

TAHPS Group Berhad (37-K)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2012**

	Unaudited As at 31.12.2012 RM'000	Audited As at 31.03.2012 RM'000
Property, plant and equipment	138,677	31,017
Investments	5,138	5,276
Investment property	3,415	3,432
Land held for property development	142,665	145,538
Goodwill on consolidation	<u>27,099</u>	<u>-</u>
	<u>316,994</u>	<u>185,263</u>
Current assets		
Property development costs	13,450	14,262
Inventories	1,600	1,831
Receivables	3,981	19,687
Current tax assets	1,370	1,517
Short-term investments	111,923	111,858
Deposits, cash and bank balances	<u>76,516</u>	<u>125,777</u>
	<u>208,840</u>	<u>274,932</u>
Current liabilities		
Payables	49,278	14,284
Current tax liabilities	<u>8,572</u>	<u>203</u>
	<u>57,850</u>	<u>14,487</u>
Net current assets	150,990	260,445
Long-term liabilities		
Retirement benefits	404	-
Deferred tax liabilities	<u>37,687</u>	<u>17,841</u>
	<u>38,091</u>	<u>17,841</u>
	<u>429,893</u>	<u>427,867</u>
Share capital	74,853	74,853
Reserves	<u>355,040</u>	<u>353,014</u>
Equity attributable to owners of the parent	<u>429,893</u>	<u>427,867</u>
Net Assets per share (RM)	<u>5.74</u>	<u>5.72</u>

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012 and the accompanying notes.

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 DECEMBER 2012**

	<u>Individual Quarter</u>		<u>Cumulative Quarter</u>	
	<u>Current Year</u>	<u>Preceding Year</u>	<u>Current Year</u>	<u>Preceding Year</u>
	<u>Quarter</u>	<u>Quarter</u>	<u>To Date</u>	<u>To Date</u>
	<u>31 Dec 2012</u>	<u>31 Dec 2011</u>	<u>31 Dec 2012</u>	<u>31 Dec 2011</u>
	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
Operating income	25,628	1,786	35,782	6,597
Investment income - Dividend	128	116	197	166
Total Revenue	25,756	1,902	35,979	6,763
Cost of Sales	(12,728)	(745)	(16,585)	(2,668)
Gross profit	13,028	1,157	19,394	4,095
Interest income	1,255	1,778	4,086	5,435
Other income	261	167	4,462	1,139
Depreciation	(433)	(98)	(827)	(305)
Administration and other expenses	(6,791)	(2,754)	(13,880)	(8,319)
Profit before taxation	7,320	250	13,235	2,045
Income tax expense	(2,917)	(434)	(3,566)	(636)
Profit/(loss) net of tax	4,403	(184)	9,669	1,409
Other comprehensive income:				
Changes in fair value of investments	(139)	422	(158)	(28)
Total comprehensive income	4,264	238	9,511	1,381
Profit/(loss) attributable to owners of the parent	4,403	(184)	9,669	1,409
Total comprehensive income attributable to owners of the parent	4,264	238	9,511	1,381
Earnings per share attributable to owners of the parent	sen	sen	sen	sen
Basic / Diluted	5.88	(0.25)	12.92	1.88

The condensed consolidated statements of comprehensive income should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012 and the accompanying notes.

TAHPS Group Berhad (37-K)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 DECEMBER 2012**

	Attributable to owners of the parent						Total RM'000
	Share capital	Non-distributable			Distributable		
		Share premium	Fair value reserve	Revaluation reserve	General reserve	Retained profits	
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
Balance as at 1 April 2012	74,853	92	5,141	27,838	250	319,693	427,867
Total comprehensive income for the period	-	-	(158)	-	-	9,669	9,511
Transfer to revaluation reserve	-	-	-	(1,580)	-	1,580	-
Dividends	-	-	-	-	-	(7,485)	(7,485)
Balance as at 31 December 2012	74,853	92	4,983	26,258	250	323,457	429,893
Balance as at 1 April 2011	74,853	92	4,857	28,945	250	315,649	424,646
Total comprehensive income for the period	-	-	(28)	-	-	1,409	1,381
Dividends	-	-	-	-	-	(7,485)	(7,485)
Balance as at 31 December 2011	74,853	92	4,829	28,945	250	309,573	418,542

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012 and the accompanying notes.

TAHPS Group Berhad (37-K)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 31 DECEMBER 2012**

	9 months ended	
	31 Dec 2012	31 Dec 2011
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	13,235	2,045
Adjustments for :		
Depreciation	827	305
Gain on disposal of property, plant and equipment	(3,877)	(258)
Derecognition of property, plant and equipment	-	4
Dividend Income	(197)	(166)
Interest Income	(4,086)	(5,236)
Operating profit/(loss) before working capital changes	<u>5,902</u>	<u>(3,306)</u>
Decrease/(Increase) in inventories & property development costs	5,467	707
Decrease/(Increase) in receivables	16,731	8,214
(Decrease)/Increase in payables	33,430	(1,643)
Cash generated from/(absorbed by) operations	<u>61,530</u>	<u>3,972</u>
Interest received	4,170	5,668
Tax refunded	691	166
Tax paid	(2,239)	(525)
Net cash from/(used in) operating activities	<u>64,152</u>	<u>9,281</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(300)	(2,760)
Proceeds from disposal of property, plant and equipment	6	259
Proceeds from compulsory land acquisition	3,918	-
Purchase of investments	(20)	(17)
Development expenditure incurred for land held for property development	-	(2,536)
Cash outflow on acquisition/investment of subsidiary	(109,520)	-
Payment for land held for property development	(1,340)	-
(Placement)/Withdrawal of short-term deposits	144	(83)
Dividend received from quoted equity securities in Malaysia	197	166
Net cash from/(used in) investing activities	<u>(106,915)</u>	<u>(4,971)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividend paid	(7,485)	(7,485)
Net cash from/(used in) financing activities	<u>(7,485)</u>	<u>(7,485)</u>
Net (decrease)/increase in cash and cash equivalents	(50,248)	(3,175)
Cash and cash equivalents at 1 April	<u>238,308</u>	<u>237,336</u>
Cash and cash equivalents at 31 December	<u>188,060</u>	<u>234,161</u>
Cash and cash equivalents comprise :		
Short term investments - unit trusts	111,923	115,103
Short term deposits	63,735	111,470
Cash and bank balances	12,781	8,109
	<u>188,439</u>	<u>234,682</u>
Pledged short-term deposits	(379)	(521)
Cash and cash equivalents	<u>188,060</u>	<u>234,161</u>

The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012 and the accompanying notes.

Part A – Explanatory Notes Pursuant to FRS134

1 (a) Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad, and should be read in conjunction with the audited financial statements for the year ended 31 March 2012.

The significant accounting policies adopted by the Group in the interim financial statements are consistent with those adopted in the financial statements for the year ended 31 March 2012.

(b) Malaysian Financial Reporting Standards (MFRSs)

To converge with International Financial Reporting Standards (“IFRSs”) in 2012, the MASB had on 19 November 2011, issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (“MFRSs”), which are mandatory for financial periods beginning on or after 1 January 2012, with the exception of transitioning entities.

Transitioning entities include:-

- (i) entities that are within the scope of:
 - MFRS 141 Agriculture; and
 - IC Interpretation 15 Agreements for Construction of Real Estate
- (ii) the parent, significant investor and venturer of entities as stated in (i) above.

However, the MASB has, on 30 June 2012, announced to allow the transitioning entities to defer the adoption of the MFRS for another year. Accordingly, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014.

The Group and the Company qualify as transitioning entities and thus expect to adopt the MFRS Framework for the financial period beginning on 1 April 2014. The Group and the Company are making an assessment of the financial impact and effects on disclosures and measurement ensuing from such convergence.

2 Seasonal or cyclical factors

The Group’s results for the current financial period were not materially impacted by any seasonal or cyclical factors apart from the plantation segment which is influenced by seasonal climatic conditions.

3 Unusual items due to their nature, size or incidence

- (a) For the financial period ended 31 December 2012 an amount of RM3.9 million was received as compensation for certain estate land compulsorily acquired by the government.
- (b) Arising from the consolidation of the newly acquired subsidiary company, Yee Seng Plantations Sdn Bhd, an amount of RM27.1 million has been booked as Goodwill on consolidation as at 30 Sept 2012.

4 Changes in estimates

Not applicable.

5 Debt and equity securities

There was no issuance and repayment of debt and equity securities, share buyback, share cancellations, shares held as treasury shares and resale of treasury shares in the current financial period.

6 Dividends paid

The first and final dividend of 10 sen gross per share tax exempt (2011: 10 sen gross per share tax exempt) totaling RM7.49 million for the financial year ended 31 March 2012 was approved on 5 July 2012 and paid on 9 August 2012.

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 31 DECEMBER 2012

7 Carrying amount of revalued assets

The valuations of property, plant and equipment and investment properties have been brought forward without amendment from the financial report for the year ended 31 March 2012.

8 Subsequent events

Save as disclosed below, there was no material event subsequent to the end of the current quarter.

9 Changes in composition of the Group

On 3 August 2012, the Group acquired 1,500,000 ordinary shares of RM1.00 each in Yee Seng Plantations Sdn Bhd (YSP) resulting in YSP becoming 99.99% owned subsidiary of TAHPS Group Berhad.

10 Changes in contingent liabilities and contingent assets

There was no change in contingent liability or contingent asset since the end of the last financial year.

11 Capital commitments

None.

12 Significant Related Party Transactions

The significant related party transaction pertaining to the acquisition of Yee Seng Plantations Sdn Bhd was approved by the shareholders in the EGM held on 5 July 2012 and completed on 3 August 2012.

13 Segmental information

Segment information for the period ended 31 December 2012 is as follows:

Segment	Property development RM'000	Construction contracts RM'000	Plantation RM'000	Others & unallocated RM'000	Elimination RM'000	Consolidated RM'000
31 December 2012						
Revenue						
External customers	29,316	-	6,466	197	-	35,979
Inter-segment revenue	-	(68)	-	-	68	-
Total Revenue	<u>29,316</u>	<u>(68)</u>	<u>6,466</u>	<u>197</u>	<u>68</u>	<u>35,979</u>
Results						
Segment results	7,811	(75)	2,151	3,348	-	13,235
Income tax expense						<u>(3,566)</u>
Profit net of tax for the period						<u>9,669</u>
Assets						
Segment assets	197,141	2,613	110,741	215,972	(633)	525,834
31 December 2011						
Revenue						
External customers	2,674	-	3,982	166	-	6,822
Inter-segment revenue	-	-	-	-	(59)	(59)
Total Revenue	<u>2,674</u>	<u>-</u>	<u>3,982</u>	<u>166</u>	<u>(59)</u>	<u>6,763</u>
Results						
Segment results	(3,177)	(129)	2,694	2,716	(59)	2,045
Income tax expense						<u>(636)</u>
Profit net of tax for the period						<u>1,409</u>
Assets						
Segment assets	207,544	3,774	2,598	239,669	(1,676)	451,909

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia

14 Auditors' Report on preceding Annual Financial Statements

The auditors' report on the financial statements for the financial year ended 31 March 2012 was not qualified.

15 Review of performance (current quarter and year to date)

In the quarter ended 31 December 2012, the Group recorded revenue of RM25.6 million and pre-tax profit of RM7.3 million. Property development segment contributed 90% of the revenue whilst plantation segment contributed the remaining 10%.

The year-to-date revenue of the Group was RM36.0 million and the pre-tax profit was RM13.2 million. The year-to-date pre-tax profit included a compensation of RM3.9 million received in September 2012 for certain land in Gali Estate which was compulsorily acquired by the government.

Quarterly

(a) Property development

Revenue from the property development segment in this quarter was RM23.1 million and was higher than the preceding quarter mainly due to higher percentage of work completed and recognised from the new development project launched.

(b) Plantation

Revenue from plantation segment in the current quarter was RM2.5 million and it was slightly lower as compared to the preceding quarter due to the lower Fresh Fruit Bunches (FFB) prices.

Year to date

(a) Property development

The performance of the property development segment for the financial period ended 31 December 2012 was higher when compared to the corresponding period of the preceding year due to the launch of the shop-office project in February 2012.

(c) Plantation

The performance of the plantation segment for the current period was lower compared to the corresponding period of the preceding year due to lower FFB prices.

16 Material changes in profit/(loss) before taxation vs. preceding quarter

The pre-tax profit for current quarter of RM7.3 million as compared to RM5.2 million recorded in preceding quarter mainly due to the higher profit recognised from the new development project.

17 Commentary on prospects

- (a) With the slowdown in the property sales attributable to the economic uncertainties and the decline in CPO prices, the Group would be facing greater challenges ahead.
- (b) Despite the tough conditions, the Group will nevertheless be expected to achieve better results for the current financial year.

18 Statement of board of directors' opinion as to whether the revenue or profit estimate, forecast, projection or internal targets are likely to be achieved

Not applicable. The Company has not announced or disclosed any estimates, forecasts, projections or internal targets.

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 31 DECEMBER 2012

19 Taxation

RM'000	Quarter 3 months ended 31.12.2012	Year to date 9 months ended 31.12.2012
Malaysian income tax:		
Current tax	9,927	10,631
Transfer to/(from) deferred tax	(7,010)	(7,065)
	2,917	3,566

The effective tax rate was higher than the statutory tax rate due to the non-deductibility of certain expenses.

20 Corporate proposals

(a) Status of corporate proposals
The proposed acquisition of Yee Seng Plantations Sdn Bhd was completed on 3 August 2012.

(b) Status of utilisation of proceeds
Not applicable.

21 Group borrowings and debt securities

There were no borrowings and debt securities as at 31 December 2012.

22 Changes in material litigation

There was no material litigation since the date of the last financial position on 31 March 2012.

23 Dividend

No interim ordinary dividend has been declared or paid for the quarter ended 31 December 2012.

24 Earnings per share**(a) Basic earnings per share**

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

	Quarter 3 months ended 31.12.2012	Year to date 9 months ended 31.12.2012
Profit/(loss) net of tax for the period (RM'000)	4,403	9,669
Weighted average number of ordinary shares in issue ('000)	74,853	74,853
Basic earnings per share (sen)	5.88	12.92

(b) **Diluted earnings per share** – Not applicable.

25 Disclosure of realised and unrealised profit/(losses)

RM'000	As at 31.12.2012	As at 31.03.2012
- Realised profit	395,587	392,500
- Unrealised profit/(losses)	3,970	(902)
	399,557	391,598
Less: Consolidation adjustments	(76,100)	(71,905)
Total retained profits as per consolidated accounts	323,457	319,693

26 Disclosure requirements to the Statement of Comprehensive Income

	Quarter 3 months ended 31.12.2012	Year to date 9 months ended 31.12.2012
(a) interest expense		
(b) provision for and write off of receivables		
(c) provision for and write off of inventories		
(d) gain or loss on disposal of quoted or unquoted investments or properties		
(e) impairment of assets		
(f) foreign exchange gain or loss		
(g) gain or loss on derivatives		
(h) exceptional items		
	Nil	Nil

27 Authorisation for issue

The interim financial statements were authorised for issue by the Board of Directors.

By Order of the Board

Lim Hooi Mooi (MAICSA 0799764)
Secretary

Kuala Lumpur
Date: 27 February 2013