

FCW HOLDINGS BERHAD (Company No. : 3116 K)

Summary of Key Financial Information for the period ended 31 DECEMBER 2012

		INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		Current Year Quarter	Preceding Year Corresponding Quarter	Current Year To Date	Preceding Year Corresponding Period
		31/12/2012	31/12/2011	31/12/2012	31/12/2011
		RM'000	RM'000	RM'000	RM'000
1	Revenue	9,023	8,947	18,554	18,429
2	Profit /(Loss) before tax	2,154	957	4,586	(780)
3	Profit /(Loss) for the period	2,047	717	4,347	(1,175)
4	Profit /(Loss) attributable to the ordinary equity holders of the parent	1,988	574	4,217	(1,409)
5	Basic earnings /(loss) per share (sen)	0.88	0.29	2.02	(0.72)
6	Diluted earnings /(loss) per share (sen)	0.82	0.29	1.89	(0.70)
7	Proposed/Declared dividend per share (sen)	0.00	0.00	0.00	0.00

		As At End Of Current Quarter	As At Preceding Financial Year End
8	Net assets per share attributable to ordinary equity holders of the parent (RM)	0.72	0.71

ADDITIONAL INFORMATION

		INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		Current Year Quarter	Preceding Year Corresponding Quarter	Current Year To Date	Preceding Year Corresponding Period
		31/12/2012	31/12/2011	31/12/2012	31/12/2011
		RM'000	RM'000	RM'000	RM'000
1	Gross interest income	100	89	140	89
2	Gross interest expense	(59)	(137)	(121)	(137)

FCW HOLDINGS BERHAD (Company No. : 3116 K)
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE QUARTER ENDED 31 DECEMBER 2012
(Unaudited)

	FY 2012/13 Current Quarter Ended 31-Dec RM000	FY 2011/12 Comparative Quarter Ended 31-Dec RM000	FY 2012/13 Current 6 Months Cumulative To Date RM000	FY 2011/12 Comparative 6 Months Cumulative To Date RM000
Revenue	9,023	8,947	18,554	18,429
Cost of Sales	<u>(6,233)</u>	<u>(5,670)</u>	<u>(12,661)</u>	<u>(11,766)</u>
Gross Profit	2,790	3,277	5,893	6,663
Other Income	103	108	152	171
Other Items of Expenses				
Staff Costs	(811)	(556)	(1,512)	(1,384)
Depreciation and amortization	(93)	(102)	(195)	(183)
Other Operating Cost	(474)	(261)	(1,008)	(714)
Share of Results in an Associate	<u>696</u>	<u>(1,439)</u>	<u>1,376</u>	<u>(5,196)</u>
Profit / (Loss) From Operations	2,212	1,027	4,707	(643)
Finance Costs	<u>(58)</u>	<u>(70)</u>	<u>(121)</u>	<u>(137)</u>
Profit / (Loss) Before Tax	2,154	957	4,586	(780)
Taxation	<u>(107)</u>	<u>(240)</u>	<u>(239)</u>	<u>(395)</u>
Profit / (Loss) for The Period	2,047	717	4,347	(1,175)
Other Comprehensive Income	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total Comprehensive Income / (Loss) for the period	<u>2,047</u>	<u>717</u>	<u>4,347</u>	<u>(1,175)</u>
Total Comprehensive Income / (Loss) Attributable to:				
Owner of the Company	1,988	574	4,217	(1,409)
Minority Interest	<u>59</u>	<u>143</u>	<u>130</u>	<u>234</u>
	<u>2,047</u>	<u>717</u>	<u>4,347</u>	<u>(1,175)</u>
Earnings / (loss) per share Attributable to Owners of the Parent (sen per share)				
- Basic	0.88	0.29	2.02	(0.72)
- Diluted	0.82	0.29	1.89	(0.70)

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 30 June 2012.

FCW HOLDINGS BERHAD (Company No. : 3116 K)
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DEC 2012
(Unaudited)

	As At 31-Dec FY2012 RM000	As At 30-Jun FY2012 RM000
Property, Plant and Equipment	6,868	7,297
Investment Properties	93,932	93,932
Investment In Associates	21,612	20,238
Other Investments	370	367
Deferred Tax	3,421	3,421
Goodwill	1,726	1,726
Current Assets		
Inventories	5,212	4,470
Receivables	5,452	7,499
Tax recoverable	-	7
Derivatives	164	164
Cash and cash equivalents	<u>16,268</u>	<u>12,824</u>
	<u>27,096</u>	<u>24,964</u>
Current Liabilities		
Payables	6,332	6,002
Short-term borrowings and bank overdraft	447	1,727
Taxation	<u>40</u>	<u>129</u>
	<u>6,819</u>	<u>7,858</u>
Net Current Assets	<u>20,277</u>	<u>17,106</u>
Total Assets Less Current Liabilities	<u>148,207</u>	<u>144,087</u>
Share Capital	97,534	97,534
Reserves	<u>45,620</u>	<u>41,392</u>
Shareholders' Equity	143,154	138,926
Minority Interest	<u>2,264</u>	<u>2,135</u>
Total equity	<u>145,418</u>	<u>141,061</u>
Non Current Liabilities		
Long Term Payable	2,340	2,481
Deferred taxation	172	185
HP Creditors	<u>277</u>	<u>360</u>
	<u>2,789</u>	<u>3,026</u>
Total Equity And Long Term Liabilities	<u>148,207</u>	<u>144,087</u>
Net assets per share attributable to ordinary equity holders of the Company (RM)	<u>0.72</u>	<u>0.71</u>

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 30 June 2012.

FCW HOLDINGS BERHAD (Company No. : 3116 K)
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE PERIOD ENDED 31 DEC 2012
(Unaudited)

	FY2012/13 6 months ended 31-Dec-12 RM 000	FY2011/12 6 months ended 31-Dec-11 RM 000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax	4,586	(780)
Adjustments for:		
Non-cash items	394	381
Share of results in an associate	(1,376)	5,196
Non-operating items	4	(22)
Operating profit before working capital changes	<u>3,608</u>	<u>4,775</u>
Net changes in current assets	1,317	1,339
Net changes in current liabilities	<u>(1,016)</u>	<u>(330)</u>
Cash generated from operations	3,909	5,784
Interest income received	140	89
Interest expense paid	(121)	(137)
Tax paid	<u>(96)</u>	<u>(278)</u>
Net cash generated from operating activities	<u>3,832</u>	<u>5,458</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	31	133
Purchase of property, plant and equipment	<u>(19)</u>	<u>(639)</u>
Net cash generated from / (used) in investing activities	<u>12</u>	<u>(506)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	0	112
Repayment of short term borrowings	(225)	(225)
Repayment of HP Creditors	<u>(175)</u>	<u>(231)</u>
Net cash flow used in financing activities	<u>(400)</u>	<u>(344)</u>
NET CHANGES IN CASH AND CASH EQUIVALENTS	3,444	4,608
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	12,824	7,610
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>16,268</u>	<u>12,218</u>

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 30 June 2012.

FCW HOLDINGS BERHAD (Company No. : 3116 K)
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 DECEMBER 2012
(Unaudited)

	<i>Attributable to Shareholders of the Company</i>				Sub-Total	Minority Interest	Grand-Total
	Non-Distributable		Distributable				
	Share Capital	Capital Reserve	Reserves Premium paid on acquisition of Ml	Accumulated Profit			
	RM000	RM000	RM000	RM000	RM000	RM000	RM000
Period ended <u>30 June 2013</u>							
At 1st July 2012	97,534	2,704	(233)	38,932	138,937	2,134	141,071
Total comprehensive income for the period	-	-	-	4,217	4,217	130	4,347
At 31 December 2012	<u>97,534</u>	<u>2,704</u>	<u>(233)</u>	<u>43,149</u>	<u>143,154</u>	<u>2,264</u>	<u>145,418</u>
Period ended <u>30 June 2012</u>							
At 1st July 2011	97,534	2,704	(233)	35,512	135,517	1,811	137,328
Total comprehensive income / (loss) for the period	-	-	-	(1,409)	(1,409)	234	(1,175)
At 31 December 2011	<u>97,534</u>	<u>2,704</u>	<u>(233)</u>	<u>34,103</u>	<u>134,108</u>	<u>2,045</u>	<u>136,153</u>

The Condensed Consolidated Statement Of Changes In Equity should be read in conjunction with the Annual Financial Report for the year ended 30 June 2012.

FCW HOLDINGS BERHAD (3116-K)

QUARTERLY REPORT ON CONSOLIDATED RESULTS For The Second Quarter Ended 31 December 2012

PART A. NOTES TO THE INTERIM FINANCIAL REPORT

1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standard (“MFRS”) 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and paragraph 9.22 of the Bursa Malaysia Securities Berhad Listing Requirements. This interim financial statement also complies with International Accounting Standard (“IAS”) 34: Interim Financial Reporting issued by the International Accounting Standard Board (“IASB”). For the periods up to and including the year ended 30 June 2012, the Group prepared its financial statements in accordance with Financial Reporting Standards (“FRS”).

In compliance with MFRS, MFRS 1 : First-time Adoption of Malaysian Financial Reporting Standards has been applied in this interim report. The MFRS are effective for the Group from 1 July 2012 and the date of transition to MFRS framework for the purpose of the first MFRS compliant interim financial statements is 1 July 2011. The transition from FRS to MFRS does not have any significant impact to the financial statements of the Group. The audited financial statements of the Group for the financial year ended 30 June 2012 were prepared in accordance with FRS. As the requirements under FRS are similar, the significant accounting policies and method of computation adopted in these quarterly interim financial statements are consistent with those adopted in the most recent annual audited financial statements for the year ended 30 June 2012.

2. Auditors’ Report on Preceding Annual Financial Statements

The auditors’ report on the Company’s financial statements for the year ended 30 June 2012 was not subject to any qualification.

3. Seasonal or Cyclical Factors

The operations of the Group are not subject to any seasonal or cyclical factors.

4. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows of the Group.

5. Material Changes in Estimates of Amount Reported Previously Affecting Current Interim Period

There were no changes in estimates of amount reported in prior financial years, which have a material effect in the current interim period.

FCW HOLDINGS BERHAD (3116-K)**PART A. NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)****6. Dividends**

There were no dividends paid during the current interim financial period.

7. Segmental Information

RM'000	31-12-12 2nd Qtr	31-12-11 2nd Qtr	31-12-12 6 Mths Cum	31-12-11 6 Mths Cum
<u>Segment Revenue</u>				
Telecommunication	0	0	0	0
Property Rental	1,373	1,665	3,036	3,333
Contract Manufacturing	7,650	7,282	15,518	15,096
Others	0	0	0	0
Total	9,023	8,947	18,554	18,429
<u>Segment Result</u>				
Telecommunication	(0)	(10)	(0)	(12)
Property Rental	1,090	1,548	2,476	3,157
Contract Manufacturing	413	975	916	1,606
Share of Results in an Associate	696	(1,439)	1,376	(5,196)
Others	(45)	(117)	(182)	(335)
Total	2,154	957	4,586	(780)

8. Subsequent Events

There were no material events subsequent to the end of the current financial quarter ended 31 December 2012.

9. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current financial quarter ended 31 December 2012.

10. Capital Commitments

The Group has no material capital commitment in respect of property, plant and equipment as at 31 December 2012.

FCW HOLDINGS BERHAD (3116-K)

PART B. NOTES PER BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

1. Performance review

Rental segment

Current quarter

Rental revenue for the current quarter declined by 17.5% from RM1.67 million in the corresponding quarter of the preceding year to RM1.37 million for the current quarter and profit before tax declined by 29.6% from RM1.55 million in the corresponding quarter of the preceding year to RM1.09 million for the current quarter. The lower revenue and profit were due to the expiry and non-renewal of the en-bloc lease of warehouse properties to a main tenant. The Group has taken over the business of leasing of individual warehouse units to multiple tenants with effect from November 2012 and the decline in revenue was due to vacant units and overall lower rental rates per square feet as compared to the previous lease agreement.

Year to date

Rental revenue declined by 8.9% from RM3.33 million in the preceding year to date to RM3.04 million for the current year to date and profit before tax declined by 21.6% from RM3.16 million in the preceding year to date to RM2.48 million for the current year to date. The lower revenue and profit were due to the expiry and non-renewal of the en-bloc lease of warehouse properties to a main tenant. The Group has taken over the business of leasing of individual warehouse units to multiple tenants with effect from November 2012 and the decline in revenue was due to vacant units and overall lower rental rates per square feet as compared to the previous lease agreement.

Contract manufacturing segment

Current quarter

The contract manufacturing segment posted an increase of 5.0% in revenue from higher RM7.28 million for the quarter ended December 2011 to RM7.65 million in the current quarter, mainly due to recurring orders from existing customers for the upcoming festive season.

The contract manufacturing segment reported a lower profit before tax of RM413,000 in the current quarter as compared to RM975,000 in the corresponding quarter of the preceding year, primarily due to lower margins from the sales mix of the products sold during this quarter.

Year to date

The contract manufacturing segment posted a marginal increase of 2.8% in revenue from RM15.10 million for the six months ended December 2011 to RM15.52 million in the current year to date, mainly due to higher recurring orders from existing customer.

However, the decline in profit before tax from RM1.61 million for the six months ended December 2011 to RM0.92 million in the current year to date was due to lower profit margins from the sales mix during the current year.

FCW HOLDINGS BERHAD (3116-K)

PART B. NOTES PER BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS (CONT'D)

1. Performance review (cont'd)

Power & Telecommunication Cables Manufacturing segment (associate company)

Current quarter

Our associate company, Fujikura Federal Cables Sdn Bhd contributed share of a profit in the current quarter of RM0.70 million as compared to the share of loss of RM1.44 million in the corresponding quarter of the preceding year. The improvement in result was mainly due to the losses resulting from volatile raw material copper prices, foreign exchange and high outsourcing cost for certain projects suffered in the corresponding quarter of the preceding year.

Year to date

Our associate company's profit before tax for the current year to date of 2012 has improved by 126.5% from the preceding year to date from a loss before tax of RM5.20 million to profit before tax of RM1.38 million. The improvement was mainly due to the losses resulting from volatile raw material copper prices, foreign exchange and high outsourcing cost for certain projects in the preceding year.

2. Comparison with preceding quarter's result

The Group registered a profit before tax of RM2.15 million in the current quarter as compared with RM2.43 million in the immediate preceding quarter.

The lower profit registered in the current quarter was mainly due to the lower occupancy and rental rate from the property segment upon the expiry and non-renewal of the en-bloc lease of warehouse properties to a main tenant.

3. Commentary of Prospects

Management expects the revenue and profitability from the property rental segment to be weaker in this financial year compared to previous years due to the expiry and non renewal of a lease agreement for warehouse properties. As a result of the expiry of the lease, the Group will be managing the leasing of individual warehouse units instead of en-bloc lease of the property to a single tenant. We expect a lower occupancy and rental rates per square feet to adversely affect our revenue and profitability in the current financial year.

Management expects the revenue and profitability of the contract manufacturing to be sustained in this financial year.

As for the associate company, which is in the cables industry, the Management expects the business to remain challenging in view of the keen competition in both the local and export markets and sluggish global economy that may dampen demand for metal cable products.

4. Variance on profit forecast

Not applicable

FCW HOLDINGS BERHAD (3116-K)

PART B. NOTES PER BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS (CONT'D)

5. Items included in the Consolidated Statement of Comprehensive Income

Total comprehensive income for the period is arrived at after charging/ (crediting) the following items:

	31-12-12 Current Quarter RM'000	31-12-12 6-months Cumulative RM'000
(Gain)/loss on disposal of property, plant & equipment	0	0
Interest income	(100)	(140)
Other income	(3)	(12)
Interest expenses	59	121
Depreciation and amortisation	193	395
(Gain)/loss on foreign exchange	(31)	4
Provision for and write off of receivables	0	0
Provision for and write off of inventories	0	0
(Gain)/loss on disposal of Investment	0	0
(Gain)/loss on derivatives	0	0
Exceptional items	0	0

6. Tax

	Current Quarter RM'000	Year to date RM'000
Income tax :		
- Current year	107	240
	107	240

Current income tax is calculated at the Malaysian statutory tax rate of 25% of the estimated assessable profit for the quarter.

Potential tax benefits to be derived from unused tax losses and unabsorbed capital allowances were recognized as there is strong evidence indicating that it is probable that future taxable profit can be available for utilisation against those unused tax losses and unabsorbed capital allowances.

FCW HOLDINGS BERHAD (3116-K)

PART B. NOTES PER BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS (CONT'D)

7. Group Borrowings and Debt Securities

	As at 31-12-12	As at 31-12-11
	RM'000	RM'000
Short term borrowings		
- Bill Payable	0	324
- Term loan payable within a year	262	275
- Hire purchase creditor payable within a year	185	325
Sub Total	447	924
Long Term borrowings		
- Term loan payable > 1 year	2,340	2,569
- Hire purchase creditor payable > 1 year	277	462
Sub Total	2,617	3,031

8. Material Litigation

There is no pending material litigation.

9. Dividend

No dividend was recommended for the current quarter ended 31 December 2012.

10. Earnings Per Share

(a) Basic earnings / (loss) per share

Basic earnings per share amounts are calculated by dividing profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period.

	Individual Quarter		Cumulative Quarter	
	31-12-12	31-12-11	31-12-12	31-12-11
	RM'000	RM'000	RM'000	RM'000
Net profit / (loss) attributable to shareholders	1,720	574	3,949	(1,409)
Weighted average number of ordinary shares in issue	195,067	195,067	195,067	195,067
Basic earnings / (loss) per share (sen)	0.88	0.29	2.02	(0.72)

FCW HOLDINGS BERHAD (3116-K)

PART B. NOTES PER BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS (CONT'D)

10. Earnings Per Share (cont'd)

(b) Diluted earnings / (loss) per share

For the purpose of calculating diluted earnings per share, the profit for the period attributable to ordinary equity holders of the parent and the weighted average number of ordinary shares in issue during the period have been adjusted for the dilutive effects of all potential ordinary shares, i.e. warrants.

	Individual Quarter		Cumulative Quarter	
	30-09-12 RM'000	30-09-11 RM'000	30-09-12 RM'000	30-09-11 RM'000
Net profit/ (loss) attributable to ordinary equity holders of the parent including assumed conversion	1,720	574	3,949	(1,409)
Weighted average number of ordinary shares in issue	195,067	195,067	195,067	195,067
Effects of dilution of warrants	13,829	5,971	13,829	5,971
Adjusted weighted average number of ordinary shares in issue and issuable	208,896	201,038	208,896	201,038
<i>Diluted earnings/ (loss) per share (sen)</i>	<i>0.82</i>	<i>0.29</i>	<i>1.89</i>	<i>(0.70)</i>

FCW HOLDINGS BERHAD (3116-K)**PART B. NOTES PER BURSA MALAYSIA SECURITIES BERHAD LISTING
REQUIREMENTS (CONT'D)****11. Group Realised and Unrealised (Losses)/Profits**

	As at 31-12-12 (RM'000)	As at 31-12-11 (RM'000)	As at 30-06-12 (RM'000)	As at 30-06-11 (RM'000)
The accumulated losses of FCW Holdings Bhd and its subsidiaries:				
- Realised	(92,455)	(103,949)	(97,037)	(107,741)
- Unrealised	3,375	5,371	3,412	5,143
	<u>(89,080)</u>	<u>(98,578)</u>	<u>(93,625)</u>	<u>(102,598)</u>
Total share (accumulated losses) / retained profits from associated company:				
- Realised	(21,437)	(27,162)	(24,046)	(21,874)
- Unrealised	9,847	10,772	11,081	10,681
	<u>(100,670)</u>	<u>(114,968)</u>	<u>(106,590)</u>	<u>(113,791)</u>
Less: Consolidation adjustments	143,819	149,071	145,520	149,303
Total group retained profits as per consolidated accounts	<u>43,149</u>	<u>34,103</u>	<u>38,930</u>	<u>35,512</u>

By Order of the Board**Lai Sze Peng
Executive Director****21 February 2013
Kuala Lumpur**