LAND & GENERAL BERHAD (COMPANY NO. 5507-H)
Condensed Consolidated Statement of Comprehensive Income
for the financial period ended 31 March 2019

	INDIVIDUAL QUARTER 3 months ended		CUMULATIVE PERIOD 12 months ended	
	31/3/2019 RM'000	31/3/2018 RM'000 (restated)	31/3/2019 RM'000	31/3/2018 RM'000 (restated)
Revenue	47,362	25,015	134,262	94,048
Operating expenses	(50,313)	(30,805)	(131,165)	(98,408)
Other operating income	33,173	25,640	47,500	94,407
Profit from operations	30,222	19,850	50,597	90,047
Investment related income	67	(1,606)	(432)	(1,192)
Finance costs	1,145	(1,373)	(2,442)	(4,409)
Share of results of associates	501	(3,301)	2,527	(3,301)
Profit before taxation	31,935	13,570	50,250	81,145
Income tax expense	(859)	3,558	(4,100)	(11,074)
Profit for the period	31,076	17,128	46,150	70,071
Other comprehensive income that will be subsequently reclassified to profit or loss :				
Foreign currency translation differences from foreign operations	(717)	418	(104)	256
	(717)	418	(104)	256
Total comprehensive income for the period	30,359	17,546	46,046	70,327
Profit attributable to:				
- Owners of the Company	27,555	14,505	38,782	68,102
- Non-controlling interests	3,521	2,623	7,368	1,969
	31,076	17,128	46,150	70,071
Total comprehensive income attributable to:				
- Owners of the Company	26,838	14,923	38,678	68,358
- Non-controlling interests	3,521	2,623	7,368	1,969
	30,359	17,546	46,046	70,327
Earnings per share attributable to Owners of the Company (sen):				
- Basic	0.93	0.50	1.31	2.51
- Diluted	0.93	0.49	1.31	2.48

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2018.

LAND & GENERAL BERHAD (COMPANY NO. 5507-H)
Condensed Consolidated statement of financial position
as at 31 March 2019

	(Unaudited) 31/3/2019 RM'000	(Unaudited) 31/03/2018 RM'000 (restated)
ASSETS		
Non-current Assets		
Property, plant and equipment	102,482	74,349
Land held for property development	534,193	473,400
Investment properties	84,646	86,353
Goodwill	12	12
Bearer plants	6,151	6,422
Right of use assets	1,335	-
Land use rights	46	47
Investment in associates	151,569	149,041
Investment in jointly controlled entity	*	*
Other investments	11,468	11,900
Deferred tax assets	15,191	7,867
	907,093	809,391
Current Assets		
Property development costs	261,249	208,500
Cost to obtain contract	32,188	32,765
Inventories	37,354	39,732
Trade and other receivables	35,667	38,358
Contract asset	45,970	24,764
Other current assets	294	706
Tax recoverable	3,763	4,615
Short term funds	1,042	1,454
Deposits, cash and bank balances	218,912	385,422
	636,439	736,316
TOTAL ASSETS	**1,543,532**	**1,545,707**
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	660,232	651,664
ICULS – equity portion	-	7,871
Retained profits	424,749	431,350
Other reserves	12,285	12,389
	1,097,266	1,103,274
Non-controlling interests	73,783	21,416
Total Equity	1,171,049	1,124,690
Non-current Liabilities		
Provisions	-	41,611
Trade and other payables	154	47,105
Lease liabilities	817	-
Borrowings	168,820	169,842
Deferred tax liabilities	24,766	23,702
LongTerm Liabilities	18,030	16,082
	212,587	298,342
Current Liabilities		
Provisions	22,505	27,737
Trade and other payables	103,023	64,260
Lease liabilities	550	-
Borrowings	21,705	15,777
ICULS –liability portion	-	81
Tax payable	3,033	418
Contract liabilities	9,080	14,402
	159,896	122,675
Total Liabilities	372,483	421,017
TOTAL EQUITY AND LIABILITIES	**1,543,532**	**1,545,707**

* The costs of investment in the jointly controlled entity have been fully impaired

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2018.

LAND & GENERAL BERHAD (COMPANY NO. 5507-H)

Condensed Consolidated Statement of Changes in Equity

for the financial period ended 31 March 2019

	Attributable to owners of the Company							
	Non-distributable							
	Share capital RM'000	ICULS -equity portion RM'000	Capital reserve RM'000	Foreign Exchange Reserve RM'000	Retained profits RM'000 (Restated)	Total RM'000	Non-Controlling interests RM'000 (Restated)	Total equity RM'000
At 1 April 2018 (audited)	651,664	7,871	12,133	9,115	428,504	1,109,287	17,209	1,126,496
Transitioning to MFRS	-	-	-	(8,859)	2,846	(6,013)	4,207	(1,806)
	651,664	7,871	12,133	256	431,350	1,103,274	21,416	1,124,690
Total comprehensive income for the financial year	-	-	-	(104)	38,782	38,678	7,368	46,046
Conversion of ICULS	1,674	(1,488)	-	-	-	186	-	186
ICULS maturity conversion	6,894	(6,383)	-	-	(515)	(4)	-	(4)
Others	-	-	-	-	(271)	(271)	-	(271)
Conversion of loan to equity	-	-	-	-	-	-	44,999	44,999
Dividend for the financial year ended 31 March 2018	-	-	-	-	(44,597)	(44,597)	-	(44,597)
At 31 March 2019	660,232	-	12,133	152	424,749	1,097,266	73,783	1,171,049

Condensed Consolidated Statement of Changes in Equity
for the financial period ended 31 March 2018

	Attributable to owners of the Company							
	Non-distributable							
	Share capital RM'000	ICULS -equity portion RM'000	Capital reserve RM'000	Foreign Exchange Reserve RM'000	Retained profits RM'000 (Restated)	Total RM'000	Non-Controlling interests RM'000 (Restated)	Total equity RM'000
At 1 April 2017	272,032	9,036	12,133	8,859	354,254	656,314	16,553	672,867
Transitioning to MFRS	-	-	-	(8,859)	8,994	135	2,894	3,029
	272,032	9,036	12,133	-	363,248	656,449	19,447	675,896
Total comprehensive income for the financial year	-	-	-	256	68,102	68,358	1,969	70,327
Conversion of ICULS	1,872	(1,165)	-	-	-	707	-	707
Issuance of Rights Issue	377,760	-	-	-	-	377,760	-	377,760
At 31 March 2018	651,664	7,871	12,133	256	431,350	1,103,274	21,416	1,124,690

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2018.

LAND & GENERAL BERHAD (COMPANY NO. 5507-H)
Condensed Consolidated Statement of Cash Flows
for the financial period ended 31 March 2019

	CUMULATIVE PERIOD 12 months ended	
	31/3/2019 RM'000	**31/3/2018 RM'000**
Cash Flows From Operating Activities		
Cash receipts from customers	95,115	85,601
Cash payments to suppliers and employees	(133,055)	(92,683)
Proceeds from disposal of land held for development	-	14,221
Interest received	3,491	8,500
Dividend on money market funds	7,498	5,750
Tax paid	(7,255)	(32,733)
Tax refund	230	66
Other operating receipts	2,237	1,593
Other operating payments	(18,420)	(19,156)
Net cash outflow from operating activities	(50,159)	(28,841)
Cash Flows From Investing Activities		
Purchase of property, plant & equipment	(14,570)	(1,940)
Additional to investment property	-	(118)
Proceeds from disposal of property, plant and equipment	99	23,110
Dividend received from investment	600	-
Final payment for acquisition of new subsidiaries	(37,246)	(268,485)
Settlement of related party balances	(5,859)	(4,652)
Withdrawal of deposits with period more than 3 months	33,972	150,656
Withdrawal of money market funds	89	5,926
Net cash outflow from investing activities	(22,915)	(95,503)
Cash Flows From Financing Activities		
Proceeds from issuance for rights issue shares	-	377,760
ICULS issuance proceeds	174	693
Drawdown of bridging loan	25,916	-
Drawdown of term loan	-	14,720
Repayment of revolving credit	3,729	-
Repayment of term loan	(25,006)	(40,153)
Payment of hire purchase obligations	(83)	(85)
Repayment of overdraft	(9,986)	-
Repayment from a jointly controlled entity	-	640
Dividend paid to shareholders	(44,597)	(58,577)
Interest payments	(10,198)	(9,389)
Placement of deposits pledged as security for bank guarantee facility	(7,218)	(234)
Net cash (outflow)/inflow from financing activities	(67,269)	285,375
Net change in cash & cash equivalents	(140,343)	161,031
Effects of foreign exchange rate changes	144	(1,244)
Cash & cash equivalents at beginning of financial period	342,099	182,312
Cash & cash equivalents at end of financial period	201,900	342,099
Cash & cash equivalents at end of financial period comprise:		
Cash on hand and at banks	38,215	114,285
Deposits with financial institutions	180,697	271,137
Deposits, cash and bank balances	218,912	385,422
Less:		
Deposits pledged as security for bank guarantees	(15,265)	(8,047)
Deposits placements for periods exceeding 90 days	(1,747)	(35,276)
	201,900	342,099

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2018.

PART A: EXPLANATORY NOTES PURSUANT TO FRS 134 – PARAGRAPH 16

Notes to the Interim Financial Report

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standard ("FRS") 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 March 2018.

A1. Basis of Preparation under MFRS Framework

The financial statements of the Group for the twelve months period ended 31 March 2019 are the first set of interim financial statements prepared in accordance with the MFRS Framework, hence MFRS1 – First-time Adoption of Malaysian Financial Reporting Standards has been applied. The MFRS Framework is effective for the Group from 1 April 2018 and the date of transition to the MFRS Framework for the purpose of preparation of the MFRS compliant interim financial report is 1 April 2017.

A2. Changes in accounting policies arising from adoption of new standards, amendments and interpretations

The significant accounting policies, methods of computation and basis of consolidation applied in these interim financial statements are consistent with those of the audited financial statements for the financial year ended 31 March 2018, except for the adoption of MFRS framework effective for the financial period beginning on 1 April 2018, including MFRS1 – First-time Adoption of Malaysian Financial Reporting Standards, MFRS 141 – Agriculture, MFRS 15 – Revenue from contract with Customers and MFRS 9 – Financial Instruments and the early adoption of MFRS16: Leases.

The effects on the adoption of the abovementioned are described below.

(i) Transition from Financial Reporting Standards (FRSs) to MFRS
Since the previous annual audited financial statements as at 31 March 2018 were issued, the Group has adopted the Malaysian Financial Reporting Standards ("MFRS") framework issued by the Malaysian Accounting Standard Board ("MASB"). This MFRS framework was introduced by the MASB in order to fully converge Malaysia's existing Financial Reporting Standard ("FRS") framework with the International Financial Reporting Standard ("IFRS") framework issued by the International Accounting Standards Board.

In presenting its first MFRS financial statements for the year ending 31 March 2019, the Group is 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. The consolidated financial years ended March 2017 and 2018 are different under the MFRS framework.

These consolidated condensed interim financial statements are part of the period covered by the Group's first MFRS annual financial statements for the year ending 31 March 2019 and hence MFRS 1: First-Time Adoption of Malaysian Financial Reporting Standards ("MFRS 1") has been applied. Comparative figures, where applicable, have been restated as result of transition to MFRS framework.

A2. Changes in accounting policies arising from adoption of new standards, amendments and interpretations (cont'd.)

As provided in MFRS1, first- time adopter of MFRS can elect optional exemptions from full retrospective applications of MFRSs.

The Group has elected the following exemptions: -

a. Exemption from MFRS 3 – Business Combination and MFRS10 Consolidated Financial Statements
The Group have elected not to apply MFRS 3 – Business Combination and MFRS10 Consolidated Financial Statements retrospectively, that is not to restate any of its business combinations that occurred before the date of transition to MFRSs.

b. Exemption for cumulative translation differences
The Group have elected to reset the exchange reserve to zero. The exchange reserve of RM8,859,000 as at 1 April 2017 was reclassified to retained earnings.

(ii) Amendment to MFRS116 and MFRS141 Agriculture: Bearer Plants

Prior to the adoption of MFRS141 and Amendments to MFRS 116 and MFRS141 Agriculture: Bearer Plants, produce growing on bearer plants were not recognised and livestock were stated at costs. Following the adoption, these biological assets are measured at fair value less cost to sell. Changes in fair value less costs to sell are recognised in profit and loss.

The Group has assessed the impact of the adoption of the above and concluded that the adoption does not have any significant impact to the financial performance or position of the Group.

(iii) MFRS 9: Financial Instruments ("MFRS 9")

MFRS 9 introduce amongst others, a single forward looking "expected loss" impairment model which require entities to recognise loss allowance in anticipation of future losses rather than based on incurred basis.

The Group has assessed the impact of the adoption of MFRS 9 and concluded that the adoption does not have any significant impact to the financial performance or position of the Group.

(iii) MFRS 15: Revenue from Contracts with Customers ("MFRS 15")

MFRS 15 establishes a new five-step model that will apply to revenue arising from contracts with customers. MFRS 15 supersede the revenue recognition guidance including MFRS 118: Revenue, MFRS 111: Construction Contracts and the related interpretations when it becomes effective.

The core principle of MFRS 15 is that an entity should recognise revenue which 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.

Under MFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

Revenue from property development is recognised as and when the control of the asset is transferred to the customer and it is probable that the Group will collect the consideration to which it will be entitled in exchange for the asset that will be transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer over time or at a point in time. Control of the asset is transferred over time if the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

A2. Changes in accounting policies arising from adoption of new standards, amendments and interpretations (cont'd.)

If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer in substance obtains control of the asset. The Group recognises revenue over time using the input method, which is based on the level of completion in proportion of cost incurred to date against the expected total construction costs.

The Group adopts the new standards on the required effective date using the full retrospective method. The affected areas upon the application of the new standards are as follows:

a. Multiple promises from the sale of development properties

Contracts with customers may include multiple promises to customers and therefore accounted for as separate performance obligations. Under the previous FRS, the Group accounted for the bundled sales as one deliverable and recognises revenue over time. Under the current MFRS 15, revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer. The sale of development properties and the multiple promises are separate deliverables of bundled sales. The transaction price will be allocated to each performance obligation based on the standalone selling prices. If these are not directly observable, they are estimated based on expected cost plus margin.

Depending on the substance of the contract, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time.

b. Cost incurred in fulfilling a contract

Under the previous FRS, the Group expensed off sales commissions and free legal fees as these costs do not qualify for recognition as an asset under any of the other accounting standards. However, the sales commissions and free legal fees relate directly to contracts and are expected to be recovered through future fees for the services to be provided. Accordingly, under the current MFRS 15, these costs are eligible for capitalisation and recognised as property development costs and contract assets respectively.

The Group has substantially completed its assessment on the adoption of MFRS 15, except for impact of provision for foreseeable losses for low cost housing pursuant to the clarification issued by MIA on 7 March 2018. The Group expects to fully comply with the requirements of the MFRS framework for the financial year ending 31 March 2019.

(v) Early adoption of MFRS 16: Leases ("MFRS 16")

A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. MFRS 16 requires lessees to account for all leases under a single on-balance sheet model (subject to certain exemptions) in a similar way to finance leases under MFRS 117. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to pay rental (i.e., the lease liability) with a corresponding asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset).

With the adoption of MFRS 16, the Group will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset for those lease contracts where they are lessees. The Group have elected to apply the standard using a modified retrospective transition approach from 1 April 2018.

(vi) Early adoption of Amendment to MFRS 123, Borrowing Costs ("Annual Improvement to MFRS Standards 2015 – 2017 Cycle")
Arising from the Tentative Agenda Decision issued by the IFRS Interpretation Committee relating to the capitalisation of borrowing costs for the construction of development projects where revenue is recognised over time, the Group has ceased capitalisation of borrowing costs on development properties upon sales launched.

(vii) Early adoption of Amendment to MFRS 3, Business Combination- Definition of a Business
Amendments to MFRS 3 sets out an optional test (the concentration test) to permit a simplified assessment of whether an acquired set of activities and assets is not a business. An entity may elect to apply, or not apply, the test. An entity may make such an election separately for each transaction or other event. If the concentration test is met, the set of activities and assets is determined not to be a business and no further assessment is needed. The concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

(viii) Revision on policy for investment in associate and subsidiary
The Group has recently revised its policy for investment in associate and subsidiary to include financial instruments which in substance provides current access to the returns associated with an underlying ownership interest and substantially all of the instrument's returns are driven by the financial performance of the associate and subsidiary, such that the instrument provides an exposure similar to an investment in ordinary shares of the associate and subsidiary.

The impact from the adoption the above MRFSs on the condensed consolidated statement of financial position as at 1 April 2017 (date of transition) and 31 March 2018 are disclosed in Appendix I to Appendix III.

A3. Audit Qualification

The audit report of the Group's audited financial statements for the financial year ended 31 March 2018 was not subjected to any qualification.

A4. Seasonality and Cyclicality Factors

The business operations of the Group were not materially affected by any seasonal and cyclical factors during the financial year under review.

A5. Nature and Amounts of Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flow

There were no unusual items affecting assets, liabilities, equity, net income or cash flow during the financial year under review.

A6. Changes in Estimates of Amounts Reported in Prior Interim Periods of the Current Financial Period or Prior Financial Periods

There were no changes in estimates of amounts reported in prior financial years that have any material effects in the current quarter/financial year.

A7. Issuance and Repayment of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resales and repayments of debt and equity securities during the current financial period and financial year-to-date except for the following:-

Share capital

During the financial year ended 31 March 2019, the number of issued and paid-up share capital of the Company increased from 2,930,294,167 ordinary shares to 2,973,135,003 ordinary shares, by the issuance of 42,840,836 new ordinary shares each pursuant to the following ICULS conversion:-

- The cash conversion of 2,480,100 into 2,480,100 new ordinary shares following the receipt of cash proceeds of RM173,607 at the conversion price of RM0.20 for conversions; and
- The non-cash conversion of 62,093,458 ICULS into 40,360,736 new ordinary shares at conversion prices prevalent at the point of conversion.

The said ICULS matured on 24 September 2018 and upon maturity, the outstanding 53,031,958 units of ICULS were automatically converted into 34,470,761 new ordinary shares at the conversion price of RM0.20 each.

A8. Dividends Paid/Payable

The single tier final dividend proposed in respect of the financial year ended 31 March 2018 of 1.5 sen per ordinary share of RM0.20 each, was approved and paid on 26 October 2018.

A9. Segmental Reporting

The operating segment information for the financial year ended 31 March 2019 is as follows:

Revenue for the 12 months period ended 31 March 2019

	Properties RM'000	Education RM'000	Others RM'000	Elimination RM'000	Total RM'000
Sales to external customers	109,588	15,672	5,637	-	130,897
Interest & returns of short term funds	-	-	3,365	-	3,365
	109,588	15,672	9,002	-	134,262
Inter-segment sales	170	-	5,540	(5,710)	-
Total revenue	109,758	15,672	14,542	(5,710)	134,262

Segment results for 12 months period ended 31 March 2019

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment results	35,405	4,783	10,409	50,597
Gain on fair value changes on financial assets at fair value through profit or loss				(432)
Finance costs				(2,442)
Share of results of associates				2,527
Profit before taxation				50,250

Segment assets as at 31 March 2019

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment assets	1,161,743	37,858	173,408	1,373,009
Investment in associates				151,569
Deferred tax assets				15,191
Tax recoverable				3,763
Total assets				1,543,532

Segment liabilities as at 31 March 2019

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment liabilities	276,364	8,764	59,556	344,684
Tax payable				3,033
Deferred tax liabilities				24,766
Total liabilities				372,483

A10. Other operating income

	Current Quarter RM'000	Cumulative Period RM'000
Interest income	894	2,784
Returns of short term funds	1,189	5,249
Unwinding of discount on loan to an associate	# (4,093)	-
Write back of impairment on property, plant and equipment	7,416	7,416
Write back of accrued cost	8,374	9,369
Write back of provision for financial obligation	20,805	20,805
Others	* (1,412)	1,877
	33,173	47,500

Reversal due to the revision in Group policy to include financial instruments which provide similar exposure as equity

* Reversal due to amount reclassified to revenue

Included in the preceding year were:

i) Write back of cost of RM45.21 million in respect of Damansara Foresta; and

ii) The gain from MRT land disposal of RM22.96 million.

A11. Profit Before Taxation

The following amounts have been included in arriving at profit before taxation:

	Current Quarter RM'000	Cumulative Period RM'000
Interest income	1,004	3,236
Returns of short term funds	1,543	5,249
Gain on disposal of fixed assets	-	119
Write back of impairment loss on:-		
- Debtors	53	381
- A joint venture	-	150
Unrealised foreign exchange gain	(172)	236
Depreciation and amortisation	(2,509)	(5,810)
Interest expenses	# 1,145	(2,442)
Gain/(Loss) on fair value changes on financial assets at fair value through profit or loss	67	(432)

Reversal due to the revision in Group policy to include financial instruments which provide similar exposure as equity

A12. Valuations of Property, Plant, and Equipment

The valuations of land and buildings have been brought forward, without amendment from the previous audited financial statements.

A13. Material Events Subsequent to the End of the Financial Year

There are no material events subsequent to the end of the financial year ended 31 March 2019 that have not been reflected in this interim financial report.

A14. Changes in the Composition of the Group

There were no changes in the composition of the Group for the current financial year ended 31 March 2019, except for the following:-

On 11 November 2018, the Company had acquired a wholly-owned subsidiary Soho Prestige Sdn Bhd ("SPSB") for a total cash consideration of RM37.25 million as referred in Note B6.

A15. Capital Commitments

	31/3/2019 RM'000	31/3/2018 (Audited) RM'000
Approved and contracted for		
- school building	23,915	51,700
Approved but not contracted for		
- property, plant and equipment	5,860	529
Other commitments	-	41,211
	29,775	93,441

A16. Contingent Liabilities

The Company has provided the following corporate guarantee to financial institution for credit facilities granted to:-

	31/3/2019	31/3/2018 (Audited)
	RM'000	RM'000
- Associate company	43,064	52,277

PART B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Review of Performance of the Company and its Principal Subsidiaries

(a) For the quarter ended 31 March 2019

Quarter	Revenue		Operating profit	
	4Q2019 RM'000	4Q2018 (Restated) RM'000	4Q2019 RM'000	4Q2018 (Restated) RM'000
Property	41,062	19,023	19,569	16,465
Education	4,723	3,928	2,026	1,063
Others	1,577	2,064	8,627	2,322
Total	**47,362**	**25,015**	**32,222**	**19,850**
Gain/(loss) on fair value changes			67	(1,606)
Finance costs			1,145	(1,373)
Share of results of associated company			501	(3,301)
Profit Before Tax			**31,935**	**13,570**

For the quarter under review, the Group recorded a revenue of RM47.36million (4Q2018(restated): RM25.02milllion) and a pre-tax profit of RM34.71million (4Q2018(restated): RM13.57milllion) compared to the corresponding quarter of the preceding year. The improved performance for the quarter were mainly due to the improved performance from both property and education division.

Also contributing to the Group's performance are the following:-
(i) Increase operating profit from other division;
(ii) Share of profit from its associate company, Country Garden Properties (Malaysia) Sdn Bhd ("CGPM") of RM0.5million (4Q2018(restated): Share of losses of RM3.30milllion);
(iii) Reversal of finance cost of RM1.15million following the revision of the Group's policy to include financial instruments which provides similar exposure as equity; and
(iv) Gain from the fair value changes of its quoted investment in Vietnam Industrial Investments Limited ("VII") of RM0.07million arising from the increase in its quoted price (4Q2018(restated): Loss on fair value changes of RM1.61milllion).

Property division
The property division registered a revenue of RM41.06million (4Q2018(restated):RM19.02milllion) and an operating profit of RM19.57million (4Q2018(restated): RM16.47milllion) compared to the corresponding quarter of the preceding year. The division's quarterly performance arose from the sales and on-going construction progress from its existing projects namely Astoria, Sena Parc and Seresta. Adding to the division's performance are the following:-
(i) Writeback of impairment loss on carpark of RM7.42million (4Q2018(restated): writeback of taxes of RM11.72milllion following resolution of issues); and
(ii) Writeback of accrued costs of RM8.37million (4Q2018(restated): Writeback of costs saving of RM9.69milllion).

Education division
The education division recorded a revenue of RM4.72million (4Q2018(restated): RM3.93milllion) and an operating profit of RM2.03million (4Q2018(restated): RM1.06milllion) compared to the corresponding quarter of the preceding year following the increase in students enrolment for its international school.

Other division
Other division recorded an operating profit of RM8.63million (4Q2018(restated): RM2.32milllion) on the back of a revenue of RM1.58million (4Q2018(restated):RM2.06milllion) compared to the corresponding quarter of the preceding year. The significant increase in operating profit for the quarter was mainly due to the partial writeback of provision for financial obligation of RM20.80million which was offset by the additional provision for the closure of its club operation of RM2.94million.

(b) For the 12 months period ended 31 March 2019

Quarter	Revenue		Operating profit	
	YTD 4Q2019	YTD 4Q2018 (Restated)	YTD 4Q2019	YTD 4Q2018 (Restated)
	RM'000	RM'000	RM'000	RM'000
Property	109,588	69,543	34,563	95,226
Education	15,672	14,431	5,561	4,982
Others	9,002	10,074	10,473	(10,161)
Total	**134,262**	**94,048**	**50,597**	**90,047**
Gain/(loss) on fair value changes			(432)	(1,192)
Finance costs			(2,442)	(4,409)
Share of results of associated company			2,527	(3,301)
Profit Before Tax			**50,250**	**81,145**

The Group recorded a revenue of RM134.26million (4Q2018(restated): RM94.05milllion) and a pre-tax profit of RM53.03 million (4Q2018(restated): RM81.15milllion) for the 12 months period under review as compared to the corresponding period of the preceding year.

The revenue and pre-tax profit of the current year included the writeback of provision for financial obligation of RM20.8 million coupled with the following from the property division:-

(i) The writeback of accrued costs of RM9.37 million and

(ii) The writeback of impairment loss on its car park at 8trium of RM7.42million

Also affecting the Group's performance for the year was the share of profit from its associate company, CGPM of RM2.53million following the delivery of vacant possession arising from the completion of two phases of its residential properties.

The corresponding period of the prior year included the one-off revenue from MRT land disposal of RM37.18 million and the writeback of project related costs of RM45.21million, both totaling RM82.39million.

Property division

The property division registered a revenue of RM109.59million (4Q2018(restated): RM69.54milllion) and an operating profit of RM34.56million (4Q2018(restated): RM95.23milllion) compared to the corresponding period of the preceding year.

Contributing to the division's revenue and operating profit for the year were the following:-

(i) The abovementioned writeback of accrued costs and impairment loss totaling RM16.79million; and

(ii) The remaining was due to the sales and progressive billing from its launches of Sena Parc and Seresta projects during the year and also its on-going Astoria project.

Education division

The education division recorded a revenue of RM15.67million (4Q2018(restated): RM14.43milllion) and an operating profit of RM5.56million (4Q2018(restated): RM4.98milllion) compared to the corresponding period of the preceding year. The increase in revenue and pre-tax profits was due to the additional students' enrolment for its international school assisted further by the increased fees.

Other division

Other division recorded a revenue of RM9.00million (4Q2018(restated): RM10.07milllion) and an operating profit of RM10.47million (4Q2018(restated): an operating loss of RM10.16milllion) compared to the corresponding period of the preceding year mainly due to writeback of provision for financial obligation mentioned above.

B2. Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter

Quarter	Revenue		Operating profit	
	4Q2019	3Q2019	4Q2019	3Q2019
	RM'000	RM'000	RM'000	RM'000
Property	41,062	32,973	19,569	9,894
Education	4,723	3,879	2,026	1,401
Others	1,577	1,823	8,627	(876)
Total	**47,362**	**38,675**	**32,222**	**10,419**
Gain/(loss) on fair value changes			67	3,049
Finance costs			1,145	(1,394)
Share of results of associated company			501	3,100
Profit Before Tax			**31,935**	**15,174**

The Group's revenue and pre-tax profit stood at RM47.36million (3Q2019: RM38.68million) and RM31.94million (3Q2019: RM15.17million). The changes in the quarterly performance were mainly due to the said writeback of provision for financial obligation, the writeback of impairment losses on carpark and accrued costs mentioned earlier.

B3. Prospects

With the recent Government measures to waive stamp duty for property prices up to RM1million and the lowering of Overnight Policy Rate by 25 basis points, the property market sentiments is expected to improve. The Group believes therefore that its prospect for the coming financial year may improve.

The new international school buildings and facilities will be completed in time for the next academic year 2019/2020, which will boost its student intake. The private school meanwhile has seen its student enrolment increase and this trend is expected to continue for the next financial year.

The Group is also expected to close its Sri Damansara Club's operations in the next financial year to make way for forthcoming development at the site.

B4. Variance of actual results from forecast profits and shortfall in Profit Guarantee

Not applicable.

B5. Tax expense

	Individual Quarter		Cumulative Period	
	31/3/2019	31/3/2018	31/3/2019	31/3/2018
	RM'000	RM'000	RM'000	RM'000
		(Restated)		(Restated)
Income tax:				
- Malaysian income tax	5,581	(10,120)	8,643	2,322
- Over provision in prior years	1,630	(5,702)	1,823	(5,754)
	7,211	(15,822)	10,466	(3,432)
Deferred tax	(6,352)	12,264	(6,366)	14,506
	859	(3,558)	4,100	11,074

The domestic income tax is calculated at the Malaysian statutory tax rate of 24% of the estimated chargeable income for the year, while taxation for a foreign jurisdiction is calculated at the rate prevailing in that jurisdiction.

The effective tax rate (excluding share of profit/loss from jointly controlled entity) of the Group is lower than the statutory tax rate in the current financial year mainly due to certain portion of the club land identified for redevelopment resulting in the recognition of the deferred assets of RM8.70million from the change in usage.

B6. Corporate Development / Post Balance Sheet Events

On 30 April 2018, the Company exercised its Option pursuant to the Soho Prestige Sdn Bhd Options ("SPSB Option") as mentioned in previous financial year. Upon exercising the Option, the Company had on the even date entered into SPSB Share Sale Agreement ("SSA") with Malaysia Land Properties Sdn Bhd and had subsequently paid a deposit of RM3.725 million, being 10% of the purchase consideration.

On 16 November 2018, the acquisition of SPSB was completed.

B7. Utilisation of proceeds from funds arising from the Rights Issues

As at 22 May 2019, the total proceeds of RM377,759,526.48 arising from the above Rights Issues were utilised as follows:-

Purposes	Proposed utilisation RM'000	Actual utilisation RM'000	Balance RM'000	Intended timeframe for utilisation from completion date
Settlement of Balance of Purchase Consideration and Outstanding Balances of RM8.6 million	314,348	314,348	-	Within 18 months
Working capital requirements	60,912	56,790	4,122	Within 36 months
Estimated expenses for the Proposals	2,500	2,500	-	Within 6 months
Total	**377,760**	**373,638**	**4,122**	

Except as disclosed above, there are no other corporate proposals which have been announced but not completed as at 22 May 2019, being the latest practicable date that shall not be earlier than 7 days from the date of this quarterly report.

B8. Borrowings and debt securities

The Group's total borrowings and debt securities as at 31 March 2019 are as follows:

	Short Term RM'000	Long Term RM'000	Total RM'000
Secured:			
Hire purchase and finance lease liabilities	119	285	404
Term loan	21,586	142,619	164,205
Bridging loan	-	25,916	25,916
	21,705	168,820	190,525

All denominated in the local currency.

B9. Material Litigation

The Group has not engaged in any material litigation as at 22 May 2019, being the latest practicable date that shall not be earlier than 7 days from the date of this quarterly report.

B10. Dividend Proposed

The board is pleased to recommend a final single tier dividend payment of 1.0 sen per ordinary share (2018: 1.5 sen) in respect of the financial year ended 31 March 2019, for shareholders' approval at the forthcoming Annual General Meeting. The payment and entitlement dates will be announced at a later date.

B11. Earnings per Share

Basic
The basic earnings per share is calculated by dividing the net profit attributable to owners of the Company for the quarter/year to date by the weighted average number of ordinary shares outstanding during the quarter/year to date.

	Individual Quarter		Cumulative Period	
	31/3/2019	**31/3/2018 (Restated)**	**31/3/2019**	**31/3/2018 (Restated)**
Profit attributable to owners of the Company (RM'000)	27,555	14,505	38,782	68,102
Weighted average number of ordinary shares ('000)	2,972,682	2,929,851	2,952,582	2,711,446
Basic earnings per share (sen)	0.93	0.50	1.31	2.51

Diluted
The diluted earnings per share has been calculated by dividing the Group's adjusted net profit for the year attributable to owners of the Company by the weighted average number of shares would have been in issue upon the full exercise of the conversion under the ICULS issued.

Adjusted profit attributable to the owners of the Company	**Individual Quarter**		**Cumulative Period**	
	31/3/2019	**31/3/2018 (Restated)**	**31/3/2019**	**31/3/2018 (Restated)**
	RM'000	RM'000	RM'000	RM'000
Profit for the quarter/year	27,555	14,505	38,782	68,102
Add: Notional interest net of tax	-	16	-	64
Adjusted profit for the quarter/year	27,555	14,521	38,782	68,166

Weighted average number of ordinary shares	**Individual Quarter**		**Cumulative Period**	
	31/3/2019	**31/3/2018 (Restated)**	**31/3/2019**	**31/3/2018 (Restated)**
	'000	'000	'000	'000
Weighted average number of ordinary shares per basic earnings per share computation	2,972,682	2,929,851	2,952,582	2,711,446
Effects of dilution in ICULS #	-	41,973	-	41,973
As at 31 March 2019	2,972,682	2,971,824	2,952,582	2,753,419
Diluted earnings per share (sen)	0.93	0.49	1.31	2.48

\# The ICULS matured on 24 September 2018 and all outstanding ICULS were automatically converted to ordinary shares as per Note A7.

30 May 2019

Impact on the condensed consolidated income statement for the 12 months period ended 31 March 2018 arising from the adoption of MFRS as mentioned in Note A2:

	Under FRS 31/03/2018 RM'000	Transitioning to MFRS RM'000	Under MFRS 31/03/2018 RM'000
Revenue	98,018	(3,970)	94,048
Operating expenses	(104,627)	6,219	(98,408)
Other operating income	101,491	(7,084)	94,407
Profit from operations	94,882	(4,835)	90,047
Investment related income	(1,192)	-	(1,192)
Finance costs	(4,409)	-	(4,409)
Share of results of jointly controlled entity	-	-	-
Share of results of associate	(3,301)	-	(3,301)
Profit before taxation	85,980	(4,835)	81,145
Income tax expense	(11,074)	-	(11,074)
Profit for the period	74,906	(4,835)	70,071
Other comprehensive income/(expense) that will be subsequently reclassified to profit or loss :			
Foreign currency translation differences from foreign operations	256	-	256
	256	-	256
Total comprehensive income for the period	75,162	(4,835)	70,327
Profit attributable to:			
- Owners of the Company	74,250		68,102
- Non-controlling interests	656	1,313	1,969
	74,906		70,071
Total comprehensive income attributable to:			
- Owners of the Company	74,506		68,358
- Non-controlling interests	656	1,313	1,969
	75,162		70,327
Earnings per share attributable to Owners of the Company (sen):			
- Basic	2.74	(0.23)	2.51
- Diluted	2.68	(0.20)	2.48

Impact on the condensed consolidated statement of finanical position as at 1 April 2018 arising from the adoption of MFRS as mentioned in Note A2:-

	(Audited) 31/03/2018 RM	Transitioning to MFRS RM	(Unaudited) 31/03/2018 RM (Restated)
ASSETS			
Non-current Assets			
Property, plant and equipment	76,199	(1,850)	74,349
Land held for property development	493,347	(19,947)	473,400
Investment properties	86,353	-	86,353
Goodwill	12	-	12
Biological asset	6,422	-	6,422
Land use rights	47	-	47
Investment in associates	12,105	136,936	149,041
Investment in jointly controlled entity	*	-	*
Other investments	11,900	-	11,900
Deferred tax assets	7,867	-	7,867
Trade and other receivables	143,512	(143,512)	-
	837,764	(28,373)	809,391
Current Assets			
Property development costs	230,798	(22,298)	208,500
Cost to obtain contract	-	32,765	32,765
Inventories	39,732	-	39,732
Trade and other receivables	38,358	-	38,358
Contract asset	-	24,764	24,764
Other current assets	14,770	(14,064)	706
Tax recoverable	4,615	-	4,615
Short term funds	1,454	-	1,454
Deposits, cash and bank balances	385,422	-	385,422
	715,149	21,167	736,316
TOTAL ASSETS	**1,552,913**	**(7,206)**	**1,545,707**
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Share capital	651,664	-	651,664
ICULS – equity portion	7,871	-	7,871
Retained profits	428,504	2,846	431,350
Other reserves	21,248	(8,859)	12,389
	1,109,287	(6,013)	1,103,274
Non-controlling interests	17,209	4,207	21,416
Total Equity	1,126,496	(1,806)	1,124,690
Non-current Liabilities			
Provisions	41,611	-	41,611
Trade and other payables	63,187	-	63,187
Borrowings	169,842	-	169,842
Deferred tax liabilities	43,504	(19,802)	23,702
	318,144	(19,802)	298,342
Current Liabilities			
Provisions	27,737	-	27,737
Trade and other payables	64,260	-	64,260
Borrowings	15,777	-	15,777
ICULS –liability portion	81	-	81
Tax payable	418	-	418
Contract liabilities	-	14,402	14,402
	108,273	14,402	122,675
Total Liabilities	426,417	(5,400)	421,017
TOTAL EQUITY AND LIABILITIES	**1,552,913**	**(7,206)**	**1,545,707**

* The costs of investment in the jointly controlled entity have been fully impaired

Impact on the condensed consolidated statement of finanical position as at 1 April 2017 arising from the adoption of MFRS as mentioned in Note A2:-

	(Audited) 31/03/2017 RM'000	Transitioning to MFRS RM	(Unaudited) 31/03/2017 RM (Restated)
ASSETS			
Non-current Assets			
Property, plant and equipment	76,065	(908)	75,157
Land held for property development	158,740	-	158,740
Investment properties	87,829	-	87,829
Goodwill	12	-	12
Biological asset	6,567	-	6,567
Land use rights	48	-	48
Investment in associates	-	-	-
Investment in jointly controlled entity	*	-	*
Other investments	13,092	-	13,092
Deferred tax assets	22,144	-	22,144
	364,497	(908)	363,589
Current Assets			
Property development costs	219,643	3,937	223,580
Inventories	43,483	-	43,483
Trade and other receivables	81,930	-	81,930
Other current assets	682	-	682
Tax recoverable	421	-	421
Short term funds	7,380	-	7,380
Deposits, cash and bank balances	390,419	-	390,419
	743,958	3,937	747,895
TOTAL ASSETS	**1,108,455**	**3,029**	**1,111,484**
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Share capital	272,032	-	272,032
ICULS – equity portion	9,036	-	9,036
Retained profits	354,254	8,994	363,248
Other reserves	20,992	(8,859)	12,133
	656,314	135	656,449
Non-controlling interests	16,553	2,894	19,447
Total Equity	672,867	3,029	675,896
Non-current Liabilities			
Provisions	39,895	-	39,895
Trade and other payables	44,484	-	44,484
Borrowings	66,244	-	66,244
Deferred tax liabilities	23,323	-	23,323
ICULS –liability portion	120	-	120
	174,066	-	174,066
Current Liabilities			
Provisions	82,900	-	82,900
Trade and other payables	50,635	-	50,635
Borrowings	25,316	-	25,316
ICULS –liability portion	56	-	56
Tax payable	44,038	-	44,038
Dividend payable	58,577	-	58,577
	261,522	-	261,522
Total Liabilities	435,588	-	435,588
TOTAL EQUITY AND LIABILITIES	**1,108,455**	**3,029**	**1,111,484**

* The costs of investment in the jointly controlled entity have been fully impaired