

# KHIND HOLDINGS BERHAD

Quarterly Report on unaudited consolidated results for the fourth financial quarter ended 31 December 2016

## Notes to the Interim Financial Report

### 1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standard ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standard Board and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2015.

The following notes explain the 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.

### 2. Significant Accounting Policies

The accounting policies and methods of computation adopted by the Group as at 31 December 2016 are consistent with those adopted in audited financial statements for the year ended 31 December 2015.

The following MFRSs, Amendments to MFRSs and IC Interpretation were issued but not yet effective and have not been applied by the Group :

#### ***MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2016***

MFRS 14	Regulatory Deferral Accounts
Amendments to MFRS 5	Non-current Assets Held for Sale and Discontinued Operations (Annual Improvements 2012-2014 Cycle)
Amendments to MFRS 7	Financial Instruments: Disclosures (Annual Improvements 2012-2014 cycle)
Amendments to MFRS 10	Consolidated Financial Statements, MFRS 12, Disclosure of Interests in Other Entities and MFRS 128, Investments in Associates and Joint Ventures – Investment Entities: Applying the Consolidation Exception
Amendments to MFRS 11	Joint Arrangements – Accounting for Acquisitions of Interests in Joint Operations
Amendments to MFRS 101	Presentation of Financial Statements – Disclosure Initiative
Amendments to MFRS 116	Property, Plant and Equipment and MFRS 138, Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortisation
Amendments to MFRS 116	Property, Plant and Equipment and MFRS 141, Agriculture – Agriculture: Bearer Plants
Amendments to MFRS 119	Employee Benefits (Annual Improvements 2012-2014 Cycle)
Amendments to MFRS 127	Separate Financial Statements – Equity Method in Separate Financial Statements
Amendments to MFRS 134	Interim Financial Reporting (Annual Improvements 2012-2014 Cycle)

#### ***MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2017***

Amendments to MFRS 107	Statements of Cash Flows – Disclosure Initiative
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## 2. Significant Accounting Policies (continued)

Amendments to MFRS 112	Income Taxes – Recognition of Deferred Tax Assets for Unrealised Losses
Amendments to MFRS 12	Disclosure of Interests in Other Entities (Annual Improvement 2014-2016 Cycle)

### ***MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2018***

Amendments to MFRS 2	Share-based Payment – Classification and Measurement of Share-based Payment Transactions
MFRS 9	Financial Instruments (2014)
MFRS 15	Revenue from Contracts with Customers
Amendments to MFRS 4	Applying MFRS 9 Financial Instruments with MFRS 4 Insurance Contracts
Amendments to MFRS 1	First-time Adoption of Malaysia Financial Reporting Standards (Annual Improvements 2014-2016 cycle)
Amendments to MFRS 128	Investments in Associates and Joint Ventures (Annual Improvements 2014-2016 cycle)
Amendments to MFRS 140	Transfers of Investment Property
IC Interpretation 22	Foreign Currency Transaction and Advance Consideration

### ***MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2019***

MFRS 16	Leases
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### ***MFRSs, Interpretations and amendments effective for a date yet to be confirmed***

Amendments to MFRS 10	Consolidated Financial Statements and MFRS 128, Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
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## 3. Audit qualification

The auditor's report on the financial statements of the Group and the Company for the year ended 31 December 2015 was not subject to any qualification.

## 4. Seasonal or cyclical factors

Generally, sales of our products are enhanced during festive seasons celebrated in Malaysia.

## 5. Unusual items

Other than those stated in the notes, there were no other items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidence.

## 6. Changes in estimates

There were no changes in estimates for the financial period under review.

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## 7. Issuance or repayment of debts and equity securities

There were no other issuance and repayment of debt and equity securities, share buybacks, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial year to date.

## 8. Dividend paid

The company paid a tax exempt interim dividend of 10.00 sen per ordinary share totalling RM4,005,900 in respect of the year ended 31 December 2016 on 7 October 2016.

## 9. Segment reporting

The Group has three reportable segments, as described below, which are the Group's strategic business units.

- (i) Investment holdings – includes the holding of investment in subsidiaries
- (ii) Trading and service – includes trading of electrical products and providing general repair and rework services
- (iii) Manufacturing – includes manufacturing and distribution of electrical products

	Investment holding		Trading & service		Manufacturing		Elimination		Total	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Turnover</b>										
External										
Local	-	-	160,121	157,236	13,104	14,082			173,225	171,318
Overseas	-	-	173,095	156,297	9,972	10,153			183,067	166,450
Internal	16,822	19,600	5,942	6,849	59,269	52,934	(82,033)	(79,383)	-	-
Total revenue	16,822	19,600	339,158	320,382	82,345	77,169	(82,033)	(79,383)	356,292	337,768
Segment results	471	11,408	14,170	5,722	5,737	8,316	(5,191)	(13,119)	15,187	12,327
Finance cost									(3,431)	(3,460)
Interest income									332	295
Profit before tax									12,088	9,162
Tax expense									(2,302)	(2,982)
Net profit									9,786	6,180

Year 2016 refers to 12 months period ended 31.12.2016 as compare to the corresponding 12 months in the preceding year.

## 10. Valuation of property, plant and equipment

The valuations of land and buildings have been brought forward, without amendment from the previous annual financial statements.

## 11. Material subsequent events

As at the date of issue of this quarterly report, there were no material events subsequent to the end of this period reported on that have not been reflected in the financial statement for the said period.

## 12. Changes in the composition of the group

There were no changes in the composition of the Group during the current quarter.

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## 13. Contingent liabilities

As at 31.12.2016, the company has given corporate guarantee for banking facilities obtained by subsidiaries to meet the liabilities and financial obligations of its subsidiaries amounting to RM170.46 million. The contingent liabilities of its subsidiaries pertaining to utilise trade line facilities amounted to RM28.23 million.

## 14. Key management personnel compensation

Total compensation to Directors of the Company and other members of key management during the year under review are as follows:

	31/12/16 RM'000	31/12/15 RM'000
Directors of the Company	1,765	1,990
Other key management personnel	6,628	7,627

## 15. Related party transactions

Transactions with related parties during the year under review are as follows:-

	Transaction value 12 months ended		Balance as at	
	31/12/16 RM'000	31/12/15 RM'000	31/12/16 RM'000	31/12/15 RM'000
<i>Sales to :-</i>				
HSL E & E Corp (M) Sdn Bhd	-	-	14	14

These transactions had been entered into in the normal course of business and had been established under negotiated terms.

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## **ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS**

### **1. Review of Performance**

#### **Comparison results of current quarter and previous corresponding quarter**

The Group recorded revenue of RM83.53 million for the current quarter under review representing a decrease of 7.35% over revenue of RM90.15 million of previous corresponding quarter.

The Group recorded profit before tax of RM1.62 million for the current quarter under review representing a decrease of 44.8% over profit before tax of RM2.94 million of previous corresponding quarter.

#### **Comparison results of current period and previous corresponding period**

The Group recorded revenue of RM356.29 million for the current period under review representing an increase of 5.5% over revenue of RM337.77 million of previous corresponding period.

The Group recorded profit before tax of RM12.09 million for the current period under review representing an increase of 58.3% over profit before tax of RM9.16 million of previous corresponding period.

The performance of the business segments for the current period is described as below:

#### **1) Investment Holdings Division**

The division's result has decreased significantly as compared to previous corresponding period, mainly due to the following:

- a) A decrease in dividend income from subsidiaries;
- b) An Impairment for amount due from subsidiary, Khind Electrical (Malaysia) Sdn Bhd of RM5.3 million;
- c) Included in the previous corresponding period profit before tax is a one-off gain on controlled transferred property, plant and equipment to one of its subsidiary.

#### **2) Trading and Service Division**

Trading and Service Division continued to demonstrate strong performance, driven by both domestic and overseas segments. The revenue from its domestic and overseas operations grew 1.8% and 10.7% respectively as compared to previous corresponding period. The significant growth in overseas segment is attributed mainly to the growth in customer base and market shares.

The division achieved significant improvement in profitability, recorded an increase of 245.0% as compared to last corresponding period. This is mainly attributed to higher gross profit margin which was achieved mainly due to improved product portfolio that carry higher margin and also foreign exchange advantages for overseas subsidiaries.

#### **3) Manufacturing Division**

The revenue in Manufacturing Division has increased by 6.7% as compared to previous corresponding period which is mainly due to higher sales from inter-companies. However, the division's result has not moved in tandem with the growth in revenue, mainly due to the following:

- a) Increase in production and raw material cost as a result of weakening Ringgit Malaysia;
- b) Increase in upkeep and maintenance costs for improving working conditions and re-organisation of the factory set up, in order to improve productivity and efficiency;

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## 2. Variation of results against immediate preceding quarter

The Group recorded revenue of RM83.53 million for the current quarter under review, representing a decrease of 0.8% as compared to RM84.21 million in the immediate preceding quarter. Meanwhile, the Group recorded profit before tax of RM1.62 million, representing an decrease of 8.9% as compared to the preceding quarter of RM1.78 million.

## 3. Commentary on prospect

The Board of Directors is pleased with the performance achieved in the financial year despite of the softening business conditions and competitive environment.

The Board expects the Group's outlook for the year to remain challenging.

## 4. Profit forecast

Not applicable as no profit forecast was published.

## 5. Tax expense

	<u>Individual period</u>		<u>Cumulative period</u>	
	31/12/16 RM'000	31/12/15 RM'000	31/12/16 RM'000	31/12/15 RM'000
- Current tax expense	(531)	856	1,728	2,677
- Deferred tax expense	951	728	574	305
Total	420	1,584	2,302	2,982

The group's effective tax rate for the period ended 31 December 2016 is 19.0%.

## 6. Status of corporate proposals

There were no corporate proposals during the current quarter.

## 7. Borrowings and debt securities

(a) Bank Borrowings (current and repayable within 1 year)

Details of the Group's bank borrowings as at the end of this reporting period: -

	Foreign Currency '000	31/12/16 RM'000	Foreign Currency '000	31/12/15 RM'000
<b>Bank Overdrafts</b>				
Secured		198		389
Unsecured		3,452		2,012
<b>Banker Acceptances</b>				
Unsecured – denominated in Ringgit Malaysia		23,847		28,728
Unsecured – denominated in foreign currency	SGD845	2,622	SGD2,182	6,626
<b>Revolving Credit</b>				
Denominated in Ringgit Malaysia		5,704		2,050
Denominated in foreign currency	SGD1,600	4,963	SGD2,200	6,680
Total		40,786		46,485

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## 7. Borrowings and debt securities (Continued)

Secured bank borrowings are secured by fixed charges over the long term leasehold or freehold land and building of certain subsidiary company and are guaranteed by the Company. Unsecured bank overdraft and bankers' acceptances are guaranteed by the Company.

The bank overdrafts bear interest at rates 7.22% to 8.35% (2015 – 7.60% to 8.85%) per annum. The banker acceptances bear interest at rates ranging from 3.93% to 4.85% (2015 – 4.31% to 6.50%) per annum.

### (b) Term Loans

Details of the Group's term loans as at the end of this reporting period :-

	Foreign Currency '000	31/12/16 RM'000	Foreign Currency '000	31/12/15 RM'000
<b>Current Term Loans</b>				
Secured – Denominated in Ringgit Malaysia		1,414		1,189
Secured – Denominated in foreign currency	SGD191	593	SGD181	549
Total		<u>2,007</u>		<u>1,738</u>
<b>Non-Current Term Loans</b>				
Secured – Denominated in Ringgit Malaysia		22,018		16,779
Secured – Denominated in foreign currency	SGD3,671	11,387	SGD3,876	11,768
Total		<u>33,405</u>		<u>28,547</u>
Grand Total		<u>35,412</u>		<u>30,285</u>

Term loans repayment schedule:

	Total RM'000	Under 1 year RM'000	1-2 year RM'000	2-5 year RM'000	Over 5 year RM'000
Secured	35,412	2,007	1,388	6,664	25,353
Total	<u>35,412</u>	<u>2,007</u>	<u>1,388</u>	<u>6,664</u>	<u>25,353</u>

The term loans are secured by :-

- fixed charges over the respective subsidiary's long term leasehold or freehold land and building, and
- corporate guarantee from the Company.

The term loans bear interest at 1.88% to 8.20% (2015 – 1.88% to 8.10%) per annum.

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## 7. Borrowings and debt securities (Continued)

### (c) Finance lease liabilities

Details of the Group's finance lease liabilities as at the end of this reporting period:-

	31/12/16 RM'000	31/12/15 RM'000
Hire Purchase Creditors	2,593	2,527
Less: Interest in suspense	257	232
Balance	<u>2,336</u>	<u>2,295</u>
Repayable within one year	773	840
Repayable one to five years	1,563	1,455
Balance	<u>2,336</u>	<u>2,295</u>

The finance lease liabilities bear interest at rates ranging from 2.38% to 6.56% (2015 – 2.38% to 6.56%) per annum.

## 8. Material Litigation

Khind Electrical (Malaysia) Sdn Bhd (“KEMSB”), a wholly owned subsidiary of the Company had on 13 July 2015, through its solicitors, filed a winding-up petition against Maha Tenaga Jaya Technology Sdn Bhd (“MTJTSB”) at the High Court of Malaya at Kuala Lumpur as MTJTSB has failed to settle a sum of RM2,036,653.78 to KEMSB being the outstanding amount due and owing for the goods sold and delivered to MTJTSB. On 27 August 2015, the Registrar’s Certificate certifying that all requirements of Rule 32(1) of the Companies (Winding-up) Rules 1972 has been granted.

The hearing of the Petition was held on 8 October 2015 and the Winding-up Order was granted. The Notice of Winding-up Orders was advertised in the newspaper on 22 October 2015 and the Government Gazette on 5 November 2015.

The Writ of Summons and Statement of Claims against guarantors have been filed on 29 March 2016. The first and second defendants have filed their Memorandum of Appearance on 26 April 2016 while the fourth defendant filed his Memorandum of Appearance on 28 April 2016. KEMSB and MTJTSB had filed the Summary Judgement on 2 June 2016 .

The hearing of the Summary Judgement was held on 27 July 2016. The judge fixed the decision on 19 August 2016 whereby the KEMSB’s application was dismissed with costs in the cause.

The Court has fixed the full trial dates from 3 April 2017 to 6 April 2017 and has directed any interlocutory application by any party (if there is any) to be filed by 24 November 2016.

The Court during the Case management on 28 November 2016 has allowed KEMSB’s first application to order Farid Firhan Bin Mohammad Fizwan (“First Defendant”) and Shamsaimon Bin Durani (“Second Defendant”) to give samples of their signatures in the presence of the Learned Registrar. The date will be fixed by the Learned Registrar thereafter to organise for the live signing of the sample signatures. The cost of the application will be determined by the Learned Judge after trial.

The hearing of KEMSB’s second application to, among other things, add Vasudevan a/l. S. Perisamy as the Fifth Defendant was held on 21 December 2016. The Learned Judge allowed KEMSB’s Application with the application cost to be borne by KEMSB. The Learned Judge further directed KEMSB to serve the amended Writ and Amended Statement of Claim on Vasudevan a/l S. Perisamy accordingly and fixed 25 January 2017 to update on the status.



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## 8. Material Litigation (Continued)

During the Case management on 25 January 2017, KEMSB's solicitor has updated the Learned Judge that the personal service of the Amended Writ and Amended Statement of Claim on Vasudevan a/I S. Perisamy was not successful and KEMSB would be applying for substituted service (by newspaper advertisement).

Further to the Case Management held on 21 February 2017, KEMSB has informed the Court that the required steps to serve the re-amended Writ Summons and re-amended Statement of Claim on Mr. Vasudevan a/I S. Perisamy by way of substituted service, have been completed on 20 February 2017. The re-amended Writ Summons and re-amended Statement of Claim shall be deemed served on Mr. Vasudevan a/I S. Perisamy on 27 February 2017.

Mr. Vasudevan a/I S. Perisamy has 14 days from 27 February 2017 to defend himself, i.e. to file appearance or Defence by 13 March 2017. Should Mr. Vasudevan a/I S. Perisamy fail to defend him within the said 14 days, a Judgement in Default against him can be recorded after 13 March 2017.

The Learned Judge has directed KEMSB to file Common Bundle of Documents, Bundle of Pleadings, Chronology of Events, Agreed Facts and Issued to be Tried and each parties to file their respective Summary of Case by 16 March 2017.

The next Case Management has been fixed on 16 March 2017.

## 9. Dividend

An interim tax exempt dividend of 10 sen per share in respect of the financial year ending 31 December 2016 was announced on 6 September 2016 and paid on 7 October 2016 to the shareholders whose names appear in the Record of Depositors on the entitlement date of 26 September 2016.

## 10. Earnings per share

	Individual Period		Cumulative Period	
	Current Quarter 31.12.16	Preceding year corresponding quarter 31.12.15	Twelve Months to 31.12.16	Twelve Months to 31.12.15
Net profit attributable to ordinary equity holders of the parent (RM'000)	1,201	1,354	9,786	6,180
Weighted average number of ordinary shares ('000)	40,059	40,059	40,059	40,059
Basic earning per share (sen)	3.00	3.38	24.43	15.43

Basic earnings per share of the Group is calculated by dividing net profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the financial period.

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## 11. Disclosure of realised and unrealised retained profits

The Group's realised and unrealised retained profits disclosures are as follows:

	As at 31.12.16 (RM'000)	As at 31.12.15 (RM'000)
Total retained profits of the Company and its subsidiaries:		
- Realised	73,757	70,002
- Unrealised	1,786	1,851
Consolidation adjustments	4,400	2,310
Total Group retained profits as per consolidated accounts	<u>79,943</u>	<u>74,163</u>

## 12. Profit for the period is arrived at after charging/(crediting):-

	Individual Period		Cumulative Period	
	31.12.16 RM '000	31.12.15 RM '000	Twelve Months to 31.12.16 RM '000	Twelve Months to 31.12.15 RM '000
Depreciation & Amortisation	1,374	1,297	5,193	4,943
Net loss / (gain) on disposal of property, plant and equipment	-	7	(18)	9
Foreign exchange loss / (gain)	1,408	(495)	958	650