Berjaya Food Berhad

Company No: 876057-U

Date: 6 February 2020

Subject: UNAUDITED QUARTERLY (Q2) FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019

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BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		Current Quarter 3 months ended		iod To Date
	3 months 31/12/2019 RM'000	31/12/2018 RM'000	6 months 31/12/2019 RM'000	ended 31/12/2018 RM'000
REVENUE	184,121	N/A	364,556	N/A
PROFIT FROM OPERATIONS	20,168	N/A	35,887	N/A
Investment related income Finance cost	75 (7,102)	N/A N/A	169 (14,347)	N/A N/A
PROFIT BEFORE TAX	13,141	N/A	21,709	N/A
TAXATION	(5,122)	N/A	(9,112)	N/A
PROFIT AFTER TAX	8,019	N/A	12,597	N/A
OTHER COMPREHENSIVE ITEM: <u>To be reclassified to profit or loss in subsequent periods:</u> - Foreign currency translation	14	N/A	(38)	N/A
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	8,033	N/A	12,559	N/A
PROFIT ATTRIBUTABLE TO: - Equity holders of the parent - Non-controlling interests	8,013	N/A N/A	12,621 (24)	N/A N/A
	8,019	N/A	12,597	N/A
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
- Equity holders of the Company - Non-controlling interests	8,025 8	N/A N/A	12,594 (35)	N/A N/A
	8,033	N/A	12,559	N/A
EARNINGS PER SHARE (SEN) -Basic, for the period	2.24	N/A	3.53	N/A
-Diluted, for the period	2.24	N/A	3.51	N/A

N/A denotes Not Applicable

Note:

As announced on 2 May 2019, the financial year end has been changed from 30 April to 30 June to be coterminous with the new financial year end of the Company's ultimate holding company. As such, no comparative figures are presented due to the change of financial year end.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 31/12/2019 RM'000	As at 30/06/2019 RM'000 (Audited)
ASSETS		
Non-current assets		
Property, plant and equipment	510,227	275,456
Deferred tax assets	8,785	5,902
Intangible assets	459,857	459,631
Receivables	23,875	24,942
	1,002,744	765,931
Current Assets		
Inventories	42,519	37,159
Trade and other receivables	33,160	27,440
Tax recoverable	3,791	2,430
Deposits with financial institutions	7,597	7,488
Cash and bank balances	13,828	14,971
	100,895	89,488
TOTAL ASSETS	1,103,639	855,419
EQUITY AND LIABILITIES		
Share capital	243,890	243,742
Reserves	166,533	157,314
Kesel ves	410,423	401,056
Trangutty abores	(39,434)	(35,730)
Treasury shares	370,989	365,326
Non controlling interests	825	1,218
Non-controlling interests	371,814	366,544
Equity funds	5/1,014	300,344
Non-current liabilities		
Long term borrowings	119,357	127,400
Lease liabilities	167,019	-
Deferred taxation	2,321	261
Provisions	11,511	12,449
	300,208	140,110
Current Liabilities		
Payables and provisions	95,726	118,262
Bank borrowings	192,744	161,121
Lease liabilities	64,087	-
Contract liabilities	79,060	69,382
	431,617	348,765
Total Liabilities	731,825	488,875
TOTAL EQUITY AND LIABILITIES	1,103,639	855,419
Basic net assets per share (sen)	104.23	101.88
Dilutive net assets per share (sen)	103.71	101.15

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.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to the equity holders of the parent									
	-		Non-dist	ributable		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 July 2019	243,742	4,586	322	1,850	(55,087)	205,643	(35,730)	365,326	1,218	366,544
Total comprehensive income	-	-	-	(27)	-	12,621	-	12,594	(35)	12,559
<u>Transactions with owners</u> Treasury shares acquired	-	-	-	-	-	-	(4,424)	(4,424)	-	(4,424)
Transfer between reserves	-	-	-	(992)	-	992	-	-	-	-
Adjustment in relation to dilution of equity interest in subsidiary companies	-	-	407	-	-	-	-	407	(358)	49
ESS options exercised	109	(24)	-	-	-	-	-	85	-	85
ESS options/shares forfeited	39	(39)	-	-	-	-	-	-	-	-
Share-based payment under ESS	-	(127)	-	-	-	(33)	720	560	-	560
Interim dividends #	-	-	-	-	-	(3,559)	-	(3,559)	-	(3,559)
At 31 December 2019	243,890	4,396	729	831	(55,087)	215,664	(39,434)	370,989	825	371,814

* Employees' share plan reserves represents reserves relating to Employees' share scheme ("ESS")
Refer to Note A6.

Note:

As announced on 2 May 2019, the financial year end has been changed from 30 April to 30 June to be coterminous with the new financial year end of the Company's ultimate holding company. As such, no comparative figures are presented due to the change of financial year end.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	6 months	ended
	31/12/2019 RM'000	31/12/2018 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Receipts from operations	373,058	N/A
Payments to suppliers and operating expenses	(308,849)	N/A
Payment of taxes	(11,637)	N/A
Net cash generated from operating activities	52,572	N/A
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	152	N/A
Acquisition of property, plant and equipment	(21, 132)	N/A
Acquisition of intangible assets	(1,719)	N/A
Interest received	172	N/A
Net cash used in investing activities	(22,527)	N/A
CASH FLOW FROM FINANCING ACTIVITIES		
Issuance of share capital	85	N/A
Issuance of share capital to non-controlling interests of a subsidiary company	49	N/A
Treasury shares acquired	(4,424)	N/A
Dividends paid	(7,145)	N/A
Interest paid	(8,855)	N/A
Payment of lease liabilities	(34,193)	N/A
Drawdown of bank borrowings	36,767	N/A
Repayment of bank borrowings	(12,121)	N/A
Payment of hire purchase	(273)	N/A
Net placement in bank as security pledged for borrowing	(108)	N/A
Net cash used in financing activities	(30,218)	N/A
NET CHANGE IN CASH AND CASH EQUIVALENTS	(173)	N/A
OPENING CASH AND CASH EQUIVALENTS	14,023	N/A
Effect of exchange rate changes	,	N/A N/A
Effect of exchange rate changes	(22)	IN/A
CLOSING CASH AND CASH EQUIVALENTS	13,828	N/A
Cash and cash equivalents carried forward comprise:	RM'000	RM'000
Deposits with financial institutions	7,597	N/A
Cash and bank balances	13,828	N/A
	21,425	N/A
Less: Deposits pledged with bank - restricted	(7,597)	N/A
	13,828	N/A

N/A denotes Not Applicable

Note:

As announced on 2 May 2019, the financial year end has been changed from 30 April to 30 June to be coterminous with the new financial year end of the Company's ultimate holding company. As such, no comparative figures are presented due to the change of financial year end.

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 period ended 30 June 2019. 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 period ended 30 June 2019.

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 period ended 30 June 2019 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 July 2019.

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 except for the following:

MFRS 16: Leases

MFRS 16 has replaced MFRS 117 Leases, IC Interpretation 4 Determining whether an Arrangement contains a Lease, IC Interpretation 115 Operating Lease-Incentives and IC Interpretation 127 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. MFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single, on-balance sheet model similar to the accounting for finance leases under MFRS 117.

Lessor accounting under MFRS 16 is substantially the same as the accounting under MFRS 117. Lessors will continue to classify all leases using the same classification principle as in MFRS 117 and distinguish between two types of leases: operating and finance leases. MFRS 16 also requires lessees and lessors to make more extensive disclosures than under MFRS 117.

The Group adopted the MFRS 16 using the modified retrospective method of adoption, under which the cumulative effect of initial recognition is recognised in retained earnings. The Group measured its right-of-use assets equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position immediately before the date of initial application (i.e. 1 July 2019). The Group does not restate the comparative information, which continues to be reported under MFRS 117.

The effect of adoption of MFRS 16 to the Group as at 1 July 2019 is as follows:

Consolidated Statement of Financial Position	Increase/ (decrease)
	RM'000
Assets Property, plant and equipment - Right-of-use assets	257,902
Liabilities Lease Liabilities	257,902

Significant accounting policies

The standard requires the Group to recognise a right-of-use asset and a lease liability on the lease commencement date.

The right-of-use asset is initially measured at cost, and subsequently at cost less accumulated depreciation and impairment losses, and adjusted for certain remeasurement of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate as the discount rate. The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. In addition, the carrying amount of lease liability is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

- 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 second quarter, while certain festive celebrations fall during the second and third 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 and third quarters of the financial year.
- A3 There was no unusual items during the financial period under review:
- A4 As at 31 December 2019, the issued ordinary share capital of the Company was RM243,889,828.

The movements during the financial period were as follows:-

	Number of ordinary shares	RM
Issued share capital		
As at 1 July 2019	382,083,457	243,741,804
ESS options exercised	58,900	108,965 *
ESS options forfeited		39,059
As at 31 December 2019	382,142,357	243,889,828

Note:

* Comprised RM84,816 cash subscription of share capital and RM24,149 on transfer of Employees' share plan reserves.

ESS

During the current quarter, a total number of 333,000 ESS options (with exercise price of RM1.27) and a total number of 83,250 ESS shares were granted to the Group's eligible employees.

As at 31 December 2019, the total number of unexercised ESS options was 8,539,640 and the total number of ESS shares that have not been vested was 1,150,740.

A5 The details of the share buyback during the financial period ended 31 December 2019 were as follows:

	Price per share (RM)			Number of	Total consideration
Month	Lowest	Highest	Average	shares	RM'000
November 2019	1.30	1.41	1.38	3,200,000	4,424
			1.38	3,200,000	4,424

The number of treasury shares held in hand as at 31 December 2019 were as follows:

	Average price per share RM	Number of shares	Amount RM'000
Total treasury shares as at 30 September 2019	1.52	23,500,000	35,730
Increase in treasury shares	1.38	3,200,000	4,424
Nov 2019 Re-issued for ESS shares vested	1.50	26,700,000	40,154
	1.51	(476,520)	(720)
Total treasury shares as at 31 December 2019	1.50	26,223,480	39,434

As at 31 December 2019, the number of outstanding shares in issue with voting rights (rounded to nearest thousand) was 355,919,000 ordinary shares.

- A6 During the financial period ended 31 December 2019, the Company paid the following dividends:
 - i) Fourth interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.59 million in respect of the financial period ended 30 June 2019 on 26 July 2019.
 - ii) First interim dividend of 1.0 sen per share single-tier dividend amounting to about RM3.56 million in respect of the financial year ending 30 June 2020 on 27 December 2019.

A7 Segment information for the financial period ended 31 December 2019:-

	Group
REVENUE	RM'000
Malaysia	348,761
Singapore	12,506
Other South-East Asian countries	3,289
Total revenue	364,556
	Group
RESULTS	RM'000
Malaysia	38,010
Singapore	(1,091)
Other South-East Asian countries	58
	36,977
Unallocated corporate expenses	(1,090)
Profit from operations	35,887
Investment related income	
- Interest income	169
Finance cost	(14,347)
Profit before tax	21,709
Taxation	(9,112)
Profit for the period	12,597

- A8 There were no significant events since the end of this current quarter 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 June 2019.
- A11 There were no material changes in capital commitment since the last audited statement of financial position as at 30 June 2019.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 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 various brands in Singapore. The key factors that affect the performance of all food and beverage businesses 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:

		3-Month Ended			6-Month Ended	
	31/12/2019	31/12/2018	Variance	31/12/2019	31/12/2018	Variance
	RM'000	RM'000	%	RM'000	RM'000	%
Revenue	184,121	N/A	N/A	364,556	<u>N/A</u>	<u>N/A</u>
Profit from operations	20,168	N/A	N/A	35,887	N/A	N/A
Profit before tax	13,141	N/A	N/A	21,709	N/A	N/A

Current quarter vs preceding year same quarter

The Group registered a revenue of RM184.12 million and pre-tax profit of RM13.14 million in the current quarter ended 31 December 2019.

The profit before tax for the current quarter under review was adversely impacted by the adoption of MFRS 16: Leases as disclosed in Note A1. MFRS 16 requires depreciation be charged on the right-of-use assets and interest expenses be incurred on lease liability instead of lease rental expenses, which was required by the previous accounting standard for leases, MFRS 117, to be charged out in profit and loss. In the current quarter under review and on the aggregate, the depreciation charge of right-of-use assets and the lease liability interest expense are higher than the total lease rental expenses. Thus, this resulted in a lower profit before tax upon the adoption of MFRS 16. The profit before tax would have been RM15.01 million, if the total lease rentals of all the leased outlets were accounted for under the previous accounting standard for leases.

For the 6-month period

For the 6-month period ended 31 December 2019, the Group's revenue and pre-tax profit were RM364.56 million and RM21.71 million respectively.

The profit before tax would have been RM25.79 million, if the total lease rentals of all the leased outlets were accounted for under the previous accounting standard for leases.

B2 Review of results of current quarter vs preceding quater

	3-Month Ended		
	31/12/2019	Variance	
	RM'000	RM'000	%
Revenue	184,121	180,435	2
Profit from operations	20,168	15,719	28
Profit before tax	13,141	8,568	53

The Group reported a revenue of RM184.12 million and pre-tax profit of RM13.14 million in the current quarter as compared to a revenue of RM180.44 million and pre-tax profit of RM8.57 million reported in the preceding quarter.

The Group attributes the higher revenue recorded by Starbucks and KRR operations in Malaysia to the calendar year end festive promotions, school holidays and the Christmas season during the second quarter. The higher pre-tax profit reported in the current quarter under review was in tandem with the higher revenue.

BERJAYA FOOD BERHAD UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B3 <u>Future prospects</u>

The overall results for the remaining quarters of the financial year ending 30 June 2020 will be adversely impacted by the adoption of MFRS 16 as almost all the Group's operating outlets are on lease. Nevertheless, the Group expects to mitigate this adverse impact with BStarbucks maintaining its revenue growth momentum, and the Group expanding both its income streams from new franchise business and its existing business. Based on the foregoing, it is anticipated that the operating results of the Group will remain satisfactory in the remaining quarters.

- B4 There is no profit forecast or profit guarantee for the financial period ended 31 December 2019.
- B5 The taxation charge for the current quarter ended 31 December 2019 are detailed as follows:

	For the	Financial
с	urrent quarter	year to date
	RM'000	RM'000
Group:-		
Based on the results for the period:-		
Current period provision		
- Malaysian taxation	5,403	9,931
Deferred tax	(281)	(820)
Under provision in prior years	-	1
	5,122	9,112

The disproportionate tax charge of the Group for the current quarter and period ended 31 December 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 31 December 2019.

	As at 31/12/2019
	RM'000
Short term borrowing	
Secured	
Denominated in Ringgit Malaysia	192,744
Long term borrowing	
Secured	
Denominated in Ringgit Malaysia	119,357
Total borrowings	312,101

B8 There were no material litigations for the current quarter.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B9 The Board has recommended a second interim dividend of 1.0 sen single-tier dividend per share (previous year corresponding quarter ended 31 December 2019: Not Applicable) in respect of financial year ending 30 June 2020 to be payable on 26 March 2020. The entitlement date has been fixed on 12 March 2020.

A Depositor shall qualify for the entitlement only in respect of:

- (a) Shares transferred to the Depositor's Securities Account before 4.30 p.m. on 12 March 2020 in respect of ordinary transfers.
- (b) Shares bought on the Bursa Securities on a cum entitlement basis according to the rules of Bursa Securities.
- B10 Profit before tax is stated after charging/(crediting):

	For the	Financial
	current quarter	year to date
	RM'000	RM'000
		(1.50)
Interest income	(75)	(169)
Dividend income	-	-
Other income excluding dividend and interest income	-	-
Gain on disposal of property, plant and equipment	(39)	(39)
Loss on disposal of property, plant and equipment	-	-
Write down of property, plant and equipment	1,302	1,378
Depreciation of property, plant and equipment	30,799	58,500
Amortisation of intangible assets	757	1,492
Impairment loss on receivables	-	-
Provision for and write off of inventories	-	-
Foreign exchange loss/(gain), net	179	(273)
Gain or loss on derivatives		

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

	Group (3-month period)			
	31/12/2019 RM	31/12/2018 I'000	31/12/2019 Se	31/12/2018 en
Net profit for the quarter (RM'000)	8,013	<u>N/A</u>		
Weighted average number of ordinary shares in issue ('000)	357,289	N/A		
Basic earnings per share (Sen)			2.24	N/A
Net profit for the quarter (RM'000)	8,013	N/A		
Number of shares used in the calculation of basic earnings per share ('000) Number of shares to be issued pursuant to	357,289	N/A		
ESS options - 2nd offer ('000)	22	N/A		
Number of shares assuming ESS shares are vested - 1st offer ('000) Number of shares assuming	1,067	N/A		
ESS shares are vested - 2nd offer ('000)	83 358,461	N/A N/A		
Diluted earnings per share (Sen)			2.24	N/A

UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

	Group (6-month period)			
	31/12/2019	31/12/2018	31/12/2019	31/12/2018
	RM'000		Sen	
Net profit for the period (RM'000)	12,621	N/A		
Weighted average number of ordinary shares in issue ('000)	357,960	N/A		
Basic earnings per share (Sen)			3.53	<u>N/A</u>
Net profit for the period (RM'000)	12,621	N/A		
Number of shares used in the calculation of basic earnings per share ('000)	357,960	N/A		
Number of shares to be issued pursuant to ESS options - 2nd offer ('000) Number of shares assuming	22	-		
ESS shares are vested - 1st offer ('000) Number of shares assuming	1,067	-		
ESS shares are vested - 2nd offer ('000)	<u>83</u> <u>359,132</u>	N/A		
Diluted earnings per share (Sen)			3.51	N/A

c.c. Securities Commission