LANDMARKS

LANDMARKS BERHAD

(185202-H)

(Incorporated in Malaysia)

Unaudited Interim Financial Report For The Second Quarter Ended 30 June 2016



LANDMARKS BERHAD (185202-H)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2016

	Note	30-June-2016 RM' 000	31-Dec-2015 RM' 000
ASSETS		(Unaudited)	(Audited)
Property, plant and equipment	A11	1,340,450	1,346,209
Intangible asset	A11 A12	37	1,540,207
Property development costs	1112	781,856	781,856
Investments in associates		72,108	66,547
Other investments		1,885	1,885
Deferred tax assets		351	350
Total Non-Current Assets		2,196,687	2,196,978
Inventories		622	451
Property development costs		83,321	77,248
Receivables, deposits and prepayments		8,683	9,267
Current tax assets		96	97
Other investment		4,001	22,465
Cash and cash equivalents		23,122	35,759
Total Current Assets	_ _	119,845	145,287
TOTAL ASSETS	_	2,316,532	2,342,265
EQUITY Share capital Reserves Retained earnings	-	480,810 232,714 1,044,167 1,757,691	480,810 234,219 1,057,760 1,772,789
Total equity attributable to owners of the Company		1,757,071	1,772,709
Non-controlling Interests	<u>-</u>	1,373	1,373
Total Equity	_	1,759,064	1,774,162
LIABILITIES			
Loans and borrowings	A10	59,147	70,183
Deferred tax liabilities		464,888	465,072
Total Non-Current Liabilities	_	524,035	535,255
Payables and accruals	1.10	18,758	20,289
Loans and borrowings	A10	12,952	10,800
Current tax liabilities	_	1,723	1,759
Total Current Liabilities	_	33,433	32,848
Total Liabilities	- -	557,468	568,103
TOTAL EQUITY & LIABILITIES	_	2,316,532	2,342,265
Net Assets Per Share (RM)		3.66	3.69

The unaudited condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2015 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 2016

	Note	3 month	INDIVIDUAL PERIOD 3 months ended 30 June		VE PERIOD as ended
				30 J	
		2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Revenue	_	15,355	11,592	39,273	30,896
Loss from operations		(9,752)	(4,438)	(16,450)	(4,613)
Finance cost Finance income		(1,056) 77	(1,158) 205	(2,181) 170	(2,350) 621
	_				
Operating loss		(10,731)	(5,391)	(18,461)	(6,342)
Share of net profit of associates, net of tax	B1	3,997	620	5,562	1,133
Loss before taxation	-	(6,734)	(4,771)	(12,899)	(5,209)
Income tax credit / (expense)	B5	(329)	1,003	(753)	(101)
Loss for the period	<u>-</u>	(7,063)	(3,768)	(13,652)	(5,310)
Other comprehensive income / (expense), net of t Foreign currency translation differences for foreign operations Other comprehensive income / (expense) for the of tax	_	2,531 2,531	4,443 4,443	(1,446)	6,759 6,759
Total comprehensive income/(expense) for the pe	eriod	(4,532)	675	(15,098)	1,449
Loss attributable to: Owners of the Company Non-controlling interests Loss for the period	- -	(7,063)	(3,768)	(13,652)	(5,310)
Total comprehensive income/(expense) attributal Owners of the Company Non-controlling interests	ble to:	(4,532)	675	(15,098)	1,449
Total comprehensive income/(expense) for the pe	eriod _	(4,532)	675	(15,098)	1,449
Earnings per share attributable to owners of the Company (sen)					
Loss for the period -Basic		-1.47	-0.78	-2.84	-1.10
-Diluted		-1.47	-0.78	-2.84	-1.10

The unaudited condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2015 and the accompanying explanatory notes attached to the interim

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LANDMARKS BERHAD (185202-H)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE SIX-MONTHS PERIOD ENDED 30 JUNE 2016

		X-MONTHS PE							
		Non-distributable to owners of the Company Distributable							
	Share Capital RM'000	Translation 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 2015	480,810	(2,152)	415	218,272	2,358	1,069,534	1,769,237	1,224	1,770,461
Foreign currency translation differences for foreign operations	-	6,759	-	-	-	-	6,759	-	6,759
Total other comprehensive income for the period	-	6,759	-	-	-	-	6,759	-	6,759
Loss for the period	-	-	-	-	-	(5,310)	(5,310)	-	(5,310)
Total comprehensive income/(expense) for the period	-	6,759	-	-	-	(5,310)	1,449	-	1,449
Share options forfeited	-	-	-	-	22	(22)	-	-	-
Total contribution from owners	-	-	-	-	22	(22)	-	-	-
Additional investment from non-controlling Interests	-	-	-	-	-	-	-	149	149
At 30 June 2015	480,810	4,607	415	218,272	2,380	1,064,202	1,770,686	1,373	1,772,059
At 1 January 2016	480,810	12,161	1,260	218,272	2,526	1,057,760	1,772,789	1,373	1,774,162
Foreign currency translation differences for foreign operations	-	(1,446)	-	-	-	-	(1,446)	-	(1,446)
Total other comprehensive expense for the period	-	(1,446)	-	-	-	-	(1,446)	-	(1,446)
Loss for the period	-	-	-	-	-	(13,652)	(13,652)	-	(13,652)
Total comprehensive expense for the period	-	(1,446)	-	-	-	(13,652)	(15,098)	-	(15,098)
Share options forfeited	-	-	-	-	(59)	59	-	-	-
Total contribution from owners	-	-	-	-	(59)	59	-	-	-
At 30 June 2016	480,810	10,715	1,260	218,272	2,467	1,044,167	1,757,691	1,373	1,759,064

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 2015 and the accompanying explanatory notes attached to the interim financial statements.



UNAUDITED CONDENSED CONSOLIDATED CASH FLOWS STATEMENTS

FOR THE SIX-MONTHS PERIOD ENDED 30 JUNE 2016

	30-June-2016 RM'000	30-June-2015 RM'000
Cash flows from operating activities		
Loss before tax	(12,899)	(5,209)
Adjustments for non-cash flow Amortisation of intangible asset Depreciation of property, plant and equipment	94 8,500	95 4,396
Finance costs Finance income Gain on disposal of subsidiaries Gain on disposal of property, plant and equipments	2,181 (170) - (25)	2,350 (621) (5)
Loss on redeemed of other investments Dividend income from other investments Fair value gain in other investments	1,586 (130) (1,567)	- - (105)
Share of net profit of an equity accounted associate, net of tax Operating profit / (loss) before changes in working capital	(5,562) (7,992)	(1,133) (232)
Changes in working capital Inventories Trade and other receivables and prepayments Trade payables and others payables	(171) (394) 756	97 8,593 (4,477)
Property development costs Cash used in operations	(8,123) (15,924)	(12,755) (8,774)
Income tax paid Income tax refunded Net cash used in operating activities	(973) - (16,897)	(267) 850 (8,191)
Cash flows from investing activities Acquisition of property, plant and equipment Proceeds from disposal of property, plant and equipment	(2,940) 25	(2,181)
Proceeds from disposal of a subsidiary Proceeds from disposal of other investments Acquisition of other investments Increase in pledge deposits placed with licensed bank	28,278 (10,300) (35)	5 14,131 (19,627) (34)
Interest received Gain on redeemed of other investment Dividend received from:	170	621
- other investments	130	(6.020)
Net cash (used in) / generated from investing activities	15,328	(6,920)
Cash flows from financing activities Interest paid Repayment of finance lease liabilities Repayment of loans and borrowings	(2,175) (40) (8,888)	(2,350) (50) (7,600)
Net cash used in financing activities	(11,103)	(10,000)
Net decrease in cash and cash equivalents	(12,672)	(25,111)
Cash and cash equivalents at 1 January	32,282	80,149
Cash and cash equivalents at 30 June	19,610	55,038
	30-June-2016 RM'000	30-June-2015 RM'000
Cash and bank balances Deposits with licensed banks	14,378 8,744	12,455 46,026
Less: Deposits pledged	23,122 (3,512) 19,610	58,481 (3,443) 55,038

The unaudited condensed consolidated cash flows statements should be read in conjunction with the audited financial statements for the year ended 31 December 2015 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 2016

PART A – EXPLANATORY NOTES IN COMPLIANCE WITH MFRS 134, INTERIM FINANCIAL REPORTING

A1. Basis of preparation

The interim financial report is unaudited and has been prepared in compliance with Malaysian Financial Reporting Standards ("MFRS") 134, *Interim Financial Reporting* issued by Malaysian Accounting Standards Board and Paragraph 9.22 of the Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements. This Condensed Report also complies with IAS 34: Interim Financial Reporting issued by the International Accounting Standards Board ("IASB").

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2015. 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 2015.

A2. Changes in Accounting Policies/Estimates

The audited financial statements of the Group for the year ended 31 December 2015 were prepared in accordance with MFRS. All significant accounting policies adopted in preparing this interim financial report are consistent with those of the audited financial statements for the year ended 31 December 2015 except for the new or revised MFRS and amendments to MFRS that are relevant and effective for annual periods beginning on or after 1 January 2016 as disclosed below:-

- MFRS 14, Regulatory Deferral Accounts
- Amendments to MFRS 5, Non-current Assets Held for Sale and Discontinued Operations (Annual Improvements 2012-2014 Cycle)
- Amendments to MFRS 7, Financial Instruments: Disclosures (Annual Improvements 2012-2014 Cycle)
- Amendments to MFRS 10, Consolidated Financial Statements, MFRS 12, Disclosure of Interest in Other Entities and MFRS 128, Investment in Associates and Joint Ventures Investment Entities: Applying the Consolidation Exception
- Amendments to MFRS 11, *Joint Arrangements Accounting for Acquisitions of Interests in Joint Operations*
- Amendments to MFRS 101, Presentation of Financial Statements Disclosure Initiative
- Amendments to MFRS 116, Property, Plant and Equipment and MFRS 138, Intangible Assets Clarification of Acceptable Methods of Deprecia-

A2. Changes in Accounting Policies/Estimates (continued)

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2016 (continued)

- Amendments to MFRS 116, *Property, Plant and Equipment and MFRS* 141, *Agriculture-Agriculture: Bearer Plants*
- Amendments to MFRS 119, Employee Benefits (Annual Improvements 2012-2014 Cycle)
- Amendments to MFRS 127, Separate Financial Statements Equity Method in Separate Financial Statements
- Amendments to MFRS 134, Interim Financial Reporting (Annual Improvements 2012-2014 Cycle)

The following MFRSs have been issued by the MASB and are not yet effective and have not been applied by the Group:

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2018

- MFRS 9, Financial Instruments (2014)
- MFRS 15, Revenue from Contracts with Customers

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

• Amendments to MFRS 10, Consolidated Financial Statements and MFRS 128, Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an investor and its Associate or Joint Venture

The initial application of the Standards, amendments and interpretations are not expected to have any material financial impact to the financial statements of the current and prior periods upon their implementation.

A3. Changes in estimates

There were no changes in estimates during the quarter under review that had a material effect on the interim financial statements.

A4. 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 2015.

A5. Exceptional items of a non-recurring nature

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

A6. Inventories

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

A7. 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.

A8. Dividends paid

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

A9. 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.

A10. Operating segments

The Group's operations comprise the following main business segments:

Hospitality and Wellness Resort and Destination Development Provision of hotel management and wellness services

Development of resorts and properties

		:	Resort and D	es tinatio n				
	Hospitality an	Hospitality and Wellness Development		Others		Consolidated		
6 months ended 30 June	2016	2 0 15	2 0 16	2015	2 0 16	2 0 15	2 0 16	2 0 15
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Segment revenue	34,151	30,896	5,122	_	-	-	39,273	30,896
Profit / (loss) from operations	7,207	5,922	(19,668)	(9,286)	(3,989)	(1,249)	(16,450)	(4,613)
Finance costs	(2,157)	(2,336)	-	(14)	(24)	-	(2,181)	(2,350)
Finance income	29	110	17	57	124	454	170	621
	5,079	3,696	(19,651)	(9,243)	(3,889)	(795)	(18,461)	(6,342)
Included in the measure of segments								
results from operating activities are:								
- Depreciation and amortis ation	3,234	3,264	5,187	1,160	173	67	8,594	4,491
- Foreign exchange (gain)/ loss	-	-	575	(1,129)	605	(1,087)	1,180	(2,216)
-Recognised of impairment	-	(12)	-	-	-	-	-	(12)
loss on trade receivables								
Segment assets	158,669	164,110	2,074,183	2,066,066	83,680	111,230	2,316,532	2,341,406

There have been no changes in the basis of segmentation or in the basis of measurement of segment profit and loss from the last annual financial statements.

A11. Property, plant and equipment

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

A12. Intangible asset

There was no additional purchase of intangible asset for the financial period ended 30 June 2016.

A13. Non-current assets and non-current liabilities classified as held for sale

There were no non-current assets and non-current liabilities classified as held for sale.

A14. Issuances, repayments of debt and equity securities

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 2016.

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.

A16. Contingent liabilities and contingent assets

As at 30 June 2016, there were no material contingent assets, which upon being enforced might have a material impact on the financial position or business of the Group. As at the date of this report, the Company has contingent liabilities as follows:-

30 June 2016
RM'000

Corporate guarantees granted for banking facilities of a subsidiary (note B8) 71,882

A17. Capital and commitments

	30 June 2016 RM'000
Authorised but not contracted for	93,398
Contracted but not provided for	34,861
Total	128,259

A18. Related party transactions

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

A19. Financial risk management

The Group's financial risk management objectives and policies and risk profile are consistent with those disclosed in the consolidated financial statements as at and for the year ended 31 December 2015.

B1. Review of performance for Six Months to 30 June 2016 compared with Six Months to 30 June 2015.

The financial period ended 30 June 2016 saw the Group's revenue increase by 27.11%, ramping up from RM30.90 million to RM39.27 million against the previous corresponding period. The Group registered a net loss of RM13.65 million for the six-month period ended 30 June 2016 compared with a net loss of RM5.30 million in the previous year.

The increase in revenue was attributed to the performance of The Andaman which has recorded strong growth in operating results by RM3.26 million for the six months of 2016. Hotel occupancy and average room rate have increased by 1.2% and 8% respectively compared with the previous corresponding period.

The six-month period ended 30 June 2016 saw the Resort and Destination Development Division recording a modest revenue of RM5.12 million. Operating loss was RM19.67 million compared with RM9.29 million in the corresponding period of 2015. Operating losses were mainly due to expenses incurred in the course of business commencement and startups.

Associated companies

The Group's investment in the associate, MSL Properties Sdn. Bhd. ("MSL"), recorded a share of net profit amounting to RM5.56 million for the six-month period ended 30 June 2016 compared with RM1.13 million in the corresponding period of 2015.

B2. Comments on performance in the current quarter against preceding quarter

	2016 2nd Qtr RM'000	2016 1st Qtr RM'000
Revenue	15,355	23,918
Loss from operations	(9,752)	(6,698)
Finance costs	(1,056)	(1,125)
Finance income	77	93
Operating loss	(10,731)	(7,730)
Share of net profit of associate	3,997	1,565
Loss before tax	(6,734)	(6,165)

For the second quarter of 2016, the Group's revenue has decreased significantly by 35.80% from RM23.92 million in the previous quarter to RM15.35 million. The Group recorded loss before tax of RM6.73 million compared with RM6.17 million in the previous quarter.

Generally, the second quarter has always been the low season for our hospitality and wellness businesses. The Andaman's occupancy has decreased by 26% and average room rate has decreased by 24% compared with the previous quarter.

Our associated company, MSL, recorded higher share of net profit of RM4.00 million in this quarter mainly due to gain from the disposal of land.

B3. Prospects

The Andaman remains the main business driver for the Group. The Board is optimistic that the hospitality business will continue to grow and generate positive results for the Group.

The Board envisages that the Chill Cove at Treasure Bay Bintan ("TBB") will attract more visitors as the Group introduces more attractions and activities in the 3rd quarter of 2016. In line with the aforementioned initiatives, the Group is confident to further generate investment interest among the business community.

B4. Profit forecast

Not applicable as no profit forecast was announced or disclosed.

B5. Income tax expense

	Current 3 months 30 J	s ended	Cumulative period 6 months ended 30 June		
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000	
Current taxation					
Malaysia income tax charge	423	125	939	249	
Deferred Taxation	(94)	(1,128)	(186)	(148)	
Taxation (overprovision) / charge	329	(1,003)	753	101	

Tax expense is recognised based on management's best estimate of the weighted average annual tax rate expected for the full financial year applied to the pre-tax income of the interim period.

B6. Status of corporate proposals announced

There are no corporate proposals announced at the date of this quarterly report.

B7. Changes in material litigation

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

B8. Loans and borrowings

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

	As at	As at	
	30 June	31 December	
	2016	2015	
	RM'000	RM'000	
Short term borrowings			
Secured	12,952	10,800	
Long term borrowings			
Secured	59,147	70,183	
Total borrowings	72,099	80,983	

The term loan of RM71.88 million for a subsidiary was secured by a corporate guarantee from Landmarks Berhad.

B9. Derivative financial instruments

There are no derivative financial instruments as at the date of this quarterly report.

B10. Fair value changes of financial liabilities

The Group does not have any financial liabilities that are measured at fair value through profit and loss as at the date of this quarterly report.

B11. Dividends

The Board of Directors does not recommend the payment of any dividend for the financial period ended 30 June 2016.

B12. Breakdown of 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 Securities 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 Securities and is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities and should not be applied for any other purposes.

	Group	Group
	30 June	31 December
	2016	2015
	RM'000	RM'000
Total retained earnings of Landmarks Berhad		
and its subsidiaries:		
- Realised	(109,246)	(94,343)
- Unrealised	(10,273)	(6,021)
	(119,519)	(100,364)
Total share of retained earnings from an associate	78,633	73,071
Consolidation adjustments	1,085,053	1,085,053
Total retained earnings	1,044,167	1,057,760

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

B13. 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			
	2016	2015	2016	2015
a) Basic earnings per share (Loss)/Profit attributable to equity owner of the Company (RM'000)	(7,063)	(3,768)	(13,652)	(5,310)
Weighted average number of ordinary shares ('000)	480,810	480,810	480,810	480,810
Basic earnings per share (sen) attributable to equity owners of the Company	(1.47)	(0.78)	(2.84)	(1.10)

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 directors and employees under the Employees' Share Option Scheme ("ESOS").

	Individual period 3 months ended 30 June		Cumulative period 6 months ended 30 June	
	2016	2015	2016	2015
b) Diluted earnings per share (Loss)/Profit attributable to equity holders of the Company (RM'000)	(7,063)	(3,768)	(13,652)	(5,310)
Weighted average number of ordinary shares ('000)	480,810	480,810	480,810	480,810
Adjustment for dilutive effect of ESOS Weighted average number of	-	-	-	-
ordinary shares ('000)	480,810	480,810	480,810	480,810
Diluted earnings per share (sen) attributable to equity holders of the Company	(1.47)	(0.78)	(2.84)	(1.10)

By Order of The Board

IRENE LOW YUET CHUN Company Secretary

Kuala Lumpur 24th August 2016 www.landmarks.com.my