# YTL LAND & DEVELOPMENT BERHAD

Company No. 1116-M Incorporated in Malaysia

Interim Financial Report 31 March 2013

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(Incorporated in Malaysia)

## INTERIM FINANCIAL REPORT

Interim financial report on consolidated result for the financial period ended 31 March 2013.

The figures have not been audited.

## CONDENSED CONSOLIDATED INCOME STATEMENT

		PRECEDING		E QUARTER
	CURRENT YEAR QUARTER 31.03.2013 RM'000	YEAR CORRESPONDING QUARTER 31.03.2012 RM'000	9 MONT 31.03.2013 RM'000	THS ENDED 31.03.2012 RM'000
REVENUE	27,614	220,326	113,863	446,185
COST OF SALES	(18,674)	(194,559)	(86,308)	(406,558)
GROSS PROFIT	8,940	25,767	27,555	39,627
OTHER OPERATING INCOME	3,984	9,717	23,099	26,317
OTHER OPERATING EXPENSE	S (4,048)	(12,936)	(19,677)	(26,786)
PROFIT FROM OPERATIONS	8,876	22,548	30,977	39,158
FINANCE COSTS	(2,895)	(2,614)	(9,014)	(4,379)
SHARE OF RESULTS OF A JOINTLY CONTROLLED ENT	TTY (2)	(2)	(115)	(8)
PROFIT BEFORE TAXATION	5,979	19,932	21,848	34,771
TAXATION	(3,807)	(6,122)	(10,218)	(9,256)
PROFIT FOR THE PERIOD	2,172	13,810	11,630	25,515
ATTRIBUTABLE TO: Owners of the Parent Non-Controlling Interests PROFIT FOR THE PERIOD	1,204 968  2,172	9,808 4,002 	7,421 4,209 11,630	19,070 6,445 25,515
EARNINGS PER 50 SEN SHAR Basic (sen):-  • Before mandatory convers of Irredeemable Convertib Unsecured Loan Stocks 2011/2021 ("ICULS")	ion	1.18	0.89	2.30
<ul> <li>After mandatory conversion</li> </ul>		1.10		2.30
of ICULS	0.31	1.03	1.26	1.94
Diluted (sen)	0.31	1.03	1.26	1.94

The Condensed Consolidated Income Statement should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

(Incorporated in Malaysia)

## INTERIM FINANCIAL REPORT

## CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	PRECEDING CURRENT YEAR		CUMULATIV	E QUARTER
	YEAR CO QUARTER 31.03.2013 RM'000	ORRESPONDING QUARTER 31.03.2012 RM'000		HS ENDED 31.03.2012 RM'000
PROFIT FOR THE PERIOD	2,172	13,810	11,630	25,515
OTHER COMPREHENSIVE INCOME:				
FOREIGN CURRENCY TRANSLATION	(949)	14	(1,051)	(375)
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX	(949)	14	(1,051)	(375)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	1,223	13,824	10,579	25,140
ATTRIBUTABLE TO: Owners of the Parent Non-Controlling Interests	255 968		6,370 4,209	
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	1,223	13,824	10,579	25,140

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

(Incorporated in Malaysia)

## INTERIM FINANCIAL REPORT

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	UNAUDITED	AUDITED AS AT 30.06.2012 RM'000
ASSETS		
Non-Current Assets		
Property, plant & equipment	34,847	34,558
Investment in a jointly controlled entity	22,378	22,493
Investment property	32,900	32,900
Land held for property development	882,476	864,976
Goodwill on consolidation	36,416	36,530
Deferred tax assets	2,860	2,667
	1,011,877	994,124
Current Assets		
Inventories	151,387	186,274
Property development expenditure	1,304,771	1,231,461
Trade and other receivables	65,284	85,069
Other current assets	18,537	55,748
Income tax assets	3,150	3,665
Amount due from related companies	1,263	952
Amount due from a jointly controlled entity	6,243	5,405
Fixed deposits with licensed banks	118,465	20,195
Cash and bank balances	14,664	261,900
	1,683,764	1,850,669
TOTAL ASSETS	2,695,641 =======	2,844,793 ======
EQUITY Share capital	422,156	422,156
Share premium	177,445	177,445
Treasury shares, at cost	(22,200)	(22,200)
Retained earnings	23,214	15,793
Equity component of ICULS	355,001	355,001
Foreign currency translation reserve	3,270	4,321
Equity Attributable to Owners of the Parent	958,886	952,516
Non-Controlling Interests	34,246	30,037
TOTAL EQUITY	993,132	982,553

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

(Incorporated in Malaysia)

## INTERIM FINANCIAL REPORT

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION - continued

	UNAUDITED AS AT 31.03.2013 RM'000	AUDITED AS AT 30.06.2012 RM'000
LIABILITIES		
Non-Current Liabilities		
Loans and borrowings	1,373,510	1,399,134
Other non-current liability	67,696	67,696
Deferred tax liabilities	54,724	54,838
	1,495,930	1,521,668
Current Liabilities		
Trade and other payables	69,651	90,064
Other current liabilities	4,315	4,143
Loans and borrowings	89,130	164,477
Amount due to immediate holding company	1,072	1,052
Amount due to related companies	37,215	45,340
Provisions	4,005	4,005
Income tax payable	1,191	31,491
	206,579	340,572
TOTAL LIABILITIES	1,702,509	1,862,240
TOTAL EQUITY AND LIABILITIES	2,695,641	2,844,793
Net assets per 50 sen share (RM)	1.16	1.15

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

(Incorporated in Malaysia)

## INTERIM FINANCIAL REPORT CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2013

	<>								
	Ordinary Shares RM'000	Share Premium RM'000	Treasury Shares RM'000	Retained earnings RM'000	Equity Component of ICULS RM'000	Foreign Currency Translation Reserve RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
As at 01 July 2012	422,156	177,445	(22,200)	15,793	355,001	4,321	952,516	30,037	982,553
Profit for the period	-	-	-	7,421	-	-	7,421	4,209	11,630
Other comprehensive loss for the period	-					(1,051)	(1,051)		(1,051)
Total comprehensive income/ (loss) for the period			-	7,421	-	(1,051)	6,370	4,209	10,579
Purchase of treasury shares	-	-	*	-	-	-	*	-	*
As at 31 March 2013	422,156	177,445	(22,200)	23,214	355,001	3,270	958,886	34,246	993,132
		======	======	======			=====		=======

<sup>\*</sup>Less than RM1,000

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

(Incorporated in Malaysia)

#### INTERIM FINANCIAL REPORT

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2012

	<>								
	Ordinary Shares RM'000	Share Premium RM'000	Treasury Shares RM'000	Accumulated losses RM'000	Equity Component of ICULS RM'000	Foreign Currency Translation Reserve RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
As at 01 July 2011	422,060	270,912	(22,200)	(104,892)	-	-	565,880	8,722	574,602
Profit for the period Other comprehensive income	-	-	-	19,070	-	-	19,070	6,445	25,515
for the period	-	-	-	-	-	(221)	(221)	(154)	(375)
Total comprehensive income for the period	<u>-</u>	-	-	19,070	<u></u>	(221)	18,849	6,291	25,140
Acquisition of subsidiaries Issuance of ICULS Conversion of ICULS	-	-	-	- -	391,115	-	391,115	57,882	57,882 391,115
to ordinary shares	96	157	_	-	(182)	-	71	-	71
Effect of share premium reduction Purchase of treasury shares	-	(93,624)	*	93,624	-	-	- *	-	*
As at 31 March 2012	422,156 =====	177,445 =====	(22,200) ======	7,802 =====	390,933	(221)	975,915 =====	72,895 =====	1,048,810 ======

<sup>\*</sup>Less than RM1,000

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

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#### INTERIM FINANCIAL REPORT

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2013

#### 9 MONTHS ENDED 31.03.2013 31.03.2012 RM'000 RM'000 **Cash flows from Operating Activities** Profit before taxation 21,848 34,771 Depreciation of property, plant and equipment 372 407 Loss/(gain) on disposal of property, plant and equipment 43 (8) 9,014 Interest expenses 4,379 Interest income (1,958)(737)Net provision of damages claims 307 Unrealised losses on foreign exchange 532 518 Share of results of a jointly controlled entity 115 8 Operating cash flows before working capital changes 31.173 38,438 Net changes in current assets 17,976 5,468 Net changes in current liabilities (20,237)(17,089)Net changes in inter-company balances (9,772)(1,145,889)Cash generated from/(used in) operations 19,140 (1,119,072)Income tax paid (40,310)(5,491)Net cash used in operating activities (21,170)(1,124,563)-----\_\_\_\_\_ **Cash flows from Investing Activities** Interest received 737 1,958 Land held for property development (17,500)(23,360)Net cash outflow on acquisition of subsidiaries (112,995)Purchase of property, plant and equipment (527)(1,224)Proceeds from disposal of property, plant and equipment 224 Net cash used in investing activities (17,066)(135,613)

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

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## INTERIM FINANCIAL REPORT

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2013 - continued

	9 MONTHS ENDED	
	31.03.2013 RM'000	31.03.2012 RM'000
Cash flows from Financing Activities		
Interest paid Net (repayments)/drawdown of hire purchase payables Net (repayments)/drawdown of borrowings Net proceeds from rights issue of ICULS Purchase of treasury shares	(8,797) (226) (101,364)	(26) 663 1,086,536 247,527
Net cash (used in)/generated from financing activities	(110,387)	1,334,700
Net changes in cash and cash equivalents	(148,623)	74,524
Effect of exchange rate changes on cash and cash equivalents	(343)	(481)
Cash and cash equivalents at beginning of the financial period	282,095	110,830
Cash and cash equivalents at end of the financial period	133,129	184,873
Cash and cash equivalents comprise:		
Fixed deposits with licensed banks	118,465	54,117
Cash and bank balances	14,664	130,756
	133,129	184,873

<sup>\*</sup>Less than RM1,000

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited annual financial statements for the year ended 30 June 2012 and the accompanying explanatory notes attached to the interim financial statements

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#### INTERIM FINANCIAL REPORT

#### Disclosure requirement per FRS 134 – paragraph 16

The condensed consolidated interim financial statements should be read in conjunction with the audited annual financial statements of the Group for the financial year ended 30 June 2012.

#### A1. Accounting Policies and Methods of Computation

The interim financial report is unaudited and has been prepared in accordance with Financial Reporting Standard ("FRS") 134 "Interim Financial Reporting" and Chapter 9, part K paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The accounting policies and methods of computation adopted by the Group in the interim financial statements are consistent with those adopted in the latest audited annual financial statements except for the adoption of the amendments to FRSs and IC Interpretations ("IC Int") that are applicable to the Group for the financial period beginning 1 July 2012.

The adoption of these amendments to FRSs and IC Int does not have any significant impact on the financial statements of the Group.

Malaysia Financial Reporting Standards ("MFRS Framework")

\_\_\_\_\_

On 19 November 2011, the Malaysian Accounting Standards Board ("MASB") issued a new MASB approved accounting framework, the 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 and IC Interpretation 15 Agreements for Construction of Real Estate, including its parent, significant investor and venturer (herein called "Transitioning Entities").

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for two years. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014.

The Group and the Company fall within the scope definition of Transitioning Entities and have opted to defer adoption of the new MFRS Framework. Accordingly, the Group and the Company will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 30 June 2015.

## A2. Seasonality or Cyclicality of Operations

The business operations of the Group are not materially affected by any seasonal or cyclical factor.

#### A3. Exceptional or Unusual Items

During the current financial quarter, there was no item of an exceptional or unusual nature that affects the assets, liabilities, equity, net income or cash flows of the Group.

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#### INTERIM FINANCIAL REPORT

#### **Notes: - continued**

#### A4. Changes in estimates of amounts reported

There was no significant change in estimates of amount reported in prior interim periods or prior financial years.

#### A5. Changes in Debt and Equity Securities

Save as disclosed below, there was no issuance, cancellation, repurchase, resale and repayment of debts and equity securities during the current financial quarter:

During current financial period to date, the Company repurchased 200 ordinary shares of RM0.50 each of its issued share capital from the open market at a cost of RM0.94 per share. The total consideration paid for the share buy-back, including transaction costs during current financial period to date amounted to RM270.57 and were financed by internally generated funds. The repurchase of shares are held as treasury shares in accordance with the requirements of Section 67A of the Companies Act, 1965.

As at 31 March 2013, the total number of treasury shares held was 15,172,100 ordinary shares of RM0.50 each.

The outstanding debts are disclosed in Note B9.

#### A6. Dividend Paid

There was no dividend paid during the current financial quarter ended 31 March 2013.

#### A7. Segment Information

No segment information is prepared as the Group's activities are predominantly in one industry segment.

#### A8. Subsequent Events

There were no material events subsequent to the end of the current financial quarter that have not been reflected in this interim financial report.

#### A9. Changes in the Composition of the Group

There were no significant changes in the composition of the Group, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinuing of operations during the current financial period.

#### A10. Changes in Contingent Liabilities

There was no significant change in the contingent liabilities of the Group since the last financial year ended 30 June 2012.

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#### INTERIM FINANCIAL REPORT

Disclosure requirement per Part A of Appendix 9B of Main Market Listing Requirements of Bursa Securities

#### **B1.** Review of Performance

#### Current quarter review

For the current financial quarter under review, Group revenue and profit before taxation decreased to RM27.614 million and RM5.979 million from RM220.326 million and RM19.932 million, respectively recorded in the preceding year corresponding financial quarter ended 31 March 2012. This represents a decrease of 87% and 70% in revenue and profit before taxation, respectively.

The lower Group revenue and profit before taxation were mainly due to the timing difference of new project launches and the absence of revenue and profits contributed by the offshore subsidiaries due to the completion of the projects.

#### Financial year-to-date review

For the nine months under review, Group revenue and profit before taxation decreased to RM113.863 million and RM21.848 million from RM446.185 million and RM34.771 million, respectively recorded in the preceding year corresponding financial period ended 31 March 2012. This represents a decrease of 74% and 37% in revenue and profit before taxation, respectively.

The lower Group revenue and profit before taxation were mainly due to the timing difference of new project launches, the revenue recognition on one unit under a completed development project undertaken by an offshore subsidiary, and higher finance costs incurred during the current financial period.

#### **B2.** Comparison with Preceding Quarter

	Current Quarter 31.03.2013 RM'000	Preceding Quarter 31.12.2012 RM'000
Revenue	27,614	35,143
Profit before taxation	5,979	11,354
Profit attributable to owners of the parent	1,204	4,224

The Group revenue and profit before taxation decreased to RM27.614 million and RM5.979 million from RM35.143 million and RM11.354 million, respectively recorded in the preceding financial quarter. The decreases were mainly due to lower profit recognised from the property development project and other operating income during current financial quarter.

#### B3. Audit Report of preceding financial year ended 30 June 2012

The Auditors' Report on the financial statements of the financial year ended 30 June 2012 did not contain any qualification.

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#### INTERIM FINANCIAL REPORT

#### **Notes: continued**

## **B4.** Prospects

The Group is expected to achieve satisfactory performance for the financial year ending 30 June 2013 through the property development activities undertaken by its subsidiaries.

#### **B5.** Profit Forecast

The Group did not issue any profit forecast or profit guarantee during the current financial quarter.

#### **B6.** Profit for the Period

Profit for the period is stated after charging/(crediting):

	Current Quarter 31.03.2013 RM'000	Current Period To Date 31.03.2013 RM'000
Depreciation of property, plant and equipment	121	372
Interest expense	2,895	9,014
Interest income	(292)	(737)
Unrealised losses on foreign exchange	471	518
	=======	=======

Other than the above items, there were no other investment income, provision for and write off of receivables/inventories, gain or loss on disposal of quoted or unquoted investments or properties, impairment of assets, gain or loss on derivatives and exceptional items for the current financial period.

## **B7.** Taxation

Taxation comprise the following:-

	Current Quarter 31.03.2013 RM'000	Current Period To Date 31.03.2013 RM'000
Income tax based on profits for the period Deferred tax	4,113 (306)	10,524 (306)
	3,807	10,218

The Group provision for taxation for the financial period ended 31 March 2013 reflected a higher effective tax rate compared to the statutory tax rate, mainly due to non tax deductibility of certain expenses and losses incurred by the Company and certain subsidiaries.

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#### INTERIM FINANCIAL REPORT

**Notes: continued** 

#### **B8.** Corporate Development

There was no corporate proposal announced and pending completion at the date of this report.

## **B9.** Group Borrowings and Debt Securities

The Group's borrowings and debt securities as at the end of the financial period are as follows:-

	Shor	t term	Long	Long term			
	ICULS RM'000	Borrowings RM'000	ICULS RM'000	Borrowings RM'000	Total RM'000		
Secured Unsecured	4,630	84,500	134,878	767,259 471,373	767,259 695,381		
Total	4,630	84,500	134,878	1,238,632	1,462,640		

The above include borrowings denominated in foreign currency as follow:-

In Singapore Dollar ('000) 470,722 ======

#### **B10.** Material litigation

There are claims made by third parties against Sentul Raya Sdn Bhd but the Directors of the Company are of the opinion that the claims will not materially affect the future position or business of the Group.

#### B11. Dividend

No dividend has been declared for the current financial quarter.

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(Incorporated in Malaysia)

## INTERIM FINANCIAL REPORT

**Notes: continued** 

## **B12.** Retained earnings

	As at 31.03.2013 RM'000	As at 30.06.2012 RM'000
Total retained earnings of the Company and its subsidiaries:		
- Realised	262,809	250,837
- Unrealised	149,449	149,142
	412,258	399,979
Total share of accumulated losses from jointly controlled entity:		
- Realised	(522)	(407)
Less: Consolidation adjustments	(388,522)	(383,779)
Total Group retained earnings as per consolidated interim financial statements	23,214	15,793 ======

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#### INTERIM FINANCIAL REPORT

**Notes: continued** 

## **B13.** Earnings Per Share

#### • Basic/diluted earnings per share

The basic earnings per share of the Group has been computed by dividing the profit attributable to owners of the parent for the financial quarter by the weighted average number of ordinary shares in issue during the financial quarter, excluding treasury shares held by the Company, assuming the full conversion of 991,872,163 ICULS into ordinary shares at a conversion price of RM1.32 per share.

	Current Quarter 31.03.2013	Preceding Year Corresponding Quarter 31.03.2012
Profit attributable to		
owners of the parent (RM'000)	1,204	9,808
Interest expense on ICULS (RM'000)	2,504	2,606
Profit attributable to owners of the parent including assumed conversion (RM'000)	3,708	12,414
Weighted average number of ordinary shares of RM0.50 each ('000)	829,140	829,138
Adjustment for assumed conversion of ICULS ('000)	375,709	375,709
Adjusted weighted average number of ordinary shares ('000)	1,204,849	1,204,847
Basic (per 50 sen share) (sen):-		
<ul> <li>Before mandatory conversion of ICULS</li> </ul>	0.15	1.18
<ul> <li>After mandatory conversion of ICULS</li> </ul>	0.31	1.03
Diluted (per 50 sen share) (sen)	0.31	1.03

By Order of the Board HO SAY KENG Secretary

Kuala Lumpur Dated :23 May 2013