

KNM GROUP BERHAD

(Company No:521348-H)
(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED 30 JUNE 2013 (Unaudited)

1. CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Individual Quarter		Cumulative Period to date	
	Unaudited 3 months ended 30.6.2013 RM'000	Unaudited 3 months ended 30.6.2012 RM'000	Unaudited 30.6.2013 RM'000	Unaudited 30.6.2012 RM'000
Contract revenue	429,551	586,698	919,165	1,172,527
Operating profit	17,610	34,742	31,612	63,025
Financing costs	(10,577)	(13,130)	(21,472)	(26,022)
Interest income	737	142	1,347	1,114
Share of loss of equity accounted investees, net of tax	(950)	(10)	(1,720)	(408)
Profit before tax	6,820	21,744	9,767	37,709
Tax expense	3,620	12,398	2,621	31,762
Net profit for the period	10,440	34,142	12,388	69,471
Other comprehensive income / (loss), net of tax				
Foreign currency translation differences	34,540	(12,744)	13,110	(11,738)
Net investment in subsidiaries	41,465	4,934	35,626	(25,016)
Cash Flow hedge	(219)	(4,102)	(556)	3,083
Share of other comprehensive income of equity accounted investee	40	198	273	283
Other comprehensive income/ (loss) for the period, net of tax	75,826	(11,714)	48,453	(33,388)
Total comprehensive income for the period	86,266	22,428	60,841	36,083
Attributable to:				
Equity holders of the parent	11,419	33,842	13,643	68,894
Minority interest	(979)	300	(1,255)	577
	10,440	34,142	12,388	69,471
Total comprehensive income attributable to:				
Equity holders of the parent	87,086	22,131	62,093	35,579
Minority interest	(820)	297	(1,252)	504
Total comprehensive (loss)/income for the period	86,266	22,428	60,841	36,083
Earnings per share:				
- Basic / Diluted (sen)	0.78	3.46	0.93	7.05

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2. CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	NOTE	Unaudited As at 30.6.2013	Audited As at 31.12.2012
		RM'000	RM'000
Assets			
Non-current assets			
Intangible Assets		553,213	559,670
Goodwill		757,679	743,975
Property, plant and equipment		847,774	866,346
Other investment, including derivative		15,055	14,183
Investments in associates		41	41
Investments in jointly-controlled entities		5,947	7,394
Deferred Tax Asset		377,139	364,634
		<u>2,556,848</u>	<u>2,556,243</u>
Current assets			
Inventories		75,211	76,811
Contracts work in progress		398,610	486,839
Trade and other receivables		652,963	542,461
Cash and cash equivalents		137,596	191,801
		<u>1,264,380</u>	<u>1,297,912</u>
TOTAL ASSETS		<u>3,821,228</u>	<u>3,854,155</u>
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital		1,445,033	1,445,033
Treasury Shares		(53,388)	(53,385)
Reserves		503,154	441,061
		<u>1,894,799</u>	<u>1,832,709</u>
Non-controlling interests		<u>3,286</u>	<u>4,237</u>
Total Equity		<u>1,898,085</u>	<u>1,836,946</u>
Non-current liabilities			
Long term payable		17,120	21,418
Long service leave liability		2,091	2,841
Loans and borrowings	B9	135,085	104,838
Deferred taxation		233,153	229,288
		<u>387,449</u>	<u>358,385</u>
Current liabilities			
Payables and accruals		493,925	583,182
Deferred income		302,788	237,762
Loans and borrowings	B9	738,205	831,597
Current tax liabilities		776	6,283
		<u>1,535,694</u>	<u>1,658,824</u>
Total liabilities		<u>1,923,143</u>	<u>2,017,209</u>
TOTAL EQUITY AND LIABILITIES		<u>3,821,228</u>	<u>3,854,155</u>
Net assets per share attributable to equity holders of the parent (RM)		<u>1.27</u>	<u>1.23</u>

The notes set out on pages 5 to 15 form an integral part of and should be read in conjunction with this interim financial report

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**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD
ENDED 30 JUNE 2013**

	Attributable to equity holders of the parent							Distributable Reserve		Minority Interest RM'000	Total equity RM'000
	Share Capital RM'000	Treasury Share RM'000	Share Premium RM'000	Hedging Reserve RM'000	AFS Reserve RM'000	Warrant Reserve RM'000	Revaluation and Other Reserve RM'000	Retained Profit RM'000	Total RM'000		
As at 1 January 2012	1,001,093	(53,371)	319,426	(5,172)	30	-	(466,670)	814,289	1,609,625	7,021	1,616,646
Total comprehensive (loss)/ income for the period	-	-	-	3,083	-	-	(36,398)	68,894	35,579	504	36,083
Transaction with owners in their capacity as owner											
Increase in share capital in subsidiaries	-	-	-	-	-	-	-	-	-	1	1
Issue of shares pursuant to: - ESOS	-	-	-	-	-	-	-	-	-	-	-
Share Buy Back	-	(9)	-	-	-	-	-	-	(9)	-	(9)
Transfer to share premium for share options exercised	-	-	-	-	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-	-	-
As at 30 JUNE 2012 (Unaudited)	1,001,093	(53,380)	319,426	(2,089)	30	-	(503,068)	883,183	1,645,195	7,526	1,652,721
As at 1 January 2013	1,445,033	(53,385)	16,707	56	-	44,981	(516,998)	896,315	1,832,709	4,237	1,836,946
Total comprehensive (loss)/ income for the period	-	-	-	(556)	-	-	49,006	13,643	62,093	(1,252)	60,841
Transaction with owners in their capacity as owner											
Acquisition of equity interest in subsidiary	-	-	-	-	-	-	-	-	-	1	1
Increase in share capital of subsidiaries	-	-	-	-	-	-	-	-	-	300	300
Issue of shares pursuant to: - Right issue	-	-	-	-	-	-	-	-	-	-	-
Allocation of fair value of Warrant to "Warrant Reserve"	-	-	-	-	-	-	-	-	-	-	-
Share Buy Back	-	(3)	-	-	-	-	-	-	(3)	-	(3)
Share Issue expenses	-	-	-	-	-	-	-	-	-	-	-
Dividend	-	-	-	-	-	-	-	-	-	-	-
As at 30 JUNE 2013 (Unaudited)	1,445,033	(53,388)	16,707	(500)	-	44,981	(467,992)	909,958	1,894,799	3,286	1,898,085

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**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE PERIOD ENDED
 30 JUNE 2013**

(Unaudited)

	30.6.2013	30.6.2012
	RM	RM
	'000	'000
Cash flows from operating activities		
Profit before tax	9,767	37,709
Adjustments for:		
Amortisation of intangible assets	16,616	16,434
Depreciation	5,322	3,264
Interest expense	20,199	24,990
Interest income	(1,347)	(1,114)
Loss/(Gain) on foreign exchange-unrealised	11,290	(3,532)
(Gain)/Loss on disposal of property, plant and equipment	(868)	22
Share of loss of in associates and jointly-controlled entities	1,720	408
Change in fair value of forward contract	(1,070)	1,871
Operating profit before working capital changes	<u>61,629</u>	<u>80,052</u>
Decrease / (Increase) in working capital:		
Inventories	1,600	(3,440)
Receivables, deposits and prepayments	15,992	(95,554)
Payables and accruals and long service leave liability	(29,903)	(33,043)
Cash used in operations		
Income taxes paid	(15,684)	(22,475)
Interest paid	(1,241)	(1,465)
Interest received	1,347	1,114
Net cash generated from/(used in) operating activities	<u>33,740</u>	<u>(74,811)</u>
Cash flows from investing activities		
Purchase of property, plant and equipment	(1,044)	(30,158)
Acquisition of minority interest	-	1
Acquisition of investment in Joint-controlled entity and associates	-	(1,680)
Acquisition of other intangible assets	(57)	(3,892)
Proceeds from issuance of share to minority interest	301	-
Proceeds from disposal of property, plant and equipment	1,135	1,447
Net cash from /(used in) investing activities	<u>335</u>	<u>(34,282)</u>
Cash flows from financing activities		
Share buy back	(3)	(9)
Net repayment of bill payable	(4,182)	(57,827)
Repayment of hire purchase liabilities	(2,260)	(2,463)
Net Repayment of term loan and revolving credit	(18,625)	(46,408)
Net repayment of ICP/IMTN	(45,000)	-
Interest expenses	(18,958)	(23,525)
Net cash used in financing activities	<u>(89,028)</u>	<u>(130,232)</u>
Net decrease in cash and cash equivalents	(54,953)	(239,325)
Cash and cash equivalents at beginning of period	185,331	399,167
Cash and cash equivalents at end of period	<u>130,378</u>	<u>159,842</u>
Cash & bank balances	123,407	144,996
Deposits with licensed banks	14,189	31,577
	<u>137,596</u>	<u>176,573</u>
Bank overdraft	(7,218)	(16,731)
	<u>130,378</u>	<u>159,842</u>

The notes set out on pages 5 to 15 form an integral part of and should be read in conjunction with this interim financial report

Notes to the Quarterly Interim Financial Report – 30 June 2013

PART A: EXPLANATORY NOTES AS PER FRS 134

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirement of MFRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2012. These explanatory notes attached to the interim financial statements provide explanation of events and transactions that are significant for the understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2012.

A2. Significant Accounting Policies

The audited financial statements of the Group for the year ended 31 December 2012 were prepared in accordance with MFRS. Except for certain differences, the requirements under IFRS and MFRS are similar. The significant accounting policies adopted in preparing these interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2012.

As of 1st January 2013, the Group has adopted the following new and revised MFRS, amendments and IC interpretations (collectively referred to as “pronouncements”) which are effective for annual periods beginning on or after 1st January 2013.

MFRS 10, *Consolidated Financial Statements*

MFRS 11, *Joint Arrangements*

MFRS 12, *Disclosure of Interests in Other Entities*

MFRS 13, *Fair Value Measurement*

MFRS 119, *Employee Benefits* (2011)

MFRS 127, *Separate Financial Statements* (2011)

MFRS 128, *Investments in Associates and Joint Ventures* (2011)

Amendments to MFRS 7, *Financial Instruments: Disclosures – Offsetting Financial Assets and Financial Liabilities*

Amendments to MFRS 10, *Consolidated Financial Statements: Transition Guidance*

Amendments to MFRS 11, *Joint Arrangements: Transition Guidance*

Amendments to MFRS 12, *Disclosure of Interests in Other Entities: Transition Guidance*

Amendments to MFRS 132, *Financial Instruments: Presentation (Annual Improvements 2009-2011 Cycle)*

Amendments to MFRS 134, *Interim Financial Reporting (Annual Improvements 2009-2011 Cycle)*

The adoptions of the above pronouncements do not have any impact on the financial statements of the Group.

The following MFRS, Amendments to MFRS and IC Interpretation were issued but not yet effective and have not been applied by the Group:-

Amendments to MFRS 9, *Mandatory Effective Date of MFRS 9 and Transition Disclosures*

Amendments to MFRS 10, *Consolidated Financial Statements: Investment Entities*

Amendments to MFRS 12, *Disclosure of Interests in Other Entities: Investment Entities*

Amendments to MFRS 127, *Consolidated and Separate Financial Statements: Investment Entities*

Amendments to MFRS 132, *Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities*

A3. Qualification of annual financial statements

There was no audit qualification in the annual financial statements of the Group for the year ended 31 December 2012.

A4. Seasonal and cyclical factors

The Group's business operation results were not materially affected by any major seasonal or cyclical factors.

A5. Unusual nature and amount of items affecting assets, liabilities, equity, net income or cash flows

There were no unusual nature and amount of items affecting assets, liabilities, equity, net income or cash flows for the current quarter and financial period to date.

A6. Material changes in estimates

There were no material changes in estimates of amount reported in the current quarter.

A7. Issuances and repayment of debt and equity securities

A. There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current financial period to date other than those stated below:

	RM'000
Opening Balance of ICP/IMTN outstanding as at 1 January 2013	95,000
ICP/IMTN Drawdown/(Repayment)	<u>(45,000)</u>
Balance of ICP/IMTN outstanding as at 30 June 2013	<u>50,000</u>

As at 30 June 2013, the amount outstanding for Islamic Commercial Papers ("ICP")/Islamic Medium Term Notes ("IMTN") is RM50.0 million mainly used for repayment of bank borrowings and working capital. Under the program, up to RM150 million is fully underwritten by Malayan Banking Berhad & AMInvestment Bank Berhad and has a tenure of 7-years from the date of issuance.

B. As at the date of this report, the Company has repurchased a total 23,266,275 of its issued shares capital from the open market. The average price paid for the shares repurchased was RM2.30 per share. The repurchase transactions were financed by internally generated funds. The shares repurchased are being held as treasury shares and treated in accordance with the requirement of Section 67A of the Companies Act 1965.

A8. Dividend Paid

No dividend was paid during the quarter under review.

A9. Segment information

Segmental analysis of the revenue and result:-

Geographical segments:

	Revenue 6 months ended 30.6.2013 RM'000	Gross Profit 6 months ended 30.6.2013 RM'000	EBITDA 6 months ended 30.6.2013 RM'000
Asia & Oceania	295,178	54,108	17,527
Europe	599,353	110,960	64,448
Americas	24,634	4,405	(676)
Total	919,165	169,473	81,299

	Revenue 6 months ended 30.6.2012 RM'000	Gross Profit 6 months ended 30.6.2012 RM'000	EBITDA 6 months ended 30.6.2012 RM'000
Asia & Oceania	447,824	63,870	28,807
Europe	676,717	131,697	95,680
Americas	47,986	4,161	(14,597)
Total	1,172,527	199,728	109,890

A10. Valuation of property, plant and equipment

Valuation of freehold lands of the Group have been brought forward without amendment from the financial statements for the year ended 31 December 2012.

There is no revaluation of property, plant and equipment during the period under review.

A11. Material events subsequent to the end of the interim period

There was no material event subsequent to the end of the reporting period and up to the date of issuance of this report.

A12. Changes in the composition of the Group

There were no changes in the composition of the Group for the current quarter and financial period to date except as follows:-

- (1) KPS Inc., a wholly-owned Canadian subsidiary of KNM, had on 2 January 2013 incorporated a new subsidiary, KPS Technology Group LLC in Houston, Texas for a total cash consideration of USD2.00 only.
- (2) Pursuant to KPS Inc's Notice of Conversion on 20 March 2013, the principal sum of up to USD800,000 which was granted as a loan for working capital line of credit by KPS Inc to KPS Technology & Engineering LLC ("KPSLLC") in respect of the Convertible Promissory Note dated 29 May 2009, was capitalized and converted into Membership Interest in KPSLLC.

Hence, effective 20 March, 2013, KNM's effective new membership structure in KPSLLC arising from the conversion of the CPN increased from 60% to 77.78%.

- (3) On 4 June 2013, the Company's wholly owned subsidiary, KNM Project Services Limited ("KPSL"), had disposed of its entire 800 ordinary shares (representing 80% equity interest) in Energy Park Investments Limited ("EPIL") to Green Energy Worldwide Corporation ("GEWC") for a total cash consideration of GBP800.00 (equivalent to RM3,786.80 based on GBP1 : RM4.7335) only ("Consideration").

A13. Changes in contingent liabilities

There were no material changes in contingent liabilities for the Group as at the date of this announcement.

A14. Capital commitments

	Approved and contracted for RM'000	Approved but not contracted for RM'000
Property, plant and equipment	297	27,499
Investment	-	5,013
	<u>297</u>	<u>32,512</u>

A15. Related party transactions

Significant related party transactions for the financial period to date are as follows:

	RM '000
Inter Merger Sdn Bhd (a)	
- Office rental, related charges and administrative expense	923
I.M.Bina Sdn Bhd (b)	
-General construction and civil works	1,134
Tofield Realty Development Corporation (c)	
- General and civil contractor and provider of staff accommodation	266

(a) a company in which Mr. Lee Swee Eng and Madam Gan Siew Liat are director

(b) a company in which Inter Merger Sdn Bhd is the holding company

(c) a wholly-owned subsidiary of Asiavertek, of which Mr. Lee Swee Eng and Madam Gan Siew Liat are director and shareholder

PART B: ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA LISTING REQUIREMENTS

B1. Review of performance

The Group achieved revenue of RM919.17 million, EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) of RM81.30 million and profit after tax and minority interest of RM13.64 million for the period ended 30 June 2013. Compared to the previous year, the lower revenue, EBITDA and profit after tax and minority interest in this year was due to less job progress recognition and less deferred tax effect.

Asia & Oceanic Segment

This segment registered less job progress recognition.

Europe Segment

Europe's contribution remains positive as it continues to operate with stable order book.

Americas Segment

Contribution to the Group reduced. Performance improved but continues weighed down by South America.

B2. Variation of results against preceding quarter

The Group's revenue of RM429.55 million for the quarter under review was lower by RM60.06 million against the immediate preceding quarter's revenue of RM489.61 million. Whereas profit before taxation and minority interest improved to RM6.82 million from immediate preceding quarter's profit before taxation and minority interest of RM2.95 million on lower operating cost.

B3. Prospects

The Board is reasonably optimistic of the Group's financial performance for the remaining financial year:

- The Asia & Oceanic segment will focus on efforts to improve efficiency and productivity.
- The European segment profitability is expected to improve with its present order book.
- The Americas segment is expected to remain challenging. Proposed disposal of Brazil units is expected to improve performance of the segment.

B4. Profit forecast

Not applicable as no profit forecast was given.

B5. Tax expense

	3 months Ended 30.6.2013 RM'000	3 months Ended 30.6.2012 RM'000	6 months Ended 30.6.2013 RM'000	6 months Ended 30.6.2012 RM'000
Income Tax expense :-				
Current	7,186	8,791	8,874	10,718
Prior period	(7,425)	(6)	(9,306)	11
Deferred tax	(3,381)	(21,183)	(2,189)	(42,491)
	<u>(3,620)</u>	<u>(12,398)</u>	<u>(2,621)</u>	<u>(31,762)</u>

The Group's effective tax rate for the current quarter is lower than statutory tax rate mainly due to reversal of tax provision in foreign subsidiary.

The Group's effective tax rate for previous corresponding quarter was lower than the statutory tax rate mainly due to the availability of certain tax incentives.

B6. Unquoted investments and properties

There were no significant investments or disposals in unquoted investments and properties for the current quarter and financial period to date.

B7. Quoted and marketable investments

There were no investments or disposals in quoted and marketable securities during the current quarter and financial period to date.

B8. Status of corporate proposals announced but not completed

- (1) On 6 September 2012, the Company had announced the appointment of UOB Bank Limited ("UOB Bank") as the sole Manager, Underwriter and the Placement Agent for the proposed listing of its wholly owned subsidiary i.e. BORSIG Beteiligungsverwaltungsgesellschaft mbH ("BORSIG") and its related entities on the Main Board of Singapore Exchange Securities Trading Limited ("SGX-ST") BORSIG, on the Main Board of SGX-ST (the "Proposed Listing"). Proposal is in progress.
- (2) On 25 July 2013, KNM Process Systems Sdn Bhd ("KNMPS") and KNM International Sdn Bhd ("KNMI") (hereinafter collectively referred to as the "Vendors") has entered into a Sale and Purchase Agreement with Telcon Telecomunicações E Informatica, LTDA (the "Purchaser") for the disposal of the Vendors' entire shareholding in the following subsidiaries (hereinafter collectively referred to as "KNM's Brazilian Group of Companies") for a total cash consideration of R\$8 (equivalent to RM11.94) only (the "Consideration"):-

KNM's Brazilian Group of Companies		Consideration (R\$)
i.	KNM Sistemas De Processamento Do Brasil Ltda	2.00
ii.	KNM Equipamentos SA	2.00
iii.	KNM Industrial Ltda	2.00
iv.	KNM Servicos Ltda	2.00

The above disposal is expected to be completed by end of September 2013.

B9. Group borrowings and debt securities

The Group's borrowings as at the end of the reporting period were as follows:

	RM'000
Short term:	
Borrowings (secured)	276,750
Borrowings (unsecured)	102,871
ICP/IMTN	50,000
Bank Overdraft	7,218
Bill Payable	216,164
Hire Purchase	8,202
Revolving credit	77,000
	<u>738,205</u>
Long term :	
Borrowings (secured)	87,825
Borrowings (unsecured)	24,110
IMTN	-
Hire Purchase	23,150
	<u>135,085</u>
	<u>873,290</u>

The above are also inclusive of other borrowings in foreign currency of RMB16.5 million, EURO32.94 million, CAD9.39 million, and BRL2.48 million.

The exchange rates used are 1 RMB = RM 0.5148, 1 EURO = RM 4.1105, 1 CAD = RM 3.0035, and 1 BRL = RM 1.4155

B10. Financial Instruments

With the adoption of MFRS 139, financial instruments are recognized on their respective contract dates.

There are no off-balance sheet financial instruments.

The outstanding forward foreign currency exchange contracts as at 30 June 2013 are as follows:-

Type of Derivative	Contract/Notional value RM'000	(Gain) /Loss on Fair value changes RM'000
Foreign Exchange Contracts		
-Less than 1 year	400,397	(1,646)
-1 year to 3 years	2,017	14
- More than 3 years	-	-
	<u>402,414</u>	<u>(1,632)</u>

Exposure to foreign currency fluctuation of underlying commitments is monitored on on-going and timely basis. The Company's objective to incept derivative instrument contract is mainly to hedge against foreign exchange exposure on transactions in currencies other than its own.

Forward foreign exchange contracts are entered into with licensed banks to hedge the Group's exposure to foreign exchange risk in respect of its export sales, import purchases and other obligations by establishing the basis rate at which a foreign currency asset or liability will be settled.

These contracts are executed with credit-worthy/ reputable financial institutions and as such, credit risk and liquidity risk in respect of non-performance by counterparties to these contracts is minimal.

The fair values of the forward foreign currency exchange contracts are subject to market risk and the fair values were derived from marking to available market quoted price as of the reporting period. The fair value of the forward contracts may change in accordance to the fluctuation of the exchange rate of the underlying currency resulting in gain or loss in fair value.

The cash requirement for these derivatives will be fulfilled by future contract and other proceeds on the respective maturity date.

B11. PROFIT FOR THE PERIOD

	3 Months ended 30.6.2013 RM'000	3 Months ended 30.6.2012 RM'000	6 Months ended 30.6.2013 RM'000	6 Months ended 30.6.2012 Rm'000
(a)				
Profit for the period is arrived at after charging and crediting:				
(Reversal)/Allowance for impairment loss on doubtful debt	(1,320)	3,541	(1,165)	(4,819)
Net Loss /(Gain) on foreign exchange	5,146	871	7,180	(3,918)
Net (Gain) / Loss on derivative	(2,441)	(2,492)	(1,070)	1,871
Amortisation of intangible asset	8,236	8,360	16,616	16,434
Reversal for warranty	(71)	(252)	(107)	(250)
Provision / (Reversal) of Late delivery charges	2,237	(113)	2,218	(113)
And crediting:				
Interest income	737	142	1,347	1,114
(b)				
Interest Expenses	10,577	13,130	21,472	26,022
(c)				
Depreciation charge for the period:				
Income statement	2,480	1,627	5,322	3,264
Construction work in progress	14,412	13,699	27,749	27,167
	<u>16,892</u>	<u>15,326</u>	<u>33,071</u>	<u>30,431</u>

B12. Realised and Unrealised Profit/Losses Disclosure

	As at 30 June 2013 RM'000	As at 31 December 2012 RM'000
Total retained profit of KNM Group and its subsidiaries		
- Realised	423,133	500,999
- Unrealised	(124,965)	(97,544)
Total share of retained profit / (accumulated losses) from associated companies:		
- Realised	2,800	671
- Unrealised	(127)	(123)
Total share of accumulated losses from jointly controlled entities:		
- Realised	(4,119)	(2,989)
- Unrealised	(210)	(10)
Add: Consolidation adjustments	613,446	495,311
Total Group retained profits as per consolidated accounts	909,958	896,315

B13. Material litigation

As at the date of this announcement, there were no material litigation since the last annual balance sheet date except for the following:-

Shah Alam High Court (Commercial Division)

Suit No.: 28-461-11/2012

KNM Process Systems Sdn Bhd (Petitioner) vs Mission Biofuels Sdn Bhd (Respondent)

KNM Group Berhad's wholly-owned subsidiary, KNM Process Systems Sdn Bhd ("KNMPS") had on, 9 November 2012 served a Winding Up Petition under Section 218(1)(e) & (i) and Section 218(2)(c) of the Companies Act 1965 dated 1 November 2012 (the "KNMPS Petition") against Mission Biofuels Sdn Bhd ("Mission Biofuels").

Mission Biofuels is indebted to KNMPS for, inter alia, a sum of RM50,662,057.80 for goods sold and delivered and works carried out by KNMPS for Mission Biofuels pursuant to an EPCC Contract dated 25 July 2007 for the development of a Biodiesel Plant located in Kuantan Port.

The KNM Petition was heard and dismissed by the Courts with costs on 12 March 2013 on the ground that the Court was not satisfied that, taking into account Mission Biofuels' contingent and prospective liabilities, Mission Biofuels was unable to pay its debts.

On 15.3.2013 KNMPS filed an appeal against the dismissal.

The Court of Appeal has yet to fix a hearing date for the appeal.

Shah Alam High Court (Commercial Division)

Suit No.: 28-179-04/2013

Mission Biofuels Sdn Bhd (Petitioner) vs KNM Process Systems Sdn Bhd (Respondent)

On 19 April 2013, KNM Group Berhad's wholly-owned subsidiary, KNM Process Systems Sdn Bhd ("KNMPS") was served with a Petition for winding-up under Section 218(1)(e) & (i) and Section 218(2)(c) of the Companies Act 1965 (the "Act") dated 15 April 2013 (the "Mission Petition") by Mission Biofuels Sdn Bhd ("Mission Biofuels") purportedly in respect of works done by KNMPS pursuant to an EPCC Contract dated 25 July 2007 for the development of a Biodiesel Plant located in Kuantan Port.

The Mission Petition contends that KNMPS is allegedly indebted to Mission Biofuels for the sum of RM12.2 million together with interest and cost being the alleged Liquidated Ascertained Damages claimed by Mission Biofuels as a result of KNMPS's purported failure to achieve Final Performance Acceptance under the EPCC.

The Mission Petition was heard and struck out by the Courts with costs on 9 May 2013 on the ground that the petition was not only without basis and therefore frivolous and vexatious, but also a clear abuse of process of court.

On 14.5.2013 Mission filed an appeal against the order of the court striking out the petition.

The Court of Appeal has yet to fix a hearing date for the appeal.

B14. Dividend payable

There was no dividend declared or recommended during quarter under review.

B15. Earnings per share

	Individual Quarter		Cumulative Quarter	
	30 June 2013	30 June 2012	30 June 2013	30 June 2012
Basic earnings per share				
Net Profit attributable to shareholders (RM'000)	11,419	33,842	13,643	68,894
Number of shares at the beginning of the year ('000)	1,490,013	1,001,093	1,490,013	1,001,093
Effect of share consolidation	-	-	-	-
Effect of Right Issue ('000)	-	-	-	-
Effect of Share Buy Back	(23,262)	(23,248)	(23,262)	(23,248)
Weighted average number of shares ('000)	<u>1,466,751</u>	<u>977,845</u>	<u>1,466,751</u>	<u>977,845</u>
Basic earnings per share (sen)	0.78	3.46	0.93	7.05

B16. Authorisation for issue

The interim financial report was authorised for issue by the Board of Directors on 28 August 2013.