

TIME ENGINEERING BERHAD (10039-P)

UNAUDITED INTERIM FINANCIAL REPORT

FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

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UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

CONDENSED CONSOLIDATED INCOME STATEMENTS

	INDI	VIDUAL QUARTER	CUMULA	ATIVE QUARTER
	Current quarter 31.12.2004 RM'000	Preceding year corresponding quarter 31.12.2003 RM'000	Twelve months to 31.12.200 4 RM'000	Preceding year corresponding period 31.12.2003 RM'000
Revenue	13,096	201,839	444,077	403,829
Operating expenses	(21,553)	(182,692)	(431,257)	(381,884)
Other operating income (Note A)	595	28,281	85,306	42,019
Profit/(Loss) from operations	(7,862)	47,428	98,126	63,964
Interest Income	82	539	626	2,834
Finance costs	(20,427)	(20,575)	(71,258)	(99,226)
Loss on dilution of interest in subsidiary	-	-	(14,983)	-
Share in results of associate Companies (Note B)	(355,732)	587	(371,549)	167,437
Profit/(Loss) before taxation	(383,939)	27,979	(359, 038)	135,009
Income tax credit/(expense)	6,011	(4,164)	8,744	(1,654)
Profit/(Loss) after tax ation	(377,928)	23,815	(350, 294)	133,355
Minority interests	(1,163)	(2,922)	(16,837)	(9,974)
Net profit/(loss) attributable to shareholders	(379,091)	20,893 ======	(367,131)	123,381 =====
Earnings /(Loss) per share - basic - diluted	(51.3) sen NA	2.7 sen NA	(49.8) sen NA	16.4 sen NA

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

year Twelve	Proceeding year esponding
RM'000 RM'000 RM'000	period 31.12.2003 RM'000
(Note A)	
Other Operating Income comprises the following:	
Debt waiver from creditors of a subsidiary company 53,334	-
Gain on disposal of investment - 22,777 -	22,777
Others 595 5,504 31,972	19,242
595 28,281 85,306	42,019
year Twelve	QUARTER Proceeding year esponding period 31.12.2003 RM'000
(Note B)	
Included in the share in results of associate companies are the shares in exceptional items as follows:	
Additional impact on telecommunications network depreciation charge as a result of change in depreciation method from revenue base to straight line 319,924 - 319,924	-
Additional impact on the provision for doubtful debt as a result of change in basis of allowance for doubtful debt 11,718 - 11,718	-
331,642 - 331,642	-

The Condensed Consolidated Income Statements should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2003.

Note: NA denotes "Not Applicable"

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

CONDENSED CONSOLIDATED BALANCE SHEET

NON CURRENT ASSETS	Unaudited as at 31.12.2004 RM'000	Audited as at 31.12.2003 RM'000
Property, plant and equipment Investments in associate companies Long term investments Intangible assets Deferred tax	12,096 866,101 170,618 1,235 4,731	49,181 1,327,703 534 2,317
	1,054,781	1,37 9,735
CURRENT ASSETS Inventories Trade receivables and other receivables Investments held for disposal Deposits, cash and bank balances	1,637 620,197 57,123 678,957	294,949 265,193 280,129 187,392 1,027,663
CURRENT LIABILITIES Trade payables Other payables Short term borrowings (Note 21) Current portion of long term borrowings Provision for taxation	78,841 41,238 958,975 224,177 2,648	452,479 88,597 136,574 107,819 502
	1,305,879	785,971 —————
NET CURRENT ASSETS/(LIABILITIES)	(626,922) 427,859 ======	241,692 ————————————————————————————————————
FINANCED BY:		
Issued capital Loan stocks Reserves	768,155 21,199 (369,329)	765,029 14,228 5,153
Shareholders' fund Minority interests Long term borrowings Deferred taxation	420,025 7,645 189	784,410 4,346 832,666 5
	427,859 ======	1,621,427 ======
Net Tangible Assets per share (RM)	0.55 =======	1.02

The Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2003.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Issued Capital	Loan Stocks RM'000	Share <u>Premium</u> RM'000	Capital Reserve RM'000	Accumulated Loss RM'000	Reserves RM'000	<u>Total</u> RM'000
Balance as at 31 December 2004	RM'000	RIVI UUU	KW 000	KW UUU	KIM 000	RIWI UUU	RIVI UUU
Balance at beginning of the year	765,029	14,228	1,696,684	18,419	(1,709,950)	5,153	784,410
Net loss for the year	-	-	-	-	(367,131)	(367, 131)	(367,131)
Interest expense on loan stocks	-	-	-	-	(596)	(596)	(596)
Disposal of Loan Stocks held by subsidiaries	-	16,316	-	-	(12,974)	(12,974)	3,342
Conversion of loan stocks	3,126	(9,345)	6,219	-	-	6,219	-
Balance at end of the year	768, 155	21,199	1,702,903	18,419	(2,090,651)	(369, 329)	420,025
Balance as at 31 December 2003							
Balance at beginning of the year	746,413	69,892	1,659,636	18,419	(1,829,823)	(151,768)	664,537
Net profit for the year	-	-	-	-	123,381	123,381	123, 381
Interest expense on loan stocks	-	-	-	-	(3,508)	(3,508)	(3,508)
Conversion loan stocks	18,616	(55,664)	37,048	-	-	37,048	-
Balance at end of the year	765,029	14,228	1,696,684	18,419	(1,709,950)	5,153	784,410

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2003.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

Twelve months to

5,126

(392, 197)

897

Twelve months to

(5,362)

20,964

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

FOR THE PERIOD ENDED 31 DECEMBER 2004

Taxation recovered/(paid)

Net cash flow from /(used in) operating activities

Interest received

31.12.2003 RM'000
135,009
32,771
99,226
(5,761)
(167,437)
10,329
(2,418)
-
-
- (22,777)
(3,437)
- (629)
74,876
(408,199)
359,649
26,326
3

CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES		
Net proceeds from disposals of property, plant and equipment Additions to property, plant and equipment Capital repayment from an associate company	2,122 (4,743) 169,798	67,301 (11,641) 565,994
Net cash outflow from disposal of subsidiary companies Net proceeds from disposals of loan stock held by subsidiaries	(5,222) 3,342	(48,192)
Purchase of EPE right issue	(3,298)	-
Others	(547)	(7,068)
Net cash flow from investing activities	161,452	566,394
CASH FLOW FROM/(USED IN) FINANCING ACTIVITIES		
Drawdown of bank borrowings	414,741	23,656
Repayment of bank borrowings/redemption of Bonds	(206, 125)	(444,841)
Interest paid	(99,616)	(119,449)
Others	(475)	6,243
Net cash flow from/(used in) financing activities	108,525	(534,391)
NET CHANGES IN CASH AND CASH EQUIVALENTS	(122,220)	52,967
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	178,686	125,719
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	56,466	178,686
	=======	=======

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2003.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART A - EXPLANATORY NOTES PURSUANT TO MASB 26, PARAGRAPH 16

1 ACCOUNTING POLICIES

The Quarterly Consolidated Financial Statements have been prepared in accordance with MASB 26 Interim Financial Reporting and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad (formerly known as Malaysia Securities Exchange Berhad), and should be read in conjunction with the Group's financial statements for the year ended 31 December 2003. The accounting policies, method of computation and basis of consolidation adopted for the interim financial reports are consistent with those adopted for the annual financial statements for the year ended 31 December 2003, other than the adoption of MASB 31 - Accounting for Government Grants which was adopted in compliance with MASB requirements.

In compliance with MASB requirements, the Group adopted MASB 31 with effect from 1 January 2004. The adoption of MASB 31 has no significant impact on the Consolidated Financial Statements and does not give rise to any adjustments to the opening balances of accumulated loss of the prior year and the Income Statement of the current year or to the comparatives.

2 STATUS OF AUDIT QUALIFICATION

The audit report on the Group's financial statements for the year ended 31 December 2003 w as not qualified.

3 SEASONAL OR CYCLICAL FACTORS

The Group's operations are not subject to any seasonal or cyclical factors.

4 CHANGES IN ESTIMATES

The financial statements for the quarter ended 31 December 2004 does not have any material changes in estimates reported in the previous quarter.

5 DEBT AND EQUITY SECURITIES

There were no issuances, cancellations, repurchases, resale and/or repayments of debt and equity securities during the financial year ended 31 December 2004 other than as follows:

(a) Conversion of Loan Stocks

The Company allotted and issued 3,126,000 new ordinary shares of RM1.00 each pursuant to the conversion of RM9,345,000 of the Company's Irredeemable Convertible Unsecured Loan Stocks 2000/2005 ("Loan Stocks") at the conversion price of RM2.99 per new ordinary share of RM1.00 each. As a result of the conversion, the enlarged issued and paid up share capital of the Company has increased to 768,155,000 ordinary shares of RM1.00 each as at 31 December 2004.

(b) USD Bonds

The Company made a redemption of its Tranche II amounting to RM106.6 million and made partial early redemption of its Tranche III due on 30 June 2005 amounting to RM52.9 million.

(c) Term Loan

The Company prepaid its term loan due on 30 June 2005 amounting to RM38.4 million.

6 DIVIDENDS

The Directors do not recommend payment of any dividend for the financial year ended 31 December 2004 (2003:Nil).

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART A - EXPLANATORY NOTES PURSUANT TO MASB 26, PARAGRAPH 16

7 SEGMENTAL INFORMATION

(a) Segment information for the financial year ended 31 December 2004.

Business Segments	Information Communication Technology RM'000	Power RM'000	Corporate & Others RM'000	Eliminations RM'000	Consolidation RM'000
Revenue	407.050	0.044	7.004	(544)	444.077
 External sales Gross dividend income from 	427,856	9,641	7,091	(511)	444,077
subsidiary company	-	-	32,149	(32,149)	-
Total revenue	427,856	9.641	39.240	(32,660)	444.077
	======	======	======	=======	======
Results					
Profit from Operations	39,018	131	37,582	(31,313)	45,418
Finance costs	(20,924)	7,539	(57,873)	-	(71,258)
Debt waiver from creditors of a subsidiary company	-	53,334	-	-	53,334
Loss on disposal of investmen in a subsidiary company	t				(14,983)
Net Profit before share in resu	ults				40.544
of associate companies					12,511
Share in results of associate companies					(371,549)
Loss before taxation					(359,038)
Income tax credit					8,744
Loss after taxation					(350,294)
					=======

(b) DISCONTINUING OPERATIONS

With the completion of the EPE Acquisitions (as previously reported) on 25 February 2004, the Company's equity interest in EPE Power Corporation Berhad ("EPE") (now known as Ranhill Power Berhad) was diluted from 54.96% to 5.46%. Consequently, the Group no longer consolidates the results of EPE Group with effect from 1 March 2004 and the Company's investment in EPE is diluted to a simple investment. The Group's results for the financial year ended 31 December 2004 however does include the results of EPE Group ("Power Business") for January and February 2004, prior to its deconsolidation as disclosed in Note 7(a) above.

8 PROPERTY, PLANT & EQUIPMENT

The valuations of property, plant and equipment used in the condensed consolidated financial statements have been brought forward without amendment from the previous annual financial statements.

9 MATERIAL EVENTS SUBSEQUENT TO THE CURRENT FINANCIAL PERIOD

In the opinion of the Directors, there are no items, transactions or events of a material and unusual nature which have arisen since 31 December 2004 to the date of this announcement which would substantially affect the financial results of the Group for the financial year ended 31 December 2004.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART A - EXPLANATORY NOTES PURSUANT TO MASB 26, PARAGRAPH 16

10 CHANGES IN THE COMPOSITION OF THE GROUP

For the financial year ended 31 December 2004, the Group did not undertake any material business combination, acquisitions or disposals of subsidiaries and long term investments, restructuring or discontinuing of operations, other than as disclosed in Note 7(b) and Note 18.

11 CONTINGENT LIABILITIES

There were no material changes in the contingent liabilities as at the date of this announcement since the preceding financial year ended 31 December 2003.

12 CAPITAL COMMITMENTS

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

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

13 PERFORMANCE REVIEW FOR THE CURRENT QUARTER AND YEARTO DATE

The Group's revenue for the current quarter was RM13.1 million as compared to RM201.8 million in the corresponding quarter of 2003 when the full recognition of revenue from the Ministry of Education ("MOE") Phase II project was made in 3rd Quarter 2004. On 4 November 2004, TIME Systems Integrators Sdn Bhd, a wholly-owned subsidiary received a Letter of Award from MOE for the supply, testing and commissioning, and maintenance of teaching equipment for a second term (Phase III project) following its successful implementation of the Phase II project. The Phase III is expected to be completed in first quarter of 2005.

Current quarter show ed loss before taxation of RM383.9 million mainly due to the share of loss in results of an associate company of RM355.7 million. The loss in associate company was mainly due to a change in depreciation method from revenue base to straight line and additional provision for bad and doubtful debts as a result of a change in basis of provisioning.

The Group's revenue for the financial year ended 3 December 2004 increased to RM444.1 million from RM403.8 million in the preceding year of 2003 largely from revenue from the MOE project, despite the deconsolidation of its Power Business's results in February 2004. The Group's loss before taxation of RM359.0 million in 2004 was solely due to share of loss in an associate company of RM372.4 million.

14 COMPARISON BETWEEN THE CURRENT QUARTER AND THE IMMEDIATE PRECEDING QUARTER

In the current quarter, the Group's revenue was RM13.1 million compared to RM33.8 million in the immediate preceding quarter mainly attributed to full recognition of revenue from MOE Phase II project in 3rd Quarter 2004.

The Group's loss before taxation in the current quarter was RM383.9 million as compared to a loss before taxation of RM5.5 million in the immediate preceding quarter. The loss before taxation in the current quarter was largely due to the share of loss of an associate company of RM355.7 million.

15 PROSPECTS FOR THE FINANCIAL YEAR 2005

The Group anticipates that its 2005 performance will improve in view of opportunities in the Information Communication Technology sector in the next few years.

However, the performance of an associate company will affect the Group's results.

16 VARIANCE FOR ACTUAL AND FORECAST PROFIT

The Company did not issue any profit forecast or profit guarantee during the financial year .

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

17 INCOME TAX CREDIT/(EXPENSE)

	Individual Quarter Preceding		Cumula	ative Quarter Preceding
	Current year quarter 31.12.200 4 RM'000	year corresponding quarter 31.12.200 3 RM'000	Twelve months to 31.12.2004 RM'000	year corresponding period 31.12.2003 RM'000
Malaysian taxation				
 Current taxation Over/(under) provision in prior year deferred taxation Share in tax ation expense of 	(1,826) 3,756 731	(1,399) (280) (2,152)	(7,540) 3,756 4,731	(3,294) (280) (6,901)
associate companies - Recovery of tax deducted at source on dividend received from	(284)	(333)	(597)	(419)
subsidiary companies	3,634	-	8,394	9,240
	6,011	(4, 164)	8,744	(1,654)

The estimated income taxation expense of RM7.5 million in current year was accrued by profitable subsidiaries.

18 DISPOSAL OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There were no disposal of unquoted investments and/or properties in the financial year ended 31 December 2004 other than as follows:

With the completion of the acquisition of X-Calibre Online Sdn Bhd from UEM Land Sdn Bhd (for merly known as "Renong Berhad") on 9 January 2004, the following assets were transferred to UEM Land Sdn Bhd for the full settlement of the purchase consideration of RM800,000:

- 17,195,000 ordinary shares of RM1.00 each representing 17.2% of the equity interests in Probalance Sdn Bhd ("Probalance"), held by Toplink Advisory & Management Services Sdn Bhd ("Toplink"), a whollyowned subsidiary of TIME, to UEM Land for a consideration of RM500,000; and
- a piece of freehold agricultural land ("Land") owned by Eternaland Sdn Bhd, a wholly-owned subsidiary of TIME, measuring approximately 2.022 acres (8,182 sq meter) which is located at Lot No. 247, Title No. GM 237 in the Mukim of Pulai, Johor Bahru to UEM Land for a consideration of RM300,000.

19 ACQUISITIONS AND DISPOSALS OF QUOTED SECURITIES

- There were no acquisitions or disposals of quoted securities in the financial year ended 31 December 2004.
- b) Investments in quoted securities as at 31 December 2004.

RM'000

At carrying value At market value

1,035,501 820,471

20 STATUS OF CORPORATE PROPOSALS ANNOUNCED BUT NOT COMPLETED AS AT THE DATE OF THIS ANNOUNCEMENT

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

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

21 GROUP BORROWINGS AND DEBT SECURITIES

	As at 31.12.2004 RM'000
Long Term Borrowings (Secured)	
USD Bonds	224,177
Bank borrowings from domestic banks	189
	224,366
Less: Current portion shown under current liabilities	(224,177)
	189
	109
Short Term Borrowings (Secured)	
Project financial from domestic banks	438,397
Bank borrowings from domestic banks	520,578
	958,975
	=======
CASH AND CASH EQUIVALENTS	
OAGITAND GAGIT EQUIVALENTO	As at
	31.12.2004
	RM'000
Deposits, cash and bank balances	57,123
Bank overdrafts (included in short term borrowings)	(657)

23 OFF BALANCE SHEET FINANCIAL INSTRUMENTS

Cash and Cash Equivalents at end of the year

There were no financial instruments with off-balance sheet risks as at the date of this announcement.

24 MATERIAL LITIGATION

22

The Company and its subsidiaries have no outstanding material litigation as at the date of this announcement.

56,466

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2004

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

25 EARNINGS PER SHARE ("EPS")

Basic EPS	Current quarter 31.12.2004	Current year to date 31.12.2004
Net loss attributable to shareholders (RM'000) Other movements in accumulated losses as per	(379,091)	(367, 131)
Statement of Changes in Equity (RM'000)	(13,570)	(13,570)
Weighted average number of shares ('000) Basic EPS (sen)	(392,661) 765,739 (51.3) sen	(380,701) 765,221 (49.8) sen

The fully diluted earnings per share for the year ended 3 December 2004 is not presented as the average market value of the shares of the Company is lower than the subscription price for the outstanding warrants and the conversion of the convertible loan stocks to ordinary shares would result in an anti-dilution situation.

By Order of the Board

Kuala Lumpur 28 February 2005 SAPIAH JAMALUDIN (MAICSA 0807355) Secretary