

KUMPULAN JETSON BERHAD (34134-H)

NOTES TO THE INTERIM FINANCIAL STATEMENTS

A1. **Basis of Preparation**

The condensed interim financial statements have been prepared on the historical cost basis, unless otherwise stated.

The condensed interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS134: Interim Financial Reporting issued by the Malaysian Accounting Standard Board (“MASB”) and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The condensed interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2016. The 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 financial position and performance of Group since the year ended 31 December 2016.

On 19 November 2011, the MASB issued a new MASB approved accounting standards, the Malaysian Financial Reporting Standards (“MFRSs framework”) for application in the annual periods beginning on or after 1 January 2012.

The MFRSs framework is mandatory for adoption by all Entities Other Than Private Entities for annual period beginning on or after 1 January 2012, with the exception of entities subject to the application of MFRS 141: Agriculture and/or IC Interpretation 15: Agreements for the Construction of Real Estate (“Transitioning Entities”). The Transitioning Entities are given an option to defer adoption of the MFRSs framework to financial periods beginning on or after 1 January 2018. Transitioning Entities also includes those entities that consolidate or equity account or proportionately consolidate another entity that has chosen to continue to apply the FRSs framework for annual periods beginning on or after 1 January 2012.

Accordingly, the Group and the Company which are Transitioning Entities have chosen to defer the adoption of the MFRSs framework to financial year beginning on 1 January 2018. The Group and the Company will prepare their first MFRSs financial statements using MFRSs framework for the financial year ending 31 December 2018.

A2. **Auditors’ Report on Preceding Annual Financial Statements**

The auditors’ report on the financial statements for the year ended 31 December 2016 was not qualified.

A3. **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 financial quarter under review.

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A4. Segment Information

Financial period ended 31 March 2017

Business Segments	Construction and Property RM'000	Hostel Management RM'000	Manufacturing RM'000	Elimination RM'000	Total RM'000
Revenue from external customers	1,238	1,768	35,344	-	38,350
Inter-segment revenue	270	-	-	(270)	-
Total revenue	1,508	1,768	35,344	(270)	38,350
Operating (loss)/profit	(1,795)	453	2,856	-	1,514
Finance expenses					(811)
Finance income					14
Profit before taxation					717
Taxation					(434)
Profit after taxation					283

A5. Changes in Estimates

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

A6. Comments about Seasonal or Cyclical Factors

The business of the Group was not affected by any significant seasonal or cyclical factors for the financial period under review.

A7. Dividends Paid

No interim or final dividend was paid in the current period under review.

A8. Carrying Amount of Revalued Assets

The valuations of property, plant and equipment have been brought forward without amendments from the financial statements for the year ended 31 December 2016.

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A9. Debt and Equity Securities

There were no issuance and repayment of debts and equity securities for the financial period to date.

A10. Changes in Composition of the Group

On 26 January 2017, a wholly-owned subsidiary of the Company, Jetson Construction Sdn. Bhd. ("JCSB") acquired additional 150,000 ordinary shares of RM1 each, representing 20% of the issued and paid-up capital of Jetson Aluminium Works Sdn. Bhd. ("JAWSB") for a consideration of RM1. Consequent thereupon, JAWSB became a wholly-owned subsidiary of JCSB.

Other than as disclosed above, there were no other changes in the composition of the Group during the financial period under review.

A11. Capital Commitments

	31.03.2017	31.12.2016
	RM'000	RM'000
Approved and contracted for:-		
Property, plant and equipment	1,526	3,298
Property development cost	5,100	5,100
	<hr/> 6,626	<hr/> 8,398
Approved and not contracted for:-		
Property, plant and equipment	<hr/> 6	<hr/> -

A12. Changes in Contingent Liabilities and Contingent Assets

Contingent liabilities of the Company refer to bank guarantees and corporate guarantees extended in support of banking and credit facilities utilised by its subsidiaries. Contingent liabilities increased from RM60.39 million as at 31 December 2016 to RM63.93 million as at 31 March 2017.

A13. Subsequent Event

On 20 April 2017, the issued and paid-up capital of the Company has been increased from RM93,983,506 to RM97,223,506 by way of allotment of 9,000,000 ordinary shares at an issue price of RM0.36 per ordinary share.

Other than as disclosed above, there were no other material events subsequent to the end of the financial period reported.

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PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Performance Review

The Group recorded revenue of RM38.35 million for the quarter ended 31st March 2017 (Q1 2017), an increase of RM2.39 million or 6.64% against the corresponding period ended 31st March 2016 (Q1 2016) of RM35.96 million. Despite the slight increase in revenue, the Group reported a pre-tax profit of RM0.72 million in Q1 2017 as opposed to pre-tax loss of RM1.44 million in Q1 2016. Improvement in the current quarter performance is mainly boosted by the commendable performance of the manufacturing division.

The performance of the respective divisions for the current quarter is as follows:-

a) *Construction and Property Division*

Revenue from the division for the current quarter under review amounted to RM1.24 million, which was RM7.72 million lower than the corresponding quarter in previous year of RM8.96 million. Revenue was lower as there were no other new projects undertaken by the division for the quarter under review.

Despite the lower revenue, the division reported a lower pre-tax loss of RM1.87 million compared to pre-tax loss of RM2.08 million in Q1 2016 due to the recognition of additional profit following the finalisation of Larkin project account during the quarter.

b) *Hostel Management Division*

There was a slight decrease in revenue for the quarter at RM1.77 million compared to RM1.83 million reported in Q1 2016.

Accordingly, the division reported a lower pre-tax profit of RM0.32 million compared to RM0.46 million reported in Q1 2016 impacted by higher utility charges incurred during the quarter.

c) *Manufacturing Division*

Manufacturing Division registered revenue of RM35.34 million in the current quarter compared to previous year corresponding quarter of RM25.17 million. The increase in revenue was mainly due to higher revenue recorded for automotive parts due to recent new launches by local car manufacturers.

Accordingly, the division reported a pre-tax profit of RM2.67 million compared to RM0.19 million in the corresponding quarter of previous year. The improvement is due to higher revenue achieved for automotive parts and improvement in profit margins achieved for adhesive products.

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B2. Comment on Material Change in Results against the Preceding Quarter

The Group's revenue decreased from RM41.18 million in the preceding quarter (Q4 2016) to RM38.35 million in Q1 2017. The decrease in revenue is mainly due to lower contribution from Construction Division as explained in B1.

Despite lower revenue, the Group reported profit before taxation at RM0.72 million for Q1 2017 as compared to loss before taxation of RM21.70 million in Q4 2016. The pre-tax loss incurred in preceding quarter is due to a one-off impairment made in respect of amount owing from the purchaser of a former associate company.

B3. Commentary on Prospect

Moving forward, the global economy remain uncertain due to the yet to be seen impact from Brexit and Trump's protectionism policy. These uncertainties would definitely affect the local scene apart from the impact of the weakening ringgit and low crude oil prices. The sustainability of the local economy is largely dependent on public and private consumption with the on-going infrastructure and mega projects.

The Group is continuing to aggressively pursue for more projects especially in East Malaysia for its Construction Division in order to replenish its order book.

In addition, the Group is also relentlessly penetrating into property development either through acquisition of land or joint venture with the land owner.

Riding on the weakening ringgit, the Manufacturing Division will be aggressively strengthening its presence in the export market. Meanwhile, the division is also broadening its product base to accommodate for different market segments.

B4. Profit Forecast or Profit Guarantee

Not applicable.

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B5. Profit/(Loss) before taxation

	Individual quarter		Cumulative quarter	
	31.03.2017	31.03.2016	31.03.2017	31.03.2016
	RM'000	RM'000	RM'000	RM'000
Profit/(loss) before taxation is arrived after charging/(crediting):-				
Amortisation of concession assets	467	467	467	467
Bad debts written off	7	-	7	-
Depreciation of property, plant and equipment	1,162	1,022	1,162	1,022
Interest expense	811	856	811	856
Interest income	(14)	(25)	(14)	(25)
Inventories written off/(back)	10	(13)	10	(13)
Impairment loss on trade receivable	9	6	9	6
Gain on disposal of property, plant and equipment	(24)	-	(24)	-
Net (gain)/loss on foreign exchange				
- realised	(79)	27	(79)	27
- unrealised	258	415	258	415
Plant and equipment written off	-	2	-	2

B6. Taxation

	Individual quarter		Cumulative quarter	
	31.03.2017	31.03.2016	31.03.2017	31.03.2016
	RM'000	RM'000	RM'000	RM'000
Current tax:-				
Current period's provision	224	114	224	114
	224	114	224	114
Deferred tax:-				
Current period's provision	210	10	210	10
	210	10	210	10
Tax expenses	434	124	434	124

B7. Status of Corporate Proposal

KAF Investment Bank Berhad (“KAF”) had on 6 March 2017 announced on behalf of the Board of Directors that the Company proposes to undertake a private placement of up to 22,216,000 new ordinary shares in the Company (“Placement Shares”), representing up to 10% of the issued and paid-up share capital of the Company (“Proposed Private Placement”).

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B7. Status of Corporate Proposal (Cont'd)

KAF had on 29 March 2017 announced on behalf of the Board of Directors that Bursa Malaysia Securities Berhad ("Bursa Securities") had, vide its letter dated 28 March 2017, approved the Proposed Private Placement subject to the following conditions:-

- i) The Company and KAF must fully comply with the relevant provisions under the Main Market Listing Requirements of Bursa Securities ("Listing Requirements") pertaining to the implementation of the Proposed Private Placement;
- ii) The Company and KAF to inform Bursa Securities upon the completion of the Proposed Private Placement;
- iii) The Company and KAF to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Private Placement is completed;
- iv) If relevant, the Company to furnish Bursa Securities with a certified true copy of the resolution passed by the shareholders at the Company's forthcoming annual general meeting for the authority to issue shares pursuant to the Companies Act, 2016 before the listing of the Placement Shares;
- v) KAF must submit to Bursa Securities the placee's details in accordance with Paragraph 6.15 of the Listing Requirements as soon as practicable after each tranche of placement and before the listing of the Placement Shares; and
- vi) If applicable, payment of additional listing fee based on the final issue price of the Placement Shares together with a copy of the details of the computation of the amount of listing fees payable.

KAF had on 11 April 2017 further announced that the Company has fixed the issue price for the first tranche of the private placement comprising 9,000,000 Placement Shares at RM0.36 per Placement Share. The said issue price of RM0.36 per Placement Share represents a discount of approximately 8.98% from the five (5)-day volume weighted average market price of the Company's shares ("Jetson Shares") up to and including 10 April 2017 of approximately RM0.3955 per Jetson Share.

Pursuant to the first tranche of the private placement of 9,000,000 ordinary shares on 20 April 2017, the number of issued shares of the Company increased to 196,967,012 ordinary shares. The new shares were granted listing and quotation on 25 April 2017.

KAF had on 15 May 2017 further announced that the Company has fixed the issue price for the second tranche of the private placement comprising 5,000,000 Placement Shares at RM0.355 per Placement Share. The said issue price of RM0.355 per Placement Shares represents a discount of approximately 9.04% from the five (5)-day volume weighted average market price of Jetson Share up to and including 12 May 2017 of approximately RM0.3903 per Jetson Shares.

Other than the above, there were no other corporate proposal announced but not completed as at 18 May 2017 (being the latest practicable date which is not earlier than 7 days from the date of this report).

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B8. Borrowings

	31.03.2017	31.12.2016
	RM'000	RM'000
Current :		
Bank overdrafts	6,585	7,269
Revolving credits	1,499	2,000
Trust receipts and bankers' acceptance	15,813	15,672
Term loans	8,477	2,904
Finance lease payables	2,883	2,944
	<u>35,257</u>	<u>30,789</u>
Non-current :		
Term loans	19,855	21,036
Finance lease payables	4,491	5,070
	<u>24,346</u>	<u>26,106</u>

The bank overdrafts, revolving credits, trust receipts and bankers' acceptances of the Group at the end of the period under review are secured by:

- a) negative pledge over all the assets of certain subsidiaries;
- b) corporate guarantee from the Company;
- c) deposits with licensed banks of a subsidiary; and
- d) existing assignment of contract payments.

The term loans of the Group are secured by the following:

- a) first fixed and floating charge over all assets of a subsidiary;
- b) first party legal assignment of the rights, titles, benefits and proceeds of the privatisation agreement of the university hostel project;
- c) assignment of all rights, benefits, proceeds from/ under all insurance policies over the concession asset;
- d) freehold land, long leasehold land and buildings pledged as collateral;
- e) fresh 2 party assignment between a subsidiary and a financial institution for the rental proceeds generated from the above property;
- f) corporate guarantee from the Company;
- g) property development cost of the Group; and
- h) pledge of fixed deposit placed with a licensed bank.

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B9. Off Balance Sheet Financial Instruments

There is no financial instrument with off balance sheet risk at the date of this report.

B10. Status of Material Litigation

- (a) Citarasa Haruman Sdn. Bhd. (“CHSB”), a subsidiary of the Company (pursuant to FRS 10), entered into a Joint Development Agreement (“JDA”) with LBCN Development Sdn. Bhd. (“LBCN”) to develop a piece of land in Mukim of Ijok (“the Land”) on 28 May 2007.

Under the JDA, LBCN was to provide and make available the Land for development whereas CHSB was identified as the sole and exclusive developer of the Land and had paid RM12 million towards the land cost which constitutes LBCN’s sole entitlement pursuant to the JDA.

In the course of carrying out development of the Land, CHSB had incurred costs in respect of improvements to the Land and other development costs. Under the JDA, CHSB is entitled to all gross sale proceeds arising from the JDA.

On 19 December 2009, the Land Administrator of the District of Kuala Selangor (“LADKS”) issued a notification to compulsorily acquire the Land with an award of approximately RM50 million to a secured creditor of LBCN and LBCN as the proprietor of the Land (“the Award”).

In November 2011, a Land Reference Proceedings was lodged by CHSB, as the person interested in the Land, to object to the Award. Concurrently, LBCN filed a Judicial Review Proceedings against certain local authorities responsible for the acquisition of the Land.

- (a) Status of litigation is as follows:

(i) Judicial Review Proceedings by LBCN

In January 2011, LBCN had filed an application for judicial review at the Shah Alam High Court (“the High Court”) against Lembaga Perumahan Dan Hartanah Selangor (“LPDHS”), Pentadbir Tanah Kuala Selangor (“PTKS”) and Kerajaan Negeri Selangor (“KNS”) on the basis that the acquisition of the Land was not valid.

On 6 November 2011, the High Court granted stay of acquisition proceedings pending judicial review.

On 14 November 2011, CHSB had filed an objection under Land Reference Proceedings (as described in (ii) below). The objection has however, been stayed on the basis that the Judicial Review Proceedings are dismissed, barring any further suits or applications that may be filed, CHSB would be able to proceed with its Land Reference Proceedings for compensation.

On 16 October 2012, Menteri Besar Incorporation Berhad (“MBIB”) intervened the judicial review as it had made the payments towards the Land. The High Court has directed this application to proceed concurrently with the judicial review.

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B10. Status of Material Litigation (Cont'd)

(a) Status of litigation is as follows (cont'd):

(i) Judicial Review Proceedings by LBCN (cont'd)

On 23 May 2013, the High Court dismissed LBCN's application for judicial review. LBCN then lodged an appeal to the Court of Appeal. LBCN's lawyers sought for an adjournment of the matter as it wanted to file further affidavits in the appeal which the Court granted the adjournment and fixed for hearing on 20 April 2015.

In September 2013, LBCN applied for a stay of all Land Reference Proceedings pending its appeal to the Court of Appeal on judicial review. The High Court dismissed this application for a stay on 6 February 2014. By this, the Land Reference Proceedings are to proceed in the normal way as directed by the High Court.

On 20 April 2015, the Court of Appeal dismissed LBCN's appeal on the High Court's decision to dismiss LBCN's application for judicial review and further awarded costs in the sum of RM15,000 to be paid by LBCN to CHSB.

LBCN then lodged an appeal to the Federal Court and this matter was fixed for case management on 29 February 2016 for purposes of fixing hearing dates.

On 17 May 2016, LBCN had in accordance to the consent order between LBCN and LPDHS, PTKS, KNS and MBIB (collectively, "the Parties"), withdrawn the above appeal with no order as to cost.

(ii) Land Reference Proceedings ("LRP") by CHSB

On 14 November 2011, pursuant to the Land Acquisition Act, 1960, CHSB had lodged a land reference to the High Court objected to the Award by LADKS on the following premise:-

- the amount of compensation;
- the persons to whom it is payable; and
- the apportionment of the compensation.

On 9 July 2014, the judge decided that the Land was indeed alienated for the purposes of mixed development. In this respect, the land ought to be valued as commercial land taking into account all the infrastructures that were built on the Land.

LADKS had filed a Notice of Appeal dated 21 July 2014 against the Court decision on the category or usage of land. On 29 October 2014, CHSB was served with LADKS's notice of application for stay of proceedings. Furthermore, on 14 January 2015, a new valuation report has been filed by LADKS and a new case management was held on 29 January 2015 for CHSB to file rebuttal to the valuation report.

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B10. Status of Material Litigation (Cont'd)

(a) Status of litigation is as follows (cont'd):

(ii) Land Reference Proceedings (“LRP”) by CHSB (cont'd)

On 12 March 2015, the Court of Appeal dismissed LADKS’s appeal. On 7 April 2015, LADKS then filed an appeal in the Federal Court against the decision of the Court of Appeal. This matter was fixed for case management on 29 February 2016 for purposes of fixing hearing dates.

On 29 February 2016, the Federal Court fixed a further case management on 19 May 2016 for parties to update the Court as to the status of the on-going settlement discussion between the Parties.

At the case management on 19 May 2016, given that the Parties have yet to finalise the terms of settlement, the Federal Court therefore fixed the matter for case management on 20 June 2016 for the Parties to update the Court on the status of the settlement.

At the case management on 20 June 2016, the Parties informed the Court that the settlement process is still ongoing. The Court fixed a further case management on 19 October 2016 for the Parties to update the Court on the status of the settlement.

At the case management on 19 October 2016, the Parties informed the Court that the matter was now pending settlement in respect of payment of Settlement Sum by LBCN to CHSB. The matter is now fixed for further case management on 28 November 2016 for the Parties to update the Court as to the status of the settlement.

At the case management on 28 November 2016, the Court fixed the matter for case management on 28 February 2017 for the Parties to update the Court to the status of settlement between all related parties.

At the case management on 28 February 2017, the Court was informed that the payment in respect of settlement has yet to be received by CHSB. The matter was fixed for case management on 19 April 2017 for parties to update the Court as to the status of settlement between all related parties arising from the settlement between LBCN and the Land Administrator.

At the case management on 19 April 2017, the Court was informed that CHSB is still awaiting payment of Settlement Sum from LBCN. The matter is fixed for further case management on 22 June 2017.

The hearing for the LRP were initially fixed on 26 April 2016 to 28 April 2016. These dates have however been vacated given that Parties are in settlement discussion. The Court has fixed a case management date on 14 October 2016 for Parties to update the Court as to the status of settlement discussions.

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B10. Status of Material Litigation (Cont'd)

(a) Cont'd

- (ii) On 11 May 2016, the Company announced that CHSB had on even date, entered into a settlement agreement (“SA”) with LBCN, Mujur Zaman Sdn Bhd and Liputan Canggih Sdn Bhd to:-
- (i) Revoke the written agreement dated 28 May 2007 entered into between LBCN and CHSB (“SPA”) pertaining to the sale and purchase of the Land;
 - (ii) Revoke the JDA dated 28 May 2007 entered into between LBCN and CHSB pertaining to the joint development of the Land;
 - (iii) Discontinue and withdraw all Judicial Review and the Borang N Application filed by CHSB and includes any appeals therefrom; and
 - (iv) Carry out all other matters as stipulated in the SA

for a settlement sum of RM15,000,000 (“Settlement Sum”), being the agreed, full and final settlement of all monies due and owing to CHSB under the SPA and JDA arising from or by reason of the mutual revocation of the same.

At the case management on 14 October 2016, CHSB informed the Court that it may only receive payment of the Settlement Sum from LBCN by end of 2016 or early 2017. The Court fixed a case management on 15 November 2016 for the Parties to withdraw the suits upon payment of the Settlement Sum.

At the case management on 15 November 2016, CHSB informed the Court that more time is required for settlement of payment for the Settlement Sum by LBCN to CHSB. The Court fixed a case management date on 14 February 2017 for Parties to update the Court as to the status of the settlement.

Given that the matter have taken too long and CHSB had yet to receive its portion of the Settlement Sum, the Court fixed the matter for final case management on 14 April 2017 to update the High Court as to the settlement status.

At the case management on 14 April 2017, CHSB informed the Court that it is still awaiting payment of Settlement Sum by LBCN. The Court fixed the matter for further case management on 21 June 2017.

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B11. Retained Profits

The breakdown of the accumulated losses of the Group as at 31 March 2017 into realised and unrealised (losses)/profits is presented in accordance with the directive issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and prepared in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Main Market Listing Requirements, as issued by the Malaysian Institute of Accountants.

	31.03.2017	31.12.2016
	RM'000	RM'000
Total accumulated losses of the Group		
- realised	(34,319)	(35,131)
- unrealised	(513)	71
	<hr/>	<hr/>
	(34,832)	(35,060)
Less: Consolidation adjustments	9,146	9,078
	<hr/>	<hr/>
	(25,686)	(25,982)
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B12. Dividend Payable

No dividend has been recommended by the Board of Directors during the financial period ended 31 March 2017.

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B13. Earnings/(Loss) Per Share

(a) Basic

Basic earnings/(loss) per share amounts are calculated by dividing earnings/(loss) for the financial period attributable to ordinary equity holders of the company by the number of ordinary shares in issue during the financial period.

	Current quarter/ Cumulative quarter to date	
	31.03.2017	31.03.2016
Net profit/(loss) attributable to the owners of the Company (RM'000)	296	(1,563)
Adjusted weighted average number of ordinary shares in issue and issuable (Units'000)	187,967	187,967
Basic earnings/(loss) per share (sen)	0.16	(0.83)

* Pursuant to MFRS 133, Earnings Per Share, the profit/(loss) per share for the individual and cumulative quarter ended 31 March 2017 and 31 December 2016 have been adjusted for the share split involving the subdivision of every one existing ordinary share of RM1.00 each in the Company into two ordinary shares of RM0.50 each completed on 5 February 2014.

(b) Diluted

For the purpose of calculating diluted earnings /(loss) per share, the profit /(loss) for the financial period attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares in issue during the financial period have been adjusted for the dilutive effects of all potential ordinary shares, i.e. detachable warrants ("Warrants").

There is no dilution in the profit per share of the Company as at 31 March 2017 and 31 December 2016 as the market value of the above securities was lower than the exercise prices. Accordingly, full conversion of the securities would result in anti-dilution.