

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2012

	Note	31 December 2012 RM'000	Audited 31 December 2011 RM'000
ASSETS			
Non Current Assets			
Property, plant & equipment		33,896	35,175
Current Assets			
Inventories		1,336	1,926
Trade receivables		16,739	8,191
Other receivables		238	6,977
Current tax assets		156	156
Fixed deposit		4	4
Cash and bank balances		462	52
		18,935	17,307
Non current assets held for sale		2,148	2,150
TOTAL ASSETS		54,979	54,632
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital		97,486	97,486
Reserves		(109,835)	(108,065)
		(12,349)	(10,579)
Non controlling interests		-	-
Total Equity		(12,349)	(10,579)
Non current liabilities			
Long term borrowings	B8	14,522	12,355
Current Liabilities			
Trade payables		10,937	12,817
Other payables		17,721	15,086
Amount owing to directors		13,288	11,938
Current tax liabilities		265	265
Short term borrowings	B8	2,219	4,545
Bank overdraft	B8	8,377	8,205
		52,807	52,855
Total Liabilities		67,328	65,211
TOTAL EQUITY AND LIABILITIES		54,979	54,632
Net assets per share attributable to ordinary equity holders (RM)		(0.13)	(0.11)

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the condensed financial statements.

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2012**

	Current Quarter 31-Dec 2012 RM'000	Preceding Year Quarter 31-Dec 2011 RM'000	Current Period To Date 31-Dec 2012 RM'000	Preceding Year Period To Date 31-Dec 2011 RM'000
Revenue	10,722	7,826	22,348	34,731
Cost of Sales	<u>(10,587)</u>	<u>(8,003)</u>	<u>(19,152)</u>	<u>(33,655)</u>
Gross Profit	135	(177)	3,196	1,076
Other income	0	89	3	5,234
Operating Expenses	(800)	(1,542)	(2,755)	(3,749)
Depreciation	(275)	(294)	(1,151)	(1,215)
Plant & Equipment Written Off	-	-	-	-
Profit from Operations	<u>(940)</u>	<u>(1,924)</u>	<u>(707)</u>	<u>1,346</u>
Financial cost	(277)	(318)	(1,064)	(1,172)
Profit Before Taxation	<u>(1,218)</u>	<u>(2,242)</u>	<u>(1,771)</u>	<u>174</u>
Taxation	-	-	-	-
Profit After Taxation	<u>(1,218)</u>	<u>(2,242)</u>	<u>(1,771)</u>	<u>174</u>
Other comprehensive income	-	-	-	-
Total comprehensive profit for the year	<u>(1,218)</u>	<u>(2,242)</u>	<u>(1,771)</u>	<u>174</u>
Equity holders of the Parent	(1,218)	(2,242)	(1,771)	174
Non controlling interests	-	-	-	-
	<u>(1,218)</u>	<u>(2,242)</u>	<u>(1,771)</u>	<u>174</u>
Total comprehensive loss attributable to:				
Equity Holders of The Parent	(1,218)	(2,242)	(1,771)	174
Non controlling interests	-	-	-	-
	<u>(1,218)</u>	<u>(2,242)</u>	<u>(1,771)</u>	<u>174</u>
Basic earnings per ordinary share (sen)	(1.25)	(2.30)	(1.82)	0.18
Diluted earnings per ordinary share (sen)	(1.25)	(2.30)	(1.82)	0.18

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the condensed financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2012

	<- Attributable to Equity Holders of the Parent ->				
	Share Capital RM'000	Accumulated Losses RM'000	Total RM'000	Non Controlling Interests RM'000	Total Equity RM'000
At 1 January 2012	97,486	(108,065)	(10,579)	-	(10,579)
Total comprehensive profit for the period	-	(1,771)	(1,771)	-	(1,771)
At 31 December 2012	<u>97,486</u>	<u>(109,836)</u>	<u>(12,350)</u>	<u>-</u>	<u>(12,350)</u>
At 1 January 2011	97,486	(108,239)	(10,753)	-	(10,753)
Total comprehensive profit for the period	-	174	174	-	174
At 31 December 2011	<u>97,486</u>	<u>(108,065)</u>	<u>(10,579)</u>	<u>-</u>	<u>(10,579)</u>

The Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the condensed financial statements.

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE YEAR ENDED 31 DECEMBER 2012**

	Current Period To Date 31 December 2012 RM'000	Preceding Period To Date 31 December 2011 RM'000
Cash flows from operating activities		
Profit before taxation	(1,771)	2,416
Adjustments for:		
Depreciation	1,151	921
Loss on disposal of PPE	131	
Impairment loss	-	453
Loss on disposal of property, plant and equipment		33
Reversal of Provision for Doubtful Debts	-	-
Interest expenses	1,064	854
Operating profit before working capital changes	575	4,677
Changes in working capital		
Inventories	591	23
Receivables	(1,809)	(13,317)
Payables	755	7,809
Amount owing to directors	1,350	1,963
	886	(3,522)
Cash generated from operations	1,461	1,155
Interest paid	(1,064)	(854)
Net cash (used in) / generated from operating activities	397	301
Cash flows from investing activities		
	-	-
Purchase of of property, plant and equipment	-	(16)
Proceeds from disposal of property, plant and equipment	-	37
Interest received	-	-
Net cash from/(used in) investing activities	-	21
Cash flows from financing activities		
Repayment of hire purchase	(146)	(34)
Drawdown of bank borrowings		-
Repayment of bank borrowings	(13)	(53)
Net cash from financing activities	(159)	(87)
Net (decrease) / increase in cash and cash equivalents	238	235
Cash and cash equivalents at the beginning of the year	(8,153)	(8,620)
Cash and cash equivalents at the end of the year	(7,915)	(8,385)
Note:		
Closing balance of cash and cash equivalents comprises:		
Cash and bank balances	462	371
Fixed deposits	4	4
Bank overdrafts	(8,377)	(8,756)
0	(7,911)	(8,381)
Fixed deposits pledged to bank	(4)	(4)
	(7,915)	(8,385)
	(0)	

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the condensed financial

NOTES TO CONDENSED FINANCIAL STATEMENT (UNAUDITED)

A1. Basis of Preparation

The condensed financial statements is unaudited and has been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The condensed financial statements have been prepared on the assumption that the Group is a going concern. The appropriateness of using the going concern assumption is highly dependent upon the successful implementation of a regularisation plan. As such, the condensed financial statements have not included any adjustments to the value and classification of assets and liabilities that may be necessary if the going concern assumption is no longer appropriate. Although it is the intention of the Directors to continue to operate the Group as a going concern, this can only be assured with the support of the lenders and shareholders.

The condensed financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 December 2011. These explanatory notes attached to the condensed 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 VTI Vintage Berhad ("the Company" or "Vintage") and all its subsidiaries (collectively known as "the Group") since the financial year ended 31 December 2011.

Since the previous annual audited financial statements as at 31 December 2011 were issued, the Group has adopted the Malaysian Financial Reporting Standards ("MFRS") framework issued by the Malaysian Accounting Standards Board ("MASB") with effect from 1 January 2012. This MFRS framework was introduced by the MASB in order to fully coverage Malaysia's existing Financial Reporting Standards ("FRS") framework with the International Financial Reporting Standards ("IFRS") framework issued by the International Accounting Standards Board.

A2. Changes in Accounting Policies

The accounting policies and methods of computation adopted by the Group in this condensed financial statements are consistent with those adopted in the financial statements for the financial year ended 31 December 2011 except for the adoption of the following :

During the financial period, the Group have adopted the following applicable new Financial Reporting Standards ("FRSs") , revised FRSs, Issues Committee ("IC") Interpretations and amendments to FRSs, issued by the Malaysian Accounting Standards Board that are mandatory for the current financial period:

IC Interpretation 19	Extinguishing Financial Liabilities with Equity Instruments
Amendments to IC Interpretation 14	Prepayment of a Minimum Funding Requirement
MFRS 124	Related Party Disclosures (revised)
Amendments to MFRS 1	Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters
Amendments to MFRS 7	Disclosures – Transfers of Financial Assets
Amendments to MFRS 112	Deferred Tax: Recovery of Underlying Assets

A2. Changes in Accounting Policies (cont'd)

The Group have not adopted earlier the following new FRSs, revised FRSs, Issues Committee (“IC”) Interpretations and amendments to FRSs, which have been issued as at the date of authorisation of these financial statements and will be effective for the financial periods as stated below:

		Effective for financial period beginnings on or after
Amendments to FRS 9 (IFRS 9 as issued by IASB in November 2009), MFRS 9 (IFRS 9 as issued by IASB in October 2010) and MFRS 7	Mandatory Effective Date of FRS 9 and Transition Disclosures	1 March 2012
Amendments to MFRS 101	Presentation of Items of Other Comprehensive Income	1 July 2012
MFRS 10	Consolidated Financial Statements	1 January 2013
MFRS 11	Joint Arrangements	1 January 2013
MFRS 12	Disclosure of Interests in Other Entities	1 January 2013
MFRS 13	Fair Value Measurement	1 January 2013
MFRS 119	Employee Benefits (revised)	1 January 2013
MFRS 127	Separate Financial Statements	1 January 2013
MFRS 128	Investments in Associates and Joint Ventures	1 January 2013
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	1 January 2013
Amendments to MFRS 7	Disclosures - Offsetting Financial Assets and Financial	1 January 2013
Amendments to MFRS 132	Offsetting Financial Assets and Financial Liabilities	1 January 2014
MFRS 9 (IFRS 9 as issued by IASB in November 2009)	Financial Instruments	1 January 2015*
MFRS 9 (IFRS 9 as issued by IASB in October 2010)	Financial Instruments	1 January 2015*

A3. Auditors’ Report on Preceding Annual Financial Statements

The auditors’ report on the financial statements for the financial year ended 31 December 2011, was qualified as follows :

As disclosed in Note 2(a) to the financial statements, the Company incurred a net loss of RM1,848,303 during the financial year ended 31 December 2011. As at 31 December 2011, the Group and the Company’s current liabilities exceeded their current assets by RM45,654,673 and RM8,724,302 respectively and the Group has triggered paragraph 2.1(a) of Practice Note 17 (“PN17”) criteria’s and has therefore been classified under PN17.

The Group and the Subsidiaries are faced with numerous legal suits filed by creditors who have alleged that outstanding debts are owed to them. The Company had proposed a debt restructuring scheme under Section 176(10) of the Companies Act, 1965. The Company and all its subsidiaries obtained a Restraining Order on 22 July 2009 for 90 days under Section 176(10) Companies Act, 1965 for the purpose of finalising the scheme. The Restraining Order has been renewed by the High Court several times and is currently valid until 13 April 2012. Details of this Restraining Order are fully described in Note 31(b) of the Notes to the Financial Statements.

The Company has submitted a regularisation plan to Bursa Malaysia Securities Berhad on 22 April 2011, a summary of which is disclosed in Note 31(a)(iii) of the Notes to the Financial Statements. The significant issues in the regularisation plan includes amongst others, the private placement of 12,000,000 new VTI Vintage Berhad shares and the issue of a Renounceable Rights Issue of 31,497,200 new VTI Vintage Berhad shares. On 23 December 2011, the Company announced a variation of the regularisation plan details of which are fully described in Note 31(a)(iii). We do not give an opinion on the significant issues and the variation of the regularisation plan mentioned, in view of their material uncertainty.

A3. Auditors' Report on Preceding Annual Financial Statements (cont'd)

On 2 April 2012, Bursa Malaysia Securities Berhad rejected the Company's regularisation plan for the reasons explained in Note 31(a)(iii) of the Notes to the Financial Statements and the Board of Directors have indicated that they expect to appeal to Bursa Malaysia Securities Berhad on the rejection.

During the year under review, the Company incurred a loss of RM1,848,303 while the Group returned a profit of RM174,386. In view of the material uncertainty mentioned in the preceding paragraph and the various legal suits filed by creditors who have been restrained by the Restraining Order which expires at the date of this report, we are unable to give an opinion as to whether the profitability of the Group can be maintained.

The preparation of the financial statements of the Group and the Company on a going concern basis is significantly dependant on the outcome of the regularisation plan and the matters referred to in the preceding paragraph. The existence of material uncertainties on the outcome of and successful implementation of the regularisation plan and the ability of the Group and the Company to operate profitably in the foreseeable future, may cast significant doubt about the Group and the Company's ability to continue as going concerns and therefore, may be unable to realise their assets and discharge their liabilities in the normal course of business.

Similarly, the auditors' report of subsidiary companies, Vintage Tiles Industries Sdn Bhd, Vintage Roofing & Construction Sdn Bhd, Vintage Tiles Industries (EM) Sdn Bhd and Tirai Impresif Sdn Bhd have also been qualified in respect of the going concern basis.

The auditors' reports of another subsidiary company, Newsteel Building Systems Sdn Bhd, contain an emphasis of matter relating to the appropriateness of the going concern basis of accounting used in the preparation of their financial statements.

A4. Segmental Information

(a) Segment analysis for the financial period to date ended 31 December 2012 :

	Manufacturing & Trading RM'000	Construction Contract RM'000	Inter- eliminations RM'000	Total RM'000
Revenue				
External	7,172	22,348	(7,172)	22,348
Inter-segmental sales	1,680	-	(1,680)	-
Total Revenue	<u>8,852</u>	<u>22,348</u>	<u>(8,852)</u>	<u>22,348</u>
Results				
(Loss)/Profit from operations	(3,327)	2,620	-	(707)
Interest expenses	(1,001)	(63)	-	(1,064)
(Loss)/Profit before taxation	(4,328)	2,557	-	(1,771)
Taxation	-	-	-	-
(Loss)/Profit after taxation	<u>(4,328)</u>	<u>2,557</u>	<u>-</u>	<u>(1,771)</u>
Non-Cash Expenses				
Allowance for doubtful debts	3,006	22	(3,028)	-
Depreciation of property, plant and	1,143	8	-	1,151

A4. Segmental Information (cont'd)

(b) Segment analysis for the financial period to date ended 31 December 2011 :

	Manufacturing & Trading RM'000	Construction Contract RM'000	Inter- eliminations RM'000	Total RM'000
Revenue				
External	7,183	27,548	-	34,731
Inter-segmental sales	1,680	-	(1,680)	-
Total Revenue	<u>8,863</u>	<u>27,548</u>	<u>(1,680)</u>	<u>34,731</u>
Results				
(Loss)/Profit from operations	1,773	(427)	-	1,346
Interest expenses	(1,114)	(58)	-	(1,172)
(Loss)/Profit before taxation	<u>659</u>	<u>(485)</u>	<u>-</u>	<u>174</u>
Taxation	-	-	-	-
(Loss)/Profit after taxation	<u>659</u>	<u>(485)</u>	<u>-</u>	<u>174</u>
Non-Cash Expenses				
Depreciation of property, plant and equipment	1,201	13	-	1,215
Amortisation of leasehold land	1	-	-	1
	<u>1,202</u>	<u>13</u>	<u>-</u>	<u>1,215</u>

A5. Unusual Items due to their Nature, Size or Incidence

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

A6. Changes in estimates

There were no material changes in estimates used for the preparation of the interim financial report.

A7. Comments about Seasonal or Cyclical Factors

The Group's business are generally affected by the various festive seasons.

A8. Dividends Paid

There were no dividends paid during the current quarter ended 31 December 2012.

A9. Valuation of Property, Plant and Equipment

There was no fair value adjustment of property, plant and equipment during the quarter.

A10. Debt and Equity Securities

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

A11. Changes in Composition of the Group

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

A12. Capital Commitments

There were no outstanding capital commitments for the quarter under review.

A13. Changes in Contingent Liabilities

There is no changes in contingent liabilities since the last annual balance sheet as at 31 December 2011.

A14. Significant Events

(a) **Practice Note 17 - Status of Plan to Regularise Condition**

On 10 February 2011, Vintage had announced that MIMB Investment Bank Berhad ("MIMB") on behalf of the Company submitted an application for an extension of time to Bursa Malaysia to submit the proposed regularisation plan.

On 18 April 2011, reference was made to Vintage's requisite announcement dated 9 September 2010 and the announcement dated 15 March 2011, whereby Bursa Malaysia had approved Vintage's application for an extension of time until 24 April 2011 to submit its regularisation plan pursuant to PN17 of the Listing

In the event that:

- (i) The Company fails to submit the regulation plan to the regulatory authorities for approval on or before 24 April 2011;
- (ii) The Company fails to obtain the approval from any of the regulatory authorities necessary for the implementaion of its regularisation plan; or
- (iii) The Company fails to implement its regularisation plan within the time frame or extended time frames stipulated by the regulatory authorities.

Bursa Malaysia reserves the right to proceed with the suspension of the trading of the securities of the Company and to commence delisting procedures against the Company.

Upon occurrence of any of the events set out in (i) to (iii) above, the suspension should be imposed on the trading of the listed securities of the Company upon the expiry of five (5) market days from the date the Company was notified by Bursa Malaysia and de-listing procedures shall be commenced against the Company.

The Company submitted its regularisation plan to Bursa Malaysia for approval on 22 April 2011 which comprises of:

- (i) Proposed reduction of VTI Vintage Berhad's existing issued and paid-up share capital from approximately RM97.49 million comprising 97,486,002 Existing Shares to approximately RM9.75 million comprising 97,486,002 ordinary shares of RM0.10 each via the cancellation of RM0.90 of the par value of each Existing Share pursuant to Section 64 of the Act;

A14. Significant Events (Cont'd)

(a) **Practice Note 17 - Status of Plan to Regularise Condition (Cont'd)**

- (ii) Proposed share consolidation via the consolidation of five (5) Reduced Shares into one (1) VTI Vintage Berhad's share after the Proposed Capital Reduction;
- (iii) Proposed amendments to the M&A of VTI Vintage Berhad to facilitate the change in the par value of the VTI Vintage Berhad's Shares resulting from the Proposed Capital Reduction and Proposed Share
- (iv) Proposed Private Placement of 12,000,000 new VTI Vintage Berhad's shares;
- (v) Proposed renounceable rights issue of up to 31,497,200 new VTI Vintage Berhad's Shares on the basis of one (1) new VTI Vintage Berhad's for every one (1) existing VTI Vintage Berhad's Share held by the shareholders of Vintage after the Proposed Shareholders' Scheme and Proposed Private Placement;
- (vi) Proposed formal scheme of arrangement and compromise pursuant to Section 176 of the Act in respect to the amounts owing to the secured and unsecured creditors of VTI Vintage Berhad via the issuance of up to 18,556,106 new VTI Vintage Berhad's Shares after a seventy five percent (75%) debt waiver by the unsecured creditors; and
- (vii) Proposed set-off of any cash advances against the subscription monies payable by a Director pursuant to his irrevocable undertaking to subscribe for his rights entitlement and/or procure subscriptions for the Proposed Rights Issue up to a maximum amount of RM5.0 million.

On 2 November 2011, MIMB on behalf of Vintage had announced on the following variation to the Proposals. It was previously announced in Section 2.7(ii)(d) of the announcement dated 9 September 2010 that if any of the unsecured creditors is a subsidiary of Vintage, its entitlement to the VTI Vintage Berhad's Shares shall be allotted and issued to a trustee and/or an agent for the creditor who will subsequently dispose of the shares allotted and issued to it and remit the proceeds to the subsidiary concerned.

After further deliberation by the Board, the Company has decided to vary the said distribution such that if any of the unsecured creditors is the Company itself or a subsidiary of the Company, its entitlement to the VTI Vintage Berhad's Shares will be allotted and issued to a placee to be identified ("Placee") and the cash proceeds therefrom will be paid to the Company who will then distribute the respective entitlement to its subsidiaries ("Proposed Variation"). The Proposed Variation was decided by the Board to avoid any possible infringement of Section 17 of the Companies Act, 1965.

On 23 December 2011, MIMB Investment Bank Berhad on behalf of the Company had announced that the variation of the regularisation plan as the following

- (i) variations on the inter-conditionality of the Proposals; and
- (ii) assignment of the VTI Vintage Berhad's Group inter-company debt to Distinct Treasures Sdn. Bhd.

On 2 April 2012, Bursa Malaysia rejected the Company proposed regularisation plan which was submitted to Bursa Securities on 22 April 2011

In the circumstances and pursuant to Rule 8.04(5) of the Bursa Malaysia ACE Market Listing Requirements:

- (i) the trading in the securities of the Company will be suspended with effect from 10 April 2012; and
- (ii) the securities of the Company will be de-listed on 4 May 2012 unless an appeal against the rejection of the regularisation plan and de-listing is submitted to Bursa Malaysia on or before 1 May 2012 ("the Appeal Timeframe"). Any appeal submitted after the Appeal Timeframe will not be considered by Bursa Malaysia.

A14. Significant Events (Cont'd)

(a) **Practice Note 17 - Status of Plan to Regularise Condition (Cont'd)**

In the event of the Company submits an appeal to Bursa Malaysia within the Appeal Timeframe, the removal of the securities of the Company from the official list of Bursa Malaysia on 4 May 2012 shall be deferred pending the decision on the Company's appeal.

On 30 April 2012, the Company had made an appeal on the said rejection. On 24 July 2012, Bursa Malaysia approved the Company's proposed regularisation plan after due consideration of relevant facts and circumstances including:

- (i) the changes to the Company's business model for its manufacturing and distribution of tiles division;
- (ii) the growth of the Company's secured order book for its construction division;
- (iii) the changes and improvements to the Company's proposed regularisation plan including addition fund raising for the Company's business operations and a proposed profit guarantee of RM6 million profit after taxation (i.e. excluding write-off/other income/adjustments not in the ordinary course of business) for 2 consecutive financial years following the successful implementation of the proposed regularisation plan;
- (iv) the approval of the secured and unsecured creditors of VVB and its subsidiary companies (collectively defined as the "Group") for the Company's proposed debt settlement which forms part of the proposed regularisation plan; and
- (v) VVB's plan to add diversification to its revenue stream.

With regards to the Company's appeal against de-listing, the securities of the Company shall be removed from the Official List of Bursa Securities upon expiry of 2 market days from the notification or such other date specified by Bursa Securities to the Company in the event it fails to implement its regularisation plan within the timeframe or extended timeframes stipulated by Bursa Securities.

(b) **Status of Regularisation Plan - Letter of Award**

On 3 March 2010, Vintage announced that the regularisation plan of Vintage will not result in significant change in the business direction or policy of the Company. The proposed regularisation plan is envisaged to encompass proposed capital reduction, proposed rights issue, proposed write off of debts and proposed debt settlement scheme with the bank and trade creditors.

In connection to the above, Vintage Roofing & Construction Sdn Bhd ("VRC"), a wholly-owned subsidiary of Vintage, had on 3 March 2010, accepted a letter of award from MITC Engineering Sdn Bhd ("MITC") as sub-contractor for the proposed construction and completion 154 of 248 units double storey link house located at Lot 18337, Daerah Kuala Langat, Mukim Tanjung Dua Belas, Selangor Darul Ehsan for a contract sum of RM13,675,506.16 ("Said Project"). It gives immediate site possession upon award and is expected to be completed by end November 2011.

Further, MITC has also agreed to procure its tiles supply for its development from Vintage for the Said Project. The above award of contract is expected to contribute positively to the earnings of Vintage and its subsidiaries.

VRC further on 20 August 2010 accepted a letter of award from Fitters Engineering Services Sdn Bhd ("FESSB") as sub-contractor for the proposed construction of the superstructural works for 4th, 5th and 6th Floor at Lot 26220, Jalan Genting Klang, Taman Danau Kota, Mukim Setapak, Kuala Lumpur for a contract sum of RM20,527,239.88.

On 28 October 2010, VRC further accepted a letter of award from MITC as sub-contractor for "Cadangan 90 Unit Rumah Bandar 2 Tingkat (20' X 60') Di Atas PT Lot 27756 Hingga PT Lot 27920, Mukim Dengkil, Daerah Sepang, Selangor Darul Ehsan Dalam Project Usahasama Tentuan Setiausaha Kerajaan Selangor (Perbandaran) Dengan Syarikat Azam Perspektif Sdn Bhd" for a contract sum of RM6,259,200.

VRC further on 7 January 2011 accepted letter of award from Billion Edge Sdn Bhd ("BESB") as the contractor of the following projects:

A14. Significant Events (Cont'd)

(b) **Status of Regularisation Plan - Letter of Award**

- (i) piling and pile cap for the proposed construction project including 6 units of 5 storey shop office, 33 units of 4 storey shop office and 4 storey parking lot building on Lot 5204-5213 (Lot Asal), Bandar Seremban, Daerah Seremban, Negeri Sembilan Darul Khusus for a contract sum of RM2,600,000.00.
- (ii) main building and infrastructure works for the proposed construction project including 6 units of 5 storey shop office, 33 units of 4 storey shop office and 4 storey parking lot building on Lot 5204-5213 (Lot Asal), Bandar Seremban, Daerah Seremban, Negeri Sembilan Darul Khusus for a contract sum of RM26,500,000.00.

On 4 October 2011, VRC had accepted a letter of award from Mr. Gou Yaoming to administer the proposed residential development of 30 units low rise high end apartment on two (2) pieces of land located at Taman U-Thant, Kuala Lumpur, Wilayah Persekutuan ("Proposed Development") and to act as the project manager, turnkey contractor and marketing agent for the Proposed Development. The contract sum for project management and marketing shall be 5% of estimated gross sales revenue from the Proposed Development. (The gross sale revenue is estimated to be RM100.00 million). Whereas, the contract sum for the physical construction work shall be negotiated based on the prevailing market cost of materials, currency fluctuations, labour, plant, equipment, fuel, etc at a later stage.

On 20 April 2012, VRC was awarded a contract from ABN Harmoni Sdn Bhd. It is relating to main building works in Putra Permai, Selangor worth RM18.5 million.

On 23 April 2012, VRC was awarded a project management contract for a renovation project in Huizhou, Guang Dong Province, China, by Shenzhen Guang Real Estate Group Co Ltd. The project management fee is 6% or approximately RMB2.4 million of the renovation sum.

On 3 July, 2012, ABN Harmoni has awarded another contract worth RM15.8 million for piling and pile cap works at Klang, Selangor.

(c) **Restraining Order**

The Group has faced with numerous suits filed by trade creditors who have alleged that outstanding debts are owed to them. In an effort to settle the debts and come to an agreement with the creditors, Vintage had prepared an initial scheme for the purposes of a debt restructuring scheme under Section 176 (10) of the Companies Act, 1965. On the basis of the proposed scheme, the Group had filed an application under Section 176 (10) of the Companies Act, 1965. The Company had on 22 July 2009 obtained a Restraining Order under Section 176 (10) of the Companies Act, 1965 which restrained and stayed for a period of 90 days further proceedings in any action or the institution or commencement of any proceedings against the Company or any of the companies in the Group. The Restraining Order had been expired on 19 October 2009.

Upon expiry of the Restraining Order obtained on 22 July 2009, Vintage had further applied for an extension of Restraining Order. On 23 November 2009, the Court has granted Vintage with an extension for another sixty (60) days from 23 November 2009, which had been expired on 22 January 2010.

Upon expiry of the extended Restraining Order obtained on 23 November 2009, Vintage had further applied for an extension of Restraining Order. On 4 March 2010, the High Court granted a further extension to the Restraining Order for a period of 60 days from 4 March 2010 to 3 May 2010.

On 4 May 2010, Vintage had applied for an application for meeting of the creditors or class of creditors of Vintage pursuant to Section 176 (1) of the Companies Act, 1965. On 19 May 2010, the High Court also granted the above said application be summoned within 90 days from 19 May 2010. Therefore, the said meeting ought to be summoned on or before 18 August 2010 being 90 days from the date of the Court Order.

In order to conduct the Creditor Convened Meeting ("CCM"), Vintage had further applied for an fresh Restraining Order. On 19 May 2010, the High Court granted the Restraining Order for a period of 90 days from 19 May 2010 to 18 August 2010.

A14. Significant Events (Cont'd)

(c) Restraining Order (cont'd)

On 10 November 2010, Vintage had announced that the application for the extension of the Restraining Order has been dismissed by the Court in the hearing held on 8 November 2010. However, the Company has instructed the solicitors to file a fresh application to the Court for the said Restraining Order.

On 9 February 2011, Vintage had announced that Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur on 8 February 2011 pursuant to Section 176(10) of the Act, to restrain all further proceedings, and any and all actions or proceedings against the Company and the following subsidiaries for a period of ninety (90) days from 8 February 2011 to 7 May 2011.

- (i) Vintage Tiles Industries Sdn Bhd
- (ii) Vintage Roofing & Construction Sdn Bhd
- (iii) Newsteel Building Systems Sdn Bhd
- (iv) Vintage Tiles Industries (EM) Sdn Bhd

Upon expiry of the Restraining Order obtained on 8 February 2011, Vintage had further applied for an extension on the Restraining Order. On 11 May, 2011, the High Court of Malaya at Kuala Lumpur has granted a further period of another one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

Pursuant to an order made on the 16 December 2011 by the Kuala Lumpur High Court, an extension of sixty (60) days was granted in respect of the Restraining Order. As it currently stands all proceedings involving VVB and four of its subsidiaries including VTI will be stayed until 15 February, 2012.

Upon expiry of the Restraining Order obtained on 16 December 2011, VVB had further applied for an extension on the Restraining Order. On 15 February 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 14 February 2012 to 13 April 2012.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

A14. Significant Events (Cont'd)

(c) Restraining Order (cont'd)

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

Upon expiry of Restraining Order on 25 September 2012, an order has been granted by the High Court of Malaya at Kuala Lumpur on 8 November 2012, to restrain all further proceedings in any action and/or proceedings against the Company and its subsidiaries companies, for a period of one hundred and twenty (120) days from 8 November 2012 to 7 March 2013.

(d) Disposal of Land

On 7 January 2011, the Board of Directors of Vintage announced that its wholly-owned subsidiary, Vintage Tiles Industries (EM) Sdn Bhd ("VTIEM") had on 5 January 2011 entered into a Sale and Purchase Agreement ("SPA") with SW 2020 Sdn Bhd (Company No. 861050-M) having its registered address at 3rd Floor, TB 292, Block 30, Fajar Commercial Complex, Jalan Haji Karim, Tawau, Sabah ("SW2020") to dispose of the land held under Country Lease No. 045086379 and measuring a total of 5 acres, 2 roods and 25 perches in the District of Tuaran, Sabah including all structures and buildings erected thereupon ("Land") for a total consideration of Ringgit Malaysia Two Million One Hundred and Fifty Thousand (RM2,150,000.00) only.

(e) Memorandum of Understanding

On 3 March 2011, the Board of Directors of Vintage announced that the Company had on 2 March 2011 signed a Memorandum of Understanding ("MOU") with Shenzhen Guang Real Estate Group Co., Ltd ("Shenzhen Guang").

Shenzhen Guang is an exempted company organised under the laws of the People's Republic of China ("PRC"). Shenzhen Guang is a well established property development company with the head quarter in Shenzhen.

(Hereinafter, Vintage and Shenzhen Guang are collectively referred to as "the Parties")

Based on the mutual consent, the Parties agree to reach the MOU as follows:

- (i) Shenzhen Guang intends to participate in the restructuring and the private placement of Vintage; and
- (ii) Shenzhen Guang, as the proposed strategic investor, intends to explore the possibilities of merger or acquisition of certain PRC companies whose business are involving the interior decoration and trading of the firefighting equipment.

On 25 April 2012, Vintage had announced that VRC had on 24 April 2012 accepted a letter of award from Shenzhen Guang to administer the renovation project for 2 blocks 19 stories condominium cum shoplots in Shansui Mingren Garden, Huizhou, Guang Dong Province, China for a total contract sum of RMB2.4 million or approximately RM1.2 million ("The Contract"). The date of commencement and the date to hand over the site will be mutually agreed and determined later.

On 1 June 2011, the Board of Directors of Vintage announced that Mr Gou Zan Ming, the owner of Shenzhen Guang had on 18 April 2011 signed an undertaking letter to subscribe for up to 6,500,000 placements shares of RM0.50 each pursuant to Proposed Private Placement exercise to be undertaken by the Company.

(e) **Change of External Auditors**

On 11 January 2013, the Board of Directors of VTI Vintage Berhad announced that the auditors, Messrs Omar Arif & Co gave in writing their intention to resign as the auditors of the Company. The Company has received a notice of nomination for the proposed nomination of Messrs CHI-LLTC as the auditors of the Company for the financial year ended 31 December 2012 in place of the resigning auditors Messrs Omar Arif & Co. The proposed change of auditors is subject to and conditional upon approval to be obtained from the shareholders at the Extraordinary General Meeting to be convened.

A15. Contingent Liabilities

	As at 31 December 2012 RM'000	As at 31 December 2011 RM'000
Corporate guarantees given to banks for credit facilities granted to subsidiaries	<u>24,512</u>	<u>24,512</u>
Corporate guarantees issued to third parties in respect of trade facilities granted to subsidiaries	<u>7,000</u>	<u>7,000</u>

A16. Significant Related Party Transactions

The significant related party transactions for the current period were summarised as below:

	Amount RM'000
Rental paid to Emedia Corporation Sdn Bhd ("ECSB") *	<u>126</u>

* Dato' Beh Hang Kong is a shareholder of ECSB with a shareholding of 50.0%. He is also the Managing Director and substantial shareholder of Vintage.

These transactions have been entered into in the normal course of business and established on commercial terms.

ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS

B1. Review of performance

For the period ended 31 December 2012, the Group's revenue had decreased by 35.65% to RM22.348 million as compared to RM34.731 million in corresponding period in 2011. This decrease in revenue was mainly due to completion of a major super structure project at Danau Kota, piling project in Seremban and project in Puchong Perdana in 2011. However, the revenue for period ended 31 December 2012 was supported with the commencement of new project in U-thant and renovation project in Huizhou, Guang Dong Province, China.

For the period ended 31 December 2012 the Group suffered a loss before tax of RM1.771 million compared to a profit before tax of RM0.174 million for the period ended 31 December 2011. This is mainly due to the impairment on allowance of doubtful debts, higher administration cost and prepayment written off for the period ended 31 December 2012.

B2. Variation of results against preceeding quarter

	Current Quarter Ended 31 December 2012 RM'000	Previous Quarter Ended 30 September 2012 RM'000
Revenue	<u>10,722</u>	<u>2,554</u>
Profit before taxation	<u>(1,218)</u>	<u>(961)</u>

For the quarter under review, the revenue of the Group had increased significantly by 319.82% as compared to the previous quarter. This was mainly due to the commencement of U-thant project and renovation project in Huizhou, Guang Dong province, China. The loss before tax for quarter ended 31 December 2012 was at RM1.218 million, an increase in loss before tax of 26.70% as compared to loss before tax of RM0.961 million in the previous quarter resulted from higher operating cost.

B3. Profit forecast

On 22 April 2011, Vintage announced that the Group has submitted its Regularisation Plan for Bursa Malaysia Securities Berhad ("Bursa Malaysia") approval together with the profit forecast other than that, there was no profit forecast released to the market.

B4. Taxation

No provision for taxation was provided for the current quarter as the Group still have unutilised capital allowance and unabsorbed losses to offset against the current quarter profit.

B5. Unquoted investments and properties

A subsidiary, Vintage Tiles Industries (EM) Sdn Bhd had entered into a sale and purchase agreement to dispose its leasehold land having a net book value of RM2.603 million for a fair value consideration of RM2.150 million. However, the sale is not completed yet at the date of this report.

B6. Quoted investments

The Group did not deal in any quoted investments.

B7. Corporate Proposals

(a) Status of corporate proposals

On 22 April 2011, Vintage announced that the Group has submitted its Regularisation Plan for Bursa Malaysia

On 2 April 2012, Bursa Malaysia rejected the Company's Proposed Regularisation Plan.

In the circumstances and pursuant to Rule 8.04(5) of the Bursa Malaysia ACE Market Listing Requirements:

- (i) the trading in the securities of the Company will be suspended with effect from 10 April 2012; and
- (ii) the securities of the Company will be de-listed on 4 May 2012 unless an appeal against the rejection of the regularisation plan and de-listing is submitted to Bursa Malaysia on or before 1 May 2012 ("the Appeal Timeframe"). Any appeal submitted after the Appeal Timeframe will not be considered by Bursa Malaysia.

In the event of the Company submits an appeal to Bursa Malaysia within the Appeal Timeframe, the removal of the securities of the Company from the official list of Bursa Malaysia on 4 May 2012 shall be deferred pending the decision on the Company's appeal.

On 30 April 2012, the Company had made an appeal on the said rejection. On 24 July 2012, Bursa Malaysia approved the Company's proposed regularisation plan after due consideration of relevant facts and circumstances including:

- (i) the changes to the Company's business model for its manufacturing and distribution of tiles division;
- (ii) the growth of the Company's secured order book for its construction division;
- (iii) the changes and improvements to the Company's proposed regularisation plan including addition fund raising for the Company's business operations and a proposed profit guarantee of RM6 million profit after taxation (i.e. excluding write-off/other income/adjustments not in the ordinary course of business) for 2 consecutive financial years following the successful implementation of the proposed regularisation plan;
- (iv) the approval of the secured and unsecured creditors of VVB and its subsidiary companies (collectively defined as the "Group") for the Company's proposed debt settlement which forms part of the proposed regularisation plan; and
- (v) VVB's plan to add diversification to its revenue stream.

With regards to the Company's appeal against de-listing, the securities of the Company shall be removed from the Official List of Bursa Securities upon expiry of 2 market days from the notification or such other date specified by Bursa Securities to the Company in the event it fails to implement its regularisation plan within the timeframe or extended timeframes stipulated by Bursa Securities.

(b) Status of utilisation of proceeds

Not applicable.

B8. Borrowings and debt securities

The total borrowings of the Group as at 31 December 2012 comprised of the followings:

	31 December 2012 RM'000
Secured bank borrowings:	
Term loans	16,094
Bank overdrafts	8,377
Hire purchase	647
	<hr/> 25,118
Secured bank borrowings:	
Short term borrowing	10,597
Long term borrowings	14,522
	<hr/> 25,118

B9. Off balance sheet financial instruments

There were no material instruments with off balance sheet risk issued as at the date of this report.

B10. Changes in material litigation

Foong & Partners (“The Petitioner”) v. VTI Vintage Berhad (Kuala Lumpur High Court, Winding Up No. D-28-2-2009)

The Group has made an announcement on 26 March 2009 in relation to the advertisement of winding up petition on Vintage (Kuala Lumpur High Court, Winding Up No. D-28-2-2009) by Messrs. Foong & Partners (“the Petitioner”), alleging that Vintage is indebted to the Petitioner for the sum of RM32,350.00 being the consultancy fees on the legal services rendered to Vintage. There is no interest claimed by the Petitioner. Vintage has dispute on the claim and instructed the solicitor to confirm with the Petitioner on the dispute and currently is pending for reply. The circumstances leading to the filing of the winding up petition against Vintage was due to the fact that the Company did not make the said payment in the sum of RM32,350.00 to the Petitioner as the said amount is in dispute.

Vintage had made an application pending the preparation of an initial scheme of debt restructuring scheme compromise between the Group and its creditors under Section 176 (1) of the Act for a Restraining Order under Section 176 (10) to restrain actions and proceedings against the Petitioner for a period of ninety (90) days from the date of the Restraining Order ie. 22 July 2009, which had been expired on 19 October 2009.

Upon expiry of the Restraining Order obtained on 22 July 2009, Vintage had further applied for an extension of Restraining Order. On 23 November 2009, the Court has granted Vintage with an extension for another sixty (60) days from 23 November 2009, which had been expired on 22 January 2010.

Upon expiry of the extended Restraining Order obtained on 23 November 2009, Vintage had further applied for an extension of Restraining Order. On 4 March 2010, the High Court granted a further extension to the Restraining Order for a period of 60 days from 4 March 2010 to 3 May 2010.

On 4 May 2010, Vintage had applied for an application for meeting of the creditors or class of creditors of Vintage pursuant to Section 176 (1) of the Companies Act, 1965. On 19 May 2010, the High Court also granted the above said application be summoned within 90 days from 19 May 2010. Therefore, the said meeting ought to be summoned on or before 18 August 2010 being 90 days from the date of the Court Order.

In order to conduct the Creditor Convened Meeting (“CCM”), Vintage had further applied for an fresh Restraining Order. On 19 May 2010, the High Court granted the Restraining Order for a period of 90 days from 19 May 2010 to 18 August 2010.

B10. Changes in material litigation (cont'd)

Foong & Partners (“The Petitioner”) v. VTI Vintage Berhad (Kuala Lumpur High Court, Winding Up No. D-28-2-2009) (Cont'd)

On 16 July 2010, Vintage had conducted its CCM and obtained approval from its scheme creditors on its Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 by the requisite majority in number representing three-fourth (3/4) in value of the Scheme Creditors present and voting in that class either in person or by proxy at the CCM.

On 10 November 2010, Vintage had announced that the application for the extension of the Restraining Order has been dismissed by the Court in the hearing held on 8 November 2010. However, the Company has instructed the solicitors to file a fresh application to the Court for the said Restraining Order.

On 9 February 2011, VVB had announced that Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur on 8 February 2011 pursuant to Section 176(10) of the Act, to restrain all further proceedings, and any and all actions or proceedings against the Company and the following subsidiaries for a period of ninety (90) days from 8 February 2011 to 7 May 2011.

- (a) Vintage Tiles Industries Sdn Bhd
- (b) Vintage Roofing & Construction Sdn Bhd
- (c) Newsteel Building Systems Sdn Bhd
- (d) Vintage Tiles Industries (EM) Sdn Bhd

Upon expiry of the Restraining Order obtained on 8 February 2011, Vintage had further applied for an extension on the Restraining Order. On 11 May, 2011, the High Court of Malaya at Kuala Lumpur has granted a further period of another one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

B10. Changes in material litigation (cont'd)

Foong & Partners (“The Petitioner”) v. VTI Vintage Berhad (Kuala Lumpur High Court, Winding Up No. D-28-2-2009) (Cont'd)

On 13 April 2012, the Board of Directors of Vintage had announced that the Company’s Solicitors notified the Company that the application for the extension of Restraining Order which expired on 13 April 2012 has been granted with an extension for another thirty (30) days from 13 April 2012 to 12 May 2012, or upon the final decision from Bursa Malaysia on the Company’s appeal on the rejection of the Company’s Proposed Regularisation Plan, whichever is earlier.

Upon expiry of the Restraining Order obtained on 13 April 2012, Vintage had further applied for an extension on the Restraining Order. On 16 May 2012, the High Court of Malaya at Kuala Lumpur has granted with an extension for another sixty (60) days from 16 May 2012 to 14 July 2012, or upon the final decision from Bursa Malaysia on the Company’s appeal on the rejection of the Company’s Proposed Regularisation Plan, whichever is earlier.

Restraining Order

The Group made an announcement on 27 July 2009 pertaining to the Kuala Lumpur High Court (“Court”) had on 22 July 2009 granted a Restraining Order to Vintage for a period of 90 days effective from 22 July 2009 to 19 October 2009 pursuant to Section 176 (10) of the Companies Act, 1965. The Group has faced with numerous suits filed by trade creditors who have alleged that outstanding debts are owed to them. In an effort to settle the debts and come to an agreement with the creditors, Vintage had prepared an initial scheme for the purposes of a debt restructuring scheme under Section 176 (10) of the Companies Act, 1965. On the basis of the proposed scheme, the Companies had filed an application under Section 176 (10) of the Companies Act, 1965. The Company had on 22 July 2009 obtained a Restraining Order under Section 176 (10) of the Companies Act, 1965 which restrained and stayed for a period of 90 days further proceedings in any action or the institution or commencement of any proceedings against the Company or any of the companies in the Group.

Upon expiry of the Restraining Order obtained on 22 July 2009, Vintage had further applied for an extension of Restraining Order. On 23 November 2009, the Court has granted Vintage with an extension for another sixty (60) days from 23 November 2009, which had been expired on 22 January 2010.

Upon expiry of the extended Restraining Order obtained on 23 November 2009, Vintage had further applied for an extension of Restraining Order. On 4 March 2010, the High Court granted a further extension to the Restraining Order for a period of 60 days from 4 March 2010 to 3 May 2010.

On 4 May 2010, Vintage had applied for an application for meeting of the creditors or class of creditors of Vintage pursuant to Section 176 (1) of the Companies Act, 1965. On 19 May 2010, the High Court also granted the above said application be summoned within 90 days from 19 May 2010. Therefore, the said meeting ought to be summoned on or before 18 August 2010 being 90 days from the date of the Court Order.

In order to conduct the Creditor Convened Meeting (“CCM”), Vintage had further applied for an fresh Restraining Order. On 19 May 2010, the High Court granted the Restraining Order for a period of 90 days from 19 May 2010 to 18 August 2010.

On 10 November 2010, Vintage had announced that the application for the extension of the Restraining Order has been dismissed by the Court in the hearing held on 8 November 2010. However, the Company has instructed the solicitors to file a fresh application to the Court for the said Restraining Order.

B10. Changes in material litigation (cont'd)

Restraining Order (Cont'd)

On 9 February 2011, Vintage had announced that Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur on 8 February 2011 pursuant to Section 176(10) of the Act, to restrain all further proceedings, and any and all actions or proceedings against the Company and the following subsidiaries for a period of ninety (90) days from 8 February 2011 to 7 May 2011.

- (a) Vintage Tiles Industries Sdn Bhd
- (b) Vintage Roofing & Construction Sdn Bhd
- (c) Newsteel Building Systems Sdn Bhd
- (d) Vintage Tiles Industries (EM) Sdn Bhd

Upon expiry of the Restraining Order obtained on 8 February 2011, Vintage had further applied for an extension on the Restraining Order. On 11 May, 2011, the High Court of Malaya at Kuala Lumpur has granted a further period of another one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's Solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

B10. Changes in material litigation (cont'd)

Restraining Order (Cont'd)

Upon expiry of Restraining Order on 25 September 2012, an order has been granted by the High Court of Malaya at Kuala Lumpur on 8 November 2012, to restrain all further proceedings in any action and/or proceedings against the Company and its subsidiaries companies, for a period of one hundred and twenty (120) days from 8 November 2012 to 7 March 2013.

MOX-Linde Gases Sdn Bhd (formerly known as Mox Gases Sdn Bhd)

On 21 March 2011, Vintage announced that the Company received the Judgment and sealed Order both dated 6 October 2010 from Messrs Raja, Darryl & Loh. A judgment was entered against Vintage Tiles Industries Sdn Bhd ("VTISB") for the following :

- (a) Amount of RM2,386.40 (Ringgit Malaysia: Two Thousand Three Hundred Eighty Six and Cents Forty) only;
- (b) Interest thereon at 8% per annum of RM2,386.40 from 14 August 2009 till date of full settlement;
- (c) Amount of RM10,000 (Ringgit Malaysia: Ten Thousand) only in relation to replacement of 10 units of gas cylinder;
- (d) Interest thereon at 8% per annum from 14 August 2009 till date of full settlement; and
- (e) Cost of RM500 (Ringgit Malaysia Five Hundred) only.

However, the Company informed that a Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur on 8 February 2011, to restrain all further proceedings, and any and all actions or proceedings against the Company and its subsidiary companies, for a period of ninety (90) days from 8 February 2011 to 7 May 2011.

On 24 March 2011, the Company announced that the Group has adequate resources to meet the commitment of the claims and therefore, the Judgment and sealed Order has no financial and operational impact to the Group. The Group was not expected to incur any further loss arising from the Judgment and Sealed Order. Vintage is seeking the necessary legal advice to resolve and/or defend against this matter.

Reference to the previous announcement made, the Company had on 25 March 2011 further announced that the reason for VTISB defaulted to settle the sum claimed by MOX-Linde Gases Sdn Bhd was due to dispute on the amount claimed by MOX for the gas cylinder provided to VTISB.

Upon expiry of the Restraining Order obtained on 8 February 2011, Vintage had further applied for an extension on the Restraining Order. On 11 May, 2011, the High Court of Malaya at Kuala Lumpur has granted a further period of another one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's Solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

B10. Changes in material litigation (cont'd)

MOX-Linde Gases Sdn Bhd (formerly known as Mox Gases Sdn Bhd) (Cont'd)

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

Cheong Construction & Company

On 11 April 2011, Vintage announced that VTISB, a wholly-owned subsidiary of the Company have received a Sealed copy of the Judgment from Messrs Thevin Chandran & Assocs, the solicitors for Cheong Construction & Company ("Cheong Construction"), demanding the total sum of RM83,181.92 which is made up as following, being the sum due and owing to Cheong Construction for the labour services rendered to VTISB:

	RM
(a) Judgment Sum	50,271.50
(b) Cost	2,136.00
(c) Interest at 8% p.a. on RM50,271.50 from 08/08/2003 till 31/03/2011	30,752.38
	<u>83,159.88</u>

The circumstances leading to filing of the Judgment against VTISB was due to the fact the Company has failed and/or default to settle the sum claimed by Cheong Construction as the Company has a dispute on the amount claimed by Cheong Construction for the labour services rendered by Cheong Construction.

The Group also announced that the Group has adequate resources to meet the commitment of the claims and therefore, the Sealed copy of Judgment has no financial and operational impact to the Group. The Group was not expected to incur any further loss arising from the sealed judgment. Vintage is seeking the necessary legal advice to resolve and/or defend against this matter.

However, the Company informed that a Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur on 8 February 2011, to restrain all further proceedings, and any and all actions or proceedings against the Company and its subsidiary companies, for a period of ninety (90) days from 8 February 2011 to 7 May 2011.

B10. Changes in material litigation (cont'd)

Cheong Construction & Company (cont'd)

Upon expiry of the Restraining Order obtained on 8 February 2011, Vintage had further applied for an extension on the Restraining Order. On 11 May, 2011, the High Court of Malaya at Kuala Lumpur has granted a further period of another one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's Solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

Pencetak Weng Fatt Sdn Bhd

On 29 July 2011, the Board of Directors of Vintage announced that the Company's solicitors, Messrs K.L. Lim & Lee had on 26 July 2011 received the sealed copy of the Judgment dated 3 November 2010 from Messrs Choo Kok Hon & Co, the solicitors for Pencetak Weng Fatt Sdn Bhd demanding the total Judgment sum of RM8,406.95 as at 21 April 2009 together with interest thereon at the rate of 8.00% per annum from 22 April 2009 till the date of full realisation and cost of RM500.00 and RM854.00 respectively being the sum due and owing to the Plaintiff for the services rendered to the Company.

B10. Changes in material litigation (cont'd)

Pencetak Weng Fatt Sdn Bhd (cont'd)

However, the Company informed that an Order has been granted by the High Court of Malaya at Kuala Lumpur on 11 May 2011 pursuant to Section 176 (10) of the Act, to restrain all further proceedings, any and all actions or proceedings against the Company and four of its subsidiary companies, for a period of one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

The Company further announced on 1 August 2011 that the circumstances leading to the filing of the Judgment against Vintage was due to the fact that the Company has failed and/or default to settle the sum claimed by the Plaintiff as the Company has a dispute on the amount claimed by the Plaintiff for the services rendered by the

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's Solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

B10. Changes in material litigation (cont'd)

Notice Pursuant Section 218 of the Companies Act, 1965

(a) KTS Trading Sdn Bhd

On 19 October 2010, Vintage announced that VTISB, a subsidiary of the Company have received the Notice Pursuant to Section 218 (2)(a) of the Companies Act, 1965 (“Notice”) from Messrs. Chan, Moosdeen & Partners, the advocates & solicitors for KTS Trading Sdn Bhd (“KTS”), demanding the total sum of RM72,897.90 being the judgment sum of RM61,152.00, interest of 8% per annum on the total judgement sum from 22 August 2008 until the date of summons on 17 October 2008 which works out to RM763.98, further interest of 8% per annum on the total judgement sum from 17 October 2008 to 15 October 2010 which works out to RM9,770.92 and costs of RM1,211.00 within three (3) weeks from the date of the Notice, failing which, the VTISB is deemed to be unable to pay its debts and a winding-up petition may be filed against VTISB. The sealed Judgment is dated 19 December 2008.

However, the Company wishes to inform that the Group had on 22 July 2009 initiated the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 (“Proposed Scheme”) which had been approved during the CCM of the Group held on 16 July 2010.

Based on the legal advice obtained, KTS will be included as one of the Scheme Creditors, once the Court sanctions the Scheme of Arrangement under Section 176 of the Companies Act, 1965, KTS will be bound to accept the Scheme under the approved Proposed Scheme. Therefore, pending the completion of the Proposed Scheme, no payment was made to the Scheme Creditors including KTS.

On 14 February 2011, the Board of Directors of Vintage informed that a winding up petition was served to VTISB. Vintage has given instruction to its solicitor to reply to the Petitioner's solicitors to highlight to the Petitioner's solicitors the outcome of the CCM.

On 17 October 2011, Vintage announced that Vintage have received a notice from the solicitors for KTS that the hearing of the winding-up petition has been fixed on 7 December 2011.

(b) Anshin Steel Services Centre Sdn Bhd

On 28 September 2010, Vintage announced that the Company and Newsteel Building Systems Sdn Bhd (“Newsteel”), a subsidiary of the Company have received the Notice Pursuant to Section 218 (1) (e) & (i) of the Companies Act, 1965 (“Notice”) from Messrs. Shui-Tai, the solicitors for Anshin Steel Services Centre Sdn Bhd (“Anshin”), demanding the total sum of RM58,152.97 being the judgment sum of RM35,768.88, interest of RM7,110.00 as at 31 March 2008, interest at 1.3% per month on RM35,768.88 from 1 April 2008 to 27 September 2010 (and still continuing until the date of full realization) and costs of RM1,170.00 within three (3) weeks from the date of receipt of the Notice, failing which, the Company and Newsteel is deemed to be unable to pay its debts and a winding-up petition may be filed against the Company and Newsteel.

On 23 December 2010, Vintage announced that Vintage and Newsteel have received the Notice Pursuant to Section 218 (1) (e) & (i) of the Companies Act, 1965 (“Notice”) from Messrs. Shui-Tai, the solicitors for Anshin, demanding the total sum of RM59,470.38 being the judgment sum of RM35,768.88, interest of RM7,110.00 as at 31 March 2008, interest at 1.3% per month on RM35,768.88 from 1 April 2008 to 21 December 2010 (and still continuing until the date of full realization) and costs of RM1,170.00 within three (3) weeks from the date of receipt of the Notice, failing which, Vintage and Newsteel is deemed to be unable to pay its debts and a winding-up petition may be filed against Vintage and Newsteel.

However, the Company wishes to inform that the Group had on 22 July 2009 initiated the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 (“Proposed Scheme”) and has included Anshin as one of the Scheme Creditors under the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 (“Proposed Scheme”) which had been approved during the CCM of the Group held on 16 July 2010.

B10. Changes in material litigation (cont'd)

Notice Pursuant Section 218 of the Companies Act, 1965

(c) Messrs Megat & Seow

On 18 March 2011, the Board of Directors of Vintage announced that Vintage Roofing & Construction Sdn Bhd ("VRC"), a wholly-owned subsidiary of the Company have received the Notice Pursuant to Section 218 (1) (e) of the Companies Act, 1965 ("Notice") from Messrs Megat & Seow ("S&M"), demanding the total sum of RM4,660.63 being the judgment sum of RM3,350.00, interest of RM879.63 at the rate of 8% per annum on judgment sum of the RM3,350.00 and costs of RM431.00 within Twenty One (21) days from the date of receipt the Notice, failing which, a winding-up petition may be filed against VRC.

The circumstances leading to the filing of the Notice against VRC was due to the fact that the Company has failed and/or default to settle the sum claimed by S&M. However, the Company wishes to inform that an Restraining Order has been granted by the High Court of Malaya at Kuala Lumpur on 8 February 2011 pursuant to Section 176 (10) of the Act, to restrain all further proceedings, and any and all actions or proceedings against the Company and its subsidiary companies, for a period of ninety (90) days from 8 February 2011 to 7 May

Further to the announcement made on 18 March 2011, the Board of Directors of the Company on 22 March 2011 announced that the reason of the Company defaulted to settle the sum claimed by S&M was because the Company has a dispute on the amount claimed by S&M for the legal services rendered by S&M.

Upon expiry of the Restraining Order obtained on 8 February 2011, Vintage had further applied for an extension on the Restraining Order. On 11 May, 2011, the High Court of Malaya at Kuala Lumpur has granted a further period of another one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 22 November 2011, the Board of Directors of Vintage had announced that the Company's Solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company's solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

B10. Changes in material litigation (cont'd)

Notice Pursuant Section 218 of the Companies Act, 1965

(c) Messrs Megat & Seow (cont'd)

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

(d) Star Shine Global Trading Sdn Bhd (“Star Shine”) v. VTI Vintage Berhad (Kuala Lumpur High Court, Winding Up No. D1-28-265-2009)

The Group made an announcement on 25 May 2009 pertaining to the winding up petition on Vintage (Kuala Lumpur High Court, Winding Up No. D1-28-265-2009) by Star Shine, alleging that Vintage is indebted to the Petitioner for the sum of RM1,492,675.95 together with accrued interest of RM383,148.50 calculated as at 14 January 2009 and further interest to be charged on the principal sum at 1.5% per month from 15 January 2009 until full settlement for the goods sold and delivered to Newsteel, a subsidiary of Vintage by virtue of the Corporate Guarantee dated 9 August 2005 executed by Vintage in favour of Star Shine whereby Vintage has guaranteed to pay on demand all monies due and owing by Newsteel to the Petitioner up to limit of RM2,000,000.00. Newsteel has dispute on the claim and instructed the solicitor to confirm with Star Shine on the dispute.

The Group has adequate resources to meet the commitment of the claims and therefore, the petition has no financial and operational impact to the Group. Vintage has appointed solicitor to oppose or strike out these Petitions and the Applications.

On 5 January 2011, Vintage announced that Vintage and Newsteel have received the Notice Pursuant to Section 218 (1) (e) of the Companies Act, 1965 (“Notice”) from Messrs. J.M. Chong, Vincent Chee & Co., the solicitors for Star Shine, demanding the total sum of RM1,675,824.45 together with further interest to be charged on the principal sum of RM1,492,675.95 at the rate of 1.5% per month from 27 July 2010 until full settlement within Twenty One (21) days from the service of this Notice being the sum due and owing to Star Shine and in the event Vintage and Newsteel fail to pay the same, Vintage and Newsteel will be deemed to be unable to pay the aforesaid debt and appropriate action will be taken for winding up Vintage and Newsteel.

The Group has adequate resources to meet the commitment of the claims and therefore, the petition has no financial and operational impact to the Group. Vintage is seeking the necessary legal advice to resolve and/or defend against this matter.

(e) Affin Bank Berhad (“The Petitioner”) v. Vintage Roofing & Construction Sdn Bhd, VTI Vintage Berhad and Ong Thuan Ming (collectively “Defendants”) (Kuala Lumpur High Court Civil Suit No.: D-22-NCC-75-2009)

The Group has made an announcement on 14 September 2010 that the Company and Vintage Roofing & Construction Sdn Bhd (“VRC”), a wholly-owned subsidiary of the Company have received the letter from Messrs. Manjit Singh Sachdev, Mohammad Radzi & Partners dated 8 September 2010 (“Letter”), the solicitors for Affin Bank Berhad (“Affin”), demanding the Judgment sum of RM3,000,000.00 as at 31 March 2009 together with interest at the rate of 1.75% above the Base Lending Rate calculated from 1 April 2009 until the date of realisation and cost of RM225.00 within fourteen (14) days from the date of the Letter.

B10. Changes in material litigation (cont'd)

Notice Pursuant Section 218 of the Companies Act, 1965

(e) Affin Bank Berhad (“The Petitioner”) v. Vintage Roofing & Construction Sdn Bhd, VTI Vintage Berhad and Ong Thuan Ming (collectively “Defendants”) (Kuala Lumpur High Court Civil Suit No.: D-22-NCC-75-2009) (cont'd)

The Board of Directors of Vintage wishes to inform that the Company has no knowledge on the said Judgement until the Company received the said Letter.

However, the Company wishes to inform that the scheme creditors of Vintage and its subsidiary companies (“Scheme Creditors”) had at the CCM of the Company held on 16 July 2010 approved the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 (“Proposed Scheme”). Based on the legal advice obtained, Affin will be bound under the approved Proposed Scheme as Affin is one of the Scheme Creditors.

On 30 May 2011, the Board of Directors of Vintage announced that VRC, a wholly-owned subsidiary of the Company have received the Notice Pursuant to Section 218 (1) (e) of the Companies Act, 1965 (“Notice”) from Messrs Manjit Singh Sachdev, Mohammad Radzi & Partners, the solicitors for Affin Bank Berhad (“Plaintiff”), demanding the outstanding judgment sum of RM3,656,879.32 as at 26 May 2011 together with interest thereon at the rate of 1.75% above Base Lending Rate per annum from 27 May 2011 until the date of full payment to be paid within twenty one (21) days from the date of the Notice, failing which, a winding-up petition may be filed against VRC.

On the same date 30 May 2011, the Board of Directors of Vintage also announced that the Company have received the Notice Pursuant to Section 218 (1) (e) of the Company Act, 1965 (“Notice”) from Messrs Manjit Singh Sachdev, Mohammad Radzi & partners, the solicitors for the plaintiff demanding the outstanding judgement sum of RM3,493,844.18 as at 26 May 2011 together with interest thereon at the rate of 1.75% above base lending rate per annum from 27 May 2011 until date of full payment to be paid within twenty one (21) days from the date of the Notice, failing which, a winding-up petition may be filed against Vintage. The circumstances leading to the filing of the Notice against Vintage was due to the fact that Vintage had provided a corporate guarantee for the overdraft facility granted by the Plaintiff to Vintage Roofing & Construction Sdn Bhd (“VRC”), a wholly-owned subsidiary of the Company and VRC has failed and/or default to settle the said

Once again the Company informed that the Group had on 22 July 2009 initiated the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 (“Proposed Scheme”) and has included the Plaintiff as one of the Scheme Creditors under the said Proposed Scheme which had been approved during the Court Convened Meeting (“CCM”) of the Group held on 16 July 2010.

Based on the legal advice obtained, the Plaintiff as one of the Scheme Creditors, once the Court sanctions the Scheme of Agreement under Section 176 of the Companies Act, 1965, the Plaintiff will be bound to accept the Scheme under the approved Proposed Scheme. Therefore, pending the completion of the Proposed Scheme, no payment shall be made to the Scheme Creditors including the Plaintiff.

Furthermore, the Company informed that an Order has been granted by the High Court of Malaya at Kuala Lumpur on 11 May 2011 pursuant to Section 176 (10) of the Act, to restrain all further proceedings, any and all actions or proceedings against the Company and four of its subsidiary companies, for a period of one hundred and twenty (120) days from 11 May 2011 to 7 September 2011.

Upon expiry of the extended Restraining Order obtained on 11 May 2011, Vintage had further applied for an extension of Restraining Order. On 20 September 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 20 September 2011 to 18 November 2011.

On 23 September 2011, Vintage announced that Vintage have further received sealed copy of the Winding Up Petition dated 9 September 2011 from Plaintiff. The said Winding Up Petition has been fixed for hearing at Kuala Lumpur High Court on 22 November 2011.

B10. Changes in material litigation (cont'd)

Notice Pursuant Section 218 of the Companies Act, 1965

- (e) **Affin Bank Berhad (“The Petitioner”) v. Vintage Roofing & Construction Sdn Bhd, VTI Vintage Berhad and Ong Thuan Ming (collectively "Defendants") (Kuala Lumpur High Court Civil Suit No.: D-22-NCC-75-2009) (cont'd)**

On the same date 23 September 2011, the Board of Directors of Vintage also announced that VRC have also received sealed copy of Winding Up Petition dated 9 September 2011 from Plaintiff. The said Winding Up Petition has been fixed for hearing at Kuala Lumpur High Court on 22 November 2011.

On 1 November 2011, Vintage further announced that Vintage had received the “Afidavit Menentusahkan Petisyen Tambahan” dated 31 October 2011 from the Plaintiff. The said winding up petition has been fixed for hearing at Kuala Lumpur High Court on 10 November 2011.

On 4 November 2011, Vintage further announced that VRC had received the “Afidavit Menentusahkan Petisyen (II)” dated 4 November 2011 from the Plaintiff. The said winding up petition has been fixed for hearing at Kuala Lumpur High Court on 22 November 2011.

On 16 November 2011, Vintage announced that the Company denied on the Notice of Winding Up against the Company as published under 1Klassifieds C13 in New Straits Times on 16 November 2011 as the Group had on 22 July 2009 initiated the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 (“Proposed Scheme”) and has included the Plaintiff as one of the Scheme Creditors under the Proposed Scheme of Arrangement under Section 176 of the Companies Act, 1965 which had been approved during the Court Convened Meeting (“CCM”) of the Group held on 16 July 2010.

Based on the legal advice obtained, the Plaintiff as one of the Scheme Creditors, once the Court sanctions the Scheme of Agreement under Section 176 of the Companies Act, 1965, the Plaintiff will be bound to accept the Scheme under the approved Proposed Scheme. Therefore, pending the completion of the Proposed Scheme, no payment shall be made to the Scheme Creditors including the Plaintiff.

The Company had instructed their lawyers to file an application to strike out the winding up order and the lawyers are in the midst of preparing all the relevant documentations.

Further to the announcement made on 16 November 2011, the Board of Directors of the Company on 22 November 2011 announced that the Company’s lawyers are in the midst of preparing all the relevant documentations to file an application to nullify the winding up order against the Company.

On the same date 22 November 2011, the Board of Directors of Vintage had announced that the Company’s Solicitors notified the Company that an application had been submitted to the Court on 18 November 2011 for the extension of Restraining Order which had been expired on 18 November 2011 and the hearing of the said application has been fixed on 1 December 2011.

On 2 December 2011, the Board of Directors of Vintage had announced that the Company’s solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 18 November 2011 has been postponed to 8 December 2011.

On 8 December 2011, the Board of Directors of Vintage had announced that the Company’s solicitors notified the Company that the hearing for the application for extension of Restraining Order which expired on 8 December 2011 has been postponed to 16 December 2011.

On 23 December 2011, the Board of Directors of VVB had announced that the Company’s Solicitors notified the Company that the Court had granted the permanent stay order for Vintage Roofing & Construction Sdn Bhd, a wholly-owned subsidiary of the Company.

B10. Changes in material litigation (cont'd)

Notice Pursuant Section 218 of the Companies Act, 1965

- (e) **Affin Bank Berhad (“The Petitioner”) v. Vintage Roofing & Construction Sdn Bhd, VTI Vintage Berhad and Ong Thuan Ming (collectively "Defendants") (Kuala Lumpur High Court Civil Suit No.: D-22-NCC-75-2009) (cont'd)**

Upon expiry of the extended Restraining Order obtained on 16 December 2011, Vintage had further applied for an extension of Restraining Order. On 19 December 2011, the High Court of Malaya has been granted a further extension to the Restraining Order for a period of 60 days from 16 December 2011 to 15 February 2012.

Upon expiry of the Restraining Order obtained on 15 February 2012, Vintage had further applied for an extension on the Restraining Order. On 15 February 2012, the High Court of Malaya at Kuala Lumpur has granted a further period of another sixty (60) days from 14 February 2012 to 13 April 2012.

Subsequently, another application was made to further extend the Restraining Order and on 13 April 2012 the Kuala Lumpur High Court granted an extension of a period of thirty (30) days commencing on 13 April and expiring on 12 May 2012.

Upon expiry of the Restraining Order obtained on 13 April 2012, VVB had further applied for an extension on the Restraining Order. On 16 May 2012, the Court at Kuala Lumpur had granted a further period of sixty (60) days from 16 May 2012 to 14 July 2012.

Upon the expiry of Restraining Order on 14 July 2012, another application was made and approval granted by the court to further extend the Restraining Order from 19 July to 25 July 2012. On 25 July 2012 the Kuala Lumpur High Court again granted another extension for a period of sixty (60) days commencing on 25 July and expiring on 25 September 2012.

Upon expiry of Restraining Order on 25 September 2012, an order has been granted by the High Court of Malaya at Kuala Lumpur on 8 November 2012, to restrain all further proceedings in any action and/or proceedings against the Company and its subsidiaries companies, for a period of one hundred and twenty (120) days from 8 November 2012 to 7 March 2013.

B11. Realised and Unrealised Profits

	Current Quarter Ended 31 December 2012 RM'000	Previous Quarter Ended 30 September 2012 RM'000
Total accumulated losses of the Group		
- Realised	(109,835)	(108,618)
- Unrealised	-	-
	<u>(109,835)</u>	<u>(108,618)</u>

B12. Dividends

No dividend has been recommended to date in respect of the current financial period.

B13. Basic earnings per share

Basic earnings per share is calculated by dividing the net profit for the period by weighted average number of shares in issue during the period.

	Current Quarter 31 December 2012	Preceding Quarter 31 December 2011	Current Period To Date 31 December 2012	Preceding Period To Date 31 December 2011
Total comprehensive profit attributable to equity holders of the parent (RM'000)	<u>(1,218)</u>	<u>(2,242)</u>	<u>(1,771)</u>	<u>174</u>
Weighted average no of ordinary shares in issue ('000)	<u>97,486</u>	<u>97,486</u>	<u>97,486</u>	<u>97,486</u>
Basic earnings/(losses) per ordinary share (sen)	<u>(1.25)</u>	<u>(2.30)</u>	<u>(1.82)</u>	<u>0.18</u>

The company does not have in issue any financial instrument or other contract that may entitle its holders to ordinary shares and therefore dilute its basic earnings.

B14. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors on 26 February 2013.