



JOHAN HOLDINGS BERHAD

(Company No. 314-K)

(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 31 JANUARY 2013

	Note	Current Quarter 3 months ended 31 January		Cumulative Quarter 12 months ended 31 January	
		2013 RM'000	2012 RM'000 (restated)	2013 RM'000	2012 RM'000 (restated)
Revenue	K1	80,969	70,941	308,738	298,230
Cost of sales		(24,777)	(23,488)	(102,348)	(104,195)
Gross profit		56,192	47,453	206,390	194,035
Other income		366	742	10,888	12,542
Administrative and other expenses		(50,681)	(53,020)	(185,252)	(186,184)
Earnings/(loss) before interest, tax, depreciation and amortisation		5,877	(4,825)	32,026	20,393
Depreciation and amortisation		(3,464)	(2,467)	(12,409)	(10,051)
Finance cost		(9,300)	(7,943)	(45,918)	(50,073)
Loss before tax	K1/K5	(6,887)	(15,235)	(26,301)	(39,731)
Income tax expense	K6	(2,669)	(2,296)	(4,673)	(4,966)
Loss for the period		(9,556)	(17,531)	(30,974)	(44,697)
Other comprehensive income/(loss):					
Foreign currency translation difference for foreign operations		(3,925)	(1,909)	(1,928)	2,217
Revaluation of land		-	(423)	-	(423)
Total comprehensive loss for the period		(13,481)	(19,440)	(32,902)	(42,903)
(Loss) / profit for the period attributable to :					
Owners of the parent		(9,432)	(18,263)	(31,029)	(45,749)
Non-controlling interest		(124)	732	55	1,052
		(9,556)	(17,531)	(30,974)	(44,697)
Total comprehensive (loss) / profit attributable to:-					
Owners of the parent		(13,357)	(19,989)	(32,957)	(43,905)
Non-controlling interest		(124)	549	55	1,002
		(13,481)	(19,440)	(32,902)	(42,903)
Loss per share attributable to equity holders of the parent:					
Basic & diluted loss per share for the period (sen)	K12	(1.51)	(2.93)	(4.98)	(7.34)

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements)



CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT

	Note	Unaudited As at 31 January 2013 RM'000	Unaudited As at 31 January 2012 RM'000 (restated)	Unaudited As at 1 February 2011 RM'000 (restated)
Property, plant and equipment	M10	283,533	288,846	295,278
Land held for property development		5,893	6,100	6,097
Intangible assets		25,051	21,368	11,267
Investment securities		68	67	69
Deferred tax assets		11,223	11,036	11,085
Current assets				
Property development costs		2,567	2,481	348
Inventories		29,993	29,694	31,999
Receivables		678,456	599,844	607,097
Investment securities		12,035	13,752	15,822
Cash and bank balances		79,817	95,041	140,410
		<u>802,868</u>	<u>740,812</u>	<u>795,676</u>
Current liabilities				
Payables		182,799	132,931	173,682
Tax payable		6,176	4,427	4,342
Investors certificates		411,250	387,430	392,780
Loan and borrowings	K8	239,136	222,095	134,097
		<u>839,361</u>	<u>746,883</u>	<u>704,901</u>
Net current (liabilities) / assets		(36,493)	(6,071)	90,775
		<u>289,275</u>	<u>321,346</u>	<u>414,571</u>
Share capital	M7	311,474	311,474	311,474
Reserves				
Share premium		69,415	69,415	69,415
Exchange reserve		9,781	11,709	9,865
Accumulated losses		(169,831)	(138,802)	(93,053)
Attributable to equity holders of the parent		220,839	253,796	297,701
Non-controlling interest		9,116	9,444	8,442
Total equity		<u>229,955</u>	<u>263,240</u>	<u>306,143</u>
Long term liabilities				
Loan and borrowings	K8	9,217	9,564	66,069
Deferred tax liabilities		16,603	15,042	11,859
Senior certificates		33,500	33,500	30,500
		<u>289,275</u>	<u>321,346</u>	<u>414,571</u>
Net assets per share (sen)		<u>35.45</u>	<u>40.74</u>	<u>47.79</u>

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements)

**JOHAN HOLDINGS BERHAD**

(Company No. 314-K)
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 JANUARY 2013

	<-----Attributable to owners of the parent----->						
	Share capital RM'000	Share premium RM'000	Non- distributable reserves RM'000	Accumulated losses RM'000	Equity attributable to owners of the parent, total RM'000	Non- controlling interests RM'000	Total equity RM'000
Balance as at 1 February 2011	311,474	69,415	40,819	(206,978)	214,730	8,233	222,963
MFRS adjustments	-	-	(30,954)	113,925	82,971	209	83,180
As restated	311,474	69,415	9,865	(93,053)	297,701	8,442	306,143
Total comprehensive income/(loss) for the period	-	-	1,844	(45,749)	(43,905)	1,002	(42,903)
As at 31 January 2012	<u>311,474</u>	<u>69,415</u>	<u>11,709</u>	<u>(138,802)</u>	<u>253,796</u>	<u>9,444</u>	<u>263,240</u>
Balance as at 1 February 2012	311,474	69,415	11,709	(138,802)	253,796	9,444	263,240
Total comprehensive income/(loss) for the period	-	-	(1,928)	(31,029)	(32,957)	(328)	(33,285)
As at 31 January 2013	<u>311,474</u>	<u>69,415</u>	<u>9,781</u>	<u>(169,831)</u>	<u>220,839</u>	<u>9,116</u>	<u>229,955</u>

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements)

**JOHAN HOLDINGS BERHAD**

(Company No. 314-K)
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**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
ENDED 31 JANUARY 2013**

	12 months ended 31 January	
	2013 RM'000	2012 RM'000
Cash flows from operating activities		
Loss before tax	(26,301)	(39,731)
Adjustments for non-cash and non-operating items:		
- Non-cash items	19,907	32,345
- Investing and financing items	33,347	50,152
Operating cash flows before working capital changes	26,953	42,766
Changes in working capital:		
- Changes in current assets	(29,741)	(21,945)
- Changes in current liabilities	42,130	(36,496)
Loan interest paid	(45,918)	(51,352)
Interest received	844	1,200
Tax paid	(1,703)	(1,200)
Net cash flows used in operating activities	(7,435)	(67,027)
Cash flows from investing activities		
Purchase of property, plant and equipment	(9,623)	(11,250)
Proceeds from disposal of property, plant and equipment	99	548
Proceeds from disposal of investment securities	(2,733)	2,024
Acquisition of investment securities	(1,114)	(2,688)
Net cash used in investing activities	(13,371)	(11,366)
Cash flows from financing activities		
Drawdown of lease obligation and finance lease obligation	659	2,834
Net (proceed)/drawdown from investor and senior certificates	(15,123)	7,073
Drawdown of bank borrowings	8,623	14,909
Net cash generated from financing activities	(5,841)	24,816
Net change in cash and cash equivalents	(26,647)	(53,577)
Effects of foreign exchange rate changes	(8,872)	7,022
Cash and cash equivalents at beginning of year	24,036	70,591
Cash and cash equivalents at end of period	(11,483)	24,036
Analysis of cash and cash equivalents:		
Cash and bank balances	79,817	95,041
Bank overdrafts	(91,300)	(71,005)
	(11,483)	24,036

(The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 31 January 2012 and the accompanying explanatory notes attached to the interim financial statements)



JOHAN HOLDINGS BERHAD

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NOTES TO THE INTERIM FINANCIAL REPORT

M1 Basis of Preparation

These condensed consolidated interim financial statements, for the period ended 31 January 2013, have been prepared in accordance with MFRS 134 Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad. These condensed consolidated interim financial statements also comply with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board. For the periods up to and including the financial year ended 31 January 2012, the Group prepared its financial statements in accordance with Financial Reporting Standards ("FRS")

These condensed consolidated interim financial statements are the Group's first MFRS condensed consolidated interim financial statements for part of the period covered by the Group's first MFRS annual financial statements for the year ended 31 January 2013. MFRS 1 First-Time Adoption of Malaysian Financial Reporting Standards ("MFRS 1") has been applied.

The explanatory notes attached to these condensed consolidated interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 January 2012.

In preparing its opening MFRS Statement of financial Position as at 1 February 2011, the Group has adjusted the amounts previously reported in financial statements prepared in accordance with FRS. An explanation of how the transition from FRS to MFRS has affected the Group's financial position and financial performance is set out in Note M2 below. These notes include reconciliation of equity and total comprehensive income for comparative periods and of equity at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS. The transition from FRS to MFRS has not had a material impact on the statement of cash flows.

Malaysian Financial Reporting Standards ("MFRSs") and IC Interpretations ("IC Int.") Issued but Not Effective

At the date of issuance of this quarterly report, the MFRSs, revised MFRS, IC Int. and amendments to IC Int. which were in issue but not yet effective are as listed below:

<u>MFRSs, Revised MFRSs, IC Int. and Amendments to IC Int.</u>		<u>Effective date</u>
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010)	1-Jan-15
MFRS 10	Consolidated Financial Statements	1-Jan-13
MFRS 11	Joint Arrangements	1-Jan-13
MFRS 12	Disclosure of Interests in Other Entities	1-Jan-13
MFRS 13	Fair Value Measurement	1-Jan-13
MFRS 119	Employee Benefits (as amended by IASB in June 2011)	1-Jan-13
MFRS 127	Separate Financial Statements (as amended by IASB in May 2011)	1-Jan-13
MFRS 128	Investments in Associates and Joint Ventures (as amended by IASB in May 2011)	1-Jan-13
Amendments to MFRS 1	Government Loans	1-Jan-13
Amendments to MFRS 7	Disclosures – Offsetting Financial Assets and Financial Liabilities	1-Jan-13
Amendments to MFRS 101	Presentation of Items of Other Comprehensive Income	1-Jul-12
Amendments to MFRS 132	Offsetting Financial Assets and Financial Liabilities	1-Jan-14
IC Int. 20	Stripping Costs in the Production Phase of a Surface Mine	1-Jan-13

The above MFRSs, revised MFRS, IC Int. and amendments to IC Int. will be adopted in the financial statements of the Group and the Company when they become effective and that the adoption of these MFRSs and Interpretations will have no significant impact on the financial statements of the Group and the Company in the period of initial application.



NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)

M2 First-time adoption of Malaysian Financial Reporting Standards ("MFRS")

The audited financial statements of the Group for the year ended 31 January 2012 were prepared in accordance with FRS. Except for certain differences, the requirements under FRS and MFRS are similar. The significant accounting policies adopted in preparing these condensed consolidated interim financial statements are consistent with those of the audited financial statements for the financial year ended 31 January 2012 except as discussed below:

(a) Business combination

MFRS 1 provides the option to apply MFRS 3 Business Combinations, prospectively from the date of transition or from a specific date prior to the date of transition. This provides relief from full retrospective application of MFRS 3 which would require restatement of all business combinations prior to the date of transition.

Acquisition before date of transition

The Group has elected to apply MFRS 3 prospectively from the date of transition. In respect of acquisitions prior to the date of transition,

- (i) the classification of former business combinations under FRS is maintained;
- (ii) there is no re-measurement of original fair values determined at the time of business combination (date of acquisition); and
- (iii) the carrying amount of goodwill recognised under FRS.

(b) Property, plant and equipment

The Group had recorded certain freehold and long term leasehold lands at revalued amounts but had not adopted a policy of revaluations subject to continuity in its depreciation policy and requirements to write down the assets to their recoverable amounts for impairment adjustments.

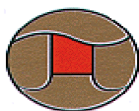
Upon transition to MFRS, the Group has elected to measure all its property, plant and equipment using the cost model under MFRS 116 Property, Plant and Equipment. At the date of transition to MFRS, the Group elected to regard the fair value of freehold land and buildings, long term leasehold land and buildings and long term leasehold hotel properties as at 1 February 2011 as its deemed cost as at 1 February 2011. As at the date, an increase in valuation surplus of RM92.749 million (31 January 2012: RM92.513 million) was recognised in property, plant and equipment. A corresponding increase in deferred tax liabilities pertaining to these revaluation surplus of RM9.569 million (31 January 2012: RM9.509 million) was recognised in the deferred tax liabilities. A total of RM113.925 million (31 January 2012: RM113.749 million) were adjusted against retained earnings.

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**M2 Significant accounting policies and application of MFRS 1
(c) Reconciliations of equity**

	FRS as at 1 February 2011	Adjustments	MFRS as at 1 February 2011	FRS as at 31 January 2012	Adjustments	MFRS as at 31 January 2012
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Assets						
Non-current assets						
Property, plant and equipment	202,529	92,749	295,278	196,333	92,513	288,846
Land held for property development	6,097		6,097	6,100		6,100
Intangible assets	11,267		11,267	21,368		21,368
Investment securities	69		69	67		67
Deferred tax assets	11,085		11,085	11,036		11,036
	<u>231,047</u>	<u>92,749</u>	<u>323,796</u>	<u>234,904</u>	<u>92,513</u>	<u>327,417</u>
Current assets						
Property development costs	348		348	2,481		2,481
Inventories	31,999		31,999	29,694		29,694
Receivables	607,097		607,097	599,844		599,844
Investment securities	15,822		15,822	13,752		13,752
Cash and bank balances	140,410		140,410	95,041		95,041
	<u>795,676</u>	<u>-</u>	<u>795,676</u>	<u>740,812</u>	<u>-</u>	<u>740,812</u>
Total assets	<u>1,026,723</u>	<u>92,749</u>	<u>1,119,472</u>	<u>975,716</u>	<u>92,513</u>	<u>1,068,229</u>



JOHAN HOLDINGS BERHAD

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M2 Significant accounting policies and application of MFRS 1 (cont'd)

(c) Reconciliations of equity (cont'd)

	FRS as at 1 February 2011	Adjustments	MFRS as at 1 February 2011	FRS as at 31 January 2012	Adjustments	MFRS as at 31 January 2012
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Equity and liabilities						
Equity						
Share capital	311,474		311,474	311,474		311,474
Share premium	69,415		69,415	69,415		69,415
Revaluation reserve	30,954	(30,954)	-	30,594	(30,594)	-
Exchange reserve	9,865		9,865	12,069	(360)	11,709
Accumulated loss	(206,978)	113,925	(93,053)	(252,551)	113,749	(138,802)
Equity attributable to owners of parent	214,730	82,971	297,701	171,001	82,797	253,796
Minority interests	8,233	209	8,442	9,235	209	9,444
	<u>222,963</u>	<u>83,180</u>	<u>306,143</u>	<u>180,236</u>	<u>83,006</u>	<u>263,240</u>
Non-current liabilities						
Loan and borrowings	63,433		63,433	4,835		4,835
Deferred tax liabilities	2,290	9,569	11,859	5,533	9,509	15,042
Hire purchase and lease creditors	2,636		2,636	4,729		4,729
Senior certificates	30,500		30,500	33,500		33,500
	<u>98,859</u>	<u>9,569</u>	<u>108,428</u>	<u>48,597</u>	<u>9,509</u>	<u>58,106</u>
Current liabilities						
Payables	173,682		173,682	132,931		132,931
Tax payable	4,342		4,342	4,427		4,427
Investors certificates	392,780		392,780	387,430		387,430
Bank borrowings	134,097		134,097	222,095		222,095
	<u>704,901</u>	<u>-</u>	<u>704,901</u>	<u>746,883</u>	<u>-</u>	<u>746,883</u>
Total liabilities	803,760	9,569	813,329	795,480	9,509	804,989
Total equity and liabilities	<u>1,026,723</u>	<u>92,749</u>	<u>1,119,472</u>	<u>975,716</u>	<u>92,515</u>	<u>1,068,229</u>



JOHAN HOLDINGS BERHAD

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M2 Significant accounting policies and application of MFRS 1 (contd)
(d) Reconciliations of condensed comprehensive income.

	Financial Year Ended		
	31 January 2012		
	FRS	Adjustments	MFRS
	RM'000	RM'000	RM'000
Revenue	298,230	-	298,230
Cost of sales	(104,195)	-	(104,195)
Gross profit	194,035	-	194,035
Other income	12,542	-	12,542
Administrative and other expenses	(186,184)	-	(186,184)
Earnings before interest, tax, depreciation and amortisation	20,393	-	20,393
Depreciation and amortisation	(9,815)	(236)	(10,051)
Finance cost	(50,073)	-	(50,073)
Loss before tax	(39,495)	(236)	(39,731)
Income tax expense	(5,026)	60	(4,966)
Loss for the period	(44,521)	(176)	(44,697)
Other comprehensive income/ (loss):			
Foreign currency translation			
difference for foreign operations	2,217	-	2,217
Revaluation of land	(423)	-	(423)
Total comprehensive loss for the period	(42,727)	(176)	(42,903)



JOHAN HOLDINGS BERHAD

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NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)

M3 Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the audited financial statements for the year ended 31 January 2012 was unqualified.

M4 Seasonal or Cyclical Factors

Overall, the business operations of the Group were not significantly affected by any seasonal or cyclical factors.

M5 Unusual Items Due to Their Nature, Size or Incidence

There were no unusual items due to their nature, size or incidence registered during the financial quarter under review.

M6 Changes in Accounting Estimates

During the financial quarter under review, there was no change in accounting estimates adopted by the Group.

M7 Debt and Equity Securities

During the financial quarter under review, there were no issuance, cancellations, repurchase, resales and repayments of debt and equity securities.

M8 Dividend Paid

During the financial quarter under review, no dividend was paid by the Company.



JOHAN HOLDINGS BERHAD

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M9 Segmental Information

	Engineering & building materials		General trading		Property		Hospitality and card services		Investment holding & secretarial services		Elimination		Total	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Twelve months ended 31 December														
Revenue:														
External customers	71,596	69,915	48,544	46,452	73	5,210	188,354	176,516	171	137		-	308,738	298,230
Inter-segment	-	-	-	11,999	-	-	-	-	187	141	(187)	(12,140)	-	-
Total revenue	71,596	69,915	48,544	58,451	73	5,210	188,354	176,516	358	278	(187)	(12,140)	308,738	298,230
Results :														
Interest income	363	406	-	12	-	20	12,000	14,317	1,608	2,434	(13,127)	(14,608)	844	2,581
Dividend income	-	-	-	-	-	-	-	10	1,833	6,838	(1,356)	(6,119)	477	729
Depreciation and amortisation	4,784	4,097	391	781	-	-	7,054	4,981	180	192	-	-	12,409	10,051
Finance costs	3,101	2,602	401	496	-	-	42,979	46,828	678	147	(1,241)	-	45,918	50,073
Earnings before interest, tax, depreciation and amortisation	5,522	4,540	(1,545)	929	40	1,561	33,946	29,970	(4,509)	5,837	(1,428)	(22,444)	32,026	20,393
Segment profit / (loss)	(2,363)	(3,510)	(2,337)	(1,527)	40	2,530	(15,975)	(17,056)	(5,479)	(5,602)	(187)	(14,566)	(26,301)	(39,731)
Assets :														
Additions to non-current assets	415	988	892	588	-	-	23,209	11,287	96	150	-	-	24,612	13,013
Segment assets	181,345	161,008	55,762	51,501	52,214	11,523	983,780	912,460	386,013	144,770	(530,478)	(213,033)	1,128,636	1,068,229
Segment liabilities	32,291	38,035	18,294	13,522	37,088	1,005	817,177	757,474	42,590	(31)	(48,759)	(5,016)	898,681	804,989

**JOHAN HOLDINGS BERHAD**(Company No. 314-K)
(Incorporated in Malaysia)**NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)****M10 Carrying Amount of Revalued Assets**

The carrying amount of plant and equipments have been brought forward without amendment from the audited financial statements for the year ended 31 January 2012. The properties of the Group have been revalued as at 1 February 2011 and the details are stated in Note M2(b).

M11 Event Subsequent to the Balance Sheet Date

There was no event subsequent to the end of the financial quarter that require to be reflected in the financial statements for the quarter.

M12 Changes in Composition of the Group

There were no changes in the composition of the Group during the financial quarter under review.

M13 Changes in Contingent Liabilities

There were no contingent liabilities as at the reporting date.

M14 Capital Commitments

The capital commitment for the purchase of property, plant, equipment and computer systems not provided for in the interim financial statements is as follows :

	As at 31 January 2013 RM'000
Approved and contracted for	<u>3,332</u>

M15 Related Party Transactions

	Cummulative Quarter 12 months ended 31 January	
	2013 RM'000	2012 RM'000
Transactions with corporations in which two Directors are deemed interested through their interest in George Kent (Malaysia) Bhd :-		
Sales of tiles	7	110
Sales of air tickets	410	125
Recovery of share registration and listing fees	121	94
Rental expense from motor vehicles	-	11
Purchases of goods	6,513	-
Transactions with a director :-		
Sales of development properties - progress billings	<u>-</u>	<u>1,139</u>

The Directors of the Company are of the opinion that the above transactions were in the normal course of business and have been established under terms that are no less favourable than those arranged with independent parties.



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ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS

K1 Review of Performance

For the financial quarter under review, the group registered a revenue of RM80.969 million compared to corresponding quarter of RM70.941 million, higher by 14.1%. The cards, travel, manufacturing and hotel businesses registered higher revenue in the quarter under review whilst the other businesses registered lower revenue.

The Group incurred a loss before tax of RM6.887 million against corresponding quarter loss before tax of RM15.235 million, an improvement of 52.7%. This was due to higher revenue and lower administrative expenses.

The hospitality and card services segment recorded a higher revenue and a lower loss in current quarter. The business registered higher service charge revenue and lower operating expenses.

The engineering business recorded lower revenue and incurred a loss in current quarter as compared to a profit in corresponding quarter. This was due to lower revenue and smaller jobs secured. The tiles manufacturing business incurred lower loss in current quarter as compared to corresponding quarter due to higher revenue and improvement in production, both quantity and quality.

The healthfood business recorded lower revenue but lower loss in current quarter compared to corresponding quarter. The start-up business in Shanghai is progressing well with higher revenue in current quarter.

The investment holding companies and secretarial companies recorded lower losses in current quarter as compared with corresponding quarter due to higher interest income and secretarial fee income.

Group loss for the period after taxation was RM9.556 million compared to corresponding quarter loss of RM17.531 million, an improvement of 43.7%.

K2 Variation of Results Against Preceding Quarter

Total revenue for the current financial quarter was RM80.969 million, increase 6.9% when compared to preceding quarter's RM75.747 million. When compared to preceding quarter's loss before tax of RM6.647 million, the Group incurred a higher loss before tax of RM6.887 million due principally to higher administrative and other expenses.



JOHAN HOLDINGS BERHAD

(Company No. 314-K)
(Incorporated in Malaysia)

ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)

K3 Current Year Prospect

The Group's business includes provision of hospitality, charge and credit cards services in Malaysia, Singapore and New Zealand; travel, tours and ticketing business in Malaysia and Singapore; property development in Lumut; fabrication and engineering business in Australia; tiles manufacturing in Malaysia; distribution of health foods and supplements in Malaysia, Singapore, Brunei and Shanghai.

The card services business targets to further expand its Diners Cash and Buy Now Pay Later programme. The travel business will continue to increase its corporate clientele and source for incentive outbound tours.

The hotel business is focused on government and corporate sectors to increase the food and beverage revenue and achieve higher occupancy rates.

The tiles business foresees a competitive marketing environment and will focus on maintaining the production quality to achieve a consistent selling price. The Australian engineering operation forecasts a more active investment climate in the market and will continue to tender for contracts and maintenance jobs.

The health foods and supplements business will continue to source for new range of products. The expansion to Shanghai, China has created a new market for the Group.

The market conditions in which the Group companies operate in will remain competitive. The Group is cautiously optimistic about its prospects in current year.

K4 Profit Forecast

Not applicable as no profit forecast was issued by the Group.



ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)

K5 NOTES TO CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(The figures have not been audited)

	Current Quarter 3 months ended 31 January		Cumulative Quarter 12 months ended 31 January	
	2013	2012	2013	2012
	RM'000	RM'000 (restated)	RM'000	RM'000 (restated)
Loss before tax is arrived at after charging/(crediting) :				
a) Interest income	(86)	(1,609)	(844)	(2,581)
b) Other income including investment income	(2,590)	(1,696)	(8,634)	(12,196)
c) Interest expense	9,300	7,943	45,918	50,073
d) Depreciation and amortisation	3,464	2,467	12,409	10,051
e) Provision for and write off of receivables	2,421	3,653	8,394	10,696
f) Provision for and write off of inventories	2,436	1,401	2,510	2,172
g) Net Foreign exchange loss / (gain)	1,611	1,623	558	(1,303)

K6 Tax Expense

	Current Quarter 3 months ended 31 January		Cumulative Quarter 12 months ended 31 January	
	2013	2012	2013	2012
	RM'000	RM'000 (restated)	RM'000	RM'000 (restated)
Tax expense based on results for continuing operations: -				
Current				
- Malaysian tax	55	(197)	47	(316)
- Foreign tax	(2,637)	(310)	(4,780)	(1,679)
	(2,582)	(507)	(4,733)	(1,995)
Deferred taxation	(87)	(1,789)	60	(2,971)
	<u>(2,669)</u>	<u>(2,296)</u>	<u>(4,673)</u>	<u>(4,966)</u>

The tax expense is provided on the profits made by certain group companies due to the absence of the group tax relief in the respective countries of operations.



ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)

K7 Status of Corporate Proposal Announced

There were no corporate proposal for the financial quarter under review.

K8 Borrowings and Debt Securities

	Unaudited As at 31 January 2013 RM'000	As at 31 January 2012 RM'000	As at 1 February 2011 RM'000
a) Short term borrowings			
Secured			
- Bank overdrafts	91,300	71,005	66,989
- Revolving credits & short term loans	132,514	108,116	23,092
- Trust receipts and bankers' acceptance	6,587	3,875	7,052
- Term loans	6,295	36,695	11,102
- Hire purchase and lease creditors	2,440	2,404	1,572
	<u>239,136</u>	<u>222,095</u>	<u>109,807</u>
Unsecured			
- Bank overdrafts	-	-	2,830
- Revolving credits and short-term loans	-	-	21,460
	<u>-</u>	<u>-</u>	<u>24,290</u>
Total short term borrowings	<u><u>239,136</u></u>	<u><u>222,095</u></u>	<u><u>134,097</u></u>
b) Long term borrowings			
Secured			
-Term Loan	3,884	4,803	63,433
- Hire purchase and lease creditors	5,333	4,761	2,636
Total long term borrowings	<u><u>9,217</u></u>	<u><u>9,564</u></u>	<u><u>66,069</u></u>

The bank borrowings denominated in foreign currencies are as follows: -

	RM'000	RM'000	RM'000
Denominated in Singapore Dollar	<u><u>209,346</u></u>	<u><u>170,273</u></u>	<u><u>153,986</u></u>

K9 Off Balance Sheet Financial Instruments

The Group does not have any financial instrument with off balance sheet risk as at 26th March 2013.

K10 Changes in Material Litigation

There were no material litigations during the quarter under review.

K11 Dividend

The Board does not recommend any dividend for the financial period ended 31 January 2013 (31 January 2012 : Nil).

**JOHAN HOLDINGS BERHAD**(Company No. 314-K)
(Incorporated in Malaysia)**ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS (CONT'D)****K12 Earnings / (Loss) per Share****Basic & diluted**

Basic and diluted earnings / (loss) per share are calculated by dividing profit / (loss) for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue as at the end of the financial period.

Diluted earning / (loss) per share is the same as basic earnings / (loss) per share. The outstanding ESOS shares are not included as the effect is anti-dilutive.

	3 months ended 31 January		12 months ended 31 January	
	2013 RM'000	2012 RM'000 (restated)	2013 RM'000	2012 RM'000 (restated)
Loss for the period attributable to ordinary equity holders of the parent	<u>(9,432)</u>	<u>(18,263)</u>	<u>(31,029)</u>	<u>(45,749)</u>
Number of ordinary shares ('000) in issue	<u>622,948</u>	<u>622,948</u>	<u>622,948</u>	<u>622,948</u>
Basic & diluted loss per share	<u>(1.51)</u>	<u>(2.93)</u>	<u>(4.98)</u>	<u>(7.34)</u>

K13 Realised and Unrealised Profits / (Losses)

The breakdown of accumulated losses of the Group as at the reporting date into realised and unrealised profit / (losses), are as follows:-

	As at 31 January 2013 RM'000	As at 31 January 2012 RM'000 (restated)
Total accumulated losses of Johan Holdings Berhad and its subsidiaries :		
- Realised	(442,467)	(452,313)
- Unrealised	<u>92,997</u>	<u>135,771</u>
	(349,470)	(316,542)
Consolidation adjustments	<u>179,639</u>	<u>177,740</u>
Accumulated losses as per consolidated accounts	<u>(169,831)</u>	<u>(138,802)</u>

BY ORDER OF THE BOARD

Teh Yong Fah
Group Secretary
Kuala Lumpur
27th March 2013