



Part A - EXPLANTORY NOTES PURSUANT TO MFRS 134

A1 Basis of Preparation

This Quarterly Report is unaudited and has been prepared in accordance with the Malaysian Financial Reporting Standard (MFRS) 134 - Interim Financial Reporting issued by the Malaysian Accounting Standards Board (MASB) and Paragraph 9.22 and Appendix 9B of the Bursa Malaysia Securities Berhad (Bursa Malaysia) Listing Requirements. In addition, the financial statements comply with IFRS as issued by IASB. The report should be read in conjunction with the Group's audited financial statements for the financial year ended 30 June 2014 which was prepared in accordance with the MFRS.

The explanatory notes attached to the unaudited 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 significant accounting policies and methods adopted for this unaudited interim financial report are consistent with those adopted for the audited financial statements for the financial year ended 30 June 2014.

Specifically, the Company has elected to adopt MFRS3: Business Combinations in accounting for a common control acquisition involving a related company from its ultimate holding company in the current quarter.

The adoption of the following MFRSs and Amendments to MFRSs that came into effect on or after 1 July 2014 did not have any significant impact on the unaudited condensed consolidated financial statements upon their initial application.

- Amendments to MFRS 10, 12 & 127: Investment Entities
- Amendments to MFRS 132: Offsetting Financial Assets and Financial Liabilities
- Amendments to MFRS 136: Recoverable Amount Disclosures for Non-Financial Assets
- Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting
- Annual improvements to MFRSs 2010 & 2012 Cycle
- Annual improvements to MFRSs 2011 & 2013 Cycle



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A2 Declaration of audit qualification

The audit report of the Group and the Company in respect of the annual financial statements for the financial year ended 30 June 2014 was not subject to any audit qualification.

A3 Seasonality or cyclicity of operations

The business of the Group is generally neither cyclical nor seasonal except for decreased activities during the Ramadan and Chinese New Year festive months.

A4 Unusual items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size or incidence, except for the effects from acquisition as disclosed in Note A11.

A5 Changes in estimates

In the current financial quarter, there were no changes in estimates that had a material effect on the financial results.

A6 Debts and equity securities

There were no issuances, cancellations, repurchases, or resale of equity securities during the current financial quarter, except for the issuance of 104,545,455 new ordinary shares as part consideration for a common-control acquisition by the Company. (See Note A11)

The Group has a policy to maintain its Gearing Ratio (measured as interest bearing debts over shareholders equity adjusted for the exclusion of intangibles) at below 1.5 times.

| | 30 Jun 2015 | 30 Jun 2014 |
|--|-------------|-------------|
| Total interest bearing debts in RM million | 257.6 | 161.0 |
| Adjusted Shareholders funds in RM million | 296.0 | 260.0 |
| Gearing Ratio | 0.87 | 0.62 |

The Group's Gearing Ratio increased noticeably due to the acquisition and business combination of the Steel Tube operation from 1 April 2015. Of the total interest bearing debts as at 30 June 2015, around RM178.2m is represented by the respective debenture at its two main operating subsidiaries, whilst the balance is represented by interest-bearing unsecured supplier's credit also at the respective operating subsidiaries. (See Note B10). The operating subsidiaries complied with their respective Gearing Ratio covenants for the current financial year ended 30 June 2015.

A7 Dividend paid

During the financial quarter, there was no dividend paid by the Company.



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A8 Segmental reporting

Segmental information in respect of the Group's business segments is as follows:

| | <u>Cold Rolled</u> RMø000 | <u>Steel Tube</u> RMø000 | <u>Others</u> RMø000 | <u>Total</u> RMø000 |
|-----------------------|------------------------------|-----------------------------|-------------------------|------------------------|
| <u>Revenue</u> | | | | |
| Total revenue | 467,274 | 57,847 | 2,210 | 527,331 |
| Inter segment | (6,778) | - | (2,210) | (8,988) |
| External revenue | <u>460,496</u> | <u>57,847</u> | <u>-</u> | <u>518,343</u> |
| | | | | |
| Pre-tax (loss)/profit | <u>(8,972)</u> | <u>(935)</u> | <u>20,690</u> | <u>10,510</u> |
| | | | | |
| Segment assets | <u>439,882</u> | <u>147,514</u> | <u>40</u> | <u>587,436</u> |
| | | | | |
| | RMø000 | | | |
| Segment assets | 587,436 | | | |
| Derivative assets | 2,071 | | | |
| Tax recoverable | 605 | | | |
| | <u>590,112</u> | | | |

The segmental information on Steel Tube Manufacturing is a new inclusion for the current quarter pursuant to the Group's completion of its acquisition on 1 April 2015. (See Note A11). The business of the Group is entirely carried out in Malaysia.

A9 Valuation of property, plant and equipment

In June 2015, the Group's property, plant and equipment were revalued by an independent firm of professional valuers based on open market value. Arising from the revaluation, the surpluses net deferred tax amounting to RM6.0 million was credited to the asset revaluation reserve while the deficits amounting to RM3.5 million was charged to profit or loss as impairment loss after netting any prior corresponding revaluation gains.



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A10 Fair Value Measurement

Except for the financial instruments disclosed below which are fair valued by valuation methods, the carrying value of short-term maturity financial instruments like cash deposits and bank balances, receivables, and short-term borrowings and payables approximate their fair values.

Financial instruments subjected to fair valuation methods are categorised into the following fair value hierarchy and are represented in the table below as at 30 June 2015:

- Level 1: based on unadjusted quoted prices in active markets for identical assets and liabilities
- Level 2: based on observable inputs not included within level 1
- Level 3: based on unobservable inputs

Recurring fair value measurement

Foreign Currency Forwards
as Assets (not hedge accounted)
as Assets (hedge accounted)
as Liabilities (not hedge accounted)

| Fair Value RMø000 | | |
|-------------------|---------|---------|
| Level 1 | Level 2 | Level 3 |
| 0 | 306.4 | 0 |
| 0 | 1,764.9 | 0 |
| 0 | (40.7) | 0 |
| Total | 0 | 2,030.6 |

The Foreign Currency Forwards are fair valued by way of marking-to-market using reference bankø published forward rates.

A11 Significant events and transactions

Culminating from the Conditional Agreement dated 12 September 2014 to acquire the entire paid-up capital of Melewar Steel Tube Sdn Bhd (MST) from its ultimate holding company Melewar Industrial Group Bhd (MIG or the Sellerø), the Company (the Buyerø) has on 1 April 2015 (hereinafter also referred to as the Acquisition Date) completed its acquisition of the entire paid-up capital of MST with a gross purchase consideration of RM70.0 million ø which was paid with the issuance of 104,545,455 new ordinary shares of the Company at contracted value of RM 46 million and the assumption of the trade-debt liability owing by MIG to MST amounting to RM24 million. As a result of the acquisition, the Groupø steel operation now extends beyond Cold Rolled Coil manufacturing into downstream Steel Tubes and Pipes manufacturing.

On Acquisition Date, the Company measured the underlying MSTø assets acquired and liabilities assumed at their fair value. The tabulation below summarizes the fair value of consideration paid and the fair value of the acquired assets and liabilities in a business combination.



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A11 Significant events and transactions (continue)

| <u>As at 1 April 2015 ó the Acquisition or Measurement Date</u> | <u>Notes</u> | <u>RMó000</u> |
|---|--------------|---------------|
| Consideration transferred: | | |
| Equity Instrument (104,545,455 new ordinary shares of the Company valued at 29 sens per share) | a | 30,318 |
| Assumed liability of MIG to MST | | 24,000 |
| Total Consideration | | 54,318 |
| Recognized amounts on Identifiable Assets and Liabilities acquired | | |
| Property, Plant & Equipment | | 43,783 |
| Intangible Assets | b | 20,000 |
| Goodwill | c | 0 |
| Inventory | d | 33,514 |
| Other Non-Financial Assets | e | 816 |
| Financial Assets | f | 86,087 |
| Financial Liabilities | g | (100,528) |
| Non-Financial Liabilities | h | (8,074) |
| Total Net Asset | | 75,598 |
| Gain on Bargain Purchase | | 21,280 |

Notes

- a. The consideration shares transferred were fair valued at initial recognition on Acquisition Date based on the Company's prevailed closing share price at 29 sens/share on Bursa Malaysia- as opposed to the contracted transactional price at 44 sens/share- in compliance with the MFRS 3.37 on measurement date, and MFRS 13 on fair value measurement.

The transaction was a Related Party Transaction (RPT) governed by Bursa Malaysia's listing rules (on both the listed Buyer and Seller) which amongst others required the appointment of various advisors; and the pre-determination and disclosure of the intended consideration shares pricing coupled with the quantity of new consideration shares to be issued in its circular to shareholders in seeking their approval of the RPT transaction (and to Bursa Malaysia in seeking its approval for the listing of the said consideration shares). The contracted price of the consideration shares at 44 sens/share was determined based on a 30-days Volume Weighted Average Market Price (VWAMP) preceding the transaction Agreement dated 12 September 2014 - at the advice of the appointed advisors. The transaction could not have been structured with on opened consideration-share pricing to be determined on a future date given the circumstances and governing rules on RPT affecting both the listed Buyer and Seller.

On Acquisition Date, the Company's share was quoted but untraded on Bursa Malaysia at 29 sens/share. The Company's 30-days traded shares volume preceding the Acquisition Date was only around 0.3 million shares or 0.18% of its total issued ordinary shares. In-comparison, around 4 million shares or 2.35% of its total issued ordinary shares were traded in the 30-days preceding the Agreement date (on-which the 44 sens/share was derived). The fulfilment of the Agreement's condition precedents took around 200 elapsed days between the Agreement Date and the Acquisition date.

The intrinsic value of the Company's share as measured by its consolidated net-asset value per share before and after the business combination of the acquisition was around RM1.40/share and RM1.06/shares respectively on Acquisition Date. However, such aforementioned -entity specific measure is irrelevant under the MFRS on fair value measurement.



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A11 Significant events and transactions (continue)

- b. The intangible asset relates solely to registered tradenames acquired previously by MST from MIG back in April 2014. This intangible asset has an indefinite useful life, and as such is not subjected to periodic amortization but annual impairment test. The Company has assessed and assigned a lower fair value at RM20million, down from its carrying fair value at RM30million based on prevalent market conditions.
- c. MST has a carrying goodwill of RM7.5 million which arose from its recognition of deferred tax liability (DTL) on the Intangible Asset (see Note b) pursuant to a business combination back in April 2014. This carrying goodwill is subsumed on business combination and in computing the Company's Gain on Bargain Purchase.
- d. Comprised mainly of materials, consumable supplies, work-in-progress, and finished goods of its Steel Tube manufacturing operations at cost. No impairment was deemed necessary.
- e. Comprised solely of prepayments made in the ordinary course of business classified under current assets - other receivables.
- f. Include cash and equivalent of RM21.3million; collectible trade receivables of RM36.2million; and the amount due from holding company of RM24million (being the liability assumed by the Company as part of the said consideration transferred). The latter is eliminated in the Group's consolidated Statement of Financial Position.
- g. Include current trade payables of RM23million; current bank borrowings (comprising mostly of trade financing debts) of RM62.5million; and related-companies-debts of around RM9.9million which would be eliminated on Group consolidation.
- h. Comprised solely of Deferred Tax Liabilities provision -mainly relating to the Intangible Asset mentioned in Note b above where a downward DTL adjustment was made corresponding to the downward revision of the Intangible Asset's fair value (see Note b). No contingent liabilities warranting any provisions have been identified.

As a result of the measurement, the Group recorded a Gain on bargain purchase of RM21.3 million on business combination which is taken-up in the Group's statement of comprehensive income for the current quarter. The respective equity position of the Company and the Group immediately before and after accounting for the acquisition is summarized below.

| Company Level | 1 April 2015 (RM'000) | |
|---|-----------------------|------------------|
| | Before | After |
| Share Capital | 44,750.0 | 70,886.4 |
| Share Premium | 14,918.6 | 19,100.4 |
| Treasury Shares | (382.6) | (382.6) |
| Non-Distributable Capital Reserve | 115,753.8 | 115,753.8 |
| Retained Earnings/ (Accumulated losses) | 97.9 | 97.9 |
| Total Equity | 175,137.7 | 205,455.9 |



Part A - EXPLANTORY NOTES PURSUANT TO MFRS 134

A11 Significant events and transactions (continue)

| Group Level | 1 April 2015 (RM'000) | |
|---|-----------------------|------------------|
| | Before | After |
| Share Capital | 44,750.0 | 70,886.4 |
| Share Premium | 14,918.6 | 19,100.4 |
| Treasury Shares | (382.6) | (382.6) |
| Non-Distributable Capital Reserve | 115,753.8 | 115,753.8 |
| Asset Revaluation Reserve | 11,210.5 | 11,210.5 |
| Retained Earnings/ (Accumulated losses) | 63,503.0 | 84,783.0 |
| Total Equity | 249,753.3 | 301,351.5 |
| Net Asset per share attributed to owners of the Company | 1.40 | 1.06 |
| Bank Gearing Ratio | 0.49 | 0.62 |

The post-business-combination contribution by MST (involving the last 3 months of its financial year) to the Group's revenue is RM 57.8 million; and to the Group's Statement of Comprehensive Income is a loss of RM 0.5million. Had MST been consolidated from 1 July 2014, its revenue and profit/(loss) contribution to the Group's consolidated Statement of Comprehensive income would be RM 218.8 million and loss of RM 1.0 million respectively ó excluding the financial impact from fair value re-measurement arising from the business combination.

A12 Subsequent material events

There were no material events occurring between 1 July 2015 and the date of this announcement that warrant adjustments to the financial statements for the quarter ended 30 June 2015.

A13 Changes in the composition of the Group

The Company acquired the entire equity interest of Melewar Steel Tube Sdn Bhd (MST) during the current financial quarter.

A14 Contingent liabilities or contingent assets

There were no contingent liabilities or contingent assets as at the end of the reporting quarter.

A15 Changes in Financial Year End Date

There were no changes in the financial year end date during the current financial quarter.

A16 Capital Commitments

There are no material capital commitments whether provided or not already provided for in the financial statements at the end of the reporting quarter.



PART B - EXPLANATORY NOTES: (AS PER BURSA MALAYSIA LISTING REQUIREMENT – PART A OF APPENDIX 9B)

B1 Review of the performance of the Company and its principal subsidiaries

For the fourth quarter ended 30 June 2015, the Group registered a total revenue of RM158.8 million as compared to RM98.7 million achieved in the preceding year's corresponding quarter on continuing operations. The increase in revenue is mainly attributed to the inclusion of the Steel Tube subsidiary's 3 months' results and higher sales volume contribution from the Cold Rolled subsidiary (up by 16%) for the current quarter.

The Group recorded a higher profit before tax of RM20.7 million for the current quarter as compared to a loss before tax of RM14.6 million in the preceding year's corresponding quarter. The higher profit is mainly attributed to the gain from bargain purchase of the Steel Tube subsidiary of RM21.3 million, lower impairment loss on property, plant and equipment of RM3.5 million compared to RM6.4 million in the preceding year's corresponding quarter, and higher gross profit of RM14.3 million compared to gross loss of RM3.0 million in the preceding year's corresponding quarter due to higher margin spread between selling price and raw material price in the Cold Rolled segment. The Group's current quarter's after-tax profit is higher at RM20.0 million as compared to the after-tax loss of RM10.4 million in the preceding year's corresponding quarter. Revaluation surplus on property, plant and equipment of RM6.0 million is credited to the asset revaluation reserve under Other Comprehensive Income.

The Group recorded a higher EBITDA at RM10.4 million compared to the preceding years corresponding quarter's negative EBITDA of RM3.1 million.

B2 Material changes in the quarterly results compared to the results of the immediate preceding quarter

The Group's higher revenue at RM158.8 million compared to the immediate preceding quarter at RM116.6 million is mainly attributed to the inclusion of the Steel Tube subsidiary's results.

At the pre-tax level, the Group registered a higher pre-tax profit of around RM20.7 million compared with the immediate preceding quarter's loss of around RM2.9 million mainly due to the Gain on acquisition, and lower foreign exchange loss (RM0.3 million compared to RM2.0 million in the immediate preceding quarter) recorded at the Cold-Rolled segment. For the current quarter, the Ringgit has weakened against the USD by another 1.9% (book closing USD/RM rate 3.7855), as compared to the immediate preceding quarter's decline of around 6.3% (book closing USD/RM rate 3.7165 from 3.4950). At the post-tax level, the Group recorded a net profit of RM20.0 million compared to a net loss of RM1.7 million in the immediate preceding quarter.

The Group recorded a higher EBITDA at RM10.4 million compared to the preceding quarter's RM2.4 million.

B3 Prospects for the next Financial Year

The 1st half of the new financial year will likely see continuing headwind from the current financial year. The negative factors impinging on the weak Ringgit (which has depreciated by around 20% in the last twelve months against the USD) will likely remain dominant with a high possibility of further weakening which would add significant downside risk to the nation's foreign currency reserves, sovereign credit rating, imported inflation, depressed domestic demand/economy, and pressure on borrowing costs. That coupled with the soft global demand, and weak export commodity prices would further add to the existing negative economic and business outlook.

Specifically for the Cold Rolled segment, the Group would continue to leverage on its long-relationship-customers to grow/maintain sales and sustain margins particularly with those customers involved in the export markets. The Cold Rolled segment also looks forward to the possibility of anti-dumping duties initiation on CRC imports in the new financial year, which may relieve some margin pressure on domestic cold-rollers. The Group also looks forward to a positive contribution from its newly acquired Steel Tube segment which will likely face continuing headwind on demand, and would have to stay focused on managing its spreads and costs. The Steel Tube segment hopes to expand its export sales in the new financial year, in addition to leveraging on its long-relationship-customers to sustain domestic sales.



PART B - EXPLANATORY NOTES: (AS PER BURSA MALAYSIA LISTING REQUIREMENT – PART A OF APPENDIX 9B)

B3 Prospects for the next Financial Year (continue)

In conclusion, the outlook for the next financial year for the Cold Rolled and Steel Tube businesses is expected to remain very challenging and its performance would largely hinge on the following:

- The nation's ability to bottom out from the current political, currency, and structural imbalance quagmire which impinge on sentiments and domestic demand
- The nation and the steel industry's ability to stem unfair pricing of competing imported steel products (i.e. China's price subsidies for steel exports); and
- The initiation of previously announced national projects which may add to domestic steel off-take

B4 Variance of actual profit from forecast profit

This is not applicable to the Group.

B5 Profit before taxation

Profit before taxation is stated after charging/ (crediting):

| | Current Year Quarter Ended 30 Jun 2015 RM000 | Preceding Year Corresponding Quarter Ended 30 Jun 2014 RM000 | Current Year To Date Ended 30 Jun 2015 RM000 | Preceding Year Corresponding Period Ended 30 Jun 2014 RM000 |
|------------------------------|--|---|--|--|
| Depreciation | 3,743 | 2,845 | 12,111 | 11,315 |
| Interest income | (146) | (162) | (389) | (466) |
| Interest expense | 3,704 | 2,474 | 10,596 | 9,443 |
| Foreign exchange loss/(gain) | 670 | (580) | 10,925 | 328 |
| FX Forward (gain)/loss | (590) | 93 | (5,305) | 484 |

B6 Taxation

Taxation comprises :

| | Current Year Quarter Ended 30 Jun 2015 RM000 | Preceding Year Corresponding Quarter Ended 30 Jun 2014 RM000 | Current Year To Date Ended 30 Jun 2015 RM000 | Preceding Year Corresponding Period Ended 30 Jun 2014 RM000 |
|-------------------------------|--|---|--|--|
| Current tax (expense)/credit | | | | |
| Current period | 109 | (51) | (78) | (264) |
| Deferred tax income/(expense) | | | | |
| Current period | (750) | 4,306 | 1,431 | 5,182 |
| | (641) | 4,255 | 1,353 | 4,918 |

The current year to date's tax credit arose mainly due to deferred tax liability adjustments.



PART B - EXPLANATORY NOTES: (AS PER BURSA MALAYSIA LISTING REQUIREMENT – PART A OF APPENDIX 9B)

B7 Profit on sale of unquoted investments and / or properties

The Group did not engage in any sales of unquoted investments and / or properties in the current financial quarter.

B8 Purchase or disposal of quoted securities

There were no purchases or disposals of quoted securities in the current financial quarter.

B9 Status of corporate proposals

Refer to paragraph A11.

B10 Group borrowings and debt securities

The Group's borrowings as at 30 June 2015 were as follows:

| | |
|-------------------------------|----------------|
| <u>Short-term borrowings:</u> | <u>RM'000</u> |
| Secured | 106,287 |
| Unsecured | 59,821 |
| <u>Long-term borrowings:</u> | |
| Secured | 9,869 |
| Unsecured | <u>2,202</u> |
| Total borrowings | <u>178,179</u> |

The Group's borrowings as at 30 June 2015 are entirely denominated in Ringgit Malaysia.

Besides Bank borrowings, the Group's Cold Rolled subsidiary (Mycron Steel CRC Sdn Bhd) and the Steel Tube subsidiary (Melewar Steel Tube Sdn. Bhd.) also draw on interest-bearing trade credits from their respective raw-coil suppliers with outstanding amount of RM63.9 million and RM15.5 million respectively as at 30 June 2015. Inclusive of this, the Group's net gearing ratio as at 30 June 2015 is around 0.87 times.



PART B - EXPLANATORY NOTES: (AS PER BURSA MALAYSIA LISTING REQUIREMENT – PART A OF APPENDIX 9B)

B11 Outstanding Derivatives

The Group has entered into forward foreign currency exchange contracts (FX forwards) to the extent such facilities are available to manage its foreign currency exchange exposure arising from purchases of raw materials denominated in US Dollar and certain sales denominated in Singapore Dollar (S\$). In this regard, the Group covers its USD exposure at the range of 50% to 75% depending on the length of the forward period and the availability of FX facilities.

The Group designates eligible hedge relations on FX forwards incepted to cover its USD and/or SGD exposure for the purpose of hedge accounting. These are designated as fair value hedges with the arising mark-to-market foreign currency fair value gain/ (loss) of both the hedging instruments (i.e. FX Forwards) and the hedged items (i.e. forward purchases of raw material and or accounts payables in USD or accounts receivables in SGD) been charged to the Statement of Profit or Loss.

Details on outstanding derivative FX forward contracts for both the non-designated and designated for hedge accounting as at 30 June 2015 are outline below:

Non-designated

| FX Forward Contracts (SDG/RM) as non-designated hedging instrument | | | | |
|--|---------------------|---------|------------------|---------------------|
| | Notional Value -000 | | Fair Value RM000 | |
| Maturity | Short SGD | Long RM | Financial Asset | Financial Liability |
| Less than 1 year | 450 | 1,222 | 0 | 40.7 |

| FX Forward Contracts (USD/RM) as non-designated hedging instrument | | | | |
|--|---------------------|----------|------------------|---------------------|
| | Notional Value -000 | | Fair Value RM000 | |
| Maturity | Long USD | Short RM | Financial Asset | Financial Liability |
| Less than 1 year | 4,230 | 15,698 | 306.4 | 0 |

Designated

| FX Forward Contracts as designated hedging Instrument | | | | | Forward purchase of raw material and/or a/c payable as hedge items | | | | |
|---|---------------------|----------|------------------|---------------------|--|---------------------|------|------------------|---------------------|
| | Notional Value -000 | | Fair Value RM000 | | | Notional Value -000 | | Fair Value RM000 | |
| Maturity | Long USD | Short RM | Financial Asset | Financial Liability | Maturity | Short USD | n.a. | Financial Asset | Financial Liability |
| Less than 1 year | 21,112 | 78,372 | 1,764.9 | 0 | Matching | 21,112 | n.a. | 0 | 1,764.9 |

Besides the above unrealized positions, the Group has recorded a total realized net gain of around RM 4.2 million from its FX Forward Contracts incepted for hedging purposes over the current financial year.

- (i) Risk associated with the derivatives

Counter-Party Risk

The Forward FX contracts are entered into with domestic licensed financial institutions which have extended FX lines to the Group. The associated Counter-Party risk is negligible.

- (ii) Cash requirements of the derivatives

There is no cash movement from the Group to the counterparties when the Forward FX contracts are incepted. Upon maturity of the Forward FX contracts, domestic currency is exchanged for the foreign currency to meet its obligations.



PART B - EXPLANATORY NOTES: (AS PER BURSA MALAYSIA LISTING REQUIREMENT – PART A OF APPENDIX 9B)

B11 Outstanding Derivatives (continued)

- (iii) Policies in place for mitigating or controlling the risk associated with the derivatives

The Group uses derivative financial instruments to hedge specific risk exposures of the underlying hedge items and does not enter into derivative financial instruments for speculative purposes. The Group monitors the fluctuations in foreign currency exchange rates closely with an objective to minimise potential adverse effects on the financial performance of the Group. The Board of Directors regularly reviews the risk and approves the policy for managing the risk.

B12 Off balance sheet financial instruments

Off balance sheet financial instruments as at the date of this announcement are bank guarantees issued amounting to RM5.7 million being security for inbound supply of goods and services; and corporate guarantees issued to lenders for credits/borrowings extended to its principal subsidiaries, Mycron Steel CRC Sdn. Bhd. and Melewar Steel Tube Sdn. Bhd. amounting to RM185.6 million as at 30 June 2015.

B13 Material litigation

Save as disclosed below, the Group is not engaged in any material litigation, either as a plaintiff or defendant, claims or arbitration which have a material effect on the financial position of the Group and the Board is not aware of any proceedings pending or threatened against the Group or of any other facts likely to give rise to any proceedings which may materially and/or adversely affect the financial position and business of the Group:

MYCRON STEEL BERHAD v MULTI RESOURCES HOLDINGS SDN BHD (HIGH COURT OF SABAH AND SARAWAK SUIT NO. KCH-22-80-2011)

On 18 February 2010, the Company commenced legal action against Multi Resources Holdings Sdn Bhd (öDefendantö) to recoup their cost of investment of RM17.0 million in PMP Galvanizers Sdn Bhd (öPMPGö) as a result of non-compliance of certain conditions by the Defendant pursuant to a shareholdersö agreement entered in 2005. On 21 May 2010, the Defendant successfully filed with the Kuala Lumpur High Court (öthe Courtö) for a change in the jurisdiction for the case to be heard in Kuching. On 27 April 2011, the Companyö solicitor filed the Writ of Summons and Statement of Claim to the High Court of Sabah and Sarawak. Hearings and trial of the case were conducted in the periods between 18 June 2012 to 21 June 2013, with the final submission made on 5 September 2013. The Court ruled on 18 October 2013 that the Companyö claim be dismissed with cost of RM60,000 on the ground that the Company has failed to comply with a certain condition precedent requiring the Companyö nominee in the Board of PMPG to resign first before it is entitled to the claim against the Vendor. The Company has filed an appeal on 13 November 2013 against the Courtö decision and the Defendant has filed a cross-appeal on 10 January 2014. The Court heard the case on 12 February 2015 and awarded the appeal in favour of the Company on the RM17million claimed together with interest (at 6% p.a.) and cost (RM70,000) against the Defendant/ Respondent, Multi Resources Holdings. The probability of monetary recovery pursuant to the successful appeal remains uncertain and is therefore not recognized as a receivable.

B14 Dividend

The Company did not declare any dividend for the financial period ended 30 June 2015.



PART B - EXPLANATORY NOTES: (AS PER BURSA MALAYSIA LISTING REQUIREMENT – PART A OF APPENDIX 9B)

B15 Earnings per share

(i) Basic earnings per ordinary share

| | Current Year Quarter Ended 30 Jun 2015 | Preceding Year Corresponding Quarter Ended 30 Jun 2014 | Current Year To Date Ended 30 Jun 2015 | Preceding Year Corresponding Period Ended 30 Jun 2014 |
|---|---|--|---|---|
| Profit/(loss) attributable to owners (RMø000) | 20,012 | (10,366) | 11,863 | (9,228) |
| Weighted average number of ordinary shares in issue (net of treasury shares) (ø000) | 282,505 | 177,960 | 204,096 | 177,960 |
| Basic earnings per share (sen) | 7.08 | (5.82) | 5.81 | (5.19) |

(ii) Diluted earnings per ordinary share

This is not applicable to the Group.

B16 Realised and Unrealised Profits/Losses Disclosure

| | As at 30/6/2015 RMø000 | As at 30/6/2014 RMø000 |
|---|------------------------------|------------------------------|
| Total retained profits of the Company and its subsidiaries: | | |
| - Realised | 93,623 | 55,075 |
| - Unrealised | (10,108) | (1,962) |
| | <u>83,515</u> | <u>53,113</u> |
| Add: Consolidation adjustments | - | 43 |
| Total group retained profits as per consolidated accounts | <u>83,515</u> | <u>53,156</u> |

By order of the Board

LILY YIN KAM MAY (MAICSA 0878038)

Secretaries
Kuala Lumpur
25 August 2015