

Berjaya Media Berhad

Company No: 290601-T

Date: 12 March 2019

Subject: **UNAUDITED QUARTERLY (Q3) INTERIM FINANCIAL REPORT FOR
THE PERIOD ENDED 31 JANUARY 2019**

	Page
Table of contents	
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	1
Condensed Consolidated Statement of Financial Position	2
Condensed Consolidated Statement of Changes in Equity	3
Condensed Consolidated Statement of Cash Flows	4
Notes to the Unaudited Interim Financial Report	5 - 7
Additional Information Required by the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities LR")	8 - 11

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Note	3 months ended		Year to date ended	
		31/01/2019 RM'000	31/01/2018 RM'000	31/01/2019 RM'000	31/01/2018 RM'000
GROUP REVENUE		6,943	8,301	20,843	26,770
Operating expenses		(14,873)	(10,901)	(34,089)	(33,464)
Other operating income		42	165	175	344
LOSS FROM OPERATIONS		(7,888)	(2,435)	(13,071)	(6,350)
Investment related income		64	61	141	192
Investment related expense		(26)	-	(26)	(107)
Finance costs		(103)	(75)	(299)	(179)
LOSS BEFORE TAX		(7,953)	(2,449)	(13,255)	(6,444)
INCOME TAX EXPENSE		(10)	(1)	(28)	(27)
LOSS AFTER TAX		(7,963)	(2,450)	(13,283)	(6,471)
OTHER COMPREHENSIVE ITEMS					
<u>Items that may be reclassified subsequently to profit or loss</u>					
Net changes on available-for-sale ("AFS") financial assets					
- Changes in fair value of AFS investments		-	245	-	(679)
- Transferred to profit or loss due to impairment of AFS investments		-	-	-	107
<u>Item that will not be reclassified subsequently to profit or loss</u>					
- Changes in fair value of quoted investment at fair value through other comprehensive income ("FVTOCI")		34	-	(1,090)	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		(7,929)	(2,205)	(14,373)	(7,043)
LOSS ATTRIBUTABLE TO:					
- Equity holders of the parent		(7,963)	(2,450)	(13,283)	(6,471)
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:					
- Equity holders of the parent		(7,929)	(2,205)	(14,373)	(7,043)
LOSS PER SHARE (SEN)					
-Basic, for the period	B9	(3.39)	(1.04)	(5.65)	(2.75)
-Diluted, for the period	B9	N/A	N/A	N/A	N/A

N/A : Not Applicable

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

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Group As at 31/1/2019 RM'000	Group As at 30/4/2018 RM'000 (Audited)
ASSETS		
Non-current Assets		
Property, plant and equipment	1,895	2,088
Other investment	12,423	16,552
	<u>14,318</u>	<u>18,640</u>
Current Assets		
Inventories	3,766	4,644
Trade and other receivables	5,583	6,979
Tax recoverable	-	24
Cash and bank balances	927	2,724
	<u>10,276</u>	<u>14,371</u>
TOTAL ASSETS	<u><u>24,594</u></u>	<u><u>33,011</u></u>
EQUITY AND LIABILITIES		
Share capital	191,538	191,538
Fair value adjustment reserve	-	(53)
FVTOCI reserve	(26,757)	-
Accumulated losses	(160,830)	(173,161)
Equity funds	<u>3,951</u>	<u>18,324</u>
Current Liabilities		
Short term borrowings	5,837	7,226
Trade and other payables	14,797	7,452
Tax payable	9	9
	<u>20,643</u>	<u>14,687</u>
Total Liabilities	<u>20,643</u>	<u>14,687</u>
TOTAL EQUITY AND LIABILITIES	<u><u>24,594</u></u>	<u><u>33,011</u></u>
Net assets per share attributable to ordinary equity holders of the parent (RM)	0.02	0.08
Number of ordinary shares (unit'000)	235,085	235,085

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BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to the equity holders of the parent				
	Share capital RM'000	Non-distributable reserves		Accumulated losses RM'000	Total equity RM'000
		Fair value adjustment reserve RM'000	FVTOCI reserve RM'000		
At 1 May 2018 (as reported)	191,538	(53)	-	(173,161)	18,324
Effect of adoption of MFRS 9	-	53	(31,486)	31,433	-
At 1 May 2018 (as restated)	191,538	-	(31,486)	(141,728)	18,324
Total comprehensive income	-	-	(1,090)	(13,283)	(14,373)
Arising from disposal of FVTOCI investment	-	-	5,819	(5,819)	-
At 31 January 2019	<u>191,538</u>	<u>-</u>	<u>(26,757)</u>	<u>(160,830)</u>	<u>3,951</u>
At 1 May 2017	191,538	1,123	-	(160,661)	32,000
Total comprehensive income	-	(572)	-	(6,471)	(7,043)
At 31 January 2018	<u>191,538</u>	<u>551</u>	<u>-</u>	<u>(167,132)</u>	<u>24,957</u>

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

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	9 months ended	
	31/01/2019	31/01/2018
	RM'000	RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Receipts from operations	21,023	29,203
Payment to suppliers	(12,510)	(15,969)
Payments for operating expenses	(11,522)	(17,434)
Net tax (payment)/refund	(4)	13
Net cash used in operating activities	<u>(3,013)</u>	<u>(4,187)</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Sale of property, plant and equipment	36	2
Disposal of other investments	3,038	-
Purchase of property, plant and equipment	(262)	(229)
Interest received	92	152
Net cash generated from/(used in) investing activities	<u>2,904</u>	<u>(75)</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Drawdown of bank borrowing	6,288	7,790
Repayment of bank borrowing	(7,490)	(6,061)
Interest paid	(299)	(179)
Net cash (used in)/generated from financing activities	<u>(1,501)</u>	<u>1,550</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	<u>(1,610)</u>	<u>(2,712)</u>
OPENING CASH AND CASH EQUIVALENTS	<u>7</u>	<u>5,669</u>
CLOSING CASH AND CASH EQUIVALENTS	<u><u>(1,603)</u></u>	<u><u>2,957</u></u>
Cash and cash equivalents carried forward comprise:		
Deposits with financial institutions	1	1,595
Cash on hand and at banks	926	1,362
Bank overdraft (included under short term borrowings)	(2,530)	-
	<u><u>(1,603)</u></u>	<u><u>2,957</u></u>

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

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

NOTES TO THE INTERIM FINANCIAL REPORT

- A1 The interim financial report is not audited and has been prepared in compliance with Malaysian Accounting Standards Board ("MFRS") 134 - Interim Financial Reporting by Malaysian Accounting Standards Board ("MASB") and International Accounting Standards ("IAS") 34 - Interim Financial Reporting, the Companies Act 2016 in Malaysia and applicable disclosure provisions of the Bursa Securities LR.

The condensed consolidated interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 30 April 2018.

The Group has not early adopted new or revised standards and amendments to standards that have been issued but not yet effective for the accounting period beginning 1 May 2018.

The initial application of the MFRSs, Amendments to MFRSs, Annual Improvements to MFRSs and IC Interpretations, which will be applied prospectively or which requires extended disclosures, is not expected to have any significant financial impact to the financial statements of the Group upon their first adoption except for the followings:

MFRS 9: Financial Instruments

MFRS 9 introduces new requirements for classification and measurement, impairment and hedge accounting. MFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Retrospective application is required, but comparative information is not compulsory.

i. Classification and measurements

The Group does not expect a significant impact on its statements of financial position or equity on applying the classification and measurement requirements of MFRS 9.

Loans and receivables are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest. The Group analysed the contractual cash flow characteristics of those instruments and concluded that they meet the criteria for amortised cost measurement under MFRS 9. Therefore, reclassification for these instruments is not required.

ii. Impairment

The Group has applied the simplified approach to calculate expected credit losses which uses a lifetime expected loss allowance on all trade receivables. Group's provision matrix is based on its historical credit loss experience with trade receivables of similar credit risk characteristics.

The Group has applied MFRS 9 retrospectively on the initial application date of 1 May 2018 and has elected not to restate comparative.

The financial impact from initial adoption of MFRS 9 as at 1 May 2018 are as follows:

Group	As previously reported RM'000	Effect of adoption of MFRS 9 RM'000	As restated RM'000
<u>Statement of Financial Position</u>			
Fair value adjustment reserve	(53)	53	-
FVTOCI reserve	-	(31,486)	(31,486)
Accumulated losses	(173,161)	31,433	(141,728)

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

NOTES TO THE INTERIM FINANCIAL REPORT

MFRS 15: Revenue from Contracts with Customers

MFRS 15 established a new five-step model that will apply to revenue arising from contracts with customers. MFRS 15 superseded previous revenue recognition guidance including MFRS 118: Revenue, MFRS 111: Construction Contracts and the related interpretations.

The core principle of MFRS 15 is that an entity should recognise revenue which depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Under MFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

The Group has adopted the new standard on the required effective date using the full retrospective method and apply all the practical expedients available for full retrospective approach.

A2 Seasonal or cyclical factors

The business of the Group is generally affected by the festive season and global newsprint prices.

A3 Unusual items

The following are the unusual items that occurred during the current quarter under review:

Recognised in statement of profit or loss

(i) Included under operating expenses:

	Current Quarter RM'000	Financial Year to date RM'000
Provision for legal damages	5,912	5,912

Recognised in statement of financial position

On 31 January 2019, the High Court delivered its judgement in respect of the legal suits brought by Asia Pacific Higher Learning Sdn Bhd ("APHL SB") and Wan Mazlan bin Mohamed Woojdy ("WMBMW") against Sun Media Corporation Sdn Bhd ("SunMedia"), a subsidiary company of Berjaya Media Berhad. The High Court had awarded damages and costs to APHL SB and WMBMW totalling RM5.912 million. SunMedia had filed for a stay of execution and an appeal to the Court of Appeal. The directors are still in the process of assessing the likelihood that the liability will crystallise after the appeal to the Court of Appeal. The assessment is currently limited as the judge has not issued his written judgement and at this juncture, the directors are not able to ascertain the legal basis for his decision. However, the directors had made an accounting provision for the legal damages, which is included in Trade and Other Payables, on the ground of prudence.

A4 Changes in estimates

There were no changes in amount of estimates reported previously that have a material effect in the current period under review.

A5 Issuance and repayment of debt and equity securities

In the current period under review, there were no issuance and repayment of debt and equity securities.

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

NOTES TO THE INTERIM FINANCIAL REPORT

A6 Dividend paid

No dividend was paid in the current period under review.

A7 Segment reporting

Segment information for the financial period ended 31 January 2019:-

REVENUE	Total RM'000
Publishing	20,843
Others	-
Investment holding	-
Total revenue	<u>20,843</u>
RESULTS	Total RM'000
Publishing	(12,343)
Others	(3)
Investment holding	<u>(725)</u>
Loss from operations	(13,071)
Investment related income	141
Investment related expense	(26)
Finance costs	<u>(299)</u>
Loss before tax	(13,255)
Income tax expense	<u>(28)</u>
Loss after tax	<u>(13,283)</u>

A8 Material events

There were no material events for the current period under review.

A9 Changes in composition of the Group

There were no changes in the composition of the Group for the current period under review.

A10 Changes in contingent liabilities or contingent assets

There are no material changes in contingent liabilities and contingent assets for the current period under review since the last annual reporting date other than the following:-

- (a) With reference to Note 26 to the financial statements regarding the claim brought by APHLSB and WMBMW against SunMedia, the Court had delivered its decisions in favour of APHLSB and WMBMW. The Court had ordered SunMedia to publish an unqualified apology and to compensate APHLSB and WMBMW a total of RM4.6 million in damages, RM100,000 in costs and an interest of 5% per annum from the date of filing the suit up to full payment of the damages. The solicitors for SunMedia had filed for a stay of execution and an appeal against the decisions of the High Court. For the application for the stay of execution, the judge had fixed the hearing date to be on 26 March 2019. For the appeal, the judge had fixed 25 March 2019 for case management.

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B1 Review of group performance

The Group is primarily engaged in publishing of newspaper ('theSun'). The key factors that affect the operating performance of the Group include mainly the newsprint costs, press printing costs, payroll costs, economic conditions and demand for newspaper advertising.

The summary results of the Group are as follows:

	3 months ended		Variance	Year to date ended		Variance
	31/1/2019	31/1/2018	+ / (-)	31/1/2019	31/1/2018	+ / (-)
	RM'000	RM'000	%	RM'000	RM'000	%
Revenue	6,943	8,301	(16.36)	20,843	26,770	(22.14)
Loss from operations	(7,888)	(2,435)	223.94	(13,071)	(6,350)	105.84
Loss before tax	(7,953)	(2,449)	224.74	(13,255)	(6,444)	105.70

Review of results for the quarter

For the third quarter ended 31 January 2019 under review, the Group reported a revenue and pre-tax loss of RM6.94 million and RM7.95 million respectively as compared to the preceding year corresponding quarter which reported a revenue and pre-tax loss of RM8.30 million and RM2.45 million respectively.

The drop in revenue for the quarter was mainly due to lower advertising income reported by its principal operating subsidiary, SunMedia, as advertisers have shifted their advertising preference to digital platform. The significant loss for the quarter under review was contributed by the provision of compensation for legal suits which the High Court ruled in favour of APHLSB and WBMW on 31 January 2019 (Refer Note A3).

Review of results for the financial period

For the 9-month period ended 31 January 2019, the Group registered a revenue and pre-tax loss of RM20.84 million and RM13.26 million respectively, as compared to the corresponding period of the previous year which reported a revenue and pre-tax loss of RM26.77 million and RM6.44 million respectively.

The decrease in revenue for the period under review was mainly due to lower advertising income recorded by SunMedia. The pre-tax loss registered for the period under review was higher mainly due to the provision of compensation for legal suits which were ruled in favour of APHLSB and WBMW.

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B2 Review of results of current quarter vs preceding quarter

	3 months ended		Variance
	31/1/2019	31/10/2018	+ / (-)
	RM'000	RM'000	%
Revenue	6,943	6,532	6.29
Loss from operations	(7,888)	(2,494)	216.28
Loss before tax	(7,953)	(2,561)	210.54

For the quarter ended 31 January 2019, the Group reported a revenue of RM6.94 million and pre-tax loss of RM7.95 million, as compared to the Group revenue of RM6.53 million and Group pre-tax loss of RM2.56 million for the preceding quarter.

The increase in revenue for the quarter under review was mainly due to higher advertising income reported by SunMedia. The pre-tax loss for the current quarter under review was significantly impacted by the provision of compensation for legal suits which were in favour of APHLSB and WMBMW.

B3 Future prospects

The Group is operating in a difficult business environment and will continue to focus on containing its cost and improving its advertising revenue. The Directors are of the view that the Group's business for the remaining financial period will remain challenging as the advertising industry has shifted their preference to digital platform, which will certainly impact the print media industry.

In view of the Group's current financial condition, more marketing efforts are being initiated to improve the Group's financial position and to preserve the shareholders' equity funds. The Board has been exploring other options (including diversifying into new businesses outside the media sector) to strengthen the financial position of the Group with the primary objective of regularising its PN17 condition. The Group had appointed AmInvestment Bank Berhad as its Principal Adviser for the submission of its regularisation plan. On 7 January 2019, Bursa Malaysia Securities Berhad had granted the Group an extension of time up to 20 June 2019 for the submission.

B4 Variance of actual profit from profit forecast and profit guarantee

There was no profit forecast or profit guarantee given by the Group for the current period under review.

B5 Taxation

	Current	Financial
	Quarter	Year to date
	RM'000	RM'000
Income tax expense	(10)	(28)

The income tax expense for the current quarter/period ended 31 January 2019 was mainly due to tax on interest income of certain subsidiary companies.

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B6 Group bank borrowings and debt securities

	At end of current quarter RM'000
Short term borrowings (representing total borrowings of the Group)	
Secured	
Denominated in Ringgit Malaysia (RM)	<u>5,837</u>

B7 Changes in material litigation

With reference to the legal case against The Nielsen Company (Malaysia) Sdn Bhd, the Court of Appeal had adjourned the matter after hearing the verbal submissions from both parties on 12 February 2019 and it is now pending the Court's decision.

With reference to the case with APHLSB and WMBMW, the Court had delivered its judgement in favour of APHLSB and WMBMW on 31 January 2019. The High Court has ordered SunMedia to publish an unconditional written apology to APHLSB and WMBMW. The High Court has also awarded a total of RM4.6 million in damages, RM100,000 in costs and an interest of 5% per annum from the date of filing the suit up to full payment of the damages. The total amount awarded by the High Court for the suits was RM5.912 million. The solicitors for SunMedia had filed a stay of execution and an appeal against the decisions of the High Court. For the application for the stay of execution, the judge had fixed the hearing date to be on 26 March 2019. For the appeal, the Court of Appeal had fixed 25 March 2019 for case management.

With reference to the case with Universiti Malaya ("UM"), the Court had dismissed UM's claim against SunMedia and awarded SunMedia cost of RM10,000, which was received on 26 February 2019.

B8 Dividend

No dividend is declared for the current quarter ended 31 January 2019 (preceding year's corresponding period ended 31 January 2018: Nil).

B9 Loss per ordinary share

	3 months ended		Year to date ended	
	31/1/2019	31/1/2018	31/1/2019	31/1/2018
<u>Basic</u>				
Net loss attributable to ordinary shareholders (RM'000)	(7,963)	(2,450)	(13,283)	(6,471)
Weighted average number of ordinary shares ('000)	235,085	235,085	235,085	235,085
Basic loss per ordinary share (sen)	<u>(3.39)</u>	<u>(1.04)</u>	<u>(5.65)</u>	<u>(2.75)</u>

Diluted

The diluted earnings per share was not presented in current quarter and period ended 31 January 2019 as there were no dilutive potential ordinary shares.

BERJAYA MEDIA BERHAD**(Company No: 290601-T)**

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 JANUARY 2019

ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B10 Loss before tax

Loss before tax is arrived at after charging/(crediting) the following items:-

	Current Quarter RM'000	Financial Year to date RM'000
Interest income	(54)	(131)
Dividend income	-	-
Gain on disposal of property, plant and equipment	(10)	(10)
Gain on disposal of quoted investments	-	-
Gain on disposal of unquoted investments or properties	-	-
Interest expense	103	299
Depreciation for property, plant and equipment	142	429
Impairment loss of intangible asset	-	-
Property, plant and equipment written off	26	26
Provision for legal damages	5,912	5,912
Provision for and write-off of inventories	-	-
Foreign exchange gain (net)	-	8