

INTERIM FINANCIAL STATEMENTS

- For The Quarter and Period of Nine Months Ended 30th September 2019 -

TABLE OF CONTENTS

Pages

Condensed consolidated statement of comprehensive income	1
Condensed consolidated statement of financial position	2
Condensed consolidated statement of changes in equity	3
Condensed consolidated statement of cash flow	4

Explanatory notes pursuant to MFRS 134

5-9

10-15

Explanatory notes pursuant to Chapter 9, Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad



CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2019 (The figures have not been audited)

		3 months ended 30 September		9 months ended 30 September	
	Note	2019 RM	2018 RM	2019 RM	2018 RM
Continuing Operations					
Revenue	9	50,771,611	49,260,954	137,712,977	149,263,084
Cost of sales		(43,346,098)	(42,467,219)	(120,826,043)	(135,371,345)
Gross profit		7,425,513	6,793,735	16,886,934	13,891,739
Distribution expenses		(882,414)	(2,373,971)	(2,703,826)	(7,272,705)
Administrative expenses		(7,545,779)	(9,329,121)	(21,655,911)	(30,248,742)
Other operating income	10	1,079,456	920,457	2,624,244	3,117,854
Other operating expenses		(89,883)	(37,227)	(90,885)	(41,326)
Result from operating activities		(13,108)	(4,026,128)	(4,939,445)	(20,553,181)
Finance cost	10	(2,276,519)	(1,911,936)	(7,326,022)	(5,059,520)
Loss before taxation	10	(2,289,627)	(5,938,064)	(12,265,467)	(25,612,701)
Tax expense	21	(261,120)	(461,382)	(996,530)	(1,015,447)
Loss and total comprehensive expense for the period	9	(2,550,747)	(6,399,446)	(13,261,997)	(26,628,148)
Loss and total comprehensive expense for the period attributable to :					
Owners of the Company Non-controlling interests		(2,550,747) -	(6,392,447) (6,998)	(13,261,997) -	(26,605,720) (22,428)
Loss and total comprehensive expense for the period		(2,550,747)	(6,399,446)	(13,261,997)	(26,628,148)
Basic loss per ordinary share (sen)	26	(0.84)	(2.11)	(4.36)	(8.76)

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2018 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2019 (The figures have not been audited)

Note 30.09.2019 31.12.2018 RM RM Assets Non-current assets 93,575,743 Property, plant and equipment 12 99,318,986 Investment property 46,105,129 40,560,366 Other investments 135,250 135,250 Inventories 353,809,723 362,559,003 502,375,125 493,824,325 **Current assets** 71,852,397 Inventories 68,049,714 17,156,633 11,286,479 Contract assets 131,083 217,339 Contract costs Trade and other receivables 81,284,560 83,637,415 Current tax assets 7,070,558 10,618,033 Other Investment 3,132,318 13,393,878 Deposits with licensed banks 10,830,471 17,387,803 Cash and bank balances 21,034,623 42,877,980 208,776,216 251,185,067 Total assets 711,151,341 745,009,392 **Current liabilities** Trade and other payables 114,192,377 110,986,415 **Contract Liabilities** 7,931,540 17,897,281 Loans and borrowings 23 112,228,399 122,215,836 234,353,319 251,099,532 **Non-current liabilities** Deferred tax liabilities 812,814 812,814 Loans and borrowings 23 30,586,457 34,436,299 31,399,271 35,249,113 **Total liabilities** 265,752,590 286,348,645 331,019,698 331,019,698 Share capital **Retained earnings** 114,379,053 127,641,050 445,398,751 458,660,747 Non-controlling interests **Total equity** 445,398,751 458,660,747 Total equity and liabilities 711,151,341 745,009,392

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2018 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 SEPTEMBER 2019 (The figures have not been audited)

	Attributable to owners of the parent> Non-Distributable Distributable					
	Share capital RM	Retained earnings RM	Total RM	Non- controlling interests RM	Total equity RM	
As at 1 January 2018 as previously stated	331,019,698	184,708,199	515,727,896	22,428	515,750,324	
Adjustment on initial application of MFRS 15, net of tax		(14,862,098)	(14,862,098)		(14,862,098)	
As at 1 January 2018, restated	331,019,698	169,846,101	500,865,798	22,428	500,888,226	
Total comprehensive loss	-	(26,605,720)	(26,605,720)	(22,428)	(26,628,148)	
As at 30 September 2018	331,019,698	143,240,380	474,260,078	-	474,260,078	
As at 1 January 2019	331,019,698	127,641,050	458,660,747	-	458,660,747	
Total comprehensive income loss	-	(13,261,997)	(13,261,997)	-	(13,261,997)	
As at 30 September 2019	331,019,698	114,379,053	445,398,751	-	445,398,751	

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2018 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2019 (The figures have not been audited)

	Cumulative Quarter		
	Current Period Ended 30-Sep-19 RM	Preceding Period Ended 30-Sep-18 RM	
Cash flows from operating activities			
Loss before taxation	(12,265,467)	(25,612,701)	
Adjustments for:			
Non-cash items	7,264,005	(6,466,926)	
Non operating items	5,918,496	2,674,020	
Operating profit/(loss) before working capital changes	917,034	(29,405,607)	
(Increase) / Decrease in contract assets	(9,138,928)	42,621,697	
Decrease in contract costs	(86,256)	-	
Decrease in contract liabilities	(1,656,383)	-	
(Increase) / Decrease in Trade and other receivables	(3,363,699)	35,015,984	
Decrease in inventories	(5,266,577)	(22,236,940)	
Increase / (Decrease) in Trade and other payables	4,431,213	(63,563,353)	
Cash used from operations	(14,163,596)	(37,568,219)	
Interest paid	(6,579,486)	(3,166,442)	
Taxes refund / (paid)	1,756,691	(3,493,608)	
Net cash used from operating activities	(18,986,391)	(44,228,269)	
Cash flows from investing activities			
Acquisition of investment properties	(5,544,763)	-	
Purchase of property, plant and equipment	(2,076,304)	(11,091,284)	
Proceeds from disposal of property, plant and equipment	470,971	285,831	
(Purchase) / proceeds from other investment	10,261,560	(6,050,777)	
Interest received	983,895	979,164	
Net cash (used) / provided in investing activities	4,095,359	(15,877,066)	
Cash flows from financing activities			
Drawdown of bankers' acceptance	6,536,569	4,257,347	
Drawdown of term loan	20,000,000	-	
Drawdown of revolving credit	1,093,000	-	
Repayment of borrowings	(34,552,912)	(11,405,105)	
Repayment of revolving credit	(1,000,000)	-	
Placement/(withdrawal) of pledged deposit	(812,254)	-	
Net changes in finance lease creditors	(519,566)	(309,947)	
Net cash used in financing activities	(9,255,163)	(7,457,705)	
Net (decrease) / increase in cash and cash equivalents	(24,146,195)	(67,563,040)	
Cash and cash equivalents at beginning of the period	34,248,772	94,509,471	
Cash and cash equivalents at beginning of the period	10,102,578	26,946,431	
Cash and cash equivalents comprise of the followings:			
Cash and bank balances	21,034,623	24,813,433	
Fixed deposit	10,830,471	30,134,022	
Overdraft	(14,051,183)	(21,464,595)	
Less: Deposite plodged	17,813,911	33,482,860	
Less: Deposits pledged	(7,711,333)	(6,536,429)	
	10,102,578	26,946,431	



EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND PERIOD ENDED 30 SEPTEMBER 2019

Part A – Explanatory Notes Pursuant to MFRS 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 MFRS 139 Financial Instruments: Recognition and Measurement.

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

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2018. 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 2018.

The financial statements of the Economic Entity have been prepared in accordance with Malaysian Financial Reporting Standards (MFRS), generally accepted accounting principles and the Companies Act, 2016 in Malaysia.

2. Significant Accounting Policies

The accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the financial statements for the financial year ended 31 December 2018 except for the adoption of the following new/revised MFRSs and Amendments to MFRSs:

MFRS 16	Leases
Amendments to MFRS 9	Prepayment Features with Negative Compensation
Amendments to MFRS 128	Long-term Interests in Associates and Joint Ventures
Amendments to MFRS 119	Plan Amendment, Curtailment or Settlement
Amendments to MFRSs	Annual Improvements to MFRSs (2015 - 2017) Cycle IC
Interpretation 23	Uncertainty over Income Tax Treatments

The adoption of the above MFRSs does not have significant financial impact to the Group.



3. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 December 2018 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

The preparation of the interim financial statements in conformity with Malaysian Financial Reporting Standards ("MFRSs") requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements.

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 equity securities except for repay of debt in the current quarter.



	Property development RM	Road building and quarrying RM	Engineering and Construction RM	Leisure and Hospitality RM	Other reportable segments RM	Total reportable segments RM	Elimination RM	Consolidated RM
9 months ended 30 September 2019								
Revenue								
External sales Inter-segment sales	53,517,787 96,278	52,257,699 8,851,059	22,459,739 13,862,222	5,951,620 28,692	3,526,131 2,724,660	137,712,977 25,562,911	- (25,562,911)	137,712,977 -
Total revenue	53,614,065	61,108,758	36,321,961	5,980,312	6,250,791	163,275,887	(25,562,911)	137,712,977
Segment profit/(loss)	(10,122,146)	2,005,197	2,131,057	(2,682,196)	(3,236,472)	(11,904,560)	(360,907)	(12,265,467)
3 months ended 30 September 2019	RM	RM	RM	RM	RM	RM	RM	RM
Revenue								
External sales Inter-segment sales	22,428,960 32,093	23,379,539 1,147,183	1,295,485 3,146,594	2,092,122 9,564	1,575,505 908,220	50,771,611 5,243,654	(5,243,654)	50,771,611 -
Total revenue	13,551,817	26,776,498	13,859,829	1,647,701	1,243,158	57,079,002	(9,822,929)	47,256,074
Segment profit/(loss)	(1,521,078)	1,363,132	(278,532)	(666,647)	(1,026,918)	(2,130,042)	(159,584)	(2,289,627)



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 30 September		9 months 30 Septe	
	2019 RM	2018 RM	2019 RM	2018 RM
After charging:				
Depreciation and amortization:				
-property, plant and equipment	2,631,942	2,337,079	7,704,961	7,670,621
Property, plant and equipment written off	2,550	-	5,468	325,626
Interest expense	2,276,519	1,911,936	7,326,022	5,059,520
Rental expense	66,018	118,108	211,327	503,911
After crediting:				
Gain on disposal of:				
-property, plant and equipment	(138,059)	-	(299,851)	(116,265)
(Reversal)/ Allowance of impairment:				
-trade receivables	(47,640)	-	(71,072)	-
Interest income	(380,130)	(490,440)	(1,021,113)	(1,259,617)
Other income including rental and				
investment income	(669,325)	(430,017)	(1,603,130)	(1,858,237)

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 RM536,966 during the quarter under review.

There were no impairment nor reversal of such impairment during the current 9 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 30 September 2019 are as follows:

	RM
Approved and contracted for	1,209,217

14. Changes in Contingent Liabilities

As at 30 September 2019, 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

	9 months ended 30.09.2019 RM
Progress billings charged to the ultimate holding corporation	-
Rental of quarry land to ultimate holding corporation	100,000
Tributes charged by the ultimate holding corporation Estate agency fee charged by a related company,	420,125
Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd.	61,752
Revenue from oil palm from related company,	000.000
Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd.	988,923
Property management paid to a related company, Darulaman Asset Sdn. Bhd	35,059
Insurance paid to a related company, KSDC	
Insurance Brokers Sdn. Bhd.	614,671
	2,220,530



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

17. Performance Review

a) Current quarter vs previous year corresponding quarter

The Group posted lower loss before tax of RM2.3 million compared to RM5.9 million in the same corresponding period of last year. The Group managed to narrow down its losses as a result of its business turnaround initiatives which focuses on business improvement processes to deliver better margins and cost optimization.

The Group registered revenue of RM50.7 million, an increase of 3% compared to RM49.3 million in the preceding year's corresponding quarter.

The narrowing down of losses was mainly contributed by lower administrative expenses as part of the business turnaround initiatives.

Performance of the operating business segments for the quarter ended 30 September 2019 compared to the previous year's corresponding quarter are as follows:

Property Division

The Property Division contributed higher revenue of RM22.4 million to the Group compared to RM8.4 million previously. Loss before tax decreased from RM5.4 million to RM1.5 million in the current quarter.

Higher revenue for the quarter mainly contributed from improved take-up rates as well as steady construction progress in Bandar Darulaman and Darulaman Utama.

In line with the increased revenue, loss before tax for the division decreased by RM3.9 million compared to the previous year's corresponding period due to better margins from its current development projects as well as lower administrative costs.

Road Building and Quarry Division

The division posted lower revenue of RM23.4 million in the current quarter of 2019 compared to RM28 million in the same corresponding quarter of last year due to lesser road maintenance works. Despite lower revenue, the division managed to achieve relatively similar profit before tax of RM1.4 million due to lower production and administrative costs.

Engineering and Construction Division

The division recorded revenue of RM1.3 million for the quarter compared to RM10.5 million in the same corresponding period of last year. Accordingly, the division posted



loss before tax of RM0.3 million as compared to profit before tax of RM0.3 million last year.

The revenue for the division was mainly contributed by Project Perumahan Rakyat (PPR) Ayer Hitam project which is now completed and handed over during the quarter.

Leisure and Hospitality Division

This Division posted slightly higher revenue of RM2.1 million to the Group revenue compared to RM2.0 million in the same corresponding period of last year. Increased revenue was mainly attributed to higher sales from recreational and water theme park segments.

The division recorded RM0.7 million in loss before tax compared to RM1.6 million loss in the same quarter last year mainly due to lower operating costs.

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

Despite lower revenue, the Group posted lower loss before tax of RM12.3 million compared to RM25.3 million last year. For the current financial year to date, the Group recorded revenue of RM137.7 million compared to RM149.3 million in the same corresponding period of last year, representing a decrease of 8%.

Overall improved performance was mainly contributed by Property Division and Engineering and Construction Division. The Group managed to narrow down its losses as a result of its business turnaround initiatives which focuses on business improvement processes to deliver better margins and cost optimization exercise.

The Property Division posted higher revenue of RM53.5 million compared to RM36.4 million in 2018. The division also recorded lower loss before tax of RM10.1 million for the period compared to RM19.7 million in 2018. The increase in revenue and lower losses for the period was mainly due to business turnaround initiatives of reducing property inventory level and aggressive marketing which has resulted in improved take-up rates. Better project margins as well as lower administrative expenses have contributed to the improved performance.

The Engineering and Construction Division contributed lower revenue of RM22.5 million compared to RM32.7 million in 2018 mainly due to lower progress billings from its Project Perumahan Rakyat (PPR) Ayer Hitam, which is now completed and handed over to the Government. Despite lower revenue, the division recorded higher profit of RM2.1 million compared to RM1.5 million in 2018 due to cost savings from the PPR project.

Road and Quarry Division recorded lower revenue of RM52.3 million compared to RM70.4 million in the previous year. The decrease in revenue was due to lesser construction activities resulting in lower sales of quarry products. Similarly, profit



contribution decreased from RM2.7 million in 2018 to RM2.0 million this year due to the lower revenue.

The Leisure Division contributed lower revenue of RM6.0 million compared to RM6.6 million in 2018 due to lower contribution from golfing, recreational and water theme parks segments. However, the division recorded lower loss before tax of RM2.7 million for the period compared to RM4.2 million in 2018 due to lower operating costs.

18. Variation of Results against Preceding Quarter

	Current quarter ended 30 September 2019 RM	Preceding quarter ended 30 June 2019
Revenue	50,771,611	47,256,074
Loss Before Taxation	(2,289,627)	(4,465,878)

Improved performance in the current quarter as compared to the preceding is a result of the Group business turnaround initiatives which focuses on business improvement processes to deliver better margins and cost optimization.

19. Prospects for the current financial year

The Global economic outlook is expected to remain moderate in view of the rise of the US-China trade conflict, disrupting global trade and economic growth prospects. The International Monetary Fund (IMF) projected the world's economy to grow at 3.2% in 2019, in contrast to 3.6% last year. Current uncertain and volatile state remained in the near term. The regional economies continue to be confronted by headwinds from global trade slowdown, which further weighed on external demand.

According to Bank Negara, the Malaysian economy grew by 4.6% in the first three quarters of 2019. Full year growth is expected to remain between 4.3% - 4.8% in 2019 (2018: 4.7%). Household spending will remain the key driver of growth, supported by continued employment and income growth. Private investment growth is projected to remain modest, supported partly by realization of approved projects. Public investment will be a smaller drag to growth, following planned higher capital spending mainly in the transportation segment. On the external front, support from net exports will likely moderate, as imports are expected to grow faster than exports, in line with the projected improvement in the investment activity.

Recently the Kedah State Government and the Federal Government had announced a few major infrastructure initiatives namely the RM1.6 billion Kulim International Airport project, Kedah Rubber City, Bukit Kayu Hitam Special Border Economic Zone (SBEZ)



and a new highway linking Sungai Petani and Bandar Baharu. This will boost economic activities in the State and provide opportunities to the Group's core businesses. As a state government-linked company, there is strong likelihood that the Group will benefit from any of the upcoming Federal and Kedah state-linked initiatives.

The Group intends to leverage on the strength of its Engineering and Construction Division to tap into any suitable opportunities on offer in the sector and placing greater emphasis on seeking infrastructure projects. This will ensure that the Group has a steady pipeline of contracts to sustain its business over many years. As the pace of construction progress picks up, these projects are anticipated to be important contributors to the Group revenue and operating profit.

Road Building and Quarry Division is expected to consistently contributes to the Group's revenue and profit. The division is expected to secure more sizeable projects that include the contract renewal of road maintenance works across the state of Kedah. Besides selling aggregates and premix products, the division will continue to pursue routine highway maintenance and upgrading works from highway concessionaires and also road pavement works from private sectors.

The Property Division is expected to continue to face considerable challenges stemming from geographical concentration of projects amid a marked property market slowdown in the state. The division is focusing to reduce its property inventory levels through aggressive marketing and en-bloc sales and at the same time prioritizing affordable residential projects launches.

The market for the Leisure and Hospitality Division is expected to remain competitive and challenging. Efforts are being taken to address the issue.

Moving forward, the Group is also exploring recurring income projects which may provide sustainable income to the Group in the middle to long term period.

The improvement in the Group's core businesses is a sign that the Group is on track to financial performance turnaround in the near future as a result of its business turnaround initiatives which also provide the direction for better result in the coming years.

20. Variance from Profit Forecast or Profit Guarantee

Not applicable for the financial period ended 30 September 2019.



21. Income Tax Expense

	9 months ended 30 September 2019 RM	9 months ended 30 September 2018 RM
Malaysian income tax	996,530	1,015,447

Income tax expenses for the current period was provided for profitable companies within the Group.

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 30 September 2019 were as follows:

	Short-term RM	Long-term RM
Term loans	21,525,438	28,636,255
Sukuk Wakalah	30,000,000	-
Bankers' Acceptance	6,536,569	-
Hire Purchase	2,022,210	1,950,201
Revolving Credit	38,093,000	-
Bank overdraft	14,051,183	-
TOTAL	112,228,400	30,586,456

24. Material Litigation

There is no pending material litigation since the last annual balance sheet date of 31 December 2018.

25. Dividends Payable

No interim dividend has been declared during quarter ended 30 September 2019.



a. Basic loss per share

	9 months ended 30.09.2019 RM	9 months ended 30.09.2018 RM
Loss attributable to owners of the Company	(13,261,997)	(26,628,148)
Number of ordinary shares in issue	303,854,977	303,854,977
Basic loss per share (sen)	(4.36)	(8.76)

b. Diluted earnings per share

Not applicable.

27. 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 24 November 2019.