## LANDMARKS

#### LANDMARKS BERHAD

(185202-H)

(Incorporated in Malaysia)

# Unaudited Interim Financial Report For The Second Quarter Ended 30 June 2011



## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2011

	Note	30-June-2011 RM' 000	31-Dec-2010 RM' 000 (Audited)
ASSETS			(Addited)
Property, plant and equipment	<b>A10</b>	157,045	156,808
Land held for property development		1,920,512	1,920,512
Investments in associates		44,043	44,700
Other investments		1,040	1,080
Deferred tax assets		424	424
<b>Total Non-Current Assets</b>		2,123,064	2,123,524
Receivables, deposits and prepayments		3,009	5,831
Inventories		3,704	3,869
Property development costs		11,211	9,511
Current tax assets		657	599
Cash and cash equivalents		203,264	220,487
<b>Total Current Assets</b>		221,845	240,297
TOTAL ASSETS		2,344,909	2,363,821
EQUITY Share capital Reserves		480,810 1,212,374	480,791 1,218,087
Total equity attributable to owners of the Company		1,693,184	1,698,878
Non-controlling Interest		1	1
Total Equity		1,693,185	1,698,879
LIABILITIES			
Loan and borrowings	B10	69,005	78,989
Deferred tax liabilities		563,090	563,090
<b>Total Non-Current Liabilities</b>		632,095	642,079
Develop and a comple		7 927	11.070
Payables and accruals	D10	7,836	11,070
Loan and borrowings Current tax liabilities	B10	9,994	9,994
		1,799	1,799
Total Current Liabilities		19,629	22,863
Total Liabilities		651,724	664,942
TOTAL EQUITY & LIABILITIES		2,344,909	2,363,821
Net Assets Per Share (RM)		3.52	3.53

The unaudited condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



#### LANDMARKS BERHAD (185202-H)

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE SIX-MONTHS PERIOD ENDED 30 JUNE 2011

	Note	3 month	AL PERIOD hs ended June	CUMULATI 6 month 30 J	s ended	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000	
Revenue	-	7,313	6,945	20,920	19,126	
Loss from operations		(2,804)	(3,648)	(2,541)	(291)	
Finance cost		(1,042)	(914)	(2,056)	(1,811)	
Operating loss	-	(3,846)	(4,562)	(4,597)	(2,102)	
Share of net (loss) / profit of associates	B1	(1,047)	585	(657)	436	
Loss before taxation	-	(4,893)	(3,977)	(5,254)	(1,666)	
Income tax expense	B5	206	(3)	(51)	(186)	
Loss for the period	- -	(4,687)	(3,980)	(5,305)	(1,852)	
Other comprehensive income, net of tax  Foreign currency translation differences for foreign operations  Fair value of available-for-sale financial asset		(325)	(571)	(394) (15)	(847) (15)	
Other comprehensive income for the period, no	et of tax	(325)	(571)	(409)	(862)	
Total comprehensive income for the period	-	(5,012)	(4,551)	(5,714)	(2,714)	
Profit / (loss) Loss attributable to: Equity Owners of the Company Non-controlling Interest Loss for the period	-	(4,687) - (4,687)	(3,982) 2 (3,980)	(5,305) 0 (5,305)	(1,857) <u>5</u> (1,852)	
Total comprehensive income attributable to: Equity Owners of the Company	-	(5,012)	(4,553)	(5,714)	(2,719)	
Non-controlling Interest  Total comprehensive income for the period	- -	(5,012)	(4,551)	(5,714)	(2,714)	
Earnings per share attributable to owners of the Company (sen)						
Profit / (loss) for the period -Basic		(0.97)	(0.83)	(1.10)	(0.39)	

The unaudited condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

(0.97)

N/A

(1.10)

-Diluted

N/A



#### UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

#### FOR THE SIX-MONTHS PERIOD ENDED 30 JUNE 2011

	Share Capital RM'000	Translation Reserve RM'000	Revaluation Reserve RM'000	Fair Value Reserve RM'000	Share Premium RM'000	Share Option Reserve RM'000	Retained Earnings RM'000	Total RM'000	Non- controlling Interest RM'000	Total Equity RM'000
At 1 January 2010, as previously stated	480,682	3,432	622,336	-	218,209	1,053	379,979	1,705,691	613	1,706,304
- Effects of adopting FRS139	-	· -	-	460	-	-	33	493	-	493
At 1 January 2010, as restated	480,682	3,432	622,336	460	218,209	1,053	380,012	1,706,184	613	1,706,797
Total comprehensive income for the period	-	(847)	-	(15)	-	-	(1,857)	(2,719)	5	(2,714)
Equity settled share-based transaction	-	-	-	-	-	403	-	403	-	403
At 30 June 2010	480,682	2,585	622,336	445	218,209	1,456	378,155	1,703,868	618	1,704,486
At 1 January 2011, as previously stated	480,791	3,589	622,336	430	218,264	1,416	372,052	1,698,878	1	1,698,879
Total comprehensive income for the period	-	(394)	-	(15)	-	-	(5,305)	(5,714)	-	(5,714)
Share option exercise	19	-	-		1		-	20	-	20
Transfer to share premium for share options exercised	-	-			7	(7)	-	-	-	-
At 30 June 2011	480,810	3,195	622,336	415	218,272	1,409	366,747	1,693,184	1	1,693,185

The unaudited condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



#### LANDMARKS BERHAD (185202-H)

#### UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT

#### FOR THE SIX-MONTHS PERIOD ENDED 30 JUNE 2011

	30-June-2011 RM'000	30-June-2010 RM'000
Cash flows from operating activities		
Loss Before Taxation	(5,254)	(1,666)
Adjustments for non-cash flow:		
Non-cash items Non-operating items	3,360 657	3,079 (395)
Operating (loss)/ profit before changes in working capital	(1,237)	1,018
Net change in current assets	2,988	2,568
Net change in current liabilities	(5,088)	(5,059)
Cash used in operations	(3,337)	(1,473)
Income tax paid	(159)	(1,587)
Income tax refund	118	1,870
Net cash used in operating activities	(3,378)	(1,190)
Cash flows from investing activities		
Interest income received	2,057	1,682
Purchase of property, plant and equipment Proceeds from disposal of investment	(4,013)	(2,057) 10,292
Proceeds from disposal of property, plant and equipment	494	530
Net cash (used in) / generated from investing activities	(1,432)	10,447
Cash flows from financing activity		
Proceeds from issuance of share capital	21	893
Repayment of bank borrowings	(9,983)	(8,750)
Finance costs paid	(2,056)	(1,816)
Net cash used in financing activity	(12,018)	(9,673)
Net decrease in cash and cash equivalents	(16,828)	(416)
Effect of exchange rate fluctuations on cash held	(395)	(35)
Cash and cash equivalents at 1 January	220,487	220,046
Cash and cash equivalents at 30 June	203,264	219,595
	30-June-2011 RM'000	30-June-2010 RM'000
	13111, 000	WAI 000
Cash and bank balances	8,403	5,523
Deposits (including deposits pledged)	194,861	214,072
	203,264	219,595

The unaudited condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

#### LANDMARKS BERHAD ("LANDMARKS" OR "THE COMPANY")

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2011

## PART A – EXPLANATORY NOTES IN COMPLIANCE WITH FRS134, INTERIM FINANCIAL REPORTING

#### A1. Basis of preparation

The interim financial report is unaudited and has been prepared in compliance with Financial Reporting Standards (FRS) 134<sub>2004</sub>, *Interim Financial Reporting* issued by Malaysian Accounting Standards Board and Paragraph 9.22 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2010. The explanatory notes attached to the interim financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2010.

#### A2. Changes in Accounting Policies/Estimates

Except as described below, the accounting policies applied by the Group in this interim financial report are the same as those applied by the Group in the audited financial statements for the year ended 31 December 2010.

The Group has adopted the following accounting standards, amendments and interpretations which are relevant to the Group's operations with effect from 1 January 2011:-

- FRS 1, First-time Adoption of Financial Reporting Standards (revised)
- FRS 3, Business Combinations (revised)
- FRS 127, Consolidated and Separate Financial Statements (revised)
- Amendments to FRS 1, First-time Adoption of Financial Reporting Standards
  - Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters
  - Additional Exemptions for First-time Adopters
- Amendments to FRS 2, Share-based Payment
- Amendments to FRS 2, Group Cash-settled Share Based Payment Transactions
- Amendments to FRS 5, Non-current Assets Held for Sale and Discontinued Operations
- Amendments to FRS 7, Financial Instruments: Disclosures Improving Disclosures about Financial Instruments

## PART A – EXPLANATORY NOTES IN COMPLIANCE WITH FRS134, INTERIM FINANCIAL REPORTING

#### A2. Changes in Accounting Policies/Estimates (continued)

- Amendments to FRS 132, Financial Instruments: Presentation Classification of Rights Issues
- Amendments to FRS 138, *Intangible Assets*
- Improvements to FRSs (2010)
- IC Interpretation 16, Hedges of a Net Investment in a Foreign Operation
- Amendments to IC Interpretation 9, Reassessment of Embedded Derivatives

Other than for the application of FRS 127, the application of the above FRSs, Amendments to FRSs and Interpretations did not result in any significant changes in the accounting policies and presentation of the financial results of the Group.

#### (a) FRS 127, Consolidated and Separate Financial Statements (revised)

This Standard supersedes the existing FRS127 and replaces the current term "minority interest" with a new term "non-controlling interest" which is defined as the equity in a subsidiary that is not attributable, directly or indirectly, to an owner.

The revised standard requires accounting for changes in ownership interest by the group in a subsidiary, while remaining in control, to be recognised as an equity transaction. If the Group loses control of a subsidiary, any gains or losses are recognised in profit or loss and any investment retained in the former subsidiary shall be measured at its fair value at the date when control is lost. The standard also requires all losses attributable to the non-controlling interest to be absorbed by the non-controlling interest instead of by the owner of the company, even if this results in the non-controlling interest having deficit balance.

The Group re-phrased its minority interest as non-controlling interest and re-measured the non-controlling interest prospectively in accordance with the transitional provisions of the revised FRS127. The adoption of the revised FRS127 did not have an impact on the Group's consolidated financial statements.

#### A3. Auditors' Report on the Group's latest Annual Financial Statements

There were no audit qualifications on the Group's financial statements for the year ended 31 December 2010.

#### A4. Exceptional items of a non-recurring nature

There were no exceptional items of a non-recurring nature during the financial period under review.

## PART A – EXPLANATORY NOTES IN COMPLIANCE WITH FRS134, INTERIM FINANCIAL REPORTING

#### A5. Inventories

During the financial period under review, there was no write-down of inventories.

#### A6. Changes in composition of the Group

There were no changes in the composition of the Group arising from business combination, acquisition or disposal of subsidiary companies and long-term investment, restructuring, or discontinued operations for the current interim period.

#### A7. Dividends paid

There were no dividends paid during the financial period under review.

#### A8. Seasonal or cyclical factors

The Group's hotel business is generally affected by seasonal or cyclical factors. The high season for the Group's hotel generally lies in the first and last quarters of the financial year.

#### PART A – EXPLANATORY NOTES IN COMPLIANCE WITH FRS134, INTERIM FINANCIAL REPORTING

#### A9. Segmental information

#### **Business segments**

	Hote	Re Hotels		Resort and property development		Others		Consolidated	
6 months ended 30 June	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000	
Segment revenue	20,920	19,047	-	-	-	79	20,920	19,126	
Profit / (loss) from operations	2,445	1,346	(6,531)	(5,947)	1,545	4,310	(2,541)	(291)	
Segments assets	143,198	141,642	1,956,890	1,948,599	244,821	273,753	2,344,909	2,363,994	

## PART A – EXPLANATORY NOTES IN COMPLIANCE WITH FRS134, INTERIM FINANCIAL REPORTING

#### A10. Property, plant and equipment

There were no amendments to the valuation of property, plant and equipment brought forward.

#### A11. Capital commitments

30 June 2011
RM'000

Property, plant and equipment

Authorised but not contracted for	2,043
Contracted but not provided for	3,507

Total 5,550

#### A12. Contingent liabilities

There were no contingent liabilities for the financial period under review.

#### A13. Issuances, repayments of debt and equity securities

The issued and paid-up capital of the Company increased by 18,800 ordinary shares from 480,790,900 to 480,809,700 ordinary shares of RM1.00 each as a result of the exercise of options under the Landmarks Employees' Share Option Scheme ("ESOS") at the exercise price of RM1.14 per share.

Save for the above, there were no issuance or repayment of debt, share buy back, share cancellation, shares held as treasury shares and resale of treasury shares for the financial period ended 30 June 2011.

#### A14. Related party transactions

There were no related party transactions for the financial period under review.

#### A15. Events subsequent to the balance sheet date

There were no material events subsequent to the end of the financial period under review that have not been reflected in the financial statements as at the date of this report.

## B1. Review of performance for Six Months to 30 June 2011 compared to Six Months to 30 June 2010

For the financial period ended 30 June 2011, the Group recorded revenue of RM20.92 million compared with RM19.13 million in 2010. The increase in revenue was mainly due to the better contribution from our hotel division. The Group recorded a loss from operations of RM2.54 million for the six months period ended 30 June 2011 compared with a loss of RM0.29 million for the corresponding period in 2010. The increase in loss from operations in 2011 was mainly due to the settlement gain from the suit for breach of contract on the reclamation and development of land in Kuala Perlis ("the Suit") registered in the previous corresponding period.

#### **Associated companies**

The Group recorded a share of net loss from the associated company, MSL Properties Sdn. Bhd. ("MSL") of RM0.66 million for the six months ended 30 June 2011 compared with a share of net profit of RM0.44 million in the corresponding period in 2010.

#### **Overall**

The Group registered a net loss attributable to equity owners of the Company of RM5.3 million for the six months ended 30 June 2011 compared with RM1.85 million for the corresponding period in 2010 mainly due to the settlement gain from the Suit.

#### B2. Comments on current quarter against preceding quarter performance

	2011	2011
	2 <sup>nd</sup> Qtr	1 <sup>st</sup> Qtr
	RM'000	RM'000
Revenue	7,313	13,607
(Loss) / profit from operations	(2,804)	263
Interest expense	(1,042)	(1,015)
Operating loss	(3,846)	(752)
Share of net (loss) / profit of associate	(1,047)	390
Loss before tax	(4,893)	(362)

## **B2.** Comments on current quarter against preceding quarter performance (continued)

Revenue for the 2<sup>nd</sup> quarter 2011 was lower than the previous quarter due to lower contribution from The Andaman. The Group recorded a higher loss before tax of RM4.89 million compared with a loss before tax of RM0.36 million in the previous quarter mainly due to lower contribution from our hotel, resort and property development division.

#### B3. Prospects

The Andaman is under-going a repositioning exercise, working closely with the Operator. The property improvement programme should enhance the competitiveness of The Andaman and thereby enabling it to realise its full earnings potential in the next few years.

Development works in Phase One of Treasure Bay has commenced in Q4 2010. This inaugural phase comprises three distinct precincts: Northern, Central and Southern. Covering approximately 90 hectares, a total of 800 room keys will be built, including the iconic Ring Hotel. Two crystal-clear water lagoons and a variety of hotels, retail, F&B and theme attractions will position the project as The Gateway of Kepulauan Riau – a vision that has received strong endorsement from the Indonesian government. The first hotel is scheduled to open by early 2014. Given the strong arrival numbers to Singapore, the spillover of these tourists to Bintan will indicate a shortage of rooms, providing an opportunity for Treasure Bay to meet this demand.

The Company has cash reserves of RM203 million with net tangible asset value of RM1.69 billion. This serves to ensure a strong position to be resilient against global economic uncertainties. Part of this reserve will be deployed to initiate the development of Phase One of Treasure Bay. The Company will continue to practise careful capital management in its endeavour to enhance the value of its assets.

#### **B4.** Profit forecast

Not applicable as no profit forecast was announced or disclosed.

#### B5. Tax expense

	Current quarter RM'000	Current Year-to-date RM'000
Current taxation		
Malaysia income tax charge	(206)	51
Deferred taxation		
Taxation charge	(206)	51

The effective tax rate is higher than the statutory tax rate, mainly due to the losses of certain subsidiaries which cannot be set off against taxable profits made by other subsidiaries, and certain expenses which are not deductible for tax purposes.

#### B6. Unquoted investments and properties

There were no sales of unquoted investments and/or properties for the six months ended 30 June 2011 except for the disposal of one (1) unit Saujana B share which has resulted in a gain of RM5,000.

#### B7. Quoted investments

There was no purchase or disposal of quoted securities for the financial period under review.

#### B8. Status of corporate proposals announced

There was no corporate proposal announced as at the date of this quarterly report.

#### B9. Realised and Unrealised Profits

The following analysis of realised and unrealised retained profits is prepared pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements and in accordance with the Guidance on Special Matter No. 1 – Determination of Realised and Unrealised Profits or Losses as issued by the Malaysian Institute of Accountants. This disclosure is based on the format prescribed by Bursa Malaysia Securities Berhad and is solely for complying with the disclosure requirements stipulated in the directive of Bursa Malaysia and should not be applied for any other purposes.

	Group 30 June 2011 RM'000	Group 31 December 2010 RM'000
Total retained earnings of Landmarks Berhad		
and its subsidiaries : - Realised	(60,813)	(52,875)
- Unrealised	(10,024)	(13,246)
	(70,837)	(66,121)
Total share of retained earnings from an associate	32,211	32,868
Consolidation adjustments	405,373	405,305
Total retained earnings	366,747	372,052

The Group is unable to provide the Realised and Unrealised Profits Disclosure for the associated company, MSL, as the Group has no control over its financial and operating policies.

#### B10. Borrowings and debt securities

The Group's borrowings, all of which are secured, are as follows:

	As at 30 June 2011 RM'000	As at 31 December 2010 RM'000
Short term borrowings Secured	9,994	9,994
Long term borrowings Secured	69,005	78,989
Total borrowings	78,999	88,983

#### B11. Off balance sheet financial instruments

There are no financial instruments with off balance sheet risk as at the date of this report.

#### B12. Changes in material litigation

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

#### B13. Dividends

The Board of Directors does not recommend the payment of any interim dividend for the financial period ended 30 June 2011.

#### B14. Basic earnings per share

Basic earnings per share was calculated by dividing the net profit attributable to ordinary shareholders of the Company by the weighted average number of issued and paid-up ordinary shares during the financial period.

	Individual Period 3 months ended 30 June		Cumulative Period 6 months ended 30 June	
	2011	2010	2011	2010
a) Basic earnings per share Loss attributable to equity owners of the Company (RM'000)	(4,687)	(3,982)	(5,305)	(1,857)
Weighted average number of ordinary shares ('000)	480,805	480,682	480,805	480,682
Basic earnings per share (sen) attributable to equity owners of the Company	(0.97)	(0.83)	(1.10)	(0.39)

Diluted earnings per share for the current financial period was calculated by dividing the net profit attributable to ordinary shareholders of the Company by the weighted average number of shares in issue during the financial period, adjusted to assume the conversion of all dilutive potential ordinary shares from share options granted to employees and directors under the ESOS.

	Individual Period 3 months ended 30 June		Cumulative Period 6 months ended 30 June	
	2011	2010	2011	2010
b) Diluted earnings per share Loss attributable to equity holders of the Company (RM'000)	(4,687)	(3,982)	(5,305)	(1,857)
Weighted average number of ordinary shares ('000)	480,805	480,682	480,805	480,682
Adjustment for dilutive effect of ESOS	237	-	237	
Weighted average number of ordinary shares ('000)	481,042	480,682	481,042	480,682
Basic earnings per share (sen) attributable to equity holders of the Company	(0.97)	(0.83)	(1.10)	(0.39)

By Order of The Board

**IRENE LOW YUET CHUN Company Secretary** 

Kuala Lumpur 24 August 2011

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