



SAMCHEM HOLDINGS BERHAD

(Company No: 797567 U)

(Incorporated in Malaysia with limited liability under the Companies Act, 1965)

INTERIM FINANCIAL REPORT

FOR THE QUARTER ENDED

30 JUNE 2015

SAMCHEM HOLDINGS BERHAD

(Company No: 797567 U)

(Incorporated in Malaysia with limited liability under the Companies Act, 1965)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 JUNE 2015**

	Individual Quarter		Cumulative Quarter	
	Current Quarter 30-Jun-15 RM'000	Preceding Year Corresponding Quarter 30-Jun-14 RM'000	Current Year To Date 30-Jun-15 RM'000	Preceding Year Corresponding Period 30-Jun-14 RM'000
Revenue	141,040	165,063	296,926	318,751
Operating expenses	(135,735)	(161,248)	(288,848)	(309,055)
Operating income	945	1,338	5,045	2,672
Operating profit	6,250	5,153	13,123	12,368
Finance cost	(1,057)	(2,353)	(2,419)	(4,308)
Profit before tax	5,193	2,800	10,704	8,060
Tax expense	(1,644)	(974)	(3,089)	(2,487)
Profit for the period	3,549	1,826	7,615	5,573
Other comprehensive income:				
Currency translation differences	46	(457)	987	(528)
Changes in fair value of available-for-sale financial assets	-	-	-	(10)
Other comprehensive income for the period, net of tax	46	(457)	987	(538)
Total comprehensive income for the period	3,595	1,369	8,602	5,035
Profit attributable to:				
-Owners of the parent	3,019	1,632	6,563	4,964
-Non controlling interest	530	194	1,052	609
	3,549	1,826	7,615	5,573
Total comprehensive income attributable to:				
-Owners of the parent	3,224	1,326	7,231	4,642
-Non controlling interest	371	43	1,372	393
	3,595	1,369	8,602	5,035
Earnings per share-basic (sen)	2.22	1.20	4.83	3.65

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial report.

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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited As At 30-Jun-2015 RM'000	Audited As At 31-Dec-2014 RM'000
ASSETS		
Non Current Assets		
Property, plant and equipment	29,886	29,745
Investment properties	2,532	2,497
Prepaid land lease payments	858	807
Intangible assets	651	548
Quoted investments	51	51
Deferred tax assets	974	870
	<u>34,952</u>	<u>34,518</u>
Current Assets		
Inventories	83,807	74,501
Trade and other receivables	145,435	145,479
Tax recoverables	567	4,374
Cash and bank balances	52,415	47,136
	<u>282,224</u>	<u>271,490</u>
Non-current asset held for sale	-	2,839
	<u>282,224</u>	<u>274,329</u>
Total Assets	<u><u>317,176</u></u>	<u><u>308,847</u></u>
EQUITY AND LIABILITIES		
Equity		
Share capital	68,000	68,000
Share premium	954	954
Reserves	49,918	42,687
Total shareholders' equity	118,872	111,641
Non controlling interest	5,515	4,307
Total Equity	<u>124,387</u>	<u>115,948</u>
Non Current Liabilities		
Borrowings	2,224	3,784
Retirement benefits obligations	295	296
Deferred tax liabilities	631	296
	<u>3,150</u>	<u>4,376</u>
Current Liabilities		
Trade and other payables	54,757	35,002
Borrowings	134,116	151,457
Taxation	766	506
	<u>189,639</u>	<u>186,965</u>
Liability attributable to asset held for sale	-	1,558
	<u>189,639</u>	<u>188,523</u>
Total Liabilities	<u>192,789</u>	<u>192,899</u>
Total Equity and Liabilities	<u><u>317,176</u></u>	<u><u>308,847</u></u>
Net assets per ordinary share attributable to ordinary equity holders of the parent (RM)	<u>0.87</u>	<u>0.82</u>

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial report.

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 JUNE 2015

	Current Year to Date 30-Jun-15 RM'000 (Unaudited)	Preceding year Corresponding Period 30-Jun-14 RM'000 (Unaudited)
Cash Flows from operating activities		
Profit before taxation	10,704	8,060
Adjustment for:		
Depreciation and amortisation	1,243	1,450
Derivative gain	(31)	(13)
Loss on disposal of associate	-	32
Unrealised loss on foreign exchange	107	1,490
Income from matured insurance policy	-	(142)
Gain on disposal of PPE and Investment property	(636)	(134)
Interest income	(252)	(465)
Interest expenses	2,455	4,308
Operating profit before working capital changes	13,590	14,586
Changes in working capital:		
Receivable	3,138	(37,690)
Inventories	(9,305)	(813)
Payables	19,797	5,654
Cash from/(used in) operations	27,220	(18,263)
Income taxes paid	(2,676)	(2,235)
Net cash from/(used in) operating activities	24,544	(20,498)
Cash flows from investing activities		
Purchase of property, plant and equipment	(1,052)	(1,452)
Proceeds from disposal of PPE and investment property	3,541	371
Proceeds from disposal of associates	-	800
Proceeds from matured insurance policy	-	947
Acquisition of non-controlling interest	(201)	-
Interest received	252	465
Net cash from investing activities	2,540	1,131
Cash flows from financing activities		
Net drawdown/(repayment) of borrowings	(6,442)	37,890
Interest paid	(2,454)	(4,308)
Net cash (used in)/from financing activities	(8,896)	33,582
Net increase in cash and cash equivalents	18,188	14,215
Cash and cash equivalents at the beginning of period	32,823	23,623
Net effect of exchange rate changes	1,404	(492)
Cash and cash equivalents at the end of period	52,415	37,346
Cash and cash equivalents comprise:		
Cash and bank balances	52,415	51,104
Bank overdraft	-	(13,758)
	52,415	37,346

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial report.

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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 JUNE 2015**

	← Attributable to owners of the parent →							Total Shareholders' Equity	Non Controlling Interest	Total Equity
	Share Capital	Share Premium	Capital Reserve	Reverse Acquisition Reserve	Translation Reserve	Fair Value Reserve	Retained Profits			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000			
Balance at 1 January 2015	68,000	954	-	(40,726)	1,091	16	82,306	111,641	4,308	115,949
Profit for the period	-	-	-	-	-	-	6,563	6,563	1,052	7,615
Other comprehensive income for the period	-	-	-	-	668	-	-	668	320	988
Total comprehensive income for the period	-	-	-	-	668	-	6,563	7,231	1,372	8,603
Acquisition of non-controlling interest	-	-	-	-	-	-	-	-	(165)	(165)
Total changes in equity for the period	-	-	-	-	-	-	-	-	(165)	(165)
Balance at 30 June 2015	68,000	954	-	(40,726)	1,759	16	88,869	118,872	5,515	124,387

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 JUNE 2014**

	← Attributable to owners of the parent →							Total Shareholders' Equity	Non Controlling Interest	Total Equity
	Share Capital	Share Premium	Capital Reserve	Reverse Acquisition Reserve	Translation Reserve	Fair Value Reserve	Retained Profits			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000			
Balance at 1 January 2014	68,000	954	-	(40,726)	593	36	79,725	108,582	2,709	111,291
Profit for the period	-	-	-	-	-	-	4,964	4,964	609	5,573
Other comprehensive income for the period	-	-	-	-	(312)	(10)	-	(322)	(216)	(538)
Total comprehensive income for the period	-	-	-	-	(312)	(10)	4,964	4,642	393	5,035
Balance at 30 June 2014	68,000	954	-	(40,726)	281	26	84,689	113,224	3,102	116,326

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial report.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015

A. NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (FRS 134): INTERIM FINANCIAL REPORTING

A1. Accounting Policies and Basis of Preparation

The unaudited interim financial statements have been prepared in accordance with MFRS 134, Interim Financial Reporting and paragraph 9.22 of the Bursa Malaysia Securities Berhad Listing Requirements and should be read in conjunction with the Group's audited financial statements for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the unaudited condensed consolidated financial statements.

The accounting policies and presentation adopted by the Group for the interim financial statements are consistent with those adopted in the Group's audited financial statements for the financial year ended 31 December 2014. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant for an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2014.

A2. Significant Accounting Policies

At the date of authorization of these interim financial statements, the following MFRS, Amendments to MFRSs and IC Interpretation were issued but not yet effective and have not been applied by the Group:-

1) MFRSs, Interpretations and amendments effective for 1 January 2016

- MFRS 14, Regulatory Deferral Accounts
- MFRS 11, Accounting for Acquisitions of Interests in Joint Operations
- MFRS 101, Disclosure Initiative
- MFRS 116 and MFRS 138, Clarification of Acceptable Methods of Depreciation and Amortisation
- MFRS 116 and MFRS 141, Agriculture: Bearer Plants
- MFRS 127, Equity Method in Separate Financial Statements
- MFRS 10 and MFRS 128, Sale or Contribution of Assets between an investor and its Associate or Joint Venture

2) MFRSs, Interpretations and amendments effective for 1 January 2017

- MFRS 15, Revenue from Contracts with Customers

3) MFRSs, Interpretations and amendments effective for 1 January 2018

- MFRS 9, Financial Instruments (IFRS issued by IASB in July 2014)

A3. Auditors' report

There was no qualification on the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2014.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015

A. NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (FRS 134): INTERIM FINANCIAL REPORTING

A4. Seasonal or cyclical factors

The principal business operations of the Group are not significantly affected by seasonal or cyclical factors.

A5. Items of unusual nature and amount

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 current quarter under review and financial year-to-date.

A6. Material changes in estimates

There were no changes in estimates that have a material effect in the current quarter under review and financial year-to-date.

A7. Issuance, cancellation, repurchase, resale and repayment of debt and equity securities

There have been no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current quarter under review and financial year-to-date.

A8. Dividends paid

There were no dividends paid in the current quarter under review and financial year-to-date.

A9. Segmental information

Business Segments

The Group operates solely in the business segment involving the distribution of industrial chemicals with operations in the blending of customized solvents.

Geographical Segments

The Group's activities are segmented based on the location of its subsidiaries. The subsidiaries are located in Malaysia, Indonesia, Vietnam and Singapore. Segment revenue is based on the management reports of the subsidiaries.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**A. NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (FRS 134): INTERIM FINANCIAL REPORTING**

A9. Segmental information (Cont'd)

Analysed by geographical segments:	Preceding Year		Current	Preceding Year
	Current	Corresponding	Year	Corresponding
Segment Revenue	Quarter	Quarter	To Date	Period
	30-Jun-15	30-Jun-14	30-Jun-15	30-Jun-14
	RM'000	RM'000	RM'000	RM'000
Malaysia	117,793	128,299	248,107	271,299
Indonesia	20,046	22,195	39,401	45,289
Vietnam	44,569	41,325	95,339	71,043
Singapore	204	209	265	873
Total revenue including inter-segment sales	182,612	192,028	383,112	388,504
Elimination of inter-segment sales	(41,572)	(26,965)	(86,186)	(69,753)
Total revenue	141,040	165,063	296,926	318,751
Segment Result				
Malaysia	2,720	2,244	6,356	5,700
Indonesia	254	(396)	102	(58)
Vietnam	2,245	980	4,303	2,415
Singapore	(26)	(28)	(57)	3
Profit before tax	5,193	2,800	10,704	8,060

A10. Valuation of property, plant and equipment

There was no valuation of the property, plant and equipment in the current quarter under review and financial year-to-date.

A11. Capital commitments

There were no capital commitments at the end of the financial period.

A12. Material events subsequent to the end of period reported

There were no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**A. NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (FRS 134): INTERIM FINANCIAL REPORTING****A13. Changes in the composition of the Group**

The Company holds 96.5% shares in PT Samchem Prasadha ("PTSP"). On 30 June 2015, Samchem Sdn Bhd, a wholly-owned subsidiary of the Company, acquired the remaining 3.5% non-controlling interest in PTSP for a cash consideration of Rp 665,350,000 (equivalent to approximately RM201,046). After the above acquisition, the Group holds 100% of PTSP.

A14. Changes in contingent liabilities and contingent assets

There were no changes in the contingent liabilities and contingent assets since the Statement of Financial Position as at 31 December 2014 except for the following:

	RM'000
As At 31 December 2014:	152,195
Changes during the period:	
Corporate guarantee provided by the Company to financial institutions in respect of financing facilities granted to local subsidiaries	(8,547)
Corporate guarantee provided by the Company to overseas financial institutions in respect of financing facilities granted to foreign subsidiaries	-
Corporate guarantee provided by the Company to suppliers in respect of credit facilities granted to local subsidiaries	(3,860)
Corporate guarantee provided by the Company to suppliers in respect of credit facilities granted to a foreign subsidiary	8,391
As At 30 June 2015	<u>148,179</u>

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015

A. NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (FRS 134): INTERIM FINANCIAL REPORTING

A15. Related party transactions

The Group has the following transactions with the related parties during the current quarter under review and financial year-to-date.

	Current Quarter 30-Jun-15 RM'000	Current Year To Date 30-Jun-15 RM'000
Purchase of products*	1,329	1,769
Sales of products*	542	622

* Company in which a director of the subsidiaries have substantial financial interests

In the opinion of the Directors, the above transactions have been entered into in the ordinary course of business and have been established under terms no less favorable than those transacted with unrelated parties.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015

B. ADDITIONAL INFORMATION PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Performance review

(i) Current Quarter

The Group recorded a lower revenue of RM141.04 million for the current quarter under review, compared to RM165.06 million for the corresponding quarter in the preceding year, which represents a decrease of 14.6%. The decrease in sales was mainly attributable to lower revenue from local subsidiaries as well as the Indonesian subsidiary. The lower crude oil price in the current quarter has resulted in lower selling price and hence, lower revenue.

The Group recorded a higher profit before tax for the current quarter under review of RM5.19 million, representing an increase of RM2.39 million compared to the profit before tax for the corresponding quarter in the preceding year of RM2.80 million. The higher profit before tax is due to higher gross margin as a result of improvement in operating efficiency as well as lower finance costs in the current quarter under review.

(ii) Year-to-date

The Group recorded revenue of RM296.93 million for the current financial year-to-date, compared to RM318.75 million for the corresponding quarter in the preceding year, which represents a decrease of 6.8%. The decrease was mainly due to lower revenue from local subsidiaries as well as the Indonesian subsidiary.

The Group recorded a higher profit before tax for the current financial year-to-date of RM10.70 million, representing an increase of RM2.64 million compared to the profit before tax for the corresponding quarter in the preceding year of RM8.06 million. The higher profit before tax is due to higher gross margin as a result of improvement in operating efficiency as well as lower finance costs in the current financial year-to-date.

B2. Material changes in profit before taxation for the current quarter as compared with the immediate preceding quarter

The Group recorded a higher lower profit before tax for the current quarter under review of RM5.19 million as compared to the immediate preceding quarter of RM5.51 million mainly due to lower revenue in the current quarter.

B3. Prospects for the current financial year

Barring any unforeseen circumstances, the Group and the Directors expect that the Group's performance will be positive for the forthcoming year.

B4. Variance between actual profit and forecast profit

The Group did not issue any profit forecast in a public document during the current financial period.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**B. ADDITIONAL INFORMATION PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD****B5. Profit for the period**

Profit for the period is arrived at after charging/(crediting):

	Individual Quarter		Cumulative Quarter	
	Current Quarter 30-Jun-15 RM'000	Preceding Year Corresponding Quarter 30-Jun-14 RM'000	Current Year To Date 30-Jun-15 RM'000	Preceding Year Corresponding Period 30-Jun-14 RM'000
Interest income	(134)	(214)	(252)	(465)
Gain on disposal of property, plant and equipment	(563)	(69)	(636)	(134)
Interest expense	1,040	2,354	2,455	4,308
Depreciation and amortization	544	676	1,243	1,450
Foreign exchange loss/(gain)-realised	(637)	(1,021)	2,891	(1,226)
Foreign exchange loss-unrealised	2,574	1,486	107	1,490
Gain on derivatives-unrealised	(31)	-	(31)	-

B6. Taxation

	Current Year Quarter 30-Jun-15 RM'000	Current Year To Date 30-Jun-15 RM'000
Current tax expense	1,488	2,774
Deferred tax expense	156	315
	<u>1,644</u>	<u>3,089</u>

The effective tax rate for the current quarter under review was higher than the statutory tax rate due to operating losses suffered by certain subsidiaries from which the tax savings were not claimed.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**B. ADDITIONAL INFORMATION PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD****B7. Status of corporate proposal**

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

B8. Group borrowings and debt securities

The Group's borrowings as 30 June 2015 are as follows:-

Secured	RM'000
Long term borrowings:-	
Term loans	2,049
Hire purchase creditors	175
	<u>2,224</u>
Short term borrowings:-	
Bank overdrafts	-
Bankers acceptances	10,377
Trade loans	19,897
Term loans	652
Hire purchase creditors	1,533
	<u>32,459</u>
Unsecured	
Short term borrowings:-	
Term loans	19,508
Revolving Credit	-
Bankers acceptances	23,847
Trade loans	58,302
	<u>101,657</u>
Total Borrowings:	<u>136,340</u>

Included in the above borrowings are term loans and trade loans of RM102.97 million in USD.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**B. ADDITIONAL INFORMATION PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD****B9. Financial Instruments**

The Group has entered into some foreign exchange forward contracts to hedge its exposure to fluctuations in foreign currency arising from its sales.

The details of the open foreign exchange forward contracts are as follows:

	Amount in original currency USD'000	Average Contract Rate	Contract Value RM'000	Fair Value Favourable RM'000
Less than 1 year	822	3.7400	3,074	31

The derivatives have been recorded on the Consolidated Statement of Financial Position for this current quarter under review and financial year-to-date in compliance with FRS 139.

(a) The above instruments are executed with credit worthy financial institutions in Malaysia and as such credit and counterparty risks are minimal. There are no transaction costs at the inception of these contracts. The Group is exposed to minimal cash flow risk in view of its healthy cash position.

(b) There are no gain/(loss) arising from fair value changes in financial liabilities in the current quarter under review and financial year-to-date.

B10. Material Litigation

As at the date of this report, neither the Company nor any of its subsidiaries is engaged in any material litigation and arbitration either as plaintiff or defendant, which has a material effect on the financial position of the Company or its subsidiaries and our Directors are not aware of any proceedings pending or threatened or of any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business of the Company or its subsidiaries.

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**B. ADDITIONAL INFORMATION PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD****B11. Proposed Dividend**

For the financial year ended 31 December 2014, the Board of Directors has recommended a first and final dividend of 2.5 sen per share which has been approved at the Annual General Meeting of the Company held on the 22 May 2015 and paid on 10 July 2015.

For the financial year ended 31 December 2015, the Board of Directors has declared an interim single-tier dividend of 2.0 sen per share. The dividend will be paid on 30 September 2015 to shareholders whose names appear in the Company's Record of Depositors on 9 September 2015.

B12. Breakdown of Realised and Unrealised Profits and Losses

The retained profits can be analysed as follows:-

	As At 30-Jun-15 RM'000	As At 30-Jun-14 RM'000
Realised profits	88,602	86,270
Unrealised Gains/(losses)	267	(1,581)
	<u>88,869</u>	<u>84,689</u>

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NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2015**B. ADDITIONAL INFORMATION PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B13. Earnings per share

	Current Quarter 30-Jun-15 RM'000	Preceding Year Corresponding Quarter 30-Jun-14 RM'000	Current Year To Date 30-Jun-15 RM'000	Preceding Year Corresponding Period 30-Jun-14 RM'000
Profit attributable to ordinary equity holders of the parent (RM'000)	3,019	1,632	6,563	4,964
Weighted average number of ordinary shares in issue ('000)	136,000	136,000	136,000	136,000
Earnings per share-basic (sen)	<u>2.22</u>	<u>1.20</u>	<u>4.83</u>	<u>3.65</u>

There are no diluted earnings per share as there were no potential dilutive ordinary shares outstanding as at end of the current quarter under review.

By order of the Board,

Dato' Ng Lian Poh
Group Chief Executive Officer
Date: 20 August 2015