

**INTERIM FINANCIAL STATEMENTS FOR THE THIRD QUARTER ENDED 30 JUNE 2017**

**PART A – EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD (“FRS”) 134**

**A1. Basis of Preparation**

The unaudited interim financial report has been prepared in accordance with the reporting requirements as set out in the Financial Reporting Standards (“FRS”) No. 134 - Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 30 September 2016. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 30 September 2016.

**A2. Changes in Accounting Policies**

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 30 September 2016.

**Malaysian Financial Reporting Standards (MFRS Framework)**

Malaysian Accounting Standards Board (“MASB”) has issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (“MFRSs”), which are to be applied by all entities other than private entities 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”).

As announced by MASB on 28 October 2015, the transitioning entities are allowed to defer the adoption of MFRSs to annual periods beginning on or after 1 January 2018.

Accordingly, as a transitioning entity as defined above, the Group has chosen to defer the adoption of MFRSs and will only prepare its first set of MFRS financial statements for the financial year ending 30 September 2019. The Group is currently assessing the possible financial impact that may arise from the adoption of MFRSs and the process is still ongoing.

**A3. Auditors' Report for the Financial Year Ended 30 September 2016**

The auditors' report on the financial statements for the financial year ended 30 September 2016 was not subject to any qualification.

**A4. Seasonality or Cyclicity Factors**

The Group's operations during the financial period under review were not materially affected by any seasonal or cyclical factors.

**A5. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows**

There were no unusual items that affected the assets, liabilities, equity, net income or cash flows of the Group for the current quarter under review.

**A6. Material Changes in Estimates of Amounts**

There were no changes in estimates that have had any material effect on the results for the current quarter and current financial year under review.

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**A7. Debts and Equity Securities**

There were no issuance, cancellation, repurchase, resale or repayment of debt and equity securities during the current quarter under review.

**A8. Dividends Paid**

The company did not pay any dividend for the quarter under review.

**A9. Segmental Information**

Segmental information of the Group’s business segments are based on the internal reporting structure presented by the management of the Company. The Group’s business segments include property development and investment holding.

The information by geographical location is not presented as the Group’s activities are carried out pre-dominantly in Malaysia.

Business Segment Analysis (RM'000)	Quarter ended 30 June 2017				Year to date ended 30 June 2017			
	Property Development	Manufacturing (*)	Investment Holdings and Others	Total	Property Development	Manufacturing (*)	Investment Holdings and Others	Total
<b>Continuing Operations</b>								
Revenue	122,578	-	161	122,739	289,735	-	488	290,223
Results from Operation	43,689	-	(1,345)	42,344	98,555	-	(5,278)	93,277
- Depreciation	(205)	-	(197)	(402)	(374)	-	(544)	(918)
- Finance Cost	(428)	-	(3)	(431)	(1,048)	-	(88)	(1,136)
Profit Before Tax	43,056	-	(1,545)	41,511	97,133	-	(5,910)	91,223
<b>Discontinuing Operations</b>								
Profit Before Tax from discontinued operations	-	-	-	-	-	-	-	-
<b>Total Profit Before Tax</b>	43,056	-	(1,545)	41,511	97,133	-	(5,910)	91,223

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Business Segment Analysis (RM'000)	Quarter ended 30 June 2016				Year to date ended 30 June 2016			
	Property Development	Manufacturing (*)	Investment Holdings and Others	Total	Property Development	Manufacturing (*)	Investment Holdings and Others	Total
<b>Continuing Operations</b>								
Revenue	57,662	-	692	<b>58,354</b>	111,717	-	2,966	<b>114,683</b>
Results from Operation	10,096	-	63	<b>10,159</b>	13,728	-	9,092	<b>22,820</b>
- Depreciation	(76)	-	(171)	<b>(247)</b>	(188)	-	(461)	<b>(649)</b>
- Finance Cost	-	-	(5)	<b>(5)</b>	-	-	(32)	<b>(32)</b>
- Share of results of associates	-	-	-	<b>-</b>	800	-	-	<b>800</b>
Profit Before Tax	10,020	-	(113)	<b>9,907</b>	14,340	-	8,599	<b>22,939</b>
<b>Discontinuing Operations</b>								
Profit Before Tax from discontinued operations	-	-	-	<b>-</b>	-	674	-	<b>674</b>
Profit Before Tax from Asset held for sale	-	-	225	<b>225</b>	2,546	-	660	<b>3,206</b>
	-	-	225	<b>225</b>	2,546	674	660	<b>3,880</b>
<b>Total Profit Before Tax</b>	<b>10,020</b>	<b>-</b>	<b>112</b>	<b>10,132</b>	<b>16,886</b>	<b>674</b>	<b>9,259</b>	<b>26,819</b>

Note : (\*) Disposed of on 31 March 2016

**A10. Valuation on Property, Plant and Equipment**

There was no valuation done on the Group's property, plant and equipment during the financial period under review.

**A11. Material Events Subsequent to the End of the Period**

There was no material event subsequent to the end of the current quarter up to the date of this report that have not been reflected in the interim financial statements, except as follows:-

On 20 July 2017, Sunsuria Gateway Sdn Bhd (“SGSB”), a 99.99%-owned direct subsidiary of the Company, had acquired the entire equity interest comprising of one (1) ordinary share in Goodwill Signature Sdn Bhd (“GSSB”) for a cash consideration of RM1.00 only from Teng Mee Leng. Consequent thereof, GSSB became a wholly-owned indirect subsidiary of the Company.

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On 26 July 2017, SGSB entered into a Shareholders Agreement (“SHA”) with Genlin Development Sdn Bhd (“Genlin”), to mutually cooperate with the common interest to develop two (2) pieces of freehold land measuring total area of approximately 2.23 acres located at Sentul, Kuala Lumpur (“Land”) via GSSB, which has been identified as the joint venture vehicle between SGSB and Genlin to undertake the development of the Land (“Proposed Joint Venture”).

Further to the execution of the SHA, GSSB has on 26 July 2017 entered into a Sale and Purchase Agreement (“SPA”) with Genlin for the acquisition of the Land by the GSSB from Genlin for a total cash consideration of RM28,000,000 (“Purchase Consideration”) (“Proposed Land Acquisition”).

On 16 August 2017, the Proposed Joint Venture has been completed pursuant to the issuance and allotment of shares in GSSB to SGSB and Genlin for a consideration otherwise than cash of RM1.00 per ordinary share. The total shareholdings of SGSB and Genlin in GSSB are as follows:

Name of shareholders	Number of Ordinary Shares Alloted	Total number of Ordinary Shares held after allotment	Percentage
Sunsuria Gateway Sdn Bhd	69,999	70,000	70%
Genlin Development Sdn Bhd	30,000	30,000	30%
Total	99,999	100,000	100%

Further to the above completion of the Proposed Joint Venture, GSSB is now a 70%-owned subsidiary of the Company.

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

There were no changes in the composition of the Group during the current quarter under review, except as follows:-

- 1) On 28 June 2017, Sunsuria Builders Sdn Bhd (formerly known as Goodwill Atlas Sdn Bhd) (“SBSB”), a wholly owned subsidiary of the Company, entered into a Shareholders’ Agreement (“SHA”) with Citicc International Investment Ltd (“CITIC”) to establish a private company in Malaysia which will be incorporated under the laws of Malaysia (“JV Co”), as the vehicle through which SBSB and CITIC shall undertake and carry out the business of construction work, property development and related activities in Malaysia (“Proposed Joint Venture”).

On 2 August 2017, Citic Sunsuria Sdn Bhd (“CSSB”), the joint venture company for the Proposed Joint Venture, has been incorporated in Malaysia with an initial share capital of 100 ordinary shares and had on the same date issued and allotted the said number of shares to SBSB and CITIC for cash consideration of RM1.00 per ordinary share. Following the allotment, the shareholders of CSSB are as follows:

Name of shareholders	Number of Ordinary Shares hold	Percentage
Citicc International Investment Ltd	51	51%
Sunsuria Builders Sdn Bhd (formerly known as Goodwill Atlas Sdn Bhd)	49	49%
Total	100	100%

Further to the above subscription of shares, CSSB is now 49%-owned by the Company.



## **SUNSURIA BERHAD**

(Company No.: 8235-K)

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- 2) On 14 July 2017, Sunsuria Builders Sdn Bhd (formerly known as Goodwill Atlas Sdn Bhd) (“SBSB”), a wholly-owned subsidiary of the Company, had completed the Shares Sale and Purchase Agreement (“SSA”) with Ms Chuah Peak San to acquire 408,000 ordinary shares in Sunsuria Asas Sdn Bhd (formerly known as Prospan Construction Sdn Bhd) (“PPAN”), representing 51% equity interest in PPAN for a cash consideration of RM408,000 (“Shares Acquisition”). As a result, SASB become indirect subsidiary of Company with an effective equity interest of 51%.

#### **A13. Changes in Contingent Liabilities or Contingent Assets**

There were no changes in contingent liabilities or contingent assets since the last audited financial position as at 30 September 2016.

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**PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BHD**

**B1. Review of Performance**

**Quarterly Results**

The Company's revenue of RM122.7million for the current quarter under review has more than doubled compared to the revenue of RM58.4million reported in the corresponding quarter of the previous year. Profit before tax also leaped by more than four folds to RM41.51million in the current quarter under review compared to RM9.91million in the corresponding quarter of the previous year.

**Financial Year-to-date Results**

The current year to date revenue also increased to RM290.22million from RM114.68million whilst profit before tax increased to RM91.22million from RM22.94million in the current 9 months under review compared to the corresponding 9-month period in the previous year.

The commendable performance was mainly attributable to the Group's on-going projects, namely Suria Residence at Bukit Jelutong, Forum 1 at Setia Alam, and Jasper Square, Bell Avenue, The Olive and Bell Suites developments in Sunsuria City.

**B2. Variation of Results against the Preceding Quarter**

On a quarter to quarter basis, the Group's revenue and profit before tax is on the uptrend. The Group reported an 18% increase in revenue of RM122.74million in the current quarter compared to RM103.68million in the preceding quarter whilst profit before tax increased by 32% to RM41.51million in the current quarter from RM31.55million in the preceding quarter as the Group continues to record good sales while work on development sites are progressing as planned.

**B3. Prospects**

The Smart, Livable and Sustainable development concepts in the Group's Sunsuria City township has propelled the Group's performance in terms of revenue and profit growth. The Group is also planning for more new launches in the coming quarter and expect the revenue and profit to continue improving and contributing to improved performance for FY2017.

**B4. Variance from Profit Forecast and Profit Guarantee**

Not applicable as there were no profit forecast and profit guarantee published.

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**B5. Income tax expense**

The breakdown of the Malaysian income tax charge is as follows:

	Individual quarter		Year To Date	
	30/06/2017 RM'000	30/06/2016 RM'000	30/06/2017 RM'000	30/06/2016 RM'000
Current Taxation	12,794	2,457	29,484	5,857
Deferred Taxation	(2,893)	121	(6,160)	834
Provision based on current year's profit	<u>9,901</u>	<u>2,578</u>	<u>23,324</u>	<u>6,691</u>
Represented by :				
Continuing operations	9,901	2,522	23,324	6,529
Discontinued operations	-	56	-	162
Provision based on current year's profit	<u>9,901</u>	<u>2,578</u>	<u>23,324</u>	<u>6,691</u>

The effective tax rate of the Group for the year-to-date is higher than the applicable statutory tax rate mainly due to certain expenses not being deductible for tax purposes.

**B6. Corporate Proposals**

Save for Note A11, there were no other corporate proposals announced by the Company that have not been completed as at 18 August 2017 (being the latest practicable date), which is not earlier than 7 days from the date of issuance of these Interim Financial Statements.

**B7. Group Borrowings**

	As at 30/06/2017	As at 30/06/2016
	RM'000	RM'000
Secured short term borrowings	43,624	37,651
Secured long term borrowings	179,081	159,576
Total	<u>222,705</u>	<u>197,227</u>
Represented by :		
Continuing Operations	222,705	197,227
Discontinued Operations	-	-
Total	<u>222,705</u>	<u>197,227</u>

There were no borrowings in foreign currency during the financial period under review.

**B8. Material Litigation**

There was no material litigation against the Group as at the reporting date.

**B9. Dividend Proposed**

There was no dividend proposed for the quarter under review.

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**PART B – EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BHD**

**B10. Earnings per share**

**(a) Basic earnings per ordinary share (Basic EPS)**

The basic EPS has been calculated by dividing the Group's net profit attributable to the ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

	Individual quarter		Year to date	
	30/06/2017	30/06/2016	30/06/2017	30/06/2016
Net profit attributable to ordinary equity holders of the Company (RM'000)	<b>31,903</b>	6,733	<b>60,546</b>	19,290
Weighted average number of ordinary shares in issues ('000)	<b>798,832</b>	789,086	<b>798,832</b>	753,288
Basic EPS :				
- Continuing Operations (sen)	<b>3.99</b>	0.83	<b>7.58</b>	2.07
- Discontinued Operations (sen)	-	0.02	-	0.49
Total	<b>3.99</b>	0.85	<b>7.58</b>	2.56

**(b) Diluted earnings per ordinary share**

The diluted earnings per share has been calculated by dividing the Group's net profit attributable to the ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period that have been adjusted for the dilutive effects of all potential ordinary shares from the exercise of the Warrants.

	Individual quarter		Year to date	
	30/06/2017	30/06/2016	30/06/2017	30/06/2016
Net profit attributable to ordinary equity holders of the Company (RM'000)	<b>31,903</b>	6,733	<b>60,546</b>	19,290
Weighted average number of ordinary shares in issues ('000)	<b>798,832</b>	789,086	<b>798,832</b>	753,288
Shares deemed to be issued for no consideration :				
- warrants ('000)	<b>124,585</b>	-	<b>117,429</b>	-
Weighted average number of ordinary shares for diluted earnings per share	<b>923,417</b>	789,086	<b>916,261</b>	753,288
Diluted earnings per share (sen)				
- Continuing Operations (sen)	<b>3.45</b>	0.83	<b>6.61</b>	2.07
- Discontinued Operations (sen)	-	0.02	-	0.49
Total	<b>3.45</b>	0.85	<b>6.61</b>	2.56



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During the previous financial period, the potential conversion of warrants are anti-dilutive as their exercise prices are higher than the average market price of the Company's ordinary shares and, accordingly, the exercise of warrants have been ignored in the calculation of the diluted earnings per share. As a result, the diluted earnings per ordinary share is the same as basic earnings per share.

**B11. Realised/Unrealised Retained Profits**

	As at 30/06/2017 (Unaudited) RM'000	As at 30/09/2016 (Audited) RM'000
Total retained profits of the Group:		
- Realised	172,549	108,727
- Unrealised	<u>(17,483)</u>	<u>(20,921)</u>
	155,066	87,806
Total share of (accumulated losses) from associate		
- Realised	<u>(277)</u>	<u>(277)</u>
Consolidation Adjustment	<u>(40,528)</u>	<u>(33,814)</u>
Total retained profits c/f	<u>114,261</u>	<u>53,715</u>

**B12. Notes to the Statement of Comprehensive Income**

Description	Current Quarter 30/06/2017 RM'000	Year to date 30/06/2017 RM'000
Profit for the period is arrived at after crediting/(charging) :		
- Interest income	945	1,977
- Other income including investment income	2,172	2,658
- Interest expense	(431)	(1,136)
- Depreciation and amortisation	(402)	(918)

BY ORDER OF THE BOARD  
Secretary  
24 August 2017