

## UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2014

	As At End of Current Quarter 31.12.2014	(Audited) As At Preceding Financial Year End 31.12.2013
	RM'000	RM'000
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	51,800	45,777
Goodwill	2,999	2,999
Deferred tax assets	689	689
	<u>55,488</u>	<u>49,465</u>
<b>Current Assets</b>		
Property development cost	229	229
Inventories	16,576	11,732
Trade and other receivables	183,410	165,313
Amount due from contract customers	32,063	-
Tax Recoverable	69	668
Cash and Cash Equivalents	29,866	15,733
	<u>262,213</u>	<u>193,675</u>
<b>Total Assets</b>	<u><u>317,701</u></u>	<u><u>243,140</u></u>
<b>EQUITY AND LIABILITIES</b>		
<b>Capital and Reserves</b>		
Share Capital	181,747	107,480
Treasury shares	(177)	(174)
Retained Earnings	20,747	48,648
	<u>202,317</u>	<u>155,954</u>
<b>Non Controlling Interest</b>	2,815	54
<b>Total Equity</b>	<u>205,132</u>	<u>156,008</u>
<b>Non-Current Liabilities</b>		
Long Term Borrowing	6,198	6,495
Long Term Provisions	828	762
<b>Total Non-Current Liabilities</b>	<u>7,026</u>	<u>7,257</u>
<b>Current Liabilities</b>		
Trade And Other Payables	55,019	41,619
Short Term Borrowings	49,254	37,990
Taxation	1,270	266
<b>Total Current Liabilities</b>	<u>105,543</u>	<u>79,875</u>
<b>Total Liabilities</b>	112,569	87,132
<b>Total Equity and Liabilities</b>	<u><u>317,701</u></u>	<u><u>243,140</u></u>
Net Assets per share attributable to ordinary equity holders of the parent (RM)	<u>1.11</u>	<u>1.45</u>

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31st December 2013)

SEACERA GROUP BERHAD ( Company No. 163751-H )

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FOURTH FINANCIAL QUARTER ENDED 31 DECEMBER 2014

	Current Quarter Ended 31.12.2014 RM'000	Corresponding Quarter Ended 31.12.2013 RM'000	Current Year to Date Ended 31.12.2014 RM'000	Corresponding Year to Date Ended 31.12.2013 RM'000
Revenue	31,777	12,711	78,348	50,821
Operating Expenses	(26,309)	(28,867)	(70,861)	(69,964)
Other income	1,009	7,121	13,419	9,562
Finance Cost	(1,783)	(953)	(3,020)	(3,219)
<b>Profit/(Loss) Before Taxation</b>	<b>4,694</b>	<b>(9,988)</b>	<b>17,886</b>	<b>(12,800)</b>
Taxation	(368)	377	(782)	(57)
<b>Net profit/(loss) for the Period from continuing operation</b>	<b>4,326</b>	<b>(9,611)</b>	<b>17,104</b>	<b>(12,857)</b>
<b>Discontinued operation</b>				
Profit from discontinued operation, net of tax		14,859	-	18,921
<b>Profit for the period</b>	<b>4,326</b>	<b>5,248</b>	<b>17,104</b>	<b>6,064</b>
<b>Other comprehensive income for the year, net of tax</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year</b>	<b>4,326</b>	<b>5,248</b>	<b>17,104</b>	<b>6,064</b>
<b>Attributable to :</b>				
Equity holders of the parent	4,025	5,248	16,803	6,009
Non-controlling Interest	301	-	301	54
<b>EPS</b>				
Net profit per share (sen)				
- Basic	2.21	4.88	9.25	5.59
- Diluted	2.21	4.88	9.25	5.59

(The Condensed Consolidated Statements of Profit or Loss and other Comprehensive Income should be read in conjunction with Annual Financial Report for the year ended 31st December 2013)

SEACERA GROUP BERHAD ( Company No. 163751-H )

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES EQUITY  
FOR THE FOURTH FINANCIAL QUARTER ENDED 31 DECEMBER 2014

Attributable to Equity Holders of the Parent

	Share Capital RM'000	Share Premium RM'000	Retained Earnings RM'000	Total Reserves RM'000	Non- Distributable Treasury Shares RM'000	Non Controlling interests RM'000	Total Equity RM'000
<b>Balance at 1 January 2013</b>	107,480	-	45,053	45,053	(144)	54	152,443
Shares buy back					(30)		(30)
Total Comprehensive Income for the period	-	-	6,008	6,008	-	-	6,008
Dividend paid			(2,413)	(2,413)			(2,413)
<b>Balance at 31 December 2013</b>	<b>107,480</b>	<b>-</b>	<b>48,648</b>	<b>48,648</b>	<b>(174)</b>	<b>54</b>	<b>156,008</b>
<b>Balance at 1 January 2014</b>	107,480	-	48,648	48,648	(174)	54	156,008
Issuance of bonus shares	39,425		(39,425)	(39,425)			-
Issuance of new shares	34,842						34,842
Total Comprehensive Income for the period			16,803	16,803	-	301	17,104
Non-Controlling Interest						2,460	2,460
Shares buy back					(3)		(3)
Dividend paid			(5,279)	(5,279)			(5,279)
<b>Balance at 31 December 2014</b>	<b>181,747</b>	<b>-</b>	<b>20,747</b>	<b>20,747</b>	<b>(177)</b>	<b>2,815</b>	<b>205,132</b>

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31st December 2013)

**SEACERA GROUP BERHAD ( Company No. 163751-H )**

Unaudited Condensed Consolidated Cash Flow Statements  
For the period ended 31 December 2014

	<b>Current Period Ended 31.12.2014 (RM '000)</b>	<b>Corresponding Period Ended 31.12.2013 (RM '000)</b>
Profit/(Loss)before taxation	17,886	(12,800)
Adjustment for non-cash flow items	<u>(8,719)</u>	<u>(4,714)</u>
Operating profit before changes in working capital	9,167	(17,514)
(Increase)/Decrease in inventories	(4,844)	6,365
(Increase) in receivables	(50,160)	(36,210)
(Decrease)/Increase in payables	13,400	23,644
Changes flows (used in )/from operations	(32,437)	(23,715)
Incomes tax paid/refund	(600)	(113)
Interest paid	(3,020)	(3,219)
Retirement benefit paid	-	(701)
Interest received	723	316
Cash flow (used in)/generated from operations	(35,334)	(27,432)
Proceeds from disposal of property,plant and equipment	-	10,098
Treasury shares	-	(30)
Gain on disposal of shares in Subsidiary	11,578	-
Proceeds from issuance of shares	34,842	-
Proceeds from discontinued operation	-	36,208
Purchase of property, plant and equipment	(6,605)	(4,611)
Net cash (used in)/ generated from investing activities	39,815	41,665
(Increase)in deposit pledged	(9,616)	1,867
Dividend paid	(5,279)	(2,413)
Bank borrowing	13,496	(13,721)
Net cash from/(used in)Financing Activities	(1,399)	(14,267)
<b>Net Change in Cash &amp; Cash Equivalents</b>	<u>3,082</u>	<u>(34)</u>
Cash & Cash Equivalents at beginning of year	(1,263)	(1,229)
<b>Cash &amp; Cash Equivalents at end of period</b>	<u><u>1,819</u></u>	<u><u>(1,263)</u></u>
<b>Cash &amp; Cash Equivalents</b>	<b>2014</b>	<b>2013</b>
	<b>RM'000</b>	<b>RM'000</b>
Cash and bank balances	3,441	1,164
Deposits pledged with licensed bank	26,425	14,569
Cash and bank balances	<u>29,866</u>	<u>15,733</u>
Less:		
Deposits pledged with licensed bank	(26,425)	(14,569)
Bank overdrafts	(1,622)	(2,427)
Cash and cash equivalents	<u><u>1,819</u></u>	<u><u>(1,263)</u></u>

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 December 2013)

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FOURTH QUARTER ENDED 31 DECEMBER 2014

**NOTES TO THE INTERIM FINANCIAL STATEMENTS**

**A. Notes Required Under FRS 134**

**A1. Basis of preparation of financial statements**

This Interim Financial Statements are unaudited and has been prepared in accordance with FRS 134 "Interim Financial Reporting" issued by Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Bursa Malaysia Securities Berhad's Listing Requirements and should be read in conjunction with the Group's annual audited financial statements for the financial year ended 31 December 2013. These explanatory notes accompanied the Interim Financial Statements provide an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last financial year ended 31 December 2013.

**A2. Significant Changes in Accounting Policies**

The accounting policies applied by the Group in these interim financial statements are consistent with those applied by the Group in its annual financial statements as at and for the year ended 31 December 2013 except for the adoption of the following MFRSs, IC Interpretation and Amendments to MFRSs during the current financial period:

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<u>Descriptions</u>	
Amendments to MFRS 12	Disclosure of Interests in Other Entities: Investment Entities
Amendments to MFRS 127	Separate Financial Statements(2011): Investments Entities
Amendments to MFRS 132	Financial Instruments Presentation – Offsetting Financial Assets and Financial Liabilities
Amendments to MFRS 136	Impairment of Assets – Recoverable Amount Disclosures for Non-Financial Assets.
Amendments to MFRS 1	First-time adoption of Malaysian Financial Reporting Standards (Annual Improvements 2011-2013 Cycle)
Amendments to MFRS 3	Business Combinations(Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)
Amendments to MFRS 8	Operating Segments(Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 13	Fair Value Measurement (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)
Amendments to MFRS 116	Property, Plant and Equipment(Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 119	Employee Benefits-Defined Benefit Plans: Employee Contributions
Amendments to MFRS 124	Related Party Disclosures (Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 138	Intangible Assets (Annual Improvements 2010-2012 Cycle)

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SEACERA GROUP BERHAD (Company No: 163751-H)  
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**A3. Qualification in Auditor's Report**

There are no qualifications in the Auditors' Report of the audited financial statements for year ended 31 December 2013.

**A4. Seasonality or Cyclicity of Operations**

The Group's performance is directly related to the level of respective market activity especially the Tiles Division which normally experiences slowdown during festive seasons.

**A5. Unusual Items**

There are no unusual items affecting assets, liabilities, equity, net income or cash flow that are unusual because of their nature, sizes, or incidence that had affected the current quarter ended 31 December 2014 except as disclosed in the interim financial statements.

**A6. Material Changes in Estimates**

There were no material changes in estimates of amounts reported in prior financial years that have a material effect in the current quarter ended 31 December 2014.

**A7. Issuance, Cancellation, Repurchases, Resale & Repayments of Debt and Equity Securities**

On 30 June 2009, the Company had obtained approval from its shareholders to buy-back its own shares. The latest approval obtained for the renewal of share Buy-back Authority was on 30 June 2014.

On a cumulative basis, as at 31.12.2014, the Company has purchased 303,000 ordinary shares for RM177,472.13, representing in average RM0.59 per share.

None of the treasury shares held were resold or cancelled during the financial quarter.

**A8. Dividend Paid**

There was no payment of dividend for the current quarter under review.

**A9. Segmental Reporting**

Segment information is presented in respect of the Group business segments. The business segment is based on the Group's management and internal report structure. Segment information by geographical segments is not provided as the activities of the Group are located principally in Malaysia. Inter-segment pricing is determined based on negotiated terms.

Segments result, asset and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate assets and expenses.

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Business Segments

The Group is organized into the following business segments:-

- i) Tiles- manufacturing, trading and marketing of all kinds of ceramic and related building material products.
- ii) Others – investment holding, property development and construction

The directors are of the opinion that all inter-segment transactions have been entered during the normal course of business and have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

	Tiles RM'000	Property/ Construction RM'000	Eliminations RM'000	Consolidate d RM'000
Revenue-External	68,799	18,799	(9,250)	78,348
Operating profit/(loss)	6,780	707		7,487
Other income	13,372	47		13,419
Interest expenses	(2,600)	(420)		(3,020)
Profit/(loss) before taxation	17,552	334		17,886
Tax expenses	(621)	(161)		(782)
Net profit/(loss) for the period	16,931	173		17,104
Segments assets	401,491	120,823	(207,612)	314,702
Goodwill				2,999
Total assets				317,701
Segments liabilities	162,012	66,503	(115,946)	112,569
Depreciation and amortization	3,244	237		3,483

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*Geographical segments*

The Group's production facilities are located in Malaysia only.

In determining the geographical segment of the Group, revenue is based on the geographical location of customers.

	Revenue RM'000
Malaysia	67,786
Asean countries	3,195
Other countries	7,367
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	78,348

**A10. Valuations of Property, Plant & Equipment**

The property, plant and equipment have not been revalued since the previous annual audited financial statements.

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

There were no material events subsequent to the end of the quarter under review that have not been reflected in the financial statements.

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

There was no change in the composition of the Group during the current quarter under review except for the consolidation of a newly acquired 60% owned subsidiary company namely, SPAZ Sdn Bhd which involves in general construction business.

**A13. Capital Commitments**

Except as disclosed in notes B6, there were no other material capital commitments during the current quarter ended 31 December 2014.

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**B. Notes Required Under Bursa Malaysia Securities Berhad's Listing Requirements.**

**B1. Quarter vs Preceding Year Quarter**

The Group's revenue for the fourth quarter ended 31 December 2014 was higher by RM19.06 million or 149% as compared to previous year of the corresponding quarter. Tiles Division recorded higher sales by RM9.51million (2014:RM22.22million) or 75% as compared to previous year of the corresponding quarter (2013:RM12.71million). The Construction Division recorded RM18.79million of its maiden revenue in the current quarter.

The Group recorded higher profit before taxation for the fourth quarter ended 31 December 2014 of RM4.69 million compared to loss before taxation of RM9.98 million in the previous year corresponding quarter. The higher profit in current quarter was mainly due to higher sales volume and gross sales margin of tiles products as well as lower production costs in the Tiles Division and maiden contribution from the Construction Division.

**B2. Material Changes for the Current and Preceding Quarter.**

The Group's revenue for the fourth quarter ended 31 December 2014 was higher by RM13.83 million (30.9.2014: Revenue of RM 17.94 million) or 77% higher compared to the preceding quarter. Higher revenue was mainly due to maiden contribution of income from the Construction Division.

The Group's profit before taxation for the current financial quarter of RM4.69 million (30.9.2014: Profit before tax of RM0.37 million) was higher by RM4.32 million in comparison with preceding quarter. The higher profit was related to higher gross profit margin for sales of tiles products from the Tiles Division and maiden contribution from the Construction Division.

**B3. Prospects**

The Board anticipates that the Year 2015 will be a challenging period for business environment in view of the intense competition in Malaysia, weakening Ringgit against the USD and an uncertain global economic climate due to lower crude oil prices. However, with some positive measures to be undertaken and if materialized, the Board expects that the performance for the current year is to be satisfactory.

**B4. Provision of Profit Forecast or Profit Guarantee in Public Document**

The Group did not announce any profit forecast or profit guarantee in a public document.

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**B5. Taxation**

	2014 Quarter ended 31 Dec RM '000	2013 Quarter ended 31 Dec RM '000	2014 Year to Date ended 31 Dec RM '000	2013 Year to date ended 31 Dec RM '000
<b>Current year</b>				
- Income tax	368	(377)	782	57
	<u>368</u>	<u>(377)</u>	<u>782</u>	<u>57</u>

The effective tax rate is lower than the statutory tax rate was mainly due to certain gain which was exempted from tax as well as there are unutilised tax losses.

**B6. Status of Corporate Proposals**

- a) On 5 April 2005, Seacera Properties Sdn. Bhd. (403089-X) ("SPSB") a wholly owned subsidiary of the company entered into a conditional Joint Venture Development Agreement ("JVDA") with Duta Skyline Sdn. Bhd. ("DSSB") to develop pieces of freehold land owned by DSSB. The JVDA is pending completion and is further extended to 30 June 2015 as certain conditions precedents have yet to be met.
- b) Conditional Sales and Purchase Agreement dated 15 May 2009 entered into between SPSB and DSSB. (338152-U) in relation to the purchase of a piece of freehold land identified as developer's plot no. M.S. 269/1996/5A, M.S.269/1996/6A and M.S.269/1996/7A measuring approximately 113.29 acres forming part of the land held under Geran 23940, Lot 613, Mukim Ulu Semenyih, District of Ulu Langat, Negeri Selangor Darul Ehsan for a total purchase consideration of RM26,750,000.00 only. The purchase was approved by the shareholders during the EGM held on 30 June 2009 and pending fulfillment of conditions precedents.
- c) On 10 April 2012, SPSB, a wholly owned subsidiary of the Company had entered into Sale and Purchase Agreement with DSSB to acquire a freehold land measuring approximately 137.97 acres identified as provisional plot no.M.S.269/1996/8A,M.S.269/1996/10A and M.S.269/1996/11A located at a piece of land held under Lot 613, Geran 23940, Mukim Ulu Semenyih, District of Ulu Langat, Selangor for a cash consideration of RM78.13million only. The purchase was approved by the shareholders at the EGM on 29 August 2012. As at the date of this report, the transaction is pending fulfillment of the conditions precedent.
- d) On 21 March 2014, Seacera Land Sdn Bhd("Seacera Land "or "Purchaser"),a wholly owned subsidiary of Seacera Group Berhad had entered into a conditional sale and purchase agreement ("SPA") with Sri Alai Sdn Bhd("Sri Alai" or "Vendor") to acquire one piece of leasehold land known as PN 51102, Lot No. 4863, Mukim of Alai, District of Melaka Tengah, State of Melaka measuring approximately 15.23 hectares (about 37.63acres) ("Land"), for a total purchase consideration of RM32,750,000 ("Purchase Consideration") to be satisfied partly via cash of RM6,000,000 and balance via issuance of RM26,750,000 new ordinary shares of RM1.00 each in Seacera("Seacera Share(s)")(Consideration Share(s)) at par based on the term and conditions of the SPA. This proposal is pending fulfillment of the conditions precedent.

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- e) On 6 June 2014, the Company had entered into a Memorandum of Understanding ("MOU") with Sinohydro Corporation Limited ("Sinohydro"), Shanghai Construction Group Co. Ltd ("SCG") and SPAZ Sdn Bhd ("SPAZ") to form a joint venture for the purpose of jointly preparing and submitting response to the prequalification and bidding for the Proposed Warisan Merdeka Project in Kuala Lumpur ("Project") in the mode of financing plus Engineering, Procurement and Construction ("EPC" mode). On 8 October 2014, an announcement was made that the Company, Sinohydro, SCG and SPAZ were prequalified to submit the tender bid for the project. The Company had timely submitted its tender bid on 17 February 2015.
- f) On 24 June 2014, the Company had entered into the Memorandum of Understanding ("MOU") with Intelligent Fence (M) Sdn Bhd ("IFSB") to record the understanding of Seacera and IFSB to participate in the tender under Public Private Partnership ("PPP") to Home Ministry of Malaysia to build, operate and transfer an electric security fence along the national boarder of Malaysia and Thailand which is approximately 506 kilometres (Proposed Project"). There is no major development of the MOU since the last announcement.

**B7. Group Borrowings**

Group borrowings consist of the following:

	<b>As at 31.12.2014 RM'000</b>
Dominated in Ringgit Malaysia	
<b>Secured</b>	
Long term borrowings	<u>6,198</u>
<b>Secured</b>	
Short term borrowings	36,876
Bankers acceptance	<u>12,378</u>
	<u>49,254</u>
<b>Total</b>	<u><b>55,452</b></u>

**B8. Off Balance Sheet Financial Instruments**

There were no off balance sheet financial instruments entered into by the Group as at the date of this report except for the Corporate Guarantee issued by Seacera in favour of the financiers' of the subsidiary companies for their banking facilities amounting to RM24.5million.

**B9. Changes in the Material Litigation**

There were no other material litigation, claims or arbitration, either as plaintiff or defendant and the Directors have no knowledge of any proceedings pending or threatened against the Company and/or its subsidiaries or of any fact likely to give rise to any proceedings which might adversely and materially affect the financial position or business of the Company and/or its subsidiaries.

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**B10. Dividend**

The Board of Directors of Seacera Group Berhad ("Company") is pleased to declare a final dividend of 3 sen (less tax 25%) in respect of the financial year ended 31 December 2014. The entitlement date and payment date will be announced at a later date.

The aforesaid final dividend is subject to the approval of the shareholders at the Company's forthcoming annual general meeting.

**B11. Earnings per Ordinary Share (EPS)**

The earnings per ordinary share of the Group as at the end of this period are calculated as follows:

	2014 Quarter ended 31 Dec RM'000	2013 Quarter ended 31 Dec RM'000	2014 Year to date ended 31 Dec RM'000	2013 Year to date ended 31 Dec RM'000
Net profit for the Period/Year (RM'000)	4,326	5,248	17,104	6,064
No. of ordinary shares ('000)	181,747	107,480	181,747	107,480
Owner of the parent	4,025	5,248	16,803	6,009
Non-controlling interest	301	-	301	54
EPS (sen) - Basic	2.21	4.88	9.25	5.59
EPS (sen) - Diluted	2.21	4.88	9.25	5.59

**B12. Disclosure of realised and unrealised profits and losses**

Retained earning

	2014 31 Dec RM'000	2013 31 Dec RM'000
Total retained earnings of Seacera and its subsidiaries		
- Realised	56,532	59,382
- Unrealised	(2,999)	(2,999)
	53,533	56,383
Less : Consolidation adjustments	(32,786)	(7,735)
Total Group retained Earnings as per Consolidated Financial Statements	20,747	48,648

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**B13. Profit/(loss) for the period/year**

	<b>2014 Quarter ended 31 Dec RM'000</b>	<b>2013 Quarter ended 31 Dec RM'000</b>	<b>2014 Year to date ended 31 Dec RM'000</b>	<b>2013 Year to date ended 31 Dec RM'000</b>
<b>Profit for the period/year after charging/(crediting):</b>				
Interest expense	1,783	953	3,020	3,219
Depreciation	977	1,103	3,483	3,143
Foreign exchange loss/(gain)	126	(48)	151	(196)
Interest income	(226)	(100)	(723)	(511)

**B14. Authorisation for issue**

The interim financial statements were authorized for issue by the Board of Directors in accordance with a resolution by the Directors.