

Berjaya Corporation Berhad

Company No: 554790-X

Date: 30 December 2014

Subject: **UNAUDITED INTERIM FINANCIAL REPORT FOR
THE PERIOD ENDED 31 OCTOBER 2014**

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

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 OCTOBER 2014

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

| | 3 months ended | | Year to date ended | |
|------------------------------------|----------------|------------|--------------------|------------|
| | 31/10/2014 | 31/10/2013 | 31/10/2014 | 31/10/2013 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| GROUP REVENUE | 2,576,050 | 1,773,349 | 5,061,080 | 3,792,945 |
| PROFIT FROM OPERATIONS | 259,077 | 234,339 | 499,215 | 528,412 |
| Investment related income | 251,029 | 27,912 | 275,515 | 61,482 |
| Investment related expenses | (4,143) | (24,578) | (4,302) | (24,601) |
| Finance costs | (96,005) | (85,716) | (181,118) | (169,393) |
| Share of results of associates | 19,858 | 18,881 | 43,076 | 38,818 |
| Share of results of joint ventures | (1,860) | (239) | (4,130) | (3,077) |
| PROFIT BEFORE TAX | 427,956 | 170,599 | 628,256 | 431,641 |
| INCOME TAX EXPENSE | (111,046) | (84,235) | (217,714) | (186,406) |
| PROFIT AFTER TAX | 316,910 | 86,364 | 410,542 | 245,235 |
| ATTRIBUTABLE TO: | | | | |
| - Equity holders of the parent | 153,078 | 20,626 | 161,360 | 74,059 |
| - Non-controlling interests | 163,832 | 65,738 | 249,182 | 171,176 |
| | 316,910 | 86,364 | 410,542 | 245,235 |
| EARNINGS PER SHARE (SEN) | | | | |
| - Basic, for the period | 3.13 | 0.46 | 3.37 | 1.59 |
| - Diluted, for the period | 3.11 | 0.46 | 3.33 | 1.58 |

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 31 OCTOBER 2014
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

| | 3 months ended | | Year to date ended | |
|--|----------------------|----------------------|----------------------|----------------------|
| | 31/10/2014 RM'000 | 31/10/2013 RM'000 | 31/10/2014 RM'000 | 31/10/2013 RM'000 |
| PROFIT AFTER TAX | 316,910 | 86,364 | 410,542 | 245,235 |
| OTHER COMPREHENSIVE ITEMS | | | | |
| <u>Items that will be reclassified subsequently to profit or loss</u> | | | | |
| Net changes on available-for-sale ("AFS") financial assets | | | | |
| - Changes in fair value of AFS investments | (1,883) | (28,392) | (16,393) | 10,510 |
| - Disposals of AFS investments transferred to profit or loss | - | (4,511) | - | (6,819) |
| - Reclassification of AFS investment to subsidiary company | - | (13,238) | - | (13,238) |
| Foreign currency translation | 34,760 | (114,367) | 4,388 | 9,659 |
| Share of other comprehensive items of associates | (2,457) | (3,139) | (1,915) | 5,263 |
| Taxation relating to components of other comprehensive income | 1,163 | 2,227 | 361 | (890) |
| <u>Items that may not be subsequently reclassified to profit or loss</u> | | | | |
| Actuarial loss recognised in defined benefit pension scheme | (3,687) | - | (3,687) | - |
| Tax effects relating to the defined benefit pension scheme | 737 | - | 737 | - |
| TOTAL COMPREHENSIVE INCOME FOR THE PERIOD | 345,543 | (75,056) | 394,033 | 249,720 |
| TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO: | | | | |
| - Equity holders of the parent | 169,642 | (74,412) | 156,930 | 58,203 |
| - Non-controlling interests | 175,901 | (644) | 237,103 | 191,517 |
| | 345,543 | (75,056) | 394,033 | 249,720 |

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 31 OCTOBER 2014

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| | Group As at 31/10/2014 RM'000 | Group As at 30/04/2014 RM'000 (Audited) |
|---|--|---|
| ASSETS | | |
| Non-current assets | | |
| Property, plant and equipment | 3,184,077 | 3,110,571 |
| Biological assets | 5,707 | 25,271 |
| Other investments | 112,710 | 136,053 |
| Investment properties | 655,929 | 657,266 |
| Prepaid land lease premiums | 1,034 | 1,034 |
| Land held for development | 1,952,253 | 2,401,469 |
| Investment in associated companies | 1,355,258 | 1,417,703 |
| Investment in joint ventures | 45,558 | 117,593 |
| Deferred tax assets | 81,731 | 77,424 |
| Other long term receivables | 528,780 | 512,996 |
| Intangible assets | <u>6,584,579</u> | <u>6,181,047</u> |
| | <u>14,507,616</u> | <u>14,638,427</u> |
| Current Assets | | |
| Development properties | 2,071,736 | 1,898,631 |
| Inventories | 1,045,963 | 1,116,421 |
| Trade and other receivables | 1,361,214 | 1,262,243 |
| Short term investments | 3,094 | 6,341 |
| Tax recoverable | 15,959 | 16,496 |
| Deposits with financial institutions | 918,583 | 724,587 |
| Cash and bank balances | 1,002,585 | 914,536 |
| Assets classified as held for sale | <u>559,648</u> | <u>13,531</u> |
| | <u>6,978,782</u> | <u>5,952,786</u> |
| TOTAL ASSETS | <u><u>21,486,398</u></u> | <u><u>20,591,213</u></u> |
| EQUITY AND LIABILITIES | | |
| Share capital | 4,326,360 | 4,300,648 |
| Share premium | 6,965 | 6,606 |
| Irredeemable Convertible Unsecured Loan Stocks ("ICULS") - Equity component | 414,226 | 442,417 |
| Reserves | <u>1,416,965</u> | <u>1,033,765</u> |
| | 6,164,516 | 5,783,436 |
| Less: Treasury shares | <u>(122,374)</u> | <u>(82,882)</u> |
| | 6,042,142 | 5,700,554 |
| Non-controlling interests | <u>5,263,668</u> | <u>5,293,076</u> |
| Equity funds | <u><u>11,305,810</u></u> | <u><u>10,993,630</u></u> |
| Non-current liabilities | | |
| Irredeemable Convertible Unsecured Loan Stocks | 203,292 | 212,926 |
| Long term borrowings | 4,541,901 | 3,692,666 |
| Other long term liabilities | 456,327 | 421,089 |
| Deferred tax liabilities | 339,670 | 349,525 |
| Provisions | <u>39,981</u> | <u>22,001</u> |
| | <u>5,581,171</u> | <u>4,698,207</u> |
| Current Liabilities | | |
| Irredeemable Convertible Unsecured Loan Stocks | - | 60,000 |
| Trade and other payables | 2,325,490 | 2,491,016 |
| Provisions | 12,224 | 6,668 |
| Short term borrowings | 2,086,341 | 2,231,741 |
| Taxation | 173,761 | 109,451 |
| Derivative liability | <u>1,601</u> | <u>500</u> |
| | <u>4,599,417</u> | <u>4,899,376</u> |
| Total Liabilities | <u><u>10,180,588</u></u> | <u><u>9,597,583</u></u> |
| TOTAL EQUITY AND LIABILITIES | <u><u>21,486,398</u></u> | <u><u>20,591,213</u></u> |
| Basic net assets per share (sen) | 135.24 | 124.69 |
| Dilutive net assets per share (sen) | 121.93 | 114.41 |

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 31 OCTOBER 2014
 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

| | Attributable to the equity holders of the Parent | | | | | | | | | | Treasury shares RM'000 | 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 reserves RM'000 | Share option reserves RM'000 | Warrants reserve ^ RM'000 | Fair value reserves RM'000 | Capital reserves RM'000 | Consolidation reserve RM'000 | Foreign currency translation reserves RM'000 | Retained earnings RM'000 | | | | |
| At 1 May 2014 | 4,300,648 | 6,606 | 442,417 | (7,489) | 4,447 | 146,117 | 906,838 | 15,278 | (971,024) | (40,577) | 980,175 | (82,882) | 5,700,554 | 5,293,076 | 10,993,630 |
| Total comprehensive income | - | - | - | (15,934) | - | - | - | - | (934) | 13,052 | 160,746 | - | 156,930 | 237,103 | 394,033 |
| Transactions with owners: | | | | | | | | | | | | | | | |
| Transfer of reserves | - | - | - | (53,249) | (1,108) | - | (3,923) | 8,967 | (1,202) | 2,377 | 48,138 | - | - | - | - |
| Arising from conversion of BCorp ICULS 1&2 | | | | | | | | | | | | | | | |
| - by surrender option | 25,712 | - | (25,691) | - | - | - | - | - | - | - | (8) | - | 13 | - | 13 |
| Buy back of BCorp ICULS 1 | - | - | (2,500) | - | - | - | - | - | - | - | 1,104 | - | (1,396) | - | (1,396) |
| Buyback of Warrants 2 | - | 359 | - | - | - | (359) | - | - | - | - | - | - | - | - | - |
| Treasury shares acquired | - | - | - | - | - | - | - | - | - | - | - | (39,492) | (39,492) | - | (39,492) |
| Adjustment in relation to part disposal/dilution of equity interest in subsidiary companies | - | - | - | - | - | - | - | - | 80,941 | - | - | - | 80,941 | 298,097 | 379,038 |
| Adjustment due to increase in equity in subsidiary companies | - | - | - | - | - | - | - | - | 194,395 | - | (11,314) | - | 183,081 | (435,223) | (252,142) |
| Share based payment | - | - | - | - | 2,698 | - | - | - | - | - | - | - | 2,698 | 2,608 | 5,306 |
| Final dividend* | - | - | - | - | - | - | - | - | - | - | (41,187) | - | (41,187) | - | (41,187) |
| Dividend paid to non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | - | - | (131,993) | (131,993) |
| | 25,712 | 359 | (28,191) | (53,249) | 1,590 | (359) | (3,923) | 8,967 | 274,134 | 2,377 | (3,267) | (39,492) | 184,658 | (266,511) | (81,853) |
| At 31 October 2014 | 4,326,360 | 6,965 | 414,226 | (76,672) | 6,037 | 145,758 | 902,915 | 24,245 | (697,824) | (25,148) | 1,137,654 | (122,374) | 6,042,142 | 5,263,668 | 11,305,810 |

Notes:

- * Final dividend of 1% single-tier dividend per share in respect of the financial year ended 30 April 2014
- # This comprises the equity components of Irredeemable Convertible Unsecured Loan Stocks ("ICULS")
- ^ This comprises the fair values of warrants

BERJAYA CORPORATION BERHAD
(Company No: 554790 - X)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 OCTOBER 2014

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

| | Attributable to the equity holders of the Parent | | | | | | | | | | Distributable | | Total net equity funds RM'000 | Non-controlling interests RM'000 | Total equity RM'000 |
|---|--|----------------------|-----------------------------------|---------------------|------------------------------|---------------------------|----------------------------|-------------------------|------------------------------|--|--------------------------|------------------------|-------------------------------|----------------------------------|---------------------|
| | Non-distributable | | | | | | | | | | | | | | |
| | Share capital RM'000 | Share premium RM'000 | ICULS - equity component # RM'000 | AFS reserves RM'000 | Share option reserves RM'000 | Warrants reserve ^ RM'000 | Fair value reserves 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 2013 | 4,294,836 | 5,942 | 448,822 | (16,367) | 339 | 146,781 | 871,537 | 14,303 | (941,791) | (116,949) | 1,190,278 | (80,494) | 5,817,237 | 4,970,251 | 10,787,488 |
| Total comprehensive income | - | - | - | (22,659) | 2 | - | - | - | 405 | 6,396 | 74,059 | - | 58,203 | 191,517 | 249,720 |
| Transactions with owners: | | | | | | | | | | | | | | | |
| Transfer of reserves | - | - | - | - | (213) | - | 133 | - | (3,801) | 376 | 3,505 | - | - | - | - |
| Arising from conversion of BCorp ICULS 1 | | | | | | | | | | | | | | | |
| - by cash option | 5 | - | (3) | - | - | - | - | - | - | - | - | - | 2 | - | 2 |
| - by surrender option | 3,951 | - | (3,865) | - | - | - | - | - | - | - | (33) | - | 53 | - | 53 |
| Reclassification to BCorp ICULS-equity component to BCorp ICULS-liability component (BCorp ICULS 3) | - | - | (900) | - | - | - | - | - | - | - | - | - | (900) | - | (900) |
| Reversal of deferred tax relating to BCorp ICULS 3 | - | - | 191 | - | - | - | - | - | - | - | - | - | 191 | - | 191 |
| Reversal of deferred tax liability on conversion of BCorp ICULS 2 | - | - | 421 | - | - | - | - | - | - | - | - | - | 421 | - | 421 |
| Arising from exercise of Warrants 1 | 23 | 5 | - | - | - | (5) | - | - | - | - | - | - | 23 | - | 23 |
| Treasury shares acquired | - | - | - | - | - | - | - | - | - | - | - | (2,388) | (2,388) | - | (2,388) |
| Acquisition of subsidiary companies | - | - | - | - | - | - | - | - | - | - | - | - | - | 21,069 | 21,069 |
| Adjustment in relation to part disposal/dilution of equity interest in subsidiary companies | - | - | - | - | - | - | - | - | 40,894 | - | - | - | 40,894 | 33,479 | 74,373 |
| Adjustment due to increase in equity in subsidiary companies | - | - | - | - | - | - | - | - | 3,136 | - | - | - | 3,136 | (51,256) | (48,120) |
| Capital contribution by non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | - | - | 877 | 877 |
| Share based payment | - | - | - | - | 579 | - | - | - | - | - | - | - | 579 | 276 | 855 |
| Final dividend * | - | - | - | - | - | - | - | - | - | - | (42,988) | - | (42,988) | - | (42,988) |
| Dividend paid to non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | - | - | (74,213) | (74,213) |
| | 3,979 | 5 | (4,156) | - | 366 | (5) | 133 | - | 40,229 | 376 | (39,516) | (2,388) | (977) | (69,768) | (70,745) |
| At 31 October 2013 | 4,298,815 | 5,947 | 444,666 | (39,026) | 707 | 146,776 | 871,670 | 14,303 | (901,157) | (110,177) | 1,224,821 | (82,882) | 5,874,463 | 5,092,000 | 10,966,463 |

Notes:

- * Final dividend of 1% single-tier exempt dividend per share in respect of the financial year ended 30 April 2013
- # This comprises the equity components of Irredeemable Convertible Unsecured Loan Stocks ("ICULS")
- ^ This comprises the fair values 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 31 OCTOBER 2014

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

| | 6 months ended | |
|--|-------------------------|-------------------------|
| | 31/10/2014 | 31/10/2013 |
| | RM'000 | RM'000 |
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Receipts from operations | 5,429,469 | 4,097,876 |
| Payments for operating expenses | (5,151,508) | (3,653,448) |
| Payment of taxes | (148,827) | (126,756) |
| Other (payments)/receipts (including tax refunds) | (22,003) | 18,474 |
| Net cash generated from operating activities | <u>107,131</u> | <u>336,146</u> |
| CASH FLOW FROM INVESTING ACTIVITIES | | |
| Disposal of property, plant and equipment and non-current assets | 47,204 | 135,367 |
| Disposal of investment in subsidiary companies | 279,848 | 82,918 |
| Disposal of investment in an associated company | 105,319 | - |
| Disposal of other investments | 12,163 | 35,061 |
| Acquisition of property, plant and equipment and non-current assets | (135,329) | (127,561) |
| Acquisition of investments in subsidiary companies | (432,660) | (74,415) |
| Acquisition of investments in associated companies | (2,000) | (10,500) |
| Acquisition of other investments | (1,740) | (25,515) |
| Acquisition of treasury shares by a subsidiary company | - | (33,202) |
| Resale of treasury shares by a subsidiary company | 11,060 | - |
| Interest received | 49,678 | 43,667 |
| Dividend received | 23,078 | 13,919 |
| Advances to joint ventures | (7,435) | (23,301) |
| Deposits placement with investment advisers | - | (62,768) |
| Other payments | (12,328) | (39,478) |
| Net cash used in investing activities | <u>(63,142)</u> | <u>(85,808)</u> |
| CASH FLOW FROM FINANCING ACTIVITIES | | |
| Acquisition of treasury shares by the Company | (39,492) | (2,388) |
| Issuance of share capital to non-controlling interests of subsidiary companies | 44,335 | 2,223 |
| Dividend paid to shareholders of the Company | (31) | (2) |
| Dividends paid to non-controlling interests of subsidiary companies | (111,714) | (58,271) |
| Repurchase of BCorp ICULS 1 | (1,396) | - |
| Repurchase of BCorp ICULS 3 | (60,000) | - |
| Interest paid | (190,262) | (180,601) |
| Drawdown of bank and other borrowings | 1,935,705 | 1,854,027 |
| Repayment of bank and other borrowings | (1,293,630) | (1,586,055) |
| Net cash generated from financing activities | <u>283,515</u> | <u>28,933</u> |
| NET CHANGE IN CASH AND CASH EQUIVALENTS | 327,504 | 279,271 |
| OPENING CASH AND CASH EQUIVALENTS | 1,357,646 | 1,105,189 |
| Effect of exchange rate changes | (1,137) | 6,158 |
| CLOSING CASH AND CASH EQUIVALENTS | <u>1,684,013</u> | <u>1,390,618</u> |
| Cash and cash equivalents carried forward comprise: | RM'000 | RM'000 |
| Deposits with financial institutions | 918,583 | 658,527 |
| Cash and bank balances | 1,002,585 | 849,775 |
| Bank overdraft (included under short term borrowings) | (85,248) | (100,672) |
| | <u>1,835,920</u> | <u>1,407,630</u> |
| Less : | | |
| Remisiers' deposit held in trust | (14,764) | (13,661) |
| Cash and cash equivalents restricted in use | (137,143) | (3,351) |
| | <u>1,684,013</u> | <u>1,390,618</u> |

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 31 OCTOBER 2014

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 2014. 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 2014.

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 2014.

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 impact to the financial statements of the Group upon their first adoption.

Certain comparatives have been reclassified to conform with the current year presentation.

- 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:

Recognised directly in statement of profit or loss

- (i) Included under investment related income and (expenses):

| | Current Quarter RM'000 | Financial Year to date RM'000 |
|--|------------------------------|-------------------------------------|
| Corporate exercise expenses incurred by subsidiary companies | (1,716) | (1,716) |
| Gain on disposal of investment properties | 163 | 343 |
| Gain on disposal of an associate company | 21,392 | 21,392 |
| Gain on disposal of other investment | 1,525 | 1,525 |
| Gain arising from remeasurement (Note A8(g)) | 199,110 | 199,110 |
| Impairment of investment in an associated company | (2,000) | (2,000) |
| Net fair value changes of fair value through profit or loss ("FVTPL") investments | 4,646 | 11,034 |
| | <u>223,120</u> | <u>229,688</u> |

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

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 OCTOBER 2014

NOTES TO THE INTERIM FINANCIAL REPORT

- (b) There were no material change in estimates of amounts reported in the current quarter ended 31 October 2014 other than those changes that resulted from the adoption of new FRSS, Amendments to FRSSs, Interpretations and Technical Releases mentioned in Note A1 above.
- 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 period ended 31 October 2014 except for the following (rounded to nearest thousand):
- (a) Share capital
- (i) 25,679,000 ordinary shares of RM1.00 each were issued pursuant to conversion of 51,357,000 BCorp ICULS 1 of RM0.50 nominal value each.
- (ii) 33,000 ordinary shares of RM1.00 each were issued pursuant to the tendering of 33,000 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) 51,357,000 BCorp ICULS 1 were tendered for the subscription of 25,679,000 ordinary shares of RM1.00 each.
- (ii) 5,000,000 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")
33,000 BCorp ICULS 2 have been tendered for the subscription of 33,000 ordinary shares of RM1.00 each.
- (d) 5% 5-year irredeemable convertible unsecured loan stocks of RM1.00 nominal value each ("BCorp ICULS 3")
60,000,000 BCorp ICULS 3 have been bought back by the Company (together with 60,000,000 Warrants 2).
- (e) 5-year warrants 2012/2017 ("Warrants 2")
60,000,000 Warrants 2 have been bought back by the Company.
- (f) Treasury shares
81,300,000 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 31 October 2014 and up to the date of this announcement:-

| (a) <u>Share capital</u> | <u>RM'000</u> | <u>RM'000</u> |
|---|---------------|-------------------------|
| Share capital - Issued and fully paid up as at 31 October 2014 | | 4,326,360 |
| Arising from conversion of BCorp ICULS 1 | | |
| - by cash option | - | |
| - by surrender option | <u>2,201</u> | 2,201 |
| Share capital - Issued and fully paid up as at 26 December 2014 | | <u><u>4,328,561</u></u> |

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

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NOTES TO THE INTERIM FINANCIAL REPORT

The details of the share buyback during the financial period ended 31 October 2014 are as follows:

| Month | Price per share (RM) | | | Number of shares | Total consideration RM'000 |
|--------------|----------------------|---------|---------|------------------|----------------------------|
| | Lowest | Highest | Average | | |
| May 2014 | 0.49 | 0.5 | 0.49 | 46,300,000 | 22,914 |
| June 2014 | 0.47 | 0.48 | 0.48 | 17,384,900 | 8,266 |
| August 2014 | 0.48 | 0.48 | 0.48 | 1,615,100 | 778 |
| October 2014 | 0.46 | 0.48 | 0.47 | 16,000,000 | 7,534 |
| | | | 0.49 | 81,300,000 | 39,492 |

The number of treasury shares held in hand as at 31 October 2014 are as follows:

| | Average price per share RM | Number of shares | Amount RM'000 |
|--|----------------------------|--------------------|----------------|
| Balance as at 30 April 2014 | 0.99 | 83,700,000 | 82,882 |
| Increase in treasury shares | 0.49 | 81,300,000 | 39,492 |
| Total treasury shares as at 31 October 2014 | 0.74 | 165,000,000 | 122,374 |

As at 31 October 2014, the number of outstanding shares in issue and fully paid up with voting rights (rounded to nearest thousand) was 4,161,360,000 (31 October 2013: 4,215,115,000) ordinary shares of RM1.00 each.

A5 The Company did not pay any dividend in the financial period ended 31 October 2014.

At the Company's Annual General Meeting held on 29 October 2014, the shareholders of the Company approved a final dividend of 1% single-tier exempt dividend in respect of the financial year ended 30 April 2014. The Company paid this final dividend on 30 December 2014.

A6 Segment information for the financial period ended 31 October 2014:-

| REVENUE | External RM'000 | Inter-segment RM'000 | Total RM'000 |
|---|------------------|----------------------|------------------|
| Toto betting operations | 1,624,190 | - | 1,624,190 |
| Financial services | 27,752 | 2,339 | 30,091 |
| Property investment and development | 368,160 | 8,107 | 376,267 |
| Hotels and resorts | 164,888 | 383 | 165,271 |
| Marketing of consumer products and services | 2,635,432 | 6,745 | 2,642,177 |
| Restaurants and cafes | 144,653 | 318 | 144,971 |
| Others | 96,005 | 10,265 | 106,270 |
| Elimination: Inter-segment Revenue | - | (28,157) | (28,157) |
| Total revenue | 5,061,080 | - | 5,061,080 |

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NOTES TO THE INTERIM FINANCIAL REPORT

RESULTS

| | RM'000 |
|---|-----------------------|
| Toto betting operations | 287,184 |
| Financial services | 7,393 |
| Property investment and development | 73,497 |
| Hotels and resorts | 10,113 |
| Marketing of consumer products and services | 171,038 |
| Restaurants and cafes | (7,369) |
| Others | (16,891) |
| | <u>524,965</u> |
| Unallocated corporate items | (25,750) |
| Profit from operations | 499,215 |
| Investment related income | |
| -Interest income | 36,581 |
| -Gain on disposal of investment properties | 343 |
| -Gain on disposal of an associate company | 21,392 |
| -Gain on disposal of other investment | 1,525 |
| -Gain arising from remeasurement | 199,110 |
| -Fair value changes of FVTPL investments | 11,620 |
| -Dividend income and others | 4,944 |
| | <u>275,515</u> |
| Investment related expenses | |
| -Fair value changes of FVTPL investments | (586) |
| -Corporate exercise expenses incurred by subsidiary companies | (1,716) |
| -Impairment of investment in an associated company | (2,000) |
| | <u>(4,302)</u> |
| Finance costs | (181,118) |
| Share of results of associates | 43,076 |
| Share of results of joint ventures | (4,130) |
| Profit before tax | <u>628,256</u> |
| Income tax expense | (217,714) |
| Profit after tax | <u><u>410,542</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 31 October 2014, including business combinations, acquisition or disposal of subsidiary companies and long term investments, restructuring and discontinuing operations except for the following:-
- (a) On 21 May 2014, Berjaya Land Berhad ("BLand") announced that Berjaya Leisure (Cayman) Limited, its wholly owned subsidiary company, had incorporated a new wholly owned subsidiary company in Cayman Islands under the name of BHR (Cayman) Limited.
 - (b) On 9 July 2014, Berjaya Food Berhad ("BFood") announced that its wholly-owned subsidiary, Berjaya Food International Sdn Bhd ("BFI") had subscribed for 70% equity interest in a new subsidiary, Berjaya Roasters (Cambodia) Ltd, which was incorporated in the Kingdom of Cambodia.
 - (c) BLand's wholly owned subsidiary company, Berjaya Vacation Club Berhad ("BVC"), completed the acquisition of the remaining 49% equity interest in KDE Recreation Berhad ("KDE") for a total cash consideration of RM17.1 million. Consequently, KDE became a wholly owned subsidiary of BVC.
 - (d) On 7 August 2014, the subsidiary companies of Berjaya Corporation Berhad group and BLand group collectively disposed of their entire holding of about 213.843 million ordinary shares of RM0.10 each, representing 26.65% equity interest, in TMC Life Sciences Berhad to Sasteria (M) Pte Ltd for a total cash consideration of about RM102.64 million. Consequently, TMC Life Sciences Berhad ceased to be an associate company of the Group.
 - (e) On 12 August 2014, the Company announced that Berjaya Group Berhad, its wholly owned subsidiary company, had incorporated a new wholly owned subsidiary company, Prime Assets (Cayman) Limited ("PACL"), in the Cayman Islands. The intended principal activity of PACL is investment holding.
 - (f) On 3 September 2014, the Company announced that incorporation of Shandong Shengxiang Construction Co. Ltd ("SSC"), in Taian city, Shandong Province, The People's Republic of China ("PRC"). The SSC is a 100% owned subsidiary of Eminent Resources (Shandong) Environment Co. Ltd., which in turn is a 100%-owned subsidiary of DSG Holdings Limited, an 85%-owned subsidiary of the Company. The intended principal activity of SSC is provision of construction and project management for water and wastewater projects to be undertaken by the Group in PRC.
 - (g) On 18 September 2014, BFood announced that it had completed the acquisition of 11,500,000 ordinary shares of RM1.00 each in Berjaya Starbucks Coffee Company Sdn Bhd ("BStarbucks"), representing the remaining 50.00% equity interest in BStarbucks not owned by BFood, for a total cash consideration of USD88 million or about RM279.51 million from Starbucks Coffee International, Inc. Consequently, BStarbucks became a wholly owned subsidiary company of BFood.
 - (h) On 31 October 2014, the Company announced that Berjaya Group Berhad, its wholly owned subsidiary company, acquired 2 ordinary shares of RM1.00 each, representing 100% equity interest, in Sweet Spot Digital (Malaysia) Sdn Bhd ("SweetSpot") for a total cash consideration of RM2.00. The intended principal activity of SweetSpot is to establish the business of providing proximity technology and digital wallet facilities via advanced mobile solutions in Malaysia.
 - (i) BLand's wholly owned subsidiary company, Sinar Merdu Sdn Bhd ("SMSB"), completed the acquisition of the remaining 40% equity interest in Absolute Prestige Sdn Bhd ("APSB") for a total cash consideration of RM23.16 million. Consequently, APSB became a wholly owned subsidiary of SMSB.
- A9 There were no material changes in contingent liabilities or contingent asset since the last audited statement of financial position as at 30 April 2014.
- A10 There were no material changes in capital commitment since the last audited statement of financial position as at 30 April 2014 other than the completion of the acquisition of additional equity interest in KDE, BStarbucks and APSB as disclosed in Notes A8(c), A8(g) and A8(i) respectively.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

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

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 and cafes

Festive season, tourism, eating out culture, raw material costs, staff costs and affluent lifestyle as well as consumer perception.

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.

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.

Review of results for the quarter

The Group registered a revenue of RM2.58 billion and pre-tax profit of RM427.96 million for the quarter ended 31 October 2014 as compared to a revenue of RM1.77 billion and pre-tax profit of RM170.60 million reported in the previous year corresponding quarter.

Commentary on revenue

The Group recorded a higher revenue for the current quarter under review mainly due to marketing of consumer products and services segment.

Marketing of consumer products and services

The motor distribution business reported a higher revenue for the current quarter compared to the preceding year corresponding quarter mainly due to the consolidation of revenue from H.R. Owen Plc ("HR Owen"), a subsidiary of Berjaya Philippines Inc which is a franchised motor vehicle dealer providing both sales and after-sales services, and higher sales volume contribution from Berjaya Auto Berhad ("BAuto"). The retail distribution business reported a higher revenue in the current quarter under review mainly due to rapid expansion especially in Mainland China which yielded substantial revenue growth.

Restaurants and cafes

The restaurants and cafes business reported a higher revenue for the current quarter mainly due to the consolidation of the newly acquired wholly owned subsidiary, BStarbucks as mentioned in Note A8(g), as well as the contribution from the Starbucks operations in Brunei which commenced operation in February 2014.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

Property investment and development

The property investment and development business contributed higher revenue as higher progress billings were recorded in the current quarter as compared to the previous year corresponding quarter.

Hotels and resorts

The hotels and resorts business reported a slight increase in revenue in the current quarter.

Toto betting operations

The toto betting operations operated by Sports Toto Malaysia Sdn Bhd ("STM"), a principal subsidiary of Berjaya Sports Toto Berhad ("BToto") reported a lower revenue as compared to previous year corresponding quarter.

Commentary on pre-tax profit

The Group's pre-tax profit for the current quarter was higher than previous year corresponding quarter. This increase was mainly due to the investment related items of RM199.11 million which mainly comprised the recognition of gain arising from remeasurement of the 50% equity interest in BStarbucks previously held by the Group in accordance with the requirements of FRS 3: Business Combinations upon the consolidation of BStarbucks when the acquisition of the remaining 50% equity interest in BStarbucks was completed on 18 September 2014 as mentioned in Note A8(g). Overall, there was an increase in operating profit mainly from marketing of consumer products and services segment.

Marketing of consumer products and services

The motor distribution business recorded a higher pre-tax profit mainly due to higher revenue and improved gross profit margin in the current quarter. Despite the higher revenue mentioned in the retail distribution business above, the costs incurred on the closing down of non-performing stores had eroded the profits in the current quarter.

Hotels and resorts

The hotels and resorts business reported a higher pre-tax profit mainly due to lower maintenance and operating expenses incurred in the current quarter as compared to the previous year corresponding quarter.

Toto betting operations

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

Property investment and development

The property investment and development business reported lower pre-tax profit for the quarter under review mainly due to a revision of the overall costs required to complete the projects after incorporating current actual cost information. On the whole, the projects are still expected to be profitable.

Restaurants and cafes

The restaurants and cafes business reported a higher pre-tax profit for the current quarter mainly due to the consolidation of the improved results of BStarbucks arising from more store openings and the contribution of the Brunei Starbucks operations.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

Review of results for the 6-month period

The Group registered a revenue of RM5.06 billion and pre-tax profit of RM628.26 million in the 6-month period ended 31 October 2014 as compared to a revenue of RM3.79 billion and pre-tax profit of RM431.64 million reported in the previous year corresponding period.

Commentary on revenue

The Group recorded an improvement in revenue for the 6-month period under review. The improvement was mainly contributed by an increase in revenue from marketing of consumer products and services segment.

Marketing of consumer products and services

The motor distribution business reported a higher revenue for the current period compared to the preceding year corresponding period mainly due to the consolidation of revenue from HR Owen and good demand for popular models which had driven up the sales. The retail distribution business reported a higher revenue in the current quarter under review mainly due to rapid expansion especially in Mainland China which yielded substantial revenue growth.

Restaurants and cafes

The restaurants and cafes business reported a higher revenue mainly due to the consolidation of BStarbucks' revenue.

Property investment and development

The property investment and development business reported higher progress billings in the current period under review.

Hotels and resorts

The revenue reported by hotels and resorts business was comparable to the previous year corresponding period.

Toto betting operations

The gaming business reported lower revenue mainly due to having lower number of draws in the current period under review.

Commentary on pre-tax profit

The Group's pre-tax profit for the current 6-month period was higher than previous year corresponding period. This increase was mainly due to recognition of the gain arising from remeasurement of the 50% equity interest in BStarbucks previously held by the Group as mentioned above.

Marketing of consumer products and services

The motor distribution business recorded a higher pre-tax profit mainly due to higher revenue and improved gross profit margin in the current period. The retail distribution business reported a pre-tax loss mainly due to the costs incurred on the closing down of non-performing stores.

Hotels and resorts

In the previous year corresponding period, the profit of the hotel and resorts business included the gain on disposal of a hotel property, Berjaya Singapore Hotel, of about RM94.7 million. Excluding this gain, the current 6-month period's pre-tax profit was higher mainly due to lower maintenance and operating expenses incurred in the current period.

Toto betting operations

The gaming business recorded a lower pre-tax profit mainly due to lower number of draws coupled with higher operating expenses incurred in the current period under review.

Property investment and development

The property investment and development business reported higher pre-tax profit mainly due to higher progress billings for the period under review.

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

Restaurants and cafes

The restaurants and cafes business pre-tax profit was comparable to the previous year corresponding period.

B2 Review of results of second quarter vs first quarter

For the quarter under review, the Group reported a revenue of RM2.58 billion compared to RM2.49 billion reported in the preceding quarter.

Commentary on revenue

The Group recorded a slightly higher revenue for the current quarter mainly due to higher contributions from restaurant segment, toto betting operations segment and marketing of consumer products and services segment.

Marketing of consumer products and services

The retail distribution business reported a higher revenue in the current quarter under review mainly due to rapid expansion especially in Mainland China which yielded substantial revenue growth.

Restaurants and cafes

The restaurants and cafes business reported a higher revenue mainly due to the consolidation of BStarbucks' revenue.

Property investment and development

The property investment and development business reported lower progress billings.

Hotels and resorts

The hotels and resort business reported a higher revenue mainly due to higher occupancy rates.

Toto betting operations

The gaming business reported higher revenue mainly due to higher number of draws in the current quarter under review.

Commentary on pre-tax profit

The Group reported pre-tax profit of RM427.96 million in the current quarter as compared to pre-tax profit of RM200.30 million in the preceding quarter. The increase was mainly due to the remeasurement gain as mentioned in Note B1.

Marketing of consumer products and services

The retail distribution business reported a higher pre-tax profit in the current quarter under review mainly due to the higher revenue and lower operating expenses incurred on the non-performing stores as well as lower stock provision which had collectively contributed to an improvement as compared to the preceding quarter. In addition, the motor distribution business recorded a higher pre-tax profit mainly due to better gross margin in the current quarter.

Hotels and resorts

The hotels and resorts business pre-tax profit reported was comparable to the preceding quarter.

Toto betting operations

The gaming business recorded an increase in pre-tax profit mainly due to lower prize payout in the current quarter under review.

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Property investment and development

The property investment and development business reported lower profit for the current quarter mainly due to lower progress billings.

Restaurants and cafes

The restaurants and cafes business reported a higher pre-tax profit mainly due to the consolidation of the improved results of BStarbucks.

B3 Future prospects

Given the current economic outlook, the Directors are of the view that the Group's operating performance will be satisfactory in the remaining quarters of the financial year ending 30 April 2015. In addition, there is a proposed disposal of 10,726.17 acres of freehold land in Mukim Sungai Tinggi, Daerah Ulu Selangor, Selangor Darul Ehsan (as announced by the Company on 11 August 2014) and placements of BAUTO shares (as disclosed in Note B7(i)) resulting in the reduction of the Group's effective equity interest in BAUTO to 36.7%. The Directors have assessed that the equity interest of 36.7% in BAUTO would result in BAUTO becoming an associated company of the Group. This would require the Group to remeasure its 36.7% equity interest to reflect its fair value and based on the Directors estimate, the Group would recognise a total substantial gain of about RM1.0 billion which comprises of gain on disposal subsidiary company and gain on remeasurement. With the aforesaid, the Directors expect the overall results for the financial year ending 30 April 2015 to be better.

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

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B4 There is no profit forecast or profit guarantee for the financial period ended 31 October 2014.

B5 The taxation charge for the current quarter ended 31 October 2014 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 | 93,589 | 166,125 |
| - Outside Malaysia | 30,328 | 57,317 |
| Deferred tax | (9,367) | (3,460) |
| Over provision in prior years | (3,504) | (2,268) |
| | <u>111,046</u> | <u>217,714</u> |

The disproportionate tax charge of the Group for the current quarter and 6-month period ended 31 October 2014 was mainly due to certain expenses or losses being disallowed for tax purposes, certain gains which are not taxable 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 | (19,779) | (36,581) |
| Dividend income | (75) | (1,032) |
| Other income | (3,912) | (3,912) |
| Gain on disposal of property, plant and equipment | (1,859) | (2,588) |
| Gain on disposal of investment property | (163) | (343) |
| Gain on disposal of an associate company | (21,392) | (21,392) |
| Gain on disposal of other investment | (1,525) | (1,525) |
| Gain arising from remeasurement | (199,110) | (199,110) |
| Depreciation of property, plant and equipment | 45,153 | 91,356 |
| Amortisation of intangible assets | 4,380 | 8,571 |
| Corporate exercise expenses incurred by subsidiary companies | 1,716 | 1,716 |
| Impairment loss on receivables | 50 | 3,373 |
| Impairment of investment in an associated company | 2,000 | 2,000 |
| Provision for and write off of inventories | 7,797 | 11,931 |
| Foreign exchange (gain) or loss (net) | 26,879 | 36,124 |
| Fair value changes of FVTPL investments (net) | (4,646) | (11,034) |
| (Gain) or loss on derivatives | 516 | 1,601 |

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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 2014.

Events announced subsequent to the date of the audited accounts:

(i) On 10 November 2014, the Company announced that BGroup, its wholly owned subsidiary company, had on 7 and 10 November 2014 placed out a total of 50.055 million ordinary shares of RM0.50 each, representing about 6.19% equity interest, in BAUTO for a total cash consideration of about RM160.2 million or at about RM3.20 per BAUTO share.

On 25 November 2014, BGroup further placed out a total of 60.000 million ordinary shares of RM0.50 each, representing about 7.42% equity interest, in BAUTO for a total cash consideration of about RM192.00 million or at about RM3.20 per BAUTO share.

(ii) On 14 November 2014, the Company announced that BGroup, its wholly owned subsidiary company, had on even date entered into an agreement with LM Greentech Sdn Bhd ("LM Greentech") for the proposed disposal of its entire 900,000 Class B ordinary shares of RM1.00 each, representing 60% equity interest, in Algaetech International Sdn Bhd ("AISB"), for a total cash consideration of RM1.00 million ("Proposed AISB Disposal"). LM Greentech will procure the full repayment of RM5.08 million, being the amount owing by AISB to BGroup. The completion of the Proposed AISB Disposal is expected to be in the first quarter of 2015.

(iii) On 1 December 2014, BAUTO announced that it had on even date acquired 20.00 million ordinary shares of RM1.00 each, representing 20% equity interest, in Inokom Corporation Sdn Bhd (Inokom") from two vendors, namely, 10.00 million Inokom shares from BGroup for a cash consideration of RM10.00 million or at RM1.50 per Inokom share and 10.00 million Inokom shares from Pesumals (M) Sdn Bhd for a cash consideration of RM10.00 million or at RM1.50 per Inokom share.

(iv) On 11 December 2014, the Company announced that Juara Sejati Sdn Bhd ("JSSB"), a wholly owned subsidiary company of the Group, had on even date acquired the following Redtone International Berhad ("Redtone") securities:

- a) about 39.69 million Redtone shares, representing about 7.66% equity interest, for a cash consideration of about RM27.78 million;
- b) about 1.9 million Redtone 2.75% irredeemable convertible unsecured loan stocks 2010/2020 ("Redtone ICULS") for a cash consideration of about RM0.51 million; and
- c) about 2.0 million Redtone warrants for a cash consideration of about RM0.86 million.

On 18 December 2014, the Company announced that JSSB had from 16 to 18 December 2014 acquired the following Redtone securities:

- a) about 55.58 million Redtone shares, representing about 10.71% equity interest, for a cash consideration of about RM28.93 million; and
- b) about 1.57 million Redtone warrants for a cash consideration of about RM0.69 million.

Consequently, together with the Redtone shares already held by the Group, the Group now holds 27.04% equity interest in Redtone.

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B8 Group borrowings and debt securities as at 31 October 2014 were as follows:

| | | | At end of current quarter RM'000 |
|--|-------------------------|---|--|
| Short term borrowings | | | |
| Secured | | | |
| | Foreign currency amount | | |
| Denominated in | '000 | | |
| Ringgit Malaysia | | # | 1,811,486 |
| USD | 42,864 | * | 140,723 |
| SGD | 27,946 | * | 71,803 |
| GBP | 444 | * | 2,331 |
| RMB | 7,154 | * | 3,841 |
| PHP | 550,192 | * | 40,219 |
| HKD | 3,536 | * | 1,497 |
| KRW | 2,750,000 | * | 8,525 |
| | | | <u>2,080,425</u> |
| Unsecured | | | |
| Denominated in | | | |
| Ringgit Malaysia | | | 3,500 |
| RMB | 4,500 | * | 2,416 |
| | | | <u>5,916</u> |
| | | | 2,086,341 |
| Long term borrowings | | | |
| Secured | | | |
| | Foreign currency amount | | |
| Denominated in | '000 | | |
| Ringgit Malaysia | | # | 3,300,227 |
| USD | 145,248 | * | 476,850 |
| GBP | 14,009 | * | 73,554 |
| JPY | 5,932,000 | * | 178,155 |
| SGD | 5,617 | * | 14,432 |
| RMB | 390,663 | * | 209,747 |
| KRW | 75,000,000 | * | 233,175 |
| | | | <u>4,486,140</u> |
| Unsecured | | | |
| Denominated in | | | |
| RMB | 103,587 | * | 55,761 |
| | | | <u>55,761</u> |
| | | | 4,541,901 |
| Total bank borrowings | | | <u><u>6,628,242</u></u> |
| * Converted at the respective exchange rate prevailing as at 31 October 2014 | | | |
| # Includes medium term notes | | | |
| | | | 220,000 |
| | | | 555,000 |
| | | | <u><u>775,000</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 does not recommend any dividend for the current quarter under review (previous year corresponding quarter ended 31 October 2013: Nil).

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ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B11 The basic and diluted earnings per share are calculated as follows:

| | Group (3-month period) | | | |
|--|------------------------|------------------|-------------|-------------|
| | 31/10/2014 | 31/10/2013 | 31/10/2014 | 31/10/2013 |
| | RM'000 | | sen | |
| Net profit for the quarter | 153,078 | 20,626 | | |
| Impact on income statement upon conversion of ICULS | | | | |
| - BCorp ICULS 2 | 3,789 | 2,676 | | |
| Adjusted net earnings for the quarter | <u>156,867</u> | <u>23,302</u> | | |
| Weighted average number of ordinary shares in issue with voting rights ('000) | 4,158,360 | 4,212,200 | | |
| Weighted average number of shares to be issued upon conversion of mandatorily convertible ICULS ('000) | <u>852,537</u> | <u>869,017</u> | | |
| Number of shares used in the calculation of basic earnings per share ('000) | <u>5,010,897</u> | <u>5,081,217</u> | | |
| Basic earnings per share | | | <u>3.13</u> | <u>0.46</u> |
| Adjusted net earnings for the quarter | 156,867 | 23,302 | | |
| Dilution effect on exercise of Berjaya Food Berhad share options | (524) | (54) | | |
| Dilution effect on exercise of Berjaya Auto Berhad share options | <u>(633)</u> | <u>-</u> | | |
| | <u>155,710</u> | <u>23,248</u> | | |
| Number of shares used in the calculation of diluted earnings per share ('000) | <u>5,010,897</u> | <u>5,081,217</u> | | |
| Diluted earnings per share | | | <u>3.11</u> | <u>0.46</u> |

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

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 OCTOBER 2014

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B11

| | Group (6-month period) | | | |
|--|------------------------|------------------|-------------|-------------|
| | 31/10/2014 | 31/10/2013 | 31/10/2014 | 31/10/2013 |
| | RM'000 | | sen | |
| Net profit for the year-to-date | 161,360 | 74,059 | | |
| Impact on income statement upon conversion of ICULS | | | | |
| - BCorp ICULS 2 | 7,789 | 6,558 | | |
| Adjusted net earnings for the year-to-date | <u>169,149</u> | <u>80,617</u> | | |
| Weighted average number of ordinary shares in issue with voting rights ('000) | 4,167,917 | 4,211,879 | | |
| Weighted average number of shares to be issued upon conversion of mandatorily convertible ICULS ('000) | <u>858,090</u> | <u>869,471</u> | | |
| Number of shares used in the calculation of basic earnings per share ('000) | <u>5,026,007</u> | <u>5,081,350</u> | | |
| Basic earnings per share | | | <u>3.37</u> | <u>1.59</u> |
| Adjusted net earnings for the year-to-date | 169,149 | 80,617 | | |
| Dilution effect on conversion of TMC Life Sciences Berhad warrants | - | (2) | | |
| Dilution effect on exercise of Berjaya Food Berhad share options | (543) | (116) | | |
| Dilution effect on exercise of Berjaya Auto Berhad share options | <u>(1,250)</u> | <u>-</u> | | |
| | <u>167,356</u> | <u>80,499</u> | | |
| Number of shares used in the calculation of diluted earnings per share ('000) | <u>5,026,007</u> | <u>5,081,350</u> | | |
| Diluted earnings per share | | | <u>3.33</u> | <u>1.58</u> |

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

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

| | As at 31/10/2014 RM'000 | As at 30/04/2014 RM'000 (Audited) |
|--|-------------------------------|--|
| Total retained earnings of the Company and its subsidiaries: | | |
| - realised | 1,249,282 | 1,281,510 |
| - unrealised | <u>241,823</u> | <u>286,999</u> |
| | 1,491,105 | 1,568,509 |
| Share of results from associated companies | * 195,046 | 164,667 |
| Share of results from joint ventures | * <u>(181,091)</u> | <u>(126,424)</u> |
| | 1,505,060 | 1,606,752 |
| Less: Consolidation adjustments | <u>(367,406)</u> | <u>(626,577)</u> |
| Total group retained earnings as per consolidated accounts | <u><u>1,137,654</u></u> | <u><u>980,175</u></u> |

Note:

- * It is not practical to segregate the share of results from associated companies and joint ventures to realised and unrealised earnings.

c.c. Securities Commission