

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2013 - UNAUDITED

	31/03/2013 RM'000	12/31/2012 RM'000
Assets		
Property, plant and equipment	78,197	81,219
Intangible assets	14,762	14,897
Concession intangible assets	126,951	123,807
Trade and other receivables	532,373	515,236
Investment properties	8,446	8,446
Investment in associate	29,077	28,329
Other investments	86	86
Deferred tax assets	2,420	2,420
Total non-current assets	792,312	774,440
Trade and other receivables, including derivatives	289,285	309,674
Inventories	28,181	26,404
Current tax assets	1,274	1,366
Assets classified as held for sale	-	-
Cash and cash equivalents	130,111	115,392
Total current assets	448,851	452,836
Total assets	1,241,163	1,227,276
Equity		
Share capital	260,869	260,869
Reserves	77,504	75,995
Retained earnings	82,114	79,691
Total equity attributable to owners of the Company	420,487	416,555
Non-controlling interests	240,693	225,490
Total equity	661,180	642,045
Liabilities		
Loans and borrowings	290,730	263,078
Deferred tax liabilities	6,495	6,495
Total non-current liabilities	297,225	269,573
Trade and other payables, including derivatives	201,586	230,429
Loans and borrowings	76,954	80,582
Current tax liabilities	4,218	4,647
Total current liabilities	282,758	315,658
Total liabilities	579,983	585,231
Total equity and liabilities	1,241,163	1,227,276
Net assets per share (RM)	0.81	0.80

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS FOR THE FIRST QUARTER ENDED 31 MARCH 2013 - UNAUDITED

	Individu	al Quarter	Cumulati	ve Quarter
	Current Year	Preceding Year Corresponding	Current Year	Preceding Year Corresponding
	Quarter	Quarter	Todate	Period
	31/03/2013 RM'000	31/03/2012 RM'000	31/03/2013 RM'000	31/03/2012 RM'000
	11111 000	11111 000	7.III 000	1111 000
Revenue	79,273	78,941	79,273	78,941
Cost of sales	(59,767)	(64,409)	(59,767)	(64,409)
Gross Profit	19,506	14,532	19,506	14,532
Other income	4,386	5,080	4,386	5,080
Other expenses	-	-	-	-
Tendering and distribution costs	(907)	(1,018)	(907)	(1,018)
Administrative expenses	(12,508)	(11,265)	(12,508)	(11,265)
Profit from operations	10,477	7,329	10,477	7,329
Interest expense	(5,365)	(4,582)	(5,365)	(4,582)
Interest income	4,233	3,271	4,233	3,271
Share of profit after tax and minority				
interest of associates	748	814	748	814
Profit before tax	10,093	6,832	10,093	6,832
Taxation	(2,352)	(1,122)	(2,352)	(1,122)
Profit for the period	7,741	5,710	7,741	5,710
Profit attributable to:				
Owners of the Company	2,423	2,507	2,423	2,507
Non-controlling interests	5,318	3,203	5,318	3,203
Profit for the period	7,741	5,710	7,741	5,710
Basic earnings per ordinary share (sen)	0.46	0.52	0.46	0.52
Diluted earnings per ordinary share (sen)	-	0.50	-	0.50

The Condensed Consolidated Income Statement should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENTS OF OTHER COMPREHENSIVE INCOME FOR THE FIRST QUARTER ENDED 31 MARCH 2013 - UNAUDITED

	Individual Quarter		Cumula	tive Quarter
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year Todate	Preceding Year Corresponding Period
	31/03/2013 RM'000	31/03/2012 RM'000	31/03/2013 RM'000	31/03/2012 RM'000
Profit for the period	7,741	5,710	7,741	5,710
Items that are or may be reclassified subsequently to profit or loss: Foreign currency translation differences for				
foreign operations	4,842	(11,651)	4,842	(11,651)
Total other comprehensive income	4,842	(11,651)	4,842	(11,651)
Total comprehensive income				
for the period	12,583	(5,941)	12,583	(5,941)
Total comprehensive income attributable to:				
Owners of the Company	3,873	(7,160)	3,873	(7,160)
Non-controlling interests	8,710	1,219	8,710	1,219
Total comprehensive income for the period	12,583	(5,941)	12,583	(5,941)

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



SALCON BERHAD (Company No: 593796-T)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 31 MARCH 2013 – UNAUDITED

	—			butable to Own	ers of the C	Company —	Distributable			
					Share	ŕ			Non-	
	Share capital	Share premium	Warrant reserve	Translation reserve	option reserve	Revaluation reserve	Retained earnings	Total	controlling interests	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 January 2012	237,154	36,627	22,150	6,227	2,347	150	84,743	389,398	159,032	548,430
- effect of adopting MFRSs		-	-	8,658	-	(150)	(8,508)	-	-	
At 1 January 2012, restated	237,154	36,627	22,150	14,885	2,347	-	76,235	389,398	159,032	548,430
Total comprehensive										
income for the period	-	-	-	(9,667)	-	-	2,507	(7,160)	1,219	(5,941)
Share-based payment transactions	-	-	-	-	383	-	-	383	-	383
Acquisition by non-										
controlling interests	-	-	-	-	-	-	-	-	3,457	3,457
Issuance of shares										
- private placement	23,715	-	-	-	-	-	-	23,715	-	23,715
At 31 March 2012, restated	260,869	36,627	22,150	5,218	2,730	-	78,742	406,336	163,708	570,044
At 1 January 2013	260,869	36,627	22,150	13,309	3,909	_	79,691	416,555	225,490	642,045
Total comprehensive										
income for the period	-	-	-	1,450	-	-	2,423	3,873	8,710	12,583
Share-based payment										
transactions	-	-	-	-	59	-	-	59	-	59
Acquisition by non-										
controlling interests	_	-	-	-	-	-	-	-	6,493	6,493
At 31 March 2013	260,869	36,627	22,150	14,759	3,968	-	82,114	420,487	240,693	661,180

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FIRST QUARTER ENDED 31 MARCH 2013 – UNAUDITED

	3 months Ended 31/03/2013	3 months Ended 31/03/2012
	RM'000	RM'000
Cash flows from operating activities		
Profit before tax	10,093	6,832
Adjustments for :		
- Non-cash items	1,365	1,711
- Non-operating items	1,132	1,312
Operating profit before changes in working capital	12,590	9,855
Changes in working capital	(22,132)	(10,760)
Cash generate from operations	(9,542)	(905)
Income taxes paid Interest paid	(2,688) (5,365)	(654) (4,583)
Net cash used in operating activities	(17,595)	(6,142)
Net cash used in operating activities	(17,393)	(0,142)
Cash flows from investing activities		
- Proceeds from disposal of property, plant and equipment	-	359
- Acquisition of property, plant and equipment	(731)	(12,502)
- Acquisition of concession intangible assets	(2,717)	(21,097)
- Interest received	481	3,271
Net cash used in investing activities	(2,967)	(29,969)
Cash flows from financing activities		
- Net proceeds from issue of shares capital	-	23,715
- Proceeds from issuing of equity shares in a subsidiary to		
non-controlling interests	6,493	3,457
- Proceeds from bank borrowings	45,910	29,747
- Repayments of bank borrowings	(23,596)	(16,675)
- Dividends paid to non-controlling interests	(1,273)	(279)
- Payment of hire purchase liabilities	(1,192)	(1,254)
Net cash generated from financing activities	26,342	38,711
Net increase in cash and cash equivalents	5,780	2,600
Cash and cash equivalents at beginning of period	110,406	208,626
Exchange differences on translation of the		
financial statements of foreign entities	9,046	(5,026)
Cash and cash equivalents at end of period	125,232	206,200

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



The cash and cash equivalents comprise the following balance sheet amounts:

	3 months Ended 31/03/2013 RM'000	3 months Ended 31/03/2012 RM'000
Cash and bank balances Deposits placed with licensed banks Bank overdrafts	88,552 41,559 (477)	107,420 109,785 (6,603)
Less: Amount placed with debts service reserve accounts	129,634 (4,402) 125,232	210,602 (4,402) 206,200

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2013

A. EXPLANATORY NOTES PURSUANT TO MFRS 134 – Interim Financial Reporting

1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with MFRS 134 – *Interim Financial Reporting* and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. It also complies with IAS 34 – *Interim Financial Reporting* issued by the International Accounting Standards Board (IASB).

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2012 and with the explanatory notes attached herein. These explanatory notes 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 last audited financial statements for year ended 31 December 2012. The audited financial statements of the Group as at and for the year ended 31 December 2012 were prepared under Malaysian Financial Reporting Standards (MFRSs).

1.1 Significant Accounting Policies

The accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the audited financial statements for year ended 31 December 2012 except for the adoption of the following new and revised MFRSs, Amendments to MFRSs and IC Interpretations by the Group with effect from 1 January 2013.

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2012

 Amendments to MFRS 101, Presentation of Financial Statements – Presentation of Items of Other Comprehensive Income

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2013

- MFRS 10, Consolidated Financial Statements
- MFRS 11. Joint Arrangements
- MFRS 12, Disclosure of Interests in Other Entities
- MFRS 13, Fair Value Measurement
- MFRS 119, Employee Benefits (2011)
- MFRS 127, Separate Financial Statements (2011)
- MFRS 128, Investments in Associates and Joint Ventures (2011)
- IC Interpretation 20, Stripping Costs in the Production Phase of a Surface Mine
- Amendments to MFRS 7, Financial Instruments: Disclosures Offsetting Financial Assets and Financial Liabilities
- Amendments to MFRS 1, First-time Adoption of Malaysian Financial Reporting Standards Government Loans
- Amendments to MFRS 1, First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements 2009-2011 Cycle)
- Amendments to MFRS 101, Presentation of Financial Statements (Annual Improvements 2009-2011 Cycle)
- Amendments to MFRS 116, Property, Plant and Equipment (Annual Improvements 2009-2011 Cycle)
- Amendments to MFRS 132, Financial Instruments: Presentation (Annual Improvements 2009-2011 Cycle)



- Amendments to MFRS 134, Interim Financial Reporting (Annual Improvements 2009-2011 Cycle)
- Amendments to MFRS 10, Consolidated Financial Statements: Transition Guidance
- Amendments to MFRS 11, Joint Arrangements: Transition Guidance
- Amendments to MFRS 12, Disclosure of Interests in Other Entities: Transition Guidance

The adoption of the abovementioned MFRSs, Amendments to MFRSs and IC Interpretations will have no material impact on the financial statements of the Group.

At the date of authorization of these interim financial statements, the followings MFRSs, Amendments to MFRSs and IC Interpretations were issued but not yet effective and have not been applied by the Group:

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

- Amendments to MFRS 10, Consolidated Financial Statements: Investment Entities
- Amendments to MFRS 12, Disclosure of Interests in Other Entities: Investment Entities
- Amendments to MFRS 127, Separate Financial Statements (2011): Investment Entities
- Amendments to MFRS 132, Financial Instruments: Presentation Offsetting Financial Assets and Financial Liabilities

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

- MFRS 9, Financial Instruments (2009)
- MFRS 9, Financial Instruments (2010)
- Amendments to MFRS 7, Financial Instruments: Disclosures Mandatory Date of MFRS 9 and Transition Disclosures

2. Preceding Annual Financial Statement

The audit report of the Group's annual financial statements prepared under FRS for the year ended 31 December 2012 was not subject to any qualification.

3. Seasonal or Cyclical Factors

The principal activities of the Group are not subject to any seasonal or cyclical changes.

4. Unusual Items that Affect the Financial Statements

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group for the first quarter ended 31 March 2013.

5. Material Changes in Estimates

There were no changes in the estimates of amounts reported in prior financial years that have a material effect in the current interim period.



6. Debt and Equity Securities

There were no issuance and repayment of debt securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current quarter ended 31 March 2013.

7. Dividends Paid

There were no payment of dividend for the quarter ended 31 March 2013.

8. Segmental Reporting

The segmental revenue and results of the Group for the quarter ended 31 March 2013 are as follows:-

	Constructions RM'000	Concessions RM'000	Others RM'000	Total RM'000
Revenue from external customers	32,763	43,329	3,181	79,273
Share of profit of associate	-	748	-	748
Segment profit Depreciation and amortization Finance costs Finance income Income tax expense Profit/(Loss) after tax	(559) (280) (593) 356 (757) (1,833)	12,681 (1,390) (4,460) 3,853 (1,433) 9,251	1,330 (557) (312) 24 (162) 323	13,452 (2,227) (5,365) 4,233 (2,352) 7,741
Segment assets	245,119	897,725	98,319	1,241,163
Included in the measure of segment assets are: Investment in associate Additions to non-current	-	29,077	-	29,077
assets other than financial instruments and deferred tax assets	579	2,758	111	3,448

9. Valuations of Property, Plant and Equipment

There was no revaluation of property, plant and equipment during the quarter ended 31 March 2013. The valuation of land and buildings have been brought forward without amendment from the previous annual audited report.

10. Material Events Subsequent to the End of the Interim Period

There were no material events subsequent to the end of the interim period up to 16 May 2013 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report), that have not been reflected in the financial statement for the interim period.

11. Effect of Changes in the Composition of the Group

There were no changes in the composition of the Group for the current quarter and financial period to-date.

12. Changes in Contingent Liabilities/Contingent Assets

The contingent liabilities as at financial period ended 31 March 2013 are as follows:-

Bank guarantees given to third parties relating to performance, tenders	KM.000
and advance payment bonds	123,292
Guarantees given in favour of third parties	10,918

13. Net assets (NA) per share

The NA per share is derived as follows:-

·	RM'000
Shareholders funds	420,487
No. of shares	521,738
NA per share (RM)	0.81



B. <u>ADDITIONAL DISCLOSURE PURSUANT TO THE LISTING REQUIREMENTS OF THE BURSA MALAYSIA SECURITIES BERHAD</u>

1. Taxation

The breakdown of tax charge is as follows:-

	Current Quarter	Cumulative Quarter
	Ended	To-date
	31/03/2013	31/03/2012
	RM'000	RM'000
Malaysian - current period	920	920
- prior years	-	-
Overseas - current period	1,432	1,432
	2,352	2,352

The Group's lower effective tax rate (excluding the results of associates which is equity accounted net of tax) is mainly due to certain overseas income is exempted from tax.

2. Status of Corporate Proposals

(i) The placement of 47,430,780 new ordinary shares of RM0.50 was completed and the shares were granted listing and quotation on the Main Board of Bursa Malaysia Securities Berhad on 20 March 2012. The status of the utilisation of the proceeds as at 16 May 2013 is as follows: (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

	Proposed	Actual	Estimated Timeframe for			
Purpose	Utilisation RM'000	Utilisation RM'000	Utilisation	Deviation RM'000	on %	Explanation
Repayment of existing borrowings	23,515	(19,500)	Within 24 months	Nil	Nil	Not completed
Estimated expenses for the placement	200	(200)	Within 3 months	Nil	Nil	Completed
Total	23,715	(19,700)		-	-	-



3. Group Borrowings and Debt Securities

Total Group borrowings as at 31 March 2013 are as follows:

	Secured	Unsecured	Total
	RM'000	RM'000	RM'000
Long Term Borrowings			
Term loan	-	279,800	279,800
Finance lease creditors	10,930		10,930
	10,930	279,800	290,730
Short Term Borrowings			
Bank overdrafts	-	477	477
Revolving credits	-	3,000	3,000
Bankers acceptances	-	12,148	12,148
Term loan	-	57,023	57,023
Finance lease creditors	4,306		4,306
	4,306	72,648	76,954
Total Group Borrowings	15,236	352,448	367,684

Included in the above Group borrowings are the following loans denominated in Chinese Renminbi (RMB):

	Foreign currency RMB'000	Equivalent RM'000
Long Term Borrowings (Unsecured)	451,968 60,373	224,759
Short Term Borrowings (Unsecured)	60,373	30,023

4. Changes in Material Litigation

There was no material update as at 16 May 2013 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

5. Material Changes in the Results of the Current Quarter compared to that of the Preceding Quarter

For the current financial quarter, the Group revenue and profit before tax was lower by 27% and 49% respectively as compared with the immediate preceding quarter.

In the Concessions Division, revenue declined slightly as compared to the immediate preceding quarter by 4%. The profit before tax was lower by 33% is due to lower gross profit margin as compared with the immediate preceding quarter.

In the Constructions Division, revenue and profit before tax was lower by 45% and 123% respectively as compared with the immediate preceding quarter. Higher profit before tax in the immediate preceding quarter is due to gain in bargain purchased on an acquisition of subsidiaries.

For the Others Division, no variances recorded in the revenue as compared to the immediate preceding quarter. However, this Division recorded a profit before tax of RM0.5 million as compared with the immediate preceding quarter of a loss before tax of RM0.8 million. Higher allowance for impairment losses on trade and other receivables was made in the immediate preceding quarter.



6. Review of Performance of the Company and its Principal Subsidiaries

For the current financial quarter under review, the Group achieved revenue amounting to RM79.27 million compared to RM78.94 million for the same period in the preceding year.

Profit before taxation for the current financial quarter under review was higher by 48% compared to the same period in the preceding year due to higher profit contributed by the Concessions Division.

The revenue in the Concessions Division for the current financial quarter decreased by 1%. However, the profit before tax has increased by 58% due to higher gross profit when compared to the same period in the preceding year.

In the Constructions Division, revenue recorded in the current financial quarter was higher by 2% as compared to the same period in the preceding year. The loss before tax for the current financial quarter has increased by 53% due to higher finance costs.

In Others Division, no material changes in revenue as compared to the same period in the preceding year. This division recorded lower losses before tax by 37% due higher direct costs.

7. Prospects

The steady profit contribution from China concessions is expected to improve after the acquisition of the balance 40% equity in Salcon Darco Environmental Pte. Ltd. which is expected to be completed in 3rd quarter.

In the Construction Division, the outlook for the Group is positive with the securing of total order books of RM220 million during the first 4 month of this year.

8. Variance of Profit Forecast / Profit Guarantee

Not applicable as there was no profit forecast or profit guarantee issued.

9. Financial instruments - derivatives

As at 31 March 2013, the Group has the following outstanding foreign currency forward contracts under derivative financial instruments with the notional value of RM3.99 million:

Derivatives	Carrying Value	Fair Value
	RM'000	RM'000
Foreign currency forward contracts		
 less than one year 	49	49



10. Earnings Per Share

The basic and diluted earnings per share have been calculated based on the consolidated net profit attributable to equity holders of the parent for the period and the weighted average number of ordinary shares outstanding during the period as follows:

Basic earnings per share

	Current Quarter Ended	Comparative Quarter Ended	Cumu Qua To-c	ırter
	31/03/2013	31/03/2012	31/03/2013	31/03/2012
Profit attributable to equity holders of the parent (RM'000)	2,423	2,507	2,423	2,507
Weighted average number of ordinary shares Issued ordinary shares at beginning of				
period ('000)	521,738	474,308	521,738	474,308
Effect of shares issued during the period ('000) Weighted average number of ordinary		5,733		5,733
shares ('000)	521,738	480,041	521,738	480,041
Basic earnings per share (sen)	0.46	0.52	0.46	0.52

Diluted earnings per share

	Current Quarter Ended	Comparative Quarter Ended	Cumu Qua To-c	
	31/03/2013	31/03/2012	31/03/2013	31/03/2012
Profit attributable to equity holders of the				
parent (RM'000)		2,507		2,507
Weighted average number of ordinary				
shares (diluted) Weighted average number of ordinary				
shares as above ('000)		480,041		480,041
Effect of approved unexercised ESOS		400,041		400,041
('000)		24,172		24,172
Weighted average number of ordinary				
shares (diluted)		504,213		504,213
Diluted earnings per share (sen)	*	0.50	*	0.50

^{*} Note: Anti-dilutive



SALCON BERHAD (Company No: 593796-T)

11. Realised and Unrealised Profits

	As at 31/03/2013 RM'000	As at 31/12/2012 RM'000
Total retained earnings/(accumulated losses) of the Company and its subsidiaries: - Realised - Unrealised	116,388 (4,023)	117,303 (4,476)
	112,365	112,827
Total share of retained profits from associated company: - Realised	7,277	6,529
Total share of retained profits from jointly controlled entities: - Realised	1,496	1,496
	121,138	120,852
Less: Consolidation adjustments	(39,025)	(41,161)
Total Group retained earnings as per consolidated accounts	82,113	79,691

12. Notes to the Condensed Consolidated Statement of Comprehensive Income

Profit before tax arrived at after (charging)/crediting the followings items:

	Current Quarter Ended 31/03/2013 RM'000	Cumulative Quarter To-date 31/03/2013 RM'000
Foreign Exchange Gain	139	139
Foreign Exchange Loss	(88)	(88)
Depreciation and amortization	(2,227) (2,176)	(2,227) (2,176)



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 23 May 2013.

ON BEHALF OF THE BOARD

TAN SRI DATO' TEE TIAM LEE Executive Deputy Chairman

Selangor Darul Ehsan 23 May 2013