

## QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	AS AT 31.10.2012  RM'000	AS AT 31.7.2012 (Audited) RM'000
<b>ASSETS</b>		
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	87,490	88,277
Investment property	240	240
Other investments	528	528
Goodwill on consolidation	1,485	1,485
Deferred tax assets	1,215	1,215
	<b>90,958</b>	<b>91,745</b>
<b>CURRENT ASSETS</b>		
Inventories	564,770	549,210
Trade receivables	1,681	1,322
Non-trade receivables	13,744	13,602
Tax assets	8,434	7,834
Fixed deposits with licensed banks	3,912	3,912
Cash and bank balances	28,585	18,274
	<b>621,126</b>	<b>594,154</b>
<b>TOTAL ASSETS</b>	<b>712,084</b>	<b>685,899</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the Company</b>		
Share Capital	205,176	205,176
Reserves	198,357	186,642
<b>TOTAL EQUITY</b>	<b>403,533</b>	<b>391,818</b>
<b>NON-CURRENT LIABILITIES</b>		
Long-term borrowings	130,853	131,832
Deferred tax liabilities	7,237	7,237
	<b>138,090</b>	<b>139,069</b>
<b>CURRENT LIABILITIES</b>		
Trade payables	24,021	33,032
Non-trade payables	24,705	28,053
Advance from Ultimate Holding Company	15,000	15,000
Amount due to directors (Note 1)	4,080	3,112
Short-term borrowings	98,387	72,104
Provision for taxation	4,268	3,711
	<b>170,461</b>	<b>155,012</b>
<b>TOTAL LIABILITIES</b>	<b>308,551</b>	<b>294,081</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>712,084</b>	<b>685,899</b>

Net assets per share attributable to ordinary equity owners of the Company (RM)

0.98

0.95

**Note 1: Amount due to directors consists of directors' fee and directors' other emoluments.**

(The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 July 2012)

## QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	QUARTER ENDED 31.10.2012	QUARTER ENDED 31.10.2011	PERIOD ENDED 31.10.2012	PERIOD ENDED 31.10.2011
	RM'000	RM'000	RM'000	RM'000
Revenue	194,730	230,646	194,730	230,646
Other operating income	619	579	619	579
Operating expenses	(175,638)	(202,728)	(175,638)	(202,728)
Profit from operations	19,711	28,497	19,711	28,497
Finance costs	(3,812)	(2,675)	(3,812)	(2,675)
Profit before taxation	15,899	25,822	15,899	25,822
Taxation	(4,184)	(8,099)	(4,184)	(8,099)
Profit after taxation	11,715	17,723	11,715	17,723
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income	11,715	17,723	11,715	17,723
Attributable to:--				
Equity holders of the Company	11,715	17,723	11,715	17,723
Non-controlling Interests	-	-	-	-
	11,715	17,723	11,715	17,723
Earnings per share attributable to equity holders of the Company - basic (sen)	2.85	4.32	2.85	4.32

(The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 July 2012)

## QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## Attributable to equity holders of the Company

	Share Capital	<u>Non-distributable Capital Reserve</u>	<u>Distributable Retained Earnings</u>	Total equity
	RM'000	RM'000	RM'000	RM'000
<b>At 1 August 2011</b>	205,176	4,221	136,600	<b>345,997</b>
Total comprehensive income for the year	-	-	17,723	<b>17,723</b>
<b>At 31 October 2011</b>	<b>205,176</b>	<b>4,221</b>	<b>154,323</b>	<b>363,720</b>
<b>At 1 August 2012</b>	205,176	4,221	182,421	<b>391,818</b>
Total comprehensive income for the year	-	-	11,715	<b>11,715</b>
<b>At 31 October 2012</b>	<b>205,176</b>	<b>4,221</b>	<b>194,136</b>	<b>403,533</b>

(The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 July 2012)

**POH KONG**

POH KONG HOLDINGS BERHAD (Company No : 586139-K)

QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	<b>CUMULATIVE QUARTER</b>	
	<b>PERIOD</b>	<b>PERIOD</b>
	<b>ENDED</b>	<b>ENDED</b>
	<b>31.10.2012</b>	<b>31.10.2011</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	15,899	25,822
Adjustments for:		
Depreciation of property, plant and equipment	2,492	2,334
Gain on disposal of property, plant and equipment	(32)	(20)
Property, plant and equipment written off	-	8
Short-term accumulating compensated absences	(104)	(26)
Dividend received	-	(450)
Reversal of allowance for impairment on receivables	(62)	(88)
Interest income	(14)	(19)
Interest expense	3,812	2,675
Operating profit before working capital changes	21,991	30,236
Inventories	(15,560)	(17,652)
Trade receivables	(297)	362
Non-trade receivables	(142)	(1,559)
Trade payables	(9,011)	(919)
Non-trade payables	(3,244)	2,605
Amount due to directors	968	703
Net cash (used in) / generated from operations	(5,295)	13,776
Income tax paid	(4,229)	(3,537)
Net cash (used in) / generated from operating activities	(9,524)	10,239
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Interest received	14	19
Dividend received	-	337
Fixed deposit withdrawn / (pledged)	-	1,500
Proceeds from disposal of property, plant and equipment	32	20
Purchase of property, plant and equipment	(1,704)	(1,326)
Net cash (used in) / generated from investing activities	(1,658)	550
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Interest paid	(3,812)	(2,675)
Net loans raised / (paid)	22,935	(1,251)
Repayment to lease creditors	(721)	(949)
Repayment to hire purchase creditors	(349)	(421)
Net cash generated from / (used in) financing activities	18,053	(5,296)
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>6,871</b>	<b>5,493</b>
<b>OPENING CASH AND CASH EQUIVALENTS</b>	<b>14,819</b>	<b>3,388</b>
<b>CLOSING CASH AND CASH EQUIVALENTS</b>	<b>21,690</b>	<b>8,881</b>
<b>Cash and cash equivalents comprise the following:</b>		
Fixed deposit with licensed banks	1	1
Cash and bank balances	28,585	24,005
Bank overdrafts	(6,896)	(15,125)
	<u>21,690</u>	<u>8,881</u>

(The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 July 2012)

**A. NOTES TO THE INTERIM FINANCIAL REPORT****A1. Accounting Policies and Methods of Computation**

The interim financial report has been prepared in accordance with Financial Reporting Standard ("FRS") 134: Interim Financial Reporting and Chapter 9, Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad, and should be read in conjunction with the Audited Financial Statements for the year ended 31 July 2012.

The significant accounting policies and methods of computation applied in the unaudited condensed interim financial statements are consistent with those adopted in the Annual Financial Statements for the financial year ended 31 July 2012 except for the following:-

**Amendments on the Accounting Policies**

To converge with International Financial Reporting Standards in 2012, the Malaysian Accounting Standards Board ("MASB") had on 19 November 2011, issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRSs"), which are mandatory for annual financial periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture and IC Int. 15 Agreements for Construction of Real Estate, including its parent, significant investor and venturer ("Transitioning Entities").

Transitioning Entities will be allowed to defer the adoption of the new MFRS framework for an additional one year. Consequently, adoption of MFRS framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2013. However, the Group does not qualify as Transitioning Entities and is therefore required to adopt the MFRS framework and prepare its first financial statements using the MFRS framework for the financial period beginning on or after 1 January 2012.

In presenting its first financial statements adopting MFRS framework, the Group may be required to restate the comparative financial statements to amounts reflecting the application of the MFRS framework.

The following are MFRSs, Amendments to MFRSs and IC Int. which are effective after 1 January 2012 :-

## i) Effective for financial period on or after 1 July 2012

Amendments to MFRS 101	Presentation of Items of Other Comprehensive Income
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## ii) Effective for financial period on or after 31 July 2012

MFRS 3	Business Combinations (IFRS 3 Business Combinations issued by IASB in March 2004)
MFRS 127	Consolidated and Separate Financial Statements (IAS 27 Consolidated and Separate Financial Statements revised by IASB in December 2003)
Amendments to MFRS 10, MFRS 11 and MFRS 12	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities : Transition Guidance

Amendments to MFRSs contained in the document entitled "Annual Improvements 2009-2011 cycle"

## iii) Effective for financial period on or after 1 January 2013

MFRS 10	Consolidated Financial Statements
MFRS 11	Joint Arrangement
MFRS 12	Disclosure of Interests in Other Entities
MFRS 13	Fair Value Measurement
MFRS 119	Employee Benefits (IAS 19 as amended by IASB in June 2011)
MFRS 127	Separate Financial Statements (IAS 27 as amended by IASB in May 2011)
MFRS 128	Investments in Associates and Joint Ventures (IAS 28 as amended by IASB in May 2011)
Amendments to MFRS 1	Government Loans
Amendments to MFRS 7	Disclosures - Offsetting Financial Assets and Financial Liabilities
Amendments to MFRS 101	Presentation of Financial Statements
IC Int. 20	Stripping Costs in the Production Phase of a Surface Mine

**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012**

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iv) Effective for financial period on or after 1 January 2014

Amendments to MFRS 132                      Offsetting Financial Assets and Financial Liabilities

v) Effective for financial period on or after 1 January 2015

MFRS 9                      Financial Instruments (IFRS 9 issued by IASB in November 2009)  
                                    Financial Instruments (IFRS 9 issued by IASB in October 2010)

Summary of the Standards and Amendments

MFRS 9 Financial Instruments

This Standard addresses the classification and measurement of financial assets and financial liabilities. All financial assets shall be classified on the basis of the Group's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset. Financial assets and financial liabilities are initially measured at fair value plus, in the case of a financial asset or financial liabilities not at fair value through profit or loss, particular transaction costs. Financial assets and financial liabilities are subsequently measured at amortised cost or fair value. However, changes due to own credit risk in relation to the fair value option for financial liabilities shall be recognised in other comprehensive income.

MFRS 13 Fair Value Measurements

MFRS 13 conceptualises the meaning of fair value and provides a framework on how to measure fair value of assets, liabilities and equity required or permitted by other FRSSs.

MFRS 119 Employee Benefits (revised)

This revised Standard requires the Group to recognise all changes in the defined benefit obligations and in the fair value of related plan assets when those changes occur. The Group is also required to split the changes in the net defined benefit liability or asset into the following three components: service cost (presented in profit or loss), net interest on the net defined benefit liability (presented in profit or loss) and rereasurement of the net defined benefit liability (presented in other comprehensive income and not recycled through profit or loss).

MFRS 124 Related Party Disclosures

MFRS 124 clarifies the definition of a related party to simplify the identification of such relationships and to eliminate inconsistencies in its application. The MFRS 124 expands the definition of a related party and would treat two entities as related to each other whenever a person (or a close member of that person's family) or a third party has control or joint control over the entity, or has significant influence over the entity. The Standard also introduces a partial exemption of disclosure requirements for government-related entities. If a government controlled or significantly influenced an entity, the entity requires disclosures that are important to users of financial statements but eliminates requirements to disclose information that is costly to gather and of less value to users. This balance is achieved by requiring disclosure about these transactions only if they are individually or collectively significant. As this is a disclosure standard, the Standard will have no impact on the financial position and performance of the Group when implemented.

Amendments to MFRS 7 Disclosures – Transfers of Financial Assets

The Amendments amended the required disclosures to help users of financial statements evaluate the risk exposures relating to transfers of financial assets and the effect of those risks on an entity's financial position.

Amendments to MFRS 101 Presentation of Items of Other Comprehensive Income

The Amendments to MFRS 101 changes the grouping of items presented in other comprehensive income. Items that could be reclassified to profit or loss at a future point in time would be presented separately from items which will never be reclassified.

Amendments to MFRS 112 Deferred Tax: Recovery of Underlying Assets

The Amendments apply to the measurement of deferred tax liabilities and deferred tax assets when investment properties are measured using the fair value model under MFRS 140 Investment Property. The Amendments introduce a rebuttable presumption that an investment property measured at fair value is recovered entirely through sale. This presumption is rebutted if the investment property is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

**A2. Audit Report**

The audit report of the preceding Audited Financial Statements of the Company was reported without any qualification.

**A3. Seasonality or Cyclicalities of Operations**

It was a traditional peak trading period for the quarter under review.

**A4. Unusual Items**

There were no unusual and extraordinary items in the current quarter under review.

**A5. Changes in Estimates**

There were no material changes in the estimates used for the preparation of interim financial report.

**A6. Issuance, Cancellation or Repayments of Debt and Equity Securities**

There was no issuance and repayment of debt and equity securities, share buy back, share cancellation, shares held as treasury shares and resale of treasury shares for the current financial year to-date.

**A7. Dividend paid**

No dividend was paid in the quarter under review.

**A8. Segmental Information**

Segmental information is presented in respect of the Group's business segments.

Business segments:

Manufacturing: Manufacturer and dealer of jewellery, precious stones and gold ornaments

Trading: Suppliers and retailers of gold ornaments, jewellery and precious stones

Others: Investment holding

**Results for first quarter ended 31 October 2011**

	Manufacturing Division RM'000	Trading Division RM'000	Others RM'000	Elimination RM'000	Group RM'000
Revenue	18	230,614	14		230,646
Inter-segment Revenue	97,714	87,667	3,899	(189,280)	-
<b>Total Revenue</b>	<b>97,732</b>	<b>318,281</b>	<b>3,913</b>	<b>(189,280)</b>	<b>230,646</b>
Profit before taxation	5,493	26,405	(2,512)	(3,564)	25,822
Profit after taxation	4,120	19,711	(2,544)	(3,564)	17,723

**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012**

<b>Results for first quarter ended 31 October 2012</b>					
	<b>Manufacturing Division RM'000</b>	<b>Trading Division RM'000</b>	<b>Others RM'000</b>	<b>Elimination RM'000</b>	<b>Group RM'000</b>
Revenue	22	194,700	8		194,730
Inter-segment Revenue	78,567	99,004	21,996	(199,567)	-
<b>Total Revenue</b>	<b>78,589</b>	<b>293,704</b>	<b>22,004</b>	<b>(199,567)</b>	<b>194,730</b>
Profit before taxation	4,396	11,186	(1,643)	1,960	15,899
Profit after taxation	3,297	8,481	(2,023)	1,960	11,715

**A9. Valuations of Property, Plant and Equipment**

The Group did not carry out any valuations on property, plant and equipment in the quarter under review.

The valuation of property, plant and equipment and investment property have been brought forward without amendment from previous Audited Financial Statements.

**A10. Material Events Subsequent To The Financial Period**

There was no subsequent material event as at the date of this quarterly report.

**A11. Changes in the Composition of the Company**

There was no change in the composition of the Group for the current quarter and financial year to date including business combination, acquisition or disposal of subsidiaries and long term investment, restructuring or discontinuing of operations.

**A12. Contingent Liabilities**

Poh Kong Jewellers Sdn. Bhd, a wholly owned subsidiary of the Company, has granted a corporate guarantee to Danajamin Nasional Berhad in respect of ICP/IMTN programme up to RM150,000,000 in accordance with the Shariah principle of Commodity Murabahah.

In addition to the above, as at 31 October 2012, a total of RM161,951,999 corporate guarantees has been given in support of banking facilities granted to subsidiary companies; a total of RM8,000,000 corporate guarantee has been given to third party in respect of leasing and hire purchase facilities; a total of RM7,474,928 corporate guarantees has been given to third parties in respect of operating lease arrangements.

Save as disclosed above, there was no change in contingent liabilities since the last annual reporting date.



**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012****B. ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS****B1. Review of Performance**

The Group's revenue for the first quarter under review was lower at RM194.730 million as compared to the revenue in the corresponding quarter last year of RM230.646 million; a decrease of RM35.916 million. The decrease in revenue was mainly due to the fall in demand of gold products, such as gold bars and wafers. In addition, the volatility in gold prices had also affected consumer sentiment in the purchase of jewellery products during the quarter under review.

The Group's profit before tax in the current quarter at RM15.899 million was lower as compared to the profit before tax of RM25.822 million in the corresponding quarter last year; a decrease of RM9.923 million. The decrease in profit before tax was mainly due to the decrease in revenue and the fluctuation in gold price, resulting a thinner profit margin from gold revenue.

The Group's revenue is largely derived from retail segment while the manufacturing segment supplies the finished gold jewellery to the retail segment.

**B2. Comparison with Preceding Quarter's Results (1st Quarter FYE 2013 vs 4th Quarter FYE 2012)**

Financial Indicators:	Q1FYE2013	Q4FYE2012	Variance	Variance
	RM('000)	RM('000)	RM('000)	(%)
Revenue	194,730	204,720	(9,990)	-5%
Profit before taxation	15,899	12,004	3,895	32%
Profit after taxation	11,715	9,544	2,171	23%

The revenue decreased as compared with the preceding quarter was mainly due to a decrease in demand of gold products, such as gold bars and wafers. Profit before tax increased was attributed to an improvement in profit margin and reducing in operating expenses during the quarter under review.

**B3. Current Year Prospects**

For the current financial year, the Group will continue its drive to build market share by enhancing and differentiating its product offerings to its targeted market segments. Towards this purpose, the Group is actively evaluating various initiatives and opportunities to attract new customers through the introduction of new product designs and enhanced customer service.

The unfavourable economy conditions and uncertainties of Eurozone countries, the US fiscal cliff and the high unemployment rates have affected the business and consumer sentiments globally. Malaysian economy remained resilient amid the challenging global economic conditions. However consumer sentiment can change with steady economic growth and as a result, lead to more consumer confidence and domestic consumption, including spending on luxury products such as jewellery. In view of global uncertainties, the Board of Directors remains cautiously optimistic on the performance of the Group for the financial year ending 31 July 2013.

**B4. Profit Forecast**

Not applicable as the Group did not publish any profit forecast.

**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012****B5. Taxation**

	Individual Quarter		Cumulative Quarter	
	Quarter Ended	Quarter Ended	Period Ended	Period Ended
	31.10.2012	31.10.2011	31.10.2012	31.10.2011
	RM'000	RM'000	RM'000	RM'000
Income taxation	4,184	8,099	4,184	8,099
	<u>4,184</u>	<u>8,099</u>	<u>4,184</u>	<u>8,099</u>

The effective tax rate for the current quarter was higher than the statutory tax rate due principally to certain expenses disallowed for tax purposes.

**B6. Status of Corporate Proposals Announced**

There was no corporate proposal announced for the current quarter and financial year to date.

**B7. Borrowings and Debt Securities**

The Group's borrowings as at 31 October 2012 are as follows:-

	RM'000
<b>Short-term Borrowings</b>	
- Secured	
Bank overdraft	6,896
Other bank borrowings	<u>87,202</u>
	94,098
- Unsecured	
Hire purchase and lease creditors	4,289
Advance from Ultimate Holding Company	<u>15,000</u>
	<u>113,387</u>
<b>Long-term Borrowings</b>	
- Secured	
Term loans	7,385
Islamic Medium Term Notes ("IMTN")	<u>120,000</u>
	127,385
- Unsecured	
Hire purchase and lease creditors	<u>3,468</u>
	<u>130,853</u>
<b>Total</b>	<u>244,240</u>

**B8. Realised and Unrealised Profits or Losses Disclosure**

This disclosure is prepared pursuant to the directive of Bursa Malaysia Securities Berhad and in accordance with the Guidance on Special Matter No.1- Determination of Realised and Unrealised Profits or Losses, as issued by the Malaysia Institute of Accountants.

	Period Ended	Period Ended
	31.10.2012	31.7.2012
	(RM'000)	(RM'000)
Total retained earnings of the Company and its subsidiaries:		
- Realised	331,222	319,506
- Unrealised	<u>18,247</u>	<u>20,208</u>
	349,469	339,714
- Less: Consolidated adjustments	<u>(155,333)</u>	<u>(157,293)</u>
Total group retained earnings as per consolidated accounts	<u>194,136</u>	<u>182,421</u>

**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 OCTOBER 2012****B9. Profit Before Taxation**

Profit before taxation is arrived at after charging / (crediting):

	Individual Quarter		Cumulative Quarter	
	Quarter Ended 31.10.2012 RM'000	Quarter Ended 31.10.2011 RM'000	Period Ended 31.10.2012 RM'000	Period Ended 31.10.2011 RM'000
Interest income	(14)	(19)	(14)	(19)
Dividend income	-	(450)	-	(450)
Gain on disposal of property, plant and equipment	(32)	(20)	(32)	(20)
Interest expense	3,812	2,675	3,812	2,675
Depreciation and amortization	2,492	2,334	2,492	2,334
Reversal of allowance for impairment on receivables	(62)	(88)	(62)	(88)
Property, plant and equipment written off	-	8	-	8

**B10. Material Litigation**

There was no material litigation as at this quarterly report and the financial year to date.

**B11. Dividend**

No dividend was declared in the quarter under review.

**B12. Earnings Per Share**

	Individual Quarter		Cumulative Quarter	
	Quarter Ended 31.10.2012	Quarter Ended 31.10.2011	Period Ended 31.10.2012	Period Ended 31.7.2011
Profit after taxation for basic earnings per share (RM'000)	11,715	17,723	11,715	17,723
Weighted average number of ordinary shares in issue ('000)	410,352	410,352	410,352	410,352
Basic earnings per share (sen)	2.85	4.32	2.85	4.32

BY ORDER OF THE BOARD

**DATO' CHOON YEE SEIONG**

Executive Chairman / Group Managing Director

18 December 2012

Petaling Jaya