Quarterly rpt on consolidated results for the financial period ended 31 Mar 2025

TSH RESOURCES BERHAD

Financial Year End	31 Dec 2025
Quarter	1 Qtr
Quarterly report for the financial period ended	31 Mar 2025
The figures	have not been audited

Attachments

TSH Q1 2025.pdf 373.7 kB

Default Currency Other Currency

Currency: Malaysian Ringgit (MYR)

SUMMARY OF KEY FINANCIAL INFORMATION 31 Mar 2025

		INDIV	DUAL PERIOD	CUMUL	ATIVE PERIOD
		CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
		31 Mar 2025	31 Mar 2024	31 Mar 2025	31 Mar 2024
		MYR'000	MYR'000	MYR'000	MYR'000
1	Revenue	275,330	242,388	275,330	242,388
2	Profit/(loss) before tax	78,647	35,027	78,647	35,027
3	Profit/(loss) for the period	57,784	25,177	57,784	25,177
4	Profit/(loss) attributable to ordinary equity holders of the parent	48,191	20,073	48,191	20,073
5	Basic earnings/(loss) per share (Subunit)	3.56	1.45	3.56	1.45
6	Proposed/Declared dividend per share (Subunit)	0.00	0.00	0.00	0.00
			ND OF CURRENT		EDING FINANCIAL EAR END
7	Net assets per share attributable to ordinary equity holders of the parent		1.4736		1.4657

Definition of Subunit:

In a currency system, there is usually a main unit (base) and subunit that is a fraction amount of the main unit. Example for the subunit as follows:

Country	Base Unit	Subunit
Malaysia	Ringgit	Sen
United States	Dollar	Cent
United Kingdom	Pound	Pence

Announcement Info

Company Name	TSH RESOURCES BERHAD
Stock Name	TSH
Date Announced	20 May 2025
Category	Financial Results
Reference Number	FRA-09052025-00002

Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

Condensed Consolidated Statement of Comprehensive Income For The Quarter and Year-To-Date Ended 31 March 2025



For the Quarter and Tear-10-Date Ended 51 March 2025	Qu 31.03.2025 RM'000	uarter Ended 31.03.2024 RM'000	Changes %	Year-To-Da 31.03.2025 RM'000	nte Ended 31.03.2024 RM'000	Changes %
Revenue	275,330	242,388	14%	275,330	242,388	14%
Cost of sales	(150,170)	(153,947)	-2%	(150,170)	(153,947)	-2%
Gross profit	125,160	88,441	42%	125,160	88,441	42%
Other operating income	7,485	5,002	50%	7,485	5,002	50%
Other operating expenses	(56,204)	(55,901)	1%	(56,204)	(55,901)	1%
Operating profit	76,441	37,542	104%	76,441	37,542	104%
Finance costs	(2,695)	(3,581)	-25%	(2,695)	(3,581)	-25%
Share of profit of an associate, net of tax	3,709	2,592	43%	3,709	2,592	43%
Share of loss of joint ventures, net of tax	(4)	(1,741)	-100%	(4)	(1,741)	-100%
Core profit before taxation	77,451	34,812	122%	77,451	34,812	122%
Gain on foreign exchange	1,196	215	456%	1,196	215	456%
Profit before taxation	78,647	35,027	125%	78,647	35,027	125%
Taxation	(20,863)	(9,850)	112%	(20,863)	(9,850)	112%
Profit for the period	57,784	25,177	130%	57,784	25,177	130%
Other comprehensive (loss)/income <i>Items that may be reclassified subsequently to profit or loss:</i> Foreign currency translation differences	(54,190)	627	nm	(54,190)	627	nm
Net profit on financial assets at fair value through other comprehensive income ("FVOCI")	58	236	-75%	58	236	-75%
Cumulative gain on financial assets at FVOCI reclassified to profit or loss upon disposal	-	(4)	nm	-	(4)	nm
Item that will not be reclassified subsequently to profit or loss: Remeasurements of net defined benefit liabilities	-	258	nm		258	nm
Other comprehensive income (loss)/income for the period, net of tax	(54,132)	1,117	nm	(54,132)	1,117	nm
Total comprehensive income for the period	3,652	26,294	-86%	3,652	26,294	-86%
Profit attributable to :						
Owners of the Company	48,191	20,073	140%	48,191	20,073	140%
Non-controlling interests	9,593	5,104	88%	9,593	5,104	88%
	57,784	25,177	130%	57,784	25,177	130%
Total comprehensive income attributable to :						
Owners of the Company	3,239	21,179	-85%	3,239	21,179	-85%
Non-controlling interests	413	5,115	-92%	413	5,115	-92%
	3,652	26,294	-86%	3,652	26,294	-86%
Earnings per share attributable to owners of the Company Basic (sen)	3.56	1.45		3.56	1.45	

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2024

Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)



Condensed Consolidated Statement of Financial Position As at 31 March 2025

As at 31 March 2025		
	As at 31.03.2025 RM'000	As at 31.12.2024 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	1,285,114	1,337,950
Biological assets	366,272	366,362
Right-of-use assets	242,200	248,536
Intangible assets	41,055	42,148
Investments in associates	81,752	84,873
Investments in joint ventures	111,537	111,542
Deferred tax assets	180	192
Other receivables	31,293	34,060
Investment securities	73,566	64,529
	2,232,969	2,290,192
Current assets		
Biological assets	18,951	20,131
Inventories	108,171	102,683
Trade and other receivables	41,282	44,130
Other current assets	4,384	3,080
Tax recoverable	18,868	20,979
Derivative assets	93	298
Short term funds	2,987	2,961
Cash and bank balances	288,652	263,361
	483,388	457,623
TOTAL ASSETS	2,716,357	2,747,815
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	740,512	740,512
Treasury shares	(52,861)	(17,873)
Other reserves	(308,969)	(264,017)
Retained earnings	1,593,222	1,545,031
Ketanica carinigs	1,971,904	2,003,653
Non controlling interests		
Non-controlling interests	252,706	257,380
TOTAL EQUITY	2,224,610	2,261,033
Non-current liabilities		
Loans and Borrowings	53,293	58,579
Retirement benefits	23,017	22,489
Lease liabilities	829	863
Deferred tax liabilities	86,686	87,619
	163,825	169,550
Current liabilities		
Loans and Borrowings	191,667	201,108
Trade and other payables	124,389	108,381
Lease liabilities	287	351
Current tax payable	11,579	7,392
	327,922	317,232
TOTAL LIABILITIES	491,747	486,782
TOTAL EQUITY AND LIABILITIES	2,716,357	2,747,815

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2024

Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

Condensed Consolidated Statement of Changes In Equity For The Year-To-Date Ended 31 March 2025

	◀		- Attributable to owners of the		owners of the C	vners of the Company			•	
	•		- Non-dis	stributable – Share Of		Foreign Currency		Equity attributab to owners of the		
	Share Capital RM'000	Treasury Shares RM'000	Capital Reserves RM'000	Associate Reserves RM'000	Fair Value Reserves RM'000	Translation Reserves RM'000	Retained Earnings RM'000	Company Total RM'000	Non-controlling Interests RM'000	Equity Total RM'000
Balance as at 1 January 2025	740,512	(17,873)	9,630	100	(63)	(273,684)	1,545,031	2,003,653	257,380	2,261,033
Profit for the period	-	-	-	-	-	-	48,191	48,191	9,593	57,784
Other comprehensive income/(loss):										
Foreign currency translations	-	-	-	-	-	(45,010)	-	(45,010)	(9,180)	(54,190)
Net profit on financial assets at FVOCI	-	-	-	-	58	-	-	58	-	58
Other comprehensive income/(loss) for the period, net of tax	-				58	(45,010)	-	(44,952)	(9,180)	(54,132)
Total comprehensive income/(loss) for the period	-	-	-	-	58	(45,010)	48,191	3,239	413	3,652
Repurchase of treasury shares	-	(34,988)	-	-	-	-	-	(34,988)	-	(34,988)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	(5,087)	(5,087)
Balance as at 31 March 2025	740,512	(52,861)	9,630	100	(5)	(318,694)	1,593,222	1,971,904	252,706	2,224,610
Balance as at 1 January 2024	740,512	(1,467)	9,630	100	(164)	(178,443)	1,476,805	2,046,973	258,308	2,305,281
Profit for the period	-	-	-	-	-	-	20,073	20,073	5,104	25,177
Other comprehensive income/(loss):										
Foreign currency translations	-	-	-	-	-	693	-	693	(66)	627
Net gain on financial assets measured at FVOCI	-	-	-	-	236	-	-	236	-	236
Cumulative gain on financial assets measured at FVOCI reclassified to										
profit or loss upon redemption	-	-	-	-	(4)	-	-	(4)	-	(4)
Remeasurements of net defined benefit liabilities	-	-	-	-	-	-	181	181	77	258
Other comprehensive income for the period, net of tax			-	-	232	693	181	1,106	11	1,117
Total comprehensive income for the period	-	-	-	-	232	693	20,254	21,179	5,115	26,294
Balance as at 31 March 2024	740,512	(1,467)	9,630	100	68	(177,750)	1,497,059	2,068,152	263,423	2,331,575

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2024



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)



Condensed Consolidated Statement of Cash Flows For The Year-To-Date Ended 31 March 2025

31.03.2025 31.03.2024 RN'000 Cash Plows from Operating Activities RN'000 Profit before taxation 78,647 35.027 Adjustments for :- Depreciation 28,242 26,421 Part rules loss on commodity futures contract - 134 Net uncellast of origin exchange gain (1,627) (230) Impairment loss on OPPE 4.850 - PIE written off 22 22 Cwine back of intencionies written down/Incentories written down (429) 22.54 Loss torn edemption of frankriki assets - 2 Loss torn edemption of frankriki assets - 2 Diater of loss of joint ventures (4,173) - Share of loss of joint ventures 2,495 3,581 Interest income (4,173) - Depreciation come (4,173) - Operating cash flows before working capital changes 106,123 63,285 Increase in receivables 2,153 (1,385) 2,473 Changes in working capital :- Increase in use paid (1,5157) (1,549)		Year-To-Da	
Profit before taxation 78,647 35,027 Adjustments for : Depreciation 28,242 26,621 Fair value loss on commonity futures contract - 134 Net gain on disposal of property, plant and equipment ("PPE") (382) (112) Impairment loss on other receivables 2,000 72 Impairment loss on other receivables 2,000 72 Impairment loss on other receivables 2,000 72 Impairment loss of pPF 4,850 - 2 Loss on referencies written down/neventories written down (429) 2255 Inventories written off 2 2 32 Coss from fair value adjustment of fresh fruit bunches ('TFB'') 501 2,748 (5) Share of loss of joint ventures 4 1,741 1,741 1,741 Share of loss of joint ventures (4,213) - (6) (5) Derecatin income (4,213) - (7) 15,844 (1,343) - Operating cash flows before working capital changes 106,123 63,902 63,902 -			
Adjustments for :- 28,242 26,421 Perpeciation 28,242 26,421 Fair value loss on commodity futures contract	Cash Flows from Operating Activities		
Depreciation 28,242 26,421 Fair value loss on commonly futures contract	Profit before taxation	78,647	35,027
Fair value loss on commodity futures contract . 134 Net unrealised foreign exchange gain (1,627) (230) Impairment loss on of property, plant and equipment ("PPE") (382) (112) Impairment loss on of PE 2,850 - PFE written off - 22 32 (Write back of inventories written down flaventories written off - 2 32 Loss on redemption of financial assets - 6 6 5 501 2.248 Gain on lease reassessments - - 6 1.259 (2,592) Interest expense 2,695 3.581 1.418 1.418 Dividend income (4,73) - 0 6 Changes in working capital changes 106,123 65.962 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 1.458 0 <td< td=""><td></td><td></td><td></td></td<>			
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Changes in working capital :- Increase in inventories(5,060)(597)Decrease in receivables2,1531,855Increase' (decrease) in payables2,1531,855Increase' (decrease) in payables(15,157)(15,892)Cash flows from operating activities(15,157)(15,892)Net cash flows from operating activities(13,90547,393Cash Flows from Investing ActivitiesAddition of right-of-use assets(1,349)(2,539)Withdrawal of deposits with maturity of over 3 months-496Purchase of investment securities(15,975)(12,564)Purchase of investment securities(2,044)(324)Purchase of pPE2821-Disposal of PPE2821-Disposal of PPE2821112Increast received4,2183,118Dividends received4,2183,118Dividends received(11,295)(7,668)Cash Flows from Financing ActivitiesCash Flows used in investing activities(12,670)(17,857)Net cash flows used in investing activities(11,295)-Cash Flows from Financing Activities(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(5,5962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents36,6484,900Cash and cash equivalents261,915251,034<	Dividend income	(473)	-
Increase in inventories (5.060) (597) Decrease in receivables 2,153 1,855 Increase/ (decrease) in payables 119,062 63,285 Cash flows from operations 119,062 63,285 Net income tax paid (15,157) (15,892) Net cash flows from operating activities 103,905 47,393 Cash Flows from Investing Activities Addition of right-of-use assets (1,349) (2,539) Withdrawal of deposits with maturity of over 3 months - 496 Purchase of investment securities (8,629) - Redemption of investment securities - 881 Forest planting expenditure (204) (324) Withdrawal of pledged deposits 2,821 - Disposal of PPE 521 112 Interest received 7,302 3,152 Net cash flows used in investing activities (11,295) (7,668) Cash Flows from Financing Activities (11,17) (13,289) Net repayments of term loans (12,670) (17,857) N	Operating cash flows before working capital changes	106,123	63,962
Decrease in receivables 2,153 1,855 Increase/ (decrease) in payables 119,062 63,285 Cash flows from operating activities 103,905 47,393 Cash Flows from Investing Activities Addition of right-of-use assets (1,349) (2,539) Withdrawal of deposits with maturity of over 3 months - 496 Purchases of PPE (15,975) (12,564) Purchases of investment securities - 881 Forest planting expenditure (204) (324) Withdrawal of pledged deposits 2,821 - Disposal of PPE 521 112 Interest received 4,218 3,118 Dividends received 7,302 3,152 Net cash flows used in investing activities (11,295) (7,668) Cash Flows from Financing Activities (34,295) - Net repayments of term loans (12,670) (17,857) Net repayments of term loans (12,670) (17,857) Net repayments of term loans (12,670) - Payments of term loan	Changes in working capital :-		
Increase/ (dccrease) in payables 15,846 (1,935) Cash flows from operations 119,062 63,285 Net income tax paid (15,157) (15,892) Net cash flows from operating activities 103,905 47,393 Cash Flows from Investing Activities Addition of right-of-use assets (1,349) (2,539) Withdrawal of deposits with maturity of over 3 months - 496 Purchases of PPE (15,975) (12,564) Purchases of PPE (15,975) (12,564) Purchase of investment securities - 881 Forest planting expenditure (204) (324) Withdrawal of pledged deposits 2,821 - Disposal of PPE 521 112 Interest received 4,218 3,118 Dividends received 7,302 3,152 Net cash flows used in investing activities (12,670) (17,857) Cash Flows from Financing Activities (34,295) - Net repayments of term loans (12,670) (17,857) Net repayments of tease l	Increase in inventories	(5,060)	(597)
Cash flows from operations119,06263,285Net income tax paid(15,157)(15,892)Net cash flows from operating activities103,90547,393Cash Flows from Investing Activities(1,349)(2,539)Withdrawal of right-of-use assets(1,349)(2,539)Purchase of PPE(15,975)(12,564)Purchase of investment securities(8,629)-Redemption of investment securities(204)(324)Withdrawal of pledged deposits2,821-Disposal of PPE521112Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing Activities(11,17)(13,289)Net repayments of term loans(12,670)(17,857)Net repayments of term loans(12,670)(17,857)Net repayments of term loans(12,670)(17,857)Net repayments of term loans(13,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)-Net cash flows used in financing activities(55,962)(34,825)-Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Decrease in receivables	2,153	1,855
Net income tax paid $(15,157)$ $(15,892)$ Net cash flows from operating activities $103,905$ $47,393$ Cash Flows from Investing ActivitiesAddition of right-of-use assets $(1,349)$ $(2,539)$ Withdrawal of deposits with maturity of over 3 months- 496 Purchases of PPE $(15,975)$ $(12,564)$ Purchases of investment securities-881Forest planting expenditure (204) (324) Withdrawal of pledged deposits $2,821$ -Disposal of PPE 521 112 Interest received $4,218$ $3,118$ Dividends received $7,302$ $3,152$ Net cash flows used in investing activities $(12,670)$ $(17,857)$ Cash Flows from Financing ActivitiesNet repayments of term loans $(12,670)$ $(17,857)$ Net repayments of term loans $(12,670)$ $(17,857)$ Net repayments of lease liabilities and lease interest (113) (112) Interest paid $(2,680)$ $(34,225)$ -Payments of lease liabilities and lease interest $(5,087)$ -Net cash flows used in financing activities $(55,962)$ $(34,825)$ Net increase in cash and cash equivalents $36,648$ $4,900$ Cash and cash equivalents at beginning of period $261,915$ $251,034$ Effects of changes in exchange rates $(7,661)$ $(2,156)$	Increase/ (decrease) in payables	15,846	(1,935)
Net cash flows from operating activities103,90547,393Cash Flows from Investing ActivitiesAddition of right-of-use assets(1,349)(2,539)Withdrawal of deposits with maturity of over 3 months-496Purchases of PPE(15,975)(12,564)Purchase of investment securities-881Forest planting expenditure(204)(324)Withdrawal of pledged deposits2,821-Disposal of PPE521112Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of clase liabilities and lease interest(113)(112)Interest paid(2,680)(3,6484,900Cash now used in financing activities(55,962)(34,825)Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)		119,062	63,285
Cash Flows from Investing ActivitiesAddition of right-of-use assets(1,349)(2,539)Withdrawal of deposits with maturity of over 3 months-496Purchases of PPE(15,975)(12,564)Purchase of investment securities(8,629)-Redemption of investment securities-881Forest planting expenditure(204)(324)Withdrawal of pledged deposits2,821-Disposal of PPE521112Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of term loans(12,670)(17,857)Net repayments of trem loans(2,680)(3,567)(34,295)(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)			
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Withdrawal of deposits with maturity of over 3 months-496Purchases of PPE(15,975)(12,564)Purchase of investment securities(8,629)-Redemption of investment securities-881Forest planting expenditure(204)(324)Withdrawal of pledged deposits2,821-Disposal of PPE521112Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)-Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Cash Flows from Investing Activities		
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Purchase of investment securities $(8,629)$.Redemption of investment securities-881Forest planting expenditure (204) (324) Withdrawal of pledged deposits2,821-Disposal of PPE521112Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities $(11,295)$ $(7,668)$ Cash Flows from Financing ActivitiesNet repayments of term loans $(12,670)$ $(17,857)$ Net repayments of other borrowings $(1,117)$ $(13,289)$ Repurchase of treasury shares $(34,295)$ -Payments of lease liabilities and lease interest (113) (112) Interest paid $(2,680)$ $(3,567)$ -Net cash flows used in financing activities $(55,962)$ $(34,825)$ Net cash flows used in financing activities $(55,962)$ $(34,825)$ Net cash flows used in financing activities $(55,962)$ $(34,825)$ Net cash and cash equivalents $36,648$ $4,900$ Cash and cash equivalents at beginning of period $261,915$ $251,034$ Effects of changes in exchange rates $(7,661)$ $(2,156)$	Withdrawal of deposits with maturity of over 3 months	-	496
Redemption of investment securities-881Forest planting expenditure(204)(324)Withdrawal of pledged deposits2,821-Disposal of PPE521112Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of term loans(12,670)(17,857)Net repayments of term loans(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)-Dividends paid to non-controlling interests(5,987)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Purchases of PPE	(15,975)	(12,564)
Forest planting expenditure (204) (324) Withdrawal of pledged deposits $2,821$ -Disposal of PPE 521 112 Interest received $4,218$ $3,118$ Dividends received $7,302$ $3,152$ Net cash flows used in investing activities $(11,295)$ $(7,668)$ Cash Flows from Financing ActivitiesNet repayments of term loans $(12,670)$ $(17,857)$ Net repayments of other borrowings $(1,117)$ $(13,289)$ Repurchase of treasury shares $(34,295)$ -Payments of lease liabilities and lease interest (11.13) (112) Interest paid $(2,680)$ $(3,567)$ Dividends paid to non-controlling interests $(55,962)$ $(34,825)$ Net cash flows used in financing activities $36,648$ $4,900$ Cash and cash equivalents at beginning of period $261,915$ $251,034$ Effects of changes in exchange rates $(7,661)$ $(2,156)$	Purchase of investment securities	(8,629)	-
Withdrawal of pledged deposits $2,821$ 112 Disposal of PPE 521 112 Interest received $4,218$ $3,118$ Dividends received $7,302$ $3,152$ Net cash flows used in investing activities $(11,295)$ $(7,668)$ Cash Flows from Financing ActivitiesNet repayments of term loans $(12,670)$ $(17,857)$ Net repayments of other borrowings $(1,117)$ $(13,289)$ Repurchase of treasury shares $(34,295)$ -Payments of lease liabilities and lease interest (113) (112) Interest paid $(2,680)$ $(3,567)$ Dividends paid to non-controlling interests $(55,962)$ $(34,825)$ Net cash flows used in financing activities $(55,962)$ $(34,825)$ Net cash and cash equivalents $36,648$ $4,900$ Cash and cash equivalents at beginning of period $261,915$ $251,034$ Effects of changes in exchange rates $(7,661)$ $(2,156)$	Redemption of investment securities	-	881
Disposal of PPE 521 112 Interest received $4,218$ $3,118$ Dividends received $7,302$ $3,152$ Net cash flows used in investing activities $(11,295)$ $(7,668)$ Cash Flows from Financing ActivitiesNet repayments of term loans $(12,670)$ $(17,857)$ Net repayments of other borrowings $(1,117)$ $(13,289)$ Repurchase of treasury shares $(34,295)$ -Payments of lease liabilities and lease interest (113) (112) Interest paid $(2,680)$ $(3,567)$ Dividends paid to non-controlling interests $(50,87)$ -Net cash flows used in financing activities $(55,962)$ $(34,825)$ Net increase in cash and cash equivalents $36,648$ $4,900$ Cash and cash equivalents at beginning of period $261,915$ $251,034$ Effects of changes in exchange rates $(7,661)$ $(2,156)$		(204)	(324)
Interest received4,2183,118Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(55,962)(34,825)Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)			-
Dividends received7,3023,152Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(50,87)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	•		
Net cash flows used in investing activities(11,295)(7,668)Cash Flows from Financing Activities(11,295)(7,668)Net repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)			,
Cash Flows from Financing ActivitiesNet repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Dividends received	7,302	3,152
Net repayments of term loans(12,670)(17,857)Net repayments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Net cash flows used in investing activities	(11,295)	(7,668)
Net repriments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Cash Flows from Financing Activities		
Net repriments of other borrowings(1,117)(13,289)Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Net repayments of term loans	(12.670)	(17.857)
Repurchase of treasury shares(34,295)-Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)			
Payments of lease liabilities and lease interest(113)(112)Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)			-
Interest paid(2,680)(3,567)Dividends paid to non-controlling interests(5,087)-Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)			(112)
Net cash flows used in financing activities(55,962)(34,825)Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)		(2,680)	(3,567)
Net increase in cash and cash equivalents36,6484,900Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Dividends paid to non-controlling interests	(5,087)	-
Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Net cash flows used in financing activities	(55,962)	(34,825)
Cash and cash equivalents at beginning of period261,915251,034Effects of changes in exchange rates(7,661)(2,156)	Net increase in cash and cash equivalents	36,648	4,900
Effects of changes in exchange rates (7,661) (2,156)	·		
Cash and cash equivalents at end of period290,902253,778			
	Cash and cash equivalents at end of period	290,902	253,778

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2024



TSH RESOURCES BERHAD Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

EXPLANATORY NOTES FOR CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE FINANCIAL QUARTER ENDED 31 MARCH 2025

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134

1. Basis of preparation

The condensed consolidated interim financial statements (Condensed Report) have been prepared in accordance with the requirements of MFRS 134: Interim Financial Reporting, IAS 34: Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and should be read in conjunction with the Group's audited financial statements for the financial year ended 31 December 2024.

These explanatory notes attached to the Condensed Report provide an explanation of events and transactions that are significant for an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2024.

The material accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2024 except for the adoption of the following Amendment to MFRS during the current financial period.

Title	Effective Date
Amendments to MFRS 121 Lack of Exchangeability	1 January 2025

The adoption of the above Amendment to MFRS did not give rise to significant effects on the financial statements of the Group.

As at the date of authorisation of these interim financial statements, the MFRSs and Amendments to MFRSs which were in issue but not yet effective and not early adopted by the Group are:

Title	Effective Date
Amendments to MFRS 9 and MFRS 7 Amendments to the Classification	
and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7 Contracts Referencing	1 January 2026
Nature-dependent Electricity	
Annual Improvements to MFRS Accounting Standards-Volume 11	1 January 2026
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 10 and MFRS 128 Sale or Contribution of	
Assets between an Investor and its Associate or Joint Venture	Deferred

The Group will apply the above MFRSs and Amendments to MFRSs that are applicable when they become effective.



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

2. Auditors' report on preceding annual financial statements

The auditors' report on the financial statements for the year ended 31 December 2024 was unmodified.

3. Comments on seasonal or cyclical factors

The Group's operations are generally stable throughout the period, with minimal impact from seasonal or cyclical factors, except for fresh fruit bunch (FFB) production which is seasonal - typically lower in the first half and peaking in the second half of the year before declining. This cycle may be affected by weather conditions, including El Niño and La Niña. As product prices are influenced by global supply and demand for edible oils and are partially linked to mineral oil prices, the Group's financial performance is primarily driven by both production volumes and prevailing market prices.

4. Unusual items

There were no unusual items affecting assets, liabilities, equity, net income and cash flows of the Group for the current quarter ended 31 March 2025.

5. Changes in estimates

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

6. Debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the current quarter and year-to-date ended 31 March 2025 except for the following:

Treasury shares

The cumulative shares bought back are currently held as treasury shares. The number of treasury shares held as at 31 March 2025 is as follows:

	No. of shares ('000)	Amount (RM'000)
Balance as at 1 January 2025	14,795	17,873
Add: Purchase of treasury shares	28,875	34,988
Balance as at 31 March 2025	43,670	52,861

7. Dividends paid

There were no dividends paid during the quarter and year-to-date ended 31 March 2025.



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

8. Segmental information

i) Business segments

Palm Products Others Total								
	31.03.2025			31.03.2024	31.03.2025	31.03.2024		
	S1.05.2025 RM'000	S1.03.2024 RM'000	31.03.2025 RM'000	S1.05.2024 RM'000	S1.05.2025 RM'000	S1.03.2024 RM'000		
SEGMENT REVENUE	262,362	231,772	12,968	10,616	275,330	242,388		
SEGMENT PROFIT/ (LOSS)	82,371	46,156	(1,743)	(3,832)	80,628	42,324		
Unallocated corporate expenses					(4,187)	(4,782)		
Gain on foreign exchange					1,196	215		
Finance costs					(2,695)	(3,581)		
Share of profit of an associate					3,709	2,592		
Share of loss of joint ventures					(4)	(1,741)		
Consolidated profit before tax					78,647	35,027		

Segment Results For Quarter Ended

Segment Assets and Liabilities as at Period Ended

	Palm P	roducts	Oth	ers	Consoli	dated
	31.03.2025	31.03.2024	31.03.2025	31.03.2024	31.03.2025	31.03.2024
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
SEGMENTS ASSETS	1,856,251	1,964,027	576,379	587,066	2,432,630	2,551,093
Investments in joint ventures					111,537	101,349
Investments in associates					81,752	78,086
Deferred tax assets					180	557
Tax recoverable					18,868	22,624
Unallocated assets					71,390	85,342
Consolidated total assets					2,716,357	2,839,051
SEGMENT LIABILITIES	134,539	119,417	16,456	18,348	150,995	137,765
Borrowings					244,960	273,486
Lease liabilities					1,116	1,223
Deferred tax liabilities					86,686	85,776
Unallocated liabilities					7,990	9,226
Consolidated total liabilities					491,747	507,476



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

8. Segmental information (Continued)

ii) Geographical segments

	Quarter Ended				
	Total revenue from external customers		Non-Current Assets		
	31.03.2025 31.03.2024		31.03.2025	31.03.2024	
	RM'000	RM'000	RM'000	RM'000	
Malaysia	86,085	69,585	993,570	991,947	
Indonesia	183,850	167,887	1,134,360	1,116,687	
United States of America	3,060	1,932	-	-	
Others	2,335	2,984	-	-	
Total	275,330	242,388	2,127,930	2,108,634	

9. Changes in composition of the Group

On 2 January 2025, CocoaHouse Industries Sdn. Bhd. ("CHISB"), a wholly-owned subsidiary of the Group commenced its member's voluntary winding up pursuant to Section 439(1)(b) of the Companies Act 2016. CHISB had ceased its business operations in 2012, and is currently dormant. The member's voluntary winding up of CHISB will not have any material impact on the net assets and earnings per share of the Group.

Apart from the above, there were no changes in the composition of the Group for the quarter including business combination, acquisition or disposal of subsidiaries and long-term investments, and restructuring.

10. Capital commitments

The amount of commitments for capital expenditure as at 31 March 2025 is as follows:

	As at	As at
	31.3.2025	31.12.2024
	RM'000	RM'000
Approved and contracted for	14,479	6,735
Approved but not contracted for	211,983	55,954
	226,462	62,689



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

11. Changes in contingent liabilities or contingent assets

Contingent tax expenses pending outcome of court cases were disclosed in the last annual reporting period.

There were no material changes in the contingent liabilities and contingent assets since the last annual reporting period.

12. Material related party transactions

Significant transactions between the Group and its joint venture are as follows:

	Year-To-Date Ended 31 March 2025 RM'000
Sales of crude palm oil	61,324
Sales of palm kernel	12,578

13. Subsequent event

There was no material event subsequent to the end of this reporting period.

14. Fair Value of Financial Instruments

The Group uses the following hierarchy in determining the fair value of all financial instruments carried at fair value:

- Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 – Unobservable inputs for the asset or liability.



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

14. Fair Value of Financial Instruments (Continued)

As at 31 March 2025, the Group held the following financial instruments that are measured at fair value:

	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
Financial Assets				
 Non-current assets: Financial assets at fair value through other comprehensive income: Investment securities (Unquoted) 	-	73,566	-	73,566
 Current assets: Financial assets at fair value through profit or loss: Derivative assets Short term funds 	2,987	93	-	93 2,987



TSH RESOURCES BERHAD Registration No : 197901005269 (49548-D)

(Incorporated in Malaysia)

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES

1. Performance review

	Quarter Ended			
	31.03.2025 RM'000	31.03.2024 RM'000	Changes %	
Revenue	275,330	242,388	14%	
Core profit before taxation	77,451	34,812	122%	
Profit before taxation ("PBT")	78,647	35,027	125%	

The Group registered higher revenue of RM275.3 million for the quarter ended 31 March 2025 ("Q1 2025") compared with RM242.4 million for the corresponding period last year ("Q1 2024") mainly due to increased revenue from both Palm Products and Others segments by RM30.6 million and RM2.3 million respectively.

Core profit before taxation for Q1 2025 increased by 122% compared to the corresponding period last year mainly due to higher profit contributions from the Palm Products segment and the associate as well as lower share of losses in joint ventures and lower finance costs.

In line with the increase in core profit before taxation, PBT for Q1 2025 increased to RM78.6 million from RM35.0 million in the corresponding period last year.

1.1 Segmental Revenue

Revenue from the respective segments is analysed as follows:

Revenue	Quarter Ended			
	31.03.2025 31.03.2024 Ch			
	RM'000	RM'000	%	
Palm Products	262,362	231,772	13%	
Others	12,968	10,616	22%	
Total	275,330	242,388	14%	

Higher revenue from Palm Segments for Q1 2025 was mainly due to the surge in CPO and PK prices and marginally higher FFB production.

Average selling prices	Quarter Ended		
	31.03.2025 31.03.2024 Ch		
	RM/MT	RM/MT	%
СРО	4,193	3,587	17%
РК	3,203	1,930	66%



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

1. Performance review (Continued)

1.1 Segmental Revenue (Continued)

Volume	Quarter Ended			
	31.03.2025	Changes		
	МТ	МТ	%	
FFB Production	198,112	196,566	1%	
CPO sold	49,198	52,798	(7%)	
PK sold	10,203	10,806	(6%)	

Others Segment recorded higher revenue in Q1 2025 compared to the same period prior year, mainly due to higher rubber sales and higher export sales for wood products.

1.2 Segmental Profit or Loss

Further comments on the segment profit or loss are as follows:

1.2.1 Palm Products Segment

Palm Products Segment	Quarter Ended		
	31.03.2025 31.03.2024 Char		
	RM'000	RM'000	%
Operating profit	82,371	46,156	78%

Contribution from the Palm Products segment improved significantly as compared to the comparative period in tandem with the higher revenue and lower upkeep and maintenance expenditures attributable to lower fertiliser cost.

The improvement in segment revenue and profit for Q1 2025 was achieved despite the higher Indonesia Export Levy and Duty on CPO incurred during the quarter as shown below:

	Quarter Ended		
	31.03.2025 31.03.2024 CI		Changes
	RM'000	RM'000	%
Indonesia Export Levy and Duty on CPO	36,184	20,318	78%



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

1.2 Segmental Profit or Loss (Continued)

1.2.2 Others Segment

Others Segment	Q	Quarter Ended			
	31.03.2025	31.03.2025 31.03.2024			
	RM'000	RM'000	%		
Operating loss	(1,743)	(3,832)	55%		

Others segment reported lower operating loss for Q1 2025 compared to the corresponding period last year mainly due to higher rubber sales from Industrial Tree Planting as well as lower production cost and lower maintenance expenses of the bio-mass power plant as a result of delay in the annual inspection.

2. Material changes in profit before taxation for the quarter reported on as compared with the immediate preceding quarter

	Q1 2025 RM'000	Q4 2024 RM'000	Changes RM'000
Revenue:	275,330	292,966	(17,636)
Palm Products	262,362	279,944	(17,582)
Others	12,968	13,022	(54)
Core profit before taxation	77,451	97,185	(19,734)
PBT	78,647	96,391	(17,744)

The Group's revenue for Q1 2025 of RM275.3 million was lower compared with Q4 2024 of RM293.0 million, mainly attributable to lower revenue from both Palm Products and Others segment. Palm Products segment registered lower revenue as a result of lower volume of CPO and PK sold, impacted by seasonally lower FFB production.

A lower core profit and PBT of RM77.5 million and RM78.6 million respectively was registered for Q1 2025 compared with RM97.2 million and RM96.4 million for Q4 2024 due to lower operating profit from Palm Products segment combined with lower profit contribution from the associate by RM4.2 million and share of losses in joint ventures of RM4.0 thousand compared to share of profits in Q4 2024 of RM7.2 million.



TSH RESOURCES BERHAD Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

3. Commentary on the prospects

CPO prices have declined by over 20% since the start of Q2 2025, currently hovering around RM3,800 per metric ton. This downturn is largely driven by increased production in Malaysia and Indonesia, aided by favorable weather. Moreover, a surge in global supply of alternative oils—particularly soybean oil from the U.S. and Brazil—alongside newly imposed U.S. tariffs and ongoing U.S.-China trade tensions, has further weighed on CPO price outlook. Notwithstanding this, the recent decline in CPO prices has turned its premium over soybean oil into a discount, thereby improving its competitiveness and potentially driving stronger demand.

Despite external headwinds, the Group maintains a positive outlook on its growth prospects, supported by strong cash flow and a solid balance sheet with a net cash position as of Q1 2025. The Group has embarked on a new planting program aimed at expanding its planted hectarage over the next several years, with the goal of enhancing long-term shareholder value.

Although the global economic outlook remains uncertain, the Group remains confident in delivering a satisfactory performance in 2025.

4. Profit forecast or profit guarantee

The Group is not involved in any profit guarantee arrangement or providing any forecast profit.

5. **Profit Before Taxation**

Profit before taxation was arrived at after charging/(crediting) the following items:

	Quarter Ended 31.03.2025 <u>RM'000</u>	Year-To-Date Ended 31.03.2025 <u>RM'000</u>
Depreciation	28,242	28,242
Fair value loss on derivatives:		
- Forward currency contracts	205	205
Impairment losses on other receivables	2,000	2,000
Impairment losses on property, plant and equipment	4,850	4,850
Interest expense	2,695	2,695
Interest income	(4,218)	(4,218)
Loss from fair value adjustment of FFB	501	501



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

5. Profit Before Taxation (Continued)

Profit before taxation was arrived at after charging/(crediting) the following items: (Continued)

	Quarter Ended 31.03.2025 <u>RM'000</u>	Year-To-Date Ended 31.03.2025 <u>RM'000</u>
Net foreign exchange loss/(gain):		
- Realised	431	431
- Unrealised	(1,832)	(1,832)
Net gain on disposal of PPE	(382)	(382)
PPE written off	22	22
Rental income	(279)	(279)
Write back of inventories written down	(429)	(429)

6. Taxation

	Quarter Ended 31.03.2025 <u>RM'000</u>	Year-To-Date Ended 31.03.2025 <u>RM'000</u>
Current tax:		
Foreign tax	15,862	15,862
Malaysian income tax	1,384	1,384
(Over)/Under provision in prior years:		
Foreign tax	(75)	(75)
Malaysian income tax	9	9
Deferred tax:		
Relating to origination and reversal of		
temporary differences	(229)	(229)
Withholding tax	3,912	3,912
	20,863	20,863

The effective tax rate of the Group for the year-to-date ended 31 March 2025 is higher than the statutory tax rate mainly due to withholding tax on dividend received from foreign subsidiaries.



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

7. Corporate Proposal

There was no corporate proposal announced and not completed as at the date of this quarterly report.

8. Group Borrowings and Debt Securities

Comprised:

	As at 31.03.2025					
	Short term		Long term		Total	
	Foreign denomination RM'000	RM denomination RM'000	Foreign denomination RM'000	RM denomination RM'000	Foreign denomination RM'000	RM denomination RM'000
Secured	22,825	22,000	-	53,293	22,825	75,293
Unsecured	-	146,842	-	-	-	146,842
Total	22,825	168,842	-	53,293	22,825	222,135

9. Derivatives

The forward currency contracts are entered into by the Group as hedges for committed loans and borrowings denominated in foreign currencies. The hedging of the foreign currencies is to minimise the exposure of the Group to fluctuations in foreign exchange on payments.

As at 31 March 2025, the values and maturity analysis of the outstanding derivatives were as follows:

<u>Group</u>

	Contract/ Notional amount RM'000	Assets RM'000	Liabilities RM'000	
Non-hedging derivatives: Forward currency contracts	22,825	93	-	Less than 1 year
		93	-	

10. Changes in material litigation

The Group is not engaged in any material litigation and is not aware of any proceedings which might materially affect the Group for the current financial year except as disclosed in Note 11 of Part A.



Registration No : 197901005269 (49548-D) (Incorporated in Malaysia)

11. Dividend Payable

The Company did not declare any interim dividend for the current quarter ended 31 March 2025.

12. Earnings per share

(a) Basic earnings per share

Basic earnings per share is calculated by dividing profit for the quarter and year-to-date ended attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period, excluding treasury shares held by the Company.

	Quarter Ended		Year-To-Date Ended	
	31.03.2025	31.03.2024	31.03.2025	31.03.2024
Net profit attributable to owners of the Company (RM'000)	48,191	20,073	48,191	20,073
Weighted average number of ordinary shares in issue ('000)	1,353,208	1,380,174	1,353,208	1,380,174
Basic earnings per ordinary share (sen)	3.56	1.45	3.56	1.45

(b) Diluted earnings per share

This is not applicable as there are no dilutive securities currently issued by the Company.

13. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 20 May 2025.