Berjaya Food Berhad

Company No: 876057-U

Date: 20 August 2019

Subject: UNAUDITED INTERIM (5TH PERIOD) FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019

Table of contents	Page
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	1
Condensed Consolidated Statement of Financial Position	2
Condensed Consolidated Statement of Changes in Equity	3
Condensed Consolidated Statement of Cash Flows	4
Notes to the Unaudited Interim Financial Report	5 - 8
Additional Information Required by the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities LR")	9 - 12

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	2 Months Ended		14 Months Ended	
	30/06/2019 RM'000	30/06/2018 RM'000	30/06/2019 RM'000	30/06/2018 RM'000
REVENUE	110,760	N/A	789,190	N/A
PROFIT FROM OPERATIONS	4,846	N/A	65,435	N/A
Investment related income Finance cost	59 (2,617)	N/A N/A	383 (17,943)	N/A N/A
PROFIT BEFORE TAX	2,288	N/A	47,875	N/A
TAXATION	(2,148)	N/A	(21,555)	N/A
PROFIT AFTER TAX	140	N/A	26,320	N/A
OTHER COMPREHENSIVE ITEMS: <u>To be reclassified to profit or loss in subsequent periods:</u> - Foreign currency translation	58	N/A	249	N/A
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	198	N/A	26,569	N/A
PROFIT ATTRIBUTABLE TO: - Equity holders of the parent - Non-controlling interests	203 (63)	N/A N/A	26,509 (189)	N/A N/A
	140	N/A	26,320	N/A
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Equity holders of the CompanyNon-controlling interests	247 (49)	N/A N/A	26,713 (144)	N/A N/A
	198	N/A	26,569	N/A
EARNINGS PER SHARE (SEN) -Basic, for the period	0.06	N/A	7.22	N/A
-Diluted, for the period	0.06	N/A	7.17	N/A

N/A denotes Not Applicable

Note:

There are no comparative figures for the period due to the change of financial year end as stated in Note A1.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 30/06/2019 RM'000	As at 30/04/2018 RM'000 (Audited)
ASSETS		
Non-current assets	272.957	224 092
Property, plant and equipment Deferred tax assets	272,857 6,164	234,083 5,005
Intangible assets	458,978	457,106
Receivables	24,439	23,128
	762,438	719,322
Current Assets		,
Inventories	38,662	34,068
Trade and other receivables	28,518	24,281
Tax recoverable	4,157	3,457
Deposits with financial institutions	7,488	884
Cash and bank balances	11,729	31,378
	90,554	94,068
TOTAL ASSETS	852,992	813,390
EQUITY AND LIABILITIES		
Share capital	243,742	243,232
Reserves	159,450	150,274
	403,192	393,506
Treasury shares	(35,730)	(7,687)
	367,462	385,819
Non-controlling interests	1,226	1,370
Equity funds	368,688	387,189
Non-current liabilities		
Long term borrowings	127,175	137,495
Deferred taxation	1,879	1,271
Provisions	10,563	11,452
	139,617	150,218
Current Liabilities		· · · · ·
Payables and provisions	115,143	70,990
Bank borrowings	161,444	141,758
Taxation	37	-
Deferred income	68,063	63,235
	344,687	275,983
Total Liabilities	484,304	426,201
TOTAL EQUITY AND LIABILITIES	852,992	813,390
Basic net assets per share (sen)	102.48	102.38
Dilutive net assets per share (sen)	101.75	101.34

Note:

The net assets per share is calculated based on the following:

Basic: Equity funds less non-controlling interests divided by the number of outstanding shares in issue with voting rights.

Dilutive: Equity funds less non-controlling interests divided by the number of outstanding shares in issue with voting rights and the potential issue of new shares pursuant to the exercise of the Company's outstanding share options under ESS.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Attributable to the equity holders of the parent										
	-		Non-distr	ibutable		Distributable				
	E Share capital RM'000	Employees' share plan reserve* RM'000	Consolidation reserve RM'000	Exchange reserve RM'000	Merger deficit RM'000	Retained earnings RM'000	Treasury shares RM'000	Total RM'000	Non- controlling interests RM'000	Total equity RM'000
At 1 May 2018	243,232	3,913	322	1,649	(55,087)	199,477	(7,687)	385,819	1,370	387,189
Total comprehensive income	-	-	-	204	-	26,509	-	26,713	(144)	26,569
Transactions with owners Treasury shares acquired	-	-	-	-	-	-	(28,805)	(28,805)	-	(28,805)
Reissued for ESS shares vested	-	(803)	-	-	-	41	762	-	-	-
ESS options exercised	416	(92)	-	-	-	-	-	324	-	324
ESS options/shares forfeited	94	(94)	-	-	-	-	-	-	-	-
Share-based payment under ESS	-	1,662	-	-	-	-	-	1,662	-	1,662
Interim dividends #	-	-	-	-	-	(18,251)	-	(18,251)	-	(18,251)
At 30 June 2019	243,742	4,586	322	1,853	(55,087)	207,776	(35,730)	367,462	1,226	368,688

* Employees' share plan reserves includes reserves relating to Employees' share scheme ("ESS")

Refer to Note A6.

Note: There are no comparative figures for the period due to the change of financial year end as stated Note A1.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	14 Months	Ended
	30/06/2019	30/06/2018
	RM'000	RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Receipts from operations	793,719	N/A
Payments to suppliers and operating expenses	(650,444)	N/A
Payment of taxes	(23,373)	N/A
Net cash generated from operating activities	119,902	N/A
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	370	N/A
Acquisition of property, plant and equipment	(78,458)	N/A
Acquisition of intangible assets	(4,929)	N/A
Interest received	384	N/A
Other receipt arising on investing activities	427	N/A
Net cash used in investing activities	(82,206)	N/A
-		
CASH FLOW FROM FINANCING ACTIVITIES		
Issuance of share capital	324	N/A
Treasury shares acquired	(28,805)	N/A
Dividends paid	(14,665)	N/A
Interest paid	(16,193)	N/A
Drawdown of bank borrowings	95,299	N/A
Repayment of bank borrowings	(87,061)	N/A
Payment of hire purchase	(344)	N/A
Net placement with bank as security pledged for borrowing	(4,375)	N/A
Net cash used in financing activities	(55,820)	N/A
NET CHANGE IN CASH AND CASH EQUIVALENTS	(18,124)	N/A
	(10,121)	1.0/11
OPENING CASH AND CASH EQUIVALENTS	28,782	N/A
Effect of exchange rate changes	104	N/A
CLOSING CASH AND CASH EQUIVALENTS	10,762	N/A
Cash and cash equivalents carried forward comprise:	RM'000	RM'000
Deposits with financial institutions	7,488	N/A
Cash and bank balances	11,729	N/A
Bank overdraft	(969)	N/A
	18,248	N/A
Less: Cash pledged with bank - restricted	(7,274)	N/A
Deposits pledged with bank - restricted	(212)	N/A
Sebouro hierden unit entit territoren	10,762	N/A
	10,702	1 1/1

N/A denotes Not Applicable

Note:

There are no comparative figures for the period due to the change of financial year end as stated in Note A1.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 NOTES TO THE INTERIM FINANCIAL REPORT

A1 The condensed consolidated interim financial report is unaudited and has been prepared in accordance with MFRS 134, Interim Financial Reporting Standards in Malaysia and IAS 34, Interim Financial Reporting, requirements of the Companies Act 2016 and applicable disclosure provisions of the Listing Requirements of Bursa Malaysia Securities Berhad. The condensed consolidated interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 April 2018. These explanatory notes, attached to the condensed consolidated interim financial report, provide an explanation of the events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 30 April 2018.

On 2 May 2019, the Company announced that the Board of Directors approved the change of the Company's financial year end from 30 April to 30 June. This is to coincide with the new financial year end of its ultimate holding company, Berjaya Corporation Berhad. Thus, the next set of financial statements will be made up from 1 May 2018 to 30 June 2019 covering a period of 14 months. Thereafter, the financial year end of the Company shall end on 30 June for each subsequent financial year.

The following periods shall be the period to be covered in the Group's subsequent quarterly financial reporting:

Quarters for financial year ending 30 June 2020 1st Quarter - 1 July 2019 to 30 September 2019 2nd Quarter - 1 October 2019 to 31 December 2019 3rd Quarter - 1 January 2020 to 31 March 2020 4th Quarter - 1 April 2020 to 30 June 2020

The change of financial year end shall apply to the Company and its subsidiaries.

The accounting policies and methods of computations used in the preparation of the financial statements are consistent with those adopted in the audited financial statements for the year ended 30 April 2018 except the adoption of the new or revised standards, IC Interpretation and amendments to standards.

The Group has not early adopted new or revised standards and amendments to standards that have been issued but not yet effective for the accounting period beginning 1 May 2018.

The initial application of the MFRSs, Amendments to MFRSs and IC Interpretations, which will be applied prospectively or which requires extended disclosures, is not expected to have any significant financial impact to the financial statements of the Group upon their first adoption.

MFRS 9: Financial Instruments

MFRS 9 introduces new requirements for classification and measurement of financial instruments, impairment assessment based on the expected credit loss model and hedge accounting. MFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted.

The adoption of MFRS 9 did not have any significant effects on the interim financial report upon their initial application, except for the effect of applying the impairment assessment based on the expected credit loss model on trade receivables.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 NOTES TO THE INTERIM FINANCIAL REPORT

i. Classification and measurements

There is no significant impact on the Group's statement of financial position or changes in equity on applying the classification and measurement requirements of MFRS 9.

Loans and receivables are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest. The Group analysed the contractual cash flow characteristics of those instruments and concluded that they meet the criteria for amortised cost measurement under MFRS 9. Therefore, cash and bank balances, deposits with financial institutions and trade and other receivables that were classified as loans and receivables under MFRS139 are now classified at amortised cost.

ii. Impairment

The Group has applied the simplified approach to calculate expected credit losses which uses a lifetime expected loss allowance on all trade receivables. The Group's provision matrix is based on its historical credit loss experience with trade receivables of similar credit risk characteristics. There is no significant impact to the Group's financial statements.

The Group has applied MFRS 9 retrospectively on the initial application date of 1 May 2018 and has elected not to restate comparatives.

MFRS 15: Revenue from Contracts with Customers

MFRS 15 establishes a new five-step model that will apply to revenue arising from contracts with customers. MFRS 15 which came into effect in this financial period superseded the previous revenue recognition guidance including MFRS 118: Revenue, MFRS 111:Construction Contracts and the related interpretations.

The core principle of MFRS 15 is that an entity should recognise revenue which depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Under MFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

The Group has adopted the new standard on the required effective date using the full retrospective method and apply all the practical expedients available for modified retrospective approach. The adoption of MFRS 15 did not have any significant effects on the interim financial report upon their initial application.

- A2 The Group's operations are affected by major festive seasons and school holidays as well as the Muslim fasting month. In Malaysia, the major school holiday is traditionally scheduled during the third quarter, while certain festive celebrations fall during the third and fourth quarters of the Group's financial year. These holidays and festive celebrations will normally have a positive impact to the Group's operations in the second half of the financial year.
- A3 There was no unusual items during the financial period under review

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 NOTES TO THE INTERIM FINANCIAL REPORT

A4 As at 30 June 2019, the issued ordinary share capital of the Company was RM243,741,804.

The movements during the financial period were as follows:-

	Number of		
	ordinary shares	RM	
Issued share capital			
As at 1 May 2018	381,858,757	243,232,513	
ESS options exercised	224,700	415,695 *	
ESS options forfeited		93,596	
As at 30 June 2019	382,083,457	243,741,804	

Note:

* Comprised RM323,568 cash subscription of share capital and RM92,127 on transfer of Employees' share plan reserves.

ESS

As at 30 June 2019, the total number of unexercised ESS options was 8,438,740 and the total number of ESS shares that have not been vested was 1,576,510.

A5 The details of the share buyback during the financial period ended 30 June 2019 were as follows:

	Price per share (RM)			Number of	Total consideration
Month	Lowest	Highest	Average	shares	RM'000
July 2018	1.46	2.05	1.52	550,460	837
August 2018	1.40			,	224
September 2018	1.42	1.45	1.44	1,000,000	1,439
October 2018	1.37	1.50	1.45	12,780,000	18,521
March 2019	1.60	1.66	1.63	1,206,500	1,972
May 2019	1.70	1.79	1.75	3,312,100	5,812
			1.52	18,999,060	28,805

The number of treasury shares held in hand as at 30 June 2019 was as follows:

	Average price per share RM	Number of shares	Amount RM'000
Balance as at 1 May 2018 Increase in treasury shares	1.53 1.52	5,019,540 18,999,060	7,687 28,805
Nov 2018 Re-issued for ESS shares vested	1.52 1.47	24,018,600 (518,600)	36,492
Total treasury shares as at 30 June 2019	1.52	23,500,000	35,730

As at 30 June 2019, the number of outstanding shares in issue with voting rights (rounded to nearest thousand) was 358,583,000 ordinary shares.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 NOTES TO THE INTERIM FINANCIAL REPORT

- A6 During the financial period ended 30 June 2019 and up to the date of this report, the Company paid the following dividends:
 - i) Fourth interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.77 million in respect of the financial year ended 30 April 2018 on 26 July 2018.
 - ii) First interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.65 million in respect of the financial period ended 30 June 2019 on 26 October 2018.
 - iii) Second interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.63 million in respect of the financial period ended 30 June 2019 on 25 January 2019.
 - iv) Third interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.62 million in respect of the financial period ended 30 June 2019 on 26 April 2019.
 - v) Fourth interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.58 million in respect of the financial period ended 30 June 2019 on 26 July 2019.
- A7 Segment information for the financial period ended 30 June 2019:

	Group
REVENUE	RM'000
Malaysia	753,321
Singapore	28,563
Other South-East Asian countries	7,306
Total revenue	789,190
	Group
RESULTS	RM'000
Malaysia	70,346
Singapore	(2,185)
Other South-East Asian countries	(266)
	67,895
Unallocated corporate expenses	(2,460)
Profit from operations	65,435
Investment related income	
- Interest income	383
Finance cost	(17,943)
Profit before tax	47,875
Taxation	(21,555)
Profit for the period	26,320

- A8 There were no significant events since the end of this current period up to the date of this announcement.
- A9 There was no change in the composition of the Group for the current period including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations.
- A10 There were no material changes in contingent liabilities or contingent assets since the last audited statement of financial position as at 30 April 2018.
- A11 There were no material changes in capital commitment since the last audited statement of financial position as at 30 April 2018.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B1 The Group is engaged in developing and operating the "Starbucks Coffee" brand in Malaysia and Brunei, developing and operating the "Kenny Rogers Roasters" ("KRR") chain in Malaysia as well as "Jollibean" and two other brands in Singapore. The key factors that affect the Group's performance include mainly the festive seasons, tourism, eating out culture, raw material costs (coffee bean, chicken, side dishes, soya bean and effect of foreign exchange on raw materials etc), staff costs and consumer perception.

The summary results of the Group are as follows:

	2-Month Ended			1	4-Month Endec	1
	30/06/2019	30/06/2018	Variance	30/06/2019	30/06/2018	Variance
	RM'000	RM'000	%	RM'000	RM'000	%
Revenue	110,760	N/A	N/A	789,190	N/A	N/A
Profit from operations	4,846	N/A	N/A	65,435	N/A	N/A
Profit before tax	2,288	N/A	N/A	47,875	N/A	N/A

For the 2-month period ended 30 June 2019

The Group registered a revenue of RM110.76 million and pre-tax profit of RM2.29 million in the 2-month period ended 30 June 2019. The revenue and pre-tax profit in the current period was impacted by the Muslim fasting month, which fell in this period under review. The pre-tax profit in the current period under review included fixed assets written off and expenses incurred arising from closure of non-performing stores.

For the 14-month period ended 30 June 2019

For the 14-month period ended 30 June 2019, the Group's revenue and pre-tax profit were RM789.19 million and RM47.88 million respectively.

B2 Review of 2-month 5th period results vs 4th quarter's results

	2-Month	3-Month	
	1/5/2019 to	1/2/2019 to	
	30/06/2019	30/04/2019	Variance
	RM'000	RM'000	%
Revenue	110.760	169,931	(35)
Profit from operations	4,846	12,192	(60)
Profit before tax	2,288	8,450	(73)

The Group reported a revenue of RM110.76 million and pre-tax profit of RM2.29 million in the current 2-month period as compared to a revenue of RM169.93 million and pre-tax profit of RM8.45 million reported in the preceding quarter . The lower revenue and pre-tax profit was mainly due to shorter reporting period and the impact of Muslim fasting month as mentioned in Note B1.

B3 Future prospects

The Board of Directors expects BStarbucks to maintain its revenue growth momentum. The Group will expand both its income streams from new franchise business and its existing business to remain competitive. With these, the Directors anticipate that the operating results of the Group will remain satisfactory in the ensuing financial year ending 30 June 2020.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B4 There is no profit forecast or profit guarantee for the financial period ended 30 June 2019.

B5 The taxation charge for the current 2-month period and 14-month period ended 30 June 2019 are detailed as follows:

	For the 2-month period RM'000	Financial period to date RM'000
Group:-		
Based on the results for the period:-		
Current period provision		
- Malaysian taxation	2,048	21,394
- Foreign taxation	19	19
Deferred tax	4	92
Under provision in prior years	77	50
	2,148	21,555

The disproportionate tax charge of the Group for the current 2-month period and 14-month period ended 30 June 2019 was mainly due to certain expenses or losses being disallowed for tax purposes, as well as non-availability of Group tax relief in respect of losses incurred by certain subsidiary companies.

- B6 There were no corporate proposals announced but not completed.
- B7 The Group's bank borrowings and debt securities as at 30 June 2019.

	As at
	30/06/2019
	RM'000
Short term borrowing	
Secured	
Denominated in Ringgit Malaysia	161,444
Long term borrowing	
Secured	
Denominated in Ringgit Malaysia	127,175
Total borrowings	288,619

- B8 There were no material litigations for the current quarter.
- B9 The Board does not recommend any dividend for the current period under review (previous year corresponding period : Not Applicable). The total dividend declared and paid for the financial period ended 30 June 2019 amounted to 4.0 sen single-tier dividend per share.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B10 Profit before tax is stated after charging/(crediting):

	For the 2-month period RM'000	Financial period to date RM'000
Interest income	(59)	(383)
Dividend income	-	-
Other income excluding dividend and interest income	-	-
Gain on disposal of property, plant and equipment	(17)	(17)
Loss on disposal of property, plant and equipment	-	-
Write down of property, plant and equipment	882	2,802
Depreciation of property, plant and equipment	6,727	45,736
Amortisation of intangible assets	474	3,002
Write off intangible assets	65	65
Provision for and write off of inventories	-	-
Foreign exchange loss/(gain), net	(135)	(1,702)
Gain or loss on derivatives		

B11 The basic and diluted earnings per share are calculated as follows:

		Group (2-month period)			
	30/06/2019	30/06/2018	30/06/2019	30/06/2018	
	RM	RM'000		Sen	
Net profit for the period (RM'000)	203	N/A			
Weighted average number of ordinary shares in issue ('000)	358,753	<u>N/A</u>			
Basic earnings per share (Sen)			0.06	N/A	
Net profit for the period (RM'000)	203	N/A			
Number of shares used in the calculation of basic earnings per share ('000) Number of shares to be issued pursuant	358,753	N/A			
to the ESS options ('000)	1,074	N/A			
Number of shares to be issued pursuant					
to the ESS shares ('000)	1,577 <u>361,404</u>	N/A N/A			
Diluted earnings per share (Sen)			0.06	N/A	

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

		Group (14-month period ended)		
	30/06/2019	30/06/2018	30/06/2019	30/06/2018
	KN	4'000	Sei	n
Net profit for the period (RM'000)	26,509	N/A		
Weighted average number of ordinary shares in issue ('000)	367,150	<u>N/A</u>		
Basic earnings per share (Sen)			7.22	N/A
Net profit for the period (RM'000)	26,509	N/A		
Number of shares used in the calculation of basic earnings per share ('000) Number of ESS options to be issued pursuant	367,150	N/A		
to the ESS options ('000)	1,074	N/A		
Number of shares to be issued pursuant to the ESS shares ('000)	1,577 369,801	N/A N/A		
Diluted earnings per share (Sen)			7.17	N/A

c.c. Securities Commission