



| <b>UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2014</b>          |   |   |
|--|---|---|
| <b>CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION</b>                            |   |   |
|  | <b>As At<br/>31 Dec 2014<br/>RM'000<br/>(UNAUDITED)</b> | <b>As At<br/>30 Jun 2014<br/>RM'000</b> |
| <b>ASSETS</b>  |   |   |
| <b>NON-CURRENT ASSETS</b>  |   |   |
| Property, plant and equipment  | 113,362   | 113,999                                 |
| Investment properties  | 104,525   | 98,793                                  |
| Intangible assets  | 68,229  | 68,568                                  |
| Investments in associates  | 657   | 658                                     |
| Other investments  | 1,111   | 1,099                                   |
| Deferred tax assets  | 3,390   | 2,713                                   |
| <b>Total non-current assets</b>  | <b>291,274</b>  | <b>285,830</b>                          |
| <b>CURRENT ASSETS</b>  |   |   |
| Inventories  | 159,975   | 144,620                                 |
| Trade and other receivables  | 130,446   | 112,265                                 |
| Current tax assets   | 1,795   | 749                                     |
| Cash and cash equivalents  | 69,006  | 69,624                                  |
| <b>Total current assets</b>  | <b>361,222</b>  | <b>327,258</b>                          |
| <b>TOTAL ASSETS</b>  | <b>652,496</b>  | <b>613,088</b>                          |
| <b>EQUITY AND LIABILITIES</b>  |   |   |
| Share capital  | 201,572   | 100,786                                 |
| Reserves   | 165,078   | 247,406                                 |
| Treasury shares  | -   | (1,706)                                 |
| <b>Total equity attributable to the owners of the parent</b>                             | <b>366,650</b>  | <b>346,486</b>                          |
| <b>Non-controlling Interest</b>  | <b>14,797</b>   | <b>14,134</b>                           |
| <b>Total equity</b>  | <b>381,447</b>  | <b>360,620</b>                          |
| <b>NON-CURRENT LIABILITIES</b>   |   |   |
| Long term borrowings   | 103,928   | 103,738                                 |
| Trade and other payables   | 4,313   | 5,125                                   |
| Provision for restoration costs  | 1,455   | 1,465                                   |
| Deferred tax liabilities   | 6,706   | 6,666                                   |
| <b>Total non-current liabilities</b>   | <b>116,402</b>  | <b>116,994</b>                          |
| <b>CURRENT LIABILITIES</b>   |   |   |
| Trade and other payables   | 97,225  | 85,967                                  |
| Bank borrowings  | 48,199  | 41,765                                  |
| Provision for restoration costs  | 345   | 286                                     |
| Current tax payables   | 8,878   | 7,456                                   |
| <b>Total current liabilities</b>   | <b>154,647</b>  | <b>135,474</b>                          |
| <b>Total liabilities</b>   | <b>271,049</b>  | <b>252,468</b>                          |
| <b>TOTAL EQUITY AND LIABILITIES</b>  | <b>652,496</b>  | <b>613,088</b>                          |
|  | -   | -                                       |
| <b>NET ASSETS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT (RM) :</b> | <b>0.45</b>   | <b>0.43</b>                             |

*(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)*

**Notes :-**

The computations for NA per share is based on 806,287,400 issued shares, after the Bonus Issue and Share Split completed on 23rd July 2014.



**UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2014**  
**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

|   | Individual Quarter                               |   | Cumulative Quarter                                |  |
|---|--|---|---|--|
|   | Current Year<br>Quarter<br>31 Dec 2014<br>RM'000 | Preceding Year<br>Corresponding<br>Quarter<br>31 Dec 2013<br>RM'000 | Current Year-<br>To-Date<br>31 Dec 2014<br>RM'000 | Preceding Year<br>Corresponding<br>Period<br>31 Dec 2013<br>RM'000 |
| <b>Revenue</b>  | <b>181,134</b>                                   | <b>186,327</b>  | <b>352,013</b>                                    | <b>354,726</b>   |
| Cost of sales   | (71,865)   | (71,125)  | (140,564)   | (138,533)  |
| <b>Gross profit</b>   | <b>109,269</b>                                   | <b>115,202</b>  | <b>211,449</b>                                    | <b>216,193</b>   |
| Selling and distribution expenses   | (52,889)   | (50,036)  | (105,604)   | (99,516)   |
| General and administration expenses   | (34,971)   | (32,913)  | (64,370)  | (63,035)   |
| Other operating income  | 1,877  | 1,586   | 4,073   | 3,034  |
| <b>Profit from operations</b>   | <b>23,286</b>                                    | <b>33,839</b>   | <b>45,548</b>                                     | <b>56,676</b>  |
| Finance costs   | (2,602)  | (2,038)   | (4,743)   | (3,830)  |
| Share of results of associates  | (1)  | -   | (1)   | (1)  |
| <b>Profit before tax</b>  | <b>20,683</b>                                    | <b>31,801</b>   | <b>40,804</b>                                     | <b>52,845</b>  |
| Taxation  | (5,791)  | (10,085)  | (11,981)  | (16,385)   |
| <b>Profit for the period</b>  | <b>14,892</b>                                    | <b>21,716</b>   | <b>28,823</b>                                     | <b>36,460</b>  |
| Other comprehensive income<br>Foreign currency exchange differences<br>arising from consolidation | 947  | (346)   | 941   | 1,679  |
| <b>Total comprehensive income for the<br/>period</b>  | <b>15,839</b>                                    | <b>21,370</b>   | <b>29,764</b>                                     | <b>38,139</b>  |
| <b>Profit attributable to :</b>   |  |   |   |  |
| Owners of the parent  | 13,855   | 19,002  | 26,813  | 33,223   |
| Non-controlling Interests   | 1,037  | 2,714   | 2,010   | 3,237  |
|   | <b>14,892</b>                                    | <b>21,716</b>   | <b>28,823</b>                                     | <b>36,460</b>  |
| <b>Total comprehensive income<br/>attributable to :</b>   |  |   |   |  |
| Owners of the parent  | 14,591   | 18,676  | 27,531  | 34,593   |
| Non-controlling Interests   | 1,248  | 2,694   | 2,233   | 3,546  |
|   | <b>15,839</b>                                    | <b>21,370</b>   | <b>29,764</b>                                     | <b>38,139</b>  |
| Net earnings per share attributable to owners<br>of the parent<br>(Note B14)                      |  |   |   |  |
| - Basic (sen)   | 1.72   | 2.36  | 3.33  | 4.12   |

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)

\* Notes :-

The computations for earnings per share is based on 806,287,400 issued shares after the Bonus Issue and Share Split completed on 23rd July 2014.



**UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2014**  
**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

|   | ←----- Attributable to owners of the parent -----> |                         |                                      |                               |                           |                             |                     | Non-controlling interests<br>RM'000 | Total Equity<br>RM'000 |
|---|--|-------------------------|--------------------------------------|-------------------------------|---------------------------|-----------------------------|---------------------|-------------------------------------|------------------------|
|   | Non-Distributable                                  |                         |                                      | Exchange                      | Distributable             |                             |                     |                                     |                        |
|   | Share Capital<br>RM'000                            | Share Premium<br>RM'000 | Available-for-sale Reserve<br>RM'000 | Translation Reserve<br>RM'000 | Treasury Shares<br>RM'000 | Retained Earnings<br>RM'000 | Sub-total<br>RM'000 |                                     |                        |
| <b>At 1 July 2014</b>                                       | 100,786  | 476                     | (12)                                 | 672                           | (1,706)                   | 246,270                     | 346,486             | 14,134                              | 360,620                |
| Profit for the financial year                               | -  | -                       | -                                    | -                             | -                         | 26,813                      | 26,813              | 2,010                               | 28,823                 |
| Foreign currency translations                               | -  | -                       | -                                    | 718                           | -                         | -                           | 718                 | 223                                 | 941                    |
| <b>Total comprehensive income for the period</b>            | -  | -                       | -                                    | 718                           | -                         | 26,813                      | 27,531              | 2,233                               | 29,764                 |
| Transaction with owners:                                    |  |                         |                                      |                               |                           |                             |                     |                                     |                        |
| Resale of treasury shares                                   | -  | 1,006                   | -                                    | -                             | 1,706                     | -                           | 2,712               | -                                   | 2,712                  |
| Bonus issue   | 100,786  | (1,482)                 | -                                    | -                             | -                         | (99,304)                    | -                   | -                                   | -                      |
| Dividend paid   | -  | -                       | -                                    | -                             | -                         | (10,079)                    | (10,079)            | (1,570)                             | (11,649)               |
| <b>Total transactions with owners</b>                       | 100,786  | (476)                   | -                                    | -                             | 1,706                     | (109,383)                   | (7,367)             | (1,570)                             | (8,937)                |
| <b>At 31 December 2014</b>                                  | <b>201,572</b>                                     | <b>-</b>                | <b>(12)</b>                          | <b>1,390</b>                  | <b>-</b>                  | <b>163,700</b>              | <b>366,650</b>      | <b>14,797</b>                       | <b>381,447</b>         |
| <b>At 1 July 2013</b>                                       | 100,786  | 476                     | (12)                                 | (161)                         | -                         | 201,294                     | 302,383             | 13,120                              | 315,503                |
| Profit for the financial year                               | -  | -                       | -                                    | -                             | -                         | 33,223                      | 33,223              | 3,237                               | 36,460                 |
| Foreign currency translations                               | -  | -                       | -                                    | 1,370                         | -                         | -                           | 1,370               | 309                                 | 1,679                  |
| <b>Total comprehensive income for the period</b>            | -  | -                       | -                                    | 1,370                         | -                         | 33,223                      | 34,593              | 3,546                               | 38,139                 |
| Transaction with owners:                                    |  |                         |                                      |                               |                           |                             |                     |                                     |                        |
| Repurchase of own shares                                    | -  | -                       | -                                    | -                             | (4)                       | -                           | (4)                 | -                                   | (4)                    |
| Dividends paid  | -  | -                       | -                                    | -                             | -                         | (10,079)                    | (10,079)            | -                                   | (10,079)               |
| Dividends paid to non-controlling interests of subsidiaries | -  | -                       | -                                    | -                             | -                         | -                           | -                   | (3,248)                             | (3,248)                |
| <b>Total transactions with owners</b>                       | -  | -                       | -                                    | -                             | (4)                       | (10,079)                    | (10,083)            | (3,248)                             | (13,331)               |
| <b>At 31 December 2013</b>                                  | <b>100,786</b>                                     | <b>476</b>              | <b>(12)</b>                          | <b>1,209</b>                  | <b>(4)</b>                | <b>224,438</b>              | <b>326,893</b>      | <b>13,418</b>                       | <b>340,311</b>         |

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)



**BONIA CORPORATION BERHAD** (223934-T)

[Incorporated in Malaysia]

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 2014**

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**

|  | <b>31 Dec 2014</b><br><b>RM'000</b> | <b>31 Dec 2013</b><br><b>RM'000</b> |
|--|-------------------------------------|-------------------------------------|
| <b>Cash flows from operating activities</b>                              |                                     |                                     |
| Profit before tax  | 40,804                              | 52,845                              |
| Adjustments for non-cash flow:   |                                     |                                     |
| Amortisation of trademarks   | 655                                 | 654                                 |
| Depreciation of property, plant and equipment                            | 11,070                              | 9,769                               |
| Gain on disposal of property, plant and equipment                        | (428)                               | (277)                               |
| Accretion of non-current other payable                                   | 310                                 | 416                                 |
| Interest expense   | 2,698                               | 1,691                               |
| Interest income  | (386)                               | (312)                               |
| Properties, plant and equipment written off                              | 2                                   | 45                                  |
| Share of loss of associates  | 1                                   | 1                                   |
| Unwinding of discount on provision for restoration costs                 | 41                                  | -                                   |
| Unrealised loss on foreign exchange, net                                 | 617                                 | 223                                 |
| Operating profit before changes in working capital                       | 55,384                              | 65,055                              |
| Changes in working capital   |                                     |                                     |
| Net change in current assets   | (30,644)                            | (48,162)                            |
| Net change in current liabilities  | 7,663                               | 5,384                               |
| <b>Cash generated from operations</b>                                    | <b>32,403</b>                       | <b>22,277</b>                       |
| Tax paid   | (12,215)                            | (11,471)                            |
| <b>Net cash from operating activities</b>                                | <b>20,188</b>                       | <b>10,806</b>                       |
| <b>Cash flows (used in)/from investing activities</b>                    |                                     |                                     |
| Interest received  | 386                                 | 312                                 |
| Loan/Advances to associates  | (144)                               | (2)                                 |
| Acquisition of associates  | -                                   | (594)                               |
| Proceeds from disposal of property, plant and equipment                  | 428                                 | -                                   |
| Withdrawal of deposits pledged to licensed banks                         | -                                   | 462                                 |
| Purchase of Trademarks   | (32)                                | (3,252)                             |
| Purchase of property, plant and equipment                                | (9,455)                             | (20,040)                            |
| Purchase of investment properties  | (2,484)                             | (2,591)                             |
| Net cash used in investing activities                                    | (11,301)                            | (25,705)                            |
| <b>Cash flows (used in)/from financing activities</b>                    |                                     |                                     |
| Interest paid  | (2,698)                             | (1,691)                             |
| Proceeds from sale of treasury shares                                    | 2,712                               | -                                   |
| Repurchase of own shares   | -                                   | (4)                                 |
| Net financing from bank borrowings                                       | 2,324                               | 17,337                              |
| Dividends paid to owners of the parent                                   | (10,079)                            | (10,079)                            |
| Dividends paid to non-controlling interests                              | (1,570)                             | (3,248)                             |
| Net cash (used in)/from financing activities                             | (9,311)                             | 2,315                               |
| <b>Net decrease in cash and cash equivalents</b>                         | <b>(425)</b>                        | <b>(12,584)</b>                     |
| <b>Cash and cash equivalents at beginning of the financial year</b>      | <b>66,241</b>                       | <b>71,613</b>                       |
| <b>Effect of exchange rate changes on cash and cash equivalents</b>      | <b>(577)</b>                        | <b>759</b>                          |
| <b>Cash and cash equivalents at end of the financial year (Note A16)</b> | <b>65,239</b>                       | <b>59,788</b>                       |

*(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 30 June 2014)*



**BONIA CORPORATION BERHAD** (223934-T)

[Incorporated in Malaysia]

**NOTES TO INTERIM FINANCIAL REPORT**

**31 DECEMBER 2014**

*(Unaudited)*

**A1. Basis of Preparation**

The interim financial statements are unaudited and have been prepared in accordance with the requirements of the Malaysian Financial Reporting Standards (“MFRS”) MFRS 134: “Interim Financial Reporting” and Chapter 9 Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. This Interim Financial Statements also complies with IAS 34: Interim Financial Reporting issued by the International Accounting Standard Board (“IASB”).

The interim financial statements should be read in conjunction with the annual audited financial statements of the Group for the financial year ended 30 June 2014.

The explanatory notes attached to the 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 2014.

**A2. Accounting policies**

The significant accounting policies adopted by the Group in this Report are consistent with those adopted in the Audited Financial Statements of the Group for the financial year ended 30 June 2014 except for the adoption of the following new/revised MFRSs, Amendments to MFRSs and Issues Committee Interpretations (“IC Interpretations”) that are effective for financial periods beginning on or after 1 January 2014 :

**(a) Adoption of New/Revised MFRSs, Amendments to MFRSs and IC Interpretations**

**(i) Effective for financial periods beginning on or after 1 January 2014**

|                        |  |                |
|------------------------|--|----------------|
| Amendments to MFRS 10  | Consolidated Financial Statements : Investment Entities        | 1 January 2014 |
| Amendments to MFRS 12  | Disclosure of Interest in Other Entities : Investment Entities | 1 January 2014 |
| Amendments to MFRS 127 | Separate Financial Statements (2011) : Investment Entities     | 1 January 2014 |
| Amendments to MFRS 132 | Offsetting Financial Assets and Financial Liabilities          | 1 January 2014 |
| Amendments to MFRS 136 | Recoverable Amount Disclosures for Non-Financial Assets        | 1 January 2014 |
| Amendments to MFRS 139 | Novation of Derivatives and Continuation of Hedge Accounting   | 1 January 2014 |
| IC Interpretation 21   | Levies   | 1 January 2014 |
| Amendments to MFRS 119 | Defined Benefit Plans :Employee Contributions                  | 1 July 2014    |
| Amendments to MFRSs    | Annual Improvements to MFRSs 2010 - 2012 Cycle                 | 1 July 2014    |
| Amendments to MFRSs    | Annual Improvements to MFRSs 2011 - 2013 Cycle                 | 1 July 2014    |
|                        |  |                |

The adoption of the above standards and amendments to MFRSs and IC Interpretation are not expected to have any significant financial impact on the financial statements of the Group.



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(Unaudited)

**A2. Accounting policies (continued)**

(b) MFRSs, Amendments to MFRSs and IC Interpretation issued but not yet effective

The Group has not adopted the following new/revised MFRSs, Amendments to MFRSs and Interpretation that were in issue but not yet effective :

(i) MFRS and Amendments effective for financial periods beginning on or after 1 January 2016

|   |  |                |
|---|--|----------------|
| MFRS 14   | Regulatory Deferral Accounts   | 1 January 2016 |
| Amendments to MFRS 116 and MFRS 138                           | Clarification of Acceptable Methods of Depreciation and Amortisation                   | 1 January 2016 |
| Amendments to MFRS 11   | Accounting for Acquisitions of Interests in Joint Operations                           | 1 January 2016 |
| Amendments to MFRS 116 and MFRS 141                           | Agriculture: Bearer Plants   | 1 January 2016 |
| MFRS 15   | Revenue from Contracts with Customers  | 1 January 2017 |
| Mandatory Effective Date of MFRS 9 and Transition Disclosures |  | Deferred       |
| MFRS 9  | Financial Instruments (2009)   | Deferred       |
| MFRS 9  | Financial Instruments (2010)   | Deferred       |
| MFRS 9  | Financial Instruments (Hedge Accounting and Amendments to MFRS 9, MFRS 7 and MFRS 139) | Deferred       |

**A3. Declaration of audit qualification**

There was no qualified report issued by the auditors in the financial statements of the Group for the financial year ended 30 June 2014.

**A4. Seasonality or Cyclicity of Interim Operations**

The business operations of the Group are generally dependent on the Malaysian economy, consumer confidence and Government support, as well as major festive seasons.

**A5. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows**

There were no unusual events affecting assets, liabilities, equity, net income or cash flow of the Group in the quarterly financial statements under review.

**A6. Material Changes in Estimates**

There were no material changes in estimates in the quarterly financial statements under review.

**A7. Debts and Equity Securities**

There were no issuance, cancellation, repurchase, resale and repayments of debts and equity securities for current quarter under review.

**BONIA CORPORATION BERHAD** (223934-T)

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**NOTES TO INTERIM FINANCIAL REPORT****31 DECEMBER 2014***(Unaudited)***A8. Dividend Paid**

A final single tier dividend of 5% or 1.25 sen per ordinary share of 25.0 sen each amounting to RM10,078,593 in respect of the financial year ended 30 June 2014 was paid on 22 December 2014.

**A9. Segment Information**

Business segments

**6 months ended 31 December 2014**

|                                 | <b>Retailing<br/>RM'000</b> | <b>Manufac-<br/>turing<br/>RM'000</b> | <b>Investment<br/>and property<br/>development<br/>RM'000</b> | <b>Elimination<br/>RM'000</b> | <b>Consolidation<br/>RM'000</b> |
|---------------------------------|-----------------------------|---------------------------------------|---|-------------------------------|---------------------------------|
| <b>Revenue</b>                  |                             |                                       |   |                               |                                 |
| Revenue from external customers | 351,463                     | -                                     | 550   | -                             | 352,013                         |
| Inter-segment revenue           | -                           | 12,919                                | 30,197  | (43,116)                      | -                               |
| Total revenue                   | 351,463                     | 12,919                                | 30,747  | (43,116)                      | 352,013                         |
| <b>Results</b>                  |                             |                                       |   |                               |                                 |
| Segment operating profit        | 46,188                      | 924                                   | 12,625  | (14,575)                      | 45,162                          |
| Share of losses of associates   | -                           | -                                     | (1)   | -                             | (1)                             |
| Interest income                 |                             |                                       |   |                               | 386                             |
| Finance costs                   |                             |                                       |   |                               | (4,743)                         |
| Profit before tax               |                             |                                       |   |                               | 40,804                          |
| Tax expense                     |                             |                                       |   |                               | (11,981)                        |
| Profit for the financial period |                             |                                       |   |                               | 28,823                          |
| Attributable to:                |                             |                                       |   |                               |                                 |
| Owners of the parent            |                             |                                       |   |                               | 26,813                          |
| Non-controlling interests       |                             |                                       |   |                               | 2,010                           |
|                                 |                             |                                       |   |                               | 28,823                          |

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**NOTES TO INTERIM FINANCIAL REPORT****31 DECEMBER 2014***(Unaudited)***A9. Segment Information (continued)**

Business segments (continued)

**6 months ended 31 December 2013**

|                                 | Retailing<br>RM'000 | Manufac-<br>turing<br>RM'000 | Investment<br>and property<br>development<br>RM'000 | Elimination<br>RM'000 | Consolidation<br>RM'000 |
|---------------------------------|---------------------|------------------------------|---|-----------------------|-------------------------|
| <b>Revenue</b>                  |                     |                              |   |                       |                         |
| Revenue from external customers | 354,204             | 283                          | 239   | -                     | 354,726                 |
| Inter-segment revenue           | -                   | 12,854                       | 21,865  | (34,719)              | -                       |
| Total revenue                   | 354,204             | 13,137                       | 22,104  | (34,719)              | 354,726                 |
| <b>Results</b>                  |                     |                              |   |                       |                         |
| Segment operating profit        | 59,290              | 714                          | 5,558   | (9,198)               | 56,364                  |
| Share of losses of associates   | -                   | -                            | (1)   | -                     | (1)                     |
| Interest income                 |                     |                              |   |                       | 312                     |
| Finance costs                   |                     |                              |   |                       | (3,830)                 |
| Profit before tax               |                     |                              |   |                       | 52,845                  |
| Tax expense                     |                     |                              |   |                       | (16,385)                |
| Profit for the financial period |                     |                              |   |                       | 36,460                  |
| Attributable to:                |                     |                              |   |                       |                         |
| Owners of the parent            |                     |                              |   |                       | 33,223                  |
| Non-controlling interests       |                     |                              |   |                       | 3,237                   |
|                                 |                     |                              |   |                       | 36,460                  |

**A10. Valuation of Property, Plant and Equipment**

The valuation of property, plant and equipment if any, have been brought forward without amendment from the previous annual financial statements.





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**NOTES TO INTERIM FINANCIAL REPORT**

**31 DECEMBER 2014**

*(Unaudited)*

**A11. Material Events Subsequent to the End of the Interim Period**

There were no material events subsequent to the end of the current quarter under review up to the date of this report.

**A12. Changes in the Composition of the Group**

Save for those disclosed below, there were no changes in the composition of the Group for the current quarter under review.

(a) On 1 October 2014, the Company announced that CRG Incorporated Sdn. Bhd. ("CRG"), a wholly-owned subsidiary of the Company, had received the Enterprise Registration Certificate of Limited Liability Company With More Than One Member ("Certificate") from the Department of Planning and Investment of Ho Chi Minh City, Vietnam certifying its acquisition of a total of 99% of the contributed capital of CRG Viet Nam Company Limited ("CRGV") from the hands of FHG Company Limited and Le Quang Dung Hanh ("Acquisition") as follows:

- (i) VND 5,800,000,000 representing 98% of the contributed capital in CRGV for a purchase consideration of VND5,800,000,000 from FHG Company Limited; and
- (ii) VND 60,000,000 representing 1% of the contributed capital in CRGV for a purchase consideration of VND 60,000,000 from Le Quang Fung Hanh.

With the Acquisition, CRGV become a 99% owned subsidiary of CRG. The remaining 1% equity interest is held by FHG Company Limited, a local Vietnamese company distributing goods under the brand name of "Carlo Rino" in Vietnam.

CRGV was incorporated in Vietnam with a charter capital of VND 6,000,000,000. The intended business activity of CRGV is to carry on real estate activities with own or leased property.

The Certificate will allow CRGV to proceed with the next course of action, which includes among others, own any properties as allow under the local regulations, lease and sub-lease of offices, warehouses and/or retail outlets.

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Save for those disclosed below, there were no changes in the composition of the Group for the current quarter under review (continued).

- (b) On 17 October 2014, the Company announced that Daily Frontier Sdn Bhd (“DFSB”), a wholly-owned subsidiary of the Company, had received the electronic archives of the Italian Register of Companies confirming its acquisition of 100% of the quota capital of Bonia Italia Srl (“BIS”) amounting to EUR2,500 from Mr De Franceschi Gaetano and Mr Matons Augusto Francisco, for an aggregate consideration of EUR1.00 (“Acquisition”) as follow :-

| Seller                   | Quota capital held and transferred to DFSB | Purchase consideration paid by DFSB | % of the quota capital held by DFSB after the Acquisition |
|--------------------------|--|-------------------------------------|---|
| De Franceschi Gaetano    | EUR2,375                                   | EUR0.50                             | 95%   |
| Matons Augusto Francisco | EUR 125                                    | EUR0.50                             | 5%  |
| Total                    | EUR2,500                                   | EUR1.00                             | 100%  |

Consequent to the Acquisition, BIS has become a wholly-owned subsidiary of DFSB. BIS was incorporated in Italy with a nominal quota capital of EUR10,000 and is intended to engage in product development, marketing, promotion and design. The rationale for the Acquisition is to expand the Company’s R&D capabilities and production base.

**A13. Changes in Contingent Liabilities**

The contingent liabilities of the Company as at 31 December 2014 comprised of corporate guarantee given to financial institutions for credit facilities granted to certain subsidiaries amounted to RM294.59 million of which utilised by these subsidiaries amounted to RM142.60 million.

**A14. Capital Commitments**

The amount of capital commitments as at 31 December 2014 is as follows:

|  | <b>RM’000</b> |
|--|---------------|
| Authorised and contracted for:           |               |
| Property, plant and equipment:           |               |
| - properties under construction          | 632           |
| - others                                 | 779           |
| Investment properties under construction | 4,178         |
|  | <u>5,589</u>  |



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**A15. Related Party Disclosures**

The aggregate value of the recurrent related party transactions conducted between the Company's subsidiaries with the related parties during the current financial period under review are as follows:-

| No. | Transacting parties                  | Nature of transactions   | Interested parties and nature of relationship | 31 Dec 2014 Amount transacted RM'000 | 31 Dec 2013 Amount transacted RM'000 |
|-----|--------------------------------------|--|---|--------------------------------------|--------------------------------------|
| 1.  | Cassardi International Co. Ltd.      | <ul style="list-style-type: none"> <li>• Purchase of men's apparels</li> <li>• Payment of <i>Valentino Rudy</i> trademark royalty</li> </ul> | Note 1  | 407                                  | 418                                  |
| 2.  | Bonia International Holdings Pte Ltd | <ul style="list-style-type: none"> <li>• Payment of <i>Bonia, Carlo Rino, Sembonia and CR2</i> trademarks royalties</li> </ul>               | Note 2  | 1,442                                | 60                                   |
| 3.  | BIH Franchising Ltd.                 | <ul style="list-style-type: none"> <li>• Payment of <i>Bonia,, Carlo Rino and Sembonia</i> trademarks royalties</li> </ul>                   | Note 3  | -                                    | 1,307                                |
| 4.  | Long Bow Manufacturing (S) Pte. Ltd. | <ul style="list-style-type: none"> <li>• Payment of office and warehouse rental</li> </ul>   | Note 4  | 838                                  | 691                                  |
| 5.  | Lianbee Marketing (M) Sdn Bhd        | <ul style="list-style-type: none"> <li>• Payment of office and warehouse rental</li> </ul>   | Note 5  | 90                                   | 110                                  |

**Notes:**

| No. | Related Parties                      | Relationship   |
|-----|--------------------------------------|--|
| 1.  | Cassardi International Co. Ltd.      | A company in which a major shareholder of VR Directions Sdn. Bhd., a subsidiary of the Company, Boonnam Boonnamsap has substantial financial interests.          |
| 2.  | Bonia International Holdings Pte Ltd | A company in which a Director, who is also a major shareholder of the Company has substantial financial interest.  |
| 3.  | BIH Franchising Ltd.                 | A company in which a Director, who is also a major shareholder of the Company has substantial financial interests.   |
| 4.  | Long Bow Manufacturing (S) Pte. Ltd. | A company in which a Director, who is also a major shareholder of the Company, and a director of subsidiary of the Company, has substantial financial interests. |
| 5.  | Lianbee Marketing (M) Sdn Bhd        | A company in which certain Directors, and/or major shareholders of subsidiaries of the Company, have substantial financial interests.                            |

Save as disclosed above, there were no recurrent related party transactions of revenue or trading nature during the current financial period under review.



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**A16. Cash and cash equivalents**

|   | <b>31 Dec<br/>2014<br/>RM'000</b> | <b>31 Dec<br/>2013<br/>RM'000</b> |
|---|-----------------------------------|-----------------------------------|
| Cash and bank balances                    | 59,736                            | 55,727                            |
| Fixed deposits with licensed banks        | 770                               | 3,103                             |
| Short term placements with licensed banks | 8,500                             | 6,000                             |
| Bank overdrafts                           | (2,997)                           | (4,287)                           |
|   | <hr/> 66,009                      | <hr/> 60,543                      |
| Less: Fixed deposit pledged               | (770)                             | (755)                             |
|   | <hr/> <hr/> 65,239                | <hr/> <hr/> 59,788                |



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**ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA'S LISTING REQUIREMENTS**

**B1. Review of Performance of the Company and its Subsidiaries**

The Group's revenue for the 6 months ended 31 December 2014 decreased by RM2.7 million or 0.8% as compared to the corresponding period in the preceding year.

For local market, sales decreased by RM6.7 million mainly due to weakening consumer sentiment. For overseas markets, the Group continues to record better sales generated from Vietnam and Indonesia which contributed an increase of RM3.3 million and RM1.7 million respectively in revenue. Whereas, outright export to other countries dropped by approximately RM1 million, particularly export to Saudi Arabia decreased by RM0.7 million for the financial period under review.

The Group reported a profit before tax of RM40.8 million, which is 22.8% lower than the profit before tax of RM52.8 million reported in the preceding year.

The decrease in profit before tax was mainly due to decrease in revenue together with an increase of approximately 5% in operating expenses in particularly on boutique rentals, staff cost as well as a provision for litigation cost of approximately RM1.5 million for the trademark dispute in China. The Group was able to sustain its gross profit margin at approximately 60%.

**B2. Comments on Material Changes in the Profit Before Taxation for the Quarter under Review as Compared with Immediate Preceding Quarter**

For the current quarter under review, the Group posted a profit before tax of RM20.7 million as compared to RM20.1 million in the preceding quarter ended 30 September 2014.

Compared to the previous quarter, revenue for the current quarter under review increased by 6.0% amounting to RM10.3 million. The operating costs increased by 7.4% amounting to RM6.2 million and in tandem, the profit before tax only improved by 2.8% amounting to RM0.6 million due to higher operating expenses.

**B3. Current Year Prospect**

On the growth outlook, Malaysian economy is expected to continue at a slower pace for the remaining of the year. Consumers are expected to slowdown in their spending as they face high household debt as well as rising costs of living. The implementation of the Goods and Services Tax (GST) is also expected to temporarily impact domestic demand.

Giving the uncertain economic outlook, the Group's prospects for the remaining financial year are expected to be challenging. The Group will continue to focus on its expansion plan to overseas markets in particularly Indonesia, Cambodia and other Asian countries.

Barring any unforeseen circumstances, the Board of Directors remains cautious about the Group's outlook for the remaining financial year. We expect to face further challenges domestically in view of the implementation of the GST in April 2015 as well as higher operating costs while the overall consumer sentiment remains weak.

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Not applicable.

**B5. Taxation**

|                                      | <b>Current year<br/>to-date ended<br/>31 Dec 2014<br/>RM'000</b> | <b>Preceding year<br/>to-date ended<br/>31 Dec 2013<br/>RM'000</b> |
|--------------------------------------|--|--|
| Current year tax expense             | 11,767   | 15,127   |
| Under/(Over) provision in prior year | 5  | 958  |
| Deferred tax expense                 | 209  | 300  |
|                                      | <u>11,981</u>  | <u>16,385</u>  |

The tax charge for the Group reflects an effective tax rate which is higher than the statutory tax rate due mainly to certain expenses which are not deductible for tax purposes.

**B6. Profit / (Loss) on Sale of Unquoted Investments and/or Properties**

There were no sales of unquoted investments and/or properties for the financial period under review.

**B7. Quoted Securities**

There were no purchases or disposals of quoted securities for the financial period under review.

**B8. Status of Corporate Proposals**

There were no corporate proposals announced but not completed as at the date of this announcement.



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**B9. Group Borrowings**

The total Group borrowings and debts securities were as follows:

|                       | 31 December 2014            |                            | 30 June 2014                |                            |
|-----------------------|-----------------------------|----------------------------|-----------------------------|----------------------------|
|                       | Short Term Borrowing RM'000 | Long Term Borrowing RM'000 | Short Term Borrowing RM'000 | Long Term Borrowing RM'000 |
| <u>Secured</u>        |                             |                            |                             |                            |
| Bank overdrafts       | 561                         | -                          | -                           | -                          |
| Bankers' acceptances  | 2,017                       | -                          | 1,502                       | -                          |
| Hire-purchase & lease | 919                         | 892                        | 828                         | 1,108                      |
| Term loans            | 8,639                       | 101,547                    | 8,097                       | 100,219                    |
|                       | <u>12,136</u>               | <u>102,439</u>             | <u>10,427</u>               | <u>101,327</u>             |
| <u>Unsecured</u>      |                             |                            |                             |                            |
| Bank overdrafts       | 2,436                       | -                          | 2,633                       | -                          |
| Bankers' acceptances  | 24,225                      | -                          | 20,058                      | -                          |
| Trust Receipt         | 7,417                       | -                          | 6,718                       | -                          |
| Term loans            | 1,985                       | 1,489                      | 1,929                       | 2,411                      |
|                       | <u>36,063</u>               | <u>1,489</u>               | <u>31,338</u>               | <u>2,411</u>               |
| Total                 | <u>48,199</u>               | <u>103,928</u>             | <u>41,765</u>               | <u>103,738</u>             |

The above which included borrowings denominated in foreign currency were as follows:

|                         | 31 December 2014      |                    | 30 June 2014          |                    |
|-------------------------|-----------------------|--------------------|-----------------------|--------------------|
|                         | Foreign Currency '000 | RM Equivalent '000 | Foreign Currency '000 | RM Equivalent '000 |
| <u>Singapore Dollar</u> |                       |                    |                       |                    |
| <u>Secured</u>          |                       |                    |                       |                    |
| Term Loan               | 539                   | 1,426              | 552                   | 1,419              |
| Hire-purchase           | 247                   | 653                | 380                   | 978                |
|                         | <u>786</u>            | <u>2,079</u>       | <u>932</u>            | <u>2,397</u>       |
| <u>Unsecured</u>        |                       |                    |                       |                    |
| Bank overdraft          | -                     | -                  | 174                   | 446                |
| Term Loan               | 1,312                 | 3,474              | 1,687                 | 4,340              |
| Trust Receipt           | 2,802                 | 7,417              | 2,612                 | 6,718              |
|                         | <u>4,114</u>          | <u>10,891</u>      | <u>4,473</u>          | <u>11,504</u>      |
| <u>U.S. Dollar</u>      |                       |                    |                       |                    |
| <u>Unsecured</u>        |                       |                    |                       |                    |
| Bankers' acceptances    | 776                   | 2,714              | 1,091                 | 3,548              |
|                         | <u>776</u>            | <u>2,714</u>       | <u>1,091</u>          | <u>3,548</u>       |
| Total                   | <u>5,676</u>          | <u>15,684</u>      | <u>6,496</u>          | <u>17,449</u>      |

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There are no derivative financial instruments as at the date of issue of this report.

**B11. Realised and Unrealised Profits Disclosure**

The breakdown of the retained profits of the Group as at 31 December 2014, into realised and unrealised profits is prepared in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the context of disclosure pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants and the directive of Bursa Malaysia Securities Berhad.

|  | <b>As at<br/>31 Dec 2014<br/>RM'000</b> | <b>As at<br/>30 June 2014<br/>RM'000</b> |
|--|---|--|
| <b>Total retained profits of Bonia Corporation Berhad and its subsidiaries</b> |   |  |
| - Realised   | 199,914                                 | 280,364                                  |
| - Unrealised   | 722                                     | 1,453                                    |
| <br>Total share of retained profits from associated companies                  |   |  |
| - Realised   | (3)                                     | (2)                                      |
|  | <hr/> 200,633                           | <hr/> 281,815                            |
| <b>Less : Consolidation adjustments</b>  | <hr/> (36,933)                          | <hr/> (35,545)                           |
| <br><b>Total Group retained profits</b>  | <hr/> <hr/> 163,700                     | <hr/> <hr/> 246,270                      |





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**B12. (A) Material Litigation**

**Apex Marble Sdn Bhd and Mcore Sdn Bhd (collectively as “Plaintiff”) vs Leong Tat Yan (“Defendant”)**

Further to the announcement on the quarterly results (under Note B12) made on 22 November 2013, the civil suit filed in the High Court of Malaya at Kuala Lumpur against Mr Leong Tat Yan (“the Defendant”), by the 60% owned subsidiaries of the Company, Apex Marble Sdn Bhd and Mcore Sdn Bhd (“the Plaintiffs”), the Company filed a notice of appeal on 9 April 2013 against part of the decision of the High Court dated 27 March 2013 in connection with the service of cause papers on the Defendant. The Defendant also filed a notice of appeal against part of the decision of the High Court dated 27 March 2013 in connection with the jurisdiction and forum.

On the hearing date of 8 July 2013, the Court of Appeal allowed the Defendant’s appeal with costs of RM10,000 and the Plaintiffs’ appeal was accordingly be struck out with no order as to costs.

After discussing with their legal advisers, the Plaintiffs (also referred to as “Applicants”) had on 7 August 2013, filed a Notice of Motion in the Federal Court for the following orders:-

- (i) the Applicants be granted leave to appeal to the Federal Court against the whole of the decision of the Court of Appeal given on the 8 July 2013 in Civil Appeal No. W-02(IM)(NCVC)-797-04/2013 pursuant to Sections 96 and 97 of the Courts of Judicature Act, 1964 read with Rules 55, 107 and/or 108 of the Federal Court Rules, 1995 and/or the inherent jurisdiction of the Federal Court.
- (ii) in the event that leave to appeal is granted by the Federal Court, the Applicants be granted leave to file and serve a Notice of Appeal to the Federal Court within 7 days from the date of the order pursuant to Rule 108 of the Federal Court Rules, 1995.
- (iii) the costs of the application filed by the Applicants be costs in the cause.
- (iv) such further or other relief of the Federal Court may deem fit.

The Applicants had filed to the Court the Notice of Appeal on 4<sup>th</sup> February 2015.

As the application for leave hearing has yet to be heard, the legal advisors are unable to express their opinion as to the quantum of damages receivable.



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**B12. (B) Trade Mark Dispute**

**Litigation in the People's Republic of China against "Bull Device and AUCHAMO" trade mark application owned by Wise Luck International Ltd.**

The Company's 70%-owned subsidiary and brand representative of the Braun Büffel brand in the Asia Pacific region, Jeco Pte Ltd ("Jeco"), has been engaged in court proceedings in the People's Republic of China ("PRC") for matter pertaining to PRC



Trade Mark No. 1992120 for " 沃奇玛 " ("Bull Device Mark"). The Bull Device Mark is owned by Wise Luck International Ltd T/A Dat Sun Trading Co ("Wise Luck"). The litigation arose out of trade mark cancellation proceedings which commenced in 2008 when Jeco lodged a cancellation action against the registration of the Bull Device Mark with the Trademark Review and Adjudication Board (China) ("TRAB").

After the TRAB decision was issued (in Jeco's favour) in 2010, Wise Luck filed an appeal to the Beijing 1<sup>st</sup> Intermediate Court and succeeded in the appeal. The appeal outcome was upheld by the Beijing Higher Court in 2012.

Jeco has applied for re-trial of the matter and the proceedings are currently pending in the PRC Supreme Court.

No damages will have to be paid by either party to the other regardless of the outcome of the re-trial at the PRC Supreme Court. To date, Jeco has expended SGD187,000 in legal costs in relation to the litigation, and has further budgeted another SGD575,000 for the financial year as legal costs to be incurred for the re-trial.

Save and except of the abovementioned litigation, there is no other material litigation filed by the Company at the date of this report.

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No interim dividend has been declared for the current quarter under review.

**B14. Earnings Per Share**

The basic earnings per ordinary share is calculated by dividing the Group's profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period.

**Profit for the period (basic)**

|   | Current<br>year quarter<br>31 Dec<br>2014<br>RM'000 | Preceding<br>year quarter<br>31 Dec<br>2013<br>RM'000 | Current<br>year to-date<br>31 Dec<br>2014<br>RM'000 | Preceding<br>year period<br>31 Dec<br>2013<br>RM'000 |
|---|---|---|---|--|
| Profit attributable to equity holders of the parent | 13,855  | 19,002  | 26,813  | 33,223   |

**Number of ordinary shares (basic)**

|  | Current<br>year quarter<br>31 Dec<br>2014<br>'000 | Preceding<br>year quarter<br>31 Dec<br>2013<br>'000 | Current<br>year to-date<br>31 Dec<br>2014<br>'000 | Preceding<br>year period<br>31 Dec<br>2013<br>'000 |
|--|---|---|---|--|
| Weighted average number of ordinary shares | 806,287   | 806,287   | 806,287   | 806,287  |

By Order of the Board,  
**BONIA CORPORATION BERHAD**

**CHONG CHIN LOOK**  
Group Finance Director  
Kuala Lumpur  
25 February 2015