

Sapura Industrial Berhad (17547-W) (Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE 4TH QUARTER ENDED 31 JANUARY 2014

## The unaudited financial results of Sapura Industrial Berhad Group for the period ended 31 January 2013

Condensed Consolidated Statement of Comprehensive Income	3
Condensed Consolidated Statement of Financial Position	4
Condensed Consolidated Statement of Changes in Equity	5
Consolidated Statement of Cash Flows	6-7
Notes to the Interim Financial Statements	8-16

# SAPURA INDUSTRIAL BERHAD (17547-W) CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 JANUARY 2014 THE FIGURES HAVE NOT BEEN AUDITED

	Individual Quarter			Cumulative Quarter	
	Current Quarter Ended 31.1.2014 RM'000	Comparative Quarter Ended 31.1.2013 RM'000	12 months Cumulative Todate 31.1.2014 RM'000	12 months Cumulative Todate 31.1.2013 RM'000	
Revenue	73,808	66,541	274,306	265,650	
Cost of sales	(59,566)	(54,083)	(220,167)	(213,222)	
Gross profit	14,242	12,458	54,139	52,428	
Other income	1,493	312	3,457	4,018	
Operating expenses	(6,740)	(9,545)	(31,711)	(36,417)	
Finance costs	(294)	(507)	(2,139)	(2,648)	
Profit before tax	8,701	2,718	23,746	17,381	
Tax expense	(2,053)	(458)	(5,741)	(5,321)	
Profit for the period	6,648	2,260	18,005	12,060	
Total comprehensive income for the period	6,648	2,260	18,005	12,060	
Profit for the period attributable to: Owners of the parent Non-controlling interest	6,778 (130) 6,648	3,689 (1,429) 2,260	18,247 (242) 18,005	13,489 (1,429) 12,060	
Total comprehensive income for the period attributable to: Owners of the parent Non-controlling interest	6,778 (130) 6,648	3,689 (1,429) 2,260	18,247 (242) 18,005	13,489 (1,429) 12,060	
Earnings per share attributable to owners of the parent (sen):					
Basic, for profit from operations	9.31	5.07	25.07	18.53	

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 January 2013 and the accompanying explanatory notes attached to the Interim Financial Statements)

# SAPURA INDUSTRIAL BERHAD (17547-W) CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 JANUARY 2014

	Unaudited 31.1.2014 RM'000	Restated 31.1.2013 RM'000	Restated 1.2.2012 RM'000
ASSETS			
Non-current assets			
Property, plant and equipment	86,814	90,815	96,121
Development expenditure	2,507	2,623	3,220
	89,321	93,438	99,341
Current assets			
Inventories	26,290	24,252	25,163
Tax recoverable	68	370	479
Trade and other receivables	58,213	53,249	52,239
Cash and bank balances	17,749	10,066	20,915
	102,320	87,937	98,796
TOTAL ASSETS	191,641	181,375	198,137
EQUITY AND LIABILITIES Equity attributable to owners of the parent			
Share capital	72,776	72,776	72,776
Share premium	2,200	2,200	2,200
Retained profits	26,465	10,401	12,923
·	101,441	85,377	87,899
Minority interest	(1,159)	(917)	512
Total equity	100,282	84,460	88,411
Non-current liabilities			
Retirement benefit obligations	4,438	4,101	3,694
Loans and borrowings	9,788	14,462	21,527
Deferred tax liabilities	7,036	7,039	7,480
	21,262	25,602	32,701
0 (11.10)			
Current liabilities	47	00	40
Retirement benefit obligations	17 1,218	86 1,377	42 1,625
Income tax payable Trade and other payables	35,814	36,711	42,680
Loans and borrowings	33,048	33,139	32,678
Loans and borrowings	70,097	71,313	77,025
Total liabilities	91,359	96,915	109,726
TOTAL EQUITY AND LIABILITIES	191,641	181,375	198,137
Net assets per share (RM)	1.39	1.17	1.21

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 January 2013 and the accompanying explanatory notes attached to the Interim Financial Statements)

## SAPURA INDUSTRIAL BERHAD (17547-W) CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 JANUARY 2014

	←——	Attributable to o	owners of the parent	<b></b>		
For The 12 Month Period Ended 31 January 2014	→ Non-Distril Share capital RM'000	butable — ➤ Share premium RM'000	Distributable Retained profits RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
As at 1 February 2013	72,776	2,200	11,400	86,376	(917)	85,459
MFRS119 Adjustment	-	-	(999)	(999)	-	(999)
As at 1 February 2013 (restated)	72,776	2,200	10,401	85,377	(917)	84,460
Total comprehensive income for the period	-	-	18,247	18,247	(242)	18,005
Dividends on ordinary shares	-	-	(2,183)	(2,183)	-	(2,183)
As at 31 January 2014	72,776	2,200	26,465	101,441	(1,159)	100,282
For The 12 Month Period Ended 31 January 2013						
As at 1 February 2012	72,776	2,200	13,922	88,898	512	89,410
MFRS119 Adjustment	-	-	(999)	(999)	-	(999)
As at 1 February 2012 (restated)	72,776	2,200	12,923	87,899	512	88,411
Total comprehensive income for the period	-	-	13,489	13,489	(1,429)	12,060
Dividends on ordinary shares	-	-	(16,011)	(16,011)	-	(16,011)
As at 31 January 2013	72,776	2,200	10,401	85,377	(917)	84,460

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 January 2013 and the accompanying explanatory notes attached to the Interim Financial Statements)

# SAPURA INDUSTRIAL BERHAD (17547-W) CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 JANUARY 2014

	12 MONTHS ENDED 31.1.2014 RM'000	12 MONTHS ENDED 31.1.2013 RM'000
Operating activities		
Profit before tax	23,746	17,381
Adjustments for:		
Depreciation of property, plant and equipment	13,438	13,038
Property, plant and equipment written off	73	26
Amortisation of development expenditure	889	1,412
Short term accumulating compensated absences	(12)	15
Interest income	(306)	(447)
Unrealised loss on foreign exchange	398	401
Increase in liability for defined benefit plan	411	567
Loss on disposal of property, plant and equipment	43	291
Write down of inventories	380	1,222
Interest expense	2,139	2,648
Operating profit before working capital changes	41,199	36,554
Increase in inventories	(2,418)	(311)
Increase in trade and other receivables	(4,964)	(1,011)
Decrease in trade and other payables	(1,143)	(6,386)
Cash generated from operations	32,674	28,846
Interest paid	(2,139)	(2,648)
Taxes paid	(5,607)	(5,900)
Retirement benefits paid	(144)	(115)
Net cash generated from operating activities	24,784	20,183

# SAPURA INDUSTRIAL BERHAD (17547-W) CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 JANUARY 2014

(contd.)

Investing activities	12 MONTHS ENDED 31.1.2014 RM'000	12 MONTHS ENDED 31.1.2013 RM'000
Purchase of property, plant and equipment	(9,827)	(7,859)
Interest received	306	447
Proceeds from disposal of property, plant and equipment	410	95
Development expenditure incurred	(844)	(815)
Net cash used in investing activites	(9,955)	(8,132)
Financing activities		
Net repayment of term loans	(7,851)	(3,748)
Net drawdown/(repayment) of short term borrowings	3,758	(1,647)
Net repayment of hire purchase and lease financing	(672)	(1,290)
Dividends on ordinary shares	(2,183)	(16,011)
Net cash used in from financing activities	(6,948)	(22,696)
Net increase/(decrease) in cash and cash equivalents	7,881	(10,645)
Cash and cash equivalents at beginning of period	9,373	20,018
Cash and cash equivalents at end of period	17,254	9,373
Analysis of cash and cash equivalents:		
Deposits, cash and bank balances	17,749	10,066
Bank overdrafts	(495)	(693)
Cash and cash equivalents at end of period	17,254	9,373

(The Consolidated Statement of Cash Flows should be read in conjunction with the Financial Statements for the year ended 31 January 2013 and the accompanying explanatory notes attached to the Interim Financial Statements)

#### Notes to the Interim Financial Statements - 31 January 2014

#### **Part A - EXPLANATORY NOTES**

#### A1. Basis of preparation

The interim financial statements have been prepared under the historical cost convention. The interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting and Chapter 9.22, part K of Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The interim financial report is in compliance with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board.

The interim financial statements should be read in conjunction with the explanatory notes attached to the interim financial statements which provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group.

#### A2. Changes in Accounting Policies

The accounting policies adopted are consistent with those of the previous financial year except as follows:

On 1 February 2013, the Group and the Company adopted the following new and amended MFRS and IC Interpretations mandatory for annual financial periods beginning on or after 1 February 2013.

<u>Description</u>		Effective for annual period beginning on or after
Amendments to MFRS 101	Presentation of Financial Statements	1 January 2013
MFRS 3	(Annual Improvements 2009-2011 Cycle) Business Combinations (IFRS 3 Business Combinations	1 January 2013
	issued by IASB in March 2004)	
MFRS 127	Consolidated and Separate Financial Statements (IAS 27 revised by IASB in December 2003)	1 January 2013
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(IAS 19 as amended by IASB in June 2011)	1 January 2013
MFRS 127	Separate Financial Statements (IAS 27 as amended by IASB in May 2011)	1 January 2013
MFRS 128	Investments in Associates and Joint Ventures (IAS 28 as amended by IASB in May 2011)	1 January 2013
MFRS 127	Consolidated and Separate Financial Statements (IAS 27 as revised by IASB in December 2003)	1 January 2013
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	1 January 2013
Amendments to MFRS 7	Disclosure - Offsetting Financial Assets and Financial Liabilities	1 January 2013
Annual Improvements 2009-20	011 Cycle	1 January 2013
Amendments to MFRS 1	Government Loans	1 January 2013
Amendments to MFRS 10	Consolidated Financial Statements: Transition Guidance	1 January 2013
Amendments to MFRS 11	Joint Arrangements: Transition Guidance	1 January 2013
Amendments to MFRS 12	Disclosure of Interests in Other Entities: Transition Guidance	1 January 2013

#### Notes to the Interim Financial Statements - 31 January 2014 (contd)

#### Part A - EXPLANATORY NOTES (CONTD.)

Adoption of the above standards and interpretations did not have any effect on the financial performance or position of the Group and the Company except for those discussed below:

#### MFRS 119 Employee Benefits

The amendments to MFRS 119 require the recognition of changes in defined benefit obligation and in fair value of plan assets when they occur. The amendments eliminate the 'corridor method' permitted under the previous version of MFRS 119 and accelerate the recognition of past service costs, hence require all actuarial gains and losses to be recognized immediately in order for the net pension asset or liability recognized in the consolidated statement of financial position to reflect the full value of the plan deficit or surplus. The Standard is applied retrospectively and the unrecognized net actuarial loss of RM999,498 has been recognized in the closing balance of the financial year 2012 and opening balance of financial year 2013 respectively.

#### Standards and interpretations issued but not yet effective

The Group has not adopted the following standards and interpretations that have been issued but not yet effective.

<u>Description</u>	Effective for annual period beginning on
	or after
Amendments to MFRS 132: Offsetting Financial Asset and Financial Liabilities	1 January 2014
Amendments to MFRS 10, MFRS 12 and MFRS 127: Investment Entities	1 January 2014
Amendments to MFRS 136: Recoverable Amount Disclosures for Non-Financial Assets	1 January 2014
Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting	1 January 2014
IC Interpretation 21: Levies	1 January 2014
Amendments to MFRS 119: Defined Benefit Plans: Employee Contributions	1 July 2014
Annual Improvements to MFRSs 2010–2012 Cycle	1 July 2014
Annual Improvements to MFRSs 2011–2013 Cycle	1 July 2014
MFRS 9 Financial Instruments (IFRS 9 issued by IASB in November 2009)	To be announced
MFRS 9 Financial Instruments (IFRS 9 issued by IASB in October 2010)	To be announced
MFRS 9 Financial Instruments: Hedge Accounting and amendments to MFRS 9, MFRS 7 and MFRS 139	To be announced

The directors expect that the adoption of the above standards and interpretations will have no material impact on the financial statements in the period of initial application.

#### A3. Seasonal and Cyclical Factors

The Group's results were not materially affected by any major seasonal or cyclical factors.

#### A4. Unusual Items Due To Their Nature, Size or Incidence

There were no material unusual items affecting assets, liabilities, equity, net income or cash flows during the financial period under review.

Notes to the Interim Financial Statements - 31 January 2014 (contd)

#### Part A - EXPLANATORY NOTES (CONTD.)

#### A5. Material Changes in Estimates

There were no material changes in estimates reported in the the financial period under review.

#### A6. Issuance and Repayment of Debt and Equity Securities

There were no issuances, cancellations, share buy-backs, resale of shares bought back and repayment of debt and equity securities by the Company during the financial period under review.

#### A7. Dividends Paid

A single tier interim dividend of 3 sen per ordinary share, totalling RM2,183,272 in respect of the financial year ended 31 January 2014, was paid on 23 December 2013.

**Individual Quarter** 

#### A8. Segmental Information

Analysis of the Group's revenue and results by business are as follows:-

3 months ended		12 months ended	
31 January 2014		31 January 2014	
	Profit/(loss) before		Profit before
Revenue	taxation	Revenue	taxatior
RM'000	RM'000	RM'000	RM'000

**Cumulative Quarter** 

	RM'000	RM'000	RM'000	RM'000
Investment Holding	4,330	532	21,902	14
Manufacturing	75,331	8,147	279,655	23,391
Others	1,081	(85)	4,800	234
	80,742	8,594	306,357	23,639
Eliminations	(6,934)	107	(32,051)	107
	73,808	8,701	274,306	23,746

No geographical segment is presented as the Group's activities are carried out in Malaysia.

#### Notes to the Interim Financial Statements - 31 January 2014 (contd)

#### Part A - EXPLANATORY NOTES (CONTD.)

#### A9. Property, Plant and Equipment

The carrying amounts of property, plant and equipment include spare parts reclassified from inventories, to comply with MFRS 116.

#### A10. Material Events Subsequent to the End of the Period

There were no material events subsequent to the end of the financial period under review.

#### A11. Changes in Composition of the Group

There were no changes in the Group's composition during the financial period under review.

#### A12. Contingent Liabilities

There was no contingent liability for the Group during the financial period under review.

#### A13. Capital Commitments

Capital expenditure	As at 31 January 2014 RM'000	As at 31 January 2013 RM'000
Property, plant and equipment: Approved and contracted for Approved but not contracted for	- 10,243	924 10,010

#### A14. Significant Related Party Transactions

The following are the Group's significant related party transactions:

	3 months ended 31.1.2014 RM'000	12 months ended 31.1.2014 RM'000
Holding company Corporate service fee	<u> </u>	662

Notes to the Interim Financial Statements - 31 January 2014 (contd)

### B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS

#### **B1.** Review of Performance

The Group recorded revenue of RM73.8 million for the current quarter against RM66.5 million in the previous year corresponding quarter. For the current year, a revenue of RM274.3 million was recorded compared to RM265.7 million in the previous year, mainly due to improved volume for certain domestic models.

Net profit for the current period was RM18.0 million as compared to RM12.1 million for the previous year, in line with volume increase and continuous cost improvement initiatives.

#### B2. Result against Preceding Quarter

The Group's revenue of RM73.8 million for the current quarter was higher compared to the immediate preceding quarter of RM71.8 million, resulting from improved domestic volume. Net profit for the current quarter was RM6.6 million compared to RM5.3 million for the immediate preceding quarter.

#### B3. Prospects

For 2013, total industry volume grew by 4.5% to 655,793 compared to 627,753 in 2012. Moving forward, the Group is cautious that market conditions will continue to be challenging for the automotive sector. As such, the Group has intensified its efforts to further strengthen operational efficiency.

#### **B4.** Profit Forecast or Profit Guarantee

The Group has not provided any profit forecast or profit quarantee.

#### **B5.** Tax Expense

	Current Quarter RM'000	Year to date RM'000
Current income tax Deferred tax	2,050 3 2,053	5,738 <u>3</u> 5,741
Effective tax rate	23.6%	24.2%

The effective tax rates for the current quarter and year to date approximate the statutory tax rate.

#### **B6.** Status of Corporate Proposals

There were no corporate proposals announced but not completed as the date of issue of this report.

Notes to the Interim Financial Statements - 31 January 2014 (contd)

## B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS (CONTD.)

B7.	Borrowings	An at	A4
	The Group borrowings are as follows:	As at 31 January 2014 RM'000	As at 31 January 2013 RM'000
	Current	Tim 000	11111 000
	Secured		
	Bank Overdrafts Term Loans Obligations under finance leases	495 7,711 407 8,613	693 9,895 739 11,327
	Unsecured		,
	Bankers' Acceptances Revolving Credits Term Loans	15,235 9,200 	9,479 11,000 1,333
	Total current	24,435 33,048	21,812 33,139
	Non - Current		
	Secured		
	Term Loans Obligations under finance leases	8,748 373 9,121	13,082 713 13,795
	Unsecured		-,
	Term Loans	667	667
	Total non- current	9,788	667 14,462
	Total		
	Bank Overdrafts Revolving Credits Bankers' Acceptances Term Loans Obligations under finance leases	495 9,200 15,235 17,126 780 42,836	693 11,000 9,479 24,977 1,452 47,601
	The Group borrowings are denominated in the following currencies:		
		As at 31 January 2014 RM'000	As at 31 January 2013 RM'000
	Ringgit Malaysia United States Dollar	38,309 4,527 42,836	38,733 8,868 47,601

Notes to the Interim Financial Statements - 31 January 2014 (contd)

### B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS (CONTD.)

#### B8. Changes in Material Litigation

On 2 August 2012, Sapura Industrial Berhad ("SIB") was notified of the Award of the arbitrator dated 31 July 2012 ("the award") in respect of the following arbitration cases:-

- 1. The claim by Sophisticated Pipe Industry Production Sdn Bhd ("SPIP") for breach of the Shareholders Agreement dated 3 April 2004 in the amount of RM26,000,000 is not allowed as the arbitrator finds that there was no breach of fiduciary duties by SIB.
- 2. The claim by Schulz Export GmbH ("Schulz Export") against Sapura-Schulz Hydroforming Sdn Bhd ("SSHSB") (a subsidiary in which SIB holds a 75% shareholding and 25% owned by SPIP), for anti-dumping cost in the amount of USD140,000 is not allowed.
- 3. The claim by Schulz Export against SSHSB for breach of the Business Operations Agreement dated 3 April 2004 as follows is allowed:
  - 3.1 Euro500,377 for loss of profits with interest thereon and costs; and
  - 3.2 Euro424,168 and USD43,109 for rectifications works with interest thereon and costs.

The above claim by Schulz Export against SSHSB amounting to RM5,172,511 has been provided for in the Consolidated Statement of Comprehensive Income for year ended 31 January 2013.

- 4. The Counterclaim by SIB of RM24,000,000 for breach of contract and general damages of RM91,988,862 against SPIP is not allowed.
- 5. The Counterclaim by SSHSB of RM5,838,956 for breach of contract and general damages of RM97,034,078 against Schulz Export is not allowed.

On 19 October 2012, SIB and SSHSB lodged in the Singapore High Court an Originating Summons seeking to set aside part of the award.

On 30 September 2013, the Singapore High Court held in favour of SIB and SSHSB that the issue of receivables due to SSHSB by Schulz Export of RM5,838,956 ("receivables") under the Counterclaim is to be remitted to the Singapore Arbitration Centre for determination by a new tribunal ("the decision"). The Court also awarded the costs of the Singapore High Court proceedings to be payable by Schulz Export to SIB and SSHSB.

On 24 October 2013, Schulz Export, Wilhelm Schulz GmbH and Wolfgang Leonhard Schulz lodged an appeal in Singapore Court of Appeal against the decision. SIB and SSHSB are seeking legal advice to oppose the appeal.

Notes to the Interim Financial Statements - 31 January 2014 (contd)

### B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS (CONTD.)

#### B9. Dividend Declared

The Board recommends a single tier final dividend of 8 sen per ordinary share for the financial year ended 31 January 2014 for shareholders' approval at the forthcoming Annual General Meeting of the Company, which will be paid on a date to be determined.

A single tier interim dividend of 3 sen per ordinary share was paid on 23 December 2013. Therefore, the total dividend for the current financial year ended 31 January 2014 would be 11 sen per ordinary share.

#### B10. Earnings Per Share

	Current Quarter 31.1.2014	Year To Date 31.1.2014
Net profit from operations attributable to owners of the parent (RM'000)	6,778	18,247
a) Basic		
Weighted average no. of shares (000)	72,776	72,776
Basic earnings per share for: - Profit for the period (sen)	9.31	25.07
b) Diluted		
Weighted average no. of shares (000)	72,776	72,776
Adjusted weighted average no. of shares (000)	72,776	72,776
Profit for the period (sen)	9.31	25.07

#### **B11.** Auditors' Report on Preceding Annual Financial Statements

The auditors' report of the Group's preceding annual financial statements was not qualified.

#### **B12.** Additional Information

The following items are included in the statement of comprehensive income:-

	Current Quarter 31.1.2014 RM'000	Year To Date 31.1.2014 RM'000
Profit before taxation is stated after (crediting)/charging:-		
- Interest income	(25)	(306)
- Interest expense	294	2,139
- Depreciation of property, plant and equipment	3,965	13,438
- Amortisation of development expenditure	210	889
- Unrealised foreign exchange loss	463	398
- Realised foreign exchange loss	657	891
- Property, plant and equipment written off	-	73

Notes to the Interim Financial Statements - 31 January 2014 (contd)

## B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS (CONTD.)

#### B13. Breakdown of retained profits/(accumulated losses) into realised and unrealised

	As at 31.1.2014 RM'000	Restated 31.1.2013 RM'000
Total retained profits/(accumulated losses) of the Company and its subsidiaries		
- Realised	(63,512)	(78,629)
- Unrealised	(7,434)	(7,033)
	(70,946)	(85,662)
Less: Consolidation adjustments	97,411	96,063
Retained profits as per financial statements	26,465	10,401

#### B14. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 19 March 2014.