



**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**  
**Condensed Consolidated Statement of comprehensive income**  
**for the financial year ended 31 March 2017**

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	12 months ended		12 months ended	
	31/3/2017	31/3/2016	31/3/2017	31/3/2016
	RM'000	RM'000	RM'000	RM'000
<b>Revenue</b>	6,570	184,194	41,383	342,062
Operating expenses	(36,734)	(115,954)	(77,031)	(230,113)
Other operating income	50,309	8,520	98,362	16,653
<b>Profit from operations</b>	20,145	76,760	62,714	128,602
Investment related income	(4,090)	(199)	9,618	517
Finance costs	(1,965)	(560)	(3,811)	(2,379)
Share of results of jointly controlled entity	3,281	(135)	3,227	432
<b>Profit before taxation</b>	17,371	75,866	71,748	127,172
Income tax expense	(6,211)	(22,956)	(17,866)	(35,580)
<b>Profit for the period/year</b>	11,160	52,910	53,882	91,592
<b>Other comprehensive income/(expense) that will be subsequently reclassified to profit or loss :</b>				
Foreign currency translation differences from foreign operations	673	(487)	460	(55)
	673	(487)	460	(55)
<b>Total comprehensive income for the period/year</b>	11,833	52,423	54,342	91,537
<b>Profit attributable to:</b>				
- Owners of the Company	(4,045)	54,809	32,413	95,002
- Non-controlling interests	15,205	(1,899)	21,469	(3,410)
	11,160	52,910	53,882	91,592
<b>Total comprehensive income attributable to:</b>				
- Owners of the Company	(3,372)	54,322	32,873	94,947
- Non-controlling interests	15,205	(1,899)	21,469	(3,410)
	11,833	52,423	54,342	91,537
<b>Earnings per share attributable to Owners of the Company (sen):</b>				
- Basic	(0.37)	5.03	2.92	8.74
- Diluted	(0.34)	4.60	2.75	7.99

*The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2016.*



**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**  
**Condensed Consolidated statement of financial position**  
**as at 31 March 2017**

	<b>31/3/2017</b>	<b>(Audited)</b>
	<b>RM'000</b>	<b>31/3/2016</b>
		<b>RM'000</b>
<b>ASSETS</b>		
<b>Non-current Assets</b>		
Property, plant and equipment	73,946	75,091
Biological asset	6,567	6,302
Land held for property development	39,369	38,974
Investment properties	89,025	90,655
Goodwill	12	12
Land use rights	48	55
Investment in associates	*	*
Investment in jointly controlled entity	-	(3,227)
Other investments	13,092	3,473
Deferred tax assets	15,778	1,605
	<u>237,837</u>	<u>212,940</u>
<b>Current Assets</b>		
Property development costs	340,133	187,938
Inventories	43,456	46,391
Trade and other receivables	105,865	113,262
Other current assets	724	1,599
Tax recoverable	421	3,033
Short term funds	7,480	9,691
Deposits, cash and bank balances	375,956	516,215
	<u>874,035</u>	<u>878,129</u>
<b>TOTAL ASSETS</b>	<b><u>1,111,872</u></b>	<b><u>1,091,069</u></b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to owners of the Company</b>		
Share capital	224,717	218,618
Share premium	47,315	45,745
ICULS – equity portion	9,036	12,825
Retained profits	351,770	399,672
Other reserves	20,992	20,532
	<u>653,830</u>	<u>697,392</u>
<b>Non-controlling interests</b>	<u>21,990</u>	<u>4,379</u>
<b>Total Equity</b>	<b><u>675,820</u></b>	<b><u>701,771</u></b>
<b>Non-current Liabilities</b>		
Provisions	39,917	38,251
Trade and other payables	44,713	17,130
Borrowings	77,091	83,056
Deferred tax liabilities	23,786	600
ICULS –liability portion	120	276
	<u>185,627</u>	<u>139,313</u>
<b>Current Liabilities</b>		
Provisions	2,143	1,934
Trade and other payables	152,683	244,115
Borrowings	85	95
ICULS –liability portion	56	78
Tax payable	36,881	3,763
Dividend payable	58,577	-
	<u>250,425</u>	<u>249,985</u>
<b>Total Liabilities</b>	<b><u>436,052</u></b>	<b><u>389,298</u></b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b><u>1,111,872</u></b>	<b><u>1,091,069</u></b>

\* The costs of investment in the associates have been fully impaired

*The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2016.*



**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**  
**Condensed Consolidated Statement of Changes in Equity**  
**for the financial year ended 31 March 2017**

	Attributable to owners of the Company								
	Non-distributable							Non-Controlling interests	Total equity
	Share capital	Share premium	ICULS -equity portion	Capital reserve	Foreign Exchange Reserve	Retained profits	Total		
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
<b>At 1 April 2016</b>	218,618	45,745	12,825	12,133	8,399	400,302	698,022	4,379	702,401
Conversion of ICULS	6,099	1,570	(3,789)	-	-	-	3,880	-	3,880
Total comprehensive income for the financial year	-	-	-	-	460	32,413	32,873	21,469	54,342
Equity contribution by a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	7,490	7,490
Dividend payable to a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	(11,348)	(11,348)
Dividend for the financial year ended 31 March 2016	-	-	-	-	-	(80,945)	(80,945)	-	(80,945)
<b>At 31 March 2017</b>	<b>224,717</b>	<b>47,315</b>	<b>9,036</b>	<b>12,133</b>	<b>8,859</b>	<b>351,770</b>	<b>653,830</b>	<b>21,990</b>	<b>675,820</b>

**Condensed Consolidated Statement of Changes in Equity**  
**for the financial year ended 31 March 2016**

	Attributable to owners of the Company								
	Non-distributable							Non-Controlling interests	Total equity
	Share capital	Share premium	ICULS -equity portion	Capital reserve	Foreign Exchange Reserve	Retained profits	Total		
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
<b>At 1 April 2015</b>	214,599	44,539	15,388	12,133	8,454	329,730	624,843	67,012	691,855
Total comprehensive income for the financial year	-	-	-	-	(55)	95,002	94,947	(3,410)	91,537
Conversion of ICULS	4,019	1,206	(2,537)	-	-	-	2,688	-	2,688
Deferred tax effects on ICLUS	-	-	(26)	-	-	-	(26)	-	(26)
Effect arising from acquisition of non-controlling interest	-	-	-	-	-	(2,610)	(2,610)	40	(2,570)
Issuance of equity to non-controlling interest of a subsidiary	-	-	-	-	-	-	-	125	125
Dividend payable to a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	(59,388)	(59,388)
Dividend paid to shareholders	-	-	-	-	-	(21,820)	(21,820)	-	(21,820)
<b>At 31 March 2016</b>	<b>218,618</b>	<b>45,745</b>	<b>12,825</b>	<b>12,133</b>	<b>8,399</b>	<b>400,302</b>	<b>698,022</b>	<b>4,379</b>	<b>702,401</b>

*The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2016.*



**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**  
**Condensed Consolidated Statement of Cash Flows**  
**for the financial year ended 31 March 2017**

**CUMULATIVE PERIOD**  
**12 months ended**

**31/3/2017**                      **31/3/2016**  
**RM'000**                              **RM'000**

**Cash Flows From Operating Activities**

Cash receipts from customers	88,912	418,240
Cash payments to suppliers and employees	(94,492)	(171,208)
Interest received	8,318	7,035
Returns of short term funds	9,020	4,946
Tax paid	(14,151)	(32,687)
Tax refund	1,066	3,113
Other operating receipts	1,685	1,310
Other operating payments	(132)	(1,649)
<b>Net cash inflow/(outflow) from operating activities</b>	<b>226</b>	<b>229,100</b>

**Cash Flows From Investing Activities**

Purchase of property, plant & equipment	(494)	(603)
Expenditure on biological asset	(430)	(661)
Acquisition of additional interest in subsidiaries	-	(3,200)
Proceeds from disposal of property, plant and equipment	-	3
Balance of payment for acquisition of office building	-	(7,248)
Payment for an acquisition of land	-	(9,000)
Part payment and other related cost for acquisition of companies	(30,493)	-
Acquisition of new subsidiary	(85,656)	-
Withdrawal/(placement) of deposits with period more than 3 months	(154,222)	55,233
<b>Net cash outflow from investing activities</b>	<b>(271,295)</b>	<b>34,524</b>

**Cash Flows From Financing Activities**

ICULS conversion proceeds	3,823	2,612
Drawdown of revolving credit	-	14,000
Drawdown of term loan	5,859	-
Repayment of revolving credit	-	(14,000)
Repayment of term loan	(5,859)	-
Repayment from/(Advances to) a jointly controlled entity	236	1,181
Acquisition of additional shares in a subsidiary	-	125
Advances from non-controlling interest	12,498	6,363
Payment of hire purchase obligations	(95)	(115)
Dividend paid to shareholders	(22,370)	(21,820)
Dividend paid to a non-controlling interest of a subsidiary company	(16,347)	(64,387)
Interest payments	(4,426)	(4,672)
Placement of deposits pledged as security for bank guarantee facility	8,828	(16,522)
<b>Net cash outflow from financing activities</b>	<b>(17,853)</b>	<b>(97,235)</b>

**Net change in cash & cash equivalents**

Effects of foreign exchange rate changes	1,058	(115)
Cash & cash equivalents at beginning of financial year	507,574	341,300
<b>Cash &amp; cash equivalents at end of financial year</b>	<b>219,710</b>	<b>507,574</b>

**Cash & cash equivalents at end of financial year comprise:**

Cash on hand and at banks	746	428,783
Deposits with financial institutions	375,210	87,432
Short term funds	7,480	9,691
	<b>383,436</b>	<b>525,906</b>
Less:		
Deposits pledged as security for bank guarantees	(7,793)	(16,621)
Deposits placements for periods exceeding 90 days	(155,933)	(1,711)
	<b>219,710</b>	<b>507,574</b>

*The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2016.*

**PART A: EXPLANATORY NOTES PURSUANT TO FRS 134 – PARAGRAPH 16**

**Notes to the Interim Financial Report**

**A1. Basis of Preparation**

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standard (“FRS”) 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 March 2016. The significant accounting policies and methods of computation and basis of consolidation applied in these interim financial statements are consistent with those used in the preparation of the Group’s 31 March 2016 audited financial statements, except for the adoption of the following:

Amendments to FRS ‘Annual Improvements’	FRSs 2012-2014 Cycle
Amendments to FRS 10, FRS 12 and FRS 128	Investment Entities: Applying the Consolidation Exception
Amendments to FRS 11	Accounting for Acquisitions of Interests in Joint Operations
Amendments to FRS 101	Disclosure Initiatives
Amendments to FRS 116 and FRS 138	Clarification of Acceptable Methods of Depreciation and Amortisation
Amendments to FRS 116 and FRS 141	Sales or Contribution of Assets between an Investor and its Associate or Joint Venture
Amendments to FRS 127	Equity Method in Separate Financial Statements
Amendments to FRS 124	Related Party Disclosures (Annual Improvements to FRSs 2010-2012 Cycle)

The Group has yet to adopt the following FRSs, amendments to FRSs that have been issued but not yet effective:

Effective for financial periods beginning on or after 1 January 2017

FRS 107	Disclosure Initiative
FRS 112	Recognition of Deferred Tax Assets for Unrealised Losses

Effective for financial periods beginning on or after 1 January 2018

FRS 9	Financial Instruments
FRS 15	Revenue from Contracts with Customers

Effective for financial periods beginning on or after 1 January 2019

MFRS 16	Leases
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To be announced

FRS MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
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## LAND & GENERAL BERHAD (COMPANY NO. 5507-H)

### A2. Audit Qualification

The audit report of the Group's audited financial statements for the financial year ended 31 March 2016 was not subjected to any qualification.

### A3. Seasonality and Cyclical Factors

The business operations of the Group were not materially affected by any seasonal and cyclical factors during the financial year under review.

### A4. Nature and Amounts of Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flow

There were no unusual items affecting assets, liabilities, equity, net income or cash flow during the financial period under review.

### A5. Changes in Estimates of Amounts Reported in Prior Interim Periods of the Current Financial Period or Prior Financial Periods

There were no changes in estimates of amounts reported in prior financial periods that have any material effects in the current quarter/financial period.

### A6. Issuance and Repayment of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resales and repayments of debt and equity securities during the current financial period quarter and financial period-to-date except for the following:-

#### Share capital

During the financial period ended 31 March 2017, the number of issued and paid-up share capital of the Company increased from 1,093,091,516 ordinary shares to 1,122,285,817 ordinary shares, by the issuance of 29,494,301 new ordinary shares each pursuant to the following:-

- The cash conversion of 29,406,801 ICULS into 29,406,801 new ordinary shares following the receipt of cash proceeds of RM3,822,754 at the initial conversion price of RM0.26; and
- The non cash conversion of 177,000 ICULS into 87,500 new ordinary shares at the initial conversion price of RM0.26.

As at 31 March 2017, the balance of outstanding ICULS in issue was 73,647,743 and the total share capital stood at RM224,716,963.40 represented by 1,122,285,817 ordinary shares.

On 18 April 2018, the Company announced the adjustment of the ICULS conversion price pursuant to the provision of the Trust Deed from its initial conversion price of RM0.26 to RM0.20 following the issuance of the Proposed Rights Issues as mentioned in B(ii). The adjusted conversion price shall be effective for all ICULS conversion on and subsequent to 17 April 2017.

## LAND & GENERAL BERHAD (COMPANY NO. 5507-H)

### A7. Dividends Paid/Payable

The Company has paid the single tier final dividend proposed in respect of the financial year ended 31 March 2016 of 2 sen per ordinary share of RM0.20 each on 26 October 2016 (2016: single tier final dividend payment of 2 sen per ordinary share of 20 sen each amounting to RM26 million).

On 9 March 2017 The Directors were declared a special interim single tier dividend of 2 sen per share for the financial year ended 31 March 2017. This dividend amounting to approximately RM58.58 million will be paid on 7 June 2017.

The entitlement date for the above dividend was on 24 May 2017 and a depositor shall qualify for entitlement to the dividend only in respect of:

- (a) Shares transferred to the depositor's securities account before 4.00pm on 24 May 2017 in respect of ordinary transfer;
- (b) Shares deposited into the Depositor's securities account before 12.30 pm in respect of securities exempted from mandatory deposit; and
- (c) Shares bought on BURSA MALAYSIA SECURITIES BERHAD on a cum entitlement basis according to the Rules of the BURSA MALAYSIA SECURITIES BERHAD.

### A8. Segmental Reporting

The operating segment information for the financial year ended 31 March 2017 is as follows:

#### Revenue for the 12 months period ended 31 March 2017

	Properties RM'000	Education RM'000	Others RM'000	Elimination RM'000	Total RM'000
Sales to external customers	16,836	13,128	7,430	-	37,394
Interest & returns of short term funds	-	-	3,989	-	3,989
	16,836	13,128	11,419	-	41,383
Inter-segment sales	170	-	5,301	(5,471)	-
Total revenue	17,006	13,128	16,720	(5,471)	41,383

#### Segment results for 12 months period ended 31 March 2017

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment results	56,088	5,365	1,261	62,714
Share of results of jointly controlled Entity				3,227
Gain on fair value changes on financial assets at fair value through profit or loss				9,618
Finance costs				(3,811)
Profit before taxation				71,748

**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)****Segment assets as at 31 March 2017**

	<b>Properties RM'000</b>	<b>Education RM'000</b>	<b>Others RM'000</b>	<b>Total RM'000</b>
Segment assets	650,658	34,000	411,015	1,095,673
Investment in jointly controlled entity				-
Deferred tax assets				15,778
Tax recoverable				421
Total assets				<u>1,111,872</u>

**Segment liabilities as at 31 March 2017**

	<b>Properties RM'000</b>	<b>Education RM'000</b>	<b>Others RM'000</b>	<b>Total RM'000</b>
Segment liabilities	264,927	6,173	104,080	375,180
Tax payable				36,881
Deferred tax liabilities				23,786
ICULS – liability portion				205
Total liabilities				<u>436,052</u>

**A9. Profit Before Taxation**

The following amounts have been included in arriving at profit before taxation:

	<b>Current Quarter RM'000</b>	<b>Cumulative Year RM'000</b>
Interest income	3,127	8,863
Returns of short term funds	803	8,860
Write back of impairment loss	602	824
Investment related expenses:		
- Gain on fair value changes on financial assets at fair value through profit or loss	(4,090)	9,619
Depreciation and amortisation	(1,817)	(3,495)
Interest expenses	(1,964)	(3,811)
Impairment loss on:-		
- loan granted to JV	(337)	(337)
- others	(272)	(272)
Unrealised foreign exchange (loss)/gain	(269)	618

**A10. Valuations of Property, Plant, and Equipment**

The valuations of land and buildings have been brought forward, without amendment from the previous audited financial statements.

**A11. Material Events Subsequent to the End of the Financial Year**

There are no material events subsequent to the end of the financial year ended 31 March 2017 that have not been reflected in this interim financial report except for the disclosure in Note B6.

## LAND & GENERAL BERHAD (COMPANY NO. 5507-H)

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

There were no changes in the composition of the Group for the current financial year ended 31 March 2017, except for the following:-

On 10 June 2015, the Group through its wholly owned subsidiary namely Victory Vista Sdn Bhd (“the Purchaser”) entered into a conditional Shares Sale Agreement (“SSA”) with several shareholders (hereinafter referred to as “the Vendors”) to acquire 1,000 ordinary shares of RM1.00 each in Pembinaan Jaya Megah Sdn Bhd (“PJMSB”), representing 100% of the equity interest in PJMSB from the Vendors for a total cash consideration of Ringgit Malaysia Ninety Million (RM90,000,000).

On 14 September 2016, the Company announced that the Alienation Premium was determined at RM21.388 million and consequently concluded on the following:-

- the Purchaser shall bear a shared premium of RM2.50 million as set out in the SSA but the total purchase consideration shall remain at RM90 million and
- the Purchaser had entered into a supplemental SSA whereupon RM1.39 million in excess Alienation Premium of RM20 million shall be borne by the Vendor.

The Acquisition was completed on 17 January 2017 with the receipt of land titles and fulfilment of all conditions precedent as set out in the SSA dated 10 June 2015 and Supplemental Share Sale Agreement dated 14 September 2016.

### A13. Capital Commitments

	31/3/2017	31/03/2016
	RM'000	(Audited) RM'000
Capital expenditure:		
Approved and contracted for		
- other commitment	-	81,000
	-	81,000
Approved but not contracted for		
- property, plant and equipment	518	451
	518	451
Other commitments	314,348	-
	314,348	-

The above relate to the Proposed Acquisitions and Proposed SPSB Option mentioned in B6.

### A14. Contingent Liabilities

There were no contingent liabilities as at end of the financial year under review.

**PART B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

**B1. Review of Performance of the Company and its Principal Subsidiaries**

For the quarter ended on 31 March 2017

Quarter	Revenue		Operating profit	
	4Q2017 RM'000	4Q2016 RM'000	4Q2017 RM'000	4Q2016 RM'000
Property	1,037	178,622	19,775	75,194
Education	3,301	3,242	1,249	1,138
Others	2,232	2,330	(879)	428
<b>Total</b>	<b>6,570</b>	<b>184,194</b>	<b>20,145</b>	<b>76,760</b>
Investment related income			(4,090)	(199)
Finance costs			(1,965)	(560)
Share of results of jointly controlled entity			3,281	(135)
<b>Profit Before Tax</b>			<b>17,371</b>	<b>75,866</b>

The Group registered a revenue of RM6.57 million (4Q2016: RM184.20 million) and a pre-tax profit of RM17.37 million (4Q2016: RM75.87 million) for the quarter under review, as compared to the corresponding quarter of the preceding year. The decrease were mainly due to lower contribution from property division and the fair value loss on investment related costs of RM4.09 million (4Q2016 : RM0.20 million) arising from the reduction in market price coupled with the weakening of the Ringgit.

**Property division**

The property division recorded a revenue of RM1.04 million (4Q2016: RM178.62 million) from its Astoria project launch since 1Q2016 in the midst of the weak property market. However, the division's operating profit stood at RM19.78 million (4Q2016: RM75.19 million) compared to the corresponding quarter of the preceding year following the write back of RM42.2 million mainly due to costs savings derived following the finalization of the Elements@Ampang project with the completion of the project defect liability period.

**Education division**

The education division reported a revenue of RM3.30 million (4Q2016: RM3.24 million) and an operating profit of RM1.25 million (4Q2016: RM1.14 million) due to increase in fees.

**Other division**

Other division registered an operating loss of RM0.88 million (4Q2016: an operating profit RM0.43 million) on the back of a revenue of RM2.23 million (4Q2016: RM2.33 million) for the quarter. The loss for the quarter was mainly due to overhead costs from Putrajaya office which was handed over in 1Q2015 and the newly acquired subsidiary, Pembinaan Jaya Megah Sdn Bhd.

**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**

For the 12 months period ended 31 March 2017

Quarter	Revenue		Operating profit	
	4Q2017 RM'000	4Q2016 RM'000	4Q2017 RM'000	4Q2016 RM'000
Property	16,836	317,462	56,091	121,365
Education	13,128	12,907	5,365	4,996
Others	11,419	11,693	1,258	2,241
<b>Total</b>	<b>41,383</b>	<b>342,062</b>	<b>62,714</b>	<b>128,602</b>
Investment related income			9,618	517
Finance costs			(3,811)	(2,379)
Share of results of jointly controlled entity			3,227	432
<b>Profit Before Tax</b>			<b>71,748</b>	<b>127,172</b>

For the 12 months period under review, the Group registered a pre-tax profit of RM71.75 million (4Q2016: RM127.17 million) on the back of a revenue of RM41.38 million (4Q2016: RM342.06 million) compared to the corresponding period of the preceding year mainly due to higher fair value gain on investment related costs of RM9.62 million due to reasons mentioned earlier and the writeback of provision on jointly controlled entity of RM3.23 million, which was offset slightly by the lower contribution from property division.

**Property division**

Property division recorded a revenue of RM16.84 million (4Q2016: RM317.46 million) and an operating profit of RM56.09 million (4Q2016: RM121.37 million) for the period as compared to the corresponding period of the preceding year. The division's contribution was mainly from the writeback of costs savings from Elements@Ampang of RM73.87 million due to reasons mentioned earlier.

**Education division**

The education division posted a revenue of RM13.13 million (4Q2016: RM12.91 million) and an operating profit of RM5.37million (4Q2016: RM5.00million) due to fees increase.

**Other division**

On the back of a revenue of RM11.42 million (4Q2016: RM11.69 million), other division recorded an operating profit of RM1.26 million (4Q2016: RM2.24 million) for the period ended 31 March 2017 due to higher overheads mentioned earlier.

**B2. Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter**

Quarter	Revenue		Operating profit	
	4Q2017 RM'000	3Q2017 RM'000	4Q2017 RM'000	3Q2017 RM'000
Property	1,037	1,576	19,775	8,971
Education	3,301	3,289	1,249	1,292
Others	2,232	2,339	(879)	197
<b>Total</b>	<b>6,570</b>	<b>7,204</b>	<b>20,145</b>	<b>10,460</b>
Investment related income			(4,090)	8,627
Finance costs			(1,965)	(629)
Share of results of jointly controlled entity			3,281	(452)
<b>Profit Before Tax</b>			<b>17,371</b>	<b>18,006</b>

The Group's revenue and pre-tax profit stood at RM6.57 million (3Q2017: RM7.20 million) and a pre-tax profit of RM17.37 million (3Q2017: RM18.01 million). There were no significant changes in the results for the said quarters other than the writeback of provision from jointly controlled entity and writeback costs saving in the property division coupled with the adverse fair value changes on investment related costs mentioned earlier.

**B3. Prospects**

In the midst of rising costs due to inflation as well as the weakness in Ringgit Malaysia against international currency coupled with the tighten lending conditions which affect property demand, the property market outlook is expected to remain challenging in the coming financial year. Despite these challenges, the Group will continue to focus on the execution of its project launches to maintain sustainable growth in turnover and profitability.

**B4. Variance of actual results from forecast profits and shortfall in Profit Guarantee**

Not applicable.

**B5. Tax expense**

	Individual Quarter		Cumulative Year	
	31/3/2017 RM'000	31/3/2016 RM'000	31/3/2017 RM'000	31/3/2016 RM'000
Income tax:				
- Malaysian income tax	891	20,687	12,192	33,788
- Over provision in prior years	1,486	3,704	1,038	3,197
	2,377	24,391	13,230	36,985
Deferred tax	3,834	(1,434)	4,636	(1,405)
	6,211	22,957	17,866	35,580

The domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2016: 24%) of the estimated chargeable income for the year, while taxation for a foreign jurisdiction is calculated at the rate prevailing in that jurisdiction.

The effective tax rate (excluding share of gain/loss from jointly controlled entity) of the Group is higher than the statutory tax rate in the current financial year due to certain expenses being non-deductible for tax purposes.

## LAND & GENERAL BERHAD (COMPANY NO. 5507-H)

### B6. Corporate Development / Post Balance Sheet Events

The Company had on 15 November 2016, announced that it proposed to undertake the following:-

- (i) proposed acquisitions by the Company from Malaysia Land Properties Sdn Bhd (“Mayland” or “Vendor”) of the following:
  - (a) entire equity interests in Primal Milestone Sdn Bhd (“PMSB”) for a cash consideration of approximately RM128.47 million (“Proposed PMSB Acquisition”);
  - (b) entire equity interests in Quantum Bonus Sdn Bhd (“QBSB”) for a cash consideration of approximately RM5.97 million (“Proposed QBSB Acquisition”);
  - (c) entire equity interests in Triumph Bliss Sdn Bhd (“TBSB”) for a cash consideration of approximately RM118.15 million (“Proposed TBSB Acquisition”); and
  - (d) entire equity interests in Forward Esteem Sdn Bhd (“FESB”) for a cash consideration of approximately RM45.73 million (“Proposed FESB Acquisition”),

and the settlement of respective outstanding inter-company balances owing by PMSB, QBSB, TBSB and FESB to Mayland and its subsidiaries as at the completion date of the proposed acquisitions (Collectively, the Proposed PMSB Acquisition, Proposed QBSB Acquisition, Proposed TBSB Acquisition and Proposed FESB Acquisition are collectively referred to as the “Proposed Acquisitions”.);

- (ii) proposed call option granted by Mayland in favour of the Company for the acquisition of the entire equity interests in Soho Prestige Sdn Bhd (“SPSB”) for a cash consideration of RM37.25 million (“Option”) (“Proposed SPSB Option”) and the settlement of outstanding inter-company balances owing by SPSB to the Mayland Group as at the completion date of the proposed acquisition upon exercise of the Option;
- (iii) proposed renounceable rights issue of up to 1,914,063,296 new ordinary shares of RM0.20 each in L&G (“L&G Shares”) (“Rights Shares”) at an issue price to be determined later on the basis of eight (8) Rights Shares for every five (5) existing L&G Shares held on an entitlement date to be determined and announced later (“Entitlement Date”) based on a minimum subscription level of 820,000,000 Rights Shares (“Proposed Rights Issue”); and
- (iv) proposed exemption to Mayland Parkview Sdn Bhd (“MPSB”), the major shareholder of the Company under Paragraph 4.08 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions from the obligation to undertake a mandatory take-over offer for all the remaining L&G Shares and convertible securities in the Company not already owned by MPSB and person(s) acting in concert with MPSB (if any) upon completion of the Proposed Rights Issue (“Proposed Exemption”).

Hereinafter, the Proposed Acquisitions and Proposed SPSB Option are collectively referred to as the “Proposed Acquisitions and Option”; the Proposed Acquisitions and Option, Proposed Rights Issue and Proposed Exemption are collectively referred to as the “Proposals”.

The said Proposals was approved by the non-interested shareholders at Extraordinary General Meeting (“EGM”) on 15 March 2017 and the application for Proposed Exemption was subsequently approved by the Securities Commission on 17 March 2017.

On 15 May 2017, the Company announced the issuance of 1,798,854,888 new ordinary shares of Land & General Berhad pursuant to the Proposed Rights Issues and the said shares were allotted on 18 May 2017.

Except for the Proposed SPSB Option, all other proposals mentioned above was completed on 22 May 2017 with the payment of the balance of Purchase Consideration of RM273,137,000.

**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**

**B7. Utilisation of proceeds from funds arising from the Proposed Rights Issues**

As at 22 May 2017, the total proceeds of RM377,759,526.48 arising from the above Proposed Rights Issues were utilised as follows:-

Purposes	Proposed utilisation RM'000	Actual utilisation RM'000	Balance unutilised RM'000	Intended timeframe for utilisation from completion date
Settlement of Balance of Purchase Consideration and Outstanding Balances of RM8.6 million	314,348	273,137	41,211	Within 12 months
Working capital requirements	60,912	-	60,912	Within 36 months
Estimated expenses for the Proposals	2,500	1,773	727	Within 6 months
<b>Total</b>	<b>377,760</b>	<b>274,910</b>	<b>102,850</b>	

Except as disclosed above, there are no other corporate proposals which have been announced but not completed as at 22 May 2017, being the latest practicable date that shall not be earlier than 7 days from the date of this quarterly report.

**B8. Borrowings and debt securities**

The Group's total borrowings and debt securities as at 31 March 2017 are as follows:

	Short Term RM'000	Long Term RM'000	Total RM'000
Secured:			
Hire purchase and finance lease liabilities	85	-	85
Term loan	-	77,091	77,091
	<u>85</u>	<u>77,091</u>	<u>77,176</u>
Unsecured:			
ICULS –liability portion	56	120	176
	<u>141</u>	<u>77,211</u>	<u>77,352</u>

All denominated in the local currency.

**B9. Retained Profits**

	31/3/2017 RM'000	31/03/2016 (Audited) RM'000
Total retained profits/(accumulated losses) of the Company and its subsidiaries:		
- Realised	339,008	339,737
- Unrealised	(24,886)	(25,064)
	<u>314,122</u>	<u>314,673</u>
Total share of accumulated losses from jointly controlled entity:		
- Realised	(3,632)	(2,832)
	<u>310,490</u>	<u>311,841</u>
Add: Consolidation adjustments	41,280	87,831
Total Group's retained profits as per consolidated accounts	<u>351,770</u>	<u>399,672</u>

**B10. Material Litigation**

On 21 January 2000, Las Maha Corporation Sdn Bhd (“Las Maha”) entered into a contract with Sri Damansara Sdn Bhd (“SDSB”), a wholly-owned subsidiary of the Group, to carry out construction and completion of building and relevant infrastructure works of the development project in Bandar Sri Damansara for a contract sum of RM11.5 million. Due to late delivery of the project SDSB has imposed liquidated damages on Las Maha for late completion of the project.

On 2 April 2004, Las Maha sent a Notice of Arbitration to SDSB alleging, inter alia, that SDSB was not entitled for any damages for late completion of the project as Las Maha had achieved Practical Completion of works within reasonable time. In view of this, SDSB decided to refer the matter to Arbitration. Las Maha is claiming for the sum of RM2.2 million and SDSB has submitted a counter-claim for the amount of RM4.8 million, being liquidated damages claim of RM2.8 million and other claims totalling RM2.0 million.

SDSB was subsequently informed by its solicitors that Las Maha was wound up on 15 February 2005 and SDSB’s solicitors have filed the proof of debt on 20 February 2006. The Provisional Liquidator has yet to notify SDSB of a Creditors Meeting.

**B11. Dividend Proposed**

No final dividend has been proposed for the financial year ended 31 March 2017.

**LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**

**B12. Earnings per Share**

Basic

The basic earnings per share is calculated by dividing the net profit attributable to owners of the Company for the quarter/year to date by the weighted average number of ordinary shares outstanding during the quarter/year to date.

	Individual Quarter		Cumulative Period	
	31/3/2017	31/3/2016	31/3/2017	31/3/2016
(Loss)/Profit attributable to owners of the Company (RM'000)	(4,045)	54,983	32,413	95,050
Weighted average number of ordinary shares ('000)	1,120,146	1,092,398	1,108,471	1,086,509
Basic earnings per share (sen)	(0.37)	5.03	2.92	8.74

Diluted

The diluted earnings per share has been calculated by dividing the Group's adjusted net profit for the period attributable to owners of the Company by the weighted average number of shares would have been in issue upon the full exercise of the conversion under the ICULS issued.

Adjusted profit attributable to the owners of the Company	Individual Quarter		Cumulative Period	
	31/3/2017	31/3/2016	31/3/2017	31/3/2016
(Loss)/Profit for the year	RM'000 (4,045)	RM'000 54,983	RM'000 32,413	RM'000 95,050
Add: Notional interest net of tax	18	25	73	102
Adjusted profit for the year	(4,027)	55,008	32,486	95,152

Weighted average number of ordinary shares	Individual Quarter		Cumulative Period	
	31/3/2017	31/3/2016	31/3/2017	31/3/2016
Weighted average number of ordinary shares per basic earnings per share computation	'000 1,120,146	'000 1,092,398	'000 1,108,471	'000 1,086,509
Effects of dilution in ICULS	73,648	103,230	73,648	103,231
As at 31 March 2017	1,193,794	1,195,628	1,182,119	1,189,740
Diluted earnings per share (sen)	(0.34)	4.60	2.75	7.99

**By Order of the Board**

LEE SIW YENG  
SECRETARY (MAICSA 7048942)

Kuala Lumpur  
31 May 2017