

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 MARCH 2016

	Individual Period		Cumulative Period	
	Current year quarter 31-Mar-16 RM'000	Preceding year Corresponding quarter 31-Mar-15 RM'000	Current year to date 31-Mar-16 RM'000	Preceding year corresponding year to date 31-Mar-15 RM'000
Revenue	7,805	7,009	7,805	7,009
Operating expenses	(8,418)	(8,120)	(8,418)	(8,120)
Other income	496	852	496	852
	(117)	(259)	(117)	(259)
Finance costs	(2,498)	(2,079)	(2,498)	(2,079)
Share of loss of associated companies	(5)	(5)	(5)	(5)
Loss before income tax	(2,620)	(2,343)	(2,620)	(2,343)
Income tax	31	(18)	31	(18)
Loss for the period	(2,589)	(2,361)	(2,589)	(2,361)
Other comprehensive income				
Currency translation differences	137	(422)	137	(422)
Total comprehensive loss for the period	(2,452)	(2,783)	(2,452)	(2,783)
Loss for the period attributable to:				
Equity holders of the Company	(2,587)	(2,359)	(2,587)	(2,359)
Non-controlling interest	(2)	(2)	(2)	(2)
	(2,589)	(2,361)	(2,589)	(2,361)
Total comprehensive loss attributable to:				
Equity holders of the Company	(2,450)	(2,781)	(2,450)	(2,781)
Non-controlling interest	(2)	(2)	(2)	(2)
	(2,452)	(2,783)	(2,452)	(2,783)
Basic loss per ordinary share attributable to equity holders of the Company (sen)	(2.15)	(1.96)	(2.15)	(1.96)

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the interim financial statements.)

HAI SAN RESOURCES BERHAD
COMPANY NO. 502213-D

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2016

	As at 31-Mar-16 (Unaudited) RM'000	As at 31-Dec-15 (Audited) RM'000
ASSETS		
<u>Non-current Assets</u>		
Property, plant and equipment	44,474	44,646
Investment in associated companies	17	22
	44,491	44,668
<u>Current Assets</u>		
Assets held for sales	4,166	4,547
Inventories	390	524
Trade receivables	13,070	11,673
Other receivables, deposits and prepayments	7,188	7,413
Current tax assets	1	1
Fixed deposit with licensed bank	5,919	-
Cash & bank balances	511	7,537
	31,245	31,695
TOTAL ASSETS	75,736	76,363
EQUITY AND LIABILITIES		
<u>Equity attributable to equity holders of the Company</u>		
Share capital	6,027	6,027
Reserves	(89,372)	(86,922)
	(83,345)	(80,895)
Non-controlling interest	(40)	(38)
TOTAL EQUITY	(83,385)	(80,933)
<u>Non-current Liabilities</u>		
Borrowings	213	217
Deferred tax	3,135	3,166
Other payables	7,700	8,460
	11,048	11,843
<u>Current Liabilities</u>		
Trade payables	3,486	4,283
Other payables & accruals	25,956	23,443
Borrowings	117,847	116,705
Current tax payable	784	1,022
	148,073	145,453
TOTAL LIABILITIES	159,121	157,296
TOTAL EQUITY AND LIABILITIES	75,736	76,363
Net liabilities per share attributable to equity holders of the Company (RM) (*)	(0.69)	(0.67)

* The net liabilities per share is based on the computation of total assets minus liabilities divided by total number of shares in circulation

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the interim financial statements.)

HAIAN RESOURCES BERHAD
COMPANY NO. 502213-D

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIOD ENDED 31 MARCH 2016

	Current year to date 31-Mar-16 RM'000	Preceding year corresponding year to date 31-Mar-15 RM'000
Cash Flows from Operating Activities		
Loss before tax	(2,620)	(2,343)
Adjustments:		
Non cash items	(256)	346
Share of loss of associated companies	5	5
Interest income	(2)	(7)
Interest expenses	2,498	2,079
Operating profit before changes in working capital	<u>(375)</u>	<u>80</u>
Net change in current assets	(3,564)	3,445
Net change in current liabilities	1,151	2,075
Cash generated from operations	<u>(2,788)</u>	<u>5,600</u>
Tax paid	(170)	(260)
Net cash (used in)/generated from operating activities	<u>(2,958)</u>	<u>5,340</u>
Cash Flow from Investing Activities		
Interest received	2	7
Purchase of property, plant and equipment	(46)	340
Net cash (used in)/generated from investing activities	<u>(44)</u>	<u>347</u>
Cash Flow from Financing Activities		
Interest paid	(2,498)	(2,079)
(Withdrawal)/Placement of deposits pledged	(5,919)	158
Net repayment of Bank borrowings	297	(1,106)
Net changes of revolving credits	(16)	175
Repayments of hire purchase and lease creditors	1	(368)
Net cash used in financing activities	<u>(8,135)</u>	<u>(3,220)</u>
Net change in cash and cash equivalents	(11,137)	2,467
Effects of foreign exchange differences	3,254	(2,628)
Cash & cash equivalents at beginning of financial period	<u>(50,582)</u>	<u>(52,295)</u>
Cash & cash equivalents at end of financial period	<u>(58,465)</u>	<u>(52,456)</u>
Cash and cash equivalents at the end of the financial period comprise the following:		
Bank overdrafts	(58,976)	(52,865)
Deposits with licensed banks	5,919	-
Cash and bank balances	511	409
	<u>(52,546)</u>	<u>(52,456)</u>
Less: Deposits with licensed banks	<u>(5,919)</u>	<u>-</u>
	<u>(58,465)</u>	<u>(52,456)</u>

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the interim financial statements.)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 MARCH 2016

	← Attributable to Equity Holders of the Company →					
	Share capital RM'000	Exchange Translation reserve RM'000	Accumulated losses RM'000	Total RM'000	Non- controlling interest RM'000	Total equity RM'000
3 months ended 31 March 2016						
Balance as at 1 January 2016	6,027	(955)	(85,967)	(80,895)	(38)	(80,933)
Currency translation differences	-	137	-	137	-	137
Other comprehensive loss	-	137	-	137	-	137
Loss after taxation	-	-	(2,587)	(2,587)	(2)	(2,589)
Total comprehensive loss for the period	-	137	(2,587)	(2,450)	(2)	(2,452)
Balance as at 31 March 2016	6,027	(818)	(88,554)	(83,345)	(40)	(83,385)

3 months ended 31 March 2015

Balance as at 1 January 2015	6,027	1,057	(77,146)	(70,062)	(29)	(70,091)
Currency translation differences	-	(422)	-	(422)	-	(422)
Other comprehensive loss	-	(422)	-	(422)	-	(422)
Loss after taxation	-	-	(2,359)	(2,359)	(2)	(2,361)
Total comprehensive loss for the period	-	(422)	(2,359)	(2,781)	(2)	(2,783)
Balance as at 31 March 2015	6,027	635	(79,505)	(72,843)	(31)	(72,874)

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the interim financial statements.)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

**PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS
 (“MFRS”) NO. 134: INTERIM FINANCIAL REPORTING**

A1. Basis of preparation

The condensed consolidated interim financial statements have been prepared under the historical cost convention unless specifically stated otherwise, as modified by the revaluation of certain properties.

The condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the requirements of MFRS 134: *Interim Financial Reporting* and Chapter 9.22 of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 December 2015 (“FYE 2015”). The 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 FYE 2015.

A2. Changes in accounting policies

The significant accounting policies and methods of computation adopted for the condensed consolidated interim financial statements are consistent with the audited financial statements for FYE 2015 except for the adoption of the following Amendments to MFRSs:-

Effective for financial periods beginning on or after 1 January 2016

Amendments to MFRS 5	<i>Non-Current Assets Held for Sale and Discontinued Operations (Annual Improvements To MFRSs 2012-2014 Cycle)</i>
Amendments to MFRS 7	<i>Financial Instruments (Annual Improvements to MFRSs 2012-2014 Cycle)</i>
Amendments to MFRS 10 and MFRS 128	<i>Sale or Contribution of Assets between an Investor And its Associate or Joint Venture</i>
Amendments to MFRS 11	<i>Accounting for Acquisitions of Interests in Joint Operations</i>
Amendments to MFRS 12	<i>Investment Entities: Applying the Consolidation Exception (Amendments to MFRS 10, MFRS 12 and MFRS 128)</i>
Amendments to MFRS 14	<i>Regulatory Deferral Accounts</i>
Amendments to MFRS 101	<i>Disclosure Initiative (Amendments to MFRS 101)</i>
Amendments to MFRS 116 and MFRS 138	<i>Clarification of Acceptable Methods on Depreciation and Amortisation</i>
Amendments to MFRS 119	<i>Employee Benefits (Annual Improvements to MFRSs 2012-2014 Cycle)</i>
Amendments to MFRS 127	<i>Equity in Separate Financial Statements</i>
Amendments to MFRS 128	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to MFRS 10 and MFRS 128)</i>
Amendments to MFRS 134	<i>Interim Financial Reporting Annual (Annual Improvements to MFRSs 2012-2014 cycle)</i>
Amendments to MFRS 138	<i>Clarification of Acceptable Methods of Depreciation and Amortisation (Amendments to MFRS 116 and MFRS 138)</i>

Effective for financial periods beginning on or after 1 January 2018

Amendments to MFRS 9	<i>Financial Instruments (IFRS 9 as issued by IASB in July 2014)</i>
Amendments to MFRS 15	<i>Revenue from Contracts with Customers</i>

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

The Group will adopt the above relevant pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any effect to the financial statements of the Group upon their initial application.

A3. Status of Annual Audited Financial Statements 2015

The auditors' report on the Group's most recent annual audited financial statements for the FYE 2015 was not subject to any audit qualification.

A4. Seasonal or cyclical factors

The business operations of the Group are generally not affected by any major seasonal or cyclical factors.

A5. Unusual item

There were no unusual items affecting assets, liabilities, equity, net income or cash flows to date.

A6. Changes in estimates

There were no changes in estimates of amounts reported in prior interim period of current financial year or in prior financial years that may have a material effect in the current quarter.

A7. Issuance/repayment of debts and equity securities

There were no issuance, cancellation, repurchase, resale or repayment of debts and equity securities in the current quarter.

A8. Dividends paid

No dividends were paid during the current quarter under review.

A9. Segmental reporting

The financial results by business segments for the three (3) months period ended 31 March 2016 are as follows:

	Engineering	Ice Manufacturing	Temperature- controlled logistics/ warehousing	Others	Elimination	Consolidated Amount
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
REVENUE						
-External	1,887	854	5,047	17	-	7,805
-Internal segment only	-	-	1,646	301	(1,947)	-
Total revenue	1,887	854	6,693	318	(1,947)	7,805
RESULT						
Segment Results	125	(262)	(57)	182	708	696
Interest income	1	-	1	1,037	(1,037)	2
Unallocated corporate expenses						(815)
Operating loss						(117)
Share of loss of associated companies						(5)
Finance costs						(2,498)
Loss before tax						(2,620)
Taxation						31
Loss after tax						(2,589)

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

A10. Valuations of Property, Plant and Equipment

The valuations of land and buildings have been brought forward, without any amendments from the annual audited financial statements for the FYE 2015.

A11. Material events subsequent to end of the interim period

There was no material events subsequent to the end of the current quarter ended 31 March 2016 up to the date of this announcement except for note B6. (c).

A12. Changes in the composition of the Company

There were no significant changes in the composition of the Group for the current quarter ended 31 March 2016.

A13. Capital commitments

There were no material capital commitments in respect of property, plant and equipment as at the current quarter ended 31 March 2016.

A14. Contingent liabilities

Contingent liabilities for the Group are as stated below:

	As at 31-Mar-16 RM'000	As at 31-Dec-15 RM'000
Corporate guarantees for bank facilities granted to subsidiaries	55,916	55,077
Corporate guarantee to Directors for their personal guarantee for bank facilities granted to the Group	19,800	19,800
Corporate guarantees for bank facilities granted to subsidiaries disposed	24,680	24,680

[The rest of this page is intentionally left blank]

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

**PART B - EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF
BURSA MALAYSIA SECURITIES BERHAD**

B1. Performance review

The Group reported a revenue of RM7.81 million for the current quarter under review (“Q1 2016”), showing an increase of approximately RM0.80 million or 11% from RM7.01 million recorded in the preceding year’s corresponding quarter (“Q1 2015”), mainly due to increase in revenue generated from the Engineering division.

The Group recorded a higher loss after income tax (“LAT”) of RM2.59 million in Q1 2016 as compared to the LAT of RM2.36 million reported in Q1 2015 mainly due to foreign exchange loss of RM0.23 million incurred in Q1 2016.

B2. Material change in quarterly results

The Group’s revenue for Q1 2016 was RM7.81 million, a slight decreased as compared to RM7.84 million recorded in the immediate preceding quarter (“Q4 2015”).

The Group reported a lower LAT of RM2.59 million in Q1 2016 against a LAT from of RM2.76 million in Q4 2015 as there was provision of impairment of receivables in Q4 2015.

B3. Prospects for the current financial year

Following the classification of the Company as a Practice Note 17 (“PN 17”) company pursuant to Paragraph 8.04 and Paragraph 2.1(e) and 2.1(f) of PN 17 of the MMLR of Bursa Securities in June 2010, Bursa Securities had vide its letter dated 25 October 2013 granted its approval for the Company’s Proposed Regularisation Plan (“PRP”). Bursa Securities granted the Company an extension of time to 24 February 2015 for the Company to implement its Regularisation Plan and the timeline subsequently extended to 24 October 2015 and then extended 24 April 2016. Bursa Securities further granted the Company an extension of time up to 24 August 2016 for Haisan to implement its Regularisation Plan.

On the other hand, the Company and some of its subsidiaries had also entered into a debt restructuring agreement (“DRA II”) with their financial lenders on 6 February 2013 to settle/restructure the outstanding debts.

Based on the best knowledge of the board of directors of Haisan (“the Board”) under the present circumstances, the Regularisation Plan and the DRA II are both adequate to address the financial concerns of the Group that had caused the deterioration of its financial performance.

Moving forward, the Group will continue to explore opportunities related/complementary to its three (3) main business segments i.e. TCL, Engineering and Ice business. Nevertheless, any future projects would be subject to detailed analysis of the potential markets, risks and return prior to undertaking the investment and improved financial management for an optimum capital structure without adding undue pressure to the Group’s cash flows.

Premised on the foregoing, the Board is confident that the Company’s PN17 status will be uplifted by Bursa Securities after the successful implementation of the Regularisation Plan.

B4. Variance on Profit Forecast or Profit Guarantee

Not applicable for this quarter report.

NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016

B5. Taxation

	Current quarter RM'000	Financial year to date RM'000
Malaysian tax		
Current taxation	-	-
Deferred taxation	(31)	(31)
	<u>(31)</u>	<u>(31)</u>

The effective tax rate of the Group for the current quarter and the financial period to-date is higher than the statutory tax rate. This was mainly due to certain expenses which were not deductible for taxation purposes and the non-availability of group relief where tax losses of certain subsidiary companies cannot be set off against the taxable income of other subsidiary companies.

B6. Status of corporate proposals

- (a) The Company is a PN 17 Company as it has triggered the following criteria pursuant to paragraph 8.04 and Paragraph 2.1(e) and 2.1(f) of PN 17 of the MMLR of Bursa Securities.

On 7 September 2010, the Company announced that the regularisation plan to regularise the Company's PN 17 status will not result in a significant change in the business direction or policy presently adopted by the Company.

Further on 8 October 2010, the Company had announced that the Corporate Debt Restructuring Committee (“CDRC”) had on even date accepted the Company's application to mediate between Haisan and its subsidiaries and its financial creditors. On 13 May 2011, the Company had submitted the Proposed Debt Restructuring Scheme (“PDRS”) to CDRC.

On 3 June 2011, the Company had announced that the Company had on 2 June 2011 submitted an application to Bursa Securities for an extension of time to submit its regularisation plan to Bursa Securities (“Application”).

On 9 June 2011, Bursa Securities informed the Company that the suspension on the trading of the Company's securities and the delisting of the Company in accordance with Paragraph 8.04 of the MMLR shall be deferred pending the decision of Bursa Securities on the Company's application for the extension of time to submit the Company's regularisation plan to the relevant authorities pursuant to the provision of PN17 of the MMLR.

On 29 June 2011, Bursa Securities informed the Company that after due consideration of all facts and circumstances of the matter, Bursa Securities has decided to reject the Company's Application.

On 30 June 2011, the Company had announced that Bursa Securities has vide its letter dated 29 June 2011 informed that the Company has failed to submit its regularisation plan to the Securities Commission or Bursa Securities for approval within twelve (12) months from the Company's First Announcement in accordance with paragraph 8.04(3)(a)(i) of the MMLR i.e. on or before 8 June 2011 and further, the Company's Application was rejected, as communicated by Bursa Securities to the Company on 29 June 2011.

In the circumstances and pursuant to paragraph 8.04(5) of the MMLR:-

- (i) the trading in the securities of the Company will be suspended with effect from 7 July 2011; and
- (ii) the securities of the Company will be de-listed on 11 July 2011 unless an appeal is submitted to Bursa Securities on or before 6 July 2011 (“the Appeal Timeframe”). Any appeal submitted after the Appeal Timeframe will not be considered by Bursa Securities.

In the event the Company submits an appeal to Bursa Securities within the Appeal Timeframe, the removal of the securities of the Company from the Official List of Bursa Securities on 11 July 2011 shall be deferred pending the decision on the Company's appeal.

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

The Company had on 6 July 2011, submitted an Appeal to Bursa Securities against the decision of Bursa Securities to reject the Company’s Application. On 11 August 2011, the Company had a meeting with the Listing Committee of Bursa Securities to review the Application on the extension for the submission of the regularization plan.

On 11 August 2011, the Company had announced that it had obtained more than 75% approval from both its secured and unsecured financial creditors for its revised PDRS, as informed by CDRC.

Further on 23 August 2011, the Company had announced that Bursa Securities had decided to grant Haisan an extension of time of four (4) months i.e. until 22 December 2011 to submit the regularisation plan to the relevant authorities for approval (“the Extended Timeframe”) provided that:-

- (i) Haisan appoint a Principal Adviser and announce the appointment of the Principal Adviser within two (2) weeks from the date of the letter i.e. on or before 6 September 2011; and
- (ii) The Debt Restructuring Agreement (“DRA”) would be executed with the Company’s lenders and announced within thirty (30) days from the date of the Corporate Debt Restructuring Committee’s letter dated 10 August 2011 i.e. on or before 9 September 2011.

On 6 September 2011, the Company had announced that Haisan had appointed Public Investment Bank Berhad (“PIVB”) as the Principal Adviser to the Company for the regularisation plan.

On 12 September 2011, the Company had announced that Bursa Securities had decided to grant Haisan an extension of time until 23 September 2011 to execute the DRA with the Company’s lenders and announce the execution of the same. On the same day, PIVB had announced on behalf of the Company that Haisan had on even date entered into the DRA with certain of the secured lenders and unsecured lenders of the Group (“the Company’s Financiers”).

On 23 November 2011, the Company and PIVB had presented a revision to the PDRS (“Proposed Revision”) to the Company’s Financiers and CDRC, with the objective to enhance the Company’s regularisation plan by increasing its capital base and cash flows in order to make the regularisation plan more robust. The Company had obtained approval from the Company’s Financiers on the Proposed Revision on 19 December 2011.

On 22 December 2011, PIVB had on behalf of the Company, submitted the application for the PRP to Bursa Securities for approval. Further on 9 January 2012 and 16 January 2012, PIVB had also submitted the application for the PRP to Bank Negara Malaysia (“BNM”) and Ministry of International Trade and Industry (“MITI”) respectively, for approval. MITI had vide its letter dated 10 February 2012 given its approval to the Company to undertake the Proposed Capital Reduction, Proposed M&A Amendments, Proposed Rights Issue, Proposed Debt Restructuring and Proposed Private Placement. Whilst BNM had also vide its letter dated 30 January 2012 given its approval to the Company to issue Warrants to its non-resident shareholders pursuant to the Proposed Rights Issue. On 16 April 2012, the Company had entered into a supplemental agreement to the DRA with the Company’s Financiers with regard to the Proposed Revision.

On 3 September 2012, the Company with the assistance of its scheme advisor, UHY Advisory (KL) Sdn Bhd, submitted a revision to the PDRS to CDRC subsequent to the Company’s announcement dated 2 August 2012 in respect of the proposed disposal of IGLO (Guangzhou) Co., Ltd for a cash consideration of RMB30.00 million, and the proposed disposal of seven (7) parcels of leasehold industrial land together with the buildings if erected thereon for a total cash consideration of RM35.00 million. On 11 September 2012, PIVB had on behalf of Haisan, announced that the Company and the Lenders had mutually agreed to allow the DRA to lapse in view of the contemplated proposed disposals. Following that, the Company submitted a revised debt restructuring scheme to CDRC in relation to the cash settlement for the secured lenders and unsecured lenders on 25 September 2012 and 15 October 2012 respectively. On 27 November 2012, the Company had a meeting with the unsecured lenders with assistance of CDRC to discuss the suggestions of the unsecured lenders on the revised debt restructuring scheme, and further on 28 November 2012, the Company submitted a fresh improved debt restructuring scheme to the unsecured lenders for their consideration. The Company had received 100% approval from the

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

secured lenders and 93% approval from the unsecured lenders respectively for its debt restructuring scheme, as informed by CDRC via its letter dated 21 December 2012.

On 6 February 2013, PIVB had announced on behalf of the Company that Haisan had on 5 February 2013 entered into a new debt restructuring agreement (“DRA II”) with several secured lenders (“Secured Lenders”) and unsecured lenders (“Unsecured Lenders”) of the Group. The DRA II is to formalise the revised terms and conditions of the restructuring and settlement of the debts owing by the Group to the Secured Lenders and Unsecured Lenders.

On 6 March 2013, PIVB had announced on behalf of the Company that Haisan proposes to undertake a revised PRP to regularise the financial condition of the Company/Group. The application for the PRP has been submitted to Bursa Securities for approval on 8 March 2013.

On 8 May 2013, PIVB had announced on behalf of the Company that MITI had vide its letter dated 8 May 2013, given its approval to Haisan to undertake the PRP. The approval by MITI is subject to the approval of the Securities Commission Malaysia for the proposed exemption. In addition, Haisan is required to notify MITI upon the completion of the PRP.

On 6 August 2013, PIVB had announced on behalf of the Company that Bursa Securities had vide its letter dated 5 August 2013 (which was received on 6 August 2013), decided to reject the Company’s PRP.

On 4 September 2013, PIVB had announced on behalf of the Company that an application had been submitted to Bursa Securities on the same date to appeal against its decision to reject the PRP.

On 25 October 2013, PIVB had announced on behalf of the Company that Bursa Securities had vide its letter dated 25 October 2013 granted its approval for the PRP.

On 13 November 2013, PIVB had announced on behalf of the Company that Tengku Makram bin Tengku Ariff no longer intends to seek an exemption pursuant to Paragraph 16 of Practice Note 9 of the Malaysian Code on Take-Overs and Mergers, 2010, from having to extend a mandatory general offer to acquire the remaining ordinary shares and convertible securities in Haisan not already owned by him, should his shareholdings after the Proposed Rights Issue exceed 33% of the issued and paid-up share capital of Haisan. Pursuant thereto, the proposed exemption will not form part of the PRP.

On 21 November 2013, PIVB had announced on behalf of the Company that Haisan had entered into a profit guarantee agreement with its guarantors.

On 5 December 2013, PIVB had, on behalf of the Company announced that Bursa Securities had, vide its letter dated 5 December 2013, approved the following:

- (i) listing of 40,000,000 Placement Shares to be issued pursuant to the Proposed Private Placement; and
- (ii) listing of 361,622,700 Rights Shares to be issued pursuant to the Proposed Rights Issue, on the Main Market of Bursa Securities.

On 2 January 2014, the Company announced that all the resolutions in respect of the PRP which tabled at the EGM held on even date were unanimously passed, and the Company also announced the notice of cancellation of the treasury shares.

On 15 January 2014, PIVB had announced on behalf of the Company that the High Court of Malaya at Shah Alam had, on 10 January 2014, confirmed and sanctioned the Company’s Petition for an Order for the reduction of the Company’s share capital pursuant to Section 64 of the Companies Act, 1965. An office copy of the Order has been lodged with the Companies Commission of Malaysia on 15 January 2014 and by the Order so lodged, the reduction of the share capital of Haisan has taken effect.

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

On 14 March 2014, the placement shares of 40,000,000 ordinary shares were issued to the respective placees.

On 10 October 2014, PIVB had announced on behalf of the Company that the Company had submitted an application to Bursa Securities seeking its approval for an extension period of four (4) months up to 24 February 2015 for the Company to complete the implementation of its Regularisation Plan and the listing of the new Haisan Shares pursuant to the Private Placement and Rights Issue. On 17 October 2014, Bursa Securities had vide its letter dated 16 October 2014 granted the Company an extension of time up to 24 February 2015 for the Company to implement its Regularisation Plan.

On 10 February 2015, PIVB had announced on behalf of the Company that the Company had submitted an application to Bursa Securities seeking its approval for an extension period of four (4) months up to 24 June 2015 for the Company to complete the implementation of its Regularisation Plan and the listing of the new Haisan Shares pursuant to the Private Placement and Rights Issue. On 11 February 2015, Bursa Securities had granted the Company an extension of time up to 24 June 2015 for the Company to implement its Regularisation Plan.

On 24 June 2015, PIVB had announced on behalf of the Company that Bursa Securities had vide its letter dated 24 June 2015, granted the Company an extension of time up to 24 October 2015 for the Company to implement its Regularisation Plan.

On 9 October 2015, PIVB had announced on behalf of the Company that the Company had submitted an application to Bursa Securities seeking its approval for an extension period of four (4) months up to 24 February 2016 for the Company to complete the implementation of its Regularisation Plan and the listing of the new Haisan Shares pursuant to the Private Placement and Rights Issue.

On 11 December 2015, PIVB had announced on behalf of the Company that Bursa Securities had vide its letter dated 9 December 2015, granted the Company an extension of time up to 24 April 2016 for the Company to implement its Regularisation Plan, subject to the Company executing a sale and leaseback agreement for the Port Klang Properties by 15 January 2016.

On 15 January 2016, PIVB had announced on behalf of the Company had submitted an application to Bursa Securities to seek its approval for an extension of fourteen (14) days from 15 January 2016 to 29 January 2016 to fulfill the condition as stipulated in the letter from Bursa Securities dated 9 December 2015 requiring the Company to execute a sale and leaseback agreement for the Port Klang Properties by 15 January 2016.

On 26 January 2016, PIVB announced that Bursa Securities has, vide its letter, granted the Company an extension of time of 2 weeks up to 29 January 2016 to execute a sale and leaseback agreement for the Port Klang Properties. Notwithstanding the above, the extension of time up to 24 April 2016 for Haisan to implement its Regularisation Plan as set out in Bursa Securities letter dated 9 December 2015 shall remain.

On 8 April 2016, PIVB announced on behalf of the Company had submitted an application to Bursa Securities seeking its approval for an extension period of four (4) months up to 24 August 2016 for the Company to complete the implementation of its Regularisation Plan and the listing of the new Haisan Shares pursuant to the Private Placement and Rights Issue.

On 27 April 2016, PIVB announced that Bursa Securities has, vide its letter dated 27 April 2016, granted the Company an extension of time up to 24 August 2016 for Haisan to implement its Regularisation Plan.

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

(b) On 27 November 2015, PIVB on behalf of the Board, had announced that the Company had accepted a letter of interest dated 20 November 2015 for the sale and leaseback of the seven (7) parcels of leasehold industrial land together with the buildings erected thereon, all located at Jalan Pelabuhan Utara, Bandar Sultan Suleiman, 42000 Pelabuhan Klang, Selangor from AREA Advisors Pte Ltd on behalf of AREA Industrial Development Pte Ltd.

On 14 January 2016, PIVB had announced on behalf of the Company, that the parties involved were unable to mutually agree on the terms and condition of the proposed sale and purchase agreement and have therefore decided not to proceed with the abovementioned proposed sale and leaseback.

(c) On 15 January 2016, PIVB on behalf of the Board, had announced that the Company had accepted a letter of offer for the disposal of the seven (7) parcels of leasehold industrial land together with the buildings erected thereon, all located at Jalan Pelabuhan Utara, Bandar Sultan Suleiman, 42000 Pelabuhan Klang, Selangor (“Port Klang Properties”) together with a rental agreement for Haisan to rent the Port Klang Properties from Nadi Nikmat Sdn Bhd (“Nadi”) (“Letter of Offer”).

On 29 January 2016, Haisan entered into two (2) agreements with Nadi as follows:

- (i) conditional sale and purchase agreement between HSS, HSH (“Vendors”) and Nadi (“Purchaser”) for the proposed disposal of the Port Klang Properties for a total cash consideration of RM 35.00 million (“SPA”).
- (ii) conditional tenancy agreement between Haisan and Nadi for the proposed tenancy of the Port Klang Properties for an initial period of three (3) years subsequent to the completion of the proposed disposal of Port Klang Properties which is held in escrow upon the execution of the SPA to be effective upon the completion of the SPA.

On 4 May 2016, the Vendors and the Purchaser mutually agreed to extend the deadline for the Vendors to fulfill the condition precedents as stated in the SPA by two (2) months from the expiry of the Conditional Period.

B7. Group borrowings and debt securities

Total Group borrowings as at 31 March 2016 are as follows:

	Short term RM'000	Long term RM'000	Total RM'000
Secured			
Denominated in RM			
Term loan	14,396	-	14,396
Revolving credits	637	-	637
Bank overdraft	35,229	-	35,229
Hire purchase & lease payables	78	213	291
	50,340	213	50,553
Unsecured			
Denominated in RM			
Revolving credits	5,183	-	5,183
Bank overdraft	23,746	-	23,746
Term loan	37,087	-	37,087
	66,016	-	66,016
Secured			
Denominated in foreign currency (*)			
Revolving credits USD 382,523	1,491	-	1,491
Total	117,847	213	118,060

* translated using exchange rate as at 31 March 2016

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

B8. Material Litigation

- (a) A third party had initiated a legal proceeding against a subsidiary of the Company and the Company, by serving a Writ of Summons together with the Statement of Claim dated 1 September 2010, for a sum of RM4,760,064.25, being the outstanding repayment due to the third party as at 11 July 2010, plus the interest accrued therein until the date of full settlement. The subsidiary and the Company had filed their Notice of Appearance on 21 September 2010 and the first case management of the matter had been conducted on 9 December 2010. The third party had agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. The Court gave directions to the parties with regard to a Summary Judgment application during the further case management on 17 December 2010 and fixed the hearing for the Summary Judgment application on 15 April 2011. This was to accommodate the six (6) months timeframe granted by CDRC which expires on 8 April 2011. During another case management on 16 February 2011, the Court directed that the Summary Judgment to be heard as per the date fixed i.e. 15 April 2011. On 15 April 2011, the Learned High Court Judge adjourned the hearing to 18 May 2011. On 18 May 2011, the third party withdrew the suit with liberty to file afresh. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.
- (b) A third party had initiated a legal proceeding against two (2) subsidiaries of the Company, by serving a Writ of Summons together with the Statement of Claim dated 1 September 2010, for a sum of RM872,061.73, being the outstanding repayment due to the third party as at 11 July 2010, plus the interest accrued therein until the date of full settlement. The subsidiaries had filed their Notice of Appearance on 21 September 2010. The third party had agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. During the first case management before High Court Judge on 6 December 2010, the Court directed a Summary Judgment application to be filed and all affidavits be exchanged before the next case management on 16 February 2011 and also fixed 15 April 2011 as the hearing date of the Summary Judgment application. This was to accommodate the six (6) months time frame granted by CDRC which expires on 8 April 2011. On 16 February 2011, the Court directed that the Summary Judgment to be heard as per the date fixed i.e. 15 April 2011. On 15 April 2011, the Learned High Court Judge adjourned the hearing to 18 May 2011. On 18 May, 2011, the third party withdrew the suit with liberty to file afresh. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.
- (c) A third party had initiated a legal proceeding against the Company, by serving a Writ of Summons together with the Statement of Claim dated 1 September 2010, for a sum of RM3,753,009.44, being the outstanding repayment due to the third party as at 11 July 2010, plus the interest accrued therein until the date of full settlement. The Company had filed its Notice of Appearance on 21 September 2010 and the case management of the matter had been held on 18 November 2010. The third party had agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. During a case management before High Court Judge on 30 November 2010, the Court directed a Summary Judgment application to be filed and all affidavits be exchanged prior to the case management on 13 April 2011, and also fixed the hearing of the Summary Judgment application on 13 April 2011. On 13 April 2011, the Learned the High Court Judge had also adjourned the hearing to 18 May 2011. On 18 May 2011, the hearing had been further adjourned to 18 July 2011. On 18 July 2011, the third party withdrew the suit with liberty to file afresh. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.
- (d) A third party had initiated a legal proceeding against a subsidiary of the Company and the Company, by serving a Writ of Summons together with the Statement of Claim dated 23 September 2010, for a sum of RM929,507.70, being the outstanding repayment due to the third party as at 11 July 2010, plus the interest accrued therein until the date of full settlement. The third party also issued a Form 16D Notice pursuant to Section 254 of the National Land Code, 1965 - Notice of Default with respect to a charge dated 23 September 2010 on the subsidiary. The subsidiary and the Company had filed their Notice of Appearance on 14 October 2010. The third party had agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. During a Mention on 13 April 2011, the Learned High Court Judge adjourned the hearing to 18 May 2011 and later further adjourned the hearing to 18 July 2011. On 18 July, 2011, the third party withdrew the suit with liberty to file afresh. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016**

- (e) A third party had initiated a legal proceeding against a subsidiary of the Company and the Company, by serving a Writ of Summons together with the Statement of Claim dated 27 September 2010, for a sum of RM3,153,326.93 being the outstanding repayment due to the third party as at 30 June 2010, plus the interest accrued therein until the date of full settlement. The subsidiary and the Company had filed their Notice of Appearance on 26 October 2010. The third party had agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.
- (f) A third party had initiated a legal proceeding against a subsidiary of the Company and the Company, by serving a Writ of Summons together with the Statement of Claim dated 27 September 2010, for a sum of RM22,025,765.28 being the outstanding repayment due to the third party as at 27 September 2010, plus the interest accrued therein until the date of full settlement. The third party also issued a Form 16D Notice pursuant to Section 254 of the National Land Code, 1965 - Notice of Default with respect to a charge dated 29 September 2010 on the subsidiary. On 25 November 2010, the subsidiary and the Company had filed their Memorandum of Appearance dated 24 November 2010. The third party has agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.
- (g) A third party issued a Form 16D Notice pursuant to Section 254 of the National Land Code, 1965 - Notice of Default with respect to a charge dated 28 October 2010 to a subsidiary of the Company for a sum of RM929,404.69, being the outstanding repayment due to the third party as at 17 June 2010, plus the interest accrued therein until the date of full settlement. However, the third party had agreed to hold its action in abeyance following a letter dated 8 October 2010 issued by CDRC to the third party. The matter is now subject to the outcome of the PRP mentioned in Note B6. (a) above.
- (h) A third party had on 22 October 2013 filed a claim against a subsidiary of the Company claiming for the sum of RM4,798,977.54 and interest thereon (at the rate of 8% per annum from the date of judgement until the full payment is made) as amount owing for back-dated billing. The solicitors of subsidiary of the Company had on 6 November 2013 file the memorandum of appearance and the next case management for the matter has been fixed on 13 December 2013. The suit was fixed for case management on 14 February 2014, 28 March 2014, 23 April 2014, 26 May 2014 and 3 September 2014 and the full trial dates are fixed for 22 to 26 September 2014. On 5 September 2014, the Company announced that the hearing dates fixed on 22 to 26 September 2014 have been vacated. Subsequently, the suit is further fixed for case management on 26 January 2015 and the suit is fixed for full hearing on 30 March 2015, 31 March 2015 and 1 April 2015. During the case management held on 26 January 2015, the hearing dates set earlier are vacated as a new Judge would be hearing on the suit. The Deputy Registrar has set the matter for case management on 16 March 2015. The court has fixed the trial date from 5 October 2015 until 8 October 2015.

The subsidiary of the Company and the third party had on 5 October 2015 recorded a Consent Judgment in Shah Alam High Court. The subsidiary of the Company agreed to pay a sum of RM3,224,139.19 to the third party as full and final settlement sum of the suit.

NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED 31 MARCH 2016

B9. Loss per share

The accumulated losses are analysed as follows:

	Individual period 3 months ended		Cumulative period 3 months ended	
	31-Mar-16	31-Mar-15	31-Mar-16	31-Mar-15
Loss attributable to equity holders for the period (RM'000)	(2,587)	(2,359)	(2,587)	(2,359)
Weighted average number of ordinary shares in issue ('000)	120,541	120,541	120,541	120,541
Basic loss per share (sen)	<u>(2.15)</u>	<u>(1.96)</u>	<u>(2.15)</u>	<u>(1.96)</u>

B10. Dividend

No interim dividend has been declared for the current quarter under review.

B11. Disclosure of realised and unrealised losses

The accumulated losses are analysed as follows:-

	As at 31-Mar-16 RM'000	As at 31-Dec-15 RM'000
Total accumulated losses of the Company and its subsidiaries		
- Realised	(22,662)	(33,364)
- Unrealised	3,135	3,166
	<u>(19,527)</u>	<u>(30,198)</u>
Total share of accumulated losses of associates		
- Realised	(222)	(217)
	<u>(19,749)</u>	<u>(30,415)</u>
Less: Consolidation adjustments	(68,805)	(55,552)
Accumulated losses as per financial statements	<u>(88,554)</u>	<u>(85,967)</u>

B12. Loss before income tax

	Current quarter RM'000	Financial year to date RM'000
Loss before income tax is arrived at after crediting/(charging):		
Interest income	2	2
Reversal of impairment in property, plant and equipment	456	456
Other income	38	38
Foreign exchange loss	(231)	(231)
Interest expense	(2,498)	(2,498)
Depreciation	(673)	(673)

Other than the above, the disclosure items pursuant to paragraph 16 of Part A of Appendix 9B of the MMLR of Bursa Securities are not applicable to the Group.

B13. Authorisation for issue

The interim financial statements were authorised for issue by the Board in accordance with a resolution of the Directors dated 26 May 2016.