

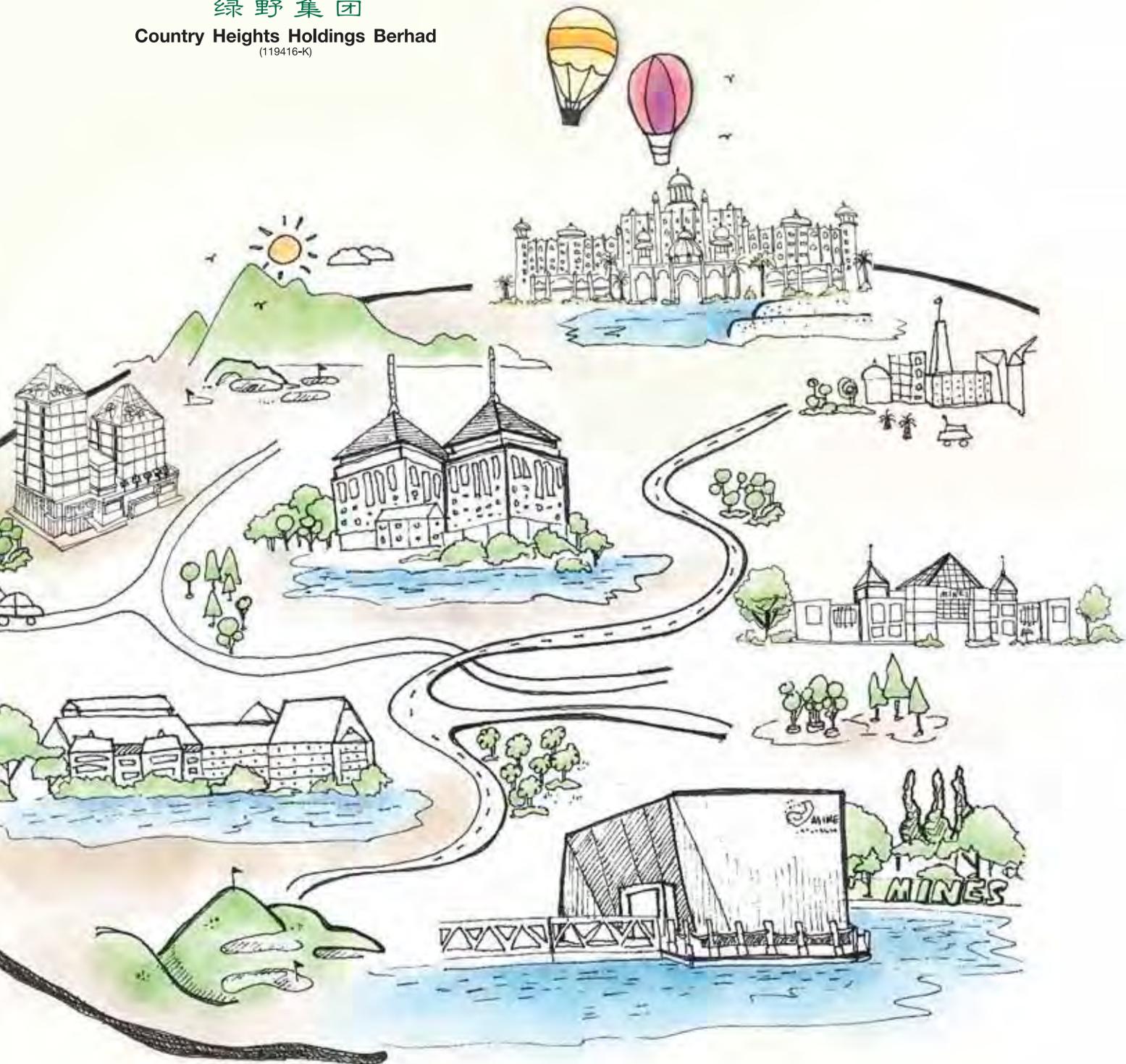
Ever Searching for Better Living



绿野集团

Country Heights Holdings Berhad

(119416-K)



Pioneering A Regional Wellness Hub

annual report 2014

OUR VISION

Ever Searching for Better Living!

OUR MISSION

**It's all about meaningful
innovative creations!**

OUR VALUES

**The values to govern our way of
doing business and branding:-**

- **Love**
 - **Quality**
 - **Style**
 - **Nature**
 - **Excellence**
-

COMPANY PROFILE

Country Heights Holdings Berhad ("CHHB") is a public listed conglomerate with subsidiaries in property development and investments, hotel and resort management, healthcare, event planning and exhibitions, education and timeshare. CHHB was listed on the Main Market of the Bursa Malaysia Securities Berhad on 18 February 1994.

Our largest development is the MINES Wellness City, where a once deserted open cast tin-mining lake was transformed into a sprawling hive of greenery and activities. Many of our award-winning projects, such as Palace of the Golden Horses, MINES Waterfront Business Park and MINES Exhibition Centre (MIECC) were developed around this now majestic lake. In CHHB, we take pride in our people, our Company and our developments.

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We are the CHampS!

Country Heights AMazing PeopleS!

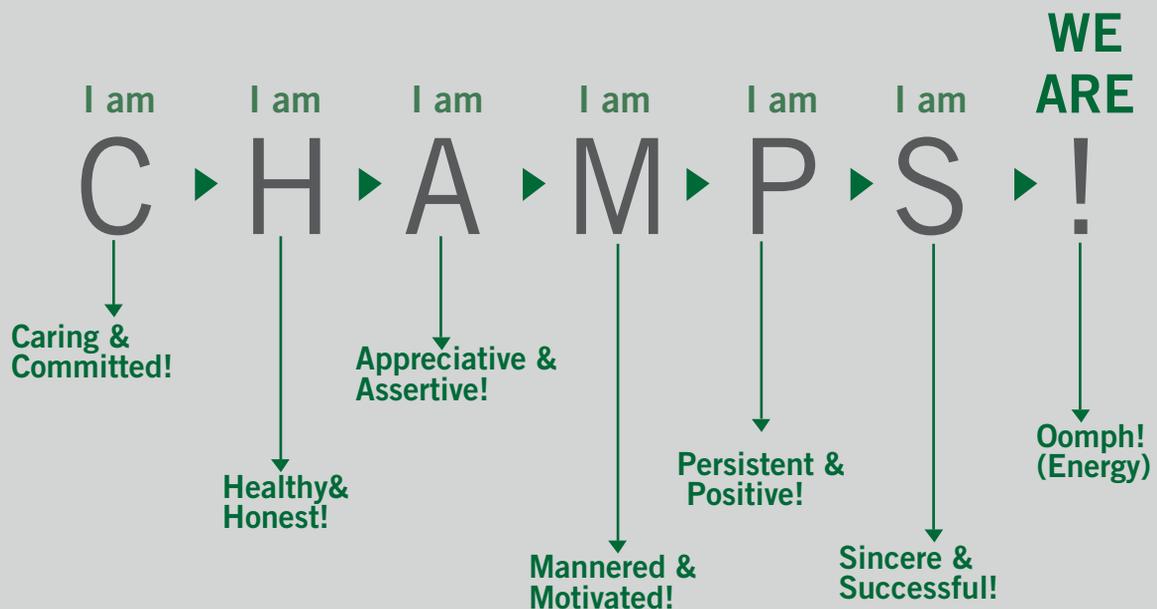
(Plural of people, Def: a body of persons that are united by a common culture, tradition, or a sense of kinship)

Country Heights understands that to be able to gain competitive edge and to maintain sustainability, Human Development is a crucial foundation. Since 2012, Country Heights has transformed its Human Resource initiatives in formulating systematic programmes for its employees towards a purposeful and effective workforce.

“CHampS!” The coining of a name is to create a common identity among all employees under different business units towards one goal, one culture and one direction.

CHampS! is aimed to create unity, inclusiveness and heightened energy among the approximately 1,200 workforce within the group. Each CHampS! abides the common values of caring, committed, healthy, honesty, appreciative, assertive, mannered, motivated, persistent, positive, sincere and successful as a guide in one’s individual conduct in the working environment.

All employees working within the group is recognised as a CHampS!



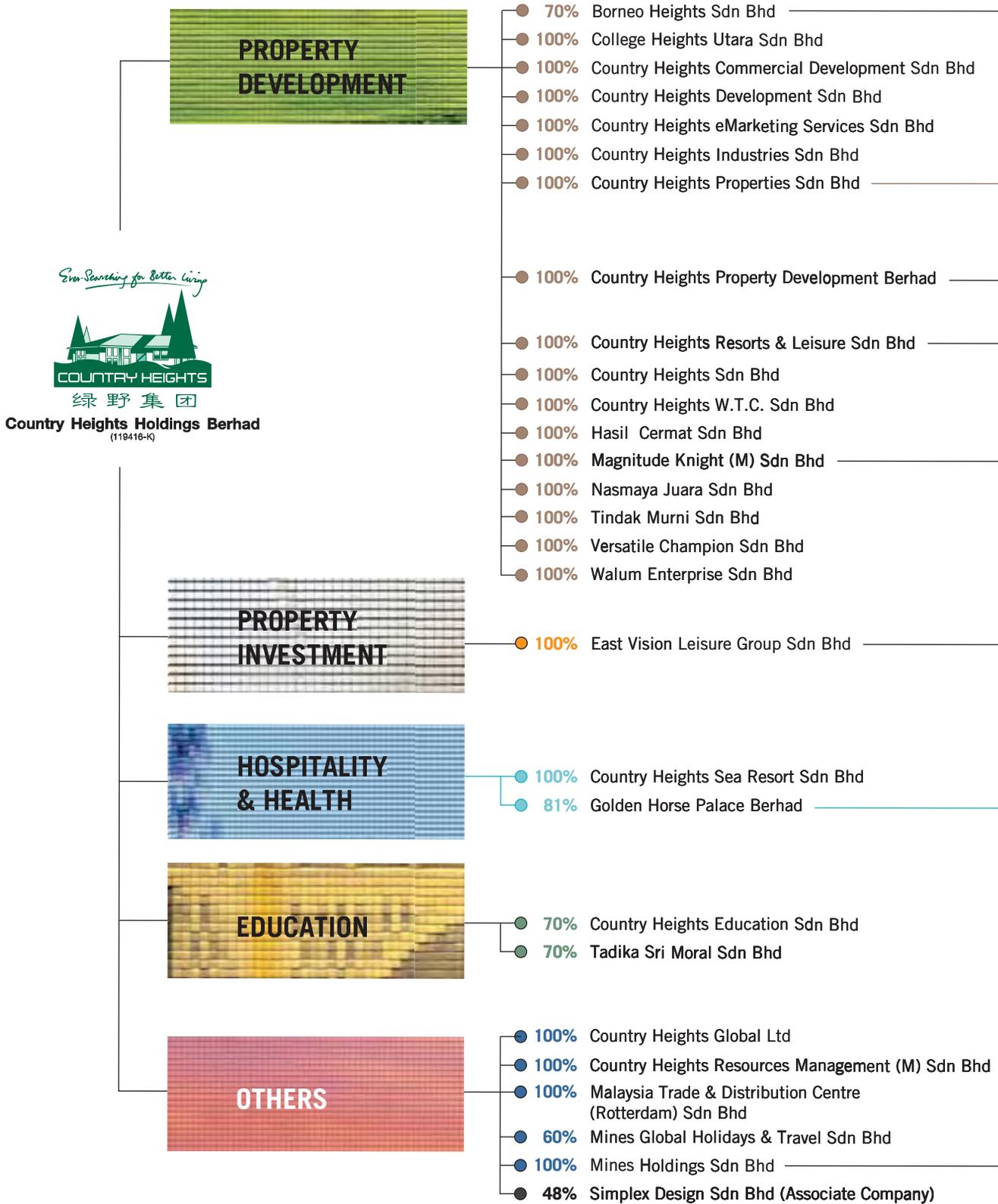
BOARD OF DIRECTORS**General Tan Sri (Dr) Mohamed Hashim
Bin Mohd Ali (Rtd)***Chairman, Independent Non-Executive
Director***Tan Sri Lee Kim Tiong @
Lee Kim Yew***Deputy Chairman, Non-Independent
Non-Executive Director***Lee Cheng Wen***Group Chief Executive Officer,
Non-Independent Executive Director***Academician Tan Sri Emeritus Professor
Datuk Dr Ong Soon Hock***Independent Non-Executive Director***Nik Hassan Bin Nik Mohd Amin***Independent Non-Executive Director***Chew Chong Eu***Independent Non-Executive Director***AUDIT & RISK MANAGEMENT
COMMITTEE****Nik Hassan Bin Nik Mohd Amin***Chairman***General Tan Sri (Dr) Mohamed Hashim
Bin Mohd Ali (Rtd)****Academician Tan Sri Emeritus Professor
Datuk Dr Ong Soon Hock****Chew Chong Eu****NOMINATION COMMITTEE****General Tan Sri (Dr) Mohamed Hashim
Bin Mohd Ali (Rtd)***Chairman***Academician Tan Sri Emeritus Professor
Datuk Dr Ong Soon Hock****Nik Hassan Bin Nik Mohd Amin****REMUNERATION COMMITTEE****Academician Tan Sri Emeritus Professor
Datuk Dr Ong Soon Hock***Chairman***General Tan Sri (Dr) Mohamed Hashim
Bin Mohd Ali (Rtd)****Tan Sri Lee Kim Tiong @ Lee Kim Yew****Nik Hassan Bin Nik Mohd Amin****COMPANY SECRETARY**

Wong Sook Ping (MAICSA 0761491)

REGISTERED OFFICE8th Floor, Block A,
Mines Waterfront Business Park
No. 3, Jalan Tasik, Mines WellNess City
43300 Seri Kembangan
Selangor Darul Ehsan
Tel : 603-8943 8811
Fax : 603-8941 1470**REGISTRAR**Shareworks Sdn Bhd
No. 2-1, Jalan Sri Hartamas 8
Sri Hartamas
50480 Kuala Lumpur
Tel : 603-6201 1120
Fax : 603-6201 3121**Auditors**Deloitte
Chartered Accountants
Level 16, Menara LGB
1 Jalan Wan Kadir
Taman Tun Dr. Ismail
60000 Kuala Lumpur**Principal Bankers**CIMB Bank Berhad
Malayan Banking Berhad
RHB Bank Berhad
OCBC Bank (Malaysia) Berhad
Public Bank Berhad
Bank of China (Malaysia) Berhad
Malaysia Building Society Berhad**Solicitors**Yip & Co
Richard Talalla & Harun
Arif & Hakim
Lee Partnership
Ming, Yee & Co
Arianti Dipendra Jeremiah
Kevin & Co
Lee Perara & Tan
Raja, Darryl & Loh
Abdullah & Teoh
Soo Thien Ming & Nasrah
Syeliza & Partners
Chua Halim & Co
Mutalib Wan & Co
Adam Bachek & Associates
Sio & Ting
C.S Tang & Co
Saha & Associates
Norashikin Yong & Partners
Iqbal Hakim, Sia & Voo
Azwar & Associates
Alan Tan & Lee**Stock Exchange Listing**Main Market of Bursa Malaysia Securities
Berhad**Website**

www.countryheights.com

GROUP STRUCTURE



GROUP
STRUCTURE

● 100% Borneo Highlands Hornbill Golf & Jungle Club Berhad

● 100% Country Heights Development Melaka Sdn Bhd ● 100% Country Heights Facility Management Sdn Bhd

● 100% Country Heights Pangsa Rakyat Sdn Bhd

● 100% Mega Palm Sdn Bhd

● 100% Endless Gain Sdn Bhd

● 100% Profound Concept Sdn Bhd

● 100% Mines Premium Sdn Bhd

● 100% Country Heights Pecanwood Boat Club (Pty) Ltd

● 100% Country Heights Pecanwood Golf & Country Club (Pty) Ltd

● 100% Mines International Exhibition Centre Sdn Bhd ● 100% Mines Events Sdn Bhd

● 100% Mines Shopping Fair Sdn Bhd

● 100% Mines Waterfront Business Park Sdn Bhd

● 100% Mines Marketing Sdn Bhd ● 50% Mines Global Holidays Sdn Bhd

● 70% Country Heights Health Tourism Sdn Bhd ● 100% GHHS Wellness Sdn Bhd

● 100% KHU Property Management Sdn Bhd

● 100% Kin No Uma Sdn Bhd

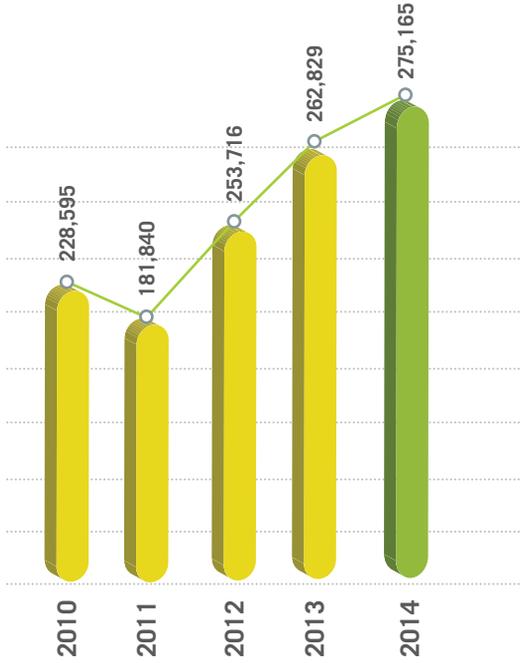
● 100% Mines Wellness Hotel Berhad

● 100% Timbang Makmur Sdn Bhd

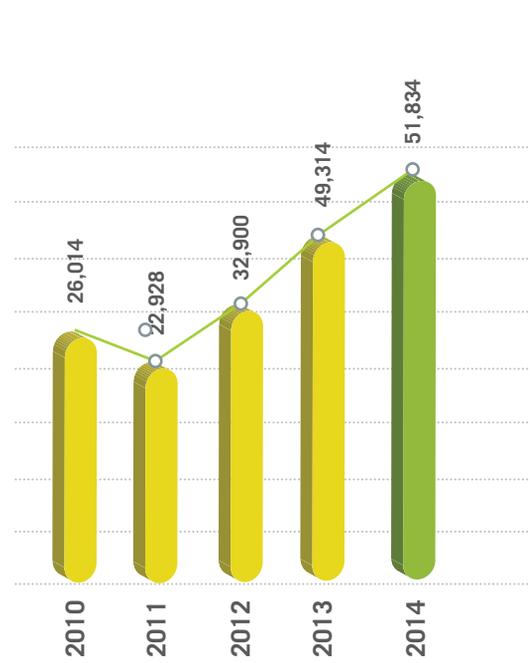
● 100% WIEXP0 Sdn Bhd

FIVE-YEAR GROUP FINANCIAL HIGHLIGHTS

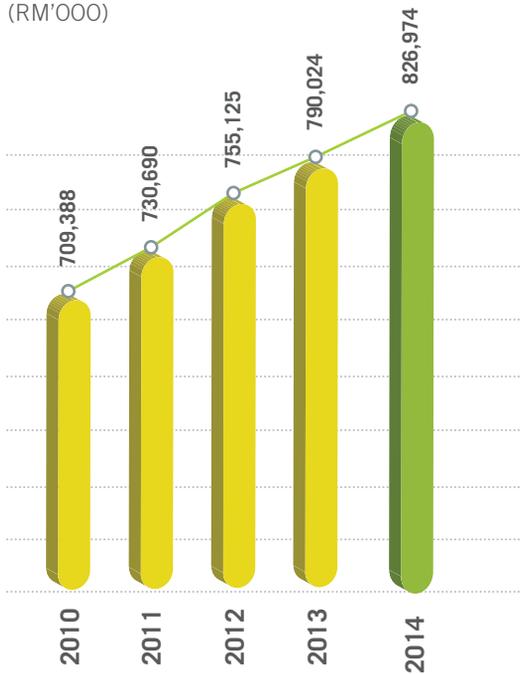
REVENUE (RM'000)



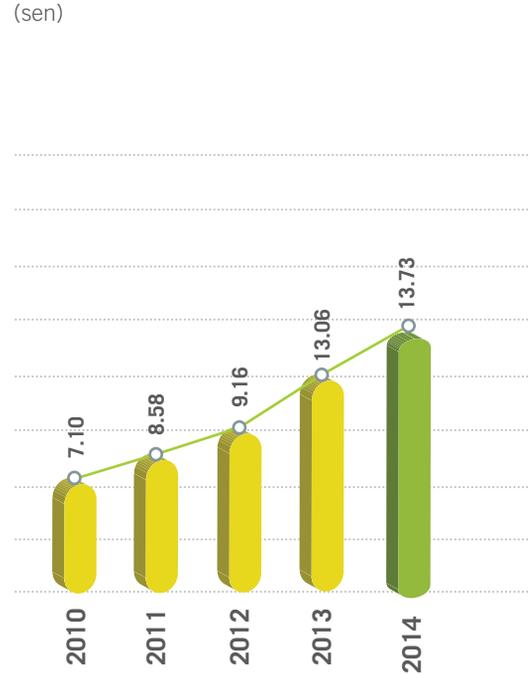
PROFIT/(LOSS) BEFORE TAXATION (RM'000)

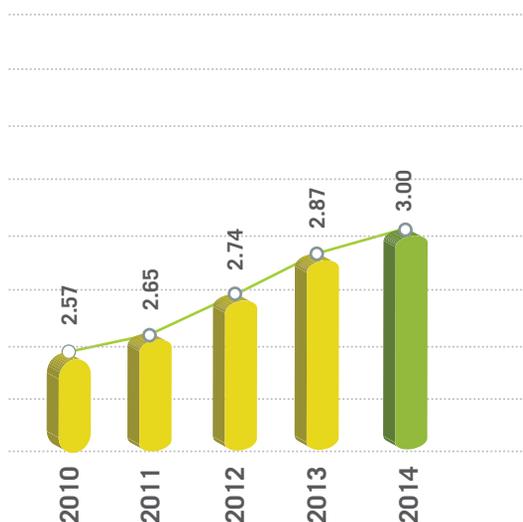


SHAREHOLDERS' FUNDS (RM'000)



BASIC EARNINGS/(LOSS) PER SHARE (sen)



FIVE-YEAR GROUP
FINANCIAL HIGHLIGHTSNET ASSETS PER SHARE
(RM)RETURN ON EQUITY
(%)

	2014 RM'000	2013 RM'000	2012 RM'000	2011 RM'000	2010 RM'000
Revenue	275,165	262,829	253,716	181,840	228,595
Profit/(Loss) before taxation	51,834	49,314	32,900	22,928	26,014
Profit/(Loss) after taxation	37,329	35,112	25,757	23,542	17,976
Net Profit/(Loss) Attributable to Shareholders	37,851	36,016	25,253	23,650	19,570
Total Assets	1,351,527	1,362,235	1,397,881	1,384,547	1,452,718
Total Liabilities	498,077	545,304	614,945	626,550	715,915
Share Capital	275,707	275,707	275,707	275,707	275,707
Reserves	551,413	514,317	479,418	454,983	433,681
Shareholders' Funds	826,974	790,024	755,125	730,690	709,388
Basic Earnings/(Loss) Per Share (sen)	13.73	13.06	9.16	8.58	7.10
Net Assets Per Share (RM)	3.00	2.87	2.74	2.65	2.57
Return on Total Assets (%)	2.80	2.64	1.81	1.71	1.35
Return on Equity (%)	4.58	4.56	3.34	3.24	2.76
Gearing (Net Debt/Equity)	0.19	0.24	0.32	0.36	0.39

PROFILE OF BOARD
OF DIRECTORS**GENERAL
TAN SRI (DR)
MOHAMED
HASHIM BIN
MOHD ALI (RTD)***Independent
Non-Executive
Chairman,
Malaysian,
80 years of age*

General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) was appointed Chairman of Country Heights Holdings Berhad on 20 August 1993. He is also the Chairman of the Nomination Committee and a member of the Remuneration and Audit & Risk Management Committees of the Board.

He holds a Diploma in Advance Business Management from Harvard Business School. He was conferred the Honorary Doctorate by the University of Salford, United Kingdom in 1999 and the Honorary Doctorate by the Malaysian National Defence University in October 2012. He is a member of the Selangor Royal Court (Ahli Dewan DiRaja Selangor) since 1 January 2005.

Prior to his entry into the corporate world, General Tan Sri (Dr) Mohamed Hashim bin Mohd Ali (Rtd) was the Chief of Defence Forces in the Malaysian Armed Forces where he chalked up 40 years of dedicated service. During his tenure in the Malaysian Armed Forces, he had initiated the re-organisation and modernisation of the Army.

He is the Chairman of Ajinomoto (Malaysia) Berhad and Datasonic Group Berhad. He is currently the Chairman of the Southeast Asian Association of Glutamate Science ("SEAAGS"). The member countries are Thailand, Indonesia, Philippines, Vietnam and Malaysia. He also sits on the Board of Institute of Strategic and International Studies ("ISIS"), Borneo Highlands Hornbill Golf & Jungle Club Berhad, Mines Resort Berhad, Mines Excellence Golf Resort Berhad as well as some other private companies.

He is deemed interested in certain related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Group.

PROFILE OF BOARD
OF DIRECTORS**Y. BHG. TAN SRI
LEE KIM TIONG @
LEE KIM YEW***Deputy Chairman
Malaysian,
60 years of age*

Tan Sri Lee Kim Tiong @ Lee Kim Yew, the founder of Country Heights Holdings Berhad, was first appointed to the Board on 1 October 1986. He is also a member of the Remuneration Committee of the Board.

Tan Sri Lee Kim Tiong @ Lee Kim Yew is an established businessman and an innovative entrepreneur who has stamped his mark in many industries. He has over 30 years of vast experience in residential, industrial park, hotel and leisure, commercial and recreation projects. His strong business acumen and visionary leadership are the key ingredients which led to the Group's successful completion of several highly acclaimed projects. Country Heights Damansara and Borneo Highlands Resort have won the "Highly Commended - Best Development Malaysia" and "Highly Commended - Best Golf Development Malaysia" respectively in the Asia Pacific Residential Property Awards in association with Bloomberg Television 2010. Country Heights Holdings Berhad was awarded "BestBrands Conglomerate Awards 2010-2011".

His magnificent development by transforming the World's largest excavated tin mine into a flagship development with breathtaking landmarks such as Palace of the Golden Horses, MINES Wellness Hotel, MINES Waterfront Business Park, MINES Exhibition Centre (MIECC), MINES Wonderland and Mines Resort & Golf Club that has earned "The Mines Resort City" the National Creativity & Innovation Award by the Malaysian Design Technology Centre in 2004.

In recognition of his immeasurable contribution to the property development and hospitality industry in Malaysia, Tan Sri Lee Kim Tiong @ Lee Kim Yew has been bestowed with the "Lifetime Achievement Award" in the 2008 Technology Business Review ASEAN Awards.

In 2014, Tan Sri Lee Kim Tiong @ Lee Kim Yew was appointed as Advisor to Country Heights Holdings Berhad and its Group of Companies to provide advisory service on the Group's strategic business development, specifically in overseas expansion.

He also sits on the Board of Golden Horse Palace Berhad, Mines Excellence Golf Resort Berhad, Mines Resort Berhad and several other private companies.

Tan Sri Lee Kim Tiong @ Lee Kim Yew is the father of Ms. Lee Cheng Wen, Non-Independent Executive Director of the Company.

In view of his direct interest in Country Heights Holdings Berhad and substantial shareholdings in Golden Touch Venture Sdn Bhd, he is deemed interested in certain related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Group.

PROFILE OF BOARD
OF DIRECTORS**LEE CHENG WEN**

*Group CEO
Non-Independent
Executive Director
Malaysian,
29 years of age*



Ms. Lee Cheng Wen was appointed to the Board on 1 October 2009.

Ms. Lee Cheng Wen officially joined Country Heights Holdings Berhad on 7 July 2008. She was attached with the Managing Director's office prior to her post in managing Country Heights Damansara. During her tenure there, she managed to elevate sales and improve the overall financial stability of the division. In June 2009, she was appointed as the General Manager of Palace of the Golden Horses. She turned around the profitability of a few divisions in Palace of the Golden Horses and her portfolio organically grew to oversee the hospitality and health division. She was then re-designated to Chief Executive Officer of Country Heights Hospitality and Health Division.

Under her portfolio, the Hospitality and Health Division became the second major revenue contributor in Country Heights Holdings Berhad. In line with the Company's vision of "Ever Searching for Better Living", she has also spearheaded the project to transform Mines Resort City to Mines Wellness City, an innovative enhancement on the group's flagship project. In June 2011, she was re-designated to Group Chief Executive Officer of Country Heights Holdings Berhad.

Ms. Lee Cheng Wen graduated with a Bachelor of Science in Corporate Finance and Organisational Management from the University of Southern California, United States. She also holds a Diploma in Advance Technology from University of Cambridge, United Kingdom.

Prior to joining Country Heights, Ms. Lee Cheng Wen interned at Goldman Sachs and various non-profit organisations. Her analytical skills and strong leadership talent also made her the sole delegate for Malaysia in the Global Young Leaders Summit for 2004 and 2005 in the US and Europe.

She also sits on the Board of Golden Horse Palace Berhad, Borneo Highlands Hornbill Golf & Jungle Club Berhad, Mines Excellent Golf Resort Berhad and Country Heights Timeshare Berhad.

Ms. Lee Cheng Wen is the daughter of Tan Sri Lee Kim Tiong @ Lee Kim Yew, Deputy Chairman of Country Heights Holdings Berhad.

She is deemed interested in certain related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Group.

PROFILE OF BOARD
OF DIRECTORS**Y. BHG.
ACADEMICIAN
TAN SRI
EMERITUS
PROFESSOR
DATUK DR ONG
SOON HOCK***Independent Non-
Executive Director
Malaysian,
81 years of age*

Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock joined the Board on 20 August 1993. He also serves as the Chairman of the Remuneration Committee and a member of the Nomination and Audit & Risk Management Committees of the Board.

He is a former Director of Malaysian-American Commission on Educational Exchange ("MACEE"), an Adjunct Professor at University of Malaya and Sunway University, a member of International Advisory Council, University Tunku Abdul Rahman and University Technology Petronas and an Emeritus Professor of University Science Malaysia.

He is a graduate of University of Malaya with a Master in Chemistry and a PhD in Organic Chemistry of University of London King's College. He has remarkable achievements in both academic and scientific fields and is internationally recognised in the field of lipid chemistry with over 45 years of research and development experience. He has 16 patents in the technology of palm oil to his credit, and has published more than 400 research articles.

His long and distinguished career included stints as Council Member of the International Federation of Inventors' Associations, Founder President of Malaysian Senior Scientists Associations, Founder Editor-in-chief of *Elaeis-International Journal of Oil Palm Research and Development*, Founder President of the Malaysia Oil Scientists' and Technologists' Association ("MOSTA") and Founder President of Malaysian Invention and Design Society ("MINDS").

He had served as an Advisor to the Confederation of Scientific and Technological Associations in Malaysia ("COSTAM"). He is a senior fellow of the Academy of Sciences Malaysia.

He has been bestowed several awards for his invaluable contribution. His many awards include the Malaysian Scientific Association Golden Jubilee Award in oil palm research in 2005, Distinguished Science Alumni Award in 2006 from National University of Singapore, Honorary Medal and Certificate from Cosmonautics Federation of Russia, Senior Citizens Golden Years' Award in 2007, BIM Award of Excellence (Pure & Applied Sciences) in 2008 and International Federation of Inventors' Associations Outstanding Service Medal Award in 2008. He has been elected as Fellow of King's College London in 2011.

Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock was also awarded the Palm Oil Industry Leadership Award ("PILA") in July 2011. He was the recipient of the prestigious Merdeka Award in October 2012 for outstanding contribution to the research and development of the chemistry and technology of palm oil and for his significant role in advocating and promoting the Malaysian palm oil industry to the world. More recently, in May 2014, he received an award from the Oxygen Club of California for being "Pioneer in Tocotrienol Research".

Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock has no directorship in other public listed companies.

PROFILE OF BOARD
OF DIRECTORS

**NIK HASSAN BIN
NIK MOHD AMIN**
*Independent Non-
Executive Director
Malaysian,
66 years of age*



Encik Nik Hassan Bin Nik Mohd Amin was appointed to the Board on 29 April 2008. He also serves as the Chairman of the Audit & Risk Management Committee and a member of the Remuneration and Nomination Committees of the Board.

He is an alumnus of University of Malaya where he graduated with a Bachelor in Economics. In 1971, he started his banking career with a local commercial bank and has spent more than 35 years in the banking and financial services sector.

Having worked in various senior capacities with the local commercial bank such as Chief Executive Officer and Executive Director of BBMB Securities Sdn Bhd, Chief Executive of BBMB Factoring Berhad, Executive Director and Chief Executive of Bumiputra Merchant Bankers Berhad as well as Director of various financial subsidiaries of Bumiputra-Commerce Bank Berhad, Encik Nik Hassan Bin Nik Mohd Amin has gained invaluable hands on experience in commercial banking, stock broking, factoring and merchant banking.

From 2003 until his retirement, he was the Senior Executive Vice President of Corporate Banking Treasury and International Banking Division of Bumiputra-Commerce Bank Berhad. He is also a Director of Agensi Kaunseling dan Pengurusan Kredit ("AKPK").

Encik Nik Hassan Bin Nik Mohd Amin also sits on the Board of Golden Horse Palace Berhad and Business Leap (M) Berhad.

PROFILE OF BOARD
OF DIRECTORS**CHEW CHONG EU**

*Independent Non-Executive Director
Malaysian,
53 years of age*



Mr. Chew Chong Eu was appointed to the Board on 29 April 2008. He is also a member of the Audit & Risk Management Committee of the Board.

Mr. Chew Chong Eu is a Chartered Accountant. He graduated with a Bachelor of Commerce from the University of Canterbury and is a member of the Malaysian Institute of Accountants, Institute of Chartered Accountants in Australia and New Zealand Institute of Chartered Accountants.

He has over 30 years of experience in insolvency and financial rescue in Malaysia and Australia. He is also actively involved in providing professional advice to various Australian companies looking to invest in Asia and vice-versa. He also has experience in audit, tax, and management consultancy services. His industry experience includes hotel and tourism, transportation, printing and manufacturing, retail and property development.

He has also acted as Head of Corporate Finance for Schrodgers Advisory Services and Perdana Merchant Bankers Berhad. Whilst in service, he successfully assisted companies in various industries to restructure for the purpose of initial public offerings, completed equity, debt or equity-linked capital raising exercises, in addition to being involved in several reverse take-over and privatisation exercises, and the valuation of a wide range of assets including infrastructure projects, licenses and other intangibles.

In 2000, Mr. Chew Chong Eu entered into a joint venture with BDO Binder and formed BDO Capital Consultants Sdn Bhd ("BDO Capital"), the corporate finance and insolvency division of BDO Binder. He was appointed as the Chief Executive Officer of BDO Capital, where he took on appointments in corporate advisory for debt restructuring and turnaround exercises of several public listed and private companies.

In 2005 until present, together with a number of his colleagues from BDO Capital, he established Covenant Equity Consulting Sdn Bhd, to provide quality corporate finance and advisory services with a personal touch across the Asia Pacific Region. In 2009, he was appointed as the Quality Control Director of PKF Malaysia, a member of PKF International, one of the world's top ten accounting and business advisory organisation. Mr. Chew Chong Eu was also appointed as the Regional Director of PKF International for the Asia Pacific Region for 2012/2013.

Mr. Chew Chong Eu has no directorship in other public listed companies.

Note:-

1. Save as disclosed above, none of the Directors has:-

- (i) any family relationship with any Directors and/or Major Shareholders of the Company
- (ii) any conflict of interest with the Company

2. Conviction for Offences

None of the Directors has been convicted for offences within the past 10 years other than traffic offences

3. Attendance of Board Meetings

The attendance of the Directors at Board of Directors' Meetings is disclosed in the Statement on Corporate Governance

PROFILE OF
SENIOR MANAGEMENT**FATIMAH ABD WAHAB**

*Chief Executive Officer,
Property Division*

Fatimah Abd Wahab holds a Master of Business Administration degree from Ohio University, USA and a Bachelor Degree in Science & Business Administration from the University of Southern Mississippi, USA majoring in Accounting. She brings with her over 30 years of experience in audit, risk management, finance, insurance and property development.

Prior to joining Country Heights Group in March 2012, Fatimah Abd Wahab served as Chief Operating Officer at both Maju Group and MK Land Holdings Berhad. She is well known throughout the property development community for her broad based networking, marketing strategies and for her ability to secure and close several key transactions for the Group.

She enjoys a well-rounded career in finance, audit and risk management that dates back to 1989 when she was an auditor with KPMG Peat Marwick and Ernst & Young. She moved from audit to the insurance industry in 1993; later to resign her insurance career as Vice President of Corporate and Financial Services with MNI Insurance Berhad.

In 2005, seeking a greater challenge, Fatimah Abd Wahab ventured into property development with MK Land Holdings Berhad as their Group Internal Auditor. In 2008, she was recognised for her knowledge and abilities within the industry and was promoted to Chief Operating Officer for the Group.

Fatimah Abd Wahab was Chief Operating Officer for Maju Group from 2010 to 2012. When the opportunity arose, she resigned from Maju Group to extend her career in Country Heights Group.

Fatimah Abd Wahab was the Chief Operating Officer of the Property Development Division of Country Heights Group and was then re-designated to Chief Executive Officer of the Property Division (Property Development and Property Investment) on 1 April 2014. As the Chief Executive Officer, she is responsible for the day-to-day operations as well as the overall performance of the Property Division of Country Heights Group.

**LEE SOW LIN, MICHELE**

Chief Investor Relations

Lee Sow Lin, Michele holds a Bachelor of Economics Degree from Monash University, Melbourne, Australia. She brought with her a wealth of experience in the financial and banking industry. Lee Sow Lin, Michele was previously attached to the Hong Leong group for 15 years holding various senior positions in commercial, corporate banking and branch operations. In Hong Leong Finance, Lee Sow Lin, Michele was spearheading the overall real estate lending in Malaysia where she led and manages project financing and lending to property companies.

In Hong Leong Bank, Lee Sow Lin, Michele was part of the core team that led the commercial banking functions after acquiring the MUI Bank. Lee Sow Lin, Michele was also involved in branch operations and corporate banking.

Lee Sow Lin, Michele later joined YBhg Tan Sri Lee Kim Yew's private arm in December 1999 where she was involved in managing his personal companies gearing and funding requirements including overseeing his companies corporate finance matters.

Subsequently in March 2004, Lee Sow Lin, Michele joined the board of CHHB and is also a member of its executive committee. Lee Sow Lin, Michele was responsible in steering the restructuring of certain debts of the group ie the Cumulative Redeemable Preference Shares (CRPS) which involved the issuance of Redeemable Convertible Secured Loans Stock (RCSLS Series A & B). She was also instrumental in getting CapitaLand Singapore to purchase the Mines Shopping Mall for the settlement of the loan stock RCSLS Series A & B.

In her present position as Chief Investor Relations, Country Heights Holdings Group, Lee Sow Lin, Michele Lin is responsible to identify prospects and drive strategic partnership for the Group's Mines Wellness City project as well as working closely with all investors, bankers and stakeholders across Country Heights Group of Companies for all relevant communications materials and international road shows. Apart from this, she will also be on hand to assist in any corporate exercises.

PROFILE OF
SENIOR MANAGEMENT**RICKY YIP CHUN MUN**

*Chief Sales Officer,
Membership & Tourism Division*

Ricky Yip Chun Mun is a holder of Bachelor of Administrative Studies from York University, Toronto, Canada.

He is currently the Chief Executive Officer of Palace Vacation Club and Mines Global Holidays Sdn Bhd (inbound travel agency). He is also the Chief Sales Officer for Country Heights Group – Tourism and Membership Division, responsible for recruitment of membership for timeshare, health screening and Traditional Chinese Medicine. He is currently the Vice Chairman of the Malaysian Holiday Timeshare Developers' Federation (MHTDF). He has over 25 years of experience in the Malaysian timeshare industry.

Ricky Yip Chun Mun started Mines Marketing Sdn Bhd, a marketing agency for Country Heights Group in January 1999 as Director and General Manager and has since marketed a variety of products including Palace Vacation Club, Palace Health Sanctuary, Mines TCM, Mines Golf membership, Hornbill Golf membership, Dignitaries Club and Heritage Serviced Residences. To-date, he has sold to over 30,000 members with a sales volume of over RM500 million in total.

His other accomplishments include conceptualising and marketing the 1st in Malaysia oil palm farm sharing investment scheme named Country Heights Growers Scheme to over 10,000 investors with a sales volume of RM215 million. He had previously marketed and led the sales and marketing teams of Palace of the Golden Horses, Mines Wellness Hotel and Borneo Highlands Resort. On the tourism business, he has developed and marketed tourism products such as medical & golf tourism, education program, property and "Malaysia My Second Home" program, and tours with hotel packages specifically targeted to the Middle East, China, Korea & Japan, and Indonesia markets.

**EUSEBIUS SAMM**

*Senior General Manager,
Hospitality Division*

Eusebius Samm joined Palace of the Golden Horses in 2008 as the Food & Beverage Director. He was then appointed as the Resident Manager of Mines Wellness Hotel and subsequently promoted to General Manager of Mines Wellness Hotel in 2011 due to his impressive track record. In 2013, he was re-designated as the Senior General Manager, Hospitality Division of Country Heights Group, overseeing Palace of the Golden Horses, Mines Wellness Hotel, Borneo Highlands Resorts and Country Heights Resort and Leisure.

A graduate in Hotel Management from Stamford College and Strategic Hospitality Management from Cornell University, he has worked in the hotel industry for the past 29 years. He has nearly three decades of experience managing as well as advising on operations of the hospitality industry.

Over the years, Eusebius Samm received various commendations for handling top dignitary events like the Royal Wedding and the OIC International Conference. He has also successfully turned a non-profit making hotel into a profitable one within six months of embarking on the role. He first started his career by being a part of a few hotels' pre-opening team and has grown in experience ever since in both local and international soil having spent a few years in Vietnam.

Given his extensive experiences and connections in the hospitality industry, and in his role as Senior General Manager, Eusebius Samm is responsible in overseeing all the operations of the Group's hospitality division. He will also spearhead special projects for the Group that are in line with the development of Mines Wellness City.

PROFILE OF
SENIOR MANAGEMENT**ADELINE CHONG AI WEN**

*General Manager,
Group Human Resources*

Adeline Chong Ai Wen holds the portfolio as General Manager, Group Human Resources and is responsible for the overall management of human capital, internal communications as well as driving talent management, leadership development and creating a pool of future leaders drawn from local talent.

Adeline Chong Ai Wen joined Country Heights Group in January 2012, bringing along with her over 15 years of experience in Malaysia and overseas. Prior to joining Country Heights Group, she was attached with Maxis Communications Berhad. Before that, she spent five years in a regional role as Senior Manager, Group Human Resources at Wasco Energy Group of Companies, an oil & gas services company under Wah Seong Corporation Berhad, where she had impressive proven records of streamlining operations, designing and developing effective compensation and benefits model throughout Malaysia and other regions which include Singapore, Indonesia, China, Thailand, Australia and UAE.

Adeline Chong Ai Wen has also held senior positions in retail and consulting companies such as DeGem Berhad, Omni View Consultancy and AIG-Software International JV Sdn Bhd. She holds a Bachelor degree in Business Administration and graduated from the Institute of Chartered Secretaries & Administrators, United Kingdom.

**LEE CHENG NI DIANI**

*General Manager,
Branding and Communications*

Lee Cheng Ni Diani officially joined Country Heights Group on 1 August 2011 as Special Projects Manager under the Deputy Chairman's Office, where she was tasked to oversee business operations for Mines Resort Berhad and the investment portfolio of Country Heights Australia Ltd Pty.

On 18 January 2013, she was appointed to the position General Manager of Corporate Group Marketing and Communications (now known as Branding and Communications) for Country Heights Group. Day-to-day, she oversees and coordinates communication outputs for the Company, ensuring all company messaging strategies efficiently deliver core messages of the Brands under Country Heights Group.

Her forte in managing communication relations as well as keeping up with the market trends in marketing and communications will lead initiatives to align with Country Heights' corporate image, maximise its exposure to the public and continue to raise awareness.

Lee Cheng Ni Diani obtained her Bachelor of Science with honors in International Relations and Global Business from the University of Southern California, United States. She is also an accomplished national athlete for Malaysia, competing in Equestrian Dressage, with medals from international competitions such as Asian Games and SEA Games.

**CHAN MUN WAH**

*General Manager,
Group Finance*

Chan Mun Wah is the General Manager, Group Finance and he joined the Country Heights Group in 2011.

Chan Mun Wah has over 25 years of experience in financial and operational management in the financial services, corporate finance, distribution and services, education, public accounting and property development industries having served in various senior managerial positions in several public listing companies in Malaysia and Hong Kong.

Chan Mun Wah obtained his Bachelor of Accountancy from the University of Glasgow, United Kingdom in 1990 and Bachelor of Law from the University of Wolverhampton, United Kingdom in 1995.

He is a fellow member of the Chartered Association of Certified Accountants since 1994 and a Public Accountant of the Malaysian Institute of Accountants and a fellow member of the Malaysian Institute of Taxation, both since 1995

CHAIRMAN'S
STATEMENT

**GENERAL TAN SRI (DR)
MOHAMED HASHIM BIN
MOHD ALI (RTD)**
Chairman

Dear Valued Shareholders,

On behalf of the Board of Directors of Country Heights Holdings Berhad (“CHHB”), I am pleased to present to you the Annual Report and Audited Financial Statements of the Group and the Company for the financial year ended 31 December 2014.

Macro Market Environment

The latter half of the year 2014, especially the fourth quarter, has shaken up the economy, both in the domestic as well as world markets with plunging crude oil prices and depreciating ringgit exchange rates against, mainly, the US dollar and against the currencies of Malaysia’s major trading partners: Chinese Yuan, Thai Baht and Singapore Dollar. Apart from the weakening crude oil sector, reallocation of investment portfolios by both foreign investors and local institutions to take advantage of a strengthening US economy and expectations of higher real interest rates were seen as the major contributory factors to the depreciating ringgit. The major powers are grappling with slow growth or prolonged stagnation, especially the Euro Zone with its high government debt, growing tensions between Russia and Ukraine and the ensuing economic sanctions. Likewise, Japan’s growth is stunted by its high public debt with growth forecasts being revised downwards. China meanwhile struggles with its cooling property market and Russia with its economic crisis and weakening Ruble.

On the domestic front, the Malaysian economy recorded a 2% growth in GDP over previous year to hit 5.8 percent in 2014 despite the volatile economic factors around the globe towards the latter half of the year. For 2015, analysts project a more moderate growth of about 4.75% alongside the end of fuel subsidies, introduction of Goods and Services Tax (GST) and the exchange rate depreciation. Activity will be led by consumption and growth in private investment in the non-oil sector, which is likely to benefit from lower energy costs and higher prices of non-commodity exports. The Malaysian government will continue on its course of actively implementing its transformation process and structural reform programmes as spelled out in the New Economic Model (NEM), Economic Transformation Programme (ETP) and the 10th Malaysia Plan (10MP) in 2015.

* Sources include IMF Surveys

Financial Review

For 2014, being the year under review, the Group posted a profit net of tax of RM37.3 million (compared to RM 35.1 million a year ago) on the back of revenue of RM 275.2 million compared to RM262.8 million the previous year. The Property Development Division again continued to be the main contributor to the Group's revenue and earnings, representing approximately 66% to the Group's total revenue in 2014. In addition, the Hospitality & Health Divisions contributed 25% to the total revenue in 2014.

As at 31 December 2014, total assets of the Group stood at RM1,351 million while total equity attributable to shareholders stood at RM827 million, an increase of 4.7% compared to previous year of RM790 million. The Group's gearing (measured as a percentage of total net debts over total net debts and equity capitals) dropped from 23.8% to 18.8% due to repayment of some of the borrowings during the year. The Board does not recommend any dividend to be declared for the financial year ended 31 December 2014.

Corporate Governance

The Board endeavours to comply with the recommendations as set out in the Malaysian Code on Corporate Governance 2012 and will continue to uphold the principles of good corporate governance to increase and protect shareholders' value for the long term. We believe it is the only platform to ensure sustainable enhancement of our shareholders' value. To this end, the Board implements a sound system of corporate governance within its day-to-day operations to establish a strong platform for sustainable growth. These measures are set out in our Statement on Corporate Governance on pages 64 to 75 of this Annual Report.





Corporate Responsibility

The Group recognises the importance of creating a balance between creating a successful business that enhances shareholders' value and placing high priority on social and environmental responsibility. As such, the Group undertakes its corporate responsibility by maintaining a corporate culture of contributing back to society in various ways. It is our vision not only to complement the efforts of the government in attaining the status of a developed country but also to contribute positively towards society by always delivering high standards in all our undertakings. Our philosophy is to contribute, as an organisation, in delivering sustainable value to the lives of the people we impact, especially in the workplace, the community, the environment and the market place. Our initiatives during 2014 are set out on pages 30 to 33 of this Annual Report. We remain committed to broadening our scope so as to continue our growth as a socially and environmentally responsible company.

Prospects of the Company

2014 did not prove to be the year when the world bounced back on the path of recovery. Global economic output stagnated at 3.3% from 2013 while the ASEAN region suffered a setback with the economy dipping from 5.2% in 2013 to 4.5% in 2014.

The Malaysian property sector itself went through a consolidation phase with the government putting in place various cooling measures in 2014, introducing an increase in Real Property Gain Tax (RPGT), the increase in the threshold for foreigner property purchases and the ban on Developer Interest Bearing Scheme (DIBS). Due to these factors as well as many uncertainties in both the global and domestic market which may indirectly affect the property market, we believe that prices will not increase in the near term, as the market goes through a "wait and see" phase with higher costs of living and difficulty in obtaining financing. However, having said that, investing in properties will always be seen as a guarantee for fetching good yields and as the best hedge against inflation long term.

We remain confident about the Group's capability and capacity to grow and will continue to monitor the property market's reaction. One positive factor is that fundamental demand for properties in Malaysia remains high and for CHHB, we will be adapting our products and prices to suit this demand as we continue to remain positive by the prospects of our property development division in view of the prime location of our land banks.

As part of the plan to increase the revenue base of the Group, as well as for business growth, CHHB launched the transformation of the Mines Resort City into an integrated healthcare and wellness hub in Malaysia known as Mines Wellness City. Under the nationwide ETP, Mines Wellness City has been demarcated as one of the projects under the National Key Economic Areas (NKEA). Amongst other exciting projects in the pipeline scheduled for launching in 2015-2016 are:-

- Mines Waterfront Designer Suites at Mines Wellness City
- Belleza Garden Homes Phase 3 at Jitra, Kedah
- Cyberjaya Phase 2 Condominiums and Double Storey Terrace House
- Aqualis, mixed development project Mines Wellness City
- Resort-style condominium at Port Dickson

Moving forward, CHHB is constantly seeking to strategically expand its sizeable land bank via acquisitions and strategic joint venture arrangements to enhance its future earnings growth. Having purchased prime land banks at an early stage, the future development plans are projected to appreciate considerably, taking into consideration current market valuation of properties. Barring any unforeseen circumstances, we envisage the Group will achieve satisfactory results.

In 2014, the Hospitality Division faced challenges, not only from stiff competition, but also with major airline tragedies affecting the travel and hospitality industry. But immediate measures have been put in place to counter room occupancy rates with more localised private and corporate events and promotions to help stimulate the economy.

The Health Division, GHHS Healthcare, continues to be the key opinion leader in the preventive healthcare industry, and continues to improve its products and services to enhance customer service and satisfaction. An in-house survey showed high satisfaction rates, at 98% among its members. GHHS Healthcare will also focus on raising its platform to be perceived as a centre for medical tourism with increased international health tourists.



While recognising the need to grow the Group's business base to a higher level to enhance investment values, the Group acknowledges that the volatility of the environment contributes to increased business risks as well. The increase in the number of projects undertaken augurs well for the Group though subjecting the Group to further business risks.

Acknowledgement & Appreciation

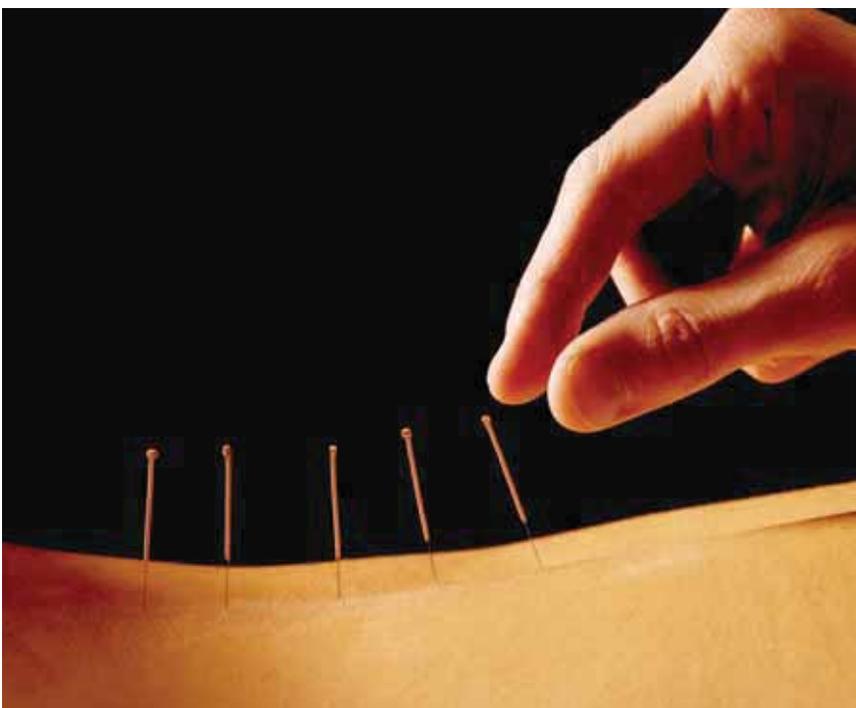
Country Height Holdings Berhad celebrates its 30th anniversary during the period from 10 May 2014 to 31 December 2015.

Our success over the years are made possible through the management and staff of the Group who have worked relentlessly towards the goals and dreams of the Group. On behalf of the Board, I wish to express our continuous utmost gratitude and sincere thanks for their dedication, unwavering commitment and teamwork towards the Group's success. It is without doubt that the strength of the Group lies with its people.

I would also like to thank all our faithful shareholders, customers, various government agencies, consultants, financiers, contractors, suppliers, business partners and the media for their continuous support and confidence in the Group.

Last but not least, I would like to express my sincere appreciation to my fellow colleagues on the Board for their unceasing support and contribution and I look forward to their continued participation on the Board.

**GENERAL TAN SRI (DR) MOHAMED
HASHIM BIN MOHD ALI (RTD)**
Chairman



GROUP CEO'S
STATEMENT

LEE CHENG WEN
Group CEO
Non-Independent Executive Director

Group Performance Review

In 2014, we celebrated our 30th anniversary since incorporation and launches a new mission slogan of “It’s all about meaningful innovative creations” to encapsulate the essence and spirit needed for us to thrive in an environment that is not only demanding and interwoven, but also increasingly selective.

Translating this spirit into our expertise in property development, CHHB continues to focus building our unique and innovative products for that have proven popular among purchasers who are looking for high-value, innovative and healthy-well products. We believe that the future of property developing does not solely rely on generating good yield, increasing appreciation value, and harmonious with the environment; a good property, building space would need to be good for our body, health and lifestyle. Purchasers have answered positively to the Country Heights niche in creating innovative products that combine modern function, practicality, value, quality, and location with sincere human touches that focuses on healthcare and wellness elements, sustainability, suitability and tranquility.

We have stayed focused on our business strategies to sustain positive results. The management team continuously aims to identify and implement for avenues to uplift the image of the company and its offering through strategic planning of projects, joint ventures with strategic partners, exceeding the industry’s standard on service qualities as well as enhancing the current state of our properties through refurbishments efforts.

Within the Group, 2014 saw the implementation of the Personal Data Protection Act 2010 upholding the privacy of personal data in all our operations and dealings with the internal and external public. Furthermore, the Group has undertaken the necessary impact analysis and preparatory steps to ensure due compliance when the Goods and Services Tax (“GST”) that begins on 1 April 2015.



GROUP CEO'S
STATEMENT

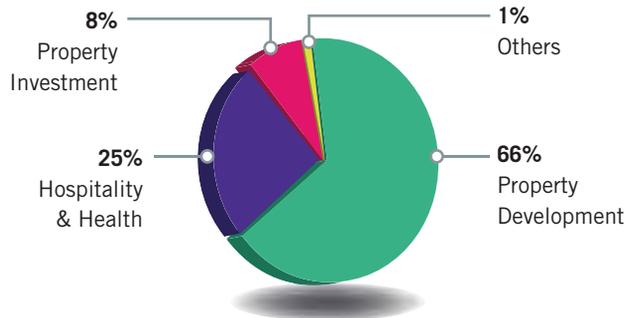
Financial Performance

The financial year under review saw CHHB emerging stronger than the previous recording year amidst a challenging year locally and internationally, heightened by low crude oil prices. The Group performed satisfactorily and has strengthened its financial and strategic position on the back of the competitive business environment in the markets in which it operates.

Total Group revenue for the year ended 31 December 2014 increased by RM12.4 million to RM275.2 million as compared to RM262.8 million for 2013. The above increase was mainly due to the higher revenue recorded by the Property Development Division.

Group profit before tax for the current year to date was RM51.8 million as compared to RM49.3 million in the same period of preceding year mainly contributed by the increase in revenue and lower finance cost and administrative expenses.

During the financial year, the Group has been aggressively pairing down its borrowings through a series of exercises to monetise our inventories. Therefore, this effort has successfully brought down our gearing ratio to a healthy and comfortable level of 18.8%. The financial results achieved reflected a host of deliberate and prudent financial management measures implemented over the past 12 months amidst a competitive and challenging operating environment.



Revenue (by division) - Year 2014

Recognition and Accolades

CHHB has been recognised many times both in Malaysia and internationally. However, we are always conscious of the fact that these awards are merely the means to an end, not the end itself. The pursuit of awards, in particular, international awards is an exercise in self-improvement and a testament to our commitment to delivery high standards and quality. Recognitions that the Group has received have allowed us to benchmark our products, services and operations for the benefit of our customers, business partners and employees.

- Palace of the Golden Horses wins World Luxury Hotel Award for Luxury Golf Resort for the fourth times by World Hotel Luxury Award Organization base in South Africa
- Country Heights Holdings Berhad has won the 'Best Companies to Work for in Asia 2014' Award. This is given by HR Asia, a regional publication for HR professionals
- Mines Wellness Hotel as reigning award winner for Asian Green Hotel Award for year 2012-2014, The objective of this Hotel Standard is to develop an Association of South East Asian Nations (ASEAN) Green Hotel Standard with a certification process to increase the environmental-friendly and energy conservation in the ASEAN accommodation industry



MINES Wellness City floating Sales Pavillion

Operation Review 2014**Property Development**

The Property Development Division continues to be the main driver of earnings for the Group during 2014 contributing RM180.7 million or 66% of the total Group revenue of RM275.2 million.

The Division's main focus for year 2014 was primarily on the exclusive development of Mansion Park Signature Villas located within the vicinity of Cyber Heights Villa, Cyberjaya. Surrounded by lush greenery and a picturesque landscape, the gated and guarded community is home to 72 exclusive villas spreading over 6.96 acres of freehold land. Created specially for extended families who place importance on luxurious and uncompromised living, Mansion Park villas are innovative in design and spacious, featuring 5+1 bedrooms with two master bedrooms ranging from 4,085 sqft to 5,363 sqft in built up areas and with 13 feet of ceiling height. The completion of Mansion Park is expected to be in 2016.

LakeView Residency is the first development in Malaysia to introduce 'negative ions' energy ceiling boards. The energy ceiling boards work as a natural ioniser and air purifier for health benefits. This purification process improves air quality by helping to purge air-borne particulates such as dust and germs. The LakeView Residency which has achieved 100% sales in 2013 and has completed in 2014, a year ahead of schedule.

MINES Waterfront Suites is an exclusive development of 268 units of office suites specially designed to meet the needs of health and wellness operators with built up areas varies from 481 sqft to 1,220 sqft. Located within the enclave of the MINES Wellness City and fully compliant with the Ministry of Health's guidelines for an ambulatory-ready building, every unit comes with either the view of prestigious MINES Golf Course or the fascinating view of MINES Lake besides being furnished with dual water sources and individual restroom. MINES Waterfront Suites will be equipped with great facilities including a fitness centre and cafes besides a 30,000 sqft retail spaces for variety of wellness businesses to operate. Launched in fourth quarter 2014, MINES Waterfront Suites expected to be completed in 2017.

Up north in Malaysia, the success and remarkable story of Belleza Garden Homes Phase 1, 2 and 2A in Jitra, Kedah will continue with the launch of Belleza Garden Homes Phase 3. An exclusive freehold guarded development in the private enclave of Kolej Heights Utara, Belleza Garden Homes are surrounded by lush linear gardens that truly live up to its name. Residents will enjoy the amenities in the Sports Living Clubhouse, including swimming pool, children's playground, indoor badminton courts, gymnasium, restaurant and meeting rooms. Located just 15 minutes away from the Alor Setar airport, the green landscapes and private manicured lawns are the first of its kind in this area of the country. The Belleza Garden Homes Phase 3 is expected to be completed in 2016.



Catalyst For Growth

Instrumental to the Group, MINES Wellness City (MWC) is Malaysia's first Integrated Health and Wellness Hub and South East Asia's premier health tourism destination. MWC provides the perfect platform for businesses and networks that hold the same vision for a healthier future to connect in one single destination.

As a major socio-economic catalyst for Southern Kuala Lumpur, MWC is strategically located between Kuala Lumpur city and Putrajaya. MWC will be the first property development exercise that gives focus and recognition to the increasingly important healthcare and wellness industry. The development area spans across 120 acres (out of 1,000 sqft acres) and is poised for new 36 million square foot to be built that will cater to hospitals, specialist clinics, aged-care facilities, health screening centre, residential units, office spaces, retail shops and community mall and has an estimated GDV of RM14 billion with FDI opportunities of over RM3.1 billion. MWC is a green lung amidst the growing concrete urban jungles surrounding Kuala Lumpur, and is supported by matured communities, convenient traffic systems and complete infrastructure frameworks. Catchment area of a 5 to 20 minutes' drive from MWC sees a population of over 2.1 million people.

The Malaysia Government through special tax incentives supports this MWC development plan. Developers, operators, managers and promoters that provide healthcare and wellness related facilities or services in MWC are entitled to tax incentives for a period of up to ten years.



With these special tax incentives, healthcare and wellness operators stand to save at least 25% of their operating costs, which keeps healthcare and wellness services more affordable. Applicable to both local and foreign companies, MWC is the ideal place for healthcare businesses to congregate. Once its potential is realized, MWC is set to contribute up to RM5 billion GNI for Malaysia annually.

Tax incentives:

- 100% tax exemption for property developers
- 100% tax exemption property managers
- Up to 70% tax exemption for wellness operators
- RM1 million exemption for wellness exhibitions, roadshows and events

Project launches in MWC from 2014-2016 include: MINES Waterfront Suites - a medical and healthcare themed business suites project; Aqualis - a lakefront mixed development; Palace Residence Suites 5-stars hotel living suites; Trousdale - a professional and modern golden age care home for the retiring population and Venice North - a commercial development.

GROUP CEO'S
STATEMENT**Hospitality & Health**

The Hospitality and Health Division has contributed RM69 million or 25% to the Group's revenue in 2014, which is the second main revenue and bottom-line contributor. However, revenue has decreased compared to RM91.9 million as 2013, resulting in segment loss of RM1.6 million (2013: segment profit of RM4.0 million).

In 2014, the Hospitality Division faced stiff competitions in the market coupled with the airline tragedies affecting the travel and hospitality industry. Nevertheless, CHHB seeks to implement new strategies and counter measures to stimulate the revenue. In respect of the Health Division, GHHS Healthcare has been increasing its services and packages for international health tourists. This is one stop centre for wellness needs that infuses preventive methods.

Palace of the Golden Horses once again obtained the World Luxury Hotel Award for Luxury Golf Resort in 2011, 2012, 2013 and 2014. The hotel has completed the exterior repainting works, which was completed in mid-2014.

On the other hand, MINES Wellness Hotel (MWH) has stood firmly as a Wellness Resort after the completion of refurbishment for the Wellness Floor since April 2012. MWH has won the Asia Green Hotel Award from 2012 to 2014. The award recognises players in the hotel industry whose operations are based on environmental-friendly principles and adopts energy conservation measures. The ASEAN Green Hotel Standard is valid throughout the years from 2012 to 2014.

Property Investment and Others

The Property Investment Division remains the third contributor of the group accounting for RM21.3 million or 8% of the Group's revenue. The major source of income of the division is mainly from the rental of offices at the Mines Waterfront Business Park (MWBP) and also from rental income from events and hall rental at the Mines International Exhibition & Convention Centre (MIECC).

2014 has shown an improvement to the bottom line of the Property Investment Division as compared to 2013. As at the end of 2014, MWBP managed to achieve an occupancy rate of 85%. The occupancy for MWBP in 2015 is expected to remain stable with a marginal increase in the rental rates for the renewal of tenancy agreements.

To constantly promote the importance of reading and to cultivate the habit of reading amongst Malaysians, MIECC has continued to organize World Chinese Book Fair, known as the "Largest Chinese International Book Fair" in Malaysia and has obtained official recognition by the Malaysia Book of Records. The event was held in tandem with our mission to make MIECC the premier MICE venue in the region.

With its ideal location, surrounded by a world class golf course, resort hotel and shopping mall, MIECC has also been the choice for many prominent events in 2014 such as the National Achievers Congress 2014 in May, HALFEST 2014 in October, Property Investment Summit and Expo (PRISM) in November and Big Bad Wolf 2014 in December.



Under CHHB's other operation segment is in the Education industry. Operating under the brand name of IMEC, a premier English Language Center which has achieved 4,891 students to date, with a majority being international students. Under the financial year, the centre has obtained HRDF license as approved by the Ministry of Human Resources to provide professional training to corporates. Under this segment, the Group has successfully launched eight Virtues Montessori Preschool, in complementing to our lifestyle development.

In April 2014, we have signed a strategic collaboration with University of Malaya representing them for Continuing Education in offering and delivering of training in two courses namely Project Management Professional and Digital Marketing and Analytics. University of Malaya will award certificate to students who successfully completed the programme.



Moving forward in 2015, IMEC will announce another significant milestone with University of Malaysia Sarawak (UNIMAS). IMEC will have a satellite centre in West Malaysia and this will be the FIRST satellite centre for UNIMAS Learning Centre in Kuala Lumpur offering 4 Post Graduate Programmes:

- Corporate Master in Business Administration (CMBA)
- Master of Advance Information Technology (MAIT)
- Master of Science in Human Resources Development (HRD)
- Master of Science (Learning Science)

Human Capital Development

The Group's efforts to attract, retain and motivate employees are pursued under CHampS! (Country Heights Amazing PeopleS!) underscores our strong believe that all CHampS! under different business units work towards one goal, one culture and one direction to deliver high quality and excellence in their work.

Salary and benefits are continuously bench-marked so as to remain relevant and competitive. The company continues to enhance its management processes and workforce related programmes in order to drive emphasis on performance, efficiency and ethical behavior.



Succession planning remained a high priority to identify potential leaders for critical positions throughout the Group. Various talent engagement programmes were conducted during 2014 to increase employee engagement, such as the Quarterly Management Review (QMR) and Management Dialogues which provided a platform for top talents to informally interact with the Group CEO and the Executive Committee (EXCO) on current issues. The experience has proven to be an effective tool to instill a sense of belonging to the company within the talents and inculcate greater understanding of the expectations of talents' role in the Company.

Future Outlook

On 12 February 2015, Bank Negara Malaysia has reported that Malaysia's economy expanded 5.8% in the fourth quarter of 2014 supported largely by strong domestic demand while for the year, the country's GDP grew 6%. The economy is expected to remain on a steady growth path despite the uncertainty in the global environment, particularly with the weak prices in oil, our country's biggest commodity.

Domestic demand is expected to remain favourable amidst the lower oil prices and investment activities are projected to remain resilient, with broad-based capital spending by both the private and public sectors cushioning the lower oil and gas related investment activities. The Malaysia Institute of Economic Research has forecasted real GDP growth of between 5% to 5.5% in 2015.

Appreciation

I would like to take this opportunity to thank the employees of CHHB for their loyalty and unwavering commitment in keeping with the Group's Values: Nature. Love. Quality. Style . Excellence that made us one of the Best Companies in Asia Pacific. CHHB has won the 'Best Companies to Work for in Asia 2014' Award by HR Asia, a regional publication for HR professionals. No company can stay at the top without the support of a strong team of dedicated people who are every bit as committed to the Group's vision as top management is.

I would like to thank all our customers, shareholders and business associates for your unflinching and continuous support that have made it possible for CHHB to achieve all that we have thus far.

Thank you.

Lee Cheng Wen
Group Chief Executive Officer



Mansion Park offers homes for generational living

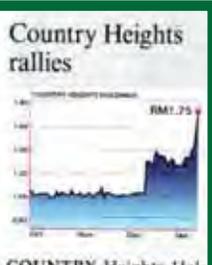
Developers want good quality homes with long life span and smart design for energy efficiency.



Developing quality homes that are smart and energy efficient is the key to success in the current market.

Country Heights wants to buy construct

Country Heights Holdings Berhad (CHHB) is looking to acquire construction companies to expand its portfolio.



Country Heights CEO says property demand high



Country Heights CEO says property demand is high, particularly in the Klang Valley and other key areas.

Making Of A New Chapter



The Group has been adapting its products, prices and services to suit the demand in the Klang Valley and other key areas.

Country Heights labour RM55 juta

Country Heights Holdings Berhad (CHHB) has spent RM55 million on labor for its various projects.



The company has a strong focus on quality and customer service, ensuring high standards for all its projects.

COUNTRY Heights Holdings Bhd's (CHHB) stock price rose 10% or 16 sen on the local stock exchange yesterday to close at RM1.75, a decade high.

In intraday trade, the stock tested a high of RM1.88. CHHB's share price has rallied since news broke of the return of its well-connected founder Tan Sri Lee Kim Yew as group advisor.

The stock has been inching up since early January from about the RM1 level. The stock is at an early stage of a trend change, said a chartist at a local brokerage.

From a technical trading perspective, the stock price may fall back to close the breakout gap between the RM1.60 to RM1.69 price levels but if buying remains strong, price level could be moving higher, he said.

委李金友担任顾问

李金友先生担任顾问，为公司的各项业务提供专业意见和指导。

Country Heights poised for expansion abroad

Country Heights Holdings Berhad (CHHB) is looking to expand its operations into international markets.

Country Heights poised to bounce back

Country Heights Holdings Berhad (CHHB) is expected to bounce back in the coming months.

Retreat for complete wellness

Country Heights Holdings Berhad (CHHB) offers a retreat for complete wellness and relaxation.

绿野积极进军中澳

绿野集团积极进军中澳市场，提供高品质的住宅和商业地产项目。

CALENDAR OF NOTABLE
EVENTS FOR 2014

January

1. **YAY! Day**

An annual gathering between senior management and ChampS! sharing company strategy and resolution for the entire year

2. **MINES Wellness Won Asian Green Hotel Award**

MINES Wellness Hotel as reigning award winner for Asian Green Hotel Award for year 2012 to 2014



March

3. **20 March****MINES Wellness City Roadshow Series**

Briefing to targeted audiences on the MWC tax incentives and new project development

April

4. **13 April**

Palace of the Golden Horses joint organised and venue provider for the prestigious Mrs. Malaysia Planet 2014 & Mrs. Elite Malaysia International 2014 Beauty Pageant



May

5. **6 May**

GHHS Healthcare appointed Mrs. Malaysia, Esther Chin as a Health Brand Ambassadors

6. **10 May**

CHHB celebrated 30th Anniversary and organised a Carnival for its employees

7. **17 May**

GHHS Healthcare organised **ENT Health Talk**

8. **31 May - 8 June**

Borneo Highlands Resort renewed **Malaysian Organic Scheme Certification** by Malaysia Agriculture Department

9. **31 May - 8 June**

CSR Event: 'Paint-A-School' Programme at SJK (C) Kung Man, Seri Kembangan to improve the learning environment

June

10. **20 Jun**

CHHB 30th Annual General Meeting

11. **28 Jun**

High-Tea Party to celebrate **GHHS Healthcare's** Brand Ambassador Mrs. Malaysia, Esther Chin and Soft Launch of Bio-Identical Hormone Therapy

12. **Borneo Highlands Padawan Nature Challenge 2014** kicks off with much enthusiasm from Kuching and Borneo communities

July

13. **3 July**

CHHB organised **China Chinese Islamic Association Exhibition** graced by YB Dato' Seri Jamil Khir Baharom, Minister at Prime Minister's Department

14. **16 July**

CSR Event: The Joy of Ramadhan with Madrasah Tahfiz AL Quran Firdaus Lil Banin

15. **18 July**

CSR Event: A gift of appreciation with Rumah Keluarga Kami Orphanage in conjunction with Ramadhan

16. **20 July**

GHHS Healthcare TCM Charity Day



CALENDAR OF NOTABLE
EVENTS FOR 2014

August

17. 12 August

Official Visit to MINES Wellness City by Kementerian Perdagangan Dalam Negeri dan Kooperasi dan Kepenggunaan (KPDNKK)

18. 19 August

Birthday celebration for CHHB's Founder, Tan Sri Lee Kim Yew

19. 20 August

CHHB participated in South China Book Fair in Guangzhou, China and represented Malaysia in this large book fair



September

20. 15-25 Sep

MINES Wellness City International Roadshow and Business Mission with MIDA to Shanghai, Taipei & Guangzhou

October

21. 2 Oct

CHHB organised **Business Ethics Forum** targeted for young and budding entrepreneurs

22. 11 Oct

Deepavali Celebration

Kolam Tournament with top Art & Design Colleges in Malaysia

23. 16 Oct

Sri Lankan Cuisine Food Festival supported by the Sri Lankan Embassy



November

24. Palace of the Golden Horses wins **World Luxury Hotel Award** for Luxury Golf Resort for the fourth times by World Hotel Luxury Award Organization based in South Africa.

25. 19 Nov

Group CEO, Ms Dianna Lee, being accorded **Women of Excellence Award** by Women of Excellence Malaysia

26. CHHB being awarded the '**Best Company to Work in Asia 2014**' by HR Asia

27. 25 Nov

MWC International Roadshow. Participated in Malaysia's property and project showcase which organized by MATRADE in DOHA, Dubai

December

28. 4 Dec

GHHS Healthcare co-organised and sponsored **World Chinese Natural Medicine Forum**

29. 18 Dec

The Launch and Unveiling of Malaysia's first life-sized horse sculpture at Palace of the Golden Horses

30. CHHB Property Development Division participated in Bumiputera Property Exhibition 2014 and other 14 property fairs in Malaysia.



CORPORATE RESPONSIBILITY

At Country Heights Group of Companies, we recognise and affirm our responsibility towards environmental, social and economic performance – these have become our pledge and deeply ingrained in how we conduct our business.

To achieve this requires a broad commitment which we regard to be part and parcel of a successful business. It allows us to continue growing without compromising the environment or the communities in which we work in as well as preserving our commercial objectives. At the same time, it deepens our relationship with our employees, customers and partners.

At Work – The Workplace

In today's rapidly changing and robust global economy, the key to success is not just what we already know but rather, what more we can do to further enhance our knowledge and skills. Thereby, we have continued implementing various human development programmes to ensure our goals of employee productivity and capacity building are met.

To further enhance good working relationships and build a strong sense of team spirit among employees, series of Sport Activities such as Treasure Hunt and inculcate the team work and bonding amongst us. The Group Human Resources Department also organizes outings, birthday celebrations and games which foster unity among the staff. Several initiatives we have undertaken include training and leadership programmes for our employees as well as providing financial assistance to personnel who wish to further their education be it Master's degree or professional qualification. The Group also offers in-house training such as Country Heights Leadership Acceleration Programme (CH Leap) which grooms and appreciates talent for better succession planning.



We have also introduced various 'Townhall' programmes, which provide platform for interaction between employees and senior management, an open door policy that has been practiced in Country Heights.

- **YAY! Day Programme**
A programme to update employees to align our goals and spirit among 1,200 employees on on-going developments of the Group and introduce new offerings that can benefit employees welfare.
- **QMR Programme (Quarterly Management Review)**
A meeting which was introduced in 2011 to provide a platform for all employees to have a forum with the top management on the development of the Group.



THE ENVIRONMENT

We believe that preserving a clean, safe, healthy environment can go hand in hand with meeting business needs. We are continually evaluating and striving to improve our processes to reduce pollution and waste, conserve energy and natural resources, and reduce the potential for environmental impacts of our activities and operations.

True to our value of 'Nature' from our everyday actions to major capital investments, we are dedicated to making the right decisions for the environment. We recognize our responsibility to reduce consumption of water, waste and energy in our business operations and corporate offices and are focused on integrating greater environmental sustainability throughout our business.

Our hotels Palace of the Golden Horses, Borneo Highlands Resort and MINES Wellness Hotel chain has embarked a plan to improve energy efficiency, conserve water and support projects that reduce deforestation. All our hotels have its own organic farm which supplies vegetables to its restaurants; and supports local farmers and growers when purchasing ingredients. The Borneo Highlands Resort, is also well known for its conservating efforts as a full organic vegetarian resort. In 2014, MINES Wellness Hotel has been awarded ASEAN Green Hotel Recognition Award since its first win in 2010. MINES Wellness Hotel is one of the 10 hotels in Malaysia chosen to receive the Green Award for being supportive in the use of green products, provision of training programmes for operation on environmental management, and introduction of waste management techniques such as recycling.

To ensure continuous efforts on our green and healthy environment, the Hospitality component introduced MINES Green Circle, a green body that governs green practices for both Palace of the Golden Horses and MINES Wellness Hotel. We advocate green message to the staff and guests, and all collaterals are printed on recycled paper.

COMMUNITY CONNECTION

As part of Country Heights Group of Companies' values, we strive to be a great corporate citizen by providing service opportunities to our employees beyond our businesses.

- In April 2014, we have organised a 'Blood Donation Campaign' in cooperation with the National Blood Centre. The objective of this campaign is to raise awareness on the importance of blood donation and help to reduce the insufficiency of blood supply at the National Blood Centre.
- In May 2014, Country Heights' employees donated time and efforts to its CSR Paint-A-School programme at SJK (C) Kung Man, Seri Kembangan held from 31 May to 8 June to improve the learning environment for pupils in preparation for their new school term. More than 100 enthusiastic employees volunteered their weekends to paint three blocks which consisted of 40 class rooms.





- In July 2014, two CHampS! CSR events were organised with less fortunate children as to share the spirit of Ramadhan. The Group has organised CHampS! value of LOVE event with several orphanages homes from Selangor by providing the children with Hari Raya gifts and entertained them with activities and Buka Puasa Dinner whilst Country Heights' Property Division shared the Ramadhan's joy with children of Madrasah Tahfiz AL Quran Firdaus Lil Banin and donated duit raya.
- In July 2014 in celebration of the enlightenment of Bodhisattva, GHHS Healthcare's Traditional Chinese Medicine (TCM) Centre has organised free Traditional Chinese Medical therapies and herbs medical treatments for public. This yearly event organised together with Huayan Amitabha Buddhist Society and supported by Federation of Chinese Physicians and Acupuncturist Association of Malaysia (FCPAAM). GHHS Healthcare has lived up the philosophic ideology of "Prevention is Always Better than Cure" by providing quality services and facilities to promote health and improve the lifestyle of society. In addition, its Traditional Chinese Medicine (TCM) Centre advocates the extensive use of Traditional Chinese Medicine, through the most natural and non-invasive ways, together with ancient wisdom and therapies to help in achieving optimal health.



- In September 2014, a Special Tour and Visit to Aquaria KLCC with children from Rumah Keluarga Kami Orphanage was organised to discover the beauty and mystery of the underwater world.
- During the major flood catastrophe in December 2014, which badly hit Kelantan, Terengganu and Pahang; Country Heights has generously donated and helped ease the burden faced by providing daily needs for the flood victims.
- All year long programme: To instill two CHampS! values; LOVE and NATURE within all employees, we have organised 'Clothes Donation Drive' with a special and dedicated donation bin is permanently placed in Country Heights HQ and all CHampS! and their families are encouraged to drop-off and donate clothes, shoes, handbags, belts, linen, and soft toys into the donation bin. All proceeds generated are channeled to three charity associations in sustaining the livelihood of those who are less fortunate; the Malaysian Association of the Blind (MAB), Majlis Kanser Malaysia (MAKNA); and Spastic Children's Association of Selangor and Federal Territory.

The Group recognizes the importance of meeting the environmental and social needs of the community and will endeavor to take appropriate and timely action in relation to Corporate Responsibility.



THE MARKET PLACE

Today, the success of a company is no longer solely measured on its financial performance. Success hinges on its contribution to the world, be it socially, environmentally or economically. At Country Heights, we humbly acknowledge that not only do we need to grow our operations and bottom line but we must also meet the requirements of our clients and local communities.

To do this requires a structural shift in the manner in which we conduct our business and the need for us to review all aspects of our performance spanning strategies, risks, operational efficiencies, environmental benchmarks, safety, employees' wellbeing and community relations.



PROPERTY DEVELOPMENT

CHHB's Property Development Division wings the Country Heights high standard with continuous delivery of quality, modern, sustainability and strategically located projects. Our dedicated management team delivers continuous projects of high quality, modern design, sustainable environment and geographically strategic locations.

Through its property development projects, CHHB has been successful in providing its purchasers with substantial asset appreciation value, as proven with its famous projects such as Country Heights Kajang, Country Heights Damansara, MINES Bungalows, where land price appreciation have seen up to an impressive 50 folds increase. For more information, log onto www.countryheights.com.





MINES WELLNESS CITY MALAYSIA'S WELLNESS HUB



MINES Wellness City (MWC) is poised as Malaysia's first integrated Health and Wellness Resort City. As a major socio-economic catalyst for Southern Kuala Lumpur, MWC is strategically located between Kuala Lumpur city and Putrajaya. This property development exercise will focus on the increasingly important healthcare and wellness industry. MWC's development area spans across 120 acres (out of 1000 acres) and is poised for new 36 million square foot to be built that will cater to hospitals, specialist clinics, aged-care facilities, health screening centres, residential units, office spaces, retail shops and community mall and has an estimated GDV of RM 14 billion with FDI opportunities of over RM 3.1 billion. For more information, log onto www.mineswellnesscity.com.

MINES WATERFRONT SUITES

MINES WATERFRONT SUITES



Mines Waterfront Suites is an exclusive development of 268 units of office suites specially designed to meet the needs of health and wellness operators with built up areas varying from 481 sqft to 1220 sqft. Located within the enclave of the Mines Wellness City, every unit comes with either the view of the prestigious Mines Golf Course or the fascinating view of Mines Lake besides being furnished with dual water sources and individual restrooms. Mines Waterfront Suites will be equipped with great facilities including a fitness centre and cafes besides a 30,000 sqft retail space for a variety of wellness businesses to operate from. Launched in fourth quarter 2014, Mines Waterfront Suites is expected to be completed by 2017. For more information, log onto <http://mineswellnesscity.com/mines-waterfront-business-suites/>

The exclusive Mansion Park Signature Villas integrates natural beauty seamlessly into multigenerational living. Featuring 72 units of three-storey superlink villas, the low-density freehold development is located within the vicinity of Cyber Heights Villa. A gated and guarded community surrounded by lush landscaping, the luxurious development spans on 6.96 acres of freehold land. Created for extended families who places importance on luxurious living, its villas are innovative in design and spacious, featuring 5+1 bedrooms with two master bedrooms with built up areas ranging from 4,085sqft to 5,362sqft and 13 feet ceiling heights. Discerning homebuyers who prize healthy and environmental friendly living for their families will be captivated with the innovative internal courtyard and the generous use of space in its garden concept. The 10 feet linear gardens which are spread at the villa's backyard are designed to ensure that there is ample space for leisurely outdoor activities.



MANSION PARK SIGNATURE VILLAS



LAKEVIEW RESIDENCY @ CYBER HEIGHT VILLA



LakeView Residency is located in the resort inspired Cyber Heights Villas and offers uninterrupted panoramic view of the crystalline Putrajaya Lake. The 120-units LakeView Residency built in a three blocks of 11-storey resort apartment. All units are corner lots with only four units per floor, creating a personal sanctuary of space amidst serene surroundings. LakeView Residency is the first development in Malaysia to introduce 'negative ions' energy ceiling board to its purchasers. The energy ceiling board work as a natural ionizer and air purifier for health benefits. This purification process improves air quality by helping to purge air-borne particulates such as dust and germs. With the installation of the energy ceiling boards, LakeView homeowners may enjoy fresh, clean and healthy environment anytime at home or working area without going out.



BELLEZA GARDEN HOMES

Belleza
GARDEN HOMES

Belleza Garden Homes is located in the peaceful pastures of Kolej Heights Utara in Jitra, Kedah. An exclusive low density development in the private enclave of Kolej Heights Utara just 15 minutes away from the Alor Setar airport, Belleza Garden Homes is surrounded by lush greenery surrounding that truly lives up to their name. A gated and guarded community, this development represents the pioneer phase of the linear garden concept in the Northern region of Malaysia. It comprises of two and three storeyed terraced, garden homes with extensive backyards gardens integrating with an idyllic open-concept environment. The development boasts generous built up areas starting from 2,000 sqft. Belleza Garden Homes Phase 2 is now completed and handed over and Phase 3 will be launched in 2015 and completed by 2017.

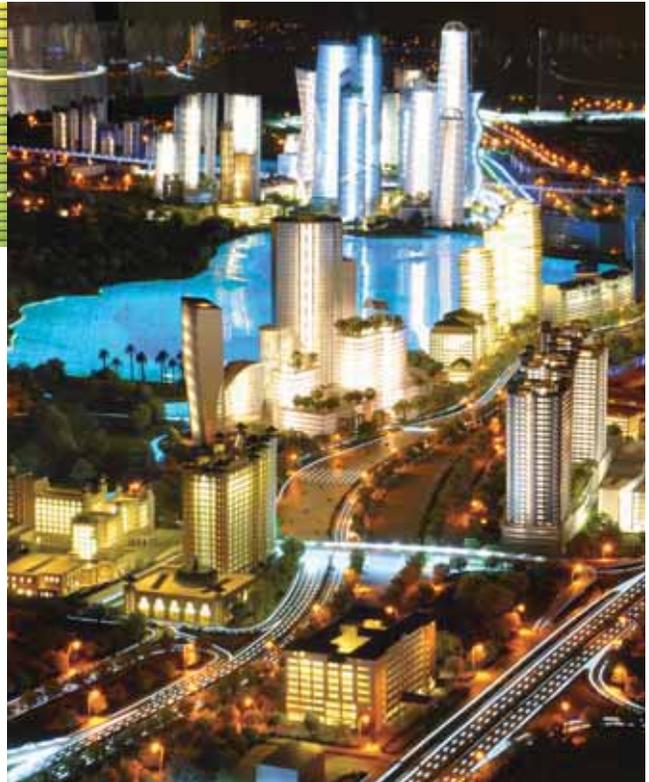
Belleza Garden Homes Phase 3 is continuation of the successful story of Belleza Phase 1 and 2. Belleza Garden Homes Phase 3 consists of 90 units of 2 Storey Linked Villas. It will have a similar concept as Belleza Phase 1 and 2 with linear gardens and private lawns, the first of its kind in the Northern states, a gated and guarded community emphasising on security and safety of the owners with clubhouse facilities.

TROUSDALE

TROUSDALE

Trousdale is an exclusive Retirement Resort strategically located within the vicinity of Mines Wellness City, within the reach of a wide array of amenities such as the Mines Shopping Centre, Mines International Exhibition Convention Centre as well as Mines Wellness Hotel. Designed as a private beach lakefront residence, Trousdale's special features include built in facilities for aged-care services

These residential units will enjoy the perfect view of the Mines Lake and the renowned Mines Golf Course. A beautiful resort-styled highrise building, Trousdale is an ideal home for matured residents who desire to live within a peaceful and comfortable atmosphere with all modern amenities within reach. The built up areas range from 1200 sqft and 1500 sqft. Trousdale is expected to be launched in 2016. For more information, <http://mineswellnesscity.com.my/TROUSDALE/>



AQUALIS

AQUALIS

Aqualis is another premium development by Country Heights Holdings Berhad that spreads over 2.8 acres of land located in the Mines Wellness City. Aqualis consists of 600 units of high-end condominiums and 28 retail units. The built up sizes areas start from 450sqft. Residents and patrons will enjoy unobstructed views of the Mines Lake and the Mines Golf Course from their units. Targeted to be launched in 2015 with expected completion date by 2018. For more information, <http://mineswellnesscity.com.my/aqualis/>





SAWTELLE SUITES CYBERJAYA

Located within the urban city of Cyberjaya, Sawtelle Suites is specially created to meet the contemporary lifestyle of the new generation. Designed to bring out the best in work productivity and leisure while at the comfort of a home, Sawtelle Suites are furnished with incredible features to support and enhance living quality of its residents. Some of the facilities available at Sawtelle Suites are multipurpose hall, swimming pool, gymnasium, and retail units. The Sawtelle Suites is a low density development with only 128 units of duplex condos spreading across 1.6 acres of land in Cyber Heights Villa. Like the rest of the Cyber Heights Villa community, Sawtelle Suites residents will be able to enjoy the scenic view of Lake Putrajaya from their homes. Sawtelle Suites is now under construction and is expected to complete in 2017.



HOTEL AND SERVICED APARTMENTS IN PORT DICKSON



This new development of a resort hotel and serviced apartments is located in one of Malaysia's most famous tourists destination.- Port Dickson, Negeri Sembilan. A seaside development, this project enjoys a surrounding that is with breathtaking views and natural landscapes. The proposed elegant bold exterior is a reflection of the richness of the land and the splendor of the sea. Targeted as a project to be the perfect getaway for urbanites, this development combines nature's laid-back cool with modern day's lifestyle, providing amenities and facilities that include concierge services, swimming pool, a clubhouse and a gymnasium. Riding on its unrivalled, spectacular waterfront location, this development is the perfect blend of private and exclusive resort living. The two towers serviced apartment are designed in a resort-styled theme and each apartment averages in size of 450 sq ft to 970 sq ft, with 950 units on 3.83 acres of land area. This development can be accessed via KL- Seremban Highway and LEKAS Highway. To be launched in 2015, this project is expected to be completed in 2018.



The conceptualization of Springfield Homes was carefully designed on promoting, encouraging and catering to the idea of serenity and coziness for close-knitted families. Targeted for younger home buyers, namely the single-family whom intend to purchase an affordable entry level home in the serene yet competitive market and matured buyers such as retirees and octogenarians who desire for a house of comfort and pleasure in an area that is on the sidelines of bustling urban areas. Gated, with backyard gardens and beautiful curvilinear concepts, this new development is a preferred choice for those who appreciate traditional country-themed architecture and lush landscaping. Located in Pajam, Negeri Sembilan, this development of 1,000 units of single and double-storey homes sit on 92.5 acres of land area. The Springfield Homes project is expected to be launched in 2015 and completed in 2018.

SPRINGFIELD HOMES



COUNTRY HEIGHTS KAJANG

COUNTRY LIVING AT ITS BEST

Country Heights Kajang

Country living at its best



Country Heights Kajang was launched in 1985 and it is Malaysia's first country living development with gated and guarded community concept. Tagged as the "Beverly Hills of Malaysia", this development consists of 700 acres of freehold land with bungalow home lots ranging from 8,000 sqft to 20,000 sqft. This residential area offers a relaxing lifestyle that allows its community to enjoy a peaceful lifestyle in a quiet environment, away from the hustle and bustle of the city centre. This development has proven to be a sought after property land in the city due to its value appreciation of almost 50 times since it was first launched. Other than being home for many Malaysian elites, Country Heights Kajang is also a preferred residential area for professional expats living in Malaysia. Located within the vicinity too is a sub-development known as Country Villa which offer Malaysia's first Mediterranean-style waterfront villas. Like all Country Heights homes, Country Villas is an environmentally-conscious home designed with elegance and taste and incorporated into the surrounding nature.





COUNTRY HEIGHTS DAMANSARA A LITTLE FOREST IN KUALA LUMPUR

COUNTRY HEIGHTS DAMANSARA

A little Forest in Kuala Lumpur

Country Heights Damansara is a perfect home sanctuary that offers residents an oasis of tranquillity amidst the bustling city of Kuala Lumpur. Spread over 200 acres of freehold land among lush and hilly foliage, this low-density enclave offers the best in natural beauty and location. Being one of the last remaining freehold land neighborhoods in Kuala Lumpur, Country Heights Damansara offers a total of 342 bungalow lots and a residential enclave of less than 2 units per acre. A sought after property hot spot in Kuala Lumpur and Malaysia's first property with an innovative scheme of CHPI, landowners and purchasers become instant millionaires and have enjoyed tremendous appreciation value over the years in their investment with this development. Country Heights Damansara has been recognized with awards by the international real estate fraternity, winning the Best Development Malaysia by CNBC Asia Pacific Property Award in 2008, and the Asia Pacific Residential Property Awards in association with Bloomberg Television as Highly Commended Development Malaysia in the year 2010.



COUNTRY HEIGHTS VILLAS IN AN INTELLIGENT CITY, CYBERJAYA

Cyber Heights VILLA

IN AN INTELLIGENT CITY, CYBERJAYA

Cyber Heights Villa – a sustainable resort-themed development inspired by nature strategically located within one of the world's most prestigious intelligent cities and Malaysia's Multimedia Super Corridor. Cyber Heights Villa boasts of having the vast magnificent Putrajaya Lake as its backdrop. To date, the Phase 1 development of 510 units (Cyber Heights Villa) and 14 units (Cyber Residency) of low rise apartments are fully completed and occupied. Residents will enjoy the amenities provided in the Clubhouse including swimming pool, meeting room, function hall, tennis court, laundry, convenience shop and restaurant. Phase 2 consists of two projects; Lakeview Residency which has been completed and ready for handing over and Sawtelle Suites which is under construction. This eco-centric development harmonizes with the adjacent serene lake and parks, and syncs well with the vast open spaces through a generous low-density layout.

COLLEGE HEIGHTS GARDEN RESORT



College Heights Garden Resort is Malaysia's first academic township. This exclusive residential development offers a resort lifestyle and luxurious bungalow lots set amongst spacious gardens and a community devoted to learning at all levels - from kindergarten to tertiary. College Heights Garden Resort is carefully designed to create all the right elements, of beauty and tranquility that befits an academic township. Throughout Malaysia, there is no other township like College Heights Garden Resort. Homeowners will have room to grow and prosper in this self-contained township, developed by Country Heights to be the premier location for living and learning in Malaysia.

Located within the neighbourhood is an affordable development by Country Heights: Apartment College Heights. This development consists of 1,282 completed units of homes spread over 17 blocks of 4-storeyed buildings developed within 20 acres of land area. Apartment College Heights is strategically located in Pajam, one of the fastest growing areas in Negeri Sembilan. Apartment College Heights can be accessed via KL- Seremban Highway, Kajang-Seremban Road and LEKAS Highway.



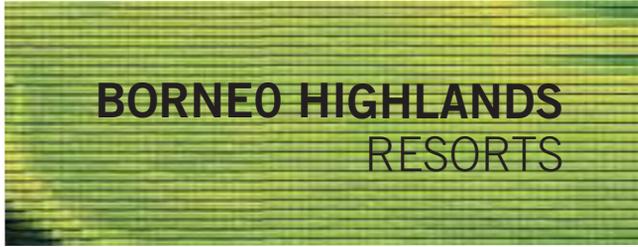
KOLEJ HEIGHTS UTARA A PARADISE FOR COUNTRY- STYLE LIVING

KOLEJ HEIGHTS UTARA KUBANG PASU

A Paradise For Country-Style Living

Kolej Heights Utara is another premium development by Country Heights undertaken by its wholly owned subsidiary, College Heights Utara Sdn. Bhd. Spread across 489 acres of prime freehold land of Kubang Pasu, Kolej Heights Utara consists mainly of bungalows and super-linked residential units with manicured open space landscape, making it one of the biggest high-end, lowest density enclaves within the lowest density in the Kedah State. Kolej Heights Utara residences is well connected through a network of highways linking to Hatyai (Thailand), Kangar, Sultan Abdul Halim International Airport and Alor Setar and is renowned for its scenic pristine landscape tapestry that pays tribute to the beauty of Mother Nature. Belleza Garden Homes Phase 1 and 2 have been fully sold and handed over to purchasers. Another new development, Belleza Garden Homes Phase 3 is currently on sale. Belleza Garden Homes is a development emphasizing on Lifestyle in a Gated & Guarded Community with linear gardens –the first concept being introduced in Jitra.

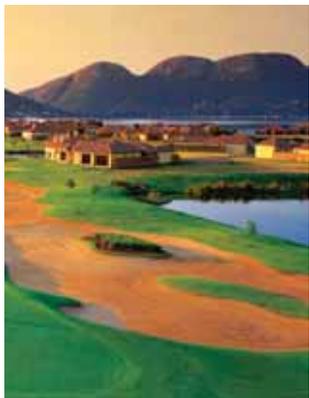
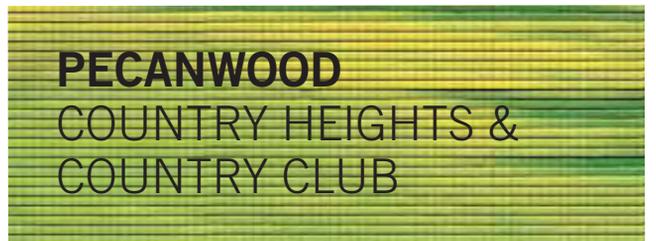




**BORNEO HIGHLANDS
RESORTS**



Borneo Highlands Resort is located approximately 50 minutes away by car from the Kuching International Airport. Nestled amongst the world's oldest and second largest tropical rainforest, it is situated at a height of 1500 meters above sea level on the Sarawak-Kalimantan border with a spring-like weather all year round. A resort with an 18-hole golf course and a boutique hotel, Borneo Highlands Resort also offers private and low-density bungalow lots for investors and provides holiday home owners a chance to own a slice of a living environment that has been referred to as "heaven on earth". Borneo Highlands Resort has won the Best Golf Development Malaysia in the CNBC Asia Pacific Residential Property Awards in 2008 and 2010. For more information, log onto www.borneohighlands.com.my.

**PECANWOOD
COUNTRY HEIGHTS &
COUNTRY CLUB**



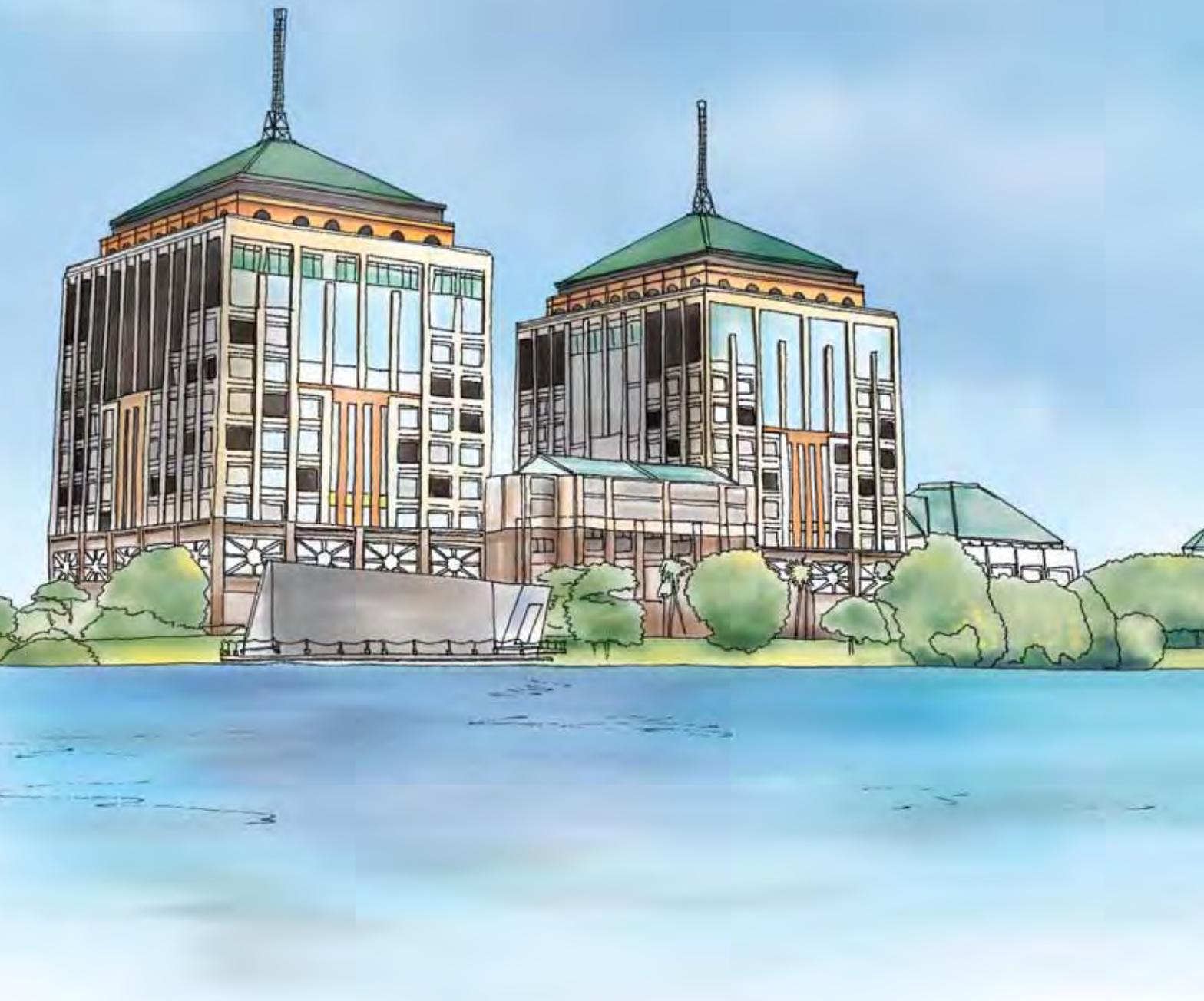
Located outside Johannesburg, South Africa, Pecanwood is a project owned by Country Heights Holding Berhad that features a world-class tournament 18-hole golf course designed by golfing legend Jack Nicklaus. A vibrant symbol for the local community, its club house further hosts an array of facilities such as a driving range, gym, health spa, tennis courts, conference rooms, restaurants, and activity spaces that cater for private indoor functions, outdoor dinners and weddings, as well as a private marina boat club.

Pecanwood also offers prime real estate for beautiful home lots with stunning views of the golf course and Hartbeespoort Dam. For more information, log onto www.pecanwood.co.za

PROPERTY INVESTMENT

Property Investment Division entails the rental and leasing business of the Group. It involves two properties, MINES Waterfront Business Park (MWBP) and MINES International Exhibition Convention and Exhibition Centre (MIECC).

MWBP is the only office address with an expansive view of 150-acre Lake and a 18-hole signature golf course and country homes in the distance, surrounded by lush and lavish landscaping.





MINES WATERFRONT BUSINESS PARK

MINES WATERFRONT BUSINESS PARK

With breath taking views over a 150-acre lake, a world-class golf course and award-winning landscape, MINES Waterfront Business Park (MWBP) is an excellent working environment in the Southern Corridor which encompasses of the growing areas of Kajang, Cheras, Puchong, Serdang, Ampang and Bukit Jalil.

MWBP, a corporate office well planned by visionary developer from the very beginning and strategically located in front of BESRAYA Highway with connectivity to 8 major highways, also commands a sensational lake & golf course view. “The Best of Both Worlds”, summarises the working experience of the office tenants at MINES Waterfront Business Park. It is all elite golfers’ dream office, yet it is sited right in the heart between most major destinations.

While maintaining almost full occupancy year after year and proudly tagged as the corporate addresses for many well-established multinational companies like Measat Broadcast Network Systems (ASTRO), i-Sentia, Sumitomo, Hitachi Cable, and government-linked companies like Konsortium Baja Nasional, Sazean Holdings, Mynics Berhad and CyberSecurity Malaysia. Asia Pacific University of Technology and Innovation (APU) has set up its campus at MWBP since 2011.

In line with our CHHB’s motto of “Ever Searching for Better Living”, MWBP continuously strives to give value added services to all its tenants. Free shuttle bus service is available for tenants to commute to or from the Serdang KTM Station and Sungei Besi LRT Station as to ease traffic congestion and for the convenience of the tenants.

MWBP’s management ensures that the safety of the tenant are being taken care of. We provide a safe working environment by having vigilant security guards and CCTV system, patrolling security services within the office premise and car park area, also a touch card access system for scrutinizing vehicles entering or exiting the office building and parking area.

The entire MINES area has been gazette by the Government as a “Wellness Zone” and has awarded this area as the MINES Wellness City (MWC) status. With this MWC Status, various tax incentives are available to the operators, tenants or companies in the wellness or health services related industry.



MWBP is surrounded by business amenities such as convenient banking facilities, shopping malls, hotels and entertainment centres. There are plans to position MINES Waterfront Business Park as an education and health related centre that coalesces with the corporate building impression in its up and coming development of the MWBP Phase 2.

MWBP has continuously strived to give value added services to tenants by providing ample parking bays with 24-hour security and offering corporate rates at our world-class luxury hotels namely, Palace of the Golden Horses and MINES Wellness Hotel. Tenants can house their foreign guests and visitors at our hotels for their convenience.



MIECC

mines exhibition centre

MIECC is the largest column-free exhibition venue with the biggest tonnage capacity per square meter in Malaysia. It provides a great and magnificent venue for multi-purpose usage that can cater large crowds and elaborate events, trade shows, symposiums, expositions, major gatherings, concerts, corporate functions and dinners.

Situated within Mines Wellness City and a stone's throw away from renowned establishments such as Palace of the Golden Horses, MINES Wellness Hotel, The MINES Shopping Mall and the exclusive MINES Resort and Golf Club, events at MIECC enjoy the upper hand of convenience by having an array of facilities and amenities at its door step.

Being strategically located just 20 minutes from the Kuala Lumpur City Centre or from the administrative capital of Malaysia, Putrajaya, the centre boasts the largest column-free exhibition space in the country with a width of 160 feet, a length of 660 feet, a height of 50 feet, and a floor load of 3 tonnes per square meter.

1. PROPERTY INVESTMENT SUMMIT AND EXPO (PRISM) 2014 1st - 2nd November 2014

Property Investment Summit and Expo (PRISM) 2014, Malaysia's largest property summit, proved a huge success for organiser Armani Media.

The flagship event was held at the Malaysia International Exhibition and Convention Centre (MIECC) on November 1-2 and attracted a yet higher attendance of 3,000 participants compared to last year's 2,108 registrants, all eager to solicit advice from industry professionals for the expected tough year ahead for the property market.

Featured in the two-day summit were talks and panel discussions by 15 speakers ranging from property gurus, loan specialists, legal experts and seasoned millionaire investors, all generously sharing their experiences and advice.

Headlining the summit was Dr Dolf de Roos, author of *New York Times* best seller *Real Estate Riches* and *52 Homes in 52 Weeks*. Said de Roos, "The expo is the signature property event of the year. The participation of so many developers makes it a great opportunity for Malaysians and overseas investors to take an exclusive first look at newly-launched and award-winning developments from all over Malaysia. We're confident that there is something for everyone at this event." Other speakers of the summit included CBRE Executive Chairman Christopher Boyd, MIEA President Siva Shanker, Ho Chin Soon Research Director Ishmael Ho, real estate lawyers Elizabeth Siew and Chris Tan, REI Group of Companies CEO Dr Daniele Gambero and many others.

The event's attendees enjoyed talks covering a wide array of topics ranging from investment strategies, solutions to better financing, investment hotspots to property market outlook. Also useful were the presentations laden with useful advice on the local and international property market as well as effects of the policies introduced, such as the most anticipated GST implementation next year. Other interesting topics included tips to make the banks say yes, how to qualify a deal, how to start investing when short on cash and many others. There were more than 15 speakers from various backgrounds and expertise

2. NATIONAL ACHIEVERS CONGRESS 2014 May 2014

The National Achievers Congress (NAC) is a 3-Day hallmark event staging world-class speakers in one location to help individuals achieve outstanding results in today's highly competitive global economy. Since its debut in 1994, more than 10,000 participants attend the Congress every year to hear, see and learn from world-renowned speakers such as Sir Ricahrd Branson, Donald Trump, Former US President Bill Clinton, Michael Porter, Robert Kiyosaki, T. Harv Eker, General Norman Schwarzkopf, Daniel Goleman, Dr. Denis Waitley, Peter Lynch, John Naisbitt and many others, on the different aspects of successful investing, business and peak-performance strategies.

This year's NAC 2014, meet Nick and other world-class speakers like Brendon Burchard, John Burley, Tom Hopkins, Andrew Matthews and more in person in Malaysia from 23th – 25th May 2014 at MIECC – THE MINES, MALAYSIA with an expected crowd of 4000-5000 people. Nick Vujicic is the keynote speaker; an international inspirational speaker and best-selling author born with neither arms nor legs. Growing up, Nick learnt to complete tasks like brushing his teeth and hair, typing, and playing sports. He still had to overcome being bullied in school and depression because of his condition. Overcoming these personal challenges, Nick discovered his purpose in life and understood that he himself was the only one who could determine his path in life. This inspirational individual had travelled the world since his first speaking commitment at the age of 19, communicating with millions of people from all walks of life. He is now a married man and father, sharing his message of dreaming big and success without limits all over the world.

This event also features Brendon Burchard, a legendary online marketing and branding strategist. Brendon is the man who will help monetize who you are and what you know through books, coaching and online courses. The learn effective marketing strategies that work not just for you, but for his clients over 70 countries, both top 500 companies and top universities in the world.

PROPERTY INVESTMENT

3. BIG BAD WOLF December 2014

Deemed as the world biggest book sale with 3 million books on sales, the organiser BookXcess Sdn Bhd objective behind the book sale which began in 2009 with just 120,000 books, was to inspire Malaysians to cultivate the reading habit.

The venue had a great task in coping with an extremely high volume of traffic as well as ensuring the safety and security aspects of the visitors to the venue. The conducive environment with good air-conditioning made the venue an ideal place for the book lovers to spend more time around the event's venue. This event was yet another impressive success and a feather in the MIECC cap.

4. HALFEST October 2014

HALFEST 2014 held in October was a resounding success and recorded an all-time high in terms of sales revenue. The event successfully attracted more than 150,000 visitors comprises of trade and consumer visitors; hosted more than 550 booths of Halal products and services produced by 457 businesses from around Malaysia. HALFEST was the perfect medium for SMEs to strengthen their foothold in the local market before expanding into the global market.

HALFEST 2014 was a buzz with exciting activities all lined up during the 5-day event for both consumers and exhibitors such as cooking demonstration, celebrity appearances, Halal hunt, fun quizzes and many more.

The venue had a great task in catering for the large turn up of visitors and had to ensure security aspects of both the exhibitors as well as visitors were met.

5. WORLD CHINESE BOOK FAIR November 2014

World of Chinese Book Fair (WCB) is organised by MINES Events Sdn Bhd. The 16th WCB provided a platform for all around the world regional publishers and distributors to establish their partnerships and also promote reading habit. This book fair hosted more than 500 booths with over 200 exhibitors. This book fair successfully attracted more than 420,000 visitors this year.

Besides books, WCB also offered exciting and power-packed talks by renowned local and international authors and speakers. With entertaining activities and competitions lined up, this book fair indeed a not-to-be-missed attraction for the whole family during year end school holiday.



HOSPITALITY

Country Heights' Hospitality Division carries four international award winning brands namely Palace of the Golden Horses, MINES Wellness Hotel, Borneo Highlands Hornbill Golf and Jungle Club and Country Heights Resort and Leisure. Through this Division the Group offers the best in hospitality, fine and casual dining; leisure, recreational, health and wellness centres; confectionary and fitness. This serves as our continuous effort to strive the ideal living concept of "Ever Searching for a Better Living".



HOSPITALITY

The high standard of attentive service at Palace of the Golden Horses has been recognised with the international accolades for establishing the gold standard of hospitality service. The hotel was awarded the World Luxury Hotel 2012 for Country Winner – Luxury Golf Course four times in a row – 2011, 2012, 2013 and 2014. 2014 was also a year of change for Palace of the Golden Horses as one of the hotel's restaurant, Kim Ma, underwent a total refurbishment, which transformed it into a work of art. Palace of the Golden Horses offers 472 exquisite guestrooms and suites of which 20 are designed for heads of states, host nation suite and a golden suite.

Our famed Chinese restaurant, Kim Ma, underwent a total makeover from December 2013 to January 2014. Apart from that, the external building of Palace of the Golden Horses completed in the first quarter of 2014.

Palace of the Golden Horses offers an outstanding variety of dining and entertainment options:

- Carousel International Coffeehouse – An all day dining restaurant serving Asian and International favourites
- Kim Ma Restaurant – serves contemporary Chinese cuisine
- Kin No Uma Japanese Restaurant – an authentic Japanese fare
- Grand Salon Lobby Lounge – serves evening titbits and alcohol
- Side Walk Café – offering delectable pastries, fruits and juices



PALACE OF THE GOLDEN HORSES BEYOND HOSPITALITY



Palace of the Golden Horses
MINES[®]
Kuala Lumpur, Malaysia

The hotel is also known for its dedicated conference centre. The Sultan Salahuddin Abdul Aziz Shah Conference Centre is located in its very own private wing. Palace of the Golden Horses has the conference space of 15 meeting rooms equipped with state-of-the-art facilities, individual lighting control, audio-visual equipment, teleconferencing and internet broadband access. There are two ballrooms – the Royal Ballroom and Unity Room, with a maximum seating capacity of up to 2,000 and 800 respectively.

There is also a theatre with 300 seats which accommodates theatrical acts or corporate presentations. Awards received by Palace of the Golden Horses include: Best MICE Facility and Service Hotel 2008, Best Innovative Chinese Restaurant 2008/2009 for Kim Ma Restaurant, Best Luxury Golf Resort for 2011, 2012, 2013 and 2014, etc.

In line with the healthy living and wellness concept, Palace of the Golden Horses also offers a comprehensive health screening service at GHHS Healthcare. Located within the hotel premises, the GHHS which infuses Eastern and Western preventive methods is a boon to its members, health tourists and corporations alike who place wellness at the forefront of their lifestyles. Palace of the Golden Horses, located within the Mines Wellness City is poised to be one of the world's most widely known luxury hotels, inextricably linked with outstanding opulence, which will position Malaysia as one of the finest destinations in the global hospitality and tourism industry. For more information, visit www.palaceofthegoldenhorses.com.my.



HOSPITALITY

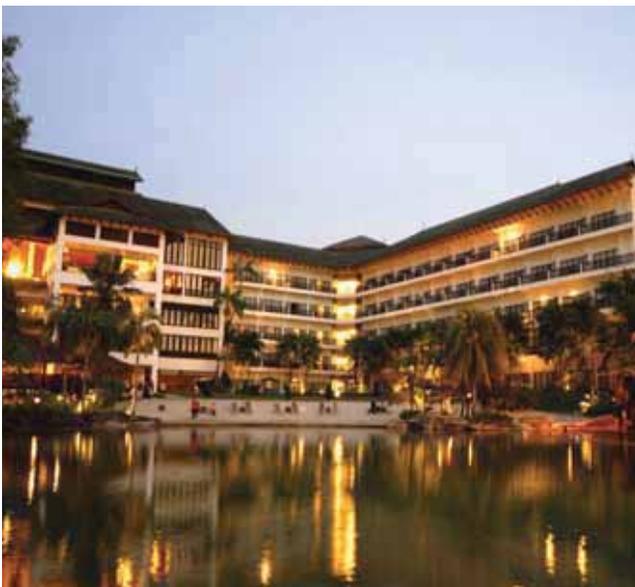
Nestled amidst the concrete jungle of Kuala Lumpur, MINES Wellness Hotel is an unexpected haven offering a full experience of sophisticated style, comfort, privacy and tranquillity. 2009 marked a year of transformation for the hotel as it re-launched itself as the one-stop holistic wellness resort offering eastern healthcare services, incorporating Traditional Chinese Medicine (TCM), Traditional Malay Massage (TMM), Ayurvedic and complementary health therapies based on eastern medical philosophy.

Dubbed the only 'beach in the city', it is also the perfect choice not only for health retreats or weekend getaways, but also for garden weddings, beach barbecues, family days, team building events and other leisure or corporate activities. A delightful 120-room wellness hotel with a tropical design overlooking a scenic 150-acre lake, MINES Wellness Hotel provides the perfect escape from the hectic city life, just 15 minutes away from the Kuala Lumpur City Centre. It is a place where you look for a little piece of serene nature within the city. The hotel logo which has a representation of two leaves is derived from a Chinese word, 'Tao'. In Mandarin, the word 'Tao' means a path; to us, a way of living. It strengthens the hotel's concept of a unique way of living; focusing on giving our guests the best in hospitality and health standards. The leaf of MINES Wellness Hotel sprouts from ground and spans its leaves while growing towards the sunlight, withering its leaves as season changes and provides fertiliser to the ground – giving back to where it came from.

The growth cycle of the leaves is similar to MINES Wellness Hotel. The hotel has been built since 15 years ago; thus the hotel has been through changes and despite it all, it still stands tall and mighty. This smoke-free hotel has a dedicated Wellness Floor that includes its special amenities and services, designed for guests to recharge in a complete and holistic manner. The guestrooms on the Wellness Floor incorporates details like organic pillows, posturepedic coconut husk beds, vibration card for sound sleep, salt crystal lamps, BMI machines, pebble walking paths for reflexology at the balcony, complimentary heat packs, hot water bags and healthy tea selections for its guests. All these are in addition to the standard amenities that the hotel provides.



MINES WELLNESS HOTEL
WE'LL TAKE CARE OF YOU



Patrons to MINES Wellness Hotel have the opportunity to indulge in comprehensive and holistic wellness services through the Hotel's partnership with GHHS Healthcare. The Wellness Counter contains information about the packages being offered. Wellness packages can be customised for the guests by combining the use of facilities such as the 18 Tuina and therapy rooms, herbs bar and pharmacy, well-known TCM and TMM services, and Ayurvedic therapies such as medicated oil drips and other alternative health treatments.

For patients who are undergoing rehabilitation and recuperation from injuries or surgeries, packages incorporating physiotherapy is available in the health recuperation centre. The hotel also offers brand new wellness packages, which include Hypnotherapy, Stress Management, Therapeutic Yoga, Sports Therapy and Body Detox – all complete with healthy cuisine. Therapies offered by the hotel focuses on holistic and natural healing, hence all the programmes are designed on the philosophy of naturopathy to help the body heal itself. There are three different dining outlets to fulfil one's gastronomical needs:-

- Abdul & Charlie's Restaurant – an all day open concept dining coffee house that serves Malaysian cuisine with a Kampung twist.
- Cheng Ho Court – a Chinese restaurant that serves delectable dim sum and Cantonese style cooking.
- Sunset Lounge – Perfect place for unwinding as it overlooks the lakeside, offering a calm and soothing ambience.

MINES Wellness Hotel has a total of two ballrooms and five multi-purpose function rooms. The ballrooms are named after historical figures, boasting a seating capacity of 150 to 280 people respectively. The five smaller rooms are ideal for meetings, conferences, and seminars with the business centre providing secretarial services for the guests' convenience. For the MICE market, MINES Wellness Hotel offers unique health-conscious selections such as Health Qigong and Yoga classes in the mornings, healthy snacks and dining menus.

MINES Wellness Hotel also offers unique settings for weddings; couples may choose between a tranquil garden wedding, beach wedding or any themed weddings to be hosted at the hotel's versatile settings. The banquet kitchen is also able to cater to special dietary menus, or specialised health menus as well as vegetarian menus. With an array of water sports activities such as parasailing, water-skiing, and wake-boarding, guests are able to indulge in a wide variety of exciting outdoor fun. For guests who are not seeking adrenaline-pumping activities, the option of having a quiet time at our man-made beach is ideal and serene. MINES Wellness Hotel was recently awarded the ASEAN Green Hotel Recognition Award 2014, four times in a row since the first win in 2010 that reflects the hotel's stand in preserving Mother Nature. The ambience, culture and service at Mines Wellness Hotel encapsulate the total well being experience for the rejuvenation of mind, body and soul. For more information, log on to www.mineswellnesshotel.com.my.



HOSPITALITY

Located just an hour's drive from Kuching International Airport, Borneo Highlands Resort is one of the most unique and exclusive eco-friendly resort developments in the region. Borneo Highlands Resort is nestled majestically at 1,000 metres above sea level and amongst 5,000 acres of the oldest and second largest tropical rainforest in the world. The Hornbill Golf Club is a golfers' heaven with a beautiful 18-hole golf course which provides players with utmost serenity and calmness. Borneo Highlands Resort is surrounded by the lush rainforest with a refreshing year round spring temperature of 18 to 28 degree Celsius. It is an absolute botanical paradise blessed with astonishing varieties of flora and fauna, with fresh air, cool mountain breezes and spectacular highland scenery. The resort emphasises on 3 main retreats which is the Golf, Nature, and Spa retreats. Nature lovers are able to enjoy the wonders of the plateau and there are activities for everyone. Visitors get to participate in a myriad of eco-tourism activities and revel in the wonder of nature through night trail adventure, music therapy, nature cleansing walk, waterfall bath, long house visit, orang-utan tours, stone painting, tree planting, star gazing and horse riding. The resort uses chemical free cleaning supplies, provides employment to the local community and maintains a pollution free environment with clean air and clean water. Even the maintenance of the Hornbill Golf Course strictly adheres to the environmental conservation guidelines.



BORNEO HIGHLANDS HORNBILL GOLF AND JUNGLE CLUB BACK TO NATURE, BACK TO BASICS



The awards and achievements received by Borneo Highlands Resort are:

- Accepted as an "IGOLF Laureate Course" by the International Golf & Life foundation which acknowledges courses that promote environmental and social responsibilities.
- Awarded as the "Best Golf Development (Malaysia)" by CNBC Asia Pacific Property Award.
- Awarded as the "Best Golf Resort" by the Expatriate Lifestyle's Best of Malaysia.
- Awarded as "Asia's Best Course in Malaysia (1st Runner Up)" by the Asian Golf Monthly Awards.
- Awarded with the "Toro Asian Golf Course Environment Award" in recognition of the dedication and commitment to all environmental aspects of the golf operations.
- Awarded the "Best Traditional Treatment" for the Peso Perong Therapy (Traditional Bidayuh Massage) by Malaysia Spa and Wellness Award.
- Launched as an Important Bird Area (IBA) status.

For more information, log on to www.borneohighlands.com.my.

Country Heights Resort & Leisure is located in Kajang interchange of North-South Highway which is only a 20 minutes drive from Kuala Lumpur City and 5 minutes drive from Kajang Town and Bangi. It provides accommodations, restaurant, sports and recreation facilities including team building and management training, seminar and conference.

Accommodations

Resort style with cluster of Mediterranean Villa surrounded by lush landscaped gardens and lakes, all villas are tastefully furnished which consist of 3 bedrooms and 2 bathrooms. Each villa is fully air-conditioned comes with a living area, dining area and kitchen.

Restaurant

Flinders' Park Restaurant is an all-day dining restaurant with a view of the swimming pool which serves popular Malaysian and Western cuisine.

Seminar and Conference

Attractive meeting, seminar and conference facilities to suit any small or large functions, gatherings. Meetings, seminar or team building training or any occasions. Be it banquets for corporate functions, company outings or family day, weddings, anniversaries or birthday events.



COUNTRY HEIGHTS RESORT AND LEISURE



Country Heights Resort & Leisure

Team Building and Management Training

Country Heights Resort and Leisure offers a conducive environment for team building, company outings and also company family days as well as large open fields, sports and recreations. Team building and character building courses can be conducted upon request.

Sports and Recreation Facilities

Country Heights Resort and Leisure also provides amenities within the clubhouse, as follows:-

- Indoor badminton courts
- Covered tennis courts
- Management training facilities
- Table Tennis
- Basketball court
- Netball court
- Mini soccer field
- Children playground
- Swimming pool
- Lakeside fishing
- Cycling
- Telematch
- Gymnasium

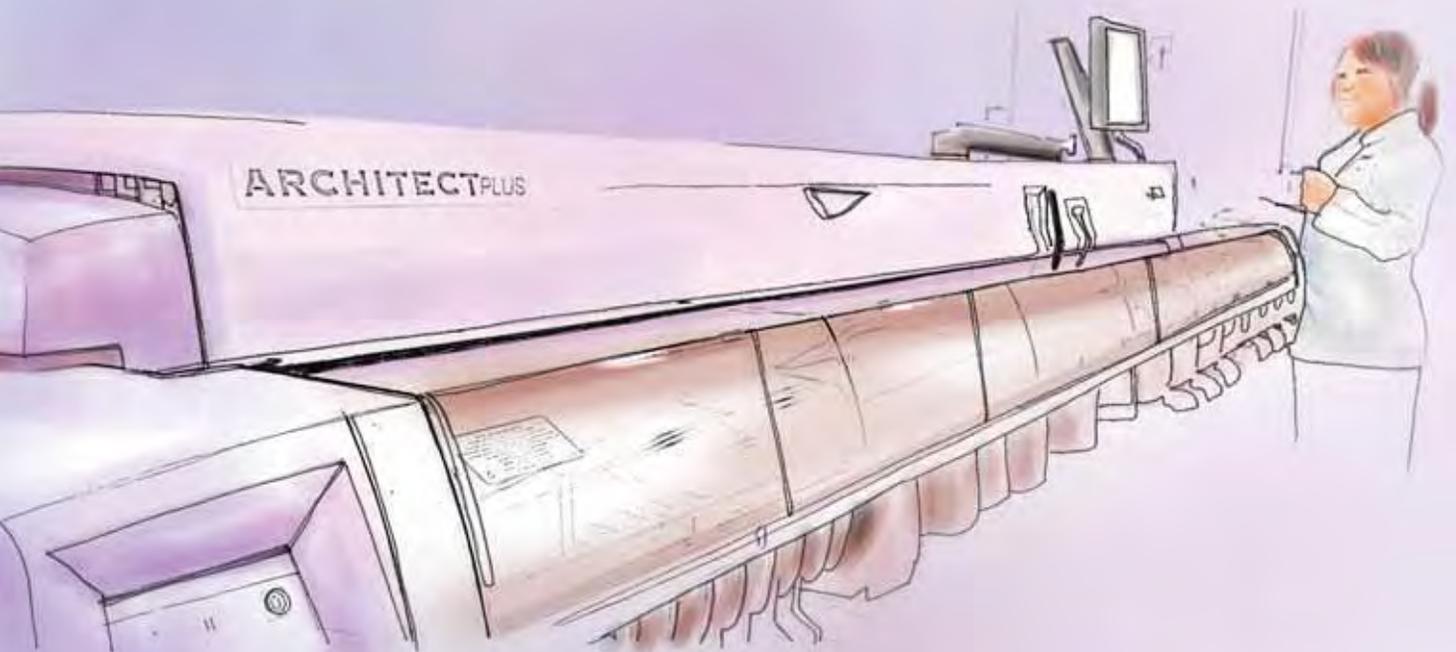
For more information, visit www.countryheightsresort.com.my.



HEALTH

GHHS Healthcare strongly advocates that “Prevention Is Always Better Than Cure”, and integrates Western Medical Technologies with Traditional Eastern Therapies to implement this philosophy.

Situated in Mines Wellness City, GHHS Health Screening and Wellness Centre is the first in Malaysia to offer professional and comprehensive preventive healthcare approaches amidst an idyllic resort setting.





**GHHS
HEALTHCARE**



GHHS
HEALTHCARE

GHHS Healthcare is the Health Division under CHHB. It is a one-stop preventive medicine destination that infuses traditional Eastern therapies and modern Western health-screening and preventive medicine methods. A complete health sanctuary inspired by wisdom dating back to 5,000 years, it is a haven for wellbeing that is equipped with modern cutting-edge technology. The centre is located in Mines Wellness City, Malaysia's first wellness city and the country's premier health and tourism landmark. GHHS Healthcare is Malaysia's first preventive medical centre in a resort setting, a set-up that has proven to be popular among patrons as preventive healthcare in this modern day is seen as a way of life best practiced in a relaxing and conducive environment.

Upholding the ideology of 'Prevention is Always Better than Cure', the centre focuses on preventive and curative treatments, sharing and empowering its patrons through knowledge, addressing risks as well as social and genetic factors related to preventive care.

- Primary prevention aims to avoid the development of disease;
- Secondary prevention aims to diagnose and treat an existing disease in its early stages;
- Tertiary prevention aims to reduce the negative impact of established disease by restoring function;
- A quaternary prevention aims to mitigate or avoid the consequences of unnecessary or excessive interventions in the health system.

GHHS Healthcare's services have expanded to several centres, which are GHHS Healthcare's Health Screening Centre, which focuses on modern medicine and health screening practices, located in Palace of the Golden Horses, and GHHS Healthcare's Traditional Chinese Medicine Centre which focuses on Traditional and Complementary health practices, located in Mines Wellness Hotel. To find out more, log onto www.ghhs.com.my.



MODERN MEDICINE

The facilities at the Health Screening Centre are upgraded regularly. State-of-the-art imaging systems which include technology for full field digital mammography, digital radiography, web-based reporting and robotics archival retrieval solution, as well as DEXA bone mineral density measurement, are all available at the centre. The centre also offers DNA genetic screening. GHHS Healthcare is the first centre in a private setting to own the cutting-edge Architect ci8200 PLUS. This machine is an integrated chemistry and immunoassay platform that delivers high throughput and fast turnaround times for improved lab workflow and maximum operator productivity. GHHS Healthcare has performed over 964,000 screening tests in 2014, and has successfully detected almost 10% of high risk profile cases from the total number of check-ups carried out. The professional team of doctors, nurses, radiologists, dieticians and nutritionists provide consultation to all patrons on how to improve their health status by giving them personalised remedies and solutions based on their screening results.

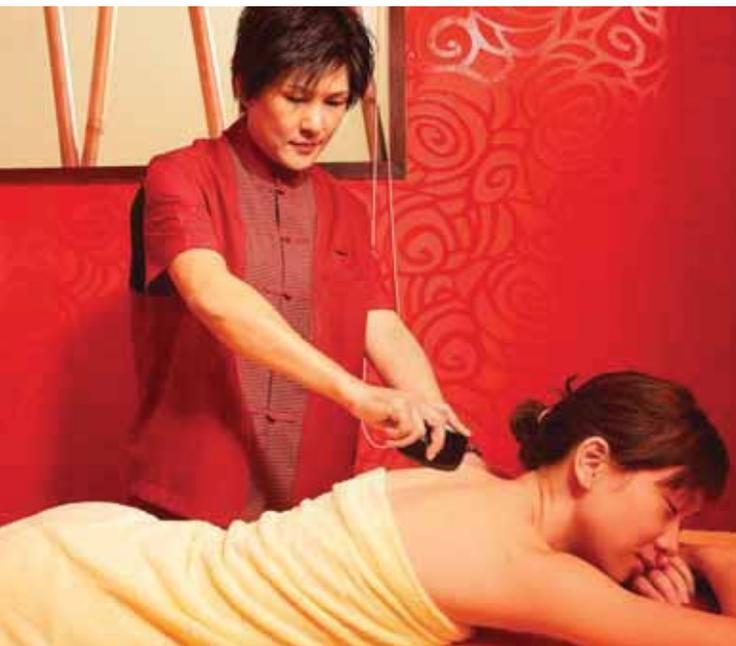
Services at GHHS Healthcare's Health Screening Centre:

- Comprehensive blood profile screening
- Ultrasound screening
- X-ray screening
- DEXA bone density screening
- Mammogram screening
- CT scan screening
- Hormone screening
- Endoscopy/ colonoscopy/ gastroscopy
- ENT screening
- Genetic screening (individual risk profiles / 31 types of cancer markers)
- Genetic screening for children (25 types of inherent risks)
- Cardiac assessment
- Personalized diet and nutrition counselling
- Pharmacy
- Health food bar



TRADITIONAL THERAPY

Complementing its state-of-the-art technology, the GHHS Healthcare's Traditional Chinese Medicine (TCM) Centre offers a comprehensive range of alternative treatments such as Traditional Chinese Medicine therapy, Ayurvedic treatments, Physiotherapy and Health Recuperation. Traditional and alternative therapies are designed to bring one's body back to its natural state of wellness and balance with minimal invasion. Within an elegant and relaxing ambience, patrons of the GHHS Healthcare's TCM Centre are able to experience medical knowledge that dates back to 5,000 years ago, which include treatments such as traditional pulse reading and Chinese diagnosis, blood and Qi screening, TCM chiropractic care, traditional Chinese Acupuncture, Acupressure, Moxibustion, Cupping (ba-guan), Scraping (gua-sha), traditional Tuina therapy, Qiaodanjing, Meridian point reading, TCM herbal footbath as well as the practice of Health Qigong. A TCM pharmacy is also available with consultants who dispense herbal prescriptions to promote the restoration of harmony in the body.



The Ayurvedic centre provides age-old Indian system of alternative therapy. Some of the services include medicated head oil drip, full body massage, anti-stress massage, scalp massage, foot reflexology, slimming massage, Ayurvedic scrub, eye treatment, nasal treatment and lower back treatment. Malaysia's first Health Recuperation Centre is also under GHHS Healthcare's Traditional Chinese Medicine Centre to complement the Mines Wellness City's Project. This centre provides a place for patients undergoing rehabilitation to recuperate from injuries or surgeries in a private environment. GHHS Healthcare's Traditional Chinese Medicine Centre is also the first TCM centre in Malaysia to receive ISO 9001:2008 certification by Lloyd's Register Quality Assurance, in recognition of the centre's excellence.

Services at GHHS Healthcare's Traditional Chinese Medicine Centre:

- Pulse Reading
- Acupuncture
- Cupping
- Tuina
- Gua Sha
- Bone setting/chiropractic treatment
- Obesity programme
- Health QiGong programme
- Herbal dispensary



GHHS Healthcare's Bio~Herbs Health Store offers the latest premium quality supplements and health related equipment. Product categories include traditional, natural, organic and functional food, health gadget, wholesome food, healthy snacks and personal care products.

The traditional products such as herbal remedies are formulated by GHHS Healthcare's resident Chinese Physician who has more than 30 years of medical experience. To provide better convenience to the public, products of GHHS Healthcare's Bio~Herbs Health Store are also available for purchase online.

To find out more GHHS Healthcare's Bio~Herbs Health Store, log onto <http://store.ghhs.com.my>.

HEALTH PRODUCTS



MEMBERSHIP & TOURISM

Tourism Division will continue to uphold our brand for the Vacation and Health Membership divisions by striving to provide more value-added services for our members. With the enhanced leisure products and services, we can further reach out to a wider market through our sustained branding and hospitality.



PALACE VACATION CLUB CELEBRATING 15 YEARS OF EXCELLENCE



Palace Vacation Club is a membership designed to provide its members the opportunities to enjoy vacations, creating priceless memories at places beyond the regular destinations with freedom of choices available only with a timeshare network. The membership ensures and maintains the affordability and flexibility of family vacations with choices of over 100 internal and direct affiliation resorts - both at local and international destinations.

2014 marked yet another significant milestone for Palace Vacation Club in the timeshare industry, not only at the local front but in the global arena. It marked 15th anniversary of Palace Vacation Club since establishment on 1 July 1999, and have spent the past decade continuing to build our brand, which has now become synonymous with our commitment to providing our members the opportunities to enjoy worry-free vacations and creating wonderful memories.

2014 Key Facts & Highlights for Palace Vacation Club:

- One of the leading timesharing membership programmes with over 8,000 members and a choice of over 100 internal and direct affiliation resorts
- On-going affiliation with the Resort Condominium International (RCI), the world's largest resort exchange company with over 4,000 holiday resorts in over 100 countries
- Ventured into the Middle East market with the appointment of Arabian Falcon Holidays, the new marketing agent in Dubai
- Increased the number of new affiliation resorts located in China namely Shanghai, Hainan and Jiuzhaigou; as well as Bali, Indonesia and Bangkok, Thailand
- Dedicated Membership Check-in Counter for members at Palace of the Golden Horses Hotel
- Achieved a high 97% successful booking rate from the Member Services team

Looking ahead, we are focusing on accelerating the execution of our growth strategy by identifying and selling to new markets, forging marketing partnerships to deliver more value for our members while continuing to build on the strength of our brand through innovation and our commitment in delivering excellence services to our members.



Members' Testimonial

1. Member: Dr Samad Solbai in **Malaga, Spain**
2. Member: Nordin & Jamaliah in **Phuket, Thailand**
3. Member: Valusamy A/L V.Kandasamy in **London**
4. New Affiliate Resort in **Bangkok, Thailand**
5. New Affiliate Resort in **Shanghai, China**
6. New Affiliate Resort in **Bali, Indonesia**
7. New Affiliate Resort in **Hainan, China**



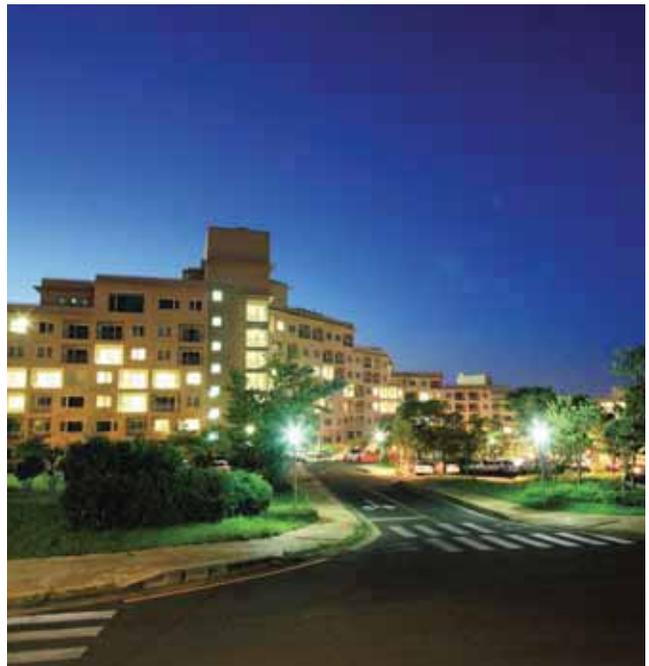


MINES Global Holidays (MGH) is an Inbound Travel Agency that focuses on promoting Malaysia as a top travel destination especially for local and foreign tourists with preferences of green sanctuary who seek to enhance their physical and mental health in a holistic environment such as at MINES Wellness City.

As the exclusive agent of Country Heights Holdings Berhad (CHHB), MGH specialises in Medical Tourism, Golf Tourism, MICE, Corporate Incentives, Leisure Holiday Packages, English Camps, Internship Programs and Professional Development Courses.

With a strong and solid foundation, MGH not only has an extensive range of ground transportation and service providers to cater to regular tours and travel arrangements, but is also able to combine and customize the services of all components of CHHB as well as other external service providers to provide various first class services and wonderful tour experiences to its customers.

MGH is always in tune with new tourism trends and demands to continuously provide quality holidays for customer's enjoyment.



EDUCATION

The Country Heights' Education Division consists of two education centres – International Malaysia Education Centre (IMEC) and Eight Virtues Montessori Preschool, both located at The Heritage Village in MINES Wellness City.

Both schools offer classes to local and international students and working individuals to provide education with strong ethical, professional and personal values. Country Heights' Education is led and taught by a team of accredited professors and teachers.



COUNTRY HEIGHTS
EDUCATION

The IMEC's methodology of teaching focuses on a communicative approach where students learn through practical training rather than rules and rhetoric. IMEC offers English Language classes as well as professional learning courses to both international and local students, looking to further their aspirations through language and communication. The Centre aims to be an innovative learning hub that is constantly evolving to meet the demand of the market while keeping in line with the Founder's mission statement. IMEC's line of core products is catered to the language needs of people today.

The courses offered include:

- Intensive English Programme (IEP) – 10 proficiency levels
- IELTS Preparation Class
- IELTS Testing Venue
- Soft-skills/Professional Development Courses
- Seasonal Adolescent Holiday English Programme

IMEC has introduced a list of new programmes in 2014, including:

- English for The Boardroom
- English for Hotel and Catering staff
- Customer Service English - Telephone English
- IMEC 2D design course - Photoshop & Illustrator
- Cyber Security
- Mobile Android Interactive Application
- Mobile Web Interactive Course
- Project Management Professional

The programmes offered are designed to cater for almost any proficiency level and are comparable to university English Language classes. The classes have an academic focus and a goal to achieve better levels of skills and proficiency for the learners. IMEC's English classes are structured on the four primary skills of language learning: writing, reading, speaking, and listening. Lessons for all classes are revised by practise. Classrooms and facilities at IMEC have been built-up to match the demands of a modern educational institute. All IMEC classes have a large LCD television with HDMI ports, a stereo sound system, WiFi connection and individual seating. Instructors at IMEC utilise laptop computers to create interactive lessons and update students' files and results digitally.

In April 2014, IMEC has signed a strategic collaboration with University of Malaya representing them for Continuing Education in offering and delivering of training in two courses namely Project Management Professional and Digital Marketing and Analytics. University of Malaya will award certificate to students who successfully complete the programme.

Moving forward in 2015, IMEC will announce another significant milestone with University of Malaysia Sarawak (UNIMAS). IMEC will have a satellite centre in West Malaysia and this will be the FIRST satellite centre for UNIMAS Learning Centre in Kuala Lumpur offering 4 Post Graduate Programmes:

- Corporate Master in Business Administration (CMBA)
- Master of Advance Information Technology (MAIT)
- Master of Science in Human Resources Development (HRD)
- Master of Science (Learning Science)

Besides leadership skills, staff and teachers at IMEC must undergo a series of strict tests including whether or not they love sharing their knowledge with others. IMEC has tried to cement itself as an innovator in the market by having internal and external students' activities. Activities are meant to foster a better level of rapport between students and staff and give an opportunity for students to mingle in a structured environment. Students and staff have showcased themselves in talent shows, international food fairs, sports tournaments, cross-cultural celebrations and excursions in and around peninsular Malaysia. The education industry is recession-proof as it is regarded as a necessity in the growth of our country. However, the current market trend of language centres located in Selangor and Kuala Lumpur is very competitive; but through careful market analysis and continual revision and upgrading of its products and services, IMEC will continue to be a profitable leader in the education field. At IMEC life is all about learning!

To learn more about IMEC or join our community, visit www.imec.edu.my or like IMEC on Facebook!



The Eight Virtues Montessori Preschool curriculum is based on the Montessori classroom for ages 3 through 6 years old and is a 'living room' for children. Children choose their work from among the self-correcting materials displayed on open shelves, and then work in that area. Over a period of time, the children develop into a 'normalised community', working with high concentration and few interruptions. Normalisation is the process whereby a child moves from being undisciplined to self-disciplined, from disorganised to organised and from distracted to focused in a working environment. The process occurs through repeated work with materials that captivate the child's attention. For some children, this inner change may take place quite suddenly, leading to deep concentration. Montessori education offers children opportunities to develop their potential as they step out into the world as engaged, competent, responsible, and respectful citizens with an understanding and appreciation that learning is for life.

The five distinct areas of the "prepared environment" of a Montessori classroom are:

- Practical Life
- The Sensorial Area
- Mathematics
- Language Arts
- Cultural Activities



In addition to the Montessori teaching method, Eight Virtues Montessori Preschool introduces and teaches the Confucius' Eight Virtues. The Eight Virtues are the criteria that Confucius imparted for people to follow which will guide and help children to develop into better persons through the right values. The virtues are introduced to the children and practised on a daily basis through a series of creative and exciting lessons.

The Eight Virtues are:

- Filial Piety
- Brotherhood
- Loyalty
- Trust
- Etiquette
- Righteousness
- Integrity
- Humility

With these skill sets, students at Eight Virtues Montessori Preschool will have the freedom to develop intellectually and morally and become confident, enthusiastic and self-directed learners. Children are encouraged to have the tools to think critically, work collaboratively, and act boldly – a skill set for the 21st century. For more information, feel free to visit the Eight Virtues Montessori Preschool website at www.eightvirtues.com.my.

The Board of Directors of Country Heights Holdings Berhad (“the Board”) is committed to ensuring that high standards of corporate governance are practiced throughout Country Heights Holdings Berhad (“CHHB” or “the Company”) and its subsidiaries (“the Group”), with integrity, transparency and professionalism being key components for the Group’s continued progress and success. The Board is of the view that this is not only fundamental for the protection and enhancement of shareholders’ value but also ensure that the interests of other stakeholders are safeguarded. The Board fully supports the recommendations set out in the Malaysian Code on Corporate Governance 2012 (“the Code”).

This Statement describes the manner in which the Group has applied the key principles and the extent of its compliance with the recommendations of good governance as set out in the Code for the financial year ended 31 December 2014.

BOARD OF DIRECTORS

The Board

CHHB is led and controlled by an active and experienced Board with a mix of suitably qualified and experienced professionals in the fields of accountancy, banking and finance, scientific research & development, corporate finance and mergers & acquisitions.

Board Balance

The Board is of the opinion that the composition of the current Board fairly reflects a balance of executive and non-executive to ensure that the interest of not only the Company, but also that of the stakeholders and of the public in general are represented as each independent director brings invaluable judgment to bear on issues of strategy, performance, resource allocation, risk management and standard of conduct. In the opinion of the Board, the minority shareholders are fairly represented by the presence of these highly competent and credible Independent Non-Executive Directors.

The composition and size of the Board are reviewed from time to time to ensure their appropriateness and effectiveness. The Board currently has six (6) members, comprising five (5) Non-Executive Directors and one (1) Executive Director. Of the five (5) Non-Executive Directors, four (4) are Independent, thus fulfilling the requirement that at least one-third of the Board comprise of Independent Directors. A brief profile of each Director is presented on pages 8 to 13 of this Annual Report.

The Board is led by a team of experienced members from different professional backgrounds, all of whom provide the Group with a wealth of professional expertise and experience which are conducive for efficient deliberations at Board meetings, giving rise to effective decision making and providing multi-faceted perspectives to the business operations of the Group.

The Board is supportive of gender diversity in the boardroom as recommended by the Code and has developed a Gender Diversity Policy to promote the representation of women in the composition of the Board. For the purpose of the Code, the Gender Diversity Policy will refer principally to gender diversity in the boardroom, but this approach however, in no means limits the Company’s recognition and respect for the value of diversity at all levels of the organisation. A diverse boardroom and workplace include the skills and perspective that people bring to the organisation through, but not limited to, experience, gender, age, culture and beliefs.

The Gender Diversity Policy sets out the approach to diversity on the Board of Directors of CHHB and the Company’s policy and the processes whereby the Company will address, to the extent practicable, the objectives set out in Recommendation 2.2 of the Code. Presently, there is one (1) female Director, representing approximately 17% women participation on the Board.

All Board members participate fully in decisions on key issues involving the Company. The Executive Director is responsible for implementing the policies and decisions of the Board and managing the Company’s day-to-day operations. Together with the Independent Non-Executive Directors, they ensure that strategies are fully discussed and examined after taking into account the long term interests of the various stakeholders including shareholders, employees, customers, suppliers and the various communities in which the Company conducts its business.

The Independent Non-Executive Directors provide independent judgment, experience and objectivity without being subordinated to operational considerations to the exclusion of other relevant factors. They help to ensure that the interests of all shareholders are indeed taken into account by the Board and that the relevant issues are subjected to objective and impartial consideration by the Board. They also ensure that the Board practices good governance in discharging its duties and responsibilities. The Board, as a whole, retains overall control of the Group. The Independent Directors fulfill the criteria of “Independence” as prescribed under Paragraph 1.01 of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

STATEMENT OF
CORPORATE GOVERNANCE

The Board has not appointed a senior independent non-executive director to whom concerns may be conveyed as there is no combination or overlapping of roles between the current Chairman who is an Independent Non-Executive Director and the Group Chief Executive Officer (“Group CEO”) of the Company since these two (2) positions are held by separate individuals. The Board takes note that the Code recommends that the Chairman of the Nomination Committee should be the senior independent non-executive director identified by the Board, which will from time to time review the recommendation and make the necessary appointment as and when it deems fit.

The Board is made aware that they should notify the Chairman before accepting any new directorship. The notification should include an indication of time that will be spent on the new appointment.

Board Meetings

During the financial year, the Board of Directors held five (5) meetings and details of Directors’ attendances are set out below. Besides the Board Meetings, urgent decisions were approved via Directors’ Circular Resolutions during the year.

Name of Director	No. of Meetings Attended
General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) <i>(Chairman of the Company, Independent Non-Executive Director)</i>	5/5
Tan Sri Lee Kim Tiong @ Lee Kim Yew <i>(Deputy Chairman of the Company, Non-Independent Non-Executive Director)</i>	4/5
Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock <i>(Independent Non-Executive Director)</i>	5/5
Nik Hassan Bin Nik Mohd Amin <i>(Independent Non-Executive Director)</i>	5/5
Chew Chong Eu <i>(Independent Non-Executive Director)</i>	5/5
Lee Cheng Wen <i>(Group Chief Executive Officer, Non-Independent Executive Director)</i>	5/5

At Board meetings, the Chairman encourages constructive, healthy debate, and Directors are free to express their views. Any Director who has a direct and/or deemed interest in the subject matter to be deliberated shall abstain from deliberation and voting on the same during the meeting.

Division of roles and responsibilities between Chairman and Group CEO

The roles of the Non-Executive Chairman, General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd), and the Group CEO, Ms Lee Cheng Wen are separated with clear division of responsibilities, in line with the recommendations as set out in the Code, to ensure appropriate supervision of the Management and a balance of power and authority. Moreover, General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) is not previously a CEO or a Management member of the Company.

The Board’s principal focus is the overall strategic direction, development and control of the Group. As such, the Board approves the Group’s strategic plans and annual budget.

The Group CEO is responsible for the implementation of broad policies approved by the Board and reports at Board Meetings all material matters that will potentially affect the Group and its performance, including strategic projects and regulatory developments.

The Chairman is responsible for the effectiveness of the relationship between the Non-Executive Directors and Executive Director and ensures an independent and balanced assessment of proposals from management.

Board Appointment Process

All nominees to the Board are first considered by the Nomination Committee, taking into account the mix of skills, competencies, experience and other qualities required before they are recommended to the Board.

While the Board is responsible for the appointment of new Directors, the Nomination Committee is delegated the role of screening and conducting an initial selection before making a recommendation to the Board.

Board Effectiveness Evaluation

Performance indicators on which the Board's effectiveness is evaluated include the Board's composition, administration and process, conduct, accountability, interaction and communication with Management and stakeholders, responsibility and its evaluation on the Group CEO. Performance indicators for individual Directors include their interactive contributions, understanding of their roles and quality of input.

For the financial year 2014, the Board undertakes a process to assess the effectiveness of the Board as a whole and its Board Committees and the contribution of each Director. The evaluation involves the completion of questionnaires on the effectiveness of the Board of Directors as a whole, as well as that of the Board Committees. The structure, processes, accountability and responsibilities of the Committees are evaluated in assessing the effectiveness of the respective Committees.

Questionnaires are also completed by the Directors on Peer Assessments. These questionnaires were reviewed to ensure close scrutiny of the contribution, personality and quality aspects of individual Directors.

A summarised report will be presented to the Board with a trend analysis of previous year's evaluation results to enable the Board to identify areas for improvement.

The Board has analysed the gaps and put in place appropriate measures to ensure overall effectiveness of the Board and CHHB Group which will be overseen by the Group CEO.

Re-election of Directors

The Articles of Association of the Company requires a director appointed during a financial year to retire at the following annual general meeting. All directors are bound to retire at least once in every three years and re-election of directors takes place at each Annual General Meeting ("AGM"). Directors over the age of seventy are required to retire annually. All the retiring directors shall be eligible for re-election.

The re-appointment and re-election of directors at the AGM are subject to prior assessment by the Nomination Committee and the recommendations thereafter are submitted to the Board and then for shareholders' approval.

Particulars of Directors standing for re-election have been provided in the Statement Accompanying the Notice of the 31st AGM of CHHB scheduled to be held on 17 June 2015.

The re-election of directors ensured that shareholders have a regular opportunity to reassess the composition of the Board.

Tenure of Independent Non-Executive Directors

General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) and Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock were both appointed to the Board as Independent Non-Executive Directors of the Company on 20 August 1993 and have, therefore served for more than 9 years. As at the date of the notice of the AGM, they have served the Company for more than 20 years.

Notwithstanding their long tenure in office, the Board, based on the review and recommendations made by the Nomination Committee, is unanimous in its opinion that General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd)'s and Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock's independence have not been compromised or impaired based on the following justifications:-

- They continue to fulfill the criteria and definition of an Independent Director as set out under Paragraph 1.01 of the MMLR;
- They have been with the Company for more than nine (9) years and therefore, understand the Company's business operations which enable them to participate actively and contribute during deliberations or discussions at meetings of the Nomination Committee, the Remuneration Committee, the Audit & Risk Management Committee, and the Board; and
- They have contributed sufficient time and efforts at the meetings of the Nomination Committee, the Remuneration Committee, the Audit & Risk Management Committee, and the Board for informed and balanced decision making.

The Board therefore believes that General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) and Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock should be retained as Independent Non-Executive Directors and accordingly, recommends them to be retained as Independent Non-Executive Directors. Ordinary resolutions for the aforesaid purpose will be tabled at the forthcoming AGM for shareholders' approval.

In addition, General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) and Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock, who have attained the age of 70, will also retire at the forthcoming AGM in accordance with Section 129(6) of the Companies Act, 1965 and have offered themselves for re-appointment.

STATEMENT OF
CORPORATE GOVERNANCE**Directors' Remuneration**

The policy and framework for the overall remuneration of the Executive and Non-Executive Directors are reviewed regularly against market practices by the Remuneration Committee, following which recommendations are submitted to the Board for approval.

The Board as a whole determines the remuneration of the Non-Executive Directors and each individual Director abstains from the Board decision on his own remuneration. The remuneration of Non-Executive Directors is based on a standard fixed fee. In addition, allowances are also paid in accordance with the number of meetings attended during the year and each Director is also entitled to gadget claims on reimbursement basis at a certain limit.

The Group CEO is paid salary, allowances and other customary benefits as appropriate to top management. CHHB carries out salary benchmarking of equivalent jobs in the market of similar-sized companies to arrive at appropriate base pay levels. The Group CEO and her direct reports are rewarded according to a combination of how well they have achieved their Key Performance Indicators ("KPIs").

The aggregate remuneration of the Directors for the financial year ended 31 December 2014 categorised into the appropriate components are as follows:-

Description	Executive Directors RM'000	Non-Executive Directors RM'000	Total RM'000
Salaries & Other emoluments	456	50	506
Benefit-in-kinds	-	14	14
EPF Contribution	64	-	64
Fees	-	107	107
Total	520	171	691

The numbers of Directors whose total remuneration fall into the respective bands are as follows:-

Range of Remuneration (RM)	Number of Directors	
	Executive	Non-Executive
Up to RM50,000	-	5
RM200,000 to RM350,000	-	-
RM351,000 to RM400,000	-	-
RM401,000 to RM450,000	-	-
RM451,000 to RM600,000	1	-
Total	1	5

BOARD COMMITTEES

The Board has delegated specific responsibilities to four (4) board committees which include the Audit & Risk Management Committee, Nomination Committee, Remuneration Committee and Management Executive Committee. The delegation of certain responsibilities of the Board to its Committees is made in accordance with Article 88 of the Company's Articles of Association. This is necessary as there is now greater reliance on the Board Committees in response to the complex challenges of the business.

These Committees have the authorities to examine particular issues within their terms of reference and report back to the Board with their recommendations. The ultimate responsibility for the final decision on most matters remains with the entire Board.

All Board Committees have written terms of reference, operating procedures and authority delegated and approved by the Board, which are reviewed from time to time to ensure they are relevant and up-to-date.

The Chairpersons of the various Board Committees report the outcomes of their meetings to the Board and relevant decisions are incorporated into the minutes of the meetings of the Board of Directors.

Audit & Risk Management Committee (“ARMC”)

The report of the ARMC is set out on pages 76 to 79 of this Annual Report.

Nomination Committee (“NC”)

The NC comprises wholly of Non-Executive Directors, all of whom are independent.

Membership:-

- General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) (Chairman of NC);
- Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock; and
- Nik Hassan Bin Nik Mohd Amin.

Meeting Attendance:-

The NC met once during the financial year.

Functions, principal duties and responsibilities:-

- To review the structure, size and composition of the Board.
- To review formal succession plan in identifying and mentoring potential Executive and Non-Executive Directors.
- To propose and recommend new appointments of potential candidate to the Board of Directors as well as new appointments of the senior management positions.
- To propose and recommend to the Board, the retirement and re-appointment of existing Executive and Non-Executive Directors.
- To review the mix of skills, experience and other qualities of the existing Directors and the effectiveness of the Board as a whole; including the assessment of the effectiveness of the Board, its Committees and contribution of each individual Director.
- To review the representation of women in the composition of the Board in support of the Company's Gender Diversity Policy.

Authority:-

- The NC may use the services of professional recruitment firms to source for the right candidate for directorship or seek independent professional advice whenever necessary.
- In carrying out its duties and responsibilities, the NC has full, free and unrestricted access to CHHB's records and personnel.
- The NC shall report its recommendations back to the Board for its consideration and approval.

Main Activities 2014:-

During the year, the NC has fulfilled a number of key activities, as listed below:-

- Evaluated and assessed the overall effectiveness of the Board and its Committees including its size, structure and composition.
- Evaluated and assessed the contribution and performance of each individual Director in 2014.
- Evaluated and assessed the performance of the Group CEO.

In its assessment, the NC concluded that the Board's size is conducive to effective discussion and decision making. The NC is satisfied that the Board has an appropriate number of Independent Non-Executive Directors and an appropriate balance of expertise, skills and attributes among the Directors including the relevant core competencies.

Remuneration Committee (“RC”)

The RC comprises wholly of Non-Executive Directors.

Membership:-

- Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock (Chairman of RC);
- General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd);
- Tan Sri Lee Kim Tiong @ Lee Kim Yew; and
- Nik Hassan Bin Nik Mohd Amin.

Meeting Attendance:-

The RC met once during the financial year.

Functions, principal duties and responsibilities:-

- To recommend to the Board on the remuneration framework for all Executive Directors with the underlying objective of attracting and retaining Directors needed to run the Group successfully.
- To review the framework for retaining and rewarding senior management in consideration of the Company's performance and market conditions.

Authority:-

- The RC has the authority to obtain the advice of external consultants on the appropriateness of remuneration packages and other employment conditions, if required.
- In carrying out its duties and responsibilities, the RC has full, free and unrestricted access to CHHB's records and personnel.
- The RC shall report its recommendations back to the Board for its consideration and approval.

Main Activities 2014:-

During the year, the RC has fulfilled a number of key activities, as listed below:-

- Advised the Board on the performance of the Group CEO and assessed her remuneration package for the approval of the Board.
- Made recommendations to the Board on the remuneration and entitlements of the Non-Executive Directors, including the Non-Executive Chairman, for the decision of the Board as a whole.

Management Executive Committee

The Management Executive Committee (EXCO) is to assist the Board in the day-to-day operations of the Group. The EXCO operates under clearly defined terms of reference. Currently, the EXCO comprises of six (6) senior management and is chaired by the Group CEO.

The EXCO deals with a wide range of matters, including review of the monthly financial results and forecast, proposals for capital expenditure and major operating issues that arise out of the ordinary course of business. The EXCO reviews budget and business plans, acquisition, disposal and investments, operational and financial reports by all business units, and group policies and procedures before they are submitted to the Board.

Directors' Training

All the Directors have attended the Mandatory Accreditation Program prescribed by Bursa Securities. Induction briefings will be organised for newly appointed Directors, if any.

The Directors are also encouraged to attend seminars/courses from time to time to equip themselves with the necessary knowledge to discharge their duties and responsibilities more effectively.

During the financial year, the Directors have attended, individually and/or collectively, various programmes and briefings on, amongst others, the following:-

- APEC CEO Summit 2014 at Beijing, China
- ASEAN Economic Community 2015 and The Transformation from Local to Regional Corporate Governance Champion
- Corporate Disclosure of Listed Issuers
- Corporate Strategic Analytics: Essentials of Corporate Proposal Analysis
- Great Companies Deserve Great Boards
- ITI course on Portfolio Management: In Pursuit of Performance and Returns
- Managing Uncertainty – Surviving the Turbulence
- Maybank Guru Series : “Strategic Communication towards Steady Leadership” with Roger Fisk
- Nominating Committee Programme 2: Effective Board Evaluation
- Role of Internal Control and Internal Audit in Corporate Governance
- The 5th World Peace Forum at Jakarta, Indonesia
- The Sixth World Business Ethics Conference

The Company will continuously arrange for further training for the Directors as part of their obligation to update and enhance their skills and knowledge which are important for carrying out an effective role as Directors. From time to time, the Board also receives updates and briefings, particularly on regulatory and legal developments relevant to the Company's business.

EFFECTIVE BOARD OPERATIONS AND INTERACTION

Board Meetings Schedule and Predetermined Agendas

The calendar for the ensuing financial year for Board and Board Committee meetings and draft agendas are established before the end of the current financial year and synchronised with the Management's business planning cycle and quarterly financial results. This is to enable the Directors to plan ahead and allocate time in their respective schedules for the ensuing year's Board and Board Committee meetings.

The Board meeting agenda is structured to address priority strategic issues aligned with the Company's vision and mission, which are consistent with the Board's key roles and the mandate that the Board provides to the Group CEO.

Company Secretary

The Company Secretary is responsible for ensuring that Board procedures are followed, and the applicable rules and regulations for the conduct of the affairs of the Board are complied with. The Company Secretary is also responsible for all matters associated with the maintenance of the Board or otherwise required for its efficient operation. The Company Secretary attends and ensures that all meetings of the Board and Board Committees are properly convened, and that accurate and proper records of the proceedings and resolutions passed are taken and maintained in the statutory registers of the Company.

Supply of Information

The Directors have full and unrestricted access to complete information on a timely basis pertaining to the Group's business and affairs to enable them to discharge their duties. Board Meetings which are scheduled to be held are also presented with relevant reports to facilitate its decision-making process. On average, the Board and its Committees are given an agenda accompanied by relevant up-to-date information seven (7) days prior to each meeting.

The Directors have access to the advice and services of the Company Secretary and Senior Management and may seek independent professional advice, at the Company's expenses, if required, in furtherance of their duties.

Prompt Communication of Board Decisions

All Board decisions are clearly recorded in the minutes, including the rationale for each decision, along with clear actions to be taken and the individuals responsible for their implementation. Relevant urgent Board decisions are communicated to the Management within one working day of the Board meeting and the minutes of Board Meetings are completed for comments by the Board members within seven (7) working days of the meeting dates. Relevant extracts of the minutes are distributed to the Management for action once the board minutes are completed, depending on the urgency of the matters.

Board and Management Interaction

The Board has direct access to the Senior Management and has full and immediate access to information relating to the Group's business and affairs in the discharge of their duties. Towards building and maintaining trust in order to deliver significant and positive performance and shareholder value, both the Board and Management acknowledge the importance of positive interaction, dynamics and open communication between them.

Senior Management members are invited to attend Board meetings to report to the Board on matters relating to their areas of responsibility, and also to brief and provide details to the Directors on recommendations submitted for the Board's consideration.

BOARD PROFESSIONALISM**Code of Ethics for Company Directors**

The Code of Ethics for Company Directors which was adopted by the Board supports the Company's vision and core values by instilling, internalising and upholding the value of uncompromising integrity in the behaviour and conduct of the Directors.

The code is reviewed and updated regularly by the Board.

The Code of Ethics for Company Directors covers the following areas:-

- Responsibilities of the Directors
- Dealings with shareholders, employees, creditors, business partners and stakeholder communities at large
- Dealings with respective governments
- Dealings with competitors
- Dealings in respect of Company assets
- Trading on insider information
- Conflict of interest
- Social responsibilities and the environment

Whistle Blower Programme

The Board recognises the importance of whistle blowing in light of the requirements stipulated in the Capital Markets and Services Act 2007, the Corporate Governance Guide and the Companies Act, 1965.

An internal whistle blowing programme has been introduced for the employees to channel concerns about illegal, unethical or improper business conduct affecting the Company and about business improvement opportunities.

If an employee has concerns about illegal or unethical conduct in the workplace, the concern may be reported to the designated email: groupeco@countryheights.com or to the Chairman of the Audit & Risk Management Committee.

The Board and the Management gave their assurance that employees will not be at risk to any form of victimisation, retribution or retaliation from their superiors or any member of the Management provided they act in good faith in their reporting.

Environmental & Sustainability Policy

The Board recognises the need to operate its business in a responsible and sustainable manner complying with all relevant legislative and regulatory requirements, to maintain its reputation, and to generate future business. CHHB combines its values of nature, love, quality, style and excellence, together with its vision of "Ever Searching for Better Living" and set its commitment to sustainable good practice in the context of environment, economic and social consideration.

The Company's commitment to environment sustainability is considered central to its business culture and as such is intended to form part of, and to support, all CHHB's activities. The Company believes that seeking to continuously improve its environmental performance is fundamental to its business success and that sustainability principles should be incorporated into CHHB's activities and decision making at all levels.

The Environmental & Sustainability Policy of the Company and the Group focuses on corporate sustainability in five main areas, being environment, health and safety, employees, business partners and local communities. The Company's and the Group's effort on environmental and social responsibility during the financial year are set out in the Corporate Responsibility Report of this Annual Report.

Conflict of Interest and Related Party Transactions ("RPT")

The Directors are responsible at all times for determining whether they have a potential or actual conflict of interest in relation to any matter which comes before the Board.

The Directors recognise that they must declare any interest they may have in transactions with the Company and Group and abstain from deliberation and voting on the relevant resolutions at the Board or general meetings convened to consider the matter.

Trading on Insider Information

The Directors and employees of CHHB are not permitted to trade in securities or any other kind of property based on price sensitive information and knowledge which has not been publicly announced.

Notices on the closed period for trading in the Company's shares are sent to the Directors and principal officers on a quarterly basis specifying the timeframe during which the Directors and principal officers are prohibited from dealing in the Company's shares. The Directors are also prompted not to deal in the Company's shares at any point when price sensitive information is shared with them.

Directors' and Officers' Liability Insurance

The Company has in place a liability insurance policy for the Directors and officers in respect of liabilities arising from holding office in the Company. The insurance does not, however, provide coverage in the event that a Director or a member of the Management is proven to have acted negligently, fraudulently or dishonestly.

RELATIONSHIP AND COMMUNICATION WITH SHAREHOLDERS AND INVESTORS**Dialogue between the Company, Shareholders and Investors**

The Board values the support of its shareholders and investors. It also recognises the importance of effective communication with the shareholders and the investment community of material corporate and business matters of the Group.

Care is taken to ensure reporting to the shareholders is balanced and sufficiently comprehensive and objective to allow performance to be measured.

In complying with paragraph 9.21(3) of the MMLR to improve investor relations between the Company and its stakeholders, CHHB ensures that its website contains the email address(es) of the designated person(s) and contact numbers to enable the public to forward queries to the Company. CHHB also post announcements made to Bursa Securities on its website immediately after such announcements are released on Bursa Securities' website.

Annual Report and AGM

In addition to quarterly financial reports, the Company communicates with the shareholders and investors through its Annual Report.

The Annual Report is an important medium of information for the shareholders and investors whereas the AGM provides a vital platform for both private and institutional shareholders to share their views and acquire information on issues relevant to the Group.

In an effort to save costs and encourage shareholders to benefit from Information and Communication Technology, CHHB continues to dispatch annual reports to the shareholders in electronic format (CD-ROM). However, shareholders are given the option to request for hard copies of the Annual Report.

Shareholders and members of the public can access the website of the Company <http://www.countryheights.com> for the latest information on the Group.

At the AGM, the Group CEO presents a comprehensive review of the Group's financial performance and value created for the shareholders as well as current developments of the Group. The review is supported by a visual and graphical presentation of the key points and financial figures. The AGM is the principal forum for dialogue with the shareholders. It provides shareholders and investors with an opportunity to seek clarification on the Group's business strategy, performance and major developments.

ACCOUNTABILITY AND AUDIT

Financial Reporting and Disclosure

In presenting the annual financial statements and quarterly announcements of unaudited consolidated results to shareholders, the Directors have taken reasonable steps to ensure a balanced and understandable assessment of the Group's financial position and prospects. The Board is assisted by the ARMC in overseeing the Group's financial reporting processes and the quality of its financial reporting.

Internal Controls

The Board recognises and affirms its overall responsibility for the Group's system of internal controls, which includes the establishment of an appropriate control environment and control framework as well as for reviewing its effectiveness, adequacy and integrity. The Board acknowledges that this system is designed to manage, rather than eliminate the risk of non-achievement of the Group's objectives.

The Board has overall responsibility for maintaining sound internal control systems that cover financial controls, operational and compliance controls and risk management to ensure shareholders' investments, customers' interest and the Group's assets are safeguarded.

The Statement on Internal Control as set out on pages 80 to 82 of this Annual Report provides an overview of the state of internal controls within the Group.

Relationship with Auditors

The Board, by the establishment of an ARMC, maintains a formal and transparent relationship with the Group's auditors. The external auditors are invited to participate and brief the ARMC on specific issues at ARMC meetings. The roles of both the external and internal auditors are further described in the Audit & Risk Management Committee Report.

The Group has established an in-house Group Internal Audit Department, in addition to utilising the services of the external auditors, which reports significant findings directly to the ARMC with recommended corrective actions. The Management is responsible to ensure that corrective actions on reported weaknesses are undertaken within an appropriate timeframe.

The ARMC and the Board maintain great emphasis on the objectivity and independence of the Auditors, namely Messrs. Deloitte, in providing relevant and transparent reports to the shareholders. As a measure of ensuring full disclosure of matters, the Auditors are invited to attend the ARMC meetings for discussion with the ARMC without the presence of the senior management, as well as the AGM.

Directors' Responsibility Statement

The Board is responsible for ensuring that the financial statements of the Group and of the Company have been drawn up in accordance with applicable approved accounting standards and the provision of the Companies Act, 1965, and give a true and fair view of the state of affairs of the Group and of the Company as at the end of the financial year, of the results and cash flows of the Group and of the Company for the financial year.

The Board is satisfied that in preparing the financial statements of the Group and of the Company for the financial year ended 31 December 2014, the Group has adopted the appropriate accounting policies and applied them consistently, and that all applicable approved accounting standards have been followed.

COMPLIANCE STATEMENT

The Board has taken steps to ensure, and is satisfied, that the recommendations as set out in the Code have been substantially implemented accordingly by the Group except for the appointment of a Senior Independent Non-Executive Director to whom concerns may be conveyed.

Given the current composition of the Board which reflects a strong independent element and the separation of the roles of the Chairman and Group CEO, the Board does not consider it necessary at this juncture to nominate a Senior Independent Non-Executive Director.

The Board does not have a formal schedule of matters specifically reserved to it for decision. However, it has been the practice for the Board to deliberate and approve on significant matters that concern the overall strategy of the Group such as major investment or divestment decisions, financial and operation performance, major capital expenditure and major acquisitions and disposals.

ADDITIONAL COMPLIANCE INFORMATION**Material Contracts**

Material contracts of the Company and its subsidiaries involving Directors and substantial shareholders either subsisting at the end of the financial year or entered into since the end of the previous financial year are disclosed in Note 36 to the Financial Statements.

Contracts Relating To Loan

There were no contracts relating to any loan by the Company in respect of the above said item.

Recurrent Related Party Transactions

The existing shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for its day-to-day operations shall expire at the conclusion of the forthcoming AGM and is subject to renewal by the shareholders at the said AGM.

Significant related party transactions of the Group are disclosed in Note 36 to the Financial Statements.

Options, Warrants or Convertible Securities

The Company did not issue any options, warrants or convertible securities during the financial year.

Depository Receipt Programme

During the financial year, the Company did not sponsor any depository receipt programme.

Imposition of Sanctions / Penalties

There is a penalty of RM1,996 imposed by the Inland Revenue Board in respect of outstanding taxes taken up during the financial year ended 31 December 2014.

STATEMENT OF
CORPORATE GOVERNANCE**Non-Audit Fees**

The amount of non-audit fees paid and payable to external auditors by the Company and its subsidiaries for the financial year ended 31 December 2014 amounted to RM353,095.

Variation between Audited and Unaudited Results for the Financial Year Ended 31 December 2014

There was no variance of 10% or more between the audited results for the financial year ended 2014 and the unaudited results previously announced by the Company.

Profit Guarantees

There was no profit guarantee given by the Company during the financial year.

Share Buy-Back

The existing authority for the Company to purchase up to 10% of its issued and paid-up share capital shall expire at the conclusion of the forthcoming AGM and is subject to renewal by the shareholders at the said AGM.

Details of the shares purchased during the financial year ended 31 December 2014 are set out below:-

Month	No. of shares purchased and retained as treasury shares	Lowest price paid per share (RM)	Highest price paid per share (RM)	Average price paid per share (RM)	Total consideration* (RM)
June 2014	100,000	1.44	1.50	1.47	147,430.08

* Inclusive of transaction cost

All the shares purchased during the financial year ended 31 December 2014 were held as treasury shares. There was no resale of any treasury share during the financial year.

Utilisation of Proceeds

The Company did not raise any proceeds from corporate proposals during the financial year ended 31 December 2014.

This Statement on Corporate Governance is made in accordance with the resolution of the Board of Directors duly passed on 22 April 2015.

AUDIT & RISK MANAGEMENT COMMITTEE REPORT

The Audit & Risk Management Committee (“ARMC”) of Country Heights Holdings Berhad was established with the objective of assisting the Board of Directors in the areas of corporate governance, system of internal controls, risk management and financial reporting of the Group. Members of the ARMC are mindful of their dual roles which are clearly reflected and demarcated in the agendas of each meeting.

Membership and Meetings

The ARMC comprises the following members, all of whom are independent Directors:-

- i) Nik Hassan Bin Nik Mohd Amin (Chairman of ARMC, Independent Non-Executive Director);
- ii) General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) (Independent Non-Executive Director);
- iii) Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock (Independent Non-Executive Director); and
- iv) Chew Chong Eu (Independent Non-Executive Director).

There were five (5) meetings held during the financial year ended 31 December 2014 and the records of their attendance are as follows:-

Members	No. of Meetings Attended
Nik Hassan Bin Nik Mohd Amin	5/5
General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd)	5/5
Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock	5/5
Chew Chong Eu	5/5

The Group Chief Executive Officer (“Group CEO”), Group Chief Financial Officer (“Group CFO”), other Senior Management members and the external auditors attended these meetings upon invitation to brief the ARMC on specific issues.

Prior to some ARMC meetings, private sessions were held between the Chairman, the Internal Auditors and external auditors without the Management’s presence.

Minutes of meetings of the ARMC were circulated to all members and significant matters reserved for the Board’s approval were tabled at the Board meetings. The Chairman of the ARMC provides a report on the decisions and recommendations of the ARMC to CHHB Board.

TERMS OF REFERENCE

The ARMC has reviewed and endorsed its Terms of Reference to be in line with the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and best practices propagated by Bursa Securities Corporate Governance Guide; towards Boardroom Excellence.

Composition

The ARMC shall be appointed by the Board from amongst the Directors of the Company and shall consist of not less than 3 members of whom the majority shall be independent directors. All members of the ARMC shall be non-executive directors.

All members of the ARMC shall be financially literate and at least one member of the ARMC:-

- i) must be a member of the Malaysian Institute of Accountants; or
- ii) if he is not a member of the Malaysian Institute of Accountants, he must have at least three years working experience and;
 - a) he must have passed the examinations specified in Part I of the 1st Schedule of the Accountants Act 1967;
 - b) he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act 1967; or
 - c) fulfils such other requirements as prescribed or approved by the Bursa Securities.

No alternate Director shall be appointed as a member of the ARMC. The members of the ARMC shall elect a Chairman from among their members who shall be an independent non-executive director. In the absence of the Chairman and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

Appointments to the ARMC shall be for a period of up to three (3) years, which may be extended further periods of up to three (3) years, provided the director still meets the criteria for membership of the ARMC.

In the event of any vacancy in the ARMC resulting in the non-compliance with sub-paragraph 15.09(1) of the MMLR, the Company must fill the vacancy within three (3) months.

Quorum

The quorum shall not be less than 2, the majority of whom shall be independent directors.

Attendance & Frequency of Meetings

The ARMC shall meet as the Chairman deems necessary but not less than 4 times a year. The Chairman shall be entitled where deemed appropriate to invite any person(s) to meetings of the ARMC.

The ARMC shall meet with the external auditors, internal auditors or both, without executive board members and employees present at least twice a year.

Authority

The ARMC is authorized by the Board to:-

- i) seek any information relevant to its activities from employees of the Company.
- ii) source for necessary resources required to carry out its duties.
- iii) obtain independent professional advice it considers necessary.
- iv) have full and unlimited access to any information and documents pertaining to the Company.
- v) investigate any matters within its terms of reference, with explicit authority.

Functions

- i) Financial Statements, External Audit and Other Information

The duties of the ARMC shall be to:-

- (a) make appropriate recommendations to the Board on matters pertaining to the nomination, appointment and dismissal of external auditors and the fee thereof;
- (b) review and discuss with the external auditors and internal auditors before the commencement of audit, the nature and scope of the audit;
- (c) review the quarterly and year-end financial statements of the Group and Company prior to submission to the Board, focusing particularly on:-
 - public announcement of results and dividend payments;
 - any significant changes in accounting policies and practices;
 - significant adjustments and unusual events resulting from the audit;
 - the going concern assumption;
 - compliance with stock exchange, accounting standards and legal requirements.
- (d) discuss problems and reservations arising from the interim and final audits, and any other matters the external auditors may wish to discuss (in the absence of management where necessary);
- (e) review external auditors' letter to management (if any) and management's response;
- (f) review the adequacy of the scope, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its work;
- (g) review the internal audit planning memorandum and results of the internal audit process and where necessary, ensure that appropriate action is taken on the recommendations of the internal audit function;
- (h) review any appraisal or assessment of the performance of the Head of the internal audit function;
- (i) approve any appointment or dismissal of the Head of the internal audit function;
- (j) inform itself of resignation of the Head of internal audit and provide him/her an opportunity to submit reason(s) for resigning;
- (k) consider any related party transactions and conflict of interest situation that may arise within the Company or Group that may raise questions over management's integrity;
- (l) consider the findings of internal audit investigations and management's response;

ii) Risk Management, Internal Control and Information Systems

The ARMC will review and obtain reasonable assurance that the risk management, internal control and information systems are operating effectively to produce accurate, appropriate and timely management and financial information. This includes the following:-

- (a) advise the board on the Group's overall risk appetite, tolerance and strategy, taking account of the current and prospective macroeconomic and financial environment drawing on financial stability assessments and other authoritative sources that may be relevant for the Group's risk policies;
- (b) champion and promote the Enterprise Risk Management and to ensure that the risk management process and culture are embedded throughout the Group;
- (c) provide routine monthly and quarterly reporting and update the Board on key risk management issues and Potential Loss Event;
- (d) review Risk Management Framework and Policy & Guide annually;
- (e) oversee and advise the board on the current risk exposures of the Group and future risk strategy to ensure development and growth of the Group on a sustainable basis;
- (f) in relation to risk assessment:-
 - keep under review the Group's overall risk assessment processes that inform the board's decision making, ensuring both qualitative and quantitative metrics are used;
 - review regularly and approve the parameters used in these measures and the methodology adopted;
 - set a standard for the accurate and timely monitoring of large exposures and certain risk types of critical importance; and
 - consider whether the Group has effective management systems in place to identify, assess, monitor and manage its key risk areas.
- (g) review the Group's capability to identify and manage new risk types;
- (h) review reports on any material breaches of risk limits and the adequacy of proposed action;
- (i) follow-up on management action plans based on the status of implementation compiled by the management;
- (j) review the Business Risk Analysis & Evaluation and Mitigation Plans to be escalated to the Board on an annual basis and to report any major breach of Risk policies and tolerance limits and ensure Risk Mitigants are in place;
- (k) give a view on proposal/feasibility studies prepared by project sponsor or project consultants which meet the requisite threshold before recommending to the Board for final decision;
- (l) keep under review the effectiveness of the Group's internal financial controls and internal controls and risk management systems and review and approve the statements to be included in the annual report concerning internal controls and risk management;
- (m) review the Group's procedures for preventing fraud; and
- (n) consider and approve the remit of the risk management function and ensure it has adequate resources and appropriate access to information to enable it to perform its function effectively and in accordance with the relevant professional standards.

The ARMC shall also ensure the function has adequate independence and is free from management or other restrictions.

Minutes

The Secretary shall cause minutes to be duly entered in the books provided for the purpose of all resolutions and proceedings of all meetings of the ARMC. Such minutes shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting and if so signed, shall be conclusive evidence without any further proof of the facts thereon stated.

Minutes of each meeting shall also be distributed to the members of the ARMC prior to each meeting.

Summary of Activities of the ARMC

During the financial year, the ARMC carried out its duties as set out in its Terms of Reference, including but not limited to:-

- i) review of audit plans prepared by both internal and external auditors;
- ii) review of unaudited quarterly financial statements during the financial year prior to submission to the Board for consideration and approval;
- iii) review and evaluate the policies for risk management and systems of internal control;
- iv) review of internal audit reports presented by internal auditors and consider the major findings by the internal auditors and management's responses thereto;
- v) review of the audited financial statements for the financial year ended 31 December 2014 and to discuss significant audit issues and findings with the external auditors;
- vi) review the procedures for identification of related party transactions for compliance with the Listing Requirements of Bursa Securities and the appropriateness of such transaction, if any, before recommending to the Board for approval; and
- vii) meet with the external auditors without the presence of the Group CEO and management.

Summary of Activities of the Internal Audit Function

The ARMC is aware of the fact that an independent and adequately resourced internal audit function is essential to assist in obtaining the assurance it requires regarding the effectiveness of the system of internal controls.

The internal audit function is undertaken by an in-house internal audit department. The internal audit function reports independently to the ARMC and its role encompasses the examination and evaluation of the adequacy and effectiveness of the Group's system of internal controls to provide reasonable assurance to the members of the ARMC.

The internal audit activities carried out for the financial year include, inter alia, the following:-

- i) formulated annual risk-based audit plan and reviewed the resource requirements for audit executions;
- ii) executed internal audit reviews in accordance with the approved annual audit plan;
- iii) issued reports on the internal audit findings identifying weaknesses and highlighting recommendations for improvements on a periodic basis;
- iv) followed-up on the implementation of corrective action plans or best practices agreed with management; and
- v) attended ARMC meetings to table and discuss the audit reports and followed up on matters raised.

The internal audit reviews conducted did not reveal weaknesses that have resulted in material losses, contingencies or uncertainties that would require separate disclosure in the annual report.

This statement is made in accordance with the Board's resolution dated 22 April 2015

STATEMENT ON
INTERNAL CONTROL**Introduction**

The Malaysian Code on Corporate Governance requires public listed companies to maintain a sound system of internal controls to safeguard shareholders' investments and the Group's assets.

Guided by the *Statement on Internal Control: Guidance for Directors of Public Listed Companies*, the Board is pleased to provide the Statement on Internal Control, outlining the nature and scope of internal controls of the Group in accordance with paragraph 15.26(b) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Responsibility and Accountability

The Board of Country Heights Holdings Berhad affirms its overall responsibility for the Group's system of internal controls to safeguard shareholders' investments and the assets of the Group as well as reviewing the adequacy, integrity and effectiveness of the system. Internal control systems are primarily designed to cater for the business needs and manage the potential business risks of the Group.

However, such systems are designed to manage, rather than to eliminate the risk of failure to achieve the Group's corporate objectives. In pursuing these objectives, internal controls can only provide reasonable and not absolute assurance against material misstatement, operational failures and fraudulent activities.

The Board is assisted by the Management to implement approved policies and procedures on risk and control. Management identifies and evaluates the risks faced by the Group and designs, implements and monitors an appropriate system of internal controls in line with policies approved by the Board.

KEY FEATURE OF THE GROUP'S INTERNAL CONTROL SYSTEM

Key elements of the Group's internal control system that have been established to facilitate the proper conduct of the Group's businesses are described below.

1. Control Environment

- **Organisation Structure & Authorisation Procedures**

The Group maintains a formal organisation structure with well-defined delegation of responsibilities and accountability. It sets out the roles and responsibilities, appropriate authority limits, review and approval procedures in order to enhance the internal control system of the Company's various operations.

Key functions such as finance, tax, treasury, corporate, legal matters and contract awarding are controlled centrally.

- **Monitoring and Reporting Procedures**

The Group CEO meets on a regular basis with all divisional heads to consider the Group's financial performance, business developments, management and corporate issues.

Standard Operating Procedures which include policies and procedures within the Group are continuously reviewed and updated.

The Divisional Heads and Business Unit Heads are responsible for the identification and evaluation of significant risks applicable to their areas of business together with the design and operation of suitable internal controls.

- **Human Resource Policy**

Comprehensive and rigorous guidelines are in place, to ensure that the Company has a team of employees who are equipped with all the necessary knowledge, skills and abilities to carry out their responsibility effectively. Corporate values, which emphasize ethical behaviors, are set out in the Group's HR Portal.

- **Annual Budget**

The Company has a comprehensive budgeting system established to meet the annual business plan. The annual business plan and budget are approved by the Board. Budgetary control is in place for every operations of the Company, where actual performance is closely monitored against budgets to identify and to address significant variances.

STATEMENT ON
INTERNAL CONTROL**2. Risk Management**

The Board acknowledges that all areas of the Group's business activities involve some degree of risk. The Group is committed to ensuring that there is an effective risk management framework which allows management to manage risks within defined parameters and standards, and promotes profitability of the Group's operations in order to enhance shareholder value.

The Board with the assistance of the Audit & Risk Management Committee continuously review the on-going process of identifying, evaluating, monitoring and managing the significant risks affecting the achievement of its business objectives throughout the financial year under review.

The risk management process involves the senior management as well as the Executive Directors through direct participation in periodic management meetings. These meetings are held to assess and monitor the Group's risk as well as deliberate and consider the Group's financial performance, business development, management and corporate issue.

A risk assessment is performed bi-annually to assess the risks faced by the Group's business units. The results of these risk assessments are presented to the ARMC. Risk factors that can affect the Group include strategic, operational, compliance, reputational, financial and fraud risks.

The Board determines the Company's level of risk tolerance and actively identify, assess, and monitor key business risks to safeguard shareholders' investments and company's assets.

The Company Officer responsible for managing internal controls and legal and regulatory compliance at the company is the Group Chief Financial Officer, Mr. Lim Tiong Jin.

Mr. Lim Tiong Jin joined Country Heights Holdings Berhad in October 2013 as the Senior General Manager (Group CEO's Office) and has been appointed as the Group Chief Financial Officer on June 2014. Mr. Lim oversees Finance, Tax, Legal, Procurement and IT functions of the holding company and its subsidiaries.

Mr. Lim is a Chartered Accountant and a member of the Malaysian Institute of Accountants (MIA), Associate Member of the Institute of Chartered Secretaries and Administrators (ACIS) and Fellow Member of the Association of Certified Chartered Accountants (FCCA). He has over 20 years of extensive experience in financial and strategic management within investment banking, public listed corporations across finance, property, resort and leisure industries.

He started out his career with Price Waterhouse Coopers, a leading international accounting firm. He later moved on to Perdana Merchant Bank where he handled investment banking and corporate finance transactions particularly involving Mergers & Acquisitions, IPO, Capital Raising and Corporate Restructuring. He subsequently progressed to senior management positions in PLC's listed on the Main Board of Bursa Malaysia.

In year 2000, he was the Head of Corporate Planning in Tanco Holdings Berhad, a leading timeshare and property company where he was in charge of all corporate finance and strategic planning functions. In year 2002, he joined Karambunai Corp Berhad, a well renowned resort and property group, as its Executive Director / CFO and company secretary.

3. Internal Control Function

The Group has an in-house Group Internal Audit Department to carry out its internal audit function. The internal audit function has undertaken detailed assessments of the risks and reviews of the internal control systems of CHHB's operating environment. The areas of assessments and reviews were set out in an internal audit plan which has been approved by the Audit & Risk Management Committee.

The Group Internal Audit Department reports directly to the Audit & Risk Management Committee. Periodic testing of the effectiveness and efficiency of the internal control procedures and processes are conducted to ensure that the system is viable and robust. For 2014, all the internal audits were performed by the in-house Group Internal Audit Department. Arising from these assessments and reviews, the Group Internal Audit Department presented their reports to the Audit & Risk Management Committee on their findings, recommendations for improvements and the response from management for the Committee's deliberation and consideration.

The costs incurred in maintaining the internal audit function for the financial year ended 31 December 2014 amounted to RM354,426.70

4. Information and Communication

Information critical to the achievement of the Company's business objectives are communicated through established reporting lines across the Company. This is to ensure that matters that require the Board and Senior Management's attention are highlighted for review, deliberation and decision on a timely basis.

A whistleblowing policy has been established together with the detailed processes of the policy. The policy is made known to all employees on the Group's website, with a dedicated channel being formed where whistleblowers may direct their grouses and complaints directly to the Group CEO, and/or the Audit Committee Chairman.

5. Review & Monitoring Process

Regular management meetings are held to discuss and monitor the Group's operations and performance, including meetings to discuss deviation of results against performance targets, with significant variances explained for and corrective management action formulated, where necessary. In addition to the above, schedule and ad-hoc meetings are held at operational and management levels to identify, discuss and resolve business and operational issues as and when necessary.

CONCLUSION

The Group's system of internal controls does not apply to associate companies, which the Group does not have full management control.

The Board is of the view that the system of internal controls was generally satisfactory. There were no material losses incurred during the financial year as a result of weaknesses in the system of internal controls that would require disclosure in the annual report. Nevertheless, the Group will continue to take measures to strengthen the internal control environment.

This statement is made in accordance with the Board's resolution dated 22 April 2015.

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The directors of **COUNTRY HEIGHTS HOLDINGS BERHAD** have pleasure in submitting their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December, 2014.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management services.

The principal activities of the subsidiaries and associate are shown in Notes 17 and 18 to the financial statements, respectively.

There have been no significant changes in the nature of the principal activities of the Company, its subsidiaries and associate during the financial year.

RESULTS OF OPERATIONS

The results of the operations of the Group and of the Company for the financial year are as follows:

	Group RM'000	Company RM'000
Profit/(Loss) before tax	51,834	(2,754)
Income tax expense	(14,505)	(135)
Profit/(Loss) for the year	37,329	(2,889)
Profit/(Loss) attributable to:		
Equity holders of the Company	37,851	(2,889)
Non-controlling interests	(522)	-
	37,329	(2,889)

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

DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year. The directors do not recommend the payment of any dividend in respect of the current financial year.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

The Company has not issued any new shares or debentures during the financial year.

SHARE OPTIONS

No options have been granted by the Company to any parties during the financial year to take up unissued shares of the Company.

No shares have been issued during the financial year by virtue of the exercise of any option to take up unissued shares of the Company. As of the end of the financial year, there were no unissued shares of the Company under options.

OTHER STATUTORY INFORMATION

Before the statements of profit or loss and other comprehensive income and the statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:

- (a) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and had satisfied themselves that all known bad debts had been written off and adequate allowances had been made for doubtful debts; and
- (b) to ensure that any current assets which were unlikely to realise their book values in the ordinary course of business had been written down to their estimated realisable values.

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

- (a) which would render the amount of bad debts written off or the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- (b) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or
- (c) 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
- (d) not otherwise dealt with in this report or financial statements which 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:

- (a) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
- (b) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.

No contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, 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, no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of operations of the Group and of the Company for the succeeding financial year.

DIRECTORS

The following directors served on the Board of the Company since the date of the last report:

Gen. Tan Sri (Dr) Mohamed Hashim bin Mohd Ali (Rtd)
Tan Sri Lee Kim Tiong @ Lee Kim Yew
Lee Cheng Wen
Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock
Nik Hassan bin Nik Mohd Amin
Chew Chong Eu

REPORT OF
THE DIRECTORS**DIRECTORS' INTERESTS**

The shareholdings in the Company and related companies of those who were directors at the end of the financial year, as recorded in the Register of Directors' Shareholdings kept by the Company under Section 134 of the Companies Act, 1965 are as follows:

	Number of Ordinary Shares of RM1 each			As of 31.12.2014
	As of 1.1.2014	Bought	Sold	
Shares in the Company				
Direct Interest:				
Tan Sri Lee Kim Tiong @ Lee Kim Yew	89,600,000	-	-	89,600,000
Gen. Tan Sri (Dr) Mohamed Hashim bin Mohd Ali (Rtd)	1,480,842	-	-	1,480,842
Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock	16,000	-	-	16,000
Lee Cheng Wen	14,978,831	-	-	14,978,831
Indirect Interest:				
Tan Sri Lee Kim Tiong @ Lee Kim Yew	57,968,231	20,288,900	-	78,257,131
Lee Cheng Wen	132,589,400	20,288,900	-	152,878,300
Shares in a subsidiary company, Golden Horse Palace Berhad				
Direct Interest:				
Tan Sri Lee Kim Tiong @ Lee Kim Yew	50,000,000	-	-	50,000,000

By virtue of the above directors' interest in the shares of the Company, the abovementioned directors are also deemed to have an interest in the shares of the subsidiaries to the extent that the Company has an interest.

None of the other directors in office at the end of the financial year held shares or had beneficial interest in the shares of the Company or its related companies during or at the beginning and end of the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the directors of the Company has received or become entitled to receive any benefits (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as disclosed in Note 11 to the financial statements or being fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with any 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 as disclosed in Note 36 to the financial statements.

During and at the end of the financial year, no arrangement subsisted to which the Company was a party whereby directors of the Company might acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

AUDITORS

The auditors, Messrs. Deloitte, have indicated their willingness to continue in office.

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

GEN. TAN SRI (DR) MOHAMED HASHIM BIN MOHD ALI (RTD)

LEE CHENG WEN

Kuala Lumpur
22 April, 2015

Report on the Financial Statements

We have audited the financial statements of **COUNTRY HEIGHTS HOLDINGS BERHAD**, which comprise the statements of financial position of the Group and of the Company as of 31 December, 2014 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 a summary of significant accounting policies and other explanatory information, as set out on pages 89 to 155.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation of these financial statements so as to give a true and fair view in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence that we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as of 31 December, 2014 and of their financial performance and cash flows for the year then ended in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report on the following:

- (a) in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and the subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act;
- (b) we have considered the accounts and auditors' reports of the subsidiaries of which we have not acted as auditors, as mentioned in Note 17 to the financial statements, being accounts that have been included in the financial statements of the Group;
- (c) we are satisfied that the accounts of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements, and we have received satisfactory information and explanations as required by us for those purposes; and
- (d) the reports on the financial statements of the subsidiaries were not subject to any qualification and did not include any comment made under sub-section (3) of Section 174 of the Act.

**INDEPENDENT
AUDITORS' REPORT**

TO THE MEMBERS OF COUNTRY HEIGHTS HOLDINGS BERHAD

Other Reporting Responsibilities

The supplementary information set out on page 156 of the financial statements 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 Matter

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the contents of this report.

DELOITTE
AF 0080
Chartered Accountants

LIM BOON TENG
Partner - 3064/04/17 (J)
Chartered Accountant

22 April, 2015

STATEMENTS OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER, 2014

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Revenue	5	275,165	262,829	10,827	18,743
Cost of sales and services	6	(118,617)	(97,563)	-	-
Gross profit		156,548	165,266	10,827	18,743
Other operating income		10,980	15,817	-	376
Selling and marketing expenses		(13,575)	(15,234)	(474)	(196)
Administrative expenses		(24,870)	(28,083)	(6,405)	(6,211)
Other operating expenses		(66,311)	(72,398)	(4,667)	(1,847)
Finance costs	7	(11,074)	(15,971)	(2,035)	(5,976)
Share of results of associate		136	91	-	-
Share of result of joint venture		-	(174)	-	-
Profit/(Loss) before tax	8	51,834	49,314	(2,754)	4,889
Income tax expense	9	(14,505)	(14,202)	(135)	(1,527)
Profit/(Loss) for the year		37,329	35,112	(2,889)	3,362
Other comprehensive loss, net of tax					
<i>Items that may be reclassified subsequently to profit or loss:</i>					
Exchange differences on translating foreign operations	26(b)	(755)	(1,117)	-	-
Total comprehensive income/(loss) for the year		36,574	33,995	(2,889)	3,362
Profit/(Loss) attributable to:					
Equity holders of the Company	12(a)	37,851	36,016	(2,889)	3,362
Non-controlling interests		(522)	(904)	-	-
Profit/(Loss) for the year		37,329	35,112	(2,889)	3,362
Total comprehensive income/(loss) attributable to:					
Equity holders of the Company		37,096	34,899	(2,889)	3,362
Non-controlling interests		(522)	(904)	-	-
Total comprehensive income/(loss) for the year		36,574	33,995	(2,889)	3,362
Earnings per share attributable to equity holders of the Company (sen):					
Basic	12(a)	13.73	13.06		
Diluted	12(b)	NA	NA		

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

STATEMENTS OF
FINANCIAL POSITION

AS OF 31 DECEMBER, 2014

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
ASSETS					
Non-Current Assets					
Property, plant and equipment	13	407,654	414,893	508	664
Investment properties	14	62,036	62,004	-	-
Prepaid lease payments	15	313,641	317,776	-	-
Land held for property development	16(a)	174,835	232,717	-	-
Investment in subsidiaries	17	-	-	625,855	625,855
Investment in an associate	18	227	91	41	41
Investment in a joint venture	19	-	91	-	-
Available-for-sale financial assets	20	2,922	2,660	718	718
Trade receivables – non-current portion	21	12,093	19,285	-	-
Deferred tax assets	32	3,685	4,546	-	-
Total Non-Current Assets		977,093	1,054,063	627,122	627,278
Current Assets					
Property development costs	16(b)	120,462	68,604	-	-
Inventories	22	86,733	110,812	-	-
Trade and other receivables	21	115,356	84,054	66,034	7,762
Tax recoverable		4,336	4,425	3,714	3,849
Cash and cash equivalents	23	47,547	40,277	68	46
Total Current Assets		374,434	308,172	69,816	11,657
TOTAL ASSETS		1,351,527	1,362,235	696,938	638,935
EQUITY AND LIABILITIES					
Capital and Reserves					
Share capital	24	275,707	275,707	275,707	275,707
Treasury shares	25	(146)	-	(146)	-
Share premium		57,251	57,251	57,251	57,251
Other reserves	26	146,455	149,074	19,048	19,048
Retained earnings	27	347,707	307,992	58,391	61,280
Equity attributable to equity holders of the Company		826,974	790,024	410,251	413,286
Non-controlling interests		26,476	26,907	-	-
Total Equity	37	853,450	816,931	410,251	413,286
Non-Current Liabilities					
Borrowings	28	26,465	42,952	35	104
Other payables	31	3,131	3,235	-	-
Deferred income – non-current portion	30	38,385	37,085	-	-
Deferred tax liabilities	32	79,321	80,386	44	44
Total Non-Current Liabilities		147,302	163,658	79	148
Current Liabilities					
Borrowings	28	181,118	191,476	53,302	76,151
Tax payables		52,774	58,968	-	-
Trade and other payables	33	115,262	130,024	233,306	149,350
Deferred income	30	1,621	1,178	-	-
Total Current Liabilities		350,775	381,646	286,608	225,501
Total Liabilities		498,077	545,304	286,687	225,649
TOTAL EQUITY AND LIABILITIES		1,351,527	1,362,235	696,938	638,935

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

STATEMENTS OF
CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER, 2014

Group	Note	Non-distributable Reserves			Other Reserves	Distributable Reserves - Retained Earnings	Attributable to Equity Holders of the Company	Non-Controlling Interests	Total Equity
		Share Capital	Treasury Share	Share Premium					
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
As of 1 January, 2013		275,707	-	57,251	152,055	270,112	755,125	27,811	782,936
Profit/(Loss) for the year		-	-	-	-	36,016	36,016	(904)	35,112
Other comprehensive loss		-	-	-	(1,117)	-	(1,117)	-	(1,117)
Total comprehensive income/(loss)		-	-	-	(1,117)	36,016	34,899	(904)	33,995
Transfer to retained earnings	26(a)	-	-	-	(1,864)	1,864	-	-	-
As of 31 December, 2013		275,707	-	57,251	149,074	307,992	790,024	26,907	816,931
As of 1 January, 2014		275,707	-	57,251	149,074	307,992	790,024	26,907	816,931
Profit/(Loss) for the year		-	-	-	-	37,851	37,851	(522)	37,329
Other comprehensive loss		-	-	-	(755)	-	(755)	-	(755)
Total comprehensive income/(Loss)		-	-	-	(755)	37,851	37,096	(522)	36,574
Shares bought-back held as treasury shares		-	(146)	-	-	-	(146)	-	(146)
Effect from joint venture recognised as subsidiary		-	-	-	-	-	-	91	91
Transfer to retained earnings	26(a)	-	-	-	-	(1,864)	1,864	-	-
As of 31 December, 2014		275,707	(146)	57,251	146,455	347,707	826,974	26,476	853,450

Company	Share Capital	Non-distributable Reserves			Distributable Retained Earnings	Total Equity
		Treasury Share	Share Premium	Other Reserves		
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As of 1 January, 2013	275,707	-	57,251	19,048	57,918	409,924
Total comprehensive income for the year/ profit for the year	-	-	-	-	3,362	3,362
As of 31 December, 2013	275,707	-	57,251	19,048	61,280	413,286
As of 1 January, 2014	275,707	-	57,251	19,048	61,280	413,286
Total comprehensive loss for the year/ loss for the year	-	-	-	-	(2,889)	(2,889)
Shares bought-back held as treasury shares	-	(146)	-	-	-	(146)
As of 31 December, 2014	275,707	(146)	57,251	19,048	58,391	410,251

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

STATEMENTS OF
CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER, 2014

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit/(Loss) before tax	51,834	49,314	(2,754)	4,889
Adjustments for:				
Depreciation				
- Hotel properties, exhibition centre and showroom	4,111	4,162	-	-
- Other properties, plant and equipment	6,365	6,496	182	261
Interest expense	11,074	15,971	2,035	5,976
Allowance for doubtful debts on trade and other receivables	3,510	6,503	-	-
Bad debts written off	-	7,104	-	-
Bad debts written back	(646)	-	-	-
Amortisation of prepaid lease payments	4,135	4,306	-	-
Imputed interest income on receivables	650	(31)	-	-
Fair value adjustment to investment properties	-	(2,409)	-	-
Gain on disposal of property, plant and equipment	(22)	(295)	-	(84)
Allowance for impairment losses on available-for-sale financial assets	8	6	-	-
Allowance for impairment losses no longer required for available-for-sale financial assets	-	(480)	-	-
Property, plant and equipment written off	4	4	-	-
Allowance for doubtful debts no longer required:				
Subsidiaries	-	-	-	(177)
Trade and other receivables	(230)	(483)	-	-
Amortisation of deferred income	(1,322)	(1,180)	-	-
Interest income	(890)	(890)	-	(1)
Share of results of an associate	(136)	(91)	-	-
Share of results of joint venture	-	174	-	-
Net unrealised (gain)/loss on foreign exchange	(8)	1	-	1
Allowance for impairment losses no longer required on investment	(270)	-	-	-
Loss on disposal of joint venture	91	-	-	-
Waiver of debts owing to other payables	-	-	-	(11)
Dividend income	-	-	-	(12,000)
Operating Profit/(Loss) Before Working Capital Changes	78,258	88,182	(537)	(1,146)
(Increase)/Decrease in:				
Inventories	(33,554)	17,166	-	-
Property development costs	63,669	(3,800)	-	-
Receivables	(27,638)	(24,794)	(49)	6,494
Increase/(Decrease) in:				
Deferred income	3,065	1,809	-	-
Payables	(14,153)	8,486	(17)	(3,636)
Subsidiaries	-	-	25,750	17,923
Cash Generated From Operations	69,647	87,049	25,147	19,635
Interest paid	(12,208)	(14,907)	(2,035)	(3,107)
Income tax paid	(20,819)	(6,632)	-	-
Net Cash From Operating Activities	36,620	65,510	23,112	16,528

STATEMENTS OF
CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER, 2014

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
CASH FLOWS FROM INVESTING ACTIVITIES					
Proceeds from disposal of property, plant and equipment		72	311	-	84
Net cash inflow on acquisition of subsidiary		40	-	-	-
Interest received		890	890	-	2
Payment for:					
Other property, plant and equipment		(3,356)	(4,287)	(26)	(227)
Investment properties		(32)	(478)	-	-
Prepaid lease payments		-	(1,278)	-	-
Investment in subsidiaries		-	-	-	(400)
Dividend received		-	-	-	9,000
Net Cash (Used In)/From Investing Activities		(2,386)	(4,842)	(26)	8,459
CASH FLOWS FROM FINANCING ACTIVITIES					
Repayment of:					
Bank Guaranteed Commercial Paper/Medium Term Notes		-	(49,757)	-	-
Revolving credits		(5,600)	(7,200)	-	-
Hire purchase and lease creditors		(117)	(325)	(65)	(84)
Term loans		(50,512)	(34,612)	(22,853)	(25,200)
Payment for buy-back of treasury shares		(146)	-	(146)	-
Proceeds from term loans		20,585	8,376	-	-
Net Cash Used In Financing Activities		(35,790)	(83,518)	(23,064)	(25,284)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		(1,556)	(22,850)	22	(297)
Effects of foreign exchange rate changes		27	(22)	-	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		38,583	61,455	46	343
CASH AND CASH EQUIVALENTS AT END OF YEAR	23	37,054	38,583	68	46

* During the current financial year, the Group and the Company acquired other property, plant and equipment through the following arrangements:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Total costs of other property, plant and equipment	3,443	4,891	26	629
Less: Purchase consideration satisfied by:				
Hire-purchase payables	-	(394)	-	(213)
Other payables	(87)	(210)	-	(189)
	3,356	4,287	26	227

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

1. CORPORATE INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad.

The principal activities of the Company are investment holding and the provision of management services. The principal activities of the subsidiaries, associate and joint venture are disclosed in Notes 17, 18 and 19, respectively.

There have been no significant changes in the nature of the principal activities of the Company and its subsidiaries, associate and joint venture during the financial year.

The registered office and principal place of business of the Company is located at 8th Floor, Block A, Mines Waterfront Business Park, No. 3, Jalan Tasik, Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia.

The financial statements of the Group and of the Company were authorised by the Board of Directors for issuance in accordance with a resolution of the directors on 22 April, 2015.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The financial statements of the Group and of the Company have been prepared in accordance with Financial Reporting Standards ("FRSs") and the requirements of the Companies Act, 1965 in Malaysia.

Adoption of new and revised Financial Reporting Standards

In the current financial year, the Group and the Company adopted all the new and revised FRSs and amendments to FRSs issued by the Malaysian Accounting Standards Board ("MASB") which became effective for annual periods beginning on or after 1 January, 2014 as follows:

Amendments to FRS 10, FRS 12 and FRS 127	Consolidated Financial Statements, Disclosure of Interests in Other Entities and Consolidated and Separate Financial Statements (Amendments relating to Investment Entities)
FRS 132	Financial Instruments: Presentation (Amendments relating to Offsetting Financial Assets and Financial Liabilities)
FRS 136	Impairment of Assets (Amendments relating to Recoverable Amount Disclosures for Non-Financial Assets)
FRS 139	Financial Instruments: Recognition and Measurement (Amendments relating to Novation of Derivatives and Continuation of Hedge Accounting)

The adoption of these new and revised FRSs did not result in significant changes in the accounting policies of the Group and of the Company and had no significant effect on the financial performance or position of the Group and of the Company.

Malaysian Financial Reporting Standards Framework ("MFRS Framework")

On 19 November, 2012, the Malaysian Accounting Standards Board ("MASB") issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS") Framework, a fully-IFRS compliant framework. Entities other than private entities should apply the MFRS Framework for annual periods beginning on or after 1 January, 2012, with the exception for Transitioning Entities ("TEs").

TEs, being entities within the scope of MFRS 141 *Agriculture* and/or IC Interpretation 15 *Agreements for the Construction of Real Estate*, including its parents, significant investors and venturers were given a transitional period of two years, which allow these entities an option to continue with the FRS Framework. Following the announcement by the MASB on 7 August, 2013, the transitional period for TEs was extended for an additional year.

Further on 2 September, 2014, MASB announced that TEs shall be required to apply the MFRS Framework for annual periods beginning on or after 1 January, 2017. MASB has also issued on the same day MFRS 15 *Revenue from Contract with Customers and Agriculture: Bearer Plants (Amendments to MFRS 116 and MFRS 141)*. MFRS 15 is effective for annual periods beginning on or after 1 January, 2017 while the Bearer Plants amendment is effective for annual periods beginning on or after 1 January, 2016. With the issuance of MFRS 15 and the Bearer Plant amendment, all TEs would be required to adopt the MFRS Framework latest by 1 January, 2017.

Accordingly, the Group and the Company, being TEs, have availed themselves of this transitional arrangement and will continue to apply FRSs in their next set of financial statements. Accordingly, the Group and the Company including certain subsidiary companies will be required to prepare its first set of MFRS financial statements latest by the annual periods beginning on 1 January, 2017.

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (cont'd)**Standards and IC Interpretations in issue but not yet effective**

At the date of authorisation for issue of these financial statements, the new and revised Standards which were in issue but not yet effective and not early adopted by the Group and the Company are as listed below:

Amendments to FRS 7 and FRS 9	Mandatory Effective Date of FRS 9 (IFRS 9 as issued by IASB in November 2009 and October 2010) and Transition Disclosures ^{3 4}
FRS 9	Financial Instruments ^{3 5}
Amendments to FRS 10 and FRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ²
Amendments to FRS 10, FRS 12 and FRS 128	Investment Entities: Applying the Consolidation Exception ²
Amendments to FRS 11	Accounting for Acquisitions of Interests in Joint Operations ²
Amendments to FRS 12	Investment Entities: Applying the Consolidation Exception ²
FRS 14	Regulatory Deferral Accounts ²
Amendments to FRS 101	Disclosure Initiative ²
Amendments to FRS 116 and FRS 138	Clarification of Acceptable Methods of Depreciation and Amortisation ²
Amendments to FRS 119	Defined Benefit Plans: Employee Contributions ¹
Amendments to FRS 127	Equity Method in Separate Financial Statements ²
Amendments to FRSs contained in the document entitled Annual Improvements to FRSs 2010 - 2012 cycle ¹	
Amendments to FRSs contained in the document entitled Annual Improvements to FRSs 2011 - 2013 cycle ¹	
Amendments to FRSs contained in the document entitled Annual Improvements to FRSs 2012 - 2014 cycle ²	

¹ Effective for annual periods beginning on or after 1 July, 2014, with earlier application permitted.

² Effective for annual periods beginning on or after 1 January, 2016, with earlier application permitted.

³ Effective for annual periods beginning on or after 1 January, 2018, with earlier application permitted.

⁴ Issued by MASB in March 2012 with an immediate effective date upon issuance. The amendments defer the mandatory effective date of FRS 9 (IFRS 9 issued by IASB in November 2009 and October 2010) from 1 January, 2013 to 1 January, 2015 and modified the relief from restating comparative periods and the associated disclosures in FRS 7. The aforementioned effective date was removed with the issuance of FRS 9 Financial Instruments (Hedge Accounting and amendments to FRS 9, FRS 7 and FRS 139).

⁵ Effective for annual period beginning on or after 1 January, 2018, with early application permitted. In addition, an entity may elect to early apply only the requirements for the presentation of gains and losses on financial liabilities designated as at fair value through profit or loss for annual periods beginning before 1 January, 2018, as stated in paragraph 7.1.2 of MFRS 9. The earlier version of MFRS 9 (IFRS 9 issued by IASB in July 2014) can be early adopted if and only if, the entity's date of initial application is before 1 February, 2015, after which these pronouncements will be withdrawn.

The directors anticipate that the abovementioned Standards will be adopted in the annual financial statements of the Group and of the Company when they become effective and that the adoption of these Standards will have no material impact on the financial statements of the Group and of the Company in the period of initial application.

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

3. SIGNIFICANT ACCOUNTING POLICIES**Basis of Accounting**

The financial statements of the Group and of the Company have been prepared under the historical cost convention, unless otherwise indicated in the accounting policies stated below. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Fair value is 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in the financial statements is determined on such a basis, except for leasing transactions that are within the scope of FRS 117 and measurements that have some similarities to fair value but are not fair value, such as net realisable value in FRS 102 or value in use in FRS 136.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

Subsidiaries and Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Subsidiaries and Basis of Consolidation (cont'd)**

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. The interests of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted at the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Where the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under FRS 139 Financial Instruments: Recognition and Measurement or, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

Business Combinations

Acquisitions of subsidiaries and businesses are accounted for using the acquisition method. The consideration for each acquisition is measured at the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

Where applicable, the consideration for the acquisition includes any asset or liability resulting from a contingent consideration arrangement, measured at its acquisition-date fair value. Subsequent changes in such fair values are adjusted against the cost of acquisition where they qualify as measurement period adjustments. All other subsequent changes in the fair value of contingent consideration classified as an asset or liability are accounted for in accordance with relevant FRSs. Changes in the fair value of contingent consideration classified as equity are not recognised.

Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under FRS 3 (revised) are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with FRS 112 Income Taxes and FRS 119 Employee Benefits, respectively;
- liabilities or equity instruments related to the replacement by the Group of an acquiree's share-based payment awards are measured in accordance with FRS 2 Share-based Payment; and
- assets (or disposal groups) that are classified as held for sale in accordance with FRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

If the initial accounting for a business combination is incomplete by end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items of which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

The measurement period is the period from the date of acquisition to the date the Group obtains complete information about facts and circumstances that existed as of the acquisition date, and is subject to a maximum of one year.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Investment in Subsidiaries

Investment in subsidiaries, which is eliminated on consolidation, is stated at cost less any accumulated impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

Investment in an Associate and a Joint Venture

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of an associate or a joint venture are incorporated in these consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with FRS 5. Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of FRS 139 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in an associate or joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with FRS 136 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with FRS 136 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with FRS 139. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use the equity method when an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate. There is no remeasurement to fair value upon such changes in ownership interests.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a group entity transacts with an associate or joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the consolidated financial statements only to the extent of the Group's interest in the associate or joint venture that is not related to the Group.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Goodwill on Consolidation**

Goodwill arising on the acquisition of subsidiary represents the excess of cost of the acquisition over the Group's interest in the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities, and is initially recognised as an asset at cost and subsequently measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units ("CGU") expected to benefit from the synergies of the combination. CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired.

If the recoverable amount of the CGU is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit on a pro-rata basis of the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the gain or loss on disposal.

Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and to the Company and the revenue can be reliably measured.

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business.

The following specific recognition criteria must also be met before revenue is recognised:

(i) Sale of Properties

Revenue from sales of properties under development is accounted for using the percentage of completion method where the outcome of development can be reliably estimated and is in respect of sales where agreements have been finalised by the end of the financial year. The percentage of completion is measured by reference to the cost incurred to date compared to the estimated total cost of the development.

Revenue from the sale of completed properties is measured at the fair value of the consideration received or receivable and is recognised when the Group has transferred the significant risks and rewards of ownership of the properties, and when it is probable that the economic benefits associated with the transaction will flow to the Group and the amount of revenue can be measured reliably.

(ii) Revenue from Hotel Operations

Revenue from rental of hotel rooms, sale of food and beverage and other related income are recognised on an accrual basis.

(iii) Management Fees

Management fees are recognised when services are rendered.

(iv) Initial Membership Fees*Healthcare*

Revenue from initial membership fees (participation fees) is recognised when the membership agreement is signed and a significant amount of the contracted membership fees is received.

Timeshare

A significant portion of initial membership fees (participation fees) is recognised as revenue when the membership agreement is signed and a significant amount of the contracted membership fees is received. The revenue from the remaining initial membership fees is deferred and recorded as deferred income and amortised on a straight-line basis over the remaining membership period.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Revenue Recognition (cont'd)

(v) Subscription Fees

Subscription fees are recognised as revenue when due and payable pursuant to membership agreements.

(vi) Annual Maintenance Fees

Annual maintenance fees (rejoining fees) are recognised on an accrual basis based on fees chargeable to members upon execution and renewal of the membership agreements, unless recoverability is in doubt, in which case, they are recognised on receipt basis.

(vii) Rental Income

Rental income is recognised on a straight-line basis over the term of the lease and includes service charges on general maintenance services rendered to the tenants.

(viii) Revenue from Services

Revenue from services rendered is recognised net of service taxes and discounts as and when the services are performed.

(ix) Interest Income

Interest is recognised on a time proportion basis that reflects the effective yield on the asset.

(x) Revenue from Rental of Promotion Spaces

Revenue from rental of promotion spaces is recognised on an accrual basis.

(xi) Dividend Income

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

(xii) Deferred Income

The portion of the membership fees from timeshare membership sales disclosed under Note 3 (iv) Revenue Recognition above, which is deferred and recorded as deferred income, is recognised over the membership period.

Leases

(i) Classification

A lease is recognised as a finance lease if it transfers substantially to the Group all the risks and rewards incidental to ownership. Leases of land and buildings are classified as operating or finance leases in the same way as leases of other assets and the land and building elements of a lease of land and buildings are considered separately for the purposes of lease classification. All leases that do not transfer substantially all the risks and rewards are classified as operating leases, with the following exceptions:

- Property held under operating leases that would otherwise meet the definition of an investment property is classified as an investment property on a property-by-property basis and, if classified as investment property, is accounted for as if held under a finance lease; and
- Land held for own use under an operating lease, the fair value of which cannot be measured separately from the fair value of a building situated thereon at the inception of the lease, is accounted for as being held under a finance lease, unless the building is also clearly held under an operating lease.

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FINANCIAL STATEMENTS

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3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Leases (cont'd)****(ii) Finance Leases - the Group as Lessee**

Assets acquired by way of hire purchase or finance leases are stated at an amount equal to the lower of their fair values and the present value of the minimum lease payments at the inception of the leases, less accumulated depreciation and impairment losses. The corresponding liability is included in the statement of financial position as borrowings. In calculating the present value of the minimum lease payments, the discount factor used is the interest rate implicit in the lease, when it is practicable to determine; otherwise, the Group's incremental borrowing rate is used. Any initial direct costs are also added to the carrying amount of such assets.

Lease payments are apportioned between the finance costs and the reduction of the outstanding liability. Finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are recognised in profit or loss over the term of the relevant lease so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

The depreciation policy for leased assets is in accordance with that for depreciable property, plant and equipment.

(iii) Operating Leases - the Group as Lessee

Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the term of the relevant lease. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

In the case of a lease of land and buildings, the minimum lease payments or the up-front payments made are allocated, whenever necessary, between the land and the building elements in proportion to the relative fair values for leasehold interests in the land element and buildings element of the lease at the inception of the lease. The up-front payment represents prepaid lease payments and are amortised on a straight-line basis over the lease term.

(iv) Operating Leases - the Group as Lessor

Assets leased out under operating leases are presented on the statement of financial position according to the nature of the assets. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

Foreign Currencies**(i) Functional and Presentation Currency**

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

(ii) Foreign Currency Transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Foreign Currencies (cont'd)****(ii) Foreign Currency Transactions (cont'd)**

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, where that monetary item is denominated in either the functional currency of the reporting entity or the foreign operations, are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, where that monetary item is denominated in a currency other than the functional currency of either the reporting entity or the foreign operations, are recognised in profit or loss for the period. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operations, regardless of the currency of the monetary item, are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in other comprehensive income. Exchange differences arising from such non-monetary items are also recognised directly in other comprehensive income.

(iii) Foreign Operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency ("RM") of the consolidated financial statements are translated into RM as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate prevailing at the end of the reporting period;
- Income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and
- Goodwill and fair value adjustments arising on the acquisition of foreign operations on or after 1 January, 2006 are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the end of the reporting period. Goodwill and fair value adjustments which arose on the acquisition of foreign subsidiaries before 1 January, 2006 are deemed to be assets and liabilities of the Company and are recorded in RM at the rates prevailing at the date of acquisition.

Employee Benefits**(i) Short-term benefits**

Wages, salaries, paid annual leave, bonuses and social contributions are recognised in the year in which the associated services are rendered by employees of the Group and of the Company. Short-term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short-term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

(ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions, if any, if the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contributions are recognised as an expense in profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund ("EPF"). Some of the Group's foreign subsidiaries also make contributions to their respective countries' statutory pension schemes.

Borrowing Costs

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 added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. 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.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Taxation**

Income tax expense for the year comprises current and deferred tax. Current tax is the expected amount of income taxes payable in respect of the taxable profit for the year and is measured using the tax rates that have been enacted by the end of the reporting period.

Deferred tax is provided for, using the "liability" method, on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts in the financial statements. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. Deferred tax is not recognised if the temporary difference arises from goodwill or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither the accounting profit nor taxable profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that future taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is measured at the tax rates that are expected to apply in the period when the asset is realised or the liability settled, based on tax rates that have been enacted or substantively enacted at the end of the reporting period. Deferred tax (if any) is recognised in profit or loss except when it arises from a transaction which is recognised directly in equity, in which case the deferred tax is also charged or credited directly in equity.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on net basis.

For the purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale. The directors of the Company reviewed the Group's investment property portfolios and concluded that none of the Group's investment properties are held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather than through sale. Therefore, the directors have determined that the 'sale' presumption set out in the amendments to FRS 112 is not rebutted. As a result, the Group has not recognised any deferred taxes on changes in fair value of the investment properties as the Group is not subject to any income taxes on the fair value changes of the investment properties on disposal.

Property, Plant and Equipment

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

Subsequent to recognition, property, plant and equipment except for hotel properties, exhibition centre and showroom are stated at cost less accumulated depreciation and any accumulated impairment losses.

Hotel Properties, Exhibition Centre and Showroom

Hotel properties, exhibition centre and showroom consist of hotels, an exhibition centre and showroom building. The land on which the properties are situated is leasehold and is classified as prepaid land lease payments. The properties are stated at their deemed cost, which is the revalued amount at the date of the revaluation less accumulated depreciation and any accumulated impairment losses. They, together with certain freehold land and buildings were revalued based on independent valuations on an open market value basis in 1994 and have not been revalued since then. The directors have not adopted a policy of regular revaluations of such assets and no later valuation has been recorded. As permitted under the transitional provisions of International Accounting Standard 16 (Revised), Property, Plant and Equipment, as approved by the Malaysian Accounting Standards Board, these assets continued to be stated on the basis of their 1994 valuations less accumulated depreciation and any accumulated impairment.

Depreciation of hotel properties, exhibition centre and showroom is provided over the leasehold period of the land of 77 years.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Property, Plant and Equipment (cont'd)***Other Property, Plant and Equipment*

Freehold land and freehold golf courses included in golf clubs and courses and boat clubs have unlimited useful lives and are therefore not depreciated. Capital work-in-progress are also not depreciated as these assets are not available for use.

Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over its estimated useful life at the following annual rates:

Freehold buildings	2%
Leasehold buildings, other than hotel properties, exhibition centre and showroom	2% - 10%
Golf clubhouse	
- Freehold	2% - 20%
- Leasehold	2% - 10%
Irrigation system and equipment included in golf courses and boat clubs	10%
Office furniture and fittings, office equipment and renovation	10% - 20%
Plant, machinery and equipment	10% - 33.3%
Motor vehicles	10% - 20%

The estimated residual values, useful lives and depreciation method are reviewed at each financial year end, with the effect of any changes in estimates accounted for on a prospective basis.

An annual transfer from the asset revaluation reserve presented as other reserve to retained earnings is made for the difference between the depreciation based on the revalued carrying amount of the assets and the depreciation based on the assets' original cost. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. The difference between the net disposal proceeds, if any, and the net carrying amount is recognised in profit or loss and the unutilised portion of the revaluation surplus on that item is taken directly to retained earnings.

Prepaid Lease Payments

Leasehold land that has an indefinite economic life and title is not expected to pass to the Group by the end of the lease period is classified as operating lease. The upfront payments for the right to use the leasehold land over a predetermined period are accounted for as prepaid lease payments and are stated at cost less amount amortised. The prepaid lease payments are amortised on a straight-line basis over the remaining lease terms ranging from 75 to 179 years (2013: 76 to 180 years).

Investment Properties

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value. Gains or losses arising from changes in the fair values of investment properties are recognised in profit or loss in the year in which they arise.

A property interest under an operating lease is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property interest under an operating lease classified as an investment property is carried at fair value.

An investment property is derecognised upon disposal or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in profit or loss in the period in which they arise.

Land Held for Property Development

Land held for property development consists of land on which no significant development work has been undertaken or where development activities are not expected to be completed within the normal operating cycle. Such land is classified as a non-current asset and is stated at cost less accumulated impairment losses, if any.

Land held for property development is transferred to property development costs when development activities have commenced and when the development activities can be completed within the normal operating cycle.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Property Development Costs**

Property development costs comprise all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

When the financial outcome of a development activity can be reliably estimated, property development revenue and expenses are recognised in profit or loss by using the percentage of completion method. The percentage of completion is determined by the proportion of the property development costs incurred for work performed to date bears to the estimated total property development costs.

When the financial outcome of a development activity cannot be reliably estimated, property development revenue is recognised only to the extent of property development costs incurred that are probable of recovery, and property development costs on properties sold are recognised as an expense in the period in which they are incurred. Any expected loss on a development project, including costs to be incurred over the defects liability period, is recognised as an expense immediately.

Property development costs not recognised as an expense are recognised as an asset which is measured at the lower of cost and net realisable value.

The excess of revenue recognised in profit or loss over billings to purchasers is classified as accrued billings and included in trade receivables and the excess of billings to purchasers over revenue recognised in profit or loss is classified as progress billings under trade payables.

Impairment of Assets Excluding Goodwill

At the end of each reporting period, the Group and the Company review the carrying amounts of their tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group and the Company estimate the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Inventories

Inventories, which comprise completed properties held for sales, are measured at the carrying amount of the property at the date of reclassification from properties under development and are stated at the lower of cost and net realisable value.

Cost is determined using the first in, first out method. The cost of raw materials comprises costs of purchase. The cost of unsold properties comprises cost associated with the acquisition of land, direct costs and appropriate proportions of common costs.

Completed property units for sale are valued at the lower of cost and net realisable value. Cost is determined using the "specific identification" method.

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.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Provisions**

Provisions are recognised when the Group and the Company have a present legal or constructive obligation as a result of past events, when it is probable that the Group and the Company will be required to settle the obligation, and when a reliable estimate of the amount of the obligation can be made.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as finance cost.

Financial Instruments

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

(a) Financial Assets

When the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, such financial assets are recognised and derecognised on trade date.

Financial instruments are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' ("FVTPL"), 'held to maturity' investments, 'available-for-sale' ("AFS") financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Effective Interest Method

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL.

(i) Financial Assets at FVTPL

Financial assets are classified as at FVTPL when the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategies, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and FRS 139 Financial Instruments: Recognition and Measurement permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial assets at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the "other gains and losses" line item in the statements of profit or loss and other comprehensive income.

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3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Financial Instruments (cont'd)****(a) Financial Assets (cont'd)****(ii) Held-to-maturity Investments (cont'd)**

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity dates that the Group has the positive intent and ability to hold to maturity. Subsequent to initial recognition, held-to-maturity investments are measured at amortised cost using the effective interest method less any impairment, with revenue recognised on an effective yield basis.

(iii) AFS Financial Assets

AFS financial assets are non-derivatives that are either designated as available-for-sale or are not classified as loans and receivables, held-to-maturity investment or financial assets at fair value through profit or loss. All AFS assets are measured at fair value at the end of the reporting period. Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in the investments revaluation reserve, with the exception of impairment losses, interest calculated using the effective interest method, and foreign exchange gains and losses on monetary assets, which are recognised in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously accumulated in the investment revaluation reserve is reclassified to profit or loss.

AFS equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost less any identified impairment losses at the end of the reporting period.

Dividends on AFS equity instruments are recognised in profit or loss when the Group's right to receive the dividends is established.

The fair value of AFS monetary assets denominated in foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. The foreign exchange gains and losses that are recognised in profit or loss are determined based on the amortised cost of the monetary asset. Other foreign exchange gains and losses are recognised in other comprehensive income.

(iv) Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

(v) Impairment of Financial Assets

Financial assets are assessed for indicators of impairment at the end of reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investments have been affected.

For equity investments classified as AFS, a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period of 60 days, as well as observable changes in national or local economic conditions that correlate with default on receivables.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**Financial Instruments (cont'd)****(a) Financial Assets (cont'd)****(v) Impairment of Financial Assets (cont'd)**

For financial assets carried at amortised cost, the amount of the impairment loss recognised is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

When an AFS financial asset is considered to be impaired, cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss in the period.

With the exception of AFS equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

In respect of AFS equity securities, impairment losses previously recognised in profit or loss are not reversed through profit or loss. Any increase in fair value subsequent to an impairment loss is recognised in other comprehensive income.

(vi) Derecognition of Financial Assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risk and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

(b) Financial Liabilities and Equity Instruments issued by the Group

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

(i) Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

(ii) Financial Liabilities

Financial liabilities are initially measured at fair value, net of transaction costs. It is subsequently measured at amortised cost using the effective interest method, with the interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period to the net carrying amount on initial recognition.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)**(b) Financial Liabilities and Equity Instruments issued by the Group (cont'd)****(iii) Financial Liabilities at FVTPL**

Financial liabilities are classified as FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been acquired principally for the purpose of repurchasing in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and FRS 139 Financial Instruments: Recognition and Measurement permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line item in the statement of profit or loss and other comprehensive income.

(iv) Other Financial Liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

(v) Derecognition of Financial Liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

Financial Guarantee Contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs. Subsequent to initial recognition, financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee. If the debtor fails to make payment relating to financial guarantee contract when it is due and the Group, as the issuer, is required to reimburse the holder for the associated loss, the liability is measured at the higher of the best estimate of the expenditure required to settle the present obligation at the end of the reporting period and the amount initially recognised less cumulative amortisation.

Statements of Cash Flows

The Group and the Company adopt the indirect method in the preparation of the statements of cash flows.

Cash and cash equivalents, which comprise deposits with licensed banks and other financial institutions, cash on hand and at bank, and bank overdrafts, are short-term, highly liquid investments and are readily convertible to cash with insignificant risks of changes in value.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Judgement and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Critical judgements in applying the Group's accounting policies

The following are the judgements made by management in the process of applying the Group's accounting policies that have the most significant effect on the amounts recognised in the financial statements:

(i) Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on FRS 140 in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rental or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), the Group would account for the portions separately.

If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as investment property.

(ii) Operating Lease Commitments - The Group as Lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of these properties which are leased out as operating leases.

(iii) Revenue Recognition

The Group recognised revenue from the sale of membership relating to Golden Horse Health Sanctuary Programme ("GHHS"), Traditional Chinese Medicine Programme ("TCM") and Palace Vacation Club ("PVC"). GHHS, TCM, and PVC are membership programmes involving the Provision of Vacation and Preventive healthcare services to its membership. The membership are valid for a duration ranging from 5 to 37 years.

The membership fees comprise participation and rejoining fees. Participation fees represent upfront payment (which are allowed to be settled by customers by interest-free instalments) upon execution of membership agreements whereas rejoining fees are due and payable on a yearly basis (except for the first year where no rejoining fees are charged) pursuant to the membership agreements. The Group recognises revenue from participation fee, or a portion thereof, upon signing of membership agreement and collectability of the contract sum is reasonably assured. When a significant amount of the contracted participation fee has been collected, and the collectability of the remaining amount is reasonably assured, the Group records the participation fee, or a portion thereof, as revenue and any unsettled sum is recognised as trade receivables.

When determining the point of revenue recognition, the directors exercised significant judgement in evaluating whether revenue recognition criteria were met. In making their judgement, the directors considered the detailed revenue recognition criteria and, in particular, whether it is probable that the economic benefits associated with the transactions will flow to the Group. Following the consideration of the terms and conditions underlying the membership agreements, the fact that all other services in subsequent years are paid for separately through rejoining fees, the limitation on the members' abilities for refund of the participation fees, the requirement for the payment of the rejoining fees for continuation of the membership, the history of membership sales, the historical rate of default on the instalment payments by customers and the possibility of such transaction being terminated due to non-payment, the directors are satisfied that when 30% of the participation fees are received, the collectability of the remaining contract sum is reasonably assured and the recognition of the participation fees, or a portion thereof, as revenue is appropriate.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (cont'd)**(b) Key sources of estimation uncertainty**

The key assumption concerning the future and other key sources of estimation uncertainty at the end of reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

(i) Property Development

The Group recognises property development revenue and expenses in profit or loss by using the stage of completion method. The percentage of completion is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Significant judgement is required in determining the percentage of completion, the extent of the property development costs incurred, the estimated total property development costs, as well as the outcome of the development projects. In making the judgement, the Group evaluates past experiences and relies on the work of specialists.

(ii) Deferred Tax Assets

Deferred tax assets are recognised for all unused tax losses and unabsorbed capital allowances to the extent that it is probable that taxable profit will be available against which the unused tax losses and unabsorbed capital allowances can be utilised. Significant judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

(iii) Income Tax

Significant estimation is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(iv) Estimated Useful Lives of Property, Plant and Equipment

The Group reviews the estimated useful lives of certain property, plant and equipment at the end of reporting period. Fixed assets are depreciated over their useful economic lives. The amount of estimated useful lives is a matter of judgement based on the experience of the Group, taking into account factors such as technological progress, changes in market demand, expected usage and physical wear and tear. Useful lives are periodically reviewed for continued appropriateness. Due to long lives of assets, changes to the estimates used can result in variations in their carrying value.

(v) Impairment of Property, Plant and Equipment

The Group regularly reviews whether there are any indications of impairment and will recognise an impairment loss if the carrying amount of an asset is lower than the recoverable amount which is the greater of its net selling price or its value in use. In determining the value in use, the Group assesses the present value of the estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life. Estimates and judgements are applied in determining the future cash flows and the discount rate.

(viii) Allowance for Doubtful Debts

The Group assesses at each reporting date whether there is any objective evidence that a receivable is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments. Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics.

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FOR THE YEAR ENDED 31 DECEMBER, 2014

5. REVENUE

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Property development	180,689	146,800	-	-
Property investment	23,976	21,302	-	-
Hospitality and health	68,669	91,864	-	-
Others	1,831	2,863	-	-
Gross dividend income from unquoted shares	-	-	-	12,000
Management fees from subsidiaries	-	-	10,827	6,743
	275,165	262,829	10,827	18,743

6. COST OF SALES AND SERVICES

	Group	
	2014 RM'000	2013 RM'000
Property development	79,675	48,344
Cost of inventories sold	4,157	6,852
Cost of services rendered	34,785	42,367
	118,617	97,563

7. FINANCE COSTS

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Interest expense on:				
Term loans, revolving credits, and bank overdrafts	10,298	13,019	2,029	4,172
Bank Guarantee Commercial Paper and Medium-Term Notes	-	1,782	-	1,782
Hire purchase and lease	47	54	6	14
Others	729	1,116	-	8
	11,074	15,971	2,035	5,976

8. PROFIT/(LOSS) BEFORE TAX

Profit/(Loss) before tax has been arrived at after charging/(crediting):

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Employee benefits expense	10	46,682	51,987	5,445	5,023
Impairment loss recognised on trade and other receivables	21	3,510	6,503	-	-
Depreciation of:					
- hotel properties, exhibition centre and showroom	13	4,111	4,162	-	-
- other property, plant and equipment	13	6,365	6,469	183	261
Bad debts written off		-	7,104	-	-
Amortisation of prepaid lease payments	15	4,135	4,306	-	-
Bad debts written back		(646)	-	-	-
Rental of premises		1,160	1,601	1,179	883
Lease rental expense		636	691	64	71
Tax penalty		2	2	-	-
Imputed interest expenses/(income) on receivables		650	(31)	-	-

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FOR THE YEAR ENDED 31 DECEMBER, 2014

8. PROFIT/(LOSS) BEFORE TAX (cont'd)

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Increase in fair value of investment properties	14	-	(2,409)	-	-
Auditors' remuneration:					
Statutory audit:					
- auditors of the Group		427	426	71	71
- other auditors		43	62	-	-
Non-audit services:					
- auditors of the Group		353	18	-	5
- other auditors		58	-	-	-
Rental of equipment		151	166	-	-
Non-executive directors' remuneration	11	157	130	157	130
Executive directors' remuneration excluding benefits-in-kind	11	2,274	1,757	520	434
Gain on disposal of property, plant and equipment		(22)	(295)	-	(84)
Allowance for impairment losses on available-for-sale financial assets		8	6	-	-
Property, plant and equipment written off		4	4	-	-
Rental income		(1,494)	(2,257)	-	-
Allowance for doubtful debts no longer required:					
- subsidiaries		-	-	-	(177)
- trade and other receivables		(230)	(483)	-	-
Amortisation of deferred income		(1,322)	(1,180)	-	-
Interest income on:					
- short-term deposits		(740)	(890)	-	(1)
- others		(150)	-	-	-
Net unrealised (gain)/loss on foreign exchange		(8)	1	-	1
Allowance for impairment losses no longer required for:					
- available-for-sale financial assets		-	(480)	-	-
- other investment		(270)	-	-	-
Waiver of debt owing to other payables		-	-	-	(11)

9. INCOME TAX EXPENSE

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Estimated tax payable:					
Malaysia		13,543	13,200	-	1,389
Underprovision in prior years		2,079	1,756	135	120
Tax saving from group relief		(906)	(459)	-	-
		14,716	14,497	135	1,509
Deferred tax expense:					
Relating to origination and reversal of temporary differences (Reversal)/Recognition of temporary differences in respect of depreciation on revaluation surplus		(73)	(412)	-	18
Underprovision in prior years:					
Malaysia		-	4	-	-
	32	(211)	(295)	-	18
Tax expense for the year		14,505	14,202	135	1,527

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FOR THE YEAR ENDED 31 DECEMBER, 2014

9. INCOME TAX EXPENSE (cont'd)

Malaysian income tax is calculated at the statutory income tax rate of 25% (2013: 25%) of the estimated taxable profit for the year.

Taxation for other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions. The income tax rate applicable to the subsidiaries in South Africa, which were making losses, is 28% (2013: 28%).

The group tax charge for the year has been reduced by RM906,000 (2013: RM459,000) because of the losses surrendered by certain loss making subsidiaries to certain profit making subsidiaries. No payment for this surrender was made among the subsidiaries involved.

A reconciliation of income tax expense applicable to profit/(loss) before tax at the applicable statutory income tax rate to income tax expense at the effective income tax rates of the Group and of the Company is as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Profit/(Loss) before tax	51,834	49,314	(2,754)	4,889
Taxation at Malaysian statutory income tax rate of 25% (2013: 25%)	12,959	12,329	(689)	1,223
Tax effects of:				
Non-deductible expenses	5,525	11,331	689	234
Non-taxable income	(2,686)	(6,909)	-	(68)
Utilisation of deferred tax assets previously not recognised	(2,328)	(3,963)	-	-
Deferred tax assets not recognised	-	-	-	18
(Reversal)/recognition of deferred tax liabilities in respect of depreciation transfer on revalued hotel properties, exhibition centre and showroom	(138)	113	-	-
Group relief	(906)	(459)	-	-
Underprovision in prior years in respect of:				
Current tax	2,079	1,756	135	120
Deferred tax	-	4	-	-
Tax expense for the year	14,505	14,202	135	1,527

10. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Wages and salaries	37,534	40,243	4,456	4,129
Social security costs	287	445	25	25
Contribution to defined contribution plans	4,093	4,378	541	503
Other staff related expenses	4,768	6,921	423	366
	46,682	51,987	5,445	5,023

Included in employee benefits expense of the Group and of the Company are remuneration (excluding benefits-in-kind) of executive director of the Group and of the Company amounting to RM2,274,000 (2013: RM1,758,000) and RM520,000 (2013: RM434,000), respectively, as further disclosed in ---Note 11.

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FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

11. DIRECTORS' REMUNERATION**Non-Executive Directors:**

- (i) Gen. Tan Sri (Dr) Mohamed Hashim bin Mohd Ali (Rtd)
- (ii) Tan Sri Lee Kim Tiong @ Lee Kim Yew
- (iii) Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock
- (iv) Nik Hassan Bin Nik Mohd Amin
- (v) Chew Chong Eu

Executive Director:

- (i) Lee Cheng Wen

		Group		Company	
	Note	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Directors of the Company					
Non-Executive Directors					
Fees and other emoluments		157	130	157	130
Benefits-in-kind		14	14	14	14
		171	144	171	144
Executive Director					
Salaries, fee and other emoluments		456	384	456	384
Contribution to defined contribution plans		64	50	64	50
		520	434	520	434
		691	578	691	578
Directors of Subsidiaries					
Executive Directors					
Salaries and other emoluments		1,572	1,042	-	-
Bonus		-	127	-	-
Contribution to defined contribution plans		182	155	-	-
Benefits-in-kind		23	78	-	-
		1,777	1,402	-	-
Analysis excluding benefits-in kind:					
Total non-executive directors' remuneration	8	157	130	157	130
Total executive directors' remuneration excluding benefits-in-kind	8 & 10	2,274	1,758	520	434
Total directors' remuneration excluding benefits-in-kind	36(b)	2,431	1,888	677	564

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12. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing profit for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the financial year.

	Group	
	2014 RM'000	2013 RM'000
Profit attributable to ordinary equity holders of the Company (RM'000)	37,851	36,016
Weighted average number of ordinary shares in issue for basic earnings per share ('000)	275,607	275,707
Basic earnings per share (sen)	13.73	13.06

(b) Diluted

There is no dilution in earnings per share as the Company has no potential dilutive ordinary shares.

13. PROPERTY, PLANT AND EQUIPMENT

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Hotel properties, exhibition centre and showroom	317,961	322,072	-	-
Other property, plant and equipment	89,693	92,821	508	664
	407,654	414,893	508	664

Hotel Properties, Exhibition Centre and Showroom

Group	Note	Hotel Properties RM'000	Exhibition Centre and Showroom RM'000	Total RM'000
At Cost				
As of 1 January, 2013		308,776	134,840	443,616
Transfer to land held for property development		(2,760)	-	(2,760)
As of 31 December, 2013/2014		306,016	134,840	440,856
Accumulated Depreciation				
As of 1 January, 2013		23,207	5,965	29,172
Charge for the year	8	3,310	852	4,162
Transfer to land held for property development	16(a)	(257)	-	(257)
As of 31 December, 2013/1 January, 2014		26,260	6,817	33,077
Charge for the year	8	3,258	853	4,111
As of 31 December, 2014		29,518	7,670	37,188

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FOR THE YEAR ENDED 31 DECEMBER, 2014

13. PROPERTY, PLANT AND EQUIPMENT (cont'd)

Group	Hotel Properties RM'000	Exhibition Centre and Showroom RM'000	Total RM'000
Accumulated Impairment Losses			
As of 31 December, 2013/2014	24,162	61,545	85,707
Net Carrying Amount			
As of 31 December, 2014	252,336	65,625	317,961
As of 31 December, 2013	255,594	66,478	322,072

The hotel properties, exhibition centre and showroom with an aggregate net carrying amount of RM317,961,000 (2013: RM322,072,000) were pledged as security for borrowings as disclosed in Notes 28b(i), 28b(iii), 28b(v) and 28b(vii).

Other Property, Plant and Equipment

Group	Note	Freehold Land and Buildings RM'000	Leasehold Buildings RM'000	Office Furniture and Fittings RM'000	Plant, Machinery and Equipment RM'000	Golf Clubs, Courses and Boat Clubs RM'000	Motor Vehicles RM'000	Capital Work-in-Progress RM'000	Total RM'000
Cost									
As of 1 January, 2014		2,134	19,065	107,970	75,331	51,498	7,429	9,725	273,152
Additions		-	1	4,458	1,439	1	74	(2,530)	3,443
Acquisition of subsidiary		-	-	28	-	-	159	-	187
Disposals		-	-	(66)	(47)	-	(97)	-	(210)
Write-offs		-	-	(111)	(93)	-	(259)	-	(463)
Reclassifications		-	-	64	(64)	-	-	-	-
Exchange differences		-	-	(14)	-	(351)	-	-	(365)
As of 31 December, 2014		2,134	19,066	112,329	76,566	51,148	7,306	7,195	275,744
Accumulated Depreciation									
As of 1 January, 2014		73	3,083	88,361	71,910	10,650	6,254	-	180,331
Charge for the year	8	18	439	3,843	1,181	547	337	-	6,365
Acquisition of subsidiary		-	-	8	-	-	24	-	32
Disposals		-	-	(17)	(47)	-	(95)	-	(159)
Write-offs		-	-	(111)	(89)	-	(259)	-	(459)
Reclassifications		-	-	29	(29)	-	-	-	-
Exchange differences		-	-	(13)	-	(46)	-	-	(59)
As of 31 December, 2014		91	3,522	92,100	72,926	11,151	6,261	-	186,051
Net Carrying Amount		2,043	15,544	20,229	3,640	39,997	1,045	7,195	89,693

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13. PROPERTY, PLANT AND EQUIPMENT (cont'd)

Group	Note	Freehold Land and Buildings RM'000	Leasehold Buildings RM'000	Office Furniture and Fittings RM'000	Plant, Machinery and Equipment RM'000	Golf Clubs, Courses and Boat Clubs RM'000	Motor Vehicles RM'000	Capital Work-in- Progress RM'000	Total RM'000
Cost									
As of 1 January, 2013		2,187	13,377	107,476	76,074	60,101	7,806	7,195	274,216
Additions		-	-	880	865	1	615	2,530	4,891
Disposals		-	-	(17)	(615)	-	(890)	-	(1,522)
Write-offs		-	-	(291)	(2)	(2,228)	(102)	-	(2,623)
Transfer from investment properties	14	-	37	-	-	-	-	-	37
Transfer to land held for property development		-	-	-	(24)	-	-	-	(24)
Reclassifications		(53)	5,651	(9)	(967)	(4,622)	-	-	-
Exchange differences		-	-	(69)	-	(1,754)	-	-	(1,823)
As of 31 December, 2013		2,134	19,065	107,970	75,331	51,498	7,429	9,725	273,152
Accumulated Depreciation									
As of 1 January, 2013		422	3,341	84,869	72,348	10,467	6,801	-	178,248
Charge for the year	8	18	441	3,859	1,180	560	438	-	6,496
Disposals		-	-	(10)	(614)	-	(882)	-	(1,506)
Write-offs		-	-	(288)	-	(2,229)	(103)	-	(2,620)
Transfer to land held for property development		-	-	-	(14)	-	-	-	(14)
Reclassifications		(367)	(699)	(7)	(990)	2,063	-	-	-
Exchange differences		-	-	(62)	-	(211)	-	-	(273)
As of 31 December, 2013		73	3,083	88,361	71,910	10,650	6,254	-	180,331
Net Carrying Amount		2,061	15,982	19,609	3,421	40,848	1,175	9,725	92,821

Company	Office Furniture and Fittings RM'000	Office Equipment RM'000	Motor Vehicles RM'000	Renovation RM'000	Total RM'000
Cost					
As of 1 January, 2013	64	310	932	108	1,414
Additions	7	200	401	21	629
Disposal	-	-	(168)	-	(168)
As of 31 December, 2013/1 January, 2014	71	510	1,165	129	1,875
Additions	7	13	6	-	26
As of 31 December, 2014	78	523	1,171	129	1,901
Accumulated Depreciation					
As of 1 January, 2013	37	201	830	50	1,118
Charge for the year	6	74	169	12	261
Disposal	-	-	(168)	-	(168)
As of 31 December, 2013/1 January, 2014	43	275	831	62	1,211
Charge for the year	6	84	81	11	182
As of 31 December, 2014	49	359	912	73	1,393

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13. PROPERTY, PLANT AND EQUIPMENT (cont'd)

Company	Office Furniture and Fittings RM'000	Office Equipment RM'000	Motor Vehicles RM'000	Renovation RM'000	Total RM'000
Net Carrying Amount					
As of 31 December, 2014	29	164	259	56	508
As of 31 December, 2013	28	235	334	67	664

- (a) The net carrying amount of other property, plant and equipment of the Group held under hire-purchase and finance lease arrangements at the end of the reporting period is RM767,000 (2013: RM884,000).
- (b) Other property, plant and equipment of the Group with net carrying amount of RM14,505,000 (2013: RM24,195,000) were charged as security for borrowings as disclosed in Notes 28(a), 28(b)(iv), 28(b)(v), 28(b)(vi), 28(b)(vii) and 28(c)(i).
- (c) Certain subsidiary is in the process of obtaining the strata titles for certain apartment units included in freehold buildings from the respective developers. The net book value of those apartment units amounted to RM1,896,000 (2013: RM1,937,000).
- (d) Included in other property, plant and equipment of the Group and of the Company are the following fully depreciated assets which are still in use:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Cost:				
Office, furniture and fittings	93,373	36,003	233	193
Plant, machinery and equipment	54,344	53,871	-	-
Motor vehicles	5,306	5,359	763	763
	153,023	95,233	996	956

14. INVESTMENT PROPERTIES

	Note	Group	
		2014 RM'000	2013 RM'000
At beginning of year		62,004	119,690
Additions from subsequent expenditure		32	329
Addition from acquisition		-	149
Increase in fair value adjustment	8	-	2,409
Transfer from/(to) land held for property development		-	(60,536)
Transfer to property, plant and equipment	13	-	(37)
At end of year		62,036	62,004

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14. INVESTMENT PROPERTIES (cont'd)

The following investment properties are held under lease terms:

	Group	
	2014 RM'000	2013 RM'000
Leasehold land	25,242	25,407
Buildings	22,360	22,162
	47,602	47,569

Certain investment properties with a total carrying amount of RM46,728,000 (2013: RM46,696,000) were charged as security for borrowings as disclosed in Note 28b(v).

The rental income earned by the Group from its investment properties during the year amounted to RM8,307,000 (2013: RM7,132,000). Direct operating expenses arising from the renting of investment properties during the year amounted to RM2,002,000 (2013: RM1,467,000).

Investment properties are stated at directors' assessment of valuation which is determined annually after taking into consideration, among others, professional valuation performed by independent valuer company.

Details of the Group's investment properties and information about the fair value hierarchy as at 31 December, 2014 are as follows:

	2014			Total RM'000
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	
Group				
Investment properties	-	-	62,036	62,036

15. PREPAID LEASE PAYMENTS

	Note	Group	
		2014 RM'000	2013 RM'000
At beginning of year		317,776	335,498
Addition		-	1,278
Transfer to land held for property development	16(a)	-	(14,694)
Amortisation for the year	8	(4,135)	(4,306)
At end of year		313,641	317,776

The prepaid lease payments represent long-term leasehold land of the Group.

Land held under prepaid lease payments with a carrying amount of RM308,077,000 (2013: RM315,483,000) were charged as security for borrowings as disclosed in Notes 28(a)(i), 28(b)(iii), 28(b)(v) and 28(b)(vii).

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

16. LAND HELD FOR PROPERTY DEVELOPMENT AND PROPERTY DEVELOPMENT COSTS**(a) Land Held for Property Development**

Group	Note	Freehold Land RM'000	Leasehold Land RM'000	Total RM'000
Cost/Carrying amount				
As of 1 January, 2013		102,180	68,962	171,142
Additions		1,866	685	2,551
Transfer to property development costs	16(b)	(18,719)	-	(18,719)
Transfer from prepaid lease payments	15	-	14,694	14,694
Transfer from investment properties	14	-	60,536	60,536
Transfer from other property, plant and equipment		-	10	10
Transfer from hotel properties, exhibition centre and showroom		-	2,503	2,503
<hr/>				
As of 31 December, 2013/1 January, 2014		85,327	147,390	232,717
Additions		1,103	1,548	2,651
Transfer to property development costs	16(b)	-	(60,533)	(60,533)
<hr/>				
As of 31 December, 2014		86,430	88,405	174,835

Included in land held for property development are certain parcels of land with an aggregate carrying value of RM15,312,000 (2013: RM28,691,000) for which the Group is in the process of obtaining registration of land titles from the relevant authorities.

Land held for property development with a carrying amount of RM35,110,000 (2013: RM60,546,000) were charged as security for borrowings as disclosed in Notes 28(b)(v), 28(a)(ii), 28(b)(iii), 28(b)(vi), 28 (b)(viii) and 28(c)(ii).

(b) Property Development Costs

	Note	Group 2014 RM'000	2013 RM'000
At beginning of year			
Freehold land - at cost		130,426	119,095
Leasehold land - at cost		163	163
Development expenditure		333,781	296,704
		<hr/>	<hr/>
		464,370	415,962
<hr/>			
Costs incurred during the year			
Freehold land - at cost		-	319
Development expenditure		16,034	29,370
		<hr/>	<hr/>
		16,034	29,689
<hr/>			
Cost recognised in profit or loss			
Previous years		(395,766)	(367,222)
Current year		(24,709)	(28,544)
		<hr/>	<hr/>
		(420,475)	(395,766)
<hr/>			
Transfers from			
Land held for property development	16(a)	60,533	18,719
		<hr/>	<hr/>
		60,533	18,719
<hr/>			
At end of year		120,462	68,604

The property development costs with a carrying amount of RM76,948,000 (2013: RM18,964,000) were charged as security for borrowings as disclosed in Notes 28(b)(v) and 28(b)(ix).

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FOR THE YEAR ENDED 31 DECEMBER, 2014

17. INVESTMENT IN SUBSIDIARIES

	Company	
	2014 RM'000	2013 RM'000
At cost		
Unquoted shares	223,112	223,112
Cumulative redeemable preference shares	414,053	414,053
	637,165	637,165
Less: Accumulated impairment losses	(11,310)	(11,310)
Net	625,855	625,855

During the financial year, Mines Global Holidays Sdn Bhd ("MGH") became a subsidiary of the Group by virtue of the Company controlling the composition of the board of directors of MGH as disclosed in Note 19.

The details of the subsidiaries are as follows:

Names of Subsidiaries	Country of Incorporation and Operation	Principal Activities	Proportion of Ownership Interest	
			2014 %	2013 %
Country Heights Sdn Bhd	Malaysia	Property development	100	100
College Heights Utara Sdn Bhd	Malaysia	Property development	100	100
Borneo Heights Sdn Bhd	Malaysia	Property development and property investment	70	70
Tindak Murni Sdn Bhd	Malaysia	Property development	100	100
Country Heights Industries Sdn Bhd	Malaysia	Property development and investment holding	100	100
Country Heights W.T.C. Sdn Bhd	Malaysia	Investment holding	100	100
Country Heights Properties Sdn Bhd	Malaysia	Property management and investment holding	100	100
East Vision Leisure Group Sdn Bhd	Malaysia	Investment holding	100	100
Mines Holdings Sdn Bhd	Malaysia	Investment holding	100	100
^ Country Heights Global Ltd	Labuan	Dormant	100	100
Walum Enterprise Sdn Bhd	Malaysia	Ownership of land held for property development	100	100
Hasil Cermat Sdn Bhd	Malaysia	Ownership of land held for property development	100	100
Country Heights Development Sdn Bhd	Malaysia	Property investment	100	100

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17. INVESTMENT IN SUBSIDIARIES (cont'd)

Names of Subsidiaries	Country of Incorporation and Operation	Principal Activities	Proportion of Ownership Interest	
			2014 %	2013 %
Country Heights eMarketing Services Sdn Bhd	Malaysia	Provision of marketing services	100	100
Versatile Champion Sdn Bhd	Malaysia	Property trading	100	100
Nasmaya Juara Sdn Bhd	Malaysia	Building and infrastructure contractor	100	100
Golden Horse Palace Berhad	Malaysia	Ownership and operation of a hotel and provision of health programs and timeshare membership	81	81
Country Heights Commercial Development Sdn Bhd	Malaysia	Investment holding and resort and hotel management	100	100
Country Heights Resorts & Leisure Sdn Bhd	Malaysia	Resort management and investment holding	100	100
Magnitude Knight (M) Sdn Bhd	Malaysia	Investment holding	100	100
Tadika Sri Moral Sdn Bhd	Malaysia	Provision of preschool education and related services	70	70
Country Heights Resources Management (M) Sdn Bhd	Malaysia	Dormant	100	100
Country Heights Property Development Berhad	Malaysia	Dormant	100	100
Country Heights Sea Resort Sdn Bhd	Malaysia	Dormant	100	100
Country Heights Education Sdn Bhd	Malaysia	Provision of educational related services	70	70
Malaysia Trade & Distribution Centre (Rotterdam) Sdn Bhd	Malaysia	Dormant	100	100
Mines Global Holidays & Travel Sdn Bhd	Malaysia	Dormant	60	60
Subsidiary of Borneo Heights Sdn Bhd				
Borneo Highlands Hornbill Golf & Jungle Club Berhad	Malaysia	Ownership & operation of a golf course and club hotel	100	100
Subsidiaries of Country Heights Properties Sdn Bhd				
Country Heights Development Melaka Sdn Bhd	Malaysia	Investment holding and property development	100	100
Mega Palm Sdn Bhd	Malaysia	Property development	100	100
Country Heights Pangsa Rakyat Sdn Bhd	Malaysia	Property investment	100	100

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FOR THE YEAR ENDED 31 DECEMBER, 2014

17. INVESTMENT IN SUBSIDIARIES (cont'd)

Names of Subsidiaries	Country of Incorporation and Operation	Principal Activities	Proportion of Ownership Interest	
			2014 %	2013 %
Subsidiary of Country Heights Development Melaka Sdn Bhd				
Country Heights Facility Management Sdn Bhd	Malaysia	Dormant	100	100
Subsidiaries of Mines Holdings Sdn Bhd				
Timbang Makmur Sdn Bhd	Malaysia	Dormant	100	100
Country Heights Health Tourism Sdn Bhd	Malaysia	Provision of private medical care facilities and services and medical related facilities and services to the public	70	70
Mines Wellness Hotel Berhad	Malaysia	Ownership & operator of a hotel and also in the business of selling private healthcare memberships	100	100
Kin No Uma Sdn Bhd	Malaysia	Dormant	100	100
KHU Property Management Sdn Bhd	Malaysia	Dormant	100	100
WIEXPO Sdn Bhd	Malaysia	Dormant	100	100
Subsidiaries of East Vision Leisure Group Sdn Bhd				
Mines Shopping Fair Sdn Bhd	Malaysia	Letting of promotion space	100	100
Mines Waterfront Business Park Sdn Bhd	Malaysia	Letting of office space	100	100
Mines International Exhibition Centre Sdn Bhd	Malaysia	Investment holding, manager of exhibition centre and conventions and provision of catering services	100	100
Subsidiary of Mines International Exhibition Centre Sdn Bhd				
Mines Events Sdn Bhd	Malaysia	Provision of exhibition space	100	100
Subsidiary of Country Heights Resorts & Leisure Sdn Bhd				
Mines Premium Sdn Bhd	Malaysia	Solutions provider and promotion activities	100	100

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FOR THE YEAR ENDED 31 DECEMBER, 2014

17. INVESTMENT IN SUBSIDIARIES (cont'd)

Names of Subsidiaries	Country of Incorporation and Operation	Principal Activities	Proportion of Ownership Interest	
			2014 %	2013 %
Subsidiary of Golden Horse Palace Bhd				
Mines Marketing Sdn Bhd	Malaysia	Marketer in all aspects of health screening, timeshare memberships and palm oil memberships	100	100
Subsidiary of Mines Marketing Sdn Bhd				
Mines Global Holidays Sdn Bhd	Malaysia	Travel agents and tour operators and to provide facilities in travelling and touring to travellers and tourist	50	50*
Subsidiary of Country Heights Health Tourism Sdn Bhd				
GHHS WellNess Sdn Bhd	Malaysia	Provision of private medical care facilities and medical related facilities services to the public	100	100
Subsidiaries of Country Heights Property Development Berhad				
Profound Concept Sdn Bhd	Malaysia	Property investment	100	100
Endless Gain Sdn Bhd	Malaysia	Ownership of property held for rental purposes	100	100
Subsidiaries of Magnitude Knight (M) Sdn Bhd				
+ Country Heights Pecanwood Golf & Country Club (Pty) Ltd	South Africa	Ownership and operators of golf estate club	100	100
+ Country Heights Pecanwood Boat Club (Pty) Ltd	South Africa	Ownership and operator of boat club	100	100

+ Audited by other firm of auditors.

^ No auditors are required to be appointed for these dormant companies.

* A joint venture in 2013.

NOTES TO THE
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FOR THE YEAR ENDED 31 DECEMBER, 2014

17. INVESTMENT IN SUBSIDIARIES (cont'd)**Composition of the Group**

Information about the composition of the Group at the end of the reporting period is as follows:

Principal activities	Country of Incorporation and Operation	Number of wholly-owned subsidiaries		Number of non-wholly-owned subsidiaries	
		2014	2013	2014	2013
Property development, management and investment and investment holding	Malaysia	15	15	1	1
Ownership and operation of resort, hotel, golf and boat clubs and investment holding	Malaysia	4	4	1	1
	South Africa	2	2	-	-
Ownership of property, letting of property, office and exhibition spaces	Malaysia	4	4	-	-
Provision of marketing and promotion services	Malaysia	3	3	-	-
Provision of preschool education and educational related services	Malaysia	2	2	-	-
Ownership of land held for property development	Malaysia	2	2	-	-
Provision of private medical care facilities and services and medical related facilities and services to the public	Malaysia	1	1	1	1
Property trading	Malaysia	1	1	-	-
Building and infrastructure contractor	Malaysia	1	1	-	-
Travel agents and tours operator	Malaysia	-	-	1	-
Dormant	Malaysia	9	9	1	1
	Labuan	1	1	1	1
		45	45	6	5

There are no non-wholly-owned subsidiaries of the Group that have material non-controlling interest.

18. INVESTMENT IN AN ASSOCIATE

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
In Malaysia:				
Unquoted shares, at cost	247	247	247	247
Share of post-acquisition reserves	186	50	-	-
	433	297	247	247
Accumulated impairment losses	(206)	(206)	(206)	(206)
	227	91	41	41

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FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

18. INVESTMENT IN AN ASSOCIATE (cont'd)

The summarised financial information of the associate is as follows:

	Group	
	2014 RM'000	2013 RM'000
Assets and liabilities		
Current assets	2,319	1,154
Non-current assets	227	164
Total assets	2,546	1,318
Current liabilities	2,070	1,128
Total liabilities	2,070	1,128
Results		
Revenue	5,326	5,658
Profit for the year	286	268

The Group's interest in an associate is analysed as follows:

	Group	
	2014 RM'000	2013 RM'000
Net assets of the associate	476	190
Proportion of the Group's ownership interest	47.5%	47.5%
Carrying amount of the Group's interest in the associate	227	91

Details of the associate are as follows:

Names of Subsidiaries	Country of Incorporation and Operation	Principal Activities	Proportion of Ownership Interest Equity Interest	
			2014 %	2013 %
+# Simplex Design Sdn Bhd	Malaysia	Interior designing, renovation, construction and other related services	47.50	47.50

+ Audited by other firm of auditors

Simplex Design Sdn Bhd has a financial year end of 30 June. For the purpose of applying the equity method of accounting, the audited financial statements of Simplex Design Sdn Bhd for the year ended 30 June, 2014 have been used and appropriate adjustments have been made for the effects of significant transactions between 1 July, 2014 and 31 December, 2014.

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FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

19. INVESTMENT IN A JOINT VENTURE

	Group	
	2014 RM'000	2013 RM'000
Unquoted shares:		
At cost	-	300
Share in post-acquisition results	-	(209)
	-	91

Details of the joint venture, which is incorporated in Malaysia, are as follows:

Principal activities	Financial Year End	Effective Percentage Ownership		Principal activities
		2014	2013	
Mines Global Holidays Sdn Bhd	31 December	50	50	Travel Agency

During the financial year, MGH (disclosed in Note 17) became a subsidiary of the Company by virtue of the Company controlling the composition of the board of directors of MGH.

The summarised financial information in respect of the Group's joint venture is set out below:

	Group	
	2014 RM'000	2013 RM'000
Assets and liabilities		
Current assets	-	200
Non-current assets	-	154
Total assets	-	354
Current liabilities	-	78
Non-current liabilities	-	95
Total liabilities	-	173
Results		
Revenue	-	432
Loss for the year	-	(348)

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20. AVAILABLE-FOR-SALE FINANCIAL ASSETS

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
At cost				
Quoted shares in Malaysia	240	240	-	-
Unquoted shares in Malaysia	2,000	2,000	-	-
Memberships	814	814	718	718
	3,054	3,054	718	718
Less: Accumulated impairment losses:				
Quoted shares in Malaysia	(132)	(124)	-	-
Unquoted shares in Malaysia	-	(270)	-	-
	(132)	(394)	-	-
Net	2,922	2,660	718	718
Market value of quoted shares in Malaysia	108	116	-	-

21. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Current					
Trade receivables					
Amount owing by subsidiaries	(b)	-	-	13,924	4,450
Owing by companies in which certain directors have interest		575	735	-	-
Third parties	(c)	107,955	83,143	-	-
		108,530	83,878	13,924	4,450
Less: Allowance for doubtful debts for third parties		(21,872)	(23,271)	-	-
Trade receivables, net		86,658	60,607	13,924	4,450
Other receivables					
Amount owing by subsidiaries	(b)	-	-	51,976	3,226
Owing by companies in which certain directors have interest		3,912	4,145	88	65
Sundry receivables		21,289	17,008	401	378
Deposits		3,700	3,112	16	14
Prepayments		1,562	561	12	12
		30,463	24,826	52,493	3,695
Less: Allowance for doubtful debts:					
Amount owing by subsidiaries		-	-	(19)	(19)
Sundry receivables		(1,765)	(1,379)	(364)	(364)
		(1,765)	(1,379)	(383)	(383)
Other receivables, net		28,698	23,447	52,110	3,312
Total current receivables		115,356	84,054	66,034	7,762
Non-current					
Trade receivables					
Third parties	(d)	12,093	19,285	-	-

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21. TRADE AND OTHER RECEIVABLES (cont'd)

Movement in the allowance for doubtful debts of trade receivables is as follows:

	Note	Group	
		2014 RM'000	2013 RM'000
At beginning of year		23,271	27,426
Impairment loss recognised on trade receivables	8	3,124	6,503
Amount written off		(4,293)	(10,175)
Amount no longer required	8	(230)	(483)
At end of year		21,872	23,271

The table below is an analysis of trade receivables as of the end of the reporting period:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Neither past due nor impaired	15	6	-	-
Past due but not impaired:				
30 days and below	35,115	22,596	1,710	662
31 to 60 days	3,845	13,145	754	549
61 to 90 days	1,926	2,842	754	542
91 to 120 days	3,440	1,057	1,928	532
121 days and above	42,317	20,961	8,778	2,165
	86,643	60,601	13,924	4,450
Past due and impaired	86,658	60,607	13,924	4,450
	21,872	23,271	-	-
Total trade receivables	108,530	83,878	13,924	4,450

Movement in the allowance for doubtful debts of sundry receivables is as follows:

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
At beginning of year		1,379	2,306	364	380
Impairment loss recognised on sundry receivables	8	386	-	-	-
Amount written off		-	(927)	-	(16)
At end of year		1,765	1,379	364	364

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21. TRADE AND OTHER RECEIVABLES (cont'd)

The table below is an analysis of other receivables as of the end of the reporting period:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Neither past due nor impaired	33	19	-	-
Past due but not impaired:				
30 days and below	7,306	2,345	21	1
31 to 60 days	120	150	-	1
61 to 90 days	146	370	1	1
91 to 120 days	254	387	1	5
121 days and above	15,577	16,503	102	71
	23,403	19,755	125	79
Past due and impaired	23,436	19,774	125	79
	1,765	1,379	364	364
	25,201	21,153	489	443

Movement in the allowance for doubtful debts of amount owing by subsidiaries as of the end of the reporting period is as follows:

	Note	Company	
		2014 RM'000	2013 RM'000
At beginning of year		19	196
Amount no longer required	8	-	(177)
At end of year		19	19

(a) Credit risk

The Group's normal trade credit terms range from 14 days to 90 days. Other credit terms are assessed and approved on a case-by-case basis.

The Group has no significant concentration of credit risk that may arise from exposures to a single trade debtor or to groups of trade debtors.

Other information on credit risk is disclosed in Note 37.

(b) Amount owing by subsidiaries

Amount owing by subsidiaries are non-trade in nature, unsecured, non-interest bearing and repayable on demand.

(c) Trade receivables - current

Trade receivables, which are non-interest bearing, are due within one year except for those relating to the instalment scheme mentioned in Note 21(d) below.

(d) Trade receivables - non-current

Trade receivables - non-current represent amounts that are expected to be collected after twelve months from the end of the reporting period, pursuant to instalment plans of 12 months to 60 months granted in respect of timeshare program memberships and health program memberships.

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22. INVENTORIES

	Group	
	2014 RM'000	2013 RM'000
At cost		
Completed properties held for sale	53,453	73,545
Consumable materials	1,012	1,205
	54,465	74,750
At net realisable value		
Completed properties held for sale	32,268	36,062
	86,733	110,812

Inventories with a carrying amount of RM5,374,000 (2013: RM13,523,000) were charged as security for borrowings as disclosed in Notes 28(b)(iii) and 28(c)(ii).

23. CASH AND CASH EQUIVALENTS

		Group		Company	
	Note	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Deposits with licensed banks and other financial institutions	(a)	2,779	7,231	-	-
Cash on hand and at banks	(b)	44,768	33,046	68	46
		47,547	40,277	68	46

(a) Included in deposits with licensed banks of the Group are:

- (i) A sum of RM2,098,000 (2013: RM1,934,000) pledged for bank guarantee facilities granted to certain subsidiaries;
- (ii) An amount of RM101,000 (2013: RM98,000) pledged for term loan facility granted to a subsidiary as disclosed in Note 28(b)(iii);
- (iii) An amount of RM509,000 (2013: RM945,000) held under a trust account pursuant to a trust deed in relation to a timeshare membership scheme of a subsidiary.

(b) Included in cash on hand and at banks of the Group are:

- (i) Amounts totalling RM11,354,000 (2013: RM7,027,000) held pursuant to Section 7A of the Housing Development (Control and Licensing) Act 1966 which are restricted from use in other operations; and
- (ii) Amounts totalling RM2,222,000 (2013: RM1,294,000) held under trust accounts pursuant to trust deeds in relation to a timeshare membership scheme of a subsidiary.

For the purpose of the statements of cash flows, cash and cash equivalents comprise the following as at the end of the reporting period:

		Group		Company	
	Note	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Cash and bank balances		47,547	40,277	68	46
Bank overdrafts	28(a)	(10,493)	(1,694)	-	-
Cash and cash equivalents		37,054	38,583	68	46

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FINANCIAL STATEMENTS

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23. CASH AND CASH EQUIVALENTS (cont'd)

The weighted average effective interest rates at the end of the reporting period for deposits are as follows:

	Group 2014 %	2013 %
Licensed banks and other financial institutions	3.75	3.00

The average maturities of deposits as at the end of the reporting period are as follows:

	Group 2014 Days	2013 Days
Licensed banks	30 to 365	30 to 365

24. SHARE CAPITAL

	Group and Company 2014 RM'000	2013 RM'000
Authorised: 5,050,000,000 ordinary shares of RM1.00 each	5,050,000	5,050,000
Issued and fully paid: 275,707,403 ordinary shares of RM1.00 each	275,707	275,707

25. TREASURY SHARES

	Group and Company 2014 RM'000	2013 RM'000
Acquisition Cost		
10,000 ordinary shares of RM1.45 each	14	-
23,500 ordinary shares of RM1.4432 each	34	-
29,000 ordinary shares of RM1.4583 each	42	-
37,500 ordinary shares of RM1.4841 each	56	-
	146	-

Treasury shares represent ordinary shares of the Company that are held by the Company. The amount consists of the acquisition cost of treasury shares net of the proceeds received on their subsequent sale or issuance.

During the financial year, the Company repurchased 100,000 ordinary shares of its issued share capital from the open market. The total consideration paid for the share buy-back was RM146,360.

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26. OTHER RESERVES

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Non-distributable:					
Revaluation reserve	(a)	139,611	141,475	-	-
Translation reserve	(b)	(12,261)	(11,506)	-	-
Capital redemption reserve	(c)	19,048	19,048	19,048	19,048
Investment revaluation reserve	(d)	57	57	-	-
		146,455	149,074	19,048	19,048

The movements, nature and purpose of each category of reserves as of the end of the reporting period are as follows:

(a) Revaluation reserve

	Group	
	2014 RM'000	2013 RM'000
Revaluation reserve		
At beginning of year	141,475	143,339
Transfer to retained earnings upon depreciation of revalued assets	(1,864)	(1,864)
At end of year	139,611	141,475

(b) Translation reserve

	Group	
	2014 RM'000	2013 RM'000
At beginning of year	(11,506)	(10,389)
Exchange differences on translating foreign operations	(755)	(1,117)
At end of year	(12,261)	(11,506)

The translation reserve represents foreign exchange differences arising from the translation of the financial statements of foreign subsidiaries at the end of the reporting period.

(c) Capital redemption reserve

	Group and Company	
	2014 RM'000	2013 RM'000
At beginning/end of year	19,048	19,048

The capital redemption reserve arose from the redemption of 190,478,000 Cumulative Redeemable Preference Shares ("CRPS I") of RM0.10 each issued by the Company in prior years.

Pursuant to the Asset Based Settlement Exercise, the CRPS I was redeemed on 23 June, 2005. A total of RM19,047,800 constituting the nominal value of the CRPS I redeemed was transferred from the Company's retained earnings to the capital redemption reserve. This amount would otherwise have been available for distribution as dividend.

The capital redemption reserve may be applied in paying up unissued shares of the Company as fully paid bonus shares.

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26. OTHER RESERVES (cont'd)

(d) Investment revaluation reserve

	Group	
	2014 RM'000	2013 RM'000
At beginning/end of year	57	57

Investment revaluation reserve represents fair value gain on revaluation of available-for-sale financial assets.

27. RETAINED EARNINGS

The Company is currently under the single-tier tax system. The entire retained earnings are available for distribution as single-tier dividend under the single-tier tax system.

28. BORROWINGS

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Total borrowings - gross	208,445	235,292	53,337	76,255
Less: Debts issuance costs	(862)	(864)	-	-
Outstanding borrowings	207,583	234,428	53,337	76,255
Less: Portion due within one year, included under short-term borrowings	(181,118)	(191,476)	(53,302)	(76,151)
Total long-term borrowings	26,465	42,952	35	104

Detailed breakdown of borrowings are as follows:

		Group		Company	
	Note	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Short-term Borrowings					
Secured:					
Bank overdrafts	(a)	10,493	1,694	-	-
Term loans	(b)	111,702	124,934	-	22,500
		122,195	126,628	-	22,500
Unsecured:					
Term loans	(b)	53,233	53,586	53,233	53,586
Revolving credits	(c)	5,400	11,000	-	-
Hire-purchase and finance lease payables	29	290	262	69	65
		58,923	64,848	53,302	53,651
Total short-term borrowings		181,118	191,476	53,302	76,151

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FOR THE YEAR ENDED 31 DECEMBER, 2014

28. BORROWINGS (cont'd)

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Long-term Borrowings					
Secured:					
Term loans	(b)	25,988	42,330	-	-
		25,988	42,330	-	-
Unsecured:					
Revolving credits	(c)	-	-	-	-
Hire-purchase and finance lease payables	29	477	622	35	104
		477	622	35	104
Total long-term borrowings		26,465	42,952	35	104
Total Borrowings					
Bank overdrafts	(a)	10,493	1,694	-	-
Term loans	(b)	190,923	220,850	53,233	76,086
Revolving credits	(c)	5,400	11,000	-	-
Hire purchase and finance lease payables	29	767	884	104	169
		207,583	234,428	53,337	76,255

The maturity of borrowings, excluding hire-purchase and finance lease payables, is as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Within one year	180,828	191,214	53,233	76,086
More than 1 year and less than 2 years	9,643	16,140	-	-
More than 2 years and less than 5 years	15,307	25,206	-	-
More than 5 years	1,038	984	-	-
	206,816	233,544	53,233	76,086

The weighted average effective interest rates of borrowings, excluding hire purchase and finance lease payables, are as follows:

	Note	Group		Company	
		2014 %	2013 %	2014 %	2013 %
Bank overdrafts	(a)	8.00	8.35	-	-
Term loans	(b)	5.72	6.43	8.80	8.60
Revolving credits	(c)	7.50	6.89	-	-

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28. BORROWINGS (cont'd)**(a) Bank overdrafts**

	Note	Group	
		2014 RM'000	2013 RM'000
Short-term			
Secured:			
RM2,000,000 facility	(i)	1,386	1,694
RM10,000,000 facility	(ii)	9,107	-
Total bank overdrafts	23	10,493	1,694

Salient features of the bank overdrafts granted to subsidiaries are as follows:

- (i) Overdraft facility of RM2,000,000 (2013: RM2,000,000) granted to a subsidiary, Country Heights W.T.C. Sdn Bhd, was secured by the following:
- A lien-holder's caveat over other property, plant and equipment with a carrying value of RM6,131,000 (2013: RM6,214,000) held by Country Heights W.T.C. Sdn Bhd;
 - A lien-holder's caveat over prepaid land lease payments with a carrying value of RM3,684,000 (2013: RM3,734,000) held by Country Heights W.T.C. Sdn Bhd as disclosed in Note 15;
 - Deposit of the original clubhouse title held under Lot. 24731 Pajakan Negeri 7211, HSD 22918, Mukim of Kajang, District of Ulu Langat, Selangor Darul Ehsan; and
 - A corporate guarantee of RM5,000,000 (2013: RM5,000,000) provided by the Company.

The overdraft facility bears interest at 1.75% (2013: 1.75%) above the bank's base lending rate.

- (ii) Overdraft facility of RM10,000,000 granted to a subsidiary, Mega Palm Sdn Bhd ("MPSB"), was secured by the following:
- 1st party legal charge for RM25,000,000 over a parcel of residential land with a total land area of 54,211 square metres (583,522 square feet) held under title no. GRN 72272 Lot 65630 located within Country Heights Damansara ("subject property"), Mukim of Batu, District of Kuala Lumpur, State of Wilayah Persekutuan Kuala Lumpur ("the Charge") as disclosed in Note 16(a); and
 - A corporate guarantee for the principal sum of RM25,000,000 together with interest thereon provided by Country Heights Holdings Berhad

(b) Term loans

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Short-term					
Secured:					
RM75,000,000 facility	(i)	-	22,500	-	22,500
RM50,000,000 facility	(iii)	24,750	8,295	-	-
RM1,733,000 facility	(iv)	94	94	-	-
RM92,909,260 facility	(v)	82,711	92,852	-	-
RM15,000,000 facility	(vi)	2,523	1,193	-	-
RM15,000,000 facility	(vii)	1,624	-	-	-
		111,702	124,934	-	22,500

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FOR THE YEAR ENDED 31 DECEMBER, 2014

28. BORROWINGS (cont'd)

(b) Term loans (cont'd)

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Unsecured:					
RM84,452,000 facility	(ii)	53,233	53,586	53,233	53,586
		164,935	178,520	53,233	76,086
Long-term Secured:					
RM50,000,000 facility	(iii)	5,937	30,641	-	-
RM1,733,000 facility	(iv)	1,329	1,406	-	-
RM15,000,000 facility	(vi)	11,477	-	-	-
RM15,000,000 facility	(vii)	5,344	5,340	-	-
RM11,000,000 facility	(viii)	2,814	4,478	-	-
RM29,000,000 facility	(ix)	(913)	465	-	-
		25,988	42,330	-	-
Total term loans		190,923	220,850	53,233	76,086

Salient features of the term loans granted to the Company and its subsidiaries are as follows:

- (i) Term loan facility of RM75,000,000 granted to the Company for the purpose of partially redeeming RM150,000,000 3% to 8% Redeemable Secured Bonds, which were redeemed on 31 December, 2010. The term loan was secured by a first legal charge for RM75,000,000 over leasehold land and building known as Palace of the Golden Horses held under title No. PT 16713 HSD 59885 as disclosed in Notes 13 and 15.

Tenure of the term loan facility was four years from date of drawdown on 29 December, 2010. Interest was payable on monthly basis in arrears and principal was repayable over 36 monthly instalments of RM2,100,000 each. The first monthly instalment commenced on the first anniversary date from 29 December, 2010.

Other terms of the term loan facility included the following:

- The Company must maintain maximum debt to equity ratio of 0.6 times at all times; and
- Security coverage to be maintained at minimum of 2.0 times at all times.

The term loan facility bore interest at 2.0% above bank's base lending rate. The term loan has been fully repaid during the financial year.

- (ii) Tan Sri Lee Kim Tiong @ Lee Kim Yew granted to the Company a short term interest-free loan of RM84,451,795, of which RM75,000,000 was used to partially redeem RM150,000,000 3% to 8% Redeemable Secured Bonds, which were redeemed on 31 December, 2010.

The loan is interest-free and shall be repayable by 21 December, 2015.

- (iii) Syndicated facilities totalling RM50,000,000 granted to certain subsidiary for a tenure of 5 years, which consist of:

- term loan facility of RM25,000,000 from a financial institution ("TL1"); and
- term loan facility of RM25,000,000 secured by a standby letter of credit ("SBLC") of a licensed bank ("TL2").

On 30 September, 2011, a subsidiary company, Tindak Murni Sdn Bhd ("TMSB") obtained a drawdown of RM15,000,000 each from TL1 and TL2, respectively. Subsequently on 29 September, 2013, TMSB obtained the remaining drawdown of RM10,000,000 each from TL1 and TL2, respectively.

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28. BORROWINGS (cont'd)**(b) Term loans (cont'd)**

TL1 and TL2 are secured by the following:

(a) first and/or third party charge over landed properties of:

- (i) 8 lots of Country Heights Kajang Bungalow Lots held by a related company, Country Heights Sdn Bhd, with a carrying value of RM788,000 (2013: RM788,000) as disclosed in Note 22;
- (ii) 1 units (2013: 30 units) of Cyber Heights Villa (Phase 1) held by the Company, with a carrying value of RM288,000 (2013: RM8,437,000) as disclosed in Note 22;
- (iii) 15 lots of Mines Resort Bungalow Lots held by a related company, Walum Enterprise Sdn Bhd, with a carrying value of RM4,298,000 (2013: RM4,298,000) as disclosed in Note 22; and
- (iv) Mines Wellness Hotel belonging to a related company, Mines Wellness Hotel Berhad, with a carrying value of RM60,592,000 (2013: RM52,537,000) as disclosed in Notes 13,15 and 16.

(b) first party charge over the land(s) and/or properties to be purchased using proceeds derived from the facilities;

(c) assignment over all rental proceeds from the 24 units of Cyber Heights Villa (Phase 1) held by certain subsidiary;

(d) assignment over the proceeds account;

(e) third party assignment over the proceeds derived from the sales of identified properties located in the MINES and Kolej Heights Utara; and

(f) irrevocable and unconditional guarantee provided by the Company.

TL2 is also secured by fixed deposits, including principal and interest of RM101,000 (2013: RM98,000), as disclosed in Note 23.

TL1 bears interest at 2.65% per annum above the effective cost of fund of the bank, while TL2 bears interest at 0.35% plus the bank's effective cost of fund per annum.

SBLC fee is 2.4% flat per annum calculated based on the amount of the SBLC issued and the remaining outstanding amount. The SBLC fee shall be payable semi-annually in advance and shall not be refundable.

- (iv) A term loan facility of RM1,733,000 granted to a subsidiary, Golden Horse Palace Berhad, is secured by a first party charge over a property in London, England known as (Plot 4.03) Flat 41, Bezier Apartment, 91 City Road, London EC1Y 1AF held under Title Number NGL886853 as disclosed in Note 13.

Principal and interest are repayable by 180 equal monthly instalments of RM13,081 each commencing from 31 May, 2011 until 30 April, 2026.

The term loan facility bears interest at base lending rate less 2.0% on daily rest until full settlement of loan. The bank's base lending rate in 2014 is 6.60% (2013: 6.60%) per annum.

- (v) term loan facility of RM92,909,260 granted to a subsidiary, East Vision Leisure Group Sdn Bhd is secured by the following:

- Third party first legal charge over a leasehold land and building known as Malaysia International Exhibition & Convention Centre ("MIECC"), held under title HSD 59893, P.T. No 16721, Mukim of Petaling, District of Petaling, Selangor as disclosed in Notes 13 and 15; and
- Third party first charge over leasehold land and building known as Mines Waterfront Business Park ("MWBP"), held under title HSD 59887, P.T. No. 16715, Mukim of Petaling, District of Petaling, Selangor as disclosed in Notes 13, 14, 15 and 16(b).

28. BORROWINGS (cont'd)**(b) Term loans (cont'd)**

MIECC and MWBP are collectively referred to as the "Pledged Assets".

- Assignment by East Vision Leisure Group Sdn Bhd ("EVL") and/or its subsidiaries of all proceeds of the proposed disposal of the Pledged Assets. The proceeds from the disposal of the Pledged Assets shall be applied towards redemption of the facility;
- Assignment by Mines Waterfront Business Park Sdn Bhd, a wholly owned subsidiary of EVL, of all rental income from MWBP; and
- Fresh corporate guarantee by the Company for RM92,909,260.

The term loan shall be repayable within 18 months from the first drawdown on 16 December, 2011 and interest shall be repaid every quarter commencing from 16 December, 2011. Subsequently, the term loan has been extended to 16 March, 2015.

The term loan facility bears interest at cost of fund plus 2% on daily rest until full settlement of loan.

(vi) A term loan facility of RM15,000,000 granted to a subsidiary, Mega Palm Sdn Bhd ("MPSB") is secured by the following:

- 1st party legal charge for RM25,000,000 over a parcel of residential land with a total land area of 54,211 square metres (583,522 square feet) held under title no. GRN 72272 Lot 65630 located within Country Heights Damansara ("subject property"), Mukim of Batu, District of Kuala Lumpur, State of Wilayah Persekutuan Kuala Lumpur ("the Charge") as disclosed in Note 13;
- A corporate guarantee for the principal sum of RM25,000,000 together with interest thereon to be executed by Country Heights Berhad;

(vii) A term loan facility of RM15,000,000 granted to a subsidiary, Golden Horse Palace Bhd ("GHPB"), is secured by the following:

- First party first legal charge over 20 units of Country Villas located at Country Heights, Kajang held in the Mukim of Kajang in the District of Hulu Langat in the State of Selangor as disclosed in Note 13;
- First party second legal charge over land and building known as Palace of The Golden Horses ("PGH") held under PT 16713, HS(D) 59885 Mukim and District of Petaling, State of Selangor as disclosed in Notes 13 and 15;
- Debenture incorporating first fixed and floating charges over all the assets of GHPB, both movable and immovable;
- An assignment over GHPB's all rights, interest and benefits under:
 - (a) All agreements in relation to the refurbishment works of PGH ("project");
 - (b) Insurance policies in respect of the project; and
 - (c) Debt service reserve account/project account (if any).
- Deed of subordination created by the Company in favour of the bank in respect of all advances made to GHPB in a form of substance satisfactory to the bank;
- Letter of undertaking from the Company to provide cash injection to cover cost-overrun during construction/refurbishment period and/or cash flow deficit during operational period; and
- Corporate guarantee by the Company.

The term loan shall be repayable within 72 months including grace period of 12 months, from the first disbursement on 16 November, 2013. The term loan bears interest fixed at 4.60% per annum.

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28. BORROWINGS (cont'd)**(b) Term loans (cont'd)**

(viii) A bridging loan facility of RM11,000,000 granted to a subsidiary, College Heights Utara Sdn Bhd ("CHUSB"), is secured by the following:

- Third party second legal charge over the Security Land, i.e HS(D) 16989 - HS(D) 17161 PT1097 - PT1269, HS(D) 17180 - HS(D) 17183 PT1352 - PT1355, HS(D) 17190 PT1365, Mukim of Bandar Darul Aman and GM 240 Lot 503, Mukim of Bukit Tinggi Daerah Kubang Pasu, Kedah as disclosed in Note 16(a);
- Specific debenture with Power of Attorney to deal with the project known as Belleza Garden Homes Phase 2A and the Security Land;
- Power of Attorney to deal with the Project and the Security Land including future developments, with steps in rights; and
- Corporate guarantee by the Company.

The bridging loan shall be repayable within 36 months from the first disbursement on 9 October, 2014 and principal repayment by way of redemption of sold units fixed at 30% of the units selling price.

The bridging loan shall bear interest at cost of fund plus 1.5% on monthly rest until the full settlement of loan.

(ix) A bridging loan facility of RM29,000,000 granted to TMSB is secured by the following:

- First party first legal charge over the project land, i.e. HSD 34517 PT 48507, Mukim Dengkil, Daerah Sepang, Selangor as disclosed in Note 16(b);
- Specific debenture with power of attorney over the project known as Mansion Park and the project land;
- Power of Attorney to deal with the project and the project land including future developments, with step in rights; and
- Corporate guarantee by the Company.

The bridging loan shall be repayable within 36 months from the first disbursement on 28 November, 2014 and principal repayment by way of redemption settlement of sold units fixed at 40% for first 24 units, 35% for next 24 units, and 30% for last 24 units.

The bridging loan bears interest at cost of fund plus 1.0% on monthly rest until the full settlement loan.

(c) Revolving credits

		Group	
	Note	2014 RM'000	2013 RM'000
Short-term			
Unsecured:			
RM15,000,000 facility	(i)	5,400	7,800
RM30,000,000 (restructured) facility	(ii)	-	3,200
		5,400	11,000

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28. BORROWINGS (cont'd)

(c) Revolving credits (cont'd)

(i) The unsecured revolving credit facility of RM15,000,000 granted to a subsidiary, Country Heights Sdn Bhd, has the following guarantees and pledges:

- Negative pledge over the assets of Country Heights Sdn Bhd, except for certain bungalow lots adjacent to the existing development undertaken by the Group in Kajang; and
- A corporate guarantee of RM15,000,000 (2013: RM15,000,000) provided by the Company.

The revolving credit facility bears interest at 2.5% (2013: 2.5%) above cost of fund. The short-term revolving credit is repayable on demand.

(ii) The unsecured revolving credit (restructured) facility of RM30,000,000 granted to Country Heights Sdn Bhd had a corporate guarantee and indemnity of RM30,000,000 (2013: RM30,000,000) provided by the Company:

- Lien-holders' caveat over the title of 78 units (2013: 78 units) of bungalow lots located at Nilai, Pajam, Negeri Sembilan with a carrying value of RM9,883,000 (2013: RM9,883,000) as disclosed in Note 22; and
- Lien-holder's caveat over the clubhouse held under H.S.(D) 22918, lot 24731, PT No.14143, Mukim Kajang, District of Ulu Langat with a carrying value of RM9,815,000 (2013: RM9,948,000) as disclosed in Notes 13 and 16.

The revolving credit facility bore interest at 2.5% (2013: 2.5%) above cost of fund. The revolving credit has been fully repaid during the financial year.

29. HIRE-PURCHASE AND FINANCE LEASE PAYABLES

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Minimum lease payments:					
Not later than 1 year		321	302	72	72
Later than 1 year but not later than 2 years		340	238	36	72
Later than 2 years but not later than 5 years		181	351	-	35
Later than 5 years		-	100	-	-
		842	991	108	179
Less: Future finance charges		(75)	(107)	(4)	(10)
Present value of finance lease liabilities		767	884	104	169
Present value of finance lease liabilities:					
Not later than 1 year		290	262	69	65
Later than 1 year but not later than 2 years		221	211	35	68
Later than 2 years but not later than 5 years		199	317	-	36
Later than 5 years		57	94	-	-
		767	884	104	169
Analysed as:					
Due within 12 months	28	290	262	69	65
Due after 12 months	28	477	622	35	104
		767	884	104	169

The hire-purchase and finance lease payables bear interest at rates ranging from 2.20% to 4.95% (2013: 2.20% to 4.95%) per annum.

The Group's and the Company's hire-purchase and finance lease payables were secured by the charge over the assets under hire-purchase and finance lease.

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30. DEFERRED INCOME

Deferred income represent the deferred portion of membership fees of a timeshare scheme operated by the Group which is recognised over the membership period of the scheme.

31. OTHER PAYABLES

Other payables represent loans that are granted by members of a golf club operated by the Group. The loans are unsecured, interest-free and repayable at the earlier of 25 years from registration as member or upon members' resignation from the golf and country club.

32. DEFERRED TAX LIABILITIES/(ASSETS)

The following is the deferred tax balances in statements of financial position:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Deferred tax assets	(3,685)	(4,546)	-	-
Deferred tax liabilities	79,321	80,386	44	44
	75,636	75,840	44	44

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
At beginning of year		75,840	76,100	44	26
(Credit)/Charge to profit or loss for the year:					
Investment properties		-	(305)	-	-
Revaluation surplus		(856)	(991)	-	-
Land held for property development		(209)	(421)	-	-
Property development costs		854	1,412	-	-
Unused tax losses		-	33	-	-
Unabsorbed capital allowances		-	(17)	-	18
Others		-	(6)	-	-
	9	(211)	(295)	-	18
Credit to other comprehensive loss:					
Exchange differences		7	35	-	-
At end of year		75,636	75,840	44	44

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32. DEFERRED TAX LIABILITIES/(ASSETS) (cont'd)

Deferred tax (assets)/liabilities provided in the financial statements are in respect of the tax effects of the following:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Deferred tax assets				
Temporary differences arising from:				
Property development costs	(3,449)	(4,333)	-	-
Others	(172)	(172)	-	-
Unused tax losses	(64)	(41)	-	-
	(3,685)	(4,546)	-	-
Deferred tax liabilities				
Temporary differences arising from:				
Investment properties	73	73	-	-
Revaluation surplus	78,100	78,956	-	-
Land held for property development	1,028	1,237	-	-
Unabsorbed capital allowances	120	120	44	44
	79,321	80,386	44	44

As mentioned in Note 3, the tax effects of deductible temporary differences, unused tax losses and unused tax credits which would give rise to deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. As of 31 December, 2014, the estimated unused tax losses, unabsorbed capital allowances and unabsorbed investment tax allowances, the tax effects of which are not recognised in the financial statements due to uncertainty of their realisation, is as follows:

	Group	
	2014 RM'000	2013 RM'000
Unused tax losses	143,812	140,666
Unabsorbed capital allowances	140,624	153,080
Unabsorbed investment tax allowances	141,207	141,207
	425,643	434,953

The unused tax losses, unabsorbed capital allowances and unabsorbed investment tax allowances are subject to the agreement of the tax authorities.

The unused tax losses and unabsorbed capital allowances of the Group are available indefinitely for offsetting against future taxable profits of the respective subsidiaries, subject to no substantial changes in shareholdings of the respective subsidiaries under the Income Tax Act, 1967 and guidelines issued by the tax authorities.

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33. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Trade payables					
Third parties	(a)	18,415	22,059	-	-
Due to companies in which certain directors have interest		2,375	1,755	-	-
Retentions		7,485	5,554	-	-
Trade accruals		6,555	6,719	-	-
		34,830	36,087	-	-
Other payables					
Amount due to subsidiaries	(b)	-	-	220,222	136,249
Accruals		20,005	18,788	995	1,040
Sundry payables		20,511	39,052	373	360
Deposits received		11,044	7,099	-	-
Provision for tax penalty		11,381	11,558	-	-
Provision for liquidated ascertained damages		100	151	-	-
Due to companies in which certain directors have interest	(c)	17,391	17,289	11,716	11,701
		80,432	93,937	233,306	149,350
		115,262	130,024	233,306	149,350

(a) The normal credit terms granted to the Group range from 30 to 45 days (2013: 30 to 45 days).

(b) The amounts due to subsidiaries are unsecured, non-interest bearing and are repayable on demand.

(c) Included in amounts due to companies in which certain directors have interest are:

- (i) Cash payment portion of the purchase consideration amounting to RM11,214,000 (2013: RM11,214,000) constituting a tax retention sum payable by the Company directly to the Inland Revenue Board pursuant to the terms of acquisition of various property and leisure related interests and assets from companies in which Tan Sri Lee Kim Tiong @ Lee Kim Yew, a director of the Company, has controlling interest;
- (ii) An amount of RM590,000 (2013: RM590,000) due to Tan Sri Lee Kim Tiong @ Lee Kim Yew and Puan Sri Tan Bee Hong, spouse of a director of the Company, Tan Sri Lee Kim Tiong @ Lee Kim Yew.

These amounts are unsecured, non-interest bearing and repayable on demand.

34. COMMITMENTS

	Group	
	2014 RM'000	2013 RM'000
Capital commitments:		
Approved and contracted for	276	19,087
Approved but not contracted for	-	51,218
	276	70,305

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35. CONTINGENT LIABILITIES

	Company	
	2014 RM'000	2013 RM'000
Secured:		
Corporate guarantees and letters of undertaking given to financial institutions in respect of borrowing facilities granted to subsidiaries, the amount of which is utilised by the subsidiaries	143,154	144,958

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Unsecured:				
Corporate guarantees and letters of undertaking given to financial institutions in respect of borrowing facilities granted to subsidiaries, the amount of which is utilised by the subsidiaries	-	-	5,400	18,200
Lawsuit by Government of Malaysia in relation to real property gains tax for the year of assessment 1993, 1998 & 1999*	13,215	13,215	11,403	11,403
Bank guarantees given to suppliers for the purpose of hotel utilities	1,153	1,055	-	-
Bank guarantees given to related parties for the purpose of utilities	630	560	-	-
	14,998	14,830	16,803	29,603
	14,998	14,830	159,957	174,561

* The contingent liability arises from the following lawsuits against the Company and one of the subsidiaries of the Company:

On 10 February, 2010, the Government of Malaysia ("Plaintiff") filed a claim against the Company for real property gains tax for the Year of Assessment 1993, 1998, 1999 amounting to the sum of RM22,617,000 together with interest at 8% thereon. The Plaintiff had on 23 February, 2010 served the summons on the Company and the Company had on 23 February, 2010 filed the memorandum of appearance vide its Solicitors to dispute the said claim. The Solicitors had also filed a defence on 18 March, 2010. As disclosed in Note 33(c)(i), the Company has tax retention sum of RM11,214,000 which is payable by the Company directly to the Inland Revenue Board, as such, the Company is contingently liable for RM11,403,000.

By a summons dated 20 January, 2010, the Government of Malaysia ("Plaintiff") filed a claim against a subsidiary company, Timbang Makmur Sdn Bhd ("TMSB") for the sum of RM1,812,217 together with interest at 8% thereon in relation to unpaid real property gains tax for the year of assessment 1998 for the acquisition of 500,000 shares in Mines Wonderland Sdn Bhd. Solicitors for TMSB filed the Memorandum of Appearance on 1 April, 2010 and the Statement of Defence was filed on 14 April, 2010. Subsequently TMSB's solicitors filed the application to strike out the summons on 25 May, 2010. The court had on 24 May, 2013 dismissed TMSB's application with costs. The Plaintiff subsequently filed a Summary Judgement application and on 7 November, 2014, the court dismissed the application with costs. The next case management was fixed on 16 January, 2014 but was subsequently changed to 27 February, 2014 then to 7 April, 2014, and trial on 9 and 10 June, 2014. The Court on 18 February, 2015 allowed the Plaintiff's claim of RM 1,812,217 which interest of 5% to be calculated from the date of the judgement till realization. TMSB will be filing an Appeal to the Court of Appeal against the decision and will be applying for a stay of the execution.

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

36. SIGNIFICANT RELATED PARTY TRANSACTIONS

(a) In addition to the transactions disclosed in the financial statements, the Group and the Company has the following transactions with related parties during the financial year which were determined based on negotiations as agreed with the following related parties:

(i) Transactions with companies in which a director of the Company, Tan Sri Lee Kim Tiong @ Lee Kim Yew, has controlling interests:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Consultation fees	2,862	-	-	-
Insurance expenses	1,079	1,119	46	43
Rental expenses	667	542	-	-
Rental income	(117)	(202)	-	-

(ii) Transactions with subsidiaries

	Company	
	2014 RM'000	2013 RM'000
Management fees receivable from subsidiaries	(10,827)	(6,743)
Dividend received from subsidiaries, net of tax	-	(9,000)
Rental of premises payable to a subsidiary	1,174	862

(b) Compensation of key management personnel

The remuneration of directors and other members of key management during the financial year are as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Salaries and other emoluments	1,976	1,458	506	416
Pension costs - defined contribution plans	246	205	64	50
Director fees	209	98	107	98
Bonuses	-	127	-	-
	2,431	1,888	677	564

Included in the total compensation of key management personnel are:

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Directors' remuneration	11	2,431	1,888	677	564

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

37. FINANCIAL INSTRUMENTS**Financial Risk Management Objectives and Policies**

The Group's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's business whilst managing its capital risk, interest rate risk, foreign exchange risk, liquidity risk and credit risk. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative transactions.

Capital Risk Management

The Group manages its capital to ensure that the entities in the Group will be able to continue as a going-concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Group consists of net debt (borrowings offset by cash and bank balances as detailed in Notes 28 and 23, respectively) and equity of the Group (comprising issued share capital, other reserves, retained earnings and non-controlling interests as detailed in Notes 24 to 27).

The Board of Directors reviews the capital structure of the Group on a regular basis. As part of the review, the Board of Directors considers the cost of capital and risk associated with each class of capital. The net gearing ratio at the end of the reporting period is as follows:

	Note	Group		Company	
		2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Borrowings	28	207,583	234,428	53,337	76,255
Cash and bank balances	23	(47,547)	(40,277)	(68)	(46)
Net debt		160,036	194,151	53,269	76,209
Equity		853,450	816,931	410,251	413,286
Net debt to equity ratio		18.8%	23.8%	13.0%	18.4%

Categories of financial instruments

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Financial Assets				
Available-for-sale financial assets	2,922	2,660	718	718
Loans and receivables:				
Trade receivables – non-current	12,093	19,285	-	-
Trade and other receivables	113,794	83,493	66,022	7,750
Cash and bank balances	47,547	40,277	68	46
	176,356	145,715	66,808	8,514
Financial Liabilities				
Amortised cost:				
Borrowings	207,583	234,428	53,337	76,255
Other payables – non-current	3,131	3,235	-	-
Trade and other payables	77,221	92,808	232,311	148,310
	287,935	330,471	285,648	224,565

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

37. FINANCIAL INSTRUMENTS (cont'd)**Significant accounting policies**

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the bases of measurement, and the bases for recognition of income and expenses) for each class of financial assets, financial liabilities and equity instruments are disclosed in Note 3.

Interest Rate Risk Management

The Group's and the Company's primary interest risk relates to interest-bearing borrowings which are principally denominated in RM. The Group and the Company have no substantial long-term interest bearing assets as of 31 December, 2014. The investments in financial assets are mainly short-term in nature of which a portion is placed in fixed deposits.

The Group and the Company manage their interest rate exposure by maintaining a mix of fixed and floating rate borrowings. The Group and the Company review their debt portfolio, taking into account the investment holding period and nature of their assets. This strategy allows the Group and the Company to capitalise on lower cost funding in a low interest rate environment and achieve a certain level of protection against rate hikes.

Interest rate sensitivity analysis

The Group's and the Company's exposures to interest rates on financial liabilities are detailed below. The sensitivity analysis below has been determined based on the exposure to interest rates for financial liabilities at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liabilities at the end of the reporting period will remain unchanged for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher or lower and all other variables were held constant, the Group's and the Company's profit for the year would decrease or increase by as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Floating rate liabilities				
Bank overdrafts	52	8	-	-
Term loans	688	836	-	113
Revolving credits	27	55	-	-
	767	899	-	113

Foreign Exchange Risk Management

The Group has operations in South Africa and is exposed to foreign exchange of the South African Rand. Foreign currency denominated assets and liabilities together with expected cash flows from probable purchases and sales give rise to foreign exchange exposures.

There is minimal foreign exchange exposure as the transactional currencies are the functional currencies of the operating entities.

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

37. FINANCIAL INSTRUMENTS (cont'd)**Credit Risk Management**

Credit risks or the risk of counterparties defaulting, are controlled by the application of credit approvals, limits and monitoring procedures. Credit risks are minimised and monitored by limiting the Group's and the Company's associations to business partners with high creditworthiness. The Group's and the Company's exposures and the credit ratings of their counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the senior management on a case-by-case basis.

Trade receivables consist of a large number of customers, spread across diverse industries. The Group and the Company do not have significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics except for the following:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Amount owing by companies in which certain directors have interest:				
Trade receivables	575	735	-	-
Other receivables	3,912	4,145	88	65
	4,487	4,880	88	65
Amount owing by subsidiaries	-	-	65,881	7,657
	4,487	4,880	65,969	7,722
Total receivables	122,187	99,666	66,006	7,736
% over total receivables	3.7%	4.9%	99.9%	99.8%

The Group defines counterparties as having similar characteristics if they are related entities. In the opinion of the Board, the concentration of credit risk is minimal as the Group and the Company also owe to the abovementioned companies at the end of the reporting period, as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Amount due to companies in which certain directors have interest:				
Trade payables	2,375	1,755	-	-
Other payables	17,391	17,289	11,716	11,701
	19,766	19,044	11,716	11,701
Amount due to subsidiaries	-	-	220,222	136,249
	19,766	19,044	231,938	147,950

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

37. FINANCIAL INSTRUMENTS (cont'd)**Liquidity Risk Management**

The Group and the Company manage their debt maturity profile, operating cash flows and the availability of funding so as to ensure that refinancing, repayment and funding needs are met. As part of its overall liquidity management, the Group and the Company maintain sufficient levels of cash or cash convertible investments to meet their working capital requirements. In addition, the Group and the Company strive to maintain available banking facilities at a reasonable level to their overall debt position. As far as possible, the Group and the Company raise committed funding from both capital markets and financial institutions and balance their portfolio with some short-term funding so as to achieve overall cost effectiveness.

The table below summarises the maturity profile of the Group's and the Company's liabilities at the end of the reporting period based on contractual undiscounted repayment obligations.

	Contractual interest rate %	Less than 3 months RM'000	2014 3 to 12 months RM'000	More than 12 months RM'000	Total RM'000
Group					
Financial liabilities					
Non-interest bearing:					
Trade and other payables	-	77,221	-	-	77,221
Term loans	-	-	53,233	-	53,233
Long-term liabilities	-	-	-	3,131	3,131
		77,221	53,233	3,131	133,585
Interest bearing:					
Term loans	5.72%	97,751	17,666	29,620	145,037
Revolving credits	7.5%	-	5,435	-	5,435
Hire-purchase and finance lease payables	2.2%-4.9%	80	241	521	842
Bank overdrafts	7.1%	10,493	-	-	10,493
		108,324	23,342	30,141	161,807
Total financial liabilities		185,545	76,575	33,272	295,392
Company					
Financial liabilities					
Non-interest bearing:					
Trade and other payables	-	232,311	-	-	232,311
Term loans	-	-	53,233	-	53,233
		232,311	53,233	-	285,544
Interest bearing:					
Hire-purchase and finance lease payables	2.2%-4.9%	18	54	36	108
		18	54	36	108
Total financial liabilities		232,329	53,287	36	285,652

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

37. FINANCIAL INSTRUMENTS (cont'd)

Liquidity Risk Management (cont'd)

	Contractual interest rate %	2013			Total RM'000
		Less than 3 months RM'000	3 to 12 months RM'000	More than 12 months RM'000	
Group					
Financial liabilities					
Non-interest bearing:					
Trade and other payables	-	92,808	-	-	92,808
Term loans	-	-	53,586	-	53,586
Long-term liabilities	-	-	-	3,235	3,235
		92,808	53,586	3,235	149,629
Interest bearing:					
Term loans	6.43%	5,116	138,366	33,625	177,107
Revolving credits	6.89%	1,322	10,354	-	11,676
Hire-purchase and finance lease payables	2.2%-4.95%	51	251	689	991
Bank overdrafts	8.35%	-	1,694	-	1,694
		6,489	150,665	34,314	191,468
Total financial liabilities		99,297	204,251	37,549	341,097
Company					
Financial liabilities					
Non-interest bearing:					
Trade and other payables	-	148,310	-	-	148,310
Term loans	-	-	53,586	-	53,586
		148,310	53,586	-	201,896
Interest bearing:					
Term loans	8.6%	4,200	18,300	-	22,500
Hire-purchase and finance lease payables	2.2% - 3.46%	12	60	107	179
		4,212	18,360	107	22,679
Total financial liabilities		152,522	71,946	107	224,575

Fair Values

The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

38. SEGMENT INFORMATION

Information reported to the Executive Director, being the Group's chief operating decision maker for the purpose of resource allocation and assessment of segment performance is based on the following reportable and operating segments identified under FRS 8 :

- (i) Property development
- (ii) Property investment
- (iii) Hospitality and health

The accounting policies of the operating segments are the same as the Group's accounting policy described in Note 3.

(a) Business Segments

	Property Development RM'000	Property Investment RM'000	Hospitality & Health RM'000	Others RM'000	Elimination RM'000	Total Operations RM'000
2014						
Revenue						
External sales	180,689	23,976	69,101	1,831	(432)	275,165
Inter-segment sales	717	4,326	14,717	10,827	(30,587)	-
Total revenue	181,406	28,302	83,818	12,658	(31,019)	275,165
Results						
Segment results	62,296	5,819	(1,643)	(1,816)	(1,884)	62,772
Profit from operations						62,772
Finance costs						(11,074)
Share of results of associate						136
Profit before tax						51,834
Income tax expense						(14,505)
Profit for the year						37,329
Assets						
Segment assets	513,447	273,111	554,150	2,571	-	1,343,279
Tax recoverable	666	-	-	3,713	(43)	4,336
Deferred tax assets	3,685	-	-	-	-	3,685
Investment in an associate	-	-	-	227	-	227
Consolidated total assets						1,351,527
Liabilities						
Segment liabilities	127,942	91,712	78,378	67,950	-	365,982
Deferred tax liabilities	2,820	27,601	48,856	44	-	79,321
Tax payables	52,281	1,111	-	-	(618)	52,774
Consolidated total liabilities						498,077
Other Information						
Capital expenditure	59	215	3,350	38	-	3,662
Depreciation/Amortisation	550	3,533	10,268	260	-	14,611
Allowance for doubtful debts	416	341	2,753	-	-	3,510
Bad debts written back	-	-	(646)	-	-	(646)
Allowance for impairment losses on available-for-sale financial assets	-	8	-	-	-	8
Allowance for impairment losses no longer required on investment	(270)	-	-	-	-	(270)
Allowance for doubtful debts no longer required	-	-	(230)	-	-	(230)

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

38. SEGMENT INFORMATION (cont'd)

(a) Business Segments (cont'd)

	Property Development RM'000	Property Investment RM'000	Hospitality & Health RM'000	Others RM'000	Elimination RM'000	Total Operations RM'000
2013						
Revenue						
External sales	146,800	21,302	91,864	2,863	-	262,829
Inter-segment sales	1,267	1,939	18,622	18,743	(40,571)	-
Total revenue	148,067	23,241	110,486	21,606	(40,571)	262,829
Results						
Segment results	55,620	3,492	3,965	13,173	(10,882)	65,368
Profit from operations						65,368
Finance costs						(15,971)
Share of results of associate						91
Share of results of joint venture						(174)
Profit before tax						49,314
Income tax expense						(14,202)
Profit for the year						35,112
Assets						
Segment assets	457,236	337,802	555,429	2,615	-	1,353,082
Tax recoverable	572	4	1	3,848	-	4,425
Deferred tax assets	4,546	-	-	-	-	4,546
Investment in an associate	-	-	-	91	-	91
Investment in a joint venture	-	-	-	91	-	91
Consolidated total assets						1,362,235
Liabilities						
Segment liabilities	140,798	101,667	74,968	88,517	-	405,950
Deferred tax liabilities	2,995	27,959	49,388	44	-	80,386
Tax payables	58,082	1,057	139	-	(310)	58,968
Consolidated total liabilities						545,304
Other Information						
Capital expenditure	198	1,071	4,718	659	-	6,646
Depreciation/Amortisation	599	3,695	10,223	447	-	14,964
Allowance for doubtful debts	562	353	5,588	-	-	6,503
Bad debts written off	125	5	6,974	-	-	7,104
Allowance for impairment losses on available-for-sale financial assets	-	6	-	-	-	6
Allowance for impairment losses no longer required on available-for-sale financial assets	(480)	-	-	-	-	(480)
Allowance for doubtful debts no longer required	(84)	(140)	(259)	-	-	(483)

NOTES TO THE
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER, 2014

38. SEGMENT INFORMATION (cont'd)**(b) Geographical Information**

Although the Group's four major business segments are managed internationally, its operations are conducted in two principal geographical areas. In Malaysia, the Group's areas of operation are principally property development, property investment, hospitality and health and others. The Group also operates in South Africa, principally in golf estate ownership and operation of a boat club.

	Total Revenue From External Customers RM'000	Segment Assets RM'000	Capital Expenditure RM'000
2014			
Malaysia	271,226	1,333,199	3,654
South Africa	3,939	10,080	8
	<hr/> 275,165	<hr/> 1,343,279	<hr/> 3,662
2013			
Malaysia	255,628	1,341,009	6,645
South Africa	7,201	12,073	1
	<hr/> 262,829	<hr/> 1,353,082	<hr/> 6,646

SUPPLEMENTARY
INFORMATION

DISCLOSURE ON REALISED AND UNREALISED PROFITS OR LOSSES

On 25 March, 2010, Bursa Malaysia Securities Berhad (“Bursa Malaysia”) issued a directive to all listed issuers pursuant to Paragraphs 2.06 and 2.23 of the Bursa Securities Main Market Listing Requirements which requires all listed issuers to disclose the breakdown of the retained earnings or accumulated losses as of the end of the reporting period, into realised and unrealised profits or losses.

On 20 December, 2010, Bursa Malaysia further issued guidance on the disclosure and the prescribed format of disclosure.

The breakdown of the retained earnings of the Group and of the Company as of the end of the reporting period into realised and unrealised profits or losses pursuant to the directive is as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
The share of retained earnings of the Company and its subsidiaries:				
Realised	540,574	502,523	58,391	61,280
Unrealised	(82,598)	(79,843)	-	-
	457,976	422,680	58,391	61,280
Total share of retained earnings from associate:				
Realised	186	50	-	-
	458,162	422,730	58,391	61,280
Total share of retained earnings from joint venture:				
Realised	-	(209)	-	-
	458,162	422,521	58,391	61,280
Less: Consolidation adjustments	(110,455)	(114,529)	-	-
Total retained earnings as per statements of financial position	347,707	307,992	58,391	61,280

The determination of realised and unrealised profits or losses is based on 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 on 20 December, 2010. A charge or credit to profit or loss of a legal entity is deemed realised when it resulted from the consumption of resource of all types and form, regardless of whether it is consumed in the ordinary course of business or otherwise. A resource may be consumed through sale or use. Where a credit or a charge to profit or loss upon initial recognition or subsequent measurement of an asset or a liability is not attributed to consumption of resource, such credit or charge should not be deemed as realised until the consumption of resource could be demonstrated.

This supplementary information have been made solely for complying with the disclosure requirements as stipulated in the directive of Bursa Malaysia Securities Berhad and is not made for any other purposes.

STATEMENT BY
DIRECTORS

The directors of **COUNTRY HEIGHTS HOLDINGS BERHAD** state that, in their opinion, the accompanying financial statements are drawn up in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December, 2014 and of the financial performance and the cash flows of the Group and of the Company for the year ended on that date.

The supplementary information set out on pages 156 of the Financial Statements, which is not part of the financial statements, is prepared in all material respects, 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 and the directive of Bursa Malaysia Securities Berhad.

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

**GEN. TAN SRI (DR) MOHAMED
HASHIM BIN MOHD ALI (RTD)**

LEE CHENG WEN

Kuala Lumpur
22 April, 2015

DECLARATION BY THE OFFICER PRIMARILY
**RESPONSIBLE FOR THE FINANCIAL
MANAGEMENT OF THE COMPANY**

I, **CHAN MUN WAH**, being the officer primarily responsible for the financial management of **COUNTRY HEIGHTS HOLDINGS BERHAD**, do solemnly and sincerely declare that the accompanying financial statements of the Group and of the Company are, in my opinion, 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.

CHAN MUN WAH

Subscribed and solemnly declared by the
abovenamed **CHAN MUN WAH** at **KUALA
LUMPUR** in Federal Territory, on this
22nd day of April, 2015.

Before me,

**W350 SHAFIE B.DAUD
COMMISSIONER FOR OATHS
Kuala Lumpur**

ANALYSIS OF
SHAREHOLDINGS

AS AT 30 APRIL 2015

Authorised Share Capital	:	RM5,050,000,000 divided into 5,050,000,000 ordinary shares of RM1.00 each
Paid-up Share Capital	:	275,607,403 ordinary shares of RM1.00 each (excluding the Treasury Shares of 100,000)
Class of Share	:	Ordinary Share of RM1.00 each
Voting Rights	:	One Vote per Ordinary Share

Distribution of Shareholders

Size of Shareholdings	No. of Shareholders	%	No. of Shares Held	%
Less than 100	111	2.10	1,759	0.00
100 - 1,000	1,645	31.14	1,494,739	0.54
1,001 - 10,000	3,019	57.16	10,800,831	3.92
10,001 - 100,000	439	8.31	12,336,470	4.48
100,001 to less than 5% of issued shares	61	1.16	55,532,914	20.15
5% and above of issued shares	7	0.13	195,440,690	70.91
Total	5,282	100.00	275,607,403	100.00

Substantial Shareholders

No	Name of Shareholders	Direct	%	No. of Shares		%
				Indirect	%	
1	Tan Sri Lee Kim Tiong @ Lee Kim Yew	89,600,000	32.51	75,595,731 ⁽¹⁾	27.43	
2	Golden Touch Venture Sdn Bhd	39,425,000	14.30	-	-	
3	Country Heights International Sdn Bhd	20,288,900	7.36	-	-	
4	Joint Win Investment Limited	16,939,300	6.15	-	-	
5	Lee Cheng Wen	14,978,831	5.44	150,216,900 ⁽²⁾	54.50	
6	Lim Wee Hang	14,787,490	5.37	-	-	

Statement of Directors' Shareholdings

No.	Name of Directors	Direct	%	No. of Shares		%
				Indirect	%	
1	General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd)	1,480,842	0.54	-	-	
2	Tan Sri Lee Kim Tiong @ Lee Kim Yew	89,600,000	32.51	75,595,731 ⁽¹⁾	27.43	
3	Lee Cheng Wen	14,978,831	5.44	150,216,900 ⁽²⁾	54.50	
4	Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock	16,000	0.01	-	-	
5	Nik Hassan Bin Nik Mohd Amin	-	-	-	-	
6	Chew Chong Eu	-	-	-	-	

Note :

- (1) Deemed interested by virtue of his substantial interests in Golden Touch Venture Sdn Bhd and Country Heights International Sdn Bhd, and his spouse's and child's interests in CHHB pursuant to Section 6A of the Act
- (2) Deemed interested by virtue of her father, Tan Sri Lee Kim Tiong @ Lee Kim Yew, who is a major shareholder of the Company

LIST OF THIRTY LARGEST
SECURITIES ACCOUNTS HOLDERS

AS AT 30 APRIL 2015

Name of Shareholders	No. of Shares	Percentage
1. Lee Kim Tiong @ Lee Kim Yew	89,021,169	32.30
2. UOBM Nominees (Tempatan) Sdn Bhd <i>Golden Touch Asset Management Sdn Bhd for Golden Touch Venture Sdn Bhd</i>	23,675,000	8.59
3. Country Heights International Sdn Bhd	20,288,900	7.36
4. Joint Win Investments Limited	16,939,300	6.15
5. Golden Touch Venture Sdn Bhd	15,750,000	5.72
6. Lee Cheng Wen	14,978,831	5.44
7. Affin Hwang Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Lim Wee Hang</i>	14,787,490	5.37
8. Kensington Group Management Limited	13,724,000	4.98
9. Lim Chow Sen @ Lim Chow Soon	9,090,910	3.30
10. CIMSEC Nominees (Tempatan) Sdn Bhd <i>CIMB Bank for Siva Kumar a/l M Jeyapalan</i>	8,000,000	2.90
11. CIMSEC Nominees (Tempatan) Sdn Bhd <i>CIMB Bank for Siva Kumar a/l M Jeyapalan</i>	3,385,600	1.23
12. CIMSEC Nominees (Tempatan) Sdn Bhd <i>CIMB Bank for Lim Wee Chai</i>	3,000,000	1.09
13. Sim Teck Seng	2,000,000	0.73
14. CIMSEC Nominees (Tempatan) Sdn Bhd <i>CIMB Bank for Sharon A/P S I Josop</i>	1,000,000	0.36
15. Affin Hwang Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Bee Garden Holdings Sdn Bhd</i>	900,000	0.33
16. Teo Kwee Hock	875,400	0.32
17. Mohamed Hashim Bin Mohd Ali (Gen Rtd Tan Sri)	811,200	0.29
18. Citigroup Nominess (Tempatan) Sdn Bhd <i>Pledged securities account for Tan Kian Aik</i>	699,900	0.25
19. Mohamed Hashim Bin Mohd Ali (Gen Rtd Tan Sri)	669,642	0.24
20. AllianGroup Nominess (Tempatan) Sdn Bhd <i>Pledged securities account for Tan Kian Chuan</i>	580,600	0.21
21. UOBM Nominees (Tempatan) Sdn Bhd <i>Golden Touch Asset Management Sdn Bhd for Lee Kim Tiong @ Lee Kim Yew</i>	555,461	0.20
22. AllianceGroup Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Wong Hai Ong</i>	535,000	0.19
23. Anchor Point Sdn Bhd	480,000	0.17
24. Public Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Ng Faai @ Ng Yoke Pei</i>	478,400	0.17
25. Malpac Capital Sdn Bhd	468,500	0.17
26. Tan Eng Hock	446,400	0.16
27. CIMSEC Nominees (Tempatan) Sdn Bhd <i>CIMB Bank for Len Book Learn</i>	436,000	0.16
28. JF Apex Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Teo Siew Lai</i>	411,900	0.15
29. HLB Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Lim Ah Chuan</i>	333,000	0.12
30. Lim Hong Liang	312,200	0.11
Total	244,634,803	88.76
Total Issued Capital	275,607,403	

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

AS AT 31 DECEMBER, 2014

Title	Location/Address	No. of lots/ units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/ Acquisition Date
	Pioneer Project Country Heights 43000 Kajang Selangor Darul Ehsan	25	Freehold	Residential - bungalow land	11.39		2,023	7/13/87
HSD 20047 P.T. No. 12956 Mukim of Kajang District of Ulu Langat Selangor	Country Heights 43000 Kajang Selangor Darul Ehsan	1	Freehold	Kindergarten	1.55	26	1,600	6/15/93 *
HSD 20055 P.T. No. 12964 Mukim of Kajang District of Ulu Langat Selangor	Country Heights 43000 Kajang Selangor Darul Ehsan	1	Freehold	Institutional Land		2,500	2/27/08 *	
HSD 20283 P.T. No. 13194 Mukim of Kajang District of Ulu Langat Selangor	Country Heights 43000 Kajang Selangor Darul Ehsan	1	Freehold	Kindergarten Land		1,300	2/27/08 *	
HSD 24917 P.T. No. 20431 Mukim of Kajang District of Ulu Langat Selangor	Country Heights 43000 Kajang Selangor Darul Ehsan	1	Freehold	Kindergarten Land		540	2/27/08 *	
Lot 37653 HM 122934 Bandar Country Heights District of Ulu Langat Selangor	Country Heights 43000 Kajang Selangor Darul Ehsan	1	Freehold	Convenience Centre, Banking Hall & Clubhouse	6.41	26	12,370	6/15/93 *
HSD 52968 P.T.No. 40835 Mukim of Kajang District of Ulu Langat Selangor	Limited Additions Country Heights 43000 Kajang Selangor Darul Ehsan	1	Freehold	Residential - bungalow land	0.38		199	4/21/89
Pajakan Negeri 7212 No. Lot 24732 HSD 22919 P.T.No. 14194 Mukim of Kajang District of Ulu Langat Selangor	W.T.C. Country Villas Country Heights 43000 Kajang Selangor Darul Ehsan	4 villas 11 villas	Leasehold (expiring 12.11.2088)	Villas - P1: completed - P2: completed (unsold units retained for rental purposes)	0.99	21	731	8/24/88
						18	1,994	8/24/88
Pajakan Negeri 7211 No. Lot 24731 HSD 22918 P.T.No. 14193 Mukim of Kajang District of Ulu Langat Selangor	W.T.C. Country Villas Country Heights 43000 Kajang Selangor Darul Ehsan	1	Leasehold (expiring 12.11.2088)	Clubhouse & Tennis Courts	12.28	20	11,008	8/24/88
HSD 232191 P.T. No. 852 Mukim of Petaling District of Petaling Selangor	The Mines Resort City	1	Leasehold (expiring 4.6.2105)	Proposed Condo	1.69		1,135	6/15/93 *

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

AS AT 31 DECEMBER, 2014

Title	Location/Address	No. of lots/ units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/ Acquisition Date
PN 11297 Lot 1591 Mukim of Petaling District of Petaling Selangor	The Mines Resort City	31	Leasehold (expiring 1.12.2107)	Residential - bungalow land	7.70		8,429	6/15/93 *
	College Valley Industrial Park	61	Freehold	Industrial land	4.60		2,429	3/31/95
Lot 27 HSD 105214 P.T. No. 12274 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.18	18	28,054	6/1/94
Lot 28 HSD 104395 P.T. No. 12273 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.18	18		6/1/94
Lot 397 HSD 104778 P.T. No. 12656 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.23	18		6/1/94
Lot 890 HSD 105017 P.T. No. 12895 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.23	18		6/1/94
Lot 963 HSD 105344 P.T. No. 13222 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.17	18		6/1/94
Lot 972 HSD 105335 P.T. No. 13213 Mukim of Setul District of Seremban	College Heights Garden Resort)	1	Freehold	Bungalow	0.16	18		6/1/94
Lot 973 HSD 105241 P.T. No. 13212 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.17	18		6/1/94
Lot 1038 HSD 105294 P.T. No. 13173 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.19	18		6/1/94
Lot 1323 HSD 105606 P.T. No. 13485 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.18	7		6/1/94
Lot 1324 HSD 105607 P.T. No. 13486 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.17	7		
Lot 1325 HSD 105608 P.T. No. 13487 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.17	7		

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

AS AT 31 DECEMBER, 2014

Title	Location/Address	No. of lots/units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/Acquisition Date
Lot 1327 HSD 105610 P.T. No. 13489 Mukim of Setul District of Seremban	College Heights Garden Resort	1	Freehold	Bungalow	0.19	7	9,671	6/1/94
	College Heights Garden Resort	7	Freehold	Bungalow	5.19	18		
	College Heights Garden Resort	194	Freehold	Residential - bungalow land	42.35			
	College Heights Garden Resort	7	Freehold	2-storey shop-office	0.41	13		
	College Heights Garden Resort	27	Freehold	3-storey shop-office	1.17	13		
Lot 23560 HM 132798 Mukim of Setul District of Seremban	College Heights Garden Resort	225	Freehold	Low cost flat/shop	22.08	11	8,097	6/1/94
	College Heights Garden Resort	7	Freehold	Institutional land	80.17		12,324	6/1/94
	College Heights Garden Resort	2	Freehold	EQ/Clubhouse land	14.56			
	College Heights Garden Resort	154	Freehold	Commercial Development	12.87		2,630	6/1/94
	College Heights Garden Resort	2	Freehold	Residential future	4.13		1,789	6/1/94
	College Heights Garden Resort	4	Freehold	Hotel, Medical, Petrol Station & Gerai	5.58			
Lot 8217 PM 336 Mukim of Setul District of Seremban Negeri Sembilan	College Heights Garden Resort	1	Leasehold (Expiring 08/12/2093)	Agriculture Land	2.00		1,521	8/6/01
	College Heights Garden Resort	1	Leasehold (Expiring 23/08/2095)	Agriculture Land	1.91			
	College Heights Garden Resort	1	Leasehold (Expiring 23/08/2095)	Agriculture Land	1.47			
CT 8095 - 8098 Lot 4129 - 4132 Mukim of Setul District of Seremban Negeri Sembilan	College Heights Garden Resort	90	Freehold	Residential - bungalow land	13.48		5,644	3/1/95

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

AS AT 31 DECEMBER, 2014

Title	Location/Address	No. of lots/ units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/ Acquisition Date
PN 17796 (formerly HSD 10483) Lot 1284 (formerly Lot 1115) Pekan Teluk Kemang District of Port Dickson Negeri Sembilan	Ocean Wave Water Theme Park		Leasehold (expiring 18.12.2089)	Theme Park & service apartments	3.83	9	8,247	2/27/90
Lot 7938 HM 37650 PT No. 2712 Mukim of Setul District of Seremban Negeri Sembilan	Lot 162, Staffield Country Resort	1	Freehold	Residential - bungalow land	0.21		181	8/23/95
Lot No.15 section 11 Gunung Penrissen Padawan Kuching, Pangkalan Ampat Land District of Sarawak	Borneo Heights	58	Leasehold 198 years	Residential - bungalow land)	28.83	}	47,279	9/20/94
				Future Development	4,803.92			9/20/94
	The Hornbill Golf & Jungle Club			Golf Course & Golf Hotel	162.60	14	29,928	6/27/00
Lot 4 (Lot 4756) Geran No. 44342 Lot 7 Geran No. 7062 Lot 6534 Geran No. 25870 Lot 1818 HM 1820 Lot 1962 HM 1819 Lot 503 HM 614 Lot 1710 HM 1833 Lot 11 HM 1672 Jenan, Kedah	Jenan Estate, Kubang Pasu, Kedah	257	Freehold	Bungalow Lots	41.52		14,002	11/8/95
		7	Freehold	Bungalow House	1.64		4,069	
		5	Freehold	Commercial Lots	6.32		1,193	11/8/95
		20	Freehold	Super Linked House	0.89		6,206	
		1	Freehold	Future Development	185.10		3,114	
		48	Freehold	Shop Office	2.10		2,781	
		1	Freehold	Club House	6.48	10	8,305	
HSD 34515 P.T. No. 48505 Mukim Dengkil 01 Daerah Sepang Selangor	Cyber Heights	1	Freehold	Cyber Heights Villas	0.04	10	393	2/11/99
		10	Freehold	Cyber Residency	0.35		3,023	2/11/99
		128	Freehold	Proposed Mixed Development (Duplex)	1.65		7,134	2/11/99
HSD 34516 P.T. No. 48506 Mukim Dengkil 01 Daerah Sepang Selangor	Cyber Heights	1	Freehold	Proposed Mixed Development (488 Condo + 45 Double Storey)	9.27		7,199	2/11/99
HSD 34517 P.T. No. 48507 Mukim Dengkil 01 Daerah Sepang Selangor	Cyber Heights	72	Freehold	Signature Villa - Mansion Park	8.63		20,140	2/11/99

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

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Title	Location/Address	No. of lots/ units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/ Acquisition Date
HSD 220869 P.T. No. 27695 Mukim Dengkil 01 Daerah Sepang Selangor	Cyber Heights	1	Freehold	Club House	3.66	10	7,116	2/11/99
		1		Future Development	3.59		1,808	2/11/99
Geran No. 37112 Lot 826 1 Mukim of Batu District of Kuala Lumpur 52000 Kuala Lumpur	CH Damansara	1	Freehold Freehold	Bungalow House Cluster Bungalow	0.25 13.40	6 6	6,025 41,618	11/14/00
Lot 8242 HM 34157 Mukim of Durian Tunggal District of Alor Gajah Melaka	Melaka Land	1	Leasehold (expiring 21.4.2103)	Future Mixed Development	62.02		10,419	4/14/04
Lot 1578 HSD 91910 Pekan Baru Sungai Besi District of Petaling Selangor	Golf View Apartments	1	Leasehold (expiring 20.3.2091)	Recreational	11.86		25,999	9/25/98
HSD 59885 P.T. No. 16713 Mukim of Petaling District of Petaling Selangor	Palace of the Golden Horses The Mines Resort City	1	Leasehold (expiring 20.3.2091)	Hotel	13.80	17	371,729	5/20/04 *
HSD 59892 P.T. No. 16720 Mukim of Petaling District of Petaling Selangor	Mines Welness Hotel	1	Leasehold (expiring 20.3.2091)	Hotel	9.25	22	52,273	2/29/08 *
HSD 59893 P.T. No. 16721 Mukim of Petaling District of Petaling Selangor	Malaysia International Exhibition & Convention Centre (MIECC)	1	Leasehold (expiring 20.3.2091)	Exhibition Centre	6.74	17	191,660	7/1/03 *
HSD 59887 P.T. No. 16715 Mukim of Petaling District of Petaling Selangor	Mines Waterfront Business Park	1	Leasehold (expiring 20.3.2091)	Commercial Building	6.30	17	59,830	2/29/08 *
				Proposed commercial building	5.75		58,012	
HSD 59888 P.T. No. 16716 Mukim of Petaling District of Petaling Selangor	Fisherman's Wharf	1	Leasehold (expiring 20.3.2091)	Recreational	1.77		13,423	9/25/98
HSD 59890 P.T. No. 16718 Mukim of Petaling District of Petaling Selangor	Mines Resort City Lake	1	Leasehold (expiring 20.3.2091)	Recreational	153.40			9/25/98

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

AS AT 31 DECEMBER, 2014

Title	Location/Address	No. of lots/ units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/ Acquisition Date
Pajakan Negeri 7212 No Lot 24732 HSD 22919 P.T.No. 14194 Mukim of Kajang District of Ulu Langat Selangor	Country Villas Country Heights 43000 Kajang Selangor Darul Ehsan	20 villas	Leasehold (expiring 12.11.2088)	Palace Vacation Club	28.66	19	3,600	3/1/10
HSD 2500 P.T. No 2129 Mukim of Ulu Telom District of Cameron Highlands Pahang Darul Makmur	Equatorial Hill Resort Cameron Highland	4	Freehold	Apartments	0.79	17	738	11/12/01
HSD 2500 P.T. No 2129 Mukim of Ulu Telom District of Cameron Highlands Pahang Darul Makmur	Equatorial Hill Resort Cameron Highland	6	Freehold	Apartments	0.86	3	1,159	11/12/01
HSM 9-93 P.T. NO. 249 Mukim of Padang Matairat District of Langkawi Langkawi, Kedah Darul Aman	Perdana Beach Resort Mukim Padang Matairat Langkawi	4	Freehold	Apartments	0.09	15	792	5/21/02
NGL886853 City Road London	Bezier Apartment London	1	Leasehold	Apartments	0.01	2	2,122	4/28/11
Erf 910	Extension 11 482 JQ North West Province South Africa	1	Freehold	Corporate Lodge	0.13	14	558	12/31/99
Erf 470	Extension 13 482 JQ North West Province South Africa	1	Freehold	Boat Clubhouse	8.37	16	82	6/1/03
Portion 124	Extension 13 482 JQ North West Province South Africa	1	Freehold	Boat Club Marina	9.87			6/1/03
Erf 1083	Extension 10 482 JQ North West Province South Africa	1	Freehold	Clubhouse	3.93	16	8,702	6/1/03
Erf 876	Extension 12 482 JQ North West Province South Africa	1	Freehold	Golf course	18.03			6/1/03
Erf 877	Extension 12 482 JQ North West Province South Africa	1	Freehold	Golf course	176.65			6/1/03

LIST OF LANDED PROPERTIES
HELD BY THE GROUP

AS AT 31 DECEMBER, 2014

Title	Location/Address	No. of lots/ units	Tenure	Existing Use	Land Area (Acres)	Approximate Age of Building (Years)	2014 Net Book Value (RM'000)	Revaluation*/ Acquisition Date
Erf 1084	Extension 10 482 JQ North West Province South Africa	1	Freehold	Recreation facilities	5.86	16	8,702	6/1/03
Erf 1205	Extension 14 482 JQ North West Province South Africa	1	Freehold	Public Open Space	0.29			6/1/03
Erf 1269	Extension 16 482 JQ North West Province South Africa	1	Freehold	Parking	0.52			6/1/03
Portion 73	Extension 17 482 JQ North West Province South Africa	1	Freehold	None	10.74		553	6/1/03
Remaining extent of portion 77	Extension 17 482 JQ North West Province South Africa	1	Freehold	None	17.66			6/1/03
Erf 1259	Extension 16 482 JQ North West Province South Africa	1	Freehold	None	0.27		390	6/1/03
					6,094.48		1,137,788	

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-First Annual General Meeting of Country Heights Holdings Berhad will be held at Unity Room, Lower Ground Level, Palace of the Golden Horses, Jalan Kuda Emas, Mines Wellness City, 43300 Seri Kembangan, Selangor Darul Ehsan on Wednesday, 17 June 2015 at 11.00 a.m. to transact the following business:-

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2014 and the Reports of the Directors and Auditors thereon.
2. To approve the payment of Directors' fees in respect of the financial year ended 31 December 2014. *(Resolution 1)*
3. To re-elect Tan Sri Lee Kim Tiong @ Lee Kim Yew as Director of the Company who is retiring pursuant to Article 102 of the Company's Articles of Association, and being eligible, has offered himself for re-election. *(Resolution 2)*
4. To consider and if thought fit, to pass the following resolution to re-appoint General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) as Director of the Company who is retiring pursuant to Section 129 of the Companies Act, 1965:-

"THAT pursuant to Section 129 of the Companies Act, 1965, General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) who has attained the age of 70 years be and is hereby re-appointed as Director of the Company and to hold office until the conclusion of the next Annual General Meeting."
(Resolution 3)
5. To consider and if thought fit, to pass the following resolution to re-appoint Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock as Director of the Company who is retiring pursuant to Section 129 of the Companies Act, 1965:-

"THAT pursuant to Section 129 of the Companies Act, 1965, Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock who has attained the age of 70 years be and is hereby re-appointed as Director of the Company and to hold office until the conclusion of the next Annual General Meeting."
(Resolution 4)
6. To re-appoint Messrs. Deloitte as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *(Resolution 5)*

As Special Business

To consider and if thought fit, with or without any modification, to pass the following Ordinary Resolutions:-

7. Authority to Issue Shares Pursuant to Section 132D of the Companies Act, 1965

"THAT pursuant to Section 132D of the Companies Act, 1965 and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to allot and issue shares from the unissued share capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued 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 6)

NOTICE OF ANNUAL GENERAL MEETING

8. Proposed Renewal of General Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

“THAT subject always to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries to enter into and to give effect to the Recurrent Related Party Transactions of a Revenue or Trading Nature with the Related Parties as specified in Section 3.1 of the Circular to Shareholders dated 22 May 2015 (“Circular”) provided always that:-

- i. the transactions are necessary for the day-to-day operations of the Group;
- ii. the transactions are in the ordinary course of business and are on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and the transactions are undertaken at arm’s length basis and are not detrimental to the minority shareholders of the Company; and
- iii. disclosure is made in the Annual Report of the breakdown of the aggregate value of transactions conducted pursuant to the Shareholders’ Mandate during the financial year;

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 said AGM whereby 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 143(1) of the Companies Act, 1965 (“the Act”) (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is earlier.

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

(Resolution 7)

9. Proposed Renewal of Authority for the Purchase of its Own Shares by the Company

“THAT subject always to the Companies Act, 1965 (“the Act”), the provisions of the Memorandum and Articles of Association of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental and/or regulatory authorities, the Company be and is hereby authorised to purchase such amount of ordinary shares of RM1.00 each in the Company (“Proposed Share Buy-Back”) as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-

- i. the aggregate number of shares purchased does not exceed ten per centum (10%) of the total issued and paid-up ordinary share capital of the Company for the time being quoted on Bursa Securities;
- ii. the maximum funds to be allocated by the Company for the purpose of purchasing its shares shall not exceed the total retained earnings and share premium reserves of the Company at the time of the purchase(s); and
- iii. at the discretion of the Directors of the Company, the shares of the Company to be purchased are proposed to be cancelled and/or retained as treasury shares and may be distributed as dividends or resold on Bursa Securities or subsequently cancelled.

NOTICE OF
ANNUAL GENERAL MEETING

AND THAT such authority shall commence immediately upon passing of this ordinary resolution until:

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the general meeting at which this resolution was passed at which time the authority shall lapse unless by ordinary resolution passed at a general meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (c) revoked or varied by ordinary resolution of the shareholders of the Company at a general meeting;

whichever is earlier.

AND FURTHER THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary and/or enter into any and all agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time to implement or to effect the purchase of its own shares.”

(Resolution 8)

10. Retention of General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) as Independent Non-Executive Director

“THAT subject to the passing of Ordinary Resolution 3, authority be and is hereby given to General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd), who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting in accordance with the Malaysian Code of Corporate Governance 2012.”

(Resolution 9)

11. Retention of Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock as Independent Non-Executive Director

“THAT subject to the passing of Ordinary Resolution 4, authority be and is hereby given to Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting in accordance with the Malaysian Code of Corporate Governance 2012.”

(Resolution 10)

12. To transact any other business of which due notice shall have been given.

By Order of the Board

WONG SOOK PING
(MAICSA 0761491)
Company Secretary

Seri Kembangan, Selangor Darul Ehsan
22 May 2015

NOTICE OF
ANNUAL GENERAL MEETING**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy.
2. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy, and the provisions of Section 149(1)(a) of the Companies Act, 1965 shall not apply. A proxy shall have the same rights as a member to speak at the general meeting.
3. If no name is inserted in the space for the name of the proxy, the Chairman of the meeting will act as the proxy.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.
5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. Only members registered in the Record of Depositors as at 11 June 2015 shall be eligible to attend the Thirty-First Annual General Meeting or appoint proxies to attend and vote on his or her behalf.
7. The duly completed and signed Proxy Form must be deposited at the Registered Office of the Company at 8th Floor, Block A, Mines Waterfront Business Park, No. 3, Jalan Tasik, Mines Wellness City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof. The lodging of the Proxy Form will not preclude the member from attending and voting in person at the meeting should the member subsequently wish to do so.

NOTICE OF
ANNUAL GENERAL MEETING**Explanatory Notes:**

1. The audited financial statements are for discussion only under Agenda 1, as it does not require shareholders' approval under the provisions of Section 169(1) and (3) of the Companies Act, 1965. Hence, it will not be put for voting.
2. The proposed Ordinary Resolution 6 is to renew the authority granted by the shareholders of the Company at the Thirtieth Annual General Meeting ("AGM") held on 20 June 2014. The proposed mandate, if passed, will empower the Directors of the Company, from the date of this AGM, the authority to allot and issue shares in the capital of the Company up to an aggregate amount not exceeding 10% of the issued capital of the Company. This is to avoid any delay and cost involved in the convening of further general meetings to obtain shareholders' approval for such an issue of shares. This authority, unless revoked or varied at a general meeting, will expire at the next AGM.

The purpose and utilisation of the proceeds could only be determined if the Board of Directors decides to allot the shares.

The Board of Directors did not issue any shares pursuant to the mandate obtained at the Thirtieth AGM held on 20 June 2014.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s).

3. The proposed Ordinary Resolution 7, if passed, will allow the Company and/or its subsidiaries to enter into the Recurrent Related Party Transactions of a Revenue or Trading Nature in the ordinary course of its business as set out in the Circular to Shareholders dated 22 May 2015 with the Related Parties mentioned therein which are necessary for the Group's day-to-day operations. The Shareholders' Mandate is subject to renewal on an annual basis.
4. The proposed Ordinary Resolution 8, if passed, will empower the Directors of the Company to purchase the Company's shares of up to ten per centum (10%) of the issued and paid-up share capital of the Company for the time being quoted on Bursa Securities by utilising the funds allocated which shall not exceed the total retained profits and share premium of the Company. This authority unless revoked or varied at a general meeting, will expire at the next AGM of the Company.
5. The proposed Ordinary Resolution 9, if passed, will allow General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) to be retained and to continue to act as Independent Non-Executive Director to fulfill the requirements of Paragraph 15.02 of the Main Market Listing Requirements of Bursa Securities. Details of the Board's justification and recommendation for the retention of General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) as Independent Non-Executive Director are set out in the Statement on Corporate Governance in the Annual Report 2014 on page 66.
6. The proposed Ordinary Resolution 10, if passed, will allow Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock to be retained and to continue to act as Independent Non-Executive Director to fulfill the requirements of Paragraph 15.02 of the Main Market Listing Requirements of Bursa Securities. Details of the Board's justification and recommendation for the retention of Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock as Independent Non-Executive Director are set out in the Statement on Corporate Governance in the Annual Report 2014 on page 66.

STATEMENT ACCOMPANYING
NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27 (2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

Details of Directors standing for re-election/re-appointment are as follows:

The Directors who are standing for re-election/re-appointment at the Thirty-First Annual General Meeting are as follows:-

General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd)
Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock
Tan Sri Lee Kim Tiong @ Lee Kim Yew

The details of the above Directors and their interest in the securities of the Company are set out on pages 8 to 13 and 158 of the Annual Report.



Country Heights Holdings Berhad
(119416-K)

PROXY FORM

No. of ordinary shares held

*I / We _____ NRIC No./Passport No./Company No. _____
of _____

being a member/members of Country Heights Holdings Berhad (119416-K) hereby appoint:-

Proxy	Name and NRIC/Passport No.	Address	Proportion of Shareholdings	
			No. of Shares	%
1				
2				

or failing him, the Chairman of the Meeting as *my/our proxy to attend and vote for *me/us on *my/our behalf at the Thirty-First Annual General Meeting of the Company to be held at Unity Room, Lower Ground Level, Palace of the Golden Horses, Jalan Kuda Emas, Mines Wellness City, 43300 Seri Kembangan, Selangor Darul Ehsan on Wednesday, 17 June 2015 at 11.00 a.m., and any adjournment thereof.

Please indicate with an "X" in the spaces provided, how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at *his/her discretion.

No.	Agenda			
1.	To receive the Audited Financial Statements for the financial year ended 31 December 2014 and the Reports of the Directors and Auditors thereon			
		Ordinary Resolution	For	Against
2.	To approve the payment of Directors' fees	1		
3.	To re-elect Tan Sri Lee Kim Tiong @ Lee Kim Yew as Director	2		
4.	To re-appoint General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) as Director	3		
5.	To re-appoint Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock as Director	4		
6.	To re-appoint Messrs. Deloitte as Auditors and to authorise the Directors to fix their remuneration	5		
Special Business				
7.	To authorise the issue of shares pursuant to Section 132D of the Companies Act, 1965	6		
8.	To approve the Proposed Renewal of General Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature	7		
9.	To approve the Proposed Renewal of Authority for the Purchase of its Own Shares by the Company	8		
10.	To authorise General Tan Sri (Dr) Mohamed Hashim Bin Mohd Ali (Rtd) to continue in office as Independent Non-Executive Director	9		
11.	To authorise Academician Tan Sri Emeritus Professor Datuk Dr Ong Soon Hock to continue in office as Independent Non-Executive Director	10		

* Strike out whichever not applicable

Signed this _____ day of _____, 2015. Signature/Common Seal of Shareholder _____

Notes:

- A member entitled to attend and vote at the meeting is entitled to appoint two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy.
- Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy, and the provisions of Section 149(1)(a) of the Companies Act, 1965 shall not apply. A proxy shall have the same rights as a member to speak at the general meeting.
- If no name is inserted in the space for the name of the proxy, the Chairman of the meeting will act as the proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- Only members registered in the Record of Depositors as at 11 June 2015 shall be eligible to attend the Thirty-First Annual General Meeting or appoint proxies to attend and vote on his or her behalf.
- The duly completed and signed Proxy Form must be deposited at the Registered Office of the Company at 8th Floor, Block A, Mines Waterfront Business Park, No. 3, Jalan Tasik, Mines Wellness City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof. The lodging of the Proxy Form will not preclude the member from attending and voting in person at the meeting should the member subsequently wish to do so.

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AFFIX
STAMP

The Company Secretary
Country Heights Holdings Berhad
8th Floor, Block A
Mines Waterfront Business Park
No. 3, Jalan Tasik, Mines Wellness City
43300 Seri Kembangan, Selangor Darul Ehsan

First fold here

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绿野集团



MINES WATERFRONT SUITES

MINES WATERFRONT BUSINESS PARK



MIECC mines exhibition centre



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COUNTRY VILLAS The Ultimate Haven For Country Living

THE MINES BUNGALOW LOTS Fine Living At The Mines

Belleza GARDEN HOMES



CYBER RESIDENCY the epitome of privacy at Cyberjaya



COUNTRY HEIGHTS DAMANSARA A little Forest in Kuala Lumpur



MINES REGULATORY MANAGEMENT GROUP



PECANWOOD ESTATE HOMEOWNERS ASSOCIATION



KOLEJ HEIGHTS UTARA KUBANG PASU A Paradise For Country-Style Living

CYBER HEIGHTS VILLA IN AN INTELLIGENT CITY, CYBERJAYA

SAWTELLE SUITES CYBERJAYA



MINES WELLNESS HOTEL

LAKEVIEW RESIDENCY @ Cyber Heights Villa



Country Heights Holdings Berhad (119416-K)
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