

(Incorporated in Malaysia with limited liability under the Companies Act, 1965)

The Board of SLP Resources Berhad ("SLP" or "the Company") is pleased to announce the following unaudited consolidated results for the second quarter and financial period ended 30 June 2011.

#### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE SECOND QUARTER ENDED 30 JUNE 2011

	Note	Individua Current Quarter Ended 30.06.2011 RM'000	ll Quarter Preceding Year Corresponding Quarter Ended 30.06.2010 RM'000	Cumulati Current Period Ended 30.06.2011 RM'000	ve Quarter Preceding Year Corresponding Period Ended 30.06.2010 RM'000
Revenue	A9	35,798	40,729	74,141	79,111
Profit from operations		2,053	1,339	4,771	6,207
Interest income		9	5	16	63
Finance costs		(38)	(89)	(95)	(172)
Profit before tax		2,024	1,255	4,692	6,098
Income tax expense	В5	(263)	(353)	(648)	(854)
Profit for the period		1,761	902	4,044	5,244
Other comprehensive income, net of tax			-	-	-
Total comprehensive income for the period		1,761	902	4,044	5,244
Profit and total comprehensive income attributable to: Owners of the Company Minority interests		1,761	902 -	4,044	5,244
Total comprehensive income for the period		1,761	902	4,044	5,244
Earnings per share Basic (Sen) Diluted (Sen)	B15	0.71 N/A	0.36 N/A	1.64 N/A	2.12 N/A

Note:

The Condensed Consolidated Statement of Comprehensive Income is unaudited and should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



(Incorporated in Malaysia with limited liability under the Companies Act, 1965)

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2011

	Note	UNAUDITED As at 30.06.2011 RM'000	AUDITED As at 31.12.2010 RM'000
ASSETS			
Non-current Assets			
Property, plant and equipment		51,588	53,890
Other investments		220	220
Intangible assets		507	671
		52,315	54,781
Current Assets			
Inventories		18,745	20,942
Receivables, deposits and prepayments		28,857	28,762
Current tax assets		44	257
Cash and cash equivalents		5,917	7,246
*		53,563	57,207
TOTAL ASSETS		105,878	111,988
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EQUITY AND LIABILITIES			
Equity			
Share capital		61,833	61,833
Reserves		15,462	13,890
Total equity attributable to owners of the Company		77,295	75,723
Minority interests		-	
TOTAL EQUITY		77,295	75,723
		11,275	15,125
Non-current Liabilities			
Loans and borrowings	B9	1,797	2,754
Deferred taxation	D)	6,543	6,378
		8,340	9,132
Current Liabilities		0,510	9,152
Payables and accruals		12,670	18,893
Loans and borrowings	B9	4,771	7.988
Current tax liabilities	<b>D</b> )	329	252
Dividend payable		2,473	-
Dividente pagaete		20,243	27,133
TOTAL LIABILITIES		28,583	36,265
		20,305	50,205
TOTAL EQUITY AND LIABILITIES		105,878	111,988
Net assets per ordinary share attributable to ordinary equity			
holders of the Company (Sen)		31.3	30.6

#### Note:

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

SLP RESOURCES BERHAD

(Incorporated in Malaysia with limited liability under the Companies Act, 1965)

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2011

	,	<b>↓</b>	Non Distributable Reserves Reverse	— Automotory to owned s of the Company — n Distributable Reserves — — — → Di Reverse	Fair	Distributable	
	Share Capital RM'000	Share Premium RM'000	Acquisition Reserve RM'000	Revaluation Reserve RM'000	Value Reserve RM'000	Retained Earnings RM*000	Total RM'000
Balance as at 1 January 2011	61,833	,	(26,640)	6,707	10	33,814	75,724
Total comprehensive income for the period		,	,	,	'	4,044	4,044
Dividends	I	ı	ı	ı		(2,473)	(2,473)
Balance as at 30 June 2011	61,833	1	(26, 640)	6,707	10	35,385	77,295
Balance as at 1 January 2010 - as previously reported Effect of adonting FRS 130	53,000 -	7,483 -	(26,640) -	6,707		32,034 (1 235)	72,584
At 1 January 2010, restated	53,000	7,483	(26,640)	6,707	ı	30,799	71,349
Bonus issue of 35,333,333 new ordinary shares of RM0.25 each	8,833	(7,483)			·	(1,350)	·
Total comprehensive income for the period	ı	ı	·		10	5,244	5,254
Dividends	ı	ı	ı	ı	·	(2,473)	(2,473)
Balance as at 30 June 2010	61,833	•	(26, 640)	6,707	10	32,220	74,130

Note:

The Condensed Consolidated Statement of Changes in Equity is unaudited and should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



# CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2011

	Current Period Ended 30.06.2011 RM'000	Preceding Year Corresponding Period Ended 30.06.2010 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	4,692	6,098
Adjustments:		
Amortisation and depreciation	3,099	3,233
Interest income	(16)	(63)
Interest expense	95	172
Property, plant and equipment written off	-	2
(Gain)/ loss on disposal of property, plant and equipment	(9)	-
Operating profit before changes in working capital	7,861	9,442
Inventories	2,197	(2,339)
Receivables	(95)	(7,807)
Payables	(6,222)	3,827
Cash generated from operations	3,741	3,123
Tax paid	(422)	(353)
Tax refund	228	-
Net cash from operating activities	3,547	2,770
CASH FLOWS FROM INVESTING ACTIVITIES	((22))	(259)
Purchase of property, plant and equipment	(633)	(358)
Interest received	16	63
Proceeds from disposal of property, plant and equipment	9	(305)
Net cash used in investing activities	(608)	(295)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net increase/ (decrease) in other borrowings	(2,208)	3.057
Repayment of finance lease liabilities	(55)	(119)
Repayment of term loans	(1,910)	(2,553)
Interest paid	(95)	(172)
Net cash from/ (used in) financing activities	(4,268)	213
NET (DECREASE)/ INCREASE IN CASH AND CASH	(1.220)	2 (00
EQUIVALENTS	(1,329)	2,688
CASH AND CASH EQUIVALENTS AT BEGINNING OF	7.246	0.(30)
FINANCIAL PERIOD	7,246	8,620
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD	5.017	11 200
ΓΕΝΙΟΡ	5,917	11,308
Cash and cash equivalents comprise:		
Fixed and short-term deposits with licensed banks	2,650	6,700
Cash and bank balances	3,267	4,608
	5,917	11,308
		11,500

#### Note:

The condensed consolidated cash flow statement is unaudited and should be read in conjunction with the audited financial statements of the Company for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.



# A COMPLIANCE WITH FINANCIAL REPORTING STANDARD (FRS) 134 : INTERIM FINANCIAL REPORTING AND BURSA LISTING REQUIREMENTS

#### A1 Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of SLP Resources Berhad ("SLP" or the "Company") and its subsidiaries ("Group") for the financial year ended 31 December 2010. These explanatory notes attached to the interim 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 year ended 31 December 2010.

#### A2 Changes in Accounting Policies

The significant accounting policies and methods of computation adopted by the Group in these interim financial statements are consistent with those adopted in the preparation of the financial statements of the Group for the financial year ended 31 December 2010 except for the adoption of the following new and revised Financial Reporting Standards ("FRSs"), Amendments and Issues Committee ("IC") Interpretations (those marked " \* " are not applicable to the Group and the Company):

#### Amendments effective for annual periods beginning on or after 1 March 2010

- Amendments to FRS 132, Financial Instruments: Presentation - Classification of Rights Issues\*

## FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2010

- FRS 1, First-time Adoption of Financial Reporting Standards (revised)
- FRS 3, Business Combinations (revised)
- FRS 127, Consolidated and Separate Financial Statements (revised)
- Amendments to FRS 2, Share-based Payment \*
- Amendments to FRS 5, Non-current Assets Held for Sale and Discontinued Operations\*
- Amendments to FRS 138, Intangible Assets
- IC Interpretation 12, Service Concession Agreements\*
- IC Interpretation 16, Hedges of a Net Investment in a Foreign Operation\*
- IC Interpretation 17, Distribution of Non-cash Assets to Owners\*
- Amendments to IC Interpretation 9, Reassessment of Embedded Derivatives

# FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2011

- Amendments to FRS 1, First-time Adoption of Financial Reporting Standards
- Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters
- Addition Exemption for First-time Adopters
- Amendments to FRS 2, Group Cash-settled Share Based Payment Transactions\*
- Amendments to FRS 7, Financial Instruments : Disclosures Improving Disclosures about Financial Instruments
- IC Interpretation 4, Determining whether on arrangement contains a Lease
- IC Interpretation 18, Transfers of Assets from Customers\*
- Improvements to FRSs (2010)



#### A2. Changes in Accounting Policies (cont'd))

The adoption of the above FRSs, Amendments and IC Interpretations did not result in any significant financial impact on the interim financial report upon their initial application, except for the following:

- (a) FRS 3 (Revised) introduces significant changes to the accounting for business combinations, both at the acquisition date and post acquisition, and requires greater use of fair values. In addition, all transaction costs, other than share and debt issue costs, will be expensed as incurred. This revised Standard will be applied prospectively and therefore, there will not have any financial impact on the financial statements of the Group for the current financial year but may impact the accounting for future transactions or arrangements.
- (b) FRS 127 (Revised) requires accounting for changes in ownership interests by the Group in a subsidiary, while maintaining control, to be recognised as an equity transaction. When the Group losses control of a subsidiary, any interest retained in the former subsidiary will be measured at fair value with the gain or loss recognised in profit or loss. The revised Standard also requires all losses attributable to the minority interest to be absorbed by the minority interest instead of by the parent. The Group will apply the major changes of FRS 127 (Revised) prospectively and therefore, there will not have any financial impact on the financial statements of the Group for the current financial year but may impact the accounting for its future transactions or arrangements.

The Group and the Company plan to apply the following standards, amendments and interpretations that will be effective for annual periods beginning on or after 1 July 2011 and 1 January 2012, except for those marked "#" which are not applicable to the Group and the Company from the annual period beginning 1 January 2012:

#### FRSs, Interpretation and amendments effective for annual periods beginning on or after 1 July 2011

- IC Interpretation 19, Extinguishing Financial Liabilities with Equity Instruments
- Amendments to IC Interpretation 14, Prepayments of a Minimum Funding Requirement #

# FRSs, Interpretation and amendments effective for annual periods beginning on or after 1 January 2012

- FRS 124, Related Party Disclosures (revised)
- IC Interpretation 15, Agreements for the Construction of Real Estate #

Following the announcement by the MASB on 1 August 2008, the Group's and the Company's financial statements will be prepared in accordance with International Financial Reporting Standards (IFRS) framework for annual periods beginning on 1 January 2012. The change of the financial reporting framework is not expected to have any significant impact on the financial position and performance of the Group and of the Company.

#### A3 Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the preceding audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2010 were not subject to any qualification.

#### A4 Seasonal or Cyclical Factors

The operations of the Group during the current quarter and financial period under review have not been materially affected by any seasonal or cyclical factors.



#### A5 **Unusual Items**

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

#### A6 **Changes in Estimates**

There were no material changes in estimates of amount reported in prior interim period or financial period that have a material effect in the current quarter.

#### **Changes in Debt and Equity Securities** A7

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

#### **Dividend Paid A8**

A final single tier dividend of 1.0 sen per ordinary share of RM0.25 each amounted to RM2,473,333 in respect of the financial year ended 31 December 2010 was approved by the shareholders of the Company in the Annual General Meeting held on 17 June 2011 and the said dividend was paid on 18 July 2011.

#### A9 **Segment Reporting**

The Group's business is mainly confined to one business segment in the manufacturing, distributing and exporting of plastic packaging products and plastic related goods, as well as trading of polymer. In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers as follows:-

		Individual (	Quarter	
	Current Quarter Ended 30.06.2011		Precedin Corresp Quarter 30.06.	onding Ended
	RM'000		RM'000	
Malaysia	21,020	58.7%	27,011	66.3%
Japan	10,556	29.5%	10,246	25.2%
UK, Germany and Denmark	1,582	4.4%	1,507	3.7%
Indonesia	276	0.8%	526	1.3%
Australia	1,741	4.9%	141	0.4%
Norway	-	0.0%	747	1.8%
Others*	622	1.7%	551	1.3%
Total	35,798	100.0%	40,729	100.0%



#### A9 Segment Reporting (cont'd)

	Cumulative Quarter (6 m			nonths)	
			Precedir	ng Year	
	Current P	eriod	Corresp	onding	
	Endeo	1	Period	Ended	
	30.06.20	11	30.06.	2010	
	RM'000		RM'000		
Malaysia	44,965	60.6%	51,164	64.7%	
Japan	19,929	26.9%	20,070	25.4%	
UK, Germany and Denmark	3,562	4.8%	3,313	4.2%	
Indonesia	1,515	2.1%	915	1.1%	
Australia	2,444	3.3%	389	0.5%	
Norway	165	0.2%	1,083	1.4%	
Others*	1,560	2.1%	2,177	2.7%	
Total	74,141	100.0%	79,111	100.0%	

\* Others include export to Singapore, USA and free trade zones and licensed manufacturer and warehouse ("LMW")

#### A10 Valuations of Property, Plant and Equipment

The valuations of land and building have been brought forward, without amendments from the audited financial statements for the year ended 31 December 2010.

#### A11 Events Subsequent to the Balance Sheet Date

There were no material events subsequent to the end of the current quarter that have not been reflected in the interim financial statements as at the date of this report.

#### A12 Changes in the Composition of the Group

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

#### A13 Changes in contingent liabilities or contingent assets

The Company has issued corporate guarantee to financial institutions for banking facilities granted to its subsidiaries up to limits of RM99.2 million as at 30 June 2011, of which, approximately RM6.6 million was utilised as at 30 June 2011. The Company has also issued corporate guarantee to a non-financial institution for the supply of goods and services provided to a subsidiary up to limit of RM9.0 million, of which, RM5.9 million was outstanding as at 30 June 2011.

#### A14 Capital Commitments

There was no capital expenditure contracted but not provided as at the end of the current quarter.

#### A15 Significant related party transactions

There were no transactions entered into between the Group and other related parties during the current quarter under review.



# **B** COMPLIANCE WITH APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

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

For the current quarter ended 30 June 2011, the Group recorded lower revenue of RM35.8 million compared with the revenue of RM40.7 million recorded in the preceding year corresponding quarter due to lower domestic sales. Albeit lower revenue, the Group registered higher profit before tax ("PBT") of RM2.02 million compared with the PBT of RM1.3 million in the preceding year corresponding quarter. This was mainly due to higher sales of flexible plastic packaging products which fetched higher profit margins to export markets.

For the six (6) months period ended 30 June 2011, the Group recorded lower revenue of RM74.1 million compared with the revenue of RM79.1 million recorded in preceding year corresponding period due mainly to domestic sales for the Group's trading products such as plastic resins. In line with lower revenue and higher prices of raw materials, in particular, plastic resins for the six (6) months period ended 30 June 2011, the Group recorded lower "PBT of RM4.7 million as compared to the PBT of RM6.1 million achieved in the preceding year corresponding period.

#### B2 Comment on material change in profit before tax

	Current Ouarter	Preceding Ouarter		
	ended	ended	¥7	
	30.06.2011 RM'000	31.03.2011 RM'000	Variance RM'000	%
Revenue	35,798	38,344	(2,546)	(6.6)
Profit Before Tax	2,024	2,668	(644)	(24.1)

The Group recorded lower revenue for the current quarter as compared to the revenue in the preceding quarter mainly due to lower domestic sales of the Group's trading products. In line with lower sales and higher prices of raw materials, in particular plastic resins, the Group recorded lower PBT in the current quarter compared with the PBT recorded in the preceding quarter.

# **B3 Prospects**

With our continuous efforts in down-gauging our products by using multi-layer co-extrusion technology to lower cost, reduce carbon footprints and improve packaging performance coupled with our relentless focus and efforts on constant introduction of new products and automation in production processes for higher level of operating efficiency, the Board is cautiously optimistic of achieving satisfactory sets of financial results for the remaining financial quarters.

## **B4** Variance between Actual Profit and Forecast Profit

Not applicable.



#### **B5** Taxation

	Current Quarter 30.06.2011 RM'000	Current Year To Date 30.06.2011 RM'000
Income tax		
Current year	213	484
Prior year	-	-
	213	484
Deferred tax		
Current year	50	164
Prior year	-	-
-	263	648

The effective tax rate of the Group for the current quarter and year-to-date was lower than the statutory tax rate due mainly to utilisation of available reinvestment allowances by the subsidiaries of the Group.

#### **B6** Unquoted investments and properties

There were no purchases or sale of unquoted investment or properties for the current quarter.

#### **B7 Quoted securities**

There were no acquisitions or disposals of quoted securities for the current quarter and the financial periodto-date.

#### **B8 Status of Corporate Proposals**

There were no corporate proposals announced but not completed as at the date of the interim financial statements.

#### **B9 Borrowings and debt Securities**

The Group's loans and borrowings as at 30 June 2011 are as follows:-

	Payable Within 12 Months RM'000	Payable After 12 Months RM'000	Total RM'000
Finance lease liabilities	100	50	150
Bankers' acceptances	2,510	-	2,510
Term loans	2,161	1,747	3,908
	4,771	1,797	6,568

Included in the Group's loans and borrowings are foreign currency borrowings denominated in JPY of approximately RM3.9 million (comprising approximately JPY104.1 million).



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# NOTES TO THE INTERIM FINANCIAL STATEMENTS SECOND QUARTER ENDED 30 JUNE 2011

#### **B10** Derivative financial instruments

There were no forward foreign exchange contracts outstanding as at the end of current quarter to the date of the interim financial report.

#### **B11. Off Balance Sheet Financial Instruments**

The Group does not have any financial instruments with off balance sheet risk as at the end of current quarter to the date of the interim financial report.

#### **B12** Material Litigation

# Sinliplas Holding Sdn Bhd ("SHSB"), a wholly-owned subsidiary of SLP (Plaintiff) versus Paolo Sandro AG (Defendant)

On 14 December 2006, the Plaintiff via its solicitors, Ong & Manecksha issued a notice of demand to the Defendant claiming for outstanding sum of USD397,082.18 for goods sold. On 5 February 2006, the Defendant paid a sum of USD177,567.03 to the Plaintiff leaving the balance sum of USD219,515.15. On 1 November 2007, the Plaintiff via the advice of its solicitors, Ong & Manecksha, appointed Seitz, Weckbach, Fent & Fackler, the solicitors based in Germany to continue with legal proceedings.

The Plaintiff's Solicitors were of the opinion that the Plaintiff was entitled to the payment claimed as the delivery of the Plaintiff's goods to the Defendant was properly executed. Factual and legal defects were not sufficiently substantiated by the Defendant. Ancillary obligations were not violated by the Plaintiff, especially in the context of the delivery. The payment claims therefore existed. The legal situation was seen under Malaysian law because the typical performance was effected by the producer, i.e. the Plaintiff. Decisive, therefore, was the laws of the headquarters of the Plaintiff, according to Art 28 (2) German Rules of Conflict of Laws. The Defendant was not entitled to any reduction for damages. This was especially so, since under Malaysian Law goods have to be rejected immediately when the defects were first known.

The case was subsequently transferred from the Court in Memingen, Germany to the Court in Traunstein, Germany due to internal court reasons. The Defendant had filed an appearance and the Plaintiff had filed the reply as per solicitor confirmation dated 27 July 2009. The Court hearing in Traunstein, Germany was held on 17 November 2009. Subsequent thereto, the judge raised various questions especially about the production process that the Plaintiff's solicitors had responded in January 2010. The case was heard in June 2010 and product expert opinion was subsequently sought after. Based on the expert report, the bags produced by the Plaintiff was confirmed defective and the Defendant was entitled for 50% price deduction. On 22 June 2011, the Plaintiff received the decision judgement of the district court Traunstein as follows:

- i) The Defendant (Paolo Sandro) is adjudicated to pay USD17,717 plus interest equal to 8% above the base interest rate since 15 January 2007.
- ii) In all other respects the statement of claims was denied.
- iii) The Plaintiff beared 90 % and the Defendant 10 % of costs of the legal dispute.
- iv) The judgement was collectable against security bond in the amount of 110% of the amount to be collected.
- v) The value of the dispute was fixed at USD219,515.15.



#### **B12** Material Litigation (cont'd)

As the Group has made full provision for the above long overdue debts in its audited financial statements for the years ended 31 December 2007 and 2008, the decision judgement of the district court Traunstein will not have any significant impact on the financial results for the current financial year.

#### **B13** Proposed Dividend

On 24 August 2011, the Board declared an interim single tier dividend of 1.0 sen per ordinary share of RM0.25 each in respect of the financial year ending 31 December 2011 and the said dividend will be paid on 18 October 2011 to shareholders whose names appear on the Company's Record of Depositors on 30 September 2011.

#### **B14** Earnings Per Share

	Individual Quarter		<b>Cumulative Quarters</b>	
	Current Quarter Ended 30.06.2011	Preceding Year Corresponding Quarter Ended 30.06.2010	Current Period Ended 30.06.2011	Preceding Year Corresponding Period Ended 30.06.2010
BASIC EARNINGS PER SHARE				
Profit attributable to owners of the Company (RM'000)	1,761	902	4,044	5,244
Weighted average number of ordinary shares in issue ('000)	247,333	247,333	247,333	247,333
Basic Earnings per Share (sen)	0.71	0.36#	1.64	2.12 <sup>#</sup>

# The weighted average number of ordinary shares in issue of the comparative quarter/ preceding year to date has adjusted for the effect of Share Split involving the subdivision of every existing one (1) ordinary share of RM0.50 each into two (2) ordinary shares of RM0.25 each and Bonus Issue involving the issuance of 35,333,333 new ordinary shares on the basis of one (1) Bonus Share for every six (6) Ordinary Shares, which was completed on 26 April 2010.

There was no dilutive earning per share as there was no potential dilutive ordinary share outstanding as at the end of the current period under review.



## B15 Disclosure of realised and unrealised profits

The breakdown of retained profits of the Group as at the reporting date, into realised and unrealised profits or losses, pursuant to the directive, is as follows:

	As at 30.06.2011 RM'000	As at 31.03.2011 RM'000
Total retained profits of the Company and its subsidiaries:-		
Realised	41,699	40,323
Unrealised	(6,314)	(4,227)
	35,385	36,096
Less : consolidated adjustments	-	-
Total group retained profits as per consolidated financial statements	35,385	36,096

#### **B16** Authorisation for issue

The interim financial report was authorised for issue by the Board of Directors in accordance with a resolution of the Board.