SONA PETROLEUM BERHAD

(formerly known as Titanium Windfall Sdn. Bhd.)
(Company no.: 945626-P)
(Incorporated in Malaysia)

REPORT ON THE FINANCIAL RESULTS FOR THE FIRST HALF YEAR PERIOD ENDED 30 JUNE 2013

(THE FIGURES HAVE NOT BEEN AUDITED)

(Company no.: 945626-P) (Incorporated in Malaysia)

UNAUDITED CONDENSED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2013

	INDIVIDUA	L 6 MONTHS	CUMULATIVE 6 MONTHS		
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2013 RM	UNAUDITED PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2012 RM	UNAUDITED 6 MONTHS TO 30-06-2013 RM	UNAUDITED 6 MONTHS TO 30-06-2012 RM	
Other incomes	103,276	-	103,276	-	
Sundry expenses	(846,004)	(1,181)	(846,004)	(1,181)	
Loss before tax	(742,728)	(1,181)	(742,728)	(1,181)	
Income tax expenses	(20,376)	-	(20,376)		
Net loss for the period, representing total comprehensive loss for the period	(763,104)	(1,181)	(763,104)	(1,181)	
Loss after taxation attributable to: Owners of the Company	(763,104)	(1,181)	(763,104)	(1,181)	
Total comprehensive loss attributable to: Owners of the Company	(763,104)	(1,181)	(763,104)	(1,181)	
Loss for the period comprise the following - Realised - Unrealised	(763,104) - - - - - - - -	(1,181) - (1,181)	(763,104) - (763,104)	(1,181) - (1,181)	
Loss per share - Basic (sen) - Dilutive (sen)	(0.95) (0.17)	(59,050.00) Not applicable	(0.95) (0.17)	(59,050.00) Not applicable	

(Company no.: 945626-P) (Incorporated in Malaysia)

UNAUDITED CONDENSED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2013

	UNAUDITED As at 30-06-2013 RM	AUDITED As at 31-12-2012 RM
Non-current assets Plant and equipment	440,432	
Current assets		
Receivables	26,611	1,421
Deferred expenditure	1,349,797	73,397
Fixed deposits with licensed banks	10,270,944	-
Cash and bank balances	466,722	457,667
	12,114,074	532,485
Total assets	12,554,506	532,485
Equity and liabilities		
Share capital	1,107,143	2
Share premium	3,114,293	-
Other reserves	6,600,017	-
Accumulated losses	(841,814)	(78,710)
Total equity	9,979,639	(78,708)
Current liabilities		
Sundry payables	517,849	21,249
Amount due to directors	36,368	589,944
Redeemable convertible preference shares ("RCPS")	2,000,274	-
Provision for taxation	20,376	
	2,574,867	611,193
Total equity and liabilities	12,554,506	532,485
Net Assets Per Share (RM)	0.09	(39,354.00)

(Incorporated in Malaysia)

UNAUDITED CONDENSED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2013

	──Non-Distributable →				
	Share Capital RM	Share Premium RM	Other Reserves*	Accumulated Losses	Total Equity RM
UNAUDITED Balance as at 1 January 2012	2	-	-	(3,348)	(3,346)
Total comprehensive loss	-	-	-	(1,181)	(1,181)
Balance as at 30 June 2012	2	-	-	(4,529)	(4,527)
UNAUDITED Balance as at 1 January 2013	2	-	-	(78,710)	(78,708)
Total comprehensive loss	-	-	-	(763,104)	(763,104)
Transactions with owners:- Issuance of ordinary shares Conversion of RCPS	285,715 821,426	3,114,293	6,600,017	-	10,000,025 821,426
Balance as at 30 June 2013	1,107,143	3,114,293	6,600,017	(841,814)	9,979,639

^{*} Other Reserves consist of the following:-

	RM
Warrants reserve	7,142,158
Reserve arising from conversion of RCPS	(542,141)
	6,600,017

UNAUDITED CONDENSED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2013

	UNAUDITED CURRENT PERIOD ENDED 30-06-2013 RM	UNAUDITED PRECEDING PERIOD ENDED 30-06-2012 RM
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax	(742,728)	(1,181)
Adjustments for:- Depreciation Interest income Operating loss before working capital changes	25,344 (101,880) (819,264)	(1,181)
Increase in receivables Increase in deferred expenditures Increase in sundry payables Decrease in amount due to directors Cash flow used in operations	(25,190) (1,276,400) 496,600 (553,576) (2,177,830)	- - 1,181 - -
Interest received Net cash used in operating activities	101,880 (2,075,950)	<u> </u>
Placement of bank balances restricted in use Purchase of plant and equipment Net cash used in investing activities	(365,163) (465,776) (830,939)	- - - -
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceed from issuance of shares Proceed from issuance of RCPS Net cash generated from investing activities	10,000,025 2,821,700 12,821,725	
Net movement in cash and cash equivalents	9,914,836	-
Cash and cash equivalents at beginning of financial period	457,667	2
Cash and cash equivalents at end of financial period	10,372,503	2
Comprising of: Cash and bank balances Fixed deposits with licensed banks Less: Bank balance which are restricted in use (refer Note B7)	466,722 10,270,944 10,737,666 (365,163)	2
	10,372,503	2

PART A - EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD 134

A1 Basis of Preparation

The Interim Financial Statements are unaudited and have been prepared in accordance with the reporting requirements as set out in the Malaysian Financial Reporting Standard ("MFRS") 134 Interim Financial Reporting issued by the Malaysian Accounting Standard Board ("MASB") and Paragraph 9.22 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Interim Financial Statements should be read in conjunction with the financial information in the Prospectus of the Company dated 5 July 2013 and the accompanying explanatory notes attached to the unaudited condensed Interim Financial Statements.

The explanatory notes attached to the unaudited condensed 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 Sona Petroleum Berhad (formerly known as Titanium Windfall Sdn. Bhd.) ("Company") since the financial year ended 31 December 2012.

A2 Changes in Accounting Policies

- (i) Save as disclosed in this Interim Financial Statements, the adoption of the revised MFRSs and Amendments to MFRSs that are applicable to the Company and effective from 1 January 2013 has no material effect to the Company's Interim Financial Statements of the current financial period.
- (ii) At the date of this report, the following MFRS, was issued, but not yet effective, and has not been applied by the Company:-

MFRS		Effective date
MFRS 9	Financial Instruments	1 January 2015
Amendments to MFRS 10	Consolidated Financial Statements: Investment Entities	1 January 2014
Amendments to MFRS 12	Disclosure of Interests in Other Entities: Investment Entities	1 January 2014
Amendments to MFRS 127	Consolidated and Separate Financial Statements: Investment Entities	1 January 2014
Amendments to MFRS 132	Financial Instruments: Offsetting Financial Assets and Financial Liabilities	1 January 2014

The Company will adopt the above pronouncement when they become effective in the respective financial period. This pronouncement is not expected to have any effect to the financial statements of the Company upon their initial application. At the date of this report, the abovementioned changes in MFRS have no material effect to the Company's Interim Financial Statements.

A3 Auditors' Opinion on Preceding Annual Financial Statements

The Company's financial statements for the financial year ended 31 December 2012 were not subject to any qualification.

A4 Seasonality or Cyclicality of Operations

The Company's operations are not affected by any seasonal or cyclical factors as the Company currently has no operations or income-generating business.

A5 Individually Significant Items

There were no significant items that affect the assets, liabilities, equity, net income or cash flows of the Company for the current financial period under review.

A6 Material Changes in Estimates

There were no significant changes in estimates that have a material effect on the current financial period under review.

A7 Borrowing, Debt and Equity Securities

Redeemable Convertible Preference Shares ("RCPS")

	Number of RCPS of RM0.01 each	Amount RM
Authorised: At 1 January 2013	<u>-</u>	-
Created during the financial period At 30 June 2013	30,000,000	300,000 300,000
	30,000,000	300,000
Nominal value - Issued and fully paid: At 1 January 2013	-	-
Issued during the financial period Converted during the financial period	28,217,000 (8,214,260)	282,170 (82,143)
At 30 June 2013	20,002,740	200,027
Share premium of RCPS At 1 January 2013		_
Increased during the financial period		2,539,530
Converted during the financial period At 30 June 2013		(739,283) 1,800,247
Carrying value of RCPS		2,000,274

On 19 February 2013, the Company entered into the RCPS Subscription Agreement with Platinum Autumn Sdn. Bhd., a company which is collectively owned by Dato' Sri Hadian Bin Hashim, Dato' Maznah Binti Abdul Jalil, Mohamed Sabri Bin Mohamed Zain, Anton Tjahjono and MyoThant, Directors of the Company together with four other key management personnel of the Company (collectively known as "Management Team"). Pursuant to the RCPS Subscription Agreement, the Company issued 28,217,000 RCPS of RM0.01 each at a premium of RM0.09 per RCPS, for a cash consideration of RM2,821,700.

On 19 February 2013, the holders of the RCPS converted 8,214,260 RCPS into 82,142,600 ordinary shares of RM0.01 each together with 82,142,600 free detachable warrants ("Warrants").

The salient terms of the RCPS issued are summarised below:-

- (a) The RCPS shall not be entitled to any dividend.
- (b) Unless earlier redeemed:
 - (i) on a date to be determined by the Company, which shall be a date prior to the date of submission to the Securities Commission Malaysia ("SC") for the Proposed Listing, the holders of the RCPS shall convert 8,214,260 RCPS into 82,142,600 new shares together with 82,142,600 Warrants; and
 - (ii) on a date to be determined by the Company, which shall be at least one business day before the date of allotment for the new shares to be issued pursuant to the Initial Public Offering ("IPO"), the holders of the RCPS shall convert all or any part of the remaining RCPS it then holds into such number of shares as may be required so that the holders of the RCPS will hold a total number of shares equivalent to 20% (but shall not be more than 20%) of the enlarged issued and paid-up ordinary shares capital of the Company as at the date of listing, on the basis of one RCPS to ten Conversion Shares (together with ten free detachable Warrants).

Other than as set out above, the holder shall not be entitled to convert any RCPS into Conversion Shares.

(c) Subject only to compliance with the requirements of Section 61 of the Companies Act, 1965 in Malaysia ("Act"), all RCPS (unless earlier converted into shares) shall be fully redeemed by the Company, at the redemption price of RM0.10 per RCPS:-

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- on a date falling 12 months after the date of issue of the RCPS if the approval from the SC is not received by the Company by then and after the initial investors have been repaid the amount paid on their shares; or
- (ii) on a date falling 14 business days after the Company's receipt of any letter from the SC rejecting or stating its non-approval of the Company's application for the IPO and after the initial investors have been repaid the amount paid on their shares; or
- (iii) on a date falling 14 days after a resolution of the Board of directors has been passed to abort the IPO and after the initial investors have been paid the amount paid on their shares: or
- (iv) immediately after the date of Proposed Listing,

whichever occurs first.

(d) The RCPS shall entitle the holder to the voting rights as referred to in Section 148(2) of the Act and, to the fullest extent permitted by the Act in relation to preference shares, all other statutory voting rights.

Accordingly, the RCPS is classified as a financial liability as the Company does not have the unconditional right to avoid delivering cash upon events described in Note (c) above.

Other than those disclosed above, there were no other issuances, cancellations, repurchases, resale and repayments of borrowings, debt and equity securities during the financial period ended 30 June 2013.

A8 Dividend Paid

There was no dividend declared or paid during the current financial period ended 30 June 2013.

A9 Segmental Reporting

The segmental financial information by operating segments is not presented as the Company currently has no operation or income-generating business.

A10 Valuation of Property, Plant and Equipment

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

A11 Material Events Subsequent to the End of the Interim Period

(i) On 24 July 2013, the Company increased its issued and paid-up share capital from RM1,107,143 to RM3,107,143 by way of issuance of 200,000,000 ordinary shares of RM0.01 each pursuant to the conversion of 20,000,000 RCPS of RM0.10 each into 200,000,000 new ordinary shares together with 200,000,000 Warrants. The Warrants were issued on 30 July 2013 together with the IPO shares.

Pursuant to the initial investors' share subscription agreement, the Company also issued 28,517,500 Warrants together with the IPO shares.

(ii) On 30 July 2013, all the ordinary shares and Warrants consisting of 1,410,714,300 ordinary shares and 1,410,714,100 Warrants in the Company were successfully listed and quoted on the Main Market of Bursa Malaysia Securities Berhad.

A12 Changes in the Composition of the Company

There were no changes in the composition of the Company in the current financial period under review.

A13 Contingent Liabilities or Contingent Assets

There were no material contingent liabilities or contingent assets as at the date of this Interim Financial Statements.

SONA PETROLEUM BERHAD

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A14 Operating Lease Commitments

During the last financial year, the Company entered into an operating lease for the rental of an office premise. The rental tenure is for 3 years with the option for renewal of two terms of 3 years each.

Future minimum rentals payable under the non-cancellable operating lease at the reporting date are as follows:

	UNAUDITED 30-06-2013	AUDITED 31-12-2012
	RM	RM
Not later than 1 year	306,864	281,292
Later than 1 year but not later than 5 years	434,724	588,156
	741,588	869,448

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PART B: ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS

R1 **Review of Results**

For 1st half year period ended 30 June 2013

The Company earned interest incomes from fixed deposit placements and realised foreign exchange gain of RM101,880 (30 June 2012: Nil) and RM1,396 (30 June 2012: Nil) respectively during the 1st half year period ended 30 June 2013. The total expenditure incurred was RM846,004 (30 June 2012: RM1,181), resulting in a net loss before taxation of RM763,104 (30 June 2012: RM1,181). Out of the total expenditure incurred, RM356,413 (30 June 2012: Nil) comprised listing expenses, which are regarded as non-recurring.

The total expenditure incurred by the Company consisted of the following:-

		INDIVIDUAL 6 MONTHS UNAUDITED		E 6 MONTHS
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2013 RM	PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2012 RM	UNAUDITED 6 MONTHS TO 30-06-2013 RM	UNAUDITED 6 MONTHS TO 30-06-2012 RM
Depreciation	25,344	-	25,344	_
Office rental	144,906	-	144,906	-
Trustee fees	78,400	-	78,400	-
Capital registration fees	39,000	-	39,000	-
Corporate meeting and events	56,327	-	56,327	-
Listing expenses	356,413	-	356,413	-
Others	145,614	1,181	145,614	1,181
	846,004	1,181	846,004	1,181

Listing expenses of RM356,413 incurred for the issuance of new shares in conjunction with the Company's proposed listing as a Special Purpose Acquisition Company ("SPAC") on the Main Market of Bursa Malaysia Securities Berhad was charged to the Statement of Profit or Loss and Other Comprehensive Income and RM1,349,797 was classified as deferred expenditure in relation to the listing expenses. The deferred expenditure will be written off against the share premium account of the Company under Section 60 of the Companies Act, 1965 in Malaysia or capitalised as borrowing costs, whichever is applicable.

B2 Material Change in Loss Before Taxation in Comparison to the Preceding Half-Year

In the 1st half year period ended 30 June 2013, the Company recorded a loss after tax of RM763,104, compared with RM74,257 in the preceding half year (six-month period ended 31 December 2012). The difference between the two half-year performances is mainly due to depreciation, office rental, trustee fees, listing expenses and other professional fees.

B3 Prospects

The Company is actively seeking for attractive Exploration and Production ("E&P") assets as Qualifying Acquisition. It is the Company's intention to acquire equity interests in E&P companies with existing concession rights, or interest directly in E&P assets as permitted by the host government whereby the E&P companies have been granted the exclusive rights to explore, develop, sell and export oil and gas extracted from an acreage for a fixed period of time.

The Board is not aware of any abnormal circumstance that has affected or will affect the business and financial position of the Company.

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B4 Profit Forecast/Guarantee

The Company has not announced or disclosed any profit forecast or profit guarantee in any public documents.

B5 Purchase or Disposal of Quoted Securities

There was no purchase or disposal of quoted securities during the financial period ended 30 June 2013.

B6 Loss Before Taxation

	INDIVIDUAL 6 MONTHS UNAUDITED UNAUDITED PRECEDING		CUMULATIVE 6 MONTHS	
	CURRENT 1ST HALF YEAR PERIOD TO 30-06-2013	CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2012	UNAUDITED 6 MONTHS TO 30-06-2013	UNAUDITED 6 MONTHS TO 30-06-2012
	RM	RM	RM	RM
Loss before taxation is arrived at after charging/(crediting):-				
Interest income	(101,880)	=	(101,880)	-
Depreciation	25,344	=	25,344	-
Office rental	144,906	=	144,906	-
Trustee fees	78,400	-	78,400	-
Listing expenses	356,413	-	356,413	-

B7 Deposits with Licensed Banks

The effective interest rate for the deposits with licensed banks as at 30 June 2013 for the Company ranges from 2.50% to 3.10% per annum. Deposit with licensed banks include an amount of RM365,163 which is pledged as securities for bank guarantee facility and is restricted in use.

B8 Taxation

	INDIVIDUAL 6 MONTHS UNAUDITED		CUMULATIV	E 6 MONTHS
	UNAUDITED	UNAUDITED PRECEDING		
	CURRENT 1ST	CORRESPONDING	UNAUDITED	UNAUDITED
	HALF YEAR	1ST HALF YEAR	6 MONTHS	6 MONTHS
	PERIOD TO	PERIOD TO	ТО	ТО
	30-06-2013	30-06-2012	30-06-2013	30-06-2012
	RM	RM	RM	RM
Current income tax	20,367	-	20,367	-

Current income tax is calculated at the statutory tax rate of 20% of the estimated assessable profit for the financial year. The Company, being a Malaysian resident company with a paid-up capital of RM2.5 million or less as at the beginning of the Year of Assessments qualified for the preferential tax rates under Paragraph 2A, Schedule 1 of the Income Tax Act, 1967 of Malaysia as follows:-

On the first RM500,000 of chargeable income : 20% In excess of RM500,000 of chargeable income : 25%

The reconciliation between tax expenses and the product of accounting loss multiplied by the applicable corporate tax rate for the financial period ended 30 June 2013 and 30 June 2012 are as follows:

	INDIVIDUAL 6 MONTHS UNAUDITED		CUMULATIVE 6 MONTHS	
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2013 RM	PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2012 RM	UNAUDITED 6 MONTHS TO 30-06-2013 RM	UNAUDITED 6 MONTHS TO 30-06-2012 RM
Loss before tax	(742,728)	(1,181)	(742,728)	(1,181)
Taxation at Malaysian statutory tax rate of 20% (2012: 20%)	(148,546)	(236)	(148,546)	(236)
Effect of expenses not deductible for tax purposes	168,913	236	168,913	236
Income tax expense	20,367	-	20,367	-

B9 Status of Corporate Proposals

On 27 February 2013, the Company submitted an application to the Securities Commission Malaysia ("SC") for amongst others, its Proposed Listing. The IPO scheme is as follows:-

IPO of up to 1,100,000,000 new ordinary shares of RM0.01 each in the Company ("Public Issue Shares"), together with up to 1,100,000,000 free detachable Warrants attached on the basis of 1 Warrant to every 1 Public Issue Share, at an issue price of RM0.50 per public issue share and attached warrant payable in full upon application, in conjunction with the listing of and quotation for the ordinary shares RM0.01 each in the Company and Warrants on the Main Market of Bursa Securities, comprising:-

- (i) the retail offering of RM141,000,000 Public Issue Shares together with 141,000,000 attached Warrants to the Malaysian Public; and
- (ii) the institutional offering of up to 959,000,000 Public Issue Shares together with up to 959,000,000 attached Warrants by way of placement to selected investors, comprising:-
 - up to 176,340,000 Public Issue Shares together with up to 176,340,000 attached Warrants to Bumiputera investors approved by the Ministry of International Trade and Industry; and
 - up to 782,660,000 Public Issue Shares together with up to 782,660,000 attached Warrants to Malaysian institutional and selected investors and foreign institutional and selected investors.

On 26 July 2013, the Company allotted the Public Issue Shares and attached Warrants to successful applicants; and thereafter, on 30 July 2013, the entire issued and paid-up ordinary share capital together with Warrants were listed and quoted on the Main Market of Bursa Malaysia Securities Berhad.

B10 Changes in Material Litigation

The Board of Directors of the Company is not aware of any pending material litigation as at the date of this Interim Financial Statements.

B11 Loss Per Share

a) Basic loss per share

The basic loss per share is calculated by dividing the Company's loss attributable to the owners of the Company by the weighted average number of ordinary shares in issue during the financial period.

	INDIVIDUAL 6 MONTHS ENDED		CUMULATIVE 6 MONTHS ENDED	
	30-06-2013 RM	30-06-2012 RM	30-06-2013 RM	30-06-2012 RM
Loss after tax attributable to the Owners of the Company	(763,104)	(1,181)	(763,104)	(1,181)
No. of ordinary shares of RM1.00 each in issue	-	2	-	2
Weighted average number of shares in issue	80,584,121	2	80,584,121	2
Basic loss per share (sen)	(0.95)	(59,050.00)	(0.95)	(59,050.00)

b) Dilutive loss per share

The dilutive loss per share is calculated by dividing the Company's loss attributable to the owners of the Company by the weighted average number of ordinary shares in issue during the financial period have been adjusted for the effects of dilutive potential ordinary shares from RCPS and Warrants.

	INDIVIDUAL 6 MONTHS ENDED		CUMULATIVE 6 MONTHS ENDED	
	30-06-2013 RM	30-06-2012 RM	30-06-2013 RM	30-06-2012 RM
Loss after tax attributable to the Owners of the Company	(763,104)	(1,181)	(763,104)	(1,181)
No. of ordinary shares of RM1.00 each in issue	-	2	-	2
Weighted average number of shares in issue	452,920,714	2	452,920,714	2
Dilutive loss per share (sen)	(0.17)	Not applicable	(0.17)	Not applicable

B12 Breakdown of Accumulated Losses Into Realised and Unrealised

The breakdown of the accumulated losses of the Company as at 30 June 2013 and 30 June 2012 into realised and unrealised losses is presented in accordance with the directive issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and prepared in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants.

	Unaudited As at 30.06.2013 RM	Unaudited As at 30.06.2012 RM
Realised losses Unrealised losses	(763,104)	(1,181)
Accumulated losses of the Company as per financial statements	(763,104)	(1,181)

BY THE ORDER OF THE BOARD

JASMINDAR KAUR A/P SARBAN SINGH

Company Secretary

Kuala Lumpur 6 August 2013