

## UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2019

	Unaudited as at 31.3.2019	(Audited) As At Preceding Financial Year End 31.12.2017
	RM'000	RM'000
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	849,420	848,188
Goodwill	-	2,999
	<u>849,420</u>	<u>851,187</u>
<b>Current Assets</b>		
Property development cost	229	229
Inventories	2,121	22,662
Trade and other receivables	55,107	115,474
Amount due from contract customers	-	38,041
Tax recoverable	-	1,352
Cash and Cash Equivalents	4,679	27,971
	<u>62,136</u>	<u>205,729</u>
<b>Total Assets</b>	<u>911,556</u>	<u>1,056,916</u>
<b>EQUITY AND LIABILITIES</b>		
<b>Capital and Reserves</b>		
Share Capital	397,512	353,005
Treasury shares	(181)	(181)
Reserves	182,127	334,078
	<u>579,458</u>	<u>686,902</u>
Redeemable convertible preference shares	163,989	161,632
Non Controlling Interest	(1,659)	(1,060)
<b>Total Equity</b>	<u>741,788</u>	<u>847,474</u>
<b>Non-Current Liabilities</b>		
Long Term Borrowing	7,335	6,237
Long Term Provisions	1,086	1,048
Deferred tax liabilities	44,678	46,100
	<u>53,099</u>	<u>53,385</u>
<b>Current Liabilities</b>		
Trade And Other Payables	97,576	87,486
Short Term Borrowings	18,056	67,874
Tax Liabilities	1,037	697
	<u>116,669</u>	<u>156,057</u>
<b>Total Current Liabilities</b>	<u>116,669</u>	<u>156,057</u>
<b>Total Liabilities</b>	<u>169,768</u>	<u>209,442</u>
<b>Total Equity and Liabilities</b>	<u>911,556</u>	<u>1,056,916</u>
Net Assets per share attributable to ordinary equity holders of the parent (RM)	<u>1.22</u>	<u>1.95</u>

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31st December 2017)

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

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FIFTH FINANCIAL QUARTER ENDED 31 MARCH 2019**

	Current Quarter Ended 31.3.2019 RM'000	Corresponding Quarter Ended 31.3.2018 RM'000	15 months to Date Ended 31.3.2019 RM'000	Preceding 15 months Corresponding Period Ended 31.3.2018 RM'000
Revenue	783	N/A	24,094	N/A
Net Operating Expenses	(102,449)	N/A	(173,190)	N/A
Finance Cost	(472)	N/A	(5,594)	N/A
(Loss)/Profit Before Taxation	(102,138)	N/A	(154,690)	N/A
Taxation	(16)	N/A	(187)	N/A
<b>Net profit/(loss) for the Period from continuing operation</b>	(102,154)	N/A	(154,877)	N/A
<b>Other comprehensive income</b>				
Surplus on revaluation of property, plant and equipment	-	N/A	2,327	N/A
<b>Total comprehensive income/(loss) for the year</b>	(102,154)	N/A	(152,550)	N/A
<b>Profit/(loss) attributable to :</b>				
Equity holders of the parent	(102,154)	N/A	(154,278)	N/A
Non-controlling Interest	-	N/A	(599)	N/A
(Loss)/Profit for the year	(102,154)	N/A	(154,877)	N/A
<b>Total comprehensive income attributable to :</b>				
Equity holders of the parent	(102,154)	N/A	(151,951)	N/A
Non-controlling Interest	-	N/A	(599)	N/A
Total comprehensive income for the year	(102,154)	N/A	(152,550)	N/A
<b>EPS</b>				
Net profit/(loss) per share (sen) - Basic	(21.52)	N/A	(32.51)	N/A
- Diluted	(21.52)	N/A	(32.51)	N/A

Note: Due to change in the Financial year ended from 31 December 2018 to 30 June 2019, the results for the corresponding 15 months period in the prior year are not presented.

(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 2017)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES EQUITY  
FOR THE FIFTH FINANCIAL QUARTER ENDED 31 MARCH 2019**
**Attributable to Equity Holders of the Parent**

	Share Capital RM'000	Retained Earnings RM'000	Non- Distributable Revaluation Reserve RM'000	Warrants Reserve RM'000	Total Reserves RM'000	Redeemable convertible Preference Shares RM'000	Non- Distributable Treasury Shares RM'000	Non Controlling interests RM'000	Total Equity RM'000
Balance at 1 January 2017	235,277	18,546	306,608	-	325,154	-	(181)	581	560,831
Issuance of new ordinary shares	117,728								117,728
Acquisition through business combination						161,632			161,632
Profit for the period		8,924			8,924			(1,641)	7,283
Balance at 31 December 2017	<u>353,005</u>	<u>27,470</u>	<u>306,608</u>	<u>-</u>	<u>334,078</u>	<u>161,632</u>	<u>(181)</u>	<u>(1,060)</u>	<u>847,474</u>
<b>Balance at 1 January 2018</b>	353,005	27,470	306,608		334,078	161,632	(181)	(1,060)	847,474
<b>Issuance of new ordinary shares</b>	44,507								44,507
<b>RCPS</b>						2,357			2,357
<b>(Loss) for the period</b>		(154,278)			(154,278)			(599)	(154,877)
<b>Revaluation reserves</b>			2,327		2,327				2,327
<b>Balance at 31 March 2019</b>	<u>397,512</u>	<u>(126,808)</u>	<u>308,935</u>		<u>182,127</u>	<u>163,989</u>	<u>(181)</u>	<u>(1,659)</u>	<u>741,788</u>

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

Unaudited Condensed Consolidated Cash Flow Statements  
For the period ended 31 March 2019

	<b>Current year 15 months to date 31.3.2019 (RM '000)</b>	Preceding year 15 months Corresponding Corresponding Ended 31.3.2018 (RM '000)
(Loss)/Profit before taxation	(154,690)	N/A
Adjustment for non-cash flow items	<u>(6,259)</u>	<u>N/A</u>
Operating profit before changes in working capital	(160,949)	-
(Increase)/Decrease in inventories	20,541	N/A
(Increase) /Decrease in receivables	98,408	N/A
(Decrease)/Increase in payables	10,090	N/A
Changes flows (used in )/from operations	(31,910)	<u>N/A</u>
Incomes tax paid/refund	(171)	N/A
Interest paid	(5,594)	N/A
Retirement benefit paid	(22)	N/A
Interest received	2,462	N/A
Cash flow (used in)/generated from operations	(35,235)	<u>N/A</u>
Issuance of new ordinary shares	44,507	N/A
Acquisition of subsidiary	-	N/A
Disposal of property,plant and equipment	23,236	N/A
Purchase/revaluation of property, plant and equipment	1,232	N/A
Net cash (used in)/ generated from investing activities	68,975	<u>N/A</u>
Decrease/(Increase)in deposit pledged	20,205	N/A
Bank borrowing	(48,720)	N/A
Net cash from/(used in)Financing Activities	(28,515)	<u>N/A</u>
<b>Net Change in Cash &amp; Cash Equivalents</b>	<u>5,225</u>	<u>N/A</u>
Cash & Cash Equivalents at beginning of year	(13,117)	N/A
<b>Cash &amp; Cash Equivalents at end of period</b>	<u><u>(7,892)</u></u>	<u><u>N/A</u></u>
<b>Cash &amp; Cash Equivalents</b>	<b>2019 RM'000</b>	2017 RM'000
Cash and bank balances	704	N/A
Deposits pledged with licensed bank	3,975	N/A
Cash and bank balances	<u>4,679</u>	<u>N/A</u>
Less:		
Deposits pledged with licensed bank	(3,975)	N/A
Bank overdrafts	(8,596)	N/A
Cash and cash equivalents	<u><u>(7,892)</u></u>	<u><u>N/A</u></u>

Note: Due to change in the Financial year ended from 31 December 2018 to 30 June 2019, the cash flow for the corresponding 15 months period in the prior year are not presented.

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 December 2017)

**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 2017. 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 2017.

**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 2017.

**A3. Qualification in Auditor's Report**

There are no qualifications in the Auditors' Report of the audited financial statements for year ended 31 December 2017.

**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 2019 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 2019.

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

- a) 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 28 June 2018.

On a cumulative basis, as at 31.3.2019, the Company has purchased 306,000 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.

SEACERA GROUP BERHAD (Company No: 163751-H)  
 INTERIM FINANCIAL REPORTING / STATEMENT FOR  
 THE FIFTH QUARTER ENDED 31 MARCH 2019

- b) The Company had made an offer of options to eligible persons to subscribe for new shares in the Company's under the Company's Employees' Shares Option Scheme. As at 31 May 2019, the offers have been granted, exercised, and cancelled/lapsed as below:

Date of option	Option Price(RM)	No. of Option Granted	Exercised	Cancelled/ Lapsed	Balance
17 October 2017-29 June 2021	0.900	7,420,000	3,350,000	4,070,000	-
8 October 2018 - 29 June 2021	0.305	23,132,000	20,000,000	2,132,000	1,000,000
29 January 2019 -29 June 2021	0.195	49,000,000	41,500,000	5,000,000	2,500,000
Total		79,552,000	64,850,000	11,202,000	3,500,000

**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.

SEACERA GROUP BERHAD (Company No: 163751-H)  
 INTERIM FINANCIAL REPORTING / STATEMENT FOR  
 THE FIFTH QUARTER ENDED 31 MARCH 2019

31 March 2019

	Tiles RM'000	Property/ Construction RM'000	Eliminations RM'000	Consolidated RM'000
Revenue-External	19,988	4,106		24,094
Operating profit/(loss)	(58,593)	(90,503)		(149,096)
Interest expenses	(3,434)	(2,160)		(5,594)
Profit/(Loss)before taxation	(62,027)	(92,663)		(154,690)
Tax expenses	(144)	(43)		(187)
Profit/(Loss)for the period	(62,171)	(92,706)		(154,877)
Revaluation reserves	2,327	-		2,327
Total comprehensive income	(59,844)	(92,706)		(152,550)
Segments assets	465,326	1,018,045	(571,815)	911,556
Segments liabilities	83,642	621,340	(535,214)	169,768
Depreciation and amortization	3,053	622		3,675

*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	22,076
Other countries	2,018
	<u>24,094</u>

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

The property, plant and equipment have not been revalued since the previous annual audited financial statements except for valuation of land and property in Subang Jaya.

**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.

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

**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 disposal of 60% equity interest in a subsidiary namely SPAZ Sdn Bhd on 8 March 2019.

**A13. Capital Commitments**

There were no other material capital commitments during the current quarter ended 31 March 2019.

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

**B1. Current Quarter and Preceding Year Quarter**

The Group's revenue for the fifth quarter ended 31 March 2019 was RM0.783 million and loss before taxation of RM102million.

Due to the change of financial year end from 31 December 2018 to 30 June 2019, the figures for the quarter period ended 31 March 2019 are in respect of the fifth quarter and accordingly, there are no comparative figures for the preceding year corresponding quarter. Loss before taxation of RM102million in the current quarter was mainly due to:-

- a) Impairment of Plant, machinery and equipment due to permanent shutdown of the Tiles factory of RM23 million.
- b) Impairment of amount due from associate company ,namely SPAZ Sdn Bhd of RM43million.
- c) Recognition of liability on Corporate Guarantee in favour of SPAZ Sdn Bhd of RM31 million as demanded by SME Bank as announced on 30 May 2019.

For the current financial period ended 31 March 2019, the Group recorded revenue of RM24 million and loss before taxation of RM154million.

Due to the change of financial year end from 31 December 2018 to 30 June 2019, there are no comparative figures presented for the 15 month period ended 31 March 2019.

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

The Group's revenue for the fifth quarter ended 31 March 2019 was lower by RM6.1 million (31.12.2018: Revenue of RM 6.88 million) compared to the preceding quarter. Lower revenue for the quarter ended 31.3.2019 was mainly due festive seasons, lower demand generally from property and construction industries and temporary shutdown of the factory.

The Group recorded loss before taxation for the current financial quarter of RM102 million compared to loss before taxation of RM18.71 million of the preceding quarter. Current quarter loss was mainly due to:-

- a) Impairment of Plant, machinery and equipment due to permanent shutdown of the Tiles factory of RM23 million.
- b) Impairment of amount due from associate company ,namely SPAZ Sdn Bhd of RM43million.
- c) Recognition of liability on the Corporate Guarantee in favour of SPAZ Sdn Bhd of RM31 million as demanded by SME Bank as announced on 30 May 2019.



SEACERA GROUP BERHAD (Company No: 163751-H)  
 INTERIM FINANCIAL REPORTING / STATEMENT FOR  
 THE FIFTH QUARTER ENDED 31 MARCH 2019

**B3. Prospects**

The Board anticipates that the Year 2019 will be a challenging period for business of the Group in view of holding company's PN17 status and insufficient cash flow to support the operations and repayment of its banking facilities. In addition, there are uncertainties of local and global economies particularly slowdown in property development and construction industries, lower consumers demand and US-China trade war. Nevertheless, the Board will formulate and develop strategies especially to propose the regularization plan to uplift PN17 status within the 12 months period as required under the listing requirements.

**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**

	<b>2019 Quarter ended 31 Mar RM '000</b>	<b>Year to Date ended 31 Mar 2019 RM '000</b>
<b>Current year</b>		
Under/overprovision of tax	16	187
	<hr style="width: 100%; border: 0.5px solid black;"/>	<hr style="width: 100%; border: 0.5px solid black;"/>
	16	187

The Group's effective tax rate for the year is higher than the statutory tax rate due to certain loss is not allowable under the Income Tax Act.

**B6. Status of Corporate Proposals**

- a) On 10 April 2019, The Board of Directors of Seacera Group Berhad ("SEACERA" or "the Company") is pleased to announce that the Company has entered into a Memorandum of Understanding ("MOU") with Sinar Tile Industries Sdn Bhd ("STISB"). No further development on the matter.
- b) On 11 May 2019, the Company wishes to announce that SEACERA, had entered into a memorandum of understanding ("MOU") with KR EMS Co., Ltd ("KREMS") (collectively referred to as "Parties" and individually as "Party"). KREMS and SEACERA wish and plan to set up, based on mutual trust and positive collaboration, the international LED lighting products business base in Malaysia for future growth momentum as well as the economy of Malaysia and Korea through the Joint Venture System. No further development on the matter.

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

**B7. Group Borrowings**

Group borrowings consist of the following:

	<b>As at 31.3.2019 RM'000</b>
Dominated in Ringgit Malaysia	
<b>Secured</b>	
Long term borrowings	7,335
<b>Secured</b>	
Short term borrowings	11,309
Bankers acceptance	6,747
	<u>18,056</u>
<b>Total</b>	<u>25,391</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 RM10 million.

**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, saves as disclosed below.

a) Seacera Ceramics Sdn Bhd ("SCSB"), a wholly-owned subsidiary of Seacera Group Berhad had on 4 March 2016 initiated an adjudication proceeding against Ahmad Zaki Sdn Bhd ("AZSB") at the Kuala Lumpur Regional Centre for Arbitration, claiming for a sum of RM4,340,434.61, which must be paid by AZSB to SCSB, being the sub-contractor for a project known as "the Proposed Rectification Works Including Waterproofing Treatment to Existing Dataran Putra, Presint 1, Wilayah Persekutuan, Putrajaya" which was awarded by AZSB pursuant to the letter of award dated 7 October 2009. On 10 May 2016, the following adjudication decision was delivered by the adjudicator in favour of SCSB ("Adjudication Decision"):

- (a) AZSB to pay SCSB the sum of RM2,981,758.12;
  - (b) interest at 5% per annum on the sum of RM2,981,758.12 from the Notice of Adjudication dated 13 January 2016 until realization; and
  - (c) cost in the sum of RM60,000.00 and the refund of the payment of RM28,492.42 to SCSB.
- (collectively, referred to as the "Awarded Amount").

AZSB has paid the Awarded Amount to SCSB on 5 September 2016. AZSB had, on 14 June 2016 initiated a legal suit at the Shah Alam High Court ("Court") to claim for inter-alia the following from SCSB:-

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

- (a) the sum of RM1,306,909.20 or such other sum as the Court may deems fit;
- (b) interest on such sum(s) and at such rate(s) and for such period(s) that the Court deems appropriate; and
- (c) costs.

SCSB has, vide its Counterclaim dated 20 July 2016, claimed for inter-alia the following from AZSB:-

- (a) RM4,382,903.79 being the outstanding amount due and owing from AZSB to SCSB;
- (b) damages for the breach of the sub-contract by AZSB, additional expenses, prolongation costs and losses suffered and/or incurred by SCSB to be assessed by the Court and to be paid by AZSB to SCSB;
- (c) interests on the sum awarded by the Court at a rate of 5% per annum on the said sum to be calculated from 30 April 2012 until full settlement is paid by AZSB to SCSB; and
- (d) costs to be paid by AZSB to SCSB.

Trial was conducted on 5 Sept 2017 -6 Sept 2017 and 2 Oct 2017. The judge reserved her decision to 22 March 2018. On 22 March 2018, the court has awarded the following:

(a) Main claim(AZSB)

1. AZSB's claim for the debit notes for the sum of RM2,430,999.22 is allowed;
2. AZSB's claim for cost rectification of RM232,427.67 is allowed; and
3. Interest of 5% p/annum from 30/4/2012 until full settlement.

(b) Counterclaim (SCSB)

1. SCSB's claim for the outstanding payment of RM4,001,345.06 is allowed with 5% interest p/a.
2. SCSB's claim for Chahar Bgh of RM371,196.17 and step and rise of RM96,090.64 is allowed with interest of 5% p/a.

Both AZSB and SCSB filed their appeals against the High Court's decision at the Court of Appeal. The hearing of the appeal will be on 26/2/2019.

The Parties have appeared before the Judges of Appeal for the Hearing on 26 February 2019. The Court of Appeal (comprising of 3 judges) have reserved their decision and scheduled 15 March 2019 for decision.

On 15 March 2019, the parties have been informed by the court where the court has postponed their decision to other date which is on 25 March 2019. Later, the court has informed the parties the new date for decision is on 25 April 2019. Until to-date, there is no new date fixed by the Court for with regards to the new decision date. The Court will inform the parties accordingly.

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

- b) Seacera Ceramics Sdn Bhd. ("Defendant") has on 10 December 2018 been served with an Amended Writ of Summon and Amended Statement of Claim dated 3 December 2018 by Mahawira Niaga Sdn Bhd ("Plaintiff") in relation to the dispute over the sub contract work done previously. The Plaintiff has claimed for an amount owing RM2,042,573.78 ("Sum") and the interest at the rate of 3% per annum on part of the sum of RM1,844,808.86 from the date of filing of the amended statement of Claim until the date of judgement and at the interest rate of 5% per annum on the judgement sum from the date of the judgement until realization of full settlement and cost. The date of hearing for Order 14 application is on 21 March 2019.

On 3 May 2019, the Company announced that the parties have appeared before the Court for the decision of Summary Judgment Application (O.14 Application) by Mahawira Niaga Sdn Bhd (Plaintiff). The court has decided that the Plaintiff's Summary Judgment Application was dismissed with an order that costs be in the cause. The next case management date for trial has been fixed on 18 June 2019.

- c) On 27 March 2019 the Board of Directors of Seacera Group Berhad ("the Company") announced that the Company had been served with a Statement of Claim and Writ of Summon dated 6 March 2019 and 7 March 2019 respectively by Gan Hai Toh through his solicitors for an amount owing by the Company for a sum of RM5,500,000.00 ("Sum") and 5% interest rate per annum on the Sum. The Company is currently seeking professional legal advice and will make further announcement on any material development on this matter.

On 27 May 2019, the Company announce that the Notice for Directions in respect of the Third Party Proceedings is fixed for Case Management on 30.5.2019 and the main action is fixed for Case Management on 31.5.2019.

On 30 May 2019, the Company announce the court has fixed for Case Management on 11 June 2019 before the learned High Court Judge, YA Tuan Azizul Azmi bin Adnan to obtain further directions with regards to the Third Party Proceedings.

On 11 June 2019, the parties have appeared before the Court. The Court has fixed for both the main action and the 3rd party proceedings are fixed for Case Management on 8 July 2019 to obtain further directions from the Court.

- d) On 15 April 2019, the Company has been served with the cause paper of Kuala Lumpur High Court Commercial Suit No.: WA-22NCVC-189-04/2019 (Suit 189) by Dato Tan Wei Lian (Plaintiff) Seacera Group Berhad & 10 Ors (Defendants).

In respect of Suit 189, a Writ and an application for injunction to, among others, restrain the defendants from giving effect to, implementing, acting and/or causing to give effect to and/or causing to be implemented or causing to act upon any resolutions passed or proposed resolutions to be passed at the EGM ("189's Application").

the learned Judge granted only ad interim injunction in respect of only prayer:-

"(1) the 1st, 2nd, 3rd, 4th, 5th, 6th, 7th, 8th, 9th, 10th and/or 11th Defendants, whether directly or indirectly by themselves, their employees, agents, representatives, nominees and/or howsoever, be restrained and an injunction do hereby be issued from giving effect to, implementing, acting and/or causing to give effect to and/or causing to be implemented or causing to act upon any resolutions passed or proposed resolutions to be passed at any meeting of shareholders of the 1st Defendant in connection with or pertaining to the followings: (a) Proposed settlement of the amount owing by the 1st Defendant and two (2) of its subsidiaries, namely Seacera Ceramics Sdn Bhd and Seacera Properties Sdn Bhd to certain

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

creditors amounting to approximately RM31.31 million via the issuance of 149,093,576 new ordinary shares in the Company as consideration at an issue price of RM0.21 per new share ("Proposed Capitalisation"); and/or

(b) Proposed Private Placement of up to 126,337,153 new shares representing up to approximately 30% of the existing issued share capital of the 1st Defendant to be subscribed by potential investors to be identified later ("Proposed Private Placement").

A further case management date has been fixed on 26.4.2019 so that parties can attend to the necessary procedure and keep the Court updated of its progress.

On 26 April 2019, the High Court had given a month time for the Plaintiff to serve the cause papers to the Defendants and fixed the next case management date which is on 23 May 2019.

On 23 May 2019, the Court given further case management date to update the progress and the date is on 12 June 2019.

- e) On 15 April 2019, the Company has been served with the cause paper of Kuala Lumpur High Court Commercial Suit No.: WA-22NCC-187-04/2019 (Suit 187) by Soong Siew Yin (Plaintiff) against Seacera Group Berhad & 10 Ors (Defendants).

in respect of Suit 187, an application for injunction to, among others, to restrain the directors for exercising their powers only in the extraordinary general meeting of the Company called and to be held on 16.4.2019 or adjourned EGM ("EGM") in any way until final judgment or order in this proceedings or until further order ("187's Application")

On 26.4.2019, the Plaintiff had withdrawn this Suit 187 with no order as to cost.

- f) On 19 April 2019, Company had filed an originating summons at Kuala Lumpur High Court Originating Summons No. WA-24NCC-210-04/2019 ("Suit 210") against Tan Wei Lian & others, where the Company is seeking, inter alia-

1. Declaration that the Notice of intention and Notice of EGM notice is null and void; and
2. Damages.

The Company had also filed an application to restrain Dato' Tan Wei Lian and others from, inter alia, taking any further steps in respect of the notice of intention and notice of EGM.

On 25 April 2019, the Company had withdrawn the application on the undertaking provided by Tan Wei Lian & 3 others that "they will not jointly or severally issue any fresh notice of EGM until and unless they are members of at least 10% of the company". Apart from that, Tan Wei Lian & 3 Others had also withdrawn the Notice of EGM dated 15 April 2019, which the Company reserves its rights.

On 17 May 2019, the parties have appeared before the learned Judge YA Tuan Ong Chee Kwan and the learned Judge fixed the hearing date for the Originating Summon on 9 July 2019.

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

- g) On 2 May 2019, the Company had been served an Originating Summons No.:WA-24NCC-229-04/2019 ("OS") by Tan Wei Lian and Tan Lee Chin ("Plaintiffs"), where the Plaintiffs are seeking, inter alia, a declaration that the proposed resolutions of the Company tabled at the Extraordinary General Meeting on 16 April 2019 ("EGM") were lawfully put forth before the EGM and the votes of the members personally present or by proxy were lawful votes. The OS is fixed for case management on 8 May 2019 before the Kuala Lumpur High Court.

On 8 May 2019, the parties have appeared before the learned High Court Judge Yang Arif Tuan S. Nantha Balan for case management.

The next case management has been fixed on 12 June 2019.

- h) On 21 May 2019, the Company had filed an originating summons at Kuala Lumpur High Court Originating Summon No: WA-24NCC-268-05/2019 ("Suit 268") against DTWL & 6 Others ("Defendants"), where the Company is seeking, among others –

1. Declaration that the Notice of EGM is null and void; and
2. Damages.

The Company had also filed an application to restrain DTWL & 6 Others from, among others, taking any further steps in respect of the notice of intention and notice of EGM.

On 27 May 2019, the originating summons and the Company's application for injunction were heard before YA Tuan Ong Chee Kwan. The Court had reserved its decision to 28 May 2019 at 2.30pm.

On 28 May 2019, the decision is as follow: –

- (a) the Company's application for injunction (restraining the proposed EGM) was dismissed with costs of RM25,000 before YA Ong Chee Kwan this afternoon; and
- (b) the case management date had been fixed on 10 June 2019.

On 10 June 2019, the Court fixed further case management date which is on 14 June 2019.

On 29 May 2019, the Company had filed the Notice of Appeal against the decision of YA Tuan Ong Chee Kwan on 28 May 2019 on the Company's application for injunction (restraining the proposed EGM).

- i) Dato' Tan Wei Lian and 6 Others served an Originating Summons No.:WA-24NCC-266-05/2019 ("Suit 266") ("OS") and injunction application on the Company, where the Plaintiffs are seeking, among others, that the record of depositors as at 23 May 2019 in .txt format be produced on or before 10am on 28 May 2019 for purposes of the proposed EGM on 29 May 2019.

The mention date for this Suit 266 has been fixed on 10 June 2019.

On 10 June 2019, the Court has fixed for further case management date which is on 14 June 2019.

SEACERA GROUP BERHAD (Company No: 163751-H)  
INTERIM FINANCIAL REPORTING / STATEMENT FOR  
THE FIFTH QUARTER ENDED 31 MARCH 2019

- j) On 31 May 2019, the Company had filed a Writ of Summons ("Writ") and Statement of Claim ("SOC") against OCR Land Holdings Sdn Bhd, Ong Kah Hoe and Dr Ong Kim Chong @ Ong Hwee Choo ("OCR & 2 Others").

Wherefore, the Plaintiff claims against the Defendants as follows:-

1. Specific performance of the Share Sale Agreement by the 1st Defendant;
2. The Defendants, jointly and/or severally, shall pay to the Plaintiff a sum of RM19,200,000.00 being the outstanding amount due under the Share Sale Agreement and/or the 2nd Defendant's Guarantee and/or the 3rd Defendant's Guarantee;
3. The 1st Defendant shall pay to the Plaintiff interest in the sum of RM6,722,637.84 being interest on the sum of RM18,000,000.00 calculated at the rate of 8% per annum from the expiry of the 6th month from the date of the Share Sale Agreement (i.e. 1.10.2014) until 31.5.2019;
4. Alternatively, damages to be assessed;
5. Interest on the Judgment sum at the rate of 5% per annum from the date of Judgment to the date of full and final realization;
6. Costs; and
7. Such further or other relief as this Honourable Court deems fit and appropriate.

The Writ Summon is fixed for mention on 26 June 2019.

- k) On 30 May 2019, the Company, has been served with a Statement of Claim and Writ of Summon by MDI Energy Sdn Bhd ("Plaintiff"), one of the Creditors signed the settlement agreement as announced on 16 January 2019, through his solicitors for an amount owing by Seacera Properties Sdn Bhd ("Defendant") for a sum of RM6,000,000.00 ("Sum") and 5% interest rate per annum on the Sum.

The Writ Summon is fixed for mention on 12 June 2019.

- l) On 3 June 2019, the Company had filed an action against Tan Lee Chin, Rizvi Abdul Halim, Datin Ida Suzaini Abdullah, Clarence Yeow Kong Chew, Chua Eng Chin, Marzuki bin Hussain and Ong Eng Taik ("Tan Lee Chin & 6 Ors") , where the Company is seeking, among others –

1. Declaration that the alleged/impugned appointment of any directors as a result of the alleged/impugned EGM on 29 May 2019 is null and void; and
2. Damages.

As at to-date, it is still pending of extraction of the cause paper from the Court.

SEACERA GROUP BERHAD (Company No: 163751-H)  
 INTERIM FINANCIAL REPORTING / STATEMENT FOR  
 THE FIFTH QUARTER ENDED 31 MARCH 2019

m) On 4 June 2019, Company had been served with an originating process filed by Dato' Tan Wei Lian and 6 Others against 12 parties of which the Company had been named as one of the Defendant. The matter had been registered as Kuala Lumpur High Court Originating Summons No.: WA-24NCC-294-05/2019.

The next case management for the matter had been fixed on 10 June 2019.

On 10 June 2019, the Court has fixed further case management date which is on 14 June 2019.

**B10. Dividend**

The Board of Directors does not recommend any dividend for the current year 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:

	<b>Quarter ended 31 March 2019 RM'000</b>	<b>15 months Period to date ended 31 March 2019 RM'000</b>
Net (loss/profit )for the Period (RM'000)	(102,154)	(152,550)
No. of ordinary shares ('000)	474,623	474,623
Owner of the parent	(102,154)	(151,951)
Non-controlling interest	-	(599)
EPS (sen) - Basic	(21.52)	(32.51)
EPS (sen) - Diluted	(21.52)	(32.51)



SEACERA GROUP BERHAD (Company No: 163751-H)  
 INTERIM FINANCIAL REPORTING / STATEMENT FOR  
 THE FIFTH QUARTER ENDED 31 MARCH 2019

**B12. Profit/(loss) for the period/year**

	<b>Quarter ended 31 March 2019 RM'000</b>	<b>15 months Period to date ended 31 March 2019 RM'000</b>
<b>Profit for the period/year after charging/(crediting):</b>		
Interest expense	472	5,594
Depreciation	738	3,675
Foreign exchange loss/(gain)	-	(11)
Interest income	101	(2,462)

**B13. Limited Review of Financial Statements**

The auditors have performed limited review on this report solely for complying with the disclosure requirement stipulated in the directive of Bursa Malaysia Securities Berhad.

**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.