

(Company No : 680889-W)

SUNZEN BIOTECH BERHAD
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015**

	Current Quarter Ended 30.06.2015 (Unaudited) RM'000	Corresponding Quarter Ended 30.06.2014 (Unaudited) RM'000	Current Year-To-Date Ended 30.06.2015 (Unaudited) RM'000	Corresponding Year-To-Date Ended 30.06.2014 (Unaudited) RM'000
Revenue	9,071	9,886	17,107	18,321
Operating profit	2,274	3,331	4,595	6,247
Operating expenses	(2,017)	(2,934)	(3,850)	(5,389)
Finance expenses	(62)	(80)	(127)	(160)
Profit before taxation	195	317	618	698
Tax expense	(17)	(34)	(47)	(154)
Profit after taxation	178	283	571	544
Other comprehensive income, net of tax <i>Items that may be reclassified subsequently to profit or loss</i>				
Foreign currency translation	12	22	27	44
	12	22	27	44
Total comprehensive income	190	305	598	588
Profit after taxation attributable to Owners of the Company:	178	283	571	544
Total comprehensive income attributable to Owners of the Company:	190	305	598	588
Earnings per share (sen) attributable to Owners of the Company:				
- Basic	0.07	0.12	0.22	0.22

Note:-

The above condensed consolidated statement of profit and loss and other comprehensive income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.

(Company No : 680889-W)

SUNZEN BIOTECH BERHAD
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2015

	As At Financial Year Quarter 30.06.2015 (Unaudited) RM'000	As At Financial Year End 31.12.2014 (Audited) RM'000
ASSETS		
Non - current assets		
Property, plant and equipment	29,256	29,451
Product development expenditure	-	-
	<u>29,256</u>	<u>29,451</u>
Current assets		
Inventories	6,556	8,416
Trade receivables	7,937	6,578
Other receivables, deposits and prepayments	1,568	960
Tax refundable	888	608
Fixed and short term deposits with licensed banks	8,414	6,305
Cash and bank balances with licensed banks and other financial institution	8,415	8,934
	<u>33,778</u>	<u>31,801</u>
TOTAL ASSETS	<u>63,034</u>	<u>61,252</u>
EQUITY AND LIABILITIES		
Equity		
Share capital	28,664	16,577
Share premium	-	7,155
Treasury shares	(88)	(39)
Retained profits	17,402	19,394
Revaluation reserves	15,651	15,651
Merger deficit	(8,397)	(8,397)
Currency translation reserve	(3)	(30)
	<u>53,229</u>	<u>50,311</u>
Non-current liabilities		
Deferred taxation	1,488	1,494
Hire purchase payables	134	221
Term loans	3,425	3,725
	<u>5,047</u>	<u>5,440</u>
Current Liabilities		
Trade payables	2,366	3,384
Bill payable	-	360
Other payables and accruals	1,731	1,083
Hire purchase payables	70	100
Term loans	590	574
Provision for taxation	1	-
	<u>4,758</u>	<u>5,501</u>
TOTAL LIABILITIES	<u>9,805</u>	<u>10,941</u>
TOTAL EQUITY AND LIABILITIES	<u>63,034</u>	<u>61,252</u>
Net assets per share (RM) attributable to owners of the Company	<u>0.19</u>	<u>0.30</u>

Note:-

The above condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.

The net assets per share attributable to owners of the Company is calculated based on net assets value divided by the number of ordinary shares in issue at the end of the reporting period of 286,387,348 (2014 - 165,618,666).

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**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015**

	← Non-distributable →				Merger Deficit RM'000	Currency Translation Reserve RM'000	Distributable	
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Revaluation Reserves RM'000			Retained Profits RM'000	Total Equity RM'000
Quarter ended 30 June 2015 (Unaudited)								
Balance at 1 January 2015	16,577	7,155	(39)	15,651	(8,397)	(30)	19,394	50,311
Profit after taxation for the financial period	-	-	-	-	-	-	571	571
Other comprehensive income for the financial period, net of tax:								
- Foreign currency translation	-	-	-	-	-	27	-	27
Total comprehensive income for the financial period	-	-	-	-	-	27	571	598
Issuance of shares	12,087	(7,155)	-	-	-	-	(2,563)	2,369
Purchase of own shares	-	-	(49)	-	-	-	-	(49)
Balance at 30 June 2015	28,664	-	(88)	15,651	(8,397)	(3)	17,402	53,229
Quarter ended 30 June 2014 (Unaudited)								
Balance at 1 January 2014	14,939	3,520	(14)	3,176	(8,397)	(98)	19,440	32,566
Profit after taxation for the financial period	-	-	-	-	-	-	544	544
Other comprehensive income for the financial period, net of tax:								
- Foreign currency translation	-	-	-	-	-	44	-	44
Total comprehensive income for the financial period	-	-	-	-	-	44	544	588
Interim dividend of RM0.008 per ordinary share of RM0.10 each in respect of financial year ending 31 December 2014	-	-	-	-	-	-	(1,194)	(1,194)
Issuance of shares	1	(122)	-	-	-	-	-	(121)
Purchase of own shares	-	-	(14)	-	-	-	-	(14)
Balance at 30 June 2014	14,940	3,398	(28)	3,176	(8,397)	(54)	18,790	31,825

The above condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.

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**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015**

	Current Year To Date Ended 30.06.2015 (Unaudited) RM'000	Corresponding Year To Date Ended 30.06.2014 (Unaudited) RM'000
Cash flows from/(for) operating activities		
Profit before taxation	618	698
Adjustments for:-		
Amortisation of product development expenditure	-	36
Depreciation of property, plant and equipment	309	271
Interest expense	120	150
Inventories written off	189	222
Write down of inventories	(516)	285
Gain on disposal of plant and equipment	(24)	-
Interest income	(111)	(43)
Provision for write off of receivables	-	416
Unrealised (gain)/loss on foreign exchange	(93)	42
Operating profit before working capital changes	492	2,077
Decrease/(Increase) in inventories	2,187	(359)
(Increase)/Decrease in trade and other receivables	(1,945)	1,026
Decrease in trade and other payables	(719)	(1,230)
Cash from operations	15	1,514
Net tax paid	(334)	(371)
Interest paid	(122)	(152)
Net cash (for)/from operating activities	(441)	991
Cash flows from/(for) investing activities		
Interest received	111	43
Proceeds from disposal of plant and equipment	130	-
Purchase of property, plant and equipment	(220)	(48)
Net cash from/(for) investing activities	21	(5)
Cash flows from/(for) financing activities		
Repayment of term loans	(282)	(273)
Advances from directors	-	89
Repayment of hire purchase obligations	(117)	(52)
Treasury shares	(49)	(14)
Dividend paid	-	(1,194)
Listing expenses	(197)	(122)
Issuance of shares	2,566	1
Net cash from/(for) financing activities	1,921	(1,565)
Net increase/(decrease) in cash and cash equivalents	1,501	(579)
Cash and cash equivalents at beginning of the financial period	15,239	7,961
Foreign exchange difference	89	14
Cash and cash equivalents at end of the financial period	16,829	7,396
Cash and cash equivalents comprise:		
Fixed and short term deposits with licensed banks	8,414	2,260
Cash and bank balances with licensed banks and other financial institution	8,415	5,136
	16,829	7,396

Note:-

The above condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements.

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NOTES TO THE INTERIM STATEMENTS FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

A. NOTES PURSUANT TO THE MALAYSIAN FINANCIAL REPORTING STANDARD 134 (MFRS 134): INTERIM FINANCIAL REPORTING

A1. Basis of reporting preparation

The unaudited interim financial statements have been prepared in accordance with the Malaysian Financial Reporting Standards (“MFRSs”) 134: “Interim Financial Reporting” issued by the Malaysian Accounting Standards Board (“MASB”) and Chapter 9, Part K of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) for the ACE Market (“ACE LR”). The unaudited interim financial statements should be read in conjunction with the audited annual financial statements of the Group for the financial year ended 31 December 2014.

The following Amendments to MFRSs applicable to the Group have been adopted with effect from 1 January 2015. The adoption of the amendments did not have any material impacts on the financial statements of the Group.

- Amendment to MFRS 119, Defined Benefit Plans: Employee Contributions
- Annual Improvements to MFRSs 2010 - 2012 Cycle
- Annual Improvements to MFRSs 2011 - 2013 Cycle

The following revised MFRSs and Amendments to MFRSs issued by the MASB are not yet effective for adoption by the Group and are not expected to have any material impacts on the financial statements of the Group.

Amendments effective for financial periods beginning on or after 1 January 2016

- Annual Improvements to MFRSs 2012 - 2014 Cycle
- Amendment to MFRS 10 and MFRS 128, Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
- Amendments to MFRS 11, Accounting for Acquisitions of Interests in Joint Operations
- MFRS 14, Regulatory Deferral Accounts
- Amendments to MFRS 101, Disclosure Initiative
- Amendments to MFRS 116 and MFRS 138, Clarification of Acceptance Methods of Depreciation and Amortisation
- Amendments to MFRS 116 and MFRS 141, Agriculture: Bearer Plants
- Amendments to MFRS 127, Equity Method in Separate Financial Statements
- Amendments to MFRS 10, MFRS 12 and MFRS 128, Investment Entities: Applying the Consolidation Exception

A1. Basis of reporting preparation (*Cont'd*)

Amendments effective for financial periods beginning on or after 1 January 2017

- MFRS 15, Revenue from Contracts with Customers

Amendments effective for financial periods beginning on or after 1 January 2018

- MFRS 9, Financial Instruments (IFRS 9 issued by IASB in July 2014)

A2. Auditors' report on preceding annual financial statements

The audited financial statements of the Company and its subsidiaries for the FYE 31 December 2014 were not subjected to any qualification.

A3. Seasonal or cyclical factors

The principal business operations of the Group were not significantly affected by seasonal or cyclical factors during the current quarter under review.

A4. Items of unusual nature and amount

There were no items affecting assets, liabilities, equity, net income or cash flows that were unusual because of their nature, size or incidence during the current quarter under review.

A5. Material changes in estimates

There were no material changes in estimates of amounts reported that will have a material effect in the current quarter under review.

A6. Issuances, cancellations, repurchase, resale and repayments of debt and equity securities

Pursuant to Bonus Issue which was completed on 6 May 2015, a total of 95,209,113 new ordinary shares of RM0.10 each were issued. In addition, 18,038,000 free warrants 2014/2019 were converted into ordinary shares of RM0.10 each. Total number of ordinary shares in issue has increased to 286,635,348 shares. On 19 June 2015, the Company repurchased 100,000 own shares at RM0.4850 each from open market with carrying amount of RM48,854. Total treasury shares held are 248,000 shares with carrying amount of RM87,854.

A7. Dividend paid

There was no dividend payment made during the current quarter under review.

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A8. Segmental information

Segmental revenue on the basis of geographical market is as follows:-

Geographical Market	Current Year-To-Date Ended 30 June 2015 RM'000	Corresponding Year-To-Date Ended 30 June 2014 RM'000
Asia other than Malaysia	3,573	4,365
Middle East	-	299
Total export revenue	3,573	4,664
Malaysia	13,534	13,657
Total export and local revenue	17,107	18,321

For current year-to-date, revenue from overseas market and local market decreased by 23.39% and 0.90 % respectively.

A9. Valuation of property, plant and equipment

Revaluation of the Group's freehold lands and buildings has been brought forward without any amendments from the financial statement for FYE 31 December 2014.

A10. Capital commitments

At the end of the reporting date, there were no outstanding capital commitments not provided for in the interim statements under review.

A11. Material subsequent event after the Reporting Period

There were no material events subsequent to the end of the current quarter that have not been reflected in the financial statements, which are likely to substantially affect the current quarter results under review.

A12. Changes in the Composition of the Group

A new joint venture company, Sunzen Palma Sdn Bhd was incorporated on 29 June 2015 with authorised capital of 400,000 ordinary shares of RM1.00 each. Sunzen Feedtech Sdn Bhd, a subsidiary of Sunzen Biotech owned 70% in the shareholding, remaining 30% shares are owned by Palma Tech Product Sdn Bhd. Sunzen Palma Sdn Bhd is positioned as a marketing arm for oleochemical products which cater mainly for ruminants segment.

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A13. Contingent Liabilities

Save for the following corporate guarantees, neither the Company nor its subsidiaries have any contingent liabilities at the end of the reporting period, which upon becoming enforceable, may have a material effect on the financial position of the Group.

The Company has placed a corporate guarantee in favour of Maybank Islamic Berhad for Islamic banking facilities granted to Sunzen Corporation Sdn Bhd for RM17,131,000 as follows:

Islamic Banking Facility	Corporate Guarantee RM'000	Facility Limit RM'000	Outstanding Balance As At 30 June 2015 RM'000
Bank overdraft	500	500	-
Trade line	6,000	6,000	-
Term loans	10,631	6,465	4,015
<hr/>			
Total	17,131	12,965	4,015

The Company has also placed a corporate guarantee in favour of Zuellig Pharma Sdn Bhd for Sunzen Corporation Sdn Bhd, for due payment, all liabilities and obligation in respect of supply of goods for existing credit limits of up to RM2.5 million.

B. ADDITIONAL INFORMATION REQUIRED UNDER THE ACE LR

B1. Review of performance of the Company and its principal subsidiaries for the current quarter and financial year-to-date

	Current Quarter Ended 30 June 2015 RM'000	Corresponding Quarter Ended 30 June 2014 RM'000	Current Year-To-Date Ended 30 June 2015 RM'000	Corresponding Year-To-Date Ended 30 June 2014 RM'000
Revenue	9,071	9,886	17,107	18,321
Profit before taxation ("PBT")	195	317	618	698

Group revenue posted 8.24% lower in the current quarter compared to the corresponding quarter in 2014 mainly due to decrease in sales of companion animal products as well as Orgacids sales from overseas market. For year-on-year, group revenue decreased by 6.63% due to same reason as above-mentioned.

PBT for the current quarter decreased by 38.49% compared to same period in 2014 mainly attributed to decrease in products margin particularly for Zoetis products range and also Orgacids sales. PBT for the current year-to-date as against the previous year contracted by 11.46% due to same reason as above-mentioned.

B2. Review of performance of the operating segments of the Company and its principal subsidiaries for the current quarter and financial year-to-date

Revenue	Current Quarter Ended 30 June 2015 RM'000	Corresponding Quarter Ended 30 June 2014 RM'000	Current Year-To-Date Ended 30 June 2015 RM'000	Corresponding Year-To-Date Ended 30 June 2014 RM'000
Trading	4,170	5,028	8,058	9,207
Manufacturing	4,901	4,858	9,049	9,114
Total	9,071	9,886	17,107	18,321

In the current quarter, trading products revenue decreased by 17.06% attributed to decrease in sales of companion animal products while manufacturing products revenue posted a 0.88% increase compared to corresponding quarter in 2014 mainly due to increase in sales of oleochemical products.

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B2. Review of performance of the operating segments of the Company and its principal subsidiaries for the current quarter and financial year-to-date (Cont'd)

In the current year-to-date, revenue from both trading and manufacturing products reduced by 12.48% and 0.71% respectively as against same period in 2014 attributed to decrease in sales of companion animal products.

B3. Profit before taxation

Profit before taxation is arrived at after (charging)/crediting:-

	Current Quarter Ended 30 June 2015 RM'000	Corresponding Quarter Ended 30 June 2014 RM'000	Current Year-To-Date Ended 30 June 2015 RM'000	Corresponding Year-To-Date Ended 30 June 2014 RM'000
Interest income	61	20	111	43
Interest expense	(59)	(74)	(120)	(150)
Depreciation and Amortisation	(171)	(154)	(309)	(307)
Provision for write off of receivables	-	(416)	-	(416)
Inventories written off	(100)	(214)	(189)	(222)
Write down of inventories	141	(285)	516	(285)
Gain on disposal of plant and property	-	-	24	-
Gain/(loss) on foreign exchange:				
- Realised	23	42	71	58
- Unrealised	27	(48)	93	(42)

B4. Material changes in the Current Quarter's results compared to the results of the immediate Preceding Quarter

	Current Quarter Ended 30 June 2015 RM'000	Preceding Quarter Ended 31 March 2015 RM'000	Variance	
			RM'000	%
Revenue	9,071	8,036	1,035	12.88
PBT	195	423	(228)	(53.90)

Group's revenue for the current quarter reported a 12.88% increase compared to the preceding quarter attributed to increase in sales of oleochemical products. PBT for the current quarter reduced by 53.90% compared to preceding quarter ended 31 March 2015 mainly due to decrease in products margin in overall and higher operating expenses incurred in the current quarter.

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B5. Prospects

The Board is of the opinion that the financial performance of the Group is expected to improve in view of the completion of the upgrading of the existing pilot plant for the production of oleochemical products which are expected to increase the profitability of the Group with the currently existing market demand. This will become a new market segment to the Group's existing specialisation in animal health products. Additional units of machines will be installed for the expansion of current production capacity, the funding is to be sourced from proposed rights issue of shares.

B6. Profit forecast and profit guarantee

No profit forecast or profit guarantee has been issued by the Group for the current quarter under review.

B7. Taxation

	Current Quarter Ended 30 June 2015 RM'000	Corresponding Quarter Ended 30 June 2014 RM'000	Current Year-To-Date Ended 30 June 2015 RM'000	Corresponding Year-To-Date Ended 30 June 2014 RM'000
<u>Income tax expense:-</u>				
Current financial year	29	55	53	173
Overprovision in previous financial year	-	-	-	-
	<u>29</u>	<u>55</u>	<u>53</u>	<u>173</u>
<u>Deferred tax expense:-</u>				
Current financial year	(12)	(21)	(6)	(19)
	<u>(12)</u>	<u>(21)</u>	<u>(6)</u>	<u>(19)</u>
Tax expense	<u>17</u>	<u>34</u>	<u>47</u>	<u>154</u>

The Company's wholly-owned subsidiary, Sunzen LifeSciences Sdn. Bhd. was awarded the BioNexus status incentive under the Promotion of Investment Act, 1986 by the Ministry of Finance, with the recommendation made by Malaysian Biotechnology Corporation Sdn. Bhd. on 23 July 2007. Accordingly, the subsidiary is granted 100% tax exemption from the statutory income derived from the production of in-feed anti bacterial products and supplements for animal health products for a period of 10 years commencing from 1 January 2010 to 31 December 2019.

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B8. Status of Corporate Proposal

On 26 August 2015, the Company has made an announcement to undertake of the following:

- (a) proposed renounceable rights issue of up to 192,579,515 new ordinary shares of RM0.10 each on the basis of 3 Rights Shares for every 5 existing shares held, together with up to 192,579,515 free detachable warrants on the basis of 1 Warrant for every 1 Right Share subscribed;
- (b) proposed a share issuance scheme (“SIS”) of up to 30 % of the Company’s issued and paid up capital (excluding treasury shares) for the eligible Directors and employees; and
- (c) proposed increase in authorised share capital from 500,000,000 ordinary shares to 1,000,000,000 ordinary shares of RM0.10 each.

Warrants 2014/2019 with exercise right expiring on 14 April 2019

Up to 30 June 2015, the total number of warrants converted into ordinary shares at RM0.10 each and the number of unexercised warrants as follows:

Total number of warrants listed	Total number of warrants converted into ordinary shares	Total number of unexercised warrants
49,756,260	27,155,735	22,600,525

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B8. Status of Corporate Proposal (Cont'd)

Utilisation of Private Placement proceeds

As at 30 June 2015, the status of utilisation of the gross proceeds of approximately RM5.356 million raised from the private placement of 14,880,000 shares placed out at RM0.36 each as follows:

Purpose	Proposed utilisation RM'000	Actual utilisation RM'000	Intended timeframe for utilisation from the listing date* (Months)	Deviation		Explanation
				RM'000	%	
Upgrading/ purchase of plant and machinery	5,181	2,755	24	-	-	
Estimated expenses related to Private placement	175	112	0.5	0.063		Note ⁽¹⁾
Total	5,356	2,867				

Notes:

* Listing of placement shares was on 14 November 2014.

(1) The surplus amount of the listing expenses incurred has been adjusted to the upgrading/purchase of plant and machinery.

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B9. Group borrowings and debt securities

The Group's borrowings as at 30 June 2015 were as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
<u>Short-term borrowings:-</u>			
Bills payable	-	-	-
Hire purchases	70	-	70
Term loans	590	-	590
	<u>660</u>	<u>-</u>	<u>660</u>
	Secured RM'000	Unsecured RM'000	Total RM'000
<u>Long-term borrowings:-</u>			
Hire purchases	134	-	134
Term loans	3,425	-	3,425
	<u>3,559</u>	<u>-</u>	<u>3,559</u>
Total	<u>4,219</u>	<u>-</u>	<u>4,219</u>

The above borrowings are denominated in Ringgit Malaysia.

B10. Material Litigation

As at the date of this announcement, neither the Company nor any of its subsidiaries is engaged in any material litigation and arbitration either as plaintiff or defendant, which has a material effect on the financial position of the Company or its subsidiaries and the Directors are not aware of any proceedings pending or threatened or of any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business of the Company or its subsidiaries.

B11. Dividend declared or recommended

There was no dividend declared by the Board in the current quarter.

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B12. Earnings per share

Basic earnings per share is calculated by dividing the Group's profit after taxation attributable to owners of the Company for the period over the weighted average number of ordinary shares in issue excluding treasury shares during the financial period. For comparative purpose, basic earnings per share for the corresponding period has been restated to take bonus issue of shares into consideration.

	Current Quarter Ended 30 June 2015	Corresponding Quarter Ended 30 June 2014	Current Year-To-Date Ended 30 June 2015	Corresponding Year-To-Date Ended 30 June 2014
Group's profit after taxation attributable to owners of the Company (RM'000)	178	283	571	544
Weighted average number of ordinary shares in issue excluding treasury shares	262,978,528	244,516,280	262,978,528	244,516,280
Basic earnings per share (sen)	0.07	0.12	0.22	0.22

B13. Disclosure of Realised and Unrealised Profits or Losses

The breakdown of the retained profits of the Group at the end of the reporting period is presented in accordance with the directive issued by Bursa Securities and 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 Securities Listing Requirements, as issued by the Malaysian Institute of Accountants.

	Current Year-To-Date Ended 30 June 2015 RM'000	Corresponding Year-To-Date Ended 30 June 2014 RM'000
Total retained profits of the Group:-		
- Realised	18,745	19,211
- Unrealised	(1,343)	(421)
Group's retained profits as per consolidated financial statements	17,402	18,790

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This quarterly report for the financial period ended 30 June 2015 has been seen and approved by the Board of Directors of Sunzen Biotech for release to Bursa Securities.

Date: 28 August 2015