

## Quarterly report on consolidated results for the first financial quarter ended 30 June 2016

<u>Condensed Consolidated Statements of Comprehensive Income for the first financial quarter ended 30 June 2016</u> (The figures have not been audited)

	3 month	3 months ended		3 months ended	
	31st March 2016 RM'000	31st March 2015 RM'000	31st March 2016 RM'000	31st March 2015 RM'000	
Revenue	30,946	26,668	30,946	26,668	
Operating Expenses	(31,067)	(25,777)	(31,067)	(25,777)	
Other operating income	616	218	616	218	
Profit from operations	495	1,109	495	1,109	
Finance costs	(234)	(228)	(234)	(228)	
Profit before tax	261	881	261	881	
Income tax expense	(97)	(161)	(97)	(161)	
Profit for the year	164	720	164	720	
Total comprehensive income for the year	164	720	164	720	
Profit Attributable to: Owners of the parent Non - controlling interests	164	720 -	164	720	
	164	720	164	720	
Total comprehensive income attributable to: Owners of the parent Non - controlling interests	164 	720 	164 	720 	
	104	120	104	720	
Basic - sen	0.24	1.02	0.24	1.02	

The condensed consolidated income statements should be read in conjuction with the audited financial statements for the year ended 31st March 2016 and the accompanying explanatory notes attached to the interim financial statements.



## Quarterly report on consolidated results for the first financial quarter ended 30th June 2016

# Condensed Consolidated Statements of Financial Position as at 30th June 2016 (The figures have not been audited)

	As at 30 June 2016 RM RM'000	As at 31 March 2016 RM RM'000
ASSETS		
Non-current assets		
Property, plant & equipment	69,443	70,728
Investment Properties	38,940	38,940
Other investments	2,669	2,362
	111,052	112,030
<b>5</b>		
Current assets	14.050	10.525
Inventories	14,879	12,737
Trade receivables	23,885	23,748
Other receivables	3,881	3,100
Tax recoverable	437	484
Cash and bank balances	6,914	4,698
MOTAL ACCOUNTS	49,996	44,767
TOTAL ASSETS	161,048	156,797
EQUITY AND LIABILITIES Equity attributable to equity holders of the parent Share capital Share premium Treasury Shares Other reserves ICULS- Equity reserve	70,851 11,831 (2,236) 2,684 22,064	70,851 11,831 (2,236) 2,684 22,064
Warrants reserve	81	81
Retained profits	18,725	18,561
-	124,000	123,836
Non-controlling interests	(127)	(127)
Total equity	123,873	123,709
Non-current liabilities		
Borrowings	9,430	9,101
Deferred tax liabilities	3,361	3,361
	12,791	12,462
Current liabilites		
Borrowings	6,230	4,497
Trade payables	11,982	9,516
Other payables	6,172	6,457
Provision for taxation	(AT.)	156
	24,384	20,626
Total liabilities	37,175	33,088
TOTAL EQUITY AND LIABILITIES	161,048	156,797
Net asset per share attributable to ordinary equity holders of the parent (RM)	1.81	1.80

The condensed consolidated balance sheet should be read in conjuction with the audited financial statements for the year ended 31st March 2016 and the accompanying explanatory notes attached to the interim financial statements.



## Quarterly report on consolidated results for the first financial guarter ended 30 June 2016

# Condensed Consolidated Statements of Cash Flows for the first financial quarter ended 30 June 2016 (The figures have not been audited)

	3 months ended		
	As at	As at	
	30 June 2016	30 June 2015	
	RM'000	RM'000	
CASH FLOW FROM OPERATING ACTIVITIES			
Profit before taxation	261	881	
Adjustments for:			
Depreciation	1,055	991	
Share redemption reserve	100	2,258	
Share cancellation		(7,722)	
Other investments	(308)	1	
Treasury shares		3,182	
Fair value adjustments	-	2	
Interest expense	234	225	
Operating profit before working capital changes	1,242	(183)	
(Increase)/ decrease in inventories	(2,143)	(3,644)	
(Increase)/ decrease in receivables	(922)	6,378	
(Decrease)/ increase in payables	2,379	(233)	
Cash generated from/ (used in) operations	556	2,318	
Income tax paid	(100)	(370)	
Interest paid	(234)	(225)	
Net cash from/ (used in) operating activities	222	1,723	
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property plant and equipment	231	(1,466)	
Proceeds from disposal of other investments		611	
Net cash from/ (used in) investing activities	231	(855)	
		(355)	



## Quarterly report on consolidated results for the first financial quarter ended 30 June 2016

# <u>Condensed Consolidated Statements of Cash Flows for the first financial quarter ended 30 June 2016</u> (The figures have not been audited)

3 months ended

	As at 31st March 2016 RM'000	As at 31st March 2015 RM'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Net changes in short term borrowings	2,035	(222)
Proceeds/ (repayment) of term loans	(811)	(431)
(Repayment)/ proceeds of HP borrowings	1,140	927
	2,364	274
NET INCREASE IN CASH AND CASH EQUIVALENTS	2,817	1,142
CASH AND CASH EQUIVALENTS AT BEGINNING	4,097	3,406
CASH AND CASH EQUIVALENTS AT END	6,914	4,548
Represented by:		
Cash and bank balances	6,914	4,137
Bank overdrafts	180	411
	6,914	4,548

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 March 2016 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Changes in Equity for the first financial guarter ended 30 June 2016

			Attribut	table to Own	ere of the Parent					
	Share capital	Share premium	Treasury shares	Other reserve	Irredeemable Convertible Unsecured Loan Stocks	Warrants reserve	Retained profits	Total	Non Comtrolling Interest	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
3 months ended 30 June 2015 As at 1 April 2015	77,978	11,787	(3,182)	725	22,064	81	21,005	130,458	(125)	130,333
Movements during the period	(7,722)	-	3,182	2,260	548	-		(2,280)	-	(2,280)
(cumulative) Net profit for the period	:0:	-	3	-		-	721	721	-	721
At 30 June 2015	70,256	11,787	-	2,985	22,064	81	21,726	128,899	(125)	128,774
3 months ended 30 June 2016 As at 1 April 2016	70,851	11,831	(2,236)	2,684	22,064	81	18,561	123,836	(127)	123,709
Movements during the period (cumulative)	-	<b>-</b> 5	-	-	32	¥	-	-	2	-
Net profit for the period	-	£	-	-		15	164	164	.5	164
At 30 June 2016	70,851	11,831	(2,236)	2,684	22,064	81	18,725	124,000	(127)	123,873

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 March 2016 and the accompanying explanatory notes attached to the interim financial statements.

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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 2016.

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 31<sup>st</sup> March 2016.

#### 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

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

Defined Benefit Plans: Employee Contributions

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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

Financial Instrument: Disclosures - Mandatory Date

MFRS 7

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, 2016.



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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 2016 was not subject to any audit qualification.

#### A4 Segmental reporting

Segmental analysis for the current financial year to-date

	Revenue (RM)	Profit From Operations (RM)
Manufacturing	30,271,183	177,357
Trading	100,355	14,093
Others	574,447	303,183
	30,945,985	494,633

#### 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 2016.



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

## A10 Issuances and repayments of debts and equity securities

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 except as disclosed.

#### 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 2016 and the date of this announcement.

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

#### 3 months ended

	31 March 2016	31 March 2015
Revenue	30,946	26,668
(Loss)/profit before tax	261	881

The Group's revenue for the 1st quarter ended 30 June 2016 recorded as RM30.946 million, compared to revenue of RM26.668 million for the preceding year correspond quarter. Turnover increase by RM4,278 million (16%) mainly attributed to the increased of revenue (from RM8,585 million to RM13,823 million) in the Process of metal recycling division.

The Group made profit before tax of RM0.260 million for the 1st quarter ended 30 June 2016 compare to profit of RM0.881 million for the preceding year corresponding quarter. The reduction in profit mainly contributed by weaker market demand and declining selling prices.



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

#### 3 months ended

	30 June 2010	31 March 2010
Revenue	30,946	32,612
Profit/ (loss) before tax	261	(3,347)

The Group's registered revenue of RM30.946 million for the current quarter under review as compared to RM32.612 million in the preceding quarter.

The Group made profit before tax of RM0.261million for current quarter, compared to loss before tax of RM3.347 million for the preceding quarter. In previous quarter the loss mainly contributed by impairment loss of investments in SMPC Industries India Pvt. Ltd. of India (RM0.697million) and Thai Strapping Ltd of Thailand (RM2.118million)

## B3 Prospects of the current financial year

The Board of Directors is of the view that the business environment for the manufacturing and trading of steel products will be challenging due to the volatility of foreign currency, steel prices and the general slowdown in the construction and other related industry.

### B4 Variance of actual profit from forecast profit

This is not applicable to the Group.

#### **B5** Taxation

Taxation comprises:-

		Cumula	tive Quarters
	Current	Current	Preceding Year
	Year	Year	Corresponding
	Quarter	To Date	Period
	30/06/2016	30/06/2016	30/06/2015
	RM'000	RM'000	RM'000
Current year expense	-	-	¥
Provision of Income tax	(97)	(97)	(161)
Current year Deferred tax	(97)	(97)	(161)
provision		5 <del>-</del>	-
	(97)	(97)	(161)



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## **B6** Other Investments

	RM	RM
	31st March 2016	31st March 2015
Non-current		
Available for sale financial assets:		
- Shares quoted in Malaysia,	2,641,008	2,333,297
- Quoted unit trusts in Malaysia, at cost	28,471	28,471
	2,669,479	2,361,768
- Unquoted shares, at cost	2,999,838	2,999,838
- Less: Accumulated impairment losses	(2,999,837)	(2,999,837)
	1	1
	2,669,480	2,361,769
Market value of:		
- Shares quoted in Malaysia	2,217,480	2,333,297
- Quoted unit trusts	28,471	28,471
- Debentures*	<u>-</u>	67,500

<sup>\*</sup>Debentures comprise free warrants from an investment in shares quoted in Malaysia.

## B7 Status of corporate proposals

There were no corporate proposals at the date of issue of the quarterly report.



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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 RM '000	Long Term RM '000
Secured		14.1 000
Bankers' acceptances	766	_
Term loan	1,464	6,084
Revolving credit	4,000	•
Hire Purchase Loan	-	3,346
	6,230	9,430

#### **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") were 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 Company and SISB be ordered to make good/or otherwise indemnify the Plaintiff to the full extent of the term loan outstanding to Affin,
- (b) 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;
- (c) and General damages against the Defendans with interest of 5% per annum from the date of judgment 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.

Thereafter, 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 RM3,000.00 payable to the Company and SISB on 9 February 2015.



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#### 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 07-06-2011, whereupon the Plaintiff has agreed to the application.

Full trial has commenced and the Plaintiff has been called as the witness on 23<sup>rd</sup> and 24<sup>th</sup> March 2015. Subsequently the full trial continued on the 9<sup>th</sup> and 10<sup>th</sup> July, and 24<sup>th</sup> July 2015. The Plaintiff thereafter has closed his case.

On 17<sup>th</sup> and 27<sup>th</sup> August 2015, Mr. Ng Chin Nam was called as witness for the 1<sup>st</sup> and 2<sup>nd</sup> Defendant. The matter went on and Mr. Ng Chin Nam was released as the 1<sup>st</sup> and 2<sup>nd</sup> Defendant witness on 27<sup>th</sup> August 2015.

Meanwhile, Dato' Lee Hean Guan was called up as the 2<sup>nd</sup> witness for 1<sup>st</sup> and 2<sup>nd</sup> Defendant on 19<sup>th</sup> January 2016 and subsequently Mr. Ooi Chieng Sim was also called as the 1<sup>st</sup> witness by his solicitor on 20<sup>th</sup> January 2016.

On 23<sup>rd</sup> June 2016, the 3<sup>rd</sup> Defendant's solicitor has concluded his case and therefore, the Judge has fixed on 4<sup>th</sup> August 2016 for parties to file in their written submission simultaneously and 18<sup>th</sup> August 2016 for parties to reply.

Finally the Judge has fixed Decision on 27th September 2016.

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") 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.

In the midst of preparing bundle of documents, 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.

As the claim and counter claim are above RM250,000.00, the Sessions Court Judge has transferred the matter to Sessions Court 1.



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## b) Penang Session Court, Summons No.A52NCC-156-07/2014 (con't)

Parties have filed in their Bundles of Documents respectively and the Court has fixed 15<sup>th</sup> and 16<sup>th</sup> March 2016 for full trial.

The Company and PAC have called Mr. Ng Chin Nam as the sole witness and whereas Defendant himself together with Mr. Sia Seow Cheng from Messrs Cheong Wai Meng & Van Buerle came as Defendant's witnesses.

After the full trial, the Court has fixed for parties to file written submission on  $27^{th}$  May 2016. Initially the Judge has fixed the matter for decision on  $27^{th}$  June 2016. However the Judge has further adjourned the matter to  $22^{nd}$  July 2016 for Decision.

Decision was delivered by the Sessions Court Judge today, whereby Plaintiff's claim for the sum of RM279,696.00 is allowed with costs and whereas Defendant's counter claim is dismissed with costs.

On 3<sup>rd</sup> August 2016, the Plaintiff's solicitor has received a Notice of Appeal dated 2<sup>rd</sup> August 2016 from Defendant's solicitor, Messrs Rommel & A. Nagarajan.

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 year ended 31 March 2017.

## **B11 Dividend Payable**

The Board of Directors of the Company has not recommended any dividend payable for the year ended 31 March 2017.

### B12 Earnings per share

- (i) Basic earnings per ordinary share

  The earnings per share is calculated by dividing the net loss attributable to owners of the parent of RM164,203 by the number of ordinary shares in issue during the current quarter after treasury shares of 68,615,184.
- (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 31 March 2016 and 31 March 2015 is analysed as follows:-

	Current financial period	As at the end of last financial year
	31 March 2016 RM'000	31 March 2015 RM'000
Total retained profit/ (accumulated loss) of the		
Company and its subsidiaries:		()
Realised	(25,708)	(22,511)
- Unrealised	=	(3,361)
	(25,708)	(25,872)
Less: Consolidation adjustments	44,433	44,433
Total Group retained profit as per	18,725	18,561
consolidated financial statements		