

Quarterly report on consolidated results for the fourth financial quarter ended 31st March 2015

Condensed Consolidated Statements of Comprehensive Income for the fourth financial quarter ended 31st March 2015

(The figures have not been audited)

| | 3 months ended | | 12 months ended | |
|--|---------------------------|---------------------------|---------------------------|---------------------------|
| | 31st March 2015 RM'000 | 31st March 2014 RM'000 | 31st March 2015 RM'000 | 31st March 2014 RM'000 |
| Revenue | 46,701 | 33,418 | 136,596 | 143,602 |
| Operating Expenses | (43,795) | (35,921) | (133,484) | (140,202) |
| Other operating income | 311 | 2,289 | 2,469 | 3,227 |
| Profit/ (loss) from operations | 3,217 | (214) | 5,581 | 6,627 |
| Finance costs | (374) | (451) | (1,480) | (2,007) |
| Profit/ (loss) before tax | 2,843 | (665) | 4,101 | 4,620 |
| Income tax expense | 531 | (311) | 31 | (1,633) |
| Profit/ (loss) for the period | 3,374 | (976) | 4,132 | 2,987 |
| Other comprehensive income/ (loss), net of tax | | | | |
| Fair value adjustment on available for sale financial assets | 72 | 818 | 72 | 818 |
| Foreign currency translation differences for foreign operation | - | 700 | - | 700 |
| Current year foreign currency translation on share of MI | - | (214) | - | (214) |
| Total other comprehensive income | 72 | 1,304 | 72 | 1,304 |
| Total comprehensive income for the year | 3,446 | 328 | 4,204 | 4,291 |
| Attributable to: | | | | |
| Equity holders of the parent | 3,372 | (972) | 4,130 | 2,925 |
| Non - controlling interest | 2 | (4) | 2 | 62 |
| | 3,374 | (976) | 4,132 | 2,987 |
| Total comprehensive income attributable to: | | | | |
| Equity holders of the parent | 3,446 | 255 | 4,202 | 4,285 |
| Non - controlling interest | - | 73 | 2 | 6 |
| | 3,446 | 328 | 4,204 | 4,291 |
| Basic - sen | 4.51 | (2.06) | 5.52 | 6.15 |

The condensed consolidated income statements should be read in conjunction 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 fourth financial quarter ended 31st March 2015

Condensed Consolidated Statements of Financial Position as at 31st March 2015
(The figures have not been audited)

| | As at 31st March 2015 RM RM'000 | As at 31st March 2014 RM RM'000 |
|---|--|--|
| ASSETS | | |
| Non-current assets | | |
| Property, plant & equipment | 70,084 | 67,849 |
| Investment Properties | 37,740 | 36,212 |
| Other investments | 7,612 | 6,682 |
| | <u>115,436</u> | <u>110,743</u> |
| Current assets | | |
| Inventories | 11,336 | 13,445 |
| Trade receivables | 32,014 | 24,009 |
| Other receivables | 5,998 | 13,293 |
| Cash and bank balances | 3,921 | 4,544 |
| | <u>53,269</u> | <u>55,291</u> |
| TOTAL ASSETS | <u>168,705</u> | <u>166,034</u> |
| EQUITY AND LIABILITIES | | |
| Equity attributable to equity holders of the parent | | |
| Share capital | 77,978 | 54,705 |
| Share premium | 11,787 | 18,063 |
| Treasury Shares | (3,182) | (2,573) |
| Other reserves | 1,069 | 880 |
| ICULS- Equity reserve | 22,064 | 22,249 |
| Warrants reserve | 81 | 81 |
| Retained earnings | 21,052 | 16,920 |
| | <u>130,849</u> | <u>110,325</u> |
| Minority interests | (125) | 7,614 |
| Total equity | <u>130,724</u> | <u>117,939</u> |
| Non-current liabilities | | |
| Retirement benefit obligations | 560 | 1,304 |
| Reserve on Consolidation | (263) | |
| Borrowings | 11,626 | 10,373 |
| Deferred tax liabilities | 3,443 | 3,991 |
| | <u>15,366</u> | <u>15,668</u> |
| Current liabilities | | |
| Borrowings | 3,180 | 15,333 |
| Trade payables | 10,728 | 11,538 |
| Other payables | 8,696 | 4,462 |
| Provision for taxation | 11 | 1,094 |
| | <u>22,615</u> | <u>32,427</u> |
| Total liabilities | <u>37,981</u> | <u>48,095</u> |
| TOTAL EQUITY AND LIABILITIES | <u>168,705</u> | <u>166,034</u> |
| Net asset per share attributable to ordinary equity holders of the parent (RM) | 1.75 | 2.12 |

The condensed consolidated balance sheet should be read in conjunction 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 fourth financial quarter ended 31st March 2015

Condensed Consolidated Statements of Cash Flow for the fourth financial quarter ended 31st March 2015

(The figures have not been audited)

| | 12 months ended | |
|---|------------------------------------|------------------------------------|
| | As at 31st March 2015 RM'000 | As at 31st March 2014 RM'000 |
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit before taxation | 4,101 | 4,620 |
| Depreciation | 3,423 | 3,469 |
| Share premium | (6,276) | - |
| KULS | (185) | - |
| Increase in share capital | 23,273 | - |
| Treasury shares | (609) | - |
| Provision for doubtful debts | 10 | - |
| Retirement Benefit paid | (744) | - |
| Dividend income | - | (97) |
| Bad Debts | - | 2,024 |
| Change in fair value of Investment Properties | - | (777) |
| Gain on disposal of Investment in a subsidiary | - | (56) |
| Gain on disposal of property, plant and equipment | - | (1,297) |
| Impairment loss on receivables | - | 397 |
| Reversal of impairment loss on receivables | - | (326) |
| Property, plant and equipment written off | - | 107 |
| Equity settled share based payment transactions | - | 368 |
| Unrealised (gain)/loss on foreign exchange | - | (10) |
| Inventories written down | - | 175 |
| Interest income | - | (321) |
| Interest expense | 1,469 | 2,007 |
| Investment in subsidiaries | 638 | - |
| Operating profit before working capital changes | 25,100 | 10,283 |
| (Increase)/ Decrease in inventories | 2,109 | (2,202) |
| (Increase)/ Decrease in receivables | (1,256) | (5,260) |
| (Decrease)/ Increase in payables | 3,291 | (1,091) |
| Net change in intercompanies balance | 35 | - |
| Increase in retirement benefit obligations | - | 7 |
| Cash generated from/ (used in) operations | 29,279 | 1,737 |
| Income tax paid | (1,498) | (538) |
| Income tax refund | - | 159 |
| Interest paid | (1,469) | (1,363) |
| Net cash from/ (used in) operating activities | 26,312 | (5) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Acquisition of property plant and equipment | (7,186) | - |
| Dividend received | - | 97 |
| Acquisition of investment | (8,849) | - |
| Interest received | - | 321 |
| Subsequent expenditure on investment properties | - | (5,519) |
| Purchase of property, plant and equipment | - | (3,095) |
| Proceeds from disposal of property, plant and equipment | - | 1,559 |
| Purchase of investment properties | - | (1,012) |
| Disposal of subsidiary | - | 2,930 |
| Net cash from/ (used in) investing activities | (16,035) | (4,719) |



Quarterly report on consolidated results for the fourth financial quarter ended 31st March 2015

Condensed Consolidated Statements of Cash Flow for the fourth financial quarter ended 31st March 2015
(The figures have not been audited)

| | 12 months ended | |
|---|------------------------------------|------------------------------------|
| | As at 31st March 2015 RM'000 | As at 31st March 2014 RM'000 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from issuance of shares pursuant to ESOS of transaction costs | - | 385 |
| Repurchase of treasury shares | - | 5,248 |
| Repayment of bankers acceptance | - | (6,000) |
| Dividend paid | - | (327) |
| Net changes in short term borrowings | (11,579) | (1,865) |
| Repayment of term loans | - | - |
| Repayment of finance lease | (755) | (1,364) |
| (Repayment)/ proceeds of HP borrowings | - | (235) |
| | <u>2,008</u> | <u>-</u> |
| | (10,326) | (4,148) |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | (49) | (8,872) |
| CASH AND CASH EQUIVALENTS AT BEGINNING | <u>3,562</u> | <u>12,434</u> |
| CASH AND CASH EQUIVALENTS AT END | <u><u>3,513</u></u> | <u><u>3,562</u></u> |
| Represented by: | | |
| Cash and bank balances | 3,921 | 4,038 |
| Bank overdrafts | (408) | (476) |
| | <u>3,513</u> | <u>3,562</u> |

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 fourth financial quarter ended 31st March 2015

Condensed Consolidated Statement of Changes in Equity for the fourth financial quarter ended 31st March 2015

| | -----Atributable to Equity Holders of the Parent----- | | | | | | | Minority Interest | Total Equity | |
|--|---|--|-----------------------------|-----------------|------------------|---------------|--------------------|-------------------|--------------|----------------|
| | Share capital | Irredeemable Convertible Unsecured Loan Stocks | -----Non-Distributable----- | | | | Accumulated profit | | | Total |
| | | | Share premium | Treasury shares | Warrants reserve | Other reserve | | | | |
| RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | |
| 12 months ended 31st March 2014 | | | | | | | | | | |
| As at 1 April 2013 | 48,489 | 22,832 | 21,446 | - | 81 | (782) | 15,838 | 107,904 | 8,516 | 116,420 |
| Movements during the period (cumulative) | 6,216 | (583) | (3,383) | (2,573) | - | 1,662 | - | 1,339 | - | 1,339 |
| Net profit for the period | - | - | - | - | - | - | 1,082 | 1,082 | (902) | 180 |
| At 31st March 2014 | <u>54,705</u> | <u>22,249</u> | <u>18,063</u> | <u>(2,573)</u> | <u>81</u> | <u>880</u> | <u>16,920</u> | <u>110,325</u> | <u>7,614</u> | <u>117,939</u> |
| 12 months ended 31 March 2015 | | | | | | | | | | |
| 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) | 23,273 | (185) | (6,276) | (609) | - | 189 | - | 16,392 | (7,739) | 8,653 |
| Net profit for the period | - | - | - | - | - | - | 4,132 | 4,132 | - | 4,132 |
| At 31st March 2015 | <u>77,978</u> | <u>22,064</u> | <u>11,787</u> | <u>(3,182)</u> | <u>81</u> | <u>1,069</u> | <u>21,052</u> | <u>130,849</u> | <u>(125)</u> | <u>130,724</u> |

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.

EXPLANATORY NOTES : (AS PER MFRS 134)

A1 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.

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

| | |
|---------------------|---|
| 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 | |

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.

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

| | Revenue (RM) | Profit/ (loss) From Operations (RM) |
|---------------|--------------------|-------------------------------------|
| Manufacturing | 72,786,756 | 3,862,641 |
| Trading | 61,406,574 | (873,558) |
| Others | 2,402,793 | 2,591,778 |
| | <u>136,596,123</u> | <u>5,580,861</u> |

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 cyclical 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.

EXPLANATORY NOTES: (AS PER BURSA SECURITIES LISTING REQUIREMENT – PART A OF APPENDIX 9B)**A10 Issuances and repayments of debts and equity securities**

The Company repurchased 160,100 of its issued ordinary shares from the open market on 23 February 2015.

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.

A11 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

| | 12 months ended | |
|---------------------------|-----------------|---------------|
| | 31 March 2015 | 31 March 2014 |
| Revenue | 46,701 | 33,418 |
| Profit/ (loss) before tax | 2,843 | (665) |

The Group's revenue for the 4th quarter ended 31st March 2015 recorded at RM46.701million, compare to revenue of RM33.418million for the preceding year correspondence quarter. Revenue increase about 39.74% mainly due to increase in quantity of Metal Roofing and Cable support Division.

The Group made profit before tax of RM2,843 million for the 4th quarter ended 31st March 2015 compare to loss before tax of RM (665) million for the preceding year corresponding quarter mainly Contributed by Projects in Manufacturing Division.

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

| | 3 months ended | |
|-------------------|----------------|-------------|
| | 31 March 2015 | 31 Dec 2014 |
| Profit before tax | 2,843 | 1,022 |

The Group posted profit before tax of RM2,843million for the 4th quarter ended 31st March 2015 compare to profit before tax of RM1.022million for the immediate preceding quarter.

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:-

| | Current Year Quarter 31/03/2015 RM'000 | Cumulative Quarters | |
|-------------------------------------|--|--|---|
| | | Current Year To Date 31/03/2015 RM'000 | Preceding Year Corresponding Period 31/03/2014 RM'000 |
| Current year expense | - | - | - |
| Provision of Income tax | 531 | 31 | (1,633) |
| | 531 | 31 | (1,633) |
| Current year Deferred tax provision | - | - | - |
| | 531 | 31 | (1,633) |

B6 Other Investments

| | RM 31 st March 2015 | RM 31 st March 2014 |
|---|-----------------------------------|-----------------------------------|
| Non-current | | |
| Available for sale financial assets: | | |
| - Shares quoted in Malaysia, | 5,464,795 | 3,035,040 |
| - Quoted unit trusts in Malaysia, at cost | 29,611 | 29,611 |
| | 5,494,406 | 3,064,651 |
| - Unquoted shares, at cost | 2,999,838 | 2,999,838 |
| - Less: Accumulated impairment losses | (882,061) | (882,061) |
| | 2,117,777 | 2,117,777 |
| | 7,612,183 | 5,182,428 |
| Held to maturity investments: | | |
| - Loan stocks quoted in Malaysia, at cost | - | 1,500,000 |
| | 7,612,183 | 6,682,428 |
| Market value of: | | |
| - Shares quoted in Malaysia | 5,310,854 | 3,035,040 |
| - Quoted unit trusts | 29,611 | 29,611 |
| - Loan stocks quoted in Malaysia | - | 2,550,017 |
| | 5,340,465 | 5,614,668 |

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.

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 RM '000 | Long Term RM '000 |
|----------------------|-----------------------|----------------------|
| Secured | | |
| Bankers' acceptances | 587 | - |
| Bank Overdraft | 414 | - |
| Term loan | 1,017 | 7,681 |
| Hire Purchase Loan | 1,162 | 3,945 |
| | ----- | ----- |
| | 3,180 | 11,626 |
| | ===== | ===== |

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 Plaintiff has filed an application to amend his Statement of Claim on 4 November 2014 and the said application was granted on 5 December 2014.

Upon receiving Plaintiff's amended Statement of Claim dated 5 December 2014 and filing our amended Defence on 19 December 2014, Plaintiff has then filed in an application for discovery of documents against the Company and SISB. However, Plaintiff's application for discovery of documents was dismissed with costs of RM3,000 payable to the Company and SISB on 9 February 2015.

a) Kuala Lumpur High Court, Civil Suit No.22NCC-177-05/2014 (con't)

In the meantime, the Company has also filed an application to add in a counter claim against Plaintiff for the sum of RM450,349.80 pursuant to the terms in the Cooperation Agreement dated 07 June 2011. The Court has fixed for hearing on 16 February 2015 for the Company's application.

The Court on 1st October 2014 have fixed a new date of 22-23 March 2015 as hearing date for the full trial from 19 – 20 November 2014 previously.

Both parties have attended full trial on 22.23 March 2015, whereby the Plaintiff has given his statement and cross examined by the Defendant's lawyers. The Court has fixed 9-10 July 2015 and 24 July 2015 for continued full trial.

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 with Affin which currently fully settled.

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") ("Plaintiff") have filed a civil suit against Machendran a/l Pitchai Chetty ("Defendant") 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.

Defendant has filed an application to amend his Defence and Counter Claim on 15 January 2015, whereby the Company has no objection against the application. Defendant filed his amended Defence and counter claim on 13 February 2015 Both Parties have filed Ikatasn Pliding and Ikatan Dokumen Bersama The Court has fix on 09 June 2015 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 31 March 2015.

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 was done 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 RM4,130,521 by the number of ordinary shares in issue during the current quarter after treasury shares of 74,795,591.
- (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.

B12 Realised and unrealised profits/losses disclosure

The retained profits as at 31 March 2015 and 31 March 2014 is analysed as follows:-

| | Current financial period | As at the end of last financial year |
|---|-----------------------------|--|
| | 31 March 2015 RM'000 | 31 March 2014 RM'000 |
| Total retained profit/ (accumulated loss) of the Company and its subsidiaries: | | |
| - Realised | (24,254) | (25,182) |
| - Unrealised | - | (3,204) |
| | <u>(24,254)</u> | <u>(28,386)</u> |
| Less: Consolidation adjustments | 45,306 | 45,306 |
| Total Group retained profit as per consolidated financial statements | <u>21,052</u> | <u>16,920</u> |