



LAND & GENERAL BERHAD (COMPANY NO. 5507-H)
Condensed Consolidated Statement of comprehensive income
for the financial period ended 31 December 2016

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	9 months ended		9 months ended	
	31/12/2016	31/12/2015	31/12/2016	31/12/2015
	RM'000	RM'000	RM'000	RM'000
Revenue	7,204	39,236	34,813	157,867
Operating expenses	(9,774)	(31,084)	(40,298)	(114,159)
Other operating income	13,030	2,092	48,053	8,133
Profit from operations	10,460	10,244	42,568	51,841
Investment related income	8,627	(1,145)	13,708	715
Finance costs	(629)	(630)	(1,846)	(1,818)
Share of results of jointly controlled entity	(452)	(516)	(54)	567
Profit before taxation	18,006	7,953	54,376	51,305
Income tax expense	(3,139)	(2,672)	(11,655)	(12,623)
Profit for the period	14,867	5,281	42,721	38,682
Other comprehensive income/(expense) that will be subsequently reclassified to profit or loss :				
Foreign currency translation differences from foreign operations	68	(294)	(213)	432
	68	(294)	(213)	432
Total comprehensive income for the period	14,935	4,987	42,508	39,114
Profit attributable to:				
- Owners of the Company	15,900	5,849	36,457	40,068
- Non-controlling interests	(1,033)	(568)	6,264	(1,386)
	14,867	5,281	42,721	38,682
Total comprehensive income attributable to:				
- Owners of the Company	15,968	5,555	36,244	40,500
- Non-controlling interests	(1,033)	(568)	6,264	(1,386)
	14,935	4,987	42,508	39,114
Earnings per share attributable to Owners of the Company (sen):				
- Basic	1.42	0.54	3.30	3.69
- Diluted	1.33	0.49	3.09	3.36

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 December 2016

	31/12/2016 RM'000	(Audited) 31/3/2016 RM'000
ASSETS		
Non-current Assets		
Property, plant and equipment	73,888	75,091
Biological asset	6,450	6,302
Land held for property development	41,539	38,974
Investment properties	90,439	90,655
Goodwill	12	12
Land use rights	53	55
Investment in associates	*	*
Investment in jointly controlled entity	(3,541)	(3,227)
Other investments	17,181	3,473
Deferred tax assets	1,314	1,605
	<u>227,335</u>	<u>212,940</u>
Current Assets		
Property development costs	207,560	187,938
Inventories	43,587	46,391
Trade and other receivables	112,412	113,262
Other current assets	262	1,599
Tax recoverable	(81)	3,033
Short term funds	-	9,691
Deposits, cash and bank balances	471,519	516,215
	<u>835,259</u>	<u>878,129</u>
TOTAL ASSETS	<u>1,062,594</u>	<u>1,091,069</u>
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	223,821	218,618
Share premium	47,306	45,745
ICULS – equity portion	9,514	12,825
Retained profits	414,392	399,672
Other reserves	20,319	20,532
	<u>715,352</u>	<u>697,392</u>
Non-controlling interests	<u>(705)</u>	<u>4,379</u>
Total Equity	<u>714,647</u>	<u>701,771</u>
Non-current Liabilities		
Provisions	39,527	38,251
Trade and other payables	18,040	17,130
Borrowings	78,006	83,056
Deferred tax liabilities	878	600
ICULS –liability portion	147	276
	<u>136,598</u>	<u>139,313</u>
Current Liabilities		
Provisions	1,934	1,934
Trade and other payables	202,116	244,115
Borrowings	85	95
ICULS –liability portion	33	78
Tax payable	7,181	3,763
	<u>211,349</u>	<u>249,985</u>
Total Liabilities	<u>347,947</u>	<u>389,298</u>
TOTAL EQUITY AND LIABILITIES	<u>1,062,594</u>	<u>1,091,069</u>

* 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 period ended 31 December 2016

	Attributable to owners of the Company								Total equity RM'000
	Non-distributable							Non-Controlling interests RM'000	
	Share capital RM'000	Share premium RM'000	ICULS -equity portion RM'000	Capital reserve RM'000	Foreign Exchange Reserve RM'000	Retained profits RM'000	Total RM'000		
At 1 April 2016	218,618	45,745	12,825	12,133	8,399	400,302	698,022	4,379	702,401
Conversion of ICULS	5,203	1,561	(3,311)	-	-	-	3,453	-	3,453
Total comprehensive income for the financial year	-	-	-	-	(213)	36,457	36,244	6,264	42,508
Dividend payable to a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	(11,348)	(11,348)
Dividend for the financial year ended 31 March 2016	-	-	-	-	-	(22,367)	(22,367)	-	(22,367)
At 31 December 2016	223,821	47,306	9,514	12,133	8,186	414,392	715,352	(705)	714,647

Condensed Consolidated Statement of Changes in Equity
for the financial period ended 31 December 2015

	Attributable to owners of the Company								Total equity RM'000
	Non-distributable							Non-Controlling interests RM'000	
	Share capital RM'000	Share premium RM'000	ICULS -equity portion RM'000	Capital reserve RM'000	Foreign Exchange Reserve RM'000	Retained profits RM'000	Total RM'000		
At 1 April 2015	214,599	44,539	15,388	12,133	8,454	329,730	624,843	67,012	691,855
Conversion of ICULS	3,847	1,154	(2,446)	-	-	-	2,555	-	2,555
Total comprehensive income for the financial year	-	-	-	-	432	40,068	40,500	(1,386)	39,114
Acquisition of interest in subsidiary	-	-	-	-	-	(3,177)	(3,177)	40	(3,137)
Dividend payable to a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	(45,491)	(45,491)
Dividend for the financial year ended 31 March 2015	-	-	-	-	-	(21,824)	(21,824)	-	(21,824)
At 31 December 2015	218,446	45,693	12,942	12,133	8,886	344,797	642,897	20,175	663,072

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 period ended 31 December 2016

	CUMULATIVE PERIOD	
	9 months ended	
	31/12/2016	31/12/2015
	RM'000	RM'000
Cash Flows From Operating Activities		
Cash receipts from customers	79,313	123,319
Cash payments to suppliers and employees	(72,010)	(134,996)
Interest received	5,910	6,929
Returns of short term funds	8,427	1,147
Tax paid	(5,352)	(18,283)
Tax refund	1,066	-
Other operating receipts	1,443	612
Other operating payments	(102)	(571)
Net cash inflow/(outflow) from operating activities	18,695	(21,843)
Cash Flows From Investing Activities		
Purchase of property, plant & equipment	(202)	(1,122)
Expenditure on biological asset	(275)	-
Acquisition of additional interest in subsidiaries	-	(3,210)
Balance of payment for acquisition of office building	-	(7,345)
Part payment and other related cost for acquisition of company	(17,101)	(9,123)
Down payment for proposed acquisition of companies	(30,308)	-
Withdrawal/(placement) of deposits with period more than 3 months	(142,295)	-
Net cash outflow from investing activities	(190,181)	(20,800)
Cash Flows From Financing Activities		
ICULS conversion proceeds	3,378	2,501
Drawdown of term loan	4,944	8,000
Repayment of term loan	(4,944)	(8,000)
Repayment from/(Advances to) a jointly controlled entity	231	1,140
Advances from non-controlling interest	12,498	-
Payment of hire purchase obligations	(74)	(86)
Dividend paid to shareholders	(22,370)	(21,824)
Dividend paid to a non-controlling interest of a subsidiary company	(16,347)	(50,490)
Interest payments	(3,445)	(11,480)
Net cash outflow from financing activities	(26,129)	(80,239)
Net change in cash & cash equivalents	(197,615)	(122,882)
Effects of foreign exchange rate changes	934	775
Cash & cash equivalents at beginning of financial period	507,573	398,343
Cash & cash equivalents at end of financial period	310,892	276,236
Cash & cash equivalents at end of financial period comprise:		
Cash on hand and at banks	23,124	59,828
Deposits with financial institutions	436,806	61,404
Short term funds	11,589	155,004
	471,519	276,236
Less:		
Deposits pledged as security for bank guarantees	(7,699)	-
Deposits placements for periods exceeding 90 days	(152,928)	-
	310,892	276,236

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
---------	--------

To be announced

FRS MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
--------------------------	---

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 December 2016, the issued and paid-up share capital of the Company increased from 1,093,091,516 ordinary shares of RM0.20 each to 1,119,105,817 ordinary shares of RM0.20 each by the issuance of 26,014,301 new ordinary shares of RM0.20 each pursuant to the following:-

- The cash conversion of 25,980,801 ICULS into 25,980,801 new ordinary shares of RM0.20 each following the receipt of cash proceeds of RM3,377,504; and
- The non cash conversion of 67,000 ICULS into 33,500 new ordinary shares of RM0.20 each.

As at 31 December 2016, the balance of outstanding ICULS in issue was 77,182,743.

A7. Dividends Paid

Except for the payment of 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, there were no other dividend paid or declared by the Company during the current quarter/financial period under review .

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

A8. Segmental Reporting

The operating segment information for the financial period ended 31 December 2016 is as follows:

Revenue for the 9 months period ended 31 December 2016

	Properties RM'000	Education RM'000	Others RM'000	Elimination RM'000	Total RM'000
Sales to external customers	15,799	9,828	5,494	-	31,121
Interest & returns of short term funds	-	-	3,692	-	3,692
	15,799	9,828	9,186	-	34,813
Inter-segment sales	128	-	3,764	(3,892)	-
Total revenue	15,927	9,828	12,950	(3,892)	34,813

Segment results for 9 months period ended 31 December 2016

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment results	36,316	4,116	2,136	42,568
Share of results of jointly controlled Entity				(54)
Gain on fair value changes on financial assets at fair value through profit or loss				13,708
Finance costs				(1,846)
Profit before taxation				54,376

Segment assets as at 31 December 2016

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment assets	694,798	36,428	333,676	1,064,902
Investment in jointly controlled entity				(3,541)
Deferred tax assets				1,314
Tax recoverable				(81)
Total assets				1,062,594

Segment liabilities as at 31 December 2016

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment liabilities	287,002	8,979	43,760	339,741
Tax payable				7,181
Deferred tax liabilities				878
ICULS – liability portion				147
Total liabilities				347,947

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

A9. Profit Before Taxation

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

	Current Quarter RM'000	Cumulative Year RM'000
Interest income	1,917	5,736
Returns of short term funds	2,214	8,057
Write back of impairment loss	-	222
Investment related expenses:		
- Gain on fair value changes on financial assets at fair value through profit or loss	8,627	13,709
Depreciation and amortisation	(512)	(1,166)
Interest expenses	(21)	(25)
Unrealised foreign exchange gain	333	883

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 Period

There are no material events subsequent to the end of the financial period ended 31 December 2016 that have not been reflected in this interim financial report except for the disclosure in Note B6.

A12. Changes in the Composition of the Group

There were no changes in the composition of the Group for the current financial period ended 31 December 2016.

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

A13. Capital Commitments

	31/12/2016	31/03/2016
	RM'000	(Audited)
		RM'000
Capital expenditure:		
Approved and contracted for		
- other commitment	68,325	81,000
	<u>68,325</u>	<u>81,000</u>
Approved but not contracted for		
- property, plant and equipment	999	451
	<u>999</u>	<u>451</u>

Other commitment above refers to the conditional Shares Sale Agreement (“SSA”) entered by the Group on 10 June 2015, through its wholly owned subsidiary namely Victory Vista Sdn Bhd (“the Purchaser”) 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.

A14. Contingent Liabilities

There were no contingent liabilities as at end of the financial period 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 December 2016

Quarter	Revenue		Operating profit	
	3Q2017 RM'000	3Q2016 RM'000	3Q2017 RM'000	3Q2016 RM'000
Property	1,576	33,430	8,971	8,800
Education	3,289	3,255	1,292	1,305
Others	2,339	2,551	197	139
Total	7,204	39,236	10,460	10,244
Investment related income			8,627	(1,145)
Finance costs			(629)	(630)
Share of results of jointly controlled entity			(452)	(516)
Profit Before Tax			18,006	7,953

For the quarter under review, the Group registered a revenue of RM7.20 million (3Q2016: RM39.24 million) and a pre-tax profit of RM18.01 million (3Q2016: RM7.95 million) as compared to the corresponding quarter of the preceding year mainly due to higher fair value gain on investment related costs in Vietnam Industrial Investments Ltd (“VII”).

Property division

The property division recorded a revenue of RM1.58 million (3Q2016: RM33.43 million) from its Astoria project launched since 1Q2017. The division’s operating profit however, stood at RM8.97 million (3Q2016: RM8.80 million) compared to the corresponding quarter of the preceding year. While the property revenue recorded a nominal revenue in the dampened property market, the division’s positive contribution was due to the write back of RM8.59 million pertaining to certain costs deemed no longer required in respect of Damansara Foresta.

Education division

The education division reported a revenue of RM3.29 million (3Q2016: RM3.26 million) and an operating profit of RM1.29 million (3Q2016: RM1.31 million).

Other division

Other division registered an operating profit of RM0.20 million (3Q2016: RM0.14 million) on the back of a revenue of RM2.34 million (3Q2016: RM2.55 million) for the quarter.

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

For the 9 months period ended 31 December 2016

Quarter	Revenue		Operating profit	
	3Q2017 RM'000	3Q2016 RM'000	3Q2017 RM'000	3Q2016 RM'000
Property	15,799	139,301	36,315	46,031
Education	9,827	9,665	4,116	3,838
Others	9,187	8,901	2,137	1,972
Total	34,813	157,867	42,568	51,841
Investment related income			13,708	715
Finance costs			(1,846)	(1,818)
Share of results of jointly controlled entity			(54)	567
Profit Before Tax			54,376	51,305

For the 9 months period under review, the Group registered a pre-tax profit of RM54.38 million (3Q2016: RM51.31 million) on the back of a revenue of RM34.81 million (3Q2016: RM157.87 million) compared to the corresponding period of the preceding year mainly due to reasons mentioned earlier.

Property division

Property division recorded a revenue of RM15.80 million (3Q2016: RM139.30 million) and an operating profit of RM36.32 million (3Q2016: RM46.03 million) for the period as compared to the corresponding period of the preceding year. For the period under review, the division registered a nominal results from its newly launched project, Astoria Phase 1 with sales achieved to date of 28% in the already dampened market. However, the division's positive contribution was mainly due to the write back of certain costs as mentioned earlier totaling to RM32.2 million to date.

Education division

The education division posted a revenue of RM9.83 million (3Q2016: RM9.67 million) and an operating profit of RM4.12 million (3Q2016: RM3.84 million).

Other division

On the back of a revenue of RM9.19 million (3Q2016: RM8.90 million), other division recorded an operating profit of RM2.14 million (3Q2016: RM1.97 million) for the period ended 31 December 2016.

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

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

Quarter	Revenue		Operating profit	
	3Q2017 RM'000	2Q2017 RM'000	3Q2017 RM'000	2Q2017 RM'000
Property	1,576	8,358	8,971	17,963
Education	3,289	3,258	1,292	1,361
Others	2,339	4,097	197	1,254
Total	7,204	15,713	10,460	20,578
Investment related income			8,627	1,589
Finance costs			(629)	(587)
Share of results of jointly controlled entity			(452)	(185)
Profit Before Tax			18,006	21,395

The Group's revenue and pre-tax profit stood at RM7.20 million (2Q2017: RM15.71 million) and a pre-tax profit of RM18.01 million (2Q2017: RM21.39 million) mainly due to the writeback of certain costs and fair value gain on investments as mentioned earlier.

B3. Prospects

With the prevailing subdued demand in property market and rising costs arising from the weaker Ringgit, the Group expects its turnover and profitability for the final quarter of the financial year to remain challenging.

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

Not applicable.

B5. Tax expense

	Individual Quarter		Cumulative Year	
	31/12/2016 RM'000	31/12/2015 RM'000	31/12/2016 RM'000	31/12/2015 RM'000
Income tax:				
- Malaysian income tax	3,124	2,713	11,301	12,866
- Over provision in prior years	-	(28)	(448)	(252)
	3,124	2,685	10,853	12,614
Deferred tax	15	(13)	802	9
	3,139	2,672	11,655	12,623

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 lower than the statutory tax rate in the current financial period due to certain income being non-taxable for tax purposes.

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

B6. Corporate Development

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 are subject to and conditional upon approvals being obtained from the following:-

- (i) Bursa Securities for the listing of and quotation for the Rights Shares on the Main Market of Bursa Securities;
- (ii) the Securities Commission (“SC”) for the Proposed Exemption. The application to the SC for the Proposed Exemption will be made after the approval is obtained from the non-interested shareholders at the Extraordinary General Meeting (“EGM”) to be convened; and
- (iii) the shareholders of the Company at the EGM to be convened.

On 4 January 2017, the Company had submitted the said Proposals to Bursa Securities for their approval.

Except as disclosed above, there are no other corporate proposals which have been announced but not completed as at 20 February 2017, being the latest practicable date that shall not be earlier than 7 days from the date of this quarterly report.

LAND & GENERAL BERHAD (COMPANY NO. 5507-H)**B7. Borrowings and debt securities**

The Group's total borrowings and debt securities as at 31 December 2016 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	-	78,006	78,006
	85	78,006	78,091
Unsecured:			
ICULS –liability portion	33	147	180
	118	78,153	78,271

All denominated in the local currency.

B8. Retained Profits

	31/12/2016 RM'000	31/03/2016 (Audited) RM'000
Total retained profits/(accumulated losses) of the Company and its subsidiaries:		
- Realised	330,753	339,737
- Unrealised	(20,859)	(25,064)
	309,894	314,673
Total share of accumulated losses from jointly controlled entity:		
- Realised	(2,885)	(2,832)
	307,007	311,841
Add: Consolidation adjustments	107,383	87,831
Total Group's retained profits as per consolidated accounts	414,392	399,672

B9. 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.

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

B10. Dividend Proposed

No dividend has been proposed for the financial period ended 31 December 2016.

B11. 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/period to date by the weighted average number of ordinary shares outstanding during the quarter/period to date.

	Individual Quarter		Cumulative Period	
	31/12/2016	31/12/2015	31/12/2016	31/12/2015
Profit attributable to owners of the Company (RM'000)	15,900	5,849	36,457	40,068
Weighted average number of ordinary shares ('000)	1,118,498	1,092,082	1,104,650	1,084,561
Basic earnings per share (sen)	1.42	0.54	3.30	3.69

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	
	31/12/2016	31/12/2015	31/12/2016	31/12/2015
Profit for the year	RM'000 15,900	RM'000 5,849	RM'000 36,457	RM'000 40,068
Add: Notional interest net of tax	19	26	57	77
Adjusted profit for the period	15,919	5,875	36,514	34,271

Weighted average number of ordinary shares	Individual Quarter		Cumulative Period	
	30/09/2016	30/09/2015	30/09/2016	30/09/2015
	'000	'000	'000	'000
Weighted average number of ordinary shares per basic earnings per share computation	1,118,498	1,092,082	1,104,650	1,084,561
Effects of dilution in ICULS	77,183	104,095	77,183	104,095
As at 31 December 2016	1,195,681	1,196,177	1,181,833	1,188,656

Diluted earnings per share (sen)	1.33	0.49	3.09	3.38
----------------------------------	------	------	------	------

By Order of the Board

LEE SIW YENG
SECRETARY (MAICSA 7048942)

Kuala Lumpur
27 February 2017