

(Incorporated in Malaysia)

# Interim Financial Report for the First Quarter Ended 30 September 2015

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(Incorporated in Malaysia)

# Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

		3 MONTH	IS ENDED	YEAR-TO-DATE ENDE	
	<u>Note</u>	30.9.2015	30.9.2014	30.9.2015	30.9.2014
		RM'000	RM'000	RM'000	RM'000
Revenue		340,564	605,270	340,564	605,270
Operating expenses		(499,946)	(657,151)	(499,946)	(657,151)
Other operating income		3,296	4,640	3,296	4,640
Loss from operations		(156,086)	(47,241)	(156,086)	(47,241)
Finance costs		(65,887)	(62,157)	(65,887)	(62,157)
Share in results of associates		922	446	922	446
Loss before taxation	23	(221,051)	(108,952)	(221,051)	(108,952)
Taxation	16	(2,582)	(969)	(2,582)	(969)
Net loss for the financial period		(223,633)	(109,921)	(223,633)	(109,921)
Attributable to:					
- Owners of the Company		(175,668)	(85,931)	(175,668)	(85,931)
- Non-controlling interests		(47,965)	(23,990)	(47,965)	(23,990)
Net loss for the financial period		(223,633)	(109,921)	(223,633)	(109,921)
Loss per share attributable to owners of the Company:					
- Basic (sen)	21	(13.35)	(6.53)	(13.35)	(6.53)
- Diluted (sen)	21	N/A	N/A	N/A	N/A

(The Condensed Consolidated Statement of Profit or Loss should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2015 and the accompanying explanatory notes attached to the interim financial statements)

(Incorporated in Malaysia)

# Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

## CONDENSED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

	3 MONTH	IS ENDED	YEAR-TO-DATE ENDED	
	30.9.2015	30.9.2014	30.9.2015	30.9.2014
	RM'000	RM'000	RM'000	RM'000
Net loss for the financial period	(223,633)	(109,921)	(223,633)	(109,921)
Other Comprehensive Income/(Loss)				
- Translation difference on net				
equity of foreign subsidiaries				
and other movements	5,975	(448)	5,975	(448)
- Net loss on fair value changes on				
available-for-sale financial assets	-	(142)	-	(142)
- Share of other comprehensive income	0.004	4 004	0.004	4 004
of associates	6,384	1,621	6,384	1,621
Other comprehensive income for				
the financial period, net of tax,				
representing items that may be				
reclassified subsequently to profit	40.050	4 004	40.050	4 004
or loss	12,359	1,031	12,359	1,031
Total comprehensive loss for the				
financial period	(211,274)	(108,890)	(211,274)	(108,890)
·	<u> </u>		, ,	
Attributable to:				
- Owners of the Company	(163,309)	(84,900)	(163,309)	(84,900)
- Non-controlling interests	(47,965)	(23,990)	(47,965)	(23,990)
	(211,274)	(108,890)	(211,274)	(108,890)

(The Condensed Consolidated Statement of Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2015 and the accompanying explanatory notes attached to the interim financial statements)

(Incorporated in Malaysia)

# Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	N	AS AT	AS AT
ASSETS	<u>Note</u>	30.9.2015	30.6.2015
Non-Current Assets		RM'000	RM'000
Property, plant and equipment		2,198,705	2,233,345
Land held for property development		1,564	755
Investment in associates		28,757	22,959
Investment securities		1,309	567
Deferred tax assets		375,049	373,914
		2,605,384	2,631,540
Current Assets		, ,	
Property development costs		23,682	26,727
Inventories		267,763	290,210
Investment securities		22,772	20,418
Receivables and tax recoverable		110,571	111,879
Deposits, cash and bank balances		118,577	133,370
		543,365	582,604
TOTAL ASSETS		3,148,749	3,214,144
TOTAL AGGLIG		3,140,143	0,214,144
EQUITY AND LIABILITIES			
Share capital		1,316,199	1,316,199
Reserves		(2,279,542)	(2,114,147)
Equity attributable to owners of the Company		(963,343)	(797,948)
Non-controlling interests		(322,032)	(266,044)
Total equity		(1,285,375)	(1,063,992)
Non-Current Liabilities			
Preference shares		111,000	111,000
Loans and borrowings	18	276,393	278,626
Bonds and debts	18	772,699	779,376
Deferred tax liabilities		1,768	1,870
Deferred liabilities		240,753	275,458
		1,402,613	1,446,330
Current Liabilities			
Payables		2,076,116	1,927,847
Loans and borrowings	18	949,237	898,800
Tax liabilities		6,158	5,159
		3,031,511	2,831,806
Total Liabilities		4,434,124	4,278,136
TOTAL EQUITY AND LIABILITIES		3,148,749	3,214,144
Net liabilities per share attributable to			
owners of the Company (RM)		(0.74)	(0.62)
(Excluding equity component and warrants reserve)		(- )	()

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2015 and the accompanying explanatory notes attached to the interim financial statements)

(Incorporated in Malaysia)

# Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

◆ Attributable to owners of the Company →							
		← Non-Dist				Non-	
	Share	Share	Other	Accumulated		Controlling	Total
	Capital	Premium	Reserves	Losses	Total	Interests	Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
30 September 2015							
At 1 July 2015	1,316,199	97,685	343,736	(2,555,568)	(797,948)	(266,044)	(1,063,992)
Total comprehensive income/(loss) for							
the financial period	-	-	12,359	(175,668)	(163,309)	(47,965)	(211,274)
Acquisition of non-				(0.000)	(2.222)	(0.000)	(40.400)
controlling interests	-	-	-	(2,086)	(2,086)	(8,023)	(10,109)
At 30 September 2015	1,316,199	97,685	356,095	(2,733,322)	(963,343)	(322,032)	(1,285,375)
30 September 2014						Ī	
At 1 July 2014	1,316,199	97,685	332,653	(2,032,603)	(286,066)	(132,415)	(418,481)
Total comprehensive income/(loss) for							
the financial period	-	-	1,031	(85,931)	(84,900)	(23,990)	(108,890)
At 30 September 2014	1,316,199	97,685	333,684	(2,118,534)	(370,966)	(156,405)	(527,371)
At 00 Deptember 2014	1,310,199	31,000	333,004	(2,110,004)	(370,300)	(130,403)	(321,311)

(Incorporated in Malaysia)

# Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	YEAR-TO-	DATE ENDED
	30.9.2015	30.9.2014
	RM'000	RM'000
OPERATING ACTIVITIES  Loss before taxation  Adjustments for:	(221,051)	(108,952)
Non-cash items	108,233	40,429
Non-operating items	64,209	60,741
Operating loss before working capital changes Changes in working capital:	(48,609)	(7,782)
Net changes in assets	26,783	105,000
Net changes in liabilities	72,714	(75,477)
Tax paid and others	(2,853)	(1,275)
	48,035	20,466
INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(884)	(116)
Purchase of investment	(850)	-
Proceeds from disposal/redemption of investments	1,560	1,211
Dividend received	508	-
Additions to investment in a subsidiary	(10,109)	-
Others	36	1,179
	(9,739)	2,274
FINANCING ACTIVITIES		
Redemption of bonds and debts	(19,579)	-
Loans and borrowings	(27,199)	(1,336)
Others (mainly interest paid)	(2,563)	(19,466)
	(49,341)	(20,802)
Net changes in cash & cash equivalents	(11,045)	1,938
Effects of changes in exchange rates	(11,045)	230
Cash & cash equivalents at beginning of the financial period	116,145	162,325
	`	
Cash & cash equivalents at end of the financial period	105,522	164,493

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2015 and the accompanying explanatory notes attached to the interim financial statements)

(Incorporated in Malaysia)

## Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

# NOTES TO THE CONDENSED FINANCIAL STATEMENTS

#### 1. Accounting policies and methods of computation

The interim financial statements are unaudited and have been prepared in accordance with the Financial Reporting Standard ("FRS") 134: "Interim Financial Reporting" and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2015. These explanatory notes 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 30 June 2015.

The significant accounting policies adopted in the interim financial statements are consistent with those of the audited financial statements for the financial year ended 30 June 2015.

#### 2. Comments about seasonal or cyclical factors

Apart from the steel industry which may be subject to severe fluctuation in steel prices, the Group's performance is generally not materially affected by any seasonal or cyclical factors.

#### 3. Unusual items due to their nature, size or incidence

Other than as disclosed in Note 23, there were no unusual items affecting assets, liabilities, equity, net income or cash flows during the financial year-to-date.

#### 4. Changes in estimates

There were no changes in estimates that have had a material effect on the current quarter and financial year-to-date results.

## 5. <u>Debt and equity securities</u>

During the financial period, the Company has:

- (i) redeemed part of its LCB Bonds amounting to RM19.5 million;
- (ii) repaid part of its LCB Debt amounting to USD0.03 million; and
- (iii) repaid part of its LCB RCSLS amounting to RM6.4 million.

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the financial year-to-date.

# 6. <u>Dividends paid</u>

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

LCB (Sep-15)

## 7. Segmental information

The Group's segmental information for the financial year-to-date was as follows:

	Steel	Property	Furniture	Others	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue					
Total sales	303,968	31,501	6,278	91	341,838
Inter-segment sales	(1,266)	-	-	(8)	(1,274)
External sales	302,702	31,501	6,278	83	340,564
Results	(100 00 <del>-</del> )			(4.770)	(450.040)
Segment (loss)/profit Interest and investment income	(169,687)	14,270	127	(1,552)	(156,842) 756
Loss from operations				-	(156,086)
Finance costs					(65,887)
Share in results of assoc	iates				922
Loss before taxation				- =	(221,051)
Total Assets					
Segment assets	2,531,954	148,188	27,195	37,493	2,744,830
Investment in associates					28,757
Unallocated corporate ass	ets				375,162
Consolidated total assets				-	3,148,749

## 8. Subsequent events

Other than as disclosed in Note 17(a), there were no material events subsequent to the end of the current quarter.

# 9. Changes in composition of the Group

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

#### 10. Changes in contingent liabilities and contingent assets

There were no material changes in contingent liabilities or contingent assets since 30 June 2015.

#### 11. Performance review

	3 MONTH	IS ENDED	YEAR-TO-D	ATE ENDED
	30.9.2015	30.9.2014	30.9.2015	30.9.2014
	RM'000	RM'000	RM'000	RM'000
Revenue				
Steel	302,702	585,778	302,702	585,778
Property	31,501	13,990	31,501	13,990
Furniture	6,278	5,424	6,278	5,424
Others	83	78	83	78
	340,564	605,270	340,564	605,270
Segment Profit/(Loss)				
Steel	(169,687)	(54,314)	(169,687)	(54,314)
Property	14,270	5,712	14,270	5,712
Furniture	127	(683)	127	(683)
Others	(1,552)	1,074	(1,552)	1,074
	(156,842)	(48,211)	(156,842)	(48,211)

For the financial period under review, the Group posted a significantly lower revenue of RM341 million as compared to RM605 million in the preceding year corresponding period. Performance of the Group continued to be affected by the dumping activities by the foreign steel producers as the measures imposed by the authorities are generally seen as ineffective. Coupled with the foreign exchange loss of RM74 million (30.9.2014: RM2 million) resulting from the weakening of Ringgit Malaysia against the United States Dollar, a higher operating loss of RM157 million was registered by the Group.

The **Property** Division posted higher progress billings for the period under review whilst the contribution of the **Furniture** Division remains negligible to the Group.

#### 12. Comment on material change in profit

	Current	Immediate
	Year Quarter	Preceding Quarter
	30.9.2015	30.6.2015
	RM'000	RM'000
Revenue	340,564	436,485
Loss from operations	(156,086)	(112,123)
Loss before taxation	(221,051)	(232,364)

For the quarter under review, the Group reported a lower revenue of RM341 million against RM436 million in the immediate preceding quarter. The unfavourable performance was mainly attributable to the issues mentioned in Note 11 above. Higher loss before taxation in the immediate preceding quarter mainly arose from share of loss from associates of RM41 million.

#### 13. a) Prospects

The announcement by the Government in September 2015 on the safeguard investigation augurs well for the Group. Without the implementation and strict enforcement of effective measures by the Government to curb dumping activities, local steel producers will continue to suffer. Under such circumstances, the operating environment of the Group will remain tough in the coming quarter.

#### b) Forecast or target previously announced

The disclosure requirements are not applicable for the current quarter and financial year-to-date.

#### 14. Statement of the Board of Directors' opinion on achievement of forecast or target

The disclosure requirements are not applicable for the current quarter and financial year-to-date.

#### 15. Profit forecast or profit quarantee

No profit forecast or profit guarantee was published.

#### 16. Taxation

	3 MONTHS ENDED		YEAR-TO-D	ATE ENDED
	30.9.2015	30.9.2014	30.9.2015	30.9.2014
Taxation comprises :	RM'000	RM'000	RM'000	RM'000
Income tax	(3,827)	(2,190)	(3,827)	(2,190)
Deferred tax	1,245	1,221	1,245	1,221
	(2,582)	(969)	(2,582)	(969)

After excluding the share in results of associates, the effective tax rate of the Group for the current quarter and financial year-to-date were lower than the Malaysian statutory tax rate mainly due to certain expenses which were not deductible for tax purposes and deferred tax not recognised in respect of the losses.

## 17. Corporate proposals

#### (a) Status of corporate proposals

There were no corporate proposals pending completion for the current quarter and financial year-to-date.

#### (b) Status of utilisation of proceeds from corporate proposals

Please refer to Appendix 1.

#### 18. Borrowings and debt securities

The Group's borrowings and debt securities as at the end of the reporting period were as follows:

	Short Term RM'000	Long Term RM'000	<b>Total</b> RM'000
Loans and Borrowings			
Secured	913,957	276,393	1,190,350
Unsecured	35,280	<u> </u>	35,280
	949,237	276,393	1,225,630
Bonds and Debts			
Secured	-	772,699	772,699
Total	949,237	1,049,092	1,998,329

The Group's borrowings and debt securities were denominated in the following currencies:

	Foreign Currency	
	'000	RM'000
- Ringgit Malaysia	-	1,531,290
- US Dollar	105,189	467,039
		1,998,329

#### 19. Changes in material litigation

There was no material litigation since 30 June 2015.

#### 20. Dividend proposed

The Board of Directors does not recommend any dividend for the current quarter and financial year-to-date.

# 21. Loss per share

# <u>Basic</u>

Basic loss per share is calculated by dividing the net loss for the financial period attributable to owners of the Company by the weighted average number of ordinary shares in the Company in issue during the financial period.

	3 MONT	HS ENDED	YEAR-TO-DATE ENDED		
	30.9.2015	30.9.2014	30.9.2015	30.9.2014	
Net loss attributable to owners					
of the Company (RM'000)	(175,668)	(85,931)	(175,668)	(85,931)	
Weighted average number of ordinary					
shares in issue ('000)	1,316,199	1,316,199	1,316,199	1,316,199	
David land non above (acre)	(42.25)	(0.53)	(42.25)	(0.53)	
Basic loss per share (sen)	(13.35)	(6.53)	(13.35)	(6.53)	

#### Diluted

The diluted loss per share is not presented as the unexercised warrants and redeemable convertible secured loan stocks have no dilutive effect as the exercise and conversion prices are above the average market value of the Company's shares.

#### 22. Auditors' report on preceding annual financial statements

The auditors had expressed a disclaimer opinion on the Group's going concern, the recognition of deferred tax assets and the provision for onerous contract for the financial year ended 30 June 2015. As at the financial year-to-date, there was no change to the status.

## 23. Loss before taxation

Loss before taxation is arrived at after crediting/(charging) the following income/(expenses):

		3 MONTI	HS ENDED	YEAR-TO-DATE ENDED		
		30.9.2015 30.9.2014		30.9.2015	30.9.2014	
		RM'000	RM'000	RM'000	RM'000	
(a)	Interest income	756	970	756	970	
(b)	Other income including investment					
	income but excluding foreign					
	exchange gain	2,540	3,670	2,540	3,670	
(c)	Interest expense	(65,887)	(62,157)	(65,887)	(62,157)	
(d)	Depreciation and amortisation	(35,519)	(35,676)	(35,519)	(35,676)	
(e)	Provision for and write off of					
	receivables	-	-	-	-	
(f)	Provision for and write off of					
	inventories	-	=	-	=	
(g)	Gain/(Loss) on disposal of quoted or					
	unquoted investments or properties	-	-	-	-	
(h)	Impairment of assets	(109)	-	(109)	-	
(i)	Foreign exchange gain/(loss)	(74,433)	(1,832)	(74,433)	(1,832)	
(j)	Gain/(Loss) on derivatives	-	-	-	-	
(k)	Exceptional items	-	=	-	-	

#### 24. Disclosure of realised and unrealised profits/losses

	AS AT	AS AT
	30.9.2015	30.6.2015
	RM'000	RM'000
Total retained profits / (accumulated losses) of		
the Company and its subsidiaries:		
- Realised	(1,449,566)	(1,322,161)
- Unrealised	276,469	329,197
	(1,173,097)	(992,964)
Total share of (accumulated losses) / retained profits from associates:		
- Realised	(448,489)	(449,153)
- Unrealised	2,432	717
	(1,619,154)	(1,441,400)
Less: Consolidation adjustments	(1,114,168)	(1,114,168)
(Mostly goodwill amortised & impaired)		
Total Group accumulated losses	(2,733,322)	(2,555,568)

#### 25. Material events

#### (a) Practice Note 17 ("PN 17")

The Company had on 1 October 2014 submitted an application to Bursa Malaysia Securities Berhad ("Bursa Securities") for an extension of time from 25 October 2014 to 30 June 2015 for the Company to make the submission of the Regularisation Plan to the relevant authorities and Bursa Securities had vide its letter dated 19 December 2014 granted the Company an extension of time of 4 months up to 28 February 2015 to submit a regularisation plan ("Regularisation Plan") to the regulatory authorities.

SJ Securities Sdn Bhd had on 16 February 2015, submitted an application to Bursa Securities on behalf of the Company for a further extension of time to 30 June 2015 for the Company to make the submission of the Regularisation Plan to the relevant authorities which was approved by Bursa Securities vide its letter dated 10 April 2015.

The Company had on 21 May 2015 announced that the Company is reviewing its position in relation to the Regularisation Plan and in view of the continued challenging situation affecting the steel industry, the Company plans to submit an application to Bursa Securities for an extension of time for the Company to make the submission of the Regularisation Plan to the relevant authorities.

SJ Securities Sdn Bhd had on 19 June 2015, submitted an application to Bursa Securities on behalf of the Company for a further extension of time to 31 March 2016 for the Company to make the submission of the Regularisation Plan to the relevant authorities. Bursa Securities had vide its letter dated 5 October 2015 granted the Company an extension of time up to 31 January 2016 to submit the Regularisation Plan to the relevant authorities.

#### (b) Malaysia Competition Commission ("MyCC")

On 1 November 2013, the Malaysia Competition Commission ("MyCC") had issued its Proposed Decision on Megasteel Sdn Bhd ("Megasteel"), a 79% owned subsidiary of the Company. In its Proposed Decision, MyCC is of the view that Megasteel had breached the provision of Section 10(1) of the Competition Act, 2010 in that it had abused its dominant position by charging or imposing a price for its hot rolled coil that amounts to a margin squeeze that produces anti-competitive effects in the cold rolled coil market. A financial penalty of RM4.5 million is imposed by MyCC on Megasteel. Megasteel had on 12 December 2013 filed a written representation to MyCC and presented its oral representation on 21 July 2014.

The MyCC had requested a further oral representation to be held on 5 March 2015 for the purpose of seeking clarification on several issues from the representatives of Malaysian Investment Development Authority, the Ministry of International Trade and Industry and the Malaysian Steel Institute. The MyCC had subsequently cancelled their request for further oral representation.

On 29 June 2015, MyCC conducted a case management in which MyCC issued certain directions to both Megasteel and the complainant and fixed oral representations to be made on 2 November 2015. The 2 November 2015 hearing date has since been postponed to a date to be fixed.

(Incorporated in Malaysia)

# Interim financial report for the first quarter ended 30 September 2015

(The figures have not been audited)

# PROPOSED DIVESTMENT PROGRAMME ("PDP")

#### (i) Status of the assets to be divested

		Divestment	Amount Received (Jan - Dec 2015)		
Stages of the Assets to be divested	PDP	Concluded	Current	Year-	Projected
	(Per GWRS)	Total	Quarter	to-date	Full Year
	RM'million	RM'million	RM'million	RM'million	RM'million
By December 2003 Shares in listed and unlisted companies	33.3	2.7	-	-	-
By December 2004					
Shares in unlisted companies	38.6	13.0	-	-	-
	71.9	15.7	-	-	-
	_	-		-	_

#### (ii) Transactions completed during the quarter

There were no transactions completed during the quarter.

# (iii) Utilisation of the divestment proceeds received

This note is not applicable.

#### (iv) Plans to overcome any projected shortfall

The Group is actively looking for potential buyers for its assets/companies under the PDP. Where necessary, the Group will divest other assets which are not under the PDP to redeem/repay the LCB Bonds/LCB Debt/LCB RCSLS.