

**NEXGRAM HOLDINGS BERHAD**

(Company No. 660055-H)

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT  
FOR THE FOURTH QUARTER ENDED 30 APRIL 2015**

**NEXGRAM HOLDINGS BERHAD**

Company No. 660055-H  
(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER  
ENDED 30 APRIL 2015**

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)**

	NOTE	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		CURRENT YEAR QUARTER 30 APRIL 2015 RM	PRECEDING YEAR CORRESPONDING QUARTER 30 APRIL 2014 RM	CURRENT YEAR TO-DATE 30 APRIL 2015 RM	PRECEDING YEAR CORRESPONDING PERIOD 30 APRIL 2014 RM
<b>Revenue</b>		<b>19,344,354</b>	<b>22,176,522</b>	<b>135,339,794</b>	<b>102,072,180</b>
Operating expenses		(10,750,245)	(8,027,238)	(108,000,784)	(74,774,172)
<b>Profit from operations</b>		<b>8,594,109</b>	<b>14,149,284</b>	<b>27,339,010</b>	<b>27,298,008</b>
Depreciation and amortisation		(2,699,170)	(2,016,479)	(10,078,060)	(8,372,829)
Share of profit/(loss) associate		193,697	(372,789)	99,817	(722,229)
Finance costs		(973,624)	(1,462,003)	(4,533,806)	(2,848,843)
Interest income		92,066	77,042	324,477	96,505
<b>Profit before taxation</b>		<b>5,207,077</b>	<b>10,375,056</b>	<b>13,151,438</b>	<b>15,450,612</b>
Taxation	B4	(4,170,622)	(1,286,001)	(4,173,777)	(1,291,286)
<b>Profit for the period</b>		<b>1,036,455</b>	<b>9,089,055</b>	<b>8,977,661</b>	<b>14,159,326</b>
<b>Other comprehensive profit/(loss), net of tax</b>					
Foreign currency translation		(895,354)	(1,217,947)	433,394	(1,579,482)
Available-for-sale financial assets - current year gain		(312,738)	312,738	(312,738)	312,738
		<b>(1,208,092)</b>	<b>(905,209)</b>	<b>120,656</b>	<b>(1,266,744)</b>
<b>Total comprehensive income for the period, net of tax</b>		<b>(171,637)</b>	<b>8,183,846</b>	<b>9,098,317</b>	<b>12,892,582</b>
<b>Profit for the period attributable to:</b>					
Equity holders of the Company		2,079,648	9,187,627	6,977,401	14,277,955
Non-controlling interests		(1,043,193)	(98,572)	2,000,260	(118,629)
<b>Profit for the period</b>		<b>1,036,455</b>	<b>9,089,055</b>	<b>8,977,661</b>	<b>14,159,326</b>
<b>Total comprehensive income attributable to:</b>					
Equity holders of the Company		810,369	8,877,765	7,005,911	13,926,132
Non-controlling interests		(982,006)	(693,919)	2,092,406	(1,033,550)
<b>Total comprehensive income for the period</b>		<b>(171,637)</b>	<b>8,183,846</b>	<b>9,098,317</b>	<b>12,892,582</b>
Earnings per share attributable to equity holders of the Company:-					
- Basic (sen)	B13	0.14	0.97	0.48	1.88
- Diluted (sen)		0.09	0.64	0.31	1.32

(The Unaudited Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 30 April 2014 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 16)

**NEXGRAM HOLDINGS BERHAD**  
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**UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER  
ENDED 30 APRIL 2015**

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

	AT 30 APRIL 2015 (UNAUDITED) RM	AT 30 APRIL 2014 (AUDITED) RM
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	17,450,217	7,777,414
Land held for property development	19,526,589	19,217,214
Investment properties	79,400,000	79,400,000
Research and development expenditure	2,517,443	3,414,223
Intangible assets	32,796,292	21,553,347
Investment in quoted share	2,945,351	6,264,997
Investment in associate	547,460	-
Other investment	15,301,710	15,868,440
Goodwill on consolidation	10,019,264	-
Total non-current assets	<u>180,504,326</u>	<u>153,495,635</u>
<b>Current assets</b>		
Inventories	5,534,841	-
Pre-development cost	64,781,904	-
Trade and other receivables	81,770,472	47,033,458
Other investment	-	16,304,700
Amount due from associate company	1,049,168	534,144
Tax recoverable	23,265	10,968
Assets held for sale	-	2,690,302
Fixed deposits with a licensed bank	3,261,329	616,801
Cash and bank balances	31,141,508	84,528,051
Total current assets	<u>187,562,487</u>	<u>151,718,424</u>
<b>Total assets</b>	<u><u>368,066,813</u></u>	<u><u>305,214,059</u></u>
<b>EQUITY AND LIABILITIES</b>		
<b>EQUITY</b>		
<b>Equity attributable to owners of the parent:</b>		
Share capital	188,313,449	169,246,782
Share premium	5,720,000	-
Reserves	5,406,616	5,634,722
Retained earnings	53,635,702	46,658,301
	<u>253,075,767</u>	<u>221,539,805</u>
Non-controlling interests	6,557,600	(2,066,265)
<b>Total equity</b>	<u><u>259,633,367</u></u>	<u><u>219,473,540</u></u>
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Deferred tax	2,146,953	1,200,000
Finance lease payables	1,868,016	1,094,146
Term loans	61,480,143	60,534,562
Total non-current liabilities	<u>65,495,112</u>	<u>62,828,708</u>
<b>Current liabilities</b>		
Trade and other payables	32,248,746	16,073,967
Amount due to director	547,000	-
Government Service Tax	26,843	-
Finance lease payables	415,673	255,282
Term loans	5,201,653	3,974,379
Liabilities directly associate with assets held for sale	-	1,028,582
Bank overdraft	1,477,085	1,485,559
Tax payable	3,021,334	94,042
Total current liabilities	<u>42,938,334</u>	<u>22,911,811</u>
<b>Total liabilities</b>	<u><u>108,433,446</u></u>	<u><u>85,740,519</u></u>
<b>Total equity and liabilities</b>	<u><u>368,066,813</u></u>	<u><u>305,214,059</u></u>
<b>Net assets per share attributable to ordinary equity holders of the Company (sen)</b>	<u><u>13.44</u></u>	<u><u>13.09</u></u>

(The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 30 April 2014 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 16)

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(Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER  
ENDED 30 APRIL 2015

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)

	----- Attributable to owners of the parent ----->							Distributable	Total	Non-controlling interests	Total equity
	Non-Distributable										
	Share capital RM	Share premium RM	Warrants reserve RM	Fair value reserve RM	Capital reserve RM	Treasury share RM	Translation reserve RM	Retained earnings RM	RM	RM	RM
At 1 May 2014	169,246,782	-	6,281,395	312,738	-	-	(959,411)	46,658,301	221,539,805	(2,066,265)	219,473,540
Transaction with owners:											
- Issue of ordinary shares	19,066,667	5,720,000	-	-	-	-	-	-	24,786,667	-	24,786,667
- Share buy back	-	-	-	-	-	(83,500)	-	-	(83,500)	-	(83,500)
Total transactions with owners	19,066,667	5,720,000	-	-	-	(83,500)	-	-	24,703,167	-	24,703,167
Foreign currency translation	-	-	-	-	-	-	168,132	-	168,132	125,287	293,419
Reversal of fair value loss	-	-	-	(312,738)	-	-	-	-	(312,738)	-	(312,738)
Acquisition of subsidiary	-	-	-	-	-	-	-	-	-	6,498,318	6,498,318
Profit for the financial period	-	-	-	-	-	-	-	6,977,401	6,977,401	2,000,260	8,977,661
Total comprehensive income for the financial period	-	-	-	(312,738)	-	-	168,132	6,977,401	6,832,795	8,623,865	15,456,660
At 30 April 2015	<u>188,313,449</u>	<u>5,720,000</u>	<u>6,281,395</u>	<u>-</u>	<u>-</u>	<u>(83,500)</u>	<u>(791,279)</u>	<u>53,635,702</u>	<u>253,075,767</u>	<u>6,557,600</u>	<u>259,633,367</u>
At 1 May 2013	65,405,340	4,551,441	4,380,405	-	-	-	(294,850)	33,674,017	107,716,353	(1,032,715)	106,683,638
Transaction with owners:											
- Issue of ordinary shares	61,502,670	38,365,000	-	-	-	-	-	-	99,867,670	-	99,867,670
- Issue of warrants	-	(1,903,620)	1,903,620	-	-	-	-	-	-	-	-
- Conversion of warrants	27,150	5,130	(2,630)	-	-	-	-	-	29,650	-	29,650
- Bonus issue	42,311,622	(41,017,951)	-	-	-	-	-	(1,293,671)	-	-	-
Total transactions with owners	103,841,442	(4,551,441)	1,900,990	-	-	-	-	(1,293,671)	99,897,320	-	99,897,320
Foreign currency translation	-	-	-	-	-	-	(664,561)	-	(664,561)	(914,921)	(1,579,482)
Fair Value	-	-	-	312,738	-	-	-	-	312,738	-	312,738
Profit for the financial period	-	-	-	-	-	-	-	14,277,955	14,277,955	(118,629)	14,159,326
Total comprehensive income for the financial period	-	-	-	312,738	-	-	(664,561)	14,277,955	13,926,132	(1,033,550)	12,892,582
At 30 April 2014	<u>169,246,782</u>	<u>-</u>	<u>6,281,395</u>	<u>312,738</u>	<u>-</u>	<u>-</u>	<u>(959,411)</u>	<u>46,658,301</u>	<u>221,539,805</u>	<u>(2,066,265)</u>	<u>219,473,540</u>

(The Unaudited Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 30 April 2014 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 16)

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**UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER  
ENDED 30 APRIL 2015**

**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)**

	<b>CURRENT YEAR TO-DATE 30 APRIL 2015</b>	<b>CUMULATIVE QUARTER PRECEDING YEAR CORRESPONDING PERIOD 30 APRIL 2014</b>
	<b>RM</b>	<b>RM</b>
<b>Cash flows from operating activities</b>		
Profit before taxation	13,151,438	15,450,612
Adjustments for non-cash flow:		
Non-cash items	10,835,068	(2,822,677)
Finance costs	4,533,806	2,841,698
Interest income	(324,477)	(96,505)
Operating profit before working capital changes	<u>28,195,835</u>	<u>15,373,128</u>
Changes in working capital:		
Net changes in pre-development cost	(60,461,904)	-
Net change in current assets	(27,084,369)	16,331,773
Net change in current liabilities	8,332,161	2,470,661
Cash generated from operations	<u>(51,018,277)</u>	<u>34,175,562</u>
Interest paid	(4,533,806)	(2,841,698)
Income tax paid	(1,258,685)	(11,960)
<b>Net cash from operating activities</b>	<u>(56,810,768)</u>	<u>31,321,904</u>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(1,252,970)	(196,042)
Purchase of land held for property development	(309,375)	-
Proceeds from disposal of property, plant and equipment	-	4,405,703
Purchase of investment properties	-	(5,549,197)
Purchase of quoted investment	(295,851)	(10,312,738)
Purchase of unquoted investment	-	(32,173,140)
Purchase of intangible assets	(19,310,935)	-
Proceeds from disposal of intangible asset	1,169,013	-
Proceeds from disposal of unquoted investment	16,871,430	-
Proceeds from disposal of quoted investment	2,676,884	3,452,047
Proceed from disposal of a subsidiary - net of cash disposed	-	548,944
Asset held for sale - dispose	1,661,720	-
<b>Net cash used in investing activities</b>	<u>1,209,916</u>	<u>(39,824,423)</u>
<b>Cash flows from financing activities</b>		
Proceeds from issuance of shares	-	42,267,670
Issuance of share	(83,500)	-
Drawdown of finance lease payable	1,025,000	-
Repayment of finance lease payables	(334,394)	(175,385)
Drawdown of term loan	-	46,713,873
Conversion of warrant	-	29,650
Repayment of term loans	(3,818,429)	-
Interest received	324,477	96,505
<b>Net cash from financing activities</b>	<u>(2,886,846)</u>	<u>88,932,313</u>
<b>Net increase in cash and cash equivalents</b>	<u>(58,487,698)</u>	<u>80,429,794</u>
<b>Cash and cash equivalents at 1 May</b>	<u>84,110,197</u>	<u>3,523,248</u>
<b>Translation differences</b>	<u>4,041,924</u>	<u>157,155</u>
<b>Cash and cash equivalents at end of period</b>	<u><u>29,664,423</u></u>	<u><u>84,110,197</u></u>
<b>Cash and cash equivalents comprise of :-</b>		
Cash and bank balances	31,141,508	84,528,051
Bank overdraft	(1,477,085)	(1,485,559)
	<u>29,664,423</u>	<u>83,042,492</u>
Asset classified as held for sale	-	1,067,705
	<u>29,664,423</u>	<u>84,110,197</u>

(The Unaudited Condensed Consolidated Statements of Cash Flow should be read in conjunction with the audited financial statements for the financial year ended 30 April 2014 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 16)

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**UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH  
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**NOTES TO THE INTERIM FINANCIAL REPORT**

**A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134 INTERIM FINANCIAL REPORTING**

**A1. Basis of preparation**

The interim financial statements are unaudited and have been prepared in accordance with MFRS 134 “Interim Financial Reporting” and Rule 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial report should be read in conjunction with the latest audited financial statements of Nexgram Holdings Berhad (“Nexgram” or the “Company”) and its subsidiaries (“Group”) for the financial year ended 30 April 2014.

The accounting policies adopted by the Group in this interim financial statements are consistent with those of the audited financial statements for the financial year ended 30 April 2014.

**A2. Qualification of financial statements**

There was no audit qualification reported in the audited financial statements of the Group for the financial year ended 30 April 2014.

**A3. Seasonal or cyclical factors**

The results of the Group were not materially affected by any significant seasonal or cyclical factors during the current quarter under review.

**A4. Unusual items affecting assets, liabilities, equity, net income or cash flows**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group during the current quarter under review.

**A5. Material changes in estimates**

There were no changes in the nature and amount of estimates reported in prior financial years that have a material effect in the current quarter under review.

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**UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH  
QUARTER ENDED 30 APRIL 2015****A6. Debts and equity securities**

There were no issuance, repurchase, cancellation, resale, and repayment of debt and equity securities of the Company from the last financial year ended 30 April 2014 to current quarter under review except for the following:-

- (a) On 18 July 2014, the Company seek authority from its shareholders to undertake the Proposed Share Buy-Back to purchase and/or hold its own shares up to 10% of the issued and paid up capital of the Company, the proposal has been approved by shareholder on 30 July 2014.

**A7. Dividend paid**

There was no dividend paid during the current quarter under review.

**A8. Segmental information**

The segmental analysis of revenue and profit before taxation of the Group for the financial period ended 30 April 2015 is tabulated below:

<b>Segment</b>	<b>Malaysia RM</b>	<b>Other Countries RM</b>	<b>Property Investment RM</b>	<b>Elimination RM</b>	<b>Total RM</b>
<b>Revenue</b>	103,294,327	39,309,458	1,676,199	(8,940,190)	135,339,794
<b>Profit/(loss) before taxation</b>	12,784,137	3,744,663	(3,377,362)	-	13,151,438

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

The Group did not revalue any of its property, plant and equipment during the current quarter under review.

**A10. Valuation of investment properties**

The investment property was last valued on Tower 7, Avenue 3, The Horizon Phase 1, Bangsar South on 30 April 2015 with the same valuation as 30 April 2014.

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### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 30 APRIL 2015

#### A11. Material events subsequent to the end of the quarter

As at 30 June 2015, being the latest practicable date of this Report, there are no material events subsequent to the quarter ended 30 April 2015 except:

- a) On 5 September 2014, the Company had entered into two Memorandums of Understanding (“MOUs”) with MyAngkasa Bina Sdn Bhd for the following:
  - i. The proposed joint development of approximately 26.829 acres of land located at RKT. Sg. Merab II, Mukim of Dengkil, District of Sepang, State of Selangor which has been sub-divided into 116 vacant detached residential plots namely, Lot No. 24393 to 24392, 36336 to 36360, 42134 to 42158, 45818 to 45838 and 45841 to 45866; and
  - ii. The proposed joint development of a piece of land held under P58-H.S. (D) 28897, PT No. 42830, Mukim Dengkil, Daerah Sepang, Negeri Selangor Darul Ehsan measuring approximately 5.906 acres.
  - iii. On 22 December 2014, the Company Off Take Agreement cum Sales and Purchase Agreement entered into by MyAngkasa Bina Sdn Bhd for its purchase of the entire development project to be undertaken by Nexgram Land Sdn Bhd on a parcel of freehold land held by Nextnation Datacity Sdn Bhd measuring 5.906 acres in Cyberjaya for a total consideration of RM1,147,200,000.
  - iv. On 22 December 2014, Nexgram Land Sdn Bhd (NL) entered into a second Off Take Agreement cum Sales and Purchase Agreement with MyAngkasa Bina Sdn Bhd and Top Valley Properties Sdn Bhd (TVP) for the development project comprising a mixed property development in Putrajaya land for a total consideration of RM297,387,000.
  - v. On 5 February 2015, NL had entered into a Joint Venture Agreement with TVP to construct and develop of the agriculture land into a mixed property development which comprise of three (3) blocks of towers comprising a total of 669 units, whereby 659 units is designated to be service apartments with total net floor area of 656,900 square feet and 10 units of commercial/retail shops with total net floor area of 7,500 square feet.
  - vi. On 12 February 2015, Asdion Berhad (“Asdion”) had entered into a Joint Venture Agreement with TVP shall participate in the expected economic benefits of the development of the Selangor Project on a joint venture basis for a total cash consideration of RM6.0 million payable by Asdion to TVP.
  - vii. On 26 May 2015, NL had entered into two (2) Memorandums of Understanding (“MOUs”) with MCC Overseas in relation to the construction and development of the following projects to be undertaken by Nexgram Land:-



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### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 30 APRIL 2015

#### A11. Material events subsequent to the end of the quarter (cont'd)

- A mixed development which comprise Phase 1 – high rise office block and shop/retail outlets, Phase 2 - shop office/virtual office and Phase 3 – service suites to be used as hotel and/or such other commercial development commercial shops on a 5.906 acres of commercial land situated at P58 HS(D) 28897 PT No 42830 Mukim of Dengkil Daerah Sepang Negeri Selangor Darul Ehsan (“Cyberjaya Project”); and
- Three (3) blocks of towers comprising a total of 669 units, out of which 659 units are designated to be SOHO apartments and 10 units of commercial/retail shops in a 2.154 hectares of commercial land at PM 8688, Lot 104160 (*formerly known as H.S (M) 15921 PT 32378*), Mukim Dengkil, Kg Limau Manis, Daerah Sepang, Negeri Selangor (“Selangor Project”).

#### A12. Changes in composition of the Group

Other than as disclosed below, there were no changes in the composition of the Group during the financial year as at 30 April 2014.

##### a) Acquisition of approximately 70% equity interest in Sensorlink Holdings Sdn Bhd

On 30 April 2014, the Company has entered into Conditional Share Sale Agreement (“SSA”) and Profit Guarantee Agreement (“PGA”) to purchase 70% equity interest in the Sensorlink Holdings Sdn. Bhd. (“Sensorlink”) for a purchase consideration of RM28.6 million to be satisfied entirely via issuance of up to 190,666,667 new ordinary shares of RM0.10 each at an issue price of RM0.15 per share.

On 30 May 2014, the Company has entered into the Supplement SSA and PGA to vary the terms and conditions of the SSA and PGA respectively.

On 5 August 2014, shareholders of the Company unanimously passed all the resolutions pertaining to the proposed of acquisition obtained, the SSA has become unconditional.

The SSA has been completed on 3 September 2014 with the allotment and issuance of 190,666,667 new ordinary share at an issue price of RM0.15 as the consideration for the Acquisition.

##### b) Disposal of 99% equity interest in PT Elasitas Multi Kreasi (“PT EMK”)

On 30 June 2014, ETL had entered into a SSA to dispose it 99% equity interest, representing 4,600 ordinary shares of PT EMK to PT. Sinergi Inti Solusindo for a total consideration of IDR13 billion. This disposal is pending for completion.

On 12 August 2014, the SSA entered between PT EMK and PT. Sinergi Inti Solusindo is complete.

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#### **A12. Changes in composition of the Group (cont'd)**

##### **c) Acquisition of 70% equity interest in Top Symphony Sdn Bhd (“TSSB”)**

On 25 September 2014, the company wholly owned subsidiary, Nexgram Land Sdn Bhd had entered into a SSA with South Venture Holdings Limited, for the acquisition of 4,200,000 ordinary share of RM1 each in TSSB, representing 70% equity interest for a total consideration of RM24.8 million.

On 27 February 2015, as certain conditions precedent set forth in the SSA have not been fulfilled on the expiry of the Cut-Off Date, the SSA has now been lapsed and mutually terminated by the Parties.

##### **d) Acquisition of 100% equity interest in Kontrek Anugerah Sdn Bhd (“KASB”) and Intra Binaraya Sdn Bhd (“IBSB”)**

On 21 October 2014, the company wholly-owned subsidiary, Nexgram Land Sdn Bhd had acquired two (2) ordinary shares of RM1 each fully paid up in the capital of KASB and IBSB for a total cash consideration of RM2 respectively.

##### **e) Incorporation a wholly-owned subsidiary Nexgram Infrastructures Sdn Bhd (“NISB”)**

On 30 October 2014, the company subscribed two thousand five hundred (2,500) ordinary shares of RM0.01 each, representing 50% equity interest in NISB for a cash consideration of RM25.00. Subsequently, the company had also on the same day, acquired the remaining two thousand five hundred (2,500) subscriber's shares, representing 50% equity interest in NISB for a cash consideration of RM25.00.

##### **f) Disposal of 6.13% equity interest in R&A Telecommunication Group Berhad (“R&A”)**

On 23 February 2015, the Company disposed 15,000,000 ordinary shares of RM0.05 each and on 24 & 25 February 2015, the Company disposed total 24,000,000 ordinary shares of RM0.04 each in R&A representing in total approximately 4.03% of the issued and paid up capital of R&A at a total proceed of RM1,710,000.

On 26 February 2015, the Company disposed 4,177,200 ordinary shares of RM0.04 each in R&A representing in total approximately 0.43% of the issued and paid up capital of R&A at a total proceed of RM167,088.

On 27 February 2015, the Company disposed 1,137,800 ordinary shares of RM0.04 each in R&A representing in total approximately 0.12% of the issued and paid up capital of R&A at a total proceed of RM45,512.

**NEXGRAM HOLDINGS BERHAD**

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(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH  
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**A12. Changes in composition of the Group (cont'd)**

On 13 March 2015, the Company disposed 15,000,000 ordinary shares of RM0.04 each in R&A representing in total approximately 1.55% of the issued and paid up capital of R&A at a total proceed of RM600,000.

**g) Acquisition of 100% equity interest in Netnovation Sdn Bhd (“NSB”)**

On 11 March 2015, the company had acquired two (2) ordinary shares of RM1 each fully paid up in the capital of NSB for a total cash consideration of RM20,000.

**h) Acquisition of 18.6% equity interest in Godynamic Investments Limited (“GIL”)**

On 20 April 2015, the company had entered into a SSA with Power Solution Group Limited, for the additional acquisition of 186,000 ordinary share of USD0.0001 each in GIL, representing 18.6% equity interest for a total consideration of RM18.53 million. In total, the company hold 69.6% of equity interest in GIL.

**i) Incorporation a wholly-owned subsidiary Nexgram Plantation Sdn Bhd (“NPSB”)**

On 20 May 2015, the company subscribed one hundred (100) ordinary shares of RM0.01 each, representing 50% equity interest in NPSB for a cash consideration of RM1.00. Subsequently, the company had also on the same day, acquired the remaining one hundred (100) subscriber's shares, representing 50% equity interest in NPSB for a cash consideration of RM1.00.

**A13. Contingent assets or liabilities**

Save as disclosed below, the Company does not have any contingent assets or liabilities as at 30 June 2015.

	RM
<u>Contingent liability :</u>	
Corporate guarantee granted to subsidiary companies	<u>62,167,597</u>

**A14. Capital commitments**

There were no capital commitments as at 30 June 2015.

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**ADDITIONAL INFORMATION REQUIRED BY THE ACE MARKET LISTING  
REQUIREMENTS OF BURSA SECURITIES**

**B1. Review of performance**

**(a) Performance of the current quarter against the preceding quarter**

For the current quarter ended 30 April 2015, the Group recorded revenue of RM19.3 million as compared to RM66.8 million which recorded in the previous quarter ended 31 January 2015. The significant decreased in the Group's revenue by 79.0% which mainly due to the drop of sales in Sensorlink Group.

The Group recorded a profit before taxation of RM5.2 million for the current quarter ended 30 April 2015 as compared to profit before taxation of RM4.7 million recorded in the previous quarter ended 31 January 2015.

**(b) Performance of the financial year-to-date against preceding year corresponding period**

The Group's revenue of RM135.3 million in the current 12-months financial period ended 30 April 2015 as compared to RM102.1 million reported in the previous year corresponding period. The Group's revenue increased by 32.5% was mainly due to the revenue generated from the acquisition of Sensorlink Group.

The Group recorded a profit before taxation of RM13.2 million in the current 12-months financial period ended 30 April 2015 as compared to RM15.4 million reported in the previous year corresponding period.

**(c) Performance of the current quarter/ period against the preceding year corresponding quarter/ period**

The Group's revenue of RM19.3 million in the current 3-months financial period ended 30 April 2015 as compared to RM22.2 million reported in the previous year corresponding period. The Group's revenue decreased by 13.1% was mainly due to the decrease in sales of the Group's products and services.

The Group recorded a profit before taxation of RM5.2 million in the current 3-months financial period ended 30 April 2015 as compared to RM10.4 million reported in the previous year corresponding period.

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#### **B2. Current year's prospect**

Nexgram Land Sdn Bhd, a wholly-owned subsidiary of Nexgram Holding Berhad is the developer for the below-mentioned projects. In December 2014, Nexgram Land Sdn Bhd and Myangkasa Bina Sdn Bhd have signed an Off-Take Agreement cum Sales & Purchase Agreement, with Gross Development Value of RM297,387,000.00 for Project 1 and RM1,147,200,000.00 for Project 2. Total Gross Development Value for both project is RM1,444,587,000.00.

Information of the property projects:

Putrajaya Project is residential development on a 5.3 acre commercial land (Malay Reserved Land) located beside Precinct 19, Putrajaya. The Development components consisting of the following:-

- a) 3 blocks 20-storey serviced apartment tower of total 659 units with built-up area ranging from 850 sqft to 1,100 sqft.
- b) 1-storey of facility floor above podium.
- c) 5-storey of podium block elevated car park.
- d) 10 units of retails/shops at the Ground Floor.

The expected full completion date for the project will be early of year 2019.

Cyberjaya Project is a mix commercial development on a 5.9 acres commercial land located at Persiaran Apec, Cyberjaya. The development components consisting of the following:-

- a) 1 block 22-storey office tower with average built-up area of 12,500 sqft per floor.
- b) 1 block 21-storey SOHO of total 360 unit with average built-up area of 750 sqft per unit.
- c) 1 block 23-storey Serviced Suites of total 495 unit with average built-up area of 390 sqft per unit.
- d) 19 units of retail/shops at Ground Floor with average built-up area 4,000 sqft per unit.
- e) 1 podium block with 6 storey of elevated car park.
- f) 1 level of facility floor above the podium block.
- g) 3 storey of basement car park.

The expected overall completion date of the project will be by end of year 2019.

#### **B3. Variance of actual profit from forecast profit**

The Group has not published or issued any profit forecast for the current period and financial year as at 30 June 2015.

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**B4. Profit before tax is stated after charging/(crediting):**

	Quarter ended 30.04.2015 RM	Year to date 30.04.2015 RM
Amortisation of development expenditure	209,311	896,780
Amortisation of intangible assets	1,929,363	6,898,977
Depreciation of property, plant and equipment	560,497	2,282,303
Gain on disposal of asset held for sale	-	(788,381)
Gain on disposal of property, plant equipment	-	-
Gain or loss on derivatives	-	-
Impairment of assets	-	-
Interest expense	973,624	4,533,806
Interest income	(92,066)	(324,477)
Provision for and write off of receivables	-	-
Provision for and write off of inventories	-	-
Realised loss on foreign exchange	(150,651)	946,131

**B5. Taxation**

	Individual Quarter		Cumulative Quarter	
	Current year quarter	Preceding year corresponding quarter	Current year to-date	Preceding year corresponding period
	30.04.2015 RM	30.04.2014 RM	30.04.2015 RM	30.04.2014 RM
Current period's provision	(4,289,000)	(93,000)	(4,289,000)	(93,000)
Over/(under) provision	417	6,999	(2,738)	1,714
Overprovision of deferred tax in prior year	21,000	(2,070,000)	21,000	(2,070,000)
Transferred to deferred tax	96,961	870,000	96,961	870,000
<b>Total</b>	<b>(4,170,622)</b>	<b>(1,286,001)</b>	<b>(4,173,777)</b>	<b>(1,291,286)</b>

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(a) As at 30 June 2015, being the latest practicable date of this Report, there were no other corporate proposals announced by the Company and completion except below.

(b) The Company had proposed the following:

- (i) At an Extraordinary General Meeting of the Company held on 19 September 2013, the Company approved the proposed renounceable rights issue of up to 608,806,200 new ordinary shares of RM0.10 each in the Company (“Nexgram Shares”) (“Rights Shares”) together with up to 304,403,100 free detachable warrants (“Warrants”) at an issue price of RM0.10 per Rights Share on the basis of two (2) Rights Shares together with one (1) free Warrant for every four (4) existing Nexgram Shares held, based on a minimum subscription level of 120,000,000 Rights Shares together with 60,000,000 free Warrants (“Rights Issue with Warrants”).

On 21 April 2014, the Company issued 211,513,345 Warrants together with 423,026,696 Rights Shares at an issue price of RM0.10 per share to the respective shareholders pursuant to the Rights Issue with Warrants, which raised proceeds of RM44,206,290. The Rights Shares together with the Warrants were listed on the ACE Market of Bursa Securities Berhad on 22 January 2014.

The status of the utilization of proceeds of RM44,206,290 from the Rights Issue with Warrants as at 30 April 2015 are as follows:-

	<b>Proposed Utilisation Minimum scenario RM'000</b>	<b>Actual Utilisation RM'000</b>	<b>Intended Timeframe for Utilistaion</b>
Business expansion	44,206	44,206	Within thirty-six (36) months
Expenses related to the Rights Issue with Warrants	700	700	Within six (6) months
<b>Total proceeds</b>	<b>44,906</b>	<b>44,906</b>	

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Save as disclosed below, the Group does not have any loan outstanding or created, convertible debt securities, mortgages or charges outstanding as at 30 April 2015.

<b>Secured borrowings</b>	<b>Payable within 12 months</b>	<b>Payable after 12 months</b>
Denominated in: Malaysian Ringgit	5,617,326	63,348,159

The above borrowings are in the Malaysian currencies. There has been no default on payment of either interest and/or principal sum, in respect of the abovementioned borrowings throughout the past one (1) financial year.

**B8. Off balance sheet financial instruments**

The Group does not have any off balance sheet financial instruments as at 30 June 2015.

**B9. Realised and unrealised profits**

	<b>As at 30.04.2015 RM</b>	<b>As at 30.04.2014 RM</b>
Total accumulated profits of the Company and its subsidiary companies:		
- Realised	(17,262,790)	(51,852,446)
- Unrealised	10,903,850	11,991,893
	(6,358,940)	(39,860,553)
Total share of accumulated losses from the associate company:		
- Realised	605,839	(93,713)
	(5,753,101)	(39,954,266)
Less: Consolidation adjustments	59,388,803	86,612,567
Total retained earnings as per Consolidated Statements of Financial Position	<u>53,635,702</u>	<u>46,658,301</u>



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There is no material litigation as at 30 June 2015.

**B11. Dividend**

There is no dividend declared for the current quarter under review.

**B12. Earnings per share****(a) Basic**

Basic profit per shares is calculated by dividing the net profit for the period by the weighted average number of ordinary shares in issue during the period.

	<b>Current Quarter</b>	<b>Current Year to date</b>
Profit attributable to ordinary equity holders of the Company (RM)	2,079,648	6,977,401
Weighted average number of shares	1,460,107,784	1,460,107,784
Basic profit per shares (sen)	0.14	0.48

**(b) Diluted**

Diluted profit per shares is calculated by dividing the net profit for the period by the weighted average number of ordinary shares in issue and issuable during the period.

	<b>Current Quarter</b>	<b>Current Year to date</b>
Profit attributable to ordinary equity holders of the Company (RM)	2,079,648	6,977,401
Weighted average number of shares	1,460,107,784	1,460,107,784
Effects of dilution in outstanding warrants	777,066,715	777,066,715
Adjusted weighted average number of ordinary shares in issue and issuable	2,237,174,499	2,237,174,499
Diluted profit per shares (sen)	0.09	0.31