

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2014

26 November 2014

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2014

RM'000	Note	As at 30.09.2014	As at 31.03.2014
		Unaudited	Audited
Assets			
Property, plant and equipment		94,069	92,014
Goodwill on consolidation		272	272
Non-current assets		94,341	92,286
Inventories		456	376
Trade and other receivables		33,482	35,769
Tax recoverable		-	238
Cash and cash equivalents		18,098	11,588
Current assets		52,036	47,971
Total assets		146,377	140,257
Equity and liabilities			
Share capital		60,408	60,000
Treasury shares		(131)	(131)
Other reserves		4,952	4,536
Retained earnings	19	43,832	37,975
Equity attributable to owners of the Company		109,061	102,380
Non-controlling interest		384	339
Total equity		109,445	102,719
Borrowings (secured)	21	10,226	10,312
Deferred tax liabilities	21	6,062	6,046
Non-current liabilities		16,288	16,358
Trade and other payables		12,116	14,082
Borrowings (secured)	21	7,918	6,439
Tax liabilities		610	659
Current liabilities		20,644	21,180
Total liabilities		36,932	37,538
Total equity and liabilities		146,377	140,257
Net assets per share attributable to owners of the Company (RM)		0.91	0.86

The above condensed consolidated statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2014

(These figures have not been audited)

		3 month	s ended	6 months ended		
RM'000	Note	30.09.2014	30.09.2013	30.09.2014	30.09.2013	
Revenue	7	31,154	30,217	65,286	62,011	
Cost of sales	,	(25,148)	(23,118)	(52,755)	(46,355)	
Gross profit		6,006	7,099	12,531	15,656	
Other income		365	698	974	5,006	
Marketing and distribution costs		(227)	(184)	(344)	(492)	
Administration expenses		(1,822)	(2,137)	(3,520)	(4,468)	
Other expenses		(1,119)	(1,916)	(1,696)	(3,553)	
Finance costs		(257)	(268)	(479)	(525)	
Profit before tax	26	2,946	3,292	7,466	11,624	
Tax expense	18	(652)	(903)	(1,564)	(1,959)	
Profit for the period	10	2,294	2,389	5,902	9,665	
Foreign currency translation		-	-	-	(404)	
Total comprehensive income		2,294	2,389	5,902	9,261	
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Profit attributable to:						
Owners of the Company		2,262	2,376	5,857	9,632	
Non-controlling interest		32	13	45	33	
Profit for the period		2,294	2,389	5,902	9,665	
Total comprehensive income attributable to:						
Owners of the Company		2,262	2,376	5,857	9,228	
Non-controlling interest		32	13	45	33	
		2,294	2,389	5,902	9,261	
Earnings per share attributable to owners of the Company:						
Basic (sen)	24	1.9	2.0	4.9	8.0	
Diluted (sen)	24	1.9	2.0	4.9	8.0	

The above condensed consolidated income statement should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

COMPLETE LOGISTIC SERVICES BERHAD (716241-X)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2014

(These figures have not been audited)

			Attributable t	o owners of	the Company				
			Non	-Distributabl	le	Distributable			
		_		Share issuance	Exchange			Non-	
	Share	Treasury	Share	scheme	fluctuation	Retained		controlling	Total
RM'000	capital	shares	premium	reserve	reserve	earnings	Total	interest	equity
At 1 April 2013	60,000	(131)	4,325	211	-	37,975	102,380	339	102,719
Total comprehensive income									
for the period	-	-	-	-	-	5,857	5,857	45	5,902
Issuance of shares	408	-	98	-	-	-	506	-	506
Share option value	-	-	-	318	-	-	318	-	318
At 30 September 2014	60,408	(131)	4,423	529	-	43,832	109,061	384	109,445
At 1 April 2012	60,000	(131)	4,325	-	(404)	23,927	87,717	254	87,971
Total comprehensive income									
for the period		-	-	-	404	9,228	9,632	33	9,665
At 30 September 2013	60,000	(131)	4,325	-	-	33,155	97,349	287	97,636

The above condensed consolidated statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2014

(These figures have not been audited)

	6 months ended			
RM'000	30.09.2014	30.09.2013		
Cash flows from operating activities				
Profit before tax	7,466	11,624		
Adjustments for:				
Non-cash items	4,060	4,172		
Non-operating items	658	(282)		
Interest income	(120)	(99)		
Interest expense	479	525		
Operating profit before working capital changes	12,543	15,940		
Changes in working capital:				
Inventories	(80)	181		
Receivables	2,293	4,572		
Payables	(1,966)	(4,566)		
Cash generated from operations	12,790	16,127		
Net tax paid	(1,359)	(760)		
Net cash from operating activities	11,431	15,367		
Cash flows from investing activities	,	· ·		
Interest received	120	99		
Net cash outflow from the acqusition of a subsidiary	120	(9,079)		
Purchase of property, plant and equipment	(4,241)	(2,169)		
Proceeds from disposal of property, plant and equipment	2,790	1,706		
Proceeds from issuance of shares	506	1,700		
Net cash used in investing activities	(825)	(9,443)		
	(623)	(9,443)		
Cash flows from financing activities				
Additional fixed deposits pledged to licensed bank	(3)	-		
Interest paid	(479)	(525)		
Net repayment of borrowings	(3,617)	(2,875)		
Repayment to the directors	-	(653)		
Net cash used in financing activities	(4,099)	(4,053)		
Net changes in cash and cash equivalents	6,507	1,871		
Effects of exchange rate changes	-	-		
Cash and cash equivalents at the beginning of financial year	11,321	11,359		
Cash and cash equivalents at the end of financial year	17,828	13,230		
Analysis of cash and cash equivalents				
Fixed deposits	5,343	6,300		
Cash and bank balances	12,755	7,194		
Cush and bank balances	18,098	13,494		
Fixed deposits pledged to licensed bank	(270)	(264)		
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The above condensed consolidated statement of cash flow should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

PART A: EXPLANATORY NOTES PURSUANT TO MFRS 134

1 Basis Of Preparation

This unaudited interim financial report 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 and should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 March 2014.

The accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the most recent audited financial statements for the financial year ended 31 March 2014 except for the following new MFRS, Amendments to MFRS and IC Interpretations to be applied by the Group for the financial periods beginning on or after 1 April 2014:

Amendments to MFRS 10, MFRS 12 and MFRS 127: Investment Entities

Amendments to MFRS 132: Offsetting Financial Assets and Financial Liabilities

Amendments to MFRS 136: Recoverable Amount Disclosures for Non-financial Assets

Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting

IC Interpretation 21 Levies

The adoption of the above pronouncements did not have any significant effects on this interim financial report upon their initial application.

The Group has not adopted the following Amendments to MFRS that have been issued but not yet effective:

MFRS 9: Financial Instruments (IFRS 9 issued by International Accounting Standards Board (IASB) in November 2009 and in October 2010)

MFRS 9: Financial Instruments (Hedge Accounting and Amendments to MFRS 7, MFRS 9 and MFRS 139)

Amendments to MFRS 9 and MFRS 7: Mandatory Effective Date of MFRS 9 and Transition Disclosures

MFRS 14: Regulatory Deferral Accounts

MFRS 15: Revenue from Contracts with Customers

Amendments to MFRS 11: Accounting for Acquisitions of Interests in Joint Operation

Amendments to MFRS 116 and 138: Clarification of Acceptable Method of Depreciation and Amortisation

Amendments to MFRS 116 and 141: Agriculture: Bearer Plants

Amendments to MFRS 119: Defined Benefit Plans – Employee Contributions

Annual Improvements to MFRSs 2010 – 2012 Cycle

Annual Improvements to MFRSs 2011 – 2013 Cycle

The Group will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any significant effects to the Group upon their initial application.

2 Seasonality Or Cyclicality Of Operations

The business operations of the Group are subject to the forces of supply and demand and thus, could display cyclical trends.

3 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 quarter ended 30 September 2014.

4 Significant Estimates And Changes In Estimates

With effect from 1 April 2014, the Board reviewed the estimated useful lives of certain property, plant and equipment of the Group and had accounted the revised depreciation charges prospectively. The changes in depreciation rates do not have any significant financial impact to the Group for current quarter under review.

Save as disclosed above, there were no other changes in estimates that had any material effects on the second quarter ended 30 September 2014.

5 Debt And Equity Securities

During the current quarter, the Company had increased its issued and paid-up share capital from RM60,150,000 to RM60,408,115 through the issuance of 516,230 new ordinary shares of RM0.50 each at RM0.62 per share from the exercise of options under the Share Issuance Scheme. The new ordinary shares issued rank pari passu in all respects with the existing ordinary shares of the Company.

Save as disclosed above, there were no other issuances, repurchases or repayments of debt and equity securities during the quarter ended 30 September 2014.

6 Dividends Paid

There were no dividends paid during the current and previous corresponding quarter.

7 Segmental Information

The Group's operations comprise the following business segments:

Logistics: Total logistic services provider including trading of freight, haulage, lorry and trucking, custom

clearance and Inland Port operation

Shipping : Provision of marine transportation services

Others : Trading of goods, insurance agency and investment holding

RM'000	Logistics	Shipping	Others	Total	Elimination	Group
Results For 3 Months Ended						
30 September 2014						
External revenue	25,008	5,151	995	31,154	-	31,154
Intersegment revenue	1,491	-	4,775	6,266	(6,266)	-
Total revenue	26,499	5,151	5,770	37,420	(6,266)	31,154
Segment profit	4,549	1,350	1,670	7,569	(2,534)	5,035
Depreciation	(1,359)	(170)	(91)	(1,620)	(281)	(1,901)
Interest income	18	1	50	69	-	69
Finance costs	(257)	-	-	(257)	-	(257)
Profit before tax	2,951	1,181	1,629	5,761	(2,815)	2,946
Tax expense	(537)	(114)	(137)	(788)	136	(652)
Profit after tax	2,414	1,067	1,492	4,973	(2,679)	2,294

7 Segmental Information (continued)

RM'000	Logistics	Shipping	Others	Total	Elimination	Group
Results For 3 Months Ended						
30 September 2013						
External revenue	22,386	7,153	678	30,217	-	30,217
Intersegment revenue	1,686	164	10,462	12,312	(12,312)	-
Total revenue	24,072	7,317	11,140	42,529	(12,312)	30,217
Segment profit	4,353	1,323	7,715	13,391	(7,699)	5,692
Depreciation	(1,517)	(227)	(83)	(1,827)	(369)	(2,196)
Interest income	35	1	28	64	-	64
Finance costs	(267)	-	(1)	(268)	-	(268)
Profit before tax	2,604	1,097	7,659	11,360	(8,068)	3,292
Tax expense	(563)	(236)	(104)	(903)	-	(903)
Profit after tax	2,041	861	7,555	10,457	(8,068)	2,389
Results For 6 Months Ended						
30 September 2014						
External revenue	52,566	10,759	1,961	65,286	-	65,286
Intersegment revenue	3,140	268	7,849	11,257	(11,257)	-
Total revenue	55,706	11,027	9,810	76,543	(11,257)	65,286
Segment profit	10,146	2,106	1,855	14,107	(2,534)	11,573
Depreciation	(2,651)	(359)	(172)	(3,182)	(566)	(3,748)
Interest income	26	2	92	120	-	120
Finance costs	(479)	-	_	(479)	-	(479)
Profit before tax	7,042	1,749	1,775	10,566	(3,100)	7,466
Tax expense	(1,319)	(210)	(223)	(1,752)	188	(1,564)
Profit after tax	5,723	1,539	1,552	8,814	(2,912)	5,902
30 September 2013						
External revenue	46,252	13,709	2,050	62,011	-	62,011
Intersegment revenue	2,546	1,574	20,955	25,075	(25,075)	-
Total revenue	48,798	15,283	23,005	87,086	(25,075)	62,011
Segment profit	8,647	3,580	15,830	28,057	(11,827)	16,230
Depreciation	(2,857)	(430)	(162)	(3,449)	(731)	(4,180)
Interest income	64	6	29	99	-	99
Finance costs	(524)	-	(1)	(525)	-	(525)
Profit before tax	5,330	3,156	15,696	24,182	(12,558)	11,624
Tax income/(expense)	(1,032)	(458)	(138)	(1,628)	(331)	(1,959)
Profit after tax	4,298	2,698	15,558	22,554	(12,889)	9,665
Assets and Liabilities As At						
30 September 2014						
Segment/Total assets	95,020	34,726	95,772	225,518	(79,141)	146,377
Segment/Total liabilities	37,984	40,626	9,974	88,584	(51,652)	36,932
30 September 2013						
Segment/Total assets	89,568	36,929	98,375	224,872	(82,869)	142,003
Segment/Total liabilities	35,561	38,266	16,656	90,483	(43,727)	46,756
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8 Related Party Disclosures

Significant recurrent related party transactions are as follows:

	3 month	ns ended	6 months ended	
RM'000	30.09.2014	30.09.2013	30.09.2014	30.09.2013
Companies in which certain Directors				
have interests:				
Revenue from services rendered	1,331	1,273	2,872	3,033
Container haulage/transportation/logistics				
service charges payable	-	-	-	590
Forwarding service charges payable	443	433	991	581
Spare parts payable	21	26	53	36
Rental expense payable	-	8	6	16
Rental income receivable	6	3	10	6
Warehouse expense payable	20	13	40	27

The Directors are of the opinion that the above transactions have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

9 Valuation of Property, Plant and Equipment

There was no valuation on property, plant and equipment during the current and previous corresponding quarter.

10 Capital Commitments

As at the end of the reporting quarter, the Group has approved and contracted for capital commitments of RM8.11 million in respect of property, plant and equipment.

11 Contingent Assets And Liabilities

There were no changes in contingent liabilities and contingent assets since the end of last financial year.

12 Changes in Composition of the Group

There were no changes in the composition of the Group during the current quarter.

13 Events After The Reporting Period

During the current quarter, an interim tax-exempt dividend of 3 sen per share in respect of the financial year ending 31 March 2015 was declared on 26 August 2014 and paid on 3 October 2014 to the shareholders registered in the Records of Depositors at the close of business on 15 September 2014.

Subsequent to the reporting period, the Company had increased its issued and paid-up share capital as follows:

Doto	Number of	Increase in s	share capital	Par value	Issued	Domonto
Date	shares issued	From (RM)	To (RM)	(RM)	price (RM)	Remarks
8.10.2014	90,000	60,408,115	60,453,115	0.50	0.62	Exercise of options under
						Share Issuance Scheme
21.10.2014	6,000	60,453,115	60,456,115	0.50	0.62	Exercise of options under
						Share Issuance Scheme

The new ordinary shares issued as above rank pari passu in all respects with the existing ordinary shares of the Company.

On 23 November 2014, the name of a wholly owned subsidiary of the Company, Complete International Pte Ltd, has been struck-off from the register pursuant to Section 151(4) of the Labuan Companies Act 1990.

Save as disclosed above, there were no other material events subsequent to the end of the current quarter.

PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

14 Analysis Of Performance - Comparison With Preceding Year Corresponding Quarter

During the quarter under review, the Group recorded an increase in revenue of RM0.94 million compared to the preceding year corresponding quarter ("corresponding quarter"). However, the Group reported a fall in pre-tax profit by RM0.35 million compared to the corresponding quarter mainly due to the loss on disposal of tug and barge amounting to RM0.78 million recorded in the current quarter.

(a) Logistics

The logistics segment registered a revenue of RM26.50 million, representing an increase in revenue by RM2.43 million as compared to the corresponding quarter. In line with the increase in revenue for current quarter, this segment reported a pre-tax profit of RM2.95 million which is an increase of RM0.35 million when compared to the corresponding quarter.

(b) Shipping

Revenue of the shipping segment has decreased by RM2.17 million as compared to the corresponding quarter. However, there is a slight increase in current quarter's pre-tax profit by RM0.08 million as compared to the corresponding quarter.

15 Comparison With Immediate Preceding Quarter

	3 months ended				
RM'000	30.09.2014	30.06.2014	Variance		
Revenue	31,154	34,132	(2,978)		
Profit before tax	2,946	4,520	(1,574)		

Revenue and pre-tax profit of the Group in the current quarter decreased by RM2.98 million and RM1.57 million respectively as compared to the immediate preceding quarter, mainly attributed by the festive holidays which had reduced the sales volume.

16 Commentary On Prospects

The shipping segment of the Group will continue to be profitable although demand is not expected to improve substantially.

The logistics segment is expected to maintain its performance in the remaining quarters of the financial year.

17 Profit Forecast

Not applicable.

18 Tax Expense

	3 montl	3 months ended			
RM'000	30.09.2014	30.09.2013	30.09.2014	30.09.2013	
Income tax	695	814	1,548	1,426	
Deferred tax	(43)	89	16	533	
Total tax expense	652	903	1,564	1,959	

Income tax is calculated at the statutory tax rate of 25% of the estimated assessable profit for the period.

The overall effective tax rate of the Group is lower than the statutory tax rate, mainly due to the lower tax rate applied on the income derived from the Malaysian resident shipping subsidiaries of the Company.

19 Retained Earnings

RM'000	As at 30.09.2014	As at 31.03.2014
Realised	67,604	60,283
Unrealised	(6,062)	(6,055)
	61,542	54,228
Consolidation adjustments	(17,710)	(16,253)
Total retained earnings	43,832	37,975

20 Corporate Proposals

The Company had on 28 May 2014 entered into a Sale and Purchase Agreement ("SPA") for the disposal of the entire equity interest in Gems Logistics Sdn Bhd ("GL") consisting of 100,000 ordinary shares of RM1.00 each for a cash consideration of RM1,500,000 and had on 11 July 2014 and 24 October 2014 agreed to further extend the completion date of the disposal. GL will cease to be a wholly-owned subsidiary of the Company upon completion of the disposal which is expected in the next quarter.

Save as disclosed above, there were no other corporate proposals announced but not completed as at the reporting date.

21 Borrowings (secured)

RM'000	As at 30.09.2014	As at 31.03.2014
KIVI 000	30.03.2014	31.03.2014
Short term borrowings:		
Hire purchase	4,449	3,080
Term loans	3,469	3,359
	7,918	6,439
Long term borrowings:		
Hire purchase	4,186	2,505
Term loans	6,040	7,807
	10,226	10,312
Total borrowings	18,144	16,751

22 Changes In Material Litigation

There was no material litigation against the Group as at the reporting date.

23 Proposed Dividend

No dividend has been proposed during the current quarter.

24 Earnings Per Share ("EPS")

	3 months ended		6 months ended	
	30.09.2014	30.09.2013	30.09.2014	30.09.2013
Profit attributable to Owners of				
the Company (RM'000)	2,262	2,376	5,857	9,632
Weighted average number of				
ordinary shares in issue ('000)	120,140	119,681	120,140	119,681
Effect of dilution ('000)	94	-	94	-
Adjusted weighted average number of				
ordinary shares in issue ('000)	122,496	122,057	120,234	119,681
Basic EPS (sen)	1.9	2.0	4.9	8.0
Diluted EPS (sen)	1.9	2.0	4.9	8.0

25 Auditors' Report On Preceding Annual Financial Statements

The auditors' report on the financial statements for the financial year ended 31 March 2014 was unqualified.

26 Profit Before Tax

	3 months ended		6 months ended	
RM'000	30.09.2014	30.09.2013	30.09.2014	30.09.2013
Profit before tax is arrived at after crediting/(charging):				
Depreciation	(1,901)	(2,196)	(3,748)	(4,180)
Gain on bargain purchase	-	-	-	3,672
Interest expense	(257)	(268)	(479)	(525)
Interest income	69	64	120	99
Other income	296	558	854	1,021
Realised gain/(loss) in foreign exchange	(20)	51	(56)	161
Unrealised gain in foreign exchange	-	25	-	8

Save as disclosed above, there were no other material gain or loss on disposal of quoted or unquoted investment or real properties, gain or loss on derivatives or exceptional item for current quarter under review.

27 Authorised For Issue

The condensed consolidated interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 26 November 2014.