# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

|   | INDIVIDUA  | L QUARTER                              | CUMULATI   | IVE PERIOD   |
|---|--|--|--|--|
|   | CURRENT<br>YEAR<br>QUARTER<br>31/01/14<br>RM'000 | PRECEDING YEAR QUARTER 31/01/13 RM'000 | CURRENT<br>FINANCIAL<br>YEAR<br>31/01/14<br>RM'000 | PRECEDING<br>FINANCIAL<br>YEAR<br>31/01/13<br>RM'000 |
| Continuing Operations Revenue   | 2,009  | 4,364                                  | 12,328   | 17,857   |
| Cost of sales Gross profit  | (1,716)  | (3,577)                                | (10,292)   | (14,713)   |
| •   | 293  | 787                                    | 2,036  | 3,144  |
| Other income (N1) Operating expenses (N2) Finance cost  | 50,960<br>(1,544)                                | 1,247<br>(10,001)                      | 52,138<br>(5,950)                                  | 4,404<br>(10,469)                                    |
| Share of results of associates  | (3,521)  | (3,118)                                | (12,912)   | (10,550)   |
| Profit/(Loss) before tax  | 12,173   | (1,848)                                | 12,192   | (8,638)  |
| Taxation Profit/(Loss) for the period   | 58,361<br>(52)<br>58,309                         | (12,933)<br>(227)<br>(13,160)          | 47,504<br>(499)<br>47,005                          | (22,109)   |
| Total comprehensive profit/(loss)   | 58,309   | 45<br>(13,115)                         | 1,505<br>48,510                                    | (23,131)<br>1,966<br>(21,165)                        |
| Profit/(Loss) for the period attributable to: Owners of the Company Non-Controlling Interests | 58,179<br>130                                    | (12,900)<br>(280)                      | 46,585<br>420                                      | (23,191)   |
| Total comprehensive profit/(loss) attributable  | 58,309   | (13,180)                               | 47,005   | (23,151)   |
| Owners of the Company Non-Controlling Interests   | 58,179<br>130<br>58,309                          | (12,855)<br>(280)<br>(13,135)          | 48,090<br>420                                      | (21,225)   |
| Earnings per share attributable to Owners of the Company: -Basic (sen) - Diluted (sen)        | 10.6<br>10.6                                     | (2.5)                                  | 48,510<br>8.5<br>8.5                               | (21,185)<br>(4.5)<br>(4.5)                           |

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

|  | INDIVIDUA  | L QUARTER  | CUMULAT  | IVE PERIOD   |
|--|--|--|--|--|
| ीं <del>।</del>  | CURRENT<br>YEAR<br>QUARTER<br>31/01/14<br>RM'000 | PRECEDING<br>YEAR<br>QUARTER<br>31/01/13<br>RM'000 | CURRENT<br>FINANCIAL<br>YEAR<br>31/01/14<br>RM'000 | PRECEDING<br>FINANCIAL<br>YEAR<br>31/01/13<br>RM'000 |
| Notes: (Refer to B1 "Review of Perform<br>N1) Included in Other Income | ance" for more                                   | information)                                       |  |  |
| - Interest Income  | 827  | 1,117  | 1,984  | 2 971  |
| - Profit on disposal of investment                                     | 50,139   | -  | 50,139   | 2,871<br>-   |
| N2) Included in Operating Expenses                                     |  |  |  |  |
| - Depreciation   | (53)   | (64)   | (205)  | (00 A)   |
| - Plant, property and equipment written off                            | -  | (95)   | (203)  | (284)  |
| (Loss)/gain on disposal of plant, property                             |  | (55)   | -  | (95)   |
| and equipment  | (12)   | _  | (12)   | 222  |
| - Provision for impairment on receivables                              | -  | (5,415)  | (12)   | 223  |
| - Provision for impairment on receivables                              |  | (5,115)  | -  | (3,708)  |
| no longer required   | -  | -  | 2,341  | -  |
| - Reversal of over accrual of prior years rental                       |  |  |  |  |
| ******   | -  | (372)  | -  | 2,000  |
| - Impairment of goodwill in investment                                 | •  | (1,717)  | -  | (1,717)  |

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 January 2013 and the accompanying explanatory notes attached to the interim financial report.

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Interim financial report for the fourth quarter ended 31 January 2014 (The figures have not been audited)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| ··                                     | UNAUDITED<br>AS AT<br>31/01/14<br>RM '000 | AUDITED<br>AS AT<br>31/01/2013 |
|--|---|--------------------------------|
| ASSETS                                 | XWI 000                                   | RM '000                        |
| Non-Current Assets                     |   |                                |
| Property, plant and equipment          | 19,790                                    | 19,743                         |
| Infrastructure development expenditure | 131,892                                   | 115,221                        |
| Investment in associates               | 176,745                                   | 165,411                        |
| Goodwill on consolidation              | 7,086                                     | 7,086                          |
| Total Non-Current Assets               | 335,513                                   | 307,461                        |
| Current Assets                         |   |                                |
| Inventories                            | 1,435                                     | 1 700                          |
| Trade and other receivables            | 48,748                                    | 1,792<br>61,364                |
| Amount due from contracts customers    | 181                                       | 01,304                         |
| Fixed deposits with licence bank       | 94,131                                    | 1,638                          |
| Cash and bank balances                 | 6,974                                     | 3,192                          |
| Total Current Assets                   | 151,469                                   | 67,986                         |
| TOTAL ASSETS                           | 486,982                                   | 375,447                        |
| EQUITY AND LIABILITIES                 | <del></del>                               |                                |
| Share capital                          | C 570 000                                 |                                |
| Reserves                               | 572,992                                   | 520,992                        |
| Attributable to Owners of the Company  | (366,504)                                 | (419,975)                      |
| Non-controlling interests              | 206,488                                   | 101,017                        |
| Total Equity                           | 42,562                                    | 7,952                          |
| • •                                    | 249,050                                   | 108,969                        |
| Non-Current Liabilities                |   |                                |
| Deferred taxation                      | 135                                       | 135                            |
| Current Liabilities                    |   |                                |
| Trade and other payables               | 112 120                                   | 100.000                        |
| Amount due to contracts customers      | 112,130                                   | 128,880                        |
| Loans and borrowings                   | 123,757                                   | 221                            |
| Tax payables                           | 1,910                                     | 133,549                        |
| Total Current Liabilities              | 237,797                                   | 3,693<br>266,343               |
| TOTAL LIABILITIES                      | 237,932                                   | 266,478                        |
| EQUITY AND LIABILITIES                 |   |                                |
| AMIN MINIMAL IEW                       | 486,982                                   | 375,447                        |
| Ne assets per share attributable       |   |                                |
| to Owners of the Company (RM)          | 0.3604                                    | 0.1939                         |
| ·                                      |   | 0.1737                         |

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 January 2013 and the accompanying explanatory notes attached to the interim financial report.

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

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|                                       | •                | Non-Distributable | ibutable            |             |                           |                     |                    |
|---------------------------------------|------------------|-------------------|---------------------|-------------|---------------------------|---------------------|--------------------|
|                                       | Share<br>Capital | Share<br>Premium  | Foreign<br>Exchange | Accumulated | Attributable to Owners of | Non-<br>Controlling | Total              |
|                                       | RM'000           | RM'000            | RM'000              | RM'000      | the Company<br>RM'000     | Interests<br>RM'000 | Equity<br>R.M. 000 |
| Current financial year                |                  |                   |                     |             |                           |                     |                    |
| Balance as at 1 February 2013         | 520.992          | 36 965            | (450)               | (457,400)   |                           |                     |                    |
| I amount to the comment               |                  | 2010              | (oCt)               | (784,004)   | 101,017                   | 7,952               | 108,969            |
| resultice of shares                   | 52,000           | 5,381             | 1                   |             | 57.381                    | 34 190              | 01 571             |
| i otal comprehensive income           | •                | 1                 | 1,505               | 46,585      | 48,090                    | 420                 | 48.510             |
| Balance as at 31 January 2014         | 572.992          | 42.346            | 1 047               | (700 007)   | 201 200                   |                     | 0.10,0             |
|                                       |                  |                   | 7,077               | (1/50,501)  | Z00,488                   | 42,562              | 249,050            |
| Preceeding financial year             |                  |                   |                     |             |                           |                     |                    |
| Balance as at 1 February 2012         | 520 992          | 36 965            | 0 00                | (40.0       |                           |                     |                    |
| Accquisition of additional equity     | 1<br>)<br>)<br>) | 20,00             | (7,474)             | (430,323)   | 125,010                   | 8,625               | 133,635            |
| interest in a subsidiary              |                  |                   |                     | ļ           |                           |                     |                    |
| Total comments in the                 | •                | 1                 | ı                   | (2,768)     | (2,768)                   | (2,568)             | (5,336)            |
| total complements of income           | ı                | ı                 | 1,966               | (23,191)    | (21.225)                  | 40                  | (21.185)           |
| Issuance of shares to non-controlling | ing              |                   |                     |             |                           |                     | (~1,100)           |
| interest in a subsidiary              | 1                | •                 | •                   | ı           | i                         | -                   | 6                  |
| Dividend paid to non-controlling      |                  |                   |                     |             | ı                         | 1,050               | 1,890              |
| interest in a surbsidiary             |                  |                   |                     |             |                           |                     |                    |
|                                       | •                |                   | •                   | •           | ı                         | (35)                | (35)               |
| Balance as at 31 January 2013         | 520,992          | 36,965            | (458)               | (456,482)   | 101,017                   | 7.952               | 10.8 969           |

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 January 2013 and the accompanying explanatory notes attached to the interim financial report.

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

|  | 12 months<br>ended<br>31/01/14<br>RM'000 | 12 months<br>ended<br>31/01/13<br>RM'000 |
|--|--|--|
| OPERATING ACTIVITIES:  | 7E/1 000                                 | M(1 000                                  |
| Profit / (Loss) before taxation:   | 47,504                                   | (22,109)                                 |
| Adjustment for:  |  |  |
| Share of results of associates Gain on disposal of investment                    | (12,192)<br>(50,138)                     | 8,638                                    |
| Depreciation of property, plant and equipment Bad debts written off              | 205                                      | 499                                      |
| Property, plant and equipment written off  | <u>-</u>                                 | 17<br>68                                 |
| Loss on disposal of property, plant and equipment                                | 12                                       | -  |
| Gain on disposal of property, plant and equipment Impairment loss on receivables | -  | (223)                                    |
| Impairment loss on receivables no longer required                                | (2,341)                                  | 6,298<br>(811)                           |
| * Interest income Interest expense   | (1,984)                                  | (2,867)                                  |
| _  | 12,912                                   | 10,550                                   |
| Operating cash flows before changes in working capital                           | (6,022)                                  | 60                                       |
| Changes in Working Capital:  |  |  |
| Inventories<br>Receivables   | 357                                      | (603)                                    |
| Payables   | 13,930                                   | 3,684                                    |
| Balances with customers for contract works                                       | (20,803)<br>(402)                        | 18,938<br>1,775                          |
| Associate balances   | -  | 6,379                                    |
| In frastructure development expenditure  | (16,492)                                 | (24,611)                                 |
| *Net cash flows from operations  | (29,432)                                 | 5,622                                    |
| Interest paid  | (12,912)                                 | (20)                                     |
| Income tax paid  | (2,282)                                  | (2,671)                                  |
| Net cash flows from operating activities   | (44,626)                                 | 2,931                                    |

Interim financial report for the fourth quarter ended 31 January 2014 (The figures have not been audited)

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

| %  | 12 months<br>ended<br>31/01/14<br>RM'000 | 12 months<br>ended<br>31/01/13<br>RM'000 |
|--|--|--|
| INVESTING ACTITIVIES   | 12.1 000                                 | 1411 000                                 |
| Increase/Decrease in amount owing to associates                    | 5,080                                    | 17,771                                   |
| Disposal of investment in associates                               | ´-                                       |  |
| Proceeds from disposal of investment                               | 52,500                                   | · <u>-</u>                               |
| Interest received  | 1,984                                    | 2,867                                    |
| Proceeds from disposal of property, plant and equipment            | 251                                      | 1,194                                    |
| Addditions to property, plant and equipment                        | (693)                                    | (930)                                    |
| Net cash flows (used in)/used from                                 |  |  |
| investing activities   | 59,122                                   | 20,902                                   |
| FINANCING ACTIVITES  |  |  |
| * Issuance of shares   | 57,381                                   |  |
| Issuance of shares to non-controlling interest of a subsidiary     | <i>57,5</i> 01                           | 1,890                                    |
| Dividend paid to non-controlling interest of a subsidiary          | _  | (35)                                     |
| Interest paid  | -  | (10,530)                                 |
| Decrease in amount owing to director                               | _  | (200)                                    |
| Additional acquisition of interest in a subsidiary company         | _  | (5,336)                                  |
| Increase in equity interest in a subsidiary                        | 34,190                                   |  |
| Repayment of finance lease liabilities                             | -  | (81)                                     |
| Repayment of borrowings  | (9,959)                                  | (7,495)                                  |
| Net cash flows used in financing activities                        | 81,612                                   | (21,787)                                 |
| Net increase in cash and cash equivalents                          | 96,108                                   | 2,046                                    |
| Cash and cash equivalents at beginning of financial period         | 3,074                                    | 1,028                                    |
| Cash and cash equivalents at end of financial period               | 99,182                                   | 3,074                                    |
| Note:  |  |  |
| Cash and cash equivalents at the end of the financial period compr | ise of:                                  |  |
| Cash and bank balances   | 6,974                                    | 3,192                                    |
| Fixed deposits with licence bank                                   | 94,131                                   | 1,638                                    |
| Bank overdrafts  | (1,923)                                  | (1,756)                                  |
|  | 99,182                                   | 3,074                                    |

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 January 2013 and the accompanying explanatory notes attached to the interim financial report.

Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NCTES TO CONDENSED FINANCIAL STATEMENTS

# PART A - Explanatory Notes Pursuant to FRS 134

#### A1. Basis of Preparation

The unaudited quarterly consolidated financial statements have been prepared in accordance with Financial Reporting Standards ("FRS") 134 "Interim Financial Reporting" and paragraph 9.22 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements ("Bursa Securities Listing Requirements") and should be read in conjunction with the Group's audited financial statements for the financial year ended 31 January 2013 and the accompanying explanatory notes attached to the unaudited condensed consolidated financial statements.

These explanatory notes attached to the interim 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 year ended 31 January 2013.

# A2. Accounting policies and methods of computation

The significant accounting policies and methods adopted for the unaudited condensed financial statements are consistent with those adopted for the audited financial statements for the financial year ended 31 January 2013.

As announced on 29 January 2014, the Company has changed its financial year end to 31 March. Accordingly, the first set of financial statements reflecting the change will be made up from 1 February 2013 to 31 March 2014 covering a period of 14 months.

On 19 November 2011, the Malaysian Accounting Standards Board ("MASB") issued a new MASB approved accounting framework, the 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 (MFRS 141) and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venture (herein called "Transitioning Entities").

The Transitioning Entities are given an option to defer the adoption of the MFRS Framework for annual periods beginning on or after 1 January 2014 and are further allowed to defer adoption of the new MFRS Framework for an additional two years.

The Group falls within the scope of Transitioning Entities and has opted to defer adoption of the new MFRS Framework. Accordingly, the Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the financial year ending 31 March 2016.

Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NOTES TO CONDENSED FINANCIAL STATEMENTS

# A2. Accounting policies and methods of computation (continue)

The Group has adopted the following standards that have been issued by Malaysian Accounting Standards Board as these are effective for the financial period beginning on or after 1 January 2013

|   | Effective for the                      |
|---|--|
|   | Financial period                       |
|   | Beginning on or                        |
|   | After                                  |
| FRS 101 Presentation of Items of Other Comprehensive Income         | 1 Tul- 2012                            |
| (Amendments to FRS 101)   | 1 July 2012                            |
| Amendments to FRS 101: Presentation of Financial Statements         | 1 January 2013                         |
| (Improvements to FRSs (20120))                                      |  |
| FRS 10 Consolidated Financial Statements                            | 1 January 2013                         |
| FRS 11 Joint Arrangements   | 1 January 2013                         |
| FRS 12 Disclosures of interest in Other Entities                    | 1 January 2013                         |
| FRS 13 Fair Value Measurements                                      | 1 January 2013                         |
| FRS 119 Employee Benefits   | 1 January 2013                         |
| FRS 127 Separate Financial Statements                               | 1 January 2013                         |
| FRS 128 Investment in Associates and Joint Ventures                 | 1 January 2013                         |
| Amendments to FRS 7: Disclosure - Offsetting Financial Assets and   | 1 January 2013                         |
| Financial Liabilities   | <i>y</i> <b></b> 10                    |
| Amendments to FRS 1: First-time Adoption of Malaysian Financial     | 1 January 2013                         |
| Reporting Standards (Improvements to FRSs (2012))                   | 2010                                   |
| Amendments to FRS 116: Property, Plant and Equipment                | 1 January 2013                         |
| (Improvements to FRSs (2012))                                       |  |
| Amendments to FRS 132: Financial Instruments: Presentation          | 1 January 2013                         |
| (Improvements to FRSs (2012))                                       | ,                                      |
| Amendments to FRS 134: Interim Financial Reporting (Improvements    | 1 January 2013                         |
| to FRSs (2012))   |  |
| Amendments to FRS 10: Consolidated Financial Statements: Transition | 1 January 2013                         |
| Guidance  | ,                                      |
| Amendments to FRS 11: Joint Arrangements: Transition Guidance       | 1 January 2013                         |
| Amendments to FRS 12: Disclosure of Interest in Other Entities:     | I January 2013                         |
| Translation Guidance  | ······································ |

Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

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# NOTES TO CONDENSED FINANCIAL STATEMENTS

## A3. Seasonality or Cyclicality of Operations

\* The business operations of the Group are not affected by any material seasonal or cyclical factors.

#### A4. Unusual Items

There were no unusual items that have material effects on the assets, liabilities, equity, net income, or cash flows for the current financial year other than those mentioned in Note B1.

#### A5. Material Changes in Estimates

There was no change to estimates that has a material effect in the current year quarter and current financial year.

#### A6. Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities in the current year quarter and current financial year.

#### A7. Dividend

No dividend has been paid in the current financial year.

#### A8 Segmental Results

Segmental results are included in Note B1 below.

#### A9. Material Subsequent Events

Material events subsequent to the end of the current financial quarter are as follows:-

Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NOTES TO CONDENSED FINANCIAL STATEMENTS

#### A9. Material Subsequent Events (Cont.)

On 12 August 2013, the Company announced that it was proposing to undertake the following:-

- a renounceable rights issue of 429,743,823 new ordinary shares of RM1.00 each in the Company ("Rights Shares") together with 214,871,911 free detachable warrants ("Warrant(s)"), on the basis of three Rights Shares for every four existing ordinary shares of RM1.00 each in KEB ("KEB Shares" or "Shares") held and one free Warrant for every two Rights Shares subscribed for on an entitlement date to be determined later;
- an increase in the authorised share capital of the Company from RM1,000,000,000 comprising 1,000,000,000 Ordinary shares of RM1.00 each to RM3,000,000,000 comprising 3,000,000,000 Ordinary shares of RM1.00 each; and
- iii) amendments to the Memorandum and Articles of Association ("M&A") of the Company

Upon approval by Bursa, the Company issued a circular to the shareholders on 5 December 2013.

In an EGM held on 3 January 2014, the shareholders of the Company approved all of the above proposals.

Accordingly the proposed increase in the authorised share capital of the Company and proposed amendments to the M&A of the Company in items (ii) and (iii) above was completed on 3 January 2014.

However, item (i) above is still pending the Company obtaining necessary approvals from the relevant Authorities to enable the issuance of an Abridged Prospectus to be circulated to shareholders.

As the Group ceased having board representation in Talam Transform Berhad (TTB") from 17 February 2014, the Group will cease to equity account the investment in TTB, and will mark its investment to market at 31 March 2014.

#### A10. Changes in the Composition of the Group

There were no material changes in the composition of the Group for the current year quarter and financial year except for the reduction on equity interest in Radiant Pillar Sdn.Bhd. ("RPSB") to a 40% owned associate, pursuant to the completion of the proposed sale of 10% equity interest in RPSB.

The proposed sale of the 10% equity interest in RPSB was announced on 12 August 2013 and approved by shareholders in an EGM held on 3 January 2014.

#### A11. Contingent Liabilities

A subsidiary was indebted to a bank which had on 7 September 2010 auctioned and disposed of a piece of land belonging to Talam Transform Berhad (formerly known as Trinity Corporation Berhad) which was used as the security for the borrowing. TTBis taking legal action against the bank for the difference between the auction price and the market price. In the event, TTB is unable to succeed in its claim, there may be a contingent liability not exceeding RM33.00 million.

# NOTES TO CONDENSED FINANCIAL STATEMENTS

# PART B : EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

#### **B1.** Review of Performance

## (a) Segmental Information

| <b>₩</b>  |          |          | t quarte  | r     | Cu       | <u>n u l</u> ati v | e quart    | ers      |
|---|----------|----------|-----------|-------|----------|--------------------|------------|----------|
|   | 31/01/14 | 31/01/13 | Char      | iges  | 31/01/14 | 31/01/13           | Chan       |          |
|   | RM'000   | RM'000   | RM'000    | %     | RM'000   | RM'000             | RM'000     | <b>%</b> |
| Segmental<br><u>Revenue</u>                               |          |          |           |       |          |                    |            |          |
| Manufacturing and trading of industrial products          | 2,009    | 3,373    | (1,364)   | (40)  | 10,635   | 13,351             | (2,716)    | (20)     |
| Construction  | -        | 991      | (991)     | (100) | 1,693    | 4,506              | (2,813)    | (62)     |
| Investment holding,<br>management services<br>and leasing | -        | -        | -         | -     | -        | -                  | -          | -        |
|   | 2,009    | 4,364    | (2,355)   | (54)  | 12,328   | 17,857             | (5,529)    | (31)     |
|   |          |          | t quarter |       |          | <u>Cumulativ</u>   | e quarters |          |
|   | 31/01/14 | 31/01/13 | Chang     | -     | 31/01/14 | 31/01/13           | Chang      | es       |
| Profit/(Loss) before tax                                  | RM'000   | RM'000   | RM'000    | %     | RM'000   | RM'000             | RM'000     | %        |
| Manufacturing and trading of industrial products          | 203      | 303      | (100)     | (33)  | 1,870    | 551                | 1,319      | 239      |
| Construction  | (43)     | (494)    | 451       | 91    | (1,429)  | 1,867              | (3,296)    | (177)    |
| Investment holding,<br>management services<br>and leasing | 58,201   | (12,742) | 70,943    | 557   | 47,063   | (24,527)           | 71,590     | (292)    |
|   | 58,361   | (12,933) | 71,294    | 551   | 47,504   | (22,109)           | 69,613     | 315      |

Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

#### NOTES TO CONDENSED FINANCIAL STATEMENTS

#### (b) Overall Results Commentary:

#### For the quarter:

The Group recorded a revenue of RM2.01 million, which is a decrease of 54% compared with the revenue of RM4.36 million recorded in the preceding year quarter. This was due to a reduction of sales volume in the manufacturing segment and the completion of construction projects. The Group recorded a pre-tax profit of RM58.36 million compared to a pre-tax loss of RM12.93 million in the preceding year quarter. This is mainly due to the disposal of 100,000 Ordinary shares of RM1.00 each representing 10% equity interest in RPSB that resulted in a gain of RM50.14 million.

#### For the year-to-date:

The Group recorded a revenue of RM12.33 million, which is a decrease of 31% compared with the revenue of RM17.86 million recorded in the preceding year, mainly due to the reduction of sales volume in the manufacturing sector and completion of construction projects. The Group recorded a pre-tax profit of RM47.50 million, an increase of 315%, mainly due to the reason mentioned above.

#### (c) Segmental Results Commentary:

# i) Manufacturing and trading of industrial products:

#### For the quarter:

The division recorded revenue of RM2.01 million, a decrease of 40% compared with the revenue of RM3.37 million recorded in the preceding year quarter due to competitive market conditions. The RM0.10 million decrease in pre-tax profit is primarily due to the decrease in revenue.

#### For the year-to-date:

The division recorded a revenue of RM10.64 million, a decrease of 20% compared with revenue achieved in the preceding year due to competitive market conditions. However, pre-tax profit increased from RM0.55 million to RM1.87 million mainly due to a provision for doubtful debts of RM1.83 million made in the preceding year.

#### ii) Construction:

#### For the quarter:

There is no revenue in the division due to completion of all construction projects since the previous quarter. The pre-tax loss of RM0.04 million is mainly due to administration expenses.

#### For the year-to-date:

Revenue for the division decreased by RM2.81 million due to the completion of construction projects. The pre-tax loss of RM1.43 million as compared to the pre-tax profit of RM1.87 million in the preceding year is mainly due to a reversal of expenses over accrued of RM2.00 million made in the preceding year.

# KUMPULAN EUROPLUS BERHAD (534368-A) Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NOTES TO CONDENSED FINANCIAL STATEMENTS

# iii) Investment holding, Management Services and Leasing:

#### For the quarter:

There is no revenue from this division for the current year quarter.

The Group recorded a pre-tax profit of RM58.20 million in the current year quarter as compared to a pre-tax loss of RM12.74 million in the preceding year quarter. This is mainly due to the disposal of 100,000 shares of RM1.00 each, representing 10% equity interest in the disposal of RPSB amounting to RM50.14 million. The Group also equity accounted for its share of profit of RM5.45 million and RM6.75 million from RPSB and Talam Transform Berhad respectively.

#### For the year-to-date:

There is no revenue from this division for the year.

The Group recorded a pre-tax profit of RM47.06 million for the year as compared to a pre-tax loss of RM24.27 million in the preceding year due to the reasons mentioned above. During the year, the Group equity accounted for its share of profits of RM11.85 million and RM0.33 million from RPSB and Talam Transform respectively.

# B2. Comparison with Preceding Quarter's Results

#### Overall:

For the current year quarter, the Group achieved a total revenue of RM2.01 million and pre-tax profit of RM58.36 million against revenue of RM1.96 million and pre-tax loss of RM7.06 million in the preceding quarter. The increase in total revenue is mainly from the increase in sales from the manufacturing sector whilst the increase in pre-tax profit is mainly due to completion of the proposed disposal of 100,000 ordinary shares representing 10% equity interest in RPSB amounting to RM50.14 million.

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(The figures have not been audited)

## NOTES TO CONDENSED FINANCIAL STATEMENTS

#### B3. Prospects

West Coast Expressway Sdn Bhd ("WCESB") had on 2 January 2013 signed a Concession (a) Agreement ("CA") with the Government in relation to the WCE Project. WCESB has received Confirmation from the Government that it has fulfilled all conditions precedent in respect of the CA and the effective date is 20 December 2013. The WCE Project involves the development of a 233 kilometres of tolled highway from Banting, Selangor to Taiping, Perak (including 40 kilometres of highway to be constructed later). The WCE Project is expected to provide an alternative route for road users and is planned and designed to be connected to the existing highways such as Lebuhraya Shah Alam ("KESAS"), South Klang Valley Expressway ("SKVE"), Expressway Lingkaran Tengah ("ELITE") and Lebuhraya Kemuning Shah Alam ("LKSA") in order to maximise coverage to major cities, townships and industrial areas as well as to provide the road users savings in travelling time and costs. The WCE Project is also expected to provide a safer route to coastal areas and avoids mountainous terrains in Jelapang -Kuala Kangsar area of the North South Expressway. The WCE Project is a build-operate-transfer project with a concession period of up to a maximum of 60 years. The construction of the WCE Project is expected to commence in second quarter of 2014 and will take five years for completion. The project cost is approximately RM5,900 million and revenue from toll collections is expected to commence in 2018.

Upon commencement of toll collection at the West Coast Expressway, its operations are expected to enhance the future profitability and improve the financial position of our Group as this is one of the key projects that is expected to drive our Group's financial performance and place it on a better financial standing, moving forward.

Bandar Rimbayu Sdn Bhd, a wholly-owned subsidiary of RPSB, is the developer of a township (b) known as Bandar Rimbayu. Bandar Rimbayu is a 1,878-acre silver Green Building Index certified premier township development. It is located about three kilometres south of Kota Kemuning in Shah Alam, Selangor which is strategically located adjacent to matured neighbourhoods like Subang Jaya, USJ, Kemuning Utama, Puchong, Shah Alam and Klang. The maiden launch of the Phase 1 and Phase 2 of the township took place in March 2013 and August 2013 respectively. To date, the take-up rate for Phase 1 and Phase 2 is 82% and 68% respectively.

The Bandar Rimbayu development comprises of mixed residential components and commercial hub. The commercial hub is expected to have shopping malls, private education institutions and medical institutions. The township has good connectivity to Shah Alam, Klang, Port Klang, Putrajaya, Cyberjaya, Puchong, Subang Jaya and Damansara as well as to the Kuala Lumpur International Airport via five major highways, namely the KESAS, SKVE, ELITE and LKSA as well as the West Coast Expressway when it is completed. This township is to be developed over 15-20 years and is expected to contribute positively to the future consolidated financial results of our Group, via our 40% equity interest held in RPSB.

(c) The Company is also exploring other businesses including participating in the construction of the WCE project.

#### B4. **Profit Forecast and Guarantee**

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No profit forecast or guarantee was issued in respect of the current financial year.

Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NOTES TO CONDENSED FINANCIAL STATEMENTS

#### B5. **Taxation**

|  | Individua   | l Quarter                              | Cumulative Period                                |  |  |
|--|---|--|--|--|--|
|  | Current<br>Year<br>Ou arter<br>31/01/14<br>RM'000 | Preceding Year Quarter 31/01/13 RM'000 | Current<br>Year<br>To-date<br>31/01/14<br>RM'000 | Preceding<br>Year<br>To-date<br>31/01/13<br>RM'000 |  |
| Income Tax current year prior year         | 52  | 227                                    | 499<br>-   | 862<br>160   |  |
| Deferred Tax<br>current year<br>prior year | 52  | 227                                    | 499  | 1,022  |  |
|  | -   | -                                      | -  | -  |  |
| Total                                      | -   | -                                      | _  | _  |  |

Income tax provision for the current year is mainly in respect of a manufacturing subsidiary.

#### Status of Corporate Proposals **B6.**

The Company is in the process of undertaking several corporate proposals as mentioned in section A9 above.

# Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NOTES TO CONDENSED FINANCIAL STATEMENTS

# **B7.** Group Borrowings and Debt Securities

The Group's borrowings and debt securities which are denominated in Ringgit Malaysia as at 31 January 2014 are as follows:

| Short term borrowings    | RM'000           |
|--------------------------|------------------|
| - secured<br>- unsecured | 119,797<br>3,960 |
| Total borrowings         | 123,757          |

## B8. Off Balance Sheet Risk Financial Instruments

The Group did not contract for any financial instruments with off balance sheet risk as at the date of this announcement.

#### B9. Material Litigation

The Group has not engaged in any material litigation since the last annual year end date.

#### B10. Dividend

No dividend has been declared for the current and preceding financial year.

#### B11. Earnings Per Share

#### Basic

The basic earnings per share is calculated by dividing the Group's net profit attributable to owners of RM58,179,000 for the current year quarter and RM46,585,000 for the current financial year by the weighted average number of ordinary shares in issue as at 31 January 2014 of 551,325,089 shares (31 January 2013: 520,991,765 shares).

For the preceding year quarter and preceding financial year, the basic earnings per share is calculated by dividing the Group's net loss attributable to owners of RM12,900,000 for the preceding year quarter and RM23,191,000 for the preceding financial year by the number of ordinary shares in issue as at 31 January 2013 of 520,991,765 shares.

#### **Diluted**

The diluted earnings per share is not calculated as there is no dilutive effect on earnings per share for the current year quarter and current financial year.

# Interim financial report for the fourth quarter ended 31 January 2014

(The figures have not been audited)

# NGTES TO CONDENSED FINANCIAL STATEMENTS

## B12. Realised and Unrealised Losses

|   | As at<br>31 January 2014<br>RM'000 | As at<br>31 January 2013<br>RM'000 |
|---|------------------------------------|------------------------------------|
| Accumulated losses of the Group and its sub | sidiaries                          |                                    |
| - Realised                                  | (243,571)                          | (278,822)                          |
| - Unrealised Associated Companies           | 135                                | 135                                |
| - Realised                                  | (161,439)                          | (172,239)                          |
| - Unrealised                                | (5,022)                            | (5,556)                            |
| Total group accumulated losses              | (409,897)                          | (456,482)                          |

#### B13. Audit Report

The auditors' report of the financial statements for the year ended 31 January 2013 was not subject to any qualification.

#### **B14.** Authorisation for Issue

The interim financial reports were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 14 March 2014.

By order of the Board

Raw Koon Beng

Company Secretary