UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE SIX MONTHS PERIOD ENDED 30 SEPTEMBER 2014



UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE SIX MONTHS PERIOD ENDED 30 SEPTEMBER 2014

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UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

UNAUDITED CONDENSED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2014

	<u>Note</u>	30.09.2014 RM'000	31.03.2014 RM'000
ASSETS		KW 000	IXIVI 000
Property and equipment Intangible assets – software Investment properties Available-for-sale financial assets Loans and receivables Reinsurance assets Insurance receivables Deferred acquisition cost Cash and cash equivalents	10 11 12	60,796 3,327 47,078 174,253 711,237 210,016 62,833 26,295 29,360	61,409 2,462 47,078 172,993 663,416 211,478 36,190 24,280 7,413
Total assets		1,325,195 ======	1,226,719
SHAREHOLDERS' EQUITY AND LIABILITIES			
Share capital Other reserves Retained earnings		100,000 16,921 278,453	100,000 16,134 246,683
Total equity		395,374	362,817
Insurance contract liabilities Subordinated loan Deferred tax liabilities Deferred acquisition cost-reinsurance Insurance payables Other payables Post-employment benefit obligations Current tax liabilities Total liabilities	13	752,902 30,451 2,640 6,100 98,879 37,280 486 1,083	709,781 30,436 3,830 6,114 79,702 32,887 396 756
Total equity and liabilities		1,325,195	1,226,719

UNAUDITED CONDENSED INTERIM INCOME STATEMENT FOR THE SIX MONTH PERIOD ENDED 30 SEPTEMBER 2014

	30.09.2014 RM'000	30.09.2013 RM'000
Operating revenue	284,404	264,791
Gross written premium Change in premium liabilities	284,215 (15,270)	280,212 (30,092)
Gross earned premiums	268,945	250,120
Reinsurance premiums ceded Change in premium liabilities	(78,454) (3,598)	(84,850) 9,143
Premium ceded to reinsurers	(82,052)	(75,707)
Net earned premiums	186,893	174,413
Investment income Realised gains and losses Commission income Other income	15,459 (19) 18,616 6,168	14,671 148 18,476 10,127
Other income	40,224	43,422
Gross claims paid Claims ceded to reinsurers Gross change to claims liabilities Change in claims liabilities ceded to reinsurers	(120,160) 30,381 (27,851) 2,136	(128,966) 36,733 (24,209) 3,463
Net claims incurred	(115,494) ————	(112,979)
Commission expense Management expenses	(29,289) (43,345)	(27,700) (35,778)
Other expenses	(72,634)	(63,478)
Finance costs	(1,354)	(1,354)
Profit before taxation Tax expense	37,635 (5,865)	40,025 (9,678)
Net profit for the financial period	31,770	30,347
Basic earnings per share (sen)	31.77	30.35

The accompanying notes form an integral part of the financial statements.

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

UNAUDITED CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME FOR THE SIX MONTHS PERIOD ENDED 30 SEPTEMBER 2014

	30.09.2014 RM'000	30.09.2013 RM'000
Profit for the financial period	31,770	30,347
Other comprehensive income:		
Available for sale ("AFS") reserve		
Fair value gain/(loss) of available for sale financial assets	1,049	(1,620)
Tax effect on fair value (gain)/loss of available for sale financial assets	(262)	405
Total comprehensive income for the financial period	32,557	29,132

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

UNAUDITED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY FOR THE SIX MONTH PERIOD ENDED 30 SEPTEMBER 2014

	paid ordina	and fully ry shares RM1 each	<u>d</u> Asset	Non- <u>istributable</u> <u>D</u>	<u>Pistributable</u>	
	Number of shares 000	Nominal value RM'000	revaluation reserve RM'000	AFS reserve RM'000	Retained earnings RM'000	<u>Total</u> RM'000
At 1 April 2014	100,000	100,000	18,329	(2,195)	246,683	362,817
Total comprehensive income for the financial period	-	-	-	787	31,770	32,557
At 30 September 2014	100,000	100,000	18,329	(1,408)	278,453	395,374
						
At 1 April 2013	100,000	100,000	23,010	825	218,300	342,135
Total comprehensive income for the financial period	-	-	-	(1,215)	30,347	29,132
Dividend paid	-	-	-	-	(10,100)	(10,100)
At 30 September 2013	100,000	100,000	23,010	(390)	238,547	361,167

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

UNAUDITED CONDENSED INTERIM STATEMENT OF CASH FLOW FOR THE SIX MONTH PERIOD ENDED 30 SEPTEMBER 2014

	30.09.2014 RM'000	30.09.2013 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the financial period	31,770	30,347
Adjustment for non-cash items:		
Property and equipment - depreciation - loss on disposal - written off Amortisation of intangible assets Interest income Rental income Amortisation of premiums, net of accretion of discounts Loss on disposal of available for sale financial assets Finance cost Provision/(write back) of impairment allowance for insurances receivables Provision for post-employment benefits obligations	1,812 - 24 30 (14,858) (645) 52 - 1,354 1,753 199	1,304 5 272 (13,932) (865) 125 (110) 1,354 (22) 47
Tax expenses	5,865 ———— 27,356	9,678 ———— 28,203
Purchase of available-for-sale financial assets Proceeds from maturity of available-for-sale financial assets Interest income received Other income received Payment of post-employment benefit obligations Decrease/(Increase) in reinsurance assets (Increase)/Decrease in insurance receivables Increase in deferred acquisition cost Increase/(Decrease) in insurance payables Increase in insurance contract liabilities Decrease in dividend payable Increase in loan and receivables Increase/(Decrease) in other payables (Increase)/Decrease in deferred acquisition cost – reinsurance	35 16,246 645 (109) 1,462 (28,396) (2,015) 19,177 43,121 - (49,769) 4,393	(10,032) 23,431 15,499 865 (88) (12,606) 9,374 (3,334) (8,394) 54,301 (7,500) (53,274) (9,629)
Cash generated from operating activities Income tax paid	32,132 (6,728)	27,724 (10,293)
Net cash inflows from operating activities	25,404	17,431

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

UNAUDITED CONDENSED INTERIM STATEMENT OF CASH FLOW (CONTINUED) FOR THE SIX MONTH PERIOD ENDED 30 SEPTEMBER 2014

	30.09.2014 RM'000	30.09.2013 RM'000
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property and equipment Purchase of intangible assets – software Proceeds from disposal of property and equipment	(1,673) (449) 4	(487) (177) 189
Net cash outflows from investing activities	(2,118)	(475)
CASH FLOW FROM FINANCING ACTIVITIES		
Dividend paid Finance cost paid	(1,339)	(10,100) (1,339)
Net cash outflows from financing activities	(1,339)	(11,439)
NET INCREASE IN CASH AND CASH EQUIVALENTS	21,947	5,517
CASH AND CASH EQUIVALENTS AT BEGINNING OF FINANCIAL YEAR	7,413	5,361
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD	29,360	10,878
Cash and cash equivalents comprise: Fixed and call deposits		
Licensed financial institutions Cash and bank balances	24,692 4,668	10,428 450
	29,360	10,878

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UNI.ASIA GENERAL INSURANCE BERHAD

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014

1. **Basis of preparation**

The interim financial statements of Uni.Asia General Insurance Bhd ("the Company") are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS"), International Financial Reporting Standards and the requirements of the Companies Act, 1965 and the Financial Services Act, 2013 in Malaysia. They do not include all of the information required for full annual financial statements, and should be read in conjunction with the Company's annual financial statements for the year ended 31 March 2014.

The accounting policies and presentation adopted by the Company for the condensed interim financial statements are consistent with those adopted in the Company's audited financial statements for the financial year ended 31 March 2014, except for the adoption of the following:

MFRSs, Interpretations and amendments

Effective date

Amendments to MFRS 136, Impairment of Assets – Recoverable (Amount Disclosures for Non-Financial Assets)

1 January 2014

IC Interpretation 21, Levies 1 January 2014

The initial application of the abovementioned standards, amendments and interpretations are not expected to have any material impacts to the current and prior periods financial statements upon their first adoption.

2. Seasonal/cyclical factors

The business operations of the Company are subject to the sales cycle of the insurance business.

3. **Unusual items**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the financial period ended 30 September 2014.

4. Material changes in estimates

There was no material changes in the basis used for accounting estimates for the current financial period ended 30 September 2014.

5. **Debts and equity securities**

There were no issuances, cancellation, repurchase, resale and repayment of debts and equity securities by the company during the current financial period.

UNI.ASIA GENERAL INSURANCE BERHAD

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

6. Dividends

No dividends was paid during the interim period.

7. Material events subsequent to the end of interim financial period

Subsequent to the end of interim financial period, the Company has fully repaid the Subordinated loan amounting RM 30,451,233 on 3 November 2014.

8. Changes in composition of the Company

Except for the business combinations as disclosed in the Note 16, there were no changes in the composition of the Company during the period under review.

9. Changes in contingent liabilities or contingent assets.

The Company does not have any contingent assets or liabilities.

10. Investment properties

	Freehold land and <u>building</u> RM'000	Leasehold land and <u>building</u> RM'000	<u>Tota</u> l RM'000
At 1 April 2014/30 September 2014	11,950	35,128 	47,078
At 1 April 2014 Fair value changes	11,100 850	34,442 686	45,542 1,536
At 31 March 2014	11,950	35,128	47,078

The titles to the freehold land and buildings included in investment properties of the Company at carrying value of RM11,950,000 (31 March 2014: RM11,950,000) are in the process of being transferred to the Company. Risks, rewards and effective titles to these properties have been passed to the Company upon unconditional completion of the acquisition of those properties. The Company has submitted the relevant documents to the land authorities for transfer of legal titles to the Company and is awaiting the process and finalisation of this transfer to be completed.

UNI.ASIA GENERAL INSURANCE BERHAD

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

11. Investment

The Company's investments are as follows:

The Company's investments are as follows:		
	30.09.2014 RM'000	31.03.2014 RM'000
Available-for-sale ("AFS") financial assets	174,253	172,993
Total investments	174,253	172,993
The assets included in the above categories are detailed in the table be	elow:	
a) AFS financial assets		
At fair value: Unquoted equity securities in Malaysia Unquoted corporate debt securities	38	38
in Malaysia Accrued interest	171,712 2,503	170,750 2,205
Total AFS financial assets	174,253	172,993
b) Carrying value of financial assets	<u>AFS</u> RM'000	Total RM'000
At 1 April 2013 Purchases Disposal/maturity/repayment Fair value gain recorded in:	203,466 10,142 (36,269)	203,466 10,142 (36,269)
- other comprehensive income Amortisation adjustment Movement in accrued interest	(4,027) (199) (120)	(4,027) (199) (120)

UNI.ASIA GENERAL INSURANCE BERHAD

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

11. Investment (Continued)

c) Fair value hierarchy of AFS financial assets

The table below analyses those financial instruments carried at fair value by their valuation method as at 30 September 2014. The different levels have been defined as follows:

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	30.09.2014 RM'000	RM'000
Level 1	-	_
Level 2	174,215	172,955
Level 3	38	38
	174,253	172,993

The Company categories its fair value measurement according to a three level hierarchy. The hierarchy priorities the inputs used by the Company's valuation techniques for determining the fair value of the financial instruments.

A level is assigned to each fair value measurement based on the lowest level input significant to the fair value measurement in its entirety. The three level hierarchies are defined as follows:

- Level 1- Fair value measurement that reflect unadjusted, quoted prices in active markets for identical assets and liabilities that the company has the liability to access at the measurement date. Valuations are based on quoted prices reflecting market transaction involving assets or liabilities identical to those being measured.
- Level 2 Fair value measurement using inputs other than quoted prices included within Level 1 that is observable for the asset or liability, either directly or indirectly. Those for identical assets and liabilities in inactive markets, inputs that are observable that is not prices (such as interest rates, credit risks, etc.) and inputs that are derived from or corroborated by observable market data.
- Level 3 Fair value measurement using significant non market observable inputs. These includes valuation for assets and liabilities that are derived using data, some or all of which is not market observable, including assumptions about risk.

12. Reinsurance assets

	<u>30.09.2014</u>	31.03.2014
	RM'000	RM'000
Reinsurance of insurance contracts		
Claims liabilities	148,287	146,151
Premium liabilities	61,729	65,327
	210.016	211.478
	210,010	

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

13. Insurance contract liabilities

		30.09.2014			31.03.2014		
		Re-			Re-		
	Gross insurance		<u>Net</u>	<u>Gross i</u>	<u>nsurance</u>	<u>Ne</u> t	
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
General insurance	752,902	(210,016)	542,886	709,781	(211,478)	498,303	

The general insurance contract liabilities and its movement are further analysed as follows:

	30.09.2014		31.03.2014			
	<u>Gross i</u> RM'000	Re- nsurance RM'000	<u>Net</u> RM'000	<u>Gros</u> s <u>i</u> RM'000	Re- nsurance RM'000	<u>Net</u> RM'000
Provision for claims Provision for incurred but	325,152	(110,383)	214,769	318,427	(115,273)	203,154
not reported "IBNR" claims	156,440	(37,904)	118,536	135,314	(30,878)	104,436
Claims liabilities (i) Premium liabilities (ii)	481,592 271,310	(148,287) (61,729)	333,305 209,581	453,741 256,040	(146,151) (65,327)	307,590 190,713
	752.002	(240.046)	E 40, 006	700 701	(244, 479)	400.202
	752,902 =======	(210,016) ======	542,886 ======	709,781 =======	(211,478) ======	498,303

NOTES TO THE FINANCIAL STATEMENTS – 30 SEPTEMBER 2014 (CONTINUED)

13. Insurance contract liabilities (Continued)

(i) Claims liabilities

	30.09.2014		<u>31.03.2014</u>			
		Re-			Re-	
	<u>Gross</u> RM'000	insurance RM'000	Net RM'000	<u>Gros</u> s RM'000	insurance RM'000	Net RM'000
At 1 April Claims incurred for the current accident year	453,741	(146,151)	307,590	422,523	(154,151)	268,372
(direct and facultative) Adjustment to claims incurred in prior accident year	151,715	(38,385)	113,330	286,793	(73,786)	213,007
(direct and facultative) Claims incurred during the financial period	(15,303)	7,045	(8,258)	(14,660)	7,002	(7,658)
(treaty inwards claims)	10,342	-	10,342	18,027	(23)	18,004
Movement in PRAD of claims liabilities at 75% confidence level	94	(993)	(899)	(3,024)	3,048	24
Movement in claims handling expenses	1,163	(186)	977	1,108	146	1,254
Claims paid during the financial period	(120,160)	30,383	(89,777)	(257,026)	71,613	(185,413)
At 30 September/ 31 March	481,592 ======	(148,287) ======	333,305	453,741 ======	(146,151)	307,590

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

13. Insurance contract liabilities (Continued)

(ii) Premium liabilities

	30.09.2014		31.03.2014 Re-			
	Re-					
	<u>Gross</u>	insurance	Net	<u>Gros</u> s	<u>insurance</u>	<u>Net</u>
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 April	256,040	(65,327)	190,713	233,527	(59,849)	173,678
Premiums written during the financial period	284,215	(78,454)	205,761	529,870	(155,437)	374,433
Premiums earned during the financial period	(268,945)	82,052	(186,893)	(507,357)	149,959	(357,398)
At 30 September/31 March	271,310	(61,729)	209,581	256,040	(65,327)	190,713
	======	======	======	======	======	======

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

14. Commitments

(a) Capital commitments

Capital expenditure not provided for in the financial statements is as follows:

	30.09.2014 RM'000	31.03.2014 RM'000
Authorized by the Directors and contracted for: - Property and equipment	2,840	1,243
Authorized by the Directors but not contracted for: - Property and equipment	10,335	2,325
	13,175	3,568

(b) Operating lease commitments

The Company has non-cancellable operating lease agreements. The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	30.09.2014 RM'000	31.03.2014 RM'000
No later than 1 year Later than 1 year and no later than 5 years Later than 5 years	3,863 4,024 -	3,084 4,159 253
	7,887	7,496

UNI.ASIA GENERAL INSURANCE BERHAD

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

15. Regulatory capital requirements

The capital structure of the Company as prescribed under the Risk Based Capital (RBC) Framework is as below:

	As at <u>30.09.2014</u> RM'000	As at 31.03.2014 RM'000
Eligible Tier 1 Capital:		
Share capital (paid-up)	100,000	100,000
Retained earnings	278,453	246,683
	378,453	346,683
Tier 2 Capital:		
Assets revaluation reserve	18,329	18,329
AFS reserve	(1,408)	(2,195)
Subordinated loan	30,000	30,000
	46,921	46,134
Deduction	-	-
Total capital available	425,374	392,817

16. Significant event

The Minister of Finance ("MoF") had approved (through the letter dated 3 July 2014 from Bank Negara Malaysia ("BNM")) Uni.Asia Capital Sdn. Bhd. ("UAC"), the holding company of Uni.Asia General Insurance Berhad ("UAG") to enter into a sale and purchase agreement ("SPA") with Liberty Seguros, Compania de Seguros y Reaseguros, S.A. ("Liberty Seguros") in relation to the Proposed Disposal on 16 July 2014. The Proposed Disposal was completed on the same day. Information on the Proposed Disposal is set out in sections below.

On 16 July 2014, UAC entered into the SPA with Liberty Seguros for the sale of 68,094,444 ordinary shares of RM1.00 each in UAG ("Sale Shares"), representing approximately 68.09% of the issued and paid-up share capital of UAG.

In August 2014, in accordance with the applicable laws and regulations, the Company held a mandatory general offer issued for the remaining voting shares of the Company. As a result of the general offer, Liberty Seguros increased its ownership to 86.77%.

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

17. Significant related party transaction

The significant changes in related party transaction of the Company since financial period ended 31 March 2014 are as follows:-

	Period	12 months
	from	Period
	01.04.2014 to	ended
	16 <u>.07.2014</u>	31.03.2014
	RM'000	RM'000
<u>Premiums</u>		
DRB Hicom Auto Solution Sdn Bhd	1,888	785
Euromobil Sdn Bhd	23	1,488
Proton Holding Bhd	(55)	3,046
Konsortium Logistik Bhd	1,346	-
Commissions		
POS Malaysia	1,802	6,465
United Overseas Bank (M) Bhd	2,266	4,584
Proton Edar Sdn Bhd	525	1,628
Edaran Otomobil Nasional Bhd	560	2,187

Following the completion of the Proposed Disposal (Note 16), effective 16 July 2014 onwards, transactions with companies of the DRB-HICOM Group and United Overseas Bank (M) Bhd are classified as non-related party transactions.

UNI.ASIA GENERAL INSURANCE BERHAD (Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS - 30 SEPTEMBER 2014 (CONTINUED)

18. Financial instruments

Carrying amounts versus fair values

The fair values of financial assets and financial liabilities, together with the carrying amounts in the statement of financial position as at 30 September 2014, are as follows:-

	Carrying Amount RM'000	Fair Value RM'000
Financial assets:	<u>KW 000</u>	KWI 000
Other investments		
Available-for-sale financial assets	174,253	174,253
Reinsurance assets	210,016	210,016
Loans and receivables	711,237	711,237
Insurance receivables	62,833	62,833
Cash and cash equivalents	29,360	29,358
		
Total Financial assets	1,187,699	1,187,697
Financial liabilities:		
Provision for claims liabilities	333,305	333,305
Insurance payables	98,879	98,879
Other payables	37,280	37,278
Total Financial Liabilities	469,464	469,462