

MINETECH RESOURCES BERHAD (575543-X)

(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS**Condensed Consolidated Statement Of Comprehensive Income****For the Third Quarter Ended 30 Sep 2013****(The figures have not been audited)**

	<u>Individual Quarter</u>		<u>Cumulative Quarter</u>	
	Current Year Quarter ended 30 Sep 2013 RM'000	Preceding Year Corr. Quarter ended 30 Sep 2012 RM'000	Current Year To Date ended 30 Sep 2013 RM'000	Preceding Year Corr. Period ended 30 Sep 2012 RM'000
Revenue	54,555	42,769	153,898	114,036
Cost of sales	(50,119)	(39,082)	(139,984)	(107,924)
Gross profit	4,437	3,687	13,914	6,112
Other operating income	212	(310)	499	(188)
Administrative expenses	(2,962)	(3,283)	(8,951)	(7,867)
Selling and marketing expenses	(217)	(248)	(670)	(579)
Finance costs	(535)	(709)	(1,650)	(2,158)
Profit/ (loss) before tax	935	(863)	3,143	(4,680)
Tax expense	-	(1)	-	(1)
Profit/ (loss) for the period	935	(864)	3,143	(4,681)
Other comprehensive income				
Foreign currency translation differences	(11)	5	(97)	(75)
Total comprehensive income	924	(859)	3,045	(4,756)
Profit attributable to:				
Owners of the company	346	(876)	1,130	(4,981)
Non-controlling interests	589	12	2,014	300
	935	(864)	3,143	(4,681)
Comprehensive income				
attributable to:				
Owners of the company	480	(872)	1,036	(5,062)
Non-controlling interests	444	13	2,010	306
	924	(859)	3,046	(4,756)
Earning/(Loss) per share (sen)				
- Basic	0.11	(0.29)	0.37	(1.65)
- Diluted	N/A	N/A	N/A	N/A

N/A - Not Applicable

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements and the audited financial statements for financial year ended 31 December 2012.

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Condensed Consolidated Statement Of Financial Position
As at 30 Sep 2013

	Unaudited As At 30 Sep 2013 RM'000	Audited As At 31 Dec 2012 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	51,716	51,048
Investment properties	1,660	1,658
Quarry development expenditure	9,235	10,595
Goodwill arising on consolidation	3	3
	<u>62,614</u>	<u>63,305</u>
Current assets		
Inventories	11,350	11,597
Trade and other receivables	44,928	47,663
Current tax asset	206	196
Cash and bank balances	13,044	7,494
	<u>69,527</u>	<u>66,950</u>
Total assets	<u>132,142</u>	<u>130,255</u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Group		
Share capital	60,494	60,494
Less:- Treasury shares, at cost	(48)	(48)
Reserves	(7,878)	(9,008)
	<u>52,568</u>	<u>51,439</u>
Non-controlling interests	2,843	829
Total equity	<u>55,411</u>	<u>52,268</u>
Non-current liabilities		
Borrowings	6,548	12,262
Deferred tax liabilities	6,133	6,133
	<u>12,681</u>	<u>18,395</u>
Current liabilities		
Trade and other payables	45,141	36,823
Borrowings	18,909	22,765
Taxation	-	4
	<u>64,050</u>	<u>59,592</u>
Total liabilities	<u>76,731</u>	<u>77,988</u>
TOTAL EQUITY AND LIABILITIES	<u>132,142</u>	<u>130,255</u>
Net assets per share (RM)	0.183	0.173

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements and the audited financial statements for financial year ended 31 December 2012.

	----- Attributable to equity holders of the parent -----					Total RM'000	Non-Controlling Interest RM'000	Total Equity RM'000
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Forex Reserve RM'000	Retained Earnings RM'000			
At 1 Jan 2012	60,494	1,921	(48)	(22)	(1,953)	60,392	225	60,617
Total comprehensive income	-	-	-	(81)	(4,981)	(5,062)	306	(4,756)
Acquisition of subsidiary company	-	-	-	-	-	-	490	490
Balance as at 30 Sep 2012	60,494	1,921	(48)	(103)	(6,934)	55,330	1,021	56,351
At 1 Jan 2013	60,494	1,921	(48)	226	(11,154)	51,439	829	52,268
Total Comprehensive income	-	-	-	(93)	1,223	1,130	2,014	3,143
Balance as at 30 Sep 2013	60,494	1,921	(48)	132	(9,931)	52,568	2,843	55,411

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements and the audited financial statements for financial year ended 31 December 2012.

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Condensed Consolidated Statement Of Cash Flows
For the Third Quarter Ended 30 Sep 2013
(The figures have not been audited)

	Current Year To Date ended 30 Sep 2013 RM'000	Audited As At 31 Dec 2012 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	3,143	(8,894)
Adjustments for:-		
Depreciation and amortisation	7,540	10,596
Impairment of asset		711
Gain on disposal of property, plant and equipment	(36)	(80)
Interest expenses	1,440	2,573
Loss on net asset of foreign operation		4,245
Property, plant and equipment written off	68	72
Interest income	(70)	-
Operating profit before changes in working capital	12,085	9,223
Changes in working capital		
(Increase)/Decrease in inventories	246	813
Decrease in current assets	1,425	(6,273)
Decrease in current liabilities	9,627	10,389
Net cash flow from operations	23,383	14,152
(Tax refunded)/ Tax paid	131	(30)
Interest paid	(307)	(477)
Net cash flow from operating activities	23,207	13,645
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant & equipment	(7,087)	(5,042)
Proceeds from disposal of property, plant & equipment	207	1,228
Proceeds from disposal of investment properties	-	3,850
Quarry development expenditure incurred	-	(1,122)
Net cash flow (used in)/ generated from investing activities	(6,881)	(1,086)
CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(1,134)	(2,096)
Interest received	70	-
Net Drawdown/ (Repayment) of short term borrowings	(5,554)	826
Drawdown of term loans	1,804	-
Repayment of term loans	(5,877)	(6,869)
Repayment of hire-purchase and lease creditors	-	(6,420)
Proceeds of issue new shares capital	-	490
Net cash flow used in financing activities	(10,691)	(14,069)
Net Change in Cash & Cash Equivalents	5,636	(1,510)
Cash and Cash Equivalents at beginning of period	7,232	8,650
Effect on foreign exchange rate changes	(143)	92
Cash and Cash Equivalents at end of period	12,725	7,232
	Note	
Note	RM'000	RM'000
Fixed deposit with licensed banks	4,388	2,384
Cash and bank balances	8,655	5,702
Bank overdrafts	(319)	(263)
	12,725	7,823
Less: Fixed deposits pledged to a licensed bank		(591)
	12,725	7,232

The Condensed Consolidated Cash Flow Statements should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements and the audited financial statements and the audited financial statements for financial year ended 31 December 2012.

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NOTES TO THE INTERIM FINANCIAL STATEMENTS

A. EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARD 134 (FRS 134): INTERIM FINANCIAL REPORTING

1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with MFRS 134: - Interim Financial Reporting issued by the Malaysia Accounting Standards Board ("MASB") and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). It should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2012.

These explanatory notes attached to the interim financial reports 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 financial year ended 31 December 2012.

2. Adoption of Revised Financial Reporting Standards

The adoption of the above standards, amendments and interpretations did not have any significant impact on the interim financial reports of the Group in the period of initial application.

The following MFRs and IC Interpretations were issued but not yet effective and have not been applied by the Group:

		<u>Effective date</u>
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010)	1 Jan 2015
MFRS 10	Consolidated Financial Statements	1 Jan 2013
MFRS 11	Joint Arrangements	1 Jan 2013
MFRS 12	Disclosure of Interests in Other Entities	1 Jan 2013
MFRS 13	Fair Value measurement	1 Jan 2013
MFRS 119	Employee Benefits (as amended in June 2011)	1 Jan 2013
MFRS 127	Separate Financial Statements (as amended by IASB in May 2011)	1 Jan 2013
MFRS 128	Investments in Associates and Joint Ventures (As Amended by IASB in May 2011)	1 Jan 2013
Amendments to MFRS 7	Disclosures-Offsetting Financial Assets and Financial Liabilities	1 Jan 2013
Amendments to MFRS 101	Presentation of items of Other Comprehensive Income	1 Jul 2012
Amendments to MFRS 132	Offsetting Financial Assets and Financial Liabilities	1 Jan 2014
IC interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	1 Jan 2013

3. Preceding year's audit report

The annual audited financial statements for the financial year ended 31 December 2012 were not subject to any qualification.

4. Seasonal or cyclical factors

The Group's business operations and performance are not significantly affected by any seasonal or cyclical factors except during the festive season in the month of February and August. The manufacturing and trading of industrial products will experience a shorter production and trading time during these two (2) months.

5. Unusual items affecting assets, liabilities, equity, net income and cash flows

There were no unusual items affecting assets, liabilities, equity, net income and cash flows during the current quarter under review other than the following:

Optimis Dinamik Sdn Bhd ("ODSB"), a wholly owned subsidiary of MRB Group, received a letter dated 20 December 2012 from Sri Manjung Granite Quarry Sdn Bhd ("SMGQ"), the owner of quarry sites located at Mukim Pengkalan Baru, Daerah Manjung, Perak ("Quarry Site") on 24 December 2012, giving 60 days' notice to cease any remaining operation or activity on the Quarry Site and to dismantle and remove all plant and machinery and vacate all buildings and structures at the Quarry Sites and return the Quarry Sites to SMGQ.

Based on the advice given by our legal counsels, we are strongly contesting the purported termination as it is wrongful and without any valid basis.

ODSB has served the Writ of Summons to SMGQ on 1 April 2013. Details of which please refer to Note 24 of this report.

The notice of demand of estimated losses was derived upon the estimated loss of profit of the remaining 9 years of the Agreement and the net book value of the Fixed Assets for Manjung Quarry.

As at 30 September 2013, the Quarry Development Expenditure capitalised is RM1,498,035. Should the quarry operations be terminated permanently, this amount shall be written off.

6. Change in accounting estimates

There were no changes in estimates used for accounting estimates which may have a material effect for the current quarter under review.

7. Issuance of debt and equity securities

There were no issuance, cancellations, repurchases, resale and repayment of debt and equity securities for the current quarter under review.

8. Dividend payment

There were no dividends paid during the current financial quarter.

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9. Segmental information

Operating Segment	Revenue		Operating Results	
	3 months ended 30 Sep 2013 RM'000	9 months ended 30 Sep 2013 RM'000	3 months ended 30 Sep 2013 RM'000	9 months ended 30 Sep 2013 RM'000
Quarry and Building Materials Products	36,044	82,013	(1,809)	(4,357)
Civil Engineering and Bituminous Products	28,339	82,626	3,229	9,301
Others	4,503	6,980	(82)	462
Eliminations	(14,331)	(17,721)	132	(613)
Group	<u>54,555</u>	<u>153,898</u>	1,470	4,793
Less: Finance Cost			(535)	(1,650)
Profit Before Tax			<u>935</u>	<u>3,143</u>

10. Valuation of property, plant and equipment

The valuation of property, plant and equipment has been brought forward without any amendments from the previous audited financial statements.

11. Material events not reflected in the financial statements

There were no material events subsequent to the end of the reporting period which is likely to substantially affect the results of the operations of the Group.

12. Changes in composition of the Group

There were no changes in the composition of the Group during the quarter under review.

13. Contingent liabilities

The changes in contingent liabilities are as follows:

	As at 30 Sep 2013 RM'000	As at 31 Dec 2012 RM'000
Bank guarantee issued in favour of third parties by certain subsidiaries	4,324	3,328

14. Capital commitments

Capital expenditure in respect of purchase of property, plant & equipment and motor vehicles:

	As at 30 Sep 2013 RM'000
Approved and contracted for	3,817
Approved but not contracted for	1,654
	<u>5,471</u>

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15. Related party transactions

	As at 30 Sep 2013 RM'000	As at 30 Sep 2012 RM'000
Rental paid to Choy Sen @ Chin Kim Sang	122	95
Rental paid to Low Choon Lan	41	31
Land rental paid to a director related company - Choy Sen @ Chin Kim Sang	180	135
Professional fees paid to Chai Woon Chew	21	44

The Board of Directors, save for the interested directors are of the opinion that all business transactions between the Group and the interested directors and interested substantial shareholders and/or persons connected to them are at arm's length basis and on terms not more favourable to the related parties than those generally available to the public.

B. ADDITIONAL DISCLOSURES IN COMPLIANCE WITH THE BURSA SECURITIES LISTING REQUIREMENTS

16. Review of the performance of the Company and its principal Subsidiary

The Group's revenue for the 3rd quarter ended 30 September 2013 has increased by 27.6% to RM54.5million as compared to RM42.7million in the previous year corresponding quarter. This was mainly due to the growth in revenue from Premix Products, Bituminous Products and Civil Engineering segments.

The Group recorded a profit before tax ("PBT") of RM0.9million for the current quarter ended 30 September 2013 as compared to loss before tax ("LBT") of RM0.8 million in the previous year corresponding quarter. This significant increase mainly in tandem to increase revenue from its Premix Products and Civil Engineering coupled with improved margin for its Bituminous Products segment.

17. Explanatory comments on any material change in the profit before tax for the quarter reported on as compared with preceding quarter

The Group's revenue for the 3rd quarter ended 30 September 2013 has increased by 0.7% to RM54.5million as compared to RM54.1million in the preceding quarter ended 30 June 2013.

However, the Group recorded a PBT of RM0.9million for the current quarter as compared to PBT of RM1.4 million in the preceding quarter ended 30 June 2013.

18. Prospects

Going forward, the Group will continue with its on-going expansion plan to collaborate with other industry expert to improve the existing asphalt products and to expand the range of asphalt products to other regions in Malaysia and other countries.

The Group has been actively participating in the tendering of projects in Malaysia to further improve its revenue and earnings base.

The Group expects growth to be sustained for the financial year ending 2013 on the back of its remaining jobs in hand and more projects to be rolled out under the on-going implementation of infrastructure project from the Government's Economic Transformation Programme (ETP) throughout Malaysia.

While there is still volatility of global raw material prices as well as bitumen prices and the Ringgit's fluctuation against the Singapore Dollar continue to pose as a challenge to the Group's profitability, the Board remains cautiously optimistic of achieving a favourable set of results in 2013, barring any unforeseen circumstances.

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19. Realised and unrealised profit/(loss)

The breakdown of the accumulated losses of the Group is as follows:

	As at 30 Sep 2013 RM'000	As at 31 Dec 2012 RM'000
Total accumulated losses of the Company and its subsidiaries		
Realised	(2,698)	(5,236)
Unrealised	<u>(6,024)</u>	<u>(5,918)</u>
Total Group accumulated losses	<u>(8,722)</u>	<u>(11,154)</u>

20. Profit forecast/profit guarantee

Not applicable.

21. Tax expense

No deferred tax expense and provision for tax is recognised for the current quarter as the Group has sufficient unabsorbed capital allowances and unused tax losses, and unutilised reinvestment allowances to offset against the tax liabilities arose in the current quarter under review.

22. Status of corporate proposals

There is no corporate proposal announced but not completed as at the date of this announcement except for the following:

On 10 May 2013, TA Securities Holdings Berhad ("TA Securities") on behalf of the Board, announced that Minetech Resources Berhad ("MRB") proposed to undertake a proposed private placement of up to 30,218,000 new ordinary shares of RM0.20 each in MRB ("Placement Shares"), representing not more than 10% of the issued and paid-up share capital of the Company (excluding treasury shares) ("Private Placement").

On 30 September 2013, the Board had fixed the issue price for the placement of 30,218,000 Placement Shares at RM0.20 per Placement Share, which raised a total proceeds of RM6,043,600.

On 10 October 2013, the listing of 30,218,000 new MRB Shares pursuant to the Private Placement marks the completion of the Private Placement.

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22. Status of corporate proposals (continued)

The utilisation of the proceeds of RM6,043,600 from the Private Placement as at 15 November 2013 is as follows:-

	Time frame for utilisation of proceeds (from 10 October 2013)	Proposed Utilisation RM'000	Amount Utilised RM'000	Amount Unutilised RM'000	
To finance the leasing, development, operation and maintenance of potential new quarry site(s) and of new quarry site(s)	Within 12 months	5,860	-	5,860	*
Estimated expenses in relation to the Private Placement	Within 1 month	184	94	90	#
		6,044	94	5,950	

*Pending the full utilisation of such proceeds, MRB had placed the proceeds (including accrued interest) or the balance thereof in interest-bearing deposit account(s) with licensed financial institution.

In view of the actual Private Placement expenses were lower than estimated, the excess shall be utilised to finance the leasing, development, operation and maintenance of potential new quarry site(s).

23. Group borrowings

The Group's borrowings are as follows:-

	As at 30 Sep 2013 RM'000	As at 31 Dec 2012 RM'000
<u>Current liabilities- secured</u>		
Hire purchase creditors	3,476	3,940
Term loans	9,504	8,114
Trade financing/short term borrowings	1,137	1,448
<u>Current liabilities- unsecured</u>		
Trade financing/short term borrowings	4,791	9,263
<u>Non-current liabilities- secured</u>		
Hire purchase creditors	5,879	6,130
Term loans	670	6,132
Total borrowings	25,457	35,027

24. Material litigation

The Group is not engaged in any material litigation as at the date of this report other than the following:

Status update on the Writ of Summons dated 1 April 2013 served by the Company's wholly owned subsidiary, Optimis Dinamik Sdn Bhd ("ODSB") to Sri Manjung Granite Quarry Sdn Bhd ("SMGQ"):-

On 1 April 2013, the Company through its Advocates, Messrs CK Oon & Co. served on the Defendant, Sri Manjung Granite Quarry Sdn Bhd, through its Advocates, Messrs Gan Partnership, and submitted to the Arbitrator and the High Court of Kuala Lumpur, Commercial Division for Arbitration its Statement of Claim for the sum of RM43,397,367 being the loss of profit calculated from 2013 to 2021 and sum of RM14,818,447 being the NBV for fixed assets.

On 16 April 2013 Case Management, the Company has been served a Defence and Counter claim by the Defendant, SMGQ. The Defendant contends that the Company violated the conditions of license by the Forest Office by using lorries with unregistered sub-licenses and gave the Company a period of 60 days to vacate the quarry and return the quarry to the Defendant via Defendant's solicitors' letter dated 20 Dec 2012. In addition, the Defendant counter claim for the tribute of RM256,300.24 for the months of October and November 2012, respectively for RM169,095.35 and RM87,204.89 and the forwarding agency fee for materials shipped to Singapore for the months of September, October and November 2012 in the sum of RM24,623.50.

On 15 May 2013 Case Management, the learned judge informed both parties that she would like to deal with the Defendant's injunction application first. In any event, the judge has fixed a hearing date for the Defendant's injunction application on 29 May 2013.

On 29 May 2013 Defendant's injunction, the learned Judge has directed the plaintiff to deliver vacant possession of the site to the defendant on or before 12 July 2013. On the remaining stockpiles, both parties have agreed to conduct a joint survey to determine the value of the remaining stockpiles. The joint survey on the stockpile was postponed and carried out on 22 July 2013.

On 19 July 2013 Case Management, the learned judge instructed both parties to file, amongst other things, the Common Bundle of Documents on the next case management.

On 19 September 2013 Case Management, the learned judge has fixed another Case Management on 19 November 2013.

The legal opinion given by the Company's lawyers is that the Defendant's termination is unlawful and the claim is without basis.

25. Dividend

No interim dividend has been declared or recommended in respect of the financial quarter under review.

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26. Earnings per share

	<u>Individual Quarter</u> Current Year Quarter ended 30 Sep 2013	<u>Cumulative Quarter</u> Current Year To Date ended 30 Sep 2013
Net Profit attributable to the owners of the company (RM'000)	346	1,130
Weighted average number of ordinary share of RM0.20 each ('000)	302,472	302,472
Basic earnings per share (sen)	0.11	0.37

The Group has no dilution in its earnings per ordinary share in the current quarter and the preceding year as there are no dilutive potential ordinary shares.

27. Authorised for issue

The interim financial statements for financial period ended 30 September 2013 has been seen and approved by the Board of Directors of MRB on 21 November 2013 for release to the Bursa Securities.

By Order of the Board
Soo Shioh Fang (MAICSA 7044946)
Company Secretary
21 November 2013