

Condensed Consolidated Statement of Comprehensive Income (Unaudited) For the financial quarter ended 30 April 2018

		Individual Quarter		<b>Cumulative Period</b>		
	Note	Current Year Quarter 30.4.2018 RM'000	Preceding Year Quarter 30.4.2017 RM'000	Current Year To Date 30.4.2018 RM'000	Preceding Year To Date 30.4.2017 RM'000	
Revenue		11,970	23,436	54,850	64,163	
Cost of sales		(8,467)	(15,277)	(34,800)	(45,755)	
Gross profit		3,503	8,159	20,050	18,408	
Other income		2,708	136	3,127	392	
Selling and distribution expenses		(185)	(521)	(693)	(772)	
Administrative expenses		(4,738)	(5,159)	(16,865)	(13,021)	
Finance costs		(392)	(123)	(668)	(160)	
Profit before tax		896	2,492	4,951	4,847	
Income tax expense	B5	858	(1,430)	(108)	(2,514)	
Profit after taxation for the financial period		1,754	1,062	4,843	2,333	
Other Comprehensive Expense, net of Tax:						
Foreign currency translation		(571)	1	(572)	134	
Total Comprehensive Income	B12	1,183	1,063	4,271	2,467	

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 July 2017 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Comprehensive Income (Unaudited) For the financial quarter ended 30 April 2018 (Cont'd)

	Note	Individu Current Year Quarter 30.4.2018 RM'000	al Quarter Preceding Year Quarter 30.4.2017 RM'000	Cumulati Current Year To Date 30.4.2018 RM'000	ve Period Preceding Year To Date 30.4.2017 RM'000
<b>Profit after taxation attributable to:</b> Owners of the Company Non-Controlling Interests		1,145 609	1,073 (11)	1,463 3,380	2,350 (17)
		1,754	1,062	4,843	2,333
Total Comprehensive Income attributable to:					
Owners of the Company Non-Controlling Interests	B12	574 609	1,074 (11)	891 3,380	2,484 (17)
		1,183	1,063	4,271	2,467
Earnings per share ("EPS") (in sen) - Basic	<b>B</b> 11	0.40	0.45	0.52	0.99
- Diluted	B11	0.25	0.44	0.31	0.96

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 July 2017 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Financial Position As at 30 April 2018

As at 30 Apri	l 2018		
	Note	As at 30.4.2018 (Unaudited) RM'000	As at 30.4.2017 (Unaudited) RM'000
ASSETS	Note		
Non-Current Assets			
Property, plant and equipment		25,088	15,399
Deferred Tax Asset		420	-
Investment property		1,881	1,923
Inventories		20,256	17,673
Investment in an associate		693	692
Goodwill Other receivable		597	-
Other receivable		12,124	11,230
		61,059	46,917
Current Assets			
Gross amount due from contract customer		27,784	17,033
Inventories		44,416	51,067
Trade and others receivables		67,782	39,790
Current tax assets		653	184
Cash and cash equivalents		26,456	12,862
		167,091	120,936
TOTAL ASSETS	_	228,150	167,853
EQUITY AND LIABILITIES			
Share capital		88,422	59,945
Irredeemable convertible preference shares		32,222	33,071
Reserves		1,151	(1,130)
Shareholders' funds		121,795	91,886
Non-controlling interests	_	2,065	151
TOTAL EQUITY	_	123,860	92,037
Non-Current Liabilities			
Long-term bank borrowings	B8	16,206	8,481
Deferred tax liabilities		258	258
Other payable		22,220	30,138
		38,684	38,877
Current Liabilities		20.005	22.001
Trade and other payables	DO	38,095	23,091
Short-term borrowings Progress billings	B8	23,809 3,694	11,273
Current tax liabilities		8	2,575
		65,606	36,939
TOTAL LIABILITIES		104,290	75,816
TOTAL EQUITY AND LIABILITIES		228,150	167,853
Net assets per share attributable to ordinary equity holders of	—		
the Company (RM)	_	0.34	0.38

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 July 2017 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Changes in Equity For the financial period ended 30 April 2018

<> Attributable to owners of the company> <> Oistributable									
	Share Capital RM'000	Share Premium RM'000	Reserve RM'000	Foreign Exchange Translation Reserve RM'000	Irredeemable Convertible Preference Shares RM'000	Accumulated Losses RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
Balance as at 1 August 2017	68,745	18,475	1,721	572	32,232	(19,592)	102,153	(817)	101,336
Profit after taxation for the period Other comprehensive income for the	-	-	-	-	-	1,463	1,463	3,380	4,843
period, net of tax - Foreign currency	-	-	-	(572)	-	-	(572)	-	(572)
translation									
Total comprehensive income for the period	_	_	_	(572)	-	1,463	891	3,380	4,271
Transaction with owners of the company: Issuance of ordinary share pursuant to:									
- exercise of SIS	3,636	-	(831)	-	-	-	2,805	-	2,805
- ICPS	100	-	-	-	(10)	-	90	-	90
-Private Placement Acquisition of	15,941	-	-	-	-	-	15,941	-	15,941
subsidiary Direct expenses	-	- (85)	-	-	-	-	- (85)	(498)	(498) (85)
Balance as at							. *		
30 April 2018	88,422	18,390	890	-	32,222	(18,129)	121,795	2,065	123,860

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 July 2017 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Changes in Equity For the financial period ended 30 April 2018 (Cont'd)

<-----> Attributable to owners of the company -----> <----> On Distributable ----> Distributable

	Share Capital RM'000	Share Premium RM'000	Warrants Reserve RM'000	Foreign Exchange Translation Reserve RM'000	Irredeemable Convertible Preference Shares RM'000	Accumulated Losses RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
Balance as at 1 August 2016	57,120	16,745	2,232	423	33,071	(24,027)	85,564	(31)	85,533
Loss after taxation for the period Other comprehensive Income for the period, net of tax - Foreign currency translation	-	-	-	- 134	-	2,350	2,350 134	(17)	2,333 134
Total comprehensive expense for the period Issuance of - exercise of Warrant B	2,330	- 1,687	- (1,342)	134	-	2,350 586	2,484 3,261	(17)	2,467 3,261
- exercise of SIS Direct expenses Acquisition of subsidiary Palarea es et	495	160 (78)	-	- -	- -	- -	655 (78)	- - 199	655 (78) 199
Balance as at 30 April 2017	59,945	18,514	890	557	33,071	(21,091)	91,886	151	92,037

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 July 2017 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Cash Flows For the financial period ended 30 April 2018

For the financial period ended 50 April 2018	Current Year to date 30.4.2018 RM'000	Preceding Year to date 30.4.2017 RM'000
Cash Flows From Operating Activities Profit before tax Adjustments for:	4,951	4,847
Non-cash items Non-operating items	1,311 (213)	2,439 288
<i>Operating profit before working capital changes</i> Net change in current assets Net change in current liabilities	<b>6,049</b> (34,131) 5,177	<b>7,574</b> (13,804) (24,157)
Cash used in operations Tax paid	( <b>22,905</b> ) (2,602)	( <b>30,387</b> ) (164)
Net cash used in operating activities	(25,507)	(30,551)
Cash Flows From Investing Activities		
Purchase of property, plant and equipment	(57)	(485)
Acquisition of subsidiary, net of cash and cash equivalent	9,250	-
Acquisition of land held for development	(3,181)	-
Interest income	310	54
Proceeds from disposal of property, plant and equipment	-	31
Acquisition of an associate	-	(490)
Subscription of shares by non-controlling interests	-	199
Net cash flows from disposal of subsidiary	(1,424)	-
Net cash used in investing activities	4,898	(691)
Cash Flows From Financing Activities		
Interest paid	(668)	(160)
Issuance of shares to non-controlling interests	(497)	-
Proceeds from issuance of ordinary shares pursuant to:		
-SIS, net of expenses	2,805	655
-Private placement, net of expenses	15,856	-
- conversion of ICPS, net of expenses	90	-
- exercised of warrants	-	3,183
Drawdown of bank borrowings	22,882	1,483
Repayment of hire purchase	(626)	(79)
Repayment of term loans	(71)	-
Placement of fixed deposit pledged with a licensed bank	(10,148)	(5,000)
Net cash generated from financing activities	29,623	82
Net cash increased/(decreased) in cash and cash equivalents	9,014	(31,160)
Effects of exchange rate changes on cash and cash equivalents	(546)	134
Cash and cash equivalents at beginning of the financial year	(3,306)	32,579
Cash and cash equivalents at end of the financial period	5,162	1,553



Condensed Consolidated Statement of Cash Flows For the period ended 30 April 2018 (Cont'd)

	Current Year To Date 30.4.2018 RM'000	Preceding Year To Date 30.4.2017 RM'000
Analysis of cash and cash equivalents:		
Fixed deposits with licensed banks	15,275	5,120
Cash and bank balances	11,181	7,742
Bank overdrafts	(6,019)	(6,189)
	20,437	6,673
Less: Fixed deposit pledged to licensed banks	(15,275)	(5,120)
	5,162	1,553

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 July 2017 and the accompanying explanatory notes attached to the interim financial statements.



# NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER

# PART A EXPLANATORY NOTES PURSUANT TO MFRS 134

## 1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with MFRS 134, Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The report should be read in conjunction with the annual audited financial statements of the Group for the year ended 31 July 2017.

The significant accounting policies and methods of computation adopted for the interim financial statements are consistent with those adopted in the latest audited financial statements for the financial year ended 31 July 2017.

The adoption of the MFRSs and Amendments to MFRSs that came into effect after 1 August 2016 did not have any significant impact on the interim financial statements upon their initial application.

The following standards were issued by the Malaysian Accounting Standards Board but are not yet effective and have not been applied by the Group:

MFRSs and/or IC Interpretations (Including The Consequential Amendments)	Effective Date
MFRS 9 Financial Instruments (IFRS 9 as issued by IASB in July 2014)	1 January 2018
MFRS 16 Leases	1 January 2019
MFRS 17 Insurance Contracts	1 January 2021
IC Interpretation 22 Foreign Currency Transactions and Advance Consideration	1 January 2018
IC Interpretation 23 Uncertainty over Income Tax Treatments	1 January 2019
Amendments to MFRS 2: Classification and Measurement of Share-based Payment	
Transactions	1 January 2018
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 107: Disclosure Initiative	1 January 2017
Amendments to MFRS 112: Recognition of Deferred Tax Assets for Unrealised	
Losses	1 January 2017
Amendments to MFRS 140 - Transfers of Investment Property	1 January 2018
Annual Improvements to MFRS Standards 2014 – 2016 Cycles:	
•Amendments to MFRS 12: Clarification of the Scope of the Standard	1 January 2017
Annual Improvements to MFRS Standards 2014 – 2016 Cycles:	1 January 2017
Annual Improvements to MFRS Standards 2014 – 2016 Cycles:	
•Amendments to MFRS 1: Deletion of Short-term Exemptions for First-time Adopters	
•Amendments to MFRS 128: Measuring an Associate or Joint Venture at Fair	
Value	1 January 2018



# NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER

# PART A EXPLANATORY NOTES PURSUANT TO MFRS 134 (Cont'd)

## **1.** Basis of Preparation (Cont'd)

The adoption of the above accounting standard(s) and/or interpretation(s) (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group upon their initial application except as follows:-

MFRS 9 (IFRS 9 issued by IASB in July 2014) replaces the existing guidance in MFRS 139 and introduces a revised guidance on the classification and measurement of financial instruments, including a single forward-looking 'expected loss' impairment model for calculating impairment on financial assets, and a new approach to hedge accounting. Under this MFRS 9, the classification of financial assets is driven by cash flow characteristics and the business model in which a financial asset is held. Therefore, it is expected that the Group's investments in unquoted shares that are currently stated at cost less accumulated impairment losses will be measured at fair value through other comprehensive income upon the adoption of MFRS 9. The Group is currently assessing the financial impact of adopting MFRS 9.

The amendments to MFRS 107 require an entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. Accordingly, there will be no financial impact on the financial statements of the Group upon its initial application. However, additional disclosure notes on the statements of cash flows may be required.

## 2. Status of Audit Qualifications

The audited financial statements of the Group for the financial year ended 31 July 2017 was not subject to any audit qualification.

## 3. Seasonality or Cyclically of Operations

There were no material seasonal or cyclical factors that have affected the financial performance of the Group. However, the demand of the Group's products is generally dependent on consumer demand of baby products and medical contraceptive condoms.

## 4. Unusual Items

Save for the information disclosed in this interim financial report, there are no unusual items affecting assets, liabilities, equity, net income, or cash flows.

## 5. Changes in Estimates

There were no significant changes in the estimates of amounts reported during this quarter and in prior quarters or prior financial year that have a material effect in the current quarter.



# PART A EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)

## 6. Issuances, Cancellation, Repurchases, Resale & Repayments of Debts And Equity Securities

On 28 August 2017, 26 September 2017 and 26 October 2017, there are total of 200,000 ordinary shares of RM0.25 each have been issued pursuant to the conversion of 200,000 ICPS to 200,000 new ordinary shares by conversion of 1 unit ICPS and payment of RM0.45 in cash for 1 new ordinary share.

Save for the above, there were no issuance, cancellation, repurchases, resale and repayments of debt and equity securities during the financial period-to-date.

## 7. Dividend

There were no dividends paid during the current quarter.

## 8. Segment Information

The following is an analysis of the revenue and consolidated result of the Group by segment of its operating activities for the current quarter ended 30 April 2018: -

30 April 2018	Manufacturing RM'000	Trading RM'000	Construction RM'000	Property Development RM'000	Others RM'000	Elimination RM'000	Consolidation RM'000
External Sales	2,074	4,568	2,461	3,385	-	(518)	11,970
Segment Results (EBITDA)	(640)	(104)	(270)	750	1,973	-	1,709
Finance Cost	(26)	(22)	(152)	-	(192)	-	(392)
Depreciation and Amortisation	(120)	(83)	(10)	(117)	(91)	-	(421)
Consolidated Profit Before Tax							896
ASSETS							
Segment Assets	17,965	1,128	71,656	89,077	151,494	(106,936)	224,384
LIABILITIES							
Segment Liabilities	12,949	6,357	52,243	84,022	36,285	(87,285)	104,571
OTHER INFORMATION							
Capital Expenditure	-	-	12,480	-	-	-	12,480
Depreciation and Amortisation	120	83	10	117	91	-	421
Other Non Cash Expenses/(Income)	-	-	-	-	-	-	-



# PART A EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)

## 8. Segment Information (Cont'd)

30 April 2017	Manufacturing RM'000	Trading RM'000	Construction RM'000	Property Development RM'000	Others RM'000	Elimination RM'000	Consolidation RM'000
External Sales	2,338	7,162	14,587	-	-	(651)	23,436
Segment Results (EBITDA)	178	(1,362)	5,556	1	(1,312)	(112)	2,949
Finance Cost	(86)	(14)	(16)	-	(7)	-	(123)
Depreciation and Amortisation	(206)	(91)	-	-	(37)	-	(334)
Consolidated Loss Before Tax							2,492
ASSETS							
Segment Assets	19,477	11,549	41,823	75,285	98.321	(78,602)	167,853
LIABILITIES							
Segment Liabilities	12,499	14,068	30,704	72,255	7,111	(60,821)	75,816
OTHER INFORMATION							
Capital Expenditure	-	-	3	-	-	-	3
Depreciation and Amortisation	206	91	-	-	37	-	334
Other Non Cash Expenses/(Income)	-	-	_	_	-	-	-

## **GEOGRAPHICAL SEGMENT**

The following table provides an analysis of the Group's revenue, segment assets and capital expenditure by geographical segments:

	Revenue by location of customers		Segments asset ass	•	Capital expenditure by location of assets		
	30 April 2018 RM'000	30 April 2017 RM'000	30 April 2018 RM'000	30 April 2017 RM'000	30 April 2018 RM'000	30 April 2017 RM'000	
Malaysia	6,991	15,826	224,384	157,762	12,480	3	
Other Asian Countries	4,951	7,512	-	10,091	-	-	
European Countries	-	-	-	-	-	-	
African Countries	-	-	-	-	-	-	
Others	28	98	-	-	-	-	
Total	11,970	23,436	224,384	167,853	12,480	3	

# 9. Valuation of Property, Plant and Equipment

There was no valuation of the property, plant and equipment in the current quarter under review.



## PART A EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)

## **10. Material Events Subsequent to the End of the Interim Period**

There were no material events subsequent to the reporting period up to 20 June 2018, being the latest practicable date, which is not earlier than 7 days from the date of issue of this quarterly report, that have not been reflected in the financial statements for the current quarter ended 30 April 2018 except for the followings:

- (i) On 17 May 2018, Junjung Simfoni Sdn. Bhd., a wholly owned subsidiaries of the Company had entered into a Joint Venture Agreement with Casa Bangsar Sdn. Bhd. to jointly undertake, implement, develop and complete the construction of an integrated mixed development to be erected on all those parts of land held under Lot 428 and Lot 745 located in Mukim of Tebrau, District of Johor Bahru, Johor, measuring approximately 47.87 acres in accordance with the provisions of the Privatisation cum Development Agreement dated 4 June 2015.
- (ii) On 31 May 2018, the Company's 70% owned subsidiary, O&C Development (Kuantan) Sdn. Bhd. had at the request of SSPP Development Sdn. Bhd. ("SSPP") vide SSPP solicitors' letter dated 30 May 2018 agreed to extend the time frame for Conditions Precedent under Section 3 of the JVA dated 1 June 2015 to be extended for another six months period expiring on 30 November 2018 as SSPP's application to the State Authorities for the conversion of the said land is still in progress.
- (iii) On 5 June 2018, the Company has subscribed for an additional 249,900 ordinary shares of RM1.00 each at par in the capital of its wholly-owned subsidiary, O&C Properties (Kuantan) Sdn. Bhd. (Formerly known as Jaringan Jasa Sdn. Bhd.) ("OPKSB") for a cash consideration of RM249,900.00. Following of the shares subscription, the issued and paid up share capital of OPKSB has increased from RM100 to RM250,000.
- (iv) On 12 June 2018, the Company had entered into a Share Sale Agreement with Mr. Ooi Joul Sion for the disposal of its 100% equity interest comprising of 8,000,000 ordinary shares in Takaso Rubber Products Sdn Bhd ("TRPSB") for a cash consideration of RM8 million. Upon completion of the Disposal, TRPSB and its subsidiary, Takaso Marketing Sdn Bhd will cease to be subsidiary companies of OCR.

## 11. Changes in the Composition of the Group

There were no changes in the composition of the Group for the current quarter ended 30 April 2018 except for the followings:

- (a) On 6 February 2018, the Company's wholly-owned subsidiary, Grand Superland Sdn Bhd had acquired 100% equity interest of Serba Simfoni Sdn. Bhd. ("SSSB") comprising of one (1) ordinary share for a cash consideration of RM1.00.
- (b) On 8 February 2018, the Company had acquired one ordinary share of RM1.00 representing 100% of the issued and paid-up share capital of Fajar Simfoni Sdn. Bhd. ("FSSB") for a cash consideration of RM1.00.



# PART A EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)

## 11. Changes in the Composition of the Group (Cont'd)

- (c) On 22 March 2018, the Company had acquired one ordinary share of RM1.00 representing 100% of the issued and paid-up share capital of Junjung Simfoni Sdn. Bhd. ("JSSB") for a cash consideration of RM1.00.
- (d) On 19 April 2018, the Company had acquired 100% equity interest in the following companies:
  - (i) Nova Avenue Sdn. Bhd. ("NASB") comprising of one (1) ordinary share for a cash consideration of RM1.00; and
  - (ii) Amazing Symphony Sdn. Bhd. ("ASSB") comprising of one (1) ordinary share for a cash consideration of RM1.00.
- (e) On 26 April 2018, the Company had entered into a Share Sale Agreement with Mr. Choo Peng Hung for the disposal of its 100% equity interest comprising of 100,000 ordinary shares in Takaso Industries Pte Ltd ("TIPL") for a cash consideration of RM4.4 million. Upon completion of the Disposal, TIPL and its subsidiary, P.T. Takaso Indonesia Global Manufacturing will cease to be subsidiary companies of OCR.

#### 12. Changes in Contingent Liabilities or Contingent Assets since the Last Annual Balance Sheet Date

Since the last annual balance sheet date, there were no material changes in contingent liabilities for the Group as at 20 June 2018, being the last practicable date from the date of issue of this quarterly report that are expected to have an operational or financial impact on the Group.

The changes in contingent liabilities of the Company are as follows:-

	Con	npany
	As at	As at
	30.4.2018	31.1.2018
Corporate guarantees extended:	<b>RM'000</b>	<b>RM'000</b>
- to financial institutions for credit facilities granted		
to subsidiaries	23,777	15,984
	,	

There were no contingent assets since the last annual balance sheet as at 31 July 2017.



# PART A EXPLANATORY NOTES PURSUANT TO MFRS 134 (CONT'D)

## **13.** Capital Commitments

Save from the following, there were no capital commitments in the current quarter under review:

	As at	As at
	30.4.2018	31.1.2018
	<b>RM'000</b>	RM'000
Contracted but not provided for:		
-Acquisition of new subsidiaries	-	2,717

# 14. Significant Inter Company and Related Party Transactions

	Group	
	Current Year To Date 30.4.2018 RM'000	Preceding Year To Date 30.4.2017 RM'000
Inter Company Transactions		
Sales by Takaso Rubber Products Sdn Bhd to:-		
Takaso Marketing Sdn Bhd	1,837	1,991
Japlo Healthcare Sdn Bhd	-	-
Sales by Takaso Marketing Sdn Bhd to:- Japlo Healthcare Sdn Bhd	-	10
Purchases from a company in which a director has a substantial financial interest	1,293	879
Sales to a company in which a director has a substantial financial interest	364	109
Project revenue recognised from contracts awarded by		
companies in which a director has a substantial financial interest	4,635	23,758

The Directors are of the opinion that all inter-segment transactions have been entered into the normal courses of business and are based on negotiated terms.



# PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS

## 1. Detailed Analysis of the Performance of all Operating Segments

	Individual Quarter		<b>Cumulative Period</b>	
	30.4.2018 RM'000	30.4.2017 RM'000	30.4.2018 RM'000	30.4.2017 RM'000
Revenue	11,970	23,436	54,850	64,163
Profit before tax	896	2,492	4,950	4,847

For the current quarter under review, the Group's revenue decreased by 48.93% as compared to the corresponding quarter period ended 30 April 2017. For the cumulative period under review, the Group's revenue decreased by 14.51% as compared to the corresponding cumulative period ended 30 April 2017. The decrease in current quarter and cumulative revenue was mainly due to completion of the construction projects.

For the current quarter and cumulative period under review, the Group registered profit before tax of RM0.9 million and RM4.9 million respectively as compared to profit before tax of RM2.5 million and RM4.8 million respectively in the corresponding quarter and cumulative period ended 30 April 2017. The increase in profit before tax was mainly contributed by the development segment in the cumulative period under review.

## Further Analysis by Segments

## Manufacturing Segment

The revenue has decreased by approximately RM0.1 million in the current quarter under review as compared to the previous corresponding quarter ended 30 April 2017. The decrease in revenue is mainly due to decrease in demand of rubber products and baby products.

## Trading Segment

The revenue has decreased by approximately RM2.6 million in the current quarter under review as compared to the previous corresponding quarter ended 30 April 2017. The decrease in revenue is mainly due to slow down in trading of electrical and mechanical products.

#### Construction Segment

The revenue has decreased by approximately RM12.1 million in the current quarter under review as compared to the previous corresponding quarter ended 30 April 2017. The decrease in revenue is a result of completion of construction works for the construction projects.

#### **Development Segment**

The revenue has increased by approximately RM3.4 million in the current quarter under review as compared to the previous corresponding quarter ended 30 April 2017. The increase in revenue is a result of progressive recognition of revenue contributed from a development project.



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

# 2. Comments on Material Changes in the Profit Before Tax for the Quarter Reported as Compared with the Preceding Quarter

	Individua	l Quarter
	30.4.2018 RM'000	31.1.2018 RM'000
Revenue	11,970	21,362
Profit before tax	896	1,524

The Group recorded profit before tax of RM0.9 million for the current quarter as compared to the immediate preceding quarter profit before tax of RM1.5 million.

The profit before tax of RM0.9 million is mainly contributed by revenue recognised from the development segment in the current quarter under review.

# 3. Current Year Prospects

The Group has been facing challenges in its core business of manufacturing and marketing of condoms and baby products, in view of rising raw material prices and operational costs for the past few years. Taking cognisance of this, the Group has made efforts to improve our financial performance and position which include, among others, the Group's acceptance of a construction contract which led to our Group's diversification of business to include the construction business. At the same time of maintaining on the existing business undertakings, the Group has also expanded its initial foray in the construction business to include the property development business as well.

The following are the plans to be undertaken by the Group to strengthen our financial performance and position in the medium and long term, the Group

- (a) had entered into a conditional joint venture agreement to undertake a proposed mixed development project in Kuantan with estimated gross development value of RM330 million;
- (b) had undertaken a proposed residential or mixed development project at Jalan Yap Kwan Seng, Kuala Lumpur with estimated gross development value of RM202 million;
- (c) had acquired the Melaka Land to be developed into a mixed development project with estimated gross development value of RM206 million;
- (d) had received a letter of award for its appointment as project management consultant ("PMC") from Yayasan Pahang of Komplek Yayasan Pahang, Tanjung Lumpur, 26060 Kuantan, Pahang for its project, Affordable Housing Development Scheme, in the state of Pahang which consist of approximately 25,000 units of residential properties over the 7 years construction period;



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## 3. Current Year Prospects (Cont'd)

- (e) had through its associate company, AES Builders Sdn. Bhd., has entered into a Master En-Block Purchase Agreement with PR1MA and Mampan ESA (Melaka) Sdn. Bhd. to build and develop "PR1MA @ Sri Gading" at Alor Gajah, Melaka, comprising of 554 residential units with 5 apartment blocks of 11 storey each and 1 block of 12 storey at a total contract value of approximately RM101million for the duration of 3 years;
- (f) had entered into a new Joint Venture Agreement with Arra Inovasi Sdn. Bhd. to undertake the construction and development of a proposed housing project on a piece of 8.7 acres land situated in Teras Jernang, Bangi, Selangor Darul Ehsan into residential properties ("Project"). The gross development value of the said Project are estimated to be RM90 million;
- (g) had through its associate company, AES Builders Sdn. Bhd., appointed by Perbadanan PR1MA Malaysia to carry out the design, planning, procurement, construction and completion of a Project located at Lot 37827 Jalan Alam Sutera Utama, Mukim Petaling, Bukit Jalil, Wilayah Persekutuan Kuala Lumpur at a total contract value of approximately RM155 million;
- (h) had signed a Memorandum of Understanding ("MOU") with Universiti Sains Islam Malaysia ("USIM") to establish a basis of co-operation and collaboration between both parties in the following areas:
  - i) In-Campus Students' accommodations (Kolej Kediaman Kedua) by way of a Build-Operate-Transfer concept for 3,000 students ("C1"); and
  - ii) In-Campus Students' accommodations (Kolej Kediaman Pelajar Perubatan) by way of Build-Operate-Transfer concept for 1,200 students ("C2");
- (i) had received a Letter of Award from Damansara Realty (Johor) Sdn. Bhd. ("DRJ") to develop its project known as Perumahan Penjawat Awam 1Malaysia ("PPA1M") on all that piece of land in the state of Putrajaya measuring approximately 11.898 acres. This Turnkey Construction Contract between DRJ and OCR for the PPA1M portion is estimated at RM324 million;
- (j) had entered into a Joint Venture Agreement with Yayasan Pahang in relation to the development of a piece of leasehold land into a mixed development which includes commercial development and an affordable housing scheme known as "PRIYA Scheme". The estimated gross development value is estimated to be RM166 million.
- (k) had entered into a Joint Venture Agreement with Casa Bangsar Sdn. Bhd. to jointly undertake, implement, develop and complete the construction of an integrated mixed development to be erected on all those parts of land held under Lot 428 and Lot 745 located in Mukim of Tebrau, District of Johor Bahru, Johor, measuring approximately 47.87 acres in accordance with the provisions of the Privatisation cum Development Agreement dated 4 June 2015. The estimated gross development value is estimated to be RM700 million.



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## 3. Current Year Prospects (Cont'd)

Through efforts such as brand building and business development activities in future, we hope the market will be aware of the existence of a new niche construction and property player making waves in the Klang Valley.

Notwithstanding the secured construction works and those announced proposals in relate to development projects, the Group is also aggressively taking steps to source and negotiate for more new business opportunities for the future construction and property development sector.

With those efforts undertaken by the Group, our management is of the opinion that the prospects of the Group will improve in the future.

## 4. Variances Between Actual Profit and Forecast Profit

There was no profit forecast or guarantee made public for the financial period under review.

## 5. Tax Expense

The effective tax rate of the Group for the current quarter and financial year-to-date under review is lower than statutory tax rate due to tax payable is only applicable for certain profitable subsidiaries.

## 6. Status of Corporate Proposals

Save from the following, there were no corporate proposals announced but not completed as at 20 June 2018, being the last practicable date from the date of the issue of this report.

O&C Development (Kuantan) Sdn. Bhd. had on 1 June 2015 entered into a joint venture agreement with SSPP Development Sdn Bhd to undertake a proposed mixed development project in Kuantan.



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## 7. Utilisation Of Proceeds

Private Placement

The Proposed Private Placement has been completed on 23 October 2017 following the listing of and quotation for 26,567,700 new OCR shares on the Main Market of Bursa Securities and the proceeds raised from the private placement is utilised as follows:

Description	Proposed/ Revised Utilisation RM'000	Actual Utilisation as at 30.4.2018 RM'000	Timeframe for Utilisation	Remaininį RM'000	g balance %	Explanation
Property development	5,490	5,490	Within 24 months	-	-	
Project Management Fee	9,610	2,678	Within 12 months	6,932	72	٨
Staff costs	680	680	Within 6 months	-	-	
Expenses in relation to the Proposals	161	161	Within 2 weeks	-	-	
	15,941	9,009		6,932	72	

Note:

^ Pending utilisation



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## 8. Borrowings and Debt Securities

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

	As at 30.4.2018 RM'000
Secured:	
Current liabilities	
- Bank overdrafts	6,019
- Revolving credit	14,981
- Term loan	99
- Trust receipt	2,389
	23,488
Non-current liabilities	
- Term loan	15,910
	15,910
Unsecured:	
Current liabilities	
- Hire purchase payable	321
	321
Non-current liabilities	
- Hire purchase payable	296
	296
Total Borrowings	40,015

The portion of borrowings that is repayable within one year is included in current liabilities. Whereas, the portion that is repayable after the next 12 months is included in long-term liabilities.

The currency exposure profile of the Group's borrowings and other facilities are as follows:

	As at
	30.4.2018
	RM'000
Ringgit Malaysia	40,015



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## 9. Material Litigation

Since the date of the last annual statement of financial position, there was no pending material litigation as at 20 June 2018, being the last practicable date from the date of issue of this quarterly report.

## 10. Dividend

No dividend has been proposed for the financial period under review.

## **11. Profit Per Share**

	Individual Quarter		<b>Cumulative Period</b>		
(a) Basic earnings per share	Current Year Quarter 30.4.2018 RM'000	Preceding Year Quarter 30.4.2017 RM'000	Current Year To Date 30.4.2018 RM'000	Preceding Year Period 30.4.2017 RM'000	
Net profit for the period	1,145	1,073	1,463	2,350	
Weighted average number of ordinary shares issued('000)	283,847	238,834	283,847	228,481	
Effects of: -:					
ICPS ('000)	-	-	-	-	
SIS ('000)	-	147	-	681	
Warrant B ('000)	-	-	-	9,318	
Weighted average number of ordinary shares in issue ('000)	283,847	238,981	283,847	238,480	
Basic earnings per share (sen)	0.40	0.45	0.52	0.99	



## PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## 11. Profit Per Share (Cont'd)

#### (b) Diluted earnings per share

	Individual Quarter		Cumulat	ive Period
	Current Year Quarter 30.4.2018 RM'000	Preceding Year Quarter 30.4.2017 RM'000	Current Year To Date 30.4.2018 RM'000	Preceding Year Period 30.4.2017 RM'000
Net profit for the period	1,145	1,073	1,463	2,350
Weighted average number of ordinary shares in issue ('000)	283,847	238,981	283,847	238,480
Adjustment for SIS ('000)	-	5,352	-	7,592
Adjustment for assumed conversion of warrants ('000)	-	-	-	-
Adjustments for assumed conversion of ICPS ('000)	183,429	-	183,429	-
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	467,276	244,333	467,276	246,072
Diluted earnings per share (sen)	0.25	0.44	0.31	0.96

The fully diluted profit per share for the preceding year corresponding quarter ended 31 July 2017 is not disclosed as the effects on the assumed exercised of the share options under ICPS, warrants and SIS are anti-dilutive.

#### 12. Notes to the Statement of Comprehensive Income

r i i i i i i i i i i i i i i i i i i i	Group	
	Current Year Quarter 30.4.2018 RM'000	Current Year to date 30.4.2018 RM'000
Interest income	(281)	(310)
Other income	1	5
Interest expense	392	668
Depreciation and amortisation	334	1,248
Reversal of impairment losses on trade receivables	170	(44)
Bad debts recovered	-	(2)
Bad debts written off	-	79
Rental expenses	114	342
Rental income	(33)	(73)
Property, plant and equipment written off	-	707
Gain on disposal of a subsidiary	(2,418)	(2,418)



# PART B EXPLANATORY NOTES PURSUANT TO PARAGRAPH 9.22 OF THE BURSA MAIN MARKET LISTING REQUIREMENTS (CONT'D)

## **13.** Fair Value Changes for Financial Liabilities

There were no gains/losses arising from fair value changes for financial liabilities for the current quarter and financial year-to-date under review.

#### 14. Disclosure of Realised and Unrealised Accumulated Losses

The Group's realised and unrealised accumulated losses disclosure is as follows:-

	As at 30.4.2018 RM'000	As at 30.4.2017 RM'000
Total accumulated losses of the Company and its subsidiaries:		
- Realised	(38,395)	(28,331)
- Unrealised	162	(516)
_	(38,233)	(28,847)
Less: Consolidation adjustments	20,104	7,756
-	(18,129)	(21,091)

The determination of realised and unrealised profits/losses is compiled based on Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants on 20 December 2010.

By order of the Board OCR Group Berhad

Ong Kah Hoe Group Managing Director 27 June 2018