PETRONAS

PETRONAS CHEMICALS GROUP BERHAD
(459830-K)
(Incorporated in Malaysia)

QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

The Board of Directors of PETRONAS Chemicals Group Berhad ("PCG" or "the Company") is pleased to announce the following unaudited condensed consolidated financial statements for the quarter ended 31 March 2014 which should be read in conjunction with the accompanying explanatory notes on pages 8 to 20.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		Quarter ended 31 March	
In RM Mil	**Note**	**2014**	**2013**
Revenue		3,806	4,455
Cost of goods sold		(2,552)	(2,671)
Gross profit		1,254	1,784
Selling and distribution expenses		(144)	(177)
Administration expenses		(141)	(101)
Other expenses		(45)	(31)
Other income		123	115
Operating profit	B5	1,047	1,590
Financing costs		(4)	-
Share of profit of equity accounted joint ventures and associates, net of tax		49	61
Profit before taxation		1,092	1,651
Tax expense	B6	(253)	(415)
PROFIT FOR THE PERIOD		839	1,236
Other comprehensive income/(expenses)			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation differences for foreign operations		(1)	(1)
Share of other comprehensive income of equity accounted joint ventures and associates		(6)	10
		(7)	9
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		832	1,245

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (continued)

		Quarter ended 31 March	
In RM Mil	**Note**	**2014**	**2013**
Profit attributable to:			
Shareholders of the Company		749	1,105
Non-controlling interests		90	131
PROFIT FOR THE PERIOD		839	1,236
Total comprehensive income attributable to:			
Shareholders of the Company		742	1,114
Non-controlling interests		90	131
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**832**	**1,245**
Basic earnings per share attributable to shareholders of the Company			
Based on ordinary shares issued (sen)	B17	9	14

The condensed consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying explanatory notes attached to these condensed consolidated financial statements.

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

In RM Mil	Note	As at 31 March 2014	As at 31 December 2013
ASSETS			
Property, plant and equipment		12,861	13,245
Investments in joint ventures and associates		760	744
Intangible assets		9	10
Long term receivables		9	13
Deferred tax assets		438	458
TOTAL NON-CURRENT ASSETS		14,077	14,470
Trade and other inventories		1,391	1,203
Trade and other receivables		1,928	1,610
Current tax assets		149	155
Cash and cash equivalents		9,432	10,155
		12,900	13,123
Assets classified as held for sale		153	138
TOTAL CURRENT ASSETS		13,053	13,261
TOTAL ASSETS		27,130	27,731
EQUITY			
Share capital		800	800
Reserves		20,718	20,936
Total equity attributable to shareholders of the Company		21,518	21,736
Non-controlling interests		1,743	1,653
TOTAL EQUITY		23,261	23,389
LIABILITIES			
Deferred tax liabilities		927	933
Other long term liabilities and provisions		510	543
TOTAL NON-CURRENT LIABILITIES		1,437	1,476
Trade and other payables		2,177	2,678
Borrowings	B11	20	-
Current tax payables		173	146
		2,370	2,824
Liabilities classified as held for sale		62	42
TOTAL CURRENT LIABILITIES		2,432	2,866
TOTAL LIABILITIES		3,869	4,342
TOTAL EQUITY AND LIABILITIES		27,130	27,731

The condensed consolidated statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these condensed consolidated financial statements.

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to Shareholders of the Company								
	Non-Distributable					*Distributable*			
	Share Capital RM Mil	**Share Premium RM Mil**	**Foreign Currency Translation Reserve RM Mil**	**Merger Reserve RM Mil**	**Other Reserves RM Mil**	**Retained Profits RM Mil**	**Total RM Mil**	**Non-controlling Interests RM Mil**	**Total Equity RM Mil**
Balance as at 1 January 2013	800	8,071	1	(204)	95	11,548	20,311	1,595	21,906
Foreign currency translation differences for foreign operations	-	-	(1)	-	-	-	(1)	-	(1)
Share of other comprehensive income of equity accounted joint ventures and associates	-	-	-	-	10	-	10	-	10
Total other comprehensive income for the period	-	-	(1)	-	10	-	9	-	9
Profit for the period	-	-	-	-	-	1,105	1,105	131	1,236
Total comprehensive income for the period	-	-	(1)	-	10	1,105	1,114	131	1,245
Balance at 31 March 2013	800	8,071	-	(204)	105	12,653	21,425	1,726	23,151

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

	Attributable to Shareholders of the Company								
	Non-Distributable					*Distributable*			
	Share Capital	Share Premium	Foreign Currency Translation Reserve	Merger Reserve	Other Reserves	Retained Profits	Total	Non-controlling Interests	Total Equity
	RM Mil	RM Mil	RM Mil	RM Mil	RM Mil	RM Mil	RM Mil	RM Mil	RM Mil
Balance as at 1 January 2014	800	8,071	4	(204)	131	12,934	21,736	1,653	23,389
Foreign currency translation differences for foreign operations	-	-	(1)	-	-	-	(1)	-	(1)
Share of other comprehensive expense of equity accounted joint ventures and associates	-	-	-	-	(6)	-	(6)	-	(6)
Total other comprehensive expense for the period	-	-	(1)	-	(6)	-	(7)	-	(7)
Profit for the period	-	-	-	-	-	749	749	90	839
Total comprehensive income for the period	-	-	(1)		(6)	749	742	90	832
Dividends to shareholders of the Company	-	-	-	-	-	(960)	(960)	-	(960)
Dividends to non–controlling interests	-	-	-	-	-	-	-	-	-
Total transactions with shareholders of the Company	-	-	-	-	-	(960)	(960)	-	(960)
Balance at 31 March 2014	**800**	**8,071**	**3**	**(204)**	**125**	**12,723**	**21,518**	**1,743**	**23,261**

The condensed consolidated statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these condensed consolidated financial statements.

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

In RM Mil	**Quarter ended 31 March 2014**	**Quarter ended 31 March 2013**
Cash receipts from customers	3,533	4,407
Cash paid to suppliers and employees	(2,616)	(2,787)
	917	1,620
Interest income received	79	76
Taxation paid	(211)	(271)
Cash flows generated from operating activities	**785**	**1,425**
Dividends received from equity accounted joint ventures and associates	28	61
Purchase of property, plant and equipment	(581)	(247)
Proceeds from finance lease receivables	3	3
Cash flows used in investing activities	**(550)**	**(183)**
Dividend paid to:		
- PETRONAS	(618)	-
- Other (third parties)	(342)	-
Drawdown of revolving credit	20	-
Repayment of finance lease liabilities	(17)	(17)
Cash flows used in financing activities	**(957)**	**(17)**

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

In RM Mil	Quarter ended 31 March 2014	2013
Net (decrease) / increase in cash and cash equivalents	(722)	1,225
Net foreign exchange difference	(1)	6
Cash and cash equivalents at beginning of the period	10,155	9,307
Cash and cash equivalents at end of the period	**9,432**	**10,538**

The condensed consolidated statement of cash flows should be read in conjunction with the accompanying explanatory notes attached to these condensed consolidated financial statements.

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134

A1. BASIS OF PREPARATION

The condensed financial statements are unaudited and have been prepared in accordance with IAS 34, MFRS 134, *Interim Financial Reporting* and paragraph 9.22 of Bursa Malaysia Securities Berhad's Main Market Listing Requirements. They should also be read in conjunction with the financial statements of the Group for the year ended 31 December 2013 and the accompanying notes attached to the unaudited condensed consolidated financial statements.

Within the context of these condensed consolidated financial statements, the Group comprises the Company and its subsidiaries, and the Group's interest in joint ventures and associates as at and for the quarter ended 31 March 2014.

A2. SIGNIFICANT ACCOUNTING POLICIES

Except as described below, the same accounting policies and methods of computation are followed in the condensed consolidated financial statements as compared with the consolidated financial statements for 31 December 2013.

As of 1 January 2014, the Group and the Company have adopted the following MFRSs and amendments (collectively referred to as "pronouncements") which are effective for annual years beginning on or after 1 January 2014.

Effective for annual years beginning on or after 1 January 2014

Effective beginning on or after 1 January 2014

Amendments to MFRS 10	*Consolidated Financial Statements*
Amendments to MFRS 12	*Disclosure of Interests in Other Entities*
Amendments to MFRS 127	*Consolidated and Separate Financial Statements*
Amendments to MFRS 132	*Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities*
Amendments to MFRS 136	*Recoverable Amount Disclosures for Non-Financial Assets*
Amendments to MFRS 139	*Novation of Derivatives and Continuation of Hedge Accounting*

The adoption of the above pronouncements does not have any material impact on the Group.

A3. AUDIT QUALIFICATION

The audited financial statements of PCG and its subsidiaries for the year ended 31 December 2013 were not subject to any audit qualification.

A4. SEASONALITY OR CYCLICALITY OF OPERATIONS

The prices of petrochemical products and their underlying feedstock are subject to significant fluctuations as they are influenced both by global supply and demand as well as movements in the prices of key commodities such as crude oil and natural gas. Consequently, margins have historically been cyclical and are sensitive to supply and demand imbalances both domestically and internationally. Supply is affected by significant capacity expansions by producers, and if such additions are not matched by corresponding growth in demand, which is generally linked to the level of economic activity, average industry operating margins will face downward pressures. As a result, the petrochemical cycle is characterised by years of tight supply, leading to high capacity utilisation rates and margins, followed by years of oversupply, primarily resulting from significant capacity additions, leading to reduced capacity utilisation rates and margins.

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A5. EXCEPTIONAL ITEMS

There were no exceptional items during the quarter ended 31 March 2014.

A6. MATERIAL CHANGES IN ESTIMATES

There were no material changes in estimates of the amounts reported in the most recent annual financial statements of PCG and its subsidiaries for the year ended 31 December 2013 that may have a material effect in the results of the period under review.

A7. DEBTS AND EQUITY SECURITIES

There were no material issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the quarter ended 31 March 2014.

A8. DIVIDENDS PAID

During the period under review, the Company paid a second interim single tier dividend of 12 sen per ordinary share amounting to RM960 million in respect of the financial year ended 31 December 2013 to shareholders on 18 March 2014.

A9. SEGMENT RESULTS AND REPORTING

- Olefins and Derivatives - activities include the supply and trading, manufacturing, marketing and transportation of a wide range of olefin and polymer products, which are used as basic feedstock for other products, to intermediate products including basic and high performance chemicals.

- Fertilisers and Methanol - activities include producing and selling methanol and a range of nitrogen, phosphate and compound fertilisers.

- Others - comprises other businesses that support the petrochemicals' business operations and unallocated income and expenses.

A9. SEGMENT RESULTS AND REPORTING (continued)

9.1 Revenue

	Quarter ended 31 March					
	External customers		**Inter segment**		**Gross total revenue**	
In RM Mil	**2014**	**2013**	**2014**	**2013**	**2014**	**2013**
Olefins and Derivatives	2,856	3,161	3	3	2,859	3,164
Fertilisers and Methanol	940	1,283	65	60	1,005	1,343
Others	10	11	7	10	17	21
Total	3,806	4,455	75	73	3,881	4,528

9.2 Profit for the year [1]

	Quarter ended 31 March	
In RM Mil	**2014**	**2013**
Olefins and Derivatives	589	822
Fertilisers and Methanol	242	393
Others	8	21
Total	839	1,236

[1] Included within profit for the quarter for Olefins and Derivatives, Fertilisers and Methanol and Others segments are depreciation and amortisation expenses amounting to RM182 million (2013: RM168 million), RM90 million (2013: RM95 million) and RM3 million (2013: RM3 million) respectively.

A10. VALUATIONS OF PROPERTY, PLANT AND EQUIPMENT

There were no revaluations of property, plant and equipment for the period under review. As at 31 March 2014, all property, plant and equipment were stated at cost less accumulated depreciation and impairment losses.

A11. CONTINGENCIES

There were no material contingent liabilities or contingent assets since the last consolidated statement of financial position as at 31 December 2013.

A12. CAPITAL COMMITMENTS

Capital expenditures which have not been provided for at the end of each reporting period are as follows:

In RM Mil	As at 31 March 2014	As at 31 December 2013
Property, plant and equipment:		
Approved and contracted for	1,611	1,540
Approved but not contracted for	1,515	1,741
	3,126	3,281

Included in the above is an amount of RM1,925 million (2013: RM2,021 million) relating to the development of a new world scale fertiliser plant in Sipitang, Sabah (referred to as the “SAMUR” project).

PART B - NOTES PURSUANT TO BURSA MALAYSIA LISTING REQUIREMENTS

B1. REVIEW OF GROUP PERFORMANCE

(a) Performance of the current quarter against the corresponding quarter

	Quarter ended 31 March					
	Group		**Olefins and Derivatives**		**Fertilisers and Methanol**	
In RM Mil	**2014**	**2013**	**2014**	**2013**	**2014**	**2013**
Revenue	3,806	4,455	2,859	3,164	1,005	1,343
Profit	839	1,236	589	822	242	393
EBITDA[(1)]	1,247	1,780	879	1,193	400	599

The Group recorded revenue of RM3.8 billion, lower by 15% or RM649 million compared to the corresponding quarter mainly due to lower volumes and softening prices for both segments. Production was mainly affected by methane gas limitation in the first half of the quarter at the Group's methanol facilities. The Group also undertook statutory turnaround activities at its urea plant in Bintulu.

Profit for the quarter decreased by RM397 million or 32% to RM839 million largely attributable to lower sales volume. Similarly, EBITDA declined by RM533 million or 30% at RM1.2 billion.

[(1)] *EBITDA refers to earnings before interest, taxation, depreciation and amortisation, Share of profit after tax and non-controlling interests of equity accounted joint ventures and associates and other exceptional items.*

B1. REVIEW OF GROUP PERFORMANCE (continued)

(a) Performance of the current quarter against the corresponding quarter (continued)

Olefins and Derivatives

Olefins and derivatives market prices were mixed with improved ethylene and polymer prices due to tight supply as a result of maintenance activities at key regional producers whilst prices for downstream olefins products and aromatics were softer following weaker market demand.

The Olefins and Derivatives segment recorded plant utilisation of 97% compared to the corresponding quarter of 99% due to slightly higher level of maintenance activities, thus affecting sales volume.

The above, coupled with softer prices particularly for glycols, derivatives and aromatics led to a decrease in revenue by RM305 million or 10% at RM2.9 billion. Profit for the quarter reduced by RM233 million or 28% at RM589 million, attributable to thinning spreads and lower volumes. Correspondingly, EBITDA was lower by RM314 million or 26% at RM879 million.

Fertilisers and Methanol

The market for fertilisers was weaker as softening demand led to lower urea and ammonia prices. In comparison, methanol price was higher following continued supply tightness in the region.

The Fertilisers and Methanol segment operational performance was affected by gas supply constraints at its methanol facilities as a result of extended upstream facilities shutdown to conduct offshore technical works in securing additional future gas supply. In addition, the segment undertook statutory turnaround activities at its urea plant in Bintulu. The segment plant utilisation was 67% compared to 88% in the corresponding quarter.

With softer prices for fertilisers and lower volumes for methanol, revenue for the segment decreased by RM338 million or 25% to RM1.0 billion. Consequently, profit declined by RM151 million or 38% at RM242 million. EBITDA was also lower by RM199 million or 33% at RM400 million.

PART B - NOTES PURSUANT TO BURSA MALAYSIA LISTING REQUIREMENTS (continued)

B2. VARIATION OF RESULTS AGAINST THE PRECEDING QUARTER

The Group registered higher revenue by RM457 million or 14% at RM3.8 billion from the preceding quarter supported by higher sales volume as a result of stronger operational performance.

Plant utilisation improved from 66% to 80% on the back of improved plant performance subsequent to completion of turnaround at the Group's main cracker and its related downstream facilities. As a result, the Group recorded higher production and sales volumes.

Profit for the quarter grew by 68% or RM341 million to RM839 million driven by higher volumes of ethane-based products, further supported by lower maintenance expenses. Similarly, EBITDA surged by 75% or RM535 million to RM1.2 billion.

B3. COMMENTARY ON PROSPECTS

The results of the Group's operations are expected to be primarily influenced by fluctuations in international petrochemical products prices, global economic conditions and utilisation rate of our production facilities.

The utilisation of our production facilities is dependent on plant maintenance activities, sufficient availability of feedstock and utilities supply. With improved plant maintenance programme and supplier relationship management, the Group aims to achieve better plant utilisation for the year.

a) Olefins and Derivatives

Demand for olefins and derivatives products will be affected by the strength of GDP growth in Asia-Pacific and the pace of economic recovery in Europe and US.

The Group is undertaking statutory turnaround maintenance activities at its second smaller cracker as well as its related downstream facility and also at its MTBE plant. Maintenance activity is also planned for its aromatics plant.

b) Fertilisers and Methanol

Global demand for fertilisers is driven by the agriculture industry and should remain steady, backed by world population growth. Demand for methanol should remain robust in line with anticipated economic growth in key markets.

The Group will be undertaking statutory turnaround maintenance activities at its smaller methanol facility during the year.

PART B - NOTES PURSUANT TO BURSA MALAYSIA LISTING REQUIREMENTS (continued)

B4. PROFIT FORECAST OR PROFIT GUARANTEE

Not applicable as the Group does not publish any profit forecast.

B5. OPERATING PROFIT

	Quarter ended 31 March	
In RM Mil	**2014**	**2013**
Included in operating profit are the following charges:		
Interest expense	-	-
Depreciation and amortisation	275	266
Impairment losses on trade receivables	-	1
Loss on foreign exchange	39	26
Derivative loss	-	5
and credits:		
Interest income	75	76
Other income	12	1
Gain on foreign exchange	19	34
Derivative gain	17	4

Other disclosure items pursuant to Appendix 9B Note 16 of the Listing Requirements of Bursa Malaysia Securities Berhad are not applicable.

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QUARTERLY REPORT FOR THE QUARTER ENDED 31 MARCH 2014

PART B - NOTES PURSUANT TO BURSA MALAYSIA LISTING REQUIREMENTS (continued)

B6. TAX EXPENSE

	Quarter ended 31 March	
In RM Mil	**2014**	**2013**
Current tax expenses		
- Current period tax	241	326
- Over provision in respect of prior periods	(1)	-
	240	326
Deferred tax expenses		
- Origination of temporary differences	12	85
- Under/(Over) provision in respect of prior periods	1	4
	13	89
	253	415

The Group's effective tax rates for the quarter ended 31 March 2014 and quarter ended 31 March 2013 are 23% and 25% respectively.

B7. SALES OF UNQUOTED INVESTMENTS/PROPERTIES

There were no material disposals of unquoted investments or properties by the Group for the current quarter.

B8. QUOTED SECURITIES

There were no material dealings in quoted securities during the period under review.

B9. STATUS OF CORPORATE PROPOSALS

There was no new corporate proposal during the quarter under review since the last audited financial statements of 31 December 2013.

B10. UTILISATION OF PROCEEDS

The status of the utilisation of listing proceeds of RM3,640 million raised from the Public Issue as at date of this report is as follows:

	Proposed utilisation RM Mil	Actual utilisation RM Mil	Transfer RM Mil	Balance at 31 March 2014 RM Mil	Intended timeframe for utilisation from the date of listing
Expansion of business and synergistic growth acquisitions	2,344	(2,155)	1,221	1,410	Within 5 years
Working capital requirement and general corporate purposes	1,200	-	(1,200)*	-	Within 2 years
Estimated listing expenses	96	(75)	(21)*	-	Within 1 year
Total	3,640	(2,230)	-	1,410	

* The unutilised balance for working capital requirement of RM1,200 million and listing expenses of RM21 million have been reallocated towards business expansion and synergistic growth acquisitions.

B11. BORROWINGS

The details of the Group borrowings as at 31 March 2014 are as follows:

In RM Mil	Quarter ended 31 March 2014	Quarter ended 31 March 2013
Current		
Unsecured		
Revolving credit	20	-
Total	20	-

B12. DERIVATIVE FINANCIAL INSTRUMENTS

The Group does not have any material derivative financial instruments as at the date of this report.

B13. FAIR VALUE CHANGES OF FINANCIAL LIABILITIES

The Group does not have any financial liabilities that are measured at fair value (other than derivative financial instruments) for the quarter ended 31 March 2014.

B14. DISCLOSURE OF REALISED AND UNREALISED PROFIT

This information has been properly compiled, in all material respects, in accordance with the Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirement,* issued by the Malaysian Institute of Accountants and presented based on the format prescribed by Bursa Malaysia.

The Group's balance of realised and unrealised retained profits as at 31 March 2014 is disclosed as follows:

In RM Mil	**As at 31 March 2014**	**As at 31 December 2013**
Total retained profits of the Group:		
Realised	16,197	16,218
Unrealised	(473)	(431)
	15,724	15,787
Total share of retained profits from joint ventures and associates:		
Realised	396	375
Unrealised	(36)	(38)
	360	337
Total realised and unrealised	16,084	16,124
Less: Consolidation adjustments	(3,361)	(3,190)
Total group retained profits as per consolidated account	12,723	12,934

PART B - NOTES PURSUANT TO BURSA MALAYSIA LISTING REQUIREMENTS (continued)

B15. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

The Group does not have any off balance sheet financial instruments as at the date of this report.

B16. MATERIAL LITIGATION

There is no pending material litigation since the last audited financial statements of PCG and its subsidiaries for the year ended 31 December 2013.

B17. BASIC EARNINGS PER SHARE

	Quarter ended 31 March	
In RM Mil	**2014**	**2013**
Profit for the period attributable to shareholders of the Company	749	1,105
Earnings per share attributable to shareholders of the Company:		
In millions of shares		
Number of ordinary shares issued	8,000	8,000
Basic earnings per share (sen)	9	14

As at the date of the statement of financial position, the Company does not have any instruments which may have a dilutive impact on the basic earnings per share.

By order of the Board
Noryati Mohd Noor (LS 0008877)
Kang Shew Meng (MAICSA 0778565)
Joint Secretaries

Kuala Lumpur
8 May 2014