

WARISAN TC HOLDINGS BERHAD (Company No: 424834-W)

INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2012 (THE FIGURES HAVE NOT BEEN AUDITED)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Quarter End 30 September Year to End 30 September 2012 2011 RM'000 2011 RM'000 2012 RM'000 2011 RM'0000 2011 RM'000 2011 RM'0000 201		INDIVIDUAL (QUARTER	CUMULATIVE QUARTER			
Revenue 121,682 126,338 392,329 352,973 Cost of sales (84,169) (88,643) (274,590) (244,810) Gross profit 37,513 37,695 117,739 108,163 Other income 940 98 2,246 1,034 Selling and distribution expenses (16,996) (15,662) (52,347) (47,043) Administrative and general expenses (14,556) (14,206) (42,333) (40,319) Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total compre							
Cost of sales (84,169) (88,643) (274,590) (244,810) Gross profit 37,513 37,695 117,739 108,163 Other income 940 98 2,246 1,034 Selling and distribution expenses (16,996) (15,662) (52,347) (47,043) Administrative and general expenses (14,556) (14,206) (42,333) (40,319) Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996							
Gross profit 37,513 37,695 117,739 108,163 Other income 940 98 2,246 1,034 Selling and distribution expenses (16,996) (15,662) (52,347) (47,043) Administrative and general expenses (14,556) (14,206) (42,333) (40,319) Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391<	Revenue	121,682	126,338	392,329	352,973		
Other income 940 98 2,246 1,034 Selling and distribution expenses (16,996) (15,662) (52,347) (47,043) Administrative and general expenses (14,556) (14,206) (42,333) (40,319) Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: 2,91	Cost of sales	(84, 169)	(88,643)	(274,590)	(244,810)		
Selling and distribution expenses (16,996) (15,662) (52,347) (47,043) Administrative and general expenses (14,556) (14,206) (42,333) (40,319) Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: (45) 101 (29) 62 Owners of the Company 2,951<	Gross profit	37,513	37,695	117,739	108,163		
Administrative and general expenses (14,556) (14,206) (42,333) (40,319) Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: 0 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 <t< td=""><td>Other income</td><td>940</td><td>98</td><td>2,246</td><td>1,034</td></t<>	Other income	940	98	2,246	1,034		
Interest expense (2,527) (2,356) (7,419) (6,402) Interest income 621 588 1,577 1,600 Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: (45) 101 (29) 62 Total comprehensive income attributable to: (45) 101 (29) 62 Total comprehensive income attributable to: (45) 101 (29) 62 Total comprehensive income attributable to: (45) 101 (29) 62 Total comprehensive income attributable to: (45) 101 (29) 62 Don-controlling interests (45) 101 (29) 12,391 Don-controlling interests (45) 101 (45) 101 Don-controlling interests (45) 101 (45) 101	Selling and distribution expenses	(16,996)	(15,662)	(52,347)	(47,043)		
Interest income	Administrative and general expenses	(14,556)	(14,206)	(42,333)	(40,319)		
Profit before tax 4,995 6,157 19,463 17,033 Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) <t< td=""><td>Interest expense</td><td>(2,527)</td><td>(2,356)</td><td>(7,419)</td><td>(6,402)</td></t<>	Interest expense	(2,527)	(2,356)	(7,419)	(6,402)		
Tax expense (1,231) (1,977) (6,574) (6,638) Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per	Interest income	621	588	1,577	1,600		
Profit for the period 3,764 4,180 12,889 10,395 Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: 0wners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Profit before tax	4,995	6,157	19,463	17,033		
Other comprehensive income, net of tax Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Tax expense	(1,231)	(1,977)	(6,574)	(6,638)		
Change in fair value of cash flow hedge (444) 1,778 (301) 1,766 Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Profit for the period	3,764	4,180	12,889	10,395		
Foreign exchange differences from translation (414) 389 (386) 230 Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Other comprehensive income, net of tax						
Total other comprehensive income for the period (858) 2,167 (687) 1,996 Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Change in fair value of cash flow hedge	(444)	1,778	(301)	1,766		
Total comprehensive income for the period 2,906 6,347 12,202 12,391 Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Foreign exchange differences from translation	(414)	389	(386)	230		
Profit attributable to: Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Total other comprehensive income for the period	(858)	2,167	(687)	1,996		
Owners of the Company 3,809 4,079 12,918 10,333 Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Total comprehensive income for the period	2,906	6,347	12,202	12,391		
Non-controlling interests (45) 101 (29) 62 3,764 4,180 12,889 10,395 Total comprehensive income attributable to: Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Profit attributable to:						
Total comprehensive income attributable to: Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Owners of the Company	3,809	4,079	12,918	10,333		
Total comprehensive income attributable to: Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Non-controlling interests	(45)	101	(29)	62		
Owners of the Company 2,951 6,246 12,231 12,329 Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85		3,764	4,180	12,889	10,395		
Non-controlling interests (45) 101 (29) 62 2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Total comprehensive income attributable to:						
2,906 6,347 12,202 12,391 Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Owners of the Company	2,951	6,246	12,231	12,329		
Basic earnings per share (sen) 5.85 6.26 19.83 15.85	Non-controlling interests	(45)	101	(29)	62		
		2,906	6,347	12,202	12,391		
Diluted earnings per share (sen) N/A N/A N/A N/A	Basic earnings per share (sen)	5.85	6.26	19.83	15.85		
	Diluted earnings per share (sen)	N/A	N/A	N/A	N/A		

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2011.



WARISAN TC HOLDINGS BERHAD

(Company No: 424834-W)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at	As at	As at
	30.09.2012	31.12.2011	01.01.2011
	RM'000	RM'000	RM'000
		Restated	Restated
ASSETS			
Property, plant and equipment	211,814	209,259	182,942
Investment property	22,700	22,700	-
Other investments	35	35	35
Lease receivables	3,720	7,252	8,296
Deferred tax assets	1,009	893	471
Intangible assets	15,075	15,075	15,075
Total non-current assets	254,353	255,214	206,819
Inventories	132,530	104,363	81,017
Receivables, deposits and prepayments	143,991	117,251	99,790
Derivative financial assets	1	118	100
Current tax assets	7,997	5,922	3,555
Cash and cash equivalents	115,502	99,803	86,988
Total current assets	400,021	327,457	271,450
TOTAL ASSETS	654,374	582,671	478,269
EQUITY			
Share capital	67,200	67,200	67,200
Share premium	615	615	615
Reserves	(29,963)	(29,276)	(41,614)
Retained earnings	226,442	219,386	211,553
Treasury shares	(4,128)	(4,051)	(3,933)
Total equity attributable to owners of the Company	260,166	253,874	233,821
Non-controlling interests	384	413	384
TOTAL EQUITY	260,550	254,287	234,205
LIABILITIES			
Deferred tax liabilities	18,507	17,770	13,871
Employee benefits	2,759	2,522	2,303
Borrowings	81,382	85,635	58,344
Total non-current liabilities	102,648	105,927	74,518
Payables and accruals	125,624	91,699	87,814
Borrowings	161,077	128,887	80,565
Derivative financial liabilities	466	182	100
Current tax liabilities	4,009	1,689	1,067
Total current liabilities	291,176	222,457	169,546
TOTAL LIABILITIES	393,824	328,384	244,064
TOTAL EQUITY AND LIABILITIES	654,374	582,671	478,269
Net assets per share attributable			
to owners of the Company (RM)	3.99	3.90	3.59

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2011.



WARISAN TC HOLDINGS BERHAD

(Company No: 424834-W)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

			N	Attributab Ion-distribu	le to owners utable ———	of the Com		Distributable	→		
	Share capital	Share premium	Treasury shares	Merger reserve	Translation reserve	Hedging reserve	Revaluation reserve	Retained earnings	Total	Non- controlling interests	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM*000	RM'000	RM'000	RM'000	RM'000
At 1 January 2011 - restated	67,200	615	(3,933)	(41,614)	-	-	-	211,553	233,821	384	234,205
Foreign currency translation differences for foreign operations	-	-	-	-	230	-	=	-	230	-	230
Cash flow hedge	-	-	-	-	-	1,766	-	-	1,766	-	1,766
Total other comprehensive income for the period	-	-	-	-	230	1,766	-	-	1,996	-	1,996
Profit for the period	-	-	-	-	-	-	-	10,333	10,333	62	10,395
Total comprehensive income for the period	-	-	-	-	230	1,766	-	10,333	12,329	62	12,391
Purchase of treasury shares	-	-	(79)	-	-	-	-	-	(79)	-	(79)
Dividend - 2010 final	-	-	-	-	-	-	-	(2,934)	(2,934)	-	(2,934)
Dividend - 2011 interim	-	-	-	-	-	-	-	(2,933)	(2,933)	-	(2,933)
At 30 September 2011 - restated	67,200	615	(4,012)	(41,614)	230	1,766	-	216,019	240,204	446	240,650
At 1 January 2012 - restated	67,200	615	(4,051)	(41,614)	181	(48)	12,205	219,386	253,874	413	254,287
Foreign currency translation differences for foreign operations	-	-	=	=	(386)	-	=	=	(386)	-	(386)
Cash flow hedge	-	-	-	-	-	(301)	-	-	(301)	-	(301)
Total other comprehensive income for the period	-	-	-	-	(386)	(301)	-	-	(687)	-	(687)
Profit for the period	-	-	-	-	-	-	-	12,918	12,918	(29)	12,889
Total comprehensive income for the period	-	-	-	-	(386)	(301)	=	12,918	12,231	(29)	12,202
Purchase of treasury shares	-	-	(77)	-	-	-	-	-	(77)	-	(77)
Dividend - 2011 final	-	-	-	-	-	-	-	(2,931)	(2,931)	-	(2,931)
Dividend - 2012 interim	-	-	-	-	-	-	-	(2,931)	(2,931)	-	(2,931)
At 30 September 2012	67,200	615	(4,128)	(41,614)	(205)	(349)	12,205	226,442	260,166	384	260,550

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2011.



WARISAN TC HOLDINGS BERHAD

(Company No: 424834-W)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	For the 9 months ended 30 September 2012 RM'000	For the 9 months ended 30 September 2011 RM'000
Profit before tax	19,463	17,033
Adjustments for: Depreciation	36,665	32,225
Other non-cash items	356	(2,459)
Non-operating items (which are investing/financing)	5,842	4,802
Operating profit before working capital changes	62,326	51,601
Changes in working capital	(18,030)	(14,157)
Other cash generated from operations	(2,795)	6,422
Net cash generated from operating activities	41,501	43,866
Net cash used in investing activities		
Purchase of property, plant and equipment	(42,616)	(84,702)
Proceeds from disposal of property, plant and equipment	969	4,659
Interest received	1,577	1,600
	(40,070)	(78,443)
Net cash generated from financing activities		
Dividends paid to shareholders of the Company	(5,862)	(5,867)
Proceeds from bills payable	233,371	173,877
Repayment of bills payable	(228,774)	(160,521)
Proceeds from term loan	20,000	70,000
Repayment of term loan	(30,660)	(12,811)
Proceeds from revolving credit	101,000	89,000
Repayment of revolving credit	(67,000)	(85,000)
Interest paid	(7,419)	(6,402)
Purchase of treasury shares	(77)	(79)
	14,579	62,197
Net changes in cash and cash equivalents	16,010	27,620
Cash and cash equivalents at beginning of year	99,803	86,988
Foreign exchange differences	(311)	188
Cash and cash equivalents at end of period	115,502	114,796
Cash and cash equivalents comprise:-		
Cash and bank balances	14,618	30,868
Fixed deposits	100,884	83,928
	115,502	114,796

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2011.

Explanatory notes as per FRS 134 - Interim Financial Reporting

1. Basis of preparation

The interim financial report is unaudited and has been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting in Malaysia and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2011.

This interim financial report is the Group's first MFRS compliant condensed report and hence MFRS 1: First-Time Adoption of Malaysian Financial Reporting Standards (MFRS1) has been applied. The date of transition to the MFRS framework is 1 January 2011. At that transition date, the Group reviewed its accounting policies and considered the transitional opportunities under MFRS1. The impact of the transition from Financial Reporting Standards ("FRS") to MFRS is described below.

Foreign currency translation reserve ("FCTR")

At the date of transition to MFRS, the cumulative foreign currency differences of RM662,000 is adjusted to retained earnings. The reconciliation of equity for comparative periods and of equity at date of transition reported under FRS to those reported for periods and at the date of transition under MFRS is as follows:-

Reconciliation of equity as at 1 January 2011

RM'000	FRS as at 1.1.2011	Effect of transition to MFRS	MFRS as at 1.1.2011
Equity			
FCTR	(662)	662	-
Retained earnings	212,215	(662)	211,553

Reconciliation of equity as at 30 September 2011

RM'000	FRS as at 30.9.2011	Effect of transition to MFRS	MFRS as at 30.9.2011
Equity			
FCTR	(432)	662	230
Retained earnings	216,681	(662)	216,019

Reconciliation of equity as at 31 December 2011

RM'000	FRS as at 31.12.2011	Effect of transition to MFRS	MFRS as at 31.12.2011
Equity			
FCTR	(481)	662	181
Retained earnings	220,048	(662)	219,386



2. Qualification of financial statements

The audited report of the preceding annual financial statements was not subject to any qualification.

3. Seasonal or cyclical factors

Apart from the general economic environment in which the Group operates, the businesses of the Group were not affected by any significant seasonal or cyclical factors in the current interim period.

4. Nature and amount of unusual items

There were no unusual items that have a material effect on the assets, liabilities, equity, net income, or cash flows for the current interim period.

5. Nature and amount of changes in estimates

There were no material changes in estimates in respect of amounts reported in prior interim periods of the prior financial year.

6. Debt and equity securities

There was no share buy-back during the current interim period. Cumulative total number of shares repurchased at the end of the quarter was 2,069,300. The shares repurchased are being held as treasury shares in accordance with Section 67A of the Companies Act 1965. None of the treasury shares held were resold or cancelled during the current interim period.

There were no issuance and repayment of debt securities, share cancellation and resale of treasury shares for the current interim period.

7. Dividend paid

An interim dividend of 6% (2011 – 6%) less tax per share amounting to RM2.931 million (2011 – RM2.933 million) in respect of financial year ending 31 December 2012 was declared on 14 August 2012 and paid on 28 September 2012.



8. Operating segments

The Group's report on operating segments for the financial year-to-date is as follows:-

Business segments						— 9 Month	s Ended —					\longrightarrow
Ŭ	Mach		Travel and		Consumer		Autom		Other ope		Tot	
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
External revenue	160,400	139,539	151,461	146,281	46,420	46,959	31,674	18,182	2,374	2,012	392,329	352,973
Inter-segment revenue		_	1,001	1,194	-	-	-	160	-	-	1,001	1,354
Segment profit / (loss)	20,591	18,633	40,693	36,414	3,462	3,503	1,171	922	276	64	66,193	59,536
Segment assets	279,141	221,436	225,761	231,797	72,778	61,031	36,058	26,549	7,311	6,306	621,049	547,119
Segment liabilities	193,178	139,283	141,467	151,466	15,062	14,656	20,657	10,725	649	852	371,013	316,982
											9 Months	Ended
Reconciliation of reporta	able segme	nt profit or	loss							_	2012	2011
											RM'000	RM'000
Total profit or loss for rep	oortable se	gments									66,193	59,536
Depreciation and amort											(36,665)	(32,225)
Interest expense											(7,419)	(6,402)
Interest income											1,577	1,600
Non-reportable segment										_	(4,223)	(5,476)
Consolidated profit befo	re tax									=	19,463	17,033
Reconciliation of reporta	hla saama	nt accate									2012	2011
neconciliation of reporte	ible segifie	111 033013									RM'000	RM'000
Total assets for reportab											621,049	547,119
Assets for other non-rep	ortable seg	ment								-	33,325	34,221
Consolidated assets										-	654,374	581,340
Reconciliation of reporta	ble seame	nt liabilitie	s								2012	2011
1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.	5 009.110		-								RM'000	RM'000
Total liabilities for report	ahle seam	ente									371,013	316,982
Liabilities for other non-r	•										22,811	23,708
Consolidated liabilities	-									-	393,824	340,690
										=		

9. Property, plant and equipment

The valuation of property, plant and equipment were brought forward without amendment from the annual financial statements for the year ended 31 December 2011.

10. Material subsequent event

There has not arisen in the interval between the end of this reporting period and the date of this announcement, any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group.



11. Changes in composition of the Group

On 17 July 2012, a new wholly-owned subsidiary, WTC Automotive (M) Sdn Bhd was incorporated with a paid up capital of RM2.00 to cater for the Group's future expansion needs.

12. Changes in contingent liabilities

There was no material change in contingent liabilities since the last quarterly announcement made.

13. Related party disclosures

Related party transactions between the Group and related parties are as follows:-

	Individual	Quarter	Cumulative Quarter		
	30.09.12	30.09.11	30.09.12	30.09.11	
	RM'000	RM'000	RM'000	RM'000	
Sales	9,477	9,399	32,156	17,510	
Travel agency, car rental and workshop services	1,178	1,092	5,073	4,656	
Rental income	287	130	823	346	
	10,942	10,621	38,052	22,512	
Purchase of trucks and spare parts	181	378	1,604	1,565	
Workshop service	765	333	1,504	1,105	
Rental expense	14	13	39	54	
Purchase of property, plant and equipment	2,411	4,786	15,362	22,879	
Insurance agency service	272	639	2,814	2,041	
Administrative service	340	652	1,192	1,709	
Assembly service	1,547	4,223	1,972	4,223	
	5,530	11,024	24,487	33,576	

Related party transactions between the Group and jointly controlled entities are as follows:-

	Individual	Quarter	Cumulative Quarter		
	30.09.12	30.09.11	30.09.12	30.09.11	
	RM'000	RM'000	RM'000	RM'000	
Sales	1,055	1,246	4,247	4,597	
Travel agency, car rental and workshop services	203	634	853	1,291	
	1,258	1,880	5,100	5,888	
Purchase of products	71	44	257	118	

The above transactions were entered into in the ordinary course of business based on normal commercial terms and on arms length basis. These transactions were established on terms that are not materially different from those with unrelated parties.

WARISAN TC HOLDINGS BERHAD (Company No. 424834-W)



Additional Information Required in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities")

1. Review of performance

9 months ended 30 September 2012

Group revenue of RM392.3 million was 11% higher than RM353 million of the corresponding period. Higher revenue was attributed mainly to the increased contribution from machinery, automotive as well as travel and car rental divisions. Profit before tax ("PBT") was recorded at RM19.5 million, 15% higher than RM17 million of the corresponding period. Profit after tax was recorded at RM12.9 million, 24% higher than RM10.4 million of the corresponding period. Higher profitability was attributed mainly to savings in corporate office expenses coupled with increased contribution from machinery and consumer products divisions.

Machinery Division

Revenue of the machinery division was 15% higher compared with the corresponding period. The increase in revenue was mainly attributed to the increase in demand of heavy equipment, agricultural tractors and parts. Consequently, profitability was 7% higher compared with the corresponding period. The increase in profitability was contributed mainly by parts and agricultural tractors as a result of higher revenue attained.

Travel and Car Rental Division

The travel and car rental division recorded higher revenue by 4% compared with the corresponding period. The increase in revenue was due mainly to higher business volume in inbound, outbound retail and wholesale and corporate ticketing businesses. [Gross revenue, taking into consideration full sale proceeds of air tickets, was RM486.1 million compared with the corresponding year of RM456.4 million, an increase of 7%.] Profitability was consistent with the corresponding period. Although higher profitability was attained by corporate ticketing and inbound businesses, the increase in profitability was largely offset by the lower profitability recorded by the outbound retail and wholesale as well as corporate incentive travelling businesses.

Consumer Products Division

As for the consumer products division, overall revenue marginally decreased by 1% compared with the corresponding period while profitability was 11% higher than the corresponding period due mainly to reduction in operating cost.

Automotive Division

The MAA statistics shows a higher registration of 54,533 vehicles for the nine months of 2012 compared with 47,568 vehicles registered for the 9 months of 2011. With the launching of heavy commercial truck ("HCV") in the second quarter, the automotive division recorded an improved revenue by 74% compared with the corresponding period. Profitability was however marginally increased by 1% compared with the corresponding period due mainly to:-

- lower unit produced and sold for light commercial truck business
- investment in branches and infrastructure
- launching expenses of HCV

Third quarter ended 30 September 2012

The Group recorded lower revenue by 4% of RM121.7 million compared with RM126.3 million of the corresponding quarter. Profit before tax ("PBT") stood at RM5 million, 19% lower compared to RM6.2 million of the corresponding quarter. Lower revenue was recorded by travel and car rental division as well as consumer products division while. The lower PBT was mainly attributed to lower performance attained by travel and car rental division as well as automotive division.



2. Comparison with preceding quarter's results

The Group recorded lower revenue by 17% of RM121.7 million compared with RM147 million of the preceding quarter. Profit before tax ("PBT") stood at RM5 million, 42% lower compared to RM8.6 million of the preceding quarter. The overall market softened in the current quarter resulting in revenue drop across all divisions compared with preceding quarter. Consequently, lower PBT was also recorded across all divisions.

3. Prospects

The instability of the global economy may have certain level of impact on the domestic economy. While external economy remains weak, the recent 2013 Malaysia budget focuses to strengthen domestic demand and maintain macroeconomic stability. The machinery division cautiously expects to be able to improve its performance for the current year on the back of committed effort to gain more market share, proven reliable products and cost containment exercise.

The increasingly competitive environment in the travel industry will continue to exert pressure on the travel and car rental division. It will be challenging for the division and to withstand the performance, the travel and car rental division will strive to contain cost, to improvise its products and quality of services to cater for its customers.

There appears consensus among market observers that domestic consumption will remain comparatively resilient. With this and the effective brand building activities, the consumer products division expects to be able to at least sustain its previous year performance in current year.

The third quarter of 2012 saw an increase in total registration of commercial vehicles compared with the corresponding quarter but a slight drop in total registration of commercial vehicles compared with immediate preceding quarter. The sentiment for commercial vehicles industry is forecasted to be resilient. Despite this favourable market trend, it is still challenging for the automotive division in view that its products are relatively new and have yet to establish presence in the local market.

The Group remains cautiously positive of its overall performance for 2012 while striving to improve operational efficiency and productivity.

4. Profit forecast

This is not applicable to the Group.

5. Tax expense

	Individua	Individual Quarter		
	30.09.12	30.09.11	30.09.12	30.09.11
	RM'000	RM'000	RM'000	RM'000
Tax expense				
Current year	703	914	5,581	4,461
Prior year	45	(55)	43	(55)
Deferred tax expense				
Current year	483	1,053	945	2,167
Prior year		65	5	65
	1,231	1,977	6,574	6,638

The Group's current tax rates for 2012 and 2011 were higher than the prima facie tax rate due mainly to no group tax relief was applied by/applicable to the Group to offset its profits against the loss making companies and certain expenses disallowed for tax purpose. The deferred tax was provided in respect of net book value exceeding tax written down value of fixed assets.



6. Status of corporate proposals

On 18 July 2011, Kereta Komersil Seladang (M) Sdn Bhd ("KKS") entered into a KD Cooperation Agreement ("KDA") with Beiqi Foton Motor Co. Ltd ("BFM"), a company incorporated under the laws of the People's Republic of China, in respect of the appointment of KKS by BFM as the sole and exclusive assembler and distributor of light duty commercial vehicles (Pick Up) manufactured by BFM and spare parts and provider of after sales service in Malaysia.

On 17 November 2011, both KKS and BFM have extended the condition fulfillment period ("CF Period") under the KDA and such CF Period was further extended on 16 April 2012 for another 6 months ending 17 October 2012. On 17 October 2012, all the conditions precedent to the KDA have been fulfilled and the KDA became unconditional.

7. Group borrowings

Particulars of the Group borrowings as at the reporting date are as follows:

	Unsecured
Current	RM'000
Banker acceptance	54,765
Revolving credit	72,500
Term loan	33,812
	161,077
Non-current	
Term loan	81,382

The above borrowings were denominated in Ringgit Malaysia.

8. Material litigation

On 3 July 2002, the Company and a subsidiary claimed for damages against two former directors of the subsidiary for breaches of their fiduciary and/or contractual duties. On or about 25 June 2004, two (2) former employees of subsidiaries of the Company were added as defendants to the action.

On 7 February 2006, the plaintiffs filed an application for leave to include another party as co-defendant. The application was allowed by the Court.

The parties are awaiting further direction from the Court to set a date for a further mention date.

9. Dividend

No dividend was proposed for the current interim period.



10. Earnings per share

Basic earnings per share is calculated based on profit for the period attributable to owners of the Company and weighted average number of ordinary shares in issue during the period.

	Individua 30.09.12 RM'000	l Quarter 30.09.11 RM'000	Cumulativ 30.09.12 RM'000	e Quarter 30.09.11 RM'000
Profit attributable to owners	2 200	4,079	12,918	10 222
of the Company	3,809	4,079	12,916	10,333
	Individua 30.09.12 '000	l Quarter 30.09.11 '000	Cumulativ 30.09.12 '000	ve Quarter 30.09.11 '000
Weighted average number of ordinary shares in issue	65,131	65,181	65,144	65,195
	Individual Quarter 30.09.12 30.09.11 Sen Sen		Cumulative Quarter 30.09.12 30.09.11 Sen Sen	
Basic earnings per share	5.85	6.26	19.83	15.85

11. Notes to the Condensed Consolidated Income Statement

Profit before tax is arrived at after charging the following items:

		Individual quarter		Cumulative quarter	
		30.09.12	30.09.11	30.09.12	30.09.11
		RM'000	RM'000	RM'000	RM'000
(a)	Depreciation and amortisation	12,635	11,435	36,665	32,225
(b)	Provision for doubtful debts	181	-	242	-
(c)	Bad debts written off	9	-	9	-
(d)	Provision for inventories	777	431	1,576	1,459
(e)	Inventories written off	-	-	-	-
(f)	(Gain)/Loss on disposal of quoted or unquoted investments	-	-	-	-
(g)	(Gain)/Loss on disposal of properties	-	-	-	-
(h)	Impairment of assets	-	-	-	-
(i)	Foreign exchange loss	27	879	62	927
(j)	Loss on derivatives	-	-	-	-
(k)	Exceptional items	-	-	-	-



12. Disclosure of realised and unrealised profits

The breakdown of the retained profits of the Group as at 30 September 2012, into realised and unrealised profits/losses, is as follows:

	As at 30.09.2012 RM'000	As at 31.12.2011 RM'000 Restated
Total retained profits of the Group:		
- Realised	252,830	242,491
- Unrealised	(17,070)	(15,480)
	235,760	227,011
Total retained profits from jointly controlled entities		
- Realised	9,941	9,404
- Unrealised	366	366
	10,307	9,770
Less: Consolidation adjustments	(19,625)	(17,395)
Total retained profits as per statement of financial position	226,442	219,386

The determination of realised and unrealised profits or losses is compiled based on Guidance of Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Securities Main Market Listing Requirements, issued by the Malaysian Institute of Accountants on 20 December 2010.

The disclosure of realised and unrealised profits/losses above is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities and should not be applied for any other purposes.

BY ORDER OF THE BOARD ANG LAY BEE CHANG PIE HOON Company Secretaries Kuala Lumpur 27 November 2012