

Berjaya Corporation Berhad

Company No: 554790-X

Date: 27 June 2013

Subject: **UNAUDITED INTERIM FINANCIAL REPORT FOR
THE PERIOD ENDED 30 APRIL 2013**

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BERJAYA CORPORATION BERHAD**(Company No: 554790 - X)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

CONDENSED CONSOLIDATED INCOME STATEMENT

	3 months ended		Year to date ended	
	30/04/2013	30/04/2012	30/04/2013	30/04/2012
	RM'000	RM'000	RM'000	RM'000
GROUP REVENUE	2,053,017	1,809,936	7,391,099	7,055,417
Less: revenue from discontinued operation	-	-	-	(41,032)
Revenue from continuing operations	<u>2,053,017</u>	<u>1,809,936</u>	<u>7,391,099</u>	<u>7,014,385</u>
<u>Continuing Operations</u>				
PROFIT FROM OPERATIONS	149,189	211,749	691,673	769,205
Investment related income	59,927	79,829	149,990	509,598
Investment related expenses	(2,389)	(6,628)	(10,370)	(133,022)
Finance costs	(81,869)	(81,012)	(315,255)	(287,779)
Share of results of associates	41,702	(35,687)	91,372	10,390
Share of results of jointly controlled entities	(1,485)	(6,455)	(11,508)	(21,594)
PROFIT BEFORE TAX	165,075	161,796	595,902	846,798
INCOME TAX EXPENSE	(79,135)	(91,500)	(273,224)	(249,103)
PROFIT AFTER TAX FROM CONTINUING OPERATIONS	85,940	70,296	322,678	597,695
<u>Discontinued Operation</u>				
PROFIT AFTER TAX FROM DISCONTINUED OPERATION	-	-	-	1,799
PROFIT AFTER TAX	<u>85,940</u>	<u>70,296</u>	<u>322,678</u>	<u>599,494</u>
ATTRIBUTABLE TO:				
- Equity holders of the parent				
- from continuing operations	30,799	(6,536)	80,046	310,312
- from discontinued operation	-	-	-	1,259
	<u>30,799</u>	<u>(6,536)</u>	<u>80,046</u>	<u>311,571</u>
- Non-controlling interests	55,141	76,832	242,632	287,923
	<u>85,940</u>	<u>70,296</u>	<u>322,678</u>	<u>599,494</u>
EARNINGS/(LOSS) PER SHARE (SEN)				
- Basic, for the period from continuing operations	0.68	(0.15)	1.89	7.06
- Basic, for the period from discontinued operation	-	-	-	0.03
- Basic, for the period	<u>0.68</u>	<u>(0.15)</u>	<u>1.89</u>	<u>7.09</u>
- Diluted, for the period from continuing operations	+	(0.18)	1.89	7.02
- Diluted, for the period from discontinued operation	+	-	-	0.03
- Diluted, for the period	<u>+</u>	<u>(0.18)</u>	<u>1.89</u>	<u>7.05</u>

Note:

+ No diluted earnings per share is presented as the effect on the basic earnings per share is anti-dilutive.

The annexed notes form an integral part of this interim financial report.

BERJAYA CORPORATION BERHAD**(Company No: 554790 - X)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	3 months ended		Year to date ended	
	30/04/2013 RM'000	30/04/2012 RM'000	30/04/2013 RM'000	30/04/2012 RM'000 (Audited) Restated
PROFIT AFTER TAX	85,940	70,296	322,678	599,494
OTHER COMPREHENSIVE ITEMS				
Net changes on available-for-sale ("AFS") financial assets				
- Changes in fair value of AFS investments	3,363	11,083	8,336	11,229
- Disposals of AFS investments transferred to profit or loss	380	-	(11,357)	-
- Cumulative impairment loss reclassified to profit or loss	-	-	-	1,183
- Reclassification of AFS investment to associate	-	-	(652)	-
Foreign currency translation	(63,501)	11,963	(15,300)	28,370
Share of other comprehensive items of associates	139	(4,539)	(2,383)	(14,228)
Income tax relating to components of other comprehensive income	(17,623)	-	(17,623)	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	8,698	88,803	283,699	626,048
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
- Equity holders of the parent	(11,496)	994	50,188	319,459
- Non-controlling interests	20,194	87,809	233,511	306,589
	8,698	88,803	283,699	626,048

The annexed notes form an integral part of this interim financial report.

BERJAYA CORPORATION BERHAD

(Company No: 554790 - X)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Group As at 30/04/2013 RM'000	Group As at 30/04/2012 RM'000 (Audited) Restated
ASSETS		
Non-current assets		
Property, plant and equipment	2,825,497	2,859,689
Biological assets	23,395	18,531
Other investments	110,332	97,059
Investment properties	668,696	638,395
Prepaid land lease premiums	1,055	1,076
Land held for development	2,301,184	2,138,482
Investment in associated companies	1,327,349	971,975
Investment in jointly controlled entities	117,352	97,953
Deferred tax assets	43,943	48,499
Other receivables	548,691	498,703
Intangible assets	6,061,080	6,019,624
	<u>14,028,574</u>	<u>13,389,986</u>
Current Assets		
Development properties	1,306,572	892,287
Inventories	860,141	917,352
Trade and other receivables	1,580,479	1,326,616
Short term investments	31,052	29,368
Derivative asset	-	53
Tax recoverable	24,826	41,078
Deposits with financial institutions	682,599	1,339,910
Cash and bank balances	544,448	570,044
Assets classified as held for sale	-	4,781
	<u>5,030,117</u>	<u>5,121,489</u>
TOTAL ASSETS	<u>19,058,691</u>	<u>18,511,475</u>
EQUITY AND LIABILITIES		
Share capital	4,294,836	4,269,224
Share premium	5,942	5,942
Irredeemable Convertible Unsecured Loan Stocks ("ICULS") - Equity component	448,530	462,861
Reserves	1,130,797	1,135,436
	<u>5,880,105</u>	<u>5,873,463</u>
Less: Treasury shares	(80,494)	(73,721)
	<u>5,799,611</u>	<u>5,799,742</u>
Non-controlling interests	4,985,144	4,885,712
Equity funds	<u>10,784,755</u>	<u>10,685,454</u>
Non-current liabilities		
Irredeemable Convertible Unsecured Loan Stocks	404,225	253,642
Long term borrowings	2,567,487	3,041,898
Other long term liabilities	417,750	437,662
Deferred taxation	319,378	297,034
Provisions	13,832	12,487
	<u>3,722,672</u>	<u>4,042,723</u>
Current Liabilities		
Trade and other payables	1,999,197	1,867,674
Provisions	3,617	2,671
Short term borrowings	2,473,298	1,848,924
Taxation	75,152	64,029
	<u>4,551,264</u>	<u>3,783,298</u>
Total Liabilities	<u>8,273,936</u>	<u>7,826,021</u>
TOTAL EQUITY AND LIABILITIES	<u>19,058,691</u>	<u>18,511,475</u>
Basic net assets per share (sen)	126.94	127.05
Dilutive net assets per share (sen)	115.49	116.68

The net assets per share is calculated based on the following :

Basic : Equity funds less non-controlling interests and ICULS - equity component divided by the number of outstanding shares in issue with voting rights.

Dilutive : Equity funds less non-controlling interests divided by the number of outstanding shares in issue with voting rights and the potential conversion of the Company's outstanding ICULS to shares and exercise of Warrants.

The annexed notes form an integral part of this interim financial report.

BERJAYA CORPORATION BERHAD

(Company No: 554790 - X)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to the equity holders of the Parent										Total net equity funds RM'000	Non-controlling interests RM'000	Total equity RM'000		
	Non-distributable					Distributable									
	Share capital RM'000	Share premium RM'000	ICULS - equity component RM'000	AFS reserve RM'000	Share option reserve RM'000	Warrant reserve RM'000	Fair value reserve RM'000	Capital reserve RM'000	Consolidation reserve RM'000	Foreign currency translation reserves RM'000	Retained earnings RM'000	Treasury shares RM'000			
At 1 May 2012 - as previously reported	4,269,224	5,942	462,861	(3,766)	828	147,023	934,291	13,640	(954,843)	(109,107)	1,029,963	(73,721)	5,722,335	4,831,412	10,553,747
Effects of adopting FRS 112 (Note A1)	-	-	-	-	-	-	-	558	-	-	76,849	-	77,407	54,300	131,707
At 1 May 2011 - as restated	4,269,224	5,942	462,861	(3,766)	828	147,023	934,291	14,198	(954,843)	(109,107)	1,106,812	(73,721)	5,799,742	4,885,712	10,685,454
Total comprehensive income	-	-	-	(14,379)	(6)	-	49	21	(2,280)	(13,263)	80,046	-	50,188	233,511	283,699
Transactions with owners:															
Transfer of reserves	-	-	-	(171)	(494)	-	(62,453)	85	365	3,509	59,159	-	-	-	-
Arising from conversion of BCorp ICULS 1 & 2															
- by cash option	20,500	-	(10,250)	-	-	-	-	-	-	-	-	-	10,250	-	10,250
- by surrender option	5,112	-	(2,648)	-	-	-	-	-	-	-	(1,618)	-	846	-	846
Buy back of BCorp ICULS 1	-	-	(2,000)	-	-	-	-	-	-	-	915	-	(1,085)	-	(1,085)
Buyback of Warrants 1	-	-	-	-	-	(1,260)	-	-	-	-	154	-	(1,106)	-	(1,106)
Effects of deferred tax liability on liability component of BCorp ICULS 3	-	-	-	-	-	-	-	-	-	-	719	-	719	-	719
Reversal of deferred tax relating to BCorp ICULS 3	-	-	-	-	-	-	-	-	-	-	(425)	-	(425)	-	(425)
Reversal of deferred tax liability on conversion of BCorp ICULS 2	-	-	567	-	-	-	-	-	-	-	-	-	567	-	567
Treasury shares acquired	-	-	-	-	-	-	-	-	-	-	-	(6,773)	(6,773)	-	(6,773)
Acquisition of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	1,982	1,982
Adjustment in relation to part disposal/dilution of equity interest in subsidiary companies	-	-	-	-	-	-	-	20	(1,482)	-	-	-	(1,462)	241,599	240,137
Adjustment due to increase in equity in subsidiary companies	-	-	-	-	-	-	-	-	(9,126)	-	-	-	(9,126)	(258,079)	(267,205)
Capital contribution by non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	26,501	26,501
Disposal of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,794)	(1,794)
Share based payment	-	-	-	-	73	-	-	-	-	-	-	-	73	27	100
Final dividend *	-	-	-	-	-	-	-	-	-	-	(42,797)	-	(42,797)	-	(42,797)
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(144,315)	(144,315)
	25,612	-	(14,331)	(171)	(421)	(1,260)	(62,453)	105	(10,243)	3,509	16,107	(6,773)	(50,319)	(134,079)	(184,398)
At 30 April 2013	4,294,836	5,942	448,530	(18,316)	401	145,763	871,887	14,324	(967,366)	(118,861)	1,202,965	(80,494)	5,799,611	4,985,144	10,784,755

* Final dividend of 1% single-tier exempt dividend per share approved in respect of the financial year ended 30 April 2012

BCorp ICULS 1 - 0% irredeemable convertible unsecured loan stocks 2005/2015

BCorp ICULS 2 - 5% irredeemable convertible unsecured loan stocks 2012/2022

BCorp ICULS 3 - 5% irredeemable convertible unsecured loan stocks 2012/2017

Warrants 1 - 10-year warrants 2012/2022

BERJAYA CORPORATION BERHAD

(Company No: 554790 - X)

 UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013
 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

	Attributable to the equity holders of the Parent											Total net equity funds RM'000	Non-controlling interests RM'000	Total equity RM'000		
	Non-distributable							Distributable								
	Share capital RM'000	Share premium RM'000	ICULS - equity component RM'000	AFS reserve RM'000	Reserve of disposal group classified as held for sale RM'000	Share option reserve RM'000	Warrant reserve RM'000	Fair value reserve RM'000	Capital reserves RM'000	Consolidation reserve RM'000	Foreign currency translation reserves RM'000	Retained earnings RM'000	Treasury shares RM'000			
At 1 May 2011 - as previously reported	4,221,301	-	176,869	13,178	3,888	2,895	-	960,047	17,804	-	(126,491)	788,919	(37,323)	6,021,087	4,762,320	10,783,407
Effects of adopting FRS 112 (Note A1)	-	-	-	-	-	-	-	-	558	-	-	71,955	-	72,513	50,156	122,669
At 1 May 2011 - as restated	4,221,301	-	176,869	13,178	3,888	2,895	-	960,047	18,362	-	(126,491)	860,874	(37,323)	6,093,600	4,812,476	10,906,076
Total comprehensive income	-	-	-	(7,187)	(259)	1	-	381	2	-	14,950	311,571	-	319,459	306,589	626,048
Transactions with owners:																
Rights issue of BCorp ICULS 2	-	-	299,787	-	-	-	147,023	-	-	-	-	-	-	446,810	-	446,810
Effects on deferred tax liability on liability component of BCorp ICULS 2	-	-	(24,293)	-	-	-	-	-	-	-	-	-	-	(24,293)	-	(24,293)
Buy back of BCorp ICULS 1	-	-	(2,150)	-	-	-	-	-	-	-	-	(191)	-	(2,341)	-	(2,341)
Re-issue of BCorp ICULS 1 pursuant to sale of BCorp ICULS 1 previously held within the Group to third parties	-	-	20,100	-	-	-	-	-	-	-	-	(1,053)	-	19,047	-	19,047
Transfer of reserves	-	-	-	(11,312)	(2,074)	(2,202)	-	(26,137)	(643)	20,343	2,375	19,650	-	-	-	-
Arising from conversion of BCorp ICULS 1 & 2																
- by cash option	14,838	-	(7,419)	-	-	-	-	-	-	-	-	-	-	7,419	-	7,419
- by surrender option	72	-	(35)	-	-	-	-	-	-	-	-	(14)	-	23	-	23
Reversal of deferred tax liability on conversion of BCorp ICULS 2	-	-	2	-	-	-	-	-	-	-	-	-	-	2	-	2
Issuance and allotment of shares as part settlement for the acquisition of a subsidiary company	33,013	5,942	-	-	-	-	-	-	-	-	-	-	-	38,955	-	38,955
Treasury shares	-	-	-	-	-	-	-	-	-	-	-	-	(36,398)	(36,398)	-	(36,398)
Transfer upon disposal/dilution of equity interest in subsidiary companies	-	-	-	1,555	(1,555)	-	-	-	-	-	-	-	-	-	-	-
Acquisition of subsidiary company	-	-	-	-	-	-	-	-	-	-	-	-	-	-	18,092	18,092
Adjustment in relation to part disposal/dilution of equity interest in subsidiary companies	-	-	-	-	-	-	-	-	(3,523)	14,608	59	-	-	11,144	132,537	143,681
Adjustment due to increase in equity in subsidiary companies	-	-	-	-	-	-	-	-	-	(989,794)	-	-	-	(989,794)	(356,287)	(1,346,081)
Share based payment	-	-	-	-	-	134	-	-	-	-	-	-	-	134	50	184
Capital contribution by non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	156,640	156,640
Final dividend *	-	-	-	-	-	-	-	-	-	-	-	(84,025)	-	(84,025)	-	(84,025)
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(184,385)	(184,385)
	47,923	5,942	285,992	(9,757)	(3,629)	(2,068)	147,023	(26,137)	(4,166)	(954,843)	2,434	(65,633)	(36,398)	(613,317)	(233,353)	(846,670)
At 30 April 2012	4,269,224	5,942	462,861	(3,766)	-	828	147,023	934,291	14,198	(954,843)	(109,107)	1,106,812	(73,721)	5,799,742	4,885,712	10,685,454

* Final dividend of 2% single-tier exempt dividend per share approved in respect of the financial year ended 30 April 2011

BCorp ICULS 1 - 0% irredeemable convertible unsecured loan stocks 2005/2015

BCorp ICULS 2 - 5% irredeemable convertible unsecured loan stocks 2012/2022

The annexed notes form an integral part of this interim financial report.

BERJAYA CORPORATION BERHAD**(Company No: 554790 - X)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	12 months ended	
	30/04/2013	30/04/2012
	RM'000	RM'000
		(Audited)
CASH FLOW FROM OPERATING ACTIVITIES		
Receipts from operations	7,822,972	7,470,289
Payments for operating expenses	(7,400,431)	(6,839,932)
Payment of taxes	(285,923)	(256,553)
Other receipts (including tax refunds)	33,038	30,854
Net cash generated from operating activities	169,656	404,658
CASH FLOW FROM INVESTING ACTIVITIES		
Disposal of property, plant and equipment and non-current assets	36,666	44,266
Disposal of investment in subsidiary companies	147,977	382,212
Disposal of investment in an associated company	1,050	-
Disposal of other investments	37,082	2,242
Acquisition of property, plant and equipment and non-current assets	(226,870)	(308,189)
Acquisition of investments in subsidiary companies	(160,304)	(941,413)
Acquisition of investments in associated companies	(138,282)	(10,997)
Acquisition of other investments	(25,420)	(26,635)
Acquisition of treasury shares by a subsidiary company	(40,883)	(64,387)
Interest received	81,792	84,971
Dividend received	15,857	6,384
Advances to jointly controlled entities	(23,023)	(58,702)
Receipt of capital distribution from an associated company	-	14,340
Payments arising from foreign property development projects	(136,247)	(93,576)
Other (payments)/receipts	(76,366)	12,220
Net cash used in investing activities	(506,971)	(957,264)
CASH FLOW FROM FINANCING ACTIVITIES		
Acquisition of treasury shares by the Company	(6,773)	(36,398)
Acquisition of Warrants by a subsidiary company	(1,106)	-
Issuance of share capital	10,250	7,419
Issuance of share capital to non-controlling interests of subsidiary companies	28,352	159,531
Rights issue of BCorp ICULS 2	-	700,110
Dividend paid to shareholders of the Company	(42,307)	(83,967)
Dividends paid to non-controlling interests of subsidiary companies	(163,305)	(218,364)
Repurchase of BCorp ICULS 1	(1,805)	(2,340)
Repurchase of a subsidiary's unsecured loan stock	-	(463,585)
Redemption of 8% Secured Exchangeable Bonds	-	(695,400)
Interest paid	(333,836)	(275,334)
Drawdown of bank and other borrowings	1,947,349	2,862,542
Repayment of bank and other borrowings	(1,815,792)	(1,211,147)
Net cash (used in)/generated from financing activities	(378,973)	743,067
NET CHANGE IN CASH AND CASH EQUIVALENTS	(716,288)	190,461
OPENING CASH AND CASH EQUIVALENTS	1,786,466	1,577,869
Effect of exchange rate changes	7,387	18,136
CLOSING CASH AND CASH EQUIVALENTS	1,077,565	1,786,466
Cash and cash equivalents carried forward comprise:	RM'000	RM'000
Deposits with financial institutions	682,599	1,339,910
Cash and bank balances	544,448	570,044
Bank overdraft (included under short term borrowings)	(129,351)	(57,583)
	1,097,696	1,852,371
Less :		
Remisiers' deposit held in trust	(12,136)	(14,108)
Clients' money held in trust	(7,995)	(51,797)
	1,077,565	1,786,466

The annexed notes form an integral part of this interim financial report.

BERJAYA CORPORATION BERHAD

(Company No: 554790 - X)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

NOTES TO THE INTERIM FINANCIAL REPORT

- A1 The interim financial report is not audited and has been prepared in compliance with Financial Reporting Standards ("FRS") 134 - Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities LR").

The condensed consolidated interim financial report should be read in conjunction with the audited financial statements of the Company for the year ended 30 April 2012. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant for understanding the changes in the financial position and performance of the Company since the year ended 30 April 2012.

Changes in Accounting Policies

Since the issuance of the previous annual audited financial statements as at 30 April 2012, the Group has adopted new and revised Financial Reporting Standards ("FRSs"), Amendments to FRSs, Interpretations and Technical Releases which were effective for the Group's financial period beginning on 1 May 2012.

Unless otherwise described below, the new FRSs, Amendments to FRSs, Interpretations and Technical Releases are expected to have no significant impact on the financial statements of the Group upon their initial application except for the changes in presentation and disclosures of financial information.

Standards and Interpretations issued but not yet effective

The Group has not early adopted new or revised standards and amendments to standards that have been issued but not yet effective for the Group's accounting period beginning 1 May 2012.

The initial application of the FRSs, Amendments to FRSs and IC Interpretations, which will be applied prospectively or which requires extended disclosures, is not expected to have any significant financial impacts to the financial statements of the Group upon their first adoption except for those discussed below:

FRS 112 : Deferred Tax

FRS 112 introduces the rebuttable presumption that deferred tax on investment properties measured using the fair value model in FRS 140 should be determined on the basis that its carrying amount will be recovered through sale. Furthermore, it introduces the requirement that deferred tax on non-depreciable assets that are measured using the revaluation model in FRS 116 to be always measured on a sale basis of that asset.

Previously, the Group recognised deferred tax on fair value changes of investment properties using the presumption that the underlying assets would be recovered through use.

BERJAYA CORPORATION BERHAD**(Company No: 554790 - X)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 APRIL 2013

NOTES TO THE INTERIM FINANCIAL REPORT

The adoption of FRS 112 has resulted in the Group derecognising the prior year's deferred tax on fair value changes of investment properties. The Group has applied this change in accounting policy retrospectively and certain comparatives have been restated.

The following are the effects to the financial position as at 30 April 2012 and 30 April 2011 arising from the above:

Group			
As at 30 April 2012	As reported	Effect of	As restated
Statement of Financial Position	RM'000	FRS 112	RM'000
		RM'000	
Deferred tax assets	47,198	1,301	48,499
Associated companies	928,909	43,066	971,975
Reserves - capital reserve	13,640	558	14,198
Reserves - retained earnings	1,029,963	76,849	1,106,812
Non-controlling interests	4,831,412	54,300	4,885,712
Deferred tax liabilities	384,374	(87,340)	297,034
As at 30 April 2012			
Income Statement			
Share of results of associates	7,837	2,553	10,390
Income tax expense	(255,588)	(6,485)	(249,103)
Profit attributable to equity holders of Parent	306,677	4,894	311,571
Profit attributable to non-controlling interests	283,779	4,144	287,923
As at 30 April 2011			
Statement of Financial Position			
Deferred tax assets	33,454	956	34,410
Associated companies	662,090	40,513	702,603
Reserves - capital reserve	17,804	558	18,362
Reserves - retained earnings	788,919	71,955	860,874
Non-controlling interests	4,762,320	50,156	4,812,476
Deferred tax liabilities	355,044	(81,200)	273,844

Malaysian Financial Reporting Standards 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"). Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional 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 falls within the definition of Transitioning Entities and has accordingly, opted to defer the adoption of the MFRS Framework to the financial year beginning 1 May 2014.

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NOTES TO THE INTERIM FINANCIAL REPORT

A2 The following business operations of the Group are affected by seasonal or cyclical factors:

- (a) the property development segment is affected by the prevailing cyclical economic conditions.
- (b) the stock and futures broking businesses are influenced by the performance of the stock market.
- (c) the local island beach resorts situated at the East Coast of Peninsular Malaysia are affected by the North-East monsoon season in the third quarter of the financial year.
- (d) the gaming business may be positively impacted by the festive seasons.

A3 (a) The following are the unusual items that occurred during the current quarter under review:

<u>Recognised directly in income statement</u>	Current Quarter RM'000	Financial Year to date RM'000
Loss on disposal of investment in a subsidiary company	-	(371)
Loss on disposal of investment in an associated company	-	(588)
Net gain on disposal of AFS investments	-	18,629
Impairment in value of AFS investment	-	(486)
Gain on reclassification of AFS investment to associated company	-	652
Gain on disposal of investment properties	3,099	3,099
(Impairment)/Write-back of investment in associated companies	(2,989)	13,239
Fair value adjustments on investment properties	40,634	40,634
Fair value changes of fair value through profit or loss ("FVTPL") investments	1,479	(2,903)
	<u>42,223</u>	<u>71,905</u>

- (b) There were no material change in estimates of amounts reported in the current quarter ended 30 April 2013 other than those changes that resulted from the adoption of new FRSs, Amendments to FRSs, Interpretations and Technical Releases mentioned in Note A1 above.

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NOTES TO THE INTERIM FINANCIAL REPORT

- A4 There were no issuances and repayment of debts and equity securities, share buy-backs, share cancellation, shares held as treasury shares and resale of treasury shares for the financial year ended 30 April 2013 except for the following (rounded to nearest thousand):
- (a) Share capital
- (i) 803,000 ordinary shares of RM1.00 each were issued pursuant to conversion of 1,606,000 BCorp ICULS 1 of RM0.50 nominal value each.
- (ii) 20,500,000 ordinary shares of RM1.00 each were issued pursuant to the tendering of 20,500,000 BCorp ICULS 1 of RM0.50 nominal value each and the payment in cash of RM10,250,000.
- (iii) 4,309,000 ordinary shares of RM1.00 each were issued pursuant to the tendering of 4,309,000 BCorp ICULS 2 of RM1.00 nominal value each.
- (b) 0% 10-year irredeemable convertible unsecured loan stocks of RM0.50 nominal value each ("BCorp ICULS 1")
- (i) 22,106,000 BCorp ICULS 1 have been tendered for the subscription of 21,303,000 ordinary shares of RM1.00 each.
- (ii) 4,000,000 BCorp ICULS 1 have been bought back from third parties by a subsidiary of the Group.
- (c) 5% 10-year irredeemable convertible unsecured loan stocks of RM1.00 nominal value each ("BCorp ICULS 2")
- 4,309,000 BCorp ICULS 2 have been tendered for the subscription of 4,309,000 ordinary shares of RM1.00 each.
- (d) 5% 5-year irredeemable convertible unsecured loan stocks of RM1.00 nominal value each ("BCorp ICULS 3")
- 170,000,000 BCorp ICULS 3 have been issued during the year together with Warrants 2 pursuant to the acquisition of 40 million shares in Atlan Holdings Berhad ("Atlan Acquisition") (refer Note A8(p)).
- (e) 10-year warrants 2012/2022 ("Warrants 1")
- During the financial year ended 30 April 2013, no shares have been issued pursuant to the exercise of Warrants 1. However, 6,000,000 Warrants have been bought back from third parties by a subsidiary company of the Group.
- (f) 5-year warrants 2012/2017 ("Warrants 2")
- 170,000,000 warrants were issued by the Company together with BCorp ICULS 3 pursuant to the Atlan Acquisition. Each of the said warrant entitles the holder to subscribe for one ordinary share of RM1.00 each at an exercise price of RM1.00 per share. During the financial year, no shares have been issued pursuant to the exercise of Warrants 2.
- (g) Treasury shares
- 10,800,000 ordinary shares of RM1.00 each were bought back and held as treasury shares with none of these shares being cancelled or sold.

Subsequent to the quarter ended 30 April 2013 and up to the date of this announcement:-

	<u>RM'000</u>	<u>RM'000</u>
Share capital - Issued and fully paid up as at 30 April 2013		4,294,836
Arising from conversion of BCorp ICULS 1, 2 & 3		
- by cash option	-	
- by surrender option	<u>172</u>	172
Share capital - Issued and fully paid up as at 25 June 2013		<u><u>4,295,008</u></u>

Subsequent to 30 April 2013, no warrant has been exercised.

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NOTES TO THE INTERIM FINANCIAL REPORT

The details of the share buyback during the financial year ended 30 April 2013 are as follows:

Month	Price per share (RM)			Number of shares	Total consideration RM'000
	Lowest	Highest	Average		
May 2012	0.77	0.81	0.79	1,000,000	794
June 2012	0.75	0.79	0.77	1,250,000	963
November 2012	0.58	0.60	0.60	7,350,000	4,390
April 2013	0.52	0.52	0.52	1,200,000	626
			0.63	10,800,000	6,773

The number of treasury shares held in hand as at 30 April 2013 are as follows:

	Average price per share RM	Number of shares	Amount RM'000
Balance as at 30 April 2012	1.08	68,500,000	73,721
Increase in treasury shares	0.63	10,800,000	6,773
Total treasury shares as at 30 April 2013	1.02	79,300,000	80,494

As at 30 April 2013, the number of outstanding shares in issue and fully paid up with voting rights (rounded to nearest thousand) was 4,215,536,000 (30 April 2012: 4,188,201,000) ordinary shares of RM1.00 each.

A5 During the financial year ended 30 April 2013, the Company paid a final dividend of 1% single-tier exempt dividend on 28 December 2012, in respect of the financial year ended 30 April 2012 which was approved at the Annual General Meeting held on 30 October 2012.

A6 Segment information for the financial year ended 30 April 2013:-

REVENUE	External RM'000	Inter-segment RM'000	Total RM'000
Toto betting operations	3,615,776	-	3,615,776
Financial services	36,746	1,822	38,568
Property investment and development	356,278	28,161	384,439
Hotels and resorts	299,575	625	300,200
Marketing of consumer products and services	2,689,051	37,903	2,726,954
Restaurants	166,462	3,440	169,902
Others	227,211	8,185	235,396
Elimination: Inter-segment Revenue	-	(80,136)	(80,136)
Total revenue	7,391,099	-	7,391,099

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NOTES TO THE INTERIM FINANCIAL REPORT

RESULTS

	RM'000
Toto betting operations	594,621
Financial services	2,227
Property investment and development	38,649
Hotels and resorts	5,388
Marketing of consumer products and services	126,020
Restaurants	(9,220)
Others	(30,636)
	<u>727,049</u>
Unallocated corporate items	(35,376)
Profit from operations	<u>691,673</u>
Investment related income	
-Interest income	60,185
-Net gain on disposal of AFS investments	18,629
-Gain on reclassification of AFS investment to associated company	652
-Gain on disposal of investment properties	3,099
-Write-back of investment in associated companies	15,546
-Fair value changes of FVTPL investments	2,323
-Fair value adjustments on investment properties	42,026
-Dividend income and others	7,530
	<u>149,990</u>
Investment related expenses	
-Fair value changes of FVTPL investments	(5,226)
-Fair value adjustments on investment properties	(1,392)
-Impairment in value of AFS investment	(486)
-Impairment in value of an associated company	(2,307)
-Loss on disposal of investment in a subsidiary company	(371)
-Loss on disposal of investment in an associated company	(588)
	<u>(10,370)</u>
Finance costs	(315,255)
Share of results of associates	91,372
Share of results of jointly controlled entities	(11,508)
Profit before tax	<u>595,902</u>
Income tax expense	(273,224)
Profit for the year	<u><u>322,678</u></u>

A7 There were no significant events since the end of this current quarter up to the date of this announcement other than as disclosed in Note B7.

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NOTES TO THE INTERIM FINANCIAL REPORT

A8 There were no changes in the composition of the Group for the current period ended 30 April 2013, including business combinations, acquisition or disposal of subsidiary companies and long term investments, restructuring and discontinuing operations except for the following:-

- (a) On 22 May 2012, the Company announced that Flywheel Rubber Works Sdn Bhd, a 85% owned dormant subsidiary company of the Group, had been struck off from the register by the Companies Commission of Malaysia, pursuant to Section 308(4) of the Companies Act, 1965.
- (b) On 25 May 2012, the Company announced that Fortune Court Restaurant Sdn Bhd, a 66.9% owned dormant subsidiary company of the Group, had been struck off from the register by the Companies Commission of Malaysia, pursuant to Section 308(4) of the Companies Act, 1965.
- (c) On 8 June 2012, the Company announced that Qualinit Sendirian Berhad, a 60% owned dormant subsidiary company of the Group, had been struck off from the register by the Companies Commission of Malaysia, pursuant to Section 308(4) of the Companies Act, 1965.
- (d) On 11 June 2012, the Company announced that Bermaz Motor Sdn Bhd, an 80% owned subsidiary company of the Group, had on 8 June 2012 incorporated a 100% owned subsidiary company under the name of Bermaz Motor International Ltd ("BMIL"). BMIL was incorporated in Labuan, Malaysia with an issued share capital of USD10,000 comprising 10,000 ordinary shares. The principal activity of BMIL is investment holding.
- (e) On 6 July 2012, BLand announced that Berjaya Kyoto Development (S) Pte Ltd, its 100% owned subsidiary company, had on even date acquired the following:
 - i) 2 units of specified equity of JPY50,000 each, representing 100% equity interest, in Skylan1 TMK for a cash consideration of JPY100,000 (or about RM4,000) and
 - ii) one common share of JPY1.00 each, representing 100% equity interest, in Berjaya Kyoto Holdings Godo Kaisha for a cash consideration of JPY1.00 (or about RM0.04).
- (f) On 19 July 2012, BFood completed the acquisition of a 50% equity interest in Berjaya Starbucks Coffee Company Sdn Bhd from Berjaya Group Berhad ("BGroup"), a wholly owned subsidiary company of the Company, for a cash consideration of about RM71.7 million.
- (g) On 10 August 2012, Berjaya Philippines Inc ("BPI"), a subsidiary company of the Group, completed the subscription of 4.0 million new shares of PHP1.00 each, representing 40% equity interest in Berjaya Auto Philippines Inc ("BAP"), a company incorporated in the Philippines for a cash consideration of PHP4.0 million (or about RM300,000). BAP's principal activities are the selling and distribution of Mazda brand cars within the territory of the Philippines.
- (h) On 15 August 2012, BGroup, the Company's wholly owned subsidiary company, disposed of its entire 21% equity interest in Dunia Prestasi Auto Sdn Bhd for a cash consideration of RM1.05 million.
- (i) On 28 September 2012, the Company announced that BGroup, its wholly owned subsidiary company, had on even date disposed of its entire 3.5 million ordinary shares of RM1.00 each representing 70% equity interest in Berjaya Joy Long Auto Sdn Bhd ("BJLA") for a total cash consideration of RM3.5 million or at RM1.00 per BJLA share to Beyond Station Sdn Bhd (1.5 million BJLA shares) and Ultimate Platform Sdn Bhd (2.0 million BJLA shares).
- (j) On 28 September 2012, BPI subscribed for 40% equity interest in Cosway Philippines Inc ("CPI"), a company incorporated in the Philippines for a cash consideration of PHP400,000 (or about RM30,000). As at 30 April 2013, CPI has not commenced business.

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NOTES TO THE INTERIM FINANCIAL REPORT

- (k) On 3 October 2012, the Company announced that Berjaya Higher Education Sdn Bhd, a subsidiary company of the Group, had on 1 October 2012 incorporated a wholly owned subsidiary company under the name of Berjaya Culinary Academy Sdn Bhd ("BCASB"). The intended principal activity of BCASB is to establish, manage and administer a non-profit Academy of Bocuse d'Or Malaysia.
- (l) On 10 October 2012, the Company announced that BGroup, its wholly owned subsidiary company, had on 9 October 2012 entered into a share sale agreement with LM Greentech Sdn Bhd for the acquisition of 900,000 class B ordinary shares of RM1.00 each, representing 60% equity interest, in Algaetech International Sdn Bhd ("Algaetech") for a cash consideration of RM1.0 million. Algaetech has an issued and paid-up share capital of RM1.5 million comprising 600,000 class A ordinary shares of RM1.00 each and 900,000 class B ordinary shares of RM1.00 each. The two classes of ordinary shares will merge into one class of ordinary shares of RM1.00 each in 2015. Algaetech is involved in micro-algae research, development and consultancy with production and marketing of renewable energy and high value products including anti-oxidants and other nutraceuticals.
- (m) On 17 October 2012, BToto announced that it has on even date incorporated a wholly owned subsidiary company under the name of Sports Toto Malaysia Management Pte Ltd ("STMM"). STMM has an issued and paid-up share capital of SGD1.00 comprising two ordinary shares of SGD0.50 each. STMM will act as the trustee -manager of the proposed Sports Toto Malaysia business trust to be constituted under the Business Trust Act, Chapter 31A of Singapore.
- (n) On 19 October 2012, Bermaz Motor Sdn Bhd ("Bermaz"), an 80% owned subsidiary company then, completed the subscription of 30% equity interest in Mazda Malaysia Sdn Bhd ("MazdaMalaysia"). MazdaMalaysia will undertake to produce and distribute Mazda brand vehicles in Malaysia pursuant to a joint venture agreement, entered into on 11 September 2012, between Bermaz and Mazda Motor Corporation, Japan.
- (o) On 23 October 2012, the Company announced that BGroup, its wholly owned subsidiary company, had on even date entered into a share sale and subscription agreement ("SSSA") with Allan Maxwell Norton and Sharon Ho Ee Leng (collectively the "Existing MEVSB Shareholders") and Mothers en Vogue Sdn Bhd ("MEVSB") for the investment ("MEVInv") of 51% equity interest in the enlarged share capital of MEVSB for a total cash consideration of about RM3.23 million.

Pursuant to SSSA, the MEVInv comprised the following:

- i) the acquisition of 428,400 existing ordinary shares of RM1.00 each in MEVSB by BGroup from the Existing MEVSB Shareholders in equal proportion for a total cash consideration of about RM1.72 million or at RM4.00 per share; and
- ii) the subscription of 378,000 new ordinary shares of RM1.00 each in MEVSB by BGroup for a total cash consideration of about RM1.51 million or at RM4.00 per share.

Following the completion of MEVInv, BGroup currently holds a total of 806,400 shares representing 51% of the issued and paid-up share capital of RM1,581,000 in MEVSB.

MEVSB wholly owns Mothers en Vogue Pte Ltd ("MEVPL"), a Singapore incorporated company. MEVPL is involved in the retail sale of apparel for adults and maternity fashion.

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NOTES TO THE INTERIM FINANCIAL REPORT

- (p) On 22 November 2012, the Company announced the completion of the acquisition of 40.0 million ordinary shares of RM1.00 each in Atlan Holdings Berhad ("Atlan"), representing 15.8% equity interest, for a purchase consideration of RM170.0 million or RM4.25 per Atlan share, satisfied by the issuance of RM170.0 million nominal value of 5-year 5% irredeemable convertible unsecured loan stocks ("BCorp ICULS 3") in the Company at 100% of its nominal value together with 170.0 million detachable warrants ("Warrants 2") in BCorp from Cipta Nirwana (M) Sdn Bhd ("CNSB"). The Company granted a put option to CNSB to put the BCorp ICULS 3 to the Company during a period commencing from 15 months and expiring on a date falling on 18 months from the date of the sales and purchase agreement.

The BCorp ICULS 3 and Warrants 2 are not listed on Bursa Malaysia.

As at 30 April 2013, the Group has a combined equity interest of 26.3% in Atlan.

- (q) On 29 November 2012, the Company announced that its subsidiary company, Bermaz Motor International Limited ("BMIL"), has on even date completed the subscription of 125,399,995 new ordinary shares of PHP1.00 each representing 60% of the enlarged issued share capital of Berjaya Auto Philippines Inc ("BAP") for a total cash subscription price of about PHP125.4 million. On even date, BPI also subscribed for a further 58.7 million new shares of PHP1.00 each in BAP for a cash consideration of PHP58.7 million (about RM4.5 million) in relation to the increase in the paid-up share capital of BAP from PHP10.0 million to PHP209.0 million. Consequently, BPI has an equity interest of 30% while the Group has a combined 90% equity interest in BAP. The other shareholder is Bagan Resources Pte Inc with equity interest of 10%.

Previously on 12 September 2012, the Company announced that BAP entered into a distribution agreement with Mazda Motor Corporation, Japan on 12 September 2012 for the right to import, distribute and sell Mazda brand vehicles in the Philippines.

- (r) On 4 December 2012, the Company announced that Rapid Computer Centre (S.E.A.) Sdn Bhd, a 95.45% owned subsidiary company of the Group, had been struck off from the register by the Companies Commission of Malaysia pursuant to the powers conferred by Section 308(4) of the Companies Act, 1965.
- (s) On 7 December 2012, the Group, via its listed subsidiary company Berjaya Food Berhad, completed the acquisition of 100% equity interest in Jollibean Foods Pte Ltd ("Jollibean"), a company incorporated in Singapore, for a cash consideration of SGD7.5 million (or about RM19.02 million). Jollibean is principally engaged in the operations of retail outlets of its various brands.
- (t) On 13 March 2013, BFood announced that it had on even date incorporated a new wholly-owned subsidiary company under the name of Berjaya Jollibean (M) Sdn Bhd ("BJM"). The intended principal activity of BJM is to engage in operation of retail outlets, food caterer and licensing.
- (u) On 28 March 2013, BLand announced that its indirect subsidiary company, Berjaya Hotels & Resorts (Cayman) Limited, a dormant company incorporated in the Cayman Islands, has been struck off from the Register of Companies as a defunct company.

A9 There were no material changes in contingent liabilities or contingent asset since the last audited statement of financial position as at 30 April 2012.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B1 The main operating businesses of the Group are toto betting operations, financial services, property investment and development, hotels and resorts and marketing of consumer products and services. The key factors (other than the general economic conditions) affecting the performance of the main operating businesses in the Group are as follows:

Toto betting operations

Disposable income of the general public, Jackpot cycles, luck factor and the number of draws in the financial period.

Financial services

Stock market conditions, client trading frequency and volume, borrowing costs and recovery of loan financing debts.

Property investment and development

Demography of population, location of the properties, costs of building materials and related services, lending guidelines and interest rates of the financial institutions, rental rates, age and condition of investment properties and the quality of property management.

Hotels and resorts

Room rates, seasonal festive periods and school holidays, location of the hotels and resorts, tourism and currency exchange trends, energy/other supplies costs, quality of rooms/amenities/service.

Marketing of consumer products and services

Effectiveness of marketing initiatives, new product launches, sales productivity, consumer preferences and spending trends, the fluctuation of foreign exchange rates impacting product costs and competitive pricing and promotions offered by competitors and the disposable income of the consumers.

Restaurants

Festive season, tourism, eating out culture, raw material costs, staff costs and consumer perception.

Review of results for the quarter

The Group registered a revenue of RM2.05 billion and pre-tax profit of RM165.07 million in the current quarter ended 30 April 2013 as compared to a revenue of RM1.81 billion and pre-tax profit of RM161.8 million reported in the previous year corresponding quarter.

Commentary on revenue

The Group recorded a higher revenue for the current quarter under review mainly with contributions from the marketing of consumer products and services segment and the property investment and development segment.

Toto betting operations

The toto betting operations operated by Berjaya Sports Toto Berhad ("BToto") reported higher revenue by its principal subsidiary, Sports Toto Malaysia Sdn Bhd ("STM") mainly due to the current quarter benefiting from the traditionally high sales during the Chinese Lunar New Year festive season coupled with higher number of draws.

Marketing of consumer products and services

The retail distribution business reported a lower revenue due to unfavourable sales recorded in the more mature markets. The motor distribution business, however, reported a higher revenue compared to the preceding year corresponding quarter as the current quarter under review benefited from higher sales volume due to the sale of new car models which received favourable demand from the market.

Hotels and resorts

The hotels and resorts business reported higher revenue as a result of improved room sales from both improved occupancy rates and average room rates in this quarter.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

Property investment and development

The property development business contributed higher revenue as higher progress billings were recorded from several residential and commercial development projects.

Commentary on pre-tax profit

The Group's pre-tax profit for the current quarter was higher than previous year corresponding quarter. This increase in pre-tax profit came mainly from hotels and resorts segment. In addition, the Group equity accounted for share of better results from its associated companies.

Toto betting operations

The gaming business under BToto recorded a lower pre-tax profit.

Marketing of consumer products and services

The retail distribution business incurred losses due to the unfavourable sales recorded in the more mature markets, high operating costs incurred by those operating units in the developed countries, closing down of non performing stores and provision of slow moving stocks. However, this is mitigated by the profits contributed by the motor distribution business, which recorded a higher pre-tax profit mainly due to higher sales volume.

Hotels and resorts

The hotels and resorts business reported a higher pre-tax profit for the quarter under review from the improved revenue and lower operating and maintenance expenses.

Property investment and development

The property investment and development business reported a lower pre-tax profit.

Review of results for the financial year

The Group's revenue and pre-tax profit for the financial year ended 30 April 2013 and the previous year are tabulated below:

	<u>12 months ended</u>	
	<u>30/04/2013</u>	<u>30/04/2012</u>
	<u>RM'000</u>	<u>RM'000</u>
Revenue		
from continuing operations	7,391,099	7,014,385
from discontinued operation	-	41,032
	<u>7,391,099</u>	<u>7,055,417</u>
Pre-tax profit		
from continuing operations	595,902	846,798
from discontinued operation	-	2,399
	<u>595,902</u>	<u>849,197</u>

Commentary on revenue

The Group recorded an improvement in revenue for the financial year under review. The improvement was mainly contributed by an increase in revenue from marketing of consumer products and services; and property investment and development segments.

Toto betting operations

The gaming business reported an increase in revenue.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

Marketing of consumer products and services

The retail distribution business reported a lower revenue due to unexpected lower sales recorded in the more mature markets, which was mitigated by the additional revenue contributed by the newly opened markets in Mainland China, Russia and Latin America. The motor distribution business, however, performed well over the financial year and contributed to the increased Group revenue as a result of the launching of new car models.

Hotels and resorts

The hotels and resort business reported a higher revenue mainly due to the improved average room rates.

Property investment and development

The property investment and development business reported higher progress billings.

Commentary on pre-tax profit

The Group's pre-tax profit for the financial year was lower than the previous year. In the previous year, the pre-tax profit included one-off exceptional gains from disposal of subsidiary companies amounting to about RM309.69 million. In addition, the Group incurred higher finance costs in this financial year under review.

Toto betting operations

The gaming business under BToto recorded a lower pre-tax profit compared to the previous year.

Marketing of consumer products and services

The retail distribution business contributed lower profit for the financial year as it was affected by losses incurred from those operations which are still in their gestation period and the rationalisation exercises to close down or relocate unprofitable outlets. The motor distribution business recorded a higher pre-tax profit mainly due to the higher sales volume.

Hotels and resorts

The hotels and resorts business reported improved contribution mainly due to lower maintenance and operating expenses following its ongoing cost structure revamping exercise and improved average room rates.

Property investment and development

The property investment and development business reported higher profit contribution from higher progress billings.

B2 Review of results of fourth quarter vs third quarter

For the quarter under review, the Group recorded a higher revenue compared to the revenue reported in the preceding quarter. The higher revenue was mainly contributed by the marketing of consumer products and services segment and property investment and development segment.

Commentary on revenue

Toto betting operations

The gaming business reported a higher revenue in the current quarter under review due to the reason mentioned in B1 review of results for the quarter above.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

Marketing of consumer products and services

The retail distribution business reported a lower revenue due to poor consumer sentiment in certain regional markets. The motor distribution business, however reported a higher revenue due to higher sales volume.

Hotels and resorts

The hotels and resorts business reported higher revenue as a result of improved room sales from both improved occupancy rates and average room rates.

Property investment and development

The property development business contributed higher revenue as higher progress billings were recorded from several residential and commercial development projects.

Commentary on pre-tax profit

The Group reported a higher pre-tax profit of RM165.07 million in the current quarter as compared to RM96.88 million in the preceding quarter.

Toto betting operations

The gaming business recorded a lower pre-tax profit mainly due to higher prize pay-out in the current quarter under review.

Marketing of consumer products and services

The retail distribution business contributed lower profit due to their rationalisation exercises on the non performing stores and provision of slow moving stocks. The motor distribution business recorded a higher pre-tax profit mainly due the higher sales volume.

Hotels and resorts

The hotels and resorts business reported a higher profit contribution from its improved revenue and occupancy rates after the end of the Monsoon season that affected the East Coast of Peninsular Malaysia.

Property investment and development

The property development and development business recorded higher profit contribution from higher progress billings.

B3 Future prospects

Given the current economic outlook, the Directors are of the view that the Group's performance will remain challenging for the financial year ending 30 April 2014.

B4 There is no profit forecast for the financial quarter under review.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B4 There is no profit forecast or profit guarantee for the financial year ended 30 April 2013.

B5 The taxation charge for the current quarter and year ended 30 April 2013 are detailed as follows:

	Current Quarter RM'000	Financial Year to date RM'000
Based on the results for the period:-		
Current period provision		
- In Malaysia	87,314	233,905
- Outside Malaysia	4,750	40,312
Deferred tax	(5,446)	8,759
Over provision in prior years	(7,483)	(9,752)
	<u>79,135</u>	<u>273,224</u>

The disproportionate tax charge of the Group for the current quarter ended 30 April 2013 was mainly due to certain expenses or losses being disallowed for tax purposes and non-availability of Group tax relief in respect of losses incurred by certain subsidiary companies.

B6 Profit before tax is stated after charging/(crediting):

	Current Quarter RM'000	Financial Year to date RM'000
Interest income	(14,968)	(60,185)
Dividend income	(430)	(7,606)
Other income excluding dividend and interest income	(44,529)	(82,199)
Gain on disposal of investment properties	-	-
Depreciation of property, plant and equipment	55,504	201,057
Amortisation of intangible assets	2,894	7,197
Impairment loss on receivables	3,241	5,494
Impairment of value of AFS quoted investments	-	486
Provision for and write off of inventories	-	-
Foreign exchange (gain) or loss (net)	16,791	15,247
Gain or loss on derivatives	-	-

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B7 There has been no further developments for those corporate proposals disclosed in Notes 47 and 48 to the audited financial statements of the Company for the financial year ended 30 April 2012 except for the following:

- (a) With reference to Note 48(1), on 22 November 2012, the Company announced the completion of the acquisition of 40.0 million ordinary shares of RM1.00 each in Atlan Holdings Berhad ("Atlan"), representing 15.8% equity interest, for a purchase consideration of RM170.0 million or RM4.25 per Atlan share.
- (b) With reference to Note 48(3), that relates to the proposed transfer of BToto's 100% equity interest in Sports Toto Malaysia Sdn Bhd ("STM") to a business trust to be constituted and registered in Singapore to be known as Sports Toto Malaysia Trust ("STM-Trust") and the proposed listing of up to 4.89 billion STM-Trust units on the Mainboard of the Singapore Exchange Securities Trading Limited.

To date, BToto has announced that it had obtained the following approvals from the relevant authorities/parties:

<u>Relevant authorities/parties</u>	<u>Date of approval</u>
Ministry of Finance	27 July 2012
Controller of Foreign Exchange of Bank Negara Malaysia	24 August 2012
Holders of STM's Medium Term Notes	28 November 2012
Singapore Exchange Securities Trading Limited ("SGX-ST")	10 December 2012
Shareholders of BToto	12 December 2012
The Monetary Authority of Singapore	2 April 2013

SGX-ST has via its letter dated 8 March 2013 granted its approval for an extension of validity period of the conditional eligibility-to-list by 3 months to 10 June 2013.

On 25 March 2013, BToto announced that holders of the Medium Term Notes ("MTN Holders") had on 22 March 2013, approved the extension of the validity period of the MTN Holders' approval for the completion of the proposals for an additional sixty (60) days from 31 March 2013 to 31 May 2013.

Subsequently on 20 May 2013, BToto announced that due to the efflux of time, STM is required to prepare a fresh set of audited financial statements for inclusion in the prospectus and is actively engaging its auditors with the view to complete the audit for the financial year ended 30 April 2013 by end of June 2013. Based on the foregoing, BToto hopes to commence the process for the initial public offering by early July 2013 leading to the listing of STM-Trust on the SGX-ST by end August 2013.

The MTN Holders had on 29 May 2013 approved a further extension of the validity period for an additional six months from 31 May 2013 to 30 November 2013. A further extension of 3 months to 10 September 2013 was also granted by SGX-ST via its letter dated 10 June 2013.

On 13 June 2013, BToto announced that STM-Trust has been constituted in Singapore on even date by a declaration of trust by Sport Toto Malaysia Management Pte. Ltd., as trustee-manager of STM-Trust under a trust deed dated 13 June 2013.

On 17 June 2013, BToto announced that it had, on 15 June 2013, executed the conditional sale and purchase agreement with Berjaya Sports Toto (Cayman) Limited and Sports Toto Malaysia Management Pte Ltd, as trustee-manager of STM-Trust.

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Events announced subsequent to the date of the audited financial statements:

- (i) On 26 February 2013, the Company announced the proposal to list Bermaz Motor Sdn Bhd, a 75.4%-owned subsidiary company of Berjaya Group Berhad ("BGroup") which is wholly owned by the Company, via Berjaya Auto Berhad ("BAuto"), the listing vehicle, on the Main Market of Bursa Securities ("ProposedBermazListing"). The ProposedBermazListing would involve the following:
- BAuto will acquire 100% equity interest in Bermaz from various parties including BGroup via an exchange of shares;
 - BAuto will undertake an initial public offering of about 82.76 million new BAuto shares at an issue price to be determined later; and
 - the establishment of an employees' share option scheme for the directors and eligible employees of the proposed BAuto group.

On 1 March 2013, the Company announced that BAuto had submitted the applications to the relevant authorities pursuant to the ProposedBermazListing.

On 27 March 2013, the Company announced that the Ministry of International Trade and Industry has given its approval vide a letter dated 27 March 2013.

On 17 April 2013, the Company announced that the Shariah Advisory Council has classified all the BAuto ordinary shares as Shariah-compliant securities, subject to SC's approval for the ProposedBermazListing.

During the financial year ended 30 April 2012, the Company completed the rights issue of BCorp ICULS 2 ("Rights Issue") and raised proceeds of about RM700.11 million. The proceeds were utilised in accordance to the terms stated in the abridged prospectus dated 19 March 2012 and in the following manner:

	Proposed utilisation as per prospectus (Minimum Scenario) RM'000	Actual utilisation RM'000	Variance + / (-) RM'000
Repayment of bank borrowings	656,000	656,000	-
Payment of expenses relating to the Rights Issue up to 31 January 2013	6,000	5,216	(784)
Working capital	37,300	38,894	1,594
Total	<u>699,300</u>	<u>700,110</u>	<u>810</u>

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B8 Group borrowings and debt securities as at 30 April 2013 were as follows:

			At end of current quarter RM'000
Short term borrowings			
Secured			
	Foreign currency amount		
Denominated in	'000		
Ringgit Malaysia		#	2,038,761
USD	114,220	*	345,916
SGD	18,000	*	44,177
GBP	841	*	3,945
RMB	7,003	*	3,443
PHP	160,000	*	11,776
HKD	5,611	*	2,190
			<u>2,450,208</u>
Unsecured			
Denominated in			
Ringgit Malaysia			10,976
USD	4,000	*	12,114
			<u>23,090</u>
			2,473,298
Long term borrowings			
Secured			
	Foreign currency amount		
Denominated in	'000		
Ringgit Malaysia		#	2,287,878
USD	63,681	*	192,858
RMB	58,600	*	28,814
GBP	2,759	*	12,945
			<u>2,522,495</u>
Unsecured			
Denominated in			
Ringgit Malaysia			1,461
RMB	88,532	*	43,531
			<u>44,992</u>
			2,567,487
Total bank borrowings			<u><u>5,040,785</u></u>
* Converted at the respective exchange rate prevailing as at 30 April 2013			
# Includes medium term notes			
			165,000
			495,000
			<u><u>660,000</u></u>

B9 There is no change in material litigation since the last annual reporting date up to the date of this announcement.

B10 The Board recommends a final dividend of 1% single-tier exempt dividend per share for the approval of shareholders at the forthcoming annual general meeting (previous year corresponding quarter ended 30 April 2012: 1%. 12 months ended 30 April 2012: 1% single-tier exempt dividend per share).

The entitlement date and the payment date of the proposed final dividend shall be announced later.

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B11 The basic and diluted earnings/(loss) per share are calculated as follows:

	Group (3-month period)			
	30/04/2013	30/04/2012	30/04/2013	30/04/2012
	RM'000		sen	
Net profit/(loss) for the quarter from continuing operations	30,799	(6,536)		
Net profit for the quarter from discontinued operation	-	-		
Impact on income statement upon conversion of ICULS				
- BCorp ICULS 1	-	-		
- BCorp ICULS 2	3,921	367		
Adjusted net earnings/(loss) for the quarter	<u>34,720</u>	<u>(6,169)</u>		
Weighted average number of ordinary shares in issue with voting rights ('000)	4,216,613	4,195,468		
Weighted average number of shares to be issued upon conversion of mandatorily convertible ICULS ('000)	<u>870,493</u>	<u>253,921</u>		
Number of shares used in the calculation of basic earnings/(loss) per share ('000)	<u>5,087,106</u>	<u>4,449,389</u>		
Basic earnings/(loss) per share				
- from continuing operations			0.68	(0.15)
- from discontinued operation			-	-
			<u>0.68</u>	<u>(0.15)</u>
Adjusted net earnings/(loss) for the quarter, from continuing operations	34,720	(6,169)		
Dilution effect on conversion of Berjaya Media Berhad warrants	(418)	(1,196)		
Dilution effect on conversion of Silver Bird Group Berhad warrants	-	(709)		
Dilution effect on conversion of Berjaya Food Berhad share options	(34)	-		
Impact on income statement upon conversion of BCorp ICULS 3	2,687	-		
	<u>36,955</u>	<u>(8,074)</u>		
Net profit for the quarter from discontinued operation	-	-		
	<u>36,955</u>	<u>(8,074)</u>		
Number of shares used in the calculation of basic earnings per share ('000)	5,087,106	4,449,389		
Number of shares assuming conversion of BCorp ICULS 3 ('000)	<u>170,000</u>	<u>-</u>		
Adjusted number of shares used in the calculation of diluted earnings per share ('000)	<u>5,257,106</u>	<u>4,449,389</u>		
Diluted earnings/(loss) per share				
- from continuing operations			+	(0.18)
- from discontinued operation			+	-
			<u>+</u>	<u>(0.18)</u>

Note:

+ No diluted earnings per share is presented as the effect on the basic earnings per share is anti-dilutive.

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B11

	Group (12-month period)			
	30/04/2013	30/04/2012	30/04/2013	30/04/2012
	RM'000		sen	
Net profit for the year from continuing operations	80,046	310,312		
Net profit for the year from discontinued operation	-	1,259		
Impact on income statement upon conversion of ICULS				
- BCorp ICULS 1	-	-		
- BCorp ICULS 2	16,357	367		
Adjusted net earnings for the year	<u>96,403</u>	<u>311,938</u>		
Weighted average number of ordinary shares in issue with voting rights ('000)	4,216,240	4,192,299		
Weighted average number of shares to be issued upon conversion of mandatorily convertible ICULS ('000)	<u>874,372</u>	<u>207,885</u>		
Number of shares used in the calculation of basic earnings per share ('000)	<u>5,090,612</u>	<u>4,400,184</u>		
Basic earnings per share				
- from the continuing operations			1.89	7.06
- from the discontinued operation			-	0.03
			<u>1.89</u>	<u>7.09</u>
Adjusted net earnings for the year,	96,403	310,679		
Dilution effect on conversion of Berjaya Media Berhad warrants	(1,402)	(1,136)		
Dilution effect on conversion of Silver Bird Group Berhad warrants	-	(736)		
Dilution effect on conversion of Informatics Education Ltd share options	(2)	-		
Dilution effect on conversion of Berjaya Food Berhad share options	(129)	-		
Impact on income statement upon conversion of BCorp ICULS 3	4,768	-		
	<u>99,638</u>	<u>308,807</u>		
Net profit for the year from discontinued operation	-	1,259		
	<u>99,638</u>	<u>310,066</u>		
Number of shares used in the calculation of basic earnings per share ('000)	5,090,612	4,400,184		
Number of shares assuming conversion of BCorp ICULS 3 ('000)	<u>170,000</u>	<u>-</u>		
Adjusted number of shares used in the calculation of diluted earnings per share ('000)	<u>5,260,612</u>	<u>4,400,184</u>		
Diluted earnings per share				
- from the continuing operations			1.89	7.02
- from the discontinued operation			-	0.03
			<u>1.89</u>	<u>7.05</u>

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B12 Realised and unrealised earnings of the Group is analysed as follows:

	As at 30/04/2013 RM'000	As at 30/04/2012 RM'000 (Audited) Restated
Total retained earnings of the Company and its subsidiaries:		
- realised	1,615,111	1,533,784
- unrealised	<u>223,859</u>	<u>246,416</u>
	<u>1,838,970</u>	<u>1,780,200</u>
Less: Consolidation adjustments	(636,005)	(673,388)
Total group retained earnings as per consolidated accounts	<u><u>1,202,965</u></u>	<u><u>1,106,812</u></u>