

KEN HOLDINGS BERHAD (106173-M)

UNAUDITED QUARTERLY REPORT ON FINANCIAL RESULTS FOR THE FIRST QUARTER ENDED 31 MARCH 2014

A. EXPLANATORY NOTES PURSUANT TO THE INTERIM FINANCIAL REPORT – IN COMPLIANCE WITH FINANCIAL REPORTING STANDARD (“FRS”)

A1. BASIS OF PREPARATION

The unaudited interim financial statements have been prepared in accordance with the requirement of FRS 134 Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”) and should be read in conjunction with the Group’s annual audited financial statements for the year ended 31 December 2013.

The significant accounting policies and methods of computation adopted in the unaudited interim financial statements are consistent with those adopted in the Group’s audited financial statements for the year ended 31 December 2013.

The following are accounting standards, amendments and interpretation that have been issued by the Malaysia Accounting Standards Board (“MASB”) but have not been adopted by the Group and the Company:

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2014

- Amendments to FRS 10, *Consolidated Financial Statements: Investment Entities*
- Amendments to FRS 12, *Disclosure of Interests in Other Entities: Investment Entities*
- Amendments to FRS 127, *Separate Financial Statements (2011): Investment Entities*
- Amendments to FRS 132, *Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities*
- Amendments to FRS 136, *Impairment of Assets – Recoverable Amount Disclosures for Non-Financial Assets*
- Amendments to FRS 139, *Financial Instruments: Recognition and Measurement – Novation of Derivatives and Continuation of Hedge Accounting*
- IC Interpretation 21, *Levies*

The following FRSs, Amendments to FRS and IC Interpretation have been issued but are not yet adopted by the Group and the Company:

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2014

- Amendments to FRS 2, *Share-based Payment (Annual Improvements 2010-2012 Cycle)*
- Amendments to FRS 3, *Business Combinations (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)*

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- Amendments to FRS 8, *Operating Segments (Annual Improvements 2010-2012 Cycle)*
- Amendments to FRS 13, *Fair Value Measurement (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)*
- Amendments to FRS 116, *Property, Plant and Equipment (Annual Improvements 2010-2012 Cycle)*
- Amendments to FRS 119, *Employee Benefits – Defined Benefit Plans: Employee Contributions*
- Amendments to FRS 138, *Intangible Assets (Annual Improvements 2010-2012 Cycle)*
- Amendments to FRS 124, *Related Party Disclosures (Annual Improvements 2010-2012 Cycle)*
- Amendments to FRS 140, *Investment Properties (Annual Improvements 2011-2013 Cycle)*

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2015:

- FRS 9, *Financial Instruments (2009)*
- FRS 9, *Financial Instruments (2010)*
- FRS 9, *Financial Instruments (2013)*
- Amendments to FRS 7, *Financial Instruments: Disclosures – Mandatory Effective Date of FRS 9 and Transition Disclosures*

The Group and the Company shall apply the abovementioned accounting standards, amendments and interpretations:

- from the annual period beginning on 1 January 2014 for those accounting standards, amendments or interpretations that are effective for annual periods beginning on or after 1 January 2014, except for amendments to FRS 12 which are not applicable to the Company.
- from the annual period beginning on 1 January 2015 for those accounting standards, amendments or interpretations that are effective for annual periods beginning on or after 1 July 2014 and 1 January 2015, except for amendments to FRS 2 and amendments to FRS 138 which are not applicable to the Company.

The initial application of the other accounting standards, amendments or interpretations are not expected to have any material financial impact to the current period and prior period financial statements of the Group and of the Company.

The Group and the Company falls within the scope of IC Interpretation 15, *Agreements for the Construction of Real Estate/MFRS 141, Agriculture*. Therefore, the Group and the Company are currently exempted from adopting the Malaysian Financial Reporting Standards (“MFRS”) and is referred to as a “Transitioning Entity”. Being a Transitioning Entity, the Group and the Company will adopt the

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MFRS and present its first set of MFRS financial statements when adoption of the MFRS is mandated by the MASB.

A2. **AUDITORS' REPORT OF PRECEDING ANNUAL FINANCIAL STATEMENTS**

The auditors' report on the financial statements for the year ended 31 December 2013 was not qualified.

A3. **SEASONAL OR CYCLICAL FACTORS**

The Group's operations were not significantly affected by any seasonal or cyclical factors.

A4. **UNUSUAL ITEMS**

There were no items affecting the assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidence during the current quarter.

A5. **MATERIAL CHANGES IN ACCOUNTING ESTIMATES**

There were no changes in accounting estimates of amounts reported in prior interim period which have a material effect on the current interim period save as disclosed in item A1 above.

A6. **ISSUANCE OR REPAYMENT OF DEBTS AND EQUITY SECURITIES**

Save as disclosed below, there were no issuance and repayment of debts and equity securities, shares buy-back, share cancellations, shares held as treasury shares or resale of treasury shares during the current quarter under review and financial year to date:-

Share Buy-back

The Company had purchased a total of 1,000 of its own shares at an average price of RM1.86 per share totalling RM1,903 for the quarter ended 31 March 2014. All the purchased transactions were financed by internally generated funds.

At the date of this report, a total of 6,186,700 shares purchased back were held as treasury shares with a total cost of RM5,355,982. None of the treasury shares held were resold or cancelled during the quarter under review and up to the date of this report.

A7. **DIVIDEND PAID**

No dividend has been paid for the current quarter ended 31 March 2014.

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A8. SEGMENTAL REPORTING

Segmental analysis of the results and assets employed for 3 months ended 31 March 2014.

Business Segment	Construction (RM'000)	Property Development (RM'000)	Eliminations (RM'000)	Consolidated (RM'000)
Revenue from external customers	-	14,421	-	14,421
Inter-segment revenue	8,945	-	(8,945)	-
Total Revenue	8,945	14,421	(8,945)	14,421
Segment result	(393)	5,806	(191)	5,222
Unallocated income/(expenses)				33
Interest income				14
Profit from operations				5,269
Finance cost				(50)
Profit Before Tax				5,219
Taxation				(1,478)
Net Profit for the period				3,741

A9. VALUATIONS OF PROPERTY, PLANT AND EQUIPMENT

The values of property, plant and equipment have been brought forward without amendments from the previous financial statements for the year ended 31 December 2013.

A10. SUBSEQUENT MATERIAL EVENTS

There were no material events subsequent to the balance sheet date and up to the date of issuance of this Interim Financial Report.

A11. CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group for the quarter ended 31 March 2014 including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operation.

A12. CHANGES IN CONTINGENT LIABILITIES OR CONTINGENT ASSETS

	Quarter Ended 31.03.2014 RM'000	Financial Year Ended 31.12.2013 RM'000
A Contingent Liabilities		
Corporate guarantee for credit facilities and guarantee granted to subsidiaries of the company	1,401	1,431

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B. BURSA MALAYSIA LISTING REQUIREMENTS

B1. REVIEW OF THE PERFORMANCE

A comparison of the results of current quarter ended 31 March 2013 and the corresponding periods in the preceding year is as follows:

	Current Year Qtr 01/01/14- 31/03/14 (RM'000)	Preceding Year Qtr 01/01/13- 31/03/13 (RM'000)	Current Year 01/01/14- 31/03/14 (RM'000)	Preceding Year 01/01/13- 31/03/13 (RM'000)
Revenue	14,421	10,572	14,421	10,572
Profit before tax	5,219	4,685	5,219	4,685
Profit after tax (before Minority Interest)	3,741	3,296	3,741	3,296
Profit attributable to equity holders of the parent	3,741	3,296	3,741	3,296

Current Year-todate vs Previous Year-todate

Pre-tax profit for the current quarter ended 31 March 2014 of RM5.2 million was marginally higher at RM0.5 million or 10.6% compared to the previous year corresponding period of RM4.7 million. The higher pre-tax profit for the current quarter was mainly due to higher volume of work done during the current quarter.

After-tax profit for the current quarter ended 31 March 2014 at RM3.7 million was higher than the previous year correspondence quarter of RM3.3 million.

Performance for the respective operating business segments for the current quarter to date as at 31 March 2014 as compared to the previous year corresponding period is analysed as follows:-

- 1) Property development operations - the segmental profit increased by RM2.0 million to RM5.8 million from the preceding year corresponding period mainly due to higher volume of work done on its Ken Rimba Jimbaran project in the current quarter.
- 2) Construction operations - segmental loss at RM0.4 million was mainly due to higher annualised overheads incurred in the current quarter compared to the preceding year corresponding period profit of RM0.3 million.

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B2. MATERIAL VARIATION AGAINST THE PRECEDING QUARTER RESULTS

A comparison of the quarterly results of the current and preceding quarter is as follows:

	Current Quarter 01/01/14- 31/03/14 (RM'000)	Preceding Quarter 01/10/13- 31/12/13 (RM'000)
Revenue	14,421	15,218
Profit after tax (before Minority Interest)	3,741	5,939
Profit after tax (after Minority Interest)	3,741	5,939

The revenue for the current quarter ended 31 March 2014 at RM14.4 million was marginally lower than the preceding quarter 31 December 2013 of RM15.2 million, mainly due to lower revenue recorded for the quarter. Profit after tax for the previous quarter was higher mainly due to margin mix of completed units compared to current quarter.

B3. PROSPECTS FOR 2014

The Malaysian economy is expected to maintain a steady growth path of 4.5%-5.5% supported by domestic demand which continues to drive growth with moderate pace and anticipated improvement in the external sector.

Growth opportunities are expected from residential property market arising from continuing household formation, amidst various Government measures to increase home ownership, ensure stable house prices and control on excessive speculative activities.

The Group plans to launch its project - KEN Rimba Condominium projects in the current year and expect to see positive performance for 2014.

External forces such as increases in material costs, fuel and energy costs including manpower resources in the construction sector are expected to continue to exert pressure on the Group's operating margin. Barring any unforeseen circumstances, the Board of Directors is of the view that the Group will record favourable performance for the financial year ending 31 December 2014.

B4. PROFIT FORECAST AND ESTIMATES ANNOUNCED OR DISCLOSED

No applicable as there were no profit forecast or estimates that has been announced or disclosed for the financial year 2014.

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B5. TAX EXPENSE

	Current Year Qtr 01/01/14- 31/03/14 (RM'000)	Preceding Year Qtr 01/01/13- 31/03/13 (RM'000)	Current Year 01/01/14- 31/03/14 (RM'000)	Preceding Year 01/01/13- 31/03/13 (RM'000)
In respect of current period				
- income tax	1,764	1,111	1,764	1,111
- deferred tax	<u>(286)</u>	<u>278</u>	<u>(286)</u>	<u>278</u>
	<u>1,478</u>	<u>1,389</u>	<u>1,478</u>	<u>1,389</u>

The Group's effective tax rate for the 3 months ended 31 March 2014 was above the statutory rate of 25% mainly due to disallowed expenses incurred in the current quarter.

B6. THE STATUS OF CORPORATE PROPOSALS

The Company announced on 24 February 2014 to undertake a proposed share split involving the subdivision of every one (1) existing shares into two (2) split shares and the amendments to the Memorandum and Articles of Association of the Company (to facilitate the implementation of the proposed share split).

Upon completion of the proposed share split, the resultant issued and paid-up share capital of the Company will be RM95,860,000 comprising 191,720,000 split shares (including 12,373,400 split shares held as treasury shares).

The proposed share split has been approved by the shareholders at the recent Annual General Meeting held on 15 April 2014 and the split shares are expected to be listed on 19 May 2014 to depositors registered in the Record of Depositors on 16 May 2014.

B7. BORROWINGS AND DEBT SECURITIES

The group has unsecured short term borrowings of RM4.7 million at the end of the current quarter to 31 March 2014.

B8. MATERIAL LITIGATION

There were no material litigation pending as at the date of this report.

B9. DIVIDEND

The Board does not recommend any interim dividend for current quarter under review (2013 - Nil).

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B10. EARNINGS PER SHARE

	Quarter Ended 31.03.2014	3 months Ended 31.03.2014
A Basic Earnings		
	RM'000	RM'000
Net profit attributable to shareholders	<u>3,741</u>	<u>3,741</u>
Weighted average number of ordinary shares	89,675	89,675
Basic earnings per share (sen)	4.17	4.17
B Diluted earnings	N/A	N/A

There is no impending effect on the diluted earnings per share.

B11. REALISED AND UNREALISED PROFITS

In compliance with Bursa Malaysia directive to all listed issuers pursuant to Paragraph 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements, requiring the disclosure and breakdown of the unappropriated profits and accumulated losses as at the reporting period, into realised and unrealised profit or losses and also to Bursa Malaysia issued guidance on the disclosure and the format required, the break down or retained profits of the Group as at the reporting date, into realised and unrealised profits pursuant to the directive, is as follows:-

	Group 31.03.2014 RM'000	Group 31.12.2013 RM'000
Total retained earnings of KHB and Its subsidiaries		
- Realised	134,393	129,223
- Unrealised	<u>(6,703)</u>	<u>(6,704)</u>
	127,690	122,519
Less:		
Consolidated adjustments	<u>(36,375)</u>	<u>(34,945)</u>
Total Group retained profits and per Consolidated accounts	<u>91,315</u>	<u>87,574</u>

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B12. PROFIT FOR THE PERIOD

	Current Year Qtr 01/01/14- 31/03/14 (RM'000)	Preceding Year Qtr 01/01/13- 31/03/13 (RM'000)	Current Year 01/01/14- 31/03/14 (RM'000)	Preceding Year 01/01/13- 31/03/13 (RM'000)
Profit for the period is arrived at after crediting/(charging)				
Gain on disposal of property plant and equipments	-	35	-	35
Interest income	14	18	14	18
Other income	621	777	621	777
Allowance for impairment loss on other receivables	-	-	-	-
Depreciation	(223)	(203)	(223)	(203)

Save as disclosed above, the other items as required under Appendix 9B, Part A (16) of the Bursa Listing Requirements are not applicable.

By Order of the Board,

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Chow Chooi Yoong
Company Secretary
Date : 7 May 2014