Berjaya Food Berhad

Registration Number: 200901032946 (876057-U)

Date: 1 June 2020

Subject: UNAUDITED QUARTERLY (Q3) FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 $\,$

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

AND OTHER COMPREHENSIVE INCOME

	Current Quarter		Financial Period To Date		
	3 months		9 months		
	31/03/2020	31/03/2019	31/03/2020	31/03/2019	
	RM'000	RM'000	RM'000	RM'000	
REVENUE	158,597	N/A	523,153	N/A	
PROFIT FROM OPERATIONS	5,865	N/A	41,752	N/A	
Investment related income	75	N/A	244	N/A	
Finance cost	(6,703)	N/A	(21,050)	N/A	
(LOSS)/PROFIT BEFORE TAX	(763)	N/A	20,946	N/A	
TAXATION	(1,084)	N/A	(10,196)	N/A	
(LOSS)/PROFIT AFTER TAX	(1,847)	N/A	10,750	N/A	
OTHER COMPREHENSIVE ITEM:					
To be reclassified to profit or loss in subsequent periods: - Foreign currency translation	12	N/A	(26)	N/A	
- Foreign currency translation	12	IV/A	(20)	IN/A	
TOTAL COMPREHENSIVE INCOME					
FOR THE PERIOD	(1,835)	N/A	10,724	N/A	
(LOSS)/PROFIT ATTRIBUTABLE TO:					
- Equity holders of the parent	(1,385)	N/A	11,236	N/A	
- Non-controlling interests	(462)	N/A	(486)	N/A	
	(1,847)	N/A	10,750	N/A	
TOTAL COMPREHENSIVE INCOME					
ATTRIBUTABLE TO:	(1.270)	N/A	11 215	N/A	
- Equity holders of the Company - Non-controlling interests	(1,379) (456)	N/A N/A	11,215 (491)	N/A N/A	
- Non-controlling interests	(430)	IV/A	(491)	IN/A	
	(1,835)	N/A	10,724	N/A	
(LOSS)/EARNINGS PER SHARE (SEN)					
-Basic, for the period	(0.39)	N/A	3.15	N/A	
-Diluted, for the period	(0.39)	N/A	3.14	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.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 31/03/2020 RM'000	As at 30/06/2019 RM'000 (Audited)
ASSETS		
Non-current assets	502 000	275 456
Property, plant and equipment	502,898	275,456
Deferred tax assets	8,815	5,902
Intangible assets Receivables	460,432	459,631
Receivables	23,549 995,694	24,942 765,931
Current Assets	993,094	703,931
Inventories	50,059	37,159
Trade and other receivables	28,081	27,440
Tax recoverable	8,111	2,430
Deposits with financial institutions	7,650	7,488
Cash and bank balances	14,057	14,971
	107,958	89,488
TOTAL ASSETS	1,103,652	855,419
EQUITY AND LIABILITIES		
Share capital	243,922	243,742
Reserves	161,757	157,314
	405,679	401,056
Treasury shares	(42,145)	(35,730)
,	363,534	365,326
Non-controlling interests	369	1,218
Equity funds	363,903	366,544
Non-current liabilities		
Long term borrowings	120,545	127,400
Lease liabilities	161,883	-
Deferred taxation	2,353	261
Provisions	11,869	12,449
	296,650	140,110
Current Liabilities		,
Payables and provisions	91,616	118,262
Bank borrowings	212,500	161,121
Lease liabilities	59,797	-
Contract liabilities	79,186	69,382
	443,099	348,765
Total Liabilities	739,749	488,875
TOTAL EQUITY AND LIABILITIES	1,103,652	855,419
Basic net assets per share (sen)	102.77	101.88
Dilutive net assets per share (sen)	102.33	101.15
W.		

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.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

			Attributa	able to the equ	ity holders	of the parent				
	-		Non-distr	ributable		Distributable				
	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	-	-	-	(21)	-	11,236	-	11,215	(491)	10,724
<u>Transactions with owners</u> Treasury shares acquired	-	-	-	-	-	-	(7,135)	(7,135)	=	(7,135)
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	71	(71)	-	-	-	-	-	-	-	-
Share-based payment under ESS	-	45	-	-	-	(33)	720	732	-	732
Interim dividends #	-	-	-	-	-	(7,096)	-	(7,096)	-	(7,096)
At 31 March 2020	243,922	4,536	729	837	(55,087)	210,742	(42,145)	363,534	369	363,903

 $^{^{\}ast}~$ Employees' share plan reserves represents reserves relating to Employees' share scheme ("ESS") $^{\ast}~$ 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.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 $\,$

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	9 months	ended
	31/03/2020 RM'000	31/03/2019 RM'000
CASH FLOW FROM OPERATING ACTIVITIES Receipts from operations Payments to suppliers and operating expenses Payment of taxes	533,158 (457,012) (17,042)	N/A N/A N/A
Net cash generated from operating activities	59,104	N/A
CASH FLOW FROM INVESTING ACTIVITIES Proceeds from disposal of property, plant and equipment Acquisition of property, plant and equipment Acquisition of intangible assets Interest received	152 (30,843) (3,071) 244	N/A N/A N/A N/A
Net cash used in investing activities	(33,518)	N/A
CASH FLOW FROM FINANCING ACTIVITIES Issuance of share capital Issuance of share capital to non-controlling interests of a subsidiary company Treasury shares acquired Dividends paid Interest paid Payment of lease liabilities Drawdown of bank borrowings Repayment of bank borrowings Payment of hire purchase Net placement in bank as security pledged for borrowing	85 49 (7,135) (10,682) (12,118) (38,983) 65,251 (21,319) (421) (160)	N/A N/A N/A N/A N/A N/A N/A N/A
Net cash used in financing activities	(25,433)	N/A
NET CHANGE IN CASH AND CASH EQUIVALENTS	153	N/A
OPENING CASH AND CASH EQUIVALENTS Effect of exchange rate changes	14,023 (119)	N/A N/A
CLOSING CASH AND CASH EQUIVALENTS	14,057	N/A
Cash and cash equivalents carried forward comprise:	RM'000	RM'000
Deposits with financial institutions Cash and bank balances	7,650 14,057 21,707	N/A N/A N/A
Less: Deposits pledged with bank - restricted	(7,650) 14,057	N/A N/A 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.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 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 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

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 NOTES TO THE INTERIM FINANCIAL REPORT

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 except for the financial impact arising from the novel Coronavirus ("COVID-19") pandemic as disclosed in Notes B1 and B2.
- A4 As at 31 March 2020, the issued ordinary share capital of the Company was RM243,922,218.

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	-	71,449
As at 31 March 2020	382,142,357	243,922,218

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 80,000 ESS options (with exercise price of RM1.25) and a total number of 36,000 ESS shares were granted to the Company's eligible chairman.

As at 31 March 2020, the total number of unexercised ESS options was 8,501,040 and the total number of ESS shares that have not been vested was 1,168,920.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 NOTES TO THE INTERIM FINANCIAL REPORT

A5 The details of the share buyback during the financial period ended 31 March 2020 were as follows:

Month		ce per share (R	· .′	Number of	Total consideration
Month	Lowest	Highest	Average	shares	RM'000
November 2019 January 2020 February 2020	1.30 1.24 1.19	1.30		3,200,000 280,000 1,919,200	4,424 358 2,353
			1.32	5,399,200	7,135

The number of treasury shares held in hand as at 31 March 2020 were as follows:

	Average price per share RM	Number of shares	Amount RM'000
Total treasury shares as at 1 July 2019	1.52	23,500,000	35,730
Increase in treasury shares	1.32	5,399,200	7,135
Nov 2019 Re-issued for ESS shares vested	1.48	28,899,200	42,865
	1.51	(476,520)	(720)
Total treasury shares as at 31 March 2020	1.48	28,422,680	42,145

As at 31 March 2020, the number of outstanding shares in issue with voting rights (rounded to nearest thousand) was 353,720,000 ordinary shares.

- A6 During the financial period ended 31 March 2020, 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.
 - iii) Second 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 26 March 2020.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 NOTES TO THE INTERIM FINANCIAL REPORT

A7 Segment information for the financial period ended 31 March 2020:-

	Group
REVENUE	RM'000
Malaysia	500,475
Singapore	17,949
Other South-East Asian countries	4,729
Total revenue	523,153
	Group
RESULTS	RM'000
Malaysia	45,603
Singapore	(2,371)
Other South-East Asian countries	99
	43,331
Unallocated corporate expenses	(1,579)
Profit from operations	41,752
Investment related income	
- Interest income	244
Finance cost	(21,050)
Profit before tax	20,946
Taxation	(10,196)
Profit for the period	10,750

- 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.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 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 months ended				9 months ended	
	31/03/2020	31/03/2019	Variance	31/03/2020	31/03/2019	Variance
	RM'000	RM'000	%	RM'000	RM'000	%
Revenue	158,597	N/A	N/A	523,153	N/A	N/A
Profit from operations	5,865	N/A	N/A	41,752	N/A	N/A
(Loss)/Profit before tax	(763)	N/A	N/A	20,946	N/A	N/A

Current quarter vs preceding year same quarter

The Group registered a revenue of RM158.60 million and pre-tax loss of RM0.76 million in the current quarter ended 31 March 2020.

The revenue and results for the current quarter under review was adversely affected by the outbreak of the COVID-19 pandemic. Although the Movement Control Order ("MCO") was only imposed by the Malaysian Government from 18 March 2020 onwards, which was almost at the end of the current quarter, many consumers in Malaysia have already taken precautions by staying away from crowded places such as shopping malls, restaurants etc. In addition, since January 2020, the pandemic had severely affected the tourism industry, resulting in the influx of tourists to Malaysia and Singapore to reduce drastically. As a result, the Group experienced a reduction in sales and recorded negative same-store-sales growth for the current quarter. The drop in sales caused a significant reduction in gross profit contributions, which was insufficient to offset the fixed costs (such as, depreciation and rental expenses) in some outlets. Consequently, the Group incurred a pre-tax loss in the current quarter under review.

The Group's results was also adversely impacted by the adoption of MFRS 16: Leases as disclosed in Note A1. The Group would have reported a pre-tax profit of RM1.34 million, if the total lease rentals of all the leased outlets were accounted for under the previous accounting standard for leases.

For the 9-month period

For the 9-month period ended 31 March 2020, the Group's revenue and pre-tax profit were RM523.15 million and RM20.95 million respectively.

The Group's revenue and results for the current financial period were adversely impacted by the outbreak of COVID-19 pandemic as explained above.

The profit before tax would have been RM27.13 million, if the total lease rentals of all the leased outlets were accounted for under the previous accounting standard for leases.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B2 Review of results of current quarter vs preceding quater

		3-Month Ended		
	31/3/2020	31/3/2020 31/12/2019 Variand		
	RM'000	RM'000	%	
Revenue	158,597	180,435	(12)	
Profit from operations	5,865	15,719	(63)	
(Loss)/Profit before tax	(763)	8,568	(109)	

The Group reported a revenue of RM158.60 million and pre-tax loss of RM0.76 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 second quarter is traditionally the best quarter for the Group, as the calendar year end festive promotions, school holidays and Christmas season fall into the second quarter of financial year. The third quarter normally will experience a lower revenue than the second quarter. The impact of the COVID-19 pandemic exacerbated the third quarter's revenue, thus resulted in a pre-tax loss for the current quarter.

B3 Future prospects

The imposition of the MCO in Malaysia and the circuit breaker in Singapore had caused the operations in these two countries to be below full capacity. Even with the gradual relaxation of the Conditional MCO, the new Standard Operating Procedures such as social distancing measure that need to be implemented, will also restrict operations from operating at full capacity. As such, this will have significant impact on the results of the Group for the remaining quarter of the financial year ending 30 June 2020. Nevertheless, the Group has taken various austerity measures and initiated marketing initiative via various delivery channels to mitigate the impact on its sales.

- B4 There is no profit forecast or profit guarantee for the financial period ended 31 March 2020.
- B5 The taxation charge for the current quarter ended 31 March 2020 are detailed as follows:

	For the	Financial
curi	ent quarter	year to date
	RM'000	RM'000
Group:-		
Based on the results for the period:-		
Current period provision		
- Malaysian taxation	1,084	11,015
Deferred tax	-	(820)
Under provision in prior years	-	1
	1,084	10,196

The disproportionate tax charge of the Group for the current quarter and period ended 31 March 2020 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.

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

B7 The Group's bank borrowings and debt securities as at 31 March 2020.

Short torm horrowing	As at 31/03/2020 RM'000
Short term borrowing Secured	
Denominated in Ringgit Malaysia	212,500
Long term borrowing	
Secured	
Denominated in Ringgit Malaysia	120,545
Total borrowings	333,045

- B8 There were no material litigations for the current quarter.
- B9 The Board does not recommend any dividend for the current quarter under review (previous year corresponding quarter ended 31 March 2019: Not Applicable).
- B10 Profit before tax is stated after charging/(crediting):

	For the current quarter RM'000	Financial year to date RM'000
Interest income	(75)	(244)
Dividend income	-	-
Other income excluding dividend and interest income	-	-
Gain on disposal of property, plant and equipment	-	(39)
Loss on disposal of property, plant and equipment	-	-
Write down of property, plant and equipment	(62)	1,316
Depreciation of property, plant and equipment	27,191	85,691
Depreciation of right-of use assets	-	-
Amortisation of intangible assets	777	2,269
Impairment loss on receivables	-	-
Provision for and write off of inventories	-	-
Foreign exchange loss/(gain), net	(113)	(386)
Gain or loss on derivatives		

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2020 ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LR

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

	Group (3-month period)				
	31/03/2020	31/03/2019	31/03/2020	31/03/2019	
	RM	RM'000		Sen	
Net loss for the quarter (RM'000)	(1,385)	N/A			
Weighted average number of ordinary shares in issue ('000)	354,820	N/A			
Basic loss per share (Sen)			(0.39)	N/A	
Net loss for the quarter (RM'000)	(1,385)	N/A			
Number of shares used in the calculation of basic earnings per share ('000) Number of shares assuming	354,820	N/A			
ESS shares are vested - 1st offer ('000) Number of shares assuming	1,050	N/A			
ESS shares are vested - 2nd offer ('000) Number of shares assuming	83	N/A			
ESS shares are vested - 3rd offer ('000)	36 355,989	N/A N/A			
Diluted loss per share (Sen)			(0.39)	N/A	
		Group (0 m	onth period)		
	31/3/2020	31/3/2019	onth period) 31/3/2020	31/3/2019	
	RM'000		Sen		
Net profit for the period (RM'000)	11,236	N/A			
Weighted average number of ordinary shares in issue ('000)	356,921	<u>N/A</u>			
Basic earnings per share (Sen)			3.15	N/A	
Net profit for the period (RM'000)	11,236	N/A			
Number of shares used in the calculation of basic earnings per share ('000) Number of shares assuming	356,921	N/A			
ESS shares are vested - 1st offer ('000) Number of shares assuming	1,050	N/A			
ESS shares are vested - 2nd offer ('000)	83	N/A			
Number of shares assuming ESS shares are vested - 3rd offer ('000)	36 358,090	N/A N/A			
Diluted earnings per share (Sen)			3.14	<u>N/A</u>	