

MALAYSIA BUILDING SOCIETY BERHAD (Company No. 9417-K)
EXPLANATORY NOTES FOR FINANCIAL QUARTER ENDED 30 JUNE 2013

A1. Basis of Preparation

The unaudited interim financial statements for the 2nd quarter ended 30 June 2013 have been prepared under the historical cost convention except for the following financial assets and financing liabilities which are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method: Loans and receivables, investments held-to-maturity, trade and other payables, bank borrowings and recourse obligations on loans sold to Cagamas Berhad.

The unaudited interim financial statements have been prepared in accordance with MFRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and Chapter 9, Part K of the Listing Requirements of Bursa Malaysia Securities Berhad. The unaudited interim financial statements should be read in conjunction with the audited annual financial statements of the Group for the financial year ended 31 December 2012.

The unaudited interim financial statements incorporated those activities relating to the Islamic banking business which have been undertaken by the Group. Islamic banking business refers generally to the acceptance of deposits and granting of financing under the principles of Shariah.

The Group has adopted the Malaysian Financial Reporting Standards (“MFRS”) framework issued by the Malaysian Accounting Standards Board (“MASB”) with effect from 1 January 2012. This MFRS framework was introduced by the MASB in order to fully converge Malaysia’s existing Financial Reporting Standards (“FRS”) framework with the International Financial Reporting Standards (“IFRS”) framework issued by the International Accounting Standards Board (“IASB”). Whilst all FRSs issued under the previous FRS framework were equivalent to the MFRSs issued under the MFRS framework, there are some differences in relation to the transitional provisions and effective dates contained in certain of the FRSs.

The following MFRSs and IC Interpretations issued by the MASB have been adopted by the Group during the current period:

Effective for annual periods commencing on or after 1 January 2013

- Amendments to Presentation of items of Other Comprehensive Income
MFRS 101
- MFRS 9 Financial Instruments (IFRS 9 issued by IASB in November 2009)
- MFRS 9 Financial Instruments (IFRS 9 issued by IASB in October 2010)
- MFRS 10 Consolidated Financial Statements
- MFRS 11 Joint Arrangements
- MFRS 12 Disclosure of Interests in Other Entities
- MFRS 13 Fair Value Measurement
- MFRS 119 Employee Benefits (IAS 19 as amended by IASB in June 2011)
- MFRS 127 Separate Financial Statements (IAS 27 as amended by IASB in May 2011)
- MFRS 128 Investments in Associates and Joint Ventures (IAS 28 as amended by

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IASB in May 2011)

- Amendments to MFRS 7 Disclosures: Offsetting Financial Assets and Financial Liabilities
- IC interpretation 20 Stripping Costs in the Production Phase of a Surface Mine

The following MFRSs and IC Interpretations have been issued by the MASB and are not yet effective:

Effective for annual periods commencing on or after 1 January 2014

- Amendments to MFRS 132 Offsetting Financial Assets and Financial Liabilities

The directors expect that the new MFRSs, IC Interpretations and Amendments to MFRSs which are issued and effective for periods beginning on or after 1 January 2013 do not have any material impact on the financial statements of the Group. The financial effects of the above MFRSs are still being assessed due to the complexity of these new MFRSs and Amendments to MFRSs, and their proposed changes.

A2. Audit Report of Preceding Financial Year Ended 31 December 2012

The audit report on the financial statements of the preceding year was not qualified.

A3. Seasonality and Cyclicity of Operation

The Group's operations have not been affected by any seasonal or cyclical factors.

A4. Exceptional or Unusual Items

There were no items of exceptional or unusual nature that affect the assets, liabilities, equity, net income or cash flows of the Group in the current financial quarter.

A5. Changes in Estimates of Amounts Reported Previously

There were no changes in estimates of amounts reported in prior financial years that may have a material effect in the current quarter.

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A6. Loans, Advances and Financing

	Group	
	30-06-13	31-12-12
	RM'000	RM'000
Personal financing	22,706,181	17,793,675
Mortgage loans and financing	5,302,592	5,408,724
Corporate loans and financing	3,420,216	3,521,757
Auto Financing	185,729	128,098
Gross loans, advances and financing	<u>31,614,718</u>	<u>26,852,254</u>
Allowance for impairment:		
- Collectively assessed	(1,009,665)	(902,630)
- Individually assessed	<u>(1,423,320)</u>	<u>(1,684,059)</u>
Net loans, advances and financing	<u>29,181,733</u>	<u>24,265,565</u>

Movements in the impaired loans, advances and financing are as follows:

	Group	
	30-06-13	31-12-12
	RM'000	RM'000
Balance as at 1 January	3,000,788	3,137,754
Classified as impaired during the year	503,981	926,090
Reclassified as non-impaired	(628,935)	(565,840)
Amount recovered	(42,866)	(259,006)
Amount written off	<u>(221,421)</u>	<u>(238,210)</u>
Balance as at end of year	<u>2,611,547</u>	<u>3,000,788</u>
Collective allowance	(401,152)	(390,888)
Individual allowance	<u>(1,282,803)</u>	<u>(1,517,034)</u>
	<u>(1,683,955)</u>	<u>(1,907,922)</u>
Net impaired loans, advances and financing	<u>927,592</u>	<u>1,092,866</u>
Net impaired loans as per percentage of net loans, advances and financing	<u>3.2%</u>	<u>4.5%</u>

A7. Debts and Equity Securities

Other than the issuance of new shares as shown below pursuant to the Company's Employee Share Option Scheme ("ESOS") and warrants, there were no issuance and repayment of debt and equity securities, share buy backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial quarter.

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A7. Debts and Equity Securities (continued)

	No of ordinary shares of RM1.00 each '000	Ordinary shares RM'000	Share premium RM'000
At 1 January 2013	1,240,361	1,240,361	514,098
Issued at RM1.17 per share pursuant to ESOS	1,628	1,628	277
Issued at RM1.67 per share pursuant to ESOS	2,512	2,512	1,683
Issued at RM2.33 per share pursuant to ESOS	7,324	7,324	9,741
Issued at RM1.00 per share pursuant to warrants	484,277	484,277	-
Transfer from share option reserve	-	-	3,811
Transfer from warrants reserve	-	-	160,189
As at 30 June 2013	<u>1,736,102</u>	<u>1,736,102</u>	<u>689,799</u>

A8. Dividends Paid

The final dividend of 9.0% less 25% taxation (6.75 sen net per ordinary share) and special dividend of 18.0% less 25% taxation (13.5 sen net per ordinary share) in respect of the financial year ended 31 December 2012 totalling RM350,864,530 was paid on 30 May 2013. The dividend payments were approved by the shareholders of the Company on 10 May 2013.

A9. Segmental Information on Revenue and Results

The Group's activities are based in Malaysia, therefore segmental reporting is not analysed by geographical locations.

	Financing RM'000	Hotel Operations RM 000	Eliminations RM'000	Consolidated RM'000
3 months ended 30 June 13				
External sales	605,196	2,374	6,728	614,298
Intersegment sales	10,370	696	(11,066)	-
Total revenue	<u>615,566</u>	<u>3,070</u>	<u>(4,338)</u>	<u>614,298</u>
Segment results	241,294	(1,866)	8,161	247,589
Unallocated income (net of cost)				-
Profit from operations				<u>247,589</u>
3 months ended 30 June 12				
External sales	441,381	2,604	491	444,476
Intersegment sales	6,718	671	(7,389)	-
Total revenue	<u>448,099</u>	<u>3,275</u>	<u>(6,898)</u>	<u>444,476</u>
Segment result	111,285	(1,565)	12,909	122,629
Unallocated income (net of cost)				-
Profit from operations				<u>122,629</u>

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A9. Segmental Information on Revenue and Results (continued)

	Financing RM'000	Hotel Operations RM 000	Eliminations RM'000	Consolidated RM'000
6 months ended 30 June 13				
External sales	1,157,234	4,578	9,504	1,171,316
Intersegment sales	18,533	1,372	(19,905)	-
Total revenue	<u>1,175,767</u>	<u>5,950</u>	<u>(10,401)</u>	<u>1,171,316</u>
Segment results	465,237	(3,823)	23,285	484,699
Unallocated income (net of cost)				-
Profit from operations				<u>484,699</u>
6 months ended 30 June 12				
External sales	817,032	4,752	1,571	823,355
Intersegment sales	13,575	1,292	(14,867)	-
Total revenue	<u>830,607</u>	<u>6,044</u>	<u>(13,296)</u>	<u>823,355</u>
Segment result	209,742	(3,762)	27,119	233,099
Unallocated income (net of cost)				-
Profit from operations				<u>233,099</u>

A10. Valuation of Property, Plant and Equipment

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

A11. Subsequent Events

As at the date of this report, there were no material events occurring subsequent to the end of the current quarter that have not been reflected in the financial statements for the current quarter.

A12. Changes in the Composition of the Group

There were no major changes in the composition of the Group for the current quarter.

A13. Contingent Liabilities**(a) Contingencies**

	As at 30-06-13 RM'000
Fully secured:	
Financial guarantee to secure payments by borrowers	<u>46,451</u>

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A13. Contingent Liabilities (continued)

(b) Material Litigations

- (i) A contractor appointed by one of the Company's borrowers has instituted civil suits against the Company for an alleged breach of contract and is claiming damages amounting to RM2.54 million.

The contractor's application to amend the statement of claim was dismissed on 22 June 2010 and the Court fixed 10 November 2011 for case management. The Court of Appeal had on 13 December 2011 allowed the contractor's application to amend statement of claim.

Pre-trial case management was fixed on 21 March 2012 and for full trial from 26 to 30 March 2012. The matter came up for decision on 30 April 2012 and the claim against MBSB was dismissed with costs. The contractor had on 29 May 2012 filed an appeal against MBSB. The Court of Appeal has fixed the matter for hearing on 5 September 2013.

- (ii) A former borrower of the Company has instituted a suit against the Company for an alleged breach of facility agreement and is claiming damages amounting RM43.311 million. The Company had terminated the said facility due to the former borrower's breach of facility agreement and had subsequently sold the loan asset to an unrelated company.

On 30 September 2010, the Court dismissed the borrower's claim with costs. The borrower filed an appeal on 25 October 2010 which was fixed for hearing on 23 April 2013 where the appeal was subsequently struck off and the case closed.

- (iii) A third party and its holding company (collectively "the Plaintiffs") have instituted a civil suit against the Company and its subsidiary for an alleged breach of facility agreement.

The Company and its subsidiary had filed its defence and counterclaim in response to the suit. The Company and its subsidiary had also filed an application to strike out the Plaintiff's suit which was dismissed with costs on 24 May 2010. The Company's appeal in respect of the striking out was heard on 3 April 2012 and was dismissed by the Court of Appeal with costs.

The Company filed an application for security for costs against the Plaintiffs and this was dismissed on 18 May 2011. The Company's solicitors filed an appeal on 20 May 2011 ("Company's security for costs appeal"). The Company's security for costs appeal was allowed on 30 November 2011. The Plaintiffs have deposited the security for costs with the Court by way of Bank Guarantee. The Court has fixed 19 to 21 August 2013 for trial.

The Plaintiffs had on 25 April 2013 served an originating summons on the Company seeking for an order from the Johor Bahru High Court that the charge created in favour of the Company be set aside and is of no effect and for a removal and cancellation of the same. The Court matter came up for hearing on 24 July 2013 and was adjourned to 26 August 2013 for case management.

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A13. Contingent Liabilities (continued)**(b) Material Litigations**

The directors after obtaining advice from the Company's solicitors are of the opinion that the Company has reasonably good cases in respect of all the claims against the Company and as such, no provision has been made in the financial statements.

A14. Acquisition/Disposal of Property, Plant and Equipment

	As at 30-06-13 RM'000
Additions	
Building renovation	3,109
Furniture & equipment	927
Data processing equipment	940
Motor vehicle	173
	<u>5,149</u>

A15. Significant Related Party Transactions

	Quarter		Cumulative	
	Current Quarter 30-06-13 RM'000	Preceding Quarter 31-03-13 RM'000	Current Year To Date 30-06-13 RM'000	Preceding Year To Date 30-06-12 RM'000
Transactions with Employees				
Provident Fund Board, the ultimate holding body:				
Funding cost on securitised financing	4,469	4,813	9,282	12,032
Rental paid	72	72	144	144
	<u>4,541</u>	<u>4,885</u>	<u>9,426</u>	<u>12,176</u>

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A16. Capital Commitments

As at 30 June 2013, there were no commitments other than those stated below:

	RM'000
Approved but not contracted for	
- purchase of property, plant and equipment and software	29,979
Contracted and pending shareholders' approval	
- purchase of real estate	<u>239,237</u>
	<u>269,216</u>

A17. Impairment Loss

There were no other impairment losses other than those disclosed in note A6 above.

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BMSB LISTING REQUIREMENTS – DISCLOSURE REQUIREMENTS AS PART A OF APPENDIX 9B**B1. Performance Review****Current Period-to-date vs Previous Year Corresponding Period-to-date**

The Group profit before tax for the financial period ended 30 June 2013 of RM484.699 million increased by RM251.600 million or 108% as compared to the previous year corresponding period profit before taxation of RM233.099 million. The increase was mainly due to higher income from Islamic banking operations via the expansion of personal financing and higher net interest income from conventional business.

The performance of the respective operating business segments for the period ended 30 April 2013 as compared to the previous year corresponding period is analysed as follows:

Personal financing – The gross income from personal financing was higher due to the growth of personal financing portfolio. However, the higher personal financing loan base also resulted in the higher collective allowance charged to the income statement.

Mortgage loans and financing – The gross income from mortgage loans and financing was slightly lower mainly due to lower disbursement during the current period.

Corporate loans and financing – The gross income from corporate loans and financing were higher due to higher disbursements and lower individual assessment impairment allowance for the current period due to settlement of impairment accounts.

B2. Variance of Results against Preceding Quarter

The Group profit before tax for the 2nd quarter 2013 of RM247.589 million increased by RM10.479 million or 4.4% as compared to the preceding quarter of RM237.110 million. The increase was mainly as a result of the profit contribution from Islamic operations due to continuing growth of personal financing portfolio, lower amortisation cost associated to the personal financing disbursement and was partially set off by higher operating expenses and impairment allowance.

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B3. Prospects**Brief Overview of the Malaysian Economy**

Private sector financing activity remained healthy: Financing conditions remained supportive of economic activity in the first quarter. Total gross financing raised by the private sector through the banking system and the capital market amounted to RM244.7 billion (4Q 2012: RM262.2 billion). On a net basis, banking system loans and PDS outstanding expanded at an annual growth rate of 11% as at end-March (end-December 2012: 12.4%).

In the business sector, while loans outstanding from the banking system recorded a higher increase during the quarter, loan disbursements moderated slightly from the previous high levels in 2012. The high levels in 2012 reflected the extension of several sizeable one-off loans to large corporations. Loans disbursed to SMEs continued to remain strong. Demand for new financing by businesses increased with higher loan applications, mainly from the real estate; finance, insurance and business services; wholesale and retail; restaurants and hotels; and manufacturing sectors. On an annual basis, business loans outstanding expanded at a growth rate of 11.7% as at end-March (end-December 12: 10.9%).

Financing to the household sector expanded by RM16.2 billion during the quarter (4Q 2012: RM18.2 billion). On an annual basis, household loans outstanding grew by 12.1% as at end-March (end-December 2012: 11.6%), due to increased lending for the purchase of passenger cars, securities and residential properties. Household demand for loans was sustained with higher loan applications, mainly for the purchase of residential properties and securities.

(Extracted from Bank Negara Malaysia's Economic and Financial Developments in the Malaysian Economy Report in the 1st Quarter 2013, dated 17 May 2013)

Group Prospect

The continued growth in earnings for the 2nd quarter 2013 was due to the Group's continuing growth in retail financing and loans segment.

Bank Negara Malaysia's measures to further promote a sound and sustainable household sector will increase competition to attract quality assets. The Group has undertaken new business strategies in anticipation of the expected changes in the operating environment in order to maintain its competitiveness.

The Group continues to enhance its risk management framework to improve its operational workflows and quality of financing and loan assets. The Group will continue to focus on fee-based income to enhance profitability and to improve its customer service level for a better customer experience.

Barring any unforeseen circumstances, the Group expects performance in 2013 to be satisfactory.

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B4. Variance from Profit Forecast and Profit Guarantee

None.

B5. Taxation

	Quarter		Cumulative	
	Current Quarter 30-06-13 RM'000	Preceding Quarter 31-03-13 RM'000	Current Year To Date 30-06-13 RM'000	Preceding Year To Date 30-06-12 RM'000
Current income tax:				
Malaysian income tax	81,878	71,181	153,059	58,400
Tax refund	(25)		(25)	-
Over provision in prior years:				
Malaysian income tax	-	(197)	(197)	-
	<u>81,853</u>	<u>70,984</u>	<u>152,837</u>	<u>58,400</u>
Deferred tax:				
Relating to origination and reversal of temporary differences	(19)	(18)	(37)	(37)
	<u>(19)</u>	<u>(18)</u>	<u>(37)</u>	<u>(37)</u>
Total income tax expense	<u>81,834</u>	<u>70,966</u>	<u>152,800</u>	<u>58,363</u>

Domestic income tax is calculated at the Malaysian statutory tax rate of 25% (2011: 25%) of the estimated assessable profit for the quarter. The higher effective tax rate for the current quarter was mainly due to adjustment made for non-allowable items.

B6. Profit/(Loss) on Sale of Unquoted Investments and/or Properties

There were no significant sales of unquoted investments or properties during the current quarter.

B7. Purchase and Sale of Quoted Securities

There were no dealings in quoted securities for the current quarter.

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B8. Status of Corporate Proposals

Proposals	Announcement Date	Status
Proposed acquisition by MBSB Tower Sdn Bhd (formerly known as Ambang Hartamas Sdn Bhd), a wholly owned subsidiary of the Company, of a proposed office building to be developed for a total cash consideration of RM239,236,750	12 Dec 2012	Pending fulfilment of conditions precedent to the sale and purchase agreement

B9. Borrowings and Debts

Borrowings of the Group as at 30 June 2013 were as follows:

	As at 30-06-13 RM'000	As at 31-12-12 RM'000
Short term bank borrowings	450,191	350,217
Islamic financing facility (secured)	<u>300,952</u>	<u>351,203</u>
	<u>751,143</u>	<u>701,420</u>
Maturity of borrowings:		
- One year or less	565,730	467,403
- More than one year	<u>185,413</u>	<u>234,017</u>
Total	<u>751,143</u>	<u>701,420</u>
Recourse obligation on loans sold to Cagamas Berhad (secured):		
- One year or less	106,445	210,961
- More than one year	<u>2,205,170</u>	<u>2,151,036</u>
Total	<u>2,311,615</u>	<u>2,361,997</u>

All borrowings are denominated in Ringgit Malaysia.

B10. Off Balance Sheet Financial Instruments

None.

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B11. Realised and Unrealised Profits and Losses

The breakdown of accumulated losses of the Group as at the reporting date, into realised and unrealised losses, as disclosed pursuant to the directive issued by Bursa Malaysia Securities Berhad (“Bursa Malaysia”) on 25 March 2010, is as follows:

	Cumulative	
	As at 30-06-13 RM'000	As at 31-12-12 RM'000
Total accumulated losses of the Group:		
- Realised	(1,011,602)	(890,448)
- Unrealised in respect of deferred tax recognised in the income statement	37	(10,355)
Total Group accumulated losses as per consolidated accounts	<u>(1,011,565)</u>	<u>(900,803)</u>
Add: Consolidated adjustments	<u>534,982</u>	<u>511,660</u>
	<u>(476,583)</u>	<u>(389,143)</u>

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 the Malaysian Institute of Accountants on 20 December 2010.

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

B12. Material Litigation

The details of the pending material litigation are as per note A13 above.

B13. Dividends Proposed

None.

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B14. Earnings Per Share**Basic**

Basic earnings per share are calculated by dividing the net profit attributable to shareholders for the financial year by the weighted average number of ordinary shares in issue during the financial year.

	Quarter		Cumulative	
	Current Quarter 30-06-13	Preceding Quarter 31-03-13	Current Year to Date 30-06-13	Preceding Year to Date 30-06-12
Net profit attributable to shareholders for the year (RM'000)	165,155	166,144	331,299	173,068
Weighted average number of ordinary shares in issue ('000)	1,688,643	1,270,474	1,480,714	1,215,504
Basic earnings per share (sen)	<u>9.78</u>	<u>13.08</u>	<u>22.37</u>	<u>14.24</u>

Diluted

For the purpose of calculating diluted earnings per share, the net profit for the year and the weighted average number of ordinary shares in issue during the financial year have been adjusted for the dilutive effects of all potential ordinary shares, i.e. Employee Share Option Scheme ("ESOS") and Warrants.

	Quarter		Cumulative	
	Current Quarter 30-06-13	Preceding Quarter 31-03-13	Current Year to Date 30-06-13	Preceding Year to Date 30-06-12
Net profit attributable to shareholders for the year (RM'000)	165,155	166,144	331,299	173,068
Weighted average number of ordinary shares in issue ('000)	1,688,643	1,270,474	1,480,714	1,215,504
Weighted average effect of dilution on ESOS ('000)	8,145	6,758	8,145	408
Weighted average effect of dilution on Warrants ('000)	<u>11,770</u>	<u>80,086</u>	<u>11,770</u>	<u>108,277</u>
Adjusted weighted average number of ordinary shares in issue ('000)	<u>1,708,558</u>	<u>1,357,318</u>	<u>1,500,629</u>	<u>1,324,189</u>
Diluted earnings per share (sen)	<u>9.67</u>	<u>12.24</u>	<u>22.08</u>	<u>13.07</u>

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B15. Authorisation For Issue

The interim financial report was authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 31 July 2013.

BY ORDER OF THE BOARD

Koh Ai Hoon
Tong Lee Mee
Joint Company Secretaries
Kuala Lumpur
31 July 2013