

**QUARTERLY REPORT ON THE CONSOLIDATED RESULTS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014**

|  | <b>CURRENT<br/>QUARTER<br/>ENDED<br/>31-Dec-14<br/>RM'000</b> | <b>PRECEDING YEAR<br/>CORRESPONDING<br/>QUARTER ENDED<br/>31-Dec-13<br/>RM'000</b> | <b>CURRENT<br/>PERIOD TO<br/>DATE ENDED<br/>31-Dec-14<br/>RM'000</b> | <b>PRECEDING<br/>PERIOD TO<br/>DATE ENDED<br/>31-Dec-13<br/>RM'000</b> |
|--|---|--|--|--|
| Revenue  | 59,525  | 46,196   | 187,490  | 152,041  |
| Cost of sales  | (40,932)  | (34,460)   | (137,862)  | (112,937)  |
| Gross profit   | 18,593  | 11,736   | 49,628   | 39,104   |
| Other income   | 133   | 452  | 1,350  | 2,014  |
| Administrative expenses  | (6,764)   | (2,821)  | (18,691)   | (14,860)   |
| Operating profit   | 11,962  | 9,367  | 32,287   | 26,258   |
| Depreciation expenses  | (965)   | (703)  | (4,022)  | (2,030)  |
| Finance costs  | (722)   | (1,319)  | (4,417)  | (3,069)  |
| Profit before tax  | 10,275  | 7,345  | 23,848   | 21,159   |
| Taxation   | (2,854)   | (2,494)  | (5,943)  | (5,868)  |
| Profit for the financial period                                    | 7,421   | 4,851  | 17,905   | 15,291   |
| Other comprehensive income, net of tax                             |   |  |  |  |
| Foreign currency translation differences<br>for foreign operations | -   | -  | -  | 73   |
| Total comprehensive income for the financial period                | 7,421   | 4,851  | 17,905   | 15,364   |
| Total comprehensive income attributable to the:                    |   |  |  |  |
| Owners of the company  | 7,265   | 4,548  | 16,360   | 13,655   |
| Non-controlling interests  | 156   | 303  | 1,545  | 1,709  |
|  | 7,421   | 4,851  | 17,905   | 15,364   |

Notes:

The Condensed Consolidated Statement of Comprehensive Income for the fourth quarter ended 31 December 2014 should be read in conjunction with the Audited Financial Statements for the financial year ended (“FYE”) 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2014**

|   | <b>UNAUDITED</b> | <b>AUDITED</b>   |
|---|------------------|------------------|
|   | <b>As at</b>     | <b>As at</b>     |
|   | <b>31-Dec-14</b> | <b>31-Dec-13</b> |
|   | <b>RM</b>        | <b>RM</b>        |
|   | <b>RM'000</b>    | <b>RM'000</b>    |
| <b>ASSETS</b>   |                  |                  |
| <b>Non-Current Assets</b>                                       |                  |                  |
| Property plant and equipment                                    | 73,639           | 68,200           |
| Deferred tax assets   | 102              | -                |
| Intangible assets   | 17,176           | -                |
|   | <b>90,917</b>    | <b>68,200</b>    |
| <b>Current Assets</b>   |                  |                  |
| Inventories   | 23,873           | 18,201           |
| Amount due from customers for contract works                    | 11,189           | 6,183            |
| Trade and other receivables                                     | 99,728           | 65,559           |
| Fixed deposits placed with licensed banks                       | 14,394           | 8,227            |
| Cash and bank balances  | 60,296           | 16,695           |
| <b>Total Current Assets</b>                                     | <b>209,481</b>   | <b>114,865</b>   |
| <b>TOTAL ASSETS</b>   | <b>300,398</b>   | <b>183,065</b>   |
| <b>EQUITY AND LIABILITIES</b>                                   |                  |                  |
| <b>Equity attributable to owners of the Company</b>             |                  |                  |
| Share capital   | 52,816           | 28,490           |
| Share premium   | 84,187           | 26,739           |
| Revaluation reserve   | 4,393            | 3,280            |
| Foreign currency translation reserve                            | 51               | (25)             |
| Reserve arising from reverse acquisition                        | (17,007)         | (17,007)         |
| Retained earnings   | 54,618           | 38,258           |
| Non-controlling interest  | 6,577            | 3,934            |
| <b>Total Equity</b>   | <b>185,635</b>   | <b>83,669</b>    |
| <b>Non Current Liabilities</b>                                  |                  |                  |
| Loan and borrowings   | 32,323           | 19,512           |
| Deferred tax liabilities  | 2,951            | 937              |
|   | <b>35,274</b>    | <b>20,449</b>    |
| <b>Current Liabilities</b>                                      |                  |                  |
| Amount due to customers for contract works                      | 1,263            | 202              |
| Trade and other payables  | 46,166           | 35,383           |
| Loan and borrowings   | 31,511           | 40,924           |
| Tax payables  | 550              | 2,438            |
| <b>Total Current Liabilities</b>                                | <b>79,489</b>    | <b>78,947</b>    |
| <b>TOTAL LIABILITIES</b>  | <b>114,763</b>   | <b>99,396</b>    |
| <b>TOTAL EQUITY AND LIABILITIES</b>                             | <b>300,398</b>   | <b>183,065</b>   |
| Net assets per share attributable to owners of the Company (RM) | <b>0.35</b>      | <b>0.29</b>      |

Notes:

The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Audited Financial Statements for the FYE 31 December 2013 and the accompanying explanatory notes attached to this interim financial statement.

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014**

|   | ← Attributable to owners of the Company → |                            |                                  |                                  |  |                                |                 |   |                           |
|---|---|----------------------------|----------------------------------|----------------------------------|--|--------------------------------|-----------------|---|---------------------------|
|   | Non-distributable                         |                            |                                  |                                  |  | Distributable                  |                 |   |                           |
|   | Share<br>Capital<br>RM'000                | Share<br>Premium<br>RM'000 | Revaluation<br>Reserve<br>RM'000 | Translation<br>Reserve<br>RM'000 | Reserve arising<br>from the Reserve<br>Acquisition<br>RM'000 | Retained<br>Earnings<br>RM'000 | Total<br>RM'000 | Non-<br>Controlling<br>Interest<br>RM'000 | Total<br>Equity<br>RM'000 |
| At 1 January 2014                                   | 28,490                                    | 26,739                     | 3,280                            | (25)                             | (17,007)   | 38,258                         | 79,735          | 3,934                                     | 83,669                    |
| Acquisition of subsidiaries                         | -   | -                          | -                                | -                                | -  | -                              | -               | 1,161                                     | 1,161                     |
| Disposal of subsidiaries                            | -   | -                          | -                                | -                                | -  | -                              | -               | (63)                                      | (63)                      |
| Issuance of new shares                              | 6,721                                     | 78,603                     | -                                | -                                | -  | -                              | 85,324          | -   | 85,324                    |
| Bonus Issues  | 17,605                                    | (17,605)                   | -                                | -                                | -  | -                              | -               | -   | -                         |
| Share issuance expenses                             | -   | (3,550)                    | -                                | -                                | -  | -                              | (3,550)         | -   | (3,550)                   |
| Revaluation surplus on fixed assets                 | -   | -                          | 1,113                            | -                                | -  | -                              | 1,113           | -   | 1,113                     |
| Foreign currency translation                        | -   | -                          | -                                | 76                               | -  | -                              | 76              | -   | 76                        |
| Total comprehensive income for the financial period | -   | -                          | -                                | -                                | -  | 16,360                         | 16,360          | 1,545                                     | 17,906                    |
| At 31 December 2014                                 | 52,816                                    | 84,187                     | 4,393                            | 51                               | (17,007)   | 54,618                         | 179,058         | 6,577                                     | 185,636                   |
| At 1 January 2013                                   | 25,900                                    | 17,691                     | 3,349                            | (14)                             | (17,007)   | 25,898                         | 55,817          | 2,079                                     | 57,896                    |
| Acquisition of subsidiaries                         | -   | -                          | -                                | -                                | -  | -                              | -               | 146                                       | 146                       |
| Disposal of subsidiaries                            | -   | -                          | -                                | -                                | -  | -                              | -               | -   | -                         |
| Dividend paid                                       | -   | -                          | -                                | -                                | -  | (1,295)                        | (1,295)         | -   | (1,295)                   |
| Issuance of new shares                              | 2,590                                     | 9,583                      | -                                | -                                | -  | -                              | 12,173          | -   | 12,173                    |
| Share issuance expenses                             | -   | (535)                      | -                                | -                                | -  | -                              | (535)           | -   | (535)                     |
| Dividends   | -   | -                          | -                                | -                                | -  | -                              | -               | -   | -                         |
| Revaluation surplus on fixed assets                 | -   | -                          | (70)                             | -                                | -  | 74                             | 4               | -   | 4                         |
| Foreign currency translation                        | -   | -                          | -                                | (11)                             | -  | -                              | (11)            | -   | (11)                      |
| Total comprehensive income for the financial period | -   | -                          | -                                | -                                | -  | 13,582                         | 13,582          | 1,709                                     | 15,291                    |
| At 31 December 2013                                 | 28,490                                    | 26,739                     | 3,279                            | (25)                             | (17,007)   | 38,259                         | 79,735          | 3,934                                     | 83,669                    |

**Notes:**

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the FYE 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014**

|   | <b>Current Period to<br/>Date Ended<br/>31-Dec-14<br/>RM'000</b> | <b>Preceding Period<br/>To Date Ended<br/>31-Dec-13<br/>RM'000</b> |
|---|--|--|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>   |  |  |
| Profit before taxation  | 23,848   | 21,159   |
| Adjustments for:  |  |  |
| Depreciation  | 4,022  | 2,030  |
| Unrealised loss on foreign currency exchange  | -  | 40   |
| Gain on disposal of property, plant and equipment                                       | -  | (90)   |
| Loss on disposal of a subsidiary  | 379  | -  |
| Interest expenses   | 4,417  | 3,069  |
| Interest income   | (527)  | (220)  |
|   | <hr/> 32,139   | <hr/> 25,988   |
| Changes in working capital  |  |  |
| Inventories   | (10,678)   | (5,098)  |
| Receivables   | (19,283)   | (5,427)  |
| Payables  | 9,979  | 11,152   |
| Amount due from customer for contract works   | (202)  | (4,244)  |
|   | <hr/> 11,955   | <hr/> 22,371   |
| Tax paid  | (5,818)  | (5,997)  |
| Interests received  | 527  | 220  |
| <b>Net cash flows from operating activities</b>   | <hr/> <b>6,664</b>   | <hr/> <b>16,594</b>  |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>   |  |  |
| Acquisition of a subsidiary   | (20,575)   | 12   |
| Purchase of property plant and equipment  | (17,152)   | (34,272)   |
| Proceeds from disposal of property plant and equipment                                  | -  | 129  |
| <b>Net cash flows from investing activities</b>   | <hr/> <b>(37,727)</b>  | <hr/> <b>(34,131)</b>  |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>   |  |  |
| Interests paid  | (4,417)  | (3,069)  |
| Fixed deposits held as security values  | -  | (101)  |
| Net drawdown of borrowings  | 3,398  | 16,449   |
| Issuance of new shares (net)  | 81,774   | 11,785   |
| Dividend paid   | -  | (1,295)  |
| <b>Net cash flows from financing activities</b>   | <hr/> <b>80,755</b>  | <hr/> <b>23,769</b>  |
| Net Change in cash and cash equivalents   | 49,692   | 6,232  |
| Effects of exchange rate changes  | 76   | (15)   |
| Cash and cash equivalents:  |  |  |
| At the beginning of the financial period  | 18,155   | 11,938   |
| At the end of the financial period  | <hr/> <b>67,923</b>  | <hr/> <b>18,155</b>  |
| Cash and cash equivalents at the end of the financial period<br>comprise the following: |  |  |
| Cash and bank balances  | 60,296   | 16,695   |
| Fixed deposits  | 14,394   | 8,227  |
|   | <hr/> 74,690   | <hr/> 24,922   |
| Less: Fixed deposits pledged with licensed banks  | (6,767)  | (6,767)  |
|   | <hr/> <b>67,923</b>  | <hr/> <b>18,155</b>  |

Note:

The Condensed Consolidated Statements of Cash Flows should be read in conjunction with Audited Financial Statements for the FYE 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

**QUARTERLY REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014**

**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FINANCIAL PERIOD ENDED (“FPE”) 31 DECEMBER 2014**

**A. NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS (MFRS 134):**

**A1. Basis of Preparation**

These condensed consolidated interim financial statements (Condensed Report) have been prepared in accordance with MFRS 134: Interim Financial Reporting and Appendix 9B of the Bursa Securities Listing Requirements. The interim financial statements should be read in conjunction with the Audited Financial Statements for the FYE 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

The significant accounting policies and methods adopted for the audited condensed financial statements are consistent with those adopted for the audited financial statements for the FYE 31 December 2013.

**A2. Summary of Significant Accounting Policies**

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the most recent audited financial statements for the FYE 31 December 2013 except for the newly-issued Malaysian Accounting Standards Board approved accounting framework - Malaysian Financial Reporting Standards (“MFRS”), Amendments to standards and IC Interpretations (“IC Int.”) to be applied by all Entities Other Than Private Entities for the financial periods beginning on or after 1 January 2014:

Amendments/Improvements to MFRSs:

|          |  |
|----------|--|
| MFRS 10  | Consolidated Financial Statements                  |
| MFRS 12  | Disclosure of Interests in Other Entities          |
| MFRS 127 | Separate Financial Statements                      |
| MFRS 132 | Financial Instruments: Presentation                |
| MFRS 136 | Impairment of Assets                               |
| MFRS 139 | Financial Instruments: Recognition and Measurement |

New IC Int:

|           |        |
|-----------|--------|
| IC Int 21 | Levies |
|-----------|--------|

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

**A3. Auditors’ Report**

There was no qualification on the audited financial statements of the Company and its subsidiary companies for the FYE 31 December 2013.

**A4. Comments About Seasonal or Cyclical Factors**

The Group’s businesses did not experience significant fluctuations due to seasonal or cyclical factors during the current quarter under review.

**A5. Items of Unusual Nature and Amount**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows that were unusual because of their nature, size or incidence during the current quarter under review.

**A6. Material Changes in Estimates**

There were no changes in the estimates of amounts reported in prior interim periods that had a material effect in the current quarter under review.

**A7. Issuances, Cancellations, Repurchase, Resale and Repayments of Debts and Equity Securities**

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the financial period under review except for the followings:

- i) Issuance of 56,980,000 ordinary shares of RM0.10 each of the Company (“OCK Shares”), at an issuance price of RM1.30 per share over 2 tranches on 6 June 2014 and 24 June 2014, pursuant to the private placement exercise which was completed on 26 June 2014.
- ii) Issuance of 10,227,272 new OCK Shares at an issue price of RM1.10 per OCK Share to partially satisfy the purchase consideration for the Acquisition of 85% equity interest in PT Putra Mulia Telecommunication from the Vendors for a purchase consideration of RM21,250,000. The new OCK Shares were listed and quoted on the Ace Market of Bursa Malaysia Securities Berhad on 11 November 2014.
- iii) Issuance of 176,053,636 new OCK Shares (“Bonus Share”) pursuant to a bonus issue on the basis of one (1) Bonus Share for every two (2) existing OCK Shares held on an entitlement date. (“Proposed Bonus Issue”). The Proposed Bonus Issue was completed on 27 November 2014

**A8. Dividends Paid**

There is no dividend paid in the current quarter under review.

**A9. Segmental Information**

The segmental result of the Group for the FPE 31 December 2014 based on segment activities are as follows:-

| <b>Cummulative Quarter<br/>31 December 2014</b> | <b>Telecommunication<br/>Network<br/>Services<br/>RM'000</b> | <b>Green Energy and<br/>Power Solution<br/>RM'000</b> | <b>Trading<br/>RM'000</b> | <b>M&amp;E<br/>Engineering<br/>Services<br/>RM'000</b> | <b>Investment<br/>Holding<br/>Company<br/>RM'000</b> | <b>Eliminate<br/>RM'000</b> | <b>Group<br/>RM'000</b> |
|---|--|---|---------------------------|--|--|-----------------------------|-------------------------|
| Revenue from<br>External customers              | 129,444  | 35,579  | 9,029                     | 13,438   | -  |                             | 187,490                 |
| Inter-segment revenue                           | 6,072  | -   | 1,085                     | 3,754  | -  | (10,911)                    | -                       |
| <b>Total Revenue</b>                            | <b>135,515</b>   | <b>35,579</b>   | <b>10,115</b>             | <b>17,192</b>  | <b>-</b>   | <b>(10,911)</b>             | <b>187,490</b>          |
| <b>Profit before tax</b>                        | <b>17,876</b>  | <b>1,747</b>  | <b>831</b>                | <b>2,805</b>   | <b>(28)</b>  | <b>617</b>                  | <b>23,848</b>           |
| Taxation  | (4,285)  | (509)   | (330)                     | (820)  | -  | -                           | (5,943)                 |
| <b>Profit for the financial<br/>period</b>      | <b>13,591</b>  | <b>1,238</b>  | <b>501</b>                | <b>1,986</b>   | <b>(28)</b>  | <b>617</b>                  | <b>17,905</b>           |

| <b>Cummulative Quarter<br/>31 December 2013</b> | <b>Telecommunication<br/>Network<br/>Services<br/>RM'000</b> | <b>Green Energy and<br/>Power Solution<br/>RM'000</b> | <b>Trading<br/>RM'000</b> | <b>M&amp;E<br/>Engineering<br/>Services<br/>RM'000</b> | <b>Investment<br/>Holding<br/>Company<br/>RM'000</b> | <b>Eliminate<br/>RM'000</b> | <b>Group<br/>RM'000</b> |
|---|--|---|---------------------------|--|--|-----------------------------|-------------------------|
| Revenue from<br>External customers              | 85,776   | 42,923  | 10,602                    | 12,740   | -  |                             | 152,041                 |
| Inter-segment revenue                           | 2,810  | 146   | 898                       | 1,913  | -  | (5,767)                     | -                       |
| <b>Total Revenue</b>                            | <b>88,586</b>  | <b>43,069</b>   | <b>11,500</b>             | <b>14,653</b>  | <b>-</b>   | <b>(5,767)</b>              | <b>152,041</b>          |
| <b>Profit before tax</b>                        | <b>15,105</b>  | <b>3,271</b>  | <b>1,153</b>              | <b>1,902</b>   | <b>(524)</b>   | <b>252</b>                  | <b>21,159</b>           |
| Taxation  | (4,296)  | (821)   | (268)                     | (518)  | 35   | -                           | (5,868)                 |
| <b>Profit for the financial<br/>period</b>      | <b>10,809</b>  | <b>2,450</b>  | <b>885</b>                | <b>1,384</b>   | <b>(489)</b>   | <b>252</b>                  | <b>15,291</b>           |

The segmental result of the Group for the FPE 31 December 2014 based on geographical segment are as follows:-

| <b>Cummulative<br/>31 December 2014</b>    | <b>Malaysia<br/>RM'000</b> | <b>Regional<br/>RM'000</b> | <b>Eliminate<br/>RM'000</b> | <b>Group<br/>RM'000</b> |
|--|----------------------------|----------------------------|-----------------------------|-------------------------|
| <b>Revenue from</b>                        |                            |                            |                             |                         |
| External customers                         | 170,602                    | 16,888                     |                             | 187,490                 |
| Inter-segment revenue                      | 10,911                     | -                          | (10,911)                    | -                       |
| <b>Total Revenue</b>                       | <b>181,513</b>             | <b>16,888</b>              | <b>(10,911)</b>             | <b>187,490</b>          |
| <b>Profit before tax</b>                   | <b>21,632</b>              | <b>1,600</b>               | <b>617</b>                  | <b>23,848</b>           |
| Taxation                                   | (5,463)                    | (480)                      | -                           | (5,943)                 |
| <b>Profit for the financial<br/>period</b> | <b>16,169</b>              | <b>1,119</b>               | <b>617</b>                  | <b>17,905</b>           |

There is no geographical segmental comparison for the FPE 31 December 2013 as contributions from overseas operations in 2013 are immaterial.

**A10. Valuation of property, plant and equipment**

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

**A11. Capital Commitments**

There was no capital commitment as at the date of this report.

**A12. Material subsequent event**

There are no material events subsequent to the end of the current financial quarter under review other than as disclosed in Note B6 and B9.

**A13. Changes in the Composition of the Group**

There are no others changes in the composition of the Group in current quarter under review except for the following :

- i) On 29 April 2014, RHBIB had, on behalf of the Board, announced the following:
  - a. OCK International Sdn Bhd ("OCKISB"), a wholly-owned subsidiary company of OCK had, on 29 April 2014, entered into a conditional share sale agreement with Song Chin Yew and Lim Hooi Seeh ("collectively, the Vendors") for the proposed acquisition by OCK International Sdn Bhd s("Purchase Consideration"). The Purchase Consideration is to be fully satisfied via a combination of RM10.00 million in cash and issuance of 10,227,272 new OCK Shares at an issue price of RM1.10 per OCK Share ("Proposed Acquisition").

These corporate proposals was approved by the shareholders' at the Company EGM held on 2 September 2014. On 12 November 2014, RHBIB had, on behalf of the Board, announced that all the conditions precedent have been fulfilled pursuant to the SSA dated 29 April 2014 in relation to the Acquisition; and the 10,227,272 OCK Shares issued to the Vendors to partially satisfy the purchase consideration for the Acquisition were listed and quoted on the ACE Market of Bursa Malaysia Securities Berhad on 11 November 2014.

- ii) The Company's wholly-owned subsidiary, OCK International Sdn. Bhd. ("OCK International") has incorporated a wholly-owned subsidiary in Singapore namely OCK Telco Infra Pte. Ltd. ("OCK Telco") (Registration No. 201437824M) on 22<sup>nd</sup> December 2014. The issued and paid-up capital of OCK Telco is 1 ordinary share of SGD1.00. The intended principal activity of OCK Telco is the provision of tower facilities, utilities and communicate network for mobile and broadband operators.



**A14. Contingent Liabilities and Contingent Assets**

As at 31 December 2014, the contingent liabilities are as follows:

|  | <b>UNAUDITED</b><br><b>as at</b><br><b>31-Dec-14</b><br><b>RM'000</b> | <b>AUDITED</b><br><b>as at</b><br><b>31-Dec-13</b><br><b>RM'000</b> |
|--|---|---|
| <b>Corporate guarantees given by OCK Group Bhd to secure credit facilities granted to:</b> |   |   |
| - OCK Setia Engineering Sdn Bhd  | 64,990  | 62,594  |
| - Milab Marketing Sdn Bhd  | 6,300   | -   |
| - Steadcom Sdn Bhd   | 1,000   | -   |
|  |   |   |

**A15. Significant Related Party Transaction**

Save as disclosed below, there was no other significant related party transactions for the current quarter under review:

| <b>Nature of Transactions</b> | <b>UNAUDITED</b><br><b>as at</b><br><b>31-Dec-14</b><br><b>RM'000</b> | <b>AUDITED</b><br><b>as at</b><br><b>31-Dec-13</b><br><b>RM'000</b> |
|-------------------------------|---|---|
| Consultancy fee               | 151   | 181   |
| Equipment rental received     | -   | (15)  |
| Labour and Subcon             | -   | -   |
| Purchases                     | -   | 24  |
| Rental of properties paid     | 283   | 283   |
| Equipment rental paid         | -   | -   |
| Sales                         | (8,713)   | (169)   |
|                               |   |   |

All the above transactions were carried out on terms and conditions not materially different from those obtainable in transactions with unrelated parties and in the ordinary course of business of the Group.

**B. ADDITIONAL INFORMATION REQUIRED UNDER THE LISTING REQUIREMENTS**

**B1. Review of Performance**

| <b>Individual Quarter<br/>31 Dec 2014</b> | <b>Telecommunication<br/>Network<br/>Services<br/>RM'000</b> | <b>Green Energy and<br/>Power Solution<br/>RM'000</b> | <b>Trading<br/>RM'000</b> | <b>M&amp;E<br/>Engineering<br/>Services<br/>RM'000</b> | <b>Investment<br/>Holding<br/>Company<br/>RM'000</b> | <b>Eliminate<br/>RM'000</b> | <b>Group<br/>RM'000</b> |
|---|--|---|---------------------------|--|--|-----------------------------|-------------------------|
| <b>Total Revenue</b>                      | 44,355   | 6,998   | 3,017                     | 5,154  | -  | -                           | 59,525                  |
| <b>Profit before tax</b>                  | 7,417  | 103   | 595                       | 1,255  | 288  | 617                         | 10,275                  |

| <b>Individual Quarter<br/>31 Dec 2013</b> | <b>Telecommunication<br/>Network<br/>Services<br/>RM'000</b> | <b>Green Energy and<br/>Power Solution<br/>RM'000</b> | <b>Trading<br/>RM'000</b> | <b>M&amp;E<br/>Engineering<br/>Services<br/>RM'000</b> | <b>Investment<br/>Holding<br/>Company<br/>RM'000</b> | <b>Eliminate<br/>RM'000</b> | <b>Group<br/>RM'000</b> |
|---|--|---|---------------------------|--|--|-----------------------------|-------------------------|
| <b>Total Revenue</b>                      | 25,098   | 14,035  | 1,828                     | 5,235  | -  | -                           | 46,196                  |
| <b>Profit before tax</b>                  | 6,304  | 1,135   | 700                       | 569  | (55)   | (1,308)                     | 7,345                   |

For the quarterly period ended 31 December 2014, the Group reported revenue of RM59.53 million and profit before taxation (“PBT”) of RM10.28 million against of revenue of RM46.20 million and PBT of RM7.35 million in the previous year corresponding quarter. It is mainly due to higher revenue contribution from telecommunication network services and trading division which mitigate a drop in revenue for the green energy and power solution division.

The drop in the revenue from the green energy and power solutions segment in the current quarter under review was mainly due to the construction of the Engineering, Procurement, and Construction of 10MWp Photovoltaic Electric Installation in Sepang which was subsequently completed in first quarter of 2014. The substantial higher revenue from telecommunication network services was also partly due to full quarter contribution from its regional business in Indonesia, Cambodia, Myanmar and China as well as contribution from a subsidiary undertaking sites maintenance works in Malaysia

Consequently, the higher revenue resulted in a higher PBT for the quarter under review.

**B2. Material Changes in the Current Quarter's results compared to the results of the immediate Preceding Quarter**

| Individual Quarter<br>31 Dec 2014 | Telecommunication             |  |                   | M&E                               | Investment                   | Eliminate<br>RM'000 | Group<br>RM'000 |
|-----------------------------------|-------------------------------|--|-------------------|-----------------------------------|------------------------------|---------------------|-----------------|
|                                   | Network<br>Services<br>RM'000 | Green Energy and<br>Power Solution<br>RM'000 | Trading<br>RM'000 | Engineering<br>Services<br>RM'000 | Holding<br>Company<br>RM'000 |                     |                 |
| <b>Total Revenue</b>              | 44,355                        | 6,998  | 3,017             | 5,154                             | -                            | -                   | 59,525          |
| <b>Profit before tax</b>          | 7,417                         | 103  | 595               | 1,255                             | 288                          | 617                 | 10,275          |

| Individual Quarter<br>30 Sept 2014 | Telecommunication             |  |                   | M&E                               | Investment                   | Eliminate<br>RM'000 | Group<br>RM'000 |
|------------------------------------|-------------------------------|--|-------------------|-----------------------------------|------------------------------|---------------------|-----------------|
|                                    | Network<br>Services<br>RM'000 | Green Energy and<br>Power Solution<br>RM'000 | Trading<br>RM'000 | Engineering<br>Services<br>RM'000 | Holding<br>Company<br>RM'000 |                     |                 |
| <b>Total Revenue</b>               | 37,663                        | 4,906  | 3,249             | 2,918                             | -                            | (804)               | 47,931          |
| <b>Profit before tax</b>           | 5,652                         | 213  | (177)             | 470                               | 37                           | (1,772)             | 4,424           |

The total revenue of RM59.53 million recorded for the current quarter was higher as compared to the revenue recorded for in the preceding quarter of RM47.93 million mainly due to higher contributions from telecommunication network services, green energy and power solution and M&E engineering services which mitigate a drop in the trading division. The substantial higher revenue from telecommunication network services was also partly due to full quarter contribution from its newly acquired subsidiary in Indonesia.

The total PBT recorded for the current quarter at RM10.28 million was substantially higher than the immediate preceding quarter of RM4.42 million mainly due to the higher revenue from the telecommunication network services and M&E engineering services.

**B3. Prospects**

Major telecommunications companies (“Telcos”) which were awarded LTE – 4G / 2,600MHz spectrum by the Malaysian Communications and Multimedia Commission (MCMC) in the year 2012 have begun investing in upgrading their equipment and infrastructures to accommodate the rising usage of data under the current 3G/4G environment. These Telcos have started the implementation of their 4G (LTE) services in year 2013 and are expected to continue investing and developing 3G HSPA+ sites in addition to further expanding their LTE coverage to other parts of Malaysia in Year 2015.

The Group is expected to benefit from the increase projects coming out from the networks expansion undertaken by these Telcos. In addition to that, the Group is also building its recurring income base by undertaking more managed services for the Telcos in Malaysia. Further to that, with completion of the acquisition of PT Putra Mulia Telecommunication, the Group expect significant contribution from its overseas business in Indonesia, Cambodia, Myanmar and China moving forward.

Apart from focusing on the Group’s telecommunication business, the Group is also sourcing for more business and/or investment opportunities in the sustainable energy sector that is rapidly growing in demand. Sustainable Energy Development Authority Malaysia (“SEDA”) releases quotas for solar energy under the Feed in Tariff (“FiT”) programme annually.

Based on the current industry outlook and our plans as indicated above and given that there is no unforeseen circumstances, the Board of Directors is of the opinion that the business and performance of the group are expected to remain positive for the FYE 31 December 2015.

**B4. Profit forecast**

No profit forecast has been issued by the Group previously in any public document.

**B5. Taxation**

|                         | <b>Current<br/>Year-To-Date Ended<br/>31-Dec-14<br/>RM'000</b> | <b>Corresponding<br/>Year-To-Date Ended<br/>31-Dec-13<br/>RM'000</b> |
|-------------------------|--|--|
| Taxation for the period | 3,929  | 5,365  |
| Deferred Tax            | 2,014  | 503  |
| Total taxation          | 5,943  | 5,868  |

The Group’s effective tax rate for the financial period to date is 24.8% and slightly lower than statutory tax rate of 25%.

**B6. Status of Corporate Proposal**

Save as disclosed below, there were no corporate proposals announced but not completed as at the date of this announcement:

- (i) Proposed Private Placement
  - a. On 15 April 2014, RHB Investment Bank Berhad (“RHBIB”) had, on behalf of the Board, announced that the Company proposes to undertake a private placement of up to 20% of the issued and paid-up share capital of OCK, at an issue price to be determined later.
  - b. On 28 April 2014, RHBIB had announced that the Board wished to vary certain salient terms of the Proposed Private Placement made on 15 April 2014 pertaining to the allocation of the Placement Shares and the interest of directors and/or major shareholders of OCK and/or persons connected to them.
  - c. On 9 May 2014, RHBIB had, on behalf of the Board, announced that Bursa Securities had, vide its letter dated 9 May 2014, resolved to approve the listing of and quotation for up to 59,025,454 OCK Shares, representing up to 20% of the enlarged issued and paid-up share capital of OCK (excluding treasury shares) subject to the shareholders’ approval.
  - d. On 6 June 2014 and 24 June 2014, the Company completed the issuance of 56,980,000 new OCK Shares at an issuance price of RM1.30 per share.
  - e. On 26 June 2014, the Proposed Private Placement was completed.
- ii) Proposed Acquisition, Proposed Employees' Share Option Scheme (“ESOS”), Proposed Increase in Authorised Share Capital and Proposed Amendments

On 29 April 2014, RHBIB had, on behalf of the Board, announced the following:

- b. OCK International Sdn Bhd (“OCKISB”), a wholly-owned subsidiary company of OCK had, on 29 April 2014, entered into a conditional share sale agreement with Song Chin Yew and Lim Hooi Seeh (“collectively, the Vendors”) for the proposed acquisition by OCK International Sdn Bhd of 85% equity interest in PT Putra Mulia Telecommunication from the Vendors for a purchase consideration of RM21,250,000 (“Purchase Consideration”). The Purchase Consideration is to be fully satisfied via a combination of RM10.00 million in cash and issuance of 10,227,272 new OCK Shares at an issue price of RM1.10 per OCK Share (“Proposed Acquisition”).
- c. Proposed establishment of an ESOS of up to 10% of the issued and paid-up share capital of OCK (“Proposed ESOS”);

The Proposed ESOS involves the granting of ESOS options to the employees and Directors of OCK and its subsidiaries, which are not dormant, who meet the criteria of eligibility for participation in the Proposed ESOS as set out in the by-laws of the Proposed ESOS (“By-Laws”) (“Eligible Person(s)”) to subscribe for new OCK Shares at specified prices to be determined in the manner set out below:

- i. The subscription price shall be the higher of:-

The five (5)-day weighted average market price of OCK Shares immediately preceding the date on which an offer is made by the ESOS Committee in writing (“Date of Offer”), with a discount of not more than 10% at the ESOS Committee's discretion; or the par value of OCK Shares.

**B6. Status of Corporate Proposal (Continued)**

- ii. The Proposed ESOS will be administered by a committee to be appointed and duly authorised by the Board ("ESOS Committee") and shall be governed by the By-Laws.
- d. Proposed increase in authorised share capital of OCK from RM50,000,000 comprising 500,000,000 OCK Shares to RM100,000,000 comprising 1,000,000,000 OCK Shares; and
- e. Proposed amendments to the Memorandum and Articles of Association of OCK to facilitate, amongst others, the implementation of the Proposed Increase in Authorised Share Capital.

These corporate proposals was approved by the shareholders' at the Company EGM held on 2 September 2014.

On 12 November 2014, RHBIB had, on behalf of the Board, announced that all the conditions precedent have been fulfilled pursuant to the SSA dated 29 April 2014 in relation to the Acquisition; and the 10,227,272 OCK Shares issued to the Vendors to partially satisfy the purchase consideration for the Acquisition were listed and quoted on the ACE Market of Bursa Malaysia Securities Berhad on 11 November 2014.

(iii) Proposed Transfer and Proposed Bonus Issue

On 14 May 2014, RHBIB had, on behalf of the Board, announced that the Company proposes to undertake the following:-

- a. A transfer of the listing of and quotation for the entire issued and paid-up share capital of OCK from the ACE Market to the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Proposed Transfer").

The Proposed Transfer entails the transfer of the listing of and quotation for the entire issued and paid-up share capital of OCK from the ACE Market to the Main Market of Bursa Securities. OCK has met the requirements for the transfer to the Main Market of Bursa Securities as set out in the Equity Guidelines issued by the Securities Commission Malaysia ("SC") and the Main Market Listing Requirements of Bursa Securities.

- b. A bonus issue of up to 177,076,363 Bonus Shares to be credited as fully paid-up on the basis of one (1) Bonus Share for every two (2) existing OCK Shares held on an entitlement date to be determined later ("Proposed Bonus Issue"); and
- c. Amendments to the Memorandum and Articles of Association of OCK.

The application in relation to the Proposed Transfer has been submitted to the SC and the Equity Compliance Unit of the SC on 8 August 2014 and the SC had vide its letter dated 21 October 2014 ("Decision Letter") (which was received on 24 October 2014) informed that the application for the Proposed Transfer has been approved under Section 214(1) of the Capital Market and Services Act 2007 ("CMSA") and under the equity requirement for public companies. The Proposed Transfer was completed on 20 November 2014.

The Proposed Bonus Issue was completed on 27 November 2014.

**B7. Utilisation of Proceeds Arising from Corporate Exercise(s)**

The gross proceeds of RM74.07 million from the private placement exercise which was completed on 26 June 2014 would be utilised in the following manner:

| Purposes             |   | Proposed Utilisation<br>RM'000 | Actual Utilisation<br>As at 31.12.2014<br>RM'000 | Balance Utilisation<br>% | Reason for Deviation |
|----------------------|---|--------------------------------|--|--------------------------|----------------------|
| (i)                  | Business Expansion  | 50,000                         | 6,350  | 87%                      | (1)                  |
| (ii)                 | Repayment of borrowings   | 8,000                          | 8,000  | 0%                       | (2)                  |
| (iii)                | Renovation costs  | 3,000                          | 3,000  | 0%                       | (2)                  |
| (iv)                 | General working capital   | 11,574                         | 6,479  | 44%                      |                      |
| (v)                  | Estimated expenses in relation<br>to the Proposed Private placement | 1,500                          | 1,500  | -                        |                      |
| Total gross proceeds |   | 74,074                         | 25,329   | 65.81                    |                      |

Notes:

- (1) The approved timeframe for utilisation is within twenty-four (24) months from the date of listing i.e. by 24 June 2016.  
(2) The approved timeframe for utilisation is within twelve (12) months from the date of listing i.e. by 24 June 2015.

**B8. Group borrowings and debt securities**

The Group's borrowings as at 31 December 2014 are as follows:

|                         | Secured<br>RM'000 | Unsecured<br>RM'000 | Total<br>RM'000 |
|-------------------------|-------------------|---------------------|-----------------|
| Long term borrowings:-  |                   |                     |                 |
| Bonds                   | -                 | 2,789               | 2,789           |
| Hire purchase           | 9,628             | -                   | 9,628           |
| Term loans              | 19,907            | -                   | 19,907          |
|                         | 29,534            | 2,789               | 32,323          |
| Short term borrowings:- |                   |                     |                 |
| Overdraft               | 1,756             | -                   | 1,756           |
| Bankers' acceptance     | 5,689             | -                   | 5,689           |
| Bonds                   | -                 | 474                 | 474             |
| Trust receipts/LC       | 3,344             | -                   | 3,344           |
| Revolving project loan  | 15,837            | -                   | 15,837          |
| Hire purchase payables  | 2,846             | -                   | 2,846           |
| Term loans              | 1,564             | -                   | 1,564           |
|                         | 31,037            | 474                 | 31,511          |

The above borrowings are denominated in Ringgit Malaysia.

**B9. Material Litigation**

Since the preceding FYE 31 December 2013, there is no change in material litigation as at the date of this announcement except as disclosed below:

- (a) On 22 July 2014, the Company's wholly-owned subsidiary, OCK Setia Engineering Sdn Bhd ("OCK SE") was served with a Writ of Summon dated 22 July 2014 filed in the Kuala Lumpur Section Court by the solicitors acting for Ch'ng So-Fia ("the Plaintiff"), claiming the sum of RM402,550.00 together with interest thereon and costs. The claims are purportedly in respect of outstanding balance of professional fees rendered by the Plaintiff to the Company.
- (b) Only 24 July 2014, the Company's wholly-owned subsidiary, OCK SE served with a Writ of Summon filed in the Kuala Lumpur Section Court by the solicitors acting for Hooi Tuck Yin ("the Plaintiff"), claiming the sum of RM351,000.00 together with interest thereon and costs. The claims are purportedly in respect of outstanding balance of advisory fees rendered by the Plaintiff to the Company.

On 21 August 2014, both the above mentioned litigation cases have achieved an amicable settlement by both parties where the Plaintiffs for both cases had filed Notice of Discontinuance and withdraw the whole suit against OCK SE without liberty to file afresh and without cost.

**B10. Retained and Unrealised Profits/Losses**

|  | <b>UNAUDITED</b><br>as at<br><b>31-Dec-14</b><br><b>RM'000</b> | <b>AUDITED</b><br>as at<br><b>31-Dec-13</b><br><b>RM'000</b> |
|--|--|--|
| Total retained earnings of the Company and its subsidiary companies: |  |  |
| - Realised   | 56,129   | 39,765   |
| - Unrealised   | (1,511)  | (1,507)  |
| Total Group retained profits as per consolidated accounts            | 54,618   | 38,258   |

**B11. Earnings Per Share**

The basic and diluted earnings per share is calculated based on the Group's comprehensive income attributable to equity holders of the Company divided by the weighted average number of ordinary shares as follows:

|   | <b>Current Quarter Ended</b><br><b>31-Dec-14</b> | <b>Corresponding Quarter Ended</b><br><b>31-Dec-13</b> | <b>Current Year-To-Date Ended</b><br><b>31-Dec-14</b> | <b>Corresponding Year-To-Date Ended</b><br><b>31-Dec-13</b> |
|---|--|--|---|---|
| Group's comprehensive income attributable to equity holders of the Company (RM'000) | 7,265  | 4,548  | 16,360  | 13,655  |
| Weighted average number of ordinary shares ('000)                                   | 407,984  | 284,900  | 332,628   | 271,950   |
| Earnings per share (sen):   |  |  |   |   |
| - Basic ^   | 1.78   | 1.60   | 4.92  | 5.02  |
| - Diluted*  | N/A  | N/A  | N/A   | N/A   |

Notes:

- ^ Basic earnings per share for the quarter and financial period is calculated based on the net profit divided by the weighted average number of ordinary shares for the quarter and financial period respectively.
- \* The Group does not have any outstanding/convertible securities.



**B12. Profit for the period**

|  | Current Corresponding<br>Quarter Ended |                     | Current Corresponding<br>Year-To-Date Ended |                     |
|--|--|---------------------|---|---------------------|
|  | 31-Dec-14<br>RM'000                    | 31-Dec-13<br>RM'000 | 31-Dec-14<br>RM'000                         | 31-Dec-13<br>RM'000 |
| Profit before taxation is arrived at<br>after charging/(crediting) | 10,275                                 | 7,345               | 23,848                                      | 21,159              |
| (a) depreciation   | 965                                    | 703                 | 4,022                                       | 2,030               |
| (b) gain on disposal of property, plant<br>and equipment           | -                                      | (5)                 | -   | (97)                |
| (c) interest expenses  | 1,057                                  | 1,319               | 4,417                                       | 3,069               |
| (d) interest income  | (261)                                  | (54)                | (527)                                       | (220)               |
| (e) (gain)/loss on foreign exchange                                | (298)                                  | 8                   | (369)                                       | (127)               |
| (f) other income   | 133                                    | (26)                | 1,350                                       | (75)                |
| (g) rental income  | (200)                                  | (344)               | (717)                                       | (1,621)             |

**B13. Dividend**

No interim dividend has been proposed or declared for the current financial quarter ended 31 December 2014.

By Order of the Board

Wong Youn Kim (MAICSA 7018778)  
Company Secretary  
Kuala Lumpur  
Date: 26 February 2015