

# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2015 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

|  | As At<br>30 Jun 2015<br>RM'000<br>(UNAUDITED) | As At<br>30 Jun 2014<br>RM'000 |
|--|---|--------------------------------|
| ASSETS   |   |                                |
| NON-CURRENT ASSETS   |   |                                |
| Property, plant and equipment  | 183,326                                       | 113,999                        |
| Investment properties  | 38,044  | 98,793                         |
| Intangible assets  | 69,006  | 68,568                         |
| Investments in associates  | 95  | 658                            |
| Other investments  | 1,137   | 1,099                          |
| Deferred tax assets  | 3,455   | 2,713                          |
| Total non-current assets   | 295,063                                       | 285,830                        |
| CURRENT ASSETS   |   |                                |
| Inventories  | 153,524                                       | 144,620                        |
| Trade and other receivables  | 139,518                                       | 112,265                        |
| Current tax assets   | 3,729   | 749                            |
| Cash and cash equivalents  Total current assets                                  | 78,775<br>375,546                             | 69,624<br>327,258              |
|  | 375,540                                       | 327,236                        |
| TOTAL ASSETS   | 670,609                                       | 613,088                        |
| EQUITY AND LIABILITIES   |   |                                |
| Share capital  | 201,572                                       | 100,786                        |
| Reserves   | 187,124                                       | 247,406                        |
| Treasury shares  |   | (1,706                         |
| Total equity attributable to the owners of the parent                            | 388,696                                       | 346,486                        |
| Non-controlling Interest   | 17,194  | 14,134                         |
| Total equity   | 405,890                                       | 360,620                        |
| NON-CURRENT LIABILITIES  |   |                                |
| Long term borrowings   | 99,326  | 103,738                        |
| Trade and other payables   | 4,893   | 5,125                          |
| Provision for restoration costs  | 1,734   | 1,465                          |
| Deferred tax liabilities  Total non-current liabilities                          | 6,726<br><b>112,679</b>                       | 6,666<br><b>116,994</b>        |
| CURRENT LIABILITIES  |   |                                |
| CURRENT LIABILITIES Trade and other payables                                     | 103,042                                       | 85,967                         |
| Bank borrowings  | 43,772  | 41,765                         |
| Provision for restoration costs  | 287   | 286                            |
| Current tax payables   | 4,939   | 7,456                          |
| Total current liabilities  | 152,040                                       | 135,474                        |
| Total liabilities  | 264,719                                       | 252,468                        |
| TOTAL EQUITY AND LIABILITIES   | 670,609                                       | 613,088                        |
| NET ASSETS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT (RM): | 0.48  | 0.43                           |

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)

#### Notes :

The computations for NA per share is based on 806,287,400 issued shares, after the Bonus Issue and Share Split completed on 23rd July 2014.

# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2015 CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

|   | Individual                                       | Quarter  | Cumulativ   | e Quarter   |
|---|--|--|---|---|
|   | Current Year<br>Quarter<br>30 Jun 2015<br>RM'000 | Preceding Year<br>Corresponding<br>Quarter<br>30/06/2014<br>RM'000 | Current Year-<br>To-Date<br>30 Jun 2015<br>RM'000 | Preceding Year<br>Corresponding<br>Period<br>30/06/2014<br>RM'000 |
| Revenue   | 148,306  | 165,859  | 695,329   | 691,608   |
| Cost of sales   | (59,677)   | (65,509)   | (283,569)   | (269,333)   |
| Gross profit  | 88,629   | 100,350  | 411,760   | 422,275   |
| Selling and distribution expenses   | (51,288)   | (48,745)   | (216,701)   | (204,944)   |
| General and administration expenses   | (27,139)   | (39,070)   | (121,286)   | (131,253)   |
| Other operating income  | 3,678  | 1,297  | 10,897  | 7,548   |
| Profit from operations  | 13,880   | 13,832   | 84,670  | 93,626  |
| Finance costs   | (2,788)  | (2,239)  | (10,439)  | (8,085)   |
| Share of results of associates  | (289)  | -  | (211)   | (1)   |
| Profit before tax   | 10,803   | 11,593   | 74,020  | 85,540  |
| Taxation  | (3,032)  | (2,441)  | (21,808)  | (24,950)  |
| Profit for the period   | 7,771  | 9,152  | 52,212  | 60,590  |
| Other comprehensive income<br>Foreign currency exchange differences<br>arising from consolidation | 2,389  | (782)  | 3,983   | 906   |
| Total comprehensive income for the period   | 10,160   | 8,370  | 56,195  | 61,496  |
| Profit attributable to :  |  |  |   |   |
| Owners of the parent  | 5,414  | 8,917  | 46,356  | 55,123  |
| Non-controlling Interests   | 2,357<br><b>7,771</b>                            | 235<br><b>9,152</b>  | 5,856<br><b>52,212</b>                            | 5,467<br><b>60,590</b>  |
| Total comprehensive income attributable to :  Owners of the parent                                | 7.388  | 8,379  | 49,577  | 55,956  |
| Non-controlling Interests   | 2,772  | (9)  | 6,618   | 5,540   |
| ū   | 10,160   | 8,370  | 56,195  | 61,496  |
| Net earnings per share attributable to owners of the parent (Note B14)  - Basic (sen)             | 0.67   | 1.11   | 5.75  | 6.84  |
| - שמשונ (שפון)  | 0.67   | 1.11   | 5.75  | 0.04  |

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)

<sup>\*</sup> Notes :-

The computations for earnings per share is based on 806,287,400 issued shares after the Bonus Issue and Share Split completed on 23rd July 2014.

# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2015 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

|   | -                          |                            | Attributab  | le to owners of th                           | e parent ——                  |   |                     |  |                           |
|---|----------------------------|----------------------------|---|--|------------------------------|---|---------------------|--|---------------------------|
|   | Share<br>Capital<br>RM'000 | Share<br>Premium<br>RM'000 | Non-Distributable  Available-for- sale Reserve RM'000 | Exchange<br>Translation<br>Reserve<br>RM'000 | Treasury<br>Shares<br>RM'000 | Distributable  Retained Earnings RM'000 | Sub-total<br>RM'000 | Non-<br>controlling<br>interests<br>RM'000 | Total<br>Equity<br>RM'000 |
| At 1 July 2014  | 100,786                    | 476                        | (12)  | 672  | (1,706)                      | 246,270                                 | 346,486             | 14,134                                     | 360,620                   |
| Profit for the financial year                               | -                          | -                          | -   | -  | -                            | 46,356                                  | 46,356              | 5,856                                      | 52,212                    |
| Foreign currency translations                               | -                          | -                          | -   | 3,221  | -                            | -                                       | 3,221               | 762  | 3,983                     |
| Total comprehensive income for the period                   | -                          | -                          | -   | 3,221  | -                            | 46,356                                  | 49,577              | 6,618                                      | 56,195                    |
| Transaction with owners:                                    |                            |                            |   |  |                              |   |                     |  |                           |
| Resale of treasury shares                                   | -                          | 1,006                      | -   | -  | 1,706                        | -                                       | 2,712               | -  | 2,712                     |
| Bonus issue   | 100,786                    | (1,482)                    | -   | -  | -                            | (99,304)                                | -                   |  | -                         |
| Dividend paid   | -                          | -                          | -   | -  | -                            | (10,079)                                | (10,079)            | (3,558)                                    | (13,637)                  |
| Total transactions with owners                              | 100,786                    | (476)                      | -   | -  | 1,706                        | (109,383)                               | (7,367)             | (3,558)                                    | (10,925)                  |
| At 30 June 2015   | 201,572                    | -                          | (12)  | 3,893  | -                            | 183,243                                 | 388,696             | 17,194                                     | 405,890                   |
| At 1 July 2013  | 100,786                    | 476                        | (12)  | (161)  | -                            | 201,294                                 | 302,383             | 13,120                                     | 315,503                   |
| Profit for the financial year                               | -                          | -                          | -   | -  | -                            | 55,123                                  | 55,123              | 5,467                                      | 60,590                    |
| Foreign currency translations                               | -                          | -                          | -   | 833  | -                            | -                                       | 833                 | 73   | 906                       |
| Total comprehensive income for the period                   | -                          | -                          | -   | 833  | -                            | 55,123                                  | 55,956              | 5,540                                      | 61,496                    |
| Transaction with owners:                                    |                            |                            |   |  |                              |   |                     |  |                           |
| Repurchase of own shares                                    | -                          | -                          | -   | -  | (1,706)                      | -                                       | (1,706)             | -  | (1,706)                   |
| Dividends paid  | -                          | -                          | -   | -  | -                            | (10,079)                                | (10,079)            | -  | (10,079)                  |
| Dividends paid to non-controlling interests of subsidiaries | -                          | -                          | -   | -  | -                            | -                                       | -                   | (4,784)                                    | (4,784)                   |
| Disposal of a subsidiary                                    | -                          | -                          | -   | -  | -                            | -                                       | -                   | 524  | 524                       |
| Change of equity interest in a subsidiary                   | -                          | -                          | -   | -  | -                            | (68)                                    | (68)                | (266)                                      | (334)                     |
| Total transactions with owners                              | -                          | -                          | -   | -  | (1,706)                      | (10,147)                                | (11,853)            | (4,526)                                    | (16,379)                  |
| At 30 June 2014   | 100,786                    | 476                        | (12)  | 672  | (1,706)                      | 246,270                                 | 346,486             | 14,134                                     | 360,620                   |

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)



# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2015

#### CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

|   | 30 Jun 2015<br>RM'000 | 30 Jun 2014<br>RM'000 |
|---|-----------------------|-----------------------|
| Cash flows from operating activities                              |                       |                       |
| Profit before tax   | 74,020                | 85,540                |
| Adjustments for non-cash flow:                                    |                       |                       |
| Amortisation of trademarks  | 486                   | 1,31                  |
| Inventories written off   | -                     | 6                     |
| Bad debts written off   | 70                    | 1:                    |
| Depreciation of property, plant and equipment                     | 20,972                | 20,42                 |
| Fair value adjustments on investment properties                   | (693)                 | (8                    |
| Gain on disposal of property, plant and equipment                 | (647)                 | (58                   |
| Accretion of non-current other payable                            | 569                   | 77                    |
| Impairment loss on :-   |                       |                       |
| - amounts owing by associates                                     | 1,260                 | 2,36                  |
| - investment in an associate                                      | 352                   |                       |
| Interest expense  | 6,494                 | 3,97                  |
| Interest income   | (713)                 | (95                   |
| Net loss on disposal of a subsidiary                              | -                     | 56                    |
| Properties, plant and equipment written off                       | 243                   | 17                    |
| Share of loss of associates                                       | 211                   |                       |
| Unwinding of discount on provision for restoration costs          | 57                    | 8                     |
| Unrealised gain on foreign exchange, net                          | (501)                 | (8                    |
| Operating profit before changes in working capital                | 102,180               | 113,58                |
| Changes in working capital  |                       |                       |
| Net change in current assets                                      | (28,635)              | (41,89                |
| Net change in current liabilities                                 | 10,857                | 8,68                  |
| Cash generated from operations                                    | 84,402                | 80,37                 |
| Tax paid  | (28,116)              | (27,49                |
| Net cash from operating activities                                | 56,286                | 52,88                 |
| Cash flows used in investing activities                           | , i                   | ,                     |
| Interest received   | 713                   | 95                    |
| Loan/Advances to associates                                       | (1,124)               | (1,98                 |
| Acquisition of additional equity interest in a subsidiary         | -                     | (33                   |
| Acquisition of associates   | -                     | (65                   |
| Net cash outflow from disposal of a subsidiary                    | -                     | (37                   |
| Proceeds from disposal of property, plant and equipment           | 1,019                 | 1,26                  |
| Withdrawal of deposits pledged to licensed banks                  | -                     | 46                    |
| Purchase of Trademarks  | (51)                  | (3,2                  |
| Purchase of property, plant and equipment                         | (22,741)              | (28,58                |
| Purchase of investment properties                                 | -                     | (7,54                 |
| Proceeds from disposal of other investments                       | -                     | 8                     |
| Net cash used in investing activities                             | (22,184)              | (39,94                |
| Cash flows used in financing activities                           |                       |                       |
| Interest paid   | (6,494)               | (3,9                  |
| Proceeds from sale of treasury shares                             | 2,712                 |                       |
| Repurchase of own shares  | -                     | (1,7)                 |
| Net financing from bank borrowings                                | (11,816)              | 2,4                   |
| Dividends paid to owners of the parent                            | (10,079)              | (10,0                 |
| Dividends paid to non-controlling interests                       | (3,558)               | (4,78                 |
| Net cash used in financing activities                             | (29,235)              | (18,0)                |
| Net increase/(decrease) in cash and cash equivalents              | 4,867                 | (5,1                  |
| Cash and cash equivalents at beginning of the financial year      | 66,241                | 71,6                  |
| Effect of exchange rate changes on cash and cash equivalents      | 571                   | (2                    |
| Cash and cash equivalents at end of the financial year (Note A16) | 71,679                | 66,2                  |

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of the Malaysian Financial Reporting Standards ("MFRS") MFRS 134: "Interim Financial Reporting" and Chapter 9 Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. This Interim Financial Statements also complies with IAS 34: Interim Financial Reporting issued by the International Accounting Standard Board ("IASB").

The interim financial statements should be read in conjunction with the annual audited financial statements of the Group for the financial year ended 30 June 2014.

The 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 30 June 2014.

#### A2. Accounting policies

The significant accounting policies adopted by the Group in this Report are consistent with those adopted in the Audited Financial Statements of the Group for the financial year ended 30 June 2014 except for the adoption of the following new/revised MFRSs, Amendments to MFRSs and Issues Committee Interpretations ("IC Interpretations") that are effective for financial periods beginning on or after 1 January 2014:

#### (a) Adoption of New/Revised MFRSs, Amendments to MFRSs and IC Interpretations

#### (i) Effective for financial periods beginning on or after 1 January 2014

| Amendments to MFRS 10  | Consolidated Financial Statements :<br>Investment Entities     | 1 January 2014 |
|------------------------|--|----------------|
| Amendments to MFRS 12  | Disclosure of Interest in Other Entities : Investment Entities | 1 January 2014 |
| Amendments to MFRS 127 | Separate Financial Statements (2011) : Investment Entities     | 1 January 2014 |
| Amendments to MFRS 132 | Offsetting Financial Assets and Financial Liabilities          | 1 January 2014 |
| Amendments to MFRS 136 | Recoverable Amount Disclosures for Non-<br>Financial Assets    | 1 January 2014 |
| Amendments to MFRS 139 | Novation of Derivatives and Continuation of Hedge Accounting   | 1 January 2014 |
| IC Interpretation 21   | Levies   | 1 January 2014 |
| Amendments to MFRS 119 | Defined Benefit Plans :Employee Contributions                  | 1 July 2014    |
| Amendments to MFRSs    | Annual Improvements 2010 - 2012 Cycle                          | 1 July 2014    |
| Amendments to MFRSs    | Annual Improvements 2011 - 2013 Cycle                          | 1 July 2014    |



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### A2. Accounting policies (continued)

The adoption of the above standards and amendments to MFRSs and IC Interpretation are not expected to have any significant financial impact on the financial statements of the Group.

#### (b) MFRSs, Amendments to MFRSs and IC Interpretation issued but not yet effective

The Group has not adopted the following new/revised MFRSs, Amendments to MFRSs and Interpretation that were in issue but not yet effective:

#### (i) MFRS and Amendments effective for financial periods beginning on or after 1 January 2016

| MFRS 14  | Regulatory Deferral Accounts  | 1 January 2016 |
|--|---|----------------|
| Amendments to MFRS 10 and MFRS 128             | Sale or Contribution of Assets between an<br>Investor and its Associates or Joint Venture | 1 January 2016 |
| Amendments to MFRS 10,<br>MFRS 12 and MFRS 128 | Investment Entities : Applying the Consolidation Exception                                | 1 January 2016 |
| Amendments to MFRS 101                         | Disclosure Initiative   | 1 January 2016 |
| Amendments to MFRS 116 and MFRS 138            | Clarification of Acceptable Methods of<br>Depreciation and Amortisation                   | 1 January 2016 |
| Amendments to MFRS 11                          | Accounting for Acquisitions of Interests in Joint Operations                              | 1 January 2016 |
| Amendments to MFRS 116 and MFRS 141            | Agriculture: Bearer Plants  | 1 January 2016 |
| Amendments to MFRS 127                         | Equity Method in Separate Financial Statements  | 1 January 2016 |
| Amendments to MRFSs Annua                      | al Improvements to 2012-2014 Cycle  | 1 January 2016 |
| MFRS 15  | Revenue from Contracts with Customers   | 1 January 2017 |
| MFRS 9   | Financial Instruments (IFRS as issued by IASB in July 2014)                               | 1 January 2018 |

#### A3. Declaration of audit qualification

There was no qualified report issued by the auditors in the financial statements of the Group for the financial year ended 30 June 2014.

#### A4. Seasonality or Cyclicality of Interim Operations

The business operations of the Group are generally dependent on the Malaysian economy, consumer confidence and Government support, as well as major festive seasons.

#### A5. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual events affecting assets, liabilities, equity, net income or cash flow of the Group in the quarterly financial statements under review.

#### A6. Material Changes in Estimates

There were no material changes in estimates in the quarterly financial statements under review.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

### A7. Debts and Equity Securities

There were no issuance, cancellation, repurchase, resale and repayments of debts and equity securities for current quarter under review.

#### A8. Dividend Paid

No dividend has been paid in the current quarter under review.

The amount of dividends paid by the Company since 30 June 2014 were as follows:

RM'000

In respect of the financial year ended 30 June 2014:

A final single tier dividend of 5% or 1.25 sen per ordinary share declared on 20 November 2014 and paid on 22 December 2014

10,079

#### A9. Segment Information

**Business segments** 

#### 12 months ended 30 June 2015

|                                 | Retailing<br>RM'000 | Manufac-<br>turing<br>RM'000 | Investment<br>and property<br>development<br>RM'000 | Elimination<br>RM'000 | Consolidation<br>RM'000 |
|---------------------------------|---------------------|------------------------------|---|-----------------------|-------------------------|
| Revenue                         |                     |                              |   |                       |                         |
| Revenue from external customers | 694,165             | 58                           | 1,106   | -                     | 695,329                 |
| Inter-segment revenue           | -                   | 24,167                       | 53,325  | (77,492)              |                         |
| Total revenue                   | 694,165             | 24,225                       | 54,431  | (77,492)              | 695,329                 |
| Results                         |                     |                              |   |                       |                         |
| Segment operating profit        | 82,412              | 1,300                        | 17,780  | (21,480)              | 80,012                  |
| Share of losses of associates   | -                   | -                            | (211)   | -                     | (211)                   |
| Interest income                 |                     |                              |   |                       | 713                     |
| Finance costs                   |                     |                              |   | _                     | (6,494)                 |
| Profit before tax               |                     |                              |   |                       | 74,020                  |
| Tax expense                     |                     |                              |   | _                     | (21,808)                |
| Profit for the financial period |                     |                              |   | _                     | 52,212                  |
| Attributable to:                |                     |                              |   |                       |                         |
| Owners of the parent            |                     |                              |   |                       | 46,356                  |
| Non-controlling interests       |                     |                              |   | _                     | 5,856                   |
|                                 |                     |                              |   |                       | 52,212                  |



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

### A9. Segment Information (continued)

Business segments (continued)

#### 12 months ended 30 June 2014

|                                 | Retailing<br>RM'000 | Manufac-<br>turing<br>RM'000 | Investment<br>and property<br>development<br>RM'000 | Elimination<br>RM'000 | Consolidation<br>RM'000 |
|---------------------------------|---------------------|------------------------------|---|-----------------------|-------------------------|
| Revenue                         |                     |                              |   |                       |                         |
| Revenue from external customers | 690,575             | 283                          | 750   | -                     | 691,608                 |
| Inter-segment revenue           |                     | 24,577                       | 127,065   | (151,642)             |                         |
| Total revenue                   | 690,575             | 24,860                       | 127,815   | (151,642)             | 691,608                 |
| Results                         |                     |                              |   |                       |                         |
| Segment operating profit        | 98,915              | 1,520                        | 75,740  | (87,616)              | 88,559                  |
| Share of losses of associates   | -                   | -                            | (1)   | -                     | (1)                     |
| Interest income                 |                     |                              |   |                       | 954                     |
| Finance costs                   |                     |                              |   | -                     | (3,972)                 |
| Profit before tax               |                     |                              |   |                       | 85,540                  |
| Tax expense                     |                     |                              |   | -                     | (24,950)                |
| Profit for the financial period |                     |                              |   | -                     | 60,590                  |
| Attributable to:                |                     |                              |   |                       |                         |
| Owners of the parent            |                     |                              |   |                       | 55,123                  |
| Non-controlling interests       |                     |                              |   |                       | 5,467                   |
|                                 |                     |                              |   |                       | 60,590                  |
|                                 |                     |                              |   | -                     |                         |

### A10. Valuation of Property, Plant and Equipment

The valuation of property, plant and equipment if any, have been brought forward without amendment from the previous annual financial statements.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### A11. Material Events Subsequent to the End of the Interim Period

There were no material events subsequent to the end of the current quarter under review up to the date of this report.

#### A12. Changes in the Composition of the Group

Save for those disclosed below, there were no changes in the composition of the Group for the current quarter under review.

On 30 April 2015, the Company announced that Bonia Italia Srl ("BIS"), its indirect subsidiary incorporated in Italy, has resolved on the voluntary liquidation of BIS pursuant to the Italian Civil Code.

BIS, a dormant entity, is a wholly-owned subsidiary of Daily Frontier Sdn Bhd, which in turn is a wholly-owned subsidiary of the Company, The cost of investment is EUR1.00.

The voluntary liquidation of BIS is part of Bonia's continued initiative to eliminate unnecessary administrative costs in maintaining dormant subsidiaries. The voluntary liquidation is not expected to have any material effect on the earnings or net assets of the Bonia Group for the financial year ended 30 June 2015.

#### A13. Changes in Contingent Liabilities

The contingent liabilities of the Company as at 30 June 2015 comprised of corporate guarantee given to financial institutions for credit facilities granted to certain subsidiaries amounted to RM324.0 million of which utilised by these subsidiaries amounted to RM133.80 million.

#### A14. Capital Commitments

The amount of capital commitments as at 30 June 2015 is as follows:

| Authorised and contracted for:  | RM'000            |
|---|-------------------|
| Property, plant and equipment: - others - Renovation for offices and warehouses | 164<br>242<br>406 |



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### A15. Related Party Disclosures

The aggregate value of the recurrent related party transactions ("RRPT") conducted between the transacting subsidiaries of the Company (collectively, "Bonia Group") with the related parties during the current financial period under review are as follows:-

| No. | Transacting party | Related party                                  | Nature of transactions   | Estimated aggregate value during the validity period of the Proposed RRPT Mandate pursuant to Circular to Shareholders dated 29.10.2014 duly approved at the 23rd AGM held on 20.11.2014 RM'000 | 30 June<br>2015<br>Amount<br>transacted<br>RM'000 | 30 Jun 2014<br>Amount<br>transacted<br>RM'000 |
|-----|-------------------|--|--|---|---|---|
| 1.  | Bonia Group       | Cassardi<br>Internation<br>al Co. Ltd.         | Purchase of men's apparels     Payment of Valentino Rudy trademark royalty   | N/A   | 927   | 894   |
| 2.  | Bonia Group       | Bonia<br>Internation<br>al Holdings<br>Pte Ltd | Payment of Bonia,<br>Carlo Rino, Sembonia<br>and CR2 trademarks<br>royalties | 4,500   | 3,166   | 907   |
| 3.  | Bonia Group       | BIH<br>Franchisin<br>g Ltd.                    | Payment of Bonia,,<br>Carlo Rino and<br>Sembonia trademarks<br>royalties     | N/A   | -   | 1,971   |
| 4.  | Bonia Group       | Long Bow<br>Manufactur<br>ing (S) Pte.<br>Ltd. | Payment of office and<br>warehouse rental                                    | 1,700   | 1,670   | 1,392   |
| 5.  | Bonia Group       | Lianbee<br>Marketing<br>(M) Sdn<br>Bhd         | Payment of office and<br>warehouse rental                                    | N/A   | 180   | 230   |

#### Notes:

- Item 1 Cassardi International Co. Ltd is a company in which a major shareholder of VR Directions Sdn. Bhd., a subsidiary of the Company, Boonnam Boonnamsap has substantial financial interests
- 2. Item 2 Bonia International Holdings Pte Ltd is a company in which a Director, who is also a major shareholder of the Company has substantial financial interest
- 3. Item 3 BIH Franchising Ltd. is a company in which a Director, who is also a major shareholder of the Company has substantial financial interests
- 4. Item 4 Long Bow Manufacturing (S) Pte. Ltd. is a company in which a Director, who is also a major shareholder of the Company, and a director of subsidiary of the Company, has substantial financial interests
- 5. Item 5 Lianbee Marketing (M) Sdn Bhd is a company in which certain Directors, and/or major shareholders of subsidiaries of the Company, have substantial financial interests



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### A15. Related Party Disclosures (continued)

The action value transacted up to 30 June 2015 did not exceed the estimated aggregate value during the validity period of the existing shareholdings' mandate obtained on 20 November 2015 by 10%.

Save as disclosed above, there were no recurrent related party transactions of revenue or trading nature during the current financial period under review.

#### A16. Cash and cash equivalents

|   | 30 June<br>2015 | 30 June<br>2014 |
|---|-----------------|-----------------|
|   | RM'000          | RM'000          |
| Cash and bank balances                    | 68,757          | 55,074          |
| Fixed deposits with licensed banks        | 818             | 750             |
| Short term placements with licensed banks | 9,200           | 13,800          |
| Bank overdrafts                           | (6,278)         | (2,633)         |
|   | 72,497          | 66,991          |
| Less: Fixed deposit pledged               | (818)           | (750)           |
|   | 71,679          | 66,241          |



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(Unaudited)

# ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA'S LISTING REQUIREMENTS

#### B1. Review of Performance of the Company and its Subsidiaries

The Group's revenue for the financial year ended 30 June 2015 only increased by RM3.7 million as compared to the preceding year, out of which RM12.3 million was due to a one-off sales of consignment stock to our Dealers in Vietnam and Indonesia amounting to RM5.4 million and RM6.9 million respectively. Excluding the one-off sales of consignment stock, there was a drop in sales of RM8.6 million or 1.2% as compared to last financial year.

The lower in revenue for the financial year ended 30 June 2015 were due to the weak revenue from the last quarter as expected after the implementation of GST in April 2015. More significantly is the boutiques revenue for last quarter for Malaysia and Singapore dropped by 28% and 10% respectively due to lower consumer traffic, be it local or tourists to our stores. The revenue from Indonesia still registered a positive growth of 16%, which are well supported by their stronger economies and fast-growing middle class consumers.

The Group reported a profit before tax of RM74.0 million, which is 13.5% lower than the profit before tax of RM85.5 million reported in the preceding year. Earnings weakened drastically as gross profit margin were affected due to promotional activities and higher discount given to drive sales as well as absorption of 6% GST without price increase.

# B2. Comments on Material Changes in the Profit Before Taxation for the Quarter under Review as Compared with Immediate Preceding Quarter

For the current quarter under review, the Group posted a profit before tax of RM10.8 million as compared to RM22.4 million in the preceding quarter ended 31 March 2015.

The tough operating environment after the implementation of GST couple with weakened consumer sentiments has caused the revenue for the current quarter under review dropped by RM46.7 million as compared to the preceding quarter.

As a result, the net profit also dropped to 7.3% as compared to 11.5% in the preceding quarter. The Group has been absorbing the GST since the implementation of GST on 1 April 2015.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### **B3.** Current Year Prospect

On the local front, Malaysian economy is expected to continue at a slower pace for the next financial year. Consumers are expected to be very cautious in their spending in view of the slowing Malaysian economy as well as rising costs of living. The implementation of the Goods and Services Tax (GST) is also expected to affect the domestic demand.

The retail sector has becoming more challenging due to rising costs, weakened ringgit, dampening commodities price which the country is based upon and weakening consumer sentiments.

Giving the uncertain economic outlook, the Group's prospects for the coming financial year are expected to be challenging. The Group will continue to focus on its expansion plan to overseas markets in particularly Vietnam, Indonesia Cambodia and other Asian countries.

Barring any unforeseen circumstances, the Board of Directors remains cautious about the Group's outlook for the coming financial year. We expect to face further challenges domestically in view of the implementation of the GST in April 2015 as well as higher operating costs while the overall consumer sentiment remains weak.

# B4. Variance of Actual Profit from Forecast Profit

Not applicable.

#### **B5.** Taxation

|                                      | Current year<br>to-date ended<br>30 June 2015<br>RM'000 | Preceding year<br>to-date ended<br>30 June 2014<br>RM'000 |
|--------------------------------------|---|---|
| Current year tax expense             | 21,841  | 27,240  |
| Under/(Over) provision in prior year | 213   | (555)   |
| Deferred tax expense                 | (246)   | (1,735)   |
|                                      | 21,808  | 24,950  |

The tax charge for the Group reflects an effective tax rate which is higher than the statutory tax rate due mainly to certain expenses which are not deductible for tax purposes.

#### B6. Profit / (Loss) on Sale of Unquoted Investments and/or Properties

There were no sales of unquoted investments and/or properties for the financial period under review.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### **B7.** Quoted Securities

There were no purchases or disposals of quoted securities for the financial period under review.

# **B8.** Status of Corporate Proposals

There were no corporate proposals announced but not completed as at the date of this announcement.

### **B9.** Group Borrowings

The total Group borrowings and debts securities were as follows:

|                       | 30 Jun    | e 2015    | 30 June 2014 |           |  |
|-----------------------|-----------|-----------|--------------|-----------|--|
|                       | Short     | Long      | Short        | Long      |  |
|                       | Term      | Term      | Term         | Term      |  |
|                       | Borrowing | Borrowing | Borrowing    | Borrowing |  |
| Secured               | RM'000    | RM'000    | RM'000       | RM'000    |  |
| Bank overdrafts       | 543       | _         | _            | _         |  |
| Bankers' acceptances  | 454       | -         | 1,502        | _         |  |
| Hire-purchase & lease | 909       | 503       | 828          | 1,108     |  |
| Term loans            | 8,924     | 98,823    | 8,097        | 100,219   |  |
|                       | 10,830    | 99,326    | 10,427       | 101,327   |  |
| <u>Unsecured</u>      |           |           |              |           |  |
| Bank overdrafts       | 5,735     | -         | 2,633        | -         |  |
| Bankers' acceptances  | 15,426    | -         | 20,058       | -         |  |
| Trust Receipt         | 9,153     | -         | 6,718        | -         |  |
| Term loans            | 2,628     | -         | 1,929        | 2,411     |  |
|                       | 32,942    | -         | 31,338       | 2,411     |  |
| Total                 | 43,772    | 99,326    | 41,765       | 103,738   |  |



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

# **B9.** Group Borrowings (continued)

The above which included borrowings denominated in foreign currency were as follows:

|  | 30 June 2015<br>Foreign RM<br>Currency Equivalent |                         | 30 June 2014<br>Foreign RM<br>Currency Equivalen |                       |
|--|---|-------------------------|--|-----------------------|
|  | <b>'000</b>                                       | <b>'000</b>             | <b>'000</b>                                      | <b>'000</b>           |
| Singapore Dollar<br>Secured                      |   |                         |  |                       |
| Term Loan  | 526   | 1,473                   | 552  | 1,419                 |
| Hire-purchase                                    | 174   | 487                     | 380  | 978                   |
|  | 700   | 1,960                   | 932  | 2,397                 |
| Unsecured Bank overdraft Term Loan Trust Receipt | 446<br>938<br>3,265                               | 1,249<br>2,628<br>9,153 | 174<br>1,687<br>2,612                            | 446<br>4,340<br>6,718 |
| rrust rieceipt                                   | 4,649   | 13,030                  | 4,473  | 11,504                |
| U.S. Dollar<br>Unsecured<br>Bankers' acceptances | 953<br>953  | 3,597<br>3,597          | 1,091<br>1,091                                   | 3,548<br>3,548        |
|  |   |                         |  |                       |
| Total  | 6,302   | 18,587                  | 6,496  | 17,449                |

### **B10.** Summary of Derivative Financial Instruments

There are no derivative financial instruments as at the date of issue of this report.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### **B11.** Realised and Unrealised Profits Disclosure

The breakdown of the retained profits of the Group as at 30 June 2015, into realised and unrealised profits is prepared in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the context of disclosure pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants and the directive of Bursa Malaysia Securities Berhad.

|  | As at<br>30 June 2015<br>RM'000 | As at<br>30 June 2014<br>RM'000 |
|--|---------------------------------|---------------------------------|
| Total retained profits of Bonia                                      |                                 |                                 |
| Corporation Berhad and its subsidiaries                              |                                 |                                 |
| - Realised   | 222,922                         | 280,364                         |
| - Unrealised   | 2,996                           | 1,453                           |
| Total share of retained profits from associated companies - Realised | (213)                           | (2)                             |
| Less : Consolidation adjustments                                     | 225,705                         | 281,815                         |
|  | (42,462)                        | (35,545)                        |
| Total Group retained profits   | 100.040                         | 0.40.070                        |
|  | 183,243                         | 246,270                         |



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## NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### **B12.** (A) Material Litigation

# Apex Marble Sdn Bhd and Mcore Sdn Bhd (collectively as "Plaintiff") vs Leong Tat Yan ("Defendant")

Further to the announcement on the quarterly results (under Note B12) made on 22 November 2013, the civil suit filed in the High Court of Malaya at Kuala Lumpur against Mr Leong Tat Yan ("the Defendant"), by the 60% owned subsidiaries of the Company, Apex Marble Sdn Bhd and Mcore Sdn Bhd ("the Plaintiffs"), the Company filed a notice of appeal on 9 April 2013 against part of the decision of the High Court dated 27 March 2013 in connection with the service of cause papers on the Defendant. The Defendant also filed a notice of appeal against part of the decision of the High Court dated 27 March 2013 in connection with the jurisdiction and forum.

On the hearing date of 8 July 2013, the Court of Appeal allowed the Defendant's appeal with costs of RM10,000 and the Plaintiffs' appeal was accordingly be struck out with no order as to costs.

After discussing with their legal advisers, the Plaintiffs (also referred to as "Applicants") had on 7 August 2013, filed a Notice of Motion in the Federal Court for the following orders:-

- (i) the Applicants be granted leave to appeal to the Federal Court against the whole of the decision of the Court of Appeal given on the 8 July 2013 in Civil Appeal No. W-02(IM)(NCVC)-797-04/2013 pursuant to Sections 96 and 97 of the Courts of Judicature Act, 1964 read with Rules 55, 107 and/or 108 of the Federal Court Rules, 1995 and/or the inherent jurisdiction of the Federal Court.
- (ii) in the event that leave to appeal is granted by the Federal Court, the Applicants be granted leave to file and serve a Notice of Appeal to the Federal Court within 7 days from the date of the order pursuant to Rule 108 of the Federal Court Rules, 1995.
- (iii) the costs of the application filed by the Applicants be costs in the cause.
- (iv) such further or other relief of the Federal Court may deem fit.

The Applicants had filed to the Court the Notice of Appeal on 4<sup>th</sup> February 2015. The appeal is now fixed for hearing on 1<sup>st</sup> October 2015.

As the application for leave hearing has yet to be heard, the legal advisors are unable to express their opinion as to the quantum of damages receivable.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### **B12.** (B) Trade Mark Dispute

#### Litigation in the People's Republic of China against "Bull Device and AUCHAMO" trade mark application owned by Wise Luck International Ltd.

The Company's 70%-owned subsidiary and brand representative of the Braun Büffel brand in the Asia Pacific region, Jeco Pte Ltd ("Jeco"), has been engaged in court proceedings in the People's Republic of China ("PRC") for matter pertaining to PRC

Trade Mark No. 1992120 for " \* 45 " ("Bull Device Mark"). The Bull Device Mark is owned by Wise Luck International Ltd T/A Dat Sun Trading Co ("Wise Luck"). The litigation arose out of trade mark cancellation proceedings which commenced in 2008 when Jeco lodged a cancellation action against the registration of the Bull Device Mark with the Trademark Review and Adjudication Board (China) ("TRAB").

After the TRAB decision was issued (in Jeco's favour) in 2010. Wise Luck filed an appeal to the Beijing 1st Intermediate Court and succeeded in the appeal. The appeal outcome was upheld by the Beijing Higher Court in 2012.

Jeco has applied for re-trial of the matter and the proceedings are currently pending in the PRC Supreme Court.

No damages will have to be paid by either party to the other regardless of the outcome of the re-trial at the PRC Supreme Court. To date, Jeco has expended SGD321,000 in legal costs in relation to the litigation, and has further budgeted another SGD575,000 for the financial year as legal costs to be incurred for the re-trial.

Save and except of the abovementioned litigation, there is no other material litigation filed by the Company at the date of this report.

#### B13. Dividend

The Board of Directors has recommended a final single tier dividend of 5% or 1.25 sen per ordinary share of 25.0 sen each, amounting to RM10,078,593 in respect of the financial year ended 30 June 2015. [in respect of financial year ended 30 June 2014: final single tier dividend of 5% or 1.25 sen per ordinary share of 25.0 sen each].

The aforesaid final dividend will be proposed for shareholders' approval in the forth coming Annual General Meeting. The entitlement date and the payment date for the proposed final dividend will be determined and announced at a later date.



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# NOTES TO INTERIM FINANCIAL REPORT 30 JUNE 2015

(Unaudited)

#### **B14.** Earnings Per Share

The basic earnings per ordinary share is calculated by dividing the Group's profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period.

#### Profit for the period (basic)

| Tront for the ported (Sac                           | Current      | Preceding    | Current      | Preceding   |
|---|--------------|--------------|--------------|-------------|
|   | year quarter | year quarter | year to-date | year period |
|   | 30 June      | 30 June      | 30 June      | 30 June     |
|   | 2015         | 2014         | 2015         | 2014        |
|   | RM'000       | RM'000       | RM'000       | RM'000      |
| Profit attributable to equity holders of the parent | 5,414        | 8,917        | 46,356       | 55,123      |

#### Number of ordinary shares (basic)

|  | Current      | Preceding    | Current      | Preceding   |
|--|--------------|--------------|--------------|-------------|
|  | year quarter | year quarter | year to-date | year period |
|  | 30 June      | 30 June      | 30 June      | 30 June     |
|  | 2015         | 2014         | 2015         | 2014        |
|  | '000         | '000         | '000         | '000        |
| Weighted average number of ordinary shares | 806,287      | 806,287      | 806,287      | 806,287     |

By Order of the Board,
BONIA CORPORATION BERHAD

CHONG CHIN LOOK Group Finance Director Kuala Lumpur 28 August 2015