

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 JUNE 2015**

	Note	INDIVIDUAL PERIOD		CUMULATIVE PERIOD	
		<u>Current</u>	<u>Corresponding</u>	<u>Current Period</u>	<u>Corresponding</u>
		<u>Quarter</u>	<u>Quarter</u>	<u>To Date</u>	<u>Period To Date</u>
		<u>30.06.15</u>	<u>30.06.14</u>	<u>30.06.15</u>	<u>30.06.14</u>
		RM'000	RM'000	RM'000	RM'000
Revenue	7	310,438	200,931	529,494	348,681
Cost of sales		(248,318)	(140,543)	(411,264)	(243,264)
Gross profit		62,120	60,388	118,230	105,417
Other operating income		5,377	445	7,144	5,275
Operating expenses		(34,247)	(30,119)	(64,325)	(57,690)
Profit from operation		33,250	30,714	61,049	53,002
Finance costs		(828)	(1,525)	(1,779)	(2,107)
Profit before taxation	7	32,422	29,189	59,270	50,895
Taxation	18	(8,899)	(7,745)	(16,859)	(13,933)
Profit after taxation	19	23,523	21,444	42,411	36,962
Other Comprehensive Income					
Items that will be reclassified subsequently to profit or loss:					
Currency translation differences		(448)	(3,133)	(820)	(3,362)
Total comprehensive income		23,075	18,311	41,591	33,600
Profit attributable to:					
Equity holders of the Company		17,751	16,205	30,857	26,805
Non-controlling Interests		5,772	5,239	11,554	10,157
		23,523	21,444	42,411	36,962
Total comprehensive income attributable to:					
Equity holders of the Company		17,684	16,051	30,297	26,343
Non-controlling Interests		5,391	2,260	11,294	7,257
		23,075	18,311	41,591	33,600
Earnings per share attributable to equity holders of the parent (sen)					
- Basic	27	5.31	4.85	9.27	8.10

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2015**

		Unaudited as at <u>30.06.15</u> RM'000	<u>Audited</u> as at <u>31.12.14</u> RM'000
ASSETS			
Non-current Assets			
Investment in associated companies		57	57
Property, plant & equipment		180,692	172,258
Investment property		68,578	58,705
Land held for property development		-	2,000
Goodwill on consolidation		36	36
Long term investments		225	225
Deferred tax assets		58	58
		<hr/> 249,646	<hr/> 233,339
Current Assets			
Inventories		2,357	1,472
Property development costs		15,354	11,808
Amount owing by contract customers		249,945	102,109
Receivables		367,459	285,595
Amount owing by associates		531	3,616
Tax recoverable		3,499	3,039
Short term investments		2,563	663
Deposits with licenced banks		30,813	187,614
Cash and bank balances	24	<hr/> 64,768	<hr/> 96,947
		737,289	692,863
TOTAL ASSETS		<hr/> 986,935 <hr/>	<hr/> 926,202 <hr/>

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2015**

		Unaudited as at <u>30.06.15</u> RM'000	<u>Audited</u> as at <u>31.12.14</u> RM'000
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital	22	167,636	167,636
Treasury shares, at cost	23	(1,569)	(3)
Share premium		73,719	73,719
Other reserves		(2,588)	(2,028)
Retained profits		111,654	94,170
		<hr/> 348,852	<hr/> 333,494
Non-controlling Interests		47,821	42,442
Total equity		<hr/> 396,673	<hr/> 375,936
Non-current liabilities			
Deferred taxation		9,212	9,212
Long term borrowings	21	144,085	92,732
		<hr/> 153,297	<hr/> 101,944
Current Liabilities			
Payables		323,997	327,342
Dividend payable	13	13,373	16,763
Taxation		11,957	9,901
Short term borrowings	21	72,785	75,081
Bank overdrafts	21	14,853	19,235
		<hr/> 436,965	<hr/> 448,322
Total Liabilities		<hr/> 590,262	<hr/> 550,266
TOTAL EQUITY AND LIABILITIES		<hr/> 986,935	<hr/> 926,202
Net assets per share (RM)		1.04	0.99

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 JUNE 2015**

	Share capital	Treasury shares	Share premium	Foreign exchange reserve	Employee Share Option reserve	Capital reserve	Retained profits	Attributable to owner of the Company	Non-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 2014	166,113	(18,329)	64,363	(11,043)	973	8,600	177,804	388,481	37,511	425,992
Net profit for the financial period	-	-	-	-	10,157	-	26,805	36,962	10,157	47,119
Other comprehensive income for the financial period										
- Foreign currency translation	-	-	-	(462)	-	-	-	(462)	(2,900)	(3,362)
Total comprehensive income for the financial period	-	-	-	(462)	10,157	-	26,805	36,500	7,257	43,757
Contributions by and distributions to owners of the Company										
- Acquisition of a subsidiary	-	-	-	-	-	-	-	-	9,047	9,047
- Issuance of share capital	1,170	-	1,615	-	-	-	-	2,785	-	2,785
- Transfer to share premium upon exercise of share options	-	-	697	-	(697)	-	-	-	-	-
- Treasury shares acquired	-	(2)	-	-	-	-	-	(2)	-	(2)
- Treasury shares sold	-	18,329	6,340	-	-	-	-	24,669	-	24,669
- Dividends paid:										
- by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	(11,840)	(11,840)
Total transaction with owners of the Company	1,170	18,327	8,652	-	(697)	-	-	27,452	(2,793)	24,659
At 30 June 2014	167,283	(2)	73,015	(11,505)	10,433	8,600	204,609	452,433	41,975	494,408
At 1 January 2015	167,636	(3)	73,719	(10,903)	-	8,875	94,170	333,494	42,442	375,936
Net profit for the financial period	-	-	-	-	-	-	30,857	30,857	11,554	42,411
- Foreign currency translation	-	-	-	(560)	-	-	-	(560)	(260)	(820)
Total comprehensive income for the financial period	-	-	-	(560)	-	-	30,857	30,297	11,294	41,591
Contributions by and distributions to owners of the Company										
- Treasury shares acquired	-	(1,566)	-	-	-	-	-	(1,566)	-	(1,566)
- Dividends:										
- by the Company	-	-	-	-	-	-	(13,373)	(13,373)	-	(13,373)
- by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	(5,915)	(5,915)
At 30 June 2015	167,636	(1,569)	73,719	(11,463)	-	8,875	111,654	348,852	47,821	396,673

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the interim financial statements)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW
FOR THE PERIOD ENDED 30 JUNE 2015**

	Unaudited For the Financial Period Ended 30.06.2015 RM' 000	Unaudited For the Financial Period Ended 30.06.2014 RM' 000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	59,270	50,895
Adjustments for:		
Depreciation of property , plant and equipment	6,850	6,986
Loss/(Gain) on disposal of property, plant and equipment	6	(102)
Interest expense	2,851	1,527
Interest income	(944)	(1,393)
Property, plant and equipment written off	1	-
Tax exempt dividends received from investment in unit trusts	(9)	(94)
Unrealised gain on foreign exchange	(261)	(2,665)
Operating profit before working capital changes	<u>67,764</u>	<u>55,154</u>
Increase in inventories	(886)	(338)
Increase in property development cost	(3,545)	(14,099)
Increase in amount owing by contract customer	(147,836)	-
Increase in receivables	(82,385)	(43,426)
Decrease in payables	(3,347)	(67,416)
Decrease in amount owing by associates	3,085	3,640
CASH FOR OPERATIONS	<u>(167,150)</u>	<u>(66,485)</u>
Interest paid	(2,851)	(1,527)
Income tax paid	<u>(14,205)</u>	<u>(13,984)</u>
NET CASH FOR OPERATING ACTIVITIES	<u>(184,206)</u>	<u>(81,996)</u>
CARRIED FORWARD		

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW
FOR THE PERIOD ENDED 31 MARCH 2015**

	Unaudited For the Financial Period Ended 30.06.2015 RM' 000	Unaudited For the Financial Period Ended 30.06.2014 RM' 000
NET CASH FOR OPERATING ACTIVITIES		
BROUGHT FORWARD	(184,206)	(81,996)
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	944	1,393
Net cash outflow on acquisition of a subsidiary	-	(18,356)
Placement of deposits pledged with licensed banks	(12,899)	-
Proceeds from disposal of property, plant and equipment	53	272
Purchase of property, plant and equipment	(15,344)	(3,741)
Purchase of investment property	(9,872)	-
Purchase of leasehold land	-	(29,654)
Purchase of short term investment	(1,900)	-
(Purchase)/Resale of treasury shares	(1,566)	24,667
Tax-exempt dividends received from investment in unit trusts	9	94
Proceeds from disposal of marketable unit trusts	-	12,410
Net cash for investing activities	<u>(40,575)</u>	<u>(12,915)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividend paid	(16,763)	(12,595)
Dividend paid to Non-controlling Interests	(5,915)	(11,840)
Proceed from issuance of new shares	-	2,785
Net (repayment)/drawdown of borrowings	49,058	19,168
Net cash from/(for) financing activities	<u>26,380</u>	<u>(2,482)</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	(198,401)	(97,393)
FOREIGN EXCHANGE TRANSLATION DIFFERENCES	1,441	677
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	260,151	207,410
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	<u>63,191</u>	<u>110,694</u>

Cash and cash equivalents at the end of financial period comprise the following:

	For the Financial Period Ended 30.06.2015 RM' 000	For the Financial Period Ended 30.06.2014 RM' 000
Cash and bank balances	64,768	85,772
Deposits with licensed banks	30,813	36,426
Bank overdrafts	(14,853)	(7,856)
	<u>80,728</u>	<u>114,342</u>
Less : Deposits pledged to licensed banks	(17,537)	(3,648)
	<u>63,191</u>	<u>110,694</u>

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

PART A - EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD (FRS 134)

1. Basis of Accounting and Accounting Policies

The interim financial statements have been prepared under the historical cost convention.

The interim financial statements are unaudited and have been prepared in accordance with FRS134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2014. The explanatory notes attached to the financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2014.

2. Changes in Accounting Policies

The significant accounting policies adopted are consistent with those followed in the preparation of the Group's audited financial statements for the financial year ended 31 December 2014, except for the adoption of the Amendments and Annual Improvements to Standards effective as of 1 January 2015.

The Group has adopted the following Amendments to Standards, with a date of initial application of 1 January 2015.

Amendments to FRS 119 Employee Benefits – Defined Benefit Plans: Employee Contributions
Annual Improvements to FRSs 2010 - 2012 Cycle
Annual Improvements to FRSs 2011 - 2013 Cycle

The above new amendments to standard do not have any financial impact on the results of the Group as these changes only affect disclosures.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

2. Changes in Accounting Policies (Cont'd)

The Group has not adopted the following standards and interpretations that have been issued but not yet effective:

Description	Effective for annual periods beginning on or after	
FRS 14	Regulatory Deferral Accounts	1 January 2016
Amendments to FRS 11	Joint Arrangements Accounting for Acquisitions of Interest in Joint Operations	1 January 2016
Amendments to FRS 101	Presentation of Financial Statements - Disclosure Initiative	1 January 2016
Amendments to FRS 127	Consolidated and Separate Financial Statements – Equity Method in Financial Statements	1 January 2016
Amendments to FRS 10 and FRS 128	Consolidated Financial Statements and Investments in Associates and Joint Venture - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2016
Amendments to FRS 116 and FRS 138	Property, Plant and Equipment and Intangible Assets - Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to FRS 10, FRS 12 and FRS 128	Consolidated Financial Statements, Disclosure of Interests in Other Entities and Investments in Associates and Joint Venture - Investment Entities: Applying the Consolidation Exception	1 January 2016
Annual Improvements to FRSs 2012 - 2014 Cycle		1 January 2016
MFRS 15	Revenue from Contracts with Customers	1 January 2017
FRS 9	Financial Instruments (IFRS 9 issued by International Accounting Standards Board (IASB) in July 2014)	1 January 2018

The Group will adopt the above pronouncements when they become effective in the respective financial periods. The Group does not expect any material impact to the financial statements on the above pronouncement other than described below.

FRS 9 (IFRS 9 issued by IASB in July 2014) replaces the existing guidance in FRS 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 FRS 9, the classification of financial assets is driven by cash flow characteristics and the business model in which a financial asset is held. The adoption of FRS 9 will result in a change in accounting policy. The Group is still assessing the financial impact of adopting FRS 9.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

2. Changes in Accounting Policies (Cont'd)

Malaysian Financial Reporting Standards (MFRS Framework)

MASB has issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRSs"), that are to be applied by all entities other than private entities; with the exception of entities that are within the scope of MFRS 141 (Agriculture) and IC Interpretation 15 (Agreements for Construction of Real Estate), including its parent, significant investor and venturer (herein called "transitioning entities"). As announced by MASB on 2 September 2014, the transitioning entities are allowed to defer the adoption of MFRSs to annual periods beginning on or after 1 January 2017.

Accordingly, as a transitioning entity as defined above, the Group has chosen to defer the adoption of MFRSs and will only prepare its first set of MFRS financial statements for the financial year ending 31 December 2017. The Group is currently assessing the possible financial impacts that may arise from the adoption of MFRSs and the process is still ongoing.

3. Declaration of audit qualification

The preceding audited financial statements of the Company were reported without any qualification.

4. Seasonal or Cyclical Factors

The Group's business operations for the quarter ended 30 June 2015 were not materially affected by significant seasonal or cyclical fluctuations.

5. 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 period ended 30 June 2015.

6. Changes in estimates

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

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
7. Segmental Information

OPERATING SEGMENTS	REVENUE		PROFIT BEFORE TAX	
	3 months ended	6 months ended	3 months ended	6 months ended
	30.06.2015	30.06.2015	30.06.2015	30.06.2015
	RM'000	RM'000	RM'000	RM'000
Maintenance	156,057	250,838	19,233	36,344
Construction	52,729	122,744	6,906	12,525
Property Development	30,061	55,080	5,065	7,651
Engineering Services	17,065	35,478	868	3,081
Trading & Manufacturing	28,920	64,781	698	1,459
Education	13,658	28,167	730	99
Others & Eliminations	11,948	(27,594)	(1,078)	(1,889)
GROUP	310,438	529,494	32,422	59,270

8. Valuation of property, plant and equipment

The Group did not carry out any valuation on property, plant and equipment during the current quarter under review.

9. Subsequent events

There was no event subsequent to the end of the current quarter up to 19 August 2015, being the last practicable date from the date of the issue of this report that are expected to have a material impact on the Group.

10. Changes in Composition of the Group

There was no material changes in the composition of the Group during the financial period ended 30 June 2015.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
11. Contingent Liabilities

The changes in contingent liabilities are as follows:

	<u>As at</u> <u>30.06.2015</u> (RM'000)	<u>As at</u> <u>31.12.2014</u> (RM'000)
Guarantees given to financial institutions in respect of credit facilities granted to subsidiary companies	276,832	179,769
Corporate guarantees given to suppliers for credit facilities granted to subsidiary companies	21,650	33,800
Guarantee given to Government of Malaysia for repayment of advance payment	8,700	8,700
Guarantee given to Government of Malaysia for performance bond for services rendered	2,751	3,106
Performance guarantee extended to third parties	<u>8,081</u>	<u>8,081</u>

12. Capital Commitments

	<u>As at</u> <u>30.06.2015</u> RM'000
Approved and contracted for	681
Approved but not contracted for	<u>2,738</u>
	<u><u>3,419</u></u>

13. Dividend

- (i) In respect of the financial year ending 31 December 2015, the Board of Directors on 27 May 2015 declared an interim dividends of 4 sen net per ordinary shares amounted to RM13.373 million. The dividend was paid on 1 July 2015.
- (ii) In respect of the financial year ended 31 December 2014, the dividend was paid as follow:

	RM'000
Interim dividend of 5 sen net per ordinary share paid on 1 January 2015	<u>16,763</u>

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APP'X 9B OF THE MAIN MARKET LISTING REQUIREMENT OF BURSA MALAYSIA SECURITIES BERHAD
14. Analysis of Unaudited Performance of the Group by Operating Segment

During the quarter ended 30 June 2015, the Group recorded RM529.5 million of revenue, an improvement of 51.9% over the preceding year corresponding quarter of RM348.7 million. The improvement was contributed mainly from maintenance, construction and property development segment.

Profit after taxation attributable to the Group also reported a growth of 15.3%, an increase from RM26.8 million to RM30.9 million. The increase was mainly contributed from construction division.

Analysis of segmental results is as follows:

i) Maintenance

	Qtr ended 30.06.2015 RM'000	Qtr ended 30.06.2014 RM'000	Y-T-D ended 30.06.2015 RM'000	Y-T-D ended 30.06.2014 RM'000
Revenue	156,057	92,013	250,838	142,799
Profit Before Tax ("PBT")	19,233	19,078	36,344	35,810

Maintenance segment recorded an increase in revenue by 76% due to periodic maintenance works awarded resulting from the natural disaster in the east coast of Malaysia. However, the PBT increase marginally by 1% mainly due to periodic works with emergency in nature yield a lower profit margin compared to regular routine works.

ii) Construction

	Qtr ended 30.06.2015 RM'000	Qtr ended 30.06.2014 RM'000	Y-T-D ended 30.06.2015 RM'000	Y-T-D ended 30.06.2014 RM'000
Revenue	52,729	23,757	122,744	52,323
Profit Before Tax ("PBT")	6,906	1,690	12,525	4,132

Construction revenue and PBT increase more than 100% mainly due to contribution from the 'Perumahan Penjawat Awam 1Malaysia' project which commenced in the third quarter of 2014. As at the current quarter, the project was 32% completed.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
iii) Property Development

	Qtr ended 30.06.2015 RM'000	Qtr ended 30.06.2014 RM'000	Y-T-D ended 30.06.2015 RM'000	Y-T-D ended 30.06.2014 RM'000
Revenue	30,061	21,797	55,080	43,039
Profit Before Tax ("PBT")	5,065	2,454	7,651	6,716

Revenue and PBT from property development segment increase by 28% and 14% respectively, mainly contributed from the Group's mix development projects, De Centrum Phase 1 and Phase 2A.

As at 30 June 2015, Phase 1 was 76% completed and Phase 2A was 21% completed.

iv) Engineering Services

	Qtr ended 30.06.2015 RM'000	Qtr ended 30.06.2014 RM'000	Y-T-D ended 30.06.2015 RM'000	Y-T-D ended 30.06.2014 RM'000
Revenue	17,065	26,880	35,478	37,872
Profit Before Tax ("PBT")	868	3,347	3,081	5,571

Revenue and PBT decrease by 6% and 45% respectively due to lesser geotechnical works awarded in the current year.

v) Trading and Manufacturing

	Qtr ended 30.06.2015 RM'000	Qtr ended 30.06.2014 RM'000	Y-T-D ended 30.06.2015 RM'000	Y-T-D ended 30.06.2014 RM'000
Revenue	28,920	32,975	64,781	65,720
Profit Before Tax ("PBT")	698	538	1,459	1,671

Turnover and PBT for this segment decline by 1% and 13% respectively as compared to the same quarter preceding year due to lower demand for bitumen products and pavement materials.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
vi) Education

	Qtr ended 30.06.2015 RM'000	Qtr ended 30.06.2014 RM'000	Y-T-D ended 30.06.2015 RM'000	Y-T-D ended 30.06.2014 RM'000
Revenue	13,658	14,642	28,167	26,874
Profit Before Tax	730	1,666	99	1,127

Infrastructure University Kuala Lumpur (IUKL) recorded a higher revenue of 5% due to higher students number compared to the same period of the preceding year. However, the PBT decrease mainly due to higher direct costs.

The students population as at the end of the current quarter stood at 3,819.

15. Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter

There were no material changes in the current quarter as compared to the preceding quarter.

16. Commentary on Prospects

Maintenance segment is expected to contribute steadily to Group's revenue and profits for 2015.

The revenue and profit from construction segment are mainly from the 'Perumahan Penjawat Awam 1Malaysia (PPA1M)' project, which is expected to be completed in 2017.

The De Centrum Phase 1 is expected to be completed by year end whereby full profit will be recognised in 2015. The Property Development segment will continue to contribute revenue and profits through its existing De Centrum Phase 2A and the up-coming De Centrum Phase 2B, which is expected to be launched in the third quarter.

The Group will also continue to explore other business opportunities, both locally and internationally, to further enhance the shareholders' value.

Barring unforeseen circumstances, the Board of Directors is cautiously optimistic that the Group will continue to improve its overall performance in 2015.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
17. Profit Forecast or Profit Guarantee

Not applicable.

18. Taxation

Taxation represents current period provision.

The effective tax rate for the current quarter was higher than the statutory tax rate principally due to losses of certain subsidiary companies that cannot be offset against taxable profits made by the other subsidiaries and non-allowable expenses incurred.

19. Profit after Taxation

	<u>Current</u> <u>Period To Date</u> <u>30.06.2015</u>	<u>Corresponding</u> <u>Period To Date</u> <u>30.06.2014</u>
	RM'000	RM'000
Profit for the financial period is arrived at after (crediting) / charging:		
Unrealised gain on foreign exchange	(261)	(2,665)
Depreciation of property, plant and equipment	6,850	6,986
Loss/(Gain) on disposal of property, plant and equipment	6	(102)
Interest expense	2,851	1,527
Interest income	(944)	(1,393)
Other income including investment income	<u>(6,200)</u>	<u>(3,882)</u>

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
20. Corporate Proposals

There was no corporate proposal announced but not completed in the current quarter up to 19 August 2015, being the last practicable date from the date of the issue of this report.

21. Borrowings and Debt Securities

	<u>As at</u> <u>30.06.2015</u> RM'000	<u>As at</u> <u>31.12.2014</u> RM'000
Secured :		
Short term borrowings	72,785	75,081
Long term borrowings	144,085	92,732
Bank overdrafts	14,853	19,235
Total borrowings	<u>231,723</u>	<u>187,048</u>

There is no borrowing denominated in foreign currency.

22. Share Capital

There is no movement in share capital during the financial period.

23. Treasury Shares

	Average Price (RM)	RM'000
As at 1 January 2015		3
Purchase of 935,000 units	1.67	1,566
As at 30 June 2015		<u>1,569</u>

24. Cash and Bank Balances

Included in cash and bank balances of the Group is a sum of RM17.2 million (2014: RM2.47 million) held under a Housing Development Account pursuant to Section 7A of the Housing Developer (Control & Licensing) Act 1966.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

25. Off Balance Sheet Financial Instruments

The Group does not have any off balance sheet financial instruments as at the date of this announcement.

26. Material Litigations

Other than stated below, there were no changes in material litigation since the last annual balance sheet date:

- (i) *Protasco Berhad v PT Anglo Slavic Utama ("1st Defendant"), Tey Por Yee ("2nd Defendant") and Ooi Kok Aun ("3rd Defendant")*

On 28 December 2012, the Company entered into a conditional Sale and Purchase Agreement ("Conditional SPA") with PT Anglo Slavic Utama ("PT ASU") to acquire 95,000,000 ordinary shares of IDR1,000 each in PT Anglo Slavic Indonesia ("PT ASI"), representing 76% equity interest in PT ASI for a proposed purchase consideration of USD55 million.

PT ASI holds 95% equity interest in PT Firman Andalan Sakti ("PT FAS") which in turn holds 70% equity interest in PT Hase Bumou Aceh ("PT Haseba") ("PT ASI Group"). PT Haseba has a 10 year production management partnership agreement ("PMP Agreement") with PT Pertamina (PERSERO) ("Pertamina") to develop and to produce oil and gas in the Kuala Simpang Timur Field ("KST Field") from 14 December 2004.

On 29 January 2014, the Company entered into an amended and restated Sale and Purchase Agreement ("Restated SPA") with PT ASU to amend, vary and restate, in its entirety, the Conditional SPA. With the execution of the Restated SPA, the Company acquired 78,750,000 ordinary shares of IDR1,000 each in PT ASI representing 63% equity interest in PT ASI from PT ASU for a total purchase consideration of USD22.0 million (RM68,393,170). The purchase consideration was paid by off-setting the deposit of RM50.0 million and the balance was paid by cash.

The Restated SPA is subject to, amongst others, the following Conditions Subsequent to the completion of the Restated SPA within 6 months from the date of the Restated SPA (Conditional Period):-

- (i) Consent of Pertamina;
- (ii) Extension of the PMP Agreement for a further ten (10) year period; and
- (iii) Issuance of SKT Migas licence by the Ministry of Energy and Mineral Resources' General of Oil and Gas Indonesia to PT Haseba.

In January 2014, the Company paid the balance of purchase consideration of RM18,393,170 to PT ASU. The Company also made an advance of RM16,250,000 for the working capital of PT ASI.

The total purchase consideration paid to PT ASU and advance made to PT ASI amounted to RM84,643,170.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

26. Material Litigations (Cont'd)

- (i) *Protasco Berhad v PT Anglo Slavic Utama* (“1st Defendant”), *Tey Por Yee* (“2nd Defendant”) and *Ooi Kok Aun* (“3rd Defendant”) (cont'd)

On 5 August 2014, the Company announced that the Conditions Subsequent pursuant to the completion of Restated SPA had not been fulfilled by PT ASU within the Condition Period and accordingly, the Restated SPA lapsed on 28 July 2014. The Company terminated the Restated SPA on 4 August 2014.

On 22 September 2014, the Company filed a legal suit against PT ASU and two former directors of the Company for the refund of the purchase consideration and advance.

The total amount claimed against PT ASU and the two former directors (“Defendants”) are as follows:

Against PT ASU

- i. A payment of USD22 million;
- ii. Pre-judgement interest on USD22 million pursuant to Section 11 of the Civil Law Act 1956 from the date of the suit until the date of judgement at an interest rate of 5% per annum;
- iii. Post judgement interest on USD22 million pursuant to Order 42 Rule 12 of the Rules of Court 2012 from the date of judgement until full and final settlement thereof at an interest rate of 5% per annum; and
- iv. Damages for the breach of the Restated SPA.

Against two former directors

- i. A payment of USD27 million (including an advance of USD5.0 million to PT ASI for the purpose of exploration, wells re-activation and/or construction of wells);
- ii. Pre-judgement interest on USD27 million pursuant to Section 11 of the Civil Law Act 1956 from the date of the suit until the date of judgement at an interest rate of 5% per annum;
- iii. Post judgement interest on USD27 million pursuant to Order 42 Rule 12 of the Rules of Court 2012 from the date of judgement until full and final settlement thereof at an interest rate of 5% per annum;
- iv. Damages for fraud and conspiracy; and
- v. General damages, aggravated and exemplary.

On 3 October 2014, the Court has directed the 2nd Defendant and the 3rd Defendant to enter appearance by 16 October 2014 and to file their Statement of Defence by 30 October 2014. The 2nd Defendant and the 3rd Defendant had, on 28th October filed their Statement of Defence. The 1st Defendant has entered its appearance on 10 October 2014.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

26. Material Litigations (Cont'd)

- (i) *Protasco Berhad v PT Anglo Slavic Utama ("1st Defendant"), Tey Por Yee ("2nd Defendant") and Ooi Kok Aun ("3rd Defendant") (cont'd)*

As an update:

Stay of Proceeding

The Defendants have filed an application for a Stay of Proceeding and refer the Suit to Arbitration pursuant to Clause 21.3 of the Restated SPA. The 1st Defendant's application for stay has been dismissed by the Court on 11 August 2015. The 1st Defendant informed the Court that it will appeal and the Company objected to stay application by the 1st Defendant. Hearing fixed on 1 October 2015. The 2nd and 3rd Defendants application for stay has been fixed for hearing on 2 October 2015.

Contempt Proceeding

PB has filed an application for Contempt of Court against the 2nd and 3rd Defendant and one Mr. Gideon Tan from Messrs. Gideon Tan Razali Zaini, Advocates & Solicitors, the previous Solicitor for the 2nd and 3rd Defendant for attempted to pervert and or obstruct the course of justice by interfering with the evidence of a key witness of PB in this Suit. The Defendants and Gideon Tan have filed an application to set aside the contempt proceeding. It has been fixed for Case Management on 27 October 2015.

Bank Account Discovery Proceeding

PB has filed an application for discovery (to inspect and make copies) of the bank account records of the 1st Defendant and few other companies related to this Suit in accordance with Section 6 and/or Section 7 of Bankers' Book (Evidence) Act 1949 and/or in accordance with the inherent power of the Court under Order 92 Rule 4 of the Rules of Court 2012. Such inspection and copies of the records shall be used as evidence to prove that PB had been made a victim of deception and fraud by the defendants. The Case Management held on 18 August 2015 was vacated.

Full Trial

The Court has vacated 1 October to 2 October 2015 for the Full Trial of this Suit and will fix the next trial dates during the hearing on 1 October 2015.

Notwithstanding the above litigation, the purchase consideration paid and advance made amounting to RM68,393,170 and RM16,250,000 respectively have been fully impaired in the previous financial year.

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26. Material Litigations (Cont'd)

(ii) Kingdom Seekers Ventures Sdn Bhd v Protasco Berhad and 7 others

PB had on 28 October 2014, been served with a derivative action by Kingdom Seekers Ventures Sdn Bhd ("Kingdom Seekers") suing in a representative capacity for and on behalf of PB and/or for the benefit of PB. PB is named as the 7th Defendant by virtue of the representative claim.

Kingdom Seekers has alleged that Dato' Sri Chong Ket Pen has purportedly received financial gains through RS Maha Niaga Sdn Bhd, a company purportedly under the control and/or the alter ego of Dato' Sri Chong Ket Pen, from PB's oil and gas dealings with an Indonesian party, PT Anglo Slavic Utama and from PB's wholly owned subsidiary namely, Protasco Trading Sdn Bhd's ("PTSB") coal/bitumen dealings with another Indonesian party, PT Goldchild Integritas Abadi ("Goldchild").

Kingdom Seekers is a company controlled by one of PB's former director, namely Mr. Tey Por Yee and is a substantial shareholder of PB.

As an update:

- i. Defence – PB has filed its Defence on 2 December 2014.
- ii. Striking Out Proceeding – PB has on 22 January 2015 filed an application to strike out the Suit. The Court has, on 21 April 2015 allowed PB'S and 7 others' application to strike out the Suit with costs of RM15,000.00 each.
- iii. Appeal - Kingdom Seekers has served a notice of appeal dated 27 April 2015 appealing against the decision delivered by the High Court on 21 April 2015. The Hearing of the Appeal is fixed on 21 October 2015.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015

26. Material Litigations (Cont'd)

(iii) Protasco Trading Sdn Bhd vs PT Goldchild Integritas Abadi and Ooi Kock Aun

Protasco Trading Sdn Bhd ("PTSB"), a wholly owned subsidiary of the Company, had entered into an agreement dated 4 February 2013 ("the Agreement") to undertake coal trades with PT Goldchild Integritas Abadi ("Goldchild").

Pursuant to the terms of the Agreement and to facilitate coal purchases, a deposit ("Deposit") of USD5,161,290 or approximately RM16,000,000 was paid by PTSB to Goldchild on 4 February 2013. The Deposit is to be deducted in stages against future coal trades.

On 19 July 2013, PTSB entered into a Coal Stockpile Joint Venture Agreement with Goldchild to provide a sum of not exceeding USD900,000 or approximately RM2,904,000 for the purpose of the joint venture to purchase coal in Indonesia and resell the coal to potential buyers, subject to such terms and conditions as stipulated in the Coal Stockpile Joint Venture Agreement.

On 22 September 2014, the Company filed a legal suit against Goldchild and one of the former directors when the Company uncovered that the former director has an undisclosed interest in Goldchild.

As an update:

Defence

Ooi Kock Aun has filed its Defence on 14 January 2015.

Reply to Defence

PTSB has filed its Reply to Ooi Kock Aun's Defence on 29 January 2015.

Writ of Summons on Goldchild

PTSB has served the Writ to Goldchild and they have entered Appearance on 12 April 2015.

Striking Out Application

Ooi Kock Aun has filed the application on 5 March 2015. It has been fixed for Case Management on 3 September 2015.

Stay of Proceeding

Goldchild had on 8 May 2015 filed an application to stay this legal proceedings pending arbitration. It has been fixed for Case Management on 3 September 2015.

Full Trial

The Court has fixed 28 and 29 September 2015 for the Full Trial of this Suit.

Notwithstanding the above litigation, the coal trade deposits made to Goldchild amounted to RM18,904,000 had been fully impaired in the previous financial year.

INTERIM REPORT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2015
27. Earnings Per Share

	<u>3 months</u> <u>ended</u> 30.06.2015	<u>6 months</u> <u>ended</u> 30.06.2015
Net profit attributable to ordinary shareholders (RM'000)	17,751	30,857
Weighted average number of ordinary shares in issue less Treasury Shares ('000)	334,335	332,795
Basic earnings per share (sen)	5.31	9.27

28. Realised and unrealised retained profit

	Unaudited As at 30.06.2015 RM'000	Audited As at 31.12.2014 RM'000
Total retained profits		
- Realised	222,044	205,770
- Unrealised	(9,283)	(9,598)
	<u>212,761</u>	<u>196,172</u>
Total share of retained profits of associates	(64)	(64)
Less : Consolidation adjustments	(101,043)	(101,938)
Total Group Retained Profits	<u><u>111,654</u></u>	<u><u>94,170</u></u>

29. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with the resolution of the directors on 26 August 2015.