



**TPC PLUS BHD ( 615330-T)**

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND COMPREHENSIVE INCOME  
FOR THE SECOND QUARTER 30 JUNE 2016**

The figures have not been audited.

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		CURRENT YEAR QUARTER 30/6/2016 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/6/2015 RM'000	CURRENT YEAR TO DATE 30/6/2016 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/6/2015 RM'000
<b>CONTINUING OPERATIONS :</b>					
Revenue		20,349	20,876	41,209	44,681
Operating expenses		(18,199)	(19,923)	(36,956)	(40,961)
Other operating income		136	11	245	60
Profit from operations		2,286	964	4,498	3,780
Finance costs		(660)	(934)	(1,448)	(1,918)
Profit before taxation	B14	1,626	30	3,050	1,862
Taxation	B6	(588)	-	(1,115)	-
Profit after taxation		1,038	30	1,935	1,862
Other comprehensive income		-	-	-	-
<b>Total comprehensive income for the period</b>		<b>1,038</b>	<b>30</b>	<b>1,935</b>	<b>1,862</b>
<b>Profit after taxation attributable to :</b>					
Equityholders of the Company		1,038	30	1,935	1,862
		<u>1,038</u>	<u>30</u>	<u>1,935</u>	<u>1,862</u>
<b>Total comprehensive income attributable to :</b>					
Equityholders of the Company		1,038	30	1,935	1,862
		<u>1,038</u>	<u>30</u>	<u>1,935</u>	<u>1,862</u>
Earning per share					
- basic (sen)	B15(a)	0.49	0.04	0.91	2.33
- diluted (sen)	B15(b)	0.47	0.04	0.88	2.33

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2015



**TPC PLUS BHD ( 615330-T)**

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

**AS AT 30 JUNE 2016**

The figures have not been audited.

	UNAUDITED AS AT 30/6/2016 RM'000	AUDITED AS AT 31/12/15 RM'000
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	62,749	65,041
	<u>62,749</u>	<u>65,041</u>
<b>Current Assets</b>		
Inventories	1,258	1,059
Biological assets	13,944	14,029
Trade receivables	4,675	6,005
Other receivables, deposits and prepayments	693	1,350
Amount due by related companies	172	172
Fixed deposits with licensed banks	525	1,622
Current tax asset	-	6
Cash and bank balances	14,671	3,086
	<u>35,938</u>	<u>27,329</u>
<b>TOTAL ASSETS</b>	<u>98,687</u>	<u>92,370</u>
<b>EQUITY AND LIABILITIES</b>		
Share capital	46,755	16,000
Share premium	5,245	-
Warrant reserves	19,330	-
Revaluation reserve	4,849	4,849
(Accumulated losses)/Retained profits	(14,887)	3,794
Shareholders' Equity	<u>61,292</u>	<u>24,643</u>
<b>Non-Current Liabilities</b>		
Long term borrowings	B10 13,544	16,917
Deferred tax liabilities	1,391	311
	<u>14,935</u>	<u>17,228</u>
<b>Current Liabilities</b>		
Trade payables	211	698
Other payables and accruals	1,490	1,933
Amount due to related companies	5,993	27,558
Short term borrowings	B10 13,975	18,441
Bank overdraft	B10 775	1,848
Current tax liabilities	16	21
	<u>22,460</u>	<u>50,499</u>
<b>TOTAL LIABILITIES</b>	<u>37,395</u>	<u>67,727</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<u>98,687</u>	<u>92,370</u>
<b>NET ASSETS PER SHARE (RM)</b>	<u>0.29</u>	<u>0.31</u>

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2015



**TPC PLUS BHD ( 615330-T)**  
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE SECOND QUARTER ENDED 30 JUNE 2016**

The figures have not been audited.

	Share Capital RM'000	Share Premium RM'000	Revaluation Reserve RM'000	Warrant Reserve RM'000	(Accumulated Losses)/ Retained Profits RM'000	Total Equity RM'000
<b>At 1 January 2016</b>	16,000	-	4,849	-	3,794	24,643
Right issue with warrants	24,000	-	-	20,616	(20,616)	24,000
Issuance of settlement shares	6,755	5,245	-	-	-	12,000
Share issuance expenses	-	-	-	(1,286)	-	(1,286)
Total comprehensive income for the period	-	-	-	-	1,935	1,935
<b>At 30 JUNE 2016</b>	<b>46,755</b>	<b>5,245</b>	<b>4,849</b>	<b>19,330</b>	<b>(14,887)</b>	<b>61,292</b>

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE SECOND QUARTER ENDED 30 JUNE 2015**

	Share Capital RM'000	Share Premium RM'000	Revaluation Reserve RM'000	Warrant Reserve RM'000	Accumulated Losses RM'000	Total Equity RM'000
<b>At 1 January 2015</b>	40,000	5,740	4,849	-	(29,780)	20,809
Total comprehensive income for the period	-	-	-	-	1,862	1,862
<b>At 30 JUNE 2015</b>	<b>40,000</b>	<b>5,740</b>	<b>4,849</b>	<b>-</b>	<b>(27,918)</b>	<b>22,671</b>



**TPC PLUS BHD ( 615330-T)**  
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW  
FOR THE SECOND QUARTER ENDED 30 JUNE 2016**

The figures have not been audited.

	<b>Period Ended 30/6/2016 RM'000</b>	<b>Period Ended 30/6/2015 RM'000</b>
<b>CASH FLOW (FOR)/FROM OPERATING ACTIVITIES</b>		
Profit before taxation	3,050	1,862
Adjustments for :		
Depreciation of property, plant and equipment	3,392	3,509
Interest expenses	1,448	1,918
Interest income	(178)	(33)
Operating profit before working capital changes	<u>7,712</u>	<u>7,256</u>
Net change in inventories	(199)	(15)
Net change in biological assets	85	240
Net change in trade and other receivables	1,393	1,154
Net change in trade and other payables	<u>(10,498)</u>	<u>(778)</u>
Cash (for)/from operations	(1,507)	7,857
Tax paid	(35)	(1)
Tax refunded	-	2
Net cash (for)/from operating activities	<u>(1,542)</u>	<u>7,858</u>
<b>CASH FLOW FROM/(FOR) INVESTING ACTIVITIES</b>		
Interest received	178	33
Decrease in fixed deposit pledged	1,097	(33)
Acquisition of property, plant and equipment	<u>(634)</u>	<u>(491)</u>
Net cash from/(for) investing activities	<u>641</u>	<u>(491)</u>
<b>CASH FLOW FROM/(FOR) FINANCING ACTIVITIES</b>		
Interest paid	(1,448)	(1,918)
Proceeds from issue of right shares with warrants	24,000	-
Payment of regularisation plan expenses	(682)	-
Net repayment from related companies	(6)	-
Repayment of bankers' acceptance	(4,500)	(500)
Repayment of hire purchase liabilities	(1,028)	(1,120)
Repayment of term loans	<u>(2,777)</u>	<u>(2,769)</u>
Net cash from/(for) financing activities	<u>13,559</u>	<u>(6,307)</u>
Net changes in cash and cash equivalents	12,658	1,060
Cash and cash equivalents at beginning of the financial period	1,238	(1,501)
Cash and cash equivalents at end of the period	<u><u>13,896</u></u>	<u><u>(441)</u></u>

The Condensed Consolidated Statement of Cash Flow should be read in conjunction with the audited financial statements for the year ended 31 December 2015



# TPC PLUS BERHAD

(Company No. 615330-T)

## **A. Selected explanatory notes pursuant to FRS 134 Interim Financial Reporting**

### **A1. Basis of preparation**

The financial statements are unaudited and have been prepared in compliance with FRS 134 – Interim Financial Reporting and Paragraph 9.22 and Appendix 9B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The financial statements should be read in conjunction with the Audited Financial Statements of the Group for the year ended 31 December 2015.

These explanatory information attached to the financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial period ended 31 December 2015.

### **A2. Changes in Accounting Policies**

The significant accounting policies adopted are consistent with those of the audited financial statements for the financial year ended 31 December 2015, except for the adoption of the following new FRSS, Amendments to FRSS, and IC Interpretations that are effective for the Group from 1 January 2016 :-

#### **FRSS and IC Interpretations (Including the Consequential Amendments)**

FRS 14 Regulatory Deferral Accounts

Amendments to FRS 11 : Accounting for Acquisition of Interest in Joint Operations

Amendments to FRS 10, FRS 12 and FRS 128 (2011) : Investment Entities-Appling the Consolidation Exception

Amendments to FRS 101 : Presentation of Financial Statements-Disclosure Initiative

Amendments to FRS 116 and FRS 138 : Clarification of Acceptable Methods of Depreciation and Amortisation

Amendments to FRS 127 (2011) : Equity Method in Separate Financial Statements

Annual Improvements to FRSS 2012-2014 Cycle

The above accounting standards and interpretations (including the consequential amendments) do not have any material impact on the Group's financial statements.



# TPC PLUS BERHAD

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## **A2. Changes in Accounting Policies (“Continued”)**

The Malaysian Accounting Standards Board (“MASB”) has issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (“MFRSs”), that are to be applied by all entities other than private entities; with the exception of entities that are within the scope of MFRS 141 (Agriculture) and IC Interpretation 15 (Agreements for Construction of Real Estate), including its parent, significant investor and venture (herein called “transitioning entities”).

As further announced by MASB on 28 October 2015, the transitioning entities are allowed to defer the adoption of MFRSs to annual periods beginning on or after 1 January 2018.

Accordingly, as a transitioning entity as defined above the Group has chosen to defer the adoption of MFRSs and will only prepare its first set of MFRS financial statements for the financial year ending 31 December 2018. The Group is currently assessing the possible financial impacts that may arise from the adoption of MFRSs and the process is still ongoing.

## **A3. Auditors’ report**

The auditors’ report on the financial statements for the year ended 31 December 2015 was not subjected to any audit qualifications.

## **A4. Seasonal and Cyclical Factors**

The business operations of the Group was not significantly affected by any unusual seasonal or cyclical factors.

## **A5. Unusual Items Due to Their Nature, Size or Incidence**

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows of the Group that were unusual because of their nature, size, or incidence.

## **A6. Changes in Estimates**

There were no material changes in estimates of the amounts reported in the current interim period of the current financial year.

## **A7. Debt and Equity Securities**

There were no issuances, cancellations, repurchases, resale or repayments of debt and equity securities during the current quarter except for those under corporate proposal as disclosed in Note B9.

## **A8. Dividends Paid**

There were no dividends paid during the current quarter under review.



# TPC PLUS BERHAD

(Company No. 615330-T)

## A9. Segmental Information

There was no segmental analysis for the period under review as the Company is principally involved in poultry farming for the production of eggs for sale, which is predominantly carried out in Malaysia.

## A10. Valuations of Property, Plant and Equipment

There were no valuations carried out on property, plant and equipment of the Group during period under review.

## A11. Material Subsequent Events

There were no material events subsequent to the end of the current quarter that have not been reflected in the current financial statements.

## A12. Changes in the Composition of the Group

There were no major changes in the composition of the Group for the current financial quarter under review.

## A13. Capital Commitment

As at 30 June 2016, the Group has not incurred or known to be incurred any material commitment for capital expenditure that has not been provided for which, upon becoming due or enforceable, may have a material impact on the financial results/position or the business of the Group.

## A14. Change in Contingent Liabilities

Changes in material contingent liabilities of the Group and Company since 31 December 2015 were as follows:

	Group		Company	
	30.06.2016	30.06.2015	30.06.2016	30.06.2015
	RM'000	RM'000	RM'000	RM'000
Guarantees granted by the Company to third parties for credit facilities extended to subsidiaries	Nil	Nil	43,997	46,997
Outstanding guarantees granted by the Company to third parties for credit facilities extended to subsidiaries	Nil	Nil	23,376	38,247



# TPC PLUS BERHAD

(Company No. 615330-T)

## ***B – Selected explanatory notes pursuant to Part A of Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad***

### **B1. Performance Review**

	<b>Current Quarter 30/06/16</b>	<b>Cumulative Quarter 30/06/16</b>
	<b>RM'000</b>	<b>RM'000</b>
Revenue	20,349	41,209
Profit before tax	1,626	3,050

As compared to the corresponding quarter in the preceding year, the Group achieved a total revenue of RM20.349 million for the current year quarter ended 30 June 2016, which represents 2.52% decrease over that of RM20.876 million for the corresponding quarter ended 30 June 2015. The decrease was mainly due to the reduction in the volume of eggs sold.

The Group registered a pretax profit of RM1.626 million for the current year to date as compared to a pretax profit of RM0.030 million in the corresponding quarter last year. The higher pretax profit was recorded in the current quarter mainly due to lower cost of raw materials.

### **B2. Comparison with the Preceding Quarter's Results**

	<b>Individual Period</b>		<b>Variance</b>	
	<b>Current Quarter 30/06/16</b>	<b>Immediate Preceding Quarter 31/03/16</b>		
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>%</b>
Revenue	20,349	20,860	(511)	(2.45)
Profit before taxation	1,626	1,424	202	14.19

The Group's revenue was RM20.349 million for the current quarter ended 30 June 2016 as compared to RM20.860 million in the immediate preceding quarter, indicating a decrease of approximately 2.45% due to the reduction in the volume of eggs sold.

However, the Group recorded marginal increase in its pretax profit of RM0.202 million from its pretax profit of RM1.626 million for the current quarter under review against the pretax profit of RM1.424 million in the immediate preceding quarter.





# TPC PLUS BERHAD

(Company No. 615330-T)

## B2. Comparison with the Preceding Quarter's Results ("Continued")

This is the result of the Group's substantial cost reduction that had contributed to lower cost of sales and operating expenses and thus improved net profit margin.

## B3. Commentary on Current Year Prospect

Moving forward, the Group plans to expand its production capacity of table eggs with the additional pullet and layer houses which are expected to be completed by the end of this year or the beginning of year 2017. In order to counter the increase in staff costs in tandem with the implementation of higher minimum wages, the Group aims to focus more intently on efforts to optimize its operational efficiencies and productivity. The Management is confident that the Group will be able to maintain a sustainable growth in this financial year.

## B4. Profit Forecast or Profit Guarantee

The Group did not publish any profit forecast or issue any profit guarantee during the reporting year.

## B5. Statement by Directors

The Group did not issue any profit forecast or projection in a public document in the current quarter or prior financial period.

## B6. Taxation

Income tax comprises the following:

	Individual Period		Cumulative period	
	Current period quarter	Preceding year corresponding quarter	Current year-to- date (6 months)	Preceding year- to-date (6 months)
	30/06/16	30/06/15	30/06/16	30/06/15
	RM'000	RM'000	RM'000	RM'000
In respect of the financial period Malaysian income tax	4	-	(35)	-
Deferred tax liabilities:	(592)	-	(1,080)	-
<b>Total</b>	<b>(588)</b>	<b>-</b>	<b>(1,115)</b>	<b>-</b>

## B7. Landed Properties

There was no disposal of any landed properties for the current financial year.



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(Company No. 615330-T)

## B8. Quoted Investment

There were no purchases or sales of quoted securities for the current financial year.

## B9. Status of Corporate Proposal and Utilisation of Proceeds

Notwithstanding the completion of the Regularisation Plan as announced on 4 February 2016, TPC remains as a PN17 Company until it is uplifted from its PN17 status which is subject to the following :-

- I. TPC to record a net profit in two (2) consecutive quarterly results immediately after the completion of the implementation of the Regularisation Plan, which will be subject to a limited review by external auditors; and
- II. Approval from Bursa Securities

A total proceeds of RM24,000,000 was raised upon the completion of the Right Issue with Warrants on 22 January 2016. The proceeds have been utilised in the following manner as at 30 June 2016:

	Utilisation (RM'000)		
	Proposed	Actual	Balance
Purchase of layer and pullet houses and equipment	10,800	-	(1)10,800
Working capital	11,700	(2)10,000	1,700
Expenses in relation to the Regularisation Plan	1,500	1,500	-
	24,000	11,500	12,500

Notes:

- (1) TPC intends to purchase the layer and pullet houses and equipment at the end of year 2016 or beginning of year 2017
- (2) TPC had utilised approximately RM10 million of the proceeds for the purpose of purchasing feeds for its existing livestock



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(Company No. 615330-T)

## B10. Group Borrowings and Debt Securities

The Group's borrowings as at 30 June 2016 are all denominated in Ringgit Malaysia and are as follows:

	RM'000
<b>Current</b>	
Banker's acceptances - secured	6,000
Bank Overdrafts – secured	775
Term Loan – secured	5,554
Hire Purchase	2,421
	<hr/>
	14,750
<b>Non-Current</b>	
Term Loan-secured	9,816
Hire Purchase	3,728
	<hr/>
	13,544
<b>TOTAL</b>	<hr/>
	<b>28,294</b>

## B11. Realised and Unrealised Accumulated Losses

The breakdown of accumulated losses of the Group as at reporting date, into realised and unrealised is as follow:

	As at 30/06/2016 RM'000	As at 31/03/2016 RM'000
Total accumulated losses of Company and its subsidiaries :		
- Realised	(13,949)	(15,578)
- Unrealised	(1,390)	(799)
Consolidation adjustments	452	452
<b>Total Group accumulated losses</b>	<hr/>	<hr/>
	<b>(14,887)</b>	<b>(15,925)</b>

## B12. Changes in Material Litigation since the Last Annual Statement of Financial Position

As at the date of this announcement, the Group is not engaged in any material litigation either as plaintiff or defendant and the Directors do not have any knowledge of any proceedings pending or threatened against the Group.

## B13. Dividend payable

The Group has not recommended or declared any dividend during the current quarter and period to date ended 30 June 2016.



# TPC PLUS BERHAD

(Company No. 615330-T)

## B14. Profit before Taxation is Derived after Charging / (Crediting)

Profit before tax is stated after charging / (crediting):-

	Current period quarter 30/06/2016 RM'000	Current year- to-date 30/06/2016 RM'000
Other income including investment income	(136)	(245)
Interest expense	660	1,448
Depreciation	1,686	3,392

Other than the above items, there were no provision for and write off of inventories, gain or loss on disposal of unquoted investment or properties, gain or loss on derivatives and exceptional items for the current and financial year to date.

## B15. Earnings Per Share (“EPS”)

	Individual Quarter		Cumulative Quarter	
	30.06.16 RM'000	30.06.15 RM'000	30.06.16 RM'000	30.06.15 RM'000
a) <i>Basic Earnings per Share</i>				
Net profit for the period	1,038	30	1,935	1,862
Weighted average number of ordinary shares	213,619	80,000	213,619	80,000
Basic Earnings per share (sen)	0.49	0.04	0.91	2.33
b) <i>Diluted Earnings Per Share</i>				
Net profit for the period	1,038	30	1,935	1,862
Weighted average number of ordinary shares	213,619	80,000	213,619	80,000
Number of shares deemed to have been issued for no consideration – Warrants	5,089	-	5,089	-
Weighted average number of ordinary shares	218,708	80,000	218,708	80,000
Diluted earnings per share (sen)	0.47	0.04	0.88	2.33



# TPC PLUS BERHAD

(Company No. 615330-T)

## B16. Cash and cash equivalent at the end of financial year

	<b>RM'000</b>
Cash and bank balances	14,671
Fixed deposits with licensed banks	525
Bank Overdraft	<u>(775)</u>
	14,421
Less: Fixed deposits pledged	<u>(525)</u>
	<u>13,896</u>

**BY ORDER OF THE BOARD**

**TPC PLUS BERHAD**

Dated: 22 AUGUST 2016