BERJAYA ASSETS BERHAD (REGISTRATION NO.: 196001000237) (3907-W)

19 November 2021

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021

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(REGISTRATION NO.: 196001000237) (3907-W)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	<u>Group</u>		
	At 30/09/2021	At 30/06/2021 (Audited)	
	RM'000	RM'000	
NON-CURRENT ASSETS			
Property, plant and equipment	246,835	249,745	
Right-of-use assets	11,890	12,533	
Investment properties	2,352,866	2,362,724	
Inventories - land held for development	101,470	101,470	
Associated company	10,909	10,698	
Joint ventures	8,395	8,938	
Other investments	147,970	155,711	
Deferred tax assets	974	974	
Intangible assets	11,606	11,881	
Receivables	2,695	2,690	
	2,895,610	2,917,364	
CURRENT ASSETS			
Inventories - others	190,457	190,346	
Short-term investments	-	1,000	
Receivables	52,529	41,748	
Tax recoverable	608	433	
Deposits with licensed banks	21,098	15,188	
Cash and bank balances	21,463	19,134	
	286,155	267,849	
TOTAL ASSETS	3,181,765	3,185,213	
EQUITY			
Share capital	1,538,120	1,538,120	
Reserves:	, ,	, ,	
Foreign currency translation reserve	11,858	14,303	
Fair value through other comprehensive			
income ("FVTOCI") reserve	(119,546)	(120,257)	
Retained earnings	500,308	517,959	
<u> </u>	392,620	412,005	
Equity attributable to owners of the parent	1,930,740	1,950,125	
Non-controlling interests	(915)	213	
Total equity	1,929,825	1,950,338	

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONT'D)

	<u>Group</u>		
	At 30/09/2021	At 30/06/2021	
		(Audited)	
	RM'000	RM'000	
NON-CURRENT LIABILITIES			
Long term bank borrowings	512,742	504,890	
Senior medium term notes	*	•	
	138,976	138,896	
Hire purchase liabilities	705	844	
Other long term liabilities	163,763	164,635	
Lease liabilities	8,929	9,129	
Deferred tax liabilities	160,731	160,773	
	985,846	979,167	
CURRENT LIABILITIES			
Payables	181,602	170,156	
Short term bank borrowings	61,791	63,162	
Senior medium term notes	19,951	19,931	
Hire purchase liabilities	704	907	
Lease liabilities	173	252	
Provisions	82	88	
Tax payable	1,791	1,212	
1 7	266,094	255,708	
Total liabilities	1,251,940	1,234,875	
TOTAL EQUITY AND LIABILITIES	3,181,765	3,185,213	
_			
Net assets per share attributable to ordinary			
owners of the parent (sen)	75	76	

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 30 June 2021.

(REGISTRATION NO.: 196001000237) (3907-W)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021 CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

	CURRENT QUAR' ENDED		
	Note	30/09/2021 RM'000	30/09/2020 RM'000
Revenue		21,377	50,763
Operating expenses		(26,203)	(44,907)
(Loss)/Profit from operations		(4,826)	5,856
Other income	A4	1,335	2,052
Other expenses	A4	(404)	(154)
Share of results from associated companies		211	323
Share of results from joint ventures		(456)	(127)
Finance costs		(12,964)	(13,124)
Loss before tax		(17,104)	(5,174)
Taxation	В5	(1,239)	(2,581)
Loss net of tax		(18,343)	(7,755)
Attributable to:			
- Owners of the Parent		(17,328)	(7,560)
- Non-controlling interests		(1,015)	(195)
		(18,343)	(7,755)
Loss per share (sen):			
Basic	B10	(0.68)	(0.30)

The Condensed Consolidated Statement of Profit or Loss should be read in conjunction with the audited financial statements for the year ended 30 June 2021.

(REGISTRATION NO.: 196001000237) (3907-W)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021 CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	CURRENT QUART ENDED 30/09/2021 30/09/20 RM'000 RM'00	
Loss net of tax	(18,343)	(7,755)
Other comprehensive income: Item that may be subsequently reclassified to profit or loss Currency translation difference	(2,558)	(167)
Item that will not be subsequently reclassified to profit or loss Net changes in fair value of investments at fair value		
through other comprehensive income ("FVTOCI")	388	(911)
Total comprehensive income	(20,513)	(8,833)
Attributable to:		
- Owners of the Parent	(19,385)	(8,638)
- Non-controlling interests	(1,128)	(195)
	(20,513)	(8,833)

The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 30 June 2021.

BERJAYA ASSETS BERHAD (REGISTRATION NO.: 196001000237) (3907-W)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

<-----> Attributable to the owners of the Parent ----->

	Share Capital RM'000	< Non - dist FVTOCI Reserve RM'000	ributable> Foreign Currency Translation Reserve RM'000	Distributable Retained Earnings RM'000	Equity Funds RM'000	Non- controlling Interests RM'000	Total Equity RM'000
At 1 July 2021	1,538,120	(120,257)	14,303	517,959	1,950,125	213	1,950,338
Transfer upon disposal of FVTOCI investment Total comprehensive income	- -	323 388	(2,445)	(323) (17,328)	(19,385)	(1,128)	(20,513)
At 30 September 2021	1,538,120	(119,546)	11,858	500,308	1,930,740	(915)	1,929,825
At 1 July 2020	1,538,120	(167,890)	6,866	635,378	2,012,474	66	2,012,540
Transfer upon disposal of FVTOCI investment Total comprehensive income	-	212 (911)	(167)	(212) (7,560)	(8,638)	(195)	(8,833)
At 30 September 2020	1,538,120	(168,589)	6,699	627,606	2,003,836	(129)	2,003,707

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 30 June 2021.

(REGISTRATION NO.: 196001000237) (3907-W)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2021 CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	CURRENT QUARTER ENDED	
	30/09/2021 RM'000	30/09/2020 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from operations	13,206	44,969
Payments for operating expenses	(23,480)	(36,010)
Other receipt/(payments) (including taxes)	1,667	(1,963)
Net cash (used in)/generated from operating activities	(8,607)	6,996
CASH FLOWS FROM INVESTING ACTIVITIES		
Sales of plant and machinery	150	53
Sales of other non currents assets	4,230	1,845
Sales of other investments	10,177	982
Acquisition of plant and machinery	(27)	(359)
Acquisition of other non current assets	(236)	(33)
Acquisition of other investments	(1,050)	-
Interest received	214	67
Dividend received	48	-
Net cash generated from investing activities	13,506	2,555
CASH FLOWS FROM FINANCING ACTIVITIES		
Drawdown of bank and other borrowings	12,600	_
Repayment of borrowings and loans	(3,732)	(1,364)
Interest paid	(4,931)	(7,420)
Payment of hire purchase liabilities	(337)	(287)
Payment of principal portion of lease liabilities	(279)	(226)
Placement with		
banks as security pledged for borrowings	(7,241)	(2,454)
Net cash used in financing activities	(3,920)	(11,751)
NET CHANGE IN CASH AND CASH EQUIVALENTS	979	(2,200)
EFFECTS OF EXCHANGE RATE CHANGES	18	21
OPENING CASH AND CASH EQUIVALENTS	12,964	11,768
CLOSING CASH AND CASH EQUIVALENTS	13,961	9,589
The closing cash and cash equivalents comprise the following:		
Deposits with licensed banks	21,098	14,839
Cash and bank balances	21,463	38,505
	42,561	53,344
Less:		
Bank overdrafts	(9,995)	(9,711)
Cash and cash equivalents restricted in usage	(18,605)	(34,044)
	13,961	9,589

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 30 June 2021.

NOTES:

A1 The interim financial report is not audited and has been prepared in compliance with Malaysian Financial Reporting Standards (MFRS) 134 - Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and comply with the requirements of Companies Act 2016 ("CA 2016").

The interim financial report should be read in conjunction with the audited financial statements of the Company for the year ended 30 June 2021, which were prepared under Malaysian Financial Reporting Standards. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions which are significant for understanding the changes in the financial position and performance of the Company since the year ended 30 June 2021.

The accounting policies and methods of computations used in the preparation of the financial statements are consistent with those adopted in the audited financial statements for the year ended 30 June 2021, except for the adoption of new Malaysian Financial Reporting Standards ("MFRSs"), Amendments to MFRSs, IC Interpretations and Annual Improvements to MFRSs which were effective for the financial periods beginning 1 January 2021.

The Group has not early adopted new or revised standards and amendments to standards that have been issued but not yet effective for the accounting period beginning 1 July 2021.

The initial application of the Amendments to MFRSs, is not expected to have any significant financial impact to the financial statements of the Group upon their first adoption except for the changes in presentation and disclosure of financial information.

- A2 The audit report of the Company's most recent annual audited financial statements did not contain any qualification.
- A3 Our principal business operations are not significantly affected by any seasonal or cyclical factors except for the gaming and recreation businesses that may be favourably impacted by the festive and school holiday seasons respectively.

NOTES (CONTINUED)

- A4 Following the global outbreak of COVID-19 pandemic, the Malaysian Government had imposed various phases of Movement Control Order ("MCO") since 18 March 2020 as a preventive measure to curb the pandemic. The Group's business operations, particularly the hotel, recreation, gaming, property investment business segments and the jetty operations are adversely impacted by the re-imposition of various phases of MCO which resulted in continued borders closures, travel restrictions of foreigners, reduced footfall in shopping malls and the cancellation of number forecast draws during the MCOs. The MCOs were subsequently replaced with the implementation of different phases of National Recovery Plan.
 - (a) There were no other unusual items as a result of their nature, size or incidence that had affected the financial statements for the financial quarter ended 30 September 2021 except for the following:
 - (i) Included under other income/(expenses) in the consolidated statement of profit or loss is:

Current Quarter ended 30/09/2021 RM'000

Amortisation of intangible assets

(275)

- (b) There were no material changes in estimates of amounts reported in the current financial period ended 30 September 2021.
- A5 There were no issuance and repayment of debts and equity securities, share buy-back, share cancellation, shares held as treasury shares and resale of treasury shares for the financial quarter ended 30 September 2021.
 - In addition, none of the outstanding Warrants 2018/2023 were exercised in the period ended 30 September 2021.
- A6 The Company did not pay any dividend in the financial quarter ended 30 September 2021.

(REGISTRATION NO.: 196001000237) (3907-W)

NOTES (CONTINUED)

A7 Segmental information for the financial quarter ended 30 September 2021:

		Inter -	
	External	segment	Total
REVENUE	RM '000	RM '000	RM '000
Property development and investment	19,755	-	19,755
Gaming and related activities	-	-	-
Hotel, recreation and others	1,622	-	1,622
Elimination: Intersegment revenue			
Total revenue	21,377		21,377
RESULTS			RM '000
Property development and investment			2,134
Gaming and related activities			(1,613)
Hotel, recreation and others			(4,494)
			(3,973)
Unallocated corporate expenses			(853)
Profit from operations			(4,826)
Other income			
- property development and investment			515
- gaming and related activities			143
- hotel and recreation			529
- unallocated			148
			1,335
			(3,491)
Other expenses			
 property development and investment 			(122)
 gaming and related activities 			(275)
- unallocated			(7)
			(404)
			(3,895)
Share of results after tax from associated comp	anies		211
Share of results after tax from joint ventures			(456)
Finance costs			(12,964)
Loss before tax			(17,104)
Taxation			(1,239)
Loss for the quarter			(18,343)

NOTES (CONTINUED)

- A8 There were no material events subsequent to the end of this current quarter that have not been reflected in the financial statements for this current financial quarter.
- A9 There were no material changes in the composition of the Group for the financial quarter ended 30 September 2021 including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations.
- A10 There were no material changes in contingent liabilities or contingent assets since the last audited statement of financial position as at 30 June 2021.
- All There are no changes in capital commitments since the last audited statement of financial position as at 30 June 2021 as follows:

	At 30/09/2021 RM'000	At 30/06/2021 RM'000
Capital expenditure approved and contracted for	57,778	57,778

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1 Review of group performance

The main operating businesses of the Group are number forecast operation ("NFO") in Sarawak, property development and investment and the operations of hotel and recreation business. The key factors (other than general economic conditions) affecting the performance of the main operating businesses in the Group are as follows:

Property development and investment

- demographic of population, location of the properties, costs of building materials and related services, lending guidelines and interests rates of the financial institutions, rental rates, age and condition of investment properties and the quality of property management.

Hotel and recreation

room rates, seasonal festive periods and school holidays, locations of the hotel and restaurants, tourism/currency exchange/dining out trends, energy/raw material/other supplies costs, quality of rooms/amenities/service and customer perception.

NFO in Sarawak

- disposable income of the general public, luck factor, illegal gaming and the number of draws in the financial period.

Following the global outbreak of COVID-19 pandemic, the Malaysian Government had imposed various phases of Movement Control Order ("MCO") since 18 March 2020 as a preventive measure to curb the pandemic. On 15 June 2021, the Malaysian Government announced the implementation of National Recovery Plan ("NRP") as an exit strategy of the Covid-19 pandemic whereby the resumption of business operations and social activities and the lifting of travelling restrictions will be in phases. For most of the current quarter ended 30 September 2021, the states in which the Group principally operates in were placed under Phases 1 and 2 of NRP which still entailed the temporary closure of most of the Group's business operations.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (CONTINUED)

B1 Review of group performance (Contd)

The summary results of the Group are as follows:

	3-Month Ended		
	30/09/2021 RM'000	30/09/2020 RM'000	+/(-) %
Revenue	21,377	50,763	(58)
(Loss)/Profit from operations	(4,826)	5,856	(182)
Loss before tax	(17,104)	(5,174)	231

For the Quarter

The Group registered revenue of RM21.4 million and pre-tax loss of RM17.1 million in the current quarter ended 30 September 2021 as compared to revenue of RM50.8 million and pre-tax loss of RM5.2 million reported in the previous year corresponding quarter.

The Group's revenue was lower in the current quarter under review mainly due to the cancellation of all 45 draws for the entire 3-month period from 1 July 2021 to 30 September 2021, which resulted in no revenue being registered by Natural Avenue Sdn Bhd ("NASB"), the operator of the gaming business segment in Sarawak during the implementation of the Phases 1 and 2 of NRP. The authorities in Sarawak had allowed the NFO operators in Sarawak to operate from 1 October 2021. In the previous year's corresponding quarter, NASB had conducted 42 draws during the Recovery MCO. In addition, the property investment, hotel and recreation business segments reported lower revenue due to temporary business closures for most part of the current quarter under review due to the implementation of Phases 1 and 2 of NRP. The jetty operations remained to be adversely impacted by the continued closures of borders and travel restrictions.

The Group's pre-tax loss was correspondingly higher in the current quarter under review primarily due to the significantly lower revenue reported arising from lockdown as explained above.

B2 First Quarter vs Preceding Year's Fourth Quarter

	3-Month Ended		
	30/09/2021 RM'000	30/06/2021 RM'000	+/(-) %
Revenue	21,377	36,730	(42)
(Loss)/Profit from operations	(4,826)	275	(1,855)
Loss before tax	(17,104)	(85,649)	(80)

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (CONTINUED)

B2 First Quarter vs Preceding Year's Fourth Quarter (Contd)

For the current quarter under review, the Group registered revenue of RM21.4 million which was lower as compared to the revenue of RM36.7 million in the preceding quarter ended 30 June 2021. The current quarter's pre-tax loss of RM17.1 million was lower as compared to the pre-tax loss of RM85.65 million reported for the preceding quarter.

The lower Group revenue in the current quarter was primarily due to the cancellation of 45 draws by NASB due to factors explained in Note B1 above, as compared to the cancellation of 17 draws in the preceding quarter ended 30 June 2021 due to the imposition of Conditional MCO and Full MCO then. The other business segments of the Group have also reported lower revenue during the implementation of Phases 1 and 2 of the NRP as most of its business operations were closed temporarily.

Despite the lower revenue, the Group reported lower pre-tax loss in the current quarter under review as compared to the preceding quarter, which incurred the unfavourable fair values adjustments on investment properties amounting to RM60.5 million.

B3 <u>Future Prospects</u>

The COVID-19 pandemic which resulted in unprecedented preventive and restrictive measures of varying degrees of global population lockdown had adversely impacted the global economy. In Malaysia, the Government is imposing various degrees of population lockdown to slow down the infection rate amongst its population. This inevitably has adversely affected the domestic economy.

Currently, most states in Malaysia are placed under Phase 4 of NRP with the full resumption of business activities and certain social activities. However most of the international borders are not fully opened yet. The Group's business operations are now gradually moving to the recovery phase.

In view of the immense challenges created by the prolonged pandemic, the Group is unable to forecast with certainty, when its business operations will return to the level prior to the COVID-19 pandemic. Hence, the Directors expect the operating results of the Group for the financial year ending 30 June 2022 to remain challenging as the Group continues to deal with the adverse impact on the country's economy arising from the pandemic and adapting its business operations in the new norm of living with the COVID-19 going forward.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (CONTINUED)

- B4 There is no profit forecast or profit guarantee for the financial quarter and period ended 30 September 2021.
- B5 The income tax expenses for the financial quarter ended 30 September 2021 are detailed as follows:

	Current
	Quarter
	ended
	30/09/2021
Malaysian taxation:	RM'000
Current period provision	1,134
Deferred tax	(42)
Withholding tax	147
	1,239

The disproportionate tax charge of the Group for the financial quarter ended 30 September 2021 was mainly due to certain expenses being disallowed for tax purposes, as well as non-availability of the Group tax relief in respect of losses incurred by certain subsidiary companies.

B6 The corporate exercise announced by the Group but not completed as at the date of this announcement are listed below:

As disclosed in Note 49 in the Company's audited financial statements for the financial year ended 30 June 2013, Berjaya Waterfront Sdn Bhd ("BWSB") had entered into a conditional sale and purchase agreement for the proposed acquisition by BWSB from Kelana Megah Sdn Bhd ("KMSB") of its intended lease interest in a parcel of vacant land measuring about 4.285 acres held under Lot No. PTB 20379, Bandar Johor Bahru, Daerah Johor Bahru, Negeri Johor for a cash consideration of RM27.99 million ("KMSB SPA").

On 8 May 2018, BWSB has entered into a supplemental agreement with KMSB for the inclusion of the payment of the development returns of RM13.5 million as well as to extend the completion date of the KMSB SPA to 9 April 2019. Subsequently on 3 April 2019, BWSB entered into a supplemental agreement with KMSB to further extend the completion date of the Agreement to 9 April 2022. Upon completion of the KMSB SPA, BWSB will hold a 99-year leasehold land instead of lease interest over the land.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (CONTINUED)

B7 The Group borrowings as at 30 September 2021 are as follows:

Secured:	RM'000
Short term bank borrowings	
- Denominated in Ringgit Malaysia	53,638
- Denominated in GBP (£1,449,000) *	8,153
	61,791
Long term bank borrowings	
- Denominated in Ringgit Malaysia	370,753
- Denominated in GBP (£25,234,000) *	141,989
	512,742
Senior medium term notes	158,927
Total borrowings	733,460

^{*} Converted at the exchange rate prevailing as at 30 September 2021.

B8 There is no pending material litigation since the date of the last audited statement of financial position to the date of this announcement, other than as disclosed below.

Reference is made to Note 41 of the audited financial statements of the Group for the financial year ended 30 June 2021.

The hearing of Tax Appeal 1, Tax Appeal 2 and Tax Appeal 3 at the Special Commissioners of Income Tax ("SCIT") has been adjourned to 7 December 2021 to 9 December 2021.

The High Court has fixed 7 July 2021 as the hearing date for Inland Revenue Board's application to intervene and as the case management date for Berjaya Times Square Sdn Bhd's Ministry of Finance Judicial Review. The Court also granted an interim stay for Tax Appeal 3 until 7 July 2021.

The hearing date has subsequently been rescheduled to 1 March 2022 and the interim stay was granted until then.

The above litigations are still on-going.

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD (CONTINUED)

- B9 The Board does not recommend any dividend in the current quarter (previous year's quarter ended 30 September 2020: Nil).
- B10 The loss per share is calculated by dividing loss attributable to owners of the Parent by the weighted average number of ordinary shares in issue:

	Current Quarter Ended			
	30/09/2021	30/09/2020	30/09/2021	30/09/2020
	RM'000	RM'000	Sen	Sen
Loss for the quarter	(17,328)	(7,560)		
Weighted average number of				
ordinary shares ('000)	2,558,271	2,558,271		
Basic loss per share			(0.68) #	(0.30) #

[#] No diluted loss per share is presented as the computation based on the outstanding warrants would have an anti-dilutive effect.

B11 Loss before tax is stated after charging/(crediting):

Current
Quarter
ended
30/09/2021
RM'000

Interest income	(148)
Dividend income	(48)
Other income excluding dividend and interest income	(1,139)
Depreciation of property, plant and equipment	3,141
Amortisation of intangible assets	275