
QUARTERLY REPORT

Summary of Key Financial Information for the financial period ended 30 June 2014

	Individual Quarter		Cumulative Quarter	
	<u>30.06.2014</u> RM'000	<u>30.06.2013</u> RM'000	<u>30.06.2014</u> RM'000	<u>30.06.2013</u> RM'000
1. Revenue	40,714	32,535	40,714	32,535
2. Profit before taxation	18,515	11,680	18,515	11,680
3. Profit for the period	17,667	11,204	17,667	11,204
4. Profit attributable to owners of the parent	17,668	11,231	17,668	11,231
5. Earnings per share (sen) :				
Basic	3.05	1.95	3.05	1.95
Diluted	3.03	1.95	3.03	1.95
6. Proposed/Declared dividend per share (sen)	-	-	-	-
7. Gross interest income	3,630	470	3,630	470
8. Gross interest expense	(3,793)	(2,842)	(3,793)	(2,842)
		As at end of Current Quarter		As at preceding Financial Period End
9. Net assets per share attributable to owners of the parent (RM)		1.65		1.62

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Individual Quarter		Cumulative Quarter	
	30.06.2014 RM'000	30.06.2013 RM'000	30.06.2014 RM'000	30.06.2013 RM'000
Revenue	40,714	32,535	40,714	32,535
Cost of sales	(25,330)	(23,133)	(25,330)	(23,133)
Gross profit	15,384	9,402	15,384	9,402
Other operating income	14,694	6,358	14,694	6,358
Distribution expenses	(561)	(166)	(561)	(166)
Administration expenses	(13,087)	(9,710)	(13,087)	(9,710)
Other operating expenses	(784)	(729)	(784)	(729)
Operating profit	15,646	5,155	15,646	5,155
Finance costs	(3,793)	(2,842)	(3,793)	(2,842)
Share of results of joint ventures	6,631	6,594	6,631	6,594
Share of results of associates	31	2,773	31	2,773
Profit before taxation	18,515	11,680	18,515	11,680
Taxation	(848)	(476)	(848)	(476)
Profit for the period	17,667	11,204	17,667	11,204
Other comprehensive income/(expense) that will be subsequently reclassified to profit or loss:				
Foreign currency translations	2,575	6,594	2,575	6,594
Fair value changes in available-for-sale financial assets	(44)	(3)	(44)	(3)
Loss on cash flow hedge derivative instruments	(690)	-	(690)	-
	1,841	6,591	1,841	6,591
Total comprehensive income	19,508	17,795	19,508	17,795
Profit Attributable to :				
Owners of the Parent	17,668	11,231	17,668	11,231
Non-controlling interests	(1)	(27)	(1)	(27)
	17,667	11,204	17,667	11,204
Total comprehensive income attributable to :				
Owners of the Parent	19,239	17,829	19,239	17,829
Non-controlling interests	269	(34)	269	(34)
	19,508	17,795	19,508	17,795
Earnings per share attributable to owners of the Parent (sen) :				
For profit for the period :				
Basic	3.05	1.95	3.05	1.95
Diluted	3.03	1.95	3.03	1.95

The condensed consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 March 2014.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 30.06.2014 RM'000	Audited As at 31.03.2014 RM'000
ASSETS		
Non Current Assets		
Property, plant and equipment	132,087	132,933
Prepaid lease payments for land	3,277	3,316
Investment properties	340,076	348,760
Investment in joint ventures	214,310	227,482
Investment in associates	13,710	17,955
Other investments	5,467	5,510
Land held for property development	54,894	54,334
Long term receivables	6,195	6,164
Deferred tax assets	21,995	22,048
	<u>792,012</u>	<u>818,502</u>
Current Assets		
Property development costs	140,303	146,886
Inventories	51,621	55,427
Trade and other receivables	69,886	88,613
Tax recoverable	4,005	3,837
Deposits, cash and bank balances	359,475	329,168
	<u>625,290</u>	<u>623,931</u>
Non-current assets and disposal group classified as held for sale	3,185	-
TOTAL ASSETS	<u>1,420,487</u>	<u>1,442,433</u>
EQUITY AND LIABILITIES		
Equity		
Share Capital	291,861	291,130
Treasury shares	(1,365)	(1,365)
Reserves	669,730	648,105
Equity attributable to owners of the Parent	<u>960,226</u>	<u>937,870</u>
Non-controlling interests	52,126	51,857
	<u>1,012,352</u>	<u>989,727</u>
Non-current liabilities		
Bank borrowings	289,206	290,484
Hire-purchase creditors	1,541	1,582
Long term payables	2,815	2,547
Deferred tax liabilities	221	221
	<u>293,783</u>	<u>294,834</u>
Current Liabilities		
Trade and other payables	69,506	82,592
Bank borrowings	42,455	73,656
Hire-purchase creditors	841	785
Derivative liabilities	690	174
Taxation	860	665
	<u>114,352</u>	<u>157,872</u>
Total liabilities	<u>408,135</u>	<u>452,706</u>
TOTAL EQUITY AND LIABILITIES	<u>1,420,487</u>	<u>1,442,433</u>
Net assets per share (RM)	<u>1.65</u>	<u>1.62</u>

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 March 2014.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

<-----Attributable to Owners of the Parent----->

	<u>Share Capital</u>	<u>Share Premium</u>	<u>Treasury Shares</u>	<u>Share held for ESS</u>	<u>Share Options Reserve</u>	<u>Exchange Translation Reserve</u>	<u>Fair Value & Cash Flow Hedge Reserve</u>	<u>Retained Profits</u>	<u>TOTAL</u>	<u>Non-controlling Interests</u>	<u>Total Equity</u>
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as at 01.04.2013	288,981	103,842	(1,265)	(374)	603	(20,078)	257	360,592	732,558	46,412	778,970
Total comprehensive income for the period	-	-	-	-	-	6,601	(3)	11,231	17,829	(34)	17,795
Shares repurchased	-	-	(83)	-	-	-	-	-	(83)	-	(83)
Issuance of shares	750	-	-	(750)	-	-	-	-	-	-	-
Share options exercised	-	-	-	923	-	-	-	(120)	803	-	803
Balance as at 30.06.2013	289,731	103,842	(1,348)	(201)	603	(13,477)	254	371,703	751,107	46,378	797,485
Balance as at 01.04.2014	291,130	104,079	(1,365)	(245)	1,380	23,196	337	519,358	937,870	51,857	989,727
Total comprehensive income for the period	-	-	-	-	-	2,305	(734)	17,668	19,239	269	19,508
Issuance of shares	731	259	-	(144)	-	-	-	-	846	-	846
Share options granted	-	-	-	-	1,933	-	-	-	1,933	-	1,933
Share options exercised	-	-	-	389	(312)	-	-	261	338	-	338
Balance as at 30.06.2014	291,861	104,338	(1,365)	-	3,001	25,501	(397)	537,287	960,226	52,126	1,012,352

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 March 2014.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	3 months ended	
	30.06.2014	30.06.2013
	RM'000	RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	18,515	11,680
Adjustments for non cash items:		
Share of results of associates and joint ventures	(6,662)	(9,367)
Gain on disposal of investment properties	(10,757)	(3,977)
Writeback of accrued development costs	-	(1,018)
Write back of impairment loss on trade and other receivables	(39)	-
Net interest expense	(163)	2,372
Others	3,648	2,042
Operating profit before working capital changes	<u>4,542</u>	<u>1,732</u>
Decrease/(Increase) in property development costs and land held for development	6,023	(1,709)
Increase in inventories	3,806	883
(Increase)/Decrease in trade and other receivables	18,727	9,450
(Decrease)/Increase in trade and other payables	(12,949)	1,080
Net cash generated from operations	<u>20,149</u>	<u>11,436</u>
Net taxation refunded	(629)	3,936
Net interest paid	(194)	(2,372)
Net cash inflow from operating activities	<u>19,326</u>	<u>13,000</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from disposal of investment properties	20,726	14,689
Purchase of property, plant and equipment	(816)	(36,535)
Purchase of investment properties and deposit paid	-	(1,264)
Payment to upfront lease	-	(2,312)
Net return of equity/(contribution) to joint ventures	21,456	(1,525)
Dividends received from an associate	1,000	-
Net cash inflow/(outflow) from investing activities	<u>42,366</u>	<u>(26,947)</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Net proceeds from share options exercised	1,077	803
Shares repurchased	-	(83)
Net proceeds from borrowings	(32,765)	38,666
Net repayment of hire purchase creditors	15	(151)
Placement/(withdrawal) of deposit pledged with licensed bank	771	(151)
Net cash inflow from financing activities	<u>(30,902)</u>	<u>39,084</u>
NET CHANGES IN CASH AND CASH EQUIVALENTS	30,790	25,137
Cash and cash equivalents at beginning of period	309,180	61,250
Effect of exchange rate on cash and cash equivalents	111	101
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>340,081</u>	<u>86,488</u>
CASH AND CASH EQUIVALENTS AT END OF PERIOD CONSISTS OF:		
Deposits, Cash and bank balances	359,475	109,777
Bank overdraft	(14,301)	(381)
	<u>345,174</u>	<u>109,396</u>
Less : Deposits pledged with licensed banks	(5,093)	(22,908)
	<u>340,081</u>	<u>86,488</u>

The condensed consolidated statement cash flows should be read in conjunction with the audited financial statements for the year ended 31 March 2014.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with the requirements of FRS 134, Interim Financial Reporting issued by the Malaysian Accounting Standard Board and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The interim financial report should be read in conjunction with the audited financial statements of the Company for the year ended 31 March 2014.

2. Changes in Significant Accounting Policies

The significant accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the annual audited financial statements for the financial year ended 31 March 2014, except for the adoption of the following standards, amendments to published standards and interpretations to existing standards which are effective for the financial period commencing on 1 April 2014:

Amendments to:

FRS 10	Consolidated Financial Statements: Investment Entities
FRS 12	Disclosure of Interests in Other Entities: Investment Entities
FRS 127	Separate Financial Statements (2011): Investment Entities
FRS 132	Offsetting Financial Assets and Financial Liabilities
FRS 136	Recoverable Amount Disclosures for Non-Financial Assets
FRS 139	Novation of Derivatives and Continuation of Hedge Accounting

The adoption of the above amendments to published standards and interpretations does not give rise to any material effects to the Group.

On 19 November 2011, the MASB issued the new accounting framework, the Malaysian Financial Reporting Standards ("MFRS") framework, which is effective for financial periods beginning on or after 1 January 2012 with the exception of entities that the new accounting framework need not be applied by entities that are within the scope of MFRS 141 and IC Interpretation 15 ('hereafter called Transitioning Entities'). On 7 August 2013, MASB allowed Transitioning Entities to defer adoption of the MFRS framework to annual periods beginning on or after 1 January 2015. The Group falls within the scope of Transitioning Entities and has opted to defer the adoption of MFRS framework for the financial periods as allowed.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

3. Auditors' Report on Preceding Annual Audited Financial Statements

The auditors' report on the preceding annual audited financial statements was not subject to any qualification.

4. Seasonal or Cyclical Factors

The Group's operations were not significantly affected by any seasonal or cyclical factors.

5. Unusual Items

There were no unusual items for the current quarter and financial year to-date.

6. Changes in Estimates

There were no change in estimates that have a material effect in the current quarter and financial year to-date.

7. Debt and Equity Securities

- i. During the financial year-to-date, AMPROP has issued a total of 1,463,000 ordinary shares at total issue price of RM990,545 for the Group's Employees' Share Scheme.

In the same period, 1,953,000 share options were exercised and a similar number of shares were transferred or issued to the employees.

- ii. On 14 May 2014, AMPROP granted 8,787,500 options to the eligible Executive Directors and employees under the Employees' Share Scheme ('ESS') at an exercise price of RM0.86 in accordance with the By-Laws of the ESS.

8. Dividends

No dividend has been recommended by the directors or paid for the financial period ended 30 June 2014.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

9. Operating Segments

Segmental revenue and results for the financial year to-date were as follows:

	Malaysia Properties & Others RM'000	Overseas Properties RM'000	Renewable Energy & Contracting RM'000	Group RM'000
Segment revenue				
Continuing operations				
Revenue	23,824	2,330	14,590	40,744
Inter-segment revenue	(30)	-	-	(30)
	23,794	2,330	14,590	40,714
Segment Results				
Interest income	4,050	10,717	1,945	16,712
Finance costs	3,544	20	66	3,630
Share of results of joint ventures	(1,094)	(1,474)	(1,225)	(3,793)
Share of results of associates	-	6,631	-	6,631
Head office allocated expenses	31	-	-	31
	(1,409)	(1,878)	(1,409)	(4,696)
Profit before tax	5,122	14,016	(623)	18,515
Taxation	(607)	-	(241)	(848)
Profit for the period	4,515	14,016	(864)	17,667

10. Operating Profit from Operations

	3 months Ended 30.06.2014 RM'000
Operating profit includes:	
Interest income	3,630
Gain on disposal of investment properties	10,757
Gain on foreign exchange:	
- Unrealised	20
Writeback of impairment loss on:	
- trade receivables	37
- other receivables	2
and is arrived at after charging:	
Depreciation of:	
- Property, plant and equipment	1,666
- Investment properties	1,091
Amortisation of prepaid lease rentals	39
Loss on foreign exchange:	
- Unrealised	2
	2

Other than as disclosed in Note 5, there were no other exceptional items for the current quarter and financial year to-date.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

11. Material Events Subsequent to the end of interim period

As at the date of this report, there was no material event subsequent to the balance sheet date that affects the results of the Group for the financial year-to-date.

12. Changes in the Composition of the Group

On 17 April 2014, Amcorp Far East Limited, a wholly-owned sub-subsiidiary of AMPROP, entered into a co-investment agreement with Grosvenor Asia Pacific Limited, NRJ Investment Limited ("NRJ") and True Lead Investment Limited ("True Lead") (NRJ and True Lead shall be treated as a single party and are collectively referred to as "Nan Fung Group") to form a joint-venture to invest in a portfolio of high-end residential real estate development projects and commercial value-add projects in Tokyo, Japan ("Co-Invest").

Under the terms of the Co-Investment Agreement, Amcorp Far East Limited's current interest in the JV Co is 38.5% and is committed to contribute an aggregate of Japanese Yen ("JPY") 5.0930 billion.

13. Review of Performance

Current quarter

The Group recorded revenue of RM40.7 million for the period with the Malaysia & London projects contributing RM26.1 million and the renewable energy & contracting division contributing RM14.6 million. The Group recorded profit before taxation of RM18.5 million contributed by Malaysia and London properties of RM19.1 million.

The results of the properties division was contributed by Sibujaya township in East Malaysia, the sale of retail units at Baker Street and residential units at NeoBank in London. Despite the less than favourable weather condition, the renewable energy & contracting division generated an operating profit of RM0.8 million.

14. Material Change in Results for Current Quarter Compared with Preceding Quarter

The Group recorded a lower profit before taxation of RM18.5 million in the current quarter compared with RM136.8 million in the preceding quarter as the sale of Kesas was completed in March 2014 with a gain of RM131.2m.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

15. Current Year Prospects

The Board expects sales from its London and Malaysia property projects to contribute positively to the Group's earnings. Barring any unforeseen circumstances, the Board is optimistic that the Group's operations will be profitable for the year ending 31 March 2015.

16. Profit Forecast

There were no profits forecast or profit guarantee made by the Group.

17. Taxation

The breakdown of tax expense for the quarter and financial year-to-date are as follows:

	3 months Ended 30.06.2014 RM'000
Current period tax expense	793
Deferred tax	55
	<hr/> 848 <hr/>

The effective tax rate for the current quarter are lower than the statutory tax rate mainly due to capital gains which are not taxable coupled with the share of results of joint ventures is net of tax.

18. Status of Corporate Proposals

On 22 May 2014, the Company has announced a proposed bonus issue of up to 297,867,868 new 5-year redeemable convertible preference shares ("RCPS") of RM0.50 each in the Company on the basis of one (1) bonus RCPS for every two (2) existing ordinary shares of RM0.50 each held on an entitlement date to be determined and announced later ("Proposed Bonus Issue of RCPS").

The Proposed Bonus Issue of RCPS is akin to a special dividend distributed in cash or in specie and is undertaken mainly to reward shareholders of AMPROP in view of the level of accumulated profits and cash reserve of the Group as at 31 March 2014. The Proposed Bonus Issue of RCPS provides the holders of the Bonus RCPS with flexibility to either redeem the Bonus RCPS for cash at RM0.50 (which is exercisable within first three months from the date of issue of the Bonus RCPS) or convert its Bonus RCPS to ordinary shares of the Company on the basis of 2 bonus RCPS for one new ordinary share (at any time from the first anniversary of the issue date up to maturity). The Company has also announced the proposed increase in authorised share capital to accommodate the new shares that maybe issued pursuant to the Proposed Bonus Issue of RCPS. The Bonus RCPS will be listed and traded on Bursa Malaysia and is subject to approval of the Bursa Securities and the shareholders at the forthcoming extraordinary general meeting.

The Company has submitted the application and draft circular of Proposed Bonus Issue of RCPS to Bursa Malaysia for their approval and comments and are now awaiting their reply.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

19. Group Borrowings and Debt Securities

Group borrowings (excluding hire purchase) and debt securities as at 30 June 2014 were as follows:

	Long Term Borrowings RM'000	Short Term Borrowings RM'000	Total RM'000
<u>Secured</u>			
Ringgit Malaysia	115,365	20,128	135,493
Pound Sterling	173,841	2,736	176,577
<u>Unsecured</u>			
Ringgit Malaysia	-	19,591	19,591
Total	289,206	42,455	331,661

20. Capital Commitments

	As at 30.06.2014 RM'000
Approved and contracted for:	
Investment in joint ventures	
- Pound Sterling (GBP13.65 million)	74,656
- Japanese Yen (JPY5.093 billion)	161,448
Leasehold land	2,890
	238,994

21. Changes in Contingent Liabilities and Contingent Assets

The total of letter of credit, other bank guarantees and performance bonds has decreased from RM14,391,394 as at 31 March 2014 to RM12,656,052 as at 30 June 2014.

Other than disclosed above, there were no other changes in contingent liabilities or contingent assets since the last financial year ended 31 March 2014.

22. Derivatives and Fair Value Changes of Financial Liabilities

a) Derivative foreign exchange contract that was outstanding as at 30 June 2014 is as follows:-

	Option Notional Value RM'000	Cash flow hedge reserve RM'000
Forward purchase - USD - Less than 1 year	32,115	(690)

The above forward was entered into to hedge its cash flow requirements and to limit the exposure to potential changes in foreign exchange rates.

There is minimal credit risk as the options were entered into with reputable banks.

The forward foreign exchange contract initially recognised at fair value on the date the derivative contract is entered into and are subsequently remeasured at fair value. The resulting gain or loss from the remeasurement is recognised in cash flow hedge reserve.

b) There were no fair value gain/(loss) on fair value changes of financial liabilities.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

23. Changes in Material Litigation

There was no pending material litigation as at the date of this report.

24. Earnings Per Share

Basic

Basic earnings per share for the reporting quarter and financial year-to-date are calculated by dividing the net profit for the period by the weighted average number of ordinary shares in issue during the period.

	3 months Ended 30.06.2014 RM'000
Profit for the period attributable to owners of the parent	<u>17,668</u>
Weighted average number of ordinary shares in issue ('000)	<u>579,665</u>
Basic earnings per share (sen)	<u>3.05</u>

The computation of the weighted average number of ordinary shares in issue is net of treasury shares.

Diluted

Diluted earnings per share for the reporting quarter and financial year-to-date are calculated by dividing the net profit for the period by the adjusted weighted average number of ordinary shares in issue during the period after taking into consideration of all dilutive potential ordinary shares.

	3 months Ended 30.06.2014 RM'000
Profit for the period attributable to owners of the parent	<u>17,668</u>
Weighted average number of ordinary shares in issue ('000)	579,665
Adjustments for share options granted ('000)	<u>4,150</u>
Adjusted weighted average number of ordinary shares in issue ('000)	<u>583,815</u>
Diluted earnings per share (sen)	<u>3.03</u>

There is no effect to net profit from the share options adjustment.

25. Significant Related Party Transactions

There were no significant related party transactions for the financial year to-date.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

26. Fair Value of Financial Instruments

The carrying amount of financial assets and liabilities of the Group for the financial period approximate their fair values except for the following:

	Carrying amount RM'000	Fair Value RM'000
Financial Liabilities:		
Hire-purchase creditors	<u>2,382</u>	<u>2,422</u>

27. Realised and Unrealised Profits or Losses

	As at 30.06.2014 RM'000	As at 31.03.2014 RM'000
Total retained profits of the Group:		
- Realised	502,666	491,261
- Unrealised	19,647	19,785
	522,313	511,046
Total share of retained profits from associates:		
- Realised	(12,722)	(13,014)
- Unrealised	168	429
	(12,554)	(12,585)
Total share of retained profits from jointly controlled entities:		
- Realised	27,528	20,897
- Unrealised	-	-
Total group retained profits as per financial statements	<u>537,287</u>	<u>519,358</u>

BY ORDER OF THE BOARD
JOHNSON YAP CHOON SENG
 Company Secretary
 Date: 4 August 2014