

# **SIG GASES BERHAD**

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

Financial Report
For The Year Ended
31 December 2013



# Unaudited Condensed Consolidated Statement of Comprehensive Income For the year ended 31 December 2013

	Current of 3 months	-	Cumulative 12 months	
	31 Dec	31 Dec	31 Dec	31 Dec
	2013	2012	2013	2012
	RM'000	RM'000	RM'000	RM'000
Revenue	16,031	15,363	63,109	62,131
Cost of sales	(11,218)	(11,259)	(44,501)	(45,136)
Gross profit Other income Selling and administrative expenses Finance costs Share of profit/(loss) of an associate	4,813	4,104	18,608	16,995
	184	243	1,186	610
	(4,244)	(3,867)	(15,713)	(13,740)
	(591)	(558)	(2,295)	(1,652)
	141	(7)	252	(26)
Profit before tax	303	(85)	2,038	2,187
Income tax reversal	292	906	627	1,100
Profit after tax and total comprehensive income for the period/year	595	821	2,665	3,287
Total comprehensive income attributable to: Equity holders of the company Non-controlling interests	595	821	2,665	3,287
	-	-	-	-
	595	821	2,665	3,287
Earning per share (Sen) - Basic - Diluted	0.40	0.55	1.78	2.19
	0.40	0.55	1.78	2.19

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 31 December 2013

Assets Non-current assets Property, plant and equipment Intangible assets Investment in an associate  Current assets Inventory property Inventories Trade and other receivables Cash and bank balances  Non current assets held for sale  TOTAL ASSETS  EQUITY AND LIABILITIES  Equity attributable to owners of the parent Share capital Reserves Total equity  Non-current liabilities  Deferred tax liabilities Loans and borrowings  Current liabilities Trade and other payables Loans and borrowings  Total liabilities  Total Equity AND LIABILITIES  Net assets per share attributable to ordinary	Unaudited As at 31 Dec 2013 RM'000	Audited As at 31 Dec 2012 RM'000
Assets		
Non-current assets		
Property, plant and equipment	109,626	116,207
· · · · · · · · · · · · · · · · · · ·	311	381
Investment in an associate	4,705	4,454
	114,642	121,042
Current accete		
	2,354	_
	4,086	3,964
	20,844	20,631
Cash and bank balances	7,711	6,472
	34,995	31,067
Non current assets held for sale	6,374	-
	41,369	31,067
TOTAL ASSETS	156,011	152,109
EQUITY AND LIABILITIES		
Carrier ettributable to aumore of the person		
	75.000	75.000
·	75,000 17,084	75,000 15,619
	92,084	90,619
Total equity	<u> </u>	30,013
Non-current liabilities		
Deferred tax liabilities	6,941	7,920
Loans and borrowings	12,830	17,277
•	19,771	25,197
	20,027	19,722
Loans and borrowings	24,129	16,571
	44,156	36,293
Total liabilities	63,927	61,490
TOTAL EQUITY AND LIABILITIES	156,011	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 31 December 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 year	-	-	2,665	2,665
Dividend	-	-	(1,200)	(1,200)
As at 31 December 2013	75,000	6,075	11,009	92,084
As at 1 January 2012 Total comprehensive income	75,000	6,075	7,157	88,232
for the year	-	-	3,287	3,287
Dividend	-	-	(900)	(900)
As at 31 December 2012	75,000	6,075	9,544	90,619

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 year ended 31 December 2013

	Year e	nded
	31 Dec 2013 RM'000	31 Dec 2012 RM'000
Cash flows from operating activities		
Profit before tax Adjustments for:	2,038	2,187
Depreciation	5,444	4,603
Gain on disposal of property, plant and equipment	(507)	(63)
Interest expenses	2,272	1,651
Interest income	(19)	(118)
Impairment loss on receivables recovered	(13)	(21)
Impairment of debts	262	267
Share of (profit)/loss of an associate	(252)	26
Unrealised foreign exchange loss	165	37
Written off of property, plant and equipment	43	16
Operation profit before working capital changes	9,433	8,585
Increase in inventories	(123)	(1,230)
Decrease/(increase) in receivables	30	(2,227)
(Decrease)/increase in payable	(67)	6,357
Cash generated from operating activities	9,273	11,485
Interest paid	(2,272)	(1,651)
Tax paid	(105)	(80)
Tax refunded	130	93
Net cash generated from operating activities	7,026	9,847
Cash flows from investing activities		
Purchase of property, plant and equipment	(8,384)	(20,488)
Proceed from disposal of property, plant and equipment	666	80
Interest received	19	118
Investment in associate	-	(4,480)
Net cash used in investing activities	(7,699)	(24,770)



# Unaudited Condensed Consolidated Statements of Cash Flows (continued) For the year ended 31 December 2013

Cash flows from financing activities		
Drawdown of borrowings	3,112	11,118
Dividend	(1,200)	(900)
Net cash generated from financing activities	1,912	10,218
Net increase/(decrease) in cash and cash equivalents	1,239	(4,705)
Cash and cash equivalents at beginning of financial year	6,472	11,177
Cash and cash equivalents at end of financial year	7,711	6,472
Cash and cash equivalents at the end of the financial year comprise the following:		
Cash and bank balances	7,711	6,472

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 21 February 2014.

# A2. Basis of Preparation

These condensed consolidated interim financial statements, for the year ended 31 December 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:

Amendments to MFRS 101: Presentation of Items of Other Comprehensive Income 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 (IAS 191 as amended by IASB in June 2011)

MFRS 127 Separate Financial Statements (IAS 27 as amended by IASB in May 2011)

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: Government Loan

Amendments to MFRS 10, MFRS 11 and MFRS 12: Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities

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 year.



### **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
Amendments to MFRS 136	Recoverable Amount Disclosures for Non-Financial Assets	1 January 2014
Amendments to MFRS 139	Novation of Derivatives and Continuation of Hedge Accounting	1 January 2014
IC Interpretation 21	Levies	1 January 2014
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009)	1 January 2015
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in October 2010)	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 year ended 31 December 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% (0.80 sen per ordinary share) on 150,000,000 ordinary shares of RM0.50 each, amounting to a dividend paid of RM1,200,000 was paid on 18 June 2013.



### NOTES TO THE REPORT

### PART A -

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

# A9. Segment information

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.

# Year ended 31 December 2013

	Manufacturing	Refilling and Distribution	Other Products and Services	Total
	RM'000	RM'000	RM'000	RM'000
REVENUE	30,368	31,332	1,409	63,109
RESULTS Profit for reportable segment Other income Selling and administrative expen Finance costs Share of profit of an associate Profit before tax Income tax reversal Total comprehensive income	6,673 ses	11,701	234	18,608 1,186 (15,713) (2,295) 252 2,038 627 2,665
Year ended 31 December 2012	Manufacturing	Refilling and Distribution	Other Products and Services	Total
	RM'000	RM'000	RM'000	RM'000
REVENUE	32,056	28,443	1,632	62,131
RESULTS Profit for reportable segment Other income Selling and administrative expen Finance costs Share of loss of an associate Profit before tax Income tax reversal Total comprehensive income	8,233 ses	8,468	294	16,995 610 (13,740) (1,652) (26) 2,187 1,100 3,287



#### 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 year.

#### A11. Capital commitments

Capital commitment for property, plant and equipment not provided for as at 31 December 2013 are as follows:-

RM'000

Approved and contracted for

4,523

#### A12. Property, plant and equipment

The Group acquired property, plant and equipment amounting to RM8.38 million during the financial year ended 31 December 2013.

During the year, the Group applied to the relevant authority to develop its industrial land at Bintulu into 8 units of Semi-detached industrial factories. The approval was given on 5 December 2013. The group intends to retain 2 units for its own use. The rest shall be sold in stages. The cost of the industrial land in respect of the 6 units of proposed industrial units have been reclassified to current assets.

Further, the Group has consolidated its operations in Puchong and Nilai by ceasing its gas distribution and refilling station in Puchong. The Group intends to dispose its Puchong industrial property and thus the cost of the property has been reclassified as a Non-current asset held for sale.

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

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

### A14. Changes in composition of the group

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

On 5 June 2013, SIG had acquired the remaining 10% equity interest in the capital of SPSB. SPSB is now 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	As at
31 Dec	31 Dec
2013	2012
RM'000	RM'000
7,711	6,472

Cash in hand and at banks



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 q 3 months	<u>ended</u>	Cumulative 12 months	<u>ended</u>
	31 Dec 2013 RM'000	31 Dec 2012 RM'000	31 Dec 2013 RM'000	31 Dec 2012 RM'000
(a) Interest income	1	18	19	118
(b) Other income/(charges) including investment income	136	189	1,073	352
(c) Interest expense	568	557	2,272	1,651
(d) Depreciation and amortisation	1,370	1,251	5,444	4,603
(e) Provision for and write off of receivables	262	267	262	267
(f) Provision for and write off of inventories	-	-	-	-
(g) (Gain)/loss on disposal of quoted and unquoted investments or properties	-	-	-	-
(h) Impairment of assets	-	-	-	-
(i) Foreign exchange gain/(loss) - Realised - Unrealised	(17) 47	28 8	(45) (165)	48 (37)
(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
			31-December-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		10,728	9,292
Sales of industrial gases and equipment to companies in which the Company's director, Peh Lam Hoh has substantial financial interest	91	275	144



#### 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 31 December 2013 vs. Preceding year corresponding Quarter 3 month ended 31 December 2012

The revenue of the Group for the current quarter was RM16.03M. The revenue increased by RM0.67M or 4.35% as compared to preceding year's corresponding quarter. The increase was mainly due to increase in manufacturing of industrial gases and refilling and distribution of industrial gases by RM0.18M and RM0.56M respectively.

The gross profit of the Group for the current quarter was RM4.81M, an increase of RM0.71M or 17.28% over the corresponding quarter. The increase in gross profit was due to decrease in transport cost, trucking charges, raw material cost and direct labour cost and an improvement of the gross profit margin from 26.71% to 30.02%.

The Group's profit before tax was RM0.30M for the current quarter, which was an improvement over the loss before tax of RM0.09M in the corresponding quarter. While there was an increase in gross profit of RM0.71M, the selling and administrative expenses increased by RM0.38M mainly due to higher expenses in depreciation, diesel and provision for doubtful debts.

The current quarter's Group's profit after tax was RM0.60M which is only RM0.22M lower than the corresponding quarter due to lower reversal of deferred tax liabilities which is mainly due to the lower current year addition in qualifying expenditures as compare to the preceding year.

# Current year to date 31 December 2013 vs. Preceding year to date 31 December 2012

The revenue of the Group for the financial year ended 31 December 2013 was RM63.11M which is an increase of RM0.98M or 1.57% as compared to that of 2012. The increase in revenue was mainly due to increase in refilling and distribution of industrial gases of RM2.89M which was off-setted by lower revenue from manufacturing of industrial gases by RM1.69M.

The gross profit of the Group for the financial year ended 31 December 2013 was RM18.61M, an increase of RM1.61M or 9.49% as compared to year 2012.

The gross profit margin has improved from 27.35% to 29.49%, as a result of lower expenditure in transport cost, trucking cost and raw material cost.

The selling and administrative expenses increased by RM1.97M as a result of higher salary related expenses on implementation of minimal wage, depreciation, security expenses, selling related expenses and provision for doubtful debts.

The profit before tax has decreased by RM0.15M due to the net impact of the abovementioned factors. The Group's profit after tax was RM2.67M for the current year which is RM0.62M or 18.84% lower as compared to 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 increased by RM0.07M or 0.47% as compared to that of the preceding quarter. The increase in revenue was from manufacturing of industrial gases by RM0.24M or 3.25%. However, there were decrease in revenue from refilling and distribution of industrial gases and other products and services by RM0.09M or 1.20% and RM0.08M or 20.77% respectively.

The gross profit decreased by RM0.16M or 3.12% to RM4.81M. The gross profit margin decreased from 31.14% to 30.02% as compared to that of the preceding year's quarter. The gross profit margin decreased mainly due to increase in transport charges and trucking charges.

The selling and administrative expenses have increased by RM0.11M or 2.54% which is mainly due to impairment of trade debts.

The Group's profit before tax decreased from RM0.58M in preceding quarter to RM0.30M in the current quarter. The decrease in profit before tax is mainly due to decrease in gross profit. However, the Group's profit after tax decreased from RM0.65M in the preceding quarter to RM0.60M in the current quarter is mainly due to increase in reversal of deferred tax liabilities.



### NOTES TO THE REPORT

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

The global economic environment and financial markets are expected to be challenging in the coming 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 global and domestic environments , the management believes that the performance of the Group in the coming year will be challenging.

#### **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

THOUSE TOX EXPENSE	Current quarter 3 months ended 31 Dec 13 RM'000	Current financial year to date 31 Dec 13 RM'000	
In respect of the current period			
- Income tax	314	352	
- Deferred tax	(606)	(979)	
	(292)	(627)	

The reversal of deferred tax liabilities mainly due to the increase in qualifying expenditures of tax incentive for reinvestment allowance.



#### **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 14 February 2014 (the latest practicable date not earlier than seven (7) days from the date of issue of this report) is as follows:

		Estimated	Proposed		Amendment	Actual	Reclassification	Balanc	
		timeframe for	Utilisations	1	2	Utilisations		to be util	lised
No	Description	utilisations upon Listing	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	%
	·		(KW 000)	(IXIVI 000)	(KW 000)	(INIVI 000)	(INIVIOUU)	(INIVI 000)	/0
	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	(3,951)	667	466	12%
1.4	Melaka		2,500		1,440	(3,911)		29	1%
			14,736	-	-	(11,952)	667	3,451	23%
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*	Immediately	3,200			(2,533)	(667)	-	0%
	Total		28,536	-	-	(25,085)	-	3,451	12%

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 31 December 2013 are as follows:

Long term borrowings Secured:	RM'000
Obligation under finance lease	1,305
Term loans	11,525
	12,830
Short term borrowings	
<u>Secured</u>	
Obligation under finance lease	1,479
Bankers acceptance and revolving credit	17,148
Term loans	5,489
Leasing creditors	13
	24,129
Total	36,959

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

	At end of current quarter 31 Dec 2013 RM'000	At end of preceding quarter 30 Sep 2013 RM'000
Realised profits Unrealised losses	14,529 (3,664)	14,647 (4,317)
Total retained profits	10,865	10,330
Associated company - Realised	144	84_
	11,009	10,414
Less: Consolidations adjustments		-
Retained profits as per statement of financial position	11,009	10,414

### **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.