

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2016

	As At End of Current Quarter 31.3.2016	(Audited) As At Preceding Financial Year End 31.12.2015
	RM'000	RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	459,504	460,373
Goodwill	2,999	2,999
Deferred tax assets	1,571	1,572
	<u>464,074</u>	<u>464,944</u>
Current Assets		
Property development cost	229	229
Inventories	24,846	20,648
Trade and other receivables	74,990	80,753
Amount due from contract customers	30,606	13,877
Tax Recoverable	-	690
Cash and Cash Equivalents	31,263	29,259
	<u>161,934</u>	<u>145,456</u>
Total Assets	<u>626,008</u>	<u>610,400</u>
EQUITY AND LIABILITIES		
Capital and Reserves		
Share Capital	189,597	189,597
Treasury shares	(179)	(179)
Reserves	327,059	326,104
	<u>516,477</u>	<u>515,522</u>
Non Controlling Interest	2,932	2,932
Total Equity	<u>519,409</u>	<u>518,454</u>
Non-Current Liabilities		
Long Term Borrowing	3,206	2,280
Long Term Provisions	926	906
Total Non-Current Liabilities	<u>4,132</u>	<u>3,186</u>
Current Liabilities		
Trade And Other Payables	49,834	39,587
Amount due to contract customers	-	3,857
Short Term Borrowings	52,124	43,682
Tax payables	509	1,634
Total Current Liabilities	<u>102,467</u>	<u>88,760</u>
Total Liabilities	106,599	91,946
Total Equity and Liabilities	<u>626,008</u>	<u>610,400</u>
Net Assets per share attributable to ordinary equity holders of the parent (RM)	<u>2.72</u>	<u>2.72</u>

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31st December 2015)

SEACERA GROUP BERHAD (Company No. 163751-H)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIRST FINANCIAL QUARTER ENDED 31 MARCH 2016

	Current Quarter Ended 31.3.2016 RM'000	Corresponding Quarter Ended 31.3.2015 RM'000	Current Year to Date Ended 31.3.2016 RM'000	Corresponding Year to Date Ended 31.3.2015 RM'000
Revenue	25,941	24,911	25,941	24,911
Operating Expenses	(24,329)	(22,510)	(24,329)	(22,510)
Other Operating Income	517	91	517	91
Finance Cost	(872)	(1,153)	(872)	(1,153)
Profit Before Taxation	1,257	1,339	1,257	1,339
Taxation	(302)	(168)	(302)	(168)
Net profit for the Period from continuing operation	955	1,171	955	1,171
Total comprehensive income for the year	955	1,171	955	1,171
Profit attributable to :				
Equity holders of the parent	955	1,023	955	1,023
Non-controlling Interest	-	148	-	148
Total comprehensive income attributable to :				
Equity holders of the parent	955	1,023	955	1,023
Non-controlling Interest	-	148	-	148
EPS				
Net profit per share (sen)				
- Basic	0.50	0.56	0.50	0.56
- Diluted	0.50	0.56	0.50	0.56

(The Condensed Consolidated Statements of Profit or Loss and other Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31st December 2015)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES EQUITY
FOR THE FIRST FINANCIAL QUARTER ENDED 31 MARCH 2016**

Attributable to Equity Holders of the Parent

	Share Capital RM'000	Retained Earnings RM'000	Non- Distributable Revaluation Reserve RM'000	Total Reserves RM'000	Non- Distributable Treasury Shares RM'000	Non Controlling interests RM'000	Total Equity RM'000
Balance at 1 January 2015	181,747	20,746	-	20,746	(177)	2,816	205,132
Shares buy back					(1)		(1)
Profit for the year		1,023		1,023		-	1,023
Non-Controlling interest						148	148
Balance at 31 March 2015	<u>181,747</u>	<u>21,769</u>	<u>-</u>	<u>21,769</u>	<u>(178)</u>	<u>2,964</u>	<u>206,302</u>
Balance at 1 January 2016	189,597	19,496	306,608	326,104	(179)	2,932	518,454
Shares buy back							
Profit for the year		955		955		-	955
Balance at 31 March 2016	<u>189,597</u>	<u>20,451</u>	<u>306,608</u>	<u>327,059</u>	<u>(179)</u>	<u>2,932</u>	<u>519,409</u>

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31st December 2015)

SEACERA GROUP BERHAD (Company No. 163751-H)

Unaudited Condensed Consolidated Cash Flow Statements
For the period ended 31 March 2016

	Current Period Ended 31.3.2016 (RM '000)	Corresponding Period Ended 31.3.2015 (RM '000)
Profit before taxation	1,257	1,339
Adjustment for non-cash flow items	<u>938</u>	<u>499</u>
Operating profit before changes in working capital	2,195	1,838
(Increase)/Decrease in inventories	<u>(4,198)</u>	<u>227</u>
(Increase) /Decrease in receivables	<u>(10,729)</u>	<u>(3,929)</u>
(Decrease)/Increase in payables	<u>6,390</u>	<u>3,523</u>
Changes flows (used in)/from operations	(6,342)	1,659
Incomes tax paid/refund	<u>(802)</u>	<u>(352)</u>
Interest paid	<u>(872)</u>	<u>(1,153)</u>
Interest received	<u>281</u>	<u>91</u>
Cash flow (used in)/generated from operations	(7,735)	245
Gain on disposal of property,plant and equipment	<u>-</u>	<u>-</u>
Purchase of property, plant and equipment	<u>-</u>	<u>(420)</u>
Net cash (used in)/ generated from investing activities	-	(420)
(Increase)in deposit pledged	<u>-</u>	<u>(89)</u>
Bank borrowing	<u>9,368</u>	<u>(2,692)</u>
Net cash from/(used in)Financing Activities	9,368	(2,781)
Net Change in Cash & Cash Equivalents	<u>1,633</u>	<u>(2,956)</u>
Cash & Cash Equivalents at beginning of year	(11)	1,832
Cash & Cash Equivalents at end of period	<u>1,622</u>	<u>(1,124)</u>
Cash & Cash Equivalents	2016 RM'000	2015 RM'000
Cash and bank balances	5,024	1,153
Deposits pledged with licensed bank	<u>26,239</u>	<u>26,514</u>
Cash and bank balances	<u>31,263</u>	<u>27,667</u>
Less:		
Deposits pledged with licensed bank	(26,239)	(26,514)
Bank overdrafts	<u>(3,402)</u>	<u>(2,277)</u>
Cash and cash equivalents	<u>1,622</u>	<u>(1,124)</u>

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 December 2015)

SEACERA GROUP BERHAD (Company No: 163751-H)
INTERIM FINANCIAL REPORTING / STATEMENT FOR
THE FIRST QUARTER ENDED 31 MARCH 2016

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 2015. 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 2015.

A2. Significant Changes in Accounting Policies

The significant accounting policies adopted are consistent with those of the financial statements for the year ended 31 December 2015.

A3. Qualification in Auditor's Report

There are no qualifications in the Auditors' Report of the audited financial statements for year ended 31 December 2015.

A4. Seasonality or Cyclicity of Operations

The Group's performance is directly related to the level of respective market activity 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 March 2016 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 March 2016.

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 2015.

On a cumulative basis, as at 31.3.2016, the Company has purchased 305,000 ordinary shares for RM178,990.74, representing in average RM0.59 per share.

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

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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.

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) Property/Construction – 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	Consolidated RM'000
Revenue-External	10,926	15,015		25,941
Operating profit	906	706		1,612
Other operating income	459	58		517
Interest expenses	(608)	(264)		(872)
Profit before taxation	757	500		1,257
Tax expenses	(160)	(142)		(302)
Profit/(loss) for the period	597	358		955
Total comprehensive income	597	358		955
Segments assets	339,796	525,914	(242,701)	623,009
Goodwill				2,999
Total assets				626,008
Segments liabilities	93,974	185,718	(173,093)	106,599
Depreciation and amortization	694	134		828

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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	23,281
Other countries	2,660
	<hr/>
	25,941

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.

A13. Capital Commitments

Except as disclosed in notes B6, there were no other material capital commitments during the current quarter ended 31 March 2016.

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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 first quarter ended 31 March 2016 was slightly higher by RM1.03 million or 4.3% as compared to previous year of the corresponding quarter.

The Group recorded lower profit before taxation for the first quarter ended 31 March 2016 of RM1.25million compared to profit before taxation of RM1.33 million in the previous year corresponding quarter.

B2. Material Changes for the Current and Preceding Quarter.

The Group's revenue for the first quarter ended 31 March 2016 was higher by RM16.39 million (31.12.2015: Revenue of RM 9.54 million) or 171% higher compared to the preceding quarter. Higher revenue was attributable from higher revenue recorded under tiles division and progress of works under construction division during the quarter.

The Group's profit before taxation for the current financial quarter of RM1.25 million (31.12.2015: Profit before tax of RM0.860 million) was higher by RM0.390 million in comparison with preceding quarter in view of higher revenue recorded.

B3. Prospects

The Board anticipates that the Year 2016 will be a challenging period for business environment in view of the uncertainty of economy locally and globally, lower commodity prices and weak RM against USD . 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 of Profit Guarantee in Public Document

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

B5. Taxation

	2016 Quarter ended 31 Mar RM '000	2015 Quarter ended 31 Mar RM '000	2016 Year to Date ended 31 Mar RM '000	2015 Year to date ended 31 Mar RM '000
Current year				
- Income tax	302	163	302	163
	<hr/> 302	<hr/> 163	<hr/> 302	<hr/> 163

The effective tax rate is slightly lower than the statutory tax rate was mainly due to certain income within the Group is not subject to tax.

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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 2016 as certain conditions precedents have yet to be met.
- b) 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. On 30 March 2015, the shareholders of the Company via its EGM has approved the transaction. All conditions precedents were met on 4 April 2016 this and proposal is pending settlement the balance purchase consideration.
- c) 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 Malaysia's Ministry of Home Affairs ("MOHA") to build, operate and transfer an electric security fence along the national border of Malaysia and Thailand which is approximately 600 kilometres ("Proposed Project"). There is no major development of the MOU since the last announcement except that MOHA is conducting a feasibility study exercise to determine the proposed project feasibility and financial requirement for the project.
- d) On 8 January 2016, the Company has made proposal to establish and implement an employee share option scheme which involves granting of options ("ESOS options") to eligible employee and Directors of the Group (excluding dormant subsidiary companies) who meet the eligibility criteria for the participation in the Proposed ESOS (which is the establishment of an employee's share option scheme involving the issuance of up to 15% of the issued and paid-up share capital of the Company (excluding Treasury Shares). On 22 February 2016, the company had applied for extension of time to submit the draft circular and listing application in relation to the Proposed ESOS.
- e) On 8 January 2016, the Company had made an announcement of its intention to place out of up to 18,929,300 new ordinary shares of RM1.00 each in Seacera, representing up to approximately 10% of the issued and paid-up share capital of the Company (excluding Treasury Shares), to be issued to investor(s) to be identified later at an issue price to be determined and announced later. On 20 January 2016, Bursa Malaysia Securities Berhad ("Bursa Securities") had conditionally approve the listing and quotation of up to 18,929,300 Placement Shares. The approval by Bursa Securities requires the company to complete the implementation of the Proposed Private Placement within 6 months from 20 January 2016.

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- f) On 12 January 2016, the Company had entered into a Subscription cum Shareholders Agreement ("SSA") with Proligen Sdn Bhd ("Proligen"), Zakaria bin Abdul Rashid ("Zakaria") and Andrew Suriady Sjoekoer ("Andrew") to subscribe for 520,000 ordinary shares of RM1.00 each with the share premium of RM4.70 each in Proligen at a subscription price of RM2,964,000 and upon the terms and conditions as stipulated in the SSA. As at the date of this report, the SSA is pending to have its conditions precedent to be met by respective parties.
- g) On 27 April 2016 Seacera Properties Sdn Bhd ("Seacera Properties" or "Purchaser"), a wholly-owned subsidiary of Seacera had entered into a conditional sale and purchase agreement ("SPA") with Ismail bin Othman ("Ismail") and Zainab binti Mansor ("Zainab") (collectively the "Vendors") for the proposed acquisition of 1,500,000 ordinary shares of RM1.00 each ("Sale Shares") representing the entire equity interest in Duta Nilai Holdings Sdn. Bhd. ("DNHSB") for a total consideration of RM220,000,000.00 ("Purchase Consideration") to be satisfied in cash. This transactions is pending to have its conditions precedent to be met by respective parties.

B7. Group Borrowings

Group borrowings consist of the following:

	As at 31.3.2016 RM'000
Dominated in Ringgit Malaysia	
Secured	
Long term borrowings	<u>3,206</u>
Secured	
Short term borrowings	39,730
Bankers acceptance	<u>12,394</u>
	<u>52,124</u>
Total	<u>55,330</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 Group Berhad in favour of the financiers' of the subsidiary companies for their banking facilities amounting to RM51.50million.

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 does not recommend any dividend for the current quarter under review.

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:

	2016 Quarter ended 31 Mar RM'000	2015 Quarter ended 31 Mar RM'000	2016 Year to date ended 31 Mar RM'000	2015 Year to date ended 31 Mar RM'000
Net profit for the Period/Year (RM'000)	955	1,171	955	1,171
No. of ordinary shares ('000)	189,597	181,747	189,597	181,747
Owner of the parent	955	1,023	955	1,023
Non-controlling interest	-	148	-	148
EPS (sen) - Basic	0.50	0.56	0.12	0.56
EPS (sen) - Diluted	0.50	0.56	0.12	0.56

B12. Disclosure of realised and unrealised profits and losses

Retained earnings

	2016 31 Mar RM'000	2015 31 Mar RM'000
Total retained earnings of Seacera and its subsidiaries		
- Realised	33,921	56,532
- Unrealised	-	(2,999)
	<hr/> 33,921	<hr/> 53,533
Less : Consolidation adjustments	(13,470)	(31,764)
Total Group retained Earnings as per Consolidated Financial Statements	<hr/> 20,451	<hr/> 21,769

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

	2016 Quarter ended 31 Mar RM'000	2015 Quarter ended 31 Mar RM'000	2016 Year to date ended 31 Mar RM'000	2015 Year to date ended 31 Mar RM'000
Profit for the period/year after charging/(crediting):				
Interest expense	872	1,153	872	1,153
Depreciation	828	808	828	808
Foreign exchange loss/(gain)	101	(102)	101	(102)
Interest income	(206)	(109)	(206)	(109)

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.