



LAND & GENERAL BERHAD (COMPANY NO. 5507-H)
Condensed Consolidated Statement of comprehensive income
for the financial period ended 30 September 2016

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	6 months ended		6 months ended	
	30/09/2016	30/09/2015	30/09/2016	30/09/2015
	RM'000	RM'000	RM'000	RM'000
Revenue	15,713	47,236	27,609	118,631
Operating expenses	(16,566)	(34,502)	(30,524)	(83,075)
Other operating income	21,431	2,777	35,023	6,041
Profit from operations	20,578	15,511	32,108	41,597
Investment related income	1,589	287	5,081	1,860
Finance costs	(587)	(555)	(1,217)	(1,188)
Share of results of jointly controlled entity	(185)	779	398	1,083
Profit before taxation	21,395	16,022	36,370	43,352
Income tax expense	(5,752)	(3,321)	(8,516)	(9,951)
Profit for the period	15,643	12,701	27,854	33,401
Other comprehensive income/(expense) that will be subsequently reclassified to profit or loss :				
Foreign currency translation differences from foreign operations	(106)	477	(281)	726
	(106)	477	(281)	726
Total comprehensive income for the period	15,537	13,178	27,573	34,127
Profit attributable to:				
- Owners of the Company	10,277	13,106	20,557	34,219
- Non-controlling interests	5,366	(405)	7,297	(818)
	15,643	12,701	27,854	33,401
Total comprehensive income attributable to:				
- Owners of the Company	10,171	13,583	20,276	34,540
- Non-controlling interests	5,366	(405)	7,297	(413)
	15,537	13,178	27,573	34,127
Earnings per share attributable to Owners of the Company (sen):				
- Basic	0.93	1.21	1.87	3.17
- Diluted	0.88	1.11	1.75	2.89

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 30 September 2016

	30/09/2016	(Audited)
	RM'000	31/3/2016
		RM'000
ASSETS		
Non-current Assets		
Property, plant and equipment	74,218	75,091
Biological asset	6,405	6,302
Land held for property development	41,537	38,974
Investment properties	90,511	90,655
Goodwill	12	12
Land use rights	53	55
Investment in associates	*	*
Investment in jointly controlled entity	(2,982)	(3,227)
Other investments	8,554	3,473
Deferred tax assets	1,316	1,605
	<u>219,624</u>	<u>212,940</u>
Current Assets		
Property development costs	198,855	187,938
Inventories	44,168	46,391
Trade and other receivables	102,533	113,262
Other current assets	570	1,599
Tax recoverable	(5)	3,033
Short term funds	-	9,691
Deposits, cash and bank balances	526,200	516,215
	<u>872,321</u>	<u>878,129</u>
TOTAL ASSETS	<u>1,091,945</u>	<u>1,091,069</u>
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	223,671	218,618
Share premium	47,261	45,745
ICULS – equity portion	9,632	12,825
Retained profits	398,492	399,672
Other reserves	20,251	20,532
	<u>699,307</u>	<u>697,392</u>
Non-controlling interests	<u>4,177</u>	<u>4,379</u>
Total Equity	<u>703,484</u>	<u>701,771</u>
Non-current Liabilities		
Provisions	39,073	38,251
Trade and other payables	17,545	17,130
Borrowings	83,014	83,056
Deferred tax liabilities	1,127	600
ICULS –liability portion	105	276
	<u>140,864</u>	<u>139,313</u>
Current Liabilities		
Provisions	1,933	1,934
Trade and other payables	238,804	244,115
Borrowings	85	95
ICULS –liability portion	8	78
Tax payable	6,767	3,763
	<u>247,597</u>	<u>249,985</u>
Total Liabilities	<u>388,461</u>	<u>389,298</u>
TOTAL EQUITY AND LIABILITIES	<u>1,091,945</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 30 September 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	5,053	1,516	(3,193)	-	-	-	3,376	-	3,376
Total comprehensive income for the financial year	-	-	-	-	(281)	20,557	20,276	7,297	27,573
Dividend payable to a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	(7,499)	(7,499)
Dividend for the financial year ended 31 March 2016	-	-	-	-	-	(22,367)	(22,367)	-	(22,367)
At 30 September 2016	223,671	47,261	9,632	12,133	8,118	398,492	699,307	4,177	703,484

Condensed Consolidated Statement of Changes in Equity
for the financial period ended 30 September 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	3,797	1,139	(2,414)	-	-	-	2,522	-	2,522
Total comprehensive income for the financial year	-	-	-	-	726	34,219	34,945	(818)	34,127
Acquisition of interest in subsidiary	-	-	-	-	-	(3,177)	(3,177)	40	(3,137)
Dividend payable to a non controlling interest of a subsidiary company	-	-	-	-	-	-	-	(35,493)	(35,493)
Dividend for the financial year ended 31 March 2015	-	-	-	-	-	(21,824)	(21,824)	-	(21,824)
At 30 September 2015	218,396	45,678	12,974	12,133	9,180	338,948	637,309	30,741	668,050

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 30 September 2016

	CUMULATIVE PERIOD	
	6 months ended	
	30/09/2016	30/09/2015
	RM'000	RM'000
Cash Flows From Operating Activities		
Cash receipts from customers	53,689	99,194
Cash payments to suppliers and employees	(47,792)	(92,464)
Interest received	4,673	5,116
Returns of short term funds	5,002	694
Tax paid	(2,718)	(15,519)
Tax refund	1,066	2,538
Other operating receipts	377	489
Other operating payments	(33)	(1,245)
Net cash inflow/(outflow) from operating activities	<u>14,264</u>	<u>(1,197)</u>
Cash Flows From Investing Activities		
Purchase of property, plant & equipment	(133)	(833)
Expenditure on biological asset	(191)	-
Acquisition of additional interest in subsidiaries	-	(3,200)
Balance of payment for acquisition of office building	-	(7,248)
Part payment for the acquisition of company	(15,175)	(9,000)
Withdrawal/(placement) of deposits with period more than 3 months	(1,905)	-
Net cash outflow from investing activities	<u>(17,404)</u>	<u>(20,281)</u>
Cash Flows From Financing Activities		
ICULS conversion proceeds	3,280	2,468
Repayment from/(Advances to) a jointly controlled entity	225	1,152
Payment of hire purchase obligations	(52)	-
Dividend paid to a non-controlling interest of a subsidiary company	-	(45,491)
Interest payments	(2,352)	(8,174)
Net cash outflow from financing activities	<u>1,101</u>	<u>(50,045)</u>
Net change in cash & cash equivalents	(2,039)	(71,523)
Effects of foreign exchange rate changes	429	871
Cash & cash equivalents at beginning of financial period	507,573	398,343
Cash & cash equivalents at end of financial period	<u>505,963</u>	<u>327,691</u>
Cash & cash equivalents at end of financial period comprise:		
Cash on hand and at banks	24,458	96,904
Deposits with financial institutions	454,782	76,090
Short term funds	46,960	154,697
	<u>526,200</u>	<u>327,691</u>
Less:		
Deposits pledged as security for bank guarantees	(18,332)	-
Deposits placements for periods exceeding 90 days	(1,905)	-
	<u>505,963</u>	<u>327,691</u>

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 30 September 2016, the issued and paid-up share capital of the Company increased from 1,093,091,516 ordinary shares of RM0.20 each to 1,118,352,717 ordinary shares of RM0.20 each by the issuance of 25,261,201 new ordinary shares of RM0.20 each pursuant to the following:-

- The cash conversion of 25,227,701 ICULS into 25,227,701 new ordinary shares of RM0.20 each following the receipt of cash proceeds of RM3,279,601; and
- The non cash conversion of 67,000 ICULS into 33,500 new ordinary shares of RM0.20 each.

As at 30 September 2016, the balance of outstanding ICULS in issue was 77,935,843.

A7. Dividends Paid

No dividend was paid or declared by the Company during the current quarter/financial period under review.

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, was approved and paid on 26 October 2016.

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

A8. Segmental Reporting

The operating segment information for the financial period ended 30 September 2016 is as follows:

Revenue for the 6 months period ended 30 September 2016

	Properties RM'000	Education RM'000	Others RM'000	Elimination RM'000	Total RM'000
Sales to external customers	14,223	6,539	3,695	-	24,457
Interest & returns of short term funds	-	-	3,152	-	3,152
	<u>14,223</u>	<u>6,539</u>	<u>6,847</u>	<u>-</u>	<u>27,609</u>
Inter-segment sales	85	-	2,565	(2,650)	-
Total revenue	<u>14,308</u>	<u>6,539</u>	<u>9,412</u>	<u>(2,650)</u>	<u>27,609</u>

Segment results for 6 months period ended 30 September 2016

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment results	27,344	2,824	1,940	32,108
Share of results of jointly controlled Entity				398
Gain on fair value changes on financial assets at fair value through profit or loss				5,081
Finance costs				(1,217)
Profit before taxation				<u>36,370</u>

Segment assets as at 30 September 2016

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment assets	715,621	32,181	345,814	1,093,616
Investment in jointly controlled entity				(2,982)
Deferred tax assets				1,316
Tax recoverable				(5)
Total assets				<u>1,091,945</u>

Segment liabilities as at 30 September 2016

	Properties RM'000	Education RM'000	Others RM'000	Total RM'000
Segment liabilities	309,453	5,128	65,872	380,453
Tax payable				6,767
Deferred tax liabilities				1,127
ICULS – liability portion				114
Total liabilities				<u>388,461</u>

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	1,987	3,819
Returns of short term funds	3,599	5,933
Write back of impairment loss	-	222
Investment related expenses:		
- Gain on fair value changes on financial assets at fair value through profit or loss	1,589	5,081
Depreciation and amortisation	(575)	(1,166)
Interest expenses	20	4
Unrealised foreign exchange gain	254	550

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 30 September 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 30 September 2016.

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

A13. Capital Commitments

	30/09/2016	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	616	451
	<u>616</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.

As of the date of this report, the said SSA is pending the issuance of the land titles and the total payments made to date amounted to RM24.18 million, being the deposit of 10% of total consideration whilst the remaining being Purchaser’s Advances to date.

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 30 September 2016

Quarter	Revenue		Operating profit	
	2Q2017 RM'000	2Q2016 RM'000	2Q2017 RM'000	2Q2016 RM'000
Property	8,358	40,834	17,963	13,088
Education	3,258	3,196	1,361	1,201
Others	4,097	3,206	1,254	1,222
Total	15,713	47,236	20,578	15,511
Investment related income			1,589	287
Finance costs			(587)	(555)
Share of results of jointly controlled entity			(185)	779
Profit Before Tax			21,395	16,022

For the quarter under review, the Group registered a lower revenue of RM15.71 million as compared to RM47.24 million recorded in the corresponding quarter of the preceding year. However, the Group's pre-tax profit increased from RM16.02 million to RM 21.40 million for the quarter due to higher contribution from property division and the fair value gain on investment related costs.

Property division

In the wake of the soft property market, the property division recorded a revenue of RM8.36 million (2Q2016: RM40.83 million) from its Astoria project launch since 1Q2017. However, the division's operating profit stood at RM17.96 million (2Q2016: RM13.09 million) due to the writeback of costs of RM15.63 million. The said writeback arose from the finalization of certain related contractors' claims following the expiration of the defect liability period in respect of the Elements @ Ampang project.

Education division

The education division reported a slight improvement in results with a revenue of RM3.26 million (2Q2016: RM3.20 million) and an operating profit of RM1.36 million (2Q2016: RM1.20 million), due to fees revision.

Other division

Other division also recorded a slight improvement with an operating profit of RM1.25 million (2Q2016: RM1.22 million) on the back of a revenue of RM4.10 million (2Q2016: RM3.21 million) for the quarter. The improved results in the quarter was due the special dividend received from other investment amounting to RM1.22 million.

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

For the 6 months period ended 30 September 2016

Quarter	Revenue		Operating profit	
	2Q2017 RM'000	2Q2016 RM'000	2Q2017 RM'000	2Q2016 RM'000
Property	14,223	105,871	27,344	37,358
Education	6,538	6,410	2,824	2,553
Others	6,848	6,350	1,940	1,686
Total	27,609	118,631	32,108	41,597
Investment related income			5,081	1,860
Finance costs			(1,217)	(1,188)
Share of results of jointly controlled entity			398	1,083
Profit Before Tax			36,370	43,352

For the 6 months period under review, the Group registered a lower pre-tax profit of RM36.37 million (2Q2016: RM43.35 million) on the back of a revenue of RM27.61 million (2Q2016: RM118.63 million) compared to the corresponding period of the preceding year mainly due to lower contribution from property division offset slightly by the higher fair value gain on investment related costs.

Property division

Property division recorded a revenue of RM14.22 million (2Q2016: RM105.87 million) and an operating profit of RM27.34 million (2Q2016: RM37.36 million) for the period as compared to the corresponding period of the preceding year. The property contribution for the period included the writeback of costs in respect of Elements@Ampang project mentioned earlier totaling to RM24.70 million.

Education division

The education division posted a revenue of RM6.54 million (2Q2016: RM6.41 million) and an operating profit of RM2.82 million (2Q2016: RM2.55 million) following the annual fees revision.

Other division

On the back of a revenue of RM6.85 million (2Q2016: RM6.35 million), other division recorded an operating profit of RM1.94 million (2Q2016: RM1.69 million) for the period ended 30 September 2016 due to the special dividend mentioned earlier.

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	
	2Q2017 RM'000	1Q2017 RM'000	2Q2017 RM'000	1Q2017 RM'000
Property	8,358	5,865	17,963	9,381
Education	3,258	3,280	1,361	1,463
Others	4,097	2,751	1,254	686
Total	15,713	11,896	20,578	11,530
Investment related income			1,589	3,492
Finance costs			(587)	(630)
Share of results of jointly controlled entity			(185)	583
Profit Before Tax			21,395	14,975

The Group's revenue and pre-tax profit stood at RM15.71 million (1Q2017: RM11.90 million) and a pre-tax profit of RM21.40 million (1Q2017: RM14.98million) mainly due to the writeback of certain costs mentioned earlier in the property division.

B3. Prospects

Amid the uncertainties and the weakness in the local economy in Malaysia, property market growth is expected to remain flat for the remaining financial year.

The Group, however, will continue to intensify promotions on its existing Astoria project and unsold stocks while working to develop innovative ideas to improve its market competitiveness for its future project launch.

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

Not applicable.

B5. Tax expense

	Individual Quarter		Cumulative Year	
	30/09/2016 RM'000	30/09/2015 RM'000	30/09/2016 RM'000	30/09/2015 RM'000
Income tax:				
- Malaysian income tax	6,892	2,156	8,177	10,153
- Over provision in prior years	(1,920)	1,187	(448)	(224)
	4,972	3,343	7,729	9,929
Deferred tax	780	44	787	22
	5,752	3,321	8,516	9,951

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”.

As at the date of this report, the 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.

Except as disclosed above, there are no other corporate proposals which have been announced but not completed as at 16 November 2016, 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 30 September 2016 are as follows:

	Short Term RM'000	Long Term RM'000	Total RM'000
Secured:			
Hire purchase and finance lease liabilities	85	64	149
Term loan	-	82,950	82,950
	85	83,014	83,099
Unsecured:			
ICULS –liability portion	8	105	113
	93	83,119	83,212

All denominated in the local currency.

B8. Retained Profits

	30/09/2016 RM'000	31/03/2016 (Audited) RM'000
Total retained profits/(accumulated losses) of the Company and its subsidiaries:		
- Realised	310,678	339,737
- Unrealised	(24,003)	(25,064)
	286,675	314,673
Total share of accumulated losses from jointly controlled entity:		
- Realised	(2,433)	(2,832)
	284,242	311,841
Add: Consolidation adjustments	114,250	87,831
Total Group's retained profits as per consolidated accounts	398,492	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 30 September 2016.

B11. Earnings per ShareBasic

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	
	30/09/2016	30/09/2015	30/09/2016	30/09/2015
Profit attributable to owners of the Company (RM'000)	10,277	13,106	20,557	34,219
Weighted average number of ordinary shares ('000)	1,101,545	1,083,161	1,097,684	1,080,779
Basic earnings per share (sen)	0.93	1.21	1.87	3.17

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	
	30/09/2016	30/09/2015	30/09/2016	30/09/2015
Profit for the year	RM'000 10,277	RM'000 13,106	RM'000 20,557	RM'000 34,219
Add: Notional interest net of tax	19	26	39	52
Adjusted profit for the period	10,296	13,132	20,596	34,271

Weighted average number of ordinary shares	Individual Quarter		Cumulative Period	
	30/09/2016	30/09/2015	30/09/2016	30/09/2015
Weighted average number of ordinary shares per basic earnings per share computation	'000 1,101,545	'000 1,083,161	'000 1,097,684	'000 1,080,779
Effects of dilution in ICULS	77,958	104,346	77,958	104,346
As at 30 September 2016	1,179,503	1,187,507	1,175,642	1,185,125

Diluted earnings per share (sen)	0.88	1.11	1.75	2.89
----------------------------------	------	------	------	------

By Order of the Board

LEE SIW YENG
SECRETARY (MAICSA 7048942)

Kuala Lumpur
23 November 2016