MALAYSIA PACIFIC CORPORATION BERHAD

(12200 - M)

(Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL REPORT FOR THE FINANCIAL PERIOD ENDED 30 SEPTEMBER 2014

MALAYSIA PACIFIC CORPORATION BERHAD (12200-M) UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 SEPTEMBER 2014

	INDIVIDUAL PERIOD 3 months ended		CUMULATIVE PERIOD 3 months ended	
	30/9/2014 RM'000	30/9/2013 RM'000	30/9/2014 RM'000	30/9/2013 RM'000
Revenue	3,084	2,938	3,084	2,938
Cost of sales	(1,472)	(1,527)	(1,472)	(1,527)
Gross profit	1,612	1,411	1,612	1,411
Other income	31	15	31	15
Distribution costs	-	-	-	-
Administrative expenses	(2,002)	(2,102)	(2,002)	(2,102)
Loss from operations	(359)	(676)	(359)	(676)
Finance costs	(2,881)	(4,519)	(2,881)	(4,519)
Loss before tax	(3,240)	(5,195)	(3,240)	(5,195)
Taxation	(60)	(50)	(60)	(50)
Loss for the period	(3,300)	(5,245)	(3,300)	(5,245)
Other comprehensive loss, net of tax Foreign currency transaction differences				
for foreign operations	(29)	(51)	(29)	(51)
Total comprehensive loss	(3,329)	(5,296)	(3,329)	(5,296)
Loss attributable to: Owners of the parent Non-controlling interest	(3,300)	(5,245)	(3,300)	(5,245)
·	(3,300)	(5,245)	(3,300)	(5,245)
Total comprehensive loss attributable to: Owners of the parent Non-controlling interest	(3,329)	(5,296)	(3,329)	(5,296)
·	(3,329)	(5,296)	(3,329)	(5,296)
Loss per share attributable to owners of the parent: a) Basic (sen)	(1.15)	(1.82)	(1.15)	(1.82)
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 2014 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 30 SEPTEMBER 2014

	As at 30/09/2014 RM'000	As at 30/06/2014 RM'000
Non-current assets		
Property, plant and equipment	1,272	1,455
Investment property	320,000	320,000
Land held for property development	225,683	225,683
Total non-current assets	546,955	547,138
Current assets		
Property development cost	15,358	15,358
Inventory	274	274
Trade and other receivables	1,930	1,944
Current tax assets	30	30
Cash and cash equivalents	553	718
Total current assets	18,145	18,324
Total assets	565,100	565,462
Equity and liabilities		
Share capital	287,660	287,660
Reserves	(41,022)	(37,693)
Total equity	246,638	249,967
Liabilities Non-current liabilities Bank borrowings	895 22.275	925
Deferred tax liabilities	33,275 34,170	33,275 34,200
	34,170	34,200
Current liabilities		
Trade and other payables	191,260	188,877
Provision for liquidated and ascertained damages	257	257
Bank borrowings	89,900	89,286
Current tax liabilities	2,875	2,875
	284,292	281,295
Total liabilities	318,462	315,495
Total equity and liabilities	565,100	565,462
Net assets per share (RM)	0.86	0.87

The condensed consolidated statements of financial position should be read in conjunction with the audited financial statements for the financial year ended 30 June 2014 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 30 SEPTEMBER 2014

	Share capital RM'000	Warrants reserve RM'000	Foreign exchange reserve RM'000	Accumulated losses RM'000	Total equity RM'000
As at 1 July 2014	287,660	10,011	135	(47,839)	249,967
Foreign currency translation Loss for the period		- -	(29)	(3,300)	(29) (3,300)
Total comprehensive loss for the period	-	-	(29)	(3,300)	(3,329)
As at 30 September 2014	287,660	10,011	106	(51,139)	246,638
As at 1 July 2013	287,660	10,011	154	(16,702)	281,123
Foreign currency translation	-	-	(51)	-	(51)
Loss for the period	-	-	-	(5,245)	(5,245)
Total comprehensive loss for the period		-	(51)	(5,245)	(5,296)
As at 30 September 2013	287,660	10,011	103	(21,947)	275,827

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 2014 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 30 SEPTEMBER 2014

Cash flows from operating activities		3 months ended 30/9/2014 RM'000	3 months ended 30/9/2013 RM'000
Adjustments for : 183 248 Depreciation of property, plant and equipment 183 248 Interest expenses 2,881 4,519 Interest income - (6) Gain on disposal of property, plant and equipment - (8) Operating loss before working capital changes (176) (442) Trade and other receivables 13 (53) Trade and other payables 2222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities Advances from elated parties - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - 1,577 Net cash generated from investing activities 6 6 Repayment of bank borrrowings (6) <td< td=""><td>Cash flows from operating activities</td><td></td><td></td></td<>	Cash flows from operating activities		
Depreciation of property, plant and equipment 183 248 Interest expenses 2,881 4,519 Interest income - (6) Gain on disposal of property, plant and equipment - (8) Operating loss before working capital changes (176) (442) Trade and other receivables 13 (53) Trade and other payables 222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities - 1,626 Net cash used in operating activities - 1,626 Proceeds from investing activities - 1,526 Proceeds from ilepacting parties - 1,577 Net cash generated from investing activities - 1,577 Repayment of bank borrrowings (60) (94) Net cerease in cash and cash equivalents (761) (488) Cash and cash equivalents at the e	Loss before tax	(3,240)	(5,195)
Interest expenses	Adjustments for:		
Interest income - (6) Gain on disposal of property, plant and equipment - (8) Operating loss before working capital changes (176) (442) Trade and other receivables 13 (53) Trade and other payables 222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - 8 Proceeds from disposal of property, plant and equipment - 1,577 Net cash generated from investing activities - 1,577 Cash flows from financing activities Repayment of bank borrrowings (60) 94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at the end of the financ	Depreciation of property, plant and equipment	183	248
Gain on disposal of property, plant and equipment - (8) Operating loss before working capital changes (176) (442) Trade and other receivables 13 (53) Trade and other payables 222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - 1,577 Net cash generated from investing activities - 1,577 Cash flows from financing activities Repayment of bank borrrowings (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at the end o	Interest expenses	2,881	4,519
Operating loss before working capital changes (176) (442) Trade and other receivables 13 (53) Trade and other payables 222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - 1,577 Net cash generated from investing activities - 1,577 Cash flows from financing activities 6(6) (94) Net cash used in financing activities (60) (94) Net cash used in financing activities (60) (94) Net cash used in financing activities (60) (94) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at the end of the financial period<	Interest income	-	(6)
Trade and other receivables 13 (53) Trade and other payables 222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received (60) - Available in operating activities (701) (1,971) Net cash used in operating activities 7010 (1,971) Cash flows from investing activities - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Repayment of bank borrrowings (60) (94) Net acsh used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at 30/9/2014 30/6/2013 Cash and bank balances 553 707 <	Gain on disposal of property, plant and equipment	<u> </u>	(8)
Trade and other payables 222 (732) Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Net cash generated from investing activities 600 94) Repayment of bank borrrowings (60) 94) Net cash used in financing activities (60) 94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at the end of the financial period comprise the following: As at As	Operating loss before working capital changes	(176)	(442)
Cash used in operations 59 (1,227) Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities (60) (94) Net decrease in cash and cash equivalents (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at 30/9/2014 30/6/2013 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Trade and other receivables	13	(53)
Interest expenses paid (700) (750) Interest income received - 6 Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Net cash flows from financing activities - 1,577 Cash flows from financing activities (60) (94) Net cash used in financing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at the end of the financial period comprise the following: As at 30/9/2014 As at 30/9/2014 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,2026)	Trade and other payables	222	(732)
Interest income received	Cash used in operations	59	(1,227)
Tax paid (60) - Net cash used in operating activities (701) (1,971) Cash flows from investing activities - 1,626 Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities - 1,577 Repayment of bank borrrowings (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at the end of the financial period comprise the following: As at As	Interest expenses paid	(700)	(750)
Net cash used in operating activities (701) (1,971) Cash flows from investing activities	Interest income received	-	6
Cash flows from investing activities Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at 30/9/2014 30/6/2013 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Tax paid	(60)	-
Advances from related parties - 1,626 Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at As at 30/9/2014 As at 30/9/2013 RM'000 RM'000 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Net cash used in operating activities	(701)	(1,971)
Proceeds from disposal of property, plant and equipment - 8 Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at 30/9/2014 As at 30/9/2013 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Cash flows from investing activities		
Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities Cash great from investing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at 30/9/2014 As at 30/9/2013 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Advances from related parties	-	1,626
Purchase of property, plant and equipment - (57) Net cash generated from investing activities - 1,577 Cash flows from financing activities Cash great from investing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period comprise the following: As at 30/9/2014 As at 30/9/2013 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Proceeds from disposal of property, plant and equipment	-	8
Net cash generated from investing activities - 1,577 Cash flows from financing activities (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period (63,363) (61,499) Cash and cash equivalents at the end of the financial period comprise the following: As at As at 30/9/2014 30/6/2013 RM'000 As at 30/9/2014 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)		-	(57)
Repayment of bank borrrowings (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period (63,363) (61,499) Cash and cash equivalents at the end of the financial period comprise the following: As at 30/9/2014 30/6/2013 RM'000 As at 30/9/2014 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)		-	
Repayment of bank borrrowings (60) (94) Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period (63,363) (61,499) Cash and cash equivalents at the end of the financial period comprise the following: As at 30/9/2014 30/6/2013 RM'000 As at 30/9/2014 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Cash flows from financing activities		
Net cash used in financing activities (60) (94) Net decrease in cash and cash equivalents (761) (488) Cash and cash equivalents at beginning of financial period (62,602) (61,011) Cash and cash equivalents at end of the financial period (63,363) (61,499) Cash and cash equivalents at the end of the financial period comprise the following: As at 30/9/2014 30/6/2013 RM'000 As at 30/9/2014 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)		(60)	(94)
Cash and cash equivalents at beginning of financial period(62,602)(61,011)Cash and cash equivalents at end of the financial period(63,363)(61,499)Cash and cash equivalents at the end of the financial period comprise the following:As at 30/9/2014 30/6/2013As at 30/9/2014 RM'000RM'000RM'000Cash and bank balances Bank overdrafts553 707Bank overdrafts(63,916)(62,206)	. •		
Cash and cash equivalents at beginning of financial period(62,602)(61,011)Cash and cash equivalents at end of the financial period(63,363)(61,499)Cash and cash equivalents at the end of the financial period comprise the following:As at 30/9/2014 30/6/2013As at 30/9/2014 RM'000RM'000RM'000Cash and bank balances Bank overdrafts553 707Bank overdrafts(63,916)(62,206)	Net decrease in cash and cash equivalents	(761)	(488)
Cash and cash equivalents at the end of the financial period comprise the following: As at 30/9/2014 As at 30/6/2013 RM'000 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Cash and cash equivalents at beginning of financial period	(62,602)	(61,011)
As at 30/9/2014 As at 30/6/2013 RM'000 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Cash and cash equivalents at end of the financial period	(63,363)	(61,499)
30/9/2014 30/6/2013 RM'000 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)	Cash and cash equivalents at the end of the financial period comprise the fo	ollowing:	
RM'000 RM'000 Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)		As at	As at
Cash and bank balances 553 707 Bank overdrafts (63,916) (62,206)		30/9/2014	30/6/2013
Bank overdrafts (63,916) (62,206)		RM'000	RM'000
			707
(63,363) (61,499)	Bank overdrafts		(62,206)
		(63,363)	(61,499)

The condensed consolidated statements of cash flows should be read in conjunction with the audited financial statements for the financial year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT FOR THE FINANCIAL PERIOD ENDED 30 SEPTEMBER 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 2014 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 2014:-

Title

Amendments to FRS 10 Consolidated Financial Statements: Investment Entities

Amendments to FRS 12 Disclosure of Interest in Other Entities: Investment Entities

Amendments to FRS 127 Separate Financial Statements (2011): Investment Entities

Amendments to FRS 132 Offsetting Financial Assets and Financial Liabilities

Amendments to FRS 136 Recoverable Amount Disclosures for Non-Financial Assets

Amendments to FRS 139 Novation of Derivatives and Continuation of Hedge Accounting

IC Interpretation 21 Levies

Amendments to FRS 119 Defined Benefit Plans: Employee Contributions

Amendments to FRSs Annual Improvements to FRSs 2010 – 2012 Cycle

Amendments to FRSs Annual Improvements to FRSs 2011 – 2013 Cycle

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

Messrs BDO, the Company's External Auditors, had expressed a disclaimer opinion in the Company's Audited Financial Statements for the financial year ended 30 June 2014.

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 30 September 2014 as follows:-

a) 3 months ended 30 September 2014

	Property	Investment	Elimination	Consolidation
	development and	properties		
Description	construction (RM'000)	(RM'000)	(RM'000)	(RM'000)
Revenue				
External sales	-	3,084	-	3,084
Inter-segment				
sales	-	2,409	(2,409)	1
Sub-total	-	5,493	(2,409)	3,084
		·		
Results				
Segment results	(294)	(65)	-	(359)
Finance costs	(454)	(2,427)	1	(2,881)
Loss before taxation	(748)	(2,492)	1	(3,240)
Taxation				(60)
Loss after taxation				(3,300)

b) 3 months ended 30 September 2013

	Property development	Investment properties	Elimination	Consolidation
Description	and construction (RM'000)	(RM'000)	(RM'000)	(RM'000)
Revenue External sales Inter-segment	-	2,938	-	2,938
sales	-	2,274	(2,274)	-
Sub-total	-	5,212	(2,274)	2,938
Results				
Segment results	(485)	1,455	(1,646)	676
Finance costs Loss before taxation	(2,753)	(3,412) (1,957)	1,646	(4,519) (5,195)
Taxation				(50)
Loss after taxation				(5,245)

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

There were no changes in contingent liabilities or contingent assets for the financial period under review.

A13. LOSS BEFORE TAX

	Individual Period 3 months ended 30.09.2014 RM'000	Cumulative Period 3 months ended 30.09,2014 RM'000
Loss before tax is arrived at after charging/ (crediting):		
Other income	(31)	(31)
Depreciation of property, plant and equipment	183	183
Interest expenses	2,881	2,881

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

B1. PERFORMANCE REVIEW

The Group's revenue for the financial period ended 30 September 2014 has increased to RM3.1 million as compared to the preceding corresponding financial period of RM2.9 million due to higher contribution from rental of investment property during the financial period.

The loss before taxation for the reported quarter was RM3.2 million as opposed to a loss before taxation of RM5.2 million for the corresponding quarter ended 30 September 2013. Lower loss before taxation for the quarter was mainly due to the decreased of finance costs for the reported quarter as the major shareholder, Top Lander Offshore Inc has waived the interest on the amount outstanding by the Group in 4rd quarter 2014.

In addition, there was a saving of finance costs on the amount outstanding due to AmanahRaya Development Sdn. Bhd. ("ARDSB") due to the 6 months interest free period granted by ARDSB starting from 10 March 2014.

The net asset value per share ("NAV") of the Group has decreased to RM0.86 as at 30 September 2014 compared with RM0.87 as at 30 June 2014. The decrease of NAV for the current quarter was largely due to operating loss incurred for the reported quarter.

B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER'S RESULTS

In the current financial quarter under review, the Group recorded lower revenue of RM3.1 million as compared with the immediate preceding financial quarter ended 30 June 2014 of RM7.7 million due to additional revenue from property development income of RM4.7 million in the immediate preceding financial period.

The loss before taxation in the reported financial quarter of RM3.2 million was higher than the loss before taxation of RM2.2 million as compared to the immediate preceding quarter ended 30 June 2014. In the immediate preceding quarter, the Group has provided RM6.2 million of litigation compensation for Wisma MPL Car Park litigation, but also recognised income of RM8.2 million arose from the waiver of interest from the major shareholder, Top Lander Offshore Inc.

The loss after taxation for the reported quarter was 3.3 million as compared with the corresponding quarter of loss after taxation of RM19.4 million. For the immediate preceding quarter, the Group has recognised deferred tax expenses of RM14.4 million which arose from fair value gain on the investment property, Wisma MPL.

B3. PROSPECTS FOR THE FINANCIAL YEAR

The Group's property development segment is anticipated to contribute to the Group's result for the financial year. The Group has also undertaken the corporate proposals as stated in B8 of this report and the corporate proposals are expected to be completed by 1st quarter of 2015. Barring unforeseen circumstances, the Group's prospect for the financial year is positive.

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	(60)	(60)
	(60)	(60)

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

There were no sales of unquoted investments for the current quarter ended 30 September 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

On 18 July 2014, the Company has announced to undertake the following proposals:-

- (a) proposed reduction of the issued and paid-up share capital of the Company pursuant to Section 64 of the Companies Act, 1965 ("Act"), involving the cancellation of RM0.50 of the par value of each existing ordinary share of RM1.00 each in MPCORP ("Existing MPCORP Shares") ("Proposed Par Value Reduction");
- (b) proposed renounceable rights issue of up to 322,178,213 new ordinary shares of RM0.50 each in MPCORP ("MPCORP Shares")("Rights Shares") together with up to 161,089,107 free detachable warrants ("Free Warrants") at an issue price of RM0.50 per Rights Share on the basis of four (4) Rights Shares together with two (2) Free Warrants for every five (5) ordinary shares of RM0.50 each in MPCORP ("MPCORP Shares" or "Shares") held after the Proposed Par Value Reduction on an entitlement date to be determined and announced later ("Entitlement Date") ("Proposed Rights Issue of Shares with Free Warrants");
- (c) proposed renounceable rights issue of up to RM80,544,553 5-year 2% irredeemable convertible unsecured loan stock ("ICULS") ("ICULS A") at 100% of its nominal value of RM0.10 each on the basis of two (2) ICULS A for every one (1) MPCORP Share held after the Proposed Par Value Reduction on the Entitlement Date ("Proposed Rights Issue of ICULS A");
- (d) proposed renounceable rights issue of up to RM80,544,553 10-year 1% ICULS ("ICULS B") at 100% of its nominal value of RM0.10 each on the basis of two (2) ICULS B for every one (1) MPCORP Share held after the Proposed Par Value Reduction on the Entitlement Date ("Proposed Rights Issue of ICULS B");
- (e) proposed increase in the authorised share capital of MPCORP from RM250 million comprising 500 million MPCORP Shares (after the Proposed Par Value Reduction) to RM750 million comprising 1,500 million MPCORP Shares ("Proposed Increase in Authorised Share Capital"); and
- (f) proposed amendment to the memorandum of association of the Company ("Proposed Memorandum Amendment") (collectively referred to as the "Proposals").

Barring any unforeseen circumstances, the Proposals are expected to be completed by 1st quarter of 2015.

B9. OTHER PAYABLES

Included in other payables are:

- i) An principal amount of RM115.0 million and interest accrued 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 RM25.8 million is due to major shareholders of the Company on a periodic emergency financial assistance requested by the Company. The amount owing is unsecured, interest free and with no fixed terms of repayment.
- iii) Interest accrued on revolving credit of RM18.0 million.

B10. GROUP BORROWINGS

Total Group's borrowings as at 30 September 2014 are as follow: -

	Short Term	Long Term	
	Secured	Secured	Total
	RM'000	RM'000	RM'000
Hire purchase creditors	280	895	1,175
Revolving credit	25,704	-	25,704
Bank overdraft	63,916	-	63,916
Total	89,900	895	90,795

B11. MATERIAL LITIGATION UPDATES

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

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

The Court of Appeal has fixed the hearing on 18 March 2015.

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

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

On 15 August 2014, the Plaintiff had served the Defendant an Application for Extension of Time for Compliance with Order dated 10 January 2014. ("Extension of Time Application").

On 11 September 2014, the Defendant had filed an Application for Stay of Execution in respect of the Court of Appeal Order dated 19 May 2014. The hearing was fixed on 1 December 2014.

Additionally, on 11 September 2014, the Defendant had filed an Application for Stay of Proceeding in respect to the Extension of Time Application.

On 12 September 2014, the High Court had fixed 27 November 2014 as the Hearing Date for both the Plaintiff's Extension of Time Application and the Defendant's Stay of Proceeding Application.

On 27 November 2014, the Kuala Lumpur High Court had directed that:-

- i) the Defendant's written submission to be filed on or before 11 December 2014;
- ii) the Plaintiff's written submission to be filed on or before 26 December 2014; and
- iii) Decision for both applications is fixed on 7 January 2015.

(c) <u>Johor Bahru High Court Originating Summons No. 24FC-1845-11/2014</u>

AmanahRaya Development Sdn Bhd ("ARDSB" or "Plaintiff") vs Taman Bandar Baru Masai Sdn Bhd ("TBBM" or "Defendant")

On 10 October 2014, the Plaintiff has served TBBM, a wholly-owned subsidiary of the Company, a Notice of Default With Respect to a Charge ("Notice") pursuant to Section 254 of the National Land Code 1965 for a breach of the provisions of the Charge for failing to settle the outstanding amount to the Plaintiff of RM120,000,000; and TBBM was required to remedy the breach within the period of one (1) month from the date of the service of the Notice.

On 16 October 2014, the Plaintiff retracted the Notice issued on 10 October 2014 and served the same "Notice of Default With Respect to a Charge" on TBBM for the outstanding amount of RM115,000,000 whereby TBBM is required to remedy the breach within one (1) month from the date of the service of the Notice dated 16 October 2014.

On 27 November 2014, ARDSB has served TBBM an Originating Summon No.: 24FC-1845-11/2014 for an application of order for public auction of the 7 undeveloped plots of land measuring approximately 188 acres in Mukim Plentong, Daerah Johor Bahru, Johor charged to ARDSB under the provision of the National Land Code.

B12. DIVIDEND

The Board does not recommend any interim dividend for the current financial period ended 30 September 2014.

B13. EARNINGS/(LOSS) PER SHARE

(a) Basic

(4) 2432	Individual Period 3 months ended 30/09/2014	Individual Period 3 months ended 30/09/2013	Cumulative Period 3 months ended 30/09/2014	Cumulative Period 3 months ended 30/09/2013
(Loss)/Profit attributable to owners of the parent (RM'000)	(3,300)	(5,245)	(3,300)	(5,245)
Weighted average number of ordinary shares in issue ('000)	287,660	287,660	287,660	287,660
(Loss)/Profit per share (sen)	(1.15)	(1.82)	(1.15)	(1.82)

(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 PROFITS 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.

	Group 30.09.2014 RM'000	Group 30.06.2014 RM'000
Total (accumulated losses)/retained earnings of the Group:		
Realised	(339,965)	(336,665)
Unrealised	288,826	288,826
Total accumulated losses	(51,139)	(47,839)

B15. This interim financial report is dated 28 November 2014.