

**SEAL INCORPORATED BERHAD (4887-M)**  
**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED 30 JUNE 2015**  
**(THE FIGURES HAVE NOT BEEN AUDITED)**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current Year Quarter Ended 30/06/2015 RM' 000	Preceding Year Corresponding Quarter Ended 30/06/2014 RM' 000	Current Period To Date 30/06/2015 RM' 000	Preceding Year Corresponding Period 30/06/2014 RM' 000
<b>Revenue</b>	8,420	10,086	29,190	287,089
Cost of sales	(5,080)	(9,580)	(13,476)	(134,254)
<b>Gross profit</b>	3,340	506	15,714	152,835
Other income	866	(3,251)	3,251	31,491
Operating expenses	(2,983)	(4,861)	(14,839)	(24,787)
Finance cost	(7)	(8)	(27)	(28)
<b>Profit/(Loss) before tax</b>	1,216	(7,614)	4,099	159,511
Income tax	(7,951)	(2,594)	(10,815)	(44,081)
<b>(Loss)/Profit for the year</b>	(6,735)	(10,208)	(6,716)	115,430
<b>Other comprehensive income/(loss)</b>				
Fair value movement on available-for-sale investment	12	70	24	(63)
<b>Total comprehensive (loss)/income for the year</b>	(6,723)	(10,138)	(6,692)	115,367
<b>(Loss)/Profit attributable to:</b>				
Owners of the parent	(6,583)	(7,515)	(5,523)	59,392
Non-controlling interests	(152)	(2,693)	(1,193)	56,038
	(6,735)	(10,208)	(6,716)	115,430
<b>Total comprehensive (loss)/income attributable to:</b>				
Owners of the parent	(6,575)	(7,480)	(5,509)	59,337
Non-controlling interests	(148)	(2,658)	(1,183)	56,030
	(6,723)	(10,138)	(6,692)	115,367
<b>Earnings per share (sen)</b>				
- Basic	(3.05)	(3.48)	(2.56)	27.52
- Diluted	-	-	-	-

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2014)

**SEAL INCORPORATED BERHAD (4887-M)**  
**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2015**

	<b>(UNAUDITED)</b> <b>As at Financial</b> <b>Year End</b> <b>30/06/2015</b> <b>RM' 000</b>	<b>(AUDITED)</b> <b>As At Preceding</b> <b>Financial</b> <b>Year End</b> <b>30/06/2014</b> <b>RM' 000</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	2,147	2,072
Investment properties	52,253	51,949
Land held for development	17,488	17,461
Held-to-maturity investments	19,299	28,163
Timber concessions	19,442	18,493
Deferred tax assets	-	7,718
	110,629	125,856
<b>Current assets</b>		
Property development costs	88,375	44,234
Inventories	28,224	25,953
Trade receivables	13,200	24,874
Other receivables, deposits and prepayments	61,399	76,462
Tax recoverable	1,868	49
Available-for-sale financial assets	37,481	15,980
Fixed deposits with licensed banks	42,052	74,905
Cash and bank balances	3,845	14,687
	276,444	277,144
<b>TOTAL ASSETS</b>	<b>387,073</b>	<b>403,000</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to owners of the parent</b>		
Share capital	88,561	88,561
Share premium	45,448	45,448
Treasury shares	(2,130)	(2,093)
Reserves	356	342
Retained profits	106,712	112,235
	238,947	244,493
<b>Non-controlling interests</b>	66,016	85,741
<b>Total equity</b>	<b>304,963</b>	<b>330,234</b>
<b>Non-current liabilities</b>		
Deferred tax	6	-
Hire purchase payable	431	487
Bank borrowings	34,824	575
	35,261	1,062
<b>Current liabilities</b>		
Trade payables	7,357	11,825
Progress billing in respect of property development	532	3,350
Other payables and accruals	25,234	41,801
Hire purchase payable	187	168
Bank borrowings	12,809	420
Provision for taxation	730	14,140
	46,849	71,704
<b>Total liabilities</b>	82,110	72,766
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>387,073</b>	<b>403,000</b>
<b>Net assets per share attributable to owners of the parent (RM)</b>	1.11	1.13

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2014)

**SEAL INCORPORATED BERHAD (4887-M)**  
**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 30 JUNE 2015**  
**(THE FIGURES HAVE NOT BEEN AUDITED)**

	←-----┐ <b>Attributable to owners of the parent</b> ┌-----→						Total	Non-Controlling Interests	Total Equity
	←-----┐ <b>Non-distributable</b> ┌-----→			-----┐ <b>Distributable</b> ┌-----→					
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Revaluation Reserve RM'000	Fair Value Reserve RM'000	Retained profits RM'000	RM'000	RM'000	RM'000
<b>12 Months Ended 30 JUNE 2015</b>									
Balance at 1 July 2014	88,561	45,448	(2,093)	353	(11)	112,235	244,493	85,741	330,234
Purchase of treasury shares	-	-	(37)	-	-	-	(37)	-	(37)
Payment of dividends to non-controlling interests	-	-	-	-	-	-	-	(18,620)	(18,620)
Dilution of non-controlling interest of subsidiaries	-	-	-	-	-	-	-	78	78
Total comprehensive income/(loss) for the year	-	-	-	-	14	(5,523)	(5,509)	(1,183)	(6,692)
Balance at 30 June 2015	<u>88,561</u>	<u>45,448</u>	<u>(2,130)</u>	<u>353</u>	<u>3</u>	<u>106,712</u>	<u>238,947</u>	<u>66,016</u>	<u>304,963</u>
<b>12 Months Ended 30 JUNE 2014</b>									
Balance at 1 July 2013	88,561	45,448	(1,950)	353	45	51,207	183,664	31,345	215,010
Purchase of treasury shares	-	-	(143)	-	-	-	(143)	-	(143)
Dilution of non-controlling interest of subsidiaries	-	-	-	-	-	1,635	1,635	(1,635)	-
Total comprehensive (loss)/income for the year	-	-	-	-	(56)	59,393	59,337	56,031	115,367
Balance at 30 June 2014	<u>88,561</u>	<u>45,448</u>	<u>(2,093)</u>	<u>353</u>	<u>(11)</u>	<u>112,235</u>	<u>244,493</u>	<u>85,741</u>	<u>330,234</u>

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statement for the year ended 30 June 2014)

**SEAL INCORPORATED BERHAD (4887-M)**  
**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 30 JUNE 2015**  
**(THE FIGURES HAVE NOT BEEN AUDITED)**

	<b>Current Period To Date 30/06/2015 RM'000</b>	<b>Preceding Year Corresponding Period 30/06/2014 RM'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	4,099	159,511
Adjustments for:		
Non-cash items	560	(15,330)
Non-operating items	266	(6,046)
Interest expenses	27	28
Interest income	(1,615)	(1,806)
Dividend income	(2,067)	(1,409)
Operating profit before working capital changes	1,270	134,948
Inventories	(2,271)	(20,520)
Timber concession	(950)	5,921
Property development costs	(42,298)	945
Trade and other receivables	26,574	(47,485)
Trade and other payables	(23,851)	1,368
Cash (used in)/generated from operations	(41,526)	75,177
Interest paid	(893)	(354)
Tax paid	(18,471)	(29,979)
Tax refund	151	352
<b>Net cash (used in)/generated from operating activities</b>	<b>(60,739)</b>	<b>45,196</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(694)	(14,065)
Purchase of shares from non-controlling interests	(1,230)	(368)
Placement of short term investment	(93,226)	(7,247)
Proceeds from disposal of assets held for sale	-	8,500
Proceeds from redemption of other investments	80,683	1,239
Proceeds from disposal of property, plant and equipment	18	363
Dividend received	2,067	1,409
Interest received	1,615	1,806
<b>Net cash used in investing activities</b>	<b>(10,767)</b>	<b>(8,363)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Drawdown of borrowings	56,200	-
Payment of dividends to non-controlling interests	(18,620)	-
Payment of bank borrowings	(9,562)	(245)
Payment of hire purchase payable	(169)	(472)
Purchase of treasury shares	(37)	(143)
Changes in fixed deposits with licensed bank	(1,378)	245
<b>Net cash generated from/(used in) financing activities</b>	<b>26,434</b>	<b>(615)</b>
<b>NET CHANGES IN CASH AND CASH EQUIVALENTS</b>	<b>(45,072)</b>	<b>36,218</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR</b>	<b>89,087</b>	<b>52,869</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE YEAR</b>	<b>44,015</b>	<b>89,087</b>

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 30 June 2014)

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2015

**1 Basis of Preparation and Accounting Policies**

The interim financial statements are unaudited and have been prepared in accordance with the requirements of 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 2014. 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 financial year ended 30 June 2014.

The accounting policies adopted by the Group in this interim financial statements are consistent with those adopted for the audited financial statement for the financial year ended 30 June 2014 except for the adoption of the followings which effective for the financial period beginning on or after 1 January 2014 and 1 July 2014.

*Effective for the financial periods beginning on or after 1 January 2014*

Amendments to IC Int 21	Levies
Amendments to FRS 10, FRS 12 and FRS 127	Consolidated Financial Statement, Disclosure of Interests in Other Entities and Separated Financial Statements: Investment Entities
Amendments to FRS 132	Offsetting Financial Assets and Liabilities
Amendments to FRS 136	Recoverable Amount Disclosures for Non Financial Assets
Amendments to FRS 139	Novation of Derivatives and Continuation Hedge Accounting

*Effective for the financial periods beginning on or after 1 July 2014*

Amendments to FRS 119	Defined Benefit Plans: Employee Contribution
Annual improvements to FRSs 2010-2012 Cycle	
Annual improvements to FRSs 2011-2013 Cycle	

The adoption of the abovementioned amendments and improvements to IC Int and FRSs do not have any material impact on the financial position and results 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 period beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 14 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate, including its parent, significant investor and venturer ("Transitioning Entities").

Transitioning Entities will be allowed to defer adoption of the new MFRSs. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2017.

The Group falls within the scope of a Transitioning Entity and has opted to defer adoption of MFRSs. The Group expect to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 30 June 2018.

**2 Seasonality or Cyclicity of Interim Operations**

The operations of the Group were not significantly affected by any seasonal or cyclical factors.

**3 Unusual Items**

There were no unusual items of nature, size or incidence that affecting assets, liabilities, equity, net income or cash flows during the current quarter ended 30 June 2015.

**4 Changes in Estimates**

There were no changes in estimates that have had any material effect in the year ended 30 June 2015.

**5 Issuances, Repurchases, and Repayments of Debts and Equity Securities**

**Share Buy Backs**

During the financial year ended 30 June 2015, the Company has repurchased 51,000 of its issued ordinary shares from the open market for total consideration of RM36,553 including the transaction costs, and this was financed by internally generated funds. The total number of shares repurchased as at 30 June 2015 was 5,822,500, being held as treasury shares in accordance with the requirement of Section 67A of the Companies Act, 1965.

## 6 Dividend Paid

No dividend has been paid during the financial year ended 30 June 2015.

## 7 Segment Reporting

Year ended 30 June 2015

	Investment Properties RM'000	Property Development RM'000	Timber Related RM'000	Others RM'000	Total RM'000
Segment revenue	20,298	5,968	-	2,924	29,190
Segment results	3,791	2,201	(569)	(2,912)	2,511
Interest income					1,615
Profit from operations					4,126
Finance cost					(27)
Profit before tax					4,099
Income tax					(10,815)
Loss for the year					(6,716)

Year ended 30 June 2014

	Investment Properties RM'000	Property Development RM'000	Timber Related RM'000	Others RM'000	Total RM'000
Segment revenue	19,906	264,203	2,980	0	287,089
Segment results	21,552	140,312	3,941	(8,072)	157,733
Interest income					1,806
Profit from operations					159,539
Finance cost					(28)
Profit before tax					159,511
Income tax					(44,081)
Profit for the year					115,430

## 8 Valuation of Property, Plant and Equipment, Investment Properties and Development Properties

There has been no valuation undertaken by the Group since the last annual financial statements for the financial year ended 30 June 2015.

## 9 Significant Events

On 27 June 2014, Seal Properties Sdn Bhd, a wholly-owned subsidiary of Seal Incorporated Berhad, entered into a Sale and Purchase Agreement with Ascall Sdn Bhd ("Ascall") to purchase all that pieces of land and hereditaments known as Geran Mukim No. Hakmilik 557, Lot No. 370, Tempat Batu Maung, Mukim 12, Daerah Barat Daya, Pulau Pinang with area measuring approximately 80,107 square feet and Geran Mukim No. Hakmilik 1145, Lot No. 377, Tempat Bayan Lepas, Mukim 12, Daerah Barat Daya, Pulau Pinang with area measuring approximately 44,023 square feet respectively from Ascall for a total consideration of RM18,619,437.30. An announcement was made on the even date.

On 23 September 2014, Seal Properties Sdn Bhd had granted Ascall extension period of another thirty (30) days until 24 October 2014 to obtain its shareholders' approval and that of its holding company, Acme Holdings Berhad. On 24 October 2014, the Proposed Acquisition has been approved by the shareholders of Acme Holdings Berhad. Announcements were made on the even date respectively.

On 28 November 2014, the Conditions Precedents in the Sale and Purchase Agreement dated 27 June 2014 have been fulfilled and the Balance Purchase Price was paid on 6 February 2015, marking the completion of the Proposed Acquisition. Announcements were made on the even date respectively.

## 10 Material Subsequent Events

There were no material subsequent events at the date of this announcement.

## 11 Changes in the Composition of the Group

### Acquisitions

On 8 July 2014, Seal Incorporated Berhad ("SEAL") acquired:

i) forty nine (49) ordinary shares of RM1/-each representing 49% of the total issued and paid up share capital of Seal Properties (SP) Sdn Bhd ("SPSP") for a total consideration of RM1,000,000.00 and resulting in SPSP becoming a wholly-owned subsidiary of SEAL; and

ii) forty nine (49) ordinary shares fo RM1/-each representing 49% of the total issued and paid up share capital of Seal City Sdn Bhd ("SCSB") for a total consideration of RM230,000.00 and resulting in SCSB becoming a wholly-owned subsidiary of SEAL.

## 12 Contingent Liabilities and Contingent Assets

There were no changes in contingent liabilities or contingent assets since the end of the last annual reporting date.

## 13 Commitments

### Joint venture commitments

- i) balance of cash consideration of RM41,749,280; and
- ii) construction of one block of commercial building, actual cost of which is yet to be ascertained.

## 14 Operating Lease Commitments

	As at 30 June 2015 RM'000
Not later than one year	10,116
Later than one year and not later than five years	4,018
	<u>14,134</u>

The operating lease commitments are in respect of leaseback of Selayang Mall for a term of ten years.

## 15 Related Party Transactions

There were no related party transactions for the financial year ended 30 June 2015.

## **ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS**

### 16 Review of Performance of the Company and Its Principal Subsidiaries

For the current quarter under review, the Group recorded total revenue of RM8.4 million and profit before taxation of RM1.2 million as compared to the revenue of RM10.1 million and loss before taxation of RM7.6 million in the preceding year corresponding quarter. The revenue and profit before taxation were mainly contribute from Investment Properties segment, Property Development segment and turnkey management income from a development project known as "Queensville", located at Cheras, Kuala Lumpur.

For the financial year ended 30 June 2015, the Group recorded a total revenue of RM29.2 million and profit before taxation of RM4.1 million as compared to the revenue of RM287.1 million and profit before taxation of RM159.5 million in the preceding

The decrease in both revenue and profit before taxation were mainly due to the absence of income from Bayan City which was completed in the previous financial year ended 30 June 2014 and slow down of timber operations during the financial year ended 30 June 2015. The loss after taxation of RM6.7 million were mainly due to deferred tax asset (refer Note 20) charged out during the current quarter.

### 17 Material Changes for the Current Quarter as Compared with the Preceding year

There are no material changes in the current quarter as compared with the preceding year.

### 18 Prospect

Despite continued challenge in local property market due to the cooling measures implemented by the Financial Institutions and inflationary effect in current volatile economic environment, the Group remains optimistic by taking steps to increase its revenue particularly in a development project known as "Queensville", located at Cheras, Kuala Lumpur. The Group expects a steady stream of income from its investment property segment and contribution from its property construction and development segment in next financial year. Barring any unforeseen circumstances, the Group is confident it will continue to deliver a satisfactory results in next financial year.

### 19 Variance from Forecast Profit and Profit Guarantee

The Group has not provided any profit forecast or profit guarantee.

## 20 Income Tax Expenses

	Current quarter RM'000	Financial period to date RM'000
Malaysian income tax:		
- Current tax expense	237	2,255
- (Over)/under provision in prior year	(10)	836
Deferred tax expense	7,724	7,724
	<u>7,951</u>	<u>10,815</u>

The Group's effective tax rate for the financial year was higher than the statutory rate mainly due to deferred tax assets charged out and losses incurred by certain subsidiary companies were also not available for set off against taxable profits in other companies within the Group.

## 21 Corporate Proposals

There were no corporate proposals announced but not completed as at the date of this announcement.

## 22 Group Borrowings and Debts Securities

Total Group borrowings as at 30 June 2015 are as follows:

	Secured RM'000
<u>Long term borrowings</u>	
Term loans	<u>34,824</u>
<u>Short term borrowings</u>	
Term loans	<u>12,809</u>

## 23 Changes in Material Litigation

There were no material litigation as at the date of this announcement.

## 24 Dividends

No dividend has been proposed for the financial year ended 30 June 2015.

## 25 Earnings Per Share

### Basic Earnings per Share

The calculation of basic earnings per share is based on the profit attributable to the owners of the parent of RM5,522,773 divided by the weighted average number of ordinary shares in issue as at 30 June 2015 of 215,612,124 shares after taking into the effects of share buy back of the Company.

### Diluted Earnings per Share

There is no diluted earnings per share as there were no potential dilutive ordinary shares as at 30 June 2015.

## 26 Disclosure of Realised and Unrealised Profits

	As at 30 June 2015 RM'000	As at 30 June 2014 RM'000
The retained profits of the Company and its subsidiaries		
- Realised	104,802	101,047
- Unrealised	-	7,718
	<u>104,802</u>	<u>108,765</u>
Add : Consolidation adjustments	1,910	3,470
Total retained profits as per consolidated accounts	<u>106,712</u>	<u>112,235</u>

## 27 Profit before taxation

	3 months ended 30 June 2015 RM'000	Year-to-date ended 30 June 2015 RM'000
Profit before taxation is arrived at after crediting/(charging):		
Bad debts written off	-	(28)
Depreciation	(96)	(397)
Dividend income	436	2,067
Fixed assets written off	-	(306)
Loss on disposal of property, plant and equipment	-	(29)
Gain on redemption of investment	12	69
Allowance for impairment loss	-	(135)
Interest expenses	(6)	(27)
Interest income	<u>199</u>	<u>1,615</u>

Save as disclosed above, there were deposit written off, no impairment of assets, foreign exchange gain or loss, gain or loss on derivatives and exceptional items for the current quarter and the financial year ended 30 June 2015.

## 28 Auditors' Report on Preceding Annual Financial Statements

The auditors' report in respect of financial statements for the financial year ended 30 June 2014 was not subject to any qualification.