

REACH ENERGY BERHAD

company no: 1034400-D (Incorporated in Malaysia)

Report on unaudited quarterly financial results for the period 1 January 2017 to 31 March 2017

(The figures have not been audited)

("Interim Financial Statements")

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD 1 JANUARY 2017 TO 31 MARCH 2017

		INDIVIDUAL	CUMULATIVE	CUMULATIVE 12
		QUARTER	QUARTER	MONTHS
		Unaudited for the	Unaudited for the	Audited for the
		period ended	period ended	financial year ended
		1 Jan 2017 to	1 Jan 2017 to	1 Jan 2016 to
		31 Mar 2017	31 Mar 2017	31 Dec 2016
	Note	RM'000	RM'000	RM'000
Revenue		44,625	44,625	14,994
Negative goodwill		-	-	156,873
Depreciation, depletion and amortisation		(8,207)	(8,207)	(3,361)
Distribution expenses		(8,548)	(8,548)	(3,006)
Employee compensation costs		(4,628)	(4,628)	(6,895)
General and administrative expenses		(2,545)	(2,545)	(5,287)
Other operating expenses - net		(4,360)	(4,360)	(28,211)
Purchase, services and other direct costs		(6,129)	(6,129)	(3,555)
Taxes other than income taxes		(13,825)	(13,825)	(4,743)
Operating expenses		(48,242)	(48,242)	(55,058)
(Loss)/ Profit from operations		(3,617)	(3,617)	116,809
Finance income		879	879	33,384
Finance Cost		(14,284)	(14,284)	(23,924)
Finance income / (cost)-Net		(13,405)	(13,405)	9,460
(Loss)/ Profit before income tax	B11	(17,022)	(17,022)	126,269
Income tax expenses	B12	(740)	(740)	(6,025)
(Loss)/ Profit for the financial year/ period	-	(17,762)	(17,762)	120,244
(Loss)/ Profit attributable to:-				
Owners of the company		(9,729)	(9,729)	125,526
Non controlling interests		(8,033)	(8,033)	(5,282)
(Loss)/ Profit for the financial year/ period	_	(17,762)	(17,762)	120,244
Earnings per share attributable to Owners of				
the Company				
Basic (loss)/ earning per ordinary share (RM):	B10	(0.01)	(0.01)	0.10
Diluted (loss)/ earnings per ordinary share (RM):		(0.01)	(0.01)	0.10
(Loss)/ Profit for the financial year/ period		(17,762)	(17,762)	120,244
Other comprehensive (loss)/ income, net of ta Items that will be reclassified subsequently to profit or loss:				
Foreign currency translation differences		(6,500)	(6,500)	213
Total comprehensive (expenses)/ income for				
the financial period/ year	_	(24,262)	(24,262)	120,457
Total comprehensive (expenses)/				
income for period/year attributable to:				
Owners of the company		(13,714)	(13,714)	125,654
Non-controlling interests		(10,548)	(10,548)	(5,197)
Total comprehensive (expenses)/				
income for the financial period/year	_	(24,262)	(24,262)	120,457

The unaudited condensed consolidated statement of comprehensive income should be read in conjunction with the audited consolidated financial statements for the financial year ended 31 December 2016 and the accompanying explanatory notes.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2017

	Note	Unaudited As at 31 Mar 2017 RM'000	Audited As at 31 Dec 2016 RM'000
Asset			
Non-current assets			
Property, plant and equipment		1,777,292	1,806,504
Intangible assets		684	713
Prepayments and other receivables		4,800	4,864
Restricted cash		7,620	6,915
		1,790,396	1,818,996
Current assets			
Inventories		7,507	7,398
Trade receivables		4,639	9,076
Prepayments and other receivables		29,582	30,539
Amount due from corporate shareholder		120	43
Deposits, cash and bank balances		88,990	105,725
Total current assets		130,838	152,781
Total assets		1,921,234	1,971,777
Current liabilities			
Trade payables		38,498	46,698
Accruals and other payables		79,483	98,143
Amount due to corporate shareholder	A7	272,800	273,312
Current tax liabilities		1,431	4,573
Total current liabilities		392,212	422,726
Net current liabilities		(261,374)	(269,945)
Total assets less current liabilities		1,529,022	1,549,051
Non-current liabilities			
Deferred tax liabilities		95,468	96,158
Amount due to corporate shareholder	A7	365,284	361,856
Accruals and other payables		41,558	41,103
Provisions		15,989	14,949
		518,299	514,066
Net assets		1,010,723	1,034,985
Equity			
Capital		488,975	488,651
Capital redemption reserves		-	324
Foreign exchange reserve		(3,772)	128
Non-controlling interest		249,222	259,855
Warrants reserve		198,914	198,914
Share-based payment reserves		821	821
Retained earnings		76,563	86,292
Equity attributable to owners of the Company		1,010,723	1,034,985
Net assets per share (RM)		0.92	0.94

The unaudited condensed consolidated statement of financial position should be read in conjunction with the audited consolidated financial statements for the financial period ended 31 December 2016 and the accompanying explanatory notes.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS AS AT 31 MARCH 2017

	Unaudited for the financial period ended 31 March 2017 RM'000	Audited for the financial year ended 31 Dec 2016 RM'000
Cash flows from operating activities (Loss)/ Profit before tax Adjustments for:-	(17,022)	126,269
Depreciation of property, plant and equipment Unrealised foreign exchange loss/ (gain), net Finance cost Finance income Share-based payment transaction Negative goodwill	8,207 10,458 9,495 (629) - - 10,509	3,361 (4,205) 23,924 (28,847) 362 (156,873) (36,009)
Changes in working capital: Inventories Prepayment and other receivables Trade receivable Trade payables Other payables and accruals Amount due to corporate shareholder Cash flows (used in)/ generated from operating activities Income tax paid	(176) 1,348 4,367 (7,807) (22,604) (518) (14,881) (2,088)	1,958 (1,906) (2,044) 4,375 62,041 - 28,415 (10,595)
Net cash (used in)/ generated from operating activities	(16,969)	17,820
Cash flows from investing activities Purchases of property, plant and equipment Finance income received Acquisition of a subsidiary Advances to corporate shareholder Movement in restricted cash	(59) 629 - (77) (767)	(16) 43,469 (573,351) (43) 728,426
Net cash (used in)/ generated from investing activities	(274)	198,485
Cash flows from financing activities Finance cost paid Advance from corporate shareholder in a subsidiary Loans received from corporate shareholder in a subsidiary Payment for share listing expenses	33 - - -	(2,910) 262 2,494 (138,508)
Net cash generated from/ (used in) from financing activities	33	(138,662)
Net (decrease)/ increase in cash and cash equivalents Cash and cash equivalents at the beginning of year Exchange difference on cash and cash equivalents	(17,210) 105,725 475	77,643 28,427 (345)
Cash and cash equivalents at end of period/year	88,990	105,725

The unaudited condensed consolidated statement of financial position should be read in conjunction with the audited consolidated financial statements for the financial period ended 31 December 2016 and the accompanying explanatory notes.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT 31 MARCH 2017

< Attributable to Equity Holders of the Company	[,] >
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	Capi	tal redemption		Share-based	Foreign exchange			Non-controlling	
	Capital	reserves	Warrants reserve	payment reserves	reserve	Retained earnings	Total	interest	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As at 1 January 2016									
Balance b/f	22,035	-	45,278	459	-	(39,234)	28,538	-	28,538
Reclassification of financial liability component of the	·		·				•		•
Public Issue Share	466,940	-	153,636	-	-	-	620,576	-	620,576
Cancellation of shares on 18.14% dissenting shareholders	(324)	324	-	-	-	-	-	-	-
Share-based payment transaction	-	-	-	362	-	-	362	-	362
Non-controlling interest on acquisition of subsidiary	-	-	-	-	-	-	-	265,052	265,052
Profit for the financial year	-	-	-	-	-	125,526	125,526	(5,282)	120,244
Other comprehensive income, net of tax									
-Foreign currency translation	-	-	<u>-</u>	<u> </u>	128		128	85	213
Total comprehensive income for the financial year	-	-	-	-	128	125,526	125,654	(5,197)	120,457
As at 31 December 2016	488,651	324	198,914	821	128	86,292	775,130	259,855	1,034,985
As at 1 January 2017									
Balance b/f	488,651	324	198,914	821	128	86,292	775,130	259,855	1,034,985
Loss for the financial period	-	-	_			(9,729)	(9,729)	(8,033)	(17,762)
Other comprehensive loss, net of tax									
-Foreign currency translation	-		-		(3,900)	-	(3,900)	(2,600)	(6,500)
Total comprehensive loss for the financial period	-	-	-	-	(3,900)	(9,729)	(13,629)	(10,633)	(24,262)
Transition to non-par value regime on 31 January 2017 *	324	(324)	-	-	-	-	-	-	-
As at 31 March 2017	488,975	-	198,914	821	(3,772)	76,563	761,501	249,222	1,010,723

Note:

The unaudited condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2016 and the accompanying explanatory notes.

^{* &}quot;The new Companies Act 2016 (the "Act"), which came into operation on 31 January 2017, abolished the concept of authorised share capital and par value of share capital. Consequently, the amounts standing to the credit of the share premium account and capital redemption reserves become part of the Company's share capital pursuant to the transitional provisions set out in Section 618 (2) of the Act. Notwithstanding this provision, the Company may within 24 months from the commencement of the Act, use the amount standing to the credit of its share premium account of RM477,687,186.47 for purposes as set out in Sections 618 (3) and the capital redemption reserve of RM323,991.03 for the bonus issue pursuant to Section 618(4) of the Act. There is no impact on the numbers of ordinary shares in issue or the relative entitlement of any of the members as a result of this transition."

NOTES TO THE MANAGEMENT ACCOUNTS

PART A-EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARDS ("MFRS') 134 - INTERIM FINANCIAL REPORTING

A1 Basis of Preparation

The unaudited condensed consolidated interim financial statements have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting issued by Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"). The unaudited condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements for the financial year ended 31 December 2016 and the accompanying notes attached to the unaudited condensed consolidated financial statement.

The explanatory notes attached to unaudited condensed consolidated financial statements provide explanations of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2016.

On 25 March 2015, the Board of Directors of Reach Energy Berhad or the Company had resolved to change the financial year end of the Company from 31 July to 31 December. As Reach Energy Berhad ("REB") is no longer a Special Purpose Acquisition Company ("SPAC") effective 16 December 2016 pursuant to its acquisition of Palaeontol B.V ("PBV"), and accordingly the Group shall announce the interim financial report on a quarterly basis as opposed to half yearly basis previously. Due to these changes, there are no comparative figures given for preceding year corresponding quarter and year-to-date in the current report.

A2 Changes in accounting policies

(a) Standards, amendments to published standards and interpretations that are applicable to the Group that are effective:

The Group has adopted the following amendments for the first time for the financial year beginning 1 January 2017:

- Amendments to MFRS 107 "Statement of Cash Flows Disclosure Initiative"
- Amendments to MFRS 112, Recognition of Deferred Tax Assets for Unrealised Losses
- Amendment to MFRS 12 (Annual Improvements to MFRS Standards 2014–2016 Cycle)

The impact of the new accounting standards, amendments and improvements to published standards on the unaudited condensed consolidated interim financial statements of the Group is not material.

A3 Auditors' Opinion on Preceding Annual Financial Statements

The Group's financial statements for the financial year ended 31 December 2016 were not subject to audit qualification.

A4 Seasonality or cyclicality of operations

The Group's operations are not affected by any seasonal or cyclical factors.

A5 Individually significant items

The Company has proposed placement of new ordinary shares of RM 0.01 each ("Placement shares") to raise gross proceeds of up to RM 180 million ("Proposed placement") during the Adjourned Extraordinary General Meeting ("EGM") held on 16 November 2016. This was passed during the EGM via an ordinary resolution. On 23 March 2017, the Securities Commission ("SC") has approved the Company's application for an extension of six months, which is up to 22 August 2017 for the Company to implement the Proposed Placement and the application has been approved.

Save as disclosed above, there were no significant items that affect the assets, liabilities, equity, net income or cash flow of the Group during the current financial period under review.

A6 Material changes in estimates

There were no significant changes in estimates that have material effect on the current financial period under review.

A7 Borrowing, debt and equity security

i) <u>Borrowing</u>

, <u>=0.1.0.1</u>	Unaudited As at 31 Mar 2017 RM'000	Audited As at 31 Dec 2016 RM'000
a) Unsecured: Amount due to corporate shareholder		
Non-current	365,284	361,856
Current	272,800 638,084	273,312 635,168
	030/001	033/100
b) All borrowings denominated in United States Dollar		
	Unaudited As at	Audited As at
	31 Mar 2017 RM'000	31 Dec 2016 RM'000
	638,084	635,168

(ii) Equity

There were no movements in the issued and paid-up capital of the Company during the current period.

A8 Dividend paid

There was no dividend declared or paid during the current financial period ended 31 March 2017.

A9 Material events subsequent to the end of the interim period

There were no material events after the interim period that have not been reflected in the unaudited condensed consolidated interim financial statements.

A10 Changes in the composition of the Group

There was no change in the composition of the Group during the current financial period.

A11 Contingent liabilities or contingent assets

There were no contingent liabilities or contingent assets as at the date of this unaudited condensed consolidated interim financial statements.

A12 Commitment

i Capital commitments for the purchase of property, plant and equipment:

	Unaudited As at 31 Mar 2017 RM'000	Audited As at 31 Dec 2016 RM'000
Authorised but not contracted for Contracted but not provided for	84,777 11,276 96,053	199,091 65,904 264,995

ii Operating lease commitments

The Group has operating lease commitments related to its non-cancellable operating leases for offices. The future aggregate minimum lease payments under these operating leases are as follows:

	Unaudited As at 31 Mar 2017 RM'000	Audited As at 31 Dec 2016 RM'000
<1 year	1,626	2,186
1-2 years	2,149	2,063
2-5 years		46
	3,775	4,295

iii According to the production contracts for four fields in Kazakhstan, the Group is obligated to perform minimum work program during the life of the production contracts. Set out below is the commitment for the minimum work program

	Unaudited As at	Audited As at
	31 Mar 2017 RM'000	31 Dec 2016 RM'000
<1 year	196,199	198,815
1-2 years	279,910	283,641
2-5 years	1,053,101	1,067,136
>5 years	<u>2,955,706</u>	2,995,098
	4,484,916	4,544,690

The minimum work program includes capital expenditure of RM1,415 million (2016: 1,434 million) to be incurred over the life of the production contracts expiring in 2036. Other commitments represent mainly direct operation and maintenance costs of wells and related facilities.

PART B: ADDITIONAL NOTES TO REQUIREMENTS UNDER CHAPTER 9 OF THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS

B1 Operating Segments

Operating segments are represented in respect of the Group's business segments. The Group has activities in the following principal areas:

- i Oil and gas
- ii Investment holding

	INDIVIDUAL QUARTER Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017		Una	TIVE QUARTER nudited for the period ended o 31 Mar 2017	CUMULATIVE 12 MONTHS Audited for the financial year ended 1 Jan 2016 to 31 Dec 2016	
	Oil & gas RM'000	Investment Holdings RM'000	Oil & gas	Investment Holdings RM'000	Oil & gas RM'000	Investment Holdings RM'000
Revenue	44,625	-	44,625	-	14,994	-
Results Operating expenses Negative Goodwill Finance income/ (expense)	(45,387) - (9,047)	(2,856) - (4,357)	(45,387) - (9,047)	(2,856) - (4,357)	(19,355) - (5,277)	(35,703) 156,873 14,737
(Loss)/Profit before income tax Income tax expenses (Loss) /Profit for the financial	(9,809) (666)	(7,213) (74)	(9,809) (666)	(7,213) (74)	(9,638) (3,566)	135,907 (2,459)
/period	(10,475)	(7,287)	(10,475)	(7,287)	(13,204)	133,448

B2 Material change in profit before taxation

The Group recorded a loss before taxation of RM 17.0 million in the current three month period as compared to a gain before taxation of RM 126.2 million in the corresponding twelve-month period ('corresponding year'). In the corresponding year, the Group has recorded a negative goodwill of RM 156.9 million.

Status of Corporate proposal announced but not completed

On 23 May 2016, the Company had proposed placement of new ordinary shares of RM 0.01 each in Reach Energy Berhad to raise gross proceeds of up to RM 180.0 million ("Proposed Placement"). Pursuant to the shareholders' approval obtained at the Adjourned EGM of the Company held on 16 November 2016, the Company was authorised to proceed with the proposed placement within six (6) months from the date of approval of the Securities Commission Malaysia ("SC"), i.e. 24 August 2016. The Company has submitted an application to the SC for an extension of time of six (6) months from 23 February 2017 to 22 August 2017 for the Company to implement the Proposed Placement as set out in the shareholders Circular dated 13 October 2016. On 23 March 2017, the Securities Commission ("SC") had approved the Company's application for an extension of six months, which is up to 22 August 2017 for the Company to implement the Proposed Placement.

B4 Prospects

Since the completion of the acquisition of Emir-Oil LLP ("Emir-Oil") in late November 2016, our Company has taken the necessary steps and actions to assume management, financial and operational control of Emir-Oil. Within the short period since our acquisition of Emir-Oil, we have made significant progress with the full support from all departments within Emir-Oil. We have reviewed the modus operandi of Emir-Oil and are making the necessary adjustments incorporating the business approach and strategy of Reach Energy with the view to drive Emir-Oil towards achieving our business objectives early in the coming years.

As at end of 2016, Emir-Oil has a staff strength of 217 employees and producing with existing production facilities and infrastructure. In 2016, average oil and gas production for Emir-Oil were 3,301 barrels of oil per day ("BOPD") and 5.6 million standard cubic feet of gas per day ("MSCFD") respectively. Emir-Oil's oil and gas production is constrained by the oil processing facility capacity on lease to Emir-Oil and existing gas processing plant owned by Emir Oil. Hence, in its effort to optimise revenue and operating costs, MIE Holdings Corporation ("MIEH"), our partner, has invested in building good surface infrastructure with a well-defined upgrade plan to cater for the increase in oil and gas production volumes, including the construction of a new Central Processing Facility ("CPF") (which will contain both oil and gas processing facilities) over two phases of expansion.

In 2016, Emir-Oil completed two exploration wells, Dolinnoe-8 and Yessen-3, as per the requirements under its exploration license. Geological logging of both wells indicates oil and gas shows, and our plans are for these wells to be fully tested in 2017.

In January 2017, Emir-Oil and the Ministry of Energy (MoE) of Kazakhstan executed an agreement extending the expiration date of the Aksaz-Dolinnoe-Emir-Kariman ("ADEK") Exploration Contract by three years to 9 January 2020.

Given the prospect of fluctuating oil prices and the impact of exchange rate volatility, the Board of Directors remains cautious on the Company's prospects for the year ending 31 December 2017.

B5 Profit forecast and guarantee

The Group has not announced or disclosed any profit forecast and guarantee in any public documents.

B6 Purchase or disposal of quoted securities

There were no purchase or disposal of quoted securities during the financial period ended 31 March 2017.

B7 Sale of unquoted investments and/or properties

There were no sale of unquoted investment and /or properties during the financial period ended 31 March 2017.

B8 Financial instruments with off-balance sheet risk

There were no financial instruments with material off-balance sheet risk as at the date of this report.

B9 Material Litigation

There were no material litigation as at the date of this report.

B10 Earnings per share

i Basic earnings per ordinary share

The calculation of basic (loss)/ earnings per ordinary share as at 31 March 2017 was based on the loss attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding, as follows:-

	Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017 RM'000	CUMULATIVE QUARTER Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017 RM'000	CUMULATIVE 12 MONTHS Audited for the financial year ended 31 Dec 2016 RM'000
(Loss)/ Profit after taxation attributable to owner of the Company Weighted average number of ordinary shares Basic earnings per ordinary share (RM)	(9,729) 1,096,413 (0.01)	(9,729) 1,096,413 (0.01)	125,526 1,269,892 0.10
Diluted (loss)/ earnings per ordinary share (RM)	(0.01)	(0.01)	0.10

ii Diluted earnings per ordinary share

There is no dilutive effect of the potential ordinary share convert under warrants issued since the exercise price is above the average market value at the company's shares.

B11 (Loss)/ Profit before taxation

	Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017 RM'000	CUMULATIVE QUARTER Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017 RM'000	CUMULATIVE 12 MONTHS Audited for the financial year ended 31 Dec 2016 RM'000
(Loss)/ Profit before taxation is arrived after charging / (crediting): Interest income from deposits with licensed banks Other finance income Foreign exchange gain,net Interest expenses on loan from corporate shareholder in a subsidiary Other finance cost Interest expense on financial liability component of the Public Issue Shares	320 309 (4,543) (9,461) (33)	320 309 (4,543) (9,461) (33)	28,094 753 4,537 (2,744) (65) (21,040)

B12 Income Tax Expense

	INDIVIDUAL QUARTER Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017 RM'000	CUMULATIVE QUARTER Unaudited for the period ended 1 Jan 2017 to 31 Mar 2017 RM'000	CUMULATIVE 12 MONTHS Audited for the financial year ended 31 Dec 2016 RM'000
Current income tax Malaysian income tax: -Current year -Over accrual in prior year	74	74	5,150
	-	-	(2,314)
Foreign income tax: -Current year			<u>(58)</u> 2,778
Deferred income tax Origination and reversal of temporary difference	666	666	3,247
	740	740	6,025

In the current year, the income tax is calculated at the statutory tax rate of 24% (2016: 24%) of the estimated assessable profit for the year. The Bursa announcement effective tax rate was -4.8% for the year ended 31 December 2016 and 5% for the quarter ended 31 March 2017.

B13 Realised and unrealised retained profit

	INDIVIDUAL	CUMULATIVE	CUMULATIVE
	QUARTER	QUARTER	12 MONTHS
	Unaudited	Unaudited	Audited
	for the	for the	for the
	period	period	financial
	ended	ended	year
	1 Jan 2017	1 Jan 2017	ended
	to 31 Mar	to 31 Mar	31 Dec
	2017	2017	2016
	RM'000	RM'000	RM'000
Analysis of retained gain/(accumulated losses):			
Realised	(5,391)	(5,391)	(50,681)
*Unrealised	(119,904)	(119,904)	4,456
	(125,295)	(125,295)	(46,225)
Less: Consolidation adjustment	201,859	201,859	132,517
	76,564	76,564	86,292

^{*} The unrealised retained profit are mainly deferred tax provision and foreign exchange gain of monetary items denominated in a currency other than functional currency.

BY ORDER OF THE BOARD CHEN BEE LING (MAICSA 7046517) TAN LAI HONG (MAICSA 7057707)

COMPANY SECRETARIES 29 May 2017