MALAYSIA PACIFIC CORPORATION BERHAD

(12200 - M)

(Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2014

MALAYSIA PACIFIC CORPORATION BERHAD (12200-M) UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2014

	INDIVIDUAL PERIOD 3 months ended		CUMULATIVE PERIOD 9 months ended	
	3/31/2014 RM'000	3/31/2013 RM'000	3/31/2014 RM'000	3/31/2013 RM'000
Revenue	2,912	3,363	9,206	9,697
Cost of sales	(1,583)	(1,577)	(4,658)	(4,382)
Gross profit	1,329	1,786	4,548	5,315
Other income	18	46	34	174
Administrative expenses	(3,028)	(2,652)	(7,404)	(8,015)
Loss from operations	(1,681)	(820)	(2,822)	(2,526)
Finance costs	(193)	(5,596)	(9,298)	(12,830)
Loss before tax	(1,874)	(6,416)	(12,120)	(15,356)
Taxation	(34)	(60)	(118)	(178)
Loss for the period	(1,908)	(6,476)	(12,238)	(15,534)
Other comprehensive (loss)/income, net of tax Foreign currency transaction differences	(25)	(19)	(76)	69
for foreign operations	(25)	(18)	(76)	68
Total comprehensive loss	(1,933)	(6,494)	(12,314)	(15,466)
Loss attributable to: Owners of the parent Non-controlling interest	(1,908)	(6,476)	(12,238)	(15,534)
- -	(1,908)	(6,476)	(12,238)	(15,534)
Total comprehensive loss attributable to: Owners of the parent Non-controlling interest	(1,933)	(6,494) -	(12,314)	(15,466)
- -	(1,933)	(6,494)	(12,314)	(15,466)
Loss per share attributable to owners of the parent: a) Basic (sen)	(0.66)	(2.25)	(4.25)	(5.40)
b) Diluted (sen)	N/A	N/A	N/A	N/A

The condensed consolidated statements of comprehensive income should be read in conjunction with the audited financial statements for the financial year ended 30 June 2013 and the accompanying explanatory notes attached to the interim financial statements.

MALAYSIA PACIFIC CORPORATION BERHAD (12200 - M) UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2014

	As at 31/03/2014 RM'000	As at 30/06/2013 RM'000
Non-current assets		
Property, plant and equipment	1,804	2,492
Investment property	320,000	320,000
Land held for property development	203,210	203,210
Total non-current assets	525,014	525,702
Current assets		
Property development cost	38,536	38,195
Trade and other receivables	1,533	1,020
Current tax assets	30	39
Cash and cash equivalents	337	388
Total current assets	40,436	39,642
Total assets	565,450	565,344
Equity and liabilities		
Share capital	287,660	287,660
Reserves	(18,851)	(6,537)
Total equity	268,809	281,123
Liabilities		
Non-current liabilities		
Bank borrowings	769	944
Deferred tax liabilities	19,618	19,618
	20,387	20,562
Current liabilities		
Trade and other payables	186,426	175,475
Provision for liquidated and ascertained damages	257	257
Bank borrowings	89,285	87,354
Current tax liabilities	286	573
	276,254	263,659
Total liabilities	296,641	284,221
Total equity and liabilities	565,450	565,344
Net assets per share (RM)	0.93	0.98

The condensed consolidated statements of financial position should be read in conjunction with the audited financial statements for the financial year ended 30 June 2013 and the accompanying explanatory notes attached to the interim financial statements.

MALAYSIA PACIFIC CORPORATION BERHAD (12200-M) UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2014

Attributable to owners of the parent

	Share capital RM'000	Warrants reserve RM'000	Foreign exchange reserve RM'000	Accumulated losses RM'000	Total RM'000	Non- controlling interest RM'000	Total equity RM'000
As at 1 July 2013	287,660	10,011	154	(16,702)	281,123	-	281,123
Foreign currency translation, representing net loss recognised directly in equity	-	-	(76)	-	(76)	-	(76)
Net loss for the period Total comprehensive loss for the	-	<u>-</u>	(76)	(12,238)	(12,238) (12,314)	<u>-</u>	(12,238) (12,314)
period			(70)	(12,230)	(12,311)		(12,311)
As at 31 March 2014	287,660	10,011	78	(28,940)	268,809	-	268,809
As at 1 July 2012	287,660	10,011	132	(53,312)	244,491	-	244,491
Foreign currency translation, representing net income recognised directly in equity			68		68		68
Net loss for the period	-	-	-	(15,534)	(15,534)	-	(15,534)
Total comprehensive loss for the period	-	-	68	(15,534)	(15,466)	-	(15,466)
As at 31 March 2013	287,660	10,011	200	(68,846)	229,025	-	229,025

The condensed consolidated statements of changes in equity should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2013 and the accompanying explanatory notes attached to the interim financial statements.

MALAYSIA PACIFIC CORPORATION BERHAD (12200-M) UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2014

	9 months ended 3/31/2014 RM'000	9 months ended 3/31/2013 RM'000
Cash flows from operating activities		
Loss before tax	(12,120)	(15,356)
Adjustments for :		
Depreciation of property, plant and equipment	697	726
Interest expenses	9,298	12,830
Interest Income	(6)	(35)
Gain on disposal of property, plant and equipment	(2)	(31)
Net unrealised foreign exchange differences	-	(1)
Operating loss before working capital changes	(2,133)	(1,867)
Trade and other receivables	(513)	(700)
Trade and other payables	(9,894)	(1,954)
Cash used in operations	(12,540)	(4,521)
Interest expenses paid	(2,100)	(1,250)
Interest income received	6	35
Tax paid	(118)	(23)
Net cash used in operating activities	(14,752)	(5,759)
Cash flows from investing activities		
Advances from related parties	13,287	1,250
Development expenditure incurred in property development costs	(342)	(396)
Proceeds from disposal of property, plant and equipment	8	56
Purchase of property, plant and equipment	(8)	-
Net cash generated from investing activities	12,945	910
Cash flows from financing activity		
Repayment of bank borrrowings	(181)	(240)
Net cash used in financing activity	(181)	(240)
Net decrease in cash and cash equivalents	(1,988)	(5,089)
Cash and cash equivalents at beginning of financial period	(61,011)	(55,781)
Cash and cash equivalents at end of the financial period	(62,999)	(60,870)
Cash and cash equivalents at end of the financial period	(02,999)	(00,870)
Cash and cash equivalents at the end of the financial period comprise the follow	•	A 4
	As at	As at
	3/31/2014 RM'000	3/31/2013 RM'000
Cash and bank balances	337	RM 000 241
Bank overdrafts	(63,336)	(61,111)
Bank Overaras	(62,999)	(60,870)
	(02,777)	(00,070)

The condensed consolidated statements of cash flows should be read in conjunction with the Audited Financial Statements for the financial year ended 30 June 2013 and the accompanying explanatory notes attached to the interim financial statements

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2014

SECTION A - EXPLANATORY NOTES PURSUANT TO FRS 134

A1. ACCOUNTING POLICIES

The quarterly consolidated financial statements are unaudited and have been prepared in accordance with the reporting requirements of Financial Reporting Standards ("FRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the main market Listing Requirements of Bursa Malaysia Securities Berhad.

The significant accounting policies adopted in the interim financial statements are consistent with those of the audited financial statements for the financial year ended 30 June 2013 except for adoption of the following accounting standards, amendments and interpretations issued by the MASB that are effective for the Group's financial statements commencing 1 July 2013:-

FRSs/Interpretations

FRS 10	Consolidated Financial Statements
FRS 11	Joint Arrangements
FRS 12	Disclosure of Interests in Other Entities
FRS 13	Fair Value Measurement
FRS 119	Employee Benefits (revised)
FRS 127	Separate Financial Statements
FRS 128	Investments in Associates and Joint Ventures
Amendments to FRS 1	Government Loans
Amendments to FRS 7	Disclosures – Offsetting Financial Assets and Financial Liabilities
Improvements to FRSs (2012)	
Amendments to FRS	Consolidated Financial Statements, Joint Arrangements
10, FRS 11 and FRS	and Disclosure of Interests in Other Entities:
12	Transition Guidance
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine

The application of the above accounting standards, amendments and interpretations did not result in any significant changes in the accounting policies and presentation of the financial results of the Group.

A2. QUALIFICATION OF PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the financial statements for the financial year ended 30 June 2013 was not subject to any qualification.

A3. SEASONALITY OR CYCLICALITY OF OPERATIONS

There were no significant seasonal and cyclical factors that affect the business of the Group.

A4. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income or cash flow during the financial period.

A5. MATERIAL CHANGES IN ESTIMATES

There were no changes in estimates of amount reported in prior financial year that have a material effect during the financial period under review.

A6. DEBTS AND EQUITY SECURITIES

There were no issuance, cancellation, repurchase, resale and repayment of debts and equity securities during the financial period under review.

A7. DIVIDENDS PAID

There was no dividend paid during the financial period under review.

A8. SEGMENTAL REPORTING

The segmental analysis for the Group for the financial period ended 31 March 2014 as follows:-

a) 9 months ended 31 March 2014

	Property	Investment	Elimination	Consolidation
	development and	properties		
Description	construction (RM'000)	(RM'000)	(RM'000)	(RM'000)
Revenue				
External sales	-	9,206	-	9,206
Inter-segment				
sales	-	9,083	(9,083)	-
Sub-total	-	18,289	(9,083)	9,206
	T.	·		
<u>Results</u>				
Segment results	(1,046)	3,203	(4,979)	(2,822)
Finance costs	(3,502)	(10,775)	4,979	(9,298)
Loss before	(4,548)	(7,572)		(12,120)
taxation	(4,340)	(1,312)	_	(12,120)
Taxation				(118)
Loss after				(12,238)
taxation				(12,230)

b) 9 months ended 31 March 2013

	Property development	Investment properties	Elimination	Consolidation
	and	properties		
Description	construction (RM'000)	(RM'000)	(RM'000)	(RM'000)
Revenue	(12.71 000)	(111/1 000)	(111/1 000)	(11/1 000)
External sales	-	9,697	-	9,697
Inter-segment				
sales	-	7,403	(7,403)	-
Sub-total	-	17,100	(7,403)	9,697
	T			
<u>Results</u>				
Segment results	(3,739)	6,080	(4,867)	(2,526)
Finance costs	(5,812)	(11,885)	4,867	(12,830)
Loss before taxation	(9,551)	(5,805)	-	(15,356)
Taxation				(178)
Loss after taxation				(15,534)

A9. VALUATION OF PROPERTY, PLANT AND EQUIPMENT

There were no amendments to the valuation of property, plant and equipment brought forward.

A10. SUBSEQUENT MATERIAL EVENTS

There were no material events subsequent to the end of the financial period under review that have not been reflected in the interim financial report for the current period.

A11. CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group for the financial period under review.

A12. CHANGES IN CONTINGENT LIABILITIES/ASSETS

The Company is defending an action brought by the Wisma MPL JMB. The details of the contingent liabilities were disclosed in the Company's announcement to Bursa Malaysia Securities Berhad and Note B11 (b) of this report.

In the Directors' opinion and in accordance to FRS 137.92, disclosure of any further information about the above matter would be prejudicial to the interest of the Group.

A13. LOSS BEFORE TAX

	Individual Period 3 months ended 31.03.2014 RM'000	Cumulative Period 9 months ended 31.03.2014 RM'000
Loss before tax is arrived at after charging/ (crediting):		
Other income	(18)	(34)
Depreciation of property, plant and equipment	238	697
Interest expenses	193 ======	9,298

SECTION B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. PERFORMANCE REVIEW

There were no significant changes to the Group's principal activities for the current financial quarter. The main source of revenue for the current quarter was still dependent on the rental income of the Group's investment property, Wisma MPL, Kuala Lumpur.

The Group's turnover for the third quarter was RM2.91 million which was lower as compared to the preceding corresponding financial period ended 31 March 2013 of RM3.36 million due to decreasing car park collection as a result of opening of new car parks surrounding Wisma MPL. However, the loss before taxation for the third quarter had decreased to RM1.87 million as compared to the corresponding quarter ended 31 March 2013 of RM6.42 million mainly due to reversal of over accrued finance costs of RM5.40 million as a result of the settlement with AmanahRaya Development Sdn Bhd on the amount outstanding in March 2014.

The net asset value per share ("NAV") of the Group has increased to RM0.93 as at 31 March 2014 as compared with RM0.80 in the corresponding quarter as at 31 March 2013. The increase of NAV for the current quarter was largely due to the revaluation of the Group's investment property, Wisma MPL from RM300 million in previous year to RM320 million, and the reversal of the impairment losses on the Group's land held for property development and property development costs for Iskandar Malaysia Johor project of RM40.9 million.

B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER'S RESULTS

In the current financial quarter under review, the Group recognised lower revenue of RM2.91 million as compared with the immediate preceding financial quarter ended 31 December 2013 of RM3.36 million due to lower car park collection for the period.

The loss before taxation in the reported financial quarter of RM1.87 million was lower than the loss before taxation of RM5.05 million as compared to the immediate preceding quarter ended 31 December 2013 mainly due to reversal of over accrued finance costs of RM5.40 million as a result of the settlement with AmanahRaya Development Sdn Bhd on the amount outstanding in March 2014.

B3. PROSPECTS FOR THE FINANCIAL YEAR

For the financial year, the Group plans to unlock the asset values of the Group's assets and generate substantial cash flow to reduce the Group's gearing through either disposal or joint-venture. The property development segment is anticipated to contribute greatly to the Group's result for the financial year. Barring unforeseen circumstances, the Group's prospect for the financial year is optimistic.

B4. VARIANCES ON ACTUAL PROFIT FROM FORECAST PROFIT

This is not applicable to the Group.

B5. TAXATION

	Current	Current
	Quarter	Year-To-Date
	RM'000	RM'000
Taxation based on results for the financial period:		
Current financial period	(34)	(118)
	(34)	(118)

B6. PROFITS/ (LOSSES) ON SALE OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There were no sales of unquoted investments for the current guarter ended 31 March 2014.

B7. PURCHASE OR DISPOSAL OF QUOTED SECURITIES

There were no purchases or disposal of quoted securities by the Group in the current quarter under review.

B8. STATUS OF CORPORATE PROPOSAL BUT NOT COMPLETED

There were no corporate proposals announced and pending completion at the date of this report.

B9. OTHER PAYABLES

Included in other payables are:

- i) An amount of RM115.0 million which represents the balance of the settlement sum according to the Settlement Agreement with AmanahRaya Development Sdn Bhd dated 10 March 2014.
- ii) An amount of RM34.7 million is due to major shareholders of the Company on a periodic emergency financial assistance requested by the Company. The amount owing is unsecured and with no fixed terms of repayment and at an approved interest rate of 13% to 15% per annum by the Board of Directors.
- iii) Interest accrued on revolving credit of RM16.2 million.

B10. GROUP BORROWINGS

Total Group's borrowings as at 31 March 2014 are as follow: -

	Short Term	Long Term	
	Secured	Secured	Total
	RM'000	RM'000	RM'000
Hire purchase creditors	245	769	1,014
Revolving credit	25,704	-	25,704
Bank overdraft	63,336	-	63,336
Total	89,285	769	90,054

B11. MATERIAL LITIGATION UPDATES

(a) Kuala Lumpur High Court Civil Suit No. S-22-347-2010

Wong Seng Huat & Safe Deposit Box Sdn Bhd ("Plaintiffs") vs Malaysia Pacific Corporation Berhad & MPC Properties Sdn Bhd ("Defendants")

On 10 March 2014, the High Court had dismissed the Plaintiffs' application for stay of execution on the below judgement obtained by the Defendants and awarded the additional costs of RM5,000.00 to the Defendants.

- a) Rental arrears from 7 May 2009 until 11 December 2009 of RM73,024.83;
- b) Cost for the appointment of new contractor to carry out work to restore and reinstate the Premises at the sum of RM103,222.00;
- c) Cost of action has been fixed at the sum of RM40,000.00;
- d) Double rental from 12 December 2009 until 4 September 2012 of RM603,806.40.

B11. MATERIAL LITIGATION UPDATES (CONTINUED)

(a) Kuala Lumpur High Court Civil Suit No. S-22-347-2010 (Continued)

Malaysia Pacific Corporation Berhad and MPC Properties Sdn Bhd (hereinafter referred to as the "Petitioners") had on 6 March 2014 served a Bankruptcy Petition to Wong Seng Huat and on 7 March 2014 served a Winding-Up Petition pursuant to Section 218(1)(e) of the Companies Act, 1965 to Safe Deposit Box Sdn Bhd (hereinafter referred to as the "Respondent") on the above judgement obtained by the Petitioners.

The Respondent has paid the Judgment Sum of RM857,145.17 to the Petitioners' solicitor as stakeholders. Hence, the Petitioners has withdrawn the Winding-Up Petition and the Bankruptcy Petition with no order as to costs.

The Respondent has appealed to the Court of Appeal, the Court of Appeal has fixed the case management on 17 July 2014.

(b) <u>Kuala Lumpur High Court Originating Summons No. 24 NCVC-1341-08/2013</u>

Wisma MPL JMB ("Plaintiff") vs. Malaysia Pacific Corporation Berhad ("Defendant" or "the Company").

On 16 April 2014, the Kuala Lumpur High Court has allowed the Company's Application for Stay of Execution of the Court Order dated 10 January 2014. Court of Appeal has fixed the hearing date for the appeal on 19 May 2014.

On 19 May 2014, the Court of Appeal has dismissed the Company's appeal with costs of RM15,000. The Company is seeking the advice from the solicitors on the judgement.

(c) Kuala Lumpur High Court Originating Summons No. 24NCC-265-11/2013

On 10 March 2014, Oriental Pearl City Properties Sdn Bhd ("Oriental"), Lakehill Resort Development Sdn Bhd ("LRD"), Taman Bandar Baru Masai Sdn Bhd ("TBBM"), AmanahRaya Development Sdn Bhd ("ADSB") and Malaysia Pacific Corporation Berhad ("MPCB" or "the Company") had entered into a settlement agreement ("the Settlement Agreement") to settle the below judgement obtained by ADSB against Oriental and MPCB on 30 January 2012 ("the Judgement Sum"):

- a) RM113,170,308.20 only;
- b) Interest at the rate of 7.2% on the sum in (a) above per annum from 19 September 2012 until the date of full settlement; and
- c) the costs of RM5,000.00 only.

B11. MATERIAL LITIGATION UPDATES (CONTINUED)

(c) <u>Kuala Lumpur High Court Originating Summons No. 24NCC-265-11/2013</u> (Continued)

Pursuant to the Settlement Agreement, Oriental, LRD, TBBM, ADSB and MPCB have agreed that the Judgement Sum shall be settled for RM120,000,000.00 only ("the Settlement Sum") in accordance to the terms as follows:

- a) The Company to pay ADSB cash payment of RM5,000,000.00 upon execution of the Settlement Agreement;
- b) The Company to pay ADSB cash payment of RM115,000,000.00 within 6 months from the date of the Settlement Agreement;
- c) TBBM to create a valid first legal charge in favour of ADSB on 7 undeveloped plots of land measuring approximately 188 acres in Mukim Plentong, Daerah Johor Bharu, Johor pursuant to the Joint Venture Agreement dated 28 February 2008 between ADSB and Oriental (the "Secured Lands"):
- d) ADSB shall withdraw the caveats or any other encumbrances lodged or created by ADSB against the Secured Lands as soon as practicable and in any event not later than 14 days from the date of the Settlement Agreement whereupon such evidence of withdrawal of the caveats on the documents of title of the Secured Lands shall be delivered by ADSB to the Company, Oriental, LRD and TBBM within 7 days from the date of registration of the withdrawal of private caveat forms by the relevant land registry; and
- e) Parties to withdraw their respective claims in the Injunction Suit i.e. the Restraining Order Application made to the Kuala Lumpur High Court 24NCC-365-11/2013 *inter-alia* to restrain the enforcement of the Judgement Sum and pending the full disposal at Kuala Lumpur High Court against ADSB, with no order as to costs upon execution of the Settlement Agreement.

On 24 March 2014, the Company had withdrawn the Originating Summons No. 24NCC-265-11/2013 pursuant to the Settlement Agreement entered into with ADSB on 10 March 2014 with no order as to costs.

The Settlement Agreement is entered into and the Settlement Sum is paid without any admission of liability on Oriental, LRD, TBBM, ADSB and the Company.

B12. DIVIDEND

The Board does not recommend any interim dividend for the current financial period ended 31 March 2014.

B13. EARNINGS/(LOSS) PER SHARE

(a) Basic

Loss attributable to	Individual Period 3 months ended 31/03/2014	Individual Period 3 months ended 31/03/2013	Cumulative Period 9 months ended 31/03/2014	Cumulative Period 9 months ended 31/03/2013
owners of the parent (RM'000)	(1,908)	(6,476)	(12,238)	(15,534)
Weighted average number of ordinary shares in issue ('000)	287,660	287,660	287,660	287,660
Loss per share (sen)	(0.66)	(2.25)	(4.25)	(5.40)

(b) Diluted

The diluted loss per ordinary share is not presented as the average market value of the ordinary shares of the company is lower than the exercise price for the outstanding warrants and thus it is anti-dilutive.

B14. REALISED AND UNREALISED PROFIT OR LOSSES

The following analysis of realised and unrealised retained profits is pursuant to Paragraphs 2.06 and 2.23 of Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and in accordance with the Guidance on Special Matter No.1 – Determination of Realised and Unrealised Profits or Losses as issued by the Malaysian Institute of Accountants. This disclosure is based on the format prescribed by Bursa Securities and is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities and should not be applied for any other purposes.

Total (accumulated losses)/retained earnings of the Group:	Group 31.03.2014 RM'000	Group 30.06.2013 RM'000
Realised	(317,766)	(305,528)
Unrealised	288,826	288,826
Total accumulated losses	(28,940)	(16,702)

B15. This interim financial report is dated 26 May 2014.