

**BERJAYA LAND BERHAD**  
**(COMPANY NO: 201765-A)**

**UNAUDITED INTERIM FINANCIAL REPORT**  
**FOR THE QUARTER ENDED 31 JULY 2008**

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**BERJAYA LAND BERHAD**

(COMPANY NO: 201765-A)

**UNAUDITED INTERIM FINANCIAL REPORT  
FOR THE QUARTER ENDED 31 JULY 2008  
CONDENSED CONSOLIDATED BALANCE SHEET**

	<u>Group</u>	
	At 31/07/08	At 30/04/08
Note	RM'000	(Audited) RM'000
<b>Non-Current Assets</b>		
Property, Plant and Equipment	1,534,336	1,466,000
Investment Properties	520,874	518,349
Land Held For Development	237,673	188,717
Prepaid Land Lease Premiums	136,859	138,409
Associated Companies	263,583	283,038
Jointly Controlled Entities	200,649	141,260
Investments	201,877	189,279
Intangible Assets	5,786,284	5,698,052
Deferred Tax Assets	847	858
	<u>8,882,982</u>	<u>8,623,962</u>
<b>Current Assets</b>		
Property Development Costs	420,673	365,474
Inventories	110,230	108,535
Amount Due From Penultimate Holding Company	66,610	66,116
Receivables and Prepayments	1,198,316	1,088,080
Short Term Investments	1,237	1,794
Tax Recoverable	84,114	78,019
Deposits, Cash And Bank Balances	597,959	743,878
	<u>2,479,139</u>	<u>2,451,896</u>
Non-current asset classified as held for sale	12,604	12,604
	<u>2,491,743</u>	<u>2,464,500</u>
<b>Total Assets</b>	<u><u>11,374,725</u></u>	<u><u>11,088,462</u></u>
<b>Equity</b>		
Share Capital	1,144,509	1,144,280
Share Premium	57,529	57,529
Reserves :		
Exchange Reserves	(39,116)	(55,604)
Fair Value Reserve	2,068,343	2,068,343
Retained Earnings	2,020,914	2,062,556
	<u>4,050,141</u>	<u>4,075,295</u>
Equity Funds	5,252,179	5,277,104
Less: Treasury Shares	(153)	-
Net Equity Funds	<u>5,252,026</u>	<u>5,277,104</u>
Minority Interests	2,422,519	2,436,141
Total Equity	<u><u>7,674,545</u></u>	<u><u>7,713,245</u></u>

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**UNAUDITED INTERIM FINANCIAL REPORT  
FOR THE QUARTER ENDED 31 JULY 2008  
CONDENSED CONSOLIDATED BALANCE SHEET**

		<u>Group</u>	
		At 31/07/08	At 30/04/08
	Note	RM'000	(Audited) RM'000
<b>Non-Current Liabilities</b>			
5% Irredeemable Convertible Unsecured Loan Stocks ("ICULS") 1999/2009		111,584	111,813
8% Secured Exchangeable Bonds		900,000	900,000
Retirement Benefit Obligations		2,242	3,317
Long Term Borrowings	B9	1,138,516	911,068
Other Long Term Liabilities		245,298	249,126
Deferred Taxation		195,249	189,318
		<u>2,592,889</u>	<u>2,364,642</u>
<b>Current Liabilities</b>			
Payables		635,009	518,125
Short Term Borrowings	B9	379,441	448,443
Retirement Benefit Obligations and Provisions		2,473	1,410
Taxation		48,043	42,597
Dividend payable		42,325	-
		<u>1,107,291</u>	<u>1,010,575</u>
<b>Total Equity and Liabilities</b>		<u>11,374,725</u>	<u>11,088,462</u>
<i>Net assets per share attributable to ordinary equity holders of the parent (sen)</i>		<u>459</u>	<u>461</u>

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

*Net equity funds divided by the number of outstanding shares in issue with voting rights.*

**BERJAYA LAND BERHAD**  
(COMPANY NO : 201765-A)

**UNAUDITED INTERIM FINANCIAL REPORT  
FOR THE QUARTER ENDED 31 JULY 2008  
CONDENSED CONSOLIDATED INCOME STATEMENT**

	Note	<b>CURRENT QUARTER AND FINANCIAL PERIOD ENDED</b>	
		<b>31/07/08</b>	<b>31/07/07</b>
		<b>RM'000</b>	<b>RM'000</b>
Revenue		963,905	150,133
Operating expenses, net		(819,914)	(134,456)
Profit from operations		143,991	15,677
Investment related (expenses)/income, net		(12,299)	26,316
Share of results from associated companies		(1,897)	45,887
Share of results from jointly controlled entities		(331)	-
Finance costs		(45,704)	(45,383)
Profit before tax		83,760	42,497
Taxation	B5	(39,395)	(4,077)
Profit for the period		44,365	38,420
Attributable to:			
- Equity holders of the Parent		683	38,203
- Minority interests		43,682	217
		44,365	38,420
Earnings per share (sen)	B13		
Basic		0.05	3.47
Fully diluted		0.05	3.47

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

**BERJAYA LAND BERHAD**  
(COMPANY NO : 201765-A)

**UNAUDITED INTERIM FINANCIAL REPORT**  
**FOR THE QUARTER ENDED 31 JULY 2008**  
**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	----- Attributable to the equity holders of the Parent -----								
	Share capital RM '000	Treasury shares RM'000	Share premium RM '000	--- Non - distributable --- Exchange reserves RM '000		Fair value reserve RM '000	Distributable Retained earnings RM'000	Total RM'000	Minority interests RM'000
At 1 May 2007	896,013	-	57,529	(6,979)	-	1,100,998	2,047,561	83,663	2,131,224
Issuance of shares from conversion of 5% ICULS 1999/2009	1,286	-	-	-	-	-	1,286	-	1,286
Net profit for the period, representing total income and expenses for the period	-	-	-	-	-	38,203	38,203	217	38,420
Loss on accretion of an associated company	-	-	-	-	-	(20,675)	(20,675)	-	(20,675)
Currency translation differences	-	-	-	(513)	-	-	(513)	-	(513)
At 31 July 2007	<u>897,299</u>	<u>-</u>	<u>57,529</u>	<u>(7,492)</u>	<u>-</u>	<u>1,118,526</u>	<u>2,065,862</u>	<u>83,880</u>	<u>2,149,742</u>
At 1 May 2008	1,144,280	-	57,529	(55,604)	2,068,343	2,062,556	5,277,104	2,436,141	7,713,245
Share buy-back	-	(153)	-	-	-	-	(153)	-	(153)
Currency translation differences representing total expenses recognised directly in equity	-	-	-	16,488	-	-	16,488	5,043	21,531
Net profit for the period	-	-	-	-	-	683	683	43,682	44,365
Total recognised income and expense for the period	-	-	-	16,488	-	683	17,171	48,725	65,896
Issuance of shares from conversion of 5% ICULS 1999/2009	229	-	-	-	-	-	229	-	229
Minority interests arising from accretion/ acquisition of subsidiary companies	-	-	-	-	-	-	-	(20,363)	(20,363)
Fourth interim dividend *	-	-	-	-	-	(42,325)	(42,325)	(41,984)	(84,309)
At 31 July 2008	<u>1,144,509</u>	<u>(153)</u>	<u>57,529</u>	<u>(39,116)</u>	<u>2,068,343</u>	<u>2,020,914</u>	<u>5,252,026</u>	<u>2,422,519</u>	<u>7,674,545</u>

\* In respect of financial year ended 30 April 2008

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

**BERJAYA LAND BERHAD**  
(COMPANY NO : 201765-A)

**UNAUDITED INTERIM FINANCIAL REPORT  
FOR THE QUARTER ENDED 31 JULY 2008  
CONDENSED CONSOLIDATED CASH FLOW STATEMENT**

	<b>3 months ended</b>	
	<b>31/07/08</b>	<b>31/07/07</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>OPERATING ACTIVITIES</b>		
Receipts from customers/operating revenue	1,081,531	143,881
Payment to prize winners, suppliers, duties, taxes and other operating expenses	(961,338)	(139,069)
Tax paid	(47,749)	(339)
Other receipts (including tax refunds)	8,523	11,996
Net cash generated from operating activities	80,967	16,469
<b>INVESTING ACTIVITIES</b>		
Sale of property, plant and equipment	789	349
Sale of short term investments/other investments	620	9,678
Acquisition of property, plant and equipment, non current assets and properties	(37,065)	(7,105)
Cash effects of acquisition of subsidiary companies	(93,645)	-
Subscription of shares in jointly controlled entities	-	(1,731)
Acquisition of additional equity interest in subsidiary company	(23,990)	-
Subscription of rights issue in an associated company	-	(9,733)
Acquisition of other investments, including ICULS bought back	(26,217)	(20,004)
Acquisition of treasury shares by a subsidiary company	(5,805)	-
Capital distribution by a subsidiary company	(237)	-
Interest received	8,256	1,290
Repayment from related companies *	9,423	21,710
Repayment of advances to an associated company	-	(75,023)
Advances to jointly controlled entities	(134,188)	-
Dividend received	138	153
Other (payments)/receipts	(27)	39,366
Net cash used in investing activities	(301,948)	(41,050)
<b>FINANCING ACTIVITIES</b>		
Drawdown of bank and other borrowings	196,427	82,890
Repayment of borrowings and other borrowings	(53,002)	(22,609)
Dividend paid to shareholders of the Company	(21,336)	-
Dividend paid to minority shareholders of a subsidiary company	(24,593)	-
Interest paid	(26,618)	(35,104)
Other payments	(682)	(1,814)
Net cash generated from financing activities	70,196	23,363
NET CASH OUTFLOW	(150,785)	(1,218)
EFFECTS OF EXCHANGE RATE CHANGES	357	(1,044)
OPENING CASH AND CASH EQUIVALENTS	717,143	266,751
CLOSING CASH AND CASH EQUIVALENTS	566,715	264,489
The closing cash and cash equivalents comprise the following:		
Deposits, cash and bank balances	597,959	296,556
Bank overdraft (included under short term borrowings)	(31,244)	(32,067)
	566,715	264,489

\* This represents dividend income and capital repayment of securities in respect of the Group's quoted investments that have been pledged to financial institutions for credit facilities granted to holding and related companies before the inception of the Revamped Listing Requirements of Bursa Malaysia Securities Berhad. Such dividend income and capital repayment were paid directly to the financial institutions concerned and accordingly, have been reflected as advances to related companies. In the current financial period ended 31 July 2008, the Group received repayments from related companies in respect of the aforementioned.

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

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**NOTES**

- 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 Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements of the Company for the year ended 30 April 2008.

The same accounting policies and methods of computation used in the preparation of the financial statements for the year ended 30 April 2008 have been applied in the preparation of the interim financial report under review except for the adoption of new and revised FRSs, Amendments to FRSs and Interpretations, as listed in the audited financial statements for the financial year ended 30 April 2008 which were effective for the financial periods beginning on or after 1 July 2007. These FRSs have no significant impact on the financial statements of the Group upon their initial application.

- A2 The audit report of the Company's most recent annual audited financial statements did not contain any qualification.
- A3 Our principal business operations are not significantly affected by any seasonal or cyclical factors except for:
- (i) the property development division which is affected by the prevailing cyclical economic conditions;
  - (ii) the local island beach resorts situated at the East Coast of Peninsular Malaysia which are affected by the North-East monsoon season during the third quarter of the financial year; and
  - (iii) the toto betting operations may be positively impacted by the festive seasons.
- A4 (a) There were no unusual or material items affecting the Group in the current quarter and financial period ended 31 July 2008 other than as disclosed below:

(i) <u>Income Statement</u>	Quarter and Financial period <u>ended 31/07/08</u> RM'000
Impairment in value of investment in associated company	(11,610)
Impairment in value of investment in other quoted investments	(13,602)
Fair value adjustment on investment properties	2,347
	<u>(22,865)</u>



**NOTES (Continued)**

A4 (a) There were no unusual or material items affecting the Group in the current quarter and financial period ended 31 July 2008 other than as disclosed below:

(ii) Balance Sheet

During the financial period under review, the Group:

- increased its equity interest in Absolute Prestige Sdn Bhd from 20% to 51% by acquiring an additional 31% equity interest for a cash consideration of RM9.30 million; and
- acquired 100% equity interest in T.P.C. Development Limited for a total cash consideration of approximately USD75.0 million (or about RM253.3 million).

The Group has provisionally estimated the goodwill arising from the above business combinations amounting to approximately RM82.96 million, pending the finalisation of the determination of the cost of business combinations. The purchase price allocation exercise for the above business combinations which principally comprise the determination of fair values of certain hotel properties, are currently in progress.

(b) There were no material changes in estimates of amounts reported in the current quarter and financial period ended 31 July 2008 other than those changes that resulted from the adoption of new FRSs as mentioned in Note A1 above.

A5 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 current financial period ended 31 July 2008 except for:

- (a) the issuance of 228,800 new ordinary shares of RM1.00 each when RM228,800 nominal value of 5% ICULS 1999/2009 were converted into shares at the rate of RM1.00 nominal value of 5% ICULS 1999/2009 for one fully paid ordinary share; and
- (b) the share buy-back of 34,700 ordinary shares of RM1.00 each and held as treasury shares.

The Company commenced its share buyback on 31 July 2008 and the details are as follows:

	Average price per share (RM)	Number of shares	Amount RM'000
Total treasury shares as at 31 July 2008	4.41	34,700	153

As at 31 July 2008, the number of outstanding shares in issue and fully paid with voting rights was 1,144,474,235 (31 July 2007 : 897,299,260) ordinary shares of RM1.00 each.

A6 The Company did not pay any dividend in the current period ended 31 July 2008.

Subsequent to the financial period ended 31 July 2008, the Company had on 29 August 2008 paid the fourth interim dividend, in respect of the financial year ended 30 April 2008, of 5% on 1,143,913,743 voting ordinary shares less income tax of 26% amounting to approximately RM42.3 million.

**NOTES (Continued)**

A7 Segmental information for the financial period ended 31 July 2008:-

Revenue

	External <u>RM'000</u>	Inter-segment <u>RM'000</u>	Total <u>RM'000</u>
Toto betting operations	825,467	-	825,467
Property development and investment	37,625	2,353	39,978
Hotels and resorts	70,236	8,475	78,711
Clubs and others	30,577	8,317	38,894
Sub-total	<u>963,905</u>	<u>19,145</u>	<u>983,050</u>
Less: Inter-segment revenue	-	(19,145)	(19,145)
Total revenue	<u><u>963,905</u></u>	<u><u>-</u></u>	<u><u>963,905</u></u>

Results

	<u>RM'000</u>
Toto betting operations	136,389
Property development and investment	6,534
Hotels and resorts	12,777
Clubs and others	<u>(7,592)</u>
	148,108
Unallocated corporate expenses	<u>(4,117)</u>
Profit from operations	143,991
Share of results from associated companies	(1,897)
Share of results from a jointly controlled entities	(331)
Finance costs	(45,704)
Investment related income/(expenses), net:	
- Interest income	10,428
- Impairment in investment in an associated company	(11,610)
- Impairment in investment in quoted investments	(13,602)
- Fair value adjustment to investment properties	2,347
- Others	138
	<u>(12,299)</u>
Profit before tax	83,760
Taxation	<u>(39,395)</u>
Profit for the period	<u><u>44,365</u></u>

**NOTES (Continued)**

A8 The valuation of land and buildings have been brought forward without amendment from the previous annual report other than an increase of RM2.35 million in the fair values of certain investment properties.

A9 There were no material events subsequent to the end of this current quarter that have not been reflected in the financial statements for this financial period.

A10 There were no material changes in the composition of the Group for the financial period ended 31 July 2008 including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations except for:

- (a) the increase of its equity interest in Berjaya Sports Toto Berhad ("BToto") from 49.81% to 50.21%;
- (b) the increase of its equity interest in Absolute Prestige Sdn Bhd from 20% to 51% by the acquisition of an additional 31% equity interest for a cash consideration of RM9.30 million;
- (c) the acquisition of 100% equity interest in T.P.C. Development Limited for a total cash consideration of approximately USD75.0 million (or about RM253.3 million);
- (d) the acquisition of 100% equity interest in Mantra Design Sdn Bhd for a cash consideration of RM2.00;
- (e) the incorporation of a new subsidiary company, Berjaya Vietnam International University Township One Member Limited Liability Company; and
- (f) the subscription of 79 ordinary shares of Rufiyaa ("Rf") 20 each and 1 preferential share of Rf20 representing 80% equity interest in ENA Hotel Holding Company Pvt Ltd, a company incorporated in the Republic of Maldives, by RC Hotel and Resort JV Holdings (BVI) Company Limited.

A11 The changes in contingent liabilities since the last audited balance sheet as at 30 April 2008 are as follows:

	At 31/07/08	At 30/04/08
	RM'000	RM'000
Unsecured guarantee given by the Company to financial institution for credit facilities granted to a related company	<u>14,500</u>	<u>14,993</u>

A12 There were no material changes in capital commitments since the last audited balance sheet as at 30 April 2008 except for:

- (a) the completion of the acquisition of two wholly owned subsidiary companies amounting to RM220.0 million as detailed in Notes A10(b) and (c); and
- (b) the proposed subscription of the Group's portion of share capital in two newly incorporated joint venture companies amounting to about RM44.0 million as detailed in Notes B8(h) and (i).

**B1** For the Quarter

The Group recorded a revenue of RM963.9 million and a pre-tax profit of RM83.8 million in the current quarter ended 31 July 2008 as compared to a revenue of RM150.1 million and a pre-tax profit of RM42.5 million of the preceding year corresponding quarter. Both increases in revenue and pre-tax profit were mainly due to the consolidation of BToto as a subsidiary company effective February 2008. In addition, the hotels and resorts division reported higher profit contribution in the current quarter mainly due to higher revenue recorded resulting from higher occupancy rates coupled with higher average room rates. The property development division registered lower progress billings in this quarter under review. With the disposal of KL Plaza properties in the previous financial year, the property investment division registered lower rental income. As such, the property development and investment division reported lower profit contribution in this quarter under review. The Group incurred a charge of impairment in value of quoted securities and associated company amounting to RM25.2 million (as detailed in Note A4) due to the stock market downturn in the current quarter under review in contrast with the previous year corresponding quarter which had a write-back of impairment in value of quoted securities and associated company amounting to RM21.3 million due to a better stock market condition then.

**B2** First Quarter vs Fourth Quarter of the preceding financial year

For the quarter under review, the Group reported an approximately 5% drop in revenue as compared to a revenue of RM1.0 billion whilst pre-tax profit dropped to RM83.8 million from RM636.8 million reported in the preceding quarter ended 30 April 2008. The lower revenue and pre-tax profit was mainly due to lower property sales registered in the current quarter arising from lower progress billings as well as the gaming business under BToto which recorded a drop in revenue of 4.7%. The gaming business in the preceding quarter had the benefit of high seasonal sales from the Chinese Lunar New Year festive season in February 2008. The significantly lower pre-tax profit in this quarter under review was mainly attributed to the preceding quarter having recorded an exceptional gain of RM598.9 million arising from placements of 150 million units of 5% ICULS 1999/2009 and the recognition of negative goodwill amounting to RM34 million arising from several business combinations. As mentioned in Note B1 above, the Group also incurred an impairment in value of quoted shares and associated company in this quarter under review.

**B3** Future Prospects

Bearing in mind the prevailing economic conditions and barring any unforeseen circumstances, the Directors envisage that the Group's operating performance for the forthcoming financial quarters will be satisfactory.

**NOTES (Continued)**

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

B5 The taxation charge for the current quarter and financial period ended 31 July 2008 are detailed as follows:

	Quarter and Financial period ended 31/07/08 RM'000
Malaysian income tax	36,542
Tax recoverable arising from dividend income received	(1,341)
Foreign tax	5,816
Overprovision in prior years	(1,753)
Deferred taxation	131
	<u>39,395</u>

The disproportionate tax charge of the Group for the financial period ended 31 July 2008 was mainly due to certain expenses being disallowed for tax purposes and non-availability of Group tax relief in respect of losses incurred by certain subsidiary companies.

B6 Other than subsidiary companies with principal activities of property development, there were no profits / (losses) on sale of properties and there were no profits / (losses) on sale of unquoted investments for the financial period ended 31 July 2008.

B7 (a) (i) The total purchase consideration of quoted securities are as follows:

	Quarter and Financial period ended 31/07/08 RM'000
Quoted securities in Malaysia	19,780
Quoted securities outside Malaysia	6,679
	<u>26,459</u>

(ii) There were no disposal of quoted securities in the current quarter and financial period ended 31 July 2008.

**NOTES (Continued)**

(b) Investments in quoted securities as at 31 July 2008 are as follows:

		RM'000	RM'000
Quoted securities, at cost	- In Malaysia	185,188	
	- Outside Malaysia	39,491	224,679
Quoted securities, at book value	- In Malaysia	163,645	
	- Outside Malaysia	27,176	190,821
Quoted securities, at market value	- In Malaysia	170,996	
	- Outside Malaysia	32,411	203,407

B8 The corporate proposals announced by the Group but not completed as at the date of this announcement are listed below:

- (a) On 19 July 2004, the Company announced that Selat Makmur Sdn Bhd ("SMSB"), a subsidiary company of Berjaya Land Development Sdn Bhd which in turn is a wholly owned subsidiary of the Company, had on even date entered into a conditional sale and purchase agreement with Selangor Turf Club ("STC") for the acquisition of 3 parcels of leasehold land measuring a total area of approximately 244.7926 acres located in Sungai Besi together with all existing buildings and fixtures erected thereon from STC for a total consideration of RM640.0 million to be settled by way of cash of RM35.0 million payable to STC and the balance of RM605.0 million to be satisfied with 750 acres of land located in Sungai Tinggi with a newly built turf club thereon.

On 13 October 2004, the Company announced that the approval from the FIC has been obtained for the above proposal. On 14 November 2004, the Company announced that shareholders' approvals for the above proposal have been obtained.

- (b) On 10 August 2007, the Company announced that its wholly owned subsidiary company Berjaya Leisure (Cayman) Limited ("BLCL") entered into a joint venture contract with Le Thi Chi Proprietorship ("LTCP"), Vietnam and Long Beach Stock Company, Vietnam ("LBSC") for the establishment of a joint venture company ("JVC") to jointly own, operate and manage a resort hotel in Phu Quoc District, Kien Giang Province, Vietnam. BLCL shall hold 70% interest in the JVC, LTCP 25% and LBSC 5%. The total investment capital of the JVC shall be about USD14.14 million (approximately RM49 million), of which about USD11.04 million (approximately RM38 million) shall comprise of the charter capital and the balance about USD3.1 million (approximately RM11 million) shall comprise the loan capital. BLCL's portion of the charter capital shall be about USD7.73 million (approximately RM27 million). The remittance of fund for the joint venture project is subject to approval from Bank Negara Malaysia. The joint venture is also subject to approvals of the relevant authorities in Vietnam.

**NOTES (Continued)**

- (c) On 22 October 2007, the Company announced that its wholly owned subsidiary, BLCL entered into a conditional memorandum of agreement ("MOA") with Jeju Free International City Development Center ("JDC") for the proposed development of a resort-type residential and commercial complex on a parcel of freehold land measuring approximately 74.37 hectares located at Yerae-dong, Seogwipo-si, Jeju Self-governing Province, Republic of Korea on a joint venture basis ("Proposed Joint Venture") through a joint venture company ("JVC"). The proposed initial issued and paid-up capital of JVC shall be not less than USD30.0 million (about RM100.5 million) to be subscribed by BLCL and JDC in the proportion of 81% and 19% respectively. Upon the completion of the Proposed Joint Venture, JVC will become a 81% subsidiary of BLCL. BLCL may invite parties to be identified to invest up to 30% equity stake in JVC. In such a case, BLCL's equity stake in JVC shall be reduced to 51%.

On 29 April 2008, the Company announced that BLCL signed the Joint Venture Agreement with JDC on the Proposed Joint Venture.

The Proposed Joint Venture is not subject to any approvals from the shareholders of the Company but is subject, inter alia, to all such approvals and licences being obtained from the relevant Korean authorities.

On 15 August 2008, the Company announced that BLCL has subscribed for its 81% equity interest in the JVC, Berjaya Jeju Resort Limited.

- (d) On 12 December 2007, the Company announced that its holding company, Berjaya Corporation Berhad has on behalf of the Company, entered into an agreement of cooperation ("Agreement") with Hanoi Electronics Corporation, Vietnam ("Hanel") to record their agreement in principle for the Company and Hanel to collaborate on the proposed development of a parcel of land measuring approximately 405 hectares (or about 1,000 acres) in Sai Dong A, Long Bien District, Hanoi City, Vietnam into a mixed residential, commercial and industrial township development ("Project"). Subject to the approvals from the relevant authorities in Vietnam, the Company and Hanel proposed to undertake the development of the Project via a joint venture and will establish a limited liability company in Vietnam to be known as "Berjaya-Hanel Company Limited" ("JVC"). A conditional joint venture agreement will be entered into within 6 months from the date of the execution of the Agreement or such extended time to be mutually agreed between the parties. The estimated total investment charter capital for the JVC shall be between USD2.0 billion (or about RM6.7 billion) to USD3.0 billion (or about RM10.1 billion) and the estimated charter capital of the JVC shall be between USD300 million (or about RM1.0 billion) to USD450 million (or about RM1.5 billion). The Company's portion of the charter capital is estimated to be between USD210 million (or about RM703.5 million) to USD315 million (or about RM1.1 billion) representing 70% stake in the JVC.

Save for the approvals of the relevant authority(ies) in Vietnam for the formation of the JVC and the development of the Project on the abovementioned property, no approvals are required from the shareholders of the Company and the relevant Malaysian authorities for the entering into the Agreement.

**NOTES (Continued)**

- (e) On 27 December 2007, the Company announced that it has on even date, entered into a memorandum of understanding ("MOU") with the People's Committee of Dong Nai Province, Vietnam to record their agreement in principle to collaborate on the proposed development of a parcel of land measuring 600 hectares (or about 1,482 acres) at Nhon Trach New City, Dong Nai Province, Vietnam into a mixed residential, commercial, financial and administrative centre ("Project"). Unless otherwise extended, the MOU is valid for a period of 12 months from the date of execution of the MOU.

Save for the approvals of the relevant authority(ies) in Vietnam for the master plan design and the proposed development of the Project on the abovementioned property, no approvals are required from the shareholders of the Company and the relevant Malaysian authorities for the entering into the MOU.

- (f) On 28 January 2008, the Company announced that it has on even date entered into an agreement in principle ("Agreement") with Tin Nghia Co. Ltd, Vietnam ("TNC"), Development Investment Construction Corporation, Vietnam ("DIC") and Vietnam Infrastructure Hexagon Limited ("VIHL") to record their agreement in principle to collaborate on the proposed construction of a bridge across the Dong Nai River linking Nhon Trach District, Dong Nai Province to Ho Chi Minh City ("Bridge Project"). The Agreement shall be effective for a period of 12 months from the date of its execution.

In general, the abovementioned parties have agreed that the Company and TNC shall contribute up to 50% of the charter/equity capital of the joint venture company and DIC and VIHL shall contribute the remaining 50%. The Bridge Project will be jointly managed by the Company and VIHL.

The entering of the Agreement is not subject to the approval of the shareholders of the Company or any other Malaysian relevant authorities. The Agreement is however subject to the approvals of the shareholders or board of TNC and DIC (where applicable) and the investment committee of VIHL. The Bridge Project is subject to the approvals of the People's Committees of Dong Nai Province and Ho Chi Minh City respectively.

- (g) On 19 August 2008, the Company announced that it purchased RM18 million of the 8% Secured Exchangeable Bonds with its internally generated funds. These Exchangeable Bonds shall be cancelled in accordance to the terms and conditions of the Trust Deed. Consequently, the outstanding Exchangeable Bonds in issuance is reduced to RM882 million after the purchase and cancellation.
- (h) On 20 August 2008, the Company announced that it has entered into a conditional memorandum of agreement ("MOA") with Government of Jeju Special Self Governing Province and Jeju Free International City Development Center ("JDC") for the proposed development of an international themed village ("Project") on a parcel of freehold land measuring approximately 586,040 square metres (or about 145 acres) located in the vicinity of San 35-7 Seokwang-Ri, Anduk-Myun, Seogwipo-City, Jeju Special Self Governing Province in Korea. ("Proposed Joint Venture").

The Company and JDC proposed to carry out the Project on a joint venture basis through a joint venture company ("JV Company"). The JV Company will assume the role as the master developer of the Project. The JV Company's proposed initial issued and paid-up share capital shall be not less than USD10 million (or about RM33 million) to be subscribed by the Company and JDC in the proportion of 81% (i.e. USD8.1 million) and 19% (i.e. USD1.9 million) respectively.



**NOTES (Continued)**

The Proposed Joint Venture is not subject to the approval of the shareholders of the Company and is subject to all such approvals and licences being obtained from the relevant Korean regulatory authorities.

- (i) On 28 August 2008, the Company announced that it, has on 25 August 2008, entered into a MOA with the Economic & Social Development Fund, Libya (“ESDF”) and OYIA Company For Development And Tourism Investment, Libya (“OYIA”) to record their agreement in principle to collaborate on a joint venture basis on the proposed development of 3 parcels of land measuring in total approximately 345 hectares (or about 852.5 acres) located along the Airport Road in Tripoli, Libya into an integrated golf resort cum residential and commercial development (“Proposed Project”).

Subsequently, on 15 September 2008, the Company announced that BLCL had entered into a joint venture agreement (“JVA”) with OYIA for the Proposed Project (“Joint Venture”). The parties have agreed to enter into the JVA through the establishment of a limited liability company (“JVCo”) in accordance with applicable Libyan Laws under the name of “Berjaya OYIA Development Limited”.

The initial paid up share capital of JVCo will be LYD10.0 million (or about RM27.5 million) of which LYD6.0 million (or about RM16.5 million) representing 60% of the share capital shall be subscribed by BLCL and the balance LYD4.0 million (or about RM11.0 million) representing 40% of the share capital shall be subscribed by OYIA.

Save for the Bank Negara Malaysia’s approval (if required) for the remittance of funds by the Company to BLCL pursuant to the Joint Venture for the purpose of the Proposed Project, the entering into the JVA is not subject to the approval of the shareholders of the Company or any other relevant Malaysian authorities. The Joint Venture is in the ordinary course of business of the Group.

The Joint Venture is also subject to the approvals of the relevant authorities in Libya (where applicable).

**B9 Group borrowings and debt securities as at 31 July 2008:**

	RM'000
Short term borrowings	
Secured - Denominated in Ringgit Malaysia	260,151
Denominated in USD (USD35,238,000) *	114,965
Denominated in GBP (£297,000) *	1,919
Denominated in SGD (SGD1,010,000) *	2,406
	379,441
Long term borrowings	
Secured - Denominated in Ringgit Malaysia	1,011,191
Denominated in USD (USD33,985,000) *	110,878
Denominated in GBP (£2,080,000) *	13,438
Denominated in SGD (SGD1,263,000) *	3,009
	1,138,516
Total bank borrowings	1,517,957
8% Exchangeable Bonds (secured)	900,000

\* Converted at the respective exchange rates prevailing as at 31 July 2008

**NOTES (Continued)**

- B10 Saved as disclosed in Note A11, there were no financial instruments with off balance sheet risk as at the date of this announcement.
- B11 There was no pending material litigation as at the date of this announcement.
- B12 The Board does not recommend any dividend in the current quarter (previous year corresponding quarter ended 31 July 2007 : First interim of 5% less 26% income tax).
- B13 The basic and fully diluted earnings per share are calculated as follows:

	Group (3-month period)			
	Income (RM'000)		Earnings per share (sen)	
	31/07/08	31/07/07	31/07/08	31/07/07
Net profit for the quarter	683	38,203		
Weighted average number of ordinary shares in issue with voting rights	1,256,113	1,100,256		
Basic earnings per share (sen)			0.05	3.47

There are no potential ordinary shares outstanding as at 31 July 2008. As such, the fully diluted earnings per share of the Group is equivalent to the basic earnings per share.