

**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014**

The figures have not been audited

**CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 MARCH 2014**

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year- To-Date	Preceding Year Corresponding Period
	31/03/2014 RM'000	31/03/2013 RM'000	31/03/2014 RM'000	31/03/2013 RM'000
Revenue	10,577	11,910	29,483	38,843
Cost of sales	(9,788)	(12,131)	(29,241)	(36,889)
Gross profit/ (loss)	789	(221)	242	1,954
Operating expenses	(1,510)	(827)	(4,764)	(2,642)
Other operating income/(expense)	75	(377)	89	(351)
Operating loss	(646)	(1,425)	(4,433)	(1,039)
Finance income	15	10	33	33
Loss before taxation	(631)	(1,415)	(4,400)	(1,006)
Taxation	40	100	351	(31)
Loss for the period attributable to owners of the Company	(591)	(1,315)	(4,049)	(1,037)
Loss per ordinary share (sen):-				
(a) Basic	(0.95)	(2.11)	(6.51)	(1.67)
(b) Fully diluted	N/A	N/A	N/A	N/A

The Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Annual Financial Statements for the Financial Year Ended 30 June 2013.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 MARCH 2014 (cont'd)

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year- To-Date	Preceding Year Corresponding Period
	31/03/2014 RM'000	31/03/2013 RM'000	31/03/2014 RM'000	31/03/2013 RM'000
Loss for the period	(591)	(1,315)	(4,049)	(1,037)
Foreign currency translation differences for foreign operations	(1)	(37)	(8)	(210)
Total comprehensive expenses for the period	(592)	(1,352)	(4,057)	(1,247)

The Condensed Consolidated Statements of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Annual Financial Statements for the Financial Year Ended 30 June 2013.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

CONDENSED CONSOLIDATED STATEMENTS ON FINANCIAL POSITION AS AT
31 MARCH 2014

	As at end of current quarter 31/03/2014 RM'000	As at end of preceding financial year 30/06/2013 RM'000
ASSETS		
Property, plant and equipment	9,246	9,210
Deferred tax assets	1,376	1,024
Total non-current assets	<u>10,622</u>	<u>10,234</u>
Inventories	2,575	3,760
Trade and other receivables	9,233	18,422
Deposits, cash and bank balances	10,877	10,882
Total current assets	<u>22,685</u>	<u>33,064</u>
TOTAL ASSETS	<u>33,307</u>	<u>43,298</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY		
Share capital	62,188	62,188
Reserves	(42,715)	(38,658)
TOTAL EQUITY	<u>19,473</u>	<u>23,530</u>
LIABILITIES		
Retirement benefits	116	120
Total non-current liabilities	<u>116</u>	<u>120</u>
Trade and other payables	13,718	19,605
Current tax liabilities	-	43
Total current liabilities	<u>13,718</u>	<u>19,648</u>
TOTAL LIABILITIES	<u>13,834</u>	<u>19,768</u>
TOTAL EQUITY AND LIABILITIES	<u>33,307</u>	<u>43,298</u>
Net assets per share attributable to owners of the Company (RM)	0.31	0.38

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Statements for the Financial Year Ended 30 June 2013.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE PERIOD
ENDED 31 MARCH 2014

	Share capital	Translation reserve	Accumulated losses	Total equity
	RM'000	RM'000	RM'000	RM'000
Current year-to-date ended 31 March 2014				
At 1 July 2013	62,188	1	(38,659)	23,530
Loss for the period	-	-	(4,049)	(4,049)
Other comprehensive expense				
– foreign currency translation difference	-	(8)	-	(8)
Total comprehensive expense for the period	-	(8)	(4,049)	(4,057)
At 31 March 2014	62,188	(7)	(42,708)	19,473
Preceding year corresponding period ended 31 March 2013				
At 1 July 2012	62,188	222	(38,732)	23,678
Loss for the period	-	-	(1,037)	(1,037)
Other comprehensive expense				
– foreign currency translation difference	-	(210)	-	(210)
Total comprehensive expense for the period	-	(210)	(1,037)	(1,247)
At 31 March 2013	62,188	12	(39,769)	22,431

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Statements for the Financial Year Ended 30 June 2013.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE PERIOD
ENDED 31 MARCH 2014

	Current Year-To-Date	Preceding Year Corresponding Period
	31/03/2014 RM'000	31/03/2013 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	(4,400)	(1,006)
Adjustments for:-		
Depreciation and amortization	453	492
Non cash item	(243)	(172)
Net financing income	(33)	(33)
Operating loss before changes in working capital	(4,223)	(719)
Changes in working capital		
Net change in current assets	10,446	285
Net change in current liabilities	(5,887)	2,040
Tax (paid)/ refunded	(44)	62
Net financing income received	33	33
Retirement benefits paid	(4)	(7)
Dividend received	171	179
Net cash generated from operating activities	492	1,873
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceed from disposal of property, plant and equipment	-	95
Acquisition of property, plant and equipment	(489)	(151)
Net cash used in investing activities	(489)	(56)
NET CHANGE IN CASH AND CASH EQUIVALENTS	3	1,817
CASH & CASH EQUIVALENTS AT BEGINNING OF PERIOD	10,882	10,807
EFFECT ON FOREIGN EXCHANGE	(8)	(210)
CASH & CASH EQUIVALENTS AT END OF PERIOD	10,877	12,414

Cash and cash equivalents included in the consolidated statements of cash flow comprise the following balance sheet amounts:

	31/03/2014 RM'000	31/03/2013 RM'000
Deposits, cash and bank balances	10,877	12,414

The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the Annual Financial Statements for the Financial Year Ended 30 June 2013.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

1. Basis of preparation

The interim financial report is unaudited and has been prepared in accordance with Malaysian Financial Reporting Standards (“MFRS”) 134 “Interim Financial Reporting” and the applicable disclosure provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and should be read in conjunction with the Group’s audited financial statements for the financial year ended 30 June 2013. This interim financial report also complies with International Accounting Standards (“IAS”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board.

The accounting policies and presentation adopted for this interim report are consistent with those adopted in the audited financial statements for the financial year ended 30 June 2013.

The Group has adopted the MFRSs, amendments and interpretations effective for annual periods beginning on or after 1 January 2013 where applicable to the Group. The initial adoption of these applicable MFRS, amendments and interpretations do not have any material impact on the financial statements of the Group.

2. Qualification of audit report of the preceding annual financial statements

The audit report for the preceding annual financial statements was not qualified.

3. Seasonality or cyclicity of interim operations

There have been no material seasonal or cyclical factors affecting the results of the quarter under review.

4. Nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidence

There were no items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidence during the quarter under review and financial year-to-date.

5. Changes in estimates of amounts reported in prior interim periods of the current financial year or in prior financial years

There were no changes in estimates of amounts reported in prior financial years.

6. Issuances, cancellations, repurchases, resale and repayments of debt and equity securities

There were no issuance of shares, share buy-back, share cancellations resale of treasury shares or repayments of debt or equity securities during the quarter under review and financial year-to-date.

7. Dividend

There were no dividends paid during the quarter under review and financial year-to-date.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

8. **Operating Segments**

The Group's segmental report for the financial year-to-date is as follows: -

	Design, manufacturing supply of furniture and interior design fit- out works RM'000
Reportable segment loss	<u>(2,629)</u>
Included in the measure of segment loss are:	
Revenue from external customers	29,312
Depreciation and amortisation	<u>453</u>
Reconciliation of reportable segment loss	
Loss	
Reportable segment	(2,629)
Non-reportable segments	(1,804)
Finance income	33
Consolidated loss before taxation	<u>(4,400)</u>

	External Revenue RM'000	Depreciation and amortisation RM'000
Reportable segment	29,312	453
Non-reportable segment	171	-
Total	<u>29,483</u>	<u>453</u>

9. **Material events not reflected in the financial statements**

Except for the Corporate Proposals as disclosed in Note 17, there are no material subsequent events to be disclosed as at the date of this report.

10. **Changes in the composition of the Group**

There were no changes in the composition of the Group during the quarter under review, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinuing operations.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

11. Review of Performance

For the quarter under review, the Group recorded a revenue of RM10.6 million and a loss before taxation (“LBT”) of RM0.6 million as compared with a revenue of RM11.9 million and a LBT of RM1.4 million recorded in the corresponding quarter of the preceding year ended 30 June 2013 (“FY 2013”).

For the financial year-to-date, the Group recorded a revenue and LBT of RM29.5 million and RM4.4 million respectively as compared with a revenue and LBT of RM38.8 million and RM1.0 million recorded in the corresponding period of FY 2013.

In comparison with the corresponding quarter of FY2013, the decrease in revenue was mainly due to lower sales recorded for hospitality projects. Despite the lower revenue, the decrease in LBT was mainly due to favourable sales mix.

For the financial year-to-date, LBT was higher as compared with the corresponding period of FY2013 mainly due to lower sales recorded for hospitality projects and the expenses of RM1.5 million incurred year-to-date for the corporate exercise currently being undertaken by the Company.

12. Material changes in PBT against the immediate preceding quarter

The Group recorded a LBT of RM0.6 million for the quarter under review as compared with a LBT of RM2.0 million recorded in the preceding quarter. The decrease in LBT in the quarter under review was mainly due to higher sales recorded for the export market and lower expenses incurred for the corporate exercise currently being undertaken by the Company as compared with the preceding quarter.

13. Prospects

Notwithstanding the difficult operating environment in the furniture industry, the Group will focus on marketing its furniture in the export market while continuing with its design and fit-out-work in the hospitality and commercial sectors. The Board expects the performance of the furniture business to remain challenging for the financial year ending 30 June 2014.

The Proposed Acquisitions as disclosed in Note 17 will diversify the Group’s business into the concrete and cement-related businesses. The Board expects the acquisitions to contribute positively to the future performance of the Group.

14. Profit forecast / profit guaranteed

This note is not applicable.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

15. Loss before taxation

	Current Year Quarter	Current Year To-date
	31/03/2014 RM'000	31/03/2014 RM'000
Loss before taxation is arrived at after charging/(crediting) :-		
Gross dividend income from short term investments	(56)	(171)
Depreciation and amortization	150	453
Gain on foreign exchange	(72)	(84)
Impairment loss on trade receivables	-	-
Inventories written back	-	-
Gain on disposal of quoted/unquoted investments or properties	-	-
Impairment of property, plant and equipment	-	-
Fair value gain on derivative instruments	-	-

16. Taxation

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year- To-Date	Preceding Year Corresponding Period
	31/03/2014 RM'000	31/03/2013 RM'000	31/03/2014 RM'000	31/03/2013 RM'000
Current taxation				
Malaysian - current year	2	2	6	7
- prior year	(5)	2	(5)	2
	(3)	4	1	9
Deferred taxation				
Malaysian - current years	(37)	(104)	(352)	22
	(40)	(100)	(351)	31

Taxation for the quarter under review and financial year-to-date mainly represent provision for deferred tax assets.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

17. Corporate proposals

Saved as disclosed below, there are no corporate proposals announced but not completed as at the date of this report.

On 11 September 2013, Hong Leong Investment Bank Berhad (“HLIB”) announced, on behalf of the Company, that the Company had on 10 September 2013, entered into the following agreements:

- i) a conditional Shares Sale Agreement with Hong Leong Industries Berhad (“HLI”) for the proposed acquisition of 30,000,000 ordinary shares of RM1.00 each in Hume Industries (Malaysia) Sdn Bhd (“HIMSB”) (“HIMSB Shares”) which shall represent the entire issued and paid-up share capital of HIMSB for a total purchase consideration of RM48,000,000 to be satisfied by the issuance of 48,000,000 New Narra Shares (as defined below) at an issue price of RM1.00 per New Narra Share (“HIMSB Consideration Shares”) (“Proposed Acquisition of HIMSB”);
- ii) a conditional Shares Sale Agreement with Hong Leong Manufacturing Group Sdn Bhd (“HLMG”) for the proposed acquisition of the entire issued and paid-up ordinary share capital in Hume Cement Sdn Bhd (“HCement”) comprising 58,000,000 ordinary shares of RM1.00 each for a total purchase consideration of RM100,000,000 to be satisfied by the issuance of 100,000,000 New Narra Shares at an issue price of RM1.00 per New Narra Share (“HCement Consideration Shares”) (“Proposed Acquisition of HCement”); and
- iii) a conditional Shares Sale Agreement with HLI for the proposed acquisition of the entire 175,000,000 6-year 2% non-cumulative irredeemable convertible preference shares of RM1.00 each in HCement (“HCement ICPS”) for a total purchase consideration of RM300,000,000 to be satisfied by the issuance of 300,000,000 New Narra Shares at an issue price of RM1.00 per New Narra Share (“HCement ICPS Consideration Shares”) (“Proposed Acquisition of HCement ICPS”).

[The Proposed Acquisition of HIMSB, the Proposed Acquisition of HCement and the Proposed Acquisition of HCement ICPS are collectively referred to as “Proposed Acquisitions”]

[The HIMSB Consideration Shares, the HCement Consideration Shares and the HCement ICPS Consideration Shares are collectively referred to as “Consideration Shares”].

In conjunction with the Proposed Acquisitions, the Board of Directors of the Company has also resolved to undertake the following:

- (i) Proposed share capital reduction by the cancellation of RM0.50 of the par value of every existing ordinary shares of RM1.00 in Narra (“Narra Shares”) and the credit arising therefrom to be offset against the accumulated losses of the Company (“Proposed Capital Reduction”);
- (ii) Proposed share consolidation of 2 ordinary shares of RM0.50 each into 1 ordinary share of RM1.00 each in the Company (“New Narra Share”) after the Proposed Capital Reduction (“Proposed Share Consolidation”); and
- (iii) Proposed increase in the authorised share capital of the Company from RM350,000,000 comprising 350,000,000 ordinary shares of RM1.00 each to RM600,000,000 comprising 600,000,000 ordinary shares of RM1.00 each (“Proposed Increase in Authorised Share Capital”).

[The Proposed Acquisitions, the Proposed Capital Reduction, the Proposed Share Consolidation and the Proposed Increase in Authorised Share Capital are collectively referred to as “Proposals”].

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

17. Corporate proposals (cont'd)

The Proposals are subject to, inter alia, the following being obtained:

- (i) approval of Bursa Malaysia Securities Berhad (“Bursa Securities”) for:
 - (a) the Proposed Share Consolidation; and
 - (b) the listing of and quotation for the Consideration Shares to be issued pursuant to the Proposed Acquisitions on Bursa Securities;

The Company will submit the application to Bursa Securities in relation to the Proposed Share Consolidation and the listing of and quotation for the Consideration Shares to be issued pursuant to the Proposed Acquisitions.

- (ii) approval of the Securities Commission (“SC”) for:
 - (a) the Proposed Acquisitions;
 - (b) the resultant equity structure of Narra upon completion of the Proposed Acquisitions;
 - (c) the exemption for HLI from an obligation to undertake a mandatory offer for the remaining New Narra Shares not already held by HLI and HLI’s concert parties upon completion of the Proposed Acquisition of HIMSB and the Proposed Acquisition of HCement ICPS pursuant to Section 219 of the Capital Markets and Services Act, 2007 (“CMSA”), which approval had been obtained on 11 December 2013; and
 - (d) the exemption for HLMG from an obligation to undertake a mandatory offer for the remaining New Narra Shares not already held by HLMG and HLMG’s concert parties [upon completion of the proposed capital repayment exercise to be undertaken by HLI involving the distribution to HLI’s shareholders of 345,030,635 New Narra Shares on the basis of 1,080 New Narra Shares for every 1,000 HLI Shares held on an entitlement date to be determined and announced later, representing substantially all the HIMSB Consideration Shares and the HCement ICPS Consideration Shares by way of a capital reduction involving its share premium account (“Proposed HLI Capital Distribution”)] pursuant to Section 219 of the CMSA, which approval had been obtained on 11 December 2013.

The SC had, via its letter dated 28 April 2014, approved the Proposals subject to the following conditions being met:

- (i) In respect of the two properties located at Kota Kinabalu, Sabah, (a) Narra is to obtain the Occupation Certificate within twenty-four (24) months from the date of the SC’s approval letter, (b) Narra/HLIB to make quarterly announcements to Bursa Malaysia on the remedial actions taken to rectify the non-compliances, and (c) Narra/HLIB to update the SC when such announcements are made;
- (ii) Narra and HLIB to fully comply with the requirements of the SC’s Equity Guidelines and Bursa Malaysia’s Main Market Listing Requirements pertaining to the implementation of the Proposals.

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

17. Corporate proposals (cont'd)

- (iii) the grant of an order by the High Court of Malaya pursuant to Section 64 of the Companies Act, 1965 (“Act”) for the Proposed Capital Reduction;
- (iv) approval of the shareholders of the Company for the Proposals at an extraordinary general meeting (“EGM”) to be convened;
- (v) approval of the shareholders of HLI for its corporate proposal comprising the proposed disposal of HIMSB Shares, proposed disposal of the HCement ICPS and proposed capital distribution and capital reduction by HLI at an EGM to be convened;
- (vi) approval of the shareholders of HLMG for the proposed disposal of HCement Shares which approval had been obtained on 28 November 2013; and
- (vii) approvals of members of the respective holding companies of HLMG, HLI and the Company, as may be required by Section 132E of the Act for the relevant proposals, the last approval had been obtained on 28 November 2013.

The Proposed Acquisition of HIMSB, the Proposed Acquisition of HCement and the Proposed Acquisition of HCement ICPS are inter-conditional upon one another.

The Proposed Acquisitions will only be implemented after the completion of the Proposed Capital Reduction and the Proposed Share Consolidation.

Subject to all requisite approvals being obtained, the proposals are expected to be completed by the first half of the next financial year ending 30 June 2015.

18. Group’s borrowings and debt securities

There were no borrowings outstanding as at 31 March 2014.

19. Changes in material litigation

There are no material litigations as at the date of this report.

20. Dividend

- a) The Board does not recommend any interim dividend for the quarter ended 31 March 2014 of the financial year ending 30 June 2014 (3rd quarter 2012/2013 : Nil).
- b) For the financial year-to-date, no dividend has been declared (2012/2013: Nil).

NARRA INDUSTRIES BERHAD
QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER
ENDED 31 MARCH 2014

The figures have not been audited

21. Loss Per Ordinary Share

(a) Basic loss per ordinary share

The basic loss per ordinary share for the quarter under review is calculated by dividing the Group's loss attributable to owners of the Company of RM591,000 (3rd quarter 2012/2013: RM1,315,000) by the weighted average number of ordinary shares during the quarter of 62,187,600 (3rd quarter 2012/2013 : 62,187,600).

The basic loss per ordinary share for the financial year-to-date is calculated by dividing the Group's loss attributable to owners of the Company of RM4,049,000 (2012/2013: RM1,037,000) by the weighted average number of ordinary shares during the period of 62,187,600 (2012/2013: 62,187,600).

(b) Diluted earnings per share

The Group has no dilution in its earnings per ordinary share in the quarter under review / financial year-to-date and preceding year corresponding quarter / period as there were no dilutive potential ordinary shares.

22. Realised and unrealised profits /(losses) disclosure

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

	As At End of Current Quarter	As At End of Preceding Financial Year
	31/03/2014 RM'000	30/06/2013 RM'000
Total accumulated losses of the Company and its subsidiaries:-		
-realised	(34,433)	(29,947)
-unrealised	1,448	1,011
	<u>(32,985)</u>	<u>(28,936)</u>
Less: Consolidation adjustments	(9,723)	(9,723)
Group's accumulated losses	<u>(42,708)</u>	<u>(38,659)</u>

By Order of the Board
Narra Industries Berhad

Joanne Leong Wei Yin
Valerie Mak Mew Chan
Company Secretaries

Kuala Lumpur
29 April 2014