

HARTALEGA HOLDINGS BERHAD(Company No. 741883-X)**Condensed Consolidated Statement of Comprehensive Income****For the first quarter ended 30 June 2013 (Unaudited)**

	Current Quarter Ended 30 Jun 2013 RM'000	Corresponding Quarter Ended 30 Jun 2012 RM'000	Current Year-To-Date 30 Jun 2013 RM'000	Corresponding Year-To-Date 30 Jun 2012 RM'000
Revenue	278,014	247,678	278,014	247,678
Operating expenses	(191,938)	(177,559)	(191,938)	(177,559)
Other operating (expense)/income	(4,032)	96	(4,032)	96
Finance costs	(127)	(301)	(127)	(301)
Profit before tax	81,917	69,914	81,917	69,914
Taxation	(18,902)	(16,479)	(18,902)	(16,479)
Net profit for the period	63,015	53,435	63,015	53,435
Other comprehensive income, net of tax				
Items that may be reclassified subsequently to profit or loss				
Foreign exchange translation difference	(419)	(5)	(419)	(5)
Total comprehensive income for the period	62,596	53,430	62,596	53,430
Profit attributable to:				
Owners of the parent	62,912	53,358	62,912	53,358
Non-controlling interest	103	77	103	77
	63,015	53,435	63,015	53,435
Total comprehensive income attributable to:				
Owners of the parent	62,565	53,353	62,565	53,353
Non-controlling interest	31	77	31	77
	62,596	53,430	62,596	53,430
EPS - Basic (sen)	8.56	7.30	8.56	7.30
- Diluted (sen)	8.38	7.27	8.38	7.27

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2013 and the accompanying notes attached to this interim financial report.)

HARTALEGA HOLDINGS BERHAD(Company No. 741883-X)
Condensed Consolidated Statement of Financial Position as at 30 June 2013

	<i>Unaudited At 30 Jun 2013 RM'000</i>	<i>Audited At 31 Mar 2013 RM'000</i>
ASSETS		
Non current assets		
Property, Plant & Equipment	543,827	486,018
Capital work in progress	184	49,175
Intangible assets	6,995	7,112
Deferred tax assets	135	213
	<u>551,141</u>	<u>542,518</u>
Current assets		
Inventories	94,335	86,833
Trade receivables	129,629	119,922
Other receivables, deposits and prepayments	6,805	9,057
Cash & bank balances	192,058	181,897
	<u>422,827</u>	<u>397,709</u>
TOTAL ASSETS	<u>973,968</u>	<u>940,227</u>
EQUITY AND LIABILITIES		
Share capital	367,470	366,654
Reserves	439,294	397,068
Equity attributable to owners of the parent	<u>806,764</u>	<u>763,722</u>
Non-controlling interests	<u>848</u>	<u>817</u>
Total Equity	<u>807,612</u>	<u>764,539</u>
Non current liabilities		
Long term borrowings	4,056	4,583
Deferred tax liabilities	50,173	48,697
	<u>54,229</u>	<u>53,280</u>
Current liabilities		
Trade payables	47,806	56,188
Other payables and accruals	30,937	42,624
Short term borrowings	5,645	7,695
Derivatives	9,721	868
Tax payables	18,018	15,033
	<u>112,127</u>	<u>122,408</u>
Total Liabilities	<u>166,356</u>	<u>175,688</u>
TOTAL EQUITY AND LIABILITIES	<u>973,968</u>	<u>940,227</u>
Net assets per share attributable to the owners of the Company (sen)	109.77	104.15

(The Condensed Consolidated of Financial Position should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2013 and the accompanying notes attached to this interim financial report)

HARTALEGA HOLDINGS BERHAD(Company No. 741883-X)

Condensed Consolidated Statement of Changes in Equity
For the first quarter ended 30 June 2013 (Unaudited)

	<-----Attributable to Owners of the Company ----->						<i>Non-controlling Interest</i>	<i>Total Equity</i>
	<i>Share Capital</i>	<i>Share Premium</i>	<i>Translation Reserve</i>	<i>Share-based Payment Reserve</i>	<i>Retained Profits</i>	<i>Sub Total</i>		
	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>
3 Months Ended 30 June 2013								
Balance as at 01 April 2013	366,654	6,564	318	6,008	384,178	763,722	817	764,539
Total comprehensive income for the period			(347)		62,912	62,565	31	62,596
Transaction with owners								
Dividends					(25,689)	(25,689)		(25,689)
Share-based payment granted under ESOS				795		795		795
Issuance of ordinary shares pursuant to ESOS	560	2,687				3,247		3,247
Issuance of ordinary shares pursuant to Warrants	256	1,868				2,124		2,124
Transfer from Share-based payment upon exercise of ESOS		798		(798)		-		-
Total transaction with owners	816	5,353	-	(3)	(25,689)	(19,523)	-	(19,523)
Balance as at 30 June 2013	367,470	11,917	(29)	6,005	421,401	806,764	848	807,612
3 Months Ended 30 June 2012								
Balance as at 01 April 2012	182,544	9,106	295	6,092	421,281	619,318	553	619,871
Total comprehensive income for the period			(5)		53,358	53,353	77	53,430
Transaction with owners								
Dividends					(21,933)	(21,933)		(21,933)
Share-based payment granted under EES & ESOS				710		710		710
Issuance of bonus share	182,777	(10,987)			(171,790)			
Issuance of ordinary shares pursuant to ESOS	232	1,881				2,113		2,113
Transfer from Share-based payment upon exercise of EES & ESOS		731		(804)	73	-		-
Total transaction with owners	183,009	(8,375)	-	(94)	(193,650)	(19,110)	-	(19,110)
Balance as at 30 June 2012	365,553	731	290	5,998	280,989	653,561	630	654,191

(The Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2013 and the accompanying notes attached to this interim financial report.)

HARTALEGA HOLDINGS BERHAD(Company No. 741883-X)**Condensed Consolidated Statement of Cash Flows****For the first quarter ended 30 June 2013 (Unaudited)**

	Current Year-To-Date 30 Jun 2013 RM'000	Corresponding Year-To-Date 30 Jun 2012 RM'000
Cash Flows from Operating Activities		
Profit before tax	81,917	69,914
Adjustment for:		
Non cash items	18,790	10,506
Operating profit before changes in working capital	100,707	80,420
Changes in working capital		
Net change in inventories	(7,502)	16,738
Net change in receivables	(7,455)	(9,961)
Net change in payables	(20,069)	(16,654)
Cash generated from operations	65,681	70,543
Interest received	290	236
Income from fixed income fund	837	746
Taxation paid	(14,440)	(12,954)
Net cash from operating activities	52,368	58,571
Cash Flows from Investing Activities		
Proceeds from disposal of property, plant and equipment	297	-
Capital work in progress incurred	(17,009)	(44,029)
Purchase of property, plant and equipment	(2,473)	(3,634)
Net cash used in investing activities	(19,185)	(47,663)
Cash Flows from Financing Activities		
Repayment of term loans	(2,576)	(3,399)
Repayment of finance lease	(1)	(5)
Interest paid	(127)	(301)
Proceeds from issuance of shares-ESOS	3,247	2,113
Proceeds from issuance of shares-Warrants	2,124	-
Dividend paid	(25,689)	(21,933)
Net cash used in financing activities	(23,022)	(23,525)
Net change in cash & cash equivalents	10,161	(12,617)
Cash & cash equivalents at beginning of period	181,897	163,217
Cash & cash equivalents at end of period	192,058	150,600
Cash & cash equivalents at end of period comprise:		
Deposits with licensed banks	29,500	3,600
Licensed Fund Management Companies-Fixed income fund	143,010	126,381
Cash in hand and at banks	19,548	20,619
	192,058	150,600

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2013 and the accompanying notes attached to this interim financial report.)



Notes to the Interim financial report for the First Quarter ended 30 June 2013

A. NOTES PURSUANT TO THE MALAYSIAN FINANCIAL REPORTING STANDARD 134 (MFRS 134): INTERIM FINANCIAL REPORTING

A1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with requirement of Malaysian Financial Reporting Standard 134 (MFRS 134): Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”), International Accounting Standard (“IAS”) 34: Interim Financial Reporting issued by the International Accounting Standards Board (“IASB”) and paragraph 9.22 (Appendix 9B part A) of the Main Market Listing Requirements (“Listing Requirements”) of the Bursa Malaysia Securities Berhad (“Bursa Securities”).

The significant accounting policies and methods of computation adopted in the preparation of this interim financial report are consistent with those adopted in the audited financial statements of the Company for the financial year ended 31 March 2013 except for the adoption of the following new Malaysian Financial Reporting Standards (“MFRS”) and IC Interpretations (“IC Int.”):

MFRSs/IC Interpretations

MFRS 10	Consolidated Financial Statements
MFRS 11	Joint Arrangements
MFRS 12	Disclosure of Interest in Other Entities
MFRS 13	Fair Value Measurement
MFRS 119	Employee Benefits
MFRS 127	Separate Financial Statements
MFRS 128	Investments in Associates and Joint Ventures
Amendments to MFRS 1	First Time Adoption of Financial Reporting Standards
Amendments to MFRS 7	Financial Instruments: Disclosures
Amendments to MFRS 10	Consolidated Financial Statements
Amendments to MFRS 11	Joint Arrangements
Amendments to MFRS 12	Disclosure of Interest in Other Entities
Amendments to MFRS 101	Presentation of Financial Statements
Amendments to MFRS 116	Property, Plant and Equipment
Amendments to MFRS 132	Financial Instruments: Presentation
Amendments to MFRS 134	Interim Financial Reporting
IC Int. 20	Stripping Costs in the Production Phase of a Surface Mine
Amendments to IC Int. 20	Members’ Shares in Co-operative Entities & Similar Instruments



The Group has not applied in advance the following MFRSs, Amendments to MFRSs and IC Interpretations that have been issued by MASB but not yet effective for the current financial year:

		<u>Effective Date</u>
MFRS 9	Financial Instruments	1 January 2015
Amendments to MFRS 10	Consolidated Financial Statements	1 January 2014
Amendments to MFRS 12	Disclosure of Interests in Other Entities	1 January 2014
Amendments to MFRS 127	Separate Financial Statements	1 January 2014
Amendments to MFRS 132	Offsetting Financial Assets and Financial Instruments: Presentation	1 January 2014

The interim financial report should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 March 2013 and the accompanying explanatory notes attached to this interim financial report.

A2. Auditors' Report

The auditors' report for the immediate preceding annual financial statements of the Company for the financial year ended 31 March 2013 is not subject to any qualification.

A3. Seasonal and Cyclical Factors

The principal business operations of the Group were not affected by any seasonal and cyclical factors.

A4. Items of Unusual Nature and Amount

There were no items affecting the assets, liabilities, equity, net income or cash flow of the Group that are unusual because of their nature, size or incidence for the current quarter and financial year-to-date.

A5. Changes in Estimates

There were no changes in the estimates of amounts reported in the prior interim period of the current financial year or changes in the estimates of amounts reported in the prior financial years that have a material effect in the current quarter or financial year-to-date.

A6. Issues, Repurchases and Repayments of Debt and Equity Securities

- (a) During the current quarter and financial year-to-date ended 30 June 2013, a total of 1,119,700 new ordinary shares of RM0.50 each were allotted and issued pursuant to the Company's Executive Share Option Scheme.
- (b) During the current quarter and financial year-to-date ended 30 June 2013, a total of 513,100 new ordinary shares of RM0.50 each were allotted and issued pursuant to the Company's Warrants.



Other than the above, there were no issuance and repayments of debt and equity securities, share buy-backs, share cancellations and shares held as treasury shares for the current quarter and financial year-to-date.

A7. Dividend Paid

During the current quarter and financial year-to-date ended 30 June 2013, the Company paid a third interim single tier exempt dividend of 3.5 sen per share amounting to RM25,689,300.00 in respect of the financial year ended 31 March 2013, declared on 7 May 2013 and paid on 20 June 2013.

A8. Segment Information

The Group's business mainly comprises the manufacturing and sale of latex gloves and its manufacturing activities are operated solely in Malaysia. On this basis, the Group Managing Director reviews the operating results of the Group as a whole. Accordingly, no reportable operating segment is presented.

A9. Valuation of property, plant and equipment

The valuations of property plant and equipment have been brought forward without amendment from the previous annual financial statements.

A10. Capital Commitments

Capital commitment in respect of Property, Plant and Equipment as at end of the current quarter and financial year-to-date are as follows:-

	30 June 2013
	RM'000
Approved and contracted for	106,721
Approved but not contracted for	-
Total	<u>106,721</u>

A11. Material Events Subsequent to the End of Period Reported

There were no material events subsequent to 30 June 2013 up to latest practicable date 1 August 2013 that have not been reflected in the financial statements for the current quarter and financial year-to-date.

A12. Changes in the Composition of the Group

There were no changes in the composition of the Group in the current quarter and financial year-to-date.

A13. Contingent liabilities and Contingent Assets

There were no contingent liabilities or contingent assets that had arisen since the last annual statement of financial position date except as disclosed in the material litigation under Section B11.



B. ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA'S LISTING REQUIREMENTS

B1. Review of Performance of the Company and its Subsidiaries

	1st Quarter Ended 30 Jun 2013	1st Quarter Ended 30 Jun 2012	Variance		Year-To- Date 30 Jun 2013	Year-To- Date 30 Jun 2012	Variance	
	RM'000	RM'000	RM'000	%	RM'000	RM'000	RM'000	%
Revenue	278,014	247,678	30,336	12.2	278,014	247,678	30,336	12.2
Profit before tax	81,917	69,914	12,003	17.2	81,917	69,914	12,003	17.2

The Group's performance for the quarter under review and year-to-date versus the corresponding quarter and year-to-date of the previous financial year is as follows:

- For the 1st quarter year-on-year basis, the Group's sales revenue increased by 12.2% and profit before tax increased by 17.2%. The increase in revenue is in line with the Group's continuous expansion in production capacity and increase in demand.
- The profit before tax margin increased from 28.2% to 29.5% due to easing in raw material prices of nitrile and natural latex for the current quarter compared with the corresponding quarter of the preceding year. The improved operation efficiency of the new production lines also contributes to the increase in profit margin. The sales volume has increased by 27% compared with the corresponding quarter of the previous financial year but average selling price is lower due to lower raw material price and more competitive pricing structure.

B2. Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter

	Current Quarter ended 30 Jun 2013	Preceding Quarter ended 31 Mar 2013	Variance	
	RM'000	RM'000	RM'000	%
Revenue	278,014	269,774	8,240	3.1
Profit before tax	81,917	79,535	2,382	3.0

In the current quarter, the Group's revenue was 3.1% higher and the profit before tax was 3.0% higher when compared to the preceding quarter.

The increase in revenue and profit before tax for the current quarter is basically due to increase in sales volume for the current quarter compared with the preceding quarter.

The operating profit margin has increase from 29.0% to 31.0% but the profit before tax margin remain at 29.5% basically due to the recognition of net loss in foreign exchange and change in fair value in forward exchange contract of RM6,215,000 in the current quarter compared with a net gain of RM368,000 compared with the preceding quarter.



B3. Commentary on Prospects and Targets

The global demand for nitrile rubber gloves continued to grow at a high rate of over 20% due mainly to switching momentum from latex to nitrile rubber gloves. This has spurred an increase of nitrile capacity by the industry which we are confident would be more than matched by strong nitrile glove demand. Furthermore, we do not expect price war as claimed by certain quarters as global demand growth continues to outstrip growth in industry capacity. However, average selling price will be lower from declining raw material price and more competitors with more competitive sales pricing.

To meet the increasing export demand of nitrile gloves, our new plant, namely Plant 6, have begun construction in February 2012. The first production line had commissioned and commenced operations by end September 2012. Plant 6 will commission 10 production lines in total and is expected to give at least a 30% boost to our production capacity which translates to a further 3.9 billion pieces per annum. We have completed the construction of 10 production lines in July 2013.

We have embarked on a new stage of progress with our Next Generation Integrated Glove Manufacturing Complex (NGC). On 12 June 2013, Hartalega NGC Sdn Bhd, a wholly-owned subsidiary of the Company, has entered into a conditional Sales and Purchase Agreement for acquisition of land for the NGC projects.

In view of current and anticipated bullish market conditions, we are making strenuous efforts to put in place the foundation for long term sustainable growth. On this note, we have already made concerted effort in improving our human resource in areas of training and development and man power numbers and have adjusted our salary structure in line with the minimum wage ruling effective January 2013.

We view that the concerted long term planning and efforts should bear fruit due to productivity gains and benefits of economies of scale derived from building capacity and leveraging on in-house technological competencies to mitigate the potential margin compression arising from greater competition. On the back of strong demand for nitrile gloves, we continue to sustain growth for both our top line and bottom line.

The Board of Directors is optimistic that the Group will achieve the internal target growth for both sales revenue and net profit for the financial year ending 31 March 2014.

B4. Variance of Profit Forecast/Profit Guarantee

Not applicable as no profit forecast/profit guarantee was issued.



B5. Profit For The Period

Profit for the period is arrived at after charging/(crediting):

	1st Quarter Ended 30 Jun 2013	1st Quarter Ended 30 Jun 2012	Year-To- Date 30 Jun 2013	Year-To- Date 30 Jun 2012
	RM'000	RM'000	RM'000	RM'000
Interest income	(290)	(236)	(290)	(236)
Other income including investment income	(1,893)	(1,206)	(1,893)	(1,206)
Interest expense	127	301	127	301
Depreciation and amortization	10,502	7,275	10,502	7,275
Foreign exchange (gain)/loss-realised	(2,154)	(595)	(2,154)	(595)
Foreign exchange (gain)/loss-unrealised	(484)	(1,266)	(484)	(1,266)
Fair value (gain)/loss on derivatives	8,853	3,207	8,853	3,207

6. Taxation

	Current quarter RM'000	Current year-to- date RM'000
Current tax expense	17,425	17,425
Deferred tax expense	1,477	1,477
	<u>18,902</u>	<u>18,902</u>

The effective tax rate of the Group is lower than the statutory tax rate for the current quarter and financial year-to-date is mainly due to the availability of allowance for increase in export.

B7. Status of Corporate Proposal

As at the latest practicable date, 1 August 2013, there was no corporate proposal announced and not completed in the current quarter and financial year-to-date.

B8. Group Borrowings and Debt Securities

Total Group borrowings as at 30 June 2013 are as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
<u>Short term borrowings</u>			
Term Loans (USD denominated)	2,668	-	2,668
Term Loans (RM denominated)	2,954	-	2,954
Finance Lease (USD denominated)	23	-	23
	<u>5,645</u>	<u>-</u>	<u>5,645</u>



Long term borrowings

Term Loans (USD denominated)	3,447	-	3,447
Term Loans (RM denominated)	516	-	516
Finance Lease (USD denominated)	93	-	93
	<u>4,056</u>	<u>-</u>	<u>4,056</u>

B9. Financial Derivative Instruments

As at 30 June 2013, the outstanding foreign currency forward contracts are as follows:

Type of Derivatives	Contract/Notional Value (RM'000)	Fair Value (RM'000)
Foreign Exchange Contracts		
Less than 1 year		
-USD denominated	394,534	384,813

The Group enters into foreign currency forward contracts to hedge its estimated net exposure to movements in exchange rates arising mainly from sales and purchases.

As foreign currencies contracts are hedged with creditworthy financial institutions in line with the Group's policy, the Group does not foresee any significant credit and market risks.

There are also no cash requirement risks as the Group only uses forward foreign currencies contracts as its hedging instruments.

The fair value derivative liabilities amounting to RM9,721,000 has been recognised in the financial statements.

B10. Realised and Unrealised Profits/Losses Disclosure

	As at 30/06/2013 RM'000	As at 31/03/2013 RM'000
Total retained profits of Hartalega Holdings Berhad and its subsidiaries:		
- Realised	580,633	533,522
- Unrealised	(60,144)	(50,877)
	<u>520,489</u>	<u>482,645</u>
Less: Consolidation adjustments	(99,088)	(98,468)
Total group retained profits as per consolidated accounts	<u>421,401</u>	<u>384,177</u>



B11. Material Litigation

As at the latest practicable date, 1 August 2013, there are no material litigations against the Group or taken by the Group saved as disclosed below:

- (a) Sentinel Engineering (M) Sdn. Bhd. and Hartalega Sdn. Bhd., wholly-owned subsidiaries of the Company (the “Plaintiffs”) vs Ecotherm (TFT) Sdn. Bhd. and Ecotherm Sdn. Bhd. (the “Defendants”) (Kuala Lumpur High Court Writ and Statement of Claim)

The Plaintiffs have commenced legal proceedings against the Defendants by filing a Writ and Statement of Claim on 6 August 2010 at the High Court of Malaya at Kuala Lumpur (the “High Court”).

The Plaintiffs are seeking, amongst others, the following reliefs against the Defendants:

- (i) a declaration pursuant to Sections 56 and 57 of the Patents Act 1983 that Claims 1 to 14 of Malaysia Patent No. MY 121188-A (188 Patent) are invalid and null and void in Malaysia;
- (ii) a declaration that the amendments to the application for the 188 Patent are unlawful and ultra vires the Patents Act 1983, further contravene the Patents Regulations 1986 and render the 188 Patent invalid, null and void;
- (iii) a declaration pursuant to Section 62 of the Patent Act 1983 that the making, importing, offering for sale, selling or using of the Sentinel/Hartalega System does not constitute an infringement of any of the claims on the 188 Patent; and
- (iv) damages and costs.

The Defendants counterclaimed, amongst others, for the following reliefs:

- (i) a declaration pursuant to Sections 56 and 57 of the Patents Act 1983 that Claims 1 to 7 of Malaysia Patent No. MY 140770-A (770 Patent) are invalid and null and void in Malaysia;
- (ii) a declaration that the first and/or the second Defendant, as the case may be, is the patentee of the 188 Patent, the said 188 Patent is validly subsisting and has been infringed by the Plaintiffs jointly and severally;
- (iii) an injunction to restrain the Plaintiffs from dealing with the Sentinel/Hartalega System which is the subject matter of the 770 Patent or any other systems that infringe the 188 Patent in whatsoever manner; and
- (iv) damages and costs.

The High Court has delivered its judgment on 25 August 2011 whereby it is adjudged that:-

- (i) Patent No. MY 140770-A (770 Patent) entitled “The Arrangement and Method of Assembling Former Holders” is valid;
- (ii) Patent No. MY 121188-A (188 Patent) entitled “Conveyor System for Use in Dipping Process” is valid;
- (iii) the Plaintiffs’ double former conveyor system does not infringe the Defendants’ 188 Patent.

The Defendants have filed a notice of appeal to the Court of Appeal against part of the decision of the High Court relating to the issue of infringement of the 188 Patent and the validity of the 770 Patent, and the Plaintiffs have filed a Notice of Cross Appeal against part of the decision of the High Court relating to the validity of the 188 Patent.



In the event that the Defendants succeed fully in their appeal, the Plaintiff:

- (i) will be restrained from dealing with the Sentinel/Hartalega System and any other systems that infringe the 188 Patent. The 770 Patent will also be declared invalid;
- (ii) will have to deliver up the Sentinel/Hartalega System and any other systems that infringe the 188 Patent and disclose records relating to the manufacture and sale of the Sentinel/Hartalega System and any other system that infringes the 188 Patent; and
- (ii) will be liable for damages and costs which amounts can only be determined once an assessment of damages and taxation of costs has been carried out by the Court.

The directors, in consultation with the solicitors, are of the view that the Group as Respondents to the appeal have a good chance of success in resisting the Appellants' appeal. However, the solicitors are also of the view that the Group do not have a strong case in respect of the cross-appeal. As such, no provision has been made in the financial statements of the Group.

- (b) Mr. Seow Hoon Hin (the "Plaintiff"), a shareholder of the Company and a former shareholder of Hartalega Sdn. Bhd. ("HSB") vs Hartalega Holdings Berhad ("the Company" or "1st Defendant"), HSB ("2nd Defendant") and three (3) individuals (3rd, 4th and 5th defendant") (collectively "the Defendants") (Kuala Lumpur High Court Writ and Statement of Claim)

The Plaintiff has instituted legal proceedings against the Defendants by filing a Writ of Summons and a Statement of Claim in the High Court of Malaya at Kuala Lumpur (the "Action"). The Writ of Summons and Statement of Claim were served on the Company on 24 March 2011.

The Plaintiff claims against the Defendants for the following:

- (i) he had delivered to the 3rd Defendant, acting on behalf of the 2nd Defendant substantial part of another two (2) assembly lines for the manufacture of gloves for storage at the 2nd Defendant's factory to which he purportedly intended to be reimbursed for. The Plaintiff contends that the 3rd Defendant (whom the Plaintiff contends is the controlling mind and person behind the 2nd Defendant) has represented to him that the said parts would be kept in the possession of the 2nd Defendant as a trustee for the Plaintiff;
- (ii) the Plaintiff contends that the 2nd Defendant had in flagrant breach of trust utilised the said parts to assemble another 2 assembly lines for the manufacture of latex gloves and that the 2nd Defendant had in breach of trust converted the same for its use and acquired proceeds and/or profits from the assembly of the said parts and as a consequence thereof has purportedly been unjustly enriched;
- (iii) the Plaintiff further claims that there was a conspiracy to injure the Plaintiff by the 3rd, 4th and 5th Defendant culminating in the share allotment on 4 April 2005. The Plaintiff states that 3rd, 4th and 5th Defendant had agreed to use the said allotment of shares for the predominant purpose of injuring the Plaintiff and that the said allotment was done pursuant to a purported agreement between the 3rd, 4th and 5th Defendants to injure the Plaintiff resulting in damage and loss to him;
- (iv) that the 2nd Defendant is a trustee for the unpaid dividends amounting to RM488,765.25 due and owing to the Plaintiff; and
- (v) that the Company is guilty of negligent misstatement or alternatively in breach of statutory duty pursuant to Section 357 of the Capital Markets and Services Act,



2007 (“CMSA”) read together with, inter alia, Section 214 of the CMSA and/or tort of breach of statutory duty pursuant to Section 177 and/or Section 179 of the CMSA.

The Plaintiff claims against the Company for the following:

- (i) damages for negligent misstatement or alternatively of breach of statutory duty pursuant to Section 357 of the CMSA read together with, inter alia, Section 214 of the CMSA and/or tort of breach of statutory duty pursuant to Section 177 and/or Section 179 of the CMSA;
- (ii) interest on the said damages at the rate of 8% per annum or any other rate deemed appropriate from 7 April 2008 or such other date deemed appropriate until full satisfaction thereof;
- (iii) such further or other relief the Court deems fit; and
- (iv) costs.

The High Court had, on 26 August 2011, dismissed the Plaintiff’s application to disqualify Messrs. Cheah Teh & Su from acting for the defendants. Subsequently, the Plaintiff appealed against the High Court’s decision but was dismissed by the Court of Appeal. The Plaintiff had since the last case management filed an amendment and a discovery application against defendants. The High Court had allowed the amendment application with no objections from all the defendants on 16 May 2012. The Plaintiff then filed their Amended Statement of Claim on 25 May 2012 and the Group had correspondingly filed the 1st, 2nd and 3rd Defendants’ Re-Amended Defence on 29 June 2012. The 1st to 3rd Defendants then had on 2 August 2012 and 29 August 2012 filed two applications to strike out the Plaintiff’s claim on the dividends and the conspiracy to injure.

With regards to the Plaintiff’s discovery application and the 1st to 3rd Defendants’ striking out applications, all the applications have been dismissed by the High Court and parties have filed an appeal to the Court of Appeal where the hearing of the appeal have been adjourned to 3 September 2013. The matter has since gone for trial on 5, 6, 7 December 2012, 29, 30 January 2013, 1 and 2 April 2013 where the trial has been concluded and a case management date has been set on 4 September 2013 to update the Court on the outcome of the abovementioned appeals.

The Plaintiff had also issued a subpoena duces tecum to Mr. Wong Maw Chuan, the 2nd Defendant’s Company Secretary. The said subpoena had since been set aside and the Plaintiff has also filed an appeal towards the setting aside of the subpoena. The hearing of the appeal will be heard together with all the above mentioned appeals on 3 September 2013.

The directors of the Company, in consultation with the solicitor, are of the opinion that the Group has a valid defence against the Plaintiff’s claim. Accordingly, the Group has not made any provision on the financial statements.

- (c) Sentinel Engineering (M) Sdn. Bhd. and Hartalega Sdn. Bhd., wholly owned subsidiaries of the Company (“the Plaintiffs”) vs Kendek Products Sdn. Bhd., Tuck Hua Engineering Sdn. Bhd., Top Glove Sdn. Bhd., TG Medical Sdn. Bhd., Flexitech Sdn. Bhd., Latexx Manufacturing Sdn. Bhd., Green Prospect Sdn. Bhd. and YTY Industry Sdn. Bhd. (“the Defendants”) (Kuala Lumpur High Court Civil Suit No. 22IP-3-01/2013)



The Plaintiffs have commenced legal proceedings against the Defendants for the infringement of Malaysian Patent No. MY 140770-A entitled “The Arrangement and Method of Assembling Former Holders” (“770 Patent”) by filing a civil suit on 16 January 2013 at the High Court.

The Plaintiffs have in their Amended Statement of Claim claimed for, *inter alia*, the following reliefs against the Defendants in the aforesaid suit:-

- (i) a declaration that the 770 Patent has been infringed by the Defendants;
- (ii) an Injunction to restrain the Defendants from infringing the 770 Patent;
- (iii) an order for destruction by the Defendants of all articles in their possession, power, custody and control that are infringing the 770 Patent by the Defendants;
- (iv) an order for disclosure against the Defendants;
- (v) a declaration pursuant to Sections 56 and 57 of the Patents Act 1983 that Claims 1 to 4 of Tuck Hua’s Malaysian Patent No. MY-136022-A entitled “Flexible double arm holder for glove formers” are invalid and null and void; and
- (vi) damages and costs.

The Defendants have counterclaimed, amongst others, for the following reliefs:

- (i) a declaration pursuant to Sections 56 and 57 of the Patents Act 1983 that the 770 Patent is invalid;
- (ii) an order that the 770 Patent be invalidated or revoked;
- (iii) a declaration that there is no infringement of the 770 Patent by the Defendants;
- (iv) an injunction to restrain the Plaintiffs jointly and severally from threatening by letters, circulars, advertisements or orally or otherwise the Defendants or any persons or companies with any legal proceedings in respect of any alleged infringement of the 770 Patent; and
- (v) costs.

In addition, Tuck Hua has also counterclaimed, in addition to the above reliefs, for the following:

- (i) a declaration that Tuck Hua is the lawful patentee of Malaysian Patent No. MY-136022-A (“022 Patent”), that the 022 Patent is valid and subsisting, and that the 022 Patent has been infringed by the Plaintiffs jointly and/or severally;
- (ii) an injunction to restrain the Plaintiffs from infringing and/or causing, enabling or assisting others to infringe the 022 Patent; and
- (iii) an inquiry as to damages or at Tuck Hua’s option, an account of profits in respect of the Plaintiffs’ alleged acts of infringement.

The case is now fixed for case management on 30th August 2013 for the Plaintiff to update the Court on the status of the filing of Reply and Defence to Counterclaim.

No provision has been made in the financial statements of the Group as the solicitor is of the view that the case is still at its preliminary stage and it is not practical to assess its possible outcome.



B12. Dividend

No dividend was proposed or declared for the current quarter under review.

On 9 July 2013, the Board of Directors proposed a final single tier dividend of 4 sen per share in respect of the financial year ended 31 March 2013 which is subject to the approval of the shareholders at the forthcoming Annual General Meeting scheduled on 27 August 2013. If the final dividend is approved, it will be paid on 19 September 2013 to the depositors registered in the Record of Depositors at the close of business on 6 September 2013.

B13. Earnings per Share

Basic Earnings Per Share	Current Quarter Ended 30/06/2013	Corresponding Quarter Ended 30/06/2012	Current Year-To- Date 30/06/2013	Corresponding Year-To-Date 30/06/2012
Profit attributable to owners of the parent (RM'000)	62,912	53,358	62,912	53,358
Number of shares in issue as at beginning of the year ('000)	733,308	730,017	733,308	730,017
Effect of exercise of ESOS ('000)	1,005	449	1,005	449
Effect of exercise of Warrants ('000)	428	-	428	-
Weighted average number of ordinary shares in issue ('000)	734,741	730,466	734,741	730,466
Basic earnings per share (sen)	8.56	7.30	8.56	7.30
Diluted Earnings Per Share	Current Quarter Ended 30/06/2013	Corresponding Quarter Ended 30/06/2012	Current Year-To- Date 30/06/2013	Corresponding Year-To-Date 30/06/2012
Profit attributable to owners of the parent (RM'000)	62,912	53,358	62,912	53,358
Weighted average number of ordinary shares in issue ('000)	734,741	730,466	734,741	730,466
Effect of dilution : share options ('000)	4,800	3,710	4,800	3,710
Effect of dilution : warrants ('000)	11,353	-	11,353	-
Adjusted weighted average number of ordinary shares in issue and issuable('000)	750,894	734,176	750,894	734,176
Diluted earnings per share (sen)	8.38	7.27	8.38	7.27