



TDM BERHAD

**COMPANY NO 6265-P
(Incorporated in Malaysia)**

**INTERIM FINANCIAL STATEMENTS
31 MARCH 2011**



TDM BERHAD (Company No 6265-P)
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 MARCH 2011**

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter 31-Mar-11 RM'000	Preceding Year Corresponding Quarter 31-Mar-10 RM'000 Restated	Current Year To date 31-Mar-11 RM'000	Preceding Year Corresponding Period 31-Mar-10 RM'000 Restated
Revenue	105,792	89,798	105,792	89,798
Cost of sales	(53,511)	(50,284)	(53,511)	(50,284)
Gross profit	52,281	39,514	52,281	39,514
Other items of income				
Other income	1,625	2,071	1,625	2,071
Other items of expense				
Distribution cost	(1,433)	(1,842)	(1,433)	(1,842)
Administration cost	(13,266)	(12,692)	(13,266)	(12,692)
Other expenses	(979)	(69)	(979)	(69)
Finance Cost	(56)	(160)	(56)	(160)
Profit before tax	38,172	26,822	38,172	26,822
Income tax expenses	(8,571)	(6,920)	(8,571)	(6,920)
Profit for the year, net of tax	29,601	19,902	29,601	19,902
Other comprehensive income :				
Available for sale investments' fair value movement	(7)	31	(7)	31
Deferred tax impact on fair value gain	1	(3)	1	(3)
Other comprehensive income for the year, net of tax	(6)	28	(6)	28
Total comprehensive income for the year	29,595	19,930	29,595	19,930

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**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 MARCH 2011**

	Current Year Quarter 31-Mar-11 RM'000	Preceding Year Corresponding Quarter 31-Mar-10 RM'000	Current Year To date 31-Mar-11 RM'000	Preceding Year Corresponding Period 31-Mar-10 RM'000
Profit attributable to:				
Owner of the parent	29,041	19,463	29,041	19,463
Non-controlling interest	560	439	560	439
	29,601	19,902	29,601	19,902
Total comprehensive income attributable to:				
Owner of the parent	29,035	19,491	29,035	19,491
Non-controlling interest	560	439	560	439
	29,595	19,930	29,595	19,930
 Earnings per share (sen):				
(a) Basic (Note 27)	12.72	8.89	12.72	8.89
(b) Fully diluted (Note 27)	12.58	8.89	12.58	8.89

(The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements)



TDM BERHAD (Company No 6265-P)
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2011**

	Unaudited As at 31-Mar-11 RM'000	Audited As at 31-Dec-10 RM'000
Non-current assets		
Property, plant & equipment	298,697	296,458
Biological assets	373,556	367,624
Goodwill	1,468	1,468
Other investments	4,700	4,700
Available for sales investment	141	148
	678,562	670,398
Current assets		
Inventories	18,834	15,918
Trade and other receivables	59,027	65,948
Tax recoverable	225	56
Cash and bank balances	208,912	176,702
	286,998	258,624
Total assets	965,560	929,022
Equity and liabilities		
Current liabilities		
Retirement benefit obligations	161	161
Borrowings	3,333	3,245
Trade and other payables	150,831	147,146
Tax payable	1,187	6,275
	155,512	156,826
Net current asset	810,048	772,196
Non-Current liabilities		
Retirement benefit obligation	833	833
Borrowings	742	1,520
Deferred tax liabilities	42,537	42,489
	44,112	44,842
Total Liabilities	199,624	201,668
Net asset	765,936	727,354
Equity attributable to owners of the parents		
Share capital	229,236	225,572
Share premium	50,600	45,945
Retained earnings	258,312	229,271
Other reserves	209,009	208,347
	747,157	709,135
Non-controlling interest	18,779	18,219
Total equity	765,936	727,354
Total equity and liabilities	965,560	929,022
Net assets per share (RM)	3.34	3.22

(The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements)



**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 MARCH 2011**

	Attributable to owners of the parent										Non-controlling interests RM'000
	Equity attributable to owners of the parent		Non-distributable		Distributable	Non-distributable				Total other reserves	
			Share capital	Share premium	Retained earnings	Asset revaluation reserve	Foreign currency translation reserve	Share option reserve	Fair value adjustment reserve		
	Total equity RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Opening balance at 1 January 2011	727,354	709,135	225,572	45,945	229,271	208,347	205,481	(1,793)	4,626	33	18,219
Total comprehensive income	29,595	29,035	-	-	29,041	(6)	-	-	-	(6)	560
Transactions with owners											
Foreign currency translation reserve	2,793	2,793	-	-	-	2,793	-	2,793	-	-	-
Issuance of ordinary shares pursuant to ESOS	8,319	8,319	3,664	4,655	-	-	-	-	-	-	-
Share options granted under ESOS	348	348	-	-	-	348	-	-	348	-	-
Exercise of ESOS	(2,473)	(2,473)	-	-	-	(2,473)	-	-	(2,473)	-	-
Total transactions with owners	8,987	8,987	3,664	4,655	-	668	-	2,793	(2,125)	-	-
Closing balance at 31 March 2011	765,936	747,157	229,236	50,600	258,312	209,009	205,481	1,000	2,501	27	18,779
Opening balance at 1 January 2010	647,868	631,027	218,881	38,132	163,588	210,426	205,481	(543)	5,488	-	16,841
Total comprehensive income	19,930	19,491	-	-	19,463	28	-	-	-	28	439
Transactions with owners											
Foreign currency translation reserve	69	69	-	-	-	69	-	69	-	-	-
Share options granted under ESOS	226	226	-	-	-	226	-	-	226	-	-
Total transactions with owners	295	295	-	-	-	295	-	69	226	-	-
Closing balance at 31 March 2010	668,093	650,813	218,881	38,132	183,051	210,749	205,481	(474)	5,714	28	17,280

(The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements)



TDM BERHAD (Company No 6265-P)
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 31 MARCH 2011**

	Cumulative Quarter	
	As at	As at
	31-Mar-11	31-Mar-10
	RM'000	RM'000
Cash flow from operating activities		
Profit before tax	38,172	26,822
Adjustments for:		
Interest expense	56	161
Depreciation of property, plant and equipment	4,657	3,964
Gain on disposal of property, plant and equipment	-	(1)
Amortisation of livestocks	131	272
Inventories written off	-	51
Impairment loss on trade and other receivables	171	130
Payables written back	(981)	-
Dividend income	-	(940)
Interest income	(579)	(472)
Share options granted under ESOS	348	226
Total adjustments	<u>3,803</u>	<u>3,391</u>
Operating profit before working capital changes	<u>41,975</u>	<u>30,213</u>
<u>Changes in working capital</u>		
Increase in inventories	(2,917)	(4,594)
Decrease/(Increase) in receivables	6,922	(3,095)
Increase in payables	4,859	16,615
Total changes in working capital	<u>8,864</u>	<u>8,926</u>
Cash generated from operations	50,839	39,139
Interest paid	(56)	(161)
Interest received	579	472
Taxes paid	(13,480)	(3,455)
Retirement benefits paid	-	(323)
Net cash generated from operating activities	<u>37,882</u>	<u>35,672</u>
Cash flows from investing activities		
Purchase of property, plant and equipment	(5,104)	(2,653)
Addition of livestocks	(83)	(270)
Addition of plantation development expenditure	(5,999)	(1,047)
Dividend received	-	940
Proceeds from disposal of property, plant and equipment	-	1
Net cash used in investing activities	<u>(11,186)</u>	<u>(3,029)</u>

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**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 31 MARCH 2011**

	Cumulative Quarter	
	As at	As at
	31-Mar-11	31-Mar-10
	RM'000	RM'000
Cash flows from financing activities		
Proceeds from bankers' acceptances and trust receipts	1,085	1,698
Repayments of bankers' acceptances and trust receipts	(1,077)	(1,616)
Repayment of term loans	(47)	(457)
Repayment of hire purchase facilities	(267)	(188)
Proceeds from issuance of ordinary shares	6,194	-
Net cash from/(used in) financing activities	5,888	(563)
Net increase in cash and cash equivalents	32,584	32,080
Cash and cash equivalents at beginning of year	176,100	106,475
Cash and cash equivalents at end of the period	208,684	138,555

Cash and cash equivalents at end of the period comprise of the followings:

Cash on hand and at banks	24,342	17,291
Deposits with licensed banks	184,570	121,516
Cash and bank balances	208,912	138,807
Less: Bank Overdrafts (Note 23)	(228)	(252)
Cash and cash equivalents	208,684	138,555

(The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements)



TDM BERHAD (Company No 6265-P)
(Incorporated in Malaysia)

Explanatory Notes Pursuant to FRS 134

Notes:-

1 Accounting policies and methods

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2009. These explanatory notes attached to the interim financial statements 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 year ended 31 December 2010.

2 Significant accounting policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010, except for the adoption of the following new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations:

FRSs, Amendments to FRSs and Interpretations

FRS 1	<i>First Time Adoption of Financial Reporting Standards</i>
FRS 3	<i>Business Combinations (revised)</i>
FRS 124	<i>Related Party Disclosures (revised)</i>
FRS 127	<i>Consolidated and Separate Financial Statements (revised)</i>
Amendments to FRS 1	<i>Additional Exemptions for first-time Adopters</i>
Amendments to FRS 2	<i>Share-based Payment</i>
Amendments to FRS 5	<i>Non-current Assets Held for Sales and Discontinued Operations</i>
Amendments to FRS 7	<i>Improving Disclosures about Financial Instruments</i>
Amendments to FRS 132	<i>Financial Instruments: Presentation</i>
Amendments to FRS 138	<i>Intangible Assets</i>
Improvement to FRS issued in 2010	
IC Interpretation 4	<i>Determining whether an Arrangement contains a Lease</i>
IC Interpretation 9	<i>Reassessment of Embedded Derivative</i>
IC Interpretation 17	<i>Distributions of a Non-cash Assets to Owners</i>

The initial application of the above FRSs, Amendments to FRSs and IC Interpretation did not have any material impact on the financial statements of the Group and the Company.

3 Declaration of audit qualification

The preceding annual financial statements for the year ended 31 December 2010 were reported without any qualification.

TDM BERHAD (Company No 6265-P)
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Explanatory Notes Pursuant to FRS 134

4 Seasonal or Cyclical Factors

The operations of the Group are not affected by any cyclical factors, other than the cyclical production of fresh fruit bunches (FFB).

5 Nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size or incidence

There were no items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidence during the quarter ended 31 March 2011.

6 Nature and amount of changes in estimates of amounts reported in prior interim periods of the current financial year, which give a material effect in the current interim period

There were no changes in estimates of amounts, which give a material effect in the current interim period.

7 Details of issue, cancellation, repurchase, resale and repayment of debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current quarter, except for the issuance of the following new ordinary shares of RM1.00 each pursuant to the Employees Share Option Scheme ("ESOS") of the Company.

Option price per share RM	No. of shares issued	Cash proceeds RM
1.61	2,648,300	4,263,763
1.90	1,015,905	1,930,220

8 Dividends paid

There were no dividend paid during the period ended 31 March 2011.

9 Segmental Reporting

	PLANTATION RM'000	FOOD RM'000	HEALTH RM'000	OTHERS RM'000	ADJUSTMENT RM'000	GROUP RM'000
3 months ended 31 March 2011						
Revenue						
External revenue	79,067	6,937	19,788	-	-	105,792
Intersegment-revenue	(13,992)	(4,157)	(1,060)	-	19,209	-
Total revenue	<u>65,075</u>	<u>2,780</u>	<u>18,728</u>	<u>-</u>	<u>19,209</u>	<u>105,792</u>
Segment result (external)	36,141	174	1,645	191	21	<u>38,172</u>
Profit before taxation						<u><u>38,172</u></u>

TDM BERHAD (Company No 6265-P)
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Explanatory Notes Pursuant to FRS 134

9 Segmental Reporting (cont'd.)

	PLANTATION RM'000	FOOD RM'000	HEALTH RM'000	OTHERS RM'000	ADJUSTMENT RM'000	GROUP RM'000
3 months ended 31 March 2010						
Revenue						
External revenue	63,658	7,441	18,699	-	-	89,798
Intersegment-revenue	(13,564)	(5,526)	(306)	-	19,396	-
Total revenue	<u>50,094</u>	<u>1,915</u>	<u>18,393</u>	<u>-</u>	<u>19,396</u>	<u>89,798</u>
Results						
Segment result (external)	27,321	(652)	2,539	1	(2,387)	<u>26,822</u>
Profit before taxation						<u>26,822</u>
Total Assets						
31 March 2011	<u>1,225,541</u>	<u>11,843</u>	<u>91,012</u>	<u>3,583</u>	<u>(366,419)</u>	<u>965,560</u>
31 December 2010	<u>1,139,007</u>	<u>11,843</u>	<u>88,546</u>	<u>8,580</u>	<u>(318,954)</u>	<u>929,022</u>
Total Liabilities						
31 March 2011	<u>336,114</u>	<u>8,310</u>	<u>31,760</u>	<u>16,097</u>	<u>(192,657)</u>	<u>199,624</u>
31 December 2010	<u>286,764</u>	<u>8,492</u>	<u>30,504</u>	<u>29,618</u>	<u>(153,710)</u>	<u>201,668</u>

10 Valuation of property, plant and equipment

The valuations of property, plant and equipment have been brought forward without amendment from the financial statements for the year ended 31 December 2010.

11 Material subsequent events

On 1 April 2011, TDM Berhad had entered into a conditional Share Sale Agreement with Intercontinental Nominees Sdn Bhd and Cekal Teguh Sdn Bhd to acquire 23,691,931 ordinary share of RM1.00 each, representing 100% of the issued and paid-up share capital in TDMC Hospital Sdn Bhd for total of purchase consideration of RM16,500,000.

12 Changes in the composition of the Group

There were no changes in the composition of the Group for the financial period under review.

13 Capital commitments

Capital commitments provided for in the financial statements as at 31 March 2011 is as follows:

	RM '000
Authorised by the Directors and contracted	104,037
Authorised by the Directors and not contracted	<u>89,741</u>
	<u>193,778</u>

Explanatory Notes Pursuant to FRS 134

14 Changes in contingent liabilities or contingent assets

There were no changes in contingent liabilities from the previous audited financial statements to the date of this quarterly report.

ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA LISTING REQUIREMENT

15 Review of the performance of the Group, setting out material factors affecting the earnings and/or revenue of the Group for the current quarter and financial year to date

Q1 2011 versus Q1 2010

Group revenue of RM105.8 million in the current quarter was 18% higher than that reported in the previous corresponding quarter. Profit before taxation rose by 42% to RM38.2 million for the Q1 2011, compared to RM26.8 million in the previous corresponding quarter.

Plantation Division

Our Plantation Division reported a 43% increase in profit before tax for the Q1 2011 compared to the same period last year mainly due to higher CPO and PK prices by 46% and 133% respectively.

Healthcare Division

Healthcare Division registered higher revenue by 6% due to growth in number of patient being treated at our hospitals .

Food Division

Food Division recorded profit of RM0.2 million due higher average prices of live bird by 28% .

16 Explanatory comment on any material change in the profit before taxation for the quarter reported on as compared with the immediate preceding quarter

Group profit before tax for the quarter under review was lower by RM10.6 million or 22% compared to the preceding quarter.

This is due to lower CPO and PK production by 38% and 36% respectively.

17 Commentary on the prospects, including the factors that are likely to influence the Group's prospects for the remaining period to the end of the financial year or the next financial year if the reporting period is the last quarter

Based on the prevailing CPO and PK prices, the outlook for financial year ending 31 December 2011 remains favourable. Barring unforeseen circumstances, the Group is expected to continue to record satisfactory performance in the current financial year.

18a Explanatory note for any variance of actual profit after tax and minority interest and the

Not applicable.

TDM BERHAD (Company No 6265-P)
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Explanatory Notes Pursuant to FRS 134

18b Explanatory note for any shortfall in the profit guarantee

Not applicable.

19 Breakdown of tax charge and explanation on variance between effective and statutory tax rate for the current quarter and financial year to date

	RM'000
Tax expenses for the year	
Malaysian tax : Current year	8,535
Deferred tax	36
Total tax expense	8,571

The effective tax rate of the group for the year ended 31 March 2011 is lower than the statutory tax rate due to higher capital allowances available to offset against taxable profit.

20 Amount of profits on sale of unquoted investments or properties

There is no sale of unquoted investments or properties for the current quarter and financial year to date.

21 Quoted securities

	As at 31-Mar-11 RM'000
Investment in quoted securities	
At cost	110
Carrying value/ market value	141

22 Corporate proposals

Not applicable.

23 Borrowings and debt securities as at the end of the reporting period

Details of the Group's borrowings as at 31 March 2011 are as follows :

<u>Secured</u>	Short-term RM'000	Long-term RM'000	Total RM'000
-Term loan	187	500	687
-Bank overdraft	228	-	228
-Revolving credit	1,365	-	1,365
-Hire purchase	1,553	242	1,795
Total Group borrowings	3,333	742	4,075

24 Summary of off balance sheet financial instruments by type and maturity profile

Not applicable.

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(Incorporated in Malaysia)

Explanatory Notes Pursuant to FRS 134

25 Changes in material litigation (including status of any pending material litigation) since the last annual balance sheet date

There were no changes in material liabilities since the previous audited financial statements ended 31 December 2010.

26 Dividend

On 31 March 2011, TDM Berhad announced the First and Final Dividend of 13.50 sen per ordinary share, tax exempt under the single tier system in respect of the financial year ended 31 December 2010, subject shareholders' approval at the forthcoming 46th Annual General Meeting.

On 27 April 2011, TDM Berhad announced the Single Tier Interim Dividend of 3.00 sen per ordinary share in respect of the financial year ending 31 December 2011.

The above announced dividends will be paid on 9 June 2011 and the financial statement for the current period ended do not reflect the dividends.

27 Earnings per share

Basic earnings per share is calculated by dividing the net profit for the period by the weighted average number of ordinary shares in issue during the period.

	Current Quarter Ended 31-Mar-11	Preceding Year Corresponding Quarter Ended 31-Mar-10	Current Year To date 31-Mar-11	Preceding Year Corresponding Period 31-Mar-10
Basic				
Net profit attributable to ordinary shareholders	29,041	19,463	29,041	19,463
Weighted average number of ordinary shares in	228,329	218,881	228,329	218,881
Basic earnings per ordinary share (sen)	12.72	8.89	12.72	8.89
Diluted				
Net profit attributable to ordinary	29,041	19,463	29,041	19,463
Weighted average number of	228,329	218,881	228,329	218,881
Adjustment for share options	2,603	53	2,603	53
Weighted average number of shares - diluted	230,932	218,934	230,932	218,934
Diluted earnings per ordinary share	12.58	8.89	12.58	8.89

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Explanatory Notes Pursuant to FRS 134

28 Realised and Unrealised Profit

	As at 31-Mar-11 RM'000	As at 31-Dec-10 RM'000
Total retained profits of the Company and subsidiaries		
- Realised	232,355	203,267
- Unrealised	25,957	26,004
Total group retained profit as per consolidated accounts	<u>258,312</u>	<u>229,271</u>

- 29** The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 18 May 2011.

BY ORDER OF THE BOARD

YEAP KOK LEONG
Company secretary

Kuala Lumpur
18-May-11