

THREE-A RESOURCES BERHAD (481559-M)

(Incorporated in Malaysia)

**Condensed Consolidated Statements of Comprehensive Income
For the Quarter Ended 30 September 2013
(The figures have not been audited)**

	3 months ended 30 September		Cumulative quarter ended 30 September	
	2013 RM'000	2012 RM'000 Restated	2013 RM'000	2012 RM'000 Restated
Revenue	74,769	80,217	225,103	223,543
Cost of sales	(63,544)	(68,119)	(191,963)	(188,517)
Gross Profit	11,225	12,098	33,140	35,026
Other income	10	89	586	282
Other operating expenses	(6,571)	(5,899)	(17,122)	(16,488)
Share of results of a jointly controlled entity	(1,313)	(2)	(3,036)	(813)
Profit from Operations	3,351	6,286	13,568	18,007
Finance costs	(679)	(816)	(2,189)	(2,443)
Profit before Tax	2,672	5,470	11,379	15,564
Income tax	(895)	(994)	(4,424)	(3,879)
Profit net of tax	1,777	4,476	6,955	11,685
Other comprehensive income: Foreign currency translation	336	(110)	966	(135)
Total comprehensive income for the year	2,113	4,366	7,921	11,550
Profit for the period attributable to:				
Owners of the parent	1,777	4,476	6,955	11,685
Non-controlling interest	-	-	-	-
	1,777	4,476	6,955	11,685
Total comprehensive income attributable to:				
Owners of the parent	2,113	4,366	7,921	11,550
Non-controlling interest	-	-	-	-
	2,113	4,366	7,921	11,550
Basic Earnings per Share (sen)	0.45	1.14	1.77	2.97

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 December 2012 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 2013

(The figures have not been audited)

	As at 30-Sep-13 RM'000	As at 31-Dec-12 RM'000 Restated
Non-current Assets		
Property, plant & equipment	135,662	135,324
Land use rights	6,454	1,731
Investment in a jointly controlled entity	10,416	12,486
	<u>152,532</u>	<u>149,541</u>
Current Assets		
Inventories	51,908	63,869
Trade and other receivables	73,046	82,464
Tax recoverable	99	991
Cash and bank balances	16,355	17,782
	<u>141,408</u>	<u>165,106</u>
TOTAL ASSETS	<u>293,940</u>	<u>314,647</u>
EQUITY AND LIABILITIES		
Share capital	78,720	78,720
Reserves	141,503	133,581
Total equity	<u>220,223</u>	<u>212,301</u>
Non-current Liabilities		
Borrowings	20,866	20,964
Deferred tax liabilities	13,173	12,377
	<u>34,039</u>	<u>33,341</u>

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Condensed Consolidated Statements of Financial Position

As at 30 September 2013

(The figures have not been audited)

	As at 30-Sep-13 RM'000	As at 31-Dec-12 RM'000 Restated
Current Liabilities		
Borrowings	29,788	51,023
Trade and other payables	9,635	13,259
Tax payables	255	-
Dividend payable	-	4,723
	<u>39,678</u>	<u>69,005</u>
TOTAL LIABILITIES	<u>73,717</u>	<u>102,346</u>
TOTAL EQUITY AND LIABILITIES	<u>293,940</u>	<u>314,647</u>
Net assets value per share (sen)	<u>55.95</u>	<u>53.94</u>

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD (481559-M)

(Incorporated in Malaysia)

Condensed Consolidated Statements of Changes in Equity For the Quarter Ended 30 September 2013 (The figures have not been audited)

	Share Capital	Non-distributable Reserve		Share premium	Distributable Reserve		Grand total
	Nominal value (RM'000)	Foreign currency translation reserve (RM'000)	Share premium (RM'000)	Retained earnings (RM'000)	Total reserves (RM'000)	(RM'000)	
At 1 January 2012	78,720	632	70,367	51,268	122,267	200,987	
Total comprehensive income	-	(135)	-	11,685	11,550	11,550	
At 30 September 2012 (Restated)	<u>78,720</u>	<u>497</u>	<u>70,367</u>	<u>62,953</u>	<u>133,817</u>	<u>212,537</u>	
At 1 January 2013 (Restated)	78,720	483	70,367	62,732	133,582	212,302	
Total comprehensive income	-	966	-	6,955	7,921	7,921	
At 30 September 2013	<u>78,720</u>	<u>1,449</u>	<u>70,367</u>	<u>69,687</u>	<u>141,503</u>	<u>220,223</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 2012 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD (481559-M)

(Incorporated in Malaysia)

Condensed Consolidated Cash Flow Statements For the Quarter Ended 30 September 2013 (The figures have not been audited)

	Year-To-Date 30-Sep-13 (RM'000)	Year-To-Date 30-Sep-12 (RM'000)
Cash flows from operating activities		
Profit before taxation	11,379	15,564
Adjustments for:		
Amortisation of land use rights	277	75
Depreciation of property, plant and equipment	5,137	4,611
Allowance for impairment of trade receivables	940	-
Unrealised foreign exchange (gain)/loss	(396)	372
Interest expense	2,189	2,443
Interest income	(81)	(282)
Gain on disposal of Property, Plant and Equipment	(18)	-
Share of results of joint venture	3,036	813
Operating profit before working capital changes	22,463	23,596
Working capital changes:		
Inventories	11,963	6,628
Receivables	9,064	(10,302)
Prepayment	(191)	-
Payables	(3,624)	(7,393)
Cash generated from operations	39,675	12,529
Interest paid	(2,189)	(2,443)
Income tax paid	(2,481)	(53)
Net cash generated from operating activities	35,005	10,033
Cash flows from investing activities		
Investment in a joint venture	-	(1,111)
Purchase of property, plant and equipment	(5,588)	(9,527)
Purchase of land use rights	(5,000)	(1,211)
Proceeds from disposal of Property, Plant and Equipment	130	-
Interest received	81	282
Net cash used in investing activities	(10,377)	(11,567)

THREE-A RESOURCES BERHAD (481559-M)

(Incorporated in Malaysia)

Condensed Consolidated Cash Flow Statements For the Quarter Ended 30 September 2013 (The figures have not been audited)

	Year-To-Date 30-Sep-13 (RM'000)	Year-To-Date 30-Sep-12 (RM'000)
Cash flows from financing activities		
Dividends paid	(4,723)	(4,723)
Net repayment of bankers acceptances	(21,681)	(957)
Net drawdown/(repayments) of term loans	652	(1,936)
Net repayments of hire purchase obligations	(87)	(195)
Net cash used in financing activities	(25,839)	(7,811)
Net decrease in cash and cash equivalents	(1,211)	(9,345)
Effect of exchange rate changes on cash and cash equivalents	0	(34)
Cash and cash equivalents at beginning of year	17,397	18,472
Cash and cash equivalents at end of the period	<u>16,186</u>	<u>9,093</u>
CASH AND CASH EQUIVALENTS COMPRISE		
Cash at banks and on hand	16,355	8,294
Short term deposits with licensed banks	-	7,000
Cash at banks and on hand	<u>16,355</u>	<u>15,294</u>
Bank overdrafts	(169)	(6,201)
Cash and cash equivalents	<u>16,186</u>	<u>9,093</u>

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements)

THREE-A RESOURCES BERHAD (481559-M)
(Incorporated in Malaysia)

**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(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 2012.

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 2012.

(a) Adoption of New and Revised Financial Reporting Standards

The accounting policies and presentation adopted by the Group for the quarterly financial statements are consistent with those adopted in the Group's consolidated audited financial statements for the financial year ended 31 December 2012, except for the adoption of the following:

MFRSs/ Amendments/ Interpretations	Effective for annual periods beginning on or after
Amendments to MFRS 101, <i>Presentation of Financial Statements - Presentation of Items of Other Comprehensive Income</i>	1 July 2012
MFRS 3, <i>Business Combinations (2004)</i>	1 January 2013
MFRS 10, <i>Consolidated Financial Statements</i>	1 January 2013
MFRS 11, <i>Joint Arrangements</i>	1 January 2013
MFRS 12, <i>Disclosure of Interests in Other Entities</i>	1 January 2013
MFRS 13, <i>Fair Value Measurement</i>	1 January 2013
MFRS 119, <i>Employee Benefits (2011)</i>	1 January 2013
MFRS 127, <i>Consolidated and Separate Financial Statements</i>	1 January 2013
MFRS 127, <i>Separate Financial Statements (2011)</i>	1 January 2013
MFRS 128, <i>Investment in Associates and Joint Ventures (2011)</i>	1 January 2013
Amendments to MFRS 1, <i>First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements 2009-2011 Cycle)</i>	1 January 2013
Amendments to MFRS 7, <i>Financial Instruments : Disclosures - Offsetting Financial Assets and Financial Liabilities</i>	1 January 2013
Amendments to MFRS 10, <i>Consolidated Financial Statements - Transition Guidance</i>	1 January 2013
Amendments to MFRS 11, <i>Joint Arrangements - Transition Guidance</i>	1 January 2013
Amendments to MFRS 12, <i>Disclosure of Interests in Other Entities - Transition Guidance Annual Improvements 2009 - 2011 Cycle</i>	1 January 2013
Amendments to MFRS 101, <i>Presentation of Financial Statements (Annual Improvements 2009-2011 Cycle)</i>	1 January 2013
Amendments to MFRS 116, <i>Property, Plant and Equipment (Annual Improvements 2009-2011 Cycle)</i>	1 January 2013
Amendments to MFRS 132, <i>Financial Instruments: Presentation (Annual Improvements 2009-2011 Cycle)</i>	1 January 2013
Amendments to MFRS 134, <i>Interim Financial Reporting (Annual Improvements 2009-2011 Cycle)</i>	1 January 2013

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

THREE-A RESOURCES BERHAD (481559-M)
(Incorporated in Malaysia)

**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

(b) Standards Issued But Not Yet Effective

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

MFRSs/ Amendments/ Interpretations	Effective for annual periods beginning on or after
Amendments to MFRS 10, Consolidated Financial Statements: Investment Entities	1 January 2014
Amendments to MFRS 12, Disclosure of Interest in Other Entities: Investment Entities	1 January 2014
Amendments to MFRS 127, Separate Financial Statements: Investment Entities	1 January 2014
Amendments to MFRS 132, Financial Instruments: Presentation - Offsetting Financial Assets and Financial Liabilities	1 January 2014
Amendments to MFRS 136, Impairment of Assets - Recoverable Amount Disclosures for Non-Financial Assets	1 January 2014
Amendments to MFRS 139, Financial Instruments: Recognition and Measurement Novation of Derivatives and Continuation of Hedge Accounting	1 January 2014
IC Interpretation 21: Levies	1 January 2014
MFRS 7, Financial Instruments : Disclosures - Mandatory Date of MFRS 9 and Transition Disclosures	1 January 2014
MFRS 9, Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010)	1 January 2014

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

A2 Audit report of the preceding annual financial statements

The audited financial statements of the Group for the year ended 31 December 2012 were not subject to any qualification.

A3 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.

A4 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.

A5 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.

A6 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.

A7 Dividends

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

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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

A8 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	158,680
Singapore	14,842
Other countries	51,581
	225,103

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

A9 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.

A10 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.

A11 Related party transactions

The following table provides information on the transactions which have been entered into with a related party in which certain directors have financial interests during the interim period and financial year todate ended 30 September 2013 and 30 September 2012:

	3 months ended 30 September		Cumulative quarter ended 30 September	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Sales to Seong Chan Sauce & Foodstuff Sdn. Bhd.	(277)	(239)	(753)	(680)

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 2013 is RM46.598 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 RM0.350 million.

THREE-A RESOURCES BERHAD (481559-M)
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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Explanatory Notes to the Interim Financial Statements Pursuant to MFRS 134

A15 Prior Year Adjustments

In the previous financial year, the Group had over provided reinvestment allowance on qualifying capital expenditure incurred on a qualifying project. The effects of the under provision of tax payable and over provision of deferred tax assets have been adjusted for retrospectively.

The following comparative amounts as at 30 September 2012 and 31 December 2012 have been adjusted to conform with current year's presentation.

	Previously Stated RM'000	Adjustments RM'000	As Restated RM'000			
i Effects on statement of financial position as at 31 December 2012						
Deferred tax liabilities	(10,925)	(1,452)	(12,377)			
Retained profits	64,184	(1,452)	62,732			
ii Effects on statement of comprehensive income for the year ended 31 December 2012						
Taxation	(4,361)	(1,452)	(5,813)			
Profit after taxation	17,638	(1,452)	16,186			
i Effects on statement of financial position as at 30 September 2012						
Deferred tax liabilities	(9,900)	(909)	(10,809)			
Retained profits	63,863	(909)	62,954			
iii Effects on statement of comprehensive income for the quarter and period ended 30 September 2012						
	Quarter Ended 30 September 2012			Period Ended 30 September 2012		
	Previously Stated RM'000	Adjustment RM'000	As restated RM'000	Previously Stated RM'000	Adjustment RM'000	As restated RM'000
Taxation	(452)	(542)	(994)	(2,970)	(909)	(3,879)
Profit after taxation	5,018	(542)	4,476	12,594	(909)	11,685

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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Additional Information Required By The Bursa Malaysia Listing Requirements

B1 Review of Performance

The turnover of the Group for the current quarter of RM74.769 million is 6.8% lower than RM80.217 million recorded in the corresponding quarter in the preceding year as a result of the decrease in the demand of the Group's products.

The Group's profit before taxation decreased by 51.1% or from RM5.470 million to RM2.672 million is mainly due to lower turnover, impairment loss on trade receivables and share of losses from a jointly controlled entity 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. 13 to 30. 09. 13) RM'000	Previous quarter (01. 04. 13 to 30. 06. 13) RM'000
Turnover	<u>74,769</u>	<u>76,507</u>
Profit before taxation	<u>2,672</u>	<u>4,339</u>

The Group's turnover for the current quarter of RM74.769 million is 2.3% lower as compared to RM76.507 million recorded in the immediate preceding quarter due to lower demand of the Group's products.

Meanwhile, the profit before taxation for the current quarter of RM2.672 million is 38.4% lower than that recorded in the immediate preceding quarter of RM4.339 million, mainly a result of lower turnover, impairment loss on trade receivables and share of losses from a jointly controlled entity compared to the immediate preceding quarter.

B3 Prospects

The Group's products are expected to remain competitive. The Directors will endeavour to achieve a better performance for the rest of the financial year 2013.

B4 Forecast of profit after tax

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

THREE-A RESOURCES BERHAD (481559-M)
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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Additional Information Required By The Bursa Malaysia Listing Requirements

B5 Tax expenses

	Current quarter 30-Sep-13 RM'000	Cumulative quarter up to 30-Sep-13 RM'000
Income tax expense		
- current	776	3,405
- underprovision in prior year	-	223
Deferred Taxation		
- recognised in income statement	119	796
	895	4,424

Income tax expense is recognised in each interim period based on the best estimate of the weighted average annual income tax rate expected for the full financial year. The effective tax rate for both the current interim period and financial year-to-date are higher than the statutory income tax rate, mainly due to expenses not allowable for tax deduction.

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.

THREE-A RESOURCES BERHAD (481559-M)
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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Additional Information Required By The Bursa Malaysia Listing Requirements

	Group 30-Sep-13 RM'000
Unquoted shares, at cost	14,039
Share of post-acquisition results	(5,072)
	8,967
Exchange differences	1,449
	10,416

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-13 RM'000
Assets and liabilities:	
Current assets	3,968
Non-current assets	27,299
Total assets	31,267
Current liabilities	20,851
Non-current liabilities	-
Total liabilities	20,851
Income and expenses for the period ended	
Other Income	707
Expenses	(3,743)

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.

THREE-A RESOURCES BERHAD (481559-M)
(Incorporated in Malaysia)

**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

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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 20 November 2013 for the current quarter and financial year-to-date.

B9 Group borrowings and debt securities

The total Group secured borrowings as at 30 September 2013 are as follows:-

	Short Term RM'000	Long Term RM'000	Total RM'000
Bank Overdraft	169	-	169
Bankers' Acceptance	23,783	-	23,783
Term Loans	4,860	17,784	22,644
Hire Purchase Creditors	976	3,082	4,058
Total	<u>29,788</u>	<u>20,866</u>	<u>50,654</u>

All the abovementioned borrowings were denominated in Ringgit Malaysia.

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 20 November 2013.

B11 Changes in material litigation

There was no material litigation pending for the current financial period to-date and up to 20 November 2013.

B12 Dividend

The Board does not recommend any dividend for the current quarter under review.

B13 Disclosure of nature of outstanding derivatives

There were no outstanding derivatives as at the end of the reporting period.

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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

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Additional Information Required By The Bursa Malaysia Listing Requirements

B14 Realised and unrealised profits/losses disclosure

	As at 30-Sep-13 RM'000	As at 30-Jun-13 RM'000
Total retained profits of Three-A Resources Berhad and its subsidiaries:		
- Realised	97,423	93,650
- Unrealised	(12,777)	(10,642)
	84,646	83,008
Total share of retained earnings from a jointly controlled entity:		
- Realised	(3,413)	(2,089)
- Unrealised	377	366
	81,610	81,285
Less: Consolidation adjustments	(11,923)	(11,923)
Total group retained profits as per consolidated accounts	69,687	69,362

B15 Additional disclosures

For the quarter ended 30 September 2013
(RM'000)

	Current Period		Cumulative Period	
	2013	2012	2013	2012
Interest income	(7)	(89)	(81)	(282)
Depreciation and amortisation	1,873	1,697	5,414	4,686
Realised foreign exchange (gain)/loss	(272)	(493)	150	23
Unrealised foreign exchange loss/(gain)	528	989	(396)	372

THREE-A RESOURCES BERHAD (481559-M)
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**QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED
30 SEPTEMBER 2013**

(The figures have not been audited)

Additional Information Required By The Bursa Malaysia Listing Requirements

B16 Earnings per share

Basic earnings per share amounts are calculated by dividing profit for the period, net of tax, attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the period, excluding treasury shares held by the Company.

	Current Quarter		Cumulative Quarter	
	30-Sep-13	30-Sep-12 Restated	30-Sep-13	30-Sep-12 Restated
Net profit (RM'000)	1,777	4,476	6,955	11,685
Weighted average number of ordinary shares in issue ('000)	393,600	393,600	393,600	393,600
EPS (sen) - Basic	0.45	1.14	1.77	2.97
- Diluted	-	-	-	-