(Incorporated in Malaysia)

Financial Year End : 31 December 2012 Quarter : Fourth Quarter

Quarterly report on results for the 4th quarter ended 31 December 2012. These figures have not been audited.

## CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Current Year Quarter 31.12.2012 RM'000	Preceding Year Quarter 31.12.2011 RM'000	CUMULATIVE Current Year To Date 31.12.2012 RM'000	Preceding Year To Date 31.12.2011 RM'000
Revenue	58,210	51,401	223,208	173,994
Cost Of Sales	(45,586)	(35,923)	(169,463)	(130,676)
Gross Profit	12,624	15,478	53,745	43,318
Other Income	906	893	2,027	2,622
Distribution Costs	(3,873)	(3,826)	(13,151)	(12,429)
Administrative Expenses	(3,673)	(2,707)	(14,630)	(11,848)
Finance Costs	(1)	(2)	(1)	(4)
<b>Profit Before Taxation</b>	5,983	9,836	27,990	21,659
Income Tax Expenses	(1,569)	(1,119)	(6,772)	(2,467)
Total Comprehensive Income	4,414	8,717	21,218	19,192
Attributable To: - Equity Holders Of The Parent - Non-controlling Interest	4,414	8,717 - 8,717	21,218 - 21,218	19,192 - 19,192
Earnings Per Share Attributable To Equity Holders Of The Parent : Basic Earnings Per Share (Sen)	2.57	5.08	12.36	11.18

#### Notes:

The Condensed Financial Statements should be read in conjunction with the accompanying explanatory notes attached to the financial statements.

(Incorporated in Malaysia)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2012 (These figures have not been audited)

(moso ngaroo naro not soon adanos)	As At End Of Current Quarter (Unaudited) 31.12.2012 RM'000	As At Preceding Financial Year (Audited) 31.12.2011 RM'000
ASSETS	THW OOD	TIW OOO
Non-Current Assets		
Property, Plant And Equipment	118,680	101,043
Investment	1	1
	118,681	101,044
Current Assets		
Inventories	32,418	25,336
Trade Receivables	43,026	40,904
Tax Recoverable	417	1,616
Other Debtors, Deposit & Prepayment	16,676	7,164
Fixed Deposit With Licensed Bank	14,385	39,411
Cash & Bank Balances	11,718	3,575
	118,640	118,006
TOTAL ASSETS	237,321	219,050
Equity Attributable To Equity Holders Of Share Capital Share Premium Revenue Reserves Exchange Translation Reserves Total Equity	85,800 44,355 65,974 31 196,160	85,800 44,355 58,483 31 188,669
Non-Current Liabilities	0.050	70
Deferred Income Tax Liabilities	3,053 3,053	73 73
Current Liabilities		
Trade Payables	26,272	22,768
Other Creditors & Accruals	10,740	7,361
Current Income Tax Liabilities	1,096	179
	38,108	30,308
TOTAL LIABILITIES	41,161	30,381
TOTAL EQUITY AND LIABILITIES	237,321	219,050
Net Assets (NA) Per Share (RM)	1.14	1.10

# COCOALAND HOLDINGS BERHAD (Co. No. 516019-H) (Incorporated in Malaysia)

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		<non dist<="" th=""><th>ributable&gt;</th><th><distributable></distributable></th><th></th></non>	ributable>	<distributable></distributable>	
	Share Capital	Share Premium	Exchange Translation Reserve	Retained Profit	Total
12 months ended 31 December 2011	RM'000	RM'000	RM'000	RM'000	RM'000
As at 1 January 2011	85,800	44,355	31	46,027	176,213
Total comprehensive income	-	-	-	19,192	19,192
Interim dividend of 3.8% less 25% income tax paid on 11 April 2011	-	-	-	(2,445)	(2,445)
Interim dividend of 5% less 25% tax exempted paid on 30 December 2011	-	-	-	(4,290)	(4,290)
	85,800	44,355	31	58,484	188,670
As at 31 December 2011	85,800	44,333	31	30,404	100,010
As at 31 December 2011	85,800	44,333		30,404	-
12 months ended 31 December 2012	85,800 RM'000	RM'000	RM'000	RM'000	- - - RM'000
	-	,			- -
12 months ended 31 December 2012	RM'000	RM'000	RM'000	RM'000	RM'000
12 months ended 31 December 2012 As at 1 January 2012	RM'000	RM'000	RM'000	RM'000 58,484	RM'000
12 months ended 31 December 2012  As at 1 January 2012  Total comprehensive income  Interim tax exempt (single-tier) dividend	RM'000	RM'000	RM'000	RM'000 58,484 21,218	RM'000 188,670 21,218
12 months ended 31 December 2012  As at 1 January 2012  Total comprehensive income  Interim tax exempt (single-tier) dividend of 6% paid on 16 April 2012  Interim tax exempt (single-tier) dividend	RM'000	RM'000	RM'000	RM'000 58,484 21,218 (5,148)	RM'000 188,670 21,218 (5,148)

# COCOALAND HOLDINGS BERHAD (Co. No. 516019-H) (Incorporated in Malaysia)

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE 12 MONTHS ENDED 31 DECEMBER 2012 (These figures have not been audited)

(These figures have not been audited)		
	Cumulative Current Year To Date 31.12.2012	Cumulative Preceding Year To Date 31.12.2011
	RM'000	RM'000
Cash Flow From Operating Activities		
Profit Before Taxation	27,990	21,659
Adjustments for:-		
Allowance for doubtful debts no longer required	(7)	(44)
Allowance for doubtful debts no longer required	987	110
Bad debts written off	12	-
Depreciation of property, plant and equipment	9,568	7,720
Unrealised gain on foreign exchange	(216)	(315)
Gain on disposal of property, plant & equipment	(16)	(179)
Property, plant and equipment written off	16	19
Interest expense	1	4
Interest income	(906)	(1,536)
Operating profit before working capital changes	37,429	27,438
Ingragge in inventories	(7.082)	(F 906)
Increase in inventories Increase in receivables	(7,082) (12,409)	(5,896) (16,304)
Increase in payables	6,882	4,111
Cash generated from operations	24,820	9,349
oush generated from operations	24,020	3,040
Interest received	906	1,536
Interest paid	(1)	(4)
Tax refunded	1,669	364
Tax paid	(3,344)	(2,176)
Dividends paid	(13,728)	(6,735)
Net Cash Provided By Operating Activities	10,322	2,334
Purchase of property, plant and equipment	(27,447)	(31,045)
Proceeds from disposal of property, plant and equipment	242	302
Discounts on purchase of property, plnt and equipment	(07.005)	305
Net Cash Used In Investing Activities	(27,205)	(30,438)
Repayment of hire-purchase creditors	<del></del>	(58)
Net Cash Used In Financing Activities	<del>-</del>	(58)
Net Change in Cash And Cash Equivalents	(16,883)	(28,162)
Cash And Cash Equivalents At Beginning Of The Period	42,986	71,148
Cash And Cash Equivalents At End Of The Period *	26,103	42,986
* Cash & cash equivalents consists of:		
Fixed deposit with licensed banks	10,731	31,053
Short term deposits with licensed banks	3,654	8,358
Cash and bank balances	11,718	3,575
	26,103	42,986

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

\_\_\_\_\_

# Part A: Explanatory Notes In Compliance With Malaysian Financial Reporting Standard ("MFRS") 134: Interim Financial Reporting in Malaysia

## A1. Accounting Policies and Basis Of Preparation

These condensed consolidated interim financial statements have been prepared in accordance with MFRS134: Interim Financial Reporting in Malaysia, and with paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the Group's audited financial statements for year ended 31 December 2011. The consolidated financial statement of the Group as at and for the year ended 31 December 2011 were prepared in accordance with Financial Reporting Standards ("FRS").

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted for the annual financial statements for the year ended 31st December 2011, except for the following:

## Adoption of a new MASB accounting framework, the MFRS Framework

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

#### A2. Qualification of Financial Statements

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

# A3. Seasonal or Cyclical Factors

The Group's business operation results were not materially affected by any seasonal or cyclical factors.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

#### A4. Nature and Amount of Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current quarter under review.

## A5. Nature and Amount of Changes in Estimates

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

#### A6. Dividend Paid

For the financial period ended 31 December 2012:

- (i) The second interim tax exempt (single-tier) dividend of 3 sen per ordinary share, on 171,600,000 ordinary shares, amounting to RM5.148 million in respect of the financial year ended 31 December 2011, was paid on 16 April 2012; and
- (ii) The first interim tax exempt (single-tier) dividend of 2.5 sen per ordinary share, on 171,600,000 ordinary shares, amounting to RM4.29 million in respect of the financial year ended 31 December 2012, was paid on 16 October 2012; and
- (iii) The second interim tax exempt (single-tier) dividend of 2.5 sen per ordinary share, on 171,600,000 ordinary shares, amounting to RM4.29 million in respect of the financial year ended 31 December 2012, was paid on 31 December 2012.

For the financial period ended 31 December 2011:

- (i) The second interim dividend of 1.9 sen per ordinary share, less Malaysian income tax at 25%, on 171,600,000 ordinary shares, amounting to RM2,445,300 in respect of financial year ended 31 December 2010, was paid on 11 April 2011; and
- (ii) The first interim tax exempt (single-tier) dividend of 2.5 sen per ordinary share, amounting to RM4.29 million in respect of the financial year ended 31 December 2011, was paid on 30 December 2011

## A7. Debt and Equity Securities

There were no issuance, cancellations, repurchases, resale and repayment of debt and equity securities for the current financial quarter.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

# A8. Segmental Reporting

The Group's segmental report for the current financial period ended 31 December 2012 is as below:-

2012 13 d3 bclow.	ا مرانیا مایی	4th Outsider C		1	th Outside	
	Current Year RM'000	4 <sup>th</sup> Quarter <u>C</u> Preceding Year RM'000	umulati Currei Year RM'00	nt r	Precedir Year RM'000	ng
Group – by business segment :-						
Net revenue						
Manufacturing	49,259	43,202	189,7		147,24	
Trading	35,380	32,937	131,4		120,79	
Investment holding	(00, 400)	12,000		000	12,7	
Less: Inter-segment revenue	(26,429)	(36,738)	(108,0		(106,80	
Total consolidated revenue	58,210	51,401	223,2	208	173,99	94
Cogmont rocult						
Segment result Manufacturing	3,147	6,706	16,3	301	14,42	26
Trading	3,085	3,167		808	6,44	
Investment holding	(62)	12,193		156	13,6	
Less: Elimination	(187)	(12,230)	(10,2		(12,88	
Total consolidated profit before tax	5,983	9,836	27,9		21,6	
		As At Cur Year Quarte RM'00	er	Y Q	Precedin 'ear uarter M'000	g
Group – by business segment :-			-			
Segment assets						
Manufacturing		19	3,540		152,250	
Trading			3,224		61,092	
Investment holding			5,650		139,425	
Less: Elimination			5,093)		133,717)	
Consolidated total assets		23	7,321		219,050	
Segment liabilities						
Manufacturing		12	7,075		88,488	
Trading			9,967		36,564	
Investment holding			417		463	
Less: Elimination			5,298)	(	95,134)	
Consolidated total liabilities		4	1,161		30,381	

Segmental reporting by geographical location has not been prepared as the Group's operations are substantially carried out in Malaysia.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

## A9. Valuations of Property, Plant and Equipment

The property, plant and equipment except for freehold land are stated at cost/valuation less accumulated depreciation and impairment losses. There was no revaluation of property, plant and equipment for the current quarter and financial year to date.

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

## **A10.** Subsequent Material Events

There were no material events subsequent to the reporting period up to 21 February 2013 (latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report) which have not been reflected in the financial statement for the quarter under review.

## A11. Changes in the Composition of the Group

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

## A12. Contingent Liabilities or Contingent Assets

There were no changes in other contingent liabilities or contingent assets since the last annual balance sheet as at 31 December 2011.

## A13. Capital Commitments

The outstanding amount of capital commitments as at 31 December 2012 are as follows:-

	KM'000	
Property, plant and equipment : Approved and contracted for	4,384	

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

# A14. Significant Related Party Transactions

The Group has the following significant transactions with the related parties during the periods:-

	Current Year Quarter RM'000	Preceding Year Quarter RM'000
Prepare, package, pack and deliver Fraser and Neave Limited group of companies' products : Sales - Purchase of ingredients*	3,353 1,619	6,048 2,518

<sup>\*</sup> The purchase of ingredients are exclusively used for the preparing of the Fraser and Neave Limited group of companies products.

The above transactions had been entered into in the ordinary course of business on normal commercial terms with Fraser and Neave Limited group of companies. These transactions are within the ambit of the mandate approved by the shareholders of the Company on 19 June 2012.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

# Part B: Additional Explanatory Notes In Compliance With Listing Requirements Of The Bursa Malaysia Securities Berhad

#### **B1.** Review of Performance

For the whole financial year under review, the Group posted a 28.3% year-on-year revenue growth from RM174.0 million to RM223.2 million; this was mainly due to the increase in selling price and trading volume of its Fruit Gummy and Beverage products, with revenue growth of 18% and 145% respectively.

The Group's profit before taxation of RM28.0 million for the current whole financial year under review registered a 29.2% increase over the previous corresponding period. This improvement was largely attributable to the Group's continued effort in improving production efficiency by way of process automation and better quality control in manufacturing operation.

The performance of the major segments of the Group is summarized as follows :-

## Manufacturing segment

Higher revenue from the Manufacturing segment mainly due to stronger demand from its Contract Manufacturing business for its Beverage and Gummy products. Lower material costs and better economies of scale are factors which contributed to better profitability.

## Trading segment

Trading segment achieved higher revenue due to the increase in products' selling price, higher demand for both local and overseas markets. The significant increase in profit before taxation was mainly due to higher margin sales mix.

## B2. Comparison with Immediate Preceding Quarter's Results

	Current Year Quarter	Immediate Preceding Quarter	Difference
	RM'000	RM'000	%
Revenue	58,210	54,253	+7.3%
Profit before taxation	5,983	6,003	-0.3%

Group's revenue of RM58.2 million for the current quarter registered a 7.3% increase over the immediate preceding quarter mainly due to higher demand of its Beverage products, especially the contract manufacturing business.

The profit before taxation of the current quarter decreased by RM0.02 million or 0.3% to RM6.0 million as a result of commissioning cost incurred for its new Fruit Gummy production line and higher spending in product advertisement expense.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

## **B3.** Commentary On Prospects

New production facility for Hard Candy line has commenced its commercial operation in the 2<sup>nd</sup> quarter of financial year 2012 whilst the new Fruit Gummy line will commence its commercial operation in the 1<sup>st</sup> quarter of financial year 2013. This will enable the Group to widen its existing customer base and further reinforce the Group's presence both locally and overseas.

The Group faces greater challenges ahead in view of the anticipated volatile global economy and intense competition in domestic and export markets. Nevertheless, the Group would continue to take the necessary measures to mitigate the abovementioned risk factors and strive to deliver sustainable growth in revenue and profitability.

The Board is optimistic of achieving satisfactory result in the financial year 2013.

## **B4.** Profit Forecast or Profit Guarantee

The Group did not issue any profit forecast or profit estimate previously in any public document.

## **B5.** Income Tax

	Individual Quarter		<u>Cumulative</u>	Cumulative Quarter		
	Current Year			Preceding Year		
	Quarter RM'000	Quarter RM'000	To Date RM'000	To Date RM'000		
Income tax:						
<ul> <li>Current period estimate</li> </ul>	968	1,456	3,803	2,455		
<ul> <li>Prior year</li> </ul>	(6)	(10)	(11)	16		
Deferred taxation :						
<ul> <li>Transferred to/(from) deferred taxation</li> </ul>	607	(327)	2,980	(4)		
	1,569	1,119	6,722	2,467		

The effective tax rate of the Group for the period under review was lower than the statutory rate of 25% mainly due to the utilization of reinvestment allowances claimed on qualifying expenditure.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

## **B6.** Status of Corporate Proposals

## (a) Status of Corporate Proposals :-

There were no corporate proposals announced but not completed as at 21 February 2013 which is not earlier than 7 days form the date of issue of this quarterly report.

## (b) Status of Utilization of Proceeds :-

SUBSCRIPTION BY FRASER & NEAVE HOLDINGS BHD ("F&N") OF 39,600,000 NEW ORDINARY SHARES OF RM0.50 EACH IN COCOALAND, REPRESENTING APPROXIMATELY 23.08% OF THE ENLARGED ISSUED AND PAID-UP SHARE CAPITAL OF COCOALAND, AT AN ISSUE PRICE OF RM1.38 PER SHARE

On 25 November 2010, the Company issued 39,600,000 new ordinary shares of RM0.50 each through a Private Placement at issue price of RM1.38 per share. The latest utilization of proceeds as of 31 December 2012 is as below:-

	Purposes	Proposed	Actual	Transfer	Balance	Intended
		Utilization	Utilization	То		Timeframe for
				Working		Utilisation after
				Capital		the share
		(RM'000)	(RM'000)	(RM'000)	(RM'000)	subscription
1)	Acquisition of machinery	36,000	(36,000)	-	Nil	Within 21 months
2)	Acquisition of property	10,000	(7,936)	(2,064)*	Nil	Within 6 months
3)	Working capital	8,538	(10,614)	2,076*	Nil	Within 6 months
4)	Estimated expenses relating to the share subscription	110	(98)	(12)*	Nil	Upon completion
TC	TAL	54,648	(54,648)	-	Nil	

<sup>\*</sup> Any increase or decrease in the actual expenses related to the share subscription would be clawed back from or to the working capital

## **B7.** Group Borrowings

The Group's borrowings (all denominated in Ringgit Malaysia) as at the end of the reporting quarter are as follows:-

As At	As At
31.12.2012	31.12.2011
RM'000	RM'000

### **TOTAL BORROWING**

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

# **B8.** Material Litigation

There was no material litigation at the date of this quarterly report.

# **B9.** Dividend Payable

The Board of Directors has declared a third interim tax exempt (single-tier) dividend of 2.5% or 1.25 sen per ordinary share (31 December 2012: 3.0 sen per ordinary share) on 171,600,000 ordinary shares, amounting to RM2,145,000 in respect of the financial year ended 31 December 2012, which will be paid on 5 April 2013. The entitlement date for the above-mentioned interim dividend is on 15 March 2013.

The total dividend of the current financial year is 12.5% or 6.25 sen per ordinary share.

## B10. Earnings per share

The earnings per share for the quarter and cumulative year to date are computed as follows:-

	<u>Individual Quarter</u>		<u>Cumulative Quarter</u>		
	Current Year Quarter	Preceding Year Quarter	Current Year To Date	Preceding Year To Date	
Profit for the period (RM'000)	4,414	8,717	21,218	19,192	
Weighted average number of ordinary shares of RM0.50 each ('000)	171,600	171,600	171,600	171,600	
Basic earnings per share (sen)	2.57	5.08	12.36	11.18	
Diluted earnings per share (sen)*	N.A.	N.A.	N.A	N.A	

The Group has no potential ordinary shares in issue, therefore diluted earnings per share has not been presented.

Quarterly Unaudited Results Of The Group For The 4<sup>th</sup> Quarter Ended 31 December 2012

\_\_\_\_\_

## B11. Supplementary Information on the breakdown of realised and unrealised profits or losses

The following analysis of realized and unrealized retained profits is prepared pursuant to Paragraph 2.06 and 2.23 of Bursa Malaysia Securities Berhad Listing Requirements and in accordance with the Guidance on Special Matter No.1 – Determination of Realised and Unrealised Profits or Losses as issued by the Malaysian Institute of Accountants. This disclosure is based on the format prescribed by Bursa Malaysia Securities Berhad.

	As at 31.12.2012 RM'000	As at 31.12 2011 RM'000
Total retained profits of the Company and its su - Realised	ubsidiaries 98,660	87,252
- Unrealised	(3,937)	(295)
Less: Consolidation adjustments	(28,749)	(28,474)
Retained profit as per financial statement	65,974	58,483

# B12. Profit before tax is stated after charging/(crediting) :-

	Current Quarter RM'000
Interest income	(170)
Depreciation of property, plant and equipment	2,794
Property, plant and equipment written off	12
Allowance for doubtful debts	198
Bad debts written off	12
Loss/(Gain) on foreign exchange	
- realized	(639)
- unrealized	(374)

By Order Of The Board

Tai Chun Wah

**Executive Director** 

Dated: 27 February 2013