PJ DEVELOPMENT HOLDINGS BERHAD (5938-A)

QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FOURTH QUARTER ENDED 30 JUNE 2015

NOTES TO THE INTERIM FINANCIAL REPORT

A1 Basis of Preparation

The interim financial report is audited 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 10 *Consolidated Financial Statements: Investment Entities*	1 January 2014
Amendments to FRS 12 *Disclosure of Interests in Other Entities: Investment Entities*	1 January 2014
Amendments to FRS 127 *Separate Financial Statements (2011): Investment Entities*	1 January 2014
Amendments to FRS 132 *Offsetting Financial Assets and Financial Liabilities*	1 January 2014
Amendments to FRS 136 *Recoverable Amount Disclosures for Non-Financial Assets*	1 January 2014
Amendments to FRS 139 *Novation of Derivatives and Continuation of Hedge Accounting*	1 January 2014
IC Interpretation 21 *Levies*	1 January 2014
Amendments to FRS 119 *Defined Benefit Plans: Employee Contributions*	1 July 2014
Amendments to FRSs Annual Improvements to FRSs 2010 - 2012 Cycle	1 July 2014
Amendments to FRSs 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.

The Group has not adopted the following standards and interpretations that have been issued but not yet effective:

1 January 2016

FRS 14	*Regulatory Deferral Accounts*
Amendments to FRS 116 and FRS 138	*Clarification of Acceptable Methods of Depreciation and Amortisation*
Amendments to FRS 11	*Accounting for Acquisitions of Interests in Joint Operations*
Amendments to FRS 127	*Equity Method in Separate Financial Statements*
Amendments to FRS 10 and FRS 128	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
Amendments to FRSs	*Annual Improvements to 2012-2014 Cycle*
Amendments to FRS 101	*Disclosure Initiative*
Amendments to FRS 10, FRS 12 and FRS 128	*Investment Entities: Applying the Consolidation Exception*

1 January 2018

FRS 9	*Financial Instruments*

A1 Basis of Preparation (continued)

Malaysian Financial Reporting Standards (MFRS Framework)

On 19 November 2011, the Malaysian Accounting Standards Board (MASB) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (MFRS Framework). The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture (MFRS 141) and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venturer (herein called 'Transitioning Entities').

On 2 September 2014, MASB has decided to allow Transitioning Entities to defer the adoption of the MFRS Framework to annual periods beginning on or after 1 January 2017.

On 2 September 2014, MASB has also issued MFRS 15 Revenue from Contracts with Customers. The core principle of MFRS 15 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. For the real estate industry, MFRS 15 is expected to enable property developers to recognise revenue progressively. MFRS 15 includes new disclosures (quantitative and/or qualitative information) to help investors better understand the nature, amount, timing and uncertainty of revenue and cash flows from contracts with customers. The new comprehensive disclosures are in response to investor' comments that companies present revenue in isolation which made it difficult for them to relate to the company's financial position.

MFRS 15 is effective for annual periods beginning on or after 1 January 2017, with earlier application being permitted. An entity may choose to adopt MFRS 15 retrospectively or through a cumulative effect adjustment as of the start of the first period for which it first applies the Standard. The retrospective application would provide investors and analysts trend information about an entity's revenue.

The Group falls within the scope definition of Transitioning Entities and have opted to defer adoption of the new MFRS Framework. Accordingly, the Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 30 June 2018. In presenting its first MFRS financial statements, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

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 for the current year to date.

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 year to date.

A5 Material Changes in Estimates of Amounts Reported

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

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 current year to date, there was no-repurchase of shares.

As at 30 June 2015, 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 current year to date, the issued and paid-up capital of the Company was increased from RM456,136,692 to RM458,594,192 by the allotment of a total of 2,457,500 new ordinary shares of RM1.00 each pursuant to the exercise of 2,457,500 Warrants C 2010/2020. The details of the Warrants C exercised during the current year 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	
6 April 2015	1,500,000	1,500,000	
Total	2,457,500	2,457,500	

A7 Dividend paid

The dividends paid by the Company are as follows:

	CURRENT YEAR TO DATE RM'000	PRECEDING YEAR TO DATE RM'000
A single tier final dividend of 2.5 sen per ordinary share in respect of the financial year ended 30 June 2014 was paid on 18 December 2014.	11,308	-
A single tier interim dividend of 4.0 sen per ordinary share in respect of the current financial year ended 30 June 2015 was paid on 8 May 2015	18,153	-
First and final dividend of 3.5 sen per ordinary share, less tax of 25% and a tax exempt dividend of 1.5 sen per ordinary share in respect of the financial year ended 30 June 2013 was paid on 20 December 2013.	-	18,680
A single tier interim dividend of 2.5 sen per ordinary share in respect of the financial year ended 30 June 2014 was paid on 25 June 2014	-	11,284
	29,461	29,964

A8 Operating Segments

Operating segments information for the financial year ended 30 June 2015:

	Properties	Construction	Manufacturing & Trading Cable	Manufacturing & Trading Integrated Building System	Hotels & Leisure	Investment Holding	Others	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue								
Total Revenue	467,965	331,770	177,655	72,832	118,585	33,150	3,943	1,205,900
Inter-segment revenue	-	(245,942)	-	(16,501)	(744)	(33,060)	(2,683)	(298,930)
Revenue from external customers	467,965	85,828	177,655	56,331	117,841	90	1,260	906,970
Results								
Segment result	75,671	32,621	15,818	16,543	5,160	(9,604)	(564)	135,645
Finance costs	(2,335)	(296)	(61)	-	(621)	(3,149)	(103)	(6,565)
Interest income	6,182	304	119	35	753	27	3	7,423
Share of loss of								
- Associates	-	-	-	-	-	(1,821)	-	(1,821)
- Jointly Controlled Entity	-	-	-	-	-	(7,069)	-	(7,069)
Profit / (Loss) before tax	79,518	32,629	15,876	16,578	5,292	(21,616)	(664)	127,613
Tax expense	(18,599)	(9,063)	(4,378)	(4,301)	(2,222)	(1,672)	(249)	(40,484)
Net profit / (loss) for the year	60,919	23,566	11,498	12,277	3,070	(23,288)	(913)	87,129

Operating segments information for the financial year ended 30 June 2014:

	Properties	Construction	Manufacturing & Trading Cable	Manufacturing & Trading Integrated Building System	Hotels & Leisure	Investment Holding	Others	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue								
Total Revenue	597,200	403,898	192,249	80,126	125,623	43,797	1,843	1,444,736
Inter-segment revenue	(79)	(199,829)	-	(29,249)	(768)	(43,710)	(1,599)	(275,234)
Revenue from external customers	597,121	204,069	192,249	50,877	124,855	87	244	1,169,502
Results								
Segment result	225,325	12,875	25,344	12,565	(6,802)	(3,012)	(842)	265,453
Finance costs	(1,517)	(32)	(237)	-	(1,150)	(309)	(53)	(3,298)
Interest income	1,717	2	135	50	23	1,074	54	3,055
Share of profit of								
- Associates	-	-	-	-	-	1,356	-	1,356
- Jointly Controlled Entity	-	-	-	-	-	-	-	-
Profit / (Loss) before tax	225,525	12,845	25,242	12,615	(7,929)	(891)	(841)	266,566
Tax expense	(36,292)	(3,829)	(7,295)	(3,144)	(3,666)	1,885	(4)	(52,345)
Net profit / (loss) for the year	189,233	9,016	17,947	9,471	(11,595)	994	(845)	214,221

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

There was no material event subsequent to the end of the quarter except as follow:

a) On 23 July 2015, the Company has become a subsidiary of OSK Holdings Berhad ("OSKH"), following the completion of transfer of 143,356,849 ordinary shares of RM1.00 each in the Company representing approximately 31.6% of the issued and paid-up share capital of the Company (excluding 4,778,300 treasury shares) to OSKH, in accordance with a conditional share sale agreement dated 15 October 2014 entered between OSKH and vendors namely Tan Sri Ong Leong Huat @ Wong Joo Hwa, Puan Sri Khor Chai Moi, Ong Yin Suen, Ong Yee Ching, Ong Ju Yan, Ong Yee Min, Ong Ju Xing, Wong Chong Shee, Dindings Consolidated Sdn. Bhd., Land Management Sdn. Bhd. and Ladang Setia Sdn. Bhd.

   OSKH is deemed to have de facto control of the Company even though OSKH has less than 50% of the voting rights on the basis that OSKH is the single largest shareholder of the Company with an approximately 31.6% equity interest as at 23 July 2015.

   OSKH had also on 20 July 2015 served a notice of take-over offer on the Board of the Company to acquire the remaining securities of the Company. As a result of a series of open market purchase and valid acceptances received by OSKH for the take-over offer, OSKH's equity interest in the Company (excluding shares held by the persons acting in concert with OSKH for the take-over offer) increased from 31.6% to 45.3% as at 25 August 2015. The take-over offer is still on-going and shall close on 7 September 2015.

b) On 24 July 2015, the Company has announced the change in financial year end from 30 June to 31 December, whereby the next financial period will be from 1 July 2015 to 31 December 2015, covering a 6 months period to coincide with the financial year end of OSKH.

A10 Changes in the Composition of the Group

There were no major changes in the composition of the Group during the current year to date including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations except as follow:

a) <u>Subscription of 80,812,500 shares of AUD1.00 each in Yarra Park City Pty Ltd ("Yarra") by P.J. (A) Pty Limited ("PJA")</u>

   On 7 July 2014, PJA, a wholly-owned subsidiary of Pengerang Jaya Pte. Ltd., which is in turn a wholly-owned subsidiary of the Company subscribed for additional 5,812,500 ordinary shares in Yarra for a cash consideration of AUS$5,812,500 (or equivalent to RM17,172,000) to maintain its 75% equity interest.

   On 15 January 2015, PJA subscribed for additional 26,250,000 ordinary shares in Yarra for a cash consideration of AUS$26,250,000 (or equivalent to RM74,865,000) to maintain its 75% equity interest.

   On 25 February 2015, PJA subscribed for additional 48,750,000 ordinary shares in Yarra for a cash consideration of AUS$48,750,000 (or equivalent to RM136,305,000) to maintain its 75% equity interest.

b) <u>Subscription of 16,823,957 shares of RM1.00 each in DLHA Management Services Sdn. Bhd. ("DLHA")</u>

   On 22 May 2015, DLHA, a wholly-owned subsidiary of the Company increased its authorised share capital from RM100,000 to RM25,000,000 and the issued and paid up share capital from RM2 to RM16,323,959. The Company subscribed for 16,323,957 ordinary shares of RM1.00 each, of which RM15,823,957 by way of capitalisation of amount owing by DLHA to the Company and RM500,000 by way of cash consideration.

   On 12 June 2015, DLHA has further increased its issued and paid up share capital by RM500,000 from RM16,323,959 to RM16,823,959. The Company subscribed for an additional 500,000 ordinary shares of RM1.00 each for a cash consideration of RM500,000.

A10 Changes in the Composition of the Group (continued)

c) Subscription of 16,670,285 shares of RM1.00 each in Scotia Acres Sdn. Bhd. ("Scotia") by DLHA

On 15 May 2015, Scotia has increased its authorised share capital from RM100,000 to RM50,000,000.

On 22 May 2015, Scotia has increased the issued and paid up share capital from RM2 to RM32,340,572. DLHA has subscribed for 16,170,285 ordinary shares of RM1.00 each, of which RM15,670,285 by way of capitalisation of amount owing by Scotia to DLHA and RM500,000 by way of cash consideration, in proportion to the existing shareholdings of DLHA in Scotia, representing 50% of the total allotment of 32,340,570 ordinary shares of RM1.00 each in the share capital of Scotia.

On 23 June 2015, the issued and paid up share capital of Scotia has further increased by RM1,000,000 from RM32,340,572 to RM33,340,572. DLHA has subscribed for an additional 500,000 ordinary shares of RM1.00 each for a cash consideration of RM500,000 in proportion to the existing shareholdings of DLHA in Scotia, representing 50% of the total allotment of 1,000,000 ordinary shares of RM1.00 each in the share capital of Scotia.

d) Subscription of 2,999,998 shares of RM1.00 each in Swiss-Inn JB Sdn. Bhd. ("SIJB")

On 30 June 2015, SIJB has increased its authorised share capital from RM100,000 to RM5,000,000 and the issued and paid up share capital of SIJB has also increased from RM2 to RM3,000,000. The Company subscribed for 2,999,998 ordinary shares of RM1.00 each, of which RM2,935,895 by way of capitalisation of amount owing by SIJB to the Company and RM64,103 by way of cash consideration.

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 30 June 2015 are as follows:

	RM '000
Contracted but not provided for	
- Property, plant and equipment	28,402
- Land held for property development	13,465
- Biological assets - new planting expenditure	283
	42,150

ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

B1 Review of the Performance
(Commentary on current year to date and current quarter)

Current Year To Date (“FY15”) compared with Preceding Year To Date (FY14”)

For FY15, Group revenue registered RM906.97 million compared to RM1,169.50 million in FY14. The decrease of group revenue of RM262.53 million is due to one-off exceptional items of RM186.04 million in FY14, and lower revenue recorded in Construction, Cable and Hotel division. The Group posted a pre-tax profit of RM127.61 million, a decrease 8.9% when compared to FY14 pre-tax profit of RM140.00 million excluding the one-off gain of RM126.57 million.

Current Quarter (4Q15) compared with Comparative Quarter of Preceding Year (4Q14)

The Group’s revenue for 4Q15 registered a decrease of 59.3% or RM275.10 million, compared to RM464.00 million in 4Q14. This is mainly attributed to the disposal of development land amounting to RM186.04 million, and a decrease in revenue in Construction, Hotel and Cable division in 4Q15.

The Property division registered a pre-tax profit of RM17.06 million, a decrease of RM12.00 million compared to RM29.06 million in 4Q14. Lower profit recorded in 4Q15 is due to delay in launching Cheras You City and Genting Windmill Upon Hills projects.

The Construction division registered a pre-tax profit of RM7.60 million, an increased of 100% from RM3.83 million in 4Q14. The increase in pre-tax profit is due to the reduction in construction cost.

The Integrated Building System from the manufacturing & trading division registered pre-tax profit of RM3.23 million, a decrease of 15.7% from RM3.83 million in 4Q14 due to lower sales recorded in the quarter.

The Cable division registered a pre-tax profit of RM3.20 million in 4Q15, a decrease of 50.7% compared to RM6.50 million in 4Q14. The decrease in revenue reflects the current market condition of the overall cable industry.

The Hotels and Leisure division posted revenue of RM26.81 million as compared to RM31.03 million in the corresponding quarter in the previous financial year. The decrease in revenue was due to lower occupancy as experienced by the overall hospitality industry

B2 Material Changes in Quarterly Results
(Comparison on current quarter with immediate preceding quarter)

The Group’s core business registered a decrease of 49.6% to RM14.32 million in its pre-tax profit as compared to RM28.41 million in 3Q15. The decrease of the Group’s profit was attributed to the lower contribution of profit from property division in current quarter under review.

B3 Prospects

The market in which the Group is operating in is expected to be challenging in view of the external environment; slow in economic growth and weak commodity prices.

As a result of bank credit tightening and poor sentiment, the take up rate of property sales is expected to be slower. However, the company's latest development project - Genting Windmill Upon Hills – experienced positive take up rate from the market at its recent launch.

The Construction division is expected to contribute positively to financial year.

The Integrated Building System division's growth rate is expected to slow down due to current weak economic climate.

The Cable division is expected to experience a slowdown in growth due to the current low demand from the construction sector.

The Hotel & Leisure division seeks to leverage on the weakening Ringgit to attract foreign tourists arrivals and promote domestic travel amongst Malaysians.

We expect the Malaysian economy to be challenging for the remaining of the year. The Board is optimistic that the Group will perform reasonably and achieve satisfactory results for the financial period ending 31 December 2015 barring unforeseeable circumstances.

B4 Profit Forecast

Not applicable as no profit forecast was published.

B5 Profit for the year/period

	CURRENT QUARTER ENDED 30/06/2015	COMPARATIVE QUARTER ENDED 30/06/2014	12 MONTHS CUMULATIVE TO DATE 30/06/2015	COMPARATIVE 12 MONTHS CUMULATIVE TO DATE 30/06/2014
	RM '000	RM '000	RM'000	RM '000
Profit for the year/period is arrived at after crediting / (charging) :				
Depreciation and amortisation	(4,998)	(4,880)	(18,560)	(20,188)
Dividend income	-	-	88	87
Gain on disposal of:				
- long term quoted investments	-	-	-	9,442
- investment properties	-	102,885	-	102,885
- property, plant and equipment	585	415	585	415
Net gain on fair value adjustment on retention sum	575	-	575	-
Impairment loss on:				
- investment properties	-	-	(1,848)	-
- current tax assets	-	(5,035)	-	(5,035)
- land held for property development	-	(1,473)	-	(1,473)
- trade and other receivables	(4,637)	(1,741)	(4,882)	(6,380)
- property, plant and equipment	-	(25,359)	-	(25,359)
Interest accretion of trade receivables	169	415	1,356	1,476
Interest expense	(3,406)	1,951	(6,565)	(3,298)
Interest income	4,170	1,088	7,423	3,055
Write down of inventories	(2,312)	(2,646)	(2,312)	(2,646)
Write off of:				
- property development costs	(3,404)	-	(3,404)	-
- inventories	-	(184)	-	(184)
Realised foreign exchange (loss)/gain	(637)	17	(637)	17
Reversal of impairment loss and write off on trade and other receivables	666	2,012	666	7,024
Unrealised foreign exchange (loss)/gain	(3,233)	74	(3,007)	104

Other than as per disclosed above, the group does not have other material items that recognized as profit / loss in the statement of profit or loss and statement of other comprehensive income.

B6 Tax Expense

Taxation comprises:

	CURRENT QUARTER ENDED 30/06/2015	COMPARATIVE QUARTER ENDED 30/06/2014	12 MONTHS CUMULATIVE TO DATE 30/06/2015	12 MONTHS CUMULATIVE TO DATE 30/06/2014
	RM '000	RM '000	RM'000	RM '000
Current tax expense				
Malaysia - current year	12,726	37,519	43,495	57,119
- prior year	(50)	(376)	1,046	(690)
Overseas - current year	317	111	372	507
- prior year	(4)	(4)	(4)	(4)
Deferred tax expense				
Origination and reversal of temporary differences	(4,145)	(4,569)	(4,425)	(4,587)
	8,844	32,681	40,484	52,345

The Group's effective tax rate for the current quarter was 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

There were no corporate proposals announced previously but not completed as at 21 August 2015.

B8 Group Borrowings and Debt Securities

Total Group borrowings utilised as at 30 June 2015 are as follows:

	RM Equivalent '000
Current	
Secured	122,877
Unsecured	3,176
	126,053
Non-current	
Secured	
- denominated in Australia Dollar 62.5 million	179,706
- denominated in Ringgit Malaysia (RM)	175,349
	355,055
Total :	481,108

B9 Disclosure of Realised and Unrealised Profits or Losses

The retained earnings as at 30 June 2015 and 30 June 2014 are analysed as follow:

	As at 30/6/2015 RM '000	As at 30/6/2014 RM '000
Total retained earnings of the Company and its subsidiaries :		
Realised	642,980	563,676
Unrealised	(21,742)	(23,888)
	621,238	539,788
Total share of retained earnings from associates :		
Realised	22,817	26,964
Unrealised	1,017	1,064
	645,072	567,816
Total share of accumulated losses from a joint venture:		
Realised	(7,069)	-
	638,003	567,816
Consolidation adjustments	71,823	84,145
Total Group retained earnings as per consolidated accounts	709,826	651,961

B10 Changes in Material Litigation

(a) **<u>Swiss-Garden International Vacation Club Berhad vs Swiss Marketing Corporation Sdn. Bhd.</u>**

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.

The High Court on 27 August 2010 allowed SGIVCB's claim against the Agent and ordered the Agent to pay damages for the loss of use of promotion materials, damages for misrepresentation and loss of goodwill of SGIVCB to be assessed by a Senior Assistant Registrar, as well as interest 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 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.

Pursuant to a qualified accountant (UHY Advisory (KL) Sdn Bhd) ("UHY") being appointed by the High Court, for the assessment of the marketing fee, the High Court pronounced that the Report by UHY be adopted wholly by the High Court and enforced as an Order ("Decision dated 21 October 2014").

In view that the Agent failed and/or omitted to pay SGIVCB the damages awarded by the High Court, SGIVCB issued a winding-up petition ("Petition") against the Agent on 22 April 2015. On 1 July 2015, the Registrar confirmed that SGIVCB has complied with all the procedural requirements in relation to the Petition. On the hearing on 31 July 2015, the High Court Judge allowed the Petition and ordered the Agent to be wound up.

SGIVCB's solicitors will proceed to file a Proof of Debt into the Insolvency Department to claim for the damages awarded by the High Court in favour of SGIVCB.

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

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, of which, the interlocutory injunction was allowed by the High Court with costs ("Injunction Order"). On 18 April 2013 the High Court of Kuantan dismissed the Plaintiffs' claim with cost to be determined by the Registrar.

The Kuantan High Court on 26 August 2015 awarded to Pravest, damages in the sum of RM1,104,402.91 and interest at the rate of 2% per annum from 26 August 2015 to date of full settlement.

B11 Dividend

A single-tier second interim dividend in respect of the financial year ended 30 June 2015 of 2.5 sen (Comparative quarter ended 30 June 2014: single tier final dividend of 2.5 sen) per ordinary share has been declared after the reporting period. The date of entitlement and payment of single-tier second interim dividend is to be determined at a later date.

The Directors do not recommend the payment of any final dividend for the financial year ended 30 June 2015.

On 8 May 2015, the Company paid a single tier first interim dividend of 4.0 sen per ordinary share for the current year. (2014: single tier interim dividend of 2.5 sen paid on 25 June 2014)

Total dividends for the current year to date are 6.5 sen per ordinary share comprising single tier first interim dividend of 4.0 sen and single tier second interim dividend of 2.5 sen. (2014: 5.0 sen comprising single tier interim dividend of 2.5 sen and single tier final dividend of 2.5 sen)

B12 Earnings Per Share

(a) Basic

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

	Group	
	30/06/2015	30/06/2014
Profit attributable to owners of the parent (RM'000)	87,326	223,999
Weighted average number of ordinary shares in issue (in '000)	457,091	456,135
Weighted average number of treasury shares held (in '000)	(4,778)	(3,295)
Adjusted weighted average number of ordinary shares applicable to basic earnings per share (in '000)	452,313	452,840
Basic earnings per share (sen)	19.31	49.47

B12 Earnings Per Share (continued)

(b) Diluted

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

	Group	
	30/06/2015	30/06/2014
Profit attributable to owners of the parent (RM'000)	87,326	223,999
Weighted average number of ordinary shares in issue applicable to basic earnings per ordinary share (in '000)	452,313	452,840
Effect of dilution :		
- Adjustments for conversion of Warrants C at fair value (in '000)	92,150	52,402
Adjusted weighted average number of ordinary shares applicable to diluted earnings per ordinary share (in '000)	544,463	505,242
Diluted earnings per share (sen)	16.04	44.33

By Order of the Board

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