

# **SONA PETROLEUM BERHAD**

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

**REPORT ON  
THE CONSOLIDATED FINANCIAL RESULTS  
FOR THE FIRST HALF YEAR PERIOD ENDED  
30 JUNE 2015  
("Interim Financial Statement")**

**(THE FIGURES HAVE NOT BEEN AUDITED)**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015**

	INDIVIDUAL 6 MONTHS		CUMULATIVE 6 MONTHS	
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2015	UNAUDITED PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2014	UNAUDITED 6 MONTHS TO 30-06-2015	UNAUDITED 6 MONTHS TO 30-06-2014
Note	RM	RM	RM	RM
Other income	10,366,390	8,911,119	10,366,390	8,911,119
Operating expenses	(4,257,113)	(6,839,347)	(4,257,113)	(6,839,347)
<b>Operating profit</b>	<b>6,109,277</b>	<b>2,071,772</b>	<b>6,109,277</b>	<b>2,071,772</b>
Finance costs	(11,113,370)	(9,538,922)	(11,113,370)	(9,538,922)
<b>Loss before tax</b>	<b>(5,004,093)</b>	<b>(7,467,150)</b>	<b>(5,004,093)</b>	<b>(7,467,150)</b>
Income tax expense	(1,868,772)	(1,552,091)	(1,868,772)	(1,552,091)
<b>Net loss for the period, representing total comprehensive loss for the period</b>	<b>(6,872,865)</b>	<b>(9,019,241)</b>	<b>(6,872,865)</b>	<b>(9,019,241)</b>
<b>Loss after taxation attributable to:</b>				
Owners of the Company	(6,872,865)	(9,019,241)	(6,872,865)	(9,019,241)
<b>Total comprehensive loss attributable to:</b>				
Owners of the Company	(6,872,865)	(9,019,241)	(6,872,865)	(9,019,241)
<b>Loss for the period comprise the following:-</b>				
- Realised	(6,872,865)	(9,019,241)	(6,872,865)	(9,019,241)
- Unrealised	-	-	-	-
	<b>(6,872,865)</b>	<b>(9,019,241)</b>	<b>(6,872,865)</b>	<b>(9,019,241)</b>
<b>Loss per share</b>				
- Basic (RM)	B18 (0.01)	(0.01)	(0.01)	(0.01)
- Dilutive (RM)	B18 (0.01)	(0.01)	(0.01)	(0.01)

The above should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying notes attached to this Interim Financial Statements.

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2015**

		<b>UNAUDITED</b>	<b>AUDITED</b>
		<b>As at 30-06-2015</b>	<b>As at 31-12-2014</b>
	<b>Note</b>	<b>RM</b>	<b>RM</b>
<b>Non-current assets</b>			
Plant and equipment	B8	380,472	422,346
Investment in subsidiary	B9	-	-
<b>Current assets</b>			
Receivables	B10	4,635,654	1,341,562
Fixed deposits with licensed banks	B11	536,206,040	542,405,433
Cash and bank balances		891,905	3,065,225
		<u>541,733,599</u>	<u>546,812,220</u>
<b>Total assets</b>		<b><u>542,114,071</u></b>	<b><u>547,234,566</u></b>
<b>Equity and liabilities</b>			
Share capital	B12	14,107,143	14,107,143
Share premium	B13	13,261,746	13,261,746
Other reserves	B14	38,500,017	38,500,017
Accumulated losses		(41,772,585)	(34,909,720)
<b>Total equity</b>		<b><u>24,096,321</u></b>	<b><u>30,959,186</u></b>
<b>Non-current liability</b>			
Financial liability component of the Public Issue Shares	B15	<b><u>515,644,000</u></b>	<b><u>504,530,630</u></b>
<b>Current liabilities</b>			
Sundry payables		1,699,696	11,066,138
Amount due to directors		3,724	3,724
Provision for taxation		670,330	674,888
		<u>2,373,750</u>	<u>11,744,750</u>
<b>Total equity and liabilities</b>		<b><u>542,114,071</u></b>	<b><u>547,234,566</u></b>
<b>Net Assets Per Share (RM)</b>		0.02	0.02

The above should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying notes attached to this Interim Financial Statements.

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015**

	← Non-Distributable →			Accumulated losses RM	Total equity RM
	Share capital RM	Share premium RM	Other reserves RM		
<b>AUDITED</b>					
Balance as at 1 January 2014	14,107,143	13,261,746	38,500,017	(6,418,601)	59,450,305
Total comprehensive loss	-	-	-	(28,491,119)	(28,491,119)
<b>Balance as at 31 December 2014</b>	<b>14,107,143</b>	<b>13,261,746</b>	<b>38,500,017</b>	<b>(34,909,720)</b>	<b>30,959,186</b>
<b>UNAUDITED</b>					
Balance as at 1 January 2015	14,107,143	13,261,746	38,500,017	(34,909,720)	30,959,186
Total comprehensive loss	-	-	-	(6,862,865)	(6,862,865)
<b>Balance as at 30 June 2015</b>	<b>14,107,143</b>	<b>13,261,746</b>	<b>38,500,017</b>	<b>(41,772,585)</b>	<b>24,096,321</b>

The above should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying notes attached to this Interim Financial Statements.

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD 30 JUNE 2015**

	<b>UNAUDITED CURRENT PERIOD ENDED 30-06-2015 RM</b>	<b>UNAUDITED PRECEDING PERIOD ENDED 30-06-2014 RM</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Loss before tax	(5,004,093)	(7,467,150)
<i>Adjustments for:-</i>		
Depreciation	46,912	44,627
Finance costs	11,113,370	9,538,922
Interest/profit from fixed deposits	(10,358,929)	(8,908,128)
Operating loss before working capital changes	(4,202,740)	(6,791,729)
Decrease in receivables	1,183,336	2,443,449
(Decrease)/Increase in sundry payables	(9,356,442)	2,568,956
Decrease in amount due to related parties	-	(2,597)
Cash used in operations	(12,375,846)	(1,781,921)
Tax paid	(1,873,330)	(180,000)
Net cash used in operating activities	(14,249,176)	(1,961,921)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisition of a subsidiary	-	(3)
Purchase of plant and equipment	(5,038)	(5,480)
Interest/profit received from fixed deposits	5,881,501	7,249,347
Placement of deposits which are restrictive in use	(4,680,075)	(9,032,329)
Net cash generated from/(used in) investing activities	1,196,388	(1,788,465)
Net decrease in cash and cash equivalents	(13,052,788)	(3,750,386)
Cash and cash equivalents at beginning of financial period	31,065,225	44,358,260
Cash and cash equivalents at end of financial period	<b>18,012,437</b>	<b>40,607,874</b>
Comprising of:-		
Cash and bank balances	891,905	530,522
Fixed deposits with licensed banks (Note B11)	536,206,040	548,589,474
	537,097,945	549,119,996
Less: Placement in deposits which are restrictive in use	(519,085,508)	(508,512,122)
Total cash and cash equivalents	<b>18,012,437</b>	<b>40,607,874</b>

The above should be read in conjunction with the audited financial statements for the financial year ended 31 December 2014 and the accompanying notes attached to this Interim Financial Statements.

**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 Standards 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 audited financial statements for the financial year ended 31 December 2014 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 and its subsidiary company ("Group") since the financial year ended 31 December 2014.

**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 Group and effective from 1 January 2015 has no material effect to the Group's Interim Financial Statements.
- (ii) At the date of this report, the adoption of the new MFRS, Amendments to MFRS and IC Interpretations which are issued but not yet effective for the financial period ended 30 June 2015 will not have any material impact on the financial statements of the Group in the period of initial application, except as disclosed below:-

MFRS 9 Financial Instruments

The adoption of the first phase of MFRS 9 will have an effect on the classification and measurement of the Group's financial assets, but will not have an impact on classification and measurement of the Group's financial liabilities. The Group will quantify the effect in conjunction with other phases, when the final standard including all phases is issued.

**A3 Auditors' Opinion on Preceding Annual Financial Statements**

The Group's financial statements for the financial year ended 31 December 2014 were not subject to any audit qualification.

**A4 Seasonality or Cyclicity of Operations**

The Group's operations are not affected by any seasonal or cyclical factors as the Group 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 Group for the current financial period.

**A6 Material Changes in Estimates**

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

**A7 Borrowing, Debt and Equity Securities**

There were no issuances, cancellations, repurchases, resale and repayments of borrowings, debt and equity securities during the financial period.

**A8 Dividend Paid**

There was no dividend declared or paid during the current financial period.

**A9 Segmental Reporting**

No segmental reporting is provided as the Group currently has no operation or income generating business.

**A10 Valuation of Property, Plant and Equipment**

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

**A11 Material Events Subsequent to the End of the Interim Period**

There were no material events subsequent to the end of the current interim period.

**A12 Changes in the Composition of the Group**

There were no changes in the composition of the Group in the current financial period.

**A13 Contingent Liabilities or Contingent Assets**

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

**A14 Operating Lease Commitments**

During the financial year ended 2012, the Group 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:-

	<b>UNAUDITED</b>	<b>AUDITED</b>
	<b>30-06-2015</b>	<b>31-12-2014</b>
	<b>RM</b>	<b>RM</b>
Not later than 1 year	127,860	281,292
Later than 1 year but not later than 5 years	-	-
	<u>127,860</u>	<u>281,292</u>

**A15 Capital Commitment**

***Approved and contracted for:-***

	<b>UNAUDITED</b>	<b>UNAUDITED</b>
	<b>30-06-2015</b>	<b>31-12-2014</b>
	<b>USD</b>	<b>USD</b>
Proposed Transaction	-	281,200,000
	<u>-</u>	<u>281,200,000</u>

The Proposed Transaction was subsequently terminated mutually on 19 January 2015.

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

**B1 Review of Results**

**For 1st half year period ended 30 June 2015**

The Group, as a Special Purpose Acquisition Company ("SPAC"), will only generate operating income once it has completed the Qualifying Acquisition ("QA"). For the financial period ended 30 June 2015, the Group's source of income are mainly derived from interest/profit earned from fixed deposit placements while major expenses were finance costs, expenses incurred in evaluating qualifying acquisitions and employees' and directors' remuneration detailed as follows:-

	INDIVIDUAL 6 MONTHS		CUMULATIVE 6 MONTHS	
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2015 RM	UNAUDITED PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2014 RM	UNAUDITED 6 MONTHS TO 30-06-2015 RM	UNAUDITED 6 MONTHS TO 30-06-2014 RM
Finance costs	11,113,370	9,538,922	11,113,370	9,538,922
Expenses incurred in evaluating Qualifying Acquisition	1,052,597	3,921,082	1,052,597	3,921,082
Employees' remuneration	1,309,051	1,299,150	1,309,051	1,299,150
Directors' remuneration and allowances	521,731	524,634	521,731	524,634
Directors' fees	217,500	217,500	217,500	217,500

The finance costs represent the interest/profit earned from amount held in the custodian account placed in fixed deposits with licensed banks as described in Note B11 below and less the applicable tax(es); and the amortisation of the listing expenses as follows:-

	INDIVIDUAL 6 MONTHS		CUMULATIVE 6 MONTHS	
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2015 RM	UNAUDITED PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2014 RM	UNAUDITED 6 MONTHS TO 30-06-2015 RM	UNAUDITED 6 MONTHS TO 30-06-2014 RM
Interest/profit from fixed deposits held under custodian account	9,942,665	8,241,243	9,942,665	8,241,243
Less: tax arising from fixed Interest/profit from fixed deposits under custodian account	(1,792,353)	(1,435,136)	(1,792,353)	(1,435,136)
Amortisation of listing expenses	2,963,058	2,732,815	2,963,058	2,732,815
	<b>11,113,370</b>	<b>9,538,922</b>	<b>11,113,370</b>	<b>9,538,922</b>

The expenses incurred in QA primarily comprise fees for technical, legal, finance and corporate advisory services and their direct expenses incurred for the due diligence exercise for evaluating QA under assessment during the current financial period.

The remuneration for Directors and Employees comprise salaries, allowances and all other related payroll costs. Included in the Employees' remuneration is payroll and its related costs relating to the Management Team amounting to RM1,145,100 (2014 – RM1,172,726).



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

In the first half year period ended 30 June 2015, the Group recorded a loss before tax of RM5,004,093 compared with a loss of RM17,885,455 in the preceding half year (six month period ended 31 December 2014). The main difference are due to the expenses incurred in Evaluating Qualifying Acquisition of RM1,052,597 as compared to the six-month period ended 31 December 2014 of RM13,549,360.

**B3 Prospects of The Coming Year**

The Group is currently assessing and reviewing potential assets which is nearing the advance stage of finalisation. Under the current oil price environment, despite weakening in Ringgit Malaysia value, the Board is confident to reach the final decision on qualifying acquisition within the stipulated time frame.

**B4 Profit Forecast/Guarantee**

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

**B5 Purchase or Disposal of Quoted Securities**

There were no purchase or disposal of quoted securities during the financial period ended 30 June 2014.

**B6 Loss Before Tax**

	INDIVIDUAL 6 MONTHS		CUMULATIVE 6 MONTHS	
	UNAUDITED CURRENT 1ST HALF YEAR PERIOD TO 30-06-2015 RM	UNAUDITED PRECEDING CORRESPONDING 1ST HALF YEAR PERIOD TO 30-06-2014 RM	UNAUDITED 6 MONTHS TO 30-06-2015 RM	UNAUDITED 6 MONTHS TO 30-06-2014 RM
Loss before taxation is arrived at after charging/(crediting):-				
Interest/profit from:-				
- bank	(31)	(2,889)	(31)	(2,889)
- fixed deposit under custodian account	(9,942,665)	(8,241,243)	(9,942,665)	(8,241,243)
- fixed deposit/bank repo	(416,233)	(663,996)	(416,233)	(663,996)
Auditors' remuneration:-				
- audit fees	12,900	12,000	12,900	12,000
Depreciation	46,912	44,627	46,912	44,627
Directors' fees	217,500	217,500	217,500	217,500
Directors' remuneration and allowances	521,731	524,634	521,731	524,634
Employees' remuneration	1,309,051	1,299,150	1,309,051	1,299,150
Expenses incurred in evaluating Qualifying Acquisition	1,052,597	3,921,082	1,052,597	3,921,082
Finance costs	11,113,370	9,538,922	11,113,370	9,538,922
Office rental	152,238	144,906	152,238	144,906

**B7 Income Tax Expense**

	INDIVIDUAL 6 MONTHS		CUMULATIVE 6 MONTHS	
	UNAUDITED	UNAUDITED	UNAUDITED	UNAUDITED
	CURRENT 1ST	PRECEDING		
	HALF YEAR	CORRESPONDING	6 MONTHS TO	6 MONTHS TO
PERIOD TO	1ST HALF YEAR	30-06-2015	30-06-2014	
	30-06-2015	PERIOD TO	30-06-2015	30-06-2014
	RM	30-06-2014	RM	RM
		RM		
Current income tax	1,868,772	1,552,091	1,868,772	1,552,091

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 2015 and 30 June 2014 are as follows:-

	INDIVIDUAL 6 MONTHS		CUMULATIVE 6 MONTHS	
	UNAUDITED	UNAUDITED	UNAUDITED	UNAUDITED
	CURRENT 1ST	PRECEDING		
	HALF YEAR	CORRESPONDING	6 MONTHS TO	6 MONTHS TO
PERIOD TO	1ST HALF YEAR	30-06-2015	30-06-2014	
	30-06-2015	PERIOD TO	30-06-2015	30-06-2014
	RM	30-06-2014	RM	RM
		RM		
Loss before tax	(5,004,093)	(7,467,150)	(5,004,093)	(7,467,150)
Taxation at Malaysian statutory tax rate of 25% (2014: 25%)	(1,251,023)	(1,865,898)	(1,251,023)	(1,865,898)
Expenses not deductible for tax purposes	3,119,795	3,417,989	3,119,795	3,417,989
Income tax expense	1,868,772	1,552,091	1,868,772	1,552,091

**B8 Plant and Equipment**

	Renovation	Office	Computer	Total
	RM	equipment	RM	RM
		RM		
<i>Cost</i>				
At 1 January 2015	422,798	37,452	117,538	577,788
Additions	-	-	5,038	5,038
At 30 June 2015	422,798	37,452	122,576	582,826
<i>Accumulated depreciation</i>				
At 1 January 2015	91,356	11,713	52,373	155,442
Charge for the financial period	23,478	3,745	19,689	46,912
At 30 June 2015	114,834	15,458	72,062	202,354
<i>Net Book Value</i>				
At 30 June 2015	307,964	21,994	50,514	380,472
At 31 December 2014	331,442	25,739	65,165	422,346

**B9 Investment in Subsidiary Company**

On 3 June 2014, the Company subscribed one (1) ordinary share of USD 1.00 in Sona Exploration & Production (Thailand) Ltd. (Company No. 1826534) ("SEPT") and therefore, SEPT is a wholly-owned subsidiary of the Company. SEPT was incorporated as a Special Purpose Vehicle to acquire qualifying assets of the Group.

**B10 Receivables**

	<b>UNAUDITED</b>	<b>AUDITED</b>
	<b>30-06-2015</b>	<b>31-12-2014</b>
	<b>RM</b>	<b>RM</b>
Deposits and prepayment	158,226	207,207
Interest/profit receivable from fixed deposits	27,325	64,787
Interest/profit receivable from fixed deposits under the custodian account	4,450,103	1,069,568
	<u><u>4,635,654</u></u>	<u><u>1,341,562</u></u>

**B11 Fixed Deposits with Licensed Banks**

	<b>UNAUDITED</b>	<b>AUDITED</b>
	<b>30-06-2015</b>	<b>31-12-2014</b>
	<b>RM</b>	<b>RM</b>
Fixed deposits with licensed banks	17,506,933	28,378,456
Fixed deposits with licensed banks under custodian account	518,699,107	514,026,977
	<u><u>536,206,040</u></u>	<u><u>542,405,433</u></u>

The remaining days to maturity and the effective interest rate for the fixed deposits with licensed banks as at 30 June 2015 for the Group ranges 10 to 349 days and 3.60% to 3.85% per annum, respectively.

Fixed deposits with licensed banks under custodian account

The SC Guidelines require that the amount held in custodian account be placed in permitted investments namely Malaysian Government Securities, money market instruments and AAA-rated papers. The amount held in custodian account is invested in Islamic fixed deposits which are considered as relatively secure and liquid at profit sharing rate of approximately 3.85% per annum and have an average remaining day to maturity of 10 days as at the end of the financial period.

As at 30 June 2015, the amount held in custodian account placed in Islamic fixed deposits and its corresponding profit are as follows:-

	Placement amount RM	Profit earned RM	Total RM
Fixed deposit with Islamic banks held under custodian account	495,000,000	23,699,107	518,699,107

In the event the Group fails to complete a Qualifying Acquisition within the permitted timeframe, the amount then held in custodian account (net of any taxes payable and direct expenses related to the liquidation), will be distributed to the respective shareholders.

**B12 Share Capital**

	<b>Number of ordinary shares</b>		<b>Amount</b>	
	<b>30-06-2015</b>	<b>31-12-2014</b>	<b>30-06-2015</b>	<b>31-12-2014</b>
			<b>RM</b>	<b>RM</b>
<b>Authorised:-</b>				
At 1 January/30 June	<u><u>4,970,000,000</u></u>	<u><u>4,970,000,000</u></u>	<u><u>49,700,000</u></u>	<u><u>49,700,000</u></u>
<b>Issued and fully paid:-</b>				
At 1 January/30 June	<u><u>1,410,714,300</u></u>	<u><u>1,410,714,300</u></u>	<u><u>14,107,143</u></u>	<u><u>14,107,143</u></u>

**B13 Share Premium**

	<b>UNAUDITED</b> <b>30-06-2015</b> <b>RM</b>	<b>AUDITED</b> <b>31-12-2014</b> <b>RM</b>
<b>Share premium:-</b>		
At 1 January/30 June	<u>13,261,746</u>	<u>13,261,746</u>

**B14 Other Reserves**

	<b>UNAUDITED</b> <b>30-06-2015</b> <b>RM</b>	<b>AUDITED</b> <b>31-12-2014</b> <b>RM</b>
<b>Other reserves:-</b>		
<b>Warrants reserve</b>		
At 1 January/30 June	<u>40,202,158</u>	<u>40,202,158</u>
<b>Reserve arising from conversion of RCPS</b>		
At 1 January/30 June	<u>(1,702,141)</u>	<u>(1,702,141)</u>
<b>Total other reserves</b>	<u><b>38,500,017</b></u>	<u><b>38,500,017</b></u>

**B15 Financial Liability Component of Public Issue Shares**

	<b>UNAUDITED</b> <b>30-06-2015</b> <b>RM</b>	<b>AUDITED</b> <b>31-12-2014</b> <b>RM</b>
90% of the IPO funds	495,000,000	495,000,000
Cumulative Interest earned for financial liability component	33,225,813	23,283,148
Less: Cumulative tax payable arising from interest earned for financial liability component	<u>(5,744,107)</u>	<u>(3,951,754)</u>
Financial liability component before set-off of listing expenses	522,481,706	514,331,394
 Listing expenses recognised in financial liability component:-		
Capitalised during the financial period/year	(17,572,926)	(17,572,926)
Amortised during the financial period/year	<u>10,735,220</u>	<u>7,772,162</u>
	<u><b>(6,837,706)</b></u>	<u><b>(9,800,764)</b></u>
 At 30 June/31 December	<u><b>515,644,000</b></u>	<u><b>504,530,630</b></u>

At the reporting date, the Financial Liability Component of the Public Issue Shares ("FLC") is secured against the monies in the custodian trust account as disclosed in Note B11 above. The maturity of FLC is three years from 30 July 2013 which is the initial public offering date ("Permitted Timeframe").

The Equity Guidelines requires inter alia the following:

- (i) the Group must place at least 90% of the gross proceeds from its initial public offering ("IPO") in a custodian trust account immediately upon receipt of all proceeds ("IPO Custodian Trust Proceeds"). The monies in the custodian trust account may only be released by the custodian upon termination of the custodian trust account;
- (ii) the proceeds in the custodian trust account may be invested in permitted investments. Any income generated by the funds held in the custodian trust account, including interest/dividend income derived from the permitted investments, must accrue to the custodian trust account;
- (iii) the balance of the proceeds from the IPO, being 10% of the proceeds, may be utilised to defray expenses related to the IPO and for working capital purposes including but not limited to operating costs, fund the search for a target company or asset and completing the qualifying acquisition; and

- (iv) in the event the Group fails to complete a qualifying acquisition within the Permitted Timeframe, it must be liquidated. The amount then held in the custodian trust account (net of any taxes payable and direct expenses related to the liquidation and distribution), must be distributed to the respective shareholders on a pro-rata basis as soon as practicable, as permissible by the relevant laws and regulations ("Liquidation Distribution"). Platinum Autumn Sdn. Bhd. and initial investors may not participate in the Liquidation Distribution, except for securities purchased by them after the date of listing of the Group on the Bursa Securities.

Consequently, the Public Issue Share is a compound financial instrument with a financial liability and equity component in accordance with MFRS 132 Financial Instruments: Presentation and FRSIC Consensus 20 Classification of the IPO Investor Securities of a Special Purpose Acquisition Company. The financial liability component being the fair value of the 90% of the gross proceeds represents the Group's obligation to refund the IPO Custodian Trust Proceeds held in the custodian trust account to the IPO investors in the event the Group fails to complete a qualifying acquisition within the Permitted Timeframe.

#### **B16 Status of Corporate Proposals**

The Group had on 5 June 2014 entered into a Heads of Agreement ("HOA") with Salamander Energy Plc ("Salamander") in relation to the proposed acquisition of the following:-

- (i) 66.67% of the class "A" shares without attaching any voting rights but attaching economic rights (including rights to dividends or other distribution) in Salamander Energy (Bualuang) Limited ("SEBG"), a 100% owned subsidiary of Salamander; and
- (ii) 49.00% of the class "B" ordinary shares which carry one vote per share but without attaching any economic rights in SEBG.

(collectively known as "SEBG Shares")

resulting in the Group owning an effective working interest of 40.00% in the Thai oil and gas blocks owned by SEBG for a cash consideration of USD281.2 million ("Proposed Transaction").

On 18 July 2014, the Group had entered into a Sale and Purchase Agreement ("SPA") with Salamander Energy (Bualuang Holdings) Limited ("SEBHL") and Salamander for the Proposed Transaction.

The Proposed Transaction is expected to be conditional upon, inter alia, the following:

- (i) the Group obtaining approval of the Securities Commission Malaysia for the Proposed Transaction;
- (ii) the Group obtaining approval of its shareholders at an extraordinary general meeting to be convened for the Proposed Transaction;
- (iii) Salamander obtaining approval of its shareholders; and
- (iv) the entry into full form documentation implementing the Group's financing.

The Group had on 28 August 2014 entered into a supplemental sale and purchase agreement with SEBHL and Salamander to effect, inter-alia, the following changes to the SPA:-

- (i) clarification that the issued share capital of SEBG is 25,000 shares with a par value of USD1.00; and
- (ii) the Working Capital Amount shall mean the sum of USD1,229,394.80, being 66.67% of the net working capital amount of USD1,844,000.00 as at the Effective Date and computed in accordance with Schedule 10 of the SPA.

On 29 August 2014, the Group submitted its application in relation to the Proposed Transaction to the Securities Commission Malaysia.

The Group had, on 24 October 2014 entered into a facility agreement with BNP Paribas and RHB Bank (L) Ltd (as Joint Lead Arrangers) for a USD140 million loan facility to part finance the Proposed Transaction ("Financing"). The Financing is conditional upon, inter-alia, the approvals of the Securities Commission and the shareholders of Sona Petroleum, for the Proposed Transaction being obtained.

On 27 October 2014, the Group received a notice from SEBHL and Salamander pursuant to the SPA stating that the board of Salamander has received a conditional proposal from Ophir Energy Plc (“Ophir”) with respect to a potential offer for Salamander, the terms of which Salamander is seeking to clarify. Salamander had also stated that it had received an approach by a consortium led by Compañía Española de Petróleos but it has not yet received any proposal or confirmation that any offer will be forthcoming. The Group has taken cognisance that the Salamander announcement stated, *inter-alia*, that “subject to the outcome of the ongoing negotiations described above, the board of directors of Salamander continues to believe that completion of the SONA Transaction is in the best interests of its shareholders”.

On 14 November 2014, the Group received a notice from SEBHL and Salamander pursuant to the SPA stating that the board of Salamander has received a proposed offer from a consortium led by Compañía Española de Petróleos, S.A.U. and Strategic Energy (Global) Limited (whose investment adviser is Jynwel Capital) for the entire issued and to be issued share capital of Salamander.

The Group had, on 21 November 2014, received a notice from SEBHL and Salamander pursuant to the SPA stating that the board of Salamander has received a proposed offer from Ophir for the entire issued and to be issued share capital of Salamander. The Group noted that that this is a “proposed offer” and not a “firm offer” which has to be submitted by 24 November 2014, unless this date is extended by Salamander and notwithstanding the above, the Group remains committed to complete the Proposed Transaction under the terms of the sale and purchase agreement dated 18 July 2014.

On 24 November 2014, the Group has received the approval of the Securities Commission (“SC”) in relation to the Proposed Transaction. The approval is subject to the following conditions:-

- (i) the Joint Principal Advisers and the Group to fully comply with the requirements of the SC’s Equity Guidelines, as applicable, pertaining to the implementation of the Proposed Transaction; and
- (ii) the Joint Principal Advisers and the Group to fully comply with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, as applicable, pertaining to the implementation of the Proposed Transaction and the issuance of the circular to the shareholders of the Group.

The Group had, on 24 November 2014, received a notice from SEBHL and Salamander pursuant to the SPA stating that the boards of directors of Salamander and Ophir have reached an agreement on the terms of a recommended acquisition to be made by Ophir and/or a wholly-owned subsidiary of Ophir for the entire issued and to be issued share capital of Salamander via a scheme of arrangement (“Offer”). It is a condition of the Offer that the agreement between Salamander and the Group in relation to the Proposed Transaction is terminated.

On 14 January 2015, the Group announce that Salamander and the Group intend to mutually terminate the previously announced SPA and other relevant transaction documents in respect of the Proposed Transaction.

The Group had, on 19 January 2015, entered into the following:-

- (i) Deed of termination between the Group, Salamander and SEBHL to terminate the SPA; and
- (ii) Deed of termination between the Group and Salamander to terminate the Block G4/50 Agreement.

On 4 June 2015, the Group and Ophir have mutually agreed to discontinue discussions in relation to a revised transaction on the Greater Bualuang Oilfield, in view of the crude oil prices at that time and after updating the technical and economic evaluation of the assets.

#### **B17 Changes in Material Litigation**

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

#### **B18 Loss Per Share**

##### **a) Basic loss per share**

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

	INDIVIDUAL 6 MONTHS ENDED		CUMULATIVE 6 MONTHS ENDED	
	30-06-2015	30-06-2014	30-06-2015	30-06-2014
	RM	RM	RM	RM
Loss after tax attributable to the Owners of the Company	(6,872,865)	(9,019,241)	(6,872,865)	(9,019,241)
Weighted average number of shares in issue	1,410,714,300	1,410,714,300	1,410,714,300	1,410,714,300
Basic loss per share (RM)	(0.01)	(0.01)	(0.01)	0.01

**b) Dilutive loss per share**

The dilutive loss per share is calculated by dividing the Group's loss attributable to the owners of the Group 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 Warrants.

	INDIVIDUAL 6 MONTHS ENDED		CUMULATIVE 6 MONTHS ENDED	
	30-06-2015	30-06-2014	30-06-2015	30-06-2014
	RM	RM	RM	RM
Loss after tax attributable to the Owners of the Company	(6,872,865)	(9,019,241)	(6,872,865)	(9,019,241)
Weighted average number of shares in issue	1,410,714,300	1,410,714,300	1,410,714,300	1,410,714,300
Basic loss per share (RM)	(0.01)	(0.01)	(0.01)	(0.01)

The fully diluted loss per share of the Group in the current financial period is the basis loss per share as the assumed conversion from the exercise of Warrants would be anti-dilutive.

**B19 Breakdown of Accumulated Losses Into Realised and Unrealised**

The breakdown of the accumulated losses of the Group as at 30 June 2015 and 31 December 2014 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	AUDITED
	30-06-2015	31-12-2014
	RM	RM
Realised losses	(41,772,585)	(34,909,720)
Unrealised losses	-	-
Accumulated losses of the Company as per financial statements	<b>(41,772,585)</b>	<b>(34,909,720)</b>

BY THE ORDER OF THE BOARD

**JASMINDAR KAUR A/P SARBAN SINGH**  
Company Secretary

Kuala Lumpur  
25 August 2015