

PAN MALAYSIA CAPITAL BERHAD

Company No : 76771 - M

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2013

The figures have not been audited

**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2013**

	SECOND QUARTER		CUMULATIVE 6 MONTHS	
	30.06.2013 RM'000	30.06.2012 RM'000	30.06.2013 RM'000	30.06.2012 RM'000
Revenue	7,094	3,813	9,752	9,726
Cost of services	(3,431)	(1,652)	(4,806)	(5,063)
Gross profit	3,663	2,161	4,946	4,663
Other income	250	409	572	734
Other operating expenses	(3,695)	(4,142)	(7,984)	(7,914)
Profit/(Loss) from operations	218	(1,572)	(2,466)	(2,517)
Non-operating income (refer Note A3)	612	1,957	3,297	5,582
Finance costs	(638)	(658)	(1,281)	(1,344)
Profit/(Loss) before tax	192	(273)	(450)	1,721
Tax expense	(47)	(319)	(93)	(376)
Profit/(Loss) for the financial period	145	(592)	(543)	1,345
Other comprehensive income, net of tax	-	-	-	-
Total comprehensive income/(loss) for the financial period	145	(592)	(543)	1,345
	Sen	Sen	Sen	Sen
Earnings/(Loss) per share:				
- Basic/Diluted	0.02	(0.07)	(0.07)	0.16

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

PAN MALAYSIA CAPITAL BERHAD

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**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2013**

	30.06.2013 RM'000	31.12.2012 RM'000 Audited
ASSETS		
Non-current assets		
Property, plant and equipment	7,703	8,093
Other investments	-	200
Intangible assets	44,037	44,037
Goodwill on consolidation	1,580	1,580
Deferred tax assets	5,001	5,001
Deposits	234	231
	<u>58,555</u>	<u>59,142</u>
Current assets		
Other investments	1,894	1,717
Trade and other receivables	147,030	50,317
Current tax assets	1,232	995
Deposits, cash and bank balances	39,205	75,036
	<u>189,361</u>	<u>128,065</u>
TOTAL ASSETS	<u>247,916</u>	<u>187,207</u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders		
Share capital	326,124	326,124
Reserves	30,350	30,350
Accumulated losses	(329,277)	(328,734)
Total Equity	<u>27,197</u>	<u>27,740</u>
Current liabilities		
Amounts owing to brokers and clients	84,382	25,014
Other payables and accruals	81,983	80,099
Borrowings - unsecured	54,354	54,354
Total Liabilities	<u>220,719</u>	<u>159,467</u>
TOTAL EQUITY AND LIABILITIES	<u>247,916</u>	<u>187,207</u>
	RM	RM
Net assets per share attributable to equity holders	<u>0.03</u>	<u>0.03</u>

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

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**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2013**

	<u>Non Distributable</u>		Accumulated Losses	Total Equity
	Share Capital	Other Reserves		
CUMULATIVE 6 MONTHS	RM'000	RM'000	RM'000	RM'000
Balance as at 01.01.2013	326,124	30,350	(328,734)	27,740
Total comprehensive loss	-	-	(543)	(543)
Balance as at 30.06.2013	326,124	30,350	(329,277)	27,197
Balance as at 01.01.2012	326,124	30,350	(215,179)	141,295
Total comprehensive income	-	-	1,345	1,345
Balance as at 30.06.2012	326,124	30,350	(213,834)	142,640

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

PAN MALAYSIA CAPITAL BERHAD

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**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2013**

	CUMULATIVE 6 MONTHS	
	30.06.2013	30.06.2012
	RM'000	RM'000
Cash Flows From Operating Activities		
(Loss)/Profit before taxation	(450)	1,721
Adjustments for:-		
Depreciation	401	455
Finance costs	1,281	1,344
Interest income	(1,906)	(1,358)
Other non-cash items	(255)	(857)
Operating (loss)/profit before working capital changes	(929)	1,305
Net change in working capital	(36,739)	(459)
Interest paid	(14)	(69)
Interest received	1,362	643
Tax paid	(330)	(393)
Net cash flows (used in)/from operating activities	(36,650)	1,027
Cash Flows From Investing Activities		
Interest received	544	715
Purchase of property, plant and equipment	(11)	(27)
Proceeds from disposal of property, plant and equipment	-	24
Proceeds from disposal of long term investments	287	-
Withdrawals of deposits pledged to a licensed bank	150	-
Net cash flows from investing activities	970	712
Cash Flows From Financing Activities	-	-
Net (Decrease)/Increase In Cash and Cash Equivalents	(35,680)	1,739
Cash And Cash Equivalents At Beginning Of The Period	74,668	74,366
Cash And Cash Equivalents At End Of The Period	38,988	76,105
Cash And Cash Equivalents consist of:-		
Deposits, cash and bank balances	39,205	76,466
Deposits pledged to banks	(217)	(361)
	38,988	76,105

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

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NOTES TO THE INTERIM FINANCIAL REPORT

A. EXPLANATORY NOTES PURSUANT TO MFRS 134 INTERIM FINANCIAL REPORTING

A1. Basis of Preparation

The interim financial statements, other than for financial instruments, have been prepared under the historical cost convention. Certain financial instruments have been carried at fair value in accordance to Malaysian Financial Reporting Standards ("MFRS") 139 Financial Instrument: Recognition and Measurement.

The interim financial statements are unaudited and have been prepared in accordance with the requirements of MFRS 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 for the year ended 31 December 2012. 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 December 2012.

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2012 except for the adoption of the following new MFRSs, Amendments to MFRSs and IC Interpretations which are applicable for the Group's financial period beginning 1 January 2013 :-

MFRS 3	<i>Business Combinations</i>
MFRS 10	<i>Consolidated Financial Statements</i>
MFRS 11	<i>Joint Arrangements</i>
MFRS 12	<i>Disclosure of Interests in Other Entities</i>
MFRS 13	<i>Fair Value Measurement</i>
MFRS 119	<i>Employee Benefits (revised)</i>
MFRS 127	<i>Consolidated and Separate Financial Statements (revised)</i>
MFRS 128	<i>Investments in Associates and Joint Ventures (revised)</i>
Amendments to MFRS 1	<i>First-time Adoption of MFRS - Government Loans</i>
Amendments to MFRS 7	<i>Financial Instruments: Disclosures - Offsetting Financial Assets and Financial Liabilities</i>
Amendments to MFRS 10	<i>Consolidated Financial Statements: Transition Guidance</i>
Amendments to MFRS 11	<i>Joints Arrangements: Transition Guidance</i>
Amendments to MFRS 12	<i>Disclosure of Interests in Other Entities: Transition Guidance</i>
Amendments to MFRS 101	<i>Presentation of Items of Other Comprehensive Income</i>
Annual Improvements to IC Interpretations and MFRSs 2009 - 2011 Cycle	

The adoption of the above pronouncements did not have any impact on the financial statements of the Group.

A2. Seasonal or Cyclical Factors

The businesses of the Group are not materially affected by seasonal or cyclical factors.

A3. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size, or incidence in the financial period ended 30 June 2013 other than the non-operating income/(expense) as follows:-

	SECOND QUARTER		CUMULATIVE 6 MONTHS	
	30.06.2013 RM'000	30.06.2012 RM'000	30.06.2013 RM'000	30.06.2012 RM'000
Bad debts recovered	20	2,177	3,065	5,316
Gain on disposal of property, plant and equipment	-	-	-	12
Gain on disposal of other investments (non-current)	87	-	87	-
(Loss)/gain on foreign exchange (realised)	(146)	26	(22)	272
Reversal of impairment/(impairment) on other investments	711	(414)	177	(414)
(Impairment)/reversal of impairment on receivables	(60)	168	(10)	396
	<u>612</u>	<u>1,957</u>	<u>3,297</u>	<u>5,582</u>

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A4. Changes in Estimates Reported in Prior Interim Years

There were no changes in estimates of amounts reported in prior financial year, which may have a material effect during the financial period ended 30 June 2013.

A5. Issuances, Cancellations, Repurchases, Resale and Repayments of Debts and Equity Securities

There were no issuances or repayments of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the financial period ended 30 June 2013.

A6. Dividends Paid

No dividend was paid during the financial period ended 30 June 2013 .

A7. Operating Segment

Segmental information is not provided as the activities of the Group comprise principally stockbroking and related services, which are conducted in Malaysia.

A8. Material Events Subsequent to the End of the Interim Period

There were no material events subsequent to the financial period ended 30 June 2013 that have not been reflected in the interim financial statements for the said year as at the date of this report.

A9. Changes in the Composition of the Group

There were no changes in the composition of the Group in the financial period ended 30 June 2013.

A10. Commitments and Contingent Liabilities

The Group does not have any material contingent liabilities and capital commitments as at the date of this report.

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B. ADDITIONAL INFORMATION REQUIRED PURSUANT TO THE BURSA SECURITIES MAIN MARKET LISTING REQUIREMENTS

B1. Review of Performance

The Group recorded revenue of RM9.8 million for the period ended 30 June 2013 compared with the revenue of RM9.7 million for the same period last year.

The gross brokerage income of the Group decreased by 8.8% compared to the same period last year due to lower trading activities in the first quarter of 2013. However, the increase in interest income from margin financing improved the overall revenue.

The Group recorded loss before tax ("LBT") of RM0.5 million for the period ended 30 June 2013 compared to profit before tax ("PBT") of RM1.7 million for the same period last year mainly due to lower debt recovery by the stockbroking subsidiary.

B2. Comparison with Preceding Quarter's Results

The Group recorded revenue of RM7.1 million and PBT of RM0.2 million for the current quarter compared with the revenue of RM2.7 million and LBT of RM0.6 million recorded in the preceding quarter. The higher revenue in the current quarter was mainly due to higher gross brokerage income which is in tandem with the increase in Bursa Malaysia trading activities. Higher interest income from margin financing also contributed to the increase in revenue. The Group recorded PBT for the current quarter mainly due to higher revenue recorded by the stockbroking subsidiary.

B3. Year 2013 Prospects

Despite the challenging global economy, the Malaysian economy is expected to grow between 4.5% and 5.0%. The Group expects the business environment for the financial year ending 31 December 2013 to be challenging. Nevertheless, the Group will strengthen its stockbroking activities with various strategies to improve its financial performance. These include plans to rationalise its branch network, enlarge its team of dealer's representatives, participate more actively in IPO financing and increase the use of margin financing. Also, we aim to form a new corporate finance team during the year.

B4. Variance on Forecast Profit/Profit Guarantee

This is not applicable to the Group.

B5. Profit/(Loss) before tax

Included in the profit/(loss) before tax are the following:-

	SECOND QUARTER		CUMULATIVE 6 MONTHS	
	30.06.2013	30.06.2012	30.06.2013	30.06.2012
	RM'000	RM'000	RM'000	RM'000
Interest income	1,246	777	1,906	1,358
Depreciation	(197)	(224)	(401)	(455)

B6. Tax Expense

Tax expense comprises the following:-

	SECOND QUARTER		CUMULATIVE 6 MONTHS	
	30.06.2013	30.06.2012	30.06.2013	30.06.2012
	RM'000	RM'000	RM'000	RM'000
Current tax expense	47	103	93	160
Under provision in respect of prior years	-	216	-	216
	47	319	93	376

The tax provision of the Group is mainly due to taxable profits of certain subsidiaries and the absence of group relief on losses incurred by other subsidiaries.

B7. Status of Corporate Proposals

On 26 February 2013, the Board announced that the Company is considered a Practice Note 17 ("PN17") company pursuant to Paragraph 2.1(a) of PN17 and Paragraph 8.04 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The PN17 criteria was triggered as a result of the Company's latest unaudited financial statements for the financial year ended 31 December 2012 that was announced on 26 February 2013 stating that the Company's shareholders' equity on a consolidated basis is 25% or less of the issued and paid-up capital and such shareholders' equity is less than RM40 million.

On 1 August 2013, the Board of Directors of the Company has announced that the Company is still in the process of formulating a plan to regularise the Company's financial condition. The Company has approximately six (6) months to submit its Regularisation Plan to the relevant authorities for approval.

Other than the above, there are no outstanding corporate proposals as at the date of this report.

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B8. Group Borrowings and Debt Securities

- (i) As at 30 June 2013, no bank facilities were utilised by the Group.
- (ii) The Company has a term loan of RM54.3 million due to a company related to a corporate shareholder of the Company. The term loan is measured at amortised cost.

B9. Derivative Financial Instruments

There were no derivative financial instruments as at the date of this report.

B10. Fair Values Changes Of Financial Liabilities

As at 30 June 2013, the Group does not have any financial liabilities measured at fair value through profit or loss.

B11. Realised and Unrealised Profits/(Losses)

The accumulated losses of the Group comprised the following:-

	At 30.06.2013 RM'000	At 31.12.2012 RM'000 (Audited)
Realised losses	(334,278)	(333,735)
Unrealised profits	5,001	5,001
Total accumulated losses of the Group	<u>(329,277)</u>	<u>(328,734)</u>

B12. Material Litigation

The material litigation of the Group as at the date of this report are as follows:-

Proceedings have been and will be initiated by PM Securities Sdn. Bhd. and Pan Malaysia Equities Sdn. Bhd. against various clients and debtors whose accounts are in default or overdue. As at 15 August 2013, these subsidiaries have filed claims against various clients and debtors in the aggregate sums of RM39.0 million together with interest and costs.

B13. Dividend

No dividend has been recommended by the Board for the financial period ended 30 June 2013 (30 June 2012 : Nil).

B14. Earnings/(Loss) Per Share

- (i) Earnings/(loss) per share :-

The earnings/(loss) per ordinary share is calculated by dividing the profit/(loss) for the financial period with the weighted average number of ordinary shares in issue during the financial period as follows:-

	<u>SECOND QUARTER</u>		<u>CUMULATIVE 6 MONTHS</u>	
	30.06.2013	30.06.2012	30.06.2013	30.06.2012
Profit/(loss) for the financial period (RM'000)	145	(592)	(543)	1,345
Weighted average number of ordinary shares in issue ('000)	815,309	815,309	815,309	815,309
Earnings/(loss) per share (sen)	<u>0.02</u>	<u>(0.07)</u>	<u>(0.07)</u>	<u>0.16</u>

- (ii) Diluted earnings/(loss) per ordinary share is the same as the basic earnings/(loss) per ordinary share as there were no dilutive potential ordinary shares in issue at the end of the reporting period.

B15. Audit Report of Preceding Annual Financial Statements

The audit report of the audited financial statements for the year ended 31 December 2012 was not qualified.

BY ORDER OF THE BOARD
PAN MALAYSIA CAPITAL BERHAD

Soo-Hoo Siew Hoon
Lee Chik Siong
Joint Company Secretaries
26 August 2013