UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 OCTOBER 2016⁽¹⁾

		Current Quarter		Cumulative Quarters		
		3 month	s ended	12 mont	ns ended	
		Unaudited	Audited	Unaudited	Audited	
	Note	31 October 2016 RM'000	31 October 2015 ⁽²⁾ RM'000	31 October 2016 RM'000	31 October 2015 RM'000	
Revenue		72,448	N/A	263,563	217,546	
Cost of sales		(46,654)	N/A	(169,572)	(143,107)	
Gross profit		25,794	N/A	93,991	74,439	
Other income		1,079	N/A	2,594	490	
Administration expenses		(19,224)	N/A	(68,122)	(53,523)	
Other expenses		(1,845)	N/A	(5,447)	(3,854)	
Finance costs		(113)	N/A	(505)	(577)	
Share of profit of jointly controlled entity ⁽³⁾		95	N/A	1,110	727	
Profit before tax		5,786	N/A	23,621	17,702	
Tax expense		(1,480)	N/A	(5,488)	(4,192)	
Net profit for the period		4,306	N/A	18,133	13,510	
Other comprehensive income, net of tax		-	N/A	-	-	
Total comprehensive income		4,306	N/A	18,133	13,510	
Profit attributable to:						
Equity holders of the company		4,306	N/A	18,133	13,510	
Basic earnings per ordinary share (sen)	B12	1.39	N/A	6.54	5.89	
Diluted earnings per ordinary share (sen)	B12	1.39	N/A	6.54	5.89	

Notes:

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Comprehensive Income is disclosed in Note A2 and should be read in conjunction with the Accountants' Report for the financial years ended 31 October 2013, 2014 and 2015 as disclosed in the prospectus of Bison Consolidated Berhad ('Bison" or the "Company") dated 4 March 2016 ("Prospectus") and the accompanying explanatory notes as attached to this interim financial report.
- (2) No comparative figures for the corresponding period of the current quarter are available as this is the Company's fourth interim financial report on its consolidated results for the financial year ended 31 October 2016 prepared in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements").
- (3) This was previously disclosed as an associate company of the Group and there is no financial impact arising from this reclassification.

N/A – Not applicable

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (1)

	Unaudited 31 October 2016 RM'000	Audited 31 October 2015 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	65,266	46,679
Intangible asset	-	6
Investment in jointly controlled entity	2,678	1,568
Other investments ⁽²⁾	8,644	5
Total non-current assets	76,588	48,258
Current assets		
Inventories ⁽³⁾	29,782	21,755
Trade receivables	6,956	4,169
Other receivables	18,460	16,989
Amount due from jointly controlled entity	1,218	1,244
Amount due from related parties	-	1
Tax recoverable	-	16
Other investments ⁽²⁾	54,691	-
Short-term deposits with licensed banks	1,057	925
Cash and bank balances	15,675	6,092
Total current assets	127,839	51,191
Total assets	204,427	99,449

UNAUDITED CONDENSED CONSOLIDATED STAT	EMENT OF FINANCIAL PO Unaudited 31 October 2016 RM'000	OSITION ⁽¹⁾ Audited 31 October 2015 RM'000
EQUITY Share capital	62,014	45,890
Share premium	67,320	-
Retained earnings	60,481	47,000
Revaluation reserve	8,561	8,561
Merger deficit	(45,952)	(45,952)
Total equity	152,424	55,499
LIABILITIES		
Non-current liabilities		
Bank borrowings	6,951	8,276
Finance lease liabilities	404	471
Deferred tax liabilities	2,587	2,108
Total non-current liabilities	9,942	10,855
Current liabilities	00.004	04.440
Trade payables	26,081	21,446
Other payables	14,337	9,600
Amount due to related parties	46	131
Amount due to a director	36	5
Bank borrowings	1,318	1,266
Finance lease liabilities	189	194
Tax payable	54	453
Total current liabilities	42,061	33,095
Total liabilities	52,003	43,950
Total equity and liabilities	204,427	99,449

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION ⁽¹⁾

Net assets per share (RM)⁽⁴⁾

0.49

0.24

Notes:

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Financial Position is disclosed in Note A2 and should be read in conjunction with the Accountants' Report for the financial years ended 31 October 2013, 2014 and 2015 as disclosed in the Prospectus and the accompanying explanatory notes as attached to this interim financial report.
- (2) Other investments comprised of placement of IPO proceeds in money market instrument funds.
- (3) Included in the inventories is RM145,756 in foreign currencies held for the purpose of our money changing business
- (4) Based on the issued and fully paid-up share capital of 310,070,000 ordinary shares (par value of RM0.20) as at 31 October 2016 and share capital of 229,450,000 ordinary shares (par value of RM0.20) as at 31 October 2015.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (1)

	•		— Attributable to	owners of the Compar	וא	
		←	Non- Distributable	e>	Distributable	
	Share Capital	Share Premium	Revaluation Reserve	Merger Deficit	Retained Earnings	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 November 2015	45,890	-	8,561	(45,952)	47,000	55,499
Issuance of new shares	16,124	72,558	-	-	-	88,682
Share issuance expenses	-	(5,238)	-	-	-	(5,238)
Dividends					(4,652)	(4.652)
Total comprehensive income for the year		-	-	-	18,133	18,133
At 31 October 2016	62,014	67,320	8,561	(45,952)	60,481	152,424

Notes:

(1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Changes in Equity is disclosed in Note A2 and should be read in conjunction with the Accountants' Report for the financial years ended 31 October 2013, 2014 and 2015 as disclosed in the Prospectus and the accompanying explanatory notes attached to this interim financial report.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (1)

	Cumulative Quarters		
	12 months ended		
	Unaudited	Audited	
	31 October 2016	31 October 2015	
	RM'000	RM'000	
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax	23,621	17,702	
Adjustments for:			
Depreciation of property, plant and equipment	4,480	3,592	
Write off of intangible asset	6	1	
Bad debts written off	15	-	
Dividend income from quoted investments	neg ⁽²⁾	neg ⁽³⁾	
Dividend income from other investments	(1,397)	-	
(Gain)/Loss on disposal of property, plant and equipment	(5)	8	
Negative goodwill on acquisition of a subsidiary	(51)	-	
Property, plant and equipment written off	926	253	
Share of profit of jointly controlled entity	(1,110)	(728)	
Interest expense	505	577	
Interest income	(389)	(121)	
Waiver of debt	(14)	-	
Unrealised gain on foreign exchange	(105)	-	
Initial public offering exercise expenses	1,149	-	
Operating profit before working capital changes	27,631	21,284	
Changes in working capital:			
Increase in inventories	(8,018)	(5,971)	
Increase in receivables	(4,222)	(8,527)	
Increase in payables	9,524	5,817	
Increase/(Decrease) in amount due to a director	45	(331)	
Decrease in amount due from jointly controlled entity	26	472	
(Increase)/Decrease in amount due from related parties	(1)	3	
Decrease in amount due to related parties	(85)	(37)	
Cash generated from operations	24,900	12,710	
Tax refunded	20	22	
Tax paid	(5,412)	(4,232)	
Net cash from operating activities	19,508	8,500	
CASH FLOWS FROM INVESTING ACTIVITIES			
Dividend income from quoted investments	neg ⁽²⁾	neg ⁽³⁾	
Dividend income from other investments	1,397	- Tieg	
Proceeds from disposal of property, plant and equipment	113	8	
Purchase of property, plant and equipment	(23,714)	(7,688)	
Placement of fixed deposits	(132)	-	
Placement of funds in other investments	(63,330)	-	
Interest income	389	121	
Investment in jointly controlled entity	-	(500)	
Acquisition of a subsidiary	(145)	-	
Net cash used in investing activities	(85,422)	(8,059)	
<u>.</u>			

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS⁽¹⁾

	Cumulative Quarters 12 months ended		
	Unaudited	Audited	
	31 October 2016	31 October 2015	
	RM'000	RM'000	
CASH FLOWS FROM FINANCING ACTIVITIES			
Interest paid	(505)	(577)	
Repayment of term loans	(1,273)	(793)	
Repayment of finance lease liabilities	(296)	(239)	
Proceeds from issuance of shares	88,682	-	
Share issuance expenses	(6,387)	-	
Dividends paid	(4,652)	(500)	
Net cash from/(used in) financing activities	75,569	(2,109)	
Net increase/(decrease) in cash and cash	9,655	(1,668)	
Cash and cash equivalents at 1 November	6,418	8,086	
Cash and cash equivalents at 31 Oct	16,073	6,418	
Reconciliation of cash and cash equivalents			
Cash and bank balances	15,675	6,091	
Short-term deposits with licensed banks	1,057	925	
-	16,732	7,016	
Less: short-term deposits pledged to a licensed bank	(659)	(598)	
-	16,073	6,418	

Notes:

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Cash Flow is disclosed in Note A2 and should be read in conjunction with the Accountants' Report for the financial years ended 31 October 2013, 2014 and 2015 as disclosed in the Prospectus and the accompanying explanatory notes as attached to this interim financial report.
- (2) Negligible RM244
- (3) Negligible RM484

A. EXPLANATORY NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 OCTOBER 2016

A1 CORPORATE INFORMATION

The principal activity of the Company is investment holding while its subsidiaries are principally involved in the business of press and convenience retailing, comprising the operations of a press and convenience retail chain in Malaysia under the main trade name of "myNEWS.com".

The Company and its subsidiaries are collectively referred to as the Group.

A2 BASIS OF PREPARATION

The interim financial statements of the Group are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards No. 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Listing Requirements.

This is the fourth interim financial report on the Company's consolidated results for the fourth quarter ended 31 October 2016 prepared in compliance with the Listing Requirements and as such, there are no comparative figures for the preceding year's corresponding quarter.

The interim financial report should be read in conjunction with the Accountants' Report for the financial years ended 31 October 2013, 2014 and 2015 as disclosed in the Prospectus.

A3 SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies and presentations adopted by the Group are consistent with those adopted for the audited financial statements of the Group for the financial year ended 31 October 2015 as disclosed in the Accountants' Report in the Prospectus.

A4 AUDITORS' REPORT

There was no qualification on the audited financial statements of the Group for the financial year ended 31 October 2015.

A5 SEASONAL OR CYCLICAL FACTORS

The Group does not experience any material seasonality in sales revenue except for the shorter month in February, which thereafter normalises until the Ramadan fasting month when sales revenue experienced a reduction again.

A6 UNUSUAL ITEMS AFFECTING ASSETS, LIABILITIES, EQUITY, NET INCOME OR CASH FLOW

There were no unusual items affecting assets, liabilities, equity, net income or cash flow of the Group during the quarter under review

A7 CHANGES IN ESTIMATES

There were no changes in estimates that had a material effect in the current financial quarter under review.

A8 DEBT AND EQUITY SECURITIES

Initial Public Offering ("IPO")

The Company issued 80,620,000 new ordinary shares of RM0.20 each at an issue price of RM1.10 per share ("Public Issue") pursuant to the IPO exercise which shares were listed on Main Market of Bursa Malaysia Securities Berhad on 29 March 2016.

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current financial quarter under review.

A9 DIVIDEND PAID

No dividend was paid during the quarter under review.

A10 SEGMENTAL INFORMATION

The Group operates in the press and retail convenience segment in Malaysia and has entered into an overseas licensing arrangement in Myanmar during the current year which contribution has yet to be significant and as such it does not present its results by geographical or industry segment.

A11 MATERIAL EVENTS SUBSEQUENT TO THE END OF THE CURRENT QUARTER

There was no material event subsequent to the end of the current financial quarter and up to the date of this report.

A12 CHANGES IN COMPOSITION OF THE GROUP

There was no change in the composition of the Group during the current financial quarter.

A13 CONTINGENT LIABILITIES OR CONTINGENT ASSETS

There were no contingent assets as at the date of this interim report. Contingent liabilities of the Group as at 31 October 2016 comprised bank guarantees facility in favour of a jointly controlled entity as security for tenancy deposits amounting to RM658,125.

A14 CAPITAL COMMITMENTS

The capital commitments of the Group as at 31 October 2016 were as follows:

	RM'000
Authorised and contracted for:	
 Purchase of property, plant and equipment 	4,327

A15 PROPERTY, PLANT AND EQUIPMENT

During the year ended 31 October 2016, the Group acquired assets worth RM23.71 million comprises of a piece of land costing RM6.75 million for the construction of a central processing centre, an office lot of RM1.30 million for use as a staff training centre, setting up of new outlets, refurbishing of existing outlets and expanding the fleet of trucks.

A16 SIGNIFICANT RELATED PARTY TRANSACTIONS

	Current	Quarter	Cumulativ	Cumulative Quarters		
	3 month	s ended	12 mont	hs ended		
	Unaudited	Audited	Unaudited	Audited		
	31 October 2016 RM'000	31 October 2015 RM'000	31 October 2016 RM'000	31 October 2015 RM'000		
Transactions with jointly controlled entity	(())		(100)	(100)		
Management fees earned	(124)	N/A	(480)	(460)		
Interest expense charged to	-	-	-	(45)		
Transactions with related parties						
Sales	neg. ⁽¹⁾	N/A	(1)	(1,578)		
Purchases	155	N/A	774	1,399		
Office rental expense	18	N/A	72	72		
Hostel rental expense	18	N/A	70	70		
Advertising and promotion income	-	N/A	(39)	(18)		

Notes:

(1) Negligible – RM460

N/A – Not applicable

B ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD, MAIN MARKET LISTING REQUIREMENT (AS PER APPENDIX 9B)

B1 REVIEW OF PERFORMANCE

Review of current quarter performance

The Group recorded revenue of RM72.45 million and profit before tax and profit after tax of RM5.79 million and RM4.30 million respectively for the fourth quarter ended 31 October 2016.

Food and beverages together with tobacco remained the largest revenue contributors making up 75.2% of the Group's revenue. Gross profit for the quarter was RM25.79 million, representing a margin of 35.7%.

Review of twelve months performance

The Board is pleased to announce that the financial year ended 31 October 2016 is a year of achievement for Bison Group. The Group achieved several milestones during the year such as its successful listing on Bursa Malaysia Main Market on 29 March 2016, the expansion of the myNEWS.com brand outside Malaysia when the Group successfully licensed two outlets in Myanmar at the Yangon International Airport, opening of 70 new outlets and delivered a profitable performance. As at 31 October 2016, the Group had 303 outlets, including 9 WH Smith outlets.

The Group achieved revenue of RM263.56 million as compared to the previous year of RM217.55 million, an improvement of 21.1%. The profit before tax for the year ended 31 October 2016 was RM23.62 million, an improvement of 33.4% over the previous year of RM17.70 million.

Gross profit margin for financial year ended 31 October 2016 was 35.7% which is an improvement of 1.5% over last financial year ended 31 October 2015 at 34.2%. The improvement in gross margin is attributed to the improvement in sales mix and continuing efforts in improving the product offerings to customers by working closely with its business partners.

B2 MATERIAL CHANGES IN THE PROFIT BEFORE TAXATION FOR THE CURRENT QUARTER AS COMPARED WITH THE IMMEDIATE PRECEDING QUARTER

The Group's profit before tax for the fourth quarter is RM5.79 million representing a margin of 8.0% which was higher than the preceding quarter of RM5.02 million and margin of 7.7%. This is mainly due to the improvement in the gross profit margins of food and beverages.

B3 PROSPECTS

The Board of Directors foresees that the local economic landscape will continue to be soft due to cautious consumer spending on the back of the overhanging uncertainties caused by the condition of the global economy. Despite the less vibrant local economy, the Board believes that the Group is able to maintain its growth and profitability trend with the planned initiatives being put in place such as the opening of 70 new outlets, the setting up of the sub-distribution centre and continuous improvement on product offerings for the financial year ending 31 October 2017.

B4 VARIANCE OF ACTUAL RESULTS FROM PROFIT FORECAST AND PROFIT GUARANTEE

The Group has not issued any profit forecast or profit guarantee in any form of public presentation and announcement.

B5 NOTES TO THE CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Current Quarter 3 months ended Unaudited Audited 31 October 31 October 2016 2015 RM'000 RM'000			e Quarters hs ended Audited 31 October 2015 RM'000
Profit before tax is arrived at after charging:				
Depreciation of property, plant and equipment	1,290	N/A	4,480	3,592
Write off of intangible asset	6	N/A	6	1
Property, plant and equipment written off	532	N/A	926	253
Interest expense	113	N/A	505	577
Bad debts written off	3	N/A	15	-
Initial public offering exercise expenses	-	N/A	1,149	-
And after crediting:				
Interest income	(147)	N/A	(389)	(121)
Dividend income from other investments	(630)	N/A	(1,397)	neg. ⁽¹⁾
(Gain)/Loss on disposal of property, plant and equipment	-	N/A	(5)	8

Notes:

(1) Negligible – RM484

N/A – Not applicable

Other disclosure items pursuant to Appendix 9B Note 16 of the Listing Requirements are not applicable.

B6 TAX EXPENSE

	Current Quarter		Cumulative (Quarters	
	3 months	s ended	12 mont	12 months ended	
	Unaudited	Audited	Unaudited	Audited	
	31 October 2016 RM'000	31 October 2015 RM'000	31 October 2016 RM'000	31 October 2015 RM'000	
Income tax expense:					
Provision for current period	1,148	N/A	5,139	3,905	
(Over)/Under provision in prior year Deferred tax:	-	N/A	(130)	140	
Provision for current period	333	N/A	481	279	
Over provision in prior year	-	N/A	(2)	(131)	
Total tax expense:	1,481	N/A	5,488	4,192	

Notes:

N/A – Not applicable

Tax expense is recognised based on management's best estimates.

B7 STATUS OF CORPORATE PROPOSAL

There was no corporate proposal announced not completed as at the date of this report.

B8 UTILISATION OF PROCEEDS

The status of utilisation of the proceeds from the Public Issue of 80,620,000 new ordinary shares at RM1.10 per share as at 31 October 2016 is as follows:

	Purposes	Proposed Utilisation	Actual Utilisation	Deviation	Balance	Estimated Timeframe for Utilisation
		RM'000	RM'000	RM'000	RM'000	RM'000
a)	Capital expenditure	50,000	13,225	-	36,775	Within 36 months
b)	Working capital	32,230	9,638	-	22,592	(until 28 March 2019)
c)	Estimated listing expenses	6,450	6,387	(63)	63	
	Total	88,680	29,250	(63)	59,430	

B9 BORROWINGS AND DEBT SECURITIES

The Group's borrowings as at 31 October 2016 are as follows:

	Unaudited As at 31 October 2016	Audited As at 31 October 2015
	RM'000	RM'000
Short term borrowings		
Secured:		
Term loans	1,318	1,266
Finance lease liabilities	189	194
	1,507	1460
Long term borrowings		
Secured:		
Term loans	6,951	8,276
Finance lease liabilities	404	471
	7,355	8,747
Total borrowings Secured:		
Term loans	8,269	9,542
Finance lease liabilities	593	665
	8,862	10,207

B10 MATERIAL LITIGATION

The Board of Directors is not aware of any proceedings pending or of any fact likely to give rise to any proceedings as at the date of this interim financial report.

B11 DIVIDEND

During the last quarter, the Company paid an interim single tier dividend of 1.5 sen per ordinary share on 29 July 2016 amounting to RM4.65 million.

B12 EARNINGS PER SHARE

	Current Quarter 3 months ended		Cumulative Quarters 12 months ended	
	Unaudited	Audited	Unaudited	Audited
	31 Oct 2016	31 Oct 2015	31 Oct 2016	31 Oct 2015
Profit attributable to equity holders of the company (RM'000)	4,306	N/A	18,133	13,510
Weighted average number of ordinary shares in issue ('000)	310,070	N/A	277,159	229,450
Basic earnings per share (sen) ⁽¹⁾	1.39	N/A	6.54	5.89
Diluted earnings per share (sen) ⁽¹⁾	1.39	N/A	6.54	5.89

Notes:

- (1) The basic/diluted earnings per share is computed based on the profit attributable to the equity holders of the company divided by the weighted average number of ordinary shares in issue for the period under review.
- N/A Not applicable

B13 DISCLOSURE OF REALISED AND UNREALISED PROFITS OR LOSSES

The retained earnings as at 31 October 2016 is analysed as follows:

	Unaudited	Audited As at 31 Oct 2015	
	As at		
	31 Oct 2016		
	RM'000	RM'000	
The retained earnings of the Group			
Realised	59,681	47,000	
Unrealised	(2,587)	(2,108)	
Total Group earnings	57,094	44,892	