

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2015

ASSETS	As at 30-Sept-15 (Unaudited) RM'000	As at 31-Dec-14 (Audited) RM'000
Non-current assets		
Property, plant and equipment	108,969	101,999
Investment in associates	13,061	12,035
Investment massociates	1,447	2,613
Intangible assets	7,766	7,723
Deferred tax assets	1,741	1,895
	132,984	126,265
Current assets	152,704	120,205
Inventories	163,570	143,566
Trade and other receivables	116,041	116,085
Tax recoverable	93	235
Cash and bank balances	30,597	44,685
	310,301	304,571
TOTAL ASSETS	443,285	430,836
EQUITY AND LIABILITIES		
Equity Share conital	61 201	64 201
Share capital Share premium	64,281 12,454	64,281 12,454
Treasury shares	(9,141)	(7,729)
Irredeemable Convertible Unsecured Loan Stock	26,493	25,253
("ICULS") equity	20,495	25,255
Other reserves	9,444	2,037
Retained earnings	132,581	127,978
Total equity attributable to owners of the parent	236,112	224,274
Non-controlling interests	27,384	26,915
Total equity	263,496	251,189
i otal oquity	200,100	
Non-current liabilities		
ICULS liability	4,645	6,193
Bank borrowings	19,334	21,925
Deferred tax liabilities	370	425
	24,349	28,543
Current liabilities		
Trade and other payables	45,757	40,236
Bank borrowings	109,636	109,023
Tax payable	47	1,845
	155,440	151,104
Total liabilities	179,789	179,647
TOTAL EQUITY AND LIABILITIES	443,285	430,836

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.



# **INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015**

# CONDENSED CONSOLIDATED INCOME STATEMENTS FOR NINE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

	Current quarter 3 months ended 30 September		Cumulati 9 month 30 Sept	
	2015 RM '000	2014 RM '000	2015 RM '000	2014 RM '000
Revenue	57,886	56,086	174,179	178,516
Operating expenses	(51,341)	(49,892)	(150,290)	(149,703)
Other income	12	1,451	769	2,003
Operating profit	6,557	7,645	24,658	30,816
Interest expense	(3,301)	(2,876)	(9,363)	(7,422)
Interest income	47	34	457	265
Share of results of associates	322	(117)	298	19
Profit before tax	3,625	4,686	16,050	23,678
Tax expense	(1,087)	(1,088)	(4,447)	(6,148)
Profit for the period	2,538	3,598	11,603	17,530
Profit attributable to:				
Owners of the parent	2,294	4,307	9,933	14,458
Non-controlling interests	244	(709)	1,670	3,072
Profit for the period	2,538	3,598	11,603	17,530
Earnings per share (EPS) attributable to owners of the parent (sen):				
Basic EPS	1.94	3.58	8.36	12.02
Diluted EPS	N/A	2.38	N/A	8.00

The condensed consolidated income statements 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.



# **INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015**

## CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

	Current quarter 3 months ended 30 September		Cumulati 9 month 30 Sept	
	2015 RM '000	2014 RM '000	2015 RM '000	2014 RM '000
Profit for the period	2,538	3,598	11,603	17,530
Other comprehensive income / (expenses), net of tax:				
Currency translation differences arising from consolidation	6,913	182	7,577	(490)
Fair value movements on available for sale investments	-	(16)	(170)	(294)
Total comprehensive income for the period	9,451	3,764	19,010	16,746
Total comprehensive income attributable to:				
Owners of the parent	0.207	4 472	17.240	12 (74
Non-controlling interests	9,207	4,473	17,340	13,674
	244	(709)	1,670	3,072
	9,451	3,764	19,010	16,746

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.



# **INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015**

## CONDENSED CONSOLIDATED CASH FLOW STATEMENTS FOR NINE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

	9 mont	tive quarter ths ended ptember
	2015	2014
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES	16050	<b>22</b> (50)
Profit before tax	16,050	23,678
Adjustments for:	17 973	10.010
Non-cash items and non-operating items	17,872 32,922	10,910
Operating profit before working capital changes Inventories	(20,004)	34,588 (8,884)
Receivables	(20,004)	(17,501)
Payables	5,521	8,942
Cash generated from operating activities	19,483	17,148
Interest paid	(9,363)	(7,422)
Net of tax paid	(6,312)	(4,289)
Net cash generated from operating activities	3,808	5,437
CASH FLOWS FROM INVESTING ACTIVITIES		
Additional of intangible assets	(43)	(58)
Additional investment in subsidiaries and associates	(549)	(5)
Dividend received	84	47
Interest received	457	265
Net of purchase and disposal of investment securities	(3)	(322)
Net of purchase and disposal of property, plant and equipment	(6,075)	(20,842)
Net cash used in investing activities	(6,129)	(20,915)
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends paid	(6,633)	(7,605)
Net of repurchase and disposal of treasury shares	(1,412)	160
Net changes in bank borrowings	(5,710)	12,398
Proceed from shares issued to non-controlling interest	262	197
Net cash (used in)/from financing activities	(13,493)	5,150
NET DECREASE IN CASH AND CASH EQUIVALENTS	(15,814)	(10,328)
CASH AND CASH EQUIVALENTS AT BEGINNING OF FINANCIAL PERIOD	38,243	32,625
Effect of foreign exchange rates changes	4,621	2,918
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD	27,050	25,215
CASH AND CASH EQUIVALENTS COMPRISED THE FOLLOWING:		
Cash and bank balances	30,597	30,581
Overdrafts	(3,547)	(5,366)
	27,050	25,215

The condensed consolidated cash flow statements 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.



## CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR NINE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

					Non-Di	stributable -			Distributabl	e		
					Attributa	ble to owner	s of the parent					
(RM'000)	-	premium	Treasury shares	ICULS equity	Warrant reserve	Capital reserve	Exchange fluctuation reserve	Fair value reserve	Retained earnings	Total	Non- controlling interests	Total equity
Balance as at 1 January 2014	66,781	13,459	(9,876)	24,014	20,946	(20,054)	(1,725)	444	119,892	213,881	24,938	238,819
Cancellation of treasury shares	(2,500)	(1,257)	3,757	-	-	-	-	-	-	-	-	-
Purchase of treasury shares	-	-	(315)	-	-	-	-	-	-	(315)	-	(315)
Disposal of treasury shares	-	252	223	-	-	-	-	-	-	475	-	475
Changes in equity interest	-	-	-	-	-	-	-	-	-	-	197	197
Transfer from ICULS liability	-	-	-	620	-	-	-	-	-	620	-	620
Dividend paid	-	-	-	-	-	-	-	-	(7,213)	(7,213)	(392)	(7,605)
Total comprehensive income for the period	-	-	-	-	-	-	(490)	(294)	14,458	13,674	3,072	16,746
Balance as at 30 September 2014	64,281	12,454	(6,211)	24,634	20,946	(20,054)	(2,215)	150	127,137	221,122	27,815	248,937
Balance as at 1 January 2015	64,281	12,454	(7,729)	25,253	20,946	(20,054)	810	335	127,978	224,274	26,915	251,189
Purchase of treasury shares	-	-	(1,412)	-	-	-	-	-	-	(1,412)	-	(1,412)
Changes in equity interest	-	-	-	-	-	-	-	-	-	-	102	102
Transfer from ICULS liability	-	-	-	1,240	-	-	-	-	-	1,240	-	1,240
Dividends paid	-	-	-	-	-	-	-	-	(5,330)	(5,330)	(1,303)	(6,633)
Total comprehensive income for the period	-	-	-	-	-	-	7,577	(170)	9,933	17,340	1,670	19,010
Balance as at 30 September 2015	64,281	12,454	(9,141)	26,493	20,946	(20,054)	8,387	165	132,581	236,112	27,384	263,496

The condensed consolidated statements 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.



### NOTES TO THE INTERIM FINANCIAL REPORT - SELECTED EXPLANATORY NOTES UNDER MALAYSIAN FINANCIAL REPORTING STANDARD ("MFRS") 134 – INTERIM FINANCIAL REPORTING

#### A1 Basis of preparation

The interim financial statements are unaudited and have been prepared in compliance with MFRS 134, Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2014. These 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 the financial position and performance of the Group since the year ended 31 December 2014.

#### A2 Significant Accounting Policies

The significant accounting policies and methods of computation adopted by the Group in these quarterly financial statements are consistent with those adopted in the most recent annual audited financial statements for the year ended 31 December 2014 save for the following MFRS which take effect from period on 1 January 2016, 1 January 2017 and 1 January 2018.

		Effective dates for financial periods beginning on or
MFRS	Description	after
MFRS 14	Regulatory Deferral Accounts	1 January 2016
Amendments to MFRS 11	Accounting for Acquisitions of Interest in Joint Operations	1 January 2016
Amendments to MFRS 116 and MFRS 138	Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to MFRS 127	Equity Method in Separate Financial Statements	1 January 2016
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2016
Amendments to MFRS 10, MFRS 12 and MFRS 128	Investment Entities: Applying the Consolidation Exception	1 January 2016
Annual Improvements to M	FRSs 2012-2014 Cycle	1 January 2016
MFRS 15	Revenue from Contracts with Customers	1 January 2017
MFRS 9	Financial Instruments (IMFRS 9 issued by IASB in July 2014)	1 January 2018

The Group is intending to adopt the above standards and interpretations, if applicable when they become effective.

The adoption of the above standards and interpretations do not have material impact to the financial statements of the Group upon their initial application.

### A3 Seasonal or cyclical factors

The Group performance is not materially affected by seasonal or cyclical factors.

#### A4 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 current quarter and financial period-to-date.



#### A5 Changes in estimates

There were no changes in estimates that have material effect in the current quarter and financial period-to-date results.

#### A6 Debt and equity securities

There were no issuances, resale and repayments of debt and equity securities during financial period ended 30 September 2015 save for shares buy back.

At the Annual General Meeting held on 15 June 2015, the Company's shareholders approved the renewal of authority to repurchase its own shares. During the financial period ended 30 September 2015, the Company repurchased of 977,900 own shares.

As at 30 September 2015, a total of 10,121,866 treasury shares, representing 7.87% of the issued and paid up share capital of the Company are being held as treasury shares and carried at cost at RM9.141 million.

## A7 Dividend paid

A first and final single tier dividend of 4.5 sen per share amounted RM5.330 million in respect of the financial year ended 31 December 2014 was paid on 23 July 2015.

## A8 Segment information

#### By business segment

	Valves, instruments and fittings RM'000	Electronic RM'000	Pumps RM'000	All others RM'000	Elimination RM'000	Total RM'000
Revenue from						
external customers	135,478	8,213	18,016	12,472	-	174,179
Inter-segment revenue	36,054	2,429	2,294	199	(40,976)	_
Total revenue	171,532	10,642	20,310	12,671	(40,976)	174,179
Segment results	24,909	(1,621)	1,682	930	-	25,900
Unallocated expenses Interest expense						(1,242) (9,363)
Interest income						457
Share of results of assoc	ciates					298
Profit before tax					-	16,050
Tax expense					_	(4,447)
Profit after tax						11,603
Non-controlling interests						
Profit attributable to ow	mers of the parer	nt for financia	l period en	ded 30 Sept	ember 2015	9,933

### A9 Material post balance sheet events

There was no material events subsequent to the end of the financial period ended 30 September 2015 as at the date of this report.

#### A10 Changes in the composition of the Group

There were no changes in the composition of the Group during the financial period ended 30 September 2015 save for the followings:-

## **INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015**

- On 16 March 2015, Multiplex Control & Engineering Services Pte. Ltd., a wholly owned subsidiary of the Company had disposed off 40,000 shares of SGD1.00 each representing 40% equity interest in All Torque Control Pte. Ltd. to Mr. Zhang ChengWan for a total consideration of SGD35,000 (equivalent to RM93,216) only.
- ii. On 05 May 2015, Unimech Capital Sdn. Bhd., a wholly owned subsidiary company of the Company had acquired 20,000 ordinary shares of RM1.00 each, representing 20% of the total issued and paid up share capital of Tri-Axis Technology (M) Sdn. Bhd. for a total cash consideration of RM160,000 from Mr. Vincent Ooi Teong Choon.
- iii. On 06 July 2015, Unimech Capital Sdn. Bhd., a wholly owned subsidiary company of the Company had disposed 14,700 ordinary shares of RM1.00 each, representing 49% of the total issued and paid up share capital of Uni Media Studio Sdn. Bhd. (formerly known as Luxurious Construction Sdn. Bhd.) to Mr. Chan Chee Keong and Mr. Foong Chee Keong for a total cash consideration of RM2.00.

On 06 July 2015, Unimech Venture Sdn. Bhd., a wholly owned subsidiary company of the Company had on acquired 72,200 ordinary shares of RM1.00 each, representing 19% of the total issued and paid up share capital of Unimech Engineering (Vietnam) Sdn. Bhd. for a total cash consideration of RM1.00 from Mr. Tan Wei Min.

#### A11 Changes in contingent liabilities or contingent assets

There were no material changes in the contingent liabilities for the Group since the last financial year ended 31 December 2014.

### A12 Capital commitments

No material capital commitment as at 30 September 2015.

### A13 Related party transactions

	9 months ended
Purchase of goods from a company in which the director of the Company has interests	<b>30-Sept-15</b> <b>RM'000</b> 21
Sale of goods to a company in which the director of the Company has interests	166



## NOTES TO THE INTERIM FINANCIAL REPORT - ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LISTING REQUIREMENTS

#### **B1** Review of performance for current quarter and financial period-to-date

#### Current quarter

The Group reported revenue of RM57.886 million for the current quarter ended 30 September 2015 which was RM1.800 million or 3.2% higher as compared to the preceding year corresponding quarter ended 30 September 2014 of RM56.086 million. Marginal increase in revenue reported in current quarter as compared to preceding year corresponding quarter was mainly contributed by higher demand on valves, fittings and instruments division in Malaysia market.

The Group recorded a profit before tax of RM3.625 million for the current quarter which was RM1.061 million or 22.6% lower as compared to the preceding year corresponding quarter of RM4.686 million. A lower profit before tax in current quarter was due mainly to higher expenses incurred and loss in foreign exchange.

#### Financial period-to-date

The Group reported revenue of RM174.179 million for the financial period ended 30 September 2015, representing a decrease of 2.4% as compared to previous financial period ended 30 September 2014 of RM178.516 million. The lower revenue was due mainly to slow demand in Indonesia and Singapore market amidst the uncertainty of global economies.

In tandem with the decrease in revenue couple with higher interest expenses and loss in foreign exchange, the profit before tax for financial period ended 30 September 2015 reduced by 32.2% to RM16.050 million as compared to last financial period ended 30 September 2014 of RM23.678 million.

### B2 Comparison with preceding quarter's results

The revenue and profit before tax for the current quarter and preceding quarter are summarised as follows:

	3 months ended 30-Sept-15	3 months ended 30-Jun-15	Variance		
	RM'000	RM'000	RM'000	%	
Revenue	57,886	55,652	2,234	4.0%	
Profit before tax	3,625	5,496	(1,871)	(34.0%)	

The revenue for the current quarter ended 30 September 2015 increased by 4.0% as compared to preceding quarter. Marginal increase in revenue reported in current quarter as compared to preceding quarter was due mainly to soft demand in second quarter of the year in particular in Malaysia market. Profit before tax decreased by 34.0% which was due mainly to higher expenses incurred couple with loss in foreign exchange.

## B3 Commentary on prospects for 2015

2015 will likely remains challenging as there is remain uncertainty which is the greatest threat to the world economy at the present with the fall in worldwide crude oil price, escalation of costs due to inflation, volatility of global steel price and fluctuation of exchange rates. Although the global economic conditions are challenging, it is still expected to continue growing, albeit at a moderate pace. Barring a drastic change in the global economic conditions, the Group's core business is not expected to be significantly affected. The Group will remain focus and continue with its competitive strategies to strengthen and grow further on its own brands to enhance its market positioning and concentrate on improving its operations efficiency to further enhance its competitiveness.

Taking into consideration the abovementioned factors and subject to the global economic conditions, the Board of Directors expect the performance for the remaining quarter in financial year ending 31 December 2015 will be consistent to the earlier quarters of the year.



#### **B4 Profit forecast**

Not applicable as no profit forecast was published.

#### **B5** Income tax expense

	Current	Cumulative
	quarter	quarter
	3 months	9 months
	ended	ended
	30-Sept-15	30-Sept-15
	RM'000	RM'000
Current period provision	1,102	4,502
Deferred tax	(15)	(55)
	1,087	4,447

The effective tax rate for current quarter and the cumulative quarter are higher than the statutory tax rate were due principally to losses of certain subsidiary companies cannot be used to offset against profit of other companies in the Group.

#### B6 Status of corporate proposals and status of utilisation of proceeds raised

- a. There was no corporate proposal being carried out during the year under review.
- b. Status of utilisation of Proceeds

The renounceable rights issue ("Rights Issue") of 5-year 5.00% Irredeemable Convertible Unsecured Loan Stock ("ICULS") 2013/2018 together with free detachable Warrants ("Rights Issue of ICULS with Warrants") was completed on 25 September 2013. As at date of this report, the status of utilisation of the proceeds raised from the Rights Issue is as follows:-

	Purpose of utilization	Estimated timeframe for utilisation from date of listing	Proposed utilisation RM'000	Actual utilisation RM'000	Deviation RM'000
i.	Purchase of machineries & equipment	24 months	2,000	2,000	- #
ii.	Working capital	24 months	11,817	10,817	1,000 #
iii.	Repayment of bank borrowings	12 months	15,740	15,740	-
iv.	Estimated expenses in relation to the Rights Issue	1 month	(650)	650	-
	Total		30,207	29,207	1,000

<sup>#</sup> On 29 September 2015, the Board has resolved to reallocate the excess of RM1.00 million from purchase of machineries and equipment to be utilised for working capital to purchase valves and fittings for oil and gas market in Malaysia.

# **INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015**

## **B7** Group borrowings and debt securities

Total Group borrowings as at 30 September 2015 are as follows:

	Ringgit Malaysia RM'000	Singapore Dollar RM'000	Indonesia Rupiah RM'000	Thai Bath RM'000	Chinese Yuan RM"000	Total RM'000
Current						
Secured borrowings	12,421	357	2,513	3,544	1,008	19,843
Unsecured borrowings	50,402	-	39,391	-	-	89,793
-	62,823	357	41,904	3,544	1,008	109,636
Non-current						
Secured borrowings	13,584	651	4,999	-	100	19,334
Unsecured borrowings	-	-	-	-	-	-
	13,584	651	4,999	-	100	19,334
Total borrowings	76,407	1,008	46,903	3,544	1,108	128,970

## **B8** Off balance sheet financial instruments

There were no financial instruments with off balance sheet risk as at the date of this report.

## **B9** Changes in material litigation

The Group is not engaged in any material litigation as at the date of this report.

## B10 Dividend

No interim dividend has been declared for the financial period ended 30 September 2015.



## B11 Earnings per share ("EPS")

#### **Basic EPS**

The basic EPS had been calculated by diving the Group's profit for the period attributable to owner of the parent by the weighted average number of shares in issue.

	Current quarter	Cumulative quarter
	3 months	9 months
	ended	ended
Profit for the period (RM'000)	<b>30-Sept-15</b> 2,538	<b>30-Sept-15</b> 11,603
Profit attributable to non-controlling interests (RM'000)	(244)	(1,670)
Profit attributable to owners of the parent (RM'000)	2,294	9,933
Weighted average number of ordinary shares in issue ('000)	118,439	118,805
Basic EPS (sen)	1.94	8.36

#### **Diluted EPS**

The diluted EPS is not calculated due to anti-dilutive effect as exercise price of the Warrants was higher than the market price of the ordinary shares as at 30 September 2015.

#### B12 Auditors' report on preceding annual financial statements

The auditors' report of the annual financial statements for the financial year ended 31 December 2014 was not subject to any qualification.

## **B13** Notes to Condensed Consolidated Income Statements

	Current quarter 3 months ended 30-Sept-15 RM'000	Cumulative quarter 9 months ended 30-Sept-15 RM'000
Profit before tax is arrived at after charging/(crediting):-		
Allowance for diminution in investment securities	132	117
Depreciation & amortization	1,877	5,717
Dividend income	(19)	(84)
Gain on disposal of property, plant & equipment	-	(98)
Interest expense	3,301	9,363
Interest income	(47)	(457)
Loss on foreign exchange	1,211	4,443
Property, plant and equipment written off	6	96
Rental income	(22)	(77)



# **INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2015**

# B14 Breakdown of Realised and Unrealised Profits/Losses

	As at 30-Sept-15 (Unaudited) RM'000	As at 31-Dec-14 (Audited) RM'000
Total retained profits/(accumulated losses) of the Company and its subsidiaries:		
- Realised	168,798	169,055
- Unrealised	(13,784)	(13,296)
Total retained profits from associate companies:		
- Realised	4,894	4,596
- Unrealised	-	-
	159,908	160,355
Less: Consolidation Adjustments	(27,327)	(32,377)
Total group retained profits as per consolidated accounts	132,581	127,978

By order of the Board

Dato' Lim Cheah Chooi Chief Executive Officer

Dated this 30<sup>th</sup> November 2015