BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT
(cont'd)

INTERNAL AUDIT ("IA")

The IA function is carried out in-house by the IA Department of HLMG Management Co Sdn Bhd ("HLMGMC"), a wholly-owned subsidiary of Hong Leong Manufacturing Group Sdn Bhd ("HLMG"). The provision of the IA services is part of the shared services of companies within the HLMG Group. There were 10 staff in the IA Department during FY 2017 and the total cost incurred by the IA Department amounted to RM2,175,105.

The IA Department, led by the Head of IA, reports to the Committee which has the authority to decide, amongst others, the appointment and removal; scope of work; and performance evaluation of the IA function. Mr Teh Boon Ang was appointed as the Head of IA on 1 July 2017 replacing Mr Norman Zacharias Chong who was the Head of IA during FY 2017. Mr Teh holds the qualifications of Master of Criminal Justice, Advanced Diploma in Commerce, and is an Associate Member of the Institute of Chartered Secretaries & Administrators, The Institute of Internal Auditors Malaysia and The Association of Certified Fraud Examiners. The Committee is satisfied that the Head of IA has the relevant experience and sufficient standing and authority to discharge his duties as Head of IA.

The IA Department supports the Committee in the effective discharge of its responsibilities in respect of governance, internal controls and the risk management framework of the Group. The IA Department also challenges and adds value to the efficiency, effectiveness and economy of operating companies' operations; usage of assets and resources; and the integrity of management information systems. In doing so, the IA function is performed with impartiality, proficiency and due professional care.

All the IA personnel had declared to the Committee that they are free from any relationships or conflicts of interest which would impair their impartiality or objectivity. The Committee had undertaken an assessment of the performance of the IA Department for FY 2017 whereby it is satisfied with the performance of the IA Department. The Committee had also reviewed the IA Department's resources, in particular the qualifications, experience and designations of all the IA personnel. As their continuous professional development, the IA personnel had kept abreast with developments in the profession, industry and regulations by attending internal and external training courses. The Committee is hence satisfied with the competency of the IA Department and that it had adequate resources to carry out its functions.

The annual audit plan prepared by the IA Department is submitted to the Committee for review and approval. Internal audits are carried out as per the approved annual audit plan. IA reports are discussed and issued to management for their feedback and to formulate action plans with target implementation dates for improvements. Any resulting salient control concerns are reviewed by the Committee, and the implementation status of audit recommendations are monitored and reported to the Committee on a quarterly basis. The areas of IA's review during FY 2017 are described in the SORMIC.

The IA Department also facilitates the maintenance of the risk management framework of the Group on an on-going basis.

The IA Department applies appropriate auditing standards in assessing the integrity and effectiveness of internal controls and compliance with the established policies and procedures; and is committed to continuously monitoring and improving the internal audit function.

This Board Audit & Risk Management Committee Report is made in accordance with the resolution of the Board of Directors.

FINANCIAL STATEMENTS

DIRECTORS'REPORT
for the financial year ended 30 June 2017

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 30 June 2017.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding, whilst the principal activities of the subsidiary companies and associated companies are as stated in Note 3 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

ULTIMATE HOLDING COMPANY

The Company is a subsidiary of Hong Leong Company (Malaysia) Berhad, a company incorporated in Malaysia and regarded by the Directors as the Company's ultimate holding company during the financial year until the date of this report.

SUBSIDIARIES

The details of the Company's subsidiaries are disclosed in Note 3 to the financial statements.

RESULTS

	Group RM'000	Company RM'000
Profit for the year attributable to:		
Owners of the Company	103,087	106,543
Non-controlling interests	47,872	–
	150,959	106,543

RESERVES AND PROVISIONS

There were no material transfers to or from reserves and provisions during the financial year except as disclosed in Note 16 and Note 25 to the financial statements.

DIVIDENDS

Since the end of the previous financial year, the Company paid:

(i) a first interim single tier dividend of 15.0 sen per share amounting to RM47,920,922 in respect of the financial year ended 30 June 2017 on 8 December 2016;

(ii) a second interim single tier dividend of 20.0 sen per share amounting to RM63,894,562 in respect of the financial year ended 30 June 2017 on 30 May 2017; and

(iii) a special interim single tier dividend of 10.0 sen per share amounting to RM31,947,281 in respect of the financial year ended 30 June 2017 on 30 May 2017.

The Directors do not recommend a final dividend for the financial year ended 30 June 2017.

DIRECTORS' REPORT

for the financial year ended 30 June 2017
(cont'd)

DIRECTORS OF THE COMPANY

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

YBhg Datuk Kwek Leng San, Chairman
YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar
YBhg Dato' Ahmad Johari bin Tun Abdul Razak
Mr Chuah Chuan Thye
YBhg Dato' Dr Zaha Rina binti Zahari
Mr Peter Ho Kok Wai
Ms Quek Sue Yian (appointed on 4 January 2017)

The names of the Directors of subsidiaries are set out in the respective subsidiaries' financial statements and the said information is deemed incorporated herein by such reference and made a part hereof.

DIRECTORS' INTERESTS

The Directors holding office at the end of the financial year who have beneficial interests in the ordinary shares of the Company and/or its related corporations during the financial year ended 30 June 2017 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016, are as follows:

		Number of ordinary shares/ordinary shares received# or to be received* arising from vesting of share grant/ordinary shares to be issued arising from the conversion of redeemable convertible unsecured loan stocks@			
	Nominal value per share	**At 1.7.2016/ Date of appointment**	**Acquired**	**Sold**	**At 30.6.2017**
Shareholdings in which Directors have direct interests					
Interests of YBhg Datuk Kwek Leng San in:					
Hong Leong Company (Malaysia) Berhad	(1)	160,895	–	–	**160,895**
Hong Leong Industries Berhad	(1)	2,300,000	–	–	**2,300,000**
Malaysian Pacific Industries Berhad	(1)	1,260,000	–	–	**1,260,000**
Hong Leong Bank Berhad	(1)	536,000	–	–	**536,000**
Hong Leong Financial Group Berhad	(1)	654,000	–	–	**654,000**
Guoco Group Limited	US$0.50	209,120	–	–	**209,120**
The Rank Group Plc	GBP13$^{8/9}$p	45,800	–	–	**45,800**
Hume Industries Berhad	(1)	3,501,600	420,000 #	–	**3,921,600**
		420,000 *	–	420,000 (2)	**–**
Interests of YBhg Dato' Ahmad Johari bin Tun Abdul Razak in:					
Hong Leong Industries Berhad	(1)	17,600	–	–	**17,600**
Malaysian Pacific Industries Berhad	(1)	6,600	–	–	**6,600**
Hume Industries Berhad	(1)	19,008	–	–	**19,008**

DIRECTORS' REPORT
for the financial year ended 30 June 2017
(cont'd)

DIRECTORS' INTERESTS *cont'd*

		Number of ordinary shares/ordinary shares received# or to be received* arising from vesting of share grant/ordinary shares to be issued arising from the conversion of redeemable convertible unsecured loan stocks@			
	Nominal value per share	At 1.7.2016/ Date of appointment	Acquired	Sold	At 30.6.2017
Shareholdings in which Directors have direct interests cont'd					
Interest of Mr Chuah Chuan Thye in:					
Southern Steel Berhad	(1)	14,854	–	–	**14,854**
		7,073 @	–	–	**7,073 @**
Interest of Ms Quek Sue Yian in:					
GuocoLand Limited	(3)	1,333,333	–	–	**1,333,333**
Shareholdings in which Directors have indirect interests					
Interest of YBhg Datuk Kwek Leng San in:					
The Rank Group Plc	GBP13 8/9p	10,661 (4)	–	–	**10,661 (4)**
Interests of Mr Chuah Chuan Thye in:					
Hong Leong Company (Malaysia) Berhad	(1)	154,650	–	–	**154,650**
Hong Leong Financial Group Berhad	(1)	9,698,455	–	–	**9,698,455**
Hong Leong Industries Berhad	(1)	2,298,036	–	–	**2,298,036**
Hume Industries Berhad	(1)	2,486,878	–	–	**2,486,878**
Hong Leong Bank Berhad	(1)	55,000	–	–	**55,000**
GuocoLand (Malaysia) Berhad	(1)	1,928,465	–	–	**1,928,465**
GL Limited	US$0.20	2,036,775	–	–	**2,036,775**
Malaysian Pacific Industries Berhad	(1)	861,764	–	–	**861,764**
Southern Steel Berhad	(1)	8,293,288	–	–	**8,293,288**
		1,836,673 @	–	1,550,959 @	**285,714 @**
Southern Pipe Industry (Malaysia) Sdn Bhd	(1)	1,120,280	–	–	**1,120,280**

Legend:
(1) Concept of par value was abolished with effect from 31 January 2017 pursuant to the Companies Act 2016.
(2) Shares vested.
(3) Concept of par value was abolished with effect from 30 January 2006 pursuant to the Singapore Companies (Amendment) Act, 2005.
(4) Interest pursuant to Section 59(11)(c) of the Companies Act 2016 in shares held by family member.

DIRECTORS' REPORT
for the financial year ended 30 June 2017
(cont'd)

DIRECTOR FEES AND OTHER BENEFITS

No Director of the Company has since the end of the previous financial year received or become entitled to receive any benefit (other than fees and benefits included in the aggregate amount of remuneration received or due and receivable by the Directors as shown in the financial statements or the fixed salary of full-time employees of the Company or of related corporations) 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, except for (a) Mr Chuah Chuan Thye, who may be deemed to derive a benefit in respect of those trading transactions, contracts and agreements between related corporations and corporations in which Mr Chuah Chuan Thye is deemed to have interests; and (b) YBhg Dato' Ahmad Johari bin Tun Abdul Razak who may be deemed to derive a benefit by virtue of the provision of legal services by a firm in which YBhg Dato' Ahmad Johari bin Tun Abdul Razak has interests, to the Company and/or related corporations.

The fees of the Directors of the Company are disclosed in Note 29 to the financial statements whlist the fees and other benefits of the Directors of the Company's subsidiaries are set out in the respective subsidiaries' financial statements and the said information is deemed incorporated herein by such reference and made a part hereof.

There were no arrangements during and at the end of the financial year which has 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.

ISSUE OF SHARES AND DEBENTURES

There were no changes in the issued share capital of the Company and the Company has not issued any debentures during the financial year.

OPTIONS GRANTED OVER UNISSUED SHARES

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

INDEMNITY AND INSURANCE COSTS

During the financial year, Directors and Officers of Hong Leong Manufacturing Group Sdn Bhd, together with its subsidiaries and an associated company (the "Group" which includes Hong Leong Industries Berhad and its subsidiaries and where applicable, associated companies) are covered under the Directors and Officers Liability Insurance in respect of liabilities arising from acts committed in their respective capacity as, inter alia, Directors and Officers of the Group subject to the terms of the policy. The total amount of Directors and Officers Liability Insurance effected for the Directors and Officers of the Group was RM10 million. The total amount of premium paid for the Directors and Officers Liability Insurance by the Group was RM43,663 and the apportioned amount of the said premium paid by the Company was RM10,775.

DIRECTORS' REPORT

for the financial year ended 30 June 2017
(cont'd)

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; and

(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, other than the impairment in investments in an associated company as disclosed in Note 7 to the financial statements, the financial performance of the Group and of the Company for the financial year ended 30 June 2017 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 are disclosed in Note 32 to the financial statements.

AUDITORS

The auditors, KPMG PLT (converted from a conventional partnership, KPMG, on 27 December 2016), have indicated their willingness to accept re-appointment.

The auditors' remuneration is disclosed in Note 22 to the financial statements.

On behalf of the Board,

Datuk Kwek Leng San

Dato' Ahmad Johari bin Tun Abdul Razak

17 August 2017

STATEMENTS OF FINANCIAL POSITION

as at 30 June 2017

	Note	Group 2017 RM'000	Group 2016 RM'000	Company 2017 RM'000	Company 2016 RM'000
Assets					
Property, plant and equipment	4	**351,930**	375,029	**58**	133
Investment property	5	**4,000**	4,000	**–**	–
Investments in subsidiary companies	6	**–**	–	**293,746**	288,746
Investments in associated companies	7	**212,788**	385,310	**26,898**	176,749
Intangible assets	8	**25,921**	15,585	**–**	–
Other investments	9	**63,126**	61,278	**58,291**	54,475
Deferred tax assets	10	**11,250**	3,083	**–**	–
Tax credit receivable	11	**5,646**	5,646	**–**	–
Total non-current assets		**674,661**	849,931	**378,993**	520,103
Inventories	12	**226,984**	205,600	**–**	–
Trade and other receivables, including derivatives	13	**384,037**	411,657	**107**	82
Current tax assets		**14,237**	14,032	**10,415**	10,415
Cash and cash equivalents	14	**537,483**	399,503	**274,646**	178,480
Total current assets		**1,162,741**	1,030,792	**285,168**	188,977
Total assets		**1,837,402**	1,880,723	**664,161**	709,080
Equity					
Share capital	15	**321,217**	163,953	**321,217**	163,953
Reserves	16	**1,013,569**	1,202,151	**405,086**	606,124
Treasury shares - at cost	17	**(63,318)**	(63,318)	**(63,318)**	(63,318)
Total equity attributable to owners of the Company		**1,271,468**	1,302,786	**662,985**	706,759
Non-controlling interests		**111,995**	97,163	**–**	–
Total equity		**1,383,463**	1,399,949	**662,985**	706,759
Liabilities					
Deferred tax liabilities	10	**10,415**	12,736	**–**	–
Deferred income	18	**4,395**	4,996	**–**	–
Employee benefits	20(a)	**25,492**	24,042	**342**	341
Total non-current liabilities		**40,302**	41,774	**342**	341
Loans and borrowings	19	**113,129**	127,965	**–**	–
Trade and other payables, including derivatives	21	**284,648**	295,273	**834**	1,980
Tax payable		**15,860**	15,762	**–**	–
Total current liabilities		**413,637**	439,000	**834**	1,980
Total liabilities		**453,939**	480,774	**1,176**	2,321
Total equity and liabilities		**1,837,402**	1,880,723	**664,161**	709,080

The notes on pages 62 to 129 are an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June 2017

	Note	Group 2017 RM'000	Group 2016 RM'000	Company 2017 RM'000	Company 2016 RM'000
Revenue					
Sales of goods and services		**2,272,208**	2,184,555	**–**	–
Dividend income		**9,907**	6,074	**247,916**	255,504
		2,282,115	2,190,629	**247,916**	255,504
Cost of sales		**(1,854,793)**	(1,781,586)	**–**	–
Gross profit		**427,322**	409,043	**247,916**	255,504
Distribution expenses		**(126,150)**	(118,749)	**–**	–
Administration expenses		**(68,487)**	(67,526)	**(6,066)**	(7,869)
Impairment loss-associated company	7	**(171,470)**	–	**(149,851)**	–
Other operating expenses		**(13,751)**	(9,779)	**(806)**	(22,398)
Total other operating expenses		**(185,221)**	(9,779)	**(150,657)**	(22,398)
Other operating income		**14,314**	30,956	**15,152**	6,023
Results from operations		**61,778**	243,945	**106,345**	231,260
Interest income		**2,628**	2,978	**394**	219
Finance costs		**(5,739)**	(6,314)	**–**	(155)
Share of profit in associated companies, net of tax		**133,642**	102,535	**–**	–
Profit before taxation	22	**192,309**	343,144	**106,739**	231,324
Taxation	23	**(41,350)**	(52,564)	**(196)**	(103)
Profit for the year		**150,959**	290,580	**106,543**	231,221
Profit attributable to:					
Owners of the Company		**103,087**	247,223	**106,543**	231,221
Non-controlling interests		**47,872**	43,357	**–**	–
		150,959	290,580	**106,543**	231,221
Basic earnings per ordinary share (sen)	24	**33.37**	80.16		

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June 2017
(cont'd)

	Note	Group 2017 RM'000	Group 2016 RM'000	Company 2017 RM'000	Company 2016 RM'000
Profit for the year		**150,959**	290,580	**106,543**	231,221
Other comprehensive (expenses)/income, net of tax					
Items that are or may be reclassified subsequently to profit or loss					
Loss on fair value of available-for-sale financial assets		**(10,879)**	(9,204)	**(9,138)**	(7,690)
Available-for-sale financial assets – reclassified to profit or loss		**(178)**	(229)	**–**	–
Foreign currency translation differences from foreign operations		**413**	1,543	**–**	–
Share of other comprehensive income of equity-accounted associated, net of tax		**10,221**	3,466	**–**	–
Cash flow hedge		**(104)**	146	**–**	–
Total other comprehensive expenses for the year	25	**(527)**	(4,278)	**(9,138)**	(7,690)
Total comprehensive income for the year		**150,432**	286,302	**97,405**	223,531
Total comprehensive income attributable to:					
Owners of the Company		**102,553**	242,945	**97,405**	223,531
Non-controlling interests		**47,879**	43,357	**–**	–
		150,432	286,302	**97,405**	223,531

The notes on pages 62 to 129 are an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY
for the year ended 30 June 2017

	Attributable to owners of the Company: Non-distributable									Distributable			
	Share capital RM'000	Share premium RM'000	Treasury shares RM'000	Exchange equalisation reserve RM'000	Other reserves RM'000	Hedging reserves RM'000	Reserve for own shares RM'000	Executive share scheme reserve RM'000	Fair value reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
Group													
At 1 July 2015	163,953	152,953	(63,318)	30,064	21,914	–	(33,140)	1,327	41,736	872,332	1,187,821	106,656	1,294,477
Profit for the year	–	–	–	–	–	–	–	–	–	247,223	247,223	43,357	290,580
Other comprehensive income													
Loss on fair value of available-for-sale financial assets	–	–	–	–	–	–	–	–	(9,433)	–	(9,433)	–	(9,433)
Foreign currency translation differences	–	–	–	5,009	–	–	–	–	–	–	5,009	–	5,009
Cash flow hedge	–	–	–	–	–	146	–	–	–	–	146	–	146
Total comprehensive income / (expense) for the year	–	–	–	5,009	–	146	–	–	(9,433)	247,223	242,945	43,357	286,302
Contributions by and distribution to owners of the Company													
Share-based payments/ transactions	–	–	–	–	–	–	–	1,554	–	–	1,554	19	1,573
ESS shares vested	–	–	–	–	–	–	202	(344)	–	142	–	–	–
Cash distribution from a subsidiary company	–	–	–	–	–	–	–	–	–	–	–	(180)	(180)
Dividends (Note 26)	–	–	–	–	–	–	–	–	–	(129,534)	(129,534)	(52,689)	(182,223)
Total transactions with owners of the Company	–	–	–	–	–	–	202	1,210	–	(129,392)	(127,980)	(52,850)	(180,830)
At 30 June 2016	163,953	152,953	(63,318)	35,073	21,914	146	(32,938)	2,537	32,303	990,163	1,302,786	97,163	1,399,949

STATEMENTS OF CHANGES IN EQUITY
for the year ended 30 June 2017
(cont'd)

	Attributable to owners of the Company												
	Non-distributable								Distributable				
	Share capital RM'000	Share premium RM'000	Treasury shares RM'000	Exchange equalisation reserve RM'000	Other reserves RM'000	Hedging reserves RM'000	Reserve for own shares RM'000	Executive share scheme reserve RM'000	Fair value reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
Group													
At 1 July 2016	163,953	152,953	(63,318)	35,073	21,914	146	(32,938)	2,537	32,303	990,163	1,302,786	97,163	1,399,949
Profit for the year	–	–	–	–	–	–	–	–	–	103,087	103,087	47,872	150,959
Other comprehensive income													
Loss on fair value of available-for-sale financial assets	–	–	–	–	–	–	–	–	(11,057)	–	(11,057)	–	(11,057)
Foreign currency translation differences	–	–	–	10,634	–	–	–	–	–	–	10,634	–	10,634
Cash flow hedge	–	–	–	–	–	(111)	–	–	–	–	(111)	7	(104)
Total comprehensive income/ (expense) for the year	–	–	–	10,634	–	(111)	–	–	(11,057)	103,087	102,553	47,879	150,432
Transfer ^	–	–	–	(10,011)	–	–	–	–	–	10,011	–	–	–
Contributions by and distribution to owners of the Company													
Share-based payments/transactions	–	–	–	–	–	–	–	1,077	–	–	1,077	567	1,644
ESS shares exercised	–	–	–	–	–	–	3,335	(1,138)	–	2,221	4,418	–	4,418
Disposal of trust shares	–	–	–	–	–	–	85	–	–	–	85	–	85
Dividends (Note 26)	–	–	–	–	–	–	–	–	–	(139,195)	(139,195)	(33,614)	(172,809)
Others	–	4,311	–	–	(4,311)	–	–	–	–	(256)	(256)	–	(256)
Total transactions with owners of the Company	–	4,311	–	–	(4,311)	–	3,420	(61)	–	(137,230)	(133,871)	(33,047)	(166,918)
Transfer in accordance with Section 618(2) of the Companies Act 2016 *	157,264	(157,264)	–	–	–	–	–	–	–	–	–	–	–
At 30 June 2017	**321,217**	**-**	**(63,318)**	**35,696**	**17,603**	**35**	**(29,518)**	**2,476**	**21,246**	**966,031**	**1,271,468**	**111,995**	**1,383,463**

^ During the year, there was a revision in a subsidiary's functional currency from U.S. Dollar ("USD") to Ringgit Malaysia ("RM"), hence, the exchange equalisation reserve of RM10,011,000 has been charged to retained earnings.

* Pursuant to Section 618(2) of the Companies Act 2016 ("CA 2016"), any outstanding share premium and capital redemption reserve accounts shall become part of share capital.

The notes on pages 62 to 129 are an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY
for the year ended 30 June 2017
(cont'd)

	Attributable to owners of the Company							
	Non-distributable						Distributable	
	Share capital RM'000	Share premium RM'000	Treasury shares RM'000	Other reserves RM'000	Reserve for own shares RM'000	Fair value reserve RM'000	Retained earnings RM'000	Total equity RM'000
Company								
At 1 July 2015	163,953	157,264	(63,318)	3,943	(15,320)	34,677	334,050	615,249
Profit for the year	–	–	–	–	–	–	231,221	231,221
Other comprehensive expenses								
Loss on fair value of available-for-sale financial assets	–	–	–	–	–	(7,690)	–	(7,690)
Total comprehensive income/ (expense) for the year	–	–	–	–	–	(7,690)	231,221	223,531
Distributions to owners of the Company								
Dividends (Note 26)	–	–	–	–	–	–	(132,021)	(132,021)
Total transactions with owners of the Company	–	–	–	–	–	–	(132,021)	(132,021)
At 30 June 2016 /1 July 2016	163,953	157,264	(63,318)	3,943	(15,320)	26,987	433,250	706,759
Profit for the year	–	–	–	–	–	–	106,543	106,543
Other comprehensive expenses								
Loss on fair value of available-for-sale financial assets	–	–	–	–	–	(9,138)	–	(9,138)
Total comprehensive income/ (expense) for the year	–	–	–	–	–	(9,138)	106,543	97,405
Distributions to owners of the Company								
Dividends (Note 26)	–	–	–	–	–	–	(141,459)	(141,459)
Disposal of Trust shares	–	–	–	–	86	–	194	280
Total transactions with owners of the Company	–	–	–	–	86	–	(141,265)	(141,179)
Transfer in accordance with Section 618(2) of the Companies Act 2016 *	157,264	(157,264)	–	–	–	–	–	–
At 30 June 2017	**321,217**	**–**	**(63,318)**	**3,943**	**(15,234)**	**17,849**	**398,528**	**662,985**

* Pursuant to Section 618(2) of the Companies Act 2016 ("CA 2016"), any outstanding share premium and capital redemption reserve accounts shall become part of share capital.

The notes on pages 62 to 129 are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

for the year ended 30 June 2017

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Cash flows from operating activities				
Profit before taxation	**192,309**	343,144	**106,739**	231,324
Adjustments for:				
Amortisation of deferred income	**(601)**	(602)	**–**	–
Amortisation of intangible assets	**13,707**	4,438	**–**	–
Depreciation of property, plant and equipment	**56,391**	55,516	**57**	191
Dividend income	**(14,386)**	(10,834)	**(247,916)**	(255,504)
Interest income	**(2,628)**	(2,978)	**(394)**	(219)
Finance costs	**5,739**	6,314	**–**	155
Fair value gain on derivative instruments	**–**	(948)	**–**	(208)
Fair value loss/(gain) on financial instrument designated as hedge instrument	**192**	(107)	**–**	–
(Gain)/Loss on disposal of property, plant and equipment	**(722)**	(5,063)	**(97)**	36
Gain on liquidation of subsidiary companies	**–**	–	**(113)**	(1,355)
Gain on fair value of financial assets at fair value through profit or loss	**(14,372)**	(1,376)	**(14,372)**	(1,376)
Impairment loss on property, plant and equipment	**918**	37	**–**	–
Impairment loss on an investment in an associated company	**164,121**	–	**149,851**	–
Impairment loss on amounts due from an associated company	**7,349**	–	**–**	–
Impairment loss on investment in a subsidiary company	**–**	–	**–**	21,526
Property, plant and equipment written off	**175**	410	**–**	–
Provision of retirement benefits	**1,877**	1,488	**1**	1
Share-based payments	**1,864**	3,268	**170**	1,644
Share of profit in associated companies	**(133,642)**	(102,535)	**–**	–
Unrealised gain/(loss) on foreign exchange	**1,983**	(782)	**–**	–
Operating profit/(loss) before working capital changes	**280,274**	289,390	**(6,074)**	(3,785)
Inventories	**(21,384)**	3,531	**–**	–
Trade and other receivables	**18,090**	(23,506)	**(25)**	172
Trade and other payables	**(9,947)**	10,504	**102**	(328)
Cash generated from/(used in) operations	**267,033**	279,919	**(5,997)**	(3,941)
Dividends received from				
- Subsidiary companies	**–**	–	**87,852**	147,371
- Associated companies	**152,252**	103,781	**152,252**	103,781
- Other investments	**14,386**	10,834	**7,812**	4,352
Interest income received	**2,628**	2,978	**394**	219
Finance costs paid	**(5,739)**	(6,314)	**–**	(155)
Retirement benefits paid	**(427)**	(113)	**–**	–
Tax paid	**(51,912)**	(59,475)	**(196)**	(103)
Net cash generated from operating activities	**378,221**	331,610	**242,117**	251,524

STATEMENTS OF CASH FLOWS

for the year ended 30 June 2017
(cont'd)

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Cash flows from investing activities				
Addition of development expenditure	**(23,360)**	(3,423)	**–**	–
Addition of computer software	**(683)**	(387)	**–**	–
Addition of investment in a subsidiary company	**–**	–	**(5,000)**	(500)
Cash distribution from subsidiary companies	**–**	–	**113**	1,355
Purchase of property, plant and equipment	**(34,394)**	(51,638)	**(1)**	–
Proceeds from disposal of property, plant and equipment	**726**	6,795	**116**	236
Net cash (used in)/generated from investing activities	**(57,711)**	(48,653)	**(4,772)**	1,091
Cash flows from financing activities				
Dividends paid to				
- Owners of the Company	**(139,195)**	(129,534)	**(141,459)**	(132,021)
- Non-controlling shareholders of subsidiary companies	**(33,614)**	(52,689)	**–**	–
Cash distribution to non-controlling shareholder of a subsidiary company	**–**	(180)	**–**	–
Disposal of Trust shares	**4,698**	–	**280**	–
Drawdown of borrowings	**67,514**	187,180	**–**	–
Repayment of borrowings	**(82,350)**	(196,824)	**–**	–
Net cash used in financing activities	**(182,947)**	(192,047)	**(141,179)**	(132,021)
Net change in cash and cash equivalents	**137,563**	90,910	**96,166**	120,594
Effect of exchange rate fluctuations on cash held	**417**	1,550	**–**	–
Cash and cash equivalents at 1 July 2016/2015	**399,503**	307,043	**178,480**	57,886
Cash and cash equivalents at 30 June	**537,483**	399,503	**274,646**	178,480

Cash and cash equivalents

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

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Deposits with licensed banks	**481,819**	337,128	**274,280**	178,200
Cash and bank balances	**55,664**	62,375	**366**	280
	537,483	399,503	**274,646**	178,480

The notes on pages 62 to 129 are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

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

Level 9, Wisma Hong Leong
18, Jalan Perak
50450 Kuala Lumpur.

The immediate and ultimate holding companies of the Company are Hong Leong Manufacturing Group Sdn Bhd and Hong Leong Company (Malaysia) Berhad respectively, both incorporated in Malaysia.

The consolidated financial statements of the Company as at and for the financial year ended 30 June 2017 comprise the Company, its subsidiaries, special purpose entities (together referred to as "the Group") and the Group's interest in associates. The financial statements of the Company as at and for the financial year ended 30 June 2017 do not include other entities.

The Company is an investment holding company whilst the principal activities of the subsidiary companies and associated companies are as stated in Note 3 to the financial statements.

The financial statements were approved and authorised for issue by the Board of Directors on 17 August 2017.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared on the historical cost basis, other than as those disclosed in Note 2.2 to the financial statements.

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

The preparation of the 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.

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 as disclosed in Note 7.

These financial statements are presented in Ringgit Malaysia ("RM"), which is functional currency of the Company and all values are rounded to the nearest thousand (RM'000), unless otherwise stated.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies

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

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Group. 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 investments includes transaction costs.

(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.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(a) Basis of consolidation *cont'd*

(iii) Acquisitions of non-controlling interests

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) Special purpose entities

Special purpose entities ("SPE") are entities defined in MFRS 10 *Consolidated Financial Statements*, which may constitute a corporation, trust, partnership or unincorporated entity created to accomplish a narrow and well defined objective with legal arrangements that impose strict and sometimes permanent limits on the decision-making powers of their governing board, trustee or management over the operations of the SPE. Accordingly, the ESS Trusts set up as mentioned in Note 2.2(l)(iii) is consolidated in the consolidated financial statements of the Group.

(v) 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 an available-for-sale financial asset depending on the level of influence retained.

(vi) Associates

Associates are entities, including unincorporated entities, in which the Group has significant influence, but not control, over the financial and operating policies.

Investments in associates are accounted for in the consolidated financial statements using the equity method less any impairment losses, unless it is classified as held for sale or distribution (or included in a disposal group that is classified as held for sale or distribution). The cost of the investment includes transaction costs. The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of the equity-accounted associates, after adjustments if any, to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest including any long-term investments is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(a) Basis of consolidation *cont'd*

(vi) Associates *cont'd*

When the Group ceases to have significant influence over an associate, any retained interest in the former associate at the date when significant influence is lost is measured at fair value and this amount is regarded as the initial carrying amount of a financial asset. The difference between the fair value of any retained interest plus proceeds from the interest disposed of and the carrying amount of the investment at the date when equity method is discontinued is recognised in the profit or loss.

When the Group's interest in an associate decreases but does not result in a loss of significant influence, any retained interest is not re-measured. Any gain or loss arising from the decrease in interest is recognised in profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to profit or loss if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

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

(vii) 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.

(viii) 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 investees. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(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 dates 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 the 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.

Foreign currency differences arising on retranslation are recognised in profit or loss, except for differences arising on the retranslation of available-for-sale equity instruments or a financial instrument designated as a hedge of currency risk, 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 in equity.

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

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 goodwill and fair value adjustments arising from business combinations before 1 July 2011 which reported using the exchange rates at the date of acquisition. The income and expenses of foreign operations are translated to RM at average exchange rates for the year.

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve ("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, significant influence or joint control 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 that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(c) Financial instruments

(i) Initial recognition and 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 instrument is recognised initially, at its fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

(ii) Financial instrument categories and subsequent measurement

The Group and Company categorise financial instruments as follows:

Financial assets

(a) Financial assets at fair value through profit or loss

Fair value through profit or loss category comprises financial assets that are held for trading, including derivatives (except for a derivative that is a designated and effective hedging instrument) or financial assets that are specifically designated into this category upon initial recognition.

Derivatives that are linked to and must be settled by delivery of unquoted equity instruments whose fair values cannot be reliably measured are measured at cost.

Other financial assets categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

(b) Loans and receivables

Loans and receivables category comprises debt instruments that are not quoted in an active market, trade and other receivables and cash and cash equivalents.

Financial assets categorised as loans and receivables are subsequently measured at amortised cost using the effective interest method.

(c) Available-for-sale financial assets

Available-for-sale are category comprises investment in equity and debt securities instruments that are not held for trading.

Investments in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(c) Financial instruments *cont'd*

(ii) Financial instrument categories and subsequent measurement *cont'd*

(c) Available-for-sale financial assets *cont'd*

Other financial assets categorised as available-for-sale are subsequently measured at their fair values with the gain or loss recognised in other comprehensive income, except for impairment losses, foreign exchange gains and losses arising from monetary items and gains and losses of hedged items attributable to hedge risks of fair value hedges which are recognised in profit or loss. On derecognition, the cumulative gain or loss recognised in other comprehensive income is reclassified from equity into profit or loss. Interest calculated for a debt instrument using the effective interest method is recognised in profit or loss.

All financial assets, except for those measured at fair value through profit or loss, are subject to review for impairment (see note 2.2(j)(i)).

Financial liabilities

All financial liabilities are subsequently measured at amortised cost other than those categorised as fair value through profit or loss.

Fair value through profit or loss category comprises financial liabilities that are derivatives or financial liabilities that are specifically designated into this category upon initial recognition.

Derivatives that are linked to and must be settled by delivery of unquoted equity instruments that do not have a quoted price in an active market for identical instruments whose fair values otherwise cannot be reliably measured are measured at cost.

Other financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

(iii) Regular way purchase or sale of financial assets

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

A regular way purchase or sale of financial asset is recognised and derecognised, as applicable, using trade date accounting. 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.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(c) Financial instruments *cont'd*

(iv) Hedge accounting

Fair value hedge

A fair value hedge is a hedge of the exposure to changes in fair value of a recognised asset or liability or an unrecognised firm commitment, or an identified portion of such an asset, liability or firm commitment, that is attributable to a particular risk and could affect the profit or loss.

In a fair value hedge, the gain or loss from remeasuring the hedging instrument at fair value or the foreign currency component of its carrying amount translated at the exchange rate prevailing at the end of the reporting period is recognised in profit or loss. The gain or loss on the hedged item, except for hedge item categorised as available-for-sale, attributable to the hedged risk is adjusted to the carrying amount of the hedged item and recognised in profit or loss. For a hedge item categorised as available-for-sale, the fair value gain or loss attributable to the hedge risk is recognised in profit or loss.

Fair value hedge accounting is discontinued prospectively when the hedging instrument expires or is sold, terminated or exercised, the hedge is no longer highly effective or the hedge designation is revoked.

Cash flow hedge

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction and could affect the profit or loss. In a cash flow hedge, the portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognised in other comprehensive income and the ineffective portion is recognised in profit or loss.

Subsequently, the cumulative gain or loss recognised in other comprehensive income is reclassified from equity into profit or loss in the same period or periods during which the hedged forecast cash flows affect profit or loss. If the hedge item is a non-financial asset or liability, the associated gain or loss recognised in other comprehensive income is removed from equity and included in the initial amount of the asset or liability. However, loss recognised in other comprehensive income that will not be recovered in one or more future periods is reclassified from equity into profit or loss.

Cash flow hedge accounting is discontinued prospectively when the hedging instrument expires or is sold, terminated or exercised, the hedge is no longer highly effective, the forecast transaction is no longer expected to occur or the hedge designation is revoked. If the hedge is for a forecast transaction, the cumulative gain or loss on the hedging instrument remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, any related cumulative gain or loss recognised in other comprehensive income on the hedging instrument is reclassified from equity into profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(c) Financial instruments *cont'd*

(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 the control of the asset is not retained or substantially all of the risks and rewards of the financial assets are transferred to another party. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged, cancelled or expired. On derecognition of a financial liability, the difference between the carrying amount 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

Property, plant and equipment are measured at cost less any accumulated depreciation and impairment losses.

Cost includes expenditures 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.

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

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date. The fair value of property is the estimated amount for which a property could be exchanged between knowledgeable willing parties in an arm's length transaction after making proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value of other items of plant and equipment is based on the quoted market prices for similar items.

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 operating income" or "other operating expenses" respectively in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(d) Property, plant and equipment *cont'd*

(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 part of an item of property, plant and equipment from the date they are available for use. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

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

Leasehold land	Over period of lease
Buildings (Freehold and Leasehold)	10 - 50 years
Plant & equipment & motor vehicles	2 - 20 years

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

(e) Leased assets

(i) Finance lease

Leases in terms of which the Group or the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Leasehold land which in substance is a finance lease is classified as property, plant and equipment, or as investment property if held to earn rental income or for capital appreciation or for both.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(e) Leased assets *cont'd*

(ii) Operating leases

Leases, where the Group or the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases and, except for property interest held under operating lease, the leased assets are not recognised in the statement of financial position.

Property interest held under an operating lease, which is held to earn rental income or for capital appreciation or both, is classified as investment property.

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense, over the term of the lease. Contingent rentals are charged to profit or loss in the reporting period in which they are incurred.

(f) Intangible assets

(i) Goodwill

Goodwill arising on business combinations is measured at cost less any accumulated impairment losses. In respect of equity-accounted associates, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity-accounted associates.

(ii) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in profit or loss as incurred.

Expenditure on development activities, whereby the application of research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the asset.

The expenditure capitalised includes the cost of materials, direct labour and overheads costs that are directly attributable to preparing the asset for its intended use. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. Other development expenditure is recognised in profit or loss as incurred.

Capitalised development expenditure is measured at cost less any accumulated amortisation and any accumulated impairment losses.

(iii) Computer software

Acquired computer software licenses are capitalised on the basis of the costs incurred to acquire and bring to use the specific software.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(f) Intangible assets *cont'd*

(iv) Amortisation

Goodwill and intangible assets with indefinite useful lives are not amortised but are tested for impairment annually and whenever there is an indication that they may be impaired.

Other intangible assets are amortised from the date that they are available for use. Amortisation is based on the cost of an asset less its residual value. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets.

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

Development costs	3 years
Computer software	5 years

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

(g) Investment property

(i) Investment property carried at fair value

Investment properties are properties which are owned or held under a leasehold interest 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 are measured initially at cost and subsequently at fair value with any changes therein recognised in profit or loss for the period in which they arise. Where the fair value of the investment property under construction is not reliably determinable, the investment property under construction is measured at cost until either its fair value becomes reliably determinable or construction is complete, whichever is earlier.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

An investment property is derecognised on its disposal of, 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 items are derecognised.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(g) Investment property *cont'd*

(ii) Reclassification to/from investment property

When an item of property, plant and equipment is transferred to investment property following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to transfer and its fair value is recognised directly in equity as a revaluation of property, plant and equipment. However, if a fair value gain reverses a previous impairment loss, the gain is recognised in profit or loss. Upon disposal of an investment property, any surplus previously recorded in equity is transferred to retained earnings; the transfer is not made through profit or loss.

When the use of a property changes such that it is reclassified as property, plant and equipment or inventories, its fair value at the date of reclassification becomes its cost for subsequent accounting.

(iii) Determination of fair value

The Directors estimate the fair values of the Company's investment property based on their judgement and, where available, made with reference to current price in an active market for similar properties from independent valuers.

The fair values are based on market values, being the estimated amount for which a property could be exchanged on the date of the valuation between knowledgeable willing parties in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

(h) Inventories

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

The cost of inventories is calculated using the weighted average method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of work-in-progress and finished goods, cost includes an appropriate share of production overheads based on normal operating capacity.

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 fair 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 bank overdrafts and pledged deposits.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(j) Impairment

(i) Financial assets

All financial assets (except for financial assets categorised as fair value through profit or loss, investments in subsidiaries and associates) are assessed at each reporting date whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. Losses expected as a result of future events, no matter how likely, are not recognised. For an investment in an equity instrument, a significant or prolonged decline in the fair value below its cost is an objective evidence of impairment. If any such objective evidence exists, then the impairment loss of the financial asset is estimated.

An impairment loss in respect of loans and receivables is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account.

An impairment loss in respect of available-for-sale financial assets is recognised in profit or loss and is measured as the difference between the asset's acquisition cost (net of any principal repayment and amortisation) and the asset's current fair value, less any impairment loss previously recognised. Where a decline in the fair value of an available-for-sale financial asset has been recognised in the other comprehensive income, the cumulative loss in other comprehensive income is reclassified from equity to profit or loss.

An impairment loss in respect of unquoted equity instrument that is carried at cost is recognised in profit or loss and is measured as the difference between the financial asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

Impairment losses recognised in profit or loss for an investment in an equity instrument classified as available-for-sale is not reversed through profit or loss.

If, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after impairment loss was recognised in profit or loss, the impairment loss is reversed, to the extent that the asset's carrying amount does not exceed what the carrying amount would have been had the impairment not been recognised at the date the impairment is reversed. The amount of the reversal is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(j) Impairment *cont'd*

(ii) Other assets

The carrying amounts of other assets (except for inventories, deferred tax assets, investment property measured at fair value and non-current assets (or disposal groups) classified as held for sale) 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 goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each period at the same time.

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. Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to a cash-generating unit or a group of cash-generating units that are expected to benefit from the synergies of the combination.

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.

Impairment losses are recognised in profit or loss. 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 (or a group of cash-generating units) and then to reduce the carrying amount of the other assets in the cash-generating unit (or a group of cash-generating units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, 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.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(k) Equity instruments

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

(i) Issue expenses

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

(ii) Ordinary shares

Ordinary shares are classified as equity.

(iii) Repurchase, disposal and reissue of share capital (treasury shares)

When share capital recognised as equity is repurchased, the amount of the consideration paid, including directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares that are not subsequently cancelled are classified as treasury shares in the statement of changes in equity.

When treasury shares are distributed as share dividends, the cost of the treasury shares is applied in the reduction of the share capital account or distributable reserves, or both.

When treasury shares are sold or reissued subsequently, the difference between the sales consideration net of directly attributable costs and the carrying amount of the treasury shares is recognised in equity.

(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 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.

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

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(l) Employee benefits *cont'd*

(ii) Defined benefit plan

The Group operates an unfunded defined benefit scheme for the eligible employees. The present value of the defined benefit obligation as required by MFRS 119, Employee Benefits has not been used in deriving at the provision, as the amount involved is not material to the Group and the Company. Accordingly, no further disclosure as required by the standard is made.

(iii) Share-based payments

The Group operates equity-settled, share-based compensation plans for the employees of the Group under the Hong Leong Industries Berhad ("HLI")'s Executive Share Scheme ("ESS").

In connection with the ESS, trusts have been set up and are administered by an appointed trustee ("ESS Trusts"). The trustee will be entitled from time to time, to accept advances from the Group, upon such terms and conditions as the Group and the trustee may agree to purchase the ordinary shares of the Company from the open market for the ESS Trusts ("Trust Shares").

The fair value of the share options or grant offers granted to employees is recognised as an employment cost with a corresponding increase in the executive share scheme reserve over the vesting period. When the share options are exercised or grant offers are completed, the amount from the executive share scheme reserve is transferred to retained earnings as applicable. When the share options not exercised or grant offers not completed are expired, the amount from the executive share scheme reserve is transferred to retained earnings.

The fair value of the share options or grant offers is measured using 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.

The ESS Trust Shares consolidated into the Group's consolidated financial statements as a deduction from equity and classified as reserves for own shares. Dividends received by the ESS Trusts are eliminated against the Company's dividend payment.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(m) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Warranties

A provision for warranties is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighting of all possible outcomes against their associated probabilities.

(n) Revenue and other income

(i) Goods sold

Revenue from the sale of goods in the course of ordinary activities is measured at fair value of the consideration received or receivable, net of returns and allowances and trade discounts. Revenue is recognised when persuasive evidence exists, usually in the form of an executed sales agreement, that the significant risks and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

(ii) Services

Revenue from services rendered is recognised in the profit or loss when services are performed.

(iii) Rental income

Rental income is recognised in profit or loss on accrual basis.

(iv) 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.

(v) 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.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(o) Borrowings 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 costs eligible for capitalisation.

(p) Taxation

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

Current taxation is the expected tax payable on the taxable income 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 taxation 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 taxation 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 taxation 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 assets and liabilities 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 difference 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.

A tax incentive that is not a tax base of an asset is recognised as a reduction of tax expense in profit or loss as and when it is granted and claimed. Any unutilised portion of the tax incentive is recognised as a deferred tax asset to the extent that it is probable that future taxable profits will be available against which the unutilised tax incentive can be utilised.

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(p) Taxation *cont'd*

The Group and the Company regard the unutilised reinvestment allowance as investment tax credits ("ITCs") and these ITCs are recognised using accounting treatment similar to that of a government grant. Unutilised reinvestment allowance to the extent that it is probable that the future taxable profit will be available against the unutilised reinvestment allowance can be utilised are recognised as a tax credit receivable and correspondingly deferred income.

The tax credit receivable will be charged out to the profit or loss based on the utilisation of reinvestment allowance in each financial period. Deferred income, on the other hand, will be amortised over the estimated remaining useful lives of the assets concerned.

(q) Earnings per ordinary share ("EPS")

The Group presents basic and diluted earnings per share data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to owners 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 weighted average number of ordinary shares outstanding, adjusted to assume full conversion of all dilutive potential ordinary shares, which consists of share options granted to employee.

(r) 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 Group, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

(s) Contingencies

(i) Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is not recognised in the statements of financial position and is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(ii) Contingent assets

When an inflow of economic benefit of an asset is probable where it arises from past events and where existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, the asset is not recognised in the statements of financial position but is being disclosed as a contingent asset. When the inflow of economic benefit is virtually certain, then the related asset is recognised.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Summary of significant accounting policies *cont'd*

(t) 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 measurement of an asset and liability, the Group uses observable market data as far as possible. Fair value are categorised into different levels in a fair value hierarchy based on the input used in the valuation techniques as follows:

Level 1: quoted prices (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.

2.3 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, amendments and interpretations 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 2017

- Amendments to MFRS 12, *Disclosure of Interests in Other Entities (Annual Improvements to MFRS Standards 2014-2016 Cycle)*
- Amendments to MFRS 107, *Statement of Cash Flows – Disclosure Initiative*
- Amendments to MFRS 112, *Income Taxes – Recognition of Deferred Tax Assets for Unrealised Losses*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2018

- MFRS 9, *Financial Instruments (2014)*
- MFRS 15, *Revenue from Contracts with Customers*
- Clarifications to MFRS 15, *Revenue from Contracts with Customers*
- IC Interpretation 22, *Foreign Currency Transactions and Advance Consideration*
- Amendments to MFRS 1, *First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements to MFRS Standards 2014-2016 Cycle)*
- Amendments to MFRS 2, *Share-based Payment – Classification and Measurement of Share-based Payment Transactions*
- Amendments to MFRS 128, *Investments in Associates and Joint Ventures (Annual Improvements to MFRS Standards 2014-2016 Cycle)*
- Amendments to MFRS 140, *Investment Property – Transfers of Investment Property*

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.3 Statement of compliance *cont'd*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2019

- MFRS 16, *Leases*
- IC Interpretation 23, *Uncertainty over Income Tax Treatments*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2021

- MFRS 17, *Insurance Contracts*

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*

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

- from the annual period beginning on 1 July 2017 for those amendments, that are effective for annual periods beginning on or after 1 January 2017;

- from the annual period beginning on 1 July 2018 for those accounting standards, amendments and interpretations that are effective for annual periods beginning on or after 1 January 2018.

- from the annual period beginning on 1 July 2019 for accounting standard and interpretation that are effective for annual periods beginning on or after 1 January 2019.

- from the annual period beginning on 1 July 2021 for accounting standard that is effective for annual periods beginning on or after 1 January 2021.

  The Group and the Company is currently assessing the financial impact that may arise from the adoption of the aforesaid accounting standards, amendments and interpretations.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

3. COMPANIES IN THE GROUP

The principal activities of the companies in the Group, their country of incorporation and the effective interest of Hong Leong Industries Berhad are shown below:

Name of Company	Principal place of business/ Country of incorporation	Effective interest 2017 %	Effective interest 2016 %	Principal activities
Subsidiary Companies				
Guocera Holdings Sdn Bhd	Malaysia	**100**	100	Investment holding.
• Guocera Tile Industries (Meru) Sdn Bhd	Malaysia	**70**	70	Manufacture of ceramic tiles.
• Guocera Sdn Bhd	Malaysia	**100**	100	Manufacture and general trading in ceramic tiles and investment holding.
• Guocera Marketing Singapore Pte Ltd *	Singapore	**100**	100	General trading in ceramic tiles.
• Ceramic Research Company Sdn Bhd	Malaysia	**100**	100	Research and development of ceramic tiles and related products.
• Guocera Tile Industries Sdn Bhd	Malaysia	**100**	100	Rental of properties.
• Guocera Marketing (International) Sdn Bhd	Malaysia	**100**	100	Ceased operation.
• Century Touch Sdn Bhd *	Malaysia	**70**	70	In members' voluntary liquidation.
Hong Leong Yamaha Motor Sdn Bhd	Malaysia	**69.4**	69.4	Manufacture and distribution of motorcycles and other components, assembly of motorcycles and investment holding.
Hume Cemboard Industries Sdn Bhd	Malaysia	**100**	100	Manufacture and sale of fibre cement products.
Malex Industrial Products Sdn Bhd	Malaysia	**100**	100	Sale and distribution of fibre cement products and investment holding.
• Hume Cemboard Marketing Sdn Bhd	Malaysia	**100**	100	Ceased operation.
Hume Roofing Products Sdn Bhd	Malaysia	**100**	100	Manufacture and sale of concrete roofing tiles.
HLY Marine Sdn Bhd (formerly known as Hume Fibreboard Sdn Bhd) *	Malaysia	**100**	100	Distribution, trading and provision of services in marine related products and investment holding.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

3. COMPANIES IN THE GROUP *cont'd*

Name of Company	Principal place of business/ Country of incorporation	Effective interest 2017 %	Effective interest 2016 %	Principal activities
***Subsidiary Companies** cont'd*				
Hume Marketing Co Sdn Bhd	Malaysia	**100**	100	Distribution of building materials.
Hume Marketing (EM) Sdn Bhd	Malaysia	**100**	100	Ceased operation during the financial year.
Stableview Sdn Bhd *	Malaysia	**100**	100	Investment holding.
Maxider Sdn Bhd *	Malaysia	**100**	100	Investment holding.
Megah Court Condominium Development Sdn Bhd *	Malaysia	**100**	100	Property management.
HLI Trading Limited *	Hong Kong	**100**	100	Investment holding.
• Avenues Zone Inc *	Malaysia	**100**	100	Investment holding.
HLI Overseas Limited *	Jersey, Channel Islands	**100**	100	Dormant.
Varinet Sdn Bhd *	Malaysia	**60**	60	In members' voluntary liquidation.
Taman Terang Sdn Bhd *	Malaysia	**–**	100	Dissolved on 22 May 2017.
Hong Leong Maruken Sdn Bhd *	Malaysia	**–**	70	Dissolved on 3 July 2016.
Associated Companies				
HICOM-Yamaha Manufacturing Malaysia Sdn Bhd *	Malaysia	**30**	30	Manufacture and assembly of motorcycle engines and parts.
HL Yamaha Motor Research Centre Sdn Bhd	Malaysia	**34**	34	Provision of research and development services.
Yamaha Motor Vietnam Co., Ltd *	Vietnam	**24**	24	Procure and assemble motorcycles, motorcycle spare parts and components and provision of maintenance and repair service for motorcycles.
Malaysian Newsprint Industries Sdn Bhd	Malaysia	**33.7**	33.7	In creditors' voluntary liquidation subsequent to the financial year.

Notes:
- • Sub-subsidiary companies.
- * The financial statements of these subsidiary and associated companies are not audited by KPMG PLT.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

4. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land RM'000	Freehold buildings RM'000	Leasehold land RM'000	Leasehold buildings RM'000	Plant & equipment & motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
Cost							
At 1 July 2015	45,356	191,883	25,695	4,916	736,885	10,722	1,015,457
Additions	–	872	–	142	27,335	23,289	51,638
Reclassification	–	892	–	–	17,252	(18,144)	–
Disposals	–	–	(1,425)	–	(5,122)	–	(6,547)
Write off	–	–	–	–	(695)	–	(695)
Effect of movements in exchange rates	–	–	–	–	16	–	16
At 30 June 2016/ 1 July 2016	45,356	193,647	24,270	5,058	775,671	15,867	1,059,869
Additions	–	102	–	–	25,390	8,902	34,394
Reclassification	–	523	–	–	22,711	(23,234)	–
Disposals	–	–	–	–	(5,743)	–	(5,743)
Write off	–	–	–	–	(657)	(54)	(711)
At 30 June 2017	**45,356**	**194,272**	**24,270**	**5,058**	**817,372**	**1,481**	**1,087,809**

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

4. PROPERTY, PLANT AND EQUIPMENT *cont'd*

Group *cont'd*	Freehold land RM'000	Freehold buildings RM'000	Leasehold land RM'000	Leasehold buildings RM'000	Plant & equipment & motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
Accumulated depreciation and impairment losses							
At 1 July 2015							
Accumulated depreciation	–	60,891	2,429	1,538	569,520	–	634,378
Accumulated impairment losses	–	–	–	–	–	–	–
	–	60,891	2,429	1,538	569,520	–	634,378
Charge for the year	–	5,596	563	517	48,840	–	55,516
Impairment	–	–	–	–	37	–	37
Disposals	–	–	(459)	–	(4,356)	–	(4,815)
Write off	–	–	–	–	(285)	–	(285)
Effect of movements in exchange rates	–	–	–	–	9	–	9
At 30 June 2016/ 1 July 2016							
Accumulated depreciation	–	66,487	2,533	2,055	613,728	–	684,803
Accumulated impairment losses	–	–	–	–	37	–	37
	–	66,487	2,533	2,055	613,765	–	684,840
Charge for the year	–	5,731	565	353	49,742	–	56,391
Impairment	–	–	–	–	918	–	918
Disposals	–	–	–	–	(5,739)	–	(5,739)
Write off	–	–	–	–	(536)	–	(536)
Effect of movements in exchange rates	–	–	–	–	5	–	5
At 30 June 2017							
Accumulated depreciation	**–**	**72,218**	**3,098**	**2,408**	**657,200**	**–**	**734,924**
Accumulated impairment losses	**–**	**–**	**–**	**–**	**955**	**–**	**955**
	–	**72,218**	**3,098**	**2,408**	**658,155**	**–**	**735,879**

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

4. PROPERTY, PLANT AND EQUIPMENT *cont'd*

Group *cont'd*	**Freehold land RM'000**	**Freehold buildings RM'000**	**Leasehold land RM'000**	**Leasehold buildings RM'000**	**Plant & equipment & motor vehicles RM'000**	**Capital work-in-progress RM'000**	**Total RM'000**
Carrying amounts							
At 1 July 2015	45,356	130,992	23,266	3,378	167,365	10,722	381,079
At 30 June 2016/1 July 2016	45,356	127,160	21,737	3,003	161,906	15,867	375,029
At 30 June 2017	**45,356**	**122,054**	**21,172**	**2,650**	**159,217**	**1,481**	**351,930**

Company	**Office equipment and motor vehicles RM'000**
Cost	
At 1 July 2015	1,078
Disposal	(473)
At 30 June 2016/ 1 July 2016	605
Additions	1
Disposal	(458)
At 30 June 2017	**148**
Accumulated depreciation	
At 1 July 2015	482
Charge for the year	191
Disposal	(201)
At 30 June 2016/ 1 July 2016	472
Charge for the year	57
Disposal	(439)
At 30 June 2017	**90**
Carrying amounts	
At 1 July 2015	596
At 30 June 2016/1 July 2016	133
At 30 June 2017	**58**

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

5. INVESTMENT PROPERTY

	Group	
	2017 RM'000	2016 RM'000
At 1 July/30 June	**4,000**	4,000

Included in the above are:

	Group	
	2017 RM'000	2016 RM'000
At fair value:		
Leasehold land with unexpired lease period of more than 50 years	**4,000**	4,000

Fair value information

Fair value of investment property is categorised as Level 3.

Level 3 fair values of the leasehold land have been determined by Directors' valuation using sales comparison approach. Sales price of comparable properties are adjusted for differences in key attributes such as property size. The significant unobservable input into the Directors' valuation is price per square feet of comparable properties. The estimated fair value would increase/(decrease) if the price per square feet is higher/(lower).

6. INVESTMENTS IN SUBSIDIARY COMPANIES

	Company	
	2017 RM'000	2016 RM'000
At cost:		
Unquoted shares	**383,804**	441,710
Less: Impairment loss	**(90,058)**	(152,964)
	293,746	288,746

Impairment losses are recognised based on excess of carrying amount over its recoverable amounts, which is determined based on either on fair value of the net assets of the subsidiary companies or the recoverable amount of cash-generating unit based on value in use and their fair value less costs to sell whichever is higher.

The subsidiary companies and their principal activities are disclosed in Note 3 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

6. INVESTMENTS IN SUBSIDIARY COMPANIES *cont'd*

6.1 Non-controlling interest in subsidiaries

Summary financial information before intra-group elimination of the Group's subsidiaries that have non-controlling interest ("NCI"), not adjusted for the percentage ownership held by the NCI are as follows:

	As at 30 June 2017 RM'000	As at 30 June 2016 RM'000
Statements of financial position		
Total assets	**573,665**	520,326
Total liabilities	**(189,403)**	(185,843)
Net assets	**384,262**	334,483
Statements of profit or loss and other comprehensive income for the year		
Profit for the year	**156,770**	141,647
Total comprehensive income	**159,639**	149,248
Statements of cash flows for the financial year ended		
Net cash flow generated from/(used in) operating, investing and financing activities	**43,941**	(29,016)
Dividends paid to NCI	**33,614**	52,689

7. INVESTMENTS IN ASSOCIATED COMPANIES

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
At cost				
- Unquoted shares	**266,940**	266,940	**111,969**	111,969
- Unquoted redeemable preference shares	**64,780**	64,780	**64,780**	64,780
	331,720	331,720	**176,749**	176,749
Share of capital reserves	**(9,514)**	(19,723)	**–**	–
Share of post-acquisition reserves	**54,703**	73,313	**–**	–
Less: Impairment losses	**(164,121)**	–	**(149,851)**	–
	212,788	385,310	**26,898**	176,749

7. INVESTMENTS IN ASSOCIATED COMPANIES *cont'd*

The associated companies and their principal activities are disclosed in Note 3 to the financial statements.

Summary financial information for associates, not adjusted for percentage ownership held by the Group:

	2017 RM'000	2016 RM'000
Summarised financial information		
As at 30 June		
Non-current assets	**1,029,477**	1,078,483
Current assets	**1,187,876**	1,041,393
Non-current liabilities	**(77,629)**	(45,744)
Current liabilities	**(742,599)**	(658,259)
Net assets	**1,397,125**	1,415,873
Year ended 30 June		
Total comprehensive income	**567,791**	432,323
Included in the total comprehensive income is		
Revenue	**5,483,383**	4,613,632
Reconciliation of net assets to carrying amount		
As at 30 June		
Group's share of net assets other than goodwill of the associated company	**212,507**	385,029
Premium on acquisition	**281**	281
Carrying amount in the statement of financial position	**212,788**	385,310
Group's share of results		
Year ended 30 June		
Group's share of total comprehensive income	**133,642**	102,535
Other information		
Dividends received by the Group	**152,252**	103,781

Subsequent to the end of the financial year, Malaysian Newsprint Industries Sdn Bhd ("MNI"), an associated company of the Company, had commenced creditors' voluntary winding-up proceeding. Arising from MNI's creditors' voluntary winding up, the Group and the Company had made a one-off full impairment provision of RM171.5 million and RM150 million respectively which is the Group's and the Company's carrying amount of investment in MNI and the amount due from MNI to the Group amounting to RM7.3 million as at 30 June 2017. Going forward, the Group is no longer required to equity account for the future results of MNI. Recoverable amount of the investment in MNI is highly uncertain as it depends on the realisable amounts of the underlying assets of the investment. In the event of any residual value from the liquidation process, the Group will recognise any recoveries in future periods.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

8. INTANGIBLE ASSETS

Group	Goodwill RM'000	Development costs RM'000	Computer software RM'000	Total RM'000
Cost				
At 1 July 2015	66,975	18,556	4,071	89,602
Additions	–	3,423	387	3,810
At 30 June 2016/ 1 July 2016	66,975	21,979	4,458	93,412
Additions	–	23,360	683	24,043
At 30 June 2017	**66,975**	**45,339**	**5,141**	**117,455**
Amortisation and impairment loss				
At 1 July 2015				
Accumulated amortisation	–	12,638	2,028	14,666
Accumulated impairment loss	58,723	–	–	58,723
	58,723	12,638	2,028	73,389
Amortisation for the year	–	3,769	669	4,438
At 30 June 2016/ 1 July 2016				
Accumulated amortisation	–	16,407	2,697	19,104
Accumulated impairment loss	58,723	–	–	58,723
	58,723	16,407	2,697	77,827
Amortisation for the year	–	13,036	671	13,707
At 30 June 2017				
Accumulated amortisation	**–**	**29,443**	**3,368**	**32,811**
Accumulated impairment loss	**58,723**	**–**	**–**	**58,723**
	58,723	**29,443**	**3,368**	**91,534**
Carrying amounts				
At 1 July 2015	8,252	5,918	2,043	16,213
At 30 June 2016/1 July 2016	8,252	5,572	1,761	15,585
At 30 June 2017	**8,252**	**15,896**	**1,773**	**25,921**

Impairment testing for cash-generating units containing goodwill

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level within the Group at which the goodwill is monitored for internal management purposes. The recoverable amount of the cash-generating units was based on its value in use. The carrying amount of the unit was determined to be higher than its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

9. OTHER INVESTMENTS

	Group		Company	
	2017 RM'000	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
Non-current				
Available-for-sale financial assets				
- Unquoted shares	**10**	10	**10**	10
- Shares quoted in Malaysia in a related company	**30,245**	41,352	**25,410**	34,549
	30,255	41,362	**25,420**	34,559
Financial assets at fair value through profit or loss				
- Shares quoted in Malaysia in a related company	**32,871**	19,916	**32,871**	19,916
	32,871	19,916	**32,871**	19,916
	63,126	61,278	**58,291**	54,475

10. DEFERRED TAX ASSETS/(LIABILITIES)

Recognised deferred tax assets/(liabilities)

Deferred tax assets and liabilities are attributable to the following:

	Assets		Liabilities		Net	
Group	**2017 RM'000**	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
Property, plant and equipment	**–**	–	**(8,640)**	(4,303)	**(8,640)**	(4,303)
Inventory, trade and other receivables and payables	**16,087**	3,315	**(6,612)**	(8,665)	**9,475**	(5,350)
Deferred tax assets/ (liabilities)	**16,087**	3,315	**(15,252)**	(12,968)	**835**	(9,653)
Set off of tax	**(4,837)**	(232)	**4,837**	232	**–**	–
Net deferred tax assets/ (liabilities)	**11,250**	3,083	**(10,415)**	(12,736)	**835**	(9,653)

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

10. DEFERRED TAX ASSETS/(LIABILITIES) *cont'd*

Unrecognised deferred tax assets

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

	Group	
	2017 **RM'000**	**2016** **RM'000**
Property, plant and equipment	**69**	69
Inventory, trade and other receivables and payables	**6,733**	6,781
Unabsorbed capital allowances	**37,203**	37,203
Unabsorbed tax losses	**46,366**	47,269
	90,371	91,322

The unabsorbed capital allowances and unutilised tax losses do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable will be available against which the subsidiary companies can utilised the benefits.

Movements in temporary differences during the financial year are as follows:

Group	At 1.7.2015 RM'000	Recognised in profit or loss (Note 23) RM'000	Recognised in other comprehensive income (Note 25) RM'000	At 30.6.2016/ 1.7.2016 RM'000	Recognised in profit or loss (Note 23) RM'000	Recognised in other comprehensive income (Note 25) RM'000	At 30.6.2017 RM'000
Property, plant and equipment	(25,952)	1,497	–	(24,455)	15,816	–	**(8,639)**
Inventory, trade and other receivables and payables	17,095	(2,247)	–	14,848	(5,361)	–	**9,487**
Others	–	–	(46)	(46)	–	33	**(13)**
	(8,857)	(750)	(46)	(9,653)	10,455	33	**835**

11. TAX CREDIT RECEIVABLE

This represents unutilised reinvestment allowance recognised. The Group considered that it is probable that future taxable profits will be available against which the tax benefit can be utilised.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

12. INVENTORIES

	Group 2017 RM'000	Group 2016 RM'000
Raw materials and consumables	**86,797**	79,522
Work-in-progress	**12,785**	17,125
Finished goods	**127,402**	108,953
	226,984	205,600
Recognised in profit or loss:		
Inventories recognised as cost of goods sold	**1,739,488**	1,787,490

13. TRADE AND OTHER RECEIVABLES, INCLUDING DERIVATIVES

		Group		Company	
	Note	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Trade					
Trade receivables		**348,024**	376,176	**–**	–
Amount due from related companies	13.1	**8,515**	21,179	**–**	–
Amount due from associated companies		**3**	2	**–**	–
		356,542	397,357	**–**	–
Less: Allowance for impairment losses		**(14,599)**	(12,427)	**–**	–
		341,943	384,930	**–**	–
Non-trade					
Amount due from related companies	13.2	**165**	54	**–**	–
Amount due from associated companies	13.3	**–**	–	**–**	–
Other receivables and deposits		**27,253**	12,027	**61**	50
Prepayments		**14,576**	14,347	**46**	32
Derivative financial assets - Forward exchange contract designated as hedge instruments		**100**	299	**–**	–
		384,037	411,657	**107**	82

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

13. TRADE AND OTHER RECEIVABLES, INCLUDING DERIVATIVES *cont'd*

Note 13.1

The amounts due from related companies are subject to the normal trade terms.

Note 13.2

The amounts due from related companies are unsecured, interest free and are repayable on demand.

Note 13.3

The amounts due from an associated company, Malaysian Newsprint Industries Sdn Bhd to the Group amounting to RM7.3 million has been fully impaired during the year, as disclosed in Note 7 and Note 32.

14. CASH AND CASH EQUIVALENTS

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Deposits with licensed banks	**481,819**	337,128	**274,280**	178,200
Cash and bank balances	**55,664**	62,375	**366**	280
	537,483	399,503	**274,646**	178,480

Included in the cash and cash equivalents are the following balances with a related company arising from normal business transactions:

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Deposits with licensed banks	**468,874**	304,844	**274,280**	178,200
Cash and bank balances	**10,995**	17,740	**323**	220
	479,869	322,584	**274,603**	178,420

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

15. SHARE CAPITAL

	Group and Company			
	Number of shares 2017 '000	**Amount 2017 RM'000**	**Number of shares 2016 '000**	**Amount 2016 RM'000**
Issued ordinary shares:				
At 1 July	**327,905**	**163,953**	327,905	163,953
Transfer from share premium in accordance with Section 618(2) of the Companies Act 2016 (Note 15.1)	**–**	**157,264**	–	–
At 30 June	**327,905**	**321,217**	327,905	163,953
		Note 15.2		

The issued share capital of the Company, before adjusting for the treasury shares of 8,432,500 held (see Note 17), is RM163,953,000 comprising 327,905,310 ordinary shares. The treasury shares are held in accordance with the requirement of Section 127 of the Companies Act 2016.

Note 15.1

In accordance with Section 618 of Companies Act 2016 any amount standing to the credit of the share premium account has become part of the Company's share capital. The Company has 24 months upon the commencement of Companies Act 2016 on 31 January 2017 to utilise the credit.

Note 15.2

Included in the share capital is share premium amounting to RM157,264,000 that is available to be utilised in accordance with Section 618(3) of Companies Act 2016 on or before 30 January 2019 (24 months from commencement of Section 74).

16. RESERVES

		Group		Company	
	Note	**2017 RM'000**	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
Reserves consist of:					
Share premium	16.1	**–**	152,953	**–**	157,264
Exchange equalisation reserve	16.2	**35,696**	35,073	**–**	–
Fair value reserve		**21,246**	32,303	**17,849**	26,987
Other reserves	16.3	**17,603**	21,914	**3,943**	3,943
Reserve for own shares	16.4	**(29,518)**	(32,938)	**(15,234)**	(15,320)
Executive share scheme reserve	16.5	**2,476**	2,537	**–**	–
Hedging reserve	16.6	**35**	146	**–**	–
Retained earnings		**966,031**	990,163	**398,528**	433,250
		1,013,569	1,202,151	**405,086**	606,124

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

16. RESERVES *cont'd*

Note 16.1

Share premium comprises the premium paid on subscription of shares in the Company over and above the par value of shares. As disclosed in Note 15, share premium has become part of the Company's share capital.

Note 16.2

Exchange equalisation reserve comprises all foreign currency differences arising from the translation of the financial statement of foreign operations.

Note 16.3

Other reserves of the Group represent the Group's interest in the subsidiary and associated companies' capital redemption reserve and gains on disposal of investments in the previous financial years. Other reserves of the Company represent gains on disposal of investments in the previous financial years.

Note 16.4

Reserve for own shares represents Trust Shares purchased by the ESS Trust as disclosed in Note 2.2 (l)(iii). As at 30 June 2017, the total number of HLI Shares held by the ESS Trusts was 9,849,533 (2016: 10,990,383) HLI Shares.

During the financial year-to-date:

(i) a total of 28,600 existing ordinary shares in the Company held in the ESS trust were sold to market;

(ii) a total of 68,250 existing ordinary shares in the Company held in ESS Trust were transferred to certain eligible executives of the Group arising from the vesting of HLI Shares free of consideration pursuant to the Executive Share Grant Scheme; and

(iii) a total of 1,044,000 existing ordinary shares in the Company held in the ESS Trust were transferred to the option holders arising from the exercise of options pursuant to the Executive Share Option Scheme.

Note 16.5

Executive share scheme reserve represents fair value of the share options and share grants to employees as disclosed in Note 2.2(l)(iii).

Note 16.6

Hedging reserve represents the effective portion of the cumulative net change in the fair value of cash flow related to hedged transactions that have not yet occurred.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

17. TREASURY SHARES – AT COST

	Group and Company			
	Number of shares 2017 '000	**Amount 2017 RM'000**	**Number of shares 2016 '000**	**Amount 2016 RM'000**
At cost:				
Ordinary shares	**8,432**	**63,318**	8,432	63,318

The total number of shares bought back were 8,432,500 ordinary shares which are being held as treasury shares in accordance with the requirement of Section 127 of the Companies Act 2016. The rights attached to the treasury shares as to voting, dividends and participation in other distribution and otherwise are suspended.

18. DEFERRED INCOME

	Group	
	2017 RM'000	**2016 RM'000**
Non-current		
Reinvestment allowance	**4,395**	4,996

The tax benefits arising from reinvestment allowance are being amortised over the estimated useful lives of the underlying plant and equipment for which reinvestment allowances were claimed. During the financial year, a total of RM601,000 (2016: RM602,000) has been amortised and recognised as other operating income in the profit or loss of the Group.

19. LOANS AND BORROWINGS

	Group	
	2017 RM'000	**2016 RM'000**
Current (unsecured)		
Bankers acceptances	**44,579**	50,565
Revolving credit	**68,550**	77,400
	113,129	127,965

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

20. EMPLOYEE BENEFITS

(a) Retirement benefits

	Group		Company	
	2017 RM'000	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
At 1 July 2016/2015	**24,042**	22,667	**341**	340
Provision	**1,877**	1,488	**1**	1
Payments	**(427)**	(113)	**–**	–
At 30 June	**25,492**	24,042	**342**	341

(b) Executive Share Scheme ("ESS")

The Company has, on 28 February 2014, implemented an executive share grant scheme ("ESGS") of up to 10% of the issued ordinary share capital (excluding treasury shares) of the Company for the benefit of eligible executives. The ESGS together with the existing executive share option scheme ("ESOS") which was implemented on 8 March 2013 ("Effective Date") have been renamed as ESS. The ESS will be in force for a period of 10 years from the Effective Date.

The main features of the ESS are, inter alia, as follows:

(i) Eligible executives are those executives of the Group who have been confirmed in service on the date of offer or directors of the Group. The Board may from time to time at its discretion select and identify suitable eligible executives to be offered options or grants.

(ii) The aggregate number of shares comprised in:

(a) exercised options;
(b) unexercised options;
(c) unexpired option offers and unexpired grant offers pending acceptances by the eligible executives;
(d) outstanding grants;
(e) completed grants; and
(f) exercised options, unexercised options, outstanding grants, completed grants and unexpired offers pending acceptances, under any other executive share schemes established by the Company which are still subsisting,

shall not exceed 10% of the issued ordinary share capital (excluding treasury shares) of the Company at any one time ("Maximum Aggregate").

(iii) The option price shall not be at a discount of more than 10% (or such discount as the relevant authorities shall permit) from the 5-day weighted average market price of the shares of the Company preceding the date of offer, and shall in no event be less than par value of the shares of the Company.

(iv) The exercise of the options or vesting of shares may, at the absolute discretion of the Board, be satisfied by way of issuance of new ordinary shares in the Company (unless otherwise adjusted); transfer of existing shares, or a combination of both new shares and existing shares.

20. EMPLOYEE BENEFITS *cont'd*

(b) Executive Share Scheme ("ESS") *cont'd*

(v) At any point in time during the existence of the ESS, the allocation to an eligible executive who, either singly or collectively through persons connected with the eligible executive, holds 20% or more of the issued ordinary share capital (excluding treasury shares) of the Company, must not exceed 10% of the Maximum Aggregate.

(vi) The option offered to an option holder under the ESOS is exercisable by the option holder or the shares to be vested to a grant holder under the ESGS will be vested to the grant holder only during his employment or directorship with the Group and within the option exercise period of the ESOS, subject to any maximum limit as may be determined by the Board under the Bye-Laws of the ESS.

ESOS

During the previous financial years, conditional incentive share options ("Options") were granted to eligible executives of the following subsidiaries:

Ceramic Tiles Division

Financial Year Ended 30 June 2015 ("FY 2015")

Guocera Holdings Sdn Bhd ("GHSB") a wholly-owned subsidiary of the Company, together with its subsidiaries, namely Guocera Tile Industries Sdn Bhd ("GTI"), Guocera Sdn Bhd ("GSB") and Guocera Marketing (International) Sdn Bhd ("GMI"), granted conditional incentive share options ("Options") over a total of 3,820,000 ordinary shares in the Company ("HLI Shares") at an exercise price of RM4.23 per share to certain eligible executives of the Group under the ESOS. The Options granted are subject to achievement of certain performance criteria by the option holders over the option performance period and the exercise period of the vested options will be up to the 30th month from the vesting date to be determined.

Financial Year Ended 30 June 2016 ("FY 2016")

GHSB has assigned, transferred and novated to Guocera Tile Industries (Meru) Sdn Bhd ("GTI (Meru"), absolutely all the rights, interest, title and obligations in and under the letter of offer and Options certificate issued by GHSB to GTI (Meru). Following the completion of the streamlining exercise involving GTI, GMI and GSB, GTI and GMI have assigned, transferred and novated to GSB absolutely all the rights, interest, title and obligations in and under the letters of offer and Options certificates issued by GTI and GMI to GSB.

Financial Year Ended 30 June 2017 ("FY 2017")

Since the commencement of the ESS, a total of 3,820,000 Options have been granted, out of which, 2,610,000 Options have been vested and 1,044,000 Options have been exercised by the Option Holders during FY 2017. 1,566,000 Options remained outstanding. The aggregate Options granted to a director/chief executive of the Group was 1,850,000, out of which, 1,350,000 Options have been vested and 540,000 Options have been exercised during FY 2017. 810,000 Options remained outstanding. The actual percentage of total Options granted to a director/senior management of the Group was 0.579% based on the issued ordinary share capital (excluding treasury shares) of the Company as at 30 June 2017.

The aggregate allocation of options to directors/senior management of the Group pursuant to the ESS is at the discretion of the Board provided that such allocation does not exceed the Maximum Aggregate.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

20. EMPLOYEE BENEFITS *cont'd*

(b) Executive Share Scheme ("ESS") *cont'd*

ESOS *cont'd*

Motorcycles Division

FY 2017

Hong Leong Yamaha Motor Sdn Bhd ("HLYM"), a 69.41% subsidiary of the Company, granted Options over a total of 5,000,000 HLI Shares at an exercise price of RM9.71 per share to certain eligible executives of the Group under the ESOS. The Options granted are subject to the achievement of certain performance criteria by the option holders over the option performance period and the exercise period of the vested options will be up to the 30th month from the vesting date to be determined. None of the Options granted has been vested, and 4,000,000 Options remained outstanding.

Since the commencement of the ESS, the aggregate Options granted to a director/chief executive of the Group was 2,000,000, and all the Options remained outstanding as at 30 June 2017. The actual percentage of total Options granted to a director/senior management of the Group was 0.626% based on the issued share capital (excluding treasury shares) of the Company as at 30 June 2017.

The aggregate allocation of options to directors/senior management of the Group pursuant to the ESS is at the discretion of the Board provided that such allocation does not exceed the Maximum Aggregate.

(i) Value of employee services received for Options

	Group	
	2017 RM'000	**2016 RM'000**
Share options granted	**1,644**	1,573

(ii) Options - Weighted average fair value and assumptions

	Group	
	2017	**2016**
Weighted average fair value at grant date	**RM1.83**	RM0.83
At grant date:		
Weighted average share price	**RM8.47**	RM4.29
Weighted average exercise price	**RM8.40**	RM4.23
Expected volatility (weighted average volatility)	**28.37%**	37.77%
Option life (expected weighted average life)	**5 years**	4 years
Weighted average expected dividends	**4.38%**	6.80%
Weighted average risk-free interest rate (based on Malaysian government bonds)	**3.81%**	3.80%

20. EMPLOYEE BENEFITS *cont'd*

(b) Executive Share Scheme ("ESS") *cont'd*

ESGS

Ceramic Tiles Division

Financial Year Ended 30 June 2014

GTI and Ceramic Research Company Sdn Bhd, another subsidiary of GHSB, granted a total of 195,000 HLI Shares, free of consideration, to certain eligible executives of the Group under the ESGS.

FY 2016

Following the completion of the streamlining exercise involving GTI and GSB, GTI has assigned, transferred and novated to GSB absolutely all the rights, interest, title and obligations in and under the letters of offer and Options certificates issued by GTI to GSB.

FY 2017

Since the commencement of the ESS, a total of 195,000 HLI Shares have been granted, out of which, 126,750 and 68,250 HLI Shares have been vested during the previous financial years and FY 2017 respectively. None of the HLI Shares granted remained outstanding. There were no grant or vesting of HLI Shares to directors, chief executive nor senior management of the Group during FY 2017.

The aggregate allocation of shares to directors and senior management of the Group is at the discretion of the Board provided that such allocation does not exceed the Maximum Aggregate.

(i) Value of employee services received for HIB Shares grant

	Group and Company	
	2017	**2016**
	RM'000	**RM'000**
HIB Shares Grant	**170**	1,644

	Group and Company	
	2017	**2016**
	RM'000	**RM'000**
At 1 July 2016/2015	**1,253**	1,282
Provision	**170**	1,644
Settlement of liability by exchanging free shares	**(1,423)**	(1,673)
At 30 June	**–**	1,253

In the preceding FY 2015, the Company awarded 1,500,000 ordinary shares in Hume Industries Berhad ("HIB Shares"), free of consideration, to an executive of the Group, out of which, 450,000 HIB Shares, 525,000 HIB Shares and 525,000 HIB Shares have been vested during FY 2015, FY 2016 and FY 2017 respectively.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

20. EMPLOYEE BENEFITS *cont'd*

(b) Executive Share Scheme ("ESS") *cont'd*

ESGS ***cont'd***

(ii) Hume Industries Berhad ("HIB") Shares grant - Weighted average fair value and assumptions

	Group and Company 2016 RM'000
Weighted average fair value at reporting date	RM3.17
At reporting date:	
Weighted average share price	RM3.10
Weighted average exercise price	Nil
Expected volatility (weighted average volatility)	22.99%
Grant life (expected weighted average life)	3 years
Weighted average expected dividends	Nil
Weighted average risk-free interest rate (based on Malaysian government bonds)	3.78%

21. TRADE AND OTHER PAYABLES, INCLUDING DERIVATIVES

		Group		Company	
	Note	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Trade					
Trade payables		**133,814**	113,423	**–**	–
Amount due to related companies	21.1	**24,010**	33,684	**–**	–
Amount due to associated companies		**25,987**	16,021	**–**	–
		183,811	163,128	**–**	–
Non-trade					
Amount due to related companies	21.2	**51**	33	**–**	–
Amount due to associated companies	21.2	**178**	594	**–**	–
Other payables		**11,386**	29,439	**–**	–
Accrued liabilities		**89,222**	102,079	**834**	1,980
		284,648	295,273	**834**	1,980

Note 21.1

The amounts due to related companies are subject to the normal trade terms.

Note 21.2

The amounts due to related companies and associated companies are unsecured, interest free and are repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

22. PROFIT BEFORE TAXATION

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Profit before taxation is arrived at after charging/ (crediting):				
Auditors' remuneration				
Statutory audits				
- Company's auditors and its affiliates	**588**	532	**110**	100
- Other auditors	**35**	33	**–**	–
Other services				
- Company's auditors and its affiliates	**63**	55	**63**	55
Dividend income				
- Unquoted associated companies in Malaysia	**–**	–	**(2,700)**	(1,800)
- Unquoted associated company outside Malaysia	**–**	–	**(149,552)**	(101,981)
- Quoted investment in Malaysia	**(925)**	(979)	**(881)**	(911)
- Unquoted subsidiary companies	**–**	–	**(87,852)**	(147,371)
- Short term investments	**(13,461)**	(9,855)	**(6,931)**	(3,441)
Personnel expense				
- Staff salaries and other expenses	**189,535**	167,234	**729**	874
- Contribution to Employees Provident Fund	**16,236**	15,201	**78**	100
- Retirement benefits	**1,877**	1,488	**1**	1
- Share-based payments	**1,864**	3,268	**170**	1,644
Fair value gain on derivative instruments	**–**	(948)	**–**	(208)
Fair value loss/(gain) on financial instruments designated as hedge instrument	**96**	(107)	**–**	–
(Gain)/Loss on disposal of property, plant and equipment	**(722)**	(5,063)	**(97)**	36
Gain on liquidation of subsidiary companies	**–**	–	**(113)**	(1,355)
Loss/(Gain) on foreign exchange				
- Realised	**3,887**	(2,002)	**388**	(2,192)
- Unrealised	**1,983**	(782)	**–**	–
Gain on fair value of financial assets at fair value through profit or loss	**(14,372)**	(1,376)	**(14,372)**	(1,376)
Property, plant and equipment written off	**175**	410	**–**	–
Impairment loss on investment in a subsidiary company	**–**	–	**–**	21,526
Impairment loss - associated company	**171,470**	–	**149,851**	–
Rental income	**(185)**	(178)	**–**	–
Rental of plant and equipment	**4,194**	3,497	**–**	–
Rental of premises				
- Related companies	**299**	284	**299**	284
- Others	**6,956**	5,593	**–**	–
Research and development expenditure	**3,863**	2,068	**–**	–

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

23. TAXATION

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Current taxation				
Current year	**52,920**	57,526	**185**	85
(Over)/Under provision in prior years	**(1,115)**	(5,712)	**11**	18
	51,805	51,814	**196**	103
Deferred taxation				
Current year	**(8,252)**	750	**–**	–
Overprovision in prior years	**(2,203)**	–	**–**	–
	(10,455)	750	**–**	–
Income tax	**41,350**	52,564	**196**	103

The reconciliation of income tax applicable to profit before taxation at the statutory income tax rate to income tax at the effective tax rate of the Group and of the Company are as follows:

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Profit before taxation	**192,309**	343,144	**106,739**	231,324
Taxation at Malaysian statutory tax rates of 24%	**46,154**	82,355	**25,617**	55,518
Difference of tax rates in foreign jurisdictions	**(9)**	(30)	**–**	–
Non allowable expenses	**43,091**	5,611	**34,068**	5,888
Non-taxable income	**(3,494)**	(3,986)	**(59,500)**	(61,321)
Difference attributable to associated companies	**(32,074)**	(24,608)	**–**	–
Tax incentive	**(9,000)**	(1,066)	**–**	–
	45,668	58,276	**185**	85
(Over)/Under provision in prior years	**(3,318)**	(5,712)	**11**	18
	41,350	52,564	**196**	103

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

24. EARNINGS PER ORDINARY SHARE

Basic earnings per ordinary share

The basic earnings per ordinary share is calculated by dividing the Group's profit attributable to owners of the Company of RM103,087,000 (2016: RM247,223,000) by the weighted average number of ordinary shares outstanding during the financial year of 308,949,000 (2016: 308,423,000) as follows:

	2017 RM'000	2016 RM'000
Profit attributable to owners of the Company	**103,087**	247,223

	2017 '000	2016 '000
Weighted average number of ordinary shares (basic):		
Issued ordinary shares at 1 July	**327,905**	327,905
Less:		
Treasury shares held at 1 July	**(8,432)**	(8,432)
Trust shares held at 1 July	**(10,990)**	(11,059)
	308,483	308,414
Effect of Trust Shares vested	**466**	9
Weighted average number of ordinary shares	**308,949**	308,423

	2017	2016
Basic earnings per ordinary share (sen)	**33.37**	80.16

Diluted earnings per ordinary share

The Group's diluted earning per ordinary shares approximates its basic earnings per ordinary share.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

25. OTHER COMPREHENSIVE INCOME/(EXPENSE) FOR THE YEAR

Group

2017	**Before tax RM'000**	**Tax (expense)/ benefit RM'000**	**Net of tax RM'000**
Items that are or may be reclassified subsequently to profit or loss			
Cash flow hedge			
- Gain arising during the year	**55**	**(13)**	**42**
- Reclassification adjustments for the gain included in profit or loss	**(192)**	**46**	**(146)**
	(137)	**33**	**(104)**
Fair value of available-for-sale financial assets			
- Loss arising during the year	**(11,057)**	**–**	**(11,057)**
Foreign currency translation difference for foreign operations			
- Gain arising during the year	**10,634**	**–**	**10,634**
	(560)	**33**	**(527)**
2016			
Items that are or may be classified subsequent to profit or loss			
Cash flow hedge			
- Gain arising during the year	299	(72)	227
- Reclassification adjustments for the gain included in profit or loss	(107)	26	(81)
	192	(46)	146
Fair value of available-for-sale financial assets			
- Loss arising during the year	(9,433)	–	(9,433)
Foreign currency translation difference for foreign operations			
- Gain arising during the year	5,009	–	5,009
	(4,232)	(46)	(4,278)

Company

2017			
Items that are or may be reclassified subsequently to profit or loss			
Fair value of available-for-sale financial assets			
- Loss arising during the year	**(9,138)**	**–**	**(9,138)**
2016			
Items that are or may be classified subsequent to profit or loss			
Fair value of available-for-sale financial assets			
- Loss arising during the year	(7,690)	–	(7,690)

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

26. DIVIDENDS

	Group		Company	
	2017 RM'000	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
First interim				
15 sen per share single tier (2016: 13 sen per share single tier)	**46,328**	40,094	**47,150**	40,864
Second interim				
20 sen per share single tier (2016: 19 sen per share single tier)	**61,911**	58,599	**62,873**	59,724
Special interim				
10 sen per share single tier (2016: 10 sen per share single tier)	**30,956**	30,841	**31,436**	31,433
	139,195	129,534	**141,459**	132,021

Dividends received by the ESS Trusts amounting to RM4,568,000 (2016: RM4,645,000) and RM2,304,000 (2016: RM2,158,000) for the Group and the Company respectively are eliminated against the dividend expense of the Company upon consolidation of the ESS Trusts as disclosed in Note 2.2(l)(iii).

27. OPERATING SEGMENTS

The Board of Directors reviews financial reports at least on a quarterly basis. Operating segments are components in which separate financial information that is available and is evaluated by the Board of Directors on resource allocation and in assessing performance.

The following summary describes the operations in each of the Group's reportable segments:

(a) Consumer products – Manufacture and sale of consumer products comprising motorcycles and ceramic tiles.

(b) Industrial products – Manufacture and sale of industrial products comprising fibre cement and concrete roofing products.

Segment profit

Performance is measured based on segment profit before interest income, finance costs, share of profit of associated companies and taxation as included in the internal management reports that are reviewed by the Board of Directors.

Segment assets

Segment assets information is not presented to the Board of Directors and hence, no disclosure is made on the segment asset.

Segment liabilities

Segment liabilities information is not presented to the Board of Directors and hence, no disclosure is made on the segment liabilities.

27. OPERATING SEGMENTS *cont'd*

	Consumer Products		Industrial Products		Total	
	2017 RM'000	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
Segment profit	**212,150**	219,745	**9,938**	20,412	**222,088**	240,157
Included in the measure of segment profit are:						
Revenue from external customers	**1,725,002**	1,603,706	**547,266**	580,888	**2,272,268**	2,184,594
Depreciation and amortisation	**56,858**	46,567	**13,176**	13,196	**70,034**	59,763

Reconciliation of reportable segment profit

	2017 RM'000	**2016 RM'000**
Profit		
Total profit for reportable segment	**222,088**	240,157
Other non-reportable segments	**(160,310)**	3,788
Interest income	**2,628**	2,978
Finance costs	**(5,739)**	(6,314)
Share of profit in associated companies	**133,642**	102,535
Consolidated profit before taxation	**192,309**	343,144

	2017		2016	
	External revenue RM'000	**Depreciation & amortisation RM'000**	**External revenue RM'000**	**Depreciation & amortisation RM'000**
Total reportable segments	**2,272,268**	**70,034**	2,184,594	59,763
Non-reportable segments	**9,847**	**64**	6,035	191
Consolidated total	**2,282,115**	**70,098**	2,190,629	59,954

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

27. OPERATING SEGMENTS *cont'd*

Geographical information

Revenue of the Group by geographical locations of the customers is as follows:

	Revenue	
	2017	**2016**
	RM'000	**RM'000**
Malaysia	**1,943,817**	1,767,240
Australia	**86,478**	94,258
Vietnam	**43,010**	35,941
Thailand	**37,492**	68,292
Singapore	**23,484**	42,434
Taiwan	**22,009**	25,078
Qatar	**15,790**	5,819
The United States of America	**8,029**	5,396
Others	**102,006**	146,171
	2,282,115	2,190,629

Non-current assets (except for investments in associated companies, financial instruments, deferred tax assets and tax credit receivable) of the Group by geographical locations of the assets are as follows:

	Non-current assets	
	2017	**2016**
	RM'000	**RM'000**
Malaysia	**381,704**	394,464
Singapore	**147**	150
	381,851	394,614

Major customer

During the financial year, there were no revenue from one single customer that contributed to more than 10% of the Group's revenue.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

28. CAPITAL COMMITMENTS

	Group	
	2017 RM'000	2016 RM'000
Property, plant and equipment		
Authorised but not contracted for	**32,711**	14,861
Authorised and contracted for	**6,806**	6,703

29. RELATED PARTIES

29.1 The Group has related party transactions with corporations which are related to the Directors and/or major shareholders of the Company and/or related corporations and/or persons connected with them as follows:

(i) Hong Leong Company (Malaysia) Berhad ("HLCM") is a major shareholder of the Company through Hong Leong Manufacturing Group Sdn Bhd ("HLMG"). YBhg Tan Sri Quek Leng Chan, the father of Ms Quek Sue Yian who is a Director of the Company, is a major shareholder of the Company, and a Director and a major shareholder of HLMG and HLCM. YBhg Datuk Kwek Leng San is a Director of the Company, HLMG and HLCM, and a shareholder of the Company and HLCM. Mr Kwek Leng Beng is a director of HLCM and a major shareholder of the Company and HLCM. Mr Kwek Leng Kee is a major shareholder of the Company and HLCM. Mr Quek Leng Chye is a past major shareholder of the Company and HLCM. YBhg Tan Sri Quek Leng Chan, YBhg Datuk Kwek Leng San and Mr Quek Leng Chye are brothers. HLCM is a person connected with YBhg Tan Sri Quek Leng Chan, YBhg Datuk Kwek Leng San, Mr Kwek Leng Kee and Mr Kwek Leng Beng;

(ii) Tasek Corporation Berhad ("Tasek") is a person connected with Mr Kwek Leng Kee and Mr Kwek Leng Beng, both major shareholders of the Company. YBhg Tan Sri Quek Leng Chan is a major shareholder of the Company and a past major shareholder of Tasek. Mr Quek Leng Chye is a past major shareholder of the Company and Tasek.

(iii) Hong Bee Hardware Company, Sdn Berhad ("Hong Bee Hardware") and Hong Bee Motors Sdn Bhd ("Hong Bee Motors") are persons connected with Mr Chuah Chuan Thye who is a Director of the Company, and Mr Kwek Leng Kee and Mr Kwek Leng Beng, both major shareholders of the Company. YBhg Tan Sri Quek Leng Chan is a major shareholder of the Company and a past major shareholder of Hong Bee Hardware and Hong Bee Motors. Mr Quek Leng Chye is a past major shareholder of the Company, Hong Bee Hardware and Hong Bee Motors.

(iv) Yamaha Motor Co., Ltd ("YMC") is a major shareholder of a subsidiary of the Company. Yamaha Motor Asia Pte Ltd ("Yamaha Asia"), Yamaha Motor Distribution Singapore Pte Ltd ("YDS"), Thai Yamaha Motor Co, Ltd ("TYM"), P.T. Yamaha Indonesia Motor Manufacturing ("YIM"), Yamaha Motor Taiwan Trading Co Ltd ("YMTT"), Sunward International Inc ("SII"), Yamaha Motor (China) Co Ltd ("YMCC") and Yamaha Motor Vietnam Co., Ltd ("YMVN") are persons connected with YMC (Yamaha Asia, YDS, TYM, YIM, YMTT, SII, YMCC and YMVN are collectively referred to as "YMC Group").

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

29. RELATED PARTIES *cont'd*

29.1 Significant related party transactions

Significant transactions with related parties, other than disclosed in the financial statements, are as follows:

Transaction		Related Party	Group 2017 RM'000	Group 2016 RM'000
(a)	Sale of goods and services	Subsidiary and associated companies of HLCM	**7,775**	16,186
		Hong Bee Hardware and Hong Bee Motors	**55,557**	52,352
		Syarikat Motor Singa Sdn Bhd and Sing Heng Motor Trading Sdn Bhd	**–**	7,961@
		YMC Group	**3,012**	1,357
(b)	Purchase of goods and services	Subsidiary and associated companies of HLCM	**181,667**	188,097
		YMC Group	**312,198**	322,519
		Tasek and subsidiary and associated companies of Tasek	**4,740**	10,537
		Associated companies of HLI	**271,095**	203,128
(c)	Rental of properties	Subsidiary and associated companies of HLCM	**299**	298
		YMC Group	**148**	148
(d)	Receipt of services	Subsidiary and associated companies of HLCM	**963**	987
(e)	Receipt of Group management and/or support services	Subsidiary and associated companies of HLCM	**15,476**	14,887
(f)	Payment for usage of the Hong Leong logo and trade mark	A subsidiary company of HLCM	**103**	50
(g)	Payment of royalties and technical fees for usage of the Yamaha trade mark and technical support	YMC	**32,312**	28,067

29. RELATED PARTIES *cont'd*

29.1 Significant related party transactions *cont'd*

Transaction	Related Party	Group 2017 RM'000	Group 2016 RM'000
(h) Receipt of research and development services	YMC	**3,094**	3,423
(i) Provision of advertising and provisional services	YMC	**125**	93

@ Actual value transacted with Syarikat Motor Singa Sdn Bhd and Sing Heng Motor Trading Sdn Bhd, persons connected with Mr Ng Choong Hai (" Mr CH Ng") (from 1 July 2015 up to 25 January 2016; i.e. 6 months after the retirement of Mr CH Ng as a director of a subsidiary on 25 July 2015)

Significant balances with related parties at the reporting date are disclosed in Note 13 and Note 21.

The above transactions have been carried out on commercial terms consistent with the usual business practices and policies of the Group and of the Company.

29.2 Key management personnel are 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.

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Executive Directors				
Remuneration and other benefits	**–**	–	**–**	–
Non-Executive Directors				
- Fees*	**612**	612	**542**	542

* This includes fees for a Director which have been assigned in favour of the companies where the Director is appointed.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS

30.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

(a) Loans and receivables ("L&R");
(b) Fair value through profit or loss ("FVTPL"):
- Designated upon initial recognition ("DUIR");
(c) Available-for-sale financial assets ("AFS"); and
(d) Financial liabilities measured at amortised cost ("FL").

	Carrying amount RM'000	L&R/ FL RM'000	FVTPL- DUIR RM'000	AFS RM'000	Derivatives used for hedging RM'000
2017					
Financial assets					
Group					
Other investments	63,126	–	32,871	30,255	–
Trade and other receivables, including derivatives (excluding prepayments)	369,461	369,361	–	–	100
Cash and cash equivalents	537,483	537,483	–	–	–
	970,070	906,844	32,871	30,255	100
Company					
Other investments	58,291	–	32,871	25,420	–
Trade and other receivables, including derivatives (excluding prepayments)	61	61	–	–	–
Cash and cash equivalents	274,646	274,646	–	–	–
	332,998	274,707	32,871	25,420	–

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS *cont'd*

30.1 Categories of financial instruments *cont'd*

	Carrying amount RM'000	L&R/ FL RM'000	FVTPL-DUIR RM'000	AFS RM'000
2017				
Financial liabilities				
Group				
Loans and borrowings	**113,129**	**113,129**	**–**	**–**
Trade and other payables, including derivatives	**284,648**	**284,648**	**–**	**–**
	397,777	**397,777**	**–**	**–**
Company				
Trade and other payables, including derivatives	**834**	**834**	**–**	**–**
	834	**834**	**–**	**–**

	Carrying amount RM'000	L&R/ FL RM'000	FVTPL-DUIR RM'000	AFS RM'000	Derivatives used for hedging RM'000
2016					
Financial assets					
Group					
Other investments	61,278	–	19,916	41,362	–
Trade and other receivables, including derivatives (excluding prepayments)	397,310	397,011	–	–	299
Cash and cash equivalents	399,503	399,503	–	–	–
	858,091	796,514	19,916	41,362	299
Company					
Other investments	54,475	–	19,916	34,559	–
Trade and other receivables, including derivatives (excluding prepayments)	50	50	–	–	–
Cash and cash equivalents	178,480	178,480	–	–	–
	233,005	178,530	19,916	34,559	–

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS *cont'd*

30.1 Categories of financial instruments *cont'd*

	Carrying amount RM'000	L&R/ FL RM'000	FVTPL- DUIR RM'000	AFS RM'000
2016				
Financial liabilities				
Group				
Loans and borrowings	127,965	127,965	–	–
Trade and other payables, including derivatives	295,273	295,273	–	–
	423,238	423,238	–	–
Company				
Trade and other payables, including derivatives	1,980	1,980	–	–
	1,980	1,980	–	–

30.2 Net gains and losses arising from financial instruments

	Group		Company	
	2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Net gains/(losses) on:				
Loans and receivables	**11,162**	15,615	**7,818**	5,852
Fair value through profit or loss				
- (Loss)/Gain on financial instrument designated as hedge instrument	**(96)**	107	**–**	–
- Gain on fair value of derivative instruments	**–**	948	**–**	208
- Gain on fair value of financial assets at fair value through profit or loss	**14,372**	1,376	**14,372**	1,376
Available-for-sale financial assets				
- Loss recognised in other comprehensive income	**(11,057)**	(9,433)	**(9,138)**	(7,690)
Other liabilities	**(5,739)**	(6,314)	**–**	(155)
	8,642	2,299	**13,052**	(409)

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management

The Group and the Company have exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

(a) Credit risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group exposure to credit risk arises principally from its receivables from customers and bank balances. The Company's exposure to credit risk arises principally from loans, advances to subsidiaries and bank balances.

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. Credit evaluations are performed on all customers requiring credit over a certain amount.

Exposure to credit risk and credit quality

As at the end of the reporting period, the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the statement of financial position.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are stated at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due which are deemed to have higher credit risk, are monitored individually.

The exposure of credit risk for trade receivables as at the end of the reporting period by geographic region was:

	Group	
	2017 RM'000	**2016 RM'000**
Domestic	**322,440**	340,002
Asia	**6,233**	11,664
Europe	**285**	309
Others	**12,985**	32,955
	341,943	384,930

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management *cont'd*

(a) Credit risk *cont'd*

Impairment losses

The ageing of trade receivables as at the end of the reporting period was:

Group	Gross RM'000	Individual impairment RM'000	Collective impairment RM'000	Net RM'000
2017				
Not past due	**269,535**	**(2,572)**	**–**	**266,963**
Past due 1 - 30 days	**48,294**	**(584)**	**–**	**47,710**
Past due 31 - 120 days	**26,432**	**(2,000)**	**(2,479)**	**21,953**
Past due more than 120 days	**12,281**	**(4,159)**	**(2,805)**	**5,317**
	356,542	**(9,315)**	**(5,284)**	**341,943**
2016				
Not past due	324,998	(1,697)	–	323,301
Past due 1 - 30 days	48,934	(374)	–	48,560
Past due 31 - 120 days	15,868	(2,897)	(828)	12,143
Past due more than 120 days	7,557	(3,522)	(3,109)	926
	397,357	(8,490)	(3,937)	384,930

The movements in the allowance for impairment losses of trade receivables during the financial year were:

	Group 2017 RM'000	Group 2016 RM'000
At 1 July 2016/2015	**12,427**	12,923
Impairment loss recognised, net	**2,511**	574
Written off	**(339)**	(1,070)
At 30 June	**14,599**	12,427

The allowance account in respect of trade receivables is used to record impairment losses. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management *cont'd*

(a) Credit risk *cont'd*

Investments and other financial assets

Risk management objectives, policies and processes for managing the risk

Investments are allowed only in liquid securities and only with counterparties that have a credit rating equal to or better than the Group and the Company. Transactions involving derivative financial instruments are with approved financial institutions.

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the Group and the Company have invested in domestic securities. The maximum exposure to credit risk is represented by the carrying amounts in the statements of financial position.

In view of the sound credit rating of counterparties, management does not expect any counterparty to fail to meet its obligations. The Group and the Company does not have overdue investments that have not been impaired.

The investments and other financial assets are unsecured.

Impairment losses

As at the end of the reporting period, there were no significant financial difficulties being experienced by the issuer.

Intercompany balances

Risk management objectives, policies and processes for managing the risk

The Company provides unsecured loans and advances to subsidiaries and associates. The Company monitors the results of the subsidiaries regularly.

Exposure to credit risk, credit quality and collateral

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.

Impairment losses

As at the end of the reporting period, there was no indication that the loans and advances to the subsidiaries and associates were not recoverable except as disclosed in Note 7 and 32.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management *cont'd*

(a) Credit risk *cont'd*

Cash and cash equivalents

Risk management objectives, policies and processes for managing the risk

The Group's and the Company's short term deposits are placed as fixed rates investments and upon which management endeavours to obtain the best rate available in the market.

Cash and cash equivalents are placed with reputable 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 statement of financial position.

Impairment losses

As at the end of the reporting period, there was no indication that cash and cash equivalents were not recoverable.

(b) Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises principally from its various payables.

The Group and the Company actively manage its operating cash flows and the availability of funding so as to ensure that all repayment and funding needs are met. As parts of its overall liquidity management, the Group and the Company maintain sufficient levels of cash to meet their working capital requirements.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management *cont'd*

(b) Liquidity risk *cont'd*

Maturity analysis

The table below summarises the maturity profile of the Group 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 - 5 years RM'000
2017					
Group					
Non-derivative financial liabilities					
Trade and other payables	**284,648**	**–**	**284,648**	**284,648**	**–**
Loans and borrowings	**113,129**	**3.1% - 4.5%**	**113,356**	**113,356**	**–**
	397,777		**398,004**	**398,004**	**–**
2017					
Company					
Non-derivative financial liabilities					
Trade and other payables	**834**	**–**	**834**	**834**	**–**
2016					
Group					
Non-derivative financial liabilities					
Trade and other payables	295,273	–	295,273	295,273	–
Loans and borrowings	127,965	3.8% - 4.5%	129,989	129,989	–
	423,238		425,262	425,262	–
2016					
Company					
Non-derivative financial liabilities					
Trade and other payables	1,980	–	1,980	1,980	–

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management *cont'd*

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other prices that will affect the Group and the Company's financial position or cash flows.

(i) Currency risk

The Group and the Company are exposed to foreign currency risk on sales, purchases and borrowings 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").

Risk management objectives, policies and processes for managing the risk

Material foreign currency transaction exposures are hedged, mainly with derivative financial instruments such as forward foreign exchange contracts, on a case by case basis.

Exposure to foreign currency risk

The Group and the Company's exposure to foreign currency (a currency other than the functional currency of the Group entities) risk, based on carrying amounts as at the end of the reporting period is not material.

(ii) Interest rate risk

The Group and the Company manages its interest rate exposure by maintaining available lines of fixed and floating rate borrowings. Investments in deposits with licensed banks not significantly exposed to interest rate risk.

Exposure to interest rate risk

The interest rate profile of the Group's and the Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	Group		Company	
	2017 RM'000	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
Fixed rate instruments				
Financial assets	**481,819**	337,128	**274,280**	178,200
Financial liabilities	**(44,579)**	(50,565)	**–**	–
	437,240	286,563	**274,280**	178,200
Floating rate instruments				
Financial liabilities	**(68,550)**	(77,400)	**–**	–

30. FINANCIAL INSTRUMENTS *cont'd*

30.3 Financial risk management *cont'd*

(c) Market risk *cont'd*

(ii) Interest rate risk *cont'd*

Interest rate risk sensitivity analysis

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, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

An increase/(decrease) of 50 basis points ("bp") in interest rates at the end of the reporting period would have (decreased)/increased the profit before tax of the Group by RM343,000 (2016: RM387,000) without impact on equity. This analysis assumes that all other variables remain constant.

(iii) Other price risk

Equity price risk arises from the Group's and the Company's investment in equity securities.

Risk management objectives, policies and processes for managing securities

Management of the Group monitors the equity investments on an individual basis and are approved by the Risk Management Committee of the Group.

Equity price risk sensitivity analysis

This analysis assumes that all other variables remain constant and the Group's equity investments moved in correlation with FTSE Bursa Malaysia KLCI ("FBMKLCI").

A 10% (2016: 10%) strengthening in FBMKLCI at the end of the reporting period would have increased profit before taxation by RM3,287,000 (2016: RM1,991,600) and equity (other comprehensive income) by RM3,024,500 (2016: RM4,135,200) respectively. A 10% (2016: 10%) weakening in FBMKLCI would have had equal but opposite effect on profit before taxation and equity, respectively.

30. FINANCIAL INSTRUMENTS *cont'd*

30.4 Fair value information

The carrying amounts of cash and cash equivalents, short term receivables and payables and short term borrowings reasonably approximate fair values due to the relatively short term nature of these financial instruments. Accordingly, the fair values and fair value hierarchy levels have not been presented for these instruments.

It was not practicable to estimate the fair value of the Group's investment in unquoted shares due to the lack of comparable quoted market prices in an active market and the fair value cannot be reliably measured.

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 amounts shown in the statement of financial position.

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value					
Group 2017	**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**
Financial assets										
Investment in quoted shares	**63,116**	**–**	**–**	**63,116**	**–**	**–**	**–**	**–**	**63,116**	**63,116**
Forward foreign exchange contracts	**–**	**100**	**–**	**100**	**–**	**–**	**–**	**–**	**100**	**100**
2016										
Financial assets										
Investment in quoted shares	61,268	–	–	61,268	–	–	–	–	61,268	61,268
Forward foreign exchange contracts	–	299	–	299	–	–	–	–	299	299

30. FINANCIAL INSTRUMENTS *cont'd*

30.4 Fair value information *cont'd*

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value				Total fair value	Carrying amount
Company 2017	**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**	**RM'000**	**RM'000**
Financial assets										
Investment in quoted shares	**58,281**	**–**	**–**	**58,281**	**–**	**–**	**–**	**–**	**58,281**	**58,281**
2016										
Financial assets										
Investment in quoted shares	54,465	–	–	54,465	–	–	–	–	54,465	54,465

Derivatives

The fair value of derivatives are obtained from observable market prices in active markets, including recent market transactions and valuation techniques that include discounted cash flow models and option pricing models, as appropriate.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

31. 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 Directors monitor and are determined to maintain an optimal debt-to-equity ratio.

The debt-to-equity ratios at 30 June 2017 and 30 June 2016 were as follows:-

	Group	
	2017 RM'000	**2016 RM'000**
Total loans and borrowings	**113,129**	127,965
Less: Cash and cash equivalents	**(537,483)**	(399,503)
Net cash	**(424,354)**	(271,538)
Total equity	**1,383,463**	1,399,949
Debt-to-equity ratios	**Nil**	Nil

32. SUBSEQUENT EVENT

Subsequent to the end of the financial year, Malaysian Newsprint Industries Sdn Bhd ("MNI"), an associated company of the Company, had commenced creditors' voluntary winding-up proceeding. Arising from MNI's creditors' voluntary winding up, the Group and the Company had made a one-off full impairment provision of RM171.5 million and RM150 million respectively which is the Group's and the Company's carrying amount of investment in MNI and the amount due from MNI to the Group amounting to RM7.3 million as at 30 June 2017. Going forward, the Group is no longer required to equity account for the future results of MNI. In the event of any residual value from the liquidation process, the Group will recognise any recoveries in future periods.

33. SUPPLEMENTARY FINANCIAL INFORMATION ON THE BREAKDOWN OF REALISED AND UNREALISED PROFITS OR LOSSES

The breakdown of the retained earnings of the Group and of the Company, into realised and unrealised profits/(losses) are as follows:

	Group		Company	
	2017 RM'000	**2016 RM'000**	**2017 RM'000**	**2016 RM'000**
Total retained earnings of the Company and its subsidiaries				
- realised	**977,453**	1,001,463	**373,958**	423,262
- unrealised	**33,732**	(1,782)	**24,570**	9,988
	1,011,185	999,681	**398,528**	433,250
Total share of retained earnings of associated companies				
- realised	**56,794**	100,910	**–**	–
- unrealised	**5,675**	6,114	**–**	–
	62,469	107,024	**–**	–
Less: Consolidation adjustments	**(107,623)**	(116,542)	**–**	–
Total retained earnings	**966,031**	990,163	**398,528**	433,250

The determination of realised and unrealised profits is based on the Guidance of Special Matter No 1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants on 20 December 2010.

The disclosure of realised and unrealised profits or losses above is solely for complying with the disclosure requirements stipulated in the directive of Bursa Malaysia and should not be applied for any other purposes.

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 54 to 128 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards, and the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2017 and of their financial performance and cash flows for the financial year then ended.

In the opinion of the Directors, the information set out in Note 33 on page 129 the financial statements has been compiled in accordance with the Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by the Malaysian Institute of Accountants, and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

On behalf of the Board,

Datuk Kwek Leng San

Dato' Ahmad Johari bin Tun Abdul Razak

17 August 2017

STATUTORY DECLARATION

pursuant to Section 251(1)(b) of the Companies Act 2016

I, Chee Soo Yuen, the person primarily responsible for the financial management of Hong Leong Industries Berhad, do solemnly and sincerely declare that the financial statements set out on pages 54 to 129 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed, Chee Soo Yuen at Kuala Lumpur in the Federal Territory on 17 August 2017.

Chee Soo Yuen

Before me

Mohan A.S. Moniam
Kuala Lumpur

INDEPENDENT AUDITORS' REPORT

to the members of Hong Leong Industries Berhad

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Hong Leong Industries Berhad, which comprise the statements of financial position as at 30 June 2017 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 54 to 128.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2017, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our 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' Code of Ethics for Professional Accountants ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

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.

<table>
<tr><td colspan="2">Impairment assessment of cost of investment and amount due from associated company, Malaysian Newsprint Industries Sdn. Bhd. ("MNI")</td></tr>
<tr><td colspan="2">Refer to the accounting policy on Note 2.1 - Basis of preparation - use of estimates and judgements, Note 2.2(j)(ii) Impairment of other assets, Note 7 – Investments in associated company, to the financial statements.</td></tr>
<tr><td>The key audit matter</td><td>How the matter was addressed in our audit</td></tr>
<tr><td>The associate, MNI had on 1 August 2017, appointed an interim liquidator to commence creditors' voluntary winding-up proceedings.

This event was an impairment indicator and required the Group and the Company to carry out an impairment test to determine the extent of the impairment losses on the carrying value of their interests in and amount due from MNI. Consequently, impairment losses of RM 171.5 million and RM150 million were recognised in the profit or loss of the Group and the Company respectively.

This is a key audit matter because evaluation of impairment of the interests in MNI and the amounts outstanding was complex and required significant judgement from us to evaluate the evidence.</td><td>In this area our audit procedures included, amongst others:

• Determined the adequacy of impairment losses recognised by evaluating the uncertainties surrounding the recoverable values of the interests in and amount due from to MNI; and

• Assessed the adequacy of the Group's and the Company's disclosures.</td></tr>
</table>

INDEPENDENT AUDITORS' REPORT
(cont'd)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS *cont'd*

Key Audit Matters *cont'd*

Valuation of inventories	
Refer to the accounting policy on Note 2.1 Basis of preparation - use of estimates and judgements, Note 2.2(j)(ii) – Impairment of other assets, Note 12 – Inventories to the financial statements and Note 27 - Operating segments.	
The key audit matter	**How the matter was addressed in our audit**
Inventories are carried at the lower of cost and net realisable value. Inventories that are consumer products, specifically ceramic tiles segment are subjected to risk of obsolescence because of changes in design to meet trends. The management applied significant judgment to identify and write down slow moving and obsolete inventories to their net realisable values. This is 9 key audit matters because ceramic tile inventories was 54% of the Group's inventory balances and it required significant judgment from us to evaluate management's assessment.	We performed the following audit procedures, amongst others: • We challenged management's process in identifying inventories that were having higher risk of obsolescence and also considered whether there were elements of biasness in the process; • We challenged management's process in determining the net realisable values of these inventories by considering whether the process factored sufficient latest and reliable information of net realisable value; • We selected sample items of inventories and tested them against sale prices close to the year end.

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 Directors' Report, Chairman's Statement, Management Disclosure and Analysis and Statement on Risk Management and Internal Control (but does not include the financial statements of the Group and of the Company and our auditors' report thereon), which we obtained prior to the date of this auditors' report, and the remaining parts of the annual report, which are expected to be made available to us after that date.

Our opinion on the financial statements of the Group and of the Company does not cover the annual report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the 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 on the other information that we obtained prior to the date of this auditors' report, 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 communicated 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.

INDEPENDENT AUDITORS' REPORT
(cont'd)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS *cont'd*

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.

- 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.

INDEPENDENT AUDITORS' REPORT
(cont'd)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS *cont'd*

Auditors' Responsibilities for the Audit of the Financial Statements *cont'd*

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current 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 3 to the financial statements.

Other Reporting Responsibilities

The supplementary information set out in Note 33 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad and is not part of the financial statements. The Directors are responsible for the preparation of the supplementary information in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

KPMG PLT
(LLP0010081-LCA & AF 0758)
Chartered Accountants

Thong Foo Vung
Approval Number: 02867/08/2018 J
Chartered Accountant

Petaling Jaya,

Date: 17 August 2017

OTHER INFORMATION

1. PROPERTIES HELD BY THE GROUP AS AT 30 JUNE 2017

Location	Tenure	Existing Use	Year of Last Revaluation/ Acquisition	Approximate Area (Sq Ft)	Approximate Age of Building (Year)	Net Book Value as at 30 June 2017 (RM'000)
Lot 57 Persiaran Bukit Rahman Putra 3 47000 Sungai Buloh Selangor Darul Ehsan	Freehold	Office and factory building	1994	1,577,316	21	49,590
5 1/4 miles Jalan Kapar Rantau Panjang 42100 Klang Selangor Darul Ehsan	Freehold	Office and factory building	1982	39,463	35	701
5 1/2 miles Jalan Meru 41050 Klang Selangor Darul Ehsan	Freehold	Office and factory building	1991	871,600	26-36	22,530
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Office and factory building	1985	261,633	32	5,586
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Office and factory building	1985	1,061,775	27	4,520
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Office and factory building	1985	747,108	24	15,233
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Office and factory building	1985	256,187	8	36,321
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Warehouse	1985	907,790	22	12,834
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Warehouse	2007	418,447	21	9,082
201, Jalan Mengkibol 86000 Kluang Johor Darul Takzim	Freehold	Vacant industrial land	2014	43,560	–	793
Lot 312490, 127221, 127222 Kawasan Perusahaan Kanthan, Chemor, Perak Darul Ridzuan	Freehold	Industrial land with office and factory buildings	1990	3,159,821	26	10,220
No.12, Jalan Tandang, Petaling Jaya, Selangor Darul Ehsan	Leasehold 99 years expiring 2066	Industrial land with office and factory buildings	2000	319,730	57	18,729
Lot 52, Kawasan Perusahaan Bakar Arang, Sungei Petani, Kedah Darul Aman	Leasehold 99 years expiring 2081	Industrial land with office, store and factory buildings	2000	510,000	35	3,022

OTHER INFORMATION
(cont'd)

1. PROPERTIES HELD BY THE GROUP AS AT 30 JUNE 2017 *cont'd*

Location	Tenure	Existing Use	Year of Last Revaluation/ Acquisition	Approximate Area (Sq Ft)	Approximate Age of Building (Year)	Net Book Value as at 30 June 2017 (RM'000)
Lot 353, Kawasan Perindustrian Peringkat 2, Bandar Tenggara Kulai, Johor	Leasehold 60 years expiring 2056	Industrial land with office, store and factory buildings	2002	189,704	15	1,596
PT 30238 Mukim Setul, Nilai Industrial Estate Negeri Sembilan Darul Khusus	Leasehold 60 years expiring 2043	Industrial land with vacant office and factory buildings	1983	545,934	20	475
P.T.531 to 534 & P.T.552 to 560 Taman Panchor Industrial Area, Negeri Sembilan Darul Khusus	Leasehold 99 years expiring 2096	Vacant land	2013	1,117,627	–	4,000

2. ANALYSIS OF SHAREHOLDINGS AS AT 30 AUGUST 2017

Class of Shares : Ordinary shares
Voting Rights : 1 vote for each share held

Distribution Schedule Of Shareholders As At 30 August 2017

Size of Holdings	No. of Shareholders	%	No. of Shares*	%
Less than 100	486	14.63	10,033	0.00
100 – 1,000	1,006	30.27	720,439	0.23
1,001 – 10,000	1,331	40.05	5,128,422	1.61
10,001 – 100,000	398	11.98	12,557,665	3.93
100,001 – less than 5% of issued shares	101	3.04	62,839,216	19.67
5% and above of issued shares	1	0.03	238,217,035	74.56
	3,323	100.00	319,472,810	100.00

* Excluding 8,432,500 shares bought back and retained by the Company as treasury shares.

OTHER INFORMATION
(cont'd)

2. ANALYSIS OF SHAREHOLDINGS AS AT 30 AUGUST 2017 *cont'd*

List Of Thirty Largest Shareholders As At 30 August 2017

	Name of Shareholders	No. of Shares	%
1.	Assets Nominees (Tempatan) Sdn Bhd - Hong Leong Manufacturing Group Sdn Bhd	238,217,035	74.56
2.	AmanahRaya Trustees Berhad - Public Smallcap Fund	5,355,533	1.68
3.	Assets Nominees (Tempatan) Sdn Bhd - Exempt AN for Hong Leong Industries Berhad (ESOS)	5,109,533	1.60
4.	Citigroup Nominees (Asing) Sdn Bhd - Exempt AN for Citibank New York (Norges Bank 14)	3,486,800	1.09
5.	AmanahRaya Trustees Berhad - Public Strategic Smallcap Fund	3,140,700	0.98
6.	Assets Nominees (Tempatan) Sdn Bhd - Exempt AN for Hong Leong Industries Berhad (GHSB-ESOS)	2,534,000	0.79
7.	Assets Nominees (Tempatan) Sdn Bhd - Soft Portfolio Sdn Bhd	2,512,000	0.79
8.	Woo Khai Yoon	2,064,000	0.65
9.	Hong Bee Hardware Company, Sdn. Berhad	2,019,333	0.63
10.	Assets Nominees (Tempatan) Sdn Bhd - Exempt AN for Hong Leong Industries Berhad (HLYM-ESOS)	1,964,000	0.62
11.	Grandeur Holdings Sdn Bhd	1,900,000	0.59
12.	Citigroup Nominees (Asing) Sdn Bhd - Exempt AN for Citibank N.A Singapore (UBP SG2)	1,800,000	0.56
13.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chut Nyak Isham Bin Nyak Ariff	1,253,800	0.39
14.	Hong Leong Assurance Berhad - As Beneficial Owner (Life Par)	1,209,677	0.38
15.	AmanahRaya Trustees Berhad - PB Smallcap Growth Fund	1,061,600	0.33

OTHER INFORMATION
(cont'd)

2. ANALYSIS OF SHAREHOLDINGS AS AT 30 AUGUST 2017 *cont'd*

List Of Thirty Largest Shareholders As At 30 August 2017 *cont'd*

	Name of Shareholders	No. of Shares	%
16.	AmanahRaya Trustees Berhad - Public Index Fund	998,900	0.31
17.	Cartaban Nominees (Tempatan) Sdn Bhd - PAMB for Prulink Equity Income Fund	816,500	0.26
18.	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad - Deutsche Trustees Malaysia Berhad for Eastspring Investments Islamic Small-Cap Fund	805,600	0.25
19.	AmanahRaya Trustees Berhad - PB Islamic Equity Fund	759,100	0.24
20.	Citigroup Nominees (Asing) Sdn Bhd - GSI for Lofty Dragon Management Limited	750,000	0.23
21.	Citigroup Nominees (Asing) Sdn Bhd - CBNY for Dimensional Emerging Markets Value Fund	733,300	0.23
22.	Citigroup Nominees (Asing) Sdn Bhd - ING Bank N.V.	675,000	0.21
23.	HSBC Nominees (Tempatan) Sdn Bhd - HSBC (M) Trustee Bhd for Pertubuhan Keselamatan Sosial (AFF HWG6939-403)	667,100	0.21
24.	Tung Seok Hooi	654,200	0.21
25.	Citigroup Nominees (Asing) Sdn Bhd - CBNY for DFA Emerging Markets Small Cap Series	632,800	0.20
26.	AmanahRaya Trustees Berhad - PMB Shariah Aggressive Fund	562,700	0.18
27.	Olive Lim Swee Lian	530,000	0.17
28.	Wong Tuck Meng	529,500	0.17
29.	AmanahRaya Trustees Berhad - Public Select Treasures Equity Fund	519,400	0.16
30.	AmanahRaya Trustees Berhad - Affin Hwang Growth Fund	511,900	0.16
		283,774,011	88.83

OTHER INFORMATION
(cont'd)

2. ANALYSIS OF SHAREHOLDINGS AS AT 30 AUGUST 2017 *cont'd*

Substantial Shareholders

According to the Register of Substantial Shareholders, the substantial shareholders of the Company as at 30 August 2017 are as follows:

		Direct Interest No. of Shares	%	Indirect Interest No. of Shares	%
1.	Hong Leong Manufacturing Group Sdn Bhd	238,217,035	74.57	–	–
2.	Hong Leong Company (Malaysia) Berhad ("HLCM")	–	–	240,153,670	75.17 #
3.	YBhg Tan Sri Quek Leng Chan	–	–	243,415,670	76.19 **
4.	HL Holdings Sdn Bhd	–	–	240,153,670	75.17 *
5.	Hong Realty (Private) Limited	–	–	242,173,003	75.80 ^
6.	Hong Leong Investment Holdings Pte. Ltd.	–	–	242,173,003	75.80 ^
7.	Kwek Holdings Pte Ltd	–	–	242,173,003	75.80 ^
8.	Mr Kwek Leng Beng	–	–	242,173,003	75.80 ^
9.	Mr Kwek Leng Kee	–	–	242,173,003	75.80 ^
10.	Davos Investment Holdings Private Limited	–	–	242,173,003	75.80 ^

Notes:

\# *Held through subsidiaries.*
* *Held through HLCM.*
** *Held through HLCM and companies in which YBhg Tan Sri Quek Leng Chan and his children have interests.*
^ *Held through HLCM and a company in which the substantial shareholder has interest.*

3. DIRECTORS' INTERESTS AS AT 30 AUGUST 2017

Subsequent to the financial year end, there was no change, as at 30 August 2017, to the Directors' interests in the ordinary shares of the Company and/or its related corporations, appearing in the Directors' Report on pages 49 to 50 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016.

4. MATERIAL CONTRACTS

There are no material contracts (not being contracts entered into in the ordinary course of business) which had been entered into by the Company and its subsidiaries involving the interest of Directors, chief executives and major shareholders, either still subsisting at the end of the financial year or entered into since the end of the previous financial year pursuant to Item 21, Part A, Appendix 9C of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

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Hong Leong Industries Berhad (5486-P)
A Member of the Hong Leong Group

FORM OF PROXY

I/We____

NRIC/Passport/Company No.____

of ____

being a member of **HONG LEONG INDUSTRIES BERHAD** ("the Company"), hereby appoint ____________________

____

NRIC/Passport No.____

of ____

____

or failing him/her ____

NRIC/Passport No.____

of ____

____

or failing him/her, the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the Fifty-fourth Annual General Meeting of the Company to be held at the Theatrette, Level 1, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur on Friday, 27 October 2017 at 3.00 p.m. and at any adjournment thereof.

My/Our proxy/proxies is/are to vote on a poll as indicated below with an "X":

	RESOLUTIONS	FOR	AGAINST
1.	To approve the payment of Director fees and Directors' Other Benefits		
2.	To re-elect YBhg Dato' Dr Zaha Rina binti Zahari as a Director		
3.	To re-elect Mr Peter Ho Kok Wai as a Director		
4.	To re-elect Ms Quek Sue Yian as a Director		
5.	To re-appoint YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar as a Director and to approve YAM Tunku Dara Tunku Tan Sri Naquiah bt Almarhum Tuanku Ja'afar to continue in office as an Independent Non-Executive Director		
6.	To re-appoint Messrs KPMG PLT as Auditors and to authorise the Directors to fix their remuneration		
	Special Business		
7.	To approve YBhg Dato' Ahmad Johari bin Tun Abdul Razak to continue in office as an Independent Non-Executive Director		
8.	To approve the ordinary resolution on authority to Directors to allot shares		
9.	To approve the ordinary resolution on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature with Hong Leong Company (Malaysia) Berhad ("HLCM") and persons connected with HLCM		
10.	To approve the ordinary resolution on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature with Hong Bee Hardware Company, Sdn Berhad and Hong Bee Motors Sdn Bhd		
11.	To approve the ordinary resolution on the proposed renewal of and new shareholders' mandate for recurrent related party transactions of a revenue or trading nature with Yamaha Motor Co., Ltd and its subsidiaries		
12.	To approve the ordinary resolution on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature with Hong Leong Investment Holdings Pte. Ltd. ("HLIH") and persons connected with HLIH		

Dated this__________________________day of______________________ 2017

____________________________ ____________________________

Number of shares held Signature(s) of Member

Notes:

1. *For the purpose of determining members' eligibility to attend this meeting, only members whose names appear in the Record of Depositors as at 23 October 2017 shall be entitled to attend this meeting or appoint proxy(ies) to attend and vote on their behalf.*
2. *If you wish to appoint other person(s) to be your proxy, insert the name(s) and address(es) of the person(s) desired in the space so provided.*
3. *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.*
4. *A proxy may but need not be a member of the Company.*
5. *Save for a member who is an exempt authorised nominee, a member shall not be entitled to appoint more than two (2) proxies to attend, participate, speak and vote at the same meeting. Where a member 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. A member who is an exempt authorised nominee for multiple beneficial owners in one securities account ("Omnibus Account") may appoint any number of proxies in respect of the Omnibus Account.*
6. *Where two (2) or more proxies are appointed, the proportions of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid (please see note 9 below).*
7. *In the case where a member is a corporation, this Form of Proxy must be executed under its Common Seal or under the hand of its Attorney.*
8. *All Forms of Proxy must be duly executed and deposited at the Registered Office of the Company at Level 9, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for holding of the meeting or adjourned meeting.*
9. *In the event two (2) or more proxies are appointed, please fill in the ensuing section:*

Name of proxies	*% of shareholdings to be represented*

10. *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the Fifty-fourth Annual General Meeting will be put to a vote by way of a poll.*

Fold this flap for sealing

Then fold here

AFFIX
STAMP

The Company Secretaries
Hong Leong Industries Berhad (5486-P)
Level 9, Wisma Hong Leong
18 Jalan Perak
50450 Kuala Lumpur
Malaysia

1st fold here

Hong Leong Industries Berhad (5486-P)
Level 9, Wisma Hong Leong
18 Jalan Perak, 50450 Kuala Lumpur
Tel : 03-2164 2631
Fax : 03-2164 2514

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