

(Incorporated in Malaysia)

# **Condensed Consolidated Statement of Comprehensive Income (Unaudited)**

For the quarter ended 30 June 2012

		Individua	l Quarter	Cumulative Quarter			
	Note	Current Year Quarter 30/06/2012 RM'000	Preceding Year Quarter 30/06/2011 RM'000	Current Year to Date 30/06/2012 RM'000	Preceding Year to Date 30/06/2011 RM'000		
Revenue		85,311	66,609	162,183	128,455		
Cost of sales and direct expenses	Α	(58,646)	(45,525)	(110,039)	(87,949)		
Gross profit		26,665	21,084	52,144	40,506		
Investment revenue	В	572	* 43	1,077	* 91		
Other operating income		2,535	* 1,624	4,783	* 3,000		
Other gains and (losses)	С	1,197	* 5,584	1,010	* 5,422		
Selling and distribution expenses	Α	(8,169)	(7,758)	(14,379)	(14,200)		
Administrative and general expenses	Α	(6,382)	(4,973)	(12,624)	(8,902)		
Profit from operations		16,418	15,604	32,011	25,917		
Finance costs	D	(248)	* (393)	(506)	(792)		
Share of profits/(losses) in associates		222	(117)	456	(439)		
Profit before tax		16,392	15,094	31,961	24,686		
Income tax expense		(4,056)	(2,291)	(8,168)	(5,066)		
Profit For The Period		12,336	12,803	23,793	19,620		
Exchange difference on translating foreign s	ubsidiary	39	34	39	41		
Total Comprehensive Income For The Perio	d	12,375	12,837	23,832	19,661		
Profit for the period attributable to :							
Owners of the Company		12,323	12,787	23,755	19,604		
Non-controlling interests		13	16	38	16		
		12,336	12,803	23,793	19,620		
Total Comprehensive Income For The Perio	d attributable	to:					
Owners of the Company		12,362	12,821	23,794	19,645		
Non-controlling interests		13	16	38	16		
		12,375	12,837	23,832	19,661		
Earnings per share (EPS) attributable to Ow	ners of the Co	,					
Basic EPS (sen)		3.73	7.61	7.20	11.67		
Diluted EPS (sen)		3.73	7.61	7.20	11.67		

<sup>\*</sup>Figures are restated due to reclassification.



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# **Condensed Consolidated Statement of Comprehensive Income (Unaudited)** (continued)

For the quarter ended 30 June 2012

# Notes to the Statement of Comprehensive Income

	Individua	al Quarter	Cumulati	ve Quarter
	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date
	30/06/2012	30/06/2011	30/06/2012	30/06/2011
	RM'000	RM'000	RM'000	RM'000
Note A - Depreciation and amortization				
- depreciation of property, plant and equipment	3,510	2,701	7,048	5,074
- amortization of intangible asset	586	-	1,172	-
- amortization of prepaid lease payments	46	54	92	108
Total depreciation and amortization	4,142	2,755	8,312	5,182
Note B - Investment revenue				
- interest income	542	14	1,017	32
- rental income from investment property	30	29	60	59
Total investment revenue	572	43	1,077	91
Note C - Other gains and (losses)				
- gain on disposal of property, plant and equipment - Gain on disposal of investment in associated	498	102	545	32
companies	-	5,070	-	5,070
- Government grants received	6	2	12	2
- Gain arising on settlement of legal claim	-	250	-	250
- Change in fair value of investments - Foreign exchange gain/(loss) - realized and	211	-	309	-
unrealized	482	160	144	68
Total other gains and (losses)	1,197	5,584	1,010	5,422
Note D - Finance costs				
- Interest expense	209	364	427	734
- Other bank charges	39	29	79	58
Total finance costs	248	393	506	792

Note - There is no income/expense in relation to provision for and write off of inventories, bad debts written off, impairment of assets, gain or loss on derivatives or exceptional items.

(The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2011 and the accompanying notes attached to this interim financial report.)

(Incorporated in Malaysia)

# Condensed Consolidated Statement of Financial Position (Unaudited) As at 30 June 2012

	Unaudited As At 30/06/2012	Audited As At 31/12/2011
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	57,730	52,805
Prepaid lease payments	13,896	13,988
Investment properties	1,860	1,860
Investment in associates	1,665	1,209
Other investments	994	766
Goodwill on consolidation	25,672	25,671
Intangible assets	20,894	22,066
Deferred tax assets	1,314	1,194
Total non-current Assets	124,025	119,559
Current assets		
Inventories	16,033	16,416
Trade and other receivables	47,757	44,408
Amount owing by associates	1,655	1,399
Other investments	20,514	10,206
Current tax assets	463	550
Fixed deposits, cash and bank balances	92,690	85,627
Total current assets	179,112	158,606
TOTAL ASSETS	303,137	278,165
EQUITY		
Capital and reserves		
Issued capital	330,000	330,000
Reserves	(210,296)	(210,336)
Retained earnings	107,929	97,407
Equity attributable to owners of the Company	227,633	217,071
Non-controlling interests	274	236
Net equity	227,907	217,307



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# **Condensed Consolidated Statement of Financial Position (Unaudited)** (continued)

As at 30 June 2012

	Unaudited As At 30/06/2012 RM'000	Audited As At 31/12/2011 RM'000
Non-current liabilities		
Hire-purchase payables	1,374	1,830
Borrowings	10,543	11,484
Deferred income	2,550	2,773
Deferred capital grant	35	47
Deferred tax liabilities	1,938	2,261
Total non-current liabilities	16,440	18,395
Current liabilities		
Trade and other payables	46,924	34,601
Amount owing to ultimate holding company	159	51
Amount owing to a director of a subsidiary	33	4
Hire-purchase payables	821	861
Borrowings	1,501	1,537
Deferred income	1,692	1,299
Deferred capital grant	24	24
Current tax liabilities	7,636	4,086
Total current liabilities	58,790	42,463
TOTAL LIABILITIES	75,230	60,858
TOTAL EQUITY AND LIABILITIES	303,137	278,165
Net assets per share attributable to ordinary equity holders of the Company (RM)	0.69	0.66

(The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2011 and the accompanying notes attached to this interim financial report.)



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# Condensed Consolidated Statement of Changes in Equity (Unaudited) For the quarter ended 30 June 2012

		Non-distribut	able Reserves	Distributable Reserve				
	Issued Capital RM'000	Share Premium RM'000	Reserve Arising From Restructuring RM'000	Foreign Currency Translation Reserve RM'000	Retained Earnings RM'000	Attributable to Owners of the Company RM'000	Non- controlling Interests RM'000	Net Equity RM'000
Balance as at 1 January 2012	330,000	12,311	(222,654)	7	97,407	217,071	236	217,307
Other comprehensive income for the period	-	-	-	40	-	40	-	40
Profit for the period	-	-	-	-	23,755	23,755	38	23,793
Total comprehensive income for the period	-	-	-	40	23,755	23,795	38	23,833
Dividends	-	-	-	-	(13,233)	(13,233)	-	(13,233)
Balance as at 30 June 2012	330,000	12,311	(222,654)	47	107,929	227,633	274	227,907
Balance as at 1 January 2011	* -	-	-	(20)	65,479	65,459	-	65,459
Acquisition of subsidiaries (acquisition method)	39,354	-		-	-	39,354	197	39,551
Acquisition of subsidiaries (common control combination)	227,252	-	(222,654)	-	-	4,598		4,598
Exchange difference arising from foreign subsidiary	-	-	-	41	-	41	-	41
Total comprehensive income for the period			-		19,604	19,604	16	19,620
Balance as at 30 June 2011	266,606	-	(222,654)	21	85,083	129,056	213	129,269

<sup>\*</sup>Amount less than RM1,000.00

(The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2011 and the accompanying notes attached to this interim financial report.)



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# Condensed Consolidated Statement of Cash Flow (Unaudited) For the quarter ended 30 June 2012

CASH FLOWS FROM / (USED IN) OPERATING ACTIVITIES Profit for the period	6 months period ended 30/06/2012 RM'000	6 months period ended 30/06/2011 RM'000
Adjustments for :		
Depreciation of property, plant and equipment	7,048	5,074
Income tax expense recognised in profit or loss	8,168	5,066
Finance costs	506	792
Amortisation of intangible asset	1,172	-
Property, plant and equipment written off	206	310
Share of (profits)/losses in associates	(456)	439
Amortisation of prepaid lease payments	92	108
Gain on disposal of property, plant and equipment	(545)	(32)
Investment revenue recognised in profit and loss	(1,077)	(91)
Gain on revaluation of other investments	(308)	-
Unreaslised (gain)/loss on foreign exchange	(347)	(183)
Deferred capital grant income	(12)	(2)
Allowance for doubtful debts	-	(6)
Gain on disposal of investment in associates	-	(5,070)
Operating profit before changes in working capital	38,240	26,025
(Increase)/decrease in inventories	384	(153)
(Increase)/decrease in receivables	(2,968)	108
(Increase)/decrease in amount owing by associates	(220)	893
Increase/(decrease) in payables	(1,722)	(8,321)
Increase/(decrease) in deferred income	188	248
Increase/(decrease) in amount owing to Directors	(4)	-
Cash Generated From Operations	33,898	18,800
Income tax refund	265	-
Income tax paid	(5,238)	(4,520)
NET CASH FROM OPERATING ACTIVITIES	28,925	14,280
CASH FLOWS FROM / (USED IN) INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	1,062	803
Interest income received	948	7
Rental income received	60	59
Purchase of other investments	(10,228)	-
Purchase of property, plant and equipment	(12,006)	(1,396)
Withdrawal/(Placement) of fixed deposits	-	(10)
Advances granted to associates	_	(70)
Acquisition of subsidiaries/associates	_	(548)
NET CASH USED IN INVESTING ACTIVITIES	(20,164)	(1,155)



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# Condensed Consolidated Statement of Cash Flow (Unaudited) (continued) For the quarter ended 30 June 2012

	6 months	6 months
	period ended	period ended
	30/06/2012	30/06/2011
	RM'000	RM'000
CASH FLOWS FROM / (USED IN) FINANCING ACTIVITIES		
Proceeds from term loans	-	4,800
Repayment of bankers' acceptances - net	-	42
Repayment from ultimate holding company	108	1,145
Repayment of term loans	(977)	(3,200)
Finance costs paid	(506)	(792)
Repayment of hire-purchase payables	(496)	(168)
NET CASH FROM FINANCING ACTIVITIES	(1,871)	1,827
NET INCREASE IN CASH AND CASH EQUIVALENTS	6,890	14,952
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	83,198	17,003
Currency translation differences	105	32
CASH AND CASH EQUIVALENTS AT END OF PERIOD	90,193	31,987
Cash and cash equivalents comprise the following :		
Fixed deposits	2,497	4,041
Short-term investment fund	79,399	-
Cash and bank balances	10,794	31,919
	92,690	35,960
Less : Fixed deposits on lien	(2,497)	(3,973)
CASH AND CASH EQUIVALENTS AT END OF PERIOD	90,193	31,987

(The unaudited Condensed Consolidated Statement of Cash Flow should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2011 and the accompanying notes attached to this interim financial report.)



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Quarterly financial report (unaudited)
For the quarter ended 30 June 2012
PART A - Explanatory Notes Pursuant To Malaysian Financial Reporting Standard ("MFRS") 134, Interim Financial Reporting

#### A1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with MFRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standard Board ("MASB") 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 for the year ended 31 December 2011 and the accompanying notes attached to this interim financial report.

### A2. Significant Accounting Policies

The accounting policies and methods of computation adopted for the interim financial report are consistent with those adopted for the annual audited financial statements for the year ended 31 December 2011.

The Group has adopted the Malaysian Financial Reporting Standards ("MFRS") framework issued by MASB with effect from 1 January 2012. This MFRS framework was introduced by the MASB in order to fully converge with Malaysia's existing Financial Reporting Standards ("FRS") framework with the International Financial Reporting Standards ("IFRS") framework issued by the International Accounting Standards Board. There has been no material impact upon the adoption of the MFRS on the financial statements of the Group.

The Group has also adopted all the new and revised MFRSs and Issues Committee Interpretations ("IC Interpretations") that are relevant and effective for accounting periods beginning on or after 1 January 2012. The adoption of these new and revised MFRSs and IC Interpretations have not resulted in any material impact on the financial statements of the Group.

## **Basis of Consolidation**

#### (i) Business combination

Financial statements of subsidiary companies are consolidated using the acquisition method of accounting. Under the acquisition method, the results of the subsidiary companies acquired are included in the consolidated profit or loss from the effective date of acquisition. On acquisition, the assets and liabilities of the relevant subsidiary companies are measured at their fair values at the date of acquisition.

The acquired subsidiary companies are consolidated from the effective date of acquisition on 16 May 2011 to 31 December 2011 for the financial year ended 31 December 2011.



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## A2. Significant Accounting Policies (continued)

### **Basis of Consolidation (continued)**

### (ii) Business combinations involving common control entities

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties, both before and after the business combination, and that control is not transitory.

The consolidated financial statements incorporate the financial statements items of the combining entities in which the common control combination occurs as if they had been combined from the date when the combining entities first came under the control of the controlling parties.

The results of the subsidiary companies under common control are consolidated throughout the entire financial period from 1 January 2011 to 31 December 2011 for the financial year ended 31 December 2011.

#### A3. Comments about Seasonal or Cyclical Factors

Generally there is no seasonality for our chain of café outlets as well as our instant coffee mix and tea manufacturing operations. The Group's business operations and performance are not subject to seasonal or cyclical factors for the current quarter under review.

#### A4. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no items affecting assets, liabilities, equities, net income or cash flows that are unusual because of their nature, size or incidence during the quarter under review.

#### A5. Material Changes in Estimates

There were no changes in estimates of amounts reported in prior financial years that have had a material effect in the current quarter.

#### A6. Debt and Equity Securities

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



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#### A7. Dividend Paid

No dividend was paid during the guarter ended 30 June 2012.

## A8. Segment Information

The Group's operations can be segmented by business activities namely:

- (a) Operation of a chain of cafes;
- (b) Manufacturing of coffee and other beverages and
- (c) Others (investment holding and provision of management services)

The segment information by business activities is as follows:

	Individua	l Quarter	Cumulative Quarter				
	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date			
	30/06/2012	30/06/2011	30/06/2012	30/06/2011			
	RM'000	RM'000	RM'000	RM'000			
Revenue							
- Operation of Café Chain	50,626	39,565	98,358	76,657			
- Manufacturing of Beverages	34,685	26,971	63,825	51,725			
- Others		73		73			
	85,311	66,609	162,183	128,455			

	Individua	l Quarter	Cumulative Quarter					
	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date				
	30/06/2012 RM'000	30/06/2011 RM'000	30/06/2012 RM'000	30/06/2011 RM'000				
Profit Before Tax								
- Operation of Café Chain	9,340	10,244	17,843	15,661				
- Manufacturing of Beverages	6,664	5,223	14,105	9,443				
- Others	388	(373)	13	(418)				
	16,392	15,094	31,961	24,686				



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#### A8. Segment Information (continued)

#### Geographical Segment

The Group operates in four principal geographical areas - Malaysia (country of domicile), South East Asia, other Asian countries and others.

The Group's revenue from continuing operations from external customers by geographical area are detailed below:

	Individua	l Quarter	Cumulative Quarter					
	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date				
	30/06/2012	30/06/2011	30/06/2012	30/06/2011				
	RM'000	RM'000	RM'000	RM'000				
Revenue								
Malaysia	65,237	50,140	123,938	97,737				
South East Asia	8,096	6,920	15,167	12,089				
Other Asian countries	10,511	8,484	20,690	16,763				
Others	1,467	1,065	2,388	1,866				
	85,311	66,609	162,183	128,455				

There is no one customer who contributed more than 10% of the total revenue during the financial year.

Segment assets and segment liabilities were not disclosed as they were not regularly provided to the chief operating decision maker for their day-to-day operation decision making.

#### A9. Material Events Subsequent to the End of the Interim Period

There were no material events subsequent to the end of the current quarter.

#### A10. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current quarter.

#### A11. Changes in Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities and contingent assets since the end of the last annual reporting period.



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Quarterly financial report (unaudited) For the quarter ended 30 June 2012

PART A - Explanatory Notes Pursuant To Malaysian Financial Reporting Standard ("MFRS") 134, Interim Financial Reporting

## **A12. Related Party Transactions**

The related party transactions entered into by the Group are recurrent transactions of revenue or trading in nature ("RRPTs"). The Group's related party transactions for the **quarter** ended 30 June 2012 are as follows:

(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
			<b>Current Year</b>	r Quarter 3	30/6/2012						Prec	eding Yea	r Quarter 3	30/6/2011		
Transactions with Holding Company																
Oldtown International Sdn Bhd	-	-	-	298	-	-	-	298	-	-	-	287	-	_	_	287
Transactions with Associates																
OTK Eatery Sdn. Bhd.	,	1	-	,	103	62	52	218	-	19	-	-	100	60	56	235
OTK Singapore Pte. Ltd.	1	1,027	-	1	261	156	-	1,444	1	930	-	-	233	140	-	1,303
Plus One Solution Sdn. Bhd.	1	-	1	1	-	-	242	242	1	1	-	-	-	-		_
Transactions with a company in which a close family member of a director of the company who is also a substantial shareholder of the company is a director and has substantial financial interest; a company in which a director of the Company is a shareholder.																
AC Montage Marketing Sdn. Bhd.	-	-	-	13	-	-	-	13	-	-	-	12	-	_	_	12



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(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
		Current Year Quarter 30/6/2012							Preceding Year Quarter 30/6/2011							
Transactions with companies in which a close family member of a director of the Company is a director and has substantial financial interest.									ı	ı	ı	ı				
GC Alamanda Sdn. Bhd.	195	-	-	-	28	17	-	240	119	-	-	-	19	12	-	150
GC Bangsar Two Sdn. Bhd.	146	-	-	-	27	16	-	189	164	-	-	-	27	17	-	208
GC Brickfields Sdn. Bhd.	149	3	-	-	23	14	-	189	169	5	-	-	26	16	_	216
GC Port Klang Sdn. Bhd.	-	-	-	-	-	-	-	-	-	-	•	-	-	-	-	-
GC Selayang Sdn. Bhd.	136	-	-	-	20	12	-	168	120	-	-	-	19	12	-	151
GC Shamelin Sdn. Bhd.	106	2	-	-	19	11	-	138	-	-	-	-	-	-	-	-
Gourmet Chef Sdn. Bhd.	97	-	-	-	14	9	-	120	102	-	-	-	17	10	-	129
Gourmet Corner KL Sdn. Bhd.	188	-	-	63	28	17	-	296	206	-	-	60	34	20	-	320
Natural Marketing Sdn. Bhd.	-	-	49	-	-	-	-	49	-	-	42	-	-	-	-	42
OTK (Genting) Sdn. Bhd.	1,530	59	-	-	288	173	-	2,050	1,351	41	-	-	267	161	-	1,820
Transactions with companies in which interest.	a directo	r of the Co	mpany is de	emed to ha	ave substa	antial finar	ncial									
Acadian Gourmet Sdn. Bhd.	92	-	-	-	12	7	-	111	89	-	-	-	13	8	-	110
Acadian Gourmet KK Sdn. Bhd.	129	-	-		17	10	-	156	131	-		-	19	12	-	162
Acadian Gourmet PB Sdn. Bhd.	178	-	-	-	21	12	-	211	155	-	-	-	20	12	_	187



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(in RM'000)	F&B	non- F&B	F&B	Dental	Davaltu	A&P	Others	Total	F&B	non- F&B	F&B	Dental	Develtor	AOD	Others	Total
(In RM 000)	sales	sales	purchases Current Yea	Rental	Royalty	A&P	Otners	rotai	sales	sales	purchases	Rental	Royalty r Quarter 3	A&P	Otners	rotai
			Current rea	Qualter .	50/0/2012						FIEC	euilig rea	Quarter	00/0/2011		
Transactions with a company in which has substantial financial interest; a cosubstantial financial interest.							tor and									
Gourmet Corner Ipoh Sdn. Bhd.	227	6	-	-	33	20	-	286	218	14	-	-	35	21	-	288
ransactions with companies in which a close family member of a director of the Company is a director and leemed to have substantial financial interest.																
GC Bangsar Sdn. Bhd.	169	-	-	-	26	16	-	211	167	-	-	-	27	16	-	210
GC Kapar Sdn. Bhd.	82	105	-	-	10	6	-	203	93	3		-	14	8	-	118
GC South City Sdn. Bhd.	106	-	-	-	15	10	-	131	99	-	-	-	15	9	-	123
OTK (Alam Damai) Sdn. Bhd.	68	-	-	-	10	6	-	84	75	-	-	-	10	6	-	91
OTK (Intan) Sdn. Bhd.	146	-	-	-	23	14	-	183	136	-	-	-	20	12	-	168
OTK (Kuala Selangor) Sdn. Bhd.	81	-	-	-	14	8	-	103	82	-	-	-	13	8	-	103
OTK (Rawang) Sdn. Bhd.	136	7	-	-	22	14	-	179	98	1	-	-	13	8	-	120
OTK (Shah Alam) Sdn. Bhd.	115	5	-	-	18	10	-	148	74	37	-	-	10	7	-	128
OTK Manjung Sdn. Bhd.	143	-	-	-	21	13	-	177	128	-	-	-	17	10	-	155
OTK Sarawak Sdn. Bhd.	-	-	-	-	32	20	16	68	-	-	-	-	33	20	16	69



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ATE. Helated Larty Halls	actions	7 100	···aoa/													
(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
			Current Yea				0.11010						r Quarter 3			10101
Transactions with companies in which financial interest.	h a close fa	amily mem	ber of a dire	ctor of the	Company	has subs	tantial					<u> </u>				
Mayson Trade (M) Sdn. Bhd.	-	-	-	-	-	-	49	49	-	-	-	-	-	-	29	29
OTK Logistics Sdn. Bhd	687	72	786	-	-	-	-	1,545	581	112	687	-	-	-	-	1,380
ransactions with companies in which a director of the Company is a director and has substantial financial terest.																
Oldtown Asia Pacific Limited	-	-	-	-	19	-	-	19	-	-	-	-	-	-	-	
OTK Northern Sdn. Bhd.	322	160	-	_	36	22	-	540	176	2	-	-	21	13	_	212
Transactions with a company in which has direct and indirect substantial final deemed to have substantial financial substantial financial interest.	ancial inter	rest; a coi	npany in wh	ich a direc	tr of the C	ompany is	6									
Gourmet Corner Sdn. Bhd.	233	6	-	-	34	20	-	293	216	3	-	-	33	20	-	272
Transactions with a company in which and have substantial financial interes	Transactions with a company in which a director of the Company and close family members are directors and have substantial financial interests.															
Noble Virtue Sdn. Bhd.	-	-	-	13	-	-	-	13	-	-	-	13	-	-	-	13
Soonsen Enterprise Sdn Bhd	_	-	-	39	-	-	-	39	-	-	-	-	-	-	-	
Lee Teck Wai (CN Properties)	-	-	-	12	-	-	-	12	-	-	-	6	-	-	-	6



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(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
			<b>Current Yea</b>	r Quarter	30/6/2012						Prec	eding Yea	r Quarter 3	30/6/2011		
Transactions with companies in which close family members of a director of the Company are directors and have substantial financial interests.																
GC Bangi Sdn. Bhd.	167	-	-	-	22	13	-	202	142	-	-	-	21	12	-	175
OTK Ipoh Road Sdn. Bhd.	93	-	-	-	12	8	-	113	110	-	-	-	14	9	-	133
OTK Megah Sdn. Bhd.	63	-	-	-	9	6	-	78	85	-	-	-	11	7	-	103
OTK USJ Sdn. Bhd.	141	-	-	-	23	13	-	177	141	-	-	1	24	14	-	179
OTK Sunway Sdn. Bhd.	129	-	-	-	18	11	-	158	136	-	-	-	21	13	-	170
OTK (Petaling Jaya) Sdn. Bhd.	239	14	-	-	34	20	-	307	262	6	-	-	37	23	-	328
Transactions with a close family mem	ransactions with a close family member of a director of the Company.											•	•	•	•	•
Lim Khim Lan	-	-	-	15	-	-	-	15	-	-	-	-	-	-	-	-

Note:	
F&B sales	Sale of food and beverages products
non-F&B sales	Sale of furniture and utensils
F&B purchases	Purchase of food and beverages products
Rental	Rental of hostel, office, warehouse, outlet
Royalty	Royalty fees charged
A&P	Advertising and promotion fees charged



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## A12. Related Party Transactions (continued)

The Group's related party transactions for the **period** ended 30 June 2012 are as follows:

(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
_ (III Tilli GGG)	Gaioo	- Gaice	Current Yea			716.1	Culoid	Total	Caioc	Calco	<b></b>		r to Date 3		Curore	Total
Transactions with Holding Company																
Oldtown International Sdn Bhd	-	-	-	602	-	-	-	602	-	-	-	573	-	-	-	573
Transactions with Associates																
OTK Eatery Sdn. Bhd.	-	5	-	-	211	126	107	449	-	19	-	ı	212	127	117	475
OTK Singapore Pte. Ltd.	-	1,899	-	-	475	285	25	2,684	-	1,806	-	-	448	268	-	2,522
Plus One Solution Sdn. Bhd.	-	-	-	-	-	-	414	414	-	-	-	-	-	-	-	-
Transactions with a company in which a close family member of a director of the company who is also a substantial shareholder of the company is a director and has substantial financial interest; a company in which a director of the Company is a shareholder.																
AC Montage Marketing Sdn. Bhd.	-	-	-	25	_	-	-	25	-	-	-	24	-	-	,	24



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(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
(minutes)	caree	caree	Current Yea			7101	Ctricio	Total	caico	caice			ar to Date		Othlore	Total
Transactions with companies in which has substantial financial interest.	a close fa	amily mem	ber of a dire	ctor of the	Company	is a direc	tor and	I		ı		1	1	1		T
GC Alamanda Sdn. Bhd.	393	-	-	-	58	35	-	486	243	-	-	-	38	23	-	304
GC Bangsar Two Sdn. Bhd.	290	-	-	-	53	32	-	375	307	-	-	-	55	32	-	394
GC Brickfields Sdn. Bhd.	314	5	-	_	47	28	-	394	345	9	-	-	53	32	-	439
GC Port Klang Sdn. Bhd.	-	-	-	-	-	,	-	-	-	-	-	-	-	-	-	-
GC Selayang Sdn. Bhd.	261	-	-	-	40	24	-	325	248	-	-	-	39	23	-	310
GC Shamelin Sdn. Bhd.	212	11	-	-	38	23	-	284	-	-	-	-	-	-	-	-
Gourmet Chef Sdn. Bhd.	189	-	-	-	29	18	-	236	213	-	-	-	34	21	-	268
Gourmet Corner KL Sdn. Bhd.	371	-	-	125	60	35	-	591	413	-	-	120	69	42	-	644
Natural Marketing Sdn. Bhd.	-	-	107	-	-	-	-	107	-	-	103	-	-	-	-	103
OTK (Genting) Sdn. Bhd.	2,962	76	-	-	572	343	-	3,953	2,573	196	-	-	516	310	80	3,675
Transactions with companies in which a director of the Company is deemed to have substantial financial interest.																
Acadian Gourmet Sdn. Bhd.	185	-	-	-	24	15	-	224	185	-	-	-	25	15	-	225
Acadian Gourmet KK Sdn. Bhd.	254	-	-	_	35	21	-	310	264	-	-	-	39	23	_	326
Acadian Gourmet PB Sdn. Bhd.	351	-	-	-	44	26	-	421	307	-	-	-	41	24	-	372



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(in RM'000)	F&B sales	non- F&B sales	F&B	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
(III NW 000)	sales	sales	purchases Current Yea			A&P	Others	Total	sales	sales			r to Date 3		Others	Total
			Ourrent rec	ii to Date .	30/0/2012						1100	cumy rea	ii to bate t	00/0/2011		
Transactions with a company in which has substantial financial interest; a cosubstantial financial interest.							tor and									
Gourmet Corner Ipoh Sdn. Bhd.	470	17	-	-	70	42	-	599	444	25	-	-	69	42	-	580
Transactions with companies in which a close family member of a director of the Company is a director and deemed to have substantial financial interest.																
GC Bangsar Sdn. Bhd.	315	-	-	-	52	31	-	398	321	-	-	-	54	32	-	407
GC Kapar Sdn. Bhd.	158	106	-	-	21	13	-	298	194	7	-	-	30	17	-	248
GC South City Sdn. Bhd.	208	-	-	-	31	19	-	258	193	-	-	-	29	18	-	240
OTK (Alam Damai) Sdn. Bhd.	127	-	-	-	21	13	-	161	146	-	-	-	21	13	-	180
OTK (Intan) Sdn. Bhd.	292	-	-	-	48	28	-	368	265	-	-	-	39	24	-	328
OTK (Kuala Selangor) Sdn. Bhd.	167	-	-	-	29	17	-	213	176	-	-	-	30	18	-	224
OTK (Rawang) Sdn. Bhd.	267	9	-	-	42	26	-	344	191	3	-	-	26	16	-	236
OTK (Shah Alam) Sdn. Bhd.	244	12	-	-	35	21	-	312	160	39	-	-	21	13	-	233
OTK Manjung Sdn. Bhd.	280	-	-	-	43	26	-	349	263	-	-	-	35	21	-	319
OTK Sarawak Sdn. Bhd.	-	-	-	-	64	39	48	151	-	-	-	-	59	36	30	125



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(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
(iii iiii cooy	54.55	54.55	Current Yea			7.00.	31.10.0	· ota.	54.55	54.55			r to Date 3		01.10.0	- Otal
Transactions with companies in which financial interest.	a close fa	mily mem	ber of a dire	ctor of the	Company	/ has subs	tantial									
Mayson Trade (M) Sdn. Bhd.	-	-	-	-	-	-	110	110	-	-	-	-	-	-	97	97
OTK Logistics Sdn. Bhd	1,250	86	1,503	-	-	-	-	2,839	1,190	126	1,483	-	-	-	-	2,799
Transactions with companies in which interest.																
Oldtown Asia Pacific Limited	-	-	-	-	19	-	-	19	-	-	-	-	-	-	-	-
OTK Northern Sdn. Bhd.	495	160	-	-	59	35	-	749	339	5	-	-	40	24	-	408
Transactions with a company in which has direct and indirect substantial fina deemed to have substantial financial in substantial financial interest.	incial inter	est; a cor	npany in whi	ch a direc	tr of the C	ompany is	;									
Gourmet Corner Sdn. Bhd.	475	15	-	-	70	42	-	602	438	13	-	-	67	40	-	558
Transactions with a company in which and have substantial financial interest		r of the Co	mpany and o	lose famil	ly membei	rs are dire	ctors									
Noble Virtue Sdn. Bhd.	-	-	-	26	-	-	-	26	-	-	-	26	-	-	-	26
Soonsen Enterprise Sdn Bhd	-	-	-	78	-	_	-	78	-	-	-	-	-	-	-	-
Lee Teck Wai (CN Properties)	-	-	-	24	-	_	-	24	-	-	-	6	-	-	-	6



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## A12. Related Party Transactions (continued)

(in RM'000)	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total	F&B sales	non- F&B sales	F&B purchases	Rental	Royalty	A&P	Others	Total
			Current Yea	r to Date	30/6/2012						Prec	eding Yea	r to Date 3	80/6/2011		
Transactions with companies in which close family members of a director of the Company are directors and have substantial financial interests.																
GC Bangi Sdn. Bhd.	317	12	-	-	44	26	-	399	293	-	-	-	43	25	-	361
OTK Ipoh Road Sdn. Bhd.	175	-	-	-	25	15	-	215	216	-	-	-	30	17	-	263
OTK Megah Sdn. Bhd.	131	-	-	-	19	12	-	162	170	-	-	-	22	13	-	205
OTK USJ Sdn. Bhd.	272	-	-	-	45	27	-	344	275	-	-	1	45	28	-	348
OTK Sunway Sdn. Bhd.	246	-	-	-	36	22	-	304	283	-	-	1	43	25	-	351
OTK (Petaling Jaya) Sdn. Bhd.	528	25	-	-	65	39	-	657	541	17	-	-	76	45		679
Transactions with a close family mem	ransactions with a close family member of a director of the Company.									•		•	•	•	•	
Lim Khim Lan	-	-	-	30	-	-	-	30	-	-	-	-	-	-	-	-

The above transactions have been entered into with related parties on terms and conditions that are not more favorable to the related parties than those generally available to the public.

Note :	
F&B sales	Sale of food and beverages products
non-F&B sales	Sale of furniture and utensils
F&B purchases	Purchase of food and beverages products
Rental	Rental of hostel, office, warehouse, outlet
Royalty	Royalty fees charged
A&P	Advertising and promotion fees charged



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## A13. Capital Commitments

The capital commitments for property, plant and equipment not provided for as at 30 June 2012 were as follows:

	As at 30 June 2012 RM'000
Approved and contracted for Approved but not contracted for	41,482 174
Total capital commitments	41,656



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# PART B - Explanatory Notes Pursuant To The Listing Requirements of Bursa Malaysia Securities Berhad

#### B1. Review of Performance

	Individual	Quarter	Cumulative	e Quarter
(in RM'000)	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date
	30/06/2012	30/06/2011	30/06/2012	30/06/2011
Revenue				
- Operation of Café Chain	50,626	39,565	98,358	76,657
- Manufacturing of Beverages	34,685	26,971	63,825	51,725
- Others	-	73	-	73
	85,311	66,609	162,183	128,455
Profit Before Tax				
- Operation of Café Chain	9,340	10,244	17,843	15,661
- Manufacturing of Beverages	6,664	5,223	14,105	9,443
- Others	388	(373)	13	(418)
	16,392	15,094	31,961	24,686

The Group's revenue and profit before tax for the quarter ended 30 June 2012 was RM85.3 million and RM16.4 million respectively.

The Group's café chain operation recorded revenue of RM50.6 million and profit before tax of RM9.3 million and the manufacturing of beverages division reported revenue of RM34.7 million and profit before tax of RM6.7 million for the current guarter.

The Group recorded profit before tax of RM31.9 million for the financial year to date at the back of group's revenue of RM162.2 million.

The acquisition of some subsidiaries in conjunction with the listing exercise was completed on 16 May 2011, therefore, the results for the corresponding quarter and year to date only included the results of acquired subsidiaries from the effective date of acquisition up to the quarterly reporting date ended on 30 June 2011.

Had the acquisitions been effected at January 1, 2011, the Group's revenue and profit before tax would have been RM142.7 million and RM29.2 million respectively. These "pro-forma" numbers represent an approximate measure of the performance of the combined group and serve as reference point for comparison purpose.

	current year to date	"pro-forma" numbers Preceding Year to Date
(in RM'000)	30/06/2012	30/06/2011
Revenue	162,183	142,735
Profit before tax	31,961	29,174
Profit before tax %	20%	20%
Increase in revenue (%)	14%	·
Increase in profit before tax (%)	10%	

The profit before tax for the period ended 30 June 2011 included a gain on disposal of investment in associated companies of RM5.1 million. The improved performance for the current financial year to date was mainly due to the increase in revenue, increase in investment income and share of profits in associates for the current year to date as compared to share of losses in associates for the period ended 30 June 2011.



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#### **B2.** Variation of Results against Preceding Quarter

	Current Quarter	Preceding Quarter
(in RM'000)	30/06/2012	31/03/2012
Revenue		
- Operation of Café Chain	50,626	47,732
- Manufacturing of Beverages	34,685	29,140
	85,311	76,872
Profit Before Tax		
- Operation of Café Chain	9,340	8,503
- Manufacturing of Beverages	6,664	7,441
- Others	388	(375)
	16,392	15,569

#### Operation of café chain

The café chain operation recorded higher revenue of RM50.6 million as compared to the preceding quarter's revenue of RM47.7 million mainly due to increased sales to franchised outlets.

The profit before tax for the current quarter of RM9.3 million was higher than the profit before tax of RM8.5 million in the preceding quarter mainly due to the increase of revenue.

#### **Manufacturing of beverages**

The revenue for the quarter ended 30 June 2012 was RM34.7 million for the manufacturing of beverages division, an increase of 19% from RM29.1 million in the preceding quarter. The increase was contributed by both the local and export sales.

Despite the increase in revenue, the profit before tax of RM6.7 million for the current quarter was lower than the RM7.4 million in the preceding quarter. The lower profit was mainly a result of higher advertising and promotional costs as compared to the preceding quarter.



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### **B3.** Commentary on Prospects

## (i) Café Chain Operation Development Plans

As at 30 June 2012, the Group had a total of 206 café outlets, of which 189 are located in Malaysia, 9 in Singapore, 6 in Indonesia and 2 in China.

The Group plans to open more outlets in the domestic front. For the international market, the Group is well-positioned to open more outlets in Singapore, Indonesia and China. In Singapore, we are revamping its stores with a more innovative design concept. The Group plans to open more outlets in Indonesia this year. For the China market, there is a huge growth potential for Oldtown's café chain business in view of its large population base and growing spending power, therefore, the Group has an ambitious vision of opening more licensed outlets in strategic locations in China.

#### (ii) Manufacturing of Beverages Development Plans

The Group is constructing a new factory in Ipoh which is expected to be completed by the end of the fourth quarter, a slight delay from the original planned completion date of third quarter this year. Upon completion, the production capacity for beverages will increase to cater for expected increased demand from the export market.

The Group aims to increase its market share in the existing export markets where the Group already has market presence such as Hong Kong, Taiwan, China and Singapore. The Group foresees that there is much more room to grow for its beverages products in China in view of the country's enormous market and other overseas market such as Thailand and Philippines. Therefore, the Group is seeking more potential distributors in different countries to improve its market shares and sales.

In the domestic market, we foresee growing demand as the Group is actively participating in various joint marketing programs organized by the local key retailers.

The Group shall continue to invest in advertising, promotional and marketing activities to promote and strengthen the "OLDTOWN" brand name to further enhance its brand equity and customer loyalty. Riding on its strong brand name and the integrated business strategies, the outlook for both the café chain operation and manufacturing of beverages segments are expected to be good.

#### **B4.** Profit Forecast and Profit Guarantee

The Group has not provided any profit forecast or profit guarantee in any public document.



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#### **B5.** Taxation

	Individua	Individual Quarter		Cumulative Quarter	
	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date	
(in RM'000)	30/06/2012	30/06/2011	30/06/2012	30/06/2011	
Income tax	4,172	2,799	8,611	5,574	
Deferred tax	(116)	(508)	(443)	(508)	
Total tax expense	4,056	2,291	8,168	5,066	

The Group's effective tax rate of 26% was higher than the statutory corporate tax rate of 25% mainly due to certain expenses which were not deductible for tax purposes.

### **B6.** (A) Status of Corporate Proposals

There were no corporate proposals announced but not completed as at the reporting date.

## **B6.** (B) Status of Utilization of Proceeds

The Public Issue Shares of 63,394,000 new shares in conjunction with the listing on the Main Market of Bursa Malaysia Securities Berhad on 13 July 2011 raised total gross proceeds of RM79.243 million.

The status of utilization of the proceeds as at the date of this quarterly announcement is as follows:

	Purpose	Proposed Utilization (RM'000)	Actual Utilization (RM'000)	Intended Timeframe for Utilization	Deviation (RM'000)
(i)	Acquisitions of Companies	19,718	19,718	within 3 months	-
(ii)	Repayment of bank borrowings	5,897	5,416	within 6 months	481
(iii)	Capital Expenditure	38,083	23,710	within 24 months	N/A
(iv)	Working capital	10,545	10,545	within 24 months	N/A
(v)	Estimated listing expenses	5,000	5,000	immediate	-
		79,243	64,389		



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## B6. (B) Status of Utilization of Proceeds (continued)

#### Notes:

- (a) The gross proceeds arising from the Offer For Sales was accrued entirely to the Offeror and no part of the proceeds was received by the Company.
- (b) IPO proceeds will be utilized within the estimated timeframe. The Group does not expect any material deviation as at the date of this report.
- (c) The total listing expenses was RM5.2 million. The excess has been funded by internal generated funds.
- (d) The unutilized amount of RM481,000 as a result of lower settlement amount shall be utilized for working capital purposes.

#### **B7.** Borrowings and Debt Securities

Details of the Group's borrowings as at 30 June 2012 are as follows:

(in RM'000)	Secured	Unsecured	Total
Current			
- Term Loan	1,438	63	1,501
- Hire-purchase payables	821	-	821
	2,259	63	2,322
Non-current			
- Term Loan	10,503	40	10,543
- Hire-purchase payables	1,374	-	1,374
	11,877	40	11,917
Total	14,136	103	14,239

The Group does not have foreign currency borrowings.

### **B8.** Changes in Material Litigation

There were no material litigations as at the date of this report.



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#### B9. Dividend

Details of the final dividend under the single tier system approved by the shareholders at the Company's Annual General Meeting held on 28 June 2012 are as follows:

Final dividend for financial year ended	31 December 2011
Dividend per share (single-tier)	4 sen
Approved on	28 June 2012
Entitlement to dividends based on Record of Depositors as at	20 July 2012
Date of payment	15 August 2012

## **B10.** Earnings per Share

The basic and diluted EPS are calculated by dividing the profit for the period attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

	Individual	Quarter	Cumulative Quarter		
	Current Year Quarter	Preceding Year Quarter	Current Year to Date	Preceding Year to Date	
	30/06/2012	30/06/2011	30/06/2012	30/06/2011	
Earnings Per Share ("EPS")					
Net profit attributable to owners of the Company (RM'000)	12,323	12,787	23,755	19,604	
Weighted average number of ordinary shares in issue ('000)	330,000	167,998	330,000	167,998	
Basic EPS (sen)	3.73	7.61	7.20	11.67	
Diluted EPS (sen)	3.73	7.61	7.20	11.67	



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#### B11. Realized and Unrealized Profits/Losses Disclosure

The breakdown of the retained profits of the Group into realized and unrealized profits is as follows:

	As At 30 June 2012 RM'000	As At 31 December 2011 RM'000
Total retained earnings of the Company and its subsidiary companies		
- Realized	126,329	116,480
- Unrealized	360	(597)
Total share of retained earnings from associated companies		
- Realized	127	(320)
- Unrealized	77	67
	126,893	115,630
Less : consolidation adjustments	(18,964)	(18,223)
Group's retained profits as per consolidated financial statements	107,929	97,407

## **B12.** Audit Report of Preceding Annual Financial Statements

The preceding year's annual audited financial statements of the Group were not subject to any qualification.

#### **B13.** Authorization for Issue

The interim financial report was duly reviewed by Audit Committee and approved by the Board of Directors on 27 August 2012.

By Order of the Board

Ng Yuet Seam Company Secretary 27 August 2012