



PJ DEVELOPMENT HOLDINGS BERHAD (5938-A)

QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE SECOND QUARTER ENDED 31 DECEMBER 2014

NOTES TO THE INTERIM FINANCIAL REPORT

A1 Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with Financial Reporting Standard ('FRS') 134 'Interim Financial Reporting' and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. The report should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2014.

The explanatory notes attached to the interim financial statements 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 30 June 2014.

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the annual financial statements for the financial year ended 30 June 2014 except for the adoption of the following new/revised FRSs and amendments to FRSs:

| Title | Effective Date |
|--|-----------------------|
| Amendments to FRS 132 <i>Offsetting Financial Assets and Financial Liabilities</i> | 1 January 2014 |
| Amendments to FRS 10 <i>Consolidated Financial Statements: Investment Entities</i> | 1 January 2014 |
| Amendments to FRS 12 <i>Disclosure of Interests in Other Entities: Investment Entities</i> | 1 January 2014 |
| Amendments to FRS 127 <i>Separate Financial Statements (2011): Investment Entities</i> | 1 January 2014 |
| Amendments to FRS 136 <i>Recoverable Amount Disclosures for Non-Financial Assets</i> | 1 January 2014 |
| Amendments to FRS 139 <i>Novation of Derivatives and Continuation of Hedge Accounting</i> | 1 January 2014 |
| IC Interpretation 21 <i>Levies</i> | 1 January 2014 |
| Amendments to FRS 119 (2011) <i>Defined Benefit Plans: Employee Contributions</i> | 1 July 2014 |
| Annual Improvements to FRSs 2010 - 2012 Cycle | 1 July 2014 |
| Annual Improvements to FRSs 2011 - 2013 Cycle | 1 July 2014 |

The adoption of the above FRS, amendments to FRSs and IC Interpretation do not have any significant financial impact on the results and the financial position of the Group for the current quarter.

As stated in our audited financial statements for the financial year ended 30 June 2014, the Group has yet to adopt the Malaysian Financial Reporting Standards ('MFRS') framework, and has elected to be a transitioning entity which will only adopt the MFRS framework for the financial year ending 30 June 2018.

A2 Audit Qualification

The audit report of the Group's preceding annual financial statements was not qualified.

A3 Seasonal or Cyclical Factors

The businesses of the Group were not materially affected by any significant seasonal or cyclical factors during the financial period under review.

A4 Unusual Items

There were no items affecting assets, liabilities, equity, net income and cash flows of the Group that are unusual due to their nature, size or incidence for the current quarter and financial period to date.

A5 Material Changes in Estimates of Amounts Reported

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

A6 Debt and Equity Securities

There were no significant changes in the debt and equity securities except as disclosed below:

a) Shares Buy-Back/Treasury Shares

On 23 November 2005, the shareholders of the Company had authorised the Company to purchase up to 10% of its own shares. The authority granted by the shareholders was subsequently renewed during each subsequent annual general meeting and the latest renewal was on 27 November 2014.

During the financial period under review, there was no-repurchase of shares.

As at 31 December 2014, a total of 4,778,300 shares purchased were being held as treasury shares in accordance with Section 67A of the Companies Act, 1965. The Company may distribute the treasury shares as dividend to the shareholders or sell the treasury shares in the market in accordance with the Rules of Bursa Malaysia Securities Berhad or cancel the shares in accordance with Section 67A of the Companies Act, 1965.

The Company has neither made any sale nor any cancellation of its treasury shares.

b) Exercise of Warrants C 2010/2020

During the financial period ended 31 December 2014, the issued and paid-up capital of the Company was increased from RM456,136,692 to RM457,094,192 by the allotment of a total of 957,500 new ordinary shares of RM1.00 each pursuant to the exercise of 957,500 Warrants C 2010/2020. The details of the Warrants C exercised during the financial period to date are as follows:

| Allotment Date | No. of Warrants C exercised | No. of shares allotted | Type of issue |
|-------------------|-----------------------------|------------------------|--|
| 8 September 2014 | 195,000 | 195,000 | Exercise of Warrants C 2010/2020 at RM1.00 per share |
| 11 September 2014 | 55,000 | 55,000 | |
| 18 September 2014 | 100,000 | 100,000 | |
| 13 November 2014 | 600,000 | 600,000 | |
| 1 December 2014 | 7,500 | 7,500 | |
| Total | 957,500 | 957,500 | |

A7 Dividend paid

The single tier final dividend of 2.5 sen per ordinary share amounting to RM11,307,896 in respect of preceding financial year ended 30 June 2014 was paid on 18 December 2014.

A8 Operating Segments

Operating segments information for the financial period from 1 July to 31 December 2014:

| | Manufacturing & Trading Acotec - Integrated | | | | | | | Consolidated RM'000 |
|------------------------------------|---|------------------------|-------------------|------------------------------|-------------------------------|---------------------------------|------------------|------------------------|
| | Properties RM'000 | Construction RM'000 | - Cable RM'000 | Building System RM'000 | Hotels & Leisure RM'000 | Investment Holding RM'000 | Others RM'000 | |
| Revenue | | | | | | | | |
| Total Revenue | 250,235 | 197,785 | 81,749 | 42,645 | 63,761 | 1,738 | 1,944 | 639,857 |
| Inter-segment revenue | (23) | (133,997) | - | (13,352) | (479) | (1,650) | (1,485) | (150,986) |
| Revenue from external customers | 250,212 | 63,788 | 81,749 | 29,293 | 63,282 | 88 | 459 | 488,871 |
| Results | | | | | | | | |
| Segment result | 45,920 | 19,064 | 7,813 | 9,376 | 7,565 | (5,597) | 145 | 84,286 |
| Finance costs | (520) | - | (16) | - | (602) | (430) | (103) | (1,671) |
| Interest income | 1,664 | 151 | 124 | 23 | 15 | 6 | 11 | 1,994 |
| Share of profit of | | | | | | | | |
| - Associates | - | - | - | - | - | 270 | - | 270 |
| - Jointly Controlled Entity | - | - | - | - | - | - | - | - |
| Profit / (Loss) before tax | 47,064 | 19,215 | 7,921 | 9,399 | 6,978 | (5,751) | 53 | 84,879 |
| Tax expense | (12,040) | (4,596) | (2,177) | (2,387) | (781) | - | (84) | (22,065) |
| Net profit / (Loss) for the period | 35,024 | 14,619 | 5,744 | 7,012 | 6,197 | (5,751) | (31) | 62,814 |

Operating segments information for the financial period from 1 July to 31 December 2013:

| | Manufacturing & Trading Acotec - Integrated | | | | | | | Consolidated RM'000 |
|------------------------------------|---|------------------------|-------------------|------------------------------|-------------------------------|---------------------------------|------------------|------------------------|
| | Properties RM'000 | Construction RM'000 | - Cable RM'000 | Building System RM'000 | Hotels & Leisure RM'000 | Investment Holding RM'000 | Others RM'000 | |
| Revenue | | | | | | | | |
| Total Revenue | 171,555 | 198,547 | 105,847 | 34,249 | 64,648 | 9,656 | 811 | 585,313 |
| Inter-segment revenue | (35) | (83,879) | - | (12,918) | (435) | (9,569) | (710) | (107,546) |
| Revenue from external customers | 171,520 | 114,668 | 105,847 | 21,331 | 64,213 | 87 | 101 | 477,767 |
| Results | | | | | | | | |
| Segment result | 29,595 | 7,297 | 14,705 | 5,402 | 11,006 | 1,803 | (482) | 69,326 |
| Finance costs | (2,022) | (22) | (173) | - | (472) | (228) | (25) | (2,942) |
| Interest income | 579 | - | 116 | 27 | 8 | 595 | - | 1,325 |
| Share of profit of | | | | | | | | |
| - Associates | - | - | - | - | - | 725 | - | 725 |
| - Jointly Controlled Entity | - | - | - | - | - | - | - | - |
| Profit / (Loss) before tax | 28,152 | 7,275 | 14,648 | 5,429 | 10,542 | 2,895 | (507) | 68,434 |
| Tax expense | (6,360) | (2,171) | (4,430) | (1,149) | (888) | 1,887 | (2) | (13,113) |
| Net profit / (Loss) for the period | 21,792 | 5,104 | 10,218 | 4,280 | 9,654 | 4,782 | (509) | 55,321 |

A9 Material Events Subsequent to the Date of the Statement of Financial Position

On 15 January 2015, P.J. (A) Pty Limited (“PJA”), a wholly-owned subsidiary of Pengerang Jaya Pte Ltd, which in turn is a wholly-owned subsidiary of the Company, has subscribed an additional 26,250,000 ordinary shares of AUD1.00 each for cash consideration totaling AUD26,250,000.00 (equivalent to approximately RM76,741,875.00 based on Bank Negara Malaysia’s exchange rate of AUD1.00: RM2.9235 as at 14 January 2015) (“Subscription of Shares”) in proportion to the existing shareholdings of PJA in Yarra Park City Pty Ltd (“Yarra”), representing 75% of the total allotment of 35,000,000 ordinary shares of AUD1.00 each (“Allotment of Shares”) in the share capital of Yarra.

Prior to the Allotment of Shares, PJA holds 75% equity interest and Equity & Property Investment Corporation Pty Limited (“EPIC”) holds 25% equity interest in Yarra. The shareholdings percentage of PJA and EPIC remain unchanged at 75% and 25% respectively subsequent to the Allotment of Shares.

Upon completion of the Allotment of Shares, the issued and paid-up share capital of Yarra has increased from AUD15,000,000.00 to AUD50,000,000.00 comprising 50,000,000 ordinary shares of AUD1.00 each.

The fund from the Subscription of Shares is for working capital of Yarra and to part finance the acquisition of a freehold land measuring approximately 2.026 hectares, located on 93-119 Kavanagh Street, Southbank, Victoria 3006, Australia.

A10 Changes in the Composition of the Group

There were no major changes in the composition of the Group for the financial period under review including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations.

A11 Changes in Contingent Liabilities or Contingent Assets

There were no major changes in the contingent liabilities or contingent assets of the Group since the previous annual financial statements.

A12 Valuation of Property, Plant and Equipment

The Group did not perform any valuation on property, plant and equipment since the previous annual financial statements.

A13 Capital Commitments

Capital commitments not provided for in the financial statements as at 31 December 2014 are as follows:

| | RM '000 |
|---------------------------------|---------------|
| Contracted but not provided for | |
| Property, plant and equipment | <u>26,853</u> |

ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

B1 Review of the Performance

(Commentary on current quarter and current year to date)

The Group achieved higher pre-tax profit of RM45.67 million for the current quarter of 2014 (“2Q15”), an increase of 41.3% or RM13.36 million from RM32.31 million in the comparative quarter of 2013 (“2Q14”). The Group’s revenue for 2Q15 registered a slight decrease of 0.5% or RM1.24 million, to RM240.40 million, lower than 2Q14 of RM241.64 million.

For the financial year-to-date, the Group continued to achieve profitable results for the six months ended 31 December 2014 with higher revenue and pre-tax profit of RM488.87 million and RM84.88 million respectively as compared to RM477.77 million and RM68.43 million in the preceding six months ended 31 December 2014. The higher year-to-date revenue and pre-tax profit is due to higher profit recorded by the divisions of Construction, Property and Integrated Building System.

The property division’s revenue registered at RM133 million, a 46.8% rise from RM90.7 million in the 2Q14. The strong result was mainly attributed to the encouraging sales performance from the current ongoing property development projects.

The construction division registered pre-tax profit of RM14.8 million, up by 279% from 3.9 million in 2Q14. The improvement in pre-tax profit was due to the reduction of construction cost as compared to original construction budget.

The Acotec-Integrated Building System from the manufacturing & trading division recorded a revenue of RM20.2 million, representing a 3.4% growth from RM19.5 million in 2Q14. Corresponding to the revenue growth, the pre-tax profit of RM4.8 million for the Acotec-Integrated Building System division grew by 41% or RM1.4 million as compared to the corresponding quarter of RM3.4 million in the previous financial year.

The cable division from the manufacturing & trading division recorded lower revenue and pre-tax profit as compared to the previous corresponding period due to lower revenue contribution from the Government sector.

The hotels and leisure division posted a revenue of RM32.1 million as compared to RM32.6 million in the corresponding quarter in the previous financial year. The slight decrease in revenue was due to lower occupancy rate in which in line with the current hotel industries in the market.

B2 Material Changes in Quarterly Results

(Comparison on current quarter with immediate preceding quarter)

The Group’s core business registered an increase of 16.5% to RM45.67 million in its pre-tax profit as compared to RM39.21 million in 1Q14. The better performance of the Group in the current quarter was mainly attributed by the construction division.

B3 Prospects

While the Group expects the property cooling measures introduced by the Government may affect the property market sentiment in the short to medium term, the Group remains confident that its property division will continue to contribute positively and significantly to Group’s earning in this financial year.

With the Group’s core competencies and established track record, the board is optimistic that the Group will continue to perform well and achieve satisfactory results for the rest of 2015.

B4 Profit Forecast

Not applicable as no profit forecast was published.

B5 Profit for the period

| | CURRENT QUARTER ENDED 31/12/2014 RM '000 | COMPARATIVE QUARTER ENDED 31/12/2013 RM '000 | 6 MONTHS CUMULATIVE TO DATE 31/12/2014 RM'000 | COMPARATIVE 6 MONTHS CUMULATIVE TO DATE 31/12/2013 RM '000 |
|--|--|--|---|---|
| Profit for the period is arrived at after crediting / (charging) : | | | | |
| Depreciation and amortisation | (4,333) | (5,481) | (9,112) | (10,930) |
| Dividend income | 88 | 88 | 88 | 88 |
| Exceptional items | - | - | - | - |
| Gain on disposal of long term quoted investments | - | - | - | 9,442 |
| Gain or loss on derivatives | - | - | - | - |
| Gain on disposal of investment properties | - | - | - | - |
| Impairment loss on inventories | - | - | - | - |
| Impairment loss on trade and other receivables | (115) | (2,660) | (115) | (4,071) |
| Impairment of assets | - | - | - | - |
| Interest accretion of trade receivables | 459 | 353 | 762 | 772 |
| Interest expense | (794) | (1,945) | (1,671) | (2,942) |
| Interest income | 856 | 620 | 1,994 | 1,325 |
| Write off of receivables | - | - | - | - |
| Write down of inventories | - | - | - | - |
| Write off of inventories | - | - | - | - |
| Reversal of impairment loss and write off on trade and other receivables | 214 | 3,284 | 270 | 4,020 |
| Unrealised foreign exchange gain / (loss) | 94 | (1) | 133 | 14 |

B6 Tax Expense

Taxation comprises:

| | CURRENT QUARTER ENDED 31/12/2014 RM '000 | COMPARATIVE QUARTER ENDED 31/12/2013 RM '000 | 6 MONTHS CUMULATIVE TO DATE 31/12/2014 RM'000 | COMPARATIVE 6 MONTHS CUMULATIVE TO DATE 31/12/2013 RM '000 |
|--|--|--|---|---|
| Current tax expense | | | | |
| Malaysia - current year | 12,232 | 7,464 | 22,200 | 13,081 |
| Overseas - current year | 118 | 162 | 140 | 280 |
| Deferred tax expense | | | | |
| Origination and reversal of temporary differences | 733 | (247) | (275) | (248) |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| | 13,083 | 7,379 | 22,065 | 13,113 |
| | <hr/> | <hr/> | <hr/> | <hr/> |

The Group's effective tax rate for the current quarter was slightly higher than the statutory tax rate due to losses in certain subsidiaries that are not available to set-off against taxable profits in other subsidiaries within the Group.

B7 Status of Corporate Proposals

Yarra Park City Pty Ltd ("Yarra") is a 75%-owned subsidiary of P.J.(A) Pty Ltd, a wholly-owned subsidiary of Pengerang Jaya Pte Ltd, which in turn is a wholly-owned subsidiary of the Company. Yarra was incorporated in New South Wales, Australia on 20 May 2014.

Dynasty Falls Pty Ltd ("Dynasty") was incorporated in Victoria, Australia on 30 March 1992 and it was the registered owner of the land measuring approximately 2.026 hectares, located on 93-119 Kavanagh Street, Southbank, Victoria 3006, Australia ("the Property").

On 19 June 2014, Yarra had entered into a put and call option deed with Dynasty for the option to purchase the Property owned by Dynasty for a total cash consideration of AUD145,000,000 ("Put and Call Option Deed").

On 15 July 2014, Yarra obtained the approval/statement of non-objection from the Foreign Investment Review Board ("FIRB") on the proposed acquisition of the Property ("Proposed Acquisition") owned by Dynasty.

On 23 July 2014, Yarra exercised its call option under the Put and Call Option Deed and entered into a contract of sale of real estate ("Contract") with Dynasty to purchase the Property. The Contract is subject to the Company obtaining the approval from its shareholders at an extraordinary general meeting ("EGM") to be convened in relation to the Proposed Acquisition.

The Company had obtained the approval from its shareholders on the Proposed Acquisition at an EGM held on 9 October 2014.

On 18 November 2014, Yarra has exercised its right under the Contract to extend the Settlement Date for the payment of the balance Purchase Consideration from 18 December 2014 to 18 March 2015.

B8 Group Borrowings and Debt Securities

Total Group borrowings utilised as at 31 December 2014 are as follows:

| | RM Equivalent '000 |
|-------------|--------------------------|
| Current | |
| Secured | 146,003 |
| Unsecured | 2,048 |
| | <u>148,051</u> |
| Non-current | |
| Secured | 196,708 |
| | <u>196,708</u> |
| Total : | <u><u>344,759</u></u> |

B9 Disclosure of Realised and Unrealised Profits or Losses

The retained earnings as at 31 December 2014 and 30 June 2014 are analysed as follow:

| | As at 31/12/2014 RM '000 | As at 30/6/2014 RM '000 |
|--|--------------------------------|-------------------------------|
| Retained earnings of the Company and its subsidiaries : | | |
| Realised | 619,423 | 563,676 |
| Unrealised | (24,767) | (23,888) |
| | <u>594,656</u> | <u>539,788</u> |
| Share of retained earnings from associates : | | |
| Realised | 24,981 | 26,964 |
| Unrealised | 1,010 | 1,064 |
| | <u>620,647</u> | <u>567,816</u> |
| Consolidation adjustments | 82,824 | 84,145 |
| Total Group retained earnings as per consolidated accounts | <u><u>703,471</u></u> | <u><u>651,961</u></u> |

B10 Changes in Material Litigation

(a) Swiss-Garden International Vacation Club Berhad vs Swiss Marketing Corporation Sdn. Bhd.

Swiss-Garden International Vacation Club Berhad (“SGIVCB”), a wholly owned subsidiary PJ Development Holdings Berhad (“the Company”) had initiated a civil suit against an external marketing agent, Swiss Marketing Corporation Sdn. Bhd. (“Agent”) on 8 November 2005.

The civil suit was in respect of the wrongful repudiation by the Agent of the Marketing Agreement dated 2 July 2001 (which was exclusively entered into by the parties to enable the Agent to promote and sell SGIVCB’s ‘timeshare’ memberships to the public at large). The repudiation resulted in SGIVCB having suffered, amongst others, losses and damages amounting to RM5,280,344.00. The Agent had filed a counter-claim against SGIVCB claiming for its marketing fee which is due in the sum of RM21,091,398.31, electricity and rental charges in the sum of RM90,995.32, interests and costs.

The High Court on 27 August 2010 allowed SGIVCB’s claim against the Agent and ordered the Agent to pay damages amounting to RM5,231,706.00; damages for the loss of use of promotion materials amounting to RM48,638.16; damages for misrepresentation and loss of goodwill of SGIVCB to be assessed by a Senior Assistant Registrar; as well as interest at 8% per annum, commencing from the date when the writ was filed until full and final satisfaction and costs. The High Court also allowed the Agent’s counter-claim for marketing fee, rental arrears amounting to RM1,840 and related costs. The amount of the said marketing fee, however, would be assessed by a qualified accountant and set off against the damages awarded to SGIVCB.

The High Court appointed a qualified accountant (UHY Advisory (KL) Sdn Bhd) (“UHY”) for the assessment of the marketing fee on 3 September 2010, which was submitted on 21 March 2011, but was rejected by the High Court on 3 December 2012. Consequently, the High Court ordered the qualified accountant to recalculate the marketing fees (“High Court’s Order dated 3 December 2012”).

The Agent on 27 December 2012 filed an appeal to the Court of Appeal against the High Court’s Order dated 3 December 2012 (“Agent’s Appeal”). On 2 July 2014, the Court of Appeal dismissed the Agent’s Appeal with costs of RM10,000.00 to be paid to SGIVCB (“Decision dated 2 July 2014”). The Agent filed a Notice of Motion to apply for leave from the Federal Court to appeal against the Decision dated 2 July 2014 (“Agent’s Leave Application”). However, on 25 September 2014, the Federal Court had unanimously dismissed the Agent’s Leave Application with costs of RM10,000.00 to be paid to SGIVCB (“Decision dated 25 September 2014”). With the Decision dated 25 September 2014, the High Court’s Order dated 3 December 2012 stands. On 7 October 2014 (“the Final Mention Date”), the Agent informed the High Court that there are three (3) parts of the revised report dated March 2013 (“the Revised Report”) that is not agreeable, whereby the High Court fixed a Hearing date on 21 October 2014 for parties to submit on the said issues and for the High Court to decide whether to adopt the Revised Report as final and accept the sum of marketing fees being RM5,143,940.00 as per the Revised Report. At the Hearing date of 21 October 2014, upon hearing parties’ submissions, the High Court pronounced that the Revised Report be adopted wholly by the High Court and enforced as an Order (“Decision dated 21 October 2014”).

On 18 November 2014, the Agent has filed an appeal against the Decision dated 21 October 2014 to the Court of Appeal (“Agent’s 2nd Appeal”). A Case Management date has been fixed on 6 February 2015 to enable the Agent to decide on whether to proceed with the Agent’s 2nd Appeal. On 6 February 2015, the Agent informed the Court of Appeal that they will proceed with the Agent’s 2nd Appeal. The Agent also informed that parties have to clarify the terms of the High Court sealed order dated 21 October 2014 with the High Court Registrar. As such, the Court of Appeal fixed the next Case Management on 5 March 2015 for parties to apprise whether the issue relating to the terms of the High Court sealed order dated 21 October 2014 has been resolved.

SGIVCB’s solicitors are of the view that since the High Court has on 21 October 2014 accepted the Revised Report, assuming that the Court of Appeal dismisses the Agent’s 2nd Appeal, the estimated damages payable by the Agent to SGIVCB will be RM136,404.00 (being the difference between the amount of losses payable by the Agent to SGIVCB and the amount of outstanding marketing fees as at March 2013 owed by SGIVCB to the Agent as calculated under the Revised Report), excluding interest, damages for misrepresentation and loss of goodwill (which have not been assessed) and costs.

The Board of Directors are of the opinion that the damages together with the accrued interests awarded by the High Court to SGIVCB will not have material impact on the financial statements of the Group.

B10 Changes in Material Litigation (continued)

(b) Karisma Sempurna Sdn. Bhd., Koperasi Perumahan Kluang Berhad and Wonderful Mineral Resources Sdn. Bhd. vs PJD Pravest Sdn. Bhd.

PJD Pravest Sdn. Bhd. (“Pravest”) a wholly owned subsidiary of PJ Development Holdings Berhad (“the Company”), discovered trespass on its land held under H.S.(D) No. 18906 P.T. 1664, Mukim Penor, District of Kuantan, Pahang (“Land”) and a police report was lodged on 5 March 2011.

Pravest subsequently discovered that there was a purported joint venture agreement (“JVA”) dated 29 July 2010 entered by Pravest with Karisma Sempurna Sdn. Bhd., Koperasi Perumahan Kluang Berhad and Wonderful Mineral Resources Sdn. Bhd. (“the Plaintiffs”) to cultivate the Land for 30 years. Another police report was lodged in respect of the alleged involvement in the JVA.

On 11 April 2011, the Plaintiffs initiated a civil suit against Pravest, seeking to enforce the purported JVA (“Suit”). The Plaintiffs also filed an interlocutory application for an interim injunction to prevent Pravest from going into the Land, until the disposal of the Suit, which was allowed by the High Court with costs (“Injunction Order”).

On 20 January 2012, Pravest filed an application to vary the Injunction Order (“Pravest’s Application”). On 9 March 2012, the High Court allowed the variation of the Injunction Order, allowing *inter alia*, Pravest to take necessary steps to maintain the infrastructures built and cultivate the oil palm seedlings that have been planted on the land.

On 18 April 2013 the High Court of Kuantan dismissed the Plaintiffs’ claim with cost to be determined by the Registrar (which has yet to be determined). The High Court had also allowed Pravest to enforce the undertaking as to damages by the Plaintiffs in the interim injunction.

On 16 May 2013, Pravest filed the Notice for Direction for assessment of damages in relation to the undertaking for damages under the order for interim injunction (“the Application for Assessment of Damages”). Pravest is claiming an estimated sum of RM1,104,402.91 for costs incurred and loss of profit etc. as stated in the Affidavit in Support of Pravest’s application to assess damages affirmed by Pravest’s director, namely, Noriza Binti Shahadan on 15 November 2013.

The Plaintiffs have on 17 June 2014 filed an application to cross-examine the deponent of Pravest’s affidavit in support of Pravest’s Application for Assessment of Damages (“the Plaintiffs’ Application”). The Court has directed the parties to exhaust affidavits by 9 July 2014 and fixed the hearing (by oral submissions) on 27 August 2014. The Court heard both parties’ oral submissions on 27 August 2014 and the Court has on 30 September 2014 dismissed the Plaintiffs’ Application with costs in the cause, and fixed Pravest’s Application for Assessment of Damages for hearing/decision on 31 October 2014 and the Court will hear Pravest’s Application for Assessment of Damages without a need to cross-examine the deponent of Pravest’s affidavit. The decision for Pravest’s Application for Assessment of Damages was fixed for decision on 8 January 2015 (“the Decision”). However, as the Registrar handling the matter has been transferred to the Temerloh Court, the decision has been postponed to a date to be fixed later.

The Board of Directors are of the opinion that since the High Court has dismissed the Plaintiffs’ Suit/claim with costs, coupled with the fact that the Plaintiffs had withdrawn their High Court Appeal, the case will not have a material impact on the financial statements of the Group.

B11 Dividend

The Board of Directors has declared a single tier interim dividend of 4.0 sen per ordinary share in respect of the financial year ending 30 June 2015, the date of entitlement and payment of the interim dividend is to be determined at a later date (Comparative quarter ended 31 December 2013 : NIL).

B12 Earnings Per Share

(a) Basic

Basic earnings per ordinary share for the financial period is calculated by dividing the profit for the financial period attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial period, after taking into consideration of treasury shares held by the Company.

| | Group | |
|--|------------|------------|
| | 31/12/2014 | 31/12/2013 |
| | RM'000 | RM'000 |
| Profit attributable to owners of the parent | 62,818 | 55,342 |
| Weighted average number of ordinary shares in issue | 456,468 | 456,134 |
| Weighted average number of treasury shares held | (4,778) | (2,978) |
| Adjusted weighted average number of ordinary shares applicable to basic earnings per share | 451,690 | 453,156 |
| Basic earnings per share (sen) | 13.91 | 12.21 |

(b) Diluted

Diluted earnings per ordinary share for the financial period is calculated by dividing the profit for the financial period attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial period adjusted for the effects of potential dilutive ordinary shares.

| | Group | |
|---|------------|------------|
| | 31/12/2014 | 31/12/2013 |
| | RM'000 | RM'000 |
| Profit attributable to owners of the parent | 62,818 | 55,342 |
| Weighted average number of ordinary shares in issue applicable to basic earnings per ordinary share | 451,690 | 453,156 |
| Effect of dilution : | | |
| - Adjustments for conversion of Warrants C at fair value | 96,337 | 21,577 |
| Adjusted weighted average number of ordinary shares applicable to diluted earnings per ordinary share | 548,027 | 474,733 |
| Diluted earnings per share (sen) | 11.46 | 11.66 |

By Order of the Board

Chua Siew Chuan (MAICSA 0777689)
Yau Jye Yee (MAICSA 7059233)
Company Secretaries