

# **MUAR BAN LEE GROUP BERHAD**

(Company No. 753588-P) (Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL STATEMENTS FOR 3RD QUARTER ENDED 30 SEPTEMBER 2015

# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015

|  |                      | Individual Quarter<br>3 months ended |                      | re Quarter<br>s ended |
|--|----------------------|--------------------------------------|----------------------|-----------------------|
|  | 30.09.2015<br>RM'000 | 30.09.2014<br>RM'000                 | 30.09.2015<br>RM'000 | 30.09.2014<br>RM'000  |
| Revenue  | 11,877               | 12,307                               | 40,356               | 35,052                |
| Less: Revenue from discontinued operation        | (345)                | <u> </u>                             | (834)                |                       |
| Revenue from continuing operation                | 11,532               | 12,307                               | 39,522               | 35,052                |
| Cost of sales                                    | (6,140)              | (6,427)                              | (21,326)             | (18,228)              |
| Gross profit                                     | 5,392                | 5,880                                | 18,196               | 16,824                |
| Other income                                     | 179                  | 148                                  | 464                  | 351                   |
| Depreciation and amortisation                    | (342)                | (337)                                | (1,159)              | (1,386)               |
| Distribution and administrative expenses         | (3,568)              | (4,348)                              | (11,739)             | (12,035)              |
| Operating profit                                 | 1,661                | 1,343                                | 5,762                | 3,754                 |
| Interest Income                                  | 27                   | 8                                    | 78                   | 147                   |
| Interest expense                                 | (299)                | (62)                                 | (575)                | (185)                 |
| Profit before taxation                           | 1,389                | 1,289                                | 5,265                | 3,716                 |
| Taxation   | (415)                | (400)                                | (800)                | (768)                 |
| Profit for the continuing operations             | 974                  | 889                                  | 4,465                | 2,948                 |
| Discontinued operations                          |                      |                                      |                      |                       |
| Profit/Loss from discontinued operations, net of | f tax 54             | <u> </u>                             | (89)                 |                       |
| Profit for the period                            | 1,028                | 889                                  | 4,376                | 2,948                 |
| Other Comprehensive Income, net of tax           | _                    | -                                    | -                    | -                     |
| Total Comprehensive Income for the period        | 1,028                | 889                                  | 4,376                | 2,948                 |
| Profit attributritable to:                       |                      |                                      |                      |                       |
| Owners of the Company - continuing operations    | s 851                | 890                                  | 3,842                | 2,959                 |
| - discountinued operation                        |                      | -                                    | (89)                 | 2,959                 |
| - discountinued operation                        | 905                  | 890                                  | 3,753                | 2,959                 |
| Non-controling interest                          | 123                  | (1)                                  | 623                  | (11)                  |
| Profit for the period                            | 1,028                | 889                                  | 4,376                | 2,948                 |
| Tront for the ported                             | 1,020                |                                      | 1,010                | 2,010                 |
| Total Comprehensive Income attributable to       | :                    |                                      |                      |                       |
| Owners of the Company - continuing operations    | s 851                | 890                                  | 3,842                | 2,959                 |
| - discountinued operati                          | on 54                |                                      | (89)                 | -                     |
|  | 905                  | 890                                  | 3,753                | 2,959                 |
| Non-controling interest                          | 123                  | (1)                                  | 623                  | (11)                  |
| Total Comprehensive Income for the period        | 1,028                | 889                                  | 4,376                | 2,948                 |
| Earnings per share (sen)                         |                      |                                      |                      |                       |
| - Basic - continuing operations                  | 0.93                 | 0.97                                 | 4.18                 | 3.22                  |
| - discountinued operation                        | 0.06                 |                                      | (0.10)               | <u>-</u>              |
| Direct   | 0.99                 | 0.97                                 | 4.08                 | 3.22                  |
| - Diluted  | N/A                  | 0.62                                 | N/A                  | 2.03                  |

The Unaudited Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Annual Report of the Group for the year ended 31 December 2014 and the accompanying explanatory notes attached to the Interim Financial Statements.

# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2015

|   | (Unaudited) | (Audited)  |
|---|-------------|------------|
|   | As at       | As at      |
|   | 30.09.2015  | 31.12.2014 |
| ASSETS  | RM'000      | RM'000     |
| Non-current assets                                |             |            |
| Property, plant and equipment                     | 22,334      | 22,770     |
| Investment properties                             | 321         | 323        |
| Intangible assets                                 | 3,602       | 3,602      |
| Other investment                                  | -           | 450        |
|   | 26,257      | 27,145     |
| Current assets                                    |             |            |
| Inventories                                       | 28,938      | 24,745     |
| Trade and other receivables                       | 21,659      | 13,115     |
| Tax recoverable                                   | 364         | -          |
| Fixed deposits with licensed banks                | 363         | 714        |
| Cash and bank balances                            | 6,220       | 4,382      |
|   | 57,544      | 42,956     |
| Assets included in disposal group classified      |             |            |
| as held for sale                                  | 27,110      | 26,400     |
|   | 84,654      | 69,356     |
| TOTAL ASSETS                                      | 110,911     | 96,501     |
|   | ,           |            |
| EQUITY AND LIABILITIES                            |             |            |
| Equity  |             |            |
| Share capital                                     | 46,000      | 46,000     |
| Share premium                                     | 1,158       | 1,158      |
| Treasury shares                                   | (289)       | ,          |
| Revaluation reserves                              | 2,581       | 2,581      |
| Discount on shares                                | (13,340)    | (13,340)   |
| Warrant reserve                                   | 17,940      | 17,940     |
| Retained profits                                  | 29,412      | 27,499     |
| Shareholder's equity                              | 83,462      | 81,838     |
| Non-controlling interest                          | 629         | 6          |
| Total equity                                      | 84,091      | 81,844     |
|   | ,,,,        | - ,-       |
| Non-current liabilities                           |             |            |
| Hire purchase payables                            | 150         | 295        |
| Bank borrowing                                    | 12,721      | 3,637      |
| Deferred taxation                                 | 1,240       | 1,240      |
|   | 14,111      | 5,172      |
| Current liabilities                               | ,           |            |
| Trade and other payables                          | 7,116       | 6,566      |
| Hire purchase payables                            | 197         | 208        |
| Bank borrowing                                    | 4,675       | 2,387      |
| Tax payable                                       | 261         | 15         |
|   | 12,249      | 9,176      |
| Liabilities included in disposal group classified | 12,2 10     | 3,170      |
| as held for sale                                  | 460         | 309        |
|   | 12,709      | 9,485      |
|   |             |            |
| Total liabilities                                 | 26,820      | 14,657     |
| TOTAL EQUITY AND LIABILITIES                      | 110,911     | 96,501     |
| Net assets per share (RM)                         | 0.91        | 0.89       |

The Unaudited Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Report of the Group for the year ended 31 December 2014 and the accompanying explanatory notes attached to the Interim Financial Statements.

At 1 January 2015

owners of the Company

At 30 September 2015

At 1 January 2014

Negative goodwill

for the period

owners of the Company

At 30 September 2014

the Company

Contributions by and distributions to

Dividends to owners of the Company

Total transactions with owners of

46,000

1,158

the period

the Company

#### **UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY** FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015

Attributable to Equity Holders of the Company

#### Non-Distributable Distributable Discount Non-Share Share On Treasury Revaluation Warrant Retained controlling Total Premium Shares Reserve Warrants Profits Capital Reserves Subtotal interest Equity RM'000 46.000 1.158 2.581 (13.340)17.940 27.499 81.838 6 81.844 Other comprehensive income Profit for the financial year 3.753 3.753 623 4.376 Purchase of treasury shares (289)(289)(289)Total comprehensive income for 3.753 3.464 623 (289)4.087 Contributions by and distributions to Dividends to owners of the Company (1,840)(1,840)(1,840)Total transactions with owners of (1,840)(1,840)(1.840)46,000 1,158 (289)2,581 (13,340)17,940 29,412 83,462 629 84,091 46,000 1,158 2.653 (13,340)17.940 27.038 81.449 50 81.499 Other comprehensive income Profit for the financial year 2,959 2,959 (11)2,948 173 173 173 Total comprehensive income

(13,340)

17,940

3,132

(2,760)

(2,760)

27.410

3,132

(2,760)

(2,760)

81.821

(11)

39

3,121

(2,760)

(2,760)

81,860

The Unaudited Condensed Consolidated Statements of Changes In Equity should be read in conjunction with the Annual Report of the Group for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the Interim Financial Statements.

2.653

# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015

|                   |  | Current Year<br>To-date | Preceding Year<br>Corresponding<br>Period |  |
|-------------------|--|-------------------------|---|--|
|                   |  | 30.09.2015              | 30.09.2014                                |  |
| CASH FI           | OWS FROM OPERATING ACTIVITIES                            | RM'000                  | RM'000                                    |  |
|                   |  |                         |   |  |
| -                 | ss) before taxation<br>uing operations                   | 5,265                   | 3,716                                     |  |
|                   | tinued operations  | (89)                    |   |  |
|                   |  | 5,176                   | 3,716                                     |  |
| -                 | nts for non-cash items:                                  |                         |   |  |
| -                 | ciation of property, plant & machinery                   | 1,288                   | 1,386                                     |  |
|                   | t expense<br>t income                                    | 575<br>(78)             | 185<br>(147)                              |  |
| Operating         | g profit before working capital changes                  | 6,961                   | 5,140                                     |  |
| -                 | in working capital                                       | 3,00.                   | 3,1.0                                     |  |
| _                 | se in inventories  | (4,193)                 | (818)                                     |  |
| Increas           | se in trade and other receivables                        | (7,246)                 | (1,792)                                   |  |
| Decrea            | se in trade and other payables                           | 717                     | (1,999)                                   |  |
| Cash use          | ed in operations   | (3,761)                 | 531                                       |  |
| Income            | e tax paid   | (921)                   | (883)                                     |  |
| Net cash          | used in operating activities                             | (4,682)                 | (352)                                     |  |
| CASH FL           | OWS FROM INVESTING ACTIVITIES                            |                         |   |  |
| Acquisi           | ition of property, plant and equipment                   | (721)                   | (2,548)                                   |  |
|                   | ition of subsidiaries, net of cash and cash equivalents  | -                       | (24,750)                                  |  |
|                   | t income   | 78                      | 147_                                      |  |
| Net cash          | used in investing activities                             | (643)                   | (27,151)                                  |  |
| CASH FL           | OWS FROM FINANCING ACTIVITIES                            |                         |   |  |
| Interes           | ·  | (575)                   | (185)                                     |  |
| Divider<br>Purcha | ia paid<br>ise of treasury shares                        | (1,840)<br>(289)        | (2,760)                                   |  |
| Net inc           | rease in banker acceptance                               | `158 <sup>°</sup>       | -   |  |
|                   | down from bank borrowing                                 | 13,353                  | 220                                       |  |
|                   | ment of hire purchase payables<br>ment of bank borrowing | (172)<br>(2,139)        | (204)<br>(263)                            |  |
| Net cash          | generated from/(used) in financing activities            | 8,496                   | (3,192)                                   |  |
| NET INC           | REASE/(DECREASE) IN CASH AND CASH EQUIVALENTS            | 3,171                   | (30,695)                                  |  |
| Cash and          | cash equivalents at beginning of period                  | 3,188                   | 35,427                                    |  |
| Cash and          | cash equivalents at end of period                        | 6,359                   | 4,732                                     |  |
| Note:             | Cash and Cash Equivalents at end of period               |                         |   |  |
|                   | Continuing operations                                    |                         |   |  |
|                   | Cash and bank balances                                   | 6,220                   | 4,561                                     |  |
|                   | Short term deposits with licensed banks                  | 363                     | 570                                       |  |
|                   | Bank overdraft Fixed deposits pledged                    | (363)                   | (399)                                     |  |
|                   |  | 6,220                   | 4,732                                     |  |
|                   | Discontinued operations                                  | 5,220                   | .,. 32                                    |  |
|                   | Cash and bank balances                                   | 139                     | 1700                                      |  |
|                   |  | 6,359                   | 4,732                                     |  |

The Unaudited Condensed Statements of Cash Flows should be read in conjunction with the Annual Report of the Group for the financial year ended 31 December 2014 and the accompanying explanatory notes attached to the Interim Financial Statements.

# A. EXPLANATORY NOTES PURSUANT TO THE MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL STATEMENTS

#### A1. BASIS OF PREPARATION

The interim financial statements of the Group are unaudited and have been prepared in accordance with the requirement of Financial Reporting Standard ("FRS") 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The Group has re-adopted FRS in the year ended 31 December 2014 as it met the criteria as Transitioning Entities. The re-adoption of FRSs did not have any significant impacts on the financial statements of the Group and the Company. The Group will present its first Malaysia Financial Reporting Standard ("MFRS") financial statements for the financial year ending 31 December 2017.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2014. The 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 2014.

#### A2. CHANGES IN ACCOUNTING POLICIES

The accounting policies and methods of computation adopted by the Group in these interim financial statements are consistent with those adopted in the audited financial statements for the year ended 31 December 2014 except for those standard, amendments and IC interpretation which are effective from the annual period beginning 1 July 2014 and onwards. The adoption of these standards, amendments and IC interpretations does not have significant impact on the financial statements of the Group and the Company.

# A3. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the preceding audited financial statements was not subject to any qualification.

#### A4. SEASONALITY OR CYCLICALITY FACTORS

The performance of the Group is generally not affected by any seasonal or cyclical factors.

# A5. UNUSUAL ITEMS

There were no unusual items for the current financial period under review.

#### A6. CHANGES IN ESTIMATES

There were no changes in estimates amount that had a material effect for the current financial period under review.

#### A7. DEBT AND EQUITY SECURITIES

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the current quarter other than the following:-

During the current quarter, the Company repurchased 192,400 of its issued ordinary shares from the open market at an average price of RM0.75 per shares. The total consideration paid for the repurchase including transactions costs was RM143,880 and this was financed by internally generated funds.

Total treasury shares held as at 30 September 2015 is 384,300 shares. The shares repurchased are being held as treasury shares in accordance with Section 67A of the Companies Act 1965.

#### A8. DIVIDEND PAID

There were no dividends paid during the financial period under review.

# A9. SEGMENTAL INFORMATION

Segmental reporting for the 9 months ended 30 September 2015

| Revenue                   | Investment<br>holding<br>RM'000 | Manufacturing<br>RM'000 | Trading<br>and service<br>RM'000 | Plantation<br>(discontinued)<br>RM'000 | Elimination<br>RM'000 | Consolidated<br>RM'000 |
|---------------------------|---------------------------------|-------------------------|----------------------------------|--|-----------------------|------------------------|
| External sales            | -                               | 35,860                  | 3,662                            | 834                                    | -                     | 40,356                 |
| Inter-company transaction | -                               | 223                     | 603                              | -                                      | (826)                 | -                      |
| Dividend income           | 1,840                           |                         | -                                |  | (1,840)               |                        |
|                           | 1,840                           | 36,083                  | 4,265                            | 834                                    | (2,666)               | 40,356                 |
| Segmental result          | 1,588                           | 4,476                   | 1,538                            | (83)                                   | (1,757)               | 5,762                  |
| Finance cost              |                                 |                         |                                  |  |                       | (575)                  |
| Interest income           |                                 |                         |                                  |  |                       | 78                     |
| Profit before tax         |                                 |                         |                                  |  |                       | 5,265                  |
| Taxation                  |                                 |                         |                                  |  |                       | (800)                  |
| Profit for the period     |                                 |                         |                                  |  |                       | 4,465                  |

# A9. SEGMENTAL INFORMATION (continued)

Segmental reporting for the 9 months ended 30 September 2014.

|                           | Investment |               |            |             |              |
|---------------------------|------------|---------------|------------|-------------|--------------|
|                           | holding    | Manufacturing | Plantation | Elimination | Consolidated |
|                           | RM'000     | RM'000        | RM'000     | RM'000      | RM'000       |
| Revenue                   |            |               |            |             |              |
| External sales            | -          | 34,231        | 821        | -           | 35,052       |
| Inter-company transaction | -          | 644           | -          | (644)       | -            |
| Dividend income           | 2,760      | -             | -          | (2,760)     | <u>-</u>     |
|                           | 2,760      | 34,875        | 821        | (3,404)     | 35,052       |
| Segmental result          | 2,477      | 3,599         | 288        | (2,610)     | 3,754        |
| Finance cost              |            |               |            |             | (185)        |
| Interest income           |            |               |            |             | 147          |
| Profit before tax         |            |               |            | _           | 3,716        |
| Taxation                  |            |               |            | _           | (768)        |
| Profit for the period     |            |               |            | _           | 2,948        |
|                           |            |               |            | _           |              |

#### A10. VALUATION OF PROPERTY, PLANT AND EQUIPMENT

There was no valuation of property, plant and equipment for the financial period under review.

# A11. MATERIAL SUBSEQUENT EVENTS

On 28 April 2015, the Company announced that MBL Plantation Sdn. Bhd. ("MBLP"), a wholly owned subsidiary of the Company had entered into a Memorandum of Understanding ("MOU") with Kenali Berkat Sdn. Bhd. ("KBSB") and proposed to dispose of its entire 2,000,000 shares of RM1.00 each in Sokor Gemilang Ladang Sdn. Bhd. ("SGLSB"), a wholly owned subsidiary of MBLP and novation of the sum owing form the creditors of SGLSB to KBSB, for a total consideration of RM35,100,000. As at the date of the report, there is no further development since the date of previous annoucement to Bursa Malaysia.

On 28 October 2015, the Board of Directors announce to Bursa Malaysia that Muar Ban Lee Engineering Sdn Bhd ("MBLE"), a wholly owned subsidiary of the Company, has subscribed a newly addition allotment of IDR15,300,000,000.00 (which is equivalent to RM4,570,070.00) paid up share capital in PT. Serdang Jaya Perdana ("SJP") at par value and to be settled in cash. The new subscription of share capital invested by MBLE represents 51% shareholding on total issued and paid up share capital of SJP.

The subsription of IDR15,300,000,000.00 paid up share capital of SJP by MBLE was completed upon allotment of shares on 21 October 2015. Thereafter, SJP will become a subsidiary company of MBL.

On 28 October 2015, the Company announced that Muar Ban Lee Technology Sdn. Bhd., a wholly owned subsidiary of the Company has signed an agreement with PT. Sari Dumai Sejati to supply a 800 Ton per day Palm Kernel Crushing Plant and ancillary machineries at total value of USD3,930,000 (equivalent to RM16,604,643). The contract is expected to contribute positively to the earnings of the Company for the financial year in 2016.

#### A12. CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group in the financial period under review except the pending subscription of shares of SJP by MBLE. SJP has become the subsidiary of the Company effective from 21 October 2015, its results will be consolidated to the Group thereon.

#### A13. CONTINGENT LIABILITIES AND CONTINGENT ASSETS

There were no contingent liabilities and contingent assets in the financial period under review.

## A14. CAPITAL COMMITMENTS

There were no capital commitments in the financial period under review.

#### A15. RELATED PARTY TRANSACTIONS

The related party transactions are secretarial fee for the subsidiary companies amounting to RM2,520.00 charged by Tan Commercial Management Services Sdn. Bhd. and of which one of the director has interest over the company and able to exercise control. Further, a rental fee of RM6,000.00 was paid to certain directors of which the directors owned the said property and have interest over the property and the transactions was entered into in the normal course of business.

### A16. DISCLOSURE OF DERIVATIVES

There was no outstanding forward contract at the end of the quarter under review.

#### A17 GAIN/LOSS ARISING FROM FAIR VALUE CHANGES OF FINANCIAL LIABILITIES

There is no gain / loss arising from fair value changes of financial liabilities for the period under review.

# B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

#### **B1. REVIEW OF PERFORMANCE**

|   | Individual Quarter (3 months ended) |            |            |            | Cumulative (9 months |  |
|---|-------------------------------------|------------|------------|------------|----------------------|--|
|   | 30.09.2015                          | 30.09.2014 | 30.09.2015 | 30.09.2014 |                      |  |
|   | RM'000                              | RM'000     | RM'000     | RM'000     |                      |  |
| Revenue<br>Profit /(Loss) before tax (PBT)  | 11,877                              | 12,307     | 40,356     | 35,052     |                      |  |
| <ul> <li>continuing operations</li> </ul>   | 1,389                               | 1,289      | 5,265      | 3,716      |                      |  |
| <ul> <li>discontinued operations</li> </ul> | 54                                  | -          | (89)       | -          |                      |  |
|   | 1,443                               | 1,289      | 5,176      | 3,716      |                      |  |

For the current quarter under review, The Group's PBT was 11.9% higher at RM1.44 million on the back of revenue at RM11.88 million as compare with PBT of RM1.29 million from the revenue of RM12.31 million registered in the preceding year's corresponding quarter. The improvement of results was mainly due to lower distribution and administration expenses coupled with the PBT from discontinued operation.

Plantation segment (discontinued operation) has recorded revenue of RM0.34 million and PBT of RM0.05 million in the current quarter. Improvement in results was due to higher Fresh Fruit Bunch (FFB) harvested.

For the nine months period under review, the Group registered a revenue and PBT of RM40.36 million and RM5.18 million as compare with RM35.05 million and RM3.72 million recorded in the preceding year's corresponding period. The higher revenue and PBT was mainly attributable to higher project sales recorded in the current period.

Plantation segment's (discontinued operation) revenue improved to RM0.83 million and loss before tax of RM0.08 million in the current period. Higher acreages of matured palm trees with higher yields has resulted more Fresh Fruit Bunch (FFB) being harvested and contributed to the higher sales.

### B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER'S RESULT

The Group's revenue and PBT for the current quarter has reduced by 17.3% and 33.7% respectively as compared to the immediate preceding quarter. The lower results were mainly attributable to the lower project sales in the current quarter

# **B3. COMMENTARY ON PROSPECTS**

Besides focusing on the core business of plants setup, sale of spare parts and ancillary equipment, The Group will continue to invest heavily in Research and Development (R&D) to improve the quality and performance of the products in order maintain the leading position in the market and industry.

The strategic investment of the Company on acquisition of PT Serdang Jaya Perdana ("SJP"), an Indonesia company which owned a Palm Kernel Crushing plant ("KCP") will facilitate the Company's execution of extensive R&D activities at the KCP. This will greatly reduce the R&D costs and expedite the R&D progress to improve the performance of its oil seeds expeller machines.

## **B3.** COMMENTARY ON PROSPECTS (continued)

For the proposed disposal of SGLSB (refer to Note A11), if the MOU is materialised, the investment in SGLSB will be realised where the disposal proceeds will be utilised to reduce the Group's gearing, as the working capital and reserve for the Group's future expansion.

As per the Company announcement on 28 October 2015, the 800 Ton per day Palm Kernel Crushing Plant project worth at USD3,930,000 (equivalent to RM16,604,643) from PT. Sari Dumai Sejati, is expected to contribute positively to the earnings of the Company for the financial year in 2016.

Barring any unforeseen circumstances, the Board of Directors is of the view that the Group will register satisfactory results for the coming financial period.

#### **B4. VARIANCE FROM PROFIT FORECAST**

There is no profit forecast issued for the current financial period under review.

#### **B5. TAXATION**

Taxation for the quarter and year to date comprises:

|                | Current Quarter<br>Ended | Current Year<br>To Date |
|----------------|--------------------------|-------------------------|
|                | 30.09.2015               | 30.09.2015              |
|                | RM'000                   | RM'000                  |
| Taxation       |                          |                         |
| - current year | 415                      | 800                     |
|                | 415                      | 800                     |

The effective tax rate of the Group is higher than the statutory tax rate mainly due to higher contribution of profit from non-pioneer status subsidiary companies and under provision of tax in earlier quarter.

# **B6.** SALE OF UNQUOTED INVESTMENT OR PROPERTIES

There was no sale of unquoted investments and properties for the financial period under review.

# B7. PURCHASE OR DISPOSAL OF QUOTED SECURITIES

There was no purchase or disposal of quoted securities for the financial period under review.

# **B8. STATUS OF CORPORATE PROPOSALS**

There was no pending corporate proposals for the financial period under review.

## B9. GROUP BORROWINGS AND DEBT SECURITIES

The Group's borrowings as at 30 September 2015 are as follows:

|                   | Short Term<br>(Secured)<br>RM'000 | Long Term<br>(Secured)<br>RM'000 | Total<br>RM'000 |
|-------------------|-----------------------------------|----------------------------------|-----------------|
| Banker acceptance | 513                               | -                                | 513             |
| Term Loan         | 1,109                             | 12,721                           | 13,830          |
| Revolving Loan    | 3,053                             | -                                | 3,053           |
| Hire Purchase     | 197                               | 150_                             | 347             |
| TOTAL             | 4,872                             | 12,871                           | 17,743          |

#### **B10. OFF BALANCE SHEET FINANCIAL INSTRUMENTS**

As at the date of this report, the Group did not have any financial instruments with off balance sheet risks.

# **B11. MATERIAL LITIGATION**

There was no material litigation for the current financial period to date.

#### **B12. DIVIDEND DECLARED**

On 30 November 2015, the Board of Directors declared a single-tier first interim dividend of 1.0 sen per share for the year ended 31 December 2015 to be paid on 28 December 2015.

# **B13. EARNINGS PER SHARE**

The basic earnings per share ("EPS") is calculated by dividing the profit for the financial year attributable to ordinary shareholders of the Company by the number of ordinary shares outstanding during the financial year held by the Company calculated as follows:

|   | Current<br>Quarter | Current Year<br>To Date |
|---|--------------------|-------------------------|
| Profit attributable to ordinary shareholders of the Company (RM'000)    |                    |                         |
| <ul><li>continuing operations</li><li>discontinued operations</li></ul> | 851<br>54          | 3,842<br>(89)           |
|   | 905                | 3,753                   |
| Number of ordinary shares ('000)  | 92,000             | 92,000                  |
| Basic EPS (Sen)   |                    |                         |
| <ul> <li>continuing operations</li> </ul>                               | 0.93               | 4.18                    |
| - discontinued operations   | 0.06               | (0.10)                  |
|   | 0.99               | 4.08                    |

<sup>\*</sup> The diluted EPS is not presented as the market value of the ordinary shares of the Company is lower than the exercise price for the outstanding warrants and any exercise of warrants would result in anti-dilution.

#### **B14. RELATED PARTY TRANSACTIONS**

The related party transactions are secretarial fee for the subsidiary companies amounting to RM2,520.00 charged by Tan Commercial Management Services Sdn. Bhd. and of which one of the director has interest over the company and able to exercise control. Further, a rental fee of RM6,000.00 was paid to certain directors of which the directors owned the said property and have interest over the property and the transactions was entered into in the normal course of business.

## B15. DISCLOSURE OF REALISED AND UNREALISED PROFITS/LOSSES

The breakdown of retained profit of the Group as at the reporting date, into realised and unrealised profits or losses, pursuant to the directive given by Bursa Malaysia Securities Berhad ("Bursa Malaysia"), is as follows:

|   | Group<br>RM'000 |
|---|-----------------|
| Total retained profits of the Company and its |                 |
| subsidiaries                                  |                 |
| - Realised                                    | 62,412          |
| - Unrealised                                  | (1,240)         |
| Less: Consolidation adjustments               | (31,760)        |
| Retained profits as per financial statement   | 29,412          |

# **B16. AUTHORISATION FOR ISSUE**

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Board of Directors dated 30 November 2015.

# By Order of the Board

Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai Executive Director / Finance Director Muar 30 November 2015