

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 MARCH 2014**

	Individual quarter ended		Cumulative quarter ended	
	31/3/14	31/3/13	31/3/14	31/3/13
	RM'000	RM'000	RM'000	RM'000
<b>Continuing operations</b>				
Revenue	94,726	142,643	391,310	406,906
Cost of sales	(71,399)	(103,968)	(281,639)	(288,033)
Gross profit	<u>23,327</u>	<u>38,675</u>	<u>109,671</u>	<u>118,873</u>
Other income	11,265	1,510	19,081	62,247
Employee benefits expense	(6,266)	(8,054)	(27,250)	(29,076)
Depreciation and amortisation	(693)	(620)	(2,468)	(2,539)
Other expenses	(14,922)	(12,531)	(35,647)	(39,534)
Profit from operations	<u>12,711</u>	<u>18,980</u>	<u>63,387</u>	<u>109,971</u>
Finance costs	(503)	(501)	(4,203)	(5,308)
Other investing activities results	6,310	(734)	6,875	(2,580)
Share of results of associates and jointly controlled entities	(824)	2,314	(1,584)	7,868
Profit before taxation	<u>17,694</u>	<u>20,059</u>	<u>64,475</u>	<u>109,951</u>
Taxation	(1,100)	(4,524)	(13,418)	(24,053)
<b>Profit for the period</b>	<u>16,594</u>	<u>15,535</u>	<u>51,057</u>	<u>85,898</u>
<b>Other comprehensive income</b>	-	-	-	-
<b>Total comprehensive income for the period</b>	<u><u>16,594</u></u>	<u><u>15,535</u></u>	<u><u>51,057</u></u>	<u><u>85,898</u></u>
<b>Profit attributable to :</b>				
Equity holders of the Company	17,127	15,538	51,584	86,591
Minority interests	(533)	(3)	(527)	(693)
	<u>16,594</u>	<u>15,535</u>	<u>51,057</u>	<u>85,898</u>
<b>Total comprehensive income attributable to :</b>				
Equity holders of the Company	17,127	15,538	51,584	86,591
Minority interests	(533)	(3)	(527)	(693)
	<u>16,594</u>	<u>15,535</u>	<u>51,057</u>	<u>85,898</u>
	sen	sen	sen	sen
Earnings per share attributable to equity holders of the Company:				
Basic	<u>6.07</u>	<u>5.78</u>	<u>18.75</u>	<u>32.61</u>

(The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited Financial Statements for the year ended 31 March 2013 and the accompanying notes attached to the interim financial statements)

**SYMPHONY LIFE BERHAD**

(Company No. 5572-H)

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 31 MARCH 2014**

	Unaudited As at 31/3/2014 RM'000	Audited As at 31/03/2013 RM'000
<b>ASSETS</b>		
<b>Non-current Assets</b>		
Property, plant and equipment	46,883	47,849
Land held for property development	198,636	192,525
Investment properties	9,030	9,030
Land use rights	4,855	4,926
Goodwill	10,327	10,327
Investment in associates	64	64
Investment in jointly controlled entities	54,715	65,715
Investment securities	19,031	14,359
Other receivables	51,542	66,242
Deferred tax assets	3,313	3,583
	<u>398,396</u>	<u>414,620</u>
<b>Current Assets</b>		
Property development costs	304,476	239,131
Inventories	7,605	12,193
Investment securities	447	305
Trade and other receivables	224,974	273,023
Tax recoverable	5,632	3,080
Cash and bank balances	145,970	112,633
	<u>689,104</u>	<u>640,365</u>
<b>TOTAL ASSETS</b>	<u>1,087,500</u>	<u>1,054,985</u>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the Company</b>		
Share capital	310,000	310,000
Share premium	-	5,437
Treasury shares	(300)	(12,156)
Capital reserve	30,815	10,815
Other reserve	(29,913)	(32,188)
Retained profits	275,402	253,139
Shares held by ESTS Trust	(25,444)	(25,444)
Shareholders' equity	<u>560,560</u>	<u>509,603</u>
Minority Interests	2,749	2,727
Total equity	<u>563,309</u>	<u>512,330</u>
<b>Non-current Liabilities</b>		
Borrowings	253,105	242,072
Other payables and deferred income	35,799	38,132
	<u>288,904</u>	<u>280,204</u>
<b>Current Liabilities</b>		
Trade and other payables	180,599	172,832
Borrowings	51,000	80,000
Current tax payable	3,688	9,619
	<u>235,287</u>	<u>262,451</u>
Total Liabilities	<u>1,087,500</u>	<u>1,054,985</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		
Net Assets per share attributable to Equity Holders of the Company (RM)	<u>1.99</u>	<u>1.90</u>

(The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 March 2013 and the accompanying notes attached to the interim financial statements)

**SYMPHONY LIFE BERHAD**

(Company No. 5572-H)

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 MARCH 2014**

	-----Attributable to Equity Holders of the Company----->									
	<-----Non-distributable Reserves-----					Distributable				
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Capital Reserve RM'000	Other Reserve RM'000	Shares held by ESTS Trust RM'000	Retained Profits RM'000	Shareholders' Equity RM'000	Minority Interests RM'000	Total Equity RM'000
<b>12 months ended 31.3.2013</b>										
Balance at 1 April 2012	310,000	16,796	(21,805)	10,815	(5,965)	(25,444)	166,548	450,945	4,197	455,142
Premium paid on acquisition of non-controlling interests					(26,223)			(26,223)	(777)	(27,000)
Treasury shares repurchased			(1,710)					(1,710)		(1,710)
Distribution of share dividend		(11,359)	11,359					-		-
Profit for the year							86,591	86,591	(693)	85,898
Balance at 31 March 2013	<u>310,000</u>	<u>5,437</u>	<u>(12,156)</u>	<u>10,815</u>	<u>(32,188)</u>	<u>(25,444)</u>	<u>253,139</u>	<u>509,603</u>	<u>2,727</u>	<u>512,330</u>
<b>12 months ended 31.3.2014</b>										
Balance at 1 April 2013	310,000	5,437	(12,156)	10,815	(32,188)	(25,444)	253,139	509,603	2,727	512,330
Treasury shares repurchased			(23)					(23)		(23)
Changes in equity interest in a subsidiary								-	549	549
Effect on redemption of preference shares in a subsidiary				20,000			(20,000)	-		-
Distribution of share dividend		(5,437)	11,879				(6,442)	-		-
Grant of equity-settled share options to employees					2,275			2,275		2,275
Gain on disposal of warrants by ESTS Trust							3,166	3,166		3,166
Dividend							(6,045)	(6,045)		(6,045)
Profit for the year							51,584	51,584	(527)	51,057
Balance at 31 March 2014	<u>310,000</u>	<u>-</u>	<u>(300)</u>	<u>30,815</u>	<u>(29,913)</u>	<u>(25,444)</u>	<u>275,402</u>	<u>560,560</u>	<u>2,749</u>	<u>563,309</u>

(The unaudited Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the audited financial statements for the year ended 31 March 2013 and the accompanying notes attached to the Interim financial statements)

**SYMPHONY LIFE BERHAD**

(Company No. 5572-H)  
(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 MARCH 2014**

	Year ended 31/3/2014 RM'000	Year ended 31/3/2013 RM'000
Profit before tax	64,475	110,828
Adjustment for non-cash flow :-		
Depreciation and amortisation	2,468	2,438
Share of results of associates and jointly controlled entities	1,584	(7,867)
Fair value adjustments on investment securities	(6,564)	2,593
Gain on disposal of property, plant and equipment	-	(57,439)
Allowance for doubtful debts	-	3,394
Impairment of assets	2,140	2,183
Provision for liquidated ascertained damages	8,576	5,692
Other non-operating items (which are investing and financing)	11,381	19,471
Operating profit before changes in working capital	84,060	81,293
Changes in working capital		
Net change in current assets	7,165	(64,251)
Net change in current liabilities	(2,610)	30,119
Land held for property development	(6,111)	(106,999)
Taxation paid	(23,626)	(7,861)
Net cash flows from operating activities	58,878	(67,699)
Investing Activities		
- Short term investments	(79)	3
- Property, plant and equipment	(1,427)	(39,731)
- Net cash paid for acquisition of subsidiaries	-	(29,625)
	(1,506)	(69,353)
Financing Activities		
- Bank borrowings	(17,967)	153,698
- Dividends	(6,045)	-
- Equity investment	(23)	(1,710)
	(24,035)	151,988
Net Change in Cash and Cash Equivalents	33,337	14,936
Cash and Cash Equivalents at beginning of the year	112,633	97,633
Cash and Cash Equivalents at end of the year	145,970	112,569
Analysis of cash and cash equivalents at end of the financial year:		
Cash and bank balances	105,164	70,057
Deposits with licensed financial institutions	40,806	42,512
	145,970	112,569

(The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 March 2013 and the accompanying notes attached to the interim financial statements)

**SYMPHONY LIFE BERHAD**

(Company No. 5572-H)

(Incorporated in Malaysia)

**Unaudited interim report for the year ended 31 March 2014**

**Explanatory Notes**

**A1. Basis of Preparation**

The interim financial report is unaudited and has been prepared in accordance with Financial Reporting Standard (FRS) 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad and should be read in conjunction with the Group's audited financial statements for the year ended 31 March 2013.

**A2. Changes in Accounting Policies**

The accounting policies and methods of computation by the Group in this interim report are consistent with those adopted in the most recent annual audited financial statements, save for the adoption of the new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations which came into effect from 1 January 2013 as set out below:

**FRSs, Amendments to FRSs and Interpretations**

FRS 10 : Consolidated Financial Statements

FRS 11 : Joint Arrangements

FRS 12 : Disclosure of Interests in Other Entities

FRS 13 : Fair Value Measurement

FRS 119 : Employee Benefits

FRS 127 : Separate Financial Statements

FRS 128 : Investment in Associate and Joint Ventures

IC Interpretation 20 : Stripping Costs in the Production Phase of a Surface Mine

Amendments to FRS 7 : Financial Instruments: Disclosures - Offsetting Financial Assets and Financial Liabilities

Amendments to FRS 1 : First-time Adoption of Malaysian Financial Reporting Standards - Government Loans

Amendments to FRS 1 : First-time Adoption of Malaysian Financial Reporting Standards (Improvements to FRSs (2012))

Amendments to FRS 116 : Property, Plant and Equipment (Improvements to FRSs (2012))

Amendments to FRS 132 : Financial Instruments : Presentation (Improvements to FRSs (2012))

Amendments to FRS 134 : Interim Financial Reporting (Improvements to FRSs (2012))

Amendments to FRS 10 : Consolidated Financial Statements: Transition Guidance

Amendments to FRS 11 : Joint Arrangements : Transition Guidance

Amendments to FRS 12 : Disclosure of Interests in Other Entities : Transition Guidance

Amendments to IC Interpretation 2 : Members' Shares in Co-operative Entities and Similar Instruments

The adoption of these FRSs, Amendments to FRSs and IC interpretations do not have a material impact on the financial statements of the Group.

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

On 19 November 2011, the Malaysian Accounting Standards Board (MASB) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (MFRS Framework).

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the Scope of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate, including its parents, significant investors and venturer (herein called 'Transitioning Entities').

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional one year. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014.

The Group falls within the scope of Transitioning Entities and have opted to defer adoption of the new MFRS Framework. Accordingly, the Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 March 2015.

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**Unaudited Interim report for the year ended 31 March 2014****A3. Audit Qualification**

The audit report of the Group's most recent annual audited financial statements for the year ended 31 March 2013 was not qualified.

**A4. Seasonality or Cyclical Factors**

There were no material seasonal or cyclical factors which affected the results of the operations for the quarter under review.

**A5. Changes In estimates**

There were no major changes in estimates that had a material effect on the results of the quarter under review.

**A6. Debt and Equity Securities**

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

As at 31 March 2014, the total number of shares purchased amounted to 368,329 ordinary shares at an average price of RM0.81 per share. The shares purchased are retained as treasury shares.

**A7. Dividends Paid**

No dividend was paid during the current financial quarter under review.

**A8. Segmental Reporting**

	<----- Period ended 31/03/2014 ----->				
Business segments	Property Development RM'000	Property Investment RM'000	Quarry & Construction RM'000	Other Operations RM'000	Total RM'000
Revenue from continuing operations	384,288	5,855	1,152	15	391,310
Less : Eliminations of inter-segment					-
Total revenue					<u>391,310</u>
<b>Continuing operations</b>					
Segment results from continuing operations	<u>73,749</u>	<u>869</u>	<u>6,807</u>	<u>3,968</u>	85,393
Head office expenses					(22,006)
Operating profit					<u>63,387</u>
Finance costs					(4,203)
Other investing activities results					6,875
Share of results of associates and jointly controlled entities					(1,584)
Profit before taxation					<u>64,475</u>
Taxation					(13,418)
<b>Profit for the period</b>					<u><u>51,057</u></u>

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

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**Unaudited Interim report for the year ended 31 March 2014**

**A9. Valuation of property, plant and equipment**

There were no valuations done on the Group's property, plant and equipment.

**A10. Subsequent Events**

There were no material subsequent events since 31 March 2014.

**A11. Changes in the Composition of the Group**

1) The Company had on 25 October 2012 announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") had entered into a Conditional Share Sales Agreements for the proposed acquisition of 1,000 ordinary shares of RM1.00 each, representing the entire equity in Seni Buluh Sdn. Bhd. ("SBSB") with Syed Azmin bin Mohd Nursin @ Syed Nor and Muhamad Najmi bin Mohd Aris ("the Vendors") for a total maximum consideration of RM4.40 million ("Proposed Acquisition").

The Company had on 7 March 2014 announced that the Proposed Acquisition had been completed.

2) The Company had on 24 March 2014 announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") acquired 100% equity interest in Vital Capital Sdn Bhd ("VCSB") for cash consideration at par ("the Acquisition").

VCSB has an authorised share capital of RM400,000 comprising 400,00 ordinary shares of RM1.00 each, of which 2 ordinary shares of RM1.00 each have been issued and fully paid-up.

Pursuant to the Acquisition, VCSB is a wholly-owned sub-subsiidiary of Symlife. VCSB is presently dormant. The Acquisition is to provide Symlife with a dormant company intended for future expansion in its core business of property development.

**A12. Changes in contingent liabilities and contingent assets**

As at 31 March 2014, there were no material changes in contingent liabilities since the last annual audited statement of financial position as at 31 March 2013. There were no contingent assets as at 31 March 2014.

**SYMPHONY LIFE BERHAD**

(Company No. 5572-H)

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**Unaudited Interim report for the year ended 31 March 2014**

**ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF THE BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS.**

**B1. Review of Performance**

For the quarter ended 31 March 2014, the Group achieved a profit before tax of RM17.69 million on a revenue of RM94.73 million.

The main contributors to revenue and profit are:

- 6 Ceylon (33-storey urban rejuvenation development comprising 215 high-end apartments in KL);
- Tijani Ukay (109 units of zero-lot bungalows and 9 units of bungalows in Ulu Kelang); and
- Wharf Residences (1002 units of condominium in Taman Tasik Prima);

As at 31 March 2014, unbilled sales had declined to RM267 million. However, the unbilled sales are expected to increase significantly when the 2 new projects namely Elevia Residences and TWY Mon't Kiara are launched in first half FY2015 as mentioned below.

**B2. Material Changes in the Quarterly Results as Compared to the Immediate Preceding Quarter and Corresponding Quarter**

The result for the current quarter is higher with that of the immediate preceding quarter and corresponding quarter mainly due to fair value adjustments on investment securities in current quarter.

**B3. Prospects for the financial year ending 31 March 2015**

The Group achieved RM212 million in sales for FY2014 which is below expectation. This is due to delay in launching of Elevia Residences and TWY Mon't Kiara. The sales are mainly generated from several ongoing projects namely Tijani Ukay, Arata and Tower 28 of the Wharf Residences in Klang Valley as well as in Lavender Heights in Seremban. These existing projects will continue to underpin the Group's sales performance in FY2015.

Whilst the market environment is expected to be competitive in 2015, the Board is confident, based on the Group's pipeline of ongoing and upcoming projects, that it will be able to sustain its growth momentum.

The Group has several new projects to be launched in FY2015 to further expand its product offering and market reach. These include two projects in the Klang Valley, namely Elevia Residences which offers a combination of townhouses and condominiums in our Taman Tasik Prima township in Puchong with projected GDV of RM120 million and TWY Mon't Kiara development which will cater to investors and the younger population of house buyers looking for small sized condominiums in the exclusive Mon't Kiara enclave with projected GDV of RM400 million. Both projects received very good response and are expected to be launched in the 1st half of FY2015.

In the 2nd half of FY2015, the Group targets to launch its signature Tijani Signal Hill joint-venture project in Kota Kinabalu which offers a combination of villas and condominiums with projected GDV of RM570 million. The Group plan to launch its latest joint-venture project in Kota Bharu, Kelantan which offers residential units with projected GDV of RM400 million. The Group will also launch its office building and retail units with projected value of RM250 million through a joint-venture project in Jalan Semangat, Petaling Jaya.

All these new projects with projected GDV of more than RM1 billion are expected to contribute strongly to the performance of the Group in the future.

**B4. Profit Forecast/Profit Guarantee**

Not applicable



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Unaudited Interim report for the year ended 31 March 2014

**B5. Profit Before Tax**

	Individual quarter ended 31/3/14 RM'000	Cumulative quarter ended 31/3/14 RM'000
Profit before tax is arrived at after charging/(crediting):-		
Depreciation and amortisation	693	2,468
Interest income	(971)	(3,147)
Dividend income	-	-
Interest expenses	503	4,203
Allowance for doubtful debts	-	-
Allowance for doubtful debts no longer required	-	(1,778)
Bad debts written off	-	-
Impairment loss on inventories	-	-
Inventories written off	-	-
Gain on disposal of property, plant and equipment	-	-
Impairment on assets	2,140	2,140
Gain/Loss on foreign exchange	-	-
Gain/Loss on derivatives	-	-
	<hr/>	<hr/>
Included in other investing results were :-		
- Gain on disposal of investment securities	(185)	(311)
- Fair value adjustment of investment securities	(6,125)	(6,564)
	<hr/>	<hr/>
	(6,310)	(6,875)

**B6. Taxation**

Taxation comprises the following :-

	Individual quarter ended 31/3/14 RM'000	Cumulative quarter ended 31/3/14 RM'000
Current taxation - current year	1,100	13,418
- under provision in prior year	-	-
	<hr/>	<hr/>
	1,100	13,418

The effective tax rate of the Group for the period under review is lower than the statutory tax rate mainly due to utilisation of unabsorbed tax loss brought forward from certain subsidiaries and fair value adjustments of investment securities that are not subjected to tax.

**B7. Corporate Developments**

1) The Company had on 21 November 2012 announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") and Mobuild Sdn. Bhd. ("MSB") have agreed to jointly develop four (4) pieces of contiguous country lease land, all of which are located in Daerah Kota Kinabalu, Sabah ("Proposed Joint Development"). The Proposed Joint Development will be carried out via a joint venture company, Brilliant Armada Sdn. Bhd. ("BASB").

BASB had also on even date entered into a Project Development Agreement ("PDA") with MSB to undertake the Proposed Joint Development. The PDA has yet to become unconditional pending fulfillment of conditions precedent. Meanwhile BASB and MSB have mutually agreed to extend the conditional period of the PDA for a further six (6) months to expire on 20 November 2014 to fulfill the conditions precedent as stated in the PDA.

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**Unaudited Interim report for the year ended 31 March 2014**

**B7. Corporate Developments (contd.)**

- 2) The Company had on 25 January 2013 announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") had entered into a Shareholders' Agreement ("SA") with Paramount Blossom Sdn Bhd. ("PBSB") in respect of the joint venture company, Gaya Arena Sdn Bhd. ("GASB").

Concurrently, GASB has also entered into a Development Agreement ("DA") with PBSB to develop two (2) pieces of land in Seremban 2, Negeri Sembilan, measuring approximately 77-acres held under H.S. (D) 96366, P.T. No. 9213 and GRN 119433, Lot No. 22912, all in Mukim Rasah, Daerah Seremban, Negeri Sembilan ("the said Lands") for a consideration of RM75 million.

The Company had on 10 March 2014 announced that the SA and DA were mutually terminated due to the non-fulfilment of the conditions precedent as stated in the DA dated 25 January 2013. The Company had also recovered the RM1.5 million deposit upon termination of the DA.

- 3) The Company had on 15 April 2013 announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") had entered into a Joint Venture Agreement ("JVA") with Euro Saga Sdn. Bhd. ("ESSB") as shareholders in a Joint Venture Company, Dexview Sdn. Bhd. ("DSB").

ESSB has secured a Development Agreement ("DA") with Kelantan State Government ("the State") to develop 4 parcels of leasehold lands measuring approximately 15-acres held under PT 424, PT 425, PT 426 and PT 427, all at Seksyen 20, Bandar Kota Bharu, Jajahan Kota Bharu, Kelantan Darul Naim.

The JVA had yet to become unconditional pending fulfillment of conditions precedent. Meanwhile, SESB and ESSB have mutually agreed to extend the Cut-off Date of the JVA for a further six (6) months to expire on 14 July 2014, to fulfill the conditions precedent.

DSB plans to undertake a mixed development consisting residential and commercial units, subject to the approval of the relevant authorities.

- 4) On 27 November 2013, the Company announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") and HTP Utama Sdn. Bhd. ("HTPU") have agreed to jointly develop two (2) parcels of leasehold land measuring approximately 1.786 acres held under Pajakan Negeri 3675, Lot 31 and Pajakan Negeri 3676, Lot 32, both in Seksyen 13, Bandar Petaling Jaya, Petaling, Selangor Darul Ehsan ("the Land"). The Proposed Development will be carried out via a joint-venture company, Vistayu Sdn. Bhd. ("VSB").

The Proposed Development, based on the existing Development Order, comprises office building and retail units.

Concurrently, SESB and VSB had also on even date entered into the following agreements:

- (i) SESB has entered into a Shareholders' Agreement with HTPU to govern the rights, obligations and reserved matters as shareholders of VSB in relation to the Proposed Development ("Proposed Joint Venture");
- (ii) VSB has entered into Property Sale and Purchase Agreements with Mountville Construction Sdn. Bhd. ("MCSB") to acquire the Land for a total consideration for RM33,015,000 ("Proposed Acquisition"); and
- (ii) VSB has entered into a Call Option Agreement with Al-Ambia Sdn. Bhd., Top Ground Sdn. Bhd., Hong Eng Hock, Ucar Sdn. Bhd., Mok Chok Wah (collectively "MCSB Shareholders"), Tang Juang Yew, Sze To Kok Yin @ See Tho Kok Yin and Pong Wah Cheong (collectively "Additional Warrantors"), granting VSB the option to acquire 1,543,000 ordinary shares in MCSB, representing 100% of the issued and paid share capital in MCSB for an exercise period of one (1) year ("Proposed Call Option").

(collectively referred to as "the Proposals")

The Company had on 28 April 2014 announced that VSB, a 55% joint venture company of SESB, had paid the balance purchase price in relation to the Proposed Acquisition. Accordingly, the Proposed Acquisition had been completed and the Proposed Joint Venture had become unconditional.

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(Incorporated in Malaysia)

**Unaudited Interim report for the year ended 31 March 2014****B7. Corporate Developments (contd.)**

5) On 26 May 2014, the Company announced that its wholly-owned subsidiary, Symphony Estates Sdn. Bhd. ("SESB") and Pink Corner Sdn Bhd ("PCSB") have agreed to jointly develop a parcel of freehold land measuring 1.732 hectares held under Geran 314187, Lot 73535, Mukim Sungai Buloh, Daerah Petaling, Negeri Selangor ("the Said Land") ["Proposed Joint Development"]. The Proposed Joint Development will be carried out via a joint-venture company, Vital Capacity Sdn. Bhd. ("VCSB") ("Joint Venture"), currently a wholly-owned subsidiary of SESB.

Concurrently, SESB, PCSB and VCSB had also on even date entered into the following agreements:

- (i) SESB entered into a Shareholders' Agreement with PCSB to govern the rights, obligations and reserved matters as shareholders of VCSB in relation to the Proposed Joint Development; and
- (ii) VCSB entered into a Development Agreement ("DA") with PCSB to undertake the Proposed Joint Development at an entitlement of RM17,245,423 for the exclusive rights and authority granted by PCSB to VCSB to develop the Said Land.

The Proposed Joint Development has yet to become unconditional pending fulfillment of conditions precedent.

6) On 27 May 2014, the Company announced that its wholly-owned subsidiary, Symphony Crescent Sdn. Bhd. had entered into a sale and purchase agreement with Mr. Ow Chee Cheoon and Mr. Ng Kit Heng ("Vendors") for the proposed acquisition of a parcel of commercial leasehold land measuring 2.27 acres forming part of the master title held under PN24318, Lot 63977 together with an adjacent land measuring approximately 0.68 acres located in Pekan Penaga, District of Petaling, Selangor Darul Ehsan ("the Said Land") for a total cash consideration of RM58.2 million ("Proposed Acquisition").

The Proposed Development, based on the existing Development Order, on the Said Land comprises 2 blocks of 39 storeys of commercial building which the Group intend to sell as service apartments.

The Proposed Acquisition has yet to become unconditional pending fulfillment of conditions precedent.

**B8. Group borrowings**

Particulars of the Group's borrowings as at 31 March 2014 were as follows :-

	RM'000
Short term bank borrowings :-	
Secured	51,000
Long term bank borrowings :-	
Secured	253,105
Total Group borrowings	<u>304,105</u>

All borrowings are denominated in Ringgit Malaysia.

**B9. Off Balance Sheet Financial Instruments**

There is no financial instrument with off balance sheet risk as at the date of this report.

**B10. Material Litigation**

There is no material litigation pending as at the date of this report.

**B11. Dividends Proposed**

The Board of Directors has recommended a first and final single-tier dividend of 4.0 sen per share in respect of the financial year ended 31 March 2014 (2013: 3.0 sen less 25% tax and dividend-in-specie by way of distribution of treasury shares on the basis of one (1) treasury share for every twenty (20) existing ordinary shares of RM1.00 each).

The proposed dividend payout of approximately RM12.4 million is subject to approval of shareholders at the Annual General Meeting to be held. Such dividends, if approved by the shareholders, will be accounted for in equity as an appropriation of retained profits in the financial year ending 31 March 2015.

**SYMPHONY LIFE BERHAD**

(Company No. 5572-H)

(Incorporated in Malaysia)

Unaudited Interim report for the year ended 31 March 2014

**B12. Earnings per share**

	Individual quarter ended		Cumulative quarter ended	
	31/3/14	31/3/13	31/3/14	31/3/13
	RM'000	RM'000	RM'000	RM'000
Profit for the period attributable to the ordinary equity holders of the Company	17,127	15,538	51,584	86,591
Weighted average number of ordinary shares excluding treasury shares and shares held by Employees' Share Trust Scheme ('000)	282,069	268,659	275,050	265,513
Basic earnings per share (sen) for :				
Profit for the period	6.07	5.78	18.75	32.61

The diluted earnings per share is not presented as the effect of the assumed conversion of warrants outstanding will be anti dilutive and the Company has no other dilutive potential ordinary shares in issue as at end of the reporting period.

**B13. Retained Earnings**

	Current Quarter ended 31/3/14 RM'000	Preceding Quarter ended 31/12/13 RM'000
Total retained profits of the Company and its subsidiaries		
- Realised	247,647	232,387
- Unrealised	1,286	1,505
	248,933	233,892
Total share of accumulated losses from associated companies		
- Realised	(446)	(446)
Total share of retained profits from jointly controlled entities		
- Realised	23,078	23,902
	271,565	257,348
Add: Consolidated adjustments	3,837	1,110
Total Group retained profits as per consolidated financial statements	<b>275,402</b>	<b>258,458</b>

**LIM SENG YON**

Secretary

Petaling Jaya, Selangor

Date: 29 May 2014