



INTERIM FINANCIAL STATEMENTS

*- For The First Quarter Ended
31st March 2015 -*

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**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE THREE-MONTH ENDED 31 MARCH 2015**
(The figures have not been audited)

	Note	3 months ended 31 March	
		2015 RM	2014 RM
Continuing Operations			
Revenue	9	36,735,147	67,611,341
Cost of sales		(26,850,910)	(57,463,680)
Gross profit		<u>9,884,237</u>	<u>10,147,661</u>
Distribution expenses		(1,512,538)	(299,495)
Administrative expenses		(5,718,719)	(4,000,759)
Other operating income	10	1,146,968	1,057,524
Other operating expenses		(16,601)	
Result from operating activities		<u>3,783,347</u>	<u>6,904,931</u>
Unwinding of discount on non-current receivables		5,715,816	6,111,250
Finance costs	10	(4,395,133)	(5,930,962)
Profit before taxation	10	<u>5,104,030</u>	<u>7,085,219</u>
Tax expense	21	(1,434,672)	(1,909,052)
Profit and total comprehensive income for the period	9	<u><u>3,669,358</u></u>	<u><u>5,176,167</u></u>
Profit and total comprehensive income for the period attributable to :			
Owners of the Company		3,668,321	5,176,751
Non-controlling interests		1,037	(584)
Profit and total comprehensive income for the period		<u><u>3,669,358</u></u>	<u><u>5,176,167</u></u>
Basic earnings per ordinary share (sen)	26	1.38	7.11

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2015
(The figures have not been audited)

	Note	31.03.2015 RM	31.12.2014 RM
Assets			
Non-current assets			
Property, plant and equipment	12	65,017,453	64,087,340
Land held for property development		280,615,127	277,011,663
Investment securities		7,588,356	2,546,837
Trade and other receivables		286,521,531	286,521,531
Deferred tax assets		<u>304,870</u>	<u>304,870</u>
		<u>640,047,337</u>	<u>630,472,241</u>
Current assets			
Property development costs		22,741,365	40,364,491
Inventories		21,829,541	21,567,249
Trade and other receivables		101,827,911	173,989,403
Tax recoverable		1,296,650	972,289
Cash and bank balances		<u>156,371,824</u>	<u>92,300,297</u>
		<u>304,067,291</u>	<u>329,193,729</u>
Total assets		<u><u>944,114,628</u></u>	<u><u>959,665,970</u></u>
Equity and Liabilities			
Current liabilities			
Income tax payable		1,221,817	2,180,466
Loans and borrowings	23	32,698,729	41,933,624
Trade and other payables		146,239,801	353,000,864
Dividend payable		15,506	15,506
		<u>180,175,853</u>	<u>397,130,460</u>
Non-current liabilities			
Deferred tax liabilities		679,008	679,008
Loans and borrowings	23	<u>262,718,971</u>	<u>269,505,909</u>
		<u>263,397,979</u>	<u>270,184,917</u>
Total liabilities		<u><u>443,573,832</u></u>	<u><u>667,315,377</u></u>
Equity attributable to owners of the parent			
Share capital		303,854,977	72,815,856
Other reserves		24,689,055	17,062,137
Retained earnings		<u>163,927,727</u>	<u>194,412,038</u>
		492,471,759	284,290,031
Non-controlling interests		8,069,037	8,060,562
Total equity		<u><u>500,540,796</u></u>	<u><u>292,350,593</u></u>
Total equity and liabilities		<u><u>944,114,628</u></u>	<u><u>959,665,970</u></u>

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.



**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE THREE-MONTH ENDED 31 MARCH 2015**
(The figures have not been audited)

	-----Attributable to owners of the parent----->							Non- controlling interests RM	Total equity RM
	<-----Non-distributable----->			Distributable					
	Share capital RM	Share premium RM	Foreign currency translation reserves RM	Total RM	Retained earnings RM	Total RM			
As at 1 January 2014	72,815,856	17,062,137	10,278	17,072,415	175,341,431	265,229,702	8,068,000	273,297,702	
Total comprehensive income	-	-	-	-	5,176,751	5,176,751	2,892	5,179,643	
As at 31 March 2014	<u>72,815,856</u>	<u>17,062,137</u>	<u>10,278</u>	<u>17,072,415</u>	<u>180,518,182</u>	<u>270,406,453</u>	<u>8,070,892</u>	<u>278,477,345</u>	
As at 1 January 2015	72,815,856	17,062,137	-	17,062,137	194,412,037	284,290,030	8,060,562	292,350,592	
Issuance of new ordinary shares	231,039,121	12,547,534	-	243,586,655	(34,152,631)	209,434,024	-	209,434,024	
Share issuance expenses	-	(4,920,616)	-	(4,920,616)	-	(4,920,616)	-	(4,920,616)	
Total comprehensive income	-	-	-	-	3,668,321	3,668,321	8,475	3,676,796	
As at 31 March 2015	<u>303,854,977</u>	<u>24,689,055</u>	<u>-</u>	<u>24,689,055</u>	<u>163,927,727</u>	<u>492,471,759</u>	<u>8,069,037</u>	<u>500,540,796</u>	

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.



**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE THREE-MONTH ENDED 31 MARCH 2015
(The figures have not been audited)**

	Cumulative Quarter	
	Current Year Ended 31-Mar-15 RM	Preceding Year Ended 31-Mar-14 RM
Cash flows from operating activities		
Profit before taxation	5,104,030	7,085,219
Adjustments for:		
Non-cash items	1,139,485	1,098,208
Non operating items	<u>(1,631,767)</u>	<u>(700,197)</u>
Operating profit before working capital changes	4,611,748	7,483,230
Decrease / (increase) in land held for development and property development costs	8,444,053	30,086,199
Decrease / (increase) in Trade and other receivables	56,885,841	(345,646)
Decrease / (increase) in inventories	(256,960)	2,379,860
Increase / (decrease) in Trade and other payables	<u>(49,097,168)</u>	<u>(23,327,183)</u>
Cash generated from / (used in) operations	20,587,514	16,276,460
Interest paid	(4,303,840)	(5,812,370)
Taxes paid	<u>(2,987,708)</u>	<u>(2,265,227)</u>
Net cash generated from / (used in) operating activities	13,295,966	8,198,863
Cash flows from investing activities		
Purchase of property, plant and equipment	(1,839,978)	(758,468)
Proceeds from disposal of property, plant and equipment	-	75,000
Purchase of other investment	(5,041,519)	-
Profit from Islamic deposits	421,311	393,585
Dividend received	-	460
Interest received	(82,761)	7,272
Unwinding of discount on non-current receivables	5,715,816	6,111,250
Net cash generated from / (used in) investing activities	<u>(827,131)</u>	<u>5,829,099</u>
Cash flows from financing activities		
Dividends paid to shareholders of the Company	-	(224)
Proceeds from issuance of ordinary shares	43,182,461	-
Drawdown of term loan	-	5,855,800
Repayment of borrowings	(6,730,634)	(10,360,153)
Placement/(withdrawal) of pledged deposit	(31,592)	(72,923)
Net changes in finance lease creditors	<u>(276,814)</u>	<u>(55,064)</u>
Net cash generated from / (used in) financing activities	36,143,421	(4,632,564)
Net increase / (decrease) in cash and cash equivalents	48,612,256	9,395,398
Cash and cash equivalents at beginning of the period	86,586,325	83,888,333
Cash and cash equivalents at end of the period	<u>135,198,581</u>	<u>93,283,731</u>
Cash and cash equivalents comprise of the followings:		
Cash and bank balances	109,026,929	64,689,949
Fixed deposit	47,344,895	46,476,997
Overdraft	-	(109,982)
	<u>156,371,824</u>	<u>111,056,964</u>
Less: Deposits pledged	<u>(21,173,243)</u>	<u>(17,773,233)</u>
	<u>135,198,581</u>	<u>93,283,731</u>

The condensed consolidated statement of cash flow should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.



EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR TO DATE ENDED 31st MARCH 2015

Part A – Explanatory Notes Pursuant to FRS 134

1. Basis of Preparation

The interim financial statements other than for financial instruments have been prepared under the historical cost convention. Financial instruments have been fair valued in accordance with FRS 139 Financial Instruments: Recognition and Measurement.

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134; Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad (“Bursa”).

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2014. 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 Group since the financial year ended 31 December 2014.

The financial statements of the Economic Entity have been prepared in accordance with Financial Reporting Standards (FRS), generally accepted accounting principles and the Companies Act, 1965 in Malaysia.

2. Significant Accounting Policies

a) Financial Reporting Standards (FRS)

The significant accounting policies adopted for this interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2014 except for the adoption of the relevant new Financial Reporting Standards (FRS), amendments to FRS and IC Interpretations that are effective for annual periods beginning on or after 1 January 2015.

The adoption of the new FRS, amendments to FRS and IC Interpretations does not have any material impact on the financial position and results of the Group.



b) Malaysian Financial Reporting Standards (MFRS Framework)

The Group and Company fall within the scope of IC Interpretation 15, Agreements for the Construction of Real Estate and MFRS 141, Agriculture. Therefore, the Group and Company is currently exempted from adopting the Malaysian Financial Reporting Standards (“MFRS”) and is referred to as a “Transitioning Entity”.

The Group’s and Company’s financial statements for annual period beginning on 1 January 2017 will be prepared in accordance with the Malaysian Financial Reporting Standards (MFRSs) issued by the MASB and International Financial Reporting Standards (IFRSs).

3. Auditors’ Report on Preceding Annual Financial Statements

The auditors’ report on the financial statements for the year ended 31 December 2014 was not subject to any qualification.

4. Unusual Items due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current quarter and year to-date.

5. Changes in Estimates

There were no changes in estimates of amounts previously reported that have had a material effect in the current quarter and financial year to-date.

6. Seasonal or Cyclical Factors

The Group’s products and services are generally dependent on the Malaysian economy, government policies and weather conditions (on the construction activities).

7. Dividends

There was no dividend paid during the quarter under review.

8. Debt and Equity Securities

During the quarter, the Company issued 231,039,121 new ordinary shares via 72,815,856 rights shares, 72,815,856 bonus shares and 85,407,409 consideration shares on the Main Market of Bursa Securities.

Except for the above, there were no issuances, cancellations, repurchase, resale and repayments of debt and equity securities in the current quarter.



9. Segmental Information

	Property development RM	Quarrying and road paving RM	Construction RM	Operation of golf resort and hotel RM	Total reportable segments RM	Other non-reportable segments RM	Elimination RM	Consolidated RM
2014								
Revenue								
External sales	17,824,148	8,000,184	8,978,919	1,296,874	36,100,125	635,022	-	36,735,147
Inter-segment sales	21,895	911,166	9,445,152	263,400	10,641,613	17,592,001	(28,233,614)	-
Total revenue	17,846,043	8,911,350	18,424,071	1,560,274	46,741,738	18,227,023	(28,233,614)	36,735,147
Segment profit/(loss)	4,108,267	975,328	2,260,350	(63,297)	7,280,648	15,157,069	(17,333,687)	5,104,030



10. Profit before tax from continuing operations

The following items have been charged / (credited) in arriving at profit before tax from continuing operations:

	3 months ended 31 March	
	2015 RM	2014 RM
Interest income	(6,003,434)	(6,588,401)
Other income including investment income	(859,349)	(580,373)
Depreciation and amortization:		
-property, plant and equipment	1,319,843	1,135,150
Gain on disposal of:		
-property, plant and equipment	(79,101)	(74,997)
(Reversal of) / allowance of impairment:	(144,304)	(58,989)
-trade receivables		
Interest expense	4,395,133	5,930,962

11. Changes in Composition of the Group

During the quarter, the Company acquired the entire issued and paid up share capital of Aman Lagenda Sdn. Bhd.(ALSB) for a total consideration of RM2. The intended principal activities of ALSB are real estate management and property development.

Except for the above, there were no changes in the composition of the Group during the current quarter including business combination, acquisition or disposal of a subsidiary and long term investment, restructuring and discontinued operation.

12. Property, Plant and Equipment

The Group acquired property, plant and equipment worth RM1,695,965 during the quarter under review.

Asset with a carrying amount of RM59 were disposed off by the Group during the three months ended 31 March 2015 (31 March 2014 : RM3), resulting in a gain on disposal of RM79,101 (31 March 2014 : RM74,997), recognized and included in Other Income in the Statement of Comprehensive Income.

There were no impairment nor reversal of such impairment during the current three months financial period.



The valuations of property, plant and equipment were brought forward without amendment from the previous audited financial statements.

13. Capital Commitments

The amount of commitments for the purchase of property, plant & equipment not provided for in the interim financial statements as at 31 March 2015 are as follows:

	<u>RM</u>
Approved and contracted for	2,520,225
Approved but not contracted for	<u>6,198,839</u>

14. Changes in Contingent Liabilities

As at 31 March 2015, the Group does not have any contingent liability.

15. Material Subsequent Events to the Reporting Period

There were no material events subsequent to the end of the quarter under review up to the date of this report that have not been reflected in the interim financial statements.

16. Significant Related Party Transactions

	3 months ended 31.03.2015 <u>RM</u>
Progress billings charged to the ultimate holding corporation	2,387,627
Rental of quarry land to ultimate holding corporation	50,000
Tributes charged by the ultimate holding corporation	107,458
Estate agency fee charged by a related company, Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd.	49,615
Revenue from oil palm from related company, Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd.	689,620
Property management paid to a related company, Darulaman Asset Sdn. Bhd	96,084
Insurance paid to a related company, KSDC Insurance Brokers Sdn. Bhd.	<u>626,278</u>
	<u>4,006,682</u>



Part B – Explanatory Notes Pursuant to Chapter 9, Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

17. Performance Review

Current quarter vs previous year corresponding quarter

For the first quarter ended 31 March 2015, the Group recorded revenue of RM36.7 million. The revenue decreased by RM30.9 million or 46% compared to RM67.6 million achieved in the same corresponding period of last year. Similarly, the Group profit before tax of RM5.1 million was lower by 28% compared to the same corresponding period of last year.

Lower revenue and profit for the quarter was mainly due to lower billings for on-going property projects and higher marketing and administrative expenses.

Performance of the operating business segments for the quarter ended 31 March 2015 as compared to the previous year corresponding quarter are as follows:

i) Road and Quarry Division

This Division contributed RM8.0 million to Group revenue compared to RM 21.9 million previously, a decrease of 63%. Profit contribution however increased by 8% to RM0.98 million due to higher demand for quarry products.

ii) Construction Division

The Construction Division provided RM9.0 million to Group revenue compared to RM13.1 million previously, a decrease of 31%. Profit contribution however increased by 35% to RM2.3 million mainly due to better margin from on-going construction projects.

iii) Property Division

The Property Division contributed RM17.8 million compared to RM30.7 million previously, a decrease of 42%. Profit contribution decreased by 16% to RM4.1 million due to lower billings for on-going residential projects.

iv) Golf and Hotel Division

Golf and Hotel Division recorded lower losses mainly due to higher contribution from golfing and recreational activities.



18. Variation of Results Against Preceding Quarter

	Current quarter ended 31 March 2015 RM	Preceding quarter ended 31 December 2014 RM
Revenue	36,735,147	139,900,986
Profit Before Taxation	5,104,030	10,954,329

Variation between quarters are normal given the nature of the Group's business activities which allows recognition of revenue and profit from Property and Construction projects based on cost incurred. Anomalies of quarter to quarter variance is normalised over the year.

19. Current year prospects

The Group's core businesses are expected to record respectable performance for the current financial year since the Group has sufficient land bank and projects in hand to provide sustainable revenue.

Profit contribution from Road and Quarry Division is expected to remain stable based on the demand for quarry products and the progress of on-going road pavement projects. The division is exploring the opportunities of opening new stone quarry in order to penetrate new market and further increase its market share.

The Construction Division will be focusing on completing and delivering all on-going projects within scheduled time, budget and quality. The Division will continue to benefit from construction works generated by the Group's Property Division. Prospective projects are constantly identified and the Division is awaiting Letter of Awards to commence a few construction projects.

Our Property Division should be able to maintain its contribution given the encouraging responses for its products launches in Bandar Darulaman, Darulaman Perdana and Darulaman Utama. The Division is on track to launch new schemes in all its existing townships with new concepts and re-branding. The Division has also commenced planning for new townships on the land bank acquired in the previous year.

The Golf and Hotel Division is expected to register reasonable performance in the current year. The Division will continue to focus on the promotions for Food and Beverage outlets, hotel room occupancy and golfing activities.

Barring unforeseen circumstances such as sharp increase in oil and commodities prices, skilled labour shortage, a hike in interest rate, further tightening of access to mortgage loans and other negative economic and political situations, the Group expects to turn in a respectable performance in 2015.



20. Variance from Profit Forecast or Profit Guarantee

Not applicable for the financial period ended 31 March 2015.

21. Income Tax Expense

	3 months ended 31 March 2015 RM	3 months ended 31 March 2014 RM
Malaysian income tax	1,434,672	1,909,052

The Group's effective tax rate for the current period is approximately 28%. The higher rate was due to certain expenses not being deductible for tax purposes.

22. Status of Corporate Proposals

In conjunction to the status of multiple corporate proposal issued on 31 October 2014, the Rights Issue, the Increase in Authorise Share Capital (IASC) and the Memorandum and Articles of Association (M&A) Amendment have been completed following the listing of and quotation for 72,815,856 Right Shares, 72,815,856 Bonus Shares and 27,037,038 Consideration Shares on the Main Market of Bursa Securities on 20 January 2015.

The completion of the land Acquisition is pending the full settlement of the Consideration Cash.

23. Group borrowings and Debt Securities

Total loans and borrowings as at 31 March 2015 were as follows:

	Short-term RM	Long-term RM
Term loans	31,922,535	262,494,713
Hire Purchase	776,194	224,258
Bank overdraft	-	-
TOTAL	32,698,729	262,718,971

24. Material Litigation

There is no pending material litigation since the last annual balance sheet date of 31 December 2014.



25. Dividends Payable

A first and final single tier dividend of 3.5 sen per ordinary share for the financial year ended 31 December 2014 amounting to RM10,634,924 was approved by the shareholders during Annual General Meeting on 9 April 2015 and payable on 20 May 2015.

26. Earnings Per Share

a. Basic earnings per share

	3 months ended 31.03.2015 RM	3 months ended 31.03.2014 RM
Profit attributable to owners of the Parent	3,668,321	5,176,751
Weighted average number of ordinary shares in issue	226,841,937	72,815,856
Basic earnings per share (sen)	1.38	7.11

b. Diluted earnings per share

Not applicable.

27. Disclosure of Realised and Unrealised Retained Earnings

	As at 31 March 2015 RM'000	As at 31 December 2014 RM'000
Total retained earnings of the Company and subsidiaries:		
-Realised	164,302	194,786
-Unrealised	(374)	(374)
Total retained earnings	163,928	194,412

28. Authorization for Issue

The interim financial statements were authorized for issue by the Board of Directors in accordance with a resolution of the directors on 25 May 2015.