

TIMBERWELL BERHAD
CONDENSED UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME FOR 12 MONTHS PERIOD ENDED 31 MARCH 2014

| | ← INDIVIDUAL QUARTER → | | ← CUMULATIVE YTD → | |
|--|--|--|--|--|
| | Current year | Preceding year comparative | Current year | Preceding year comparative |
| | 3 months ended 31.03.2014 (RM'000) | 3 months ended 31.03.2013 (RM'000) | 3 months ended 31.03.2014 (RM'000) | 3 months ended 31.03.2013 (RM'000) |
| Continuing Operations | | | | |
| Revenue | 2,887 | 1,245 | 2,887 | 1,245 |
| Operating expenses | (2,842) | (2,285) | (2,842) | (2,285) |
| Other income | 4 | 65 | 4 | 65 |
| Profit/(Loss) from operations | <u>49</u> | <u>(975)</u> | <u>49</u> | <u>(975)</u> |
| Finance costs | (242) | (313) | (242) | (313) |
| Profit/(Loss) before tax | <u>(193)</u> | <u>(1,288)</u> | <u>(193)</u> | <u>(1,288)</u> |
| Income tax expense | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> |
| Profit/(Loss) for the period from continuing operation | <u><u>(193)</u></u> | <u><u>(1,288)</u></u> | <u><u>(193)</u></u> | <u><u>(1,288)</u></u> |
| Profit/(loss) after taxation/Total comprehensive income/(expenses) attributable to: | | | | |
| Owners of the Company | (56) | (1,207) | (56) | (1,207) |
| Non-controlling interest | (137) | (81) | (137) | (81) |
| | <u>(193)</u> | <u>(1,288)</u> | <u>(193)</u> | <u>(1,288)</u> |
| Earnings/(Loss) per share (Sen) attributable to owners of the Company : | | | | |
| - Basic | <u>(0.06)</u> | <u>(1.36)</u> | <u>(0.06)</u> | <u>(1.36)</u> |
| - Diluted | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

The Condensed Unaudited Consolidated Statement of Profit or Loss and other Comprehensive Income should be read in conjunction with the Audited Financial Statement for the financial year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

TIMBERWELL BERHAD
CONDENSED UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2014

| | As at 31.03.2014 (RM'000) | As at 31.12.2013 (RM'000) |
|--|--|--|
| NON-CURRENT ASSETS | | |
| Property, plant and equipment | 29,219 | 29,646 |
| Investment properties | 361 | 419 |
| Biological assets | 17,767 | 17,681 |
| Non-trade receivable | 444 | 444 |
| | <u>47,791</u> | <u>48,190</u> |
| CURRENT ASSETS | | |
| Inventories | 2,179 | 385 |
| Trade and other receivables | 6,617 | 7,479 |
| Deposits, bank and cash balances | 299 | 668 |
| Tax recoverable | 13 | 5 |
| | <u>9,108</u> | <u>8,537</u> |
| | <u>9,108</u> | <u>8,537</u> |
| TOTAL ASSETS | <u>56,899</u> | <u>56,727</u> |
| EQUITY AND LIABILITIES | | |
| Equity attributable to owners of the Company | | |
| Share capital | 89,051 | 89,051 |
| Reserves | (55,852) | (55,510) |
| | <u>33,199</u> | <u>33,541</u> |
| Equity attributable to owners of the Company | 33,199 | 33,541 |
| Non-controlling interest | (433) | (201) |
| | <u>32,766</u> | <u>33,340</u> |
| TOTAL EQUITY | <u>32,766</u> | <u>33,340</u> |
| NON-CURRENT LIABILITIES | | |
| Borrowings | 1,046 | 1,046 |
| Deferred tax liabilities | 6,788 | 6,788 |
| Non-trade payables | 4,547 | 4,587 |
| | <u>12,381</u> | <u>12,421</u> |
| TOTAL NON-CURRENT LIABILITIES | <u>12,381</u> | <u>12,421</u> |
| CURRENT LIABILITIES | | |
| Trade and other payables | 4,544 | 4,535 |
| Borrowings | 7,208 | 6,428 |
| Tax payables | 0 | 3 |
| | <u>11,752</u> | <u>10,966</u> |
| TOTAL CURRENT LIABILITIES | <u>11,752</u> | <u>10,966</u> |
| TOTAL LIABILITIES | <u>24,133</u> | <u>23,387</u> |
| TOTAL EQUITY AND LIABILITIES | <u>56,899</u> | <u>56,727</u> |
| Net assets per share attributable to owners of the Company (RM) | 0.3728 | 0.3766 |

The Condensed Unaudited Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

TIMBERWELL BERHAD
CONDENSED UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE 12 MONTHS PERIOD ENDED 31 MARCH 2014

| | Attributable to Owners of the Company Non-Distributable | | | Distributable Retained earnings/ (Accumulated losses) (RM'000) | Attributable to owners of the Company (RM'000) | Non-controlling interests (RM'000) | Total equity (RM'000) |
|--|--|------------------------------|------------------------------------|---|---|--|-----------------------------|
| | Share capital (RM'000) | Share premium (RM'000) | Revaluation reserve (RM'000) | | | | |
| For The Year Ended 31 MARCH 2014 | | | | | | | |
| At 1 January 2014 | 89,051 | 9,626 | 5,931 | (71,067) | 33,541 | (201) | 33,340 |
| Prior year adjustments | - | - | | 407 | 407 | (96) | 311 |
| Net profit/(loss) for the year/Total comprehensive income/(expenses) for the year | - | - | (693) | (56) | (749) | (136) | (885) |
| At 31 March 2014 | 89,051 | 9,626 | 5,238 | (70,716) | 33,199 | (433) | 32,766 |
| For The Year Ended 31 DECEMBER 2013 | | | | | | | |
| At 1 January 2013 | 89,051 | 9,626 | 5,931 | (74,001) | 30,607 | 627 | 31,234 |
| Net loss for the year/Total comprehensive expenses for the year | - | - | 0 | 2,934 | 2,934 | (828) | 2,106 |
| At 31 December 2013 | 89,051 | 9,626 | 5,931 | (71,067) | 33,541 | (201) | 33,340 |

The Condensed Unaudited Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

TIMBERWELL BERHAD
CONDENSED UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE 12 MONTHS PERIOD ENDED 31 MARCH 2014

| | 3 months ended | |
|--|------------------------|------------------------|
| | 31.03.2014 (RM'000) | 31.12.2013 (RM'000) |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Profit/(Loss) before taxation | | |
| Continuing operations | (193) | 1,985 |
| Adjustments for : | | |
| Non-cash Items | 860 | 2,479 |
| Non-operating Items | (506) | (2,893) |
| Operating profit before changes in working capital | <u>161</u> | <u>1,571</u> |
| Net change in Current Assets | (571) | (6,445) |
| Net change in Current Liabilities | (786) | 1,400 |
| Cash (used in)/generated from operations | <u>(1,196)</u> | <u>(3,474)</u> |
| Interest paid | (242) | (242) |
| Interest received | - | - |
| Tax paid | 0 | (51) |
| Net cash (used in)/generated from operating activities | <u>(1,438)</u> | <u>(3,767)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Proceeds from disposal of property, plant and equipment | 0 | 7,541 |
| Acquisition of biological assets | (86) | (680) |
| Net cash generated from/(used in) investing activities | <u>(86)</u> | <u>6,861</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from borrowings | 395 | 4,735 |
| Repayment of borrowings | (285) | (6,320) |
| Net cash used in financing activities | <u>110</u> | <u>(1,585)</u> |
| Net increase/(decrease) in Cash and Cash Equivalents | (1,414) | 1,509 |
| Cash and Cash Equivalents at beginning of the financial year | (1,267) | (2,776) |
| Cash and Cash Equivalents at end of the financial year | <u>(2,681)</u> | <u>(1,267)</u> |
| Cash and Cash equivalents at the end of the financial year comprise the following: | | |
| | As at | As at |
| | 31.12.2013 | 31.12.2012 |
| | (RM'000) | (RM'000) |
| Fixed deposit, cash and bank balances | 299 | 414 |
| Bank overdrafts | (2,980) | (3,190) |
| | <u>(2,681)</u> | <u>(2,776)</u> |

The Condensed Unaudited Consolidated Statement of cash flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

PART A - EXPLANATORY NOTES PURSUANT TO FRS 134

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Bursa Malaysia Securities Berhad (Bursa Securities) Main Market Listing Requirements.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2013. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2013.

A2. Changes in Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the financial year ended 31 December 2013, except for the adoption of the following new Financial Reporting Standards ("FRSs"), Amendments to FRSs and Interpretations by the Group with effect from 1 January 2013.

FRSs, Amendments to FRSs and Interpretations

| | |
|---|--|
| FRS 10 | Consolidated Financial Statements |
| FRS 11 | Joint Arrangements |
| FRS 12 | Disclosure of Interests in Other Entities |
| FRS 13 | Fair Value Measurement |
| FRS 119 (Revised) | Employee Benefits |
| FRS 127 (2011) | Separate Financial Statements |
| FRS 128 (2011) | Investments in Associates and Joint Ventures |
| Amendments to FRS 1 | Government Loans |
| Amendments to FRS 7 | Disclosure - Offsetting Financial Assets and Financial Liabilities |
| Amendments to FRS 10, FRS 11 and FRS 12 | Transition Guidance |
| Amendments to FRS 101 (Revised) | Presentation of Items of Other Comprehensive Income |
| IC Interpretation 20 | Stripping Costs in the Production Phase of a Surface Mine |
| Annual Improvements to FRSs 2009 - 2011 Cycle | |

The above FRSs, IC Interpretations and amendments are expected to have no material impact on the financial statements of the Group upon their initial application.

Standards and interpretation issued but not yet effective

At the date of authorization of these financial statements, the following new FRSs, Interpretations, Amendments to FRSs and Interpretations were issued but not yet effective and have not been applied by the Group:

| FRS and Interpretations | Effective for financial periods beginning on or after |
|--|---|
| FRS 9 (2009) Financial Instruments | 1 January 2015 |
| FRS 9 (2010) Financial Instruments | 1 January 2015 |
| Amendments to FRS 9 and FRS 7 Mandatory Effective Date of FRS 9 and Transition Disclosures | 1 January 2015 |
| Amendments to FRS 10, FRS12 and FRS 127 (2011): Investment Entities | 1 January 2014 |
| Amendments to FRS 132 Offsetting Financial Assets and Financial Liabilities | 1 January 2014 |

A2. Changes in Accounting Policies (Cont'd)

| FRS and Interpretations | Effective for financial periods beginning on or after |
|---|---|
| Amendments to FRS 136 Recoverable Amount Disclosures for Non-financial Assets | 1 January 2014 |
| Amendments to FRS 139 Novation of Derivatives and Continuation of Hedge Accounting | 1 January 2014 |
| IC Interpretation 21 Levies | 1 January 2014 |
| FRS 9 Financial Instruments (Hedge Accounting and amendments to FRS 9, FRS 7 and FRS 139) | To be determined |
| Defined Benefit Plans: Employee Contributions (Amendments to FRS 119) | 1 July 2014 |
| Annual Improvements to FRSs 2010 - 2012 Cycle | 1 July 2014 |
| Annual Improvements to FRSs 2011 - 2013 Cycle | 1 July 2014 |

On 19 November 2011, MASB issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRSs") that are equivalent to International Financial Reporting Standards ("IFRS").

The MFRSs are to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 (Agriculture) and IC Interpretation 15 (Agreements for Construction of Real Estate), including its parent, significant investor and venturer (herein called "Transitioning Entities"). The Group falls within the definition of Transitioning Entities and has elected to present its first MFRSs financial statements when the MFRS framework become mandatory. Currently, the MASB has not announced as to when the Transitioning Entities are mandatory to comply with the MFRS framework. This is because of the revision in the project timeline on the issuance of new IFRS on Revenue and the proposed limited amendments to IAS 41 (Agriculture) by the International Accounting Standards Boards. Accordingly, the Group is unable to assess the potential financial effects of the differences between the accounting standards under FRSs and the MFRSs.

A3. Auditors' Report on Preceding Annual Financial Statements

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

A4. Comments about Seasonality or Cyclicity

The Group's performance is not subject to seasonality or cyclicity except that the timber logs harvesting operation could be severely affected by the prevailing weather condition.

A5. Unusual Items Due to Their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current quarter under review due to their nature, size or incidence.

A6. Changes in Estimates

There were no changes in estimates that have had a material effect in the current quarter results.

A7. Debt and Equity Securities

There were no issuance, cancellation, repurchase, resale or repayment of debt securities nor any movement in the share capital for the current quarter and financial period under review.

A8. Dividends Paid

There were no dividends paid since the last financial year ended 31 December 2013.

A9. Segmental Information

No segmental analysis was prepared as the Group is primarily engaged in forest management, timber harvesting, marketing and trading of timber and related products in Malaysia.

A10. Valuations of Property, Plant and Equipment

The Group did not carry out any valuation exercise during the quarter ended 31 March 2014.

A11. Subsequent Events

There were no material events subsequent to the end of the current quarter.

A12. Changes in Composition of the Group

There were no changes in the composition of the Group during the quarter ended 31 March 2014.

A13. Capital Commitments

| | As at 31.03.2014 RM'000 | As at 31.03.2013 RM'000 |
|--|-------------------------------|-------------------------------|
| Approved and contracted for: | | |
| - Biological assets | 5,934 | 1,104 |
| Approved but not contracted for | | |
| - Industrial tree-planting project (2009-2018) | 17,147 | 21,760 |
| - Plant & equipment | 356 | 356 |
| | <u>23,437</u> | <u>23,220</u> |

A14. Changes in Contingent Liabilities and Contingent Assets

The Group's contingent liabilities of a material nature as at the date of issue of this interim report were as follows:

| | As at 31.03.2014 RM'000 | As at 31.03.2013 RM'000 |
|---|-------------------------------|-------------------------------|
| Unsecured | | |
| Bank guarantees obtained by the Company in order for the Company to provide a performance bond to the forestry department | 5,000 | 5,000 |
| Bank guarantee facility in favor of third party | 19 | 19 |
| | <u>5,019</u> | <u>5,019</u> |

A15. Biological Assets

The Company has been granted a sustainable forest management license (SFML) for 100 years commencing 1997 over an area of 71,293 hectares in the Lingkabau Forest Reserve ("LFR") in Sabah under an agreement entered into with the State Government of Sabah. Under the agreement, the State Government of Sabah granted permission to the Company to plant, rehabilitate and harvest forests in the sustainable forest management concession area.

Out of the total 71,293 hectares, 43,957 hectares is marked for Natural Forest Management (NFM), 12,342 hectares for conservation and the remaining 15,000 hectares for Industrial Tree Plantation (ITP). To date, total area planted with various tree species under the ITP area is about 3,961.5 hectares with a total expenditure of RM8,575,972 which is part of the total timber plantation development expenditure of RM18 million.

Biological asset is stated at cost which comprises expenditure incurred on infrastructure cost, land clearing, new planting, enrichment planting, silvicultural treatments, upkeep and maintenance of the sustainable forest management concession area.

The Directors are of the opinion that the standing timber in the concession area commands a valuation far greater than the carrying value of the biological asset.

PART B: ADDITIONAL INFORMATION REQUIRED BY BURSA SECURITIES LISTING REQUIREMENTS

B1 Review of Performance

For the current quarter ended 31 March 2014, the Group registered a revenue of RM 2.9 million as compared with RM 1.2 million in the corresponding quarter ended 31 March 2013.

The Group recorded a pre-tax loss of RM 0.1 million from continuing operation for the current quarter ended 31 March 2014 as compared to a pre-tax loss of RM 1.3 million in the corresponding quarter ended 31 March 2013.

B2 Variation of Results as Compared to the Preceding Quarter

In the current quarter ended 31 March 2014, the Group recorded a pre-tax loss of RM 0.1 million as compared to a pre-tax profit of RM 4.4 million in the immediate preceding quarter. The profit from the preceding quarter is due to the recognition of gain on disposal of Wisma TWB.

B3 Commentary on Prospects

Barring unforeseen circumstances, the Group shall endeavor to perform better for the this financial year.

B4 Statement of Revenue or Profit Estimate, Forecast, Projection or Internal Targets previously announced or disclosed in a Public Document

This note is not applicable.

B5 Variance of Actual Profit from Forecast Profit

The Group did not issue any profit forecast or profit guarantee for the current financial year to date.

B6 Taxation

| 3 months ended | | 3 months ended | |
|----------------|------------|----------------|------------|
| 31.03.2014 | 31.03.2013 | 31.03.2014 | 31.03.2013 |
| RM'000 | RM'000 | RM'000 | RM'000 |

Taxation comprise the following :

Malaysian income tax

Current

| | | | |
|---|---|---|---|
| - | - | - | - |
|---|---|---|---|

B7 Corporate Proposal

There are no corporate proposals announced but not completed as at the date of this report.

B8 Group Borrowings and Debt Securities

Total Group borrowings as at 31 March 2014 were as follows :-

| | Secured | Unsecured | As at 31.03.2014 Total |
|-------------|--------------|--------------|------------------------------|
| | RM'000 | RM'000 | RM'000 |
| Current | 7,208 | - | 7,208 |
| Non-current | 1,046 | 4,547 | 5,593 |
| | <u>8,254</u> | <u>4,547</u> | <u>12,801</u> |

There are no outstanding foreign borrowings as at 31 March 2014

B9 Material Litigation

a) Claim by Pemborong Sri Marudu Darat "PSMD" against Timberwell Plantations Sdn. Bhd. "TPSB" for the RM288,854.40.

Pemborong Sri Marudu Darat "PSMD" was engaged by the former Plantation Manager Mr. Onsu Muragang of Timberwell Plantations Sdn Bhd "TPSB" to undertake the work of land clearing/development, tree planting, and path slashing/opening and under brushing from January 2009 to January 2010. The claims were prepared by way of individual invoice raised based on the progress of work done in each block and compartment, and the invoices were certified for payment by the former Plantation Manager and his team. According to the record, the total claims for work done received from PSMD amounted to RM361,318.60, of which RM67,624.20 was paid to the invoices up to February 2009 and the last payment was made on 31 December 2009, thus the total outstanding amounts amounted to RM293,694.40.

In July 2010, TPSB have sought and invited all plantations contractors to conduct the joint site inspection including PSDM to verify the claims and progress before payment could be made after the resignation of Mr. Onsu Muragang and his team. The company was doubtful whether the claims made by PSMD were correct and invited PSMD several times to come for joint site inspection to ascertain the true value of work done. As PSMD did not turn up for the joint inspection despite of repeated and numerous reminders, the claims were doubtful and all payments were withheld until the inspection was done and verified by TPSB.

However, PSMD claimed that TPSB was in breach of the agreement and refused to proceed with subsequent payment and served with a Writ of Summons no. BKI-52-1438/11-2012 and Statement of Claim for the sum of RM288,854.40.

There is no financial impact arising from the claim as TPSB has recorded the contract fees of RM293,694.40 in the book. Note that PSMD is understated of the claim of RM4,840.00.

The Sessions Court in Kota Kinabalu held a Case Management on 20th January 2014, whereby they had fixed 2 dates, 6th and 7th March 2014 for "TRIAL" of the case in Kota Kinabalu.

However to date, this "TRIAL" has been re-scheduled to 3-4 July 2014 at 9am.

B10 Dividend Proposed or Declared

No dividend has been proposed or declared for the financial period ended 31 March 2014.

B11 Earnings per Share

The basic earnings per share for the current quarter and preceding year corresponding quarter are computed as follow:

| | 3 months ended | | 3 months ended | |
|---|----------------|------------|----------------|------------|
| | 31.03.2014 | 31.03.2013 | 31.03.2014 | 31.03.2013 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Profit / (loss) for the period (RM'000) | (56) | (1,207) | (56) | (1,207) |
| Weighted average number of ordinary shares of RM1.00 each in issue ('000) | 89,051 | 89,051 | 89,051 | 89,051 |
| Basic Earnings / (Loss) Per Share (sen) | (0.06) | (1.36) | (0.06) | (1.36) |

The Group issued 22,262,667 warrants at the exercise price of RM1.20 in the previous corporate proposal - Rights Issue with Warrants. There is no diluted earnings per share as the warrants were expired on 9 November 2012.

B12 Disclosure of realised and unrealised profits/(losses)

On 25 March 2010, Bursa Securities issued a directive to all listed issuers pursuant to paragraphs 2.06 and 2.23 of the Bursa Securities Main Market Listing Requirements. The directive requires all listed issuers to disclose the breakdown of the unappropriated profits or accumulated losses as at the end of the reporting period, into realised and unrealised profits/(losses).

On 20 December 2010, Bursa Securities further issued guidance on the disclosure and the format required.

The breakdown of the retained profits/(losses) of the Group as at 31 March 2014, into realised and unrealised profits/(losses), pursuant to directive, is as follows :

| | As at 31.03.2014 RM'000 | As at 31.03.2013 RM'000 |
|--------------------------------------|----------------------------|----------------------------|
| Total retained earnings of the Group | | |
| - Realised | (66,754) | (71,362) |
| - Unrealised | (3,962) | (3,853) |
| | <u>(70,716)</u> | <u>(75,215)</u> |

The determination of realised and unrealised profits/(losses) is compiled based on guidance of Special Matter No. 1, *Determination of realised and unrealised Profits/(Losses) in the Context of Disclosure Pursuant to Bursa Securities Listing Requirements*, issued by the Malaysian Institute of Accountants on 20 December 2010.

B13 Profit/(Loss) for the period

| | 3 months ended | | 3 months ended | |
|---|----------------------|----------------------|----------------------|----------------------|
| | 31.03.2014 RM'000 | 31.03.2013 RM'000 | 31.03.2014 RM'000 | 31.03.2013 RM'000 |
| This is arrived at after (charging)/crediting: | | | | |
| Amortisation and Depreciation | 506 | (402) | 506 | (402) |
| Gain on disposal of properties, plant & equipment | - | - | - | - |
| Interest expense | (242) | (313) | (242) | (313) |
| Rental income | 41 | 158 | 41 | 158 |

Other disclosure items pursuant to Appendix 9B Note 16 for the Listing Requirements of Bursa Malaysia Securities Berhad are not applicable.

By order of the Board
TIMBERWELL BERHAD

CHIA SIEW CHIN -MIA 2184
Company Secretary
KUALA LUMPUR