



UOA DEVELOPMENT BHD
INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED 31 DECEMBER 2012



INTERIM FINANCIAL REPORTFOURTH QUARTER ENDED 31 DECEMBER 2012

UOA DEVELOPMENT BHD (654023-V)

(Incorporated in Malaysia)

Wisma UOA Bangsar South Tower 1, Avenue 3, The Horizon Bangsar South City No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia t 1 300 88 6668

Desa Green, a freehold residential development that encapsulates the makings of a modern living experience set in the heart of a natural landscape.

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

| | As At 31 December 2012 | As At 31 December 2011 |
|---|---------------------------|---------------------------|
| | RM'000 | RM'000 |
| ASSETS | | (Audited) |
| Non-current assets | | |
| Property, plant and equipment | 62,026 | 56,647 |
| Investment properties | 407,036 | 647,062 |
| Land held for property development | 275,743 | 81,962 |
| Available-for-sale financial assets | 21,187 | 21,651 |
| Investment in an associate Amount due from associate | 19,560 | 19,052 |
| Deferred tax assets | 3,267 20,546 | 3,111 15,544 |
| Deferred tax assets | 809,365 | 845,029 |
| | 805,305 | 643,023 |
| Current assets | 224 227 | |
| Property development costs | 381,397 | 420,445 |
| Gross amount due from customers | 432 | - |
| Inventories | 378,317 | 332,686 |
| Trade and other receivables Current tax assets | 642,514 860 | 255,173 |
| Short term investments | 173,633 | 165,631 |
| Fixed deposits with licensed banks | 68,616 | 68,184 |
| Cash and bank balances | 136,932 | 53,629 |
| cash and bank balances | 1,782,701 | 1,295,748 |
| TOTAL ASSETS | 2,592,066 | 2,140,777 |
| EQUITY AND LIABILITIES | | |
| Equity | | |
| Share capital | 63,540 | 59,793 |
| Share premium | 826,283 | 726,498 |
| Merger reserve | 2,252 | 2,252 |
| Fair value reserve | 3,093 | 3,557 |
| Unappropriated profit | 1,195,536 | 1,013,814 |
| Less : Treasury shares | (18) | - |
| Equity attributable to owners of the Company | 2,090,686 | 1,805,914 |
| Non-controlling interests | 58,359 | 39,317 |
| Total equity | 2,149,045 | 1,845,231 |
| | | |
| Non-current liabilities | | |
| Amounts owing to non-controlling shareholders of subsidiary companies | 73,194 | 57,997 |
| Hire purchase and finance lease liabilities | 8,180 | 5,791 |
| Long term borrowings | 9,829 | 2,065 |
| Deferred tax liability | 11,961 | 20,450 |
| Current liabilities | 103,164 | 86,303 |
| Trade and other payables | 325,794 | 192,530 |
| Amount owing to holding company | 323,734 | 1,795 |
| Amount owing to related companies | 143 | 129 |
| Hire purchase and finance lease liabilities | 3,907 | 3,299 |
| Short term borrowings | 10,013 | 5,307 |
| Current tax liabilities | -, | 6,183 |
| | 339,857 | 209,243 |
| TOTAL LIABILITIES | 443,021 | 295,546 |
| TOTAL EQUITY AND LIABILITIES | 2,592,066 | 2,140,777 |
| Net Asset Per Share (RM) | 1.65 | 1.51 |
| Based on number of shares net of treasury shares | 1,270,785,000 | 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 YEAR ENDED 31 DECEMBER 2012

| | Individual Qu | arter Ended | Cumulative Q | uarter Ended |
|---|---------------|-------------|--------------|--------------|
| | 31 December | 31 December | 31 December | 31 December |
| | 2012 | 2011 | 2012 | 2011 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Revenue | 171,279 | 137,469 | 799,156 | 613,596 |
| Cost of sales | (90,041) | (64,799) | (417,402) | (297,870) |
| Gross profit | 81,238 | 72,670 | 381,754 | 315,726 |
| Fair value adjustment on investment properties | 43,250 | 113,463 | 96,250 | 205,136 |
| Other income | 10,240 | 6,427 | 37,753 | 35,445 |
| Administrative and general expenses | (35,145) | (26,321) | (87,514) | (63,968) |
| Other expenses | (2,579) | (1,356) | (10,566) | (6,725) |
| Finance costs | (1,097) | 270 | (4,230) | (4,038) |
| Share of results of associate | 644 | (435) | 732 | 222 |
| Profit before tax | 96,551 | 164,718 | 414,179 | 481,798 |
| Tax expense | (18,852) | (19,332) | (88,629) | (78,887) |
| Profit for the period | 77,699 | 145,386 | 325,550 | 402,911 |
| Other comprehensive income, net of tax | | | | |
| Fair value adjustment on available-for-sale financial a | ssets | | | |
| - Profit/(Loss) on fair value changes | (773) | 1,702 | (464) | (1,906) |
| - Transfer to profit or loss upon disposal | - | - | - | (432) |
| Total comprehensive income for the period | 76,926 | 147,088 | 325,086 | 400,573 |
| Profit attributable to: | | | | |
| Owners of the Company | 71,467 | 139,437 | 301,300 | 384,806 |
| Non-controlling interests | 6,232 | 5,949 | 24,250 | 18,105 |
| • | 77,699 | 145,386 | 325,550 | 402,911 |
| Total comprehensive income attributable to: | | | | |
| Owners of the Company | 70,694 | 141,139 | 300.836 | 382,468 |
| Non-controlling interests | 6,232 | 5,949 | 24,250 | 18,105 |
| Non-controlling interests | 76,926 | 147,088 | 325,086 | 400,573 |
| | | | | |
| Earnings per share (Sen) | | | | |
| - Basic earnings per share | 5.62 | 11.66 | 24.59 | 36.27 |
| - 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 YEAR ENDED 31 DECEMBER 2012

| | | | — Attributa | able to Owners | Attributable to Owners of the Company | | 1 | | |
|--|----------------------------|-------------------------------|--|-----------------------------------|---------------------------------------|------------------------------|-------------------------------|---|-------------------------------|
| | Share Capital RM'000 | Share Premium RM'000 | Non-distributable Merger Reserve RM'000 | e Fair Value Reserve RM'000 | Unappropriated profits RM'000 | Treasury shares 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 | 1,805,914 | 39,317 | 1,845,231 |
| Issuance of ordinary shares pursuant to:- Dividend reinvestment scheme | 3,747 | 100,413 | 1 | 1 | 1 | • | 104,160 | • | 104,160 |
| Listing expenses | 1 | (628) | ı | 1 | 1 | 1 | (628) | ı | (628) |
| Total comprehensive income for the period | 1 | 1 | ı | (464) | 301,300 | 1 | 300,836 | 24,250 | 325,086 |
| Purchase of Treasury shares | 1 | 1 | 1 | ı | | (18) | (18) | ı | (18) |
| Dividend paid to non-controlling shareholder of a subsidiary company | | ı | ı | ı | ı | | | (5,200) | (5,200) |
| Dividend paid | 1 | 1 | ı | ı | (119,586) | 1 | (119,586) | ı | (119,586) |
| Changes of equity interests in subsidiaries | ı | 1 | 1 | 1 | ∞ | ı | ∞ | (8) | 1 |
| Balance at 31 December 2012 | 63,540 | 826,283 | 2,252 | 3,093 | 1,195,536 | (18) | 2,090,686 | 58,359 | 2,149,045 |
| Balance at 1 January 2011 | 43,755 | | 2,252 | 5,895 | 629,008 | • | 680,910 | 21,059 | 701,969 |
| Total comprehensive income for the period | 1 | 1 | ı | (2,338) | 384,806 | 1 | 382,468 | 18,105 | 400,573 |
| Issuance of ordinary shares pursuant to: acquisition of associated company - public issue - share issue expenses | 1,688 14,350 | 16,882 731,850 (22,234) | 1 1 1 | 1 1 1 | 1 1 1 | 1 1 1 | 18,570 746,200 (22,234) | 1 1 1 | 18,570 746,200 (22,234) |
| Changes of equity interests in subsidiaries | 1 | 1 | 1 | 1 | | 1 | ı | 153 | 153 |
| Balance at 31 December 2011 | 59,793 | 726,498 | 2,252 | 3,557 | 1,013,814 | ' | 1,805,914 | 39,317 | 1,845,231 |

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 YEAR ENDED 31 DECEMBER 2012

| CASH FLOWS FROM OPERATING ACTIVITIES Profit before tax | Current Year To Date 31 December 2012 RM'000 | Preceding Year To Date 31 December 2011 RM'000 |
|---|---|---|
| | • | , |
| Adjustments for: | ,· | 4 |
| Non-cash items | (87,236) | (201,206) |
| Non-operating items Dividend income | (1,092) | (1,238) |
| Net interest expense | (1,619) (3,900) | (1,617) (6,595) |
| Operating profit before changes in working capital | 320,332 | 271,142 |
| Net changes in receivables | (55,673) | (261,036) |
| Net changes in payables | 131,506 | 26,513 |
| Cash generated from operations | 396,165 | 36,619 |
| Interest received | 1,951 | 643 |
| Tax paid | (109,163) | (71,835) |
| Net cash generated from/(used in) operating activities | 288,953 | (34,573) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Repayment from holding company | - | 22,036 |
| Repayment from related companies | - | 2,465 |
| Advances to associated company | - | (3,781) |
| Dividend received | 1,619 | 1,617 |
| Proceeds from disposal of available for sale financial assets | - 46 20E | 3,354 |
| Proceeds from disposal of investment properties Proceeds from disposal of property, plant and equipment | 46,305 372 | - 525 |
| Acquisition of additional shares in existing subsidiary | - | 153 |
| Additions to investment properties | (69,318) | (83,451) |
| Purchase of property, plant and equipment | (6,614) | (5,379) |
| Purchase of land held for property development | (172,850) | (42,325) |
| Interest income | 3,766 | 4,776 |
| Net cash used in investing activities | (196,720) | (100,010) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Repayment to holding company | - | (202,898) |
| Advances from/(Repayment to) related companies | 10 | (10,124) |
| Payment of hire purchase and finance lease liabilities | (4,254) | (3,216) |
| Proceeds from Initial Public Offering net of listing expenses | - (C38) | 723,966 |
| Listing expenses Dividends paid to owners of the Company | (628) (15,426) | - |
| Dividends paid to owners of the company Dividends paid to non-controlling shareholders of a subsidiary company | (5,200) | _ |
| Net drawdown/(repayment) of borrowings | 12,470 | (144,125) |
| Fixed deposit pledged to secure bank borrowings | (241) | (9) |
| Advances from non-controlling shareholders of subsidiary companies | 13,907 | 23,319 |
| Shares repurchase at cost | (18) | - |
| Interest paid | (1,357) | (3,091) |
| Net cash (used in)/generated from financing activities | (737) | 383,822 |
| Net increase in cash and cash equivalents | 91,496 | 249,239 |
| Cash and cash equivalents at beginning of period | 287,081 | 37,842 |
| Cash and cash equivalents at end of period | 378,577 | 287,081 |
| Cash and cash equivalents at end of period comprises: | | |
| Short term investments | 173,633 | 165,631 |
| Fixed deposits with licensed banks | 68,616 | 68,184 |
| Cash and bank balances | 136,932 | 53,629 |
| | 379,181 | 287,444 |
| Fixed deposit pledged to secure bank borrowings | (604) 378,577 | (363) 287,081 |
| | 3/8,5// | 287,081 |

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 DECEMBER 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.

Malaysian Financial Reporting Standards ("MFRS")

On 19 November 2011, the Malaysian Accounting Standards Board ("MASB") issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (MFRS).

The MFRS is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities subject to the application of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate, including its parent, significant investor and venture (herein referred to as 'Transitioning Entities').

Transitioning Entities will be allowed to defer adoption of the new MFRS for an additional one year, i.e. to annual periods beginning on or after 1 January 2013 after which the MFRS will become mandatory.

The Group falls within the definition of Transitioning Entities and has opted to defer adoption of the new MFRS to 1 January 2013. Accordingly, the Group will be required to prepare its first MFRS financial statements for the year ending 31 December 2013. In presenting its first MFRS financial statements, the Group will quantify the financial effects of the differences between the current FRS and MFRS. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

On 30 June 2012, the MASB had announced that Transitioning Entities would be allowed to further defer the adoption of the new MFRS for another year, i.e. to 1 January 2014.

Accordingly, the consolidated financial performance and financial position as disclosed in these financial statements for the year ended 31 December 2011 could be different if prepared under the MFRS.

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

(a) Share buyback by the Company

During the current quarter, there was no buyback of shares nor resale or cancellation of treasury shares.

(b) As at 31 December 2012, the Company has 10,000 ordinary shares held as treasury shares and the issued and paid-up share capital of the Company remained unchanged at 1,270,795,000 ordinary shares of RM0.05 each.

A8 DIVIDENDS PAID

The total dividend paid out of shareholders' equity for the ordinary shares during the year is as follows:

| | Year To | Date |
|---|-------------|-------------|
| | 31 December | 31 December |
| | 2012 | 2011 |
| Dividend in respect of financial year ended 31 December 2011: | | |
| - First and final single tier dividend of 10 sen per share | 119,586 | - |

OPERATING SEGMENT INFORMATION Α9

| | Property development RM'000 | Construction RM'000 | Others RM'000 | Elimination RM'000 | Consolidated RM'000 |
|--|-----------------------------------|------------------------|------------------|-----------------------|----------------------------|
| Year to date ended 31 | | | | | |
| Revenue External revenue | 794,755 | - | - | - | 794,755 |
| Inter-segment revenue | - | 439,217 | - | (434,816) | 4,401 |
| Total revenue | 794,755 | 439,217 | - | (434,816) | 799,156 |
| Results Segment results Share of results of asso Tax expense | 302,622 ociate | 34,644 | 76,181 | - | 413,447 732 (88,629) |
| Profit for the year | | | | | 325,550 |

| | Property development RM'000 | Construction RM'000 | Others RM'000 | Elimination RM'000 | Consolidated RM'000 |
|-----------------------------------|-----------------------------------|------------------------|------------------|-----------------------|------------------------|
| Year to date ended 3 | 1 December 2011 | | | | |
| Revenue | | | | | |
| External revenue Inter-segment | 613,596 | - | - | - | 613,596 |
| revenue | 3,671 | 488,448 | - | (492,119) | - |
| Total revenue | 617,267 | 488,448 | - | (492,119) | 613,596 |
| Results | | | | | |
| Segment results | 265,384 | 33,642 | 182,550 | - | 481,576 |
| Share of results of ass | sociate | | | | 222 |
| Tax expense | | | | | (78,887) |
| Profit for the year | | | | | 402,911 |

A10 MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM PERIOD

On 23 January 2013, the Company acquired 100% equity in Regenta Development Sdn Bhd and Seri Prima Development Sdn Bhd for a cash consideration of RM2.00 respectively.

Saved as disclosed in Section B6 the Status of Corporate Proposals, there were no material events as at 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 December 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 subsidiary company to procure another buyer for Horizon Phase 2 | 17,752 |
| development | 318 |

As at

A13 RELATED PARTY TRANSACTIONS

31 December 2012 RM'000 Transactions with directors of the Company and subsidiary companies, members of their family and companies, in which they have interests: Sales of development property to a director of the Company 1,057 Sales of development property to a director of a subsidiary company 2,620 Sales of development properties to a company in which a director of the Company has substantial financial interest 1,220 Sales of development properties to a director of the holding company 2,026 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 3,944 Company

A14 CAPITAL COMMITMENTS

The Group has the following capital commitments:

| | As at 31 December 2012 RM'000 |
|--|--|
| Approved and contracted for | |
| Purchase of land for development | 59,325 |
| - Purchase of plant and equipment | 7,037 |
| | 66,362 |

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 quarter under review has been remarkable with the Group registering revenue of RM171.3 million which was 25% higher than the corresponding quarter in the preceding year. The Group's profit attributable to the owners for the quarter under review was RM71.5 million. Excluding fair value gains recognised on completion of investment properties, profit attributable to the owners was 129% higher than the corresponding quarter in the preceding year. Total expenditure for the quarter under review of RM38.8 million comprised marketing expenses of RM18.1 million, property maintenance expenses of RM2.6 million, administrative and operating expenses of RM17.0 million and finance costs of RM1.1 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 One@Bukit Ceylon Hotel Suites, Camellia Serviced Suites, Le Yuan Residence, Vertical Office Suites and the recently completed Binjai 8 and Setapak Green. During the quarter, the Group also commenced previews of two new developments known as Desa Green and Scenaria@North Kiara Hills. The disposal of the Group's inventories at Bangsar South and Villa Pines at Segambut during the quarter under review also contributed to the increase in revenue and profits.

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 RM71.5 million for the fourth quarter ended 31 December 2012 was lower than the corresponding quarter in the preceding year of RM139.4 million. The decrease was mainly due to fair value gains recognised on investment properties in the corresponding quarter of the preceding year.

B3 PROSPECTS

The encouraging growth in new sales continued in the quarter under review. The total year-to-date new sales achieved a record high of approximately RM1.71 billion. We expect the financial year 2013 to sustain the good sales given the strong project pipeline targeted to be launched in 2013. The total unbilled sales as at 31 December 2012 stood at approximately RM712.5 million.

For the future development project pipeline, the Company will continue to source for strategic development lands that meet our criteria with focus within the Greater Kuala Lumpur.

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 C | Quarter | Year To | Date |
|--|-------------|----------------|-------------|-------------|
| | 31 December | 31 December | 31 December | 31 December |
| | 2012 | 2011 | 2012 | 2011 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| In respect of current period | | | | |
| income tax | 16,667 | 16,175 | 87,591 | 76,151 |
| deferred tax | (11,378) | (2,886) | (15,476) | (6,355) |
| deferred Real Property | | | | |
| Gains Tax (RPGT) | 13,671 | 5,252 | 16,321 | 9,584 |
| In respect of prior period | | | | |
| income tax | (107) | 775 | 194 | (602) |
| - deferred tax | (1) | 16 | (1) | 109 |
| Tax expense for the period | 18,852 | 19,332 | 88,629 | 78,887 |

The Group's effective tax rate for the current quarter and year was lower than the statutory tax rate of 25% mainly due to the difference between the income tax and RPGT rates applicable on fair value adjustments on investment properties. The effective tax rate for the corresponding quarter of the preceding year was lower than the statutory tax rate mainly due to the difference between the income tax and RPGT rates 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 6 April 2012, CIMB Investment Bank on behalf of the Company, had announced that the Company has proposed to undertake a dividend reinvestment scheme ("DRS") that provides the shareholders the option to elect to reinvest their cash dividend declared by the Company (whether interim, final, special or any other cash dividend) ("Dividend") into new ordinary shares of RM0.05 each in the Company ("Shares"). Approval from shareholders for the proposed DRS and the issuance of new Shares arising from the proposed DRS was obtained at the Extraordinary General Meeting held on 29 May 2012.

The DRS further provides that whenever a cash Dividend is proposed, the Board may, in its absolute discretion, determine that the DRS to be applied to the whole or a portion of the cash Dividend and where applicable, any remaining portion of the Dividend will be paid in cash.

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 | 10,000 |
| - Bridging loans | 13 |
| | 10,013 |
| Non-current | |
| - Revolving credits | 2,065 |
| - Term loan | 7,764 |
| | 9,829 |
| | 19,842 |

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 31 December 2012 RM'000 | As at 31 December 2011 RM'000 |
|---|--|--|
| Total retained profit of the Company and its subsidiaries - Realised - Unrealised | 1,132,683 237,954 | 758,931 397,879 |
| Total share of retained profits from associated company - Realised - Unrealised | 1,370,637 954 (224) 730 | 1,156,810 222 - 222 |
| Less: Consolidated adjustments | (175,831) | (143,218) |
| Total Group retained profits as per consolidated financial statements | 1,195,536 | 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 has recommended a first and final single tier dividend of 12 sen per ordinary share in respect of the year ended 31 December 2012 ("Proposed Dividend"). The Proposed Dividend shall be subject to the approval of shareholders at the forthcoming Annual General Meeting to be held on a date, which shall be announced later.

Subject to the relevant regulatory approvals being obtained and shareholders' approval at the forthcoming Annual General Meeting, the Board of Directors recommends that the shareholders of the Company be given an option to elect to reinvest the entire Proposed Dividend into new ordinary shares of RMO.05 each in the Company in accordance with DRS.

B13 PROFIT BEFORE TAX

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

| | Current Quarter | | Year To Date | |
|--------------------------------|------------------------|-------------|--------------|-------------|
| | 31 December | 31 December | 31 December | 31 December |
| | 2012 | 2011 | 2012 | 2011 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Interest income | (1,976) | (1,649) | (8,130) | (10,633) |
| Other income including | | | | |
| investment income | (50,390) | (117,319) | (119,467) | (219,579) |
| Interest expense | 1,097 | (270) | 4,230 | 4,038 |
| Depreciation and amortisation | 2,214 | 1,786 | 8,462 | 6,355 |
| Bad and doubtful debts no | | | | |
| longer required | 360 | 7 | 316 | (2,429) |
| Provision for and write off of | | | | |
| inventories | - | - | - | - |
| (Gain)/Loss on disposal | | | | |
| - quoted | | | | |
| investments/properties | - | - | - | (546) |
| - unquoted | | | | |
| investments/properties | - | - | - | - |
| Impairment of assets | - | - | - | - |
| Foreign exchange (gain)/loss | 8 | - | 9 | - |
| (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 December | 31 December | 31 December | 31 December |
| | 2012 | 2011 | 2012 | 2011 |
| Profit attributable to owners of the | | | | |
| Company (RM'000) | 71,467 | 139,437 | 301,300 | 384,806 |
| Weighted average number | | | | |
| of ordinary shares | 1,270,785,000 | 1,195,860,000 | 1,225,339,207 | 1,060,986,537 |
| Basic EPS (Sen) | 5.62 | 11.66 | 24.59 | 36.27 |

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

22 FEBRUARY 2013