

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

	As At End of Current Quarter 31.12.2016	(Audited) As At Preceding Financial Year End 31.12.2015
	RM'000	RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	458,929	460,373
Goodwill	2,999	2,999
Tax recoverable	6,483	1,572
	<u>468,411</u>	<u>464,944</u>
Current Assets		
Property development cost	229	229
Inventories	23,694	20,648
Trade and other receivables	102,062	80,753
Amount due from contract customers	34,723	13,877
Tax Recoverable	-	690
Cash and Cash Equivalents	27,855	29,259
	<u>188,563</u>	<u>145,456</u>
Total Assets	<u>656,974</u>	<u>610,400</u>
EQUITY AND LIABILITIES		
Capital and Reserves		
Share Capital	235,276	189,597
Treasury shares	-180	-179
Reserves	323,560	326,104
	<u>558,656</u>	<u>515,522</u>
Non Controlling Interest	2,932	2,932
Total Equity	<u>561,588</u>	<u>518,454</u>
Non-Current Liabilities		
Long Term Borrowing	2,580	2,280
Long Term Provisions	985	906
Total Non-Current Liabilities	<u>3,565</u>	<u>3,186</u>
Current Liabilities		
Trade And Other Payables	39,654	39,587
Amount due to contract customers	-	3,857
Short Term Borrowings	51,149	43,682
Tax payables	1,018	1,634
Total Current Liabilities	<u>91,821</u>	<u>88,760</u>
Total Liabilities	95,386	91,946
Total Equity and Liabilities	<u>656,974</u>	<u>610,400</u>
Net Assets per share attributable to ordinary equity holders of the parent (RM)	<u>2.37</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 FOURTH FINANCIAL QUARTER ENDED 31 DECEMBER 2016

	Current Quarter Ended 31.12.2016 RM'000	Corresponding Quarter Ended 31.12.2015 RM'000	Current Year to Date Ended 31.12.2016 RM'000	Corresponding Year to Date Ended 31.12.2015 RM'000
Revenue	5,050	9,548	69,808	61,631
Operating Expenses	-9,964	-10,164	-88,193	-62,670
Other Operating Income	639	1,987	23,899	8,449
Finance Cost	-975	-511	-4,355	-3,291
(Loss)/Profit Before Taxation	-5,250	860	1,159	4,119
Taxation	3,879	804	3,346	190
Net (loss)/profit for the Period from continuing operation	-1,371	1,664	4,505	4,309
Revaluation surplus	-	12,209	-	306,608
Total comprehensive income for the year	(1,371)	13,873	4,505	310,917
(Loss)/Profit attributable to :				
Equity holders of the parent	-1,371	13,303	4,505	310,801
Non-controlling Interest	-	570	-	116
Total comprehensive income attributable to :				
Equity holders of the parent	-1,371	13,303	4,505	310,801
Non-controlling Interest	-	570	-	116
EPS				
Net (loss)/profit per share (sen) - Basic	-0.58	0.88	1.91	2.27
- Diluted	-0.58	0.88	1.91	2.27

(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 FOURTH FINANCIAL QUARTER ENDED 31 DECEMBER 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
Issuance of shares	7,850						7,850
Shares buy back					(1)		(1)
Profit for the year		4,193		4,193			4,193
Revaluation surplus			306,608	306,608			306,608
Non-Controlling interest						116	116
Dividend paid		(5,443)		(5,443)			(5,443)
Balance at 31 December 2015	189,597	19,496	306,608	326,104	(178)	2,932	518,455
Balance at 1 January 2016	189,597	19,496	306,608	326,104	(178)	2,932	518,455
Issuance of new ordinary shares	45,679						45,679
Shares buy back					(2)		(2)
Profit for the year		4,505		4,505			4,505
Dividend Paid		(7,049)		(7,049)			(7,049)
Balance at 31 December 2016	235,276	16,952	306,608	323,560	(180)	2,932	561,588

(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 December 2016

	Current Period Ended 31.12.2016 (RM '000)	Corresponding Period Ended 31.12.2015 (RM '000)
Profit before taxation	1,159	4,119
Adjustment for non-cash flow items	<u>3,383</u>	<u>712</u>
Operating profit before changes in working capital	4,542	4,831
(Increase)/Decrease in inventories	<u>-3,046</u>	<u>1,012</u>
(Increase) /Decrease in receivables	<u>-42,115</u>	<u>25,077</u>
(Decrease)/Increase in payables	<u>-3,790</u>	<u>(19,880)</u>
Changes flows (used in)/from operations	(44,409)	11,040
Incomes tax paid/refund	<u>(585)</u>	<u>(1,594)</u>
Interest paid	<u>(4,355)</u>	<u>(3,291)</u>
Interest received	<u>2,575</u>	<u>956</u>
Cash flow (used in)/generated from operations	(46,774)	7,111
Issuance of new ordinary shares	<u>45,679</u>	<u>7,850</u>
Proceeds from disposal of property, plant and equipment	<u>-</u>	<u>34</u>
Purchase of property, plant and equipment	<u>(1,787)</u>	<u>(681)</u>
Net cash (used in)/ generated from investing activities	43,892	7,203
Decrease/(Increase)in deposit pledged	<u>692</u>	<u>22</u>
Dividend paid	<u>(7,049)</u>	<u>(5,443)</u>
Bank borrowing	<u>7,767</u>	<u>(10,736)</u>
Net cash from/(used in)Financing Activities	1,410	(16,157)
Net Change in Cash & Cash Equivalents	<u>-1,472</u>	<u>-1,843</u>
Cash & Cash Equivalents at beginning of year	-11	1,832
Cash & Cash Equivalents at end of period	<u>(1,483)</u>	<u>(11)</u>
Cash & Cash Equivalents	2016 RM'000	2015 RM'000
Cash and bank balances	2,145	2,857
Deposits pledged with licensed bank	<u>25,710</u>	<u>26,402</u>
Cash and bank balances	<u>27,855</u>	<u>29,259</u>
Less:		
Deposits pledged with licensed bank	<u>-25,710</u>	<u>-26,402</u>
Bank overdrafts	<u>-3,628</u>	<u>-2,868</u>
Cash and cash equivalents	<u>-1,483</u>	<u>-11</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 FOURTH QUARTER ENDED 31 DECEMBER 2016

NOTES TO THE INTERIM FINANCIAL STATEMENTS

A. Notes Required Under MFRS 134

A1. Basis of preparation of financial statements

This Interim Financial Statements are unaudited and has been prepared in accordance with MFRS 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 December 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 December 2016.

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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 2016.

On a cumulative basis, as at 31.12.2016, the Company has purchased 308,000 ordinary shares for RM180,830.74, 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.

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.

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	Tiles RM'000	Property/ Construction RM'000	Eliminations RM'000	Consolidated RM'000
Revenue-External	35,560	34,248		69,808
Operating profit/(loss)	10,044	(4,530)		5,514
Interest expenses	(2,781)	(1,574)		(4,355)
Profit before taxation	7,263	(6,104)		1,159
Tax expenses	3,440	(94)		3,346
Profit/(loss) for the period	10,703	(6,198)		4,505
Total comprehensive income	10,703	(6,198)		4,505
Segments assets	368,822	521,936	(236,783)	653,975
Goodwill				2,999
Total assets				656,974
Segments liabilities	70,149	193,319	(168,082)	95,386
Depreciation and amortization	2,741	490		3,231

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	60,637
Other countries	9,171
	<u>69,808</u>

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.

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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 December 2016.

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 2016 was lower by RM4.49 million or 47% as compared to previous year of the corresponding quarter mainly due to lower revenue recorded by the Construction Division as most projects are nearing completion. The Group recorded loss after taxation for the fourth quarter ended 31 December 2016 of RM1.37million compared to profit after taxation of RM1.66 million in the previous year corresponding quarter mainly due to loss in construction division.

B2. Material Changes for the Current and Preceding Quarter.

The Group's revenue for the fourth quarter ended 31 December 2016 was lower by RM20.47 million (30.9.2016: Revenue of RM 25.52 million) or 80% lower compared to the preceding quarter. The Group's recorded loss after taxation for the current financial quarter of RM1.37 million compared to profit after taxation of RM4.2 million mainly due to loss recorded by construction division as a result of lower revenue as most project are nearing completion.

B3. Prospects

The Board anticipates that the Year 2017 will be a challenging period for business environment in view of the uncertainty of local and global economy, 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 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

	2016 Quarter ended 31 Dec RM '000	2015 Quarter ended 31 Dec RM '000	2016 Year to Date ended 31 Dec RM '000	2015 Year to date ended 31 Dec RM '000
Current year				
- Income tax	(122)	(804)	411	(190)
-Tax recoverable	(3,757)	-	(3,757)	-
	(3,879)	(804)	(3,346)	(190)

The effective tax rate for the year is higher than the statutory tax rate due to certain losses within the Group.

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 31 December 2017 as certain conditions precedents have yet to be met.
- b) 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 or disclose.
- c) 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. On 3rd February 2017, an announcement of mutual termination was made on this transaction.
- d) On 16 November 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 RM165,100,000.00 ("Purchase Consideration") to be satisfied partly via issuance of 90,000,000 new ordinary shares of RM1.00 each in Seacera ("Seacera Shares") and the balance to be settle via cash payment of RM75,100,000. The transaction is pending fulfillment of the conditions precedents.

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B7. Group Borrowings

Group borrowings consist of the following:

	As at 31.12.2016 RM'000
Dominated in Ringgit Malaysia	
Secured	
Long term borrowings	<u>2,580</u>
Secured	
Short term borrowings	38,740
Bankers acceptance	<u>12,409</u>
	<u>51,149</u>
Total	<u>53,729</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.

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.

B10. Dividend

The Board of Directors does not recommend any final dividend for the current year under review in view of recent changes on Dividend approval as noted in the Companies Act.

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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 Dec RM'000	2015 Quarter ended 31 Dec RM'000	2016 Year to date ended 31 Dec RM'000	2015 Year to date ended 31 Dec RM'000
Net (loss)/profit for the Period/Year (RM'000)	(1,371)	1,664	4,505	4,303
No. of ordinary shares ('000)	235,277	189,597	235,277	189,597
Owner of the parent	(1,371)	1,094	4,505	4,193
Non-controlling interest	-	570	-	116
EPS (sen) - Basic	(0.58)	0.88	1.91	2.21
EPS (sen) - Diluted	(0.58)	0.88	1.91	2.21

B12. Disclosure of realised and unrealised profits and losses

Retained earnings

	2016 31 Dec RM'000	2015 31 Dec RM'000
Total retained earnings of Seacera and its subsidiaries		
- Realised	33,921	26,361
- Unrealised	-	(2,999)
	<u>33,921</u>	<u>23,362</u>
Less : Consolidation adjustments	(16,969)	(3,866)
Total Group retained Earnings as per Consolidated Financial Statements	<u>16,952</u>	<u>19,496</u>

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

	2016 Quarter ended 31 Dec RM'000	2015 Quarter ended 31 Dec RM'000	2016 Year to date ended 31 Dec RM'000	2015 Year to date ended 31 Dec RM'000
Profit for the period/year after charging/(crediting):				
Interest expense	975	511	4,355	3,291
Depreciation	765	974	3,231	3,320
Foreign exchange loss/(gain)	(15)	(492)	377	(1,019)
Interest income	(182)	(148)	(785)	(956)

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.