

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 29 FEBRUARY 2016

	INDIVIDUA	L PERIOD	CUMULATI	/E PERIOD
	Current Year Quarter	Preceding Year Corresponding	Current Year To-Date	Preceding Year Corresponding
	Quarter	Quarter	10-Date	Period
	29/2/2016	28/2/2015	29/2/2016	28/2/2015
	RM'000	RM'000	RM'000	RM'000
Revenue	30,463	28,655	77,426	39,138
Cost of sales	(18,257)	(17,380)	(46,109)	(19,631)
Gross profit	12,206	11,275	31,317	19,507
Other operating income	181	215	11,807	4,386
Distribution costs	(336)	(3,767)	(2,671)	(5,834)
Administration expenses	(4,800)	(4,255)	(11,975)	(9,819)
Other operating expenses	(2,514)	(1,599)	(4,731)	(2,853)
Profit from operations	4,737	1,869	23,747	5,387
Finance costs	(1,293)	(1,317)	(3,967)	(3,987)
Profit before tax	3,444	552	19,780	1,400
Income tax expense	(1,966)	-	(4,286)	-
Net profit for the period	1,478	552	15,494	1,400
Attributable to:				
Owners of the Company	1,511	583	15,592	1,449
Non-controlling interests	(33)	(31)	(98)	(49)
Net profit for the period	1,478	552	15,494	1,400
Other comprehensive income, net				
of tax				
Available-for-sale financial assets	40	(00)	(4)	/40
- Gain on fair value changes	(4)	(33)	(4)	(43)
- Reclassification adjustments relating to				
derecognition	-	-	-	-
Exchange differences on translation of financial	(4)	(5)	(4E)	/7
statements of foreign subsidiaries	(1)	(5)	(15)	(7)
Total comprehensive income for the period	1,473	514	15,475	1,350
Total comprehensive income for				
the period				
Attributable to:				
Owners of the Company	1,506	545	15,573	1,399
Non-controlling interests	(33)	(31)	(98)	(49)
	1,473	514	15,475	1,350
Basic earnings per ordinary share (sen)	0.21	0.08	2.14	0.21
Diluted earnings per ordinary share (sen)	0.21	0.08	2.14	0.20
Direction carrierys ber ordinary strate (sett)	V.21	0.08	2.14	0.20

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Statements for the financial year ended 31 May 2015.



# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 29 FEBRUARY 2016

	29/2/2016 RM'000	31/5/2015 RM/000
Non-current assets	Tun 000	Milodo
Plant and equipment	3,110	5,700
Investment properties	385,396	382,703
Other financial assets	1,156	1,160
	389,662	389,563
Current assets		
Inventories	2,446	3,657
Property development costs	51,360	61,169
Trade receivables	15,845	45,969
Other receivables, deposits and prepayments	51,302	43,156
Taxrecoverable	70	70
Fixed deposits with licensed banks	1,057	3,446
Cash and bank balances	3,046	2,880
	125,126	160,347
TOTAL ASSETS	514,788	549,910
Equity		
Share capital	73,015	73,015
Reserves	148,210	132,637
Equity attributable to owners of the Company	221,225	205,652
Non-controlling interests	13,761	13,859
Total equity	234,986	219,511
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Non current liabilities	788	1.010
Hire purchase liabilities		1,012
Borrowings	103,556	135,827
Trade payables	4,501	3,735
Other payables Deferred tax liabilities	19,654	336
	2,814	2,814
Tax payable	11,189	140.704
Current liabilities	142,502	143,724
Trade payables	17,878	62,550
Other payables and accruals	96,227	88,068
Hire purchase liabilities	90,22 <i>1</i> 441	399
Borrowings	3,972	5,259
Tax payable	18,782	
i an payabi <del>c</del>	137,300	30,399 186,675
TOTAL EQUITY AND LIABILITIES	514,788	549,910
Net assets per share attributable to ordinary	317,700	070,010
equity holders of the Company (RM)	0.3030	0.2817

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Statements for the financial year ended 31 May 2015.



# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 29 FEBRUARY 2016

	Share capital RM'000	Share premium RM'000	Warrant reserve RM'000	Fair value adjustment reserve RM'000	Foreign exchange translation reserve RM'000	Retained profits/ (Accumulated losses) RM'000	Equity attributable to owners of the Company RM'000	Non-controlling interests RM'000	Total equity RM'000
Balance as at 1 June 2015	73,015	33,290	4,199	-	3	95,145	205,652	13,859	219,511
Net profit for the period Other comprehensive income for the period Total comprehensive income for the period	-	- -	·	(4) (4)	(15) (15)	15,592 - 15,592	15,592 (19) 15,573	(98) - (98)	15,494 (19) 15,475
Balance as at 29 February 2016	73,015	33,290	4,199	(4)	(12)	110,737	221,225	13,761	234,986
Balance as at 1 June 2014	325,074	295,727	-	812	7	(441,275)	180,345	13,941	194,286
Net profit for the period Other comprehensive income for the period Total comprehensive income for the period		-	-	(43) (43)	(7)	1,449 - 1,449	1,449 (50) 1,399	(49) - (49)	1,400 (50) 1,350
Capital reduction	(260,059)	-	-	-	-	260,059	-	-	-
Share premium reduction	-	(270,238)	-	-	-	270,238	-	-	-
	65,015	25,489	-	769	-	90,471	181,744	13,892	195,636
Private placement	8,000	7,801	4,199	-	-	-	20,000	-	20,000
Balance as at 28 February 2015	73,015	33,290	4,199	769	-	90,471	201,744	13,892	215,636

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Statements for the financial year ended 31 May 2015.



# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 29 FEBRUARY 2016

	9 months ended 29/2/2016 RM'000	9 months ended 28/2/2015 RM'000
Cash flows from/(used in) operating activities  Profit before tax	19,780	1,400
Adjustments for :	13,700	1,400
- Non-cash items - Non-operating items	1,017 (4,694)	912 327
Operating profit before working capital changes	16,103	2,639
Changes in working capital Inventories Trade and other receivables Trade and other payables Development costs	1,211 21,978 (8,937) 9,809	1 (11,008) 19,802 (36,591)
Cash generated from/(used in) operations - Income tax paid	40,164 (4,713)	(25,157) (802)
Net cash generated from/(used in) operating activities	35,451	(25,959)
Cash flows from/(used in) investing activities		
<ul> <li>Decrease/(Increase) in fixed deposits pledged</li> <li>Net dividend/interest received</li> <li>Proceeds from disposal of plant and equipment</li> <li>Purchase of plant and equipment</li> </ul>	2,388 72 55 (186)	(1,534) 300 158 (1,263)
Net cash from/(used in) investing activities	2,329	(2,339)
Cash flows from/(used in) financing activities  - Proceeds from private placement  - Proceeds from term loan  - Interest paid  - Net repayment of hire purchase liabilities  - Net repayment of borrowings  Net cash (used in)/from financing activities	(3,754) (302) (33,558) (37,614)	20,000 19,291 (3,775) (129) (203)
Net increase in cash and cash equivalents	166	6,886
Effects of exchange rate changes  Cash and cash equivalents at beginning of period	2,880	2,785
Cash and cash equivalents at end of period	3,046	9,671
Cash and cash equivalents comprise:	RM'000	RM'000
Cash and bank balances Fixed deposits with licensed banks	3,046 1,058 4,104	4,854 8,084 12,938
Less : Fixed deposits pledged	(1,058) 3,046	(3,267) 9,671

The Condensed Consolidated Cash Flow Statements should be read in conjunction with the Annual Financial Statements for the year ended 31 May 2015.



# NOTES TO THE INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 29 FEBRUARY 2016

#### A. DISCLOSURE REQUIREMENTS AS PER FRS 134

## 1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with requirements of FRS 134: Interim Financial Reporting and the applicable disclosure provisions of the Listing Requirements of the Bursa Malaysia Securities Berhad.

The interim financial report has been prepared in accordance with the same accounting policies adopted in 2015 annual financial statements.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 May 2015. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 May 2015.

## 2. Significant Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the financial year ended 31 May 2015.

### 3. Qualification of Audit Report

The audit report of the financial statements of the Group for the financial year ended 31 May 2015 was not qualified.

### 4. Seasonal or Cyclical Factors

There are no seasonal factors affecting the Group performance.

#### 5. Material Changes in Estimates

There were no material changes in estimates that have had a material effect in the financial period to-date results.

### 6. Debt and Equity Securities

There were no cancellation, repurchases, resale and repayments of debts and equity securities during the financial period to-date.



#### A. DISCLOSURE REQUIREMENTS AS PER FRS 134

#### 7. Dividends Paid

There were no dividends paid during the financial period to-date.

## 8. Segmental Reporting

	Gross	Profit/(Loss)
	Operating	Before
	Revenue	Tax
	RM'000	RM'000
Property Investment	16,662	16,145
Property Management	1,080	(264)
Property Development	59,581	13,633
Investment and Others	973	(5,767)
	78,296	23,747
Elimination Inter-Group	(870)	-
Financing Costs	-	(3,967)
	77,426	19,780
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# 9. Valuation of Property, Plant & Equipment

The valuation of land and building has been brought forward, without amendments from the previous annual report.

### 10. Material Subsequent Events

There were no material events subsequent to the end of the interim period to 19 April 2016 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report) that have not been reflected in the financial statements for the financial period ended 29 February 2016.

# 11. Effect of Changes in the Composition of the Group

There were no changes in the composition of the Group during the current interim period.

### 12. Changes in Contingent Liabilities/Contingent Assets

The following contingent liabilities have not been provided for in the financial statements, as it is not anticipated that any material liabilities will arise from these contingencies:

	29/2/2016 RM'000
Bank guarantee issued for utility companies	546



#### 1. Review of Performance

The Group's revenue for the nine month period ended 29 February 2016 at RM77.4 million was contributed mainly from the development project in Ipoh, Perak known as "Upper East @ Tiger Lane" ("Upper East") as well as the recurring income from the two malls of the Group. The 529 unit luxury condominium Upper East project progressed according to schedule and had contributed to 77% of the Group's revenue.

The Group achieved an impressive growth in profit before tax for the current year to-date at RM19.8 million as compared to RM1.4 million in the previous year corresponding period. The Property Development division (Upper East project) contributed RM12.7 million (after finance cost) to the Group's profit before tax. The current year to-date results also included over provision of RM10.4 million tax penalties and interests, upon a scheduled payment settlement agreed with Inland Revenue Board on outstanding taxes and related penalties and interests owed by subsidiaries of the Group.

### 2. Variation of Results against Preceding Quarter

The Group recorded a decrease of RM9.5 million in profit before tax for the current quarter at RM3.4 million as compared to RM12.9 million in the preceding quarter. The decrease was substantially due to over provision of tax penalties and interests in the preceding quarter as mentioned in Note 1 above. Nevertheless, revenue for the current quarter showed an increase at RM30.5 million as compared to RM23.6 million in the preceding quarter.

# 3. Current Year Prospects

Upper East project in Ipoh, Perak is expected to continue contribute significantly to the Group's performance in the ensuing period as construction works progress accordingly and further sales are targeted.

Rental income under the Property Investment Division, derived from the operations of the two retail malls, will continue to form a substantial source of recurring income for the Group.

The Group's acquisition of 25.09 acres of freehold land held under Lot 378 Mukim Ulu Kelang, Daerah Gombak, State of Selangor (please refer to Note B7(a)(ii) for further details) was approved by shareholders at the Extraordinary General Meeting ("EGM") held on 3 September 2015. Together with the acquisition of the adjoining land measuring 61.58 acres approved by shareholders at the EGM held on 20 June 2014, the Group will have, once completed, a total of 86.67 acres of prime freehold land in Klang Valley for future development, auguring well for the long term future of the Group.

#### 4. Variance of Profit Forecast / Profit Guarantee

Not applicable.



# 5. Notes to the Consolidated Statement of Comprehensive Income

	Current Quarter Ended 29/2/2016 RM'000	Comparative Quarter Ended 28/2/2015 RM'000	9 months cumulative 29/2/2016 RM'000	9 months cumulative 28/2/2015 RM'000
Profit before tax is arrived at after charging/(crediting):				
Interest income	(21)	(105)	(72)	(264)
Finance costs				
<ul><li>Interest expense</li><li>Amortisation of financial liabilities</li></ul>	1,222	1,246	3,754	3,775
carried at amortised cost	71	71	213	212
Bad debts written off	5	-	8	5
Depreciation of plant and				
equipment	282	321	1,017	912
Tax penalty interest	143	855	432	2,577
Reversal of over provision of RPGT				
and tax penalties and interests	-	-	(10,427)	(2,127)
Writeback of provision for				
receivables	-	-	-	(3,208)
Foreign exchange gain	(1)	(4)	(15)	(8)

# 6. Income Tax Expense

	Current Quarter Ended 29/2/2016 RM'000	Cumulative Year To-Date 29/2/2016 RM'000
Current income tax : - Malaysian tax	1,966	4,286
Deferred tax - Malaysian tax	-	-
Income tax expense	1,966	4,286



## 7. Status of Corporate Proposals Announced

#### (a) Corporate Proposal

Save for the following, there are no other corporate proposals announced by the Company but not completed as at 19 April 2016 (being the last practicable date which is not earlier than 7 days from the date of issue of this guarterly report).

(i) The following proposal was approved at the EGM held on 20 June 2014:-

Proposed acquisition by Curah Bahagia Sdn Bhd ("CBSB") from Zurich Insurance Malaysia Berhad ("ZIMB"), of two pieces of freehold land held under H.S. (D) 24220, P.T. No. 14250 and H.S. (M) 10339, P.T. No. 14251 Tempat 5 ½ Mile Ulu Kelang, both within Mukim Ulu Kelang, Daerah Gombak, Negeri Selangor measuring a total area of approximately 61.58 acres, for a total cash consideration of RM145.0 million ("Acquisition").

On 31 December 2014, CBSB has been granted one month extension by ZIMB to complete the Acquisition pending further clarification and information from the relevant authorities on a planned elevated highway which, may affect certain parts of the lands.

On 30 January 2015, CBSB has entered into a supplemental agreement ("Supplemental Agreement") with ZIMB to vary certain terms of the sale and purchase agreement ("SPA") in relation to the Acquisition. ZIMB has agreed to grant CBSB an extension of time of up to an additional six months from the expiry of the extended completion period to expire on or before 31 July 2015 to enable CBSB to complete the Acquisition subject to the terms and conditions of the SPA and Supplemental Agreement.

On 11 September 2015, CBSB has entered into a second supplemental agreement ("Second Supplemental Agreement") with ZIMB to vary certain terms of the SPA and the Supplemental Agreement. ZIMB has agreed to grant CBSB a final extension of time of three months until 31 October 2015 to complete the Acquisition. On 2 November 2015, ZIMB has agreed to grant CBSB an extension of two months until 31 December 2015. The Company expects to complete the Acquisition soon pending loan drawdown for payment of balance purchase price.



## 7. Status of Corporate Proposals Announced (Cont'd)

- (a) Corporate Proposal (Cont'd)
  - (ii) The following proposal was approved at the EGM held on 3 September 2015 :-

Proposed acquisition by EcoFirst Development Sdn Bhd ("EDSB"), a wholly-owned subsidiary of the Company from Harta Villa Sdn Bhd ("HVSB"), a wholly-owned subsidiary of Tan & Tan Developments Berhad, which in turn is a wholly-owned subsidiary of IGB Corporation Berhad of a piece of freehold land held under Geran Hakmilik No. 44323 for Lot 378 Mukim Ulu Kelang, Daerah Gombak, State of Selangor measuring in area approximately 101,550.6422 square metres (or approximately 25.09 acres) at the purchase price of RM62,800,000.00 ("Land") of which the option agreement was entered into on 20 April 2015 ("Option Agreement").

On 18 September 2015, EDSB entered into a supplemental option agreement with HVSB to revise the size of the Land from 1,093,087.50 square feet to approximately 1,076,747.89 square feet and the purchase price was amended from RM62,800,000.00 to RM61,859,166.28.

On 6 October 2015, upon obtaining shareholders' approval at the EGM on 3 September 2015, EDSB entered into the sale and purchase agreement with HVSB to purchase the Land pursuant to the exercise of the Option Agreement. EDSB has 30 months from the date of the Option Agreement to complete the acquisition which would be by 19 October 2017 at the latest.

### 8. Group Borrowings and Debt Securities

Total Group borrowings as at 29 February 2016 are as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
Long-Term Borrowings			
Amount repayable after twelve months	103,556	-	103,556
	103,556	-	103,556
Short-Term Borrowings			
Current portion of long term borrowings	2,972	-	2,972
Non-Convertible Redeemable Preference Shares	-	1,000	1,000
	2,972	1,000	3,972
Total Group Borrowings	106,528	1,000	107,528



### 9. Changes in Material Litigation

Further to the disclosure in the previous quarter's report on material litigation, the changes in material litigation as at 19 April 2016 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report) are as follows:

(i) Jiddi Joned Enterprises Sdn Bhd and 3 other subsidiary companies ("Plaintiffs") v Yeng Chong Realty Sdn Bhd ("1<sup>st</sup> Defendant") / Louis KH Wong ("2<sup>nd</sup> Defendant")

The Court of Appeal has on 25 February 2008 allowed the Plaintiffs' appeal against the striking out of the Plaintiffs' suit by the 1st Defendant. The matter was reinstated in the High Court and fixed for full trial. However, as a winding up order was made against the 1st Defendant, the suit has been stayed until the sanction to proceed is obtained from the winding up court. However, on 19 April 2011, the Defendant's solicitor has obtained a stay against the winding up order and the matter proceeded with trial on 7 to 9 December 2011. The Court allowed the Plaintiffs' claim against the 1<sup>st</sup> Defendant and dismissed the action against the 2<sup>nd</sup> Defendant. The Plaintiffs have on 20 December 2012 served the Notice of Demand pursuant to Section 218 on the 1st Defendant. Both the Plaintiffs and 1st Defendant had filed appeal to the Court of Appeal respectively. The Plaintiffs' appeal against the decision in respect of the 2<sup>nd</sup> Defendant was allowed and damages are to be assessed. On 15 September 2015, the Court of Appeal dismissed the 1st Defendant's appeal with costs. The 1st Defendant had on 15 October 2015 filed an application to the Federal Court for leave to appeal to the Federal Court against the decision of the Court of Appeal and on 16 March 2016, the Federal Court dismissed the 1<sup>st</sup> Defendant's application with costs.

In respect of the litigation cases stated below, for accounting purposes, all the amounts owed have been provided for in the financial statements.

(ii) 24 purchasers of South City Plaza v Pujian Development Sdn Bhd ("Pujian")

The High Court has allowed the Plaintiffs' claims to rescind the sale and purchase agreements and Pujian has filed an appeal to the Court of Appeal. The Court of Appeal dismissed Pujian's appeal with cost on 3 October 2011. Plaintiffs filed application for assessment of damages at the High Court. The Court has fixed the dates of trial on 21 April 2016, 11 May 2016 and 12 May 2016. Further to the above, the Court has also fixed 27 April 2016 for mediation.



### 9. Changes in Material Litigation (Cont'd)

(iii) The Government of Malaysia (Inland Revenue Board) ("IRB") v Mudek Sdn Bhd ("Mudek")

Mudek was successful in its application to set aside the judgement in default obtained earlier by IRB. The court has dismissed IRB's application to renew the summons with costs on 3 October 2007. IRB has since filed and served a fresh writ of summons of which the defence has been filed by Mudek on 22 May 2008. IRB applied for summary judgement and was allowed by the court on 14 January 2011. Our appeal to the Court of Appeal was allowed on 25 February 2013 and the case was referred to the High Court. IRB then filed an application for leave at Federal Court to seek an order to appeal to Federal Court against the decision of the Court of Appeal. Federal Court allowed IRB's leave to appeal. The case is now pending the hearing of IRB's appeal in Federal Court.

(iv) Yeng Chong Realty Bhd ("Yeng Chong") v Tenaga Nasional Bhd ("TNB"), Mudek and Berembang Sendirian Berhad ("Berembang")

Yeng Chong has also applied for an injunction against TNB to prevent TNB from entering into the property and making compensation to Mudek and Berembang, the injunction of which was refused on 27 September 2006. Yeng Chong has since filed an appeal against the decision but has withdrawn it on 12 April 2010. Both our applications to transfer proceedings to Kuala Lumpur and for leave to file Rejoinder were dismissed by the Court with costs. Our application to strike out the plaintiff's claim was dismissed and we have filed an appeal to the Court of Appeal which was dismissed on 17 November 2014. Pursuant to the dismissed appeal, the High Court proceeded with the hearing and on 6 January 2016 dismissed the plaintiff's claim with costs. The plaintiff had filed an appeal to the Court of Appeal and the Court of Appeal had fixed the hearing on 30 June 2016.

(v) IRB v Sawitani Sdn Bhd ("Sawitani")

IRB filed a suit against Sawitani for real property gains tax outstanding for assessment year 2000. IRB filed an application for summary judgement which was allowed on 27 September 2011. Sawitani's appeal to the Court of Appeal was dismissed on 15 May 2012.

### 10. Dividend

No dividend has been declared for the current financial period to-date.



# 11. Earnings Per Share

The earnings per share have been calculated based on the consolidated net earnings attributable to ordinary shareholders for the period and the weighted average number of ordinary shares in issue during the period.

Earnings per share	Current	Comparative	Current	Comparative
	Quarter Ended	Quarter Ended	Year To-Date	Year To-Date
	29/2/2016	28/2/2015	29/2/2016	28/2/2015
	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Earnings				
Net earnings attributable to				
ordinary shareholders	1,511	583	15,592	1,449
	(000)	('000)	('000)	('000)
Weighted average number of ordinary shares (Basic)	730,148	730,148	730,148	700,258
	(sen)	(sen)	(sen)	(sen)
Basic earnings per ordinary share	0.21	0.08	2.14	0.21
	('000)	('000)	('000)	('000)
Weighted average number of ordinary shares (Diluted)	730,148	741,594	730,148	707,427
	(sen)	(sen)	(sen)	(sen)
Diluted earnings per ordinary share	0.21	0.08	2.14	0.20

# 12. Realised and Unrealised Profit/(Losses)

	Group		
	29/2/2016 RM'000	28/2/2015 RM'000	
Total accumulated profit/(losses) of the Company and its subsidiaries			
- Realised	20,161	(8,406)	
- Unrealised	35,221	30,964	
Add: Consolidation adjustments	55,355	67,913	
Total Group accumulated profit as per			
consolidated accounts	110,737	90,471	