#  KARYON INDUSTRIES BERHAD (“KIB”)

(Company No: 612797-T)

(Incorporated in Malaysia)

# UNAUDITED QUARTERLY REPORT FOR THE 4TH QUARTER ENDED 31 DECEMBER 2014

Explanatory notes to the Interim Financial Statements

## Accounting Policies and Basis of Preparation

This interim financial statements has been prepared in accordance with Malaysian Financial Reporting Standards (“MFRS”) 134: Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2013.

1. **Significant Accounting Policies**

The significant accounting policies adopted by KIB and its subsidiaries (“Group”) in this interim financial statements are consistent with those adopted in the financial statements for the financial year ended 31 December 2013 except for the newly-issued Malaysian Accounting Standards Board approved accounting framework - MFRS and IC Interpretations to be applied by all Entities Other Than Private Entities for the financial period beginning on 1 January 2014, which are as follows:

|  |  |
| --- | --- |
| Amendments to MFRS 10, MFRS 12 and MFRS 127 | Investment Entities  |
| Amendments to MFRS 132 | Offsetting Financial Assets and Financial Liabilities  |
| Amendments to MFRS 136 | Recoverable Amount- Disclosure for Non-Financial Assets  |
| Amendments to MFRS 139 | Novation of Derivatives and Continuation of Hedge Accounting |
| IC Interpretation 21 | Levies |

The adoption of the abovementioned MFRS, Amendments to MFRS and Interpretations will have no material impact on the financial statements of the Group upon their initial application.

At the date of authorisation of these interim financial statements, the following MFRS and Amendments to MFRSs were issued but not yet effective and have not been applied by the Group:

|  |  |
| --- | --- |
| **MFRSs and Amendments to FRSs issued but not yet effective** | **Effective for annual periods beginning on or after** |
| 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 |
| MFRS 14 | Regulatory Deferral Accounts | 1 January 2016 |
| MFRS 101 | Disclosure Initiative  | 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 127 | Equity Method in Separate Financial Statements | 1 January 2016 |
| Amendments to MFRS 10 and MFRS 128 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture | 1 January 2016 |

1. **Significant Accounting Policies (cont’d)**

|  |  |  |
| --- | --- | --- |
| Amendments to MFRS 10, MFRS12 and MFRS 128 | Investment Entities: Applying the Consolidation Exception | 1 January 2016 |
| Amendments to MFRSs Annual Improvements to MFRSs 2012-2014 Cycle | 1 January 2016 |
| MFRS 15 | Revenue from Contracts with Customers | 1 January 2017 |
| MFRS 9 | Financial Instruments  | 1 January 2018 |

**3. Audit Report of the Preceding Audited Financial Statements**

The auditors’ report of the preceding annual financial statements of the Group was not subject to any qualification.

**4. Seasonal or Cyclical Factors**

There were no seasonal or cyclical factors affecting the results of the Group for the current financial quarter under review.

**5. Unusual Items**

There were no items or events that arose, which is unusual because of its nature, size, or incidence that has affected the assets, liabilities, equity, net income or cash flows of the Group for the current financial quarter under review.

**6. Material Changes in Estimates**

There were no material changes in estimates of amounts reported in prior financial years that have material effect on the current financial year under review.

**7. Changes in Debts and Equity Securities**

For the current financial quarter under review, a total of 95,142,651 new ordinary shares of RM0.10 each were issued pursuant to a bonus issue exercise, which was completed on 25 November 2014.

For the cumulative financial year-to-date, a total of 196,200 ordinary shares of RM0.10 each in KIB were issued under the Company’s employees’ share option scheme, which has expired on 22 August 2014 (“ESOS”) as well as 95,142,651 ordinary shares of RM0.10 each in KIB issued under the bonus issue exercise as mentioned above.

**8. Dividends Declared/Paid**

|  |
| --- |
|  |

The dividends declared/paid during the current financial quarter and cumulative financial year-to-date are as follows:

|  |  |
| --- | --- |
|  | **Company** |
| **2014** | **2013** |
|  | **Gross dividend per share****sen** | **Amount of dividend****RM** | **Gross dividend per share****sen** | **Amount of dividend****RM** |
| **In respect of the financial year ended 31 December 2014**Interim single tier dividend, paid on 23 December 2014  | 0.40 | 1,902,853 | **-** | **-** |
| **In respect of the financial year ended 31 December 2013**Final single tier dividend, paid on 18 July 2014 | 0.60 | 2,282,702 | **-** | **-** |
| **In respect of the financial year ended 31 December 2013**Interim tax exempt dividend, paid on 28 October 2013 | **-** | **-** | 0.50 | 1,901,872 |
| **In respect of the financial year ended 31 December 2012**Final single tier dividend, paid on 19 July 2013 | **-** | **-** | 0.40 | 1,521,495 |

1. **Segmental Reporting**

The segmental result of the Group for the current financial quarter under review is set out below:

**3 months ended 31 December 2014**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Investment Holding | Manufacturing of Polymeric Product | Manufacturing of Oleochemical Product | Total |
|  | RM’000 | RM’000 | RM’000 | RM’000 |
| **REVENUE** |   |  |  |  |
| Sales (Gross) | 524 |  33,392 | 2,398 | 36,314 |
| Inter-segment sales | (506) | (2,239) | (23) | (2,768) |
| External | 18 | 31,153 | 2,375 | 33,546 |
|  |  |  |  |  |
| **RESULT** |  |  |  |  |
| Segment result | (484) | 2,303 | (24) | 1,795 |
| Finance costs  | - | (7) | - | (7) |
| Share of loss of a joint venture | (90) | - | - | (90) |
| (Loss)/Profit before tax  | (574) | 2,296 | (24) | 1,698 |
| Taxation | (58) | (561) | 137 |  (482) |
| (Loss)/Profit after tax | (632) | 1,735 | 113 | 1,216 |
|  |  |  |  |  |
| **Consolidated Statement of Financial Position** |  |  |  |  |
| Segment assets | 8,238 | 74,083 | 9,974 | 92,295 |
| Segment liabilities | 802 | 13,194 | 1,077 | 15,073 |

**3 months ended 31 December 2013**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Investment Holding | Manufacturing of Polymeric Product | Manufacturing of Oleochemical Product | Total |
|  | RM’000 | RM’000 | RM’000 | RM’000 |
| **REVENUE** |  |  |  |  |
| Sales (Gross) | 626 | 31,434 | 1,952 | 34,012 |
| Inter-segment sales | (608) | (2,534) | (4) | (3,146) |
| External | 18 | 28,900 | 1,948 | 30,866 |
|  |  |  |  |  |
| **RESULT** |  |  |  |  |
| Segment result | (585) | 3,608 | (245) | 2,778 |
| Finance costs  | (1) | (36) | (3) | (40) |
| Share of profit of a joint venture | 202 | - | - | 202 |
| (Loss)/Profit before tax  | (384) | 3,572 | (248) | 2,940 |
| Taxation | (87) | (640) | 76 | (651) |
| (Loss)/Profit after tax | (471) | 2,932 | (172) | 2,289 |
|  |  |  |  |  |
| **Consolidated Statement of Financial Position** |  |  |  |  |
| Segment assets | 11,510 | 70,870 | 9,159 | 91,539 |
| Segment liabilities | 570 | 12,504 | 769 | 13,843 |
|  |  |  |  |  |
|  |  |  |  |  |

1. **Segmental Reporting (cont’d)**

The segmental result of the Group for the cumulative financial quarters under review is set out below:

**12 months ended 31 December 2014**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Investment Holding | Manufacturing of Polymeric Product | Manufacturing of Oleochemical Product | Total |
|  | RM’000 | RM’000 | RM’000 | RM’000 |
| **REVENUE** |   |  |  |  |
| Sales (Gross) | 8,066 | 131,301 | 9,861 | 149,228 |
| Inter-segment sales | (7,983) | (9,231) | (41) | (17,255) |
| External | 83 | 122,070 | 9,820 | 131,973 |
|  |  |  |  |  |
| **RESULT** |  |  |  |  |
| Segment result | (2,972) | 9,151 | (419) | 5,760 |
| Finance costs  | - | (18) | - | (18) |
| Share of loss of a joint venture | (178) | - | - | (178) |
| (Loss)/Profit before tax  | (3,150) | 9,133 | (419) | 5,564 |
| Taxation | (557) | (1,573) | 134 | (1,996) |
| (Loss)/Profit after tax | (3,707) | 7,560 | (285) | 3,568 |
|  |  |  |  |  |
| **Consolidated Statement of Financial Position** |  |  |  |  |
| Segment assets | 8,238 | 74,083 | 9,974 | 92,295 |
| Segment liabilities | 802 | 13,194 | 1,077 | 15,073 |

**12 months ended 31 December 2013**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Investment Holding | Manufacturing of Polymeric Product | Manufacturing of Oleochemical Product | Total |
|  | RM’000 | RM’000 | RM’000 | RM’000 |
| **REVENUE** |  |  |  |  |
| Sales (Gross) | 5,759 | 127,688 | 13,037 | 146,484 |
| Inter-segment sales | (5,699) | (10,154) | (4) | (15,857) |
| External | 60 | 117,534 | 13,033 | 130,627 |
|  |  |  |  |  |
| **RESULT** |  |  |  |  |
| Segment result | (1,804) | 13,107 | 389 | 11,692 |
| Finance costs  | (1) | (126) | (20) | (147) |
| Share of profit of a joint venture | 434 | - | - | 434 |
| (Loss)/Profit before tax  | (1,371) | 12,981 | 369 | 11,979 |
| Taxation | (379) | (2,681) | (19) | (3,079) |
| (Loss)/Profit after tax | (1,750) | 10,300 | 350 | 8,900 |
|  |  |  |  |  |
| **Consolidated Statement of Financial Position** |  |  |  |  |
| Segment assets | 11,510 | 70,870 | 9,159 | 91,539 |
| Segment liabilities | 570 | 12,504 | 769 | 13,843 |
|  |  |  |  |  |
|  |  |  |  |  |

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

The Group’s property, plant and equipment is carried at cost and have been brought forward without amendment from the latest audited annual financial statements.

**11. Material Events Subsequent to the End of the Current Financial Quarter**

There were no material events that have occurred from 1 January 2015 to the date of announcement.

## 12. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current financial quarter under review.

**13. Contingent Liabilities and Contingent Assets**

1. **Contingent liabilities**

The amounts of contingent liabilities as at 31 December 2014 are as follows:

|  |  |
| --- | --- |
|  | RM |
| Guarantees to banks for trade facilities granted | 26,050,000 |
| Guarantees to suppliers  |  3,000,000 |

**(b) Contingent assets**

There were no contingent assets as at the end of current financial quarter under review.

**14. Capital Commitment**

Capital commitment as at 31 December 2014 is as follows:

|  |  |
| --- | --- |
| Property, plant and equipment: | RM |
| Approved and contracted for | 909,313 |

**15. Performance Review**

 **Current Financial Quarter as compared with Previous Year Corresponding Quarter**

|  |  |  |
| --- | --- | --- |
|  | **3 Months Ended** | **Variance** |
|  | **31.12.2014** | **31.12.2013** | **Amount** | **%** |
|  | **RM’000** | **RM’000** | **RM’000** |
| Revenue | 33,546 | 30,866 | 2,680 | 8.68 |
| Profit before tax  | 1,698 | 2,940 | (1,242) | (42.24) |

For the quarter ended 31 December 2014, the Group recorded revenue of RM33.546 million, an increase of RM2.680 million or 8.68% as compared to revenue of RM30.866 million recorded for the corresponding quarter ended 31 December 2013. The slight increase in revenue was due mainly to the increase in sales volume of polymeric products.

Notwithstanding the increase in revenue, the Group’s profit before tax for the quarter ended 31 December 2014 had decreased to RM1.698 million or 42.24% as compared to the profit before tax of RM2.940 million recorded in the preceding financial year corresponding period. This was due mainly to the increase in cost of materials for polymeric division and share of loss of a joint venture for the current financial quarter. Further, the profit before tax for the preceding year corresponding quarter was higher due to the recognition of gain on disposal of property, plant and equipment and share of profit of a joint venture in respect of the preceding year corresponding quarter.

Performance of the respective operating business segments for the current financial quarter as compared to the previous year corresponding quarter is analysed as follows:

Polymeric division

The revenue of polymeric division had increased by RM2.253 million which was due mainly to the increase in sales volume of polymeric products by 560 metric tonnes with a slight increase in average selling price of polymeric products. However, the profit before tax had decreased to RM2.296 million as compared to RM3.572 million recorded in the preceding financial year corresponding quarter. This was due mainly to the increase in cost of materials. The profit before tax for the preceding year corresponding quarter was higher due to the recognition of gain on disposal of property, plant and equipment in the preceding year corresponding quarter.

Oleochemical division

The revenue of oleochemical division had increased by RM0.427 million and the loss before tax had decreased by RM0.224 million respectively due mainly to the increase in sales volume of oleochemical products by 91 metric tonnes with a slight increase in average selling price of oleochemical products..

Investment holding

The loss before tax had increased by RM0.190 million due mainly to share of loss of a joint venture for the current financial quarter as compared to the share of profit of a joint venture recognised for the preceding year corresponding quarter.

**15. Performance Review (cont’d)**

 **Current Financial Period compared with Previous Year Corresponding Period**

|  |  |  |
| --- | --- | --- |
|  | **12 Months Ended** | **Variance** |
|  | **31.12.2014** | **31.12.2013** | **Amount** | **%** |
|  | **RM’000** | **RM’000** | **RM’000** |
| Revenue | 131,973 | 130,627 | 1,346 | 1.03 |
| Profit before tax  | 5,564 | 11,979 | (6,415) | (53.55) |

The Group’s revenue for the cumulative financial quarter ended 31 December 2014 has shown an increase of 1.03% from RM130.627 million to RM131.973 million as compared to the corresponding period in the preceding financial year. The increase in the Group’s revenue of RM1.346 million was attributed mainly to higher sales volume generated by polymeric division.

Notwithstanding the increase in revenue, the Group’s profit before tax had decreased by RM6.415 million, from RM11.979 million for the year ended 31 December 2013 to RM5.564 million during the current financial year. This was due mainly to increase in cost of materials for polymeric division, one-off expenses incurred for the transfer listing exercise and share of loss of a joint venture for the current financial year. Further, the profit before tax for the preceding financial year was higher due to the recognition of gain on disposal of property, plant and equipment in the preceding financial year and share of profit of a joint venture in respect of the preceding financial year.

Performance of the respective operating business segments for the current financial period as compared to the previous year corresponding period is analysed as follows:

Polymeric division

Sales performance of the polymeric division has improved by RM4.536 million, from RM117.534 million to RM122.070 million. This was due mainly to increase in sales volume of polymeric products by 806 metric tonnes. However, the profit before tax had decreased by RM3.848 million due mainly to the increase in cost of materials. The profit before tax for the preceding financial year was higher due to the recognition of gain on disposal of property, plant and equipment in the preceding financial year.

Oleochemical division

The revenue of oleochemical division had decreased by RM3.213 million, from RM13.033 million to RM9.820 million. This was due mainly to the reduction in sales volume of oleochemical products by 1,138 metric tonnes despite an increase in average selling price by 14.54% as a result of intense market competition. Similarly, the loss before tax had also increased by RM0.788 million due mainly to the reduction in revenue.

Investment holding

The loss before tax had increased by RM1.779 million due mainly to one-off expenses incurred for the transfer listing exercise and share of loss of a joint venture in the current financial year as compared to the share of profit of a joint venture recognised for the preceding financial year.

 **16. Material Changes in Profit Before Tax as Compared with the Immediate Preceding Quarter**

|  |  |  |
| --- | --- | --- |
|  | **3 Months Ended** | **Deviation** |
|  | **31.12.2014** | **30.09.2014** | **Amount** | **%** |
|  | **RM’000** | **RM’000** | **RM’000** |
| Revenue | 33,546 | 32,880 | 666 | 2.03 |
| Profit before tax  | 1,698 | 1,450 | 248 | 17.10 |

The Group’s revenue recorded a slight increase of RM0.666 million or 2.03% from RM32.880 million to RM33.546 million. Similarly, the Group’s profit before tax had also increased by RM0.248 million or 17.10% from RM1.450 million to RM1.698 million for the final quarter ended 31 December 2014.

The increase in revenue and profit before tax was due mainly to the higher sales volume generated by polymeric and oleochemical division.

## 17. Future Prospects

The financial performance of the Group for the financial year 2015 shall remain profitable.

The Board plans to increase the revenue/profit of the Group by:

1. increasing the production capacity;
2. increasing export sales to existing and potential customers by penetrating new territories; and
3. continuing new and higher value product development for both polymeric and oleochemical products.

## 18. Variance of Profit Forecast and Shortfall in Profit Guarantee

The Group has not issued any profit forecast or profit guarantee for the current financial quarter under review.

## 19. Tax Expense

 The tax expense charged for the current financial quarter under review and financial year-to-date includes the followings:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | **Current Quarter****31.12.2014** |  | **Financial Year-To-Date** **31.12.2014** |
|  |  | **RM’000** |  | **RM’000** |
|  |  |  |  |  |
|  | Estimated current tax expense | 465 |  | 2,005 |
|  | Over provision of tax in prior yearDeferred tax liabilities | - 17 |  |  (26) 17 |
|  |  | 482 |  | 1,996 |
|  |  |  |  |  |

## The Group’s effective tax rate was higher than the statutory tax rate of 25% due mainly to certain expenses are not deductible for tax purposes.

**20. Status of Corporate Proposal**

|  |  |  |
| --- | --- | --- |
| **Date of announcement** | **Subject** | **Status** |
| 2 October 2014 | Proposed bonus issue of 95,142,651 new ordinary shares of RM0.10 each in KIB (“KIB Share(s)”) (“Bonus Share(s)”) to be credited as fully paid-up, on the basis of one (1) Bonus Share for every four (4) existing KIB Shares held (“Proposed Bonus Issue”). | * The resolution as set out in the notice of extraordinary general meeting (“EGM”) dated 27 October 2014 on the Proposed Bonus Issue was duly passed at the EGM held on 11 November 2014.
* The book closure date for the Proposed Bonus Issue has been fixed on 27 November 2014 via the announcement dated 12 November 2014.
* The Proposed Bonus Issue has been completed on 28 November 2014 following the listing of and quotation for 95,142,651 new KIB Shares on the Main Market of Bursa Securities on the same date.
 |

**21. Group Borrowings and Debt Securities**

 The Group’s borrowings, which are all denominated in Ringgit Malaysia, as at 31 December 2014 are shown below:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **As at 31.12.2014****RM’000** |  | **As at 31.12.2013****RM’000** |  |
| **Long Term Borrowing - secured** |  |  |  |  |
| Term loan | - |  | 89 |  |
|  | - |  | **89** |  |
| **Short Term Borrowing – secured** Banker acceptance | 614 |  | - |  |
| Term loan | 89 |  | 272 |  |
|  | **703** |  | **272** |  |
|  |  |  |   |  |
| **Total** | **703** |  | **361** |  |

**22. Realised and Unrealised Profits or Losses**

|  |  |  |
| --- | --- | --- |
|  | **Current quarter ended 31.12.2014** | **Preceding quarter ended 30.09.2014** |
|  | **RM’000** | **RM’000** |
| Total retained earnings of KIB and its subsidiaries: |  |  |
| * + Realised
 | 29,578 | 30,158 |
| * + Unrealised
 | (1,628) | (1,611) |
|  | 27,950 | 28,547 |
| Total share of retained earnings from a joint venture: |
| * + Realised
 |  847 | 937 |
| Total Group retained earnings  | **28,797** | **29,484** |

**23. Material Litigation**

There was no material litigation for the Group as at the date of this announcement.

**24. Dividend Payable**

A single tier interim dividend of 4.00% or RM0.004 per ordinary share of RM0.10 each in respect of the financial year ended 31 December 2014 was declared on 12 November 2014 and paid on 23 December 2014.

The total dividend paid in respect of the financial year ended 31 December 2014 was 4.00% or RM1,902,853 (31.12.2013: 11% or RM4,184,574).

**25. Notes to the Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income**

Profit before tax is arrived at after charging/(crediting) the following items:

|  |  |  |
| --- | --- | --- |
|  | **4th Quarter Ended** | **12 Months Ended** |
|  | **31.12.2014** | **31.12.2013** | **31.12.2014** | **31.12.2013** |
|  | **RM’000** | **RM’000** | **RM’000** | **RM’000** |
| Amortisation of prepaid lease payments for land | 1 | 2 | 6 | 7 |
| Bad debts written off | 49 | 2 | 229 | 55 |
| Depreciation on property, plant and equipment | 222 | 212 | 862 | 801 |
| Net foreign exchange gain | (35) | (59) | (132) | (139) |
| Gain on disposal of property, plant and equipment | - | (685) | - | (642) |
| Interest income | (123) | (197) | (398) | (394) |
| Interest expenses | 7 | 6 | 18 | 30 |
| Property, plant and equipment written off | 8 | - | 8 | 17 |
| Gain on disposal of an associate previously written off | - | - | - | (300) |

Save as disclosed above, the other items required under Section 16, Part A of Appendix 9B of the Main Market Listing Requirements of Bursa Securities are not applicable.

**26. Earnings Per Share (“EPS”)**

 **Basic**

The calculation of the basic EPS is based on the net profit for the current financial quarter and the twelve (12) months financial period, divided by the weighted average number of ordinary shares of RM0.10 each in issue during the current financial quarter and the twelve (12) months financial period.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | **4th Quarter Ended** |  | **12 Months Ended** |
|  |  | **31.12.2014** | **31.12.2013** |  | **31.12.2014** | **31.12.2013** |
| Net profit for the period attributable to owners of the parent (RM’000) |  | 1,216 | 2,289 |  | 3,568 | 8,900 |
|  |  |  |  |  |  |  |
| Weighted average number of ordinary shares in issue (’000) |  | 416,654 | 380,374 |  | 389,610 | 380,374 |
|  |  |  |  |  |  |  |
| Basic EPS (sen) |  | 0.29 | 0.60 |  | 0.92 | 2.34 |

 **Diluted**

The calculation of the diluted EPS is based on the net profit for the current financial quarter and the twelve (12) months financial period, divided by the adjusted weighted average number of ordinary shares of RM0.10 each in issue under the exercise of share options granted under the ESOS exercise.

The EPS was not diluted for the current financial quarter and the twelve (12) months financial period as the ESOS had been fully exercised prior to the expiry of the ESOS on 22 August 2014.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | **4th Quarter Ended** |  | **12 Months Ended** |
|  |  | **31.12.2014** | **31.12.2013** |  | **31.12.2014** | **31.12.2013** |
| Weighted average number of ordinary shares in issue (’000) |  | 416,654 | 380,374 |  | 389,610 | 380,374 |
|  |  |  |  |  |  |  |
| Effect of ESOS (’000) |  | - | 690 |  | - | 690 |
|  |  |  |  |  |  |  |
| Adjusted weighted average number of ordinary shares in issue and issuable (’000)  |  | 416,654 | 381,064 |  | 389,610 | 381,064 |
|  |  |  |  |  |  |  |
| Diluted EPS (sen) |  | 0.29 | 0.60 |  | 0.92 | 2.34 |