OUDITIONUDA DEVELOPMENT



UOA DEVELOPMENT BHD
INTERIM FINANCIAL REPORT
FIRST QUARTER ENDED 31 MARCH 2012



INTERIM FINANCIAL REPORTFIRST QUARTER ENDED 31 MARCH 2012

UOA DEVELOPMENT BHD (654023-V)

(Incorporated in Malaysia

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Central park at Bangsar South, UOA Development Bhd's flagship mixed use development in Kuala Lumpur (front cover)

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UOA DEVELOPMENT BHD (654023-V) (Incorporated in Malaysia) UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2012

	As At	As At
	31 March 2012 RM'000	31 December 2011 RM'000
ASSETS	KIVI UUU	(Audited)
Non-current assets		(Addited)
Property, plant and equipment	57,062	56,647
Investment properties	653,348	647,062
Land held for property development	201,460	81,962
Available-for-sale financial assets	21,187	21,651
Investment in an associate	19,013	19,052
Amount due from associate	3,150	3,111
Deferred tax assets	16,848	15,544
	972,068	845,029
Current accets		
Current assets	270.046	420 445
Property development costs Inventories	370,946 384,057	420,445 332,686
Trade and other receivables	256,508	255,173
Current tax assets	7,635	233,173
Short term investments	89,290	165,631
Fixed deposits with licensed banks	26,600	68,184
Cash and bank balances	50,674	53,629
	1,185,710	1,295,748
TOTAL ASSETS	2,157,778	2,140,777
EQUITY AND LIABILITIES		
Equity	FO 702	F0 703
Share capital	59,793	59,793
Share premium Marran reconve	726,498	726,498
Merger reserve Fair value reserve	2,252 3,093	2,252 3,557
Unappropriated profit	1,054,759	1,013,814
Equity attributable to owners of the Company	1,846,395	1,805,914
Non-controlling interests	43,163	39,317
Total equity	1,889,558	1,845,231
	2,003,030	
Non-current liabilities		
Amounts owing to non-controlling shareholders of subsidiary companies	63,893	57,997
Hire purchase and finance lease liabilities	6,272	5,791
Long term borrowings	2,065	2,065
Deferred tax liability	20,424	20,450
Current liabilities	92,654	86,303
Trade and other payables	164 020	102 520
Amount owing to holding company	164,920	192,530 1,795
Amount owing to rolating companies		129
Hire purchase and finance lease liabilities	3,204	3,299
Short term borrowings	7,442	5,307
Current tax liabilities		6,183
Can ent tax nasmites	175,566	209,243
TOTAL LIABILITIES	268,220	295,546
TOTAL EQUITY AND LIABILITIES	2,157,778	2,140,777
Net Asset Per Share (RM)	1.54	1.51
Based on number of shares	1,195,860,000	1,195,860,000

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial report.

UOA DEVELOPMENT BHD (654023-V) (Incorporated in Malaysia) UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 MARCH 2012

	Individual Quar	ter Ended	Cumulative Qua	rter Ended
	31 March	31 March	31 March	31 March
	2012	2011	2012	2011
	RM'000	RM'000	RM'000	RM'000
Revenue	148,076	145,734	148,076	145,734
Cost of sales	(77,935)	(69,670)	(77,935)	(69,670)
Gross profit	70,141	76,064	70,141	76,064
Fair value adjustment on investment properties	-	92,253	-	92,253
Other income	8,042	9,318	8,042	9,318
Administrative and general expenses	(12,806)	(19,517)	(12,806)	(19,517)
Other expenses	(1,891)	(1,676)	(1,891)	(1,676)
Finance costs	(940)	(749)	(940)	(749)
Share of results of associate	(39)	-	(39)	-
Profit before tax	62,507	155,693	62,507	155,693
Tax expense	(14,916)	(22,084)	(14,916)	(22,084)
Profit for the period	47,591	133,609	47,591	133,609
Fair value adjustment on available-for-sale financial a - Loss on fair value changes	(464)	(2,680)	(464)	(2,680)
Total comprehensive income for the period	47,127	130,929	47,127	130,929
Profit attributable to:				
Owners of the Company	40,945	130,045	40,945	130,045
Non-controlling interests	6,646	3,564	6,646	3,564
	47,591	133,609	47,591	133,609
Total comprehensive income attributable to:				
Owners of the Company	40,481	127,365	40,481	127,365
Non-controlling interests	6,646	3,564	6,646	3,564
	47,127	130,929	47,127	130,929
Earnings per share (Sen)				
- Basic earnings per share	3.42	14.86	3.42	14.86
- Diluted earnings per share	N/A	N/A	N/A	N/A

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial report.

UOA DEVELOPMENT BHD (654023-V)
(Incorporated in Malaysia)
UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE QUARTER ENDED 31 MARCH 2012

		¥	Attributable to Owners of the Company	vners of the Co	mpany ———	\uparrow		
	Share Capital RM'000	Share Premium RM'000	- Non-distributable Merger Reserve RM'000	e Fair Value Reserve RM'000	Unappropriated profits RM'000	Total RM'000	Non- controlling interest RM'000	Total Equity RM'000
Balance at 1 January 2012	59,793	726,498	2,252	3,557	1,013,814	1,805,914	39,317	1,845,231
Total comprehensive income for the period	'	•	•	(464)	40,945	40,481	6,646	47,127
Dividend paid to non-controlling shareholder of a subsidiary company		•	•	1	1	1	(2,800)	(2,800)
Balance at 31 March 2012	59,793	726,498	2,252	3,093	1,054,759	1,846,395	43,163	1,889,558
Balance at 1 January 2011	43,755	1	2,252	5,895	629,008	680,910	21,059	701,969
Total comprehensive income for the period	•	•	•	(2,680)	130,045	127,365	3,564	130,929
Balance at 31 March 2011	43,755		2,252	3,215	759,053	808,275	24,623	832,898

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial report.

UOA DEVELOPMENT BHD (654023-V) (Incorporated in Malaysia) UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE QUARTER ENDED 31 MARCH 2012

	Current Year To Date 31 March 2012 RM'000	Preceding Year To Date 31 March 2011 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	62,507	155,693
Adjustments for:		
Non-cash items	1,911	(90,847)
Non-operating items	19	(1)
Dividend income	(764)	(861)
Net interest expense	(1,443)	(3,602)
Operating profit before changes in working capital	62,230	60,382
Net changes in receivables	(14,792)	(96,040)
Net changes in payables	(29,533)	(30,018)
Cash generated from/(used in) operations	17,905	(65,676)
Interest received	643	101
Tax paid	(30,064)	(17,381)
Net cash used in operating activities	(11,516)	(82,956)
CASH FLOWS FROM INVESTING ACTIVITIES		
Repayment from holding company	_	22,036
Repayment from related companies	_	2,465
Dividend received	764	861
Proceeds from disposal of property, plant and equipment	26	6
Additions to investment properties	(6,286)	(15,169)
Purchase of property, plant and equipment	(889)	(326)
Purchase of land held for property development	(106,195)	(3,978)
Interest income	397	41
Net cash (used in)/generated from investing activities	(112,183)	5,936
CASH FLOWS FROM FINANCING ACTIVITIES		
Advances from holding company	_	144,657
Repayment to related companies	_	(508)
Payment of hire purchase and finance lease liabilities	(1,073)	(603)
Dividends paid to non-controlling shareholders of a subsidiary company	(2,800)	-
Net drawdown/(repayment) of borrowings	2,135	(56,438)
Advances from non-controlling shareholders of subsidiary companies	6,207	19,442
Interest paid	(1,650)	(97)
Net cash generated from financing activities	2,819	106,453
Net (decrease)/increase in cash and cash equivalents	(120,880)	29,433
Cash and cash equivalents at beginning of period	287,444	38,196
Cash and cash equivalents at end of period	166,564	67,629
Cash and cash equivalents at end of period comprises:		
Short term investments	89,290	732
Fixed deposits with licensed banks	26,600	5,720
Cash and bank balances	50,674	61,177
	166,564	67,629

The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial report.

EXPLANATORY NOTES TO THE INTERIM REPORT FOR THE QUARTER ENDED 31 MARCH 2012

A EXPLANATORTY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD ("FRS") 134, INTERIM FINANCIAL REPORTING

A1 BASIS OF PREPARATION

The interim financial report has been prepared in accordance with FRS 134, Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the Group's audited financial statements for the financial year ended 31 December 2011 and the accompanying explanatory notes attached to this interim financial report.

These 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 Company and its subsidiaries ("the Group") since the year ended 31 December 2011.

A2 CHANGES IN ACCOUNTING POLICIES

The significant accounting policies adopted are consistent with those of the audited financial statements of the Group for the year ended 31 December 2011, except for the adoption of the following relevant revised FRSs, Amendments to FRSs and Issues Committee Interpretation ("IC Interpretation"):

Amendments to FRS 7 Disclosure – Transfers of Financial Assets

Amendments to FRS 112 Deferred Tax Recovery of Underlying Assets

FRS 124 Related Party Disclosures (revised)

IC Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments

The adoption of the above revised FRSs, Amendments to FRSs and IC Interpretation does not have any significant financial impact on the Group.

A3 QUALIFIED AUDIT REPORT

The auditors' report of the financial statements of the Company for the financial year ended 31 December 2011 was not qualified.

A4 COMMENTS ON SEASONALITY OR CYCLICALITY OF OPERATIONS

The business operations of the Group during the financial period under review have not been materially affected by any seasonal or cyclical factors.

A5 UNUSUAL ITEMS

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the quarter under review.

A6 MATERIAL CHANGES IN ESTIMATES

There were no material changes in estimates that have had a material effect in the current quarter results.

A7 DEBT AND EQUITY SECURITIES

Save as disclosed below, there were no issuance, cancellation, repurchase, resale and repayment of debt and/or equity securities, share buybacks, share cancellations, shares held as treasury shares and resale of treasury shares for the current quarter.

A8 DIVIDENDS PAID

There were no dividends paid during the current quarter under review.

A9 OPERATING SEGMENT INFORMATION

	Property				
	development	Construction	Others	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000
Cumulative quarter en	ded 31 March 20	12			
Revenue	440.076				440.076
External revenue Inter-segment	148,076	-	-	-	148,076
revenue	-	82,175	-	(82,175)	-
Total revenue	148,076	82,175	-	(82,175)	148,076
Results					
Segment results	59,182	4,862	(1,498)	-	62,546
Share of results of asso	ociate				(39)
Tax expense					(14,916)
Profit for the period					47,591

	Property development RM'000	Construction RM'000	Others RM'000	Elimination RM'000	Consolidated RM'000
Cumulative quarter e	ended 31 March 20	<u>)11</u>			
Revenue External revenue Inter-segment	145,734	-	-	-	145,734
revenue	-	131,243	-	(131,243)	-
Total revenue	145,734	131,243	-	(131,243)	145,734
Results Segment results Tax expense	64,989	9,679	88,020	(6,995)	155,693 (22,084)
Profit for the period					133,609

A10 MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM PERIOD

On 20 April 2012, the Group through its wholly owned subsidiary, Nasib Unggul Sdn Bhd, had offered to sell a 14-storey office building at Bangsar South ("the Property") to DKLS Industries Berhad at a total consideration of RM93.8 million. The sale of the Property is subject to the fulfilment of the conditions precedent within 90 days from the Sale and Purchase Agreement. As at 17 May 2012, the conditions precedent has not been fulfilled.

Saved as disclosed in Section B6 the Status of Corporate Proposals, there were no material events subsequent to the end of the current quarter and up to 17 May 2012, being the latest practicable date from the date of this report.

A11 EFFECT OF CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in composition of the Group during the quarter under review.

A12 CONTINGENT LIABILITIES OR CONTINGENT ASSETS

The contingent liabilities of the Company as at the end of the current quarter are as follows:

	As at 31 March 2012 RM'000
Corporate guarantees given to banks to secure banking facilities granted to subsidiary companies Corporate guarantee given to 3 rd party to provide an interest free advance by a	8,235
subsidiary company to procure another buyer for Horizon Phase 2 development	318

A13 RELATED PARTY TRANSACTIONS

		As	at
31	March	20	12
		410	^^

	RM'000
Transactions with directors of the Company and subsidiary companies, members of their family and companies, in which they have interests:	
of their family and companies, in which they have interests.	
Sales of development properties to a director of the holding company	802
Sales of development properties to a person connected to a director of the	
holding company	2,371
Sales of development properties to persons connected to a director of the	
Company	1,691
Holding company	
- Rental received	154
Related companies	
- Rental received	205
- Rental paid	8
- Management fee paid	681
Transactions with companies in which the holding company is deemed interested:	
Landscaping services paid	96
Security services paid	577
Rental received	13

A14 CAPITAL COMMITMENTS

The Group has the following capital commitments:

	As at 31 March 2012 RM'000
Approved and contracted for	
- Purchase of land for development	32,498
- Purchase of plant and equipment	2,593
	35,091

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

B1 REVIEW OF PERFORMANCE

The Group registered revenue for the quarter under review at RM148.1 million which was marginally higher than the corresponding quarter in the preceding year. The Group's profit attributable to the owners of RM40.9 million was 69% lower than corresponding quarter last year mainly due to absence of fair value gains on investment properties compared to the corresponding quarter of the preceding year. Total expenditure for the quarter under review of RM15.6 million comprises marketing expenses of RM4.2 million, property maintenance expenses of RM1.9 million, administrative and operating expenses of RM8.6 million and finance costs of RM0.9 million.

The Group's revenue and profit attributable to the Company were mainly due to the progressive recognition from the Group's on-going development projects namely Setapak Green, Binjai 8, Camellia Serviced Suites, Le Yuan Residence and the recently completed Kepong Business Park. The quarter under review saw the successful completion of both Villa Pines and Kepong Business Park. The construction works for Vertical Office Suites in Bangsar South commenced during the quarter under review while the works for the recently launched Le Yuan Residence and One @ Bukit Ceylon Hotel Suites are on schedule to meet the targeted completion date.

B2 MATERIAL CHANGES IN INCOME BEFORE TAX FOR THE QUARTER AS COMPARED WITH THE IMMEDIATE PRECEDING QUARTER

The Group's profit attributable to the owners of RM40.9 million for the first quarter ended 31 March 2012 was lower than the corresponding quarter in the preceding year of RM130.0 million. The decrease was mainly due to fair value gains recognised on investment properties in the preceding quarter.

B3 PROSPECTS

The Malaysian economy continues to stay resilient and the property market remains robust as evidenced from the response on our recent projects, One @ Bukit Ceylon Hotel Suites, Le Yuan Residence and the Vertical Office Suites which brought the total new sales for the quarter under review to approximately RM443 million. The total unbilled sales as at 31 March 2012 stood at approximately RM723 million. With the expectation of Binjai 8 to complete in 2012, Setapak Green and Camellia Serviced Suites which are currently at an advanced stage of construction and One @ Bukit Ceylon Hotel Suites and Le Yuan Residence progressing to a more advanced construction stage, these on-going projects are expected to contribute significantly and a substantial portion of the total unbilled sales is expected to be recognised in financial year 2012.

The proposed disposal of investment property, an office building in Bangsar South, announced in April 2012 is expected to contribute an estimated fair valuation gain of approximately RM20 million in the second quarter of 2012.

Aside from Le Yuan Residence and the Vertical Office Suites, other development projects namely, Desa 8, Desa III, Kiara IV and the Subang Land are slated to commence work in 2012. The total estimated gross development value (GDV) for development projects in 2012 is over RM1.50 billion.

The Company will continue to source for development lands within the Greater Kuala Lumpur that meet our criteria to be included in the future pipeline.

B4 VARIANCES BETWEEN ACTUAL PROFIT AND FORECAST PROFIT

Not applicable as no profit forecast was published.

B5 TAX EXPENSE

The breakdown of the tax components is as follows:

	Current Qu	ıarter	Year To I	Date
	31 March	31 March	31 March	31 March
	2012	2011	2012	2011
	RM'000	RM'000	RM'000	RM'000
In respect of current period				
 income tax 	16,247	17,897	16,247	17,897
 deferred tax 	(1,331)	-	(1,331)	-
 deferred Real Property 				
Gains Tax (RPGT)	-	4,187	-	4,187
Tax expense for the period	14,916	22,084	14,916	22,084

The Group's effective tax rate for the current quarter approximated the statutory tax rate of 25%. The effective tax rate for the preceding year corresponding quarter was lower than the statutory tax rate mainly due to difference between income tax rate and RPGT rate applicable on fair value adjustments on investment properties.

B6 STATUS OF CORPORATE PROPOSAL

Save as disclosed below, there were no other corporate proposals announced but not completed during the current financial quarter and financial period to date under review.

On behalf of UOA Development Bhd ("the Company"), CIMB Investment Bank Berhad ("CIMB") had on 6 April 2012, announced that the Company proposed to undertake a dividend reinvestment scheme that will allow shareholders of the Company to have the option to elect to reinvest their dividend entitlements (i.e. cash dividends that have been declared by the Company which include interim, final, special or any other cash dividend) in new ordinary share(s) of RM0.05 each in the Company ("Proposed DRS").

In addition to the above, the Company had on 6 April 2012, submitted an application to Bursa Malaysia Securities Berhad (Bursa Securities), seeking its concurrence to allow the Proposed DRS to be applicable to its first and final single tier dividend of 10 sen per share that was announced on 23 February 2012.

Bursa Securities had vide its letter dated 23 April 2012, approved the waiver sought in respect of the Proposed DRS being made applicable to the Final Dividend, subject to the following conditions:

- (i) the Proposed DRS be tabled for shareholders' approval on or before the date for shareholders' approval of the Final Dividend; and
- (ii) a separate resolution for the shareholders' approval for the Proposed DRS to be implemented for the Final Dividend.

The Proposed DRS was approved by shareholders at the Extraordinary General Meeting held on 29 May 2012.

B7 BORROWINGS AND DEBT SECURITIES

The Group does not have any debt securities. The Group borrowings are denominated in Ringgit Malaysia ("RM") as follows:

	Secured RM'000
Current	
 Revolving credits 	4,247
- Bridging loans	3,195
	7,442
Non-current - Revolving credits	2,065
	9,507

B8 DERIVATIVE FINANCIAL INSTRUMENTS

The Group does not have any derivative financial instruments as at the date of this report.

B9 FAIR VALUE CHANGES OF FINANCIAL LIABILITIES

The Group does not have any financial liabilities that are measured at fair value at the date of this report.

B10 DISCLOSURE OF REALISED AND UNREALISED PROFITS

	As at	As at
	31 March	31 December
	2012	2011
	RM'000	RM'000
Total retained profit of the Company and its subsidiaries		
- Realised	806,384	758,931
- Unrealised	398,282	397,879
	1,204,666	1,156,810
Less: Consolidated adjustments	(149,907)	(142,996)
Total Crown ratained profits as nor consolidated financial		
Total Group retained profits as per consolidated financial statements	1,054,759	1,013,814

B11 MATERIAL LITIGATION

There was no pending material litigation as at the latest practicable date from the date of issuance of this report.

B12 DIVIDENDS

The Board do not recommend any dividend for the current quarter under review.

B13 PROFIT BEFORE TAX

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

	Current Quarter		Year To Date	
	31 March 2012 RM'000	31 March	31 March 2012	31 March 2011
		2012 2011		
		RM'000 RM'000	RM'000	RM'000
Interest income	(2,383)	(4,351)	(2,383)	(4,351)
Other income including				
investment income	(4,276)	(95,916)	(4,276)	(95,916)
Interest expense	940	749	940	749
Depreciation and amortisation	1,926	28	1,926	28
Bad and doubtful debts no				
longer required	(16)	-	(16)	-
Provision for and write off of				
inventories	-	-	-	-
(Gain)/Loss on disposal				
- quoted	-			
investments/properties		-	-	-
- unquoted	-			
investments/properties		-	-	-
Impairment of assets	-	-	-	-
Foreign exchange (gain)/loss	-	-	-	-
(Gain)/Loss on derivatives	-	-	-	-
Exceptional items	_	_	_	_

B14 EARNINGS PER SHARE

a) The basic earnings per share ("EPS") is calculated by dividing the profit for the period attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

	Current Quarter		Year to Date	
	31 March	31 March	31 March	31 March
	2012	2011	2012	2011
Profit attributable to owners of the Company				
(RM'000)	40,945	130,045	40,945	130,045
Weighted average number				
of ordinary shares	1,195,860,000	875,096,400	1,195,860,000	875,096,400
Basic EPS (Sen)	3.42	14.86	3.42	14.86

b) The Company does not have any diluted earnings per share.

BY ORDER OF THE BOARD

YAP KAI WENG Company Secretary UOA DEVELOPMENT BHD Kuala Lumpur

29 MAY 2012