



## **SINOTOP HOLDINGS BERHAD**

**(114842-H)**

*(Incorporated In Malaysia)*

### **QUARTERLY UNAUDITED FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2015**

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## INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2015

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	3 MONTHS		CUMULATIVE	
	CURRENT YEAR QUARTER ENDED 31/3/2015 RM'000 (Unaudited)	PRECEDING YEAR CORRESPONDING QUARTER ENDED 31/3/2014 RM'000 (Audited)	CURRENT YEAR TO DATE ENDED 31/3/2015 RM'000 (Unaudited)	PRECEDING YEAR CORRESPONDING PERIOD ENDED 31/3/2014 RM'000 (Audited)
Revenue	35,391	28,958	35,391	28,958
Operating expenses	(34,599)	(27,489)	(34,599)	(27,489)
Other operating income	356	299	356	299
Profit from operations	1,148	1,768	1,148	1,768
Finance costs	(4)	(5)	(4)	(5)
Profit before taxation	1,144	1,763	1,144	1,763
Taxation	(366)	(428)	(366)	(428)
Profit / (Loss) for the financial period	778	1,335	778	1,335
Other comprehensive income, net of tax				
Foreign currency translation differences for foreign operations	12,396	(5,833)	12,396	(5,833)
Total comprehensive income for the period	13,174	(4,498)	13,174	(4,498)
Profit / (Loss) attributable to:				
Equity holders of the parent	778	1,335	778	1,335
Minority interest	-	-	-	-
	778	1,335	778	1,335
Total comprehensive income attributable to:				
Equity holders of the parent	13,174	(4,498)	13,174	(4,498)
Minority interest	-	-	-	-
	13,174	(4,498)	13,174	(4,498)
Earnings / (Loss) per share (sen) :				
- Basic	0.04	0.07	0.04	0.07
- Diluted	N/A	N/A	N/A	N/A

This statement should be read in conjunction with the notes to this report.

## INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2015

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	AS AT 31/3/2015 RM'000 UNAUDITED	AS AT 31/12/2014 RM'000 AUDITED
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, Plant and Equipment	50,188	52,597
Land use rights	6,849	6,442
Other Investments	13,819	12,998
	<b>70,856</b>	<b>72,037</b>
<b>Current Assets</b>		
Land use rights	125	157
Inventories	17,845	17,976
Trade and other receivables	87,504	92,274
Cash and cash equivalents	34,791	20,866
Tax Recoverable	30	30
	<b>140,295</b>	<b>131,303</b>
<b>Total assets</b>	<b>211,151</b>	<b>203,340</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the parent</b>		
Share Capital	394,899	394,899
Statutory reserve	15,171	15,061
Reverse take over reserve	(328,124)	(328,124)
Foreign currency translation reserve	37,839	25,443
Retained profits	84,071	83,403
<b>Total equity</b>	<b>203,856</b>	<b>190,682</b>
<b>Current Liabilities</b>		
Trade and other payables	6,159	12,447
Income tax payable	1,136	211
<b>Total current liabilities</b>	<b>7,295</b>	<b>12,658</b>
<b>Total liabilities</b>	<b>7,295</b>	<b>12,658</b>
<b>Total equity and liabilities</b>	<b>211,151</b>	<b>203,340</b>
<b>Net assets per share (RM)</b>	<b>0.10</b>	<b>0.10</b>

*This statement should be read in conjunction with the notes to this report.*

SINOTOP HOLDINGS BERHAD CO. NO. 114842-H

INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2015

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Non distributable				Foreign currency translation reserves	Distributable Unappropriated Profits	Total Equity
	Share Capital	Reverse take-over reserve	Statutory reserve	>			
	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000
Balance at 1/1/2015	394,899	(328,124)	15,061	25,443	83,403	190,682	
Total comprehensive income for the financial year	-	-	-	12,396	778	13,174	
Transfer to statutory reserve	-	-	110	-	(110)	-	
Balance at 31/3/2015 (Unaudited)	394,899	(328,124)	15,171	37,839	84,071	203,856	

This statement should be read in conjunction with the notes to this report.

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	AS AT CURRENT FINANCIAL PERIOD ENDED 31/3/2015	AS AT PRECEDING FINANCIAL YEAR ENDED 31/12/2014
	RM'000 UNAUDITED	RM'000 AUDITED
<b>OPERATING ACTIVITIES</b>		
Profit before taxation	1,144	4,087
Adjustments for :-		
Depreciation	1,644	5,941
Amortisation of land use right	41	148
Allowance for impairment losses in trade receivables	-	825
Unrealised loss on foreign exchange	-	-
Write-back of allowance for impairment losses on trade receivables	-	(398)
Non-operating items		
- interest expenses	-	-
- interest income	(77)	(194)
Changes in working capital		
- Inventories	131	(2,903)
- Trade receivables and other receivables	4,770	(6,811)
- Trade and other payables	(6,288)	1,352
Cash generated from operations	<u>1,365</u>	<u>2,047</u>
Interest paid on borrowing	-	-
Tax paid	(559)	(1,665)
Net cash generated from operating activities	<u>806</u>	<u>382</u>
<b>INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	-	(566)
Interest received	77	194
Proceeds from disposal of property, plant and equipment	-	-
Refund of other investment	-	-
Net cash used in investing activities	<u>77</u>	<u>(372)</u>
<b>FINANCING ACTIVITIES</b>		
Net (repayment)/drawdown of bank loans	-	-
Net cash generated from financing activities	<u>-</u>	<u>-</u>
Decrease in cash and cash equivalents	883	10
Foreign exchange translation differences	13,042	1,297
Cash and cash equivalents at beginning of the year	20,866	19,559
Cash and cash equivalents at end of the period	<u>34,791</u>	<u>20,866</u>

**Note :**

( ) Denotes cash outflow

**This statement should be read in conjunction with the notes to this report.**



SINOTOP HOLDINGS BERHAD (114842-H)

**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 MARCH 2015**

**PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134**

**A1. BASIS OF PREPARATION**

These condensed consolidated interim financial statements are unaudited and have been prepared in accordance with MFRS 134: Interim Financial Reporting, and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2014.

These explanatory notes attached to the condensed 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 year ended 31 December 2014.

**A2. SIGNIFICANT ACCOUNTING POLICIES**

During the current financial year, the Group has adopted the following new accounting standards and interpretations (including the consequential amendments, if any):-

**MFRSs and IC Interpretations (Including The Consequential Amendments)**

Amendments to MFRS 10, MFRS 12 and MFRS 127 (2011): Investment Entities

Amendments to MFRS 132: Offsetting Financial Assets and Financial Liabilities

Amendments to MFRS 136: Recoverable Amount Disclosures for Non-financial Assets

Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting

IC Interpretation 21 Levies

The adoption of the above accounting standards and/or interpretations (including the consequential amendments) did not have any material impact on the Group's financial statements.



**SINOTOP HOLDINGS BERHAD (114842-H)**

**A2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)**

The Group has not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the current financial year:-

<b>MFRSs and IC Interpretations (Including The Consequential Amendments)</b>	<b>Effective Date</b>
MFRS 9 Financial Instruments (IFRS 9 issued by IASB in July 2014)	1 January 2018
MFRS 15 Revenue from Contracts with Customers	1 January 2017
Amendments to MFRS 10 and MFRS 128 (2011): Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2016
Amendments to MFRS 11: Accounting for Acquisitions of Interests in Joint Operations	1 January 2016
Amendments to MFRS 10, MFRS 12 and MFRS 128 (2011): Investment Entities – Applying the Consolidation Exception	1 January 2016
Amendments to MFRS 101: Presentation of Financial Statements – Disclosure Initiative	1 January 2016
Amendments to MFRS 116 and MFRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to MFRS 116 and MFRS 141: Agriculture – Bearer Plants	1 January 2016
Amendments to MFRS 119: Defined Benefit Plans – Employee Contributions	1 July 2014
Amendments to MFRS 127 (2011): Equity Method in Separate Financial Statements	1 January 2016
Annual Improvements to MFRSs 2010 – 2013 Cycle	1 July 2014
Annual Improvements to MFRSs 2011 – 2014 Cycle	1 July 2014
Annual Improvements to MFRSs 2012 – 2014 Cycle	1 January 2016

The above accounting standards and/or interpretations (including the consequential amendments) are not relevant to the Group's operations except as follows:-

MFRS 9 (IFRS 9 issued by IASB in July 2014) replaces the existing guidance in MFRS 139 and introduces a revised guidance on the classification and measurement of financial instruments, including a single forward-looking 'expected loss' impairment model for calculating impairment on financial assets, and a new approach to hedge accounting. Under this MFRS 9, the classification of financial assets is driven by cash flow characteristics and the business model in which a financial asset is held. Therefore, it is expected that the Group's investments in unquoted shares that are currently stated at cost less accumulated impairment losses will be measured at fair value through other comprehensive income upon the adoption of MFRS 9. There will be no material financial impact on the financial statements of the Group upon its initial application.

MFRS 15 establishes a single comprehensive model for revenue recognition and will supersede the current revenue recognition guidance and other related interpretations when it becomes effective. Under MFRS 15, an entity shall recognise revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customers. In addition, extensive disclosures are required by MFRS 15. The Group anticipates that the application of MFRS 15 in the future may have a material impact on the amounts reported and disclosures made in the financial statements. However, it is not practicable to provide a reasonable estimate of the financial impacts of MFRS 15 until the Group performs a detailed review.



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**A3. AUDITORS' REPORT**

The auditors' report of the preceding financial year of the Group was not subject to any qualification.

**A4. SEASONAL OR CYCLICAL FACTORS**

The Group's sales of fabric products are subject to seasonality effect by virtue of fabrics being a primary input material of fashion and some household products. The majority of the Group's customers are downstream players, ie mainly export-oriented garment manufacturers. As such, sales of the Group's fabric products are affected by factors such as change in fashion trends, consumer taste and surge in demand ahead of festive seasons.

Exchange rates fluctuation and the generally higher production costs (primarily contributed by higher wages and utilities costs) do impact the Group's financial performance. Consumer sentiment is another important factor that impacts the Group's earnings, given their spending pattern differs at different stages in the economic cycle, which will affect the demand for fashion products and consequently the demand over the Group's fabric products.

Nonetheless, being a relatively established player in the fabric manufacturing industry, the Group is able to ride on its competitive advantages to secure more sales in the export segment, as well as exploring new segments in the domestic market.

**A5. EXCEPTIONAL ITEMS**

Not applicable.

**A6. CHANGES IN ESTIMATES**

There were no changes to the estimates that had been used in the preparation of the current financial statements.

**A7. ISSUANCE AND REPAYMENT OF DEBT AND EQUITY SECURITIES**

There were no share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the financial period under review.

**A8. DIVIDEND**

There were no dividends paid for the financial period ended 31 March 2015.





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**A9. SEGMENTAL INFORMATION**

Information on business segments is not presented as the Group operates primarily in the manufacturing and sale of fabric products.

Revenue by geographical segment is based on the geographical location of the customers. As a substantial amount of the Group's assets and liabilities are located in PRC and accordingly, no separated geographical segment for assets and liabilities has been presented for the financial period.

Geographical Segments

The following table provides an analysis of the Group's revenue by geographical segments:

	Individual Quarter		Cumulative Months	
	Current Quarter	Preceding Year	Current Year	Preceding Year
	Ended	Corresponding	To Date	Corresponding
	31/3/2015	Quarter Ended	Ended	Period Ended
	31/3/2014	31/3/2015	31/3/2014	
	RM'000	RM'000	RM'000	RM'000
<b>Revenue</b>				
Domestic Sales	33,797	24,775	33,797	24,775
Overseas Sales	1,594	4,183	1,594	4,183
<b>Total</b>	<b>35,391</b>	<b>28,958</b>	<b>35,391</b>	<b>28,958</b>

The Group's revenue, based on customers' locations, is derived mainly from the PRC and other overseas countries.

**A10. VALUATION OF PROPERTY, PLANT AND EQUIPMENT**

Not applicable

**A11. EVENTS SUBSEQUENT TO BALANCE SHEET DATE**

There were no material events subsequent to the end of the period reported on that have not been reflected in the financial statements for the said period made up to a date not earlier than 7 days from the date of issue of this quarterly report.

**A12. CHANGES IN THE COMPOSITION OF THE GROUP**

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

**A13. CHANGES IN CONTINGENT LIABILITIES / ASSETS**

- (i) There were no contingent liabilities as at the date of this announcement.
- (ii) There are no changes in contingent assets since the last annual financial statements.

**A14. CAPITAL COMMITMENTS**

	RM '000
<b>Approved and contracted for :</b>	
Purchase of property, plant and equipment	1,348



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**A15. FOREIGN CURRENCY TRANSLATION**

The translation of the condensed consolidated financial statements from RMB to RM is based on the following exchange rates:-

	<b>As at Quarter Ended 31/3/2015</b>	<b>As at Financial Year Ended 31/12/2014</b>
Condensed consolidated statement of comprehensive income Based on average rates for the financial period/year RMB1.00 to RM	0.5850	0.5364
Condensed consolidated statement of financial position Based on closing rates for the financial period/year RMB1.00 to RM	0.5993	0.5251

**A16. SIGNIFICANT RELATED PARTY TRANSACTION**

There was no related party transaction during the current financial period under review.



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**QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 MARCH 2015**

**PART B - EXPLANATORY NOTES PURSUANT TO THE MAIN MARKET LISTING REQUIREMENTS**

**B1. REVIEW OF PERFORMANCE FOR THE CURRENT QUARTER AND FINANCIAL YEAR & CORRESPONDING QUARTER IN THE PRECEDING FINANCIAL YEAR**

**REVENUE**

During the current quarter, being the first quarter of the financial year ending 31 December 2015, the Group recorded revenue of RM35.4 million, generated from the manufacturing and sales of customized woven loom-state fabrics made from cotton, synthetic and mixed yarn.

Total sales revenue increased by RM6.4 million compared to the corresponding quarter in the preceding financial year. On segmental basis, the Group's export sales decreased by approximately RM2.59 million in the current quarter compared to the corresponding quarter in the previous financial year, with domestic sales increased by RM9.02 million. Nonetheless, the fluctuation in the export sales revenue observed above is a normal observation in the ordinary course of the Group's business and does not indicate any significant change in the sales and marketing direction of the Group.

The lower export sales revenue registered in the current quarter compared to the preceding year corresponding quarter is due mainly to fluctuation in demand in the normal course of business.

**PROFIT AFTER TAXATION**

The Group recorded profit after taxation of RM0.78 million for the current quarter.

Profit after taxation decreased by RM0.56 million in the current year quarter compared to profit after taxation of RM1.34 million registered in the corresponding quarter for the financial year ended 31 December 2014. This is due to higher production costs and operating expenses incurred in the current year quarter compared to those in the corresponding quarter of the previous financial year.

A compulsory switch from the use of coal to LPG (Liquefied Petroleum Gas) imposed by China government, on grounds of environment preservation, has increased the production overhead significantly.

**B2. MATERIAL CHANGE IN THE PROFIT BEFORE TAXATION FOR THE CURRENT REPORTED QUARTER AS COMPARED TO THE IMMEDIATE PRECEDING QUARTER**

The Group registered a profit before taxation of RM1.144 million in the current quarter compared to profit before tax of RM1.183 million recorded in the immediate preceding quarter. The marginal decrease of RM39,000 in profit before taxation registered in the current quarter compared to the immediate preceding quarter was due to higher production costs and operating expenses, particularly on the cost of producing steam using LPG instead of coal, for use in the fabric production process.

**B3. PROSPECTS**

The Group will continue to strive for improvement in productivity, to counter challenges posed by the up-trending wages and other manufacturing overheads (eg energy and utilities cost). In addition, the Group has also been exercising prudent costs control measures to preserve profit margin.

However, uncertainty over the recovery pace of global economy and the development of China gross domestic product growth in the coming years, economic policies, coupled with higher manufacturing overheads, especially wages and utilities, are still affecting the Group's financial performance, particularly when the Group is operating in the fast-moving consumer goods segment which its demand is largely dependent on trend and fashion.



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This year, the China government is going to impose more stringent requirements on the back of environment preservation. Moving forward, the Group anticipates higher fuel costs resulted from the compulsory switch from coal to liquefied natural gas used in its production process.

Nonetheless, Executive Directors of the Group will definitely be working out alternatives to source cheaper natural gas supplies in order to mitigate the impact of costs on the Group's earnings.

**B4. EXPLANATORY NOTE FOR VARIANCE FROM PROFIT FORECAST OR PROFIT GUARANTEE**  
The Group has not provided any profit forecast or profit guarantee during the financial period ended 31 March 2015.

**B5. TAXATION**

	Individual Quarter		Cumulative Quarters		
	Current Quarter Ended 31/3/2015 RM'000	Preceding Year Corresponding Quarter Ended 31/3/2014 RM'000	Current Year To Date Ended 31/3/2015 RM'000	Preceding Financial Year Ended 31/3/2014 RM'000	
Tax on profit for the year	366	428	366	428	

The tax on profit for the current year is in respect of the Group's subsidiary in China, namely Top Textile (Suzhou) Co. Ltd which principally engaged in the production of customised woven loom-state fabrics made from cotton, synthetic and mixed yarn.

The corporate tax rate applicable to the Group and its subsidiaries are as follows:

- (a) the enterprise income tax rate of a subsidiary in the People's Republic of China ("PRC") is 25%.
- (b) the subsidiary incorporated in The British Virgin Islands ("BVI") is not subject to any corporate tax; and BeTop.
- (c) the holding company is in a tax loss position.

**B6. BORROWINGS**

The Group has fully repaid its bank borrowings in the financial year ended 31 December 2013. There was no outstanding borrowing at 31 March 2015.

**B7. OFF BALANCE SHEET FINANCIAL INSTRUMENTS**

There are no off balance sheet financial instruments as at the date of this announcement.

**B8. CHANGES IN MATERIAL LITIGATION**

The Group does not have any material litigation.

**B9. PROPOSED DIVIDEND**

The Board does not recommend the payment of any dividend for the financial period ended 31 March 2015.



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**B10. EARNINGS PER SHARE**

	Current year quarter ended 31/3/2015 RM '000	Preceding financial year ended 31/12/2014 RM '000
<b>a) Basic earnings per share</b>		
Net profit attributable to equity holders of the Company	778	2,749
Weighted average number of ordinary shares ('000)	1,974,496	1,974,496
Basic earnings per share (sen)	0.04	0.14
<b>b) Diluted earnings per share</b>		
The Company does not have any diluted earnings per share.		

**B11. DISCLOSURE OF REALISED AND UNREALISED PROFITS**

The breakdown of the retained profits of the Group as at 31 March 2015, into realised and unrealised profits is as follows:-

	As at Quarter Ended 31/12/2014 RM '000	As at Financial Year Ended 31/12/2013 RM '000
- Realised	(145,304)	(145,665)
- Unrealised	(273)	(291)
Less: Consolidation adjustments	229,648	229,359
Total retained earnings as per condensed consolidated statement of changes in equity	84,071	83,403

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

The disclosure of realised and unrealised profits above is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities and should not be applied for any other purposes.



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**B12. PROFIT BEFORE TAXATION**

Profit before taxation is arrived at after charging /(crediting)

	<b>Current Year Quarter Ended 31/3/2015 RM'000</b>	<b>Cumulative Quarters Ended 31/12/2014 RM'000</b>
Amortisation of land use rights	41	148
Depreciation of property, plant and equipment	1,644	5,941
Interest income	(77)	(194)
Writeback of allowance for impairment losses on trade receivables	-	(398)
Allowance for impairment losses on trade receivables	-	825