

德成控股有限公司 TEK SENG HOLDINGS BERHAD (579572-M)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2010

| | (Unaudited) | (Audited) |
|--|-------------|---------------|
| | As At | As At |
| | 30.09.10 | 31.12.09 |
| ASSETS | RM'000 | RM'000 |
| Non-current assets | | |
| Property, plant and equipment | 101,635 | 109,571 |
| Prepaid land lease payments | 6,887 | 6,988 |
| Intangible asset | 7 | 8 |
| Deferred tax assets | 5,505 | 6,261 |
| | 114,034 | 122,828 |
| | | |
| Current assets | | |
| Inventories | 27,452 | 26,743 |
| Trade receivables | 26,910 | 26,036 |
| Other receivables, deposits and prepayments | 548 | 1,028 |
| Tax recoverable | 196 | 190 |
| Cash and cash equivalents | 4,124 | 1,524 |
| - | 59,230 | 55,521 |
| TOTAL ASSETS | 173,264 | 178,349 |
| | | |
| EQUITY AND LIABILITIES | | |
| Equity attributable to equity holders of the company | | |
| Share capital | 60,000 | 60,000 |
| Retained earnings | 55,962 | 55,087 |
| Total equity | 115,962 | 115,087 |
| | | |
| | | |
| Non-current liability | | |
| Borrowings | 2,494 | 2,759 |
| | 2,494 | 2,759 |
| | | |
| Current liabilities | | |
| Borrowings | 39,515 | 43,454 |
| Trade payables | 9,465 | 9,251 |
| Other payables | 3,893 | 7,679 |
| Dividend payables | 1,788 | 20 |
| Current tax payable | 147 | 99 |
| | 54,808 | 60,503 |
| Total liabilities | 57,302 | 63,262 |
| TOTAL EQUITY AND LIABILITIES | 173,264 | 178,349 |
| | | |
| Net Assets per Share (RM) | 0.48 | 0.48 |
| Net Assets (RM'000) | 115,962 | 115,087 |
| | | |

(The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2009)



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE THREE-MONTHS PERIOD ENDED 30 SEPTEMBER 2010

| | 3 months ended | | 9 months ended | |
|--|----------------|----------|----------------|----------|
| | 30.09.10 | 30.09.09 | 30.09.10 | 30.09.09 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Revenue | 46,159 | 45,647 | 125,335 | 111,104 |
| Cost of sales | (39,774) | (37,495) | (109,461) | (93,046) |
| Gross profit | 6,385 | 8,152 | 15,874 | 18,058 |
| Other operating income | 85 | 4 | 112 | 124 |
| Operating expenses | (2,977) | (2,880) | (8,354) | (8,103) |
| Finance costs | (429) | (377) | (1,085) | (1,171) |
| Profit before tax | 3,064 | 4,899 | 6,547 | 8,908 |
| Income tax expense | (1,312) | (763) | (2,072) | (1,166) |
| Total comprehensive income for the period | 1,752 | 4,136 | 4,475 | 7,742 |
| Total comprehensive income attributable to: Equity holders of the company | 1,752 | 4,136 | 4,475 | 7,742 |
| Earnings per share attributable to equity holders of the company : | | | | |
| Basic earnings per share (sen) | 0.73 | 1.72 | 1.87 | 3.23 |
| Diluted earnings per share (sen) | <u> </u> | <u> </u> | | |

(The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2009)



UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2010

| | Attributable to Equity H | | |
|---|----------------------------|--------------------------------|---------------------------|
| | | Distributable | |
| | Share Capital RM'000 | Retained Earnings RM'000 | Total Equity RM'000 |
| At 1 January 2009 | 60,000 | 48,182 | 108,182 |
| Total comprehensive income for the period | 0 | 7,742 | 7,742 |
| Dividend | 0 | (3,600) | (3,600) |
| At 30 September 2009 | 60,000 | 52,324 | 112,324 |
| At 1 January 2010 | 60,000 | 55,087 | 115,087 |
| Total comprehensive income for the period | 0 | 4,475 | 4,475 |
| Dividend | 0 | (3,600) | (3,600) |
| At 30 September 2010 | 60,000 | 55,962 | 115,962 |

(The Unaudited Condensed Consolidated Statement Of Changes In Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2009)



UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2010

| | 9 months e | nded |
|--|-----------------|----------|
| | 30.09.10 | 30.09.09 |
| | RM'000 | RM'000 |
| Cash flow from operating activities | | |
| Profit before tax | 6,547 | 8,908 |
| | | |
| Adjustments for : | | |
| Amortisation of intangible asset | 1 | 1 |
| Amortisation of prepaid land lease payments | 101 | 101 |
| Allowance for doubtful debts | 0 | 60 |
| Bad debts written off | 3 | 140 |
| Depreciation | 10,638 | 10,102 |
| Interest expense | 1,085 | 1,171 |
| (Gain) / Loss on disposal of property, plant and equipment | (107) | 11 |
| Property, plant and equipment written off | 0 | 61 |
| Allowance for doubtful debt no longer required | 0 | (400) |
| Operating profit before working capital changes | 18,268 | 20,155 |
| (Increase) / Decrease in inventories | (709) | 5,631 |
| Decrease in trade and other receivables | (397) | (3,371) |
| (Decrease) / Increase in trade and other payables | (3,572) | 2,471 |
| Cash generated from operations | 13,590 | 24,886 |
| Interest paid | (1,085) | (1,171) |
| Tax paid | (1,274) | (979) |
| Net cash flow from operating activities | 11,231 | 22,736 |
| Cash flow from investing activities | | |
| Cash flow from investing activities | 246 | 26 |
| Proceeds from disposal of property, plant and equipment | 246 | 26 |
| Purchase of property, plant and equipment | (2,841) | (7,246) |
| Net cash flow from investing activities | (2,595) | (7,220) |
| Cash flow from financing activities | | |
| Dividends paid | (1,832) | (35) |
| Proceeds from short term bank borrowings | 0 | 87,255 |
| Repayment of short term bank borrowings | (272) | (91,308) |
| Repayment of term loans | (4,482) | (4,001) |
| Repayment of hire purchase payable | 0 | (49) |
| Net cash flow from financing activities | (6,586) | (8,138) |
| Not shongs in each and each coninglants | 2.050 | 976 |
| Net change in cash and cash equivalents | 2,050 | 7,378 |
| Cash and cash equivalents at beginning of the financial period | 1,508 | (4,708) |
| Cash and cash equivalents at end of the financial period | 3,558 | 2,670 |
| | | |
| Cash and cash equivalents at the end of the financial period comprise of | the following : | |
| r r | Acot | Acot |

| | As at | As at |
|---------------------------|----------|----------|
| | 30.09.10 | 30.09.09 |
| | RM'000 | RM'000 |
| Cash and cash equivalents | 4,124 | 3,044 |
| Bank overdrafts | (566) | (374) |
| | 3,558 | 2,670 |

(The Unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2009)



PART A : EXPLANATORY NOTES AS PER FRS 134

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standard 134 Interim Financial Reporting and Chapter 9 part K of the Listing Requirements of the Bursa Malaysia Securities Berhad and should be read in conjunction with the audited financial statements for the financial year ended 31 December 2009.

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent audited annual financial statements for the financial year ended 31 December 2009, except for the adoption of the following Financial Reporting Standards ("FRSs"), amendments to FRSs and Issues Committee Interpretations ("IC Interpretations") with effect from 1 January 2010.

| from 1 January 2010. | | |
|------------------------------------|---|-----------------------|
| | | Effective for |
| | | financial periods |
| | Ss and IC Interpretations | beginning on or after |
| Amendments to FRS 1 and FRS 127 | Amendments to FRS 1 First-time Adoption of Financial Reporting Standards | 1 January 2010 |
| | and FRS 127 Consolidated and Separate Financial Statements : Cost of an Investment | |
| EDC 2 | in a Subsidiary, Jointly Controlled Entity or Associate | |
| FRS 2 | Share-based Payment | 1 January 2010 |
| Amendments to FRS 2 | Share-based Payment - Vesting Conditions and Cancellations | 1 January 2010 |
| FRS 5 and | Non-current Assets Held for Sale and Discontinued Operations | 1 January 2010 |
| Amendment to FRS 5 | | |
| FRS 7 | Financial Instruments : Disclosures | 1 January 2010 |
| Amendments to FRS | Amendments to FRS 139 Financial Instruments: Recognition and Measurement, | 1 January 2010 |
| 139, FRS 7 and IC | FRS 7 Financial Instruments: Disclosures and IC Interpretation 9 Reassessment | |
| Interpretation 9 | of Embedded Derivatives | |
| FRS 8 and | Operating Segments | 1 January 2010 |
| Amendment to FRS 8 | | |
| FRS 101 | Presentation of Financial Statements | 1 January 2010 |
| FRS 102 | Inventories | 1 January 2010 |
| FRS 107 | Statement of Cash Flows (formerly known as Cash Flow Statements) | 1 January 2010 |
| FRS 108 and | Accounting Policies, Changes in Accounting Estimates and Errors | 1 January 2010 |
| Amendment to FRS 108 | | |
| FRS 110 | Events after the Reporting Period (formerly known as Events after the Balance Sheet Date) | 1 January 2010 |
| FRS 112 | Income Taxes | 1 January 2010 |
| FRS 116 | Property, Plant and Equipment | 1 January 2010 |
| FRS 117 and | Leases | 1 January 2010 |
| Amendment to FRS 117 | | |
| FRS 118 | Revenue | 1 January 2010 |
| FRS 119 and | Employee Benefits | 1 January 2010 |
| Amendment to FRS 119 | | |
| FRS 120 and | Accounting for Government Grants and Disclosure of Government Assistance | 1 January 2010 |
| Amendment to FRS 120 | | |
| FRS 121 | The Effects of Changes in Foreign Exchange Rates | 1 January 2010 |
| Amendment to FRS 121 | The Effects of Changes in Foreign Exchange Rates - Net Investment in a Foreign Operation | 1 January 2010 |
| FRS 123 and | Borrowing Costs | 1 January 2010 |
| Amendment to FRS 123 | | |
| FRS 124 | Related Party Disclosures | 1 January 2010 |
| FRS 126 | Accounting and Reporting by Retirement Benefit Plans | 1 January 2010 |
| FRS 127 and | Consolidated and Separate Financial Statements | 1 January 2010 |
| Amendment to FRS 127 | | |
| FRS 128 and | Investments in Associates | 1 January 2010 |
| Amendment to FRS 128 | | |
| FRS 131 and | Interests in Joint Ventures | 1 January 2010 |
| Amendment to FRS 131 | | |
| | | |



A1. Basis of Preparation (Continued)

| | | Effective for |
|-------------------------|--|-----------------------|
| | | financial periods |
| FRSs, amendments to FI | RSs and IC Interpretations | beginning on or after |
| FRS 132 | Financial Instruments: Presentation (formerly known as Financial Instruments: | 1 January 2010 |
| | Disclosure and Presentation) | |
| Amendments to FRS 132 | Financial Instruments: Presentation | 1 January 2010 |
| FRS 133 | Earnings Per Share | 1 January 2010 |
| FRS 134 and | Interim Financial Reporting | 1 January 2010 |
| Amendment to FRS 134 | | |
| FRS 136 | Impairment of Assets | 1 January 2010 |
| FRS 137 | Provisions, Contingent Liabilities and Contingent Assets | 1 January 2010 |
| FRS 138 and | Intangible Assets | 1 January 2010 |
| Amendment to FRS 138 | | |
| FRS 139 | Financial Instruments: Recognition and Measurement | 1 January 2010 |
| FRS 140 and | Investment Property | 1 January 2010 |
| Amendment to FRS 140 | | |
| IC Interpretation 9 and | Reassessment of Embedded Derivatives | 1 January 2010 |
| Amendments to IC | | |
| Interpretation 9 | | |
| IC Interpretation 10 | Interim Financial Reporting and Impairment | 1 January 2010 |
| IC Interpretation 11 | FRS 2: Group and Treasury Share Transactions | 1 January 2010 |
| IC Interpretation 13 | Customer Loyalty Programmes | 1 January 2010 |
| IC Interpretation 14 | FRS 119: The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction | 1 January 2010 |

Adoption of the above standards and interpretations did not have any effect on the financial performance or position of the Company except for those discussed below:

FRS 7 Financial Instruments: Disclosures

Prior to the adoption of FRS 7, the disclosures for financial instruments were based on the requirements of the original FRS 132 Financial Instruments: Disclosure and Presentation. With the adoption of FRS 7, financial assets and financial liabilities are disclosed in the statement of financial position based on their respective classifications.

FRS 8: Operating Segments

FRS 8, which replaces FRS 114 *Segment Reporting*, specifies how an entity should report information about its operating segments, based on information about the components of the entity that is available to the chief operating decision maker for the purposes of allocating resources to the segments and assessing their performance. The Standard also requires the disclosure of information about the products and services provided by the segments, the geographical areas in which the Group operates, and revenue from the Group's major customers. The Group concluded that the reportable operating segments determined in accordance with FRS 8 are the same as the business segments previously identified under FRS 114. The Group has adopted FRS 8 retrospectively.

FRS 101 Presentation of Financial Statements (Revised)

Prior to the adoption of the revised FRS 101, the components of the financial statements presented consist of an income statement, a balance sheet, a cash flow, a statement of changes in equity and notes to the financial statements. With the aoption of the revised FRS 101, the components of the interim financial report presented consist of a statement of comprehensive income, a statement of financial position, a statement of cash flow, a statement of changes in equity and notes to the financial statements.

FRS 139 Financial Instruments: Recognition and Measurement

Prior to the adoption of FRS 139, financial derivatives were recognised on their settlement dates. Outstanding derivatives at the date of balance sheet were not recognised. With the adoption of FRS 139, all financial assets and financial liabilities, including derivatives, are recognised at contract dates when, and only when, the Group becomes a party to the contractual provisions of the instruments. The recognition, de-recognition and measurement are applied prospectively and the comparative information are not restated. This standard does not have any material impact on the financial position and results of the Group.



A1. Basis of Preparation (Continued)

The following FRSs, amendments to FRSs and IC Interpretations were in issue but not yet effective and have not been applied by the Group:

| FRSs, amendments to FI | RSs and IC Interpretations | Effective for financial periods beginning on or after |
|------------------------|--|---|
| FRS 1 | First-time Adoption of Financial Reporting Standards | 1 July 2010 |
| Amendments to FRS 1 | Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters | 1 January 2011 |
| Amendments to FRS 1 | Additional Exemptions for First-time Adopters | 1 January 2011 |
| Amendments to FRS 2 | Share-based Payment | 1 July 2010 |
| Amendments to FRS 2 | Group Cash - settled Share-based Payment Transactions | 1 January 2011 |
| FRS 3 | Business Combinations | 1 July 2010 |
| Amendments to FRS 5 | Non-current Assets Held for Sale and Discontinued Operations | 1 July 2010 |
| Amendments to FRS 7 | Improving Disclosures about Financial Instruments | 1 January 2011 |
| FRS 127 | Consolidated and Separate Financial Statements | 1 July 2010 |
| Amendments to FRS 132 | Financial Instruments: Presentation | 1 January 2010/ |
| | | 1 March 2010 |
| Amendments to FRS 138 | Intangible Assets | 1 July 2010 |
| Amendments to IC | Reassessment of Embedded Derivatives | 1 July 2010 |
| Interpretation 9 | Service Concession Arrangements | 1 July 2010 |
| IC Interpretation 12 | Agreements for the Construction of Real Estate | , |
| IC Interpretation 15 | Hedges of a Net Investment in a Foreign Operation | 1 January 2012 |
| IC Interpretation 16 | Distributions of Non-cash Assets to Owners | 1 July 2010 |
| IC Interpretation 17 | Transfers of Assets from Customers | 1 July 2010 |
| IC Interpretation 18 | | 1 January 2011 |

A2. Auditors' Report

The auditors' report on the financial statements for the financial year ended 31 December 2009 was not subject to any qualification.

A3. Seasonal and Cyclical factors

The Group's products are subject to some seasonality whereby production usually slows down slightly in the first quarter of the year. Production runs normally from the second quarter and peaks in third and fourth quarters before the major festivals such as Hari Raya, Christmas day, New Year and Chinese New Year and long school holiday periods.

A4. Unusual items affecting assets, liabilities, equity, net income or cash flows

There were no unusual items affecting the assets, liabilities, equity, net income, or cash flows because of their nature, size, or incidence for the current quarter under review and financial year to date.

A5. Material Changes in Estimates

There were no other changes in accounting estimates of amounts reported in prior interim periods or the current financial period or changes in estimates of amounts reported in prior financial years.

A6. Issuances and repayment of debt and equity securities

There was no issuances, cancellations, repurchases, resale and repayments of debt and equity securities in the current financial quarter under review.



A7. Dividend paid

The final dividend of 2 sen per ordinary share less 25% of income tax in respect of the financial year ended 31 December 2009 was paid on 1 September 2010.

A8. Segmental Reporting

Segmental information is presented in respect of the Group's business segments:-

| 1 January 2010 to 30 September 2010 | PVC <u>Sheeting</u> RM'000 | PP Non- <u>Woven</u> RM'000 | PVC <u>Leather</u> RM'000 | <u>Others</u> RM'000 | <u>Elimination</u> RM'000 | <u>Group</u> RM'000 |
|--|----------------------------------|-----------------------------------|---------------------------------|-------------------------|------------------------------|------------------------|
| Revenue External Revenue | 90,075 | 8,234 | 11,320 | 15,706 | 0 | 125,335 |
| Results | | | | | | |
| Segment results | 5,404 | 495 | 679 | 942 | 0 | 7,520 |
| Other operating income | | | | | | 112 |
| Finance costs | | | | | _ | (1,085) |
| Profit before tax | | | | | | 6,547 |
| Income tax expense | | | | | _ | (2,072) |
| Total comprehensive income | for the period | | | | = | 4,475 |

A9. Valuation of Property, Plant and Equipment

There was no revaluation of property, plant and equipment by the Group since the last audited financial statements for the financial year ended 31 December 2009.

A10. Subsequent Events

There were no material events between the end of the reporting quarter and the date of this announcement.

A11. Changes In The Composition of The Group

There were no changes in the composition of the Group for the current year to date.

A12. Contingent Liabilities

As at 30 September 2010, the Group has no material contingent liabilities save for a corporate guarantee of RM103,064,743 issued by the Company in respect of banking facilities granted to the subsidiary companies.

A13. Capital Commitments

The amount of commitments for the purchase of property, plant and equipment not provided for in the interim financial statements as at 30 September 2010 is as follows :-

RM'000



PART B : ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

B1. Review of Performance

For the current quarter, the Group recorded a revenue of RM46.16 million while profit before tax was recorded at RM3.06 million. The major contributor of the Group's revenue was PVC sheeting, which contributed approximately 73.85% towards the current quarter. As compared to corresponding quarter of 30 September 2009, the revenue has increased by RM0.5 million but the Group's gross profit margin has decreased from 17.86% to 13.83% as a result of higher cost of raw materials.

B2. Variation of Results Against Preceding Quarter

A comparison of the quarterly results of the current and preceding quarter is as follows:

| | Current Quarter | Preceding |
|---|-----------------------------|-----------------------------|
| | 01/07/10-30/09/10 RM'000 | 01/04/10-30/06/10 RM'000 |
| Profit before tax | 3,064 | 1,583 |
| Total comprehensive income for the period | 1,752 | 1,289 |

The Group's profit before tax for the current quarter increased by RM1.48 million from RM1.58 million as recorded in the preceding quarter to RM3.06 million. This was mainly due to lower cost of raw materials.

B3. Prospects

The Board of Directors expects the performance of the Group for this year to be challenging due to increase in raw material costs. However, the Group will be taking cautious approach to minimise the exposure by improving its operational efficiency and product quality as well as enhancement of its product range in order to increase its market share.

B4. Variance of Actual and Forecast Revenue

Not applicable.

B5. Income Tax Expense

| F | Current Quarter | Cumulative | |
|---|-----------------|------------|--|
| | 30.09.10 | 30.09.10 | |
| | RM'000 | RM'000 | |
| Current tax expense | | | |
| - current | 395 | 1,239 | |
| - prior years | 77 | 77 | |
| Deferred tax expense | | | |
| Origination and reversal of temporary differences | | | |
| - current | 840 | 756 | |
| Total tax expense | 1,312 | 2,072 | |

9 months

The Group's effective tax rate for the current period was higher than the statutory tax rate of 25% due to certain expenses which are not deductible for tax purposes.



B6. Sale of Unquoted Investments and/or Properties

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

B7. Purchase or Disposal of Quoted Securities

There were no purchases or disposals of quoted securities for the current quarter under review and financial year to date.

B8. Status of Corporate Proposal

There were no corporate proposals announced as at the date of issue of this interim financial report.

B9. Group Borrowings

The Group's borrowings as at 30 September 2010 were as follows:-

| | Secured | Unsecured | Total |
|---|---------|-----------|------------|
| | RM'000 | RM'000 | RM'000 |
| <u>Short term</u> | | | |
| Bank overdrafts | 566 | 0 | 566 |
| Bankers' acceptance | 37,507 | 0 | 37,507 |
| Revolving credit | 80 | 0 | 80 |
| Term loans | 1,362 | 0 | 1,362 |
| | 39,515 | 0 | 39,515 |
| Long term | | | |
| Term loans | 2,494 | 0 | 2,494 |
| | 2,494 | 0 | 2,494 |
| Total borrowings | 42,009 | 0 | 42,009 |
| Borrowings denominated in foreign currency: | | | RM'000 |
| | | USD'000 | Equivalent |
| Revolving credit | | 26 | 80 |
| Term loans | _ | 1,003 | 3,098 |
| | | | |

B10. Off Balance Sheet Financial Instruments

There were no off balance sheet financial instruments as at the date of this report (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

B11. Material Litigation

The Group is not engaged in any material litigation as at the date of this report (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report).



B12. Breakdown of Realised and Unrealised Profits or Losses of the Group

| | At end of current quarter 30.09.2010 RM'000 | At end of previous financial year 31.12.2009 RM'000 |
|-----------------------------|--|--|
| Realised profits | 56,603 | 54,604 |
| Unrealised profits / (loss) | (641) | 483 |
| Total retained profits | 55,962 | 55,087 |

B13. Basis of Calculation of Earnings Per Share

The basic earnings per share for the current quarter and cumulative months to date are computed as follow:

| | Individual Current Quarter 30.09.10 | Cumulative Months To Date 30.09.10 |
|--|--|---|
| Net profit attributable to ordinary equity holders of the company (RM'000) | 1,752 | 4,475 |
| Weighted average number of ordinary shares of RM0.25 each in issue ('000) | 240,000 | 240,000 |
| Basic Earnings Per Share based on weighted average number of ordinary shares of RM0.25 each in issue (sen) = | 0.73 | 1.86 |

There is no diluted earnings per share as there were no potential dilutive ordinary shares outstanding as at the end of the reporting period.

By order of the Board

TEK SENG HOLDINGS BERHAD

LOH KOK BENG EXECUTIVE CHAIRMAN

Dated : 19 November 2010