

## APPENDIX I

### THE COMPANY'S ORIGINAL COST OF INVESTMENT IN DFZ AND THE DATE OF SUCH INVESTMENT

The Company's original cost of investment in DFZ was RM743.67 million and the date of such investment was 7 January 2011.

### SHARE CAPITAL OF DFZ

The authorised and issued and paid-up share capital of DFZ as at the date of this announcement are as follows:

Type	No. of DFZ shares	Par value (RM)	Amount (RM)
Authorised share capital:			
- Ordinary shares	900,000,000	1.00	900,000,000
- Preference shares	1,000,000,000	0.10	100,000,000
Issued and paid-up capital:			
- Ordinary shares	209,963,829	1.00	209,963,829
- Preference shares	-	0.10	-

### DIRECTORS OF DFZ

The directors of DFZ as at the date of this announcement are Dato' Mohamed Suhaimi Bin Sulaiman, Tuan Haji Mohd Kamarudin Bin Haron and Ong Bok Siong.

### SUBSTANTIAL SHAREHOLDERS OF DFZ

As at the date of this announcement, the substantial shareholders of DFZ and their respective shareholdings (direct and indirect) are as follows:

Name	Direct		Indirect	
	No. of DFZ Shares	%	No. of DFZ Shares	%
The Company	209,963,829	100.00	-	-
Atlan Holdings Bhd ("AHB")			209,963,829 <sup>(1)</sup>	100.00
Alpretz Capital Sdn Bhd ("ACSB")	-	-	209,963,829 <sup>(2)</sup>	100.00
Distinct Continent Sdn Bhd ("DCSB")	-	-	209,963,829 <sup>(3)</sup>	100.00
Dato' Sri Adam Sani Bin Abdullah	-	-	209,963,829 <sup>(4)</sup>	100.00
Sebastian Paul Lim Chin Foo	-	-	209,963,829 <sup>(4)</sup>	100.00
Berjaya Corporation Berhad	-	-	209,963,829 <sup>(5)</sup>	100.00
Tan Sri Dato' Seri Vincent Tan Chee Yiuun	-	-	209,963,829 <sup>(6)</sup>	100.00

#### Notes:

- (1) Deemed interested through the Company pursuant to Section 6A of the Companies Act, 1965, of Malaysia ("Act").
- (2) Deemed interested through AHB pursuant to Section 6A of the Act.
- (3) Deemed interested through AHB and by virtue of its interest in ACSB, a wholly-owned subsidiary of DCSB, pursuant to Section 6A of the Act.

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- (4) Deemed interested through ACSB and DCSB pursuant to Section 6A of the Act.
- (5) Deemed interested through AHB and by virtue of its interest in Inter-Pacific Capital Sdn Bhd and Berjaya Philippines Inc, pursuant to Section 6A of the Act.
- (6) Deemed interested by virtue of its interest in Berjaya Corporation Berhad and its related corporations, pursuant to Section 6A of the Act.

### SELECTED FINANCIAL INFORMATION OF THE DFZ GROUP

The historical financial performance of the DFZ Group for the past three financial years up to the financial year ended (“FY”) 28 February 2015 together with the commentaries thereon are set out below:

Details	Audited for the financial year ended 28 February		
	2013 (RM'000)	2014 (RM'000)	2015 (RM'000)
Revenue	539,190	568,626	559,520
Profit before taxation	96,312	167,425	73,710
Profit after taxation attributable to owners of the company	77,317	144,987	54,388
No. of shares	209,964	209,964	209,964
Earnings per share (sen)	36.82	69.05	25.90
Net Assets	231,441	203,621	156,649
Net Assets per share (RM)	1.10	0.97	0.75
Total borrowings	65,467	47,169	44,839
Gearing (times)	0.28	0.23	0.29

The commentary on the historical financial performance of the DFZ Group is as follows:

#### FY2015 as compared to FY2014

The DFZ Group's revenue for FY2015 decreased by RM9.11 million or 1.60% compared to FY2014. The decline in revenue was mainly due to change of sales mix, lower demands for certain products and also the closure of the retail outlet at the Low Cost Carrier Terminal in May 2014. Profit before taxation (“PBT”) declined by RM93.72 million or 55.97% mainly due to the one-off gain on disposal of investment in subsidiaries to the property arm of the Group pursuant to an internal reorganisation of the DFZ Group, of approximately RM90 million recorded in FY2014. The decrease in PBT for FY2015 was also due to with higher operating expenses such as rental expenses and employee benefits expenses.

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### **FY2014 as compared to FY2013**

The DFZ Group's revenue for FY2014 increased by RM29.44 million or 5.46% compared to FY2013. The increase in revenue was mainly due to increase in demand for certain products as a result of competitive pricing. Profit before taxation increased by RM71.11 million or 73.84%. This was due to one-off item arising from gain on disposal of investment in subsidiaries to the property arm of the Group pursuant to an internal reorganisation of the DFZ Group, of approximately RM90 million recorded in FY2014.