



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

برجاي كورپوريشن برحد  
成功集團有限公司



**2008 LAPORAN TAHUNAN**  
**ANNUAL REPORT**





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 the 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.

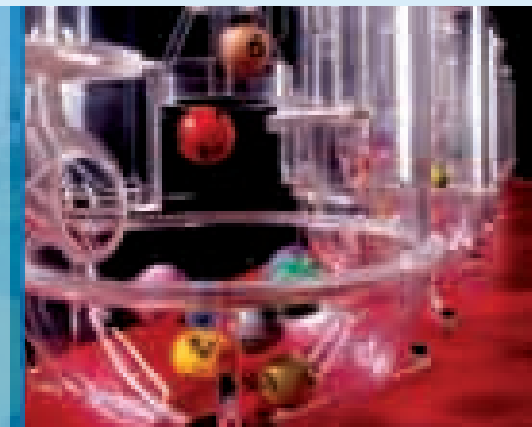


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Property development projects in Bukit Jalil, Kuala Lumpur.



## Corporate Profile

The Berjaya Corporation group of companies' history dates back to 1984 when the Chairman/Chief Executive Officer, Tan Sri Dato' Seri Vincent Tan Chee Yoon acquired a major controlling stake in the shares capital of Berjaya Industrial Berhad (originally known as Berjaya Kawat Berhad) from the founders, Broken Hill Proprietary Ltd, Australia and National Iron & Steel Mills, Singapore. The shareholding change also resulted in a major change in the business, direction and the dynamic growth of a diversified conglomerate under the flagship of Berjaya Corporation Berhad.

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

Berjaya Corporation Berhad assumed the listing status of Berjaya Group Berhad on the Main Board 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 16,000, the Group is a diversified entity engaged in the following core businesses:

- Consumer Marketing and Direct Selling;
- Financial Services;
- Vacation Timeshare, Hotels, Resorts & Recreation Development;
- Property Investment and Development;
- Gaming and Lottery Management;
- Food & Beverage; and
- Investment Holding and others.



Berjaya Tioman Beach, Golf & Spa Resort, Pahang.

# Corporate Information



*Berjaya Redang Beach & Spa Resort, Terengganu.*



*Berjaya Langkawi Beach & Spa Resort, Kedah.*

## BOARD OF DIRECTORS

Tan Sri Dato' Seri Vincent Tan Chee Yioun  
*Chairman/Chief Executive Officer*

Tan Sri Dato' Tan Chee Sing  
*Deputy Chairman*

### *Executive Directors*

Dato' Robin Tan Yeong Ching

Chan Kien Sing

Freddie Pang Hock Cheng

Rayvin Tan Yeong Sheik

Vivienne Cheng Chi Fan

Dato' Azlan Meah Bin Hj Ahmed Meah

### *Non-Independent Non-Executive Director*

Datuk Robert Yong Kuen Loke

### *Independent Non-Executive Director*

Tan Sri Datuk Abdul Rahim Bin Haji Din

Dato' Suleiman Bin Mohd Noor

Dato' Hj Md Yusoff @ Mohd Yusoff

Bin Jaafar

Mohd Zain Bin Ahmad

Datuk Seri Panglima Mohd Annuar

Bin Zaini

## AUDIT COMMITTEE

### *Chairman/Independent*

#### *Non-Executive Director*

Dato' Suleiman Bin Mohd Noor

### *Independent Non-Executive Directors*

Tan Sri Datuk Abdul Rahim Bin Haji Din

Dato' Hj Md Yusoff @ Mohd Yusoff

Bin Jaafar

### *Non-Independent Non-Executive Director*

Datuk Robert Yong Kuen Loke

## SECRETARIES

Su Swee Hong (MAICSA No. 0776729)

Gan Swee Peng (MAICSA No. 7001222)

## 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

Chartered Accountants

Level 23A, Menara Milenium

Jalan Damanlela

Pusat Bandar Damansara

50490 Kuala Lumpur

## 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

CIMB Bank Berhad

AmBank (M) Berhad

RHB Bank Berhad

OCBC Bank (M) Berhad

Malayan Banking Berhad

Affin Bank Berhad

EON Bank Berhad

The Bank of Nova Scotia Berhad

## STOCK EXCHANGE LISTING

Main Board of Bursa Malaysia

Securities Berhad

## STOCK SHORT NAME

BJCORP (3395)

## PLACE OF INCORPORATION AND DOMICILE

Malaysia

## Profile of Directors

He was appointed to the Board of the Company on 15 September 2005 as Chairman/Chief Executive Office ("CEO").

He is a businessman and entrepreneur with varied interests in property development and investment, gaming, stockbroking, manufacturing, trading, hospitality, Internet-related businesses, utilities, media, telecommunications, insurance and education through various public and private companies namely, Berjaya Corporation group of companies, Berjaya Media Berhad (formerly known as Nexnews Berhad), Matrix International Berhad, MOL.com Berhad, MOL AccessPortal Berhad, Informatics Education Ltd, Intan Utilities Berhad and U Television Sdn Bhd (formerly known as U Telecom Media Holdings Sdn Bhd and MiTV Corporation Sdn Bhd).

He is also the Chairman of Berjaya Media Berhad, Berjaya Times Square Sdn Bhd, 7-Eleven Malaysia Sdn Bhd (formerly known as Convenience Shopping Sdn Bhd), the owner of the 7-Eleven franchise in Malaysia and U Mobile Sdn Bhd, a new 3G mobile phone operator in Malaysia and the Managing Director/CEO of Sports Toto Malaysia Sdn Bhd.

He also holds directorships in Berjaya Hills Berhad, Berjaya Vacation Club Berhad, Berjaya Golf Resort Berhad, Bukit Kiara Resort Berhad as well as several other private limited companies including Sun Media Corporation Sdn Bhd.

His brother, Tan Sri Dato' Tan Chee Sing, and his sons, Dato' Robin Tan Yeong Ching and Rayvin Tan Yeong Sheik, are also members of the Board.

Tan Sri Dato' Seri Vincent Tan Chee Yioun is a member of the Remuneration Committee of the Company.



**TAN SRI DATO' SERI  
VINCENT TAN CHEE YIOUN**

56 years of age, Malaysian  
Chairman/  
Chief Executive Officer

He was appointed to the Board of the Company as Deputy Chairman on 15 September 2005.

He is a businessman and entrepreneur with extensive experience in property development, restaurant/resort management, insurance, trading, gaming and stockbroking through his interests in various public and private companies.

Currently, he is also the Deputy Chairman of Berjaya Land Berhad, Executive Vice-Chairman of TT Resources Berhad, Group Chief Executive Officer of Dijaya Corporation Berhad and Chief Executive Officer of Tropicana Golf & Country Resort Berhad. He also holds directorships in Berjaya Capital Berhad, Cosway Corporation Berhad, Bukit Kiara Resort Berhad, Tioman Island Resort Berhad, KDE Recreation Berhad and Berjaya Golf Resort Berhad.

His brother, Tan Sri Dato' Seri Vincent Tan Chee Yioun, and his nephews, Dato' Robin Tan Yeong Ching and Rayvin Tan Yeong Sheik, are also members of the Board.

Tan Sri Dato' Tan Chee Sing is a member of the Nomination Committee of the Company.



**TAN SRI DATO' TAN CHEE SING**

53 years of age, Malaysian  
Deputy Chairman  
Non-Independent Non-Executive

## Profile of Directors



**DATO' ROBIN  
TAN YEONG CHING**

34 years of age, Malaysian  
Executive Director

He was appointed to the Board of the Company as an Executive Director on 21 December 2006. 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 Chief Executive Officer of Berjaya Sports Toto Berhad and an Executive Director of Sports Toto Malaysia Sdn Bhd. He is also a Director of Qinetics Solutions Berhad, Berjaya Sompoo Insurance Berhad, TMC Life Sciences Berhad and the Chairman of MOL.com Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

His father, Tan Sri Dato' Seri Vincent Tan Chee Yioun, his uncle, Tan Sri Dato' Tan Chee Sing, and his brother, Rayvin Tan Yeong Sheik, are also members of the Board.



**CHAN KIEN SING**

52 years of age, Malaysian  
Executive Director

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

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

He is currently the Chief Executive Officer of Berjaya Capital Berhad, an Executive Director of Berjaya Sports Toto Berhad, the Chairman of Matrix International Berhad and Berjaya Holdings (HK) Limited. He is also an Executive Director in Berjaya Media Berhad (formerly known as Nexnews Berhad), a Director of Berjaya Group Berhad, Intan Utilities Berhad, Berjaya Vacation Club 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

He was appointed to the Board of the Company as an Executive Director 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 to join Berjaya Group Berhad.

He is currently the Chairman of Intan Utilities Berhad, an Executive Director of Berjaya Sports Toto Berhad, a Director of Berjaya Group Berhad, Berjaya Media Berhad (formerly known as Nexnews Berhad), MOL.com Berhad, Berjaya Vacation Club Berhad, TMC Life Sciences Berhad and Informatics Education Ltd, Singapore. He also holds directorships in several other private limited companies.

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



**FREDDIE PANG HOCK CHENG**

53 years of age, Malaysian  
Executive Director

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

He graduated with a Bachelor of Science (First Class Hons) degree in Accounting and Finance from the London School of Economics, United Kingdom, in 2000.

He joined the Berjaya Group of Companies in May 2001 as Senior Manager (Corporate Affairs) of Kota Raya Development Sdn Bhd and Noble Circle Management Sdn Bhd. He was subsequently appointed to the position of General Manager (Corporate Affairs) of Sports Toto Malaysia Sdn Bhd in February 2002.

During his vocational training as a research intern with Jardine Fleming and Merrill Lynch & Co./Smith Zain Securities, he was involved in the field of research covering the various sectors of property, commodities, telecommunications and transport.

Currently, he is an Executive Director of Berjaya Sports Toto Berhad. He also holds directorships in Berjaya Group Berhad, Singer (Malaysia) Sdn Bhd, Sports Toto Malaysia Sdn Bhd, Magni-Tech Industries Berhad, Taiga Building Products Ltd (Canada), Taiga Forest Products Ltd (Canada), International Lottery & Totalizator Systems Inc, United States of America and several other private limited companies.

His father, Tan Sri Dato' Seri Vincent Tan Chee Yoon, his uncle, Tan Sri Dato' Tan Chee Sing, and his brother, Dato' Robin Tan Yeong Ching, are also members of the Board.

Rayvin Tan Yeong Sheik is a member of the Risk Management Committee of the Company.



**RAYVIN TAN YEONG SHEIK**

29 years of age, Malaysian  
Executive Director

## Profile of Directors



**VIVIENNE CHENG CHI FAN**

49 years of age, Malaysian  
Executive Director

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

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 25 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 and holds directorships in several private limited companies in the Berjaya Corporation group of companies.



**DATO' AZLAN MEAH  
BIN HJ AHMED MEAH**

52 years of age, Malaysian  
Executive Director

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

He furthered his education at Bunker Hill Community College, Boston USA. 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 22 years of working experience in the Group and has played a major advisory role in the Group's projects in the field of privatisation, infrastructure, air transportation, recreational and hotel resort development. He also represented the Group effectively in corporate and governmental relations, negotiations and the Group's new business ventures.

Currently, he is also a Director of Berjaya Media Berhad (formerly known as Nexnews Berhad), Berjaya Hills Berhad and Berjaya Group Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.



## Profile of Directors

He was appointed to the Board of the Company on 15 September 2005.

He is a Fellow member of The Institute of Chartered Accountants (England and Wales), The Association of Chartered Certified Accountants (United Kingdom) and a member of the Institute of Certified Public Accountants of Singapore. He is also a Council Member of the Malaysian Institute of Certified Public Accountants. 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 for more than five years in chartered accounting firms in London including two years with Moore Stephens & Co. Subsequently, he was with Price Waterhouse, Singapore from 1979 to 1982. Prior to joining Berjaya Group of Companies in 1987, he served as Group Finance Manager in UMW Holdings Berhad and Group Treasurer in Edaran Otomobil Nasional Bhd.

Datuk Robert Yong was redesignated from Executive Director to Non-Independent and Non-Executive Director on 30 November 2007. Currently, he is a Director of Berjaya Land Berhad, Berjaya Sports Toto Berhad, Berjaya Group Berhad, Cosway Corporation Berhad, Berjaya Capital Berhad, Matrix International Berhad, Berjaya Golf Resort Berhad and several other private limited companies.

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



**DATUK ROBERT  
YONG KUEN LOKE**

56 years of age, Malaysian  
Non-Independent  
Non-Executive Director

He was appointed to the Board of the Company on 15 September 2005.

He has 42 years experience in the State and Federal Civil Service. At Federal level, he was once posted to the Development Administration Unit of the Prime Minister's Department. His last posting prior to his retirement in 1984 was the State Secretary of Johor. He studied Development Economics at Cambridge University, England. Prior to his retirement, he took a course on Public Enterprise at Harvard University, USA.

He was the Chairman of Johor Port Authority, Ministry of Transport from 1985 to 1993 and is affiliated to many social organisations namely as a Patron of Johor Life Saving Society, a trustee of Yayasan Sultan Iskandar, Johor and currently served as the Chairman of its Scholarship Board.

Dato' Suleiman Bin Mohd Noor is the Chairman of the Audit Committee, Nomination Committee, Remuneration Committee and Risk Management Committee of the Company.



**DATO' SULEIMAN  
BIN MOHD NOOR**

78 years of age, Malaysian  
Independent  
Non-Executive Director

## Profile of Directors



**TAN SRI DATUK ABDUL  
RAHIM BIN HAJI DIN**

69 years of age, Malaysian  
Independent  
Non-Executive Director

He was appointed to the Board of the Company on 15 September 2005.

He graduated with a degree in Bachelor of Arts 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 Officer of Permodalan Nasional Berhad, a post he held from 1991 to 1992.

He also holds directorships in several other private limited companies.

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



**DATO' HJ MD YUSOFF @  
MOHD YUSOFF BIN JAAFAR**

61 years of age, Malaysian  
Independent  
Non-Executive Director

He was appointed to the Board of the Company 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 a minor 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 Pulau Pinang 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 Mohd Yusoff Bin Jaafar is a member of the Audit Committee of the Company.

## Profile of Directors

He was appointed to the Board of the Company on 15 September 2005.

He holds a Bachelor of Laws 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 Director of Berjaya Media Berhad (formerly known as Nexnews Berhad) and Sun Media Corporation Sdn Bhd.



**MOHD ZAIN BIN AHMAD**

56 years of age, Malaysian  
Independent  
Non-Executive Director

He was appointed to the Board of the Company on 15 September 2005.

He holds a Master of Arts in Law & Diplomacy from The Fletcher School of Laws & Diplomacy, Tufts University, United States of America and a Bachelor of Arts with honours in Economics from Universiti Kebangsaan Malaysia.

He began his career in the government service as an Administrative and Diplomatic Officer in 1977. He served the Malaysian Government at various ministries and departments. In 1993, he was appointed General Manager of The Perak Foundation, a position he held until 1999, before he chose to take an optional retirement from the government service.

He has been appointed the Chairman of Malaysian National News Agency (BERNAMA) since February 2004. Also in February 2004, His Royal Highness (“HRH”) The Sultan of Perak consented his appointment as Member of the Council of Elders to HRH Sultan of Perak. He is a Member of the Perak Council of Islamic Religion and Malay Customs. He is a Distinguished Fellow to Institute of Strategic and International Studies (ISIS) Malaysia, Fellow to Institut Sosial Malaysia and a Member of the Advisory Board of Public Complaints Bureau of the Prime Minister’s department. He is a member of the Board of Directors of Universiti Malaya and Chairman of the Management Committee University Malaya Medical Centre.

Since August 2007, he has been appointed the Special Advisor to the Prime Minister on Northern Corridor Economic Region (“NCER”) and in December 2007, he was appointed as Adjunct Professor of NCER Research Centre, Universiti Utara Malaysia.

On the corporate sector, he holds directorships in Malaysian Airline System Berhad, Linkedua (Malaysia) Berhad, Dijaya Corporation Berhad and various private limited companies.



**DATUK SERI PANGLIMA MOHD  
ANNUAR BIN ZAINI**

57 years of age, Malaysian  
Independent  
Non-Executive Director

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; and
3. Any conviction for offences within the past 10 years other than traffic offences.



*Cosway markets a wide range of personal care products.*

## Chairman's Statement and Review of Operations

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 2008.

### FINANCIAL RESULTS

For the financial year ended 30 April 2008, the Group registered a revenue of RM3.5 billion as compared to a revenue of RM3.02 billion (comprising RM2.21 billion from continuing operations and RM0.81 billion from discontinued operations) in the previous year. The increase in revenue was mainly due to the consolidation of Berjaya Sports Toto Berhad ("BToto") as a subsidiary company effective February 2008, better results from the general insurance business, and higher sales from the property and consumer marketing businesses.

Group pre-tax profit increased significantly to RM1.19 billion from RM270.3 million in the previous year mainly due to the consolidation of BToto as a subsidiary company, exceptional gains of RM938.1 million on placements of Berjaya Land Berhad's 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 ("B-Land ICULS"), gain on disposal of KL Plaza properties and 10% equity interest in Cosway (M) Sdn Bhd of RM88.5 million and RM79.9 million respectively, gain on disposal of investments in other subsidiaries of RM82.9 million and negative goodwill effects on further investments in subsidiary companies of RM149.5 million.

During the year, additional finance costs of RM54.7 million was incurred as a result of several financial institutions exercising their put options on the remaining B-Land ICULS. In addition, the Group incurred a cost of extinguishment of RM49.6 million arising from the buy-back of B-Land ICULS by B-Land group from the open market. These additional costs together with the loss arising from the dilution of interest in B-Land of RM291.1 million and losses from impairment of goodwill have off-set a portion of the gains above.





*Tan Sri Dato' Seri Vincent Tan exchanging documents with Mr. Nguyen Quoc Binh, General Director of Hanoi Electronics Corporation at the signing of agreement of the Sai Dong Project on 12 December 2007.*



*An artist impression of the Sai Dong Project in Hanoi City, Vietnam.*

## Chairman's Statement and Review of Operations

### Dividends

The Board proposed a final dividend of 2 sen single-tier exempt dividend for the financial year ended 30 April 2008 to be approved by the shareholders of BCorp at the forthcoming Annual General Meeting. Together with the first two interim dividends paid to the shareholders earlier, BCorp would have paid a total dividend of 9 sen per share (comprising of 8.8 sen single-tier exempt dividend and 0.2 sen less tax of 26%) for this financial year under review. (2007: nil)

### Significant Corporate Developments

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

1. The B-Land group, via its wholly owned subsidiary, Immediate Capital Sdn Bhd ("ICSB") placed out a total of 320 million units of B-Land ICULS, in a few transactions, for a total cash consideration of RM1.26 billion.
2. The Group, via its subsidiary companies, placed out a total of 585 million of BCorp 0% Irredeemable Convertible Unsecured Loan Stocks 2005/2015 ("BCorp ICULS"), in a few transactions, for a total cash consideration of about RM313 million. The Group had also arranged for AmBank (M) Berhad and AmInvestment Bank Berhad to place out a total of 550 million BCorp ICULS (with put option arrangement) at RM0.515 each for a cash consideration of RM283.25 million.
3. During the financial year, the Company cancelled a total of approximately 3.97 billion units of BCorp ICULS (representing approximately RM1.98 billion nominal value) held within the Group.
4. On 30 October 2007, the Company entered into a distributorship agreement with Chana International Corporation Co. Ltd. (formerly known as Chongqing Changan Automobile Import and Export Co. Ltd.), a company incorporated in China,

whereby the Company or its nominee has been given the sole and exclusive rights to distribute Changan and Chana vehicles in Vietnam.

5. As reported in last year's Annual Report, the Company had on 11 December 2007 entered into a Memorandum of Agreement ("MOA") with Tin Nghia Company Limited, Vietnam in respect of the proposed development of an industrial park on a parcel of land measuring approximately 275.22 hectares (or about 680.11 acres) at Long Thanh District, Dong Nai Province, Vietnam ("IZ Project"). The parties involved have mutually agreed to extend the duration for the entering into the joint venture agreement from within 60 days of signing the MOA to 12 months as applications to the relevant authorities in Vietnam for the IZ Project are still in progress.
6. On 12 December 2007 B-Land entered into an agreement of cooperation with Hanoi Electronics Corporation, Vietnam to collaborate on the proposed development of a parcel of land, measuring about 405 hectares (or about 1,000 acres) in Sai Dong A, Long Bien District, Hanoi City, Vietnam into a mixed residential, commercial and industrial township ("Sai Dong Project").

The Gross Development Value ("GDV") and Gross Development Cost ("GDC") of Sai Dong Project are estimated at USD2.5 billion (or about RM8.4 billion) and USD1.3 billion (or about RM4.4 billion) respectively.

7. On 27 December 2007, B-Land announced the collaboration on the proposed development of a parcel of land measuring about 600 hectares (or about 1,482 acres) at Nhon Trach New City, Dong Nai Province, Vietnam ("Nhon Trach New City Project"). Under the Nhon Trach New City Project, about 250 hectares is for the development of administration, healthcare, educational, cultural and art and financial centers whilst the balance of 350 hectares are for the development of residential and commercial projects such as apartments, apartments with commercial shops, villas and semi-detached houses.



Vietnam Financial Centre, Ho Chi Minh City, Vietnam.



Handing over of Investment Certificate for Vietnam Financial Centre by Mr. Le Hoàng Quân, Chairman of Ho Chi Minh City People's Committee to Dato' Francis Ng, CEO of B-Land while Her Excellency Madam Lim Kim Eng, Malaysia Ambassador to Vietnam (2nd left) and Tan Sri Dato' Seri Vincent Tan look on.

8. On 28 January 2008, B-Land announced that it had entered into an agreement in principle with Tin Nghia Co Ltd, Development Investment Construction Corporation, Vietnam and Vietnam Infrastructure Hexagon Limited to collaborate on the proposed construction of a bridge across the Dong Nai River linking Nhon Trach District, Dong Nai Province to Ho Chi Minh City.
9. On 4 February 2008, Berjaya Sports Toto Berhad ("BToto") became a subsidiary company of the Group due to BToto's share buy back exercise and the purchase of BToto shares by the Group.
10. On 13 February 2008, B-Land completed the disposals of their residential and commercial properties in KL Plaza, Jalan Bukit Bintang for about RM470.55 million.
11. On 15 February 2008, the Company announced that its subsidiary company, Cosway Corporation Berhad ("Cosway Corp") completed the disposal of 15.5 million ordinary shares of RM1.00 each, representing 10% equity interest in Cosway (M) Sdn Bhd ("Cosway (M)") to Madison County LLC for a cash consideration of RM100 million. Consequently, the equity interest of Cosway Corp in Cosway (M) was reduced to 90%. BCorp Group realized a gain of about RM80 million from the disposal.
12. On 18 February 2008, B-Land announced that it had completed the acquisition of 100% stake in Berjaya Hotels & Resorts Vietnam Sdn Bhd (formerly known as Faber Labuan Sdn Bhd) which indirectly has 70% interest in Sheraton Hanoi Hotel and Towers in Hanoi City, Vietnam for a cash consideration of USD68.22 million (or about RM228.5 million).



Sheraton Hanoi Hotel, Vietnam.



Canal Apartment, Thach Ban New City, Hanoi, Vietnam.

## Chairman's Statement and Review of Operations

13. Berjaya Leisure (Cayman) Limited ("BLCL"), a wholly owned subsidiary company of B-Land had on 23 February 2008 received the investment certificate from the licensing authority in Vietnam for the development of Vietnam Financial Centre ("VFC Project") which is a mixed development project comprising 48-storey office towers, luxury service suites and 5-star international hotel as well as a multi-storey high-end shopping mall. The GDV and GDC of the VFC Project is approximately USD1.3 billion (or about RM4.2 billion) and USD930 million (or about RM3 billion) respectively and the VFC Project is expected to complete in stages from year 2010 to 2013.

14. On 4 March 2008, the Group, via its subsidiary companies, completed the acquisition of 82.8 million ordinary shares of RM1.00 each together with 16.2 million warrants in Berjaya Media Berhad ("BMedia") (formerly known as Nexnews Berhad) for a total consideration of about RM139.2 million from Net Edge Online Sdn Bhd ("NEOSB") and Mr Tong Kooi Ong in exchange for 190.2 million units of BCorp ICULS valued at 65 sen each and a cash payment of RM15.6 million. Consequently, BMedia became a 57%-owned subsidiary company of the Group.

15. On 1 April 2008, BerMaz Motor Sdn Bhd (formerly known as Berjaya Synthetic Fibre Sdn Bhd) ("Bermaz"), a subsidiary company of the Group, completed the acquisition of 100% equity interest in BerMaz Motor Trading Sdn Bhd (formerly known as Hercules Automotive Engineers Sdn Bhd). Earlier on 28 February 2008, Bermaz entered into a distribution agreement with Mazda Motor Corporation for the distribution and retailing of completely-built-up Mazda motor vehicles and parts in Malaysia.

16. On 23 April 2008, the Company's wholly owned subsidiary company, Roasters Asia Pacific (Cayman) Limited completed the acquisition of 100% equity interest in NF Roasters Corp ("NFRoasters"), a

Delaware corporation in the United States of America ("USA"), from Nathan's Famous Inc, for a total cash consideration of USD4.0 million (or about RM12.8 million). NFRoasters is the owner of the Kenny Rogers Roasters brand.

17. On 28 April 2008, B-Land announced that BLCL had received the investment certificate from the licensing authority in Vietnam for the mixed development of office-commercial-residential project in Bien Hoa City, Dong Nai province, Vietnam ("Bien Hoa Project").

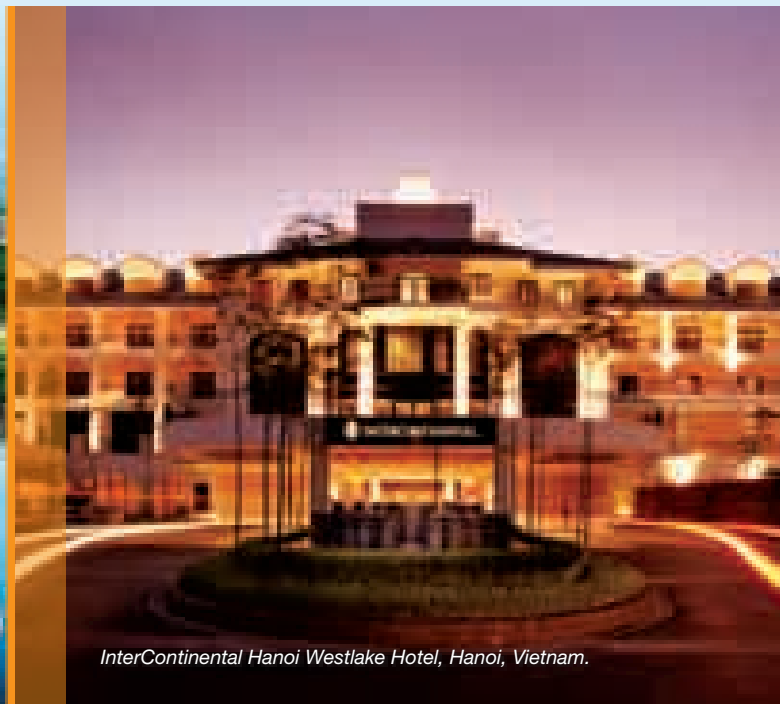
The Bien Hoa Project is a commercial and residential development comprising apartments and office tower with retail mall. Based on the latest development plans, the Bien Hoa Project has an estimated GDV and GDC of approximately USD230.0 million (or about RM736.0 million) and USD180.0 million (or about RM576.0 million) respectively. The Bien Hoa Project is scheduled for completion in stages from year 2010 to 2011.

A range of Mazda models on display during a promotional tour in Berjaya Hills, Pahang.





*Yerae Integrated Resort Development, Yerae-Dong, Seogwipo City, Jeju province, South Korea.*



*InterContinental Hanoi Westlake Hotel, Hanoi, Vietnam.*

## Chairman's Statement and Review of Operations

18. On 29 April 2008, B-Land, via BLCL signed a joint venture agreement ("JejuAgmt") with Jeju Free International City Development Center ("JDC") for a proposed joint-venture to develop a resort-type residential and commercial complex ("Jeju Project") on a parcel of land measuring approximately 74.37 hectares (or about 183.8 acres) ("JejuLand") located at Yerae-dong, Seogwipo-si, Jeju Special Self-Governing Province, Republic of Korea. BLCL will own 81% of Berjaya Jeju Resort Limited ("BJeju"), to be incorporated in the Republic of Korea, to undertake the Jeju Project.

The Jeju Project is a mixed-use residential and commercial development called "Yerae Resort-type Residential Complex" comprising mid-rise apartments, villas, resort hotel and serviced residences and a full-fledged casino, a commercial facility with shopping and dining functions, a health, medical centre and spa resort, cultural village and other private and public facilities on the JejuLand. The estimated GDC of the Jeju Project is USD2.6 billion (or about RM8.3 billion) whilst the estimated GDV is USD3.6 billion (or about RM11.5 billion).

On 20 August 2008, B-Land announced that it has entered into a conditional memorandum of agreement ("MOA") with JDC for the proposed development of an international themed village on a parcel of freehold land measuring approximately 586,040 square metres (or about 145 acres) located in the vicinity of San 35-7 Seokwang-Ri, Anduk-Myun, Seogwipo-City, Jeju Special Self Governing Province in Korea. The project will feature residential and commercial/retail components themed for various countries around the world, showcasing a variety of cuisine, beverages, culture and entertainment from China, Korea, the Pacific, the Americas, Europe, the Middle East, Africa and other regions.

19. On 2 May 2008, BLCL completed the acquisition of 100% equity stake in T.P.C. Development Limited, Hong Kong which indirectly has 75% interest in InterContinental Hanoi Westlake Hotel in Hanoi City, Vietnam and the settlement of inter-company debt for a total cash consideration of USD75.0 million (or about RM253.5 million).

20. On 5 May 2008, B-Land, via its subsidiary, Sinar Merdu Sdn Bhd ("SMerdu"), completed the acquisition of 31% stake in Absolute Prestige Sdn Bhd ("APSB") for RM9.3 million. Together with the earlier 20% stake, which was acquired for RM6.0 million, APSB became a 51% subsidiary of B-Land. APSB owns the Piccolo Hotel and 3 floors of commercial retail centre called Piccolo Galleria, located along Jalan Bukit Bintang, Kuala Lumpur.

21. On 30 May 2008, BMedia received an offer from NEOSB to acquire from Gemtech (M) Sdn Bhd ("Gemtech"), a wholly owned subsidiary company of BMedia, its 2.8 million ordinary shares of RM1.00 each representing 50% equity interest in The Edge Communications Sdn Bhd for a total purchase consideration of RM85 million to be satisfied by the transfer to Gemtech 170 million units of BCorp ICULS ("Proposed Disposal").

Gemtech conditionally accepted the offer on 30 July 2008 and thereafter completed the disposal on 26 August 2008. On 30 July 2008, BMedia proposed to undertake the following proposals:

- (i) Proposed capital distribution of up to 145.3 million units of BCorp ICULS to the shareholders of BMedia or an amount of up to RM72.67 million, on the basis of one (1) unit of BCorp ICULS for every two (2) BMedia Shares, via a reduction of the share capital of BMedia, which will result in the reduction of the par value of the ordinary shares in BMedia from RM1.00 to RM0.75 ("Proposed Capital Distribution"); and
- (ii) Upon the completion of the Proposed Disposal, BMedia proposes to reduce the share premium of BMedia of up to RM21.68 million to set off the accumulated losses of the company ("Proposed Cancellation").

The Proposed Capital Distribution and Proposed Cancellation are subject to the approval of the relevant authorities.





Left to Right: Dato' Robin Tan, Executive Director of BCorp, Dato' Francis Lee, Executive Director of BPizza, Mr. Myles Felt, Vice-President (International) of PJI and Mr. Joshua Ream, Senior Manager, International Business Development of PJI at the signing of franchise agreement between BPizza and PJI.



Presentation of Investment Certificate for VIUT by Mr. Le Hoang Quan, Chairman of Ho Chi Minh City People's Committee to Dato' Francis Ng, CEO of B-Land. Also present were YB Dato' Ong Ka Chuan, Minister of Housing and Local Government, Malaysia (2nd right) and Tan Sri Dato' Seri Vincent Tan.

## Chairman's Statement and Review of Operations

22. On 20 June 2008, the Company's wholly owned subsidiary company, Berjaya Pizza Company Sdn Bhd ("BPizza") entered into a development agreement with Papa John's International Inc ("PJI"), USA for the exclusive rights to develop and operate the Papa John's Pizza ("PJP") Franchise Business in Malaysia. On the same day, BPizza and PJI also entered into a binding letter whereby BPizza shall have the first right of refusal for the potential expansion of the PJP Franchise Business into Vietnam, Singapore, Thailand, Indonesia and the Philippines. PJI is the world's third largest pizza franchisor which provides traditional pizza with superior quality ingredients. BPizza's first restaurant is scheduled to open in Kuala Lumpur before the end of the year.

23. On 1 July 2008, B-Land announced that BLCL received its investment certificate from the licensing authority in Vietnam for the Vietnam International University Township Project ("VIUT Project"). The VIUT Project is located on a parcel of land measuring 925 hectares (or about 2,285 acres) in Tan Thoi Nhi Commune, Hoc Mon District, Ho Chi Minh City, Vietnam comprising international universities, colleges, international and local schools, civic and cultural centre, medical centre, sports and recreation hub and residential development.

Based on the latest development plans, the GDV and GDC of the VIUT Project is approximately USD7.35 billion (or about RM23.9 billion) and USD5.90 billion (or about RM19.18 billion) respectively. All phases of the development are expected to be completed between 2011 to 2021.

24. On 7 July 2008, the Company entered into a Build, Operate and Transfer Agreement and a Waste Management & Service Agreement with the Construction Bureau Of Sanshui District, Foshan City, China for the proposed sanitary landfill project on 65 acres of land in Sanshui District, Foshan City, Guangdong Province, China to be known as Sanshui

Bainikeng Sanitary Landfill Project for a concession period of 28 years. The estimated cost of the entire project is about RMB246.21 million (or about RM111.24 million) and is expected to generate a total revenue of about RMB894.68 million (or about RM426.04 million) during the concession period.

25. The shareholders of the Company approved the purchase of up to 10% of the issued and paid-up ordinary share capital of BCorp at the Company's Extraordinary General Meeting held on 23 July 2008.

26. On 8 August 2008, the Company's subsidiary company, Berjaya Krispy Kreme Doughnuts Sdn Bhd (formerly known as Premimas Sdn Bhd) ("BKK") entered into a development agreement with Krispy Kreme Doughnuts Corporation ("KKC"), a wholly owned subsidiary company of Krispy Kreme Doughnuts, Inc., USA for the rights to develop and operate the Krispy Kreme Doughnuts franchise business in Malaysia. KKC was founded in 1937 and it is a leading branded specialty retailer best known for its fresh, glazed, yeast-raised doughnuts, known as hot Original Glazed®. BKK plans to open 20 Krispy Kreme stores in Malaysia within the next five years with the first store scheduled for an opening in Kuala Lumpur by early 2009.

27. On 19 August 2008, B-Land announced that it had purchased RM18 million of the 5-year 8% Secured Exchangeable Bonds ("Exchangeable Bonds") at RM1.0192 per Exchangeable Bond with internally generated funds. These Exchangeable Bonds shall be cancelled in accordance to the terms of the trust deed.

Consequently, the outstanding Exchangeable Bonds in issuance is RM882 million after the purchase and cancellation.



Mr. Chock Eng Tah, Managing Director of KUB-Berjaya Enviro Sdn Bhd shaking hands with Mr. Huo Ping, Director of the Construction Bureau of Sanshui District of Foshan City (CBSD) at the signing of agreement between BCorp and CBSD. Also present were Tan Sri Dato' Seri Vincent Tan and Dato' Francis Ng, CEO of B-Land.



A Krispy Kreme Doughnut's store in Manila, The Philippines.

## Chairman's Statement and Review of Operations

28. On 28 August 2008, B-Land announced that it had entered into a MOA with the Economic & Social Development Fund, Libya and OYIA Company For Development And Tourism Investment, Libya ("OYIA") to collaborate on a joint venture basis on the proposed development of three parcels of land measuring in total approximately 354 hectares (or about 852.5 acres) located along the Airport Road in Tripoli, Libya into an integrated golf resort cum residential and commercial development.

B-Land shall hold 60% equity interest and OYIA shall hold the balance 40% equity interest in the joint venture company.

The proposed project shall comprise, amongst others, an integrated golf resort with 18-hole golf course and a clubhouse; residential developments such as villas, townhouses, condominiums and other residential accommodation; commercial developments such as hotels and service suites, convention centre, medical centre, international school, shopping malls and other retail components; and public amenities such as mosque, community centre and public parks.

### REVIEW OF OPERATIONS

#### Consumer Marketing & Direct Selling

##### Cosway (M) Sdn Bhd ("Cosway")

The financial year under review was very encouraging with a 30% increase in revenue while operating profit improved by 42%

compared to the previous year. This improvement was primarily due to strong revenue growth from our Malaysian as well as international operations in Taiwan and Hong Kong.

Despite inflationary pressures which might affect the local direct selling industry, we remain optimistic of our growth prospects in Malaysia as the increasing consumer emphasis on value and affordability puts us at a greater advantage over other multi-level companies.

We also plan to open more new sales centres locally and abroad to further strengthen our business network as well as provide convenience and easy access to our wide range of products.

The outlook remains robust for the coming year as the Cosway group continues with its marketing strategies to introduce new and innovative products with higher margins, focus on competitive pricing strategy and conduct regular and aggressive promotions.

##### Singer (Malaysia) Sdn Bhd ("Singer")

For the financial year under review, Singer recorded a revenue increase of 9%. Pre-tax profit improved by 85%, attributed to the higher sales volume and better profit margins. At the same time, bad debts and finance charges were also reduced.

A range of household products and health care supplements from Cosway.





Electrical products from Singer.



A wide range of home entertainment products are available at Video Ezy stores.

## Chairman's Statement and Review of Operations



Motorcycles' range from Singer.

Throughout the year, various events were organized for our targeted customers. In conjunction with Hari Raya Aidilfitri, Singer organized the 'Raya Gaya dengan Singer' campaign where our customers were offered free gifts and purchase-with-purchase promotions.

In November 2007, Singer participated in the shopping event 'It's a Girl Thing' at KLCC which was targeted at women of all age groups. The event showcased various sewing machines and their functions, drawing large crowds to the Singer booth.

Towards the end of the financial year, Singer successfully co-organised the 'It's Sew Easy Quilting Workshop' with Cottage Patch at Berjaya Times Square, which drew overwhelming response from sewing enthusiasts. Visitors were impressed with Singer's new sewing machines, Pfaff and Futura™ CE250, and marveled at the patchwork displays by Cottage Patch.

Our strategic partnership with CIMB Bank offering the bank's personal financing product, CIMB Xpress Cash, to customers for financing the purchase of Singer products has been encouraging. The tie-up was subsequently expanded to include the purchase of a wider range of products under CIMB Xpress Cash loan and for CIMB Bank to credit the proceeds directly to Singer.

The outlook for the consumer sector is expected to be cautionary. The recent hike in petrol prices as a result of rising global crude oil prices and inflationary pressures is expected to impact the disposal income of the average consumer.

Against this challenging backdrop, Singer will step up on its marketing campaigns to boost business. A re-branding exercise, which will include billboard and broadcast media advertising, will play a major role in enhancing the visibility of the Singer brand.

### **Berjaya HVN Sdn Bhd ("Berjaya HVN")**

For the year under review, the Berjaya HVN group recorded an 8.6% increase in revenue mainly from our distribution business in Singapore which recorded increased sale of DVDs. Blu-ray DVD emerged as the dominant new format in place of the HD DVD format which we distributed for only a few months. The company distributes blu-ray DVDs from August 2008.

In Malaysia, the company managed to maintain its revenue. Fewer blockbuster titles were released this year compared to last year. Revenue was boosted by the popular movie "Transformers" which was released in the last quarter of 2007.

Our retail revenue increased 4% with the opening of two new Video Ezy stores at Sunway Pyramid and Pavilion, making it a total of fourteen stores in the Klang Valley to-date.

In Singapore, the company recorded a 20% increase in revenue. Parallel imports of video products from China continued to pose the biggest challenge to the video distribution industry. To overcome that, we have been providing innovative marketing support to the retailers to improve retailers' loyalty. We foresee that in the coming year, DVDs will become the dominant format and blu-ray DVDs will penetrate the market gradually.

With better blockbuster releases in the coming year, we anticipate that the Group will perform better in the next financial year 2009.



Inter-Pacific Securities' viewing gallery



Berjaya Sompo fulfils your general insurance needs.

## Chairman's Statement and Review of Operations



Signing of strategic partnership between Inter-Pacific Capital Sdn Bhd and ThepViet in Vietnam - Mr. Kuok Wee Kiat, Director of Inter-Pacific Capital Sdn Bhd exchanging documents with Mr. Do Duy Thai, Director of ThepViet Capital.

### Financial Services

#### Stockbroking

During the year under review, the Kuala Lumpur Composite Index declined by 3.2% to close at 1,279.86 points on 30 April 2008 compared to 1,322.25 points on 30 April 2007. Despite the decline in the index, the velocity of the stock market continued to be high with the overall value of transactions on Bursa Malaysia Securities Berhad rising by 21.9% to RM506 billion as compared to RM415 billion in the previous financial year.

Inter-Pacific Capital Sdn Bhd ("IPC") reported a pre-tax profit of RM133.7 million for the financial year ended 30 April 2008 compared to RM63.8 million previously. The increase was mainly due to gains on the sale of marketable securities totalling RM81.5 million. In line with the increase in volume of transactions on Bursa Malaysia Securities Berhad, its revenue improved by 9.5% to RM81.9 million from RM72.4 million in the previous year.

During the year, Inter-Pacific Securities Sdn Bhd, a subsidiary of IPC, invested VND147 billion (approximately RM29.2 million) representing an equity interest of 49% in SaigonBank Berjaya Securities Joint Stock Company ("SBBS") in Vietnam. SBBS has been granted an approval-in-principle by the Vietnam State Securities Commission to carry out the full range of stockbroking and related services and is expected to commence operations before the end of year.

On 1 July 2008, IPC entered into an Equity Subscription Agreement with ThepViet Capital Fund Management Joint Stock Company ("ThepViet") in Vietnam. ThepViet is a fund management company which specialises in securities investment fund management, securities investment company management and portfolio management. IPC will subscribe for VND24.5 billion (approximately RM4.8 million) of new and additional charter capital in ThepViet, resulting in an effective equity interest of 49% in the enlarged charter capital of VND50 billion (approximately RM9.8 million).

The investments in SBBS and ThepViet represent an opportunity for the IPC Group to participate in the growing capital market in Vietnam and its expanding economy.

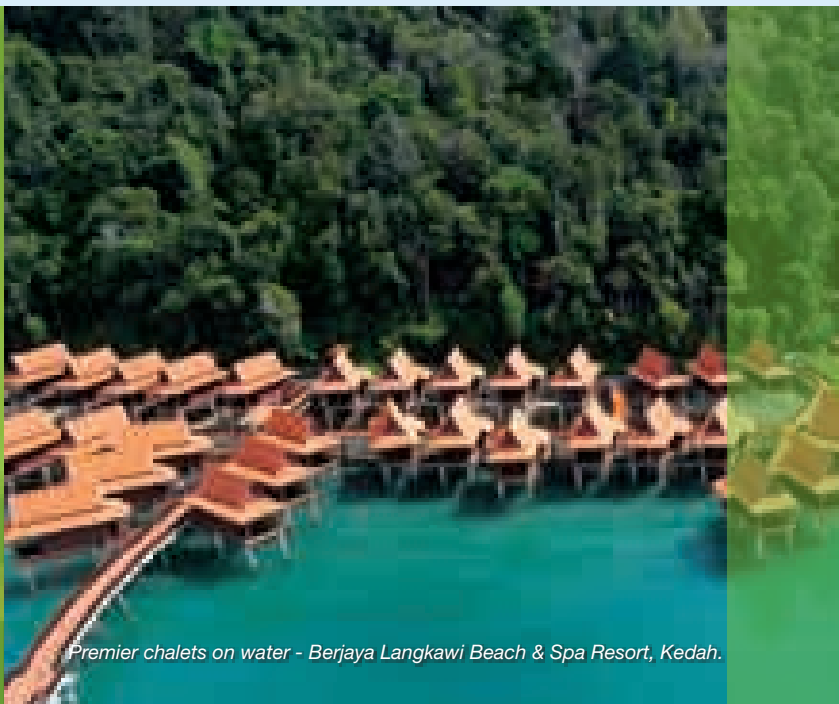
Subsequent to the financial year end, the stock market reversed into a declining trend with low trading volumes amidst global and domestic economic uncertainties. However, remedial measures and new economic initiatives by the Government are expected to yield positive results. In view of this, IPC is optimistic that its stockbroking operations will continue to remain profitable in the current financial year.

#### General Insurance

Berjaya Sompo Insurance Berhad ("Berjaya Sompo") continued to perform well during the year amidst a very competitive market environment. The company achieved a significant milestone for the year when its operating revenue of RM376 million crossed the



*Brooklyn Suite, Berjaya Times Square Hotel & Convention Center, Kuala Lumpur.*



*Premier chalets on water - Berjaya Langkawi Beach & Spa Resort, Kedah.*

## Chairman's Statement and Review of Operations

RM300 million mark, and its pre-tax profit of RM104.05 million surpassed the RM100 million mark for the very first time.

Despite the many challenges ahead and the increasing competition, the company will continue to enhance its operational and costs' efficiency. To meet the ever-changing demands and expectations of the industry, Berjaya Sompō will focus on strengthening its product and service lines to better appeal to a broader segment of the market. Customer satisfaction is our key area of focus and we believe our commitment will differentiate us from our competitors and generate profitable top line growth.

Berjaya Sompō now operates 22 branches and will continue to open more branches in the coming years. As our network strength and gross premiums continue to grow, the company will

put in place various streamlining measures to improve efficiency in our branch operations which will result in greater competitive advantage.

### Hotels & Resorts Development

The Berjaya Hotels & Resorts ("BHR") Division performed well during the financial year ended 30 April 2008 as a result of various measures that were implemented such as active room yield management, aggressive advertising, marketing and promotional activities to reinforce BHR's branding in the local and regional market.

BHR recorded a lower revenue of RM266 million compared to RM276 million in the previous year primarily attributed to the disposal of Berjaya Hotels & Resorts (Mauritius) Limited and Berjaya Mahe Beach Resort Limited during the year.

BHR's average room rate increased by 17% compared to the previous financial year whilst average occupancy rates surged to 62%. Berjaya Times Square Hotel & Convention Centre, Kuala Lumpur ("BTSH"), was the main contributor to the revenue growth with a 10% improvement in revenue whilst Berjaya Langkawi Beach & Spa Resort and Berjaya Redang Beach Resort recorded a growth of 31% and 17% respectively. Occupancy at BTSH increased to 70% from 63% in the previous year and its average room rate was also up by 16%, due to high patronage from the key markets of Malaysia, Singapore and Middle East.

Berjaya Langkawi Beach & Spa Resort enjoyed an occupancy rate of 62% whilst the average room rate increased by 29%, mainly due to the premier market segments from United Kingdom, India and Germany. Increased sales from corporate meetings, trainings and conventions also contributed positively to its bottom line.



*Berjaya Sompō's promotional brochures.*



*The Piccolo Hotel, Kuala Lumpur.*



*Berjaya Tioman Beach, Golf & Spa Resort, Pahang.*

## Chairman's Statement and Review of Operations

Berjaya Redang Beach Resort, with its newly renovated chalets, also achieved better revenue growth of 17% with the occupancy rate of 51% and a 31% increase in room sales.

Our overseas resorts in Seychelles - Berjaya Beau Vallon Bay Beach Resort & Casino and Berjaya Praslin Beach Resort - performed very well and continued to show growth in revenue and profitability. The resorts' total revenue for the year grew by 55% and overall operating profit increased significantly by 97%.

In London, Berjaya Eden Park Hotel posted a 7% growth in revenue, mainly from increased market demand in the travel agents' segment. The hotel's average room rate was up by 11% and occupancy for the year reached 80%. Occupancy for Berjaya Hotel Singapore increased to 73% from 67% in the previous year and its average room rate increased by 28%, mostly from the higher yield of corporate and individual markets.

The inclusion of two new hotels in Vietnam, namely Sheraton Hanoi Hotel and Towers and InterContinental Hanoi Westlake Hotel in February 2008 and May 2008 respectively and The Piccolo Hotel in Jalan Bukit Bintang, Kuala Lumpur in May 2008 is expected to strengthen BHR's presence locally and regionally as well as positively impact its bottom line in the coming years.

To further capture more market share, BHR took various proactive steps including renovating and upgrading its hotels and resorts to cater to its growing clientele. Berjaya Redang Beach Resort upgraded its existing Deluxe Seaview chalets to make way for twelve exclusive Oceanfront Suites whereas Berjaya Tioman Beach, Golf & Spa Resort refurbished its Presidential and Tioman Suites, ten units of Executive Family Suites as well as twenty five units of its Standard Chalets.

A three phase refurbishment and redevelopment exercise is being carried out at BTSB to further enhance its image, which includes

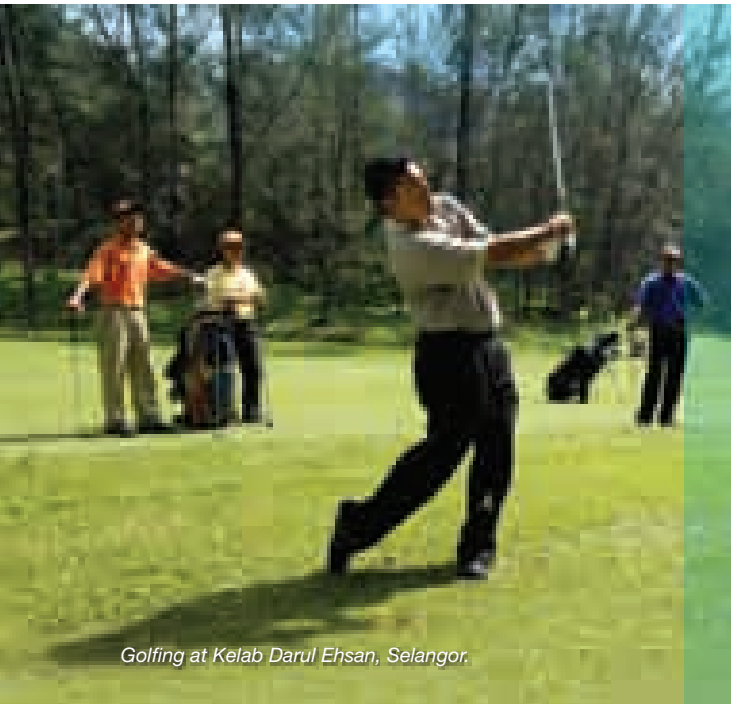
relocation of its lobby to lower ground level, refurbishment of the reception, restaurant, lobby lounge and public areas as well as installation of Wi-Fi Internet services in all its 110 suites and public areas.

Berjaya Georgetown Hotel is also undergoing refurbishment of its guest rooms, construction of a new executive lounge/dining room and installation of Wi-Fi Internet services in all corporate floor rooms, coffee house, lounge, bar and function rooms.

Despite the fuel price hike and the current uncertainty in the global economy, the prospect of the hotel and tourism industry in the region is expected to remain positive. Moving forward, BHR will continue to focus on catering to the needs and demands of its target markets by tapping on opportunities to maintain its competitiveness via aggressive marketing activities and wider sales representations in overseas markets. In addition, BHR is also set to further improve profitability by remaining prudent and maintaining a tighter control over operating costs, improving efficiencies across its hotels and resorts and service levels in all areas.



*Premier Suite, Berjaya Redang Beach & Spa Resort, Terengganu.*



Golfing at Kelab Darul Ehsan, Selangor.



Signing of contract between Berjaya Air Sdn Bhd and ATR - Datuk Razman Md Hashim, Chairman of B-Land and Mr. Christophe Potocki, President of ATR Eastern Support signing the MOU document, witnessed by YAB Dato' Sri Najib Tun Razak, Deputy Prime Minister (centre), Dato' Robin Tan and YAB Dato' Mahdzir bin Khalid, former Menteri Besar of Kedah (right).

## Chairman's Statement and Review of Operations

### Vacation Timeshare

Berjaya Vacation Club Berhad ("BVC") reported a lower revenue of RM18.8 million for the financial year under review, a decrease of 28.7% from the previous financial year mainly due to the slowdown in membership sales and the maturity stage of the Malaysian timeshare industry in general.

In response to this market condition, BVC had revamped its marketing strategy by implementing the agency system in place of its full time employed staff. As at 30 April 2008, BVC had a total of 44 agency managers and 1,410 agents promoting BVC's membership sales nationwide.

BVC remains resilient and plans to focus on enhancing its services by upgrading its registration software and hardware system and further improving its telephone system, to maximise efficiency and effectiveness of its customer service.

### Clubs & Recreation

During the financial year under review, the Clubs and Recreation Division ("the Clubs") recorded improved revenue due to an increase in the golfing business and food & beverage sales.

The Clubs recruited a total of 408 members during the financial year under review compared to 565 members in the previous financial year. The slowdown in membership recruitments was due to the general decrease in demand in the recreation market. There were a total of 21,301 members for all five golf and recreation clubs as at end of 30 April 2008 of which half were golf members.

The Clubs continue to upgrade its golf and recreational facilities to enhance the quality of service and will undertake innovative measures to maintain a competitive pricing strategy in its membership recruitment drive so as to remain competitive in this industry.



An ATR 72-500 aircraft.

### Berjaya Air Sdn Bhd

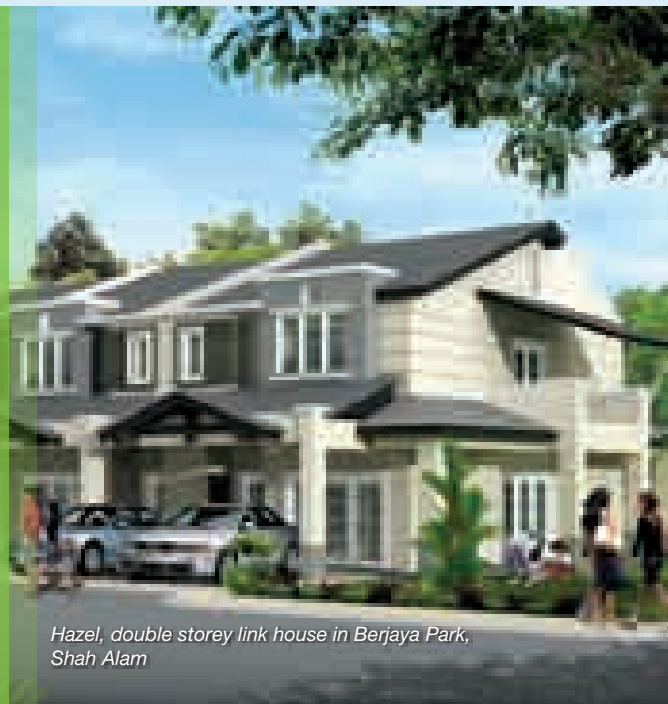
Berjaya Air Sdn Bhd ("Berjaya Air") recorded a higher revenue of RM51.0 million for the financial year under review compared to RM28.1 million recorded in the previous year driven mainly by increased charter services.

Berjaya Air signed a USD74 million (or about RM248 million) contract with ATR (Avions De Transport Regional), a southern France-based regional aircraft manufacturer, on 8 December 2007 in Langkawi, for the purchase of four new ATR 72-500 aircraft which would complement its current fleet of Dash-7 aircraft.

The 72-seater ATR 72-500 aircraft boasts enhanced comfort, state-of-the-art technological innovations and the lowest operating cost per seat in its class. With the acquisition of the new aircraft, which will be delivered in 2009 and 2010, Berjaya Air is set to strengthen its position as a regional turboprop operator in the region by increasing total capacity of its fleet, in order to face the development of its network and the launch of new routes. The ease of maintenance of the aircraft will be an added advantage for Berjaya Air and will positively impact its financial performance.



Savanna 2, low-rise condominium villas at Bukit Jalil, Kuala Lumpur.



Hazel, double storey link house in Berjaya Park, Shah Alam

## Chairman's Statement and Review of Operations

Being e-ticketing compliant, Berjaya Air provides computerized flight check-in with an automated Departure Control System which enables the company to reduce overhead costs and improve efficiency of its services. Berjaya Air is also in the midst of implementing the SITA Airfare, Passenger Revenue Accounting and SITA Consumer Online Reservation System to further improve its standard of services and remain competitive regionally.

### PROPERTY INVESTMENT

The occupancy rates for the Group's investment properties for the financial year ended 30 April 2008, and comparative figures for 2007, were as follows:

| Property                        | Occupancy Rates |               |
|---------------------------------|-----------------|---------------|
|                                 | 30 April 2008   | 30 April 2007 |
| Plaza Berjaya, Kuala Lumpur     | 87%             | 89%           |
| Kota Raya Complex, Kuala Lumpur | 74%             | 91%           |
| Wisma Cosway, Kuala Lumpur      | 98%             | 92%           |
| Berjaya Megamall, Kuantan       | 95%             | 94%           |

For the financial year under review, Wisma Cosway and Berjaya Megamall registered increased revenues. Kota Raya Complex reported a drop in occupancy mainly due to the non-renewal of tenancy by a number of family entertainment centres whilst Plaza Berjaya recorded a marginal drop in occupancy.

Despite stiff competition from the growing number of complexes in the Klang Valley, our Group's complexes remain resilient and will continue to offer competitive rental rates to attract retailers and tenants.

### PROPERTY DEVELOPMENT

For the financial year under review, the Property Division reported a total sales value of RM105.6 million from the sale of various property development projects primarily within the Klang Valley.

A significant portion of our land bank is strategically located in the Klang Valley and during the financial year under review, the Property Division unveiled a number of projects at various locations in and outside of Klang Valley.

**Savanna**, located at the Bukit Jalil Golf & Country Resort, generated sales of RM15.2 million during the year under review. The two blocks of 17-storey condominiums which was sold en-block during the previous financial year is currently under construction and is targeted for completion by September 2008.

Also strategically located in the Bukit Jalil vicinity, **The Link**, which is a 3- and 4-storey freehold shop office, chalked up a total take-up rate of 77% since its April 2007 launch. During the year under review, the development achieved sales totaling RM76.3 million.

Launched in July 2006, **Hazel**, located in Berjaya Park, Shah Alam, continued to enjoy strong sales during the year under review achieving a total sales value of RM27.4 million with 97% of the double storey terrace homes sold out. The project is now fully completed and is awaiting the issuance of Certificate of Fitness.

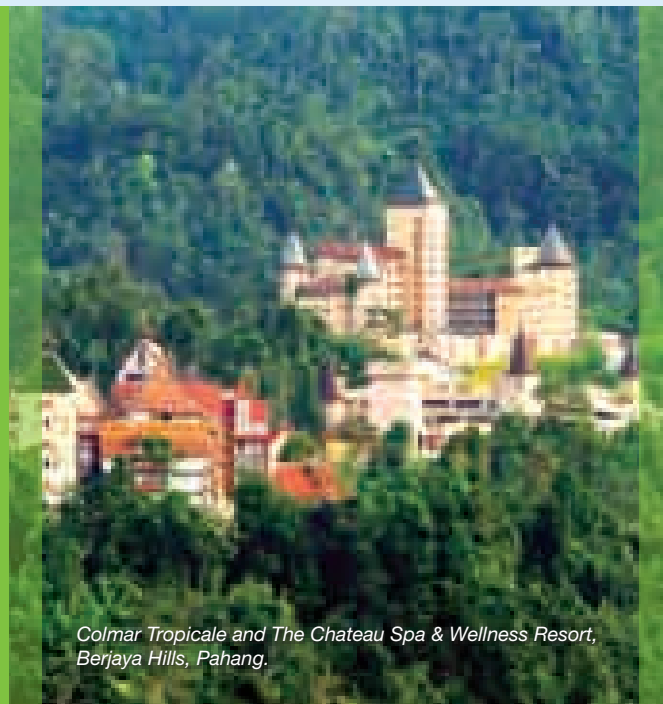
Meanwhile, sales of the exclusive bungalow land development at **Seputeh Heights**, Taman Seputeh remained relatively steady with approximately RM15.8 million of sales achieved during the year under review.

In Pahang, **Kuantan Perdana**, the commercial development consisting of 2 blocks of 37 units of 3- and 4-storey shop offices, launched in December 2006, generated sales of RM30.6 million. The units which were sold on an en-block basis and priced from RM889,000 to RM2.2 million are due for completion in 2009.





*Covillea Bukit Jalil, Kuala Lumpur.*



*Colmar Tropicale and The Chateau Spa & Wellness Resort, Berjaya Hills, Pahang.*

## Chairman's Statement and Review of Operations

### PROJECTS COMING ON-STREAM

Focusing on developing its land bank in Bukit Jalil, an exclusive project comprising four blocks of freehold, low-rise condominium villas named **Savanna 2** is set to be unveiled soon. The low-density development with an estimated GDV of RM32.54 million boasts exclusivity with only two units per floor and each floor is serviced by a private lift. The resort-style villas commanding full panoramic view of the golf course is expected to enjoy brisk sales.

Another development in Bukit Jalil which is anticipated to be received positively by potential foreign investors is **Covillea Bukit Jalil**. This gated and guarded freehold condominium development is strategically situated adjacent to the 18-hole golf course and has an estimated GDV of approximately RM148.34 million. Spanning an area of 2.91 acres, the development consists of 308 units with each unit comprising 3 + 1 bedrooms and 2 free parking bays. A group of foreign investors has shown keen interest to take-up the entire project and negotiation is underway.

**Vasana 25**, a low density enclave in Seputeh, is targeted to be launched this year. This freehold development which consists of 22 units of link bungalows and 3 individual bungalows is a gated and guarded community with an estimated GDV of RM167 million. The bungalows range in size from a built-up area of 5,437 sq. ft. to 7,326 sq. ft. Located adjacent to Seputeh Heights, Vasana 25 is expected to complement the neighbourhood well.

Taking shape at Berjaya Park, Shah Alam, **Hazel 2** is yet another project developed by the group. This development, with a GDV of approximately RM35.59 million, comprises 87 units of freehold link houses with a built-up area of 2,300 sq. ft. Based on the successful sales of previous phases launched, this project is expected to enjoy encouraging take-up rates as well.

In **Petaling Indah, Kuala Lumpur**, a 21-storey mixed development which is located within a land area of 1.66 acres is set to be launched soon. The development has a GDV of RM66.6 million and comprises condominiums, shops and offices. The built-up area of the condominiums range from 884 sq. ft. to 1,170 sq. ft.

with several "garden" units that have extra land. Meanwhile, the office units come with built-up areas ranging from 549 sq. ft. to 1,444 sq. ft. whereas the built-up area for the shops range from 1,218 sq. ft. to 3,637 sq. ft.

As for **Berjaya Hills**, Malaysia's largest resort cum leisure development project, the group is planning an exclusive retirement home development project to be named the Meranti Heights. The development is made up of two 12-storey blocks comprising a total of 388 units ranging from 565 sq. ft. to 1,100 sq. ft. The units are stylishly designed and are complete with modern and friendly amenities and facilities, aimed at catering to the needs of active retirees who wish for tranquility in their retirement years.

Another project in Berjaya Hills is **Olive Pointe**, a 22-unit shop lot development. Located just a short drive away from Colmar Tropicale and other nearby attractions, these 2-storey shop lots are ideal for investment purposes. The shop lots are designed to provide a wide range of services to cater to the different needs of the residents and visitors. Olive Pointe is currently under construction and is expected to be completed in 2009.

*A mixed commercial and residential development at Petaling Indah, off Jalan Sg Besi, Kuala Lumpur*





Signing of Memorandum of Agreement with Jeju Free International City Development Centre (JDC) in Jeju Island on 22 October 2007 (Left to Right): Mr. Kim Kyung Taeg, Chairman & CEO of JDC, Tan Sri Dato' Seri Vincent Tan, Dato' Razman Md Hashim, Chairman of B-Land and Dato' Francis Ng.



A proposed mixed development at Bien Hoa, Dong Nai Province, Vietnam.

## Chairman's Statement and Review of Operations

The **Ritz-Carlton Residences**, Kuala Lumpur, Jalan Sultan Ismail is a high end serviced residence development, located at the junction of Jalan Ampang and Jalan Sultan Ismail. This city centre development covers a freehold land area measuring over 3 acres with a GDV of approximately RM2.55 billion. The Ritz-Carlton Residences will be made up of 2 blocks of 47-storey towers with a total of 292 units of serviced residences and 8 penthouse units. The project is expected to be launched in the first quarter of 2009.

On the global front, the Group has seen very active development with new projects in countries like Korea and Vietnam. B-Land made headlines recently with its **South Korean** venture, which is a mixed development project that spreads over an area of more than 74 hectares and is expected to take-off by the end of 2008.

Meanwhile, in **Vietnam**, the group had obtained its investment licence for the development of **TBN City at Thach Ban, Long Bien District, Hanoi** which is a 32-hectare mixed development township comprising villas, apartments, retail shops, offices, serviced apartments, hotel and international schools with an expected GDV of USD500 million (or about RM1.7 billion). The first phase of 148 units of apartments known as **Canal Park Apartments** is expected to be launched end of 2008. With its modern contemporary design, complete with apartment facilities and landscaping in a well planned integrated township, the project shall be the first in its locality which epitomises quality lifestyle and smart investment choices.

The **Vietnam Financial Centre ("VFC")**, for which its investment licence has been obtained, is a world class financial centre in the heart of Ho Chi Minh City ("HCMC"). Designed as an integrated live-work-play mega development, it is set to be a unique and successful landmark in the premier city. A mixed commercial development comprising 3 blocks of 48-storey office towers with retail podium, one block of 5-star hotel and one block of serviced residences, VFC is poised to dominate the city skyline of Vietnam and become Vietnam's business haven of world-class standard. With an estimated GDV of USD1.3 billion (or about RM4.2

billion), the project, which will be developed in an area measuring approximately 16.4 acres, is expected to be completed in stages from year 2010 to 2013.

Another Vietnam development for which its investment licence has also been obtained is the **Bien Hoa City Square**. Located in the bustling metropolis of Bien Hoa City, Dong Nai province, which is about 30 kilometres away from HCMC, the development will have an estimated GDV of USD230 million (or about RM736 million) and is made up of Parcel A (20-storey office tower, 3-storey retail podium and one level of leisure and recreation club), Parcel B (2 blocks of 20-storey apartments) and Parcel C (one block of 17-storey apartments) as well as an international hotel with an average of 300 rooms. Construction of the project is expected to start by end of 2008 and scheduled for completion in stages from year 2010 to 2011.

The Group is also developing the Vietnam International University Township ("VIUT Project"), about 19 kilometres from downtown HCMC. The VIUT Project, for which its investment licence was obtained in July 2008, has an estimated GDV of USD7.3 billion (or about RM23.9 billion). The VIUT Project, which covers an area of more than 900 hectares in the district of Hoc Mon, is a planned integrated township that will be split into four main themes of work, knowledge, lifestyle and leisure. Apart from the international university, the project includes colleges, international and local schools, civic and cultural centre, medical centre, sports and recreation hub, commercial development ie. offices, retail podiums, shop houses and service apartments and residential development including riverfront apartments, garden housing, canal apartments and park homes. The project is expected to commence in 2009 and completed in stages from 2011 till 2021.

Further expanding its land bank in Hanoi, Vietnam, the group entered into a MOU with Hanoi Electronics Corporation, Vietnam to develop a 400-hectare land in **Sai Dong**, Long Bien District. The major components of the project include a software park, industrial park and a high technology hub, business parks, villas, high rise apartments, retail town centres, signature office towers,



*A mixed commercial development, Thach Banh New City, Hanoi, Vietnam.*



*Vietnam International University Township, Ho Chi Minh City, Vietnam.*

## Chairman's Statement and Review of Operations

shopping malls, medical centre, international schools and vocational colleges, public open spaces and public recreation amenities. This development which has an estimated GDV of USD2.5 billion (or about RM8.4 billion) is deemed to be the largest mixed development township in East Hanoi.

### Market Outlook

For the year under review, the property market commenced with much optimism but turned softer during the fourth quarter due to the country's political and economic uncertainties. On the whole, the property market is expected to remain resilient with the Government's implementation of strategic measures to promote the property sector and to boost the country's economy. However, issues such as inflation, the sharp increase in fuel prices and the effect of the USA subprime crisis are challenges that would have some repercussions on our local market outlook.

Despite the slowdown in the housing markets in the Klang Valley, there is still visible demand for niche developments in good locations. High-end properties in areas deemed exclusive are very much sought after as there is still room for capital appreciation in such developments, particularly those in gated communities.

With the Government's initiative to make Malaysia My Second Home programme more attractive to foreigners by introducing various bold measures, the property market is envisaged to continue to woo buyers from within the region as well as those from other foreign markets. Purchasers from the Asia Pacific region, particularly from Korea and the Middle East are among those who have invested heavily in local properties.

Anticipating the challenges of rising costs of construction materials, the group will intensify its effort to develop projects of high quality and with innovative lifestyle features to remain competitive.

On the global front, the group's projects are expected to come on-stream in the later part of this year in Vietnam and South Korea. Projects in these countries are expected to continue to gain momentum in the year ahead. With a significant presence in the region, the group is confident that it is in good stead for stronger growth in the coming years.

*Sai Dong project in Long Bien District, East Hanoi, Vietnam.*





## Chairman's Statement and Review of Operations

### FOOD & BEVERAGES

For the financial year under review, **Berjaya Starbucks Coffee Company Sdn Bhd ("Starbucks")**, which became a 50% associated company of the Group during the financial year, registered a 26.2% and 4% increase in revenue and pre-tax profit respectively compared with the previous year mainly due to the growth of new stores and growing popularity of the brand and its products. This led to more new customers visiting the stores, as well as increased frequency of visits by existing customers as the company expands its stores to new states and towns in Malaysia.

During the year, we continued expanding our retail stores, opening 21 stores and bringing the total number of Starbucks Coffee stores to 109 stores nationwide.

The consistent introduction of new and innovative food and beverage products as well as the complimentary WIFI service offered at all Starbucks stores nationwide continued to be well received by customers who used the facility for both business and leisure.



*Starbucks' breakfast meals.*

As part of its on-going efforts to educate customers on coffee and its varieties, the company launched a strategic coffee knowledge program in all its stores, called "Coffee Seminars" which were conducted by certified coffee masters.

For the current financial year, Starbucks is committed to opening more stores as well as introducing new store designs and programs to cater to the various needs of its customers.

**Berjaya Roasters (M) Sdn Bhd ("KRR")**, is the franchise holder for Kenny Rogers Roasters restaurants which currently operates 48 restaurants nationwide.

For the financial year under review, KRR recorded an increase of 38.5% in revenue and a substantial increase of 109.7% in pre-tax profit compared to the previous year.

This was mainly due to better branding concepts and promotions with greater visibility in the media, continuous publicity on health by the Health Ministry and increasingly health-conscious Malaysians.

KRR also introduced a variety of seasonal food promotions such as the popular Kenny's Roast Lamb, Kenny's Mexicano Meal, Kenny's Spicy BBQ Chicken, and Kenny's Home-Baked Fillet, among others. Thirst quenching beverages, representing the four seasons of the year, were also introduced.

Among the marketing and promotional activities organised were SMS contest giveaways comprising holiday trips and attractive prizes, including tie-ins with major film distributors, as well as two successful recurring campaigns associated with healthy living – ROASTERS Health Watch and ROASTERS Chicken Run. The ROASTERS Health Watch program brought together 14 partners and 2 celebrity deejays who were challenged to eat healthily and follow a strict exercise regime.



Dato' Francis Lee, Director of Roasters Asia Pacific exchanging documents with Mr. Bayarkhuu Tunurdush, Chairman of Monsonic Group, Mongolia at the signing of International Master Development Agreement on 20 February 2008.



At Kenny Rogers Roasters, we serve you less fat, less salt and less calories.

## Chairman's Statement and Review of Operations

In line with its mission statement and guiding principles, KRR's staff development programs and activities included the Annual Business Plan Meeting, Malay Mail Big Walk, Leadership Convention, and various sports activities.

In line with KRR's expansion plans for 2007/2008, more outlets are opening in East Malaysia and the Klang Valley. There are plans to open at least 15 more restaurants across Malaysia in year 2008/09 and at least 30 new restaurants nationwide by 2010.

### Roasters Asia Pacific (HK) Ltd ("RAP")

During the financial year, **RAP** executed two Master Development Agreements, for the Kingdom of Bahrain and the territory of Mongolia. We will begin operations in both territories in the last quarter of 2008.

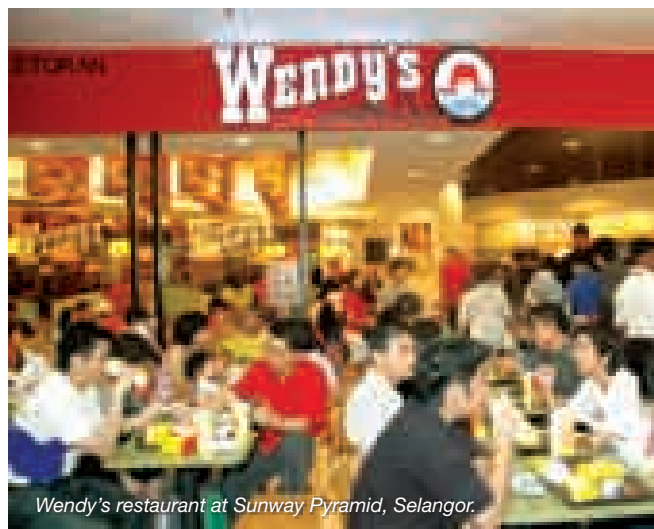
RAP successfully opened two new outlets in November 2007 in Beijing, China and two more in Jakarta, Indonesia, following master development agreements signed in the previous year.

Since beginning discussions with NF Roasters Inc, the Franchisor of KRR in 2006, we had concluded our worldwide rights acquisition. With this acquisition, RAP will begin to move aggressively into a few selected international markets, namely the Middle Eastern countries and Europe.

Over the next five years, RAP will be focusing on developing 100 stores in Egypt, Jordan, Kuwait, Saudi Arab and UAE. As for the European market, RAP plans to develop 220 outlets in countries such as United Kingdom, France, Italy, Netherlands, Russia, Germany, Ukraine and Spain. Moving forward on this aggressive expansion plan, RAP will be actively involved in overseas trade missions, business and franchise exhibitions and business conferences to create market presence and brand awareness.

**Wen Berjaya Sdn Bhd** (formerly known as Nadi Klasik Sdn Bhd), a wholly-owned subsidiary of the Group had on 12 October 2007 entered into a Development Agreement with Wendy's International Inc. to develop and operate Wendy's restaurants in Malaysia. The first Wendy's restaurant in Malaysia was officially opened on 5 April 2008 at the Sunway Pyramid, Selangor. The company subsequently opened another two new restaurants in IOI Mall Puchong and Jaya One in Petaling Jaya in 2008. The company targets to open more than 70 Wendy's store over the next ten years.

Founded by Dave Thomas in 1969, Wendy's serves one of the best burgers in the business. With its headquarters in Dublin, Ohio, USA, Wendy's is one of the world's most successful restaurant operating and franchising companies in the Quick Service Restaurant industry with more than 6,600 Wendy's restaurants in North America and international markets. Wendy's has approximately 150 restaurants in the Asia Pacific region.



Wendy's restaurant at Sunway Pyramid, Selangor.



Mr. Chock Eng Tah, Managing Director of KUB-Berjaya Enviro Sdn Bhd (right) holding the certificate for Gold Award of Special Merit (Environmental Engineering) presented to Bukit Tagar Sanitary Landfill at the Association of Consulting Engineers Malaysia Award Competition 2008.



Taiga Building Products Ltd., Canada.

## Chairman's Statement and Review of Operations

### INDUSTRY

**KUB-Berjaya Enviro Sdn Bhd ("KBE")** is a 60:40 joint venture company between Berjaya Corporation Berhad and KUB Malaysia Berhad, incorporated to undertake a long term concession with the Federal Government to design, build and operate a sanitary landfill in Bukit Tagar, Hulu Selangor for the disposal of municipal solid waste from Selangor and Kuala Lumpur.

The landfill, known as Bukit Tagar Sanitary Landfill ("BTSL"), features modern technology in landfill management and design, and incorporates amongst others, the largest leachate treatment plant in the country to treat leachate produced by the waste. BTSL also incorporates some pioneering technologies and practices for local landfills such as the use of reed bed and also the 'zero discharge policy' which has proven to be effective in achieving a higher standard of leachate treatment and maintains the integrity of the environment.

With the closure of non-sanitary waste disposal sites by the Government, BTSL provides the authorities with a modern and environmentally friendly waste disposal and treatment facility in the Central region.

In 2008, Bukit Tagar Sanitary Landfill was conferred two awards - the Gold Award of Special Merit (Environmental Engineering) for the best landfill design by the Association of Consulting Engineers Malaysia and also an award by the Institute of Engineers Malaysia for Outstanding Engineering Achievement by its Consultants.

**Taiga Building Products Ltd. ("Taiga")**, an associated company of the Group, is the largest independent wholesale distributor of building products in Canada.

The 2008 financial year was a more challenging one in terms of overall economic activities, arising from the credit crunch and the United States housing mortgage crisis. Taiga recorded a 3.6% drop in revenue from CAD\$1,038.4 million to CAD\$1,000.7 million attributed to the weak demand and falling lumber prices for many

building products. Despite the more difficult environment, Taiga was able to improve on its profitability and recorded a 6.6% growth in gross operating profit from CAD\$114.3 million to CAD\$121.9 million during the year. The company has been able to grow its profits by strategically changing product mix and by practicing effective cost management.

Taiga's financial performance is dependent on the commercial and residential construction markets, which are generally influenced by the strength in the general economy. Moving forward, the company will stay focused on its strategy, strengths and advantages in order to mitigate the effects of a more challenging economic environment and improve profitability.

### EDUCATION

In view of the dynamic growth and demand for professionals in the hospitality and tourism industry, the Ministry of Higher Education extended an exclusive invitation to Berjaya Group to establish a niche university college specializing in the hospitality trade, known as the **Berjaya University College of Hospitality ("Berjaya UCH")**.

Berjaya UCH's city campus is located at Berjaya Times Square, occupying approximately 100,000 sq. ft. of space and is scheduled to start its first intake of students in January 2009. The resort campus which is to be located at Berjaya Hills, Pahang on a 500-acre site will be developed as an **'Integrated International Resort University'**. Berjaya UCH is scheduled to start operations at the resort campus three years after the city campus is fully functional.

Berjaya UCH will offer diploma, undergraduate and postgraduate courses under four Schools, namely the School of Culinary Arts, School of Hospitality Management, School of Tourism, Arts and Culture Management, and School of Services Management. Foundation studies will also be offered to post secondary school leavers as an entry qualifier to the undergraduate programmes.



*The Sun - Malaysia's first and only free national newspaper and number one paper in the Klang Valley with a daily circulation of 275,000 copies nationwide.*



## Chairman's Statement and Review of Operations

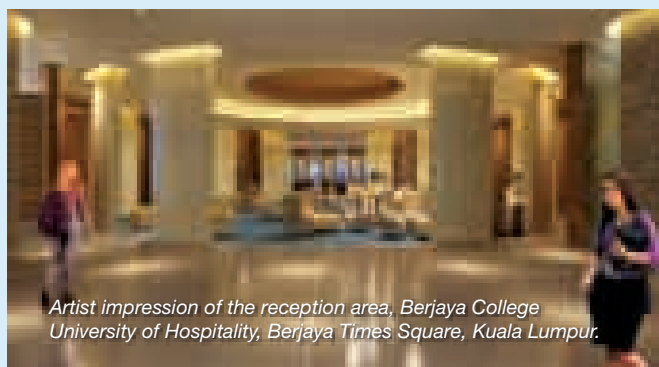
There will also be a Centre for Graduate Studies for postgraduate courses, in collaboration with strategic alliance education partners, as well as exclusive professional short courses through its Centre for Professional Development and Lifelong Learning and Centre for English Language and Communication Skills.

To ensure a curriculum of international standards, Berjaya UCH will forge strategic partnerships with established institutions of higher learning from United Kingdom, USA, Australia and Europe who are forerunners in the hospitality, tourism and service management areas.

There will be three intakes of students every year, with our inaugural intake of students in January 2009. Subsequent intakes will be in April and August.

Berjaya UCH expansion plans include setting up branch campuses in different parts of the world such as Vietnam, Africa and China.

Moving forward, Berjaya UCH aims to differentiate itself from other institutions of higher learning in years to come. Its differentiating factors will be reflected in how it integrates itself in the community; the attention it pays to the concerns and futures of their students; the manner in which it provides a direct and positive contribution to society, and the promotion of the hospitality and tourism industry both in Malaysia and globally.



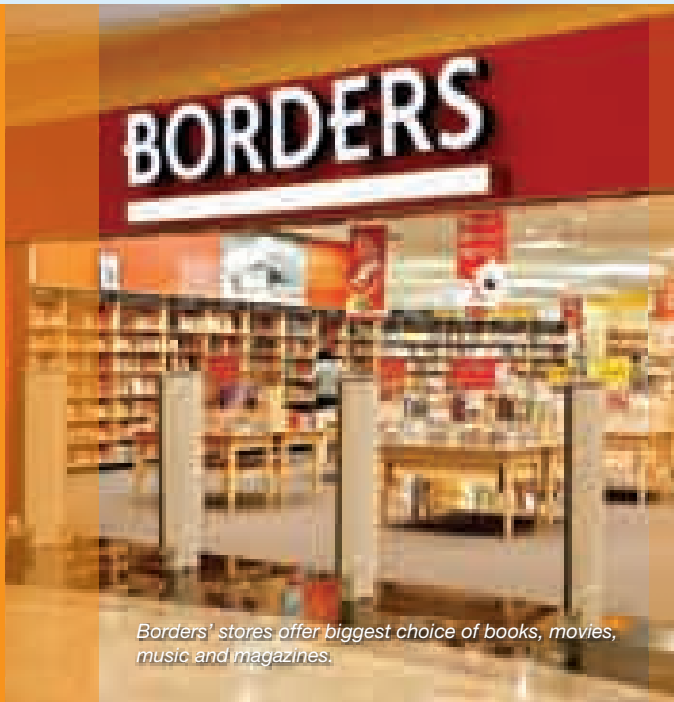
*Artist impression of the reception area, Berjaya College University of Hospitality, Berjaya Times Square, Kuala Lumpur.*

### MEDIA

Berjaya Media Berhad (formerly known as Nexnews Berhad) ("Berjaya Media"), became a 57%-owned subsidiary company of the Group during the financial year. It publishes **theSun**, the 3rd English newspaper in Malaysia with a daily circulation of 275,000 copies, making it the largest English daily circulated in key urban areas particularly in the Klang Valley.

**theSun** is Malaysia's first and only free national newspaper which is widely read in the Klang Valley, Penang, Ipoh, Seremban, Malacca and Johor Baru. The digital version of **theSun** is available on [sun2surf.com](http://sun2surf.com) to capture readers worldwide. **theSun** continues to be the choice of readers and advertisers as it delivers top quality news in an appealing, concise and easy-to-read format and provides creative advertising solutions to marketers via targeted distribution and creative advertising.

Currently, **theSun** is distributed at approximately 2,600 drop-points nationwide - office buildings, condominiums, LRT stations, fast food outlets, convenience stores, universities and colleges, golf and recreation clubs, foreign missions, airline flights and airport terminals. The recently completed Malaysia Prime survey findings (of Professionals, Managers, Executives and Businessmen/Other White Collar earning over RM2,500 monthly in KL/PJ/Klang Valley), commissioned by Berjaya Media Berhad and conducted by A.C. Nielsen between January and March 2008, indicated that **theSun** has 2.9 readers per copy. This gives **theSun** an approximate issue readership of over 650,000 adults in the Klang Valley (based on a weekday distribution of 225,000 copies). Based on our nationwide weekday distribution of 275,000 copies in key market centres, **theSun** is possibly read by about 750,000 urban adults, establishing **theSun** as a significant communication platform for advertisers. With improvements in the distribution network, more people will get to read **theSun** and, as a corollary, advertisers will be able to reach a bigger audience to market their products and services.



*Borders' stores offer biggest choice of books, movies, music and magazines.*



*Country Farm Organics markets a wide range of organic food and household products.*

## Chairman's Statement and Review of Operations

### RETAILING & OTHER SERVICES

Berjaya Books Sdn Bhd currently operates 4 stores namely at Berjaya Times Square, The Curve in Mutiara Damansara, Queensbay Mall in Penang and The Gardens in MidValley City. Its fifth store in Tropicana City Mall, Petaling Jaya will open in December 2008.

In order to draw customers to its stores, the company continuously ran product promotions, offered attractive discounts and organized popular events like the Manga Book Club Discussion and Story Time at the Children's Corner on weekends.

The book industry in Malaysia has grown tremendously in the last two years. Book retailers like MPH, Popular and Times Bookstores are still expanding their network. This year, the book retail business is expected to be challenging in view of the rising cost of living which would result in consumers being more conscious of their spending.

### Country Farm Organics Sdn. Bhd. ("CFO")

For the financial year in review, CFO achieved a 50% growth in revenue from RM8 million to RM12 million, largely attributed to their assertive penetration into high customer traffic supermarkets such as Jusco, Carrefour, Cold Storage and Giant.

In addition, the organic market in Malaysia is rapidly growing in popularity as people become more health-conscious and aware of the health benefits of organically grown produce. On the international front, CFO is also gaining strength in the export market, expanding into neighbouring ASEAN countries such as Vietnam and the Philippines.

To meet the increased demand, we have improved production by expanding our operations and warehouse facilities and introduced more new products to suit the customers' needs. We have a wide range of gluten-free and wheat-free products including gluten-free pastas and quinoa to cater to consumers with special needs, such as those with Celiac Disease and Autism. Another noteworthy key product is the Fresh Water Organic Fish, brought and bred from the remote, unpolluted Tasik Kenyir in Terengganu.

To further enhance our commitment to our customers, the highest priority is given to ensure the high quality of our products. In July 2008, CFO obtained three very significant certifications in the organic industry – the Organic, Halal and HACCP (Hazard Analysis and Critical Control Points) Certifications.

### GAMING & LOTTERY MANAGEMENT

#### Berjaya Sports Toto Berhad ("BToto")

BToto became a subsidiary company in February 2008 and contributed significantly to the Group results. Its principal subsidiary, Sports Toto Malaysia Sdn Bhd ("Sports Toto") recorded a revenue growth of 6.7% from RM2.955 billion in the previous year to RM3.152 billion. The higher revenue was achieved in spite of the year under review having 3 draws less than the previous financial year. On a per draw basis, Sports Toto achieved a growth of 8.6%, which was mainly attributed to the higher sales of the 4-Digit game as well as the contribution from the Mega Toto 6/52 Jackpot game that replaced the Toto 4/49 in June 2007. Sports Toto continued to gain market share and remained the market leader among all the Number Forecast Operators ("NFO") in the country in terms of total revenue. Despite the challenging global economic environment, the Malaysian gaming industry is expected to be resilient and Sports Toto remains optimistic of achieving revenue growth in the current financial year, given that



*Sports Toto's promotional leaflets.*

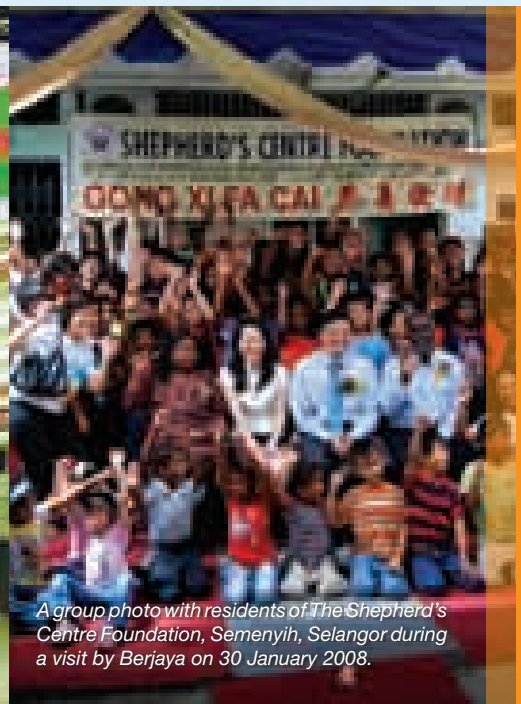




A Toto draw in progress.



A Sports Toto outlet.



A group photo with residents of The Shepherd's Centre Foundation, Semenyih, Selangor during a visit by Berjaya on 30 January 2008.

## Chairman's Statement and Review of Operations

it has the most number of games and operates the most number of outlets compared to its competitors. Sports Toto purchased an additional 600 new FLX sales terminals in February 2008 to increase efficiency and to capture higher sales at its outlets during peak periods. Sports Toto also unveiled new signboards for its outlets featuring several subtle changes in an effort to enhance its brand identity in the NFO market.

In the Philippines, Philippine Gaming Management Corporation's ("PGMC") revenue is expected to increase with the introduction of its new game, Power Lotto 6/52, and a second daily draw for the EZ2 game, as well as increasing the minimum bet for the Mega Lotto 6/45 game. PGMC will work closely with the Philippine Charity Sweep Organization to increase the number of outlets and sales terminals to further improve its revenue.

### CORPORATE RESPONSIBILITY (CR)

As a responsible corporate citizen, the Group is proud of its long standing tradition of contributing to society and the nation. For many years, the Group has been supportive of various noble causes and had contributed to community projects, sports, education and arts and culture development in the country.

The Group is currently in the process of setting up the Berjaya Cares Foundation to consolidate all its CR activities under one umbrella. Under this process, all common CR activities within the Group will be coordinated and streamlined to be more efficient. In addition, the Group's listed subsidiaries will subscribe to this Foundation to carry out the common CR objectives within the Group.

The Foundation will raise and administer funds in order to assist charitable, medical and educational purposes as well as to preserve and promote Malaysian culture, arts and heritage for the benefit of all Malaysians. Through the Foundation, the Group also seeks to undertake projects to conserve and improve the natural environment.

### Workplace

#### The Berjaya CSR Carnival

The inaugural Berjaya CSR Carnival 2008, held on 19 January 2008, was spearheaded by a CSR and Carnival Committee set up at the corporate level aimed to raise funds for the Berjaya Cares Foundation. Apart from raising funds, the Carnival was initiated to get staff more personally involved by participating and contributing their efforts in the fund-raising activities. It was also aimed at giving staff a sense of pride and achievement in having personally contributed towards a good cause. The RM400,000 raised from the Carnival will be channeled towards improving the workplace as well as meeting the needs of the community around us.

#### Healthcare and awareness

Recognizing that human capital is one of the key values to the Group's success, we are emphasizing on the importance of our employees' health and well-being in the organization. Besides providing a health and hospitalization plan for all our staff, we held health and safety awareness talks on a regular basis and featured health-related articles in each issue of our corporate newsletter. Among the topics covered were cancer - its causes and prevention, healthy diets, information about stem cells, as well as child abuse and child safety issues.

We also organized various blood donation drives which received overwhelming support from employees of all ranks within the Group.

### Community

Over the years, the Group has been continuously supporting many charitable institutions and worthy causes with contributions either in cash or in kind.



Donation to PRIDE Foundation at P.Ramlee Musical Charity Gala Night.

Contribution towards Yayasan Harapan Kanak-Kanak Malaysia and goodwill visit to Yayasan Sunbeams Home.



"Setiap Anak Permata Negara", a television programme sponsored by the Group aimed at enhancing children's skills and mental development.

Children's performance at Berjaya CSR Carnival in Bukit Jali Golf & Country Resort.

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During the year, the Group donated RM1 million to PRIDE Foundation, in conjunction with the P.Ramlee Musical Charity Gala Night. We also contributed substantial amounts to other PRIDE programmes such as the PRIDE-Monsoon Cup Charity Gala Dinner 2007 and Take PRIDE in Your Life! book. Besides helping to promote breast cancer awareness, we also donated RM50,000 to Mount Miriam Hospital to assist in funding financially challenged cancer patients.

Berjaya contributed RM200,000 to the building fund of Rumah Harapan Kanak-Kanak HIV/AIDS in Kampung Baru Labu Lanjut, Selangor. The home will be one of the pioneer homes built specially for orphans who are infected with the HIV/AIDS virus, and to provide them with better living conditions, proper care and medication.

The Group also assisted IJN Foundation by contributing RM100,000 to the Sheila Majid concert to raise funds help cover treatment charges and hospital bills for the poor and underprivileged heart patients.

We contributed a Mobile Clinic caravan to Yayasan CRSM (Crisis Relief Squad of MCA). Fitted with complete mobile clinic instruments, the mobile clinic will travel to rural areas to provide medical aid to the less privileged and destitute population.

In its outreach programme, the Group visited many welfare homes which included Yayasan Sunbeams, Rumah Keluarga Kami, Rumah Budi Mulia Nurul Huda, Victory Care Centre and Shepherd's Centre Foundation. We identified the needs of these homes and supported them in various needful areas.

The Group's subsidiaries also organized their own charity events. Kenny Rogers Roasters held their annual fundraising KRR Chicken Run and the Wishing Tree Project which fulfilled over 600 wishes from orphans throughout the country. Berjaya Times Square Hotel & Convention Center held a special cooking session for eight girls from the Yellow House Society of Kuala Lumpur as part of its Little Chefs – A Day of Bliss, A Time to Give programme. In

addition, B-Land sponsored the FIABCI – Berjaya Annual Charity Golf Tournament 2007 where the proceeds were donated to the Orang Asli settlement in Bentong, Pahang.

The Group also hosted and sponsored festive gatherings for the underprivileged such as the Majlis Riang Ria Aidilfitri organized by Majlis Kebajikan Kanak-Kanak Malaysia where we hosted 350 underprivileged children for the 13th consecutive year. In its annual CNY Angpow Donation Drive, Sports Toto Malaysia donated a total of RM700,000 to 15,000 underprivileged old folks nationwide.

### Arts & Culture

Malaysia is rich in its cultural diversity, and we are proud to have been able to support and contribute significantly to the preservation and promotion of our local arts, culture and heritage.

Berjaya was the main sponsor to the local multiple award-winning musical production, P.Ramlee the Musical – Season One, contributing RM3 million to the production of the show, which pays tribute to the late Tan Sri P. Ramlee's illustrious life as Malaysia's talented entertainment icon.

We also sponsored RM200,000 to the Jewel of Tibet, a local production of international quality with a complete Malaysian cast and crew.

As part of the Visit Malaysia 2007 effort in promoting the country as an arts hub, we sponsored RM50,000 towards the musical production, Chicago. We were also the official hotel for the lavish musical masterpiece by Richard Rodgers and Oscar Hammerstein – The King & I.

The Group contributed to the Yayasan Tuanku Nur Zahrah in its promotional efforts to modernize the songket in order to penetrate the international market, as well as improve the lives and income of songket weavers.



*Blood Donation campaign, an activity organised on a regular basis with Pusat Darah Negara.*

*Recycling program and Chinese New Year Angpow Donation Drive organised during the year.*



*"Hari Raya Open House" and Roasters Chicken Run organised for the poor and needy.*

*Donation of Mobile Clinic Caravan to Yayasan CSR M aimed at providing medical aid to the less privileged and destitute population.*

## Chairman's Statement and Review of Operations

### Environment

Being mindful of environmental issues and the increasing need for conservation efforts, the Group has been practising environmental-friendly measures in its day-to-day operations. Energy saving, paper recycling and use of electronic mail have become part and parcel of daily work routines in all our offices. We have also played our part in conserving the environment and mitigating environmentally damaging effects through programmes like our annual Berjaya Hotels & Resorts Redang Island Clean-Up Day and the Berjaya Starbucks Earth Day Recycling Programme.

### Education

Believing that education should be accessible to everyone, the Group donated RM3 million to the Wawasan Education Foundation set up by the Wawasan Open University. This is in addition to an earlier donation of RM2 million made in 2006. We also sponsored deserving students and extended financial assistance to schools that needed funds for building renovation and extension in order to provide a conducive environment for studying.

### Sports Development

As part of our continuous commitment to the development of sports in the country, we made contributions towards many sporting events throughout the year. Berjaya Sompot and Sports Toto Malaysia each sponsored RM500,000 to MyTeam2, a football reality show which was shown on TV3 across Malaysia and successfully rekindled the public's interest in the local football scene.

Besides contributing substantially to the National Sports Council annually, Sports Toto Malaysia also contributed RM30,000 to the Olympic Council of Malaysia, and continued with its annual contribution to the Nanyang Wushu Federation, Negeri Sembilan Rugby Union, The 2008 National Sports Complex Netball Open Championship, the Sports Toto Basketball Jamboree Cup, the PJ Half Marathon and the Subang Jaya 10km Run, among others.

### Across The Borders

Our subsidiary in Vietnam, Berjaya Vietnam Financial Centre Limited ("Berjaya VFC") also carried out its own CSR initiative particularly during the Quang Nam flood which killed nearly 100 people and damaged more than 380,000 houses in Quang Nam province. In aid of the flood victims in Quang Nam province, Berjaya VFC contributed VND500 million to assist relief operations for affected families. In addition, Berjaya Vietnam also donated VND10 billion to underprivileged and needy families in Cu Chi District, Ho Chi Minh City. Besides aiding the underprivileged, it also sponsored USD1 million to the Dong Nai football team to support the Vietnam football scene.

In China, Berjaya Sanhe Real Estate Development Co. Ltd, donated CNY500,000 to the Sanhe City Charity Association in aid of the earthquake victims in Sichuan Province, China. Aware of the plight that affected the victims, the employees of Berjaya in China had also come forward to contribute towards the aid. The earthquake that hit the Sichuan Province had claimed over 60,000 lives and left about 4.8 million people homeless.

### FUTURE PROSPECTS

In view of the prevailing economic environment, the Group is confident that its businesses will continue to contribute positive results. I believe the following businesses will spearhead the Group's operations in the future.

Consumer marketing and direct selling business is one of the Group's major earnings contributors. A major player in the personal care, household and health care segments, Cosway Malaysia continues to perform well supported by a large membership base and wide distribution network in Malaysia, Singapore, Brunei, Indonesia, Taiwan, Hong Kong, Australia and India. With its wide range, high quality and affordable products and competitive pricing coupled with aggressive expansion plans and innovative marketing strategies, Cosway Malaysia will continue with its success story and remain as a market leader in this industry.



*Vietnam Financial Centre, an integrated world class commercial development in the heart of Ho Chi Minh City, Vietnam.*



*Sheraton Hanoi Hotel, Vietnam.*

## Chairman's Statement and Review of Operations

The huge success of the Visit Malaysia Year 2007 campaign had benefited the Group's hotels and resorts division, registering positive growth in its average room rate and occupancy rate. Our overseas resorts also recorded strong patronage and good occupancy rate following continuous aggressive marketing activities and promotions. The inclusion of two new hotels in Vietnam namely Sheraton Hanoi Hotel and Towers and InterContinental Hanoi Westlake Hotel and The Piccolo Hotel in Kuala Lumpur will further strengthen our presence locally and regionally. With 18 hotels and resorts strategically located in major islands, cities and popular tourist spots in Malaysia and overseas and currently offering over 4,000 units of total room stock, BHR will continue to contribute positively to the Group's bottom line. The Group will continue to strengthen its position in the market place by continuously organizing marketing and promotional campaigns to reinforce our branding locally and abroad, catering to the needs of our target markets, improving efficiencies and customer service at all levels.

The Group had been actively expanding its businesses abroad and capitalizing on its property development expertise in countries such as Vietnam, China, Thailand and South Korea. In Vietnam, we have to date received four investment certificates out of seven property development projects valued in excess of USD45 billion, being procured in Vietnam namely Vietnam Financial Centre and the Vietnam International University Township in Ho Chi Minh City, Thach Ban New City in Hanoi and Bien Hoa City Square in Dong Nai Province. With the phenomenal economic growth in the

country and the increasing interest and demand in the property sector, the Group is optimistic that the projects in Vietnam will do very well.

In South Korea, the Group signed a joint venture agreement with Jeju Free International City Development Center to develop a resort-type residential and commercial complex in Jeju Self-Governing Province in Jeju Island, with a GDV of USD3.6 billion. The project will be a fully integrated resort township that will be a catalyst for the further development of the Island of Jeju.

Given the magnitude of the projects in Vietnam and South Korea and their huge potential, Berjaya will emerge as one of the biggest Malaysian property developers and investors in Vietnam and South Korea. This augurs well for the Group's property development business and prospects.

On the local front, the Group continues to receive good response from buyers and enjoy good take up rates for its properties. With the Government's initiative to make Malaysia My Second Home Programme more attractive to foreigners, the property market will remain attractive to buyers within the region and other foreign markets. Despite the challenges of rising cost of construction and economic slowdown, the property market is expected to remain resilient with the implementation of proactive measures by the Government to promote the property sector and to boost the country's economy.



*Mazda's range of vehicles.*

Fresh food made fast from Wendy's.



A Papa John's outlet in USA.



Cosway's sales and redemption counter.

Original Glazed® doughnuts and drink from Krispy Kreme.



In the food and beverage business, the Group had recently secured the franchised rights to develop and operate Wendy's, Papa John's Pizza and Krispy Kreme Doughnuts outlets in Malaysia. The Group has also been granted the first right of refusal for the potential expansion of Papa John's pizza franchise business to Singapore, Vietnam, Indonesia, Thailand and the Philippines. Papa John's, Wendy's and Krispy Kreme Doughnuts are strong brand names with great potential and the Group is optimistic of their contributions to the Group's bottom line in the long term.

The Group's two other existing food and beverage brands, Starbucks Coffee and Kenny Rogers Roasters have also spread their wings further. Roasters Asia Pacific (Cayman) Limited had acquired the worldwide rights to develop the upside potential of the KRR brand globally from NF Roasters Corporation. With proper planning, marketing and branding, the KRR brand which currently operates over 300 restaurants worldwide, is expected to do well in the Asia Pacific region and other parts of the world.

Starbucks Coffee Malaysia which has been operating since 1998 now operates some 110 stores nationwide. Starbucks has established itself as the most recognized and respected brand in the world and will continue to rapidly expand its retail operations in the country.

Our gaming company, Sports Toto continues to gain market share and remain a market leader in the gaming industry. Supported by an extensive network of outlets, strong brand presence, a broad range of attractive games and strong management team, Sports

## Chairman's Statement and Review of Operations

Toto will continue to perform well and enhance its position as a successful Number Forecast Operator in the country.

Despite the prevailing economic environment, the Group's revenue and operating performance for the forthcoming financial year is expected to show improvement in view of the full year effects of consolidation of BToto and BMedia as subsidiary companies. The prospects of the Group in the coming years look bright and promising with the rolling out of the Group's overseas property development projects, the completion of the acquisition of three new hotels, the newly acquired Mazda motor vehicle distributorship rights and the new start-ups of franchised restaurant chain businesses.

### APPRECIATION

Datuk Robert Yong was redesignated from Executive Director to Non-Independent and Non-Executive Director on 30 November 2007 and I would like to express my gratitude for his contributions during his tenure as an Executive Director.

I would like to congratulate Mr. Tan Thiam Chai for being appointed as BCorp's Chief Financial Officer with effect from 18 July 2008.

On behalf of the Board, I would like to take this opportunity to thank the management and staff for their dedication, commitment and loyalty to the Group. I would also like to thank all our customers, business partners, regulatory authorities and financiers for their continued support and co-operation. To all our shareholders, I wish to express my appreciation and gratitude for their confidence, loyalty, patience, understanding and undivided support to the Group.

I would also like to thank my fellow colleagues on the Board for their guidance and active participation in the Board.

I look forward to their continued support in the coming year.

**TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN**

Chairman/Chief Executive Officer

8 September 2008

# BERJAYA CORPORATION BERHAD

## CONSUMER MARKETING & DIRECT SELLING

|        |                              |
|--------|------------------------------|
| 99.01% | COSWAY CORPORATION BERHAD    |
| 100%   | SINGER (MALAYSIA) SDN BHD    |
| 63.7%  | BERJAYA HVN SDN BHD          |
| 90%    | COSWAY (M) SDN BHD           |
| 60%    | eCOSWAY.COM SDN BHD          |
| 100%   | COSWAY (HK) LTD              |
| 82%    | KIMIA SUCI SDN BHD           |
| 100%   | KIMIA SUCI MARKETING SDN BHD |

## INVESTMENT HOLDING & OTHERS

|        |   |
|--------|---|
| 100%   | BERJAYA GROUP (CAYMAN) LIMITED                                |
| 100%   | BERJAYA ENGINEERING & CONSTRUCTION (HK) LIMITED               |
| 49.4%  | BERJAYA HOLDINGS (HK) LIMITED                                 |
| 39.3%  | TAIGA BUILDING PRODUCTS LTD, CANADA                           |
| 100%   | BERJAYA REGISTRATION SERVICES SDN BHD                         |
| 60%    | SECUREXPRESS SERVICES SDN BHD                                 |
| 60%    | KUB - BERJAYA ENVIRO SDN BHD                                  |
| 70%    | COUNTRY FARMS SDN BHD   |
| 100%   | COUNTRY FARM ORGANICS MART PTE LTD                            |
| 100%   | COUNTRY FARMS PTE LTD   |
| 100%   | BERJAYA BOOKS SDN BHD   |
| ±      | *Borders Bookstores   |
| 22.25% | SILVER BIRD GROUP BERHAD                                      |
| 70%    | BERJAYA INTERNATIONAL SCHOOLS SDN BHD                         |
| 51%    | BERJAYA HIGHER EDUCATION SDN BHD                              |
| 57%    | BERJAYA MEDIA BERHAD (f.k.a. Nexnews Berhad)                  |
| 78%    | BERMAZ MOTOR SDN BHD (f.k.a. Berjaya Synthetic Fibre Sdn Bhd) |
| 51%    | CHANGAN BERJAYA AUTO SDN BHD                                  |
| ±      | INFORMATICS EDUCATION LTD, SINGAPORE                          |
| 33.5%  | INFORMATICS EDUCATION LTD, SINGAPORE                          |
| 100%   | BERJAYA BANDARTEX SDN BHD                                     |
| 100%   | BERJAYA KNITEX SDN BHD  |
| 100%   | BERJAYA SOUTEX SDN BHD  |
| ±      | MAGNI-TECH INDUSTRIES BERHAD                                  |
| 23.1%  | MAGNI-TECH INDUSTRIES BERHAD                                  |
| ±      | TMC LIFE SCIENCES BERHAD                                      |
| 26.8%  | TMC LIFE SCIENCES BERHAD                                      |

## VACATION TIMESHARE, HOTELS, RESORTS, RECREATION & LEISURE

|       |  |       |   |
|-------|--|-------|---|
| 100%  | BERJAYA ROASTERS (M) SDN BHD                                     | 100%  | BUKIT KIARA RESORT BERHAD                             |
|       | * Kenny Rogers Roasters Restaurants                              |       | * Bukit Kiara Equestrian & Country Resort, KL         |
| 50%   | BERJAYA STARBUCKS COFFEE COMPANY (M) SDN BHD                     | 51%   | KDE RECREATION BERHAD                                 |
|       |  |       | * Kelab Darul Ehsan, Selangor                         |
| 100%  | ROASTERS ASIA PACIFIC (HK) LIMITED                               | 100%  | BERJAYA GOLF RESORT BERHAD                            |
|       |  |       | * Bukit Jalil Golf & Country Resort, KL               |
| 100%  | WEN BERJAYA SDN BHD (f.k.a. Nadi Klasik Sdn Bhd)                 |       | * Arena Green Apartments, KL                          |
|       | * Wendy's Restaurants  |       | * Greenfields Apartments, KL                          |
| 100%  | BERJAYA PIZZA COMPANY SDN BHD                                    |       | * Green Avenue Condominiums, KL                       |
|       | * Papa John's Pizza chain  | 80%   | STAFFIELD COUNTRY RESORT BERHAD                       |
| 70%   | BERJAYA KRISPY KREME DOUGHNUTS SDN BHD (f.k.a. Premimas Sdn Bhd) |       | * Staffield Country Resort, Negeri Sembilan           |
| 100%  | BERJAYA HILLS BERHAD   | 100%  | INDAH CORPORATION BERHAD                              |
|       | * Berjaya Hills Golf & Country Club, Pahang                      |       | * Bukit Banang Golf & Country Club, Batu Pahat, Johor |
| ±     | * Colmar Tropicale, Berjaya Hills, Pahang                        | 52.6% | AMAT MUHIBAH SDN BHD                                  |
| 58.4% | BERJAYA LAND BERHAD  |       | * Desa WaterPark, KL                                  |
| 100%  | BERJAYA VACATION CLUB BERHAD                                     | 99.3% | BERJAYA AIR SDN BHD                                   |
| 100%  | BERJAYA LANGKAWI BEACH RESORT SDN BHD                            |       |   |
|       | * Berjaya Langkawi Beach & Spa Resort, Kedah                     |       |   |
| 99.5% | BERJAYA REDANG BEACH RESORT SDN BHD                              |       |   |
|       | * Berjaya Redang Spa Resort, Terengganu                          |       |   |
|       | * Berjaya Redang Beach Resort, Terengganu                        |       |   |
| 80%   | TIOMAN ISLAND RESORT BERHAD                                      |       |   |
|       | * Berjaya Tioman Beach, Golf & Spa Resort, Pahang                |       |   |
| 100%  | BERJAYA GEORGETOWN HOTEL (PENANG) SDN BHD                        |       |   |
|       | * Berjaya Georgetown Hotel, Penang                               |       |   |
| 100%  | DIAN KRISTAL SDN BHD   |       |   |
|       | * Berjaya Times Square Hotel and Convention Center, KL           |       |   |
| 51%   | ABSOLUTE PRESTIGE SDN BHD  |       |   |
|       | * The Piccolo Hotel, KL  |       |   |
| 100%  | BERJAYA VACATION CLUB (CAYMAN) LIMITED                           |       |   |
|       | * Berjaya Eden Park Hotel, London, UK                            |       |   |
| 100%  | BERJAYA VACATION CLUB (S) PTE LTD                                |       |   |
|       | * Berjaya Hotel, Singapore                                       |       |   |
| 100%  | BERJAYA BEAU VALLON BAY BEACH RESORT LIMITED                     |       |   |
|       | * Berjaya Beau Vallon Bay Beach Resort & Casino, Seychelles      |       |   |
| 100%  | ANSE VOLBERT HOTEL LIMITED                                       |       |   |
|       | * Berjaya Praslin Beach Resort, Seychelles                       |       |   |
| 92.6% | BERJAYA MOUNT ROYAL BEACH HOTEL LIMITED                          |       |   |
|       | * Berjaya Mount Royal Beach Hotel, Sri Lanka                     |       |   |
| 75%   | T.P.C. NGHI TAM VILLAGE LIMITED                                  |       |   |
|       | * InterContinental Hanoi Westlake Hotel, Hanoi, Vietnam          |       |   |
| 70%   | Vimas Joint Venture Company Limited                              |       |   |
|       | * Sheraton Hanoi Hotel & Towers, Hanoi, Vietnam                  |       |   |
| 100%  | BERJAYA LEISURE (CAYMAN) LIMITED                                 |       |   |
|       | * Berjaya Long Beach Resort Phu Quoc                             |       |   |

## Corporate Structure

of main subsidiaries and associated companies as at 4 September 2008

**PROPERTY INVESTMENT  
& DEVELOPMENT**

**100%** BERJAVACITY SDN BHD

**100%** WANGSA TEGAP SDN BHD

\* Ritz-Carleton Residences

**100%** BERJAYA SANHE REAL ESTATE DEVELOPMENT CO LTD

\* French Village, Hebei Province, China  
\* Les OE Residence, Hebei Province, China

**100%** STEPHEN PROPERTIES SDN BHD

\* Wisma Cosway, KL

**100%** TAMAN TAR DEVELOPMENT SDN BHD

\* The Peak, Taman TAR, Ampang, Selangor

**100%** SELAT MAKMUR SDN BHD

\* Subang Heights, Shah Alam, Selangor  
\* Seputeh Heights, KL

**80%** PAKAR ANGSA SDN BHD

\* Berjaya Park, Shah Alam, Selangor

**100%** INDRA EHSAN SDN BHD

\* Taman Cemerlang, Gombak, Selangor

**100%** SRI PANGLIMA SDN BHD

\* Taman Kinrara IV, Puchong, KL

**100%** BERJAYA LAND DEVELOPMENT SDN BHD

\* Klang Lama Business Park, KL  
\* Gemilang Indah Apartments, KL  
\* Medan Indah, Kota Tinggi, Johor  
\* Taman UPC, Ayer Hitam, Johor  
\* Bandar Banang Jaya, Batu Pahat, Johor  
\* Robson Condominiums, KL

**100%** GEMILANG CERGAS SDN BHD

\* Pines Condominium, KL

**100%** SECURISERVICES SDN BHD

\* Petaling Indah Condominiums, KL

**100%** SEMANGAT CERGAS SDN BHD

\* Ixora Apartments, KL

**100%** TIRAM JAYA SDN BHD

\* Sri Pelangi Apartments/  
Condominiums, KL

**100%** KLASIK MEWAH SDN BHD

\* Sri Indah Court, Johor Bahru

**80%** BERJAYA-HANDICO 12 CO. LTD

\* Thach Ban New City, East Hanoi, Vietnam

**100%** BERJAYA VIETNAM FINANCIAL CENTER LTD

\* Vietnam Financial Center,  
Ho Chi Minh City, Vietnam

**75%** BERJAYA D2D COMPANY LTD

\* Bien Hoa City Square, Dong Nai Province,  
Vietnam

**100%** BERJAYA VIUT LTD

\* Vietnam International University Township,  
Ho Chi Minh City, Vietnam

**100%** BERJAYA JEJU RESORT LTD

\* Yerae-dong, Jeju Island, South Korea

**51%** BERJAYA (CHINA) GREAT MALL CO. LTD

\* The Great Mall of China, Hebei Province,  
People's Republic of China

**100%** NURAL ENTERPRISE SDN BHD

\* Plaza Berjaya, KL

**100%** KOTA RAYA DEVELOPMENT SDN BHD

\* Kota Raya Complex, KL

**100%** B.T. PROPERTIES SDN BHD

\* Kim's Park Business Centre, Batu Pahat

**100%** CEMPAKA PROPERTIES SDN BHD

\* Berjaya Megamall, Kuantan, Pahang  
\* Kuantan Perdana, Kuantan, Pahang

**17.13%** MATRIX INTERNATIONAL BERHAD

\* Berjaya Times Square, KL

**GAMING & LOTTERY  
MANAGEMENT**

**50.21%** BERJAYA SPORTS TOTO BERHAD

**100%** SPORTS TOTO MALAYSIA SDN BHD

**100%** BERJAYA LOTTERY MANAGEMENT (HK) LIMITED

**60%** BERJAYA INTERNATIONAL CASINO MANAGEMENT (SEYCHELLES) LIMITED

**71.3%** INTERNATIONAL LOTTERY & TOTALIZATOR SYSTEMS, INC, USA

**81.5%** PRIME GAMING PHILIPPINES INC

**100%** PHILIPPINE GAMING MANAGEMENT CORPORATION

**FINANCIAL SERVICES**

**98.5%** BERJAYA CAPITAL BERHAD

**91.5%** INTER-PACIFIC CAPITAL SDN BHD

**100%** INTER-PACIFIC SECURITIES SDN BHD

**100%** INTER-PACIFIC ASSET MANAGEMENT SDN BHD

**70%** BERJAYA SOMPO INSURANCE BERHAD

**100%** PRIME CREDIT LEASING SDN BHD

 Listed Companies

‡ Combined Interest

# Group Financial Summary

| Description                                     | 2008<br>US\$'000 | 2008<br>RM'000 | 2007<br>RM'000 | 2006<br>RM'000 | 2005<br>RM'000 | 2004<br>RM'000 |
|---|------------------|----------------|----------------|----------------|----------------|----------------|
|   |                  |                | (Restated)     |                |                |                |
| Revenue   | 1,099,045        | 3,465,837      | 3,019,906      | 2,726,154      | 2,934,556      | 5,586,876      |
| Profit/(Loss) Before Tax                        | 378,301          | 1,192,973      | 263,099        | (562,320)      | 371,021        | 188,743        |
| Profit/(Loss) After Tax                         | 365,574          | 1,152,837      | 273,350        | (605,790)      | 230,005        | (12,524)       |
| Profit/(Loss) Attributable<br>To Shareholders   | 195,513          | 616,549        | 178,723        | (663,402)      | 151,209        | (169,331)      |
| Share Capital #                                 | 952,526          | 3,003,791      | 2,423,841      | 1,858,722      | 299,635        | 299,634        |
| Equity Component of ICULS                       | 260,925          | 822,826        | 890,706        | 1,471,719      | 422,095        | 422,097        |
| Reserves #                                      | 576,944          | 1,819,394      | 22,019         | (679,693)      | (229,537)      | (413,953)      |
| Equity Funds                                    | 1,790,395        | 5,646,011      | 3,336,566      | 2,650,748      | 492,193        | 307,778        |
| Minority Interests                              | 1,456,414        | 4,592,800      | 1,192,703      | 1,192,996      | 2,428,998      | 2,342,671      |
| Total Equity                                    | 3,246,809        | 10,238,811     | 4,529,269      | 3,843,744      | 2,921,191      | 2,650,449      |
| ICULS and Bonds                                 | 341,509          | 1,076,948      | 1,651,978      | 873,062        | 432,874        | 586,995        |
| Long Term Liabilities                           | 705,766          | 2,225,633      | 2,217,543      | 1,881,873      | 2,726,968      | 3,906,916      |
| Current Liabilities                             | 914,662          | 2,884,388      | 2,376,856      | 3,856,662      | 3,479,523      | 2,589,791      |
| Total Equity and Liabilities                    | 5,208,746        | 16,425,780     | 10,775,646     | 10,455,341     | 9,560,556      | 9,734,151      |
| Property, Plant & Equipment                     | 676,113          | 2,132,121      | 2,063,436      | 2,334,276      | 1,980,165      | 2,173,058      |
| Intangible Assets                               | 2,013,076        | 6,348,236      | 828,500        | 512,776        | 975,039        | 1,149,048      |
| Investments & Long Term<br>Receivables          | 1,055,069        | 3,327,160      | 4,359,848      | 4,341,425      | 3,799,088      | 3,831,777      |
| Current Assets                                  | 1,464,488        | 4,618,263      | 3,523,862      | 3,266,864      | 2,806,264      | 2,580,268      |
| Total Assets                                    | 5,208,746        | 16,425,780     | 10,775,646     | 10,455,341     | 9,560,556      | 9,734,151      |
| Net Assets/(Liabilities)<br>Per Share (US\$/RM) | 0.51             | 1.61           | 1.01           | 0.63           | 0.23           | (0.38)         |
| Net Earnings/(Loss) Per Share<br>(Cents/Sen) ^  | 5.9              | 18.5           | 5.7            | (45.2)         | 50.5           | (56.5)         |
| Dividend Rate (%) †                             | 9.0              | 9.0            | -              | -              | -              | -              |
| Net Dividend Amount (US\$'000 RM'000)           | 60,427           | 190,555        | -              | -              | -              | -              |

## Notes:

Figures for 2004 - 2008 are for the 12 months ended 30 April. Where additional shares are issued, the earnings/(loss) per share are calculated on a weighted average number of shares.

Net Assets/(Liabilities) Per Share represent the equity funds less equity component of ICULS divided by the number of issued shares.

Exchange rate: US\$1.00=RM3.1535

† Dividends comprised of 8.8% single-tier exempt dividend and a 0.2% dividend less tax of 26%.

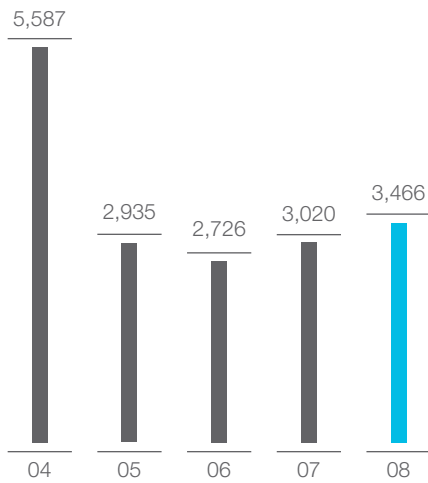
# In applying the merger method of accounting, comparative figures in the consolidated financial statements are restated as if the issue of shares for the acquisition of Berjaya Group Berhad had taken place as at the earliest date presented.

^ The comparative figures have been restated as a result of the restatement of share capital upon applying the merger method of accounting.

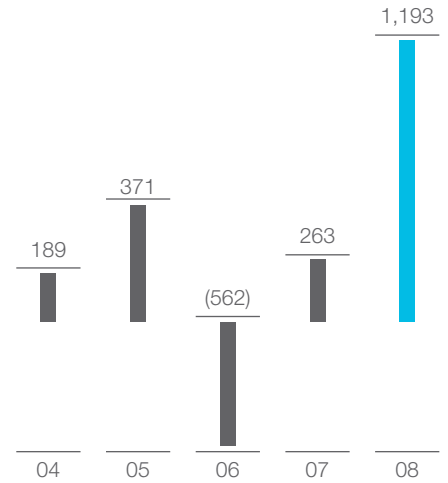


# Group Financial Highlights

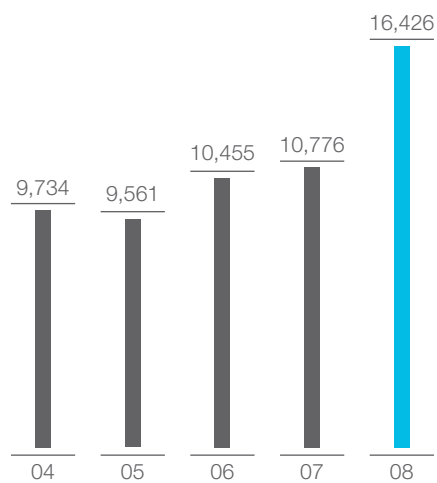
Revenue (RM' Million)



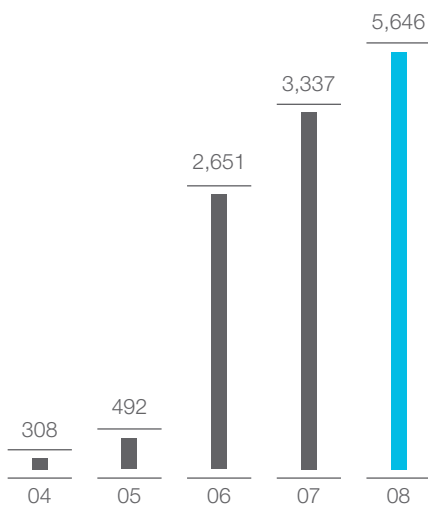
Profit/(Loss) Before Tax (RM' Million)



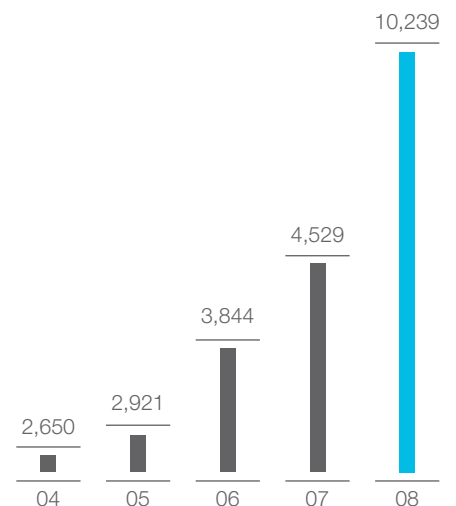
Total Assets (RM' Million)



Equity Funds (RM' Million)



Total Equity (RM' Million)



# Audit Committee Report

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 2008.

## MEMBERS AND MEETINGS ATTENDANCES

The members of the Audit Committee are as follows:-

**Dato' Suleiman Bin Mohd Noor**

*Chairman/Independent Non-Executive Director*

**Tan Sri Datuk Abdul Rahim Bin Haji Din**

*Independent Non-Executive Director*

**Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar**

*Independent Non-Executive Director*

**Datuk Robert Yong Kuen Loke**

*Non-Independent Non-Executive Director*

The Audit Committee held six (6) meetings during the financial year ended 30 April 2008. The details of attendance of the Audit Committee members are as follows:-

| <b>Director</b>                             | <b>Attendance</b> |
|---|-------------------|
| Dato' Suleiman Bin Mohd Noor                | 6/6               |
| Tan Sri Datuk Abdul Rahim Bin Haji Din      | 6/6               |
| Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar | 6/6               |
| Datuk Robert Yong Kuen Loke                 | 6/6               |

The General Manager - Group Internal Audit and the Head of Group Accounts and Budgets were also invited to attend the audit committee meetings. The external auditors were also invited to attend two (2) of these meetings.

**Note:**

*Datuk Robert Yong Kuen Loke resigned as an Executive Director of the Company on 30 November 2007 but remained on the Board as a Non-Independent Non-Executive Director.*

## SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE

The activities undertaken by the Audit Committee during the financial year ended 30 April 2008 included the following:-

1. Reviewed the quarterly and year-to-date unaudited financial results before submission to the Board for consideration and approval;
2. Reviewed the external auditors' scope of work and audit plan for the year;
3. Reviewed and discussed the external auditors' audit report and areas of concern in the management letter thereof;
4. Reviewed the internal audit reports presented and considered the major findings of internal audit in the Group's operating subsidiaries and associated companies through the review of internal audit reports tabled and management responses thereto and ensuring significant findings were adequately addressed by management;
5. Reviewed the related party transactions and the circular to shareholders in connection with the recurrent related party transactions;
6. Reported to the Board on its activities and significant findings and results.

## SUMMARY OF ACTIVITIES OF THE INTERNAL AUDIT FUNCTION

The Group has an established Internal Audit Division whose primary function is to assist the Audit Committee in discharging its duties and responsibilities. Its role is to provide the Committee with independent and objective reports on the adequacy of internal controls and procedures in the operating business entities within the Group and the extent of compliance by such entities with the Group's existing policies and procedures, and compliance to applicable laws, regulations, directives and other external enforced compliance requirements.

For the financial year ended 30 April 2008, twelve audit reports were tabled at the Audit Committee Meetings by the Internal Audit Division. The audits were conducted on various operating units in the Group involved in sanitary landfill operations, resort and club operations, plantation, share registration and mailing services, lifestyle restaurants and franchising business, vehicle distribution, sales of spare parts and workshop services, and direct selling of consumer products.

Internal Audit reports, incorporating audit recommendations and management's responses with regards to audit findings on weaknesses in the systems and controls of the respective operations audited, were issued to Audit Committee and the management of the respective operations. The Internal Audit Division also followed up with management on the implementation of the agreed audit recommendations.

## TERMS OF REFERENCE OF THE AUDIT COMMITTEE

### 1. Membership

The Audit Committee shall be appointed by the Board from amongst the Directors and shall consist of not less than three members, all of whom shall be non-executive Directors. The majority of the Committee Member shall be Independent Directors and at least one member of the Committee must be a member of the Malaysian Institute of Accountants or possesses such other qualifications and/or experience as approved by Bursa Malaysia Securities Berhad ("Bursa Securities").

A quorum shall consist of two members and a majority of the members present must be Independent Directors.

If a member of the Committee resigns, dies or for any other reason ceases to be a member with the result that the number of members is reduced to below three, the Board of Directors shall, within three months of that event, appoint such number of new members as may be required to make up the minimum number of three members.

### 2. Chairman

The Chairman of the Committee shall be an Independent Director appointed by the Board. He shall report on each meeting of the Committee to the Board.

### 3. Secretary

The Company Secretary shall be the Secretary of the Committee and shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it, supported by explanatory documentation to the Committee members prior to each meeting.

The Secretary shall also be responsible for keeping the minutes of meetings of the Committee and circulating them to the Committee members and to the other members of the Board.

### 4. Frequency of Meetings

Meetings shall be held not less than four times a year and will normally be attended by the Director charged with the responsibility of the Group's financial condition and Head of Internal Audit. The presence of external auditors will be requested if required and the external auditors may also request a meeting if they consider it necessary.

### 5. Authority

The Committee is authorised by the Board to investigate any activity within its terms of reference and shall have unrestricted access to both the internal and external auditors and to all employees of the Group. The Committee is also authorised by the Board to obtain external legal or other independent professional advice as necessary.

The Committee is also authorised to convene meetings with the external auditors, internal auditors, or both, excluding the attendance of other directors and employees of the Group, whenever deemed necessary.

# Audit Committee Report

## 6. Duties

The duties of the Committee shall be:-

- a) To review and recommend the appointment of external auditors, the audit fee and any questions of resignation or dismissal including the nomination of person or persons as external auditors;
- b) To discuss with the external auditors where necessary, on the nature and scope of audit and to ensure coordination of audit where more than one audit firm is involved;
- c) To review the quarterly results and year-end financial statements prior to the approval by the Board, focusing on:-
  - going concern assumption
  - compliance with accounting standards and regulatory requirements
  - any changes in accounting policies and practices
  - significant issues arising from the audit
  - major judgemental areas
- d) To prepare Audit Committee Report at the end of each financial year;
- e) To discuss problems and reservations arising from the interim and final external audits, and any matters the external auditors may wish to discuss (in the absence of management, where necessary);
- f) To review the external auditors' management letter and management's response;
- g) To review any related party transaction and conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity;
- h) To do the following in relation to the internal audit function:-
  - review the adequacy of scope, functions, competency and resources of the internal audit department and that it has the necessary authority to carry out its work;
  - review internal audit programme;
  - ensure coordination of external audit with internal audit;
  - consider the major findings of internal audit investigations and management's response, and ensure that appropriate actions are taken on the recommendations of the internal audit function;
  - to monitor related party transactions entered into by the Company and its subsidiaries, and to ensure that the Directors report such transactions annually to shareholders via the annual report;
  - to review and monitor the effectiveness of internal control systems and to evaluate the systems with the external auditors;
- i) To carry out such other responsibilities, functions or assignments as may be defined jointly by the Committee and the Board of Directors from time to time;
- j) In compliance with Paragraph 15.17 of the Listing Requirements of Bursa Securities, where the Committee is of the view that a matter reported by it to the Board has not been satisfactorily resolved resulting in a breach of the Listing Requirements, the Committee must promptly report such matter to Bursa Securities.

# Statement on Corporate Governance

The Board of Directors ("Board") of Berjaya Corporation Berhad recognises the importance of corporate governance and is committed in ensuring that the Group carries out its business operations within the high standards of corporate governance as set out in the Malaysian Code on Corporate Governance ("Code").

The statement below sets out how the Group has applied the key principles of the Code and the extent of its compliance with the best practices throughout the financial year ended 30 April 2008.

## (A) Directors

### (i) The Board

The Board has overall responsibility for the strategic direction and control of the Group.

The Board meets regularly on a quarterly basis with additional meetings being convened as necessary. For the financial year ended 30 April 2008, the Board met five (5) times. The record of attendance for the Directors who held office as at the end of the financial year is set out below:-

| Director                                      | Attendance |
|---|------------|
| Tan Sri Dato' Seri Vincent Tan Chee Yioun     | 4/5        |
| Tan Sri Dato' Tan Chee Sing                   | 4/5        |
| Dato' Robin Tan Yeong Ching                   | 5/5        |
| Chan Kien Sing                                | 5/5        |
| Freddie Pang Hock Cheng                       | 5/5        |
| Rayvin Tan Yeong Sheik                        | 5/5        |
| Vivienne Cheng Chi Fan                        | 5/5        |
| Dato' Azlan Meah Bin Hj Ahmed Meah            | 5/5        |
| Datuk Robert Yong Kuen Loke                   | 5/5        |
| Tan Sri Datuk Abdul Rahim Bin Haji Din #      | 5/5        |
| Dato' Suleiman Bin Mohd Noor #                | 5/5        |
| Dato' Hj Md Yusoff @ Mohd Yusoff Bin Jaafar # | 5/5        |
| Mohd Zain Bin Ahmad #                         | 4/5        |
| Datuk Seri Panglima Mohd Annuar Bin Zaini #   | 4/5        |

# Denotes Independent Non-Executive Director

### (ii) Board Composition

The Board currently has fourteen (14) members comprising:-

- The Chairman / Chief Executive Officer
- Six (6) Executive Directors
- Five (5) Independent Non-Executive Directors
- Two (2) Non-Independent Non-Executive Director.

The Board members' varied skills and breadth of experience are important for the effective management of the Group's diversified business. A brief profile of each Director is presented on pages 3 to 9 of this Annual Report.

The roles of Chairman and Chief Executive Officer are currently assumed by Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") in recognition of TSVT's entrepreneurial leadership which has transformed the Group into a diversified conglomerate. He has overall responsibility for the Group's business operations, organisational effectiveness and the implementation of Board policies and decisions. Nevertheless, the ultimate responsibility for the final decision on all matters lies with the Board of Directors.

The Board also recognises the pivotal role of the independent directors in corporate accountability as they provide unbiased and independent views, advice and judgement. Dato' Suleiman bin Mohd Noor has been identified as the Senior Independent Non-Executive Director of the Board to whom concerns may be conveyed.

## Statement on Corporate Governance

### (iii) Supply of Information

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, operational and corporate developments and proposals.

The Directors have access to the advice and services of the Company Secretary and 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.

### (iv) Appointment to the Board

The Nomination Committee currently comprises the following members:-

|  |   |                                    |
|--|---|------------------------------------|
| Dato' Suleiman Bin Mohd Noor           | - | Chairman/Independent Non-Executive |
| Tan Sri Datuk Abdul Rahim Bin Haji Din | - | Independent Non-Executive          |
| Tan Sri Dato' Tan Chee Sing            | - | Non-Independent Non-Executive      |

The Nomination Committee is primarily empowered by its terms of reference to perform amongst others, to recommend to the Board, new candidates as Board members or Board committee members.

### (v) Directors' Training

The Directors are encouraged to attend continuing education programmes and seminars so as to keep abreast with the current developments in the industry as well as the current changes in laws and regulations.

During the financial year ended 30 April 2008, the Company had organised a special briefing for the Directors and senior Management on the latest amendments to the Companies Act, 1965 and the Capital Markets and Services Act, 2007.

### (vi) Re-election of Directors

Any Director appointed during the year is required under the Company's Articles of Association, to retire and seek re-election by shareholders at the following Annual General Meeting ("AGM") immediately after their appointment. The Articles also require that one-third of the Directors including the Managing Director, if any, to retire by rotation and seek re-election at each AGM and that each Director shall submit himself for re-election at least once in every three years.

Directors over seventy (70) years of age are required to submit themselves for re-appointment annually in accordance with Section 129(6) of the Companies Act, 1965.

## (B) DIRECTORS' REMUNERATION

### (i) Remuneration Committee

The Remuneration Committee currently comprises the following members:-

|   |   |                                    |
|---|---|------------------------------------|
| Dato' Suleiman Bin Mohd Noor              | - | Chairman/Independent Non-Executive |
| Tan Sri Datuk Abdul Rahim Bin Haji Din    | - | Independent Non-Executive          |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | - | 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 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 individual remuneration package.

## Statement on Corporate Governance

### (ii) Details of the Directors' remuneration

The aggregate Directors' remuneration paid or payable to the Directors in office at the end of financial year by the Company and the Group categorised into appropriate components for the financial year ended 30 April 2008 are as follows:-

|               | <----- RM'000 -----> |                                     |       |                      |        |
|---------------|----------------------|-------------------------------------|-------|----------------------|--------|
|               | Fees                 | Salaries<br>and Other<br>Emoluments | Bonus | Benefits-<br>in-kind | Total  |
| Executive     | -                    | 2,243                               | 2,302 | 309                  | 4,854  |
| Non-Executive | 150                  | 167                                 | -     | 23                   | 340    |
|               | 150                  | 2,410                               | 2,302 | 332                  | 5,194* |

\* The aggregate remuneration from the Group of RM5.194 million is inclusive of remuneration paid or payable to the Directors by its listed subsidiaries, Berjaya Land Berhad of RM483,640, Berjaya Sports Toto Berhad of RM3.913 million and its non-listed subsidiaries, namely, Cosway Corporation Berhad and Berjaya Capital Berhad of RM57,460 and RM116,480 respectively.

The number of Directors of the Company in office at the end of the financial year who received remuneration from the Group and their remuneration falling within the respective bands are as follows:-

|             |               | Number of Directors |               |
|-------------|---------------|---------------------|---------------|
|             |               | Executive           | Non-Executive |
| RM1         | - RM50,000    | -                   | 3             |
| RM50,001    | - RM100,000   | -                   | 1             |
| RM100,001   | - RM150,000   | -                   | 2             |
| RM200,001   | - RM250,000   | 1                   | -             |
| RM250,001   | - RM300,000   | 1                   | -             |
| RM300,001   | - RM350,000   | 2                   | -             |
| RM350,001   | - RM400,000   | 1                   | -             |
| RM650,001   | - RM700,000   | 1                   | -             |
| RM2,650,001 | - RM2,700,000 | 1 **                | -             |
|             |               | 7                   | 6             |

\*\* Relates mainly to the pro-rated performance incentive paid to Tan Sri Dato' Seri Vincent Tan Chee YOUNG as Managing Director/ Chief Executive Officer of Sports Toto Malaysia Sdn Bhd ("STM") pursuant to the performance incentive scheme that was effective since December 1988. The incentive scheme is calculated at the rate of 2% on the amount of STM's annual audited consolidated net profit before tax and after minority interest that exceeds RM30 million.

STM is a wholly-owned subsidiary of Berjaya Sports Toto Berhad which in turn became a subsidiary of Berjaya Corporation Berhad on 4 February 2008.

### (C) RELATIONS WITH SHAREHOLDERS AND INVESTORS

The Company recognises the importance of keeping shareholders and investors informed of the Group's business and corporate developments. Such information is disseminated via the Company's annual reports, circulars to shareholders, quarterly financial results and the various announcements made from time to time.

The Group maintains a website at [www.berjaya.cc](http://www.berjaya.cc) where shareholders as well as members of the public can access for the latest information on the Group. Alternatively, they may obtain the Group's latest announcements via the website of Bursa Malaysia Securities Berhad at [www.bursamalaysia.com](http://www.bursamalaysia.com).

The Annual General Meeting ("AGM") remains the principal forum for dialogue with shareholders where they may seek clarifications on the Group's businesses. Shareholders are encouraged to meet and communicate with the Board at the AGM and to vote on all resolutions.

# Statement on Corporate Governance

## (D) ACCOUNTABILITY AND AUDIT

### (i) Financial Reporting

The Directors aim to provide a balanced and meaningful assessment of the Group's financial performance and prospects, primarily through the annual report and quarterly financial statements.

The Directors are 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.

A statement by the Directors of their responsibilities in the preparation of financial statements is set out in the ensuing section.

### (ii) Statement of Directors' Responsibility in respect of the Financial Statements

Company law 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 disclose 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 Companies Act, 1965. The Directors are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### (iii) Internal Control

The Board acknowledges that it is responsible for maintaining a sound system of internal controls which provides reasonable assessment of effective and efficient operations, internal financial controls and compliance with laws and regulations as well as with internal procedures and guidelines. A Statement on Internal Control of the Group is set out on pages 47 and 48 of this Annual Report.

### (iv) Relationship with the Auditors

Through the Audit Committee, the Company has established a transparent and appropriate relationship with the Group's auditors, both internal and external. From time to time, the auditors highlighted to the Audit Committee and the Board on matters that require the Board's attention.

## (E) Deviations from Best Practices

### AAII

#### Best Practices

The roles of the Chairman and Chief Executive Officer should be segregated to ensure a balance of power and authority, such that no one individual can dominate the board's decision making.

#### Deviation

The Chief Executive Officer, Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") has also assumed the role of Chairman. The Board is aware of the dual role held and has decided that TSVT will continue to hold the dual role in recognition of his contribution which has transformed the Group into a diversified conglomerate.



# Statement on Internal Control

## RESPONSIBILITY

The Board of Directors of Berjaya Corporation Berhad ('BCorp' or 'the Group') recognises that it 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. Notwithstanding, 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.

## MANAGEMENT STYLE AND CONTROL CONSCIOUSNESS

The Group's businesses are divided into eight main divisions:

- Financial services
- Marketing of consumer products and services
- Property investment and development
- Hotel, resort and recreation
- Restaurants and cafes
- Gaming comprised of Toto betting and leasing of online lottery equipment, as well as the manufacture and distribution of computerized lottery systems
- Publication, printing and distribution of daily newspaper
- Investment holding and others

Management of the day-to-day affairs of the Group's businesses within the various divisions 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 businesses within the 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 their respective businesses. 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, which are centralised at BCorp. These comprise Secretarial, Legal, Tax, Human Resource, Procurement, Treasury, Investment and Accounts and Budgets. The support functions 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, as the Board does not have any direct control over their operations. The Group's interest are served through representations on the boards of the respective associated companies and receipt and review of management accounts, and enquiries thereon. These representations 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.

## ASSURANCE MECHANISM

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

The internal auditors of the Group furnishes the Audit Committee with reports from visits conducted at various unlisted subsidiaries. The internal auditors of the respective listed subsidiaries conduct regular reviews of the subsidiaries and business units in each of their listed groups, and report directly to the Audit Committee of the respective listed subsidiaries.

## Statement on Internal Control

The external auditors form an opinion on the financial statements of the Group based on their annual statutory audit. Further, any areas for improvement identified during the course of the statutory audit by the external auditors are brought up to the attention of the Audit Committee through management letters, or are articulated at Audit Committee meetings.

The Board also reviews the minutes of the meetings of the Audit Committee. The Report of the Audit Committee is set out on Pages 40 to 42 of the 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

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 Dato' Suleiman Bin Mohd Noor (Chairman), Tan Sri Datuk Abdul Rahim Bin Haji Din, Rayvin Tan Yeong Sheik, Chan Kien Sing, Freddie Pang Hock Cheng and Datuk Robert Yong Kuen Loke.

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 2008, the Risk Management Committee (RMC) held four meetings where it reviewed and evaluated the adequacy of risk management activities of five unlisted operating subsidiary companies (i.e. Berjaya Roasters (M) Sdn Bhd, Berjaya Books Sdn Bhd, KUB-Berjaya Enviro Sdn Bhd, Berjaya Starbucks Coffee Company Sdn Bhd and Berjaya Hills Berhad – Hotel Division), and recommended certain measures to be adopted to reduce their business risk exposures.

The Board remains committed towards operating a sound system of internal control and has recognised that the system must 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.



# 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 2008.

## 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) Restaurants;
- (iv) Property development and investment in properties;
- (v) Development and operation of vacation time share, hotels and resorts, water theme park and operating of a casino;
- (vi) Operations of toto betting under Section 5 of the Pool Betting Act, 1967;
- (vii) Leasing of on-line lottery equipment;
- (viii) Manufacture and distribution of computerised lottery systems;
- (ix) Publication, printing and distribution of daily newspaper;
- (x) Manufacturing; and
- (xi) Investment holding and others.

There were no significant changes in the Group's activities during the financial year other than those arising from the acquisitions or disposals of subsidiary companies, associated companies and jointly controlled entities as disclosed in Notes 9, 10, 11 and 43 to the financial statements.

## RESULTS

|                               | Group<br>RM'000 | Company<br>RM'000 |
|-------------------------------|-----------------|-------------------|
| Profit for the year           | 1,152,837       | 892,278           |
| Attributable to:              |                 |                   |
| Equity holders of the Company | 616,549         | 829,278           |
| Minority interests            | 536,288         | -                 |
|                               | 1,152,837       | 829,278           |

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 Notes 2.3 and 33 to the financial statements.

## DIVIDENDS

No dividend has been paid by the Company in respect of the previous financial year.

The amount of dividends paid by the Company since 30 April 2007 was as follows:-

|   | RM'000  |
|---|---------|
| <u>In respect of the financial year ended 30 April 2008</u>   |         |
| First interim gross dividend of 3% per share comprising of a 2.8% single-tier exempt dividend and a 0.2% dividend less tax of 26%, paid on 26 December 2007 | 72,528  |
| Second interim gross dividend of 4% single-tier exempt dividend per share, paid on 7 March 2008   | 118,027 |
|   | 190,555 |

On 30 June 2008, the Company recommended a final dividend of 2% single-tier exempt dividend in respect of the current financial year ended 30 April 2008, to be approved by the Company's shareholders at the forthcoming Annual General Meeting. The financial statements for the current financial year do not reflect this dividend. This dividend will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2009.

## 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:

Tan Sri Dato' Seri Vincent Tan Chee YOUNG  
 Tan Sri Dato' Tan Chee Sing  
 Chan Kien Sing  
 Freddie Pang Hock Cheng  
 Dato' Robin Tan Yeong Ching  
 Rayvin Tan Yeong Sheik  
 Vivienne Cheng Chi Fan  
 Dato' Azlan Meah bin Hj Ahmed Meah  
 Datuk Robert Yong Kuen Loke  
 Dato' Suleiman bin Mohd Noor  
 Datuk Seri Panglima Mohd Annuar bin Zaini  
 Tan Sri Datuk Abdul Rahim bin Haji Din  
 Dato' Hj Md Yusoff @ Mohd Yusoff bin Jaafar  
 Mohd Zain bin Ahmad

## 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.

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 34 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 39 to the financial statements.

## 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 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 1.5.07                                | Acquired   | Disposed      | At 30.4.08    |
| <b>The Company</b>                        |  |            |               |               |
| Tan Sri Dato' Seri Vincent Tan Chee YOUNG | 787,000,000                              | 70,100,000 | -             | 857,100,000   |
| Tan Sri Dato' Tan Chee Sing               | 764,110,016*                             | 85,889,984 | -             | 850,000,000 * |
|   | 10,793,300                               | 5,197,000  | -             | 15,990,300    |
|   | 678,350 (a)                              | -          | -             | 678,350 (a)   |
| Chan Kien Sing                            | 20,000                                   | -          | -             | 20,000        |
| Freddie Pang Hock Cheng                   | 1,500                                    | -          | 1,500         | -             |
|   | 2,700 (a)                                | -          | -             | 2,700 (a)     |
| Dato' Robin Tan Yeong Ching               | 629,247                                  | 50,000     | -             | 679,247       |
|   | 5,000 (a)                                | -          | -             | 5,000 (a)     |
| Rayvin Tan Yeong Sheik                    | 2,000                                    | -          | -             | 2,000         |
| Vivienne Cheng Chi Fan                    | 4,400                                    | -          | -             | 4,400         |
|   | -  | 10,000 (d) | -             | 10,000 (d)    |
| Datuk Robert Yong Kuen Loke               | 40,000                                   | 2,804,548  | -             | 2,844,548     |
| Dato' Suleiman bin Mohd Noor              | 20,200                                   | -          | -             | 20,200        |
| Datuk Seri Panglima Mohd Annuar bin Zaini | 10,000                                   | -          | -             | 10,000        |
|   | 22,500,000 *                             | -          | 22,500,000 ** | -             |
| Tan Sri Datuk Abdul Rahim bin Haji Din    | 21,600                                   | -          | -             | 21,600        |

**Number of 0% Irredeemable Convertible  
Unsecured Loan Stocks 2005/2015 of  
RM0.50 nominal value each**

|   | <b>At 1.5.07</b> | <b>Acquired</b> | <b>Disposed/<br/>Cancelled/<br/>Converted</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|---|-------------------|
| <b>The Company</b>                        |                  |                 |   |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yıoun | -                | 12,815,940      | 10,715,940                                    | 2,100,000         |
|   | 5,001,925,632 *  | 925,762,013     | 5,552,425,383                                 | 375,262,262 *     |
| Tan Sri Dato' Tan Chee Sing               | 13,382,907       | 62,877          | -   | 13,445,784        |
|   | 1,348,437 (a)    | -               | -   | 1,348,437 (a)     |
| Chan Kien Sing                            | 55,376           | -               | -   | 55,376            |
| Freddie Pang Hock Cheng                   | 425,176          | 7,200           | -   | 432,376           |
|   | 277,601 (a)      | -               | -   | 277,601 (a)       |
| Dato' Robin Tan Yeong Ching               | 1                | 7,200           | -   | 7,201             |
| Rayvin Tan Yeong Sheik                    | 6,666            | -               | -   | 6,666             |
| Vivienne Cheng Chi Fan                    | 10,000 (c)       | -               | 10,000  | -                 |
| Datuk Robert Yong Kuen Loke               | 1,495,729        | 1,309,560       | 2,804,548                                     | 741               |
| Dato' Azlan Meah bin Hj Ahmed Meah        | 11,075           | -               | -   | 11,075            |
| Datuk Seri Panglima Mohd Annuar bin Zaini | 125,333          | -               | -   | 125,333           |
| Tan Sri Datuk Abdul Rahim bin Haji Din    | 24,000           | -               | -   | 24,000            |

**Subsidiary companies:**

**Number of ordinary shares of RM1.00 each**

|   | <b>At 1.5.07</b> | <b>Acquired</b> | <b>Disposed</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|-----------------|-------------------|
| <b>Berjaya Capital Berhad</b>             |                  |                 |                 |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yıoun | 1,165,980        | -               | 1,165,980       | -                 |
|   | 88,951,405 *     | 45,162,750      | -               | 134,114,155 *     |
| Tan Sri Dato' Tan Chee Sing               | 20,959           | -               | 20,959          | -                 |
| Chan Kien Sing                            | 2,400            | -               | 2,400           | -                 |
| Freddie Pang Hock Cheng                   | 2,400            | -               | 2,400           | -                 |
| Dato' Robin Tan Yeong Ching               | 2,400            | -               | 2,400           | -                 |
| Dato' Azlan Meah bin Hj Ahmed Meah        | 480              | -               | 480             | -                 |
| Datuk Robert Yong Kuen Loke               | 436,520          | -               | 436,520         | -                 |
| <b>Cosway Corporation Berhad</b>          |                  |                 |                 |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yıoun | 28,108,900       | -               | 28,108,900      | -                 |
|   | 256,177,765 *    | 84,741,616      | -               | 340,919,381 *     |
| Dato' Robin Tan Yeong Ching               | 10,000           | -               | 10,000          | -                 |
| Datuk Robert Yong Kuen Loke               | 780,000          | -               | 780,000         | -                 |

**Number of ordinary shares of RM1.00 each**

|   | <b>At 1.5.07</b> | <b>Acquired</b> | <b>Disposed</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|-----------------|-------------------|
| <b>Berjaya Land Berhad</b>                |                  |                 |                 |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yıoun | 45,788,300       | 6,926,200       | -               | 52,714,500        |
|   | 613,110,615 *    | 95,405,034      | 30,000,000      | 678,515,649 *     |
|   | -                | 2,000,000 (d)   | -               | 2,000,000 (d)     |
| Tan Sri Dato' Tan Chee Sing               | 159,721          | 565,800         | -               | 725,521           |
|   | -                | 2,000,000 *     | -               | 2,000,000 *       |
| Dato' Robin Tan Yeong Ching               | 150,000          | -               | -               | 150,000           |
| Freddie Pang Hock Cheng                   | 20,000           | 20,000          | -               | 40,000            |
|   | 1,000 (a)        | -               | -               | 1,000 (a)         |
| Datuk Robert Yong Kuen Loke               | 90,000           | -               | -               | 90,000            |
| Vivienne Cheng Chi Fan                    | 43,000 (c)       | -               | -               | 43,000 (c)        |

**Number of 5% Irredeemable Convertible  
Unsecured Loan Stocks 1999/2009 of  
RM1.00 nominal value each**

|   | <b>At 1.5.07</b> | <b>Acquired</b> | <b>Disposed/<br/>Cancelled/<br/>Converted</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|---|-------------------|
| <b>Berjaya Land Berhad</b>                |                  |                 |   |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | -                | 1,214,500       | 1,214,500                                     | -                 |
| Freddie Pang Hock Cheng                   | 654,577,788 *    | 180,717,802     | 830,710,290                                   | 4,585,300 *       |
|   | 20,000           | -               | 20,000  | -                 |

**Number of ordinary shares of RM0.10 each**

|   | <b>At 4.2.08</b> | <b>Acquired</b> | <b>Disposed</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|-----------------|-------------------|
| <b>Berjaya Sports Toto Berhad#</b>        |                  |                 |                 |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 69,650,000       | -               | -               | 69,650,000        |
|   | 631,097,623 *    | 11,551,573      | -               | 642,649,196 *     |
|   | 20,000 (d)       | -               | -               | 20,000 (d)        |
| Tan Sri Dato' Tan Chee Sing               | 6,274,894        | 71,100          | -               | 6,345,994         |
|   | 671,700 (b)      | -               | -               | 671,700 (b)       |
| Dato' Robin Tan Yeong Ching               | 732,000          | 30,000          | -               | 762,000           |
| Chan Kien Sing                            | 3,200            | -               | -               | 3,200             |
| Freddie Pang Hock Cheng                   | 362,800          | -               | -               | 362,800           |
|   | 150,062 (b)      | -               | -               | 150,062 (b)       |
| Rayvin Tan Yeong Sheik                    | 84,000           | 8,000           | -               | 92,000            |
| Datuk Robert Yong Kuen Loke               | 1,826,200        | -               | -               | 1,826,200         |

**Number of ordinary shares of RM1.00 each**

|   | <b>At 4.3.08</b> | <b>Acquired</b> | <b>Disposed</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|-----------------|-------------------|
| <b>Berjaya Media Berhad##</b>             |                  |                 |                 |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 73,561,382       | -               | -               | 73,561,382        |
|   | 132,332,544 *    | -               | -               | 132,332,544 *     |
| Freddie Pang Hock Cheng                   | 4,800            | -               | -               | 4,800             |
|   | 7,200 (b)        | -               | -               | 7,200 (b)         |

**Number of Warrants**

|   | <b>At 4.3.08</b> | <b>Acquired</b> | <b>Disposed</b> | <b>At 30.4.08</b> |
|---|------------------|-----------------|-----------------|-------------------|
| <b>Berjaya Media Berhad##</b>             |                  |                 |                 |                   |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 13,160,876       | -               | -               | 13,160,876        |
|   | 20,044,746 *     | -               | -               | 20,044,746 *      |
| Freddie Pang Hock Cheng                   | 2,400            | -               | -               | 2,400             |
|   | 9,600 (b)        | -               | -               | 9,600 (b)         |

Notes:

# Berjaya Sports Toto Berhad became a subsidiary company of the Group on 4 February 2008.

## Berjaya Media Berhad (formerly known as Nexnews Berhad) became a subsidiary company of the Group on 4 March 2008.

\* Denotes indirect interests.

\*\* Denotes ceased to be deemed interested pursuant to Section 6A of the Companies Act, 1965.

(a) Denotes indirect interests held through spouse pursuant to Section 134(12)(c) of the Companies Act, 1965 (as amended), effective 15 August 2007.

(b) Denotes indirect interests held through spouse.

(c) Denotes indirect interests held through child/children pursuant to Section 134(12)(c) of the Companies Act, 1965 (as amended), effective 15 August 2007.

(d) Denotes indirect interests held through child/children.

By virtue of his interests in the shares of Berjaya Corporation Berhad ("BCorp"), Tan Sri Dato' Seri Vincent Tan Chee Yioun is also deemed interested in the shares of all the subsidiary companies of the Company to the extent the Company has an interest.

None of the other directors in office at the end of the financial year had any interest in shares, warrants 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 RM2,423,841,743 to RM3,003,790,939 by way of the issuance of 579,949,196 new ordinary shares of RM1.00 each arising from the conversion of 1,088,312,681 BCorp 0% Irredeemable Convertible Unsecured Loan Stocks of RM0.50 nominal value each ("BCorp ICULS") and payment in cash of RM35,792,856.

## OTHER STATUTORY INFORMATION

- (a) Before the balance sheets and income statements 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 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.

## OTHER SIGNIFICANT EVENTS

Significant events during the financial year are disclosed in Note 43 to the financial statements.

## SUBSEQUENT EVENTS

Significant events subsequent to the end of the financial year are disclosed in Note 44 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 9 August 2008

**TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN**

**TAN SRI DATUK ABDUL RAHIM BIN HAJI DIN**



## Statement by Directors

Pursuant To Section 169(15) Of The Companies Act, 1965

We, TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN 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 57 to 150 are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable Financial Reporting Standards in Malaysia so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 April 2008 and of the results and the cash flows of the Group and of the Company for the year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 9 August 2008

**TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN**

**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 57 to 150 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 9 August 2008

**TAN THIAM CHAI**

Before me:

Commissioner for Oaths  
SOH AH KAU (W315)  
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 balance sheets as at 30 April 2008 of the Group and of the Company, and the income statements, statements of changes in equity and cash flow statements of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 57 to 150.

### *Directors' responsibility for the financial statements*

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Financial Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

### *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 Company's preparation and fair presentation of the financial statements 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 Company'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.

### *Opinion*

In our opinion, the financial statements have been properly drawn up in accordance with Financial Reporting Standards and 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 2008 and of their financial performance and cash flows of the Group and of the Company for the year then ended.

## 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 accounts and the auditors' reports of all the subsidiaries of which we have not acted as auditors, which are indicated in Note 45 to the financial statements.
- (c) We are satisfied that the accounts 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 accounts 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 Companies Act, 1965.

## 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  
9 August 2008

**KUA CHOO KAI**  
No. 2030/03/10 (J)  
Chartered Accountant

# Balance Sheets

As At 30 April 2008

|  | Note | GROUP          |                | COMPANY        |                |
|--|------|----------------|----------------|----------------|----------------|
|  |      | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
|  |      |                | (Restated)     |                |                |
| <b>ASSETS</b>  |      |                |                |                |                |
| <b>NON-CURRENT ASSETS</b>  |      |                |                |                |                |
| Property, plant and equipment  | 3    | 2,132,121      | 2,063,436      | 29             | 7              |
| Biological assets  | 4    | 8,714          | 7,293          | -              | -              |
| Other investments  | 5    | 307,924        | 337,989        | -              | -              |
| Investment properties  | 6    | 551,588        | 893,946        | -              | -              |
| Prepaid land lease premiums  | 7    | 146,450        | 143,598        | -              | -              |
| Land held for development  | 8    | 1,573,687      | 1,640,803      | -              | -              |
| Associated companies   | 9    | 578,403        | 1,296,270      | -              | -              |
| Subsidiary companies   | 10   | -              | 1,402          | 1,101,752      | 1,101,720      |
| Jointly controlled entities  | 11   | 141,260        | 22,945         | -              | -              |
| Deferred tax assets  | 26   | 19,134         | 15,602         | -              | -              |
| Intangible assets  | 12   | 6,348,236      | 828,500        | -              | -              |
|  |      | 11,807,517     | 7,251,784      | 1,101,781      | 1,101,727      |
| <b>CURRENT ASSETS</b>  |      |                |                |                |                |
| Development properties   | 13   | 883,164        | 774,865        | -              | -              |
| Inventories  | 14   | 338,920        | 346,256        | -              | -              |
| Trade and other receivables  | 15   | 1,721,155      | 1,207,441      | 3,941,179      | 4,922,794      |
| Short term investments   | 16   | 39,316         | 10,144         | -              | -              |
| Tax recoverable  |      | 121,840        | 149,938        | 1,176          | 1,820          |
| Deposits with financial institutions   | 17   | 980,467        | 530,652        | 71,305         | 91,937         |
| Cash and bank balances   | 18   | 507,989        | 329,459        | 1,065          | 100            |
|  |      | 4,592,851      | 3,348,755      | 4,014,725      | 5,016,651      |
| Assets of disposal groups/<br>Non-current assets classified as held for sale | 19   | 25,412         | 175,107        | -              | -              |
|  |      | 4,618,263      | 3,523,862      | 4,014,725      | 5,016,651      |
| <b>TOTAL ASSETS</b>  |      | 16,425,780     | 10,775,646     | 5,116,506      | 6,118,378      |

Balance Sheets  
As At 30 April 2008

|  | Note | GROUP             |                   | COMPANY          |                  |
|--|------|-------------------|-------------------|------------------|------------------|
|  |      | 2008<br>RM'000    | 2007<br>RM'000    | 2008<br>RM'000   | 2007<br>RM'000   |
|  |      |                   | (Restated)        |                  |                  |
| <b>EQUITY AND LIABILITIES</b>  |      |                   |                   |                  |                  |
| <b>Equity attributable to equity holders of the Company</b>                        |      |                   |                   |                  |                  |
| Share capital  | 20   | 3,003,791         | 2,423,841         | 3,003,791        | 2,423,841        |
| Equity component of<br>irredeemable convertible unsecured loan stocks              | 21   | 822,826           | 890,706           | 1,168,381        | 3,641,384        |
| Reserves   | 22   | 1,819,394         | 22,019            | 581,401          | (57,322)         |
|  |      | 5,646,011         | 3,336,566         | 4,753,573        | 6,007,903        |
| Minority interests   |      | 4,592,800         | 1,192,703         | -                | -                |
| <b>Total equity</b>  |      | <b>10,238,811</b> | <b>4,529,269</b>  | <b>4,753,573</b> | <b>6,007,903</b> |
| <b>Non-current liabilities</b>   |      |                   |                   |                  |                  |
| Liability component of<br>irredeemable convertible unsecured loan stocks           | 21   | 176,948           | 751,978           | 6,909            | 61,951           |
| 8% Secured exchangeable bonds due 2011   | 23   | 900,000           | 900,000           | -                | -                |
| Long term borrowings   | 24   | 1,578,076         | 1,540,925         | 214,439          | 46,000           |
| Other long term liabilities  | 25   | 280,295           | 256,705           | -                | -                |
| Deferred tax liabilities   | 26   | 362,387           | 415,201           | -                | -                |
| Provisions   | 27   | 4,875             | 4,712             | -                | -                |
|  |      | 3,302,581         | 3,869,521         | 221,348          | 107,951          |
| <b>Current liabilities</b>   |      |                   |                   |                  |                  |
| Trade and other payables   | 28   | 1,414,480         | 1,123,587         | 2,052            | 1,059            |
| Provisions   | 27   | 229,864           | 209,605           | -                | -                |
| Short term borrowings  | 29   | 1,026,025         | 805,593           | 139,533          | -                |
| Taxation   |      | 68,032            | 37,242            | -                | 1,465            |
| Insurance reserves   | 30   | 132,329           | 93,746            | -                | -                |
|  |      | 2,870,730         | 2,269,773         | 141,585          | 2,524            |
| Liabilities directly associated with<br>disposal group classified as held for sale | 19   | 13,658            | 107,083           | -                | -                |
|  |      | 2,884,388         | 2,376,856         | 141,585          | 2,524            |
| <b>Total liabilities</b>   |      | <b>6,186,969</b>  | <b>6,246,377</b>  | <b>362,933</b>   | <b>110,475</b>   |
| <b>TOTAL EQUITY AND LIABILITIES</b>  |      | <b>16,425,780</b> | <b>10,775,646</b> | <b>5,116,506</b> | <b>6,118,378</b> |

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

# Income Statements

For The Year Ended 30 April 2008

|   | Note | GROUP          |                   | COMPANY        |                |
|---|------|----------------|-------------------|----------------|----------------|
|   |      | 2008<br>RM'000 | 2007<br>RM'000    | 2008<br>RM'000 | 2007<br>RM'000 |
|   |      |                | <b>(Restated)</b> |                |                |
| <b>Continuing Operations</b>                          |      |                |                   |                |                |
| Revenue   | 31   | 3,465,837      | 2,211,391         | 969,792        | 8,596          |
| Cost of sales   |      | (2,180,692)    | (1,218,288)       | -              | -              |
| <b>Gross profit</b>                                   |      | 1,285,145      | 993,103           | 969,792        | 8,596          |
| Other income  |      | 1,557,966      | 367,795           | 12,987         | 472            |
| Administrative expenses                               |      | (713,737)      | (648,479)         | (13,217)       | (4,617)        |
| Selling and distribution expenses                     |      | (210,296)      | (145,005)         | -              | -              |
| Other expenses  |      | (524,665)      | (191,728)         | -              | -              |
|   |      | 1,394,413      | 375,686           | 969,562        | 4,451          |
| Finance costs   | 32   | (338,820)      | (270,348)         | (18,015)       | (1,875)        |
| Share of results of associates                        |      | 137,455        | 164,980           | -              | -              |
| Share of results of jointly controlled entities       |      | (75)           | -                 | -              | -              |
| <b>Profit before tax</b>                              | 33   | 1,192,973      | 270,318           | 951,547        | 2,576          |
| Taxation  | 35   | (40,136)       | 16,634            | (122,269)      | (1,480)        |
| <b>Profit for the year from continuing operations</b> |      | 1,152,837      | 286,952           | 829,278        | 1,096          |
| <b>Discontinued Operations</b>                        |      |                |                   |                |                |
| Loss for the year from discontinued operations        | 19   | -              | (13,602)          | -              | -              |
| <b>Profit for the year</b>                            |      | 1,152,837      | 273,350           | 829,278        | 1,096          |
| <b>Attributable to:</b>                               |      |                |                   |                |                |
| Equity holders of the Company                         |      |                |                   |                |                |
| - from continuing operations                          |      | 616,549        | 196,818           | 829,278        | 1,096          |
| - from discontinued operations                        |      | -              | (18,095)          | -              | -              |
|   |      | 616,549        | 178,723           | 829,278        | 1,096          |
| Minority interests                                    |      | 536,288        | 94,627            | -              | -              |
|   |      | 1,152,837      | 273,350           | 829,278        | 1,096          |
| Earnings per share (sen)                              | 36   |                |                   |                |                |
| - Basic, for the year from continuing operations      |      | 18.5           | 6.3               |                |                |
| - Basic, for the year from discontinued operations    |      | -              | (0.6)             |                |                |
| - Basic, for the year                                 |      | 18.5           | 5.7               |                |                |
| - Diluted, for the year from continuing operations    |      | 16.6           | 5.3               |                |                |
| - Diluted, for the year from discontinued operations  |      | -              | (0.5)             |                |                |
| - Diluted, for the year                               |      | 16.6           | 4.8               |                |                |
| Net dividend per share (sen)                          | 37   |                |                   |                |                |
| - First interim dividend                              |      |                |                   | 2.95           | -              |
| - Second interim dividend                             |      |                |                   | 4.00           | -              |

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

# Consolidated Statement of Changes in Equity

For The Year Ended 30 April 2008

| GROUP   | Non-distributable       |  |                                    |                               |  |                                |                 |                                 |                           |
|---|-------------------------|--|------------------------------------|-------------------------------|--|--------------------------------|-----------------|---------------------------------|---------------------------|
|   | Share capital<br>RM'000 | ICULS -<br>equity<br>component<br>RM'000 | Fair<br>value<br>reserve<br>RM'000 | Capital<br>reserves<br>RM'000 | Foreign<br>currency<br>translation<br>reserves<br>RM'000 | Retained<br>earnings<br>RM'000 | Total<br>RM'000 | Minority<br>interests<br>RM'000 | Total<br>equity<br>RM'000 |
| At 1 May 2007, as<br>previously reported  | 2,423,841               | 890,706                                  | -                                  | 11,695                        | (24,196)   | (20,957)                       | 3,281,089       | 1,261,126                       | 4,542,215                 |
| Prior year<br>adjustments (Note 46)   | -                       | -  | -                                  | -                             | (1,398)  | 56,875                         | 55,477          | (68,423)                        | (12,946)                  |
| At 1 May 2007, as restated  | 2,423,841               | 890,706                                  | -                                  | 11,695                        | (25,594)   | 35,918                         | 3,336,566       | 1,192,703                       | 4,529,269                 |
| Exchange difference<br>on translation of net<br>assets of foreign<br>subsidiary companies<br>and associated companies | -                       | -  | -                                  | -                             | (43,459)   | -                              | (43,459)        | (24,965)                        | (68,424)                  |
| Buy back of 0% Irredeemable<br>Convertible Unsecured<br>Loan Stocks October<br>2005/2015 ("BCorp ICULS")              | -                       | (359,328)                                | -                                  | -                             | -  | 187,994                        | (171,334)       | -                               | (171,334)                 |
| Re-issue of BCorp<br>ICULS pursuant to sale<br>of BCorp ICULS<br>previously held within the<br>Group to third parties | -                       | 706,131                                  | -                                  | -                             | -  | 105,222                        | 811,353         | -                               | 811,353                   |
| Revaluation surplus<br>Fair value reserve<br>(provisional estimate)<br>arising from<br>business combination           | -                       | -  | -                                  | 160                           | -  | -                              | 160             | -                               | 160                       |
| Buy back of equity instrument<br>(other than shares) issued<br>by a subsidiary company                                | -                       | -  | 1,174,962                          | -                             | -  | -                              | 1,174,962       | 893,381                         | 2,068,343                 |
| Net income and expense<br>recognised directly in equity   | -                       | -  | 1,174,962                          | 160                           | (43,459)   | 286,301                        | 1,764,767       | 868,416                         | 2,633,183                 |
| Profit for the year   | -                       | -  | -                                  | -                             | -  | 616,549                        | 616,549         | 536,288                         | 1,152,837                 |
| Total recognised income<br>and expense for the year   | -                       | -  | 1,174,962                          | 160                           | (43,459)   | 902,850                        | 2,381,316       | 1,404,704                       | 3,786,020                 |
| Transfer of reserves  | -                       | -  | -                                  | (2,674)                       | (2,261)  | 4,935                          | -               | -                               | -                         |
| Arising from conversion of<br>BCorp ICULS (Note 20)   | -                       | -  | -                                  | -                             | -  | -                              | -               | -                               | -                         |
| - by cash option  | 71,586                  | (35,793)                                 | -                                  | -                             | -  | -                              | 35,793          | -                               | 35,793                    |
| - by surrender option   | 508,364                 | (508,364)                                | -                                  | -                             | -  | -                              | -               | -                               | -                         |
| Reclassification from<br>liability component<br>to equity component   | -                       | 50,277                                   | -                                  | -                             | -  | -                              | 50,277          | -                               | 50,277                    |
| Acquisition of<br>subsidiary companies  | -                       | -  | -                                  | -                             | -  | -                              | -               | 2,046,586                       | 2,046,586                 |
| Adjustment in relation<br>to part disposal/dilution<br>of equity interest in<br>subsidiary companies                  | -                       | -  | -                                  | -                             | -  | -                              | -               | 430,318                         | 430,318                   |
| Adjustment due to<br>increase in equity in<br>subsidiary companies  | -                       | -  | -                                  | -                             | -  | -                              | -               | (348,138)                       | (348,138)                 |
| Capital contribution by<br>minority shareholders  | -                       | -  | -                                  | -                             | -  | -                              | -               | 4,371                           | 4,371                     |
| Disposal of<br>subsidiary companies   | -                       | -  | -                                  | -                             | -  | -                              | -               | (12,966)                        | (12,966)                  |
| Share of changes in<br>reserves of associates   | -                       | -  | -                                  | 937                           | -  | -                              | 937             | -                               | 937                       |
| Dividend paid to<br>minority interests ("MI")   | -                       | 79,197                                   | -                                  | -                             | -  | (47,520)                       | 31,677          | (151,188)                       | (119,511)                 |
| Dividends (Note 37)   | -                       | -  | -                                  | -                             | -  | (190,555)                      | (190,555)       | -                               | (190,555)                 |
| MI share of goodwill  | -                       | -  | -                                  | -                             | -  | -                              | -               | 26,410                          | 26,410                    |
| At 30 April 2008  | 3,003,791               | 822,826                                  | 1,174,962                          | 10,118                        | (71,314)   | 705,628                        | 5,646,011       | 4,592,800                       | 10,238,811                |

Consolidated Statement of Changes in Equity  
For The Year Ended 30 April 2008

| GROUP  | Non-distributable          |  |                             |                               |          | Foreign<br>currency<br>translation<br>reserves<br>RM'000 | (Accumulated<br>losses)/<br>Retained<br>earnings<br>RM'000 | Total<br>RM'000 | Minority<br>interests<br>RM'000 | Total<br>equity<br>RM'000 |
|--|----------------------------|--|-----------------------------|-------------------------------|----------|--|--|-----------------|---------------------------------|---------------------------|
|  | Share<br>capital<br>RM'000 | ICULS -<br>equity<br>component<br>RM'000 | Merger<br>reserve<br>RM'000 | Capital<br>reserves<br>RM'000 |          |  |  |                 |                                 |                           |
| At 1 May 2006, as<br>previously reported   | 1,858,722                  | 1,471,719                                | 1,932,894                   | 12,046                        | 76,184   | (2,700,817)  | 2,650,748  | 1,192,996       | 3,843,744                       |                           |
| Effects on adopting FRS 3  | -                          | -  | -                           | -                             | -        | 431,731  | 431,731  | (766)           | 430,965                         |                           |
| Share of associated company's<br>effects on adopting FRS 140   | -                          | -  | -                           | -                             | -        | (1,330)  | (1,330)  | (88)            | (1,418)                         |                           |
| Effects on adopting FRS 140  | -                          | -  | -                           | -                             | -        | 154,239  | 154,239  | 87,576          | 241,815                         |                           |
| Effects on adopting FRS 121  | -                          | -  | -                           | -                             | (41,528) | 35,965   | (5,563)  | -               | (5,563)                         |                           |
| Effects of reclassification<br>of investment property to<br>property inventories<br>(Note 46 (a))                  | -                          | -  | -                           | -                             | -        | (14,329)   | (14,329)   | (8,190)         | (22,519)                        |                           |
| At 1 May 2006, as restated   | 1,858,722                  | 1,471,719                                | 1,932,894                   | 12,046                        | 34,656   | (2,094,541)  | 3,215,496  | 1,271,528       | 4,487,024                       |                           |
| Exchange difference on<br>translation of net assets of<br>foreign subsidiary companies<br>and associated companies | -                          | -  | -                           | -                             | (61,727) | -  | (61,727)   | (13,530)        | (75,257)                        |                           |
| Buy back of BCorp ICULS  | -                          | (64,000)                                 | -                           | -                             | -        | 42,108   | (21,892)   | -               | (21,892)                        |                           |
| Re-issue of BCorp ICULS<br>pursuant to sale of BCorp<br>ICULS previously held within<br>the Group to third parties | -                          | 48,106                                   | -                           | -                             | -        | (21,415)   | 26,691   | -               | 26,691                          |                           |
| Net income and expense<br>recognised directly in equity  | -                          | -  | -                           | -                             | (61,727) | 20,693   | (56,928)   | (13,530)        | (70,458)                        |                           |
| Profit for the year  | -                          | -  | -                           | -                             | -        | 178,723  | 178,723  | 94,627          | 273,350                         |                           |
| Total recognised income<br>and expense for the year  | -                          | -  | -                           | -                             | (61,727) | 199,416  | 121,795  | 81,097          | 202,892                         |                           |
| Capital reduction by<br>a subsidiary company   | -                          | -  | (1,932,894)                 | -                             | -        | 1,932,894  | -  | -               | -                               |                           |
| Transfer of reserves   | -                          | -  | -                           | 374                           | 1,477    | (1,851)  | -  | -               | -                               |                           |
| Arising from conversion<br>of BCorp ICULS by<br>surrender option (Note 20)   | 565,119                    | (565,119)                                | -                           | -                             | -        | -  | -  | -               | -                               |                           |
| Acquisition of<br>subsidiary company   | -                          | -  | -                           | -                             | -        | -  | -  | 20,908          | 20,908                          |                           |
| Adjustment in relation<br>to part disposal/dilution<br>of equity interest in<br>subsidiary companies               | -                          | -  | -                           | (725)                         | -        | -  | (725)  | 54,392          | 53,667                          |                           |
| Adjustment due to<br>capital repayment from<br>subsidiary company  | -                          | -  | -                           | -                             | -        | -  | -  | (17,083)        | (17,083)                        |                           |
| Adjustment due to<br>increase in equity in<br>subsidiary companies   | -                          | -  | -                           | -                             | -        | -  | -  | (138,997)       | (138,997)                       |                           |
| Capital contribution by MI   | -                          | -  | -                           | -                             | -        | -  | -  | 3,335           | 3,335                           |                           |
| Disposal of<br>subsidiary companies  | -                          | -  | -                           | -                             | -        | -  | -  | (88,100)        | (88,100)                        |                           |
| Dividend paid to MI  | -                          | -  | -                           | -                             | -        | -  | -  | (19,851)        | (19,851)                        |                           |
| MI share of<br>impairment of goodwill  | -                          | -  | -                           | -                             | -        | -  | -  | 25,474          | 25,474                          |                           |
| At 30 April 2007   | 2,423,841                  | 890,706                                  | -                           | 11,695                        | (25,594) | 35,918   | 3,336,566  | 1,192,703       | 4,529,269                       |                           |

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

# Statement of Changes in Equity

For The Year Ended 30 April 2008

| COMPANY   | Share capital<br>RM'000 | ICULS -<br>equity<br>component<br>RM'000 | (Accumulated<br>losses)/<br>Retained<br>earnings<br>RM'000 | Total<br>RM'000 |
|---|-------------------------|--|--|-----------------|
| At 1 May 2007   | 2,423,841               | 3,641,384                                | (57,322)   | 6,007,903       |
| Arising from conversion of BCorp ICULS (Note 20)                                      |                         |  |  |                 |
| - by cash option  | 71,586                  | (35,793)                                 | -  | 35,793          |
| - by surrender option   | 508,364                 | (508,364)                                | -  | -               |
| Reclassification from liability component to equity component                         | -                       | 55,042                                   | -  | 55,042          |
| Cancellation of BCorp ICULS   | -                       | (1,983,888)                              | -  | (1,983,888)     |
| Profit for the year, representing<br>total recognised income and expense for the year | -                       | -  | 829,278  | 829,278         |
| Dividends (Note 37)   | -                       | -  | (190,555)  | (190,555)       |
| At 30 April 2008  | 3,003,791               | 1,168,381                                | 581,401  | 4,753,573       |

| COMPANY   | Share capital<br>RM'000 | ICULS -<br>equity<br>component<br>RM'000 | Accumulated<br>losses<br>RM'000 | Total<br>RM'000 |
|---|-------------------------|--|---------------------------------|-----------------|
| At 1 May 2006   | 1,858,722               | 4,182,298                                | (58,418)                        | 5,982,602       |
| Arising from conversion of<br>BCorp ICULS by surrender option (Note 20)               | 565,119                 | (565,119)                                | -                               | -               |
| Reclassification from liability component to equity component                         | -                       | 24,205                                   | -                               | 24,205          |
| Profit for the year, representing<br>total recognised income and expense for the year | -                       | -  | 1,096                           | 1,096           |
| At 30 April 2007  | 2,423,841               | 3,641,384                                | (57,322)                        | 6,007,903       |

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



# Cash Flow Statements

For The Year Ended 30 April 2008

|   | GROUP          |                | COMPANY        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>                                   |                |                |                |                |
| Receipts from customers   | 3,572,149      | 2,827,977      | -              | -              |
| Partial proceeds from land disposal to Government of Malaysia                 | -              | 78,399         | -              | -              |
| Payment to suppliers, prize winners and operating expenses                    | (2,876,007)    | (2,519,001)    | (11,803)       | (5,791)        |
| Development expenditure incurred  | (225,024)      | (132,364)      | -              | -              |
| Tax refund  | 151,435        | 26,566         | -              | -              |
| Payment of taxes  | (241,851)      | (69,738)       | -              | (27)           |
| Other receipts (Note c)   | 1,972          | 4,087          | 768            | 1,579          |
| Net cash flow generated from/(used in) operating activities                   | 382,674        | 215,926        | (11,035)       | (4,239)        |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>                                   |                |                |                |                |
| Sales of property, plant and equipment  | 6,380          | 10,204         | -              | -              |
| Sales of investment properties  | 457,068        | -              | -              | -              |
| Sales of investments in subsidiary companies (Note b)                         | 341,769        | 260,936        | -              | -              |
| Sales of investments in associated companies                                  | 454            | 25,403         | -              | -              |
| Sales of government securities, loan stocks and bonds                         | 53,846         | 93,409         | -              | -              |
| Sales of other investments  | 64,393         | 139,479        | -              | -              |
| Acquisition of property, plant and equipment (Note d)                         | (132,981)      | (258,094)      | (28)           | (8)            |
| Acquisition of investments in subsidiary companies (Note a)                   | (653,605)      | (50,260)       | (32)           | -              |
| Acquisition of investments in associated companies                            | (179,291)      | (54,154)       | -              | -              |
| Acquisition of government securities, loan stocks and bonds                   | (60,148)       | (83,801)       | -              | -              |
| Acquisition of other investments  | (133,493)      | (65,328)       | -              | -              |
| Acquisition of other non-current assets and intangible assets                 | (7,614)        | (7,350)        | -              | -              |
| Acquisition of treasury shares by a subsidiary company                        | (4,102)        | -              | -              | -              |
| Proceeds from capital distribution by an associated company                   | -              | 302,955        | -              | -              |
| Advance payment of a land lease<br>for a foreign property development project | (167,061)      | -              | -              | -              |
| Interest received   | 56,448         | 82,070         | 746            | 469            |
| Dividends received  | 139,204        | 255,167        | -              | 4,921          |
| Loan repayments from subsidiary companies                                     | -              | -              | 386,027        | 100,869        |
| Loan advances to subsidiary companies   | -              | -              | (531,093)      | (55,719)       |
| Other payments arising from investments (Note e)                              | (106,906)      | (42,564)       | (3,353)        | -              |
| Net cash flow (used in)/generated from investing activities                   | (325,639)      | 608,072        | (147,733)      | 50,532         |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>                                   |                |                |                |                |
| Issuance of share capital   | 35,793         | -              | 35,793         | -              |
| Issuance of share capital to<br>minority shareholders of subsidiary companies | 52,656         | 25,050         | -              | -              |
| Re-issuance of BCorp ICULS  | 403,517        | 26,369         | -              | -              |
| Re-issuance of BLB ICULS  | 1,288,061      | -              | -              | -              |
| Issuance of 8% secured exchangeable bonds                                     | -              | 900,000        | -              | -              |
| 8% secured exchangeable bonds issue expenses                                  | -              | (14,444)       | -              | -              |
| Bank borrowings   | 1,263,541      | 1,024,326      | 308,805        | 46,000         |
| Repayment of borrowings and loans   | (1,240,455)    | (1,287,294)    | (833)          | -              |
| Payment of hire purchase/lease liabilities                                    | (14,362)       | (10,436)       | -              | -              |
| Repayment of advances to an associated company                                | (90,246)       | (487,900)      | -              | -              |
| Repayment of other borrowings   | (22,893)       | (192,035)      | -              | -              |
| Repurchase of BCorp ICULS   | (131,705)      | (46,616)       | -              | -              |
| Repurchase of BLB ICULS   | (331,569)      | (145,387)      | -              | -              |
| Interest paid   | (267,750)      | (272,436)      | (14,564)       | (257)          |
| Dividends paid to shareholders of the Company                                 | (190,100)      | -              | (190,100)      | -              |
| Dividends paid to minority shareholders of subsidiary companies               | (94,026)       | (17,370)       | -              | -              |
| Net cash flow generated from/(used in) financing activities                   | 660,462        | (498,173)      | 139,101        | 45,743         |
| <b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>                                | 717,497        | 325,825        | (19,667)       | 92,036         |
| <b>EFFECT OF EXCHANGE RATE CHANGES</b>  | (11,332)       | (8,999)        | -              | -              |
| <b>CASH AND CASH EQUIVALENTS BROUGHT FORWARD</b>                              | 615,600        | 298,774        | 92,037         | 1              |
| <b>CASH AND CASH EQUIVALENTS CARRIED FORWARD</b>                              | 1,321,765      | 615,600        | 72,370         | 92,037         |

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

Cash Flow Statements  
For The Year Ended 30 April 2008

|  | GROUP          |                | COMPANY        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>CASH AND CASH EQUIVALENTS</b>   |                |                |                |                |
| The closing cash and cash equivalents comprise the following:                  |                |                |                |                |
| Cash and bank balances   | 507,989        | 329,459        | 1,065          | 100            |
| Deposits with financial institutions   | 980,467        | 530,652        | 71,305         | 91,937         |
| Bank overdrafts (Note 29)  | (97,814)       | (163,724)      | -              | -              |
|  | 1,390,642      | 696,387        | 72,370         | 92,037         |
| Excluding : Remisiers' deposits held in trust                                  | (17,020)       | (18,963)       | -              | -              |
| : Clients' monies held in trust  | (41,851)       | (62,587)       | -              | -              |
|  | 1,331,771      | 614,837        | 72,370         | 92,037         |
| Excluding : Cash and cash equivalents<br>classified as held for sale (Note 19) | (10,006)       | 763            | -              | -              |
|  | 1,321,765      | 615,600        | 72,370         | 92,037         |

Notes:

a) Analysis of the effects of subsidiary companies acquired:

|   | GROUP          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
| Property, plant and equipment (Note 3)                                  | 100,484        | 4,039          |
| Net other assets acquired   | 5,015,003      | 38,485         |
| Minority interests  | (2,046,586)    | (20,908)       |
| Goodwill on consolidation   | 595,532        | 1,055          |
| Reserve on consolidation  | (47,978)       | -              |
| Less: Carrying amount of an associated company                          | (1,064,740)    | -              |
| Net assets acquired   | 2,551,715      | 22,671         |
| Excluding: Cash and cash equivalents of subsidiary companies acquired   | (190,505)      | (22,580)       |
| Balance of purchase consideration                                       | (132,441)      | -              |
| Cost previously accounted for as other investments                      | (40,112)       | -              |
| Share of post acquisition fair value reserve of an associated company   | (2,068,343)    | -              |
|   | 120,314        | 91             |
| Acquisition of additional interest in subsidiary companies              | 533,291        | 50,169         |
| Cash flow on acquisition (net of cash in subsidiary companies acquired) | 653,605        | 50,260         |

b) Analysis of the effects of subsidiary companies disposed:

|   | GROUP          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
| Property, plant and equipment (Note 3)                                | 46,623         | 122,244        |
| Net other (liabilities)/assets disposed                               | (19,001)       | 108,915        |
| Minority interests  | (12,966)       | (88,100)       |
| Assets and liabilities previously classified as disposal groups       | 65,479         | -              |
| Less: Reclassification to associated companies                        | (12,988)       | -              |
| Net assets disposed   | 67,147         | 143,059        |
| Excluding: Cash and cash equivalents of subsidiary companies disposed | 1,052          | (38,304)       |
| Consideration not received yet  | (1,907)        | -              |
| Partial disposal of shares in subsidiary companies                    | 192,610        | 101,000        |
| Net gain arising from disposals                                       | 82,867         | 55,181         |
| Cash flow on disposal (net of cash in subsidiary companies disposed)  | 341,769        | 260,936        |

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

d) Acquisition of property, plant and equipment

|                  | GROUP          |                | COMPANY        |                |
|------------------|----------------|----------------|----------------|----------------|
|                  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Finance leases   | 7,055          | 7,833          | -              | -              |
| Cash             | 132,981        | 258,094        | 28             | 8              |
| Deferred payment | 715            | 25,343         | -              | -              |
|                  | 140,751        | 291,270        | 28             | 8              |

e) The other payments arising from investments mainly comprise of payments for project expenses and payments for foreign property development ventures.

# Notes to the Financial Statements

30 April 2008

## 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) Restaurants;
- (iv) Property development and investment in properties;
- (v) Development and operation of vacation time share, hotels and resorts, water theme park and operating of a casino;
- (vi) Operations of toto betting under Section 5 of the Pool Betting Act, 1967;
- (vii) Leasing of on-line lottery equipment;
- (viii) Manufacture and distribution of computerised lottery systems;
- (ix) Publication, printing and distribution of daily newspaper;
- (x) Manufacturing; and
- (xi) Investment holding and others.

There were no significant changes in the Group's activities during the financial year other than those arising from the acquisitions or disposals of subsidiary companies, associated companies and jointly controlled entities as disclosed in Notes 9, 10, 11 and 43.

The Company is incorporated and domiciled in 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 financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 9 August 2008.

## 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 the provisions of the Companies Act, 1965 and applicable Financial Reporting Standards ("FRSs") in Malaysia.

At the beginning of the current financial year, the Group and the Company had adopted new and revised FRSs which are mandatory for financial periods beginning on or after 1 October 2006 as described in Note 2.3.

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

### 2.2 Summary of significant accounting policies

#### (a) Subsidiaries and basis of consolidation

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

Subsidiary companies are those entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group has such power over another entity.

Subsidiary companies are consolidated using the purchase method of accounting except for the business combination with Berjaya Group Berhad ("BGroup"), which was accounted for under the pooling of interests method as the business combination of this subsidiary company involved 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 taken to merger reserve (or adjusted against any suitable reserve in the case of debit differences).

Under the purchase method of accounting, the results of subsidiary companies acquired during the financial year are included in the consolidated financial statements from the effective date of acquisition. The purchase method of accounting involves allocating the cost of the acquisition to the fair value of the assets acquired and liabilities and contingent liabilities assumed at the date of acquisition. At the Group level, 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. The cost of an acquisition is measured as the aggregate of the fair values, at the date of exchange, of the assets given, liabilities incurred or assumed, and equity instruments issued, plus any costs directly attributable to the acquisition.

Any excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities represents goodwill.

Any excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition is recognised immediately in income statement.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (a) Subsidiaries and basis of consolidation (Cont'd)

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 transactions, balances and unrealised gains are eliminated on consolidation and the consolidated financial statements reflect external transactions only. Unrealised gain and losses are eliminated in full on consolidation.

Minority interests in the consolidated balance sheet consist of the minorities' share of fair values of the identifiable assets and liabilities of the acquiree as at acquisition date and the minorities' share of movements in the acquiree's equity since then.

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 in and the value of the equity instruments and equity components of hybrid financial instruments will be recognised immediately in equity upon elimination.

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

#### (b) Associated companies

Associated companies are entities in which the Group has significant influence and where the Group participates in its financial and operating policies through Board representation. Investments in associated companies are accounted for in the consolidated financial statements by the equity method of accounting based on the latest audited or management financial statements of the companies concerned made up to the Group's financial year-end. Uniform accounting policies are adopted for like transactions and events in similar circumstances.

Under the equity method of accounting, the Group's share of results of associated companies during the financial year is included in the consolidated financial statements. The Group's share of results of associated companies acquired or disposed of during the year, is included in the consolidated income statement from the date that significant influence effectively commences or until the date that significant influence effectively ceases, as appropriate.

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

The Group's interest in associated companies is carried in the consolidated balance sheet at cost plus the Group's share of post-acquisition changes in the share of the net assets of the associated companies, less impairment losses.

Goodwill relating to an associated company is 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 identifiable assets, liabilities and contingent liabilities over the cost of investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of associated company's profit and loss in the period in which the investment is acquired.

When the Group's share of losses equals or exceeds its interest in an equity accounted associated company, including any long term interest that, in substance, form part of the Group's net investment in the associated companies, 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 obligation or has made payment on behalf of the associated companies.

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

#### (c) Jointly controlled entities

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a jointly controlled entity is a joint venture that involves the establishment of a separate entity in which each venturer has an interest.

Investments in jointly controlled entities are accounted for in the consolidated financial statements using the equity method of accounting as described in Note 2.2 (b).

#### (d) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

##### (i) Hire purchase and lease interest income

Interest income is calculated and accrued using the 'sum-of-digits' method over the period of the loan, net of interest-in-suspense.

##### (ii) General insurance underwriting results and premium income

The general insurance underwriting results are determined for each class of business after taking into account reinsurances, commissions, unearned premium reserves and net claims incurred.

Premium income net of all reinsurances is recognised based on assumption of risks. Inward treaty reinsurance premium is recognised on the basis of periodic advices received from ceding insurers.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (d) Revenue recognition (Cont'd)

(iii) 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.

(iv) 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.

(v) 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.

(vi) 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.

(vii) Enrolment fees

60% of the enrolment fees from members joining the vacation club are recognised as revenue upon signing of the membership agreements and the remaining 40% is treated as deferred membership fees which will be recognised over the membership period.

Enrolment fees from members joining the golf and other 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.

(viii) 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 and service tax and discount, where applicable.

(ix) Casino operations

Revenue from casino operations is recognised on a receipt basis and is stated net of gaming tax.

(x) Revenue from water theme park operations

Entrance fee to the water theme park is recognised when tickets are sold. Revenue from the sale of food and beverage is recognised based on invoiced value of goods sold.

(xi) Rental income

Rental income, including those from investment properties and hotel operations, is recognised based on the accrual basis unless collection is in doubt, in which case it is recognised on receipt basis.

(xii) Royalty income

Royalty income is recognised on an accrual basis in accordance with the terms of the franchise agreements.

(xiii) 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. The remaining portion of the franchise fee income is deferred until the completion of the franchisee's obligation under the agreement.

(xiv) Management fee and share administration fee income

Management fee and share administration fee income is recognised on an accrual basis.

(xv) Gaming activities

Revenue from gaming activities is recognised based on ticket sales, net of gaming tax relating to draw days within the financial year.

(xvi) Lottery equipment lease rental

Revenue from the lease of lottery equipment is recognised based on certain percentage of gross receipts from lottery ticket sales.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (d) Revenue recognition (Cont'd)

##### (xvii) Lottery products sales, services and licensing income

Revenue from lottery products sales and services 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.

##### (xviii) Advertising income and distribution of publications

Revenue from advertisement is recognised upon placement of the advertisement in the publication, whereas revenue from publication is recognised upon delivery of the publication to the vendors (less returns).

##### (xix) Other income

Other than the above, all other income are recognised on the accrual basis.

#### (e) 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 is performed by independent professional valuers.

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

When an item of property, plant and equipment is transferred to investment property following a change in its use, any gain 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 equity. However, if such fair value gain reverses a previous impairment loss, the gain is recognised in income statement. Upon disposal of the investment property, any surplus previously recorded in equity is transferred to retained earnings.

When an item of 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 the income statement.

#### (f) Land held for development and property development costs

##### (i) 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 property development is reclassified as property development costs 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.

##### (ii) 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 the income statement 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.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (f) Land held for development and property development costs (Cont'd)

##### (ii) Property development costs (Cont'd)

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

#### (g) Inventories

Inventories comprise raw materials, work-in-progress and finished goods that are 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 costs to be incurred in marketing, selling and distribution.

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.

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 income statement.

#### (h) Foreign currencies

##### (i) 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 RM, which is also the Company's functional currency.

##### (ii) 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 balance sheet date, monetary items denominated in foreign currencies are translated at the rates prevailing on the balance sheet 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 in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in income statement for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operation, where that monetary item is denominated in either the functional currency of the reporting entity or the foreign operation, 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 income statement. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operation, where that monetary item is denominated in a currency other than the functional currency of either the reporting entity or the foreign operation, are recognised in income statement for the period. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation, regardless of the currency of the monetary item, are recognised in income statement in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in income statement 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.

##### (iii) 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 balance sheet presented are translated at the closing rate prevailing at the balance sheet date;
- Income and expenses for each income statement are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and
- All resulting exchange differences are taken to the foreign currency translation reserve within equity.

Goodwill and fair value adjustments arising on the acquisition of foreign operations on or after 1 May 2006 are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the balance sheet date.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (h) Foreign currencies (Cont'd)

##### (iii) Foreign operations (Cont'd)

Goodwill and fair value adjustment 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.

The principal exchange rates ruling at balance sheet date for one unit of foreign currency used are as follows:

| Foreign currency     | Currency code | 2008 RM | 2007 RM |
|----------------------|---------------|---------|---------|
| Australian Dollar    | AUD           | 2.9385  | 2.8255  |
| Brazil Real          | BRL           | 1.8643  | 1.6845  |
| Brunei Dollar        | BND           | 2.3168  | 2.2523  |
| Canadian Dollar      | CAD           | 3.1120  | 3.0640  |
| Chinese Renminbi     | CNY           | 0.4518  | 0.4445  |
| Euro                 | EUR           | 4.9090  | 4.6625  |
| Fiji Dollar          | FJD           | 2.1087  | 2.1210  |
| Great Britain Pound  | GBP           | 6.2070  | 6.8225  |
| Guyana Dollar        | GYD           | 0.0154  | 0.0180  |
| Hong Kong Dollar     | HKD           | 0.4047  | 0.4375  |
| Indian Rupee         | INR           | 0.0786  | 0.0839  |
| Indonesian Rupiah    | IDR           | 0.0003  | 0.0004  |
| Japanese Yen         | JPY           | 0.0303  | 0.0286  |
| Konvertibilna Marka  | BAM           | 2.5530  | -       |
| Macau Pataca         | MOP           | 0.4027  | -       |
| Mauritius Rupee      | MUR           | 0.1209  | 0.1070  |
| Mexican Peso         | MXN           | 0.3016  | 0.3135  |
| New Taiwan Dollar    | TWD           | 0.1035  | 0.1027  |
| Philippino Peso      | PHP           | 0.0748  | 0.0722  |
| Seychelles Rupee     | SCR           | 0.3943  | 0.5585  |
| Singapore Dollar     | SGD           | 2.3168  | 2.2523  |
| Sri Lankan Rupee     | LKR           | 0.0292  | 0.0312  |
| Thailand Baht        | THB           | 0.0995  | 0.1038  |
| United States Dollar | USD           | 3.1535  | 3.4215  |
| Vietnamese Dong      | VND           | 0.0002  | -       |

#### (i) Leases and hire purchase arrangements

##### (i) Classification

A lease is recognised as a finance lease if it transfers substantially to the Group all the risks and rewards incidental to ownership. Leases of land and buildings are classified as operating or finance leases in the same way as leases of other assets and the land and buildings elements of a lease of land and buildings are considered separately for the purposes of lease classification. All leases that do not transfer substantially all the risks and rewards are classified as operating leases, with the following exceptions:

- Property held under operating leases that would otherwise meet the definition of an investment property is classified as an investment property on a property-by-property basis and, if classified as investment property, is accounted for as if held under finance leases (Note 2.2 (e)); and
- Land held for own use under an operating lease, where the minimum lease premium cannot be allocated between the land and buildings element in proportion to their relative fair values at the inception of the lease, is accounted for as being held under a finance lease, unless it is clear that both the land and buildings is held under operating lease.

##### (ii) Finance leases – the Group as lessee

Assets acquired by way of hire purchase or finance leases are stated at an amount equal to the lower of their fair values and the present value of the minimum lease payments at the inception of the leases, less accumulated depreciation and impairment losses. The corresponding liability is included in the balance sheet as liabilities. In calculating the present value of the minimum lease payments, the discount factor used is the interest rate implicit in the lease, when it is practicable to determine; otherwise, the entity's incremental borrowing rate is used. Any initial direct costs are also added to the carrying amount of such assets.

Lease payments are apportioned between the finance costs and the reduction of the outstanding liability. Finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are recognised in the income statement over the term of the relevant lease so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

The depreciation policy for leased assets is in accordance with that for depreciable property, plant and equipment as described in Note 2.2(j).



## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (i) Leases and hire purchase arrangements (Cont'd)

##### (iii) Operating leases – the Group as lessee

Operating lease payments are recognised as an expense on a straight-line basis over the term of the relevant lease. 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.

In the case of a lease of land and buildings, the minimum lease payments or the up-front payments made are allocated, whenever necessary, between the land and the buildings elements in proportion to the relative fair values for leasehold interests in the land element and buildings element of the lease at the inception of the lease. The up-front payment represents prepaid lease payments and are amortised on a straight-line basis over the lease term.

##### (iv) Operating leases – the Group as lessor

Assets leased out under operating leases are presented on the balance sheets according to the nature of the assets. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease (Note 2.2 (d)(xi)). Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

#### (j) 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. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement 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. 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:

|                                     |               |
|-------------------------------------|---------------|
| Buildings                           | 1.25% - 5%    |
| Plant and equipment                 | 6.67% - 50%   |
| Renovation                          | 2% - 33.3%    |
| Computer and office equipment       | 10% - 50%     |
| Furniture and fittings              | 5% - 50%      |
| Motor vehicles                      | 16.7% - 33.3% |
| Aircraft                            | 6.67%         |
| Golf course development expenditure | 1% - 1.75%    |
| Others                              | 2.17% - 25%   |

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

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.

#### (k) 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.

#### (l) Insurance reserves

The unearned premium reserves ("UPR") represent the portion of the net premiums of insurance policies written that relate to the unexpired periods of the policies at the end of the financial year.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (l) Insurance reserves (Cont'd)

UPR at the balance sheet date is determined in accordance with the method that most accurately reflects the actual liability as follows:

- 25% method for marine cargo, aviation cargo and transit;
- 1/24th method for all other classes of business (except non-annual policies), reduced by the corresponding percentage of accounted gross direct business commissions and agency related expenses not exceeding the limits specified by Bank Negara Malaysia ("BNM") as follows:

|   |     |
|---|-----|
| Motor and annual bond policies              | 10% |
| Fire, engineering, aviation and marine hull | 15% |
| Other classes                               | 25% |
- 1/8th method for overseas inward treaty business with a deduction of 20% for commissions;
- Non-annual policies with duration of cover extending beyond one year is time apportioned over the period of the risks.

#### (m) Acquisition costs for insurance policies

Acquisition costs, which are costs directly incurred in acquiring and renewing insurance policies, net of income derived from ceding reinsurance premiums are recognised as incurred and properly allocated to the periods in which it is probable that they will give rise to income.

#### (n) Provision for claims

A liability for outstanding claims is recognised in respect of both direct insurance and inward reinsurance. The amount of outstanding claims is the best estimate of the expenditure required together with related expenses less recoveries to settle the present obligations at the balance sheet date.

Provision is also made for the cost of claims, together with related expenses incurred but not reported at balance sheet date, using a mathematical method of estimation based on the actual claims development pattern.

#### (o) Employee benefits

##### (i) 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.

##### (ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group and the Company pays 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 income statement 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 their respective countries' statutory pension schemes.

##### (iii) Defined benefit plans

###### (a) Funded defined benefit plan

Certain local and foreign subsidiaries of the Group provide funded pension benefits to its employees.

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. 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 balance sheet for defined plans is the present value of the defined benefit obligation ("DBO") at the consolidated balance sheet date less the fair value of plan assets, together with adjustments for unrealised actuarial gains or losses and past service cost. The discount rate is the market yield at the balance sheet date on high quality corporate bonds or government bonds. The calculation is performed by an actuary using the projected unit credit method.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (o) Employee benefits (Cont'd)

##### (iii) Defined benefit plans (Cont'd)

##### (a) Funded defined benefit plan (Cont'd)

Actuarial gains and losses are recognised in the income statement when the total unrecognised gain or loss exceeds 10% of the greater of the obligation and related plan assets. The amount exceeding this 10% corridor is charged to or credited to the income statement over the participating employees' expected average remaining working lives. Actuarial gains or losses within the 10% corridor are disclosed separately. Past service costs are recognised immediately in the income statement, unless the changes to the pension plan are conditional on the employees remaining in service for a specified period of time (the vesting period). In this case, the past service costs are amortised on a straight-line basis over the vesting period.

Where the calculation results in a benefit to the Group, the recognised asset is limited to the net total of any unrecognised actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

##### (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 balance sheet under the Scheme is calculated using the projected unit credit method determined based on actuarial computations by independent actuaries, through which the amount of benefit that employees have earned in return for their service in the current and prior year is estimated, adjusted for unrecognised actuarial gains and losses and unrecognised past service cost, and discounted to its present value.

Actuarial gains and losses are recognised as income or expense over the expected average remaining working lives of the participating employees when the cumulative unrecognised actuarial gains or losses for the Scheme exceed 10% of the present value of the DBO. Past service costs are recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the amended benefits become vested.

The present value of the obligations under (a) and (b) 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.

#### (p) Intangible assets

##### (i) 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, liabilities and contingent liabilities. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is not amortised but instead, it 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.

##### (ii) Gaming rights

The cost of gaming rights acquired in a business combination is its 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 2015; 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 1992.

The gaming rights with indefinite useful lives are not amortised but tested for impairment, annually or more frequently, when indicators of impairment are identified. The useful lives of gaming 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 a prospective basis.

##### (iii) Masthead

The cost of masthead acquired in a business combination represents its fair value as at the date of acquisition. Following initial recognition, masthead is carried at cost less any accumulated impairment losses. Masthead comprises:

- licences, permits and certificates from the relevant regulatory authorities to operate news media business; and
- the name of the daily paper/periodical, its logo/brandname, its website, databases, advertiser relationship as well as its editorial line.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (p) Intangible assets (Cont'd)

##### (iii) Masthead (Cont'd)

The printing licence and publishing permit have traditionally been renewed annually.

Masthead, which is considered to have indefinite useful life, is not amortised but tested for impairment, annually or more frequently when indicators of impairment are identified. The useful life of masthead is 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.

##### (iv) Research and development costs

Research costs are recognised in the income statement as incurred.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditures which do not meet these criteria are expensed when incurred.

Development costs, considered to have finite useful lives, are stated at cost less any impairment losses and are amortised using the straight-line basis over the commercial lives of the underlying products. Impairment is assessed whenever there is an indication of impairment loss and the amortisation period and method are also reviewed at least at each balance sheet date.

##### (v) Trademarks

The cost of trademarks acquired in a business combination 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.

##### (vi) 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 any 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 balance sheet date.

#### (q) Income tax

Tax on profit or loss for the year comprises current and deferred tax. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of the previous year.

Deferred tax is provided for, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is not recognised if the temporary difference arises from goodwill which are not deductible for tax purposes or from the initial recognition of assets or liabilities that at the time of transaction affects neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

Deferred tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity, or when it arises from a business combination that is an acquisition, in which case the deferred tax is included in the resulting goodwill or the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the cost of the combination.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

#### (r) Provisions

Provisions are recognised when the Group or the Company has a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations, and a reliable estimate of the amount can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, provisions are discounted using a pre-tax discount 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 finance cost.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (s) Government grants

Government grants related to assets, measured at nominal value, shall be presented in the balance sheet 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.

#### (t) Impairment of non-financial assets

The carrying amounts of the Group's assets, other than property development costs, inventories, deferred tax assets and non-current assets (or disposal groups) held for sale, are reviewed at each balance sheet 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 balance sheet date or more frequently when indicators of impairment are identified.

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 value in use, 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 income statement 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.

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 income statement, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase.

#### (u) 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 that is at the lower of carrying amount and fair value less costs to sell. Any differences are included in income statement.

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.

#### (v) Financial instruments

Financial instruments are recognised in the balance sheet when the Group or the Company has become a party to the contractual provisions of the instrument.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends and gains and losses relating to a financial instrument classified as a liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are recognised directly in equity. Financial instruments are offset when the Group or the Company has a legally enforceable right to offset and intends to settle either on a net basis or to realise the asset and settle the liability simultaneously.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (v) Financial instruments (Cont'd)

##### (i) Cash and cash equivalents

Cash comprises cash in hand, at bank and demand deposits. Cash equivalents, which include cash funds managed by the fund management subsidiary company of the Group, 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 companies.

##### (ii) Investments

###### Non-current investments

Non-current investments comprise quoted and unquoted securities, Malaysian Government Securities ("MGS"), bonds and club memberships but exclude investments in subsidiary and associated companies. Impairment losses are recognised for all declines in value.

MGS and other approved investments as specified by BNM are stated at cost adjusted for the amortisation of premiums or accretion of discounts calculated on an effective yield basis from the date of purchase to their maturity dates. The amortisation of premiums and accretion of discounts are charged or credited to income statement.

Government guarantee bonds and unquoted corporate bonds which are secured or which carry a minimum rating of "BBB" or "P3" are stated at cost adjusted for amortisation of premiums or accretion of discounts, where applicable, to their respective maturity dates. Any corporate bond with a lower rating is stated at the lower of cost and market value.

Other non-current investments are stated at cost less impairment loss. Investments in quoted securities of the general insurance subsidiary company are stated at the lower of cost and market value determined on an aggregate portfolio basis by category of investments, except that if diminution in value of a particular investment is not regarded as temporary in accordance with the BNM Regulation 1996 ("BNM Regulation"), a write down is made against the value of the investment.

###### Current investments

Investments in quoted shares and marketable securities held by the general insurance subsidiary company are stated at the lower of cost and market value on the aggregate portfolio basis by category of investments.

Other current investments are stated at the lower of cost and net realisable value.

Transfers between long term and short term investments, if any, are made at the lower of carrying amount and market value.

##### (iii) Receivables

Receivables are carried at anticipated realisable values. All known bad debts are written off while doubtful debts are provided for based on estimates of possible losses that may arise from non-collection.

Hire purchase and equal payment receivables are stated net of unearned carrying charges and allowance made for doubtful debts when collection of the full amount is no longer probable.

Specific allowances are made for any debts that are considered doubtful or have been classified as non-performing. Clients' accounts for the stockbroking subsidiary companies are classified as non-performing under the following circumstances in accordance with relevant regulatory guidelines:

| <u>Type of accounts</u>      | <u>Criteria</u>   |
|------------------------------|---|
| - Contra losses              | An account is classified as doubtful when the account remains outstanding for 16 to 30 calendar days from the date of contra transactions and bad when it is outstanding for more than 30 days. |
| - Overdue purchase contracts | An account is classified as doubtful when the account remains outstanding from T+4 market days to 30 calendar days and bad when it is outstanding for more than 30 days.                        |
| - Margin accounts            | When the value of the collateral has fallen below 130% of the outstanding balance.  |
| - Premiums                   | When the account remains in arrears for more than six months from the date on which they become receivable.   |

##### (iv) Payables

Payables are stated at cost which is the fair value of the consideration to be paid in the future for goods and services received.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.2 Summary of significant accounting policies (Cont'd)

#### (v) Financial instruments (Cont'd)

##### (v) Interest bearing borrowings

Interest bearing bank loans and overdrafts are recorded at the amount of proceeds received. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. The amount of borrowing costs eligible for capitalisation is determined by applying a capitalisation rate which is the weighted average of the borrowing costs applicable to the Group's borrowings that are outstanding during the year, other than borrowings made specifically for the purpose of obtaining another qualifying asset. For borrowings made specifically for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalisation is the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of that borrowing.

All other borrowing costs are recognised as an expense in the income statement in the period in which they are incurred.

##### (vi) Irredeemable convertible unsecured loan stocks ("ICULS")

As permitted under the transitional provision of FRS 132: Financial Instruments: Disclosure and Presentation, those ICULS, which were issued before the effective date of FRS 132, are classified in accordance to the predominant nature of the convertible loan stocks of either equity or liability.

ICULS which have a 0% coupon rate are considered to have only the equity component. However, where there is a put option arrangement, as described in Note 21, on the ICULS, these ICULS are considered to have only the liability component. When the put option obligation has been fulfilled or released, such liabilities are derecognised and transferred to equity.

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 the income statement if the ICULS are classified as a liability instrument or to equity if the ICULS are classified as an equity instrument.

##### (vii) Exchangeable bonds

Exchangeable bonds are regarded as compound instruments, consisting of a liability component and an equity component.

A subsidiary company, Berjaya Land Berhad ("BLand") had on 15 August 2006 issued a 5-year secured Exchangeable Bonds due in 2011 exchangeable into the existing Berjaya Sports Toto Berhad ("BToto") ordinary shares of RM0.10 each already held by the subsidiary company's group ("Exchangeable Bonds"). The subsidiary company regards Exchangeable Bonds as predominantly a liability component as the embedded option for the holder is to exchange each bond into an asset of the subsidiary company's group and not an equity instrument of the subsidiary company. As such, the Exchangeable Bonds are classified as non-current liabilities.

##### (viii) 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.

##### (ix) Manager's stocks

Manager's stocks represent units held by the Group in unit trust funds, which are managed by the fund management subsidiary company of the Group, and is stated at the lower of cost and net realisable value. Cost is determined on weighted average basis. Net realisable value is based on the net asset value of units held in the respective trust funds.

#### (w) Segmental information

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.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.3 Changes in accounting policies and effects arising from adoption of new and revised FRSs

On 1 May 2007, the Group and the Company adopted the following revised FRSs:

FRS 117 Leases  
FRS 124 Related Party Disclosures  
Amendments to FRS 119<sub>2004</sub> Employee Benefits – Actuarial Gains and Losses, Group Plans and Disclosures

The Group has also early adopted the revised FRS 120: Accounting for Government Grants and Disclosure of Government Assistance. With the adoption of the revised FRS 120, the government grant related to assets can be presented as a net off against the carrying amount of the respective asset and a reconciliation of the gross carrying amount of the asset to the net carrying amount of the asset is not required.

The Malaysian Accounting Standards Board has also issued FRS 6: Exploration for and Evaluation of Mineral Resources which will be effective for annual periods beginning on or after 1 January 2007. This FRS is, however, not applicable to the Group or the Company.

The adoption of the revised FRS 124 gave rise to additional disclosures but did not result in significant changes in accounting policies of the Group and of the Company. The principal changes in accounting policies and their effects resulting from the adoption of the revised FRS 117 are discussed below:

#### (a) Leasehold land held for own use

Prior to 1 May 2007, leasehold land held for own use was classified as property, plant and equipment and was stated at cost less accumulated depreciation and impairment losses. The adoption of the revised FRS 117 has resulted in a change in the accounting policy relating to the classification of leases of land and buildings. Leases of land and buildings are classified as operating or finance leases in the same way as leases of other assets and the land and buildings elements of a lease of land and buildings are considered separately for the purposes of lease classification. Leasehold land held for own use is now classified as operating lease and where necessary, the minimum lease payments or the up-front payments made are allocated between the land and the buildings elements in proportion to the relative fair values for leasehold interests in the land element and buildings element of the lease at the inception of the lease. The up-front payment relating to the land element represents prepaid lease premiums and are amortised on a straight-line basis over the lease term.

The reclassification of leasehold land as prepaid lease premiums has been accounted for retrospectively and as disclosed below, certain comparatives have been restated. The effects on the consolidated balance sheet as at 30 April 2008 are also set out below.

|                                       | Increase/<br>(Decrease)<br>RM'000 |
|---------------------------------------|-----------------------------------|
| Property, plant and equipment         | (148,536)                         |
| Prepaid land lease premiums - current | 2,086                             |
| - non-current                         | 146,450                           |

There were no effects on the consolidated income statement for the year ended 30 April 2008 and the Company's separate financial statements.

The following comparative amounts as at 30 April 2007 have been restated as a result of adopting FRS 117.

|                                       | As previously<br>reported<br>RM'000 | Reclassi-<br>fication<br>RM'000 | As restated<br>RM'000 |
|---------------------------------------|-------------------------------------|---------------------------------|-----------------------|
| Property, plant and equipment         | 2,209,080                           | (145,644)                       | 2,063,436             |
| Prepaid land lease premiums - current | -                                   | 2,046                           | 2,046                 |
| - non-current                         | -                                   | 143,598                         | 143,598               |

#### (b) Initial direct costs

Prior to 1 May 2007, the Group, as a lessor in operating lease arrangements, had recognised initial direct costs incurred in negotiating and arranging leases as an expense in the income statement in the period in which they were incurred. The revised FRS 117 requires such costs to be added to the carrying amount of the leased asset and recognised as an expense over the lease term on the same basis as the lease income. According to the revised FRS 117, this change in accounting policy should be applied retrospectively. In general, the Group does not incur significant initial direct costs on negotiating and arranging leases and as a result, this change in accounting policy did not materially affect the financial statements 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 FRSs, Amendments to FRSs and Interpretations were issued but not yet effective and have not been applied by the Group and the Company.



## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.4 Standards and interpretations issued but not yet effective (Cont'd)

| FRSs, Amendments to FRSs and Interpretations  | Effective for financial periods beginning on or after |
|---|---|
| FRS 107: Cash Flow Statements   | 1 July 2007   |
| FRS 111: Construction Contracts   | 1 July 2007   |
| FRS 112: Income Taxes   | 1 July 2007   |
| FRS 118: Revenue  | 1 July 2007   |
| FRS 134: Interim Financial Reporting  | 1 July 2007   |
| FRS 137: Provisions, Contingent Liabilities and Contingent Assets   | 1 July 2007   |
| FRS 139: Financial Instruments: Recognition and Measurement   | Deferred  |
| Amendment to FRS 121: The Effects of Changes in Foreign Exchange Rates - Net Investment in a Foreign Operation                            | 1 July 2007   |
| IC Interpretation 1: Changes in Existing Decommissioning, Restoration and Similar Liabilities   | 1 July 2007   |
| IC Interpretation 2: Members' Shares in Co-operative Entities and Similar Instruments   | 1 July 2007   |
| IC Interpretation 5: Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds                 | 1 July 2007   |
| IC Interpretation 6: Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment              | 1 July 2007   |
| IC Interpretation 7: Applying the Restatement Approach under FRS 129 <sub>2004</sub> - Financial Reporting in Hyperinflationary Economies | 1 July 2007   |
| IC Interpretation 8: Scope of FRS 2   | 1 July 2007   |

The FRSs, Amendments to FRSs and Interpretations are expected to have no significant impact on the financial statements of the Group and of the Company upon initial recognition except for the following:

**(a) Amendment to FRS 121: The Effects of Changes in Foreign Exchange Rates – Net Investment in a Foreign Operation**

This amendment requires that where an entity has a monetary item that forms part of its net investment in a foreign operation, the exchange differences arising from such monetary items should always be recognised in equity in the consolidated financial statements and should not be dependent on the currency of the monetary item. Prior to this amendment, exchange differences arising on a monetary item that forms part of the Group's net investment in a foreign operation are recognised in equity in the consolidated financial statements only when that monetary item is denominated either in the functional currency of the reporting entity or the foreign operation. The Group will apply this amendment from financial periods beginning 1 May 2008. As it is not possible to reasonably estimate the exchange rates applicable to such monetary items for future periods, the directors are therefore unable to determine if the initial adoption of this amendment will have a material impact on the consolidated financial statements for the financial year ending 30 April 2009.

The Group and the Company are exempted from disclosing the possible impact, if any, to the financial statements upon initial application of FRS 139.

### 2.5 Significant accounting estimates and judgements

**(a) 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.

**(i) 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.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.5 Significant accounting estimates and judgements (Cont'd)

#### (a) Critical judgements made in applying accounting policies (cont'd)

(ii) Operating lease commitments - the Group 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.

(iii) Useful life of gaming rights

The Group considers that the Licence and ELA have indefinite useful life because it is expected to contribute to the Group's net cash inflows indefinitely. The Group intends to continue the annual renewal of the Licence and the extension of the ELA indefinitely. Historically, there has been no compelling challenge to the license renewal and ELA extension. The technology used in the gaming activities is supplied by a subsidiary company of the Group and it is not expected to be replaced by another technology at any time in the foreseeable future.

(iv) Useful life of masthead

The Group considers that the masthead has indefinite useful life because it is expected to contribute to the Group's net cash inflows indefinitely. The Group intends to continue the annual renewal of the licences, permits and certificates necessary for the news media business indefinitely, as evidenced by the annual renewal obtained historically and there are no compelling challenge for the renewal is foreseen.

#### (b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet 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:

(i) Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the VIU of the CGU to which goodwill is allocated. Estimating a value-in-use amount requires 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. The carrying amount of goodwill as at 30 April 2008 was RM1,375,305,000 (2007: RM810,907,000). Further details are disclosed in Note 12.

(ii) 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 as at 30 April 2008 was RM2,132,121,000 (2007: RM2,063,436,000).

(iii) Depreciation of property, plant and equipment and amortisation of biological assets

Upon adoption of FRS 116, the cost of hotel properties is depreciated on a straight-line basis over its remaining useful lives. Management estimates the useful lives of these hotel properties to be 50 years from the date of completion or from the date of acquisition, based on common life expectancies applied in the hotel industry. The remaining useful lives of the Group's hotel properties are within 29 to 44 years. The residual values of the hotel properties were revised by the Group as if the hotel properties were already of age and in condition expected to be at the end of their useful lives.

The useful lives and residual values of other components of property, plant and equipment and biological assets are also estimated based on common life expectancies and commercial factors applied in the various respective industries.

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 and amortisation charges on such assets could be revised.

(iv) Property development

The Group recognises property development revenue and expenses in the income statement 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 13.

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### 2.5 Significant accounting estimates and judgements (Cont'd)

#### (b) Key sources of estimation uncertainty (cont'd)

(v) 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 35.

(vi) 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.

(vii) Allowance for doubtful debts

The Group makes an allowance for doubtful debts based on an assessment of the recoverability of receivables. Provisions are applied to receivables where events or changes in circumstances indicate that the carrying amounts may not be recoverable. In assessing the extent of irrecoverable debts, the management has given due consideration to all pertinent information relating to the ability of the debtors to settle the debts. Where the expectation is different from the original estimate, such difference will impact the carrying value of the receivables.

(viii) Contingent liabilities – Litigation

As disclosed in Note 41(b), Cosway Corporation Berhad (“CCB”), a subsidiary company of the Group, has pending litigation with Innovation Scientifique Dermatologique as at end of the current financial year. The directors of CCB, after due consultation with the Group’s solicitors, assess the merit of the case, and will make the necessary provision for liabilities in the financial statements if the liability is probable.

There are also several legal suits which involve claims against Sun Media Corporation Sdn Bhd, a subsidiary company of the Group, as disclosed in Note 41(c).

(ix) Impairment of investment in subsidiary and associated companies

During the current financial year, the Group and the Company recognised impairment losses in respect of its investments in certain subsidiaries and associated companies. The Group and the Company carried out the impairment test based on the assessment of the fair value of the respective assets’ or CGU fair value less costs to sell or based on the estimation of the VIU of the CGUs to which the property, plant and equipment are allocated. 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 impairment losses recognised are disclosed in Notes 9 and 10.

The carrying amounts of investments in associated companies of the Group and of investment in subsidiary companies of the Company as at 30 April 2008 were RM578 million (2007: RM1.3 billion) and RM1.1 billion (2007: RM1.1 billion) respectively.

(x) Fair values of the gaming rights and masthead

Both of the gaming rights and masthead 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 fair values of the gaming rights and masthead at 30 April 2008 were RM4.82 billion (2007: RM Nil) and RM115 million (2007: RM Nil) respectively. Further details are disclosed in Note 12.

### 3. PROPERTY, PLANT AND EQUIPMENT

| Group<br>As at 30 April 2008           | At 1.5.07<br>RM'000 | Additions<br>RM'000 | Disposals<br>RM'000 | Depreciation<br>charge for<br>the year<br>RM'000 | (Write off)/<br>Impairment<br>reversal/<br>(loss)<br>RM'000 | Reclassi-<br>fication /<br>Adjustments<br>RM'000 | Acquisition<br>of<br>subsidiaries<br>RM'000 | Deconsolidation/<br>Disposal<br>of<br>subsidiaries<br>RM'000 | Foreign<br>currency<br>translation<br>RM'000 | Reclassified<br>to<br>disposal<br>groups<br>RM'000 | At 30.04.08<br>RM'000 |
|--|---------------------|---------------------|---------------------|--|---|--|---|--|--|--|-----------------------|
| Freehold land                          | 103,778             | 5,341               | (255)               | -  | 302   | 1,297  | 2,483                                       | -  | (775)  | (2,561)  | 109,610               |
| Buildings                              | 1,199,836           | 5,553               | (28)                | (34,238)   | (7,405)   | 109,569  | 2,676                                       | -  | (35,090)                                     | (478)  | 1,240,395             |
| Plant and equipment                    | 90,668              | 23,109              | (1,147)             | (17,420)   | (4,130)   | 7,779  | 989   | (17,596)   | (2,842)                                      | (834)  | 78,576                |
| Computer and<br>office equipment       | 32,287              | 19,240              | (67)                | (12,836)   | (305)   | 472  | 59,758                                      | (2,311)  | (2,307)                                      | (38)   | 93,893                |
| Renovation                             | 46,171              | 25,728              | (115)               | (11,080)   | (1,641)   | 709  | 8,091                                       | (18,049)   | 94   | (1)  | 49,907                |
| Furniture and fittings                 | 32,805              | 15,899              | (698)               | (6,936)  | (816)   | (343)  | 4,908                                       | (8,163)  | (468)  | (7)  | 36,181                |
| Motor vehicles                         | 22,183              | 15,857              | (865)               | (7,303)  | -   | 477  | 21,334                                      | (504)  | (21)   | -  | 51,158                |
| Aircraft                               | 120,807             | 4,534               | -                   | (11,365)   | -   | (7)  | -   | -  | -  | -  | 113,969               |
| Golf course<br>development expenditure | 148,364             | 326                 | -                   | (2,655)  | -   | (45)   | -   | -  | -  | -  | 145,990               |
| Capital work-in-progress               | 226,615             | 22,416              | (1,131)             | -  | (7,963)   | (68,382)   | -   | -  | -  | -  | 171,555               |
| Others                                 | 39,922              | 2,748               | -                   | (1,395)  | -   | (517)  | 245   | -  | (116)  | -  | 40,887                |
|  | 2,063,436           | 140,751             | (4,306)             | (105,228)  | (21,958)  | 51,009   | 100,484                                     | (46,623)   | (41,525)                                     | (3,919)  | 2,132,121             |

| As at 30 April 2007 (Restated)         | At 1.5.06<br>RM'000 | Additions<br>RM'000 | Disposals<br>RM'000 | Depreciation<br>charge for<br>the year<br>RM'000 | (Write off)/<br>Impairment<br>reversal/<br>(loss)<br>RM'000 | Reclassi-<br>fication /<br>Adjustments<br>RM'000 | Acquisition<br>of<br>subsidiaries<br>RM'000 | Deconsolidation/<br>Disposal<br>of<br>subsidiaries<br>RM'000 | Foreign<br>currency<br>translation<br>RM'000 | Reclassified<br>to<br>disposal<br>groups<br>RM'000 | At 30.04.07<br>RM'000 |
|--|---------------------|---------------------|---------------------|--|---|--|---|--|--|--|-----------------------|
| Freehold land                          | -                   | 7,430               | (1,811)             | (1,390)  | -   | 157,135  | -   | (54,374)   | 631  | (3,843)  | 103,778               |
| Freehold land and buildings            | 347,311             | -                   | -                   | -  | -   | (347,311)  | -   | -  | -  | -  | -                     |
| Freehold hotel properties              | 404,806             | -                   | -                   | -  | -   | (404,806)  | -   | -  | -  | -  | -                     |
| Long leasehold<br>hotel properties     | 241,250             | -                   | -                   | -  | -   | (241,250)  | -   | -  | -  | -  | -                     |
| Short leasehold<br>hotel properties    | 305,662             | -                   | -                   | -  | -   | (305,662)  | -   | -  | -  | -  | -                     |
| Long leasehold<br>land and buildings   | 372,965             | -                   | -                   | -  | -   | (372,965)  | -   | -  | -  | -  | -                     |
| Short leasehold<br>land and buildings  | 56,405              | -                   | -                   | -  | -   | (56,405)   | -   | -  | -  | -  | -                     |
| Buildings                              | -                   | 100,535             | (96)                | (34,019)   | (10,813)  | 1,298,410  | -   | (27,096)   | (34,051)                                     | (93,034)   | 1,199,836             |
| Plant and equipment                    | 83,505              | 14,346              | (187)               | (29,396)   | (9,291)   | 69,232   | -   | (25,056)   | (1,683)                                      | (10,802)   | 90,668                |
| Computer and<br>office equipment       | 36,984              | 11,944              | (133)               | (10,540)   | (401)   | (2,855)  | 17  | (2,387)  | (282)  | (60)   | 32,287                |
| Renovation                             | 86,463              | 17,658              | (714)               | (19,892)   | (436)   | 371  | -   | -  | (2,845)                                      | (34,434)   | 46,171                |
| Furniture and fittings                 | 37,482              | 8,410               | (140)               | (9,825)  | (255)   | 4,985  | 1   | (1,644)  | (772)  | (5,437)  | 32,805                |
| Motor vehicles                         | 20,136              | 14,485              | (177)               | (7,113)  | -   | (1)  | 60  | (4,973)  | (103)  | (131)  | 22,183                |
| Aircraft                               | 49,172              | 76,858              | -                   | (7,791)  | -   | 2,550  | -   | -  | 18   | -  | 120,807               |
| Golf course<br>development expenditure | 45,325              | 28                  | -                   | (2,296)  | -   | 105,307  | -   | -  | -  | -  | 148,364               |
| Capital work-in-progress               | 237,001             | 37,906              | -                   | -  | -   | (45,997)   | 3,961                                       | (6,161)  | (95)   | -  | 226,615               |
| Others                                 | 9,809               | 1,670               | (17)                | (2,245)  | -   | 31,258   | -   | (553)  | -  | -  | 39,922                |
|  | 2,334,276           | 291,270             | (3,275)             | (124,507)  | (21,196)  | (108,004)  | 4,039                                       | (122,244)  | (39,182)                                     | (147,741)  | 2,063,436             |

#### GROUP

| As at 30 April 2008                 | Cost<br>RM'000 | Accumulated<br>depreciation<br>RM'000 | Accumulated<br>impairment<br>losses<br>RM'000 | Net<br>carrying<br>amount<br>RM'000 |
|-------------------------------------|----------------|---------------------------------------|---|-------------------------------------|
| Freehold land                       | 117,968        | -                                     | (8,358)                                       | 109,610                             |
| Buildings                           | 1,459,303      | (164,784)                             | (54,124)                                      | 1,240,395                           |
| Plant and equipment                 | 279,126        | (183,259)                             | (17,291)                                      | 78,576                              |
| Computer and office equipment       | 270,669        | (176,761)                             | (15)  | 93,893                              |
| Renovation                          | 102,222        | (51,465)                              | (850)   | 49,907                              |
| Furniture and fittings              | 142,561        | (106,226)                             | (154)   | 36,181                              |
| Motor vehicles                      | 120,327        | (69,169)                              | -   | 51,158                              |
| Aircraft                            | 160,408        | (46,439)                              | -   | 113,969                             |
| Golf course development expenditure | 175,699        | (15,872)                              | (13,837)                                      | 145,990                             |
| Capital work-in-progress            | 179,518        | -                                     | (7,963)                                       | 171,555                             |
| Others                              | 53,053         | (9,836)                               | (2,330)                                       | 40,887                              |
|                                     | 3,060,854      | (823,811)                             | (104,922)                                     | 2,132,121                           |

### 3. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| As at 30 April 2007 (Restated)      | Cost<br>RM'000 | Accumulated<br>depreciation<br>RM'000 | Accumulated<br>impairment<br>losses<br>RM'000 | Net<br>carrying<br>amount<br>RM'000 |
|-------------------------------------|----------------|---------------------------------------|---|-------------------------------------|
| Freehold land                       | 112,438        | -                                     | (8,660)                                       | 103,778                             |
| Buildings                           | 1,373,606      | (125,949)                             | (47,821)                                      | 1,199,836                           |
| Plant and equipment                 | 275,869        | (167,892)                             | (17,309)                                      | 90,668                              |
| Computer and office equipment       | 114,145        | (81,505)                              | (353)   | 32,287                              |
| Renovation                          | 94,415         | (47,078)                              | (1,166)                                       | 46,171                              |
| Furniture and fittings              | 129,631        | (96,823)                              | (3)   | 32,805                              |
| Motor vehicles                      | 67,348         | (45,165)                              | -   | 22,183                              |
| Aircraft                            | 156,671        | (35,864)                              | -   | 120,807                             |
| Golf course development expenditure | 175,419        | (13,218)                              | (13,837)                                      | 148,364                             |
| Capital work-in-progress            | 226,615        | -                                     | -   | 226,615                             |
| Others                              | 50,299         | (8,047)                               | (2,330)                                       | 39,922                              |
|                                     | 2,776,456      | (621,541)                             | (91,479)                                      | 2,063,436                           |

#### COMPANY

| As at 30 April 2008           | At 1.5.07<br>RM'000 | Additions<br>RM'000 | Current<br>depreciation<br>RM'000 | At<br>30.04.08<br>RM'000 |
|-------------------------------|---------------------|---------------------|-----------------------------------|--------------------------|
| <b>At Net Carrying Amount</b> |                     |                     |                                   |                          |
| Computer and office equipment | 5                   | 28                  | (5)                               | 28                       |
| Furniture and fittings        | 2                   | -                   | (1)                               | 1                        |
|                               | 7                   | 28                  | (6)                               | 29                       |

| As at 30 April 2007           | At 1.5.06<br>RM'000 | Additions<br>RM'000 | Current<br>depreciation<br>RM'000 | At<br>30.04.07<br>RM'000 |
|-------------------------------|---------------------|---------------------|-----------------------------------|--------------------------|
| <b>At Net Carrying Amount</b> |                     |                     |                                   |                          |
| Computer and office equipment | -                   | 6                   | (1)                               | 5                        |
| Furniture and fittings        | -                   | 2                   | -                                 | 2                        |
|                               | -                   | 8                   | (1)                               | 7                        |

| As at 30 April 2008           | Cost<br>RM'000 | Accumulated<br>depreciation<br>RM'000 | Accumulated<br>impairment<br>losses<br>RM'000 | Net<br>carrying<br>amount<br>RM'000 |
|-------------------------------|----------------|---------------------------------------|---|-------------------------------------|
| Computer and office equipment | 34             | (6)                                   | -   | 28                                  |
| Furniture and fittings        | 2              | (1)                                   | -   | 1                                   |
|                               | 36             | (7)                                   | -   | 29                                  |

| As at 30 April 2007           | Cost<br>RM'000 | Accumulated<br>depreciation<br>RM'000 | Accumulated<br>impairment<br>losses<br>RM'000 | Net<br>carrying<br>amount<br>RM'000 |
|-------------------------------|----------------|---------------------------------------|---|-------------------------------------|
| Computer and office equipment | 6              | (1)                                   | -   | 5                                   |
| Furniture and fittings        | 2              | -                                     | -   | 2                                   |
|                               | 8              | (1)                                   | -   | 7                                   |

### 3. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

During the current financial year:

- (a) the Group conducted a review of the recoverable amount of certain subsidiary companies' capital work-in-progress. The review led to the recognition of an impairment loss of RM23,634,000 (2007: RM19,932,000 of which RM754,000 is included in Loss from Discontinued Operations as disclosed in Note 19) included in Other expenses – investing activities as disclosed in Note 33 as these subsidiary companies are currently inactive and there are uncertainties as to their future plans.
- b) a reversal of impairment loss of RM8,678,000 (2007: RM Nil) after the fair value of certain buildings increased.

Included in the reclassification/adjustments (net) column are:

- (i) transfer of certain property amounting to RM75,450,000 (2007: RM62,670,000) from investment properties;
- (ii) transfer of certain property, plant and equipment amounting to RM9,537,000 (2007: RM18,508,000) to investment properties;
- (iii) gross revaluation surplus of RM214,000 (2007: RM Nil) resulting from a change in its use from property, plant and equipment to investment property;
- (iv) transfer of certain property amounting to RM4,648,000 (2007: RM1,477,000) from land held for development;
- (v) transfer of certain property amounting to RM1,796,000 (2007: RM Nil) to prepaid land lease premiums;
- (vi) transfer of capital work-in-progress amounting to RM14,954,000 (2007: RM Nil) to construction contract;
- (vii) certain over accrual of cost of plant and equipment amounting to RM3,016,000 (2007: RM1,633,000);
- (viii) in the previous year, computer software amounting to RM2,562,000 was transferred to intangible assets;
- (ix) in the previous year, buildings amounting to RM25,885,000 was transferred from prepaid land lease premiums;
- (x) in the previous year, an amount of RM15,702,000 was transferred into capital work-in-progress from development properties; and
- (xi) in the previous year, long term leasehold land and short term leasehold land amounting to RM128,349,000 and RM62,686,000 respectively were reclassified to prepaid land lease premiums.

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

Property, plant and equipment costing RM710,604,000 (2007: RM746,754,000) 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          |                |
|-------------------------------|----------------|----------------|
|                               | 2008<br>RM'000 | 2007<br>RM'000 |
| Plant and equipment           | 5,405          | 7,670          |
| Computer and office equipment | 1,032          | 734            |
| Office renovation             | -              | 261            |
| Furniture and fittings        | 43             | -              |
| Motor vehicles                | 10,873         | 8,373          |
| Aircraft                      | 10,186         | 11,088         |
|                               | 27,539         | 28,126         |

### 4. BIOLOGICAL ASSETS

|                           | GROUP          |                |
|---------------------------|----------------|----------------|
|                           | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>At carrying amount</b> |                |                |
| At beginning of year      | 7,293          | 6,149          |
| Additions                 | 1,783          | 1,458          |
| Amortisation              | (362)          | (314)          |
| At end of year            | 8,714          | 7,293          |
| Cost                      | 10,475         | 8,692          |
| Accumulated amortisation  | (1,761)        | (1,399)        |
| Carrying amount           | 8,714          | 7,293          |

Biological assets consist of oil palm trees, which are cultivated for the harvest of fresh fruit bunches that are 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          |                |
|--|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 |
|  |                | (Restated)     |
| Quoted investments in Malaysia               |                |                |
| - shares                                     | 160,299        | 228,389        |
| - unsecured loan stocks                      | 108            | 27,801         |
| - warrants                                   | 28,022         | 169            |
| - Malaysian Government Securities            | 23,079         | 47,046         |
| - Khazanah bonds                             | -              | 4,707          |
| - unit trust funds                           | 31,332         | 16,459         |
| Quoted investments outside Malaysia          |                |                |
| - shares                                     | 19,892         | 12,612         |
| - notes and warrants                         | 7,576          | 5,058          |
|  | 270,308        | 342,241        |
| Unquoted investments                         |                |                |
| - shares                                     | 110,863        | 102,528        |
| - corporate bonds                            | 50,067         | 43,507         |
| - golf club corporate memberships            | 2,283          | 2,353          |
|  | 163,213        | 148,388        |
|  | 433,521        | 490,629        |
| Less: Accumulated impairment                 |                |                |
| - Quoted shares in Malaysia                  | (18,633)       | (61,690)       |
| - Quoted warrants in Malaysia                | (8,301)        | -              |
| - Quoted unit trust funds in Malaysia        | (600)          | -              |
| - Quoted shares outside Malaysia             | (9,471)        | (7,220)        |
| - Quoted notes and warrants outside Malaysia | (6,965)        | (3,424)        |
| - Unquoted shares                            | (79,841)       | (80,144)       |
| - Unquoted corporate bonds                   | (1,681)        | -              |
| - Unquoted golf club corporate memberships   | (105)          | (162)          |
|  | (125,597)      | (152,640)      |
|  | 307,924        | 337,989        |
| Carrying value of :                          |                |                |
| Quoted investments in Malaysia               |                |                |
| - shares                                     | 141,666        | 166,699        |
| - unsecured loan stocks                      | 108            | 27,801         |
| - warrants                                   | 19,721         | 169            |
| - Malaysian Government Securities            | 23,079         | 47,046         |
| - Khazanah bonds                             | -              | 4,707          |
| - unit trust funds                           | 30,732         | 16,459         |
| Quoted investments outside Malaysia          |                |                |
| - shares                                     | 10,421         | 5,392          |
| - notes and warrants                         | 611            | 1,634          |
| Unquoted investments                         |                |                |
| - shares                                     | 31,022         | 22,384         |
| - corporate bonds                            | 48,386         | 43,507         |
| - golf club corporate memberships            | 2,178          | 2,191          |
|  | 307,924        | 337,989        |
| Market value:                                |                |                |
| Quoted investments in Malaysia               |                |                |
| - shares                                     | 167,518        | 258,989        |
| - unsecured loan stocks                      | 108            | 45,561         |
| - warrants                                   | 23,630         | 1,163          |
| - Malaysian Government Securities            | 23,228         | 47,666         |
| - Khazanah bonds                             | -              | 4,765          |
| - unit trust funds                           | 31,091         | 17,226         |
| Quoted investments outside Malaysia          |                |                |
| - shares                                     | 27,470         | 9,186          |
| - notes and warrants                         | 132,344        | 142,605        |

## 5. OTHER INVESTMENTS (CONT'D)

Investments with a total carrying value of RM180,342,000 (2007: RM235,973,000) are held by the insurance subsidiary company of the Group.

As at 30 April 2008, investment in quoted shares in Malaysia with a carrying value of RM145,120,000 (2007: RM62,841,000) of the Group are pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

## 6. INVESTMENT PROPERTIES

|  | GROUP          |                   |
|--|----------------|-------------------|
|  | 2008<br>RM'000 | 2007<br>RM'000    |
|  |                | <b>(Restated)</b> |
| At beginning of year   | 893,946        | 601,093           |
| Effects of adopting FRS 140  | -              | 323,929           |
| Additions  | 843            | 733               |
| Acquisition of subsidiary company                                    | 70,924         | -                 |
| Disposals  | (372,493)      | -                 |
| Reversal of impairment loss  | -              | 4,356             |
| Fair value adjustments, net  | 31,873         | 10,756            |
| Exchange differences   | (214)          | (172)             |
| Over accrual of costs  | (7,378)        | -                 |
| Transfer to land held for development (Note 8)                       | -              | (2,587)           |
| Net transfer to property, plant and equipment (Note 3 (i) and (ii) ) | (65,913)       | (44,162)          |
| At end of year   | 551,588        | 893,946           |

Included in investment properties are RM50,414,000 (2007: RM41,134,000) representing investment properties held under lease terms.

The investment properties were valued by the Directors based on valuations by an independent valuer who holds a recognised qualification and has relevant experience by reference to market evidence of transaction prices of similar properties or comparable available market data.

The Group determined that a certain property that was previously classified as investment property amounting to RM75,450,000 (2007: RM62,670,000), no longer met the criteria based on FRS 140 to qualify as investment properties. Certain other properties previously classified under property, plant and equipment amounting to RM9,537,000 (2007: RM18,508,000) were determined to have met the criteria based on FRS 140 to qualify as investment properties. These properties were reclassified accordingly.

Investment properties of the Group amounting to RM490,422,000 (2007: RM847,252,000) have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

## 7. PREPAID LAND LEASE PREMIUMS

|  | GROUP          |                   |
|--|----------------|-------------------|
|  | 2008<br>RM'000 | 2007<br>RM'000    |
|  |                | <b>(Restated)</b> |
| Long leasehold land                            | 90,310         | 88,226            |
| Short leasehold land                           | 58,226         | 62,112            |
|  | 148,536        | 150,338           |
| Less: Reclassified to disposal groups          | -              | (4,694)           |
| Current portion of prepaid land lease premiums | (2,086)        | (2,046)           |
|  | 146,450        | 143,598           |

Prepaid land lease premiums are amortised over a range of 30 years to 999 years.

Leasehold land at carrying value of RM92,512,000 (2007: RM94,051,000) have been pledged to financial institutions for credit facilities granted to the Group.



## 8. LAND HELD FOR DEVELOPMENT

|  | GROUP            |                  |
|--|------------------|------------------|
|  | 2008<br>RM'000   | 2007<br>RM'000   |
| <b>At cost:</b>  |                  |                  |
| At beginning of year:  |                  |                  |
| - freehold land  | 1,184,316        | 1,179,024        |
| - long leasehold land  | 195,818          | 193,133          |
| - short leasehold land   | 1,064            | 1,064            |
| - development costs  | 316,703          | 314,215          |
|  | 1,697,901        | 1,687,436        |
| Transfer (to)/from development properties:                         |                  |                  |
| - freehold land  | (7,396)          | 3,005            |
| - long leasehold land  | (12)             | 98               |
| - development costs  | (43,943)         | (1,327)          |
|  | (51,351)         | 1,776            |
| Transfer from investment properties - long leasehold land (Note 6) | -                | 2,587            |
| Transfer to property, plant and equipment:                         |                  |                  |
| - freehold land  | -                | (1,252)          |
| - development costs  | (4,648)          | (225)            |
|  | (4,648)          | (1,477)          |
| Transfer to prepaid land lease premium:                            |                  |                  |
| - long leasehold land  | (45)             | -                |
| - development costs  | (162)            | -                |
|  | (207)            | -                |
| Additions:   |                  |                  |
| - freehold land  | -                | 3,539            |
| - development costs  | 11,135           | 4,040            |
|  | 11,135           | 7,579            |
| Disposals:   |                  |                  |
| - freehold land  | (5,570)          | -                |
| - development costs  | (16,426)         | -                |
|  | (21,996)         | -                |
| Land conversion:   |                  |                  |
| - freehold land  | 51,980           | -                |
| - long leasehold land  | (51,858)         | -                |
| - development costs  | (122)            | -                |
|  | -                | -                |
| <b>Total cost at end of year</b>                                   | <b>1,630,834</b> | <b>1,697,901</b> |
| Amortisation of short leasehold land:                              |                  |                  |
| At beginning of year   | (540)            | (491)            |
| Amortisation for the year  | (49)             | (49)             |
| <b>Total amortisation at end of year</b>                           | <b>(589)</b>     | <b>(540)</b>     |
| Accumulated impairment loss:                                       |                  |                  |
| At beginning of year   | (56,558)         | (49,758)         |
| Impairment for the year  | -                | (6,800)          |
| <b>Total impairment loss at end of year</b>                        | <b>(56,558)</b>  | <b>(56,558)</b>  |
| <b>Carrying value at end of year</b>                               | <b>1,573,687</b> | <b>1,640,803</b> |

## 8. LAND HELD FOR DEVELOPMENT (CONT'D)

Land conversion relates to the reclassification of certain parcels of leasehold land to freehold land during the current financial year upon receiving approval for the change in status of the land from the relevant authority.

Land held for development at carrying value amounting to RM581,472,000 (2007: RM614,465,000) have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

## 9. ASSOCIATED COMPANIES

|  | GROUP          |                   |
|--|----------------|-------------------|
|  | 2008<br>RM'000 | 2007<br>RM'000    |
|  |                | <b>(Restated)</b> |
| Quoted shares - in Malaysia                        | 263,421        | 1,264,867         |
| Quoted shares - outside Malaysia                   | 248,432        | 226,685           |
| Unquoted shares                                    | 270,300        | 132,962           |
|  | 782,153        | 1,624,514         |
| Group's share of post acquisition reserves         | (120,541)      | (124,553)         |
| Less: Accumulated gain/(losses) on deemed disposal | 2,295          | (134,144)         |
|  | (118,246)      | (258,697)         |
|  | 663,907        | 1,365,817         |
| Less: Accumulated impairment                       |                |                   |
| - Quoted shares outside Malaysia                   | (14,024)       | (17,421)          |
| - Unquoted shares                                  | (71,480)       | (52,126)          |
|  | (85,504)       | (69,547)          |
|  | 578,403        | 1,296,270         |
| Carrying value of:                                 |                |                   |
| Quoted shares - in Malaysia                        | 245,222        | 1,101,163         |
| Quoted shares - outside Malaysia                   | 140,909        | 122,171           |
| Unquoted shares                                    | 192,272        | 72,936            |
|  | 578,403        | 1,296,270         |
| Market value:                                      |                |                   |
| Quoted shares - in Malaysia                        | 174,827        | 2,809,177         |
| Quoted shares - outside Malaysia                   | 147,145        | 129,786           |

The summarised financial information of the associated companies is as follows:

|                               | GROUP          |                |
|-------------------------------|----------------|----------------|
|                               | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Assets and Liabilities</b> |                |                |
| Current assets                | 2,096,302      | 2,408,206      |
| Non-current assets            | 2,820,681      | 4,865,366      |
| Total assets                  | 4,916,983      | 7,273,572      |
| Current liabilities           | (1,478,406)    | (2,146,078)    |
| Non-current liabilities       | (1,859,042)    | (2,568,105)    |
| Total liabilities             | (3,337,448)    | (4,714,183)    |
| <b>Results</b>                |                |                |
| Revenue                       | 4,308,151      | 7,534,421      |
| (Loss)/Profit after tax       | (14,234)       | 295,981        |

Certain quoted shares costing RM53,447,000 (2007: RM1,234,283,000) have been pledged to financial institutions for credit facilities granted to certain subsidiary companies.

The Group's equity interest in the associated companies, their respective principal activities and country of incorporation are shown in Note 45.

During the current financial year:

- (i) the impairment in value of certain investment in associated companies has not been made as the directors have valued the assets of the investee, based on valuation by an independent valuer, to be higher than its carrying value.
- (ii) the Group increased its equity interest in BToto and accordingly BToto ceased to be an associated company as disclosed in Note 10.

## 9. ASSOCIATED COMPANIES (CONT'D)

- (iii) BLand entered into a share sale agreement to dispose of an unquoted investment in an associated company, Focus Equity Sdn Bhd ("FESB"). The said investment with a carrying amount of RM12,604,000 has been presented as asset held for sale at the balance sheet date in the current financial year as the share sale agreement is still pending completion (Note 19).

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. The Group's unrecognised share of losses of these associated companies for the current year and cumulatively were RM533,000 (2007: RM4,199,000) and RM63,240,000 (2007: RM62,707,000) respectively.

## 10. SUBSIDIARY COMPANIES

|                   | GROUP          |                | COMPANY        |                |
|-------------------|----------------|----------------|----------------|----------------|
|                   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Unquoted shares   | -              | 7,635          | 1,101,752      | 1,101,720      |
| Impairment losses | -              | (6,233)        | -              | -              |
|                   | -              | 1,402          | 1,101,752      | 1,101,720      |

The Group's equity interests in the subsidiary companies, their respective principal activities and country of incorporation are shown in Note 45.

In the current financial year, the results of operations and net assets of Carlovers Carwash Limited ("Carlovers"), a company incorporated in Australia, have not been consolidated as the Group has no control over the financial and operating policies of the company pending the resolution of the Administrator's fee claims by the Australian Court-appointed arbitrator. This investment has been classified as asset held for sale as at 30 April 2008 as the Group is pursuing plans to divest its shareholdings in Carlovers.

### (a) Acquisition of subsidiary companies

During the financial year, the Group completed the following acquisitions:

- (i) On 25 May 2007, Berjaya Air Sdn Bhd acquired 100% equity interest in Berjaya Airport Services Sdn Bhd and Berjaya Air Cargo Sdn Bhd for RM4.00 cash;
- (ii) On 7 September 2007, BLand acquired 100% equity interest in Berjaya Jet Charter Sdn Bhd for RM2.00 cash;
- (iii) On 10 September 2007, Berjaya Leisure (Cayman) Limited ("BLCL") acquired 100% equity interest in Mahameru Consultancy d.o.o. Visoko for BAM2,000 (or about RM4,873);
- (iv) On 8 January 2008, Berjaya Capital Berhad ("BCapital") subscribed for 100% equity interest in a new subsidiary company, Berjaya Capital (Cayman) Limited ("BCCL") for USD1.00 (or about RM3.15);
- (v) On 18 February 2008, BLand acquired 100% equity interest in Berjaya Hotels & Resorts Vietnam Sdn Bhd ("BHRVSB") (formerly known as Faber Labuan Sdn Bhd) for USD68.22 million (or about RM223 million);
- (vi) On 4 February 2008, BLand increased its interest in BToto to 48.96% due to BToto's share buy back exercise and the purchase of 1,000,020, BToto shares by Gateway Benefit Sdn Bhd, a subsidiary company of BLand. Together with the equity interest in BToto which are held by other subsidiary companies of the Group, the total equity interest held by the Group exceeded 50% and as such, BToto is regarded as a subsidiary company of BLand as well as the Group. BLand had undertaken a purchase price allocation exercise that resulted in the identification and measurement of gaming rights which is provisionally estimated to be at RM4.85 billion included as intangible assets on the balance sheet (Note 12). The increase in equity interests resulted in the recognition of a fair value reserve of RM1.17 billion which was recognised directly in equity (as disclosed in the Consolidated Statement of Changes in Equity and Note 22(b)), representing the revaluation surplus arising from the above purchase price allocation relating to the block of equity interest prior to BToto becoming a subsidiary company of the Group;
- (vii) On 4 March 2008, the Group completed the acquisition of additional interest of 35.62% in Berjaya Media Berhad (formerly known as Nexnews Berhad) ("BMedia") for a total consideration of about RM139.2 million. Arising from this acquisition, the Group had increased its interest in BMedia to 56.95% and BMedia is now regarded as a subsidiary company of the Group. The Group had undertaken a purchase price allocation exercise that resulted in the identification and measurement of masthead which is provisionally estimated to be at RM115 million included as intangible assets on the balance sheet (Note 12);
- (viii) On 1 April 2008, Bermaz Motor Sdn Bhd (formerly known as Berjaya Synthetic Fibre Sdn Bhd) ("Bermaz") acquired 100% equity interest in Bermaz Motor Trading Sdn Bhd (formerly known as Hercules Automotive Engineers Sdn Bhd) ("BMT") for RM0.7 million;
- (ix) On 16 April 2008, BLCL acquired 56.67% equity interest in RC Hotel and Resort JV Holdings (BVI) Company Limited for USD170 (or about RM535);
- (x) On 23 April 2008, Roasters Asia Pacific (Cayman) Limited ("RAPCL") acquired 100% equity interest in NF Roasters Corp for USD4 million (or about RM12.8 million); and
- (xi) On 29 April 2008, BLand acquired an additional 60% equity interest in Berjaya Assets (Cayman) Limited, previously a 40% associated company of BLand, for RM1.00 cash.

## 10. SUBSIDIARY COMPANIES (CONT'D)

### (a) Acquisition of subsidiary companies (cont'd)

The costs of acquisition comprised the following:

| 2008<br>Group  | Acquisition of  |                  |                  |                  | Total<br>RM'000 |
|--|-----------------|------------------|------------------|------------------|-----------------|
|  | BToto<br>RM'000 | BHRVSB<br>RM'000 | BMedia<br>RM'000 | Others<br>RM'000 |                 |
| Purchase consideration<br>satisfied by cash in the current year                                | 57,916          | 222,514          | 17,099           | 13,290           | 310,819         |
| Costs of investment<br>previously accounted for as associated<br>company and other investments | 1,187,998       | -                | 40,112           | -                | 1,228,110       |
| Purchase consideration payable   | -               | -                | 132,441          | -                | 132,441         |
|  | 1,245,914       | 222,514          | 189,652          | 13,290           | 1,671,370       |

The acquired subsidiary companies contributed the following results to the Group:

| 2008<br>Group               | Acquisition of  |                  |                  |                  | Total<br>RM'000 |
|-----------------------------|-----------------|------------------|------------------|------------------|-----------------|
|                             | BToto<br>RM'000 | BHRVSB<br>RM'000 | BMedia<br>RM'000 | Others<br>RM'000 |                 |
| Revenue                     | 866,831         | -                | 9,872            | 4,374            | 881,077         |
| Profit/(Loss) for the group | 34,671          | (467)            | 376              | 116              | 34,696          |

If the acquisitions have occurred on 1 May 2007, the acquired subsidiary companies would have contributed RM3,383,445,000 and RM350,111,000 of revenue and profit for the year respectively.

The assets and liabilities arising from the acquisitions are as follows:

| 2008<br>Group   | Acquisition of  |                  |                  |                  | Total<br>RM'000 |
|---|-----------------|------------------|------------------|------------------|-----------------|
|   | BToto<br>RM'000 | BHRVSB<br>RM'000 | BMedia<br>RM'000 | Others<br>RM'000 |                 |
| Non-current assets  | 5,032,497       | 110,010          | 208,543          | 6,154            | 5,357,204       |
| Current assets  | 266,702         | 145,551          | 36,527           | 37,573           | 486,353         |
|   | 5,299,199       | 255,561          | 245,070          | 43,727           | 5,843,557       |
| Non-current liabilities   | 441,495         | -                | 372              | 1,054            | 442,921         |
| Current liabilities   | 253,394         | 14               | 12,270           | 19,471           | 285,149         |
|   | 694,889         | 14               | 12,642           | 20,525           | 728,070         |
| Fair value of net assets  | 4,604,310       | 255,547          | 232,428          | 23,202           | 5,115,487       |
| Less: Minority interests  | (1,946,394)     | -                | (100,192)        | -                | (2,046,586)     |
| Group's share of net assets   | 2,657,916       | 255,547          | 132,236          | 23,202           | 3,068,901       |
| Less: Group share of net assets<br>previously accounted for as associated company | 123,258         | -                | -                | -                | 123,258         |
| Group share of post<br>acquisition fair value reserve                             | (2,068,343)     | -                | -                | -                | (2,068,343)     |
| Goodwill on acquisition   | 533,096         | -                | 61,936           | 500              | 595,532         |
| Less: Negative goodwill on acquisition  | (13)            | (33,033)         | (4,520)          | (10,412)         | (47,978)        |
| Total cost of acquisition   | 1,245,914       | 222,514          | 189,652          | 13,290           | 1,671,370       |

The fair value adjustments as at 30 April 2008 were provisional and the final allocation of the purchase price will be determined after the completion of a final analysis to determine the fair values of acquired subsidiary companies' tangible assets and liabilities and identifiable intangible assets.

The net cashflow on acquisitions are as follows:

| 2008<br>Group   | Acquisition of  |                  |                  |                  | Total<br>RM'000 |
|---|-----------------|------------------|------------------|------------------|-----------------|
|   | BToto<br>RM'000 | BHRVSB<br>RM'000 | BMedia<br>RM'000 | Others<br>RM'000 |                 |
| Purchase consideration<br>satisfied by cash in the current year | (57,916)        | (222,514)        | (17,099)         | (13,290)         | (310,819)       |
| Cash and cash equivalent<br>of subsidiary companies acquired    | 170,696         | 20               | 19,170           | 619              | 190,505         |
| Net cash outflow on<br>acquisition of subsidiary companies      | 112,780         | (222,494)        | 2,071            | (12,671)         | (120,314)       |

## 10. SUBSIDIARY COMPANIES (CONT'D)

### (a) Acquisition of subsidiary companies (cont'd)

In the previous financial year, the Group completed the following acquisitions:

- (i) acquired 100% equity interest in Berjaya Vacation Club India Private Ltd ("BVCI");
- (ii) acquired 100% equity interest in Berjaya Air Capital (Cayman) Limited;
- (iii) acquired 51% equity interest in Berjaya (China) Great Mall Co Ltd ("GMOC");
- (iv) acquired 100% equity interest in Country Farms Pte Ltd; and
- (v) acquired additional interest in Berjaya Higher Education Sdn Bhd ("BHESB"), which increased its equity interest in BHESB from 40% to 51%, thus making BHESB a subsidiary company of the Group.

The cost of acquisitions in the previous financial year comprised the following:

| 2007<br>Group                            | GMOC<br>RM'000 | Acquisition of<br>BVCI<br>RM'000 | BHESB<br>RM'000 | Total<br>RM'000 |
|--|----------------|----------------------------------|-----------------|-----------------|
| Purchase consideration satisfied by cash | 22,098         | 8                                | 565             | 22,671          |

In the previous financial year, the acquired subsidiary companies did not contribute materially to the results of the Group as these subsidiary companies have not commenced operations.

The assets and liabilities arising from the acquisitions in the previous financial year are as follows:

| 2007<br>Group   | Fair value recognised on acquisition of |                |                 | Total    |
|---|---|----------------|-----------------|----------|
|   | GMOC<br>RM'000                          | BVCI<br>RM'000 | BHESB<br>RM'000 | RM'000   |
| Non-current assets  | 475                                     | 3,961          | -               | 4,436    |
| Current assets  | 76,645                                  | 2,054          | 1,038           | 79,737   |
|   | 77,120                                  | 6,015          | 1,038           | 84,173   |
| Non-current liabilities   | 720                                     | 6,110          | -               | 6,830    |
| Current liabilities   | 34,781                                  | -              | 36              | 34,817   |
|   | 35,501                                  | 6,110          | 36              | 41,647   |
| Fair value of net assets  | 41,619                                  | (95)           | 1,002           | 42,526   |
| Less: Minority interests  | (20,418)                                | -              | (490)           | (20,908) |
| Group's share of net assets                                       | 21,201                                  | (95)           | 512             | 21,618   |
| Cost of investment previously accounted for as associated company | -                                       | -              | (2)             | (2)      |
| Goodwill on acquisition   | 897                                     | 103            | 55              | 1,055    |
| Total cost of acquisition   | 22,098                                  | 8              | 565             | 22,671   |

The net cashflow on acquisitions in the previous financial year are as follows:

| 2007<br>Group  | GMOC<br>RM'000 | Acquisition of<br>BVCI<br>RM'000 | BHESB<br>RM'000 | Total<br>RM'000 |
|--|----------------|----------------------------------|-----------------|-----------------|
| Purchase consideration satisfied by cash                   | 22,098         | 8                                | 565             | 22,671          |
| Cash and cash equivalents of subsidiary companies acquired | (19,969)       | (2,010)                          | (601)           | (22,580)        |
| Net cash flow of the Group                                 | 2,129          | (2,002)                          | (36)            | 91              |

Subsequent to 30 April 2008, the Group acquired the following subsidiary companies:

- (i) BLand acquired 100% equity interest in T.P.C Development Limited, a company incorporated in Hong Kong for a total cash consideration of approximately USD75.0 million (or about RM253.3 million) (Note 44(1)); and
- (ii) BLand increased its equity interest in Absolute Prestige Sdn Bhd from 20% to 51% by acquiring an additional 31% equity interest for a cash consideration of RM9.3 million (Note 44(2)).

Except for the above, no further quantitative disclosures are made in respect of the abovementioned acquisitions subsequent to the current financial year end as the determination of the cost of business combination, which entails the determination of the fair values of assets obtained and liabilities incurred or assumed, has yet to be completed. The purchase price allocation for the above items comprises the determination of fair values of certain hotel properties which is currently in progress. Pending the finalisation of the determination of the cost of business combination for both the abovementioned acquisitions, the Directors are of the opinion that it is impracticable at this juncture to obtain and disclose the required quantitative information.

## 10. SUBSIDIARY COMPANIES (CONT'D)

### (b) Disposal of subsidiary companies

During the financial year, the Group completed the following disposals:

- (i) On 31 May 2007, Berjaya Group (Cayman) Limited completed the disposal of its 66.53% equity interest in Roadhouse Grill, Inc ("RHG") for USD0.56 million (or about RM1.91 million).
- (ii) On 15 August 2007, BLand completed the disposal of 100% equity interest in Berjaya Hotels & Resort (Mauritius) Limited for a sale consideration of USD33.0 million (or about RM114.7 million) and Berjaya Vacation Club Berhad completed the disposal of 100% equity interest in Berjaya Mahe (Cayman) Limited for a sale consideration of USD9.5 million (or about RM33.5 million).
- (iii) On 11 September 2007, Berjaya Soutex Sdn Bhd completed the disposal of 60% equity interest in Dewangsa Holdings Sdn Bhd for a cash consideration of RM1.00.
- (iv) On 4 February 2008, the Group decreased its equity interest in Berjaya Starbucks Coffee Company Sdn Bhd ("BStarbucks") and BStarbucks ceased to be a subsidiary company and is now regarded as an associated company as the Group's interest in BStarbucks is now 50%.

The effects of the disposals on the financial position of the Group as at the end of the financial year are disclosed in the Consolidated Cash Flow Statement, Note (b).

## 11. JOINTLY CONTROLLED ENTITIES

|                                    | GROUP          |                |
|------------------------------------|----------------|----------------|
|                                    | 2008<br>RM'000 | 2007<br>RM'000 |
| Contributed legal capital, at cost | 141,340        | 22,945         |
| Share of post-acquisition reserves | (75)           | -              |
| Exchange differences               | (5)            | -              |
|                                    | 141,260        | 22,945         |

Details of the jointly controlled entities are as follows:

| Name of jointly controlled entities  | Country of incorporation      | Equity interest held |           | Principal activities                 |
|--|-------------------------------|----------------------|-----------|--------------------------------------|
|  |                               | 2008<br>%            | 2007<br>% |                                      |
| <b>Held by Berjaya Leisure (Cayman) Limited</b>  |                               |                      |           |                                      |
| Berjaya-Handico12 Co Ltd   | Socialist Republic of Vietnam | 80.0                 | 80.0      | Property investment and development. |
| <b>Held by Berjaya Hotels &amp; Resorts Vietnam Sdn Bhd (formerly known as Faber Labuan Sdn Bhd)</b> |                               |                      |           |                                      |
| Vimas Joint Venture Company Limited  | Socialist Republic of Vietnam | 70.0                 | -         | Building and hotel operations.       |

The Group's aggregate share of the current assets, non-current assets, current liabilities, non-current liabilities, income and expenses of the jointly controlled entities are as follows:

|   | GROUP          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Assets and liabilities</b>                 |                |                |
| Current assets                                | 18,669         | 502            |
| Non-current assets                            | 197,084        | 21,771         |
| Total assets                                  | 215,753        | 22,273         |
| Current liabilities                           | 51,134         | 10             |
| Non-current liabilities                       | 149,350        | -              |
| Total liabilities                             | 200,484        | 10             |
| <b>Results</b>                                |                |                |
| Revenue                                       | 12,315         | -              |
| Expenses, including finance cost and taxation | (12,252)       | -              |

## 12. INTANGIBLE ASSETS

### GROUP

| 2008  | Goodwill<br>RM'000 | Gaming<br>rights<br>RM'000 | Trademarks<br>RM'000 | Masthead<br>RM'000 | Computer<br>software<br>RM'000 | Other<br>intangible<br>assets<br>RM'000 | Total<br>RM'000 |
|---|--------------------|----------------------------|----------------------|--------------------|--------------------------------|---|-----------------|
| <b>Net carrying value</b>   |                    |                            |                      |                    |                                |   |                 |
| At beginning of year  | 810,907            | -                          | 6,742                | -                  | 1,924                          | 8,927                                   | 828,500         |
| Arising from acquisition of subsidiary companies                  | 595,532            | 4,851,000                  | 18,174               | 115,000            | -                              | 1,316                                   | 5,581,022       |
| Additions   | -                  | -                          | 6,307                | -                  | 840                            | 4,105                                   | 11,252          |
| Amortisation for the year   | -                  | -                          | -                    | -                  | (915)                          | (482)                                   | (1,397)         |
| Arising from increase in equity interest of subsidiary companies  | 110,056            | -                          | -                    | -                  | -                              | -                                       | 110,056         |
| Reduction of equity interest and disposal of subsidiary companies | (77,089)           | -                          | -                    | -                  | -                              | (4,169)                                 | (81,258)        |
| Impairment losses   | (63,988)           | -                          | -                    | -                  | -                              | -                                       | (63,988)        |
| Exchange differences  | (113)              | (35,000)                   | (805)                | -                  | -                              | (33)                                    | (35,951)        |
| At end of year  | 1,375,305          | 4,816,000                  | 30,418               | 115,000            | 1,849                          | 9,664                                   | 6,348,236       |

| 2007 (Restated)   | Goodwill<br>RM'000 | Negative<br>goodwill<br>RM'000 | Trademarks<br>RM'000 | Product<br>development<br>expenditure<br>RM'000 | Computer<br>software<br>RM'000 | Other<br>intangible<br>assets<br>RM'000 | Total<br>RM'000 |
|---|--------------------|--------------------------------|----------------------|---|--------------------------------|---|-----------------|
| <b>Net carrying value</b>   |                    |                                |                      |   |                                |   |                 |
| At beginning of year  | 894,959            | (407,961)                      | 11,093               | 170   | -                              | 14,515                                  | 512,776         |
| Prior year adjustments  | 707                | -                              | -                    | -   | -                              | -                                       | 707             |
|   | 895,666            | (407,961)                      | 11,093               | 170   | -                              | 14,515                                  | 513,483         |
| Effects of adopting FRS 3   | -                  | 407,961                        | -                    | -   | -                              | -                                       | 407,961         |
| Reclassified from property, plant and equipment                   | -                  | -                              | -                    | -   | 2,562                          | -                                       | 2,562           |
| Additions   | -                  | -                              | -                    | 2,246   | 688                            | 781                                     | 3,715           |
| Amortisation for the year   | -                  | -                              | -                    | (179)   | (1,127)                        | (521)                                   | (1,827)         |
| Arising from increase in equity interest of subsidiary companies  | 638                | -                              | -                    | -   | -                              | -                                       | 638             |
| Reduction of equity interest and disposal of subsidiary companies | (23,657)           | -                              | -                    | (2,246)   | (199)                          | (36)                                    | (26,138)        |
| Reclassified to disposal groups held for sale (Note 19)           | -                  | -                              | (205)                | -   | -                              | (5,385)                                 | (5,590)         |
| Impairment losses   | (61,641)           | -                              | (3,523)              | -   | -                              | (77)                                    | (65,241)        |
| Exchange differences  | (99)               | -                              | (623)                | 9   | -                              | (350)                                   | (1,063)         |
| At end of year  | 810,907            | -                              | 6,742                | -   | 1,924                          | 8,927                                   | 828,500         |

### GROUP

| As at 30 April 2008                   | Cost<br>RM'000 | Accumulated<br>impairment<br>losses<br>RM'000 | Accumulated<br>amortisation<br>RM'000 | Net<br>carrying<br>value<br>RM'000 |
|---------------------------------------|----------------|---|---------------------------------------|------------------------------------|
| Goodwill                              | 1,825,685      | (450,380)                                     | -                                     | 1,375,305                          |
| Gaming rights                         | 4,816,000      | -   | -                                     | 4,816,000                          |
| Trademarks                            | 52,862         | (6,676)                                       | (15,768)                              | 30,418                             |
| Masthead                              | 115,000        | -   | -                                     | 115,000                            |
| Computer software                     | 14,619         | -   | (12,770)                              | 1,849                              |
| Other intangible assets               | 10,177         | -   | (513)                                 | 9,664                              |
|                                       | 6,834,343      | (457,056)                                     | (29,051)                              | 6,348,236                          |
| <b>As at 30 April 2007 (Restated)</b> |                |   |                                       |                                    |
| Goodwill                              | 1,197,299      | (386,392)                                     | -                                     | 810,907                            |
| Trademarks                            | 30,794         | (6,945)                                       | (17,107)                              | 6,742                              |
| Computer software                     | 13,779         | -   | (11,855)                              | 1,924                              |
| Other intangible assets               | 11,447         | -   | (2,520)                               | 8,927                              |
|                                       | 1,253,319      | (393,337)                                     | (31,482)                              | 828,500                            |

## 12. INTANGIBLE ASSETS (CONT'D)

- (a) During the year, the Group carried out a review of the recoverable amount of goodwill.

The review has led to the recognition of an impairment loss of RM63,988,000 (2007: RM61,641,000), included in Other expenses - investing activities as disclosed in Note 33(b)(ii), as the goodwill was not sufficiently supported by future expected cash flows.

- (b) Impairment test on gaming rights, masthead and goodwill

### Allocation of gaming rights

Gaming rights are allocated solely to the Group's gaming and related activities segment.

### Allocation of masthead

Masthead are allocated solely to the Group's news media business, which is included in the "others" segment.

### Allocation of goodwill

Goodwill has been allocated to the Group's CGU identified according to business segments as follows:

|   | GROUP          |                   |
|---|----------------|-------------------|
|   | 2008<br>RM'000 | 2007<br>RM'000    |
|   |                | <b>(Restated)</b> |
| Financial services                          | 264,247        | 249,477           |
| Gaming and related activities               | 533,096        | -                 |
| Property investment and development         | 291,940        | 270,856           |
| Hotels and resorts                          | 56,866         | 73,165            |
| Marketing of consumer products and services | 228,627        | 216,784           |
| Multiple units without significant goodwill | 529            | 625               |
|   | 1,375,305      | 810,907           |

### Key assumptions used in Value-In-Use ("VIU") calculation and fair value 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 5-year period except for the gaming and related activities segment and masthead 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 has based its cash flow projections for VIU calculations or fair value less costs to sell of CGUs to undertake impairment test of goodwill:

- (i) Budgeted gross margin

The basis used to determine the value assigned to the budgeted gross margins is 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.

- (ii) Growth rates

The weighted average growth rates used are consistent with the long-term average growth rates for similar industries.

- (iii) Discount rates

The discount rates used for identified CGUs are on a basis that reflect specific risks relating to the relevant business segments. The significant post-tax discount rates, applied to post-tax cash flows used for gaming CGUs are in the range of 15% to 16%, 17% and for masthead CGU, it is 17%.

- (iv) Fair values

The fair values are estimated based on observable market prices of recent transactions of similar assets within the same industry and similar locations.

### Sensitivity to changes in assumptions

The 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. DEVELOPMENT PROPERTIES

|   | GROUP          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | (Restated)     |
| <b>At cost:</b>   |                |                |
| At beginning of year  |                |                |
| - freehold land   | 325,323        | 345,724        |
| - long leasehold land   | 135,139        | 120,457        |
| - development costs   | 544,004        | 481,958        |
| - write down of development costs                               | (4,204)        | (4,204)        |
|   | 1,000,262      | 943,935        |
| Acquisition of subsidiary company:                              |                |                |
| - long leasehold land   | -              | 12,291         |
| - development costs   | -              | 998            |
|   | -              | 13,289         |
| Land conversion:  |                |                |
| - freehold land   | 109,141        | -              |
| - long leasehold land   | (109,141)      | -              |
|   | -              | -              |
| Costs incurred during the year:                                 |                |                |
| - freehold land   | 18,038         | 1,308          |
| - long leasehold land   | 550            | 2,532          |
| - development costs   | 208,336        | 97,516         |
|   | 226,924        | 101,356        |
| Costs recognised in income statement:                           |                |                |
| - at beginning of year  | (225,397)      | (176,484)      |
| - recognised during the year                                    | (171,134)      | (94,640)       |
| - elimination due to completion of projects                     | 93,813         | 45,727         |
| - at end of year  | (302,718)      | (225,397)      |
| Transfers/adjustments during the year:                          |                |                |
| - from/(to) land held for development                           | 51,351         | (1,776)        |
| - from/(to) inventories   | (6,220)        | (10,815)       |
| - others  | 7,378          | -              |
|   | 52,509         | (12,591)       |
| Costs eliminated during the year due to completion of projects: |                |                |
| - freehold land   | (6,032)        | (16,625)       |
| - long leasehold land   | (253)          | (43)           |
| - development costs   | (87,528)       | (29,059)       |
|   | (93,813)       | (45,727)       |
| Carrying value of development properties at end of year         | 883,164        | 774,865        |

Land conversion relates to the reclassification of certain parcels of leasehold land to freehold land during the current financial year upon receiving approval for the change in status of the land from the relevant authority.

The carrying value of certain long leasehold land acquired in the previous financial year has been arrived at after deducting a government grant of RM34,413,000 as disclosed in Note 46(c).

Development properties with carrying value of RM191,424,000 (2007: RM174,885,000) have been pledged to financial institutions for credit facilities granted to certain subsidiary companies.

Included in development expenditure is interest capitalised for the year of RM4,966,000 (2007: RM2,489,000).

## 14. INVENTORIES

|                                       | GROUP          |                              |
|---------------------------------------|----------------|------------------------------|
|                                       | 2008<br>RM'000 | 2007<br>RM'000<br>(Restated) |
| <b>At cost:</b>                       |                |                              |
| Raw materials                         | 11,160         | 8,285                        |
| Work-in-progress                      | 13,246         | 5,702                        |
| Finished goods and stocks for resale  | 189,007        | 158,300                      |
| Property inventories                  | 86,998         | 96,806                       |
| Gaming equipment components and parts | 1,170          | -                            |
| Trading account securities            | 3,374          | 46,749                       |
| Stores and consumables                | 16,905         | 14,946                       |
| Ticket inventories                    | 2,586          | -                            |
|                                       | 324,446        | 330,788                      |
| <b>At net realisable value:</b>       |                |                              |
| Raw materials                         | 3,286          | -                            |
| Finished goods                        | 10,816         | 15,078                       |
| Property inventories                  | 205            | 390                          |
| Stores and consumables                | 167            | -                            |
|                                       | 14,474         | 15,468                       |
|                                       | 338,920        | 346,256                      |

Trading account securities, which principally represent investment in shares quoted in Malaysia, have a market value as at 30 April 2008 of RM5,152,000 (2007: RM84,140,000).

In the previous financial year, trading account securities with a book value of RM19,905,000 were pledged to various financial institutions for credit facilities granted to certain subsidiary companies. Property inventories with carrying value of RM19,124,000 (2007: RM37,736,000) 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 RM718,342,000 (2007: RM684,085,000).

## 15. TRADE AND OTHER RECEIVABLES

|   | GROUP          |                              | COMPANY        |                |
|---|----------------|------------------------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000<br>(Restated) | 2008<br>RM'000 | 2007<br>RM'000 |
| Trade receivables                                   |                |                              |                |                |
| Money lending receivables                           | 3,812          | 4,119                        | -              | -              |
| Other trade receivables                             | 596,536        | 516,917                      | -              | -              |
| Accrued billings in respect of property development | 57,023         | 39,182                       | -              | -              |
| Leasing receivables                                 | 22,063         | 28,016                       | -              | -              |
| Unearned carrying charges                           | (1,890)        | (2,618)                      | -              | -              |
|   | 20,173         | 25,398                       | -              | -              |
| Hire purchase and equal payment receivables         | 529,213        | 633,982                      | -              | -              |
| Unearned carrying charges                           | (85,538)       | (85,307)                     | -              | -              |
|   | 443,675        | 548,675                      | -              | -              |
|   | 1,121,219      | 1,134,291                    | -              | -              |
| Interest in suspense                                | (8,666)        | (8,232)                      | -              | -              |
| Provision for doubtful debts                        | (152,819)      | (261,894)                    | -              | -              |
|   | 959,734        | 864,165                      | -              | -              |

## 15. TRADE AND OTHER RECEIVABLES (CONT'D)

|                                       | GROUP          |                   | COMPANY        |                |
|---------------------------------------|----------------|-------------------|----------------|----------------|
|                                       | 2008<br>RM'000 | 2007<br>RM'000    | 2008<br>RM'000 | 2007<br>RM'000 |
|                                       |                | <b>(Restated)</b> |                |                |
| <u>Other receivables</u>              |                |                   |                |                |
| Deposits                              | 116,279        | 34,637            | 498            | -              |
| Prepayments                           | 81,346         | 116,924           | 401            | 404            |
| Dividend receivable                   | 1,938          | 4,233             | 162,881        | -              |
| Sundry receivables                    | 481,779        | 460,422           | 3,715          | -              |
| Amounts due from subsidiary companies | -              | -                 | 3,773,639      | 4,922,210      |
| Amounts due from:                     |                |                   |                |                |
| - associated companies                | 44,633         | 105,989           | 45             | 180            |
| - jointly controlled entities         | 140,732        | -                 | -              | -              |
|                                       | 866,707        | 722,205           | 3,941,179      | 4,922,794      |
| Provision for doubtful debts          | (105,286)      | (378,929)         | -              | -              |
|                                       | 761,421        | 343,276           | 3,941,179      | 4,922,794      |
|                                       | 1,721,155      | 1,207,441         | 3,941,179      | 4,922,794      |

The hire purchase, leasing and equal payment receivables are summarised as follows:

|                                   | GROUP                                     |  |   |  |
|-----------------------------------|---|--|---|--|
|                                   | 2008                                      |  | 2007                                      |  |
|                                   | Minimum<br>lease<br>receivables<br>RM'000 | Present<br>value of<br>receivables<br>RM'000 | Minimum<br>lease<br>receivables<br>RM'000 | Present<br>value of<br>receivables<br>RM'000 |
| Receivables                       |   |  |   |  |
| - within one year                 | 469,675                                   | 403,279                                      | 377,957                                   | 355,444                                      |
| - between two years to five years | 81,601                                    | 60,569                                       | 284,041                                   | 218,629                                      |
|                                   | 551,276                                   | 463,848                                      | 661,998                                   | 574,073                                      |
| Less: Unearned interest           | (87,428)                                  | -  | (87,925)                                  | -  |
|                                   | 463,848                                   | 463,848                                      | 574,073                                   | 574,073                                      |

Included in hire purchase and equal payment receivables is an amount of RM16,056,000 (2007: RM12,509,000) representing debts pledged as security for advances under block discounting arrangements granted to a subsidiary company.

Included in other trade receivables of the Group in the previous financial year was an amount of RM14,130 due from 7-Eleven Malaysia Sdn Bhd (formerly known as Convenience Shopping Sdn Bhd) ("7-Eleven"), a company connected with certain directors of the Company.

Included in deposits of the Group is an amount of RM44,090,000 (2007: RM Nil) paid in respect of acquisition of aircraft by certain subsidiary companies.

Included in sundry receivables of the Group are:

- (i) housing loans granted to certain service directors of subsidiary companies of RM271,000 (2007: RM193,000) which bear interest at 4% (2007: 4%) per annum and an amount of RM1,733,000 (2007: RM1,610,000) receivable from Malaysian Motor Insurance Pool;
- (ii) advance payment in respect of a land lease of a foreign property development project amounting to RM167,061,000 (2007: RM Nil);
- (iii) payments made in respect of various property development projects of the Group's foreign ventures amounting to RM102,223,000 (2007: RM91,202,000);
- (iv) an amount of approximately RM8.7 million (2007: RM8.7 million) less provision for doubtful debts of RM7.4 million (2007: RM6.1 million) paid for certain theme park equipment whereby the construction of the theme park has been deferred indefinitely; and
- (v) an advance payment of approximately RM21.7 million (2007: RM21.7 million) less provision for doubtful debts of RM21.7 million (2007: RM15.2 million) paid by a subsidiary company in the previous year for certain equipment. The installation of these equipment has been put on hold in view of the uncertainty of obtaining certain regulatory approvals.

Included in prepayments of the Group is an amount of approximately RM6.2 million (2007: RM57.0 million) being advance payment of interest expense satisfied by the issue of BCorp ICULS to AmBank Berhad and AmMerchant Bank Berhad (collectively "AmBank Group") pursuant to a debt restructuring exercise which was completed during the financial year ended 30 April 2006. These BCorp ICULS are the subject of a put option granted by the Company. This prepayment will be charged to the income statement on an effective yield basis over the agreed exercise period of the option.

## 15. TRADE AND OTHER RECEIVABLES (CONT'D)

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 trading future contracts Next business day following the maturity date of the contracts in accordance with the Malaysian Derivatives Exchange Bhd business rules.
- Hire purchase and leasing receivables 24 months to 60 months.
- Money lending receivables 12 months to 24 months
- Other trade receivables 7 days to 90 days.

The credit terms for other trade receivables are assessed and approved on a case-by-case basis. The Group and the Company have no significant concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors, other than receivables from subsidiary companies and certain margin clients.

## 16. SHORT TERM INVESTMENTS

|                                     | GROUP          |                |
|-------------------------------------|----------------|----------------|
|                                     | 2008<br>RM'000 | 2007<br>RM'000 |
| At carrying amount:                 |                |                |
| Manager's stocks                    | 581            | -              |
| Malaysian government securities     | 32,027         | 5,142          |
| Unquoted corporate bond in Malaysia | -              | 5,002          |
| Khazanah bonds                      | 4,914          | -              |
| Quoted securities outside Malaysia  | 1,794          | -              |
|                                     | 39,316         | 10,144         |
| Market value:                       |                |                |
| Manager's stocks                    | 581            | -              |
| Malaysian government securities     | 32,143         | 5,178          |
| Khazanah bonds                      | 4,936          | -              |
| Quoted securities outside Malaysia  | 1,794          | -              |

The short term investments invested by a foreign subsidiary company comprised investments in certificates of deposits with maturities not greater than twelve months.

## 17. DEPOSITS WITH FINANCIAL INSTITUTIONS

|                               | GROUP          |                | COMPANY        |                |
|-------------------------------|----------------|----------------|----------------|----------------|
|                               | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Deposits with:                |                |                |                |                |
| Licensed banks                | 964,576        | 508,628        | 71,305         | 91,937         |
| Licensed finance companies    | 15,891         | 7,024          | -              | -              |
| Other financial institutions* | -              | 15,000         | -              | -              |
|                               | 980,467        | 530,652        | 71,305         | 91,937         |

Deposits amounting to RM283,699,000 (2007: RM217,702,000) are placed by the insurance subsidiary company of the Group. The use of these deposits is restricted in order to maintain the liquidity requirements set by BNM.

Included in deposits of the Group are client's monies of RM29,372,000 (2007: RM15,810,000) and remisers' deposits held in trust of RM15,650,000 (2007: RM15,385,000).

Deposits with financial institutions amounting to RM40,634,000 (2007: RM89,412,000) of the Group are pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

## 17. DEPOSITS WITH FINANCIAL INSTITUTIONS (CONT'D)

The range of interest rates per annum of deposits as at balance sheet date was as follows:

|                               | GROUP       |             | COMPANY   |           |
|-------------------------------|-------------|-------------|-----------|-----------|
|                               | 2008<br>%   | 2007<br>%   | 2008<br>% | 2007<br>% |
| Licensed banks                | 1.00 - 3.70 | 2.00 - 5.20 | 3.43      | 3.35      |
| Licensed finance companies    | 2.9         | 3.20        | -         | -         |
| Other financial institutions* | -           | 3.40        | -         | -         |

The range of maturities of deposits as at balance sheet date was as follows:

|                               | GROUP        |              | COMPANY      |              |
|-------------------------------|--------------|--------------|--------------|--------------|
|                               | 2008<br>Days | 2007<br>Days | 2008<br>Days | 2007<br>Days |
| Licensed banks                | 1 - 321      | 2 - 321      | 2 - 17       | 3            |
| Licensed finance companies    | 15           | 16           | -            | -            |
| Other financial institutions* | -            | 6            | -            | -            |

\* Other financial institutions are discount houses.

## 18. CASH AND BANK BALANCES

|                        | GROUP          |                | COMPANY        |                |
|------------------------|----------------|----------------|----------------|----------------|
|                        | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Cash and bank balances | 470,345        | 329,459        | 1,065          | 100            |
| Cash fund              | 37,644         | -              | -              | -              |
|                        | 507,989        | 329,459        | 1,065          | 100            |

Included in cash and bank balances of the Group are cash at bank held under the Housing Development Account of RM24,853,000 (2007: RM19,398,000) pursuant to Section 7A of the Housing Developers (Control and Licensing) Act, 1966, client's monies of RM12,479,000 (2007: RM46,777,000) and remisers' deposits of RM1,370,000 (2007: RM3,578,000) held in trust.

Included in cash and bank balances of the Group in the previous financial year was a bank balance of RM1,000,000 which was pledged with a financial institution for credit facilities granted to a subsidiary company.

## 19. DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

In the previous financial year, the assets and liabilities of Berjaya Hotels & Resorts (Mauritius) Limited ("BHRM") and Berjaya Mahe Beach (Cayman) Limited ("BMBCCL") together with RHG have been classified as disposal group held for sale on the consolidated balance sheet as at 30 April 2007. During the financial year, the disposal of these three subsidiary companies were completed by the Group (refer Note 43(1) and (8)).

In addition, included in non-current assets classified as held for sale in the previous financial year were shop lots and investment in an unconsolidated subsidiary company, Dewangsa Holdings Sdn Bhd of which the disposals were completed during the financial year.

The assets and liabilities of Finewood Forest Products Sdn Bhd ("FFP") have been classified as disposal group held for sale on the consolidated balance sheet as at 30 April 2008 as the directors are pursuing plans to divest its shareholding in FFP.

Included in non-current assets classified as held for sale on the consolidated balance sheet as at 30 April 2008 are as below:

- (i) shop lots which were disposed of subsequent to the financial year end;
- (ii) investment in associated company, FESB. On 27 November 2007, BLand entered into a share sale agreement to dispose of its entire equity interest in FESB for a sales consideration of approximately RM31.6 million. As at 30 April 2008, the share sale agreement is pending completion; and
- (iii) investment in unconsolidated subsidiary company, Carlovers. On 30 April 2008, the directors announced that the Company is pursuing plans to divest its shareholding in Carlovers.

## 19. DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE (CONT'D)

The details of assets and liabilities classified as disposal groups and assets held for sale are as follows:

|  | Carrying value<br>as at 30 April |                |
|--|----------------------------------|----------------|
|  | 2008<br>RM'000                   | 2007<br>RM'000 |
| <b>Assets</b>  |                                  |                |
| Property, plant and equipment  | 3,843                            | 146,989        |
| Investments  | 682                              | -              |
| Prepaid land lease premiums  | -                                | 4,135          |
| Intangible assets (Note 12)  | -                                | 5,590          |
| Other non-current assets   | 162                              | 366            |
| Inventories  | 5,053                            | 3,396          |
| Trade and other receivables  | 1,456                            | 12,443         |
| Cash and bank balances   | 134                              | 877            |
| Assets of disposal groups classified as held for sale                            | 11,330                           | 173,796        |
| Non-current assets classified as held for sale                                   |                                  |                |
| - Freehold land and buildings  | 76                               | 417            |
| - Prepaid land lease premiums  | -                                | 559            |
| - Leasehold buildings  | -                                | 335            |
| - Investments  | 14,006                           | -              |
|  | 14,082                           | 1,311          |
| Assets of disposal groups/Non-current assets classified as held for sale         | 25,412                           | 175,107        |
| <b>Liabilities</b>   |                                  |                |
| Borrowings   | 10,140                           | 21,693         |
| Payables   | 2,518                            | 64,652         |
| Deferred income and liabilities  | -                                | 19,667         |
| Provisions (Note 27)   | 1,000                            | 1,071          |
| Liabilities directly associated with disposal groups classified as held for sale | 13,658                           | 107,083        |
| Cash and cash equivalents of the disposal groups held for sale are as follows:   |                                  |                |
| Cash and bank balances   | 134                              | 877            |
| Bank overdrafts (included in borrowings)   | (10,140)                         | (114)          |
|  | (10,006)                         | 763            |

In the previous financial year, the Group disposed of Dunham-Bush (Malaysia) Bhd ("DBM") and as a result discontinued its operation in a major segment, namely the manufacturing segment. Also, during the financial year, the Group disposed of RHG on 4 June 2007, and thus discontinued its operation in a major segment, namely the restaurants and cafes segment. The directors did not regard the Group's share of RHG's results up to the date of disposal as material and as such the results were not consolidated. An analysis of the results of the discontinued operations and the results recognised on the re-measurement of assets of disposal groups in the previous financial year was as follows:

|  | Group<br>2007<br>RM'000 |
|--|-------------------------|
| Revenue  | 808,515                 |
| Expenses                                       | (815,734)               |
| Loss before tax of discontinued operations     | (7,219)                 |
| Income tax expense (Note 35)                   | (6,383)                 |
| Loss for the year from discontinued operations | (13,602)                |

## 19. DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE (CONT'D)

The following amounts had been included in arriving at loss before tax of discontinued operations:

| Loss from discontinued operations is arrived at after charging: | Group<br>2007<br>RM'000 |
|---|-------------------------|
| Directors' remuneration   |                         |
| - emoluments  | 6,224                   |
| - fees  | 107                     |
| Auditors' remuneration  |                         |
| - statutory audit fee   | 1,162                   |
| Depreciation of property, plant and equipment                   | 25,854                  |
| Amortisation of prepaid land lease premiums                     | 417                     |
| Rental of land and buildings                                    | 32,143                  |
| Minimum operating lease payments - plant and machinery          | 715                     |
| Amortisation of intangible assets                               | 266                     |
| Bad and doubtful debts  | 4,588                   |
| Staff costs   | 208,412                 |
| Loss on foreign exchange  |                         |
| - realised  | 3,486                   |
| - unrealised  | 1,656                   |
| Other expenses  |                         |
| - loss on disposal of property, plant and equipment             | 78                      |
| - Impairment in value of property, plant and equipment          | 754                     |
| <b>and crediting:</b>   |                         |
| Bad debts recovered   | 456                     |
| Gain on foreign exchange  |                         |
| - realised  | 555                     |
| - unrealised  | 2,305                   |
| Other income  |                         |
| - income from rental of land and buildings                      | 141                     |
| - interest income   | 1,290                   |
| - gain on disposal of property, plant and equipment             | 153                     |

The cash flows attributable to the discontinued operations were as follows:

|                      | Group<br>2007<br>RM'000 |
|----------------------|-------------------------|
| Operating cash flows | (3,897)                 |
| Investing cash flows | (33,127)                |
| Financing cash flows | 37,258                  |
| Total cash flows     | 234                     |

## 20. SHARE CAPITAL

|  | GROUP AND COMPANY |              |                |                |
|--|-------------------|--------------|----------------|----------------|
|  | NUMBER OF SHARES  |              | SHARE CAPITAL  |                |
|  | 2008<br>'000      | 2007<br>'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Ordinary shares of RM1.00 each         |                   |              |                |                |
| <b>Authorised:</b>                     | 12,000,000        | 12,000,000   | 12,000,000     | 12,000,000     |
| Ordinary shares of RM1.00 each         |                   |              |                |                |
| <b>Issued and fully paid:</b>          |                   |              |                |                |
| At beginning of year                   | 2,423,841         | 1,858,722    | 2,423,841      | 1,858,722      |
| Arising from conversion of BCorp ICULS |                   |              |                |                |
| - by cash option (Note)                | 71,586            | -            | 71,586         | -              |
| - by surrender option (Note)           | 508,364           | 565,119      | 508,364        | 565,119        |
| At end of year                         | 3,003,791         | 2,423,841    | 3,003,791      | 2,423,841      |

The holders of ordinary 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 rank equally with regard to the Company's residual assets.

Note:

The conversion of BCorp ICULS with a nominal value of RM0.50 each can be effected by way of the cash option, whereby one unit of BCorp ICULS 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 are tendered for one new share of the Company.

## 21. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS

### Equity Instrument

|  | GROUP          |                | COMPANY        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| 0% Irredeemable Convertible<br>Unsecured Loan Stocks October 2005/2015 | 822,826        | 890,706        | 1,168,381      | 3,641,384      |

Notes:

#### (a) 0% Irredeemable Convertible Unsecured Loan Stocks October 2005/2015

The BCorp ICULS 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. The main features of BCorp ICULS were as follows:

- The BCorp ICULS 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 for one share of the Company or one RM0.50 nominal value of BCorp ICULS plus RM0.50 in cash for every new ordinary share of RM1.00 each.
- Upon conversion of the BCorp ICULS 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 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS.

The BCorp ICULS 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 on 18 October 2005 wherein AmBank Group are granted a put option to sell approximately 172.3 million units of BCorp ICULS to the Company and 953.1 million units of BCorp ICULS to JSSB according to exercise periods of the options as specified in the option agreements with AmBank Group.

The features of the BCorp ICULS allow it to be classified entirely as equity in accordance with the provisions of FRS 132: Financial Instruments: Disclosure and Presentation. However, those BCorp ICULS that are subject to put options are classified as liability as disclosed in Note 21(b).

During the financial year, the Company cancelled a total of approximately 3.97 billion units of BCorp ICULS with a total nominal value of approximately RM1.98 billion as disclosed in Notes 43(14), 43(30) and 43(40).

### BCorp ICULS – Equity Component Movement

|  | GROUP          |                | COMPANY        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| At beginning of year   | 890,706        | 1,471,719      | 3,641,384      | 4,182,298      |
| Re-issue of BCorp ICULS pursuant to sale of<br>BCorp ICULS previously held within the Group to third parties | 706,131        | 48,106         | -              | -              |
| Dividend-in-specie paid to minority interests  | 79,197         | -              | -              | -              |
| Cancellations of BCorp ICULS   | -              | -              | (1,983,888)    | -              |
| Reclassified from liability component to equity component  | 50,277         | -              | 55,042         | 24,205         |
| Purchased by subsidiary companies  | (359,328)      | (64,000)       | -              | -              |
| Converted into shares of the Company   |                |                |                |                |
| - by cash option   | (35,793)       | -              | (35,793)       | -              |
| - by surrender option  | (508,364)      | (565,119)      | (508,364)      | (565,119)      |
| At end of year   | 822,826        | 890,706        | 1,168,381      | 3,641,384      |

### Liability Instrument

|   | GROUP          |                | COMPANY        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| 0% Irredeemable Convertible<br>Unsecured Loan Stocks October 2005/2015  | 69,720         | 538,498        | 6,909          | 61,951         |
| 5% Irredeemable Convertible<br>Unsecured Loan Stocks December 1999/2009 | 107,228        | 213,480        | -              | -              |
|   | 176,948        | 751,978        | 6,909          | 61,951         |



## 21. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONT'D)

### (b) 0% Irredeemable Convertible Unsecured Loan Stocks October 2005/2015

BCorp ICULS – Liability Component Movement

|   | GROUP          |                | COMPANY        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| At beginning of year                                      | 538,498        | 562,703        | 61,951         | 86,156         |
| Purchased by subsidiary companies pursuant to             |                |                |                |                |
| - a call option   | (413,736)      | -              | -              | -              |
| - a put option granted to AmBank Group                    | (4,765)        | (24,205)       | -              | -              |
| Reclassified from liability component to equity component | (50,277)       | -              | (55,042)       | (24,205)       |
| At end of year  | 69,720         | 538,498        | 6,909          | 61,951         |

### (c) 5% Irredeemable Convertible Unsecured Loan Stocks December 1999/2009 ("BLB ICULS")

The BLB ICULS at nominal value of RM1.00 each were constituted by a Trust Deed dated 21 December 1999 made by a subsidiary company, BLand and the Trustee for the holders of the BLB ICULS. The main features of the BLB ICULS were as follows:-

- The BLB ICULS shall be convertible into ordinary shares of the subsidiary company during the period from 31 December 1999 to the maturity date on 30 December 2009 at the rate of RM1.60 nominal value of BLB ICULS or at the rate of RM1.00 nominal value of BLB ICULS plus RM0.60 in cash for every new ordinary share of RM1.00 each. During the previous financial years, the conversion price of BLB ICULS was adjusted to the rate of RM1.00 nominal value of BLB ICULS for every new ordinary share of RM1.00 each pursuant to the completion of BLand's capital reduction exercise.
- Upon conversion of the BLB ICULS into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the subsidiary 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 BLB ICULS are converted or any interim dividend declared prior to the date of conversion of the BLB ICULS.
- The interest on the BLB ICULS is payable semi-annually in arrears.

The BLB ICULS were issued pursuant to a debt conversion exercise undertaken by the subsidiary company with its lenders and creditors. An offer for sale of the BLB ICULS was subsequently implemented. The subsidiary company had granted a put option to the lenders to sell the balance of their BLB ICULS after the offer for sale.

During the current financial year, the subsidiary company resolved the acceptance of all BLB ICULS under the put options granted to the lenders and reissued a total of 320 million units of BLB ICULS with a total nominal value of RM320 million pursuant to placements of the BLB ICULS that resulted in a gain of RM938,107,000 as disclosed in Note 33(c) to the financial statements.

|  | GROUP          |                |
|--|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 |
| At beginning of year   | 213,480        | 310,359        |
| Reissued pursuant to placements  | 320,000        | -              |
| Purchased by subsidiary companies  | (178,385)      | (96,289)       |
| Converted into Berjaya Land Berhad ordinary shares during the financial year | (247,867)      | (590)          |
| At end of year   | 107,228        | 213,480        |

## 22. RESERVES

|   | GROUP          |                | COMPANY        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | (Restated)     |                |                |
| Capital reserves (Note a)                       | 10,118         | 11,695         | -              | -              |
| Fair value reserve (Note b)                     | 1,174,962      | -              | -              | -              |
| Foreign currency translation reserves           | (71,314)       | (25,594)       | -              | -              |
|   | 1,113,766      | (13,899)       | -              | -              |
| Retained earnings/(Accumulated losses) (Note c) | 705,628        | 35,918         | 581,401        | (57,322)       |
|   | 1,819,394      | 22,019         | 581,401        | (57,322)       |

## 22. RESERVES (CONT'D)

Notes:

- (a) The capital reserves represent the amount capitalised for bonus issue by subsidiary companies.
- (b) The fair value reserve arose from the increase in equity interests of the Group in BToto as disclosed in Note 10(a)(xi) whereby BToto became a subsidiary company, which resulted in the identification and recognition of gaming rights which was included in intangible assets on the consolidated balance sheet (Note 12).
- (c) Prior to the year of assessment of 2008, Malaysian companies adopted the full imputation system. In accordance with the Finance Act 2007 which was gazetted on 28 December 2007, companies shall not be entitled to deduct tax on dividend paid, credited or distributed to its shareholders ("single-tier system"). However, there is a transitional period of six years, expiring on 31 December 2013, to allow companies to frank dividends to their shareholders under limited circumstances. Companies also have an irrevocable option to disregard the Section 108 balance and opt to pay dividends under the single tier system. The change in the tax legislation also provides for the Section 108 balance to be locked-in as at 31 December 2007 in accordance with Section 39 of the Finance Act 2007. During the financial year, the Company had already fully utilised the credit in the Section 108 balance and had adopted the single-tier system.

## 23. 8% SECURED EXCHANGEABLE BONDS DUE 2011

On 15 August 2006, BLand issued RM900,000,000 8% nominal value of 5-year Secured Exchangeable Bonds exchangeable into ordinary shares of RM0.10 each in BToto already held by the BLand group ("Exchangeable Bonds"). The Exchangeable Bonds were issued at 100% of its principal amount and is not listed on Bursa Malaysia Securities Berhad or any other stock exchange. The Exchangeable Bonds are traded over the counter and settled through Real Time Electronic Transfer of Funds and Securities ("RENTAS"). Malaysian Rating Corporation Berhad ("MARC") has assigned a rating of 'A' to the Exchangeable Bonds at issuance. The 'A' rating was affirmed by MARC on 18 March 2008.

BLand's Exchangeable Bonds of nominal value of RM1.00 each are constituted by a Trust Deed dated 8 August 2006 between BLand and the Trustee for the holders of the Exchangeable Bonds ("Bondholders").

The main features of Exchangeable Bonds are:

### (a) Exchange rights

Each Bondholder has the right to exchange an Exchangeable Bond at any time during the 5-year exchange period till maturity on 15 August 2011 for a pro-rata share of BToto share ("Exchange Right") at an exchange premium at an initial exchange price of RM5.19 per BToto share ("Exchange Price"). The Exchange Price is subject to adjustments in certain conditions.

Notwithstanding the Exchange Right of each Bondholder, BLand shall have the option to pay the relevant Bondholder an amount in cash ("Cash Settlement Amount") in order to satisfy such Exchange Right in full or in part ("Cash Settlement Option"). The Cash Settlement Amount shall be based on the average of the volume weighted average price ("VWAP") of BToto share for 10 consecutive market days commencing from the business day after BLand's notice of its election of Cash Settlement Option.

### (b) Coupon rate

The coupon rate of the Exchangeable Bonds is at 8% per annum payable semi-annually in arrears.

### (c) Redemption at the option of Bondholders

BLand will, at the option of any Bondholder, redeem any Exchangeable Bonds on 15 August 2009 at a price equal to 100% of its nominal value.

### (d) Redemption at the option of BLand

The Exchangeable Bonds may be redeemed at the option of BLand at their nominal value together with interest accrued to the date of redemption:

- (i) in whole or in part, from and including 15 August 2009 but excluding 15 August 2011, provided that, the value of BToto shares to be exchanged shall have exceeded 130% of the aggregate nominal amount of all outstanding Exchangeable Bonds on such market day. The value of BToto shares are calculated based on the volume weighted average price on each of the 20 consecutive market days, the last day of which period occurs no more than 5 market days immediately to the date on which relevant notice of redemption is given by BLand to the Bondholders; or
- (ii) in whole only, at any time when less than 10% in aggregate nominal amount of the Exchangeable Bonds originally issued is outstanding.

### (e) Final redemption

Unless previously exchanged, redeemed, or purchased and cancelled, the Exchangeable Bonds will be redeemed at 100% of their nominal amount on 15 August 2011, the maturity date.

### (f) Security

The obligations of BLand under the Exchangeable Bonds will be secured by:

- (i) the share charge in respect of BToto shares;
- (ii) a charge over the Cash Account in which cash comprising of exchange property or secured property after conversion into Ringgit Malaysia shall be held;
- (iii) a charge over the Dividend Cash Account in which cash dividends received in respect of the secured BToto shares shall be held for interest payments for the Exchangeable Bonds;
- (iv) a charge over the Pre-fund Interest Account where BLand shall, at all times, maintain a balance at least equal to an amount which is 50% of such sum is sufficient to make all payments of interest due on all outstanding Exchangeable Bonds on the next succeeding interest payment date; and

### 23. 8% SECURED EXCHANGEABLE BONDS DUE 2011 (CONT'D)

(f) **Security (Cont'd)**

- (v) a charge over the Reserve Account, where BLand shall, on the date falling 90 days prior to maturity date, deposit an amount equal to such sum as is sufficient to make all payments of principal due on all outstanding Exchangeable Bonds on maturity date.

During the financial year, none of the Exchangeable Bonds were exchanged into BToto shares.

### 24. LONG TERM BORROWINGS

|  | GROUP          |                | COMPANY        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Secured:</b>  |                |                |                |                |
| Term loans   | 1,176,124      | 965,929        | 328,972        | 46,000         |
| Portion repayable within 12 months<br>included under short term borrowings (Note 29) | (263,916)      | (92,159)       | (137,033)      | -              |
|  | 912,208        | 873,770        | 191,939        | 46,000         |
| Advances under block discounting arrangements  | 11,362         | 7,987          | -              | -              |
| Portion repayable within 12 months<br>included under short term borrowings (Note 29) | (3,032)        | (963)          | -              | -              |
|  | 8,330          | 7,024          | -              | -              |
| Other bank borrowings  | 332,916        | 536,776        | 22,500         | -              |
|  | 1,253,454      | 1,417,570      | 214,439        | 46,000         |
| <b>Unsecured:</b>  |                |                |                |                |
| Term loans   | 331,385        | 2,293          | -              | -              |
| Portion repayable within 12 months<br>included under short term borrowings (Note 29) | (112,763)      | -              | -              | -              |
|  | 218,622        | 2,293          | -              | -              |
| Other bank borrowings  | 106,000        | 121,062        | -              | -              |
|  | 324,622        | 123,355        | -              | -              |
|  | 1,578,076      | 1,540,925      | 214,439        | 46,000         |

Details of the long term borrowings outstanding are as follows:

|   | GROUP          |                | COMPANY        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Amounts repayable:</b>                         |                |                |                |                |
| More than one year but not later than two years   | 875,369        | 497,641        | 164,439        | -              |
| More than two years but not later than five years | 597,152        | 738,797        | 50,000         | 46,000         |
| More than five years                              | 105,555        | 304,487        | -              | -              |
|   | 1,578,076      | 1,540,925      | 214,439        | 46,000         |

The secured borrowings are secured on quoted and unquoted shares held by the Group and/or fixed and floating charges over the assets of certain subsidiary companies.

The salient terms of the Syndicated Revolving Credit facility ("SRC") of a subsidiary company are as follows:

- (a) the SRC is secured by way of a negative pledge over the subsidiary company's assets; and  
 (b) the remaining payment schedule are as follows:  
 (i) two quarterly instalments of RM2.0 million each commencing 14 June 2008;  
 (ii) four quarterly instalments of RM3.0 million each commencing 14 December 2008;  
 (iii) four quarterly instalments of RM5.0 million each commencing 14 December 2009;  
 (iv) two quarterly instalments of RM10.0 million each commencing 14 December 2010; and  
 (v) the balance of the principal sum of RM60.0 million to be repaid on 14 June 2011.

The range of interest rates per annum at the balance sheet date for borrowings was as follows:

|   | GROUP        |              | COMPANY   |           |
|---|--------------|--------------|-----------|-----------|
|   | 2008<br>%    | 2007<br>%    | 2008<br>% | 2007<br>% |
| Term loans                                    | 3.50 - 10.75 | 3.75 - 10.75 | 6.72      | 6.34      |
| Other bank borrowings                         | 5.49 - 9.25  | 5.30 - 9.40  | 7.25      | -         |
| Advances under block discounting arrangements | 8.75 - 8.95  | 9.50         | -         | -         |

## 25. OTHER LONG TERM LIABILITIES

|  | GROUP          |                |
|--|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 |
|  |                | (Restated)     |
| <b>Secured:</b>  |                |                |
| Block discounting payables (Note a)                                  | 23,449         | 28,002         |
| Unexpired interest   | (2,329)        | (2,995)        |
|  | 21,120         | 25,007         |
| Portion repayable within 12 months included under payables (Note 28) | (10,532)       | (9,340)        |
|  | 10,588         | 15,667         |
|  | 33,002         | 32,845         |
| Hire purchase and leasing payables (Note b)                          | (14,160)       | (12,765)       |
| Portion repayable within 12 months included under payables (Note 28) | 18,842         | 20,080         |
|  | 29,430         | 35,747         |
| <b>Unsecured:</b>  |                |                |
| Cumulative Convertible Irredeemable Preference Shares (Note c)       | 7,074          | 8,000          |
| Club members' deposits (Note d)                                      | 66,845         | 66,521         |
| Deferred income (Note e)   | 141,955        | 146,437        |
| Agency deposits (Note f)   | 34,991         | -              |
|  | 250,865        | 220,958        |
|  | 280,295        | 256,705        |

Notes:

- (a) The block discounting payables are secured by corporate guarantee of certain subsidiary companies and assignment of the rights under leasing and hire purchase agreements.
- (b) The commitment terms under hire purchase and leasing payables are summarised as follows:

|   | GROUP          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
| Gross amount repayables:                          |                |                |
| Within one year after balance sheet date          | 16,096         | 14,770         |
| More than one year but not later than two years   | 8,494          | 8,202          |
| More than two years but not later than five years | 11,287         | 13,927         |
| More than five years                              | 1,503          | 899            |
|   | 37,380         | 37,798         |
| Less: Unexpired interests                         | (4,378)        | (4,953)        |
|   | 33,002         | 32,845         |

The present value of hire purchase and leasing payables are summarised as follows:

|   | GROUP          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
| Within one year after balance sheet date          | 14,160         | 12,765         |
| More than one year but not later than two years   | 7,209          | 6,808          |
| More than two years but not later than five years | 10,219         | 12,419         |
| More than five years                              | 1,414          | 853            |
|   | 33,002         | 32,845         |

- (c) Cumulative convertible irredeemable preference shares ("CCIPS") were issued by a subsidiary company. Holders of CCIPS are entitled to a fixed cumulative dividend, which is payable in arrears at 8.00% per annum. The CCIPS are not redeemable for cash but are convertible at any time after their issuance into new ordinary shares of RM1.00 each of the subsidiary company at the conversion rate of one CCIPS for every one new ordinary share of RM1.00 each of the subsidiary company.
- (d) 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.

## 25. OTHER LONG TERM LIABILITIES (CONT'D)

- (e) Deferred income represents mainly deferred membership fees which are recognised over the membership period by subsidiary companies. Included in deferred income are government grants received from Small and Medium Industries Development Corporation for the promotion of product packaging.
- (f) Agency deposits represent deposits obtained from agents for operating toto betting outlets. These deposits are refundable upon termination of operation contracts.

## 26. DEFERRED TAX

|  | GROUP          |                   |
|--|----------------|-------------------|
|  | 2008<br>RM'000 | 2007<br>RM'000    |
|  |                | <b>(Restated)</b> |
| At beginning of the year                 | 399,599        | 323,981           |
| Effects of adopting FRS 140              | -              | 104,633           |
| Recognised in income statement (Note 35) | (77,057)       | (27,028)          |
| Transfer from equity                     | 54             | -                 |
| Arising on acquisition of subsidiaries   | 27,969         | -                 |
| Arising on disposal of subsidiaries      | (2,733)        | 208               |
| Foreign exchange adjustments             | (4,579)        | (2,195)           |
| At end of the year                       | 343,253        | 399,599           |

The components and movements of deferred tax liabilities and assets during the financial year are as follows:

### GROUP

|  | Provision<br>for liabilities<br>RM'000 | Retirement<br>benefit<br>RM'000 | Unused tax<br>losses and<br>unabsorbed<br>capital<br>allowances<br>RM'000 | Payables<br>RM'000 | Receivables<br>RM'000 | Others<br>RM'000 | Total<br>RM'000 |
|--|--|---------------------------------|---|--------------------|-----------------------|------------------|-----------------|
| <b>Deferred Tax Assets</b>               |  |                                 |   |                    |                       |                  |                 |
| At 1 May 2007                            | 5,046                                  | 61                              | 82,009  | 1,713              | 7,209                 | 1,875            | 97,913          |
| Recognised in income statement           | (964)                                  | 46                              | 7,550   | 11,790             | (1,170)               | 10               | 17,262          |
| Arising on acquisition of subsidiaries   | -                                      | -                               | -   | 2,169              | -                     | 722              | 2,891           |
| Arising on disposal of subsidiaries      | (548)                                  | -                               | -   | -                  | -                     | -                | (548)           |
| Foreign exchange adjustments             | -                                      | -                               | (576)   | (112)              | -                     | (1)              | (689)           |
| At 30 April 2008                         | 3,534                                  | 107                             | 88,983  | 15,560             | 6,039                 | 2,606            | 116,829         |
| Set-off against deferred tax liabilities |  |                                 |   |                    |                       |                  | (97,695)        |
|  |  |                                 |   |                    |                       |                  | 19,134          |
| At 1 May 2006                            | 2,872                                  | 101                             | 87,458  | 1,419              | 2,794                 | 1,999            | 96,643          |
| Recognised in income statement           | 2,174                                  | (40)                            | (4,718)   | 403                | 4,415                 | (990)            | 1,244           |
| Arising on disposal of subsidiaries      | -                                      | -                               | (731)   | -                  | -                     | (192)            | (923)           |
| Foreign exchange adjustments             | -                                      | -                               | -   | (109)              | -                     | 301              | 192             |
| Reclassification                         | -                                      | -                               | -   | -                  | -                     | 757              | 757             |
| At 30 April 2007                         | 5,046                                  | 61                              | 82,009  | 1,713              | 7,209                 | 1,875            | 97,913          |
| Set-off against deferred tax liabilities |  |                                 |   |                    |                       |                  | (82,311)        |
|  |  |                                 |   |                    |                       |                  | 15,602          |

### GROUP

|  | Accelerated<br>capital<br>allowances<br>RM'000 | Properties*<br>RM'000 | Payables<br>RM'000 | Receivables<br>RM'000 | Others<br>RM'000 | Total<br>RM'000 |
|--|--|-----------------------|--------------------|-----------------------|------------------|-----------------|
| <b>Deferred Tax Liabilities</b>        |  |                       |                    |                       |                  |                 |
| At 1 May 2007                          | 123,651  | 357,942               | 28                 | 14,622                | 1,269            | 497,512         |
| Recognised in income statement         | 19,319   | (66,042)              | 815                | (14,622)              | 735              | (59,795)        |
| Transfer from equity                   | 54   | -                     | -                  | -                     | -                | 54              |
| Arising on acquisition of subsidiaries | 21,823   | 1,287                 | 7,750              | -                     | -                | 30,860          |
| Arising on disposal of subsidiaries    | (2,134)  | -                     | -                  | -                     | (1,147)          | (3,281)         |
| Foreign exchange adjustments           | (5,268)  | -                     | -                  | -                     | -                | (5,268)         |
| At 30 April 2008                       | 157,445  | 293,187               | 8,593              | -                     | 857              | 460,082         |
| Set-off against deferred tax assets    |  |                       |                    |                       |                  | (97,695)        |
|  |  |                       |                    |                       |                  | 362,387         |

## 26. DEFERRED TAX (CONT'D)

### GROUP

|                                     | Accelerated<br>capital<br>allowances<br>RM'000 | Properties*<br>RM'000 | Payables<br>RM'000 | Receivables<br>RM'000 | Others<br>RM'000 | Total<br>RM'000 |
|-------------------------------------|--|-----------------------|--------------------|-----------------------|------------------|-----------------|
| (Restated)                          |  |                       |                    |                       |                  |                 |
| At 1 May 2006                       | 128,233  | 289,133               | 45                 | 40                    | 3,173            | 420,624         |
| Effects of adopting FRS 140         | -  | 104,633               | -                  | -                     | -                | 104,633         |
| Recognised in income statement      | 332  | (37,288)              | (795)              | 14,582                | (2,615)          | (25,784)        |
| Arising on disposal of subsidiaries | (1,447)  | -                     | 778                | -                     | (46)             | (715)           |
| Foreign exchange adjustments        | (2,003)  | -                     | -                  | -                     | -                | (2,003)         |
| Reclassification                    | (1,464)  | 1,464                 | -                  | -                     | 757              | 757             |
| At 30 April 2007                    | 123,651  | 357,942               | 28                 | 14,622                | 1,269            | 497,512         |
| Set-off against deferred tax assets |  |                       |                    |                       |                  | (82,311)        |
|                                     |  |                       |                    |                       |                  | 415,201         |

\* Includes deferred tax adjustments on temporary differences arising from land held for development, development properties and investment properties.

Deferred tax assets have not been recognised in respect of the following items:

|                                      | GROUP          |                |
|--------------------------------------|----------------|----------------|
|                                      | 2008<br>RM'000 | 2007<br>RM'000 |
| Unused tax losses                    | 1,474,229      | 1,407,686      |
| Unabsorbed capital allowances        | 200,121        | 235,949        |
| Unabsorbed investment tax allowances | 116,003        | 111,419        |
| Others                               | 13,232         | 67,798         |
|                                      | 1,803,585      | 1,822,852      |

The availability of the unused tax losses, unabsorbed capital allowances and unabsorbed investment tax 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 Income Tax Act, 1967 and guidelines issued by the tax authority.

## 27. PROVISIONS

### GROUP

|                                       | Sales<br>warranty<br>RM'000 | Retirement<br>benefits |                    | Outstanding<br>insurance<br>claims<br>RM'000 | Restoration<br>costs<br>RM'000 | Total<br>RM'000 |
|---------------------------------------|-----------------------------|------------------------|--------------------|--|--------------------------------|-----------------|
|                                       |                             | Funded<br>RM'000       | Unfunded<br>RM'000 |  |                                |                 |
| At beginning of year                  | -                           | (142)                  | 3,061              | 208,836                                      | 2,562                          | 214,317         |
| Additional provision                  | 294                         | 120                    | 546                | 19,279                                       | 426                            | 20,665          |
| Utilisation of provision              | (130)                       | -                      | (480)              | -  | (205)                          | (815)           |
| Unused amount reversed                | -                           | -                      | -                  | -  | (16)                           | (16)            |
| Acquisition of subsidiaries           | 1,213                       | 947                    | 30                 | -  | -                              | 2,190           |
| Exchange differences                  | (37)                        | 5                      | 1,071              | -  | -                              | 1,039           |
| Disposal of subsidiaries              | -                           | -                      | -                  | -  | (1,641)                        | (1,641)         |
| Transfer to disposal groups (Note 19) | -                           | -                      | (1,000)            | -  | -                              | (1,000)         |
| At end of year                        | 1,340                       | 930                    | 3,228              | 228,115                                      | 1,126                          | 234,739         |
| <b>At 30 April 2008</b>               |                             |                        |                    |  |                                |                 |
| Current                               | 1,340                       | 12                     | 154                | 228,115                                      | 243                            | 229,864         |
| Non-current                           | -                           | 918                    | 3,074              | -  | 883                            | 4,875           |
|                                       | 1,340                       | 930                    | 3,228              | 228,115                                      | 1,126                          | 234,739         |
| <b>At 30 April 2007</b>               |                             |                        |                    |  |                                |                 |
| Current                               | -                           | -                      | 268                | 208,836                                      | 501                            | 209,605         |
| Non-current                           | -                           | (142)                  | 2,793              | -  | 2,061                          | 4,712           |
|                                       | -                           | (142)                  | 3,061              | 208,836                                      | 2,562                          | 214,317         |

### (a) Retirement benefits

The Group's obligations under the respective plans are determined based on periodic actuarial valuation where the amount of benefits that employees have earned in return for their service in the current and prior years is estimated. The amount recognised in the balance sheet represents the present value of the defined benefit obligations adjusted for any unrecognised actuarial gains and losses, and reduced by the fair value of plan assets, where applicable.

## 27. PROVISIONS (CONT'D)

### (a) Retirement benefits (Cont'd)

Certain local and foreign subsidiary companies of the Group operate funded, defined retirement benefit schemes for its eligible employees. Contributions to the scheme by the local subsidiary company are made to a separately administered fund. Under the scheme, eligible employees are entitled to the retirement benefits on attainment of the retirement age of 55, on medical incapacity, on death or on resignation after five years of service. The foreign subsidiary company maintains a tax qualified, non-contributory retirement plan that is being administered by a trustee covering all regular full-time employees. Actuarial valuations are made every two years to update the retirement benefit costs and the amount of contributions. As part of the actuarial assumptions used by an independent actuary for the determination of the funded defined benefit plan obligations, a discount rate of 8% (2007: Nil) is used.

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. The amounts recognised in the balance sheet are determined based on the present value of unfunded defined benefit obligations.

The amounts recognised in the income statement are as follows:

|                                    | GROUP          |                |
|------------------------------------|----------------|----------------|
|                                    | 2008<br>RM'000 | 2007<br>RM'000 |
| Net actuarial (loss)/gain          | (5)            | 4              |
| Current service cost               | 508            | 453            |
| Interest cost                      | 214            | 193            |
| Expected return on plan assets     | (51)           | (24)           |
| Reversal of provision              | -              | (60)           |
| Continuing operations (Note 33(a)) | 666            | 566            |
| Discontinued operations            | -              | (450)          |
|                                    | 666            | 116            |

### (b) Sales warranty

Certain subsidiary company of the Group gives 3 to 12 months warranties on certain products and undertake to repair or replace items that fail to perform satisfactorily. A provision for warranties is recognised for all products under warranty at the balance sheet date based on past experience on the level of repairs and returns.

## 28. TRADE AND OTHER PAYABLES

|  | GROUP          |                | COMPANY        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Trade payables   | 476,230        | 374,689        | 84             | 538            |
| Accruals   | 321,430        | 217,827        | 1,513          | 516            |
| Pool betting duty payables                             | 19,510         | -              | -              | -              |
| Sundry payables  | 532,916        | 400,864        | 455            | -              |
| Amounts due to subsidiary companies                    | -              | -              | -              | 5              |
| Progress billings in respect of development properties | 34,878         | 29,954         | -              | -              |
| Amounts due to associated companies                    | 4,824          | 78,148         | -              | -              |
| Portion repayable within 12 months                     |                |                |                |                |
| Block discounting payables (Note 25)                   | 10,532         | 9,340          | -              | -              |
| Hire purchase and leasing payables (Note 25)           | 14,160         | 12,765         | -              | -              |
|  | 1,414,480      | 1,123,587      | 2,052          | 1,059          |

In the previous year, the amounts due to subsidiary companies were unsecured, non-interest bearing and had no fixed terms of repayment.

Included in sundry payables of the Group is RM1,066,000 (2007: RM1,066,000) due to Juita Viden Sdn. Bhd., a related company of a corporate shareholder of a subsidiary company.

Included in sundry payables is an amount of RM83,825,000 (2007: RM49,626,000) being margin facilities obtained by the Group. The margin accounts are secured by certain quoted investments of the Group.

During the current financial year, the Group fully settled the amount owing to its associated company, BToto. As disclosed in Note 43(24), BToto has subsequently become a subsidiary company of the Group.

The range of interest rates per annum at the balance sheet date for margin accounts was as follows:

|                 | GROUP        |              |
|-----------------|--------------|--------------|
|                 | 2008<br>%    | 2007<br>%    |
| Margin accounts | 5.25 - 10.00 | 5.25 - 10.00 |

The normal trade credit terms granted by trade creditors of the Group are as follows:

- Non-margin clients and brokers            3 market days in accordance with the FDSS trading rules.
- Other trade payables                        30 days to 90 days.

## 29 SHORT TERM BORROWINGS

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Secured:</b>                                |                |                |                |                |
| Long term loans                                |                |                |                |                |
| - portion repayable within 12 months (Note 24) | 263,916        | 92,159         | 137,033        | -              |
| Advances under block discounting arrangements  |                |                |                |                |
| - portion repayable within 12 months (Note 24) | 3,032          | 963            | -              | -              |
| Short term loans                               | 127,549        | 137,754        | -              | -              |
| Bank overdrafts                                | 66,389         | 98,130         | -              | -              |
| Trade financing facilities                     | 22,576         | 13,822         | -              | -              |
| Other bank borrowings                          | 279,426        | 263,968        | 2,500          | -              |
|  | 762,888        | 606,796        | 139,533        | -              |
| <b>Unsecured:</b>                              |                |                |                |                |
| Long term loans                                |                |                |                |                |
| - portion repayable within 12 months (Note 24) | 112,763        | -              | -              | -              |
| Short term loans                               | -              | 2,004          | -              | -              |
| Bank overdrafts                                | 31,425         | 65,594         | -              | -              |
| Trade financing facilities                     | 66,055         | 70,683         | -              | -              |
| Other bank borrowings                          | 52,894         | 60,516         | -              | -              |
|  | 263,137        | 198,797        | -              | -              |
|  | 1,026,025      | 805,593        | 139,533        | -              |

The secured short term loans, bank overdrafts, trade financing facilities, and other bank borrowings are secured either by way of fixed charges on certain landed properties of the Group, certain quoted investments of the Group and of the Company, or fixed and floating charges over the other assets of certain subsidiary companies.

The range of interest rates per annum at the balance sheet date for borrowings was as follows:

|   | Group        |              | Company   |           |
|---|--------------|--------------|-----------|-----------|
|   | 2008<br>%    | 2007<br>%    | 2008<br>% | 2007<br>% |
| Short term loans                              | 3.75 - 10.10 | 3.13 - 13.00 | -         | -         |
| Current portion of long term loans            | 3.75 - 10.75 | 5.25 - 10.75 | 6.72      | -         |
| Bank overdrafts                               | 7.75 - 9.37  | 6.25 - 9.47  | -         | -         |
| Other bank borrowings                         | 4.50 - 9.00  | 3.94 - 9.40  | 7.25      | -         |
| Trade financing facilities                    | 3.90 - 6.27  | 2.82 - 8.80  | -         | -         |
| Advances under block discounting arrangements | 8.75 - 8.95  | 9.50         | -         | -         |

## 30. INSURANCE RESERVES

|                               | Group          |                |
|-------------------------------|----------------|----------------|
|                               | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>General insurance fund</b> |                |                |
| Reserve for unexpired risks   |                |                |
| At beginning of year          | 93,746         | 85,805         |
| Increased during the year     | 38,583         | 7,941          |
| At end of year                | 132,329        | 93,746         |

## 31. 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, gross insurance premiums, revenue from hotel and resort operations, membership fees from 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, gross stake collections from the sale of toto betting tickets less gaming tax, and income from advertising and publications. Revenue for the Company represents management fees charged to subsidiary companies, gross dividend received and receivable from subsidiary companies.



### 31. REVENUE (CONT'D)

Revenue consists of the following:

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Gross brokerage   | 65,712         | 58,756         | -              | -              |
| Underwriting commissions and fund management income             | 245            | -              | -              | -              |
| Margin interest income  | 8,415          | 8,184          | -              | -              |
| Gross premium from underwriting of general insurance            | 354,677        | 265,310        | -              | -              |
| Interest income from hire purchase, lease and loan financing    | 7,598          | 15,865         | -              | -              |
| Sales of goods and services on cash and credit terms            | 1,148,052      | 999,656        | -              | -              |
| Sales from equal payment and hire purchase schemes              | 334,076        | 306,512        | -              | -              |
| Contract revenue and sale of property inventories               | 265,708        | 133,533        | -              | -              |
| Income from hotels, resort,<br>theme park and casino operations | 264,142        | 277,329        | -              | -              |
| Rental income from investment properties                        | 38,983         | 44,995         | -              | -              |
| Income from chartered and scheduled flights                     | 34,890         | 27,944         | -              | -              |
| Membership fees and subscriptions                               | 67,261         | 73,307         | -              | -              |
| Toto betting and leasing of lottery equipment income            | 849,175        | -              | -              | -              |
| Sale of lottery systems and spare parts                         | 17,223         | -              | -              | -              |
| Advertising and publications                                    | 9,680          | -              | -              | -              |
| Gross dividends   | -              | -              | 967,820        | 6,742          |
| Management fee income   | -              | -              | 1,972          | 1,854          |
|   | 3,465,837      | 2,211,391      | 969,792        | 8,596          |

### 32. FINANCE COSTS

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Interest expense on:                          |                |                |                |                |
| - Bank loans and overdrafts                   | 189,487        | 181,131        | 15,621         | 490            |
| - BLB ICULS                                   | 6,619          | 12,304         | -              | -              |
| - 8% Secured Exchangeable Bonds               | 72,000         | 51,090         | -              | -              |
| - Hire purchase and leases                    | 3,303          | 2,749          | -              | -              |
| - Amounts due to associated companies         | 897            | 15,961         | -              | -              |
| - Holding cost on BLB ICULS put options       | 54,665         | -              | -              | -              |
| - Others (inclusive of loan related expenses) | 11,849         | 7,113          | 2,394          | 1,385          |
|   | 338,820        | 270,348        | 18,015         | 1,875          |

### 33. PROFIT BEFORE TAX

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | (Restated)     |                |                |
| <b>Profit before tax is arrived at after charging:</b>        |                |                |                |                |
| Directors' remuneration (Note 34)                             |                |                |                |                |
| - emoluments  | 15,570         | 11,868         | 334            | 265            |
| - fees  | 392            | 462            | 150            | 150            |
| Auditors' remuneration  |                |                |                |                |
| - statutory audit fee   | 2,706          | 2,325          | 100            | 100            |
| - underprovision in prior years                               | 166            | 163            | -              | 88             |
| - fees for non audit services                                 | 797            | 489            | 53             | 7              |
| Depreciation of property, plant and equipment                 | 105,228        | 98,653         | 6              | 1              |
| Amortisation of biological assets                             | 362            | 314            | -              | -              |
| Minimum operating lease payment                               |                |                |                |                |
| - plant and machinery   | 4,592          | 2,127          | -              | -              |
| - premises  | 63,193         | 58,420         | -              | -              |
| Direct operating expenses of investment properties *          | 6,317          | 6,715          | -              | -              |
| Amortisation of intangible assets                             | 1,397          | 1,561          | -              | -              |
| Amortisation of prepaid land lease premiums                   | 2,062          | 3,028          | -              | -              |
| Amortisation of short leasehold land                          | 49             | 49             | -              | -              |
| Amortisation of premium on<br>Malaysian Government Securities | 57             | 246            | -              | -              |
| Royalty expenses  | 8,466          | 6,800          | -              | -              |
| Staff costs (Note a)  | 333,719        | 290,240        | 894            | 676            |
| Bad and doubtful debts  | 36,286         | 42,526         | -              | -              |
| Inventories written off/down                                  | 9,492          | 29,332         | -              | -              |

### 33. PROFIT BEFORE TAX (CONT'D)

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Profit before tax is arrived at after charging (Cont'd):</b> |                | (Restated)     |                |                |
| Loss on foreign exchange  |                |                |                |                |
| - realised  | 13,818         | 6,447          | -              | -              |
| - unrealised  | 15,296         | 6,865          | -              | -              |
| Research and development expenditure                            | 587            | -              | -              | -              |
| Pool betting duty   | 49,297         | -              | -              | -              |
| Contribution to National Sports Council                         | 9,285          | -              | -              | -              |
| Other expenses (Note b)   | 524,665        | 191,728        | -              | -              |

\* 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.

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>and crediting:</b>                                   |                | (Restated)     |                |                |
| Amortisation of government grants                       | 11             | -              | -              | -              |
| Bad debts recovered                                     | 1,760          | 16,466         | -              | -              |
| Provision for bad debts written back                    | 3,534          | 14,471         | -              | -              |
| Inventories written back                                | 1,633          | 4,002          | -              | -              |
| Government grants received for compensation of expenses | 26             | -              | -              | -              |
| Gain on foreign exchange                                |                |                |                |                |
| - realised  | 3,759          | 2,759          | -              | -              |
| - unrealised  | 40,099         | 13,709         | -              | -              |
| Royalty/Franchise income                                | 2,448          | 1,973          | -              | -              |
| Other income (Note c)                                   | 1,557,966      | 367,795        | 12,987         | 427            |

a) Staff costs consist of the following:

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Wages, salaries and allowances                | 268,934        | 232,784        | 615            | 503            |
| Social security costs and employees insurance | 7,233          | 7,905          | 37             | 55             |
| Bonuses                                       | 10,150         | 6,626          | 102            | 50             |
| Pension costs                                 |                |                |                |                |
| - defined contribution plans                  | 24,015         | 20,209         | 89             | 68             |
| - defined benefit plans (Note 27(a))          | 258            | 566            | -              | -              |
| Provision for short term compensated absences | 258            | 389            | 15             | -              |
| Other staff related expenses                  | 22,427         | 21,761         | -              | -              |
|   | 333,719        | 290,240        | 894            | 676            |

Staff costs exclude remuneration of executive directors.

(b) Other expenses  
Included in other expenses are the following:

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>(i) Other expenses - operating activities</b>                           |                | (Restated)     |                |                |
| Impairment in value of investment properties and land held for development | -              | 6,800          | -              | -              |
| Impairment of trademark  | -              | 3,523          | -              | -              |
| Impairment of other intangible assets                                      | -              | 77             | -              | -              |
| Impairment in value of general insurance subsidiary's investments          | -              | 8,383          | -              | -              |
| Impairment in value of short-term investments                              | 19             | -              | -              | -              |

### 33. PROFIT BEFORE TAX (CONT'D)

(b) Other expenses (Cont'd)

Included in other expenses are the following:

|   | Group          |                   | Company        |                |
|---|----------------|-------------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000    | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | <b>(Restated)</b> |                |                |
| <b>(ii) Other expenses - investing activities</b>                             |                |                   |                |                |
| Loss on disposal of property, plant and equipment                             | 1,125          | 566               | -              | -              |
| Loss on disposal of a subsidiary company                                      | 22             | 9,688             | -              | -              |
| Loss on partial disposal of subsidiary company                                | -              | 304               | -              | -              |
| Loss on disposal of associated company  | -              | 52                | -              | -              |
| Loss on disposal of other investments   | -              | 247               | -              | -              |
| Property, plant and equipment written off                                     | 7,002          | 1,264             | -              | -              |
| Write off/down of project expenditure   | 28,413         | 5                 | -              | -              |
| Fair value adjustments for investment properties                              | -              | 1,075             | -              | -              |
| Impairment in value of<br>property, plant and equipment                       | 23,634         | 19,178            | -              | -              |
| Impairment in prepaid land lease premiums                                     | 32             | -                 | -              | -              |
| Impairment losses for associated companies                                    | 18,607         | 5,510             | -              | -              |
| Impairment in an<br>unconsolidated subsidiary company                         | -              | 5,130             | -              | -              |
| Impairment on goodwill in subsidiary companies                                | 63,988         | 61,641            | -              | -              |
| Impairment in value of other investments                                      | 22,271         | 41,802            | -              | -              |
| Loss arising on dilution<br>of interest in a subsidiary company               | 291,146        | -                 | -              | -              |
| Cost on extinguishment of liabilities<br>arising from repurchase of BLB ICULS | 49,650         | -                 | -              | -              |

(c) Other income

Included in other income are the following:

|   | Group          |                   | Company        |                |
|---|----------------|-------------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000    | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | <b>(Restated)</b> |                |                |
| <b>(i) Other income - operating activities</b>  |                |                   |                |                |
| Income from rental of land and buildings  | 10,769         | 9,863             | -              | -              |
| Gain on disposal of marketable securities   | 13,934         | 18,056            | -              | -              |
| Gain on disposal of general insurance<br>subsidiary's investments   | 35,862         | 32,366            | -              | -              |
| Reversal of impairment in value<br>of general insurance subsidiary's<br>investment in quoted shares   | 3,288          | -                 | -              | -              |
| <b>(ii) Other income - investing activities</b>   |                |                   |                |                |
| Gain on disposal of property, plant and equipment   | 3,617          | 7,704             | -              | -              |
| Gain on disposal of investment properties   | 88,647         | -                 | -              | -              |
| Gain on disposal of subsidiary companies  | 82,889         | 64,869            | -              | -              |
| Gain on partial disposal of subsidiary companies  | 87,767         | 40,400            | -              | -              |
| Gain on disposal of associated companies  | -              | 15,662            | -              | -              |
| Gain on reissuance of BLB ICULS   | 938,107        | -                 | -              | -              |
| Gain on disposal of other investments   | 9,438          | 21,898            | -              | -              |
| Reversal of impairment loss<br>in property, plant and equipment   | 8,678          | -                 | -              | -              |
| Reversal of impairment loss<br>in prepaid land lease premiums   | 301            | -                 | -              | -              |
| Reversal of impairment in<br>value of investment properties   | -              | 4,356             | -              | -              |
| Reversal of impairment in value of investments in:  |                |                   |                |                |
| - associated companies  | 93             | 7,606             | -              | -              |
| - other investments   | 16,071         | 12,611            | -              | -              |
| Fair value adjustment for investment property   | 31,873         | 11,831            | -              | -              |
| Other interest income   | 51,762         | 20,201            | 12,987         | 469            |
| Gross dividends from  |                |                   |                |                |
| - other investments quoted in Malaysia  | 1,938          | 1,842             | -              | -              |
| - other investments quoted outside Malaysia   | 134            | 62                | -              | -              |
| - unquoted investment   | 450            | -                 | -              | -              |
| Waiver of advance   | -              | 22,535            | -              | -              |
| Gain arising on dilution<br>of interest in a subsidiary company   | 447            | -                 | -              | -              |
| Excess of Group's interest in net fair value of<br>acquiree's net assets over cost of acquisition for<br>additional equity interest in subsidiary companies | 149,485        | 35,111            | -              | -              |

### 34. 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        |                |
|-------------------------------------|----------------|----------------|----------------|----------------|
|                                     | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Directors of the Company</b>     |                |                |                |                |
| Executive                           |                |                |                |                |
| Salaries and other emoluments       | 2,243          | 710            | 243            | 233            |
| Bonus                               | 2,302          | 78             | 76             | 18             |
| Benefits-in-kind                    | 309            | 302            | 103            | 118            |
|                                     | 4,854          | 1,090          | 422            | 369            |
| Non-executive                       |                |                |                |                |
| Fees                                | 150            | 150            | 150            | 150            |
| Other emoluments                    | 167            | 14             | 15             | 14             |
| Benefits-in-kind                    | 23             | 23             | 23             | 23             |
|                                     | 340            | 187            | 188            | 187            |
|                                     | 5,194          | 1,277          | 610            | 556            |
| <b>Other directors of the Group</b> |                |                |                |                |
| Fees                                | 242            | 419            | -              | -              |
| Salaries and other emoluments       | 9,344          | 16,076         | -              | -              |
| Bonus                               | 1,514          | 1,214          | -              | -              |
| Benefits-in-kind                    | 44             | 81             | -              | -              |
|                                     | 11,144         | 17,790         | -              | -              |
| Total directors' remuneration       | 16,338         | 19,067         | 610            | 556            |

### 35. TAXATION

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | (Restated)     |                |                |
| <b>Continuing operations</b>                            |                |                |                |                |
| <b>In Malaysia:</b>                                     |                |                |                |                |
| Income tax  |                |                |                |                |
| - Malaysian income tax                                  | 152,078        | 73,815         | 122,252        | 1,466          |
| - Tax recoverable arising from dividend income received | (36,326)       | (61,743)       | -              | -              |
| In respect of prior years                               | (13,998)       | (6,001)        | 17             | 14             |
| Deferred tax (Note 26)                                  | (77,057)       | (26,326)       | -              | -              |
|   | 24,697         | (20,255)       | 122,269        | 1,480          |
| <b>Outside Malaysia:</b>                                |                |                |                |                |
| Income tax  | 15,525         | 4,157          | -              | -              |
| In respect of prior years                               | (86)           | 61             | -              | -              |
| Deferred tax (Note 26)                                  | -              | (597)          | -              | -              |
|   | 15,439         | 3,621          | -              | -              |
|   | 40,136         | (16,634)       | 122,269        | 1,480          |
| <b>Discontinued operations</b>                          |                |                |                |                |
| <b>In Malaysia:</b>                                     |                |                |                |                |
| Income tax  | -              | 3,840          | -              | -              |
| In respect of prior years                               | -              | 59             | -              | -              |
| Deferred tax (Note 26)                                  | -              | (11)           | -              | -              |
|   | -              | 3,888          | -              | -              |
| <b>Outside Malaysia:</b>                                |                |                |                |                |
| Income tax  | -              | 2,452          | -              | -              |
| In respect of prior years                               | -              | 137            | -              | -              |
| Deferred tax (Note 26)                                  | -              | (94)           | -              | -              |
|   | -              | 2,495          | -              | -              |
|   | -              | 6,383          | -              | -              |
| Total taxation  | 40,136         | (10,251)       | 122,269        | 1,480          |

### 35. TAXATION (CONT'D)

Domestic income tax is calculated at the Malaysian statutory tax rate of 26% (2007: 27%) of the estimated assessable profit for the year. The domestic statutory tax rate has been reduced to 26% from 27% effective year of assessment 2008 and will be further reduced to 25% effective year of assessment 2009. The computation of deferred tax as at 30 April 2008 has reflected these changes.

The tax charge of the Company for the year is in respect of interest income. As at 30 April 2008, the Company has no unused tax losses. The tax charge of the Group is in respect of profits recorded by certain subsidiary companies.

Corporate tax rate for certain Malaysian subsidiary companies of the Group with paid-up capital of RM2.5 million and below are as follows:

| Chargeable income          | 2008 Rate | 2007 Rate |
|----------------------------|-----------|-----------|
| First RM500,000            | 20%       | 20%       |
| Amount exceeding RM500,000 | 26%       | 27%       |

A subsidiary company has obtained approval from the Multimedia Development Corporation ("MDeC") as a Multimedia Super Corridor ("MSC") company and has been granted Pioneer Status with full income tax exemption under the Promotion of Investments Act, 1986 for an extended period of 5 years beginning from 4 October 2007.

A reconciliation of income tax expense applicable to profit 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     |             |
|---|-------------|-------------|-------------|-------------|
|   | 2008 RM'000 | 2007 RM'000 | 2008 RM'000 | 2007 RM'000 |
|   |             | (Restated)  |             |             |
| Profit before tax   |             |             |             |             |
| Continuing operations   | 1,192,973   | 270,318     | 951,547     | 2,576       |
| Discontinued operations (Note 19)                                 | -           | (7,219)     | -           | -           |
|   | 1,192,973   | 263,099     | 951,547     | 2,576       |
| Applicable tax rate (%)   | 26          | 27          | 26          | 27          |
| Taxation at applicable tax rate                                   | 310,173     | 71,037      | 247,402     | 696         |
| Effect of changes in tax rates on opening balance of deferred tax | (6,675)     | (22,516)    | -           | -           |
| Effect of different tax rates in other countries                  | 4,509       | (6,999)     | -           | -           |
| Effect of double deduction  | (12)        | -           | -           | -           |
| Effect of tax incentives for small-medium enterprise              | (238)       | (439)       | -           | -           |
| Effect of tax incentives for MSC status enterprise                | (2,211)     | (1,388)     | -           | -           |
| Effect of other tax incentives                                    | (870)       | (4,320)     | -           | -           |
| Effect of Real Property Gains Tax and Withholding Tax             | (130)       | 725         | -           | -           |
| Effect of share of associated companies results                   | (35,719)    | (44,545)    | -           | -           |
| Income not subject to tax   | (370,810)   | (52,775)    | (128,543)   | -           |
| Expenses not deductible under tax legislation                     | 177,651     | 81,312      | 3,394       | 770         |
| Utilisation of previously unrecognised deferred tax assets        | (38,142)    | (41,280)    | -           | -           |
| Deferred tax assets not recognised during the financial year      | 6,844       | 27,079      | (1)         | -           |
| Deferred tax recognised at different tax rate                     | 1,665       | (1,793)     | -           | -           |
| Losses from subsidiary companies domiciled in tax haven country   | 2,155       | 3,158       | -           | -           |
| (Over)/Under provision of income tax in prior years               | (14,084)    | (5,744)     | 17          | 14          |
| Under/(Over) provision of deferred tax in prior years             | 6,030       | (11,763)    | -           | -           |
| Taxation for the year   | 40,136      | (10,251)    | 122,269     | 1,480       |
| Analysed as follows:  |             |             |             |             |
| Continuing operations   | 40,136      | (16,634)    |             |             |
| Discontinued operations (Note 19)                                 | -           | 6,383       |             |             |
|   | 40,136      | (10,251)    |             |             |

### 36. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing profit for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the financial year, including mandatorily convertible instruments.

|   | Group          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | (Restated)     |
| Profit from continuing operations attributable to equity holders  | 616,549        | 196,818        |
| Loss from discontinued operations attributable to equity holders  | -              | (18,095)       |
| Profit attributable to equity holders   | 616,549        | 178,723        |
| Weighted average number of ordinary shares in issue<br>(inclusive of mandatorily convertible instruments) | 3,329,889      | 3,137,197      |
| Basic earnings per share (sen) for:   |                |                |
| Profit from continuing operations   | 18.5           | 6.3            |
| Loss from discontinued operations   | -              | (0.6)          |
| Profit attributable to equity holders   | 18.5           | 5.7            |

(b) Diluted

For the purpose of calculating diluted earnings per share, the profit for the year attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares 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          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
|   |                | (Restated)     |
| Profit from continuing operations attributable to equity holders                                      | 616,549        | 196,818        |
| Dilution effect on conversion of BLB ICULS  | (50,322)       | (1,097)        |
| Dilution effect on exercise of Berjaya Media Berhad Warrants  | (29)           | -              |
| Dilution effect on exercise of Matrix International Berhad Warrants                                   | (5)            | -              |
| Dilution effect on exercise of Silver Bird Group Berhad Warrants                                      | (331)          | -              |
| Profit from continuing operations attributable to<br>equity holders after assumed conversion/exercise | 565,862        | 195,721        |
| Loss from discontinued operations attributable to equity holders                                      | -              | (18,095)       |
| Profit attributable to equity holders after assumed conversion/exercise                               | 565,862        | 177,626        |
| Weighted average number of ordinary shares in issue   | 3,329,889      | 3,137,197      |
| Adjustments for assumed conversion of BCorp ICULS - liability component                               | 69,720         | 538,498        |
| Adjusted weighted average number of ordinary shares   | 3,399,609      | 3,675,695      |
| Diluted earnings per share (sen) for:   |                |                |
| Profit from continuing operations   | 16.6           | 5.3            |
| Loss from discontinued operations   | -              | (0.5)          |
| Profit attributable to equity holders   | 16.6           | 4.8            |

### 37. DIVIDENDS

|  | Company                                  |                                   |  |                                   |
|--|--|-----------------------------------|--|-----------------------------------|
|  | 2008<br>Net dividend<br>per share<br>Sen | 2008<br>Net<br>dividend<br>RM'000 | 2007<br>Net dividend<br>per share<br>Sen | 2007<br>Net<br>dividend<br>RM'000 |
| First interim dividend of 3% per share<br>comprising of 2.8% single-tier exempt dividend and a<br>0.2% dividend less tax of 26% in respect of year ended<br>30 April 2008 on 2,460,230,092 ordinary shares | 2.95                                     | 72,528                            | -  | -                                 |
| Second interim dividend of 4% single-tier<br>exempt dividend per share in respect of year<br>ended 30 April 2008 on 2,950,687,115 ordinary shares  | 4.00                                     | 118,027                           | -  | -                                 |
|  | 6.95                                     | 190,555                           | -  | -                                 |

### 37. DIVIDENDS (CONT'D)

On 30 June 2008, the Company recommended a final dividend of 2% single-tier exempt dividend in respect of the current financial year ended 30 April 2008, to be approved by the Company's shareholders at the forthcoming Annual General Meeting. The financial statements for the current financial year do not reflect this dividend. This dividend will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2009.

### 38. SEGMENTAL INFORMATION

The Group is organised on a worldwide basis and presents its segmental information based on business segments:

- (i) financial services;
- (ii) marketing of consumer products and services;
- (iii) property investment and development;
- (iv) hotels and resorts;
- (v) gaming and related activities; and
- (vi) others.

Other business segments include clubs, recreation, restaurants, manufacturing, plantation and news media 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 customers 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, inventories written-off, and allowance for bad and doubtful debts.

#### By business segments

| Revenue                                      | External<br>RM'000 | Inter-<br>segment<br>RM'000 | Total<br>RM'000  |
|--|--------------------|-----------------------------|------------------|
| <b>2008</b>                                  |                    |                             |                  |
| <b>Revenue from continuing operations:</b>   |                    |                             |                  |
| Financial services                           | 440,162            | 15,726                      | 455,888          |
| Marketing of consumer products and services  | 1,203,501          | 9,885                       | 1,213,386        |
| Property investment and development          | 324,130            | 112,405                     | 436,535          |
| Hotels and resorts                           | 251,096            | 8,480                       | 259,576          |
| Gaming and related activities                | 866,244            | -                           | 866,244          |
| Others                                       | 380,704            | 10,177                      | 390,881          |
| Inter-segment elimination                    | -                  | (156,673)                   | (156,673)        |
| <b>Total Revenue</b>                         | <b>3,465,837</b>   | <b>-</b>                    | <b>3,465,837</b> |
| <b>2007</b>                                  |                    |                             |                  |
| <b>Revenue from continuing operations:</b>   |                    |                             |                  |
| Financial services                           | 352,506            | 5,354                       | 357,860          |
| Marketing of consumer products and services  | 876,044            | 1,199                       | 877,243          |
| Property investment and development          | 395,532            | 5,686                       | 401,218          |
| Hotels and resorts                           | 374,583            | 965                         | 375,548          |
| Restaurants and cafes                        | 111,094            | -                           | 111,094          |
| Manufacturing                                | 66,209             | -                           | 66,209           |
| Others                                       | 35,423             | -                           | 35,423           |
| Inter-segment elimination                    | -                  | (13,204)                    | (13,204)         |
|  | 2,211,391          | -                           | 2,211,391        |
| <b>Revenue from discontinued operations:</b> |                    |                             |                  |
| Manufacturing                                | 468,340            | -                           | 468,340          |
| Restaurants                                  | 340,175            | -                           | 340,175          |
|  | 808,515            | -                           | 808,515          |
| <b>Total Revenue</b>                         | <b>3,019,906</b>   | <b>-</b>                    | <b>3,019,906</b> |

### 38. SEGMENTAL INFORMATION (CONT'D)

| Results   | Results from continuing operations<br>RM'000 | Results from discontinued operations<br>RM'000 | Total<br>RM'000 |
|---|--|--|-----------------|
| <b>2008</b>                                     |  |  |                 |
| Financial services                              | 100,860                                      | -  | 100,860         |
| Marketing of consumer products and services     | 102,345                                      | -  | 102,345         |
| Property investment and development             | 99,231                                       | -  | 99,231          |
| Hotels and resorts                              | 150  | -  | 150             |
| Gaming and related activities                   | 93,021                                       | -  | 93,021          |
| Others  | 60,296                                       | -  | 60,296          |
|   | 455,903                                      | -  | 455,903         |
| Unallocated corporate expenses                  | (14,111)                                     | -  | (14,111)        |
|   | 441,792                                      | -  | 441,792         |
| Other income - investing activities             | 1,473,869                                    | -  | 1,473,869       |
| Other expenses - investing activities           | (521,248)                                    | -  | (521,248)       |
|   | 1,394,413                                    | -  | 1,394,413       |
| Finance costs                                   | (338,820)                                    | -  | (338,820)       |
| Share of results of associates                  | 137,455                                      | -  | 137,455         |
| Share of results of jointly controlled entities | (75)   | -  | (75)            |
| Profit before tax                               | 1,192,973                                    | -  | 1,192,973       |
| Taxation  | (40,136)                                     | -  | (40,136)        |
| Profit for the year                             | 1,152,837                                    | -  | 1,152,837       |
| <b>2007 (Restated)</b>                          |  |  |                 |
| Financial services                              | 114,029                                      | -  | 114,029         |
| Marketing of consumer products and services     | 60,509                                       | -  | 60,509          |
| Property investment and development             | 69,111                                       | -  | 69,111          |
| Hotels and resorts                              | 5,857  | -  | 5,857           |
| Restaurants and cafes                           | 10,972                                       | (32,905)                                       | (21,933)        |
| Manufacturing                                   | (273)  | 24,934   | 24,661          |
| Others  | 28,373                                       | -  | 28,373          |
|   | 288,578                                      | (7,971)  | 280,607         |
| Unallocated corporate expenses                  | (16,172)                                     | -  | (16,172)        |
|   | 272,406                                      | (7,971)  | 264,435         |
| Other income - investing activities             | 252,186                                      | 1,584  | 253,770         |
| Other expenses - investing activities           | (148,906)                                    | (832)  | (149,738)       |
|   | 375,686                                      | (7,219)  | 368,467         |
| Finance costs                                   | (270,348)                                    | -  | (270,348)       |
| Share of results of associates                  | 164,980                                      | -  | 164,980         |
| Profit/(Loss) before tax                        | 270,318                                      | (7,219)  | 263,099         |
| Taxation  | 16,634                                       | (6,383)  | 10,251          |
| Profit/(Loss) for the year                      | 286,952                                      | (13,602)                                       | 273,350         |
| <b>Assets and liabilities</b>                   |  |  |                 |
|   | <b>Assets</b>                                | <b>Liabilities</b>                             |                 |
|   | <b>RM'000</b>                                | <b>RM'000</b>                                  |                 |
| <b>2008</b>                                     |  |  |                 |
| <b>Continuing operations:</b>                   |  |  |                 |
| Financial services                              | 1,411,269                                    | 750,597  |                 |
| Marketing of consumer products and services     | 965,594                                      | 413,505  |                 |
| Property investment and development             | 3,879,842                                    | 1,825,462                                      |                 |
| Hotels and resorts                              | 1,257,542                                    | 520,875  |                 |
| Gaming and related activities                   | 6,699,886                                    | 504,841  |                 |
| Others  | 1,349,405                                    | 386,725  |                 |
| Inter-segment elimination                       | (1,418,117)                                  | (890,559)                                      |                 |
|   | 14,145,421                                   | 3,511,446                                      |                 |
| Unallocated items                               | 2,280,359                                    | 2,675,523                                      |                 |
| Total Assets/Liabilities                        | 16,425,780                                   | 6,186,969                                      |                 |



### 38. SEGMENTAL INFORMATION (CONT'D)

| Assets and liabilities                      | Assets<br>RM'000 | Liabilities<br>RM'000 |
|---|------------------|-----------------------|
| <b>2007 (Restated)</b>                      |                  |                       |
| <b>Continuing operations:</b>               |                  |                       |
| Financial services                          | 1,184,047        | 565,098               |
| Marketing of consumer products and services | 801,949          | 311,376               |
| Property investment and development         | 2,980,659        | 1,513,754             |
| Hotels and resorts                          | 2,237,099        | 384,768               |
| Restaurants and cafes                       | 67,209           | 38,241                |
| Manufacturing                               | 186,743          | 46,572                |
| Others                                      | 381,279          | 301,114               |
| Inter-segment elimination                   | (394,835)        | (56,830)              |
|   | 7,444,150        | 3,104,093             |
| Unallocated items                           | 3,262,707        | 3,039,369             |
|   | 10,706,857       | 6,143,462             |
| <b>Discontinued operations:</b>             |                  |                       |
| Restaurants and cafes                       | 68,789           | 102,915               |
| Total Assets/Liabilities                    | 10,775,646       | 6,246,377             |

| Other information                           | Capital<br>expenditure<br>RM'000 | Depreciation<br>&<br>amortisation<br>RM'000 | Impairment<br>loss<br>RM'000 | Other<br>non-cash<br>expenses<br>RM'000 |
|---|----------------------------------|---|------------------------------|---|
| <b>2008</b>                                 |                                  |   |                              |   |
| <b>Continuing operations:</b>               |                                  |   |                              |   |
| Financial services                          | 8,308                            | 5,304                                       | 1,858                        | 2,820                                   |
| Marketing of consumer products and services | 40,139                           | 15,338                                      | 1,591                        | 37,551                                  |
| Property investment and development         | 24,250                           | 7,482                                       | 8,609                        | 9,193                                   |
| Hotels and resorts                          | 19,525                           | 41,795                                      | 14,104                       | 38                                      |
| Gaming and related activities               | 9,286                            | 4,050                                       | 1,652                        | 4,078                                   |
| Others                                      | 49,290                           | 33,393                                      | 10,192                       | 13,633                                  |
|   | 150,798                          | 107,362                                     | 66,034                       | 67,313                                  |
| Unallocated items                           | 2,988                            | 1,793                                       | 90,545                       | 878                                     |
| Total                                       | 153,786                          | 109,155                                     | 128,551                      | 68,191                                  |
| <b>2007 (Restated)</b>                      |                                  |   |                              |   |
| <b>Continuing operations:</b>               |                                  |   |                              |   |
| Financial services                          | 6,750                            | 4,625                                       | 13,537                       | 11,923                                  |
| Marketing of consumer products and services | 30,734                           | 13,082                                      | 3,946                        | 30,810                                  |
| Property investment and development         | 14,883                           | 6,764                                       | 9,913                        | 29,093                                  |
| Hotels and resorts                          | 109,923                          | 46,467                                      | 33,944                       | 6,986                                   |
| Restaurants and cafes                       | 17,233                           | 6,950                                       | 9,653                        | -                                       |
| Manufacturing                               | 3,955                            | 2,716                                       | 13,863                       | 32                                      |
| Others                                      | 86,493                           | 23,024                                      | 2,500                        | 1,068                                   |
|   | 269,971                          | 103,628                                     | 87,356                       | 79,912                                  |
| Unallocated items                           | 1,694                            | 223   | 64,688                       | 80                                      |
|   | 271,665                          | 103,851                                     | 152,044                      | 79,992                                  |
| <b>Discontinued operations:</b>             |                                  |   |                              |   |
| Manufacturing                               | 22,752                           | 10,433                                      | 754                          | 6,152                                   |
| Restaurants and cafes                       | 2,026                            | 16,104                                      | -                            | 92                                      |
|   | 24,778                           | 26,537                                      | 754                          | 6,244                                   |
| Total                                       | 296,443                          | 130,388                                     | 152,798                      | 86,236                                  |

### 38. SEGMENTAL INFORMATION (CONT'D)

| By geographical segments        | Revenue<br>RM'000 | Capital<br>expenditure<br>RM'000 | Assets<br>RM'000  |
|---------------------------------|-------------------|----------------------------------|-------------------|
| <b>2008</b>                     |                   |                                  |                   |
| <b>Continuing operations:</b>   |                   |                                  |                   |
| Malaysia                        | 3,145,538         | 138,555                          | 14,761,552        |
| Outside Malaysia                | 320,299           | 15,231                           | 1,664,228         |
| <b>Total</b>                    | <b>3,465,837</b>  | <b>153,786</b>                   | <b>16,425,780</b> |
| <b>2007 (Restated)</b>          |                   |                                  |                   |
| <b>Continuing operations:</b>   |                   |                                  |                   |
| Malaysia                        | 1,965,450         | 263,251                          | 9,933,497         |
| Outside Malaysia                | 245,941           | 8,414                            | 773,360           |
|                                 | <b>2,211,391</b>  | <b>271,665</b>                   | <b>10,706,857</b> |
| <b>Discontinued operations:</b> |                   |                                  |                   |
| Malaysia                        | 165,192           | 22,752                           | -                 |
| Outside Malaysia                | 643,323           | 2,026                            | 68,789            |
|                                 | <b>808,515</b>    | <b>24,778</b>                    | <b>68,789</b>     |
| <b>Total</b>                    | <b>3,019,906</b>  | <b>296,443</b>                   | <b>10,775,646</b> |

### 39. SIGNIFICANT RELATED PARTY TRANSACTIONS

| Note   | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| Management fees receivable from subsidiary companies   | -              | -              | (1,432)        | (1,108)        |
| Rental of premises and related services receivable from:   |                |                |                |                |
| - Tai Thong Clubs and Hotel Catering Sdn Bhd   | (1,600)        | (1,639)        | -              | -              |
| - Sun Media Corporation Sdn Bhd ("SMCSB")  | (332)          | (419)          | -              | -              |
| - Berjaya Starbucks Coffee Company Sdn Bhd   | (121)          | -              | -              | -              |
| - Berjaya Sports Toto Berhad ("BToto")   | (252)          | (337)          | -              | -              |
| - Sports Toto Malaysia Sdn Bhd ("STMSB")   | (906)          | (1,853)        | -              | -              |
| - 7-Eleven Malaysia Sdn Bhd (formerly known as Convenience Shopping Sdn Bhd) ("7-Eleven")  | (2,209)        | (2,237)        | -              | -              |
| - U Television Sdn Bhd (formerly known as U Telecom Media Holdings Sdn Bhd / MiTV Corporation Sdn Bhd ("UTV"))   | (295)          | (1,548)        | -              | -              |
| - U Mobile Sdn Bhd (formerly known as MiTV Networks Sdn Bhd) ("Umobile")   | (736)          | (44)           | -              | -              |
| Services and sinking funds payable to Berjaya TS Management Sdn Bhd ("BTSMSB")   | 8,373          | 7,310          | -              | -              |
| Rental and service charge payable to Berjaya Times Square Sdn Bhd ("BTS") and TS Service Suites Sdn Bhd  | 3,511          | 9,870          | -              | -              |
| Hire purchase and leasing receivables from   |                |                |                |                |
| - BTS  | (202)          | (5,186)        | -              | -              |
| - MOL Accessportal Berhad  | (564)          | -              | -              | -              |
| - UTV  | (17,370)       | (24,136)       | -              | -              |
| Online share trading services fees to Forum Digital Sdn Bhd  | -              | 440            | -              | -              |
| Transportation service provided to   |                |                |                |                |
| - 7-Eleven   | (7,100)        | (3,373)        | -              | -              |
| Research development, implementation and maintenance services as well as purchase of hardware, software, network equipment from Qinetics Solutions Bhd | 1,144          | 525            | 102            | 77             |
| Management fees receivable from associated companies   |                |                |                |                |
| - BToto  | (540)          | (720)          | (540)          | (720)          |
| Service charges for procurement and provision of printing and advertisement provided to STMSB  | -              | (1,445)        | -              | -              |
| Repayment to BToto   | 90,246         | 487,900        | -              | -              |
| Security and related services provided to  |                |                |                |                |
| - STMSB  | (1,449)        | (1,491)        | -              | -              |
| - Umobile  | (313)          | -              | -              | -              |
| Acquisition of service suites from BTS   | -              | 90,000         | -              | -              |

All other significant related party transactions have been disclosed under Notes 15, 28, 32 and 33.

Details of significant related party acquisitions and disposals of assets completed during the financial year are included in Note 43.

### 39. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONT'D)

Notes:

- (a) Company deemed related to Tan Sri Dato' Tan Chee Sing ("TSDT") by virtue of his interest in the company. TSDT is the brother of Tan Sri Dato' Seri Vincent Tan Chee Yioun ("Tan Sri Vincent Tan") who is the Chairman/director and major shareholder of the Company and the father of Dato' Robin Tan Yeong Ching ("DRT") and Rayvin Tan Yeong Sheik ("RTYS").
- (b) Subsidiary companies of Matrix International Berhad ("Matrix"). Tan Sri Vincent Tan and TSDT are major shareholders of Matrix while DRT and RTYS are also shareholders of Matrix.
- (c) Companies where Tan Sri Vincent Tan is deemed to have an interest.
- (d) Previously an associated company, BToto and its subsidiaries. BToto became a subsidiary company of the Group effective 4 February 2008.
- (e) Tan Sri Vincent Tan and a director, Datuk Seri Panglima Mohd Annuar bin Zaini are major shareholders of UTV. Both DRT and RTYS also have deemed interest in UTV.
- (f) A wholly owned subsidiary of Berjaya Media Berhad (formerly known as Nexnews Berhad) which became a subsidiary of the Group effective 4 March 2008.
- (g) Associated company of the Group with effect from 27 February 2008.

Certain professional fees amounting to RM2,778,000 (2007: RM Nil) 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          |                |
|--------------------------|----------------|----------------|
|                          | 2008<br>RM'000 | 2007<br>RM'000 |
| Short-term benefits      | 14,556         | 17,475         |
| Post-employment benefits | 1,782          | 1,592          |
|                          | 16,338         | 19,067         |

### 40. COMMITMENTS

|  | Group          |                |
|--|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Continuing operations:</b>  |                |                |
| Capital expenditure  |                |                |
| Property, plant and equipment and others                               |                |                |
| - approved and contracted for  | 463,044        | 85,621         |
| - approved but not contracted for                                      | 18,079         | 11,145         |
|  | 481,123        | 96,766         |
| Proposed general offer for shares of a subsidiary company              | -              | 132,421        |
| Land lease payments for foreign development project                    | 353,248        | -              |
| Proposed share subscription in subsidiary and other investee companies | 234,336        | 35,239         |
|  | 1,068,707      | 264,426        |
| <b>Non-cancellable operating lease commitments as lessees</b>          |                |                |
| - Within 1 year after balance sheet date                               | 39,970         | 32,565         |
| - Later than 1 year but not more than 5 years                          | 61,940         | 46,152         |
|  | 101,910        | 78,717         |
| <b>Non-cancellable operating lease commitments as lessors</b>          |                |                |
| - Within 1 year after balance sheet date                               | 22,320         | 22,843         |
| - Later than 1 year but not more than 5 years                          | 19,503         | 15,109         |
| - Later than 5 years   | 579            | -              |
|  | 42,402         | 37,952         |
| <b>Discontinued operation:</b>   |                |                |
| Non-cancellable operating lease commitments as lessees                 |                |                |
| - Within 1 year after balance sheet date                               | -              | 7,623          |
| - Later than 1 year but not more than 5 years                          | -              | 110,511        |
| - More than 5 years  | -              | 210,361        |
|  | -              | 328,495        |

#### 40. COMMITMENTS (CONT'D)

Details of other significant commitments are as follows:

- (a) In 1999, BLand shares were issued pursuant to a debt conversion exercise undertaken by the subsidiary company, BLand, with its lenders. BGroup had granted a put option to the lenders to sell their BLand shares to BGroup. The put option expired on 30 December 2004. However, the put option has been extended for a period not exceeding five years from the previous expiry date. The Group's commitment with regard to the put option in the previous year was approximately RM48,140,000. The extended put option has been exercised during the financial year and the Group has fulfilled its obligations under the put option.
- (b) As part of the terms for the disposal of 7-Eleven by Global Empires Sdn Bhd ("GESB"), a wholly owned subsidiary company of BGroup which in turn is wholly owned by the Company, to Premier Merchandise Sdn Bhd ("PMSB") (The Group's interest in PMSB was diluted to 0.002% in the financial year ended 30 April 2005 and remaining interest of 0.002% was disposed of in the financial year ended 30 April 2006.), BGroup undertook a profit guarantee of the aggregate profit after tax ("APAT") of 7-Eleven for three financial years from 30 April 2005 to 30 April 2008. During the financial year, PMSB waived its rights under the profit guarantee and thereby released BGroup of its obligations.
- (c) Significant commitments for acquisition of properties and investments are included in Notes 43 and 44.

#### 41. CONTINGENT LIABILITIES

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2008<br>RM'000 | 2007<br>RM'000 | 2008<br>RM'000 | 2007<br>RM'000 |
| <b>Unsecured</b>   |                |                |                |                |
| Claim for alleged mismanagement<br>of the client's and remisier's accounts *                 | 2,204          | 2,204          | -              | -              |
| Guarantees given to financial institutions<br>for facilities granted to subsidiary companies | -              | -              | 155,522        | 105,827        |

\* Based on legal opinions obtained, the directors are of the opinion that the above claim is unlikely to succeed and accordingly no provision had been made in the financial statements.

Details of other contingent liabilities are as follows:

- (a) With respect to the disposal of Dunham-Bush (Malaysia) Bhd ("DBM") in the financial year ended 30 April 2007, the Company has made certain warranties to indemnify the purchaser against certain losses that could be suffered by the purchaser. Among the pertinent warranties are the ones relating to the Jamuna Contract and the Invescor Dumez Contract. The Jamuna Contract refers to the contract made between Dunham-Bush Industries Sdn Bhd ("DBI"), a subsidiary company of DBM, and Jamuna Builders Limited in relation to the supply and installation of air conditioning and mechanical ventilation system for Jamuna Future Parking Shopping Complex in Dhaka, Bangladesh. The Company undertakes to indemnify the purchaser against any consequential loss, contractual liabilities, damages and expenses, incurred in defending against claims brought against DBI, that could be suffered by the purchaser in relation to the Jamuna Contract. As at 30 April 2008, the purchaser has not claimed any indemnity amount. The Invescor Dumez Contract refers to the sub-contract between Dunham-Bush Sales & Services Sdn Bhd ("DSS"), a subsidiary company of DBM, and Invescor-Dumez Jaya-Woh Hup JV ("Invescor") in relation to the manufacture and supply of air conditioning and ventilation services in connection with the Berjaya Times Square project. The Company undertakes to indemnify the purchaser against any losses that DSS may suffer from Invescor's failure to pay the outstanding amount of approximately RM15.8 million due to DSS. However, the purchaser will only be able to claim on this indemnity after two years of the completion of the disposal of DBM. Since 30 April 2007, the directors have not received any warranty claims from the purchaser.
- (b) On 24 January 2008, Innovation Scientifique Dermatologique ("ISD") summoned Cosway(M), a 90% owned subsidiary of the Group, to appear before the Tribunal de Commerce (Commercial Court) of Paris. ISD is claiming for a sum of 2,035,000 euros (approximately RM9.36 million) for the alleged loss of licence fee for period from 1 August 2004 till 31 December 2008 and damages arising from unfair competition in relation to the termination (by a written notice served by ISD to Cosway(M) on 30 May 2007, this license agreement was terminated on 13 August 2007) with interest. Cosway(M) strongly disputes the legal suit and has instructed its local legal counsel to assist in the appointment of a French solicitor to advise the Company on the matter. At the date of this report, the case is still pending decision of the Court.
- (c) As of 30 April 2008, there are several legal suits which involved claims totaling to approximately RM111,750,000 (2007: RM Nil) against SMCSB, a subsidiary company of BMedia, which was acquired during the financial year. The directors, with the advice of legal counsel, are of the opinion that SMCSB has good defence against these claims.

#### 42. FINANCIAL INSTRUMENTS

- (1) 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 currency, interest rate, market, credit and liquidity risks. The Group operates within clearly defined guidelines and the Group's policy is not to engage in speculative transactions.

## 42. FINANCIAL INSTRUMENTS (CONT'D)

### (2) Currency risk

The Group operates internationally and is exposed to various currencies as indicated in Note 2.2(h)(iii). The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which the property or investment is located.

The net 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 RM'000 | Euro RM'000 | SGD RM'000 | IDR RM'000 | BND RM'000 | Total RM'000 |
|--|------------|-------------|------------|------------|------------|--------------|
| <b>As at 30 April 2008</b>             |            |             |            |            |            |              |
| <b>Trade and Other Receivables</b>     |            |             |            |            |            |              |
| MYR                                    | 4,205      | 22          | 484        | 4,801      | 127        | 9,639        |
| HKD                                    | 158        | -           | -          | -          | -          | 158          |
| SCR                                    | 1,194      | 2,912       | -          | -          | -          | 4,106        |
|  | 5,557      | 2,934       | 484        | 4,801      | 127        | 13,903       |
| <b>Cash and Bank Balances</b>          |            |             |            |            |            |              |
| MYR                                    | 60         | -           | 4,260      | -          | 1,923      | 6,243        |
| SCR                                    | 428        | 745         | -          | -          | -          | 1,173        |
|  | 488        | 745         | 4,260      | -          | 1,923      | 7,416        |
| <b>Trade and Other Payables</b>        |            |             |            |            |            |              |
| MYR                                    | 11,816     | 22          | 40,910     | -          | 334        | 53,082       |
| GYD                                    | 24         | -           | -          | -          | -          | 24           |
| HKD                                    | 594        | -           | -          | -          | -          | 594          |
| SCR                                    | 227        | 8           | -          | -          | -          | 235          |
|  | 12,661     | 30          | 40,910     | -          | 334        | 53,935       |
| <b>Borrowings</b>                      |            |             |            |            |            |              |
| MYR                                    | 109,311    | -           | 12,124     | -          | -          | 121,435      |
| <b>As at 30 April 2007</b>             |            |             |            |            |            |              |
| <b>Trade and Other Receivables</b>     |            |             |            |            |            |              |
| MYR                                    | 4,198      | 408         | 560        | 2,132      | 156        | 7,454        |
| MUR                                    | -          | 1,886       | -          | -          | -          | 1,886        |
| SCR                                    | 945        | 2,373       | -          | -          | -          | 3,318        |
|  | 5,143      | 4,667       | 560        | 2,132      | 156        | 12,658       |
| <b>Cash and Bank Balances</b>          |            |             |            |            |            |              |
| MYR                                    | 181        | -           | 3,629      | -          | 1,263      | 5,073        |
| GYD                                    | 90         | -           | -          | -          | -          | 90           |
| MUR                                    | 19         | 127         | -          | -          | -          | 146          |
| SCR                                    | 513        | 295         | -          | -          | -          | 808          |
|  | 803        | 422         | 3,629      | -          | 1,263      | 6,117        |
| <b>Trade and Other Payables</b>        |            |             |            |            |            |              |
| MYR                                    | 7,704      | -           | 48,200     | -          | 175        | 56,079       |
| GYD                                    | 526        | -           | -          | -          | -          | 526          |
| SGD                                    | 267        | -           | -          | -          | -          | 267          |
| MUR                                    | -          | -           | 34         | -          | -          | 34           |
| SCR                                    | 158        | 64          | -          | -          | -          | 222          |
|  | 8,655      | 64          | 48,234     | -          | 175        | 57,128       |
| <b>Borrowings</b>                      |            |             |            |            |            |              |
| MYR                                    | 106,323    | -           | -          | -          | -          | 106,323      |

### (3) Interest rate risk

The Group's primary interest rate risk relates to interest bearing assets and interest bearing borrowings.

The interest bearing assets are made up of deposits with licensed financial institutions, staff loans 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.

## 42. FINANCIAL INSTRUMENTS (CONT'D)

### (3) Interest rate risk (Cont'd)

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 information on maturity dates and effective interest rates of financial assets and liabilities are disclosed in their respective notes.

### (4) Market risk

The Group's principal exposure to market risk arises mainly from the changes in the values of investments quoted on Bursa Malaysia.

The risk of loss in value of the Group's quoted investments is minimised via proper assessment before making investments and continuous monitoring of the performance of the investments. Trading account securities are classified as current assets and are available for sale and the Group manages its disposal to optimise returns on realisation.

Changes in prices of these shares may also affect the value of equity collateral held for certain trade receivables. The Group minimises such risks by enforcing effective credit risk policies stated in Note 42(5) below.

### (5) Credit risk

Credit risk, or the risk of counterparties defaulting, 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. Receivables are monitored on an ongoing basis via management reporting procedures.

The group does not have any significant exposure to any individual customer or counterparty nor does it have any major concentration of credit risk related to any financial instrument.

### (6) Liquidity risk

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 of a 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.

### (7) Fair values

The carrying amounts of other financial assets and liabilities at the balance sheet date approximate their fair value except for the following:

|   | Note | Group                     |                      | Company                   |                      |
|---|------|---------------------------|----------------------|---------------------------|----------------------|
|   |      | Carrying amount<br>RM'000 | Fair value<br>RM'000 | Carrying amount<br>RM'000 | Fair value<br>RM'000 |
| <b>2008</b>   |      |                           |                      |                           |                      |
| <u>Financial assets</u>   |      |                           |                      |                           |                      |
| Investment in unquoted shares                                   | 5    | 31,022                    | *                    | -                         | -                    |
| Unquoted corporate bonds  | 5    | 48,386                    | 49,950               | -                         | -                    |
| Trading account securities                                      | 14   | 3,374                     | 3,542                | -                         | -                    |
| Long term hire purchase, lease<br>and equal payment receivables | 15   | 60,569                    | 57,415               | -                         | -                    |
| <u>Financial liabilities</u>                                    |      |                           |                      |                           |                      |
| Block discounting payable after 1 year                          | 25   | 10,588                    | 10,460               | -                         | -                    |
| Long term leasing and hire purchase payables                    | 25   | 18,842                    | 17,667               | -                         | -                    |
| BCorp ICULS   | 21   | 69,720                    | 53,031               | 6,909                     | 5,966                |
| BLB ICULS   | 21   | 107,228                   | 589,754              | -                         | -                    |
| 8% Secured Exchangeable Bonds                                   | 23   | 900,000                   | 906,059              | -                         | -                    |
| <b>2007 (Restated)</b>  |      |                           |                      |                           |                      |
| <u>Financial assets</u>   |      |                           |                      |                           |                      |
| Investment in unquoted shares                                   | 5    | 22,384                    | *                    | -                         | -                    |
| Unquoted corporate bonds  | 5,16 | 48,509                    | 50,603               | -                         | -                    |
| Trading account securities                                      | 14   | 46,749                    | 84,140               | -                         | -                    |
| Long term hire purchase, lease<br>and equal payment receivables | 15   | 218,629                   | 216,077              | -                         | -                    |
| <u>Financial liabilities</u>                                    |      |                           |                      |                           |                      |
| Block discounting payable after 1 year                          | 25   | 15,667                    | 15,395               | -                         | -                    |
| Long term leasing and hire purchase payables                    | 25   | 20,080                    | 19,977               | -                         | -                    |
| BCorp ICULS   | 21   | 538,498                   | 455,221              | 61,951                    | 56,421               |
| BLB ICULS   | 21   | 213,480                   | 228,541              | -                         | -                    |
| 8% Secured Exchangeable Bonds                                   | 23   | 900,000                   | 900,000              | -                         | -                    |

\* It is not practical to estimate the fair values of the Group's investment in unquoted shares because of the non-availability of a market price and the inability to estimate fair value without incurring excessive costs.

## 42. FINANCIAL INSTRUMENTS (CONT'D)

### (7) Fair values (Cont'd)

The following methods and assumptions are used to estimate the fair values of the following classes of financial instruments:

- i) Cash and bank balances, trade receivables, other receivables and other payables (other than those mentioned below), trade payables and short term borrowings.

The carrying amounts approximate fair values due to the relatively short term maturity of the financial instruments.

It is also not practical to estimate the fair values of amount due from related companies (in Note 15) and amount due to related companies (in Note 28) principally due to lack of fixed repayment terms entered into by the parties involved and without incurring excessive costs. However, the Group does not anticipate the carrying amounts recorded at the balance sheet date to be significantly different from the values that would eventually be received or settled. The fixed interest bearing borrowings of the Group provides an insulation against upward change in interest rates. However, the Group will not be able to benefit if interest rates fall.

- ii) Non-current quoted investments

The fair values of non-current quoted investments as disclosed in Note 5 is determined by reference to stock exchange quoted market bid prices at the close of the business on the balance sheet date.

The fair values of units in the quoted unit trust fund are determined by reference to market quotation by the manager of the unit trust fund. The fair values of unquoted corporate bonds are indicative values obtained from the secondary market.

- iii) Hire purchase, lease and equal payment receivables

The fair values of hire purchase, lease and equal payment receivables are estimated by discounting the expected future cash flows using the current average yield from lending activities with similar profiles.

- iv) Block discounting, hire purchase and lease payables

The fair values of block discounting, hire purchase and lease payables are estimated by discounting the expected future cash flows using the current interest rates for liabilities with similar risk profiles.

- v) Borrowings

The carrying values of long term borrowings which bear floating interest rates are expected to approximate fair values and would not be significantly different from the values that would eventually be settled.

- vi) BLB ICULS

The subsidiary company has resolved the acceptance of all BLB ICULS under the put options granted to the lenders in the current financial year. In order to extinguish this liability, the subsidiary company has to repurchase the BLB ICULS from the open market. Hence the fair value of all outstanding BLB ICULS currently traded in the open market has been determined based on the stock exchange quoted market bid price as at the balance sheet date.

If there are no further purchases of BLB ICULS from the open market, the subsidiary company expects that its actual liability in respect of these BLB ICULS to be the bi-annual interest payments for these BLB ICULS until its expiration on 30 December 2009 when the BLB ICULS are expected to be fully converted to ordinary shares of RM1.00 each of the subsidiary company.

In the previous financial year, the fair value of the portion of quoted BLB ICULS under put option granted to certain financial institutions was determined by the present value of the estimated future cash outflow at the end of the extended put option period. The fair value of the rest of the quoted BLB ICULS was determined by reference to stock exchange quoted market bid prices at the balance sheet date.

- vii) Exchangeable Bonds

The fair value of the Exchangeable Bonds is determined by the present value of the estimated future cash outflow at the end of the tenure of the Exchangeable Bonds.

- viii) BCorp ICULS

The fair value of the portion of quoted BCorp ICULS under put option granted to certain financial institutions is determined by the present value of the estimated future cash outflow at the end of the put option period.

### 43. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

- (1) On 4 June 2007, the Company announced that Berjaya Group (Cayman) Limited (“BGCL”), a wholly owned subsidiary company of the Group, completed the disposal of 19,440,786 Roadhouse Grill, Inc (“RHG”) shares representing its entire interest of approximately 66.53% in RHG to RHG Acquisition Corporation (“RHG Corp”) for USD0.56 million or at USD0.029 per RHG share (approximately RM1.91 million) (“RHG Disposal”) on 31 May 2007.

The sale consideration was satisfied by an issue of promissory notes of USD0.56 million. The sale consideration was adjusted at the completion date pursuant to, inter alia, certain conditions relating to the outstanding amounts of certain liabilities at the completion date and the revised terms of an amendment agreement entered on even date.

With regard to the inter-company amount owing by RHG to BGCL amounting to approximately USD8.73 million or approximately RM29.63 million, RHG issued a new unsecured note, at an estimated amount of USD3.60 million or approximately RM12.21 million, as partial settlement. As part of the RHG Disposal, BGCL acquired from RHG the intellectual property rights in certain countries in Asia and in the Middle East for a consideration of USD2.0 million (“IP Price”) or approximately RM6.79 million. BGCL offset the IP Price against the RHG inter-company debt. For the balance of the RHG inter-company debt, BGCL made a provision for doubtful debts of approximately USD3.13 million or approximately RM10.63 million.

- (2) On 4 June 2007, CCB was removed from the Official List of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“CCB De-listing”). The CCB De-listing was the result of its wholly owned subsidiary company Global Empires Sdn Bhd’s (“GESB”) voluntary general offer (“CCB-VGO”) to acquire all the remaining ordinary shares of RM1.00 each in CCB which are not already owned by GESB, Bizurai Bijak (M) Sdn Bhd (“BBSB”), Garima Holdings Sdn Bhd (“GHSB”) and Juara Sejati Sdn Bhd (“JSSB”), all of which are wholly owned subsidiary companies of the Group, at a cash offer price of RM1.20 per share.

At the close of the CCB-VGO on 21 May 2007, GESB acquired a total of 96,956,569 ordinary shares in CCB and on even date GESB, BBSB, GHSB and JSSB collectively owned a total of 331,039,092 ordinary shares in CCB representing an equity interest of 96.11% in CCB. Subsequently on 19 June 2007, GESB despatched a notice (“GESB Notice”) to those shareholders, who had not accepted the CCB-VGO, notifying that they may within three months of the GESB Notice require GESB to acquire their CCB shares at the same terms as the CCB-VGO. Upon the expiration of the three-month period on 18 September 2007, the Group owns a total of 340,752,781 ordinary shares in CCB representing an equity interest of 98.93% in CCB.

- (3) On 5 June 2007, BCapital announced that it is proposing a net special dividend-in-specie of 60% per ordinary share of RM1.00 each in BCapital through the distribution of about 408.9 million existing BCorp ICULS of RM0.50 nominal amount valued at RM0.20 per BCorp ICULS or at a rate of 3 BCorp ICULS per BCapital share. Approval from the BCapital shareholders was obtained at an extraordinary general meeting (“EGM”) held on 18 July 2007 and the dividend was paid on 30 August 2007.
- (4) On 22 June 2007, BLand announced that it has repaid RM26.7 million cash to BToto to partially settle the inter-company advances owing by BLand to BToto.
- (5) On 30 July 2007, BLand announced that it has repaid RM49.4 million cash to BToto to fully settle the residual inter-company advances owing by BLand to BToto.
- (6) On 6 August 2007, the Company announced that certain subsidiary companies of the Group have converted approximately 45.9 million BMedia irredeemable convertible preference shares of RM0.10 each (“BMB ICPS”) at a conversion price of 1.27 BMB ICPS for each new BMedia share. Consequently, the Group’s equity interest in BMedia increased from approximately 6.66% (prior to conversion of BMB ICPS) to 18.9%.
- (7) On 10 August 2007, BLand announced that BLCL, its wholly owned subsidiary company, had on 9 August 2007 entered into a joint venture contract with Le Thi Chi Proprietorship, Vietnam (“LTCP”) and Long Beach Joint Stock Company, Vietnam (“LBJSC”) to establish a new joint venture company (“LBJVCo”) to own, operate and manage a resort hotel in Phu Quoc District, Keng Giang Province, Vietnam. LTCP is currently constructing a 5-star hotel on a parcel of land measuring approximately 24,000 sq m in Phu Quoc Island to be known as “Long Beach’s Ancient Village” (“LBHotel”). The LBJVCo will be formed to acquire the LBHotel from LTCP for about USD14.14 million (or approximately RM48.9 million). LBJVCo will have a total investment capital of USD14.14 million consisting of USD11.04 million charter capital and USD3.1 million loan capital. BLCL, LTCP and LBJSC shall each hold a 70%, 25% and 5% interest in LBJVCo respectively.
- (8) On 15 August 2007, BLand announced that it has completed the disposal of 2,400,000 ordinary shares of MUR100.00 each representing 100% equity interest in Berjaya Hotels & Resort (Mauritius) Limited, a wholly owned subsidiary company of BLand, for a sale consideration of USD33.0 million (or about RM114.7 million) to Abkid Ltd, a company incorporated in Mauritius, as well as Berjaya Vacation Club Berhad (“BVC”), a wholly owned subsidiary company of BLand, has completed the disposal of 13.5 million ordinary shares of USD1.00 each representing 100% equity interest in Berjaya Mahe (Cayman) Limited (“BMahe”), a wholly owned subsidiary company of BVC, for a sale consideration of USD9.5 million (or about RM33.5 million) to Askdb Ltd, a company incorporated in Mauritius.
- (9) On 23 August 2007, BCapital was removed from the Official List of Bursa Securities (“BCB De-listing”). The BCB De-listing was the result of Berjaya Group Berhad (“BGroup”), BBSB and JSSB (collectively known as the “BCap Offerors”), all of which are wholly owned subsidiary companies of the Group, made a voluntary general offer (“BCapital-VGO”) to acquire all the remaining 52,531,987 BCapital shares, representing 38.55% of the issued and paid up share capital of BCapital not already owned by the BCap Offerors at a cash price of RM3.00 per BCapital share. At the close of the BCapital-VGO on 5 August 2007, the BCap Offerors acquired a total of approximately 36.5 million BCapital shares and on even date the BCap Offerors owns a total of approximately 121.0 million BCapital shares. The Group as a whole owns approximately 125.7 million shares representing approximately 92.3% equity interest in BCapital. On 30 August 2007, BCap Offerors despatched a notice (“BCap Offerors Notice”) to those shareholders, who had not accepted the BCapital-VGO, notifying that they may within three months of the BCap Offerors Notice require BCap Offerors to acquire their BCapital shares at the same terms as the BCapital-VGO. On 30 November 2007, after expiry of the three-month period after the BCap Offerors Notice, the BCap Offerors owns a total of approximately 133.8 million BCapital shares, representing approximately 98.2% equity interest in BCapital.



### 43. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONT'D)

- (10) On 10 September 2007, BLand announced that its wholly owned subsidiary companies, Berjaya Golf Resort Berhad, Berjaya Langkawi Beach Resort Sdn Bhd and Selat Makmur Sdn Bhd had acquired a total of 30.8 million ordinary shares of RM0.25 each for a total consideration of about RM19.1 million representing 9.0% of the issued and paid-up share capital of NV Multi Corporation Berhad ("NV Multi"). NV Multi is listed on the Main Board of Bursa Securities.
- (11) On 5 October 2007, BLand announced that Immediate Capital Sdn Bhd ("ICSB"), its wholly owned subsidiary company, has placed out a total of RM170.0 million BLB ICULS at RM3.00 per BLB ICULS for a total cash consideration of RM510.0 million. The purchasers were UBS AG, London and Goldman Sachs International which bought 100.0 million and 70.0 million units of BLB ICULS respectively.
- (12) On 8 October 2007, the Company announced that its unlisted subsidiary companies namely Teras Mewah Sdn Bhd ("TMSB") and Berjaya Sompoo Insurance Berhad ("BSI") had on 5 October 2007 placed out a total of 30.0 million ordinary shares of RM1.00 each in Berjaya Land Berhad ("BLB Shares") at RM3.05 per BLand Share to Goldman Sachs International via direct business transactions for a total cash consideration of RM91.50 million. TMSB and BSI placed out 14.0 million and 16.0 million BLB shares respectively.
- (13) On 24 October 2007, the Company announced that Inter-Pacific Securities Sdn Bhd ("IPS"), a subsidiary company of the Group, and Selat Makmur Sdn Bhd, a subsidiary company of the BLand group, had on even date placed out 150 million and 100 million, respectively, BCorp ICULS (or a total of 250 million BCorp ICULS) at RM0.515 each to UBS AG London ("UBS") and Goldman Sachs International via direct business transactions for a total cash consideration of RM128.75 million.

In addition, the Company has also arranged for AmBank (M) Berhad and AmInvestment Bank Berhad ("Financial Institutions") to place out a total of 550 million BCorp ICULS at RM0.515 each on even date to UBS via direct business transactions for a total cash consideration of RM283.25 million ("Placement"). The said 550 million BCorp ICULS was part of the 1.125 billion BCorp ICULS which was issued pursuant to the then corporate exercise carried out by the Company in 2005 as part of the repayment of borrowings arrangement whereby a put option was granted to the Financial Institutions. After the Placement, the Financial Institutions will then have a balance of about 400 million BCorp ICULS held under the put option arrangement with the Group.

- (14) On 29 November 2007, the Company announced that it has cancelled a total of approximately 3.22 billion units (RM1.6 billion nominal value) of BCorp ICULS, which were unencumbered and held by the Company's wholly owned subsidiary companies.
- (15) On 27 March 2007, the Company announced that it has on 25 March 2007 entered into a memorandum of understanding ("MonorailMOU") with Ho Chi Minh City Department of Transport and Urban Public Works, Vietnam ("HCMCTransportDept") to undertake a feasibility study on the viability of operating, constructing and financing the construction of a modern and effective monorail system in Ho Chi Minh City ("MonorailProject"). HCMCTransportDept has granted the Company a period of six months from the date of the execution of MonorailMOU to complete the feasibility study on the MonorailProject. If the Company is granted the MonorailProject, then the Company is required to commence work within one year after obtaining approval from the Ho Chi Minh City People's Committee. On 30 November 2007, the Company announced that the effectiveness of the MonorailMOU has been extended to 23 March 2008. A feasibility study report, with findings and recommendations, has been submitted to the Vietnamese authorities prior to the expiry of the MonorailMOU. The Vietnamese authorities have yet to respond to the feasibility study report. The MonorailMOU has not been extended beyond 23 March 2008.
- (16) On 13 June 2007, the Company announced that it is undertaking a feasibility study on the proposed joint development of additional land relating to an industrial park, as announced on 12 April 2007, measuring approximately 10.43 acres and co-development of residential properties on a parcel of land measuring approximately 172.98 acres. On 12 April 2007, the Company announced that it had on 10 April 2007 entered into a memorandum of agreement ("LongThanhMOA") with Tin Nghia Co Ltd, Vietnam ("TNC"), Vietnam for the intention to jointly develop and manage an industrial park measuring approximately 496.7 acres known as An Phuoc 1 Industrial Park at Long Thanh District, Dong Nai Province, Vietnam. The total landbank to be developed is approximately 275.22 acres. The Company and TNC intend to establish a limited liability company to undertake this project. On 11 December 2007, the Company announced that the entering into any joint venture agreement has been extended to 12 months from the signing of the LongThanhMOA.
- (17) On 12 December 2007, BLand announced that the Company, has on behalf of BLand, entered into an agreement of cooperation with Hanoi Electronics Corporation ("Hanel"), Vietnam on even date to record their agreement in principle for BLand and Hanel to collaborate on the proposed development of a parcel of land, measuring about 405 hectares (or about 1,000 acres) in Sai Dong A, Long Bien District, Hanoi City, Vietnam into a mixed residential, commercial and industrial township. BLand and Hanel proposes to establish a limited liability company in Vietnam with an estimated charter capital which ranges from USD300.0 million (or about RM1.0 billion) to USD450.0 million (or about RM1.5 billion). BLand is expected to have a 70% equity interest in the limited liability company.
- (18) On 27 December 2007, BLand announced that it has on even date entered into a memorandum of understanding ("DongNaiMOU") with the People's Committee of Dong Nai Province, Vietnam ("DNPPC") for the collaboration on the proposed development of a parcel of land measuring about 600 hectares (or about 1,482 acres) at Nhon Trach New City, Dong Nai Province, Vietnam into a mixed residential, commercial, financial and administrative centre ("Nhon Trach New City Project"). The DongNaiMOU is for a period of twelve months from the date of execution.
- (19) On 15 January 2008, the Company announced that as at 15 January 2008, its subsidiary companies, BSI has acquired 12,817,200 ordinary shares while JSSB has acquired 1,300,000 ordinary shares totaling 14,117,200 ordinary shares of RM0.10 each, representing about 5.48% equity interest, in Redtone International Berhad ("Redtone") for a total consideration of about RM10.3 million. Redtone is listed on the MESDAQ Market of Bursa Securities.

### 43. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONT'D)

- (20) On 16 January 2008, the Company announced that as at 16 January 2008, its subsidiary company JSSB has acquired 19,000,000 ordinary shares of RM0.10 each, representing about 10.26% equity interest, in TMC Life Sciences Berhad ("TMC") for a total cash consideration of about RM24.4 million. TMC is listed on the MESDAQ Market of Bursa Securities.
- (21) On 21 January 2008, the Company announced that BGCCL has entered into a memorandum of agreement ("KhoiVietMOA") with Mr Ha Kim Vong and Madam Nguyen Thi Thu Huong ("Founders") relating to an arrangement to expand the business activities of Khoi Viet Tourism and Language School ("KVL") and Khoi Viet Overseas Study Consulting Co Ltd ("KVOSC").
- KVL, an unincorporated partnership, holds training licences issued by Ho Chi Minh City Department of Labour for courses in business, tourism and hospitality and for those issued by the Department of Education for courses in languages and information technology.
- KVOSC, a limited liability company, provides consultancy services for overseas study, job placements and other related activities, as licensed by the Ho Chi Minh City Department of Planning and Investment.
- BGCCL and Founders will set up a company ("NewVietCo") whereby BGCCL is expected to have a 60% equity interest. BGCCL will subscribe for shares in NewVietCo for cash while NewVietCo will acquire 100% equity interest in KVOSC and the assets of KVL by the issue of NewVietCo shares. The total capital of NewVietCo after the share issues will be about USD3.3 million. BGCCL also proposes to acquire 30% equity interest in NewVietCo from Founders after the initial share issues. Upon the completion of the various proposals, BGCCL is expected to have a 90% equity interest in NewVietCo. On 20 May 2008, the Company announced that exclusivity period of the KhoiVietMOA has been extended by another 6 months to 21 November 2008.
- (22) On 28 January 2008, BLand announced that it has on even date entered into an agreement in principle ("DongNaiBridgeAgreement") with TNC, Development Investment Construction Corporation, Vietnam, and Vietnam Infrastructure Hexagon Limited for the proposed construction of a bridge across the Dong Nai River linking Nhon Trach District, Dong Nai Province to Ho Chi Minh City ("Bridge Project"). The Bridge Project was part of the proposed development of Nhon Trach District, for which BLand and TNC had entered into a memorandum of understanding on 9 November 2006. Subsequently, the parties concerned have decided to focus on specific development projects with the Nhon Trach District namely the Bridge Project and the Nhon Trach New City Project. The DongNaiBridgeAgreement is for a period of twelve months from the date of execution.
- (23) On 30 January 2008, the Company announced that all the conditions precedent have been fulfilled for the share sale agreement entered into by CCB with Madison County LLC ("Madison") for the disposal of 15,500,000 ordinary shares of RM1.00 each, representing 10% equity interest, in Cosway(M) to Madison for a total cash consideration of RM100 million or approximately RM6.45 per Cosway(M) share. Consequently, CCB's equity interest in Cosway(M) was reduced from 100% to 90%.
- (24) On 4 February 2008, BLand announced that its interest in Berjaya Sports Toto Berhad ("BToto") has increased from 48.76% as at 21 January 2008 to 48.96% as at 4 February 2008. The increase was due to BToto's share buy back exercise and the purchase of 1,000,000 BToto shares by Gateway Benefit Sdn Bhd, a subsidiary company of BLand. Together with the equity interest in BToto which are held by other subsidiary companies of the Company, the total equity interest held by the Group exceeded 50% and as such, BToto is deemed a subsidiary company of BLand as well as the Company.
- (25) On 13 February 2008, BLand announced that the balance of the proceeds for the completed disposals by Noble Circle (M) Sdn Bhd ("NCMSB") and Sinar Merdu Sdn Bhd ("SMSB") of units in the KL Plaza building for a total consideration of RM470.55 million has been received. BLand had earlier on 15 August 2007 announced that NCMSB contracted with Makna Mujur Sdn Bhd for the disposal of part of the shopping podium, office tower, restaurant block and car park lot in KL Plaza owned by NCMSB for a total consideration of RM425.5 million. SMSB contracted with Revenue Point Sdn Bhd for the disposal of 59 furnished apartments and the clubhouse in KL Plaza owned by SMSB for a total consideration of RM45.05 million. A 10% deposit of RM42.55 million and RM4.5 million was then received by NCMSB and SMSB respectively.
- (26) On 18 February 2008, BLand announced that it has completed the acquisition of 2 ordinary shares of RM1.00 each, representing 100% stake, in Berjaya Hotels & Resorts Vietnam Sdn Bhd (formerly known as Faber Labuan Sdn Bhd) ("BHRViet") for a cash consideration of USD68.22 million (or about RM228.5 million). BHRViet has a 70% interest in Vimas Joint Venture Company Limited ("Vimas") which owns the Sheraton Hanoi Hotel and Towers in Hanoi City, Vietnam ("Sheraton Hotel"). BHRViet was a subsidiary company of the Faber Group Berhad group.
- (27) On 19 February 2008, BLand announced that its wholly owned subsidiary company, ICSB had on even date placed out a total of 50 million units of BLB ICULS at RM5.00 per BLB ICULS for a total cash consideration of RM250.0 million.
- (28) On 27 March 2007, BLand announced that it has on 25 March 2007 entered into a memorandum of understanding ("KyHoaMOU") with Ky Hoa Tourist Trading Company Ltd, Vietnam ("KyHoaTTCo") to collaborate on the proposed development of a parcel of land of approximately 66,721 square meters in Ho Chi Minh City into a mixed commercial and financial centre, with offices, shopping mall, a 5-star hotel and service suites ("VFCProject"). KyHoaTTCo has granted BLand a period of three months from the date of the execution of the KyHoaMOU to complete the design and feasibility study of the VFCProject, which has an estimated gross development value of approximately USD700 million (or about RM2.2 billion). On 27 June 2007, BLand announced that the parties have mutually agreed to extend the deadline for the signing of the memorandum of agreement by a further three months. On 5 November 2007, BLand announced that it has entered into an in-principle agreement with KyHoaTTCo to set out the basic rights and obligations of the parties concerned with respect to the VFCProject. BLand shall lease a parcel of land measuring in total approximately 66,388 square meters (or about 16.4 acres) located in Ho Chi Minh City, from KyHoaTTCo and the land will be developed by a new 100% owned company, to be established by BLand in Vietnam and known as VFC Co. Ltd. On 25 February 2008, BLand announced that its wholly owned subsidiary company BLCL has on 23 February 2008 received the investment certificate dated 20 February 2008 from the licensing authority in Vietnam for the VFCProject.

### 43. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONT'D)

- (29) On 4 March 2008, the Company completed the acquisition of 82,775,518 ordinary shares of RM1.00 each together with 16,198,080 warrants in BMedia for a total consideration of about RM139.2 million from Net Edge Online Sdn Bhd ("NEOSB") and Mr Tong Kooi Ong (collectively "BMediaVendors"). As announced on 29 February 2008, the consideration was satisfied by the transfer of a total of about 190.2 million units of existing BCorp ICULS ("ConsiderationICULS"), held by subsidiary companies of the Group, at a price of RM0.65 each and the assumption by the Group of a RM15.6 million term loan taken by NEOSB. The Company has given an undertaking to the BMediaVendors to procure the sale of the ConsiderationICULS ("ICULSPlacement") at a price of not less than RM0.65 per ConsiderationICULS ("SalePrice"). The Company was also given a call option to call upon the ConsiderationICULS at the SalePrice. The option period was till 24 May 2008 or when all the ConsiderationICULS are placed out, whichever was earlier. The Company did not exercise its option by 24 May 2008. However, in June 2008 the Company acquired only about 20.2 million units of the ConsiderationICULS from the BMediaVendors. The BMediaVendors retained the remaining 170.0 million units of ConsiderationICULS for another corporate exercise as disclosed in Note 44(5).
- (30) On 24 March 2008, the Company announced that it has cancelled a total of 550.0 million units (RM275.0 million nominal value) of BCorp ICULS. Together with the previous cancellation in November 2007, the Company has cancelled approximately 3.77 billion units of BCorp ICULS (approximately RM1.88 billion nominal value) till 24 March 2008.
- (31) On 25 March 2008, BLand announced that its 100%-owned subsidiary company, Berjaya Land Development Sdn Bhd ("BLand Development"), had on 25 March 2008 entered into a sale and purchase agreement with LKH Wires & Cables Sdn Bhd ("LKH") for the proposed acquisition of two adjoining parcels of vacant freehold land located in the Mukim of Plentong, District of Johor, Johor for a total cash consideration of RM10.50 million. LKH is a 100%-owned subsidiary company of MOL.com Berhad.
- (32) On 28 March 2008, BLand announced that its wholly owned subsidiary company, ICSB placed out 100 million units of BLB ICULS at RM5.00 per BLB ICULS via direct business transaction for a total cash consideration of RM500 million to Goldman Sachs International ("Placement") following the shareholders' approval at the EGM on 3 March 2008 which allowed BLand to place up to 200,000,000 units of BLB ICULS to potential investors ("Further Placements"). BLand had earlier on 19 February 2008 placed out 50 million units of ICULS at RM5.00 per unit, thus aggregating to a total placement of 150 million BLB ICULS. The BLand Board has decided not to pursue the placement of the balance 50 million units of BLB ICULS under the Further Placements. Accordingly, the BLand Board has decided to cancel all the remaining BLB ICULS held by the BLand Group of approximately 491.8 million units after the Placement. On 23 April 2008, BLand announced that it has cancelled the remaining BLB ICULS of about 491.8 million units.
- (33) On 28 March 2008, the Company announced that its subsidiary companies, JSSB, BGroup, BBSB, TMSB, Inter-Pacific Capital Sdn Bhd and Prime Credit Leasing Sdn Bhd have on even date placed out a total of 335.0 million units of BCorp ICULS for a total cash consideration of RM184.25 million or at RM0.55 per BCorp ICULS to Goldman Sachs International.
- (34) BLand, via its subsidiary companies SMSB and BL Capital Sdn Bhd ("BLCap"), acquired a total of about 13.2 million TMC shares representing 7.14% equity interest in TMC for a total cash consideration of about RM20.0 million during the period from 17 January 2008 to 28 March 2008.

As at 28 March 2008, BLand holds an aggregate of about 13.2 million TMC shares representing 7.14% interest in TMC. The Company, via two of its unlisted subsidiary companies, holds a total of about 21.6 million TMC shares representing 11.69% interest in TMC. Thus, the Group as a whole has a total of about 34.8 million TMC shares representing 18.83% interest in TMC.

- (35) On 1 April 2008, Bermaz Motor Sdn Bhd (formerly known as Berjaya Synthetic Fibre Sdn Bhd) ("Bermaz"), a 77.8% owned subsidiary company of the Group, acquired 100% equity interest in Bermaz Motor Trading Sdn Bhd (formerly known as Hercules Automotive Engineers Sdn Bhd) ("BMT"). On 28 February 2008, Bermaz entered into an agreement ("Distribution Agreement") with Mazda Motor Corporation of Japan for the distribution and retail of completely-built-up Mazda motor vehicles and parts in Malaysia effective 1 April 2008. As a result of the Distribution Agreement, Cycle & Carriage Bintang Berhad ("C&CBB"), the Mazda motor vehicle distributor then, transferred its Mazda business operation to BMT. The total consideration paid was about RM16.8 million comprising of about RM0.7 million for the BMT shares and about RM16.1 million for settlement of inter-company balance owing by BMT to C&CBB.

On 17 March 2008, the Company announced that it has decided to offer a 20% equity stake in Bermaz to Dato' Yeoh Choon San ("DYCS"), who is a director of Bermaz and is instrumental in bringing the Mazda distributorship to the Group. The offer is for DYCS to subscribe for 20,000 shares of RM1.00 each in Bermaz for a cash consideration of RM1.2 million or RM60.00 per share ("DYCS Subscription"). Simultaneous with the DYCS Subscription, BGroup, which is the holding company for Bermaz, will subscribe for 49,998 new ordinary shares of RM1.00 each for a cash consideration of RM9,779,998 or approximately RM195.608 per share. The lower subscription price for the DYCS Subscription represents the incentive arrangement for DYCS. Upon completion of the above allotments, Bermaz will implement a bonus issue on the basis of 99 for 1 to increase the issued and paid-up share capital of Bermaz to RM9.0 million. As part of the incentives to management staff, Bermaz will also allocate up to 10% of the enlarged share capital for management staff to subscribe in the future.

- (36) On 16 April 2008, the Company announced that its indirect subsidiary companies IPS and BSI had acquired a total of 2,381,296 ordinary shares of RM0.10 each in BToto during the period from 22 October 2007 to 15 April 2008 for a total cost of about RM11.86 million.
- (37) On 24 April 2008, the Company announced that its wholly owned subsidiary company RAPCL built on 23 April 2008, acquired 100 shares of common stock of USD0.01 par value each, representing 100% equity interest, in NF Roasters Corp ("NFRoasters"), a Delaware corporation in the United States of America ("USA"), from Nathan's Famous Inc, a Delaware corporation in USA for a total cash consideration of USD4.0 million (or about RM12.8 million). NFRoasters is the owner of the Kenny Rogers Roasters ("KRR") brand and worldwide rights.

#### 43. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONT'D)

- (38) On 28 April 2008, BLand announced that its wholly-owned subsidiary company, BLCL, has on 25 April 2008 received the investment certificate dated 22 April 2008 from the licensing authority in Vietnam for the mixed development office-commercial-residential project in Bien Hoa City, Dong Nai Province, Vietnam ("Bien Hoa Project"). The Bien Hoa Project is a joint venture between BLCL and Industrial Urban Development Joint Stock Company No 2, (whose trade name in Vietnam is "Cong Ty D2D"), Vietnam. Berjaya-D2D Company Limited ("B-D2D"), whereby BLCL shall hold 75% interest and IUD 25% interest, will be established to undertake the Bien Hoa Project.

The Bien Hoa Project site is situated in the vicinity of Vo Thi Sau Street, Thong Nhat Ward, east of Bien Hoa City Centre (about 1.5km), Dong Nai Province. It is within the proposed new Bien Hoa City Administration Centre in Thong Nhat Ward, which will be the central administration and commercial district of Dong Nai Province.

The proposed development of the Bien Hoa Project shall comprise mainly the following:

- (i) Three (3) blocks of apartments with a total of 564 units;
- (ii) An office block with a gross saleable area of about 24,016 sq m (or about 258,437 sq ft);
- (iii) A shopping mall with a gross saleable area of about 13,570 sq m (or about 146,058 sq ft); and
- (iv) A 5-star hotel.

Based on the latest development plans, the Bien Hoa Project will have an estimated gross development value and cost of about USD230.0 million (or about RM736.0 million) and USD180.0 million (or about RM576.0 million) respectively.

- (39) On 29 April 2008, BLand announced that BLCL, its wholly owned subsidiary company, has on even date signed the joint venture agreement ("JejuAgmt") with Jeju Free International City Development Center ("JDC") for the proposed joint venture to develop a resort-type residential and commercial complex ("JejuProject") on a parcel of land of approximately 74.37 hectares (or about 183.8 acres/8 million square feet) ("JejuLand") located at Yerae-dong, Seogwipo-si, Jeju Special Self-Governing Province, Republic of Korea. Berjaya Jeju Resort Limited ("BJeju") will be incorporated to undertake the JejuProject. BJeju's proposed initial issued and paid-up share capital shall not be less than USD30 million. BLCL and JDC will subscribe for it in the proportion of 81% and 19% respectively.

The JejuProject will be a mixed-use residential and commercial development called Yerae Resort-type Residential Complex comprising 600 mid-rise apartments, 200 villas, a 500-room resort hotel and serviced residences and a full-fledged casino with 500 rooms, a commercial facility with shopping and dining functions, a medical facility and other private and public facilities on the JejuLand.

BJeju will enter into an agreement with JDC to acquire the JejuLand for KRW72.10 billion (or about RM266 million or USD79 million) equivalent to RM33 or USD10 per sq ft. The overall JejuProject cost is estimated to be about USD2.6 billion whilst the gross development value is estimated at around USD3.6 billion subject to finalisation of the final business plan.

- (40) On 30 April 2008, the Company announced that it has cancelled a total of 200 million units (RM100.0 million nominal value) of BCorp ICULS. Together with the previous cancellations in November 2007 and March 2008, the Company has cancelled approximately 3.97 billion units of BCorp ICULS (approximately RM1.98 billion nominal value).

#### 44. SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE

- (1) On 2 May 2008, BLand announced that BLCL, its wholly owned subsidiary company, has completed the acquisition from Tradewinds Resources Sdn Bhd ("Tradewinds Resources") of 93.6 million ordinary shares of HKD1.00 each, representing 100% stake, in T.P.C. Development Limited, ("TPC Development") a company incorporated in Hong Kong, for USD25.0 million (or about RM84.5 million) and the repayment of inter-company debt owing by TPC Development to Tradewinds Resources of USD50.0 million (or about RM169.0 million). The total cash settlement under the acquisition is USD75.0 million (or about RM253.5 million). TPC Development has a 75% equity interest in T.P.C. Nghi Tam Village Limited, a company incorporated in Vietnam, which owns the InterContinental Hanoi Westlake Hotel in Hanoi City, Vietnam. BLand had previously announced this transaction on 7 November 2007.
- (2) On 26 February 2008, BLand announced that SMSB had on even date entered into an agreement with Encik Abdul Samad bin Ramli for the purchase of 2,790,000 ordinary shares of RM1.00 each representing 31% of the issued share capital of Absolute Prestige Sdn Bhd ("APSB") for RM9.3 million ("31%Acq"). SMSB had earlier, on 18 February 2008, acquired 1,800,000 ordinary shares of RM1.00 each representing 20% of the issued share capital of APSB for RM6.0 million from Piccolo Corporation Sdn Bhd ("20%Acq"). Upon completion of the 31%Acq, APSB will be a 51% subsidiary company of SMSB. The total investment cost for the 51% interest will be RM15.3 million. APSB holds a long term lease on Wisma Peladang, along Jalan Bukit Bintang, Kuala Lumpur. APSB has converted Wisma Peladang into a hotel named "the Piccolo Hotel" and 3 floors of commercial retail centre called "Piccolo Galleria". On 5 May 2008, the balance of the purchase consideration of about RM7.90 million was paid.
- (3) BLand announced on 28 March 2008 that Taman TAR Development Sdn Bhd ("TTD"), a wholly owned subsidiary company of BLand, entered into a conditional sale and purchase agreement with BerjayaCity Sdn Bhd ("BCity"), a wholly owned subsidiary company of the Group, for the proposed acquisition of a parcel of freehold land measuring approximately 16.2 million sq ft (or about 371.874 acres) in the Mukim of Sungai Tinggi District of Ulu Selangor, Selangor Darul Ehsan for a total cash consideration of RM48.6 million or at the average price of RM3.00 per sq ft (or about RM131,000 per acre). On 6 May 2008, BLand announced that it has received the approval from the Foreign Investment Committee for the proposed acquisition. All the conditions precedent has been fulfilled and it is now pending completion.

#### 44. SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE (CONT'D)

- (4) On 23 May 2008, the Company announced that BGroup, its wholly owned subsidiary company, has on even date entered into an agreement with Madam Oi Choon Peng and Mr Philip Randall Bozeman for the proposed acquisition of 60,000 ordinary shares of USD0.10 each representing 60% equity interest in Clark Hatch International Inc (“CHI”), a company incorporated in the Federal Territory of Labuan, for a total cash consideration of USD900,000 (about RM2.88 million).

CHI holds the exclusive rights, title and interest in the use of the trademark “Clark Hatch Fitness Centre” and “Clark Hatch Life Spa” in perpetuity on a worldwide basis.

- (5) On 30 May 2008, BMedia announced that NEOSB has on even date offered to acquire from Gemtech (M) Sdn Bhd, a wholly owned subsidiary company of BMedia, its 2.8 million ordinary shares of RM1.00 each representing 50% equity interest in The Edge Communications Sdn Bhd (“theEdge”) for a total purchase consideration of RM85 million to be satisfied by way of the transfer to Gemtech 170.0 million units of BCorp ICULS at the price of RM0.50 per BCorp ICULS (“EdgeOffer”). The transaction is conditional upon the approval of the shareholders of BMedia.

On 30 July 2008, BMedia announced that Gemtech had on even date accepted the EdgeOffer and that BMedia proposes to implement the following proposals:

- (i) Proposed disposal of its 2.8 million shares in theEdge to NEOSB for a consideration of RM85.0 million to be satisfied by the transfer of 170.0 million units of BCorp ICULS (“Proposed theEdge Disposal”);
- (ii) Proposed capital distribution of up to about 145.3 million units of BCorp ICULS to its shareholders on the basis of one BCorp ICULS for every two BMedia ordinary shares held. This will reduce the par value of the BMedia ordinary shares from RM1.00 to RM0.75 (“Proposed BMedia Distribution”); and
- (iii) Proposed cancellation of accumulated losses by an amount of up to about RM21.7 million by a corresponding reduction of its share premium (“Proposed BMedia Loss Cancellation”).

The Proposed BMedia Distribution and Proposed BMedia Loss Cancellation are conditional upon the Proposed theEdge Disposal and the Proposed BMedia Loss Cancellation is conditional upon the Proposed BMedia Distribution. The transactions are conditional upon the approval of the High Court, other relevant authorities and the shareholders of BMedia.

- (6) BLand, via its subsidiary companies BLCap and ICSB, acquired a total of about 12.2 million TMC shares representing 6.57% equity interest in TMC for a total cash consideration of about RM22.2 million during the period from 31 March 2008 to 4 June 2008.

As at 4 June 2008, BLand holds an aggregate of about 25.4 million TMC shares representing 13.71% interest in TMC. The Company, via two of its unlisted subsidiary companies, holds a total of about 21.6 million TMC shares representing 11.69% interest in TMC. Thus, the Group as a whole has a total of about 47.0 million TMC shares representing 25.40% interest in TMC.

- (7) On 18 April 2008, BLand announced its intention to purchase more ordinary shares of RM0.10 each in BToto from time to time from the open market, upon such terms and conditions as the BLand directors deem fit, for a total purchase consideration of up to an aggregate of RM250.0 million (“Proposed BToto Acquisitions”).

In view of the interests of the Group and Tan Sri Vincent Tan in BToto, the Proposed BToto Acquisitions are deemed as related party transactions and is subject to prior approval being obtained from the BLand shareholders.

The approval of the BLand shareholders on the Proposed BToto Acquisitions was obtained at an EGM held on 13 June 2008.

- (8) On 13 June 2008, the Company announced that it will seek its shareholders’ mandate at an EGM to be convened to undertake the purchase of up to 10% of the issued and paid-up ordinary share capital of the Company at the time of purchase (“Proposed BCorp Share Buy-Back”). The aforesaid mandate will be effective immediately after the EGM and will continue to be in force until:-

- (i) the conclusion of the first annual general meeting (“AGM”) of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
  - (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
  - (iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting,
- whichever occurs first.

The approval of the Company’s shareholders on the Proposed BCorp Share Buy-back was obtained at an EGM held on 23 July 2008.

- (9) On 13 June 2008, BLand announced that it will seek its shareholders’ mandate at an EGM to be convened to undertake the purchase of up to 10% of the issued and paid-up ordinary share capital of BLand at the time of purchase (“Proposed BLand Share Buy-Back”). The aforesaid mandate will be effective immediately after the EGM and will continue to be in force until:-

- (i) the conclusion of the first annual general meeting (“AGM”) of BLand following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
  - (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
  - (iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting,
- whichever occurs first.

The approval of BLand’s shareholders on the Proposed BLand Share Buy-back was obtained at an EGM held on 30 July 2008.

#### 44. SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE (CONT'D)

- (10) On 20 June 2008, BLand announced that its wholly owned subsidiary company, Dian Kristal Sdn Bhd, has on 19 June 2008 entered into 32 sales and purchase agreements with Berjaya Times Square Sdn Bhd, a wholly owned subsidiary company of Matrix International Berhad for the proposed acquisition of 32 units of fully furnished service suites in Berjaya Times Square for a total cash consideration of RM13.3 million.
- (11) On 1 July 2008, BLand announced that its wholly owned subsidiary company, BLCL has received the investment certificate from the licensing authority in Vietnam for the Vietnam International University Township Project ("VIUT Project"). The VIUT Project will be wholly developed and managed by Berjaya VIUT Ltd, a newly incorporated wholly owned subsidiary company of BLCL. The VIUT Project is located on a parcel of land measuring approximately 925 hectares (or about 2,285 acres) in Tan Thoi Nhi Commune, Hoc Mon District, Ho Chi Minh City, Vietnam and the land forms part of the North-West Metropolitan Authority Area of Ho Chi Minh City.
- (12) On 1 July 2008, the Company announced that its subsidiary company, Inter-Pacific Capital Sdn Bhd, had entered into a subscription agreement with ThepViet Capital Fund Management Joint Stock Company, Vietnam ("ThepViet") for the proposed subscription of VND24.5 billion or about RM4.74 million new charter capital representing 49% of the enlarged charter capital of ThepViet.
- (13) On 7 July 2008, the Company announced that it has entered into a build, operate and transfer agreement and a waste management and service agreement ("BOT&W Agreements") with the Construction Bureau of Sanshui District, Foshan City, China ("CSBD") for the proposed sanitary landfill project in Sanshui District, Foshan City, Guangdong Province, China to be known as the Sanshui Bainikeng Sanitary Landfill Project. The concession period will be for 28 years.
- (14) On 22 July 2008, the Company announced that Inter-Pacific Securities Sdn Bhd, its subsidiary company, had on 21 July 2008 received an approval from the State Securities Commission, Vietnam for the proposed investment of 14.7 million shares of VND10,000 each representing 49% equity interest in a new joint stock company which will be established to undertake stockbroking and related businesses for a total cash consideration of about VND147.0 billion (about RM29.15 million).
- (15) On 8 August 2008, the Company announced that Berjaya Krispy Kreme Doughnuts Sdn Bhd (formerly known as Premimas Sdn Bhd), a subsidiary company of the Group, has on even date entered into a development agreement with Krispy Kreme Doughnuts Corporation, a wholly owned subsidiary company of Krispy Kreme Doughnuts, Inc for the rights to develop and operate the Krispy Kreme doughnuts franchise business in Malaysia. Krispy Kreme Doughnuts, Inc is a public company listed on the New York Stock Exchange.

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES

| Name  | Country of incorporation | Equity interest held |        | Principal activities   |
|---|--------------------------|----------------------|--------|--|
|   |                          | 2008 %               | 2007 % |  |
| <b>SUBSIDIARIES:</b>                        |                          |                      |        |  |
| <b>Subsidiaries of the Company</b>          |                          |                      |        |  |
| Berjaya Corporation (Labuan) Limited        | Malaysia                 | 100.0                | -      | Investment holding.  |
| 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, property development and provision of maintenance services for apartments and condominiums. |
| <b>Subsidiaries of Berjaya Group Berhad</b> |                          |                      |        |  |
| 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 Bandartex Sdn Bhd                   | Malaysia                 | 100.0                | 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                 | 98.4 <sup>a</sup>    | 65.2   | Investment holding.  |
| Berjaya Carlovers (M) Sdn Bhd               | Malaysia                 | 75.0                 | 75.0   | Dormant.   |
| Berjaya Corporation (Cayman) Limited        | Cayman Islands           | 100.0                | 100.0  | Investment holding.  |
| Berjaya Corporation (S) Pte Ltd *           | Singapore                | 100.0                | 100.0  | Marketing agent.   |
| Berjaya Cosway (Overseas) Sdn Bhd           | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Berjaya Cycles Sdn Bhd                      | Malaysia                 | 100.0                | 100.0  | Rental of property.  |

a - The total equity interests held by the Group is 98.41% and it is held by the following subsidiary companies:

|                                 |         |
|---------------------------------|---------|
| (i) Berjaya Group Berhad        | 43.45 % |
| (ii) Juara Sejati Sdn Bhd       | 26.56 % |
| (iii) Bizurai Bijak (M) Sdn Bhd | 28.40 % |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities   |
|--|--------------------------|----------------------|--------|--|
|  |                          | 2008 %               | 2007 % |  |
| <b>Subsidiaries of Berjaya Group Berhad (Cont'd)</b>                     |                          |                      |        |  |
| Berjaya Education Sdn Bhd  | Malaysia                 | 60.0                 | 60.0   | Provision of education and professional training services.                                 |
| 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                 | 51.0                 | 51.0   | Operating of private university.   |
| Berjaya International Schools Sdn Bhd                                    | Malaysia                 | 70.0                 | 70.0   | Operating of international schools.  |
| Berjaya Knitex Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Knitted fabrics manufacturer.  |
| Berjaya Land Berhad  | Malaysia                 | 56.5 <i>b</i>        | 67.2   | Investment holding.  |
| Berjaya Media Berhad (formerly known as Nexnews Berhad)*                 | Malaysia                 | 56.9 <i>c</i>        | -      | Investment holding.  |
| Berjaya Premier Restaurants Sdn Bhd                                      | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| Berjaya Registration Services Sdn Bhd                                    | Malaysia                 | 100.0                | 100.0  | Share registration and mailing services.   |
| Berjaya Retail Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Retailing of fashion apparel under various brand names. Ceased operations during the year. |
| Berjaya Roadhouse Grill Pte Ltd #  | Singapore                | 100.0                | 100.0  | Dormant.   |
| Berjaya Roadhouse Grill Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Berjaya Roasters (M) Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Development and operation of the "Kenny Rogers Roasters" chain of restaurants.             |
| Berjaya Soutex Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Investment holding, manufacture and sale of yarn.  |
| Berjaya Starbucks Coffee Company Sdn Bhd                                 | Malaysia                 | -                    | 50.1   | Development and operation of the "Starbucks Coffee" chain of café and retail stores.       |
| Berjaya Wood Furniture (Malaysia) Sdn Bhd                                | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Bermaz Motor Sdn Bhd (formerly known as Berjaya Synthetic Fibre Sdn Bhd) | Malaysia                 | 77.8                 | 100.0  | Importation and distribution of Mazda passenger vehicles.                                  |
| Bizurai Bijak (M) Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| Bukit Pinang Leisure Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Investment holding and property development.   |

*b* - The total equity interests held by the Berjaya Group Berhad group is 56.52% and it is held by the following subsidiary companies:

|   |         |
|---|---------|
| (i) Teras Mewah Sdn Bhd                 | 36.82 % |
| (ii) Juara Sejati Sdn Bhd               | 10.81 % |
| (iii) Bizurai Bijak (M) Sdn Bhd         | 2.50 %  |
| (iv) Espeetex Sdn Bhd                   | 0.09 %  |
| (v) Inter-Pacific Capital Sdn Bhd       | 2.41 %  |
| (vi) Rantau Embun Sdn Bhd               | 0.87 %  |
| (vii) Berjaya Sompo Insurance Berhad    | 0.52 %  |
| (viii) Inter-Pacific Securities Sdn Bhd | 2.18 %  |
| (ix) Prime Credit Leasing Sdn Bhd       | 0.32 %  |

The total equity interests held by the Group is 57.05% and the additional equity interest is held by the following subsidiary company:

|                          |        |
|--------------------------|--------|
| (i) Berjaya Hills Berhad | 0.53 % |
|--------------------------|--------|

*c* - The total equity interests held by the Group is 56.94% and it is held by the following subsidiary companies:

|  |         |
|--|---------|
| (i) Garima Holdings Sdn Bhd              | 17.78 % |
| (ii) Berjaya Group Berhad                | 4.34 %  |
| (iii) Espeetex Sdn Bhd                   | 18.27 % |
| (iv) Berjaya Hills Berhad                | 1.13 %  |
| (v) Regnis Industries (Malaysia) Sdn Bhd | 2.36 %  |
| (vi) FEAB Properties Sdn Bhd             | 2.03 %  |
| (vii) Prime Credit Leasing Sdn Bhd       | 8.11 %  |
| (viii) Berjaya Sompo Insurance Berhad    | 2.92 %  |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name  | Country of incorporation | Equity interest held |        | Principal activities   |
|---|--------------------------|----------------------|--------|--|
|   |                          | 2008 %               | 2007 % |  |
| <b>Subsidiaries of Berjaya Group Berhad (Cont'd)</b>    |                          |                      |        |  |
| Changan Berjaya Auto Sdn Bhd                            | Malaysia                 | 51.0                 | 51.0   | Marketing, importing and distribution of motor vehicles.   |
| Cosway Corporation Berhad                               | Malaysia                 | 99.0 <i>d</i>        | 68.0   | Investment holding.  |
| Country Farms Sdn Bhd                                   | Malaysia                 | 70.0                 | 70.0   | Wholesale and distribution of organic food products.   |
| 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.               |
| Finewood Forest Products Sdn Bhd                        | Malaysia                 | 51.0                 | 51.0   | Manufacture and sale of moulded timber and other related timber products and investment holding. |
| Flywheel Rubber Works Sdn Bhd                           | Malaysia                 | 85.0                 | 85.0   | Dormant.   |
| Garima Holdings Sdn Bhd                                 | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| Global Empires Sdn Bhd                                  | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| 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  | Property development.  |
| KUB-Berjaya Enviro Sdn Bhd                              | Malaysia                 | 60.0                 | 60.0   | Sanitary landfill operation.   |
| Novacom Integrated Sdn Bhd                              | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Ralmal Development Sdn Bhd                              | Malaysia                 | 100.0                | 100.0  | Property investment.   |
| Rangkaian Sejahtera Sdn Bhd                             | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| Sesistem Angkut Sdn Bhd                                 | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Shinca Electronics Sdn Bhd                              | Malaysia                 | 95.0                 | 95.0   | Rental of property.  |
| South Pacific Textiles Industries (Singapore) Pte Ltd # | Singapore                | 100.0                | 100.0  | Garment export agency.   |
| Successline (M) Sdn Bhd                                 | Malaysia                 | 60.0                 | 60.0   | Investment holding.  |
| Teras Mewah Sdn Bhd                                     | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| United Approach Sdn Bhd                                 | Malaysia                 | 100.0                | 50.1   | Property investment.   |
| VRS (Malaysia) Sdn Bhd                                  | Malaysia                 | 99.0                 | 99.0   | Property investment.   |
| Wangsa Tegap Sdn Bhd                                    | Malaysia                 | 100.0                | 100.0  | Property investment and development.   |
| <b>Subsidiaries of Berjaya Capital Berhad</b>           |                          |                      |        |  |
| Berjaya Capital (Cayman) Limited                        | Cayman Islands           | 100.0                | -      | Dormant.   |
| Berjaya Sampo Insurance Berhad                          | Malaysia                 | 70.0                 | 70.0   | General insurance.   |
| Cahaya Nominees (Tempatan) Sdn Bhd                      | Malaysia                 | 100.0                | 100.0  | Nominee services.  |
| 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.   |
| <b>Subsidiaries of Inter-Pacific Capital Sdn Bhd</b>    |                          |                      |        |  |
| Ambilan Imej Sdn Bhd                                    | Malaysia                 | 100.0                | 100.0  | Property investment.   |
| Inter-Pacific Futures Sdn Bhd                           | Malaysia                 | 100.0                | 100.0  | Under voluntary liquidation.   |
| Inter-Pacific Management Sdn Bhd                        | Malaysia                 | 100.0                | 100.0  | Money lending.   |
| Inter-Pacific Research Sdn Bhd                          | Malaysia                 | 100.0                | 100.0  | Research services.   |
| Inter-Pacific Securities Sdn Bhd                        | Malaysia                 | 100.0                | 100.0  | Stockbroking.  |
| Eng Equities Sdn Bhd                                    | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| UT Equities Sdn Bhd                                     | Malaysia                 | 100.0                | 100.0  | Dormant.   |

*d* - The total equity interests held by the Group is 98.99% and it is held by the following subsidiary companies:

|                                 |         |
|---------------------------------|---------|
| (i) Garima Holdings Sdn Bhd     | 47.37 % |
| (ii) Juara Sejati Sdn Bhd       | 16.88 % |
| (iii) Bizurai Bijak (M) Sdn Bhd | 3.72 %  |
| (iv) Global Empires Sdn Bhd     | 31.02 % |



**45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)**

| Name  | Country of incorporation   | Equity interest held |        | Principal activities  |
|---|----------------------------|----------------------|--------|---|
|   |                            | 2008 %               | 2007 % |   |
| <b>Subsidiaries of Inter-Pacific Securities Sdn Bhd</b>     |                            |                      |        |   |
| Inter-Pacific Asset Management Sdn Bhd                      | Malaysia                   | 100.0                | 100.0  | Fund management.  |
| Inter-Pacific Equity Nominees (Asing) Sdn Bhd               | Malaysia                   | 100.0                | 100.0  | Nominee services.   |
| Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd            | Malaysia                   | 100.0                | 100.0  | Nominee services.   |
| <b>Subsidiaries of Eng Equities Sdn Bhd</b>                 |                            |                      |        |   |
| Eng Nominees (Asing) Sdn Bhd                                | Malaysia                   | 100.0                | 100.0  | Under voluntary liquidation.  |
| Eng Nominees (Tempatan) Sdn Bhd                             | Malaysia                   | 100.0                | 100.0  | Under voluntary liquidation.  |
| <b>Subsidiaries of UT Equities Sdn Bhd</b>                  |                            |                      |        |   |
| Traders Nominees (Asing) Sdn Bhd                            | Malaysia                   | 100.0                | 100.0  | Under voluntary liquidation.  |
| Traders Nominees (Tempatan) Sdn Bhd                         | Malaysia                   | 100.0                | 100.0  | Under voluntary liquidation.  |
| <b>Subsidiaries of Berjaya Corporation (Cayman) Limited</b> |                            |                      |        |   |
| 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.  |
| <b>Subsidiaries of Berjaya Group (Cayman) Limited</b>       |                            |                      |        |   |
| Berjaya Engineering & Construction (HK) Limited*            | Hong Kong                  | 75.0                 | 75.0   | Investment holding.   |
| Berjaya Forest Products (Luxembourg) S.á r.l.*              | Luxembourg                 | 100.0                | 100.0  | Investment holding.   |
| 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 Investment (Cayman) Limited                         | Cayman Islands             | 100.0                | 100.0  | Dormant.  |
| 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 | 68.6 e               | -      | Property development and management.  |
| Berjaya Timber Industries (Guyana) Ltd*                     | Guyana                     | 100.0                | 100.0  | Dormant.  |
| Carlovers International Limited                             | Cayman Islands             | 51.0                 | 51.0   | Owner, operator and franchisor of "Carlovers Carwash".  |
| Carlovers Specialty Products Pte Ltd*                       | Australia                  | 51.0                 | 51.0   | Dormant.  |
| Roadhouse Grill, Inc.*                                      | United States              | -                    | 66.5   | Owner, operator and franchisor of "Roadhouse Grill of America Restaurants".                             |
| 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.       |
| 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.  |

e - The total equity interests held by the Group is 100.0% and it is held by the following subsidiary companies:

- |  |         |
|--|---------|
| (i) Berjaya Group (Cayman) Limited                   | 68.55 % |
| (ii) Berjaya Engineering & Construction (HK) Limited | 31.45 % |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation   | Equity interest held |        | Principal activities  |
|--|----------------------------|----------------------|--------|---|
|  |                            | 2008 %               | 2007 % |   |
| <b>Subsidiary of Berjaya Engineering &amp; Construction (HK) Limited</b>       |                            |                      |        |   |
| Berjaya Sanhe Real Estate Development Co Ltd*                                  | People's Republic of China | -                    | 52.0   | Property development and management.  |
| <b>Subsidiaries of Berjaya Group Equity (Cayman) Limited</b>                   |                            |                      |        |   |
| Berjaya Group (Aust) Pty Ltd*  | Australia                  | 100.0                | 100.0  | Investment holding.   |
| Healthcare Holdings (Cayman) Limited   | Cayman Islands             | 100.0                | 100.0  | Investment holding.   |
| <b>Subsidiary of Berjaya Group (Aust) Pty Ltd</b>                              |                            |                      |        |   |
| Carlovers Carwash Limited *  | Australia                  | 57.8                 | 57.8   | Operation of self-service carwash centres.                                    |
| <b>Subsidiaries of Carlovers Carwash Limited</b>                               |                            |                      |        |   |
| Carlovers Carwash (Aust) Pty Limited *   | Australia                  | 100.0                | 100.0  | Operation of self-service carwash centres.                                    |
| The Carwash Kings Pty Limited *  | Australia                  | 100.0                | 100.0  | Operation of self-service carwash centres.                                    |
| Carlovers (Maroochydore) Pty Limited *   | Australia                  | 100.0                | 100.0  | Operation of self-service carwash centres.                                    |
| <b>Subsidiary of Carlovers International Limited</b>                           |                            |                      |        |   |
| Carlovers International Services Pty Ltd *                                     | Australia                  | 100.0                | 100.0  | Dormant.  |
| <b>Subsidiaries of Roadhouse Grill Asia Pacific (HK) Limited</b>               |                            |                      |        |   |
| Roadhouse Grill Asia Pacific (Cayman) Limited                                  | Cayman Islands             | 100.0                | 100.0  | Franchisor of the "Roadhouse Grill Restaurant" chains.                        |
| Roadhouse Grill Asia Pacific (M) Sdn Bhd                                       | Malaysia                   | 100.0                | 100.0  | Provision of management services to franchisees.                              |
| <b>Subsidiaries of Roasters Asia Pacific (HK) Limited</b>                      |                            |                      |        |   |
| 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.  |
| <b>Subsidiary of Roasters Asia Pacific (Cayman) Limited</b>                    |                            |                      |        |   |
| NF Roasters Corp   | United States of America   | 100.0                | -      | Owner of the "Kenny Rogers Roasters" brand and investment holding.            |
| <b>Subsidiaries of NF Roasters Corp</b>  |                            |                      |        |   |
| NF Roasters of Commack Inc.  | United States of America   | 100.0                | -      | Dormant.  |
| NF Roasters of Rockville Center Inc.   | United States of America   | 100.0                | -      | Dormant.  |
| <b>Subsidiaries of Berjaya Media Berhad (formerly known as Nexnews Berhad)</b> |                            |                      |        |   |
| Gemtech (M) Sdn Bhd*   | Malaysia                   | 100.0                | -      | Trading of publication materials.   |
| Nexnews Channel Sdn Bhd (formerly known as Hup Sheng Jewellery Sdn Bhd)*       | Malaysia                   | 100.0                | -      | Dormant.  |
| Moves & Shakes Sdn Bhd*  | Malaysia                   | 100.0                | -      | Promoters and organisers of events, seminars, workshops, concerts and others. |
| Sun Media Corporation Sdn Bhd*   | Malaysia                   | 100.0                | -      | Publication, printing and distribution of daily newspaper.                    |
| <b>Subsidiaries of Sun Media Corporation Sdn Bhd</b>                           |                            |                      |        |   |
| Corporate World Sendirian Berhad*  | Malaysia                   | 98.8                 | -      | Under voluntary liquidation.  |
| Fikiran Graphics Sdn Bhd*  | Malaysia                   | 96.7                 | -      | Under voluntary liquidation.  |
| Nadi Publications Sdn Bhd*   | Malaysia                   | 99.9                 | -      | Under voluntary liquidation.  |

**45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)**

| Name  | Country of incorporation | Equity interest held |        | Principal activities  |
|---|--------------------------|----------------------|--------|---|
|   |                          | 2008 %               | 2007 % |   |
| <b>Subsidiaries of Berjaya Land Berhad</b>  |                          |                      |        |   |
| Alam Baiduri Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.  |
| AM Prestige Sdn Bhd<br>(formerly known as Stephens Properties Holdings 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  | Property management.  |
| Ayura Spa (M) Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Spa management.   |
| 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 (Mauritius) Ltd*   | Mauritius                | -                    | 100.0  | Hotel and resort operator investment holding.                       |
| Berjaya Hotels & Resorts (Seychelles) Limited*                                    | Republic of Seychelles   | 100.0                | 100.0  | Management company for Berjaya Praslin Beach Resort.                |
| Berjaya Jet Charter Sdn Bhd   | Malaysia                 | 100.0                | -      | Jet charter.  |
| Berjaya Kawat Industries Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Property investment and rental of properties.                       |
| Berjaya Land Development Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Property development and investment holding.                        |
| Berjaya Leisure Capital (Cayman) Limited  | Cayman Islands           | 100.0                | 100.0  | Investment holding.   |
| Berjaya Leisure (Cayman) Limited  | Cayman Islands           | 100.0                | 100.0  | Investment holding.   |
| Berjaya Megamall Management Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Property management.  |
| 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                 | 60.0                 | 60.0   | Dormant.  |
| B.T. Properties Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Property development and management.                                |
| Berjaya Hotels & Resorts Vietnam Sdn Bhd (formerly known as Faber Labuan Sdn Bhd) | Malaysia                 | 100.0                | -      | Investment holding.   |
| Berjaya Sports Toto Berhad  | Malaysia                 | 49.8 <i>f</i>        | -      | Investment holding.   |

*f* - The total equity interests held by the Berjaya Land Berhad group is 49.81% and it is held by the following subsidiary companies:

|                                      |         |
|--------------------------------------|---------|
| (i) Gateway Benefit Sdn Bhd          | 23.21 % |
| (ii) Berjaya Land Berhad             | 19.52 % |
| (iii) Immediate Capital Sdn Bhd      | 4.67 %  |
| (iv) BL Capital Sdn Bhd              | 2.37 %  |
| (v) Berjaya Land Development Sdn Bhd | 0.04 %  |

The total equity interests held by the Group is 51.07% and the additional equity interest is held by the following subsidiary companies:

|  |        |
|--|--------|
| (i) Inter-Pacific Capital Sdn Bhd      | 0.17 % |
| (ii) Berjaya Sompo Insurance Berhad    | 0.61 % |
| (iii) Inter-Pacific Securities Sdn Bhd | 0.48 % |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities  |
|--|--------------------------|----------------------|--------|---|
|  |                          | 2008 %               | 2007 % |   |
| <b>Subsidiaries of Berjaya Land Berhad (Cont'd)</b>                    |                          |                      |        |   |
| 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 and investment holding.                |
| BL Capital Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Investment holding.   |
| BTS Leaseback Management Sdn Bhd                                       | Malaysia                 | 100.0                | 100.0  | Dormant.  |
| 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                 | 51.0                 | 51.0   | 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  | Dormant.  |
| Marvel Fresh Sdn Bhd (formerly known as Redang Travel & Tours Sdn Bhd) | Malaysia                 | 100.0                | -      | Dormant.  |
| 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. Ceased operations during the year. |
| Nural Enterprise Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Investment and rental of property.                                    |
| Pakar Angsana Sdn Bhd  | Malaysia                 | 80.0                 | 80.0   | Property development.   |
| Pearl Crescent Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Dormant.  |
| Pelangi Istimewa Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Dormant.  |
| Pembinaan Stepro Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Dormant.  |
| Portal Access Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Investment holding.   |
| Punca Damai Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.  |
| Regnis Industries (Malaysia) Sdn Bhd                                   | Malaysia                 | 57.1                 | 57.1   | 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.   |
| Sports Toto (Fiji) Ltd #   | Republic of Fiji         | 100.0                | 100.0  | Investment holding.   |
| Stephens Properties Plantations Sdn Bhd                                | Malaysia                 | 51.0                 | 51.0   | Dormant.  |
| Tekun Permata Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Property investment.  |
| Tioman Island Resort Berhad  | Malaysia                 | 86.3                 | 80.0   | 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.   |
| <b>Subsidiaries of Berjaya Hotels and Resort (Mauritius) Ltd</b>       |                          |                      |        |   |
| Berjaya Casino Limited *   | Mauritius                | -                    | 100.0  | Gaming activities.  |
| Berjaya Services Limited *   | Mauritius                | -                    | 100.0  | Dormant.  |
| <b>Subsidiaries of Berjaya Land Development Sdn Bhd</b>                |                          |                      |        |   |
| Indra Ehsan Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Property development.   |
| Kim Rim Enterprise Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Property development.   |
| Selat Makmur Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Property development.   |
| Sri Panglima Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Property development.   |

**45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)**

| Name   | Country of incorporation      | Equity interest held |        | Principal activities  |
|--|-------------------------------|----------------------|--------|---|
|  |                               | 2008 %               | 2007 % |   |
| <b>Subsidiaries of Berjaya Leisure (Cayman) Limited</b>        |                               |                      |        |   |
| Berjaya (China) Great Mall Co. Ltd *                           | People's Republic of China    | 51.0                 | 51.0   | Property investment and development.                          |
| Berjaya Asset (Cayman) Limited                                 | Cayman Islands                | 100.0                | -      | Investment holding.   |
| Berjaya International Casino Management (Seychelles) Limited # | Republic of Seychelles        | 60.0                 | 60.0   | Casino operations.  |
| Berjaya Mount Royal Beach Hotel Limited #                      | Sri Lanka                     | 92.6                 | 92.6   | Owner and operator of hotel.                                  |
| Berjaya Properties (HK) Limited *                              | Hong Kong                     | 60.0                 | 60.0   | Dormant.  |
| Berjaya-D2D Company Limited                                    | Socialist Republic of Vietnam | 75.0                 | -      | Property investment and development.                          |
| Berjaya Vietnam Financial Centre Limited                       | Socialist Republic of Vietnam | 100.0                | -      | Property investment and development.                          |
| Mahameru Consultancy d.o.o. Visoko*                            | Bosnia and Herzegovina        | 100.0                | -      | Property investment.  |
| Natural Gain Investments Limited*                              | Hong Kong                     | 100.0                | 100.0  | Property investment.  |
| RC Hotel and Resort JV Holdings (BVI) Company Limited          | British Virgin Islands        | 56.7                 | -      | Investment holding.   |
| <b>Subsidiary of Berjaya Property Management Sdn Bhd</b>       |                               |                      |        |   |
| Taman TAR Development Sdn Bhd                                  | Malaysia                      | 100.0                | 100.0  | Property development.   |
| <b>Subsidiaries of Berjaya Sports Toto Berhad</b>              |                               |                      |        |   |
| Berjaya Sports Toto (Cayman) Limited                           | Cayman Islands                | 100.0                | -      | Investment holding.   |
| Berjaya Wellesley Hotel Sdn Bhd                                | Malaysia                      | 100.0                | -      | Dormant.  |
| FEAB Equities Sdn Bhd  | Malaysia                      | 100.0                | -      | Dormant.  |
| FEAB Land Sdn Bhd  | Malaysia                      | 100.0                | -      | Property development.   |
| FEAB Properties Sdn Bhd  | Malaysia                      | 100.0                | -      | Property investment and development and investment holding.   |
| Magna Mahsuri Sdn Bhd  | Malaysia                      | 100.0                | -      | Property investment.  |
| Sports Toto Malaysia Sdn Bhd                                   | Malaysia                      | 100.0                | -      | Toto betting operations.                                      |
| STM Resort Sdn Bhd   | Malaysia                      | 100.0                | -      | Property investment.  |
| <b>Subsidiary of FEAB Land Sdn Bhd</b>                         |                               |                      |        |   |
| FEAB Realty Sdn Bhd  | Malaysia                      | 100.0                | -      | Dormant.  |
| <b>Subsidiaries of Sports Toto Malaysia Sdn Bhd</b>            |                               |                      |        |   |
| Sports Toto Apparel Sdn Bhd                                    | Malaysia                      | 100.0                | -      | Dormant.  |
| Sports Toto Computer Sdn Bhd                                   | Malaysia                      | 100.0                | -      | Dormant.  |
| Sports Toto Products Sdn Bhd                                   | Malaysia                      | 100.0                | -      | Dormant.  |
| <b>Subsidiary of Berjaya Sports Toto (Cayman) Limited</b>      |                               |                      |        |   |
| Berjaya Lottery Management (HK) Limited ("BLM")*               | Hong Kong                     | 100.0                | -      | Investment holding.   |
| <b>Subsidiaries of Berjaya Lottery Management (HK) Limited</b> |                               |                      |        |   |
| Prime Gaming Philippines, Inc. ("PGPI")*                       | Philippines                   | 72.3 g               | -      | Investment holding.   |
| International Lottery & Totalizator Systems, Inc.*             | United States of America      | 71.3                 | -      | Manufacturer and distributor of computerised lottery systems. |

g - The total equity interests held by the Berjaya Sports Toto (Cayman) Limited group in Prime Gaming Philippines, Inc is 81.45% and it is held by the following group companies:

- |   |         |
|---|---------|
| (i) Berjaya Lottery Management (HK) Limited | 72.33 % |
| (ii) Berjaya Sports Toto (Cayman) Limited   | 9.12 %  |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities   |
|--|--------------------------|----------------------|--------|--|
|  |                          | 2008 %               | 2007 % |  |
| <b>Subsidiary of Prime Gaming Philippines, Inc.</b>                          |                          |                      |        |  |
| Philippine Gaming Management Corporation*                                    | Philippines              | 100.0                | -      | Leasing of on-line lottery equipment.  |
| <b>Subsidiaries of International Lottery &amp; Totalizator Systems, Inc.</b> |                          |                      |        |  |
| ILTS. Com, Inc.*   | United States of America | 100.0                | -      | Dormant.   |
| Unisyn Solutions, Inc.*  | United States of America | 100.0                | -      | Dormant.   |
| International Totalizator Systems, Inc.*                                     | United States of America | 100.0                | -      | Dormant.   |
| <b>Subsidiaries of Berjaya Vacation Club Berhad</b>                          |                          |                      |        |  |
| Berjaya Air Sdn Bhd  | Malaysia                 | 99.3                 | 99.3   | Charter and schedule flight operator.  |
| Berjaya Beau Vallon Bay (Cayman) Limited                                     | Cayman Islands           | 100.0                | 100.0  | Investment holding.  |
| Berjaya Georgetown Hotel (Penang) Sdn Bhd                                    | Malaysia                 | 100.0                | 100.0  | Hotel owner and operator.  |
| 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                 | 60.0   | Investment holding.  |
| Berjaya International Casino Management (HK) Limited*                        | Hong Kong                | 80.0                 | 80.0   | Investment holding.  |
| Berjaya Langkawi Beach Resort Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Hotel and resort operation.  |
| Berjaya Mahe Beach (Cayman) Limited  | Cayman Islands           | -                    | 100.0  | Investment holding.  |
| Berjaya Praslin Beach (Cayman) Limited                                       | Cayman Islands           | 100.0                | 100.0  | Investment holding.  |
| Berjaya Redang Beach Resort Sdn Bhd  | Malaysia                 | 99.5                 | 99.4   | Hotel and resort operation.  |
| Berjaya Resort Management Services Sdn Bhd                                   | Malaysia                 | 100.0                | 100.0  | Resort management.   |
| 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.   |
| Berjaya Vacation Club (Philippines) Inc#                                     | Philippines              | 100.0                | 100.0  | Buying, selling and marketing of vacation club memberships under a time-sharing concept. |
| Berjaya Vacation Club (S) Pte Ltd*   | Singapore                | 100.0                | 100.0  | Vacation time sharing and hotel operator.  |
| Bukit Kiara Resort Berhad  | Malaysia                 | 100.0                | 100.0  | Developer and operator of equestrian and recreational club.                              |
| BVC Bowling Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Dian Kristal Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Owner of hotel.  |
| Indah Corporation Berhad   | Malaysia                 | 100.0                | 100.0  | Developer and operator of golf resort and property development.                          |
| KDE Recreation Berhad  | Malaysia                 | 51.0                 | 51.0   | 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. Ceased operations during the year.                    |
| Staffield Country Resort Berhad  | Malaysia                 | 80.0                 | 80.0   | Developer and operator of golf resort.   |
| Tioman Pearl Sdn Bhd   | Malaysia                 | 70.0                 | 70.0   | Development of hotel and resort.   |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities            |
|--|--------------------------|----------------------|--------|---------------------------------|
|  |                          | 2008 %               | 2007 % |                                 |
| <b>Subsidiaries of Berjaya Air Sdn Bhd</b>                             |                          |                      |        |                                 |
| Berjaya Air Cargo Sdn Bhd  | Malaysia                 | 100.0                | -      | Dormant.                        |
| Berjaya Airport Services Sdn Bhd                                       | Malaysia                 | 100.0                | -      | Dormant.                        |
| <b>Subsidiary of Berjaya Beau Vallon Bay (Cayman) Limited</b>          |                          |                      |        |                                 |
| Berjaya Beau Vallon Bay Beach Resort Limited *                         | Republic of Seychelles   | 100.0                | 100.0  | Hoteliers.                      |
| <b>Subsidiary of Berjaya Praslin Beach (Cayman) Limited</b>            |                          |                      |        |                                 |
| Anse Volbert Hotel Limited   | Republic of Seychelles   | 100.0                | 100.0  | Hotel operation and management. |
| <b>Subsidiaries of Berjaya Georgetown Hotel (Penang) Sdn Bhd</b>       |                          |                      |        |                                 |
| Berjaya Georgetown Sharksfin Restaurant Sdn Bhd                        | Malaysia                 | 100.0                | 100.0  | Dormant.                        |
| BG Karaoke Sdn Bhd   | Malaysia                 | 69.0                 | 69.0   | Dormant.                        |
| <b>Subsidiary of Berjaya Hotels &amp; Resorts (HK) Limited</b>         |                          |                      |        |                                 |
| Berjaya Hotels & Resorts (Cayman) Limited                              | Cayman Islands           | 100.0                | 100.0  | Dormant.                        |
| <b>Subsidiary of Berjaya Mahe Beach (Cayman) Limited</b>               |                          |                      |        |                                 |
| Berjaya Mahe Beach Resort Limited *                                    | Republic of Seychelles   | -                    | 100.0  | Hoteliers.                      |
| <b>Subsidiaries of Berjaya Redang Beach Resort Sdn Bhd</b>             |                          |                      |        |                                 |
| Marvel Fresh Sdn Bhd (formerly known as Redang Travel & Tours Sdn Bhd) | Malaysia                 | -                    | 100.0  | Dormant.                        |
| Redang Island Golf and Country Club Berhad                             | Malaysia                 | 100.0                | 100.0  | Dormant.                        |
| Redang Island Resort (S) Pte Ltd *                                     | Singapore                | 100.0                | 100.0  | Dormant.                        |
| <b>Subsidiaries of Berjaya Vacation Club (Cayman) Limited</b>          |                          |                      |        |                                 |
| Berjaya Vacation Club (Japan) Limited*                                 | Japan                    | 100.0                | 100.0  | Dormant.                        |
| Berjaya Vacation Club (UK) Limited*                                    | United Kingdom           | 100.0                | 100.0  | Hoteliers and hotel management. |
| Berjaya Vacation Club India Private Ltd*                               | India                    | 90.0 <i>h</i>        | 90.0   | Dormant.                        |
| <b>Subsidiary of Cerah Tropika Sdn Bhd</b>                             |                          |                      |        |                                 |
| Penstate Corp Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Property development.           |
| <b>Subsidiary of Kota Raya Development Sdn Bhd</b>                     |                          |                      |        |                                 |
| Kota Raya Complex Management Sdn Bhd                                   | Malaysia                 | 100.0                | 100.0  | Property management.            |

*h* - The total equity interests held by the Berjaya Land Berhad group is 100.0% and it is held by the following subsidiary companies:

|  |         |
|--|---------|
| (i) Berjaya Vacation Club (Cayman) Limited | 90.00 % |
| (ii) Berjaya Vacation Club Berhad          | 10.00 % |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name  | Country of incorporation | Equity interest held |        | Principal activities   |
|---|--------------------------|----------------------|--------|--|
|   |                          | 2008 %               | 2007 % |  |
| <b>Subsidiary of Noble Circle (M) Sdn Bhd</b>   |                          |                      |        |  |
| Noble Circle Management Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Ceased operations during the year.   |
| <b>Subsidiary of Nural Enterprise Sdn Bhd</b>   |                          |                      |        |  |
| Aras Klasik Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Property management.   |
| <b>Subsidiary of Sports Toto (Fiji) Limited</b>   |                          |                      |        |  |
| Waidroka Trust Estates Limited#   | Republic of Fiji         | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiary of Wisma Stephens Management Co Sdn Bhd</b>                                     |                          |                      |        |  |
| Wujud Jaya Sdn Bhd *  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiary of Wujud Jaya Sdn Bhd</b>   |                          |                      |        |  |
| Wujud Jaya Development Sdn Bhd *  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiaries of Tioman Island Resort Berhad</b>  |                          |                      |        |  |
| 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.   |
| Tioman Recreation Centre Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Tioman Travel & Tours Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiaries of Berjaya Premier Restaurants Sdn Bhd</b>                                    |                          |                      |        |  |
| Berjaya Krispy Kreme Doughnuts Sdn Bhd (formerly known as Premimas Sdn Bhd)                   | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Fortune Court Restaurant Sdn Bhd  | Malaysia                 | 66.9                 | 66.9   | Dormant.   |
| Wen Berjaya Sdn Bhd (formerly known as Nadi Klasik Sdn Bhd)                                   | Malaysia                 | 100.0                | 100.0  | Restaurant business.   |
| <b>Subsidiaries of Berjaya Soutex Sdn Bhd</b>   |                          |                      |        |  |
| Dewangsa Holdings Sdn Bhd*  | Malaysia                 | -                    | 60.0   | Investment holding.  |
| Knitwear Fashion (Kedah) Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Qualinit Sendirian Berhad   | Malaysia                 | 60.0                 | 60.0   | Dormant.   |
| <b>Subsidiary of Bermaz Motor Sdn Bhd (formerly known as Berjaya Synthetic Fibre Sdn Bhd)</b> |                          |                      |        |  |
| Bermaz Motor Trading Sdn Bhd (formerly known as Hercules Automotive Engineers Sdn Bhd)*       | Malaysia                 | 100.0                | -      | Sale and servicing of Mazda passenger vehicles.  |
| <b>Subsidiary of Bukit Pinang Leisure Sdn Bhd</b>   |                          |                      |        |  |
| Bukit Pinang Rel Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiaries of Cosway Corporation Berhad</b>  |                          |                      |        |  |
| Berjaya HVN Sdn Bhd   | Malaysia                 | 63.7                 | 63.7   | Distribution, sale and rental of audio/visual home entertainment products.                           |
| Cosway (M) Sdn Bhd  | Malaysia                 | 90.0                 | 100.0  | Direct selling of cosmetics, perfume, fashion jewellery, pharmaceutical and other consumer products. |



**45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)**

| Name  | Country of incorporation | Equity interest held |        | Principal activities   |
|---|--------------------------|----------------------|--------|--|
|   |                          | 2008 %               | 2007 % |  |
| <b>Subsidiaries of Cosway Corporation Berhad (Cont'd)</b> |                          |                      |        |  |
| First Ever Marketing Sdn Bhd                              | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Noble Creation Sdn Bhd                                    | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Noble Karaoke Equipment Sdn Bhd                           | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| Rapid Computer Centre (SEA) Sdn Bhd                       | Malaysia                 | 95.5                 | 95.5   | Dormant.   |
| Singer (Malaysia) Sdn Bhd                                 | Malaysia                 | 100.0                | 100.0  | Marketing and selling of consumer durable products on cash, credit, hire purchase and equal payment schemes under the "Singer" trademark and other brands. |
| Tegas Kinta Sdn Bhd                                       | Malaysia                 | 100.0                | 100.0  | Property investment.   |
| <b>Subsidiaries of Berjaya HVN Sdn Bhd</b>                |                          |                      |        |  |
| Berjaya HVN (S) Pte Ltd*                                  | Singapore                | 100.0                | 100.0  | Sale and rental of audio/visual home entertainment products.   |
| Direct Vision Sdn Bhd                                     | Malaysia                 | 100.0                | 100.0  | Sale and rental of audio/visual home entertainment products.   |
| <b>Subsidiaries of Cosway (M) Sdn Bhd</b>                 |                          |                      |        |  |
| 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 household, personal care, healthcare and other consumer products.  |
| eCosway Pty Ltd*  | Australia                | 100.0                | 100.0  | Retailing of cosmetics, health care, skin care and household products.   |
| eCosway.com Sdn Bhd                                       | Malaysia                 | 60.0                 | 60.0   | Internet-based direct selling of consumer products.  |
| Juara Budi Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Investment holding.  |
| Kimia Suchi Sdn Bhd                                       | Malaysia                 | 82.0                 | 82.0   | Manufacture and trading of washing detergents.   |
| Rank Distributors Sdn Bhd                                 | Malaysia                 | 100.0                | 100.0  | Trading in pharmaceutical products.  |
| Tact Full Limited *                                       | Hong Kong                | 100.0                | -      | Dormant.   |
| Cosway India Private Limited*                             | India                    | 100.0                | -      | Direct selling of household, personal care, healthcare and other consumer products.  |
| <b>Subsidiaries of Cosway (Cayman) Limited</b>            |                          |                      |        |  |
| Cosway Argentina S.R.L.*                                  | Argentina                | 90.0                 | 90.0   | Dormant.   |
| Cosway Colombia Ltda.*                                    | Colombia                 | 90.0                 | 90.0   | Dormant.   |
| Cosway De Mexico, S.A. De C.V. *                          | Mexico                   | 98.0                 | 98.0   | Dormant.   |
| Cosway De Venezuela C.A.*                                 | Venezuela                | 90.0                 | 90.0   | Dormant.   |
| Cosway Do Brasil Ltda. #                                  | Brazil                   | 99.0                 | 99.0   | Dormant.   |
| Cosway Peru, S.R. Ltda.*                                  | Peru                     | 96.0                 | 96.0   | Dormant.   |
| Cosway (Philippines) Inc.#                                | Philippines              | 95.0                 | 95.0   | Dormant.   |
| Cosway Portugal Imports and Exports Ltd*                  | Portugal                 | 90.0                 | 90.0   | Dormant.   |
| Cosway (UK) Limited*                                      | United Kingdom           | 100.0                | 100.0  | Dormant.   |
| eCosway Inc.*   | United States of America | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiary of Cosway (HK) Limited</b>                  |                          |                      |        |  |
| Cosway (Macau) Limited*                                   | Macau                    | 99.0                 | -      | Direct selling of household, personal care, healthcare and other consumer products.  |
| <b>Subsidiary of Juara Budi Sdn Bhd</b>                   |                          |                      |        |  |
| Stephens Properties Sdn Bhd                               | Malaysia                 | 100.0                | 100.0  | Investment holding and property investment.  |
| <b>Subsidiary of Stephens Properties Sdn Bhd</b>          |                          |                      |        |  |
| Stephens Properties Management Corporation Sdn Bhd        | Malaysia                 | 100.0                | 100.0  | Property management.   |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities   |
|--|--------------------------|----------------------|--------|--|
|  |                          | 2008 %               | 2007 % |  |
| <b>Subsidiary of Kimia Suchi Sdn Bhd</b>                 |                          |                      |        |  |
| Kimia Suchi Marketing Sdn Bhd                            | Malaysia                 | 100.0                | 100.0  | Trading in washing detergents.   |
| <b>Subsidiary of Singer (Malaysia) Sdn Bhd</b>           |                          |                      |        |  |
| Biofield Sdn Bhd   | Malaysia                 | 100.0                | 100.0  | Acting as general insurance agent.   |
| <b>Subsidiary of Biofield Sdn Bhd</b>                    |                          |                      |        |  |
| The Catalog Shop Sdn Bhd                                 | Malaysia                 | 100.0                | 100.0  | Retailing of consumer products on cash and equal payment scheme.                         |
| <b>Subsidiaries of Country Farms Sdn Bhd</b>             |                          |                      |        |  |
| CountryFarm Organics Sdn Bhd                             | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Country Farm Organics Mart Pte Ltd*                      | Singapore                | 100.0                | 60.0   | Sale and distribution of organic and natural health food and non-food products.          |
| Country Farms Pte Ltd*                                   | Singapore                | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiaries of Finewood Forest Products Sdn Bhd</b>  |                          |                      |        |  |
| Finewood KD Sdn Bhd                                      | Malaysia                 | 100.0                | 100.0  | Kiln drying services.  |
| Finewood Trading Sdn Bhd                                 | Malaysia                 | 100.0                | 100.0  | Trading of furniture and timber moulding.  |
| <b>Subsidiaries of Inter-Pacific Development Sdn Bhd</b> |                          |                      |        |  |
| Inter-Pacific Construction Sdn Bhd                       | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| Razal Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| <b>Subsidiary of Inter-Pacific Trading Sdn Bhd</b>       |                          |                      |        |  |
| Inter-Pacific Paper (M) Sdn Bhd                          | Malaysia                 | 100.0                | 100.0  | Trading of paper and paper products.   |
| <b>Subsidiaries of Successline (M) Sdn Bhd</b>           |                          |                      |        |  |
| Securexpress Services Sdn Bhd                            | Malaysia                 | 100.0                | 100.0  | Provision of courier and transport services.   |
| Successline Haulers Sdn Bhd                              | Malaysia                 | 70.0                 | 70.0   | Provision of courier and transport services.   |
| <b>Subsidiary of Securexpress Services Sdn Bhd</b>       |                          |                      |        |  |
| Securexpress (Sabah) Sdn Bhd                             | Malaysia                 | 100.0                | 51.0   | Dormant.   |
| <b>Subsidiary of Rangkaian Sejahtera Sdn Bhd</b>         |                          |                      |        |  |
| BerjayaCity Sdn Bhd                                      | Malaysia                 | 100.0                | 100.0  | Property investment, development, cultivation and sale of palm oil and palm kernel.      |
| <b>Subsidiary of Wangsa Tegap Sdn Bhd</b>                |                          |                      |        |  |
| BCP Service Suites Sdn Bhd                               | Malaysia                 | 100.0                | 100.0  | Property management services.  |
| <b>Subsidiaries of Berjaya Hills Berhad</b>              |                          |                      |        |  |
| Avetani Sdn Bhd  | Malaysia                 | 100.0                | 100.0  | Property investment and development.   |
| BTR Property Management Sdn Bhd                          | Malaysia                 | 100.0                | 100.0  | Rental pool programme services.  |
| BTR Leisure Sdn Bhd                                      | Malaysia                 | 100.0                | 100.0  | Recreational activities operator.  |
| Bukit Tinggi Tours Sdn Bhd                               | Malaysia                 | 100.0                | 100.0  | Dormant.   |
| <b>ASSOCIATED COMPANIES:</b>                             |                          |                      |        |  |
| <b>Associates of Berjaya Group Berhad</b>                |                          |                      |        |  |
| Berjaya Racing Management Sdn Bhd                        | Malaysia                 | 20.0                 | 20.0   | Dormant.   |
| Berjaya Starbucks Coffee Company Sdn Bhd                 | Malaysia                 | 50.0                 | -      | Development and operation of the "Starbucks Coffee" chain of café and retail stores.     |
| Ezyhealth Malaysia Sdn Bhd                               | Malaysia                 | 49.0                 | 49.0   | Provision of online healthcare services, e-commerce, ownership and operation of website. |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name  | Country of incorporation   | Equity interest held |        | Principal activities  |
|---|----------------------------|----------------------|--------|---|
|   |                            | 2008 %               | 2007 % |   |
| <b>Associates of Berjaya Group Berhad (Cont'd)</b>                      |                            |                      |        |   |
| Le Proton LIMA Sdn Bhd  | Malaysia                   | 40.0                 | 40.0   | Organise trade fairs to promote Malaysian products through exhibitions. |
| Nusa Otomobil Corporation Sdn Bhd                                       | Malaysia                   | 30.0                 | 30.0   | Importer and distributor of vans and light commercial vehicles.         |
| Silver Bird Group Berhad  | Malaysia                   | 21.9 <i>i</i>        | -      | Investment holding.   |
| Tunas Cempaka Sdn Bhd   | Malaysia                   | 49.0                 | 49.0   | Duty free shop operator.  |
| <b>Associates of Berjaya Group (Cayman) Limited</b>                     |                            |                      |        |   |
| Berjaya Holdings (HK) Limited   | Hong Kong                  | 42.7 <i>j</i>        | 42.7   | Investment holding.   |
| 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.   |
| Berjaya Properties (HK) Limited   | Hong Kong                  | 40.0                 | 40.0   | Dormant.  |
| Berjaya Sanhe Real Estate Development Co Ltd*                           | People's Republic of China | -                    | 43.0   | Property development and management.                                    |
| Carlovers Carwash Limited*  | Australia                  | 39.1                 | 39.1   | Operation of self-service carwash centres.                              |
| <b>Associate of Berjaya Engineering &amp; Construction (HK) Limited</b> |                            |                      |        |   |
| Berjaya Sanhe Real Estate Development Co Ltd*                           | People's Republic of China | 31.4                 | -      | Property development and management.                                    |
| <b>Associate of Berjaya Forest Products (Luxembourg) S.á r.l</b>        |                            |                      |        |   |
| Taiga Building Products Ltd   | Canada                     | 39.3                 | 39.3   | Wholesale distribution of lumber and panel products.                    |
| <b>Associates of Berjaya Group Equity (Cayman) Limited</b>              |                            |                      |        |   |
| 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.  |
| <b>Associate of Carlovers International Limited</b>                     |                            |                      |        |   |
| Berjaya Carlovers (M) Sdn Bhd   | Malaysia                   | 25.0                 | 25.0   | Dormant.  |
| <b>Associate of Roasters Asia Pacific (HK) Limited</b>                  |                            |                      |        |   |
| Roasters Korea Co. Ltd  | Republic of Korea          | 25.0                 | 25.0   | Dormant.  |
| <b>Associate of SIG Holdings (Cayman) Limited</b>                       |                            |                      |        |   |
| Berjaya Engineering & Construction (HK) Limited                         | Hong Kong                  | 25.0                 | 25.0   | Investment holding.   |

*i* - The total equity interests held by the Group is 21.94% and it is held by the following subsidiary companies:

|                                      |         |
|--------------------------------------|---------|
| (i) Inter-Pacific Capital Sdn Bhd    | 0.42 %  |
| (ii) Rantau Embun Sdn Bhd            | 11.67 % |
| (iii) Selat Makmur Sdn Bhd           | 4.97 %  |
| (iv) Berjaya Sompou Insurance Berhad | 4.88 %  |

*j* - The total equity interests held by the Group is 49.43% and it is held by the following subsidiary companies:

|                                       |         |
|---------------------------------------|---------|
| (i) Berjaya Group (Cayman) Limited    | 42.66 % |
| (ii) Berjaya Leisure (Cayman) Limited | 6.77 %  |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities   |
|--|--------------------------|----------------------|--------|--|
|  |                          | 2008 %               | 2007 % |  |
| <b>Associate of Berjaya Corporation (Cayman) Limited</b> |                          |                      |        |  |
| M & A Investments Pte Ltd                                | Singapore                | 31.4                 | 31.4   | Investment holding.  |
| <b>Associate of Finewood Forest Products Sdn Bhd</b>     |                          |                      |        |  |
| Finewood Marketing (UK) Ltd*                             | United Kingdom           | 23.4                 | 23.4   | Commission agents.   |
| <b>Associate of Successline (M) Sdn Bhd</b>              |                          |                      |        |  |
| Successline Express Sdn Bhd                              | Malaysia                 | 49.0                 | 49.0   | Transportation of goods.   |
| <b>Associates of Cosway (Cayman) Ltd</b>                 |                          |                      |        |  |
| Cosway Overseas Co Ltd                                   | Thailand                 | 49.0                 | 49.0   | Investment holding.  |
| Cosway (Thailand) Co Ltd                                 | Thailand                 | 49.0                 | 49.0   | Trading in consumer products.  |
| <b>Associate of Rank Distributors Sdn Bhd</b>            |                          |                      |        |  |
| Coswin (M) Sdn Bhd                                       | Malaysia                 | 40.0                 | 40.0   | Trading in consumer products.  |
| <b>Associate of Singer (Malaysia) Sdn Bhd</b>            |                          |                      |        |  |
| Kosppek Trading Sdn Bhd                                  | Malaysia                 | 49.0                 | 49.0   | Commission agents for the purchase and sales of consumer products.           |
| <b>Associates of Berjaya Land Berhad</b>                 |                          |                      |        |  |
| Berjaya Sports Toto Berhad                               | Malaysia                 | -                    | 47.3   | Investment holding.  |
| BJ Bowl Sdn Bhd  | Malaysia                 | 20.0                 | 20.0   | Manager and operator of bowling alley.                                       |
| Centreplus Sdn Bhd                                       | Malaysia                 | 30.0                 | 30.0   | Dormant.   |
| Focus Equity Sdn Bhd                                     | Malaysia                 | 32.5                 | 32.5   | High security printing that includes the production and supply of banknotes. |
| Jaya Bowl Sdn Bhd  | Malaysia                 | 20.0                 | 20.0   | Manager and operator of bowling alley.                                       |
| Matrix International Berhad                              | Malaysia                 | 14.1 <i>k</i>        | 12.9   | Investment holding.  |
| Resort Cruises (S) Pte Ltd                               | Singapore                | 49.0                 | 49.0   | Dormant.   |

*k* - The total equity interests held by the Berjaya Land Berhad group is 14.09% and it is held by the following subsidiary companies:

|                               |        |
|-------------------------------|--------|
| (i) Portal Access Sdn Bhd     | 6.23 % |
| (ii) Berjaya Land Berhad      | 2.99 % |
| (iii) Dian Kristal 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 17.13% and the additional equity interest is held by the following subsidiary companies:

|                                       |        |
|---------------------------------------|--------|
| (i) Ambilan Imej Sdn Bhd              | 1.22 % |
| (ii) Berjaya Capital Berhad           | 0.76 % |
| (iii) Berjaya Sompo Insurance Berhad  | 0.75 % |
| (iv) Inter-Pacific Securities Sdn Bhd | 0.31 % |

The Berjaya Land Berhad group has significant influence, as defined in FRS 128: Investments in Associates, over Matrix and therefore treated Matrix as an associated company of the Group.

**45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)**

| Name   | Country of incorporation | Equity interest held |        | Principal activities  |
|--|--------------------------|----------------------|--------|---|
|  |                          | 2008 %               | 2007 % |   |
| <b>Associates of Berjaya Leisure (Cayman) Limited</b>                    |                          |                      |        |   |
| Asian Atlantic Holdings Limited  | British Virgin Islands   | 24.5                 | 24.5   | Investment holding.   |
| Aston Martin Lagonda (S.E.A.) Pte Ltd                                    | Singapore                | 49.9                 | 49.9   | Dealer for "Aston Martin" vehicles in Singapore and Malaysia.   |
| Berjaya Asset (Cayman) Limited   | Cayman Islands           | -                    | 40.0   | Investment holding.   |
| Berjaya Land (Thailand) Company Limited                                  | Thailand                 | 40.0                 | 40.0   | Property development and investment.  |
| Berjaya Property (Thailand) Company Limited                              | Thailand                 | 40.0                 | 40.0   | Dormant.  |
| Brickfields Properties Pty Limited                                       | Australia                | 39.2                 | 39.2   | Dormant.  |
| Inter-Capital Holdings Pte Ltd   | Singapore                | 50.0                 | 50.0   | Investment holding.   |
| Portsworth Holdings Pte Ltd  | Singapore                | 50.0                 | 50.0   | Investment holding.   |
| Singapore HealthPartners Pte Ltd   | Singapore                | 20.0                 | -      | Hospital, clinics and other general medical services (Western).   |
| <b>Associate of Berjaya Leisure Capital (Cayman) Limited</b>             |                          |                      |        |   |
| Informatics Education Ltd  | Singapore                | 31.2 /               | 31.2   | Investment holding, franchisor for computer and commercial training centres and examination facilitators. |
| <b>Associate of Berjaya Vacation Club Berhad</b>                         |                          |                      |        |   |
| Berjaya Butterworth Hotel (Penang) Sdn Bhd                               | Malaysia                 | 30.0                 | 30.0   | Hotel developer.  |
| <b>Associate of Sinar Merdu Sdn Bhd</b>                                  |                          |                      |        |   |
| Absolute Prestige Sdn Bhd  | Malaysia                 | 20.0                 | -      | Property investment and hoteliers.  |
| <b>Associates of BL Capital Sdn Bhd</b>                                  |                          |                      |        |   |
| Pasdec Cempaka Sdn Bhd   | Malaysia                 | 20.0                 | 20.0   | Dormant.  |
| Regnis Industries (Malaysia) Sdn Bhd                                     | Malaysia                 | 30.0                 | 30.0   | Property investment and rental of property.   |
| <b>Associate of Berjaya Property Management Sdn Bhd</b>                  |                          |                      |        |   |
| Pasdec Cempaka Sdn Bhd   | Malaysia                 | 20.0                 | 20.0   | Dormant.  |
| <b>Associate of Berjaya International Casino Management (HK) Limited</b> |                          |                      |        |   |
| Berjaya International Casino Management (Seychelles) Limited             | Republic of Seychelles   | 40.0                 | 40.0   | Management of casino and investment holding.  |
| <b>Associate of Indah Corporation Berhad</b>                             |                          |                      |        |   |
| Jayawan Holdings Sdn Bhd   | Malaysia                 | 40.0                 | 40.0   | Dormant.  |
| <b>Associate of Tioman Island Resort Berhad</b>                          |                          |                      |        |   |
| Tioman Ferry Services Sdn Bhd  | Malaysia                 | 20.0                 | 20.0   | Dormant.  |
| <b>Associate of Berjaya Megamall Management Sdn Bhd</b>                  |                          |                      |        |   |
| Staffield Marketing Services Sdn Bhd                                     | Malaysia                 | 50.0                 | 50.0   | Dormant.  |

/ - The total equity interests held by the Group is 33.46% and it is held by the following subsidiary companies:

|  |         |
|--|---------|
| (i) Berjaya Leisure Capital (Cayman) Limited | 31.17 % |
| (ii) Rantau Embun Sdn Bhd                    | 0.76 %  |
| (iii) Berjaya Sompoo Insurance Berhad        | 1.53 %  |

#### 45. LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONT'D)

| Name   | Country of incorporation | Equity interest held |        | Principal activities   |
|--|--------------------------|----------------------|--------|--|
|  |                          | 2008 %               | 2007 % |  |
| <b>Associate of Berjaya Soutex Sdn Bhd</b>               |                          |                      |        |  |
| Magni-Tech Industries Berhad                             | Malaysia                 | 22.4 <i>m</i>        | -      | Provision of management services and investment holding.   |
| <b>Associate of Berjaya Sports Toto Berhad</b>           |                          |                      |        |  |
| Berjaya Racing Management Sdn Bhd                        | Malaysia                 | 20.0                 | -      | Dormant.   |
| <b>Associate of Berjaya Sports Toto (Cayman) Limited</b> |                          |                      |        |  |
| Suncoast Limited   | British Virgin Islands   | 48.0                 | -      | Dormant.   |
| <b>Associate of FEAB Properties Sdn Bhd</b>              |                          |                      |        |  |
| Cashsystems Asia Technology Sdn Bhd                      | Malaysia                 | 30.0                 | -      | Dormant, under receivership.   |
| <b>Associate of Gemtech (M) Sdn Bhd</b>                  |                          |                      |        |  |
| The Edge Communications Sdn Bhd                          | Malaysia                 | 50.0                 | -      | Publisher of financial daily and periodical newspaper, magazines, journals, books and other literary works and undertakings. |

*m* - The total equity interests held by the Group is 26.04% and it is held by the following subsidiary companies:

|                                       |         |
|---------------------------------------|---------|
| (i) Berjaya Soutex Sdn Bhd            | 22.40 % |
| (ii) Berjaya Group (Cayman) Limited   | 0.67 %  |
| (iii) Berjaya Sompoo Insurance Berhad | 2.97 %  |

\* Subsidiaries audited by other firms of chartered accountants.

# Subsidiaries audited by other member firms of Ernst & Young Global.

#### 46. PRIOR YEAR ADJUSTMENTS

During the financial year, the Group accounted for the following prior year adjustments:

- Based on the reassessment of the nature and intent of a certain property of the Group with reference to FRS 140: Investment Property and FRS 102: Inventories, the said property has been reclassified from investment property to property inventories. The reclassification and reversal of fair value adjustments made in respect of this property previously classified as an investment property would be adjusted for retrospectively.
- BLand has changed its accounting treatment for accounting for the dilution or accretion of equity interest in subsidiary and associated companies from "Entity Concept Method" to the "Parent Entity Extension Method", for the purpose of realignment with the accounting policy of the Group. Following this change, the effects of such change in equity interest will be accounted for as "goodwill" or "negative goodwill" and any gain or loss arising adjusted through the income statement.
- BLand was previously granted a government subsidy received by a foreign subsidiary in respect of its development project as deferred income to be recognised as income on a systematic and rational basis over the useful life of the asset. The Group has in the current year adopted the alternative method of presentation for government grants as allowed by FRS 120: Accounting for Government Grants and Disclosure of Government Assistance, hence the government subsidy received would be deducted against the property development cost as disclosed in Note 13. The change in presentation of the government subsidy would be effected retrospectively.
- Based on the reassessment of the nature of the financial instrument, the loss on reissue of BCorp ICULS below nominal value has been reclassified from income statement to equity.
- The retrospective consolidation of investments in BLand held by certain subsidiary companies, which were previously held as marketable securities, for purpose of realignment with the requirements of FRS 3: Business Combinations. These investments were previously treated as marketable securities by the Group.

#### 46. PRIOR YEAR ADJUSTMENTS (CONT'D)

The effects of (a), (b), (c), (d) and (e) above have been accounted for retrospectively as follows:

|   | Group          |                |
|---|----------------|----------------|
|   | 2008<br>RM'000 | 2007<br>RM'000 |
| <u>Effects on accumulated losses:</u>   |                |                |
| At 30 April 2007/2006, as previously reported before adopting FRSs  | (20,957)       | (2,700,817)    |
| Add: effects of adopting FRSs as previously reported  | -              | 590,723        |
| At 30 April 2007/2006, as previously reported   | (20,957)       | (2,110,094)    |
| (a) effects of reclassification of investment property to property inventories                              | (10,023)       | (14,329)       |
| (b) effects of adoption of the "parent entity extension method"   | 19,462         | -              |
| (e) effects on the consolidation of investment in BLand which were previously held as marketable securities | 47,436         | 29,882         |
| At 30 April 2007/2006, as restated  | 35,918         | (2,094,541)    |
| Items (c) and (d) do not have any effect on accumulated losses.   |                |                |
| <u>Effects on profit for the year:</u>  |                |                |
| Profit for the year, as previously reported   | -              | 228,550        |
| (a) effects of reclassification of investment property to property inventories                              | -              | 6,774          |
| (d) effects of reclassification of loss on reissue of BCorp ICULS below nominal value                       | -              | 21,415         |
| (e) effects on the consolidation of investment in BLand which were previously held as marketable securities | -              | 16,611         |
| Profit for the year, as restated  | -              | 273,350        |
| Items (b) and (c) do not have any effect on profit for the year.  |                |                |
| <u>Effects on profit attributable to equity holders of the Company:</u>                                     |                |                |
| Profit attributable to equity holders of the Company, as previously reported                                | -              | 135,448        |
| (a) effects of reclassification of investment property to property inventories                              | -              | 4,306          |
| (d) effects of reclassification of loss on reissue of BCorp ICULS below nominal value                       | -              | 21,415         |
| (e) effects on the consolidation of investment in BLand which were previously held as marketable securities | -              | 17,554         |
| Profit attributable to equity holders of the Company, as restated   | -              | 178,723        |
| Items (b) and (c) do not have any effect on profit attributable to equity holders of the Company.           |                |                |
| <u>Effects on minority interests:</u>   |                |                |
| At 30 April 2007/2006, as previously reported   | 1,261,126      | 1,285,995      |
| (a) effects of reclassification of investment property to property inventories                              | (5,722)        | (8,190)        |
| (b) effects of adoption of the "parent entity extension method"   | 11,133         | -              |
| (e) effects on the consolidation of investment in BLand which were previously held as marketable securities | (73,834)       | (6,277)        |
| As restated   | 1,192,703      | 1,271,528      |
| Items (c) and (d) do not have any effect on minority interests.   |                |                |

## 47. COMPARATIVES

Certain comparative figures have been restated and reclassified to conform with the prior year adjustments and current year's presentation, respectively.

| Group  | As<br>previously<br>reported<br>RM'000 | Note 2.3<br>FRS 117<br>RM'000 | Arising from<br>prior year<br>adjustments<br>RM'000 | Re-<br>classification<br>RM'000 | As restated<br>RM'000 |
|--|--|-------------------------------|---|---------------------------------|-----------------------|
| <b>Balance Sheet</b>   |  |                               |   |                                 |                       |
| Property, plant and equipment  | 2,209,080                              | (145,644)                     | -   | -                               | 2,063,436             |
| Other investments  | 347,149                                | -                             | (9,160)   | -                               | 337,989               |
| Investment properties  | 943,946                                | -                             | (50,000)  | -                               | 893,946               |
| Prepaid land lease premiums  | -                                      | 143,598                       | -   | -                               | 143,598               |
| Associated companies   | 1,265,675                              | -                             | 30,595  | -                               | 1,296,270             |
| Intangible assets  | 827,793                                | -                             | 707   | -                               | 828,500               |
| Development properties   | 795,032                                | -                             | (34,413)  | 14,246                          | 774,865               |
| Inventories  | 351,122                                | -                             | 9,380   | (14,246)                        | 346,256               |
| Trade and other receivables  | 1,212,474                              | 2,046                         | -   | (7,079)                         | 1,207,441             |
| Reserves   | 33,458                                 | -                             | (55,477)  | -                               | (22,019)              |
| Minority interests   | (1,261,126)                            | -                             | 68,423  | -                               | (1,192,703)           |
| Trade and other payables   | (1,130,666)                            | -                             | -   | 7,079                           | (1,123,587)           |
| Other long term liabilities  | (291,118)                              | -                             | 34,413  | -                               | (256,705)             |
| Deferred tax liabilities   | (420,733)                              | -                             | 5,532   | -                               | (415,201)             |
| <b>Income Statement</b>  |  |                               |   |                                 |                       |
| Cost of sales  | (1,126,462)                            | -                             | -   | (91,826)                        | (1,218,288)           |
| Selling and distribution expenses  | (236,831)                              | -                             | -   | 91,826                          | (145,005)             |
| Other income   | 341,429                                | -                             | 26,366  | -                               | 367,795               |
| Other expenses   | (213,118)                              | -                             | 21,390  | -                               | (191,728)             |
| Income tax expense   | 19,590                                 | -                             | (2,956)   | -                               | 16,634                |
| <b>Statement of Changes in Equity</b>  |  |                               |   |                                 |                       |
| <u>Foreign exchange reserves</u>   |  |                               |   |                                 |                       |
| Effects on adopting FRS 121  | (40,927)                               | -                             | (601)   | -                               | (41,528)              |
| Exchange difference on translation<br>of net assets of foreign subsidiary<br>companies and associated companies    | (60,930)                               | -                             | (797)   | -                               | (61,727)              |
| <u>(Accumulated losses)/Retained earnings</u>  |  |                               |   |                                 |                       |
| Effects on adopting FRS 3  | 407,961                                | -                             | 23,770  | -                               | 431,731               |
| Share of associated company's<br>effects on adopting FRS 140   | (1,325)                                | -                             | (5)   | -                               | (1,330)               |
| Effects on adopting FRS 140  | 148,723                                | -                             | 5,516   | -                               | 154,239               |
| Effects on adopting FRS 121  | 35,364                                 | -                             | 601   | -                               | 35,965                |
| Effects of reclassification of investment<br>property to property inventories                                      | -                                      | -                             | (14,329)  | -                               | (14,329)              |
| Adjustment in relation to part<br>disposal/dilution of equity<br>interest in subsidiary companies                  | (19,462)                               | -                             | 19,462  | -                               | -                     |
| Profit for the year  | 135,448                                | -                             | 43,275  | -                               | 178,723               |
| Re-issue of BCorp ICULS<br>pursuant to sale of BCorp ICULS<br>previously held within<br>the Group to third parties | -                                      | -                             | (21,415)  | -                               | (21,415)              |
| <u>Minority interests ("MI")</u>   |  |                               |   |                                 |                       |
| Share of associated company's<br>effects on adopting FRS 140   | (93)                                   | -                             | 5   | -                               | (88)                  |
| Effects on adopting FRS 140  | 93,092                                 | -                             | (5,516)   | -                               | 87,576                |
| Effects of reclassification of<br>investment property to<br>property inventories                                   | -                                      | -                             | (8,956)   | -                               | (8,956)               |
| Exchange difference on translation<br>of net assets of foreign subsidiary<br>companies and associated<br>companies | (14,327)                               | -                             | 797   | -                               | (13,530)              |
| Adjustment in relation to part<br>disposal/dilution of equity<br>interest in subsidiary companies                  | 43,234                                 | -                             | 11,158  | -                               | 54,392                |
| Profit for the year  | 93,102                                 | -                             | 1,525   | -                               | 94,627                |
| Adjustment due to increase in<br>equity in subsidiary companies  | (70,838)                               | -                             | (68,159)  | -                               | (138,997)             |
| Dividend paid to MI  | (20,574)                               | -                             | 723   | -                               | (19,851)              |



# List of Properties

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| Location   | Tenure  | Size  | Description  | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|--|---|---|--|-----------------------------------|---------------------|-----------------------|
| <b>JOHOR</b>   |   |   |  |                                   |                     |                       |
| No. 33 Jalan Permas 10<br>Bandar Baru Permas Jaya<br>Johor Bahru<br>Johor Darul Takzim   | Freehold  | 1,920 sq ft                                     | 4-storey office premises                                     | 6                                 | 27/08/2002          | 743                   |
| Suite 804, 806, 808, 810<br>8th floor Merlin Tower<br>Jalan Meldrum<br>80000 Johor Bahru<br>Johor Darul Takzim                   | Freehold  | 3,257 sq ft                                     | Office premises  | 31                                | 29/09/1993          | 593                   |
| Suite 1001-1005, & 1010<br>10th floor Merlin Tower<br>Jalan Meldrum<br>80000 Johor Bahru<br>Johor Darul Takzim                   | Freehold  | 5,341 sq ft                                     | Office premises (disaster recovery facility centre)          | 31                                | 25/08/1990          | 1,011                 |
| 95, Jln Tun Abdul Razak<br>80000 Johor Bahru<br>Johor Darul Takzim   | Freehold  | 21,964 sq ft (Land),<br>38,615 sq ft (Building) | Land with 5 1/2-storey office premises                       | 21                                | 05/08/1996          | 9,605                 |
| Lot 293, 3 miles<br>Jalan Kluang<br>Batu Pahat<br>Johor Darul Takzim   | Freehold  | 200,210 sq ft                                   | Land with single-storey detached factories & 2-storey office | 24                                | 01/10/1982          | 3,768                 |
| No. 160-4<br>Jalan Kluang, Batu Pahat<br>Johor Darul Takzim  | Freehold  | 3,070 sq ft                                     | 2 storey split level detached house                          | 20                                | 03/08/1988          | 164                   |
| PT 2526 HS(D) 7653<br>(Lot 4328 & Lot 4329)<br>583, 3rd Milestone<br>Jalan Kluang<br>83000 Batu Pahat<br>Johor Darul Takzim      | Freehold  | 3R. 34. 5P                                      | Land together with office building (Soutex I)                | 34                                | 02/1974             | 392                   |
| Lot 2939 Geran 21858<br>5th Milestone, Jalan Kluang<br>83000 Batu Pahat<br>Johor Darul Takzim                                    | Freehold  | 15 acres  | Land together with office & factory building (Soutex II)     | 32                                | 01/1976             | 4,404                 |
| Lot 2939 Geran 21858<br>5th Milestone, Jalan Kluang<br>83000 Batu Pahat<br>Johor Darul Takzim                                    | Freehold  | -   | New factory building (Soutex III)                            | 28                                | 06/09/1990          | 2,215                 |
| Lot 4668 CT 2290<br>No. 119 Jalan Kluang<br>Batu Pahat<br>Johor Darul Takzim   | Freehold  | 0.7 acre  | Land together with residential use (staff quarters)          | 19                                | 09/05/1997          | 622                   |
| Lot 3221 PTD 16156<br>HS (D) 17881 & 17882<br>No. 3 & 4 Jalan Keris<br>Taman Pasifik Selatan<br>Batu Pahat<br>Johor Darul Takzim | Freehold  | 1,540 sq ft                                     | 2 units of shophouse for rental                              | 19                                | 09/05/1997          | 328                   |
| No. 5, 7 10, 12 & 15<br>2 1/4 miles, Jalan Kluang<br>Taman Pacific Selatan<br>Batu Pahat, Johor                                  | Freehold  | 7,840 sq ft<br>(0.18 acre)                      | Land with 5 units of 3-storey shophouses for rental          | 24                                | 11/10/1983          | 1,030                 |
| Batu 1 1/2<br>Jalan Minyak Beku<br>Kampung Petani<br>83000 Batu Pahat, Johor   | Leasehold<br>50 years expiring<br>on 30/04/2023 | 11,000 sq ft                                    | Buildings rented to 3rd party                                | 16                                | 1981                | 67                    |
| PTD 6000 to 6009<br>PTD 6020 to 6026<br>Mukim Sri Gading<br>Johor Darul Takzim<br>(Taman UPC, Air Hitam)                         | Freehold  | 0.64 acre                                       | Vacant residential & commercial development land             | N/A                               | Since 1990          | 458                   |
| Mukim Simpang Kanan<br>Daerah Batu Pahat<br>Johor Darul Takzim<br>(Banang Estate)  | Freehold  | 15.95 acres                                     | Land for residential & commercial development                | N/A                               | Since 1990          | 850                   |

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| Location   | Tenure   | Size  | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|--|--|---|---|-----------------------------------|---------------------|-----------------------|
| Lot 5593 EMR 4282<br>Mukim Sri Gading<br>Off 94km Johor Bahru<br>Batu Pahat Main Road<br>Batu Pahat<br>Johor Darul Takzim<br>(Taman UPC,Air Hitam)   | Freehold   | 9.72 acres  | Land for mixed development  | N/A                               | Since 1990          | 350                   |
| PTD 6268, HSD 18755<br>Mukim Sri Gading , Air Hitam<br>Johor Darul Takzim  | Freehold   | 17,488 sq ft  | Petrol kiosk  | N/A                               | Since 1990          | 612                   |
| Lot 24225 & 24226<br>Banang Jaya<br>Phase 1A, Batu Pahat<br>Johor Darul Takzim<br>(No. 74 & 75, Jalan Gemilang)  | Freehold   | 5,720 sq ft   | 2 units of 2-storey shophouse for office use  | 11                                | Since 1990          | 271                   |
| Banang Jaya Development<br>Mukim of Simpang Kanan<br>District of Batu Pahat<br>Johor Darul Takzim  | Freehold   | 153.06 acres  | Land for golf course, clubhouse and mixed development                               | N/A                               | Since 1987          | 37,112                |
| PTD 21447-21463<br>PTD 21479-21943<br>PTD 27874, PTD 27880<br>PTD 27880A<br>PTD 29714-29716<br>PTD 29667-29713<br>PTD 29719-29738<br>PTD 27894<br>Mukim of Simpang Kanan<br>Johor Darul Takzim | Freehold   | 169.884 acres   | Land held for development   | N/A                               | 08/07/1997          | 18,111                |
| Lot 1293 and 1294<br>QT (M) 29 & 30<br>Mukim of Machap<br>Johor Darul Takzim   | Freehold   | 9.98 acres  | Land held for development   | N/A                               | 08/07/1997          | 470                   |
| Lot 1295-1298<br>QT (M) 31-34<br>Mukim of Machap<br>Johor Darul Takzim   | Freehold   | 19.98 acres   | Land held for development   | N/A                               | 08/07/1997          | 881                   |
| Lot PTB 13484<br>Title HS (D) 74361<br>Daerah Johor Bahru<br>Johor Darul Takzim<br>(Sri Indah Court<br>Jalan Abdul Samad<br>Johor Bahru<br>Johor Darul Takzim)                                 | Freehold   | 41,676 sq ft  | 24 units of 4-storey apartment for rental   | >18                               | 28/02/1991          | 6,500                 |
| Bandar Baru Permas Jaya<br>Johor Bahru<br>Johor Darul Takzim<br>PTD : 100315<br>PTD : 100453<br>PTD : 100456<br>PTD : 100457   | Freehold   | 2,622 sq ft,<br>1,916 sq ft,<br>1,916 sq ft,<br>2,622 sq ft | 4-storey shopoffice/<br>investment for rental/<br>stockist & redemption<br>centre   | 10                                | 22/7/1995           | 3,099                 |
| Lot PTB 4544<br>No.15, Jalan Penjaja 3<br>Kim's Park Business Centre<br>Batu Pahat<br>Johor Darul Takzim   | Freehold   | 2,967 sq ft   | 3-storey shopoffice/<br>stockist &<br>redemption centre                             | 11                                | 30/05/1997          | 751                   |
| No.1, Jalan Penjaja 3/A<br>Kim's Park Business Centre<br>Batu Pahat<br>Johor Darul Takzim  | Freehold   | 2,575 sq ft   | 3-storey shopoffice<br>-1 floor for sales office<br>and 2 floors vacant             | 9                                 | 15/06/1998          | 751                   |
| 3 Jalan Indah, Medan Indah<br>81900 Kota Tinggi<br>Johor Darul Takzim  | Freehold   | 1,540 sq ft   | Land with 2-storey<br>shophouse/ showroom<br>& sales office                         | 17                                | 01/11/1990          | 94                    |
| <b>KEDAH</b><br>Kelong Restaurant<br>Estimated 100 meter<br>off-shore of Berjaya<br>Langkawi Beach & Spa<br>Resort situated in<br>accordance with GPS<br>6 21.634N and 99 39.639E              | Leasehold  | 5,429 sq ft   | Restaurant premise<br>for rental  | 8                                 | 11/11/1999          | 1,800                 |
| Lot 35A<br>Kulim Industrial Estate<br>09000 Kulim<br>Kedah Darul Aman  | Leasehold<br>99 years<br>expiring on<br>12/05/2044 | 9 acres   | Land with a factory<br>building, office block,<br>canteen and<br>facility building. | 18                                | 1991                | 5,021                 |

| Location  | Tenure   | Size                                      | Description  | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|--|---|--|-----------------------------------|---------------------|-----------------------|
| Lot 1659,1660 and part of Lots 1653, 1654 1655, 1656, 1657<br>Teluk Burau<br>Mukim Padang Matsirat<br>Daerah Langkawi<br>Pulau Langkawi<br>Kedah Darul Aman | Leasehold<br>expiring on<br>30/04/2054             | 70 acres                                  | Beach resort<br>(502 rooms chalets)  | 15                                | 27/05/1994          | 134,337               |
| No. 905<br>Jalan Sultan Badishah<br>05000 Alor Setar<br>Kedah Darul Aman  | Leasehold<br>expiring on<br>31/10/2070             | 2,800 sq ft                               | 2-storey shopoffice/<br>stockist &<br>redemption centre  | 33                                | 12/10/2000          | 300                   |
| 47, Jalan Raya<br>09000 Kulim<br>Kedah Darul Aman   | Freehold   | 2,128 sq ft                               | Land with 2-storey<br>shophouse/ showroom<br>& sales office                                    | 17                                | 01/09/1991          | 191                   |
| 19, Jalan Merbok<br>08000 Sungai Petani<br>Kedah Darul Aman   | Freehold   | 1,355 sq ft                               | Land with 2-storey<br>shophouse/ showroom<br>& sales office                                    | 16                                | 01/01/1990          | 80                    |
| No.1, 2 & 3<br>Jalan Permatang Gedong<br>Taman Sejati Indah<br>Mukim Sg Petani<br>Daerah Kuala Muda<br>Sg Petani, Kedah Darul Aman                          | Freehold   | 6,300 sq ft                               | 3-storey shopoffice/<br>stockist &<br>redemption centre  | 9                                 | 01/10/2003          | 465                   |
| <b>KUALA LUMPUR</b>   |  |   |  |                                   |                     |                       |
| 12-01, Berjaya Times Square<br>No. 1 Jalan Imbi<br>55100 Kuala Lumpur   | Freehold   | 101,686 sq ft                             | Commercial office<br>premises  | 5                                 | 11/09/1996          | 55,897                |
| 13th, 14th & 15th Floor<br>Menara BGI, Plaza Berjaya<br>Jalan Imbi, Kuala Lumpur  | Freehold   | 8,057 sq ft<br>5,095 sq ft<br>8,057 sq ft | Office premises  | 21                                | 12/11/1997          | 7,059                 |
| 16th & 17th floor<br>Menara BGI, Plaza Berjaya<br>Jalan Imbi, Kuala Lumpur  | Freehold   | 8,057 sq ft<br>8,057 sq ft                | Office premises  | 21                                | 09/10/1995          | 4,903                 |
| 18th,19th & 20th floor<br>Menara BGI, Plaza Berjaya<br>Jalan Imbi, Kuala Lumpur   | Freehold   | 8,057 sq ft<br>8,057 sq ft<br>7,924 sq ft | Office premises  | 21                                | 24/08/1992          | 7,336                 |
| 40 Jalan 10/32<br>Taman Jinjang Baru<br>Kuala Lumpur  | Leasehold<br>expiring on<br>16/09/2086             | 2,800 sq ft                               | 2-storey light<br>industrial building<br>- Archive centre                                      | 15                                | 25/11/1994          | 241                   |
| 7-0-8 Block B<br>Danau Business Centre<br>Jalan 3/1097<br>Taman Danau Desa<br>58100 Kuala Lumpur  | Leasehold<br>expiring on<br>2083                   | 5,500 sq ft                               | 4-storey shophouse<br>- Disaster recovery<br>facility centre                                   | 12                                | 01/10/1996          | 921                   |
| No. 14-0-7, Ground Floor<br>Villa Putera<br>City Garden Condominium<br>Persiaran Raja Chulan<br>50200 Kuala Lumpur  | Leasehold<br>expiring on<br>01/01/2079             | 1,216 sq ft                               | Condominium unit   | 14                                | 05/08/1999          | 340                   |
| No. 41,41-1,41-2<br>Jln 11/34A<br>Kepong Entrepreneurs Park<br>Jalan Kepong,<br>Kuala Lumpur  | Leasehold<br>99 years<br>expiring on<br>10/01/2087 | 2,848 sq ft                               | 3-storey<br>terrace shophouse<br>for storage<br>purposes                                       | 13                                | 29/08/1996          | 325                   |
| Lot No. 734, Section 57<br>(No. 25, Jln. Sultan Ismail<br>50250 Kuala Lumpur)   | Freehold   | 0.54 acre                                 | Commercial land with<br>1-storey showroom  | 18                                | 23/05/1996          | 21,001                |
| Lot 43, 44, 133 & 135<br>Section 58<br>Town and<br>District of Kuala Lumpur   | Freehold   | 3.03 acres                                | Commercial<br>development  | N/A                               | 26/07/1995          | 231,858               |
| Lot 1151 Grant No.5873<br>Section 57 Kuala Lumpur<br>(32, Jalan Sultan Ismail<br>Kuala Lumpur)  | Freehold   | 4,053 sq m                                | Commercial land<br>with 3-storey<br>commercial building<br>for rental<br>(with basement floor) | >21                               | 25/01/1990          | 18,000                |

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| Location  | Tenure   | Size         | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|--|--------------|---|-----------------------------------|---------------------|-----------------------|
| Lot Nos. 1087, 1088 & 1089<br>Seksyen 57<br>Mukim & Daerah<br>Kuala Lumpur<br>(42-2, Jalan Sultan Ismail<br>Kuala Lumpur)   | Leasehold<br>99 years<br>expiring on<br>08/09/2069 | 2,127 sq m   | 4-storey shop/<br>office building<br>for rental   | >34                               | 28/09/1995          | 13,000                |
| Lot PT No. 4792, 4793, 4794<br>4796, 4804, 4813, 4814<br>HS (D) No. 81308, 81309<br>81310, 81311, 81318,<br>80322, 80323<br>Mukim Petaling<br>Kuala Lumpur  | Freehold   | 63.19 acres  | Land for mixed<br>development   | N/A                               | 05/09/1991          | 60,186                |
| Lot PT No. 4805, 4806<br>HS (D) No. 81319, 81320<br>Mukim Petaling<br>Kuala Lumpur  | Freehold   | 662,330 sq m | Club house and<br>golf course   | >16                               | 05/09/1991          | 89,411                |
| Lot PT No. 4802, 4803, 4811<br>HS (D) No. 81316,<br>81317, 81321<br>Mukim Petaling<br>Kuala Lumpur  | Freehold   | 14.29 acres  | Land for mixed<br>development   | N/A                               | 05/09/1991          | 9,914                 |
| A-UP/LP-01<br>Level 44 & 45<br>Berjaya Times Square<br>No. 1, Jalan Imbi<br>55100 Kuala Lumpur  | Freehold   | 7,555 sq ft  | Penthouse   | 5                                 | 27/02/2004          | 4,387                 |
| Lot 470 HS (D) 38111<br>Section 94, Kuala Lumpur<br>Wilayah Persekutuan<br>(60, Jalan Taman Seputeh Satu<br>Taman Seputeh, Kuala Lumpur)  | Freehold   | 2,250 sq ft  | Land with a 2-storey<br>linked house<br>for rental  | 31                                | 31/03/1995          | 500                   |
| Unit #C 145,146,158,170<br>171,179,199,600-603<br>605-608,702,703<br>KL Plaza Condominium<br>Kuala Lumpur   | Freehold   | 25,994 sq ft | Holiday<br>accommodation<br>for members   | 21                                | 29/04/1996          | 6,041                 |
| Lot 224 Section 98<br>Title GM 1200<br>Jalan Klang Lama<br>Kuala Lumpur<br>(Gemilang Apartments &<br>Klang Lama Business Park)  | Freehold   | 0.24 acre    | Condominium/Shops/<br>Apartments<br>Condominium<br>Sold : 197 units<br>Unsold : 1 unit<br>Apartments<br>Sold : 63 units<br>Shops<br>Sold : 25 units<br>Unsold : 5 units | 16                                | Since 1990          | 1,147                 |
| Unit #C103, 108, 110, 113<br>116, 118-120, 700, 701, 706<br>708, 800, 808, 900, 903<br>905, 906, 908, 909<br>Unit #H100, 101, 103, 108<br>110, 600, 603, 605, 606<br>608, 708, 800, 802, 803,<br>900, 903, 905, 908<br>Unit #C102, 141, 152, 159, 181<br>182, 187, 805, 807, 902<br>Unit #H129, 149, 209, 601<br>KL Plaza Condominium<br>Kuala Lumpur | Freehold   | 81,055 sq ft | Holiday<br>accommodation<br>for members   | 21                                | 30/06/2003          | 21,107                |
| Portion of parent lot:<br>PT3301, Lot 879 & Part of<br>Lots 880 & 35329<br>Mukim of Kuala Lumpur<br>District of<br>Wilayah Persekutuan<br>(Bukit Kiara Equestrian<br>& Country Resort<br>Jalan Bukit Kiara<br>Kuala Lumpur)   | Leasehold<br>70 years<br>expiring on<br>year 2059  | 69.845 acres | Equestrian &<br>country resort  | 16                                | 25/03/1989          | 49,817                |

| Location   | Tenure   | Size                            | Description  | Estimated Age of Building (Years) | Date of Acquisition       | Net Book Value RM'000 |
|--|--|---------------------------------|--|-----------------------------------|---------------------------|-----------------------|
| Berjaya Times Square<br>14th, 15th floor and<br>Service Suites at Tower B<br>No. 1 Jalan Imbi, Kuala Lumpur            | Freehold   | 342,881 sq ft;<br>136,497 sq ft | 327 units of<br>service suites;<br>181 units of<br>service suites                      | 5                                 | 06/01/1998;<br>13/03/2007 | 208,085               |
| Service Suites at<br>Tower A and B<br>No. 1 Jalan Imbi<br>Kuala Lumpur   |  |                                 |  |                                   |                           |                       |
| Lot 3000 Mukim Petaling<br>District of Kuala Lumpur<br>Wilayah Persekutuan   | Freehold   | 6.739 acres                     | Proposed for<br>development of<br>539 apartments                                       | N/A                               | Since 1993                | 11,177                |
| Unit 15A-33-6 Scots Tower<br>Mont' Kiara Pines<br>Kuala Lumpur   | Freehold   | 2,368 sq ft                     | 1 unit of condominium<br>for rental  | >14                               | 12/09/1994                | 960                   |
| Lot 37720 Title PN 9989<br>Mukim Kuala Lumpur  | Leasehold<br>99 years<br>expiring on<br>21/09/2072 | 33,706 sq ft                    | 3-storey detached<br>house   | 5                                 | 28/02/1991                | 10,780                |
| Lot 135, section 20<br>Kota Raya Complex<br>Jalan Cheng Lock<br>Kuala Lumpur   | Freehold   | 39,934 sq ft                    | Retail lots for rental   | >21                               | 25/05/1990                | 28,723                |
| Lot PT 2 HS (M) 349<br>Mukim Ampang<br>Kuala Lumpur  | Freehold   | 14,000 sq ft                    | Land with a 3-storey<br>bungalow   | 1                                 | 15/05/1990                | 11,821                |
| Lot LG147<br>Lower Ground Floor<br>Sungei Wang Plaza<br>Kuala Lumpur   | Freehold   | 500 sq ft                       | Shoplot for rental   | 31                                | 01/09/1992                | 3,000                 |
| Lot LG147-1<br>Lower Ground Floor<br>Sungei Wang Plaza<br>Kuala Lumpur   | Freehold   | 594 sq ft                       | Shoplot for rental   | 31                                | 01/09/1992                | 3,560                 |
| Berjaya Times Square<br>13th Floor, No. 1 Jalan Imbi<br>Kuala Lumpur   | Freehold   | 107,028 sq ft                   | 1 floor of office space<br>of an integrated<br>commercial<br>development<br>for rental | 5                                 | 06/01/1998                | 58,829                |
| Geran No. 29726<br>Lot No. 1261<br>Seksyen 67<br>Daerah Kuala Lumpur<br>(Plaza Berjaya, 12 Jalan Imbi<br>Kuala Lumpur) | Freehold   | 67,855 sq ft                    | Land with office &<br>residential block &<br>shopping complex<br>for rental            | 22                                | 27/11/1989                | 78,420                |
| Lot 35928 PT No. 4626<br>Mukim Petaling<br>Jalan Sungai Besi<br>Kuala Lumpur   | Leasehold<br>86 years<br>expiring on<br>13/10/2079 | 72,200 sq ft                    | Land for residential<br>development  | 14                                | 11/09/1989                | 2,010                 |
| HS (D) 115445-115452<br>PT 13658-13665<br>Mukim Petaling<br>Jalan Sungai Besi<br>Kuala Lumpur                          | Freehold   | 900.7 sq m                      | Land proposed<br>for 4-storey<br>shop office   | N/A                               | 11/09/1989                | 1,951                 |
| HS (D) 791, PT 6<br>Mukim of Kuala Lumpur<br>Ixora Apartments<br>Jalan Tun Razak<br>Section 62<br>Kuala Lumpur         | Leasehold<br>99 years<br>expiring on<br>18/03/2074 | 2,940 sq ft                     | Land for development<br>Condominium blocks<br>Sold - 302 units<br>Unsold - 2 units     | >14                               | 06/10/1989                | 280                   |
| Unit # H202, 801 & 902<br>KL Plaza Condominium<br>Kuala Lumpur   | Freehold   | 4,377 sq ft                     | 3 units of apartments  | 23                                | 16/05/1991                | 1,225                 |
| No. 48 Jalan Wangsa Setia 4<br>Pusat Bandar Melawati<br>Jalan Hulu Kelang<br>53100 Kuala Lumpur                        | Freehold   | 1,798 sq ft                     | 4 storey shopoffice/<br>stockist & redemption<br>centre                                | 8                                 | 28/06/1999                | 775                   |

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| Location   | Tenure   | Size            | Description  | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|--|--|-----------------|--|-----------------------------------|---------------------|-----------------------|
| Lot 001165 Geran 5868<br>Wisma Cosway<br>Jalan Raja Chulan<br>Kuala Lumpur   | Freehold   | 642,302 sq ft   | Shopping podium with shoplots/ offices/apartments for rental   | 24                                | 08/11/1997          | 48,000                |
| Lot 006 to 007<br>HS (M) 4245 to 4246<br>PT 5271 to 5272<br>Lot 013, HS (M) 4291, PT 5278<br>Lot 023 to 024<br>HS (M) 4301 to 4302<br>PT 5288 to 5289<br>Lot 030 to 031<br>HS (M) 2302 to 2303<br>PT 21 to 22<br>Lot 033 to 035<br>HS (M) 2305 to 2307<br>PT24 TO 27<br>Lot 042, HS (M) 4335, PT 5360<br>Lot 051 to 052<br>HS (M) 4279 to 4280<br>PT 5350 to 5351<br>Lot 058, HS (M) 4273, PT 5344<br>Lot 072 to 073<br>HS (M) 4318 to 4319<br>PT 5329 to 5330<br>Lot 080, HS (M) 4311, PT 5322<br>Lot 083, HS (M) 4308, PT 5319<br>Lot 090, HS (M) 4265, PT 5312<br>Lot 092 to 093<br>HS (M) 4262 to 4263<br>PT 5309 to 5310<br>Lot 104 to 108<br>HS (M) 2297 to 2301, PT 16 to 20<br>Seputeh Heights, Kuala Lumpur | Freehold   | 460,410 sq ft   | Land for bungalow lots development   | N/A                               | Since 1989          | 70,992                |
| Sublot VI, part of Lot 7<br>Section 90<br>Parent Title CT 17211<br>Mukim Kuala Lumpur<br>Wilayah Persekutuan<br>(438 Jalan Tun Razak<br>Kuala Lumpur)  | Leasehold<br>99 years<br>expiring on<br>01/10/2020 | 40,482.87 sq ft | Residential land with detached building  | >26                               | 17/04/1990          | 588                   |
| Lot S10, MWE Kepong<br>Commercial Park<br>21, Jalan 2-33B<br>Kepong MWE<br>Commercial Park<br>Kuala Lumpur   | Leasehold<br>expiring on<br>13/08/2097             | 1,600 sq ft     | 4-storey shopoffice/ stockist & redemption centre  | 8                                 | 20/1/1997           | 844                   |
| Berjaya Times Square<br>11th floor<br>No.1, Jalan Imbi   | Freehold   | 106,027 sq ft   | One floor of office space of an integrated commercial development for rental   | 5                                 | 06/01/1998          | 56,756                |
| Lot 28233-28236<br>(excl'd Lot 28235)<br>CT 16057-16061<br>(Old Lot 3371-3375)<br>Mukim Setapak<br>Taman Sri Pelangi<br>Jalan Genting Kelang<br>Kuala Lumpur   | Freehold   | 1,854 sq ft     | Condo blocks<br>Block A : 216 units sold<br>Block B : 230 units sold<br>: 2 units unsold<br>Block C : 108 units sold<br>Shoplots : 13 units sold | 12                                | 04/08/1989          | 350                   |
| 12, Jalan 4/91A<br>Taman Shamelin Perkasa<br>56100 Kuala Lumpur  | Leasehold<br>99 years<br>expiring on<br>11/09/2082 | 1,043 sq ft     | 1 unit of 3-storey semi-detached factory lot -vacant   | 13                                | 18/06/2007          | 3,903                 |
| Lot SL-012 & 013<br>Sri Pelangi Shoplot<br>Ground floor, Block C<br>Jalan Genting Klang<br>Setapak<br>53300 Kuala Lumpur   | Freehold   | 3,187 sq ft     | 2 unit of ground floor shoplot -2 units for rental   | 14                                | 12/12/1992          | 1,190                 |

| Location  | Tenure                                   | Size                         | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|--|------------------------------|---|-----------------------------------|---------------------|-----------------------|
| No.14 Seri Desa Entrepreneur's Park<br>Jalan Kuchai Lama<br>58200 Kuala Lumpur  | Freehold                                 | 6,760 sq ft                  | 1 unit of 5-storey shopoffice<br>-5 floors for rental       | 10                                | 23/11/1995          | 1,560                 |
| <b>MELAKA</b>   |  |                              |   |                                   |                     |                       |
| No. 307, 307A & 307B<br>Jalan Melaka Raya 1<br>Taman Melaka Raya<br>75000 Melaka  | Leased hold<br>expiring on<br>04/10/2082 | 1,600 sq ft                  | 3 storey shophouse  | 24                                | 02/08/2004          | 446                   |
| Lot 93 & 94<br>Geran No. 4470 & 4471<br>Daerah Melaka Tengah<br>Kawasan Bandar 1, Melaka<br>(No. 481 Jln Tengker, Melaka)   | Freehold                                 | 14,026 sq ft                 | 2 units of 4 1/2<br>- storey shophouse<br>for rental        | 20                                | 31/03/1995          | 2,150                 |
| Parcel No. 40 (Ground Floor)<br>Parcel No. 40-1 (1st Floor)<br>Parcel No. 42 (Ground Floor)<br>Plaza Pandan Malim<br>Business Park<br>Mukim Balai Panjang, Melaka                                       | Leasehold<br>expiring on<br>09/06/2095   | 3,708 sq ft                  | 3-storey shopoffice/<br>stockist &<br>redemption centre     | 6                                 | 10/12/1999          | 557                   |
| <b>NEGERI SEMBILAN</b>  |  |                              |   |                                   |                     |                       |
| Parcel 3.2 Type A<br>Block D 3rd Floor<br>Kemang Indah Condominium<br>Negeri Sembilan Darul Khusus  | Freehold                                 | 530 sq ft                    | Condominium   | >16                               | 18/04/1995          | 72                    |
| Lot 7773 PT 2548<br>Lot 7774 PT 2549<br>Title No. HS (D) 79345, 79346<br>Mukim of Setul<br>District of Seremban<br>Negeri Sembilan Darul Khusus   | Freehold                                 | 1,091,441 sq m               | Club house and<br>golf course                               | 16                                | 20/08/1982          | 36,315                |
| Lot 7775 PT 2550<br>Title No. HS (D) 79347<br>Mukim of Setul<br>District of Seremban<br>Negeri Sembilan Darul Khusus  | Freehold                                 | 30,689 sq m                  | Land for<br>development                                     | N/A                               | 20/08/1982          | 3,028                 |
| 61, Jalan Besar<br>Jalan Seremban<br>Lukut, Port Dickson<br>Negeri Sembilan Darul Khusus  | Leasehold<br>expiring on<br>15/06/2093   | 1,539 sq ft                  | 2-storey shoplot/<br>showroom &<br>sales office             | 11                                | 01/02/1998          | 223                   |
| 507 Jalan Tuanku Antah<br>70100 Seremban<br>Negeri Sembilan Darul Khusus  | Freehold                                 | 2,196 sq ft                  | Land with 3-storey<br>shophouse/<br>regional & sales office | 17                                | 01/09/1990          | 211                   |
| Unit #C07-02, #C06-03,04<br>#H07-03, #H08-07,<br>#BL4-06, #G03-05, #C03-04<br>Paradise Lagoon<br>Holiday Apartments<br>Port Dickson<br>Negeri Sembilan Darul Khusus                                     | Leasehold<br>expiring on<br>06/07/2087   | 5,459 sq ft                  | Holiday<br>accommodation<br>for members                     | 11                                | 07/09/2000          | 925                   |
| Lot 7853 PT 2627<br>Lot 7973 PT 2747<br>Lot 7846 PT 2620<br>Lot 7890 PT 2664<br>Title No. HS (D) 79424<br>79544, 79417, 79461<br>Mukim of Setul<br>District of Seremban<br>Negeri Sembilan Darul Khusus | Freehold                                 | 3,244 sq m                   | Bungalow lots<br>for sale                                   | N/A                               | 20/08/1982          | 236                   |
| Lot 7998 PT 2772<br>Title No. HS (D) 79569<br>Mukim of Setul<br>District of Seremban<br>Negeri Sembilan Darul Khusus  | Freehold                                 | 68 sq m                      | Land for power<br>sub-station                               | N/A                               | 20/08/1982          | 5                     |
| <b>SELANGOR</b>   |  |                              |   |                                   |                     |                       |
| No. 28, Jalan PJU 3/49<br>Sunway Damansara<br>47810 Petaling Jaya<br>Selangor Darul Ehsan   | Leasehold<br>99 years<br>factory         | Approximately<br>4,732 sq ft | 1 1/2-storey<br>semi-detached                               | 4                                 | 07/04/2005          | 1,405                 |

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| Location  | Tenure   | Size            | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|--|-----------------|---|-----------------------------------|---------------------|-----------------------|
| Lot 11, Jalan Oniks 2<br>7/11 B, Seksyen 7<br>Shah Alam<br>Selangor Darul Ehsan   | Leasehold<br>99 years<br>expiring on<br>28/05/2103 | 19,752 sq ft    | Vacant land   | N/A                               | 28/05/2004          | 900                   |
| Minyak Estate (5 lots)<br>Sungei Tinggi Estate (27 lots)<br>Nigel Gardner &<br>Bukit Tagar Estate (6 lots)<br>Mukim of Sungei Tinggi<br>and Batang Berjuntai<br>District of Ulu Selangor<br>Kuala Selangor<br>Selangor Darul Ehsan  | Freehold   | 14,331.78 acres | Land for<br>development                             | N/A                               | 04/08/1995          | 732,664               |
| Lot 1115, 1291<br>2160 & 2161<br>Jalan Pandamaran<br>41200 Klang<br>Selangor Darul Ehsan  | Freehold   | 9.375 acres     | Land with<br>factory building                       | 14                                | 31/05/1972-1992     | 2,963                 |
| Lot 493 GM98<br>Mukim Hulu Kelang<br>Off Jalan Hulu Kelang<br>Gombak<br>Selangor Darul Ehsan<br>(Adjoining Taman Hillview)  | Freehold   | 5 acres         | Land for residential<br>development                 | N/A                               | 26/09/1989          | 3,203                 |
| Lot W001, HS(D) 200796<br>PT31923<br>Lot W014, HS(D) 200783<br>PT31910<br>Lot W073, HS(D) 200691<br>PT31818<br>Lot W101, HS(D) 200740<br>PT318167<br>Lot W140, HS(D) 200706<br>PT31833<br>Lot W141, HS(D) 200707<br>PT31834<br>Lot W150, HS(D) 200663<br>PT31790<br>Lot W151, HS(D) 200662<br>PT31789 | Freehold   | 71,512 sq ft    | Land for bungalow<br>lots development               | N/A                               | 24/08/2001          | 4,355                 |
| PT32039 & 32040<br>HS(D) 200912 & 200913<br>(Subang Heights, Shah Alam)   | Freehold   | 3.4 acres       | Land for residential<br>development                 | N/A                               | 24/08/2001          | 5,494                 |
| No. C16-1, C16-M<br>C16-2 to C16-4,<br>& C17-1, C17-M,<br>C17-2 to C17-4<br>Ampang Boulevard<br>Jalan Ampang Utama 1/1<br>Ampang<br>Selangor Darul Ehsan  | Leasehold<br>expiring on<br>07/05/2083             | 17,002 sq ft    | 4 1/2-storey<br>shopoffice                          | 22                                | 06/2003             | 2,614                 |
| PT 5100 HS (D) 18536<br>Mukim Setapak<br>Off 10 km Jalan Gombak<br>Gombak<br>Selangor Darul Ehsan<br>(Taman Cemerlang)  | Leasehold<br>99 years<br>expiring on<br>12/04/2088 | 66.4 acres      | Land for residential<br>& commercial<br>development | N/A                               | 26/09/1986          | 7,523                 |
| Lot 4924 (PT 11526)<br>Mukim of Hulu Kelang<br>District of Gombak<br>Taman Tun Abdul Razak<br>Ampang Jaya<br>Selangor Darul Ehsan   | Leasehold<br>expiring on<br>17/06/2078             | 60 acres        | Land for<br>development                             | N/A                               | 01/05/1992          | 28,770                |
| Lot 4916 (PT 1927) &<br>5871 (PT 2055)<br>Mukim of Hulu Kelang<br>District of Gombak<br>Taman Tun Abdul Razak<br>Ampang Jaya<br>Selangor Darul Ehsan  | Leasehold<br>expiring on<br>17/06/2078             | 67.19 acres     | Club house and<br>golf course                       | 22                                | 01/10/1984          | 62,512                |



| Location  | Tenure                                    | Size  | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|---|---|---|-----------------------------------|---------------------|-----------------------|
| Lot PT 1696 & 1697 HS (D) 36083 & 36084 Mukim Petaling Off Jalan Puchong Selangor Darul Ehsan (Taman Kinrara, Puchong Selangor Darul Ehsan) | Leasehold 99 years expiring on 12/02/2088 | 62.5 acres                                      | Land with ongoing residential & commercial development          | N/A                               | 07/12/1989          | 6,587                 |
| No. B21-12, 21st Floor Block B Athenaeum At The Peak Bukit Antarabangsa Selangor Darul Ehsan  | Freehold                                  | 1,271 sq ft                                     | Apartment for rental  | >12                               | 30/09/1994          | 150                   |
| Lot No.3, HS (D) 113392 Lot 3, Section 51A, Jln 225 Petaling Jaya Selangor Darul Ehsan  | Leasehold 99 years expiring on 23/06/2065 | 35,000 sq ft                                    | 1-storey detached factory for rental                            | >14                               | 13/10/1995          | 7,500                 |
| Lot 8 Subang Hi-Tech Industrial Park Subang Jaya Selangor Darul Ehsan   | Freehold                                  | 48,748 sq ft                                    | 1-storey factory with 3-storey office for rental                | >14                               | 26/10/1994          | 4,800                 |
| Lot 15802 Geran 1223 (Old Lot 58) Mukim & Daerah Klang Selangor Darul Ehsan (Berjaya Park, Jalan Kebun Shah Alam)                           | Freehold                                  | 325.235 acres                                   | Land for mixed development                                      | N/A                               | 06/11/1991          | 38,001                |
| Lot 6, Jalan 217 Section 51, Petaling Jaya Selangor Darul Ehsan (Lot 58 Section 20 Petaling Jaya)   | Leasehold expiring on 09/04/2056          | 1.27 acres                                      | Industrial land and industrial building for rental              | 45                                | 01/07/1968          | 20,000                |
| Lot 11525 & 11527 HS (D) 18812 & 18814 Mukim Hulu Kelang, Gombak Selangor Darul Ehsan (Taman Tun Abdul Razak Selangor Darul Ehsan)          | Leasehold expiring on 17/06/2078          | Lot 11525 226.09 acres<br>Lot 11527 66.71 acres | Land held for development<br>Land for bungalow lots development | N/A                               | 22/12/1990          | 245,936               |
| Lot 3, Block C1 Bukit Jelutong Industrial Park Shah Alam Selangor Darul Ehsan   | Freehold                                  | 177,420 sq ft                                   | Industrial land/ to construct own warehouse complex             | N/A                               | 31/12/1996          | 10,450                |
| No. 71, Jalan USJ 21/11 Subang Jaya City Centre IV Phase 166 Selangor Darul Ehsan   | Freehold                                  | 2,000 sq ft                                     | 3-storey shopoffice/ stockist & redemption centre               | 6                                 | 20/12/1999          | 955                   |
| HS (M) 8377, PT No 514 Kampung Baru Subang 47200 Subang Selangor Darul Ehsan  | Leasehold expiring on 03/06/2053          | Land 2 acres<br>Building 40,981 sq ft           | Land with 2-storey industrial building/ factory & sales office  | 44                                | 08/10/1996          | 4,233                 |
| 24, Jalan SS2/66 47300 Petaling Jaya Selangor Darul Ehsan   | Freehold                                  | 1,680 sq ft                                     | 1 unit of 3-storey shophouse for rental                         | 36                                | 30/12/1994          | 2,500                 |
| <b>PAHANG</b>   |   |   |   |                                   |                     |                       |
| KM48 Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur   | Freehold                                  | 142,500 sq ft                                   | Japanese Tatami Suites & Spa/Garden, Convention Centre No.1     | 4-10                              | 1998                | 28,492                |
| KM 48 Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur  | Leasehold                                 | 13,435.09 acres                                 | Land for future development                                     | N/A                               | 1990                | 863,294               |
| KM 48 Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur  | Leasehold                                 | Meranti Height: 15,028 sq ft                    | Bungalow lots, orchard lots, bungalow villas & Meranti Height   | N/A                               | 1999                | 44,229                |

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| Location  | Tenure   | Size                         | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|--|------------------------------|---|-----------------------------------|---------------------|-----------------------|
| KM 48<br>Persimpangan Bertingkat<br>Lebuhraya Karak, 28750<br>Bukit Tinggi, Bentong<br>Pahang Darul Makmur  | Leasehold  | 561,890 sq ft                | Country resort, golf course & club house, Japanese tea house & Colmar Tropicale | 4-12                              | 1996                | 344,560               |
| HS(D) 11367 No.PT14460<br>Mukim and Daerah<br>of Bentung, Negeri<br>Pahang Darul Makmur   | Leasehold<br>99 years                              | Approximately<br>52.27 acres | Land to build an international boarding school                                  | N/A                               | 06/06/1997          | 27,300                |
| Unit #A2-7, #B03-07<br>C01-11, 12, 13, 15,<br>#C02-13A & #C5-8<br>Meranti Park, Bukit Tinggi<br>Pahang Darul Makmur   | Leasehold<br>expiring on<br>05/2094                | 4,904 sq ft                  | Holiday accommodation for members   | >9                                | 24/12/2002          | 1,102                 |
| No PHA-3, Meranti Park<br>Apartments, Jalan BTR 1/5<br>Bukit Tinggi Resort<br>28750 Bentong<br>Pahang Darul Makmur  | Leasehold<br>99 years<br>expiring on<br>04/05/2094 | 1,465 sq ft                  | 1 unit of apartment -vacant   | 9                                 | 08/09/2005          | 320                   |
| No A5-1, Meranti Park<br>Apartments, Jalan BTR 1/5<br>Bukit Tinggi Resort<br>28750 Bentong<br>Pahang Darul Makmur   | Leasehold<br>99 years<br>expiring on<br>04/05/2094 | 949 sq ft                    | 1 unit of apartment -vacant   | 9                                 | 08/09/2005          | 220                   |
| HS(D) 10222<br>PT No.10961<br>Bentung<br>Pahang Darul Makmur  | Leasehold<br>expiring on<br>04/05/2094             | 119,845 sq ft                | Vacant land   | N/A                               | 23/12/1999          | 2,970                 |
| Lot A173<br>Sri Dagang Business Centre<br>Jalan Tun Ismail<br>25100 Kuantan<br>Pahang Darul Makmur  | Freehold   | 1,430 sq ft                  | 1 unit of 3-storey shop/office -3 floors for sales office & 1 floor vacant      | 14                                | 26/09/1992          | 820                   |
| Lot 128 & 129<br>Sri Dagangan Kuantan<br>Business Centre<br>Jalan Tun Ismail, Kuantan<br>Pahang Darul Makmur  | Freehold   | 5,270 sq ft                  | Shoplot for rental  | 11                                | 20/02/1997          | 2,240                 |
| HSD 9347, 9355<br>PT 12818, 12826<br>Mukim & District of Bentong<br>Pahang Darul Makmur   | Leasehold<br>expiring on<br>05/02/2094             | 123.23 acres                 | Mixed development   | N/A                               | 09/09/1996          | 38,900                |
| HSD 13998<br>PT. 17659<br>Mukim & District of Bentong<br>Pahang Darul Makmur  | Leasehold<br>expiring on<br>05/02/2094             | 50 acres                     | Mixed development   | N/A                               | 09/09/1996          | 10,146                |
| Unit #A3-3, #A5-2,<br>#A5-7, #A3A-3,<br>#B3A-6, #C2-15, 16, 17, 18,<br>#C3-3, 8, #C3A-3, 8, #C5-2, 7<br>Meranti Park, Bukit Tinggi<br>Pahang Darul Makmur   | Leasehold<br>expiring on<br>01/05/2094             | 10,955 sq ft                 | Holiday accommodation for members   | >9                                | 30/11/1999          | 2,239                 |
| Unit #B1-16109, 16110,<br>16111, 16112, 16209, 16210<br>16211, 16212, 16309, 16310<br>16311, 16312, 16409, 16410<br>16411 & 16412<br>Equatorial Hill Resort<br>Cameron Highlands<br>Pahang Darul Makmur | Freehold   | 16,492 sq ft                 | Holiday accommodation for members   | 12                                | 31/10/2000          | 3,644                 |
| Unit #A1/A2/A3/A3A/B2/<br>B3/B3A-1,2,3,5,6,7<br>#C2/C3-2,3,5,6 (50 units)<br>Tioman Horizon Condotel<br>Pulau Tioman<br>Pahang Darul Makmur   | Leasehold<br>expiring on<br>05/10/2076             | 30,250 sq ft                 | Holiday accommodation for members   | >12                               | 22/04/1995          | 7,273                 |

| Location   | Tenure  | Size            | Description   | Estimated Age of Building (Years) | Date of Acquisition  | Net Book Value RM'000 |
|--|---|-----------------|---|-----------------------------------|--|-----------------------|
| Unit #4555, 2514, 2506<br>3543, 4544<br>Awana Condominium<br>Genting Highlands<br>Pahang Darul Makmur  | Freehold  | 5,444 sq ft     | Condominiums  | >26                               | 30/06/1993 (#4555)<br>01/12/1995 (#2514)<br>01/12/1995 (#2506)<br>27/05/1997 (#3543)<br>30/04/2000 (#4544) | 1,414                 |
| Part of HS (D) 11008<br>PT No 12183<br>Mukim and<br>District of Bentong<br>Pahang Darul Makmur   | Leasehold<br>expiring on<br>01/08/2092  | 56.02 acres     | Vacant commercial<br>land   | N/A                               | 30/04/1999   | 20,346                |
| #A01-01, 02, 03, 03A, 05<br>06, 09, 10, 15, 16, 17, 20<br>#A02-11, #B01-01, 03,<br>#C01-05, 16, 19<br>Meranti Park, Bukit Tinggi<br>Mukim and<br>District of Bentong<br>Pahang Darul Makmur        | Leasehold<br>expiring on<br>05/2094   | 9,450 sq ft     | Holiday<br>accommodation<br>for members   | >9                                | 11/01/2001   | 2,323                 |
| PT 33018<br>Mukim Kuala Kuantan<br>Kuantan<br>Pahang Darul Makmur  | Freehold  | 3.5 acres       | Land for commercial<br>development  | N/A                               | 05/02/1991   | 15,665                |
| PT 32921, 32922<br>Mukim Kuala Kuantan<br>Kuantan<br>Pahang Darul Makmur   | Freehold  | 5.46 acres      | Shopping mall<br>for rental   | 10                                | 05/02/1991   | 259,176               |
| Lot 1861 EMR 1379<br>Lot 24, 25, 905, 927, 1241<br>EMR 8, 9, 890, 905, 1212<br>Mukim Beserah, Kuantan<br>Pahang Darul Makmur   | Freehold  | 23.31 acres     | Land for<br>development   | N/A                               | 15/06/1990   | 2,826                 |
| B4/19 (Unit 5544)<br>Awana Condominium<br>Genting Highlands<br>Pahang Darul Makmur   | Freehold  | 1,258 sq ft     | Resort apartment  | >26                               | 28/02/1991   | 205                   |
| B4/21 (Unit 6542)<br>Awana Condominium<br>Genting Highlands<br>Pahang Darul Makmur   | Freehold  | 1,916 sq ft     | Resort apartment  | >26                               | 25/04/1992   | 450                   |
| B4/22 (Unit 6541)<br>Awana Condominium<br>Genting Highlands<br>Pahang Darul Makmur   | Freehold  | 2,007 sq ft     | Resort apartment  | >26                               | 01/09/1992   | 311                   |
| Lot PT 16134 (Section I)<br>Lot PT 16138 (Section II)<br>Lot PT 16137 (Section III)<br>Lot PT 16135 (Section IV)<br>Lot PT 16136 (Section V)<br>Mukim and Daerah of Bentong<br>Pahang Darul Makmur | Freehold  | 552,628.50 sq m | Vacant development<br>land  | N/A                               | 22/02/1999   | 26,579                |
| PN 107, Lot No. 5978<br>Bandar Kuantan<br>Mukim Kuala Kuantan<br>District of Kuantan<br>Pahang Darul Makmur  | Leasehold<br>75 years<br>expiring on<br>18/02/2039  | 20.969 acres    | Land for<br>development   | N/A                               | 21/02/2005   | 35,080                |
| Lot A171<br>Sri Dagang Business<br>Centre, Jalan Tun Ismail<br>25100 Kuantan<br>Pahang Darul Makmur  | Freehold  | 1,430 sq ft     | 1 unit of 3-storey<br>shop/office<br>-2 floors for sales<br>office and 1 floor<br>-vacant | 14                                | 26/09/1992   | 314                   |
| HS (D) 224 PT Tioman 215<br>HS (D) 27 PT Tioman 224<br>Daerah Rompin<br>Mukim Tioman<br>Tioman Island<br>Pahang Darul Makmur   | Leasehold<br>99 years<br>expiring on<br>06/01/2074 for<br>HS(D) 224<br>and on<br>05/10/2076 for<br>HS(D) 27 | 200 acres       | Land for hotel &<br>resort operations   | 21                                | 30/12/1985   | 124,326               |

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| Location   | Tenure   | Size   | Description   | Estimated Age of Building (Years) | Date of Acquisition                        | Net Book Value RM'000 |
|--|--|--|---|-----------------------------------|--|-----------------------|
| Lot 87 & 86, PT 445 & 446<br>Kampung Bunut,<br>Mukim Tioman<br>Pahang Darul Makmur   | PT445<br>Leasehold<br>19/02/2089<br>(99 years)<br>PT446<br>Leasehold<br>31/01/2089<br>(99 years)       | 27 acres   | Land for resort<br>development  | N/A                               | 08/09/1993 (PT 446)<br>16/01/1991 (PT 445) | 2,586                 |
| C7-22P<br>Villa Genting Apartment Resort<br>Lot 11386 HS (D) 10563<br>Genting Highlands, Bentong<br>Pahang Darul Makmur  | Freehold   | 2,386 sq ft  | Samaworld Parkview &<br>Hillview Resort<br>- Investment                   | 17                                | 30/04/1991                                 | 180                   |
| Lot 335 & 336<br>Mukim Kuala Kuantan<br>Astana Golf & Country Resort<br>KM 7, Bandar Indera Mahkota<br>25300 Kuantan<br>Pahang Darul Makmur  | Leasehold<br>99 years<br>expiring on<br>10/09/2092   | 16,414 sq ft   | 2 bungalow lots<br>-vacant  | N/A                               | 18/12/1992                                 | 243                   |
| Unit #A02-05, 06, #B03A-07<br>#B03-10, #C01-06, 10,<br>17, 18, 20,<br>Meranti Park, Bukit Tinggi<br>Pahang Darul Makmur  | Leasehold<br>expiring on<br>01/05/2094   | 5,285 sq ft  | Holiday<br>accommodation<br>for members                                   | >9                                | 18/04/2003                                 | 1,241                 |
| <b>PULAU PINANG</b>  |  |  |   |                                   |  |                       |
| No. 56 Cantonment Square<br>Cantonment Road<br>Pulau Tikus, Penang   | Freehold   | 5,864 sq ft  | 3 units of office lot<br>- Archive & disaster<br>recovery facility centre | 18                                | 27/12/2004                                 | 623                   |
| Lot 102<br>No. 394 Bukit Bendera<br>Penang (Title 27853)   | Freehold   | 12.55 acres  | Land for development<br>of Hill Resort Project                            | N/A                               | 04/12/1989                                 | 5,000                 |
| Geran No. 22826,<br>Lot No. 1628<br>Geran No. 22827,<br>Lot No. 1629<br>Geran No. 22828,<br>Lot No. 1627<br>G.M. 34, Lot No. 1630<br>G.M. 35, Lot No. 1631<br>Daerah Timur Laut<br>Mukim 16<br>Negeri Pulau Pinang | Freehold   | 7.5412 hectares                                      | Land for development  | N/A                               | 10/08/2007                                 | 3,656                 |
| Plot 160 (A) Lot No.: 007171<br>Plot 163 Lot No.: 7497<br>Phase 1 Bayan Lepas FTZ<br>Bayan Lepas<br>11900 Penang   | Plot 160 -<br>Leasehold<br>expiring<br>22/05/2050<br>Plot 163 -<br>Leasehold<br>expiring<br>10/12/2050 | Plot 160 -<br>1.18 acres<br>Plot 163 -<br>1.52 acres | Land with factory<br>building   | 18                                | 1989                                       | 5,298                 |
| Unit #04-05,06,09-12,12A<br>Menara Greenview, Penang   | Freehold   | 711.39 sq m  | Condominiums  | >16                               | 18/04/1995                                 | 854                   |
| Lot 3454 GM (First Grade)<br>248 Mukim 13<br>North East District<br>Jalan Sungei Dua<br>Pulau Pinang<br>(Desa University)  | Freehold   | 5,336 sq ft  | Condominium<br>Sold : 146 units<br>Unsold : 2 units                       | >10                               | 05/01/1991                                 | 807                   |
| Lot 67 Geran 11506 Section 5<br>North East District<br>Georgetown<br>Off Jalan Mesjid Negeri<br>Pulau Pinang<br>(Menara Greenview)   | Freehold   | 9,998 sq ft  | Condominium<br>Sold : 232 units<br>Unsold : 4 units                       | >12                               | 23/09/1989                                 | 1,327                 |
| No. 5-02-11, 1st floor<br>Hunza Complex, Jalan Gangsa<br>Greenlane Heights<br>Pulau Pinang   | Freehold   | 2,056 sq ft  | Retail lots/<br>stockist & redemption<br>centre                           | 10                                | 31/07/1995                                 | 430                   |

| Location  | Tenure                                    | Size             | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|---|------------------|---|-----------------------------------|---------------------|-----------------------|
| No. 5-02-9 & 5-02-10, 1st floor Hunza Complex, Jalan Gangsa Greenlane Heights Pulau Pinang  | Freehold                                  | 2,584 sq ft      | Retail lots/ stockist & redemption centre                           | 10                                | 08/01/1995          | 520                   |
| 2 Jalan Kurau Taman Chai Leng 13700 Prai Pulau Pinang   | Freehold                                  | 4,959 sq ft      | Land with 2-storey shophouse/showroom & regional office             | 18                                | 01/04/1990          | 520                   |
| Lot G61-G67, Grd Floor Bayan Shopping Mall Bayan Bay Pulau Pinang   | Freehold                                  | 3,123 sq ft      | 7 units of shop lots for use as restaurants                         | 2                                 | 15/05/1997          | 2,548                 |
| Lot No. 30,2523, 2543 & 2546 Section 1 Town of Georgetown North East District Pulau Pinang  | Leasehold 99 years expiring on 2093       | 197,562 sq ft    | Hotel (323 guest rooms)   | 13                                | 20/01/1995          | 40,777                |
| S-C4-25 Plot No. C25, Phase1 Pusat Bandar Nibong Tebal Pulau Pinang   | Freehold                                  | 2,798 sq ft      | 2-storey shop office  | 6                                 | 31/05/2002          | 227                   |
| Lot No. 30 & 2546 Section 1 Town of Georgetown North East District Pulau Pinang (488E-18-06 Midland Condominium Jalan Burmah, Penang) | Leasehold 99 years expiring on April 2093 | 730 sq ft        | 1 unit of apartment -vacant   | 14                                | 03/08/1996          | 147                   |
| Lot 1740, 1741, 1742, 1743, 1746, 1748, 1749 & 1750 Mukim 17 Daerah Seberang Perai Tengah Pulau Pinang                                | Freehold                                  | 1,641,478 sq ft  | Vacant development land   | N/A                               | 26/11/1991          | 4,111                 |
| Lot 1744 & 1745 Mukim 17 Daerah Seberang Perai Tengah Pulau Pinang  | Freehold                                  | 227,274 sq ft    | Vacant development land   | N/A                               | 26/11/1991          |                       |
| Lot 767, 1252, 1253 & 1755 Mukim 17 Daerah Seberang Perai Tengah Pulau Pinang   | Freehold                                  | 255,618.79 sq ft | Vacant development land   | N/A                               | 26/11/1991          |                       |
| Plot No. 109 Pusat Kommersial Sri Rambai No. 107, Lorong Tembikai 1 Sungai Rambai Business Park 14000 Bukit Mertajam Pulau Pinang     | Freehold                                  | 4,444 sq ft      | 3-storey shopoffice/ stockist & redemption centre                   | 6                                 | 17/12/1999          | 311                   |
| Lot 174 TS 18 North East District, Penang (74,76 & 78 Rope Walk, Penang)  | Freehold                                  | 4,826 sq ft      | 3 units of 2-storey shophouse-vacant                                | 68                                | 30/08/1990          | 726                   |
| <b>PERAK</b>  |   |                  |   |                                   |                     |                       |
| Lot 556-G, 556-1A & 556-1B Metro Ipoh Baru, Ipoh Perak Darul Ridzuan  | Leasehold expiring on 14/06/2092          | 2,866 sq ft      | Land with 4-storey shophouse  | 8                                 | 30/11/2001          | 334                   |
| No. 37 Jalan Hussein 30250 Ipoh Perak Darul Ridzuan   | Leasehold expiring on 31/12/2893          | 2,396 sq ft      | 4 1/2-storey office premises  | 30                                | 13/05/2002          | 396                   |
| Plot 4, Jalan Ng Weng Hup Taman Pertama, Ipoh Perak Darul Ridzuan   | Leasehold expiring on 17/07/2094          | 1,765 sq ft      | Land with 2-storey commercial shoplot/ stockist & redemption centre | 9                                 | 06/02/1995          | 198                   |
| 362 Jalan Kamunting 34600 Taiping Perak Darul Ridzuan   | Freehold                                  | 1,400 sq ft      | Land with 2-storey shophouse/showroom & sales office                | 18                                | 01/01/1989          | 76                    |
| 78 & 80, Jalan Gopeng 31900 Kampar Perak Darul Ridzuan  | Freehold                                  | 4,800 sq ft      | Land with 2-storey shophouse/showroom & sales office                | 18                                | 01/06/1990          | 196                   |

List of Properties  
30 April 2008

| Location   | Tenure   | Size         | Description  | Estimated Age of Building (Years) | Date of Acquisition   | Net Book Value RM'000 |
|--|--|--------------|--|-----------------------------------|---|-----------------------|
| <b>SABAH</b>   |  |              |  |                                   |   |                       |
| Lot No.8, Block No.B Lintasjaya Complex District of Penampang Sabah  | Leasehold expiring on 2107   | 4,133 sq ft  | 3-storey commercial shoplots   | 1                                 | 22/06/2007  | 1,180                 |
| Lot 4, Jalan Damai Off KM5, Jalan Tuaran, 88400 Kota Kinabalu, Sabah   | Leasehold expiring on 31/12/2072   | 1,336 sq ft  | 3-storey shophouse/ stockist & redemption centre                         | 32                                | 20/12/1995  | 377                   |
| Block 9, Lot 4 Bandar Indah Sandakan, Sabah  | Leasehold expiring on 01/03/2882   | 3,360 sq ft  | 3-storey shopoffice/ stockist & redemption centre                        | 7                                 | 11/09/2000  | 421                   |
| CL 015405428 (Lot 4)<br>CL 015405437 (Lot 5)<br>CL 015405446 (Lot 6)<br>CL 015405455 (Lot 7)<br>CL 015405491 (Lot 11)<br>CL 015405508 (Lot 12)<br>CL 015438632 (Lot 9)<br>Gaya Island, Sabah | Leasehold 98 years Lot 4, 5, 6, 7, 11, 12 expiring on 31/12/2078 Lot 9 expiring on 31/12/2079                        | 18.5 acres   | Resort land  | N/A                               | 31/10/1990  | 1,294                 |
| NT 76054 (7605) (Lot 107)<br>NT 6397 (Lot 74)<br>NT 6395 (Lot 72)<br>NT 013063968 (6396) (Lot 73)<br>Gaya Island, Sabah  | Leasehold 99 years Lot 107 & 74 expiring on 01/07/2090 Lot 72 expiring on 01/12/2090 & Lot 74 expiring on 31/01/2091 | 18.48 acres  | Resort land  | N/A                               | 31/10/1990  | 1,293                 |
| 14 Jalan Masak 89000 Keningau, Sabah   | Leasehold expiring on 03/11/2930   | 1,200 sq ft  | Land with 2-storey shophouse/showroom & sales office                     | 16                                | 01/01/1992  | 186                   |
| Lot 19, Bornion Commercial Centre, 88100 Luyang Kota Kinabalu Sabah  | Leasehold 999 years expiring on 15/05/2915   | 3,750 sq ft  | 1 unit of 3-storey shoplot -2 floors for sales office and 1 floor vacant | 15                                | 24/12/1994  | 473                   |
| <b>SARAWAK</b>   |  |              |  |                                   |   |                       |
| Sublot 1186 of Lot 901 Block 9 MCLD Mini Waterfront Business Centre Jalan Bendahari, Miri, Sarawak   | Leasehold expiring on 15/02/2058   | 1,356 sq ft  | 4-storey shopoffice/ stockist & redemption centre                        | 14                                | 01/04/1997  | 723                   |
| Lot 367, Section 11 Kuching Town Land District Jalan Kulas 93400 Kuching Sarawak   | Freehold   | 1,214 sq ft  | 1 unit of 4-storey shophouse -1 floor for rental -3 floors for vacant    | 15                                | 28/03/1994  | 1,200                 |
| <b>TERENGGANU</b>  |  |              |  |                                   |   |                       |
| GM 3 Lot 128<br>GM 4 Lot 129<br>GM 126 Lot 3<br>Lot 213 Geran 6440<br>Lot 4 Geran 6615<br>Pulau Redang Terengganu Darul Iman   | Freehold   | 46.51 acres  | Land for development of resort   | N/A                               | 1990  | 2,455                 |
| GM PN 1384 Lot 5<br>GM PN 1339 Lot 212<br>Pulau Redang Terengganu Darul Iman   | GM PN 1384 Lot 5 - Leasehold expiring on 16/02/2067<br>GM PN 1339 Lot 212 - Leasehold expiring on 06/05/2070         | 2.1 acres    | Land for development of resort   | N/A                               | 25/09/1991  | 44,450                |
| Lot 558, 240-242 & 239 PT899 Teluk Dalam & Teluk Siang, Pulau Redang Terengganu Darul Iman   | Lot 558 - Freehold Lot 240-242, 239 & PT 899 -Leasehold 60 years Expiring on 2051                                    | 611.68 acres | Beach resort (359 guest rooms)   | >12                               | Lot 558 -in year 1990 Lot 240-242, 239 & PT 899 -16/10/1993 | 111,335               |

| Location   | Tenure   | Size   | Description   | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|--|--|--|---|-----------------------------------|---------------------|-----------------------|
| <b>BRASIL</b>  |  |  |   |                                   |                     |                       |
| Apartamento-R. Cauaxi<br>152-AP. 1304-Barueri<br>Sao Paolo, Brasil   | Freehold   | 2,965 sq ft  | Residential apartment   | 33                                | 04/12/1996          | 454                   |
| Loja 1-Pavimento<br>R. Rio Grande do Norte 919<br>Balo Horizonie, MG Brasil  | Freehold   | 4,495 sq ft  | Single-storey shophouse   | 33                                | 07/07/1997          | 995                   |
| Lot 3, 4 and 5<br>R. Sao Paulo 144-Barueri<br>Sao Paolo, Brasil  | Freehold   | 94,582 sq ft   | Single-storey industrial building/<br>warehouse & office complex  | 33                                | 10/01/1997          | 7,547                 |
| Loja 12-Tenco-Blcco D<br>Quadra 716-Asa Norto<br>Setor Com/Resie. Norie<br>Brasilia, Brasil  | Freehold   | 8,383 sq ft  | 2-storey shophouse  | 33                                | 25/05/1997          | 908                   |
| <b>CHINA</b>   |  |  |   |                                   |                     |                       |
| C3, 5th Floor, No. 3<br>XiHua Road,<br>Chateau Regalia<br>Beijing, Shunyi, Beijing City  | Leasehold<br>70 years<br>expiring on<br>2070       | 208.54 sq m  | Apartment   | 4                                 | 19/08/2003          | 996                   |
| No. 38, Xinggong West Street<br>Yanjiao Development Zone<br>Sanhe City, Hebei  | Leasehold<br>70 years<br>expiring on<br>15/01/2071 | Phase I:<br>12,980.56 sq m<br>Phase II:<br>50,522.39 sq m                  | French Village<br>Phase I:<br>9 Commercial blocks<br>Phase II:<br>6 blocks of 6 1/2 floor<br>residence apartment<br>& shop lots | N/A                               | 02/03/2004          | 38,717                |
| No. 201, 2nd Floor<br>Unit 1, Block A5<br>Zhi Zhu Yuan Xiao Qu<br>Yanjiao Development Zone<br>Sanhe City, Hebei  | Leasehold<br>70 years<br>expiring on<br>2072       | Apartment<br>165.19 sq m<br>Garage<br>27.76 sq m<br>Basement<br>18.80 sq m | Apartment   | 4                                 | 15/03/2003          | 168                   |
| Unit 17 & 18, 9th Floor<br>Office Tower II<br>Henderson Centre, Beijing<br>People's Republic of China  | Leasehold<br>expiring on<br>13/10/2043             | 387.96 sq m  | Office space<br>for rental  | 11                                | 1995                | 2,810                 |
| Beijing-Harbin Highway<br>Yanjiao Economic and<br>Technological<br>Development Zone<br>Sanhe City<br>Hebei Province<br>The People's Republic of China  | Leasehold<br>40 years<br>expiring on<br>25/01/2045 | 307,227 sq m   | Land held for<br>development  | N/A                               | 17/01/2005          | 35,546                |
| <b>INDIA</b>   |  |  |   |                                   |                     |                       |
| 345/9, 354/10, 354/11, 354/12,<br>354/12B, 354/13, 355/1,<br>355/2A, 355/2B and 355/3A<br>a Vadanemmel Village<br>Chengleput Taluk<br>Kancheepuram District<br>Tamil Nadu, India                     | N/A  | 10.62 acres  | Land held for<br>development  | N/A                               | 12/07/2001          | 3,961                 |
| <b>PHILIPPINES</b>   |  |  |   |                                   |                     |                       |
| Unit #603-A, 603-B,<br>604, 607, 608-A,<br>705, 707, 708-A,<br>709, 1105, 1106, 1108<br>Trinity Suites<br>Trinity Plaza Tower I<br>Condo-Hi-Rise<br>Escario St., Lahog<br>Cebu City, The Philippines | N/A  | 458.25 sq m  | Holiday<br>accommodation<br>for members   | 12                                | 14/11/1996          | 1,082                 |
| <b>SEYCHELLES</b>  |  |  |   |                                   |                     |                       |
| Parcel No. V588, V589,<br>V3699, V8369 & V8370<br>Beau Vallon Bay Beach<br>West Coast of Mahe Island<br>Seychelles   | Freehold   | 10.0434 acres  | Beach resort<br>(232 guest rooms)   | >32                               | 18/08/1994          | 37,324                |
| Anse Volbert<br>Praslin<br>Seychelles  | Freehold   | 7.12 acres   | Hotel with<br>80 guest rooms  | 24                                | 23/02/2006          | 14,429                |

## List of Properties

30 April 2008

| Location  | Tenure   | Size                          | Description  | Estimated Age of Building (Years) | Date of Acquisition | Net Book Value RM'000 |
|---|--|-------------------------------|--|-----------------------------------|---------------------|-----------------------|
| <b>SINGAPORE</b>  |  |                               |  |                                   |                     |                       |
| No. 67, Tanjong Pagar Road<br>Singapore 088488  | Leasehold<br>99 years<br>expiring on<br>07/04/2091 | 5,000 sq ft,                  | 1 unit of 3-storey<br>pre-war shophouse<br>for sales and<br>marketing office | >26                               | 06/1995             | 7,298                 |
| 83 Duxton Road<br>Singapore 089540  | Leasehold<br>99 years<br>expiring on<br>27/09/2087 | 908.2 sq m                    | Hotel<br>(48 guest rooms)  | 17                                | 03/05/2001          | 29,967                |
| <b>SRI LANKA</b>  |  |                               |  |                                   |                     |                       |
| 36 College Avenue<br>Mount Lavinia, Sri Lanka   | Freehold   | 1.742 acres                   | Beach resort<br>(95 guest rooms)   | 22                                | 1983                | 7,429                 |
| No. 36/4, 36/5 & 36<br>De Saram Road<br>Mount Lavinia, Sri Lanka  |  |                               |  |                                   |                     |                       |
| <b>TAIWAN</b>   |  |                               |  |                                   |                     |                       |
| 257, Zhong Hua Road<br>Cheng Zhong Duan<br>Magong City<br>Penghu, Taiwan                                | Freehold   | 1,399 sq ft                   | Land with building   | N/A                               | 05/01/2007          | 1,398                 |
| Lot No. 0049-0000<br>Cheng Zhong Duan<br>Magong City<br>Penghu, Taiwan                                  | Freehold   | 3,023 sq ft                   | Stockist & redemption<br>centre  | 9                                 | 05/01/2007          | 604                   |
| Lot No. 1067-0000<br>Section 79<br>Magong City, Shanshui South<br>Penghu, Taiwan                        | Freehold   | 2,676 sq ft                   | Vacant land  | N/A                               | 05/03/2007          | 519                   |
| <b>UNITED KINGDOM</b>   |  |                               |  |                                   |                     |                       |
| Fifth Floor, Flat 19<br>1 Porchester Gate<br>Bayswater Road<br>London W2 3HN<br>United Kingdom          | Long<br>leasehold<br>expiring on<br>2985           | 1,517 sq ft                   | Luxury apartment   | 18                                | 02/06/1988          | 2,119                 |
| Flat 54, Hyde Park Towers<br>London, United Kingdom   | 999 years  | approximately<br>2,500 sq ft  | Apartment  | 29                                | 24/09/1993          | 1,685                 |
| Flat 35, Bishops Courts<br>Bishops<br>Porchester Terrace<br>and Garage Bay 34<br>London, United Kingdom | 125 years  | 1,184 sq ft                   | Apartment  | 20                                | 03/08/1994          | 1,260                 |
| 35/39 Inverness Terrace<br>1-4 Inverness Place<br>London, United Kingdom                                | Freehold   | Approximately<br>40,000 sq ft | Hotel<br>(135 guest rooms)   | 148                               | 14/11/1996          | 46,121                |

Note:-

The Group does not adopt a policy of regular valuation of its properties except for investment properties which are stated at fair value.

N/A : Not Applicable or Available

U/C : Under Construction

## Material Contracts

Other than as disclosed in Notes 15, 28, 31, 33, 39, 40, 41, 43 and 44 of the financial statements for the financial year ended 30 April 2008, 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 2008 amounted to RM797,000.



# Group Addresses

## FINANCIAL SERVICES

**InterPacific Securities Sdn Bhd**  
**InterPacific Asset Management Sdn Bhd**  
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Fax : 603-2144 1686  
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*Penang Office:*  
Ground, Mezzanine & 8th Floor  
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10200 Penang  
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Fax : 604-269 0999

*Johor Bahru Office:*  
95, Jalan Tun Abdul Razak  
80000 Johor Bahru, Johor  
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

*Kuchai Lama Office:*  
Stesyen Minyak ProJET  
Jalan 1/116B  
Off Jalan Kuchai Lama  
Kuchai Entrepreneur Park  
58200 Kuala Lumpur  
Tel : 603-7981 8811  
Fax : 603-7981 9211

**Berjaya Sampo Insurance Berhad**  
18th Floor, Menara BGI  
Plaza Berjaya, 12, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 03-2141 3323  
Website : www.berjayasampo.com.my

**Prime Credit Leasing Sdn Bhd**  
West Wing, Level 13  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 03-2148 1009

## VACATION TIME-SHARE, TRAVEL, HOTELS & RESORTS DEVELOPMENT & MANAGEMENT

### Malaysian Hotels & Resorts

**Berjaya Hotels and Resorts  
Corporate Office**  
12B-West-Wing, Level 12  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Malaysia  
Tel : 603-2142 9611  
Fax : 603-2144 2526/2527  
Email : bhr@hr.berjaya.com.my

**Berjaya Tioman Beach, Golf & Spa Resort**  
**Berjaya Tioman Suites**  
P.O.Box 4, 86807 Mersing  
Johor Darul Takzim  
Tel : 609-419 1000/1922  
Fax : 609-419 1718  
Email : reserv@b-tioman.com.my

**Berjaya Langkawi Beach & Spa Resort**  
Karong Berkunci 200  
Teluk Burau  
07000 Langkawi  
Kedah Darul Aman  
Tel : 604-959 1888  
Fax : 604-959 1886  
Email : resvnb@b-langkawi.com.my

**Berjaya Redang Beach Resort**  
**Berjaya Redang Spa Resort**  
Pulau Redang  
P.O. Box 126, Main Post Office  
20928 Kuala Terengganu  
Terengganu Darul Iman  
Tel : 609-630 8866/8888  
Fax : 609-630 8855/8880  
Email : reserdept@b-redang.com.my

**Berjaya Georgetown Hotel**  
1-Stop Midlands Park  
Jalan Burmah  
10350 Pulau Pinang  
Tel : 604-227 7111  
Fax : 604-226 7111  
Email : bgh@b-georgetown.com.my

**Berjaya Times Square Hotel  
& Convention Center**  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2117 8000  
Fax : 603-2143 3352  
Email : btshcc@timesquarekl.com

**The Piccolo Hotel**  
101, Jalan Bukit Bintang  
55100 Kuala Lumpur  
Tel : 603-2303 8000  
Fax : 603-2303 8008  
Email : reservations@thepiccolohotel.com

**Berjaya Hills Golf & Country Resort**  
**Colmar Tropicale**  
KM48, Persimpangan Bertingkat Lebuhraya Karak  
28750 Bukit Tinggi  
Bentong, Pahang Darul Makmur  
Tel : 609-288 8890  
Email : bjorn\_buth@berjayahills.com

**Kelab Darul Ehsan**  
Taman Tun Abdul Razak  
Jalan Kerja Air Lama  
68000 Ampang Jaya  
Selangor Darul Ehsan  
Tel : 603-4257 2333  
Email : enquiry@kde.com.my

**Bukit Kiara Equestrian & Country Resort**  
Jalan Bukit Kiara  
Off Jalan Damansara  
60000 Kuala Lumpur  
Tel : 603-2094 1222  
Email : kiara@bukit-kiara.com.my

**Bukit Jalil Golf & Country Resort**  
Jalan 3/155B, Bukit Jalil  
57000 Kuala Lumpur  
Tel : 603-8994 1600  
Email : bgrb@bukit-jalil.com.my

**Bukit Banang Golf & Country Club**  
1, Persiaran Gemilang  
Bandar Banang Jaya  
83000 Batu Pahat  
Johor Darul Takzim  
Tel : 607-428 6001  
Email : bbgcc@po.jaring.my

**Staffield Country Resort**  
Batu 13, Jalan Seremban-Kuala Lumpur  
71700 Mantin  
Negeri Sembilan Darul Khusus  
Tel : 603-8766 6117  
Email : scrb@po.jaring.my

**Desa WaterPark**  
P.O. Box 13527  
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Off Jalan Klang Lama  
58100 Kuala Lumpur  
Tel : 603-7118 8338  
Email : mfra@tm.net.my

### Overseas Hotels & Resorts

**Berjaya Beau Vallon Bay Beach Resort  
Hotel & Casino**  
P.O. Box 550, Victoria  
Mahe, Seychelles  
Tel : 248-287 287  
Fax : 248-247 943  
Email : bhrseysm@berjaya Seychelles.com

**Berjaya Eden Park Hotel**  
35-39, Inverness Terrace  
Bayswater, London W2 3JS  
United Kingdom  
Tel : 44-20-7221-2220  
Fax : 44-20-7221-2286  
Email : reservations@berjayaeden.co.uk

**Berjaya Praslin Beach Resort**  
Anse Volbert, Praslin, Seychelles  
Tel : 248-286 286  
Fax : 248-232 244  
Email : bpbres@seychelles.com

**Berjaya Hotel Singapore**  
83, Duxton Road  
Singapore 089540  
Tel : 65-6227 7678  
Fax : 65-6227 1232  
Email : berhotel@berjayahotel.com.sg

**Berjaya Mount Royal Beach Hotel**  
36, College Avenue, Mount Lavinia  
Sri Lanka  
Tel : 941-1273 9610/14  
Fax : 941-1273 3030  
Email : berjaya@slt.lk

**Sheraton Hanoi Hotel & Towers**  
K5 Nghi Tam  
11, Xuan Dieu Road  
Tay Ho District  
Hanoi, Vietnam  
Tel : 84-4-719 9000  
Fax : 84-4-719 9001  
Email : Reservations.hanoi@sheraton.com

**InterContinental Hanoi Westlake Hotel**  
1A, Nghi Tam  
Tay Ho District  
Hanoi, Vietnam  
Tel : 84-4-270 8888  
Fax : 84-4-270 9999  
Email : hanoi@intercon.com

### VACATION TIMESHARE & TRAVEL

**Berjaya Vacation Club Berhad**  
Lot 8.85-8.96, 8th Floor  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2116 9999  
Fax : 603-2141 9288/2148 6879  
Email : bvcenquiry@berjaya.com.my  
bvc@berjaya.com.my

## Group Addresses

### **Berjaya Air Sdn Bhd (Reservation & Ticketing)**

06-61 & 06-62, 6th Floor  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2141 0088/2145 2828  
Fax : 603-2142 8689  
Email : reserve@berjaya-air.com

### **PROPERTY INVESTMENT & DEVELOPMENT**

#### **Main Office:**

Level 12 (East Wing)  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603 - 2149 1999/2142 8028  
Fax : 603 - 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 : 603-2149 1999/2142 8028  
Email : property@berjaya.com.my

#### *Vietnam Office:*

### **Berjaya Land Bhd – Representative Office in HCMC**

**Berjaya VFC Limited**  
**Berjaya VIUT Limited**  
**Berjaya D2D Co. Limited**  
5th Floor, Melody Tower  
422-424 Ung Van Khiem Street  
Ward 25, Binh Thanh District  
Ho Chi Minh City, Vietnam  
Tel : 84-8-5129229  
Fax : 84-8-5129228

### **Berjaya - Handico12 Co. , Ltd.**

Unit 2, 6th Floor, Harec Building  
No. 4 A, Lang Ha Street  
Ba Dinh District  
Hanoi, Vietnam  
Tel : 00-844-772 5300  
Fax : 00-844-772 5301

#### *China Office:*

Berjaya (China) Great Mall Co. Ltd  
Yanjiao Development Zone  
Sanhe City, 065201 China  
Tel : 86-316-3320309  
Fax : 86-316-3320310

#### *Korea Office:*

Berjaya Jeju Resort Limited  
Hyundai Marine B/D 9F  
Do-ryung St. Jeju City, 174  
Jeju Special Self-Governing Province  
690-709, Republic of Korea  
Tel : 82-64-797-5623  
Fax : 82-64-797-5545  
Email : ericliew@berjaya.com.my

#### **Group Condo Management Office:**

Lot 119E, 3rd Floor  
No. 22 Jalan 2/110A  
Batu 3 ½, Jalan Kelang Lama  
58200 Kuala Lumpur  
Tel : 603 - 7981 2515  
Fax : 603 - 7981 2004  
Email : groupcondo@berjaya.com.my

#### **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 ½, Jalan Kelang Lama  
58200 Kuala Lumpur

#### **Pines Condominiums**

No. 116, Jalan Sultan Abdul Samad  
Brickfields  
50470 Kuala Lumpur  
Tel : 603-2273 3285

#### **Ixora Apartments**

Jalan Rusa, Off Jalan Tun Razak  
50400 Kuala Lumpur  
Tel : 603-9222 2528

#### **Robson Condominiums**

Jalan 2/87D, Robson Heights  
Persiaran Syed Putra 2  
50470 Kuala Lumpur  
Tel : 603-2273 0925

#### **Petaling Indah Condominiums**

Jalan 1C/149, Off Jalan Sungai Besi  
57100 Kuala Lumpur  
Tel : 603-9057 3576

#### **Shop Office @ Petaling Indah**

Jalan 1C/149, Off Jalan Sungai Besi  
57100 Kuala Lumpur

#### **Sri Pelangi Condominiums**

**Sri Pelangi Shops & Apartments**  
No. 128, Jalan Genting Kelang, Setapak  
53300 Kuala Lumpur  
Tel : 603-4024 9981

#### **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

#### **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  
Tel : 603-8994 3782

#### **Arena Green Apartments**

No. 3, Jalan 1/155A, Bukit Jalil  
57000 Kuala Lumpur  
Tel : 603-8996 8060

#### **Green Avenue Condominiums**

No. 15, Jalan 1/155B, Bukit Jalil  
57000 Kuala Lumpur  
Tel : 603-8994 0140

### **Savanna Bukit Jalil Condominiums**

No. 5, Jalan 1/155A, Bukit Jalil  
57000 Kuala Lumpur

### **The Link Bukit Jalil Shop Offices**

Jalan 1/155B, 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 : 603-8070 0347

### **Kinrara Low Cost Shops & Apartments**

Jalan TK 4/13  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan  
Tel : 603-8070 0347

### **Kinrara Mas Shops & Apartments**

Jalan TK 4/14  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

### **Kinrara Mas Shops & Offices**

Jalan TK 4/5  
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

### **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 Bandar Banang Jaya  
83000 Batu Pahat, Johor Darul Takzim  
Tel : 607-428 8678 / 8722  
Email : bpoffice@berjaya.com.my

### **Kim's Park Business Centre (B.T. Properties Sdn Bhd)**

Jalan Mohd Akil  
Bandar Penggaram  
83000 Batu Pahat, Johor Darul Takzim.

### **Taman UPC**

(Berjaya Land Development Sdn Bhd)  
86100 Ayer Hitam  
Johor Darul Takzim

**Sri Indah Court****(Klasik Mewah Sdn Bhd)**

LM102, Sri Indah Court  
No. 55, Jalan Abdul Samad  
80100 Johor Bahru, Johor Darul Takzim  
Tel : 607-224 1267

**Penang Office:**

Level 18, Penas Tower  
Midlands Park Centre, Jalan Burma  
10350 Pulau Pinang  
Tel : 604-227 4188

**Menara Greenview****Desa University**

Pulau Pinang

**Singapore Office:****Berjaya Corporation (S) Pte. Ltd.**

67 Tanjong Pagar Road  
Singapore 088488  
Tel : 602-6227 7378  
Fax : 602-6225 4066  
Email : bcorp@singnet.com.sg

**Kuantan Office:****(Cempaka Properties Sdn Bhd)****Sri Dagangan Kuantan Business Centre**

Kuantan Perdana Shop Offices  
Jalan Tun Ismail  
25000 Kuantan, Pahang

**Complexes:****Berjaya Megamall**

Lot 3-18, 3rd Floor  
Jalan Tun Ismail, Sri Dagangan  
25000 Kuantan, Pahang Darul Makmur  
Tel : 609-508 8188  
Email : megamall@berjaya.com.my

**Plaza Berjaya**

Lot 2.05 2nd Floor Podium Block  
No. 12, Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2141 2818  
Email : pberjaya@berjaya.com.my

**Kota Raya Complex**

Lot 3.07A, Level 3, 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

**Berjaya Holdings (HK) Limited**

Room 901-2, 9th Floor  
59 Connaught Road  
Central Hong Kong  
Tel : 852-2877 6616  
Email : etan@netvigator.com

**CONSUMER MARKETING & DIRECT SELLING/SERVICES****Singer (Malaysia) Sdn Bhd**

www.singer.com.my

**Main Office:**

Bangunan Singer  
Lot 6, Jalan 51/217, Section 51  
46050 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7985 9090  
Customer Service Line : 1 300 888 288

**Regional Offices:****Central Region:**

No. 1-B (2nd Floor)  
Jalan Maju Jaya 7  
Taman Maju Jaya  
Batu 7, Jalan Kelang Lama  
46000 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7782 0398  
Email : simck@singer.com.my

**North Region:**

2, Jalan Kurau  
Taman Chai Leng  
13700 Prai, Pulau Pinang  
Tel : 604-399 0759  
Email : lawrenll@streamyx.com

**Midwest Region:**

507, 2nd Floor  
Jalan Tuanku Antah  
70100 Seremban  
Negeri Sembilan Darul Khusus  
Tel : 606-762 1525  
Email : jepnet@tm.net.my

**Northwest Region:**

545A, Jalan Pasir Puteh  
31650 Ipoh  
Perak Darul Ridzuan  
Tel : 605-321 5878  
Email : deeza591@tm.net.my

**South Region:**

91A, Jalan Perisai  
Taman Sri Tebrau  
80050 Johor Bahru  
Johor Darul Takzim  
Tel : 607-332 5368  
Email : angch9@pd.jaring.my

**Northeast Region:**

2nd Floor, PT 2528 & 2529  
Jalan Kuala Krai  
Wakaf Che Yeh  
15150 Kota Bharu  
Kelantan Darul Naim  
Tel : 609-741 4930  
Email : tajuddin60@yahoo.com

**Mideast Region:**

No. 1 (2nd Floor)  
Jalan Maju Jaya 7  
Taman Maju Jaya  
Batu 7, Jalan Kelang Lama  
46000 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7782 0371  
Email : tangkwai@tm.net.my

**Sarawak Region:**

Lot 320, 2nd Floor  
Jalan Abell Utara  
93100 Kuching, Sarawak  
Tel : 6082-248 367  
Email : singswak@streamyx.com

**Sabah Region:**

Lot 3, Jalan Cenderakasih  
Off Jalan Lintas  
88450 Inanam  
Kota Kinabalu, Sabah  
Tel : 6088-439 669  
Email : ysteck@yahoo.com

**Berjaya HVN Sdn Bhd****Direct Vision Sdn Bhd**

85-89, Jalan Miharja 3/93  
Taman Miharja, Cheras  
55200 Kuala Lumpur  
Tel : 603-9282 6688  
Email : info@bhvn.cc

**Berjaya HVN (S) Pte Ltd**

1, Bukit Batok St 22  
#02-01, GRP Industrial Building  
Singapore 659592  
Tel : (65) 6561 3628  
Fax : (65) 6561 2908  
Email : bhvn8@singnet.com.sg

**Cosway (M) Sdn Bhd**

www.cosway.com.my  
www.ecosway.com

**Head Office:**

2nd Floor, Wisma Cosway  
Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel : 603-2148 1077  
Email : info@cosway.com.my

**Brunei Branch:**

No. C18, Simpang 88  
Hau Man Yong Building  
Kg. Kiulap, Jalan Gadong  
Bandar Sri Begawan BE1518  
Brunei Darussalam  
Tel : 6732-231 886  
Email : br26\_peter2000@yahoo.co.uk

**Singapore Branch:**

No. 1 Harbourfront Place  
#01-05 Harbourfront Tower One  
Singapore 098633  
Tel : 02-6372 1598  
Email : rogerlim@coswaysingapore.com.sg

**Taiwan Branch:**

11F-4, No. 20, Dalong Road  
West District, Taichung City 403  
Taiwan R.O.C.  
Tel : 00-886-4-2310 8508  
Email : johnsonliu@ecosway.com

**eCosway.com Sdn Bhd**

Lot 12A.07, 12A Floor  
Wisma Cosway, Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel : 03-2145 6335  
Email : customerservice@ecosway.com

**Cosway (Thailand) Co Ltd**

17th Floor, 42 Tower  
65, Sukumvit 42, Kluyamthai  
Klongtoey  
Bangkok 10110, Thailand  
Tel : 00-662 712 3188  
Email : pueng@ecosway.co.th

**Cosway Value Club (Australia) Pty Ltd**

122/45 Gibly Road  
Axxess Corporate  
Mount Waverley Park  
Victoria 3149 Australia  
Tel : 00-613-8542 7999  
Email : melvinleow@ecosway.com

**Cosway (HK) Ltd**

No. 109-110, Level 1  
Victoria Mall, Canton Road  
Tsim Sha Tsui, Kowloon  
Hong Kong  
Tel : 00-852-2882 5733  
Email : mannixli@ecosway.com

**Berjaya Books Sdn. Bhd.**

**Borders Headquarters**  
No. 3, Jalan PJU 3/48  
Sunway Damansara Technology Park  
Sunway Damansara,  
47810 Petaling Jaya

## Group Addresses

*Borders Berjaya Times Square*  
Lot 01-66, 1st Floor  
East Wing, Berjaya Times Square  
No.1, Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2141 0288

*Borders The Gardens*  
Lot T-216-B, 3rd Floor  
The Gardens, Mid Valley City  
Lingkaran Syed Putra, 59200 Kuala Lumpur  
Tel : 603-2287 4530

*Borders The Curve*  
Lot G16, G16A-C & 114A-D  
Ground & 1st Floor, The Curve  
No.6, Jalan PJU 7/3, Mutiara Damansara  
47800 Petaling Jaya  
Tel : 603-7725 9303  
Email : curve@bordersstores.com

*Borders Queensbay Mall*  
Lot 1F 93 & 93A, 1st Floor  
Queensbay Mall  
No.100, Persiaran Bayan Indah  
11900 Bayan Lepas, Pulau Pinang  
Tel : 604-646 8758  
Email : queensbay@bordersstores.com

**Country Farms Sdn Bhd**  
26, Jalan PJU 3/49, Sunway Damansara  
47810 Petaling Jaya, Selangor  
Tel : 603-7880 9936  
Email : info@countryfarmorganics.com

### MOTOR

**Quasar Carriage Sdn Bhd**  
**Nusa Otomobil Sdn Bhd**  
**Changan Berjaya Auto Sdn Bhd**  
5, Jalan Kemajuan, Seksyen 13  
46200 Petaling Jaya, Selangor  
Tel : 603-7954 9988  
Email : info@quasar.com.my

**Bermaz Motor Trading Sdn Bhd**  
No. 5, Jalan Pelukis U1/46  
Temasya Industrial Park, Section U1  
40150 Shah Alam, Selangor  
Tel : 603-5569 2797  
Fax : 603-5569 2891

### GAMING & LOTTERY MANAGEMENT

**Sports Toto Malaysia Sdn Bhd**  
Berjaya Times Square  
Lot 13-01, Level 13 (East Wing)  
No.1 Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2148 9888  
Email : webmaster@sportstoto.com.my

**Natural Avenue Sdn Bhd**  
Lot 8189 & 8190  
Town East, Pending Road  
93450 Kucing, Sarawak  
Tel : 6082-333 666  
Email : webmaster@stec4d.com.my

**Berjaya Lottery Management (HK) Limited**  
Level 28, Three Pacific Place  
1 Queen's Road East, Hong Kong  
Tel : 852-2980 1620

**International Lottery & Totalizator Systems, Inc.**  
2310 Cousteau Court  
Vista (San Diego)  
California 92081-8346, USA  
Tel : 1-760-598 1655  
Email : mktg@ilts.com

**Prime Gaming Philippines, Inc.**  
**Philippine Gaming Management Corporation**  
9th Floor, Rufino Pacific Tower  
6784 Ayala Ave., cor V.A. Rufino Street  
Makati City  
Metro Manila, Philippines  
Tel : 632-811 0668  
Fax : 632-811 2293

### FOOD & BEVERAGES

**Berjaya Starbucks Coffee Company Sdn Bhd**  
Level 10, West Wing  
Berjaya Times Square  
No. 1 Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2052 5888  
Email : erickhoo@starbucks.com.my

**Berjaya Roasters (M) Sdn Bhd**  
Lot 1.05, 1st Floor, Podium Block  
Plaza Berjaya, 12, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2142 2266  
Email : broasters@krr.com.my

**Roasters Asia Pacific (M) Sdn Bhd**  
Suite 14A-14B Office Block  
Plaza Berjaya, 12, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2145 2633  
Email : ycwang@berjaya.com.my

**Wen Berjaya Sdn Bhd**  
No. 07-33, 7th Floor  
Berjaya Times Square  
Kuala Lumpur  
Tel : 603-2145 1800  
Email : mohamedshah@gmail.com

**Krispy Kreme Doughnuts Sdn Bhd**  
Level 12, Berjaya Times Square  
No. 1 Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2144 0813  
Fax : 603-2144 0809  
Email : alex@berjaya.com.my

**Berjaya Pizza Company Sdn. Bhd.**  
Level 12 (East Wing) Berjaya Times Square  
No. 1, Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2149 1280  
Email : kimwei@papajohns.com.my

### INDUSTRIAL

**Berjaya Bandartex Sdn Bhd**  
**Berjaya Knitex Sdn Bhd**  
**Berjaya Soutex Sdn Bhd**  
583, 3rd Milestone, Jalan Kluang  
83000 Batu Pahat, Johor Darul Takzim  
Tel : 607-431 3303  
E-mail : btex@po.jaring.my  
knitex@po.jaring.my  
kwokwah@pc.jaring.my

**Kimia Suchi Sdn Bhd**  
21, Jalan TUDM  
Subang New Village  
40000 Shah Alam  
Selangor Darul Ehsan  
Tel : 603-7847 6268  
Email : nrathor@ksuchi.po.my

**KUB-Berjaya Enviro Sdn Bhd**  
Suite 806, Block A  
Pusat Dagangan Phileo Damansara II  
No. 15, Jalan 16/11  
Off Jalan Damansara  
46350 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7882 6333  
Email : chock@benviro.com.my

**Taiga Building Products Ltd**  
Suite 800, 4718 Kingsway Burnaby BC.  
V5H4M2 Canada  
Tel : 1604-4381471  
Email : wade\_chernofs@taigaforest.com

### EDUCATION

**Informatics Education Limited**  
**Informatics Campus**  
12 Science Centre Road  
Singapore 609080  
Tel : 65-6562 5625  
Email : enquiries@informaticseducation.com

**Malaysia Corporate Office**  
E-0-2 Block E, Megan Avenue 1  
189 Jalan Tun Razak  
50400 Kuala Lumpur  
Tel : 603-2166 2800  
E-mail : callcentre@informatics.edu.my

**Berjaya International Schools Sdn Bhd**  
Level 12, East Wing  
Berjaya Times Square  
No. 1, Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2149 1262  
Email : fteo@berjaya.com.my

**Berjaya Higher Education Sdn Bhd**  
**Berjaya University College of Hospitality**  
11-02, Level 11 (West Wing)  
Berjaya Times Square  
No. 1, Jalan Imbi, 55100 Kuala Lumpur  
Tel : 603-2145 4999  
Fax : 603-2145 6699

### OTHERS

**SecureXpress Services Sdn Bhd**  
No. 16, Jalan Kecapi 33/2,  
Taman Perindustrian Elite,  
Section 33, 40350 Shah Alam,  
Selangor  
Tel : 603-5566 1999  
Email : sales@securexpress.com.my

**Sun Media Corporation Sdn Bhd**  
4th Floor, Lot 1  
Jalan 51/217, Section 51  
46050 Petaling Jaya  
Tel : 603-7784 6688  
Email : hr@thesundaily.com

# Recurrent Related Party Transactions of Revenue Nature

## For The Financial Year Ended 30 April 2008

| Berjaya Corporation Berhad ("BCorp") Group<br>with the following<br>Related Parties   | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries   | Amount transacted<br>during the financial year<br>(RM'000) |
|---|---|--|
| <b>Berjaya Land Berhad ("BLand") and its unlisted subsidiaries:-</b>  |   |  |
| BLand   | Management fees receivable by BCorp for services rendered that include, inter-alia, the provision of finance, secretarial and general administrative services   | 400  |
|   | Rental and service charges receivable by Ambilan Imej Sdn Bhd ("AISB") at RM107,236.80 per month for renting of office premises at 12th Floor, Berjaya Times Square, No.1, Jalan Imbi, Kuala Lumpur. Tenure of the agreement is for a period of 2 years and renewable thereafter  | 1,287  |
| Aras Klasik Sdn Bhd<br>Berjaya Air Sdn Bhd<br>Berjaya Golf Resort Berhad ("BGolf")<br>Berjaya Guard Services Sdn Bhd (BGuard")<br>BLand<br>Berjaya Redang Beach Resort Sdn Bhd ("BRedang")<br>Berjaya Resort Management Services Sdn Bhd ("BRMSSB")<br>Berjaya Vacation Club Berhad ("BVC")<br>Bukit Kiara Resort Berhad ("Bukit Kiara")<br>Cempaka Properties Sdn Bhd ("Cempaka Properties")<br>Dian Kristal Sdn Bhd<br>Gemilang Cergas Sdn Bhd<br>Berjaya Megamall Management Sdn Bhd<br>KDE Recreation Berhad ("KDE")<br>Kota Raya Development Sdn Bhd ("KRDSB")<br>Nural Enterprise Sdn Bhd ("Nural Enterprise")<br>Noble Circle (M) Sdn Bhd ("Noble Circle")<br>Pakar Angsana Sdn Bhd ("Pakar Angsana")<br>Selat Makmur Sdn Bhd ("Selat Makmur")<br>Securiservices Sdn Bhd<br>Sinar Merdu Sdn Bhd ("Sinar Merdu")<br>Sri Panglima Sdn Bhd ("Sri Panglima")<br>Pelangi Istimewa Sdn Bhd<br>Tiram Jaya Sdn Bhd ("Tiram Jaya")<br>Wisma Stephens Management Co. Sdn Bhd | Sale of stationery products by Inter-Pacific Trading Sdn Bhd ("IPTSB")  | 423  |
| BLand<br>BVC  | Provision of share registration, printing and mailing services by Berjaya Registration Services Sdn Bhd ("BRegistration")   | 290  |
| KRDSB   | Rental and service charges payable by Berjaya Starbucks Coffee Company Sdn Bhd ("BCoffee") for the following:-<br><br>1. RM250 per month for renting of storage space at Level 4, Kota Raya Complex, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter<br><br>2. RM11,011 per month for renting of Kiosk G1 at Ground Floor, Kota Raya, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter | 135  |
| BLand<br>BGolf<br>Berjaya Hospitality Services Sdn Bhd<br>Berjaya Langkawi Beach Resort Sdn Bhd<br>BRedang<br>BVC<br>Bukit Kiara<br>KDE<br>BRMSSB<br>Berjaya Resort (Sabah) Sdn Bhd<br>Sinar Merdu<br>Tioman Island Resort Berhad ("TIR")<br>Nural Enterprise<br>Staffield Country Resort Berhad  | Provision of education and staff training services by Berjaya Education Sdn Bhd ("BEducation")  | 31   |

Recurrent Related Party Transactions of Revenue Nature  
For The Financial Year Ended 30 April 2008

| BCorp Group<br>with the following<br>Related Parties   | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries  | Amount transacted<br>during the financial year<br>(RM'000) |
|--|--|--|
| <b>BLand and its unlisted subsidiaries (Cont'd):-</b>  |  |  |
| Cempaka Properties   | Rental and service charges payable at RM9,718 per month by BRoasters for renting of shoplots at Lot G83, Ground Floor and Concourse area at Lot CCS B-Bay 5A, Berjaya Megamall, Jalan Tun Ismail, Kuantan. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  | 117  |
|  | Rental and service charges payable at RM14,384 per month by BCoffee for renting of shoplot at G15, Ground Floor, Berjaya Megamall, Kuantan. Tenure of the agreement is for a period of 3 years and renewable thereafter  | 173  |
|  | Rental and service charges payable at RM10,339 per month by Cosway (M) Sdn Bhd ("CMSB") for renting of shoplot at Lot 1.15, Berjaya Megamall, Jalan Tun Ismail Kuantan. Tenure of the agreement is for a period of 1 year and renewable thereafter   | 124  |
|  | Rental payable by Berjaya Somp Insurance Berhad ("BSompo") at RM1,375 per month for renting of shoplots at Lot G-21, G-22, G-22A, Ground Floor, Berjaya Megamall, Kuantan. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  | 17   |
| B-Land   | Rental and service charges receivable by Stephens Properties Sdn Bhd ("SPSB") at RM1,624.80 per month for renting of office and storage space at Lot 19D,E&F, 25B, D&E and Lot 6.07, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter   | 20   |
| BGolf<br>Berjaya Land Development Sdn Bhd<br>("BLDSB")<br>Cempaka Properties<br>Indra Ehsan Sdn Bhd<br>Kota Raya Complex Management Sdn Bhd<br>Noble Circle<br>Nural Enterprise<br>Pakar Angsana<br>Selat Makmur<br>Sri Panglima<br>Tiram Jaya | General marketing charges receivable by Berjaya Corporation (S) Pte Ltd  | 99   |
| Klasik Mewah Sdn Bhd   | Rental and service charges payable by Berjaya HVN Sdn Bhd ("HVN") at RM13,344 per month for renting of shoplot at Lot 147-1, Lower Ground Floor, Sungai Wang Plaza, Jalan Sultan Ismail, Kuala Lumpur. Tenure of the agreement is for a period of 3 years and renewable thereafter   | 160  |
| Sinar Merdu  | Rental and services charges payable by Cosway Corporation Berhad ("Cosway Corp") at RM2,000 per month for renting of condominium at C132, 13th Floor, KL Courts, KL Plaza Condominium, Jalan Bukit Bintang, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement and renewable thereafter  | 16   |
| KDE  | Rental and service charges payable by CMSB at RM3,187.30 per month for renting of shoplot at Taman Tun Razak, Jalan Kerja Air Lama, Ampang Jaya. Tenure of the rental agreement is for a period of 2 years and renewable thereafter  | 38   |
| Nural Enterprise   | Rental and service charges payable by BRoasters for the following:-<br><br>1. RM10,448.75 per month for renting of office premises at Lot 1.05, 1st Floor Podium Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur.<br><br>2. RM1,809 per month for renting of shoplot at Lot 1.10, 1st Floor, Podium Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur<br><br>Tenure of the above rental agreements is for a period of 2 years and renewable thereafter | 147  |

Recurrent Related Party Transactions of Revenue Nature  
For The Financial Year Ended 30 April 2008

| BCorp Group<br>with the following<br>Related Parties  | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries   | Amount transacted<br>during the financial year<br>(RM'000) |
|---|---|--|
| <b>BLand and its unlisted subsidiaries (Cont'd):-</b> |   |  |
| Nural Enterprise                                      | Rental and service charges payable by BCoffee at RM1,404 per month for renting of Kiosk at Ground Floor, Plaza Berjaya, Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 2 year and renewable thereafter   | 28   |
| Nural Enterprise                                      | Rental and service charges payable by EVA Management Sdn Bhd at RM3,835 per month for renting of office at Suite 5D & E, 5th Floor, Plaza Berjaya, Jalan Imbi, Kuala Lumpur. Tenure of the agreement is for a period of 2 years and renewable thereafter  | 46   |
| Nural Enterprise                                      | Rental and service charges payable by IPTSB at RM4,154.80 per month for renting of office premises 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  | 50   |
| Nural Enterprise                                      | Rental and service charges payable by Roaster Asia Pacific (M) Sdn Bhd at RM9,626 per month for renting of office premises at Lot 1.35 C & D, 1st Floor, Podium Block, Plaza Berjaya, Jalan Imbi, Kuala Lumpur. Tenure of the agreement is for a period of 2 years and renewable thereafter   | 116  |
| Noble Circle  | Rental and service charges payable by BRegistration for the following:-<br><br>1. RM3,031 per month for renting of store at Lot S24B, 2nd Floor, KL Plaza, Jalan Bukit Bintang, Kuala Lumpur.<br><br>2. RM28,435.50 per month for renting of office premises at Lot C1-C6, 2nd Floor, Block C, KL Plaza, Jalan Bukit Bintang, Kuala Lumpur<br><br>Tenure of the above rental agreements is for a period of 2 years and renewable thereafter | 342  |
| Noble Circle  | Rental and service charges payable by BRoasters for the following:-<br><br>1. RM9,488 per month for renting of Kiosk B at main entrance walkway, KL Plaza, Jalan Bukit Bintang, Kuala Lumpur.<br><br>2. RM1,605 per month for renting of kitchen at Lot F32A, 1st Floor, KL Plaza, Jalan Bukit Bintang, Kuala Lumpur.<br><br>Tenure of the above rental agreements is for a period of 3 years and renewable thereafter                      | 133  |
| Noble Circle  | Rental and service charges payable by BCoffee for the following:-<br><br>1. RM12,187.50 per month for renting of Kiosk A at main entrance walkway, KL Plaza, Jalan Bukit Bintang, Kuala Lumpur.<br><br>2. RM29,313.90 per month for renting of shoplots at Lot G33.3A-G33.5, Ground Floor, KL Plaza, Jalan Bukit Bintang, Kuala Lumpur.<br><br>Tenure of the above rental agreements is for a period of 3 years and renewable thereafter    | 391  |
| Noble Circle  | Rental and service charges payable by CMSB at RM2,524.50 per month for renting of shoplot at Lot 10, 2nd Floor, KL Plaza, Kuala Lumpur. Tenure of the agreement is for a period of 2 years and renewable thereafter   | 30   |
| Nada Embun Sdn Bhd                                    | Rental and service charges payable by Inter-Pacific Securities Sdn Bhd ("IPS") at RM107,236.80 per month for renting of office premises at Lot 13-02, 13th Floor, West Wing, Berjaya Times Square, Jalan Imbi, Kuala Lumpur. Tenure of the agreement is for a period of 3 years and renewable thereafter  | 1,287  |
| Pakar Angsana   | Rental income receivable by SPSB at RM640 per month for renting of storage space at Lot 20A, B&C and 21F, 22B, 23D & 26F, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter   | 7  |

Recurrent Related Party Transactions of Revenue Nature  
For The Financial Year Ended 30 April 2008

| BCorp Group<br>with the following<br>Related Parties  | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries   | Amount transacted<br>during the financial year<br>(RM'000) |
|---|---|--|
| <b>BLand and its unlisted subsidiaries (Cont'd):-</b>   |   |  |
| BGolf   | Rental payable by CMSB based on 5% revenue generated for renting of shoplots at Lot 1 & 2, Bukit Jalil Golf & Country Resort, Jalan 2/155B, Bukit Jalil. Tenure of the rental agreement is for a period of 3 years and renewable thereafter   | 14   |
|   | Rental income receivable by SPSB at RM280 per month for renting of storage space at Lot 20D, 22C & 22F, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter         | 3  |
| Berjaya Hospitality Services Sdn Bhd  | Receipt of security guard services by IPS   | 60   |
| BGuard  | Receipt of security guard services by Singer (Malaysia) Sdn Bhd ("Singer"), SPSB and IPS  | 130  |
|   | Rental income and service charges receivable by SPSB at RM4,686 per month for renting of office premises at Lot 6.01, 6.02 & 6.03, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Tenure of the rental agreement is for a period of 2 years and renewable thereafter                            | 56   |
| BLDSB   | Rental income receivable by SPSB at RM80 per month for renting of storage space at Lot 20E, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter                     | 1  |
| Berjaya Georgetown (Penang) Sdn Bhd ("BGeorgetown")<br>Amat Muhibah Sdn Bhd<br>Bukit Kiara<br>KDE<br>BGolf<br>Berjaya Langkawi Beach Resort Sdn Bhd<br>BRedang<br>Dian Kristal Sdn Bhd<br>TIR<br>Staffield Country Resort Bhd<br>Sinar Merdu<br>Berjaya Beau Vallon Bay Beach Resort Limited<br>BerjayaHotel & Resort (Seychells) Limited<br>Berjaya Praslin Beach Resort Limited | Supply of cleaning chemical products by Kimia Suchi Marketing Sdn Bhd ("KSMSB")   | 1,193  |
| Aras Klasik Sdn Bhd   | Receipt of property management services include inter-alia, maintenance, management and administration services by BSompo   | 788  |
| TIR   | Rental income receivable by SPSB at RM100 per month for renting of storage space at Lot 22D, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter                    | 1  |
| Regnis Industries (M) Sdn Bhd   | Rental payable by Singer at RM33,658.50 per month for renting of office at Part of G/F, 1/F and 2/F, and RM2,500 per month for renting of roof top at Lot 6, Jalan 217, Section 51, Petaling Jaya, Selangor. Tenure of the rental agreement is for a period of 3 years and renewable thereafter | 432  |
|   | Receipt of security guard services by Singer  | 39   |
| <b>Total</b>  |   | <b>8,624</b>   |



Recurrent Related Party Transactions of Revenue Nature  
For The Financial Year Ended 30 April 2008

| BCorp Group<br>with the following<br>Related Parties  | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries   | Amount transacted<br>during the financial year<br>(RM'000) |
|---|---|--|
| <b>Berjaya Sports Toto Berhad ("BToto") and its unlisted subsidiaries:-</b>   |   |  |
| 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   | 435  |
| BToto<br>Sports Toto Malaysia Sdn Bhd ("STMSB")   | Provision of education and staff training services by BEducation  | 4  |
| BToto   | Rental and service charges receivable by AISB at RM212 per month for renting of office at Level 12, Berjaya Times Square, Jalan Imbi, 55100 Kuala Lumpur. Tenure of the rental agreement is for a period of 32 months and renewable thereafter  | 2,543  |
| BToto<br>FEAB Properties Sdn Bhd  | Rental income receivable by SPSB at RM300 per month for renting of storage space at Lot 22E, 26D & E, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter | 3  |
| BToto<br>STMSB  | Supply of stationery products by IPTSB  | 88   |
| Total   |   | 3,793  |
| <b>Matrix International Berhad ("Matrix") and its unlisted related companies:-</b>  |   |  |
| Matrix  | Provision of share registration services by BRegistration   | 97   |
| Berjaya Times Square Sdn Bhd ("BTSSB")<br>Berjaya TS Management Sdn Bhd ("BTMSB")<br>Cosmo's World Theme Park Sdn Bhd ("WTP") | Supply of stationery products by IPTSB  | 110  |
| BTSSB   | Parking charges payable monthly by Berjaya Books Sdn Bhd ("BBooks"), BerjayaCity Sdn Bhd, Berjaya Hills Berhad, BCoffee, Berjaya Capital Berhad, Prime Credit Leasing Sdn Bhd and IPS for leasing of parking bays   | 215  |
| BTSSB   | Rental payable by BBooks at RM131,912.60 per month for renting of shoplots at 01-66, 02-49, 02-52(U), Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter                                   | 1,583  |
| BTMSB   | Service charges and advertising fund payable by Berjaya Retail Sdn Bhd, BCoffee, BBooks, Berjaya Higher Education Sdn Bhd ("BHESB"), Wen Berjaya Sdn Bhd ("WenBerjaya"), BRegistration and BRoasters  | 1,208  |
|   | Service charges and sinking fund payable by AISB, HVN and CMSB  | 1,524  |
|   | Magazine advertising charges payable by IPS   | 1  |
| BTSSB   | Rental payable by BCoffee at:-  |  |
|   | 1. RM14,375 per month for renting of cafe at 03-110, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur.   | 158  |
|   | 2. RM19,500 per month for renting of office at Lot 10-04, 10th Floor, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur   | 234  |
|   | 3. RM8,000 per month for renting of café at Ground Floor, walkway area, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur   | 239  |
|   | Tenure of the above rental agreements is for a period of 3 years and renewable thereafter   |  |

Recurrent Related Party Transactions of Revenue Nature  
For The Financial Year Ended 30 April 2008

| BCorp Group<br>with the following<br>Related Parties                 | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries  | Amount transacted<br>during the financial year<br>(RM'000) |
|--|--|--|
| <b>Matrix and its unlisted related companies (Cont'd):-</b>          |  |  |
| BTSSB  | 1. Rental payable by BRoaster at RM27,887 per month for renting of a shoplot at 03-98, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter   | 335  |
|  | 2. Rental payable by WenBerjaya at RM7,789 per month for renting of office at Lot 07-33, Level 7, Berjaya Times Square, No.1 Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  | 4  |
| BTSSB  | Rental payable by BRegistration at:-   | 58   |
|  | 1. RM13,019 per month for renting office at Lot06-03, Level 6, Berjaya Times Square, No. 1 Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  |  |
|  | 2. RM16,220 per month for renting office at Lot10-04A & 10-04B, Level 10, Berjaya Times Square, No. 1 Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter   |  |
| BTSSB  | Rental payable by BHESB at:-   | 63   |
|  | 1. RM6,072 per month for renting of office at Lot3-45, Level 3, Berjaya Times Square, No.1 Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  |  |
|  | 2. RM86,976 per month for renting of office at Lot 14-01, Level 14, Berjaya Times Square, No.1 Jalan Imbi, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  |  |
| BTSSB  | Rental payable by Berjaya HVN Sdn Bhd at RM12,082 per month for renting of a shoplot at 01-55, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter   | 145  |
| BTSSB  | Rental payable by CMSB at:   | 321  |
|  | 1. RM24,980 per month for renting of shoplots at 06-18, 06-19, 06-20, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  |  |
|  | 2. RM1,693 per month for renting of office at 06-26, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. Tenure of the rental agreement is for a period of 2 years and renewable thereafter   |  |
| BTSSB  | Advertising fund payable by BSompo   | 180  |
| 10th Avenue Food Mall Sdn Bhd<br>BTSSB                               | Supply of cleaning chemical products by KSMSB  | 61   |
| Total  |  | 6,536  |
| <b>Other related parties:-</b>                                       |  |  |
| MOL.com Berhad ("MOL") (a)<br>MOL AccessPortal Berhad ("Molacs") (b) | Provision of share registration services and printing to mailing by BRegistration  | 62   |
| Molacs (b)   | Rental income and service charges receivable by SPSB at RM11,144 per month for renting of office space at Lot 12A.01-12A.05, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter | 134  |
| Qinetics Solutions Berhad ("QSB") (c)                                | Purchase of hardware and networking equipments and IT consultancy, maintenance and management services by BCorp, BBooks, and BHESB   | 188  |
|  | Purchase of hardware and networking equipment and software support services by BCapital  | 8  |

Recurrent Related Party Transactions of Revenue Nature  
For The Financial Year Ended 30 April 2008

| BCorp Group<br>with the following<br>Related Parties  | Nature of transactions undertaken by<br>BCorp and/or its<br>unlisted subsidiaries  | Amount transacted<br>during the financial year<br>(RM'000) |
|---|--|--|
| <b>Other related parties (Cont'd):-</b>   |  |  |
| Forum Digital Sdn Bhd ("FDSB") (c)  | Receipt of online share trading services and up keep of computer equipment by IPS  | 406  |
| U Mobile Sdn Bhd ("UMobile") (d)  | Rental income and service charges receivable by SPSB at RM1,800 per month for renting of space for broadcasting facility at 4th floor Roof Top, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter  | 22   |
| Restaurant Rasa Utara Sdn Bhd ("Rasa Utara") (e)<br>7-Eleven Malaysia Sdn Bhd (formerly known as<br>Convenience Shopping Sdn Bhd ("7-Eleven")) (f)<br>UMobile<br>U Television Sdn Bhd (formerly known as U Telecom<br>Media Holdings Sdn Bhd / MiTV Corporation<br>Sdn Bhd ("UTV")) | Supply of stationery products by IPTSB   | 24   |
| Sun Media Corporation Sdn Bhd   | Procurement of advertising and publishing services by BCapital, IPS and BCorp  | 159  |
| 7-Eleven  | Rental income receivable by IPS at RM4,000 per month for renting of office premises at Projet Petrol Station, Jalan 1/116B, Kuchai Entrepreneur Park. Tenure of the rental agreement is for a period of 3 years and renewable thereafter   | 48   |
|   | Provision of transportation services by Securexpress Services Sdn Bhd  | 7,100  |
| 7-Eleven  | Rental payable by Direct Vision Sdn Bhd ("DVSB") at:-<br><br>1. RM3,500 per month for renting of office premises at Projet Puchong Permai, Lot 32426, Batu 13, Jalan Puchong, District of Petaling<br><br>2. RM4,800 per month for renting of office premises at Plaza Mont Kiara, D-OG-02, Block D, No. 2, Jalan Kiara, Mont Kiara, Kuala Lumpur<br><br>3. RM3,500 per month for renting of office premises at Puchong Kinrara, Lot 19392, Taman Kinrara, Seksyen 1, Batu 7 ½, Jalan Puchong, District of Petaling<br><br>4. RM3,500 per month for renting of office premises at Projet Sunway Mentari, Lot PT1082 & PT9312, Jalan PJS 8/9, Mukim Damansara, District of Petaling<br><br>5. RM4,500 per month for renting of office premises at Projet Kota Damansara, No.1 Jalan Cecawi 6/18 A, Seksyen 6, Kota Damansara, District of Petaling<br><br>Tenure of the above rental agreements is for a period of 3 years and renewable thereafter | 238  |
| United Prime Corporation Sdn Bhd  | Rental payable by Singer at RM4,000 per month for renting of premises at No. 90 & 91A, Jalan Perisai, Taman Seri Tebrau, Johor Bahru. Rental is payable on a monthly basis based on mutual agreement by way of letter for a period of 1 month and renewable thereafter   | 48   |
| Ascot Sports Sdn Bhd ("ASSB") (g)   | Rental income and service charges receivable by SPSB at RM14,990.80 per month for renting of office at Lot 11.01-11.02 & 11.06-11.10, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur. Tenure of the rental agreement is for a period of 3 years and renewable thereafter  | 180  |
| Total   |  | 8,617  |
| <b>Grand Total</b>  |  | 27,570   |

**Notes:**

- a. BCorp and Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") are major shareholders of MOL. Dato' Robin Tan Yeong Ching ("DRTYC"), a son of TSVT, is the Chairman of MOL.
- b. TSVT and MOL are major shareholders of Molacs while BCorp is deemed a major shareholders of Molacs by virtue of their interest in MOL.
- c. QSB and FDSB are subsidiaries of MOL. DRTYC is also a director of QSB.
- d. UMobile is a subsidiary of UTV. TSVT is a major shareholder of UTV. His sons, DRTYC and Rayvin Tan Yeung Shik ("RTYS") also have deemed interest in UTV.
- e. Rasa Utara is an associated company of United Prime Corporation Sdn Bhd ("UPC"). TSVT is deemed a major shareholder of Rasa Utara by virtue of his interests in B&B Enterprise Sdn Bhd, the holding company of UPC.
- f. TSVT is deemed a major shareholder of 7-Eleven by virtue of his major interest in HQZ Credit Sdn Bhd, the ultimate holding company of 7-Eleven.
- g. TSVT and RTYS are major shareholders of ASSB. TSVT is also the chairman of ASSB while DRTYC and RTYS are directors of ASSB.

# Statement of Directors' Shareholdings

As At 29 August 2008

## The Company

|   | Number of Ordinary Shares of RM1.00 each |       |                 |       |
|---|--|-------|-----------------|-------|
|   | Direct Interest                          | %     | Deemed Interest | %     |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 858,150,000                              | 28.19 | 875,300,000     | 28.75 |
| Tan Sri Dato' Tan Chee Sing               | 22,870,800                               | 0.75  | 678,350 *       | 0.02  |
| Dato' Robin Tan Yeong Ching               | 702,847                                  | 0.02  | 5,000 *         | 0.00  |
| Freddie Pang Hock Cheng                   | -  | -     | 2,700 *         | 0.00  |
| Chan Kien Sing                            | 20,000                                   | 0.00  | -               | -     |
| Vivienne Cheng Chi Fan                    | 4,400                                    | 0.00  | 10,000 #        | 0.00  |
| Rayvin Tan Yeong Sheik                    | 2,000                                    | 0.00  | -               | -     |
| Datuk Robert Yong Kuen Loke               | 2,844,548                                | 0.09  | -               | -     |
| Tan Sri Datuk Abdul Rahim Bin Haji Din    | 21,600                                   | 0.00  | -               | -     |
| Dato' Suleiman Bin Mohd Noor              | 20,200                                   | 0.00  | -               | -     |
| Datuk Seri Panglima Mohd Annuar Bin Zaini | 73,000                                   | 0.00  | -               | -     |

|   | Number of 0% Irredeemable Convertible Unsecured Loan Stocks 2005/2015 of RM0.50 nominal value each |      |                 |       |
|---|--|------|-----------------|-------|
|   | Direct Interest  | %    | Deemed Interest | %     |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 1,900,000  | 0.08 | 586,483,835     | 25.85 |
| Tan Sri Dato' Tan Chee Sing               | 13,445,784   | 0.59 | 1,348,437 *     | 0.06  |
| Chan Kien Sing                            | 55,376   | 0.00 | -               | -     |
| Freddie Pang Hock Cheng                   | 432,376  | 0.01 | 277,601 *       | 0.01  |
| Dato' Azlan Meah Bin Hj Ahmed Meah        | 11,075   | 0.00 | -               | -     |
| Rayvin Tan Yeong Sheik                    | 6,666  | 0.00 | -               | -     |
| Datuk Robert Yong Kuen Loke               | 741  | 0.00 | -               | -     |
| Tan Sri Datuk Abdul Rahim Bin Haji Din    | 24,000   | 0.00 | -               | -     |
| Datuk Seri Panglima Mohd Annuar Bin Zaini | 2  | 0.00 | -               | -     |

## Subsidiaries:-

### Berjaya Land Berhad

|   | Number of Ordinary Shares of RM1.00 each |      |                 |       |
|---|--|------|-----------------|-------|
|   | Direct Interest                          | %    | Deemed Interest | %     |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 52,844,500                               | 4.62 | 679,815,649     | 59.50 |
|   |  |      | 2,000,000 #     | 0.17  |
| Tan Sri Dato' Tan Chee Sing               | 725,521                                  | 0.06 | 2,000,000       | 0.17  |
| Dato' Robin Tan Yeong Ching               | 150,000                                  | 0.01 | -               | -     |
| Freddie Pang Hock Cheng                   | 40,000                                   | 0.00 | 1,000 *         | 0.00  |
| Vivienne Cheng Chi Fan                    | -  | -    | 43,000 #        | 0.00  |
| Datuk Robert Yong Kuen Loke               | 90,000                                   | 0.01 | -               | -     |

|   | Number of 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 of RM1.00 nominal value each |   |                 |      |
|---|--|---|-----------------|------|
|   | Direct Interest  | % | Deemed Interest | %    |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | -  | - | 4,681,300       | 4.20 |

### Berjaya Sports Toto Berhad

|   | Number of Ordinary Shares of RM0.10 each |      |                 |       |
|---|--|------|-----------------|-------|
|   | Direct Interest                          | %    | Deemed Interest | %     |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 69,650,000                               | 5.55 | 651,837,091     | 51.90 |
|   |  |      | 20,000 #        | 0.00  |
| Tan Sri Dato' Tan Chee Sing               | 6,345,994                                | 0.51 | 671,700 *       | 0.05  |
| Chan Kien Sing                            | 3,200                                    | 0.00 | -               | -     |
| Freddie Pang Hock Cheng                   | 362,800                                  | 0.03 | 150,062 *       | 0.01  |
| Datuk Robin Tan Yeong Ching               | 772,000                                  | 0.06 | -               | -     |
| Rayvin Tan Yeong Sheik                    | 92,000                                   | 0.01 | -               | -     |
| Datuk Robert Yong Kuen Loke               | 1,826,200                                | 0.14 | -               | -     |

### Berjaya Media Berhad

(formerly known as Nexnews Berhad)

|   | Number of Ordinary Shares of RM1.00 each |       |                 |       |
|---|--|-------|-----------------|-------|
|   | Direct Interest                          | %     | Deemed Interest | %     |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 73,561,382                               | 31.66 | 132,332,544     | 56.95 |
| Freddie Pang Hock Cheng                   | 4,800                                    | 0.00  | 7,200 *         | 0.00  |

**BERJAYA MEDIA BERHAD**  
(formerly known as Nexnews Berhad)

**Number of Warrants**

|   | Direct Interest |       | Deemed Interest |       |
|---|-----------------|-------|-----------------|-------|
|   |                 | %     |                 | %     |
| Tan Sri Dato' Seri Vincent Tan Chee Yioun | 13,160,876      | 23.38 | 20,044,746      | 35.62 |
| Freddie Pang Hock Cheng                   | 2,400           | 0.00  | 9,600 *         | 0.02  |

\* Indirect interest held through spouse.

# Indirect interest held through child/children.

By virtue of his interests in the shares of Berjaya Corporation Berhad, Tan Sri Dato' Seri Vincent Tan Chee Yioun is also deemed interested in the shares of all the subsidiary companies of the Company to the extent the Company has an interest.

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 August 2008.

**SUBSTANTIAL SHAREHOLDERS AS AT 29 AUGUST 2008**

**Number of Ordinary Shares of RM1.00 each**

| Name   | Direct Interest |       | Deemed Interest |       |
|--|-----------------|-------|-----------------|-------|
|  |                 | %     |                 | %     |
| 1. Tan Sri Dato' Seri Vincent Tan Chee Yioun | 858,150,000     | 28.19 | 875,300,000 (a) | 28.75 |
| 2. Hotel Resort Enterprise Sdn Bhd           | 680,691,531     | 22.36 | -               | -     |
| 3. UBS AG London                             | 420,320,900     | 13.81 | -               | -     |
| 4. The Goldman Sachs Group, Inc              | -               | -     | 295,849,400 (b) | 9.72  |

(a) Deemed interested by virtue of his interest in HQZ Credit Sdn Bhd, B & B Enterprise Sdn Bhd, Lengkap Bahagia Sdn Bhd, Hotel Resort Enterprise Sdn Bhd, Nostalgia Kiara Sdn Bhd, Matrix International Berhad and his deemed interest in Nautilus Corporation Sdn Bhd, Desiran Unggul Sdn Bhd, Sublime Cartel Sdn Bhd, Berjaya Times Square Sdn Bhd and 7-Eleven Malaysia Sdn Bhd.

(b) Indirect interest through Goldman Sachs International ("GSI"). GSI is a subsidiary of Goldman Sachs Holdings (U.K.), which is a subsidiary of Goldman Sachs Group Holdings (U.K.), which is in turn a subsidiary of Goldman Sachs (UK) L.L.C. The Goldman Sachs Group, Inc. is the direct holding company of Goldman Sachs (UK) L.L.C. and the ultimate holding company of the other aforementioned entities.

# Statistics on Shares and Convertible Securities

As At 29 August 2008

## ANALYSIS OF SHAREHOLDINGS

| Size of Shareholdings   | No. of Shareholders | %             | No. of Shares        | %             |
|-------------------------|---------------------|---------------|----------------------|---------------|
| less than 100           | 2,980               | 4.40          | 121,381              | 0.00          |
| 100 - 1,000             | 41,222              | 60.80         | 20,035,860           | 0.66          |
| 1,001 - 10,000          | 20,382              | 30.06         | 65,121,954           | 2.14          |
| 10,001 - 100,000        | 2,730               | 4.03          | 76,889,878           | 2.53          |
| 100,001 - 152,232,282   | 475                 | 0.70          | 1,075,649,754        | 35.33         |
| 152,232,283 * and above | 5                   | 0.01          | 1,806,826,823        | 59.34         |
| <b>Total</b>            | <b>67,794</b>       | <b>100.00</b> | <b>3,044,645,650</b> | <b>100.00</b> |

Notes:

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 issued share capital of the Company.

## THIRTY (30) LARGEST SHAREHOLDERS

|    | Name Of Shareholders   | No. Of Shares        | %            |
|----|--|----------------------|--------------|
| 1  | Cimsec Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (EDT)</i>                          | 484,000,000          | 15.90        |
| 2  | Citigroup Nominees (Asing) Sdn Bhd<br><i>UBS AG</i>  | 420,320,900          | 13.81        |
| 3  | Hotel Resort Enterprise Sdn Bhd  | 348,433,935          | 11.45        |
| 4  | Citigroup Nominees (Asing) Sdn Bhd<br><i>Goldman Sachs International</i>   | 295,599,400          | 9.71         |
| 5  | Cimsec Nominees (Tempatan) Sdn Bhd<br><i>CIMB For Hotel Resort Enterprise Sdn Bhd</i>  | 258,472,588          | 8.49         |
| 6  | Pasti Eksklusif Sdn Bhd  | 86,067,050           | 2.83         |
| 7  | Maju Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun</i>                                  | 66,112,000           | 2.17         |
| 8  | MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-VTC0001M)</i> | 49,998,700           | 1.64         |
| 9  | ABB Nominee (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun</i>                                    | 47,000,000           | 1.54         |
| 10 | Amsec Nominees (Tempatan) Sdn Bhd<br><i>Ambank (M) Berhad For Tan Sri Dato' Seri Vincent Tan Chee Yioun (TSVT)</i>                                   | 40,000,000           | 1.31         |
| 11 | Sublime Cartel Sdn Bhd   | 38,300,000           | 1.26         |
| 12 | CIMB Group Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (49877 PDZM)</i>               | 38,200,000           | 1.25         |
| 13 | Nostalgia Kiara Sdn Bhd  | 36,000,000           | 1.18         |
| 14 | OSK Nominees (Tempatan) Sdn Berhad<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun</i>                                | 33,000,000           | 1.08         |
| 15 | AMMB Nominees (Tempatan) Sdn Bhd<br><i>Ambank (M) Berhad For Berjaya Times Square Sdn Bhd (BJTIMESO)</i>   | 30,101,368           | 0.99         |
| 16 | AMMB Nominees (Tempatan) Sdn Bhd<br><i>Ambank (M) Berhad For Hotel Resort Enterprise Sdn Bhd</i>   | 30,000,000           | 0.99         |
| 17 | Tan Sri Dato' Seri Vincent Tan Chee Yioun  | 24,178,464           | 0.79         |
| 18 | OSK Nominees (Tempatan) Sdn Berhad<br><i>Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd</i>  | 23,000,000           | 0.76         |
| 19 | HQZ Credit Sdn Bhd   | 22,189,389           | 0.73         |
| 20 | Scotia Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For B &amp; B Enterprise Sdn Bhd</i>   | 21,400,000           | 0.70         |
| 21 | CIMB Group Nominees (Tempatan) Sdn Bhd<br><i>Tan Sri Dato' Seri Vincent Tan Chee Yioun For Hotel Resort Enterprise Sdn Bhd (49877 PDZM)</i>          | 20,785,472           | 0.68         |
| 22 | 7-Eleven Malaysia Sdn Bhd  | 20,500,000           | 0.67         |
| 23 | HSBC Nominees (Asing) Sdn Bhd<br><i>Exempt An For Morgan Stanley &amp; Co. Incorporated</i>  | 20,250,000           | 0.67         |
| 24 | Amsec Nominees (Tempatan) Sdn Bhd<br><i>Ambank (M) Berhad For Tan Sri Dato' Seri Vincent Tan Chee Yioun</i>  | 20,000,000           | 0.66         |
| 25 | HSBC Nominees (Asing) Sdn Bhd<br><i>Exempt An For HSBC Private Bank (Suisse) S.A. (SPORE TST ACCL)</i>   | 17,150,000           | 0.56         |
| 26 | Citigroup Nominees (Asing) Sdn Bhd<br><i>CBNY For DFA Emerging Markets Fund</i>  | 15,708,680           | 0.52         |
| 27 | Tan Sri Dato' Tan Chee Sing  | 14,907,075           | 0.49         |
| 28 | Lengkap Bahagia Sdn Bhd  | 14,401,333           | 0.47         |
| 29 | A.A. Anthony Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun</i>                          | 13,000,000           | 0.43         |
| 30 | OSK Nominees (Tempatan) Sdn Berhad<br><i>Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun</i>                                | 12,000,000           | 0.39         |
|    |  | <b>2,561,076,354</b> | <b>84.12</b> |

**ANALYSIS OF THE 0% 10-YEAR IRREDEEMABLE UNSECURED LOANS STOCKS ("ICULS") 2005/2015 HOLDINGS**

| Size of ICULS Holdings  | No. of ICULS Holders | %             | No. of ICULS         | %             |
|-------------------------|----------------------|---------------|----------------------|---------------|
| less than 100           | 5,589                | 15.43         | 204,329              | 0.01          |
| 100 - 1,000             | 7,660                | 21.15         | 4,418,975            | 0.19          |
| 1,001 - 10,000          | 14,704               | 40.60         | 58,196,166           | 2.57          |
| 10,001 - 100,000        | 7,418                | 20.48         | 201,674,449          | 8.89          |
| 100,001 - 113,459,631   | 845                  | 2.33          | 958,532,145          | 42.24         |
| 113,459,632 * and above | 4                    | 0.01          | 1,046,166,585        | 46.10         |
| <b>Total</b>            | <b>36,220</b>        | <b>100.00</b> | <b>2,269,192,649</b> | <b>100.00</b> |

Note:

\* Denotes 5% of the ICULS outstanding.

**THIRTY (30) LARGEST ICULS HOLDERS**

|    | NAME   | NO. OF ICULS         | %            |
|----|--|----------------------|--------------|
| 1  | Citigroup Nominees (Asing) Sdn Bhd<br><i>Goldman Sachs International</i>   | 497,000,000          | 21.90        |
| 2  | Amsec Nominees (Tempatan) Sdn Bhd<br><i>Ambank (M) Berhad (AD1174)</i>   | 223,166,585          | 9.83         |
| 3  | Gemtech (M) Sdn Bhd  | 170,000,000          | 7.49         |
| 4  | Selat Makmur Sdn Bhd   | 156,000,000          | 6.88         |
| 5  | Berjaya Sompoo Insurance Berhad  | 96,840,039           | 4.27         |
| 6  | Malaysia Nominees (Tempatan) Sendirian Berhad<br><i>Great Eastern Life Assurance (Malaysia) Berhad (PAR 1)</i>     | 66,079,217           | 2.91         |
| 7  | Inter-Pacific Securities Sdn Bhd<br><i>IVT (9C55)</i>  | 64,225,000           | 2.83         |
| 8  | Berjaya Sompoo Insurance Berhad  | 49,760,000           | 2.19         |
| 9  | Bursa Malaysia Berhad  | 49,572,277           | 2.18         |
| 10 | Affin Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Sew Hoey (Tan Siew Hoey) (TAN6986M)</i> | 47,727,200           | 2.10         |
| 11 | Lim Khuan Eng  | 20,619,100           | 0.91         |
| 12 | 7-Eleven Malaysia Sdn Bhd  | 16,500,000           | 0.73         |
| 13 | Yeoh Kean Hua  | 16,074,400           | 0.71         |
| 14 | Goh Hoon Leong   | 14,406,000           | 0.64         |
| 15 | Citigroup Nominees (Asing) Sdn Bhd<br><i>CBNY For DFA Emerging Markets Fund</i>                                    | 14,322,200           | 0.63         |
| 16 | Wong Yoke Lian   | 13,818,748           | 0.61         |
| 17 | Teras Mewah Sdn Bhd  | 13,747,211           | 0.61         |
| 18 | HSBC Nominees (Asing) Sdn Bhd<br><i>Exempt An For HSBC Private Bank (Suisse) S.A (Spore TST ACCL)</i>              | 13,468,800           | 0.59         |
| 19 | Malaysia Nominees (Tempatan) Sendirian Berhad<br><i>Great Eastern Life Assurance (Malaysia) Berhad (PAR 2)</i>     | 11,734,576           | 0.52         |
| 20 | RHB Capital Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Kho Eng Hue@ Koh Eng Hooi (CEB)</i>   | 10,715,000           | 0.47         |
| 21 | M & A Nominee (Asing) Sdn Bhd<br><i>Anglo Asia Investments Limited</i>   | 10,061,333           | 0.44         |
| 22 | Gooi Seong Chneh   | 10,000,000           | 0.44         |
| 23 | Mayban Nominees (Tempatan) Sdn Bhd<br><i>Pledged Securities Account For Tan Chee Sing Datuk (514570116562)</i>     | 8,732,416            | 0.38         |
| 24 | Cartaban Nominees (Asing) Sdn Bhd<br><i>Sun Hung Kai Investment Services Ltd For Top Champ Assets Limited</i>      | 8,396,300            | 0.37         |
| 25 | Immediate Capital Sdn Bhd  | 8,359,497            | 0.37         |
| 26 | HDM Nominees (Tempatan) Sdn Bhd<br><i>DBS Vickers Secs (S) Pte Ltd For Yeap Poh Chim</i>                           | 7,000,000            | 0.31         |
| 27 | M & A Securities Sdn Bhd<br><i>IVT (B)</i>   | 6,954,000            | 0.31         |
| 28 | Berjaya Group Berhad   | 6,474,362            | 0.29         |
| 29 | Ong Swee Jeng  | 5,350,000            | 0.24         |
| 30 | Tengku Rethwan Bin Tengku Mansor   | 5,252,720            | 0.23         |
|    |  | <b>1,642,356,981</b> | <b>72.38</b> |

# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN THAT** the Seventh Annual General Meeting of Berjaya Corporation Berhad will be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan 3/155B, Bukit Jalil, 57000 Kuala Lumpur on **Thursday, 30 October 2008 at 10.00 a.m.** for the following purposes:-

## AGENDA

- 1 To receive and adopt the audited financial statements of the Company for the year ended 30 April 2008 and the Directors' and Auditors' Reports thereon. **RESOLUTION 1**
- 2 To approve the payment of a final dividend of 2% single-tier exempt dividend in respect of year ended 30 April 2008. **RESOLUTION 2**
- 3 To approve the payment of Directors' fees amounting to RM150,000 for the year ended 30 April 2008. **RESOLUTION 3**
- 4 To re-elect the following Directors who retire pursuant to the Company's Articles of Association:-
  - (a) Dato' Azlan Meah Bin Hj Ahmed Meah **RESOLUTION 4**
  - (b) Vivienne Cheng Chi Fan **RESOLUTION 5**
  - (c) Datuk Robert Yong Kuen Loke **RESOLUTION 6**
  - (d) Datuk Seri Panglima Mohd Annuar Bin Zaini **RESOLUTION 7**
- 5 To re-appoint Dato' Suleiman Bin Mohd Noor 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** **RESOLUTION 10**

"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."
  - ii) **Proposed Renewal of and New Shareholders' Mandate For Recurrent Related Party Transactions of a Revenue or Trading Nature** **RESOLUTION 11**

"That, subject to the provisions of the Listing Requirements of Bursa Malaysia Securities Berhad, 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 8 October 2008 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 mandate 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 the ordinary resolution for the proposed mandate will be passed, at which time it will lapse, unless by a resolution passed at a 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 resolution passed by the shareholders at 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."



**iii) Proposed Renewal of Authority for the Company to purchase its own shares****RESOLUTION 12**

“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 (“Bursa Securities”) 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 Bursa Securities and to take all such steps as are necessary (including the opening and maintaining of a central depositories account under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (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 profit and share premium reserve of the Company;
3. the authority shall commence immediately upon passing of this resolution until:-
  - (a) the conclusion of the next annual general meeting of the Company following the annual general meeting at which such resolution was passed, at which time it will lapse unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
  - (b) the expiration of the period within which the next annual general meeting after that date 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 dividend 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 Bursa Securities and any other relevant authority for the time being in force.”

**NOTICE OF DIVIDEND PAYMENT AND ENTITLEMENT DATE**

NOTICE IS ALSO HEREBY GIVEN THAT the final dividend of 2% single-tier exempt dividend in respect of the financial year ended 30 April 2008, if approved by the shareholders at the forthcoming Annual General Meeting, will be paid on 30 December 2008.

The entitlement date shall be fixed on 5 December 2008 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 5 December 2008 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.

By Order of the Board

SU SWEE HONG  
Secretary

Kuala Lumpur  
8 October 2008

## Notice of Annual General Meeting

### NOTES:

#### A) APPOINTMENT OF PROXY

- (i) A member entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) proxy only to attend and vote in his stead. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- (ii) A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint one (1) proxy in respect of each securities account.
- (iii) The instrument appointing a proxy, shall be in writing under the hands of the appointor or of his attorney duly authorised in writing, or if such appointor is a corporation, under its common seal, or the hand of its officer or its duly authorised attorney.
- (iv) The instrument appointing a proxy must be deposited at the Company's Registered Office, Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.

#### B) SPECIAL BUSINESS

- (i) Resolution 10 is proposed pursuant to Section 132D of the Companies Act, 1965 and if passed, will give the Directors of the Company, from the date of the above Annual General Meeting, authority to issue and allot shares not exceeding 10% of the existing issued and paid-up share capital of the Company for such purposes as the Directors may deem fit and in the interest of the Company. This authority, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.
- (ii) Resolution 11 is in relation to the approval on the Shareholders' Mandate on Recurrent Related Party Transactions and if passed, will allow the Company and its subsidiaries to enter into Recurrent Related Party Transactions in accordance with Paragraph 10.09 of the Listing Requirements of Bursa Malaysia Securities Berhad. The explanatory notes on Resolution 11 is set out in Part A of the Circular to Shareholders dated 8 October 2008 attached to the Annual Report.
- (iii) 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. The explanation notes on Resolution 12 is set out in Part B of the Circular to Shareholders dated 8 October 2008 attached to the Annual Report.

## Statement Accompanying Notice of Annual General Meeting pursuant to Paragraph 8.28(2) of the Listing Requirements of Bursa Malaysia Securities Berhad

1. Directors who are standing for re-election / re-appointment at the 7th Annual General Meeting of the Company are as follows:-

- i) Pursuant to Article 94 of the Company's Articles of Association on retirement by rotation:-
  - a) Dato' Azlan Meah Bin Hj Ahmed Meah
  - b) Vivienne Cheng Chi Fan
  - c) Datuk Robert Yong Kuen Loke
  - d) Datuk Seri Panglima Mohd Annuar Bin Zaini
- ii) Pursuant to Section 129(6) of the Companies Act, 1965
  - a) Dato' Suleiman Bin Mohd Noor

Further details of the above Directors are set out in the Profile of Directors on pages 6 to 9 of the Annual Report. The information relating to the Directors shareholdings in the Company and its related corporations is set out on pages 178 to 179 of the Annual Report.

2. Details of Attendance of Directors at Board Meetings held during the financial year ended 30 April 2008 are set out on page 43 of the Annual Report.

# 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. \_\_\_\_\_  
(Name in full) (New and Old I.C. Nos.)

of \_\_\_\_\_  
(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 Seventh Annual General Meeting of the Company to be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan 3/155B, Bukit Jalil, 57000 Kuala Lumpur on Thursday, 30 October 2008 at 10.00 a.m. or 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 receive and adopt the Audited Financial Statements.                    |     |         |
| RESOLUTION 2 - To approve payment of a final dividend of 2% single-tier exempt dividend. |     |         |
| RESOLUTION 3 - To approve payment of Directors' Fees.                                    |     |         |
| RESOLUTION 4 - To re-elect Dato' Azlan Meah Bin Hj Ahmed Meah as Director.               |     |         |
| RESOLUTION 5 - To re-elect Vivienne Cheng Chi Fan as Director.                           |     |         |
| RESOLUTION 6 - To re-elect Datuk Robert Yong Kuen Loke as Director.                      |     |         |
| RESOLUTION 7 - To re-elect Datuk Seri Panglima Mohd Annuar Bin Zaini as Director.        |     |         |
| RESOLUTION 8 - To re-appoint Dato' Suleiman Bin Mohd Noor 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.            |     |         |

\_\_\_\_\_  
Signature of Member

|                    |
|--------------------|
| No. of shares held |
|                    |

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2008

**NOTES:**

- 1) A member entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) proxy only to attend and vote in his stead. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- 2) A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint one (1) proxy in respect of each securities account.
- 3) The instrument appointing a proxy, shall be in writing under the hands of the appointor or of his attorney duly authorised in writing, or if such appointor is a corporation, under its common seal, or the hand of its officer or its duly authorised attorney.
- 4) The instrument appointing a proxy must be deposited at the Company's Registered Office, Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.

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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1st fold here

*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: (6) 03 - 2149 1999 Fax: (6) 03 - 2143 1685

[www.berjaya.cc](http://www.berjaya.cc)

