

# Financial Statements

<b>68</b>	Directors' Report
<b>71</b>	Statements of Financial Position
<b>72</b>	Statements of Profit or Loss and Other Comprehensive income
<b>73</b>	Consolidated Statement of Changes in Equity
<b>75</b>	Statement of Changes in Equity
<b>76</b>	Statements of Cash Flows
<b>78</b>	Notes to the Financial Statements
<b>118</b>	Statement by Directors
<b>118</b>	Statutory Declaration
<b>119</b>	Independent Auditors' Report

# Directors' Report

for the year ended 31 December 2013

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 December 2013.

## Principal activities

The Company is principally engaged in the production of beer, stout, shandy and non-alcoholic beverages for distribution in the home market and for export while the other Group entities are primarily involved in the marketing and distribution of beer, stout, shandy, wine, liquor and non-alcoholic beverages. There has been no significant change in the nature of these activities during the financial year.

## Results

	Group RM'000	Company RM'000
Profit for the year attributable to:		
Owners of the Company	183,925	146,011
Non-controlling interests	2,695	–
	186,620	146,011

## Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year under review.

## Dividends

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

- i) a final and special single tier dividend of 58.0 sen per RM0.50 ordinary share totalling RM177.3 million in respect of the year ended 31 December 2012 on 20 May 2013, and
- ii) an interim single tier dividend of 5.0 sen per RM0.50 ordinary share totalling RM15.3 million in respect of the year ended 31 December 2013 on 11 October 2013.

The Directors recommend the payment of a final and special single tier dividend of 56.0 sen per RM0.50 ordinary share totalling RM171.2 million in respect of the year ended 31 December 2013.

## Directors of the Company

Directors who served since the date of the last report are:

Dato' Lim Say Chong  
Datuk M.R. Gopala Krishnan C.R.K. Pillai  
Graham James Fewkes  
Roland Arthur Lawrence  
Henrik Juel Andersen (appointed on 1 July 2013)  
Christopher John Warmoth (appointed on 21 February 2014)  
Roy Enzo Bagattini (resigned on 7 June 2013)  
Soren Ravn (resigned on 1 July 2013)

### Directors' interests

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

	Number of ordinary shares of RM0.50 each			At 31.12.2013
	At 1.1.2013	Bought	Sold	
Deemed interest in the Company				
Dato' Lim Say Chong*	52,000	-	-	52,000

\* Lim Ju Ean @ Lindsey Lim Ju Ean is the daughter of Dato' Lim Say Chong. In accordance with Section 134(12)(c) of the Companies Act, 1965, the interests of Lim Ju Ean @ Lindsey Lim Ju Ean in the shares of the Company and of its related corporations (other than wholly-owned subsidiaries) shall be treated as the interests of Dato' Lim Say Chong.

	Number of options over ordinary shares of DKK20 each			At 31.12.2013
	At 1.7.2013	Bought	Sold	
<b>Interest in the holding company</b>				
<b>Carlsberg A/S</b>				
Henrik Juel Andersen	7,416	-	-	7,416

None of the other Directors holding office at 31 December 2013 had any interest in the shares and options over shares of the Company and of its related corporations during the financial year.

### Directors' benefits

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements of the Company or of a related corporation) 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.

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

### Issue of shares

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

### Options granted over unissued shares

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

### Other statutory information

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

- i) all known bad debts have been written off and adequate provisions made for doubtful debts, and
- ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

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

- i) that would render the amount written off for bad debts, or the amount of the provision for doubtful debts, in the Group and in the Company inadequate to any substantial extent, or
- ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or
- iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or
- iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

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

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

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

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 December 2013 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

### Auditors

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

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

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**Datuk M.R. Gopala Krishnan C.R.K. Pillai**  
Director

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**Henrik Juel Andersen**  
Managing Director

Shah Alam,

3 March 2014

# Statements of Financial Position

as at 31 December 2013

	Note	Group		Company	
		2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Assets</b>					
Property, plant and equipment	3	164,976	158,442	139,981	135,028
Intangible assets	4	9,309	9,388	1,510	525
Investments in subsidiaries	5	-	-	393,672	393,672
Investment in an associate	6	40,880	34,656	19,936	19,936
Loan to a subsidiary	7	-	-	648	4,848
Other assets		-	365	-	-
Deferred tax assets	8	36	863	-	-
<b>Total non-current assets</b>		<b>215,201</b>	203,714	<b>555,747</b>	554,009
Inventories	9	49,707	46,840	23,209	17,250
Receivables, deposits and prepayments	7	287,962	260,457	7,896	10,391
Current tax assets		-	451	-	451
Cash and cash equivalents	10	44,141	57,688	3,436	17,702
<b>Total current assets</b>		<b>381,810</b>	365,436	<b>34,541</b>	45,794
<b>Total assets</b>		<b>597,011</b>	569,150	<b>590,288</b>	599,803
<b>Equity</b>					
Share capital	11	154,039	154,039	154,039	154,039
Reserves	11	119,687	145,000	270,675	336,993
<b>Total equity attributable to equity holders of the Company</b>		<b>273,726</b>	299,039	<b>424,714</b>	491,032
Non-controlling interests		10,522	7,827	-	-
<b>Total equity</b>		<b>284,248</b>	306,866	<b>424,714</b>	491,032
<b>Liabilities</b>					
Deferred tax liabilities	8	17,076	20,640	16,360	20,494
<b>Total non-current liabilities</b>		<b>17,076</b>	20,640	<b>16,360</b>	20,494
Payables and accruals	12	241,297	217,917	148,244	88,277
Current tax liabilities		13,968	18,727	970	-
Loans and borrowings	13	40,422	5,000	-	-
<b>Total current liabilities</b>		<b>295,687</b>	241,644	<b>149,214</b>	88,277
<b>Total liabilities</b>		<b>312,763</b>	262,284	<b>165,574</b>	108,771
<b>Total equity and liabilities</b>		<b>597,011</b>	569,150	<b>590,288</b>	599,803

The notes on pages 78 to 117 are an integral part of these financial statements.

# Statements of Profit or Loss and Other Comprehensive Income

for the year ended 31 December 2013

	Note	Group		Company	
		2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Revenue</b>		<b>1,555,149</b>	1,584,780	<b>732,813</b>	728,037
Cost of sales		<b>(984,383)</b>	(1,005,232)	<b>(683,864)</b>	(689,513)
<b>Gross profit</b>		<b>570,766</b>	579,548	<b>48,949</b>	38,524
Other income		<b>1,679</b>	3,846	<b>1,267</b>	1,737
Sales and distribution expenses		<b>(289,070)</b>	(295,795)	<b>-</b>	-
Administrative expenses		<b>(44,920)</b>	(42,256)	<b>(15,074)</b>	(15,103)
Other expenses		<b>(3,563)</b>	(2,980)	<b>(3,856)</b>	(13,660)
<b>Results from operating activities</b>		<b>234,892</b>	242,363	<b>31,286</b>	11,498
Investment income		<b>-</b>	-	<b>118,580</b>	128,124
Finance income		<b>977</b>	654	<b>550</b>	598
Finance costs		<b>(5,318)</b>	(4,971)	<b>(521)</b>	(814)
<b>Operating profit</b>	14	<b>230,551</b>	238,046	<b>149,895</b>	139,406
Share of profit of equity accounted associate, net of tax		<b>5,878</b>	7,605	<b>-</b>	-
<b>Profit before tax</b>		<b>236,429</b>	245,651	<b>149,895</b>	139,406
Tax expense	16	<b>(49,809)</b>	(51,898)	<b>(3,884)</b>	(10,114)
<b>Profit for the year</b>		<b>186,620</b>	193,753	<b>146,011</b>	129,292
<b>Other comprehensive income/(expense)</b>					
<i>Items that may be reclassified subsequently to profit or loss</i>					
Foreign currency translation differences for foreign operations		<b>2,839</b>	(4,016)	<b>-</b>	-
<b>Total comprehensive income for the year</b>		<b>189,459</b>	189,737	<b>146,011</b>	129,292
<b>Profit attributable to:</b>					
Owners of the Company		<b>183,925</b>	191,632	<b>146,011</b>	129,292
Non-controlling interests		<b>2,695</b>	2,121	<b>-</b>	-
<b>Profit for the year</b>		<b>186,620</b>	193,753	<b>146,011</b>	129,292
<b>Total comprehensive income attributable to:</b>					
Owners of the Company		<b>186,764</b>	187,616	<b>146,011</b>	129,292
Non-controlling interests		<b>2,695</b>	2,121	<b>-</b>	-
<b>Total comprehensive income for the year</b>		<b>189,459</b>	189,737	<b>146,011</b>	129,292
<b>Basic earnings per ordinary share (sen)</b>	17	<b>60.16</b>	62.68		

The notes on pages 78 to 117 are an integral part of these financial statements.

# Consolidated Statement of Changes in Equity

for the year ended 31 December 2013

Group	Note	Attributable to equity holders of the Company										Total equity RM'000
		Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Share Exchange reserve RM'000	Capital reserve RM'000	Share option reserve RM'000	Other reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	
<b>At 1 January 2012</b>		154,039	(12,043)	7,367	1,682	3,931	54	-	130,418	285,448	3,916	289,364
Other comprehensive income:												
- Foreign currency translation differences for foreign operations		-	-	-	(4,016)	-	-	-	-	(4,016)	-	(4,016)
Profit for the year		-	-	-	-	-	-	-	191,632	191,632	2,121	193,753
<b>Total comprehensive income for the year</b>		-	-	-	(4,016)	-	-	-	191,632	187,616	2,121	189,737
Dividends to owners of the Company	18	-	-	-	-	-	-	-	(171,601)	(171,601)	-	(171,601)
Others		-	-	-	-	-	92	(780)	(1,736)	(2,424)	1,790	(634)
<b>Total distribution to owners</b>		-	-	-	-	-	92	(780)	(173,337)	(174,025)	1,790	(172,235)
<b>At 31 December 2012</b>		154,039	(12,043)	7,367	(2,334)	3,931	146	(780)	148,713	299,039	7,827	306,866

Consolidated Statement of Changes in Equity  
for the year ended 31 December 2013

Group	Note	Attributable to equity holders of the Company										Total equity RM'000	
		Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Exchange reserve RM'000	Capital reserve RM'000	Share option reserve RM'000	Put option reserve RM'000	Other reserve RM'000	Retained earnings RM'000	Total RM'000		Non-controlling interests RM'000
<b>At 31 December 2012/ 1 January 2013</b>		154,039	(12,043)	7,367	(2,334)	3,931	146	-	(780)	148,713	299,039	7,827	306,866
Other comprehensive income:													
- Foreign currency translation differences for foreign operations		-	-	-	2,839	-	-	-	-	-	2,839	-	2,839
Profit for the year		-	-	-	-	-	-	-	-	183,925	183,925	2,695	186,620
<b>Total comprehensive income for the year</b>		-	-	-	2,839	-	-	-	-	183,925	186,764	2,695	189,459
Dividends to owners of the Company	18	-	-	-	-	-	-	-	-	(192,621)	(192,621)	-	(192,621)
Others		-	-	-	-	-	601	(20,057)	-	-	(19,456)	-	(19,456)
<b>Total distribution to owners</b>		-	-	-	-	-	601	(20,057)	-	(192,621)	(212,077)	-	(212,077)
<b>At 31 December 2013</b>		154,039	(12,043)	7,367	505	3,931	747	(20,057)	(780)	140,017	273,726	10,522	284,248



# Statement of Changes in Equity

for the year ended 31 December 2013

Company	Note	Non-distributable				Distributable			Total equity RM'000
		Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Share option reserve RM'000	Put option reserve RM'000	Retained earnings RM'000		
<b>At 1 January 2012</b>		154,039	(12,043)	7,367	219	-	383,773	533,355	
<b>Profit/Total comprehensive income for the year</b>		-	-	-	-	-	129,292	129,292	
Dividends to owners of the Company	18	-	-	-	-	-	(171,601)	(171,601)	
Others		-	-	-	(14)	-	-	(14)	
<b>Total distribution to owners</b>		-	-	-	(14)	-	(171,601)	(171,615)	
<b>At 31 December 2012/1 January 2013</b>		154,039	(12,043)	7,367	205	-	341,464	491,032	
<b>Profit/Total comprehensive income for the year</b>		-	-	-	-	-	146,011	146,011	
Dividends to owners of the Company	18	-	-	-	-	-	(192,621)	(192,621)	
Others		-	-	-	349	(20,057)	-	(19,708)	
<b>Total distribution to owners</b>		-	-	-	349	(20,057)	(192,621)	(212,329)	
<b>At 31 December 2013</b>		154,039	(12,043)	7,367	554	(20,057)	294,854	424,714	

The notes on pages 78 to 117 are an integral part of these financial statements.

# Statements of Cash Flows

for the year ended 31 December 2013

	Note	Group		Company	
		2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Cash flows from operating activities</b>					
Profit before tax		236,429	245,651	149,895	139,406
<i>Adjustments for:</i>					
Amortisation of intangible assets	4	2,395	2,281	334	650
Depreciation of property, plant and equipment	3	22,304	19,593	13,703	12,940
Property, plant and equipment written off		9	26	9	20
Gain on disposal of property, plant and equipment		(1,530)	(1,143)	(101)	(92)
Gain on disposal of other assets		(101)	-	-	-
Dividend income from subsidiaries		-	-	(116,880)	(126,457)
Dividend income from associate		-	-	(1,700)	(1,667)
Allowance for inventories write down/(back)		320	733	300	(246)
Inventories written off		2,032	3,323	162	98
Impairment loss on receivables		423	850	-	-
(Gain)/Loss on unrealised foreign exchange		(102)	707	283	124
Finance income		(977)	(654)	(550)	(598)
Finance costs		5,318	4,971	521	814
Share of profit of equity accounted associate, net of tax		(5,878)	(7,605)	-	-
Share of net liability of jointly-controlled entity arising from restructuring		-	-	-	11,655
Others		745	573	494	585
<b>Operating profit before changes in working capital</b>					
		261,387	269,306	46,470	37,232
<i>Changes in working capital:</i>					
Inventories		(5,219)	5,866	(6,421)	4,567
Receivables, deposits and prepayments		(27,654)	(60,628)	2,504	28,240
Payables and accruals		2,745	29,505	39,693	10,051
<b>Cash generated from operations</b>					
		231,259	244,049	82,246	80,090
Taxes paid		(56,854)	(45,872)	(6,597)	(3,500)
<b>Net cash from operating activities</b>					
		174,405	198,177	75,649	76,590

Statements of Cash Flows  
for the year ended 31 December 2013

	Note	Group		Company	
		2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Cash flows from investing activities</b>					
Acquisition of property, plant and equipment	3	(29,955)	(31,841)	(19,797)	(19,611)
Acquisition of intangible assets	4	(1,169)	(1,380)	(187)	(225)
Dividend received from subsidiaries		-	-	116,880	126,457
Dividend received from an associate		1,700	1,667	1,700	1,667
Interest received		977	654	550	598
Repayment from subsidiary		-	-	4,200	4,150
Proceeds from disposal of other assets		481	-	-	-
Proceeds from disposal of property, plant and equipment		1,601	1,311	101	119
Transfer of property, plant and equipment to a subsidiary	3	-	-	-	3
Transfer of intangible assets to a subsidiary	4	-	-	-	3,485
Payment of share of net liability of jointly-controlled entity		-	-	-	(11,655)
Others		-	(780)	-	-
<b>Net cash (used in)/generated from investing activities</b>		<b>(26,365)</b>	<b>(30,369)</b>	<b>103,447</b>	<b>104,988</b>
<b>Cash flows from financing activities</b>					
Dividend paid to shareholders of the Company	18	(192,621)	(171,601)	(192,621)	(171,601)
Interest paid		(5,318)	(4,971)	(521)	(814)
Reimbursement to ultimate holding company for share options granted to employees of the Group		(145)	(600)	(145)	(600)
Net proceed/(repayment) of short-term borrowings		35,422	(4,947)	-	-
<b>Net cash used in financing activities</b>		<b>(162,662)</b>	<b>(182,119)</b>	<b>(193,287)</b>	<b>(173,015)</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(14,622)</b>	<b>(14,311)</b>	<b>(14,191)</b>	<b>8,563</b>
Effect of exchange rate fluctuations on cash held		1,075	(197)	(75)	93
<b>Cash and cash equivalents at 1 January</b>		<b>57,688</b>	<b>72,196</b>	<b>17,702</b>	<b>9,046</b>
<b>Cash and cash equivalents at 31 December</b>	(i)	<b>44,141</b>	<b>57,688</b>	<b>3,436</b>	<b>17,702</b>

(i) **Cash and cash equivalents**

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

	Note	Group		Company	
		2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Deposits with licensed banks		1,990	2,030	1,200	1,430
Cash and bank balances		42,151	55,658	2,236	16,272
<b>Cash and cash equivalents</b>	10	<b>44,141</b>	<b>57,688</b>	<b>3,436</b>	<b>17,702</b>

The notes on pages 78 to 117 are an integral part of these financial statements.

# Notes to the Financial Statements

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

No. 55, Persiaran Selangor,  
Section 15, 40200 Shah Alam,  
Selangor Darul Ehsan, Malaysia.

The consolidated financial statements as at and for the financial year ended 31 December 2013 comprise the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”) and the Group’s interest in an associate. The financial statements of the Company as at and for the financial year ended 31 December 2013 do not include other entities.

The Company is principally engaged in the production of beer, stout, shandy and non-alcoholic beverages for distribution in the home market and for export while the other Group entities are primarily involved in the marketing and distribution of beer, stout, shandy, wine, liquor and non-alcoholic beverages.

The immediate and ultimate holding companies during the financial year are Carlsberg Breweries A/S and Carlsberg A/S respectively. Both companies are incorporated in Denmark.

The financial statements were authorised for issue by the Board of Directors on 3 March 2014.

## 1. Basis of preparation

### (a) Statement of compliance

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

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

#### ***MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2014***

- *Amendments to MFRS 10, Consolidated Financial Statements: Investment Entities*
- *Amendments to MFRS 12, Disclosure of Interests in Other Entities: Investment Entities*
- *Amendments to MFRS 127, Separate Financial Statements (2011): Investment Entities*
- *Amendments to MFRS 132, Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities*
- *Amendments to MFRS 136, Impairment of Assets – Recoverable Amount Disclosures for Non-Financial Assets*
- *Amendments to MFRS 139, Financial Instruments: Recognition and Measurement – Novation of Derivatives and Continuation of Hedge Accounting*
- *IC Interpretation 21, Levies*

#### ***MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2014***

- *Amendments to MFRS 1, First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements 2011-2013 Cycle)*
- *Amendments to MFRS 2, Share-based Payment (Annual Improvements 2010-2012 Cycle)*
- *Amendments to MFRS 3, Business Combinations (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)*
- *Amendments to MFRS 8, Operating Segments (Annual Improvements 2010-2012 Cycle)*
- *Amendments to MFRS 13, Fair Value Measurement (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)*
- *Amendments to MFRS 116, Property, Plant and Equipment (Annual Improvements 2010-2012 Cycle)*
- *Amendments to MFRS 119, Employee Benefits – Defined Benefit Plans: Employee Contributions*
- *Amendments to MFRS 124, Related Party Disclosures (Annual Improvements 2010-2012 Cycle)*
- *Amendments to MFRS 138, Intangible Assets (Annual Improvements 2010-2012 Cycle)*
- *Amendments to MFRS 140, Investment Properties (Annual Improvements 2011-2013 Cycle)*

## 1. Basis of preparation (cont'd)

### (a) Statement of compliance (cont'd)

#### ***MFRSs, Interpretations and amendments effective for a date yet to be confirmed***

- MFRS 9, *Financial Instruments (2009)*
- MFRS 9, *Financial Instruments (2010)*
- MFRS 9, *Financial Instruments – Hedge Accounting and Amendments to MFRS 9, MFRS 7 and MFRS 139*
- *Amendments to MFRS 7, Financial Instruments: Disclosures – Mandatory Effective Date of MFRS 9 and Transition Disclosures*

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

- from the annual period beginning on 1 January 2014 for those standards, amendments or interpretations that are effective for annual periods beginning on or after 1 January 2014.
- from the annual period beginning on 1 January 2015 for those standards, amendments or interpretations that are effective for annual periods beginning on or after 1 July 2014.

The initial application of the above standards, amendments and interpretations is not expected to have any material financial impact to the current and prior period's financial statements upon their first adoption.

### (b) Basis of measurement

The financial statements have been prepared on the historical cost basis except as disclosed in Note 2.

### (c) Functional and presentation currency

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

### (d) Use of estimates and judgements

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

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

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than as disclosed in Note 2(c) (ii) in respect of the put option liability.

## 2. Significant accounting policies

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

### (a) Basis of consolidation

#### (i) Subsidiaries

Subsidiaries are entities, including unincorporated entities, controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Control exists when the Company has the ability to exercise its power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

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

## 2. Significant accounting policies (cont'd)

### (a) Basis of consolidation (cont'd)

#### (ii) Business combinations

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

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

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

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

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

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

#### (iii) Acquisitions from entities under common control

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose, comparatives are restated. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the Group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within Group equity and any resulting gain/loss is recognised directly in equity.

#### (iv) Acquisitions of non-controlling interests

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

#### (v) Loss of control

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

#### (vi) Associates

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

Investments in associates are accounted for in the consolidated financial statements using the equity method less any impairment losses. The cost of the investment includes transaction costs. The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of the associates, after adjustments if any, to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases.

## 2. Significant accounting policies (cont'd)

### (a) Basis of consolidation (cont'd)

#### (vi) Associates (cont'd)

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

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

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

Investments in associates are measured in the Company's statement of financial position at cost less any impairment losses. The cost of the investment includes transaction costs.

#### (vii) Non-controlling interests

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

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

#### (viii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

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

### (b) Foreign currency

#### (i) Foreign currency transactions

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

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

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

Foreign currency differences arising on retranslation are recognised in profit or loss.

## 2. Significant accounting policies (cont'd)

### (b) Foreign currency (cont'd)

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

The assets and liabilities of operations denominated in functional currencies other than RM, including fair value adjustments arising on acquisition, are translated to RM at exchange rates at the end of the reporting period. The income and expenses of foreign operations are translated to RM at exchange rates at the dates of the transactions.

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

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

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

### (c) Financial instruments

#### (i) Initial recognition and measurement

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

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

An embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract and the host contract is not categorised at fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with policy applicable to the nature of the host contract.

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

The Group and the Company categorise financial instruments as follows:

##### *Financial assets*

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

Fair value through profit or loss category comprises financial assets that are held for trading, including derivatives (except for a derivative that is a 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.

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.



## 2. Significant accounting policies (cont'd)

### (c) Financial instruments (cont'd)

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

##### *Financial assets (cont'd)*

##### **(b) Loans and receivables**

Loans and receivables category comprises debt instruments that are not quoted in an active market.

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

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

##### **Financial liabilities**

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

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

Financial liability in respect of put option held by non-controlling interests is initially recognised and measured based on the estimated exercise price of the put option. Any subsequent changes with respect to the financial liability held by non-controlling interests is recognised in equity.

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

#### (iii) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred to another party without retaining control or substantially all risks and rewards of the asset. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged or cancelled or expired. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

### (d) Property, plant and equipment

#### (i) Recognition and measurement

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

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, and the cost of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. Cost also may include transfers from equity of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

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

## 2. Significant accounting policies (cont'd)

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

#### (i) Recognition and measurement (cont'd)

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date and in accordance to Note 2(a)(ii).

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

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

#### (ii) Subsequent costs

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

#### (iii) Depreciation

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

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated. Assets in-progress are not depreciated until the assets are ready for their intended use.

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

• Leasehold land	90 – 999 years
• Buildings	15 – 50 years
• Renovation	15 years
• Plant and machinery	5 – 20 years
• Motor vehicles	5 years
• Furniture and office equipment	3 – 5 years

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

### (e) Leased assets

#### (i) Finance lease

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

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

Leasehold land which in substance is a finance lease is classified as property, plant and equipment.

## 2. Significant accounting policies (cont'd)

### (e) Leased assets (cont'd)

#### (ii) Operating lease

Leases, where the Group or the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases and the leased assets are not recognised on the statement of financial position.

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

Leasehold land which in substance is an operating lease is classified as prepaid lease payments.

### (f) Intangible assets

#### (i) Goodwill

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

#### (ii) Customised computer software

Customised computer software that is not integral to the functionality of the related equipment is recognised as an intangible asset. These intangible assets that are acquired by the Group or the Company are stated at cost less accumulated amortisation and accumulated impairment losses.

#### (iii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

#### (iv) Amortisation

Amortisation is based on the cost of an asset less its residual value; if any.

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

Other intangible assets are amortised from the date they are available for use.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets.

The estimated useful life of customised computer software is 3 years.

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

### (g) Inventories

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

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

## 2. Significant accounting policies (cont'd)

### (g) Inventories (cont'd)

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.

In the current financial year, the Group adopted the amendments to *MFRS 116, Property, Plant and Equipment (Annual Improvements 2009-2011 Cycle)* and classified spare parts as inventories unless the item of spare part is held for own use and expected to be used during more than one period in which it is classified as property, plant and equipment. In the previous financial years, all spare parts were classified as inventories. The change in accounting policy has been applied retrospectively and there is no impact to the financial statements.

### (h) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in value with original maturities of three months or less. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

Cash and cash equivalents (other than bank overdrafts) are categorised and measured as loans and receivables in accordance with Note 2(c)(ii).

### (i) Impairment

#### (i) Financial assets

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

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

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 profit or loss.

#### (ii) Other assets

The carrying amounts of other assets (except for inventories and deferred tax asset) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each period at the same time.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units. Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to group of cash-generating units that are expected to benefit from the synergies of the combination.

## 2. Significant accounting policies (cont'd)

### (i) Impairment (cont'd)

#### (ii) Other assets (cont'd)

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

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

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

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

### (j) Equity instruments

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

#### (i) Issue expenses

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

#### (ii) Ordinary shares

Ordinary shares are classified as equity.

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

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

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

### (k) Employee benefits

#### (i) Short-term employee benefits

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

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

The Group's contribution to the statutory pension funds and Carlsberg Brewery Malaysia Retirement Plan, a defined contribution plan, are charged to profit or loss in the financial year to which they relate. Once the contributions have been paid, the Group has no further payment obligations.

## 2. Significant accounting policies (cont'd)

### (k) Employee benefits (cont'd)

#### (ii) Termination benefits

Termination benefits are recognised as an expense when the Group is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to terminate employment before the normal retirement date. Termination benefits for voluntary redundancies are recognised if the Group has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

#### (iii) Share-based payment transactions

Certain employees of the Group are entitled to a share option programme established by Carlsberg A/S that gives the right to Carlsberg A/S shares. The grant date fair value of the share options granted to these employees is recognised as an employee expense in profit or loss and a corresponding increase in equity, over the period from the grant date until the employees become unconditionally entitled to the options. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

Any reimbursement to Carlsberg A/S in relation to the share option programme is treated as a capital distribution and would be recorded directly in equity.

### (l) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

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

### (m) Income recognition

#### (i) Revenue

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

#### (ii) Dividend income

Dividend income is recognised in profit or loss on the date that the Group's and the Company's right to receive payment is established.

#### (iii) Interest income

Interest income is recognised as it accrues using the effective interest method in profit or loss.

## 2. Significant accounting policies (cont'd)

### (n) Borrowing costs

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

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

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

### (o) Income tax

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

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

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

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

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

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

### (p) Earnings per ordinary share

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

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

### (q) Operating segments

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

## 3. Property, plant and equipment

Group	Note	Leasehold land RM'000	Freehold land RM'000	Buildings RM'000	Renovation RM'000	Plant and machinery RM'000	Motor vehicles RM'000	Furniture and office equipment RM'000	Assets in-progress RM'000	Total RM'000
<b>Cost</b>										
<b>At 1 January 2012</b>		10,571	19,097	55,612	444	325,369	23,135	41,245	4,132	479,605
Additions		-	-	349	251	10,783	5,755	7,322	7,381	31,841
Disposals		-	-	-	-	(41)	(3,296)	(1,159)	-	(4,496)
Written off		-	-	-	-	(210)	-	(84)	-	(294)
Transfers		-	-	584	-	3,781	-	-	(4,365)	-
Dilution of investment in a jointly-controlled entity		-	-	-	(112)	(62)	(25)	(497)	-	(696)
Effect of movements in exchange rates		-	-	-	2	40	1	35	-	78
<b>At 31 December 2012/ 1 January 2013</b>		<b>10,571</b>	<b>19,097</b>	<b>56,545</b>	<b>585</b>	<b>339,660</b>	<b>25,570</b>	<b>46,862</b>	<b>7,148</b>	<b>506,038</b>
Additions		-	-	903	56	18,067	5,060	3,909	1,960	29,955
Disposals		-	-	-	-	-	(4,264)	(103)	-	(4,367)
Written off		-	-	-	(187)	(133)	-	(486)	-	(806)
Transfers		-	-	200	-	4,564	-	-	(5,896)	(1,132)
Effect of movements in exchange rates		-	-	-	-	47	1	73	-	121
<b>At 31 December 2013</b>		<b>10,571</b>	<b>19,097</b>	<b>57,648</b>	<b>454</b>	<b>362,205</b>	<b>26,367</b>	<b>50,255</b>	<b>3,212</b>	<b>529,809</b>



## 3. Property, plant and equipment (cont'd)

Group	Note	Leasehold land RM'000	Freehold land RM'000	Buildings RM'000	Renovation RM'000	Plant and machinery RM'000	Motor vehicles RM'000	Furniture and office equipment RM'000	Assets in-progress RM'000	Total RM'000
<b>Depreciation</b>										
<b>At 1 January 2012</b>		2,894	-	22,936	83	260,220	13,517	33,324	-	332,974
Depreciation for the year	14	122	-	1,471	194	10,193	3,288	4,325	-	19,593
Disposals		-	-	-	-	(34)	(3,136)	(1,158)	-	(4,328)
Written off		-	-	-	-	(190)	-	(78)	-	(268)
Dilution of investment in a jointly-controlled entity		-	-	-	(44)	(85)	(15)	(230)	-	(374)
Effect of movements in exchange rates		-	-	-	-	(1)	-	-	-	(1)
<b>At 31 December 2012/1 January 2013</b>		<b>3,016</b>	<b>-</b>	<b>24,407</b>	<b>233</b>	<b>270,103</b>	<b>13,654</b>	<b>36,183</b>	<b>-</b>	<b>347,596</b>
Depreciation for the year	14	122	-	1,542	187	11,269	3,722	5,462	-	22,304
Disposals		-	-	-	-	-	(4,193)	(103)	-	(4,296)
Written off		-	-	-	(187)	(124)	-	(486)	-	(797)
Effect of movements in exchange rates		-	-	-	6	(2)	-	22	-	26
<b>At 31 December 2013</b>		<b>3,138</b>	<b>-</b>	<b>25,949</b>	<b>239</b>	<b>281,246</b>	<b>13,183</b>	<b>41,078</b>	<b>-</b>	<b>364,833</b>
<b>Carrying amounts</b>										
<b>At 1 January 2012</b>		7,677	19,097	32,676	361	65,149	9,618	7,921	4,132	146,631
<b>At 31 December 2012/1 January 2013</b>		<b>7,555</b>	<b>19,097</b>	<b>32,138</b>	<b>352</b>	<b>69,557</b>	<b>11,916</b>	<b>10,679</b>	<b>7,148</b>	<b>158,442</b>
<b>At 31 December 2013</b>		<b>7,433</b>	<b>19,097</b>	<b>31,699</b>	<b>215</b>	<b>80,959</b>	<b>13,184</b>	<b>9,177</b>	<b>3,212</b>	<b>164,976</b>

## 3. Property, plant and equipment (cont'd)

Company	Note	Leasehold land RM'000	Freehold land RM'000	Buildings RM'000	Plant and machinery RM'000	Motor vehicles RM'000	Furniture and office equipment RM'000	Assets in-progress RM'000	Total RM'000
<b>Cost</b>									
<b>At 1 January 2012</b>		10,399	18,952	54,562	323,757	2,066	18,579	4,132	432,447
Additions		-	-	307	10,782	359	782	7,381	19,611
Disposals		-	-	-	(41)	(292)	(440)	-	(773)
Written off		-	-	-	(210)	-	(56)	-	(266)
Transfers		-	-	584	3,781	-	-	(4,365)	-
Transfer to a subsidiary		-	-	-	-	-	(3)	-	(3)
<b>At 31 December 2012/1 January 2013</b>		<b>10,399</b>	<b>18,952</b>	<b>55,453</b>	<b>338,069</b>	<b>2,133</b>	<b>18,862</b>	<b>7,148</b>	<b>451,016</b>
Additions		-	-	903	15,757	570	707	1,860	19,797
Disposals		-	-	-	-	(296)	(70)	-	(366)
Written off		-	-	-	(131)	-	-	-	(131)
Transfers		-	-	200	4,564	-	-	(5,896)	(1,132)
<b>At 31 December 2013</b>		<b>10,399</b>	<b>18,952</b>	<b>56,556</b>	<b>358,259</b>	<b>2,407</b>	<b>19,499</b>	<b>3,112</b>	<b>469,184</b>
<b>Depreciation</b>									
At 1 January 2012		2,825	-	22,634	260,099	1,490	16,992	-	304,040
Depreciation for the year	14	118	-	1,434	10,193	304	891	-	12,940
Disposals		-	-	-	(34)	(272)	(440)	-	(746)
Written off		-	-	-	(190)	-	(56)	-	(246)
<b>At 31 December 2012/1 January 2013</b>		<b>2,943</b>	<b>-</b>	<b>24,068</b>	<b>270,068</b>	<b>1,522</b>	<b>17,387</b>	<b>-</b>	<b>315,988</b>
Depreciation for the year	14	118	-	1,505	10,987	223	870	-	13,703
Disposals		-	-	-	-	(296)	(70)	-	(366)
Written off		-	-	-	(122)	-	-	-	(122)
<b>At 31 December 2013</b>		<b>3,061</b>	<b>-</b>	<b>25,573</b>	<b>280,933</b>	<b>1,449</b>	<b>18,187</b>	<b>-</b>	<b>329,203</b>
<b>Carrying amounts</b>									
At 1 January 2012		7,574	18,952	31,928	63,658	576	1,587	4,132	128,407
<b>At 31 December 2012/1 January 2013</b>		<b>7,456</b>	<b>18,952</b>	<b>31,385</b>	<b>68,001</b>	<b>611</b>	<b>1,475</b>	<b>7,148</b>	<b>135,028</b>
<b>At 31 December 2013</b>		<b>7,338</b>	<b>18,952</b>	<b>30,983</b>	<b>77,326</b>	<b>958</b>	<b>1,312</b>	<b>3,112</b>	<b>139,981</b>

### 3. Property, plant and equipment (cont'd)

#### 3.1 Leasehold land

Included in the carrying amount of leasehold land are lease of land with:

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Unexpired lease period less than 50 years	95	99	-	-
Unexpired lease period more than 50 years	7,338	7,456	7,338	7,456
	<b>7,433</b>	7,555	<b>7,338</b>	7,456

### 4. Intangible assets

Group	Note	Goodwill RM'000	Computer software RM'000	Total RM'000
<b>Cost</b>				
<b>At 1 January 2012</b>		6,312	14,425	20,737
Acquisition		-	1,380	1,380
Dilution of investment in a jointly-controlled entity		(1,312)	(1)	(1,313)
Effect of movements in exchange rates		-	8	8
<b>At 31 December 2012/1 January 2013</b>		<b>5,000</b>	<b>15,812</b>	<b>20,812</b>
Acquisition		-	1,169	1,169
Transfer of property, plant and equipment		-	1,132	1,132
Effect of movements in exchange rates		-	28	28
<b>At 31 December 2013</b>		<b>5,000</b>	<b>18,141</b>	<b>23,141</b>
<b>Amortisation</b>				
<b>At 1 January 2012</b>		-	9,149	9,149
Amortisation for the year	14	-	2,281	2,281
Dilution of investment in a jointly-controlled entity		-	(9)	(9)
Effect of movements in exchange rates		-	3	3
<b>At 31 December 2012/1 January 2013</b>		<b>-</b>	<b>11,424</b>	<b>11,424</b>
Amortisation for the year	14	-	2,395	2,395
Effect of movements in exchange rates		-	13	13
<b>At 31 December 2013</b>		<b>-</b>	<b>13,832</b>	<b>13,832</b>
<b>Carrying amounts</b>				
<b>At 1 January 2012</b>		6,312	5,276	11,588
<b>At 31 December 2012/1 January 2013</b>		<b>5,000</b>	<b>4,388</b>	<b>9,388</b>
<b>At 31 December 2013</b>		<b>5,000</b>	<b>4,309</b>	<b>9,309</b>

## 4. Intangible assets (cont'd)

Company	Note	Computer software RM'000
<b>Cost</b>		
<b>At 1 January 2012</b>		11,820
Additions		225
Transfer to a subsidiary		(3,485)
<b>At 31 December 2012/1 January 2013</b>		<b>8,560</b>
Additions		187
Transfer from property, plant and equipment		1,132
<b>At 31 December 2013</b>		<b>9,879</b>
<b>Amortisation</b>		
<b>At 1 January 2012</b>		7,385
Amortisation for the year	14	650
<b>At 31 December 2012/1 January 2013</b>		<b>8,035</b>
Amortisation for the year	14	334
<b>At 31 December 2013</b>		<b>8,369</b>
<b>Carrying amounts</b>		
<b>At 1 January 2012</b>		4,435
<b>At 31 December 2012/1 January 2013</b>		<b>525</b>
<b>At 31 December 2013</b>		<b>1,510</b>

## 4.1 Impairment testing for cash-generating units containing goodwill

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level within the Group at which the goodwill is monitored for internal management purposes.

	Group	
	2013 RM'000	2012 RM'000
<b>Subsidiary</b>		
Luen Heng F&B Sdn. Bhd.	5,000	5,000
	<b>5,000</b>	5,000

#### 4. Intangible assets (cont'd)

The recoverable amount of the cash-generating unit (“CGU”) - Luen Heng F&B Sdn. Bhd. was based on its value-in-use calculations. The recoverable amount for the CGU was higher than the aggregate carrying amount of the identifiable net assets and goodwill allocated and hence, no impairment loss was recognised during the year.

Value-in-use of the CGU was determined by discounting the future cash flows forecasted to be generated from the continuing use of the CGU. The key assumptions used for the CGU are as follows:

- Projected EBITDA are expected to approximate the annual net cash flow.
- EBITDA was projected for 6 years and discounted at 9%.

#### 5. Investments in subsidiaries

	Company	
	2013 RM'000	2012 RM'000
Unquoted shares - at cost	393,672	393,672

The following are the subsidiaries of the Group:

Name of company	Principal activities	Country of incorporation	Effective ownership interest	
			2013 %	2012 %
Carlsberg Marketing Sdn. Bhd.	Marketing and distribution of beer, stout, shandy and non- alcoholic beverages	Malaysia	100	100
Euro Distributors Sdn. Bhd.	Dormant	Malaysia	100	100
Luen Heng F&B Sdn. Bhd.	Importation, distribution and sale of alcoholic and non-alcoholic beverages	Malaysia	70	70
Carlsberg Singapore Pte. Ltd. #	Importation and marketing of beer and liquor products	Malaysia	100	100

# Audited by a member firm of KPMG International.

In conjunction with the investment undertaken in Luen Heng F&B Sdn. Bhd. (“LHFB”) in 2008, the Company entered into a call and put option with LHFB’s corporate shareholder, Luen Heng Agency Sdn. Bhd. (“LHA”), allowing the Company to acquire the remaining interest held by LHA or LHA to sell its interest in LHFB to the Company, at any time after three (3) years of the date of the acquisition. The consideration is to be based on LHFB’s fair value which is to be determined by an international firm of accountants. Both parties have not exercised their rights during the year.

**6. Investment in an associate**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Quoted shares, outside Malaysia	19,936	19,936	19,936	19,936
Share of post-acquisition reserves	20,944	14,720	-	-
	<b>40,880</b>	34,656	<b>19,936</b>	19,936
Market value				
Quoted shares, outside Malaysia	<b>178,914</b>	127,235	-	-

Name of company	Principal activities	Country of Incorporation	Effective ownership interest	
			2013 %	2012 %
Lion Brewery (Ceylon) PLC	Manufacturing, marketing and distribution of beer, stout, shandy and non-alcoholic beverages	Sri Lanka	<b>24.6</b>	24.6

**Summary financial information on associate:**

	2013 RM'000	2012 RM'000
Revenue (100%)	<b>338,272</b>	302,759
Profit after taxation (100%)	<b>23,894</b>	30,915
Total assets (100%)	<b>532,448</b>	306,463
Total liabilities (100%)	<b>377,440</b>	175,345

In conjunction with the investment undertaken in Lion Brewery (Ceylon) PLC, the Company had written a call option with the principal licensor, Carlsberg A/S, its ultimate holding company incorporated in Denmark, allowing Carlsberg A/S to acquire the Company's interest in the associate, should certain events occur. The purchase consideration is to be based on an agreed formula and in any event to be a minimum of the original purchase price paid by the Company. The Directors of the Company consider the likelihood of occurrence of such events as remote and hence, the option's fair value is insignificant.

**7. Receivables, deposits and prepayments**

		Group		Company	
	Note	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Non-current</b>					
Loan to a subsidiary	7.1	-	-	648	4,848
<b>Current</b>					
<b>Trade</b>					
Trade receivables	20.4	222,113	215,469	-	-
Allowance for impairment loss	20.4	(4,833)	(4,850)	-	-
		217,280	210,619	-	-
Amount due from related companies	7.2	3,270	376	-	-
		220,550	210,995	-	-
<b>Non-trade</b>					
Amount due from subsidiaries	7.2	-	-	190	121
Amount due from related companies	7.2	265	363	230	363
Other receivables		7,094	4,132	1,797	1,993
Deposits		7,050	10,383	5,350	7,200
Prepayments	7.3	53,003	34,584	329	714
		67,412	49,462	7,896	10,391
		287,962	260,457	7,896	10,391

**7.1 Loan to a subsidiary**

The loan to a subsidiary is unsecured, and carries interest at a rate calculated as the average of the base lending rate and fixed deposit rate of Malayan Banking Berhad on such outstanding amount from time to time. The loan is not expected to be repaid by the subsidiary within the next twelve months.

**7.2 Amounts due from subsidiaries and related companies**

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

**7.3 Prepayments**

Prepayments comprise of upfront cash payment to sales outlets which are amortised over the duration of the contracts entered with these outlets.

**8. Deferred tax assets/(liabilities)****Recognised deferred tax assets and liabilities**

Deferred tax assets and liabilities are attributable to the following:

Group	Assets		Liabilities		Net	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Property, plant and equipment	-	-	(19,967)	(22,871)	(19,967)	(22,871)
Others	2,927	3,094	-	-	2,927	3,094
Tax assets/(liabilities)	2,927	3,094	(19,967)	(22,871)	(17,040)	(19,777)
Set off of tax	(2,891)	(2,231)	2,891	2,231	-	-
Net tax liabilities	36	863	(17,076)	(20,640)	(17,040)	(19,777)

**Company**

Property, plant and equipment	-	-	(17,351)	(21,040)	(17,351)	(21,040)
Others	991	546	-	-	991	546
Tax assets/(liabilities)	991	546	(17,351)	(21,040)	(16,360)	(20,494)
Set off of tax	(991)	(546)	991	546	-	-
Net tax liabilities	-	-	(16,360)	(20,494)	(16,360)	(20,494)

**Movement in temporary differences during the year**

Group	Recognised in profit or loss		Recognised in profit or loss		At 31.12.2013 RM'000
	At 1.1.2012 RM'000	(Note 16) RM'000	At 1.1.2013 RM'000	(Note 16) RM'000	
Property, plant and equipment	(20,021)	(2,850)	(22,871)	2,904	(19,967)
Others	1,675	1,419	3,094	(167)	2,927
	(18,346)	(1,431)	(19,777)	2,737	(17,040)

**Company**

Property, plant and equipment	(18,277)	(2,763)	(21,040)	3,689	(17,351)
Others	1,263	(717)	546	445	991
	(17,014)	(3,480)	(20,494)	4,134	(16,360)



**9. Inventories**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Finished goods	35,386	36,029	9,163	6,846
Work-in-progress	2,457	2,382	2,457	2,382
Raw, packaging and other materials	8,394	5,204	8,314	5,005
Spare parts for machinery	3,470	3,225	3,275	3,017
	<b>49,707</b>	46,840	<b>23,209</b>	17,250
Recognised in profit or loss:				
Allowance for inventories written down/(back)	320	733	300	(246)
Finished goods written off	2,032	3,323	162	98

**10. Cash and cash equivalents**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Deposits with licensed banks	1,990	2,030	1,200	1,430
Cash and bank balances	42,151	55,658	2,236	16,272
	<b>44,141</b>	57,688	<b>3,436</b>	17,702

**11. Share capital and reserves****Share capital**

	Group and Company			
	Amount 2013 RM'000	Number of shares 2013 '000	Amount 2012 RM'000	Number of shares 2012 '000
Authorised:				
Ordinary shares of RM0.50 each	300,000	600,000	300,000	600,000
Issued and fully paid:				
Ordinary shares of RM0.50 each	154,039	308,078	154,039	308,078

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets. In respect of the Company's treasury shares that are held by the Group and the Company (see Note 11.4), all rights are suspended until those shares are reissued.

**11. Share capital and reserves (cont'd)****Reserves**

	Note	Group		Company	
		2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Non-distributable reserves:					
Share premium		7,367	7,367	7,367	7,367
Other reserves:					
Capital reserve	11.1	3,931	3,931	-	-
Exchange reserve	11.2	505	(2,334)	-	-
Share option reserve	11.3	747	146	554	205
Treasury shares	11.4	(12,043)	(12,043)	(12,043)	(12,043)
Put option reserve	11.5	(20,057)	-	(20,057)	-
Others		(780)	(780)	-	-
		(20,330)	(3,713)	(24,179)	(4,471)
Distributable reserves:					
Retained earnings	11.6	140,017	148,713	294,854	341,464
		119,687	145,000	270,675	336,993

**11.1 Capital reserve**

The capital reserve comprises reserve capitalised by a subsidiary for bonus issue of shares in prior years.

**11.2 Exchange reserve**

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of the Group entities with functional currencies other than RM.

**11.3 Share option reserve**

The share option reserve comprises the cumulative value of employee services received for the issue of share options granted by the holding company. The grant date fair value of the share options granted to these employees is recognised as an employee expense in profit or loss and a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. Any recharge by Carlsberg A/S in excess of the initial capital contribution initially recognised in the equity is treated as a capital distribution and would be recorded directly in equity.

**11.4 Treasury shares**

In 1999 via a resolution passed in a general meeting, the Company repurchased 2,330,000\* of its issued share capital from the open market. The aggregate consideration paid for the repurchased shares was RM12,043,000, representing an average price of RM5.17\* per ordinary share. The shares repurchased are being held as treasury shares in accordance with the provisions of Section 67A of the Companies Act, 1965.

No further shares were repurchased during the financial year ended 31 December 2013 and none of the previously repurchased shares were reissued, distributed as share dividends, resold or cancelled.

\* After adjusting for the share split exercise in 2005.

**11.5 Put option reserve**

As disclosed in Note 5, in 2008, the Company entered into a call and put option with LHFB's corporate shareholder, LHA, allowing the Company to acquire the remaining interest held (30%) by LHA or LHA to sell its interest in LHFB to the Company, at any time after (3) years of the acquisition. The put option liability is recognised based on projected multiples of LHFB's 2013 EBITDA and is recognised as a liability and correspondingly in the put option reserve.

## 11. Share capital and reserves (cont'd)

### 11.6 Retained earnings

The Finance Act 2007 introduced a single tier company income tax system with effect from year of assessment 2008. Under this system, companies are not required to have tax credits under Section 108 of the Income Tax Act 1967 for dividend payment purposes. The Company has made an irrevocable election to pay dividends under the single tier tax system.

## 12. Payables and accruals

		Group		Company	
	Note	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Trade</b>					
Trade payables		159,977	152,456	47,977	50,410
Amount due to immediate holding company	12.1	13,670	12,232	5,803	4,852
Amount due to related companies	12.1	9,530	2,054	5,793	253
		183,177	166,742	59,573	55,515
<b>Non-trade</b>					
Other payables	12.2	21,257	29,637	6,543	9,364
Accrued expenses		16,548	20,853	6,461	6,644
Amount due to ultimate holding company	12.3	149	613	149	613
Amount due to subsidiary	12.3	–	–	55,352	16,069
Amount due to related companies	12.3	109	72	109	72
Put option reserve	11.5	20,057	–	20,057	–
		58,120	51,175	88,671	32,762
		241,297	217,917	148,244	88,277

### 12.1 Amounts due to immediate holding company and related companies

Amounts due to immediate holding company and related companies are unsecured, interest free and subjected to credit terms of 90 days.

### 12.2 Other payables

Included in other payables of the Group is a loan given to a subsidiary by its non-controlling shareholder amounting to RM0.28 million (2012: RM2.08 million). The loan is unsecured, carries interest at a rate calculated as the average of the base lending rate and fixed deposit rate of Malayan Banking Berhad of 4.85% (2012: 4.83%) on such outstanding amount from time to time and is repayable on demand.

### 12.3 Amounts due to ultimate holding company, subsidiary and related companies

Amounts due to ultimate holding company, subsidiary and related companies are unsecured, interest free and repayable on demand.

**13. Loans and borrowings**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Current-unsecured</b>				
Bank overdraft	8,422	-	-	-
Revolving credits	32,000	5,000	-	-
	<b>40,422</b>	<b>5,000</b>	<b>-</b>	<b>-</b>

The short term bank loan and revolving credits of the Group are subjected to interests ranging from 1.30% to 4.76% (2012: 4.66% to 4.68%) per annum.

**14. Operating profit**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Operating profit is arrived at after charging:</b>				
Amortisation of intangible assets	2,395	2,281	334	650
Auditors' remuneration:				
– Audit services	393	349	91	91
Depreciation of property, plant and equipment	22,304	19,593	13,703	12,940
Allowance for inventories written down	320	733	300	-
Inventories written off	2,032	3,323	162	98
Impairment loss on receivables	423	850	-	-
Bad debts written off	236	-	45	-
Personnel expenses (including key management personnel):				
– Contributions to Employees Provident Fund	8,295	8,816	2,489	2,577
– Contributions to other defined contribution plan	608	589	253	264
– Wages, salaries and others	78,402	75,955	26,667	25,627
Property, plant and equipment written off	9	26	9	20
Share of net liability of jointly-controlled entity arising from restructuring	-	-	-	11,655
Rental of land and buildings	4,153	4,319	1,679	1,074
Realised foreign exchange loss	286	-	161	-
Unrealised foreign exchange loss	-	707	283	124

**14. Operating profit (cont'd)**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>and after crediting:</b>				
Allowance for inventories written back	-	-	-	246
Bad debts recovered	370	628	-	-
Dividend income from unquoted subsidiaries	-	-	116,880	126,457
Dividend income from a foreign quoted associate	-	-	1,700	1,667
Gain on disposal of property, plant and equipment	1,530	1,143	101	92
Gain on disposal of other assets	101	-	-	-
Interest income	977	654	550	598
Realised foreign exchange gain	-	1,592	-	1,131
Rental income from subsidiary	-	-	840	840
Unrealised foreign exchange gain	102	-	-	-

**15. Key management personnel compensation**

The key management personnel compensation are as follows:

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Directors:				
- Fees	168	160	168	160
- Remuneration	1,332	1,205	1,332	1,205
- Other short term employee benefits (including estimated monetary value of benefits-in-kind)	1,010	913	1,010	913
	2,510	2,278	2,510	2,278
- Post-employment benefits	108	97	108	97
- Share-based payments	172	107	172	107
	2,790	2,482	2,790	2,482
Other key management personnel:				
- Short term employee benefits	8,767	9,190	2,205	2,519
- Post-employment benefits	292	320	69	85
- Share-based payments	213	194	107	120
	9,272	9,704	2,381	2,724
	12,062	12,186	5,171	5,206

Other key management personnel comprises persons other than the Directors of Group entities, having authority and responsibility for planning, directing and controlling the activities of the entity either directly or indirectly.

**16. Tax expense****Recognised in profit or loss**

Major components of tax expense include:

	Group		Company	
	2013	2012	2013	2012
	RM'000	RM'000	RM'000	RM'000
<b>Current tax expense</b>				
Malaysian				
– current year	44,788	38,970	8,771	6,849
– over provision in prior year	(478)	(987)	(753)	(215)
Overseas				
– current year	8,269	12,469	–	–
– (over)/under provision in prior year	(33)	15	–	–
	52,546	50,467	8,018	6,634
<b>Deferred tax expense</b>				
Origination and reversal of temporary differences	(325)	1,387	(249)	244
(Over)/Under provision in prior year	(2,412)	44	(3,885)	3,236
Total deferred tax	(2,737)	1,431	(4,134)	3,480
Total tax expense	49,809	51,898	3,884	10,114
<b>Reconciliation of tax expense</b>				
Profit before tax	236,429	245,651	149,895	139,406
Share of profit of equity accounted associate, net of tax	(5,878)	(7,605)	–	–
Profit before tax excluding share of profit after tax of equity accounted associate	230,551	238,046	149,895	139,406
Tax at Malaysian tax rate of 25% (2012: 25%)	57,638	59,512	37,474	34,852
Effect of tax in foreign jurisdiction	(4,000)	(5,797)	–	–
Non taxable income	(547)	(474)	(29,783)	(32,168)
Non-deductible expenses	2,054	2,092	831	4,409
Double deduction on permitted expenses	(2,383)	(2,521)	–	–
Other items	(163)	(251)	–	–
Current year losses for which no deferred tax asset was recognised	133	265	–	–
	52,732	52,826	8,522	7,093
(Over)/Under provision in prior year	(2,923)	(928)	(4,638)	3,021
Tax expense	49,809	51,898	3,884	10,114

**17. Earnings per ordinary share****Basic earnings per ordinary share**

The calculation of basic earnings per ordinary share at 31 December 2013 was based on the profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding calculated as follows:

Profit attributable to ordinary shareholders

	2013 RM'000	Group 2012 RM'000
Profit for the year attributable to shareholders	183,925	191,632

Weighted average number of ordinary shares

	2013 '000	Group 2012 '000
Issued ordinary shares as at 1 January/31 December	308,078	308,078
Effect of treasury shares held	(2,330)	(2,330)
	305,748	305,748
Basic earnings per ordinary share (sen)	60.16	62.68

**18. Dividends**

Dividends recognised in the current year by the Company are:

	Sen per share	Total amount RM'000	Date of payment
<b>2013</b>			
First interim 2013 ordinary – single tier	5.0	15,287	11 October 2013
Final & special 2012 ordinary – single tier	58.0	177,334	20 May 2013
<b>Total amount</b>		<b>192,621</b>	
<b>2012</b>			
First interim 2012 ordinary – single tier	5.0	15,287	11 October 2012
Final 2011 ordinary – tax exempt	2.0	6,115	18 May 2012
Special Final 2011 ordinary	49.1	150,199	18 May 2012
<b>Total amount</b>		<b>171,601</b>	

### 18. Dividends (cont'd)

After the reporting period, the following dividend was proposed by the Directors. This dividend will be recognised in subsequent financial report upon approval by the shareholders.

	Sen per RM0.50 share	Total amount RM'000
<b>2013</b>		
Final and special ordinary – single tier	56.0	171,219

### 19. Operating segments

The Group has three reportable segments, which are the Group's geographical segments. The strategic business units offer similar products but are managed separately because they require different marketing strategies due to the geographical locations. For each of the strategic business unit, the Group's Managing Director (the chief operating decision maker) reviews internal management reports at least on a quarterly basis.

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

- Malaysia Includes manufacturing, marketing and distribution of both alcoholic and non-alcoholic beverages by entities in Malaysia.
- Singapore Includes marketing and distribution of both alcoholic and non-alcoholic beverages by an entity in Singapore.
- Others Includes marketing and distribution of both alcoholic and non-alcoholic beverages in geographical locations other than Malaysia and Singapore.

Performance is measured based on segment profit, as included in the internal management reports that are reviewed by the Group's Managing Director. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of the segments relative to other entities that operate within these industries.

#### Segment assets, liabilities and capital expenditures

Segment assets, liabilities and capital expenditures information is neither included in the internal management reports nor provided regularly to the Group's Managing Director. Hence no disclosure is made.

	Malaysia RM'000	Singapore RM'000	Others RM'000	Total RM'000
<b>2013</b>				
Segment profit	184,251	50,637	-	234,888
<i>Included in the measure of segment profit are:</i>				
Revenue from external customers	1,219,324	335,825	-	1,555,149
Inter-segment revenue	54,110	-	-	54,110
Depreciation and amortisation	23,158	1,541	-	24,699
<i>Not included in the measure of segment profit but provided to Managing Director:</i>				
Finance costs	(4,682)	(636)	-	(5,318)
Interest income	977	-	-	977
Income tax expense	(41,598)	(8,211)	-	(49,809)
Share of profit of equity accounted associate, net of tax	-	-	5,878	5,878



## 19. Operating segments (cont'd)

## Segment assets, liabilities and capital expenditures (cont'd)

	Malaysia RM'000	Singapore RM'000	Others RM'000	Total RM'000
<b>2012</b>				
Segment profit/(loss)	167,809	74,708	(1,336)	241,181
<i>Included in the measure of segment profit/(loss) are:</i>				
Revenue from external customers	1,208,928	371,061	4,791	1,584,780
Inter-segment revenue	57,440	-	-	57,440
Depreciation and amortisation	20,598	1,229	47	21,874
<i>Not included in the measure of segment profit but provided to Managing Director:</i>				
Finance costs	(4,058)	(692)	(221)	(4,971)
Interest income	653	1	-	654
Income tax expense	(39,408)	(12,490)	-	(51,898)
Share of profit of equity accounted associate, net of tax	-	-	7,605	7,605

## Reconciliations of segment profit or loss

	2013 RM'000	2012 RM'000
<b>Profit</b>		
Total segment profit	234,888	241,181
Inter-segment elimination	4	1,182
Finance costs	(5,318)	(4,971)
Interest income	977	654
Share of profit of equity accounted associate, net of tax	5,878	7,605
Consolidated profit before tax	236,429	245,651

## Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on geographical location of customers. Segment assets are based on the geographical location of the assets. The amounts of non-current assets do not include financial instruments (including investments in associates) and deferred tax assets.

Geographical location	Revenue		Non-current assets	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Malaysia	1,211,009	1,203,827	170,557	165,524
Singapore	335,825	371,061	3,728	2,671
Taiwan	-	4,791	-	-
Other countries	8,315	5,101	-	-
	1,555,149	1,584,780	174,285	168,195

## Major customers

The Group does not transact with a single external customer amounting to 10% or more than the Group's total revenue.

**20. Financial instruments****20.1 Categories of financial instruments**

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

- (a) Loans and receivables (“L&R”); and
- (b) Other financial liabilities measured at amortised cost (“OL”).

<b>31 December 2013</b>	<b>Carrying amount RM'000</b>	<b>L&amp;R/ (OL) RM'000</b>
<b>Group</b>		
<b>Financial assets</b>		
Trade and other receivables*	234,959	234,959
Cash and cash equivalents	44,141	44,141
	<b>279,100</b>	<b>279,100</b>
<b>Financial liabilities</b>		
Loans and borrowings	(40,422)	(40,422)
Payables and accruals	(241,297)	(241,297)
	<b>(281,719)</b>	<b>(281,719)</b>
<b>Company</b>		
<b>Financial assets</b>		
Trade and other receivables*	7,567	7,567
Cash and cash equivalents	3,436	3,436
Loan to a subsidiary	648	648
	<b>11,651</b>	<b>11,651</b>
<b>Financial liabilities</b>		
Payables and accruals	(148,244)	(148,244)

**20. Financial instruments (cont'd)****20.1 Categories of financial instruments (cont'd)**

31 December 2012	Carrying amount RM'000	L&R/ (OL) RM'000
<b>Group</b>		
<b>Financial assets</b>		
Trade and other receivables*	225,873	225,873
Cash and cash equivalents	57,688	57,688
	283,561	283,561
<b>Financial liabilities</b>		
Loans and borrowings	(5,000)	(5,000)
Payables and accruals	(217,917)	(217,917)
	(222,917)	(222,917)
<b>Company</b>		
<b>Financial assets</b>		
Trade and other receivables*	9,677	9,677
Cash and cash equivalents	17,702	17,702
Loan to a subsidiary	4,848	4,848
	32,227	32,227
<b>Financial liabilities</b>		
Payables and accruals	(88,277)	(88,277)

\*excluding prepayments

**20.2 Net gains and losses arising from financial instruments**

Net gains/(losses) arising from financial instruments comprises interest income/(expense), unrealised foreign exchange gains/(losses) and impairment losses.

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Loans and receivables	1,368	(321)	438	684
Financial liabilities measured at amortised cost	(5,896)	(4,925)	(737)	(1,024)

**20. Financial instruments (cont'd)**

**20.3 Financial risk management**

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

- Credit risk
- Liquidity risk
- Market risk

**20.4 Credit risk**

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

**Receivables**

*Risk management objectives, policies and processes for managing the risk*

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on new customers requiring credit. The Group normally requires collateral from its customers.

*Exposure to credit risk, credit quality and collateral*

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

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are measured at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 120 days, which are deemed to have higher credit risk, are monitored individually.

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

	2013 RM'000	2012 RM'000
Malaysia	151,899	154,891
Singapore	65,381	55,728
	<b>217,280</b>	210,619

**20. Financial instruments (cont'd)****20.4 Credit risk (cont'd)****Receivables (cont'd)***Impairment losses*

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

Group	Gross RM'000	Individual impairment RM'000	Net RM'000
<b>31 December 2013</b>			
Not past due	188,494	–	188,494
Past due 1 – 30 days	23,090	(820)	22,270
Past due 31 – 60 days	4,181	(78)	4,103
Past due 61 – 90 days	1,373	(30)	1,343
Past due more than 90 days	4,975	(3,905)	1,070
	222,113	(4,833)	217,280
<b>31 December 2012</b>			
Not past due	182,415	–	182,415
Past due 1 – 30 days	14,144	–	14,144
Past due 31 – 60 days	5,247	–	5,247
Past due 61 – 90 days	6,271	–	6,271
Past due more than 90 days	7,392	(4,850)	2,542
	215,469	(4,850)	210,619

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

	2013 RM'000	2012 RM'000
<b>At 1 January</b>	<b>(4,850)</b>	(15,270)
Impairment loss recognised	<b>(423)</b>	(2,751)
Impairment loss reversed	–	1,901
Impairment loss written off	<b>440</b>	11,270
<b>At 31 December</b>	<b>(4,833)</b>	(4,850)

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

## 20. Financial instruments (cont'd)

### 20.4 Credit risk (cont'd)

#### **Intercompany balances**

*Risk management objectives, policies and processes for managing the risk*

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

*Exposure to credit risk and credit quality*

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

*Impairment losses*

As at the end of the reporting period, there was no indication that the loans and advances to the subsidiaries were not recoverable. Non-current loans to subsidiaries are not overdue whilst advances to subsidiaries have been outstanding for less than a year.

#### **Cash and cash equivalents**

*Risk management objectives, policies and processes for managing the risk*

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

Cash and cash equivalents are placed only with licensed financial institutions.

*Exposure to credit risk and credit quality*

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

*Impairment losses*

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

### 20.5 Liquidity risk

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

The Group and the Company maintains a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

**20. Financial instruments (cont'd)****20.5 Liquidity risk (cont'd)***Maturity analysis*

	Carrying amount RM'000	Contractual interest rate %	Contractual cash flows RM'000	Under 1 year RM'000
<b>Group</b>				
<b>31 December 2013</b>				
Payables and accruals *	220,962	-	220,962	220,962
Loan from a subsidiary's non-controlling shareholder	278	4.85	291	291
Bank borrowings	40,422	1.30 – 4.76	40,497	40,497
	<b>261,662</b>		<b>261,750</b>	<b>261,750</b>
<b>31 December 2012</b>				
Payables and accruals	215,840	-	215,840	215,840
Loan from a subsidiary's non-controlling shareholder	2,077	4.83	2,177	2,177
Bank borrowings	5,000	4.66 – 4.68	5,058	5,058
	<b>222,917</b>		<b>223,075</b>	<b>223,075</b>
<b>Company</b>				
<b>31 December 2013</b>				
Payables and accruals *	128,187	-	128,187	128,187
<b>31 December 2012</b>				
Payables and accruals	88,277	-	88,277	88,277

\* excluding put option reserve

**20.6 Market risk**

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

**20.6.1 Currency risk**

The Group and the Company are exposed to foreign currency risk on sales and purchases that are denominated in a currency other than the respective functional currencies of Group entities. The currencies giving rise to this risk are primarily U.S. Dollar ("USD").

*Risk management objectives, policies and processes for managing the risk*

The Group and the Company did not hedge any foreign trade receivables and trade payables denominated in foreign currency during the year. In respect of other monetary assets and liabilities held in currencies other than RM and Singapore Dollar, the Group ensures that the net exposure is kept to an acceptable level.

*Currency risk sensitivity analysis*

The exposure to currency risk of Group entities to USD is not material and hence, sensitivity analysis is not presented.

**20. Financial instruments (cont'd)****20.6 Market risk (cont'd)****20.6.2 Interest rate risk**

The Group's and the Company's borrowings are not exposed to a risk of change in their fair values due to changes in interest rates. The Group's and the Company's borrowings are exposed to a risk of change in cash flows due to changes in interest rate. Receivables and payables are not significantly exposed to interest rate risk.

*Risk management objectives, policies and processes for managing the risk*

The Group's and the Company's borrowings are short term in nature. As such, the Group and the Company do not engage in any hedging activities to manage interest risk fluctuations.

*Exposure to interest rate risk*

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

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Fixed rate instruments</b>				
Deposits with licensed banks	1,990	2,030	1,200	1,430
<b>Floating rate instruments</b>				
Bank overdraft	(8,422)	-	-	-
Loan to a subsidiary	-	-	648	4,848
Loan from a subsidiary's non-controlling shareholder	(278)	(2,077)	-	-
Revolving credits	(32,000)	(5,000)	-	-

*Interest rate risk sensitivity analysis*

The Group and the Company do not account for any fixed rate financial assets and liabilities at fair value. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

The exposure to interest rate risk arising from floating rate instruments is not material, and hence, sensitivity analysis is not presented.

**20.7 Fair value of financial instruments**

The carrying amounts of cash and cash equivalents, short term receivables and payables and short term borrowings approximate their fair values due to the relatively short term nature of these financial instruments.

The fair value of the loan to subsidiary of the Company approximates its carrying value.

**21. Capital management**

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Directors monitor and determine to maintain an optimal debt-to-equity ratio that complies with regulatory requirements.

Under the requirement of Bursa Malaysia Practice Note No. 17/2005, the Company is required to maintain a consolidated shareholders' equity equal to or not less than the 25 percent of the issued and paid-up capital (excluding treasury shares) and such shareholders' equity is not less than RM40 million. The Company has complied with this requirement.



**22. Operating leases****Leases as lessee**

Non-cancellable operating lease rentals are payable as follows:

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Less than one year	4,593	3,960	508	250
Between one and five years	4,006	2,737	172	60
	<b>8,599</b>	6,697	<b>680</b>	310

The Group and the Company lease a number of sales offices under operating leases. The leases typically run for a period of two (2) years, with an option to renew the lease after the date of expiration. None of the leases includes contingent rentals.

**23. Capital commitments**

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Capital expenditure commitments</b>				
<b>Plant and equipment</b>				
Authorised and contracted for	779	3,759	–	2,628
Authorised but not contracted for	–	1,109	–	1,109
	<b>779</b>	4,868	–	3,737

**24. Related parties****Identity of related parties**

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

The Group has a related party relationship with the holding company and its related corporations, its subsidiaries (see Note 5), an associate (see Note 6), Directors and key management personnel.

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel includes all the Directors of the Group, and certain members of senior management of the Group.

**24. Related parties (cont'd)****Identity of related parties (cont'd)**

Details of the related party transactions (other than key management personnel remuneration disclosed in Note 15 to the financial statements) with the Group are as follows:

	Transaction value year ended 31 December			
	Group		Company	
	2013	2012	2013	2012
	RM'000	RM'000	RM'000	RM'000
<b>Immediate holding company</b>				
Management fees payable	4,303	4,144	3,171	3,036
Purchases of materials and products	1,372	919	647	759
Reimbursement of expenses	9,449	11,559	5,029	7,989
Royalties payable	31,531	31,624	6,132	5,861
<b>Related companies</b>				
Purchases of materials and products	34,835	23,835	16,122	1,724
Purchases of services	569	452	569	452
Sale of goods and services	410	-	-	-
Rental of premises	832	817	-	-
Others	944	196	25	-
<b>Companies deemed related to certain directors of a subsidiary</b>				
Sale of goods and services	4,738	3,602	-	-
Purchases of materials and products	516	-	-	-
Rental of premises	78	26	-	-
<b>Subsidiaries</b>				
Sale of goods and services			766,890	757,911
Transfer of property, plant and equipment at net book value			-	3
Transfer of intangible assets at net book value			-	3,845
Management fee received			11,500	11,500
Rental income			840	840
Dividend income			116,880	126,459
Interest received			132	319

The terms and conditions for the above transactions are based on negotiated terms. All the amounts outstanding are unsecured and expected to be settled with cash.

Outstanding balances are disclosed accordingly in Notes 7 and 12.

**25. Supplementary financial information on the breakdown of realised and unrealised profits or losses**

The breakdown of the retained earnings of the Group and of the Company as at 31 December 2013, into realised and unrealised profits pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements, are as follows:

	Group		Company	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Total retained earnings of the Company and its subsidiaries:				
– realised	<b>516,916</b>	527,575	<b>313,881</b>	359,108
– unrealised	<b>(19,334)</b>	(17,509)	<b>(19,027)</b>	(17,644)
	<b>497,582</b>	510,066	<b>294,854</b>	341,464
Total share of retained earnings of associate:				
– realised	<b>23,710</b>	16,837	–	–
– unrealised	<b>(5,818)</b>	(3,782)	–	–
	<b>515,474</b>	523,121	<b>294,854</b>	341,464
Less: Consolidation adjustments	<b>(375,457)</b>	(374,408)	–	–
Total retained earnings	<b>140,017</b>	148,713	<b>294,854</b>	341,464

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

# Statement by Directors

pursuant to Section 169(15) of the Companies Act, 1965

In the opinion of the Directors, the financial statements set out on pages 71 to 116 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and 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 2013 and of their financial performance and cash flows for the financial year then ended.

In the opinion of the Directors, the information set out in Note 25 on page 117 to the financial statements has been compiled in accordance with the Guidance on Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants, and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

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

.....  
**Datuk M.R. Gopala Krishnan C.R.K. Pillai**  
Director

.....  
**Henrik Juel Andersen**  
Managing Director

Shah Alam

3 March 2014

# Statutory Declaration

pursuant to Section 169(16) of the Companies Act, 1965

I, **Lew Yoong Fah**, the officer primarily responsible for the financial management of Carlsberg Brewery Malaysia Berhad, do solemnly and sincerely declare that the financial statements set out on pages 71 to 117 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the above named in Kuala Lumpur on 3 March 2014.

.....  
**Lew Yoong Fah**

Before me:

**Lee Chin Hin**

(No.W493)

Commissioner of Oaths

Kuala Lumpur

3 March 2014

# Independent Auditors' Report

## to the members of Carlsberg Brewery Malaysia Berhad

### Report on the Financial Statements

We have audited the financial statements of Carlsberg Brewery Malaysia Berhad, which comprise the statements of financial position as at 31 December 2013 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, changes in equity and 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 71 to 116.

#### *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 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 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 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 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 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 2013 and of their financial performance and cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 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 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 its subsidiaries have been properly kept in accordance with the provisions of the Act.
- (b) We have considered the accounts and the auditors' report of the subsidiary of which we have not acted as auditors, which is indicated in Note 5 to the financial statements.
- (c) We are satisfied that the accounts of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.
- (d) The audit reports on the accounts of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Independent Auditors' Report  
to the members of Carlsberg Brewery Malaysia Berhad

**Other Reporting Responsibilities**

Our audit was made for the purpose of forming an opinion on the financial statements taken as a whole. The information set out in Note 25 on page 117 to the financial statements has been compiled by the Company as required by the Bursa Malaysia Securities Berhad Listing Requirements. We have extended our audit procedures to report on the process of compilation of such information. In our opinion, the information has been properly compiled, in all material respects, in accordance with the Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

**Other Matters**

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 content of this report.

.....  
**KPMG**

Firm Number: AF 0758  
Chartered Accountants

Petaling Jaya, Selangor

3 March 2014

.....  
**Adrian Lee Lye Wang**

Approval Number: 2679/11/15(J)  
Chartered Accountant

# Carlsberg Malaysia's Sales Offices

## ALOR SETAR

c/o Chuan Leong Trading (Kedah) S/B  
No. 59, Jalan Utara 4,  
Kawasan Perusahaan Mergong Barrage,  
Jalan Lencong Barat,  
05050 Alor Setar, Kedah.  
Tel : 04-734 3712  
Fax : 04-734 3712

## BUTTERWORTH

No. 6, Lengkok Kikik 1,  
Taman Inderawasih,  
13600 Prai, Butterworth, Penang.  
Tel : 04-390 3077 / 390 5231  
Fax : 04-399 1488

## IPOH

No. 87, Rishah Permai 1,  
Taman Rishah Permai,  
30100 Ipoh, Perak.  
Tel : 05-281 3700 / 281 3713  
Fax : 05-281 4116

## KOTA BAHRU

No. 5591-F, Jalan Sultan Yahya Putra,  
Wakaf Siku,  
15200 Kota Bharu, Kelantan.  
Tel & Fax : 09-744 0624

## KUANTAN

No. 25, Jalan IM14/3,  
Kawasan Perindustrian Ringan,  
Indera Mahkota,  
25200 Kuantan, Pahang.  
Tel : 09-573 0135 / 573 0136  
Fax : 09-573 0136

## MENTAKAB

c/o Lit Tat Trading Sdn. Bhd.  
Pt 13030B, Jalan Industrial 4,  
Taman Industrial Park,  
28400 Mentakab, Pahang.  
Tel : 09-278 3710  
Fax : 09-278 3161

## SHAH ALAM

Lot 22, Jalan Pengapit 15/19,  
Seksyen 15, 40200 Shah Alam,  
Selangor.  
Tel : 03-5522 6688  
Fax : 03-5510 1135

## SEREMBAN

No. 394, Taman AST,  
Jalan Labu, 70200 Seremban,  
Negeri Sembilan.  
Tel : 06-762 0319 / 762 9102  
Fax : 06-764 3895

## MALACCA

No. 23-23A, Jalan Malinja 1,  
Taman Malinja, Bukit Baru,  
75150 Malacca.  
Tel : 06-282 7709 / 284 1530  
Fax : 06-282 7930

## BATU PAHAT

No. 38, Jalan Tukas 2,  
Taman Soga,  
83000 Batu Pahat,  
Johor.  
Tel : 07-433 2463  
Fax : 07-433 2464

## JOHOR BAHRU

No. 41G, 41-01 & 41-02,  
Jalan Austin Perdana 2/22,  
Taman Mount Austin,  
81100 Johor Bahru, Johor.  
Tel : 07-355 5078 / 354 0485  
/ 354 6079  
Fax : 07-354 6092

## KOTA KINABALU

Lot. 34 Towering Industrial Estate,  
Mile 4 1/2, Jalan Penampang,  
P.O. Box 13435,  
88838 Kota Kinabalu, Sabah.  
Tel : 088-715 091 / 715 019  
Fax : 088-717 480

## KUCHING

No. 287, Section 9, KTL D,  
Ground & 1st Floor,  
Lorong Rubber 9 Off Rubber Road,  
93400, Kuching, Sarawak.  
Tel : 082-425 319 / 425 320  
Fax : 082-421 660

## TAWAU

Lot No 2, Da Hua Garden, Phase 3,  
TB No. 7542, Jalan Bunga Raya,  
91000 Tawau, Sabah.  
Tel : 089-714 986  
Fax : 089-714 686

## SANDAKAN

Ground Floor, Lot 2, Block 2,  
Bangunan Yuan Li, Mile 1.5,  
Jalan Utara, 90000 Sandakan, Sabah.  
Tel : 089- 201 011  
Fax : 089- 201 013

## MIRI

Lot 1415, Ground Floor & 1st Floor,  
Lorong 5, Jalan Krokop, P.O. Box 1301,  
98009 Miri, Sarawak.  
Tel : 085-417 821 / 427 821  
Fax : 085-437 821

## SIBU

c/o Ee Chung Han Co. Sdn. Bhd.  
Lot 1248-1249 Lorong Sukun 18,  
Off Jalan Teng Kung Suk,  
Upper Lanang, 96007 Sibu, Sarawak.  
Tel & Fax : 084-213 892

## Particulars of Group Properties

The Properties included in land and buildings as at 31 December 2013 (Note 3 to the Financial Statements) and their net book values are indicated below:-

Address	Description	Area (Acres)	Existing Use	Land Tenure	Approx. Age of Building (Years)	Net Book Value RM'000	Date of Acquisition or Revaluation
55, Persiaran Selangor, Section 15, 40200 Shah Alam, Selangor Darul Ehsan.	Land and Building	20.00	Brewery and Offices	Leasehold expiring 23.2.2070	43	30,441	31/3/81 (revaluation)
Lot. 34, Towering Industrial Estate, Mile 4 1/2, Jalan Penampang, P.O. Box 13435, 88838 Kota Kinabalu, Sabah.	Land and Building	0.06	Office and Warehouse	Leasehold expiring 31.12.2037	34	291	28/3/95 (acquisition)
No. 394, Taman AST, Jalan Labu, 70200 Seremban, Negeri Sembilan Darul Khusus.	Land and Building	0.04	Office and Warehouse	Freehold	19	322	23/12/96 (acquisition)
Lot 22, Jalan Pengapit 15/19, Seksyen 15, 40200 Shah Alam, Selangor Darul Ehsan.	Land and Building	1.81	Factory and Office	Leasehold expiring 23.2.2082	23	8,032	12/03/96 (acquisition)
No. 25, Jalan IM14/3, Kawasan Perindustrian Ringan, Indera Mahkota, 25200 Kuantan, Pahang Darul Makmur.	Land and Building	0.05	Office and Warehouse	Leasehold expiring 29.3.2097	16	191	17/12/97 (acquisition)
No. EMR 3099, Lot No. 9 & No. EMR 3100, Lot No. 10, No. GM 76, Lot No. 35 & No. GM 77, Lot No. 36, In the Village of Batu Tiga / Mukim of Damansara, District of Petaling, Selangor Darul Ehsan.	Land	6.41	Factory	Freehold	-	15,953	24/7/98 (acquisition)
Lot 1071, Mukim Damansara, District of Petaling, Selangor Darul Ehsan.	Land	1.30	Factory	Freehold	-	2,999	18/9/03
						<b>58,229</b>	



# Analysis of Shareholdings

as at 28 February 2014

Authorised Share Capital	:	RM300,000,000
Issued and Paid Up Share Capital	:	RM154,039,000 comprising 308,078,000 ordinary shares of RM0.50 each
No. of Treasury Shares held by the Company	:	2,330,000
Class of Shares	:	Ordinary Shares of RM0.50 each
Voting Rights	:	One Vote Per Ordinary Share

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Shares
Less than 100	710	5.69	6,660	0.00
100 – 1,000	4,947	39.68	3,645,527	1.19
1,001 – 10,000	5,285	42.39	20,336,956	6.65
10,001 – 100,000	1,330	10.67	40,897,825	13.38
100,001 – 15,287,399*	195	1.56	84,928,532	27.78
15,287,400 and above**	1	0.01	155,932,500	51.00
<b>TOTAL</b>	<b>12,468</b>	<b>100.00</b>	<b>305,748,000</b>	<b>100.00</b>

\* Less than 5% of issued holdings

\*\* 5% and above of issued holdings

## THIRTY LARGEST SHAREHOLDERS

	Name	No. of Shares	% of Shares
1	UOBM Nominees (Asing) Sdn. Bhd. Carlsberg Breweries A/S	155,932,500	51.000
2	Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (Par 1)	9,085,320	2.972
3	HSBC Nominees (Asing) Sdn. Bhd. BNP Paribas Secs Svs Lux for Aberdeen Global	4,798,200	1.569
4	Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (Par 2)	4,152,000	1.358
5	Cartaban Nominees (Tempatan) Sdn. Bhd. Exempt AN for Eastspring Investments Berhad	3,100,200	1.014
6	Citigroup Nominees (Tempatan) Sdn. Bhd. Exempt AN for AIA Bhd	1,897,600	0.621
7	Tai Tak Estates Sdn. Bhd.	1,500,000	0.491
8	HSBC Nominees (Asing) Sdn. Bhd. BNY Brussels for Wisdomtree Emerging Markets Smallcap Dividend Fund	1,495,013	0.489
9	UOBM Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Wong Yoke Fong @ Wong Nyok Fing (6110553745-T232)	1,400,000	0.458
10	Tokio Marine Life Insurance Malaysia Bhd as Beneficial Owner (PF)	1,326,700	0.434
11	DB (Malaysia) Nominee (Asing) Sdn. Bhd. SSBT Fund W4B9 for Wasatch Frontier Emerging Small Countries Fund	1,321,873	0.432
12	HSBC Nominees (Asing) Sdn. Bhd. BNY Brussels for Wisdomtree Emerging Markets Equity Income Fund	1,221,113	0.399
13	Yeoh Saik Khoo Sendirian Berhad	1,218,000	0.398

Analysis of Shareholdings  
as at 28 February 2014

	<b>Name</b>	<b>No. of Shares</b>	<b>% of Shares</b>
14	Citigroup Nominees (Asing) Sdn. Bhd. CBNY for DFA Emerging Markets Small Cap Series	1,102,300	0.361
15	HSBC Nominees (Asing) Sdn. Bhd. Exempt AN for JPMorgan Chase Bank, National Association (U.S.A.)	1,091,857	0.357
16	DB (Malaysia) Nominee (Asing) Sdn. Bhd. SSBT Fund DRNY for Aberdeen Global Small Cap Fund	1,073,500	0.351
17	Key Development Sdn. Bhd.	1,038,000	0.339
18	HSBC Nominees (Tempatan) Sdn. Bhd. HSBC (M) Trustees Bhd. for Hwang Select Opportunity Fund (3969)	1,000,000	0.327
19	Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Mak Tian Meng (JRC)	1,000,000	0.327
20	HDM Nominees (Asing) Sdn. Bhd. UOB Kay Hian Pte. Ltd. for Kwong Soon Engineering Co Pte. Ltd.	967,500	0.316
21	Ho Sim Guan	960,000	0.314
22	UOBM Nominees (Asing) Sdn. Bhd. Chung Khiaw Bank Nominees (Pte) Ltd. for Ko Choon Huat	910,000	0.298
23	HSBC Nominees (Asing) Sdn. Bhd. Exempt AN for J.P. Morgan Bank Luxembourg S.A.	851,100	0.278
24	Gan Teng Siew Realty Sdn. Bhd.	845,000	0.276
25	HSBC Nominees (Asing) Sdn. Bhd. Exempt AN for JPMorgan Chase Bank, National Association (Norges BK Lend)	792,500	0.259
26	CIMB Commerce Trustee Berhad Public Focus Select Fund	788,700	0.258
27	HSBC Nominees (Tempatan) Sdn. Bhd. HSBC (M) Trustee Bhd. for Hwang Select Income Fund (4850)	779,200	0.255
28	AMSEC Nominees (Asing) Sdn. Bhd. AmFraser Securities Pte. Ltd. for Chong Chew Lim @ Chong Ah Kau (214028)	755,100	0.247
29	Chinchoo Investment Sdn. Bhd.	675,000	0.221
30	AmanahRaya Trustees Berhad Public Equity Fund	656,000	0.215
	<b>TOTAL</b>	<b>203,734,276</b>	<b>66.634</b>

## SUBSTANTIAL SHAREHOLDER

Name	Direct Interest	
	No. of Shares	% of Shares
1 Carlsberg Breweries A/S	155,932,500	51.00

## DIRECTORS' INTERESTS

Name	No. of Shares	Direct		Indirect	
		% of Shares	No. of Shares	% of Shares	
1 Dato' Lim Say Chong	-	-	52,000 #	0.02	

# Deemed interested by virtue of shares held by his daughter.

None of the other Directors holding office as at 28 February 2014 had any interest in shares whether direct or indirect in the Company.

## Material Contracts

There were no material contracts (not being contracts entered into in the ordinary course of business) entered into by the Group and/or its subsidiaries involving directors' and major shareholders' interests either subsisting as at 31 December 2013 or entered into since the end of the previous financial year ending 31 December 2012. The following are the existing material contracts:-

1. A call option agreement between Carlsberg Brewery Malaysia Berhad ("**CBMB**") and Carlsberg A/S ("**CAS**") dated 18 November 1996, allowing CAS to acquire CBMB's interest in Lion Brewery Ceylon Limited, should certain events occur. The purchase consideration is to be based on an agreed formula and in any event, to be a minimum of the original purchase price paid by CBMB.

CAS is the holding company of Carlsberg Breweries A/S ("**CBAS**"), which in turn is the holding company and major shareholder of CBMB.

2. A shareholders agreement between CBMB, Luen Heng Agency Sdn. Bhd. ("**LHA**") and Luen Heng F & B Sdn. Bhd. ("**LHFB**") dated 26 November 2008 for CBMB and LHA to participate in the equity of LHFB whereupon CBMB holds 70% equity shareholding consisting of 2,100,000 ordinary shares of RM1.00 each. Mr. Henrik Juel Andersen who is a Director of CBMB is also the director of LHFB.

# List of Recurrent Related Party Transactions

The breakdown of the aggregate value of the recurrent related party transactions entered into by the Group pursuant to the shareholders' mandate obtained during the **43rd AGM held on 26 April 2013** is as follows:

Transacting Parties	Interested Related Parties	Nature of Transaction	Actual Value Transacted
			27 April 2013 - 28 February 2014 (RM' million)
CBAS and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of raw materials (hops, yeast, aroma, etc.) and related services from CBAS	1.3
CBAS and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Provision of administrative support and property leasing services to CBAS	0.2
CBAS and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Provision of administrative support services from CBAS	4.5
CBAS and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Royalties payable to CBAS for inter alia, the exclusive use of trademark licences and supply of technical and commercial assistance	28.8
CBGL and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of beverage products from CBGL	0.0
DMG and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of raw materials (malts) from DMG	17.0
CUKL and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of beverage products and services from CUKL	0.0
DMG Polska and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of raw materials (malts) from Polska	0.1
SSSp and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of raw materials (malts) from SSSp	0.8
CIT and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of IT services from CIT	0.6
CGPAG and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of materials and services (A&P items) from CGPAG	9.6
BK and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of beverage products from BK	0.5
CSAB and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of materials & products CSAB	0.0
CHKL and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchases of materials & products from CHKL	0.2
CHKL and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Sales and supply of goods to CHKL	0.4
SOAS and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of beverage products from SOAS	1.2

## List of Recurrent Related Party Transactions

Transacting Parties	Interested Related Parties	Nature of Transaction	Actual Value Transacted
			27 April 2013 - 28 February 2014
			(RM' million)
HVTB and the Group	Roy Enzo Bagattini, Graham James Fewkes, Soren Ravn, Roland Arthur Lawrence and CBAS	Purchase of beverage products from HVTB	2.5
LHA and LHFB	Kenneth Soh Chee Whye and LHA	Rental of property	0.7
Beerite and LHFB	Kenneth Soh Chee Whye and LHA	Rental of property	0.1
EKSB and LHFB	Kenneth Soh Chee Whye and LHA	Sale and supply of goods to EKSB	3.2
Hock Lee and LHFB	Kenneth Soh Chee Whye and LHA	Sale and supply of goods to Hock Lee	0.3
World Wide and LHFB	Kenneth Soh Chee Whye	Sale and supply of goods to World Wide	0.2
ICB and LHFB	Kenneth Soh Chee Whye	Sale and supply of goods to ICB	0.3
BDSB and LHFB	Kenneth Soh Chee Whye and LHA	Purchase of beverage products and services from BDSB	0.5
LFBS and LHFB	Kenneth Soh Chee Whye	Sale and supply of goods to LFBS	1.8

### Notes:

- The above actual value of the recurrent related party transactions is for the period from 27 April 2013 to 28 February 2014.
- The nature of relationship with the above Related Parties is as follows as at 28 February 2014:
  - CBAS is the holding company and Major Shareholder of the Company, holding an equity interest of 51.0% in the Company.
  - Roy Enzo Bagattini, Graham James Fewkes and Roland Arthur Lawrence, who are Non-Executive Directors of the Company, are the Senior Vice-President, Asia of CBAS, the Commercial Vice-President, Asia of CBAS and Vice President Finance, Asia of CBAS respectively. Soren Ravn was the Managing Director of the Company during the 43rd AGM held on 26 April 2013. All the four Directors namely, Roy Enzo Bagattini, Graham James Fewkes, Roland Arthur Lawrence and Soren Ravn are nominees/representatives of CBAS and do not hold any shares in CBAS nor the Company.
  - BK, CBGL, CGPAG, CHKL, CIT, CSAB, CUKL, DMG, DMG Polska, HVTB, SOAS SSSp and THCD are subsidiaries of CBAS and do not hold any direct equity interest in the Company.
  - LHFB is a subsidiary of the Company and is in the business of selling and supplying alcoholic and non-alcoholic beverages. The Company and LHA hold 70% and 30% equity interests respectively in LHFB.
  - Kenneth Soh Chee Whye (KSCW) is a director of BDSB, Beerite, EKSB, Hock Lee, ICB, LHA, LHFB and World Wide.
  - KSCW holds 28.51% equity interest in LHA.
  - SohYan Holdings Sdn. Bhd. ("SYHSB") holds 35% equity interest in EKSB. KSCW holds 28.50% equity interest in SYHSB.
  - LHA holds 95% equity interest in Beerite.
  - World Wide holds 30% equity in ICB.
  - KSCW holds 25.86% equity interest in Hock Lee.
  - KSCW holds 15% equity interest in World Wide.
  - KSCW holds 27% equity interest in BDSB.
- Rental of Property by LHFB from LHA –
  - a three storey office premises warehouse, at No. 8, Jalan Kilang Midah, Taman Midah, 56000 KL for tenure of 01/12/2011 to 30/11/2014 at monthly rental of RM45,669.00.
  - a single storey warehouse, at No. 10, Jalan Kilang Midah, Taman Midah, 56000 KL for tenure 01/12/2011 to 30/11/2014 at monthly rental of RM9,121.00.
  - a building and two (2) cold rooms, at No. 14, Persiaran 118C, Desa Tun Razak, Cheras, 56000 KL for tenure of 01/12/2011 to 30/11/2014 at monthly rental RM6,372.00.
- Rental of Property by LHFB from Beerite – a 11/2 storey warehouse cum office, at No. 31, Jalan Istimewa 4, Taman Perindustrian Cemerlang, 81800 Ulu Tiram, Johor Darul Takzim for tenure of 01/12/2011 to 30/11/2014 at monthly rental of RM6,480.00.

### Abbreviations:

Beerite	- Beerite SB
BDSB	- Bennison Distillery SB
BK	- Brasseries Kronenbourg SAS
CBAS	- Carlsberg Breweries A/S
CBGL	- Carlsberg Brewery (Guangdong) Ltd.
CGPAG	- Carlsberg Group Procurement AG
CHKL	- Carlsberg Hong Kong Ltd.
CIT	- Carlsberg IT A/S
CSAB	- Carlsberg Sverige AB
CUKL	- Carlsberg UK Limited
DMG	- Danish Malting Group A/S
DMG Polska	- Danish Malting Group Polska

EKSB	- Eurobier Koncepts Sdn. Bhd.
Hock Lee	- Hock Lee & Co. Sdn. Bhd.
HVTB	- Ha Noi Vung Tau Beer Joint Stock Company
LHA	- Luen Heng Agency
LHFB	- Luen Heng F&B Sdn. Bhd.
SOAS	- Saku Ollethase AS
SSSp	- Slodownia Strzegom Sp.z.o.o.
World Wide	- World Wide Privilege Sdn. Bhd.
Group	- Carlsberg Brewery Malaysia Berhad and its wholly-owned subsidiaries, namely Carlsberg Marketing Sdn. Bhd., Euro Distributors Sdn. Bhd. and Carlsberg Singapore Pte. Ltd.

# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the Forty-Fourth (44th) Annual General Meeting of the Company will be held at Sime Darby Convention Centre, Ballroom 2 & 3, First Floor, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur on Thursday, 24 April 2014 at 11.00 a.m. for the following purposes:

## AGENDA:

### Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2013 together with the Directors' and Auditors' reports thereon. **Ordinary Resolution 1**
2. To approve the payment of a Final and Special Single Tier Dividend of 56 sen per RM0.50 share in respect of the financial year ended 31 December 2013. **Ordinary Resolution 2**
3. To approve the payment of Directors' fees of RM168,000 for the financial year ended 31 December 2013. **Ordinary Resolution 3**
4. To re-appoint Messrs KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**

### Special Business

5. To consider, and if thought fit, to pass the following Resolutions:-

#### RE-ELECTION OF DIRECTORS

- (a) THAT Graham James Fewkes, who retires pursuant to Article 92(a) of the Articles of Association of the Company, be and is hereby re-elected as Director of the Company. **Ordinary Resolution 5**
  - (b) THAT Henrik Juel Andersen, who retires pursuant to Article 92(e) of the Articles of Association of the Company, be and is hereby re-elected as Director of the Company. **Ordinary Resolution 6**
  - (c) THAT Christopher John Warmoth who retires pursuant to Article 92(e) of the Articles of Association of the Company, be and is hereby re-elected as Director of the Company. **Ordinary Resolution 7**
6. To consider, and if thought fit, to pass the following Resolutions in accordance with Section 129 of the Companies Act, 1965:-

#### RE-APPOINTMENT OF DIRECTORS

- (a) THAT pursuant to Section 129 of the Companies Act, 1965, Dato' Lim Say Chong who is over the age of seventy (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 of the Company. **Ordinary Resolution 8**
- (b) THAT pursuant to Section 129 of the Companies Act, 1965, Datuk M.R. Gopala Krishnan C.R.K. Pillai who is over the age of seventy (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 of the Company. **Ordinary Resolution 9**

To consider, and if thought fit, to pass the following Resolutions, with or without modifications, as Ordinary Resolutions of the Company:

7. **AUTHORITY FOR DIRECTORS TO ISSUE SHARES PURSUANT TO SECTION 132D OF THE COMPANIES ACT, 1965** **Ordinary Resolution 10**

“THAT pursuant to Section 132D of the Companies Act, 1965, the Directors of the Company be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued 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 approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company unless revoked or varied by the Company at a general meeting.”

8. **PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE** **Ordinary Resolution 11**

“THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and/or its subsidiary companies (“the Group”) be and are hereby authorised to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related party as set out in Section 2.3(a) of the Circular to Shareholders dated 26 March 2014 (“the Related Party”) provided that such transactions are:-

- (a) necessary for the day-to-day operations;
- (b) undertaken in the ordinary course of business and at arm’s length basis and on normal commercial terms which are not more favourable to the Related Party than those generally available to the public; and
- (c) are not prejudicial to the minority shareholders of the Company

(“the Shareholders’ Mandate”).

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

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following this AGM at which the Shareholders’ Mandate is passed, at which time it will lapse, unless by a resolution passed at such AGM whereby the authority is renewed; or
- (b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 143(1) of the Companies Act (“the Act”) (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or
- (c) is revoked or varied by resolution passed by shareholders in a general meeting,

whichever is the earliest;

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Shareholders’ Mandate.”

9. **PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE** **Ordinary Resolution 12**

"THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and/or its subsidiary companies ("the Group") be and are hereby authorised to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related party as set out in Section 2.3(b) of the Circular to Shareholders dated 26 March 2014 ("the Related Party") provided that such transactions and/or arrangements are:-

- (a) necessary for the day-to-day operations;
- (b) undertaken in the ordinary course of business and at arm's length basis and on normal commercial terms which are not more favourable to the Related Party than those generally available to the public; and
- (c) are not prejudicial to the minority shareholders of the Company

("the Shareholders' Mandate")

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

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following this AGM at which the Shareholders' Mandate is passed, at which time it will lapse, unless by a resolution passed at such AGM whereby the authority is renewed; or
- (b) the expiration of the period within the next AGM of the Company after that date is required to be held pursuant to Section 143(1) of the Companies Act, 1965 ("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 of the Company in a general meeting;

whichever is the earliest;

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Shareholders' Mandate."

10. **CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE CHAIRMAN** **Ordinary Resolution 13**

"THAT subject to the passing of Ordinary Resolution 8, authority be and is hereby given to Dato' Lim Say Chong who has served as an Independent Non-Executive Director and Chairman of the Company for a cumulative term of more than nine years, to continue to serve as an Independent Non-Executive Director of the Company."

- 11. To consider any other business of which due notice shall be given in accordance with the Companies Act, 1965 and the Company's Articles of Association.



**NOTICE OF DIVIDEND PAYMENT AND CLOSURE OF REGISTER**

**NOTICE IS HEREBY GIVEN THAT**, subject to the approval of the shareholders at the Forty-Fourth (44th) Annual General Meeting to be held on Thursday, 24 April 2014, a Final and Special Single Tier Dividend of 56 sen per RM0.50 share in respect of the financial year ended 31 December 2013 will be payable on 20 May 2014 to shareholders registered in the Register of Members and Record of Depositors at the close of business on 5 May 2014.

A depositor shall qualify for entitlement to the dividends only in respect of:

- (a) Shares transferred into the Depositor's securities account before 4.00 p.m. on 5 May 2014 in respect of ordinary transfers;
- (b) Shares deposited into the Depositor's securities account before 12.30 p.m. on 30 April 2014 (in respect of shares which are exempted from mandatory deposit); and
- (c) Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

**Lew Yoong Fah** (MIA 10936)  
**Lu Kee Chee** (LS 0009744)  
Secretaries

Shah Alam  
26 March 2014

**Notes:**

1. A Member entitled to attend and vote at the meeting is entitled to appoint **ONE** person as his proxy to attend and vote in his stead at the meeting. A proxy need not be a Member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply.
2. If a Member having appointed a proxy to attend a general meeting attends such meeting in person, the appointment of such proxy shall be null and void in respect of such meeting and his proxy shall not be entitled to attend such meeting.
3. Where a Member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it shall be entitled to appoint at least one proxy in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
4. 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.
5. Where the Proxy Form is executed by a corporation, it must be either under its Seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy, together with the power of attorney (if any) under which it is signed or a certified copy thereof, shall be deposited at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
7. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Article 50(9)(a) of the Articles of Association of the Company and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors as at 17 April 2014 and only a Depositor whose name appear on such Record of Depositors shall be entitled to attend this meeting.

## Notice of Annual General Meeting

### EXPLANATORY NOTES ON SPECIAL BUSINESS

(i) **Ordinary Resolutions 5, 6 and 7 – Re-election of Directors**

The business on re-election of Directors that is to be transacted at the Annual General Meeting is deemed special pursuant to Article 51 of the Articles of Association of the Company.

(ii) **Ordinary Resolutions 8 and 9 – Re-appointment of Directors pursuant to Section 129 of the Companies Act, 1965**

The re-appointment of Dato' Lim Say Chong and Datuk M.R. Gopala Krishnan C.R.K. Pillai, persons over the age of 70 years as Directors of the Company to hold office until conclusion of the next Annual General Meeting of the Company shall take effect if the proposed Resolutions are passed by a majority of not less than three-fourths (3/4) of such members as being entitled to vote in person or, where proxies are allowed, by proxy, at a general meeting of which not less than 21 days' specifying the intention to propose the Resolutions have been duly given.

(iii) **Ordinary Resolution 10 – Authority for Directors to issue shares pursuant to Section 132D of the Companies Act, 1965**

This resolution is proposed pursuant to Section 132D of the Companies Act, 1965, and if passed, will give the Directors of the Company, from the date of the above Annual General Meeting, authority to issue shares in the Company up to and not exceeding in total ten per cent (10%) of the issued and paid-up share capital of the Company for such purposes as the Directors deem fit and in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

This mandate is a renewal of the last mandate granted to the Directors at the Forty-Third (43rd) Annual General Meeting held on 26 April 2013 and which will lapse at the conclusion of the Forty-Fourth (44th) Annual General Meeting.

As at the date of this Notice, no new shares in the Company were issued pursuant to the last mandate.

The renewal of this mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment, working capital and/or acquisitions.

(iv) **Ordinary Resolution 11 – Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate")**

The detailed text on Ordinary Resolution 11 on the Proposed Renewal of Shareholders' Mandate is included in the Circular to Shareholders dated 26 March 2014 which is enclosed together with the Annual Report.

(v) **Ordinary Resolution 12 – Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed New Shareholders' Mandate")**

The detailed text on Ordinary Resolution 12 on the Proposed New Shareholders' Mandate is included in the Circular to Shareholders dated 26 March 2014 which is enclosed together with the Annual Report.

(vi) **Ordinary Resolution 13 – Continuing in Office as Independent Non-Executive Chairman**

Dato' Lim Say Chong has served the Board as an Independent Non-Executive Director and Chairman of the Company for a cumulative term of nearly eleven (11) years. The Board has recommended him to continue to act as an Independent Non-Executive Chairman based on the following justifications:-

- a. He has fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would be able to function as a check and balance, bringing an element of objectivity to the Board;
- b. He has vast experience in a diverse range of businesses and therefore would be able to provide constructive opinion; he exercises independent judgement and has the ability to act in the best interest of the Company;
- c. He has devoted sufficient time and attention to his professional obligations for informed and balanced decision making; and
- d. He has continued to exercise his independence and due care during his tenure as an Independent Non-Executive Director and Chairman of the Company and carried out his professional duties in the best interest of the Company and shareholders.



**CARLSBERG BREWERY MALAYSIA BERHAD**  
(Company No. 9210-K) (Incorporated in Malaysia)

No. of Shares Held	
CDS Account No.	

## Form of Proxy

I/We, ..... I.C./Passport/Company No. ....

of .....

being a member of the abovenamed Company, hereby appoint .....

I.C./Passport No. .... of .....

OR failing him/her ..... I.C./Passport No. .... of .....

OR the Chairman of the meeting as my/our proxy to vote for me/us and on my/our behalf at the Forty-Fourth (44th) Annual General Meeting of the Company to be held at Sime Darby Convention Centre, Ballroom 2 & 3, First Floor, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur on Thursday, 24 April 2014 at 11.00 a.m., and at any adjournment thereof. The proxy is to vote on the business before the meeting as indicated below (if no indication is given, the proxy will vote as he thinks fit or abstain from voting):

RESOLUTION	AGENDA	FOR	AGAINST
Ordinary Resolution 1	Receipt of the Directors' and Auditors' Reports and Audited Financial Statements for the financial year ended 31 December 2013.		
Ordinary Resolution 2	Payment of a Final and Special Single Tier Dividend.		
Ordinary Resolution 3	Approval of Directors' fees of RM168,000 for the financial year ended 31 December 2013.		
Ordinary Resolution 4	Re-appointment of KPMG as auditors and to authorise the Directors to determine their remuneration.		
Ordinary Resolution 5	Re-election of Graham James Fewkes as Director.		
Ordinary Resolution 6	Re-election of Henrik Juel Andersen as Director.		
Ordinary Resolution 7	Re-election of Christopher John Warmoth as Director.		
Ordinary Resolution 8	Re-appointment of Dato' Lim Say Chong as Director.		
Ordinary Resolution 9	Re-appointment of Datuk M.R. Gopala Krishnan C.R.K. Pillai as Director.		
Ordinary Resolution 10	Authority for Directors to issue shares pursuant to Section 132D of the Companies Act, 1965.		
Ordinary Resolution 11	Proposed renewal of shareholders' mandate for Recurrent Related Party Transactions of a revenue or trading nature.		
Ordinary Resolution 12	Proposed new shareholders' mandate for Recurrent Related Party Transactions of a revenue or trading nature.		
Ordinary Resolution 13	Continuing in office for Dato' Lim Say Chong as an Independent Non-Executive Chairman.		

Please indicate with a tick (✓) how you wish your vote to be cast in respect of each resolution above.

As witness my/our hand this ..... day of ..... 2014.

Signed by the said .....

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint ONE person as his proxy to attend and vote in his stead at the meeting. A proxy need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply.
2. If a member having appointed a proxy to attend a general meeting attends such meeting in person, the appointment of such proxy shall be null and void in respect of such meeting and his proxy shall not be entitled to attend such meeting.
3. Where a Member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it shall be entitled to appoint at least one proxy in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
4. 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.
5. Where the Proxy Form is executed by a corporation, it must be either under its Seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy, together with the power of attorney (if any) under which it is signed or a certified copy thereof, shall be deposited at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
7. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Article 50(9)(a) of the Articles of Association of the Company and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors as at 17 April 2014 and only a Depositor whose name appear on such Record of Depositors shall be entitled to attend this meeting.

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SHARE REGISTRAR  
**CARLSBERG BREWERY MALAYSIA BERHAD** (9210-K)  
Tricor Investor Services Sdn. Bhd.  
Level 17, The Gardens North Tower  
Mid Valley City, Lingkaran Syed Putra  
59200 Kuala Lumpur

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## DIRECTORS

**Dato' Lim Say Chong**  
J.S.M., D.M.P.N.  
Chairman

**Henrik Juel Andersen**  
Managing Director

**Datuk M.R. Gopala Krishnan C.R.K. Pillai**  
P.J.N., F.C.P.A  
Senior Independent Non-Executive Director

**Christopher James Warmoth**  
Non-Executive Director

**Graham James Fewkes**  
Non-Executive Director

**Roland Arthur Lawrence**  
Non-Executive Director

## COMPANY SECRETARIES

**Lew Yoong Fah**  
(MIA No. 10936)

**Lu Kee Chee**  
(LS 0009744)

## AUDITORS

KPMG (Firm No. AF 0758)  
Chartered Accountants  
Level 10, KPMG Tower,  
8, First Avenue, Bandar Utama,  
47800 Petaling Jaya,  
Selangor Darul Ehsan.  
Tel : +603 7721 3388  
Fax : +603 7721 3399

## PRINCIPAL BANKERS

AmBank (M) Berhad  
(Company No. 8515-D)

Citibank Berhad  
(Company No. 297089-M)

Public Bank Berhad  
(Company No. 6463-H)

The Royal Bank of Scotland Berhad  
(Company No. 301932-A)

## REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

No. 55, Persiaran Selangor,  
Section 15,  
40200 Shah Alam,  
Selangor Darul Ehsan  
Tel : +603 5522 6688  
Fax : +603 5519 1931  
Email : MYCorpAffairs@carlsberg.asia  
Website : www.carlsbergmalaysia.com.my

## SHARE REGISTRAR

Tricor Investor Services Sdn. Bhd.  
(Company No. 118401-V)  
Level 17, The Gardens, North Tower,  
Mid Valley City,  
Lingkaran Syed Putra,  
59200 Kuala Lumpur.  
Tel : +603 2264 3883  
Fax : +603 2282 1886

## STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad

**Carlsberg Brewery Malaysia Berhad** (9210-K)

No. 55, Persiaran Selangor, Section 15, 40200 Shah Alam, Selangor Darul Ehsan, Malaysia.

Tel : +603 5522 6688 Fax : +603 5519 1931

[www.carlsbergmalaysia.com.my](http://www.carlsbergmalaysia.com.my)