PENSONIC HOLDINGS BERHAD (300426-P) (Incorporated in Malaysia)

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE QUARTER ENDED 28 FEBRUARY 2013

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 28 FEBRUARY 2013 (Unaudited)

| | | Individual 28-Feb 2013 RM'000 | Quarter 29-Feb 2012 RM'000 | Cumulativ 28-Feb 2013 RM'000 | e Quarter 29-Feb 2012 RM'000 |
|---|----|--|-------------------------------------|---------------------------------------|---------------------------------------|
| Revenue | 9 | 82,901 | 85,081 | 262,898 | 258,370 |
| Cost of sales | | (62,367) | (67,634) | (203,643) | (201,418) |
| Gross profit | | 20,534 | 17,447 | 59,255 | 56,952 |
| Other operating income Interest income | | 880 2 | 1,139 11 | 2,416 48 | 1,788 41 |
| Operating expenses | | (20,129) | (18,715) | (52,919) | (53,850) |
| Results from operating activities | | 1,287 | (118) | 8,800 | 4,931 |
| Finance costs | | (1,153) | (1,018) | (3,324) | (2,830) |
| Operating profit | | 134 | (1,136) | 5,476 | 2,101 |
| Share of profit of equity accounted associates | | - | - | - | - |
| Profit before tax | | 134 | (1,136) | 5,476 | 2,101 |
| Income tax expense | 21 | (30) | (5) | (43) | (40) |
| Profit for the period | 29 | 104 | (1,141) | 5,433 | 2,061 |
| Other comprehensive expense, net of tax Foreign currency translation differences | | (20) | (70) | 65 | (2) |
| Total comprehensive income for the period | | 84 | (1,211) | 5,498 | 2,059 |
| Profit attributable to: Shareholders of the Company Non-controlling interests | | 34 70 | (1,141) | 5,313 120 | 2,241 (180) |
| | | 104 | (1,141) | 5,433 | 2,061 |
| Total comprehensive income/(expense) attributable to: | | | | | |
| Shareholders of the Company Non-controlling interests | | 14 70 | (1,211) | 5,378 120 | 2,239 (180) |
| | | 84 | (1,211) | 5,498 | 2,059 |
| Basic earnings per ordinary share (sen) | | 0.04 | (1.23) | 5.74 | 2.42 |

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

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 28 FEBRUARY 2013 (*Unaudited*)

| | Note | Unaudited 28-Feb-13 RM'000 | Audited 31-May-12 RM'000 |
|--|------------------|----------------------------------|--------------------------------|
| ASSETS | | | |
| Property, plant and equipment Investment properties | | 61,907 508 | 56,995 514 |
| Investments in associates | | 227 | 227 |
| Intangible assets | | 1,028 | 1,026 |
| Deferred tax assets | | 1,245 | 1,245 |
| Total non-current assets | . _ - | 64,915 | 60,007 |
| Trade and other receivables | | 66,073 | 70,393 |
| Inventories | | 87,930 2,204 | 88,861 |
| Current tax assets Cash and cash equivalents | | 22,330 | 1,517 20,092 |
| Non-current assets held for sale | | - | 653 |
| Total current assets | - | 178,537 | 181,516 |
| TOTAL ASSETS | _ | 243,452 | 241,523 |
| EQUITY | | | |
| Share capital | | 46,310 | 46,310 |
| Reserves | | 43,343 | 39,181 |
| Total equity attributable to owners of the Company | _ | 89,653 | 85,491 |
| Non-controlling interests | | 48 | (192) |
| TOTAL EQUITY | | 89,701 | 85,299 |
| LIABILITIES | | | |
| Loans and borrowings | 25 | 15,099 | 10,482 |
| Deferred tax liabilities | | 988 | 705 |
| Total non-current liabilities | | 16,087 | 11,187 |
| Loans and borrowings | 25 | 93,927 | 95,655 |
| Trade and other payables | | 43,730 | 49,369 |
| Current tax liabilities | _ | 7 | 13 |
| Total current liabilities | | 137,664 | 145,037 |
| Total liabilities | | 153,751 | 156,224 |
| TOTAL EQUITY AND LIABILITIES | = | 243,452 | 241,523 |
| Net assets per share attributable to equity holders (RM) | | 0.97 | 0.92 |

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

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT 28 FEBRUARY 2013 (Unaudited)

| | ← Attributable to owners of the Company ← | | | | | | | | |
|---|---|----------------------------|----------------------------------|--|------------------------------|--------------------------------|-----------------|--|---------------------------|
| | ← Non- Distributable Reserve → Distributable | | | | | | | | |
| | Share capital RM'000 | Share premium RM'000 | Revaluation reserve RM'000 | Exchange translation Reserve RM'000 | Capital reserve RM'000 | Retained earnings RM'000 | Total RM'000 | Non- controlling interests RM'000 | Total Equity RM'000 |
| At 1 June 2011 | 46,310 | 21,361 | 387 | (61) | 4,488 | 24,474 | 96,959 | 180 | 97,139 |
| Effect of transition to MFRS | - | - | (387) | 61 | - | 326 | - | - | - |
| | 46,310 | 21,361 | - | - | 4,488 | 24,800 | 96,959 | 180 | 97,139 |
| Foreign currency translation differences Loss for the year | - | - | - | 363 | - | - (10,615) | 363 (10,615) | (372) | 363 (10,987) |
| Total comprehensive income/ (expense) for the year | - | - | - | 363 | - | (10,615) | (10,252) | (372) | (10,624) |
| Dividend to owners of the Company | - | - | - | - | - | (1,216) | (1,216) | - | (1,216) |
| At 31 May 2012 | 46,310 | 21,361 | - | 363 | 4,488 | 12,969 | 85,491 | (192) | 85,299 |
| At 1 June 2012 | 46,310 | 21,361 | 387 | 302 | 4,488 | 12,643 | 85,491 | (192) | 85,299 |
| Effect of transition to MFRS | - | - | (387) | 61 | - | 326 | - | - | - |
| | 46,310 | 21,361 | - | 363 | 4,488 | 12,969 | 85,491 | (192) | 85,299 |
| Foreign currency translation differences Profit for the period | - | - | - | 65 - | - | 5,313 | 65 5,313 | 120 | 65 5,433 |
| Total comprehensive income for the period | - | - | - | 65 | - | 5,313 | 5,378 | 120 | 5,498 |
| Dividend to owners of the Company Shares issued to non-controlling interests | - | - | - | - | - | (1,216) | (1,216) | 120 | (1,216) 120 |
| At 28 February 2013 | 46,310 | 21,361 | - | 428 | 4,488 | 17,066 | 89,653 | 48 | 89,701 |

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

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE QUARTER ENDED 28 FEBRUARY 2013 (Unaudited)

| Cash flows from operating activities 28-Feb-13 RN 1000 29-Feb-12 RN 1000 Profit before taxation 5,476 2,101 Adjustments for: 3,336 2,810 Depreciation of property, plant and equipment 3,336 2,810 Depreciation of property, plant and equipment written off 94 -2 Gain on disposal of non-current assets held for sale (1,638) -6 Gain on disposal of plant and equipment (23) (67) Interest income (48) (41) Operating profit before changes in working capital: 10,527 7,641 Changes in working capital: Inventories 966 38 Trade and other receivables 4,247 (2,865) Trade and other receivables 4,247 (2,865) Trade and other payables (5,482) (1,573) Income tax paid (451) (1,242) Net cash from operating activities 9,807 2,349 Cash flows used in investing activities 2,290 - Proceeds from disposal of non-current assets held for sales 2,290 - | (***************************** | 9 months ended | | |
|--|---|----------------|----------|--|
| Profit before taxation | | | | |
| Profit before taxation | Cash flows from operating activities | | | |
| Depreciation of property, plant and equipment 3,336 2,810 Depreciation of investment properties 6 8 Interest expense 3,324 2,830 Plant and equipment written off 94 Gain on disposal of non-current assets held for sale (1,638) - Gain on disposal of plant and equipment (23) (67) Interest income (48) (41) Operating profit before changes in working capital (10,527 7,641 Changes in working capital: | Profit before taxation | 5,476 | 2,101 | |
| Interest expense 3,324 2,830 Plant and equipment written off 94 | Depreciation of property, plant and equipment | | | |
| Plant and equipment written off | | 3,324 | 2,830 | |
| Gain on disposal of plant and equipment (23) (67) Interest income (48) (41) Operating profit before changes in working capital 10,527 7,641 Changes in working capital: | Plant and equipment written off | 94 | - | |
| Interest income | | | - | |
| Changes in working capital: 966 388 Trade and other receivables 4,247 (2,865) Trade and other receivables (5,482) (1,573) Cash generated from operations 10,258 3,591 Income tax paid (451) (1,242) Net cash from operating activities 9,807 2,349 Cash flows used in investing activities 2,290 - Proceeds from disposal of plant and equipment 134 93 Interest received 48 41 Purchase of property, plant and equipment (8,453) (10,864) Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities (5,981) (10,730) Cash flows from financing activities 33 (2,830) Drawdown of term loans 4,399 - Drawdown of sinance lease liabilities 178 238 Proceeds from issuance of shares to non-controlling interests 120 - Interest paid (3,324) (2,830) Repayment of term loans (2,113) (1,216)< | | . , | , , | |
| Inventories | Operating profit before changes in working capital | 10,527 | 7,641 | |
| Trade and other receivables Trade and other payables 4,247 (5,482) (1,573) (2,865) (5,482) (1,573) Cash generated from operations 10,258 3,591 3,591 Income tax paid (451) (1,242) (1,242) Net cash from operating activities 9,807 2,349 2,349 Cash flows used in investing activities 5,807 2,349 - Proceeds from disposal of non-current assets held for sales Proceeds from disposal of plant and equipment 134 93 134 93 134 93 Interest received 48 48 41 48 41 41 193 (10,864) Net cash used in investing activities (5,981) (10,730) (10,730) (23,90) - - Cash flows from financing activities 5(5,981) (10,730) -< | | | | |
| Trade and other payables (5,482) (1,573) Cash generated from operations 10,258 3,591 Income tax paid (451) (1,242) Net cash from operating activities 9,807 2,349 Cash flows used in investing activities 2,290 - Proceeds from disposal of non-current assets held for sales 2,290 - Proceeds from disposal of plant and equipment 134 93 Interest received 48 41 Purchase of property, plant and equipment (8,453) (10,864) Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities 5,981) (10,730) Cash flows from financing activities 4,399 - Drawdown of term loans 4,399 - Drawdown of finance lease liabilities 178 238 Proceeds from issuance of shares to non-controlling interests 120 - Interest paid (3,324) (2,830) Repayment of term loans (2,113) (1,769) Dividend paid (1,216) | | | | |
| Cash generated from operations 10,258 3,591 Income tax paid (451) (1,242) Net cash from operating activities 9,807 2,349 Cash flows used in investing activities 2,290 - Proceeds from disposal of non-current assets held for sales 2,290 - Proceeds from disposal of plant and equipment 134 93 Interest received 48 41 Purchase of property, plant and equipment (8,453) (10,864) Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities 4,399 - Drawdown of term loans 4,399 - Drawdown of finance lease liabilities 178 238 Proceeds from issuance of shares to non-controlling interests 120 - Interest paid (3,324) (2,830) Repayment of term loans (2,113) (1,769) Dividend paid (1,216) (1,216) (Repayment)/ drawdown of borrowings, net (200) 13,546 Repayment of finance lease liabilities (158) | | , | | |
| Net cash from operating activities 9,807 2,349 | Trade and other payables | (5,482) | (1,573) | |
| Net cash from operating activities 9,807 2,349 Cash flows used in investing activities Proceeds from disposal of non-current assets held for sales Proceeds from disposal of plant and equipment Interest received 4 48 48 41 134 93 93 Interest received Purchase of property, plant and equipment Purchase of property, plant and equipment (8,453) (10,864) (10,864) Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities 5 178 238 Drawdown of term loans Drawdown of finance lease liabilities Proceeds from issuance of shares to non-controlling interests Interest paid Repayment of term loans (2,113) (1,769) (2,133) (1,769) (2,830) Dividend paid Repaymently drawdown of borrowings, net Repaymently drawdown of borrowings, net (200) (13,546 (200) (13,546 (158) (113) Repayment of finance lease liabilities Placement of pledged fixed deposits (3) (165) (2,317) (7,691 (2,317) 7,691 Net cash (used in)/ from financing activities (2,317) 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) (26) (2) | Cash generated from operations | 10,258 | 3,591 | |
| Cash flows used in investing activities Proceeds from disposal of non-current assets held for sales 2,290 - Proceeds from disposal of plant and equipment 134 93 Interest received 48 41 Purchase of property, plant and equipment (8,453) (10,864) Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities 4,399 - Drawdown of term loans 4,399 - Drawdown of finance lease liabilities 178 238 Proceeds from issuance of shares to non-controlling interests 120 - Interest paid (3,324) (2,830) Repayment of term loans (2,113) (1,769) Dividend paid (1,216) (1,216) (1,216) (Repayment)/ drawdown of borrowings, net (200) 13,546 Repayment of finance lease liabilities (158) (113) Placement of pledged fixed deposits (3) (165) Net cash (used in)/ from financing activities 1,509 (690) Net increase/ (decrease) in cash | Income tax paid | (451) | (1,242) | |
| Proceeds from disposal of non-current assets held for sales Proceeds from disposal of plant and equipment Interest received Purchase of property, plant and equipment Net cash used in investing activities Cash flows from financing activities Cash flows from finance lease liabilities Drawdown of from issuance of shares to non-controlling interests Interest paid Repayment of term loans Dividend paid (Repayment) / drawdown of borrowings, net Repayment of finance lease liabilities Placement of pledged fixed deposits Net cash (used in) / from financing activities Cash and cash equivalents at beginning of period Cash and cash equivalents Cash and cash equivalen | Net cash from operating activities | 9,807 | 2,349 | |
| Proceeds from disposal of plant and equipment | Cash flows used in investing activities | | | |
| Interest received | Proceeds from disposal of non-current assets held for sales | 2,290 | - | |
| Purchase of property, plant and equipment (8,453) (10,864) Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities 4,399 - Drawdown of term loans 178 238 Proceeds from issuance of shares to non-controlling interests 120 - Interest paid (3,324) (2,830) Repayment of term loans (2,113) (1,769) Dividend paid (1,216) (1,216) (Repayment)/ drawdown of borrowings, net (200) 13,546 Repayment of finance lease liabilities (158) (113) Placement of pledged fixed deposits (3) (165) Net cash (used in)/ from financing activities (2,317) 7,691 Net increase/ (decrease) in cash and cash equivalents 1,509 (690) Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | | | | |
| Net cash used in investing activities (5,981) (10,730) Cash flows from financing activities Drawdown of term loans Drawdown of finance lease liabilities Proceeds from issuance of shares to non-controlling interests Interest paid (3,324) (2,830) Repayment of term loans (2,113) (1,769) Dividend paid (1,216) (1,216) (1,216) (Repayment)/ drawdown of borrowings, net (200) I3,546 Repayment of finance lease liabilities (158) (113) Placement of pledged fixed deposits (3) (165) Net cash (used in)/ from financing activities (2,317) 7,691 Net increase/ (decrease) in cash and cash equivalents 1,509 (690) Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | | | | |
| Cash flows from financing activities Drawdown of term loans Drawdown of finance lease liabilities Proceeds from issuance of shares to non-controlling interests Interest paid Repayment of term loans Dividend paid (Repayment)/ drawdown of borrowings, net Repayment of finance lease liabilities Repayment of pledged fixed deposits Net cash (used in)/ from financing activities Cash and cash equivalents at beginning of period Cash and cash equivalents Drawdown of term loans (2,830) (2,830) (2,113) (1,769) (1,216) (1,216) (1,216) (1,216) (1,216) (1,13) (158) (113) (165) Net cash (used in)/ from financing activities (2,317) T,691 Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | Purchase of property, plant and equipment | (8,453) | (10,864) | |
| Drawdown of term loans Drawdown of finance lease liabilities Proceeds from issuance of shares to non-controlling interests Interest paid Repayment of term loans Dividend paid (Repayment)/ drawdown of borrowings, net Repayment of finance lease liabilities Placement of pledged fixed deposits Net cash (used in)/ from financing activities Cash and cash equivalents at beginning of period Cash and cash equivalents (24,399 178 238 (2,830) (2,830) (1,769) (1,216) (1, | Net cash used in investing activities | (5,981) | (10,730) | |
| Drawdown of finance lease liabilities Proceeds from issuance of shares to non-controlling interests Interest paid Repayment of term loans Dividend paid (Repayment)/ drawdown of borrowings, net Repayment of finance lease liabilities Repayment of pledged fixed deposits Net cash (used in)/ from financing activities Cash and cash equivalents at beginning of period 178 120 120 120 12,830 (1,769) (1,216) (1,216) (1,216) (1,216) (1,216) (1,216) (158) (113) (165) Net cash (used in)/ from financing activities (2,317) 7,691 Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | S S S S S S S S S S S S S S S S S S S | | | |
| Proceeds from issuance of shares to non-controlling interests Interest paid Repayment of term loans Dividend paid (Repayment)/ drawdown of borrowings, net Repayment of finance lease liabilities Placement of pledged fixed deposits Net cash (used in)/ from financing activities Cash and cash equivalents at beginning of period Proceeds from issuance of shares to non-controlling interests (3,324) (2,830) (1,769) (1,216) (1,216) (1,216) (1,216) (158) (113) (165) Net cash (used in)/ from financing activities (2,317) 7,691 Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | | | - | |
| Interest paid Repayment of term loans Dividend paid (Repayment)/ drawdown of borrowings, net (Repayment of finance lease liabilities Repayment of pledged fixed deposits Net cash (used in)/ from financing activities Cash and cash equivalents at beginning of period Effect of exchange differences on cash and cash equivalents (2,830) (1,769) (1,769) (1,216 | | | 238 | |
| Repayment of term loans Dividend paid (Repayment)/ drawdown of borrowings, net Repayment of finance lease liabilities Placement of pledged fixed deposits Net cash (used in)/ from financing activities (2,113) (1,769) (1,216) (1,216) (200) 13,546 (113) (165) Net cash (used in)/ from financing activities (2,317) 7,691 Net increase/ (decrease) in cash and cash equivalents 1,509 (690) Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (2) (2) | <u> </u> | | (2.830) | |
| Dividend paid (Repayment)/ drawdown of borrowings, net (Repayment of finance lease liabilities (Repayment of pledged fixed deposits (Repayment of finance lease liabilities (Repayment of finance lease liabilities (Repayment)/ drawdown of borrowings, net (Repayment of pledged fixed deposits (Repayment of finance lease liabilities (Repayment of finance l | | | | |
| (Repayment)/ drawdown of borrowings, net(200)13,546Repayment of finance lease liabilities(158)(113)Placement of pledged fixed deposits(3)(165)Net cash (used in)/ from financing activities(2,317)7,691Net increase/ (decrease) in cash and cash equivalents1,509(690)Cash and cash equivalents at beginning of period5,2843,582Effect of exchange differences on cash and cash equivalents(26)(2) | 1 7 | | | |
| Repayment of finance lease liabilities Placement of pledged fixed deposits (158) (3) (165) Net cash (used in)/ from financing activities (2,317) Net increase/ (decrease) in cash and cash equivalents 1,509 (690) Cash and cash equivalents at beginning of period 5,284 2,3582 Effect of exchange differences on cash and cash equivalents (26) (2) | | | | |
| Net cash (used in)/ from financing activities(2,317)7,691Net increase/ (decrease) in cash and cash equivalents1,509(690)Cash and cash equivalents at beginning of period5,2843,582Effect of exchange differences on cash and cash equivalents(26)(2) | | | | |
| Net increase/ (decrease) in cash and cash equivalents 1,509 (690) Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | | (3) | (165) | |
| Cash and cash equivalents at beginning of period 5,284 3,582 Effect of exchange differences on cash and cash equivalents (26) (2) | Net cash (used in)/ from financing activities | (2,317) | 7,691 | |
| Effect of exchange differences on cash and cash equivalents (26) (2) | Net increase/ (decrease) in cash and cash equivalents | 1,509 | (690) | |
| | Cash and cash equivalents at beginning of period | 5,284 | 3,582 | |
| Cash and cash equivalents at end of period 6,767 2,890 | Effect of exchange differences on cash and cash equivalents | (26) | (2) | |
| | Cash and cash equivalents at end of period | 6,767 | 2,890 | |

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (cont'd) FOR THE QUARTER ENDED 28 FEBRUARY 2013 (Unaudited)

| | 9 months ended | | |
|--|---------------------|---------------------|--|
| | 28-Feb-13 RM'000 | 29-Feb-12 RM'000 | |
| Cash and cash equivalents comprised the following: | | | |
| Cash and bank balances | 19,385 | 11,492 | |
| Bank overdrafts | (12,638) | (8,602) | |
| Short term deposits with licensed banks | 2,945 | 3,039 | |
| | 9,692 | 5,929 | |
| Fixed deposits pledged to bank | (2,925) | (3,039) | |
| | 6,767 | 2,890 | |

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

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE THIRD FINANCIAL QUARTER ENDED 28 FEBRUARY 2013

PART A: EXPLANATORY NOTES AS PER FRS 134 - INTERIM FINANCIAL REPORTING

1. Basis of preparation

These condensed consolidated interim financial statements have been prepared in accordance with MFRS134, Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. These condensed consolidated interim financial statements also comply with IAS 34: Interim financial Reporting issued by the International Accounting Standards Board. For the periods up to and including the year ended 31 May 2012, the Company prepared its financial statements in accordance with Financial Reporting Standards ("FRS").

This Condensed Report is the Group's first MFRS compliant Condensed Report for the nine months ended 28 February 2013 and hence *MFRS 1: First-Time Adoption of Malaysian Financial Reporting Standards* (MFRS1) has been applied.

The MFRS are effective for the Group from 1 June 2012 and the date of transition to the MFRS framework for the purpose of the first MFRS compliant Condensed Report is 1 June 2011. At that transition date, the Group reviewed its accounting policies and considered the transitional opportunities under MFRS 1. The impact of the transition from FRS to MFRS is described in Note 2.1 below.

2. Significant Accounting Policies

2.1 Application of MFRS 1

The audited financial statements of the Group for the year ended 31 May 2012 were prepared in accordance with FRS. As the requirements under FRS and MFRS are similar, the significant accounting policies adopted in preparing this Condensed Report is consistent with those of the audited financial statements for the year ended 31 May 2012 except as discussed below:

(a) Foreign currency translation reserve

Under FRS, the Group recognized translation differences on foreign operations as a separate component of equity. At the date of transition to MFRs, cumulative foreign currency translation differences for all foreign operations are deemed to be nil and reclassified to retained earnings.

Accordingly, at the date of transition to MFRS, the cumulative foreign currency translation differences of RM 60,600 as at 1 June 2011 were adjusted to retained earnings.

(b) Property, plant and equipment

The Group has previously adopted a cost model for its property, plant and machinery except for the short-term leasehold land stated was revalued by the directors in 1994 based on the valuation carried out by independent professional valuers on an open market value basis. The unamortised revalued amount has been retained as the surrogate carrying amount of the leasehold land.

(Incorporated in Malaysia)

2. Significant Accounting Policies (continued)

2.1 Application of MFRS 1 (continued)

Upon transition to MFRS, the Group has elected to measure its property, plant and equipment using the cost model under MFRS 116, Property, Plant and Equipment. At the date of transition to MFRS, the Group uses the previous revaluation at or before the date of transition as deemed cost. The revaluation surplus was transferred to retained earnings on date of transition to MFRS.

The impact arising from the above on the statement of financial position are summarised as follows:-

Reconciliation of equity as at 1 June 2011:-

| | FRSs as at | Effect of adopting | MRFSs as at |
|---|-------------|--------------------|-------------|
| | 1-June-2011 | MFRSs | 1-June-2011 |
| | RM'000 | RM'000 | RM'000 |
| Equity Exchange fluctuation reserve Revaluation reserve Retained earnings | (61) | 61 | - |
| | 387 | (387) | - |
| | 24,474 | 326 | 24,800 |

Reconciliation of equity as at 31 May 2012:-

| | FRSs as at 31-May-2012 RM'000 | Effect of adopting MFRSs RM'000 | MRFSs as at 31-May-2012 RM'000 |
|--|-------------------------------------|---------------------------------------|-----------------------------------|
| Equity Exchange fluctuation reserve | 302 | 61 | 363 |
| Revaluation reserve Retained earnings | 387 12,643 | (387) 326 | 12,969 |

2.2 MFRS, Amendments to MFRS and IC Interpretation issued but not yet effective

At the date of authorisation of these interim financial statements, the following Malaysian Financial Reporting Standards ("MFRS"), Amendments to MFRSs and IC Interpretations were issued but not yet effective and have not been adopted by the Group:

| MFRS, Amendments | beginning on or after | |
|------------------|---|----------------|
| MFRS 9 | Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010) | 1 January 2015 |
| MFRS 10 | Consolidated Financial Statements | 1 January 2013 |
| MFRS 11 | Joint Arrangements | 1 January 2013 |
| MFRS 12 | Disclosure of Interests in Other | 1 January 2013 |
| | Entities | - |
| MFRS 13 | Fair Value Measurement | 1 January 2013 |
| MFRS 119 | Employee Benefits | 1 January 2013 |
| MFRS 127 | Separate Financial Statements | 1 January 2013 |
| MFRS 128 | Investments in Associates and Joint | 1 January 2013 |
| | Ventures | - |

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2. Significant Accounting Policies (continued)

2.2 MFRS, Amendments to MFRS and IC Interpretation issued but not yet effective (continued)

| MFRS, Amendments to MI | beginning on or after | |
|------------------------|--|----------------|
| MFRS 128 | Investments in Associates and Joint Ventures | 1 January 2013 |
| Amendments to MFRS 1 | Government Loans | 1 January 2013 |
| Amendments to MFRS 7 | Disclosures - Offsetting Financial Assets and Financial Liabilities | 1 January 2013 |
| Amendments to MFRS 101 | Presentation of Items of Other Comprehensive Income | 1 July 2012 |
| Amendments to MFRS 132 | Offsetting Financial Assets and Financial Liabilities | 1 January 2014 |
| IC Interpretation 20 | Stripping Costs in the Production Phase of a Surface Mine | 1 January 2013 |

3. Audit Qualification

There were no audit qualifications on the annual financial statements of the Group for the year ended 31 May 2012.

4. Seasonality of Operations

The Group's business operations are generally affected by festive seasons, school holidays and carnival sales in Malaysia. The sales are generally higher during Hari Raya in the middle of the calendar year as well as the school holidays and carnival sales in the end of the calendar year.

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 current quarter ended 28 February 2013.

6. Significant Estimates and Changes in Estimates

There were no changes in estimates of amounts reported in the prior quarter and/ or financial year that have a material effect on the Group in the current quarter under review.

7. Debt and Equity Securities

There were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares by the Company during the current quarter and financial year under review.

8. Dividend Paid

On 27 November 2012, shareholders of the Company has approved the first and final dividend of 1.75 sen per share less 25% tax amounting to approximately RM1,215,638 in respect of the financial year ended 31 May 2012. The dividend was paid on 31 December 2012.

(Incorporated in Malaysia)

9. Segmental Information

(i) Operating Segments

The Group has one reportable segment, which is principally engaged in the manufacture, assembly, sales and distribution of electrical and electronic appliances. The management reviews internal management reports on the segment at least on a quarterly basis.

(ii) Geographical Segments

The business segment of the Group is managed principally in Malaysia, China (including Hong Kong), Indonesia, Sri Lanka, Brunei, Middle East, Thailand, Myanmar, Singapore etc. In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers whereas segment assets are based on the geographical location of the assets. The amounts of segment assets do not include instruments (including investment in associates) and deferred tax assets.

| | | For the 9 months ended | | | | |
|-----------------------|-----------|------------------------|----------------|-----------|--|--|
| | 28-Feb-13 | 29-Feb-12 | 28-Feb-13 | 29-Feb-12 | | |
| | Segment | Revenue | Segment Assets | | | |
| | RM'000 | RM'000 | RM'000 | RM'000 | | |
| Malaysia | 198,291 | 194,337 | 216,394 | 217,160 | | |
| Other Asian countries | 48,487 | 55,984 | 22,361 | 14,882 | | |
| Others | 16,120 | 8,049 | 863 | 3,558 | | |
| | 262,898 | 258,370 | 239,618 | 235,600 | | |

10. Property, Plant and Equipment

During the current quarter ended 28 February 2013, the Group has acquired assets at a cost of RM 8.5 million (29 February 2012: RM 10.9 million)

11. Events after the Reporting Period

There were no material events which have occurred subsequent to the end of current quarter ended 28 February 2013 until the date of this report.

(Incorporated in Malaysia)

12. Changes in Composition of the Group

- (a) On 12 July 2012, the Company announced the disposal of the entire shares comprising of 2 ordinary shares of RM 1 each in its wholly-owned subsidiary, Pensonic Air Conditioner to Mr. Lim Lieng Piau and Mr. Chew Yeng Paik for a total cash consideration of RM 2. Consequently, Pensonic Air Conditioner will cease to be a subsidiary company of the Group.
- (b) On 21 September 2012, a subsidiary of the Company, Kollektion Distribution Sdn. Bhd.("KDSB") has entered into an agreement with Wong Pow Yee ("WPY") whereby both parties agree that KDSB shall subscribe 60% shareholding in Kolletion Haus (Austin) Sdn Bhd ("KHA") and WPY shall subscribe 40% shareholding in KHA to jointly develop, manage and operate an outlet to bear the brand name of KOLLEKTION HAUS in Johor in accordance to the terms and conditions as agreed in the said agreement.

Save as disclosed above, there were no significant changes in the composition of the Group as at the date of this report.

13. Contingent Liabilities

A subsidiary of the Company had been issued with prior years' notices of additional tax arising from the Inland Revenue Board ("IRB") disallowing certain expenses claimed as a deduction for income tax purposes covering assessment years 2000 to 2004 (including penalties) amounting to approximately RM 2.5 million of which, the subsidiary had paid and recognised approximately RM 2.1 million as tax expense in the financial statements previously.

The subsidiary had submitted its appeal to the High Court on the above matter. Pending the hearing by the High Court, the management after consulting their tax lawyers, is of the opinion that there are grounds for the subsidiary's appeal and as such, no provision has been made in the interim financial statements at 28 February 2013 for the remaining unpaid balance of RM 0.4 million.

14. Commitments

Capital expenditure contracted but not provided for property, plant and equipment at the reporting date amounted to RM 20.7 million.

(Incorporated in Malaysia)

16.

15. Significant Related Party Transactions

The significant transactions with companies in which certain Directors and persons connected to Directors have substantial financial interests are as follows:

| | Unaudited 28-Feb-2013 RM'000 | Audited 31-May-2012 RM'000 |
|--|------------------------------------|----------------------------------|
| Purchase of raw materials from -Pensia Plastic Industries Sdn. Bhd. | 6,004 | 7,872 175 |
| -Pensonic Technology Sdn. Bhd. | - | 173 |
| Subcon and service charge income from -Pensia Plastic Industries Sdn. BhdPensonic Technology Sdn. Bhd. | 713 | 603 8 |
| Sale of goods to an associate | | |
| -Pensonic (B) Sdn Bhd | 858 | 1,767 |
| Rental income charged for sub-letting of factory premises -Pensia Plastic Industries Sdn. BhdPensonic Technology Sdn. Bhd. | 180 | 120 12 |
| Rental expenses charged by | | |
| - Directors of the Group | 45 | 60 |
| Disclosure of Realised and Unrealised Profit | | |
| | Unaudited 28-Feb-2013 RM'000 | Audited 31-May-2012 RM'000 |
| - realised | 19,001 | 15,585 |
| - unrealised | 257 | 321 |
| | 19,258 | 15,906 |
| Total retained earnings of associates | | |
| - realised | 22 | 22 |
| | | (2.050) |
| Less: Consolidation adjustments | (2,214) | (2,959) |

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED FEBRUARY 28, 2013

PART B: ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

17. Review of Performance

Current Quarter vs. Preceding Year Corresponding Quarter

Group turnover for the third quarter ended 28 February 2013 recorded a slight decrease of 2.6% to RM 83 million against RM 85 million achieved in the corresponding quarter in the preceding year. Despite the slight decrease in turnover, the Group marked improvement in net profit after tax in current quarter to RM 0.1 million from loss after tax of RM 1.1 million in the preceding corresponding quarter.

The increase in the net profit margin was driven primarily by the improvement in operating efficiency and product mix of better margin during the current quarter. Gross profit margin has increased by 4.3% to 24.8% as compared to 20.5% in the preceding corresponding quarter.

Financial Period vs. Preceding Year Corresponding Period

For the financial period 9 months ended 28 February 2013, the Group registered cumulative revenue of RM263 million and net profit of RM5.5 million which represents a corresponding increase of 2% in revenue and increase of 164% in net profit respectively.

Sales to local market and overseas developing markets especially Middle East countries remained strong with growth rate of 2% and 166% respectively compare with the corresponding period in the preceding year. The increase in the net profit margin was mainly due to increase in sales volume and gross profit margin, continuance cost saving exercises and reduction in fixed advertising and promotional costs.

18. Variation of results Against Preceding Quarter

The Group recorded a slight decrease of 3.8% in revenue for the third quarter ended 28 February to RM 83 million from RM 86 million achieved in the immediate preceding quarter, whilst net profit after tax has dropped to RM 0.1 million from RM 1.9 million in the immediate preceding quarter.

The lower turnover in current quarter was attributable mainly to the weaker market demand and lower sales to our ODM customer in Indonesia and Philippines. The dropped in net profit was mainly due to decrease in sales volume and provision made for promotional rebates given to dealers during the current quarter.

19. Commentary on Prospect

Facing the complex and volatile market environment, the Group will maintain its focus on cost containment, productivity and operation efficiency to strengthen the Group's competitiveness in the market.

The Board of directors is confident that the financial result of the Group would remain positive for the coming quarters.

(Incorporated in Malaysia)

20. Profit Forecast

Not applicable as no profit forecast was published.

21. Taxation

Taxation comprises the following:

| | Individual Quarter | | Cumulative Quarter | |
|---------------------|---------------------------|---------------------|---------------------|---------------------|
| | 28-Feb-13 RM'000 | 29-Feb-12 RM'000 | 28-Feb-13 RM'000 | 29-Feb-12 RM'000 |
| Current tax expense | 30 | 5 | 43 | 40 |

Domestic income tax rate is calculated at the Malaysian statutory tax rate of 25% (29 February 2012: 25%) of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

22. Sales of Unquoted Investments and Properties

The gain on disposal of plant, equipment and non-current assets held for sales for the period ended 28 February 2013 is RM1.6 million. (29 February 2012: RM 0.07 million)

23. Investment in Quoted Securities

There was no purchase or disposal of quoted securities during the current quarter.

24. Status of Corporate Proposal

There are no corporate proposals announced but not completed as at the date of this quarterly report.

(Incorporated in Malaysia)

25. Borrowings and Debts Securities

Details of the Group's borrowings as at the end of this financial period are as follows:

| | Unaudited 28-Feb-13 RM'000 | Audited 31-May-12 RM'000 |
|------------------------------------|----------------------------------|--------------------------------|
| <u>Current</u> Unsecured | | |
| Bank overdraft | 9,952 | 6,191 |
| Bank overdrant Bankers' acceptance | 73,118 | 61,894 |
| Term loans | 17 | 701 |
| | 83,087 | 68,786 |
| Secured | | , |
| Bank overdraft | 2,686 | 5,646 |
| Bankers' acceptance | 7,079 | 17,840 |
| Trust receipts | - | 681 |
| Term loans | 1,025 | 2,531 |
| Finance lease liabilities | 50 | 171 |
| | 10,840 | 26,869 |
| | 93,927 | 95,655 |
| Non - current | | |
| Unsecured | | |
| Term loans | 121 | 121 |
| Secured | | |
| Term loans | 14,367 | 9,890 |
| Finance lease liabilities | 611 | 471 |
| | 14,978 | 10,361 |
| | 15,099 | 10,482 |
| | | |

The bank borrowings and term loans are secured by the following:

- i) Legal charges over certain properties belonging to the subsidiary companies;
- ii) Lien on fixed deposits belonging to the subsidiary companies; and
- iii) Corporate guarantee by the Company.

26. Material Litigation

The Group is not engaged in any material litigation for the quarter ended 28 February 2013.

(Incorporated in Malaysia)

27. Proposed Dividend

The Board does not recommend any dividend for the current quarter ended 28 February 2013.

On 27 November 2012, shareholders of the Company has approved the first and final dividend of 1.75 sen per share less 25% tax amounting to approximately RM1,215,638 in respect of the financial year ended 31 May 2012. The dividend was paid on 31 December 2012.

28. Earnings per Share

| 0 1 | Individual Quarter | | Cumulative Quarter | |
|---|---------------------------|----------------|---------------------------|----------------|
| | 28-Feb 2013 | 29-Feb 2012 | 28-Feb 2013 | 29-Feb 2012 |
| Net profit/(loss) for the year attributable to owners | | | | |
| of the Company (RM'000) | 34 | (1,141) | 5,313 | 2,241 |
| Ordinary shares in issue ('000) | 92,620 | 92,620 | 92,620 | 92,620 |
| Basic earnings/(loss) per share (sen) | 0.04 | (1.23) | 5.74 | 2.42 |

29. Profit/ (loss) for the Period

Profit/ (loss) for the period has been arrived at:

| () | Individual 28-Feb 2013 RM'000 | Quarter 29-Feb 2012 RM'000 | Cumulativ 28-Feb 2013 RM'000 | e Quarter 29-Feb 2012 RM'000 |
|--|--|-------------------------------------|---------------------------------------|---------------------------------------|
| After charging:- | | | | |
| Depreciation & amortization | 1,134 | 1,056 | 3,342 | 2,818 |
| Write off of receivables | 6 | - | 431 | - |
| Provision for inventories | (500) | - | - | - |
| Plant and equipment written off | | - | 94 | - |
| After crediting: | | | | |
| Gain on disposal of non-current assets held for sale | - | - | 1,638 | - |
| Gain on disposal of plant and equipment | - | 1 | 23 | 67 |
| Net gain on foreign exchange | 83 | 18 | 170 | 540 |

30. Authorization for Issue

The interim financial report was authorized for issue by the Board of Directors in accordance with a resolution of the Board of Directors dated 22 April 2013.

BY ORDER OF THE BOARD

Lee Hong Lim Secretary

Date: 22 April 2013