# TIMBERWELL BERHAD CONDENSED UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011

|  | ← INDIVIDUAL QUARTER →                   |  | ← CUMULATIVE YTD →                       |  |  |
|--|--|--|--|--|--|
|  | Current year                             | Preceding year comparative               | Current year                             | Preceding year comparative               |  |
|  | 3 months ended<br>30.09.2011<br>(RM'000) | 3 months ended<br>30.09.2010<br>(RM'000) | 9 months ended<br>30.09.2011<br>(RM'000) | 9 months ended<br>30.09.2010<br>(RM'000) |  |
| Continuing Operations  |  |  |  |  |  |
| Revenue  | 3,248                                    | 1,522                                    | 4,008                                    | 7,446                                    |  |
| Operating expenses   | (3,601)                                  | (3,350)                                  | (7,592)                                  | (13,794)                                 |  |
| Other income   | 9  | 82                                       | 398                                      | 88                                       |  |
| Loss from operations   | (344)                                    | (1,746)                                  | (3,186)                                  | (6,260)                                  |  |
| Finance costs  | (206)                                    | (183)                                    | (910)                                    | (695)                                    |  |
| Loss before tax  | (550)                                    | (1,929)                                  | (4,096)                                  | (6,955)                                  |  |
| Income tax expense   | 0  | 0  | 0  | 0  |  |
| Loss for the period from   |  |  |  |  |  |
| continuing operation   | (550)                                    | (1,929)                                  | (4,096)                                  | (6,955)                                  |  |
| Discontinued Operations Profit/(Loss) for the period from discontinued |  |  |  |  |  |
| operations   | 60                                       | 59                                       | 177                                      | 188                                      |  |
| Loss for the period  | (490)                                    | (1,870)                                  | (3,919)                                  | (6,767)                                  |  |
| Total comprehensive income attributable to:                            |  |  |  |  |  |
| Owners of the parent   | (58)                                     | (1,513)                                  | (2,728)                                  | (5,554)                                  |  |
| Minority interest  | (432)                                    | (357)                                    | (1,191)                                  | (1,213)                                  |  |
|  | (490)                                    | (1,870)                                  | (3,919)                                  | (6,767)                                  |  |
| Earnings per share (Sen) attributable to                               |  | ,<br>,                                   |  |  |  |
| owners of the parent :   |  |  |  |  |  |
| - Basic  | (0.07)                                   | (1.70)                                   | (3.06)                                   | (6.24)                                   |  |
| - Diluted  | N/A                                      | N/A                                      | N/A                                      | N/A                                      |  |

The Condensed Unaudited Consolidated Statements of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

# TIMBERWELL BERHAD CONDENSED UNAUDITED CONSOLIDATED BALANCE SHEET AS AT 30TH SEPTEMBER 2011

|   | As at<br>30.09.2011<br>(RM'000) | As at<br>31.12,2010<br>(RM'000) |            |
|---|---------------------------------|---------------------------------|------------|
| NON-CURRENT ASSETS  |                                 |                                 |            |
| Property, plant and equipment   | 29,081                          | 32,180                          |            |
| Prepaid lease payment Timber plantation development expenditure                           | 0                               | 0                               | (restated) |
| Other Investment  | 26,019<br>0                     | 25,787<br>0                     |            |
|   | 55,100                          | 57,967                          |            |
| CURRENT ASSETS  |                                 |                                 |            |
| Inventories   | 692                             | 746                             |            |
| Work In Process   | 0                               | 0                               |            |
| Trade and other receivables   | 4,808                           | 5,567                           |            |
| Deposits, bank and cash balances  | 38                              | 474                             |            |
| Tax recoverable   | 0                               | 155                             |            |
|   | 5,538                           | 6,942                           |            |
| Non-current assets classified as held for sale  | 4,362                           | 4,362                           |            |
|   | 9,900                           | 11,304                          |            |
| TOTAL ASSETS  | 65,000                          | 69,271                          |            |
| EQUITY AND LIABILITIES Equity attributable to owners of the parent Share capital Reserves | 89,051                          | 89,051                          |            |
| · · · · · ·   | (52,711)                        | (49,983)                        |            |
| Equity attributable to owners   |                                 |                                 |            |
| of the parent   | 36,340                          | 39,068                          |            |
| Minority Interests  | 4,892                           | 6,083                           |            |
| Total equity  | 41,232                          | 45,151                          |            |
| NON-CURRENT LIABILITIES   |                                 |                                 |            |
| Borrowings  | 5,908                           | 5,167                           |            |
| Deferred tax liabilities  | 3,818                           | 3,818                           |            |
|   | 9,726                           | 8,985                           |            |
| CURRENT LIABILITIES   |                                 |                                 |            |
| Trade and other payables  | 8,190                           | 7,474                           |            |
| Borrowings  | 4,555                           | 6,372                           |            |
| Tax payables  | 1,297                           | 1,205                           |            |
|   | 14,042                          | 15,051                          |            |
| Liabilities directly associated with assets classified                                    |                                 |                                 |            |
| as held for sale  | 0                               | 84                              |            |
|   | 14,042                          | 15,135                          |            |
| Total liabilities   | 23,768                          | 24,120                          |            |
| TOTAL EQUITY AND LIABILITIES  | 65,000                          | 69,271                          |            |
|   |                                 |                                 |            |
| Net assets per share attributable to ordinary   |                                 |                                 |            |
| owners of the parent (RM)   | 0.4100                          | 0.4400                          |            |

The Condensed Unaudited Consolidated Balance Sheet should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

# TIMBERWELL BERHAD CONDENSED UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30TH SEPTEMBER 2011

|  |                              | Attributable to Owner of the Parent<br>Non-Distributable |  | Minority<br>Interest | Total<br>Equity |
|--|------------------------------|--|--|----------------------|-----------------|
| For The Period Ended 30 SEPTEMBER 2011 | Share<br>capital<br>(RM'000) | Share<br>premium<br>(RM'000)                             | Earnings/<br>(Accumulated<br>losses)<br>(RM'000) | (RM'000)             | (RM'000)        |
| At 1 January 2011                      | 89,051                       | 9,626  | (59,609)   | 6,083                | 45,151          |
| Net loss for the period                | -                            | •  | (2,728)  | (1,191)              | (3,919)         |
| At 30 September 2011                   | 89,051                       | 9,626  | (62,337)   | 4,892                | 41,232          |
| For The Period Ended 30 SEPTEMBER 2010 |                              |  |  |                      |                 |
| At 1 January 2010                      | 89,051                       | 9,626  | (61,320)   | 898                  | 38,255          |
| Net loss for the period                | -                            | -  | (5,554)  | (1,213)              | (6,767)         |
| At 30 September 2010                   | 89,051                       | 9,626  | (66,874)   | (315)                | 31,488          |

The Condensed Unaudited Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

# TIMBERWELL BERHAD CONDENSED UNAUDITED CONSOLIDATED CASH FLOW STATEMENT FOR THE FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011

|  | 9 months            | s ended          |
|--|---------------------|------------------|
|  | 30.09.2011          | 30.09.2010       |
| CASH FLOWS FROM OPERATING ACTIVITIES   | (RM'000)            | (RM'000)         |
| Profit/(loss) before taxation  |                     |                  |
| Continuing operations  | -550                | -1,929           |
| Discontinued operations  | 177                 | 188              |
| •  | -373                | -1,741           |
| Adjustments for :  |                     |                  |
| Non-cash Items   | 3,110               | 2,967            |
| Non-operating Items  | 215                 | 1,212            |
| Operating profit / (loss) before changes in working capital                          | 2,952               | 2,438            |
| Net change in Current Assets   | -1,404              | 4,452            |
| Net change in Current Liabilities  | 1,009               | -2,011           |
| Cash generated from operations   | 2,557               | 4,879            |
| Interest paid  | -910                | -216             |
| Tax paid   | 0                   | 0                |
| Net cash generated from / (used in) operating activities                             | 1,647               | 4,662            |
| CASH FLOWS FROM INVESTING ACTIVITIES   |                     |                  |
| Proceeds from disposal of property, plant and equipment                              | 0                   | 0                |
| Purchase of property, plant and equipment  | 0                   | 0                |
| Timber plantation development expenditure  | -232                | -247             |
| Net cash generated from / (used in) investing activities                             | -232                | -247             |
| CASH FLOWS FROM FINANCING ACTIVITIES   |                     |                  |
| Proceeds from borrowing  | 3,946               | 2,348            |
| Repayment of borrowings  | -3,880              | -5,697           |
| Net cash generated from / (used in) financing activities                             | 66                  | -3,349           |
| Net decrease in Cash and Cash Equivalents  | 1,481               | 1,066            |
| Cash and Cash Equivalents at beginning of the financial period                       | -4,624              | -4,624           |
| Cash and Cash Equivalents at end of the financial period                             | -3,143              | -3,558           |
|  |                     |                  |
| Cash and Cash equivalents at the end of the financial period comprise the following: |                     |                  |
|  | As at<br>30.09.2011 | As at 30.09.2010 |
|  | (RM'000)            | (RM'000)         |
| Fixed deposit, cash and bank balances  | 66                  | 409              |
| Bank overdrafts  | -3,209              | -3,967           |
| · .  | -3,143              | -3,558           |

The Condensed Unaudited Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

## PART A - EXPLANATORY NOTES PURSUANT TO FRS 134

#### 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 Bursa Malaysia Securities Berhad (Bursa Securities) Main Market Listing Requirement.

The interim financial statements should be read in conjunction with the audited financial statements for the 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 financial year ended 31 December 2010.

## A2. Changes in Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010, except for the adoption of the following new Financial Reporting Standards ("FRSs"), Amendments to FRSs and Interpretations by the Group with effect from 1 January 2010.

## FRSs, Amendments to FRSs and Interpretations

| FRS 4                     | Insurance Contracts  |
|---------------------------|--|
| FRS 7                     | Financial Instruments: Disclosures   |
| FRS 8                     | Operating Segments   |
| FRS 101                   | Presentation of Financial Statements (Revised 2009)                        |
| FRS 123                   | Borrowing Costs (Revised)  |
| FRS 139                   | Financial Instruments: Recognition and Measurement                         |
| Amendments to FRS 1 and   | Cost of an Investment in a subsidiary, Jointly Controlled Entity or        |
| FRS 127                   | Associate  |
| Amendments to FRS 2       | Vesting Conditions and Cancellations                                       |
| Amendments to FRS 7       | Financial Instruments: Disclosures   |
| Amendments to FRS 101 and | Puttable Financial Instrument and Obligations Arising on Liquidation       |
| FRS 132                   |  |
| Amendments to FRS 107     | Statement of Cash Flows  |
| Amendments to FRS 108     | Accounting Policies, Changes in Accounting Estimates and Errors            |
| Amendments to FRS 110     | Events after the Reporting Period  |
| Amendments to FRS 116     | Property, Plant and Equipment  |
| Amendments to FRS 117     | Leases   |
| Amendments to FRS 118     | Revenue  |
| Amendments to FRS 119     | Employee Benefits  |
| Amendments to FRS 123     | Borrowing Costs  |
| Amendments to FRS 127     | Consolidated and Separate Financial Statements: Cost of an Investment in a |
|                           | Subsidiary, Jointly Controlled Entity or Associate                         |
| Amendments to FRS 132     | Financial Instruments: Presentation  |
| Amendments to FRS 134     | Interim Financial Reporting  |
| Amendments to FRS 136     | Impairment of Assets   |
| Amendments to FRS 139     | Financial Instruments: Recognition and Measurement                         |
| IC Interpretation 9       | Reassessment of Embedded Derivatives                                       |
| IC Interpretation 10      | Interim Financial Reporting and Impairment                                 |
| IC Interpretation 11      | FRS 2 - Group and Treasury Share Transaction                               |
| IC Interpretation 13      | Customer Loyalty Programmes  |
| IC Interpretation 14      | FRS 119 - The Limit on a Difined Benefit Asset, Minimun Funding Requirment |
|                           | and their Interaction  |

The above FRSs, IC Interpretations and amendments are expected to have no material impact on the financial statements of the Group upon their initial application except for leasehold land where in substance a finance lease will be reclassified from 'prepaid land lease payments' to 'property, plant and equipment' and measured as such retrospectively.

Standards and interpretation issued but not yet effective

At the date of authorization of these financial statements, the following new FRSs, Interpretations, Amendments to FRSs and Interpretations were issued but not yet effective and have not been applied by the Group:

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

| Changes in Accounting Policies (Cont'd) |                         | n Accounting Policies (Cont'd)  | 77.50 · · · · · · · · · · · · · · · · · · ·           |
|---|-------------------------|---|---|
| FRS and Interpretations                 |                         | aterpretations  | Effective for financial periods beginning on or after |
|   | FRS 1:                  | First-time Adoption of Financial Reporting Standards                                    | 1 July 2010   |
|   | FRS 3:                  | Business Combinations (revised)   | 1 July 2010   |
|   | FRS 124:                | Related Party Disclosures (revised)   | 1 January 2012  |
|   | FRS 127:                | Consolidated and Separate Financial Statements (amended)                                | 1 July 2010   |
|   | Amendment<br>First-time | nts to FRS 1 (Revised): Limited exemption from Comparative FRS 7 Disclosure<br>Adopters | e for 1 January 2012                                  |
|   | Amendmen                | nts to FRS 1: Additional Exemption for First-time Adopters                              | 1 January 2012  |
|   | Amendme                 | nts to FRS 2: Scope of FRS 2 and FRS3 (Revised)   | 1 July 2010   |
|   | Amendmen                | nts to FRS 2 Share-based Payment  | 1 July 2010   |
|   | Amendmen                | nts to FRS 2: Group Cash-settles Shared-based Payment Transaction                       | 1 January 2011  |
|   | Amendmen                | nts to FRS 5 Non-current Assets Held for Sale and Discontinued Operations               | 1 July 2010   |
|   | Amendmer                | ats to FRS 5; Plan to Sell the Controlling Interesr in a Subsidiary                     | 1 July 2010   |
|   | Amendmer                | ats to FRS 7: Improving Disclosures about Financial Instruments                         | 1 January 2011  |
|   | Amendmer                | ats to FRS 138 Intangible Assets  | 1 July 2010   |
|   | Amendmer                | ts o FRS 138: Consequential Amendments Arising from FRS 3 (Revised)                     | 1 July 2010   |
|   | Amendmer                | ts to IC Interpretation 14: Prepayment of a Minimum Funding Requirment                  | 1 July 2010   |
|   | Amendmen                | ts to IC Interpretation 9: Scope of IC Interpretation 9 and FRS 3 (Revised)             | 1 July 2010   |
|   | IC Interpret            | ation4 determining Whether An Arrangements Contains a Lease                             | 1 January 2011  |
|   | IC Interpret            | ation 12 Service Concession Arrangements  | 1 July 2010   |
|   | IC Interpret            | ation 15 Agreements for the Construction of Real Estate                                 | 1 July 2010   |
|   | IC Interpret            | ation 16 Hedges of a Net Investment in a Foreign Operation                              | 1 July 2010   |
|   | IC Interpret            | ation 17 Distributions of Non-cash Assets to Owners                                     | 1 July 2010   |
|   | IC Interpret            | ation 18 Transfers of Assets from Customers   | 1 January 2011  |
|   | IN Interpre             | ation 19 Extinguishing Financial Liabilities with Equity Instruments                    | 1 July 2010   |
|   | Amendmen                | ts to IC Interpretation 9 Reassessment of Embedded Derivatives                          | 1 July 2010   |
|   |                         | emption from Comparative FRS 7 Disclosures for First-time Adopters ints to FRS 1)       | 1 January 2011  |
|   | Improving :             | Disclosures about Financial Instruments (Amendments to FRS 7)                           | 1 January 2011  |
|   |                         |   |   |

The new FRSs, Interpretations, Amendments to FRSs and interpretations above are expected to have no significant impact on the financial statements of the Group upon their initial application.

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

The auditors' report on the financial statements for the year ended 31 December 2010 was not qualified.

## A4. Comments about Seasonality or Cyclicality

The Group's performance is not subject to seasonality or cyclicality except that the timber logs harvesting operation could be severely affected by the prevailing weather condition.

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

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current quarter under review due to their nature, size or incidence.

#### A6. Changes in Estimates

There were no changes in estimates that have had a material effect in the current quarter results.

#### A7. Deht and Fauity Securities

There were no issuance, cancellation, repurchase, resale or repayment of debt securities nor any movement in the share capital for the current quarter and financial period under review.

#### A & Dividende Daid

There were no dividends paid since the last financial year ended 31 December 2010.

#### A9. Segmental Information

No segmental analysis was prepared as the Group is primarily engaged in forest management, timber harvesting, marketing and trading of timber and related products in Malaysia.

## A10. Valuations of Property, Plant and Equipment

The Directors have applied the transitional provisions of International Accounting Standard No. 16 (Revised) "Property, Plant and Equipment" as adopted by Malaysian Accounting Standards Board which allow the long term leasehold land and building to be stated at their 1996 valuation less accumulated depreciation. Accordingly, there have been no change to the valuation except for revaluation made during the year for Plywood Factory, Plant and Equipment which resulting increase of RM12,148,846 in value.

#### A11. Subsequent Events

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

#### A12 Changes in Composition of the Comm

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

## A13. Capital Commitments

|  | As at      | As at      |
|--|------------|------------|
|  | 30.09.2011 | 30,09,2010 |
|  | RM'000     | RM'000     |
| Approved and contracted for:                   |            |            |
| - Timber plantation development expenditure    | -          | 569        |
| Approved but not contracted for                |            |            |
| - Industrial tree-planting project (2006-2018) | 23,423     | 23,030     |
| - Plant & equipment                            | -          | 333        |
|  | 23,423     | 23,932     |
|  |            |            |

#### A14. Changes in Contingent Liabilities and Contingent Assets

The Group's contingent liabilities of a material nature as at the date of issue of this interim report were as follows:

|   | RM'000 |
|---|--------|
| Unsecured   |        |
| Disputed claims by suppliers  | 2,052  |
| Bank guarantees obtained by the company in order for the Company to provide a performance bond to the | ,      |
| forestry department   | 5,000  |
| Corporate guarantee granted to financial institutions for   | 5,000  |
| borrowing facilities of subsidiary companies  | 47     |
|   |        |
|   | 7 000  |

## A15. Discontinued Operations and Disposal Group Classified as Held for Sale

In the financial year ended 31 December 2004, Timberwell Enterprise Sdn. Bhd., a subsidiary of the Company ceased its manufacturing activities. Furthermore, in the financial year ended 31 December 2006, the Group relocated its head office from property owned by one of its subsidiaries to a third party owned property.

|   | 3 months ended       |                      | 9 months ended       |                      |
|---|----------------------|----------------------|----------------------|----------------------|
|   | 30.09.2011<br>RM'000 | 30.09.2010<br>RM'000 | 30.09,2011<br>RM'000 | 30.09.2010<br>RM'000 |
| Revenue   | 84                   | 84                   | 252                  | 252                  |
| Profit / (Loss) before tax Income tax expense                             | 60                   | 59                   | 177                  | 188                  |
| Profit/ (Loss) for the year from discontinued operations                  | 60                   | 59                   | 177                  | 188                  |
| Cash flows from operating activities                                      | 60                   | 59                   | 177                  | 188                  |
| Cash flows from investing activities Cash flows from financing activities | -                    | -                    | -                    | -                    |
| Total cash flows  | 60                   | 59                   | 177                  | 188                  |

The major classes of assets and liabilities of the Group classified as held for sale as at 30 September 2011 are as follows:-

| Assets  | As at<br>30.09.2011<br>RM'000 | As at<br>31.12,2010<br>RM'000 |
|---|-------------------------------|-------------------------------|
| Property, plant and equipment                         | 4,678                         | 4,678                         |
| Liabilities<br>Borrowings<br>Trade and Other payables | 131<br>131                    | 84<br>84                      |

## A16. Timber Plantation Development Expenditure

The Company has been granted a sustainable forest management license (SFML) for 100 years commencing 1997over an area of 71,293 hectares in the Lingkabau Forest Reserve ("LFR") in Sabah under an agreement entered into with the State Government of Sabah. Under the agreement, the State Government of Sabah granted permission to the Company to plant, rehabilitate and harvest forests in the sustainable forest management concession area.

Out of the total 71,293 hectares, 43,957 hectares is marked for Natural Forest Management (NFM), 12,342 hectares for conservation and the remaining 15,000 hectares for Industrial Tree Plantation (ITP). To date, total area planted with various tree species under the ITP area is about 3,300 hectares with a total expenditure of RM6,507,384 which is part of the total timber plantation development expenditure of RM26,019,204.

Timber plantation development expenditure is stated at cost which comprises expenditure incurred on infrastucture cost, land clearing, new planting, enrichment planting, silvicultural treatments, upkeep and maintenance of the sustainable forest management concession area. The cost will be amortised on the basis of the volume of timber harvested during the financial year as a proportion of the estimated volume available.

The Directors are of the opinion that the standing timber in the concession area commands a valuation far greater than the carrying value of the tree plantation development expenditure.

#### PART B: ADDITIONAL INFORMATION REQUIRED BY BURSA SECURITIES LISTING REQUIREMENTS

| B1 | For the current quarter ended 30 September 2011, the Group registered a revenue of RM 3.2 million as compared with |
|----|--|
|    | RM 1.5 million in the corresponding quarter ended 30 September 2010.   |

The Group recorded a pre-tax loss of RM 0.5 million from continuing operation for the current quarter ended 30 September 2011 as compared to a pre-tax loss of RM 1.8 million in the corresponding quarter ended 30 September 2010

- B2 In the current quarter ended 30 September 2011, the Group recorded a pre-tax loss of RM 0.5 million as compared to a pre-tax loss of RM 1.6 million in the immediate preceding quarter. The decrease in operating losses in the current quarter is reflective of the improved margin mainly due to the recovery of log prices in this quarter.
- B3 Due to the continueing uncertain market and weather conditions, the group expect the business to remain challenging.
- B4 Statement of Revenue or Profit Estimate, Forecast, Projection or Internal Targets previously announced or This note is not applicable.
- B5 The Group did not issue any profit forecast or profit guarantee for the current financial year to date.
- **B6** Taxation

|   | 3 months            | 3 months ended |            | is ended   |
|---|---------------------|----------------|------------|------------|
|   | 30.09.2011          | 30.09.2010     | 30.09.2011 | 30.09.2010 |
|   | RM'000              | RM'000         | RM'000     | RM'000     |
| Taxation comprise the following:                          |                     |                |            |            |
| Malaysian income tax                                      |                     |                |            |            |
| Current   | _                   | _              | -          | -          |
| Deferred  | (3,818)             | 214            | (3,818)    | 214        |
|   | (3.818)             | 214            | (3.818)    | 214        |
| The effective tay rate for the periods presented above is | higher than the etc | tutory toy ro  |            | al-la imaa |

The effective tax rate for the periods presented above is higher than the statutory tax rate on chargeable income applicable in Malaysia principally due to non-allowable losses of certain subsidiaries.

- B7 There were no disposal of unquoted investments and/or properties for the current quarter and financial year under review.
- (a) There were no purchases or disposals of quoted securities for the current quarter under review.
  - (b) There were no investments in quoted securities as at the end of the financial year.
- B9 (There are no corporate proposals announced but not completed as at the date of this report.

#### B10 Group Borrowings and Debt Securities

Total Group borrowings as at 30 September 2011 were as follows :-

|             | Secured | Unsecured | As at<br>30.09.2011<br>Total |  |
|-------------|---------|-----------|------------------------------|--|
|             | RM'000  | RM'000    | RM'000                       |  |
| Current     | 4,555   | 3,962     | 8,517                        |  |
| Non-current | 5,908   |           | 5,908                        |  |
|             | 10,463  | 3,962     | 14,425                       |  |

There are no outstanding foreign borrowings as at 30 September 2011.

B11 The Group does not have any financial instruments with off balance sheet risk as at the date of this announcement.

## B12 Mate Claim by Syarikat Neptune Enterprise Sdn. Bhd. (Syarikat Neptune) against Timberwell Enterprise Sdn. Bhd. (TEnterprise) for the sum of RM 900,594.55

The High Court has on 18th September 2009 delivered a judgement in favour of Syarikat Neptune Enterprise Sdn. Bhd. in the sum of RM 350,486.20 with interest of RM 92,793.15 and statutory interest of 8% per annum until the date of full payment.

TEnterprise has engaged Messrs. PK Lim & Co. to lodge an appeal to the Court of Appeal. A Notice of Appeal was subsequently filed in the High Court on 15th October 2009.

The above total judgement sum of RM 443,279.35 was provided in the accounts as liabilities notwithstanding the future outcome of the appeal.

Syarikat Neptune Enterprise Sdn. Bhd. had filed a winding-up petition on TEnterprise on the 14 December 2009 notwithstanding the outcome of the appeal. The court has fixed the hearing date of the winding-up petition on the 29 March 2010. Messrs. PK Lim & Co will, on behalf of TEnterprise appeal against the winding-up petition and apply for an early hearing of our appeal in view of this development.

On 14 April 2010, the court has ruled that the winding-up petition by Syarikat Neptune Enterprise Sdn. Bhd. was not in order and ask the petitioner to apply to re-file and re-serve the Affidavit Verifying Petition. The hearing date of this petition has been fixed by the High Court at Kota Kinabalu on the 3rd September 2010 at 19.00 am.

The winding-up petition was heard on the 3 September 2010, in the High Court II, before the Judicial Commissioner. Messers P.K Lim, the lawyer, opposed the petition on behalf of TEnterprise, and applied to the Court to strike out the winding-up petition with costs to TEnterprise. After hearing all the arguments, the learned Judicial Commissioner struck out Syarikat Neptune's winding-up petition, with costs to TEnterprise. Therefore no pending winding up proceedings against TEnterprise.

On 22 November 2010, Syarikat Neptune served another Letter of Demand for outstanding sum of RM467,404.57 (inclusive interest) and winding-up petition was also served on the 8 February 2011, and fixed for hearing in the Court onTuesday 19 April 2011. The company will continue to oppose the winding up petition.

Our lawyer Messrs. PK Lim & Co has advised that it is imperative that TEnterprise oppose the winding-up petition before the hearing of the Appeal.

The hearing of the Winding Up of TEnterprise by Syarikat Neptune was heard on the 19 April 2011, for which the ruling was given on 29 August 2011 as follows:-

- a) The Court dismissed TEnterprise's objections against the winding-up and,
- b) The Court allowed the winding-up petition against TEnterprise

Even though TEnterprise had an avenue of appeal against the ruling, the Executive Committee (EXCO) decided not to appeal against the winding-up petition against TEnterprise.

As TEnterprise is under liquidation, the "Ketua Pengarah Insolvensi Negeri Sabah" had been appointed to act as the Provisional Liquidator of TEnterprise.

b) 1 wo (2) writ of summons have been filed in the High Court of Sabah and Sarawak in Kota Kinabalu on 27 February 2009 and 24 March 2009 bearing Suit Nos. K21-04 of 2009-1 and K21-13 of 2009-111 on Tenterprise, a wholly-owned subsidiary of the Company by Inland Revenue Board of Malaysia ("IRB") in respect of the total outstanding sum of RM 1,204,020.50 for the years of assessment 2000 and 2002 to 2004 respectively.

The Company expects no further tax liabilities nor the summons have impact on the net tangible assets of the Group as the claimed amount had been taken into TEnterprise's account for the financial year ended 31 December 2009.

No dividend has been proposed or declared for the financial period ended 30 September 2011. B13 Dividend Proposed or Declared

#### B14 Earnings per Share

The basic earnings per share for the current quarter and preceding year corresponding quarter are computed as follows:

|   | 3 months ended       |                      | 9 months ended       |                      |
|---|----------------------|----------------------|----------------------|----------------------|
|   | 30.09.2011<br>RM'000 | 30.09.2010<br>RM'000 | 30.09.2011<br>RM'000 | 30.09.2010<br>RM'000 |
| Profit / (loss) for the period (RM'000)                                   | (58)                 | (1,513)              | (2,728)              | (5,554)              |
| Weighted average number of ordinary shares of RM1.00 each in issue ('000) | 89,051               | 89,051               | 89,051               | 89,051               |

As at the end of current quarter, no warrants has been exercised. There is no diluted earnings per share as the exercise price of the warrants is above the market price of the Company's shares for the current quarter year-to-date. The warrants are deemed non dilutive,

#### B15 Disclosure realised and unrealised profits

On 25 March 2010, Bursa Securities issued a directive to all listed issuers pursuant to paragraphs 2.06 and 2.23 of the Bursa Securities Main Market Listing Requirements. The directive requires all listed issuers to disclose the breakdown of the unappropriated profits or accumulated losses as at the end of the reporting period, into realised and unrealised profits or losses.

On 20 December 2010, Bursa Securities further issued guidance on the disclosure and the format required.

The breakdown of the retained profits of the Group as at 30 Spetember 2011, into realised and unrealised profits, pursuant to directive, is as follows:

|         |                                | As at 30,09,2011<br>RM'000 | As at 31,12,2010<br>RM'000 |
|---------|--------------------------------|----------------------------|----------------------------|
| Total 1 | retained eranings of the Group |                            |                            |
| -       | Realised                       | (73,558)                   | (70,828)                   |
| -       | Unrealised                     | 4,054                      | 4,054                      |
|         |                                | (69,504)                   | (66,774)                   |

The determination of realised and unrealised profits is compiled based on guidance of Special Matter No. 1, Determination of realised and unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Securities Listing Requirements, issued by the Malaysia Institute of Accountants on 20 December 2010.

By order of the Board
TIMBERWELL BERHAD

CHIA SIEW CHIN -MIA 2184 Company Secretary KUALA LUMPUR