

SIG GASES BERHAD

(Company No.: 875083 - W) (Incorporated in Malaysia)

Financial Report
For The Year Ended
31 December 2011



Unaudited Condensed Consolidated Statement of Comprehensive Income For the year ended 31 December 2011

	Individual Quarter		Cumulative Period	
	Current Year Quarter 31 Dec 2011 RM'000	Preceding Year Quarter 31 Dec 2010 RM'000	Current Year To Date 31 Dec 2011 RM'000	Preceding Year To Date 31 Dec 2010 RM'000
Revenue	14,539	13,749	54,361	55,261
Cost of sales	(10,374)	(9,169)	(38,768)	(36,398)
Gross profit	4,165	4,580	15,593	18,863
Other income	235	121	910	848
Selling and administrative expenses	(3,317)	(2,344)	(12,080)	(10,515)
Finance costs	(245)	(251)	(910)	(1,256)
Profit before tax	838	2,106	3,513	7,940
Income tax expense	(777)	(624)	(1,078)	(1,935)
(Loss)/Profit after tax and total comprehensive income for the period	61	1,482	2,435	6,005
Total comprehensive income attributable to :				
Equity holders of the company	61	1,482	2,435	6,005
Minority interest	-			-
	61	1,482	2,435	6,005
Earning per share (Sen)				
- Basic	0.04	1.26	1.62	5.12
- Diluted	0.04	1.26	1.62	5.12

Notes

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



Unaudited Condensed Consolidated Statements of Financial Position As at 31 December 2011

	Unaudited As at 31 Dec 2011 RM'000	Audited As at 31 Dec 2010 RM'000
Assets		
Non-current assets		
Property, plant and equipment	95,167	76,784
Intangible assets	188	195
	95,355	76,979
Current assets		
Inventories	2,734	2,487
Trade and other receivables	18,322	19,554
Cash and bank balances	11,146	15,885
	32,202	37,926
TOTAL ASSETS	127,557	114,905
EQUITY AND LIABILITIES		
Equity attributable to owners of the parent		
Share capital	75,000	75,000
Reserves	9,791	9,306
Total equity	84,791	84,306
Non-current liabilities		
Deferred tax liabilities	9,078	7,872
Loans and borrowings	10,488	5,795
3	19,566	13,667
Current liabilities		_
Trade and other payables	12,898	9,775
Loans and borrowings	10,302	7,157
	23,200	16,932
Total liabilities	42,766	30,599
TOTAL EQUITY AND LIABILITIES	127,557	114,905
Net assets per share attributable to ordinary equity holders of the Company (RM)	0.57	0.56

Notes

^{1.} The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying expanatory notes attached to the interim financial statements.



Unaudited Condensed Consolidated Statements of Changes in Equity As at 31 December 2011

	Non-distributable		Distributable		
	Share Capital RM'000	Share Premium RM'000	Revenue Reserve RM'000	Merger Reserve RM'000	Total RM'000
As at 1 January 2011 Total comprehensive income	75,000	6,075	3,231	-	84,306
for the year	-	-	2,435	-	2,435
Dividend			(1,950)	-	(1,950)
As at 31 December 2011	75,000	6,075	3,716		84,791
As at 1 January 2010 Total comprehensive income	50,400	4,526	24,626	(27,399)	52,153
for the year	-	-	6,005	-	6,005
Issuance of ordinary shares	24,600	3,936	-	-	28,536
Listing expenses	-	(2,388)	-	-	(2,388)
Merger deficit offset	-	-	(27,399)	27,399	-
As at 31 Dectember 2010	75,000	6,074	3,232		84,306

Notes

 The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



Unaudited Condensed Consolidated Statements of Cash Flows For the year ended 31 December 2011

	Year ended	
	31 Dec 2011 RM'000	31 Dec 2010 RM'000
Cash flows from operating activities		
Profit before taxation Adjustments for:	3,513	7,940
Depreciation Gain on disposal of property, plant and equipment	3,773 (452)	3,336 (294)
Interest expenses Interest income	910 (271)	1,130 (138)
Allowance for doubtful debts Reversal of doubtful debts provision no longer required	235 (119)	337 (104)
Bad debts recovered Unrealised foreign exchange gain	(21) (66)	(28)
Written off of property, plant and equipment	10	20
Operation profit before working capital changes Net changes in current assets	7,512 829	12,195 (1,819)
Net changes in current liabilities	3,611	(2,588)
Cash generated from operating activities Interest paid Tax paid	11,952 (910) (233)	7,788 (1,130) (409)
Net cash generated from operating activities	10,809	6,249
Cash flows from investing activities		
Purchase of property, plant and equipment Proceed from disposal of property, plant and equipment	(22,596) 889	(10,764) 593
Interest received	271	138
Net cash used in investing activities	(21,436)	(10,033)
Cash flow from financing activities Drawdown/(Repayment) of borrowings	7,838	(7,857)
Proceed from issuance of shares Payment of listing expenses	-	28,536 (2,387)
Dividend	(1,950) 5,888	18,292
Net cash generated from financing activities	5,000	10,292
Net (decrease)/increase in cash and cash equivalents Cash and cash equivalents at beginning of financial year	(4,739) 15,885	14,508 1,377
Cash and cash equivalents at final of financial year	11,146	15,885
Cash and cash equivalents at the end of the financial year comprise the following:		
Cash and bank balances	11,146	15,885

Notes:

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

PART A EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with FRS 134: Interim Financial Reporting and Appendix 9B Part A of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2010.

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 financial position and performance of the Group since the year ended 31 December 2010. The interim combined financial report and notes thereon do not include all the information required for a full set of financial statements prepared in accordance with FRSs.

A2. Changes in accounting policies

The significant accounting policies adopted by the Group are consistent with those of the audited financial statements for the financial year ended 31 December 2010 of the Group, except for the adoption of the following new Financial Reporting Standards ("FRSs") and Amendments to FRSs ("Amendments"):

FRS 1: First-time Adoption of Financial Reporting Standards

FRS 3: Business Combinations (Revised)

Amendments FRS 127: Consolidated and Separate Financial Statements

Amendments to FRS 2: Share-based Payment

Amendments to FRS 5: Non-current Assets Held for Sale and Discontinued Operations

Amendments to FRS 138 Intangible Assets

Amendments to IC Interpretation 9 Reassessment of Embedded Derivatives

IC Interpretation 12: Service Concession Arrangements

IC Interpretation 16: Hedges of a Net Investment in a Foreign Operation

IC Interpretation 17 Distributions of Non-cash Assets to Owners

Amendments to FRS 1 Limited Exemption from Comparative FRS 7 Disclosures First-time Adopters

Amendments to FRS 7 Improving Disclosures about Financial Instruments

Amendments to FRS 2: Group Cash-settled Share-based Payment Transactions

IC Interpretation 4: Determining whether on Arrangement contains a Lease

IC Interpretation 18: Transfers of Assets from Customers

Amendments to FRS contained in document entitled "Improvements to FRSs (2010)"

The adoption of the above revised FRSs and amendments to FRSs and interpretation does not have significant financial impact to the Group's consolidated financial statements.

PART A EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

(i) Malaysian Financial Reporting Standards(MFRS)

On 19 November 2011, the Malaysian Accounting Standards Board (MASB) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (MFRS Framework).

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture (MFRS 141) and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venturer.

The Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 December 2012. In presenting its first MFRS financial statements, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

The Group has not completed its assessment of the financial effects of the differences between Financial Reporting Standards and accounting standards under the MFRS Framework. Accordingly, the consolidated financial performance and financial position as disclosed in these financial statements for the year ended 31 December 2011 could be different if prepared under the MFRS Framework.

The Group considers that it is achieving its scheduled milestones and expects to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 31 December 2012.

PART A EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

A3. Auditor's report on preceding annual financial statements

There was no qualification to the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2010.

A4. Seasonal or cyclical factors

The business operations of the Group were not significantly affected by any seasonal or cyclical factor.

A5. Items of unusual nature

There were no significant unusual items affecting the assets, liabilities, equity, net income or cash flow during the financial period ended 31 December 2011.

A6. Material changes in estimates

There were no changes in estimates that have had a material effect in the current quarter results.

A7. Changes in debt and equity securities

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the financial period-to-date.

A8. Dividend paid

At the Annual General Meeting, a final tax exempt (single-tier) dividend in respect of the financial year ended 31 December 2010, of 2.6% on 150,000,000 ordinary shares, amounting to a dividend payable of RM1,950,000 (1.30 sen per ordinary share) was approved by the shareholders on 19 May 2011 and paid on 15 June 2011.

PART A -EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

A9. The Group is organized into the following operating segments:-

- (1)
- Manufacturing Refilling and Distribution (2)
- Other Products and Services (3)

Current Year to date

Ourion rour to date	Manufacturing	Refilling and Distribution	Other Products and Services	Total
	RM'000	RM'000	RM'000	RM'000
REVENUE	27,778	25,061	1,522	54,361
RESULTS Profit for reportable segment Other income Selling and administrative expensionance costs Profit before tax Income tax expense Total comprehensive income	8,350 ses	7,059	184 - - -	15,593 910 (12,080) (910) 3,513 (1,078) 2,435
Preceding Year	Manufacturing	Refilling and Distribution	Other Products and Services	Total
	RM'000	RM'000	RM'000	RM'000
REVENUE	27,572	26,025	1,664	55,261
Profit for reportable segment Other income Selling and administrative expensionance costs Profit before tax Income tax expense	10,307 ses	8,391	165	18,863 848 (10,515) (1,256) 7,940 (1,935)

PART A EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

A10. Valuation of property, plant and equipment

There was no valuation of property, plant and equipment in the current financial year.

A11. Capital commitments

Capital commitment for property, plant and equipment not provided for as at 31 December 2011 are as follows:-

RM'000

Approved and contracted for

4,976

A12. Property, plant and equipment

The Group acquired property, plant and equipment amounting to RM22.60 million during the current financial year.

A13. Material events subsequent to the end of period reported

There were no material events subsequent to the end of the current financial quarter up to 16 February 2012, being the latest practicable date ("LPD") which is not earlier than 7 days from the date of issuance of this quarterly report, that have not been reflected in this quarterly report.

A14. Changes in composition of the group

There were no changes in composition of the group to the end of the current financial quarter that have not been reflected in this quarterly report as at the date of this report.

A15. Contingent liabilities or contingent assets

There were no material contingent liabilities or contingent assets to be disclosed as at the date of this report.

PART A - EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

A16. Statement of comprehensive income

	Current Year Quarter RM'000	Current Year To Date RM'000
(a) Interest income	58	271
(b) Other income including investment income	129	558
(c) Interest expense	246	910
(d) Depreciation and Amortisation	999	3,773
(e) Provision for and write off of receivables	235	235
(f) Provision for and write off of inventories	N/A	N/A
(g) (Gain)/loss on disposal of quoted and unquoted investments or properties	N/A	N/A
(h) Impairment of assets	N/A	N/A
(i) Foreign exchange (gain)/loss	(48)	(81)
(j) (Gain)/loss on derivatives	N/A	N/A
(k) Exceptional items	N/A	N/A

A17. Significant related party transactions

The Group had the following transactions during the current financial quarter and year to date with related parties in which certain directors of the Company have substantial financial interest:-

	Transactions during the current financial quarter	Transactions Year-to-date	Amount owing (to)/from related party 31 Dec 2011
Nature of transactions Purchase of refrigerants, cylinders, valves, liquid oxygen, liquid nitrogen, liquid argon, liquid carbon dioxide, specialty gases and overdue interest from companies in which the Company's director, Peh Lam Hoh has substantial financial interest		RM'000 13,894	RM'000 (3,017)
Sales of industrial gases and equipment to companies in which the Company's director, Peh Lam Hoh has substantial financial interest	65	166	49
Purchase of valves and spare parts from a company in which a subsidiary company's director, Kong Khim Tuck has an interest but not substantial.	6	19	(6)

PART B -

ADDITIONAL INFORMATION AS REQUIRED BY LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES BERHAD (PART A OF APPENDIX 9B)

B1. Review Of Performance Of The Group

<u>Current year Quarter ended 31 December 2011 vs. Preceding year Quarter ended 31 December 2010</u>

The revenue of the Group for the Fourth Quarter was RM14.54M. The revenue has increased by RM0.79M or 5.75% as compared to Corresponding Quarter. The increase is mainly due to increase in revenue from manufacturing of industrial gases and refilling and distribution of industrial gases by RM0.75M or 11.08% and RM0.13M or 2.41% respectively. The increased in revenue came from Acetylene gas, Liquid Oxygen and Liquid Nitrogen which increased by 17%, 36% and 79% respectively. The increase in revenue is mainly due to gradual resumption of industrial activities within the region which was adversely affected by the flood in Thailand.

The Gross profit of the Group for the Fourth Quarter was RM4.17M. The Gross profit has decreased by RM0.42M or 9.1% as compared to that of the preceding year's Quarter. The Gross profit decreased mainly due to increased in cost of calcium carbide by 27% and increase in electricity cost by 8%.

The Group's Profit After Tax was RM0.06M for the Fourth Quarter which is RM1.42M or 95.88% lower as compared to the corresponding quarter in year 2010. The decrease is mainly due to the decrease in Gross Profit contribution as the competition in the industry gets keener and increase in Selling & Administration expenses by RM0.97M mainly due to additional doubtful debt provision of RM0.23M as compared with write back of doutful debt provision of RM0.27M in the Preceding Year Quarter and the increase in provision for deferred tax liabilities by RM0.31M for the current quarter.

Current year to date 31 December 2011 vs. Preceding year to 31 December 2010

The revenue of the Group for the year ended 31 December 2011 was RM54.36M. The revenue has decreased by RM0.90M or 1.63% as compared to the same period in year 2010. The decrease in revenue was mainly due to decrease in refilling and distribution of industrial gases, and cylinder and delivery services by RM0.34M or 1.61% and RM0.63M or 12.45% respectively. The decrease in revenue was mainly due to general slowdown in the industry activities due to the breakdown of the supply chain after the flood in Thailand.

The Gross Profit of the Group for the year ended 31 December 2011 was RM15.59M. The Gross Profit has decreased by RM3.27M or 17.33% as compared to the same period in year 2010. The decrease in Gross Profit is mainly due to decrease in Gross Profit of manufacturing of industrial gases and refilling and distribution of industrial gases by RM1.96M or 18.99% and RM1.33M or 15.87% respectively. The decrease in Gross Profit was mainly due to increase in the cost of calcium carbide by 17% and increase in electricity cost by 20%.

The Group's Profit After Tax was RM2.44M for the current year which is RM3.57M or 59.45% lower as compared to the corresponding period in year 2010. The decrease is mainly due to the decrease in Gross Profit contribution and increase in selling and administrative expenses by RM1.55M mainly due to increase in depreciation, diesel and payroll cost by RM0.13M, RM0.17M and RM0.44M respectively.

B2. Material Changes In The Quarterly Results Compared To The Results Of The Preceding Quarter

The revenue of the Group was RM14.54M for the Fourth Quarter an increase of RM0.81 Million over RM13.73M in the previous quarter. The increase came from manufacturing of industrial gases and refilling and distribution of industrial gases by RM0.46M or 6.61% and RM0.35M or 6.51% respectively. The increase in revenue mainly due to increase in demand of Acetylene Gas by 18%, Liquid Oxygen by 14% and Liquid Nitrogen by 91%.

The Gross Profit of the Group was reported at RM4.17M for the current quarter. The Gross Profit has increased from RM3.57M in the previous quarter to RM4.17M in the current quarter due to increase in Gross Profit from manufacturing of industrial gases by RM0.59M or 28.59%. The increase in Gross profit mainly due to decrease in electricity cost by 6% caused by increased in production output as compared to the previous quarter.

The Profit After Tax of the Group was RM0.06M for the current quarter. The decrease in Profit After Tax from RM0.55M in the previous quarter to the current quarter is due to the factors described above and increase in Selling and Adminstrative expenses by RM0.38M mainly due to doubtful debt provision of RM0.23M in Fourth Quarter. The deferred tax provision of RM1.01M.also taken into account in Fourth Quarter.

The higher tax charge for the quarter was due to reversal of deferred tax assets recognised. In the previous quarters, provision for deferred tax assets was made based on the planned completion of the hydrogen plant project in December 2011. However, due to some technical issues, the plant will only be operational in the first quarter of 2012.

PART B – ADDITIONAL INFORMATION AS REQUIRED BY LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES BERHAD (PART A OF APPENDIX 9B)

B3. Current Year Prospects

CIMB Research expects Malaysia's GDP growth to run at a slower pace of 3.8% in 2012 from an estimated 5.0% in 2011. The Directors of the Company are of the opinion that the Company will achieve a reasonable profit in year 2012.

B4. Profit Forecast And Profit Estimate

The Group did not issue any profit forecast or profit estimate previously in any public document.

B5. Income Tax Expense

income rax expense	Current Quarter 3 months ended 31-Dec-11 RM'000	Current financial year to date 31-Dec-11 RM'000
In respect of the current period		
- Income tax	228	128
- Deferred tax	(1,005)	(1,206)
	(777)	(1,078)

PART B – ADDITIONAL INFORMATION AS REQUIRED BY LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES BERHAD (PART A OF APPENDIX 9B)

B6. Status of Corporate Proposals

The Public Issue of 49.2 million and Offer For Sales of 3 million ordinary shares of RM0.50 each in the Company at an issue price of RM0.58 had all been fully subscribed and the entire share capital of the Company of 150 million ordinary shares were listed on the Main Board of Bursa Malaysia Securities Berhad on 9 August 2010. The Company raised RM28.54 million from the public issue and the utilization of proceeds as at 09 February 2012 (the latest practicable date not earlier than seven (7) days from the date of issue of this report) is as follows:

		Estimated	Proposed	Actual	Amendment	Reclassification	Baland	
		timeframe for	Utilisations	Utilisations			to be uti	lised
١		utilisations upon		(5141000)	(D141000)	(D141000)	(D111000)	0.4
No.	Description	Listing	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	%
1	Purchase of land and building its facilities	24 months						
1.1	Sarawak - Samalaju Industrial Park		9,736	-	(2,500)	667	7,903	100%
1.2	Sarawak - Kemena Industrial Park, Bintulu		-	(2,500)	2,500		-	0%
1.3	Kuantan		2,500	(1,002)			1,498	60%
1.4	Melaka		2,500	(911)			1,589	64%
			14,736	(4,413)	-	667	10,990	71%
2	Purchase of property, plant & equipment	12 months						
2.1	Cylinders		5,400	(5,400)			-	0%
2.2	Hydrogen long tube		1,000	(1,000)			-	0%
			6,400	(6,400)	-	-	-	0%
3	Repayment of term loan	12 months	4,200	(4,200)			-	0%
4	Listing expenses (Note 1)	Immediately	3,200	(2,533)		(667)	-	0%
	Total		28,536	(17,546)	-	-	10,990	39%

The gross proceeds arising from the Offer for Sale, net of the relevant fees, accrued entirely to the Offeror and no part of the proceeds was received by the Company.

The excess of provision for Listing expenses of RM0.67 Million will be utilized in the purchase of land and building its facilities as indicated in Section 2.8 (iv) of the Prospectus.

PART B – ADDITIONAL INFORMATION AS REQUIRED BY LISTING REQUIREMENT OF BURSA

B7. Group Borrowing and Debts Securities

The Group's borrowings and debts securities as at 31 December 2011 are as follows:

Long term borrowings Secured:	RM'000
Hire purchase creditors Term loans	1,078
Short term borrowings Secured	10,488
Hire purchase creditors	1,003
Bankers acceptance	6,199
Term loans	3,065
Leasing creditors	35
	10,302
Total	20,790

B8. Breakdown of realised and unrealised profits or losses of the Group

	At end of current quarter 31-Dec-11 RM'000	At end of preceding quarter 30-Sep-11 RM'000
Realised Profits Unrealised losses	12,728 (9,012)	11,695 (8,040)
Total retained profits Less: Consolidations adjustments Retained profits as per statement of financial position	3,716 - 3,716	3,655 - 3,655

B9. Material Litigation

There were no material litigation as at the date of issuance of this quarterly report.

PART B – ADDITIONAL INFORMATION AS REQUIRED BY LISTING REQUIREMENT OF BURSA

B10. Dividends

No interim dividend has been declared during the current quarter.

B11. Earnings Per Share

Basic earnings per share are calculated based on total number of 150,000,000 ordinary shares in issue and profit attributable to equity holders of the Group. There is no dilutive effect.

B12. Authorised for issued

The interim financial statements were authorised for issued by the Board of Directors in accordance with the resolution of Directors on 23 February 2012.