



Quarterly report on consolidated results for the second financial quarter ended 30 September 2016

Condensed Consolidated Statements of Comprehensive Income for the second financial quarter ended 30 September 2016

(The figures have not been audited)

	3 months ended		6 months ended	
	30th Sept 2016 RM'000	30th Sept 2015 RM'000	30th Sept 2016 RM'000	30th Sept 2015 RM'000
Revenue	21,629	31,690	52,575	58,358
Operating Expenses	(21,908)	(31,350)	(52,975)	(57,127)
Other operating income	3,873	532	4,489	750
Profit from operations	3,594	872	4,089	1,981
Finance costs	(224)	(228)	(458)	(456)
Profit before tax	3,370	644	3,631	1,525
Income tax expense	(1,027)	(72)	(1,124)	(233)
Profit for the year	2,343	572	2,507	1,292
Total comprehensive income for the year	2,343	572	2,507	1,292
Profit Attributable to:				
Owners of the parent	2,343	572	2,507	1,292
Non - controlling interests	-	-	-	-
	2,343	572	2,507	1,292
Total comprehensive income attributable to:				
Owners of the parent	2,343	572	2,507	720
Non - controlling interests	-	-	-	-
	2,343	572	2,507	720
Basic - sen	3.42	0.81	3.66	1.84

The condensed consolidated income statements should be read in conjunction 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 second financial quarter ended 30th September 2016

Condensed Consolidated Statements of Financial Position as at 30th September 2016

(The figures have not been audited)

	As at 30 Sept 2016 RM RM'000	As at 31 March 2016 RM RM'000
ASSETS		
Non-current assets		
Property, plant & equipment	70,202	70,728
Investment Properties	39,003	38,940
Other investments	(124)	2,362
	<u>109,081</u>	<u>112,030</u>
Current assets		
Inventories	14,084	12,737
Trade receivables	23,962	23,748
Other receivables	7,105	3,100
Tax recoverable	-	484
Cash and bank balances	8,949	4,698
	<u>54,100</u>	<u>44,767</u>
TOTAL ASSETS	<u>163,181</u>	<u>156,797</u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	70,851	70,851
Share premium	11,831	11,831
Treasury Shares	(2,294)	(2,236)
Other reserves	2,378	2,684
ICULS- Equity reserve	22,064	22,064
Warrants reserve	81	81
Retained profits	21,068	18,561
	<u>125,979</u>	<u>123,836</u>
Non-controlling interests	<u>(127)</u>	<u>(127)</u>
Total equity	<u>125,852</u>	<u>123,709</u>
Non-current liabilities		
Borrowings	9,172	9,101
Deferred tax liabilities	3,361	3,361
	<u>12,533</u>	<u>12,462</u>
Current liabilities		
Borrowings	7,167	4,497
Trade payables	11,357	9,516
Other payables	5,832	6,457
Provision for taxation	440	156
	<u>24,796</u>	<u>20,626</u>
Total liabilities	<u>37,329</u>	<u>33,088</u>
TOTAL EQUITY AND LIABILITIES	<u>163,181</u>	<u>156,797</u>
Net asset per share attributable to ordinary equity holders of the parent (RM)	1.84	1.80

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



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Condensed Consolidated Statements of Cash Flow for the second financial quarter ended 30th September 2016

(The figures have not been audited)

	6 months ended	
	As at 30 Sept 2016 RM'000	As at 30 Sept 2015 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	3,631	1,525
Adjustments for:		
Depreciation	2,134	2,022
Share redemption reserve	-	2,258
Share cancellation	-	(7,722)
Other investments	2,486	611
Treasury shares	-	2,706
Fair value adjustments	(306)	2
Interest expense	450	453
Operating profit before working capital changes	<u>8,395</u>	<u>1,855</u>
(Increase)/ decrease in inventories	(1,347)	(6,895)
(Increase)/ decrease in receivables	(4,222)	8,016
(Decrease)/ increase in payables	1,263	2,394
Cash generated from/ (used in) operations	<u>4,089</u>	<u>5,370</u>
Income tax paid	(100)	(669)
Interest paid	(450)	(453)
Net cash from/ (used in) operating activities	<u>3,539</u>	<u>4,248</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
(Purchase)/ Proceeds of property plant and equipment	(1,671)	(2,154)
Proceeds from disposal of other investments	(58)	-
Net cash from/ (used in) investing activities	<u>(1,729)</u>	<u>(2,154)</u>



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Condensed Consolidated Statements of Cash Flows for the second financial quarter ended 30th September 2016

(The figures have not been audited)

	6 months ended	
	As at 30 Sept 2016 RM'000	As at 30 Sept 2015 RM'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Net changes in short term borrowings	2,971	(610)
Proceeds/ (repayment) of term loans	(1,095)	(696)
(Repayment)/ proceeds of HP borrowings	1,166	2,239
	<u>3,042</u>	<u>933</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	4,852	3,027
CASH AND CASH EQUIVALENTS AT BEGINNING	<u>4,097</u>	<u>3,406</u>
CASH AND CASH EQUIVALENTS AT END	<u>8,949</u>	<u>6,433</u>
Represented by:		
Cash and bank balances	8,949	5,232
Bank overdrafts	-	1,201
	<u>8,949</u>	<u>6,433</u>

The condensed consolidated cash flow statement should be read in conjunction 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 second financial quarter ended 30th September 2016

Condensed Consolidated Statement of Changes in Equity for the second financial quarter ended 30th September 2016

	----- Attributable to Owners of the Parent -----										
	Share capital	----- Non-Distributable -----					Warrants reserve	Retained profits	Total	Non Controlling Interest	Total Equity
		Share premium	Treasury shares	Other reserve	Irredeemable Convertible Unsecured Loan Stocks						
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
6 months ended 30 September 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 (cumulative)	(7,722)	-	2,706	2,260	-	-	-	(2,756)	-	(2,756)	
Net profit for the period	-	-	-	-	-	-	1,292	1,292	-	1,292	
At 30 September 2015	<u>70,256</u>	<u>11,787</u>	<u>(476)</u>	<u>2,985</u>	<u>22,064</u>	<u>81</u>	<u>22,297</u>	<u>128,994</u>	<u>(125)</u>	<u>128,869</u>	
6 months ended 30 September 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)	-	-	(58)	(306)	-	-	-	(364)	-	(364)	
Net profit for the period	-	-	-	-	-	-	2,507	2,507	-	2,507	
At 30 September 2016	<u>70,851</u>	<u>11,831</u>	<u>(2,294)</u>	<u>2,378</u>	<u>22,064</u>	<u>81</u>	<u>21,068</u>	<u>125,979</u>	<u>(127)</u>	<u>125,852</u>	

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31st March 2016 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 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 31st 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.



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	



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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, 2016.



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	51,283,773	3,626,153
Trading	141,180	(58,038)
Others	1,150,111	521,010
	-----	-----
	52,575,064	4,089,125
	=====	=====

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 cyclicity of operation

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

A8 Dividends Paid

No dividend was paid during the financial period ended 30 September 2016.

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.



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

A10 Issuances and repayments of debts and equity securities

During the quarter under review, the Company repurchased 120,000 shares of its issued share capital from open market at an average price of RM0.48 per share. As at 30 September 2016, out of the total 70,851,252 issued and fully paid ordinary shares 3,710,500 shares were held as treasury shares at an average purchase price of RM0.618. The share buyback transactions were financed by internally generated funds.

Save as disclosed above, there were no other issuances, cancellations, resale or repayments of debt and equity securities during the quarter ended 30 September 2016.

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 2016 and the date of this announcement.

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

	3 months ended	
	30 Sept 2016	30 Sept 2015
Revenue	RM'000 21,629	RM'000 31,690
Profit before tax	3,370	0.644

The Group's revenue for the 2nd quarter ended 30 September 2016 recorded as RM21,629 million, compared to revenue of RM31,690 million for the preceding year correspond quarter. Turnover decrease by RM10,061 million (31.75%) mainly attributed to the decreased of revenue in the trading of metal recycling division and completion of local project in metal roofing division.

The Group made profit before tax of RM3.370 Million for the 2nd quarter ended 30 September 2016 compare to profit of RM0.644 Million for the preceding year corresponding quarter The increased in profit mainly contributed by other operating income.



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

	3 months ended	
	30 Sept 2016	30 June 2016
Revenue	21,629	30,946
Profit before tax	3,370	0.261

The Group's registered revenue of RM21,629 million for the current quarter under review as compared to RM30,946 million in the preceding quarter.

The group made profit before tax of RM3.370 Million for current quarter compared to profit before tax of RM0.261 million for the preceding quarter. The increased in profit mainly contributed by other operating income.

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:-

	Current Year Quarter 30/09/2016 RM'000	Cumulative Quarters Current Year To Date 30/09/2016 RM'000	Preceding Year Corresponding Period 30/09/2015 RM'000
Current year expense	-	-	-
Provision of Income tax	(1,027)	(1,124)	(233)
	(1,027)	(1,124)	(233)
Current year Deferred tax provision	-	-	-
	(1,027)	(1,124)	(233)



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B6 Other Investments

	RM 30 th September 2016	RM 31 st March 2016
Non-current		
Available for sale financial assets:		
- Shares quoted in Malaysia	380,966	2,333,297
- Less: Fair value	(533,708)	-
- Quoted unit trusts in Malaysia, at cost	28,471	28,471
	(124,271)	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
	(124,272)	2,361,769
Market value of:		
- Shares quoted in Malaysia	325,462	2,333,297
- Quoted unit trusts	28,471	28,471
- Debentures*	-	67,500

*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.



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	2,003	-
Term loan	1,464	5,800
Revolving credit	3,700	-
Hire Purchase Loan	-	3,372
	-----	-----
	7,167	9,172
	=====	=====

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 Defendants 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.



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 23rd and 24th March 2015. Subsequently the full trial continued on the 9th and 10th July, and 24th July 2015. The Plaintiff thereafter has closed his case.

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

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

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

On 27th September 2016, the High Court has dismissed Plaintiff's claim. Thereafter there is no further appeal by Plaintiff until to-date.

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”) (“the Plaintiff”) have filed a civil suit against Machendran a/l Pitchai Chetty (“the 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.

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.

Parties have filed in their Bundles of Documents respectively and the Court has fixed 15th and 16th 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 27th May 2016. Initially the Judge has fixed the matter for decision on 27th June 2016. However the Judge has further adjourned the matter to 22nd 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 3rd August 2016, the Plaintiff’s solicitor has received a Notice of Appeal dated 2nd August 2016 from Defendant’s solicitor, Messrs Rommel & A. Nagarajan. However Messrs Kumar & Co. has taken over from Messrs Rommel & A. Nagarajan.

The appeal is fixed for case management on 09 December 2016.

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



B10 Dividends

The Board of Directors of the Company has declared the following dividends in respect of the financial year ending 31 March 2017:

- a first interim single tier dividend of RM0.02sen per ordinary share and a special dividend of RM0.03sen per ordinary amounting to RM3,357,038. Payment date on 19 October 2016. Entitlement date for the dividend is 05 October 2016.
- a second interim single tier dividend of RM0.02sen per ordinary share and a special dividend of RM0.05sen per ordinary amounting to approximately RM4,804,853, to be paid on 15 December 2016. Entitlement date for the dividend is 16 November 2016.

B11 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 RM2,507,055 by the number of ordinary shares in issue during the current quarter after treasury shares of 68,557,045.

(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 30 September 2016 and 31 March 2016 is analysed as follows:-

	Current financial period	As at the end of last financial year
	30 Sept 2016 RM'000	31 March 2016 RM'000
Total retained profit/ (accumulated loss) of the Company and its subsidiaries:		
- Realised	(23,365)	(22,511)
- Unrealised	-	(3,361)
	<hr/>	<hr/>
	(23,365)	(25,872)
Less: Consolidation adjustments	44,433	44,433
	<hr/>	<hr/>
Total Group retained profit as per consolidated financial statements	21,068 =====	18,561 =====