Condensed Consolidated Statements of Comprehensive Income for 3rd quarter from 1 February 2012 to 30 April 2012

	Individual Quarter Current Preceding Year Year Corresponding Quarter Quarter		Cumulativ Current Year To-date	re Quarter Preceding Year Corresponding Period
	30/04/2012	30/04/2011	30/04/2012	30/04/2011
	RM'000	RM'000	RM'000	RM'000
Revenue	275,367	236,453	824,309	725,800
Cost of Sales	(252,085)	(211,516)	(755,451)	(663,357)
Gross Profit	23,282	24,937	68,858	62,443
Other Income	4,871	943	9,607	4,858
Operating Expenses	(14,063)	(14,282)	(42,056)	(41,645)
Other Expenses	-	-	(1,486)	(422)
Profit from Operations	14,090	11,598	34,923	25,234
Finance Costs	(4,753)	(3,402)	(14,223)	(11,188)
Profit Before Tax	9,337	8,196	20,700	14,046
Income tax	(2,213)	(3,182)	(5,281)	(6,651)
Profit for the Period	7,124	5,014	15,419	7,395
Other Comprehensive Income Net gain on available-for-sale financial assets - Gain on fair value changes - Foreign currency translation	150 21	<u>. </u>	327 15	<u>-</u>
	171		342	-
Total Comprehensive Income	7,295	5,014	15,761	7,395
Profit Attributable to: Owners of the parent Minority Interest	6,664 460 7,124	5,423 (409) 5,014	16,373 (954) 15,419	8,728 (1,333) 7,395
Total Comprehensive Income Attributable to: Owners of the parent Minority interests	6,835 460 7,295	5,423 (409) 5,014	16,715 (954) 15,761	8,728 (1,333) 7,395
Earnings Per Share (EPS) (a) Basic (sen) (b) Diluted (sen)	0.94 0.94	1.68 N/A	3.45 3.42	2.71 N/A

The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 July 2011 and the accompanying explanatory notes attached to the interim financial statements.

Condensed Consolidated Statements of Financial Position as at 30 April 2012

	30/04/2012 (Unaudited)	31/07/2011 (Audited)
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	619,672	457,971
Investment properties	5,564	5,641
Available-for-sale - financial assets Deferred tax assets	3,417 3,851	3,090 2,988
Intangible	50,556	50,556
	683,060	520,246
Current assets	070.000	440.404
Inventories	373,908	443,184
Trade and other receivables Derivative assets	256,649 31	232,484 107
Tax recoverable	7,620	11,326
Available-for-sale - financial assets	218,318	83,221
Cash and cash equivalents	80,052	48,696
	936,578	819,018
Total assets	1,619,638	1,339,264
EQUITY AND LIABILITIES		
Current liabilities		
Borrowings	374,923	479,152
Trade and other payables	117,253	73,789
Derivative liabilities	285	650
	492,461	553,591
Net current assets	444,117	265,427
Non-current liabilities		
Borrowings	949	27,443
Liability component of redeemable convertible		
secured bonds	123,534	-
Deferred tax liabilities	48,097	41,483
	172,580	68,926
Total liabilities	665,041	622,517
Net assets	954,597	716,747
Equity attributable to owners of the parent	256 074	162 700
Share capital Share premium	356,871 38,073	163,700 25,341
Treasury shares	(7,479)	(7,479)
Warrant reserve	18,459	(1,413)
Other reserve	(18,459)	-
Revaluation reserve	31,635	31,635
Foreign reserve	21	6
Fair value adjustment reserve	741	414
Equity component of redeemable convertible		
secured bonds, net of tax	(3,217)	-
Retained profits	467,876 884,521	456,332
Minority interests	70,076	669,949 46,798
minority interests		
Total equity	954,597	716,747
Total equity and liabilities	1,619,638	1,339,264
Total equity and national	1,019,000	1,555,204
Net assets per share attributable to		
owners of the parent (RM)	1.35	2.23

The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 July 2011 and the accompanying explanatory notes attached to the interim financial statement.

Condensed Consolidated Statements of Cash Flows for the period ended 30 April 2012

	Current Year To-date 30/04/2012 RM'000	Preceding Year Corresponding Period 30/04/2011 RM'000
Operating Activities		
Profit Before Tax	20,700	14,046
Adjustments for:		
Allowance for doubtful debts	-	44
Depreciation of investment property	78	78
Depreciation of property, plant and equipment	15,572	16,961
Fair value changes on derivatives	(288)	(57)
Gain on disposal of property, plant and equipment	(827)	(493)
Interest expenses	13,790	10,827
Interest income:		
Available-for-sale financial assets	(2,147)	(1,281)
Deposits	(184)	(147)
Net unrealised foreign exchange loss	424	16
Property, plant and equipment written off	27	14
Reversal of allowance for doubtful debts	(87)	(19)
Operating profit before changes in working capital	47,058	39,989
Net change in current assets	45,374	45,274
Net change in current liabilities	43,274	(8,139)
Cash generated from operations	135,706	77,124
Interest paid	(13,543)	(10,827)
Taxes paid, net of taxes refunded	(2,469)	(4,673)
Net cash generated from operating activities	119,694	61,624
Investing Activities		
Interest received:		
Available-for-sale financial assets	2,147	1,281
Deposits	184	147
Investment in available-for-sale financial assets	(135,097)	(2,536)
Minority interest on new subsidiary	(100,007)	218
Proceeds from disposal of property, plant and equipment	3,107	3,199
Proceeds from disposal of available-for-sale financial assets	-	3,175
Purchase of property, plant and equipment	(179,582)	(8,048)
Net cash used in investing activities	(309,241)	(2,564)
Net cash asea in investing activities	(000,241)	(2,004)
Financing Activities		
Corporate exercise expenses	(5,630)	-
Dividends paid	(4,829)	(4,829)
Issuance of new subsidiary shares to minority interests	24,232	-
Issuance of ordinary shares	32,196	-
Issuance of rights issue of shares	177,073	-
Issuance of redeemable convertible secured bonds	129,169	-
Purchase of treasury shares	-	(11)
Repayment of borrowings	(130,723)	(61,413)
Net cash generated from / (used in) financing activities	221,488	(66,253)
Net Change in Cash and Cash Equivalents	31,941	(7,193)
Effect of exchange rate changes	(585)	119
Cash and Cash Equivalents at beginning of period	48,696	43,177
Cash and Cash Equivalents at end of period	80,052	36,103
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The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 31 July 2011 and the accompanying explanatory notes attached to the interim financial statements.

Condensed Consolidated Statements of Changes in Equity for the period ended 30 April 2012

<-----> Attributable to equity holders of the parent

	Attributable to equity noiders of the parent												
		<> Equity Component				<-Distributable->							
	Share Capital RM'000	Treasury Shares RM'000	Share Premium RM'000	Warrant Reserve RM'000	Other Reserve RM'000	Revaluation Reserve RM'000	Foreign Reserve RM'000	Fair Value Adjustment Reserve RM'000	of Redeemable	Retained Profits RM'000	Total RM'000	Minority Interests RM'000	Total Equity RM'000
As at end of current quarter ended 30 April 2012 Opening balance as at 1 August 2011	163,700	(7,479)	25,341	-	-	31,635	6	414	-	456,332	669,949	46,798	716,747
Total comprehensive income	-	-	-	-	-	-	15	327	-	16,373	16,715	(954)	15,761
Transactions with owners													
Issue of ordinary shares	16,098	-	16,098	-	-	-	-	-	-	-	32,196	-	32,196
Issue of rights issue of shares	177,073	-	-	18,459	(18,459)	-	-	-	-	-	177,073	-	177,073
Corporate exercise expenses	-	-	(3,366)	-	-	-	-	-	-	-	(3,366)	-	(3,366)
Issuance of new subsidiary shares to minority interests	-	-	-	-	-	-	-	-	-	-	-	24,232	24,232
Issuance of redeemable convertible secured bonds	-	-	-	-	-	-	-	-	(3,217)	-	(3,217)	-	(3,217)
Final dividend for the financial year ended 31 July 2011 (Single tier of 3%)	-	-	-	-	-	-	-	-	-	(4,829)	(4,829)	-	(4,829)
Transactions with owners	193,171	-	12,732	18,459	(18,459)	-	-	-	(3,217)	(4,829)	197,857	24,232	222,089
Closing balance as at 30 April 2012	356,871	(7,479)	38,073	18,459	(18,459)	31,635	21	741	(3,217)	467,876	884,521	70,076	954,597
As at preceding year corresponding quarter ended 30 April 2011 Opening balance as at 1 August 2010	163,700	(7,458)	25,341	-	-	31,635	-	-	-	433,741	646,959	48,466	695,425
Total comprehensive income	-	-	-	-	-	-	-	-	-	8,728	8,728	(1,333)	7,395
Transactions with owners													
Purchase of treasury shares	-	(11)	-	-	-	-	-	-	-	-	(11)	-	(11)
Minority interest on new subsidiary	-	-	-	-	-	-	-	-	-	-	-	218	218
Final dividend for the financial year ended 31 July 2010 (Single tier of 3%)	-	-	-	-	-	-	-	-	-	(4,829)	(4,829)	-	(4,829)
Transactions with owners	-	(11)	-	-	-	-	-	-	-	(4,829)	(4,840)	218	(4,622)
Closing balance as at 30 April 2011	163,700	(7,469)	25,341	-	-	31,635	-	-	-	437,640	650,847	47,351	698,198

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 July 2011 and the accompanying explanatory notes attached to the interim financial statements.

HIAP TECK VENTURE BERHAD (Company No: 421340-U)

Notes to the Quarterly Report – 30 April 2012

PART A: EXPLANATORY NOTES AS PER FINANCIAL REPORTING STANDARDS ("FRS") 134, INTERIM FINANCIAL REPORTING

1. Basis of preparation

These interim financial statements are prepared in compliance with FRS 134 "Interim Financial Reporting" issued by Malaysian Accounting Standards Board ("MASB") and Chapter 9 Part K of the Listing Requirement of Bursa Malaysia Securities Berhad. The interim financial report should be read in conjunction with the Company's annual audited financial statements for the year ended 31 July 2011.

This interim financial report has been prepared based on accounting policies and methods of computation which are consistent with those adopted in the annual audited financial statements for the year ended 31 July 2011, except for the adoption of the following new and revised FRSs, IC Interpretations and Amendments to FRSs and IC Interpretation:

Effective for financial periods beginning on or after 1 January 2011

Amendment to FRS 1, Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters

Amendments to FRS 1, Additional Exemption for First-time Adopters

Amendments to FRS 2, Group Cash-settled Share-based Payment Transactions

Amendments to FRS 7, Improving Disclosures about Financial Instruments Improvements to FRSs (2010)

IC Interpretation 4, Determining whether an Arrangement contains a Lease

IC Interpretation 18, Transfers of Assets from Customers

Effective for financial periods beginning on or after 1 July 2011

IC Interpretation 19, Extinguishing Financial Liabilities with Equity Instruments Amendments to IC Interpretation 14, Prepayments of a Minimum Funding Requirement

Effective for financial periods beginning on or after 1 January 2012

FRS 124, Related Party Disclosures

IC Interpretation 15, Agreements for the Construction of Real Estate

The above new FRS and Interpretations are expected to have no significant impact on the financial statements of the Group.

1. Basis of preparation (cont'd)

The standards and interpretations that have been issued but not yet effective are listed below.

Convergence of the FRSs with the International Financial Reporting Standards

On 19 November 2011, the MASB issued the new Malaysian Financial Reporting Standards ("MFRS") framework, consisting of accounting standards which are in line with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). This MFRS framework is effective for annual periods beginning on or after 1 January 2012. As at 31 December 2011, all the FRSs issued under the existing FRS framework are the same as the MFRSs issued under the MFRS framework, except for differences in relation to the transitional provisions as well as differences in effective dates contained in certain of the existing FRSs.

The Group will be adopting MFRS framework for the financial year ending 31 July 2013. Upon the adoption, the financial statements of the Group will be equivalent to the financial statements prepared by other jurisdictions which adopt IFRSs.

2. Audit qualification

There were no audit qualifications on the annual financial statements of the Group for the year ended 31 July 2011.

3. Seasonal or cyclical factors

The Group's business operations are not materially affected by any major seasonal factors except during Hari Raya, Christmas and Chinese New Year festive seasons where business activities generally slow down.

4. Material unusual items

There were no unusual nature and amount of items affecting assets, liabilities, equity, net income or cash flows during the quarter.

5. Material changes in estimates

There were no material changes in estimates of amount reported in prior interim period that have material impact in the current quarter under review.

6. Issuances, cancellation, repurchase, resale and repayment of debt and equity securities

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current quarter under review except the following:-

- a) On 5 April 2012, the Company has issued RM147 million nominal value of redeemable convertible secured bonds for 7 years at a conversion price of RM0.70.
- b) As at 30 April 2012, a total of 5,450,000 buy-back shares were held as treasury shares and carried at cost.

7. Dividend paid

No dividend has been paid during the period under review.

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8. Segment information

The Group's activities are identified into the following business segments:

	•	9	9 months ende	ed 30 April 2012		
	Trading <u>RM'000</u>	Manufacturing RM'000	Property and Investment <u>RM'000</u>	Transportation RM'000	Elimination <u>RM'000</u>	Group <u>RM'000</u>
SALES						
- External sales	405,811	418,494	-	4	-	824,309
- Intersegment sales	6,592	26,275	39,264	3,264	(75,395)	-
Total sales	412,403	444,769	39,264	3,268	(75,395)	824,309
RESULTS						
Interest income	498	460	1,370	3	_	2,331
Dividend income	1,200	5,000	32,040	-	(38,240)	-
Depreciation						
& amortisation	1,003	13,124	1,441	82	_	15,650
Segment profit	11,024	10,784	30,344	588	(32,040)	20,700

9. Valuation of property, plant and equipment

The valuations of property, plant and equipment have been brought forward without amendments from the previous annual report.

10. Significant events

There were no material events subsequent to the end of the interim period up to the date of this report.

11. Changes in the composition of the Group

On 3 November 2011, the Group via its subsidiary, Huatraco Scaffold Sdn. Bhd., incorporated a wholly owned subsidiary, Huatraco Natscreen Sdn. Bhd. with a paid up capital of RM2. The principal activities of the subsidiary are manufacturing, selling and dealing in scaffolding, a range of steel products and steel fabricators.

The Company has announced that the name of its subsidiary, Hiap Teck Steel Manufacturing Sdn. Bhd. has been changed to "Hiap Teck Management Services Sdn. Bhd." effective from 9 February 2012. On 18 February 2012, Hiap Teck Management Services Sdn. Bhd. became a direct wholly owned subsidiary of Hiap Teck Venture Berhad.

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

12. Changes in contingent liabilities and assets

The contingent liabilities as at 30 April 2012 are as follow:

	Group		
Unsecured Contingent Liabilities :-	30.04.12 RM'000	31.07.11 RM'000	
In respect of indemnity provided for bank guarantees issued	17,546	16,678	
In respect of guarantees issued in favour of Royal Customes and Excise Department	9,000	6,000	
Total	26,546	22,678	

13. Capital commitments

Capital commitments as at 30 April 2012 are as follow:

	RM'000
Capital expenditure:	
Approved and contracted for	690,650
Approved but not contracted for	63,350
	754,000

14. Related party transactions

Related party transactions for the quarter under review in which certain directors have direct/indirect interest are as follows:

Group		
-	Current year-to-	
quarter	date	
30.04.12	30.04.12	
RM'000	RM'000	
-	2	
31,950	100,623	
-	1	
	quarter 30.04.12 RM'000	

These transactions have been entered into in the normal course of business and at arms length basis and on terms no more favourable to the related party than those generally available to the public and are not detrimental to minority shareholders.

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

15. Review of performance

During the current quarter under review, the Group achieved a turnover of RM275.37 million compared to RM236.45 million for the corresponding period of the previous year with an increase of approximately 16%. Both the trading and manufacturing division achieved higher turnover of RM142.98 million and RM132.39 million respectively compared to RM119.10 million and RM117.35 million in the corresponding quarter in previous year.

Nevertheless, there was a drop in profit margin from 10% to 8% mainly due to higher production cost in the current quarter as compared to previous year corresponding quarter.

The group recorded a higher profit before tax for the current quarter. PBT for the current quarter was RM9.34 million, while PBT for previous year corresponding quarter was RM8.20 million. The increase was mainly from interest income due to higher deposit, generated from the corporate exercise proceeds.

16. Comparison with preceding quarter's results

The Group's turnover has increased by 9% from RM252.91 million in the immediate preceding quarter to RM275.37 million in the current quarter. Sales recovered after the festival season in the previous quarter. Trading sales improved by 17.3% while sales in the manufacturing division increased by 1%.

Gross profit margin was better by 2% as a result of lower cost of sales in the current quarter compared with the immediate preceding quarter. In tandem with the improved gross profit margin, profit before tax of RM9.34 million for the current quarter was higher than the immediate preceding quarter.

17. Prospects

The outlook of global steel market remains challenging. However, the Group expects improvement in the local steel consumption with the implementation of mega projects such as MRT lines, LRT extensions, Iskandar development, Pengerang Oil & Gas Hub.

The Group will continue its efforts to increase its production and operation efficiency by improving its procurement & inventory management. The Group remains cautious for the remaining period of the financial year.

18. Variance of actual and forecast profit

Not applicable.

19. Tax

		Group
	Current year quarter	Current year-to- date
	30.04.12	30.04.12
	RM'000	RM'000
Income tax	2,23	7 6,175
Deferred tax	(24	(894)
	2,21	3 5,281

The Group's effective tax rate was fairly consistent with the statutory income tax rate during the financial period.

20. Status of corporate proposal

The Company has on 5 April 2012 issued RM147 million nominal value of redeemable convertible secured bonds for 7 years. The issue price was approximately RM129 million which issued at discount to the nominal value. The conversion price is RM0.70. The coupon rate is fixed at 4.5% per annum on the nominal value payable semiannually in arrears. Upon the issuance, thereby marking the completion of the proposed bonds issued.

Except for the ESOS implementation, the rest of the corporate exercises have been completed.

21. Utilisation of proceeds from corporate exercise

As of 30 April 2012, the status of utilisation of proceeds raised from the corporate exercise was as follows:

		Amount Utilised as at	Amount	Timeframe for
	approved	30.04.12	Unutilised	utilisation
	RM'000		RM'000	
	(a)	(b)	(a) - (b)	
Private placement:				
- to subscribe to a fund raising exercise to be undertaken by a subsidiary, Eastern Steel Sdn.				
Bhd.	31,996	31,996	-	12 months
- to defray estimated expenses incidental to the private placement *	200	30	170	1 month
private practical	32,196	32,026	170	
Rights issue with warrants - to part finance the construction of the project plant under Eastern Steel Sdn. Bhd. - to refinance existing bank borrowings - to defray estimated expenses incidental to the rights issue with warrants *	137,222 35,651 4,200	109,833 32,123 3,282 145,238	27,389 3,528 918 31,835	12 months 3 months 1 month
Redeemable convertible secured bonds - to be on-lent to Eastern Steel Sdn. Bhd. to part finance the project plant	143,800	-	143,800	12 months
- to defray estimated expenses incidental to the issuance of bonds *	3,200	2,318	882	1 month
	147,000	2,318	144,682	
	356,269	179,582	176,687	

^{*} Any variation in the amount raised and estimated expenses will be adjusted against the amount allocated for the fund raising exercise to be undertaken by a subsidiary, Eastern Steel Sdn. Bhd.

22. Borrowings

The Group's borrowings as at 30 April 2012 are as follows:

Long Term RM'000	Short Term RM'000	Total RM'000
-	341,127	341,127
-	25,000	25,000
-	8,516	8,516
949	280	1,229
123,534	-	123,534
124,483	374,923	499,406
	RM'000	RM'000 RM'000 - 341,127 - 25,000 - 8,516 949 280

Bankers' Acceptances and revolving credit are secured by corporate guarantees of the Company.

As at 30 April 2012, the Company has extended corporate guarantees amounting to RM374.6 million to financial institutions for banking facilities granted to certain subsidiaries. The financial impact of the guarantees is not material as the subsidiaries concerned are in positive financial standings to meet their obligations as and when they fall due.

Redeemable convertible secured bonds are constituted by a Trust Deed entered into between the Company and the trustee. Pursuant to the Trust Deed dated 21 March 2012, the Company will create the security documents to secure the bonds. The appointed Security Trustee has agreed to act as security trustee and to hold the benefit of the security documents and the security thereby created on trust for the secured parties in the manner and upon the terms and conditions in the deed.

23. Material litigation

There is no material litigation for the quarter under review.

24. Dividend

The Board of Directors does not recommend any dividend for the quarter under review.

25. Earning per share ("EPS")

a) Basic EPS

The basic earnings per share has been calculated by dividing the Group's net profit attributable to ordinary equity holders for the period by the weighted average number of ordinary shares in issue.

	Current Year Quarter 30.04.12	Current Year- to-date 30.04.12
Profit attributable to owners of the parent (RM'000)	6,664	16,373
Weighted average number of ordinary shares in issue ('000)	708,292	475,260
Basic earning per share (sen)	0.94	3.45

b) Diluted EPS

The diluted earnings per share has been calculated by dividing the Group's net profit attributable to ordinary equity holders for the period by the weighted average number of ordinary shares that would have been in issue upon full exercise of the remaining options under Warrants, adjusted for the number of such ordinary shares that would have been issued at fair value.

	Current Year Quarter 30.04.12	Current Year- to-date 30.04.12
Profit attributable to owners of the parent (RM'000)	6,664	16,373
Weighted average number of ordinary shares in issue ('000)	708,292	475,260
Adjustment for Warrants ('000)	3,689	3,689
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	711,981	478,949
Diluted earning per share (sen)	0.94	3.42

26. Realised and unrealised profit disclosure

	Current Year Quarter 30.04.12 RM'000	Immediate Preceding Quarter 31.01.12 RM'000
Realised Unrealised	497,473 5,697	490,109 6,112
	503,170	496,221
Less: Consolidation adjustments	(35,294)	(35,009)
Total retained profits	467,876	461,212

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27. Profit from operations

	Current Year (Quarter 30.04.12 RM'000	Current Year- to-date 30.04.12 RM'000
Profit from operations is arrived at after charging:		
Depreciation of property, plant and equipment	3,868	15,572
Depreciation of investment property	26	78
Interest expenses	4,753	14,223
Net foreign exchange loss		
Unrealised	-	424
Property, plant and equipment written off	2	27
and after crediting:		
Fair value changes on derivatives	135	288
Gain on disposal of property, plant and equipment	964	827
Interest income:		
Available-for-sale fnancial assets	998	2147
Deposits	131	184
Net foreign exchange gain		
Realised	444	975
Unrealised	544	-
Rental income	175	526
Reversal of allowance for doubtful debts	6	87