

# **SIG GASES BERHAD**

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

Financial Report

For The Nine-Month Period Ended

30 September 2013



# Unaudited Condensed Consolidated Statement of Comprehensive Income For the nine-month period ended 30 September 2013

	Current quarter		Cumulative quarter	
	3 months ended		9 months	<u>ended</u>
	30 Sep	30 Sep	30 Sep	30 Sep
	2013	2012	2013	2012
	RM'000	RM'000	RM'000	RM'000
Revenue	15,956	15,805	47,078	46,768
Cost of sales	(10,988)	(11,564)	(33,283)	(33,877)
Gross profit	4,968	4,241	13,795	12,891
Other income	210	198	1,002	367
Selling and administrative expenses	(4,139)	(3,390)	(11,469)	(9,873)
Finance costs	(597)	(480)	(1,704)	(1,094)
Share of profit/(loss) of an associate	135	(7)	111	(19)
Profit before tax	577	562	1,735	2,272
Income tax reversal	69	59	335	194
Profit after tax and total comprehensive				
income for the period	646	621	2,070	2,466
Total comprehensive income attributable to :				
Equity holders of the company Non-controlling interests	646 -	621 -	2,070	2,466 -
Ü	646	621	2,070	2,466
Earning per share (Sen)				
- Basic	0.43	0.41	1.38	1.64
- Diluted	0.43	0.41	1.38	1.64

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction the accompanying explanatory notes attached to the interim financial statements.



# Unaudited Condensed Consolidated Statements of Financial Position As at 30 September 2013

	Unaudited As at 30 Sep 2013 RM'000	Audited As at 31 Dec 2012 RM'000
Assets		
Non-current assets		
Property, plant and equipment	118,834	116,207
Intangible assets Investment in an associate	328 4,564	381 4,454
investment in an associate	123,726	121,042
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Current assets		
Inventories Trade and other receivables	3,700	3,964
Cash and bank balances	21,727 5,200	20,631 6,472
odon and bank balanood	30,627	31,067
TOTAL ASSETS	154,353	152,109
EQUITY AND LIABILITIES		
Equity attributable to owners of the parent		
Share capital	75,000	75,000
Reserves	16,489	15,619
Total equity	91,489	90,619
Non-current liabilities		
Deferred tax liabilities	7,547	7,920
Loans and borrowings	14,528	17,277
	22,075	25,197
Current liabilities	40.700	40.700
Trade and other payables Loans and borrowings	18,768 22,021	19,722 16,571
Loans and borrowings	40,789	36,293
Total liabilities	62,864	61,490
TOTAL EQUITY AND LIABILITIES	154,353	152,109
Net assets per share attributable to ordinary equity holders of the Company (RM)	0.61	0.60

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.



# Unaudited Condensed Consolidated Statements of Changes in Equity As at 30 September 2013

	Non-dist Share Capital RM'000	ributable Share Premium RM'000	Distributable Retained Earnings RM'000	Total RM'000
As at 1 January 2013 Total comprehensive income	75,000	6,075	9,544	90,619
for the period	-	-	2,070	2,070
Dividend	-	-	(1,200)	(1,200)
As at 30 September 2013	75,000	6,075	10,414	91,489
As at 1 January 2012 Total comprehensive income	75,000	6,075	7,157	88,232
for the period	-	-	2,466	2,466
Dividend	-	-	(900)	(900)
As at 30 September 2012	75,000	6,075	8,723	89,798

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.



# Unaudited Condensed Consolidated Statements of Cash Flows For the nine-month period ended 30 September 2013

	Nine-month period ended	
	30 Sep	30 Sep
	2013	2012
	RM'000	RM'000
Cash flows from operating activities		
Profit before tax	1,735	2,272
Adjustments for:		
Depreciation	4,074	3,352
Gain on disposal of property, plant and equipment	(474)	(30)
Interest expenses	1,704	1,094
Interest income	(18)	(100)
Impairment loss on receivables recovered	(4)	(4)
Bad debts recovered	(13)	(5)
Share of (profit)/loss of an associate	(111)	19
Unrealised foreign exchange loss	212	46
Written off of property, plant and equipment	31	13
Operation profit before working capital changes	7,136	6,657
Decrease/(increase) in inventories	265	(402)
Increase in receivables	(1,061)	(8,379)
(Decrease)/increase in payable	(1,166)	6,563
Cash generated from operating activities	5,174	4,439
Interest paid	(1,704)	(1,094)
Tax paid	(57)	(71)
Net cash generated from operating activities	3,413	3,274
Cash flows from investing activities		
Purchase of property, plant and equipment	(6,833)	(12,019)
Proceed from disposal of property, plant and equipment	627	41
Interest received	18	100
Investment in associate	<del>-</del> -	(4,480)
Net cash used in investing activities	(6,188)	(16,358)



# Unaudited Condensed Consolidated Statements of Cash Flows (continued) For the nine-month period ended 30 September 2013

Cash flows from financing activities		
Drawdown of borrowings	2,703	11,037
Dividend	(1,200)	(900)
Net cash generated from financing activities	1,503	10,137
Net decrease in cash and cash equivalents	(1,272)	(2,947)
Cash and cash equivalents at beginning of financial period	6,472	11,146
Cash and cash equivalents at end of financial period	5,200	8,199
Cash and cash equivalents at the end of the financial period comprise the following:		
Cash and bank balances	5,200	8,199

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.



### NOTES TO THE REPORT

#### PART A -

# EXPLANATORY NOTES PURSUANT TO MALAYSIA FINANCIAL REPORTING STANDARDS ("MFRS") 134, INTERIM FINANCIAL REPORTING

#### A1. Corporate information

SIG Gases Berhad is a public limited liability company incorporated and domiciled in Malaysia, and is listed on Bursa Malaysia Securities Berhad.

These condensed consolidated interim financial statements were approved by the Board of Directors on 14 November 2013.

# A2. Basis of Preparation

These condensed consolidated interim financial statements, for the period ended 30 September 2013, have been prepared in accordance with MFRS 134 Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the Group's annual audited financial statements for the year ended 31 December 2012. The explanatory notes attached to these condensed consolidated 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 2012.

#### A2.1 Significant accounting policies

The significant accounting policies and methods of computation adopted for the interim financial statements are consistent with those adopted for the annual financial statements for the year ended 31 December 2012 except for the adoption of the following standards which are applicable to its financial statements and effective for annual periods beginning on or after 1 January 2013:

MFRS 101 Presentation of Items of Other Comprehensive Income (Amendments to MFRS 101

MFRS 3 Business Combinations (IFRS 3 Business Combinations issued by IASB in March 2004

MFRS 10 Consolidated Financial Statements

MFRS 11 Joint Arrangements

MFRS 12 Disclosure of interests in Other Entities

MFRS 13 Fair Value Measurement

MFRS 119 Employee Benefits

MFRS 127 Separate Financial Statements

MFRS 128 Investment in Associates and Joint Ventures

MFRS 127 Consolidated and Separate Financial Statements

(IAS 27 as revised by IASB in December 2003)

Amendments to MFRS 7: Disclosures – Offsetting Financial Assets and Financial Liabilities

Amendments to MFRS 1: First time Adoption of Malaysia Financial Reporting Standards - Government Loan

Amendments to MFRS 10: Consolidated Financial Statements: Transition Guidance

Amendments to MFRS 11: Joint Arrangements: Transition Guidance

Amendments to MFRS 12: Disclosure of Interests in Other Entities: Transition Guidance

Amendment to MFRSs contained in the document entitled "Annual Improvements 2009-2011 Cycle"

The adoption of the above standards do not have significant financial impact to the Group's consolidated financial statements for the current quarter.



### **NOTES TO THE REPORT**

#### PART A -

EXPLANATORY NOTES PURSUANT TO MALAYSIA FINANCIAL REPORTING STANDARDS ("MFRS") 134, INTERIM FINANCIAL REPORTING

#### A2.2 Standards issued but not yet effective

At the date of authorization of these interim financial statements, the followings standards were issued but not yet effective and have not been applied by the Group:

<u>Description</u>		Effective for annual periods beginning on or after
Amendments to MFRS 132	Offsetting Financial Assets and Financial Liabilities	1 January 2014
Amendments to MFRS 10, MFRS 12 and MFRS 127	Investment Entities	1 January 2014
MFRS 9	Financial Instruments	1 January 2015

The adoption of these standards above will have no material impact on the financial statements in the year of initial adoption.

## 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 2012.

#### 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 30 September 2013.

# 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

A final tax exempt (single-tier) dividend in respect of the financial year ended 31 December 2012 of 1.60% on 150,000,000 ordinary shares of RM0.50 each, amounting to a dividend paid of RM1,200,000 (0.80 sen per ordinary share) was paid on 18 June 2013.

Page 8 of 17



### NOTES TO THE REPORT

### PART A -

EXPLANATORY NOTES PURSUANT TO MALAYSIA FINANCIAL REPORTING STANDARDS ("MFRS") 134, INTERIM FINANCIAL REPORTING (CONT'D)

# A9. Segment information

Total comprehensive income

The Group is organized into business units based on their products and services, and it has three operating segments as follows

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

For the detailed analytical review of the segmental information, please refer to Part B1 and B2 for explanation.

Nine-month period ended 30 S	Manufacturing RM'000	Refilling and Distribution RM'000	Other Products and Services RM'000	Total RM'000
REVENUE	22,546	23,413	1,119	47,078
RESULTS Profit for reportable segment Other income Selling and administrative exper Finance costs Share of profit of an associate Profit before tax Income tax reversal Total comprehensive income	5,148 nses	8,455	192	13,795 1,002 (11,469) (1,704) 111 1,735 335 2,070
Nine-month period ended 30 S	September 2012  Manufacturing	Refilling and Distribution	Other Products and Services	Total
	RM'000	RM'000	RM'000	RM'000
REVENUE	24,417	21,078	1,273	46,768
RESULTS Profit for reportable segment Other income Selling and administrative exper Finance costs Share of loss of an associate Profit before tax Income tax reversal	6,350 nses	6,326	215	12,891 367 (9,873) (1,094) (19) 2,272

2,466



#### NOTES TO THE REPORT

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

# A10. Valuation of property, plant and equipment

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

#### A11. Capital commitments

Capital commitment for property, plant and equipment not provided for as at 30 September 2013 are as follows:-

	RM'000
Approved and contracted for	2,693

#### A12. Property, plant and equipment

The Group acquired property, plant and equipment amounting to RM6.83 million during the financial period ended 30 September 2013.

#### A13. Material events subsequent to the end of period reported

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

### A14. Changes in composition of the group

The Group has on 25 April 2013, incorporated a Company known as SIG Properties Sdn Bhd ("SPSB") in Malaysia. SIG has 90% direct interest in the capital of SPSB.

On 5 June 2013, SIG has acquired an additional 10% interest in the capital of SPSB which make SPSB a wholly-owned subsidiary of SIG.

The principal activity of SPSB is property development.

# 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.

#### A16. Cash and cash equivalents

	AS at 30 Sep 2013 RM'000	31 Dec 2012 RM'000
Cash on hand and at banks	5,200	6,472



PART A EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL STANDARDS
("MFRS") 134, INTERIM FINANCIAL REPORTING
A17. Profit before tax

# Included in the profit before tax are the following items:

	Current quarter 3 months ended		Cumulative quarter  9 months ended	
	30 Sep 2013 RM'000	30 Sep 2012 RM'000	30 Sep 2013 RM'000	30 Sep 2012 RM'000
(a) Interest income	1	22	18	100
(b) Other income/(charges) including investment income	209	100	937	163
(c) Interest expense	597	480	1,704	1,094
(d) Depreciation and amortisation	1,379	1,195	4,074	3,352
(e) Provision for and write off of receivables	-	-	-	-
(f) Provision for and write off of inventories	-	-	-	-
<ul><li>(g) (Gain)/loss on disposal of quoted and unquoted investments or properties</li></ul>	-	-	-	-
(h) Impairment of assets	-	-	-	-
(i) Foreign exchange gain/(loss) - Realised - Unrealised	(45) (235)	(3) 76	(28) (212)	20 (46)
(j) (Gain)/loss on derivatives	-	-	-	-
(k) Exceptional items	-	-	-	-



# A18. Significant related party transactions

The Group had the following transactions during the current financial period with related parties in which certain directors of the Company have substantial financial interest:-

	Transactions	Transactions	Balance
	during the current	Year-to-date	outstanding
	financial quarter		as at
			30-September-2013
Nature of transactions	RM'000	RM'000	RM'000
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		8,282	8,045
Sales of industrial gases and equipment to companies in which the Company's director, Peh Lam Hoh has substantial financial interest	53	184	70



#### NOTES TO THE REPORT

#### 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

Current Quarter 3 month ended 30 September 2013 vs. Preceding year corresponding Quarter 3 month ended 30 September 2012

The revenue of the Group for the current quarter was RM15.96M. The revenue increased by RM0.15M or 0.95% as compared to preceding year's corresponding quarter. The increase was mainly due to increase in refilling and distribution of industrial gases by RM1.05M. However, there was decrease in revenue from manufacturing of industrial gases by RM0.90M or 10.62%.

The gross profit of the Group for the current quarter was RM4.97M, an increase of by RM0.73M or 17.22% as compared to that of the preceding year's corresponding quarter. The increase in gross profit mainly due to decrease in transport cost, trucking charges, calcium carbide cost and upkeep of plant & machinery. The decrease in transport cost and trucking charges mainly due to increase in the utilisation of the internal transportation.

The gross profit margin increased from 26.83% to 31.14%, which has explained in the above paragraph.

The Group's profit before tax was reported at RM0.58M for the current quarter which is RM0.02M higher as compared to that of preceding year. The selling and administrative expenses increased by RM0.75M or 22.09% mainly due to the unrealised` foreign exchange loss of RM0.23M, increase in depreciation and salary related expenses by RM0.18M and RM0.19M respectively.

The Group's profit after tax was reported at RM0.65M for the current quarter which is RM0.03M higher as compared to that of preceding year due to the increase in reversal of deferred tax liabilities by RM0.01M.

### Current year to date 30 September 2013 vs. Preceding year to date 30 September 2012

The revenue of the Group for the period ended 30 September 2013 was RM47.08M. The revenue has increased by RM0.31M or 0.66% as compared to the same period in year 2012. The increase in revenue was mainly due to increase in refilling and distribution of industrial gases by RM2.33M or 11.08%. However, there were decreases in manufacturing of industrial gases by RM1.87M or 7.66%.

The gross profit of the Group for the period ended 30 September 2013 was RM13.80M. The gross profit has increased by RM0.90M or 6.98% as compared to the same period in year 2012.

The gross profit margin has increase from 27.57% to 29.30%, which is mainly due to decrease in trucking cost by RM0.38M.

Nevertheless, the selling and administrative expenses increased by RM1.60M which was mainly due to higher salary related expenses, depreciation, security expenses and selling related expenses.

The Group's profit after tax was RM2.07M for the current quarter to date which is RM0.39M or 16.06% lower as compared to the corresponding period in year 2012. The profit before tax has decreased by RM0.54M mainly due to increase in finance costs by RM0.61M compare with the corresponding period in year 2012.



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

The revenue of the Group for the current quarter decreased by RM0.46M or 2.83% as compared to that of the preceding quarter. The decrease in revenue was from manufacturing of industrial gases and refilling and distribution of industrial gases by RM0.34M or 4.26% and RM0.08M or 1.02%.

The gross profit decreased by RM0.01M or 0.20% to RM4.97M. The gross profit margin increased from 30.32% to 31.14% as compared to that of the preceding year's quarter. The gross profit margin increased mainly due to decrease in transport charges, trucking charges and direct labour.

The selling and administrative expenses have increased by RM0.45M which is mainly due to increase in tank rental, security expenses, insurance cost and unrealised foreign exchange loss.

The Group's profit before tax decreased from RM1.12M in preceding quarter to RM0.58M in the current quarter. The decrease in profit before tax is mainly due to increase in in selling and administrative and finance costs. The Group's profit after tax decreased from RM1.39M in the preceding quarter to RM0.65M in the current quarter is due to lower Group's profit before tax.



### NOTES TO THE REPORT

#### **B3.** Current Year Prospects

The global economic environment and financial markets are expected to be challenging for the rest of the year ,arising from the anticipation of the tapering of QE3 by the US government ,weakening economic and financial data of the Japanese economy , a slowing down of the Chinese economy and the fragile economic growth in the EU common market.

In the domestic front, despite recording a satisfactory economic growth of slightly more than 5% ,due to widening public debts ,the Malaysian government has announced various austerity and revenue boosting measures ,including cutting back of subsidies, introduction of Goods and Services Tax and putting on hold of some large infrastructural projects .

As a result of the above challenging global and domestic environments, the management believes that the performance of the Group in the final quarter ending 31 December,2013 will be comparable to that of the 3rd quarter ended 30 September 2013.

#### **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	Current
	Quarter	financial
	3 months	period
	ended	to date
	30 Sep 13	30 Sep 13
	RM'000	RM'000
In respect of the current period		
- Income tax	35	38
- Deferred tax	(104)	(373)
	(69)	(335)



#### **NOTES TO THE REPORT**

### PART B - ADDITIONAL INFORMATION AS REQUIRED BY LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES BERHAD (PART A OF

#### **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 8 November 2013 (the latest practicable date not earlier than seven (7) days from the date of issue of this report) is as follows:

		Estimated	Proposed	Amendment	Amendment	Actual	Reclassification	Balanc	es
		timeframe for	Utilisations	1	2	Utilisations		to be util	ised
		utilisations upon							
No.	Description	Listing	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	%
1	Purchase of land and building its facilities	30 months							
1.1	Sarawak - Samalaju Industrial Park		9,736	(2,500)	(2,690)	(1,590)		2,956	65%
1.2	Sarawak - Kemena Industrial Park, Bintulu		-	2,500		(2,500)		-	0%
1.3	Kuantan*		2,500		1,250	(3,788)	667	629	17%
1.4	Melaka		2,500		1,440	(3,911)		29	1%
			14,736	-	-	(11,789)	667	3,614	25%
2	Purchase of property, plant & equipment	12 months							
	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*	Immediately	3,200			(2,533)	(667)	-	0%
	Total		28,536	-	-	(24,922)	-	3,614	13%

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.

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



### NOTES TO THE REPORT

#### PART B -

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

### B7. Group Borrowing and Debts Securities

The Group's borrowings and debts securities as at 30 September 2013 are as follows:

Long term borrowings Secured:	RM'000
Obligation under finance lease	1,632
Term loans	12,896 14,528
Short term borrowings Secured	14,020
Obligation under finance lease	1,643
Bankers acceptance and revolving credit	14,706
Term loans	5,657
Leasing creditors	15_
	22,021
Total	36,549

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

	At end of current quarter 30 Sep 2013 RM'000	At end of preceding quarter 30 Jun 2013 RM'000
Realised profits	14,647	14,002
Unrealised losses	(4,317)	(4,185)
Total retained profits	10,330	9,817
Associated company		
- Realised	84	(49)
	10,414	9,768
Less: Consolidations adjustments		
Retained profits as per statement of financial position	10,414	9,768

### **B9.** Material Litigation

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

# 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.