SYNERGY CARDS SDN. BHD. (684518-T)

(Incorporated in Malaysia)

REPORTS AND FINANCIAL STATEMENTS 31 DECEMBER 2013

(Incorporated in Malaysia)

REPORTS AND FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

CONTENTS	Page
DIRECTORS' REPORT	1 –4
FINANCIAL STATEMENTS	
STATEMENT OF FINANCIAL POSITION	5
STATEMENT OF COMPREHENSIVE INCOME	6
STATEMENT OF CHANGES IN EQUITY	7
STATEMENT OF CASH FLOWS	8 – 9
NOTES TO THE FINANCIAL STATEMENTS	10 – 44
STATEMENT BY DIRECTORS	45
STATUTORY DECLARATION	46
INDEPENDENT AUDITORS' REPORT	47 – 48

(Incorporated in Malaysia)

DIRECTORS' REPORT

The Directors hereby submit their report together with the audited financial statements of the Company for the financial year ended 31 December 2013.

PRINCIPAL ACTIVITIES

The Company is principally engaged in the provision of designated payment instruments and products.

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

RESULTS

RM

Net loss for the financial year

3,718,183

DIVIDENDS

No dividends was paid or declared by the Company since the end of the previous financial year. The Directors do not recommend the payment of any dividends in respect of the financial year ended 31 December 2013.

RESERVES AND PROVISIONS

All material transfers to or from reserves or provisions during the financial year have been disclosed in the financial statements.

BAD AND DOUBTFUL DEBTS

Before the statement of comprehensive income and statement of financial position of the Company were made out, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and had satisfied themselves that all known bad debts had been written off and adequate allowance had been made for doubtful debts.

At the date of this report, the Directors are not aware of any circumstances that would render the amount written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Company inadequate to any substantial extent.

CURRENT ASSETS

Before the statement of comprehensive income and statement of financial position of the Company were made out, the Directors took reasonable steps to ensure that any current assets, other than debts, which were unlikely to be realised in the ordinary course of business, their values as shown in the accounting records of the Company had been written down to an amount that they might be expected to be realised.

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

VALUATION METHODS

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

CONTINGENT AND OTHER LIABILITIES

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

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

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

CHANGE OF CIRCUMSTANCES

At the date of this report, the Directors are not aware of any circumstances, not otherwise dealt with in this report or the financial statements of the Company that would render any amount stated in the financial statements misleading.

ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Company for the financial year were not, in the opinion of the Directors, substantially affected by any item, transaction or event of a material and unusual nature.

No item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Company for the financial year in which this report is made.

ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company did not issue any shares or debentures.

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS

The names of the Directors of the Company in office since the date of the last report and at the date of this report are:

Dato' Abdul Murad bin Khalid Wong Joon Hian

DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings kept by the Company under Section 134 of the Companies Act, 1965, none of the Directors who held office at the end of the financial year have any interest in the shares of the Company.

Pursuant to Section 134(3) of the Companies Act, 1965, the interest of the Directors in the securities of the related corporations are disclosed in the Directors' report of the immediate holding company, Advance Synergy Capital Sdn Bhd ("ASC").

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest other than remuneration received by certain Directors as directors/executives of the holding company and related corporations.

Neither during nor at the end of the financial year was the Company a party to any arrangement, whose object was to enable the Directors to acquire benefits by means of the acquisition of ordinary shares in, or debentures of, the Company or any other body corporate.

HOLDING COMPANIES

The Directors regard ASC and Advance Synergy Berhad ("ASB"), all of which are incorporated in Malaysia as the immediate holding company and ultimate holding company respectively. The ultimate holding company is listed on the Main Market of Bursa Malaysia Securities Berhad.

AUDITORS

The auditors, Messrs Baker Tilly Monteiro Heng, have expressed their willingness to continue in office.

DATO' ABDUL MURAD BIN KHALID

Director

Shwong

WONG JOON HIAN

Director

Selangor Darul Ehsan 22 April 2014

(Incorporated in Malaysia)

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2013

	Note	2013 RM	2012 RM
	Note	KW	KIVI
ASSETS			
Non-current assets			
Property, plant and equipment	5	2,842,917	3,567,705
Total non-current assets	-	2,842,917	3,567,705
Current assets			
Inventories	6	11,350	-
Trade and other receivables	7	5,465,778	5,754,670
Cash and bank balances and short			
term deposits	8 [3,767,680	2,488,034
Total current assets	_	9,244,808	8,242,704
TOTAL ASSETS	_	12,087,725	11,810,409
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Share capital	9	36,000,000	36,000,000
Accumulated losses		(33,742,269)	(30,024,086)
Total equity	-	2,257,731	5,975,914
Current liabilities			
Trade and other payables	10	9,829,994	5,834,495
Total current liabilities	Ļ	9,829,994	5,834,495
Total liabilities	_	9,829,994	5,834,495
TOTAL EQUITY AND LIABILITIES	_	12,087,725	11,810,409

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

(Incorporated in Malaysia)

STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

		2013	2012
	Note	RM	RM
Revenue	11	4,945,009	3,967,625
Cost of sales	12	(4,116,102)	(3,457,516)
Gross profit	_	828,907	510,109
Other income		23,514	2,266,653
Administrative expenses		(4,570,604)	(3,923,133)
Operating loss	13	(3,718,183)	(1,146,371)
Finance costs		-	-
Loss before tax	_	(3,718,183)	(1,146,371)
Income tax expense	14	-	-
Net loss for the financial year	_	(3,718,183)	(1,146,371)
Other comprehensive income	_	<u>-</u>	
Total comprehensive loss	_		
for the financial year		(3,718,183)	(1,146,371)

(Incorporated in Malaysia)

STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

	Non-distributable			
	Share	Accumulated		
	Capital	Losses	Total	
	RM	RM	RM	
At 1 January 2012	5,000,000	(28,877,715)	(23,877,715)	
Total comprehensive loss for the financial year	-	(1,146,371)	(1,146,371)	
Transaction with owner:				
Issue of new ordinary shares	31,000,000	-	31,000,000	
Total transaction with owner	31,000,000	-	31,000,000	
At 31 December 2012	36,000,000	(30,024,086)	5,975,914	
Total comprehensive loss for the financial year	-	(3,718,183)	(3,718,183)	
At 31 December 2013	36,000,000	(33,742,269)	2,257,731	

(Incorporated in Malaysia)

STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

	2013 RM	2012 RM
CASH FLOWS FROM OPERATING ACTIVITIES:		
Loss before tax	(3,718,183)	(1,146,371)
Adjustment for:		
Allowance for impairment	35,538	391,541
Chargeback written off	1,883	-
Depreciation	897,562	734,406
Unrealised (gain)/loss on foreign currency exchange	(22,330)	11,874
Written back for accrued dividend on RNCPS	-	(2,266,653)
Operating loss before working capital changes	(2,805,530)	(2,275,203)
Changes in Working Capital:		
Inventories	(11,350)	90,942
Trade and other receivables	255,671	(1,406,595)
Trade and other payables	305,788	(2,295,596)
Net cash used in operating activities	(2,255,421)	(5,886,452)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Acquisition of property, plant and equipment	(172,774)	(4,105,496)
Net cash (used in)/generated from investing activities	(172,774)	(4,105,496)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Advances from/(repayment to) related companies	5,143,813	(15,496,872)
Proceeds from issue of shares	-	31,000,000
(Repayment to)/ advances from holding companies	(1,458,302)	1,475,298
Repayment of borrowings	-	(8,000,000)
Written back for accrued dividend on RNCPS		2,266,653
Net cash generated from/(used in) financing activities	3,685,511	11,245,079
Effects of exchange rate changes	22,330	(11,874)

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

(Incorporated in Malaysia)

STATEMENT OF CASH FLOWS (Continued) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

	2013	2012
	RM	RM
NET CHANGE IN CASH AND CASH		
EQUIVALENTS	1,279,646	1,241,257
CASH AND CASH EQUIVALENTS AT THE		
BEGINNING OF THE FINANCIAL YEAR	2,488,034	1,246,777
CASH AND CASH EQUIVALENTS AT THE		
END OF THE FINANCIAL YEAR	3,767,680	2,488,034
ANALYSIS OF CASH AND CASH EQUIVALENTS:		_
Cash and bank balances	2,139,371	1,382,087
Fixed deposits placed with licensed banks	1,628,309	1,105,947
Cash and bank balances	3,767,680	2,488,034
Less: Fixed deposits pledged with licensed banks	(1,628,309)	(1,105,947)
	2,139,371	1,382,087

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS

1. GENERAL INFORMATION

The Company is principally engaged in the provision of designated payment instruments and products. There have been no significant changes in the nature of these activities during the financial year.

The Company is a private limited liability company, incorporated and domiciled in Malaysia.

The registered office of the Company is located at Level 3, East Wing, Wisma Synergy, No. 72, Pesiaran Jubli Perak, Seksyen 22, 40000 Shah Alam, Selangor Darul Ehsan.

The principal place of business of the Company is located at Level 2, East Wing, Wisma Synergy, No 72, Pesiaran Jubli Perak, Seksyen 22, 40000 Shah Alam, Selangor Darul Ehsan.

The financial statements are expressed in Ringgit Malaysia ("RM").

The financial statements were approved and authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 22 April 2014.

2. FUNDAMENTAL ACCOUNTING CONCEPTS

The financial statements of the Company have been prepared on the assumption that the Company will continue as a going concern. The application of the going concern basis is based on the assumption that the Company will be able to realise its assets and liquidate its liabilities in the normal course of business.

During the financial year, the Company incurred a net loss of RM3,718,183. As at 31 December 2013, the Company's current liabilities exceeded its current assets by RM585,186, thereby indicating the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern.

The ability of the Company to continue as a going concern will be dependent on the continuous support from its immediate holding company to provide adequate funds for the Company to meet its liabilities as and when they fall due. If these are not forthcoming, the Company may be unable to realise its assets and discharge its liabilities in the normal course of business.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Basis of Preparation

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

The financial statements of the Company have been prepared under the historical cost basis, except as disclosed in the significant accounting policies in Note 3.3 to the financial statements.

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

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4 to the financial statements.

3.2 New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Interpretations ("IC Int") and Amendments to IC Int

(a) Adoption of New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int

The Company had adopted the following new and revised MFRSs, amendments/improvements to MFRSs, new IC Int and amendments to IC Int that are mandatory for the current financial year:-

New MFRSs

MFRS 11 Joint Arrangements

MFRS 12 Disclosure of Interests in Other Entities

MFRS 13 Fair Value Measurement

Revised MFRSs

MFRS 119 Employee Benefits

MFRS 127 Separate Financial Statements

MFRS 128 Investments in Associates and Joint Ventures

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
- 3.2 New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)
 - (a) Adoption of New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)

Amendments/Improvements to MFRSs

MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards
MFRS 7	Financial Instruments: Disclosures
MFRS 10	Consolidated Financial Statements
MFRS 11	Joint Arrangements
MFRS 12	Disclosure of Interests in Other Entities
MFRS 101	Presentation of Financial Statements
MFRS 116	Property, Plant and Equipment
MFRS 132	Financial Instruments: Presentation
MFRS 134	Interim Financial Reporting

New IC Int

IC Int 20 Stripping Costs in the Production Phase of a Surface Mine

Amendments to IC Int

IC Int 2 Members' Shares in Co-operative Entities & Similar Instruments

The adoption of the above new and revised MFRSs, amendments/improvements to MFRSs, new IC Int and amendments to IC Int do not have any effect on the financial statements of the Company except for those as discussed below:-

MFRS 13 Fair Value Measurement

MFRS 13 defines fair value and sets out a framework for measuring fair value, and the disclosure requirements about fair value. This standard is intended to address the inconsistencies in the requirements for measuring fair value across different accounting standards. As defined in this standard, 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. As a result of the guidance in MFRS 13, the Company reassessed its policies for measuring fair values, in particular, its valuation inputs such as non-performance risk for fair values measurement of liabilities.

- 3.2 New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)
 - (a) Adoption of New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)

MFRS 13 Fair Value Measurement (Continued)

Application of MFRS13 has not materially impacted the fair value measurements of the Company. MFRS 13 requires more extensive disclosures. Additional disclosures where required, are provided in the individual notes relating to the assets and liabilities whose fair values were determined. Fair value hierarchy is provided in Note 16 to the financial statements.

The adoption of these amendments has no significant impact to the financial statements of the Company.

Amendments to MFRS 101 Presentation of Financial Statements

The amendments to MFRS 101 introduce a grouping of items presented in other comprehensive income. Items that will be reclassified to profit or loss at future point in time have to be presented separately from items that will not be reclassified.

These amendments also clarify the difference between voluntary additional comparative information and the minimum required comparative information. An entity must include comparative information in the related notes to the financial statements when it voluntarily provides comparative information beyond the minimum required comparative period. The amendments clarify that the opening statement of financial position presented as a result of retrospective restatement or reclassification of items in financial statements does not have to be accompanied by comparative information in the related notes. As a result, the Company has not included comparative information in respect of the opening statement of financial position as at 1 January 2013.

The amendments also introduce new terminology, whose use is not mandatory, for the statement of comprehensive income and income statement.

The above amendments affect presentation only and have no impact on the Company's financial position or performance.

3.2 New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)

(a) Adoption of New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)

Amendments to MFRS 7 Financial Instruments: Disclosures

Amendments to MFRS 7 address disclosures to include information that will enable users of an entity's financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with the entity's recognised financial assets and recognised financial liabilities, on the entity's financial position.

The adoption of these amendments has no significant impact to the financial statements of the Company.

Amendments to MFRS 116 Property, Plant and Equipment

Amendments to MFRS 116 clarify that items such as spare parts, stand-by equipment and servicing equipment are recognised as property, plant and equipment when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory.

The adoption of these amendments has no significant impact to the financial statements of the Company.

Amendments to MFRS 132 Financial Instruments: Presentation

Amendments to MFRS 132 clarify that income tax relating to distributions to holders of an equity instrument and to transaction costs of an equity transaction shall be accounted for in accordance with MFRS 112 Income Taxes.

The adoption of these amendments has no significant impact to the financial statements of the Company.

- 3.2 New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)
 - (b) New MFRS, Amendments/Improvements to MFRSs and New IC Int that are issued, but not yet effective and have not been early adopted

The Company has not adopted the following new MFRS, amendments/improvements to MFRSs and new IC Int that have been issued by the Malaysian Accounting Standards Board ("MASB") as at the date of authorisation of these financial statements but are not yet effective for the Company:-

		Effective for financial periods beginning on or after
New MFRS		
MFRS 9	Financial Instruments	To be announced
		by the MASB
Amendments	/Improvements to MFRSs	
MFRS 1	First-time Adoption of Malaysian Financial	1 July 2014
	Reporting Standards	•
MFRS 2	Share-based Payment	1 July 2014
MFRS 3	Business Combinations	1 July 2014
MFRS 7	Financial Instruments: Disclosures	Applies when
		MFRS 9 is applied
MFRS 8	Operating Segments	1 July 2014
MFRS 9	Financial Instruments	To be announced
		by the MASB
MFRS 10	Consolidated Financial Statements	1 January 2014
MFRS 12	Disclosure of Interests in Other Entities	1 January 2014
MFRS 13	Fair Value Measurement	1 July 2014
MFRS 116	Property, Plant and Equipment	1 July 2014
MFRS 119	Employee Benefits	1 July 2014
MFRS 124	Related Party Disclosures	1 July 2014
MFRS 127	Separate Financial Statements	1 January 2014
MFRS 132	Financial Instruments: Presentation	1 January 2014
MFRS 136	Impairment of Assets	1 January 2014
MFRS 138	Intangible Assets	1 July 2014
MFRS 139	Financial Instruments: Recognition and	1 January 2014
	Measurement	
MFRS 139	Financial Instruments: Recognition and	Applies when
	Measurement	MFRS 9 is applied
MFRS 140	Investment Property	1 July 2014
New IC Int		
IC Int 21	Levies	1 January 2014

3.2 New and Revised MFRSs, Amendments/Improvements to MFRSs, New IC Int and Amendments to IC Int (Continued)

(b) New MFRS, Amendments/Improvements to MFRSs and New IC Int that are issued, but not yet effective and have not been early adopted (Continued)

A brief discussion on the above significant new MFRS, amendments/improvements to MFRSs and new IC Int are summarised below. Due to the complexity of these new standards, the financial effects of their adoption are currently still being assessed by the Company.

MFRS 9 Financial Instruments

MFRS 9 specifies how an entity should classify and measure financial assets and financial liabilities.

This standard requires all financial assets to be classified based on how an entity manages its financial assets (its business model) and the contractual cash flow characteristics of the financial asset. Financial assets are to be initially measured at fair value. Subsequent to initial recognition, depending on the business model under which these assets are acquired, they will be measured at either fair value or at amortised cost.

In respect of the financial liabilities, the requirements are generally similar to the former MFRS 139. However, this standard requires that for financial liabilities designated as at fair value through profit or loss, changes in fair value attributable to the credit risk of that liability are to be presented in other comprehensive income, whereas the remaining amount of the change in fair value will be presented in the profit or loss.

MFRS 9 Financial Instruments (Hedge Accounting and amendments to MFRS 9, MFRS 7 and MFRS 139)

The new hedge accounting model represents a substantial overhaul of hedge accounting that will enable entities to better reflect their risk management activities in their financial statements. The most significant improvements apply to those that hedge non-financial risk, and they are expected to be of particular interest to non-financial institutions. As a result of these changes, users of the financial statements will be provided with better information about risk management and about the effect of hedge accounting on the financial statements. The MFRS 9 hedge accounting model, if adopted, applies prospectively with limited exceptions.

As part of the amendments, an entity is now allowed to change the accounting for liabilities that it has elected to measure at fair value, before applying any of the other requirements in MFRS 9. This change in accounting would mean that gains caused by a worsening in the entity's own credit risk on such liabilities are no longer recognised in profit or loss. The Amendments will facilitate earlier application of this long-awaited improvement to financial reporting.

The amendments also remove the mandatory effective date from MFRS 9.

- 3.2 New and Revised FRSs, Amendments/Improvements to FRSs, New IC Int and Amendments to IC Int (Continued)
 - (b) New MFRS, Amendments/Improvements to MFRSs and New IC Int that are issued, but not yet effective and have not been early adopted (Continued)

Amendments to MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards

Amendments to MFRS 1 relate to the IASB's Basis for Conclusions which is not an integral part of the Standard. The Basis for Conclusions clarifies that a first-time adopter is permitted but not required to apply a new or revised Standard that is not yet mandatory but is available for early application.

Amendments to MFRS 2 Share-based Payment

Amendments to MFRS 2 clarify the definition of 'vesting conditions' by separately defining 'performance condition' and 'service condition' to ensure consistent classification of conditions attached to a share-based payment.

Amendments to MFRS 3 Business Combinations

Amendments to MFRS 3 clarify that when contingent consideration meets the definition of financial instrument, its classification as a liability or equity is determined by reference to MFRS 132 Financial Instruments: Presentation. It also clarifies that contingent consideration that is classified as an asset or a liability shall be subsequently measured at fair value at each reporting date and changes in fair value shall be recognised in profit or loss.

In addition, amendments to MFRS 3 clarify that MFRS 3 excludes from its scope the accounting for the formation of all types of joint arrangements (as defined in MFRS 11 *Joint Arrangements*) in the financial statements of the joint arrangement itself.

Amendments to MFRS 8 Operating Segments

Amendments to MFRS 8 require an entity to disclose the judgements made by management in applying the aggregation criteria to operating segments. This includes a brief description of the operating segments that have been aggregated and the economic indicators that have been assessed in determining that the aggregated operating segments share similar economic characteristics.

The amendments also clarify that an entity shall provide reconciliations of the total of the reportable segments' assets to the entity's assets if the segment assets are reported regularly to the chief operating decision maker.

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)
- 3.2 New and Revised FRSs, Amendments/Improvements to FRSs, New IC Int and Amendments to IC Int (Continued)
 - (b) New MFRS, Amendments/Improvements to MFRSs and New IC Int that are issued, but not yet effective and have not been early adopted (Continued)

Amendments to MFRS 10 Consolidated Financial Statements, MFRS 12 Disclosure of Interests in Other Entities and MFRS 127 Separate Financial Statements

Amendments to MFRS 10 introduce an exception to the principle that all subsidiaries shall be consolidated. The amendments define an investment entity and require a parent that is an investment entity to measure its investment in particular subsidiaries at fair value thorough profit or loss in accordance with MFRS 139 *Financial Instruments: Recognition and Measurement* instead of consolidating those subsidiaries in its consolidated financial statements. Consequently, new disclosure requirements related to investment entities are introduced in amendments to MFRS 12 and MFRS 127.

In addition, amendments to MFRS 127 also clarify that if a parent is required, in accordance with paragraph 31 of MFRS 10, to measure its investment in a subsidiary at fair value through profit or loss in accordance with MFRS139, it shall also account for its investment in that subsidiary in the same way in its separate financial statements.

Amendments to MFRS 13 Fair Value Measurement

Amendments to MFRS 13 relate to the IASB's Basis for Conclusions which is not an integral part of the Standard. The Basis for Conclusions clarifies that when IASB issued IFRS 13, it did not remove the practical ability to measure short-term receivables and payables with no stated interest rate at invoice amounts without discounting, if the effect of discounting is immaterial.

The amendments also clarify that the scope of the portfolio exception of MFRS 13 includes all contracts accounted for within the scope of MFRS 139 *Financial Instruments: Recognition and Measurement* or MFRS 9 *Financial Instruments*, regardless of whether they meet the definition of financial assets or financial liabilities as defined in MFRS 132 *Financial Instruments: Presentation*.

Amendments to MFRS 116 Property, Plant and Equipment and MFRS 138 Intangible Assets

Amendments to MFRS 116 and MFRS 138 clarify the accounting for the accumulated depreciation/amortisation when an asset is revalued. It clarifies that:

- the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount of the asset; and
- the accumulated depreciation/ amortisation is calculated as the difference between the gross carrying amount and the carrying amount of the asset after taking into account accumulated impairment losses.

3.2 New and Revised FRSs, Amendments/Improvements to FRSs, New IC Int and Amendments to IC Int (Continued)

(b) New MFRS, Amendments/Improvements to MFRSs and New IC Int that are issued, but not yet effective and have not been early adopted (Continued)

Amendments to MFRS 119 Employee Benefits

Amendments to MFRS 119 provide a practical expedient in accounting for contributions from employees or third parties to defined benefit plans.

If the amount of the contributions is independent of the number of years of service, an entity is permitted to recognise such contributions as a reduction in the service cost in the period in which the related service is rendered, instead of attributing the contributions to the periods of service.

However, if the amount of the contributions is dependent on the number of years of service, an entity is required to attribute those contributions to periods of service using the same attribution method required by MFRS 119 for the gross benefit (i.e. either based on the plan's contribution formula or on a straight-line basis).

Amendments to MFRS 124 Related Party Disclosures

Amendments to MFRS 124 clarify that an entity providing key management personnel services to the reporting entity or to the parent of the reporting entity is a related party of the reporting entity.

Amendments to MFRS 132 Financial Instruments: Presentation

Amendments to MFRS 132 do not change the current offsetting model in MFRS 132. The amendments clarify the meaning of 'currently has a legally enforceable right of set-off', that the right of set-off must be available today (not contingent on a future event) and legally enforceable for all counterparties in the normal course of business. The amendments clarify that some gross settlement mechanisms with features that are effectively equivalent to net settlement will satisfy the MFRS 132 offsetting criteria.

Amendments to MFRS 136 Impairment of Assets

Amendments to MFRS 136 clarify that disclosure of the recoverable amount (based on fair value less costs of disposal) of an asset or cash generating unit is required to be disclosed only when an impairment loss is recognised or reversed. In addition, there are new disclosure requirements about fair value measurement when impairment or reversal of impairment is recognised.

- 3.2 New and Revised FRSs, Amendments/Improvements to FRSs, New IC Int and Amendments to IC Int (Continued)
 - (b) New MFRS, Amendments/Improvements to MFRSs and New IC Int that are issued, but not yet effective and have not been early adopted (Continued)

Amendments to MFRS 139 Financial Instruments: Recognition and Measurement

Amendments to MFRS 139 provide relief from discontinuing hedge accounting in a situation where a derivative, which has been designated as a hedging instrument, is novated to effect clearing with a central counterparty as a result of laws or regulation, if specific conditions are met. As a result of the amendments, continuation of hedge accounting is permitted if as a consequence of laws or regulations, the parties to hedging instrument agree to have one or more clearing counterparties replace their original counterparty and the changes to the terms arising from the novation are consistent with the terms that would have existed if the novated derivative were originally cleared with the central counterparty.

IC Int 21 Levies

IC Int 21 addresses the accounting for a liability to pay a government levy (other than income taxes and fine or other penalties that imposed for breaches of the legislation) if that liability is within the scope of MFRS 137 *Provisions, Contingent Liabilities and Contingent Assets.* This interpretation clarifies that an entity recognises a liability for a levy when the activity that triggers the payment of the levy, as identified by the relevant legislation, occurs. It also clarifies that a levy liability is recognised progressively only if the activity that triggers payment occurs over a period of time, in accordance with the relevant legislation. For a levy that is triggered upon reaching a minimum threshold, the interpretation clarifies that no liability should be recognised before the specific minimum threshold is reached.

3.3 Significant Accounting Policies

The accounting policies set out below have been applied consistently in dealing with items which are considered material to the financial statements.

(a) Property, Plant and Equipment and Depreciation

All property, plant and equipment were initially stated at cost less accumulated depreciation and impairment loss, if any. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.3(c) to the financial statements.

3.3 Significant Accounting Policies (Continued)

(a) Property, Plant and Equipment and Depreciation (Continued)

Cost includes expenditure that is directly attributable to the acquisition of the asset. Dismantlement, removal or restoration costs are included as part of property, plant and equipment if obligation for dismantlement, removal and restoration is included as consequence of acquiring or using the property, plant and equipment. When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

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

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

Office equipment	20%
Computer equipment	20%
Renovation	10%

The residual values and useful lives of property, plant and equipment are reviewed, and adjusted if appropriate, at end of each financial year. The effects of any revisions of the residual values and useful lives are included in the profit or loss for the financial year in which the changes arise.

At each financial year end, the Company assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable. The policy for the recognition and measurement of impairment loss is in accordance with Note 3.3(c) to the financial statements.

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

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

3.3 Significant Accounting Policies (Continued)

(b) Financial Assets

Financial assets are recognised in the statements of financial position when, and only when, the company becomes a party to the contractual provisions of the financial instrument.

On initial recognition, financial assets are measured at fair value, plus transaction costs for financial assets not at 'fair value through profit or loss'.

Effective interest method is a method of calculating the amortised cost of financial assets and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimate future cash receipts through the expected life of the financial assets or a shorter period to the net carrying amount of the financial assets.

After initial recognition, financial assets are classified into one of four categories: financial assets at 'fair value through profit or loss', 'held-to-maturity' investments, 'loans and receivables' and 'available-for-sale' financial assets.

(i) Financial Assets at Fair Value Through Profit or Loss

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

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

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

3.3 Significant Accounting Policies (Continued)

(b) Financial Assets (Continued)

(ii) Loan and Receivables

Financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables.

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

Loan and receivables are classified as current assets, except for those having maturity dates later than 12 months after the reporting date which are classified as non-current.

(iii) Held-to-Maturity Investments

Financial assets with fixed or determinable payments and fixed maturity are classified as held to maturity when the Company has the positive intention and ability to hold the investment to maturity.

Subsequent to initial recognition, held-to-maturity investments are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the held-to-maturity investments are derecognised or impaired, and through the amortisation process.

Held-to-maturity investments are classified as non-current assets, except for those having maturity within 12 months after the reporting date which are classified as current.

3.3 Significant Accounting Policies (Continued)

(b) Financial Assets (Continued)

(iv) Available-for-Sale Financial Assets

Available-for-sale are financial assets that are designated as available for sale or are not classified in any of the three preceding categories.

After initial recognition, available-for-sale financial assets are measured at fair value. Any gains or losses from changes in fair value of the financial assets are recognised in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised. Interest income calculated using the effective interest method is recognised in profit or loss. Dividends on available-for-sale equity instrument are recognised in profit or loss when the Company's right to receive payment is established.

Investments in equity instruments whose fair value cannot be reliably measured are measured at cost less impairment loss.

Available-for-sale financial assets are classified as non-current assets unless they are expected to be realised within 12 months after the reporting date.

A financial asset is derecognised where the contractual right to receive cash flows from the assets has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised and derecognised on the trade date i.e. the date that the Company commits to purchase or sell the asset.

3.3 Significant Accounting Policies (Continued)

(c) Impairment

(i) Impairment of Financial Assets

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

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

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

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

Impairment losses recognised in profit or loss for an investment in an equity instrument is not reversed through the profit or loss.

3.3 Significant Accounting Policies (Continued)

(c) Impairment (Continued)

(i) Impairment of Financial Assets (Continued)

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

(ii) Impairment of Non-Financial Assets

The carrying amounts of non-financial assets (except for inventories, assets arising from construction contract, deferred tax asset, assets arising from employee benefits, investment property that is measured at fair value and non-current assets (or disposal groups) classified as held for sale) are reviewed at the end of each reporting period to determine whether there is any indication of impairment.

If any such indication exists, then the asset's recoverable amount is estimated. Impairment losses are recognised in profit or loss.

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

(d) Inventories

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

Cost of the inventories is determined using first-in, first-out basis. The cost of operating supplies comprises cost of purchase plus the cost of bringing the inventories to their present location and condition.

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

(e) Cash and Cash Equivalents

For the purpose of cash flow statements, cash and cash equivalents comprise cash in hand, bank balances, fixed deposits, demand deposits and short term highly liquid investments, that are readily convertible to known amounts of cash which are subject to an insignificant risk of changes in value, net of bank overdrafts and deposits pledged to financial institutions.

3.3 Significant Accounting Policies (Continued)

(f) Equity Instruments

Ordinary shares are recorded at the nominal value and the consideration in excess of nominal value of shares issued, if any, is accounted for as share premium. Both ordinary shares and share premium are classified as equity.

Dividends on ordinary shares are recognised as liabilities when proposed or declared before the financial year end. A dividend proposed or declared after the financial year end, but before the financial statements are authorised for issue, is not recognised as a liability at the financial year end.

Cost incurred directly attributable to the issuance of the shares are accounted for as a deduction from share premium, if any, otherwise it is charged to profit or loss. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

(g) Financial Liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Financial liabilities, within the scope of MFRS 139, are recognised in the statement of financial position when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

(i) Financial Liabilities at Fair Value Through Profit or Loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities held for trading include derivatives entered into by the Company that do not meet the hedge accounting criteria. Derivative liabilities are initially measured at fair value and subsequently stated at fair value, with any resulted gains or losses recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

The Company has not designated any financial liabilities as at fair value through profit or loss.

(ii) Other Financial Liabilities

The Company's other financial liabilities include trade payables, other payables and loans and borrowings.

3.3 Significant Accounting Policies (Continued)

(g) Financial Liabilities (Continued)

(ii) Other Financial Liabilities (Continued)

Trade and other payables are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

Loans and borrowings are recognised initially at fair value, net of transaction costs incurred, and subsequently measured at amortised cost using the effective interest method. Borrowings are classified as current liabilities unless the company has an unconditional right to defer the settlement of the liability for at least 12 months after the reporting date.

For other financial liabilities, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

(h) Provisions for Liabilities

Provision for liabilities are recognised when the Company has a present obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. Provisions are not recognised for future operating losses. Provisions are reviewed at each reporting date 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.

(i) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the Company's activities.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

3.3 Significant Accounting Policies (Continued)

(i) Revenue Recognition (Continued)

Joining fees is recognised upon issuance of cards to approved members. Cash advance fees is recognised upon billings to card members. Discount revenue and interchange fees are recognised upon the billing to/by merchants and inter-member banks. Interest income from line of credit facilities granted is recognised on an accrual basis.

(j) Borrowing Costs

Borrowing costs are capitalised as part of the costs of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sales are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. Capitalisation of borrowing costs will be suspended when the assets are completed or during the period in which development and construction are interrupted.

The amount of borrowing costs eligible for capitalisation is the actual borrowings incurred on that borrowing during the period less any investment income on the temporary investment of funds drawdown from those borrowing facilities.

All other borrowing costs are recognised as an expense in profit or loss in the period in which they are incurred. Borrowing costs consist of interest and other costs that the Company incurred in connection with the borrowing of funds.

(k) Income Taxes

The tax expense in profit or loss represents the aggregate amount of current tax 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 at the reporting date.

Deferred tax is provided for, using the liability method, on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the 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 taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

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

3.3 Significant Accounting Policies (Continued)

(l) Employee Benefits

(i) Short Term Employee Benefits

Wages, salaries, bonuses and social security contributions are recognised as expenses in the year in which the associated services are rendered by employees 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, and short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

(ii) Defined Contribution Plans

The Company contributes to the Employees Provident Fund, the national defined contribution plan. The contributions are charged to the profit or loss in the period to which they relate. Once the contributions have been paid, the Company has no further payment obligations

(m) Foreign Currencies

(i) Functional and Presentation Currency

Items included in the financial statements of each entity in the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in RM, which is the Company's functional currency and presentation currency.

(ii) Transactions and Balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximately those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated using the exchange rates at the dates of the initial transactions. Non-monetary items denominated in foreign currencies measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in profit or loss except for exchange differences arising in monetary items that form part of the Company's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is transferred to profit or loss of the Company on disposal of the foreign operation.

3.3 Significant Accounting Policies (Continued)

(m) Foreign Currencies (Continued)

(ii) Transactions and Balances (Continued)

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 on non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

(n) Contingencies

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

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

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustments to the carrying amount of the asset or liability affected in the future.

4.1 Judgements Made in Applying Accounting Policies

No significant judgements were made by management in the process of applying the company's accounting policies which have significant effect on the amounts recognised in the financial statements.

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

4.2 Key Source of Estimation Uncertainty

(a) Useful Lives of Property, Plant and Equipment

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the relevant assets. In addition, the estimation of the useful lives of property, plant and equipment are based on internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in the estimates brought about by changes in factors mentioned above. The amount and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of the property, plant and equipment would increase the recorded expenses and decrease the non-current assets.

(b) Allowances for Impairment - Trade and Other Receivables

The Company makes allowances for impairment based on an assessment of the recoverability of receivables. Allowances for impairment are applied to receivables where events or changes in circumstances indicate that the carrying amounts may not be recoverable. Management specifically analysed historical bad debts, customer concentrations, customer creditworthiness, current economic trends and changes in customer payment terms when making a judgement to evaluate the adequacy of the allowances for impairment of receivables. Where the expectation is different from the original estimate, such difference will impact the carrying value of receivables.

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

4.2 Key Source of Estimation Uncertainty (Continued)

(c) Income Taxes

The Company is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the capital allowances and deductibility of certain expenses during the estimation of the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made.

(d) Deferred Tax Assets

Deferred tax assets are recognised for all unutilised tax losses and unabsorbed capital allowances to the extent that it is probable that taxable profit will be available against which the losses and capital allowances can be utilised. Significant management 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 profit together with future tax planning strategies. The total carrying values of the capital allowances and unutilised tax losses of the Company was RM4,527,709 (2012: RM4,348,098) and RM10,102,970 (2012: RM7,308,571) as disclosed in Note 14 to the financial statements.

(e) Write down for Inventories

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories.

5. PROPERTY, PLANT AND EQUIPMENT

	Office equipment	Computer equipment	Renovation	Total
	RM	RM	RM	RM
2013				
Cost				
At 1 January 2013	60,584	4,310,403	52,640	4,423,627
Additions	-	172,774	-	172,774
At 31 December 2013	60,584	4,483,177	52,640	4,596,401
Accumulated Depreciation				
At 1 January 2013	36,907	784,076	34,939	855,922
Depreciation for the financial year	6,058	886,239	5,265	897,562
At 31 December 2013	42,965	1,670,315	40,204	1,753,484
Carrying Amount at				
31 December 2013	17,619	2,812,862	12,436	2,842,917
2012				
Cost				
At 1 January 2012	60,584	204,907	52,640	318,131
Additions	-	4,105,496	-	4,105,496
At 31 December 2012	60,584	4,310,403	52,640	4,423,627
Accumulated Depreciation				
At 1 January 2012	30,849	60,992	29,675	121,516
Depreciation for the financial year	6,058	723,084	5,264	734,406
At 31 December 2012	36,907	784,076	34,939	855,922
Carrying Amount at				
31 December 2012	23,677	3,526,327	17,701	3,567,705

6. INVENTORIES

			2013 RM	2012 RM
	At cost			
	Operating supplies	_	11,350	-
7.	OTHER RECEIVABLES			
		Note	2013	2012
		Note	RM	RM
	Non-Trade			
	Other receivables		5,491,879	5,539,153
	Deposits		24,539	34,939
	Prepayment		74,751	274,631
	Amounts owing from related companies	(a)	8,045,991	8,041,791
		_	13,637,160	13,890,514
	Less: Allowance for impairment			
	Other receivables		(167,603)	(132,065)
	Amount owing from related companies		(8,003,779)	(8,003,779)
		_	(8,171,382)	(8,135,844)
		_	5,465,778	5,754,670
	Total trade and other receivables	_	5,465,778	5,754,670
	Add: Cash and bank balances and short			
	term deposits	8	3,767,680	2,488,034
	Total loans and receivables	_	9,233,458	8,242,704

(a) Amount Owing From Related Companies

The amount owing from related companies are unsecured, interest-free and is repayable on demand.

8. CASH AND BANK BALANCES AND SHORT TERM DEPOSITS

	2013 RM	2012 RM
Cash and bank balances Fixed deposits placed with licensed banks	2,139,371 1,628,309	1,382,087 1,105,947
Times deposits priced with notified culting	3,767,680	2,488,034

Included in the fixed deposits placed with licensed banks of the Company is an amount of RM328,309 (2012:RM305,947) that have been pledged to licensed banks as collateral agent on behalf of VISA International Service Association.

9. SHARE CAPITAL

	20	13	20	12
	Number of		Number of	
	Shares	RM	Shares	RM
Authorised:				
At 1 January	50,000,000	50,000,000	25,000,000	25,000,000
Created during the financial year	-	-	25,000,000	25,000,000
At 31 December	50,000,000	50,000,000	50,000,000	50,000,000
	20	13	20	12
	Number of		Number of	
	Shares	RM	Shares	RM
Issued and fully paid:				
At 1 January	36,000,000	36,000,000	5,000,000	5,000,000
Issued during the financial year		-	31,000,000	31,000,000
At 31 December	36,000,000	36,000,000	36,000,000	36,000,000

10. TRADE AND OTHER PAYABLES

	Note	2013 RM	2012 RM
Trade		2.055.205	0.040.156
Merchant payables	(a) _	3,966,296	3,840,156
Non-Trade			
Accruals		134,846	30,853
Amount owing to related companies	(b)	1,851	-
Amount owing to holding companies	(c)	5,163,235	1,475,375
Merchant deposit received		303,880	175,360
Other payables		259,886	312,751
	_	5,863,698	1,994,339
Total trade and other payables	_	9,829,994	5,834,495

(a) Trade Payables

Trade payables are non-interest bearing and the normal credit terms granted to the Company is 30 days (2012: 30 days).

(b) Amount owing to related companies

The amount owing to related companies is unsecured, interest-free and is repayable on demand.

(c) Amount owing to holding companies

The Directors regard ASC and ASB, all of which are incorporated in Malaysia as the immediate holding company and ultimate holding company respectively. The ultimate holding company is listed on the Main Market of Bursa Malaysia Securities Berhad.

The amounts owing to holding companies are unsecured, interest free and is repayable on demand.

11. REVENUE

	2013	2012
	RM	RM
Card replacement fees	(1,415)	(6,625)
Cash advance fees received	3,300	5,420
Exchange gain on foreign transactions	1,465	2,593
Late payment charge revenue	3,502	451
Interchange fees received	11,259	24,152
Dividend received	840	740
Finance charge/ interest - credit card	6,516	10,313
Interest received	51,124	28,601
Merchant discount received	4,775,204	3,846,302
Handling fee merchant rental collection	12,275	7,686
Merchant EDC terminal maintenance and processing fees	63,630	45,710
Merchant settlement written (off)/ back	91	(868)
Rental received	17,218	3,150
_	4,945,009	3,967,625

12. COST OF SALES

	2013	2012
	RM	RM
Cash rebate	2,061	4,190
Embossing & distribution	-	14,406
Finance charges/cash rebate	4,658	9,717
Interchange fee	3,969,418	3,300,106
Purchases	118,982	90,942
Merchant cost	18,597	11,355
Statement costs	2,386	2,551
System transaction cost	•	24,249
	4,116,102	3,457,516

13. OPERATING LOSS (Continued)

	2013 RM	2012 RM
Operating loss has been arrived at:		
After charging:		
Auditors' remuneration		
- current year	16,500	15,000
- prior year	1,500	5,000
Allowance for impairment	35,538	391,541
Chargeback written off	1,883	
Bank charges	93,095	123,476
Depreciation	897,562	734,406
Rental	7,500	4,500
Staff cost:		
- salaries and allowances	1,021,011	882,665
- defined contribution plan	122,388	102,226
- social security contributions	12,411	9,927
Realised loss on foreign currency exchange	-	6,778
Unrealised loss on foreign currency exchange		11,874
And crediting:		
Written back for accrued dividend on RNCPS	-	2,266,653
Realised gain on foreign currency exchange	1,184	, , , <u>.</u>
Unrealised gain on foreign currency exchange	22,330	

Included in the bank charges of the Company is an amount of RM41,473 (2012: RM33,722) which is the standby letter of credit (SBLC) charges that is to facilitate the issuance of a SBLC to Mastercard International Incorporated, U.S. for the purpose of protective arrangement in relation to the business of the Company secured by the holding company.

14. INCOME TAX EXPENSE

No accrual for taxation has been made as the Company does not have chargeable income during the financial year.

The income tax is calculated at the Malaysian Statutory rate of 25% (2012: 25%) of the estimated assessable profit for the year. The statutory tax rate will be reduced to 24% from the current year's rate of 25% with effect from year of assessment 2016.

A reconciliation of income tax expense applicable to profit before tax at the statutory income tax rate to income tax expense at the effective income tax rate of the Company is as follows:

14. INCOME TAX EXPENSE (Continued)

	2013 %	2012 %
Applicable tax rate	(25)	(25)
Tax effects arising from - Non-deductible expenses	-	1
- Deferred tax assets not recognised	25	24
Average effective tax rate	<u> </u>	

The amounts of temporary differences for which no deferred tax assets have been recognised are as follows:

	2013	2012
	RM	RM
Unutilised capital allowances	4,527,709	4,348,098
Unutilised tax losses	10,102,970	7,308,571
	14,630,679	11,656,669

15. SIGNIFICANT RELATED PARTY DISCLOSURES

(a) Identification of related parties

Parties are considered to be related to the Company if the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

The Company has related party relationship with its holding companies and related corporations.

15. SIGNIFICANT RELATED PARTY DISCLOSURES (Continued)

(b) Significant related party transactions and balances

Significant related party transactions other than those disclosed elsewhere in the financial statements are as follows:

	2013 RM	2012 RM
Expenses		
(i) Electricity usage payable to a related company		
- AESBI Power Systems Sdn. Bhd.	40,539	44,562
(ii) Merchant discount received payable to		
a related company		
- Rewardstreet.com (Malaysia) Sdn. Bhd.	1,851	-

(c) Compensation of key management personnel

The remuneration of Directors and other key management personnel during the financial year are as follows:

	2013 RM	2012 RM
Emoluments and benefits	-	4,000

16. FAIR VALUE OF FINANCIAL INSTRUMENTS

(a) Determination of fair value

Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

	<u>Note</u>
Financial Assets	
Other receivables	7
Cash and bank balances and short term deposits	8
Financial Liabilities	
Trade and other payables	10

The carrying amount of these financial assets and liabilities is reasonable approximations of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

16. FAIR VALUE OF FINANCIAL INSTRUMENTS (Continued)

(b) Fair Value Hierarchy

The following are classes of financial instruments that are carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: Unadjusted quoted prices in active market for identical financial

instruments

Level 2: Inputs other than quoted prices include within Level 1 that are

observable either directly or indirectly

Level 3: Inputs that are not based on observable market data

As the financial assets and liabilities of the Company are not carried at fair value by any valuation method, the fair value hierarchy analysis is not presented.

17. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The operations of the Company are subject to a variety of financial risks, including credit risk, liquidity risk and interest rate risk. The Company has formulated a financial risk management framework whose principal objective is to minimise the Company's exposure to risks and/or costs associated with the financing, investing and operating activities of the Company.

The following sections provide details regarding the Company's exposure to the abovementioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Credit Risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counter party default on its obligation. The Company's exposure to credit risk arises primarily from trade and other receivables. It is the Company's policy to monitor the financial standing of these receivables on an ongoing basis to ensure that the Company is exposed to minimal credit risk.

Cash deposits and trade receivables may give rise to credit risk which requires the loss to be recognised if a counter party fails to perform as contracted. It is the Company's policy to monitor the financial standing of these receivables on an ongoing basis to ensure that the Company is exposed to minimal credit risk.

Exposure to credit risk

As at end of the financial year, the Company has no significant concentration of credit risk. The Company does not anticipate the carrying amounts as at the end of financial year to be significantly different from the values that would eventually be received.

The maximum exposures to credit risk are represented by the carrying amounts of the financial assets in the statement of financial position.

17. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(a) Credit Risk (Continued)

Inter company balances

The Company provides unsecured loans and advances to related companies. The Company monitors the results of the related companies regularly.

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

(b) Liquidity Risk

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

During the financial year, the Company incurred a net loss of RM3,718,183. As at 31 December 2013, the Company's current liabilities exceeded its current assets by RM585,186. The financial statements of the Company have prepared on a going concern basis as the Company relies on its holding companies to provide adequate funds for the Company to meet its liabilities as and when they fall due.

Maturity analysis

The table below summarises the maturity profile of the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

2013	Note	Carrying Amount RM	Contractual Interest Rate %	Within 1 Year RM	1 - 5 Years RM	More than 5 Years RM	Total RM
Financial Liabilities Trade and other payables	10	9,829,994	<u>-</u>	9,829,994	-	-	9,829,994
2012							
Financial Liabilities Trade and other payables	10	5,834,495	-	5,834,495	-	-	5,834,495

17. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(c) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company is exposed to foreign currency exchange risk as a result of the Company's receivables and payables. The Company monitors the movement in foreign currency exchange rates closely to ensure their exposure are minimised.

The Company ensures that the net exposure to this risk is kept to an acceptable level by buying or selling foreign currencies at spot rates where necessary to address short-term imbalances. Management does not enter into currency hedging transactions since it considers that the cost of such instruments outweight the potential risk of exchange rate fluctuations.

The unhedged financial assets and liabilities of the Company that are not denominated in their functional currencies are as follows:

	2013	2012
	RM	RM
Cash and bank balances		
US Dollar	420,076	381,285

18. CAPITAL MANAGEMENT

The Company actively and regularly reviews and manages its capital structure with the objectives of ensuring that the Company will be able to continue as a going concern while maximising the return to stakeholders. These reviews take into consideration future capital requirements of the Company, prevailing and projected profitability, projected operating cash flows, projected capital expenditures and strategic investment opportunities.

There were no changes in the Company's approach to capital management during the financial year.

(Incorporated in Malaysia)

STATEMENT BY DIRECTORS

We, DATO' ABDUL MURAD BIN KHALID and WONG JOON HIAN, being the Directors of SYNERGY CARDS SDN. BHD., do hereby state that in the opinion of the Directors, the accompanying financial statements are properly drawn up in accordance with Malaysia Financial Reporting Standards, International Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2013 and of their financial performance and cash flows of the Company for the financial year then ended.

DATO' ABDUL MURAD BIN KHALID

Director

WONG JOON HIAN

Director

Selangor Darul Ehsan 22 April 2014

(Incorporated in Malaysia)

STATUTORY DECLARATION

I, WONG JOON HIAN, being the Director primarily responsible for the financial management of SYNERGY CARDS SDN. BHD., do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements are correct, and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

WONG JOON HIAN

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in the Federal Territory on 22 April 2014.

Before me,

W 541 ZULKIFLA MOHD DAHLIM Commissioner for Oath

NO: 17, JALAN PETALING 50000 KUALA LUMPUR



INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF SYNERGY CARDS SDN. BHD.

(Incorporated in Malaysia)

Baker Tilly Monteiro Heng Chartered Accountants (AF0117) Baker Tilly MH Tower Level 10, Tower 1, Avenue 5 Bangsar South City 59200 Kuala Lumpur Malaysia

T: +603 2297 1000 F: +603 2282 9980

info@bakertillymh.com.my www.bakertillymh.com.my

Report on the Financial Statements

We have audited the financial statements of SYNERGY CARDS SDN. BHD., which comprise the statement of financial position as at 31 December 2013 of the Company, and the statement of comprehensive income, statement of changes in equity and statement of cash flows of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 5 to 44.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The Directors are also responsible for such internal controls as the Directors determine are 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 about 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 our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the Company'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 Company's internal controls. 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 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 Company as at 31 December 2013 and of their financial performance and cash flows for the financial year then ended in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.



Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 2 to the financial statements which discloses the premise upon which the Company has prepared its financial statements by applying the going concern assumption, notwithstanding that the Company incurred a net loss of RM3,718,183 during the financial year ended 31 December 2013, and as at that date, the Company's current liabilities exceeded its current assets by RM585,186, thereby indicating the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Companies Act, 1965 in Malaysia to be kept by the Company have been properly kept in accordance with the provisions of the Companies Act, 1965 in Malaysia.

Other Matters

This report is made solely to the member 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.

Baker Till Monteiro Heng No. AF 01 7

Chartered Accountants

Kuala Lumpur 22 April 2014 No 2935/08/14 (J) Chartered Accountants

(Incorporated in Malaysia)

DETAILED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

	2013 RM	2012 RM
REVENUE	4,945,009	3,967,625
COST OF SALES	(4,116,102)	(3,457,516)
GROSS PROFIT	828,907	510,109
OTHER INCOME Written back for accrued dividend on RNCPS Realised gain on foreign exchange Unrealised gain on foreign exchange	1,184 22,330 23,514 852,421	2,266,653 - - 2,266,653 2,776,762
ADMINISTRATIVE EXPENSES (Schedule I and II)	(4,570,604)	(3,923,133)
OPERATING LOSS	(3,718,183)	(1,146,371)
FINANCE COSTS Interest payables LOSS BEFORE TAXATION	(3,718,183)	(1,146,371)

(Incorporated in Malaysia)

ADMINISTRATIVE EXPENSES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013

	2013 RM	2012 RM
Advertisements	2,894	7,143
Allowance for impairment	35,538	391,541
Auditors' remuneration		
- current year	16,500	15,000
- prior year	1,500	5,000
- internal	25,500	11,400
Bank charges	93,095	123,476
Chargeback written off	1,883	-
Data maintenance and enquiry fee	55,612	23,940
Depreciation	897,562	734,406
Electricity	40,539	44,562
Entertainment	237	1,223
Filling and attestation fees	150	20,150
General expenses	70	656
Insurance	10,758	18,212
Legal fees	9,000	16,890
Realised loss on foreign currency exchange	-	6,779
Unrealised loss on foreign currency exchange	-	11,874
Medical fees	9,626	7,511
Membership fees	39,881	6,210
Petrol	795	1,255
Postage and courier	24,419	26,205
Printing and stationery	24,927	25,103
Recruitment	3,360	-
Rental	7,500	4,500
Repair and maintainance	1,280	4,550
Service tax	2,448	1,915
Settlement and clearing charges -MasterCard	624,561	429,692
Settlement and clearing charges -Visa	458,813	444,557
Staff cost		
- Bonus / overtime	64,272	38,528
- EPF	122,388	102,226
- Salaries	915,074	813,401
- SOCSO	12,411	9,927
- Staff allowance	41,348	28,966
- Staff training	117	1,370
- Staff welfare	200	400
Balance carried forward to schedule II	3,544,258	3,378,568

(Incorporated in Malaysia)

ADMINISTRATIVE EXPENSES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013 (Continued)

2013	2012
RM	RM
3,544,258	3,378,568
66	28
3,046	2,904
134,289	142,479
341	564
1,969	452
813,761	342,309
72,874	55,829
4,570,604	3,923,133
	RM 3,544,258 66 3,046 134,289 341 1,969 813,761 72,874