



BERJAYA
BERJAYA CORPORATION BERHAD
(Company No. 554790-X)

برجاي كورپوريشن برحد
成功集團有限公司

ANNUAL REPORT 2016





InterContinental Hanoi Westlake Hotel, Vietnam.



The corporate logo comprises the word BERJAYA in gold and a symbol made up of closely interwoven Bs in rich cobalt blue with gold lining around the circumference and a gold dot in the centre.

BERJAYA means “success” in Bahasa Malaysia and reflects the success and Malaysian character of Berjaya Corporation’s core businesses. The intertwining Bs of the symbol represent our strong foundations and the constant synergy taking place within the Berjaya Corporation group of companies. Each B faces a different direction, depicting the varied strengths of the companies that make up the Berjaya Corporation group of companies.

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The Ritz-Carlton Residences Kuala Lumpur - seating pods

The history of the Berjaya Corporation group of companies dates back to 1984 when its Founder, Tan Sri Dato' Seri Vincent Tan Chee Yoon acquired a major controlling stake in Berjaya Industrial Berhad (originally known as Berjaya Kawat Berhad and now known as Reka Pacific Berhad) from the founders, The Broken Hill Proprietary Company Limited, Australia and National Iron & Steel Mills Limited, Singapore. The shareholding change also resulted in a major change in the business, direction and dynamic growth of a diversified conglomerate under the flagship of Berjaya Corporation Berhad ("BCorp").

In October 1988, following a major restructuring, Berjaya Group Berhad (then known as Inter-Pacific Industrial Group Berhad) became the holding company of Reka Pacific Berhad.

Inter-Pacific Industrial Group Berhad (formerly known as Raleigh Berhad) was incorporated in 1967 as a bicycle manufacturer. In 1969, the Company gained official listing on Bursa Malaysia Securities Berhad ("Bursa Securities").

BCorp assumed the listing status of Berjaya Group Berhad on the Main Market of Bursa Securities upon the completion of the group restructuring exercise in October 2005 and the listing of the new shares on 3 January 2006.

With a total employee strength of 14,000, the Group is a diversified entity engaged in the following core businesses:

- Consumer Marketing, Direct Selling and Retail;
- Financial Services;
- Hotels, Resorts, Vacation Timeshare and Recreation Development;
- Property Investment and Development;
- Gaming and Lottery Management;
- Food and Beverage;
- Environmental Services and Clean Technology Investment;
- Motor Trading and Distribution;
- Telecommunication and Information Technology-related Services, Solutions and Products;
- Investment Holding and others.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Sri Robin Tan Yeong Ching
Chairman/Chief Executive Officer

Executive Directors

Chan Kien Sing
Vivienne Cheng Chi Fan
Dato' Sri Azlan Meah Bin Hj Ahmed Meah
Dato' Zurainah Binti Musa
Nerine Tan Sheik Ping

Non-Independent Non-Executive Directors

Freddie Pang Hock Cheng
Dato' Dickson Tan Yong Loong

Independent Non-Executive Directors

Tan Sri Datuk Abdul Rahim Bin Haji Din
Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar
Datuk Robert Yong Kuen Loke
Datuk Mohd Zain Bin Ahmad
Dr Jayanthi Naidu A/P G. Danasamy

AUDIT COMMITTEE

Chairman/Independent Non-Executive Director

Tan Sri Datuk Abdul Rahim Bin Haji Din

Independent Non-Executive Directors

Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar
Datuk Robert Yong Kuen Loke
Datuk Mohd Zain Bin Ahmad

SECRETARIES

Su Swee Hong (MAICSA No. 0776729)
Tham Lai Heng Michelle (MAICSA No. 7013702)

SHARE REGISTRAR

Berjaya Registration Services Sdn Bhd
Lot 06-03 Level 6, East Wing
Berjaya Times Square
No. 1 Jalan Imbi
55100 Kuala Lumpur
Tel : 03 - 2145 0533
Fax : 03 - 2145 9702

AUDITORS

Ernst & Young (AF: 0039)
Chartered Accountants
Level 23A Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur
Tel : 03 - 7495 8000
Fax : 03 - 5095 9076

REGISTERED OFFICE

Lot 13-01A, Level 13 (East Wing)
Berjaya Times Square
No. 1 Jalan Imbi
55100 Kuala Lumpur
Tel : 03 - 2149 1999
Fax : 03 - 2143 1685

PRINCIPAL BANKERS

RHB Bank Berhad
Malayan Banking Berhad
AmBank (M) Berhad
OCBC Bank (Malaysia) Berhad
CIMB Bank Berhad

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad

STOCK SHORT NAME

BJCORP (3395)

PLACE OF INCORPORATION AND DOMICILE

Malaysia

PROFILE OF DIRECTORS



DATO' SRI ROBIN TAN YEONG CHING

42 years of age, Malaysian, Male
Chairman/Chief Executive Officer

He was appointed to the Board on 21 December 2006 as an Executive Director. He was later appointed as the Chief Executive Officer ("CEO") of the Company on 1 January 2011 and subsequently as the Chairman/CEO on 23 February 2012.

He graduated with a Bachelor of Social Science degree in Accounting/Law from the University of Southampton, United Kingdom in 1995. He joined Berjaya Group Berhad in 1995 as an Executive and subsequently became the General Manager, Corporate Affairs in 1997.

Currently, he is the CEO of Berjaya Sports Toto Berhad, an Executive Director of Sports Toto Malaysia Sdn Bhd and the Executive Chairman of Berjaya Food Berhad. He is also the Chairman of Berjaya Media Berhad, Sun Media Corporation Sdn Bhd and Informatics Education Ltd, Singapore and a Director of Atlan Holdings Bhd, Berjaya Sompo Insurance Berhad, KDE Recreation Berhad and Berjaya Golf Resort Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

His sister, Nerine Tan Sheik Ping and his cousin Dato' Dickson Tan Yong Loong, are also members of the Board while his father, Tan Sri Dato' Seri Vincent Tan Chee Yioun, is a major shareholder of the Company.

Dato' Sri Robin Tan Yeong Ching is a member of the Remuneration Committee of the Company.



CHAN KIEN SING

60 years of age, Malaysian, Male
Executive Director

He was appointed to the Board on 15 September 2005 as an Executive Director.

He is a member of The Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants. Having articulated with Messrs Peat Marwick Mitchell (now known as KPMG) from 1975 to 1981, he subsequently joined Arab-Malaysian Merchant Bank Berhad (now known as AmInvestment Bank Berhad) specialising in corporate finance until 1989 when he joined Berjaya Group Berhad.

Currently, he is an Executive Director of Berjaya Sports Toto Berhad and Berjaya Media Berhad. He is also the Managing Director of Sun Media Corporation Sdn Bhd and a Director of Berjaya Assets Berhad, 7-Eleven Malaysia Holdings Berhad, Berjaya Capital Berhad, Berjaya Vacation Club Berhad, Berjaya Group Berhad and International Lottery & Totalizator Systems Inc, United States of America. He also holds directorships in several other private limited companies.

Chan Kien Sing is a member of the Risk Management Committee of the Company.

PROFILE OF DIRECTORS



VIVIENNE CHENG CHI FAN

57 years of age, Malaysian, Female
Executive Director

She was appointed to the Board on 15 September 2005 as an Executive Director.

She obtained her Bachelor degree in Economics (Accounting) from Monash University, Australia in 1982 and was subsequently admitted as a member of the Australian Society of Accountants.

She has over 30 years of working experience in the field of treasury and finance with broad expertise in project finance, debt capital raising, corporate and debt restructuring and treasury cash management. Prior to joining the Treasury Department of Berjaya Group Berhad in 1989, she was attached to Sunway Group of Companies for 6 years and headed its Treasury Division.

Currently, she is also a Director of Berjaya Group Berhad, Cosway Corporation Berhad and several other private limited companies in the Berjaya Corporation group of companies.

Vivienne Cheng Chi Fan is a member of the Risk Management Committee of the Company.



DATO' SRI AZLAN MEAH BIN HJ AHMED MEAH

60 years of age, Malaysian, Male
Executive Director

He was appointed to the Board on 15 September 2005 as an Executive Director.

He furthered his education at Bunker Hill Community College, Boston, United States of America. He began his career in Berjaya Group of Companies ("the Group") in 1986 as Business Development Manager and was the Senior General Manager (Corporate Services & Information) prior to his current appointment.

He has over 30 years of working experience in the Group and is primarily responsible for public-private related partnership projects, environmental services, green technology industry, financial services, automotive, infrastructure development, air transportation, recreational and hotel resort development projects.

He plays an active role in the Group's corporate and public-private relations, negotiations on related affairs, coordination and execution of special projects, securing of Government incentives for the private sector especially in Manufacturing, Biotechnology, Tourism Industry, Environmental Management and grants, updates on the Government's current policies, guidelines to facilitate overall operations as well as for new business ventures.

Currently, he is also the Director of Berjaya Hills Berhad, Berjaya Group Berhad, ex-officio for Berjaya UCH Board of Governance and holds directorships in several other private limited companies in the Berjaya Corporation group of companies.



DATO' ZURAINAH BINTI MUSA

54 years of age, Malaysian, Female
Executive Director

She was appointed to the Board on 13 January 2012 as an Executive Director.

She obtained her Post Graduate diploma in Human Resource Management from University of Newcastle, Australia in 1997. She also holds diplomas in Occupational Health And Safety from University of New South Wales, Australia and Secretarial Science from the MARA Institute of Technology.

She started work in 1983 and was working in senior capacities for several organisations, both locally and internationally before she joined Permata Kancil (M) Sdn Bhd in 1995. She was the Managing Director of Permata Kancil (M) Sdn Bhd, a company involved in human resource management and consultancy, when she left in 2010.

She has more than 15 years of experience in the field of Human Resource Management and Development as well as Human Relationship Management. Her experience includes inter-alia, the designing, developing, managing, organising and conducting training programs, seminars and courses as well as the provision of consulting services relating to the various aspects of human resource development and management for organisations in Malaysia, Australia, United States of America, Indonesia and the Middle East.

Currently, she is a Director of Berjaya Food Berhad, Uzma Berhad, Tioman Island Resort Berhad and several other private limited companies.

She is an Executive Director of Berjaya Times Square Sdn Bhd and also a Director of several subsidiaries of Berjaya Assets Berhad.



NERINE TAN SHEIK PING

40 years of age, Malaysian, Female
Executive Director

She was appointed to the Board on 1 January 2016 as an Executive Director. She graduated with a Bachelor of Science degree in Management (Second Class Honours) from the London School of Economics in 1998.

She has more than 16 years of experience in sales, marketing and business development in several operations. She started work as a Business Development Manager with Cosway (M) Sdn Bhd from January 1999 to September 2002 and was mainly responsible for overseeing the sales and marketing of Cosway products. From September 2000 to March 2003, she was appointed as an Executive Director of eCosway Sdn Bhd to oversee the development of the eCosway website with a software developer.

In addition, she was also appointed as Vice President in the Marketing division of Berjaya Resort Management Sdn Bhd ("BRM") in January 1999 and was appointed as Executive Director of Berjaya Hotels & Resorts (S) Pte Ltd from January 2005 until her resignation in April 2009. During her tenure at BRM, she was overseeing the sales and marketing functions and development of spa management for different resorts.

In February 2007, she was appointed as the General Manager (Sales & Marketing) of Sports Toto Malaysia Sdn Bhd ("STMSB") and was subsequently promoted as an Executive Director of STMSB in April 2010. Currently, she is overseeing the sales and marketing activities of STMSB including dealings with Government authorities.

Currently, she is an Executive Director of Berjaya Land Berhad, Berjaya Sports Toto Berhad and Berjaya Group Berhad. She also holds directorships in several other private limited companies.

Her brother, Dato' Sri Robin Tan Yeong Ching and her cousin, Dato' Dickson Tan Yong Loong, are also members of the Board while her father, Tan Sri Dato' Seri Vincent Tan Chee Yioun is a major shareholder of the Company.

PROFILE OF DIRECTORS



FREDDIE PANG HOCK CHENG

61 years of age, Malaysian, Male
Non-Independent Non-Executive Director

He was appointed to the Board on 15 September 2005.

He began his career with a predecessor firm of Messrs Ernst & Young where he worked for seven years until 1982 during which he qualified for entry as a member of the Malaysian Institute of Certified Public Accountants. He is also a member of the Malaysian Institute of Accountants. Thereafter, he joined the Corporate Advisory Department of Malaysian International Merchant Bankers Berhad where he was actively involved in a wide variety of corporate exercises in an advisory capacity until his departure in 1990. He joined Berjaya Group of Companies in October 1990 until his recent retirement as an Executive Director on 31 March 2015 and is currently a Non-Independent Non-Executive Director of the Company.

He is also the Chairman of Intan Utilities Berhad and a Director of Berjaya Sports Toto Berhad.

Freddie Pang Hock Cheng is a member of the Risk Management Committee of the Company.



DATO' DICKSON TAN YONG LOONG

35 years of age, Malaysian, Male
Non-Independent Non-Executive Director

He was appointed to the Board on 30 March 2011.

He graduated with a Bachelor of Science (Honours) degree in Business Management from King's College, University of London, United Kingdom in 2002. He obtained a Master of Science in Internal Auditing and Management from Cass Business School, City University, United Kingdom in 2003.

He joined Tropicana Corporation Berhad ("Tropicana") as a Business Development Manager in 2005 and was promoted to several senior management positions prior to his current position as the Deputy Group Chief Executive Officer of Tropicana. Currently, he is overseeing group corporate strategy, marketing, planning and risk management of the Tropicana group of companies. He is also a Director of several other local and international private limited companies involved in investment holding, services, media, leisure and retail.

He also holds directorships in Berjaya Land Berhad, Berjaya Sports Toto Berhad and Tropicana Golf & Country Resort Berhad.

He is affiliated with certain non-profit organisations, including as the Deputy Chairman of the Tropicana Foundation, a member of the Kuala Lumpur Business Club and a member of the Malaysian Institute of Management.

His cousins, Dato' Sri Robin Tan Yeong Ching and Nerine Tan Sheik Ping, are also members of the Board while his uncle, Tan Sri Dato' Seri Vincent Tan Chee Yioun, is a major shareholder of the Company.



TAN SRI DATUK ABDUL RAHIM BIN HAJI DIN

77 years of age, Malaysian, Male
Independent Non-Executive Director

He was appointed to the Board on 15 September 2005.

He graduated with a Bachelor of Arts (Economics) degree from Universiti Malaya in 1963 and obtained his Master of Business Administration from the University of Detroit, United States of America in 1976.

Prior to joining Berjaya Group Berhad, he served as the Secretary-General in the Ministry of Home Affairs from 1992 until his retirement in September 1996. From 1987 to 1991, he was the General Manager of the Employees Provident Fund before becoming the Deputy Group Chief Executive Officer of Permodalan Nasional Berhad, a post he held from 1991 to 1992. Prior to this date, his career in the Government Civil Service covers also a number of years in the Ministry of Trade And Industry, the Economic Planning Unit of the Prime Minister's Department and the Ministry of Finance.

Tan Sri Datuk Abdul Rahim Bin Haji Din is the Chairman of the Audit Committee, Nomination Committee, Remuneration Committee and Risk Management Committee of the Company.



DATO' HJ MD YUSOFF @ MOHD YUSOFF BIN JAAFAR

69 years of age, Malaysian, Male
Independent Non-Executive Director

He was appointed to the Board on 15 September 2005.

He graduated from the University of Science Malaysia, Penang in 1978 with a Bachelor of Social Science (Hons) degree majoring in Political Science and minoring in Ethnic Relations.

He began his 34-year career with the Royal Malaysian Police Force as a trainee Probationary Inspector in 1969. He was selected to the Special Branch Department the following year where he held various commanding positions. Between 1983 and 1990, he was Head of the Special Branch in Terengganu before being seconded to the Head Office at Bukit Aman, Kuala Lumpur, where he served for a period of 2 years. He was then posted to the Special Branch Training Institution, Jalan Gurney, Kuala Lumpur as a Commandant before his promotion as Deputy Chief Police Officer of Penang and Pahang. Prior to his retirement in May 2003, he was in Terengganu as the Chief Police Officer of the State and his last commanding post in the police was as the Commissioner of Police, Sarawak. He is also actively involved in various community organisations and has served as the Special Advisor to the Ministry of Social Development and Urbanisation Sarawak.

He also holds directorships in several other private limited companies.

Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar is a member of the Audit Committee, Nomination Committee, Remuneration Committee and Risk Management Committee of the Company.

PROFILE OF DIRECTORS



DATUK ROBERT YONG KUEN LOKE

64 years of age, Malaysian, Male
Independent Non-Executive Director

He was appointed to the Board on 15 September 2005.

He is a Fellow member of The Institute of Chartered Accountants in England and Wales and a member of the Institute of Singapore Chartered Accountants and the Malaysian Institute of Accountants. He is also a Council Member of the Malaysian Institute of Certified Public Accountants and presently serves as a member of its Executive Committee. He has many years of working experience in the fields of accounting, audit, treasury and financial management. He started his career in London in 1973 and worked there for more than five years with chartered accounting firms. Subsequently, he was with Price Waterhouse, Singapore from 1979 to 1982. From 1983 to 1986, he served as the Group Finance Manager in UMW Holdings Berhad and Group Treasurer in Edaran Otomobil Nasional Bhd. He joined Berjaya Group of Companies in 1987 until his retirement as an Executive Director on 30 November 2007 and is currently an Independent Non-Executive Director of the Company.

He is also a Director of Berjaya Land Berhad, Berjaya Sports Toto Berhad and Berjaya Assets Berhad.

Datuk Robert Yong Kuen Loke is a member of the Audit Committee, Nomination Committee and Risk Management Committee of the Company.



DATUK MOHD ZAIN BIN AHMAD

64 years of age, Malaysian, Male
Independent Non-Executive Director

He was appointed to the Board on 15 September 2005.

He holds a Bachelor of Law degree from the University of Buckingham, England and a Certificate in Legal Practice. He also holds Diplomas in Syariah Law & Practice from International Islamic University Malaysia and Public Administration from Universiti Teknologi MARA.

He began his career with the Royal Malaysian Police Force as a police inspector in 1971. He was promoted to Assistant Superintendent of Police in 1980 and served until 1986. He was admitted as an Advocate and Solicitor of the High Court of Malaya on 25 October 1986 and is currently a practising solicitor. He is also a member of the State Legislative Assembly for the Penaga Constituency in the State of Penang.

Datuk Mohd Zain Bin Ahmad is a member of Audit Committee of the Company.



DR JAYANTHI NAIDU A/P G. DANASAMY

40 years of age, Malaysian, Female
Independent Non-Executive Director

She was appointed to the Board on 13 January 2012.

She obtained her LLB (Hons) in 2000 and her LLM (Distinction) in 2004 from University Malaya. She obtained her PhD in the area of sustainable corporate practices from Queen Mary, University of London, United Kingdom in 2008. She is also a member of the Malaysian Bar (non-practising).

Dr Jayanthi started her career as a Prosecuting Officer with the Securities Commission of Malaysia in 2001 before taking up academic positions both in Malaysia and the United Kingdom, from 2002 till 2006. During her tenure in the UK, she also worked with international corporations advising them on their sustainability strategies. She has wide experience working at Board and Senior Management levels with clients and business partners.

She was previously the Executive Director of the Malaysian Centre of Regulatory Studies, University Malaya. As an experienced trainer, she has also conducted training and provided lectures for institutions across Asia, Europe and the Middle East, in various sustainability and community investment areas.

Currently, she is the Managing Director of Synergio Global Sdn Bhd (“Synergio”), a sustainability strategy consultancy. In this role, she is involved in advising companies and institutions across Asia with regards to sustainability strategies. She is also a Director of several companies linked to Synergio.

Save as disclosed, none of the Directors have:-

1. any family relationship with any Directors and/or major shareholders of the Company;
2. any conflict of interest with the Company;
3. any conviction for offences within the past 5 years other than traffic offences; and
4. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

KEY SENIOR MANAGEMENT

TAN THIAM CHAI

57 years of age
Malaysian
Male
Chief Financial Officer
Berjaya Corporation Berhad

He was appointed as the Chief Financial Officer of the Company on 18 July 2008. He is a Director of Atlan Holdings Bhd, Berjaya Food Berhad, Cosway Corporation Berhad, Indah Corporation Berhad, Tioman Island Resort Berhad, Berjaya Vacation Club Berhad, Cosway Corporation Limited (Hong Kong) and Taiga Building Products Ltd (Canada). He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

He has been a Fellow member of the Association of Chartered Certified Accountants (UK) since 1990 and also a member of the Malaysian Institute of Accountants. He has more than 35 years' working experience in the field of finance, auditing, corporate restructuring and treasury.

DATO' NG SOOI LIN

60 years of age
Malaysian
Male
Chief Executive Officer
Berjaya Land Berhad

He was appointed to the Board of Berjaya Land Berhad as an Executive Director on 28 March 2003 and was later appointed as the Chief Executive Officer on 21 December 2006. He holds a Bachelor in Engineering from the University of Liverpool and a Full Technology Certificate from City & Guilds of London. He is also a member of the Institute of Electrical Engineers, U.K. (M.I.E.E.) Chartered Engineers. He is an engineer by profession with extensive working experience in the field of property development and management.

He also holds directorships in Berjaya Golf Resort Berhad, Berjaya Vacation Club Berhad and several other private limited companies in the Berjaya Corporation group of companies.

PHAN YOKE SENG

42 years of age
Malaysian
Male
Executive Director
Berjaya Land Berhad

He was appointed to the Board of Berjaya Land Berhad on 16 April 2015 as an Executive Director. He holds a Master of Engineering (Civil & Structural) from Nanyang Technological University, Singapore. He is a certified Lean Master from Ross School of Business, University of Michigan, USA. He also holds a Post Graduate Diploma in Finance and Business Administration from Manchester Business School, University of Manchester, UK. He has an extensive range of expertise culminating all aspects of residential and mixed-use development experience of over two decades in the construction and property development industry that transcends local boundaries encompassing the Middle East, China, Japan, Singapore and Australia.

SEOW SWEE PIN

59 years of age
Malaysian
Male
Executive Director
Berjaya Sports Toto Berhad

He was appointed to the Board of Berjaya Sports Toto Berhad on 17 December 2007 as an Executive Director. He is a member of the Malaysian Institute of Certified Public Accountants, the Malaysian Institute of Accountants and Certified Practising Accountants, Australia. He has extensive working experience in auditing, accounting, and corporate finance. Currently, he is also an Executive Director of Sports Toto Malaysia Sdn Bhd and Chairman of Philippine Gaming Management Corporation. He is also a Director of Berjaya Philippines Inc. and several other private limited companies.

TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN

64 years of age
Malaysian
Male
Managing Director/
Chief Executive Officer
Sports Toto Malaysia Sdn Bhd

He is an entrepreneur with diverse interests in property development and investment, gaming, stockbroking, manufacturing, retailing, trading, hospitality, Internet-related businesses, environmental and utilities, media, food and beverage, telecommunications, insurance and education through various public and private companies, namely, Berjaya Corporation group of companies, Berjaya Media Berhad, Berjaya Assets Berhad, 7-Eleven Malaysia Holdings Berhad, Berjaya Retail Berhad, Cosway Corporation Limited, Informatics Education Ltd, Intan Utilites Berhad, U Mobile Sdn Bhd and MOL Ventures Pte Ltd.

Currently, he is the Executive Chairman of Berjaya Times Square Sdn Bhd and the Chairman of U Mobile Sdn Bhd. He is also the Managing Director/Chief Executive Officer of Sports Toto Malaysia Sdn Bhd. He also holds directorships in several other private limited companies.

He is the father of Dato' Sri Robin Tan Yeong Ching and Nerine Tan Sheik Ping, and the uncle of Dato' Dickson Tan Yong Loong who are members of the Board of the Company. He is also a major shareholder of the Company.

DATO' LEE KOK CHUAN

56 years of age
Malaysian
Male
Chief Executive Officer
Berjaya Food Berhad

He is currently the Chief Executive Officer of Berjaya Food Berhad and also sits on the board of several private limited companies in the Berjaya Corporation group of companies. He is a Director of Berjaya Auto Berhad.

He graduated with a Bachelor of Economics (Accounting Major) from Monash University, Melbourne, in 1983 and is a Fellow Member of the Institute of Chartered Accountants in Australia. He has over 10 years of working experience in the fields of accounting, auditing and corporate services with major international accounting firms.

KEY SENIOR MANAGEMENT

KHOR POH WAA

60 years of age
Malaysian
Male
President
Berjaya Vacation Club Berhad

He holds an Accounting Degree from the University of Malaya and served in the Accountant General's Office before joining the private sector in 1985.

He joined Berjaya Vacation Club Berhad ("BVC") in 1993 and has been the President of Berjaya Vacation Club Berhad since 1997 and the Director of Berjaya Clubs since 2012. He manages the Company's timeshare, golf and recreational club division and has vast experience in the hotel, golf and club industry.

He was the Chairman of the Malaysian Holiday Timeshare Developer's Federation from 1995 to 2015 and is the Chairman of the Malaysian Golf & Recreational Owners Association for the term from 2015 to 2017.

YEAP DEIN WAH

60 years of age
Malaysian
Male
Chairman
Cosway (M) Sdn Bhd

He was appointed as an Executive Director of Cosway (M) Sdn Bhd in October 2010. He later served as its Chief Operating Officer and was appointed as its Chairman in February 2016.

He has been a member of the Malaysian Institute of Accountants since 1983 and has more than 36 years of working experience in the field of finance, corporate accounting and general management.

CHOCK ENG TAH

58 years of age
Malaysian
Male
Managing Director
KUB-Berjaya Enviro Sdn Bhd

He was appointed to the Board of KUB-Berjaya Enviro Sdn Bhd as the Managing Director on 28 September 2005. He is also the Executive Director of Berjaya Project Management Sdn Bhd, the Chairman and Managing Director of Amita KUB-Berjaya Kitar Sdn Bhd, Managing Director of Berjaya Engineering Construction Sdn Bhd and Director of several subsidiaries of Berjaya Corporation Berhad.

He graduated with a Bachelor of Engineering and has more than 30 years of working experience in the civil engineering and construction industry.

SYDNEY LAWRENCE QUAYS

48 years of age
 Malaysian
 Male
 Managing Director
 Berjaya Starbucks Coffee Company
 Sdn Bhd

He graduated with Honors from the American Hotel and Lodging Association, United States of America majoring in Hospitality Management and Marketing. He started his career in the hotel industry and subsequently worked in the Quick Service Restaurant (QSR) industry before joining Golden Arches Restaurant Sdn Bhd (franchisee of McDonald's in Malaysia) as a Restaurant Manager from 1993 to 1995.

He was a pioneer with Berjaya Starbucks Coffee Sdn Bhd since 1998 and was appointed as Managing Director of Berjaya Starbucks Coffee Company Sdn Bhd on 31 October 2012 and Berjaya Food Supreme Sdn Bhd on 24 September 2013. He is currently responsible for the overall management and business strategy for Starbucks in both Malaysia and Brunei.

HANLEY CHEW

51 years of age
 Malaysian
 Male
 Chief Executive Officer
 Berjaya Hotels and Resorts Division

He was appointed as the Chief Executive Officer of Berjaya Hotels and Resorts Division on 1 April 2016 to oversee the operations of the Division. He brings with him over 25 years of experience within the hospitality, travel and time-share industries.

Having held key portfolios within local and international hotel chains in Malaysia, Myanmar, Indonesia and China, his extensive experience in the industry spans a multitude of operational and strategic positions including Chief Executive Officer of Destination Resorts & Hotels, Chief Executive Officer of Hotel Integrations, Chief Executive Officer of Sunway International Hotels & Resorts, Sunway International Vacation Club, Sunway Healthy Lifestyle and Sunway Travel as well as the Director of Marketing of Renaissance and Marriott Hotel Group.

He is a member of the Institute of Chartered Secretaries and Administrators ("ICSA").

FOO TOON KEE

50 years of age
 Malaysian
 Male
 Chief Operating Officer
 Berjaya Hotels and Resorts Division

He was appointed as the Chief Operating Officer of Berjaya Hotels and Resorts Division on 1 January 2013. Prior to his current role, he was the Senior General Manager and Acting Head of Berjaya Hotels, Resorts & Clubs from April 2003 to December 2012.

He holds a Bachelor's Degree in Business from University of Southern Queensland, Australia and is a member of the Malaysian Institute of Accountants. He started his career with Ernst & Young and has worked in several public listed and private limited companies before joining the Group in 1998.

Save as disclosed, none of the Key Senior Management have:-

1. any directorship in public companies and listed issuers;
2. any family relationship with any Directors and/or major shareholders of the Company;
3. any conflict of interest with the Company;
4. any conviction for offences within the past 5 years other than traffic offences; and
5. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors of Berjaya Corporation Berhad (“BCorp”), I am pleased to present the Annual Report and Financial Statements for the financial year ended 30 April 2016.

FINANCIAL RESULTS

The Group registered a lower revenue of RM9.02 billion for the financial year under review as compared to a revenue of RM9.51 billion reported in the previous year as the Group discontinued the consolidation of revenue of Berjaya Auto Berhad (“BAuto”) when it ceased to be a subsidiary company in the previous financial year on 1 December 2014. This was mitigated by the higher revenue registered by H.R. Owen PLC (“H.R. Owen”) mainly due to contribution from additional outlets and the favourable foreign currency translation effect. The restaurants and cafes business reported a higher revenue mainly due to the full year effect of consolidating the Berjaya Starbucks Coffee Company Sdn Bhd (“BStarbucks”) revenue as compared to the consolidation of BStarbucks’ revenue for only about 8 months in the previous financial year. The property investment and development business registered higher revenue mainly due to strong sales from a property project in the People’s Republic of China in the fourth quarter. The lower revenue from the toto betting operations was due to the 12 months’ effect of the Goods and Services Tax (“GST”) in the financial year under review as compared to only 1 month effect of GST in the previous financial year because revenue is currently presented net of GST on gaming supply, coupled with increasing illegal gaming activities.

The Group registered a lower pre-tax profit of RM293.74 million for the financial year under review as compared to pre-tax

profit of RM1.60 billion in the previous financial year mainly due to impairment loss of RM699.18 million and the effect of not consolidating the profit of BAuto. The previous financial year also included a gain on remeasurement of about RM1 billion. The restaurants and cafes business contributed higher pre-tax profit mainly due to the consolidation of the improved results of BStarbucks in the financial year under review, while the property investment and development business contributed higher pre-tax profit due to strong sales from a property project in the People’s Republic of China in the fourth quarter. The hotels and resorts business contributed lower profit mainly due to lower overall occupancy and average room rates and higher operating costs in the financial year under review while the lower pre-tax profit by the gaming business was mainly due to higher prize payout and the impact of the GST in the financial year under review.

Dividend

The Board recommends a final dividend of 3 treasury shares for every 100 ordinary shares held for the approval of shareholders at the forthcoming annual general meeting. The final share dividend is equivalent to 2.16 sen per share.



H.R. Owen's Maserati dealership in Manchester South, London.



Starbucks Reserve store at The Gardens Mall, Kuala Lumpur.

SIGNIFICANT CORPORATE DEVELOPMENTS

Following the previous year's report, the Group proposed and completed several corporate exercises and I wish to highlight the following significant corporate developments :

1. On 2 December 2015, BCorp announced that its subsidiary, Juara Sejati Sdn Bhd ("JSSB"), had entered into separate conditional share sale agreements with Tan Sri Dato' Seri Vincent Tan Chee Yioun and Penta Investment Advisers Limited for the proposed acquisition of a total of 598.73 million shares representing 12.00% equity interest in Berjaya Land Berhad ("B-Land") for a purchase consideration of RM419.11 million to be satisfied by the issuance of RM353.25 million nominal value 10-year 2% irredeemable convertible unsecured loan stocks ("New ICULS") with 706.50 million free detachable warrants ("New Warrants") in BCorp and balance in cash of RM65.86 million. On 31 May 2016, JSSB completed the said acquisition and the New ICULS and New Warrants were listed on Bursa Malaysia Securities Berhad on 2 June 2016.
2. On 6 November 2015, B-Land announced that its 72.6% subsidiary, Berjaya Jeju Resort Limited ("BJR"), had instituted legal proceedings in the Republic of Korea against Jeju Free International City Development Center ("JDC") for the breach by JDC of certain terms and conditions set out in the Land Sale and Purchase Agreement dated 30 March 2009 ("Land SPA") entered into between BJR and JDC in relation to the proposed mixed development of an international themed village known as the "Jeju Airst City" in Jeju Island, Republic of Korea ("Jeju Project") and to claim for losses and damages incurred as a result thereof ("JDC Lawsuit"). JDC holds a 19% stake in BJR.

Pursuant to the Land SPA, JDC is obligated to transfer the land acquired thereunder to BJR free from all liens, security interests and encumbrances. However, on 20 March 2015 the Supreme Court of the Republic of Korea ("Korean Supreme Court") ruled that the expropriation by JDC of certain parcels of land which were then subsequently sold to BJR pursuant to the Land SPA was invalid. Hence, JDC had breached the terms of the Land SPA as it failed to transfer good and unencumbered title to the said land to BJR. A consequence of the Korean Supreme Court decision is that certain former owners of the said land had filed a suit demanding that the said land be returned to them. Under the circumstances,

the on-going development works on the Jeju Project has been suspended pending the resolution of this matter by JDC with the affected landowners.

Pursuant to the financing arrangement for Phase 1 of the Jeju Project and following the suspension of the development work thereon, JDC had repurchased part of the land (under Phases 2 to 9) for KRW107.0 billion (approximately RM374.5 million) and the cash proceeds were used to fully settle the loan outstanding with the financiers, and to partially settle the Phase 1 construction cost due and owing to the main contractor.

On completion of the land repurchased by JDC, BJR gave notice to terminate the Land SPA in respect of the remaining land under Phase 1 of the Jeju Project. The JDC Lawsuit is still on-going.

3. On 16 December 2015, B-Land announced that Berjaya (China) Great Mall Co. Ltd ("GMOC"), a 51% owned subsidiary of B-Land, had entered into a Construction Project Transfer Agreement with Beijing SkyOcean International Holdings Limited ("Beijing SkyOcean") for the proposed disposal of the Berjaya (China) Great Mall Recreation Centre which is under construction and located in Sanhe City, Hebei Province, the People's Republic of China for a cash consideration of RMB2.08 billion (equivalent to about RM1.39 billion). The said disposal is pending completion.
4. On 23 December 2015, BCorp completed its subscription of one new ordinary share in Berjaya Kyoto Development (S) Pte Ltd ("BKyoto"), a wholly-owned subsidiary company of B-Land representing 50% equity interest of the enlarged share capital of BKyoto for a cash subscription of about SGD34.7 million (or about RM97.3 million). Following the completion of the said subscription, BCorp holds 50% stake in BKyoto whilst the balance 50% is held by B-Land.
5. On 28 December 2015, BCorp announced the completion of the disposal of its entire 100% equity interest in Berjaya Environmental Engineering (Foshan) Co Ltd to Foshan County Nanhai Grandblue Solid Waste Treatment Holding Co Ltd ("BEE-Purchaser") for a cash consideration of RMB126.75 million or about RM76.68 million. BEE-Purchaser is a wholly-owned subsidiary company of Grandblue Environment Co Ltd, which is listed on the Shanghai Stock Exchange.

CHAIRMAN'S STATEMENT

6. On 20 January 2016, BCorp announced that the Hanoi Department of Planning and Investment had issued the Investment Registration Certificate to BCorp and Vietnam Computerized Lottery One Member Limited Liability Company ("Vietlott"), certifying that it has been awarded an exclusive 18-year contract to invest in and operate a nationwide computerized lottery in Vietnam ("Project"). The Project will be carried out by its indirect subsidiary, Berjaya Gia Thinh Investment Technology Joint Stock Company ("Berjaya GTI"). Berjaya GTI is a Vietnamese company which is 51% owned by Berjaya Lottery Vietnam Limited ("BLV"), a company incorporated in Labuan, which in turn is 80% owned by BCorp and 20% owned by BToto. Berjaya GTI officially launched its lottery operation on 18 July 2016 with the introduction of its first game, Mega 6/45 Lotto Jackpot.
7. On 8 June 2016, BCorp announced that JSSB had disposed of, via direct business transactions during the period from 13 January 2016 to 7 June 2016, its entire 8.43% stake comprising 13,716,900 ordinary shares of RM1.00 each in Magni-Tech Industries Berhad for a cash consideration of about RM56.71 million or at an average price of RM4.13 per share.
8. On 13 June 2016, BCorp announced that the Group had entered into several transactions to dispose of its remaining stake in Berjaya Auto Berhad ("BAuto"). On 5 July 2016, BCorp announced the completion of the said disposals including the disposal of a 9.09% equity stake comprising 104.10 million shares in BAuto to Dynamic Milestone Sdn Bhd, the special purpose vehicle ("SPV"), and the consideration was satisfied by an issuance of 52.50 million SPV shares and balance

of RM166.11 million in cash. Hence, save for the indirect interest of about 17.11% in BAuto through its 33.30% stake in SPV and 0.44% stake in BAuto held by its associated company, Berjaya Sompou Insurance Berhad, the BCorp Group has no other interest in BAuto.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

BCorp and its subsidiaries have embraced the value of corporate responsibility and continued to extend support to a multitude of social causes for the betterment of society.

Reaching Out To The Communities

During the year under review, BCorp and its subsidiaries spread festive cheer by hosting various events for more than 20,000 less fortunate Malaysians across the country. One of the most notable events was the 28th Sports Toto Chinese New Year Ang Pow Donation Campaign which benefited more than 17,000 needy senior citizens in 45 cities and towns throughout the country.

Berjaya Roasters (M) Sdn Bhd ("BRoasters") reached out to needy communities through its annual charity events such as the ROASTERS Chicken Run and the Wishing Tree campaign under the Kenny Rogers Roasters ("KRR") Community Chest programme started in 2005. The 11th Annual ROASTERS Chicken Run in 2015 successfully raised RM66,000 in support of Food Aid Foundation to provide 2,000 sets of nutritious meals for over 20 charitable homes as well as monthly provisions for poor families and other organisations supported by the Foundation.



The proceeds of the 11th Annual ROASTERS Chicken Run was contributed to Food Aid Foundation.



The 28th Sports Toto Chinese New Year Ang Pow Donation Campaign.



Mengkuang-based handicraft products on sale in a Starbucks store.



Sports Toto's "Reading My Companion" programme at SJKC Kg. Coldstream, Bidor, Perak.

Berjaya Starbucks Coffee Company Sdn Bhd ("BStarbucks") continued to empower the lives of the local communities through its Connecting Communities programme launched in 2013. As part of its on-going initiative to promote mengkuang-based handicraft products in partnership with Craft CT 01 Enterprise, BStarbucks has purchased mengkuang-based handicraft products from the local community in Felda Chini Timur Satu, Pekan, Pahang. The full range of Starbucks' mengkuang-based handicraft products such as hot cup sleeves, coasters, bookmarks, pouches, placemats and cardholders are available for sale in three selected Starbucks stores while selected mengkuang-based handicraft products are retailed at 50 Starbucks stores nationwide.

In support of the local banana farming communities, BStarbucks purchased raw bananas from two more communities, namely Kampung Parit Serong and Kampung Sungai Gulang-Gulang in Kuala Selangor, in addition to Kampung Lubuk Jaya. Since March 2016, all Starbucks stores in the Peninsular Malaysia have been using raw bananas from the three villages for the production of its Signature Banana Chocolate Chip Muffins.

In April 2016, BStarbucks celebrated its 6th annual Global Month of Service with 213 partners (employees) and 289 customers dedicating a total of 3,012 community service hours for the "Empowering Young Minds" programme that ran concurrently in 9 locations across Malaysia and aims to empower children to express their thoughts and creativity through writing. Over the years, BStarbucks has engaged with 3,573 volunteers and participated in more than 123 projects contributing approximately 59,665 community service hours under this annual initiative.

Sports Toto collaborated with NTV7 for the sixth consecutive year in producing a 13-episode charity-themed TV programme, "Helping Hands Season 6" which provided impoverished families, indigenous groups, micro-sized primary schools and charitable organisations with the necessary home improvements, medical provisions and other necessities to improve their living conditions. This programme has benefited a total of 71 beneficiaries since its inception in 2011.

In response to the devastating earthquake in Nepal, BCorp contributed towards St. John's Ambulance Malaysia's Nepal Earthquake Relief Fund in May 2015.

Education

In line with its objective of promoting literacy and education, BCorp and its subsidiaries supported the operating cost of eight community education centres providing free English, computer and personal development lessons to underprivileged children and adults nationwide.

Sports Toto also extended the "Reading My Companion" learning programme to 23 Chinese primary schools in the rural areas of various states across the country. Since 2012, the well-received programme has reached out to approximately 5,600 students in 45 Chinese primary schools in Selangor, Perak, Negeri Sembilan, Melaka and Pahang.

CHAIRMAN'S STATEMENT

Workplace

Recognising the importance of building organisational capacity and capabilities in achieving the Company's objectives, BCorp and its subsidiaries invested significant amounts of resources into various training and development programmes in strengthening their employees' competencies across the Group to support its business needs.

To further drive employee performance and engagement, BCorp introduced programmes such as the Berjaya Manager and Executive Development Programmes to equip employees of different levels with the knowledge, confidence and skills to excel in their area of work. BCorp and its subsidiaries also actively participated in various career fairs in the Klang Valley to meet and recruit young talents.

The Group's Staff Welfare Fund continued to provide financial assistance to employees to cope with high medical expenses, education funding and to assist in the event of crisis or loss of property resulting from natural disasters.

As part of its initiatives to promote work-life balance, the Group formally put in place a policy for staggered working hours to foster better work-life balance among its employees. Various health talks, free health screenings and topics related to employees' personal development were carried out throughout the year. The respective Sports Clubs within BCorp and its subsidiaries also actively organised festive gatherings, sports competitions and vacation trips to promote social interaction and foster closer ties among employees.

Sports Excellence

BCorp and its subsidiaries continued to support various sporting events while providing support to aspiring sports talents.

Sports Toto also collaborated with the Olympic Council of Malaysia ("OCM") in recognising outstanding Malaysian athletes through the OCM-Sports Toto Outstanding Athletes of The Games Award 2015. The awards were presented to 29 individual gold medalists and 5 team gold medalists for their achievements at the 28th SEA Games 2015 held in Singapore.

Sports Toto also supported numerous sporting events such as the Go For It! - FTKLAA Cross Country 2016, Penang Bridge International Marathon 2015, Seremban Half Marathon 2015, 204KM KL - Maran Big Walk 2015, MBPJ Squash Open Championship 2015, Asean Basketball League 2015, Sports Toto 3-On-3 Basketball Jamboree at Kuching Festival 2015 and Sports Integration With The Society of The Blind.

Environment

As part of its efforts towards marine conservation, BCorp and its subsidiaries supported the "Shelter in The Sea for Marine Life" coral reef propagation project in August 2015. The project which was initiated by the Group's Founder, Tan Sri Dato' Seri Vincent Tan, involved the laying of 67 concrete pipes, ranging from one to two metres in diameter, on the seabed between Berjaya Tioman Resort Dive Centre and Renggis Island off Johor to encourage coral growth and also provide protection for marine life.



The first batch of graduates of the Berjaya Executive Development Programme.



The Go For It! - FTKLAA Cross Country 2016 run.

Berjaya Hotels & Resorts continued to spread awareness on environment conservation through the annual Tioman World Ocean Day with activities such as a clean-up dive to remove sea debris and Crown of Thorns from the sea beds, beach clean-up and a workshop for school children about the importance of sharks in the marine ecosystem conducted by Shark Savers.

In an effort to raise awareness on green consciousness, BRoasters introduced its second generation of i.Care Box in 2015. Since its introduction in 2011, more than 128,000 units have been sold.

BStarbucks continued to provide soil-enriching coffee grounds to its customers under the "Grounds for Your Garden" programme with 89% of its stores participating in the programme. A total of 77,172 bags were provided by BStarbucks to its customers between January to April 2016.

In March 2016, BStarbucks collaborated with the Forestry Department of Klang to plant 200 mangrove trees on Indah Island, Selangor to preserve the ecosystem of the island.

BStarbucks also encouraged its customers to use their own tumblers to reduce the usage of disposable cups under its "Bring Your Own Tumbler" programme. In conjunction with Earth Hour held in March 2016, all BStarbucks' stores nationwide turned off their non-essential lights for one hour in support of the global campaign that aimed to raise awareness about climate change. A series of special promotions were offered to encourage customers to participate in this global initiative.



The KRR i.care Box & i.care Bag.

Arts And Culture

In March 2016, BCorp launched the inaugural Berjaya Teen Star Challenge that provided the opportunity for secondary school students to showcase their talents and hone their skills in the area of performing arts.

Sports Toto supported Padawan Festival, Yin Ngai Heart to Heart Charity Night 2015, Penang Chingay Parade 2015, Por Tor Festival, Muar Chinese New Year Street Show, Nine Emperor God Festival and Hungry Ghost Festival.



Dato' Sri Robin Tan (left) and Tan Sri Dato' Seri Vincent Tan showing the concrete pipes prior to the pipes being dropped to the sea as part of the coral reef propagation project, "Shelter in The Sea for Marine Life".



Some of the participants at the Berjaya Youth Teen Star Challenge 2016. The competition attracted more than 2,000 students from more than 50 schools to participate in the auditions.



Handover ceremony for Four Seasons Hotel and Hotel Residences Kyoto, Japan on 30 June 2016.

FUTURE PROSPECTS

The Malaysian economy grew at 4.1% in the first half of 2016, spearheaded by both private consumption and private investment, which offset the sluggish performance in external demand. The Group continues to operate in a competitive business environment with the effects of the GST and depreciation of the Malaysian Ringgit against the US Dollar affecting consumer sentiment and spending.

Our consumer marketing and direct-selling business, Cosway (M) Sdn Bhd, will continue to focus its efforts on revenue growth in profitable and potential markets, particularly in Malaysia and Mainland China, which has consistently shown promising growth of its free stores. Cosway will also strengthen its marketing strategies and implement more aggressive promotional activities to cultivate brand awareness as well as build customer confidence and loyalty in using its wide range of products.

The property market is anticipated to remain subdued in the upcoming financial year with property sentiment dampened by the sluggish economic outlook, escalating cost of construction and materials, and stringent lending policies by Bank Negara. The residential market segment will remain as the main catalyst of the property market. The Malaysian Government has taken proactive measures to increase home ownership among Malaysians, especially first-time home buyers from the lower and middle-income groups with a household income of RM10,000 and below. In this regard, our Property Division will work on restructuring its product mix to meet the demand for affordable and mid-priced homes. The demand for these affordable residential properties is anticipated to remain strong

especially for developments at strategically located areas such as Bukit Jalil, Kuala Lumpur with close proximity to urban public transportation systems.

The Group's first commercial project comprising corporate suites at Menara Bangkok Bank, Berjaya Central Park was successfully completed and handed over to purchasers in June 2015. It has achieved 92% sales with a total sales value of RM514 million to date. At Berjaya Central Park's second tower block, construction work for The Ritz-Carlton Residences Kuala Lumpur is at an advanced stage of 82% development and is targeted to be completed in the first quarter of 2017.

The overall outlook for the hotel industry is expected to remain challenging in the financial year 2017 as the slowdown of market conditions continue to cause further uncertainties and apprehension amongst businesses, resulting in weakening demand from the leisure and corporate traveller markets. Despite the foreseeable challenging environment, our Hotels and Resorts Division will continue to strengthen its brand presence by adopting various innovative marketing strategies and diverse distribution channels to further expand its market reach. These, coupled with continuous efforts to improve service quality and operating efficiency throughout its operations, will enable our Hotels and Resorts Division to continue to drive business growth.

In Japan, the Four Seasons Hotel and Hotel Residences Kyoto is scheduled to officially open for business in the middle of October 2016. The property, with 123 hotel rooms and 57 hotel residences, is located on a 20,433.55 square metre site in the historical core of Higashiyama-ku amidst the temples



Berjaya Gia Thịnh Investment Technology Joint Stock Company launched the Mega 6/45 Lotto game in Ho Chi Minh City, Vietnam on 18 July 2016.

and heritage sites of Kyoto. Given the rapid growth of tourist and business arrivals into Japan for the past few years, the Four Seasons Hotel and Hotel Residences Kyoto is expected to perform well in the future.

In view of the rising cost of living which continues to dampen consumer spending, the impact from the implementation of the GST on Sports Toto, and increasing illegal gaming activities, the Number Forecast Operators (“NFO”) business is expected to be challenging. Nonetheless, the Group is confident of maintaining its market share in the NFO business. On the domestic front, Sports Toto will continue to work towards providing improved or enhanced game features, offering better customer service, and refining its marketing and promotional programmes to create product awareness.

In the Philippines, the Philippine Gaming Management Corporation will continue to promote its existing games, introduce new games to create more excitement for the betting customers and increase the frequency of betting draws to boost sales volume. It is also looking into increasing its lotto outlet network in the Luzon area.

In Vietnam, the Group has launched its computerized lottery business in July 2016 with its first game, Mega 6/45. In the months to come, more products will be launched and more channels of selling the products are in the pipeline which are anticipated to contribute positively to the Group’s revenue in the long-term.

Our motor trading and distribution business is also expected to continue to contribute positively towards the Group through the introduction of new vehicle models by Berjaya

China Motor Sdn Bhd. In the United Kingdom, H.R. Owen is expected to drive the Group’s business growth further with additional dealerships.

The food and beverage industry in Malaysia has become increasingly competitive due to a large variety of existing restaurants as well as new food and beverage players venturing into the market. Despite the moderating economic outlook, the Group will continue to grow its food and beverage businesses, with BStarbucks as the major revenue contributor for the Group. To advance future growth, the Group will strategically continue its store expansion plans for Starbucks at strategic locations with high consumer spending patterns. Our food and beverage businesses will continue to improve their menu offerings, grow revenue through marketing and promotional activities and loyalty programmes, and expand customer reach through digital media platforms.

Our financial services arm, Inter-Pacific Capital Sdn Bhd (“IPC”) is expected to remain profitable for the financial year ending 30 April 2017 as IPC is of the view that Malaysia’s domestic fundamentals will ultimately prove resilient enough for the stock market to weather its short term tribulations, and Bursa Securities’ trading volumes are expected to be sustainable at similar levels in the near and medium term.

Given the prevailing economic conditions and financial outlook, the Directors are of the view that the Group’s operating environment will be challenging going forward.

APPRECIATION

On behalf of the Board, I would like to thank all our loyal customers, business partners, financiers, and regulatory authorities for their support and confidence in our Group.

To my fellow colleagues on the Board, I would like to extend my appreciation for your support and guidance, and I look forward to your continued active participation on the Board.

Our achievements and success in 2016 were made possible by the hard work and commitment of the management and staff of the various operating companies within the Group, and I would like to thank them for their efforts and dedication throughout the year.

DATO’ SRI ROBIN TAN YEONG CHING

Chairman / Chief Executive Officer

18 August 2016

MANAGEMENT DISCUSSION & ANALYSIS



CellLift range of beauty products from Cosway.



Inter-Pacific Securities' viewing gallery at Berjaya Times Square, Kuala Lumpur.

MARKETING OF CONSUMER PRODUCTS AND SERVICES

Cosway Corporation Berhad ("Cosway")

Cosway began its operations in 1979 and over the years, has been offering a wide variety of high quality personal care, health care, home care and food and beverage consumer products. Cosway's business model is based on the 'free store' concept. As at 30 April 2016, Cosway has 1,335 exclusive stores including stockists and leader centers located in Malaysia, Mainland China, Hong Kong and Taiwan. During the financial year under review, a total of 181 non-performing stores were closed down via its rationalisation exercises. In contrast, new stores were opened in Mainland China through Cosway's exertive expansion programme. As a result, the number of retail stores in Mainland China increased to 392 stores from 333 stores in the previous financial year.

For the financial year ended 30 April 2016, Cosway's revenue decreased by 17.5% to RM1.04 billion from RM1.26 billion in the previous financial year. The decrease in revenue was mainly attributed to the unfavourable economic climate in the Greater China markets, coupled with weak consumer spending sentiment impacted from the post implementation of the Goods and Services Tax ("GST") in Malaysia, and stores rationalisation exercises undertaken in Malaysia, where non-productive stores were either closed down or merged, and businesses in non-productive overseas locations were discontinued.

Cosway recorded a gross profit of RM416 million for the year ended 30 April 2016, as compared to RM524 million in the previous financial year. Gross profit margin for the year

under review decreased marginally to 40.1%, as compared to 41.7% in the previous financial year, mainly due to the impact from aggressive promotions and stock clearance conducted prior to store closure in non-performing stores, especially in overseas countries.

Despite the lower gross profit, Cosway managed to show an improvement in operating profit from RM30.9 million in the previous financial year to RM50.5 million this year due to lower stock provision and significant reduction in rental expenses and other operating costs attributed to the closure of non-performing stores.

Moving forward, the Group will continue to focus and grow its business in Mainland China which had contributed significantly to both turnover and profitability. New retail stores are being opened in carefully selected localities at a moderate pace to ensure management efficiency and effectiveness. To enhance brand and market awareness, digital marketing through social media are being launched to penetrate a wider market, particularly to capture younger shoppers. In Malaysia, new and bold marketing initiatives are being implemented to regain members' confidence through rebranding and numerous motivational programmes.

FINANCIAL SERVICES

Inter-Pacific Capital Sdn Bhd ("IPC")

The beginning of the financial year was characterised by uncertainties that beset Malaysia uniquely, such as the post-GST lull and falling commodity prices. Whilst this draught

also battered small and micro caps listed on Bursa Malaysia, many of them were able to recover quickly. Consequently, while trading values fell, opportunities for quick gains kept interest in the stock market. However, 2016 opened with a whimper, as cautious stock market sentiments prevailed amidst low oil prices and a weak Ringgit. Nevertheless, the stock market was lifted briefly when on 1 February 2016, Bank Negara Malaysia reduced the bank statutory reserve ratio by 0.5% to 3.5% with more than RM7 billion released into the banking system.

A spell of surprisingly encouraging performance by a fair number of small caps also lays the groundwork for an SME-led recovery in the economy. There is also a silver lining to the bout of Ringgit weakness as export-oriented companies have enjoyed a windfall of sorts. The ongoing pullback in the stock market is a welcome respite from the routine of climbing equity valuations and forms a sound base for the next round of inflows into equities drawn from value-seeking investors who sat out the late stages of last year's rally.

The overall value of transactions traded on Bursa Securities decreased by 4.4% to RM504 billion as compared to the traded value of RM527 billion in the previous financial year. The FBMKLCI closed at 1,672.72 points on 29 April 2016, the last trading day of the financial year, an 8.0% decrease over the 1,818.27 points on 30 April 2015.

IPC recorded a pre-tax profit of RM10.6 million for the financial year ended 30 April 2016 compared to a pre-tax profit of RM13.9 million in the previous financial year. The reduction in pre-tax profit was mainly due to lower brokerage income resulting from the overall decrease in trading volume on Bursa Securities. Operating revenue decreased from RM56.7 million to RM45.5 million in the financial year under review mainly due to the decrease in brokerage income. Other operating revenue such as interest income and corporate finance advisory fees remained substantially the same as in the previous financial year.

Malaysia has installed a programme of infrastructure development that will keep the economy on an expansion path through the current patch of slower global growth. A line-up of development projects will keep corporate Malaysia busy all through the Eleventh Malaysia Plan. Bursa Securities' trading volumes are expected to be sustainable at similar levels in the near and medium term. Barring any unforeseen circumstances, IPC is expected to remain profitable for the financial year ending 30 April 2017.

HOTELS AND RESORTS

Berjaya Hotels and Resorts Division ("BHR")

BHR owns and operates 17 hotels and resorts locally and internationally.

BHR recorded a total gross revenue of RM304.5 million for the financial year under review which represented a marginal increase of 1.7% compared with RM299.5 million in the previous financial year. Group pre-tax profit decreased by 86.5% to RM1.4 million compared with RM10.3 million in previous financial year.

Compared with the previous financial year, the increase in total gross revenue for the financial year under review was mainly contributed by room business due to the growth in leisure arrivals. Room night bookings, however, declined in the Corporate FIT and Corporate Group market segments. The higher operating expenses coupled with higher depreciation charges and higher finance costs arising from the bank borrowings raised to fund inter-company settlements attributed to BHR's lower pre-tax profit.

Despite BHR's room occupancy improving by 1.4 percentage points to 56.6%, the stiff competition in the market and continued pricing pressure had resulted in a 3.3% dropped in Average Room Rate ("ARR") compared to the previous financial year. The marginal growth in occupancy was not enough to offset the reduction in ARR which led the Revenue per Available Room ("RevPAR") to fall by 0.8% to RM169 compared with the previous financial year.

Moving forward into the financial year 2017, the slowdown of market conditions will continue to cause further uncertainties and apprehension amongst businesses, resulting in further pressure on the performance of BHR properties, especially within the Corporate segment. Focus will be redirected to Leisure clients from China and India, the growing segment within this region. While efforts will be to maintain gross revenue, BHR will also strive to increase RevPAR by pushing for food and beverage revenue which may not be maximized at this point. BHR properties will need to tighten operating costs by reducing wastages and reviewing staff strength based on forecasted lower occupancies.

MANAGEMENT DISCUSSION & ANALYSIS

HOTELS & RESORTS IN MALAYSIA

The major Malaysian-based hotels and resorts are Berjaya Langkawi Resort, Berjaya Times Square Hotel, Kuala Lumpur, ANSA Hotel Kuala Lumpur, Georgetown City Hotel, Berjaya Tioman Resort, The Taaras Beach & Spa Resort, Redang, as well as Colmar Tropicale and The Chateau Spa & Organic Wellness Resort at Berjaya Hills.

For the financial year ended 30 April 2016, the Malaysian-based properties were generally affected by the lower room night bookings from Corporate FIT and Corporate Group segments especially from Japan, Australia and Malaysia markets. This drop, however, was mitigated by the higher room night bookings in the Leisure Group segment from the China market. As a result, the overall room occupancy levels of BHR's Malaysian-based properties increased to 55.3% from 54.7%. However, ARR dropped by 4.7% compared with the previous financial year. The marginal growth in occupancy was not sufficient to mitigate the reduction in ARR which resulted in the RevPAR decreasing by 3.6% to RM160. With the lower rooms and food and beverage businesses, BHR's total gross revenue decreased by 3.2% to RM230.9 million compared to RM238.5 million in the previous financial year.

With the lower gross revenue coupled with higher depreciation charges and higher finance costs arising from bank borrowings raised to fund inter-company settlements, BHR's Malaysian-based properties recorded a decrease in pre-tax profit to RM1.6 million compared with RM7.3 million in the previous financial year.

HOTELS & RESORTS OVERSEAS

The mixed performance of the demand in rooms in the various BHR overseas properties allowed the overall occupancy levels

to improve by 4.0 percentage points to 61.2% compared with 57.2% in the previous financial year. Generally, there was an increase in room night bookings from Transient FIT, Leisure FIT and Leisure Group market segments.

For the financial year ended 30 April 2016, BHR's overseas properties reported a total gross revenue of RM74.3 million compared to RM60.9 million in the previous financial year. The increase was attributed to an improvement in the operating results of Berjaya Hotel Colombo, Sri Lanka and Castleton Hotel, London. However, higher operating expenses, higher depreciation charges in certain properties arising from the renovation exercises at these properties and lower ARR for hotel rooms had resulted in BHR's properties incurring a loss before tax of RM1.0 million as compared to a profit before tax of RM3.0 million in the previous financial year.

CLUBS AND RECREATION

Clubs and Recreation Division ("The Clubs")

The Clubs operates five golf clubs and one equestrian club located in the Klang Valley, Nilai, Negri Sembilan, Batu Pahat, Johor and Berjaya Hills, Pahang. Golf and equestrian are the core activities provided by The Clubs supported by other services such as sports facilities, dining outlets as well as banqueting facilities and event space.

The Clubs have a total of 16,975 members as at 30 April 2016, of which 8,969 are golf memberships and 8,006 are non-golf memberships.

During the year under review, Staffield Country Resort was awarded the "Most Improved Golf Course" under the Malaysian Golf Awards organised by ParGolf Magazine and the Malaysian Golf Association. Meanwhile, Bukit Jalil Golf &



Berjaya Langkawi Resort, Kedah.



Berjaya Praslin Resort, Seychelles.

Country Resort was voted as “Malaysia’s Top 3 Most Improved Golf Course” under the Pargolf People’s Choice Award 2016.

For the financial year ended 30 April 2016, The Clubs registered a decrease in revenue to RM65.69 million from RM70.27 million in the previous financial year resulting from the one-off recognition of advance license fee income in the previous financial year and loss incurred from the reassessment of financial instruments in this financial year under review.

Profit before tax declined to RM4.08 million from RM6.58 million in the previous financial year due to lower income recognised from the absence of the group termination exercise in the last financial year and lower subscription fees received from members.

The financial year ending 2017 will remain competitive and challenging for the recreation club industry. With its strong membership base and continuous upgrading exercise, The Clubs are expected to maintain its operating performance.

VACATION TIME SHARE

Berjaya Vacation Clubs Berhad (“BVC”)

Berjaya Vacation Clubs Berhad (“BVC”) operates and manages a vacation timeshare membership scheme which provides and coordinates holiday accommodation packages at holiday resorts in Malaysia. Through its affiliation with Resort Condominiums International, BVC also offers accommodation packages at more than 4,000 resorts in over 100 countries spanning across Asia, Europe, Middle East and Africa.

For the financial year ended 30 April 2016, BVC reported a slight decrease in revenue to RM10.62 million from RM10.78 million registered in the previous financial year mainly due to lesser bookings made by members for affiliated hotels, which consequently reduced surcharges.

Operating profit decreased to RM3.78 million from RM4.49 million in the previous financial year due to the reduction in the recognition of advance license fee from the termination of delinquent memberships.

The timeshare industry in Malaysia has generally reached its maturity stage with no major changes or new players coming into the industry. Barring any unforeseen circumstances, BVC is expected to maintain its operating performance.

PROPERTY DEVELOPMENT

The financial year under review was challenging as the property market was softened due to the impact from the implementation of the GST, the Government’s various cooling measures to curb a speculative market, declining crude oil prices and weakening of the Malaysian Ringgit against the US Dollar.

Despite these challenges, the Property Development Division (“PD Division”) remained resilient and focused on managing its projects in hand and intensified its efforts to market its balance stock as well as planned for future launches.

The PD Division registered an 11.26% increase in revenue from RM232 million in the previous financial year to RM258 million in the financial year under review due to higher progress billings for works carried out for “locked-in” sales secured in previous years. The projects in Bukit Jalil, namely



Staffield Country Resort, Negeri Sembilan.



The Chateau Spa & Organic Wellness Resort, Berjaya Hills, Pahang.

MANAGEMENT DISCUSSION & ANALYSIS



Interior of The Link 2, Bukit Jalil, Kuala Lumpur.



Public lounge at the Ritz-Carlton Residences, Kuala Lumpur.

KM1 East and The Link 2 remain as the mainstream revenue earner for the PD Division. Akasia, the PD Division's first "Build Then Sell" medium cost apartment at Berjaya Park, Shah Alam also contributed to the growth in revenue. The PD Division also divested some land held for development for capital gains.

Corresponding to the increase in revenue, the PD Division reported an increase in pre-tax profit to RM38.7 million from RM21.6 million in the previous financial year, mainly attributed to the capital gains realised from the disposal of land held for development. Profit after tax for the financial year under review increased to RM66.6 million from RM43.9 million in the previous financial year.

During the year under review, the PD Division's first commercial project comprising corporate suites at Menara Bangkok Bank, Berjaya Central Park was successfully completed on schedule and handed over to purchasers in June 2015. Menara Bangkok Bank is a block of Grade A premium offices with green building certification by Singapore's BCA Green Mark Gold Certification, with state-of-the-art security features, an intelligent building management system, size flexibility to suit individual business needs, and centrally located in Kuala Lumpur's Central Business District. It has achieved 92% sales with total sales value of RM514 million as at 30 April 2016. Many units that were handed over to purchasers have since been occupied including a leading general insurance company, which is one of the major occupiers.

At Berjaya Central Park's second tower block, The Ritz-Carlton Residences Kuala Lumpur will house 228 units of exclusive, luxurious and prestigious residence suites. Construction work is at advance stage of 82% development and is targeted to be completed in the first quarter of 2017. The units with built up ranging from 1,023 square feet to 4,284 square feet will be uniquely fitted with interior design concepts by Peter Silling

& Associates, a renowned multiple-award winning specialty interior design firm and designer of several international brand hotels in Europe and Asia. Upon completion, the project will be managed to the exceptional standard of the Ritz-Carlton brand, a world renowned hospitality brand with reputation for the finest management and impeccable service. Various marketing programmes are underway to unveil and showcase the units in the third quarter of 2016.

The year in review saw the completion of KM1 East at Bukit Jalil, comprising one block of 154 units of high-rise and one block of 24 units of low-rise luxurious condominium units. The project has achieved over 95% sales as at 30 April 2016 with a total sales value of RM229 million. The completed units were progressively delivered to purchasers in the first quarter of 2016.

Currently in the planning process is a high-end luxurious condominium project, KM2 at Bukit Jalil which will feature four blocks of 22-storey and 33-storey condominiums totaling 1,500 units, is projected to be launched by the first quarter of 2019.

Construction work for Phase 1 of The Link 2, Bukit Jalil is at a progressive stage with more than 40% works completed. The Link 2 is a mixed development comprising shop offices, street mall commercial lots and residences. As of 30 April 2016, the project has generated a total sales value of RM431 million.

Phase 2 of The Link 2 is scheduled for launch in the first quarter of 2017, featuring 16 units of 4-storey and 6-storey shops, 252 units of retail outlets spread on a 5-level street mall and 3 blocks of service apartment suites with a total of 1,061 units comprising 2-bedroom and 3-bedroom types. The total gross development value ("GDV") for this project is estimated at RM857 million.

Over in Seputeh Heights, Kuala Lumpur, the Ajani, an exclusive high-end semi-detached development featuring 42 units of 3½-storey freehold villas is scheduled to be unveiled by the first quarter of 2017. The PD Division is anticipating a GDV of RM254 million from this project.

In line with the Government's effort in addressing the demand for affordable housing projects for young adults, Lanai Residences @ Bukit Jalil, Kuala Lumpur comprising 648 units of 3-bedroom units priced at RM300,000 per unit is scheduled for launch by the third quarter of 2016 with a total estimated GDV of RM194 million.

Up north in Penang Island, Phase 1 of Jesselton Villas, Kensington Gardens showcases 69 units of bungalow lots with sizes ranging from 5,995 to 9,634 square feet priced averagely at RM674 per square feet. As at 30 April 2016, more than 55% of the total units have been sold, securing a total sales value of RM171 million. Construction works have commenced and the project is anticipated to be completed by the middle of 2017.

The PD Division is also planning an affordable homes project within Jesselton Villas. Mutiara Jesselton will comprise 500 units of apartments and is targeted to be launched by the third quarter of 2016. This project will generate a GDV of RM171 million.

Overseas, the luxurious Four Seasons Hotel and Hotel Residences project in Kyoto, Japan is scheduled for opening in October 2016. The main structure works of the buildings have been fully completed, and works for the interior design are on-going. The project features 123 hotel rooms and 57 luxurious private residences with a fine blend of Japanese heritage and elegance.

In China, the fully sold Northern Phase of OE Waterfront was handed over to purchasers on 30 September 2015.

OE Waterfront is the PD's third residential development in Yanjiao, Hebei Province, People's Republic of China since its incorporation in November 2000. The other earlier projects were the French Village (completed in 2004) and OE Garden (completed in 2008). OE Waterfront was developed in 2 phases, with the Northern Phase comprising 3 blocks with 764 units and Southern Phase comprising 3 blocks with 731 units. OE Waterfront is located next to the famous Chaobai River on the east and the main boulevard of YanJiao on the west and is one of the most sought-after projects in the area with low density, spacious garden spaces, convenient amenities and easy access. The project generated a total sales value of RMB1.7 billion.

The PD Division is conscious that the year ahead will bring its fair share of challenges for the local property market due to the slower economic momentum, cautious bank lending practices, increasing supply of new properties and rising competition among developers. Against this backdrop, the PD Division is cautiously optimistic that its development projects in the much sought-after locations of Bukit Jalil and around the Klang Valley will continue to enjoy sustained interest and contribute positively to its revenue. The Division will strive to achieve better operational excellence and financial prudence while focusing its efforts on sustainability and innovation in meeting market demand.

PROPERTY INVESTMENT

The Property Investment Division ("PI Division") owns 4 commercial properties comprising Plaza Berjaya, Kuala Lumpur; Wisma Cosway, Kuala Lumpur; Kota Raya Complex, Kuala Lumpur and Berjaya Megamall, Kuantan. Collectively, these properties achieved an average occupancy rate of 91% during the financial year under review as compared to 90% in the previous financial year.



OE Waterfront, Hebei Province, People's Republic of China.



Artist's impression of the lobby of the Four Seasons Hotel and Residences Kyoto, Japan.

MANAGEMENT DISCUSSION & ANALYSIS



A lotto outlet in the Philippines.

The PI Division registered a marginal decline in revenue to RM39.1 million from RM39.6 million in the previous financial year primarily attributed to the lower occupancy rate at Kota Raya Complex, Kuala Lumpur. Profit before tax declined 10.2% to RM23.6 million from RM26.2 million recorded in the previous financial year due to lower revenue as a result of lower rental income from its commercial complexes and revaluation of the investment properties.

The Group's complexes in Kuala Lumpur are expected to remain resilient despite stiff competition from the growing number of complexes in the Klang Valley. With strategic locations within the city centre of Kuala Lumpur and easy accessibility, the Group's complexes will continue to perform well.

GAMING

The toto betting and related activities business segment of the Group is operated via Berjaya Sports Toto Berhad ("BToto"). BToto is principally engaged in the operations of toto betting, leasing of on-line lottery equipment, and the manufacture and distribution of computerized lottery and voting systems.

Malaysia

Sports Toto Malaysia Sdn Bhd ("Sports Toto"), the principal operating subsidiary of BToto, has approximately 680 outlets operating throughout the country, offering 7 games namely Toto 4D, Toto 4D Jackpot, Toto 5D, Toto 6D, Power Toto 6/55, Supreme Toto 6/58 and Grand Toto 6/63 which are drawn three days a week.

For the financial year ended 30 April 2016, Sports Toto recorded revenue of RM3.18 billion compared to the previous year's revenue of RM3.23 billion. The company's revenue for the financial year under review has been stated net of Gaming Tax as well as GST on gaming supply introduced by the Royal Malaysian Customs on 1 April 2015. The decrease of 1.6% in revenue was mainly affected by the implementation of GST on gaming supply for the full twelve months in the financial year ended 30 April 2016, compared to only one month for the financial year ended 30 April 2015. Setting aside the GST impact, the decrease in revenue would be 0.07% compared to the financial year ended 30 April 2015. Sports Toto continued to remain as the market leader among all the Number Forecast Operators ("NFO") in the country in terms of total revenue for the financial year under review.

Sports Toto's pre-tax profit decreased by 13.0% to RM415.1 million compared to RM477.2 million in the previous financial year. The lower profit before tax was mainly due to higher prize payout as well as a full twelve-month GST impact in the financial year under review compared to a one-month GST impact in the financial year ended 30 April 2015.

Profit after tax decreased by 11.7% to RM298.5 million compared to RM338.1 million in the previous financial year. The lower profit after tax margin of 9.4% compared to 10.5% in the previous financial year was mainly due to higher prize payout as well as a full twelve-month GST impact in the financial year under review, compared to a one-month GST impact in the financial year ended 30 April 2015.

With the impact of the GST, increasing illegal gaming activities and the rising costs resulting from difficult economic conditions which continue to dampen consumer spending, the Directors expect the NFO business to be challenging in the financial year ending 30 April 2017. However, it is expected that Sports Toto will continue to maintain its market share in the NFO sector.

The Philippines

BToto operates in the Philippines through its subsidiary Berjaya Philippines Inc. ("BPI") which is listed on the Philippine Stock Exchange. BPI's wholly-owned subsidiary, Philippine Gaming Management Corporation ("PGMC") operates the business of leasing online lottery equipment and providing software support in the Luzon Region to the Philippine Charity Sweepstakes Office ("PCSO"), a Philippine government agency responsible for lotteries and sweepstakes.

PGMC recorded revenue of Peso1.58 billion, a decrease of 1.9% from Peso1.61 billion in the previous financial year due to a net decrease in lease rental income as a result of a revision of equipment lease rate in the Equipment Lease Agreement which was renewed via a Supplemental Agreement signed on 13 August 2015. It is envisaged that the lease rental income will grow in tandem with the growth in sales from the number forecast games in play.

PGMC's pre-tax profit decreased by 10.7% to Peso856.5 million compared to Peso958.7 million in the previous financial year mainly due to lower lease rental income earned as well as higher operating expenses incurred during the financial year under review.

Having attained an economic growth of 5.8% in 2015, the Philippines remained a strong performer in the region. Its economic growth is likely to remain strong and is projected to accelerate to 6.4% in 2016, driven by favourable domestic factors in spite of a weak global market.

Moving forward, PGMC is expected to introduce new games to create more excitement for the betting customers and increase the frequency of betting draws to boost sales volume. PGMC is also looking into increasing its lotto outlet network in the Luzon area to provide more venues for the sale of betting tickets.

The United States of America

In the United States, International Lottery & Totalizator Systems, Inc. ("ILTS") provides computerised wagering equipment and systems to the online lottery and pari-mutuel racing industries worldwide. ILTS owns a voting business segment operated through Unisyn Voting Solutions, Inc. ("Unisyn") which develops and markets the OpenElect® digital optical scan election system to election jurisdictions. The OpenElect® election system is the only digital optical scan voting system built with Java on a streamlined and hardened Linux platform, and Unisyn became the first U.S. voting company to receive, in January 2010, the U.S. 2005 Voluntary Voting System Guidelines ("VVSG") certification from the United States Election Assistance Commission ("EAC") for its OpenElect® election system.

For the financial year ended 30 April 2016, ILTS recorded a higher revenue, and also profit before tax of USD3.4 million compared to loss before tax of USD1.2 million in the previous financial year, mainly due to increased contract sales in the voting segment and increased spare parts orders from both the gaming and voting segments.

ILTS will continue to explore new and emerging technologies based on the current industry developments with the intention of increasing its market share and improving competitiveness, as well as exploring new markets where ILTS' core competencies can be applied.

One of ILTS' corporate strategies is to pursue growth through strategic alliances to gain access to new and tactically important geographical locations and business opportunities, and capitalise on existing business relationships.

Vietnam

Berjaya Gia Thinh Investment Technology Joint Stock Company ("Berjaya GTI") officially launched its lottery operation in Ho Chi Minh City, Vietnam on 18 July 2016 with the introduction of its first game, Mega 6/45 Lotto Jackpot Game. Approximately 10,000 point of sale terminals are planned nationwide within the next 5 years. With this launch, the Group hopes the Mega 6/45 Lotto Jackpot Game with a minimum VND12 billion jackpot will excite a new generation of Vietnamese lottery players as well as create a more convenient lottery solution for existing players.

The Hanoi Department of Planning and Investment had issued the Investment Registration Certificate to BCorp and Vietnam Computerized Lottery One Member Limited Liability Company to certify an exclusive 18-year contract awarded to invest in and operate a nationwide computerized lottery in Vietnam which will cost approximately USD210.58 million over 18 years. The lottery operation is carried out by Berjaya GTI, which is 51% owned by Berjaya Lottery Vietnam Limited ("BLV"), a company incorporated in Labuan. BLV is 80% owned by BCorp and 20% owned by BToto.



A computerized lottery outlet in Vietnam.



The H.R. Owen Bugatti showroom in Mayfair, London.



The Chana Era Star II Single Cab (right) and Double Cab.

MOTOR TRADING AND DISTRIBUTION

H.R. Owen Plc. (“H.R. Owen”)

In the United Kingdom, H.R. Owen is a luxury motor retailer which operates a number of vehicle dealerships in the prestige and specialist car market for both sales and after-sales, predominantly in London.

For the financial year ended 30 April 2016, H.R. Owen recorded revenue of £355.6 million compared to £349.8 million in the previous financial year, mainly due to an increase in the number of new and pre-owned prestige cars sold as well as after-sales service hours rendered.

H.R. Owen’s pre-tax profit for the financial year under review was lower at £1.6 million compared to £4.0 million in the previous financial year, mainly due to higher operating expenses incurred arising from more showrooms for its luxury and prestige car dealerships and purchase of additional facilities during the financial year under review.

Sales started well for the current financial year and should continue throughout the remainder of the year ending 30 April 2017. The results for 2017 are expected to moderately improve as the manufacturer cycles continue to see encouraging improvement.

Berjaya China Motor Sdn Bhd (“BCM”)

BCM is involved in importing, distributing, retailing and providing after-sales service for Changan, Jinbei, Dongfeng Sokon (DFSK) and Foton Motor Group (FMG) View vehicles in Malaysia.

Riding on the success of the Chana Era Star pick-up truck model launched in 2011, BCM introduced three new models, namely the Chana Era Star II Single Cab, Chana Era Star II Double Cab and DFSK KOIH to strengthen its position as having the most popular Chinese brand light truck below two and a half tonnes gross vehicle weight in the Malaysian market.

BCM also launched the Chana Era Star II two-seater Panel Van and five-seater Semi Panel Van, and the View C2 eleven-seater Window Van to further expand its leading position in the Chinese Brand market.

BCM recorded a revenue of RM31.5 million for the financial year ended 30 April 2016 compared to RM36.1 million in the previous financial year mainly due to the decrease in the number of new vehicle sales in the financial year under review. Profit before tax for the financial year under review increased by 19% to RM2.9 million from RM2.6 million in the previous financial year mainly attributed to gain from higher provision being written back during this financial year.

BCM is expected to face challenging competition in the domestic market due to uncertainties in the local and global economies, softening market conditions affected by consumer sentiment and tighter lending policies by the financial institutions. However, the newly launched models are projected to contribute positively to the BCM revenue.

BCM will continue to introduce new models to capture new market segments by leveraging on the support given by the Principal Manufacturers in China. BCM will also expand its sales and service network to cover all major cities in Malaysia in order to provide better customer service and achieve better customer satisfaction.

EDUCATION

Berjaya Higher Education Sdn Bhd (“BHE”)

BHE which operates the Berjaya University College of Hospitality (“Berjaya UCH”), commenced operations in January 2009. For a young niche university college, Berjaya UCH has created a strong awareness in the local market and is one of the prominent industry players especially in the Culinary and Hospitality courses.

BHE’s revenue increased by 6% to RM24.3 million in the financial year under review from RM22.9 million in the previous financial year, mainly due to the higher student enrolment recorded for its vocational programmes. BHE’s loss before tax was reduced by 9.11% from RM7.4 million in the previous financial year to RM6.8 million in the financial year under review mainly due to cost savings resulting from better management of its resources and stringent controls in the awarding of its scholarships.

Moving forward, BHE will continue to focus on enhancing its marketing strategies to increase its market share by capturing a large share of local and international markets. BHE will also continue to improve its systems, business processes, and policies in its efforts to achieve academic quality excellence in line with the standards set by the Malaysian Qualifications Agency for Malaysian institutions of higher education.

FOOD & BEVERAGE

Berjaya Starbucks Coffee Company Sdn Bhd (“BStarbucks”)

BStarbucks is in the business of providing high-quality whole bean coffees, along with fresh, rich-brewed coffees,

Italian-style espresso beverages, cold blended beverages, a variety of pastries and confections, coffee-related equipment and accessories, and a selection of premium teas. As at 30 April 2016, BStarbucks has 215 stores across Malaysia.

For the financial year ended 30 April 2016, BStarbucks recorded a revenue growth of 16.85% to RM404.9 million from RM346.5 million in the previous financial year. The increase in revenue was mainly attributed to its rapid retail store expansion where the number of stores increased from 193 stores to 215 stores.

The introduction of new beverages and various marketing promotions on different platforms were put in place to continue capturing public interest towards Starbucks products. The Starbucks Card Programme recorded a strong card transaction usage of 46%, contributing a total of RM217.6 million to BStarbucks’ revenue as compared to the previous financial year of RM153.6 million. As at 30 April 2016, there were a total of 1.35 million registered My Starbucks Rewards members and a total of 4.2 million Starbucks Cards in active circulation nationwide.

Despite the higher operating costs and cautious consumer spending sentiment, BStarbucks registered a higher profit before tax of RM54.4 million for the financial year under review as compared to RM52.6 million in the previous financial year. The increase in profit before tax was attributed to its ongoing attractive promotional campaigns and cost management strategy.

BStarbucks will continue to strive for higher growth by targeting to open another 25 new stores in the financial year 2017. BStarbucks will continue to improve its menu offerings with more innovative food and beverage products to resonate with customer demand. The Starbucks Card will also remain a main focus of BStarbucks through the introduction of



Berjaya UCH offers Diploma in Patisserie as one of its courses.



Starbucks in KLIA’s Contact Pier has a magnificent pillar displaying the Malaysia Collector’s Series of coffee mugs featuring all the states in Malaysia.



Starbucks Drive-Thru store in Beribi, Brunei.



KRR's Take It Home Feast.

innovative card designs and reward programmes to drive brand loyalty and spending frequency. In addition, BStarbucks will continue to leverage on mobile applications and social media to increase brand affiliation and connectivity with customers.

Berjaya Food Supreme Sdn Bhd (“BFS”)

BFS was incorporated in Brunei on 24 September 2013. It is 80% owned by Berjaya Food (International) Sdn Bhd and is principally engaged in the operation of Starbucks retail stores in Brunei. The first Starbucks retail store in Brunei was opened in Mabohai Shopping Complex on 16 February 2014. To date, BFS has 4 Starbucks stores including one drive-thru concept store.

For the financial year ended 30 April 2016, BFS’ revenue increased to RM7.8 million from RM6.9 million in the previous financial year mainly due to the opening its fourth store at Kuala Belait and the effective execution of various marketing programmes.

Profit before tax decreased to RM578,000 from RM975,000 in the previous financial year mainly due to higher occupancy cost as a result of the full rent consolidation of the fourth new store with higher seating space capacity, and the additional depreciation charge on capital expenditure incurred for the adoption of the innovative design in the newly opened store.

Moving forward, BFS will focus on sales growth, continue with its store expansion plan and introduce innovative food and beverage product offerings to strengthen the Starbucks brand position in Brunei.

Berjaya Roasters (M) Sdn Bhd (“BROASTERS”)

BROasters is a wholly-owned subsidiary of Berjaya Food Berhad (“BFood”). Incorporated in 1994, BROasters is the master franchisee for the Kenny Rogers Roasters (“KRR”) chain of restaurants in Malaysia. As at 30 April 2016, there are a total of 100 KRR restaurants across Malaysia.

For the financial year ended 30 April 2016, BROasters’ revenue decreased to RM91.9 million from RM101.9 million in the previous financial year, mainly attributed to weak consumer spending sentiment as a result of the uncertain economic climate and the impact from the implementation of the GST.

BROasters’ profit before tax decreased to RM2.5 million from RM9.5 million in the previous financial year mainly due to lower sales transactions recorded, higher rental expenses, higher raw material costs and higher operating costs.

BROasters will introduce a new range of products and enticing menu offerings, as well as capitalise on its KRR Reload Card Loyalty Programme to encourage consumer spending. The company will also review its operational efficiency for business sustainability and to remain competitive in the ever challenging food and beverage industry. BROasters will continue to leverage on online marketing and digital media advertising to increase its brand awareness among teenagers and young working adults.

PT Boga Lestari Sentosa (“PT Boga”)

PT Boga was incorporated in Indonesia in June 2006 to manage the development and operation of the KRR chain of restaurants in Java Island. As at 30 April 2016, there are 23 KRR restaurants in Indonesia.

For the financial year under review, PT Boga registered a decrease in revenue to RM12.3 million from RM13.3 million in the previous financial year mainly due to the closure of five restaurants during the year under review.

PT Boga’s loss before tax decreased by 46.9% to RM7.6 million as compared to the RM14.3 million loss before tax recorded in the previous financial year. The improvement was mainly due to lower operating costs resulting from the closure of non-performing stores during the financial year under review.

Moving forward, PT Boga will focus on increasing sales by having more joint promotions and strategic collaborations with main telecommunication companies, established banks and corporations in Indonesia as well as introducing a variety of new food products to suit the local market.

Kenny Rogers Roasters Catering (Shenzhen) Company Limited (“KRR SZ”)

KRR SZ was established in March 2011 and is principally involved in the development and operation of the Kenny Rogers Roasters (“KRR”) chain of restaurants in China. Its head office is located in Futian District in Shenzhen. As at 30 April 2016, KRR SZ owns and operates 8 KRR restaurants in China.

For the financial year under review, KRR SZ recorded a 12.73% increase in revenue from the previous financial year,

mainly due to the additional sales recorded from its 4 new KRR restaurants in the financial year 2016. KRR SZ registered a loss before tax of RMB21.23 million in the financial year under review compared to RMB15.23 million in the previous financial year. The higher loss before tax was mainly attributable to the decrease in sales across its restaurant chains as a result of slow traffic to the malls due to weaker consumer sentiment.

With the launch of the KRR VIP Card in August 2015, KRR SZ managed to attain a total of 6,016 VIP members as at 30 April 2016. Through the VIP membership communications channel, KRR SZ has communicated various new menu offerings and promotions to these VIP Card members to entice them for repeat business.

As China continues its dynamic growth into the next decade, the Chinese will enjoy higher income and an improved lifestyle. Western casual dining is becoming more popular and has great potential in this market. KRR SZ will continue to focus on providing good food and a memorable dining experience to its customers, establishing itself as a leading Western casual dining brand in China. KRR SZ intends to achieve this by regularly enhancing its menu offerings, continuously improving its service quality and building the KRR brand through the available marketing and media platforms.

Roasters Asia Pacific (Hong Kong) Limited (“RAP”)

RAP holds the worldwide franchise rights of the KRR brand through its subsidiary, KRR International Corp.

For the financial year ended 30 April 2016, RAP’s revenue decreased by 3.2% compared with the previous financial year. Its operating loss was reduced by 21.2% mainly due to the decrease in its marketing and branding expenses. As at 30 April 2016, there were 198 KRR stores operating worldwide as compared to 190 KRR stores in 2015.



KRR restaurant at Longhu Paradise Walk, Hangzhou, China.



KRR's Signature Quarter Chicken Meal.

MANAGEMENT DISCUSSION & ANALYSIS

Over the years, RAP was able to find a niche market within the food and beverage industry, and it is within this niche market that RAP will continue to increase its brand presence and remain competitive. Moving forward, RAP will continue to expand its store growth by exploring new store openings within its current market territories and in countries such as Myanmar and Thailand.

Jollibean Foods Pte Ltd (“Jollibean Foods”)

Jollibean Foods holds the sole and exclusive worldwide rights to develop, operate and manage all outlets, stalls and kiosks under the brand name of “Jollibean”, “Sushi Deli”, and “Kopi Alley”. As at 30 April 2016, Jollibean Foods has 47 outlets in Singapore.

For the financial year ended 30 April 2016, Jollibean Foods registered a revenue of RM36.7 million compared to RM38.4 million in the previous financial year, mainly due to the closure of its key outlets in the shopping malls which underwent upgrading programmes, coupled with less than satisfactory performance of its newly opened outlets and the generally weak consumer spending sentiment in Singapore.

Jollibean Foods recorded a net loss before tax of RM2.4 million compared to a net loss before tax of RM206,000 in the previous financial year mainly due to lower sales, new outlets with higher rental not achieving the minimum sales projection, rising manpower costs, higher depreciation due to capital expenditure on new outlets and impairment loss from its investment in a subsidiary in Malaysia.

As part of its business growth plan, Jollibean Foods will identify strategic locations for new retail markets as well as review its operations and administrative procedures to reduce its operating and administrative costs. In addition, the company will continue to strengthen its brand name via extensive social media and digital marketing channels to penetrate a wider group of consumers, particularly the younger generation and working adults.

Wen Berjaya Sdn Bhd (“Wen Berjaya”)

Wen Berjaya Sdn Bhd opened its first restaurant in Sunway Pyramid on 5 April 2008. Since then, Wen Berjaya has opened a total of 7 stores in the Klang Valley.

For the financial year ended 30 April 2016, Wen Berjaya recorded a revenue of RM14.6 million, an increase of 14.7% compared to RM12.8 million in the previous financial year.

During the financial year under review, Wen Berjaya launched many marketing campaigns with value-added enticing offers to counter the effects of the implementation of the GST and cautious consumer spending. Response towards these campaigns was encouraging and contributed up to 30% of sales.

Among the promotional menu items introduced during the year were all-time favourites such as Dave’s Hot & Juicy with Curly Fries Combo, Mushroom Melt (Chicken/Beef) Combo, and Chicken Sizzler Burger Combo with Criss-Cut Fries, while the festive season offerings included the Quarter Chicken with Percik Sauce with as many as 8 different sides during the Ramadhan period as well as the new Fish Sandwich during Chinese New Year.



Jollibean’s seasonal offer.



Dato' Sri Robin Tan (standing centre) with Wendy's staff at the opening of the Wendy's outlet in Berjaya Times Square, Kuala Lumpur.

Moving into the financial year 2017, Wen Berjaya will launch more localised products which also have lower cost of goods, as well as continue to strengthen its position and brand awareness through more creative and cost-effective promotional channels.

Berjaya Papa John's Pizza Sdn Bhd ("BPJP")

For the financial year ended 30 April 2016, BPJP's revenue decreased by 24.6% to RM16.1 million from RM21.3 million in the previous financial year. During the financial year under review, BPJP closed 14 of its underperforming stores under its rationalization exercise. BPJP currently operates in 14 locations in the Klang Valley and 2 locations in Ipoh.

BPJP continues to operate in a very challenging environment where stronger pizza chain competitors have a longer history and larger market share. In order to remain competitive in the market, BPJP will continue to focus on aggressive advertising and promotion campaigns, attractive menu offerings, as well as leveraging on online and social media to increase its brand awareness.

ENVIRONMENTAL AND CLEAN TECHNOLOGY SERVICES

KUB-Berjaya Enviro Sdn Bhd ("KBE")

KBE is principally engaged in the treatment of solid waste, involving amongst others, the development, design, construction, operation, management and maintenance of sanitary landfills and construction activities. KBE manages and operates the Bukit Tagar Sanitary Landfill ("BTSL") under a 30-year agreement from the Government.

BTSL currently receives an average of 2,700 tonnes of municipal solid waste ("MSW") per day from Kuala Lumpur and the Selayang district in the state of Selangor.

For the financial year ended 30 April 2016, KBE recorded a decline in revenue by 1.4% to RM47.2 million against the RM47.9 million recorded in the previous financial year mainly due to lower waste tonnage received.

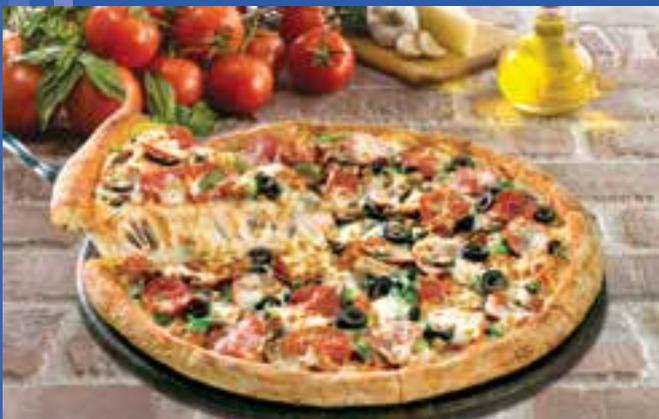
Profit before tax increased to RM18.7 million compared to RM17.3 million in the previous financial year mainly due to reversal of impairment for amount due from a subsidiary recognised in the preceding year.

Moving forward, KBE will continue to focus on securing more private waste customers to increase waste volume, improving on operational efficiency to achieve higher profit margin, exploring additional income streams from the existing business, and sourcing for new landfill projects.

KUB-Berjaya Energy Sdn Bhd ("KUB-Energy")

KUB-Energy is a wholly-owned subsidiary of KBE and is involved in the generation and sale of electricity from landfill gas. KUB-Energy commenced its commercial operations on 1 June 2011. The electricity generated is sold to Tenaga Nasional Malaysia ("TNB") under a Feed-in Tariff ("FiT") scheme.

KUB-Energy's Power Generation License was granted by Suruhanjaya Tenaga under the Ministry of Energy, Green Technology and Water, while approval for sale of energy to TNB was granted by the Sustainable Energy Development Authority ("SEDA").



Papa John's Super Papa's Pizza.



Bukit Tagar Sanitary Landfill - aerial view of the leachate treatment plant.

MANAGEMENT DISCUSSION & ANALYSIS



KUB-Energy landfill gas engine and gas treatment system.



The Jinben wastewater treatment plant in Sanshui District, Guangdong Province, People's Republic of China.

For the financial year ended 30 April 2016, KUB-Energy reported revenue of RM10.1 million, representing a marginal decrease of 0.4% from RM10.2 million in the previous financial year, mainly attributed to lower volume of electricity generated by the 3.2 MW gas engine due to the unexpected shut-down for the integration of electrical works.

Profit before tax decreased by 33.0% to RM5.4 million from RM8.3 million in the previous financial year mainly due to costs incurred for the scheduled repair and maintenance of the 3.2 MW gas engine and higher repair and maintenance cost for the biogas engines.

KUB-Energy's investment in scheduled waste recycling projects will continue to be part of its global strategy to partake more extensively in the waste management industry. The scheduled waste recycling industry is very promising as over 3 million tons of scheduled wastes are generated annually in Malaysia. The Government has started to implement sustainable waste management policies for scheduled waste, and KUB-Energy is well-positioned to benefit from the industry given its timely entrance in the sector.

Berjaya Green Resources Environmental Engineering (Foshan) Co. Ltd. ("BGREE")

BGREE, a wholly-owned subsidiary of the Group was awarded a 25-year concession to build, operate and transfer a 40 Million Litres Per Day ("MLD") industrial wastewater treatment plant in Jinben Industrial Park, Xinan Sub-District, Sanshui District, Foshan City, Guangdong Province, People's Republic of China. It is the only wastewater treatment facility in Xinan Industrial Park which provides wastewater treatment service to the beverage factories in the area such as Budweiser, Coca-Cola, and Yeo's.

The plant received its Environmental Compliance Certificate and Commercial Operation License on 1 May 2015 with a 24-year concession period from 1 May 2015 to 30 April 2039.

For the financial year ended 30 April 2016, BGREE recorded a revenue of RMB3.4 million as a result of its water treatment plant becoming fully operational. There was no revenue recorded in the preceding financial year as BGREE's plant was still being commissioned then. The revenue recorded was attributed to the payment of wastewater service fees by the Sub-District Government based on the actual effluent treated from May 2015 to December 2015.

BGREE recorded a loss before tax of RM7.4 million due to its high operating costs and non-recognition of an outstanding payment of RMB19.2 million owed by the Sub-District Government. This outstanding payment was unable to be recorded as revenue as it was not verified by the Sub-District Government and a tax invoice could not be issued for the claim.

Moving forward, BGREE will continue to collaborate with the Xinan Sub-District Government on the proposal for treating raw wastewater from large-scale beverage factories and increase the wastewater tariff to RM3.00/m³ from RM1.69/m³. The project is expected to earn substantial profit from year 2017 onwards. BGREE will also continue to assess its potential income sources by adding additional tertiary water treatment systems to produce and supply recycled water to other production plants in the Jinben Industrial Park. This will gradually improve BGREE's net profit/revenue ratio to 20% in the financial year 2017.

DSG Holdings Limited (“DSG Holdings”)

DSG Holdings has three concessions in the People’s Republic of China, comprising a potable water treatment plant and a wastewater treatment plant in Shandong Province and a potable water treatment plant in Anhui Province.

For the financial year under review, DSG Holdings recorded a 14% increase in revenue to RMB116.0 million while profit after tax improved by 10% to RMB33.0 million from RMB30.0 million in the previous year. The increase was mainly due to the significant increase in inter-company sales from RMB6.6 million to RMB23.5 million as a result of the Shandong Shenxiang Construction Company, a wholly owned subsidiary of Eminent Resources (Shandong) Advisory Co Ltd, becoming fully operational and taking over all DSG Holdings’ construction works in China which were previously carried out in collaboration with an external party.

In view of the challenging economic environment faced by industries and developers, DSG Holdings expects its performance to grow marginally in the financial year 2017.

TELECOMMUNICATIONS

REDtone International Berhad (“REDtone”)

REDtone is a leading digital infrastructure and services provider in Malaysia. Incorporated in 1996 and listed on the ACE Market of Bursa Malaysia in 2004, REDtone offers its customers a comprehensive range of services in business areas, which include Telecommunication Services (“TS”), Managed Telecommunications Network Services (“MTNS”), and Industry Digital Solutions (“IDS”).

REDtone recorded a revenue of RM147.7 million for the 11 months financial period ended 30 April 2016. If annualised, REDtone’s revenue would have been RM161.1 million, a 6.8% growth compared to the previous financial year’s revenue of RM150.8 million.

REDtone’s revenue was driven mainly by MTNS and TS through data and voice services for enterprises. The revenue for voice services showed a decline due to competition from Over The Top applications for voice over mobile data while corporate data services reflected an encouraging growth. REDtone continues to make sizeable inroads into the MTNS segment, employing more of its resources in this area, particularly for projects related to building, operating and maintaining RAN infrastructure, large scale WiFi hotspots and fiber optic infrastructure. As for the IDS segment, the data centre revenue continued to show a healthy growth, while revenue derived from the discontinued operations in China contributed about 13% of its total revenue for the financial period under review.

REDtone recorded a loss before tax of RM41.3 million for the 11 months financial period ended 30 April 2016 compared to the profit before tax of RM14.6 million in the previous financial year. The loss before tax was mainly attributable to high project costs spilled over from the prolonged delay in major projects, higher impairment of trade receivables, goodwill, property and plant and equipment in the financial period under review.

Given the current macro-economic outlook and the prevailing weak Malaysian Ringgit, REDtone is of the view that the operating environment for the next financial year 2017 will continue to be challenging. Notwithstanding the macro-economic outlook, REDtone is optimistic that its MTNS segment will show a moderate growth, given the sizeable unbilled projects on hand, while data services revenue is expected to show a positive growth.



Horizontal sedimentation tank of DSG Holdings’ Tian Chang surface water treatment plant.



REDtone won the Frost & Sullivan award for Innovative Smart City Solution Provider of the Year 2016.

CORPORATE STRUCTURE

of main subsidiaries, associated companies and joint ventures as at 8 August 2016

BERJAYA CORPORATION BERHAD

CONSUMER MARKETING, DIRECT SELLING & RETAIL, AND MOTOR DISTRIBUTION

100%	Cosway (M) Sdn Bhd
100%	eCosway.com Sdn Bhd
100%	Cosway (HK) Ltd
70%	Cosway (Guangzhou) Cosmetic Manufacture Co. Ltd
100%	Vmart (Tianjin) Trading Co Limited
100%	Country Farms Sdn Bhd
100%	Kimia Suchi Sdn Bhd
100%	Berjaya Books Sdn Bhd
* Borders Bookstores	
51%	Mothers en Vogue Sdn Bhd
100%	Mothers en Vogue Pte Ltd
72.03%	H.R. Owen Plc, United Kingdom
70%	Berjaya China Motor Sdn Bhd
68.82%	Changan Berjaya Auto Sdn Bhd
85%	Berjaya Brilliance Auto Sdn Bhd
51%	Boxit Holdings Sdn Bhd
+	
26.69%	Atlan Holdings Bhd
35%	Berjaya Auto Philippines Inc

ENVIRONMENTAL SERVICES, INVESTMENT HOLDING & OTHERS

100%	Berjaya Group (Cayman) Limited
100%	Berjaya Engineering & Construction (HK) Limited
60%	KUB-Berjaya Enviro Sdn Bhd
100%	KUB-Berjaya Energy Sdn Bhd
60%	Amita KUB-Berjaya Kitar Sdn Bhd
100%	Berjaya Green Resources Environmental Engineering (Foshan) Co. Ltd
100%	Berjaya Engineering Construction Sdn Bhd
85%	DSG Holdings Limited
100%	AWF Limited
100%	Berjaya Registration Services Sdn Bhd
100%	BLOYalty Sdn Bhd
71.7%	Berjaya Higher Education Sdn Bhd
* Berjaya University College of Hospitality	
69.84%	Graphic Press Group Sdn Bhd
+	
51.72%	Redtone International Berhad
39.1%	Taiga Building Products Ltd, Canada
+	
13.27%	Berjaya Media Berhad
+	
28.38%	Informatics Education Limited, Singapore

FOOD & BEVERAGE

100%	Wen Berjaya Sdn Bhd
• Wendy's Restaurants, Malaysia	
100%	Roasters Asia Pacific (HK) Limited
100%	Kenny Rogers Roasters Catering (Shenzhen) Company Ltd
• Kenny Rogers Roasters Restaurants, People's Republic of China	
100%	Berjaya Papa John's Pizza Sdn Bhd
• Papa John's Pizza Restaurants, Malaysia	
+	
70%	Berjaya Pizza (Philippines) Inc.
• Papa John's Pizza Restaurants, Philippines	
70%	Berjaya Krispy Kreme Doughnuts Sdn Bhd
100%	RU Cafe Sdn Bhd
100%	Berjaya HR Cafe Limited, South Korea
• Hard Rock Cafe, Seoul and Busan, South Korea	
42.98%	Berjaya Food Berhad
100%	Berjaya Roasters (M) Sdn Bhd
• Kenny Rogers Roasters Restaurants, Malaysia	
51%	PT Boga Lestari Sentosa
• Kenny Rogers Roasters Restaurants, Indonesia	
70%	Berjaya Roasters (Cambodia) Ltd
• Kenny Rogers Roasters Restaurants, Cambodia	
100%	Berjaya Starbucks Coffee Company Sdn Bhd
• Starbucks Cafes, Malaysia	
80%	Berjaya Food Supreme Sdn Bhd
• Starbucks Cafes, Brunei	
100%	Jollibean Foods Pte Ltd
100%	Berjaya Jollibean (M) Sdn Bhd

FINANCIAL SERVICES AND GAMING & LOTTERY MANAGEMENT

+	
100%	Berjaya Capital Berhad
91.5%	Inter-Pacific Capital Sdn Bhd
100%	Inter-Pacific Securities Sdn Bhd
100%	Inter-Pacific Asset Management Sdn Bhd
49%	SaigonBank Berjaya Securities Joint Stock Company
100%	Prime Credit Leasing Sdn Bhd
30%	Berjaya Sampo Insurance Berhad
30%	Chailease Berjaya Credit Sdn Bhd
+	
100%	Berjaya International Casino Management (Seychelles) Limited
+	
48.99%	Berjaya Sports Toto Berhad
100%	Sports Toto Malaysia Sdn Bhd
100%	International Lottery & Totalizator Systems, Inc, USA
100%	Unisyn Voting Solutions, Inc., USA
+	
88.26%	Berjaya Philippines Inc
100%	Philippine Gaming Management Corporation
51%	Berjaya Gia Thinh Investment Technology Joint Stock Company

BERJAYA CORPORATION BERHAD

HOTELS, RESORTS,
VACATION TIMESHARE
AND RECREATION**100%** BTS Hotel Sdn Bhd

- Berjaya Times Square Hotel, Kuala Lumpur

100% ANSA Hotel KL Sdn Bhd (f.k.a Absolute Prestige Sdn Bhd)

- ANSA Kuala Lumpur

100% Berjaya Vacation Club Berhad**100%** Georgetown City Hotel Sdn Bhd

- Georgetown City Hotel, Penang

100% Berjaya Vacation Club (Cayman) Limited

- Berjaya Eden Park Hotel, London, United Kingdom

100% BHR (Cayman) Limited

- The Castleton Hotel, London, United Kingdom

100% Berjaya Langkawi Beach Resort Sdn Bhd

- Berjaya Langkawi Resort, Kedah

99.5% The Taaras Beach & Spa Resort (Redang) Sdn Bhd

- The Taaras Beach & Spa Resort, Redang Island, Terengganu
- Redang Island Resort, Terengganu

86.25% Tioman Island Resort Berhad

- Berjaya Tioman Resort, Pahang
- Tioman Island Resort, Pahang

100% Berjaya Beau Vallon Bay Beach Resort Limited

- Berjaya Beau Vallon Bay Resort & Casino, Seychelles

100% Berjaya Praslin Limited

- Berjaya Praslin Resort, Seychelles

92.6% Berjaya Mount Royal Beach Hotel Limited

- Berjaya Hotel Colombo, Sri Lanka

50% Berjaya Hotay Joint Venture Company Limited

- Sheraton Hanoi Hotel, Hanoi, Vietnam

75% T.P.C. Nghi Tam Village Limited

- InterContinental Hanoi Westlake, Hanoi, Vietnam

70% Berjaya Long Beach Limited Liability Company

- Long Beach Resort, Phu Quoc Island, Vietnam

100% Perdana Hotel Philippines Inc

- Berjaya Makati Hotel, Makati, Philippines

100% Kyoto Higashiyama Hospitality Assets TMK

- Four Seasons Hotel and Hotel Residences, Kyoto, Japan

100% Bukit Kiara Resort Berhad

- Bukit Kiara Equestrian & Country Resort, KL

100% KDE Recreation Berhad

- Kelab Darul Ehsan, Selangor

100% Berjaya Hills Berhad

- Berjaya Hills Golf & Country Club, Pahang
- Colmar Tropicale, Berjaya Hills, Pahang
- Chateau Spa & Organic Wellness Resort, Berjaya Hills, Pahang

80% Staffield Country Resort Berhad

- Staffield Country Resort, Negeri Sembilan

100% Indah Corporation Berhad

- Bukit Banang Golf & Country Club, Batu Pahat, Johor

100% Berjaya Air Sdn BhdPROPERTY INVESTMENT
& DEVELOPMENT**100%** Berjaya Golf Resort Berhad

- Bukit Jalil Golf & Country Resort, KL
- Arena Green Apartments, KL
- Greenfields Apartments, KL
- Green Avenue Condominiums, KL
- Savanna Condominiums, KL
- Savanna 2, KL
- Covillea, KL
- Jalil Link @ Bukit Jalil, KL
- KM1 West Condominiums, KL
- KM1 East Condominiums, KL
- The Link 2, KL

100% BerjayaCity Sdn Bhd

- Oil Palm Plantation

100% Wangsa Tegap Sdn Bhd

- Menara Bangkok Bank @ Berjaya Central Park, Jalan Sultan Ismail
- Riiz-Carlton Residences @ Berjaya Central Park, Jalan Sultan Ismail

100% Berjaya Sanhe Real Estate Development Co Ltd

- French Village, Hebei Province, People's Republic of China
- Les OE Residence, Hebei Province, People's Republic of China

71.38% Berjaya Land Berhad**100%** Taman TAR Development Sdn Bhd

- The Peak @ Taman TAR, Ampang, Selangor

100% Berjaya Tagar Sdn Bhd (f.k.a Selat Makmur Sdn Bhd)

- Seputeh Heights, KL
- Vasana 25, KL
- Subang Heights, Shah Alam, Selangor

80% Pakar Angsana Sdn Bhd

- Berjaya Park, Shah Alam, Selangor

100% Sri Panglima Sdn Bhd

- Taman Kinrara IV, Puchong, KL

100% Berjaya Land Development Sdn Bhd

- Kelang Lama New Business Center, KL
- Gemilang Indah Apartments, KL
- Medan Indah, Kota Tinggi, Johor
- Taman UPC, Ayer Hitam, Johor
- Bandar Banang Jaya, Batu Pahat, Johor
- Robson Condominiums, KL
- Jesselton Villas, Penang

100% Securiservices Sdn Bhd

- 1 Petaling Residences & Commerz @ Sg. Besi, KL
- Petaling Indah Condominiums, KL
- 3-Storey Shop Office @ Sg. Besi, KL

100% Klasik Mewah Sdn Bhd

- Sri Indah Court, Johor Bahru

80% Berjaya-Handico 12 Co. Ltd

- Ha Noi Garden City, Hanoi, Vietnam

100% Berjaya Vietnam Financial Center Limited

- Vietnam Financial Center, Ho Chi Minh City, Vietnam

75% Berjaya-D2D Company Limited

- Bien Hoa City Square, Dong Nai Province, Vietnam

100% Berjaya VIUT Ltd

- Vietnam International University Township, Ho Chi Minh City, Vietnam

72.6% Berjaya Jeju Resort Limited

- Berjaya Jeju Airst City, Yerae-Dong, Jeju Island, South Korea

100% Berjaya Okinawa Development Co. Ltd

- Berjaya Okinawa Development Co. Ltd

100% Cosway Corporation Limited

- Cosway Corporation Limited

100% Stephens Properties Sdn Bhd

- Wisma Cosway, KL

100% Nural Enterprise Sdn Bhd

- Plaza Berjaya, KL

100% Kota Raya Development Sdn Bhd

- Kota Raya Complex, KL

100% Cempaka Properties Sdn Bhd

- Berjaya Megamall, Kuantan, Pahang
- Kuantan Perdana, Kuantan, Pahang

16.38% Berjaya Assets Berhad

- Berjaya Times Square, KL
- Natural Avenue Sdn Bhd
- Berjaya Waterfront Hotel, Johor Bahru, Johor
- Berjaya Waterfront Complex, Johor Bahru, Johor
- Menara MSC Cyberport, Johor Bahru, Johor
- Islington on the Green, London, United Kingdom
- Berjaya Assets Food (BAF) Sdn Bhd - Greyhound Cafe

■ Listed Companies

+ Combined Interest

GROUP FINANCIAL SUMMARY

DESCRIPTION	2016	2016	2015	2014	2013	2012
	USD'000	RM'000				
Revenue	2,319,129	9,016,774	9,514,106	8,729,027	7,376,047	7,055,417
Profit Before Tax	75,550	293,737	1,601,733	523,866	575,262	849,197
(Loss)/Profit After Tax	(30,115)	(117,089)	1,242,256	127,899	325,822	599,979
(Loss)/Profit Attributable To Shareholders	(45,582)	(177,223)	890,582	(148,920)	74,978	311,837
Share Capital	1,201,950	4,673,180	4,330,614	4,300,648	4,294,836	4,269,224
Equity Component of ICULS	65,228	253,608	409,972	442,417	448,822	462,861
Reserves	548,514	2,132,623	2,392,549	1,042,263	1,179,044	1,157,464
Equity Funds	1,815,692	7,059,411	7,133,135	5,785,328	5,922,702	5,889,549
Treasury shares	(33,539)	(130,399)	(130,399)	(82,882)	(80,494)	(73,721)
Net equity Funds	1,782,153	6,929,012	7,002,736	5,702,446	5,842,208	5,815,828
Non-controlling interests	1,330,153	5,171,636	5,015,290	5,293,442	4,981,194	4,897,149
Total Equity	3,112,306	12,100,648	12,018,026	10,995,888	10,823,402	10,712,977
ICULS and Bonds	40,826	158,731	192,743	272,926	405,232	253,642
Long Term Liabilities	1,353,956	5,264,182	5,304,706	4,485,281	3,179,938	3,778,761
Current Liabilities	1,497,880	5,823,756	4,778,579	4,839,376	4,702,042	3,750,212
Total Equity and Liabilities	6,004,968	23,347,317	22,294,054	20,593,471	19,110,614	18,495,592
Property, Plant and Equipment	968,869	3,766,965	3,514,521	3,329,174	2,903,823	2,883,381
Intangible Assets	1,690,104	6,571,123	6,420,357	6,183,305	6,050,316	6,019,624
Investments and Long Term Receivables	1,428,313	5,553,281	5,875,121	5,346,809	5,368,465	4,559,751
Current Assets	1,917,682	7,455,948	6,484,055	5,734,183	4,788,010	5,032,836
Total Assets	6,004,968	23,347,317	22,294,054	20,593,471	19,110,614	18,495,592
Total number of shares						
with voting rights in issue	4,491,180	4,491,180	4,148,614	4,216,948	4,215,536	4,200,724
Net Assets Per Share	0.38	1.49	1.59	1.25	1.28	1.27
Net (Loss)/Earnings Per Share (Cents/Sen)	(0.83)	(3.22)	18.09	(2.65)	1.79	7.1
Dividend Rate (%)	2.16	2.16	1.00	1.00	1.00	1.00
Total Net Dividend Amount (USD'000/RM'000)	24,951*	97,009*	42,003	41,187	42,115	42,104

Notes:

The figures above are presented based on the audited financial statements for the financial years ended 30 April.

Where additional shares are issued, the (loss)/earnings per share is calculated based on a weighted average number of shares with voting rights in issue.

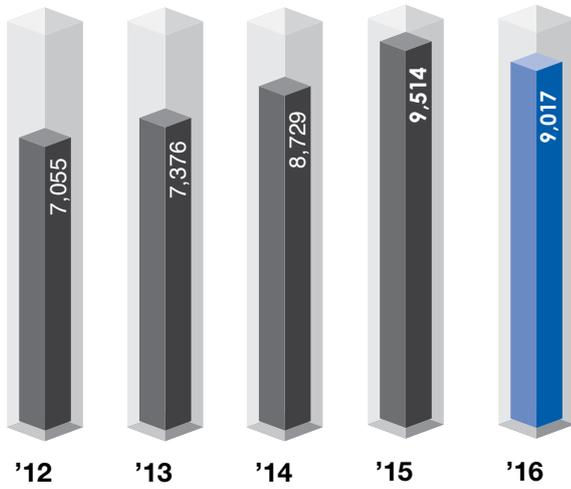
Net Assets Per Share represents the net equity funds less equity component of ICULS divided by the number of outstanding shares in issue with voting rights.

Exchange rate as at 30 April 2016: US\$1.00=RM3.8880

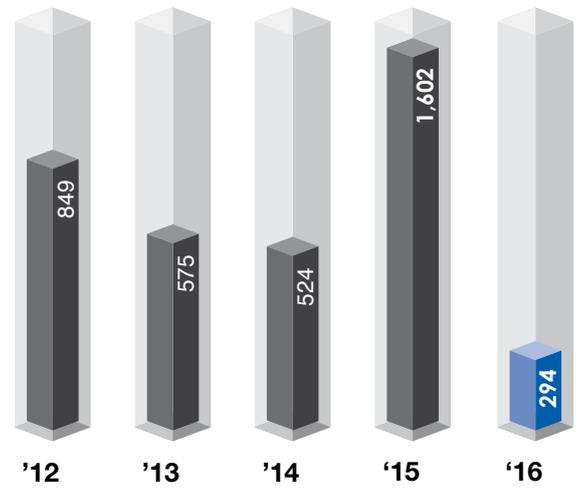
* The proposed final share dividend distribution of 3 treasury shares for every 100 ordinary shares is subject to Berjaya Corporation Berhad ("BCorp") shareholders' approval at the Annual General Meeting.

GROUP FINANCIAL HIGHLIGHTS

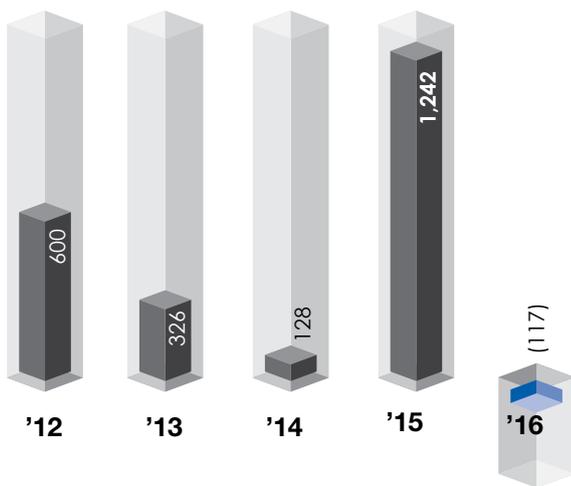
Revenue (RM' Million)



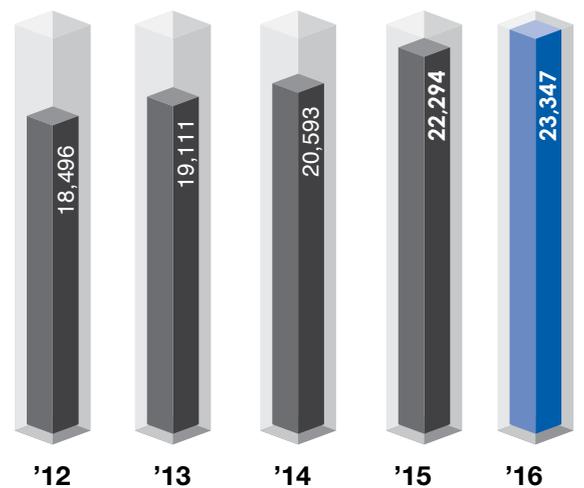
Profit Before Tax (RM' Million)



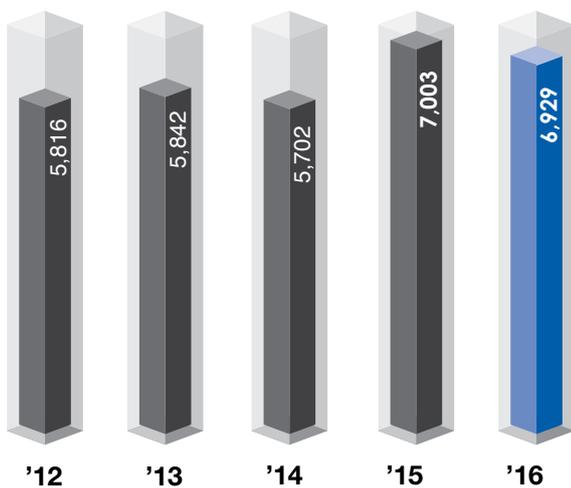
Profit After Tax (RM' Million)



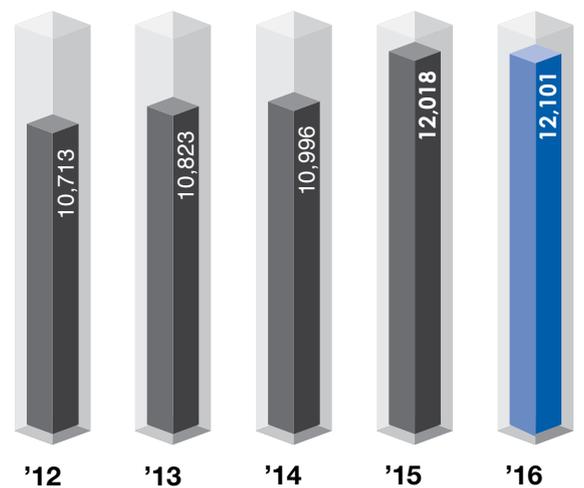
Total Assets (RM' Million)



Net Equity Funds (RM' Million)



Total Equity (RM' Million)



STATEMENT ON CORPORATE GOVERNANCE

The Board of Directors (“Board”) of Berjaya Corporation Berhad recognises the importance of corporate governance in ensuring that the interests of the Company and shareholders are protected. The Board is committed to ensure that the Group carries out its business operations within the required standards of corporate governance as set out in the Malaysian Code on Corporate Governance 2012 (“the MCCG 2012”).

The following sections explain how the Group has applied the key principles of the MCCG 2012 and the extent of its compliance with the recommendations throughout the financial year ended 30 April 2016.

1. ROLES AND RESPONSIBILITIES

Functions of the Board and Management

The Board is responsible for the performance and affairs of the Company and its subsidiaries (collectively “the Group”). It also provides leadership and guidance for setting the strategic direction of the Group.

The Board has assigned the day-to-day affairs of the Group’s businesses within the various divisions to local management, comprising Managing Directors (“MD”) / Chief Executive Officers (“CEO”) / Executive Directors of the main operating companies, who are accountable for the conduct and performance of their businesses within the agreed business strategies.

The Group’s Executive Directors are involved in leadership roles overseeing the day-to-day operations and management within their specific areas of expertise or assigned responsibilities. They represent the Company at the highest level and are decision makers on matters within their scope. They liaise frequently with the CEO (or MD) of the main operating companies and with each other to lead the management to drive the Company and the Group forward.

Board Roles and Responsibilities

The Board is led by the Chairman/CEO and is supported by Board members with experience in a wide range of expertise and they collectively play an important role in the stewardship of the direction and operations of the Group.

The Board is primarily responsible for setting the strategic direction and the control systems of the Group. It then delegates the implementation and monitoring of these set directions and control systems to the management.

The responsibilities of the Board include, inter-alia, the following:-

- (1) Review, evaluate, adopt and approve the strategic plans and policies for the Company and the Group;
- (2) Oversee and monitor the conduct of the businesses and financial performance and major capital commitments of the Company and the Group;
- (3) Review and adopt budgets and financial results of the Company and the Group, monitor compliance with applicable accounting standards and the integrity and adequacy of financial information disclosure;
- (4) Review and approve any major corporate proposals, new business ventures or joint ventures of the Group;
- (5) Review, evaluate and approve any material acquisitions and disposals of undertakings and assets in the Group;
- (6) Identify principal risks and assess the appropriate risk management systems to be implemented to manage these risks;
- (7) Establish and oversee a succession planning programme for the Company and the Group including the remuneration and compensation policy thereof;
- (8) Establish, review and implement corporate communication policies with the shareholders and investors, other key stakeholders and the public;

1. ROLES AND RESPONSIBILITIES (continued)

Board Roles and Responsibilities (continued)

- (9) Review and determine the adequacy and integrity of the internal control systems and management information of the Company and the Group; and
- (10) Develop a corporate code of conduct to address, amongst others, any conflicts of interest relating to directors, major shareholders and/or management.

The Board has also formed different Board committees, comprising mainly the non-executive and independent directors, to support and provide independent oversight of management and to ensure that there are appropriate checks and balances in place. Currently, the various Board Committees of the Board are the Audit Committee, Nomination Committee, Remuneration Committee and Risk Management Committee. Each of the Board Committee operates within its respective terms of reference (“TOR”) that also clearly define its respective functions and authorities.

The Board may form such other committees from time to time as dictated by business imperatives and/or to promote operational efficiency.

Notwithstanding the above, the ultimate responsibility for decision making still lies with the Board.

Ethical standards through Code of Ethics

The Board has adopted a Code of Ethics for Directors (“Code”) which is incorporated in the Board Charter. The Code was formulated to enhance the standard of corporate governance and promote ethical conduct of the Directors.

The Group also has in place a Code of Conduct covering Business Ethics, workplace safety and employees’ personal conduct. This is to ensure all employees maintain and uphold a high standard of ethical and professional conduct in the performance of their duties and responsibilities. All employees are required to declare that they have received, read and understood the provisions of the Code of Conduct.

Sustainability Strategies

The Board views the commitment to promote sustainability strategies in the environment, social and governance aspects as part of its broader responsibility to all its various stakeholders and the communities in which it operates.

The Group strives to achieve a sustainable long term balance between meeting its business goals, preserving the environment to sustain the ecosystem and improving the welfare of its employees and the communities in which it operates. The Group’s efforts in this regard have been included in the Corporate Social Responsibility Statement as set out in the Annual Report.

Access to information and advice

The Directors have full and timely access to information concerning the Company and the Group. The Directors are provided with the relevant agenda and Board papers in sufficient time prior to Board meetings to enable them to have an overview of matters to be discussed or reviewed at the meetings and to seek further clarifications, if any. The Board papers include reports on the Group’s financial statements, operations and the relevant corporate developments and proposals.

The Board is supported by suitably qualified, experienced and competent Company Secretaries who are also members of a professional body. The Company Secretaries play an advisory role to the Board in relation to the Company’s constitution and advises the Board on any updates relating to new statutory and relevant regulatory requirements pertaining to the duties and responsibilities of Directors as and when necessary. The Company Secretaries are also responsible in ensuring that Board meeting procedures are followed and all the statutory records of the Company are properly maintained at the Registered Office of the Company.

STATEMENT ON CORPORATE GOVERNANCE

1. ROLES AND RESPONSIBILITIES (continued)

Access to information and advice (continued)

The Directors also have access to the advice and services of the Senior Management staff in the Group and they may also obtain independent professional advice at the Company's expense in furtherance of their duties whenever the need arises.

Board Charter

The Board has adopted a Board Charter to promote the standards of corporate governance and clarifies, amongst others, the roles and responsibilities of the Board.

The Board Charter is subject to review by the Board annually to ensure that it remains consistent with the Board's objectives and responsibilities. The Board Charter is also available on the Company's website at www.berjaya.com.

2. BOARD COMPOSITION

Nomination Committee

The Company has a Nomination Committee which comprises entirely of Independent Non-Executive Directors. The members are:-

Tan Sri Datuk Abdul Rahim Bin Haji Din	- Chairman/Independent Non-Executive
Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar	- Independent Non-Executive
Datuk Robert Yong Kuen Loke	- Independent Non-Executive

The Nomination Committee meets as and when required, and at least once a year. The Nomination Committee met twice during the financial year.

Under its terms of reference, the Nomination Committee is tasked with the duties of, among others, the following:

- identifying, assessing and recommending the right candidates to the Board with the necessary skills, knowledge, experience and competency for new appointments;
- conducting an annual assessment on the effectiveness of the Board as a whole (inter-alia, the required mix of skills, size and composition, experience, core competencies and other qualities of the Board), the Board Committees and the contribution of every Director (including the assessment of independence of the Independent Directors);
- recommending retiring directors for re-election or re-appointment as directors;
- ensuring orderly succession at the Board level and boardroom diversity; and
- ensuring adequate training and orientation are provided for new members of the Board.

Develop, maintain and review criteria for recruitment and annual assessment of Directors

Appointment to the Board and Re-election of Directors

The Board delegates to the Nomination Committee the responsibility of recommending the appointment of any new Director. The Nomination Committee is responsible to ensure that the procedures for appointing new Directors are transparent and rigorous and also appointments are made on merits.

The process for the appointment of a new director is summarised in the sequence as follows:-

1. The candidate is identified upon the recommendation by the existing Directors, Senior Management staff, shareholders and/or other consultants;
2. In evaluating the suitability of candidates to the Board, the Nomination Committee considers, inter-alia, the competency, experience, commitment, contribution and integrity of the candidates, and in the case of candidates proposed for appointment as Independent Non-Executive Directors, the candidate's independence;

2. BOARD COMPOSITION (continued)

Develop, maintain and review criteria for recruitment and annual assessment of Directors (continued)

Appointment to the Board and Re-election of Directors (continued)

3. Recommendation to be made by Nomination Committee to the Board. This also includes recommendation for appointment as a member of the various Board Committees, where necessary; and
4. Decision to be made by the Board on the proposed new appointment, including appointment to the various Board committees.

The Company's Articles of Association provides that at least one-third of the Directors are subject to retirement by rotation at each Annual General Meeting ("AGM") and that all Directors shall retire once in every three years, and are eligible to offer themselves for re-election. The Articles of Association also provides that a Director who is appointed during the year shall be subject to re-election at the next AGM to be held following his appointment.

At the Company's forthcoming AGM, the Directors of the Company who will be retiring by rotation pursuant to Article 94 of the Company's Articles of Association are Ms Vivienne Cheng Chi Fan, Mr Freddie Pang Hock Cheng, Dato' Dickson Tan Yong Loong and Datuk Mohd Zain Bin Ahmad. Ms Nerine Tan Sheik Ping, who was appointed as a Director on 1 January 2016, will also retire at the forthcoming AGM pursuant to Article 100 of the Company's Articles of Association.

Pursuant to Section 129(6) of the Companies Act, 1965, Tan Sri Datuk Abdul Rahim Bin Haji Din, a Director of the Company who is over seventy (70) years of age, shall retire after the conclusion of the forthcoming AGM of the Company, and may offer himself for re-appointment to hold office until the conclusion of the next AGM.

The Nomination Committee has assessed the performances of all the above Directors due for re-election and has made recommendation to the Board for their re-election to be tabled for shareholders' approval at the forthcoming AGM. To assist the shareholders in their decision, sufficient information such as personal profile, attendance of meetings and the shareholdings of the Directors standing for re-election have been disclosed in this Annual Report.

Annual Assessment

The Nomination Committee reviews annually, the effectiveness of the Board and Board Committees as well as the performance of individual directors. The evaluation involves individual Directors and Committee members completing separate evaluation questionnaires regarding the processes of the Board and its Committees, their effectiveness and where improvements could be considered. The criteria for the evaluation are guided by the Corporate Governance Guide – Towards Boardroom Excellence. The evaluation process also involved a peer and self-review assessment, where Directors will assess their own performance and that of their fellow Directors. These assessments and comments by all Directors were summarised and discussed at the Nomination Committee meeting which were then reported to the Board at the Board Meeting held thereafter. All assessments and evaluations carried out by the Nomination Committee in the discharge of its duties are properly documented.

During the financial year under review, the Nomination Committee reviewed and recommended to the Board the appointment of Ms Nerine Tan Sheik Ping as a new member of the Board to fill the vacancy following the resignation of Mr Rayvin Tan Yeong Sheik as a Director of the Company on 15 July 2015.

The Nomination Committee also carried out the following activities during the meeting held on 29 June 2016:

- reviewed and assessed the mix of skills, expertise, composition, size and experience of the Board;
- reviewed and assessed the performance of each individual Director; the independence of the Independent Directors; the effectiveness of the Board and the Board Committees;
- nominating the Directors who are retiring and who are eligible for re-election and/or re-appointment; and
- reviewed the performance of the Audit Committee and its members.

STATEMENT ON CORPORATE GOVERNANCE

2. BOARD COMPOSITION (continued)

Develop, maintain and review criteria for recruitment and annual assessment of Directors (continued)

Boardroom Diversity

The Board acknowledges the importance of boardroom diversity in terms of age, gender, nationality, ethnicity and socio-economic background and recognises the benefits of this diversity. The Board is of the view that while promoting boardroom diversity is essential, the normal selection criteria based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board should remain a priority.

The Company does not set any specific target for boardroom diversity but will actively work towards achieving the appropriate boardroom diversity.

Currently, the Board has four (4) female Directors namely, Ms Vivienne Cheng Chi Fan, Dato' Zurainah Binti Musa, Dr Jayanthi Naidu A/P G. Danasamy and Ms Nerine Tan Sheik Ping. The Board is satisfied with its current composition in terms of gender diversity.

The Chairman of the Nomination Committee, Tan Sri Datuk Abdul Rahim Bin Haji Din, has been identified as the Senior Independent Non-Executive Director of the Board to whom concerns may be conveyed.

Remuneration policies and procedures

The Board believes in a remuneration policy that fairly supports the Directors' responsibilities and fiduciary duties in steering the Group to achieve its long-term goals and enhance shareholders' value. The Board's objective in this respect is to offer a competitive remuneration package in order to attract, develop and retain talented individuals to serve as directors.

The Remuneration Committee currently comprises the following members:-

Tan Sri Datuk Abdul Rahim Bin Haji Din	- Chairman / Independent Non-Executive
Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar	- Independent Non-Executive
Dato' Sri Robin Tan Yeong Ching	- Non-Independent Executive

The primary function of the Remuneration Committee is to set up the policy framework and to recommend to the Board on remuneration packages and other terms of employment of the executive directors. The remuneration of Directors is determined at levels which enables the Company to attract and retain Directors with the relevant experience and expertise to manage the business of the Group effectively.

The determination of the remuneration for the Non-Executive Directors will be a matter to be decided by the Board as a whole with the Director concerned abstaining from deliberations and voting on decision in respect of his/her individual remuneration package. The Board recommends the Directors' fees payable to Non-Executive Directors on a yearly basis to the shareholders for approval at the AGM.

Details of the Directors' remuneration paid or payable to all Directors of the Company (both by the Company and the Group) and categorized into appropriate components for the financial year ended 30 April 2016 were as follows:-

Company

	← RM'000 →				
	Fees	Salaries and Other Emoluments	Bonus	Benefits in-kind	Total
Executive	-	969	63	106	1,138
Non-Executive	288	65	-	18	371
	288	1,034	63	124	1,509

2. BOARD COMPOSITION (continued)

Remuneration policies and procedures (continued)

Group

	← RM'000 →				Total
	Fees	Salaries and Other Emoluments	Bonus	Benefits in-kind	
Executive	–	10,105	693	390	11,188
Non-Executive	414	375	13	32	834
	414	10,480	706	422	12,022

The number of Directors in office at the end of the financial year and their total remuneration from the Group categorized into the various bands were as follows:-

	Number of Directors	
	Executive	Non-Executive
RM50,001 - RM100,000	1*	5*
RM100,001 - RM150,000	–	1
RM300,001 - RM350,000	1	1
RM1,150,001 - RM1,200,000	1	–
RM1,200,001 - RM1,250,000	1	–
RM1,300,001 - RM1,350,000	1	–
RM1,900,001 - RM1,950,000	1	–
RM5,050,001 - RM5,100,000	1	–
	7*	7*

* an Executive Director who resigned on 15 July 2015.

3. INDEPENDENCE

Annual Assessment of Independence

The Board recognises the importance of independence and objectivity in its decision making process. The presence of the Independent Non-Executive Directors is essential in providing unbiased and impartial opinion, advice and judgment to ensure the interests of the Group, shareholders, employees, customers and other stakeholders in which the Group conducts its businesses are well represented and taken into account.

The Board, through the Nomination Committee, has assessed the Independence of its Independent Non-Executive Directors based on criteria set out in the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The current Independent Directors of the Company namely, Tan Sri Datuk Abdul Rahim Bin Haji Din, Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar, Datuk Robert Yong Kuen Loke, Datuk Mohd Zain Bin Ahmad and Dr Jayanthi Naidu A/P G. Danasamy have fulfilled the criteria of "independence" as prescribed under Chapter 1 of the Listing Requirements of Bursa Securities. The Company also fulfils the requirement to have at least one-third (1/3) of its Board members being Independent Non-Executive Directors.

Tenure of Independent Directors

Recommendation 3.2 of the MCCG 2012 recommends that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board subject to the re-designation of the Independent Director as a Non-Independent Director.

STATEMENT ON CORPORATE GOVERNANCE

3. INDEPENDENCE (continued)

Tenure of Independent Directors (continued)

However, if the Board intends to retain an Independent Director who has served for a continuous period of more than nine (9) years in a similar capacity, then the Board must justify and seek shareholders' approval before the said Independent Director can continue to act in such capacity as set out in Recommendation 3.3 of the MCCG 2012.

The Board is of the view that the independence of the Independent Directors should not be determined solely or arbitrarily by their tenure of service. The Board believes that continued contribution will provide stability and benefits to the Board and the Company as a whole, especially their invaluable knowledge of the Group and its operations gained through the years. The calibre, qualification, experience and personal qualities, particularly of the Director's integrity and objectivity in discharging his/her responsibilities in the best interest of the Company should be the predominant factors to determine the ability of a Director to serve effectively as an Independent Director.

The Board is also confident that the Independent Directors themselves, after having provided all the relevant confirmations on their independence, will be able to determine if they can continue to bring independent and objective judgement on Board deliberations and decision making.

The Independent Directors of the Company who have served for a tenure of more than nine (9) years are Tan Sri Datuk Abdul Rahim Bin Haji Din, Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar and Datuk Mohd Zain Bin Ahmad.

The Board has retained Tan Sri Datuk Abdul Rahim Bin Haji Din, Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar and Datuk Mohd Zain Bin Ahmad as Independent Directors notwithstanding their service tenure of more than nine (9) years as Independent Directors after the assessment and recommendation by the Nomination Committee.

Nevertheless, in line with Recommendation 3.3 of the MCCG 2012, the Board will seek approvals from the shareholders of the Company at the forthcoming AGM to support the Board's decision to retain Tan Sri Datuk Abdul Rahim Bin Haji Din, Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar and Datuk Mohd Zain Bin Ahmad as Independent Directors based on the following justifications:-

- i) They have fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Securities, and being independent, they will be able to function as a check and balance, bringing an element of objectivity to the Board.
- ii) They have been with the Company for more than nine (9) years and are familiar with the Company's business operations which enable them to participate objectively in deliberations and decision making processes of the Board and Board Committees.
- iii) They have exercised due care during their tenure as Independent Non-Executive Directors of the Company and they have carried out their duties proficiently in the interest of the Company and the shareholders.

Separation of positions of the Chairman and CEO

The Chairman and CEO of the Company are currently being held by the same person. The Board is aware that this is not in compliance with the best practices of the MCCG 2012 on the separation of the roles of the Chairman and CEO.

However, the Board is satisfied with the dual role held by the same person in view of his vast experience and knowledge of the businesses of the Group and the time he has spent in fulfilling all his responsibilities. The presence of the independent directors, though not forming a majority of the Board members, is sufficient to provide the necessary checks and balances on the decision making process of the Board. The significant contributions of the independent directors in the decision making process is evidenced in their participation as members of the various committees of the Board.

The Chairman/CEO will ensure that procedural rules are followed in the conduct of meetings and that decisions made are formally recorded and adopted. He also holds the primary executive responsibility for the Group's business performance and manages the Group in accordance with the strategies and policies approved by the Board. He leads the Executive Directors in making and implementing the day-to-day decisions on the business operations, managing resources and risks in pursuing the corporate objectives of the Group. He brings significant and other relevant matters to the Board, motivates employees, and drives change/innovation and growth within the Group.

3. INDEPENDENCE (continued)

Board Composition and Balances

The Board, consisting of qualified individuals with knowledge, skills and expertise in various fields, has enabled the Board to discharge its duties and responsibilities effectively. The Board currently has thirteen (13) members comprising the Chairman/CEO, five (5) Executive Directors, five (5) Independent Non-Executive Directors and two (2) Non-Independent Non-Executive Directors. The details of each of the Directors are set out on pages 3 to 9, Part I of the Annual Report.

The present composition of the Board is also in compliance with Chapter 15.02 of the Listing Requirements of Bursa Securities which requires at least one third (1/3) of the Board members of a listed issuer to be Independent Directors.

4. COMMITMENT

Time Commitment

The Board meets regularly on a quarterly basis with additional meetings being convened as necessary. The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company.

During the financial year ended 30 April 2016, the Board met eight (8) times and the attendances of the Directors at the Board meetings were as follows:-

Directors	Attendance
Dato' Sri Robin Tan Yeong Ching (Chairman/CEO)	7/8
Chan Kien Sing	6/8
Vivienne Cheng Chi Fan	7/8
Dato' Sri Azlan Meah Bin Hj Ahmed Meah	8/8
Dato' Zurainah Binti Musa	6/8
Nerine Tan Sheik Ping ¹	2/2
Freddie Pang Hock Cheng	7/8
Dato' Dickson Tan Yong Loong	7/8
Tan Sri Datuk Abdul Rahim Bin Haji Din [#]	7/8
Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar [#]	8/8
Datuk Robert Yong Kuen Loke [#]	5/8
Datuk Mohd Zain Bin Ahmad [#]	6/8
Dr Jayanthi Naidu A/P G. Danasamy [#]	7/8

¹ Appointed on 1 January 2016.

[#] denotes Independent Non-Executive Director.

All Board members are required to notify the Chairman of the Board before accepting new directorships outside the Group and indicating the time that will be spent on the new directorship. Similarly, the Chairman of the Board shall also do likewise before taking up any additional appointment of directorships.

Directors' Training

All the Directors have completed the Mandatory Accreditation Programme as required by Bursa Securities.

The Board believes that continuous training for Directors is vital for the Board members to enhance their skills and knowledge and to enable them to discharge their duties effectively. As such, the Directors will continuously attend the necessary training programmes, conferences, seminars and/or forums so as to keep abreast with the current developments in the various industries as well as the current changes in laws and regulatory requirements.

STATEMENT ON CORPORATE GOVERNANCE

4. COMMITMENT (continued)

Directors' Training (continued)

During the year, the seminars and conferences attended by the Directors were as follows:-

Directors	Seminars / Conferences / Forum
Dato' Sri Robin Tan Yeong Ching	<ul style="list-style-type: none"> - Global sustainability and impact investing forum 2015 - Forbes Global CEO Conference in Manila -Towards a winning session - Bursa Malaysia Focus Group Session on Annual General Meeting Guide - Closed door session with Prime Minister, Ministers and Corporate Chiefs
Chan Kien Sing	<ul style="list-style-type: none"> - Advocacy Session on Management Discussion & Analysis for CEO and CFO - MIA Conference 2015 - In-house training conducted by KPMG focusing on sustainability reporting, corporate governance, cyber security and Bursa's listing rules
Vivienne Cheng Chi Fan	<ul style="list-style-type: none"> - The Interplay between CG, Non-Financial Information (NFI) and investment decision
Dato' Sri Azlan Meah Bin Hj Ahmed Meah	<ul style="list-style-type: none"> - How to maximize internal audit - Ring the bell for gender equality
Dato' Zurainah Binti Musa	<ul style="list-style-type: none"> - Future of auditor reporting – The Game Changer for Boardroom - Kearah pengukuhan agenda berpaksikan rakyat - Ring the bell for gender equality
Freddie Pang Hock Cheng	<ul style="list-style-type: none"> - Invest Malaysia 2015 – Asean's multinational marketplace - ASEAN CAP10 sustainability Symposium
Dato' Dickson Tan Yong Loong	<ul style="list-style-type: none"> - Briefing on the amendments to the Housing Development (Control & Licensing) Act 1966 and the Strata Management Act 2013
Tan Sri Datuk Abdul Rahim Bin Haji Din	<ul style="list-style-type: none"> - Future of auditor reporting – The Game Changer for Boardroom - Improving board risk oversight effectiveness - The essence of independence - The role of Corporate Asean in driving the Sustainability Development Goals
Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar	<ul style="list-style-type: none"> - Sustainability engagement series for Directors/CEO
Datuk Robert Yong Kuen Loke	<ul style="list-style-type: none"> - He kept himself abreast with the latest developments on the various accounting, finance and business issues both locally and globally through his extensive networking, reading of various magazines and journals and serving as a council member of the Malaysian Institute of Certified Public Accountants.
Datuk Mohd Zain Bin Ahmad	<ul style="list-style-type: none"> - The impact of the Trans Pacific Partnership Agreement on Malaysia including Penang - Sustainability engagement series for Directors/CEO
Dr Jayanthi Naidu A/P G. Danasamy	<ul style="list-style-type: none"> - The Interplay between CG, Non-Financial Information (NFI) and investment decision - The role of Corporate Asean in driving the Sustainability Development Goals
Nerine Tan Sheik Ping	<ul style="list-style-type: none"> - Mandatory Accreditation Programme for Directors of Public Listed Companies

4. COMMITMENT (continued)

Directors' Training (continued)

The Board and/or the Directors individually will, on a continuous basis, evaluate and determine their respective training needs to assist them in the discharge of their duties as Directors.

5. FINANCIAL REPORTING

Compliance with Applicable Financial Reporting Standards

The Board strives to provide a clear, balanced and meaningful assessment of the Group's financial performance and prospects at the end of the financial year, through the annual audited financial statements and quarterly financial reports, and corporate announcements on significant developments affecting the Company in accordance with the Listing Requirements of Bursa Securities.

The Board is also responsible for ensuring the annual financial statements are prepared in accordance with the provisions of the Companies Act, 1965 and the applicable financial reporting standards in Malaysia.

The Board is also assisted by the Audit Committee in the discharge of its duties on financial reporting and ensuring that the Group maintains a proper financial reporting process and a high quality financial reporting. A full Audit Committee Report detailing its composition, and a summary of activities and work during the financial year is set out on pages 57 to 60, Part I of the Annual Report.

Statement of Directors' Responsibility in respect of the Financial Statements

The Companies Act 1965 ("the Act") requires the Directors to prepare financial statements for each financial year which gives a true and fair view of the state of affairs of the Company and of the Group and of the results and cash flows of the Company and of the Group for that period. In preparing those financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable financial reporting standards have been followed, subject to any material departures being disclosed and explained in the financial statements;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping accounting records which disclosed with reasonable accuracy, at any time, the financial position of the Company and of the Group and to enable them to ensure that the financial statements comply with the Act and applicable financial reporting standards in Malaysia. The Directors are also responsible for safeguarding the assets of the Group and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Assessment of External Auditors

The Board maintains a transparent and professional relationship with the External Auditors through the Audit Committee ("AC"). Under the existing practice, the AC invites External Auditors to attend its meetings at least twice a year to discuss their audit plan and their audit findings on the Company's yearly financial statements. In addition, the AC will also have private meetings with the External Auditors without the presence of the CFO and Senior Management to enable exchange of views on issues requiring attention.

It is the policy of the Company to undertake an annual assessment of the quality of audit which encompassed the performance and quality of the External Auditors and their independence, objectivity and professionalism. This policy is delegated to the AC and the assessment process involves identifying the areas of assessment, setting the minimum standard and devising tools to obtain the relevant data. The areas of assessment include among others, the External Auditors' calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the audit fees. Assessment questionnaires were used as a tool to obtain input from the Company's personnel who had constant contact with the external audit team throughout the year.

STATEMENT ON CORPORATE GOVERNANCE

5. FINANCIAL REPORTING (continued)

Assessment of External Auditors (continued)

To support the AC's assessment of their independence, the External Auditors will provide the AC with a written assurance confirming their independence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatory requirements. The External Auditors are required to declare their independence annually to the AC as specified by the By-Laws issued by the Malaysian Institute of Accountants. The External Auditors have provided the declaration in their annual audit plan presented to the AC of the Company.

The AC also ensures that the External Auditors are independent of the activities they audit and will review the contracts for provision of non-audit services by the External Auditors. The recurring non-audit services were in respect of tax compliance, services as scrutineers at the Company's general meetings, the annual review of the Statement on Risk Management and Internal Control. The non-recurring non-audit services are acting as reporting accountants for any corporate exercises.

During the financial year, the amount of non-audit fees paid/payable to the external auditors by the Company and the Group respectively for the financial year ended 30 April 2016 were as follows:-

	Company		Group	
	FYE2016 RM'000	FYE2015 RM'000	FYE2016 RM'000	FYE2015 RM'000
Statutory audit fees paid/payable to:-				
-Ernst & Young ("EY") Malaysia	140	130	2,896	2,363
-Affiliates of EY Malaysia	—	—	975	1,005
Total (a)	140	130	3,871	3,368
Non-audit fees paid/payable to:-				
-EY Malaysia	199	186	939	917
-Affiliates of EY Malaysia	5	5	501	509
Total (b)	204	191	1,440	1,426
% of non-audit fees (b/a)	146%	147%	37%	42%

In considering the nature and scope of non-audit fees, the AC was satisfied that they were not likely to create any conflict or impair the independence and objectivity of the External Auditors.

Upon completion of the assessment, the AC will make recommendation for re-appointment of the External Auditors to the Board. The proposed appointment will be subject to shareholders' approval at the AGM.

6. RISK MANAGEMENT

Sound framework to manage risks

The Board has ultimate responsibility for establishing a sound framework to manage risks.

A Risk Management Committee comprising members with risk and business management knowledge and experience has been established by the Company to regularly review the risk management policies formulated by the respective local management and makes relevant recommendations to the Board for approval.

The Company continues to maintain and review its internal control procedures to ensure, as far as possible, the protection of its assets and its shareholders' investments.

Internal Audit Function

The Board acknowledges its overall responsibility for the Group's system of internal control and its effectiveness as well as reviewing its adequacy and integrity to safeguard shareholders' investments and the Group's assets.

The Company has an established Internal Audit Division which reports directly to the Audit Committee.

6. RISK MANAGEMENT (continued)

Internal Audit Function (continued)

The Statement on Risk Management and Internal Control set out on pages 54 to 56, Part I of this Annual Report provides an overview of the state of risk management and internal controls within the Group.

7. TIMELY DISCLOSURES

The Board will ensure that it adheres to and comply with the disclosure requirements of the Main Market Listing Requirements of Bursa Securities as well as the Corporate Disclosure Guide issued by Bursa Securities.

The Board acknowledges the importance of timely and equal dissemination of material information to the shareholders, investors and public at large. As such, the Board accords a high priority in ensuring that information is made available and disseminated as early as possible.

The Company maintains a website at www.berjaya.com where shareholders as well as members of the public can access the latest information on the Company and the Group. Alternatively, they may obtain the Company's latest announcements via the website of Bursa Securities at www.bursamalaysia.com.

8. RELATIONSHIP BETWEEN COMPANY AND SHAREHOLDERS

Shareholders participation at General Meetings

The Company fully recognises the rights of the shareholders and encourages them to exercise their rights at the Company's general meetings. The AGM remains the principal forum for dialogue with shareholders where they may seek clarifications on the Group's businesses.

The Company dispatches its notice of meeting at least 21 days before the AGM together with a copy of the Annual Report in CD-ROM.

At the AGM, the Chief Financial Officer provides a brief financial overview of the financial year's performance to the shareholders. The shareholders are also invited to raise questions pertaining to the business activities of the Group during the AGM. The external auditors are also present to provide professional and independent clarification on issues and concerns raised by the shareholders.

Poll voting

In line with the MCCG 2012, all the resolutions passed by the shareholders at the AGM held on 29 October 2015 and the Extraordinary General Meeting held on 19 April 2016 were voted by way of a poll. The shareholders were briefed on the voting procedures by the Share Registrar while the results of the poll were verified and announced by the independent scrutineer, Ernst & Young.

Pursuant to the Paragraph 8.29A(1) of the Listing Requirements of Bursa Malaysia Securities Berhad, the Company is required to ensure that any resolution set out in the notice of general meetings is voted by poll.

Effective communication and proactive engagements with shareholders

The Company recognizes the importance of being transparent and accountable to its shareholders and, as such, maintains an active and constructive communication policy that enables the Board and Management to communicate effectively with investors, financial community and the public generally. The various channels of communications are through the quarterly announcements on financial results to Bursa Securities, relevant announcements and circulars, meetings with analysts and fund managers, general meetings of shareholders and through the Company's website at www.berjaya.com where shareholders can access corporate information, annual reports, press releases, financial information and company announcements.

Compliance with the MCCG 2012

Other than as disclosed and/or explained in the Corporate Governance Statement, the Board is satisfied that the Company has, in all material aspects, complied with the principles and recommendations of the MCCG 2012 during the financial year ended 30 April 2016.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

RESPONSIBILITY

The Board of Directors (“the Board”) of Berjaya Corporation Berhad (“BCorp” or “the Group”) recognises that the Board is responsible for the Group’s system of internal control and for reviewing its adequacy and integrity. The Board’s responsibility in relation to the system of internal control extends to all subsidiaries of the Group.

The Group’s system of internal control is designed to manage the principal business risks that may impede the Group from achieving its business objectives. Due to the limitations that are inherent in any system of internal control, the Group’s internal control system cannot completely eliminate the risk of failure to achieve its business objectives. The system can only provide reasonable but not absolute assurance against material misstatement or loss.

The Board has undertaken a review of the adequacy and effectiveness of the risk management and internal control system and concluded that the risk management and internal control system is adequate and effective. Further, the Board has obtained assurance from the Chief Executive Officer and Chief Financial Officer that the Group’s risk management and internal control system is operating adequately and effectively, in all material aspects, based on the risk management and internal control system of the Group.

MANAGEMENT STYLE AND CONTROL CONSCIOUSNESS

The Group is involved in various business interests. These business interests are operated by the subsidiaries of the Group. Management of the day-to-day affairs of the Group’s various subsidiaries are assigned to local management, comprising Managing Directors / Chief Executive Officers / Executive Directors of the main operating companies, who are accountable for the conduct and performance of their subsidiaries within agreed business strategies. Local management sits at various management and operations meetings, and review financial and operations reports, in order to monitor the performance and profitability of the business of their respective subsidiaries. Paramount to this process is the role played by the Group’s Executive Directors and senior management personnel who, by virtue of their presence on the Boards of both listed and unlisted subsidiaries of the Group, supervise the subsidiaries’ activities, and regularly update the Boards of the respective listed and unlisted subsidiaries of the Group.

The Group also prides itself with its ‘open-door’ and ‘hands-on’ approach, practised by the Executive Directors, senior management and executives of the Group. This culture allows for any matters arising to be promptly and efficiently dealt with, drawing from the experience and knowledge of employees throughout the Group.

The above monitoring and reporting processes present the platform for the timely identification of the Group’s principal business risks, as well as systems to manage them. The Group also has in place various support functions, such as secretarial, legal, tax, treasury, human resource, communication, procuring, investing, accounting and internal auditing, and these support functions are centralised at BCorp. The centralisation of the support functions is intended to maintain consistency in the setting and application of policies and procedures relating to these functions, and reduce duplication of efforts, thereby providing synergy to the Group.

The Board does not regularly review the internal control system of its associated companies and joint ventures, as the Board does not have any direct control over their operations. The Group’s interests are served through representations on the boards of the respective associated companies and joint ventures and the review of their management accounts, and enquiries thereon. These representatives also provide the Board with information and timely decision-making on the continuity of the Group’s investments based on the performance of the associated companies and joint ventures.

INTERNAL CONTROL PROCESSES

The key aspects of the internal control process are as follows:

- The business units identify the areas of control relevant to their business, design the internal control procedures and document the procedures in manuals.
- The internal auditors of the Group establish the annual audit plan and table the plan to the Audit Committee (“AC”) for approval.
- The internal auditors perform the audit and present their audit reports to the AC, highlighting any shortcomings by the business units in implementing the controls and the remedial procedures implemented by the business units.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

ASSURANCE MECHANISM

The Board has assigned the AC with the duty of reviewing and monitoring the effectiveness of the Group's system of internal control. The AC receives reports from the internal auditors.

The internal auditors of the Group furnish the AC with reports from visits conducted at various unlisted subsidiaries. The internal audit of the subsidiaries and business units of the respective listed subsidiaries are conducted regularly and the internal audit reports are presented directly to the AC of the respective listed subsidiaries.

The Board also reviews the minutes of the meetings of the AC. The Report of the AC is set out on Pages 57 to 60, Part 1 of this Annual Report.

KEY FEATURES OF THE INTERNAL CONTROL SYSTEM

The Group has an extensive system of internal control that enables the management to ensure that established policies, guidelines and procedures are followed and complied with. Some key features of BCorp's system of internal control, include:

1. Clear organisation structure with delineated reporting lines
2. Defined levels of authority
3. Capable workforce with ongoing training efforts
4. Centralised human resource function which outlines procedures for recruitment, training, appraisal and the reward system
5. Timely financial and operations reports
6. Scheduled operations and management meetings
7. Centralised procurement function that ensures approval procedures are adhered to, as well as to leverage on the Group's purchasing power
8. Payment functions controlled at Head office
9. Regular visits to the operating units of the Group's businesses by the Executive Directors and senior management personnel
10. Independent assurance on the system of internal control from regular internal audit visits

RISK MANAGEMENT

In line with the Malaysian Code of Corporate Governance, and as part of the Company's plans to further enhance the Group's system of internal control, it has established a Risk Management Committee ("RMC"). The Board entrusts the RMC with the overall responsibility to regularly review and monitor the risk management activities of the Group, in accordance with the Internal Control Guidance, and to approve appropriate risk management procedures and measurement methodologies. The members of the RMC are Tan Sri Datuk Abdul Rahim Bin Haji Din (Chairman), Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar, Chan Kien Sing, Freddie Pang Hock Cheng, Datuk Robert Yong Kuen Loke and Vivienne Cheng Chi Fan.

The RMC terms of reference include, inter alia:

- To ensure that the strategic context of the risk management strategy is complete
- To determine the overall risk management processes
- To ensure that the short and long term risk management strategy, framework and methodology are implemented and consistently applied by all business units
- To ensure that risk management processes are integrated into all core business processes
- To establish risk reporting mechanism
- To ensure alignment and coordination of assurance activity across the organisation
- To act as steering committee for the group wide risk management programme

For the financial year ended 30 April 2016, the RMC held four meetings where it reviewed and evaluated the adequacy of risk management activities of various unlisted operating subsidiary companies (i.e Prime Credit Leasing Sdn Bhd, Berjaya Books Sdn Bhd, Sweet Spot Digital (Malaysia) Sdn Bhd, KUB-Berjaya Enviro Sdn Bhd and KUB-Berjaya Energy Sdn Bhd), and recommended certain measures to be adopted to mitigate their business risk exposures.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

RISK MANAGEMENT PROCESS

The key aspects of the risk management process are as follows:

- The business units are required to identify the risks relevant to their businesses.
- The risks are then assessed based on the probability of their occurrence and are evaluated as Low, Medium or High. The level of residual risk is determined after evaluating the effectiveness of controls and mitigating measures.
- The business units develop control procedures or action plans to either prevent the occurrence or reduce the impact upon its occurrence.
- The business units are required to update their risk profiles and review their processes in monitoring the risks periodically.
- On a quarterly basis, the business units are required to prepare a report summarising the significant risks and status of action plan. Selected reports will be submitted to the RMC for review and deliberation.

The external auditors form an opinion on the financial statements of the Group based on their annual statutory audit. Any areas for improvement identified during the course of audit are highlighted to the attention of the AC through management letters, or are articulated at the AC meetings. The AC also hold private meetings with the external auditors to have exchange of views on any areas that require their attention. Apart from the statutory audit, the external auditors also review the Statement on Risk Management and Internal Control (“SRMIC”) in accordance with Paragraph 15.23 of the Main Market Listing Requirements of Bursa Securities. Based on their review, the external auditors have reported to the Board that nothing has come to their attention that causes them to believe that the disclosures in SRMIC are inconsistent with their understanding of the ongoing processes that the Board has in place for identifying, evaluating and managing the significant risks in achieving the objectives and strategies of the Group.

The Board remains committed towards operating a sound system of internal control and recognises the need for the system to continuously evolve to support the type of business and size of operations of the Group. The Board, in striving for continuous improvement will put in place appropriate action plans, when necessary, to further enhance the Group’s system of internal control.

The system of internal control was satisfactory and has not resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group’s Annual Report.

AUDIT COMMITTEE REPORT 2016

The Board of Directors of Berjaya Corporation Berhad is pleased to present the report of the Audit Committee for the financial year ended 30 April 2016.

MEMBERS AND MEETING ATTENDANCES

The members of the Audit Committee are as follows:-

Tan Sri Datuk Abdul Rahim Bin Haji Din
Chairman/Independent Non-Executive Director

Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar
Independent Non-Executive Director

Datuk Robert Yong Kuen Loke
Independent Non-Executive Director

Datuk Mohd Zain Bin Ahmad
Independent Non-Executive Director

The Audit Committee held nine (9) meetings during the financial year ended 30 April 2016. The details of attendance of the Audit Committee members are as follows:-

Directors	Attendance
Tan Sri Datuk Abdul Rahim Bin Haji Din	8/9
Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar	9/9
Datuk Robert Yong Kuen Loke	6/9
Datuk Mohd Zain Bin Ahmad	8/9

The General Manager - Group Internal Audit and the Chief Financial Officer of the Company were also invited to attend the Audit Committee Meetings. The External Auditors were also invited to attend three (3) of these meetings.

SUMMARY OF ACTIVITIES AND WORK OF THE AUDIT COMMITTEE

The Terms of References of the Audit Committee which laid down its duties and responsibilities is accessible via the Company's website at www.berjaya.com.

During the financial year ended 30 April 2016, the activities and work of the Audit Committee included the following:-

1) Financial Reporting

- (a) Reviewed the quarterly financial statements including the draft announcements pertaining thereto and made recommendations to the Board for approval of the same as follows:-

<u>Date of Meetings</u>	<u>Review of Quarterly Financial Statements</u>
30 June 2015	Fourth quarter results as well as the unaudited results of the Group for financial year ended 30 April 2015
29 September 2015	First quarter results for financial year ended 30 April 2016
29 December 2015	Second quarter results for financial year ended 30 April 2016
29 March 2016	Third quarter results for financial year ended 30 April 2016

The above review is to ensure that the Company's quarterly financial reporting and disclosures present a true and fair view of the Group's financial position and performance and are in compliance with the Malaysian Financial Reporting Standard ("MFRS") 134 - Interim Financial Reporting Standards in Malaysia and International Accounting Standards ("IAS") 34 - Interim Financial Reporting as well as applicable disclosure provisions of the Listing Requirements of Bursa Malaysia Securities Berhad.

AUDIT COMMITTEE REPORT 2016

SUMMARY OF ACTIVITIES AND WORK OF THE AUDIT COMMITTEE (continued)

1) Financial Reporting (continued)

- (b) Reviewed and made recommendations to the Board in respect of the audited financial statements of the Company and the Group for the financial year ended 30 April 2015 at its meeting held on 27 August 2015 and to ensure that it presented a true and fair view of the Company's financial position and performance for the year and compliance with regulatory requirements. Prior to that, the Audit Committee had reviewed the status report on the Audit Plan for financial year ended 30 April 2015 prepared by the External Auditors at the meeting held on 30 June 2015.

Considered and reviewed the integrity of information in the financial statements and quarterly reports, focus particularly on any changes in accounting policies and practices, significant adjustments resulting from the audit, going concern assumption, completeness of disclosures and compliance with accounting standards.

2) External Audit

- (a) Evaluated the performance of the External Auditors for the financial year ended 30 April 2015 covering areas such as calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the audit fees of the External Auditors. The Audit Committee having been satisfied with the independence, suitability and performance of Messrs Ernst & Young ("EY"), had recommended to the Board for approval, the re-appointment of EY as External Auditors for the ensuing financial year of 30 April 2016 at its meeting held on 27 August 2015.
- (b) Discussed and considered the significant accounting adjustments and auditing issues arising from the interim audit as well as the final audit with the External Auditors. The Audit Committee also had a private discussion with the External Auditors on 27 August 2015 without the presence of Management to review on the issues relating to financial controls and operational efficiencies of the Company and its subsidiaries as well as the head office.
- (c) Reviewed with the External Auditors at the meeting held on 29 March 2016, their audit plan for the financial year end of 30 April 2016, outlining the audit scope, methodology and timetable, audit materiality, areas of focus, fraud considerations and the risk of management override and also the new and revised auditors reporting standards.

3) Internal Audit

- (a) Reviewed 14 Internal Audit reports on various non-listed operating subsidiaries of the Group that are involved in the different activities such as:-
 - a) Provision of logistics/transportation, warehousing and courier services;
 - b) Hotel operator, golf and recreation club operator;
 - c) Development and operation of "Rasa Utara" restaurants;
 - d) Hire purchase and money lending activities;
 - e) Provision and sale of digital media advertisement;
 - f) Construction, operation, management and maintenance of sanitary landfill;
 - g) Operation of the largest grid-connected biogas renewable energy facility;
 - h) Operation of Borders bookstores;
 - i) Operation of the "Wendy's" chain of restaurants;
 - j) Development and operation of the "Papa John's Pizza" chain of restaurants;
 - k) Printing of labels, catalogues, packaging box and ticket rolls;
 - l) Development and operation of the "Kenny Rogers Roasters" chain of restaurants;
 - m) Granting of franchises under "Kenny Rogers Roasters" name; and
 - n) Repacking and trading of organic products.

The Audit Committee reviewed the Internal Audit reports which covered the following areas:-

- i) Management and controls;
- ii) Finance and cash handling matters;
- iii) Purchasing, inventories and maintenance;
- iv) Sales and customer service;
- v) Information technology;
- vi) Memberships;
- vii) Store development, construction and project management;
- viii) Supply chain management;
- ix) Warehouse/store operations;
- x) Administrative and control issues.

SUMMARY OF ACTIVITIES AND WORK OF THE AUDIT COMMITTEE (continued)

3) Internal Audit (continued)

The Audit Committee also reviewed the audit findings and recommendations to improve any weaknesses or non-compliance, and the respective Management's responses thereto. The Internal Audit monitored the implementation of Management's action plan on outstanding issues through follow up reports to ensure that all key risks and control weaknesses are being properly addressed.

- (b) Reviewed and approved the Internal Audit Plan for financial year ending 30 April 2017 to ensure there is adequate scope and comprehensive coverage over the activities of the non-listed operating subsidiaries in the Group and that all the risk areas are audited annually.

4) Recurrent Related Party Transactions

- (a) Reviewed the Circular to Shareholders in connection with the Recurrent Related Party Transactions ("RRPT") that arose within the Group to ensure that the transactions are fair and reasonable to, and are not to the detriment of, the minority shareholders.

The framework set up for identifying and monitoring the RRPT includes inter-alia the following:-

- i) The transactions prices are based on prevailing market rates/prices that are agreed upon under similar commercial terms for transactions with third parties, business practices and policies and on terms which are generally in line with industry norms;
- ii) The Related Parties and interested Directors will be notified of the method and/or procedures of the RRPT for the Group;
- iii) Records of the RRPT will be retained and compiled by the Group accountant for submission to the Audit Committee for review;
- iv) The Audit Committee is to provide a statement that it has reviewed the terms of the RRPT to ensure that such transactions are undertaken based on terms not more favourable to the Related Parties than those generally available to the public, are not detrimental to the minority shareholders and are in the best interest of the Group;
- v) The Audit Committee also reviewed the procedures and processes with regards to the RRPT on a half yearly basis to ensure that the transactions are within the approved mandate;
- vi) Directors who have any interests in any RRPT shall abstain from Board deliberations and voting and will ensure that they and any Person Connected with them will also abstain from voting on the resolution at the Extraordinary General Meeting or Annual General Meeting to be convened for the purpose; and
- vii) Disclosures will be made in the annual report on the breakdown of the aggregate value of the RRPT during the financial year, amongst others, based on the following information:-
 - (a) the type of the RRPT made; and
 - (b) the names of the Related Parties involved in each type of the RRPT made and their relationships with the Group.

5) Related Party Transactions

- (a) Considered transactions with a Related Party and/or interested persons to ensure that such transactions are undertaken on an arm's length basis, on normal commercial terms consistent with the Company's business practices and policies, not prejudicial to the interests of the Company and its minority shareholders and on terms which are generally no more favourable to the related parties and/or interested persons (pursuant to Chapter 10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad).

During the financial year, the Audit Committee had reviewed among others, the following Related Party Transactions, prior to their recommendations to the Board for approval and to make the relevant announcements thereof:-

AUDIT COMMITTEE REPORT 2016

5) Related Party Transactions (continued)

- i) Proposed subscription of one (1) new ordinary share in Berjaya Kyoto Development (S) Pte. Ltd. (“BKyoto”), representing 50% of the enlarged share capital of BKyoto for a cash subscription of SGD34.66 million (about RM97.28 million) (“Proposed Subscription”). BKyoto was then a wholly-owned subsidiary of Berjaya Land Berhad (“BLand”).

In conjunction with the Proposed Subscription, the Company will undertake to advance up to RM152.74 million to the BKyoto Group for the purposes of working capital and proportionate settlement of the inter-company loan with BLand.

- ii) Proposed acquisition of 12% equity interest in BLand for RM419.11 million from Tan Sri Dato’ Seri Vincent Tan Chee Yioun, a major shareholder of the Company, and Penta Investment Advisers Limited. The purchase consideration will be satisfied by the issuance of RM353.25 million nominal value of 10-year 2% Irredeemable Convertible Unsecured Loan Stocks (“New ICULS”) together with 706.50 million free detachable warrants in the Company and by cash of RM65.86 million.

6) Other activities

- (a) Reviewed and recommended to the Board for approval, the Audit Committee Report, Statement of Corporate Governance and Statement on Risk Management and Internal Control for inclusion in the 2015 Annual Report.

SUMMARY OF THE WORK OF THE INTERNAL AUDITOR

The Company has an established Internal Audit Division whose primary function is to assist the Audit Committee in discharging its duties and responsibilities. Their role is to provide the Committee with independent and objective reports on the adequacy and effectiveness of the system of internal controls and procedures in the operating units within the Group and the extent of compliance with the Group’s established policies, procedures and guidelines, and also compliance with applicable laws, regulations, directives and other external enforced compliance requirements.

The Internal Audit’s activities are guided by the Group’s Internal Audit Charter and the Internal Audit Division adopts a risk-based approach focusing on high risk areas. All high risk activities in each auditable area are audited annually. The principal activity of the Internal Audit Division is to conduct regular and systematic review of the system of internal controls so as to provide reasonable assurance that the system continues to operate satisfactorily and effectively.

For the financial year under review, the Internal Audit Division conducted audit assignments on various operating units in the Group involved in lifestyle restaurants and franchising business, retailing and distribution of organic products, Berjaya University College of Hospitality, automobile distribution, sales of spare parts and workshop services, BCard loyalty programme, printing services, operation of book stores, retail sales of maternity and infants/children apparels, stock/share broking and direct selling business.

The activities undertaken by the Internal Audit Division during the financial year ended 30 April 2016 included the following:

1. Tabled Internal Audit Plan for the Audit Committee’s review and endorsement.
2. Reviewed the existing systems, controls and governance processes of various operating units within the Group.
3. Conducted audit reviews and evaluated risk exposures relating to the Group’s governance process and system of internal controls on reliability and integrity of financial and operational information, safeguarding of assets, efficiency of operations, compliance with established policies and procedures and statutory requirements.
4. Provided recommendations to assist the various operating units and the Group in accomplishing its internal control requirements by suggesting improvements to the control processes.
5. Issued internal audit reports incorporating audit recommendations and management’s responses in relation to audit findings on weaknesses in the systems and controls to the Audit Committee and the management of the respective operations.
6. Presented internal audit reports to the Audit Committee for review.
7. Followed up review to ensure that the agreed internal audit recommendations are effectively implemented.

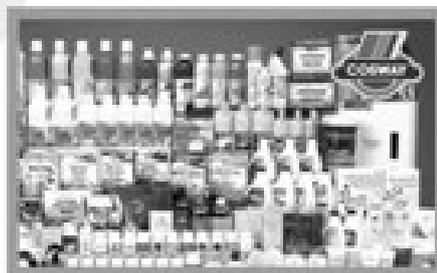
The cost incurred for the Group’s Internal Audit function in respect of the financial year ended 30 April 2016 was approximately RM 2,815,310.

TERMS OF REFERENCE OF AUDIT COMMITTEE

The terms of reference of the Audit Committee can be viewed on the Company’s website at www.berjaya.com.

FINANCIAL STATEMENTS

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DIRECTORS' REPORT

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 April 2016.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and provision of management services.

The principal activities of the subsidiary companies consist of:

- (i) Financial services;
- (ii) Marketing of consumer products and services;
- (iii) Motor trading and distribution and provision of after-sales services;
- (iv) Environmental and clean technology services;
- (v) Food and beverage;
- (vi) Property development and investment;
- (vii) Development and operation of hotels, resorts and other recreational activities;
- (viii) Gaming operations comprising Toto betting, leasing of online lottery equipment, provision of software support and the manufacture and distribution of computerised lottery and voting systems;
- (ix) Telecommunication and information technology related services, solutions and products; and
- (x) Investment holding and others.

There were no significant changes in the Group's activities during the financial year other than those principal activities related to REDtone International Berhad, which became a subsidiary company of the Group during the financial year.

RESULTS

	Group RM'000	Company RM'000
(Loss)/Profit for the year	<u>(117,089)</u>	<u>561,697</u>
Attributable to:		
Owners of the parent	(177,223)	561,697
Non-controlling interests	<u>60,134</u>	<u>-</u>
	<u>(117,089)</u>	<u>561,697</u>

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements.

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature other than as disclosed in Note 34 to the financial statements.

DIVIDENDS

The dividend paid by the Company since 30 April 2015 was as follows:

	RM'000
<u>In respect of the financial year ended 30 April 2015</u>	
Final dividend of 1% single-tier dividend, paid on 30 December 2015	<u>42,003</u>

On 29 June 2016, the Company recommended a final share dividend distribution of 3 treasury shares for every 100 ordinary shares held in respect of the current financial year ended 30 April 2016, to be approved by the Company's shareholders at the forthcoming Annual General Meeting. The final share dividend is equivalent to 2.16 sen per share. The financial statements for the current financial year do not reflect this final share dividend. This final share dividend will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2017.

DIRECTORS

The names of the directors of the Company in office since the date of the last report and at the date of this report are:

Dato' Sri Robin Tan Yeong Ching
 Chan Kien Sing
 Vivienne Cheng Chi Fan
 Dato' Sri Azlan Meah bin Haji Ahmed Meah
 Dato' Zurainah binti Musa
 Freddie Pang Hock Cheng
 Dato' Dickson Tan Yong Loong
 Tan Sri Datuk Abdul Rahim bin Haji Din
 Dato' Hj Md Yusoff @ Mohd Yusoff bin Jaafar
 Datuk Robert Yong Kuen Loke
 Datuk Mohd Zain bin Ahmad
 Dr. Jayanthi Naidu A/P G. Danasamy
 Nerine Tan Sheik Ping

(Appointed on 1 January 2016)

DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate, other than warrants.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as shown in Note 35 to the financial statements) by reason of a contract made by the Company or a related corporation with any director or with a firm of which he is a member, or with a company in which he has a substantial financial interest, except as disclosed in Note 40 to the financial statements.

DIRECTORS' REPORT

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares, warrants, options and debentures of the Company and its related corporations during the financial year were as follows:

		Number of ordinary shares of RM1.00 each			
		At 1.5.15	Acquired	Disposed	At 30.4.16
The Company					
		2,222,847	-	-	2,222,847
	(a)	5,000	-	-	5,000
	Δ	599,416,995	26,900,600	-	626,317,595
		47,688	-	-	47,688
		217,388	-	-	217,388
	(a)	143,300	-	-	143,300
		12,000	-	-	12,000
	(a)	18,000	-	-	18,000
		33,600	-	-	33,600
		1,020,548	370	-	1,020,918
		-	5,537	-	5,537

**Number of 0% Irredeemable Convertible
Unsecured Loan Stocks 2005/2015 of
RM0.50 nominal value each ("BCorp 0% ICULS") ***

		At 1.5.15	Acquired	Converted	At 30.4.16
The Company					
	Δ	12,401,200	-	12,401,200	-
		11,075	-	11,075	-
		741	-	741	-

**Number of 5% Irredeemable Convertible
Unsecured Loan Stocks 2012/2022 of
RM1.00 nominal value each ("BCorp 5% ICULS")**

	At 1.5.15 or at date of appointment	Acquired	Converted	At 30.4.16
The Company				
Dato' Sri Robin Tan Yeong Ching	2,620,500	-	-	2,620,500
(a)	1,000	-	-	1,000
Δ	87,029,000	-	20,700,000	66,329,000
Chan Kien Sing	10,000	-	-	10,000
Freddie Pang Hock Cheng	40,000	-	-	40,000
(a)	25,200	-	-	25,200
Vivienne Cheng Chi Fan	2,000	-	-	2,000
(a)	243,000	-	-	243,000
Tan Sri Datuk Abdul Rahim bin Haji Din	5,600	-	-	5,600
Datuk Robert Yong Kuen Loke	2,516,508	-	-	2,516,508
Nerine Tan Sheik Ping	132,000	-	-	132,000

Number of Warrants 2012/2022

	At 1.5.15	Acquired	Disposed	At 30.4.16
The Company				
Dato' Sri Robin Tan Yeong Ching	2,620,500	-	-	2,620,500
(a)	1,000	-	-	1,000
Δ	87,029,000	-	-	87,029,000
Chan Kien Sing	10,000	-	-	10,000
Freddie Pang Hock Cheng	40,000	-	-	40,000
(a)	25,200	-	-	25,200
Vivienne Cheng Chi Fan	2,000	-	-	2,000
(a)	134,000	-	-	134,000
Tan Sri Datuk Abdul Rahim bin Haji Din	5,600	-	-	5,600
Datuk Robert Yong Kuen Loke	170,108	-	-	170,108

Subsidiary companies:

Number of ordinary shares of RM0.50 each

	At 1.5.15 or at date of appointment	Acquired	Disposed	At 30.4.16
Berjaya Land Berhad				
Dato' Sri Robin Tan Yeong Ching	600,000	-	-	600,000
Δ	56,600,000	-	-	56,600,000
Freddie Pang Hock Cheng	160,000	-	-	160,000
(a)	4,000	-	-	4,000
Datuk Robert Yong Kuen Loke	360,808	-	-	360,808
Nerine Tan Sheik Ping	2,000,000	-	-	2,000,000

DIRECTORS' REPORT

		Number of ordinary shares of RM0.10 each			
		At 1.5.15	Acquired	Disposed	At 30.4.16
Berjaya Sports Toto Berhad					
		1,000,000	7,142 [△]	-	1,007,142
		3,585	25 [△]	-	3,610
		407,937	2,913 [△]	-	410,850
	(a)	169,519	1,210 [△]	-	170,729
	(a)	40,919	292 [△]	-	41,211
		122,790	877 [△]	-	123,667
		13,200	94 [△]	-	13,294
		Number of ordinary shares of RM0.50 each			
		At 1.5.15	Acquired	Disposed	At 30.4.16
Berjaya Food Berhad					
		1,877,560	211,740	-	2,089,300
		Number of ordinary shares of RM0.50 each under employees' share option scheme #			
		At 1.5.15	Granted	Exercised	At 30.4.16
Berjaya Food Berhad					
		211,740	-	211,740	-
		Number of ordinary shares of RM0.10 each			
		At 8.5.15	Acquired	Disposed	At 30.4.16
Redtone International Berhad +					
	(a)	50,000	-	-	50,000
		Number of 2.75% Irredeemable Convertible Unsecured Loan Stocks 2010/2020 of RM0.10 nominal value each			
		At 8.5.15	Acquired	Converted	At 30.4.16
Redtone International Berhad +					
	(a)	50,000	-	-	50,000

Notes:

- △ Indirect interests pursuant to Section 6A of the Companies Act, 1965.
- (a) Indirect interests pursuant to Section 134(12)(c) of the Companies Act, 1965.
- * BCorp 0% ICULS had been automatically converted into ordinary share on the basis of two (2) BCorp 0% ICULS for one (1) Company share upon its maturity on 30 October 2015.
- △ Share dividend distribution by Berjaya Sports Toto Berhad on the basis of one (1) Berjaya Sports Toto Berhad treasury share for every one hundred and forty (140) existing ordinary shares on 23 October 2015.
- # Berjaya Food Berhad share option expired on 7 March 2016.
- + Redtone International Berhad became a subsidiary of the Group on 8 May 2015.

None of the other directors in office at the end of the financial year had any interest in shares, warrants, options and debentures of the Company or its related corporations during the financial year.

ISSUE OF SHARES

During the financial year, the Company increased its issued and fully paid-up share capital from RM4,330,613,939 to RM4,673,179,934 by way of the issuance of:

- (i) 14,448,434 ordinary shares of RM1.00 each pursuant to conversion of 28,896,910 BCorp 0% ICULS;
- (ii) 50,554,766 ordinary shares of RM1.00 each pursuant to conversion of 50,554,766 BCorp 5% ICULS; and
- (iii) 277,562,795 ordinary shares of RM1.00 each pursuant to the mandatory conversion of 555,134,603 BCorp 0% ICULS upon the maturity of the BCorp 0% ICULS on 30 October 2015.

TREASURY SHARES

The number of treasury shares held in hand as at 30 April 2016 was 182,000,000 (2015: 182,000,000) units.

As at 30 April 2016, the issued and paid-up share capital of the Company with voting rights was 4,491,179,934 (2015: 4,148,613,939) ordinary shares of RM1.00 each.

OTHER STATUTORY INFORMATION

- (a) Before the statements of financial position and statements of profit or loss of the Group and of the Company were made out, the directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts have been written off and that adequate provision had been made for doubtful debts; and
 - (ii) to ensure that any current asset which was unlikely to realise its value as shown in the accounting records in the ordinary course of business had been written down to an amount which it might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
 - (i) the amount written off for bad debts or the amount of provision for doubtful debts inadequate to any substantial extent; and
 - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) As at the date of this report, there does not exist:
 - (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
 - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (f) In the opinion of the directors:
 - (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations as and when they fall due; and
 - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

DIRECTORS' REPORT

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

Significant events during the financial year are disclosed in Note 47 to the financial statements.

SUBSEQUENT EVENTS

Significant events subsequent to the end of the financial year are disclosed in Note 48 to the financial statements.

AUDITORS

The auditors, Ernst & Young, have expressed their willingness to continue in office.

Signed on behalf of the Board in accordance with a resolution of the directors dated 11 August 2016

DATO' SRI ROBIN TAN YEONG CHING

TAN SRI DATUK ABDUL RAHIM BIN HAJI DIN

STATEMENT BY DIRECTORS

(Pursuant to Section 169(15) of the Companies Act, 1965)

We, DATO' SRI ROBIN TAN YEONG CHING and TAN SRI DATUK ABDUL RAHIM BIN HAJI DIN, being two of the directors of BERJAYA CORPORATION BERHAD, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 12 to 235 are drawn up in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 April 2016 and of the financial performance and the cash flows of the Group and of the Company for the financial year then ended.

The supplementary information set out in Note 51 to the financial statements on page 236 have been prepared in accordance with the Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants.

Signed on behalf of the Board in accordance with a resolution of the directors dated 11 August 2016

DATO' SRI ROBIN TAN YEONG CHING

TAN SRI DATUK ABDUL RAHIM BIN HAJI DIN

STATUTORY DECLARATION

(Pursuant to Section 169(16) of the Companies Act, 1965)

I, TAN THIAM CHAI, being the officer primarily responsible for the financial management of BERJAYA CORPORATION BERHAD, do solemnly and sincerely declare that the accompanying financial statements set out on pages 12 to 236 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed)
TAN THIAM CHAI at Kuala Lumpur in the Federal Territory)
on 11 August 2016

)
TAN THIAM CHAI

Before me:

OOI AH BAH (W152)

Commissioner for Oaths

Kuala Lumpur

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

Report on the financial statements

We have audited the financial statements of Berjaya Corporation Berhad, which comprise the statements of financial position as at 30 April 2016 of the Group and of the Company, and the statements of profit or loss and statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 12 to 235.

Directors' responsibility for the financial statements

The directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 April 2016 and of their financial performance and cash flows for the year then ended in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

Report on other legal and regulatory requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We have considered the financial statements and the auditors' reports of all the subsidiaries of which we have not acted as auditors, which are indicated in Note 49 to the financial statements, being financial statements that have been included in the consolidated financial statements.
- (c) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for those purposes.
- (d) The auditors' reports on the financial statements of the subsidiaries were not subject to any qualification material to the consolidated financial statements and did not include any comment required to be made under Section 174(3) of the Act.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

Other reporting responsibilities

The supplementary information set out in Note 51 on page 236 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad and is not part of the financial statements. The directors are responsible for the preparation of the supplementary information in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.

Other matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

ERNST & YOUNG
AF: 0039

Chartered Accountants

Kuala Lumpur, Malaysia
11 August 2016

LOW KHUNG LEONG
2697/01/17(J)
Chartered Accountant

STATEMENTS OF FINANCIAL POSITION

AS AT 30 APRIL 2016

	Note	Group		Company	
		2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	3	3,766,965	3,514,521	1,097	1,126
Biological assets	4	4,773	5,300	-	-
Other investments	5	92,444	87,997	-	-
Investment properties	6	768,438	702,905	-	-
Prepaid land lease premium	7	-	1,018	-	-
Land held for development	8	2,607,092	1,956,934	-	-
Associated companies	9	1,272,209	2,441,745	227,917	257,682
Subsidiary companies	10	-	-	1,605,050	1,463,204
Joint ventures	11	95,132	44,812	-	-
Other long term receivables	12	627,550	579,735	-	-
Intangible assets	13	6,571,123	6,420,357	140,422	-
Deferred tax assets	27	85,643	54,675	-	-
		<u>15,891,369</u>	<u>15,809,999</u>	<u>1,974,486</u>	<u>1,722,012</u>
Current assets					
Development properties	14	847,393	2,020,387	-	-
Inventories	15	1,052,957	935,081	-	-
Trade and other receivables	16	1,487,298	1,284,452	4,960,757	4,694,330
Short term investments	17	12,152	5,854	-	-
Tax recoverable		65,071	33,747	-	273
Deposits with					
financial institutions	18	809,789	633,178	75,973	3,947
Cash and bank balances	19	1,788,664	958,744	23,776	11,292
		<u>6,063,324</u>	<u>5,871,443</u>	<u>5,060,506</u>	<u>4,709,842</u>
Assets of disposal group/ Non-current assets classified as held for sale	20	1,392,624	612,612	62,421	-
		<u>7,455,948</u>	<u>6,484,055</u>	<u>5,122,927</u>	<u>4,709,842</u>
TOTAL ASSETS		<u>23,347,317</u>	<u>22,294,054</u>	<u>7,097,413</u>	<u>6,431,854</u>

STATEMENTS OF FINANCIAL POSITION

AS AT 30 APRIL 2016

	Note	Group		Company	
		2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
EQUITY AND LIABILITIES					
Equity attributable to equity holders of the parent					
Share capital	21	4,673,180	4,330,614	4,673,180	4,330,614
Equity component of irredeemable convertible unsecured loan stocks	22	253,608	409,972	253,608	565,716
Reserves	23	2,132,623	2,392,549	1,053,756	549,182
		7,059,411	7,133,135	5,980,544	5,445,512
Treasury shares	24	(130,399)	(130,399)	(130,399)	(130,399)
		6,929,012	7,002,736	5,850,145	5,315,113
Non-controlling interests		5,171,636	5,015,290	-	-
Total equity		12,100,648	12,018,026	5,850,145	5,315,113
Non-current liabilities					
Liability component of irredeemable convertible unsecured loan stocks	22	158,731	192,743	158,582	192,743
Long term borrowings	25	4,530,187	4,735,377	363,864	514,257
Other long term liabilities	26	237,657	188,078	106,304	-
Deferred tax liabilities	27	474,846	358,247	17,996	21,353
Provisions	28	21,492	23,004	-	-
		5,422,913	5,497,449	646,746	728,353
Current liabilities					
Trade and other payables	29	3,279,893	2,391,676	142,278	21,545
Provisions	28	11,562	9,259	-	-
Short term borrowings	30	2,321,987	2,290,774	456,164	366,843
Taxation		185,967	83,196	-	-
Derivative liability	31	2,080	-	2,080	-
		5,801,489	4,774,905	600,522	388,388
Liabilities directly associated with disposal groups classified as held for sale	20	22,267	3,674	-	-
		5,823,756	4,778,579	600,522	388,388
Total liabilities		11,246,669	10,276,028	1,247,268	1,116,741
TOTAL EQUITY AND LIABILITIES		23,347,317	22,294,054	7,097,413	6,431,854

The accompanying notes form an integral part of the financial statements.

STATEMENTS OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 APRIL 2015

	Note	Group		Company	
		2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
Revenue	32	9,016,774	9,514,106	618,408	31,511
Cost of sales		(6,204,842)	(6,616,351)	-	-
Gross profit		2,811,932	2,897,755	618,408	31,511
Other income		638,088	1,488,428	111,726	41,644
Administrative expenses		(1,512,231)	(1,544,526)	(41,954)	(20,966)
Selling and distribution expenses		(560,392)	(620,548)	-	-
Other expenses		(776,451)	(323,083)	(34,623)	(759)
		600,946	1,898,026	653,557	51,430
Finance costs	33	(423,383)	(385,711)	(88,609)	(72,298)
Share of results of associates		130,453	105,154	-	-
Share of results of joint ventures		(14,279)	(15,736)	-	-
Profit/(Loss) before tax	34	293,737	1,601,733	564,948	(20,868)
Taxation	36	(410,826)	(359,477)	(3,251)	1,391
(Loss)/Profit for the year		(117,089)	1,242,256	561,697	(19,477)
Attributable to:					
Owners of the parent		(177,223)	890,582	561,697	(19,477)
Non-controlling interests		60,134	351,674	-	-
		(117,089)	1,242,256	561,697	(19,477)
(Loss)/Earnings per share attributable to owners of the parent (sen)	37				
- Basic, for the year		(3.22)	18.09		
- Diluted, for the year		(3.24)	18.01		
Dividend per share (sen)					
- Final dividend				2.16	1.00

The accompanying notes form an integral part of the financial statements.

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 APRIL 2015

	Note	Group		Company	
		2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
(Loss)/Profit for the year		(117,089)	1,242,256	561,697	(19,477)
Other comprehensive income:					
<u>Items that may be reclassified</u>					
<u>subsequently to profit or loss</u>					
Net changes on available-for-sale ("AFS") financial assets					
- Changes in fair value of AFS investments		(7,873)	13,666	-	-
- Transferred to profit or loss due to:					
- Disposal of AFS investments		(6,778)	(21,141)	-	-
- Impairment of AFS investments		8,579	1,639	-	-
- Deemed disposal of an associated company		9	-	-	-
- Reclassification of AFS investment to associated company		-	(12,936)	-	-
Foreign currency translation		137,641	201,638	-	-
Foreign currency reserve transfer to profit or loss due to disposal of subsidiaries		(10,969)	-	-	-
Impairment in value of gaming rights		(50,040)	(123,382)	-	-
Share of other comprehensive items of associates		(6,841)	(7,158)	-	-
Changes in fair value reserve upon recognition of deferred tax liability on gaming rights with finite life		(15,429)	-	-	-
Taxation relating to components of other comprehensive income	36	1,758	2,761	-	-
<u>Items that will not be reclassified</u>					
<u>subsequently to profit or loss</u>					
Revaluation of land and buildings		706	1,835	-	-
Actuarial loss recognised in defined benefit pension scheme		762	(546)	-	-
Tax effects relating to the defined benefit pension scheme	36	(159)	149	-	-
Total comprehensive income for the year		(65,723)	1,298,781	561,697	(19,477)
Total comprehensive income					
Attributable to:					
- Owners of the parent		(168,564)	941,961	561,697	(19,477)
- Non-controlling interests		102,841	356,820	-	-
		(65,723)	1,298,781	561,697	(19,477)

The accompanying notes form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2016

Attributable to the equity holders of the Company

Non-distributable

GROUP	Share capital RM'000	Share premium RM'000	ICULS - equity component # RM'000	AFS reserves* RM'000	Reserve of disposal group classified as held for sale RM'000	Share option reserve RM'000	Warrant reserve^ RM'000	Consolidation reserve RM'000	Fair value reserve RM'000	Capital reserves RM'000	Foreign currency translation reserves RM'000	Retained earnings RM'000	Treasury shares RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 May 2015	4,330,614	6,965	409,972	(73,582)	-	4,921	145,758	(892,224)	851,825	28,377	73,995	2,196,545	(130,399)	6,952,767	4,841,869	11,794,636
Prior year adjustment (Note 2.6)	-	-	-	-	-	-	-	-	(8,946)	-	-	58,915	-	49,989	173,421	223,350
As restated	4,330,614	6,965	409,972	(73,582)	-	4,921	145,758	(892,224)	842,879	28,377	73,995	2,255,460	(130,399)	7,002,756	5,015,290	12,018,026
Profit for the year	-	-	-	-	-	-	-	-	-	-	-	(177,223)	-	(177,223)	60,134	(117,089)
Other comprehensive income	-	-	-	(8,273)	-	50	-	2	(23,542)	599	39,653	170	-	8,659	42,707	51,366
Total comprehensive income for the year	-	-	-	(8,273)	-	50	-	2	(23,542)	599	39,653	(177,053)	-	(168,564)	102,841	(65,723)
Share of an associated company's effect arising on acquisition of additional interest in its subsidiary company	-	-	-	-	-	-	-	-	-	-	-	14,521	-	14,521	7,790	22,311
Effects of amortisation and recognition of deferred tax and realignments on gaming rights	-	-	-	-	-	-	-	-	(9,635)	-	-	5,980	-	(3,655)	(23,448)	(27,103)
Transactions with owners:																
Reversal of deferred tax liability on conversion of BCorp ICULS 2	-	-	1,520	-	-	-	-	-	-	-	-	-	-	1,520	-	1,520
Re-issue of BCorp ICULS 1 previously held within the Group to third parties	-	-	155,744	-	-	-	-	-	(78,231)	2,768	(2,031)	(59,092)	-	96,652	(38,369)	58,283
Transfer of reserves	-	-	-	68,608	-	(3,943)	-	(1,347)	-	-	-	14,176	-	-	-	-
Arising from conversion of BCorp ICULS 1 and 2 (Note 22)	65,003	-	(36,060)	-	-	-	-	-	-	-	-	(15,120)	-	13,823	-	13,823
- by surrender option	277,563	-	(277,568)	-	-	-	-	-	-	-	-	-	-	(5)	-	(5)
- by mandatory conversion upon maturity of BCorp ICULS 1 on 30 October 2015	-	-	-	-	-	-	-	-	-	-	-	-	-	(5)	-	(5)
Reserve attributable to non-current assets classified as held for sale	-	-	-	-	9,971	(1,031)	-	-	(8,212)	(432)	(296)	-	-	-	-	-
Acquisition of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	-	204,923	204,923
Arising from part disposals/dilution of equity interest in subsidiary companies	-	-	-	-	-	-	-	18,745	-	-	-	-	-	18,745	39,284	58,029
Arising from increase in equity interest in subsidiary companies	-	-	-	-	-	-	-	(4,946)	-	-	-	(866)	-	(5,812)	(18,822)	(24,634)
Capital contribution by non-controlling interests	-	-	-	-	-	1,054	-	-	-	-	-	-	-	1,054	4,516	1,054
Share based payment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(122,369)	(122,369)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(42,003)	-	(42,003)	-	(42,003)
Dividends (Note 38)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 April 2016	3,42,566	-	(156,364)	68,608	9,971	(3,920)	-	12,452	(66,443)	2,336	(2,327)	(102,905)	-	89,974	69,163	153,137
	4,673,180	6,965	253,608	(13,247)	9,971	1,051	145,758	(879,770)	723,259	31,312	111,321	1,996,003	(130,399)	6,929,012	5,171,636	12,100,648

Share of an associated company's effect arising on acquisition of additional interest in its subsidiary company

Effects of amortisation and recognition of deferred tax and realignments on gaming rights

Transactions with owners:

Reversal of deferred tax liability on conversion of BCorp ICULS 2

Re-issue of BCorp ICULS 1 previously held within the Group to third parties

Transfer of reserves

Arising from conversion of BCorp ICULS 1 and 2 (Note 22)

- by surrender option

- by mandatory conversion upon maturity of BCorp ICULS 1 on 30 October 2015

Reserve attributable to non-current assets classified as held for sale

Acquisition of subsidiary companies

Arising from part disposals/dilution of equity interest in subsidiary companies

Arising from increase in equity interest in subsidiary companies

Capital contribution by non-controlling interests

Share based payment

Dividends paid to non-controlling interests

Dividends (Note 38)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 APRIL 2016

GROUP	Share capital RM'000	Share premium RM'000	ICULS - equity component # RM'000	AFS reserves* RM'000	Share option reserve RM'000	Warrant reserve^ RM'000	Consolidation reserve RM'000	Fair value reserve RM'000	Capital reserves RM'000	Foreign currency translation reserves RM'000	Retained earnings RM'000	Treasury shares RM'000	Total RM'000	Non- controlling interests RM'000	Total equity RM'000
Non-distributable															
At 1 May 2014	4,300,648	6,606	442,417	(7,489)	4,447	146,117	(971,024)	906,838	15,278	(36,642)	980,132	(82,882)	5,702,446	5,293,442	10,995,888
Profit for the year	-	-	-	-	-	-	-	-	-	-	831,667	-	831,667	197,045	1,028,712
- as previously reported	-	-	-	-	-	-	-	-	-	-	58,915	-	58,915	154,629	213,544
- prior year adjustment (Note 2.6)	-	-	-	-	-	-	-	-	-	-	890,582	-	890,582	351,674	1,242,256
Other comprehensive income	-	-	-	(12,849)	(478)	-	(960)	(37,630)	6	112,320	(84)	-	60,325	(13,646)	46,679
- as previously reported	-	-	-	-	-	-	-	(8,946)	-	-	-	-	(8,946)	18,792	9,846
- prior year adjustment (Note 2.6)	-	-	-	(12,849)	(478)	-	(960)	(46,576)	6	112,320	(84)	-	51,379	5,146	56,525
Total comprehensive income for the year	-	-	-	(12,849)	(478)	-	(960)	(46,576)	6	112,320	890,498	-	941,961	356,820	1,298,781
Share of an associated company's partial loss on disposal of its subsidiary company	-	-	-	-	-	-	-	-	-	-	(391)	-	(391)	(267)	(658)
Transactions with owners:															
Buy back of Warrants 2	-	359	-	-	-	(359)	-	-	-	-	-	-	-	-	-
Reversal of deferred tax liability on conversion of BCorp ICULS 2	-	-	1	-	-	-	-	-	-	-	-	-	1	-	1
Transfer of reserves	-	-	-	(53,244)	(2,561)	-	(376,849)	(17,383)	13,093	317	436,627	-	-	-	-
Arising from conversion of BCorp ICULS 1 and 2 (Note 22)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
- by surrender option	29,966	-	(29,946)	-	-	-	-	-	-	-	(9)	-	11	-	11
Buy back of BCorp ICULS 1 (Note 22)	-	-	(2,500)	-	-	-	-	-	-	-	1,104	-	(1,396)	-	(1,396)
Arising from exercise of Warrants 1	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Treasury shares acquired	-	-	-	-	-	-	-	-	-	-	-	(47,517)	(47,517)	-	(47,517)
Acquisition of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	8,068	8,068
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	-	-	-	-	370,690	-	-	-	-	-	370,690	51,245	421,935
Arising from increase in equity interest in subsidiary companies	-	-	-	-	-	-	85,919	-	-	-	(11,314)	-	74,605	(214,208)	(139,603)
Capital contribution by non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	7,050	7,050
Disposal of subsidiaries	-	-	-	-	3,513	-	-	-	-	-	-	-	-	(276,366)	(276,366)
Share based payment	-	-	-	-	-	-	-	-	-	-	-	-	3,513	2,672	6,185
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(213,166)	(213,166)
Dividends (Note 38)	-	-	-	-	-	-	-	-	-	-	(41,187)	-	(41,187)	-	(41,187)
At 30 April 2015	29,966	359	(32,445)	(53,244)	952	(359)	79,760	(17,383)	13,093	317	985,221	(47,517)	358,720	(634,705)	(275,985)
4,330,614	6,965	409,972	(73,582)	4,921	145,758	(692,224)	842,879	28,377	73,995	2,255,460	(130,399)	7,002,736	5,015,290	12,018,026	

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2016

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 APRIL 2016 (CONTINUED)

Notes:

- # This comprises the equity components of 0% Irredeemable Convertible Unsecured Loan Stocks October 2005/2015 ("BCorp ICULS 1") and 5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022 ("BCorp ICULS 2").
- * This represents available-for-sale reserves.
- ^ This comprises the fair values of 10-year Warrants 2012/2022 ("Warrants 1") and 5-year Warrants 2012/2017 ("Warrants 2"). Warrants 2 were issued pursuant to the issue of 5% Irredeemable Convertible Unsecured Loan Stocks November 2012/2015 ("BCorp ICULS 3").

The accompanying notes form an integral part of the financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2016

COMPANY	Share capital	Share premium	ICULS - equity component#	Warrant reserve [^]	Distributable Retained earnings	Treasury shares	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2015	4,330,614	6,965	565,716	147,018	395,199	(130,399)	5,315,113
Total comprehensive income	-	-	-	-	561,697	-	561,697
Transactions with owners:							
Arising from conversion of BCorp ICULS 1 and 2 (Note 22)							
- by surrender option	65,003	-	(36,060)	-	(15,120)	-	13,823
- by mandatory conversion upon maturity of BCorp ICULS 1 on 30 October 2015	277,563	-	(277,568)	-	-	-	(5)
Reversal of deferred tax liability on conversion of BCorp ICULS 2	-	-	1,520	-	-	-	1,520
Dividends (Note 38)	-	-	-	-	(42,003)	-	(42,003)
At 30 April 2016	<u>4,673,180</u>	<u>6,965</u>	<u>253,608</u>	<u>147,018</u>	<u>899,773</u>	<u>(130,399)</u>	<u>5,850,145</u>

COMPANY	Share capital	Share premium	ICULS - equity component#	Warrant reserve [^]	Distributable Retained earnings	Treasury shares	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2014	4,300,648	6,606	595,661	147,377	455,872	(82,882)	5,423,282
Total comprehensive income	-	-	-	-	(19,477)	-	(19,477)
Transactions with owners:							
Arising from conversion of BCorp ICULS 1 and 2 (Note 22)							
- by surrender option	29,966	-	(29,946)	-	(9)	-	11
Buyback of Warrants 2	-	359	-	(359)	-	-	-
Reversal of deferred tax liability on conversion of BCorp ICULS 2	-	-	1	-	-	-	1
Treasury shares acquired	-	-	-	-	-	(47,517)	(47,517)
Dividends (Note 38)	-	-	-	-	(41,187)	-	(41,187)
At 30 April 2015	<u>4,330,614</u>	<u>6,965</u>	<u>565,716</u>	<u>147,018</u>	<u>395,199</u>	<u>(130,399)</u>	<u>5,315,113</u>

Notes:

This comprises equity component of BCorp ICULS 1 and 2.

[^] This comprises the fair values of Warrants 1 and 2.

The accompanying notes form an integral part of the financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 APRIL 2016

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000 (Restated)
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from customers	9,687,902	10,124,982	2,541	2,541
Receipt of part of the sales consideration from the disposal of development project	680,899	-	-	-
Payment to suppliers, prize winners and operating expenses	(8,319,056)	(8,734,796)	(39,809)	(28,430)
Development expenditure incurred	(658,970)	(692,502)	-	-
Tax refund	17,280	3,303	273	-
Payment of taxes	(362,599)	(395,452)	(5,088)	-
Other receipts (Note c)	17,197	8,749	-	-
Net cash flow generated from/(used in) operating activities	<u>1,062,653</u>	<u>314,284</u>	<u>(42,083)</u>	<u>(25,889)</u>
CASH FLOWS FROM INVESTING ACTIVITIES				
Sales of property, plant and equipment	15,202	93,715	-	2
Sales of investment properties and other non-current assets	1,060,212	14,853	-	-
Sales of investments in subsidiary companies (Note b)	155,745	369,423	74,098	-
Sales of investments in associated companies	579,811	162,578	-	-
Sales of other investments	35,109	26,866	-	-
Acquisition of property, plant and equipment (Note d)	(853,533)	(409,501)	(183)	(493)
Acquisition of business operations (Note 13.1)	(168)	(70,470)	-	-
Acquisition of investments in subsidiary companies (Note a)	(95,528)	(584,306)	(195,577)	(4,116)
Acquisition of investments in associated companies	(28,094)	(133,371)	-	-
Acquisition of other investments	(15,571)	(19,170)	-	-
Expenditure incurred on liquidated associated company	-	(6,532)	-	-
Acquisition of other non-current assets and intangible assets (Note e)	(152,368)	(18,820)	-	-
Acquisition of treasury shares by subsidiary companies	(21,458)	(30,214)	-	-
Interest received	53,251	55,549	51,732	41,644
Dividends received	68,608	55,724	15,700	28,335
Resale of treasury shares by a subsidiary company	-	11,060	-	-
Net repayment from/(advances to) subsidiary companies	-	-	341,972	(130,668)
Net repayment from/(advances to) joint ventures	10,962	(7,979)	-	-
Deposit placements with investment brokers	(53,154)	-	-	-
Other (payments)/receipts arising from investments	(3,852)	67,857	(2,750)	-
Net cash flow generated from/(used in) investing activities	<u>755,174</u>	<u>(422,738)</u>	<u>284,992</u>	<u>(65,296)</u>

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 30 APRIL 2016

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000 (Restated)
CASH FLOWS FROM FINANCING ACTIVITIES				
Issuance of share capital to non-controlling interests of subsidiary companies	9,653	75,132	-	-
Treasury shares acquired	-	(47,517)	-	(47,517)
Reissuance of BCorp ICULS 1	58,283	-	-	-
Acquisition of treasury shares from non-controlling interests by a foreign subsidiary company	-	(17,362)	-	-
Issuance of medium term notes by subsidiary companies	305,000	945,000	-	-
Redemption of medium term notes	(280,000)	(195,000)	-	-
Drawdown of bank borrowings and other loans	2,421,487	2,231,703	788,233	517,240
Repayment of bank borrowings and other loans	(2,716,444)	(2,142,851)	(797,126)	(176,789)
Payment of hire purchase/lease liabilities	(16,000)	(83,075)	(182)	(156)
Repurchase of BCorp ICULS 1	-	(1,396)	-	-
Repurchase of BCorp ICULS 3	-	(60,000)	-	(60,000)
Interest paid	(411,555)	(391,520)	(107,321)	(88,265)
Dividends paid to shareholders of the Company	(42,003)	(41,194)	(42,003)	(41,194)
Dividends paid to non-controlling interests of subsidiary companies	(120,515)	(216,608)	-	-
Withdrawal/(Placement) of bank deposits	97	(186)	-	-
Placements in banks as security pledged for borrowings	(611,122)	(176,280)	(50,126)	(13,983)
Net cash flow (used in)/generated from financing activities	(1,403,119)	(121,154)	(208,525)	89,336
NET CHANGE IN CASH AND CASH EQUIVALENTS	414,708	(229,608)	34,384	(1,849)
EFFECT OF EXCHANGE RATE CHANGES	9,512	58,384	-	-
CASH AND CASH EQUIVALENTS BROUGHT FORWARD	1,183,655	1,354,879	1,256	3,105
CASH AND CASH EQUIVALENTS CARRIED FORWARD	1,607,875	1,183,655	35,640	1,256

The accompanying notes form an integral part of the financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 APRIL 2016

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000 (Restated)
CASH AND CASH EQUIVALENTS				
The closing cash and cash equivalents comprise of the following:				
Cash and bank balances	1,788,664	958,744	23,776	11,292
Deposits with financial institutions	809,789	633,178	75,973	3,947
	<u>2,598,453</u>	<u>1,591,922</u>	<u>99,749</u>	<u>15,239</u>
Less: Deposits with maturity more than 3 months	(89)	(186)	-	-
	<u>2,598,364</u>	<u>1,591,736</u>	<u>99,749</u>	<u>15,239</u>
Bank overdrafts (Note 30)	(56,259)	(85,352)	-	-
	<u>2,542,105</u>	<u>1,506,384</u>	<u>99,749</u>	<u>15,239</u>
Excluding : Remisiers' deposits held in trust	(13,320)	(14,488)	-	-
	<u>2,528,785</u>	<u>1,491,896</u>	<u>99,749</u>	<u>15,239</u>
Less : Cash and cash equivalents restricted for use				
- Deposits	(141,041)	(100,564)	(52,034)	(3,947)
- Cash and bank balances	(781,215)	(209,402)	(12,075)	(10,036)
	<u>1,606,529</u>	<u>1,181,930</u>	<u>35,640</u>	<u>1,256</u>
Including: Cash and cash equivalents classified as held for sale	1,346	1,725	-	-
	<u><u>1,607,875</u></u>	<u><u>1,183,655</u></u>	<u><u>35,640</u></u>	<u><u>1,256</u></u>

Notes:

- a) Analysis of the effects of subsidiary companies acquired:

	Group	
	2016 RM'000	2015 RM'000 (Restated)
Property, plant and equipment (Note 3)	40,726	100,193
Net other assets acquired	350,796	145,375
Non-controlling interests	(187,337)	(8,068)
Other intangible assets on consolidation	3,831	-
Goodwill on consolidation	112,848	422,005
Net assets acquired	<u>320,864</u>	<u>659,505</u>
Excluding: Cash and cash equivalents of subsidiary companies acquired	(25,440)	(61,816)
Consideration for assets acquisition and other adjustments	-	(26,296)
Carrying amount of the equity interests previously owned at the date of acquisition	(195,950)	(61,666)
Gain on remeasurement (Note 34(d)(ii))	(13,952)	(199,698)
Fair value of the equity interests previously owned at the date of acquisition	<u>(209,902)</u>	<u>(261,364)</u>
	85,522	310,029
Payment for previous year acquisition	1,977	-
Acquisition of additional interest in subsidiary companies	8,029	274,277
Cash flow on acquisition (net of cash in subsidiary companies acquired)	<u><u>95,528</u></u>	<u><u>584,306</u></u>

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 30 APRIL 2016

b) Analysis of the effects of subsidiary companies disposed:

	Group	
	2016 RM'000	2015 RM'000
Property, plant and equipment (Note 3)	2,775	53,092
Net other assets disposed	63,087	373,933
Non-controlling interests	-	(272,767)
Goodwill on consolidation (Note 13)	5,130	500
Less: Reclassification to associated companies at fair value	-	(964,881)
Reclassification to joint venture at fair value	(35,895)	-
Add: Gain on remeasurement (Note 34(d)(ii))	18,611	837,179
Assets and liabilities previously classified as disposal groups	11,833	-
Net assets disposed	65,541	27,056
Excluding: Cash and cash equivalents of subsidiary companies disposed	(8,608)	(322,233)
Cash consideration not received during the financial year	(9,895)	-
Cash consideration received in previous year	(2,775)	-
Partial disposal of shares in subsidiary companies	63,934	500,770
Net gain arising from disposal	47,548	163,830
Cash flow on disposal (net of cash in subsidiary companies disposed)	<u>155,745</u>	<u>369,423</u>

c) Other receipts include rental income received, deposits received and other miscellaneous income received.

d) Analysis of the payments for acquisition of property, plant and equipment:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Payment for current year acquisition (Note 3)	853,533	405,592	183	493
Payment for previous year acquisition	-	3,909	-	-
	<u>853,533</u>	<u>409,501</u>	<u>183</u>	<u>493</u>

e) Acquisition of other non-current assets and intangible assets include payments for acquisition of land held for development, investment properties and intangible assets.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

1. CORPORATE INFORMATION

The principal activities of the Company are investment holding and provision of management services.

The principal activities of the subsidiary companies consist of:

- (i) Financial services;
- (ii) Marketing of consumer products and services;
- (iii) Motor trading and distribution and provision of after-sales services;
- (iv) Environmental and clean technology services;
- (v) Food and beverage;
- (vi) Property development and investment;
- (vii) Development and operation of hotels, resorts and other recreational activities;
- (viii) Gaming operations comprising Toto betting, leasing of online lottery equipment, provision of software support and the manufacture and distribution of computerised lottery and voting systems;
- (ix) Telecommunication and information technology related services, solutions and products; and
- (x) Investment holding and others.

There were no significant changes in the Group's activities during the financial year other than those principal activities related to REDtone International Berhad, which became a subsidiary company of the Group during the financial year.

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The registered office of the Company is located at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. The principal place of business of the Company is located at Level 12, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 11 August 2016.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared under the historical cost convention unless otherwise indicated in the accounting policies below and comply with Financial Reporting Standards ("FRSs") and the Companies Act, 1965 in Malaysia.

The financial statements are presented in Ringgit Malaysia ("RM") and all values/units are rounded to the nearest thousand ("RM'000")/'000) except when otherwise indicated.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies

2.2.1 Subsidiaries and basis of consolidation

The consolidated financial statements incorporate the financial statements of the Group and all its subsidiary companies, which are prepared up to the end of the same financial year.

Subsidiary companies are those investees controlled by the Group. The Group controls an investee if and only if the Group has all the following:

- (1) power over the investee (i.e existing rights that give it the current ability to direct the relevant activities of the investee);
- (2) exposure, or rights, to variable returns from its investment with the investee; and
- (3) the ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting rights of an investee, the Group considers the following in assessing whether or not the Group's voting rights in an investee are sufficient to give it power over the investee:

- (1) the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- (2) potential voting rights held by the Group, other vote holders or other parties;
- (3) rights arising from other contractual arrangements; and
- (4) any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Subsidiary companies are consolidated using the acquisition method of accounting except for the business combination with Berjaya Group Berhad ("BGroup"), which is accounted for under the pooling of interests method as the business combination of this subsidiary company involved an entity under common control.

Under the pooling of interests method of accounting, the results of the entities under common control are presented as if the entities had been combined throughout the current and previous financial years. The difference between the cost of acquisition and the nominal value of the share capital and reserves acquired are reflected within equity as merger reserve (or adjusted against any suitable reserve in the case of debit differences).

Under the acquisition method of accounting, subsidiary companies are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until that date such control ceases.

The cost of acquisition of a subsidiary company depends on whether it is a business combination, in accordance to the specifications in FRS 3, or not. If it is not a business combination, the cost of acquisition consists of the consideration transferred ("CT"). The CT is the sum of fair values of the assets transferred by the Group, the liabilities incurred by the Group to the former owners of the acquiree and the equity instruments issued by the Group in exchange for control of the acquiree on the date of acquisition and any contingent consideration. For an acquisition that is not a business combination, the acquisition-related costs can be capitalised as part of the cost of acquisition. If it is a business combination, the cost of acquisition (or specifically, the cost of business combination) consists of CT, and the amount of any non-controlling interests in the acquiree, the fair value of the Group's previously held equity interest in the acquiree. For an acquisition that is a business combination, the acquisition-related costs are recognised in profit or loss as incurred.

If the business combination is achieved in stages, any previously held equity interests in the acquiree are re-measured to fair value at the acquisition date with any corresponding gain or loss recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.1 Subsidiaries and basis of consolidation (continued)

Any excess of the cost of business combination, as the case may be, over the net amount of the fair value of identifiable assets acquired and liabilities assumed is recognised as goodwill. For business combinations, provisions are made for the acquiree's contingent liabilities existing at the date of acquisition as the Group deems that it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations.

Any excess in the Group's interest in the net fair value of the identifiable assets acquired and liabilities assumed over the cost of business combination is recognised immediately in profit or loss.

The contingent consideration to be transferred by the acquirer will be recognised at fair value at the date of acquisition. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the date of acquisition) about the facts and circumstances that existed at the date of acquisition. The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is re-measured at subsequent reporting dates in accordance with FRS 139: Financial Instruments: Recognition and Measurement or FRS 137: Provisions, Contingent Liabilities and Contingent Assets, as appropriate with the corresponding gain or loss being recognised in profit or loss.

Uniform accounting policies are adopted in the consolidated financial statements for similar transactions and other events in similar circumstances. In the preparation of the consolidated financial statements, the financial statements of all subsidiary companies are adjusted for the material effects of dissimilar accounting policies. Intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation except for unrealised losses, which are not eliminated when there are indications of impairment.

Profit or loss and each component of other comprehensive income are attributed to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Non-controlling interests represent the equity in subsidiary companies not attributable, direct or indirectly, to the Group which consist of the amount of those non-controlling interests at the date of original combination, and the non-controlling interests' share of changes in the equity since the date of the combination.

Non-controlling interests are presented separately in the consolidated statement of financial position within equity, separately from the equity of the owners of the parent.

Equity instruments and equity components of hybrid financial instruments issued by subsidiary companies but held by the Group will be eliminated on consolidation. Any difference between the cost of investment and the value of the equity instruments or the equity components of hybrid financial instruments will be recognised immediately in equity upon elimination.

When there is share buyback by a subsidiary company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the subsidiary company. Any differences between the consideration of the share buyback over the Group's revised interest in the net fair value of the identifiable assets acquired and liabilities assumed is recognised directly in equity attributable to owners of the parent.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.1 Subsidiaries and basis of consolidation (continued)

Changes in the Group's ownership interest in a subsidiary company that do not result in the Group losing control over the subsidiary company are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary companies. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary company, a gain or loss calculated as the difference between:

- (1) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and
- (2) the carrying amount of the assets (including goodwill), and liabilities of the subsidiary company and any non-controlling interest at the date when control is lost;

is recognised in profit or loss. The subsidiary company's cumulative gain or loss which has been recognised in other comprehensive income and accumulated in equity are reclassified to profit or loss or where applicable, transferred directly to retained earnings. Any investment retained is recognised at fair value.

In the Company's separate financial statements, investments in subsidiary companies are stated at cost less impairment losses.

2.2.2 Associated companies and joint ventures

Associated companies are entities in which the Group has significant influence. Significant influence is the power through board representations to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

Investments in associated companies and joint ventures are accounted for in the consolidated financial statements using the equity method of accounting based on the latest audited financial statements and supplemented by management financial statements of the associated companies and the joint ventures made up to the Group's financial year-end. Uniform accounting policies are adopted for like transactions and events in similar circumstances.

On acquisition of an investment in associated company or joint venture, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets acquired and liabilities assumed of the investee is recognised as goodwill and included in the carrying amount of the investment and is not amortised.

Any excess of the Group's share of net fair value of the associated company's or the joint venture's identifiable assets acquired and liabilities assumed over the cost of investment is included as income in the determination of the Group's share of associated company's or joint venture's profit or loss in the period in which the investment is acquired.

Under the equity method, the investment in an associated company or a joint venture is recognised at cost on initial recognition, and the carrying amount is increased or decreased to recognise the Group's share of profit or loss and other comprehensive income of the associated company or the joint venture after the date of acquisition, less impairment losses. The Group's share of comprehensive income of associated companies or joint ventures acquired or disposed of during the financial year, is included in the consolidated profit or loss from the date that significant influence effectively commences or until the date that significant influence effectively ceases, as appropriate.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.2 Associated companies and joint ventures (continued)

Unrealised gains and losses on transactions between the Group and the associated companies or the joint ventures are eliminated to the extent of the Group's interest in the associated companies or the joint ventures.

When the Group's share of losses equals or exceeds its interest in an equity accounted associated company or joint venture, including any long term interest, that, in substance, form part of the Group's net investment in the associated companies or the joint ventures, the carrying amount of that interest is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an legal and constructive obligations or has made payment on behalf of the associated companies or the joint ventures.

When there is share buyback by an associated company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the associated company. Any reduction of the Group's pre-acquisition reserves arising from the share buyback (i.e. Goodwill) is included in the carrying amount of the investment and is not amortised. Any increase of the Group's pre-acquisition reserves arising from the share buyback (i.e. Negative Goodwill) is included as income in the determination of the Group's share of associated company's results in the period of share buybacks.

In the Company's separate financial statements, investments in associated companies and joint ventures are stated at cost less impairment losses.

2.2.3 Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group or the Company and the cost of the item can be measured reliably. Subsequent to recognition, when a property, plant and equipment are required to be replaced in intervals, the Company recognises such parts as individual assets with specific useful lives. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Subsequent to recognition, property, plant and equipment except for freehold land are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land has an unlimited useful life and therefore is not depreciated but reviewed at each reporting date to determine whether there is an indication of impairment. Capital work-in-progress are also not depreciated as these assets are not available for use.

Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over the estimated useful life, at the following annual rates:

Leasehold land	Ranging from 30 to 999 years
Buildings	1.25% - 20%
Plant and equipment	5% - 33%
Computer and office equipment	10% - 67%
Renovation	2% - 33%
Furniture and fittings	5% - 33%
Motor vehicles	10% - 33%
Aircraft	Ranging from 5 to 20 years or based on flying hours
Golf course development expenditure	1% - 1.75%
Others	2% - 50%

Others comprise of mainly linen, silverware, cutleries, kitchen utensils, gym equipment and recreational livestock and apparatus.

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2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.3 Property, plant and equipment and depreciation (continued)

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gains or losses on the derecognition of the asset are included in profit or loss in the year the asset is derecognised.

2.2.4 Biological assets

This represents plantation development expenditure consisting of costs incurred on land clearing and upkeep of oil palms to maturity which are initially recorded at cost and amortised over 20 years, which is the estimated useful life of the assets, upon maturity of the crop. Biological assets are stated at cost less accumulated amortisation and impairment losses.

2.2.5 Investment properties

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value. Fair value is arrived at by reference to market evidence of transaction prices for similar properties and the valuation is performed by independent professional valuers.

Gains or losses arising from changes in the fair values of investment properties are recognised in profit or loss in the year in which they arise.

A property interest under an operating lease is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property interest under an operating lease classified as an investment property is carried at fair value.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year in which they arise.

When an item of investment property carried at fair value is transferred to property, plant and equipment following a change in its use, the property's deemed cost for subsequent accounting in accordance with FRS 116: Property, Plant and Equipment shall be its fair value at the date of change in use.

When an item of property, plant and equipment is transferred to investment properties following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to transfer and its fair value is recognised directly in other comprehensive income. However, if such fair value gain reverses a previous impairment loss, the gain is recognised in profit or loss. Upon disposal of the investment property, any surplus previously recorded in other comprehensive income is transferred to retained earnings.

When an item of property inventory or property development is transferred to investment properties following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to the transfer and its fair value is recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**2.2 Summary of significant accounting policies (continued)****2.2.6 Land held for development and property development costs****(1) Land held for development**

Land held for development consists of land where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle. Such land is classified within non-current assets and is stated at cost less any accumulated impairment losses.

Land held for development is reclassified as development properties at the point when development activities have commenced and where it can be demonstrated that the development cycle can be completed within the normal operating cycle.

(2) Property development costs

Property development costs comprise all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

When the financial outcome of a development activity can be reliably estimated, property development revenue and expenses are recognised in profit or loss by using the stage of completion method. The stage of completion is determined by the proportion of the property development costs incurred for work performed to date which bear to the estimated total property development costs.

When the financial outcome of a development activity cannot be reliably estimated, property development revenue is recognised to the extent of property development costs incurred that is probable of being recovered, and property development costs on properties sold are recognised as an expense in the period in which they are incurred.

Any expected loss on a development project, including costs to be incurred over the defects liability period, is recognised as an expense immediately.

Property development costs that are not recognised as an expense are recognised as an asset, which is measured at the lower of cost and net realisable value.

The excess of revenue recognised in the profit or loss over billings to purchasers is classified as accrued billings within receivables and the excess of billings to purchasers over revenue recognised in the profit or loss is classified as progress billings within payables.

2.2.7 Inventories

Inventories stated at the lower of cost and net realisable value. Cost, in the case of work-in-progress and finished goods, comprises raw materials, direct labour and an attributable proportion of production overheads. Cost is determined on the first-in first-out basis, the weighted average cost method, or by specific identification. Net realisable value represents the estimated selling price less all estimated costs to completion and the estimated costs necessary to make the sale.

Property inventories are stated at the lower of cost and net realisable value. Cost includes the relevant cost of land, development expenditure and related interest cost incurred during the development period.

NOTES TO THE FINANCIAL STATEMENTS

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2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.7 Inventories (continued)

Trading account securities comprising quoted investments are stated at the lower of cost and market value determined on an aggregate basis by category of investments. Cost is determined on the weighted average basis while market value is determined based on quoted market values. Increases or decreases in the carrying amount of marketable securities are recognised in the profit or loss.

Vehicles on consignment are included in inventories when substantially all of the principal benefits and inherent risks rest with the Group. The corresponding consignment liability after deducting any deposits is classified as manufacturers' vehicle stocking loans.

2.2.8 Construction contracts

Where the outcome of a construction contract can be reliably estimated, contract revenue and contract costs are recognised as revenue and expenses respectively by using the stage of completion method. The stage of completion is measured by reference to the certified work done or proportion of contract costs incurred for work performed to date, to the estimated total contract costs.

Contract revenue comprises the initial amount of revenue agreed in the contract and variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and they are capable of being reliably measured.

Where the outcome of a construction contract cannot be reliably estimated, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

When the total of costs incurred on construction contracts plus recognised profits (less recognised losses) exceeds progress billings, the balance is classified as amount due from customers on contracts. When progress billings exceed costs incurred plus recognised profits (less recognised losses), the balance is classified as amount due to customers on contracts.

2.2.9 Intangible assets

(1) Goodwill

Goodwill acquired in a business combination is initially measured at cost being the excess of the cost of business combination over the Group's interest in the net fair value of the identifiable assets acquired and liabilities assumed. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Intangible assets (continue)

(2) Gaming rights

The costs of gaming rights acquired in a business combination are their fair value at the date of acquisition. Following the initial recognition, the gaming rights are carried at cost less any accumulated impairment losses. The gaming rights comprise:

- a licence for toto betting operations in Malaysia under Section 5 of the Pool Betting Act 1967 ("Licence") which is renewable annually;
- an equipment lease agreement, maintenance and repair services agreements of on-line lottery equipment with Philippine Charity Sweepstakes Office, Luzon Island, Philippines ("ELA") expiring in August 2018; and
- trademarks, trade dress, gaming design and processes and agency network.

The Licence has been renewed annually since 1985 while the ELA has been entered into and renewed/extended since 1995.

The gaming rights - licence with indefinite useful life is not amortised but tested for impairment, annually or more frequently, when indications of impairment are identified. The useful life of gaming rights - licence is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis. The gaming rights - ELA has a finite useful life and is amortised on a straight-line basis over its useful life and tested for impairment when indications of impairment are identified.

(3) Trademarks

The cost of trademarks acquired represents its fair value as at the date of acquisition. Following initial recognition, trademarks are carried at cost less any accumulated impairment losses. Trademarks, which are considered to have indefinite useful lives, are not amortised but tested for impairment, annually or more frequently when indicators of impairment are identified. The useful lives of trademarks are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

(4) Concession assets

Concession assets comprise the development expenditure for the construction of plants or structures for the concession which are not covered by a contractual guarantee from the grantor of the concession. These portions of the development expenditure represent the right to charge users of the public service. Concession assets are stated at cost less accumulated amortisation and impairment losses. Amortisation is provided for on a straight-line basis over the period of the concession. At the end of each reporting period, the Group assesses whether there is any indication of impairment. If such indication exists, the carrying amount is assessed and written down immediately to its recoverable amount.

Borrowing costs incurred in connection with an arrangement falling within the scope of IC Interpretation 12: Service Concession Arrangements will be expensed as incurred, unless the Group recognises an intangible asset under the Interpretation. In this case, borrowing costs are capitalised in accordance with the general rules of FRS 123: Borrowing Costs.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Intangible assets (continued)

(5) Dealership rights

The cost of dealership rights acquired in a business combination is at their fair value at the date of acquisition. Following the initial recognition, the dealerships rights are carried at cost less any accumulated impairment losses. The dealerships rights are assessed and recognised based on the dealership agreements signed with the selected luxury brand car manufacturers that satisfied the criterion to be separately identified as intangible assets and highly likely to contribute significant future economic benefits. The dealerships rights, which are considered to have indefinite useful lives, are not amortised but tested for impairment, annually or more frequently, when indications of impairment are identified. The useful lives of dealerships rights are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on prospective basis.

(6) Computer software

Computer software acquired separately are measured on initial recognition at cost. Following initial recognition, computer software are carried at cost less any accumulated amortisation and any accumulated impairment losses. Computer software are amortised on a straight-line basis over its estimated economic useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for a computer software are reviewed at each reporting date.

(7) Development right fees and licence fees

Development rights fees are required to be paid for the rights to develop the franchise business in the respective countries. The development rights fees are capitalised and amortised over the period of the respective development agreement from the date the operation commences.

Licences fees are required to be paid in respect of the opening of new outlets in the respective countries. The licences fees paid are capitalised and amortised over the period of the respective development agreement. The licence fees are amortised from the date when the respective outlet commences operations.

(8) Customer relationships

The cost of customer relationships acquired in a business combination is measured at their fair value at the date of acquisition. Following the initial recognition, the customer relationships are carried at cost less accumulated amortisation and any accumulated impairment losses. The customer relationships with finite lives are amortised on a straight-line basis over their useful economic lives and assessed for impairment whenever there is an indication that the customer relationships may be impaired.

(9) Telecommunications licences with allocated spectrum

The Group's telecommunication licences with allocated spectrum were acquired as part of a business combination. The fair value of telecommunication licences with allocated spectrum as at the date of business combination is deemed as its cost. Following initial recognition, telecommunication licences with allocated spectrum are carried at cost less any accumulated impairment losses. The telecommunication licences with allocated spectrum are considered to have indefinite economic useful lives, are not amortised but tested for impairment, annually or more frequently when indicators of impairment are identified. The useful lives of telecommunication licences with allocated spectrum are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Intangible assets (continued)

(10) Lottery business cooperation contract

Lottery business cooperation contract relates to the contributions required to be paid for the right to participate in the operation of a lottery business. These contributions are capitalised and amortised over the contract period from the date when the operation commences.

(11) Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair values as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and any accumulated impairment losses. Intangible assets with finite lives are amortised on a straight-line basis over the estimated economic useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed yearly at each reporting date. Intangible assets with indefinite lives are not amortised but tested for impairment annually or more frequently when indicators of impairment are identified. The useful lives of intangible assets with indefinite lives are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

2.2.10 Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than property development costs, investment properties, inventories, deferred tax assets and non-current assets (or disposal groups) held for sale, are reviewed at each reporting date to determine whether there is an indication of impairment. If any such impairment exists, the asset's recoverable amount is estimated to determine the amount of impairment loss.

For goodwill, assets that have an indefinite useful life and intangible assets that are not yet available for use, the recoverable amount is estimated at each reporting date or more frequently when there are indications of impairment.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the cash-generating unit ("CGU") to which the asset belongs to. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use ("VIU"). In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

An impairment loss is recognised in profit or loss in the period in which it arises, unless the asset is carried at a revalued amount, in which case the impairment loss is accounted for as a revaluation decrease to the extent that the impairment loss does not exceed the amount held in the fair value reserve for the same asset.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.10 Impairment of non-financial assets (continued)

Impairment loss on goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset other than goodwill is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase.

2.2.11 Fair value measurement

The Group measures financial instruments, such as, derivatives and certain non-financial assets such as investment properties, at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (1) in the principal market for the asset or liability; or
- (2) in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, based on the lowest level input that is significant to the fair value measurement as a whole as described in Note 43.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.12 Financial assets

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

The Group and the Company determine the classification of their financial assets at initial recognition, and the categories include financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets.

(1) Financial assets at fair value through profit or loss

Financial assets are classified as financial assets at fair value through profit or loss if they are held for trading or are designated as such upon initial recognition. Financial assets held for trading are derivatives (including separated embedded derivatives) or financial assets acquired principally for the purpose of selling in the near term.

Financial assets designated as financial assets at fair value through profit or loss are a group of financial assets which consist of certain quoted securities that is managed and its performance is evaluated at a fair value basis, in accordance with a documented risk management or investment strategy, and information about these group of financial assets is provided internally on that basis to the Group's and the Company's key management personnel.

Subsequent to initial recognition, financial assets at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value are recognised in profit or loss. Net gains or net losses on financial assets at fair value through profit or loss do not include exchange differences, interest and dividend income. Exchange differences, interest and dividend income on financial assets at fair value through profit or loss are recognised separately in profit or loss as part of other losses or other income.

Financial assets at fair value through profit or loss could be presented as current or non-current. Financial assets that are held primarily for trading purposes are presented as current whereas financial assets that are not held primarily for trading purposes are presented as current or non-current based on the settlement date.

(2) Loans and receivables

Financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables.

Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

Loans and receivables are classified as current assets, except for those having maturity dates later than 12 months after the reporting date which are classified as non-current.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.12 Financial assets (continued)

(3) Held-to-maturity investments

Financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Group has the positive intention and ability to hold the investment to maturity.

Subsequent to initial recognition, held-to-maturity investments are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the held-to-maturity investments are derecognised or impaired, and through the amortisation process.

Held-to-maturity investments are classified as non-current assets, except for those having maturity within 12 months after the reporting date which are classified as current.

(4) Available-for-sale financial assets

Available-for-sale financial assets are financial assets that are designated as available for sale or are not classified in any of the three preceding categories.

After initial recognition, available-for-sale financial assets are measured at fair value. Any gains or losses from changes in fair value of the financial asset are recognised in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised. Interest income calculated using the effective interest method is recognised in profit or loss. Dividends from an available-for-sale equity instrument are recognised in profit or loss when the Group and the Company's right to receive payment is established.

Investments in equity instruments whose fair value cannot be reliably measured are measured at cost less impairment loss.

Available-for-sale financial assets are classified as non-current assets unless they are expected to be realised within 12 months after the reporting date.

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss previously recognised in comprehensive income will be recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.13 Impairment of financial assets

The Group and the Company assess at each reporting date whether there is any objective evidence that a financial asset is impaired.

(1) Trade and other receivables and other financial assets carried at amortised cost

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments. For certain categories of financial assets, such as trade receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis based on similar risk characteristics. Objective evidence of impairment for a portfolio of receivables could include the Group's and the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period and observable changes in national or local economic conditions that correlate with default on receivables.

If any such evidence exists, the amount of impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The impairment loss is recognised in profit or loss.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable becomes uncollectible, it is written off against the allowance account.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost had the impairment not been recognised at the reversal date. The amount of reversal is recognised in profit or loss.

(2) Unquoted equity securities carried at cost

If there is objective evidence (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) that an impairment loss on financial asset carried at cost has been incurred, the amount of the loss is measured as the difference between the carrying amount of the financial asset and the Group's and Company's share of net assets or the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(3) Available-for-sale financial assets

Significant financial difficulties of the issuer or obligor, and the disappearance of an active trading market are considerations to determine whether there is objective evidence that investment securities classified as available-for-sale financial assets are impaired. A significant or prolonged decline in the fair value of investments in equity instruments below its cost is also an objective evidence of impairment.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.13 Impairment of financial assets (continued)

(3) Available-for-sale financial assets (continued)

If an available-for-sale financial asset is impaired, the difference between its cost (net of any principal payment and amortisation) and its current fair value less any impairment loss previously recognised in profit or loss is transferred from equity to profit or loss.

Impairment losses on available-for-sale equity instruments are not reversed in profit or loss in the subsequent periods. Increase in fair value of equity instruments, if any, subsequent to impairment loss is recognised in other comprehensive income. For available-for-sale debt instruments, impairment losses are subsequently reversed in profit or loss if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment loss in profit or loss.

Future interest income continues to be accrued based on the reduced carrying amount of the asset, using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance income. If, in a subsequent year, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed through profit or loss.

2.2.14 Cash and cash equivalents

Cash comprises cash in hand, at bank and short term deposits with a maturity of three months or less. Cash equivalents, which are short term, highly liquid investments that are readily convertible to known amounts subject to insignificant risk of changes in value, against which the bank overdrafts, if any, are deducted.

The Group has excluded clients' monies and remisiers' deposits held in trust by the stockbroking subsidiary company from cash and cash equivalents of the Group.

2.2.15 Provisions

Provisions are recognised when the Group or the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.2.16 Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all conditions attached will be met. Government grants related to assets, measured at nominal value, shall be presented in the statement of financial position either by setting up the grant as deferred income or by deducting the grant in arriving at the carrying amount of the asset. Grants that compensate the Group for expenses incurred are recognised as income over the periods necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Grants that compensate the Group for the cost of an asset are recognised as income on a systematic basis over the useful life of the asset.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.17 Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Financial liabilities are recognised in the statements of financial position when, and only when, the Group or the Company becomes a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

(1) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities held for trading include derivatives entered into by the Group or the Company that do not meet the hedge accounting criteria. Derivative liabilities are initially measured at fair value and subsequently stated at fair value, with any resultant gains or losses recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

(2) Other financial liabilities

Other financial liabilities of the Group and the Company include trade payables, other payables and loans and borrowings.

Trade and other payables are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

Loans and borrowings are recognised initially at fair value, net of transaction costs incurred, and subsequently measured at amortised cost using the effective interest method. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

For other financial liabilities, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.18 Leases

(1) As lessee

Finance leases, which transfer to the Group and the Company substantially all the risks and rewards incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Any initial direct costs are also added to the amount capitalised. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to profit or loss. Contingent rents, if any, are charged as expenses in the periods in which they are incurred.

Leased assets are depreciated over the estimated useful life of the asset. However, if there is no reasonable certainty that the Group or the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life and the lease term.

Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

(2) As lessor

Leases where the Group and the Company retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. The accounting policy for rental income is set out in Note 2.2.28.

When the assets are leased out under an operating lease, the asset is included in the statements of financial position based on the nature of the asset. Lease income is recognised over the term of the lease on a straight-line basis.

2.2.19 Non-current assets (or disposal groups) held for sale and discontinued operation

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current assets (or all the assets and liabilities in a disposal group) is brought up-to-date in accordance with applicable FRSs. Then, on initial classification as held for sale, non-current assets or disposal groups (other than investment properties, deferred tax assets, employee benefits assets and financial assets) are measured in accordance with FRS 5: Non-current Assets Held for Sale and Discontinued Operations that is at the lower of carrying amount and fair value less costs to sell. Any differences are included in profit or loss.

A component of the Group is classified as a discontinued operation when the criteria to be classified as held for sale have been met or it has been disposed of and such a component represents a separate major line of business or geographical area of operations, is part of a single co-ordinated major line of business or geographical area of operations or is a subsidiary company acquired exclusively with a view to resale.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.20 Irredeemable convertible unsecured loan stocks/securities ("ICULS")

ICULS which were issued after the effective date of FRS 132: Financial Instruments: Disclosure and Presentation, are regarded as compound instruments, consisting of an equity component and a liability component.

ICULS which have a 0% coupon rate are considered to have only the equity component, as there is no obligation for payment of interest, principal or for re-purchase.

When the ICULS, which were previously acquired and held by the Group, are reissued at values which are different from the nominal value of the ICULS, the differences would be taken to profit or loss if the ICULS are classified as a liability instrument or to equity if the ICULS are classified as an equity instrument.

2.2.21 Warrants

Warrants are classified as equity instrument and it is allocated its value based on the closing price of the first trading day, if the warrant is listed, or estimated using option pricing models, if the warrant is not listed.

The issuance of ordinary shares upon exercise of the warrants is treated as new subscription of ordinary shares for the consideration equivalent to the exercise price of the warrants.

2.2.22 Equity instruments

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are approved for payment.

The transaction costs of an equity transaction are accounted for as a deduction from equity. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

The consideration paid, including attributable transaction costs on repurchased ordinary shares of the Company that have not been cancelled, are classified as treasury shares and presented as a deduction from equity. No gain or loss is recognised in profit or loss on the sale, re-issuance or cancellation of treasury shares. Treasury shares may be acquired and held by the Company. Consideration paid or received is recognised directly in equity.

2.2.23 Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditure and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.24 Customer loyalty programme

The Group operates customer loyalty programmes which allow customers to accumulate redemption points when they purchase products from the Group. The redemption points can then be used to purchase a selection of products at discounted price or redeem products.

The consideration received is allocated between the products sold and the redemption points issued, with the consideration allocated to the redemption points being equal to their fair value. Fair value is determined by applying statistical techniques.

The fair value of the redemption points issued is deferred and recognised as revenue when the redemption points are utilised.

2.2.25 Financial guarantee contracts

A financial guarantee contract is a contract that requires the guarantor to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs. Subsequent to initial recognition, financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee. If it is probable that the liability will be higher than the amount initially recognised less amortisation, the liability is recorded at the higher amount with the difference charged to profit or loss.

2.2.26 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group or the Company.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group and the Company except for contingent liabilities assumed in a business combination of which the fair value can be reliably measured.

2.2.27 Current and non-current classification

The Group and the Company present assets and liabilities in statements of financial position based on current and non-current classification.

An asset is classified as current when it is:

- (i) expected to be realised or intended to sold or consumed in normal operating cycle;
- (ii) held primarily for the purpose of trading;
- (iii) expected to be realised within 12 months after the reporting period; or
- (iv) cash and cash equivalents unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- (i) it is expected to be settled in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is due to be settled within 12 months after the reporting period; or
- (iv) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities, respectively.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.28 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

- (1) Hire purchase and lease interest income
Interest income is recognised using the effective interest method.
- (2) Development properties
Revenue from sale of development properties is accounted for by stage of completion method in respect of the building units that have been sold.
- (3) Brokerage fees and commissions
Income from brokerage is recognised upon execution of contracts while underwriting commission is recognised upon completion of the corporate exercises concerned.
- (4) Dividend income
Dividend income from investments in subsidiary and associated companies and other investments is recognised when the shareholders' rights to receive payment is established.
- (5) Interest income
Interest income is recognised on an accrual basis unless recoverability is in doubt, or where a loan is considered to be non-performing in which case the recognition of interest is suspended. Subsequent to suspension, interest is recognised on receipt basis until all arrears have been paid except for margin accounts where interest is suspended until the account is reclassified as performing.
Interest income from investments in bonds, government securities and loan stocks are recognised on a time proportion basis that takes into account the effective yield of the asset.
- (6) Enrolment fees
Enrolment fees for members joining the golf and recreation clubs are recognised as revenue upon the admission of applicants to the membership register. Advance licence fee, which are deferred, are recognised as income over the membership period.
Membership fees for members joining the fitness centre are recognised on an accrual basis over the membership period. Membership fees received in advance are only recognised when they are due.
- (7) Sale of goods, property inventories and services
Revenue is recognised when significant risks and rewards of ownership of the goods and property inventories have been passed to the buyer. Revenue from services rendered is recognised upon its completion. Revenue is recognised net of sales or goods and service tax and discount, where applicable.
- (8) Casino operations
Revenue from casino operations is recognised on a receipt basis and is stated net of gaming tax.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.28 Revenue recognition (continued)

- (9) Revenue from water theme park operations
Entrance fee to the water theme park is recognised when tickets are sold.
- (10) Rental income
Rental income, including those from investment properties, is recognised based on accrual basis unless collection is in doubt, in which case it is recognised on receipt basis.
- (11) Hotel room sales
Revenue from hotel room sales is recognised on an accrual basis.
- (12) Royalty income
Royalty income is recognised on accrual basis in accordance with the terms of the franchise agreements.
- (13) Franchisee fees
The portion of the franchise fee, relating to the reservation of restaurant sites and which is non-refundable and payable upon signing of the franchise agreement/master development agreement relating to the development of the restaurant businesses, is recognised as income upon signing of franchise agreement. The remaining portion of the franchise fee income is deferred until the completion of the franchisee's obligation under the agreement.
- (14) Management fee income
Management fee income is recognised on accrual basis.
- (15) Toto betting
Revenue from toto betting is recognised based on ticket sales, net of gaming tax and GST relating to draw days within the financial year.
- (16) Lottery equipment lease rental
Revenue from the lease of lottery equipment is recognised based on certain percentage of gross receipts from lottery ticket sales, excluding foreign value-added tax and trade discounts.
- (17) Lottery product and voting product sales, services and licensing income
Revenue from lottery product and voting product sales, services and licensing income are recognised on the basis of shipment of products, performance of services and percentage-of-completion method for long-term contracts. The percentage-of-completion is estimated by comparing the cost incurred to date against the estimated cost to completion. Revenue relating to the sale of certain assets, when the ultimate total collection is not reasonably assured, are being recorded under the cost recovery method.
- (18) Service charges
Service charges which represent income on sale of trust fund units, is recognised upon allotment of units, net of cost of units sold.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.28 Revenue recognition (continued)

(19) Revenue from private university college operations

Tuition fees are recognised on an accrual basis based on the duration of the courses.

General administration fees and other fees are recognised on receipt basis.

(20) Revenue from waste treatment services

Revenue from waste treatment services are recognised upon the performance of services.

(21) Sale of call bandwidth

Revenue from sale of mobile telephony, fixed services, interconnection revenue and other network based services are recognised based on actual traffic volume net of rebates/discounts.

(22) Construction contracts

Revenue from construction contracts is accounted for by the stage of completion method.

(23) Other income

Other than the above, all other income are recognised on accrual basis.

2.2.29 Foreign currencies

(1) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is also the Company's functional currency.

(2) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are translated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of initial transaction.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.29 Foreign currencies (continued)

(2) Foreign currency transactions (continued)

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

(3) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency ("RM") of the consolidated financial statements are translated into RM as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate prevailing at the reporting date;
- Income and expenses for each profit or loss and other comprehensive income are translated at average exchange rates for the financial year, which approximates the exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income and accumulated in a separate component of equity under the header of foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of foreign operations on or after 1 May 2006 are treated as assets or liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

Goodwill and fair value adjustments which arose on the acquisition of foreign subsidiaries before 1 May 2006 are deemed to be assets and liabilities of the parent company and are recorded in RM at the rates prevailing at the date of acquisition.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.29 Foreign currencies (continued)

(3) Foreign operations (continued)

The principal exchange rates ruling at the reporting date for the various units of foreign currency used are as follows:

Foreign currency	Currency code	Number of units used	2016 RM	2015 RM
Australian Dollar	AUD	1	2.9655	2.8420
Brazilian Real	BRL	1	1.1194	1.1606
Brunei Dollar	BND	1	2.8930	2.6860
Canadian Dollar	CAD	1	3.0985	2.9510
Colombian Peso	COP	1,000	1.3795	1.4613
Chinese Renminbi	CNY	1	0.6036	0.5750
Euro	EUR	1	4.4160	3.9400
Great Britain Pound	GBP	1	5.6825	5.4740
Hong Kong Dollar	HKD	1	0.5013	0.4574
Indian Rupee	INR	1	0.0585	0.0558
Indonesian Rupiah	IDR	1,000	0.2950	0.2740
Japanese Yen	JPY	100	3.5995	2.9790
Macau Pataca	MOP	1	0.4917	0.4532
Mauritius Rupee	MUR	1	0.1119	0.1020
Mexican Peso	MXN	1	0.2265	0.2350
New Taiwan Dollar	TWD	1	0.1214	0.1155
New Zealand Dollar	NZD	1	2.7559	2.7217
Philippine Peso	PHP	1	0.0830	0.0800
Russian Rouble	RUB	1	0.0632	0.0699
Seychelles Rupee	SCR	1	0.2954	0.2600
Singapore Dollar	SGD	1	2.8928	2.6858
South Korean Won	KRW	100	0.3431	0.3310
Sri Lankan Rupee	LKR	1	0.0266	0.0267
Swedish Krona	SEK	1	0.4940	0.4364
Swiss Franc	CHF	1	4.0982	3.8647
Thailand Baht	THB	1	0.1112	0.1079
Turkish Lira	TRL	1	1.3969	1.3339
United States Dollar	USD	1	3.8880	3.5450
Vietnamese Dong	VND	1,000	0.1760	0.1650

2.2.30 Employee benefits

(1) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group and of the Company. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.30 Employee benefits (continued)

(2) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group and the Company pay fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contributions are recognised as an expense in the profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund ("EPF"). Some of the Group's foreign subsidiaries also make contributions to the statutory pension schemes of their respective countries.

(3) Defined benefit plans

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary.

(a) Funded defined benefit plan

Certain local and foreign subsidiaries of the Group provide funded pension benefits to its eligible employees.

The legal obligation for any benefits from this kind of pension plan remains with the Group even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long term benefit fund, as well as qualifying insurance policies.

The Group's net obligations in respect of defined benefit plans for certain subsidiary companies are calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods. The liability recognised in the consolidated statement of financial position for defined plans is the discounted present value of the defined benefit obligation using prudent and appropriate discount factor at the consolidated reporting date less the fair value of plan assets. The discount rate is the market yield at the reporting date on high quality corporate bonds or government bonds. The calculation is performed by an actuary using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of limiting a net defined benefit asset to the asset ceiling (excluding net interest, if applicable) and the return on plan assets (excluding net interest), are recognised immediately in the consolidated statement of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (i) The date of the plan amendment or curtailment; and
- (ii) The date that the Group recognises restructuring related costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises service costs and net interest expense or income in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.30 Employee benefits (continued)

(3) Defined benefit plans (continued)

(b) Unfunded defined benefit plan

Certain local subsidiary companies within the Group operate unfunded, defined Retirement Benefit Schemes ("Schemes") for their eligible employees. The obligation recognised in the consolidated statement of financial position under the Scheme is calculated by independent actuaries using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses are recognised immediately in the consolidated statement of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (i) The date of the plan amendment or curtailment; and
- (ii) The date that the Group recognises restructuring related costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises service costs and net interest expense or income in profit or loss.

The present value of the obligations under the scheme are determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related post-employment benefit obligation.

(4) Employee share option schemes

Employees of certain subsidiary companies of the Group received remuneration in the form of share options as consideration for services rendered. The cost of these equity-settled transactions with employees is measured by reference to the fair value of the options at the date on which the options are granted. This cost is recognised in profit or loss, with a corresponding increase in the employee share option reserve over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the subsidiary companies' best estimate of the number of options that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised at the beginning and end of the period.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. The employee share option reserve is transferred to retained earnings upon expiry of the share options. When the options are exercised, the employee share option reserve is transferred to a capital reserve if new shares of the ESOS-granting subsidiary company are issued.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.31 Taxes

(1) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

(2) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiary companies, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiary companies, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.31 Taxes (continued)

(2) Deferred tax (continued)

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

(3) Gaming and sales tax

Revenues are recognised net of the amount of gaming and sales tax while expenses and assets are recognised net of the amount of sales tax except where the sales tax incurred in a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.

Receivables and payables are stated with the amount of sales tax included.

The net amount of gaming and sales tax or goods and service tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statements of financial position.

(4) Goods and Services Tax ("GST") or Value Added Tax ("VAT")

The net amount of GST or VAT being the difference between output and input of GST or VAT, payable to or receivable from the respective authorities at the reporting date, is included in trade and other payables or trade and other receivables in the statements of financial position.

2.2.32 Segmental reporting

For management purposes, the Group is organised into operating segments based on their products and services which is independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Group who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance.

The Group adopts business segment analysis as its primary reporting format and geographical segment analysis as its secondary reporting format.

Segment revenues and expenses are those directly attributable to the segments and include any joint revenue and expenses where a reasonable basis of allocation exists. Revenue and expenses do not include items arising on investing or financing activities. Revenue is attributed to geographical segments based on location where the sales are transacted. Segment assets include all operating assets used by a segment and do not include items arising on investing or financing activities. Assets are allocated to a geographical segment based on location of assets. Segment liabilities comprise operating liabilities and do not include liabilities arising on investing or financing activities such as bank borrowings.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 Changes in accounting policies

On 1 May 2015, the Group and the Company adopted the following Amendments to FRS and Annual Improvements to FRSs:

Effective for financial periods beginning on or after 1 July 2014:

- Amendments to FRS 119: Employee Benefits (Defined Benefit Plans – Employee Contributions)
- Annual Improvements to FRSs 2010-2012 Cycle
- Annual Improvements to FRSs 2011-2013 Cycle

Adoption of the above Amendments to FRS and Annual Improvements to FRSs did not have any effect on the financial performance or position of the Group and the Company.

2.4 Standards and interpretations issued but not yet effective

At the date of authorisation of these financial statements, the following new FRSs, Amendments to FRSs and Annual Improvements to FRSs were issued but not yet effective and have not been applied by the Group and the Company:

Effective for financial periods beginning on or after 1 January 2016:

- Amendments to FRS 10, FRS 12 and FRS 128: Investment Entities – Applying the Consolidation Exception
- Amendments to FRS 11: Joint Arrangement – Accounting for Acquisitions of Interests in Joint Operations
- FRS 14: Regulatory Deferral Accounts
- Amendment to FRS 101: Disclosure Initiative
- Amendments to FRS 116 and FRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation
- Amendments to FRS 127: Separate Financial Statements – Equity Method in Separate Financial Statements
- Annual Improvements to FRSs 2012-2014 Cycle

Effective for financial periods beginning on or after 1 January 2017:

- Amendment to FRS 107: Statement of Cash Flows – Disclosure Initiative
- Amendments to FRS 112: Income taxes – Recognition of Deferred Tax Assets for Unrealised Losses

Effective for financial periods beginning on or after 1 January 2018:

- FRS 9: Financial Instruments (2014)

Effective date yet to be determined

- Amendments to FRS 10 and FRS 128: Sales or Contribution of Assets between an Investor and its Associate or Joint Venture (Deferred)

Unless otherwise described below, the new FRSs, Amendments to FRSs and Annual Improvements to FRSs above are expected to have no significant impact on the financial statements of the Group and of the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of all the above FRSs, Amendments to FRSs and Annual Improvements to FRSs.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Standards and interpretations issued but not yet effective (continued)

The Group is currently assessing the impact of the adoption of the standards below will have on its financial position and performance.

- (1) Amendments to FRS 127: Separate Financial Statements – Equity Method in Separate Financial Statements

The amendments will allow entities to use the equity method to account for investments in subsidiary companies, joint ventures and associated companies in their separate financial statements. Entities already applying FRS and electing to change to the equity method in its separate financial statements will have to apply to this change retrospectively. For first-time adopters of FRS electing to use the equity method in its separate financial statements, they will be required to apply this method from the date of transition to FRS. The amendments are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted.

- (2) FRS 9: Financial Instruments (2014)

In November 2014, MASB issued the final version of FRS 9 which reflects all phases of the financial instruments project and replaces FRS 139: Financial Instruments – Recognition and Measurement and all previous version of FRS 9. The standard introduces new requirements for classification and measurement, impairment and hedge accounting.

FRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Retrospective application is required, but comparative information is not compulsory.

Malaysian Financial Reporting Standards

On 19 November 2011, the Malaysian Accounting Standards Board (“MASB”) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (“MFRS Framework”).

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141: Agriculture and IC Interpretation 15: Agreements for Construction of Real Estate, including its parent, significant investor and venturer (herein called ‘Transitioning Entities’).

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2018.

The Group falls within the definition of Transitioning Entities and accordingly, will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 30 April 2019. In presenting its first MFRS financial statements, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

The Group has opted to defer the adoption of the MFRS Framework to the financial period beginning on 1 May 2018.

At the date of these financial statements, the Group and the Company have not completed their quantification of the financial effects of the differences between Financial Reporting Standards and accounting standards under the MFRS Framework due to the ongoing assessment by the Group. Accordingly, the financial performance and financial position as disclosed in these financial statements for the year ended 30 April 2016 could be different if prepared under the MFRS Framework.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Standards and interpretations issued but not yet effective (continued)

Malaysian Financial Reporting Standards (continued)

The new and amended standards (which are applicable upon adoption of MFRS Framework) that are issued but not yet effective up to the date of issuance of the Group's and the Company's financial statements are disclosed below.

(1) Amendments to MFRS 15: Revenue from Contracts with Customers

MFRS 15 establishes a new five-step model that will apply to revenue arising from contracts with customers. MFRS 15 will supersede the current revenue recognition guidance including MFRS 118: Revenue, MFRS 111: Construction Contracts and the related interpretations when it becomes effective.

The core principle of MFRS 15 is that an entity should recognise revenue which depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Under MFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2018 with early adoption permitted.

(2) MFRS 16: Leases

The scope of MFRS 16 includes leases of all assets, with certain exceptions. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration.

MFRS 16 requires lessees to account for all leases under a single on-balance sheet model in a similar way to finance leases under IAS 17. The standard includes two recognition exemptions for lessees – leases of "low-value" assets (e.g. personal computers) and short term leases (i.e. leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e. the lease liability) and an asset representing the right to use the underlying asset during the term (i.e. the right-of-use asset).

Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be required to remeasure the lease liability upon the occurrence of certain events (e.g. a change of lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting is substantially unchanged from today's accounting under IAS 17. Lessors will continue to classify all leases using the same classification principle as in IAS 17 and distinguish between two types of leases: operating and finance leases.

Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2019 with early adoption permitted. The Directors anticipate that the application of MFRS 16 will have a material impact on the amounts reported and disclosures made in the Group's and the Company's financial statements. The Group and the Company are currently assessing the impact of MFRS 16.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements

The preparation of the Group's and of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

(1) Critical judgements made in applying accounting policies

The following are the judgements made by management in the process of applying the Group's accounting policies that have the most significant effect on the amounts recognised in the financial statements.

(a) Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on FRS 140 in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), the Group would account for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as investment property.

(b) Leases - As lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of these properties which are leased out on operating leases.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(1) Critical judgements made in applying accounting policies (continued)

(c) Useful life of gaming rights, dealerships rights and customer relationships

The gaming rights consist of licence for the toto betting operations in Malaysia and ELA for the Philippines.

The Group considers that the licence and dealerships have indefinite useful lives because they are expected to contribute to the Group's net cash inflows indefinitely. The Group intends to continue the annual renewal of the licence and to maintain the dealerships indefinitely. Historically, there has been no compelling challenge to the licence and dealership renewals. The technology used in the gaming activities is supplied and support is provided by a subsidiary company of the Group and is not expected to be replaced by another technology at any time in the foreseeable future.

The Group recognised gaming rights - ELA as an intangible asset with indefinite life as there was no compelling challenge to the ELA extension since 1995. Each extension then was for a tenure of at least 5 years. However, in the previous financial year, ELA was transitionally extended for a period of 3 years to August 2018. The Group is however, confident that the ELA will continue to be extended and generate net cash inflows for an additional 2 years beyond August 2018. Since the latest extension period was transitional, the Group had reassessed that the useful life of the gaming rights - ELA to be finite with a term of 5 years.

The customer relationships are recognised separable from goodwill on acquisition of a subsidiary company. The useful lives of the customer relationships are estimated to be 10 years, determined based on customer attrition from the acquired relationships. However, they are not amortised during the financial year due to the proximity of the acquisition to the year end.

(d) Joint ventures

The Group has interest in several investments which it regards as joint ventures although the Group owns more than half of the equity interest in these entities. These entities have not been regarded as subsidiary companies of the Group as management have assessed that the contractual arrangements with the respective joint venture parties have given rise to joint-control over these entities in accordance with FRS 128: Investment in Associates and Joint Ventures.

(e) Classification of fair value through profit or loss investments

The Group designated warrants issued by associated companies, unit trust funds and certain equity investments as fair value through profit or loss investments. The Group manages these investments in accordance to an investment strategy to maximise its total returns in fair value changes. The fair value of these investments at 30 April 2016 was RM27,825,000 (2015: RM29,012,000). Details of the fair value changes are disclosed in Note 34(c)(ii) and 34(d)(ii).

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(1) Critical judgements made in applying accounting policies (continued)

(f) Impairment of available-for-sale investments

The Group reviews its investments in equity instruments, which are classified as available-for-sale investments at each reporting date to assess whether they are impaired. The Group records impairment charges when there has been a significant or prolonged decline in the fair value below their cost.

The determination of what is “significant” or “prolonged” requires judgement. In making this judgement, the Group evaluates, among other factors, historical share price movements and the duration and extent to which the fair value of an investment is less than its cost. During the year, the Group impaired quoted and unquoted equity instruments with “significant” decline in fair value greater than 20%, and “prolonged” period as greater than 12 months or more.

For the financial year ended 30 April 2016, the amount of impairment loss recognised for available-for-sale investments was RM8,579,000 (2015: RM1,639,000).

(g) Financial guarantee contracts

At each reporting date, the Company determines the fair value of the guarantees based on the likelihood of the guaranteed party defaulting within the guaranteed period and estimate the loss exposure (after taking into account of the value of assets pledged for the loans).

For the financial year ended 30 April 2016, the Company has assessed the financial guarantee contracts and determined that the guarantees are more likely not to be called upon by the banks. Financial impact of such guarantees is not material.

(h) ICULS

The fair values of the equity and liability components of a compound financial instrument requires the determination of the most appropriate valuation model to use depending on the terms and conditions of the financial instrument, the discount rate, and making assumptions about the future cash flow streams.

(i) Significant influence over associated companies

Although the Group holds less than 20% of the voting shares in some of the associated companies as disclosed in Note 49, the Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of these associated companies by way of representation on the board of directors.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(1) Critical judgements made in applying accounting policies (continued)

(j) Income tax on deferred income

The Inland Revenue Board (“IRB”) had previously issued a letter to certain subsidiary companies of the Group and also to the Malaysian Association of Golf & Recreational Club Owners Berhad (“MAGRO”) and the Malaysian Holiday Timeshare Developers’ Federation respectively to inform them that the income earned from sales of golf, recreational and timeshare memberships which are deferred over their respective tenures, will be brought to tax in the year it is collected and not over the years when it is amortised to profit or loss as income. This follows a decision made by the Special Commissioners of Income Tax (“SCIT”) in favour of IRB on this matter in relation to a recreational club which is a member of MAGRO.

IRB has however given a 3-year or 6-year concession to allow the deferred income brought forward as at 30 April 2013 to be taxed over a period of 3 years or 6 years from years of assessment 2014 to 2016, or years of assessment 2014 to 2019 respectively.

On 5 February 2014, the High Court had overturned the abovementioned SCIT’s decision and ruled in favour of the recreational club, agreeing in principle that deferred membership fees should be recognised as and when services are rendered and the amount is amortised to profit or loss as income. IRB has appealed against this decision in the Court of Appeal and has informed MAGRO that the tax issue on deferred income is postponed pending the outcome of the appeal.

On 22 June 2015, the Court of Appeal upheld the decision by the High Court which ruled in favour of the recreational club. The Court of Appeal affirmed that advance licence fees received by the recreational club were security instead of deposit, and will be accrued to the recreational club upon services being rendered. In such circumstances, advance licence fees were not income and cannot be subjected to income tax in those years they were collected.

The Group has assessed that the features of the memberships issued by its subsidiary companies are largely similar to those of the abovementioned recreational club, and have hence concluded that no provision for income tax is required to be made on its deferred membership income.

(k) Control over Berjaya Food Berhad (“BFood”)

At reporting date, the Group held 42.63% equity interest in BFood. Based on the attendance and voting patterns at Annual General Meetings in the previous years, the participation of the other shareholders have been consistently below 25%. The Group concluded that its voting rights of 42.63% are sufficient to give it power over BFood. Hence, in accordance with the requirements of FRS 10, the Group is able to exercise control and continues to regard BFood as a subsidiary company.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(1) Critical judgements made in applying accounting policies (continued)

(l) Status of Berjaya Jeju Resort Limited ("BJR") project

BJR has previously commenced development activities on Jeju Island, South Korea ("Jeju Project") over certain parcels of land purchased from Jeju Free International City Development Center ("JDC") in 2009. These lands were expropriated by JDC from various landowners. On 20 March 2015, the Korean Supreme Court ruled that the expropriation of the lands by JDC from these landowners was invalid. As explained in Note 42(6), BJR has suspended the development of the Jeju Project due to the breach of the terms and conditions of the land sale and purchase agreement ("Land SPA") by JDC when it failed to deliver unencumbered titles to the said lands to BJR. BJR has commenced legal proceedings against JDC seeking compensation for damages incurred which include the costs incurred by BJR in developing the Jeju Project. The outcome of the legal proceedings will determine whether BJR is able to recover the costs amounting to RM541,965,000 incurred to-date on the development of the Jeju Project.

Based on the legal opinion obtained from its lawyers, BJR has determined that it has the legal right to claim for damages under the Land SPA, Korean Civil Code and case precedents established in the Korean Courts. BJR's lawyers have also opined that it is probable that BJR will prevail in its lawsuit against JDC on the claim for costs incurred. Based on this premise, BJR has determined that it is appropriate to recognize the Jeju Project development cost as an asset in the statements of financial position. However, due to inherent uncertainty over the timing of the resolution of the lawsuit, BJR has reclassified the entire Jeju Project development cost as a non-current asset.

(m) Contingent liabilities – Litigation

As disclosed in Note 42, the Group has pending legal litigations as at the financial year end. The Group has not made any provision for liabilities in the financial statements as the Group has concluded that the liabilities are not probable, after due consultation with the Group's solicitors and having assessed the merits of the cases.

(n) Provision for minimum wages

As explained in Note 42(5), trade dispute proceedings have been instituted by the National Union of Hotel, Bar & Restaurant Workers Peninsular ("Trade Union") at the Industrial Court of Malaysia ("Industrial Court") against several Malaysian hotels and resorts of the Group, regarding the topping up minimum wages over and above service charges imposed ("Trade Dispute Proceedings"). The Trade Dispute Proceedings are still ongoing.

Recently, in another trade dispute proceeding between the Trade Union and another hotel, the Industrial Court has ruled in favour of the Trade Union that is an employee shall be paid the minimum wage, in accordance to Minimum Wage Order 2012, over and above the service charges imposed.

The Group is of the opinion that the Industrial Court ruling can be challenged by way of judicial review proceedings. Furthermore, the Malaysian Association of Hotels and Malaysian Association of Hotel Owners representing the hospitality industry are in the midst of discussion with the relevant authorities on this matter.

As such, the Group concluded that no provision for additional minimum wages is required.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(2) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are set out below:

(a) Impairment of goodwill, gaming rights and dealerships rights

The Group performs an impairment test on its gaming rights, dealerships and goodwill at least on an annual basis or when there is evidence of impairment. This requires an estimation of the VIU of the CGU to which the gaming rights, dealerships and goodwill are allocated. Estimating a VIU amount requires the management to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Details of assumptions used for VIU computation are disclosed in Note 13.

During the current financial year, the Group recognised impairment loss in respect of:

- (i) goodwill allocated to the Malaysian toto betting operations; and
- (ii) gaming rights - ELA allocated to the Philippines leasing of online lottery equipment operations, as the carrying values of these CGUs were assessed to be in excess of their respective VIU.

The Malaysian toto betting operations were affected by the continued challenging economic and regulatory environment. The gaming rights - ELA was subject to an impairment test as the Group has reassessed that its useful life is no longer indefinite.

In regard to the impairment review of the CGU for the dealerships, the Group has assessed VIU amounts that could sufficiently address the carrying amount of this CGU.

The carrying amounts of gaming rights, dealerships and goodwill of the Group as at 30 April 2016 are disclosed in Note 13.

(b) Impairment of property, plant and equipment

During the current financial year, the Group recognised impairment losses in respect of certain subsidiary companies' property, plant and equipment. The Group carried out the impairment test based on a variety of estimation including the VIU of the CGU to which the property, plant and equipment are allocated. Estimating the VIU requires the Group to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the impairment losses recognised are disclosed in Note 3.

The carrying amount of property, plant and equipment of the Group are disclosed in Note 3.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(2) Key sources of estimation uncertainty

(c) Amortisation of Gaming Rights - ELA and Customer Relationships

Intangible asset with a finite useful life is amortised by allocating its depreciable amount on a systematic basis over its useful life. Useful life is the period over which the intangible asset is expected to generate economic benefits. Depreciable amount is the carrying amount of the intangible asset less its residual value.

The useful life of gaming rights - ELA is estimated to be 5 years whilst its residual value is assumed to be zero in the absence of an active market. The carrying amount of gaming rights - ELA is now amortised on a straight line basis over its useful life of 5 years.

The Group estimates the useful lives of customer relationships based on the period over which the assets are expected to generate economic benefits to the Group. The estimated useful lives of customer relationships are reviewed periodically.

(d) Depreciation of property, plant and equipment and amortisation of biological assets

The costs of hotel properties are depreciated on a straight-line basis over their remaining useful lives. Management estimates that these hotel properties have a useful life of 50 years from the date of completion or from the date of acquisition, based on normal life expectancies applied in the hotel industry. The remaining useful lives of the Group's hotel properties range between 18 to 50 years. The residual values of the hotel properties are estimated by the Group based on their age and their condition at the end of their useful lives.

The useful lives and residual values of other components of property, plant and equipment are also estimated based on the normal life expectancies and commercial factors applied in the various respective industries.

The estimated useful lives of property, plant and equipment are reviewed periodically and changes in expected level of usage, occupancy rates and economic development could impact the economic useful lives and the residual values of these assets, and hence future depreciation charges on such assets could be revised.

(e) Property development

The Group recognises property development revenue and expenses in the profit or loss by using the stage of completion method. The stage of completion is determined by the proportion of that property development costs incurred for work performed to date which bear to the estimated total property development costs.

Significant judgement is required in determining the stage of completion, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the development projects. In making the judgement, the Group relies on its past experience and the work of specialists. Details of property development costs are disclosed in Note 14.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(2) Key sources of estimation uncertainty (continued)

(f) Income taxes

Significant estimation is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final outcome of these matters are different from the amounts initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. Details of income tax expense are disclosed in Note 36.

(g) Deferred tax assets

Deferred tax assets are recognised for all unused tax losses and unabsorbed capital allowances to the extent that it is probable that taxable profit will be available against which the losses and capital allowances can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the likely timing and level of future taxable profits together with future tax planning strategies. Details of deferred tax assets are disclosed in Note 27.

(h) Impairment of loans and receivables

The Group assesses at each reporting date whether there is any objective evidence that a receivable is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. Details of impairment of loans and receivables are disclosed in Note 16.

(i) Fair value of the gaming rights and dealerships rights

The gaming rights and dealerships rights have been valued based on the Multi-period Excess Earnings Method. These valuations require the Group to make estimates about expected future profit from operations, discount rates and useful lives, and hence they are subject to uncertainty. The carrying value of the gaming rights at 30 April 2016 is disclosed in Note 13.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**2.5 Significant accounting estimates and judgements (continued)****(2) Key sources of estimation uncertainty (continued)****(j) Impairment of investment in subsidiaries, associated companies and joint ventures**

During the current financial year, the Group recognised impairment losses in respect of its investments in certain associated companies and joint ventures, the Group effected a net write-back of impairment losses. The Group and the Company carried out the impairment test based on the assessment of the fair value of the respective assets' or CGU or based on the estimation of the VIU of the CGUs of the respective subsidiaries, associated companies and joint ventures. Estimating the VIU requires the Group and the Company to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the accumulated impairment losses recognised are disclosed in Notes 9, 10 and 11.

The Group did not recognise any impairment in value of an associated company, which shares are quoted in Malaysia, as the directors have valued the assets of the investee to be higher than its carrying value.

The carrying amounts of investments in associated companies and joint ventures of the Group and of investment in subsidiary companies of the Company are disclosed in Notes 9, 10 and 11, accordingly.

(k) Customer loyalty programmes

The Group operates customer loyalty programmes which allow customers to accumulate redemption points when they purchase products from the Group. Management estimates the fair value of the redemption points issued and such fair value is reviewed regularly, and adjusted if appropriate.

(l) Inventory valuations

The Group holds significant inventories of used cars in the United Kingdom. Trade guides and other publications are used to assist in the assessment of the carrying values of these cars at the reporting date and provisions taken as necessary.

(m) Impairment of assets held for sale

An impairment in value of assets held for sale amounting to RM131.6 million was recognised in respect of the sale of project by Berjaya (China) Great Mall Co Ltd which is pending completion as disclosed in Note 47(6). These assets held for sale have been written down to the lower of its carrying value and fair value less costs to sell, after taking into consideration of provisional amounts of project progress billings yet to be billed by contractors as well as various estimated business, land value appreciation and other types of taxes to be incurred.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 Prior year adjustments

Prior year adjustment 1

In the previous financial year, Berjaya Land Berhad, a subsidiary of the Group had recognized impairment losses of RM380,734,000 and RM133,228,000 in respect of goodwill allocated to gaming and other related activities and gaming rights, respectively. The Group had recognized the entire goodwill impairment as a flow-through instead of performing a reassessment of goodwill at its level.

As a consequence, the impairment on goodwill recorded in the previous financial year had been over-allocated to non-controlling interests. The re-allocation was done by restating each of the affected line items of the financial statements for the previous year.

This prior year adjustment does not affect the financial statements as at 1 May 2014.

Prior year adjustment 2

In the previous financial year ended 30 April 2015, AWF Limited, a subsidiary company of the Group was deemed to have acquired 100% of subsidiary companies, Boluo Longxi Pengfa Water Supply Co Ltd, Boluo Longxi Zhiwang Water Supply Co Ltd and C.A. Pioneer Holdings Inc Limited, based on assessment made in accordance to the requirements of FRS 3: Business Combinations. The goodwill on acquisition was then provisionally estimated at about RM31 million and included in the statement of financial position. The Group had undertaken a purchase price allocation exercise to identify and measure intangible assets. As permitted by FRS 3: Business Combinations, the provisional goodwill estimated in previous financial year was reviewed during the financial period, and the final allocation of purchase price was determined after completion of a final analysis. The identifiable intangible asset is now determined and identified as concession assets which are determined at about RM40 million as at the date of acquisition and the goodwill on acquisition has been revised to RMnil. The revision is accounted for retrospectively.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 Prior year adjustments (continued)

As a result of the above, certain comparative amounts as at 30 April 2015 have been adjusted and disclosed below:

Group		As previously reported RM'000	Effects of prior year adjustment 1 RM'000	Effects of prior year adjustment 2 RM'000	As restated RM'000
At 30 April 2015	Note				
Statement of Financial Position					
Intangible assets	13				
- goodwill		1,100,148	213,544	(31,550)	1,282,142
- gaming rights		4,541,772	9,846	-	4,551,618
- concession assets		428,378	-	40,082	468,460
- others		118,137	-	-	118,137
		6,188,435	223,390	8,532	6,420,357
Deferred tax liabilities	27	349,715	-	8,532	358,247
Reserves - retained earnings	23	2,196,545	58,915	-	2,255,460
Reserves - fair value	23	851,825	(8,946)	-	842,879
Non-controlling interests		4,841,869	173,421	-	5,015,290
Statement of Profit or Loss					
Other expenses		(536,627)	213,544	-	(323,083)
Profit before tax		1,388,189	213,544	-	1,601,733
Profit for the year		1,028,712	213,544	-	1,242,256
Profit for the year attributable to					
- Owners of the parent		831,667	58,915	-	890,582
- Non-controlling interests		197,045	154,629	-	351,674
		1,028,712	213,544	-	1,242,256
Statement of Comprehensive Income					
<u>Item that may be reclassified subsequently to profit or loss</u>					
Impairment in value of gaming rights		(133,228)	9,846	-	(123,382)
Total comprehensive income attributable to:					
- Owners of the parent		891,992	49,969	-	941,961
- Non-controlling interests		183,399	173,421	-	356,820
		1,075,391	223,390	-	1,298,781

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

3. PROPERTY, PLANT AND EQUIPMENT

GROUP

2016	At beginning	Depreciation	Impairment	Reclassi-	Acquisition	Disposal	Exchange	Reclassified	At end
	of year	charge for	reversal/	fication /	of	of	differences	to disposal	of year
RM'000	RM'000	the year	(loss)	Adjustments	subsidaries	subsidaries	RM'000	groups	RM'000
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Net Carrying Amount									
Freehold land	206,798	-	6,100	(459)	-	-	570	-	213,009
Long leasehold land	68,157	(1,207)	-	-	-	-	-	-	66,950
Short leasehold land	51,012	(1,303)	7	-	-	-	-	-	49,716
Buildings	1,477,410	(46,663)	21,846	5,654	4,861	-	16,062	-	1,504,576
Plant and equipment	121,948	(31,504)	3,712	1,079	20,151	(2,668)	2,543	(3,198)	165,871
Computer and office equipment	65,886	(25,253)	(723)	(64)	3,947	(25)	805	(718)	56,348
Renovation	182,676	(47,436)	(4,887)	15,019	1,899	-	3,445	(328)	204,088
Furniture and fittings	79,097	(19,359)	(444)	1,803	269	(49)	2,212	(16)	73,712
Motor vehicles	48,732	(13,050)	(648)	-	421	(33)	286	(137)	46,572
Aircraft	155,646	(9,455)	(16,266)	-	-	-	2,566	-	128,918
Golf course development expenditure	124,407	(1,800)	-	-	-	-	-	-	122,607
Capital work-in-progress	907,096	(69)	-	(25,889)	-	-	112,197	(578,106)	1,104,979
Others	25,656	(11)	(9,613)	2,035	9,178	-	23	-	29,619
	3,514,521	(198,415)	(916)	(822)	40,726	(2,775)	140,709	(582,503)	3,766,965

NOTES TO THE FINANCIAL STATEMENTS
30 APRIL 2016

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP	At beginning of year	2015										At end of year	
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000		RM'000
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Freehold land	209,942	7,147	-	41	(2,765)	-	(6,591)	310	(1,286)	206,798			
Long leasehold land	95,136	12,732	(1,298)	2	(26,189)	-	(12,226)	-	-	68,157			
Short leasehold land	52,333	-	(1,321)	-	-	-	-	-	-	51,012			
Buildings	1,429,113	63,123	(289)	7,981	21,777	-	(3,850)	7,067	(3,431)	1,477,410			
Plant and equipment	92,077	38,811	(239)	(2,673)	(310)	20,676	(2,482)	391	(3,529)	121,948			
Computer and office equipment	78,103	16,438	(530)	(1,423)	1,196	3,204	(2,197)	901	(136)	65,886			
Renovation	145,679	46,743	(4,240)	(7,764)	(1,234)	57,680	(4,188)	1,292	(321)	182,676			
Furniture and fittings	70,402	11,385	(824)	(1,299)	876	17,887	(1,491)	(266)	(217)	79,097			
Motor vehicles	55,016	9,373	(2,172)	(102)	(62)	746	(517)	379	(254)	48,732			
Aircraft	264,123	-	(86,398)	(18,689)	-	-	-	9,045	-	155,646			
Golf course development expenditure	126,212	-	(1,805)	-	-	-	-	-	-	124,407			
Capital work-in-progress	673,654	267,275	-	-	(41,624)	-	(19,550)	27,341	-	907,096			
Others	37,384	2,101	(36)	(994)	(5,279)	-	-	136	(4,294)	25,656			
	<u>3,329,174</u>	<u>475,128</u>	<u>(94,728)</u>	<u>(24,920)</u>	<u>(53,614)</u>	<u>100,193</u>	<u>(53,092)</u>	<u>46,596</u>	<u>(13,468)</u>	<u>3,514,521</u>			

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP	Accumulated			Net carrying amount
	Cost	depreciation	impairment losses	
<u>As at 30 April 2016</u>	RM'000	RM'000	RM'000	RM'000
Freehold land	216,121	-	(3,112)	213,009
Long leasehold land	80,436	(13,486)	-	66,950
Short leasehold land	69,121	(19,404)	(1)	49,716
Buildings	1,995,838	(472,717)	(18,545)	1,504,576
Plant and equipment	460,660	(281,540)	(13,249)	165,871
Computer and office equipment	344,025	(285,246)	(2,431)	56,348
Renovation	555,288	(329,290)	(21,910)	204,088
Furniture and fittings	276,862	(201,706)	(1,444)	73,712
Motor vehicles	152,702	(105,822)	(308)	46,572
Aircraft	305,070	(117,378)	(58,774)	128,918
Golf course development expenditure	164,942	(28,498)	(13,837)	122,607
Capital work-in-progress	1,108,981	-	(4,002)	1,104,979
Others	52,529	(20,069)	(2,841)	29,619
	<u>5,782,575</u>	<u>(1,875,156)</u>	<u>(140,454)</u>	<u>3,766,965</u>

GROUP	Accumulated			Net carrying amount
	Cost	depreciation	impairment losses	
<u>As at 30 April 2015</u>	RM'000	RM'000	RM'000	RM'000
Freehold land	216,010	-	(9,212)	206,798
Long leasehold land	80,436	(12,279)	-	68,157
Short leasehold land	69,122	(18,102)	(8)	51,012
Buildings	1,932,581	(414,519)	(40,652)	1,477,410
Plant and equipment	376,943	(235,151)	(19,844)	121,948
Computer and office equipment	329,295	(261,443)	(1,966)	65,886
Renovation	499,592	(293,034)	(23,882)	182,676
Furniture and fittings	264,914	(184,187)	(1,630)	79,097
Motor vehicles	151,591	(102,745)	(114)	48,732
Aircraft	326,577	(127,161)	(43,770)	155,646
Golf course development expenditure	164,942	(26,698)	(13,837)	124,407
Capital work-in-progress	911,098	-	(4,002)	907,096
Others	57,502	(28,876)	(2,970)	25,656
	<u>5,380,603</u>	<u>(1,704,195)</u>	<u>(161,887)</u>	<u>3,514,521</u>

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

COMPANY

2016

	At beginning of year	Additions	Disposals	Depreciation charge for the year	At end of year
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000
Computer and office equipment	424	109	-	(229)	304
Furniture and fittings	61	26	-	(14)	73
Motor vehicles	641	314	-	(235)	720
	<u>1,126</u>	<u>449</u>	<u>-</u>	<u>(478)</u>	<u>1,097</u>

2015

	At beginning of year	Additions	Disposals	Depreciation charge for the year	At end of year
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000
Computer and office equipment	157	433	(9)	(157)	424
Furniture and fittings	55	18	-	(12)	61
Motor vehicles	596	211	-	(166)	641
	<u>808</u>	<u>662</u>	<u>(9)</u>	<u>(335)</u>	<u>1,126</u>

As at 30 April 2016

	Cost	Accumulated depreciation	Net carrying amount
	RM'000	RM'000	RM'000
Computer and office equipment	923	(619)	304
Furniture and fittings	110	(37)	73
Motor vehicles	1,304	(584)	720
	<u>2,337</u>	<u>(1,240)</u>	<u>1,097</u>

As at 30 April 2015

	Cost	Accumulated depreciation	Net carrying amount
	RM'000	RM'000	RM'000
Computer and office equipment	841	(417)	424
Furniture and fittings	84	(23)	61
Motor vehicles	990	(349)	641
	<u>1,915</u>	<u>(789)</u>	<u>1,126</u>

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The additions in property, plant and equipment were acquired by way of:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Finance leases	10,746	5,672	266	169
Cash	853,533	405,592	183	493
Cash (included as part of acquisition of business operations)	-	54,645	-	-
Deposits paid in prior years	1,450	-	-	-
Deferred payment	-	8,164	-	-
Provision for restoration costs	2,231	1,055	-	-
	<u>867,960</u>	<u>475,128</u>	<u>449</u>	<u>662</u>

The Group conducted a review of the recoverable amounts of certain property, plant and equipment and the review has led to the following recognitions:

- (1) an impairment loss of RM39,200,000 (2015: RM38,903,000), included in Other expenses – investing activities as disclosed in Note 34(c)(ii). The impairment loss was due to a decline in the market values of aircraft, closure of certain outlets and of certain property, plant and equipment for which the VIU is less than the carrying value. The recoverable amounts of these assets were RM103,542,000 (2015: RM100,324,000); and
- (2) a reversal of impairment loss of RM38,284,000 (2015: RM13,983,000), included in Other income – investing activities as disclosed in Note 34(d)(ii). The reversal of impairment loss of:
 - (a) RM22,883,000 in value of certain buildings and related plant and equipment was based on the recoverable amount of RM28,886,000 as the subsidiary company entered into a settlement agreement with relevant authorities on surrendering these assets to the authorities. As a consequence, certain premiums incurred on the land would also be recoverable and now transferred to receivables; and
 - (b) RM15,401,000 in value of certain properties was due to the fair value of these assets are higher than their carrying amounts. The fair values of these assets totalling RM266,500,000 (2015: RM175,856,000) are based on valuations by independent qualified valuers. Fair values are computed based on primarily the comparison method and the depreciable replacement cost method.

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Included in the Group's reclassification/adjustments column are:

	2016 RM'000	2015 RM'000
(i) transfer of certain property from investment properties	1,082	3,746
(ii) transfer of certain property to investment properties	(2,181)	(31,315)
(iii) gross revaluation surplus resulting from a change in its use from property, plant and equipment to investment properties	706	1,835
(iv) transfer of certain property from development properties	145	1,521
(v) over accrual of cost for certain property, plant and equipment	(6)	(4,342)
(vi) transfer of certain property to land held for development	-	(21,086)
(vii) transfer to intangible assets	(3,303)	(3,973)
(viii) transfer of property, plant and equipment from assets held for sale	2,735	-
	<u>(822)</u>	<u>(53,614)</u>

Others comprise mainly linen, silverware, cutleries, kitchen utensils and recreational livestock and apparatus.

Property, plant and equipment with net book value of RM1,095,230,000 (2015: RM1,259,737,000) have been pledged to financial institutions for facilities granted to certain subsidiary companies.

The net carrying amounts of assets acquired under finance leases and hire purchase arrangements are as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Plant and equipment	9,006	9,355	-	-
Computer and office equipment	1,286	427	-	-
Office renovation	1,282	894	-	-
Furniture and fittings	133	142	-	-
Motor vehicles	11,638	12,684	720	641
Aircraft	85,536	100,297	-	-
	<u>108,881</u>	<u>123,799</u>	<u>720</u>	<u>641</u>

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

4. BIOLOGICAL ASSETS

	Group	
	2016	2015
	RM'000	RM'000
At carrying amount		
At beginning of year	5,300	25,271
Additions	-	1,057
Amortisation for the year	(221)	(1,403)
Transfer to non-current assets classified as assets held for sale (Note 20)	-	(19,625)
Disposals	(306)	-
At end of year	<u>4,773</u>	<u>5,300</u>
Cost	6,429	6,735
Accumulated amortisation	<u>(1,656)</u>	<u>(1,435)</u>
Carrying amount	<u>4,773</u>	<u>5,300</u>

Biological assets consist of oil palm trees, which are cultivated for the harvest of fresh fruit bunches. The fresh fruit bunches are then processed into crude palm oil and palm kernel. The plantation is on freehold land located at Batang Berjuntai, Selangor Darul Ehsan.

5. OTHER INVESTMENTS

	Group	
	2016 RM'000	2015 RM'000
Quoted investments in Malaysia, at fair value		
- shares	56,979	24,136
- unsecured loan stocks	-	12,637
- warrants	8,844	18,723
- Malaysian Government Securities	3,066	3,065
- unit trust funds	2,669	2,528
Quoted investments outside Malaysia, at fair value		
- shares	4,846	4,016
	<u>76,404</u>	<u>65,105</u>
Unquoted shares		
- Cost	117,263	119,786
- Less: Accumulated impairment	(102,940)	(98,813)
	<u>14,323</u>	<u>20,973</u>
Unquoted shares, at fair value	861	1,072
	<u>15,184</u>	<u>22,045</u>
Total investment in financial assets	91,588	87,150
Golf club corporate memberships	856	847
Total investments	<u>92,444</u>	<u>87,997</u>

The investment in Malaysian Government Securities is deposited with the Malaysian Government in accordance with the Pool Betting Act, 1967 in connection with the issue of the pool betting licence and yields interest at 4.24% (2015 : 4.24%) per annum.

During the financial year, the Group recognised:

- (i) an impairment loss amounting to RM1,004,000 (2015: RM239,000) of certain available-for-sale financial assets quoted equity instruments as disclosed in Note 34 (c)(ii); and
- (ii) a net impairment loss amounting to RM5,052,000 (2015: RM1,400,000) of certain available-for-sale financial assets unquoted equity instruments as disclosed in Notes 34 (c)(ii) and 34 (d)(ii).

As at 30 April 2016, investment in quoted securities in Malaysia of the Group with a carrying value of RM44,263,000 (2015: RM13,790,000) are pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

Further details on fair value hierarchy and classification of equity investments are disclosed in Notes 43 and 44 respectively.

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

6. INVESTMENT PROPERTIES

	Group	
	2016 RM'000	2015 RM'000
At beginning of year	702,905	657,266
Additions	46,385	287
Disposals	-	(1,000)
Fair value adjustments, net	14,718	16,217
Exchange differences	2,188	2,598
Net transfer from property, plant and equipment (Note 3)	1,099	27,569
Other adjustment	-	(32)
Acquisition of subsidiary company	1,143	-
At end of year	<u>768,438</u>	<u>702,905</u>

Investment properties with carrying amount totalling RM102,856,000 (2015: RM95,654,000) are held under lease terms.

Applications for the sub-division and strata titles of the certain leasehold land and buildings (where applicable) of certain subsidiary companies have been submitted to the relevant authorities for processing.

The carrying amounts of the investment properties were determined based on valuations by independent valuers, who hold recognised qualifications and have relevant experience. These valuations make reference to market evidence of transaction prices of similar properties or comparable available market data.

The Group determined that certain properties that were previously classified as investment properties amounting to RM1,082,000 (2015: RM3,746,000), are now occupied by subsidiary companies of the Group, thus, do not qualify as investment properties according to FRS 140: Investment Property. Certain other properties previously classified under property, plant and equipment amounting to RM2,181,000 (2015: RM31,315,000), are now not occupied by subsidiary companies of the Group, thus, qualify as investment properties according to FRS 140: Investment Property. These properties were reclassified accordingly.

Investment properties of the Group amounting to RM564,606,000 (2015: RM567,104,000) have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

7. PREPAID LAND LEASE PREMIUM

	Group	
	2016 RM'000	2015 RM'000
Prepaid land lease	1,018	1,034
Less: Transfer to receivables (Note 16.2(2))	(1,018)	-
Less: Current portion of prepaid land lease premium (Note 16)	-	(16)
	<u>-</u>	<u>1,018</u>

8. LAND HELD FOR DEVELOPMENT

	Group	
	2016 RM'000	2015 RM'000
At cost:		
At beginning of year:		
- freehold land	1,177,384	1,597,991
- long leasehold land	78,507	77,193
- land use rights/land lease premium	174,175	163,653
- development costs	548,539	590,303
	<u>1,978,605</u>	<u>2,429,140</u>
Transfer/Adjustments during the year:		
- freehold land	475,618	(431,117)
- long leasehold land	(9,287)	1,314
- land use rights/land lease premium	(7,742)	-
- development costs	471,261	(59,012)
	<u>929,850</u>	<u>(488,815)</u>
Additions:		
- freehold land	33,715	3,613
- development costs	4,529	8,179
	<u>38,244</u>	<u>11,792</u>
Disposals:		
- freehold land	(222,431)	-
- development costs	(145,755)	-
	<u>(368,186)</u>	<u>-</u>
Exchange differences:		
- freehold land	17,435	6,897
- land use rights/land lease premium	11,257	10,522
- development costs	12,756	9,069
	<u>41,448</u>	<u>26,488</u>
Total cost at end of year	<u>2,619,961</u>	<u>1,978,605</u>
Accumulated impairment losses:		
At beginning of year	(21,671)	(27,671)
Reversal of impairment loss	8,802	6,000
At end of year	<u>(12,869)</u>	<u>(21,671)</u>
Carrying value at end of year	<u>2,607,092</u>	<u>1,956,934</u>

The additions to freehold land and development costs in the previous financial year relate mainly to the acquisition of land for overseas development projects.

During the current financial year, a subsidiary recognised a reversal of impairment loss totalling RM8,802,000 (2015: RM6,000,000). This amount of RM8,802,000 would be recoverable and was transferred to receivables as disclosed in Note 16.2(2).

Land held for development with carrying value of RM626,635,000 (2015: RM611,140,000) have been pledged to various financial institutions.

Included in land held for development is the Jeju Project referred to in Notes 2.5(1)(l) and 42(6). During the current financial year, certain parcels of land of this project with carrying amount of RM367,117,000 are disposed, as disclosed in Note 42(6). The recovery of the remaining carrying amount of RM541,965,000 on the Jeju Project is subject to the outcome of the lawsuit as disclosed in Note 2.5(1)(l).

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

8. LAND HELD FOR DEVELOPMENT (CONTINUED)

Included in the transfer/adjustments section are the following:

	Group	
	2016 RM'000	2015 RM'000
(i) transfer from development properties (Note 14)	947,450	20,310
(ii) transfer from property, plant and equipment (Note 3)	-	21,086
(iii) transfer to assets held for sale (Note 20)	(8,798)	(530,211)
(iv) transfer to receivables (Note 16)	(8,802)	-
	<u>929,850</u>	<u>(488,815)</u>

9. ASSOCIATED COMPANIES

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
At cost:				
Quoted shares - in Malaysia	482,124	1,592,093	227,917	257,682
Quoted shares - outside Malaysia	176,853	170,325	-	-
Unquoted shares	461,626	456,962	-	-
Less: Unrealised profit on transactions with associated companies	(6,343)	(7,434)	-	-
	<u>1,114,260</u>	<u>2,211,946</u>	<u>227,917</u>	<u>257,682</u>
Group's share of post acquisition reserves	294,516	337,190	-	-
	<u>1,408,776</u>	<u>2,549,136</u>	<u>227,917</u>	<u>257,682</u>
Less: Accumulated impairment				
- Quoted shares in Malaysia	(9,348)	(9,348)	-	-
- Quoted shares outside Malaysia	(46,575)	(16,581)	-	-
- Unquoted shares	(80,644)	(81,462)	-	-
	<u>(136,567)</u>	<u>(107,391)</u>	<u>-</u>	<u>-</u>
	<u>1,272,209</u>	<u>2,441,745</u>	<u>227,917</u>	<u>257,682</u>
Carrying value of:				
Quoted shares - in Malaysia	639,338	1,837,204	227,917	257,682
Quoted shares - outside Malaysia	151,339	155,764	-	-
Unquoted shares	481,532	448,777	-	-
	<u>1,272,209</u>	<u>2,441,745</u>	<u>227,917</u>	<u>257,682</u>
Market value:				
Quoted shares - in Malaysia	473,676	1,563,661	280,328	278,760
Quoted shares - outside Malaysia	207,549	225,614	-	-

Certain quoted shares of the Group and of the Company costing RM378,210,000 (2015: RM432,220,000) and RM227,704,000 (2015: RM93,548,000) respectively, have been pledged to financial institutions for credit facilities granted to the Company and certain subsidiary companies.

During the financial year, the Group recognised total impairment loss amounting to RM136,743,000 (2015: RM21,000,000) as disclosed in Note 34 (c)(ii), in associated companies with recoverable amount of RM390,229,000.

The Group's equity interest in the associated companies, their respective principal activities and country of incorporation are shown in Note 49.

9. ASSOCIATED COMPANIES (CONTINUED)

During the current financial year, the values of certain quoted investment in associated company was not impaired to their market values as the directors have valued the underlying assets of these associated companies quoted in Malaysia, to be higher than or equal to their carrying values. As for an associated company which is quoted outside Malaysia, the directors have compared the combined market value of the shares and the loan notes issued by the associated company with the combined carrying value of the shares and loan notes to assess any shortfall in aggregate carrying value, as the shares and loan notes were initially issued as stapled units.

Although the Group holds less than 20% of the voting shares in Berjaya Assets Berhad, Berjaya Media Berhad and Speedy Video Distributors Sdn Bhd, the Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of these companies by way of representation on their respective boards of directors.

Summarised financial information in respect of the material associated companies is set out below. The summarised financial information represents the amounts in the financial statements of the associated companies and not the Group's share of those amounts.

GROUP	Atlant	Berjaya	Berjaya	Total
	Holdings Bhd	Assets Berhad	Sompo Insurance Berhad	
2016	RM'000	RM'000	RM'000	RM'000
Non-current assets	298,860	3,190,116	1,194,088	4,683,064
Current assets	517,431	294,046	372,617	1,184,094
Non-current liabilities	(81,908)	(788,664)	(3,136)	(873,708)
Current liabilities	(246,084)	(425,531)	(859,669)	(1,531,284)
Net assets	488,299	2,269,967	703,900	3,462,166
Equity attributable to:				
Owners of the associated company	397,032	2,260,437	703,900	3,361,369
Non-controlling interests of the associated company	91,267	9,530	-	100,797
Total equity	488,299	2,269,967	703,900	3,462,166

GROUP	Atlant	Berjaya	Berjaya	Berjaya	Total
	Holdings Bhd	Assets Berhad	Sompo Insurance Berhad	Auto Berhad	
2015	RM'000	RM'000	RM'000	RM'000	RM'000
Non-current assets	313,252	3,085,970	1,154,065	136,844	4,690,131
Current assets	428,953	331,700	273,667	602,706	1,637,026
Non-current liabilities	(30,632)	(593,464)	(7,621)	(63,328)	(695,045)
Current liabilities	(226,257)	(287,611)	(781,582)	(183,688)	(1,479,138)
Net assets	485,316	2,536,595	638,529	492,534	4,152,974
Equity attributable to:					
Owners of the associated company	398,329	2,118,182	638,529	473,605	3,628,645
Non-controlling interests of the associated company	86,987	418,413	-	18,929	524,329
Total equity	485,316	2,536,595	638,529	492,534	4,152,974

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

9. ASSOCIATED COMPANIES (CONTINUED)

GROUP	Atlan	Berjaya	Berjaya	Total
	Holdings Bhd	Assets Berhad	Sompo Insurance Berhad	
2016	RM'000	RM'000	RM'000	RM'000
Revenue	768,058	391,993	691,717	1,851,768
Profit for the year	56,364	24,200	82,628	163,192
Other comprehensive income	-	832	(17,375)	(16,543)
Total comprehensive income for the year	56,364	25,032	65,253	146,649
Profit for the year attributable to:				
- owners of the associated company	43,084	17,192	82,628	142,904
- non-controlling interests of the associated company	13,280	7,008	-	20,288
	56,364	24,200	82,628	163,192
Total comprehensive income attributable to:				
- owners of the associated company	43,084	17,343	65,253	125,680
- non-controlling interests of the associated company	13,280	7,689	-	20,969
	56,364	25,032	65,253	146,649
Dividends received from the associated companies during the year	11,675	1,824	-	13,499

GROUP	Atlan	Berjaya	Berjaya	Berjaya	Total
	Holdings Bhd	Assets Berhad	Sompo Insurance Berhad	Auto Berhad	
2015	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	731,160	416,033	615,816	1,830,443	3,593,452
Profit for the year	55,966	83,851	74,110	219,485	433,412
Other comprehensive income	-	(11,255)	(5,904)	3,293	(13,866)
Total comprehensive income for the year	55,966	72,596	68,206	222,778	419,546
Profit for the year attributable to:					
- owners of the associated company	46,467	73,799	74,110	212,374	406,750
- non-controlling interests of the associated company	9,499	10,052	-	7,111	26,662
	55,966	83,851	74,110	219,485	433,412
Total comprehensive income attributable to:					
- owners of the associated company	46,467	63,542	68,206	214,351	392,566
- non-controlling interests of the associated company	9,499	9,054	-	8,427	26,980
	55,966	72,596	68,206	222,778	419,546
Dividends received from the associated companies during the year	24,419	3,647	-	19,001	47,067

9. ASSOCIATED COMPANIES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in associated companies:

GROUP	Atlan	Berjaya	Berjaya	Berjaya	Total
	Holdings	Assets	Sompo	Auto	
	Bhd	Berhad	Insurance	Berhad	
	RM'000	RM'000	Berhad	Berhad	RM'000
2016					
Attributable to the owners of associated companies:					
Net assets at beginning of year	398,329	2,118,182	638,647	473,605	3,628,763
Profit for the year	43,084	17,192	82,628	197,629	340,533
Other comprehensive income	-	151	(17,375)	152	(17,072)
Dividends paid during the year	(44,389)	(11,130)	-	(147,248)	(202,767)
Other transactions with owners	8	136,042	-	7,103	143,153
Net assets at end of year	397,032	2,260,437	703,900	531,241	3,892,610
Group's equity interest	26.69%	16.38%	30.00%	14.05%	
Interest in associated companies	105,964	370,207	211,170	74,615	761,956
Goodwill	186,406	187	158,400	277,427	622,420
Exchange differences	1,354	-	-	-	1,354
Unrealised profit on transaction with associated company	-	-	(6,343)	(894)	(7,237)
Transfer to assets held for sale	(29,886)	-	-	(351,148)	(381,034)
Less: Intragroup adjustments	-	(2,279)	-	-	(2,279)
Carrying value of Group's interest in associated companies	263,838	368,115	363,227	-	995,180

GROUP	Atlan	Berjaya	Berjaya	Berjaya	Total
	Holdings	Assets	Sompo	Auto	
	Bhd	Berhad	Insurance	Berhad	
	RM'000	RM'000	Berhad	Berhad	RM'000
2015					
Attributable to the owners of associated companies:					
Net assets at beginning of year/ date of equity accounting	444,284	2,081,613	570,441	435,661	3,531,999
Profit for the year	46,467	73,799	74,110	83,244	277,620
Other comprehensive income	-	(10,254)	(5,904)	1,055	(15,103)
Dividends paid during the year	(88,778)	(22,261)	-	(53,658)	(164,697)
Other transactions with owners	(3,644)	(4,715)	-	7,303	(1,056)
Net assets at end of year	398,329	2,118,182	638,647	473,605	3,628,763
Group's equity interest	26.30%	16.38%	30.00%	34.32%	
Interest in associated companies	104,756	346,908	191,604	162,522	805,790
Goodwill	183,368	187	158,400	773,704	1,115,659
Exchange differences	1,412	-	-	-	1,412
Unrealised profits on transaction with associated company	-	-	(7,434)	-	(7,434)
Less: Intragroup adjustments	-	(2,277)	-	-	(2,277)
Carrying value of Group's interest in associated companies	289,536	344,818	342,570	936,226	1,913,150

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9. ASSOCIATED COMPANIES (CONTINUED)

Aggregate information of associated companies that are not individually material:

GROUP	2016 RM'000	2015 RM'000
The Group's share of profit for the year	27,059	28,991
The Group's share of other comprehensive income	(3,342)	(4,069)
The Group's share of total comprehensive income for the year	23,717	24,922
Aggregate carrying amount of the Group's interests in these associated companies	277,029	528,595

The Group has discontinued the recognition of its share of losses of certain associated companies because the share of losses of these associated companies has exceeded the Group's interest in these associated companies. As at the reporting date, the Group's cumulative unrecognised share of losses in these associated companies amounted to RM31,250,000 (2015: RM28,834,000), which exceeded the Group's interest in these associated companies. Accordingly, the Group did not recognise its share of the current year loss amounting to RM2,416,000 (2015: share of loss of RM1,385,000) of these associated companies.

10. SUBSIDIARY COMPANIES

	Company	
	2016 RM'000	2015 RM'000
At cost:		
Quoted shares in Malaysia	266,055	215,719
Unquoted shares	1,368,165	1,248,244
	1,634,220	1,463,963
Less: Accumulated impairment	(29,170)	(759)
	1,605,050	1,463,204
Market value:		
Quoted shares in Malaysia	209,257	172,121

The Group's equity interests in the subsidiary companies, their respective principal activities and country of incorporation are shown in Note 49.

Quoted shares costing RM236,230,000 (2015: RM150,478,000) have been pledged to financial institutions for credit facilities granted to the Company and certain of its subsidiary companies.

During the current financial year, the Company conducted a review of the recoverable amounts of its investments in certain subsidiary companies of which its carrying amount of investments exceeded its share of net assets in the respective subsidiary companies at the reporting date.

The review gave rise to the recognition of an impairment loss of investment in subsidiary company of RM28,411,000 (2015: RM759,000) as disclosed in Note 34(c)(ii) based on recoverable amount of RM143,354,000 (2015: RM121,429,000).

10. SUBSIDIARY COMPANIES (CONTINUED)

10.1 Acquisition of subsidiary companies

10.1.1 Current financial year

During the current financial year, the Group completed the following acquisitions:

- (1) On 8 May 2015, the Group's equity interests in REDtone International Berhad ("REDtone") increased to more than 50% as a result of the conditional take-over offer (refer to Note 47(2)) and accordingly REDtone was deemed a subsidiary company of the Group.
- (2) On 4 December 2015, H.R. Owen Plc, a subsidiary company of the Group completed the acquisition of 50,000 ordinary shares of GBP1.00 each representing 100% equity interest in Bodytechnics Limited ("BTL"), for a total cash consideration of GBP2.6 million (equivalent to approximately RM16.9 million).

The cost of acquisition comprised the following:

2016 Group	Acquisition of		
	REDtone RM'000	BTL RM'000	Total RM'000
Purchase consideration satisfied by cash	94,021	16,941	110,962
Classified from associated company	195,950	-	195,950
Fair value adjustments on associated company prior to reclassification to investment in subsidiary company	13,952	-	13,952
Total cost of acquisition, representing fair value of the consideration	<u>303,923</u>	<u>16,941</u>	<u>320,864</u>

The acquired subsidiary companies which qualified as business combinations contributed the following results to the Group:

2016 Group	Acquisition of		
	REDtone RM'000	BTL RM'000	Total RM'000
Revenue	153,101	13,889	166,990
(Loss)/Profit for the year	<u>(15,887)</u>	<u>1,138</u>	<u>(14,749)</u>

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10. SUBSIDIARY COMPANIES (CONTINUED)

10.1 Acquisition of subsidiary companies (continued)

10.1.1 Current financial year (continued)

The fair values of the assets and liabilities of the acquisitions as the date of acquisition are as follows:

2016 Group	Acquisition of		Total RM'000
	REDtone RM'000	BTL RM'000	
Non-current assets			
excluding intangible assets	387,039	1,752	388,791
Current assets	149,649	10,294	159,943
	<u>536,688</u>	<u>12,046</u>	<u>548,734</u>
Non-current liabilities	81,667	35	81,702
Current liabilities	71,036	4,474	75,510
	<u>152,703</u>	<u>4,509</u>	<u>157,212</u>
Net assets acquired	383,985	7,537	391,522
Less: Non-controlling interests	(187,337)	-	(187,337)
Group's share of net assets	<u>196,648</u>	<u>7,537</u>	<u>204,185</u>
Customer relationships on consolidation	-	3,831	3,831
Goodwill on consolidation	107,275	5,573	112,848
Total cost of acquisition	<u>303,923</u>	<u>16,941</u>	<u>320,864</u>

The net cash flows on acquisitions were as follows:

2016 Group	Acquisition of		Total RM'000
	REDtone RM'000	BTL RM'000	
Purchase consideration satisfied by cash	(94,021)	(16,941)	(110,962)
Cash and cash equivalent of subsidiary companies acquired	<u>22,213</u>	<u>3,227</u>	<u>25,440</u>
Net cash outflow on acquisition of subsidiaries company at the date of acquisition	<u>(71,808)</u>	<u>(13,714)</u>	<u>(85,522)</u>

10. SUBSIDIARY COMPANIES (CONTINUED)

10.1 Acquisition of subsidiary companies (continued)

10.1.2 Previous financial year

In the previous financial year, the Group completed the following acquisitions:

- (1) Berjaya Food Berhad (“BFood”) completed the acquisition of the remaining 50.0% equity interest in Berjaya Starbucks Coffee Company Sdn Bhd (“BStarbucks”) not owned by BFood, for a total cash consideration of USD88 million or about RM283.54 million from Starbucks Coffee International, Inc. Consequently, BStarbucks became a wholly owned subsidiary company of the Group.
- (2) The Group is deemed to have control, and therefore treat Boluo Longxi Pengfa Water Supply Co Ltd, Boluo Longxi Zhiwang Water Supply Co Ltd and C.A. Pioneer Holdings Inc Limited (collectively as “LongxiCos”) as subsidiary companies, based on assessment made in accordance to the requirements of FRS 3: Business Combinations.

The cost of acquisition comprised the following:

2015 Group	Acquisition of		Total RM'000
	BStarbucks RM'000	LongxiCos RM'000	
Purchase consideration satisfied by cash	283,536	88,309	371,845
Consideration for assets acquisition and other adjustments	-	26,296	26,296
	<u>283,536</u>	<u>114,605</u>	<u>398,141</u>

The acquired subsidiary company which qualified as business combinations contributed the following results to the Group in the previous financial year:

2015 Group	Acquisition of		Total RM'000
	BStarbucks RM'000	LongxiCos RM'000	
Revenue	215,314	3,958	219,272
Profit/(Loss) for the year	<u>23,383</u>	<u>(849)</u>	<u>22,534</u>

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10. SUBSIDIARY COMPANIES (CONTINUED)

10.1 Acquisition of subsidiary companies (continued)

10.1.2 Previous financial year (continued)

The fair values of the assets and liabilities of the acquisitions as the date of acquisition were as follows:

2015 Group	Acquisition of		Total RM'000
	BStarbucks RM'000	LongxiCos RM'000	
Non-current assets	115,792	112	115,904
Current assets	101,513	6,855	108,368
	<u>217,305</u>	<u>6,967</u>	<u>224,272</u>
Non-current liabilities	15,331	-	15,331
Current liabilities	79,079	4,960	84,039
	<u>94,410</u>	<u>4,960</u>	<u>99,370</u>
Fair value of net assets	122,895	2,007	124,902
Less: Non-controlling interests	-	(8,068)	(8,068)
Group's share of net assets	122,895	(6,061)	116,834
Goodwill on consolidation	422,005	-	422,005
	544,900	(6,061)	538,839
Concession rights	-	129,067	129,067
Deferred tax effects relating to the fair value adjustments on concession rights	-	(8,401)	(8,401)
Carrying amount of the equity interests previously owned at the date of acquisition	(61,666)	-	(61,666)
Gain on remeasurement	(199,698)	-	(199,698)
Less: Fair value of the equity interests previously owned at acquisition date	(261,364)	-	(261,364)
Total cost of acquisition	<u>283,536</u>	<u>114,605</u>	<u>398,141</u>

The fair value adjustments in the previous financial year in relation to the acquisition of LongxiCos were reviewed and final allocation of the purchase price was determined after completion of a final analysis to determine the fair values of LongxiCos' tangible and intangible assets and liabilities acquired. The fair value of concession assets was determined at about RM129.07 million as at the date of acquisition and the goodwill on acquisition has been revised to RMNil. This revision is accounted for retrospectively as detailed in Note 2.6.

10. SUBSIDIARY COMPANIES (CONTINUED)

10.1 Acquisition of subsidiary companies (continued)

10.1.2 Previous financial year (continued)

The net cash flows on acquisitions were as follows:

2015 Group	Acquisition of		Total RM'000
	BStarbucks RM'000	LongxiCos RM'000	
Purchase consideration satisfied by cash	(283,536)	(88,309)	(371,845)
Cash and cash equivalent of subsidiary companies acquired	56,350	5,466	61,816
Net cash outflow on acquisition of subsidiary companies	<u>(227,186)</u>	<u>(82,843)</u>	<u>(310,029)</u>

10.2 Acquisition of subsidiary company subsequent to financial year end

There is no acquisition of subsidiary company subsequent to the financial year end.

10.3 Disposal of subsidiary companies

10.3.1 Current financial year

During the current financial year, the Group completed the following disposals:

- (i) On 5 May 2015, the Group completed the disposal of 10 million ordinary shares of RM1.00 each, representing 100% equity interest in Berjaya Bandartex Sdn Bhd for a cash consideration of about RM16.6 million;
- (ii) On 5 May 2015, the Group completed the disposal of 5 million ordinary shares of RM1.00 each, representing 100% equity interest in Berjaya Knitex Sdn Bhd for a cash consideration of about RM11.1 million; and
- (iii) On 28 December 2015, the Group completed the disposal of its entire 100% interest in Berjaya Environmental Engineering (Foshan) Co Ltd for a cash consideration of RMB126.75 million or about RM84.0 million.

10.3.2 Previous financial year

- (i) Following the reduction of the Group's equity interest in Berjaya Auto Berhad ("BAuto") to 36.74% and based on the assessment pursuant to the requirements of FRS 10: Consolidated Financial Statements ("FRS 10") to determine the status and control of BAuto, the Group ceased to have control of BAuto with effect from 1 December 2014; and
- (ii) On 27 April 2015, the Group completed the disposal of its 60% equity interest in Algaetech International Sdn Bhd for a total cash consideration of RM1.00 million.

10.3.3 Effects of disposal

The effects of the disposal on the financial position of the Group are disclosed in the Consolidated Statement of Cash Flows, Note (b).

The acquisition, incorporation or disposal of subsidiary companies during the financial year which do not have any material effect on the financial position of the Group and of the Company are not listed above.

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10. SUBSIDIARY COMPANIES (CONTINUED)

10.4 Subsidiary companies with material non-controlling interests

The Group regards the non-controlling interests of the following subsidiary companies material to the Group and is set out below. The equity interests held by non-controlling interests are as follows:

Name	Equity interest held by non-controlling interests	
	2016 %	2015 %
Berjaya Land Berhad ("BLand")	40.6	40.6
BFood	57.1	47.7
REDtone	48.3	*

*REDtone was deemed as a subsidiary company of the Group with effect from 8 May 2015.

Summarised financial information of subsidiary companies which have non-controlling interests that are material to the Group is set out below. The summarised financial information presented below is the amount before inter-company elimination and after modified for fair value adjustments arising from business combination.

10. SUBSIDIARY COMPANIES (CONTINUED)

10.4 Subsidiary companies with material non-controlling interests (continued)

GROUP	BLand	BFood	REDtone	Total
	RM'000	RM'000	RM'000	RM'000
At 30 April 2016				
Non-current assets	9,427,719	630,710	368,467	10,426,896
Current assets	5,195,291	115,947	178,538	5,489,776
Non-current liabilities	(3,206,814)	(177,606)	(75,941)	(3,460,361)
Current liabilities	(3,194,224)	(180,545)	(101,198)	(3,475,967)
Net assets	<u>8,221,972</u>	<u>388,506</u>	<u>369,866</u>	<u>8,980,344</u>
Equity attributable to equity holders of the parent	3,636,826	171,405	185,959	3,994,190
Non-controlling interests	4,585,146	217,101	183,907	4,986,154
Total equity	<u>8,221,972</u>	<u>388,506</u>	<u>369,866</u>	<u>8,980,344</u>
Year ended 30 April 2016				
Revenue	<u>6,283,997</u>	<u>554,363</u>	<u>153,101</u>	<u>6,991,461</u>
(Loss)/Profit for the year	(146,093)	17,542	(39,640)	(168,191)
Other comprehensive income	78,419	(650)	757	78,526
Total comprehensive income for the year	<u>(67,674)</u>	<u>16,892</u>	<u>(38,883)</u>	<u>(89,665)</u>
(Loss)/Profit attributable to:				
- Owners of the parent	(218,530)	11,083	(15,887)	(223,334)
- Non-controlling interests	72,437	6,459	(23,753)	55,143
	<u>(146,093)</u>	<u>17,542</u>	<u>(39,640)</u>	<u>(168,191)</u>
Total comprehensive income attributable to:				
- Owners of the parent	(176,760)	11,091	(19,532)	(185,201)
- Non-controlling interests	109,086	5,801	(19,351)	95,536
	<u>(67,674)</u>	<u>16,892</u>	<u>(38,883)</u>	<u>(89,665)</u>
Year ended 30 April 2016				
Net cash (used in)/generated from:				
Operating activities	921,899	42,613	27,747	992,259
Investing activities	303,497	(51,357)	21,028	273,168
Financing activities	(1,180,378)	8,551	(47,336)	(1,219,163)
Net change in cash and cash equivalents	<u>45,018</u>	<u>(193)</u>	<u>1,439</u>	<u>46,264</u>
Dividends paid to non-controlling interests	<u>(109,048)</u>	<u>(9,496)</u>	-	<u>(118,544)</u>

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10. SUBSIDIARY COMPANIES (CONTINUED)

10.4 Subsidiary companies with material non-controlling interests (continued)

GROUP	BLand	BFood	Total
	RM'000	RM'000	RM'000
At 30 April 2015			
Non-current assets	9,770,647	607,057	10,377,704
Current assets	4,752,515	107,175	4,859,690
Non-current liabilities	(3,522,203)	(198,363)	(3,720,566)
Current liabilities	(2,432,242)	(128,076)	(2,560,318)
Net assets	<u>8,568,717</u>	<u>387,793</u>	<u>8,956,510</u>
Equity attributable to			
equity holders of the parent	3,843,126	206,019	4,049,145
Non-controlling interests	4,725,591	181,774	4,907,365
Total equity	<u>8,568,717</u>	<u>387,793</u>	<u>8,956,510</u>
Year ended 30 April 2015			
Revenue	<u>5,914,875</u>	<u>376,780</u>	<u>6,291,655</u>
Profit for the year	65,085	171,099	236,184
Other comprehensive income	22,803	663	23,466
Total comprehensive income for the year	<u>87,888</u>	<u>171,762</u>	<u>259,650</u>
(Loss)/Profit attributable to:			
- Owners of the parent	(132,540)	92,428	(40,112)
- Non-controlling interests	197,625	78,671	276,296
	<u>65,085</u>	<u>171,099</u>	<u>236,184</u>
Total comprehensive income attributable to:			
- Owners of the parent	(130,219)	92,712	(37,507)
- Non-controlling interests	218,107	79,050	297,157
	<u>87,888</u>	<u>171,762</u>	<u>259,650</u>
Year ended 30 April 2015			
Net cash (used in)/generated from:			
Operating activities	229,413	68,049	297,462
Investing activities	(192,018)	(280,045)	(472,063)
Financing activities	(94,009)	225,403	131,394
Net change in cash and cash equivalents	<u>(56,614)</u>	<u>13,407</u>	<u>(43,207)</u>
Dividends paid to non-controlling interests	<u>(183,258)</u>	<u>(9,530)</u>	<u>(192,788)</u>

11. JOINT VENTURES

	Group	
	2016 RM'000	2015 RM'000
Contributed legal capital/cost of investment	310,706	262,502
Share of post-acquisition reserves	(191,000)	(192,111)
Exchange differences	4,070	3,065
	123,776	73,456
Less : Accumulated impairment	(28,644)	(28,644)
	95,132	44,812

Details of the joint ventures are as follows:

Name of joint ventures	Country of incorporation	% of ownership interest held by the Group		Principal activities
		2016	2015	
Held by Berjaya Leisure (Cayman) Limited				
Berjaya-Handico12 Co Ltd	Socialist Republic of Vietnam	80.0	80.0	Property investment and development.
RC Hotel and Resort JV Holdings (BVI) Company Limited	British Virgin Islands	56.7	56.7	Investment holding.
Held by T.P.C. Development Limited				
T.P.C. Nghi Tam Village Limited ("TPC")	Socialist Republic of Vietnam	75.0	75.0	Developer and operator of an international standard five star hotel.

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11. JOINT VENTURES (CONTINUED)

Name of joint ventures	Country of incorporation	% of ownership interest held by the Group		Principal activities
		2016	2015	
Held by Berjaya Hotels & Resorts Vietnam Sdn Bhd				
Berjaya Hotay Joint Venture Company Limited ("BHotay")	Socialist Republic of Vietnam	50.0	70.0	Developer and operator of an international standard five star hotel and provision of related services.
Held by Berjaya Air Sdn Bhd				
Asia Jet Partners Malaysia Sdn Bhd	Malaysia	51.0	-	Aircraft charter service and related aircraft business.
Held by Berjaya Group (Cayman) Limited				
Antara Spacecom Pte Ltd	Singapore	50.0	-	Investment holding.
Held by Berjaya Capital Berhad				
Chailease Berjaya Credit Sdn Bhd ("Chailease")	Malaysia	30.0	-	Hire purchase and loan financing.
Held by KUB-Berjaya Energy Sdn Bhd				
Amita KUB-Berjaya Kitar Sdn Bhd	Malaysia	60.0	-	Providing industrial waste recycling services.
Held by Cosway (China) Co. Ltd				
Cosway (Guangzhou) Cosmetic Manufacture Co Ltd ("Cosway Guangzhou")	People's Republic of China	70.0	-	Manufacture and trading in consumer, household and skin care products.

11. JOINT VENTURES (CONTINUED)

Summarised financial information in respect of the material joint ventures is set out below. The summarised financial information represents the amounts in the financial statements of the joint ventures after modification of fair value adjustments arising from business combination and not the Group's share of those amounts.

GROUP	Cosway			Total
	BHotay	Guangzhou	Chailease	
At 30 April 2016	RM'000	RM'000	RM'000	RM'000
Non-current assets	247,650	1,690	1,121	250,461
Current assets	11,271	31,385	23,422	66,078
Non-current liabilities	(150,608)	-	-	(150,608)
Current liabilities	(18,485)	(3,225)	(1,856)	(23,566)
Net assets	89,828	29,850	22,687	142,365
The above amounts of assets and liabilities include the following:				
Cash and cash equivalents	8,638	4,969	886	14,493
Current financial liabilities (excluding trade and other payables and provision)	(11,264)	-	-	(11,264)
Non-current financial liabilities (excluding trade and other payables and provision)	(142,183)	-	-	(142,183)
Year ended 30 April 2016				
Revenue	61,277	24,506	284	86,067
(Loss)/Profit for the year, representing total comprehensive income for the year	(9,868)	5,856	(2,313)	(6,325)
The above (loss)/profit for the year include the following:				
Depreciation and amortisation	16,276	31	95	16,402
Interest income	-	53	324	377
Income tax expense	-	1,952	-	1,952
Finance costs	9,341	-	-	9,341
Dividend received from the joint ventures during the year	-	-	-	-

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11. JOINT VENTURES (CONTINUED)

GROUP	BHotay	TPC	Total
At 30 April 2015	RM'000	RM'000	RM'000
Non-current assets	243,822	358,311	602,133
Current assets	7,895	8,606	16,501
Current liabilities	(139,808)	(333,191)	(472,999)
Non-current liabilities	(18,700)	(29,938)	(48,638)
Net assets	<u>93,209</u>	<u>3,788</u>	<u>96,997</u>

The above amounts of assets and liabilities include the following:

Cash and cash equivalents	<u>3,322</u>	<u>4,165</u>	<u>7,487</u>
Current financial liabilities (excluding trade and other payables and provision)	<u>(10,043)</u>	<u>(2,836)</u>	<u>(12,879)</u>
Non-current financial liabilities (excluding trade and other payables and provision)	<u>(135,387)</u>	<u>(333,191)</u>	<u>(468,578)</u>

Year ended 30 April 2015

Revenue	<u>47,270</u>	<u>54,589</u>	<u>101,859</u>
Loss for the year, representing total comprehensive income for the year	<u>(5,694)</u>	<u>(13,412)</u>	<u>(19,106)</u>

The above loss for the year include the following:

Depreciation and amortisation	14,457	14,171	28,628
Finance costs	<u>3,275</u>	<u>12,991</u>	<u>16,266</u>
Dividends received from the joint ventures during the year	<u>-</u>	<u>-</u>	<u>-</u>

11. JOINT VENTURES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in joint ventures (continued)

GROUP 2016	Cosway			Total RM'000
	BHotay RM'000	Guangzhou RM'000	Chailease RM'000	
Net assets as at date of equity account/beginning of year	93,209	24,318	25,000	142,527
(Loss)/Profit for the year, representing other comprehensive income for the year	(9,868)	5,856	(2,313)	(6,325)
Exchange differences	6,487	(324)	-	6,163
Net assets at end of year	89,828	29,850	22,687	142,365
Group's equity interest	50%	70%	30%	
Interest in joint venture	44,914	20,895	6,806	72,615
Fair value adjustment	-	18,611	-	18,611
Exchange differences	-	261	-	261
Carrying value of Group's interest in joint ventures	44,914	39,767	6,806	91,487

GROUP 2015	BHotay	TPC	Total	
	RM'000	RM'000	RM'000	
Net assets at beginning of year		91,190	16,382	107,572
Loss for the year, representing total other comprehensive income for the year		(5,694)	(13,412)	(19,106)
Exchange differences		7,713	818	8,531
Net assets at end of year		93,209	3,788	96,997
Group's equity interest		70%	75%	
Interest in joint ventures		65,246	2,841	68,087
Cumulative realignment adjustment due to different percentage of share of profits		4,009	-	4,009
Carrying value of Group's interest in joint ventures		69,255	2,841	72,096

Aggregate information of joint ventures that are not individually material

GROUP	2016 RM'000	2015 RM'000
The Group's share of loss for the year, representing total comprehensive income	(12,750)	(1,691)
Aggregate carrying amount of the Group's interests in these joint ventures	3,645	(27,284)

The Group has discontinued recognition of its share of losses of certain joint ventures because the share of losses of these joint ventures have exceeded the Group's interest in these joint ventures. As such, during the current financial year, the Group did not recognise its share of the current year losses of these joint ventures and the Group's cumulative share of unrecognised losses of these joint ventures amounted to RM14,599,000.

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12. OTHER LONG TERM RECEIVABLES

	Group	
	2016	2015
	RM'000	RM'000
Amounts owing by joint ventures	612,401	580,681
Less: Allowance for doubtful debt	-	(20,490)
	612,401	560,191
Other non-current receivables	15,149	14,914
Sundry receivables	-	4,630
	627,550	579,735

Amounts owing by joint ventures are unsecured, interest-bearing with schedule of repayments ranging from 2 to 20 (2015: 2 to 15) years.

Movements in allowance accounts:

	Group	
	2016	2015
	RM'000	RM'000
At beginning of the year	20,490	19,515
Charge for the year (Note 34(c)(ii))	1,226	975
Written off	(21,716)	-
At end of year	-	20,490

Sundry receivables of the Group comprise advance payments made in respect of property development project of the Group's foreign venture.

The portion of the development expenditure for concession which is covered by minimum guaranteed payments from the grantor of the concession is recognised as other non-current receivables in accordance with IC Interpretation 12. The salient features of the concession are described below:

(1) Linqu Water Supply Project

This is a 30-year concession (expected to expire in September 2036) granted by the People's Government of Linqu County, Shandong Province ("Linqu Government") to Dragon Spring Group (M) Ltd ("DSGM") to acquire, upgrade, operate and maintain the existing water supply facilities in Linqu County, Shandong Province, People's Republic of China based on a build-operate-transfer basis. Linqu Government has authorised Construction Bureau of Linqu County ("CBLinqu") to enter into the concession agreement with DSGM. This concession was then assigned to Dragon Spring Water (Linqu) Co Ltd ("DSWLQ"). DSWLQ supplies the water at a rate which is in accordance to the concession agreement. The charge rate shall be reviewed should there be any increase or decrease in the cost of supplying the water. DSWLQ is obligated to rehabilitate the existing water supply facilities, construction of new treatment facilities and maintain and upgrade the water supply distribution networks. DSWLQ shall transfer the phase 1 of the new water treatment plant to CBLinqu without any further compensation at the end of the concession period.

13. INTANGIBLE ASSETS

GROUP	Goodwill	Gaming rights	Trademarks	Lottery business cooperation contract	Concession assets	Dealership rights	Telecommunications with allocated spectrum	Other intangible assets	Total
2016									
Net Carrying Amount									
At beginning of year	1,282,142	4,551,618	36,953	-	468,460	56,542	-	24,642	6,420,357
Arising from acquisition of subsidiary companies	119,211	-	-	-	-	-	314,601	36,007	469,819
Arising from acquisition of business operations	140	-	-	-	-	-	-	-	140
Additions	-	-	66	142,345	40,506	-	-	10,588	193,505
Arising from disposal of subsidiary company	(5,130)	-	-	-	(47,932)	-	-	-	(53,062)
Amortisation for the year	-	(28,354)	-	(1,923)	(23,482)	-	-	(4,111)	(57,870)
Transfer to disposal group	-	-	-	-	-	-	-	(7,568)	(7,568)
Transfer from property, plant and equipment	-	-	-	-	3,245	-	-	58	3,303
Government grant received during the financial year	-	-	-	-	-	-	-	(6,197)	(6,197)
Impairment losses	(381,057)	(50,040)	-	-	-	-	-	(758)	(431,855)
Exchange differences	3,106	5,238	2,869	-	27,058	2,130	-	150	40,551
At end of year	1,018,412	4,478,462	39,888	140,422	467,855	58,672	314,601	52,811	6,571,123

GROUP	Goodwill	Gaming rights	Trademarks	Concession assets	Dealership rights	Other intangible assets	Total		
								RM'000	RM'000
2015									
Net Carrying Amount (Restated)									
At beginning of year			1,116,638	4,652,000	34,280	315,118	56,752	8,517	6,183,305
Arising from acquisition of subsidiary companies			422,005	-	-	129,067	-	7,652	558,724
Arising from acquisition of business operations			10,719	-	-	-	-	-	10,719
Additions			-	-	289	14,413	-	6,645	21,347
Arising from disposal of subsidiary company			(500)	-	-	-	-	-	(500)
Amortisation for the year			-	-	-	(15,303)	-	(2,353)	(17,656)
Transfer from property, plant and equipment			-	-	-	193	-	3,780	3,973
Transfer to disposal group			(38,683)	-	-	-	-	-	(38,683)
Impairment losses			(231,205)	(123,382)	-	-	-	-	(354,587)
Exchange differences			3,168	23,000	2,384	24,972	(210)	401	53,715
At end of year			1,282,142	4,551,618	36,953	468,460	56,542	24,642	6,420,357

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13. INTANGIBLE ASSETS (CONTINUED)

GROUP	Accumulated			Net carrying amount
	Cost	impairment losses	amortisation	
As at 30 April 2016	RM'000	RM'000	RM'000	RM'000
Goodwill	2,207,863	(1,189,451)	-	1,018,412
Gaming rights	4,680,238	(173,422)	(28,354)	4,478,462
Trademarks	79,958	(15,187)	(24,883)	39,888
Lottery business cooperation contract	142,345	-	(1,923)	140,422
Concession assets	542,861	-	(75,006)	467,855
Dealership rights	58,672	-	-	58,672
Telecommunications licences with allocated spectrum	314,601	-	-	314,601
Other intangible assets	82,764	(2,332)	(27,621)	52,811
	8,109,302	(1,380,392)	(157,787)	6,571,123

GROUP	Accumulated			Net carrying amount
	Cost	impairment losses	amortisation	
As at 30 April 2015 (Restated)	RM'000	RM'000	RM'000	RM'000
Goodwill	2,090,078	(807,936)	-	1,282,142
Gaming rights	4,675,000	(123,382)	-	4,551,618
Trademarks	73,799	(14,158)	(22,688)	36,953
Concession assets	522,393	-	(53,933)	468,460
Dealership rights	56,542	-	-	56,542
Other intangible assets	42,025	(1,687)	(15,696)	24,642
	7,459,837	(947,163)	(92,317)	6,420,357

COMPANY	Company	
	2016	2015
	RM'000	RM'000
2016		
Net Carrying Amount		
Lottery business cooperation contract		
At beginning of year	-	-
Additions	142,345	-
Amortisation for the year	(1,923)	-
At end of year	140,422	-

COMPANY	Accumulated		Net carrying amount
	Cost	amortisation	
As at 30 April 2016	RM'000	RM'000	RM'000
Lottery business cooperation contract	142,345	(1,923)	140,422

13. INTANGIBLE ASSETS (CONTINUED)

13.1 Acquisition of business operations

During the current financial year, the Group had acquired the following business operations:

- (1) The Group acquired pharmacy businesses for a total cash consideration of RM168,000 (2015: RM1,982,000). The acquired pharmacy businesses were then merged with the retail business of some of Cosway (M) Sdn Bhd's outlets. As such, it is not possible to separately identify the revenue and profit contributions of the acquired pharmacy businesses.

The assets arising from the acquisition are as follows:

Group	2016 RM'000	2015 RM'000
Inventories, representing the net assets acquired	28	392
Goodwill	140	1,590
Total cost and cash outflow of the acquisitions	<u>168</u>	<u>1,982</u>

In the previous financial year, the Group had acquired the following business operations:

- (1) The Group acquired a motor dealership business for a total cash consideration of GBP2,358,000 (equivalent to approximately RM12,927,000). The motor dealership business was then merged with the existing motor dealership of HR Owen's outlet. As such, it is not possible to separately identify the revenue and profit contribution of the acquired motor dealership.

The assets arising from the acquisition are as follows:

Group	2015 RM'000
Net assets acquired	5,550
Goodwill	<u>7,377</u>
Total cost and cash outflow of the acquisitions	<u>12,927</u>

- (2) The Group acquired a hotel property which was determined to be a business combination for a total cash consideration of GBP10,150,000 (equivalent to approximately RM55,561,000). No liabilities were acquired.

The assets arising from the acquisition are as follows:

Group	2015 RM'000
Fair value of hotel property acquired	53,809
Goodwill	<u>1,752</u>
Total cost and cash outflow of the acquisitions	<u>55,561</u>

In the previous financial year, the new hotel property contributed revenue of RM3,367,000 and loss for the year of RM140,000 to the Group since its acquisition.

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13. INTANGIBLE ASSETS (CONTINUED)

13.2 Service concession arrangements

The development expenditure for service concession arrangements which are not covered by a contractual guarantee from the grantor of the concessions are recognised as intangible assets in accordance with IC Interpretation 12: Service Concession Arrangements. These portions of the development expenditure represent the rights to charge users of the public service. The salient features of the concessions are described as below:

(1) Jinben Wastewater Treatment Plant Project

This is a 25-year concession (expected to expire in June 2037) granted to the Company to build, operate and maintain the Jinben Wastewater Treatment Plant Project in the Sanshui County, Guangdong Province, People's Republic of China on a build-operate-transfer basis. This concession was granted by Xinan Public Asset Investment Co Ltd ("XPAI") and it has been assigned to Berjaya Green Resources Environmental Engineering (Foshan) Co. Ltd ("BGREE"), a wholly owned subsidiary company of the Company, to operate. The concession grants the rights to BGREE to treat wastewater and BGREE is entitled to charge XPAI for the service based on the volume of wastewater treated at the plant at a rate in accordance with the concession agreement. The charge rate is subject to review every two years. BGREE is obligated to construct the treatment plant and it is in the process of constructing it. The plant was completed in April 2015. BGREE shall transfer the project to XPAI without any further compensation at the end of the concession period.

(2) Tianchang Water Supply Project

This is a 30-year concession (expected to expire in December 2036) granted by the People's Government of Tianchang City ("Tianchang Government") to Dragon Spring Water Services Ltd ("DSWS") to acquire, upgrade, develop and maintain the existing water supply facilities in Tianchang City, Anhui Province, People's Republic of China based on a build-operate-transfer basis. Tianchang Government has authorised Tianchang Construction Bureau ("TianchangCB") to enter into the concession agreement with DSWS. This concession was then assigned to Dragon Spring Water (Tianchang) Co Ltd ("DSWTC"). DSWTC supplies the water at a rate which is in accordance to the concession agreement. The charge rate shall be reviewed should there be any increase or decrease in the cost of supplying the water. DSWTC is obligated to improve the water supply distribution networks, maintain the normal operation of water supply and piping networks and the construction of a surface water plant. DSWTC shall transfer the project to TianchangCB at a transfer price, which will be assessed at that time by accounting firms appointed by the parties, at the end of the concession period.

(3) Taiwen Sewage Treatment Plant Project

This is a 25-year concession (expected to expire in February 2037) granted by the Taian City Daiyue People's Government ("Daiyue Government") to DSGM to design, construct and operate a sewage treatment plant in Daiyue district, Taian Municipality, Shandong Province, People's Republic of China based on a build-operate-transfer basis. Daiyue Government has authorised Taian Dawenkou Gypsum Industrial Park Management Committee ("TaianMC") to enter into the concession agreement with DSGM. This concession was then assigned to Dragon Spring Water (Taian) Co Ltd ("DSWTA"). DSWTA will charge TaianMC a sewage treatment service fee based on the volume of water treated at a rate in accordance to the concession agreement. The charge rate is subject to review every two years. DSWTA is obligated to design and construct the sewage treatment plant and to manage the operation of the plant. DSWTA shall transfer the project to TaianMC without any further compensation at the end of the concession period.

13. INTANGIBLE ASSETS (CONTINUED)

13.2 Service concession arrangements (continued)

(4) Bukit Tagar Sanitary Landfill Project

This is a 6-year concession, automatically renewable over 5 terms of 6 years each (the last term expiring in January 2044) granted to KUB-Berjaya Enviro Sdn Bhd ("KBE"), a 60% owned subsidiary company of Berjaya Group Berhad, on a build, operate, and transfer basis. KBE will design, build, operate and maintain the Bukit Tagar Sanitary Landfill which is located at Mukim Sg. Tinggi, Hulu Selangor District in the State of Selangor. The concession grants the rights to KBE to receive waste from Dewan Bandaraya Kuala Lumpur ("DBKL") and in return to collect tipping fee in accordance to the concession agreement. The tipping fee is determined on phase-to-phase basis. Upon the termination of the concession, KBE shall transfer the project to DBKL without any further compensation.

(5) Landfill Gas Utilisation Project

This is a concession whereby KUB-Berjaya Energy Sdn Bhd, a wholly owned subsidiary company of KBE, generates electricity from biogas recovered from the Bukit Tagar Sanitary Landfill and solar source, and sells it to the national grid under the 'Feed-in-Tariff' ("FIT") scheme. This is achieved through:

- a renewable energy power purchase agreement ("REPPA") with Tenaga Nasional Berhad ("TNB") for the sale of 1.0 MW renewable energy under FIT for a duration of 16 years (expiring in June 2028) at the agreed rate of RM0.42/kWh;
- a REPPA with TNB for the sale of 3.2 MW renewable energy source under FIT for a duration of 16 years (expiring in December 2030) at the agreed rate of RM0.42/kWh;
- a REPPA with TNB for the sale of 0.125kWh solar power under FIT for a duration of 21 years (expiring in December 2035) at the agreed rate of RM1.0488/kWh; and
- a REPPA with TNB for the sale of 2.0MW renewable energy under FIT for a duration of 16 years (expiring in December 2031) at the agreed rate of RM0.4669/kWh.

(6) AWF Limited Water Supply Project

This is a concession granted by the People's Government of Longxi ("Longxi government") exclusively to AWF Limited ("AWF") to acquire, upgrade, operate and maintain the existing water supply facilities in Longxi Town, Boluo County, Huizhou City, Guangdong Province, People's Republic of China. AWF shall operate the concession through its three subsidiary companies, namely Boluo Longxi Zhiwang Water Supply Co Ltd ("Zhiwang") and Boluo Longxi Pengfa Water Supply Co Ltd ("Pengfa") which are wholly-owned by AWF, as well as Boluo Longxi Water Supply Co Ltd ("Longxi") which is 50% owned by C.A. Pioneer Holding Inc. Limited (a wholly-owned subsidiary company of AWF). The subsidiary companies are granted business licence period of 30 years, subject to renewal. Zhiwang, Pengfa and Longxi supply treated potable water to the entire Longxi Town territory and charge water tariff rates approved by the Pricing Bureau of Boluo County. The tariff rates shall be reviewed by the Longxi government upon application submitted by the operators when the increase in costs of supplying water warrants the tariff review. AWF, through its subsidiary companies, is obligated to improve the water supply distribution networks, maintain the normal operation of water supply and piping networks.

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13. INTANGIBLE ASSETS (CONTINUED)

13.3 Impairment test on gaming rights and goodwill

(1) Allocation of gaming rights

Gaming rights are allocated to the Group's lottery operations in Malaysia and the leasing of lottery equipment in the Philippines.

(2) Allocation of goodwill

Goodwill has been allocated to the Group's CGU identified according to business segments as follows:

	Group	
	2016 RM'000	2015 RM'000
Financial services	13,589	47,165
Gaming and related activities	8,142	336,853
Property investment and development	215,324	225,809
Hotels and resorts	67,332	67,475
Restaurants	430,367	430,367
Marketing of consumer products and services	283,651	174,466
Multiple units without significant goodwill	7	7
	<u>1,018,412</u>	<u>1,282,142</u>

(3) Key assumptions used in VIU calculation and fair values less costs to sell of CGUs

The recoverable amount of a CGU is determined based on the higher of VIU or fair value less costs to sell if available of the respective CGUs. VIU is calculated using cash flow projections based on financial budgets covering a five-year period except for the gaming and related activities segment which use cash flow projections covering a ten-year period. Fair values less costs to sell are estimated based on the best information available in an active market to reflect the amount obtainable in an arm's length transaction, less costs of disposal.

The following describes each key assumption on which management based its cash flow projections for VIU calculations or fair values less costs to sell of CGUs to undertake impairment test of goodwill:

(a) Budgeted gross margins

The bases used to determine the values assigned to the budgeted gross margins are the average gross margins achieved in the year immediately before the budgeted year adjusted for expected efficiency improvements, market and economic conditions, internal resource efficiency and the expected stages of completion of property development projects, where applicable. For the financial services segment, the projections are also based on the assumption that there are no major changes to the premium and commission rates of stockbroking subsidiary companies.

13. INTANGIBLE ASSETS (CONTINUED)

13.3 Impairment test on gaming rights and goodwill (continued)

(3) Key assumptions used in VIU calculation and fair values less costs to sell of CGUs (continued)

(b) Growth rates

The weighted average growth rates used ranges between 1.00% to 5.00% (2015: 1.80% to 5.00%) are consistent with the long-term average growth rates for relevant industries.

(c) Discount rates

The discount rates used for identified CGUs reflect the specific risks relating to the relevant business segments. The significant post-tax discount rates, applied to post-tax cash flows, used for identified CGUs are in the range of 6.00% to 13.50% (2015: 6.00% to 15.00%).

(d) Terminal growth rates

Terminal growth rates used for identified CGUs are based on the average anticipated growth rate of the respective economies. The significant terminal growth rate used for identified CGUs is 2.5% (2015: 3.0%).

(e) Fair values less costs to sell

The fair values are estimated based on observable market prices of recent transactions of similar assets within the same industry and similar locations.

(4) Sensitivity to changes in assumptions

For the Malaysian toto betting operations, which goodwill has been impaired in the current year, its recoverable amount based on VIU computation remains sensitive towards possible negative changes in revenue growth rate due to the unanticipated regulatory and economic changes.

Should the annual revenue growth rate of the forecast year ending 30 April 2017 decreases by 1%, the carrying amount of the goodwill of the Malaysian toto betting operations is expected to be further impaired by approximately 1%.

As for the Philippines leasing of online lottery equipment operations, the achievability of VIU would be dependent on the successful renewal of the ELA. The ELA was granted an extension of three years to August 2018.

The management believes that there are no reasonable possible change in any of the above key assumptions which would cause the carrying values of the CGU's allocated to all the other goodwill to materially exceed their recoverable amounts.

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13. INTANGIBLE ASSETS (CONTINUED)

13.3 Impairment test on gaming rights and goodwill (continued)

(5) Impairment during the year

During the current financial year, the Group has assessed that certain CGUs are carried in excess of their VIU and recognised impairment loss of:

- (a) RM328,711,000 (2015: RM228,690,000) and RM50,040,000 (2015: RM123,382,000) in respect of goodwill allocated to gaming and other related activities segment and gaming rights, respectively. The operations in this segment were affected by the continued challenging economic and regulatory environment in their respective jurisdictions. The useful life of the gaming rights allocated to the Philippines leasing of online lottery equipment operations is no longer indefinite. The recoverable amounts of the goodwill allocated to gaming and other related activities segment and gaming rights were Group's share of VIUs which amounted to RM8,142,000 (2015: RM336,853,000) and RM4,478,462,000 (2015: RM4,551,618,000), respectively.
- (b) RM8,135,000 (2015: RM2,515,000) in respect of goodwill allocated to marketing of consumer products and services business segment. Goodwill arising from this segment is impaired as the recoverable amount of the CGU, which is determined based on cash flow projections, is lower than its carrying amount. The projected cash flows of this CGU have been revised downwards as marketing initiatives launched in certain countries were below expectation. The recoverable amounts of these goodwill were RMNil (2015: RMNil).
- (c) RM10,635,000 (2015: RMNil) in respect of goodwill allocated to property investment and development segment. Goodwill arising from this segment is impaired as the recoverable amount of the CGU, which is determined based on cash flow projections, is lower than its carrying amount. The projected cash flows of this CGU have been revised downwards as the projects have been completed during the financial year. The impairment recognised in the current financial year was based on the recoverable amount of RM12,908,000.
- (d) RM33,576,000 (2015: RMNil) in respect of goodwill allocated to financial services segment. Goodwill arising from this segment is impaired as the recoverable amount of the CGU, which is determined based on cash flow projections, is lower than its carrying amount. The impairment recognised in the current financial year was based on the recoverable amount of RM13,589,000.

The total impairment loss of RM381,057,000 (2015: RM231,205,000) in respect of goodwill was accounted for in profit or loss as disclosed in Note 34(c)(ii), whilst the impairment loss of RM50,040,000 (2015: RM123,382,000) in respect of gaming rights are accounted for as a reduction of the fair value reserve.

13.4 Impairment testing on trademarks

(1) Key assumptions used in VIU calculation

The recoverable amount of a CGU is determined based on the VIUs calculation using:

- Cash flow projections for the estimated savings on royalties based on financial budgets covering a five-year period.
- Cash flow projections from financial budgets approved by management covering a five-year period.

13. INTANGIBLE ASSETS (CONTINUED)

13.4 Impairment testing on trademarks (continued)

(1) Key assumptions used in VIU calculation (continued)

The key assumptions used for VIU calculations are:

(a) Estimated royalty rate

The estimated royalty rates used in impairment testing of the various trademarks are determined by referring to other royalty rates in similar businesses or the actual royalty rates.

(b) Growth rate

The growth rate used ranges between 2% to 3% (2015: 2% to 3%).

(c) Discount rate

The discount rates used for identified CGUs reflect the specific risks relating to the relevant business segments. The significant post-tax discount rates, applied to post-tax cash flows, used for identified CGUs are in the range of 12.00% to 15.60% (2015: 11.51% to 15.51%).

(2) Sensitivity to changes in assumptions

Management believes that no reasonably possible change in any of the above key assumptions would cause the carrying values of the CGUs to materially exceed their recoverable amounts.

13.5 Impairment testing on dealership rights

(1) Key assumptions used in VIU calculation

The recoverable amounts of the CGUs are determined based on value-in-use calculations using cash flow projections based on financial budgets covering two-and-half-year and to five-year period. The key assumptions used for VIU calculations are:

(a) Budgeted gross margin and growth rate

The basis used to determine the value assigned to the budgeted gross margin is the average gross margin and average growth rate achieved in the years before the budgeted year, adjusted for market and economic conditions and internal resource efficiency.

(b) Discount rate

The significant post-tax discount rate, applied to post-tax cash flows, used for the CGUs are in the range of 7.8% to 11.8% (2015 : 7.8% to 11.8%).

(2) Sensitivity to changes in assumptions

The management believes that there are no reasonable possible change in any of the above key assumptions which would cause the carrying values of the CGU's allocated to the dealership rights to materially exceed their recoverable amounts.

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13. INTANGIBLE ASSETS (CONTINUED)

13.6 Impairment testing on telecommunications licences with allocated spectrum

The recoverable amounts of the telecommunication licences with allocated spectrum are determined using the market comparable approach based on a valuation carried out by an independent firm of professional valuers.

13.7 Impairment testing on concession assets

(1) Key assumptions used in VIU calculation

The recoverable amounts of the CGUs are determined based on value-in-use calculations using cash flow projections based on financial budgets covering three to five-year period. The key assumptions used for VIU calculations are:

(a) Budgeted gross margin and growth rate

The basis used to determine the value assigned to the budgeted gross margin is the average gross margin and average growth rate achieved in the years before the budgeted year, adjusted for market and economic conditions and internal resource efficiency.

(b) Discount rate

The significant post-tax discount rate, applied to post-tax cash flows, used for the CGUs is 13.7% (2015: 13.7%).

(2) Sensitivity to changes in assumptions

Management believes that no reasonably possible change in any of the above key assumptions would cause the carrying values of the CGUs to materially exceed their recoverable amounts.

13.8 Impairment testing on lottery business cooperation contract

The Company has not carried out impairment testing on the lottery business cooperation contract as the operation has not commenced as at the reporting date. Details of the lottery business cooperation contract are provided in Note 47(9).

14. DEVELOPMENT PROPERTIES

	Group	
	2016 RM'000	2015 RM'000
At cost:		
At beginning of year:		
- freehold land	726,087	706,836
- long leasehold land	12,974	13,680
- land use rights	8,474	7,687
- development costs	2,057,983	1,455,241
	<u>2,805,518</u>	<u>2,183,444</u>
Costs incurred during the year:		
- long leasehold land	70,081	17,384
- development costs	586,848	606,627
	<u>656,929</u>	<u>624,011</u>
Costs recognised in profit or loss:		
At beginning of year	(763,037)	(481,322)
Recognised during the year	(433,352)	(327,733)
Elimination due to completion of projects	189,381	46,019
At end of year	<u>(1,007,008)</u>	<u>(763,036)</u>
Transfers/Adjustments during the year:		
- to land held for development (Note 8)	(947,450)	(20,310)
- to assets held for sale (Note 20)	(490,224)	-
- to inventories	(10,588)	-
- to property, plant and equipment (Note 3)	(145)	(1,521)
- to receivables (Note 16)	(7,119)	-
	<u>(1,455,526)</u>	<u>(21,831)</u>
Exchange differences	51,836	65,912
Costs eliminated during the year due to completion of projects:		
- freehold land	(3,101)	(586)
- development costs	(186,280)	(45,433)
	<u>(189,381)</u>	<u>(46,019)</u>
Accumulated impairment losses:		
At beginning of year/end of year	(22,094)	(22,094)
Reversal of impairment for the year	7,119	-
At end of year	<u>(14,975)</u>	<u>(22,094)</u>
Carrying value at end of year	<u>847,393</u>	<u>2,020,387</u>

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14. DEVELOPMENT PROPERTIES (CONTINUED)

Included in development expenditure is interest capitalised for the year of RM8,394,000 (2015: RM30,973,000).

During the current financial year, a subsidiary company recognised a reversal of impairment loss totalling RM7,119,000. This amount would be recoverable and transferred to receivables as disclosed in Note 16.2(2).

Development properties with carrying value of RM200,568,000 (2015: RM734,788,000) have been pledged to financial institutions for credit facilities granted to certain subsidiary companies.

15. INVENTORIES

	Group	
	2016 RM'000	2015 RM'000
At cost:		
Raw materials	25,539	15,711
Work-in-progress	19,514	3,015
Finished goods and inventories for resale	743,668	631,575
Property inventories	201,121	143,421
Gaming equipment components and parts	1,823	1,213
Stores and consumables	23,856	31,046
Ticket inventories	3,558	3,044
	<u>1,019,079</u>	<u>829,025</u>
At net realisable value:		
Raw materials	-	8,121
Work-in-progress	-	557
Finished goods and inventories for resale	29,760	95,186
Property inventories	960	960
Stores and consumables	2,552	913
Trading account securities	606	319
	<u>33,878</u>	<u>106,056</u>
	<u>1,052,957</u>	<u>935,081</u>

Trading account securities, which principally represent investment in shares quoted in Malaysia, have a market value as at 30 April 2016 of RM606,000 (2015: RM319,000).

Property inventories with carrying value of RM65,563,000 (2015: RM67,049,000) have been pledged to financial institutions for credit facilities granted to certain subsidiary companies.

The cost of inventories recognised as an expense during the financial year in the Group amounted to RM2,965,765,000 (2015: RM3,484,422,000).

Certain inventories are pledged for manufacturers and other third party vehicle stocking loans as disclosed in Note 29.

16. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
<u>Trade receivables</u>				
Money lending receivables	34	8,076	-	-
Other trade receivables	577,773	443,370	-	-
Hire purchase receivables	52,630	45,943	-	-
Unearned carrying charges	(7,805)	(3,371)	-	-
	<u>44,825</u>	<u>42,572</u>	-	-
	<u>622,632</u>	<u>494,018</u>	-	-
Less: Interest in suspense	(949)	(949)	-	-
Less: Allowance for impairment				
- trade receivables	(55,189)	(41,861)	-	-
- hire purchase receivables	(11,446)	(11,491)	-	-
	<u>(66,635)</u>	<u>(53,352)</u>	-	-
Trade receivables, net	<u>555,048</u>	<u>439,717</u>	-	-
<u>Other receivables</u>				
Sundry receivables	589,256	457,750	13,783	3,398
Refundable deposits	115,815	137,972	2	2
Amounts due from subsidiary companies	-	-	4,347,924	4,689,847
Amounts due from associated companies	88,593	81,464	-	22
	<u>793,664</u>	<u>677,186</u>	<u>4,361,709</u>	<u>4,693,269</u>
Less: Allowance for impairment	(235,989)	(208,177)	(1,509)	-
	<u>557,675</u>	<u>469,009</u>	<u>4,360,200</u>	<u>4,693,269</u>
<u>Other current assets</u>				
Sundry receivables	62,062	32,171	-	-
Prepayments	258,304	249,718	428	427
Dividend receivable	1,588	-	600,129	634
Deposits for acquisition of assets	7,821	7,015	-	-
Accrued billings in respect of property development costs/property sales	44,800	86,822	-	-
	<u>374,575</u>	<u>375,726</u>	<u>600,557</u>	<u>1,061</u>
	<u>1,487,298</u>	<u>1,284,452</u>	<u>4,960,757</u>	<u>4,694,330</u>

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16. TRADE AND OTHER RECEIVABLES (CONTINUED)

The Group's normal credit terms are as follows:

- Non-margin clients and brokers	3 market days in accordance with the Bursa Malaysia Fixed Delivery and Settlement System ("FDSS") trading rules.
- Clients margin call future contracts	3 market days in accordance with the Bursa Malaysia Derivatives Berhad guidelines.
- Hire purchase and leasing receivables	36 months to 60 months.
- Money lending, share and club financing receivables	12 months to 84 months.
- Other trade receivables	1 day to 90 days.

The credit terms for other trade receivables are assessed and approved on a case-by-case basis.

The Group has no significant concentration of credit risk that may arise from exposure to a single debtor or to groups of trade receivables. The Company has no significant concentration of credit risk that may arise from exposure to a single debtor or to groups of receivables except for the amounts due from subsidiary companies.

16.1 Trade receivables

(1) Ageing analysis of trade receivables

The ageing analysis of the Group's trade receivables is as follows:

	Group	
	2016 RM'000	2015 RM'000
Neither past due nor impaired	373,661	244,924
1 to 30 days past due not impaired	89,857	67,559
31 to 60 days past due not impaired	21,057	98,903
61 to 90 days past due not impaired	7,924	5,936
More than 90 days past due not impaired	62,774	22,274
	181,612	194,672
Impaired	67,359	54,422
	<u>622,632</u>	<u>494,018</u>

(2) Receivables that are neither past due nor impaired

Trade and other receivables that are neither past due nor impaired are creditworthy debtors with good payment records with the Group.

(3) Receivables that are past due but not impaired

The Group has trade receivables amounting to RM181,612,000 (2015: RM194,672,000) that are past due at the reporting date but not impaired. This includes mainly trade receivables past due for technical or strategic reasons and there is no concern on the credit worthiness of the counter parties and the recoverability of these debts.

16. TRADE AND OTHER RECEIVABLES (CONTINUED)

16.1 Trade receivables (continued)

(4) Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the movement of the allowance accounts used to record the impairment are as follows:

	Group	
	2016 RM'000	2015 RM'000
Trade receivables - nominal amounts	67,359	54,422
Less: Allowance for impairment	(66,635)	(53,352)
	<u>724</u>	<u>1,070</u>

Movement in allowance accounts:

	Group	
	2016 RM'000	2015 RM'000
At beginning of year	53,352	52,481
Charge for the year (Note 34)	13,265	6,222
Reversal of impairment loss	(807)	(1,915)
Arising from acquisition of a subsidiary company	5,459	-
Written off	(5,430)	(4,166)
Exchange differences	796	730
At end of year	<u>66,635</u>	<u>53,352</u>

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

16.2 Other receivables

Movements in allowance accounts:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
At beginning of year	208,177	204,012	-	-
Charge for the year (Note 34)	10,818	5,175	1,509	-
Reversal of impairment loss	(2,692)	(848)	-	-
Arising from acquisition of a subsidiary company	18,985	-	-	-
Written off	-	(166)	-	-
Exchange differences	701	4	-	-
At end of year	<u>235,989</u>	<u>208,177</u>	<u>1,509</u>	<u>-</u>

Included in sundry receivables is an amount of approximately RM8.7 million (2015: RM8.7 million) paid for certain theme park equipment whereby the construction of the theme park has been deferred indefinitely. Full allowance for doubtful debts has been made for this amount.

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16. TRADE AND OTHER RECEIVABLES (CONTINUED)

16.2 Other receivables (continued)

Included in sundry receivables of the Group are:

- (1) an advance made by a foreign subsidiary company for property investments venture amounting to RM62,553,000 (2015: RM57,541,000). The advance is repayable on demand and interest-bearing.
- (2) amounts transferred from land held for development of RM8,802,000 (2015: RMNil), prepaid land lease premium of RM1,018,000 (2015: RMNil) and development properties of RM7,119,000 (2015: RMNil) pursuant to negotiations with relevant authorities to surrender these assets and certain property, plant and equipment to the relevant authorities.

The amounts due from subsidiary companies are unsecured and repayable on demand. Amounts totalling RM564,766,000 (2015: RM937,920,000) bear interest, while the rest are non-interest bearing.

The amounts due from associated companies are mainly interest-bearing, unsecured and repayable on demand.

16.3 Other current assets

Sundry receivables of the Group comprise advance payments of RM34,472,000 (2015: RM31,966,000) made in respect of property development project of the Group's foreign venture.

Included in prepayments of the Group is the current portion of prepaid land lease premium of RMNil (2015: RM16,000).

Included in deposits for acquisition of assets of the Group are:

- (1) an amount of RM3,142,000 (2015: RM2,863,000) paid in respect of acquisition of aircraft by a subsidiary company; and
- (2) an amount of RM3,146,000 (2015: RM3,755,000) paid in respect of acquisition of properties by foreign subsidiary companies.

17. SHORT TERM INVESTMENTS

Unit trust funds in Malaysia, at fair value

Group	
2016	2015
RM'000	RM'000
12,152	5,854

18. DEPOSITS WITH FINANCIAL INSTITUTIONS

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Deposits with:				
Licensed banks	777,757	604,104	75,973	3,947
Other financial institutions	32,032	29,074	-	-
	<u>809,789</u>	<u>633,178</u>	<u>75,973</u>	<u>3,947</u>

Included in deposits of the Group are remisiers' deposits held in trust of RM11,900,000 (2015: RM14,066,000).

Amounts totalling RM50,071,000 (2015: RM73,877,000) and RM6,034,000 (2015: RM3,947,000) are monies held in debt service reserve accounts for the Group and the Company respectively.

Deposits with financial institutions amounting to RM47,143,000 (2015: RM29,167,000) of the Group are pledged to various financial institutions for credit facilities granted to certain subsidiary companies. Amounts of RM141,041,000 (2015: RM100,564,000) for the Group and RM52,034,000 (2015: RM3,947,000) for the Company are restricted in usage and do not form part of cash and cash equivalents.

The range of interest rates per annum of deposits as at reporting date was as follows:

	Group		Company	
	2016 %	2015 %	2016 %	2015 %
Licensed banks	1.80 - 6.80	0.50 - 7.20	2.20 - 3.90	2.80
Other financial institutions	<u>0.15 - 1.47</u>	<u>0.04 - 1.47</u>	<u>-</u>	<u>-</u>

The range of maturities of deposits as at reporting date was as follows:

	Group		Company	
	2016 Days	2015 Days	2016 Days	2015 Days
Licensed banks	1 - 1,984	1 - 2,350	2 - 99	1
Other financial institutions	<u>3 - 133</u>	<u>7 - 157</u>	<u>-</u>	<u>-</u>

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19. CASH AND BANK BALANCES

Included in cash and bank balances are:

- (1) amounts totalling RM130,697,000 (2015: RM161,882,000) held pursuant to Section 7A of the Housing Developers (Control and Licensing) Act, 1966;
- (2) remisiers' deposits of RM1,420,000 (2015: RM422,000) held in trust;
- (3) monies held in debt service reserve accounts amounting to RM43,510,000 (2015: RM35,811,000) for the Group and RM12,075,000 (2015: RM10,036,000) for the Company;
- (4) amounts totalling RM125,364,000 (2015: RM173,591,000) held as security pledged for credit facilities granted to foreign subsidiary companies of the Group; and
- (5) an amount of RM612,848,000 (2015: RMNil), being the receipt of part of the sales consideration for the disposal of a foreign development project as disclosed in Note 20.1(3) which is held in escrow.

Cash and bank balances amounting to RM781,215,000 (2015: RM209,402,000) for the Group and RM12,075,000 (2015: RM10,036,000) for the Company are restricted in usage and do not form part of cash and cash equivalents.

20. ASSETS OF DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

20.1 Current financial year

Included in disposal group/non-current assets classified as held for sale on the statements of financial position of the Group and of the Company as at 30 April 2016 are the following:

- (1) net carrying value of an associated company, Berjaya Auto Berhad, amounting to RM351,148,000 (refer Note 47(13)). The Group disposed of its entire equity interest in the associated company after the end of the financial year;
- (2) part of the net carrying value of an associated company, Atlan Holdings Bhd, amounting to RM29,886,000 for the Group and RM29,765,000 for the Company. The Company entered into both an agreement for the disposal of part of the equity interest in the associated company and a total return equity swap arrangement with a bank. The disposal would be completed upon the expiry of the total return equity swap arrangement after the end of the financial year;
- (3) the Berjaya (China) Great Mall Recreation Centre which is under construction and located in Sanhe City, Hebei Province, the People's Republic of China ("Great Mall Project") with carrying value of RM976,203,000. Details of the proposed disposal of the Great Mall Project are disclosed in Note 47(6);
- (4) assets and liabilities of a subsidiary company, REDtone Asia Inc.;
- (5) the entire 18.75% equity interest, comprising 2,188,750 shares of INR10 each in Navodaya Mass Entertainment Limited with carrying value of RM2,523,000 (previously classified in other investments);
- (6) a parcel of 12,884 square metre of vacant land with carrying value of RM1,056,000 (previous classified in land held for development) ; and
- (7) net carrying values of investment in subsidiary companies, comprising shares in BFood and Berjaya Sports Toto Berhad ("BToto"), amounting to RM32,656,000 deemed held by the Company pursuant to a financial arrangement.

At the reporting date, these disposals are pending completion as certain terms and conditions in the respective sales and purchase agreements are still unfulfilled or are in the process of negotiation.

20. ASSETS OF DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE (CONTINUED)

20.2 Previous financial year

Included in non-current assets classified as held for sale on the consolidated statement of financial position as at 30 April 2015:

- (1) assets and liabilities of two subsidiary companies, Berjaya Bandartex Sdn Bhd and Berjaya Knitex Sdn Bhd;
- (2) freehold land with industrial premise amounting to RM314,000 (previously classified as property, plant and equipment);
- (3) land held for development amounting to RM497,952,000, together with property, plant and equipment of RM8,272,000, biological asset of RM19,625,000 and associated goodwill of RM38,683,000; and
- (4) land amounting to RM32,259,000 (previously classified as land held for development).

All these disposals were completed during the current financial year.

20.3 Details of assets and liabilities classified as disposal groups and assets held for sale

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Assets				
Property, plant and equipment	4,397	4,882	-	-
Deferred tax assets	-	105	-	-
Other investments	3,632	-	-	-
Intangible assets	7,568	-	-	-
Inventories	-	2,462	-	-
Trade and other receivables	2,857	6,149	-	-
Tax recoverable	-	5	-	-
Deposits with financial institutions	-	1,100	-	-
Cash and bank balances	13,354	804	-	-
Assets of disposal groups classified as held for sale	31,808	15,507	-	-
Non-current assets classified as held for sale				
- Freehold land	-	147	-	-
- Buildings	-	167	-	-
- Capital work in progress	446,494	-	-	-
- Plant and equipment	-	8,272	-	-
- Other investments	2,523	-	-	-
- Investment in subsidiary companies	-	-	32,656	-
- Investment in associated companies	381,034	-	29,765	-
- Goodwill	-	38,683	-	-
- Land held for development	8,798	530,211	-	-
- Development properties	490,224	-	-	-
- Trade and other receivables	31,743	-	-	-
- Biological assets	-	19,625	-	-
	1,360,816	597,105	62,421	-
Assets of disposal groups/Non-current assets classified as held for sale	1,392,624	612,612	62,421	-

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20. ASSETS OF DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE (CONTINUED)

20.3 Details of assets and liabilities classified as disposal groups and assets held for sale (continued)

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Liabilities				
Borrowings	-	960	-	-
Payables	18,473	2,175	-	-
Deferred tax liabilities	-	242	-	-
Other liabilities and provisions	3,794	297	-	-
Liabilities directly associated with disposal groups classified as held for sale	22,267	3,674	-	-
Cash and cash equivalents				
Cash and bank balances	1,346	804	-	-
Deposits with financial institutions	-	1,100	-	-
Bank overdrafts	-	(179)	-	-
Cash and cash equivalents of the disposal groups classified as held for sale	1,346	1,725	-	-

21. SHARE CAPITAL

	Group and Company			
	Number of shares		Share capital	
	2016 '000	2015 '000	2016 RM'000	2015 RM'000
Ordinary shares of RM1.00 each				
Authorised:				
At end of year	12,000,000	12,000,000	12,000,000	12,000,000
Issued and fully paid:				
At beginning of year	4,330,614	4,300,648	4,330,614	4,300,648
Arising from conversion of BCorp ICULS				
- by surrender option (Note)	65,003	29,966	65,003	29,966
- by mandatory conversion upon maturity of BCorp ICULS 1 on 30 October 2015	277,563	-	277,563	-
At end of year	4,673,180	4,330,614	4,673,180	4,330,614

The holders of ordinary shares (other than treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All the ordinary shares (other than treasury shares) rank equally with regard to the Company's residual assets.

Note:

The conversion of BCorp ICULS 1 with a nominal value of RM0.50 each can be effected by way of the cash option, whereby one unit of BCorp ICULS 1 is tendered together with cash payment of RM0.50 for one new share of the Company, or the surrender option, whereby two units of BCorp ICULS 1 are tendered for one new share of the Company. The conversion of BCorp ICULS 2, with a nominal value of RM1.00 each, can only be effected by the surrender option, whereby one unit of BCorp ICULS 2 is tendered for one new share of the Company.

22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS

Equity Instrument

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
0% Irredeemable Convertible Unsecured Loan Stocks October 2005/2015 (Note a)	-	136,272	-	292,016
5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022 (Note b)	253,608	273,700	253,608	273,700
	<u>253,608</u>	<u>409,972</u>	<u>253,608</u>	<u>565,716</u>

Notes:

(a) 0% Irredeemable Convertible Unsecured Loan Stocks October 2005/2015

The BCorp ICULS 1 at nominal value of RM0.50 each were constituted by a Trust Deed dated 28 October 2005 made between the Company and the Trustee for the holders of the BCorp ICULS 1. The main features of BCorp ICULS 1 are as follows:

- The BCorp ICULS 1 shall be convertible into ordinary shares of the Company during the period from 1 November 2005 to the maturity date on 30 October 2015 by surrendering two RM0.50 nominal value of BCorp ICULS 1 for one share of the Company or one RM0.50 nominal value of BCorp ICULS 1 plus RM0.50 in cash for every new ordinary share of RM1.00 each.
- Upon conversion of the BCorp ICULS 1 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of conversion except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BCorp ICULS 1 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS 1.

The BCorp ICULS 1 were issued pursuant to a debt restructuring exercise in the financial year ended 30 April 2006. The Company and Juara Sejati Sdn Bhd ("JSSB"), a wholly owned subsidiary company of BGroup, entered into a put and call option arrangement with AmBank Group for approximately 1,125.4 million units of BCorp ICULS 1 on 18 October 2005 whereby AmBank Group are granted a put option to sell approximately 172.3 million units of BCorp ICULS 1 to the Company and 953.1 million units of BCorp ICULS 1 to JSSB according to exercise periods of the options as specified in the option agreements with AmBank Group. In the financial year ended 30 April 2010, the Company and JSSB exercised their call options on the remaining outstanding BCorp ICULS 1, which were under the put and call option arrangement, and consequently, there are no more BCorp ICULS 1 that are classified as liability instruments.

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22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

(a) 0% Irredeemable Convertible Unsecured Loan Stocks October 2005/2015 (continued)

The features of the BCorp ICULS 1 allow it to be classified entirely as equity in accordance with the provisions of FRS 132: Financial Instruments: Disclosure and Presentation.

During the financial year,

- 28,897,000 (2015: 59,865,000) BCorp ICULS 1 were converted into ordinary shares of the Company;
- 311,486,000 (2015: Nil) BCorp ICULS 1 that were previously held within the Group have been re-issued to third parties;
- 555,134,000 (2015: Nil) BCorp ICULS 1 were converted into ordinary shares of the Company upon the maturity of BCorp ICULS 1 on 30 October 2015; and
- no (2015: 5,000,000) BCorp ICULS 1 was bought back from third parties by any subsidiary company of the Group.

In the previous financial year, the outstanding BCorp ICULS 1 was 272,546,000 units at Group level and 584,032,000 units at Company level.

BCorp ICULS 1 – Equity Component Movement

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
At beginning of year	136,272	168,704	292,016	321,948
Re-issue of BCorp ICULS 1 previously held within the Group to third parties	155,744	-	-	-
Buyback of BCorp ICULS 1	-	(2,500)	-	-
Converted into shares of the Company				
- by surrender option	(14,448)	(29,932)	(14,448)	(29,932)
- by mandatory conversion upon maturity of BCorp ICULS 1 on 30 October 2015	(277,568)	-	(277,568)	-
At end of year	-	136,272	-	292,016

22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

(b) 5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022

The BCorp ICULS 2 at nominal value of RM1.00 each were constituted by a Trust Deed dated 9 April 2012 made between the Company and the Trustee for the holders of the BCorp ICULS 2. The main features of BCorp ICULS 2 are as follows:

- The BCorp ICULS 2 shall be convertible into ordinary shares of the Company during the period from 26 April 2012 to the maturity date on 25 April 2022 by surrendering one RM1.00 nominal value of BCorp ICULS 2 for one new ordinary share of the Company.
- Upon conversion of the BCorp ICULS 2 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of conversion except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BCorp ICULS 2 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS 2.
- The interest on the BCorp ICULS 2 is payable semi-annually in arrears.

In the financial year ended 30 April 2012, 700,109,520 BCorp ICULS 2 were issued pursuant to a renounceable rights issue on the basis of one BCorp ICULS 2 with free detachable warrants for every six existing ordinary shares of RM1.00 each held at an issue price of RM1.00 on 26 April 2012. The BCorp ICULS 2 were listed on Bursa Malaysia on 26 April 2012.

During the financial year, 50,555,000 (2015: 33,000) BCorp ICULS 2 were converted into ordinary shares of the Company.

The outstanding BCorp ICULS 2 as at 30 April 2016 was 644,998,000 (2015: 695,553,000) units at the Group and Company levels.

BCorp ICULS 2 – Equity Component Movement

	Group and Company	
	2016 RM'000	2015 RM'000
At beginning of year	273,700	273,713
Deferred tax effects		
- on conversion	1,520	1
Converted into shares of the Company		
- by surrender option	(21,612)	(14)
At end of year	<u>253,608</u>	<u>273,700</u>

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22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

Liability Instrument

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Non-current portion				
5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022 (Note c)	158,582	192,743	158,582	192,743
5% Irredeemable Convertible Unsecured Loan Stocks November 2012/2017 (Note d)	-	-	-	-
2.75% Irredeemable Convertible Unsecured Loan Stocks March 2010/2020 (Note e)	149	-	-	-
	<u>158,731</u>	<u>192,743</u>	<u>158,582</u>	<u>192,743</u>

Notes:

(c) 5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022

BCorp ICULS 2 – Liability Component Movement

	Group and Company	
	2016 RM'000	2015 RM'000
At beginning of year	192,743	212,926
Accrual of interest	13,176	14,580
Payment of interest	(33,514)	(34,753)
Converted into shares of the Company - by surrender option	(13,823)	(10)
At end of year	<u>158,582</u>	<u>192,743</u>

22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

Notes:

(d) 5% Irredeemable Convertible Unsecured Loan Stocks November 2012/2017

The BCorp ICULS 3 at nominal value of RM1.00 each were constituted by a Trust Deed dated 8 November 2012 made between the Company and the Trustee for the holders of the BCorp ICULS 3. The main features of BCorp ICULS 3 were as follows:

- The BCorp ICULS 3 shall be convertible into ordinary shares of the Company during the period from 22 November 2012 to the maturity date on 21 November 2017 by surrendering one RM1.00 nominal value of BCorp ICULS 3 for one new ordinary share of the Company.
- Upon conversion of the BCorp ICULS 3 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of conversion except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BCorp ICULS 3 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS 3.
- The interest on the BCorp ICULS 3 was payable semi-annually in arrears.

In the financial year ended 30 April 2013, 170.0 million BCorp ICULS 3 together with 170.0 million free detachable warrants were issued at its nominal value to settle the purchase consideration of RM170.0 million for the acquisition of 40.0 million ordinary shares of Atlan Holdings Bhd ("Atlan") from Cipta Nirwana (M) Sdn Bhd ("CNSB").

The Company granted to CNSB a put option to require the Company to purchase at any time during the period from 4 August 2013 (15 months from the date of the sale and purchase agreement for the Atlan shares) to 3 November 2013 (18 months from the date of the sale and purchase agreement for the Atlan shares) the entire 170.0 million BCorp ICULS 3 and 170.0 million warrants, but not any part thereof, for a total cash consideration of RM170.0 million.

In the previous financial year, none of the BCorp ICULS 3 was converted but the remaining outstanding 60,000,000 BCorp ICULS 3 were bought back pursuant to the put option to CNSB.

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22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

Notes:

(d) 5% Irredeemable Convertible Unsecured Loan Stocks November 2012/2017 (continued)

BCorp ICULS 3 – Liability Component Movement

	Group and Company	
	2016 RM'000	2015 RM'000
At beginning of year	-	60,000
Buyback of BCorp ICULS 3	-	(60,000)
Accrual of interest	-	1,488
Payment of interest	-	(1,488)
At end of year	-	-

(e) 2.75% Irredeemable Convertible Unsecured Loan Stocks March 2010/2020 (“REDtone ICULS”)

The REDtone ICULS represent the unconverted portion of the original RM40,611,634 nominal value of 10-year 2.75% ICULS issued and allotted at 100% of the nominal value, net of deferred tax and the amount allocated to the warrant reserve. The main features of the REDtone ICULS are as follows:

- The REDtone ICULS shall be convertible into ordinary shares of the subsidiary company during the period from 4 March 2010 to the maturity date on 4 March 2020, at the rate of ten (10) RM0.10 nominal amount of REDtone ICULS for four (4) fully paid up ordinary shares of RM0.10 in the subsidiary company.
- Upon conversion of the REDtone ICULS into new ordinary shares, such shares shall rank pari passu in all material respects with the existing ordinary shares of the subsidiary company in issue at the date of allotment of the new ordinary shares except the newly converted ordinary shares shall not be entitled to any rights, allotments of dividends, and/or other distribution if the dividend entitlement date is on or before the relevant conversation date.
- The REDtone ICULS carry interest at the rate of 2.75% per annum on the nominal value of the REDtone ICULS commencing March 2010 and is payable annually in arrears on March each year.

REDtone ICULS – Liability Component Movement

	Group	
	2016 RM'000	2015 RM'000
At beginning of year	-	-
Arising from acquisition of REDtone	197	-
Converted into REDtone ordinary shares during the financial year	(48)	-
At end of year	149	-

23. RESERVES

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
Share premium	6,965	6,965	6,965	6,965
Capital reserves (Note a)	31,312	28,377	-	-
Fair value reserves (Note b)	723,259	842,879	-	-
AFS reserves (Note c)	(13,247)	(73,582)	-	-
Reserve of non-current assets classified as held for sale	9,971	-	-	-
Foreign currency translation reserves	111,321	73,995	-	-
Consolidation reserve (Note d)	(879,770)	(892,224)	-	-
Share option reserve (Note e)	1,051	4,921	-	-
Warrants reserve (Note f)	145,758	145,758	147,018	147,018
	136,620	137,089	153,983	153,983
Retained earnings (Note g)	1,996,003	2,255,460	899,773	395,199
	2,132,623	2,392,549	1,053,756	549,182

Notes:

- The capital reserves represent the amount capitalised for bonus issue by subsidiary companies and share of capital reserves of associated companies.
- The fair value reserves arose mainly from the increase in equity interests of the Group in BToto, whereby BToto became a subsidiary company in the financial year ended 30 April 2008, which resulted in the identification and recognition of gaming rights which was included in intangible assets on the consolidated statement of financial position (Note 13). The reserves also include other fair value adjustments relating to transfers of property, plant and equipment to investment properties in accordance to FRS 116: Property, Plant and Equipment.
- The AFS reserves represent the cumulative fair value changes, net of tax, of available-for-sale financial assets, which would be recognised in profit or loss upon disposal or impairment.
- The consolidation reserve comprises the consolidation effects of changes in the Group's equity interests in subsidiary companies.
- The share option reserve represent the equity-settled share options granted to employees of a subsidiary company. The share option reserve is made up of the cumulative value of services received from employees recorded over the vesting period commencing from the grant date of the share options and are reduced by the expiry, forfeiture or exercise of the share options.
- The warrants reserve comprised the following warrants:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Warrants expiring on 22 April 2022 (Note f(i))	145,758	145,758	147,018	147,018
Warrants expiring on 21 November 2017 (Note f(ii))	-	-	-	-
	145,758	145,758	147,018	147,018

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23. RESERVES (CONTINUED)

(f) The warrants reserve comprised the following warrants (continued):

- (i) On 23 April 2012, the Company issued 700,109,520 10-year Warrants 2012/2022 ("Warrants 1") pursuant to the rights issue of BCorp ICULS 2. The Warrants 1 are constituted by a deed poll dated 6 March 2012. The Warrants 1 were listed on Bursa Malaysia on 26 April 2012. During the financial year, no Warrants 1 were exercised. The outstanding Warrants 1 as at 30 April 2016 was 694,085,842 (2015: 694,085,842) units at Group Level and 700,085,842 (2015: 700,085,842) units at Company level.

The main features of the Warrants 1 were as follows:

- Each Warrant 1 entitles the registered holder at any time during the exercise period to subscribe for one new ordinary share of RM1.00 each in the Company at an exercise price of RM1.00 per ordinary share.
- The exercise price and the number of Warrants 1 are subject to adjustment in the event of alteration to the share capital, bonus issue, capital distribution and rights issue by the Company in accordance with the conditions provided in the deed poll.
- The Warrants 1 shall be exercisable at any time within the period commencing on and including the date of issue of the Warrants 1 and ending on the date preceding the tenth anniversary of the date of issue of the Warrants 1.
- Upon exercise of the Warrants 1 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of exercise except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the Warrants 1 are exercised or any interim dividend declared prior to the date of exercise of the Warrants 1.
- At the expiry of the exercise period on 22 April 2022, any Warrant 1 which has not been exercised will lapse and cease to be valid for any purposes.

The value allocated to one unit of Warrant 1 was based on the proportion of the fair value of one unit of Warrant 1, being the fair value of Warrant 1 on the first day of its listing, over the combined fair values of the equity and liability components of the BCorp ICULS 2 and the Warrant 1 to the issue price of the BCorp ICULS 2 of RM1.00 each.

Warrants 1 Movement

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
At beginning/end of year	145,758	145,758	147,018	147,018

23. RESERVES (CONTINUED)

(f) The warrants reserve comprised the following warrants (continued):

(ii) On 22 November 2012, the Company issued 170,000,000 5-year Warrants 2012/2017 (“Warrants 2”) pursuant to the issue of BCorp ICULS 3. The Warrants 2 are constituted by a deed poll dated 8 November 2012. The Warrants 2 are not listed on Bursa Malaysia. In the previous financial year, none of the Warrants 2 was exercised but the remaining 60,000,000 Warrants 2 were bought back pursuant to the put option to CNSB (refer Note 22(d)).

The main features of the Warrants 2 were as follows:

- Each Warrant 2 entitles the registered holder at any time during the exercise period to subscribe for one new ordinary share of RM1.00 each in the Company at an exercise price of RM1.00 per ordinary share.
- The exercise price and the number of Warrants 2 are subject to adjustment in the event of alteration to the share capital, bonus issue, capital distribution and rights issue by the Company in accordance with the conditions provided in the deed poll.
- The Warrants 2 shall be exercisable at any time within the period commencing on and including the date of issue of the Warrants 2 and ending on the date preceding the fifth anniversary of the date of issue of the Warrants 2.
- Upon exercise of the Warrants 2 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of exercise except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the Warrants 2 are exercised or any interim dividend declared prior to the date of exercise of the Warrants 2.
- At the expiry of the exercise period on 21 November 2017, any Warrant 2 which has not been exercised will lapse and cease to be valid for any purposes.

The value allocated to one unit of Warrant 2 was based on the proportion of the fair value of one unit of Warrant 2, estimated using the Binomial American option model, over the combined fair values of the equity and liability components of the BCorp ICULS 3 and the Warrant 2 to the issue price of the BCorp ICULS 3 of RM1.00 each.

The assumptions used as at the issuance date to estimate the fair value of the Warrants 2 are as follows:

Tenure	0.953 year (in accordance to the exercise date of the put option)
Conversion price	RM1.00
Volatility	36.22%
5-day volume weighted average price of the Company’s ordinary share prior to the issuance date	<u>RM0.60</u>

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23. RESERVES (CONTINUED)

(f) The warrants reserve comprised the following warrants (continued):

Warrants 2 Movement

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
At beginning of year	-	359	-	359
Warrants bought back during the year	-	(359)	-	(359)
At end of year	-	-	-	-

(g) The entire retained earnings of the Company is available for distribution as single-tier dividends.

24. TREASURY SHARES

	Group and Company Ordinary shares of RM1.00 each			
	2016 No. of shares '000	2015 No. of shares '000	2016 RM'000	2015 RM'000
At beginning of year	182,000	83,700	130,399	82,882
Shares bought back during the year	-	98,300	-	47,517
At end of year	182,000	182,000	130,399	130,399

Pursuant to an Extraordinary General Meeting ("EGM") held on 23 July 2008, the Company obtained a shareholders' mandate to undertake the purchase of up to 10% of the issued and paid-up share capital of the Company at the time of purchase.

The renewal of the Company's mandate relating to the share buyback of up to 10% of the existing total paid-up share capital, inclusive of all treasury shares that have been bought back, was approved by the shareholders of the Company at the Annual General Meeting held on 22 October 2015.

During the financial year, the Company did not buy back any of its shares from the open market. In the previous financial year, the Company bought back 98,300,000 shares from the open market at an average price of about RM0.48 per share for a total cash consideration of approximately RM47,517,000 with internally generated funds. The shares bought back are held as treasury shares and none of the shares were cancelled or distributed during the financial year.

25. LONG TERM BORROWINGS

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Secured:				
Term loans (Note a)	3,804,260	4,100,804	453,887	693,768
Portion repayable within 12 months included under short term borrowings (Note 30)	(1,340,963)	(1,214,700)	(278,574)	(233,101)
	<u>2,463,297</u>	<u>2,886,104</u>	<u>175,313</u>	<u>460,667</u>
Medium term notes (Note b)	1,448,205	1,422,258	-	-
Portion repayable within 12 months included under short term borrowings (Note 30)	(105,000)	(224,869)	-	-
	<u>1,343,205</u>	<u>1,197,389</u>	<u>-</u>	<u>-</u>
Other bank borrowings	572,650	492,167	188,145	53,211
Block discounting payables (Note c)	31,971	31,219	-	-
Unexpired interest	(3,060)	(2,515)	-	-
	<u>28,911</u>	<u>28,704</u>	<u>-</u>	<u>-</u>
Portion repayable within 12 months included under short term borrowings (Note 30)	(11,648)	(12,705)	-	-
	<u>17,263</u>	<u>15,999</u>	<u>-</u>	<u>-</u>
Hire purchase and leasing payables (Note d)	105,276	103,342	619	535
Portion repayable within 12 months included under short term borrowings (Note 30)	(15,532)	(13,656)	(213)	(156)
	<u>89,744</u>	<u>89,686</u>	<u>406</u>	<u>379</u>
	<u>4,486,159</u>	<u>4,681,345</u>	<u>363,864</u>	<u>514,257</u>
Unsecured:				
Term loans	44,028	58,632	-	-
Portion repayable within 12 months included under short term borrowings (Note 30)	-	(4,600)	-	-
	<u>44,028</u>	<u>54,032</u>	<u>-</u>	<u>-</u>
	<u>4,530,187</u>	<u>4,735,377</u>	<u>363,864</u>	<u>514,257</u>

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25. LONG TERM BORROWINGS (CONTINUED)

The terms of the long term borrowings outstanding are as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Long term borrowings				
Amounts repayable:				
More than one year				
but not later than two years	2,238,764	2,226,126	135,222	311,303
More than two years				
but not later than five years	1,916,802	2,280,540	228,642	202,954
More than five years	374,621	228,711	-	-
	<u>4,530,187</u>	<u>4,735,377</u>	<u>363,864</u>	<u>514,257</u>

Notes:

- (a) The secured borrowings of the Group and of the Company are secured on quoted and unquoted shares held by the Group, deposits of the Group and/or fixed and floating charges over the assets of certain subsidiary companies as disclosed in Notes 3, 5, 6, 8, 9, 10, 14, 15 and 18.

The range of effective interest rates per annum at the reporting date for borrowings was as follows:

	Group		Company	
	2016 %	2015 %	2016 %	2015 %
Term loans and other bank borrowings	<u>1.37 - 8.85</u>	<u>1.37 - 9.10</u>	<u>1.85 - 6.40</u>	<u>5.66 - 6.42</u>

- (b) The facility amounts of the medium term notes ("MTN") programme are as follows:

	Group	
	2016 RM'000	2015 RM'000
MTN-A	800,000	800,000
MTN-B	-	150,000
MTN-C	<u>650,000</u>	<u>650,000</u>

MTN-A is secured by a third party first equitable charge over the entire issued and paid-up capital of the subsidiary company which is the issuer and a corporate guarantee granted by Berjaya Sports Toto Berhad. MTN-B is guaranteed by Danajamin Nasional Berhad while MTN-C is guaranteed by Danajamin Nasional Berhad up to RM500,000,000 and secured by a bank guarantee from OCBC Bank (Malaysia) Berhad up to RM150,000,000.

25. LONG TERM BORROWINGS (CONTINUED)

(b) The facility amounts of the medium term notes (“MTN”) programme are as follows (continued):

The maturities of the medium term notes as at the reporting date are as follows:

	Maturity	Group	
		2016 RM'000	2015 RM'000
Current			
Secured with fixed rate			
5.50% p.a. fixed rate MTN-A	June 2015	-	200,000
4.09% p.a. fixed rate MTN-B	August 2015	-	19,914
3.90% p.a. fixed rate MTN-B	December 2015	-	4,955
4.41% p.a. fixed rate MTN-A	June 2016	55,000	-
4.80% p.a. fixed rate MTN-A	October 2016	50,000	-
Portion repayable within 12 months included under short term borrowings (Note 30)		105,000	224,869

	Maturity	Group	
		2016 RM'000	2015 RM'000
Non-Current			
Secured with fixed rate			
4.41% p.a. fixed rate MTN-A	June 2016	-	55,000
4.27% p.a. fixed rate MTN-B	August 2016	-	19,890
4.80% p.a. fixed rate MTN-A	October 2016	-	50,000
6.00% p.a. fixed rate MTN-A	June 2017	150,000	150,000
4.60% p.a. fixed rate MTN-A	June 2017	105,000	-
4.44% p.a. fixed rate MTN-B	August 2017	-	19,872
4.75% p.a. fixed rate MTN-C	December 2017	199,262	199,374
4.65% p.a. fixed rate MTN-C	December 2017	74,723	74,765
Portion repayable more than one year but not later than two years		528,985	568,901
4.73% p.a. fixed rate MTN-A	June 2018	95,000	95,000
4.57% p.a. fixed rate MTN-B	August 2018	-	14,893
4.82% p.a. fixed rate MTN-A	June 2019	200,000	-
4.88% p.a. fixed rate MTN-A	July 2019	145,000	145,000
4.95% p.a. fixed rate MTN-C	December 2019	199,584	199,374
4.85% p.a. fixed rate MTN-C	December 2019	74,844	74,388
Portion repayable more than two years but not later than five years		714,428	528,655
5.35% p.a. fixed rate MTN-C	December 2021	99,792	99,833
Portion repayable more than five years		99,792	99,833
Total non-current MTN		1,343,205	1,197,389
Total MTN		1,448,205	1,422,258

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25. LONG TERM BORROWINGS (CONTINUED)

- (b) The facility amounts of the medium term notes ("MTN") programme are as follows (continued):

The range of effective interest rates per annum at the reporting date for borrowings was as follows:

	Group	
	2016	2015
	%	%
Medium term notes	4.60 - 6.00	4.27 - 6.00

- (c) The block discounting payables are secured by corporate guarantee of a subsidiary company and assignment of the rights under leasing and hire purchase agreements.

Maturity of long term block discounting payables is as follows:

	Group	
	2016	2015
	RM'000	RM'000
More than one year but not later than two years	7,350	8,742
More than two years but not later than five years	9,913	7,257
	<u>17,263</u>	<u>15,999</u>

The weighted average effective interest rates of block discounting payables are as follows:

	Group	
	2016	2015
	%	%
Block discounting payables	6.07	6.01

25. LONG TERM BORROWINGS (CONTINUED)

(d) The commitment terms under hire purchase and leasing payables are summarised as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Gross amount payable:				
Within one year after reporting date	20,170	17,917	252	186
More than one year but not later than two years	17,309	16,497	198	186
More than two years but not later than five years	76,908	79,884	253	227
More than five years	37	22	-	-
	<u>114,424</u>	<u>114,320</u>	<u>703</u>	<u>599</u>
Less: Unexpired interest	(9,148)	(10,978)	(84)	(64)
	<u>105,276</u>	<u>103,342</u>	<u>619</u>	<u>535</u>

The present value of hire purchase and leasing payables are summarised as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Within one year after reporting date	15,532	13,656	213	156
More than one year but not later than two years	13,453	12,922	173	166
More than two years but not later than five years	76,255	76,743	233	213
More than five years	36	21	-	-
	<u>105,276</u>	<u>103,342</u>	<u>619</u>	<u>535</u>

The range of interest rates per annum at the reporting date for hire purchase and leasing payables was as follows:

	Group		Company	
	2016 %	2015 %	2016 %	2015 %
Hire purchase and leasing payables	<u>2.62 - 6.63</u>	<u>2.62 - 7.86</u>	<u>3.50 - 4.75</u>	<u>3.50</u>

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26. OTHER LONG TERM LIABILITIES

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Unsecured:				
Club members' deposits (Note a)	28,729	29,586	-	-
Retention sum	8,400	22,433	-	-
Rental deposits	3,323	4,736	-	-
Project contribution (Note b)	106,304	-	106,304	-
	146,756	56,755	106,304	-
Deferred income (Note c)	90,901	131,323	-	-
	237,657	188,078	106,304	-

- (a) Club members' deposits represent amounts paid by members to certain subsidiary companies for membership licences issued to use and enjoy the facilities of the subsidiary companies' recreational clubs. The monies are refundable to the members at their request upon expiry of prescribed terms from the dates of issuance of the licences.
- (b) The project contribution is an obligation pursuant to a lottery business cooperation contract to make contributions over ten annual instalments, whereby the first instalment was made in February 2016 and each subsequent instalment to be made at the end of each calendar year in December (refer Note 47(9)).
- (c) Included in deferred income are the following:
- (i) deferred membership fees which are recognised over the membership period by subsidiary companies;
 - (ii) government grants received from the Ministry of Plantation Industries and Commodities Malaysia to promote replanting of oil palm;
 - (iii) the difference between the carrying amount and fair value of financial liabilities upon initial recognition which is recognised systematically on a straight-line basis over the tenure of the memberships or tenancy period; and
 - (iv) a part of the sale proceeds received from customers which relates to service that has not been rendered. The amount of sales proceeds is recognised when the service is rendered.

27. DEFERRED TAX

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
At beginning of the year	303,572	272,101	21,353	22,745
Recognised in profit or loss (Note 36)	(25,350)	(10,305)	(1,837)	(1,391)
Arising on acquisition of subsidiaries	70,825	6,663	-	-
Arising on disposal of subsidiaries	(557)	36,396	-	-
Exchange differences	1,300	1,765	-	-
Transfer to disposal groups	-	(137)	-	-
Arising from gaming rights with finite life	42,532	-	-	-
Recognised in other comprehensive income	(1,599)	(2,910)	-	-
Recognised in equity	(1,520)	(1)	(1,520)	(1)
At end of the year	<u>389,203</u>	<u>303,572</u>	<u>17,996</u>	<u>21,353</u>

Presented after appropriate offsetting as follows:

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
Deferred tax assets	(85,643)	(54,675)	-	-
Deferred tax liabilities	474,846	358,247	17,996	21,353
	<u>389,203</u>	<u>303,572</u>	<u>17,996</u>	<u>21,353</u>

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27. DEFERRED TAX (CONTINUED)

The components and movements of deferred tax assets and liabilities during the financial year are as follows:

GROUP	Unused tax losses and unabsorbed capital		Payables	Receivables	Others	Total
	Provision for liabilities	allowances				
<u>Deferred Tax Assets</u>	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2015	5,778	54,721	34,776	8	40,104	135,387
Recognised in profit or loss	(2,280)	15,199	13,003	161	(3,275)	22,808
Arising on disposal of subsidiaries	3,257	697	-	-	170	4,124
Exchange differences	2	50	325	-	(414)	(37)
Reclassification	34	2,498	-	-	(2,490)	42
Recognised in other comprehensive income	-	-	-	-	(159)	(159)
At 30 April 2016	<u>6,791</u>	<u>73,165</u>	<u>48,104</u>	<u>169</u>	<u>33,936</u>	<u>162,165</u>
Set-off against deferred tax liabilities						(76,522)
						<u>85,643</u>
At 1 May 2014	33,516	70,569	45,659	8	19,382	169,134
Recognised in profit or loss	6,090	(14,609)	(10,305)	-	13,196	(5,628)
Arising on acquisition of a subsidiary	1,944	-	-	-	6,082	8,026
Arising on disposal of subsidiaries	(35,844)	(553)	-	-	-	(36,397)
Exchange differences	-	(606)	-	-	654	48
Transfer to disposal groups	(86)	-	-	-	(19)	(105)
Reclassification	158	(80)	(578)	-	660	160
Recognised in other comprehensive income	-	-	-	-	149	149
At 30 April 2015	<u>5,778</u>	<u>54,721</u>	<u>34,776</u>	<u>8</u>	<u>40,104</u>	<u>135,387</u>
Set-off against deferred tax liabilities						(80,712)
						<u>54,675</u>

27. DEFERRED TAX (CONTINUED)

GROUP	Accelerated capital					Total
	allowances	Properties*	Payables	Receivables	Others	
<u>Deferred Tax Liabilities</u>	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2015 (Restated)	152,357	222,064	3,654	-	60,884	438,959
Recognised in profit or loss	1,302	(2,583)	2,474	161	(3,896)	(2,542)
Arising on acquisition of subsidiaries	-	-	35	-	70,790	70,825
Arising on disposal of subsidiaries	-	-	3,567	-	-	3,567
Exchange differences	1,039	(200)	202	-	222	1,263
Reclassification	(692)	7,198	-	-	(6,464)	42
Arising from gaming rights with finite life	-	-	-	-	42,532	42,532
Recognised in other comprehensive income	-	-	-	-	(1,758)	(1,758)
Recognised in equity	-	-	-	-	(1,520)	(1,520)
At 30 April 2016	<u>154,006</u>	<u>226,479</u>	<u>9,932</u>	<u>161</u>	<u>160,790</u>	<u>551,368</u>
Set-off against deferred tax assets						<u>(76,522)</u>
						<u>474,846</u>
At 1 May 2014	159,822	225,886	4,353	1	51,173	441,235
Recognised in profit or loss	(12,877)	(2,417)	(1,216)	(1)	578	(15,933)
Arising on acquisition of a subsidiary	6,157	-	-	-	8,532	14,689
Arising on disposal of subsidiaries	(1)	-	-	-	-	(1)
Exchange differences	(424)	(1,849)	279	-	3,807	1,813
Transfer to disposal groups	(242)	-	-	-	-	(242)
Reclassification	(78)	444	238	-	(444)	160
Recognised in other comprehensive income	-	-	-	-	(2,761)	(2,761)
Recognised in equity	-	-	-	-	(1)	(1)
At 30 April 2015	<u>152,357</u>	<u>222,064</u>	<u>3,654</u>	<u>-</u>	<u>60,884</u>	<u>438,959</u>
Set-off against deferred tax assets						<u>(80,712)</u>
						<u>358,247</u>

* Includes deferred tax adjustments on temporary differences arising from land held for development, development properties, investment properties and property inventories.

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27. DEFERRED TAX (CONTINUED)

COMPANY

<u>Deferred Tax Asset</u>	Unused tax losses and unabsorbed capital allowances		Total
	RM'000		RM'000
At 1 May 2015	17		17
Recognised in profit or loss	13		13
At 30 April 2016	<u>30</u>		<u>30</u>
Set-off against deferred tax liabilities			<u>(30)</u>
			<u>-</u>
At 1 May 2014	34		34
Recognised in profit or loss	(17)		(17)
At 30 April 2015	<u>17</u>		<u>17</u>
Set-off against deferred tax liabilities			<u>(17)</u>
			<u>-</u>

<u>Deferred Tax Liabilities</u>	Accelerated capital allowances		Total
	RM'000	ICULS RM'000	RM'000
At 1 May 2015	17	21,353	21,370
Recognised in profit or loss	13	(1,837)	(1,824)
Transfer from equity	-	(1,520)	(1,520)
At 30 April 2016	<u>30</u>	<u>17,996</u>	<u>18,026</u>
Set-off against deferred tax asset			<u>(30)</u>
			<u>17,996</u>
At 1 May 2014	34	22,745	22,779
Recognised in profit or loss	(17)	(1,391)	(1,408)
Transfer from equity	-	(1)	(1)
At 30 April 2015	<u>17</u>	<u>21,353</u>	<u>21,370</u>
Set-off against deferred tax asset			<u>(17)</u>
			<u>21,353</u>

27. DEFERRED TAX (CONTINUED)

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Unused tax losses	1,813,039	1,555,352	42,078	32,115
Unabsorbed capital allowances	545,270	427,984	-	-
Unabsorbed investment tax allowances	63,255	71,424	-	-
Others	122,999	35,657	-	-
	<u>2,544,563</u>	<u>2,090,417</u>	<u>42,078</u>	<u>32,115</u>

The availability of the unused tax losses and unabsorbed capital allowances for offsetting against future taxable profits of the Group of companies are subject to no substantial changes in shareholdings of the Group of companies under Section 44(5A) and Paragraph 75A, Schedule 3 of the Income Tax Act, 1967 ("the Act"). However, the Minister of Finance has exercised his powers under Section 44(5D) and Paragraph 75C, Schedule 3 of the Act to exempt all companies except dormant companies from the provision of Section 44 (5A) and Paragraph 75A, Schedule 3 of the Act respectively.

The foreign unutilised losses and unabsorbed capital allowance applicable to foreign incorporated subsidiary companies are pre-determined by and subject to the tax legislation of the respective countries.

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28. PROVISIONS

GROUP	Sales warranty	Retirement benefits	Restoration costs	Total
2016	RM'000	RM'000	RM'000	RM'000
At beginning of year	1,238	10,814	20,211	32,263
Additional provision	1,163	1,689	2,311	5,163
Utilisation of provision	(872)	(37)	(1,417)	(2,326)
Unused amount reversed	(144)	-	(750)	(894)
Exchange differences	(14)	160	186	332
Employers' contribution	-	(722)	-	(722)
Recognised in other comprehensive income	-	(762)	-	(762)
At end of year	1,371	11,142	20,541	33,054
At 30 April 2016				
Current	1,086	15	10,461	11,562
Non-current	285	11,127	10,080	21,492
	1,371	11,142	20,541	33,054
GROUP	Sales warranty	Retirement benefits	Restoration costs	Total
2015	RM'000	RM'000	RM'000	RM'000
At beginning of year	9,735	9,772	9,162	28,669
Additional provision	7,821	1,371	1,267	10,459
Utilisation of provision	(3,239)	(48)	(134)	(3,421)
Unused amount reversed	(546)	-	(3,343)	(3,889)
Exchange differences	602	240	85	927
Employers' contribution	-	(1,067)	-	(1,067)
Reclassification	-	-	5,962	5,962
Recognised in other comprehensive income	-	546	-	546
Acquisition of subsidiary company	-	-	9,600	9,600
Disposal of subsidiaries	(13,135)	-	(2,388)	(15,523)
At end of year	1,238	10,814	20,211	32,263
At 30 April 2015				
Current	807	21	8,431	9,259
Non-current	431	10,793	11,780	23,004
	1,238	10,814	20,211	32,263

28. PROVISIONS (CONTINUED)

Notes:

(a) Retirement benefits

GROUP	Partially	Unfunded	Total
	funded		
2016	RM'000	RM'000	RM'000
At beginning of year	3,818	6,996	10,814
Additional provision	802	887	1,689
Utilisation of provision	-	(37)	(37)
Employer contributions	(722)	-	(722)
Recognised in other comprehensive income	(658)	(104)	(762)
Exchange differences	145	15	160
At end of year	<u>3,385</u>	<u>7,757</u>	<u>11,142</u>
At 30 April 2016			
Current	-	15	15
Non-current	<u>3,385</u>	<u>7,742</u>	<u>11,127</u>
	<u>3,385</u>	<u>7,757</u>	<u>11,142</u>
GROUP	Partially	Unfunded	Total
2015	RM'000	RM'000	RM'000
At beginning of year	3,462	6,310	9,772
Additional provision	642	729	1,371
Utilisation of provision	-	(48)	(48)
Employer contributions	(1,067)	-	(1,067)
Recognised in other comprehensive income	543	3	546
Exchange differences	238	2	240
At end of year	<u>3,818</u>	<u>6,996</u>	<u>10,814</u>
At 30 April 2015			
Current	-	21	21
Non-current	<u>3,818</u>	<u>6,975</u>	<u>10,793</u>
	<u>3,818</u>	<u>6,996</u>	<u>10,814</u>

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28. PROVISIONS (CONTINUED)

(a) Retirement benefits (continued)

The amounts recognised in the profit or loss are as follows:

GROUP	Partially funded	Unfunded	Total
	RM'000	RM'000	RM'000
2016			
Current service cost being the retirement benefits recognised in directors' remuneration and staff costs	626	470	1,096
Net interest cost	176	417	593
	<u>802</u>	<u>887</u>	<u>1,689</u>
2015			
Current service cost being the retirement benefits recognised in directors' remuneration and staff costs	522	349	871
Net interest cost	120	380	500
	<u>642</u>	<u>729</u>	<u>1,371</u>

The amounts recognised in other comprehensive income are as follows:

	Group	
	2016 RM'000	2015 RM'000
Remeasurement arising from:		
Actuarial changes in financial assumptions	(257)	8,097
Actuarial changes in demographic assumptions	(3,786)	(3,620)
Return on plan assets	3,724	(4,205)
Experience gains from defined benefit obligations	(443)	274
	<u>(762)</u>	<u>546</u>

Partially funded defined benefit plan

A foreign subsidiary company maintains a tax qualified, partially funded, non-contributory retirement plan that is being administered by a trustee covering all regular full-time employees. Actuarial valuations are made regularly to update the retirement benefit costs and the amount of contributions.

The amounts of partially funded defined benefit obligation recognised in the statement of financial position are determined as follows:

	Group	
	2016 RM'000	2015 RM'000
Present value of the obligation	70,183	71,452
Fair value of plan assets	(66,798)	(67,634)
Retirement benefit obligations	<u>3,385</u>	<u>3,818</u>

28. PROVISIONS (CONTINUED)

(a) Retirement benefits (continued)

Partially funded defined benefit plan (continued)

The movements in present value of the partially funded defined benefit obligation recognised in the books are as follows:

	Group	
	2016 RM'000	2015 RM'000
At beginning of year	71,452	64,913
Current service cost	626	522
Interest cost	2,722	2,604
Benefit paid by plan	(2,811)	(1,565)
Recognised in other comprehensive income	(4,395)	4,725
Exchange differences	2,589	253
At end of year	70,183	71,452

The movements in fair value of plan assets are presented below:

	Group	
	2016 RM'000	2015 RM'000
At beginning of year	67,634	61,451
Interest income	2,546	2,484
Return on plan assets	(3,724)	4,205
Benefit paid by plan	(2,811)	(1,565)
Employers' contribution	722	1,067
Recognised in other comprehensive income	(31)	(35)
Exchange differences	2,462	27
At end of year	66,798	67,634

The plan assets consist of the following:

	Group	
	2016 RM'000	2015 RM'000
Equity securities	43,459	43,929
Debt instruments	22,883	23,093
Unit investment trust funds	198	47
Cash in bank	251	564
Others	7	1
	66,798	67,634

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28. PROVISIONS (CONTINUED)

(a) Retirement benefits (continued)

Presented below is the historical information related to the present value of the retirement benefit obligation, fair value of plan assets and deficit in the plan.

GROUP	2016 RM'000	2015 RM'000	2014 RM'000	2013 RM'000	2012 RM'000
Present value of obligation	70,183	71,452	64,913	3,077	3,023
Fair value of the plan assets	(66,798)	(67,634)	(61,451)	(434)	(384)
Deficit in the plan	<u>3,385</u>	<u>3,818</u>	<u>3,462</u>	<u>2,643</u>	<u>2,639</u>

The following principal assumptions were used to determine the retirement benefit obligation:

	Group	
	2016 %	2015 %
Discount rate	<u>3.5 - 5.11</u>	<u>3.4 - 4.75</u>

Sensitivity analysis for retirement benefit obligation of partially funded benefit plan

The management is of the view that any reasonably possible changes to the principal actuarial assumptions will not have significant impact to the Group.

Unfunded defined benefit plans

Certain local subsidiary companies operate unfunded, defined retirement benefit schemes and provision is made at contracted rates for benefits that would become payable on retirement of eligible employees. Under the various schemes, eligible employees are entitled to lump sum retirement benefits of a certain percentage of either the average monthly salary of each full year of services or the final salary for each year of service on attainment of the retirement age (which varies from 55 years to 60 years depending on the scheme).

Certain foreign subsidiary companies operate unfunded, defined retirement benefit schemes and the estimated liabilities of the benefits are based on actuarial valuation by independent actuaries. The amounts recognised in the statement of financial position are determined based on the present value of unfunded defined benefit obligations.

The amounts of unfunded defined benefit obligation recognised in the statement of financial position are determined as follows:

	Group	
	2016 RM'000	2015 RM'000
Present value of the obligation	<u>7,757</u>	<u>6,996</u>

28. PROVISIONS (CONTINUED)

(a) Retirement benefits (continued)

The following principal assumptions were used to determine the retirement benefit obligations:

	Group	
	2016	2015
	%	%
Range of discount rates used for the various plans	4.77 - 7.95	4.92 - 8.30
Range of expected rates of salary increases used for the various plans	6.00	6.00

Sensitivity analysis for retirement benefit obligation of unfunded benefit plans

The management is of the view that changes in the discount rate at the reporting date would affect the defined benefit obligation in the following manner:

	Increase / (decrease)		Impact on defined benefit obligations	
	Group		Group	
	2016	2015	2016	2015
	%	%	RM'000	RM'000
Discount rate	1	1	(856)	(801)
Discount rate	(1)	(1)	1,034	995

Amounts recognised in other comprehensive income

The amounts recognised in other comprehensive income were included within items that will not be reclassified subsequently to profit or loss.

(b) Sales warranty

Certain subsidiary companies of the Group give 3 months to 3 years warranties on certain products and undertake to repair or replace items that fail to perform satisfactorily. A provision for warranties is recognized for all products under warranty at the reporting date based on past experience on the level of repairs and returns.

(c) Dismantlement, removal or restoration of property, plant and equipment

Provision for dismantlement, removal or restoration is the estimated cost of dismantlement, removal or restoration of property, plant and equipment arising from the acquisition or use of such assets, which are capitalised and included in the cost of property, plant and equipment.

NOTES TO THE FINANCIAL STATEMENTS

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29. TRADE AND OTHER PAYABLES

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Trade payables	971,971	844,258	-	-
<u>Other payables</u>				
Accruals	518,874	451,050	67,938	6,061
Agency deposits	37,725	37,566	-	-
Sundry payables	619,894	636,731	73,625	14,743
Pool betting duty payables	23,681	22,725	-	-
Deposit received for disposal of assets	646,131	-	-	-
Refundable deposits	215,377	239,914	-	-
Amounts due to subsidiary companies	-	-	650	601
Amounts due to associated companies	19,674	1,118	37	31
	<u>2,081,356</u>	<u>1,389,104</u>	<u>142,250</u>	<u>21,436</u>
<u>Other current liabilities</u>				
Progress billings in respect of development properties	85,379	82,253	-	-
Progress billings in respect of construction contracts	32,693	5,138	-	-
Deposits	6,224	18,494	-	-
Deferred income	80,894	43,505	-	-
Other duties payable	20,545	6,738	-	-
Dividend payables	831	2,186	28	109
	<u>226,566</u>	<u>158,314</u>	<u>28</u>	<u>109</u>
	<u>3,279,893</u>	<u>2,391,676</u>	<u>142,278</u>	<u>21,545</u>

Included in trade payables of the Group are manufacturers and other third party vehicle stocking loans of RM320,345,000 (2015: RM243,784,000) obtained by foreign subsidiary companies. These loans are secured by fixed and floating charges on certain vehicle inventories held.

Included in accruals of the Group are accrued contribution to the National Sports Council and accrual for gaming tax payable to the Ministry of Finance.

Agency deposits represent deposits obtained from agents for operating toto betting outlets. These deposits are refundable upon termination of operation contracts.

Deposit received for disposal of assets relates to the part of sales consideration received by a foreign subsidiary company for the disposal of a foreign development project as disclosed in Notes 20 and 47(6).

NOTES TO THE FINANCIAL STATEMENTS

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30. SHORT TERM BORROWINGS

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Secured:				
Long term loans				
- portion repayable within 12 months (Note 25)	1,340,963	1,214,700	278,574	233,101
Medium term notes				
- portion repayable within 12 months (Note 25)	105,000	224,869	-	-
Short term loans	159,444	152,426	100,000	100,000
Bank overdrafts	56,259	85,352	-	-
Trade financing facilities	121,562	106,398	-	-
Other bank borrowings	506,250	474,068	77,377	33,586
	<u>2,289,478</u>	<u>2,257,813</u>	<u>455,951</u>	<u>366,687</u>
Unsecured:				
Long term loans				
- portion repayable within 12 months (Note 25)	-	4,600	-	-
Short term loans	3,018	-	-	-
Other bank borrowings	2,311	2,000	-	-
Portion repayable within 12 months				
- Block discounting payables (Note 25)	11,648	12,705	-	-
- Hire purchase and leasing payables (Note 25)	15,532	13,656	213	156
	<u>32,509</u>	<u>32,961</u>	<u>213</u>	<u>156</u>
	<u>2,321,987</u>	<u>2,290,774</u>	<u>456,164</u>	<u>366,843</u>

The secured short term loans, bank overdrafts, trade financing facilities, and other bank borrowings of the Group and of the Company are secured either by way of fixed charges on certain landed properties, certain quoted investments, or fixed and floating charges over certain other assets of the Group and deposits of the Group, as disclosed in Notes 3, 5, 6, 8, 9, 10, 14, 15 and 18.

The range of interest rates per annum at the reporting date for borrowings was as follows:

	Group		Company	
	2016 %	2015 %	2016 %	2015 %
Short term loans	1.38 - 9.35	1.91 - 9.35	6.00 - 6.10	5.80 - 6.15
Bank overdrafts	4.03 - 9.35	5.94 - 9.35	-	-
Trade financing facilities	2.59 - 8.60	3.50 - 8.60	-	-
Other bank borrowings	5.05 - 8.60	4.75 - 8.60	5.36 - 7.00	6.05 - 6.80
Medium term notes	4.41 - 4.80	3.90 - 5.50	-	-

31. DERIVATIVES

Derivative liability

	Group and Company			
	2016		2015	
	Contract amount RM'000	Liabilities RM'000	Contract amount RM'000	Liabilities RM'000
Non-hedging derivatives				
Current				
Forward currency contracts	69,244	2,080	-	-

The Group uses forward currency contracts to manage some of the transaction exposure. These contracts are not designated as cash flow or fair value hedges and are entered into for periods consistent with currency transaction exposure and fair value changes exposure. Such derivatives do not qualify for hedge accounting.

Forward currency contracts are used to hedge certain of the Group's transactions denominated in Japanese Yen for firm commitments existed at the reporting date. The fair value changes relating to those forward currency contracts outstanding at the reporting date resulted in the recognition of derivative liability.

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
At beginning of year	-	500	-	-
Fair value changes on forward currency contracts	2,080	(500)	2,080	-
At end of year	2,080	-	2,080	-

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32. REVENUE

Revenue for the Group represents the invoiced value of sales of the Group's products and services, a proportion of contractual sales revenue determined by reference to the percentage of completion of development properties, lease rentals income from lease of on-line gaming equipment, rental of investment properties, interest income from hire purchase and loan financing, revenue from hotel and resort operations, membership fees from vacation time share, fitness centre operation and recreational activities, income from chartered and scheduled flights, net house takings from casino operations, brokerage and underwriting commission on securities contracts and new issue of shares and gross stake collections from the sale of toto betting tickets. Revenue for the Company represents management fees charged to subsidiary companies, gross dividend received and receivable from subsidiary companies.

Revenue consists of the following:

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
Revenue				
Gross brokerage and other charges	22,673	33,425	-	-
Underwriting commissions and fund management income	576	988	-	-
Margin interest income	7,817	8,576	-	-
Interest income from hire purchase, lease and loan financing	7,387	5,035	-	-
Sales of goods and services on cash and credit terms	4,308,792	5,051,601	-	-
Contract revenue and sale of property inventories	856,427	585,632	-	-
Income from hotels, resort, theme park and casino operations	318,679	305,420	-	-
Rental income from investment properties	36,163	38,004	-	-
Income from chartered and scheduled flights	10,512	22,861	-	-
Membership fees and subscriptions	80,844	90,682	-	-
Toto betting and leasing of lottery equipment income	3,366,458	3,371,576	-	-
Gross dividends	-	-	615,867	28,970
Management fee income	446	306	2,541	2,541
	9,016,774	9,514,106	618,408	31,511

33. FINANCE COSTS

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Interest expense on:				
- Bank loans and overdrafts	290,807	271,026	69,191	54,296
- BCorp ICULS 2	13,176	14,656	13,176	14,656
- BCorp ICULS 3	-	501	-	501
- MTN	70,862	50,638	-	-
- Hire purchase and leases	5,588	6,335	43	31
- Unwinding of discount and charge out of deferred transaction costs	17,121	23,315	3,032	-
- Manufacturers' vehicle stocking loans	9,837	7,066	-	-
- Defined benefit plans (Note 28(a))	593	500	-	-
- Others (inclusive of loan related expenses)	15,399	11,674	3,167	2,814
	<u>423,383</u>	<u>385,711</u>	<u>88,609</u>	<u>72,298</u>

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34. PROFIT/(LOSS) BEFORE TAX

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Profit/(Loss) before tax				
is arrived at after charging:				
Directors' remuneration (Note 35)				
- emoluments (excluding benefits-in-kind)	37,668	47,308	1,097	1,258
- fees	3,371	3,128	288	240
Auditors' remuneration				
- statutory audit fee	6,730	5,956	140	130
- underprovision of statutory audit fees in prior years	138	124	10	15
- fees for non audit services	1,070	1,623	199	186
Depreciation of property, plant and equipment	198,415	196,748	478	335
Amortisation of				
- biological assets	221	1,403	-	-
- intangible assets	57,870	17,656	1,923	-
- prepaid land lease premiums	-	16	-	-
Minimum operating lease payment				
- plant and machinery	3,060	2,558	-	-
- premises	259,089	265,237	-	-
Direct operating expenses of investment properties *	11,941	12,278	-	-
Royalty expenses	26,171	15,159	-	-
Staff costs (Note a)	761,500	719,826	9,023	9,470
Allowance for impairment on receivables				
- trade receivables	13,265	6,222	-	-
- other receivables	10,818	5,175	1,509	-
Bad debts written off	402	92	-	-
Inventories written off/down	26,390	51,408	-	-
Loss on foreign exchange				
- realised	45,223	26,497	18,700	-
- unrealised	100,137	105,575	1,863	-
Research and development expenditure	1,617	-	-	-
Provision for sales warranty	1,163	7,821	-	-
Contribution to National Sports Council	46,126	53,024	-	-
Other expenses (Note c)	776,451	323,083	34,623	759

34. PROFIT/(LOSS) BEFORE TAX (CONTINUED)

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
and crediting:				
Amortisation of government grants	13	31	-	-
Reversal of impairment loss on receivables	3,499	2,763	-	-
Gain on foreign exchange				
- realised	12,391	15,697	-	-
- unrealised	195,649	67,368	9,563	-
Royalty/Franchise income	215	2,621	-	-
Other income (Note d)	638,088	1,488,428	111,726	41,644

* It is not practicable to segregate the direct operating expenses of investment properties in respect of revenue and non-revenue generating properties due to periodic changes in the occupancy rates during the financial year.

(a) Staff costs consist of the following:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Wages, salaries and allowances	605,408	540,633	6,849	7,001
Social security costs and employees insurance	30,158	26,199	45	268
Bonuses	35,754	41,012	1,035	1,030
Pension costs				
- defined contribution plans	47,999	47,892	944	941
- defined benefit plans (Note 28(a))	1,093	671	-	-
Provision for short term compensated absences	184	603	-	(2)
Share-based payments under ESOS (Note b)	257	5,486	-	-
Other staff related expenses	40,647	57,330	150	232
Total staff costs	761,500	719,826	9,023	9,470

Staff costs exclude remuneration of executive directors.

(b) Share-based payments under ESOS consist of the following:

	Group	
	2016 RM'000	2015 RM'000
Share-based payments for		
- employees of the Group	257	5,486
- other directors of the Group	-	699
	257	6,185

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34. PROFIT/(LOSS) BEFORE TAX (CONTINUED)

(c) Other expenses

Included in other expenses are the following:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
(i) Other expenses - operating activities				
Impairment in value of				
business development costs	-	665	-	-
Lease termination costs	686	2,911	-	-
(ii) Other expenses - investing activities				
Loss on disposal of				
property, plant and equipment	3,585	2,291	-	-
Loss on disposal of subsidiary companies	11,108	-	-	-
Loss on disposal/deemed				
disposal of associated companies	33,619	4,716	-	-
Fair value adjustments				
for investment properties	8,486	456	-	-
Fair value loss of fair value				
through profit or loss equity				
instruments quoted in Malaysia	8,481	1,258	-	-
Impairment in value of				
property, plant and equipment	39,200	38,903	-	-
Impairment of intangible assets				
- goodwill	381,057	231,205	-	-
- others	758	-	-	-
Impairment on amount owing from				
- an associated company	2	29	-	-
- a joint venture	1,226	975	-	-
Impairment in value of investments in				
- subsidiary company	-	-	28,411	759
- associated companies	136,743	21,000	-	-
Impairment in value of				
- Available-for-sale financial assets				
quoted equity instruments	1,004	239	2,828	-
- Available-for-sale financial assets				
unquoted equity instruments	7,575	1,400	-	-
Impairment in value of				
assets held for sale	131,612	-	1,304	-
Corporate exercises expenses	-	1,713	-	-
Liquidated ascertained				
damages on termination				
of sale and purchase agreement	1,903	-	-	-
Fair value loss on derivatives	2,080	-	2,080	-
Expenditure of a				
liquidated associated company	-	6,532	-	-

34. PROFIT/(LOSS) BEFORE TAX (CONTINUED)

(d) Other income

Included in other income are the following:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
(i) Other income - operating activities				
Income from rental of land and buildings	16,961	13,901	-	-
Gain on disposal of marketable securities	1,459	1,459	-	-
(ii) Other income - investing activities				
Gain on disposal of property, plant and equipment	3,480	397	-	-
Gain on disposal of investment properties	-	456	-	-
Gain on disposal of subsidiary companies	58,656	163,830	58,001	-
Gain on disposal of associated companies	49,597	22,423	-	-
Gain on disposal of properties	204,064	-	-	-
Gain on disposal from other investments	6,529	21,141	-	-
Gain arising on dilution of interest in associated companies	11,598	3,503	-	-
Reversal of impairment in property, plant and equipment	38,284	13,983	-	-
Reversal of impairment in land held for development	8,802	6,000	-	-
Reversal of impairment in development properties	7,119	-	-	-
Reversal of impairment in value of investments in				
- associated companies	-	58	-	-
- other investment	2,523	-	-	-
Fair value gain of fair value through profit or loss equity instruments quoted in Malaysia	175	3,986	-	-
Fair value adjustments for investment properties	23,204	16,673	-	-

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34. PROFIT/(LOSS) BEFORE TAX (CONTINUED)

(d) Other income (continued)

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
(ii) Other income - investing activities (continued)				
Interest income				
from loans and receivables				
- Interest income				
from subsidiary company	-	-	51,028	40,176
- Other interest income	87,747	80,950	1,069	1,468
Gross dividends from				
- Available-for-sale investments quoted in Malaysia	827	1,058	-	-
- Available-for-sale investments quoted outside Malaysia	343	-	-	-
- Available-for-sale investments unquoted in Malaysia	601	47	-	-
Gain on remeasurement of				
- equity interest in an acquiree, previously accounted for as a joint venture	-	199,698	-	-
- equity interest in an acquiree, previously accounted for as an associated company	13,952	-	-	-
- retained equity interest in a former associated company	29,234	-	-	-
- retained equity interest in a former subsidiary company	18,611	837,179	-	-
Net fair value gain on available-for-sale equity instruments transferred from equity upon derecognition	-	12,936	-	-
Net fair value gain on available-for-sale equity instruments transferred from equity upon disposal	6,778	-	-	-
Net fair value gain on recycle of forex reserve upon disposal of subsidiaries	10,969	-	-	-
Refund of stamp duty and expenses paid in relation to an aborted corporate exercise	-	18,120	-	-

35. DIRECTORS' REMUNERATION

The aggregate directors' remuneration paid or payable to all directors of the Group and of the Company categorised into appropriate components for the financial year are as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Directors of the Company				
Executive				
Salaries and other emoluments	8,866	10,255	838	950
Bonus	693	2,707	63	105
Retirement benefits				
- defined contribution plans	1,239	1,715	131	153
Benefits-in-kind	390	419	106	140
	<u>11,188</u>	<u>15,096</u>	<u>1,138</u>	<u>1,348</u>
Non-executive				
Fees	414	321	288	240
Bonus	13	13	-	-
Retirement benefits				
- defined contribution plans	25	25	-	-
Other emoluments	350	333	65	50
Benefits-in-kind	32	31	18	18
	<u>834</u>	<u>723</u>	<u>371</u>	<u>308</u>
	<u>12,022</u>	<u>15,819</u>	<u>1,509</u>	<u>1,656</u>
Other directors of the Group				
Fees	2,957	2,807	-	-
Salaries and other emoluments	16,012	18,143	-	-
Retirement benefits				
- defined contribution plans	2,205	2,881	-	-
- defined benefit plans (Note 28(a))	3	200	-	-
Bonus	559	856	-	-
Performance incentive	7,703	10,180	-	-
Benefits-in-kind	412	425	-	-
	<u>29,851</u>	<u>35,492</u>	<u>-</u>	<u>-</u>
	<u>41,873</u>	<u>51,311</u>	<u>1,509</u>	<u>1,656</u>

NOTES TO THE FINANCIAL STATEMENTS

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36. TAXATION

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
<u>Statements of profit or loss</u>				
Income tax				
- Malaysian income tax	256,715	283,503	-	-
- Foreign tax	172,250	93,993	-	-
- Withholding tax	9,595	941	5,088	-
In respect of prior years				
- Malaysian income tax	(4,297)	(8,098)	-	-
- Foreign tax	1,913	(557)	-	-
Deferred tax (Note 27)	(25,350)	(10,305)	(1,837)	(1,391)
Total taxation	410,826	359,477	3,251	(1,391)

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2015: 25%) of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

There is no tax charge for the Company, as the Company is in a tax loss position. The tax charge of the Group is in respect of profits recorded by certain subsidiary companies.

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
<u>Statements of comprehensive income</u>				
In Malaysia:				
Deferred tax relating to other comprehensive income:				
- Fair value adjustment on AFS financial assets of quoted equity instruments	(1,758)	(2,761)	-	-
- Tax effect relating to the defined benefit pension scheme	159	(149)	-	-
	(1,599)	(2,910)	-	-
<u>Statements of changes in equity</u>				
In Malaysia:				
Deferred tax recognised in equity:				
- reversal on conversion of BCorp ICULS 2	(1,520)	(1)	(1,520)	(1)

36. TAXATION (CONTINUED)

A reconciliation of income tax expense applicable to profit/(loss) before tax at the statutory income tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Profit/(Loss) before tax	293,737	1,601,733	564,948	(20,868)
Applicable tax rate (%)	24	25	24	25
Taxation at applicable tax rate	70,497	400,433	135,588	(5,217)
Effect of changes in tax rates on opening balance of deferred tax	(235)	(2,145)	-	-
Effect of different tax rates in other countries	(5,477)	13,869	-	-
Effect of double deduction	-	(3)	-	-
Effect of other tax incentives	(19)	(422)	-	-
Effect of share of results of associated companies and joint ventures	(27,882)	(22,355)	-	-
Effect of income subject to real property gain tax	(17,110)	(2,187)	-	-
Effect of income not subject to tax	(32,560)	(144,933)	(166,075)	(7,257)
Expenses not deductible under tax legislation	379,797	64,302	28,096	9,979
Effect of withholding tax	9,595	941	5,088	-
Utilisation of previously unrecognised deferred tax assets	(17,355)	(4,911)	-	-
Deferred tax assets not recognised during the financial year	43,822	70,895	2,391	2,495
Deferred tax assets recognition on previously unrecognised deferred tax assets	(315)	(623)	-	-
Effects of BCorp ICULS interests	(1,837)	(1,391)	(1,837)	(1,391)
Over provision of income tax in prior years	(2,384)	(8,655)	-	-
Under/(Over) provision of deferred tax in prior years	12,289	(3,338)	-	-
Taxation for the year	410,826	359,477	3,251	(1,391)

NOTES TO THE FINANCIAL STATEMENTS

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37. (LOSS)/EARNINGS PER SHARE

(1) Basic

Basic (loss)/earnings per share is calculated by dividing (loss)/profit for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares with voting rights in issue during the financial year, including mandatorily convertible instruments.

	Group	
	2016 RM'000	2015 RM'000
(Loss)/Profit attributable to equity holders	(177,223)	890,582
Adjustment for deemed conversion of BCorp ICULS 2	13,176	14,656
	<u>(164,047)</u>	<u>905,238</u>
Weighted average number of ordinary shares with voting rights in issue (inclusive of mandatorily convertible instruments) ('000)	5,095,946	5,004,496
Basic (loss)/earnings per share (sen)	<u>(3.22)</u>	<u>18.09</u>

(2) Diluted

For the purpose of calculating diluted (loss)/earnings per share, the (loss)/profit for the year attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares with voting rights in issue during the financial year, including mandatorily convertible instruments, have been adjusted for the dilutive effects of the dilutive instruments of the Group.

	Group	
	2016 RM'000	2015 RM'000
(Loss)/Profit attributable to equity holders	(164,047)	905,238
Dilution effect on exercise of BFood share options	-	(426)
Dilution effect on exercise of Berjaya Auto Berhad share options	(296)	(1,317)
Dilution effect on exercise of REDtone share options	-	(21)
Dilution effect on exercise of Berjaya Media Berhad warrants	(537)	(1,053)
Dilution effect on exercise of BFood warrants	(55)	(994)
Dilution effect on exercise of REDtone warrants	-	(70)
Dilution effect on conversion of REDtone ICULS	(121)	-
(Loss)/Profit attributable to equity holders after assumed conversion/exercise	<u>(165,056)</u>	<u>901,357</u>
Weighted average number of ordinary shares with voting rights in issue ('000)	5,095,946	5,004,496
Diluted (loss)/earnings per share (sen)	<u>(3.24)</u>	<u>18.01</u>

38. DIVIDENDS

	Company			
	2016 Dividend per share Sen	2016 Dividend RM'000	2015 Dividend per share Sen	2015 Dividend RM'000
Recognised during the year				
- Final dividend of 1% single-tier dividend approved in respect of financial year ended 30 April 2015 (2015: Final dividend of 1% single-tier dividend approved in respect of financial year ended 30 April 2014)	1.00	42,003	1.00	41,187
	<u>1.00</u>	<u>42,003</u>	<u>1.00</u>	<u>41,187</u>

On 29 June 2016, the Company recommended a final share dividend distribution of 3 treasury shares for every 100 ordinary shares held in respect of the current financial year ended 30 April 2016 to be approved by the Company's shareholders at the forthcoming Annual General Meeting. The final share dividend is equivalent to 2.16 sen per share. The financial statements for the current financial year do not reflect this final share dividend. This final share dividend will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2017.

39. SEGMENTAL INFORMATION

The Group is organised on a worldwide basis and presents its segmental information based on business segments:

- (1) financial services;
- (2) marketing of consumer products and services;
- (3) property investment and development;
- (4) hotels and resorts;
- (5) gaming and related activities;
- (6) restaurants; and
- (7) others.

Other business segments include clubs, recreation, and plantation segments which are not of a sufficient size to be reported separately.

All inter-segment transactions were carried out in the normal course of business and established under negotiated terms.

The geographical segmental information is prepared based on the locations of assets. The segment revenue by geographical location of where the sales are transacted does not differ materially from the segment revenue by geographical location of assets.

Unallocated assets/liabilities include items relating to investing and financing activities and items that cannot be reasonably allocated to individual segments. These include mainly corporate assets, tax recoverable/liabilities, borrowings, hire purchase and lease obligations.

Other non-cash expenses include mainly unrealised loss on foreign exchange, property, plant and equipment written-off, intangible assets written-off, inventories written-off, and allowance for bad and doubtful debts.

NOTES TO THE FINANCIAL STATEMENTS

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39. SEGMENTAL INFORMATION (CONTINUED)

By business segments

	External	Inter- segment	Total
Revenue	RM'000	RM'000	RM'000
2016			
Financial services	38,453	4,157	42,610
Marketing of consumer products and services	3,651,423	41,299	3,692,722
Property investment and development	892,590	18,704	911,294
Hotels and resorts	311,363	2,911	314,274
Gaming and related activities	3,363,835	-	3,363,835
Restaurants	636,328	35	636,363
Others	122,782	21,095	143,877
Inter-segment elimination	-	(88,201)	(88,201)
Total Revenue	9,016,774	-	9,016,774
2015 (Restated)			
Financial services	48,024	5,537	53,561
Marketing of consumer products and services	4,546,579	37,467	4,584,046
Property investment and development	632,588	7,959	640,547
Hotels and resorts	312,520	35	312,555
Gaming and related activities	3,371,576	-	3,371,576
Restaurants	442,240	636	442,876
Others	160,579	876	161,455
Inter-segment elimination	-	(52,510)	(52,510)
Total Revenue	9,514,106	-	9,514,106

39. SEGMENTAL INFORMATION (CONTINUED)

Results	2016 RM'000	2015 RM'000 (Restated)
Financial services	41,343	50,073
Marketing of consumer products and services	58,602	263,296
Property investment and development	274,408	78,282
Hotels and resorts	14,314	6,062
Gaming and related activities	497,231	555,487
Restaurants	18,424	(27)
Others	(21,840)	(47,785)
	<u>882,482</u>	<u>905,388</u>
Unallocated corporate expenses	(96,155)	(98,860)
	<u>786,327</u>	<u>806,528</u>
Other income - investing activities	583,343	1,402,881
Other expenses - investing activities	(768,724)	(311,383)
	<u>600,946</u>	<u>1,898,026</u>
Finance costs	(423,383)	(385,711)
Share of results of associates	130,453	105,154
Share of results of joint ventures	(14,279)	(15,736)
	<u>293,737</u>	<u>1,601,733</u>
Profit before tax	293,737	1,601,733
Taxation	(410,826)	(359,477)
(Loss)/Profit for the year	<u>(117,089)</u>	<u>1,242,256</u>

NOTES TO THE FINANCIAL STATEMENTS

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39. SEGMENTAL INFORMATION (CONTINUED)

Assets and liabilities	Assets	Liabilities
	RM'000	RM'000
2016		
Financial services	358,654	92,026
Marketing of consumer products and services	2,842,664	1,284,603
Property investment and development	6,983,224	2,797,218
Hotels and resorts	1,699,410	226,641
Gaming and related activities	5,140,224	315,063
Restaurants	387,766	281,392
Others	1,535,919	782,347
Inter-segment elimination	(875,921)	(920,987)
	<u>18,071,940</u>	<u>4,858,303</u>
Unallocated items	5,275,377	6,388,366
Total Assets and Liabilities	<u><u>23,347,317</u></u>	<u><u>11,246,669</u></u>
2015 (Restated)		
Financial services	362,255	70,010
Marketing of consumer products and services	2,201,774	864,171
Property investment and development	6,848,378	1,148,936
Hotels and resorts	1,594,402	405,628
Gaming and related activities	6,049,332	127,626
Restaurants	356,579	151,000
Others	1,530,306	617,708
Inter-segment elimination	(875,225)	(924,618)
	<u>18,067,801</u>	<u>2,460,461</u>
Unallocated items	4,226,253	7,815,567
Total Assets and Liabilities	<u><u>22,294,054</u></u>	<u><u>10,276,028</u></u>

39. SEGMENTAL INFORMATION (CONTINUED)

Other information	Capital expenditure	Depreciation and amortisation	Impairment loss	Other non-cash expenses
	RM'000	RM'000	RM'000	RM'000
2016				
Financial services	883	1,303	43,369	-
Marketing of consumer products and services	134,045	72,596	20,789	77,596
Property investment and development	664,831	7,393	134,943	2,763
Hotels and resorts	5,029	50,308	1,225	720
Gaming and related activities	12,936	45,985	336,772	2,816
Restaurants	84,454	43,193	9,713	2,380
Others	5,080	30,747	15,702	20,045
	<u>907,258</u>	<u>251,525</u>	<u>562,513</u>	<u>106,320</u>
Unallocated items	154,207	4,981	136,664	44,692
Total	<u>1,061,465</u>	<u>256,506</u>	<u>699,177</u>	<u>151,012</u>

2015 (Restated)

Financial services	983	1,366	3,420	-
Marketing of consumer products and services	46,641	61,746	14,648	73,129
Property investment and development	251,534	7,389	2,594	4,798
Hotels and resorts	10,438	48,761	-	424
Gaming and related activities	30,622	32,563	228,844	11,225
Restaurants	63,933	26,553	8,169	89
Others	35,855	34,405	20,656	18,165
	<u>440,006</u>	<u>212,783</u>	<u>278,331</u>	<u>107,830</u>
Unallocated items	57,526	3,040	16,085	60,642
Total	<u>497,532</u>	<u>215,823</u>	<u>294,416</u>	<u>168,472</u>

By geographical segments	Revenue	Capital expenditure	Assets
	RM'000	RM'000	RM'000
2016			
Malaysia	5,370,053	330,985	16,121,584
Outside Malaysia	3,646,721	730,480	7,225,733
Total	<u>9,016,774</u>	<u>1,061,465</u>	<u>23,347,317</u>
2015 (Restated)			
Malaysia	6,255,813	135,550	15,715,135
Outside Malaysia	3,258,293	361,982	6,578,919
Total	<u>9,514,106</u>	<u>497,532</u>	<u>22,294,054</u>

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40. SIGNIFICANT RELATED PARTY TRANSACTIONS

	Note	Group		Company	
		2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Management fees receivable from					
- subsidiary companies		-	-	(2,121)	(2,416)
- associated company		-	-	(420)	(125)
- Mazda Malaysia Sdn Bhd ("MMSB")	a	-	(1,321)	-	-
Rental of premises and related services receivable from					
- Singer (Malaysia) Sdn Bhd	d	(485)	(485)	-	-
- Tai Thong Group Sdn Bhd	e	(1,429)	(1,348)	-	-
- Sun Media Corporation Sdn Bhd ("SMCSB")	c	(573)	(568)	-	-
- BStarbucks	b	-	(120)	-	-
- 7-Eleven Malaysia Sdn Bhd ("7-Eleven")	d	(2,234)	(2,139)	-	-
- U Mobile Sdn Bhd ("UMobile")	f	(1,865)	(1,833)	-	-
- Songbird Amusement Sdn Bhd	h	(315)	(306)	-	-
- Bermaz Motor Trading Sdn Bhd	c	(1,269)	(693)	-	-
Rental of premises payable to Berjaya Times Square Sdn Bhd	c	5,990	5,058	-	-
Transportation service provided to - 7-Eleven	d	(14,885)	(13,385)	-	-
Research, development, implementation and maintenance services as well as purchase of hardware, software, network equipment from Qinetics Solutions Sdn Bhd	d	4,545	6,340	1,191	1,408
Advertising and publishing services charged by SMCSB	c	2,977	4,483	144	387
Purchase of motor vehicles from MMSB	a	-	232,483	-	-
Supply of computerised lottery systems and related services to Natural Avenue Sdn Bhd	g	(560)	(500)	-	-

40. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

All other significant related party transactions have been disclosed under Notes 16, 29, 34 and 35.

Details of significant related party acquisitions and disposals of assets completed during the financial year are included in Note 47.

Notes:

- (a) MMSB ceased to be an associated company of the Group on 1 December 2014.
- (b) BStarbucks became a subsidiary company of the Group on 18 September 2014.
- (c) Associated companies of the Group.
- (d) Companies where Tan Sri Dato' Seri Vincent Tan Chee Yioun ("Tan Sri Vincent Tan"), a major shareholder of the Company, is deemed to have an interest.
- (e) Wholly owned subsidiary company of Tai Thong Holdings Sdn Bhd which in turn is a wholly-owned subsidiary company of Diversified Kinetic Sdn Bhd. Tan Sri Dato' Tan Chee Sing ("TSDT") and Dato' Dickson Tan Yong Loong ("DDTYL"), a director of the Company, are major shareholders of Diversified Kinetic Sdn Bhd. TSDT is a brother of Tan Sri Vincent Tan and is the father of DDTYL.
- (f) A company in which the directors of the Company, namely Dato' Sri Robin Tan Yeong Ching ("DSRTYC") and Nerine Tan Sheik Ping ("NT") have interests. Tan Sri Vincent Tan is also a substantial shareholder of UMobile.
- (g) Subsidiary company of BAssets. Tan Sri Vincent Tan is a substantial shareholder of BAssets while DSRTYC and NT are also shareholders of BAssets. Tan Sri Vincent Tan is the father of DSRTYC and NT. TSDT also has interest in BAssets.
- (h) A company in which a person connected with Tan Sri Vincent Tan has interest.

Certain professional fee amounting to RM7,542,000 (2015: RM6,510,000) was incurred by a foreign subsidiary company for management and consultancy services contracted with a corporate entity, of which the Chief Executive Officer of the foreign subsidiary company has interest.

The compensation of the key management personnel, who are directors of the Group, is as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Short-term benefits	12,762	16,191	1,378	1,503
Post-employment benefits	1,634	2,134	131	153
	<u>14,396</u>	<u>18,325</u>	<u>1,509</u>	<u>1,656</u>

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41. COMMITMENTS

	Group	
	2016 RM'000	2015 RM'000
Capital expenditure		
- approved and contracted for	190,258	286,015
- approved but not contracted for	44,457	28,435
	234,715	314,450
Land lease payments for foreign development project	435,456	397,040
Group's share of a joint venture's commitment - land use rights fee	10,625	9,921
- land rental	4,566	3,798
Proposed share subscription in investee companies	13,975	13,975
Purchase consideration for		
- shares and ICULS of an associated company	-	372,823
- shares of a subsidiary company	419,108	-
	1,118,445	1,112,007
Non-cancellable operating lease commitments as lessees		
- Within 1 year after reporting date	159,705	155,983
- Later than 1 year but not more than 5 years	306,082	274,177
- Later than 5 years	470,373	340,071
	936,160	770,231
Non-cancellable operating lease commitments as lessors		
- Within 1 year after reporting date	25,972	28,510
- Later than 1 year but not more than 5 years	23,171	19,690
- Later than 5 years	6,854	-
	55,997	48,200

Note:

- (a) Significant commitments for acquisition of properties and investments are included in Notes 47 and 48.

The Group entered into operating leases which represent rental payable for the use of land and buildings, vehicles, plant and equipment. Leases are negotiated for a period of between 1 and 70 years and rentals fixed for between 1 and 70 years. A foreign subsidiary company had entered into land lease contracts for lease terms of 100 years. These leases are non-cancellable upon the foreign subsidiary obtaining property development approval from the foreign authorities.

The Group entered into commercial property leases on its investment properties portfolio consisting of commercial and office space. Besides this, a foreign subsidiary company had entered into a lease for provision of online lottery equipment for a stipulated period. Revenue from the leasing of lottery equipment is recognised based on certain percentage of the gross receipts from the lottery ticket sales of the lottery operator subject to an annual minimum fee as prescribed in the lease agreement. The leasing of lottery equipment income is recognised as revenue during the financial year as disclosed in Note 32.

42. FINANCIAL GUARANTEES, CONTINGENT LIABILITIES AND MATERIAL LITIGATIONS

The financial guarantees provided to financiers for subsidiary and related companies are no longer disclosed as contingent liabilities but would instead be accounted as financial liabilities if considered likely to crystallise. The Company has assessed the financial guarantee contracts and concluded that the financial impact of the guarantees is not material.

Details of contingent liabilities and material litigations are as follows:

- (1) A subsidiary company of the Group, namely Cosway (HK) Limited ("CHK"), was a defendant in a lawsuit brought by a party alleging that CHK breached and repudiated a signed courier service agreement to use certain minimum services from a service provider, whereby the amount claimed is HKD9.95 million (about RM4.99 million). A judgement was made in favour of the plaintiff for nominal damages of HKD100 only.
- (2) On 13 November 2013, a claim of USD100 million (about RM388.8 million) was filed by Evolv Health LLC and two others ("Plaintiffs") against Cosway USA, Inc ("CoswayUSA") and several other parties ("Defendants") in the state of Texas, USA for damages allegedly suffered by the Plaintiffs as a result of an alleged breach by the Defendants of a mutual non-disclosure and non-circumvention agreement entered into between Evolv Health LLC and CoswayUSA. However, part of this original claim had been dismissed and the remaining claim is the misappropriation of trade secret outside of the agreement.

On 10 May 2016, Plaintiffs withdrew, without prejudice, their claims against CoswayUSA and some of the defendants.

Prior to the withdrawal of claims against CoswayUSA and its officers from Texas Court, the Plaintiff had on 10 March 2016 filed this case in the federal court in the State of California. No monetary amount was listed by the Plaintiff but they are claiming for attorney's cost as well as exemplary damages of not less than three times of the Plaintiffs' actual damages. CoswayUSA's lawyers are of the view that the litigation is at an early stage and it is not possible to evaluate the likelihood of a favorable or unfavorable outcome.

- (3) On 16 April 2014, CoswayUSA was named as one of the defendants in a counter claim which originally involved two separate entities. The counter claim was brought by Health Education Corporation D/B/A Nutranomics ("Nutranomics") alleging breach of a mutual non-disclosure and confidentiality agreement for damages of USD2 million (about RM8.11 million).

On 9 September 2015, the court granted CoswayUSA's motion for summary judgement and also motion for sanction *in limine* to preclude further production of documents and information. On 27 January 2016, the court further awarded attorney fees of USD88,000 in favour of CoswayUSA.

- (4) On 17 April 2014, Armen Temuran and another party ("Armen&anor") filed a lawsuit against CoswayUSA and several other parties ("CoswayUSA&ors") for alleged breach of contract and unfair business practice. The court ruled that all except the fifth, sixth, eighth and twelfth of the twelve causes of action are dismissed. However, Armen&anor had filed a second amended complaint ("SAC") in May 2015 with the claims amounting to USD5.54 million (about RM21.54 million). CoswayUSA&ors had filed another demurrer with respect to the SAC and the court has sustained the defendant's demurrer on 31 July 2015. Armen&anor filed a third amended complaint. CoswayUSA has filed a demurrer, a motion to strike off a portion of the third amended complaint, and a request for judicial notice. On 10 December 2015, the court granted CoswayUSA's request for judicial notice and the motion to strike off. Also, the court sustained all except four of the demurrer (or objections) filed by the CoswayUSA against Armen&anor's third amended complaint. At a hearing on 23 June 2016, the court ruled for the four remaining claims, filed by Armen&Anor, to proceed to mandatory settlement meeting on 1 July 2016. At the mandatory settlement meeting on 1 July 2016, no agreement was made on any out of court settlement. The case proceeded to trial on 1 August 2016 but the trial was postponed to 26 September 2016.

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42. FINANCIAL GUARANTEES, CONTINGENT LIABILITIES AND MATERIAL LITIGATIONS (CONTINUED)

- (5) Since October 2013, the Group's hotels and resorts in Malaysia has complied with the Minimum Wage Order 2012 implemented by the Ministry of Human Resource ("MOH"). As stated in the guidelines issued by MOH, service charge collection may be converted to form part of the minimum wage. This has been the practice of the Malaysian hospitality industry since October 2013.

The National Union of Hotel, Bar & Restaurant Workers Peninsular ("Trade Union") was not agreeable to this practice. The Trade Union requires all hospitality entities covered under the Trade Union to top up all employees' salary to a minimum of RM1,000 at their own expense and employers are not allowed to convert the service charges collected to form part of minimum wage.

Trade dispute proceedings have been instituted by the Trade Union at the Industrial Court of Malaysia ("Industrial Court") against several of the Group's hotels and resorts which are still ongoing at reporting date.

Recently, in another trade dispute proceeding between the Trade Union and another hotel, the Industrial Court has ruled in favour of the Trade Union that is an employee shall be paid the minimum wage, in accordance to Minimum Wage Order 2012, over and above the service charges imposed.

The Group is of the opinion that the Industrial Court ruling can be challenged at the High Court for an error of law or lack or excess of jurisdiction by way of certiorari. Furthermore, the Malaysian Association of Hotels and the Malaysian Association of Hotel Owners representing the hospitality industry are in the midst of discussion with the relevant authorities on this matter.

The Group assessed that the exposure of the above trade dispute is approximately RM3,978,000.

- (6) On 6 November 2015, the Company announced that its 72.6% subsidiary, Berjaya Jeju Resort Limited ("BJR"), had instituted legal proceedings in the Republic of Korea against Jeju Free International City Development Center ("JDC") for breach of certain terms and conditions set out in the Land Sale and Purchase Agreement dated 30 March 2009 ("Land SPA") and to claim for losses and damages incurred as a result thereof ("JDC Lawsuit"). The Land SPA entered into between BJR and JDC is in relation to the acquisition by BJR from JDC of certain parcels of land for a proposed mixed development of an international themed village known as the "Jeju Airst City" in Jeju Island, Republic of Korea ("Jeju Project"). JDC holds a 19% stake in BJR.

Pursuant to the Land SPA, JDC is obligated to transfer the land to BJR, free from all liens, security interests and encumbrances. However, on 20 March 2015 the Supreme Court of the Republic of Korea ("Korean Supreme Court") ruled that the expropriation by JDC of certain parcels of land which were then subsequently sold to BJR pursuant to the Land SPA was invalid. JDC breached the terms of the Land SPA as it had failed to transfer good and unencumbered title to the said lands to BJR. A consequence of the Korean Supreme Court decision is that certain former owners of the said lands had filed a suit demanding that the said lands be returned to them. Under the circumstances, the on-going development works on the Jeju Project has been suspended pending the resolution of this matter by JDC with the affected landowners.

Pursuant to the financing arrangement for Phase 1 of the Jeju Project and following the suspension of the development work thereon, JDC was obligated to and repurchased part of the lands (under Phases 2 to 9) for KRW107.0 billion (or about RM374.5 million) and the cash proceeds were used to fully settle the loan outstanding with the financiers, and to partially settle the Phase 1 construction costs due and owing to the main contractor.

On completion of the land repurchase by JDC, BJR gave notice to terminate the Land SPA in respect of the remaining land under Phase 1 of the Jeju Project. The JDC Lawsuit is still ongoing. Based on the legal opinion obtained from its lawyers, BJR believes that the outcome of the JDC Lawsuit will be in its favour.

43. FAIR VALUE MEASUREMENT

The Group and the Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

43.1 Group's non-financial assets that are measured at fair value

The table below analyses the Group's non-financial assets measured at fair value at the reporting date, according to the level in the fair value hierarchy:

	Level 1	Level 2	Level 3	Total
GROUP	RM'000	RM'000	RM'000	RM'000

2016

Investment properties				
- Commercial properties	-	95,419	587,601	683,020
- Other properties	-	37,483	47,935	85,418
	-	132,902	635,536	768,438

	Level 1	Level 2	Level 3	Total
GROUP	RM'000	RM'000	RM'000	RM'000

2015

Investment properties				
- Commercial properties	-	62,776	584,627	647,403
- Other properties	-	35,547	19,955	55,502
	-	98,323	604,582	702,905

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43. FAIR VALUE MEASUREMENT (CONTINUED)

43.1 Group's non-financial assets that are measured at fair value (continued)

Description of valuation techniques used and key inputs to valuation on non-financial assets

(1) Comparison method

Under the comparison method, a property's fair value is estimated based on comparable transactions. This approach is based upon the principle of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. In theory, the best comparable sale would be an exact duplicate of the subject property and would indicate, by the known selling price of the duplicate, the price for which the subject property could be sold.

Investment properties valued using the comparison method are categorised as Level 2 in the fair value hierarchy.

Certain other investment properties valued using the comparison method with significant adjustments made for differences such as location, size, condition, accessibility and design ("adjustment factors") are categorised as Level 3 in the fair value hierarchy. The significant unobservable inputs for this category of investment properties, which are the adjustment factors, range between 103% and -39% (2015: 108% and -37%) of the respective properties' fair value.

(2) Comparison/Depreciable Replacement Cost Method

The comparison/cost method of valuation entails separate valuations of the land and buildings to arrive at the market value of the subject property.

The land is valued by reference to transactions of similar lands in surrounding with adjustments made for differences in location, terrain, size and shape of the land, tenure, title restrictions, if any and other relevant characteristics.

Completed buildings are valued by reference to the current estimates on constructional costs to erect equivalent buildings, taking into consideration of similar accommodation in terms of size, construction and profits. Appropriate adjustments are then made for the factors of age, obsolescence and existing physical condition of the building.

The investment properties valued using this method is categorised as Level 3 in the fair value hierarchy. The significant unobservable inputs for this category of assets are the replacement cost per square feet which ranges from RM70 per square feet to RM7,161 per square feet (2015: RM70 to RM9,770 per square feet), and the depreciation rate of 2% (2015: 2%).

Fair value reconciliation of non-financial assets measured at Level 3:

	Group	
	2016 RM'000	2015 RM'000
At beginning of year	604,582	566,066
Additions during the year	27,020	287
Net transfer from property, plant and equipment	457	29,468
Fair value adjustments during the year	4,239	14,822
Disposal	-	(6,061)
Exchange differences	(762)	-
At end of year	<u>635,536</u>	<u>604,582</u>

43. FAIR VALUE MEASUREMENT (CONTINUED)

43.1 Group's non-financial assets that are measured at fair value (continued)

(3) Sensitivity analysis

The increase in the price per square feet of comparable properties in the surrounding vicinity will result in an increase of fair value of these properties.

43.2 Non financial assets that are disclosed at fair value

The table below analyses the Group's non-financial assets disclosed at fair value at the reporting date, according to the level in the fair value hierarchy:

	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
2016				
<u>Subsidiary companies</u>				
Company	209,257	-	-	209,257
<u>Associated companies</u>				
Group	681,225	-	-	681,225
Company	280,328	-	-	280,328
<u>Inventories</u>				
Group	606	-	-	606
2015				
<u>Subsidiary companies</u>				
Company	172,121	-	-	172,121
<u>Associated companies</u>				
Group	1,789,275	-	-	1,789,275
Company	278,760	-	-	278,760
<u>Inventories</u>				
Group	319	-	-	319

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43. FAIR VALUE MEASUREMENT (CONTINUED)

43.3 Financial Instruments that are measured at fair value

The table below analyses the financial instruments measured at fair value at the reporting date, according to the level in the fair value hierarchy:

GROUP	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
2016				
Financial assets				
Other investments	76,404	861	-	77,265
Short-term investments	12,152	-	-	12,152
Financial liability				
Derivative liability	-	2,080	-	2,080
2015 (Restated)				
Financial assets				
Other investments	65,105	1,072	-	66,177
Short-term investments	5,854	-	-	5,854
COMPANY				
2016				
Financial liability				
Derivative liability	-	2,080	-	2,080

44. FINANCIAL INSTRUMENTS

44.1 Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The accounting policies in Note 2.2 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised. The following table analyses the financial assets and liabilities in the statement of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	Group		Company	
	2016 RM'000	2015 RM'000 (Restated)	2016 RM'000	2015 RM'000
Financial assets				
<u>Available-for-sale</u>				
Other investments	75,915	63,992	-	-
<u>Fair value through profit or loss</u>				
Other investments	15,673	23,158	-	-
Short-term investments	12,152	5,854	-	-
	<u>27,825</u>	<u>29,012</u>	<u>-</u>	<u>-</u>
<u>Loans and receivables</u>				
Other long term receivables	627,550	579,735	-	-
Trade and other receivables	1,112,723	908,726	4,360,200	4,693,269
Deposits with financial institutions	809,789	633,178	75,973	3,947
Cash and bank balances	1,788,664	958,744	23,776	11,292
	<u>4,338,726</u>	<u>3,080,383</u>	<u>4,459,949</u>	<u>4,708,508</u>
Total financial assets	<u>4,442,466</u>	<u>3,173,387</u>	<u>4,459,949</u>	<u>4,708,508</u>
Financial liabilities				
<u>Fair value through profit or loss</u>				
Derivative liability	2,080	-	2,080	-
<u>Other financial liabilities</u>				
Liability component of irredeemable convertible unsecured loan stocks	158,731	192,743	158,582	192,743
Long term borrowings	4,530,187	4,735,377	363,864	514,257
Other long term liabilities	146,756	56,755	106,304	-
Trade and other payables	3,053,327	2,233,362	142,250	21,436
Short term borrowings	2,321,987	2,290,774	456,164	366,843
	<u>10,210,988</u>	<u>9,509,011</u>	<u>1,227,164</u>	<u>1,095,279</u>
Total financial liabilities	<u>10,213,068</u>	<u>9,509,011</u>	<u>1,229,244</u>	<u>1,095,279</u>

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44. FINANCIAL INSTRUMENTS (CONTINUED)

44.2 Fair value

- (1) Financial instruments that are measured at fair value

Information of financial instruments of the Group that are measured at fair value is disclosed in Note 43.

- (2) Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximations of fair values

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair values:

	<u>Note</u>
Other investments – unquoted shares	5
Other long term receivables	12
Trade and other receivables (current)	16
Trade and other payables (current)	29
Short term borrowings (current)	30
Other long term liabilities	26
Long term borrowings (non-current) at floating rate	25

The carrying amounts of these financial assets and liabilities are reasonable approximations of fair values due to either insignificant impact of discounting from their short term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

The fair values of fixed rate bank loans, Medium Term Notes and finance lease obligations are estimated by discounting expected future cash flows at market incremental lending rates for similar types of lending, borrowing or leasing arrangements at reporting date.

The fair values of quoted equity instruments and Malaysian Government Securities are determined by reference to their published market bid price at reporting date.

The fair values of financial guarantees are determined based on the probability weighted discounted cash flows method. The probability has been estimated and assigned for the following key assumptions:

- the likelihood of the guaranteed party defaulting within the guaranteed period;
- the exposure on the portion that is not expected to be recovered due to the guaranteed party's default; and
- the estimated loss exposure if the party guaranteed were to default.

The Company has assessed the financial guarantee contracts and concluded that the financial impact of the guarantees is not material.

Forward currency contracts are valued using a valuation technique with market observable inputs.

44. FINANCIAL INSTRUMENTS (CONTINUED)

44.2 Fair value (continued)

- (3) Financial instruments that are not measured at fair value and whose carrying amounts are not reasonable approximation of fair value.

	Group			
	2016 Carrying amount RM'000	2016 Fair value RM'000	2015 Carrying amount RM'000	2015 Fair value RM'000
<u>Financial assets</u>				
Other investments				
- Unquoted shares	14,323	*	20,973	*

* These investments are carried at cost less accumulated impairment loss as their fair values cannot be measured reliably due to the absence of an active market and reliable input data.

45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The financial risk management policies of the Group seek to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its market risk (including interest rate risk, foreign currency risk and equity price risk), liquidity risk and credit risks. The Group operates within clearly defined guidelines and the Group's policy is not to engage in speculative transactions.

45.1 Market risk

- (1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

The interest bearing assets are made up of deposits with licensed financial institutions and interest bearing receivables.

The Group manages the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and by maintaining a prudent mix of short and long term deposits and actively reviewing its portfolio of deposits. The Group also ensures that the rates contracted for its interest bearing receivables are reflective of the prevailing market rates.

The Group manages its interest rate risk exposure from interest bearing borrowings by maintaining a mix of fixed and floating rate borrowings. The Group actively reviews its debt portfolio, taking into account the investment holding period and nature of its assets. This strategy allows it to capitalise on cheaper funding in a low interest rate environment and achieve a certain level of protection against rate hikes. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculation purposes.

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45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.1 Market risk (continued)

(1) Interest rate risk (continued)

All of the Group's and Company's financial assets and liabilities at floating rates are contractually re-priced at intervals of less than 6 months (2015: less than 6 months) from the reporting date.

The information on maturity dates and effective interest rates of financial assets and liabilities are disclosed in their respective notes.

At the reporting date, the interest rate profile of the interest-bearing financial instruments was:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
<u>Fixed rate instruments</u>				
Financial assets	809,789	633,178	75,973	3,947
Financial liabilities	1,712,212	1,718,343	159,201	193,278
<u>Floating rate instruments</u>				
Financial assets	722,710	662,145	564,766	937,920
Financial liabilities	5,269,782	5,471,847	820,059	881,166

(i) Fair value sensitivity analysis for fixed rate instruments

The Group does not measure any fixed rate instruments at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect the income statement.

(ii) Sensitivity analysis for floating rate instruments

A change of 25 basis points in interest rates at the reporting date would result in the profit or loss before tax of the Group and of the Company to be higher/lower by RM11,368,000 (2015: RM12,024,000) and by RM638,000 (2015: RM142,000), respectively. This analysis assumes that all other variables remain constant.

(2) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency rates.

The Group operates internationally and is exposed to various currencies as indicated in Note 2.2.29(3). The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which the property or investment is located.

45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.1 Market risk (continued)

(2) Currency risk (continued)

The significant unhedged financial assets and liabilities of the Group that are not denominated in their functional currencies are as follows:

Functional Currency of Group Companies	USD	EUR	SGD	TWD	MYR	THB	CNY	HKD	Total
	RM'000								

As at 30 April 2016

Trade and Other Receivables

MYR	336,507	-	921	-	-	64,888	3,027	10,587	415,930
SCR	2,150	627	-	-	-	-	-	-	2,777
HKD	-	-	-	240	185	-	-	-	425
	<u>338,657</u>	<u>627</u>	<u>921</u>	<u>240</u>	<u>185</u>	<u>64,888</u>	<u>3,027</u>	<u>10,587</u>	<u>419,132</u>

Deposits with financial institutions

MYR	-	-	-	-	-	-	15,640	-	15,640
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Cash and Bank Balances

MYR	20,049	-	215	-	-	-	125,636	-	145,900
SCR	1,791	1,478	-	-	-	-	-	-	3,269
VND	121	-	-	-	-	-	-	-	121
	<u>21,961</u>	<u>1,478</u>	<u>215</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>125,636</u>	<u>-</u>	<u>149,290</u>

Trade and Other Payables

MYR	17,043	-	1,055	364	-	-	12,666	-	31,128
SCR	609	17	-	-	-	-	-	-	626
HKD	-	-	-	296	2,369	-	-	-	2,665
VND	7,764	-	-	-	-	-	-	-	7,764
	<u>25,416</u>	<u>17</u>	<u>1,055</u>	<u>660</u>	<u>2,369</u>	<u>-</u>	<u>12,666</u>	<u>-</u>	<u>42,183</u>

Borrowings

MYR	369,760	-	51,990	-	-	-	-	-	421,750
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45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.1 Market risk (continued)

(2) Currency risk (continued)

Currency of Group Companies	USD RM'000	EUR RM'000	SGD RM'000	TWD RM'000	MYR RM'000	THB RM'000	CNY RM'000	Total RM'000
As at 30 April 2015								
Trade and Other Receivables								
MYR	316,781	-	872	-	-	94,935	-	412,588
SCR	344	864	-	-	-	-	-	1,208
	<u>317,125</u>	<u>864</u>	<u>872</u>	<u>-</u>	<u>-</u>	<u>94,935</u>	<u>-</u>	<u>413,796</u>
Cash and Bank Balances								
MYR	29,276	2	833	-	-	-	118,184	148,295
SCR	1,466	1,627	-	-	-	-	-	3,093
HKD	-	-	499	-	-	-	-	499
VND	103	-	-	-	-	-	-	103
CNY	11,951	7	-	-	-	-	-	11,958
	<u>42,796</u>	<u>1,636</u>	<u>1,332</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>118,184</u>	<u>163,948</u>
Trade and Other Payables								
MYR	25,900	124	912	431	-	28	-	27,395
SCR	3	34	-	-	-	-	-	37
HKD	2,119	-	-	1,224	2,655	-	-	5,998
VND	1,246	-	-	-	-	-	-	1,246
JPY	-	-	1,452	-	-	-	-	1,452
BND	167	-	-	-	943	-	-	1,110
	<u>29,435</u>	<u>158</u>	<u>2,364</u>	<u>1,655</u>	<u>3,598</u>	<u>28</u>	<u>-</u>	<u>37,238</u>
Borrowings								
MYR	320,216	-	84,417	-	-	-	-	404,633
CNY	17,608	-	-	-	-	-	-	17,608
	<u>337,824</u>	<u>-</u>	<u>84,417</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>422,241</u>

45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.1 Market risk (continued)

(2) Currency risk (continued)

(i) Sensitivity analysis for currency risk

The following table demonstrates the sensitivity of the Group's profit net of tax to a reasonably possible change in those foreign currencies and MYR exchange rates, which might have material impact to the Group's profit net of tax, against the respective major functional currencies of the Group entities, with all other variables remain constant.

	2016 RM'000	2015 RM'000
GROUP		
<u>Increase/(decrease) to profit net of tax</u>		
MYR/USD - strengthened 11% (2015: 2%)	3,327	1
- weakened 9% (2015: 10%)	(2,722)	(6)
MYR/SGD - strengthened 6% (2015: 5%)	3,115	4,181
- weakened 8% (2015: 5%)	(4,153)	(4,181)
MYR/THB - strengthened 9% (2015: 3%)	(5,840)	(2,847)
- weakened 3% (2015: 6%)	1,947	5,694
MYR/CNY - strengthened 13% (2015: 1%)	(17,113)	(1,182)
- weakened 5% (2015: 10%)	6,582	11,818
MYR/HKD - strengthened 11% (2015: Nil%)	(1,165)	-
- weakened 9% (2015: Nil%)	953	-

The impact of sensitivity analysis of the rest of the foreign currencies is not material to the Group.

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45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.1 Market risk (continued)

(3) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group is exposed to equity price risk arising from its investment in quoted instruments. The quoted instruments in Malaysia are listed on the Bursa Malaysia whereas the quoted instruments outside Malaysia are listed on London Stock Exchange and Singapore Stock Exchange. These instruments are classified as fair value through profit or loss or available for sale financial assets. To manage its market price risk arising from investments in quoted instruments, the Group diversifies its portfolio and diversification of the portfolio is done in accordance with the limits set by the Group.

A subsidiary company of the Group is also exposed to price fluctuation on commodities particularly for the crude palm oil and palm kernel. It mitigates its risk to the price volatility through constant monitoring on the movement of crude palm oil and palm kernel prices. This subsidiary company does not enter into commodity future contracts.

(i) Sensitivity analysis for quoted instruments price risk

At the reporting date, if the various stock indices had been 1% higher/lower, with all other variables held constant, the Group's profit net of tax would have been RM150,000 (2015: RM225,000) higher/lower, arising as a result of higher/lower fair value gains on fair value through profit or loss equity instruments, and the Group's other reserve in equity would have been RM614,000 (2015: RM426,000) higher/lower, arising as a result of an increase/decrease in the fair value of equity instruments designated as available for sale.

45.2 Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligation.

Credit risk is controlled by the application of credit approval limits, monitoring procedures and assessment of collateral values. A credit approval authority limit structure is in place for all lending activities of the Group. Credit risks are minimised and monitored by limiting the Group's association to business partners with high creditworthiness. Receivables are monitored on an ongoing basis via management reporting procedures.

45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.2 Credit risk (continued)

(1) Exposure to credit risk

The carrying amounts of the financial assets recorded on the statements of financial position at the reporting date represents the Group's and the Company's maximum exposure to credit risk in relation to financial assets. The Group and the Company do not have any major concentration of credit risk related to any financial assets except for the amounts owing by joint ventures and related and associated companies.

At the reporting date, the Company's maximum exposure to credit risk is represented by a nominal amount of RM1,336,407,000 (2015: RM1,235,955,000) relating to corporate guarantee provided by the Company to banks on subsidiary companies' borrowings.

(2) Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the business segments of its trade receivables on an ongoing basis.

Further information on trade receivables are disclosed in Note 16.

The credit risk concentration profile of the Group's trade receivables at the reporting date are as follows:

	Group			
	2016		2015	
	RM'000	%	RM'000	%
By business segments				
Financial services	229,203	41.29%	221,214	50.31%
Marketing of consumer products and services	209,407	37.73%	103,225	23.48%
Property investment and development	27,232	4.91%	34,581	7.86%
Hotels and resorts	17,039	3.07%	22,431	5.10%
Gaming and related activities	38,394	6.92%	32,666	7.43%
Restaurants	3,689	0.66%	2,888	0.66%
Others	30,084	5.42%	22,712	5.16%
	<u>555,048</u>	<u>100.00%</u>	<u>439,717</u>	<u>100.00%</u>

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45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.3 Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligation due to the shortage of funds.

The Group actively manages its operating cash flows and the availability of fund so as to ensure that all funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements. In addition, the Group strives to maintain available banking facilities at reasonable level to its overall debt position. As far as possible, the Group raises committed funding from both capital markets and financial institutions and prudently balances its portfolio with some short term funding so as to achieve overall cost effectiveness.

Analysis of undiscounted financial instruments by remaining contractual maturities

GROUP	On demand or within one year	One to five years	Over five years	Total
2016	RM'000	RM'000	RM'000	RM'000
Financial liabilities				
Irredeemable convertible unsecured loan stocks	32,250	128,381	32,250	192,881
Trade and other payables	3,064,317	-	-	3,064,317
Hire purchase and leasing payables	20,170	94,217	37	114,424
Loans and borrowings	2,820,306	4,345,571	400,353	7,566,230
Other long term liabilities	40,452	77,760	77,760	195,972
	<u>5,977,495</u>	<u>4,645,929</u>	<u>510,400</u>	<u>11,133,824</u>
2015				
Financial liabilities				
Irredeemable convertible unsecured loan stocks	34,873	139,206	68,793	242,872
Trade and other payables	2,233,362	-	-	2,233,362
Hire purchase and leasing payables	17,917	96,381	22	114,320
Loans and borrowings	2,694,546	4,744,080	302,634	7,741,260
	<u>4,980,698</u>	<u>4,979,667</u>	<u>371,449</u>	<u>10,331,814</u>

45. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

45.3 Liquidity risk (continued)

COMPANY	On demand or within one year	One to five years	Over five years	Total
2016	RM'000	RM'000	RM'000	RM'000
Financial liabilities				
Irredeemable convertible unsecured loan stocks	32,250	128,381	32,250	192,881
Trade and other payables	153,240	-	-	153,240
Hire purchase and leasing payables	252	451	-	703
Loans and borrowings	551,807	494,686	-	1,046,493
Other long term liabilities	-	77,760	77,760	155,520
	<u>737,549</u>	<u>701,278</u>	<u>110,010</u>	<u>1,548,837</u>
2015				
Financial liabilities				
Irredeemable convertible unsecured loan stocks	34,873	139,206	68,793	242,872
Trade and other payables	21,436	-	-	21,436
Hire purchase and leasing payables	186	413	-	599
Loans and borrowings	381,372	513,878	-	895,250
	<u>437,867</u>	<u>653,497</u>	<u>68,793</u>	<u>1,160,157</u>

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46. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. This function is carried out on a centralised entity wide basis by the Group's Treasury Division. The Treasury Division will handle and manage the Group's funds and financial resources and all its loans and borrowings on a "pool basis". No changes were made in the objectives, policies or processes during the financial years ended 30 April 2016 and 2015.

The Group monitors capital using a gearing ratio, which is total debt divided by total equity. The Group includes within total debt, borrowings, liability component of irredeemable convertible unsecured loan stocks, block discounting, hire purchase and finance lease obligations. Total equity represents net equity attributable to the owners of the parent plus non-controlling interests.

	Note	Group	
		2016 RM'000	2015 RM'000
Liability component of irredeemable convertible unsecured loan stocks	22	158,731	192,743
Long term borrowings	25	4,530,187	4,735,377
Margin facilities	29	201,607	154,847
Short term borrowings	30	2,321,987	2,290,774
Total debt		<u>7,212,512</u>	<u>7,373,741</u>
Total equity		<u>12,100,648</u>	<u>12,018,026</u>
Gearing ratio (%)		60	61

The gearing ratio is not governed by the FRS and its definition and calculation may vary from one group/company to another.

47. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

- (1) On 5 May 2015, the Company announced the completion of the following disposals:
- BGroup completed the disposals of 10 million ordinary shares of RM1.00 each, representing 100% equity interest, in Berjaya Bandartex Sdn Bhd for a cash consideration of about RM16.6 million and 5 million ordinary shares of RM1.00 each, representing 100% equity interest, in Berjaya Knitex Sdn Bhd for a cash consideration of about RM11.1 million to Ramatex Berhad ("Ramatex");
 - Berjaya Soutex Sdn Bhd completed the disposal of a parcel of freehold land measuring about 42,063 square feet together with a 2-storey industrial building erected thereon in Mukim Simpang Kanan, District of Batu Pahat, Johor to Ramatex for a cash consideration of about RM2.2 million or at about RM53.68 per square foot.

- (2) Juara Sejati Sdn Bhd ("JSSB") had on 27 March 2015 acquired from Indah Pusaka Sdn Bhd a total of about 70.1 million ordinary shares of RM0.10 each in Redtone International Berhad ("REDtone"), representing an equity interest of about 10.53% in REDtone for a total cash consideration of about RM56.1 million or at RM0.80 per REDtone share. Consequent to this acquisition, the equity interests of JSSB and persons acting in concert with it ("PACs") increased from about 25.31% to about 35.84%, thus triggering a mandatory take-over obligation under Section 9 of the Malaysian Code on Take-overs and Mergers 2010.

A take-over notice was served on the board of directors of REDtone by RHB Investment Bank on 27 March 2015 to notify them of JSSB's obligation to acquire all the REDtone shares and REDtone ICULS not already owned by JSSB and its PACs. The offer price for one REDtone share was RM0.80 and for one REDtone ICULS was RM0.32.

On 8 May 2015, the Company announced that JSSB has received valid acceptances in respect of the conditional take-over offer ("RIB-Offer") by JSSB of all the ordinary shares of RM0.10 each in Redtone International Berhad ("REDtone") and all the 2.75% 10-year irredeemable convertible loan stocks 2010/2020 issued by REDtone, not already owned by JSSB and its parties-in-concert ("PACs"), such that JSSB and its PACs hold in aggregate more than 50% of the voting shares of REDtone. Therefore, the condition of the RIB-Offer has been fulfilled and thus the RIB-Offer has become unconditional. Consequently, REDtone was deemed a subsidiary company of the Group.

- (3) On 28 December 2015, the Company announced the completion of the disposal of its entire 100% equity interest in Berjaya Environmental Engineering (Foshan) Co Ltd to Foshan City Nanhai Grandblue Solid Waste Treatment Holding Co Ltd ("BEE-Purchaser") for a cash consideration of RMB126.75 million or about RM76.68 million. BEE-Purchaser is a wholly owned subsidiary company of Grandblue Environment Co Ltd, which is listed on the Shanghai Stock Exchange.
- (4) On 17 August 2015, BToto announced that its listed subsidiary company, Berjaya Philippines Inc ("BPI"), had on even date announced that its wholly owned subsidiary company, Philippine Gaming Management Corporation ("PGMC"), entered into a Supplemental and Status Quo Agreement with the Philippine Charity Sweepstakes Office ("PCSO") on 13 August 2015 to maintain the status quo of PGMC's leasing of online lottery equipment and provision of software support to PCSO for a period of three years from 22 August 2015 until 21 August 2018.
- (5) On 11 August 2014, the Company announced that its wholly owned subsidiary company BerjayaCity Sdn Bhd had on even date entered into a conditional sale and purchase agreement for the proposed disposal of 10,726.17 acres of freehold land together with a palm oil mill erected thereon in Mukim Sungai Tinggi, Daerah Ulu Selangor, Selangor Darul Ehsan to Tagar Properties Sdn Bhd for a total cash consideration of approximately RM743.0 million. On 20 October 2015, the Company announced the completion of the proposal.

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47. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)

- (6) On 16 December 2015, BLand announced that Berjaya (China) Great Mall Co Ltd ("GMOC"), a 51.00% owned subsidiary company of the BLand group, had on even date entered into a construction project transfer agreement with Beijing SkyOcean International Holdings Limited ("Beijing SkyOcean") for the proposed disposal of the Berjaya (China) Great Mall Recreation Centre which is under construction and located in Sanhe City, Hebei Province, the People's Republic of China for a cash consideration of RMB2.08 billion (or about RM1.39 billion). Upon signing of the contract, Beijing SkyOcean paid RMB50.00 million to GMOC. Beijing SkyOcean had paid RMB1,015.00 million into an escrow account. The amount in the escrow account will be released to GMOC within 5 working days after all the conditions precedent were fulfilled ("Completion Date") and the balance consideration of RMB1,015.00 million will be paid within 13 months after the Completion Date.
- (7) On 23 December 2015, the Company announced that it has completed the subscription of one new ordinary share in Berjaya Kyoto Development (S) Pte Ltd ("BKyoto"), a wholly owned subsidiary company of BLand prior to the increase in share capital, representing 50.00% equity interest of the enlarged share capital of BKyoto for a cash subscription of about SGD34.7 million (or about RM97.3 million). In conjunction with the subscription, the Company will undertake to advance up to about RM152.7 million to the BKyoto group for the purposes of working capital and proportionate settlement of the BKyoto loan with BLand.
- (8) On 11 January 2016, the Company announced that its wholly owned subsidiary companies, BGroup had disposed of all of its interests and JSSB had disposed of part of its interests in Magni-Tech Industries Berhad ("Magni-Tech") in the following manner:
- (a) in November 2015, 12,000,000 ordinary shares of RM1.00 each in Magni-Tech ("Magni-Tech shares"), representing an equity interest of 7.37%, were disposed of in the open market for a total cash consideration of about RM43.56 million or at about RM3.63 per Magni-Tech share; and
 - (b) on 11 January 2016, JSSB and BGroup disposed of a total of 12,106,500 Magni-Tech shares, representing an equity interest of 7.44%, for a total cash consideration of RM50.0 million or at about RM4.13 per Magni-Tech share, to Perbadanan Nasional Berhad ("PNS") pursuant to a sale and purchase of shares agreement between PNS, JSSB and BGroup.

Dato' Dr Tengku Rethwan Bin Tengku Mansor, a director of Berjaya Higher Education Sdn Bhd which is a 70.6% owned subsidiary company of BGroup, has entered into a put option agreement and call option agreement with PNS for the said 12,106,500 Magni-Tech shares acquired by PNS.

Subsequent to the disposal of the 12,106,500 Magni-Tech shares mentioned above, the remaining interest held by the Group is 13,716,900 Magni-Tech shares, representing an equity interest of 8.43%.

- (9) On 20 January 2016, the Company and BToto jointly announced that the Investment Registration Certificate was issued on even date to the Company and Vietnam Computerized Lottery One Member Limited Liability Company ("Vietlott"), from the Hanoi Department of Planning and Investment pursuant to the Business Cooperation Contract ("BCC"), certifying that they have been awarded an exclusive 18-year contract to invest in and operate a nationwide computerised lottery in Vietnam ("VLProject"). The VLProject will be carried out by Berjaya Gia Thinh Investment Technology Joint Stock Company ("Berjaya GTI"). Berjaya GTI, a company incorporated in Vietnam, is 51%-owned by Berjaya Lottery Vietnam Limited, a company incorporated in Labuan, which in turn is 80%-owned by the Company and 20%-owned by BToto. The BCC, entered into between the Company and Vietlott, comprises the investment for procurement and operation of the technical system, equipment, technology, software and computerised lottery in Vietnam.

47. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)

- (10) On 6 November 2015, BLand announced that Berjaya Jeju Resort Limited ("BJR"), its 72.6% owned subsidiary company, had on even date instituted legal proceedings in the Republic of Korea against Jeju Free International City Development Centre ("JDC") to claim for damages for losses incurred due to the breach by JDC of certain terms and conditions set out in the land sale and purchase agreement dated 30 March 2009 entered into between BJR and JDC in relation to the proposed mixed development of an international themed village known as the Jeju Airst City on Jeju Island, Republic of Korea ("Jeju Project"). JDC, a company under the supervision of the Ministry of Land, Infrastructure and Transportation of the Republic of Korea, holds a 19.00% stake in BJR. BJR is the master developer of the Jeju Project. JDC is obligated to transfer the lands acquired by it to BJR free of all liens, security interests and encumbrances. However, on 20 March 2015, the Supreme Court of the Republic of Korea ("Korean Supreme Court") ruled that the expropriation by JDC of certain parcels of land, which were sold to BJR, was invalid. Thus, JDC breached the terms to transfer good and unencumbered title to the said lands to BJR. As a consequence of Korean Supreme Court decision, certain former owners of the said lands filed a suit demanding that their land be returned to them. Under these circumstances, the development works on the Jeju Project has been suspended.

On 23 March 2016, BLand announced that pursuant to the financing arrangement for Phase 1 of the Jeju Project and following the suspension of the development works, JDC had repurchased part of the lands (under Phases 2 to 9) for KRW107.0 billion (or about RM374.5 million) and the cash proceeds were used to fully settle the loan from financiers and to partially settle the Phase 1 construction cost to the main contractor. After the completion of the JDC land repurchase, BJR gave notice to terminate the land sale and purchase agreement for the remaining land under Phase 1 of the Jeju Project.

- (11) On 24 March 2016, the Company announced that BGroup, its wholly owned subsidiary company, had from 24 March 2015 to 23 March 2016 disposed of about 147.55 million ordinary shares of RM0.50 each in BAuto for a total cash consideration of RM322.18 million.
- (12) On 28 June 2010, BLand announced, with regard to the proposed acquisition by Selat Makmur Sdn Bhd ("SMSB"), its wholly owned subsidiary company, of about 244.79 acres of leasehold land located in Sungei Besi, Kuala Lumpur ("STCLand") from Selangor Turf Club ("STC") for a consideration of RM640.0 million and the proposed acquisition of about 750 acres of freehold land ("BCityLand") located in the area of Sungai Tinggi, Daerah Ulu Selangor, Selangor from BerjayaCity Sdn Bhd ("BCity"), a subsidiary company of the Group, and the proposed appointment of BCity as a turnkey contractor for the construction of a new turf club for a total consideration of RM605.0 million ("STC Proposals"), the status of the conditions precedent ("CP") of the STC Proposals:
- 1) Approval from the Foreign Investment Committee ("FIC") for the STC Proposals was obtained on 12 October 2004.
 - 2) Approval from the FIC for the acquisition of the BCityLand was obtained on 21 October 2004.
 - 3) Approvals from the shareholders of SMSB, BLand, BCity and BGroup for the STC Proposals were obtained on 4 November 2004.
 - 4) Approvals from the State Authority Consent for the transfer of STCLand in favour of SMSB were obtained on 11 January 2005. However, the consent had lapsed and application will be re-submitted after item (6) of the CP is fulfilled.
 - 5) The agreement between STC and SMSB on the layout plans, building plans, designs, drawings and specifications for the new turf club is still pending the fulfilment of item (6) of the CP.

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47. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)

- 6)(a) The approval for the master layout plan for the BCityLand was obtained on 11 February 2008. However, due to the change in the Selangor government, the plan is to be re-tabled and SMSB is awaiting the decision from the Selangor government.
- 6)(b) The approval from the Majlis Daerah Hulu Selangor ("MDHS") for the Development Order, Earthworks and Infrastructure and Building Plan pertaining to the construction of the new turf club is pending as MDHS is unable to process the application until item 6(a) of the CP is fulfilled.
- 6)(c) The approval from the State Exco of Selangor for the conversion and sub-division of BCityLand is pending as the application will only be tabled at the State Exco of Selangor after approvals for items 6(a) and 6(b) are obtained.

On 12 August 2010, BLand announced that in addition to those CP announced on 28 June 2010, the following CP have yet to be fulfilled:

- A) renewal of consent by Land and Mines Department (Federal) for the transfer to SMSB of that portion of the STCLand that is located in Wilayah Persekutuan Kuala Lumpur. The consent, which was obtained in 11 January 2005, had expired on 11 January 2006 and thus an application needs to be submitted after item (C);
- B) agreement between STC and SMSB on the layout plans, building plans, designs, drawings and specifications for the new turf club. The finalisation depends on item (C); and
- C) approval, permit or consent of any relevant authorities, including inter alia the following:
 - i) approval from the Town and Country Planning Department of the State of Selangor on the re-tabling of the master layout plan for the BCityLand on 19 August 2008;
 - ii) approval from the Majlis Daerah Hulu Selangor for the Development Order, earthworks and infrastructure and building plan pertaining to the construction of the new turf club, after approval for item C(i) is obtained; and
 - iii) approval from the State Exco of Selangor for the conversion and sub-division of BCityLand after approvals for items C(i) and C(ii) are obtained.

On 28 December 2010, BLand announced that STC has officially notified SMSB via a letter dated 27 December 2010 that it has granted a further extension of time from 19 January 2011 to 18 January 2012 to fulfil the conditions precedent pursuant to the proposed acquisition of a leasehold land in Sungei Besi.

On 22 December 2011, BLand announced that STC has notified SMSB via a letter dated 20 December 2011 that it has granted a further extension of time from 19 January 2012 to 18 January 2013 to fulfil the conditions precedent pursuant to the proposed acquisition of a leasehold land in Sungei Besi.

On 13 August 2012, BLand announced that SMSB and STC have on 13 August 2012 entered into a supplemental agreement to mutually vary certain terms of the sale and purchase agreement dated 19 July 2004, as follows:

- i) if there is any condition precedent remaining outstanding, SMSB shall request further extension of time from STC and SMSB shall pay RM3.0 million to STC for an extension of one year; and
- ii) upon signing the supplemental agreement, SMSB shall pay STC an advance part payment of RM7.0 million, which will be deducted from the cash portion of the consideration of RM35.0 million. The balance of the purchase consideration will be paid within 33 months from the date when the last condition precedent is fulfilled or such other date as mutually extended.

47. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)

On 18 December 2012, BLand announced that STC has vide its letter dated 13 December 2012 confirmed the grant of a further extension of time from 19 January 2013 to 18 January 2014 in consideration of the payment of RM3.0 million by SMSB to fulfil the remaining conditions precedent pursuant to the proposed acquisition of a leasehold land in Sungei Besi.

Pursuant to the supplemental agreement and in consideration of the payment of RM3.0 million by SMSB, the period to fulfil the remaining conditions precedent was extended to 18 January 2017.

- (13) On 12 April 2016, the Company announced that BGroup, its wholly owned subsidiary company, and certain key management of BAUTO ("BAUTO Management") represented by Dato' Sri Yeoh Choon San, the Chief Executive Officer of BAUTO, had on even date entered into a memorandum of understanding for a proposed disposal-cum-injection of up to an aggregate of 31.88% equity interest in BAUTO into a special purpose vehicle ("SPV") for a total value of up to RM766.75 million or at RM2.10 per BAUTO share.

The BAUTO Management will inject up to 114.52 million BAUTO shares representing about 10.00% equity interest in BAUTO for a consideration of up to RM240.49 million or at RM2.10 per BAUTO share to be satisfied via an issuance of 240.49 million new ordinary shares of RM1.00 each in SPV representing about 66.67% stake in SPV. BGroup will inject up to 250.60 million BAUTO shares representing about 21.88% equity interest in BAUTO for a total consideration of up to RM526.26 million or at RM2.10 per BAUTO share to the SPV. The consideration is to be satisfied via the issuance of 120.25 million new SPV shares at RM1.00 each, representing 33.33% equity interest in SPV, for RM120.25 million while the balance consideration of RM406.01 million is to be satisfied in cash.

48. SIGNIFICANT EVENTS SUBSEQUENT TO THE FINANCIAL YEAR END

- (1) On 31 May 2016, the Company announced that JSSB completed the acquisition of a total of 598.73 million BLand shares, representing 12.00% equity interest in BLand, from Tan Sri Dato' Seri Vincent Tan Chee Yioun and Penta Investment Advisers Limited for a total purchase consideration of RM419.11 million satisfied by the issuance of RM353.25 million nominal value of 10-year 2% irredeemable convertible unsecured loan stocks ("BCorp ICULS 4") with 706.50 million free detachable warrants ("Warrants 3") in the Company and by cash of RM65.86 million. The BCorp ICULS 4 and Warrants 3 were listed on Bursa Securities on 2 June 2016.
- (2) On 13 June 2016, the Company announced that BGroup had on even date entered into the following transactions for the remaining 113.00 million ordinary shares of RM0.50 each, representing 9.86% equity interest, in BAUTO:
- a) disposal of 25.00 million BAUTO shares, representing 2.19% equity interest, to Dynamic Milestone Sdn Bhd ("DMSB"), the SPV mentioned in Note 47(13), for a consideration of RM52.50 million or at RM2.10 per BAUTO share to be satisfied by new DMSB ordinary shares and new DMSB redeemable convertible preference shares;
 - b) disposal of 76.00 million BAUTO shares, representing 6.63% equity interest, to DMSB for a consideration of RM159.60 million or at RM2.10 per BAUTO share to be satisfied by cash;
 - c) disposal of 3.10 million BAUTO shares, representing 0.27% equity interest, to DMSB for a consideration of RM6.51 million or at RM2.10 per BAUTO share to be satisfied by cash; and
 - d) disposal of 8.90 million BAUTO shares, representing 0.77% equity interest, via direct business transactions for a cash consideration of RM18.69 million or at RM2.10 per BAUTO share.

On 5 July 2016, the Company announced that the disposal of 9.09% equity interest in BAUTO to DMSB was completed. Consequently, BGroup holds a 33.00% equity interest in DMSB.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
SUBSIDIARIES:				
Subsidiaries of the Company				
AWF Limited*	Hong Kong	100.0	-	Investment holding.
Berjaya Environmental Engineering (Foshan) Co. Ltd*	People's Republic of China	-	100.0	Waste treatment involving the development, design, construction, management, operation and maintenance of sanitary landfill.
Berjaya Green Resources Environmental Engineering (Foshan) Co. Ltd*	People's Republic of China	100.0	100.0	Building, operating and maintaining wastewater treatment plant.
Berjaya Group Berhad	Malaysia	100.0	100.0	Investment holding.
Berjaya Hills Berhad	Malaysia	100.0	100.0	Hotel operator, golf and recreation club operator, investment in property and property development.
Berjaya Investments (Labuan) Limited	Malaysia	100.0	100.0	Provision of financing services.
Berjaya Kyoto Development (S) Pte Ltd*	Singapore	100.0	¹ -	Investment holding.
Berjaya Lottery Vietnam Limited	Malaysia	100.0	² 100.0	Investment holding.
Berjaya Myanmar Limited	Malaysia	100.0	100.0	Investment holding.
DSG Holdings Limited*	Malaysia	85.0	85.0	Investment holding.
Subsidiaries of AWF Limited				
Boluo Longxi Pengfa Water Supply Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water.
Boluo Longxi Zhiwang Water Supply Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water.
C.A. Pioneer Holding Inc Limited*	Hong Kong	100.0	100.0	Investment holding.

¹ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	50.00 %
(ii)	Berjaya Land Berhad	50.00 %

² The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	80.00 %
(ii)	Berjaya Sports Toto Berhad	20.00 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of C.A. Pioneer Holding Inc Limited				
Boluo Longxi Water Supply Co Ltd*	People's Republic of China	50.0	50.0	Production and supply of potable water.
Subsidiaries of Berjaya Group Berhad				
BeConnect Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya 2nd Homes (MM2H) Sdn Bhd*	Malaysia	100.0	100.0	To act as agents to assist any person for the purpose of staying, investing and trading in Malaysia.
Berjaya Bakes Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Bandartex Sdn Bhd	Malaysia	-	100.0	Garment manufacturer.
Berjaya Books Sdn Bhd*	Malaysia	100.0	100.0	Operation of book stores under the name of "Borders Books".
Berjaya Capital Berhad	Malaysia	100.0	³ 100.0	Investment holding and provision of management services.
Berjaya Channel Sdn Bhd*	Malaysia	100.0	100.0	Provision for and selling of advertising time or space on digital and non-digital media.
Berjaya China Motor Sdn Bhd*	Malaysia	70.0	70.0	Production and selling of motor vehicles.
Berjaya College Sdn Bhd (formerly known as Academy of Nursing (M) Sdn Bhd)*	Malaysia	70.0	70.0	Provision of tertiary and training courses.
Berjaya Corporation (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.

³ The total equity interests held by the Group is 100.00% and it is held by the following companies:

(i)	Berjaya Group Berhad	41.94 %
(ii)	Bizurai Bijak (M) Sdn Bhd	30.00 %
(iii)	Juara Sejati Sdn Bhd	28.06 %

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Berjaya Corporation (S) Pte Ltd *	Singapore	100.0	100.0	Real estate agencies and valuation services.
Berjaya Cycles Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Education Sdn Bhd*	Malaysia	60.0	60.0	Provision of professional training services.
Berjaya Engineering Construction Sdn Bhd*	Malaysia	100.0	100.0	Provision of civil engineering contracting works.
Berjaya Enviro (S) Pte Ltd*	Singapore	70.0	70.0	Investment holding.
Berjaya Enviro Sdn Bhd (formerly known as Berjaya Solar Sdn Bhd)*	Malaysia	100.0	100.0	Dormant.
Berjaya Food Berhad	Malaysia	42.6	⁴ 52.3	Investment holding.
Berjaya Group Capital (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Group (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Higher Education Sdn Bhd*	Malaysia	71.7	70.6	Investment holding and operating a private university college.
Berjaya HR Café Limited*	Republic of Korea	100.0	100.0	Development and operation of the "Hard Rock Café" chain of restaurants in the Republic of Korea.
Berjaya International Schools Sdn Bhd*	Malaysia	70.0	70.0	Temporary ceased operations.
Berjaya Knitex Sdn Bhd	Malaysia	-	100.0	Manufacturing and sales of knitted, dyed and finished fabrics and sewing thread.

⁴ The total equity interests held by the Group is 42.63% and it is held by the following companies:

(i)	Berjaya Group Berhad	42.58 %
(ii)	Berjaya Philippines Inc	0.05 %

For Group reporting purposes, the total equity interests deemed held by the Group is 42.95% as the Group included 0.32% equity interest which was deemed not to be derecognised by the Group, though it has been disposed of, for the Group retained substantially all the risks and rewards of the equity interest via a total return equity swap that was entered into immediately after disposal.

The Group regards Berjaya Food Berhad as a subsidiary company as disclosed in Note 10.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Berjaya Land Berhad	Malaysia	57.2	⁵ 57.2	Investment holding.
Berjaya Papa John's Pizza Sdn Bhd*	Malaysia	100.0	100.0	Development and operation of the "Papa John's Pizza" chain of restaurants.
Berjaya Pharmacy Sdn Bhd (formerly known as Morning Charm Sdn Bhd)	Malaysia	80.0	-	Owner and operator of pharmacy stores and engage in importation, trading, distribution, marketing and retail sales of products sold in pharmacies and health and beauty retailers.
Berjaya Pizza (Philippines) Inc*	Philippines	70.0	⁶ 70.0	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
Berjaya Premier Restaurants Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Berjaya Property Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Berjaya Registration Services Sdn Bhd*	Malaysia	100.0	100.0	Provision of securities and printing services.
Berjaya Roasters Pte Ltd#	Singapore	100.0	100.0	Dormant.

⁵ The total equity interests held by the Berjaya Group Berhad group is 57.20% and it is held by the following companies:

(i)	Berjaya Group Berhad	0.46 %
(ii)	Teras Mewah Sdn Bhd	25.99 %
(iii)	Juara Sejati Sdn Bhd	12.89 %
(iv)	Bizurai Bijak (M) Sdn Bhd	13.21 %
(v)	Rantau Embun Sdn Bhd	0.80 %
(vi)	Inter-Pacific Securities Sdn Bhd	1.96 %
(vii)	Inter-Pacific Capital Sdn Bhd	1.60 %
(viii)	Prime Credit Leasing Sdn Bhd	0.29 %

The total equity interests held by the Group is 59.39% and the additional equity interest is held by the following company:

(i)	Berjaya Corporation Berhad	2.19 %
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⁶ The total equity interests held by the Berjaya Group Berhad group is 70.00% and it is held by the following companies:

(i)	Berjaya Corporation (Cayman) Limited	28.57 %
(ii)	Berjaya Philippines Inc	41.43 %

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Berjaya Soutex Sdn Bhd	Malaysia	100.0	100.0	Holding of property.
Berjaya Wood Furniture (Malaysia) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Bizurai Bijak (M) Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
BLoyalty Sdn Bhd*	Malaysia	100.0	100.0	Managing and operation of Berjaya Loyalty card programme.
Boxit Holdings Sdn Bhd*	Malaysia	51.0	-	Operating parcel locker system to enable consumers and businesses to handover goods.
Bukit Pinang Leisure Sdn Bhd*	Malaysia	100.0	100.0	Investment holding and property development.
Changan Berjaya Auto Sdn Bhd*	Malaysia	68.8	68.8	Production and selling of motor vehicles.
Cosway Corporation Berhad	Malaysia	100.0	⁷ 100.0	Investment holding.
Country Farms Sdn Bhd*	Malaysia	100.0	100.0	Dealers in organic food.
Espeetex Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
E.V.A. Management Sdn Bhd*	Malaysia	100.0	100.0	Provision of management services and agent for marketing agricultural commodities.
Garima Holdings Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Global Empires Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Graphic Press Group Sdn Bhd*	Malaysia	69.8	69.8	Printing including security printing.
Inai Jaya Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Development Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Trading Sdn Bhd*	Malaysia	70.0	70.0	General trading.
Juara Sejati Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Kalimas Sendirian Berhad	Malaysia	100.0	100.0	Housing development and letting of property.

⁷ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Garima Holdings Sdn Bhd	47.83 %
(ii)	Juara Sejati Sdn Bhd	17.04 %
(iii)	Bizurai Bijak (M) Sdn Bhd	3.75 %
(iv)	Global Empires Sdn Bhd	31.38 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Group Berhad (continued)				
KUB-Berjaya Enviro Sdn Bhd	Malaysia	60.0	60.0	Sanitary landfill operation.
Mothers en Vogue Sdn Bhd*	Malaysia	51.0	51.0	Investment holding and retail sale of wearing apparel for adults, maternity and breastfeeding/nursing apparel.
Natural Intelligence Solutions Pte Ltd*	Singapore	100.0	100.0	Provision of information technology management and consultancy services.
Novacomm Integrated Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Prime Assets (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Rangkaian Sejahtera Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
REDtone International Berhad	Malaysia	51.7	⁸ -	Investment holding and provision of management services.
RU Cafe Sdn Bhd*	Malaysia	100.0	100.0	Development and operation of the "Rasa Utara" chain of restaurants.
Shinca Electronics Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
South Pacific Textiles Industries (Singapore) Pte Ltd *	Singapore	100.0	100.0	Sale agent and dealer in textile goods.
Successline (M) Sdn Bhd*	Malaysia	100.0	100.0	Investment holding and renting of motor vehicles.
Sweet Spot Digital (Malaysia) Sdn Bhd*	Malaysia	60.2	100.0	Provision of mobile digital media for targeting marketing, advertisement and mobile commerce transaction.
Teras Mewah Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
United Approach Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
VRS (Malaysia) Sdn Bhd*	Malaysia	99.0	99.0	Property investment.
Wangsa Tegap Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.

⁸ The total equity interests held by the Group is 51.72% and it is held by the following companies:

(i)	Juara Sejati Sdn Bhd	46.08 %
(ii)	Prime Credit Leasing Sdn Bhd	0.72 %
(iii)	Berjaya Philippines Inc	4.92 %

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Capital Berhad				
Cahaya Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Inter-Pacific Capital Sdn Bhd	Malaysia	91.5	91.5	Investment holding and provision of management services.
Prime Credit Leasing Sdn Bhd	Malaysia	100.0	100.0	Hire purchase, lease and loan financing.
Rantau Embun Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
The Tropical Veneer Company Berhad	Malaysia	100.0	100.0	Dormant.
Subsidiaries of Inter-Pacific Capital Sdn Bhd				
Ambilan Imej Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Inter-Pacific Management Sdn Bhd	Malaysia	100.0	100.0	Money lending.
Inter-Pacific Research Sdn Bhd	Malaysia	100.0	100.0	Providing investment research services.
Inter-Pacific Securities Sdn Bhd	Malaysia	100.0	100.0	Stock and futures broking.
Eng Equities Sdn Bhd	Malaysia	100.0	100.0	Dormant.
UT Equities Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Subsidiaries of Inter-Pacific Securities Sdn Bhd				
Inter-Pacific Asset Management Sdn Bhd	Malaysia	100.0	100.0	Fund manager, investment adviser and manager of unit trust funds.
Inter-Pacific Equity Nominees (Asing) Sdn Bhd	Malaysia	100.0	100.0	Nominee services for foreign clients.
Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Nominee services for Malaysian clients.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Corporation (Cayman) Limited				
Berjaya Trading (UK) Ltd*	United Kingdom	100.0	100.0	Dormant.
J.L. Morison Son & Jones (Malaya) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Berjaya Engineering Construction Sdn Bhd				
BPJ- Berjaya Sdn Bhd*	Malaysia	51.0	51.0	To manage and operate sanitary landfill and other construction activities.
Subsidiaries of Berjaya Food Berhad				
Berjaya Food (International) Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Food Trading Sdn Bhd	Malaysia	100.0	100.0	Sale and distribution of food and beverage in Malaysia.
Berjaya Roasters (M) Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the "Kenny Rogers Roasters" chain of restaurants in Malaysia.
Berjaya Starbucks Coffee Company Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the "Starbucks Coffee" chain of cafes and retail outlets in Malaysia.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Food (International) Sdn Bhd				
Berjaya Food Supreme Sdn Bhd#	Brunei	80.0	80.0	Development and operation of the "Starbucks Coffee" chain of cafes and retail outlets in Brunei.
Berjaya Roasters (Cambodia) Ltd*	Cambodia	70.0	70.0	Development and operation of the "Kenny Rogers Roasters" chain of restaurants in Cambodia.
Jollibean Foods Pte Ltd*	Singapore	100.0	100.0	The operation of retail outlets and food caterers.
PT Boga Lestari Sentosa*	Indonesia	51.0	51.0	Development and operation of the "Kenny Rogers Roasters" chain of restaurants in Indonesia.
Subsidiary of Jollibean Foods Pte Ltd				
Berjaya Jollibean (M) Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the "Jollibean" chain of retail outlets in Malaysia.
Subsidiaries of Berjaya Group (Cayman) Limited				
Beijing Green Century Interior Decoration Co Ltd*	People's Republic of China	-	100.0	De-registered during the financial year.
Berjaya Engineering & Construction (HK) Limited#	Hong Kong	100.0	⁹ 100.0	Investment holding.
Berjaya Forest Products (Luxembourg) S.á r.l.*	Luxembourg	100.0	100.0	Investment holding.

⁹ The total equity interests held by the Berjaya Group (Cayman) Limited group is 100.0% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	75.00 %
(ii)	SIG Holdings (Cayman) Limited	25.00 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Group (Cayman) Limited (continued)				
Berjaya Group Equity (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Group Portfolio (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Manufacturing (HK) Limited#	Hong Kong	100.0	100.0	Dormant.
Berjaya Roasters (UK) Limited*	United Kingdom	100.0	100.0	Dormant.
Berjaya Sanhe Real Estate Development Co Ltd*	People's Republic of China	100.0	¹⁰ 100.0	Property development and management.
Berjaya Timber Industries (Guyana) Ltd*	Guyana	100.0	100.0	Dormant.
Roadhouse Grill Asia Pacific (HK) Limited#	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Roadhouse Grill Restaurant" chain for Asia Pacific region and certain other countries in Asia.
Roasters Asia Pacific (HK) Limited#	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Kenny Rogers Roasters Restaurant" chain for Asia Pacific region.
Roasters Corp.*	United States of America	73.5	73.5	Dormant.
SIG Holdings (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
STAR Harbour Timber Company Limited*	Solomon Islands	100.0	100.0	Dormant.

¹⁰ The total equity interests held by the Berjaya Group (Cayman) Limited group is 100.0% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	77.95 %
(ii)	Berjaya Engineering & Construction (HK) Limited	22.05 %

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Berjaya Group Equity (Cayman) Limited				
Berjaya Group (Aust) Pty Ltd*	Australia	100.0	100.0	Investment holding.
Subsidiary of Berjaya Group (Aust) Pty Ltd				
Carlovers Carwash Limited*	Australia	57.8	¹¹ 57.8	Under liquidation and receivership.
Subsidiaries of Carlovers Carwash Limited				
Carlovers (Maroochydore) Pty Limited*	Australia	100.0	100.0	Under liquidation and receivership.
Carlovers Carwash (Aust) Pty Limited*	Australia	100.0	100.0	Under liquidation and receivership.
The Carwash Kings Pty Limited*	Australia	100.0	100.0	Under liquidation and receivership.
Subsidiaries of Roadhouse Grill Asia Pacific (HK) Limited				
Roadhouse Grill Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Roadhouse Grill Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Roadhouse Grill Asia Pacific (M) Sdn Bhd*	Malaysia	100.0	100.0	Grant franchise to operate restaurant under the "Roadhouse Grill" name and related trademark.

¹¹ The total equity interests held by the Berjaya Group (Cayman) Limited group is 96.86% and it is held by the following companies:

(i)	Berjaya Group (Aust) Pty Ltd	57.75 %
(ii)	Berjaya Group (Cayman) Limited	39.11 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Roasters Asia Pacific (HK) Limited				
Kenny Rogers Roasters Catering (Shenzhen) Company Ltd*	People's Republic of China	100.0	100.0	Development and operation of the "Kenny Rogers Roasters" chain of restaurants in the People's Republic of China.
Roasters Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Franchisor of the "Kenny Rogers Roasters Restaurant" chains.
Roasters Asia Pacific (M) Sdn Bhd*	Malaysia	100.0	100.0	Provision of marketing services and to grant franchises to operate restaurants under the "Kenny Rogers Roasters" name and related trademarks in Malaysia.
Subsidiary of Roasters Asia Pacific (Cayman) Limited				
KRR International Corp*	United States of America	100.0	100.0	Owner of the "Kenny Rogers Roasters" brand and investment holding.
Subsidiaries of KRR International Corp				
NF Roasters of Commack Inc.*	United States of America	100.0	100.0	Dormant.
NF Roasters of Rockville Center Inc.*	United States of America	100.0	100.0	Dormant.
Subsidiary of Berjaya Higher Education Sdn Bhd				
Berjaya Global Professional Development Sdn Bhd (formerly known as Berjaya Culinary Academy Sdn Bhd)*	Malaysia	100.0	100.0	To establish, manage, administer and carry on a non-profit academy via sourcing for sponsorship.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Land Berhad				
Alam Baiduri Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
AM Prestige Sdn Bhd*	Malaysia	100.0	100.0	Distribution, marketing and dealing in Aston Martin motor vehicles.
Amat Muhibah Sdn Bhd	Malaysia	52.6	52.6	Theme park operator and property development.
Amat Teguh Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Angsana Gemilang Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Awan Suria Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
B.T. Properties Sdn Bhd*	Malaysia	100.0	100.0	Property development, temporarily ceased operations.
Bahan Cendana Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Berjaya Air Capital (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Enamelware Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Guard Services Sdn Bhd	Malaysia	100.0	100.0	Provision of security services.
Berjaya Holiday Cruise Sdn Bhd*	Malaysia	86.4	86.4	Investment holding.
Berjaya Hotels & Resorts (Seychelles) Limited*	Republic of Seychelles	100.0	100.0	Management and operation of hotel resorts in Seychelles.
Berjaya Hotels & Resorts Vietnam Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Jet Charter Sdn Bhd	Malaysia	100.0	100.0	Jet charter.
Berjaya Kawat Industries Sdn Bhd	Malaysia	100.0	100.0	Property investment and rental of properties.
Berjaya Kyoto Development (S) Pte Ltd*	Singapore	-	100.0	Investment holding.
Berjaya Land Development Sdn Bhd	Malaysia	100.0	100.0	Property development and investment holding.
Berjaya Land (Labuan) Limited	Malaysia	100.0	100.0	Investment holding.
Berjaya Leasing (Labuan) Limited	Malaysia	100.0	100.0	Provision of aircraft leasing services and undertaking of offshore financial related business.
Berjaya Leisure (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Leisure Capital (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Berjaya Megamall Management Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
Berjaya North Asia Holdings Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Project Management Sdn Bhd	Malaysia	100.0	100.0	Project management.
Berjaya Property Management Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Racing Management Sdn Bhd*	Malaysia	80.0	¹² 80.0	Dormant.
Berjaya Sports Toto Berhad	Malaysia	41.1	¹³ 40.9	Investment holding.
Berjaya Tagar Sdn Bhd (formerly known as Selat Makmur Sdn Bhd)	Malaysia	100.0	100.0	Property development and investment holding.

¹² The total equity interests held by the Berjaya Land Berhad group is 80.0% and it is held by the following companies:

(i)	Berjaya Land Berhad	60.00 %
(ii)	Berjaya Sports Toto Berhad	20.00 %

The total equity interests held by the Group is 100.0% and the additional equity interest is held by the following company::

(i)	Berjaya Group Berhad	20.00 %
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¹³ The total equity interests held by the Berjaya Land Berhad group is 41.10% and it is held by the following companies:

(i)	Gateway Benefit Sdn Bhd	23.16 %
(ii)	Berjaya Land Berhad	14.45 %
(iii)	BL Capital Sdn Bhd	3.15 %
(iv)	Immediate Capital Sdn Bhd	0.34 %

The total equity interests held by the Group is 50.04% and the additional equity interest is held by the following companies:

(i)	Berjaya Corporation Berhad	3.27 %
(ii)	Bizurai Bijak (M) Sdn Bhd	4.04 %
(iii)	Berjaya Group Berhad	1.13 %
(iv)	Inter-Pacific Securities Sdn Bhd	0.50 %

For Group reporting purposes, the total equity interests deemed held by the Group is 50.78% as the Group included 0.74% equity interest which was deemed not to be derecognised by the Group, though it has been disposed of, for the Group retained substantially all the risks and rewards of the equity interest via a total return equity swap that was entered into immediately after disposal.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Berjaya Theme Park Management Sdn Bhd*	Malaysia	100.0	100.0	Management of theme park.
Berjaya Vacation Club Berhad	Malaysia	100.0	100.0	Time sharing vacation operator, property investment and investment holding.
BL Capital Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
BTS Leaseback Management Sdn Bhd	Malaysia	100.0	100.0	Coordination of pool-profit sharing of owner-owned suites.
Budi Impian Sdn Bhd*	Malaysia	100.0	100.0	Operator of restaurant.
Cempaka Properties Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
Cerah Bakti Sdn Bhd	Malaysia	70.0	70.0	Property development.
Cerah Tropika Sdn Bhd	Malaysia	70.0	70.0	Investment holding.
Cergas Jati Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Flexiwang Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Gateway Benefit Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Gemilang Cergas Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Immediate Capital Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Junjung Delima Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Klasik Mewah Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Kota Raya Development Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Leisure World Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Mantra Design Sdn Bhd*	Malaysia	-	100.0	Provider of interior design consultancy services.
Marvel Fresh Sdn Bhd	Malaysia	100.0	100.0	Trading.
Nada Embun Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Noble Circle (M) Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Nural Enterprise Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
One Network Hotel Management Sdn Bhd	Malaysia	100.0	100.0	Hotel operator.
Pakar Angsana Sdn Bhd	Malaysia	80.0	80.0	Property development.
Pembinaan Stepro Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Portal Access Sdn Bhd	Malaysia	100.0	100.0	Investment holding.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Punca Damai Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Regnis Industries (Malaysia) Sdn Bhd	Malaysia	87.1	¹⁴ 87.1	Property investment and rental of property.
Securiservices Sdn Bhd	Malaysia	100.0	100.0	Property development.
Semakin Sinar Sdn Bhd*	Malaysia	51.0	51.0	Dormant.
Semangat Cergas Sdn Bhd	Malaysia	100.0	100.0	Property development.
Stephens Properties Plantations Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Taaras Spa Sdn Bhd*	Malaysia	100.0	100.0	Spa management.
Tekun Permata Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Tioman Island Resort Berhad	Malaysia	86.3	86.3	Property development and operator of resort hotel.
Tiram Jaya Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Wangsa Sejati Sdn Bhd*	Malaysia	52.6	52.6	Dormant.
Wisma Stephens Management Co Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Subsidiaries of Berjaya Land Development Sdn Bhd				
Indra Ehsan Sdn Bhd	Malaysia	100.0	100.0	Property development.
Kim Rim Enterprise Sdn Bhd*	Malaysia	100.0	100.0	Property development, temporarily ceased operations.
Sri Panglima Sdn Bhd	Malaysia	100.0	100.0	Property development.
Subsidiaries of Berjaya Leisure (Cayman) Limited				
Berjaya (China) Great Mall Co. Ltd*	People's Republic of China	51.0	51.0	Property development and investment.
Berjaya Asset (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.

¹⁴ The total equity interests held by the Berjaya Land Berhad group is 87.12% and it is held by the following companies:

(i)	Berjaya Land Berhad	57.12 %
(ii)	BL Capital Sdn Bhd	30.00 %

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Leisure (Cayman) Limited (continued)				
Berjaya Health Investment Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya International Casino Management (Seychelles) Limited*	Republic of Seychelles	60.0	¹⁵ 60.0	Casino operations.
Berjaya Investment Holdings Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Jeju Resort Limited*	Republic of Korea	72.6	72.6	Property development and investment.
Berjaya Long Beach Limited Liability Company*	Socialist Republic of Vietnam	70.0	70.0	Owner and operator of hotel.
Berjaya Mount Royal Beach Hotel Limited#	Sri Lanka	92.6	92.6	Owner and operator of hotel.
Berjaya Nhon Trach New City Center*	Socialist Republic of Vietnam	100.0	100.0	Property development and investment.
Berjaya Properties (HK) Limited#	Hong Kong	60.0	60.0	Dormant.
Berjaya Vietnam Financial Center Limited#	Socialist Republic of Vietnam	100.0	100.0	Property development and investment.
Berjaya Vietnam International University Township One Member Limited Liability Company#	Socialist Republic of Vietnam	100.0	100.0	Property development and investment.
Berjaya-D2D Company Limited#	Socialist Republic of Vietnam	75.0	75.0	Property development and investment.
BHR (Cayman) Limited	Cayman Islands	100.0	100.0	Property investment and investment holding.
Mahameru Consultancy d.o.o. Visoko*	Bosnia and Herzegovina	100.0	100.0	Property investment.
Natural Gain Investments Limited#	Hong Kong	100.0	100.0	Dormant.
T.P.C. Development Limited#	Hong Kong	100.0	100.0	Investment holding.

¹⁵ The total equity interests held by the Berjaya Land Berhad group is 100.0% and it is held by the following companies:

(i)	Berjaya Leisure (Cayman) Limited	60.00 %
(ii)	Berjaya International Casino Management (HK) Limited	40.00 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Berjaya North Asia Holdings Pte Ltd				
Berjaya Okinawa Development Co Ltd*	Japan	100.0	100.0	Resort hotel and residence development.
Subsidiary of Berjaya Property Management Sdn Bhd				
Taman TAR Development Sdn Bhd	Malaysia	100.0	100.0	Property development.
Subsidiary of Taman TAR Development Sdn Bhd				
The Peak Property Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiaries of Berjaya Sports Toto Berhad				
Berjaya-ILTS Limited#	Hong Kong	100.0	100.0	Dormant.
FEAB Equities Sdn Bhd	Malaysia	100.0	100.0	Dormant.
FEAB Land Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
FEAB Properties Sdn Bhd	Malaysia	100.0	100.0	Property development and investment and investment holding.
Magna Mahsuri Sdn Bhd	Malaysia	100.0	100.0	Property investment and investment holding.
Sports Toto Fitness Sdn Bhd	Malaysia	100.0	100.0	Operations of health and fitness centre.
Sports Toto Malaysia Management Pte Ltd#	Singapore	-	100.0	De-registered during the financial year.
Sports Toto Malaysia Sdn Bhd	Malaysia	100.0	100.0	Toto betting operations.
STM Resort Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Subsidiary of FEAB Land Sdn Bhd				
FEAB Realty Sdn Bhd	Malaysia	100.0	100.0	Dormant.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Magna Mahsuri Sdn Bhd				
Berjaya Sports Toto (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Sports Toto Apparel Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Sports Toto Computer Sdn Bhd	Malaysia	100.0	100.0	Computer consultancy services.
Sports Toto Products Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Subsidiary of Berjaya Sports Toto (Cayman) Limited				
Berjaya Lottery Management (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Sports Toto Malaysia Trust #	Singapore	-	100.0	Struck off during the financial year.
Subsidiaries of Berjaya Lottery Management (HK) Limited				
Berjaya Philippines Inc.*	Philippines	74.2	¹⁶ 74.2	Investment holding.
International Lottery & Totalizator Systems, Inc.*	United States of America	100.0	100.0	Manufacturer and distributor of computerised lottery and voting systems.
Subsidiaries of Berjaya Philippines Inc.				
H.R. Owen PLC*	United Kingdom	72.0	72.0	Investment holding.
Perdana Hotel Philippines Inc*	Philippines	100.0	100.0	Operation of a hotel in the Philippines.
Philippine Gaming Management Corporation*	Philippines	100.0	100.0	Leasing of online lottery equipment and provision of software support.

¹⁶ The total equity interests held by the Berjaya Sports Toto (Cayman) Limited group in Berjaya Philippines Inc. is 88.26% and it is held by the following companies:

(i)	Berjaya Lottery Management (HK) Limited	74.20 %
(ii)	Berjaya Sports Toto (Cayman) Limited	14.06 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of H.R. Owen PLC				
Bodytechnics Limited*	United Kingdom	100.0	-	Maintenance and repair of motor vehicles.
Bradshaw Webb (Chelsea) Limited*	United Kingdom	100.0	100.0	Dormant.
Broughtons of Cheltenham Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
H.R. Owen Dealerships Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
H.R. Owen Investments Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Leasing Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Motor Dealerships Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Motor Properties Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Vehicle Leasing Company Limited*	United Kingdom	100.0	100.0	Dormant.
Heathrow Ltd*	United Kingdom	100.0	100.0	Dormant.
London Lotus Centre Limited*	United Kingdom	100.0	100.0	Dormant.
Holland Park Limited*	United Kingdom	100.0	100.0	Provision of aftersales services.
Jack Barclay Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
Malaya Dealerships Ltd*	United Kingdom	100.0	100.0	Dormant.
Netprofit.com Limited*	United Kingdom	100.0	¹⁷ 100.0	Dormant.
Subsidiary of H.R. Owen Investments Limited				
H.R. Owen Finance Limited*	United Kingdom	100.0	100.0	Dormant.

¹⁷ The total equity interests held by the H.R. Owen PLC group is 100.0% and it is held by the following companies:

(i)	H.R. Owen PLC	50.00 %
(ii)	Bradshaw Webb (Chelsea) Limited	50.00 %

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of International Lottery & Totalizator Systems, Inc.				
Unisyn Voting Solutions, Inc.*	United States of America	100.0	100.0	Develops, manufactures and provision of licenses and supports for voting systems.
Subsidiaries of Berjaya Vacation Club Berhad				
Berjaya Air Sdn Bhd	Malaysia	100.0	100.0	Charter flight operator.
Berjaya Beau Vallon Bay (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Golf Resort Berhad	Malaysia	100.0	100.0	Property development and investment and operator of golf and recreation club.
Berjaya Hospitality Services Sdn Bhd	Malaysia	100.0	100.0	Hotel operator.
Berjaya Hotels & Resorts (HK) Limited#	Hong Kong	60.0	¹⁸ 60.0	Investment holding.
Berjaya Hotels & Resorts (M) Sdn Bhd (formerly known as Berjaya Resort Management Services Sdn Bhd)	Malaysia	100.0	100.0	Resort management.
Berjaya International Casino Management (HK) Limited#	Hong Kong	80.0	¹⁹ 80.0	Investment holding.
Berjaya Langkawi Beach Resort Sdn Bhd	Malaysia	100.0	100.0	Hotel and resort operation.
Berjaya Praslin Beach (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (HK) Limited#	Hong Kong	100.0	100.0	Dormant.

¹⁸ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Vacation Club Berhad	60.00 %
(ii)	Berjaya Group (Cayman) Limited	40.00 %

¹⁹ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Vacation Club Berhad	80.00 %
(ii)	Berjaya Group (Cayman) Limited	20.00 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Vacation Club Berhad (continued)				
Berjaya Vacation Club (Philippines) Inc*	Philippines	100.0	100.0	Dormant.
Berjaya Vacation Club (S) Pte Ltd*	Singapore	100.0	100.0	Vacation time sharing.
BTS Hotel Sdn Bhd	Malaysia	100.0	100.0	Owner of hotel.
Bukit Kiara Resort Berhad	Malaysia	100.0	100.0	Developer and operator of equestrian and recreational club.
Georgetown City Hotel Sdn Bhd	Malaysia	100.0	100.0	Hotel operator.
Indah Corporation Berhad	Malaysia	100.0	100.0	Developer and operator of golf resort and property development.
KDE Recreation Berhad	Malaysia	100.0	100.0	Developer and operator of golf and recreational club.
Redang Village Resort Sdn Bhd*	Malaysia	51.0	51.0	Dormant.
Sinar Merdu Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Staffield Country Resort Berhad	Malaysia	80.0	80.0	Developer and operator of golf resort.
The Taaras Beach & Spa Resort (Redang) Sdn Bhd	Malaysia	99.5	99.5	Hotel and resort operation.
The Taaras Luxury Group Sdn Bhd	Malaysia	100.0	100.0	Management of hotel operations.
Tioman Pearl Sdn Bhd*	Malaysia	70.0	70.0	Development of hotel and resort.
Tioman Travel & Tours Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Subsidiary of Berjaya Air Sdn Bhd				
Asia Jet Partners Malaysia Sdn Bhd	Malaysia	- ²⁰	100.0	Aircraft charter service and related aircraft business.
Berjaya Air Cargo Sdn Bhd	Malaysia	100.0	100.0	Dormant.

²⁰ This company became a joint venture during the financial year and, accordingly, is listed under Note 11.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Berjaya Beau Vallon Bay (Cayman) Limited				
Berjaya Beau Vallon Bay Beach Resort Limited*	Republic of Seychelles	100.0	100.0	Operation of a hotel resort in Seychelles.
Subsidiary of Berjaya Praslin Beach (Cayman) Limited				
Berjaya Praslin Limited*	Republic of Seychelles	100.0	100.0	Operation of a hotel resort in Seychelles.
Subsidiaries of Georgetown City Hotel Sdn Bhd				
Berjaya Georgetown Sharksfin Restaurant Sdn Bhd	Malaysia	100.0	100.0	Dormant.
BG Karaoke Sdn Bhd	Malaysia	69.0	69.0	Dormant.
Subsidiary of Berjaya Vacation Club (Cayman) Limited				
Berjaya Vacation Club (UK) Limited*	United Kingdom	100.0	100.0	Hoteliers and hotel management.
Subsidiary of The Taaras Beach & Spa Resort (Redang) Sdn Bhd				
Redang Island Golf and Country Club Berhad*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Sinar Merdu Sdn Bhd				
ANSA Hotel KL Sdn Bhd (formerly known as Absolute Prestige Sdn Bhd)*	Malaysia	100.0	100.0	Property investment and hoteliers.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Cerah Tropika Sdn Bhd				
Penstate Corp Sdn Bhd	Malaysia	100.0	100.0	Property development.
Subsidiary of Kota Raya Development Sdn Bhd				
Kota Raya Complex Management Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
Subsidiary of Noble Circle (M) Sdn Bhd				
Noble Circle Management Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
Subsidiary of Nural Enterprise Sdn Bhd				
Aras Klasik Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
Subsidiaries of Tioman Island Resort Berhad				
ANSA Hotels & Resorts Sdn Bhd (formerly known as Tioman Recreation Centre Sdn Bhd)*	Malaysia	100.0	100.0	Dormant.
Berjaya Hotels & Resorts (Singapore) Pte Ltd*	Singapore	100.0	100.0	Hotel booking and marketing agent.
Tioman Golf Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Wisma Stephens Management Co Sdn Bhd				
Wujud Jaya Sdn Bhd*	Malaysia	100.0	100.0	Dormant.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Berjaya Pharmacy Sdn Bhd (formerly known as Morning Charm Sdn Bhd)				
Berjaya Chemist Warehouse Asia Sdn Bhd (formerly known as Monarch Wonder Sdn Bhd)	Malaysia	100.0		- Owner and operator of community pharmacy stores and engage in trading, distribution, marketing and retail sales of pharmaceutical and non-pharmaceutical products (commonly available in pharmacies and health and beauty retailers) and the provision of pharmacy services.
Subsidiaries of Berjaya Premier Restaurants Sdn Bhd				
Berjaya Krispy Kreme Doughnuts Sdn Bhd*	Malaysia	70.0	70.0	Development and operation of the "Krispy Kreme Doughnuts" chain of retail outlets.
Wen Berjaya Sdn Bhd*	Malaysia	100.0	100.0	Development and operation of the "Wendy's" chain of restaurants.
Subsidiary of Bukit Pinang Leisure Sdn Bhd				
Bukit Pinang Rel Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Changan Berjaya Auto Sdn Bhd				
Berjaya Brilliance Auto Sdn Bhd*	Malaysia	85.0	85.0	Marketing, importing and distribution of motor vehicles.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Cosway Corporation Berhad				
Cosway Corporation Limited#	Hong Kong	90.9	²¹ 90.9	Property investment and investment holding.
First Ever Marketing Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Tegas Kinta Sdn Bhd	Malaysia	100.0	100.0	Property investment.
The Catalog Shop Sdn Bhd	Malaysia	100.0	100.0	Collection and administration of hire purchase and equal payment receivables.
Subsidiaries of Cosway Corporation Limited				
Berjaya Holdings (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Berjaya U-Luck Investments Limited#	Hong Kong	51.0	51.0	Dormant.
Cosway (M) Sdn Bhd	Malaysia	100.0	100.0	Direct selling of household, personal care, healthcare and other consumer products.
Mallia Limited#	Hong Kong	100.0	100.0	Dormant.
Panluck Limited#	Hong Kong	100.0	100.0	Dormant.
Wing Hung Kee Commodities Limited#	Hong Kong	100.0	100.0	Dormant.
Subsidiary of Berjaya Holdings (HK) Limited				
Vmart (Tianjin) Trading Co Limited#	Hong Kong	100.0	100.0	Retailing and wholesaling of consumer, household and skin care products.

²¹ The total equity interests held by the Berjaya Group Berhad group is 99.94% and it is held by the following companies:

(i)	Cosway Corporation Berhad	90.87 %
(ii)	Berjaya Group (Cayman) Limited	7.26 %
(iii)	Prime Credit Leasing Sdn Bhd	1.80 %
(iv)	Inter-Pacific Securities Sdn Bhd	0.01 %

The total equity interests held by the Group is 100.00% and the additional equity interest is held by the following company:

(i)	Berjaya Hills Berhad	0.06 %
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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Cosway (M) Sdn Bhd				
Cosway (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Cosway (S) Pte Ltd*	Singapore	100.0	100.0	Dormant.
Cosway (HK) Limited#	Hong Kong	100.0	100.0	Direct selling of consumer, household and skin care products.
Cosway Germany GmbH	Germany	100.0	100.0	Dormant.
Cosway India Private Limited*	India	100.0	100.0	Dormant.
Cosway New Zealand Limited*	New Zealand	100.0	100.0	Direct selling of consumer, household and skin care products.
Cosway USA, Inc.*	United States of America	100.0	100.0	Direct selling of consumer, household and skin care products.
eCosway Colombia Ltda.	Colombia	99.0	99.0	Marketing, distribution and import of consumer products.
eCosway Japan K. K.	Japan	100.0	100.0	Direct selling of household, personal care, healthcare and other consumer products.
eCosway Mexico, S.A. de C.V.	Mexico	99.0	99.0	Marketing, distribution and import of consumer products.
eCosway Pty Ltd*	Australia	100.0	100.0	Direct selling of consumer, household and skin care products.
eCosway Rus LLC	Russia	99.9	99.9	Marketing, distribution and import of consumer products.
eCosway Trading Mexico, S.A. de C.V.	Mexico	99.0	99.0	Import, export and commercial trading.
eCosway.com Sdn Bhd	Malaysia	60.0	²² 60.0	Internet based direct selling of consumer products.

²² The total equity interests held by the Cosway Corporation Limited group is 100.0% and it is held by the following companies:

(i)	Cosway (M) Sdn Bhd	60.00 %
(ii)	Cosway Corporation Limited	40.00 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Cosway (M) Sdn Bhd (continued)				
Golden Works (M) Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Juara Budi Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Kimia Suchi Sdn Bhd	Malaysia	100.0	100.0	Investment holding, contract manufacture and trading of industrial and household cleaning products.
PT Berjaya Cosway Indonesia*	Indonesia	95.0	95.0	Direct selling of consumer, household and skin care products.
Rank Distributors Sdn Bhd	Malaysia	100.0	100.0	Trading of healthcare and cosmetic products.
Tact Full Limited#	Hong Kong	100.0	100.0	Provision of payment services.
Subsidiaries of Cosway (Cayman) Limited				
Cosway Argentina S.R.L.*	Argentina	90.0	90.0	Dormant.
Cosway Colombia Ltda.*	Colombia	90.0	90.0	Dormant.
Cosway Do Brasil Ltda.*	Brazil	99.0	99.0	Dormant.
Cosway Mexico, S.A. de C.V.*	Mexico	98.0	98.0	Dormant.
Cosway Peru S.R. Ltda.*	Peru	96.0	96.0	Dormant.
Cosway (UK) Limited*	United Kingdom	100.0	100.0	Direct selling of consumer, household and skin care products.
eCosway Inc.	United States of America	100.0	100.0	Dormant.
One Qualityways Phils Inc *	Philippines	95.0	95.0	Dormant.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Cosway (HK) Limited				
Cosway (China) Co. Ltd#	People's Republic of China	100.0	100.0	Research, development and manufacturing of cleaning products and cosmetics; selling self-produced products; provide technical consultancy and technical service relating to self-produced products; engaging in the wholesale, import and export of the same.
Cosway (Macau) Limited*	Macau	99.0	99.0	Direct selling of consumer, household and skin care products.
Vmart Corp (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Subsidiary of Cosway (China) Co. Ltd				
Cosway (Guangzhou) Cosmetic Manufacture Co Ltd#	People's Republic of China	-	²³ 100.0	Manufacture and trading in consumer, household and skin care products.
Subsidiary of Vmart Corp (HK) Limited				
eCosway Korea, Inc	Republic of Korea	100.0	100.0	Direct selling of consumer, household and skin care products.
Subsidiary of Juara Budi Sdn Bhd				
Stephens Properties Sdn Bhd	Malaysia	100.0	100.0	Investment holding and property investment.

²³ This company became a joint venture during the financial year and, accordingly, is listed under Note 11.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Stephens Properties Sdn Bhd				
Stephens Properties Management Corporation Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Subsidiary of Kimia Suchi Sdn Bhd				
Kimia Suchi Marketing Sdn Bhd	Malaysia	100.0	100.0	Trading of industrial cleaning products.
Subsidiary of Rank Distributors Sdn Bhd				
Vital Degree Sdn Bhd	Malaysia	100.0	100.0	Trading of healthcare and cosmetic products.
Subsidiaries of Country Farms Sdn Bhd				
CountryFarm Organics Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Country Farm Organics Mart Pte Ltd*	Singapore	100.0	100.0	Dormant.
Subsidiary of Inter-Pacific Development Sdn Bhd				
Inter-Pacific Construction Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Inter-Pacific Trading Sdn Bhd				
Inter-Pacific Paper (M) Sdn Bhd*	Malaysia	100.0	100.0	Trading of paper and paper products.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of KUB-Berjaya Enviro Sdn Bhd				
KUB-Berjaya Energy Sdn Bhd	Malaysia	100.0	100.0	Generation and sale of electricity.
Subsidiary of Mothers en Vogue Sdn Bhd				
Mothers en Vogue Pte Ltd*	Singapore	100.0	100.0	Retail sale of wearing apparel for adults, maternity and breastfeeding/nursing fashion.
Subsidiaries of REDtone International Berhad				
REDtone Asia Inc*	United States of America	92.3	-	Investment holding.
REDtone Data Centre Sdn Bhd	Malaysia	70.0	-	Provides system integration, software solutions and trading in computer hardware.
REDtone Engineering & Network Services Sdn Bhd (formerly known as REDtone Marketing Sdn Bhd)	Malaysia	100.0	-	Research and development, manufacturing and marketing of telecommunication and multimedia solutions.
REDtone IOT Sdn Bhd	Malaysia	90.0	-	Provider of business solutions in information technology and to build interconnection of uniquely identifiable embedded computing devices within existing internet infrastructure and investment holding.
REDtone MEX Sdn Bhd	Malaysia	56.0	-	Building of tele-consultation/ tele-radiology exchange and distributing, designing and development of information system, mobile solutions and healthcare solution.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of REDtone International Berhad (continued)				
REDtone Technology Sdn Bhd	Malaysia	100.0		- Provider of total solutions in business communication and telecommunication services and investment holding.
REDtone Telecommunications Sdn Bhd	Malaysia	100.0		- Research, development, manufacturing and marketing of computer-telephony integration, provision of communication services and investment holding.
Subsidiary of REDtone Asia Inc				
RT Communication Ltd*	British Virgin Islands	100.0		- Investment holding.
Subsidiaries of RT Communication Ltd				
REDtone Telecommunications (China) Limited*	Hong Kong	100.0		- Investment holding.
VMS Technology Limited*	Hong Kong	100.0		- Provides system design, maintenance services and distance call services.
Subsidiaries of REDtone Telecommunications (China) Limited				
REDtone Telecommunications (Shanghai) Limited*	People's Republic of China	100.0		- Provide technical support services.
Shanghai Huitong Telecommunication Company Limited*	People's Republic of China	100.0		- Marketing and distribution of internet phone call and discounted call services.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Shanghai Huitong Telecommunication Company Limited				
Shanghai Jiamao E-Commerce Company Limited*	People's Republic of China	100.0		- Marketing and distribution of products on the internet.
Shanghai Xin Chang Information Technology Company Limited*	People's Republic of China	56.0		- Marketing and distribution of internet phone call and discounted call services.
Shanghai YuZhong Financial Information Services Company Limited*	People's Republic of China	49.8		- Investment holding.
Subsidiary of Shanghai YuZhong Financial Information Services Company Limited				
Shanghai YuGuang Automobile Inspection Technology Co Ltd*	People's Republic of China	80.0	²⁴	- Investment holding.
Subsidiary of Shanghai Yu Guang Automobile Inspection Technology Company Ltd				
Taizhou Haitai Motor Vehicle Inspection Co Ltd*	People's Republic of China	51.0		- Investment holding.
Subsidiary of Taizhou Haitai Motor Vehicle Inspection Co Ltd				
Feng Cheng Motor Vehicle Inspection Co Ltd*	People's Republic of China	100.0		- Provision of services for motor vehicle, technical and emission inspection.

²⁴ The total equity interests held by the REDtone International Berhad group is 100.0% and it is held by the following companies:

(i)	Shanghai Yu Zhong Financial Information Services Company Ltd	80.00 %
(ii)	Shanghai Huitong Telecommunication Company Ltd	20.00 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of REDtone Technology Sdn Bhd				
Meridianotch Sdn Bhd	Malaysia	100.0		- Investment holding.
REDtone Mytel Sdn Bhd	Malaysia	60.0		- Provision of telecommunication services.
REDtone Technology Pte Ltd*	Singapore	100.0		- Provision of telecommunication related products and services.
SEA Telco Engineering Services Sdn Bhd	Malaysia	80.0		- Provision of information technology services.
Subsidiary of Rangkaian Sejahtera Sdn Bhd				
BerjayaCity Sdn Bhd	Malaysia	100.0	100.0	Property investment, development, cultivation and sale of palm oil and palm kernel.
Subsidiaries of Successline (M) Sdn Bhd				
Securexpress Services Sdn Bhd*	Malaysia	100.0	100.0	Provide logistics, warehousing and transportation services.
Successline Haulers Sdn Bhd*	Malaysia	90.0	90.0	Provide courier and transport services to the general public.
Subsidiary of Wangsa Tegap Sdn Bhd				
BCP Service Suites Sdn Bhd*	Malaysia	100.0	100.0	Provision of property maintenance services.

NOTES TO THE FINANCIAL STATEMENTS

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of Berjaya Hills Berhad				
Avetani Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
BTR Property Management Sdn Bhd	Malaysia	100.0	100.0	Rental pool programme operator.
BTR Leisure Sdn Bhd	Malaysia	100.0	100.0	Recreational activities operator.
Bukit Tinggi Tours Sdn Bhd	Malaysia	100.0	100.0	To carry on the business as travel and tour agents.
Subsidiaries of Berjaya Kyoto Development (S) Pte Ltd				
Berjaya Kyoto Development Kabushiki Kaisha*	Japan	100.0	100.0	Hotel and residence development.
Berjaya Kyoto Holdings Godo Kaisha*	Japan	100.0	100.0	Investment holding.
Kyoto Higashiyama Hospitality Assets TMK*	Japan	100.0	100.0	Property investment.
Subsidiary of Berjaya Kyoto Development Kabushiki Kaisha				
Berjaya Japan Holdings TMK*	Japan	100.0	100.0	Dormant.
Subsidiary of Berjaya Lottery Vietnam Limited				
Berjaya Gia Thinh Investment Technology Joint Stock Company*	Socialist Republic of Vietnam	51.0	51.0	Management consultancy.
Subsidiary of Berjaya Myanmar Limited				
Berjaya Myanmar Investment Limited*	Myanmar	95.0	95.0	Investment holding.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiaries of DSG Holdings Limited				
AWF Limited	Hong Kong	-	59.0	Investment holding.
Dragon Spring Environment (HK) Co Ltd*	Hong Kong	100.0	100.0	Investment holding.
Dragon Spring Group (M) Ltd*	Malaysia	100.0	100.0	Investment holding.
Dragon Spring Water Services Limited*	Hong Kong	100.0	100.0	Investment holding.
Subsidiary of Dragon Spring Environment (HK) Co Ltd				
Dragon Spring Water (Taian) Co Ltd*	People's Republic of China	100.0	100.0	Water treatment services.
Subsidiary of Dragon Spring Group (M) Ltd				
Dragon Spring Water (Linqu) Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water.
Subsidiaries of Dragon Spring Water Services Limited				
Dragon Spring Water (Tianchang) Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water.
Eminent Resources (Shandong) Environment Co Ltd*	People's Republic of China	100.0	100.0	Provision of advisory and management services on the construction project/work, water treatment technology, investment and international economic information.
Notable Focus Sdn Bhd*	Malaysia	100.0	100.0	Provision of management and consultancy services.

NOTES TO THE FINANCIAL STATEMENTS

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Subsidiary of Eminent Resources (Shandong) Environment Co Ltd				
Shandong Shengxiang Construction Co Ltd*	People's Republic of China	100.0	100.0	Provision of construction and project management for water and wastewater projects.
ASSOCIATED COMPANIES:				
Associate of Berjaya Corporation Berhad				
Atlan Holdings Bhd	Malaysia	23.9 ²⁵	23.9	Investment holding and the provision of management, financial, technical and other ancillary services.
Associate of Eminent Resources (Shandong) Environment Co Ltd				
AWF Limited	Hong Kong	-	41.0	Investment holding.

²⁵ The total equity interests held by the Group is 23.93% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	21.13 %
(ii)	Berjaya Philippines Inc	2.01 %
(iii)	Inter-Pacific Capital Sdn Bhd	0.79 %

For Group reporting purposes, the total equity interests deemed held by the Group is 26.69% as the Group included 2.76% equity interest which was deemed not to be derecognised by the Group, though it has been disposed of, for the Group retained substantially all the risks and rewards of the equity interest via a total return equity swap that was entered into immediately after disposal.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associates of Berjaya Group Berhad				
Berjaya Auto Berhad	Malaysia	14.0	²⁶ 34.3	Investment holding.
Berjaya Media Berhad	Malaysia	12.4	²⁷ 12.4	Investment holding.
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Dormant.
Ezyhealth Malaysia Sdn Bhd	Malaysia	49.0	49.0	In the process of being de-registered.
Finewood Forest Products Sdn Bhd	Malaysia	-	49.0	Ceased operations.
Le Proton LIMA Sdn Bhd	Malaysia	40.0	40.0	Organise trade fairs to promote Malaysian products through exhibitions.
Magni-Tech Industries Berhad	Malaysia	-	23.2	Provision of management services and investment holding.

²⁶ The Group has significant influence, as defined in FRS 128: Investments in Associates, over Berjaya Auto Berhad ("BAuto") and therefore treated BAuto as an associated company of the Group.

²⁷ The total equity interests held by the Berjaya Group Berhad group is 12.36% and it is held by the following companies:

(i)	Regnis Industries (Malaysia) Sdn Bhd	2.33 %
(ii)	FEAB Properties Sdn Bhd	2.01 %
(iii)	Prime Credit Leasing Sdn Bhd	8.02 %

The total equity interests held by the Group is 13.27% and the additional equity interest is held by the following company:

(i)	Berjaya Hills Berhad	0.91 %
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The Group has significant influence, as defined in FRS 128: Investments in Associates, over Berjaya Media Berhad ("BMedia") and therefore treated BMedia as an associated company of the Group.

NOTES TO THE FINANCIAL STATEMENTS

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associates of Berjaya Group Berhad (continued)				
Speedy Video Distributors Sdn Bhd	Malaysia	19.0	²⁸ 19.0	Production, recording, distribution, whole-sale, retailing in the sell through and rental of home entertainment products and property investment.
Tunas Cempaka Sdn Bhd	Malaysia	49.0	49.0	Dormant.
Associate of Berjaya Capital Berhad				
Berjaya Sompo Insurance Berhad	Malaysia	30.0	30.0	General insurance.
Associate of Inter-Pacific Securities Sdn Bhd				
SaigonBank Berjaya Securities Joint Stock Company	Socialist Republic of Vietnam	49.0	49.0	Stock and share broking.
Associates of Berjaya Group (Cayman) Limited				
Beijing Zhongcai Printing Co.Ltd	People's Republic of China	20.0	20.0	Printing of lottery tickets and undertaking of printing-related works.
Berjaya Hotels & Resorts (HK) Limited	Hong Kong	40.0	40.0	Investment holding.
Berjaya International Casino Management (HK) Limited	Hong Kong	20.0	20.0	Investment holding.

²⁸ The total equity interests held by the Berjaya Group Berhad group is 19.00% and it is held by the following companies:

(i)	Cosway Corporation Berhad	15.00 %
(ii)	Berjaya Group Berhad	4.00 %

The Group has significant influence, as defined in FRS 128: Investments in Associates, over Speedy Video Distributors Sdn Bhd ("Speedy") and therefore treated Speedy as an associated company of the Group.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associates of Berjaya Group (Cayman) Limited (continued)				
Berjaya Properties (HK) Limited	Hong Kong	40.0	40.0	Dormant.
Carlovers Carwash Limited	Australia	39.1	39.1	Under liquidation and receivership.
Associates of Cosway Corporation Limited				
eCosway.com Sdn Bhd	Malaysia	40.0	40.0	Internet-based direct selling of consumer products.
Greenland Timber Industries (Private) Limited	Singapore	20.0	20.0	Investment holding.
Associate of Berjaya Engineering & Construction (HK) Limited				
Berjaya Sanhe Real Estate Development Co Ltd	People's Republic of China	22.0	22.0	Property development and management.
Associate of Berjaya Forest Products (Luxembourg) s.á r.l				
Taiga Building Products Ltd	Canada	39.1	39.1	Wholesale distribution of lumber and panel products.
Associates of Berjaya Group Equity (Cayman) Limited				
East Coast Bagel Co. Inc.	United States of America	31.1	31.1	Dormant.
Mario Andretti's Express Pasta & Co Limited	United States of America	30.0	30.0	Dormant.
Associate of Roasters Asia Pacific (HK) Limited				
Roasters Korea Co. Ltd	Republic of Korea	25.0	25.0	Dormant.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associate of SIG Holdings (Cayman) Limited				
Berjaya Engineering & Construction (HK) Limited	Hong Kong	25.0	25.0	Investment holding.
Associates of Berjaya Corporation (Cayman) Limited				
Berjaya Pizza (Philippines) Inc	Philippines	28.6	40.0	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
M & A Investments Pte Ltd	Singapore	31.4	31.4	Investment holding.
Ssangyong Berjaya Motor Philippines Inc	Philippines	25.0	-	Selling and distribution of Ssangyong brand vehicles within the territory of the Philippines.
Associate of Juara Sejati Sdn Bhd				
REDtone International Berhad	Malaysia	46.1	29.7	Investment holding and the provision of management services.
Associate of Successline (M) Sdn Bhd				
Successline Express Sdn Bhd	Malaysia	49.0	49.0	Transportation of goods.
Associates of Cosway (Cayman) Limited				
Cosway Overseas Company Limited	Thailand	49.0	49.0	Investment holding.
Cosway (Thailand) Company Limited	Thailand	49.0	49.0	Direct selling and trading in consumer products.

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associate of Rank Distributors Sdn Bhd				
Coswin (M) Sdn Bhd	Malaysia	40.0	40.0	Trading of consumer products.
Associates of Berjaya Land Berhad				
Berjaya Assets Berhad	Malaysia	14.1	²⁹ 14.1	Investment holding.
Berjaya Kyoto Development (S) Pte Ltd*	Singapore	50.0	-	Investment holding.
BJ Bowl Sdn Bhd	Malaysia	20.0	20.0	Ceased operations as operator of bowling alley.
Centreplus Sdn Bhd	Malaysia	30.0	30.0	Dormant.
Focus Equity Sdn Bhd	Malaysia	32.5	32.5	Dormant, under liquidation.
Jaya Bowl Sdn Bhd	Malaysia	20.0	20.0	Ceased operations as operator of bowling alley.
Resort Cruises (S) Pte Ltd	Singapore	49.0	49.0	Dormant.

²⁹ The total equity interests held by the Berjaya Land Berhad group is 14.09% and it is held by the following companies:

(i)	Portal Access Sdn Bhd	6.23 %
(ii)	Berjaya Land Berhad	2.99 %
(iii)	BTS Hotel Sdn Bhd	2.29 %
(iv)	Nada Embun Sdn Bhd	1.13 %
(v)	Immediate Capital Sdn Bhd	0.47 %
(vi)	Magna Mahsuri Sdn Bhd	0.98 %

The total equity interests held by the Group is 16.38% and the additional equity interest is held by the following companies:

(i)	Ambilan Imej Sdn Bhd	1.22 %
(ii)	Berjaya Capital Berhad	0.76 %
(iii)	Inter-Pacific Capital Sdn Bhd	0.31 %

The Berjaya Land Berhad group has significant influence, as defined in FRS 128: Investments in Associates, over BAssets and therefore treated BAssets as an associated company of the Berjaya Land Berhad group.

NOTES TO THE FINANCIAL STATEMENTS

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associates of Berjaya Leisure (Cayman) Limited				
AM Automotive (S) Pte Ltd	Singapore	49.9	49.9	Dealer for "Aston Martin" vehicles in Singapore and Malaysia.
Asian Atlantic Holdings Limited	British Virgin Islands	24.5	24.5	Investment holding.
Berjaya Land (Thailand) Company Ltd	Thailand	40.0	40.0	Property development and investment.
Berjaya Property (Thailand) Company Ltd	Thailand	40.0	40.0	Dormant.
Brickfields Properties Pty Ltd	Australia	-	39.2	Liquidated during the financial year.
Inter-Capital Holdings Pte Ltd	Singapore	50.0	50.0	Investment holding.
Portsworth Holdings Pte Ltd	Singapore	50.0	50.0	Investment holding.
Singapore Institute of Advanced Medicine Holdings Pte Ltd	Singapore	30.0	30.0	Investment holding.
Associate of Berjaya Okinawa Development Co Ltd				
Nubaru Tochi Kanri Godo Kaisya	Japan	33.0	33.0	Investment holding.
Associate of Berjaya Leisure Capital (Cayman) Limited				
Informatics Education Limited	Singapore	27.1	³⁰ 27.1	Investment holding, franchisor and licensor for computer and commercial training centres and examination facilitators.

³⁰ The total equity interests held by the Berjaya Group Berhad group is 28.38% and it is held by the following companies:

(i)	Berjaya Leisure Capital (Cayman) Limited	27.09 %
(ii)	Rantau Embun Sdn Bhd	1.29 %

49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associates of BL Capital Sdn Bhd				
Pasdec Cempaka Sdn Bhd	Malaysia	20.0	20.0	Property development investment.
Regnis Industries (Malaysia) Sdn Bhd	Malaysia	30.0	30.0	Property investment and rental of property.
Associate of Berjaya Property Management Sdn Bhd				
Pasdec Cempaka Sdn Bhd	Malaysia	20.0	20.0	Property development investment.
Associate of Berjaya International Casino Management (HK) Limited				
Berjaya International Casino Management (Seychelles) Limited	Republic of Seychelles	40.0	40.0	Management of casino and investment holding.
Associate of Tioman Island Resort Berhad				
Tioman Ferry Services Sdn Bhd	Malaysia	20.0	20.0	Dormant.
Associates of Berjaya Sports Toto Berhad				
Berjaya Lottery Vietnam Limited	Malaysia	20.0	20.0	Investment holding.
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Dormant.

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49. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2016 %	2015 %	
Associates of Berjaya Philippines Inc.				
Berjaya Auto Philippines Inc	Philippines	35.0	30.0	Purchasing, acquiring, owning, leasing, selling, transferring, encumbering and generally dealing in all types of new automobiles, trucks and other motor vehicles and dealing in all types of supplies used by all types of motor vehicles in the Philippines.
Berjaya Pizza (Philippines) Inc	Philippines	41.4	30.0	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
Cosway Philippines Inc	Philippines	40.0	40.0	Dormant.
Perdana Land Philippines Inc	Philippines	40.0	40.0	Acquire, develop and lease real estate.
Ssangyong Berjaya Motor Philippines Inc	Philippines	20.0	-	Selling and distribution of Ssangyong brand vehicles within the territory of the Philippines.
Associate of FEAB Properties Sdn Bhd				
Cashsystems Asia Technology Sdn Bhd	Malaysia	30.0	30.0	Dormant, under liquidation.
Associate of REDtone International Berhad				
REDtone Network Sdn Bhd	Malaysia	49.0	-	Research and development and marketing of communication applications.

* Subsidiaries audited by other firms of chartered accountants.

Subsidiaries audited by other member firms of Ernst & Young Global

50. COMPARATIVES

Certain comparative figures have been adjusted and reclassified to conform with current year's presentation.

Group	As previously reported RM'000	Reclassi- fication RM'000	Note 2.6 Prior year adjustment RM'000	As restated RM'000
2015				
Statement of financial position				
Intangible assets	6,188,435	-	231,922	6,420,357
Short term investments	3,087	2,767	-	5,854
Cash and bank balances	961,511	(2,767)	-	958,744
Reserves - fair value	851,825	-	(8,946)	842,879
Reserves - retained earnings	2,196,545	-	58,915	2,255,460
Non-controlling interests	4,841,869	-	173,421	5,015,290
Long term borrowings	4,629,692	105,685	-	4,735,377
Deferred tax liabilities	349,715	-	8,532	358,247
Other long term liabilities	293,763	(105,685)	-	188,078
Trade and other payables	2,423,999	(32,323)	-	2,391,676
Provision (current)	3,297	5,962	-	9,259
Short term borrowings	2,264,413	26,361	-	2,290,774
Statement of Profit or Loss				
Revenue	9,518,818	(4,712)	-	9,514,106
Cost of sales	(6,621,063)	4,712	-	(6,616,351)
Other expenses	(536,627)	-	213,544	(323,083)
Profit before tax	1,388,189	-	213,544	1,601,733
Profit for the year	1,028,712	-	213,544	1,242,256
Profit for the year attributable to:				
- Owners of the parent	831,667	-	58,915	890,582
- Non-controlling interests	197,045	-	154,629	351,674
Statement of comprehensive income				
<u>Item that may be reclassified</u>				
<u>subsequently to profit or loss</u>				
Impairment in value of gaming rights	(133,228)	-	9,846	(123,382)
Total comprehensive income attributable to:				
- Owners of the parent	891,992	-	49,969	941,961
- Non-controlling interests	183,399	-	173,421	356,820

NOTES TO THE FINANCIAL STATEMENTS

30 APRIL 2016

50. COMPARATIVES (CONTINUED)

Certain comparative figures have been adjusted and reclassified to conform with current year's presentation (continued).

Group	As previously reported RM'000	Reclassi- fication RM'000	As restated RM'000
2015			
Cash and cash equivalents			
The closing cash and cash equivalents comprising of the following:			
Cash and bank balances	961,511	(2,767)	958,744
Deposits with maturity more than 3 months	-	(186)	(186)
Cash and cash equivalents restricted for use			
- Deposits	(27,734)	(72,830)	(100,564)
- Cash and bank balances	(118,184)	(91,218)	(209,402)
Closing cash and cash equivalents	<u>1,350,656</u>	<u>(167,001)</u>	<u>1,183,655</u>
Company			
2015			
Statement of cash flow			
Cash and cash equivalents restricted for use			
- Deposits	-	(3,947)	(3,947)
- Cash and bank balances	-	(10,036)	(10,036)
Closing cash and cash equivalents	<u>15,239</u>	<u>(13,983)</u>	<u>1,256</u>

51. SUPPLEMENTARY INFORMATION - BREAKDOWN OF RETAINED EARNINGS INTO REALISED AND UNREALISED

The breakdown of the retained earnings of the Group and of the Company into realised and unrealised earnings/(losses), pursuant to the directive issued by Bursa Malaysia, is as follows:

	Group		Company	
	2016 RM'000	2015 RM'000	2016 RM'000	2015 RM'000
Realised earnings	1,222,837	1,756,100	910,069	416,552
Unrealised earnings/(losses)	1,441,825	1,366,717	(10,296)	(21,353)
Total retained earnings	2,664,662	3,122,817	899,773	395,199
Share of results from associated companies	* 400,274	269,821	-	-
Share of results from joint ventures	* (156,439)	(142,160)	-	-
	2,908,497	3,250,478	899,773	395,199
Less: Consolidation adjustments	(912,494)	(995,018)	-	-
Retained earnings as per financial statements	1,996,003	2,255,460	899,773	395,199

Note:

* It is not practical to segregate the share of results from associated companies and joint ventures to realised and unrealised earnings/(losses).

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the context of Disclosure Pursuant to Bursa Malaysia Listing Requirements, issued by the Malaysian Institute of Accountants on 20 December 2010.

MATERIAL PROPERTIES OF THE GROUP

30 APRIL 2016

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM '000)
445-2,445-3,Myohoin Maekawa-Cho, Higashiojiodori Shibutani-sagaru, Higashiyama-ku, Kyoto (Four Seasons Hotel)	Freehold	20,513.02 sq m	Land held for development	N/A	19/08/2014	1,083,174
Beijing-Harbin Highway Yanjiao Economic and Technological Development Sanhe City, Hebei Province The People's Republic of China	Leasehold 40 years expiring on 25/01/2045	305,547 sq m	Land held for development	N/A	17/01/2005	944,460
Lot 28 (GRN 20366) Lot 403 (GRN 20428) Lot 728 (GRN 18054) Seksyen 2, Bandar Georgetown Daerah Timor Laut Pulau Pinang	Freehold	55.37 acres	Land for mixed development	N/A	31/03/2014	586,319
Yerae-dong, Seogwipo-si Jeju Special Self-Governing Province South Korea	Freehold	9.14 hectares	Land held for development	N/A	10/8/2009	541,968
Lot 41 Section 58 Jalan Ampang 55100 Kuala Lumpur	Freehold	2.71 acres	Commercial development	N/A	26/07/1995	523,272
KM 48, Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold	13,737.12 acres	Land held for development	N/A	1990 - 1997	286,532
Lot 352 Sek 20, Bandar Kuantan District of Kuantan, Kuantan, Pahang Darul Makmur	Freehold	5.46 acres	Shopping mall for rental	18	05/02/1991	270,003
Mukim of Sungei Tinggi (15 lots) and Mukim of Batang Berjuntai (8 lots) District of Ulu Selangor, Kuala Selangor Selangor Darul Ehsan	Freehold	3,200.76 acres	Land for development	N/A	04/08/1995	249,176
KM 48, Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold	209.4 acres	Golf course & club house, Japanese tea house & Convention center No.2, Chateau, helipad	3 to 19	N/A	236,093
Berjaya Times Square 14th, 15th floor and Service Suites at Tower B No. 1, Jln Imbi, Kuala Lumpur	Freehold	345,773 sq ft	541 units of service suites, hotel lobby, function rooms and storage area, penthouse	13	06/01/1998	209,621
No. 38, Xinggong West Street Yanjiao Development Zone Sanhe City, Hebei Province The People's Republic of China	Leasehold 70 years expiring on 15/01/2071	Phase I: 12,980.56 sq m Phase II: 50,301.59 sq m Phase III: 138,791.41 sq m	French Village Phase I: 9 commercial blocks Phase II & III : 6 blocks of residence apartments & shoplots	N/A	02/03/2004	192,896

MATERIAL PROPERTIES OF THE GROUP

30 APRIL 2016

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM '000)
Land at District 10 Ho Chi Minh City, Vietnam	Leasehold 49 years expiring on 01/09/2059	66,388 sq m	Land for mixed development	N/A	15/06/2010	165,195
Lot 558, Lot 239, Lot 240-242, Lot 705, Lot 50000, Lot 50001, Lot 50002 Lot 705, PT 925-929 Teluk Dalam & Teluk Siang Pulau Redang Terengganu Darul Iman	Lot 558 - Freehold Lot 705, 50000 to 50002 - Leasehold 60 years expiring in year 2070 Lot 239, 240-242, PT 925-929 - Leasehold 60 years expiring in year 2051	613.68 acres	Beach resort (183 guest rooms and a villa)	>20	Lot 558 - in year 1990 Lot 705, 50000 to 50002 - in year 2010 Lot 239, 240-242, PT 925-929 - 16/10/1993	130,353
HS(D) 4/94, PT278 HS(D) 1017, PT140 HS(D) 1018, PT141 Mukim Padang Matsirat Daerah Langkawi Pulau Langkawi Kedah Darul Aman	PT278 - Leasehold expiring on 30/04/2069 PT140, 141 - Leasehold expiring on 30/03/2070	85.83 acres	Beach resort (424 guest rooms/ chalets)	23	PT278 : 27/05/1994 PT140, 141 : 30/03/2010	129,350
Lot 5001 to 5020 PN 14706 to 14714, 14721 to 14731 Daerah Rompin Bandar Tioman Pulau Tioman Pahang Darul Makmur	Leasehold 99 years expiring on 02/05/2107	201.39 acres	Land for hotel & resort operations (361 guest rooms)	29	30/12/1985	102,323
Geran No. 29726, Lot No. 1261 Seksyen 67 Daerah Kuala Lumpur (Plaza Berjaya, 12 Jalan Imbi Kuala Lumpur)	Freehold	161,405 sq ft	Land with office, residential block and shopping complex for rental	30	27/11/1989	99,500
KM48, Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Freehold	12.35 acres	Japanese Tatami Suites & Spa/ Garden, Colmar Tropicale & Convention Centre No.1	34	1998	88,467
GM931 Lot 57, GM841 Lot 58, Geran 26066 Lot 1, Geran 26067 Lot 2, GM 1772 Lot 49, Seksyen 94B Mukim Kuala Lumpur	Freehold	387,920 sq ft	Vacant development land	N/A	03/05/2012	87,229
Lot PT No.4805 & 4806 HS (D) No 81319 & 81320 Mukim Petaling, Kuala Lumpur	Freehold	7,129,260 sq ft	Club house and golf course	>24	05/09/1991	86,668
287 parcels of land at Onna-son Okinawa Island, Japan	Freehold	96,675 sq m	Land held for development	N/A	Since 15/07/2009	82,808
Lot 001165 Geran 5868 Wisma Cosway Jalan Raja Chulan Kuala Lumpur	Freehold	292,534 sq ft	Shopping podium with shoplots/ offices/ apartments for rental	32	08/11/1997	77,805

MATERIAL PROPERTIES OF THE GROUP

30 APRIL 2016

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM '000)
12-01, Berjaya Times Square No.1 Jalan Imbi Kuala Lumpur	Freehold	106,890 sq ft	Commercial office premises	13	11/09/1996	68,000
11th Floor Berjaya Times Square No.1, Jalan Imbi Kuala Lumpur	Freehold	104,844 sq ft	1 floor of office space of an integrated commercial development for rental	13	06/01/1998	65,256
164-166 Sussex Gardens London W2 1UD United Kingdom	Freehold	Approx 3,926 sq ft	Hotel operation (46 guests rooms)	>151	21/09/2014	56,484
13th Floor, Berjaya Times Square No.1 Jalan Imbi Kuala Lumpur	Freehold	106,315.13 sq ft	1 floor of office space of an integrated commercial development for rental	13	06/01/1998	55,775
7835 Makati Avenue Corner Eduque Street Makati City, The Philippines 1209	Freehold	586 sq m	Hotel - 223 guest rooms	15	04/12/2009	52,814
ANSA Kuala Lumpur No. 101, Jalan Bukit Bintang Kuala Lumpur	Leasehold 60 years expiring on 30/04/2062	22,852 sq ft	Hotel (168 guest rooms)	>37	05/05/2008	52,466
Lot 4916 (PT 1927) & 5871 (PT 2055) Mukim of Hulu Kelang District of Gombak Taman Tun Abdul Razak Ampang Jaya Selangor Darul Ehsan	Leasehold expiring on 17/06/2078	67.19 acres	Club house and golf course	30	01/10/1984	52,301
HS(D) 11814, Lot 11527 Lot 1 to 8, Lot 49 to 55 Taman Tun Abdul Razak Ampang, Selangor Darul Ehsan	Freehold	351,903 sq ft	Land held for development	N/A	22/12/1990	50,087
139 strata shop lots located on Ground, First and Second floor Wisma Cosway No. 88, Jalan Raja Chulan Kuala Lumpur	Freehold	44,941 sq ft	Shoplots & office for rental	32	08/06/2009	50,037

MATERIAL CONTRACTS

Other than as disclosed in Notes 16, 29, 32, 34, 35, 40, 41, 47 and 48 to the financial statements for the financial year ended 30 April 2016, there were no other material contracts entered into by Berjaya Corporation Berhad and its subsidiary companies, involving Directors and major shareholders.

ADDITIONAL INFORMATION

The amount of non-audit fees incurred for services rendered to the Group for the financial year ended 30 April 2016 amounted to RM1,070,000.

GROUP ADDRESSES

FINANCIAL SERVICES

Inter-Pacific Securities Sdn Bhd
Inter-Pacific Asset Management Sdn Bhd
Level 13, West Wing
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2117 1888
Fax : 603-2144 1686
Website: www.paconline.com.my

Penang Office:
Canton Square
Level 2 & 3
56 Cantonment Road
10250 Penang
Tel : 604-226 8288
Fax : 604-227 6288

Johor Bahru Office:
95, Jalan Tun Abdul Razak
80000 Johor Bahru, Johor Darul Takzim
Tel : 607-223 1211
Fax : 607-224 6266

Danau Desa Office:
Ground Floor, 7-0-8
Jalan 3/109F
Danau Business Center
Danau Desa
58100 Kuala Lumpur
Tel : 603-7984 7796
Fax : 603-7984 7798

Bandar Baru Seri Petaling Office:
33 (1st Floor), Jalan Radin Bagus
Bandar Baru Seri Petaling
57000 Kuala Lumpur
Tel : 603-9056 2922
Fax : 603-9056 2923

**SaigonBank Berjaya Securities
Joint Stock Company**
Level 5 & 6, 2C Pho Duc Chinh Street
District 1, Ho Chi Minh City
Socialist Republic of Vietnam
Tel : 84 8 3914 3399
Fax : 84 8 3914 3388
Website : www.sbbjsjc.com.vn

Prime Credit Leasing Sdn Bhd
Level 13, West Wing
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 03-2148 1009

HOTELS & RESORTS DEVELOPMENT & MANAGEMENT

Berjaya Hotels & Resorts
Corporate Office:
Level 15 West, Berjaya Times Square Hotel, Kuala Lumpur
1 Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2142 9611
Fax : 603-2144 2526/2527
Email : bhr@berjayahotel.com
Website : www.berjayahotel.com

MALAYSIAN HOTELS & RESORTS

Berjaya Tioman Resort
Tioman Island Resort
P.O. Box 4, 86807 Mersing
Johor Darul Takzim
Tel : 609-419 1000
Fax : 609-419 1718
Email : tioman.rsvn@berjayahotel.com

Berjaya Langkawi Resort
Karong Berkunci 200
Burau Bay
07000 Langkawi
Kedah Darul Aman
Tel : 604-959 1888
Fax : 604-959 1886
Email : langkawi.rsvn@berjayahotel.com

The Taaras Beach & Spa Resort, Redang
P.O. Box 126, Main Post Office
20928 Kuala Terengganu
Terengganu Darul Iman
Tel : 609-630 8888
Fax : 609-630 8880
Email : reservation@thetaaras.com

Redang Island Resort
P.O.Box 106
20710 Kuala Terengganu
Terengganu Darul Iman
Tel : 609-630 8787
Fax : 609-630 8788
Email : reservation@redangislandresort.com

Georgetown City Hotel, Penang
1-Stop Midlands Park
Jalan Burmah
10350 Pulau Pinang
Tel : 604-227 7111
Fax : 604-226 7111
Email : reservation@georgetowncityhotel.com

Berjaya Times Square Hotel, Kuala Lumpur
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2117 8000
Fax : 603-2143 3352
Email : bth.rsvn@berjayahotel.com

**ANSA Kuala Lumpur (formerly known
as Piccolo Hotel, Kuala Lumpur)**
101, Jalan Bukit Bintang
55100 Kuala Lumpur
Tel : 603-2146 5000
Fax : 603-2146 5001
Email : reservation@ansakualalumpur.com

**Colmar Tropicale
Berjaya Hills, Pahang**
KM48, Persimpangan Bertingkat Lebuh raya Karak
28750 Bukit Tinggi
Bentong, Pahang Darul Makmur
Tel : 609-221 3666
Fax : 609-221 3828
Email : reservation@colmartropicale.com.my

**The Chateau Spa & Organic Wellness Resort
Berjaya Hills, Pahang**
KM48, Persimpangan Bertingkat Lebuh raya Karak
28750 Bukit Tinggi
Bentong, Pahang Darul Makmur
Tel : 609-221 3888
Fax : 609-221 3886
Email : reservation@thechateau.com.my

OVERSEAS HOTELS & RESORTS

**Berjaya Beau Vallon Bay Resort
& Casino - Seychelles**
P.O. Box 550, Victoria
Mahe, Seychelles
Tel : 248-4287-287
Fax : 248-4247-943
Email : mahe.inquiry@berjayahotel.com

Berjaya Praslin Resort - Seychelles
Anse Volbert, Praslin, Seychelles
Tel : 248-286 4286
Fax : 248-244 4232
Email : praslin.rsvn@berjayahotel.com

Berjaya Eden Park London Hotel - United Kingdom
35-39, Inverness Terrace
Bayswater, London W2 3JS
United Kingdom
Tel : 44-20-7221-2220
Fax : 44-20-7221-2286
Email : info.london@berjayahotel.com

The Castleton Hotel, London - United Kingdom
164-166 Sussex Gardens
London W2 1UD, United Kingdom
Tel : 44-20-7706 4666
Fax : 44-20-7706 2288
Email : info@castletonhotel.com

Berjaya Hotel Colombo - Sri Lanka
36, College Avenue, Mount Lavinia
Sri Lanka
Tel : 941-273 9610
Fax : 941-273 3030
Email : reserve_bmrhb@sitnet.lk

Sheraton Hanoi Hotel - Vietnam
K5 Nghi Tam
11, Xuan Dieu Road
Tay Ho District
Hanoi, Socialist Republic of Vietnam
Tel : 84-4-3719 9000
Fax : 84-4-3719 9001
Email : reservations.hanoi@sheraton.com

InterContinental Hanoi Westlake - Vietnam
1A, Nghi Tam, Tay Ho
Hanoi, Socialist Republic of Vietnam
Tel : 84-4-6270 8888
Fax : 84-4-6270 9999
Email : reservation.hanoi@ihg.com

Long Beach Resort, Phu Quoc - Vietnam
Group of Households 4
Cua Lap Hamlet, Duong To Commune
Phu Quoc District, Kien Giang Province
Socialist Republic of Vietnam
Tel : 84-77 398 1818
Fax : 84-77 397 8027
Email : reservation@longbeach-phuquoc.com

Berjaya Makati Hotel - Philippines
7835, Makati Ave
cor. Eduque Street
Makati City, Manila
Philippines 1209
Tel : 632 - 750 7500
Fax : 632 - 750 6783
Email : manila.inquiry@berjayahotel.com

CLUBS & RECREATION

Kelab Darul Ehsan, Selangor
Taman Tun Abdul Razak
Jalan Kerja Air Lama
68000 Ampang Jaya
Selangor Darul Ehsan
Tel : 603-4257 2333
Email : kde@berjayaclubs.com

**Bukit Kiara Equestrian & Country Resort,
Kuala Lumpur**
Jalan Bukit Kiara
Off Jalan Damansara
60000 Kuala Lumpur
Tel : 603-2093 1222
Email : kiara@berjayaclubs.com

Bukit Jalil Golf & Country Resort, Kuala Lumpur
Jalan Jalil Perkasa 3, Bukit Jalil
57000 Kuala Lumpur
Tel : 603-8994 1600
Email : jalil@berjayaclubs.com

GROUP ADDRESSES

Berjaya Hills Golf & Country Club

KM48, Persimpangan Bertingkat Lebuhraya Karak
Bukit Tinggi
28750 Bukit Tinggi, Bentong
Pahang Darul Makmur
Tel : 609-288 8180
Email : bhgccc@bhillsgolf.com

Bukit Banang Golf & Country Club, Johor

1, Persiaran Gemilang
Bandar Banang Jaya
83000 Batu Pahat
Johor Darul Takzim
Tel : 607-428 6001
Email : banang@berjayaclubs.com

Staffield Country Resort, Negeri Sembilan

Batu 13, Jalan Seremban-Kuala Lumpur
71700 Mantin
Negeri Sembilan Darul Khusus
Tel : 603-8766 6117
Email : staffield@berjayaclubs.com

Tioman Island Golf Club, Pahang

P.O. Box 4
86807 Mersing
Johor Darul Takzim
Tel : 609-419 1000 (Ext. 1574)
Email : tioman.golf@berjayahotel.com

VACATION TIMESHARE & TRAVEL

Berjaya Vacation Club Berhad - Kuala Lumpur

Lot 5-04, 5th Floor
Fahrenheit 88
179, Jalan Bukit Bintang
55100 Kuala Lumpur
Tel : 603-2116 9999
Fax : 603-2141 9288/2148 6879
Email : bvc@berjaya.com.my

Berjaya Air Sdn Bhd

Head Office:
Lot AM1, Skypark Terminal
47200 Subang, Selangor Darul Ehsan
Tel : 603-7847 3550
Fax : 603-7842 2038

PROPERTY INVESTMENT & DEVELOPMENT

Main Office:

Level 12 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 03-2149 1999/2142 8028
Fax : 03-2143 2028/2145 2126
Email : property@berjaya.com.my

Property Gallery:

02-20, Level 2 (West Wing)
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 03-2149 1999/2142 8028
Fax : 03-2145 1921
Email : property@berjaya.com.my

Property Management:

Level 12 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2149 1591/92
Fax : 603-2145 2805
Email : groupcondo@berjaya.com.my

Vietnam Office:

Berjaya VFC Limited
Berjaya VIUT Limited
Berjaya - D2D Co. Limited
6th Floor, Bao Viet Tower
233 Dong Khoi Street
Ben Nghe Ward, District 1
Ho Chi Minh City
Socialist Republic of Vietnam
Tel : 84-8-3521 0038 (General)
: 84-8-3521 0001 (Marketing)
Fax : 84-8-3521 0039

Berjaya - Handico12 Co., Ltd., Hanoi

The Pavilion
Ha Noi Garden City
Thach Ban Ward, Long Bien District
Hanoi, Socialist Republic of Vietnam
Tel : 84-4-3652 6666
Fax : 84-4-3652 6668

China Office:

Berjaya Sanhe Real Estate
Development Co. Ltd.
38 Xing Gong West Street
Yanjiao Development Zone
065201 Sanhe City
People's Republic of China
Tel : 86-316-332 0309/332
Fax : 86-316-332 0310

Property Addresses:

Indah UPC Shops
3 1/2 Mile, Jalan Kelang Lama
58000 Kuala Lumpur

Kelang Lama New Business Centre

Gemilang Indah Apartments
Jalan 2/110A
Batu 3 1/2, Jalan Kelang Lama
58200 Kuala Lumpur

Pines Condominiums

No. 116, Jalan Sultan Abdul Samad
Brickfields
50470 Kuala Lumpur

Ixora Apartments

Jalan Rusa, Off Jalan Tun Razak
50400 Kuala Lumpur

Robson Condominiums

Jalan 2/87D, Robson Heights
Persiaran Syed Putra 2
50470 Kuala Lumpur

1 Petaling Residences & Commerz @ Sg. Besi

Jalan 1C/149, Off Jalan Sungai Besi
57100 Kuala Lumpur

Petaling Indah Condominiums

No 2, Jalan 1C/149, Off Jalan Sungai Besi
57100 Kuala Lumpur

Sri Pelangi Condominiums

Sri Pelangi Shops & Apartments
No. 126, Jalan Genting Kelang, Setapak
53300 Kuala Lumpur

Taman Cemerlang

Cemerlang Heights
Cemerlang Court
Cemerlang Apartment
Cemerlang Shop/Office/Apartment
Jalan TC 1/5, Taman Cemerlang
Gombak
53100 Kuala Lumpur

Berjaya Park

Seksyen 32, 40460 Shah Alam
Selangor Darul Ehsan

Seputeh Heights

Jalan Bukit Seputeh, Seputeh Heights
Taman Seputeh
58000 Kuala Lumpur

Vasana 25

Jalan Bukit Seputeh 3, Vasana 25
Taman Seputeh Heights
58000 Kuala Lumpur

Subang Heights

Jalan SHT/SHB, Taman Subang Heights
47500 Subang Jaya
Selangor Darul Ehsan

The Peak @ Taman TAR

Off Jalan Sultan
Taman Tun Abdul Razak
68000 Ampang
Selangor Darul Ehsan

Greenfields Apartments

No. 8, Jalan 1/155B, Bukit Jalil
57000 Kuala Lumpur

Arena Green Apartments

Block F, Ground Floor
No. 3, Jalan 1/155A, Bukit Jalil
57000 Kuala Lumpur

Green Avenue Condominiums

No. 15, Jalan 1/155B, Bukit Jalil
57000 Kuala Lumpur

Savanna Bukit Jalil Condominiums

No. 5, Jalan 1/155A, Bukit Jalil
57000 Kuala Lumpur

Savanna 2 Bukit Jalil

No. 3, Jalan Jalil Perkasa 7
Bukit Jalil, 57000 Kuala Lumpur

Covillea Bukit Jalil

No. 8, Jalan Jalil Perkasa 7
Bukit Jalil, 57000 Kuala Lumpur

Jalil Link @ Bukit Jalil

Jalan 1/155B, Bukit Jalil
57000 Kuala Lumpur

The Link 2

Jalan Jalil Perkasa 1
Bukit Jalil,
57000 Kuala Lumpur.

KM1 East & West Condominiums @ Bukit Jalil

Jalan Jalil Perkasa
Bukit Jalil, 57000 Kuala Lumpur

Kinrara Ria Apartments

M.A.G. 2, Block A
Pangsapuri Kinrara Ria
Jalan TK 4/11, Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan
Tel : 603-8076 1587

Kinrara Putri Apartments

Jalan TK 4/12
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan
Tel : 603-8076 3258

GROUP ADDRESSES

Kinrara Low Cost Shops & Apartments

Jalan TK 4/13
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Mas Shops & Apartments

Jalan TK 4/14
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Mas Low Cost Shops

Jalan TK 4/13
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Shops, Offices & Apartments

Jalan TK 4/5
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Menara Bangkok Bank@Berjaya Central Park

Jalan Sultan Ismail/Jalan Ampang
50250 Kuala Lumpur

Berjaya Hills

KM48
Persimpangan Bertingkat Lebuhraya Karak
28750 Bukit Tinggi
Bentong, Pahang Darul Makmur
Malaysia
Tel : 609-288 8888
Fax : 609-288 3018

Batu Pahat Office:

Berjaya Land Development Sdn Bhd

74 & 75, Jalan Gemilang
Taman Banang Jaya
83000 Batu Pahat
Johor Darul Takzim
Tel : 607-428 8678
Fax : 607-428 8099
Email : bpoffice@berjaya.com.my

Penang Office:

C/O Penang Turf Club Race Course
Jalan Batu Gantung
10450 Pulau Pinang
Tel : 604-226 0682
Fax : 604-226 0631

Singapore Office:

Berjaya Corporation (S) Pte. Ltd.

67 Tanjong Pagar Road
Singapore 088488
Tel : 602-6227 7378
Fax : 602-6225 4066
Email : bcorp@berjaya.com.sg

Complexes:

Berjaya Megamall, Pahang

Lot 3-18, 3rd Floor
Sri Dagangan Kuantan
Business Centre, Jalan Tun Ismail
25000 Kuantan
Pahang Darul Makmur
Tel : 609-508 8188
Email : megamall@berjaya.com.my

Plaza Berjaya, Kuala Lumpur

Lot 2.05, 2nd Floor
Podium Block Plaza Berjaya
No. 12, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2141 2818
Email : pberjaya@berjaya.com.my

Kota Raya Complex, Kuala Lumpur

Lot 5.0A-1, Level 5, Kota Raya Complex
Jalan Tun Tan Cheng Lock
50000 Kuala Lumpur
Tel : 603-2072 2562
Email : kotaraya@berjaya.com.my

Wisma Cosway

Jalan Raja Chulan
50200 Kuala Lumpur

CONSUMER MARKETING, DIRECT SELLING & RETAIL

Cosway (M) Sdn Bhd

www.cosway.com.my
www.ecosway.com

Head Office:

2nd Floor, Wisma Cosway
Jalan Raja Chulan
50200 Kuala Lumpur
Tel : 603-2030 1000
Email : info@cosway.com.my

eCosway.com Sdn Bhd

Lot 12A.07, 12A Floor
Wisma Cosway, Jalan Raja Chulan
50200 Kuala Lumpur
Tel : 03-2030 1000
Email : customerservice@ecosway.com

Country Farms Sdn Bhd

Unit-C2 Natco Industrial Park
Lot 9 Lorong Kelulii 1B
Kawasan Perindustrian Bukit Raja Selatan
Seksyen 7, 40000 Shah Alam, Selangor Darul Ehsan
Tel : (603) 3342 4401/3342 4402
Fax : (603) 3342 4404
Email : info@countryfarmorganics.com

Berjaya Books Sdn Bhd

Borders Headquarters
No. 26, Jalan PJU 3/49
Sunway Technology Park
Sunway Damansara,
47810 Petaling Jaya, Selangor Darul Ehsan
Tel : 603-7803 9000

Mothers En Vogue Sdn Bhd

Lot 5.45.02, Level 5, Pavillion KL
168, Jalan Bukit Bintang
55100 Kuala Lumpur
Tel : 603-2141 0252

Sweet Spot Digital (Malaysia) Sdn Bhd

18th Floor, Office Block
Menara BGI, Plaza Berjaya
No. 12 Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2142 7288

Boxit Holdings Sdn Bhd

Block 4805, Unit 1 Level 3
Jalan Perdana, CBD Perdana 2
63000 Cyberjaya, Selangor Darul Ehsan
Tel : 603-8688 2659
Email : customer@boxit.com.my

MOTOR TRADING AND DISTRIBUTION

Berjaya China Motor Sdn Bhd

Lot 3, Jalan 225, Section 51A
46100 Petaling Jaya, Selangor Darul Ehsan
Tel : 603-7954 1188
Fax : 603-7955 1189

H.R. Owen Plc.

Melton Court
25-27 Old Brompton Road
London SW7 3TD United Kingdom
Tel : 020-7245 1122
Website : www.hrowen.co.uk

GAMING & LOTTERY MANAGEMENT

Sports Toto Malaysia Sdn Bhd

Lot 13-01, Level 13 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2148 9888
Email : webmaster@sportstoto.com.my
Website : www.sportstoto.com.my

Berjaya Philippines Inc.

Philippine Gaming Management Corporation

9th Floor, Rufino Pacific Tower
6784 Ayala Avenue corner V.A. Rufino Street
Makati City
Metro Manila, Philippines
Tel : 632-811 0668
Fax : 632-811 2293
Website : www.berjaya.com.ph

International Lottery & Totalizator Systems, Inc., USA

2310 Cousteau Court
Vista (San Diego)
California 92081-8346
United States of America
Tel : 1-760-598 1655
Fax : 1-760-598 0219
Website : www.ilts.com

Berjaya Gia Thinh Investment Technology Joint Stock Company

Level 17, Lim II Building
62A Cach Mang Thang Tam
Ward 6, District 3
Ho Chi Minh City
Socialist Republic of Vietnam
Email : info@bgt.com.vn

FOOD & BEVERAGE

Berjaya Roasters (M) Sdn Bhd

Lot 09-16, Level 9, East Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2119 9888
Fax : 603-2142 7688
Email : broasters@krr.com.my

PT Boga Lestari Sentosa

Ruko Kebayoran Arcade II
Block B1 No. 5, Pondok Jaya - Pondok Aren
Bintaro Jaya, Sektor 7, Tangerang 15224 Indonesia
Tel : +62 21 7486 7138
Fax : +62 27 7486 7168
Email : info@krr.co.id

Roasters Asia Pacific (M) Sdn Bhd

Lot 7-33, Level 7, East Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2119 9888

Kenny Rogers Roasters Catering (Shenzhen) Company Ltd.

Room 406, Anhui Building, Shennan Blvd
Futian District, Shenzhen
People's Republic of China
Tel : +86 755 8323 2977

GROUP ADDRESSES

Jollibean Foods Pte Ltd, Singapore

No. 63, Ubi Avenue 1
07-06, Boustead House
Singapore 408937
Tel : +65 6746 3877
Fax : +65 6746 8802

Berjaya Jollibean (M) Sdn Bhd

Lot 07-33, Level 7, West Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2145 3259
Fax : 603-2143 4085

Berjaya Starbucks Coffee Company Sdn Bhd

Lot 10-04, Level 10, West Wing
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2052 5888
Fax : 603-2052 5889

Berjaya Food Supreme Sdn Bhd

95, Jalan Pemanaha
Bandar Seri Begawan BS8811
Brunei Darussalam
Tel : 03-2052 5888
Fax : 03-2052 5889

Wen Berjaya Sdn Bhd

Lot 09-23, Level 9, West Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2119 7272

Berjaya Krispy Kreme Doughnuts Sdn Bhd

Lot 08-04, Level 8, East Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2141 2699

Berjaya Papa John's Pizza Sdn Bhd

Lot 09-23, Level 9, West Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2119 7272
Email : enquiry@papajohns.com.my

RU Cafe Sdn Bhd

Head Office:
Level 10, East Wing,
Berjaya Times Square
No.1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2119 6660
Fax : 603-2141 0501
Email : info@rasautara.com.my

Budi Impian Sdn Bhd

Asahi Japanese Restaurant
LG 73 & 74, Lower Ground Floor, East Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur

Hard Rock Café Seoul

5F, Lotte World Mall, 300, Olympic-ro
Songpa-gu, Seoul, 138-240, South Korea
Tel : +82-2-418-7625
Email : Info@HardRockKorea.co.kr

ENVIRONMENTAL SERVICES

KUB-Berjaya Enviro Sdn Bhd

Berjaya Engineering Construction Sdn Bhd
09-03 & 09-05, Level 9, East Wing
Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2688 6333
Fax : 603-2688 6332

Berjaya Green Resources Environmental Engineering (Foshan) Co. Ltd.

Unit 1506 & 1508, Level 15
Garden Hotel Commercial Building
No.39, Central of Guanghai Main Road
Xinan Sub-District, Sanshui District
Foshan City, Guangdong Province
People's Republic of China
Tel : +86 757 8778 7338
Fax : +86 757 8772 2938

Dragon Spring Group (China Operations)

Room 2208-10, Block B, Wanda Square
Yuanfei Road, Kuiwen District
Weifang, Shandong Province
People's Republic of China
Tel : +86-536-211 9861
Fax : +86-536-229 0388

Dragon Spring Water (Linqu) Co., Ltd.

No. 3 Longquan South Road
Linqu County, Shandong Province
People's Republic of China
Tel : +86-536-316 6530/0536-31 6636
Fax : +86-536-318 7773

Dragon Spring Water (Tianchang) Co., Ltd.

No. 2 Shuiyuan Lane Qianqiu Road
Tianchang City, Anhui Province
People's Republic of China
Tel : +86-550-704 1393
Fax : +86-550-704 1393

Dragon Spring Water (Taian) Co., Ltd.

Taian Dawenkou Gypsum Industrial Park
Daiyue District, Taian City
Shandong Province
People's Republic of China
Tel : +86-538-536 5091
Fax : +86-538-816 0851

Longxi Water Supply Co

Level 4, Hong Hui Building, Longxi Town
Bolou County, Huizhou, Guangdong Province
People's Republic of China
Tel : +86-752-6678337

Pengfa Water Supply Co

Xiao Feng Gang, Longxi Town, Bolou County
Huizhou, Guangdong Province
People's Republic of China
Tel : +86-752-6387000

Zhiwang Water Supply Co

Xiao Feng Gang, Longxi Town, Bolou County
Huizhou, Guangdong Province
People's Republic of China
Tel : +86-752-6387000

WHOLESALE DISTRIBUTION

Kimia Suchi Sdn Bhd

21, Jalan TUDM, Subang New Village
40000 Shah Alam
Selangor Darul Ehsan
Tel : 603-7847 6268
Email : nrathor@ksuchi.com.my

EDUCATION

Informatics Education Ltd

Informatics Campus
133, Middle Road
05-01, BOC Plaza
Singapore 188974
Tel : 65-6580 4555
Fax : 65-6565 1371
Website : www.informaticseducation.com

Berjaya Higher Education Sdn Bhd

Berjaya University College of Hospitality
Level 11 (West Wing), Berjaya Times Square
No. 1, Jalan Imbi, 55100 Kuala Lumpur
Tel : 603-2687 7000
Fax : 603-2687 7001
Email : info@berjaya.edu.my

TELECOMMUNICATIONS

REDtone International Bhd

Suites 22-30, 5th floor, IOI Business Park
47100 Puchong, Selangor Darul Ehsan
Tel : 603-8073 2288
Fax : 603-2773 9015
Website : www.redtone.com

OTHERS

Taiga Building Products Ltd.

Suite 800-4710 Kingsway
Burnaby, BC V5H4M2 Canada
Tel : 1604-4381471

Graphic Press Group Sdn Bhd

3, Jalan PJS 3/2 (Jalan Medan 3)
Taman Medan, PJS3
46000 Petaling Jaya
Selangor Darul Ehsan
Tel : 603-7783 9988
Fax : 603-7785 3633

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
Berjaya Land Berhad (“BLand”) and its unlisted subsidiaries:		
BLand and its subsidiary companies	Provision of leasing and hire purchase facilities by Prime Credit Leasing Sdn Bhd (“PCL”)	784
	Sale of stationery products by Inter-Pacific Trading Sdn Bhd (“IPTSB”)	125
	Provision of education and staff training services by Berjaya Education Sdn Bhd (“BEducation”)	97
	Supply of cleaning chemical products by Kimia Suchi Marketing Sdn Bhd (“KSMSB”)	518
	Loyalty reward fees receivable by BLoyalty Sdn Bhd (“BLoyalty”) for managing the loyalty card programme	99
	Provision of share registration, printing and mailing services by Berjaya Registration Services Sdn Bhd (“BRegistration”)	75
	Provision of human resource management services and other related services by E.V.A. Management Sdn Bhd (“EVA Management”)	58
Sri Panglima Sdn Bhd	Rental payable by Berjaya Krispy Kreme Doughnuts Sdn Bhd (“BKKD”) for renting of shoplots at No.1, 3 & 9, Jalan Kinrara 4/13, Puchong, Selangor	62
Berjaya Hospitality Service Sdn Bhd	Rental income receivable by Bukit Tinggi Tours Sdn Bhd for renting of cars as transportation for hotel guests use at Berjaya Times Square Hotel, Jalan Imbi, Kuala Lumpur	30
	Rental income receivable by Berjaya Higher Education Sdn Bhd (“BHigher Education”) for the café at Level 14, East, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	96
BLand	Management fees receivable by BCorp for services rendered that include, inter-alia, the provision of finance, secretarial and general administrative services	400
	Rental income receivable by Ambilan Imej Sdn Bhd (“AISB”) for renting of office premises at 12th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	1,092
	Rental income receivable by Stephens Properties Sdn Bhd (“SPSB”) for renting of office at Lot 6.07 and storage space at Lots 19D, 19E & 19F, and 25B, 25D & 25E, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	28

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
Berjaya Guard Services Sdn Bhd	Receipt of security guard services by Inter-Pacific Securities Sdn Bhd (“IPS”), Berjaya Books Sdn Bhd (“BBooks”), Graphic Press Group Sdn Bhd (“Graphic Press”), Cosway (M) Sdn Bhd (“CMSB”) and SPSB	495
	Rental income receivable by SPSB for renting of office at Lots 6.01, 6.02 & 6.03 Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	100
Berjaya Air Sdn Bhd	Wet lease charges payable by CMSB for aircraft leasing facilities	960
Klasik Mewah Sdn Bhd	Rental payable by Changan Berjaya Auto Sdn Bhd (“Changan Berjaya Auto”) for renting of premises at Lot 3, Jalan 225, Section 51A, Petaling Jaya, Selangor	144
Berjaya Golf Resort Berhad	Rental income receivable by SPSB for renting of storage space at Lots 20F, 22C, 22D, 22E, 26B & 26C, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	11
Nada Embun Sdn Bhd	Rental payable by IPS for renting of office at Lot 13-02, 13 th Floor, West Wing, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	1,079
Berjaya Land Development Sdn Bhd	Rental income receivable by SPSB for renting of storage space at Lot 20E, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	2
Pakar Angsana Sdn Bhd	Rental income receivable by SPSB for renting of storage space at Lots 20B, 20C, 20D, 21D, 22B & 23F, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	12
Tiram Jaya Sdn Bhd	Rental payable by BHigher Education per month for renting of apartment at Lot 8.5, 8 th Floor, Apartment Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur	26
Tioman Island Resort Berhad	Rental income receivable by SPSB for renting of storage space at Lot 22F, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	2
Nural Enterprise Sdn Bhd	Rental payable by IPTSB for renting of office at Lot 1.35A, 1st Floor, Podium Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur. Tenure of the agreement is for a period of 2 years and renewable thereafter	32
	Rental payable by BHigher Education for renting of Units 5.1, 5.2, 6.1, 6.6, 7.1, 7.2, 7.4, 7.5, 7.6, 8.1, 8.2, 8.6, 9.6, 10.2, 10.6, 11.2, 11.3, 11.4, 12.1, 12.3, 13.1, 13.3 and 13.4 of Apartment Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur	512
	Rental payable by BLoyalty for renting of office at Lots 7A, 7B and 7C, 7 th Floor, Office Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur	102
Cempaka Properties Sdn Bhd	Rental payable by CMSB for renting of shoplot at Lot G-67, Ground Floor, Berjaya Megamall, Jalan Tun Ismail, Kuantan	123

**RECURRENT RELATED PARTY TRANSACTIONS
OF A REVENUE OR TRADING NATURE
FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016**

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
Berjaya Hotels & Resorts (Singapore) Pte. Ltd.	General marketing charges receivable by Berjaya Hills Berhad (“BHills”)	45
Total		7,109
Berjaya Sports Toto Berhad (“BToto”) and its unlisted subsidiaries:		
BToto and its subsidiary companies	Provision of education and staff training services by BEducation	67
	Supply of stationery products by IPTSB	111
	Provision of Toto betting slips and other printing services by Graphic Press	14,465
	Provision of leasing and hire purchase facilities by PCL	524
	Supply of motor vehicles, components parts and other related products and services by Berjaya China Motor Sdn Bhd	–
	Provision of human resource management services and other related services by EVA Management	76
BToto	Management fees receivable by BCorp for services rendered that include, inter-alia, the provision of finance, secretarial and general administrative services	720
	Provision of share registration services by BRegistration	814
	Rental income receivable by SPSB for renting of storage space at Lots 26E & F, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	4
	Rental income receivable by AISB for renting of office at part of Level 12, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	2,535
Magna Mahsuri Sdn Bhd	Rental payable by BHigher Education for renting of office at Level 11, Berjaya Times Square, Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter	2,331
Sports Toto Fitness Sdn Bhd	Supply of cleaning chemical products and toiletries by KSMSB	12
FEAB Properties S/B	Rental payable by BHigher Education for renting of apartment at Unit 5.5,5 th Floor, Apartment block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter	8
Total		21,667

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM'000)
Berjaya Assets Berhad (“BAssets”) and its unlisted subsidiaries:		
BAssets	Provision of share registration services by BRegistration	41
BAssets and its subsidiary companies	Supply of stationery products and printing services by IPTSB	46
	Provision of education and staff training services by BEducation	1
	Supply of cleaning chemical products by KSMSB	7
	Provision of human resource management services by EVA Management*	4
	Loyalty reward fees received by BLoyalty for managing the loyalty card programme	3
BTS Car Park Sdn Bhd	Parking charges payable monthly by BCorp Group for leasing of parking bays	363
Berjaya Times Square Sdn Bhd (“BTSSB”)	Rental payable by Wen Berjaya Sdn Bhd (“Wen Berjaya”) for renting of café at Lot 03-75A & 03-89, 3 rd Floor, Berjaya Times Square, Jalan Imbi, 55100 Kuala Lumpur	167
	Rental payable by Wen Berjaya for renting of office at Lots 09-19, 09-20 & 09-21, 9 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	54
BTSSB	Rental payable by KUB-Berjaya Enviro Sdn Bhd (“KUB-Berjaya Enviro”) renting of office at Lots 09-01, 09-02, 09-03, 9 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	232
BTSSB	Rental payable by Berjaya Engineering Construction Sdn Bhd for renting of office at Lots 09-37, & 09-39, 9 th Floor, Berjaya Times Square, Jalan Imbi, 55100 Kuala Lumpur	40
BTSSB	Rental payable by Roasters Asia Pacific (M) Sdn Bhd (“RAPM”) for renting of office at Lot 07-24, 7 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	145
BTSSB	Rental payable by CMSB for renting of shoplots at Lots LG-12 & LG-20, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	447
BTSSB	Rental payable by BKKD for renting of showroom cum office at Lots 08-29, 08-30, 08-32 & 08-33, 8 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	92

**RECURRENT RELATED PARTY TRANSACTIONS
OF A REVENUE OR TRADING NATURE
FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016**

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
BTSSB	Rental payable by Berjaya Papa John’s Pizza Sdn Bhd (“Berjaya Papa John’s Pizza”) for renting of office at Lots 09-16, 09-17 & 09-18, 9 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	70
	Rental payable by Berjaya Papa John’s Pizza for renting of café at Lots G-07, G-07A, G-07B and G-08B, Ground Floor, walkway area, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	349
BTSSB	Rental payable by BHills for renting of office at Lots 08-65, 08-66 & 08-67, 8 th Floor, Berjaya times Square, Jalan Imbi, Kuala Lumpur	74
BTSSB	Rental payable by Berjaya College Sdn Bhd (formerly known as Academy of Nursing (M) Sdn Bhd) for renting of office at Lots 10-11, 10-12 & 10-12A, 10 th Floor, and Lot 11-02A, 11 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	569
BTSSB	Rental payable by BHigher Education for renting of premises at Lot 14-01, 14 th Floor, shoplots at Lots 09-23, 09-24, 09-25, 09-45, 09-45A, 09-46, 09-47, 09-48 & 09-50, 9 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	1,316
BTSSB	Rental payable by BRegistration for renting of shoplot at Lot 06-01, 6 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	197
	Rental payable by BRegistration for renting of office at Lot 10-02A, 10 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	265
BTSSB	Rental payable by BBooks for renting of shoplot at Lots LG-10, 11 & 11A, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	113
BTSSB	Rental payable by RU Café Sdn Bhd (“RU Café”) for renting of office at Lots 09-05 & 09-09, 9 th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	36
BTSSB	Rental payable by IPS for renting of premise at rooftop, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	6
Sapphire Transform Sdn Bhd	Rental payable by RU Café for renting of shoplots at Lot G-09, 09B & 09E, Ground Floor, Berjaya Times Square, Jalan Imbi, 55100 Kuala Lumpur	90
Total		4,727

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
Berjaya Media Berhad (“BMedia”) and its unlisted subsidiary companies:-		
BMedia	Provision of share registration services and printing to mailing by BRegistration	61
	Management fees receivable by BCorp for services rendered that include, inter-alia, the provision of finance, secretarial and general administrative services	120
	Provision of education and staff training services by BEducation	6
	Provision of human resource management services by EVA Management	1
Sun Media Corporation Sdn Bhd	Procurement of advertising and publishing services by the BCorp Group	999
	Provision of transportation services by Successline (M) Sdn Bhd and Securexpress Services Sdn Bhd (“Securexpress Services”)	154
Total		1,341
7-Eleven Holdings and its unlisted subsidiary company:-		
7-Eleven	Provision of education and staff training services by BEducation	1
	Provision of transportation services by Securexpress Services	14,885
	Provision of share registration services and other related services by BRegistration	52
	Rental paid by Berjaya Papa John’s Pizza renting of shoplot at part of Ground Floor, No. 32, Jalan Sultan Ismail, Kuala Lumpur	80
	Rental income received by Securexpress Services for renting of storage space at No. 16, Jalan Kecapi 33/2, Taman Perindustrian Elite, Seksyen 33, Shah Alam, Selangor	57
	Loyalty reward fees received by BLoyalty for managing the loyalty card programme	6
	Rental paid by Berjaya Channel Sdn Bhd (“Berjaya Channel”) for renting of advertisement space at outlets of 7-Eleven	1,500
	Rental payable by CMSB for renting of kiosk at Lots 48651 & 48652, Jalan Sri Hartamas 22, Kuala Lumpur	57
	Provision of human resource management services by EVA Management	4
Total		16,642

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
Other related parties:-		
Qinetics Solutions Sdn Bhd and its subsidiary company (a)	Purchase of hardware and networking equipment and receipt of information technology consultancy, maintenance and management services by the BCorp Group	1,201
	Receipt of network hosting services by EVA Management	118
MOL.com and its subsidiary companies (a)	Provision of human resource management services by EVA Management	2
Berjaya Retail Berhad (a)	Provision of share registration services and printing to mailing by BRegistration	6
	Provision of human resource management services by EVA Management	6
Berjaya RadioShack Sdn Bhd (a)	Rental income receivable by BBooks for renting of shoplot at Lot T-216B, 3 rd Floor, Garden Mall Mid Valley, Lingkaran Syed Putra, Kuala Lumpur	138
	Rental income receivable by BBooks for renting of shoplot at Lot G-16, Ground Floor, The Curve, Petaling Jaya, Selangor	90
	Rental income receivable by BBooks for renting of shoplot at Lot 1F-117B, 118 & 119, 1 st Floor, QueensBay Mall, Pulau Pinang	35
	Rental income receivable by BBooks for renting of shoplot at Lot L1-39/46/47, 1 st Floor, Tropicana City Mall, Petaling Jaya, Selangor	130
	Provision of leasing and hire purchase facilities by PCL	244
	Supply of stationery products by IPTSB	6
	Loyalty reward fees receivable by BLoyalty for managing the loyalty card programme	16
	Rental payable by Berjaya Channel for renting of warehouse at No. 5, Jalan PJS 11/20, Bandar Sunway, 46150 Petaling Jaya, Selangor. Rental is payable on a monthly basis	60
Singer (Malaysia) Sdn Bhd (a)	Supply of stationery products by IPTSB	224
Caring Pharmacy Group Berhad (a)	Provision of share registration services and printing to mailing by BRegistration	19
Roda Indah Motors Sdn Bhd (a)	Loyalty reward fees receivable by BLoyalty for managing the loyalty card programme	1
	Provision of human resource management services by EVA Management	7

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

FOR THE FINANCIAL YEAR ENDED 30 APRIL 2016

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiaries	Amount transacted during the financial year (RM’000)
U Mobile Sdn Bhd (“U Mobile”) (b)	Rental income receivable by BHills for renting of broadcasting facility at KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	107
	Provision of printing and mailing services by BRegistration	969
	Loyalty reward fees receivable by BLoyalty for managing the loyalty card programme	298
Total		3,677
Grand Total		55,163

Notes:

- Company where Tan Sri Dato’ Seri Vincent Tan Chee Yioun (“TSVT”), a major shareholder of the Company, is deemed to have an interest.
- A company in which Dato’ Sri Robin Tan Yeong Ching (“DSRTYC”) has interests. TSVT is also substantial shareholder of UMobile. TSVT is the father of DSRTYC.

STATEMENT OF DIRECTORS' SHAREHOLDINGS

AS AT 29 JULY 2016

The Company

	Number of Ordinary Shares of RM1.00 each			
	Direct Interest	%	Deemed Interest	%
Dato' Sri Robin Tan Yeong Ching	2,222,847	0.05	626,317,595	13.33
	–	–	5,000 *	0.00
Chan Kien Sing	47,688	0.00	–	–
Vivienne Cheng Chi Fan	12,000	0.00	18,000 *	0.00
Dato' Sri Azlan Meah Bin Hj Ahmed Meah	5,537	0.00	–	–
Freddie Pang Hock Cheng	217,388	0.00	143,300 *	0.00
Datuk Robert Yong Kuen Loke	1,020,918	0.02	–	–
Tan Sri Datuk Abdul Rahim Bin Haji Din	33,600	0.00	–	–

	Number of 5% Irredeemable Convertible Unsecured Loan Stocks 2012/2022 of RM1.00 nominal value each			
	Direct Interest	%	Deemed Interest	%
Dato' Sri Robin Tan Yeong Ching	2,620,500	0.41	66,329,000	10.28
	–	–	1,000 *	0.00
Chan Kien Sing	10,000	0.00	–	–
Vivienne Cheng Chi Fan	2,000	0.00	243,000 *	0.04
Nerine Tan Sheik Ping	132,000	0.02	–	–
Freddie Pang Hock Cheng	40,000	0.01	25,200 *	0.00
Datuk Robert Yong Kuen Loke	2,516,508	0.39	–	–
Tan Sri Datuk Abdul Rahim Bin Haji Din	5,600	0.00	–	–

	Number of Warrants 2012/2022			
	Direct Interest	%	Deemed Interest	%
Dato' Sri Robin Tan Yeong Ching	2,620,500	0.37	87,029,000	12.43
	–	–	1,000 *	0.00
Chan Kien Sing	10,000	0.00	–	–
Vivienne Cheng Chi Fan	2,000	0.00	134,000 *	0.02
Freddie Pang Hock Cheng	40,000	0.01	25,200 *	0.00
Datuk Robert Yong Kuen Loke	170,108	0.02	–	–
Tan Sri Datuk Abdul Rahim Bin Haji Din	5,600	0.00	–	–

STATEMENT OF DIRECTORS' SHAREHOLDINGS

AS AT 29 JULY 2016

Subsidiaries:-

Berjaya Land Berhad

	Number of Ordinary Shares of RM0.50 each			
	Direct Interest	%	Deemed Interest	%
Dato' Sri Robin Tan Yeong Ching	600,000	0.01	56,600,000	1.13
Nerine Tan Sheik Ping	2,000,000	0.04	–	–
Freddie Pang Hock Cheng	160,000	0.00	4,000 *	0.00
Datuk Robert Yong Kuen Loke	360,808	0.01	–	–

Berjaya Sports Toto Berhad

	Number of Ordinary Shares of RM0.10 each			
	Direct Interest	%	Deemed Interest	%
Dato' Sri Robin Tan Yeong Ching	1,007,142	0.07	–	–
Chan Kien Sing	3,610	0.00	–	–
Vivienne Cheng Chi Fan	–	–	41,211 *	0.00
Freddie Pang Hock Cheng	410,850	0.03	170,729 *	0.01
Dato' Dickson Tan Yong Loong	13,294	0.00	–	–
Datuk Robert Yong Kuen Loke	123,667	0.01	–	–

Berjaya Food Berhad

	Number of Ordinary Shares of RM0.50 each			
	Direct Interest	%	Deemed Interest	%
Dato' Sri Robin Tan Yeong Ching	2,089,300	0.55	–	–

Redtone International Berhad**

	Number of Ordinary Shares of RM0.10 each			
	Direct Interest	%	Deemed Interest	%
Freddie Pang Hock Cheng	–	–	50,000 *	0.01

	Number of 2.75% Irredeemable Convertible Unsecured Loan Stocks 2010/2020 of RM0.10 each			
	Direct Interest	%	Deemed Interest	%
Freddie Pang Hock Cheng	–	–	50,000 *	0.02

* Denotes Indirect interests pursuant to Section 134(12)(c) of the Companies Act, 1965.

** Redtone International Berhad became a subsidiary of the Group on 8 May 2015.

Save as disclosed, none of the other Directors of the Company had any interest in the shares, warrants and debentures of the Company or its related corporations as at 29 July 2016.

SUBSTANTIAL SHAREHOLDERS

AS AT 29 JULY 2016

Name	Number of Ordinary Shares of RM1.00 each			
	Direct Interest	%	Deemed Interest	%
1. Tan Sri Dato' Seri Vincent Tan Chee Yioun	1,072,302,900	22.82	1,074,207,732 (a)	22.86
2. Hotel Resort Enterprise Sdn Bhd	626,167,595	13.33	–	–
3. Dato' Sri Robin Tan Yeong Ching	2,222,847	0.05	626,317,595 (b)	13.33

(a) Deemed interested by virtue of his interests in Hotel Resort Enterprise Sdn Bhd, Nostalgia Kiara Sdn Bhd, Superior Structure Sdn Bhd, Ascot Sports Sdn Bhd, Berjaya Assets Berhad (the holding company of Berjaya Times Square Sdn Bhd and Sublime Cartel Sdn Bhd), Berjaya Media Berhad (the holding company of Gemtech (M) Sdn Bhd), B & B Enterprise Sdn Bhd (the holding company of Lengkap Bahagia Sdn Bhd and Nautilus Corporation Sdn Bhd) and HQZ Credit Sdn Bhd (the ultimate holding company of Desiran Unggul Sdn Bhd, Premier Mechandise Sdn Bhd and Berjaya Infrastructure Sdn Bhd) and his deemed interests in Berjaya Sompo Insurance Berhad and Lim Kim Hai Sales & Services Sdn Bhd.

(b) Deemed interested by virtue of his interest in Hotel Resort Enterprise Sdn Bhd and Ascot Sports Sdn Bhd.

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

ANALYSIS OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
less than 100	7,900	10.76	222,250	0.00
100 - 1,000	29,058	39.58	13,931,897	0.30
1,001 - 10,000	23,252	31.67	98,502,008	2.10
10,001 - 100,000	10,836	14.76	372,963,031	7.94
100,001 - 234,931,205	2,375	3.23	3,853,304,925	82.01
234,931,206* and above	1	0.00	359,700,000	7.65
Total	73,422	100.00	4,698,624,111	100.00

Note: There is only one class of shares in the paid-up capital of the Company. Each share entitles the holder to one vote.

* Denotes 5% of the total number of shares with voting rights in issue.

THIRTY LARGEST SHAREHOLDERS

	Name of Shareholders	No. of Shares	%
1	CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (EDG&CBD)	359,700,000	7.66
2	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	163,700,000	3.48
3	Maybank Securities Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Malayan Banking Berhad (MBB2 SWAP-M)	160,000,000	3.41
4	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (8087489)	153,610,100	3.27
5	Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	129,500,000	2.76
6	Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Hotel Resort Enterprise Sdn Bhd (CIB057)	119,200,000	2.54
7	Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Hotel Resort Enterprise Sdn Bhd	93,735,472	1.99
8	Vincent Tan Chee Yioun	84,000,000	1.79
9	Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	70,162,118	1.49
10	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Sublime Cartel Sdn Bhd (41408491163A)	68,000,000	1.45
11	Maybank Nominees (Tempatan) Sdn Bhd Maybank International (L) Ltd, Labuan For Premier Merchandise Sdn Bhd (211033)	60,000,000	1.28
12	CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (49877 PDZM)	58,200,000	1.24
13	Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd IPM For Maximum Ace Sdn Bhd	50,000,000	1.06
14	Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd IPM For Ong Kar Beau	50,000,000	1.06

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

Name of Shareholders	No. of Shares	%
15 MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (MGN-VTC0001M)	49,325,000	1.05
16 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	47,750,600	1.02
17 Cimsec Nominees (Tempatan) Sdn Bhd CIMB Bank For Vincent Tan Chee Yioun (PBCL-0G0361)	43,700,000	0.93
18 JF Apex Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (Margin)	39,500,000	0.84
19 ABB Nominee (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (OD Facility)	38,660,000	0.82
20 Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Premier Merchandise Sdn.Bhd.	37,299,850	0.79
21 Citigroup Nominees (Asing) Sdn Bhd CBNY For Dimensional Emerging Markets Value Fund	36,553,280	0.78
22 HSBC Nominees (Asing) Sdn Bhd Exempt An For J.P. Morgan Bank Luxembourg S.A. (JPM INTL BK LTD)	36,450,000	0.78
23 Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account For Vincent Tan Chee Yioun (01-00856-003)	35,345,682	0.75
24 Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Superior Structure Sdn Bhd	35,100,000	0.75
25 Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account For Vincent Tan Chee Yioun (01-00820-000)	35,000,000	0.74
26 Multi-Purpose Capital Holdings Berhad	35,000,000	0.74
27 HSBC Nominees (Asing) Sdn Bhd Exempt An For JPMorgan Chase Bank, National Association (U.S.A.)	34,189,900	0.73
28 Gemtech (M) Sdn Bhd	33,400,000	0.71
29 RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	32,630,000	0.69
30 RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	29,470,000	0.63
	2,219,182,002	47.23

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

ANALYSIS OF 5% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2012/2022 ("5% ICULS")

Size of 5% ICULS Shareholdings	No. of 5% ICULS Holders	%	No. of 5% ICULS	%
less than 100	158	3.60	7,439	0.00
100 - 1,000	1,405	32.00	915,940	0.14
1,001 - 10,000	1,731	39.43	7,595,161	1.18
10,001 - 100,000	816	18.59	27,985,554	4.34
100,001 - 32,249,909	277	6.31	437,891,584	67.89
32,249,910* and above	3	0.07	170,602,515	26.45
Total	4,390	100.00	644,998,193	100.00

* Denotes 5% of the 5% ICULS outstanding.

THIRTY LARGEST 5% ICULS HOLDERS

Name of 5% ICULS Holders	No. of 5% ICULS	%
1 Cimsec Nominees (Tempatan) Sdn Bhd CIMB For Rayvin Tan Yeong Sheik (PB)	89,124,349	13.82
2 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (EDG&CBD)	46,394,166	7.19
3 Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	35,084,000	5.44
4 Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Superior Structure Sdn Bhd	19,351,000	3.00
5 Cimsec Nominees (Tempatan) Sdn Bhd CIMB Bank For Rayvin Tan Yeong Sheik (PBCL-0G0022)	19,349,000	3.00
6 Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account For Vincent Tan Chee Yioun (01-00856-003)	19,037,899	2.95
7 Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (MX3999)	18,000,000	2.79
8 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (49877 PDZM)	17,700,000	2.74
9 Maybank Nominees (Tempatan) Sdn Bhd Maybank International (L) Ltd, Labuan For Premier Merchandise Sdn Bhd (211033)	17,047,000	2.64
10 Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Hotel Resort Enterprise Sdn Bhd	15,623,000	2.42
11 Wong Yoke Lian	14,111,000	2.19
12 Lim Khuan Eng	13,900,000	2.16
13 Vincent Tan Chee Yioun	12,239,300	1.90
14 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Sublime Cartel Sdn Bhd (41408491163A)	10,000,000	1.55
15 Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	9,334,000	1.45
16 Alliencegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (8087489)	9,100,000	1.41

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

Name of 5% ICULS Holders	No. of 5% ICULS	%
17 Cimsec Nominees (Tempatan) Sdn Bhd CIMB Bank For Vincent Tan Chee Yioun (PBCL-0G0361)	8,900,000	1.38
18 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Sublime Cartel Sdn Bhd (8083470)	8,830,000	1.37
19 Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Hotel Resort Enterprise Sdn Bhd (CIB057)	8,455,000	1.31
20 HSBC Nominees (Asing) Sdn Bhd BPSS LDN For Centrica Combined Common Investment Fund	8,295,700	1.29
21 DB (Malaysia) Nominee (Asing) Sdn Bhd BNYM SA/NV For Dalton Japanske Aktier (Kap Investin Pro)	7,955,585	1.23
22 Ho Chu Chai	7,335,800	1.14
23 Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Vincent Tan Chee Yioun (CIB057)	6,666,700	1.03
24 HSBC Nominees (Asing) Sdn Bhd Exempt An For The Bank Of New York Mellon (Mellon Acct)	6,080,220	0.94
25 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For B & B Enterprise Sdn Bhd	5,880,000	0.91
26 DB (Malaysia) Nominee (Asing) Sdn Bhd SSBT Fund Feyd For Fedex Corporation Employees Pension Trust	5,866,594	0.91
27 ABB Nominee (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (OD Facility)	5,444,000	0.84
28 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	5,000,000	0.78
29 CIMB Group Nominees (Tempatan) Sdn Bhd CIMB Bank Berhad (EDP 2)	4,206,100	0.65
30 Cimsec Nominees (Tempatan) Sdn Bhd CIMB Bank For Teo Ah Seng (PBCL-0G0241)	4,002,200	0.62
	458,312,613	71.05

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

ANALYSIS OF WARRANT HOLDERS (“WARRANT 2012/2022”)

Size of Warrant 2012/2022 Holdings	No. of Warrant 2012/2022 Holders	%	No. of Warrant 2012/2022	%
less than 100	187	4.20	8,834	0.00
100 - 1,000	1,418	31.87	896,894	0.13
1,001 - 10,000	1,548	34.80	6,516,776	0.93
10,001 - 100,000	904	20.32	37,890,451	5.41
100,001 - 35,004,291	387	8.70	320,137,872	45.73
35,004,292* and above	5	0.11	334,635,015	47.80
Total	4,449	100.00	700,085,842	100.00

* Denotes 5% of the Warrant 2012/2022 outstanding.

THIRTY LARGEST WARRANT 2012/2022 HOLDERS

Name of Warrant 2012/2022 Holders	No. of Warrant 2012/2022	%
1 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	95,560,166	13.65
2 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (EDG&CBD)	83,367,000	11.91
3 Cimsec Nominees (Tempatan) Sdn Bhd Exempt An For CIMB Commerce Trustee Berhad (PB-BTR2077)	68,678,849	9.81
4 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd (CBM4-TSVTCY)	46,822,000	6.69
5 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd (EDG-TSVT)	40,207,000	5.74
6 Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Arsam Bin Damis (AA0023)	19,500,000	2.79
7 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Superior Structure Sdn Bhd (CBM4-TSVTCY)	19,351,000	2.76
8 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (CBM- GR4 STL 15)	18,538,565	2.65
9 Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account - Ambank (M) Berhad For Premier Merchandise Sdn.Bhd.	17,047,000	2.43
10 Gooi Seong Chneh	10,000,000	1.43
11 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Sublime Cartel Sdn Bhd (8083470)	7,966,700	1.14
12 RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Cheah Lai Peng	7,000,000	1.00
13 Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Pantai Cemerlang Sdn Bhd	6,400,000	0.91
14 Chin Chin Seong	6,030,000	0.86
15 Inter-Pacific Equity Nominees (Asing) Sdn Bhd Berjaya Philippines INC	6,000,000	0.86

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

Name of Warrant 2012/2022 Holders	No. of Warrant 2012/2022	%
16 ABB Nominee (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (OD Facility)	5,444,000	0.78
17 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For B & B Enterprise Sdn Bhd	5,380,000	0.77
18 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (8087489)	5,100,000	0.73
19 Cimsec Nominees (Tempatan) Sdn Bhd CIMB Bank For Mak Ngia Ngia @ Mak Yoke Lum (MM0749)	4,799,600	0.69
20 RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Lim Chee Seong (CEB)	4,000,000	0.57
21 Lim Boon Liat	4,000,000	0.57
22 Mak Ngia Ngia @ Mak Yoke Lum	3,912,500	0.56
23 HQZ Credit Sdn. Bhd.	3,682,000	0.53
24 Soo Meng Chong Holdings Sdn Bhd	3,340,000	0.48
25 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Cha Ah Phoo @ Cheah Ah Phoo	3,338,971	0.48
26 Berjaya Times Square Sdn Bhd	3,313,000	0.47
27 Gemtech (M) Sdn Bhd	3,066,700	0.44
28 Robin Tan Yeong Ching	2,620,500	0.37
29 Cimsec Nominees (Tempatan) Sdn Bhd CIMB For Teo Ah Seng (PB)	2,549,400	0.36
30 Nostalgia Kiara Sdn Bhd	2,500,000	0.36
	509,514,951	72.79

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

ANALYSIS OF 2% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2016/2026 ("2% ICULS")

Size of 2% ICULS Shareholdings	No. of 2% ICULS Holders	%	No. of 2% ICULS	%
less than 100	–	0.00	–	0.00
100 - 1,000	83	88.30	83,000	0.06
1,001 - 10,000	1	1.06	2,000	0.00
10,001 - 100,000	1	1.06	87,000	0.06
100,001 - 6,890,207	3	3.19	15,569,170	11.30
6,890,208* and above	6	6.39	122,062,993	88.58
Total	94	100.00	137,804,163	100.00

* Denotes 5% of the 2% ICULS outstanding.

THIRTY LARGEST 2% ICULS HOLDERS

Name of 2% ICULS Holders	No. of 2% ICULS	%
1 Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	39,675,000	28.79
2 HSBC Nominees (Asing) Sdn Bhd Credit Suisse Securities (Europe) Limited For Penta Master Fund, Ltd (Client Account)	23,379,993	16.97
3 RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	22,800,000	16.55
4 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	16,077,000	11.67
5 MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (MGN-VTC0001M)	12,390,000	8.99
6 Citigroup Nominees (Asing) Sdn Bhd UBS AG For Penta Asia Long/Short Fund, Ltd	7,741,000	5.62
7 Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account For Vincent Tan Chee Yioun (01-00856-003)	5,865,780	4.26
8 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	5,820,000	4.22
9 Vincent Tan Chee Yioun	3,883,390	2.82
10 Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Arsam Bin Damis (AA0023)	87,000	0.06
11 Lew Kin Meng	2,000	0.00
12 Loy Soo Fong	1,000	0.00
13 Lim Kwi Neo	1,000	0.00
14 Lim Ah Choo	1,000	0.00
15 Marshitah Binti Abdul Rahim	1,000	0.00
16 Mohamad Nasir Bin Mohd Yusoff	1,000	0.00
17 Chai Lay Hong	1,000	0.00
18 Lee May Yee	1,000	0.00
19 Lim Kheng Kuan	1,000	0.00
20 Ong Choo Eng	1,000	0.00
21 Hon Kit Sin	1,000	0.00

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

	Name of 2% ICULS Holders	No. of 2% ICULS	%
22	Goh Sie Chin	1,000	0.00
23	Ernest Lau Lub Ding	1,000	0.00
24	Lim Seed Ling	1,000	0.00
25	Chong Li Chun	1,000	0.00
26	Hoon Seong Ong	1,000	0.00
27	Lee Hor Choo	1,000	0.00
28	Chong Tsuey Yann	1,000	0.00
29	Tan Thiam Chai	1,000	0.00
30	Goh Siew Lian	1,000	0.00
		137,740,163	99.95

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

ANALYSIS OF WARRANT HOLDERS (“WARRANT 2016/2026”)

Size of Warrant 2016/2026 Holdings	No. of Warrant 2016/2026 Holders	%	No. of Warrant 2016/2026	%
less than 100	–	0.00	–	0.00
100 - 1,000	84	84.00	84,000	0.01
1,001 - 10,000	1	1.00	5,000	0.00
10,001 - 100,000	2	2.00	83,000	0.01
100,001 - 35,324,833	7	7.00	133,281,532	18.87
35,324,834* and above	6	6.00	573,043,148	81.11
Total	100	100.00	706,496,680	100.00

* Denotes 5% of the Warrant 2016/2026 outstanding.

THIRTY LARGEST WARRANT 2016/2026 HOLDERS

Name of Warrant 2016/2026 Holders	No. of Warrant 2016/2026	%
1 HSBC Nominees (Asing) Sdn Bhd Credit Suisse Securities (Europe) Limited For Penta Master Fund, Ltd (Client Account)	144,712,368	20.48
2 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	130,000,000	18.40
3 Vincent Tan Chee Yioun	112,519,780	15.92
4 Citigroup Nominees (Asing) Sdn Bhd UBS AG For Penta Asia Long/Short Fund, Ltd	88,500,000	12.53
5 HSBC Nominees (Asing) Sdn Bhd CS SEC (Europe) Ltd For Paf II Ltd.	58,961,000	8.35
6 Scotia Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	38,350,000	5.43
7 HSBC Nominees (Asing) Sdn Bhd Credit Suisse Securities (Europe) Limited For Penta Asia Domestic Partners L.P. (Client Account)	26,913,542	3.81
8 MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun (MGN-VTC0001M)	24,780,000	3.51
9 RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	23,600,000	3.34
10 Citigroup Nominees (Asing) Sdn Bhd UBS AG For Penta Asia Domestic Partners, L.P.	18,982,811	2.69
11 Citigroup Nominees (Asing) Sdn Bhd UBS AG For Penta Master Fund, Ltd	15,119,619	2.14
12 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Vincent Tan Chee Yioun	12,154,000	1.72
13 Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account For Vincent Tan Chee Yioun (01-00856-003)	11,731,560	1.66
14 Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Arsam Bin Damis (AA0023)	68,000	0.01
15 Tan Kok Kiang	15,000	0.00
16 Lee Siew Boon	5,000	0.00

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 29 JULY 2016

Name of Warrant 2016/2026 Holders	No. of Warrant 2016/2026	%
17 Loy Soo Fong	1,000	0.00
18 Lim Kwi Neo	1,000	0.00
19 Lim Ah Choo	1,000	0.00
20 Marshitah Binti Abdul Rahim	1,000	0.00
21 Mohamad Nasir Bin Mohd Yusoff	1,000	0.00
22 Chai Lay Hong	1,000	0.00
23 Lee May Yee	1,000	0.00
24 Lim Kheng Kuan	1,000	0.00
25 Ong Choo Eng	1,000	0.00
26 Hon Kit Sin	1,000	0.00
27 Goh Sie Chin	1,000	0.00
28 Ernest Lau Lub Ding	1,000	0.00
29 Lim Seed Ling	1,000	0.00
30 Chong Li Chun	1,000	0.00
	706,426,680	99.99

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fifteenth Annual General Meeting of Berjaya Corporation Berhad will be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Thursday, 20 October 2016 at 10.00 a.m. for the following purposes:-

AGENDA

1. To receive and adopt the audited financial statements of the Company for the financial year ended 30 April 2016 and the Directors' and Auditors' Reports thereon.
2. To approve the payment of a final dividend for the financial year ended 30 April 2016 comprising a share dividend via the distribution of treasury shares on the basis of three (3) treasury shares for every one hundred (100) existing ordinary shares of RM1.00 each held. **RESOLUTION 1**
3. To approve the payment of Directors' fees amounting to RM288,000 for the financial year ended 30 April 2016. **RESOLUTION 2**
4. To re-elect the following Directors who retire pursuant to the Company's Articles of Association:-
 - I) Article 94 – Retirement by Rotation
 - (a) Vivienne Cheng Chi Fan **RESOLUTION 3**
 - (b) Freddie Pang Hock Cheng **RESOLUTION 4**
 - (c) Dato' Dickson Tan Yong Loong **RESOLUTION 5**
 - (d) Datuk Mohd Zain Bin Ahmad **RESOLUTION 6**
 - II) Article 100 – Retirement by Casual Vacancy
 - (d) Nerine Tan Sheik Ping **RESOLUTION 7**
5. To re-appoint Tan Sri Datuk Abdul Rahim Bin Haji Din as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting of the Company pursuant to Section 129(6) of the Companies Act, 1965. **RESOLUTION 8**
6. To re-appoint Messrs Ernst & Young as Auditors and to authorise the Directors to fix their remuneration. **RESOLUTION 9**
7. As special business:-

To consider and, if thought fit, pass the following Ordinary Resolutions:-

 - (i) **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTION 132D OF THE COMPANIES ACT, 1965**

“THAT, subject always to the Companies Act, 1965, the Articles of Association of the Company and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Section 132D of the Companies Act, 1965, to issue and allot shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.” **RESOLUTION 10**

(ii) PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

"THAT, subject to the provisions of the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.3 of the Circular to Shareholders dated 29 August 2016 ("Proposed Mandate") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 143 (1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143 (2) of the Companies Act, 1965); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

RESOLUTION 11

(iii) PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

"THAT, subject always to the Companies Act, 1965, ("Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Memorandum and Articles of Association and the requirements of Bursa Malaysia Securities Berhad ("Exchange") and any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares of RM1.00 each in the Company ("BCorporation Shares") through the Exchange and to take all such steps as are necessary (including the opening and maintaining of a central depositories accounts under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreement, arrangement and guarantee with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any condition, modification, revaluation, variation and/or amendment (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total issued and paid-up share capital of the Company;
2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits or share premium reserve of the Company or both;

NOTICE OF ANNUAL GENERAL MEETING

3. the authority shall commence immediately upon passing of this ordinary resolution until:-
- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (b) the expiration of the period within which the next AGM after that date it is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;

AND THAT upon completion of the purchase(s) of the BCorporation Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any BCorporation Shares so purchased by the Company in the following manner:-

- (a) cancel all the BCorporation Shares so purchased; or
- (b) retain all the BCorporation Shares as treasury shares for future resale or for distribution as dividends to the shareholders of the Company; or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or
- (d) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force.”

RESOLUTION 12

(iv) PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

“THAT Tan Sri Datuk Abdul Rahim Bin Haji Din be and is hereby retained as an Independent Non-Executive Director of the Company and he shall continue to act as an Independent Non-Executive Director of the Company notwithstanding that he has been on the Board of the Company for a cumulative term of more than nine years.”

RESOLUTION 13

(v) PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

“THAT Dato’ Hj Md Yusoff @ Mohd Yusoff Bin Jaafar be and is hereby retained as an Independent Non-Executive Director of the Company and he shall continue to act as an Independent Non-Executive Director of the Company notwithstanding that he has been on the Board of the Company for a cumulative term of more than nine years.”

RESOLUTION 14

(vi) PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

“THAT Datuk Mohd Zain Bin Ahmad be and is hereby retained as an Independent Non-Executive Director of the Company and he shall continue to act as an Independent Non-Executive Director of the Company notwithstanding that he has been on the Board of the Company for a cumulative term of more than nine years.”

RESOLUTION 15

NOTICE OF ANNUAL GENERAL MEETING

NOTICE OF DIVIDEND PAYMENT AND ENTITLEMENT DATE

NOTICE IS ALSO HEREBY GIVEN THAT a final dividend has been declared for the financial year ended 30 April 2016 comprising a share dividend via the distribution of the treasury shares on the basis of three (3) treasury shares for every (100) existing ordinary shares of RM1.00 each held, if approved by the shareholders at the forthcoming Annual General Meeting, will be paid on 30 December 2016.

The entitlement date shall be fixed on 19 December 2016 and a Depositor shall qualify for entitlement only in respect of:-

- a) Shares transferred to the Depositor's Securities Account before 4.00 p.m. on 19 December 2016 in respect of transfers.
- b) Shares bought on Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the Rules of Bursa Securities.

NOTICE IS FURTHER GIVEN THAT the Treasury Shares to be distributed pursuant to the Share Dividend will be credited into the Depositors' Securities Accounts maintained with Bursa Malaysia Depository Sdn Bhd on 30 December 2016.

By Order of the Board

THAM LAI HENG MICHELLE
(MAICSA 7013702)
Secretary

Kuala Lumpur
29 August 2016

NOTES:

1. Audited Financial Statements

Agenda Item 1 is for discussion at the meeting and no voting is required.

2. Directors' Fee

The quantum of the Directors' Fee for each of the Independent Directors' is same as in the previous financial year ended 30 April 2015.

3. Authority to issue and allot shares pursuant to Section 132D of the Companies Act, 1965

Resolution 10 is proposed for the purpose of granting a renewed general mandate ("General Mandate") and empowering the Directors of the Company, pursuant to Section 132D of the Companies Act, 1965, to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the issued and paid-up share capital of the Company for the time being. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the Fourteenth Annual General Meeting held on 22 October 2015 and which will lapse at the conclusion of the Fifteenth Annual General Meeting.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

4. Proposed Renewal of and New Shareholders' mandate for Recurrent Related Party Transactions of a revenue or trading nature

Resolution 11, if passed, will allow the Company and its subsidiaries to enter into Recurrent Related Party Transactions in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Shareholders' Mandate"). Detailed information on the Proposed Shareholders' Mandate is set out under Part A of the Circular/Statement to Shareholders dated 29 August 2016 which is despatched together with the Company's 2016 Annual Report.

NOTICE OF ANNUAL GENERAL MEETING

5. Proposed Renewal of Authority for the Company to purchase its own shares

Resolution 12, if passed, will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the issued and paid-up share capital of the Company ("Proposed Share Buy-Back Renewal"). Detailed information on the Proposed Share Buy-Back Renewal is set out under Part B of the Circular/Statement to Shareholders dated 29 August 2016 which is despatched together with the Company's 2016 Annual Report.

6. Proposed Retention of Independent Non Executive Directors

Resolution 13, Resolution 14 and Resolution 15 are proposed pursuant to Recommendation 3.3 of the Malaysian Code of Corporate Governance 2012 and if passed, will allow Tan Sri Datuk Abdul Rahim Bin Haji Din, Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar and Datuk Mohd Zain Bin Ahmad to be retained and to continue to act as Independent Non-Executive Directors of the Company.

The full details of the Board's justifications for the retention of Tan Sri Datuk Abdul Rahim Bin Haji Din, Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar and Datuk Mohd Zain Bin Ahmad is set out in the Statement on Corporate Governance in the 2016 Annual Report.

7. Proxy and Entitlement of Attendance

- i) A proxy may but need not be a member and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- ii) A member, other than an authorised nominee or an exempt authorised nominee may appoint only one (1) proxy.
- iii) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint one (1) proxy in respect of each securities account.
- iv) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ('omnibus account'), may appoint multiple proxies in respect of each of its omnibus account.
- v) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- vi) The duly executed Form of Proxy must be deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No 1, Jalan Imbi, 55100 Kuala Lumpur before 11.30 a.m. on Wednesday, 19 October 2016.
- vii) Only members whose names appear in the Record of Depositors as at 13 October 2016 shall be entitled to attend and vote at the meeting.

8. Poll Voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll.

**BERJAYA CORPORATION BERHAD (Company No. 554790-X)
FORM OF PROXY**

I/We _____
(Name in full)

I.C. or Company No. _____ CDS Account No. _____
(New and Old I.C. Nos.)

of _____
(Address)

being a member/members of BERJAYA CORPORATION BERHAD

hereby appoint: _____ I/C No. _____ of
(Name in full) (New and Old I.C. Nos.)

(Address)

or failing him/her, _____ I/C No. _____ of
(Name in full) (New and Old I.C. Nos.)

(Address)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf, at the Fifteenth Annual General Meeting of the Company to be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Thursday, 20 October 2016 at 10.00 a.m. and at any adjournment thereof.

This proxy is to vote on the Resolutions set out in the Notice of the Meeting as indicated with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

	FOR	AGAINST
RESOLUTION 1 - To approve payment of a final dividend.		
RESOLUTION 2 - To approve payment of Directors' Fees.		
RESOLUTION 3 - To re-elect Vivienne Cheng Chi Fan as Director.		
RESOLUTION 4 - To re-elect Freddie Pang Hock Cheng as Director.		
RESOLUTION 5 - To re-elect Dato' Dickson Tan Yong Loong as Director.		
RESOLUTION 6 - To re-elect Datuk Mohd Zain Bin Ahmad as Director.		
RESOLUTION 7 - To re-elect Nerine Tan Sheik Ping as Director.		
RESOLUTION 8 - To re-appoint Tan Sri Datuk Abdul Rahim Bin Haji Din as Director.		
RESOLUTION 9 - To re-appoint Auditors.		
RESOLUTION 10 - To approve authority to issue and allot shares.		
RESOLUTION 11 - To renew shareholders' mandate for Recurrent Related Party Transactions.		
RESOLUTION 12 - To renew authority to purchase its own shares by the Company.		
RESOLUTION 13 - To approve the proposed retention of Tan Sri Datuk Abdul Rahim Bin Haji Din as Independent Non-Executive Director.		
RESOLUTION 14 - To approve the proposed retention of Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar as Independent Non-Executive Director.		
RESOLUTION 15 - To approve the proposed retention of Datuk Mohd Zain Bin Ahmad as Independent Non-Executive Director.		

No. of shares held

.....
Signature(s)/Common Seal of Member(s)

Dated this day of, 2016.

Notes:

- (1) A proxy may but need not be a member and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- (2) A member, other than an authorised nominee or an exempt authorised nominee may appoint only one (1) proxy.
- (3) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint one (1) proxy in respect of each securities account.
- (4) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ('omnibus account'), may appoint multiple proxies in respect of each of its omnibus account.
- (5) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- (6) The duly executed Form of Proxy must be deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No 1, Jalan Imbi, 55100 Kuala Lumpur before 11.30 a.m. on Wednesday, 19 October 2016.
- (7) Only members whose names appear in the Record of Depositors as at 13 October 2016 shall be entitled to attend and vote at the meeting.
- (8) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll.

Fold this flap for sealing

*Affix
Stamp*

**THE COMPANY SECRETARY
BERJAYA CORPORATION BERHAD**

LOT 13-01A, LEVEL 13 (EAST WING)
BERJAYA TIMES SQUARE
NO. 1, JALAN IMBI
55100 KUALA LUMPUR

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For further information, please contact:

The Company Secretary

**Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No 1, Jalan Imbi, 55100 Kuala Lumpur, Malaysia
Tel: 03-2149 1999 Fax: 03-2143 1685**

www.berjaya.com

