

THREE-A RESOURCES BERHAD (481559-M)

(Incorporated in Malaysia)

**Condensed Consolidated Statements of Comprehensive Income
For the Quarter Ended 30 September 2012
(The figures have not been audited)**

	3 months ended 30 September		Cumulative quarter ended 30 September	
	2012 RM'000	2011 RM'000	2012 RM'000	2011 RM'000
Revenue	80,217	64,940	223,543	203,640
Cost of sales	(68,119)	(54,699)	(188,517)	(177,704)
Gross Profit	<u>12,098</u>	<u>10,241</u>	<u>35,026</u>	<u>25,936</u>
Other income	89	402	282	1,021
Other operating expenses	(5,899)	(5,169)	(16,488)	(14,306)
Share of results of joint venture	(2)	(167)	(813)	(312)
Profit from Operations	<u>6,286</u>	<u>5,307</u>	<u>18,007</u>	<u>12,339</u>
Finance costs	(816)	(781)	(2,443)	(2,705)
Profit before Tax	<u>5,470</u>	<u>4,526</u>	<u>15,564</u>	<u>9,634</u>
Income tax	(452)	(2,201)	(2,970)	946
Profit net of tax	<u>5,018</u>	<u>2,325</u>	<u>12,594</u>	<u>10,580</u>
Other comprehensive income: Foreign currency translation	(110)	534	(135)	561
Total comprehensive income for the year	<u><u>4,908</u></u>	<u><u>2,859</u></u>	<u><u>12,459</u></u>	<u><u>11,141</u></u>
Total comprehensive income attributable to:				
Owners of the parent	4,908	2,859	12,459	11,141
Non-controlling interest	-	-	-	-
	<u><u>4,908</u></u>	<u><u>2,859</u></u>	<u><u>12,459</u></u>	<u><u>11,141</u></u>

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For the Quarter Ended 30 September 2012
(The figures have not been audited)**

	3 months ended 30 September		Cumulative quarter ended 30 September	
	2012	2011	2012	2011
	RM'000	RM'000	RM'000	RM'000
Basic Earnings per Share (sen)	<u>1.25</u>	<u>0.73</u>	<u>3.17</u>	<u>2.83</u>

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD (481559-M)

(Incorporated in Malaysia)

Condensed Consolidated Statements of Financial Position

As at 30 September 2012

(The figures have not been audited)

	As at 30-Sep-12 RM'000	As at 31-Dec-11 RM'000 (restated)	As at 1-Jan-11 RM'000 (restated)
Non-current Assets			
Property, plant & equipment	129,097	124,180	107,959
Land use rights	5,624	4,488	4,695
Investment in a jointly controlled entity	8,350	8,052	4,066
	143,071	136,720	116,720
Current Assets			
Inventories	48,496	55,125	53,180
Trade and other receivables	79,896	70,067	69,103
Short term investments	-	-	30,122
Tax recoverable	1,864	2,897	741
Cash and bank balances	15,294	20,371	20,425
	145,550	148,460	173,571
TOTAL ASSETS	288,621	285,180	290,291
EQUITY AND LIABILITIES			
Share capital	78,720	78,720	78,720
Reserves	134,727	122,268	111,103
	213,447	200,988	189,823
Minority interest	-	-	-
Total equity	213,447	200,988	189,823
Non-current Liabilities			
Borrowings	22,220	24,502	16,717
Deferred tax liabilities	9,900	8,000	8,464
	32,120	32,502	25,181

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Condensed Consolidated Statements of Financial Position

As at 30 September 2012

(The figures have not been audited)

	As at 30-Sep-12 RM'000	As at 31-Dec-11 RM'000	As at 1-Jan-11 RM'000
Current Liabilities			
Borrowings	32,087	28,591	51,462
Trade and other payables	10,967	18,376	19,062
Dividend payable	-	4,723	4,723
Income tax payable	-	-	40
	<u>43,054</u>	<u>51,690</u>	<u>75,287</u>
TOTAL LIABILITIES	<u>75,174</u>	<u>84,192</u>	<u>100,468</u>
TOTAL EQUITY AND LIABILITIES	<u>288,621</u>	<u>285,180</u>	<u>290,291</u>
Net assets value per share (sen)	<u>54.23</u>	<u>51.06</u>	<u>48.23</u>

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD (481559-M)
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**Condensed Consolidated Statements of Changes In Equity
For the Quarter Ended 30 September 2012**
(The figures have not been audited)

	Share Capital	Non-distributable Reserve	Non-distributable Reserve	Distributable Reserve	Total reserves	Grand total
	Nominal value	Foreign currency translation reserve	Share premium	Retained earnings		
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
At 1 January 2011 (restated)	78,720	-	70,367	40,736	111,103	189,823
Total comprehensive income	-	561	-	10,580	11,141	11,141
At 30 September 2011 (restated)	<u>78,720</u>	<u>561</u>	<u>70,367</u>	<u>51,316</u>	<u>122,244</u>	<u>200,964</u>
At 1 January 2012 (restated)	78,720	632	70,367	51,269	122,268	200,988
Total comprehensive income	-	(135)	-	12,594	12,459	12,459
At 30 June 2012	<u>78,720</u>	<u>497</u>	<u>70,367</u>	<u>63,863</u>	<u>134,727</u>	<u>213,447</u>

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD(481559-M)

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Condensed Consolidated Cash Flow Statements For the Quarter Ended 30 September 2012 (The figures have not been audited)

	Year-To-Date 30-Sep-12 (RM'000)	Year-To-Date 30-Sep-11 (RM'000)
Cash flows from operating activities		
Profit before taxation	15,564	9,634
Adjustments for:		
Amortisation of land use rights	75	155
Depreciation of property, plant and equipment	4,611	4,004
Unrealised foreign exchange loss/(gain)	372	1,227
Dividend income from short term investment	-	(532)
Share of results of joint venture	813	312
Interest expense	2,443	2,705
Interest income	(282)	(59)
Operating profit before working capital changes	23,596	17,446
Working capital changes:		
Inventories	6,628	12,594
Receivables	(10,302)	(6,817)
Payables	(7,393)	(9,433)
Cash generated/(used in) from operations	12,529	13,790
Interest paid	(2,443)	(2,705)
Income tax paid	(53)	(2,637)
Net cash generated from/ operating activities	10,033	8,448
Cash flows from investing activities		
Investment in a joint venture	(1,111)	(4,302)
Purchase of property, plant and equipment	(9,527)	(17,652)
Acquisition of land use rights	(1,211)	
Proceeds from sale of short term investment	-	15,361
Interest received	282	59
Net cash used in investing activities	(11,567)	(6,534)

THREE-A RESOURCES BERHAD(481559-M)

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Condensed Consolidated Cash Flow Statements For the Quarter Ended 30 September 2012 (The figures have not been audited)

	Year-To-Date 30-Sep-12 (RM'000)	Year-To-Date 30-Sep-11 (RM'000)
Cash flows from financing activities		
Dividends paid	(4,723)	-
Net repayment of bankers acceptances	(957)	(26,623)
Net (repayment)/drawdown of term loans	(1,936)	4,218
Net (payments)/drawdown of hire purchase obligations	(195)	2,553
Net cash used in financing activities	(7,811)	(19,852)
Net decrease in cash and cash equivalents	(9,345)	(17,938)
Effect of exchange rate changes on cash and cash equivalents	(34)	637
Cash and cash equivalents at beginning of year	18,472	20,425
Cash and cash equivalents at end of year	9,093	3,124
CASH AND CASH EQUIVALENTS COMPRISE		
Cash at banks and on hand	8,294	3,124
Short term deposits with licensed banks	7,000	-
Cash at banks and on hand	15,294	3,124
Bank overdrafts	(6,201)	-
Cash and cash equivalents	9,093	3,124

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD (481559-M)
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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2012**

(The figures have not been audited)

Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

A1 Basis of Preparation

These unaudited condensed consolidated interim financial statements of the Group have been prepared in accordance with MFRS 134, Interim Financial Reporting in Malaysia and with IAS 34, Interim Financial Reporting and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. They do not include all of the information required for full annual financial statement, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2011. The consolidated financial statements of the Group as at and for the year ended 31 December 2011 were prepared in accordance with Financial Reporting Standards ("FRS").

These are the Group's unaudited condensed consolidated interim financial statements for part of the period covered by the Group's first MFRS framework annual financial statements and MFRS 1, First-Time Adoption of Malaysian Financial Reporting Standards has been applied.

These explanatory notes attached to the Interim Financial Report provide an explanation 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 period ended 31 December 2011.

The Group has adjusted the amounts previously reported in financial statements in accordance with FRS in preparing its first MFRS Statement of Financial Position as at 1 January 2011 (which is the date of transition). An explanation of how the transition from FRS to MFRS has affected the Group's financial position and reconciliations of equity for comparative periods and at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS is shown below. The transition from FRS to MFRS has not had a material impact on the statement of cash flows.

A2 Significant Accounting Policies

A2.1 Adoption of MFRS 1 First Time Adoption of Malaysian Financial Reporting Standards

The audited financial statements of the Group for the year ended 31 December 2011 were prepared in accordance with FRS. As the requirement under FRS and MFRS are similar, significant accounting policies adopted in preparing these unaudited condensed consolidated interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2011 except as follows:

Foreign currency translation reserve

Under FRS, the Group recognised translation differences on foreign operations as a separate component of equity. Cumulative foreign currency translation differences for all foreign operations are deemed to be nil as at date of transition to MFRS.

As such, at the date of transition to MFRS, the cumulative foreign currency translation differences of RM7,088 (30 September 2011:RM7,088; 31 December 2011:RM7,088) were adjusted to retained earnings.

The reconciliations of equity for comparative periods and of equity at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS are shown

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Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

below:

Reconciliation of equity as at 1 January 2011

RM'000	FRS as at 1 January 2011	Reclassifications	MFRS as at 1 January 2011
Equity			
Foreign currency translation reserve	7	(7)	-
Retained earnings	40,729	7	40,736

Reconciliation of equity as at 30 September 2011

RM'000	FRS as at 30 September 2011	Reclassifications	MFRS as at 30 September 2011
Equity			
Foreign currency translation reserve	568	(7)	561
Retained earnings	51,309	7	51,316

Reconciliation of equity as at 31 December 2011

RM'000	FRS as at 31 December 2011	Reclassifications	MFRS as at 31 December 2011
Equity			
Foreign currency translation reserve	639	(7)	632
Retained earnings	51,262	7	51,269

A2.2 MFRSs, Amendments to MFRSs and IC Interpretation Issued but not yet effective

At the date of authorisation of these interim financial statements, the following MFRSs, Amendments to MFRSs and IC Interpretation were issued but not yet effective and have not been applied by the Group:

MFRSs, Amendments to MFRSs and IC Interpretation	Effective for annual period beginning on or after
Amendments to MFRS 101	1 July, 2012
MFRS 10	1 January, 2013
MFRS 11	1 January, 2013
MFRS 12	1 January, 2013
MFRS 13	1 January, 2013
MFRS 119	1 January, 2013
MFRS 127	1 January, 2013
Presentation of Items of Other Comprehensive Income Consolidated Financial Statements	
Joint Arrangements	
Disclosure of Interests in Other Entities	
Fair Value Measurement	
Employee Benefits (IAS 19 as amended by IASB in June 2011)	
Separate Financial Statements (IAS 27 as amended by IASB in May 2011)	

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Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

MFRS 128	Investments in Associates and Joint Venture (IAS 28 as amended by IASB in May 2011)	1 January, 2013
Amendments to MFRS 7	Disclosures - Offsetting Financial Assets and Financial Liabilities	1 January, 2013
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	1 January, 2013
Amendments to MFRS 132	Offsetting Financial Assets and Financial Liabilities	1 January, 2014
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010)	1 January, 2015

A3 Audit report of the preceding annual financial statements

The auditors' report on the preceding annual financial statements was not subject to any qualification.

A4 Seasonal or cyclical factors of interim operations

There were no seasonal or cyclical factors affecting the results of the Group for the current interim period.

A5 Unusual items affecting assets, liabilities, equity, net income, or cash flows

There were no items affecting assets, liabilities, equity, net income, or cash flows that are unusual in nature, size or incidence for the current interim period and financial year-to-date.

A6 Material changes in estimates

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

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(The figures have not been audited)

Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

A7 Issuances, cancellations, repurchases, resale and repayment of debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the current interim period.

A8 Dividends

No dividend was paid during the current interim period under review.

A9 Segmental Information

The Group's activities are predominantly in the manufacturing industry segment. The following presents revenue regarding the Group's geographical segment:

	RM'000
Malaysia	156,331
Singapore	19,741
Other countries	47,471
	<u>223,543</u>

The Group's assets and liabilities are mainly located in Malaysia.

A10 Valuations of Property, Plant & Equipment

The valuations of Property, Plant and Equipment of the Group have been brought forward without amendment from the previous annual financial statements.

A11 Material events subsequent to the end of the interim period

There were no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the current interim period.

A12 Changes in the composition of the Group

There were no changes in the composition of the Group during the interim period including business combinations, acquisitions or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operations.

A13 Changes in contingent liabilities and contingent assets

The amount of corporate guarantees provided to licensed financial institutions in respect of credit facilities granted to a wholly-owned subsidiary as at 30 September 2012 is RM49.842 million.

A14 Capital Commitment

The approved and contracted for commitment for the purchase of property, plant and equipment as at the end of the current interim period is RM1.1715 million.

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Additional Information Required By The Bursa Malaysia Listing Requirements

B1 Review of Performance

The turnover of the Group for the current quarter of RM80.217 million is 23.5% higher than the RM64.940 million recorded in the corresponding quarter in the preceding year as a result of the increase in the demand of the Group's products.

Meanwhile, the Group's profit before taxation increased by 20.9% or from RM4.526 million to RM5.470 million is mainly in tandem of better turnover recorded for the current quarter under review as compared to preceding year corresponding quarter .

B2 Material changes in profit before taxation for the current quarter as compared with the immediate preceding quarter

The comparison of results between the current quarter and the immediate preceding quarter are as follows:-

	Current quarter (01. 07. 12 to 30. 09 12) RM'000	Previous quarter (01. 04. 12 to 30. 06 12) RM'000
Turnover	<u>80,217</u>	<u>71,887</u>
Profit before taxation	<u>5,470</u>	<u>5,157</u>

The Group's turnover in the current quarter of RM80.217 million is 11.6% higher as compared to RM71.887 million recorded in the immediate preceding quarter due to better demand of the Group's products.

Meanwhile, the profit before taxation for the current quarter of RM5.470 million is also 6.0% higher than that recorded in the immediate preceding quarter of RM5.157 million is in tandem of the increase in turnover in the current quarter as compared to the immediate preceding quarter.

B3 Prospects

The Group's products are expected to remain competitive. Barring unforeseen circumstances, the Directors anticipate that the Group to achieve a satisfactory performance for financial year 2012.

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(The figures have not been audited)

Additional Information Required By The Bursa Malaysia Listing Requirements

B4 Forecast of profit after tax

Not applicable as no forecast was disclosed in any public document.

B5 Tax expenses

	Current quarter 30-Sep-12 RM'000	Cumulative quarter up to 30-Sep-12 RM'000
Income tax expense		
- current	213	1,069
Deferred Taxation		
- recognised in income statement	239	1,901
	<u>452</u>	<u>2,970</u>

The effective tax rate for the financial year-to-date and the current quarter is lower than the statutory income tax rate is mainly due to recognition of deferred tax asset and utilisation of reinvestment allowance against taxable income.

B6 Unquoted investments and/or properties

There were no sale or purchase of unquoted investments and properties for the current quarter and financial year-to-date except for share of results from the investment in a joint venture.

The Group has 50% (2011:50%) equity interest in a jointly-controlled entity, Three-A (Qinhuangdao) Food Industries Co. Ltd that is held through a subsidiary. This joint venture is incorporated in the People's Republic of China on 9 August 2010 and is in the business of manufacturing, processing, and trading of Hydrolyzed Vegetable Protein (HVP) (in Liquid and Powder form) and all related by-products.

The Group recognises its interest in joint venture using the equity method. Under the equity method, the investment in joint venture is measured in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the joint venture.

After the application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its joint venture. The Group determines at each reporting date whether there is any objective evidence that the investment in the joint venture is impaired.

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(The figures have not been audited)

Additional Information Required By The Bursa Malaysia Listing Requirements

	Group 30-Sep-12 RM'000
Unquoted shares, at cost	9,130
Share of post-acquisition results	(1,277)
	<u>7,853</u>
Exchange differences	497
	<u>8,350</u>

The aggregate amounts of each of the current assets, non-current assets, current liabilities, non-current liabilities, income and expenses related to the Group's interests in the jointly-controlled entity are as follows:

	Group 30-Sep-12 RM'000
Assets and liabilities:	
Current assets	7,336
Non-current assets	16,105
Total assets	23,441
Current liabilities	15,091
Non-current liabilities	-
Total liabilities	15,091
Income and expenses for the period ended	
Other Income	292
Expenses	(1,105)

B7 Quoted securities other than securities in existing subsidiaries and associated companies

There were no purchases and disposals of quoted securities other than securities in existing subsidiaries and associated companies for the current quarter and financial year-to-date.

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Additional Information Required By The Bursa Malaysia Listing Requirements

B8 Status of Corporate Proposals

There were no corporate proposals announced but not completed as at 27 November 2012 except for the following:-

- 1 On 12 November 2009, the Company completed its private placement of 61,600,000 3A shares ("Private Placement") which had been listed and quoted on the Main Board of Bursa Malaysia Securities Berhad on even date.

Status of Utilisation of Proceeds up to 30 September 2012 is as follows:-

Descriptions	Proposed Utilisation (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised (RM'000)	Intended timeframe for utilisation
Working capital	25,800	25,800	-	
Overseas Investment	20,000	9,130	10,870	Note 1
Related Expenses for the Private Placement	400	400	-	
	<u>46,200</u>	<u>35,330</u>	<u>10,870</u>	

Note:-

1. The proceeds from the Private Placement are expected to be utilised within 24 months from the date of the completion of the Private Placement on 12 November 2009. As announced, the Board of Directors of the Group has resolved and approved to extend the timeframe for the utilization of the balance of proceeds arising from the Private Placement until 12 May 2013.

B9 Group borrowings and debt securities

The total Group secured borrowings as at 30 September 2012 are as follows:-

	Short Term RM'000	Long Term RM'000	Total RM'000
Bank Overdraft	6,201	-	6,201
Bankers' Acceptance	20,346	-	20,346
Term Loans	4,385	18,910	23,295
Hire Purchase Creditors	1,155	3,310	4,465
Total	<u>32,087</u>	<u>22,220</u>	<u>54,307</u>

All the abovementioned borrowings were denominated in Ringgit Malaysia.

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Additional Information Required By The Bursa Malaysia Listing Requirements

B10 Off Balance Sheet financial instruments

The Group had not entered into any contracts involving off balance sheet financial instruments with off balance sheet risk as at 27 November 2012.

B11 Changes in material litigation

There was no material litigation pending for the current financial period to-date and up to 27 November 2012.

B12 Dividend

The board has declared an interim dividend of 6% (2011: 6%) or 1.2 sen per ordinary share of RM0.20 tax exempt in respect of financial year ending 31 December 2012 and payable on 11 January 2013. The entitlement date has been fixed on 26 December 2012.

B13 Realised and Unrealised Profits/Losses Disclosure

	<u>As at 30-Sep-12 RM'000</u>	<u>As at 30-Sep-11 RM'000</u>
Total retained profits of Three-A Resources Berhad and its subsidiaries:		
- Realised	86,058	69,483
- Unrealised	<u>(10,272)</u>	<u>(6,251)</u>
	75,786	63,232
Total share of retained earnings from a jointly controlled entity:		
- Realised	(678)	(396)
- Unrealised	<u>(135)</u>	<u>-</u>
	74,973	62,836
Less: Consolidation adjustments	(11,110)	(11,520)
Total group retained profits as per consolidated accounts	<u>63,863</u>	<u>51,316</u>

B14 Additional Disclosures

For the quarter ended 30 September 2012
RM'000

	Current Period		Cumulative Period	
	2012	2011	2012	2011
Interest income	(475)	(3)	(282)	(59)

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Additional Information Required By The Bursa Malaysia Listing Requirements

Depreciation and amortisation	1,697	1,345	4,686	4,159
Realised foreign exchange (gain)/loss	(493)	(120)	23	(26)
Unrealised foreign exchange (gain)/loss	989	1,448	372	1,227

B15 Earnings per share

	Current Quarter 30-Sep-12	Cumulative Quarter 30-Sep-12
Net profit (RM'000)	4,908	12,459
Weighted average number of ordinary shares in issue	393,600,019	393,600,019
EPS (sen) - Basic	<u>1.25</u>	<u>3.17</u>
- Diluted	<u>-</u>	<u>-</u>