RCE Capital Berhad (Company No. 2444-M)

Incorporated in Malaysia

Interim Financial Report for 1st Quarter Ended 30 June 2011

SUMMARY OF KEY FINANCIAL INFORMATION FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2011

	INDIVIDUAI 30.06.2011 RM'000	20.06.2010 RM'000	CUMULATIV 30.06.2011 RM'000	TE QUARTER 30.06.2010 RM'000
1. Revenue	60,757	58,884	60,757	58,884
2. Profit before tax	39,810	33,740	39,810	33,740
3. Profit for the period	33,226	23,636	33,226	23,636
4. Profit attributable to ordinary equity holders of the Company	33,226	23,636	33,226	23,636
5. Basic/diluted earnings per share (sen)	4.25	3.02	4.25	3.02
6. Proposed/Declared dividend per share (sen)	-	-	-	-
7. Net assets per share attributable	AS	S AT END OF CURRENT QUARTER	AS AT	PRECEDING FINANCIAL YEAR END
to ordinary equity holders of the Company (RM)		0.61		0.57
	INDIVIDUAL 30.06.2011 RM'000	L QUARTER 30.06.2010 RM'000	CUMULATIV 30.06.2011 RM'000	TE QUARTER 30.06.2010 RM'000
8. Gross interest income	3,734	1,670	3,734	1,670
9. Gross interest expense	9	6	9	6



CONDENSED STATEMENT OF COMPREHENSIVE INCOME

	INDIVIDUAL QUARTER 3 MONTHS ENDED		CUMULATIVE QUART 3 MONTHS ENDED		
	30.06.2011	30.06.2010	30.06.2011	30.06.2010	
	RM'000	RM'000	RM'000	RM'000	
Revenue	60,757	58,884	60,757	58,884	
Other income	8,437	2,844	8,437	2,844	
Interest expense applicable to revenue	(18,221)	(17,156)	(18,221)	(17,156)	
Staff costs and directors' remuneration Depreciation of plant and equipment	(3,150)	(2,867)	(3,150)	(2,867)	
and investment properties	(309)	(348)	(309)	(348)	
Other expenses	(7,695)	(7,611)	(7,695)	(7,611)	
Finance costs	(9)	(6)	(9)	(6)	
Profit before tax	39,810	33,740	39,810	33,740	
Taxation	(6,584)	(10,104)	(6,584)	(10,104)	
Profit for the financial period	33,226	23,636	33,226	23,636	
Other comprehensive income:					
Financial assets available-for-sale ("AFS"):					
Unrealised net gain on revaluationReclassification to profit and loss	201	2,363	201	2,363	
upon disposal	(3,950)	-	(3,950)	-	
Other comprehensive income for the					
financial period, net of tax	(3,749)	2,363	(3,749)	2,363	
Total comprehensive income for the		27.000		• • • • • • • • • • • • • • • • • • • •	
financial period	29,477	25,999	29,477	25,999	
Attributable to:					
Equity holders of the Company	33,226	23,636	33,226	23,636	
Earnings per share attributable					
to equity holders of the Company:	4.25	2.02	4.35	2.02	
Basic/Diluted (sen)	4.25	3.02	4.25	3.02	

The Condensed Statement of Comprehensive Income should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2011 and the accompanying explanatory notes attached to the interim financial report.

 $\label{eq:continuous} Interim Financial Report \\ for 1^{st} Quarter Ended 30 June 2011$

CONDENSED STATEMENT OF FINANCIAL POSITIO	N	
	AS AT 30.06.2011 RM'000	AS AT 31.03.2011 RM'000
ASSETS		
Non-Current Assets		
Plant and equipment	2,777	2,679
Investment properties	2,711	2,700
Goodwill on consolidation	28,677	28,677
Loans and receivables AFS financial assets	876,470 21,197	973,164 39,166
Deferred tax assets	30,373	33,783
Total Non-Current Assets	962,205	1,080,169
Current Assets		
Loans and receivables	106,876	112,591
Trade receivables	40,357	37,414
Other receivables, deposits and prepaid expenses	71,301	28,549
Deposits with licensed financial institutions	478,402	512,150
Cash and bank balances	2,404	2,388
Total Current Assets	699,340	693,092
TOTAL ASSETS	1,661,545	1,773,261
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	78,240	78,240
Reserves	399,619	370,142
Total Equity	477,859	448,382
Non-Current Liabilities		
Hire-purchase payables	536	580
Borrowings	634,223	737,379
Deferred tax liabilities	47,351	52,418
Total Non-Current Liabilities	682,110	790,377
Current Liabilities		
Payables and accrued expenses	83,296	89,291
Hire-purchase payables	175	172
Borrowings	409,201	444,715
Tax liabilities Total Current Liabilities	8,904 501,576	<u>324</u>
		534,502
Total Liabilities	1,183,686	1,324,879
TOTAL EQUITY AND LIABILITIES	1,661,545	1,773,261
NET ASSETS PER SHARE (RM)	0.61	0.57

The Condensed Statement of Financial Position should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2011 and the accompanying explanatory notes attached to the interim financial report.



CONDENSED STATEMENT OF CHANGES IN EQUITY

ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

		•	Reser	ves —				
		← No	on-Distributable —	-	Distributable			
	Share	Share	Share		Retained	Total	Minority	Total
	Capital	Premium	Options	AFS	Earnings	Reserves	Interest	Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As at 1 April 2010	78,207	58,304	6,555	-	275,796	340,655	-	418,862
Effects of adopting FRS 139	-	-	-	6,753	(71,777)	(65,024)	-	(65,024)
Restated as at 1 April 2010	78,207	58,304	6,555	6,753	204,019	275,631	-	353,838
Total comprehensive income	-	-	-	2,363	23,636	25,999	-	25,999
Transaction with owners								
Cancellation of share options	-	-	(101)	-	101	-	-	-
Purchase of shares pursuant to ESOS	33	280	(120)	-	-	160	-	193
Total transaction with owners	33	280	(221)	-	101	160	-	193
As at 30 June 2010	78,240	58,584	6,334	9,116	227,756	301,790	-	380,030
As at 1 April 2011	78,240	58,584	5,976	8,779	296,803	370,142	-	448,382
Total comprehensive income	-	-	-	(3,749)	33,226	29,477	-	29,477
As at 30 June 2011	78,240	58,584	5,976	5,030	330,029	399,619	-	477,859
	[

The Condensed Statement of Changes in Equity should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2011 and the accompanying explanatory notes attached to the interim financial report.



RCE Capital Berhad (Company No. 2444-M)

Incorporated in Malaysia

Interim Financial Report for 1st Quarter Ended 30 June 2011

CONDENSED STATEMENT OF CASH FLOWS

	CUMULATIVE QUARTER 30.06.2011 RM'000	CUMULATIVE QUARTER 30.06.2010 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the financial period	33,226	23,636
Adjustments for:		
Taxation	6,584	10,104
Loss on early redemption of ABS	1,443	-
Allowance for doubtful debts, net	372	4,370
Depreciation of plant and equipment		
and investment properties	309	348
Amortisation of discount on MTNs	240	280
Loss on early redemption of MTNs	14	-
Finance costs	9	6
Gain of disposal of AFS financial assets	(3,830)	-
Interest income	(3,734)	(1,670)
Dividend income	(1,668)	(1,648)
Operating profit before working capital changes	32,965	35,426
Decrease/(Increase) in working capital:		
Loans and receivables	102,037	(31,070)
Other receivables, deposits and prepaid expenses	(33,951)	(12,729)
Trade receivables	(2,943)	(4,250)
Increase/(Decrease) in working capital:		
Payables and accrued expenses	(7,526)	10,212
Cash generated from/(used in) operations	90,582	(2,411)
Taxes paid	(8,688)	(5,102)
Taxes refunded	283	-
Net cash generated from/(used in) operating activities	82,177	(7,513)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of AFS financial assets	18,050	-
Interest income	3,734	1,670
Dividend received	1,668	1,648
Additions to plant and equipment	(392)	(199)
Net cash generated from investing activities	23,060	3,119



RCE Capital Berhad (Company No. 2444-M)

Incorporated in Malaysia

CONDENSED STATEMENT OF CASH FLOWS (CONT'D)

	CUMULATIVE QUARTER 30.06.2011 RM'000	CUMULATIVE QUARTER 30.06.2010 RM'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Drawdown of other borrowings	39,042	19,971
Drawdown of revolving credits	1,734	69,169
Proceeds from issuance of ABS	-	72,000
Proceeds from issuance of shares	-	193
Redemption of ABS	(92,443)	(25,000)
Repayment of other borrowings	(42,133)	(11,754)
Repayment of revolving credits	(40,500)	(84,763)
Repayment of term loans	(3,077)	(3,068)
Redemption of MTNs	(1,514)	-
Repayment of hire-purchase payables	(41)	(55)
Redemption of CPs	-	(3,000)
Repayment of finance lease payables	-	(17)
Dividends paid	(28)	(28)
Finance costs paid	(9)	(6)
Net cash (used in)/generated from financing activities	(138,969)	33,642
Net change in cash and cash equivalents	(33,732)	29,248
Cash and cash equivalents at beginning of financial period	514,538	289,711
Cash and cash equivalents at end of financial period	480,806	318,959
CASH AND CASH EQUIVALENTS AS AT END OF FINANCIAL PERIOD COMPRISE THE FOLLOWING:		
Deposits with licensed financial institutions	478,402	308,077
Cash and bank balances	2,404	10,882
	480,806	318,959

The Condensed Statement of Cash Flows should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2011 and the accompanying explanatory notes attached to the interim financial report.

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

1 BASIS OF PREPARATION

The interim financial report is unaudited and has been prepared in accordance with the requirements of Financial Reporting Standard ("FRS") 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board 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 Company for the financial year ended 31 March 2011.

2 CHANGES IN SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the annual audited financial statements for the financial year ended 31 March 2011, except for the adoption of the following standards, amendments to published standards and interpretations to existing standards which are effective for the financial period commencing 1 April 2011:

FRS 3 : Business Combinations (Revised)

FRS 127 : Consolidated and Separate Financial Statements (Revised)
IC Interpretation 4 : Determining Whether an Arrangement Contains a Lease

Amendments to:

FRS 2 : Share-based Payment

FRS 5 : Non-current Assets Held for Sale and Discontinued Operations

FRS 7 : Financial Instruments: Disclosures

FRS 138 : Intangible Assets

IC Interpretation 9 : Reassessment of Embedded Derivatives

Amendments to FRSs classified as "Improvements to FRSs (2010)"

The adoption of the above standards, amendments to published standards and interpretations does not give rise to any material effects to the Group.

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

3 AUDITORS' REPORT ON PRECEDING ANNUAL AUDITED FINANCIAL STATEMENTS

The auditors' report on the preceding annual audited financial statements was not subject to any qualification.

4 SEASONAL OR CYCLICAL FACTORS

The Group's operations were not significantly affected by any seasonal or cyclical factors.

5 UNUSUAL ITEMS

There were no unusual items for the current quarter and financial period.

6 CHANGES IN ESTIMATES

There were no changes in estimates that have a material effect for the current quarter and financial period.

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

7 DEBT AND EQUITY SECURITIES

There were no issuance, repurchase and repayment of debt and equity securities for the financial period except for the following:

(a) Redemption of the Asset-Backed Securities ("ABS") by Tresor Assets Berhad, a subsidiary of the Company, as follows:

	CURRENT	CUMULATIVE
	QUARTER	QUARTER
	RM'000	RM'000
Early redemption of ABS	(52,000)	(52,000)
Redemption of ABS upon maturity	(39,000)	(39,000)

(b) Redemption of the Fixed Rate Medium Term Notes ("MTNs") by RCE Advance Sdn Bhd, a subsidiary of the Company, as follows:

	CURRENT	CUMULATIVE
	QUARTER	QUARTER
	RM'000	RM'000
Early redemption of MTNs	(1,500)	(1,500)

8 DIVIDEND

A final dividend of 15.0% (1.50 sen) on 782,395,174 ordinary shares, tax exempt under the single-tier tax system, in respect of the financial year ended 31 March 2011 will be proposed for shareholders' approval. Such dividend, if approved by the shareholders, will be accounted for in equity as appropriation of retained earnings in the financial year ending 31 March 2012.

No dividend has been recommended by the directors or paid for the financial period ended 30 June 2011.

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

9 SEGMENTAL INFORMATION

Segmental revenue and results for the financial period were as follows:

		Investment			
		Holding &			
	Loan	Mgmt	Factoring &		
	Financing	Services	Confirming	Eliminations	Group
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue					
External sales	57,287	1,786	1,684	-	60,757
Intersegment sales	_	18,601	-	(18,601)	-
Total revenue	57,287	20,387	1,684	(18,601)	60,757
Results					
Interest income	3,731	1	2	-	3,734
Segment results	35,535	4,130	154	-	39,819
Finance costs				_	(9)
Profit before tax				_	39,810
Taxation				_	(6,584)
Profit for the financial period				<u>-</u>	33,226

10 MATERIAL EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE

As at the date of this announcement, there were no material events subsequent to the balance sheet date that affect the results of the Group for the financial period.

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

11 CHANGES IN THE COMPOSITION OF THE GROUP

The Group had on 13 April 2011 received notifications from Companies Commission of Malaysia ("CCM") that the applications for voluntary striking-off pursuant to Section 308 of the Companies Act, 1965 made by its wholly-owned subsidiaries, RCE Resources Sdn Bhd ("RRSB") and RCE Enterprise Sdn Bhd ("RESB") have been completed and that RRSB and RESB have been struck-off from the register of CCM.

The above strike-offs have no material financial effect to the Group.

12 REVIEW OF PERFORMANCE

Despite the 7.6% reduction in the Group's loans and receivables from RM1.1 billion to RM983.3 million over the previous year's corresponding quarter, the Group recorded a 40.6% increase in its net profit from RM23.6 million to RM33.2 million in the current quarter. This is mainly contributed by higher interest income generated from the early settlement of loans and receivables, fund placement activities and a RM3.8 million gain arising from a disposal of investment in AmFirst REITs.

Excluding the effect of the gain on disposal of its investment in AmFirst REITs, the Group registered a net profit of RM29.4 million, a 24.4% growth.

13 MATERIAL CHANGE IN RESULTS OF CURRENT QUARTER COMPARED WITH PRECEDING QUARTER

The Group's pre-tax profit increased from RM22.7 million to RM39.8 million for the current quarter ended 30 June 2011, registering a 75.7% or RM17.1 million increase as compared to the preceding quarter. This was due to the effects from early settlement of loans and receivables, RM3.8 million gain arising from disposal of investment in AmFirst REITs and lower operating expenses.

NOTES TO THE INTERIM FINANCIAL REPORT

14 CURRENT YEAR PROSPECTS

Following the Company's announcement dated 9 June 2011, the Group's major business partner, Koperasi Wawasan Pekerja-Pekerja Berhad ("KOWAJA") has received a conditional approval from Suruhanjaya Koperasi Malaysia ("SKM") to obtain funding of up to RM200 million from RCE Marketing Sdn Bhd ("RCEM"), a wholly-owned subsidiary of the Company.

The Group continues to work closely with KOWAJA on the operational and funding requirements of SKM and disbursement has resumed in July 2011.

Barring any unforeseen circumstances, the Group is expected to maintain its performance for the financial year ending 31 March 2012.

15 PROFIT FORECAST

There were no profit forecast prepared or profit guarantee made by the Group.

16 TAXATION

	INDIVIDUAL QUARTER	CUMULATIVE QUARTER
	30.06.2011	30.06.2011
	RM'000	RM'000
Taxation:		
Current period	8,241	8,241
Deferred taxation:		
Current period	87	87
Overprovision in prior year	(1,744)	(1,744)
	(1,657)	(1,657)
	6,584	6,584

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

16 TAXATION (CONT'D)

The effective tax rate of the Group in the current quarter is lower than the statutory tax rate as a result of certain income which is not taxable and utilisation of unabsorbed business losses brought forward.

17 UNQUOTED INVESTMENTS AND/OR PROPERTIES

There were no sales of any unquoted investments and/or properties by the Group during the current quarter and financial period.

18 QUOTED SECURITIES

(a) Details of purchases and disposals of quoted securities are as follows:

	INDIVIDUAL QUARTER			LATIVE RTER
	30.06.2011 RM'000	30.06.2010 RM'000	30.06.2011 RM'000	30.06.2010 RM'000
Included within financial assets AFS:				
Non-current assets:				
Purchase consideration	-	-	-	-
Sales proceeds	18,170	-	18,170	-
Gain on disposal	3,830	-	3,830	
Current assets:				
Purchase consideration	-	_	-	-
Sales proceeds	-	_	-	-
Gain on disposal		-	-	-

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

18 QUOTED SECURITIES (CONT'D)

(b) Investment in quoted real estate investment trust units as at 30 June 2011:

	CUMULATIVE
	QUARTER
	RM'000
Included within financial assets AFS:	
At cost	17,964
At carrying/book value	21,197
At market value	21,197

19 STATUS OF CORPORATE PROPOSALS ANNOUNCED

There were no corporate proposals announced or pending completion as at the date of this report.

20 GROUP BORROWINGS AND DEBT SECURITIES

Total borrowings and debt securities (all denominated in Ringgit Malaysia) of the Group as at 30 June 2011 are as follows:

	Short Term RM'000	Long Term RM'000	Total RM'000
At amortised cost			
Secured:			
- Asset-backed securities	115,181	371,000	486,181
- Fixed rate medium term notes	35,680	171,989	207,669
- Revolving credits	155,210	-	155,210
- Term loans	12,444	74,334	86,778
- Bank overdrafts	5	-	5
	318,520	617,323	935,843



Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

20 GROUP BORROWINGS AND DEBT SECURITIES (CONT'D)

	Short	Long	
	Term	Term	Total
	RM'000	RM'000	RM'000
Unsecured:			
- Term loans	41,230	-	41,230
- Revolving credits	17,345	16,900	34,245
- Bankers' acceptances	12,845	-	12,845
- Bank overdrafts	10,269	-	10,269
- Trust receipts	8,992	-	8,992
	90,681	16,900	107,581
	409,201	634,223	1,043,424

21 CAPITAL COMMITMENTS

30.06.2011 RM'000

Capital expenditure in respect of plant and equipment:

Approved, contracted but not provided for

595

Other than as disclosed in this report, there were no other material capital commitments as at the date of this report.

22 CHANGES IN CONTINGENT LIABILITIES AND ASSETS

The Group's total letters of credit have decreased from RM4.2 million as at 31 March 2011 to RM1.7 million as at 30 June 2011.

Other than as disclosed above, there were no other changes in contingent liabilities and assets since the last financial year ended 31 March 2011.

NOTES TO THE INTERIM FINANCIAL REPORT

23 DERIVATIVES AND FAIR VALUE CHANGES OF FINANCIAL LIABILITIES

- (a) There were no derivatives as at 30 June 2011.
- (b) There were no fair value gain/(loss) on fair value changes of financial liabilities as all financial liabilities were measured at amortised cost.

24 CHANGES IN MATERIAL LITIGATION

There were no pending material litigation for the Group as at the date of this report.

25 EARNINGS PER SHARE ("EPS")

		INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		30.06.2011	30.06.2010	30.06.2011	30.06.2010
Basic:					
Profit for the period attributable to equity holders of the Company	(RM'000)	33,226	23,636	33,226	23,636
Weighted average number of ordinary shares in issue	(unit'000)	782,395	782,248	782,395	782,248
Basic EPS	(sen)	4.25	3.02	4.25	3.02

Basic EPS for the quarter is calculated by dividing the net profit attributable to ordinary equity holders by the weighted average number of ordinary shares in issue during the period.

Diluted:

The Group has no dilution in its EPS in the current quarter and the previous year's corresponding quarter as there are no dilutive potential ordinary shares.

Interim Financial Report for 1st Quarter Ended 30 June 2011

NOTES TO THE INTERIM FINANCIAL REPORT

26 DISCLOSURE OF REALISED AND UNREALISED PROFITS

The breakdown of the retained earnings of the Group as at 30 June 2011, into realised and unrealised profits, pursuant to Bursa Malaysia Securities Berhad's directive dated 20 December 2010, is as follows:

	INDIVIDUA	INDIVIDUAL QUARTER	
	30.06.2011 RM'000	31.03.2011 RM'000	
Total retained earnings of the Group: - Realised	347,007	315,438	
- Unrealised	(16,978)	(18,635)	
	330,029	296,803	

BY ORDER OF THE BOARD JOHNSON YAP CHOON SENG Company Secretary 9 August 2011