

# **INTERIM FINANCIAL STATEMENTS**

# - For the Fourth Quarter and Year Ended 31st December 2015 -

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# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2015 (The figures have not been audited)

		3 months ended 31 December		12 months ended 31 December		
	Note	2015 RM	2014 RM	2015 RM	2014 RM	
Continuing Operations Revenue	9	105,835,860	139,900,986	243,296,388	328,878,785	
Cost of sales	-	(69,363,644)	(111,472,168)	(172,355,466)	(266,543,748)	
Gross profit	9	36,472,216	28,428,818	70,940,922	62,335,037	
Distribution expenses		(2,972,523)	(3,285,455)	(11,591,818)	(6,690,550)	
Administrative expenses		(14,972,751)	(8,698,717)	(36,463,131)	(22,655,411)	
Other operating income	10	6,325,673	1,818,164	11,951,501	4,862,325	
Other operating expenses	-	(1,281,093)	(10,054,392)	(1,284,312)	(10,077,430)	
Result from operating activities	9	23,571,522	8,208,418	33,553,162	27,773,971	
Unwinding of discount on non-current receivables		5,398,913	5,817,506	22,233,467	23,861,226	
Finance costs	10	(2,035,785)	(3,069,092)	(15,019,915)	(17,770,217)	
Share of loss of jointly control entity	<u>-</u>	-	(2,503)	-	(2,503)	
Profit before taxation	10	26,934,650	10,954,329	40,766,714	33,862,477	
Tax expense	21	(12,784,043)	(3,241,109)	(16,817,525)	(9,702,198)	
Profit and total comprehensive income for the period	- -	14,150,607	7,713,220	23,949,189	24,160,279	
Profit and total comprehensive income for the period attributable to:						
Owners of the Company Non-controlling interests		14,163,583 (12,976)	7,714,184 (964)	23,965,191 (16,002)	24,167,717 (7,438)	
Profit and total comprehensive income for the period	=	14,150,607	7,713,220	23,949,189	24,160,279	
Basic earnings per ordinary share(sen)	26	4.66	10.59	7.88	33.18	

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 DECEMBER 2015

(The figures have not been audited)

	Note	31.12.2015 RM	31.12.2014 RM
Assets			
Non-current assets			
Property, plant and equipment	12	68,895,214	64,087,340
Land held for property development		292,098,309	277,011,663
Investment properties		33,971,865	-
Investment securities		910,924	2,546,837
Trade and other receivables		267,421,943	286,521,531
Deferred tax assets		1,191,336	304,870
		664,489,591	630,472,241
Current assets			
Property development costs		40,200,491	40,364,491
Inventories		34,953,210	21,567,249
Trade and other receivables		158,800,626	173,989,403
Tax recoverable		119,467	972,289
Cash and bank balances		102,213,586	92,300,297
		336,287,380	329,193,729
Total assets		1,000,776,971	959,665,970
Equity and Liabilities			
Current liabilities			
Income tax payable		4,621,542	2,180,466
Loans and borrowings	23	41,050,086	41,933,624
Trade and other payables		170,920,771	353,000,864
Dividend payable		29,400	15,506
		216,621,799	397,130,460
Non-current liabilities			
Deferred tax liabilities		995,335	679,008
Loans and borrowings	23	270,262,231	269,505,909
•		271,257,566	270,184,917
Total liabilities		487,879,365	667,315,377
Equity attributable to owners of the parent			
Share capital		303,854,977	72,815,856
Other reserves		27,164,721	17,062,137
Retained earnings		173,833,348	194,412,038
<b>.</b>		504,853,046	284,290,031
Non-controlling interests		8,044,560	8,060,562
Total equity		512,897,606	292,350,593
Total equity and liabilities		1,000,776,971	959,665,970

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 FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2015 (The figures have not been audited)

	Attributable to owners of the parent						
			ibutable> Foreign	Distributable			
	Share capital RM	Share premium RM	currency translation reserves RM	Retained earnings RM	Total RM	Non- controlling interests RM	Total equity RM
As at 1 January 2014	72,815,856	17,062,137	10,278	175,341,431	265,229,702	8,068,000	273,297,702
Total comprehensive income	-	-	-	24,167,717	24,167,717	(7,438)	24,160,279
Dividend paid				(5,097,110)	(5,097,110)	-	(5,097,110)
Dissolution of a foreign subsidiaries			(10,278)		(10,278)		(10,278)
As at 31 December 2014	72,815,856	17,062,137	-	194,412,038	284,290,031	8,060,562	292,350,593
As at 1 January 2015	72,815,856	17,062,137	-	194,412,038	284,290,031	8,060,562	292,350,593
Issuance of new ordinary shares	231,039,121	12,547,534		(33,908,957)	209,677,698	-	209,677,698
Share issuance expenses	-	(2,444,950)	-	-	(2,444,950)	-	(2,444,950)
Total comprehensive income	-	-	-	23,965,191	23,965,191	(16,002)	23,949,189
Dividend paid	-	-	-	(10,634,924)	(10,634,924)	-	(10,634,924)
As at 31 December 2015	303,854,977	27,164,721	-	173,833,348	504,853,046	8,044,560	512,897,606

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 FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2015 (The figures have not been audited)

	Cumulative Quarter		
	Current Year Ended 31-Dec-15 RM	Preceding Year Ended 31-Dec-14 RM	
Cash flows from operating activities			
Profit before taxation	40,766,714	33,862,477	
Adjustments for:			
Non-cash items	(191,121)	4,782,114	
Non operating items	(9,464,681)	(8,193,136)	
Operating profit before working capital changes	31,110,912	30,451,455	
Decrease / (increase) in land held for development and property			
development costs	(52,115,032)	(142,716,289)	
Decrease / (increase) in Trade and other receivables	19,679,565	6,104,667	
Decrease / (increase) in inventories	(13,385,961)	(5,114,946)	
Increase / (decrease) in Trade and other payables	(156,546,808)	167,668,174	
Cash generated from / (used in) operations	(171,257,324)	56,393,061	
Interest paid	(14,879,091)	(17,770,217)	
Taxes paid	(14,502,368)	(10,524,622)	
Net cash generated from / (used in) operating activities	(200,638,783)	28,098,222	
Cash flows from investing activities			
Purchase of property, plant and equipment	(8,222,133)	(6,142,839)	
Proceeds from disposal of property, plant and equipment	170,965	314,838	
Purchase of other investment	(364,087)	-	
Proceeds from disposal of other investment		3,282,273	
Profit from Islamic deposits	1,926,948	1,912,288	
Dividend received	5,932	6,392	
Interest received	335,366		
Unwinding of discount on non-current receivables	22,233,467		
Net cash generated from / (used in) investing activities	16,086,458	(627,048)	
Cash flows from financing activities			
Dividends paid to shareholders of the Company	(10,621,030)	(5,097,110)	
Proceeds from issuance of ordinary shares	209,232,740	(=,===,===,===,===,===,===,===,===,===,	
Drawdown of term loan	13,616,515	5,855,800	
Repayment of borrowings	(32,127,041)	(36,407,943)	
Placement/(withdrawal) of pledged deposit	(1,991,103)	11,986,338	
Net changes in finance lease creditors	(1,133,032)	(1,110,267)	
Net cash generated from / (used in) financing activities	176,977,049	(24,773,182)	
Net increase / (decrease) in cash and cash equivalents	(7,575,276)	2,697,992	
Cash and cash equivalents at beginning of the period	86,586,325	83,888,333	
Cash and cash equivalents at end of the period	79,011,049	86,586,325	
·			
Cash and cash equivalents comprise of the followings:			
Cash and bank balances	76,352,623	66,305,945	
Fixed deposit	25,862,702	25,994,352	
Overdraft	(1,739)	0	
	102,213,586	92,300,297	
Less: Deposits pledged	(23,202,537)	(5,713,972)	
	79,011,049	86,586,325	

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 31 DECEMBER 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

There were no issuances, cancellations, repurchase, resale and repayments of debt and equity securities in the current quarter.



# 9. Segmental Information

12 months ended 31 December 2015	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
Revenue								
External sales Inter-segment sales	106,984,048 131,370	102,599,086 9,385,521	25,759,968 58,823,201	5,766,343 1,310,479	241,109,445 69,650,571	2,186,942 19,379,001	- (89,029,572)	243,296,388
Total revenue	107,115,418	111,984,607	84,583,169	7,076,822	310,760,016	21,565,943	(89,029,572)	243,296,388
Segment profit/(loss)	17,941,823	24,574,764	16,301,571	(1,754,633)	57,063,525	626,631	16,923,440	40,766,716
3 months ended 31 December 2015	RM	RM	RM	RM	RM	RM	RM	RM
Revenue								
External sales Inter-segment sales	34,927,741 32,842	59,887,470 3,272,830	8,685,902 26,527,061	1,973,096 184,206	105,474,209 30,016,939	361,649 711,000	- (30,727,939)	105,835,859 -
Total revenue	34,960,583	63,160,300	35,212,963	2,157,302	135,491,148	1,072,649	(30,727,939)	105,835,859
Segment profit/(loss)	11,110,000	15,011,545	7,969,491	(924,233)	33,166,803	(6,509,441)	277,290	26,934,652



#### 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 31 Dec		12 month 31 Dec	
	2015 RM	2014 RM	2015 RM	2014 RM
Interest income Other income including	(5,977,375)	(6,227,736)	(24,337,840)	(25,771,710)
investment income  Depreciation and	(2,702,925)	(1,407,933)	(9,847,128)	(2,949,338)
amortization:				
-property, plant and	1,321,098	1,211,039	5,492,058	4,450,254
equipment				
Property, plant and				
equipment written off	97,614	-	99,157	6
(Gain) / loss on disposal of:				
-property, plant and				
equipment	(6,051)	(165,412)	(170,953)	(184,049)
(Reversal of) / allowance of				
impairment:				
-trade receivables	(34,001)	6,199,839	(5,783,560)	5,995,839
Interest expense	4,288,129	3,069,092	14,879,091	17,767,903

#### 11. Changes in Composition of the Group

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 RM8,222,134 during the quarter under review.

Asset with a carrying amount of RM99,157 were disposed off by the Group during the twelve months ended 31 December 2015 (31 December 2014 : RM6), resulting in a gain on disposal of RM170,953 (31 December 2014 : RM184,049), recognized and included in Other Income in the Statement of Comprehensive Income.



There were no impairment nor reversal of such impairment during the current twelve 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 December 2015 are as follows:

	KIVI
Approved and contracted for	8,939,495
Approved but not contracted for	9,298,735

#### 14. Changes in Contingent Liabilities

As at 31 December 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.

12 months anded

#### 16. Significant Related Party Transactions

	31.12.2015 RM
Progress billings charged to the ultimate holding corporation	5,689,709
Rental of quarry land to the ultimate holding corporation	50,000
Tributes charged by the ultimate holding corporation Estate agency fee charged by a related company,	641,723
Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd.	170,135
Revenue from oil palm from a related company, Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd.  Property management paid to a related company,	2,719,925
Darulaman Asset Sdn. Bhd	96,084
Insurance paid to a related company, KSDC Insurance Brokers Sdn. Bhd.	2,139,300
	11,506,876



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

#### 17. Performance Review

### a) Current quarter vs previous year corresponding quarter

For the fourth quarter ended 31 December 2015, the Group recorded revenue of RM105.8 million. The revenue decreased by RM34.1 million or 24% compared to RM139.9 million achieved in the same corresponding period of last year. Meanwhile, the Group profit of RM26.9 million was higher by RM16.0 million or 146% compared to the same corresponding period of last year.

In 2014, the Group recorded a higher revenue for the fourth quarter due to a one-off transaction relating to an En-Bloc sales to PR1MA which contributed 29% of group's revenue for the quarter under review. Excluding the En-Bloc sales, revenue for the fourth quarter in 2015 is higher by RM6 million compared to the same corresponding period last year.

Higher profit for the quarter was mainly due to recovery of doubtful debt in which the company was able to recover RM4.7 million debt from a related company. Furthermore, lower cost of sales in the Property & Construction Divisions arising from finalization of accounts for completed projects contributes to the higher profit.

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

#### **Road and Quarry Division**

This Division contributed RM63.2 million to Group revenue compared to RM31.3 million previously, an increase of RM31.9 million. Significant increase of the revenue was due to the commencement of the state road maintenance project.

Similarly, the profit contribution has increased significantly to RM15.0 million, largely due to the state road maintenance project and also the recovery of doubtful debt from a related company amounting to RM4.7 million.

#### **Construction Division**

The Construction Division provided RM35.2 million to Group revenue compared to RM44.0 million previously, a decrease of 20%. This is mainly due to higher external projects undertaken in 2014 compared to 2015.

However, profit contribution increased by RM5.4 million to RM8.0 million mainly due to lower costs arising from the finalization of accounts of completed projects.



#### **Property Division**

The Property Division contributed RM35.0 million to Group revenue compared to RM88.7 million previously, a decrease of 61%. This is mainly due to En-Bloc sales to PR1MA in 2014 and slower sales arising from stringent credit assessment by the financiers.

However, profit contribution increased to RM11.1 million due to lower costs arising from the finalization of accounts of completed projects.

#### b) Current financial year to date against the previous year corresponding period

For the current financial year to date, the Group recorded revenue of RM243.3 million compared to RM328.9 million recorded in the same corresponding period of last year representing a decrease of 26%. Meanwhile, Group profit has increased by 20% to RM40.8 million compared to RM33.9 million last year.

Road and Quarry Division recorded 15% higher revenue of RM112.0 million compared to RM97.7 million in the previous year. It was mainly due to commencement of the state road maintenance project. Similarly, this Division has recorded higher profit of RM24.6 million as compared to RM11.9 million in 2014, an increase of 106%. It was mainly due to the recovery of the doubtful debt amounting to RM4.7 million during the year under review.

The Construction Division contributed lower revenue of RM84.6 million compared to RM117.6 million in 2014 due to lower external projects compared to the previous year. However, the Division recorded a higher profit of RM16.3 million compared to RM11.8 million in 2014, due to lower costs arising from the finalization of accounts of completed projects.

The Property Division recorded lower revenue of RM107.1 million compared to RM166.3 million in 2014 given current economic conditions. However, higher profit of RM17.9 million for the year compared to RM11.8 million in 2014 was mainly due to lower costs arising from the finalization of accounts of completed projects.

#### 18. Variation of Results against Preceding Quarter

	Current quarter ended 31 December 2015 RM	Preceding quarter ended 30 September 2015 RM
Revenue	105,835,859	43,845,441
Profit Before Taxation	26,934,652	5,314,331

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 normalized over the year.



#### 19. Prospects for the next financial year

The Group's core businesses are expected to record respectable performance for the next 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 Construction Division will continue to support the property arms in developing affordable houses in 2016. In addition, the Division has also been awarded with 2 key projects, namely PPR houses under KPKT and also water treatment plant for SADA and will be focusing on the completion and delivering these projects within scheduled time, budget and quality.

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. As an initiative to address customers' need for 2016, the Division is focusing on developing affordable houses within the established townships.

The Division expects the property market outlook and sentiment to remain stable amid uncertain economic environment.

In spite of challenging economic conditions, the Group expects to turn in a respectable performance in 2016.

#### 20. Variance from Profit Forecast or Profit Guarantee

Not applicable for the financial period ended 31 December 2015.

#### 21. Income Tax Expense

	12 months ended 31 December 2015 RM	12 months ended 31 December 2014 RM
Malaysian income tax	16,817,525	9,702,198

The Group's effective tax rate for the current period is approximately 41%. The higher rate was due to certain expenses not being deductible for tax purposes.



## 22. Status of Corporate Proposals

There was no outstanding corporate proposal during the quarter under review.

### 23. Group borrowings and Debt Securities

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

	Short-term RM	
Term loans	39,422,535	267,902,812
Hire Purchase	1,627,551	2,359,419
Bank overdraft	1,738	
TOTAL	41,051,824	270,262,231

#### 24. Material Litigation

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

#### 25. Dividends Payable

No interim dividend has been declared during the quarter ended 31 December 2015.

## 26. Earnings Per Share

#### a. Basic earnings per share

	12 months ended 31.12.2015 RM	12 months ended 31.12.2014 RM
Profit attributable to owners of the Company	23,965,191	24,167,717
Weighted average number of ordinary shares in issue	303,854,977	72,815,856
Basic earnings per share (sen)	7.88	33.18

#### b. Diluted earnings per share

Not applicable.



## 27. Disclosure of Realised and Unrealised Retained Earnings

	As at 31 December 2015 RM'000	As at 31 December 2014 RM'000
Total retained earnings of the Company and subsidiaries: -Realised -Unrealised	175,024 (1,191)	194,717 (305)
Total retained earnings	173,833	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 14 February 2016.