

Notes to the Interim financial report for the Third Quarter ended 30 September 2016

PART A: EXPLANATORY NOTES PURSUANT TO MFRS 134

A1. Basis of Preparation

This condensed consolidated interim financial statements (Condensed Report) has been prepared in accordance with *MFRS 134: Interim Financial Reporting* and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. This Condensed Report also complies with *IAS 34: Interim Financial Reporting* issued by the International Accounting Standards Board (IASB).

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2015. These explanatory notes attached to the interim financial report 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 financial year ended 31 December 2015.

A2. Changes in Accounting Policies

i) **New Standards, Annual Improvements and Amendments adopted by the Group**

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2015 except for the adoption of the pronouncements that became effective from 1 January 2016.

| <i>Description</i> | <i>Effective for annual periods beginning on or after</i> |
|---|---|
| Annual Improvements to MFRSs 2012–2014 Cycle | 1 January 2016 |
| Amendments to MFRS 10, MFRS 12 and MFRS 128: Investment Entities: Applying the Consolidation Exception | 1 January 2016 |
| Amendments to MFRS 11: Accounting for Acquisitions of Interests in Joint Operations | 1 January 2016 |
| Amendments to MFRS 101: Disclosure Initiative | 1 January 2016 |
| Amendments to MFRS 116 and MFRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation | 1 January 2016 |
| Amendments to MFRS 116 and MFRS 141: Agriculture: Bearer Plants | 1 January 2016 |
| Amendments to MFRS 127: Equity Method in Separate Financial Statements | 1 January 2016 |
| MFRS 14: Regulatory Deferral Accounts | 1 January 2016 |

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A2. Changes in Accounting Policies (cont'd)

i) **New Standards, Annual Improvements and Amendments adopted by the Group (cont'd)**

The adoption of the above pronouncements did not have material impact on the financial statements of the Group, except as disclosed below:

Amendments to MFRS 101: Disclosure Initiative

The amendments to MFRS 101 include narrow-focus improvements in the following five areas:

- Materiality
- Disaggregation and subtotals
- Notes structure
- Disclosure of accounting policies
- Presentation of items of other comprehensive income arising from equity accounted investments

The amendments affect presentation and disclosure in financial statements only and have no impact on the Group's financial position or performance.

ii) **Early adoption of Standard effective for the financial periods beginning on or after 1 January 2018**

MFRS 9: Financial Instruments

The Group has elected to early adopt MFRS 9 *Financial Instruments* which is applied retrospectively from 1 January 2016, but comparative information is not compulsory. The adoption of MFRS 9 *Financial Instruments* resulted in changes in accounting policies and adjustments to the financial statements. The accounting policies that relate to the recognition, classification, measurement and de-recognition of financial instruments and impairment of financial assets were amended to comply with MFRS 9 *Financial Instruments*. The Group has chosen to apply the hedge accounting requirements of MFRS 139 as permitted by MASB.

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A2. Changes in Accounting Policies (cont'd)

iii) Standards issued but not yet effective

The Group has not adopted the following pronouncements that have been issued but not yet effective:

| <i>Description</i> | <i>Effective for annual periods beginning on or after</i> |
|---|---|
| Amendments to MFRS 107: Disclosure Initiative | 1 January 2017 |
| Amendments to MFRS 112: Recognition of Deferred Tax Assets for Unrealised Losses | 1 January 2017 |
| Amendments to MFRS 2: Classification and Measurement of Share-based Payment transactions | 1 January 2018 |
| MFRS 15: Revenue from Contracts with Customers | 1 January 2018 |
| MFRS 16: Leases | 1 January 2019 |
| Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture | Deferred |

The Group is in the process of assessing the impact of the above pronouncements.

A3. Seasonal or Cyclical Factors

There were no significant seasonal or cyclical factors affecting the business operations of the Group.

A4. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flow because of their nature, size or incidence for the current financial year-to-date except as disclosed.

A5. Changes in Estimates

There were no changes in estimates that have had a material effect for the current financial year-to-date.

A6. Issuance and Repayment of Debt and Equity Securities

There were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial year-to-date.

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A7. Dividend Paid

There was no dividend paid during the current quarter.

A8. Segmental Reporting

The Company and its principal subsidiaries operate principally within the tin industry in two business segments, namely tin smelting and tin mining.

The segmental reporting for the current financial year-to-date and the comparative period were as follows:

| | International Tin Smelting RM'000 | Tin Mining RM'000 | Others RM'000 | (Eliminations)/ Adjustments RM'000 | Total RM'000 |
|---|--|------------------------------|--------------------------|---|-------------------------|
| 9 months ended 30 September 2016 | | | | | |
| Revenue | | | | | |
| Sales to external customers | 1,127,805 | - | - | - | 1,127,805 |
| Inter-segment sales | - | 121,568 | 1,347 | (122,915) | - |
| Total revenue | 1,127,805 | 121,568 | 1,347 | (122,915) | 1,127,805 |
| Results | | | | | |
| Profit from operations | 63,375 | 22,643 | 439 | (333) | 86,124 |
| Finance costs | (8,082) | (540) | (1,087) | - | (9,709) |
| Share of results of associates and joint ventures | - | - | (29,819) | - | (29,819) |
| Profit/(Loss) before tax | 55,293 | 22,103 | (30,467) | (333) | 46,596 |
| Income tax (expense)/credit | (8,859) | (5,709) | (156) | 78 | (14,646) |
| Profit/(Loss) net of tax | 46,434 | 16,394 | (30,623) | (255) | 31,950 |
| 9 months ended 30 September 2015 | | | | | |
| Revenue | | | | | |
| Sales to external customers | 1,110,206 | - | - | - | 1,110,206 |
| Inter-segment sales | - | 67,210 | 1,347 | (68,557) | - |
| Total revenue | 1,110,206 | 67,210 | 1,347 | (68,557) | 1,110,206 |
| Results | | | | | |
| Profit from operations | 7,385 | 7,152 | 373 | 1,110 | 16,020 |
| Finance costs | (8,035) | (272) | (1,580) | - | (9,887) |
| Share of results of associates and joint ventures | - | - | 1,488 | - | 1,488 |
| (Loss)/Profit before tax | (650) | 6,880 | 281 | 1,110 | 7,621 |
| Income tax expense | (2,675) | (1,850) | (197) | (277) | (4,999) |
| (Loss)/Profit net of tax | (3,325) | 5,030 | 84 | 833 | 2,622 |

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A8. Segmental Reporting (cont'd)

| | International Tin Smelting RM'000 | Tin Mining RM'000 | Others RM'000 | (Eliminations)/ Adjustments RM'000 | Total RM'000 |
|--|--|------------------------------|--------------------------|---|-------------------------|
| At 30 September 2016 | | | | | |
| Assets | | | | | |
| Segment assets | 520,403 | 61,211 | 19,518 | (861) | 600,271 |
| Investment in associates and joint ventures | - | - | 52,124 | - | 52,124 |
| Total assets | 520,403 | 61,211 | 71,642 | (861) | 652,395 |
| Liabilities | | | | | |
| Segment liabilities | 350,424 | 30,414 | 453 | (449) | 380,842 |
| At 31 December 2015 | | | | | |
| Assets | | | | | |
| Segment assets | 608,464 | 111,985 | 2,690 | (606) | 722,533 |
| Investment in associates and joint ventures | - | - | 84,469 | - | 84,469 |
| Total assets | 608,464 | 111,985 | 87,159 | (606) | 807,002 |
| Liabilities | | | | | |
| Segment liabilities | 534,178 | 31,410 | 609 | (449) | 565,748 |

A9. Property, Plant and Equipment

The same valuation of land and buildings has been brought forward from the previous audited financial statements for the year ended 31 December 2015.

A10. Subsequent Events

There was no material event subsequent to end of the current quarter.

A11. Changes in the Composition of the Group

There was no change in the composition of the Group during the current financial year-to-date including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations, except that on 14 June 2016, the Company acquired 100% equity interest in M Smelt (C) Sdn. Bhd. by way of an acquisition of two ordinary shares of RM1.00 each for a total consideration of RM2.00.

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PART A: EXPLANATORY NOTES PURSUANT TO MFRS 134

A12. Changes in Contingent Liabilities and Contingent Assets

Since 31 December 2015, there were no changes in contingent liabilities or contingent assets as at 29 October 2016, the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report.

A13. Capital Commitments

The amount of capital commitments at 30 September 2016 was as follows:

| | 30.09.2016 RM'000 |
|---------------------------------|------------------------------------|
| Approved and contracted for | 46,395 |
| Approved but not contracted for | 30,749 |
| | 77,144 |

A14. Related Party Transactions

The following were significant related party transactions:

| | 9 months ended 30.09.2016 RM'000 |
|-----------------------------------|---|
| Sales of products to an associate | 32,657 |

The above transactions were entered in the normal course of business and were established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

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PART A: EXPLANATORY NOTES PURSUANT TO MFRS 134

A15. Fair Value of Assets and Liabilities

As at 30 September 2016, the Group's quoted equity instruments fair value of RM19,287,000 (31 December 2015: RM12,930,000) is at Level 1 which is determined directly by reference to the published market closing price at the reporting date. The Group also held forward currency contracts and forward commodity contracts carried at fair value of approximately RM2,074,000 (31 December 2015: RM10,064,000) based on Level 2: significant observable inputs for identical assets or liabilities. There was no transfer between any levels of the fair value hierarchy and there was no change in the purpose of any financial assets/liabilities that may subsequently resulted in a different classification of that assets/liabilities during the quarter.

The Group held freehold land and buildings amounting to RM48,379,000 (31 December 2015: RM48,967,000) carried at Level 3: significant unobservable inputs.

Notes to the Interim financial report for the Third Quarter ended 30 September 2016

**PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING
REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B1. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 December 2015 was not qualified.

B2. Profit/(Loss) Before Tax

The following items have been included in arriving at the profit/(loss) before tax:

| | 3rd Quarter ended 30.09.2016 RM'000 | Year to date ended 30.09.2016 RM'000 |
|--|---|---|
| After charging/(crediting): | | |
| Depreciation and amortization | 2,731 | 8,203 |
| Fair value loss/(gain) in derivative financial instruments | 22 | (184) |
| Favourable valuation adjustment on tin inventory | (700) | (17,400) |
| Gain on disposal of property, plant and equipment | (1) | (59) |
| Impairment of receivables | 16 | 16 |
| Net foreign exchange gain | (288) | (15,933) |
| Other income including investment income | (139) | (2,110) |
| Property, plant and equipment written off | - | 1 |
| (Gain)/Loss on disposal of investment securities | - | - |
| Impairment of investment in associates and joint ventures | - | - |

Restatement of revenue for the period ended 30 September 2015:

| | 1st Quarter ended 31.03.2015 RM'000 | 2nd Quarter ended 30.06.2015 RM'000 | 3rd Quarter ended 30.09.2015 RM'000 | Year to date ended 30.09.2015 RM'000 |
|-------------------|---|---|---|---|
| Revenue | 381,640 | 452,975 | 557,485 | 1,392,100 |
| Less: Adjustments | - | (108,504) | (173,390) | (281,894) |
| Restated revenue | <u>381,640</u> | <u>344,471</u> | <u>384,095</u> | <u>1,110,206</u> |

The adjustments involved revenue and cost of sales and had no financial impact to the profit or loss for the affected quarters in 2015.

Notes to the Interim financial report for the Third Quarter ended 30 September 2016

PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B3. Share of Results of Associates and Joint Ventures

The Group's share of results of associates and joint ventures recorded a net share of losses of RM29.82 million in 9 months 2016 compared with a net share of profit of RM1.49 million in 9 months 2015. This was mainly due to higher share of losses from KM Resources, Inc. arising from provision of additional prior years tax liabilities in 2Q 2016.

B4. Income Tax Credit/(Expense)

Income tax credit/(expense) comprises the following:

| | 3 months ended 30.09.2016 RM'000 | 9 months ended 30.09.2016 RM'000 |
|---|---|---|
| Income tax | | |
| - Current provision | (1,964) | (17,423) |
| - Under provision in prior years | (342) | (342) |
| | (2,306) | (17,765) |
| Deferred tax | | |
| - Relating to origination and reversal of temporary differences | (2,485) | (2,252) |
| - Over provision in prior year | 5,311 | 5,371 |
| | 2,826 | 3,119 |
| Total income tax credit/(expense) | 520 | (14,646) |

For the current financial year-to-date, the effective tax rate for the Group was higher than the statutory tax rate in Malaysia mainly due to certain non-tax deductible expenses and reversal of over provision in deferred tax.

B5. Status of Corporate Proposal

There was no corporate proposal announced but not completed as at 29 October 2016, the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report except that on 15 June 2016, M Smelt (C) Sdn. Bhd., a wholly-owned subsidiary of the Company, entered into the following agreements with Metal Reclamation (Industries) Sdn. Bhd. (Receiver and Manager Appointed):

- a) the conditional sale and purchase agreement for three (3) plots of leasehold industrial land with the buildings built thereon, measuring approximately 48,753.57 square meters in Lot 6, 8 & 9 Jalan Perigi Nanas 6/1 Pulau Indah Industrial Park, West Port 42920 Port Klang, Selangor ("Properties") for a purchase consideration of RM32.5 million; and

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REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B5. Status of Corporate Proposal (cont'd)

- b) the conditional asset sale agreement for the plant and machinery on the Properties for a purchase consideration of RM17.5 million.

Barring any unforeseen circumstances, the above proposed acquisitions are expected to be completed by the fourth quarter of 2016.

B6. Interest-Bearing Loans and Borrowings

Group borrowings as at 30 September 2016 comprise the following:

| | As at 30.09.2016 RM'000 |
|--|--|
| Short Term Borrowings (unsecured) | |
| Foreign currency trade finance | 3,226 |
| Bankers' acceptances | 221,036 |
| | 224,262 |

| Amount denominated in foreign currency | '000 |
|---|-------------|
| Foreign currency trade finance (US dollar) | 778 |

Foreign currency trade finance is utilised for working capital requirements involving purchases and sales of tin concentrates and tin metal denominated in US dollar.

Short term borrowings bear interest at rates ranging from 1.25% to 4.52% per annum (2015: 0.93% to 4.50% per annum) for the Group.

Notes to the Interim financial report for the Third Quarter ended 30 September 2016

**PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING
REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B7. Derivative Financial Instruments

As at 30 September 2016, the Group had the following outstanding derivative financial instruments:-

| Derivatives | Contract/ Notional Value RM'000 | Fair Value RM'000 | Fair Value Gain/(Loss) – Net of Tax RM'000 |
|---|--|----------------------|---|
| i. Forward Currency Contracts - Less than 1 year | 135,700 | 137,305 | (742) |
| ii. Forward Commodity Contracts - Less than 1 year | 5,825 | 5,407 | (835) |

The forward currency contracts and forward commodity contracts are all entered for hedging purposes.

During the current financial year-to-date, the Group has recognised a fair value gain net of tax of RM140,000 relating to the ineffective portion of the hedges in its income statement.

The risks and policies relating to the management of derivative financial instruments are similar to those disclosed in the annual financial statements for the year ended 31 December 2015.

B8. Changes in Material Litigation

Since 31 December 2015, there was no material litigation against the Group as at 29 October 2016, the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report.

B9. Material Change in the Quarterly Results as Compared with the Preceding Quarter

The Group recorded a profit before tax of RM16.78 million in 3Q 2016 compared with a loss before tax of RM3.01 million in 2Q 2016. This was mainly due to the associates and joint ventures recording a net share of losses of RM30.88 million in 2Q 2016.

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PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B10. Review of Performance of the Company and its Principal Subsidiaries

Current Quarter 3Q 2016

The Group recorded a revenue of RM323.13 million in 3Q 2016, 15.9% lower compared with RM384.10 million in 3Q 2015. This was mainly due to lower production of refined tin arising from lower receipt of feed materials in 3Q 2016.

Group profit before tax was RM16.78 million in 3Q 2016 compared with RM28.78 million in 3Q 2015. This was mainly due to lower revenue and lower favourable valuation adjustment on tin inventory compared with 3Q 2015.

The Butterworth international smelting business recorded a profit before tax of RM5.59 million in 3Q 2016 compared with RM26.83 million in 3Q 2015. This was mainly due to lower revenue and lower favourable valuation adjustment on tin inventory compared with 3Q 2015.

Rahman Hydraulic Tin mining operations recorded a profit before tax of RM11.14 million in 3Q 2016 compared with RM1.20 million in 3Q 2015. This was mainly due to higher tin prices and higher sales quantity in 3Q 2016.

Current Financial Year-to-date

The Group recorded a revenue of RM1.13 billion in the 9 months (9M) of the current financial year, 2% higher as compared with RM1.11 billion in 9M 2015.

Group profit before tax was RM46.60 million in 9M 2016 compared with RM7.62 million in 9M 2015. This was mainly due to higher tin prices, better profit margin, a favourable valuation adjustment on tin inventory and a positive impact from foreign exchange differences.

The Butterworth international smelting business recorded a profit before tax of RM55.29 million in 9M 2016 compared with a loss before tax of RM0.65 million in 9M 2015. This was mainly due to higher tin prices, better profit margin, a favourable valuation adjustment on tin inventory and a positive impact from foreign exchange differences.

Rahman Hydraulic Tin mining operations recorded a profit before tax of RM22.1 million in 9M 2016 compared with RM6.90 million in 9M 2015. This was mainly due to higher sales quantity and higher tin prices in 9M 2016.

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B11. Current Year Prospects

Although tin prices have somewhat improved, market conditions remain challenging as the global commodity and resource sectors are still volatile.

The Group's financial results will continue to be impacted by tin price and foreign exchange fluctuations.

B12. Earnings/(Loss) Per Share Attributable to Owners of the Company

| | 9 months ended 30.09.2016 | 9 months ended 30.09.2015 |
|--|--|--|
| Profit net of tax attributable to owners of the Company: | 31,951 | 2,626 |
| Weighted average number of ordinary shares in issue ('000) | 100,000 | 100,000 |
| Basic/Diluted earnings per share (sen) | <u>32.0</u> | <u>2.6</u> |

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**PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING
REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B13. Breakdown of Retained Earnings into Realised and Unrealised

| | As at end of current quarter RM'000 | As at preceding financial year end RM'000 |
|--|---|---|
| Total retained earnings/(accumulated losses) of the Company and its subsidiaries: | | |
| - Realised | 70,428 | 25,029 |
| - Unrealised | 5,701 | (4,243) |
| | <hr/> 76,129 | <hr/> 20,786 |
| Total share of (accumulated losses)/retained earnings from associated companies: | | |
| - Realised | (3,676) | (4,719) |
| - Unrealised | 459 | 283 |
| Total share of (accumulated losses)/retained earnings from joint ventures: | | |
| - Realised | (11,166) | 19,784 |
| - Unrealised | (11,659) | (11,571) |
| | <hr/> 50,087 | <hr/> 24,563 |
| Add: Consolidation adjustments | 6,320 | 6,588 |
| Retained earnings as per financial statements | <hr/> <hr/> 56,407 | <hr/> <hr/> 31,151 |

B14. Dividend Payable

No dividend is declared for the quarter ended 30 September 2016.

By Order of the Board
Sharifah Faridah Abd Rasheed
Secretary

Kuala Lumpur
4 November 2016