



SUNSURIA BERHAD

Company No.: 8235-K

**INTERIM FINANCIAL STATEMENTS
FOR THE SECOND QUARTER ENDED 31 MARCH 2019**

SUNSURIA BERHAD

(Company No.: 8235-K)

INTERIM FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 31 MARCH 2019

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Note	Individual Quarter		Year To Date	
		Current Year 31/03/2019 RM'000 (Unaudited)	Preceding Year 31/03/2018 RM'000 (Restated)	Current Year 31/03/2019 RM'000 (Unaudited)	Preceding Year 31/03/2018 RM'000 (Restated)
Revenue		249,014	67,373	331,961	117,058
Cost of sales		(99,462)	(38,288)	(145,962)	(67,317)
Gross profit		149,552	29,085	185,999	49,741
Other income		1,398	770	8,114	1,781
		150,950	29,855	194,113	51,522
Administrative and other expenses		(21,023)	(20,205)	(35,933)	(38,746)
Finance costs		(375)	(419)	(755)	(769)
Share of results of associates		(270)	-	(661)	-
Profit before taxation		129,282	9,231	156,764	12,007
Income tax expense	B5	(33,594)	(1,886)	(48,350)	(2,555)
Profit after taxation		95,688	7,345	108,414	9,452
Other comprehensive income		-	-	-	-
Total comprehensive income		95,688	7,345	108,414	9,452
Profit after taxation attributable to:					
Owners of the Company		91,576	6,258	102,249	3,443
Non-controlling interests		4,112	1,087	6,165	6,009
		95,688	7,345	108,414	9,452
Total comprehensive income attributable to:					
Owners of the Company		91,576	6,258	102,249	3,443
Non-controlling interests		4,112	1,087	6,165	6,009
		95,688	7,345	108,414	9,452
Earnings per share attributable to Owners of the Company:					
(a) Basic (sen)	B9 (a)	11.46	0.78	12.80	0.43
(b) Diluted (sen)	B9 (b)	11.46	0.78	12.80	0.43

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 30 September 2018 and the accompanying explanatory notes attached to the interim financial statements.

SUNSURIA BERHAD

(Company No.: 8235-K)

INTERIM FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 31 MARCH 2019

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As At 31/03/2019 RM'000 (Unaudited)	As At 30/09/2018 RM'000 (Restated)	As At 01/10/2017 RM'000 (Restated)
ASSETS			
Non-Current Assets			
Investment in associates	423	1,083	686
Other investment	184	184	184
Property, plant and equipment	31,523	29,578	23,414
Investment properties	157,032	153,098	122,810
Goodwill	11,453	11,453	12,381
Land held for property development	488,226	482,627	496,704
Deferred tax assets	20,102	31,806	56,119
Right-of-use assets	810	-	-
	<u>709,753</u>	<u>709,829</u>	<u>712,298</u>
Current Assets			
Inventories	59,235	62,241	-
Biological asset	45	20	-
Property development costs	320,255	369,270	500,348
Trade receivables	51,358	63,559	53,797
Other receivables, deposits and prepayments	214,912	159,205	94,252
Amount owing by an associate	2,890	1,912	-
Amount owing by related parties	224	1,125	3,074
Current tax assets	6,417	3,909	5,134
Short-term investment	10,367	2,960	31,977
Fixed deposits with licensed banks	51,676	44,023	46,740
Cash and bank balances	75,081	103,236	88,769
	<u>792,460</u>	<u>811,460</u>	<u>824,091</u>
TOTAL ASSETS	<u><u>1,502,213</u></u>	<u><u>1,521,289</u></u>	<u><u>1,536,389</u></u>
EQUITY AND LIABILITIES			
Equity			
Ordinary share capital	575,259	399,421	399,421
Reserves	328,569	402,326	242,613
Equity attributable to owners of the Company	<u>903,828</u>	<u>801,747</u>	<u>642,034</u>
Non-controlling interests	61,016	54,849	1,159
TOTAL EQUITY	<u><u>964,844</u></u>	<u><u>856,596</u></u>	<u><u>643,193</u></u>

SUNSURIA BERHAD

(Company No.: 8235-K)

INTERIM FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 31 MARCH 2019

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As At 31/03/2019 RM'000	As At 30/09/2018 RM'000 (Restated)	As At 01/10/2017 RM'000 (Restated)
<u>EQUITY AND LIABILITIES (CONT'D)</u>			
Non-Current Liabilities			
Deferred tax liabilities	99,749	90,281	100,579
Lease liabilities	2,749	-	-
Long-term borrowings	195,668	234,650	166,722
	<u>298,166</u>	<u>324,931</u>	<u>267,301</u>
Current Liabilities			
Trade payables	68,206	82,455	54,967
Other payables, deposits received and accruals	112,374	242,638	477,156
Amount owing to related parties	-	1,518	77,588
Dividend payable	22	22	22
Short-term borrowings	37,769	5,324	14,626
Current tax liabilities	20,832	7,805	1,536
	<u>239,203</u>	<u>339,762</u>	<u>625,895</u>
TOTAL LIABILITIES	537,369	664,693	893,196
TOTAL EQUITY AND LIABILITIES	<u>1,502,213</u>	<u>1,521,289</u>	<u>1,536,389</u>
Net assets per share attributable to Owners of the Company (RM)	<u>1.13</u>	<u>1.00</u>	<u>0.80</u>

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 30 September 2018 and the accompanying explanatory notes attached to the interim financial statements.



SUNSURIA BERHAD

(Company No.: 8235-K)

INTERIM FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 31 MARCH 2019
UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	←————— Non-distributable —————→					←————— Distributable —————→			
	Ordinary Share Capital	Share Premium	Warrant Reserve	Capital Reserve	Capital Redemption Reserve	Retained profits	Attributable to Owners of the Company	Non-controlling Interests	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as at 1 October 2018	399,421	175,838	48,299	815	168	247,859	872,400	54,869	927,269
Effects of adoption of MFRS	-	-	-	-	-	(70,653)	(70,653)	(20)	(70,673)
Balance as at 1 October 2018 (restated)	399,421	175,838	48,299	815	168	177,206	801,747	54,849	856,596
Issuance of shares by subsidiary to non-controlling interest	-	-	-	-	-	-	-	2	2
Transfer pursuant to Section 618(3) of CA 2016 *	175,838	(175,838)	-	-	(168)	-	(168)	-	(168)
Profit after taxation/Total comprehensive income	-	-	-	-	-	102,249	102,249	6,165	108,414
Balance as at 31 March 2019 (unaudited)	575,259	-	48,299	815	-	279,455	903,828	61,016	964,844

	←————— Non-distributable —————→					←————— Distributable —————→			
	Ordinary Share Capital	Share Premium	Warrant Reserve	Capital Reserve	Capital Redemption Reserve	Retained profits	Attributable to Owners of the Company	Non-controlling Interests	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as at 1 October 2017	399,421	175,838	48,299	815	168	144,463	769,004	27,072	796,076
Effects of adoption of MFRS	-	-	-	-	-	(126,970)	(126,970)	(25,913)	(152,883)
Balance as at 1 October 2017 (restated)	399,421	175,838	48,299	815	168	17,493	642,034	1,159	643,193
Issuance of shares by subsidiary to non-controlling interest	-	-	-	-	-	-	-	608	608
Profit/(loss) after taxation/Total comprehensive income	-	-	-	-	-	3,443	3,443	6,008	9,451
Balance as at 31 March 2018 (restated)	399,421	175,838	48,299	815	168	20,936	645,477	7,775	653,252

* Pursuant to the Companies Act 2016 ("CA2016") which came into effect on 31 January 2017, the credit amounts in the share premium account and capital redemption reserve account has been transferred to the share capital account. The Group may exercise its right to use the credit amounts transferred from the share premium account and capital redemption reserve account within 24 months after the commencement of the CA2016. There is no impact on the numbers of ordinary shares in issue or the relative entitlement of any of the members as a result of this transition.

The Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the audited financial statements for the year ended 30 September 2018 and the accompanying explanatory notes attached to the interim financial statements.

INTERIM FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 31 MARCH 2019

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	6 months ended	
	31/03/2019 RM'000 (Unaudited)	31/03/2018 RM'000 (Restated)
Cash Flows For Operating Activities		
Profit before taxation	156,764	12,007
Adjustments for:-		
Accretion of interest on trade payables	100	-
Depreciation of:		
- property, plant and equipment	2,759	1,207
- investment properties	253	92
- right of use assets	265	-
Gain on disposal of investment property	(5,439)	-
Loss on disposal of:		
- property, plant and equipment	-	213
Interest expense	755	769
Interest income	(1,651)	(1,618)
Share of results in associates	661	-
Operating profit before working capital changes	<u>154,467</u>	<u>12,670</u>
Changes in working capital:-		
Decrease in inventories	3,006	-
(Increase)/Decrease in trade and other receivables	(43,510)	67,067
Decrease in trade and other payables	(142,137)	(10,853)
Decrease/(Increase) in property development costs	48,396	(71,913)
Increase in land held for development costs	(5,598)	(8,467)
Increase in amount owing to related parties	901	1,953
Cash from/(for) operations	<u>15,525</u>	<u>(9,543)</u>
Interest paid	(755)	(769)
Income tax refund	-	1
Income tax paid	(16,658)	(29,750)
Net cash for operating activities	<u>(1,888)</u>	<u>(40,061)</u>
Cash Flows For Investing Activities		
Increase in fixed deposits pledged to licensed banks	(7,653)	(8,620)
Interest income received	1,651	1,618
Purchase of:		
- property, plant and equipment	(4,704)	(4,739)
- investment properties	(4,629)	(2,014)
- biological asset	(25)	-
Proceeds from disposal of:		
- investment properties	6,500	109
Repayment from an associate	(978)	-
Net cash for investing activities	<u>(9,838)</u>	<u>(13,646)</u>

SUNSURIA BERHAD

(Company No.: 8235-K)

INTERIM FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 31 MARCH 2019
UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	6 months ended	
	31/03/2019 RM'000 (Unaudited)	31/03/2018 RM'000 (Restated)
Cash Flows For Financing Activities		
Proceeds from issuance of:		
- ordinary shares to non-controlling interest in subsidiaries	2	608
Drawdown of term loan	24,677	12,057
Proceeds from hire purchase	-	944
Repayment of hire purchase obligations	(170)	(137)
Repayment of term loans	(31,045)	(22,795)
Repayment of guaranteed rental returns	(968)	-
Advances from related parties	-	1
Repayment to related parties	(1,518)	-
Net cash for financing activities	<u>(9,022)</u>	<u>(9,322)</u>
Net change in cash & cash equivalents	(20,748)	(63,029)
Cash & cash equivalents at the beginning of the financial period	106,196	120,746
Cash & cash equivalents at the end of the financial period	<u>85,448</u>	<u>57,717</u>

Cash and cash equivalents at the end of the financial year comprise the following:

	6 months ended	
	31/03/2019 RM'000 (Unaudited)	31/03/2018 RM'000 (Restated)
Short-term investment	10,367	158
Fixed deposits with licensed banks	51,676	55,360
Cash and bank balances	75,081	57,559
	<u>137,124</u>	<u>113,077</u>
Less: Deposit pledged to licensed banks	(51,676)	(55,360)
Total Cash and cash equivalents for the year	<u>85,448</u>	<u>57,717</u>

Notes :

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 30 September 2018 and the accompanying explanatory notes attached to the interim financial statements.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A1. Basis of Preparation

The unaudited interim financial report has been prepared in accordance with the reporting requirements as set out in the Malaysian Financial Reporting Standards (“MFRS”) No. 134 - Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 30 September 2018 which were prepared under Financial Reporting Standards. 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 30 September 2018.

A2. Changes in Accounting Policies

The Group is adopting the MFRS framework for the first time in the current financial year beginning 1 October 2018 and MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards has been applied. In presenting its first MFRS financial statements, the Group is required to restate the comparative financial statements to amounts reflecting the application of the MFRS framework as if these policies had always been in effect.

The accounting policies and presentation adopted for this interim report are consistent with those adopted for the audited financials for the financial year ended 30 September 2018, except for the adoption of the following MFRSs, amendments to MFRSs and New and Revised Standards, Amendments and Issues Committee Interpretations (“IC Interpretations”) issued by MASB that are relevant to its operations and effective for annual financial periods beginning on or after 1 October 2018 as follows:

MFRS 9	Financial Instruments
MFRS 15	Revenue from Contracts with Customers (and the related clarifications)
MFRS 16	Leases
MFRS 141	Agriculture
Amendments to MFRS 2	Classification and Measurement of Share-based Payment Transactions
Amendments to MFRS 4	Applying MFRS 9 Financial Instruments with MFRS 4 Insurance Contracts
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
Amendments to MFRS 140	Transfers of Investment Property
IC Interpretation 22	Foreign Currency Transactions and Advance Consideration
IC Interpretation 23	Uncertainty over Income Tax Payments
Amendments to MFRSs	Annual Improvements to MFRSs 2014 - 2016 Cycle

The adoption of these MFRSs, amendments to MFRSs and IC Interpretation did not result in significant changes in the accounting policies of the Group and has no significant effect on the financial performance or position of the Group except as follows:

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A2. Changes in Accounting Policies (continued)

MFRS 15 Revenue from Contracts with Customers

MFRS 15 replaces MFRS 118 Revenue, MFRS 111 Construction Contracts and related interpretations. With the adoption of MFRS 15, revenue is recognised by reference to each distinct performance obligation in the contracts with customers. Transaction price is allocated to each performance obligation on the basis of the relative standalone selling prices of each distinct good or service promised in the contract. Depending on the substance of the contract, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time. The Group recognises revenue from property development over time if it has as an enforceable right to payment for performance completed to date. As a result of the adoption of the MFRS Framework, the following comparatives in the interim financial report have been restated.

The impact of the adoption of MFRS 15 on the Group’s financial statements are as follows:

Effects on the Condensed Consolidated Statement of Comprehensive Income

Individual Quarter – 3 months ended 31 March 2018

	As previously reported RM’000	Effects of transition to MFRS RM’000	Restated RM’000
Revenue	139,074	(71,701)	67,373
Cost of sales	(63,295)	25,007	(38,288)
Gross profit	75,779	(46,694)	29,085
Other income	770	-	770
	76,549	(46,694)	29,855
Administrative and other expenses	(27,910)	7,705	(20,205)
Finance costs	(419)	-	(419)
Profit before taxation	48,220	(38,989)	9,231
Income tax expenses	(11,276)	9,390	(1,886)
Profit after taxation	36,944	(29,599)	7,345
Profit after taxation attributable to:			
Owners of the Company	30,391	(24,133)	6,258
Non-controlling interests	6,553	(5,466)	1,087
	36,944	(29,599)	7,345

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A2. Changes in Accounting Policies (continued)

Cummulative Quarter – 6 months ended 31 March 2018

	As previously reported RM'000	Effects of transition to MFRS RM'000	Restated RM'000
Revenue	249,897	(132,839)	117,058
Cost of sales	(114,404)	47,087	(67,317)
Gross profit	135,493	(85,752)	49,741
Other income	1,781	-	1,781
	137,274	(85,752)	51,522
Administrative and other expenses	(49,917)	11,171	(38,746)
Finance costs	(769)	-	(769)
Profit before taxation	86,588	(74,581)	12,007
Income tax expenses	(20,057)	17,502	(2,555)
Profit after taxation	66,531	(57,079)	9,452
Profit after taxation attributable to:			
Owners of the Company	51,233	(47,790)	3,443
Non-controlling interests	15,298	(9,289)	6,009
	66,531	(57,079)	9,452

Effects on the Condensed Consolidated Statement of Financial Position

	Audited As at 30/9/2018 RM'000	Effects of transition to MFRS RM'000	Restated As at 30/9/2018 RM'000
ASSETS			
Deferred tax assets	8,370	23,436	31,806
Inventories	59,397	2,844	62,241
Biological asset	192	(172)	20
Property development costs	319,359	49,911	369,270
Other receivables, deposits and prepayments	156,915	2,290	159,205
EQUITY AND LIABILITIES			
Reserves	472,979	(70,653)	402,326
Non-controlling interests	54,869	(20)	54,849
Deferred tax liabilities	89,107	1,174	90,281
Other payables, deposits received and accruals	94,827	147,811	242,638

SUNSURIA BERHAD

(Company No.: 8235-K)

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A2. Changes in Accounting Policies (continued)

	Audited As at 01/10/2017 RM'000	Effects of transition to MFRS RM'000	Restated As at 01/10/2017 RM'000
ASSETS			
Deferred tax assets	6,107	50,012	56,119
Property development costs	335,877	164,471	500,348
Other receivables, deposits and prepayments	74,079	20,173	94,252
EQUITY AND LIABILITIES			
Reserves	369,583	(126,970)	242,613
Non-controlling interests	27,072	(25,913)	1,159
Deferred tax liabilities	98,873	1,706	100,579
Other payables, deposits received and accruals	91,323	385,833	477,156

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

**PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD
("MFRS") 134**

A3. Auditors' Report for the Financial Year Ended 30 September 2018

The auditors' report on the financial statements for the financial year ended 30 September 2018 was not subject to any qualification.

A4. Seasonality or Cyclical Factors

The Group's operations during the financial period under review were not materially affected by any seasonal or cyclical factors.

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

There were no unusual items that affected the assets, liabilities, equity, net income or cash flows of the Group for the current quarter under review.

A6. Material Changes in Estimates of Amounts

There were no changes in estimates that have had any material effect on the results for the current quarter and current financial year under review.

A7. Debts and Equity Securities

There were no issuance, cancellation, repurchase, resale or repayment of debt and equity securities during the current quarter under review.

A8. Dividends Paid

The company did not pay any dividend for the quarter under review.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A9. Segmental Information

Segmental information of the Group’s business segments are based on the internal reporting structure presented by the management of the Company. The Group’s business segments include property development, construction, investment holding and others.

The information by geographical location is not presented as the Group’s activities are carried out pre-dominantly in Malaysia.

Business Segment Analysis (RM'000)	Quarter ended 31 March 2019				Year-to-date ended 31 March 2019			
	Property Development	Construction	Investment Holding and Others	Total	Property Development	Construction	Investment Holding and Others	Total
Revenue								
External revenue	244,180	13	231	244,424	332,003	151	414	332,568
Inter-segment revenue	-	42,366	6,045	48,411	-	89,246	49,962	139,208
	244,180	42,379	6,276	292,835	332,003	89,397	50,376	471,776
Consolidation adjustments				(43,821)				(139,815)
Consolidated Revenue				249,014				331,961
Results from Operation	135,500	7,095	(2,293)	140,302	166,370	12,223	39,734	218,327
- Depreciation	(1,253)	(45)	(459)	(1,757)	(2,419)	(86)	(793)	(3,298)
- Finance Cost	(345)	(35)	(46)	(426)	(680)	(83)	(94)	(857)
	133,902	7,015	(2,798)	138,119	163,271	12,054	38,847	214,172
Share of results in an associates				(270)				(661)
Consolidation adjustments				(8,567)				(56,747)
Consolidated Profit Before Taxation				129,282				156,764

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A9. Segmental Information (continued)

Business Segment Analysis (RM'000)	Quarter ended 31 Mar 2018 (Restated)				Year-to-date ended 31 March 2018 (Restated)			
	Property Development	Construction	Investment Holding and Others	Total	Property Development	Construction	Investment Holding and Others	Total
Revenue								
External revenue	73,476	24	149	73,649	122,663	24	309	122,996
Inter-segment revenue	-	31,326	243	31,569	-	51,674	243	51,917
Consolidation adjustments	73,476	31,350	392	105,218	122,663	51,698	552	174,913
Consolidated Revenue				(37,845)				(57,855)
				67,373				117,058
Results from Operation	18,911	2,644	(4,345)	17,210	26,680	4,987	(8,814)	22,853
- Depreciation	(358)	(34)	(265)	(657)	(724)	(53)	(525)	(1,302)
- Finance Cost	(363)	(43)	(13)	(419)	(660)	(88)	(21)	(769)
	18,190	2,567	(4,623)	16,134	25,296	4,846	(9,360)	20,782
Share of results in an associates				-				-
Consolidation adjustments				(6,903)				(8,775)
Consolidated Profit Before Taxation				9,231				12,007

A10. Material Events Subsequent to the End of the Period

There was no material event subsequent to the end of the current quarter and up to the date of this report that has not been reflected in the interim financial statements except for the following:

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A10. Material Events Subsequent to the End of the Period (continued)

- 1) On 22 February 2019, Sunsuria Arena Sdn Bhd (“SASB”), a wholly-owned subsidiary of the Company entered into a Shares Subscription and Shareholders’ Agreement with Deluxe Indulgence Sdn Bhd (“DISB”), Yap Soon Han (“YSH”) and Sunsuria City Amenities Sdn Bhd (“SCASB”), which in turn is a wholly-owned subsidiary of SASB, to acquire interest by way of subscription of shares in SCASB, the identified joint venture vehicle, and to regulate their relationship as shareholders in SCASB.

On 29 March 2019, the subscription of shares in SCASB had been completed following the allotment and issuance of 9,998 ordinary shares in SCASB to SASB, DISB and YSH at an issue price of RM1.00 per ordinary share. Subsequent to the said subscription of shares, the total shareholdings held by SASB, DISB and YSH in SCASB are as follows:

Shareholders	Number of shares	Percentage of shareholding in the Proposed Joint Venture
SASB	8,500	85%
DISB	1,000	10%
YSH	500	5%
TOTAL	10,000	100%

Further to the abovementioned subscription of shares, SCASB is now a 85%-owned indirect subsidiary of the Company.

- 2) On 28 February 2019, the Company proposed to undertake the following:
- (i) proposed subscription of 2,550,000 new ordinary shares in Sunsuria Forum Sdn. Bhd., a 51% owned subsidiary of Sunsuria (“SFSB”) (“SFSB Share(s)”), in relation to the proposed rights issue by SFSB of 5,000,000 new SFSB Shares on the basis of twenty (20) new SFSB Shares for every one (1) existing SFSB Share (“SFSB Rights Share(s)”) held at an issue price of RM17.40 per SFSB Rights Share (“Proposed SFSB Subscription”);
 - (ii) proposed allotment and issuance of 65,083,000 new ordinary shares in Sunsuria (“Sunsuria Share(s)”) (“Issuance Share(s)”) to Ter Capital Sdn. Bhd. (“TCSB”) at an issue price of RM0.655 per Issuance Share for a total cash consideration of RM42,629,365 (“Proposed Issuance of Shares”); and
 - (iii) proposed establishment of an employees’ share option scheme (“ESOS”) of up to 10% of the total number of issued shares of the Company (excluding treasury shares, if any) at any point in time to be granted to the eligible directors and employees of Sunsuria and its subsidiaries (excluding subsidiary companies which are dormant) (“Proposed ESOS”).

On 4 April 2019, SFSB became 95.625% owned subsidiary of Sunsuria upon the completion of the proposed right issue by SFSB.

On 8 April 2019, the Issuance of Shares had been completed following the issuance and allotment of 65,083,000 Sunsuria Shares which were listed and quoted on the Main Market of Bursa Securities.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134

A10. Material Events Subsequent to the End of the Period (continued)

- 3) On 9 April 2019, the Collaboration Agreement between Sunsuria Education Sdn Bhd (Formerly known as Sunsuria Times Sdn Bhd) and Concord College International Limited had become unconditional following the receipt of the approval from the Ministry of Education of Malaysia (“MOE”) for the establishment and operation of the School based on the terms and conditions acceptable to MOE.
- 4) On 10 April 2019, the Company proposed to undertake a private placement of up to 10% of the issued ordinary shares of Sunsuria at an issue price to be determined later.

On 30 April 2019, the Company has resolved to fix the issue price for the 1st tranche of the Private Placement at RM0.70 per Placement Share. The issue price of RM0.70 per Placement Share represents a discount of RM0.0529 or approximately 7.03% to the 5-day volume weighted average price of Sunsuria Shares for the last 5 market days from 23 April 2019 to 29 April 2019 of approximately RM0.7529 per Sunsuria Share. The issue price of RM0.70 per Placement Share represents a discount of RM0.035 or approximately 4.76% to the closing price of Sunsuria Shares on 29 April 2019 of approximately RM0.735 per Sunsuria Share.

On 10 May 2019, the 1st tranche of the Private Placement comprising 26,000,000 Placement Shares were listed and quoted on the Main Market of Bursa Securities.

- 5) On 19 April 2019, SCASB entered into a Shares Subscription and Shareholders’ Agreement (“Agreement”) with Tan Hong Thai (“THT”) and Cloudcubes Sdn Bhd (“CSB”), which in turn is a wholly-owned subsidiary of SCASB, for SCASB and THT to acquire interest by way of subscription of shares in CSB, the identified joint venture vehicle, and to regulate their relationship as shareholders in CSB, which shall carry out food and beverages business activities.

On 17 May 2019, the subscription of shares in CSB had been completed following the allotment and issuance of 9,999 ordinary shares in CSB to SCASB and THT at an issue price of RM1.00 per ordinary share. Subsequent to the said subscription of shares, the total shareholdings held by SCASB and THT in CSB are as follows:

Shareholders	Number of Ordinary Shares before allotment	Number of Ordinary Shares allotted	Total number of Ordinary Shares held after allotment	Percentage
SCASB	1	7,999	8,000	80%
THT	-	2,000	2,000	20%
TOTAL	1	9,999	10,000	100%

Further to the abovementioned subscription of shares, CSB is now a 80%-owned indirect subsidiary of the Company.

- 6) On 27 April 2019, the Company had entered into a Memorandum of Understanding (“MoU”) with Sinotrans (the Company and Sinotrans to be collectively referred to as “the Parties”) to foster cooperation with each other on the basis of mutual rights and obligations regarding potential logistic related business in Malaysia.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

**PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD
("MFRS") 134**

A10. Material Events Subsequent to the End of the Period (continued)

The purpose of the MoU with Sinotrans is to support discussion on potential strategic collaboration between the Parties to leverage on each respective Party's advantages and expertise to promote and strengthen cooperation in logistics services, logistics real estate development and other related industries in Malaysia.

- 7) On 27 April 2019, the Company had entered into a Strategic Cooperation Agreement ("Agreement") with IAT (the Company and IAT to be collectively referred to as "the Parties") to foster cooperation with each other on the basis of mutual rights and obligations regarding potential establishment of an ASEAN Automotive Design and Innovation Center ("AADIC"), which focuses on expansion and operations in Malaysia and South East Asia.

The purpose of the Agreement is to support discussion on potential strategic collaboration between the Parties to jointly establish AADIC in Malaysia and South East Asia ("Proposed Venture IAT"). AADIC is an innovation center for automotive design, manufacturing, educating, car sharing, test track design & build, and creating a new frontier technology.

AADIC will be the main operation center to import electric vehicles which have been modified in China in compliance with the laws and regulations of Malaysia to obtain a car sharing operations license in Malaysia.

A11. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current quarter under review except for the following:

- 1) On 15 March 2019, Sunsuria City Amenities Sdn Bhd, a wholly-owned subsidiary of Sunsuria Arena Sdn Bhd, which in turn is an indirect wholly-owned subsidiary of the Company, acquired a 100% equity interest in Aspire Century Sdn Bhd ("ACSB") comprising of one (1) ordinary share in ACSB for a cash consideration of RM1.00. The said acquisition has been completed and ACSB became an indirect wholly-owned subsidiary of the Company.
- 2) On 17 May 2019, Sunsuria City Amenities Sdn Bhd, a wholly-owned subsidiary of Sunsuria Arena Sdn Bhd, which in turn is an indirect wholly-owned subsidiary of the Company, acquired a 100% equity interest in Vibrant Blossom Sdn Bhd ("VBSB") comprising of one (1) ordinary share in VBSB for a cash consideration of RM1.00. The said acquisition has been completed and VBSB became an indirect wholly-owned subsidiary of the Company.

A12. Changes in Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities or contingent assets since the last audited financial position as at 30 September 2018.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BHD

B1. Review of Performance

	3 months ended			6 months ended		
	31/03/2019 RM'000	31/03/2018 RM'000 (Restated)	Changes (RM'000 / %)	31/03/2019 RM'000	31/03/2018 RM'000 (Restated)	Changes (RM'000 / %)
Revenue	249,014	67,373	181,641 / 270%	331,961	117,058	214,903 / 184%
Cost of sales	(99,462)	(38,288)	(61,174) / (160%)	(145,962)	(67,317)	(78,645) / (117%)
Gross profit	149,552	29,085	120,467 / 414%	185,999	49,741	136,258 / 274%
Profit before taxation	129,282	9,231	120,051 / 1301%	156,764	12,007	144,757 / 1206%
Profit after taxation	95,688	7,345	88,343 / 1203%	108,414	9,452	98,962 / 1047%
Profit attributable to owners of the Company	91,576	6,258	85,318 / 1363%	102,249	3,443	98,806 / 2870%

The Group reported a revenue and profit before taxation of RM249.01m and RM129.28m respectively in the current financial quarter compared to RM67.37m and RM9.23m (as restated) respectively in the previous year's corresponding quarter. Revenue contribution for the current quarter was mainly from the Group's residential development namely The Olive, Bell Suites SOHO, Monet Lily, Monet Springtime, Monet Garden and Forum 2 SOHO. The Group's commercial development project, namely Jasper Square for which revenue and profit before taxation which was previously recognised on progressive basis but was later restated due to the adoption of MFRS 15, were also recognised in the current quarter upon the project completion and hand over to purchasers in the current quarter under review.

Consequently, the Group's cumulative revenue and profit before taxation also increased to RM331.96m and RM156.76m respectively in the current year to date as compared to RM117.06m and RM12.01m respectively in the corresponding previous year to date.

B2. Variation of Results against the Preceding Quarter

	Current Quarter 31/03/2019 RM'000	Immediate Preceding Quarter 31/12/2018 RM'000	Changes (RM'000 / %)
Revenue	249,014	82,947	166,067 / 200%
Cost of sales	(99,462)	(46,500)	(52,962) / 114%
Gross profit	149,552	36,447	113,105 / 310%
Profit before taxation	129,282	27,482	101,800 / 370%
Profit after taxation	95,688	12,726	82,962 / 652%
Profit after taxation attributable to owners of the company	91,576	10,673	80,903 / 758%

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BHD

B2. Variation of Results against the Preceding Quarter (continued)

As explained in Note B1, the Group also recognised revenue and profit before taxation from its commercial development known as the Jasper Square in the current quarter upon the completion and hand over of the project to its purchasers in the current financial quarter. This resulted in higher revenue and profit before taxation of RM249.01m and RM129.28m respectively in the current reporting quarter as compared to the Group's revenue and profit before taxation of RM82.95m and 27.48m respectively in the preceding quarter.

B3. Prospects

Despite the prevailing uncertainties in both the external and internal operating environments, the Malaysian economy remains resilient in the near term. Although there is always a continuing demand for properties, the Group will be cautious before undertaking new property launches and will continue to work towards increasing property sales while exercising prudence on spending to maintain a sustainable performance.

B4. Variance from Profit Forecast and Profit Guarantee

Not applicable as there were no profit forecast and profit guarantee published.

B5. Income tax expense

The breakdown of the Malaysian income tax charge is as follows:

	Individual quarter		Year To Date	
	31/03/2019 RM'000	31/03/2018 RM'000 Restated	31/03/2019 RM'000	31/03/2018 RM'000 Restated
Current Taxation	16,984	17,261	27,177	26,509
Deferred Taxation	16,610	(15,375)	21,173	(23,954)
	<u>33,594</u>	<u>1,886</u>	<u>48,350</u>	<u>2,555</u>

The effective tax rate of the Group is higher than the statutory tax rate mainly due to certain expenses that are not tax deductible for tax purposes and deferred taxation under taken-up in prior year.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BHD

B6. Corporate Proposals

There were no other corporate proposals announced by the Company that have not been completed as at 24 May 2019 (being the latest practicable date), which is not earlier than 7 days from the date of issuance of these Interim Financial Statements.

B7. Group Borrowings

	As at 31/03/2019	As at 30/09/2018
	RM'000	RM'000
Secured short term borrowings	37,769	5,324
Secured long term borrowings	195,668	234,650
Total	<u>233,437</u>	<u>239,974</u>

The Group's borrowings as at 31 March 2019 were dominated in Ringgit Malaysia. There were no borrowings in foreign currency during the financial period under review.

B8. Material Litigation

There was no material litigation against the Group as at the reporting date.

B9. Earnings per share

(a) Basic earnings per ordinary share (Basic EPS)

The basic EPS has been calculated by dividing the Group's net profit attributable to the ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

	Individual quarter		Year to date	
	31/03/2019	31/03/2018 (Restated)	31/03/2019	31/03/2018 (Restated)
Net profit attributable to ordinary equity holders of the Company (RM'000)	91,576	6,258	102,249	3,443
Weighted average number of ordinary shares in issues ('000)	798,834	798,834	798,834	798,834
Basic EPS (sen)	<u>11.46</u>	<u>0.78</u>	<u>12.80</u>	<u>0.43</u>

(b) Diluted earnings per ordinary share

The potential conversion of warrants are anti-dilutive as their exercise prices are higher than the average market price of the Company's ordinary shares during the current and previous financial period. Accordingly, the exercise of warrants have been ignored in the calculation of dilutive earnings per share.

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2019

PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BHD

B10. Notes to the Statement of Comprehensive Income

Description	Current Quarter 31/03/2019 RM'000	Year to date 31/03/2019 RM'000
Profit for the period is arrived at after crediting/(charging) :		
- Interest income	613	1,651
- Gain on disposal of properties	-	5,439
- Accretion of interest on trade payables	100	100
- Interest expense	(375)	(755)
- Depreciation and amortisation	(1,745)	(3,277)

BY ORDER OF THE BOARD

Company Secretary
30 May 2019