

INTERIM FINANCIAL REPORT

FIRST QUARTER | ENDED 30TH SEPTEMBER 2023



TITIJAYA LAND BERHAD

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CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD 30 SEPTEMBER 2023 (UNAUDITED) (1)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER		
	01.07.2023 TO 30.09.2023 RM'000	01.07.2022 TO 30.09.2022 RM'000	01.07.2023 TO 30.09.2023 RM'000	01.07.2022 TO 30.09.2022 RM'000	
Revenue	85,791	78,113	85,791	78,113	
Costs of sales	(67,534)	(61,211)	(67,534)	(61,211)	
Gross Profit	18,257	16,902	18,257	16,902	
Other Income	389	369	389	369	
Selling and distribution expenses	(452)	(730)	(452)	(730)	
Administrative expenses	(5,106)	(4,351)	(5,106)	(4,351)	
Other expenses	(2,122)	(2,143)	(2,122)	(2,143)	
Operating Profit	10,966	10,047	10,966	10,047	
Finance income	268	872	268	872	
Finance costs	(2,118)	(2,772)	(2,118)	(2,772)	
Share of results of associates, net of tax	-	-	_	-	
Profit before tax	9,116	8,147	9,116	8,147	
Income tax expense	(4,140)	(4,597)	(4,140)	(4,597)	
Net profit for the period	4,976	3,550	4,976	3,550	
Other comprehensive income for the financial period	-	-	-	-	
Total comprehensive income for the financial period	4,976	3,550	4,976	3,550	
Profit attributable to:					
- Owners of the Company	1,534	1,635	1,534	1,635	
- Non-controlling interests	3,442	1,915	3,442	1,915	
	4,976	3,550	4,976	3,550	
Profit per share (sen) attributable to owners of the Company					
- Basic ⁽²⁾	0.12	0.13	0.12	0.13	
- Diluted (3)	0.12	0.13	0.12	0.13	

- (1) The unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to these interim financial statements.
- (2) Based on weighted average number of ordinary shares in issue (as detailed in Note B11 (a)).
- (3) Based on weighted average number of ordinary shares in issue (as detailed in Note B11 (b))

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS 30 SEPTEMBER 2023 (UNAUDITED) $^{(1)}$

	UNAUDITED	AUDITED
	As At	As At
	30.09.2023	30.06.2023
	RM'000	RM'000
Non-current assets		
Property, plant and equipment	10,630	10,596
Inventories - Property held for development	1,225,252	1,221,571
Investment in associates	6,637	6,622
Investment properties	268,939	255,104
Goodwill on consolidation	2,063	2,063
Trade receivables	849	847
Deferred tax assets	7,571	7,678
Total non-current assets	1,521,941	1,504,481
Current assets		
Inventories - Property under development	114,237	119,216
Inventories - Completed properties	115,460	144,812
Trade and other receivables	264,422	276,757
Contract assets	22,663	17,904
Contract costs	2,682	6,431
Current tax assets	9,666	25,118
Cash and short-term deposits	223,675	199,941
Total current assets	752,805	790,179
TOTAL ASSETS	2,274,746	2,294,660

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2023 (UNAUDITED) (CONTINUED) $^{(1)}$

	UNAUDITED	AUDITED
	As At	As At
	30.09.2023	30.06.2023
	RM'000	RM'000
EQUITY AND LIABILITIES		
Equity		
Share capital	790,019	844,604
Irredeemable convertible preference shares	-	-
Other reserves	(47,426)	(47,426)
Treasury Shares	(435)	(27,897)
Retained earnings	462,404	433,747
Equity attributable to equity holders		
of the Company	1,204,562	1,203,028
Non-controlling interests	92,759	89,258
Total equity	1,297,321	1,292,286
Non-current liabilities		
Trade and other payables	95,174	56,323
Loans and borrowings	170,508	87,468
Deferred tax liabilities	28,336	28,336
Total non-current liabilities	294,018	172,127
Current liabilities		
Trade and other payables	436,511	495,848
Contract liabilities	184,915	193,357
Loans and borrowings	54,710	138,855
Current tax liabilities	7,271	2,187
Total current liabilities	683,407	830,247
Total liabilities	977,425	1,002,374
TOTAL EQUITY AND LIABILITIES	2,274,746	2,294,660
Net assets per share attributable to owners of the Company (RM)	0.96 ⁽¹⁾	0.90

⁽¹⁾ The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to these interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD 30 SEPTEMBER 2023 (UNAUDITED) (1)

			Reserve arising from	Irredeemable Convertible			Non-	
	Share Capital RM'000	Treasury Shares RM'000	Reverse Acquisition RM'000	Preference Shares RM'000	Retained Earnings RM'000	Sub-total RM'000	Controlling Interest RM'000	Total Equity RM'000
Group								
As at 30 June 2022	786,278	(25,782)	(47,426)	58,326	429,322	1,200,718	87,631	1,288,349
Conversion of ICPS	58,326	-	-	(58,326)	-	-	-	-
NCI shares of purchase of subsidiary	-	-	-	-	-	-	124	124
Purchase of treasury shares during the year	-	(2,115)	-	-	-	(2,115)	-	(2,115)
Profit for the financial year, representing comprehensive income	-	-	-	-	4,425	4,425	1,503	5,928
Balance at 30 June 2023	844,604	(27,897)	(47,426)	-	433,747	1,203,028	89,258	1,292,286
NCI shares of purchase of subsidiary	-	-	-	-	-	-	59	59
Cancellation of treasury shares during the year	(54,585)	27,462	-	-	27,123	-	-	-
Profit for the financial Period, representing comprehensive income	-	-	-	-	1,534	1,534	3,442	4,976
Balance at 30 September 2023	790,019	(435)	(47,426)	-	462,404	1,204,562	92,759	1,297,321

⁽¹⁾ The unaudited Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to these interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR FINANCIAL PERIOD 30 SEPTEMBER 2023 (UNAUDITED) $^{(1)}$

	01.07.2023 TO 30.09.2023 RM'000	01.07.2022 TO 30.09.2022 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit Before Tax	9,116	8,147
Adjustments for:		
Non cash item	2,003	2,105
Operating Profit Before Working Capital Changes	11,119	10,252
Net changes in working capital		
Inventories - property under development and held for development	1,298	11,681
Inventories - completed properties	29,352	15,352
Receivables and others	2,879	50,478
Payables	(20,457)	(29,843)
Net Cash Generated from Operations	24,191	57,920
Interest paid	(2,118)	(2,772)
Interest received	268	872
Net tax refund/(paid)	16,503	(4,013)
Net Operating Cash Flows	38,844	52,007
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(175)	(5)
Investment properties costs incurred	(13,861)	(7,558)
Acquisition of subsidiaries	31	-
Net Investing Cash Flows	(14,005)	(7,563)
CASH FLOW FROM FINANCING ACTIVITIES		
Changes in hire purchase payables	(77)	(104)
Purchase of treasury shares	-	(1,309)
Changes in bank borrowings	(1,028)	(5,910)
Withdrawal/(Placement) of fixed deposits	6,940	(18)
Net Financing Cash Flows	5,835	(7,341)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR FINANCIAL PERIOD 30 SEPTEMBER 2023 (UNAUDITED) (CONTINUED) $^{(1)}$

	01.07.2023 TO 30.09.2023 RM'000	01.07.2022 TO 30.09.2022 RM'000
NET CHANGE IN CASH AND CASH EQUIVALENTS	30,674	37,103
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL PERIOD	160,943	119,469
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD	191,617	156,572
Cash and cash equivalents at end of financial period comprises:		
Cash and bank balances	211,617	196,526
Short term deposits	12,058	18,343
Islamic commercial paper	(20,000)	(40,000)
	203,675	174,869
Less: Fixed deposit pledged to licensed banks	(12,058)	(16,353)
Less: Deposits with maturity more than 3 months	-	(1,944)
_	191,617	156,572

⁽¹⁾ The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2023 and the accompanying explanatory notes attached to these interim financial statements

A EXPLANATORY NOTES

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs") 134: *Interim Financial Reporting* issued by the Malaysian Accounting Standard Board, and paragraph 9.22 of Listing Requirements of Bursa Malaysia Securities Berhad. The interim financial statements should be read in conjunction with the Group's annual audited financial statements for the year ended 30 June 2023 and the explanatory notes attached therein.

These explanatory notes attached to these interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 30 June 2023.

A2. Accounting Policies

The significant accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the annual financial statements of the Group for the financial year ended 30 June 2023 except for the adoption of the relevant new MFRSs, amendments to MFRSs and IC Interpretations that are effective for annual periods beginning on or after 1 January 2023. The adoption of the new MFRSs, amendments to MFRSs and IC Interpretations did not have any material impact on the financial position and results of the Group.

A3. Auditors' Report on Preceding Annual Financial Statements

There was no audit qualification reported in the Auditors' Report on the financial statements for the financial year ended 30 June 2023.

A4. Seasonality or Cyclicality of Operations

The Group's operations were not significantly affected by any seasonal or cyclical factors.

A5. Unusual Items

There were no significant items affecting the assets, liabilities, equity, net income or cash flows for the current financial period-to-date.

A6. Changes in Estimates

There were no changes in the estimates that have had a material effect in the current quarter and current financial period-to-date results.

A7. Debt and Equity Securities

Save for the following, there was no issuance, cancellation, share buyback, resale or repayment of debt and equity securities during the current financial period under review.

Repurchase and cancellation of shares

During the financial period, the Company had cancelled 92,478,600 of its treasury shares at an average price of RM 0.2970. The ordinary shares purchased were being held as treasury shares in accordance with Section 127(6) of the Companies Act 2016 and were presented as a deduction from equity.

As at 30 September 2023, the Company held a total of 1,759,800 or RM 434,737 treasury shares at average price of RM 0.2470 per share.

A8. Dividend Paid

There was no dividend paid in the current guarter under review.

A9. Valuation of Property, Plant and Equipment

The valuation of property, plant and equipment has been brought forward, without amendment from the previous audited financial statements.

A EXPLANATORY NOTES (CONTINUED)

A10. Material Events subsequent to the End of the Interim Period

There was no material events subsequent to the end of the financial period reported that have not been reflected in the financial statement.

A11. Changes in Composition of the Group

On 13 July 2023, NPO Development Sdn Bhd, a wholly owned subsidiary of the Company had acquired 70,000 ordinary shares, representing 70% of the issued share capital of Pride Hectares Sdn Bhd ("PHSB") for a consideration of RM70,000. Following the acquisition, PHSB is now a 70% subsidiary of the Company.

A12. Changes in Contingent Liabilities and Contingent Assets Contingent Liabilities

	As At	As At
	30.09.2023	30.06.2022
	RM'000	RM'000
Corporate guarantees for credit facilities granted to subsidiaries	203,934	204,963

Contingent Assets

The Group does not have any material contingent assets to be disclosed as at 30 September 2023.

A13. Significant Related Party Transactions

There was no significant related party transaction in the current quarter under review.

A14. Segmental Information

The segmental analysis for the financial period ended 30 September 2023 was as follows.

Analysis by Operating Divisions:-

	Property Development RM'000	Investment Holding & others RM'000	Total RM'000
Segment profit	15,276	(6,160)	9,116
Included in the measure of segment profit are:- Revenue from external customers Inter-segment revenue Elimination Total revenue Finance income Finance costs	85,704 55,112 (55,112) 85,704 40 (1,787)	87 813 (813) 87 228 (331)	85,791 55,925 (55,925) 85,791 268 (2,118)
Not included on the measure of segment profit but provided to the Management :-			
Tax expense	(4,116)	(24)	(4,140)
Segment assets	2,220,948	53,798	2,274,746
Segment liabilities	1,616,087	(638,662)	977,425

B1. Review of Group Performance

	INDIVIDUA	L QUARTER	CUMULATIVE QUARTER		
	01.07.2023	01.07.2022	01.07.2023	01.07.2022	
	ТО	TO	TO	TO	
	30.09.2023	30.09.2022	30.09.2023	30.09.2022	
	RM'000	RM'000	RM'000	RM'000	
Revenue					
Property Development	85,704	78,100	85,704	78,100	
Other Operations	87	13	87	13	
	85,791	78,113	85,791	78,113	
Profit / (Loss) before tax					
Property Development	15,276	14,354	15,276	14,354	
Other Operations	(6,160)	(6,207)	(6,160)	(6,207)	
	9,116	8,147	9,116	8,147	

Performance of the first quarter against the same quarter in the preceding year (Q1 FY2024 vs Q1 FY2023)

(a) Property Development

The Group's recorded revenue of RM85.70 million for the current quarter which is increase slightly by 10% or RM7.60 million as compared to the revenue of RM78.10 million registered in the previous year's corresponding quarter mainly attributable by the sales of completion properties namely Neu Suites @ Off Jalan Ampang and on-going projects namely The Riv @ KL Sentral and Seiring @ Bukit Subang Revenue in previous year preceding quarter mainly attributable by the on-going projects namely TheShore @ Kota Kinabalu and sales of completion properties namely Emery @ Kemensah and H2O @ Ara Damansara.

In tandem with slight higher gross profit and no material changes in operating expenses, the profit before tax increased slightly by RM0.9 million or 6% from RM14.4 million to RM15.3 million.

(b) Other Operations

Revenue from Other Operations mainly contributed by rental business. Losses before tax were mainly due to the operating expenses and staff payroll and staff related costs.

B2. Material Changes in the Quarterly Results compared to the Results of the Preceding Quarter

	INDIVIDUA	INDIVIDUAL QUARTER		
	01.07.2023	01.04.2023		
	TO	TO		
	30.09.2023	30.06.2023	CHANGES	
	RM'000	RM'000	RM'000	
Revenue	85,791	115,528	(29,737)	
Gross Profit/(Loss)	18,257	(17,352)	35,609	
Profit/(Loss) before interest and tax	10,966	(33,806)	44,772	
Profit/(Loss) before tax	9,116	(28,527)	37,643	
Profit/(Loss) after tax	4,976	(21,328)	26,304	
Profit/(Loss) attributable to owners of the Company	1,534	(14,308)	15,842	

Overall, the performance of the Group in current quarter are improved compared to preceding quarter with the revenue generated from the sales of completed properties namely Neu Suites @ Off Jalan Ampang and on-going projects namely The Riv @ KL Sentral and Seiring @ Bukit Subang. On the other hand, despite higher revenue generated in preceding quarter, with the reclassification of financial instruments, this had deteriorated the performance of the Group in overall.

B3. Prospects and progress on previously announced financial estimate

(a) Prospects

As at 30 September 2023, six (6) on-going projects of the Group with a total Gross Development Value of approximately RM1.6 billion achieved an average take-up rate of 67% and unbilled sales of RM421 million which should contribute positively to the Group's earnings for the next two to four years. Nevertheless, the Group continues to remain prudent but resilient with its current on-going development projects whilst continuing to sell its completed property inventory, concomitantly re-strategising and pursuing other opportunities

The Group has embarked on new business ventures that would expand earnings and also provide some stability to income generation. Among these is the development of a logistics facility in Bayan Lepas Waterfront, Pulau Pinang that has been leased to an international logistics group under a long-term build-and-let agreement. The facility is expected to be completed during the financial year and will provide the Group with an average of about RM185 million gross rental over 10 years upon commencement of the lease. In addition, the Group's acquisition of Menara TM Semarak is expected to be completed by end of 3Q FY2024. This acquisition would enable the Group to diversify its income through rental from existing and potential tenants that will provide further stability to income generation as well as potential entry of data centre business.

(b) Progress and steps to achieve financial estimate, forecast, projection and internal targets

There was no financial estimate previously announced by the Group.

B4. Statement of the Board of Directors' opinion on achievability of financial estimate, forecast, projection and internal targets previously announced

Not applicable.

B5. Financial estimate, forecast or projection

No profit forecast has been issued by the Group previously in any public document.

B6. Dividend

The Board of Directors does not recommend any interim dividend for the current financial period 30 September 2023.

B7. Notes to the Condensed Consolidated Statement of Profit and Other Comprehensive Income

The profit before tax has been arrived at after charging / (crediting):-

	INDIVIDUA	L QUARTER	CUMULATIVE QUARTER		
	01.07.2023	01.07.2022	01.07.2023	01.07.2022	
	ТО	ТО	TO	ТО	
	30.09.2023	30.09.2022	30.09.2023	30.09.2022	
	RM'000	RM'000	RM'000	RM'000	
After charging:					
Depreciation of property, plant and equipment	142	182	142	182	
Depreciation of investment properties	26	23	26	23	
Directors' remuneration	360	405	360	405	
Interest expenses	2,118	2,772	2,118	2,772	
Expenses relating to low value assets	20	32	20	32	
Staff costs	1,915	2,027	1,915	2,027	
Unwinding of discount on payables	279	279	279	279	
After crediting:					
Bank interest income	(329)	(429)	(329)	(429)	
Fixed deposit interest income	(450)	(422)	(450)	(422)	
Other interest income	511	(21)	511	(21)	
Rental income	(400)	(516)	(400)	(516)	

There is no exception item for the current financial quarter under review.

B8. Income tax expense

	INDIVIDUAL	QUARTER	CUMULATIVE QUARTER		
	01.07.2023 TO			01.07.2022 TO	
	30.09.2023	30.09.2022	TO 30.09.2023	30.09.2022	
	RM'000	RM'000	RM'000	RM'000	
Current tax (credit)/expense	4,594	8,070	4,594	8,070	
Deferred taxation	(454)	(3,473)	(454)	(3,473)	
	4,140	4,597	4,140	4,597	

The Group's effective tax rate for the current financial period is higher than the statutory tax rate of 24% by the Inland Revenue Board mainly due to certain expenses are not tax deductible and non-recognition of deferred tax on tax losses.

B9. Status of Corporate Proposal

There were no material transactions or events subsequent to the current quarter ended 30 September 2023 until 24 November 2023 (the latest practicable date which is not earlier than 7 calendar days from the date of issue of this quarterly report).

B10. Group Loans and Borrowings and Debt Securities

The Group's total loans and borrowings and debt securities as were as follows:-

	30.09.2023 RM'000	30.06.2023 RM'000
Non-current:		
Bank borrowings	169,509	86,385
Finance lease liabilities	999	1,083
	170,508	87,468
Current:		
Bank borrowings	54,167	138,319
Finance lease liabilities	543	536
	54,710	138,855
Total loans and borrowings	225,218	226,323

All borrowings were denominated in Ringgit Malaysia.

B11. Earnings per Share

(a) Basic Earnings Per Share

The basic earnings per share for the current guarter and financial period-to-date are computed as follows:

	INDIVIDUAL	INDIVIDUAL QUARTER		E QUARTER
	01.07.2023 TO 30.09.2023	01.07.2022 TO 30.09.2022	01.07.2022 TO 30.09.2023	01.07.2021 TO 30.09.2022
Profit attributable to owners of the company (RM'000)	1,534	1,635	1,534	1,635
Weighted average number of ordinary shares in issue ('000)	1,255,441	1,275,500	1,255,441	1,275,500
Basic earning per share (sen)	0.12	0.13	0.12	0.13

(b) Diluted Earnings Per Share

Dilutive earnings per share of current quarter have been calculated by dividing the profit attributable to owners of the Company for the financial period by the weighted average number of shares that would have been issued upon full conversion of the remaining Irredeemable Convertible Preference Shares ("ICPS") on the basis of one (1) ordinary share for every ten (10) ICPS held.

	INDIVIDUAL	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	01.07.2023 TO 30.09.2023	01.07.2022 TO 30.09.2022	01.07.2022 TO 30.09.2023	01.07.2021 TO 30.09.2022	
Profit attributable to owners of the Company (RM'000)	1,534	1,635	1,534	1,635	
Weighted average number of ordinary shares in issue ('000)	1,255,441	1,275,500	1,255,441	1,275,500	
Effect of dilution: Irredeemable Convertible Preference Shares ('000)	-	-	ı	-	
Adjusted weighted average number of ordinary shares ('000)	1,255,441	1,275,500	1,255,441	1,275,500	
Dilluted earning per share (sen)	0.12	0.13	0.12	0.13	