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Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

Condensed Consolidated Statements of Comprehensive Income for the second financial quarter ended 30th September 2014 (The figures have not been audited)

	3 months ended		6 months ended	
	30th Sept 2014 RM'000	30th Sept 2013 RM*000	30th Sept 2014 RM'000	30th Sept 2013 RM'000
Revenue	31,679	31,052	66,375	73,314
Operating Expenses	(32,187)	(28,209)	(65,612)	(69,185)
Other operating income	(519)	392	238	841
Profit from operations	(1,027)	3,235	1,001	4,970
Finance costs	(363)	(512)	(765)	(1,040)
Profit/ (loss) before tax	(1,390)	2,723	236	3,930
Income tax expense	296	(830)	(173)	(960)
Profit/ (loss) for the period	(1,094)	1,893	63	2,970
Attributable to: Equity holders of the parent Minority interest	(1,094) - (1,094)	1,871 22 1,893	63	2,932 38 2,970
Total comprehensive income attributable to: Equity holders of the parent Minority interest	(1,094)	1,893	63	2,932 38 2,970
Basic - sen	(2.10)	4.14	0.12	6.48

The condensed consolidated income statements should be read in conjuction with the audited financial statements for the year ended 31st March 2014 and the accompanying explanatory notes attached to the interim financial statements.

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Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

<u>Condensed Consolidated Statements of Financial Position as at 30th September 2014</u> (The figures have not been audited)

	As at 30th Sept 2014 RM RM'000	As at 31st March 2014 RM
ASSETS	1471 000	RM'000
Non-current assets		
Property, plant & equipment	68,652	67,849
Investment Properties	36,404	36,212
Other investments	6,541	6,682
	111,597	110,743
Current assets		
Inventories	14,379	13,445
Trade receivables	20,302	24,009
Other receivables	12,681	13,293
Cash and bank balances	5,002	4,544
	52,364	55,291
TOTAL ASSETS	163,961	166,034
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	54,705	54,705
Share premium	18,063	18,063
Treasury Shares	(2,582)	(2,573)
Other reserves	880	880
ICULS- Equity reserve	22,249	22,249
Warrants reserve	81	81
Retained earnings	16,983	16,920
Minouter insorant	110,379	110,325
Minority interests Total equity	7,614	7,614
rotar equity	117,993	117,939
Non-current liabilities		
Retirement benefit obligations	1,317	1,304
Borrowings	11,315	10,373
Deferred tax liabilities	3,991	3,991
	16,623	15,668
Current liabilites		
Borrowings	13,878	15,333
Trade payables	7,091	11,538
Other payables	7,023	4,462
Provision for taxation	1,353	1,094
Total Robinsion	29,345	32,427
Total liabilities TOTAL EQUITY AND LIABILITIES	45,968	48,095
TOTAL EQUITY AND LEASELINES	163,961	166,034
Net asset per share attributable to ordinary equity holders		
of the parent (RM)	2.12	2.12

The condensed consolidated balance sheet should be read in conjuction with the audited financial statements for the year ended 31st March 2014 and the accompanying explanatory notes attached to the interim financial statements.

Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

Condensed Consolidated Statements of Cash Flow for the second financial quarter ended 30th September 2014 (The figures have not been audited)

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6 months ended As at 30th Sept 2014 30th Sept 2013 RM'000 RM'000 CASH FLOW FROM OPERATING ACTIVITIES Profit before taxation 236 3,930 Depreciation 1,602 1,814 Retirement Benefit paid 12 (20)Interest expense 765 1,040 Other investment 141 (20)Operating profit before working capital changes 2.756 6,744 (Increase)/ Decrease in inventories (934)(3,399) (Increase)/ Decrease in receivables 4,284 (455)(Decrease)/ Increase in payables (1,476)(1,489)Net change in intercompanies balance 35 Cash generated from/ (used in) operations 4,665 1,401 Income tax paid (323)(191)Interest paid (765)(1,040)Net cash from/ (used in) operating activities 3,577 170 CASH FLOWS FROM INVESTING ACTIVITIES Purchase of property plant and equipment (2,597)(6,705)Disposal/ (Purchase) of equity investments (9) (2,687)Proceeds from disposal of property, plant and equipment 12 Net cash from/ (used in) investing activities (2,606)(9,380)CASH FLOWS FROM FINANCING ACTIVITIES Repayment of short term borrowings (539)(442)Repayment of long term borrowings 16 (734)(Repayment)/ proceeds of HP borrowings 926 961 403 (215) NET INCREASE IN CASH AND CASH EQUIVALENTS 1,374 (9,425)CASH AND CASH EQUIVALENTS AT BEGINNING 3,562 12.434 CASH AND CASH EQUIVALENTS AT END 4,936 3,009 Represented by: Cash and bank balances 5,002 3,426 Bank overdrafts (66)(417)4,936 3,009

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 March 2014 and the accompanying explanatory notes attached to the interim financial statements.

Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

Condensed Consolidated Statement of Changes in Equity for the second financial quarter ended 30th September 2014

-----Attributable to Equity Holders of the Parent-----Minority Total Interest Equity ----Non-Distributable Share Irredeemable Share Treasury Warrants Other Accumulated capital Convertible premium shares reserve profit reserve Total Unsecured Loan Stocks RM'000 6 months ended 30th September 2013 As at 1 April 2013 48,489 22,832 21,446 (700)15,838 107,905 8,516 116,421 Movements during the period (2,687)(2,687)(2,687)(cumulative) Net profit for the period 2,932 2,932 39 2,971 At 30th September 2013 48.489 22,832 21,446 (2,687)(700) 18,770 108,150 8,555 116,705 6 months ended 30th September 2014 As at 1 April 2014 54,705 22,249 18,063 (2,573)81 880 16,920 110,325 7,614 117,939 Movements during the period (cumulative) Net profit for the period (9) 63 54 54 At 30th September 2014 54,705 22,249 18.063 (2,582)81 880 16,983 110,379 7,614 117,993

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 March 2014 and the accompanying explanatory notes attached to the interim financial statements.

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Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

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EXPLANATORY NOTES: (AS PER MFRS 134)

Al Basis of Preparation

The condensed consolidated interim financial statements ("Report") are unaudited and have been prepared in accordance with applicable Malaysian Financial Reporting Standards ("MFRS") No. 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. This Report also complies with IAS 34: Interim Financial Reporting issued by the International Accounting Standards Board ("IASB").

The accounting policies and methods used in preparing the quarterly financial statements are consistent and should be read in conjunction with the audited financial statements for the financial year ended 31st March 2014.

These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the year ended 31st March 2014.

A2 Basic of measurement

The unaudited financial statements of the Group have been prepared on the historical cost basis other than as disclosed.

The explanation and financial impacts on transition to MFRSs are disclosed below:

(i) Property, plant and equipment - Deemed cost exemption

The Group has previously adopted the transitional provisions available on the first application of the MASB Approved Accounting Standards IAS 16 (Revised) Property, Plant and Equipment, which was effective for periods ending on or after 1 September 1998. By virtue of this transitional provision, the Group had recorded certain property, plant and equipment at revalued amounts, but had not adopted a policy of regular revaluation, and continued to carry those assets on the basis of their previous revaluations subject to continuity in its depreciation policy and the requirement to write down the assets to their recoverable amounts for impairment adjustments.

Upon transition to MFRSs, the Group has elected to measure all its property, plant and equipment using the cost model under MFRS 116 Property, Plant and Equipment. At the date of transition to MFRSs, the Company elected to apply the optional exemption to use the previous revaluation of the said assets, adjusted for depreciation, if any, as deemed cost under MFRSs.

The Group and the Company use valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to their fair value measurement as a whole:

- Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 Valuation techniques for which the lowest level input that is significant to their fair value measurement is directly or indirectly observable.
- Level 3 Valuation techniques for which the lowest level input that is significant to their fair value measurement is unobservable.

(ii) Foreign currency translation differences

Under FRSs, the Group recognised foreign currency translation differences in other comprehensive income and accumulated the amount in the foreign currency translation reserve in equity.

Upon transition to MFRSs, the Group has elected to deem all foreign currency translation differences that arose prior to the date of transition in respect of all foreign operations to be nil at the date of transition.

A2.1 Standards issued but not yet effective

The Group and the Company have not applied the following new MFRSs, amendments to MFRSs and IC Int that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the Group and for the Company:

Amendments to MFRSs and IC Int effective for financial periods beginning on or after 1 January 2014

~ J ~ ~ ~ ·			
MFRS 10, 12 and 127	Consolidated Financial Statements, Disclosure of Interests in Other Entities and Separate Financial Statements: Investment Entities		
MFRS 132	Financial Instruments: Presentation - Offsetting Financial Assets and Financial Liabilities		
MFRS 136	Recoverable Amount Disclosures for Non-Financial Assets		
MFRS 139	Novation of Derivatives and Continuation of Hedge Accounting		
IC Int 21	Levies		

Effective for financial periods beginning on or after 1 July 2014

Amendments to

MFRS 119 Defined Benefit Plans: Employee Contributions

Annual improvements to MFRSs 2010-2012 Cycle Annual improvements to MFRSs 2011-2013 Cycle



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EXPLANATORY NOTES: (AS PER BURSA SECURITIES LISTING REQUIREMENT – PART A OF APPENDIX 9B)

Effective date yet to be confirmed

Amendments to

MFRS 7

Financial Instrument: Disclosures - Mandatory Date

of MFRS 9 and Transition Disclosures

MFRS 9

Financial Instruments (2009,2010)

MFRS 9

Hedge Accounting and Amendments to MFRS 9,

MFRS 7 and MFRS 139

The initial application of the above standards is not expected to have any financial impacts to the financial statements upon adoption.

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with the most recent annual audited financial statements for the year ended 31st March, 2014.



Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

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EXPLANATORY NOTES: (AS PER BURSA SECURITIES LISTING REQUIREMENT - PART A OF APPENDIX 9B)

A3 Declaration of audit qualification

The audit report of the Company in respect of the annual financial statements for the year ended 31st March 2014 was not subject to any audit qualification.

A4 Segmental reporting

Segmental analysis for the current financial year to-date

Manufacturing	Revenue (RM) 29,762,542	Profit From Operations (RM) 243,508
Trading	35,397,712	13,516
Others	1,214,770	743,576
	**************************************	***
	66,375,024	1,000,600
	manus markani damandan adalahan kalama damah halifa Ada Yanifu.	

A5 Unusual items

There were no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size or incidence.

A6 Changes in estimates

There were no changes in estimates of amount used in our previous reporting having a material impact in the current reporting.

A7 Seasonality or cyclicality of operation

The business of the Group is generally neither non-cyclical nor seasonal except for decreased activities during the festive season.

A8 Dividend

No dividend has been declared for the period.

A9 Valuation of property, plant and equipment

Investment properties have been revalued to fair value according to MFRS140 for the financial year ended 31st March 2014.



Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

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EXPLANATORY NOTES: (AS PER BURSA SECURITIES LISTING REQUIREMENT – PART A OF APPENDIX 9B)

All Issuances and repayments of debts and equity securities

The Company repurchased 10,000, 1,156,300, 1,252,100 and 697000 of its issued ordinary shares from the open market on 12 September 2014, 27, 29 October 2014 and 04 November 2014.

There were no other issuances and repayments of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current quarter and financial year to date.

All Changes in the composition of the Group

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

A12 Subsequent material events

To the best knowledge of the Directors, there is no transaction or event of a material or unusual nature occurring between 31st March 2014 and the date of this announcement.

B1 Review of the performance of the Company and its principal subsidiaries

6 months ended

	30 Sept 2014	30 Sept 2013
Revenue	31,679	31,052
Profit/ (loss) before tax	(1,390)	2,723

The Group's revenue for the 2nd quarter ended 30th Sept 2014 recorded at RM31.679million, compare to revenue of RM31.052million for the preceding year correspondence quarter.

The Group made loss before tax of RM1,390 million for the 2nd quarter ended 30th Sept 2014 compare to profit before tax of RM2.723million for the preceding year corresponding quarter mainly contributed by manufacturing segment due to completion of certain project

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Quarterly report on consolidated results for the second financial quarter ended 30th September 2014

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B2 Material changes in the quarterly results compared to the results of the immediate preceding quarter

3 months ended

30 Sept 2014

30 June 2014

Profit/ (loss) before tax

(1,390)

1,626

The Group posted loss before tax of RM1,390 million for the 2nd quarter ended 30th September 2014 compare to profit before tax of RM1.626million for the immediate preceding quarterly mainly attributed by manufacturing segment due to completion of certain project.

B3 Prospects of the current financial year

The Board of Directors is confident to achieve positive results in coming financial year barring any unforeseen circumstances.

B4 Variance of actual profit from forecast profit

This is not applicable to the Group.

B5 Taxation

Taxation comprises:-

		Cumula	Cumulative Quarters	
	Current	Current	Preceding Year	
	Year	Year	Corresponding	
•	Quarter	To Date	Period	
	30/09/2014	30/09/2014	30/09/2013	
	RM'000	RM'000	RM'000	
Current year expense	-	-	-	
Provision of Income tax	296	(173)	(960)	
	296	(173)	(960)	
Current year Deferred tax				
provision	·	**	PN	
	296	(173)	(960)	



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Quarterly report on consolidated results the second financial quarter ended 30th September 2014

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B6 Other Investments

RM 30 th Sept 2014	RM 31 st March 2014
#	
3,035,040	3,035,040
29,611	29,611
3,064,651	3,064,651
2,999,838	2,999,838
(1,023,112)	(882,061)
1,976,726	2,117,777
5,041,377	5,182,428
1,500,000	1,500,000
6,541,377	6,682,428
Street All Street and	
3,140,440	3,035,040
29,611	29,611
2,400,016	2,550,017
	30 th Sept 2014 3,035,040 29,611 3,064,651 2,999,838 (1,023,112) 1,976,726 5,041,377 1,500,000 6,541,377 3,140,440 29,611

B7 Status of corporate proposals

On 12 August 2014, Public Investment Bank Berhad ("PIVB") announced on behalf of the Company that Bursa Malaysia Securities Berhad had, vide its letter dated 12 August 2014, approved the following:

- a) admission up to 150,205,007 Warrants C to the Official List of the Main Market of Bursa Securities and the listing of and quotation for the Warrant C;
- b) the listing of and quotation for up to 300,410,014 Rights Shares to be issued pursuant to the Proposed Rights Issue with Warrants;
- c) the listing of and quotation for 1,045,045 new additional warrants arising from the adjustment to the number of Warrants B as a result of Proposed Rights Issue with Warrants ("Additional Warrants B") and
- d) the listing of and quotation for up to 150,205,007 new SMPC Shares to be issued arising from the exercise of the Warrants C and up to 1,045,045 new SMPC Shares to be issued arising from the exercise of the Additional Warrants B, on the Main Market of Bursa Securities.

On 26 September 2014, the shareholders of the Company had approved the resolution pertaining to the Proposed Rights Issue with Warrants at the Extraordinary General Meeting held on the even date.

On 25 November 2014, PIVB announced on behalf of the Company that the Rights Issue with Warrants was completed following the listing of 21,423,150 Rights Shares together with the Warrants C on the Main Market of Bursa Malaysia Securities Berhad on 25 November 2014.



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B8 Group borrowings and debt securities

There were no bank borrowings other than as detailed below and debt securities as at the end of the reporting period.

	Short Term	Long Term
	RM '000	RM '000
Secured		
Bankers' acceptances	641	-
Bank Overdraft	66	**
Term loan	13,171	8,452
Hire Purchase Loan	-	2,863
		50° 50° 50° 50° 50° 50° 50° 50° 50° 50°
	13,878	11,315

B9 Material litigation

a) Kuala Lumpur High Court, Civil Suit No.22NCC-177-05/2014

On 13 June 2014, the Company together with SMPC Industries Sdn. Bhd. ("SISB"), Mr. Ooi Chieng Sim ("OCS") and Affin Bank Berhad ("Affin") ("the Defendants") was served with a writ of summons and statement of claim dated 22 May 2014 by a former director of the Company, Machendran a/l Pitchai Chetty ("the Plaintiff").

The Writ of Summons arose from the Plaintiff's claims on the following:

- (a) The Plaintiff seeks a declaration that he be relieved of his personal guarantee of RM18,000,000 issued in favour of Affin for a term loan granted to SISB,
- (b) In the alternative, the Company and SISB be ordered to make good/or otherwise indemnify the Plaintiff to the full extent of the term loan outstanding to Affin,
- (c) Unspecified sum of general damages to be ascertained from the date the Plaintiff relinquished his position as Managing Director of the Company in August 2013 until the Plaintiff is relieved of the personal guarantee, and
- (d) General damages against the Defendants with interest of 5% per annum from the date of judgement to the date of realisation and costs.

The Company, SISB and OCS have filed Memorandum of Appearance on 26 June 2014 and thereafter Defence was filed on 07 July 2014.

The Company, SISB and OCS have also filed an application for transfer of proceedings to Penang Court on 08 August 2014 which was eventually dismissed with costs in the cause.

Subsequently a Consent Judgment has been entered between the Plaintiff and Affin on 17 September 2014, whereby Affin has agreed to discharge Plaintiff as the guarantor.

The Court on 1^{st} October 2014 have fixed a new date of 23-25 March 2015 as hearing date for the full trial from 19-20 November 2014 previously.



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However, the Plaintiff on 04 November 2014 has filed in an application to amend his statement of claim and the Company and SISB's solicitors will be filing an Affidavit In Reply to object to its amendment. The court has fixed on 05 December 2014 for the hearing application of the amendment.

Prior to the writ of summons and statement of claim, the Company has on 27 February 2014 announced that it proposes to undertake a Rights Issue with Warrants, which was approved by Bursa Malaysia Securities Berhad on 12 August 2014 which part of the proceeds will be utilised to settle the outstanding term loan.

b) Penang Session Court, Summons No.A52NCC-156-07/2014

On 09 July 2014, the Company together with a subsidiary of the Company, Park Avenue Construction Sdn. Bhd. ("PAC") have filed a civil suit against Machendran a/l Pitchai Chetty to recover the sum of RM279,696.00 including interest at 5% per annum on the said amount calculated from 17 June 2014 until date of realisation and cost for breach of fiduciary duties as a director of the Company and of the subsidiary.

Subsequently the matter has been transferred to Butterworth Sessions' court and thereafter the Defendant has filed his Defence and Counter claim on 29 September 2014. Amongst his counter claim was for the outstanding salary of RM156,455.65 together with EPF which were due and owe by the Company and PAC. The Company and PAC then filed their Reply and Defence towards Defendant's Counter Claim on 17 October 2014.

The court now has instructed parties to file bundles of documents and the matter is now fixed on 22 December 2014 for mention.

Except the above, there are no material litigations pending as at the date of this announcement.

B10 Dividend

The Board of Directors of the Company has not recommended any dividend for the period ended 30 September 2014.

B11 Dividend Payable

The Company announced on 6 November 2014, that distribution of treasury shares as share dividend at the ratio of one (1) treasury share for every twenty (20) existing ordinary shares of RM1 each held in the Company on the entitlement date of 11 December 2014. The distribution date on the treasury shares is on 5 January 2015.

B12 Earnings per share

- (i) Basic earnings per ordinary share

 The earnings per share is calculated by dividing the net profit attributable to shareholders of RM62,762 by the number of ordinary shares in issue during the current quarter after treasury shares of 52,122,959.
- (ii) Diluted earnings per ordinary share The diluted earnings per share is not presented as the assumed conversion of potential ordinary share are anti-dilutive.

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B12 Realised and unrealised profits/losses disclosure

The retained profits as at 30 September 2014 and 31 March 2014 is analysed as follows:-

	Current financial period	As at the end of last financial year
	30 Sept 2014 RM'000	31 March 2014 RM'000
Total retained profit/ (accumulated loss) of the		
Company and its subsidiaries: - Realised	(28,323)	(25,182)
- Unrealised	(28,323)	(3,204)
	(28,323)	(28,386)
Less: Consolidation adjustments	45,306	45,306
Total Group retained profit as per consolidated financial statements	16,983	16,920