Condensed Statement of Comprehensive Income For Financial Period Ended 31 December 2012

(The figures have not been audited.)

	Current	Preceding year	Current	Preceding
	quarter	corresponding	year-to-date	year-to-date
	ended	quarter ended	ended	ended
	31/12/2012	31/12/2011	31/12/2012	<u>31/12/2011</u>
	RM'000	RM'000	RM'000	RM'000
Revenue	22,440	49,113	63,993	121,233
Operating expenses	(26,519)	(69,503)	(80,797)	(136,750)
Other income	375	437	60,488	1,712
(Loss) / Profit from operations	(3,704)	(19,953)	43,684	(13,805)
Finance costs	(4,762)	(8,931)	(17,474)	(26,406)
(Loss) / Profit before tax	(8,466)	(28,884)	26,210	(40,211)
Income tax expense	(358)	4,493	(400)	435
(Loss) / Profit for the period	(8,824)	(24,391)	25,810	(39,776)
Attributable to :-				
Equity holders of the Company	(8,823)	(24,381)	25,812	(39,765)
Non-controlling interests	(1)	(10)	(2)	
(Loss) / Profit for the period	(8,824)	(24,391)	25,810	(39,776)
(Loss) / Earnings per share (sen) Basic	(0.43) N/A	(1.20) N/A	1.27 N/A	(1.96) N/A
Fully diluted	IN/A	IV/A	IN/A	14/74

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements.)

Condensed Statement of Comprehensive Income (Cont'd)

For Financial Period Ended 31 December 2012

(The figures have not been audited.)

	Current quarter ended 31/12/2012 RM'000	Preceding year corresponding quarter ended 31/12/2011 RM'000	Current year-to-date ended 31/12/2012 RM'000	Preceding year-to-date ended 31/12/2011 RM'000
(Loss) / Profit for the period	(8,824)	(24,391)	25,810	(39,776)
Other Comprehensive Income Foreign currency translation differences for foreign operations	(54)	(2,012)		(1,861)
Other comprehensive income for the period, net of tax	(54)	(2,012)	¥	(1,861)
Total comprehensive income for the period	(8,878)	(26,403)	25,810	(41,637)
Total comprehensive income Attributable to :-				
Owners of the parent Non-controlling interests	(8,877)	(26,393) (10)	25,812 (2)	(41,626)
C	(8,878)	(26,403)	25,810	(41,637)

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements.)

KARAMBUNAI CORP BHD (6461-P) QUARTERLY REPORT

Condensed Consolidated Statement of Financial Position		
As at 31 December 2012	(Unaudited)	(Audited)
	As at	As at
	31/12/2012	31/03/2012
	RM'000	RM'000
Assets		
Non-Current Assets	005.440	1 001 044
Property, Plant and Equipment	995,448	1,001,044
Land held for property development	317,744	317,184
	,	
Available For Sale financial assets	130	130
Capital Work-In-Progress	-	2,413
Capital work-in-riogiess		2,113
Deferred Tax Assets	892	892
Goodwill on Consolidation	14,937	14,937
	1,329,151	1,336,600
Current Assets	2.461	12.026
Property development costs	2,461	12,936
Inventories	7,375	12,663
Receivables, Deposits and Prepayments	34,485	29,033
Cash, Bank Balances and Deposits	7,625	8,726
	51,946	63,358
Non-current assets held for sales	189,476	189,476
Total Assets	1,570,573	1,589,434
Equity and Liabilities		
	1.016.020	1.015.020
Share Capital	1,015,030	1,015,030
Reserves	(417,917)	(443,729)
Equity attributable to owners of the parent	597,113	571,301
Non-controlling interests	(16)	(14)
Non-controlling interests	(10)	(11)
Total Equity	597,097	571,287
Liabilities		
Non-Current Liabilities	(11	0.070
Borrowings	611	8,078
Other deferred liabilities	178,460 179,071	179,123 187,201
Command I in bilidion	179,071	167,201
Current Liabilities	655 111	326,204
Payables, Deposits and Accruals	655,111 15,577	380,684
Short Term Borrowings	123,717	124,058
Taxation	794,405	830,946
Total Liabilities	973,476	1,018,147
1 (tai Liabilities	713,710	1,010,177
Total Equity and Liabilities	1,570,573	1,589,434
•		
Net Assets Per Share (sen)	29	28

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements.)

Condensed Consolidated Statement of Changes in Equity

For Financial Period Ended 31 December 2012

(The figures have not been audited.)

— Attributable to equity holders of the Company ———> ← Non-distributable → → Non-controlling Total Share Share Other Accumulated Equity Premium Reserves Losses Total Interest Capital RM'000 RM'000 RM'000 RM'000 RM'000 RM'000 RM'000 571,287 221,226 (776,491)571,301 (14)1,015,030 111,536 As at 01/04/2012 25,810 25,812 25,812 (2) Total comprehensive income for the period 597,097 (750,679)1,015,030 111,536 221,226 597,113 (16)As at 31/12/2012 698,779 1,015,030 111,536 306,107 (733,894)698,779 As at 01/04/2011 (41,637)Total comprehensive income for the period (1,861)(39,765)(41,626)(11)(3,547)3,547 Transfer from revaluation reserve 300,699 (770,112)(11)657,142 111,536 657,153 1,015,030 As at 31/12/2011

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements.)

Condensed Consolidated Statement of Cash Flows For Financial Period Ended 31 December 2012

(The figures have not been audited.)

(The figures have not been audited.)	Current period-to-date ended 31/12/2012 RM'000	Corresponding period-to-date ended 31/12/2011 RM'000
Profit / (Loss) before tax	26,210	(40,211)
Adjustment for :-		
Non-cash items		
- Interest expenses	16,364	28,085
- Depreciation & amortisation	10,196	18,146
- Unrealised loss on foreign exchange	1	3,774 7,614
Impairment loss on trade receivablesWaiver of Promissory Note liabilities	(56,916)	7,014
- Others	509	1,425
Operating (Loss) / Profit before working capital changes	(3,636)	18,833
Changes in working capital:-		
Net change in current assets	(2,268)	(26,263)
Net change in current liabilities	(59)	14,533
Net change in development expenditure	9,915	36,611
Cash flows generated from operations	3,952	43,714
Income tax paid	(1,405) (6,021)	(1,483) (10,961)
Interest paid Interest received	33	33
Net cash flows (used in) / generated from operating activities	(3,441)	31,303
Investing activities		11,937
Proceeds from disposal of non-current asset held for sale Purchase of property, plant & equipment	(626)	(962)
Net cash flows (used in) / generated from investing activities	(626)	10,975
		90
Financing activities Advances from a director	321,347	_
Repayment of borrowings	(318,381)	(38,941)
Net cash flows generated from / (used in) financing activities	2,966	(38,941)
Net change in cash & cash equivalents	(1,101)	3,337
Cash & cash equivalents at beginning of the period	8,726	7,895
Translation exchange difference	-	(1,861)
Cash & cash equivalents at end of the period	7,625	9,371

(The Condensed Consolidated Cash Flow Statements should be read in conjunction with the Annual Financial Report for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements.)

<u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December 2012</u>

Notes In Compliance with MFRS 134

A1. Accounting Policies

The quarterly consolidated financial statements have been prepared by applying accounting policies and methods of computation consistent with those used in the preparation of the most recent audited financial statements of the Group and are in accordance with FRS 134, Interim Financial Reporting and Appendix 9B part A of the Listing Requirements of Bursa Malaysia Securities Berhad.

The quarterly consolidated financial statements should be read in conjunction with the Group's audited financial statements for the financial year ended 31 March 2012. The explanatory notes attached to the quarterly consolidated financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2012.

The significant accounting policies and methods of computation adopted for the quarterly consolidated financial statements are consistent with those adopted for the audited financial statements for the financial year ended 31March 2012 save for the adoption of the following:

FRS 124 (revised)	Related Party Disclosures			
Amendment to FRS 1	Severe Hyperinflation and Removal of Fixed			
	Dates for First-time Adopters			
Amendment to FRS 7	Financial Instruments: Disclosures - Transfers			
	of Financial Assets			
Amendment to FRS 112	Income Taxes - Deferred Tax: Recovery of			
	Underlying Assets			
IC Interpretation 19	Extinguishing Financial Liabilities with Equity			
	Instruments			
Amendment to IC Interpretation 14	Prepayments of a Minimum Funding			
•	Requirement			

The adoption of the above revised FRSs, amendments to FRSs and Interpretations does not have any material impact on the financial statements of the Group.

On 19 November 2011, the Malaysian Accounting Standards Board ("MASB") issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS Framework"). The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate, including its parent, significant investor and venture (herein called "Transitioning Entities").

On 30 June 2012, MASB announced that the Transitioning Entities will be allowed to defer the adoption of the new MFRS Framework from the previous adoption date of 1 January 2013 to 1 January 2014. Consequently, the adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014.

The Group is a transitioning entity, elected to continue preparing its financial statements in accordance with the FRS framework for annual financial periods beginning before 1 January 2014. As such, the Group will prepare its first financial statements using the MFRS framework for the financial year ending 31 March 2015. In presenting its first MFRS financial statements, the Group may be required to restate the comparative financial statements to amounts reflecting the application of the MFRS Framework.

The Group is currently in the process of determining the financial impact arising from the adoption of the MFRS Framework.

<u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

A2. Audit report of previous annual financial report

The audit report of the immediate preceding annual financial statements for the year ended 31 March 2012 was not qualified.

A3. Seasonal or Cyclical Factors

The Group's operations for the current period under review were not affected significantly by any seasonal or cyclical factors.

A4. Unusual items

There were no items affecting assets, liabilities, equities, net income or cash flows that are unusual because of their nature, size or incidence during the current quarter and the current financial year-to-date.

A5. Nature and Amount of Changes in Estimates

There were no changes in the estimates of amounts reported in previous financial years which have a material effect in the current quarter and the financial year-to-date.

A6. Issuance and Repayment of Debt and Equity Securities

There is no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial year-to-date.

A7. Dividend Paid

There were no dividends paid during the current quarter and the current financial year-to-date.

A8. Segmental Information

~~ 5		urrent months	Preceding 9 months	
		ended	ended	
	31/12/2012	<u>31/12/2012</u>	<u>31/12/2011</u>	<u>31/12/2011</u>
		(Loss) / Profit		(Loss) / Profit
	Revenue	Before Tax	Revenue	Before Tax
	RM'000	RM'000	RM'000	RM'000
Property Development	23,269	(8,740)	74,506	2,951
Leisure & Tourism	40,703	(15,944)	46,727	(27,408)
Trading	(43)	458	-	555
Investment Holdings and				
Others	21	50,436		(16,309)
	63,993	26,210	121,233	(40,211)

KARAMBUNAI CORP BHD (6461-P) <u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

A8. Segmental Information

	Q	uarter	Quarter	
	ended		e	nded
	31/12/2012	31/12/2012	31/12/2011	31/12/2011
		(Loss) / Profit		(Loss) / Profit
	Revenue	Before Tax	Revenue	Before Tax
	RM'000	RM'000	RM'000	RM'000
Property Development	5,350	(743)	33,259	(1,545)
Leisure & Tourism	17,090	(6,046)	15,854	(19,164)
Trading	2	433	1-0	555
Investment Holdings and Others	=.	(2,110)	-	(8,730)
	22,440	(8,466)	49,113	(28,884)

A9. Material subsequent events

There were no material subsequent events from 31 December 2012 to 21 February 2013 (being the latest practicable date which is not earlier than 7 days from the date of issue of this Quarterly Report) that have not been reflected in the financial statements for the current quarter and current financial year-to-date.

A10. Changes in the Composition of the Group

There were no material changes in the composition of the Group during the current quarter and the current financial year-to-date.

A11. Changes in contingent liabilities or contingent assets

Save as disclosed below, there were no material changes in contingent liabilities or contingent assets as at 31 December 2012.

Corporate guarantee given to financial institutions, contractors and suppliers for banking facilities and credit granted to subsidiaries amounted to RM67,885,610 (31 March 2012 : RM 266,073,021).

<u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

Notes in compliance with BMSB Main Market Listing Requirements

B1. Review of the Performance of the Company and Its Principal Subsidiaries

The Group registered revenue of RM64.0 million for the financial period ended 31 December 2012, a decrease of RM57.2 million from the RM121.2 million recorded in the preceding year corresponding period. The decrease was attributed to lower hotel and properties development revenue, and the absence of land sales for the financial period under review. In the preceding year corresponding period, the Group recorded land sales amounted to RM34.6 million.

The Group recorded a pre-tax profit of RM26.2 million for the financial period ended 31 December 2012, an increase of RM66.4 million from a pre-tax loss of RM40.2 million registered in the preceding year corresponding period. The improvement was due mainly to the waiver of a portion of the promissory note liability following the negotiated full and final settlement of the promissory note in the second quarter financial period ended 30 September 2012.

For the current quarter ended 31 December 2012, the Group recorded revenue of RM22.4 million, a decrease of RM26.7 million from the RM49.1 million recorded in the preceding year corresponding quarter. The decrease was mainly due to lower revenue from its Property Development segment. The pre-tax loss was at RM8.5 million as compared RM28.9 million in the preceding year corresponding period. The improvement came from the Leisure & Tourism segment, more fully described below.

(a) Property Development Segment

For the nine months ended 31 December 2012, the revenue decreased by 69% to RM23.3 million (31 December 2011: RM74.5 million) with a pre-tax loss of RM8.7 million (31 December 2011: pre-tax profit of RM2.9 million). The better performance recorded in the preceding year corresponding period was attributed to the recognition of revenue and profit from land sales and from the completion of a property development project.

For the three months ended 31 December 2012, the revenue decreased to RM5.3 million (31 December 2011: RM33.2 million) and recorded a pre-tax loss of RM0.7 million (31 December 2011: pre-tax loss of RM1.5 million). Higher loss in the preceding year corresponding period was due to higher project costs incurred.

(b) Leisure & Tourism Segment

For the nine months ended 31 December 2012, the revenue decreased slightly to RM40.7 million (31 December 2011: RM46.7 million), representing a 12.8% decrease following a drop in the hotel business. In line with the lower revenue, a pre-tax loss of RM15.9 million was registered (31 December 2011: pre-tax loss of RM27.4 million). Higher loss recorded in the preceding year corresponding period was because of the impairment loss on trade receivables.

For the three months ended 31 December 2012, the revenue increased to RM17.1 million (31 December 2011: RM15.9 million), representing a 7.5% increase due mainly to the higher revenue recorded in the hotel business. This segment recorded a lower pre-tax loss of RM6.0 million for the current period when compared to preceding year corresponding period of RM19.2 million. Higher loss in the preceding year was because of higher depreciation charge and the impairment loss on trade receivables.

<u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

B1. Review of the Performance of the Company and Its Principal Subsidiaries (Cont'd)

In the opinion of the Directors, the results for the current quarter and financial year-to-date have not been affected by any transaction or event of a material and unusual nature which has arisen between 31 December 2012 and 21 February 2013 (the latest practicable date which is not more than 7 days from the date of this Quarterly Report).

B2. Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter

The Group recorded RM8.5 million pre-tax loss in the current quarter as compared to RM47.1 million pre-tax profit in the immediate preceding quarter. The pre-tax profit recorded in the preceding quarter was derived, largely, from the waiver of a portion of the promissory note liability following a negotiated full and final settlement of the promissory note.

B3. Current Year Prospects

Going forward, the Group will continue to maintain its competitive position as the leading tourism player in Sabah, Malaysia, with its world-class resorts known as Nexus Resort Karambunai. The Group has planned to refurbish and modernise Nexus Resort Karambunai to strengthen its position as the destination of choice for the overseas tourists. Focus will be placed on yield management where the Group will continue to refine the market mix of its customers and to strategically price its room rates. The future performance of the Group's hotel and resort hinges on its ability to attract more visitors. The outlook for the tourism industry is expected to be positive, supported by the Government's strong commitment in making Malaysia the world's top tourists destination. The Visit Malaysia Year 2014 campaign is expected to significantly boost tourist arrivals and the Group is confident that it will stand to benefit from such campaign.

On Karambunai Peninsula, which is another flagship asset, the Group plans for an integrated resort, known as Karambunai Integrated Resort City ("KIRC"). Karambunai Peninsular lies within 3,835 acres of eco-sanctuary, nestled by South China Sea on one end, rolling hills in the center and a natural cove on the other end. It is a natural perfection of the white sandy beach, wetland, crystal blue cove, flatland, highland, rainforest and river. This project will continue to strengthen the competitive advantage of the Group as a leading tourism player in Sabah as well as contributing to tourists arrivals and receipts.

B4. Profit Forecast / Profit Guarantee

Not applicable in this Quarterly Report.

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KARAMBUNAI CORP BHD (6461-P) <u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

B5. Income Tax Expense

The breakdown of tax charge for the current quarter and current financial year-to-date ended 31 December 2012 are as follows:

	3-months ended		9-month	s ended
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
	RM'000	RM'000	RM'000	RM'000
Income tax:				
- Current provision	358	(1,207)	1,063	2,260
Deferred tax:				
- Relating to origination and				
reversal of timing differences		(3,286)	(663)	(2,695)
Total income tax expense	358	(4,493)	400	(435)

The effective tax rate of the Group for the current quarter is higher than the statutory tax rate because of profit generated from a profitable subsidiary cannot be set-off against tax losses in other subsidiaries.

The effective tax rate of the Group for the current financial year-to-date is lower than the statutory tax rate mainly due to certain income is not subject to tax.

B6. Status of Corporate Proposals Announced But Not Completed as at 21 February 2013 (being the latest practicable date which is not earlier than 7 days from the date of issue of this Quarterly Report)

Save as disclosed below, there were no corporate proposals announced but not completed as at the date of this announcement.

On 6 December 2012, the Company ("KCB") proposes to undertakes the following proposals:

- a. Proposed capital reconstruction involving the cancellation of RM0.40 of the par value of every existing ordinary share of RM0.50 each in the issued and paid-up share capital of the Company pursuant to section 64(1) of the companies act, 1965 and the credit arising therefrom to be offset against the accumulated losses of the Company ("Proposed Capital Reconstruction");
- b. Proposed renounceable rights issue of up to 507,514,920 new ordinary shares of RM0.10 each in the Company ("KCB share(s)" or "Share(s)") ("Rights Share(s)") on the basis of one (1) Rights Share for every four (4) existing KCB shares held on an entitlement date to be determined later after the Proposed Capital Reconstruction, together with up to 1,015,029,840 free detachable warrants ("Warrants") on the basis of two (2) Warrants for every one (1) Rights Share subscribed ("Proposed Rights Issue with Warrants");
- c. Proposed settlement of debt owing to Tan Sri Dr Chen Lip Keong ("TSCLK") via the issuance of new KCB shares ("Settlement Share(s)") ("Proposed Capitalisation to TSCLK");
- d. Proposed settlement of debt owing to FACB Industries Incorporated Berhad ("FACBII") via the issuance of Settlement Shares ("Proposed Capitalisation to FACBII");

<u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

- B6. Status of Corporate Proposals Announced But Not Completed as at 21 February 2013 (being the latest practicable date which is not earlier than 7 days from the date of issue of this Quarterly Report) (Cont'd)
 - e. Proposed exemption under paragraph 16.1 of Practice Note 9 of the Malaysian Code on Take-Overs and Mergers, 2010 to TSCLK and the parties acting in concert with him from the obligation to undertake a mandatory take-over offer for all the remaining KCB shares not already held by them pursuant to the Proposed Rights Issue with Warrants, the Proposed Capitalisation to TSCLK and the Proposed Capitalisation to FACBII; and
 - f. Proposed amendments to the Memorandum and Articles of Association of KCB.

B7. Borrowings and Debt Securities

		31/12/2012 RM'000	31/03/2012 RM'000
(a)	Short Term Borrowings		
	Secured		1.1.000
	Term Loan I	14,899	14,899
	Term Loan II	2	210,031
	Promissory Note	=	154,192
	Hire Purchase Creditors	678	1,562
	Total	15,577	380,684
(b)	Long Term Borrowings Secured		
	Term Loan III	-	7,297
	Hire Purchase Creditors	611	781
	Total	611	8,078

Save for Term Loan I which is denominated in United States Dollars, the borrowings of the Group are denominated in Ringgit Malaysia.

B8. Material Litigation

There is no material litigation at the date of this announcement.

B9. Dividend

No dividend is recommended for the current quarter and current financial-year-to-date.

<u>Unaudited Quarterly Report on the Consolidated Results for the Financial Quarter Ended 31 December</u> 2012

B10. Realised and Unrealised Losses

The breakdown of accumulated losses of the Group at the reporting date, into realised and unrealised losses is as follows:

losses is as follows:	31/12/2012 RM'000	31/03/2012 RM'000
Total accumulated losses of the Group:-		
Realised	(1,279,430)	(1,238,978)
Unrealised	(9,741)	(10,404)
	(1,289,171)	(1,249,382)
Less: Consolidation adjustments	538,492	472,891
	(750,679)	(776,491)
	(1,289,171) 538,492	(1,249,382) 472,891

B11. Outstanding Derivatives

There were no outstanding derivatives (including instruments designated as hedging instruments) in the current quarter and current financial year-to-date under review.

B12. Fair Value Changes of Financial Liabilities

The Group does not have any financial liabilities measured at fair value through profit or loss, as at 31 December 2012

B13. (Loss) / Earnings per Share

. (Loss) / Larnings per Share				
	3 month	3 months ended		ns ended
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
(Loss) / Proft after taxation attributable				
to the owners of the parent (RM'000)	(8,823)	(24,381)	25,812	(39,765)
Weighted average number of	2,030,060	2,030,060	2,030,060	2,030,060
ordinary shares in issue ('000)	2,030,000	2,030,000	2,030,000	2,030,000
Basic EPS (sen)	(0.43)	(1.20)	1.27	(1.96)

By order of the Board

Lim Tiong Jin Chang Yuet Mei Company Secretaries

Kota Kinabalu 21 February 2013