

**ANCOM BERHAD** (Company No : 8440-M)  
(Incorporated in Malaysia)  
**UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT**  
For the Financial Quarter Ended 30 November 2009

	Individual Quarter		Cumulative 6 months ended	
	30.11.2009 RM'000	30.11.2008 RM'000	30.11.2009 RM'000	30.11.2008 RM'000
Revenue	362,765	408,412	758,924	1,046,468
Cost of Sales	<u>(318,072)</u>	(381,655)	<u>(659,527)</u>	(954,938)
Gross Profit	44,693	26,757	99,397	91,530
Other Operating Income	904	20,685	3,731	27,833
Selling & Distribution Costs	(15,666)	(18,970)	(32,922)	(42,967)
Administrative Expenses	(18,991)	(17,626)	(39,640)	(37,520)
Other Operating Expenses	(1,673)	(5,208)	(2,453)	(7,162)
Finance Cost	(2,550)	(4,222)	(5,206)	(9,343)
Share of Results of Associated Companies	<u>-</u>	(785)	<u>-</u>	(938)
Profit Before Taxation	6,717	631	22,907	21,433
Taxation	<u>(2,860)</u>	(1,135)	<u>(7,407)</u>	(7,951)
Profit for the Period	<u><u>3,857</u></u>	<u>(504)</u>	<u><u>15,500</u></u>	<u>13,482</u>
Attributable to:				
- Equity holders of the parent	358	(484)	2,803	9,147
- Minority interests	<u>3,499</u>	(20)	<u>12,697</u>	4,335
	<u><u>3,857</u></u>	<u>(504)</u>	<u><u>15,500</u></u>	<u>13,482</u>
<b>Basic earnings per ordinary share (sen)</b>	<b>0.17</b>	(0.22)	<b>1.30</b>	4.22
<b>Diluted earnings per ordinary share (sen)</b>	<b>N/A</b>	N/A	<b>N/A</b>	N/A

The Condensed Financial Statements should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2009

**ANCOM BERHAD** (Company No : 8440-M)  
(Incorporated in Malaysia)  
**UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET**  
As at 30 Nov 2009

	<b>As at 30.11.2009 RM'000</b>	<b>As at 31.05.2009 RM'000</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	161,614	180,802
Prepaid lease payment	50,560	46,927
Other investments	10,524	10,482
Investment properties	366	369
Investment in associated companies	5,417	5,417
Intangible assets	6,936	6,534
Goodwill on consolidation	79,262	79,432
Deferred tax assets	21,251	16,957
	<b>335,930</b>	<b>346,920</b>
<b>Current assets</b>		
Inventories	114,915	110,917
Trade and other receivables	284,160	265,167
Marketable securities	1,052	790
Amount owing by associated companies	3,694	3,977
Tax recoverable	12,729	16,094
Other investments	6,054	25,531
Short term deposits with licensed banks	51,637	50,069
Cash and cash equivalents	65,748	61,090
	<b>539,989</b>	<b>533,635</b>
<b>TOTAL ASSETS</b>	<b>875,919</b>	<b>880,555</b>
<b>EQUITY AND LIABILITES</b>		
<b>Equity attributable to equity holders of the parent</b>		
Share capital	218,956	218,956
Reserves	112,583	109,905
Less : Treasury Shares, at cost	(2,073)	(2,073)
	<b>329,466</b>	<b>326,788</b>
Minority interests	117,022	107,763
<b>Total Equity</b>	<b>446,488</b>	<b>434,551</b>
<b>Non-current liabilities</b>		
Long-term borrowings	35,340	37,305
Other long-term provisions	3,496	3,774
Deferred tax liabilities	14,658	14,924
	<b>53,494</b>	<b>56,003</b>
<b>Current liabilities</b>		
Trade and other payables	187,692	196,857
Amounts owing to associates	1,839	4,444
Short-term borrowings	177,130	183,710
Tax liabilities	9,276	4,990
	<b>375,937</b>	<b>390,001</b>
<b>Total Liabilites</b>	<b>429,431</b>	<b>446,004</b>
<b>TOTAL EQUITY AND LIABILITES</b>	<b>875,919</b>	<b>880,555</b>
Net assets per share attributable to ordinary equity holders of the parent (RM)	<b>1.52</b>	<b>1.51</b>

**ANCOM BERHAD** (Company No : 8440-M)

(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

For The Financial Period Ended 30 November 2009

	← Attributable to equity holders of the parent →										Minority Interests	Total Equity	
	Share capital	Share Premium	Warrant Reserve	Merger Reserve	Revaluation Reserve	Capital Reserve	Foreign Exchange Reserve	Treasury Shares	Capital Redemption Reserve	Retained Profits			Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>6-month ended 30 November 2009</b>													
<b>At 1 June 2009</b>	218,956	4,332	-	155	24,039	48	(3,363)	(2,073)	4,987	79,707	326,788	107,763	434,551
Currency translation differences	-	-	-	-	-	-	(125)	-	-	-	(125)	(2,198)	(2,323)
Dividends distributed to minority interest	-	-	-	-	-	-	-	-	-	-	-	(1,240)	(1,240)
Net profit for the period	-	-	-	-	-	-	-	-	-	2,803	2,803	12,697	15,500
<b>Balance as at 30 November 2009</b>	<b>218,956</b>	<b>4,332</b>	<b>-</b>	<b>155</b>	<b>24,039</b>	<b>48</b>	<b>(3,488)</b>	<b>(2,073)</b>	<b>4,987</b>	<b>82,510</b>	<b>329,466</b>	<b>117,022</b>	<b>446,488</b>
<b>6-month ended 30 November 2008</b>													
<b>At 1 June 2008</b>	202,338	4,000	1,945	155	24,039	48	(7,734)	(1,408)	4,987	125,125	353,495	152,151	505,646
Issuance of share capital	16,618	331	(331)	-	-	-	-	-	-	-	16,618	-	16,618
Currency translation differences	-	-	-	-	-	-	6,198	-	-	-	6,198	4,124	10,322
Effects arising from changes in composition of the Group	-	-	-	-	-	-	-	-	-	-	-	(1,824)	(1,824)
Transfer from warrants	-	-	(1,614)	-	-	-	-	-	-	1,614	-	-	-
Repurchase of shares	-	-	-	-	-	-	-	(665)	-	-	(665)	-	(665)
Dividends distributed to equity holders	-	-	-	-	-	-	-	-	-	(8,021)	(8,021)	-	(8,021)
Dividends distributed to minority interest	-	-	-	-	-	-	-	-	-	-	-	(6,696)	(6,696)
Net profit for the period	-	-	-	-	-	-	-	-	-	9,147	9,147	4,335	13,482
<b>Balance as at 30 November 2008</b>	<b>218,956</b>	<b>4,331</b>	<b>-</b>	<b>155</b>	<b>24,039</b>	<b>48</b>	<b>(1,536)</b>	<b>(2,073)</b>	<b>4,987</b>	<b>127,865</b>	<b>376,772</b>	<b>152,090</b>	<b>528,862</b>

The Condensed Financial Statements should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2009

**ANCOM BERHAD** (Company No : 8440-M)  
(Incorporated in Malaysia)  
**UNAUDITED CONDENSED CASH FLOW STATEMENT**  
For The Financial Period Ended 30 November 2009

	<b>6-month ended 30.11.09 RM'000</b>	<b>6-month ended 30.11.08 RM'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	22,907	21,433
Adjustments for non-cash items	14,528	(3,365)
Operating profit before working capital changes	37,435	18,068
Changes in working capital	(36,978)	(20,801)
Net cash generated from / (used in) operating activities	457	(2,733)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Net cash generated from investing activities	16,938	16,873
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Net cash used in financing activities	(10,064)	(146,847)
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>7,331</b>	<b>(132,707)</b>
<b>Cash and cash equivalents at the beginning of the financial year</b>	<b>93,704</b>	295,209
<b>Effect of exchange rate changes</b>	<b>(2,327)</b>	1,745
	<b>91,377</b>	296,954
<b>Cash and cash equivalents at the end of the financial period</b>	<b>98,708</b>	<b>164,247</b>

Cash and cash equivalents included in the cash flow statement comprised the following balance sheet amounts :

	<b>RM'000</b>	<b>RM'000</b>
Cash and bank balances	65,748	64,556
Bank overdrafts	(6,781)	(7,296)
Short term deposits	51,637	119,561
	110,604	176,821
Less : Short term deposits pledged to banks	(11,896)	(12,574)
	<b>98,708</b>	<b>164,247</b>

The Condensed Financial Statements should be read in conjunction with the Company's Audited Financial Statements for the financial year ended 31 May 2009



## **ANCOM BERHAD**

(Company No. 8440-M)

Incorporated in Malaysia

### **A. EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 NOVEMBER 2009**

#### **A1. Basis of preparation**

This Interim Financial Report ("Report") is unaudited and has been prepared in accordance with Financial Reporting Standards ("FRS") 134 - Interim Financial Reporting and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The Interim Financial Report should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 31 May 2009. These Explanatory Notes provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 May 2009.

The significant accounting policies adopted by the Group in this Report are consistent with those used in the Audited Financial Statements of the Group for the financial year ended 31 May 2009.

#### **A2. Audit Report of the Preceding Audited Financial Statements**

The audit report for the Group's Audited Financial Statements for the financial year ended 31 May 2009 was not qualified.

#### **A3. Seasonal or Cyclical Factors**

The interim business operations of the Group were not materially affected by any seasonal or cyclical factors.

#### **A4. Unusual Items Affecting the Assets, Liabilities, Equity, Net Income or Cash Flows**

The Group's assets, liabilities, equity, net income or cash flows were not affected by items that are material and unusual because of their nature, size or incidence in the current period.

#### **A5. Material Changes in Estimates**

There were no changes in estimates of amounts reported in prior financial years that have a material effect in the current period.

#### **A6. Changes in Debts and Equity Securities**

There were no issuance, cancellation, repurchase, resale and repayments of debt and equity securities for the current quarter and financial year-to-date.

As at 30 November 2009, a total of 2,711,027 Treasury Shares at a total cost of RM2.07 million were held by the Company.

#### **A7. Dividend Paid**

The Company has not declared / paid any dividend for the current financial year-to-date.

In September 2009, the Company declared a final dividend of 1.5 sen, less income tax, in respect of the financial year ended 31 May 2009. This final dividend has been approved by the shareholders on 26 November 2009 and is payable on 25 February 2010.

## A8. Segmental Results

6-Month Ended 30 November 09	Investment Holdings RM'000	Agricultural Chemicals RM'000	Industrial Chemicals RM'000	Oil & Gas Engineering Services RM'000	Logistic RM'000	Media RM'000	Information Technology RM'000	Polymer RM'000	Engineering RM'000	Building Products RM'000	Elimination RM'000	Consolidated RM'000
Revenue	163	50,184	573,187	-	24,566	19,057	4,420	62,677	24,670	-	-	758,924
External sales	9,961	-	189	-	3,045	4,370	513	3	-	-	(18,081)	-
Inter-segment Sales	10,124	50,184	573,376	-	27,611	23,427	4,933	62,680	24,670	-	(18,081)	758,924
<b>Results</b>												
Segment results	(5,381)	7,256	28,009	1,795	5,881	(8,740)	(179)	7,438	(349)	(219)	-	35,511
Unallocated corporate expenses												(7,398)
<b>Operating profits</b>												
Finance cost												28,113
Share of results of associated companies												(5,206)
<b>Profit before tax</b>												
Tax expense												22,907
<b>Profit for the period</b>												(7,407)
												15,500

**A8. Segmental Results (cont.)**

6-Month Ended 30 November 08	Investment Holdings RM'000	Agricultural Chemicals RM'000	Industrial Chemicals RM'000	Oil & Gas Engineering Services RM'000	Logistic RM'000	Media RM'000	Information Technology RM'000	Polymer RM'000	Engineering RM'000	Building Products RM'000	Elimination RM'000	Consolidated RM'000
Revenue												
External sales	50	58,339	837,866	3,859	22,877	14,497	9,147	63,703	33,492	2,638		1,046,468
Inter-segment Sales	21,194	5,969	86	-	3,029	1,513	2,464	-	-	-	(34,255)	-
<b>Total</b>	<b>21,244</b>	<b>64,308</b>	<b>837,952</b>	<b>3,859</b>	<b>25,906</b>	<b>16,010</b>	<b>11,611</b>	<b>63,703</b>	<b>33,492</b>	<b>2,638</b>	<b>(34,255)</b>	<b>1,046,468</b>
<b>Results</b>												
Segment results	(5,050)	4,299	20,866	(510)	25,145	(5,842)	600	1,508	1,362	(668)		41,710
Unallocated corporate expenses												(9,996)
<b>Operating profits</b>												
Finance cost												31,714
Share of results of associated companies												(9,343)
<b>Profit before tax</b>												
Tax expense												(938)
<b>Profit for the period</b>												
												21,433
												(7,951)
												13,482

#### **A9. Valuation of Property, Plant and Equipment**

The valuations of property, plant and equipment have been brought forward, without amendments, from the Audited Financial Statements for the financial year ended 31 May 2009.

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any.

#### **A10. Events Subsequent to the Reporting Period**

Pursuant to the extension of time granted by Bursa Malaysia Securities Berhad ("Bursa Securities") to submit the Proposed Restructuring Scheme as announced on 8 October 2009, Ancom Logistics Berhad (Formerly known as "Tamco Corporate Holdings Berhad") has :-

- (a) On 16 November 2009, announced the proposal to undertake a regularisation plan of its financial condition and to ensure continued listing. The details of the Proposed Restructuring Scheme are set out in the announcement released on the same date.
- (b) On 15 December 2009 appointed Maybank Investment Bank as the sponsor to comply with the conditions imposed by Bursa Malaysia Securities Berhad ("Bursa Securities")

Save for those disclosed above, there were no material events subsequent to the end of the current period up to the date of this report that have not been reflected in the financial statements for the current period.

#### **A11. Effects of Changes in Composition of the Group**

During the financial year-to-date, the Group

- (i) Synergy Point Sdn Bhd ("SPSB") and Synergy Concepts Sdn Bhd ("SCSB"), had each held their respective extraordinary general meetings on 1 June 2009 at which it was resolved that SPSB and SCSB be wound-up voluntarily.

SPSB and SCSB are both wholly-owned subsidiary companies of Synergy Trans-Link Sdn Bhd, a 75.2%-owned subsidiary of the Company. SPSB and SCSB have ceased their ship operating business after disposing their respective vessels earlier and are currently dormant.

The liquidation of SPSB and SCSB is not expected to have a material effect on the consolidated earnings and net assets of the Ancom Group for the financial year ending 31 May 2010;

- (ii) Ancom Energy & Services Sdn Bhd ("AES"), 50.2%-owned subsidiary, completed the disposal of 21,400,000 ordinary shares of RM1 each and 10,500,000 8% non-cumulative redeemable and convertible preference shares representing its entire interest of 96.6% in Akra Engineering Sdn Bhd ("Akra") for cash consideration of RM2,848,000 ("Akra Disposal").

The Akra Disposal does not have any material effect on the consolidated earnings and net assets of the Ancom Group for the financial year ending 31 May 2010;

- (iii) Ancom completed the disposal of 6,395,000 ordinary shares of RM1.00 each representing its entire interest of 81.21% in OrganiGro Sdn Bhd ("OrganiGro") for cash consideration of RM1 ("OrganiGro Disposal").

The OrganiGro Disposal does not have any material effect on the consolidated earnings and net assets of the Ancom Group for the financial year ending 31 May 2010.



- (iv) Point Cast (S) Pte Ltd and RBL Pte Ltd, both subsidiaries of the Group which are dormant, have submitted applications to the Accounting and Corporate Regulatory Authority (“ACRA”) of Singapore to strike out their names from the Register of ACRA.

The striking out does not have any material effect on the consolidated earnings and net assets of the Ancom Group for the financial year ending 31 May 2010;

Save for those disclosed above, there were no material changes in the composition of the Group for the current quarter and financial year-to-date.

**A12. Changes in Contingent Liabilities or Contingent Assets Since the Last Annual Balance Sheet Date**

The Group’s contingent liabilities stood at RM19.1 million as at 30 November 2009.

**B. ADDITIONAL INFORMATION PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA SECURITIES**

**B1. Review of Group’s Performance**

For the six months period, the Group recorded revenue of RM758.9 million, a decrease of approximately 27.5% as compared to RM1,046.5 million reported in the previous year corresponding period. Profit before tax (“PBT”) stood at RM22.9 million compared to RM21.4 million reported in the previous year’s corresponding period. Despite the lower sales, the earnings increased for the period under review as a result of the improved market conditions which led to the increase in selling prices and improved margins in the Industrial Chemicals division as compared to the corresponding period of the last financial year.

For the current quarter under review, the Group achieved sales of RM362.8 million, a decline of 11.2% from RM408.4 million recorded in the same period last year. The Group recorded a profit before tax (“PBT”) of RM6.7 million, compared to PBT of RM0.6 million achieved in the corresponding quarter last year. The improvement in PBT despite the decrease in sales was mainly from the Industrial Chemicals division as noted above.

**B2. Material Change in the Results for the Current Quarter as Compared with the Immediate Preceding Quarter**

For the current quarter under review, the Group recorded a turnover of RM362.8 million and a PBT of RM6.7 million, compared to sales of RM396.2 million and a PBT of RM16.2 million in the immediate preceding quarter. The lower sales recorded in the current quarter were mainly due to the slightly weaker demand and keener competition in the Industrial Chemicals division when compared to the immediate preceding quarter.

**B3. Prospects**

Barring unforeseen circumstances, the Directors are of the opinion that the Group’s performance for the financial year ending 31 May 2010 is expected to be satisfactory.

**B4. Variance from Profit Forecasts and Profit Guarantees**

Not applicable as the Company did not provide any profit forecast and profit guarantee in respect of the current financial year.

**B5. Taxation**

<u>Continuing Operations</u>	<u>Individual Quarter</u>		<u>Cumulative Quarter</u>	
	Current year	Preceding year	Current	Preceding
	quarter	quarter	year-to-date	year-to-date
	30 Nov 09	30 Nov 08	30 Nov 09	30 Nov 08
	RM'000	RM'000	RM'000	RM'000
Current taxation				
- Malaysian	4,422	3,423	8,749	10,497
- Foreign	2,581	(2,132)	2,801	(807)
- Over provision in prior years	-	298	-	107
	7,003	1,589	11,550	9,797
Transfer from deferred taxation	(4,143)	(454)	(4,143)	(1,846)
	2,860	1,135	7,407	7,951

The effective income tax rate of the Group is higher than the statutory tax rate mainly due to certain expenses not deductible for tax purposes and tax losses incurred by certain subsidiaries were not available for set-off against taxable profits in other companies with the Group.

**B6. Sale of Unquoted Investments and/or Properties**

There were no sales of unquoted investments and/or properties in the current quarter and financial year-to-date.

**B7. Quoted Investments**

There were no purchases and disposals of marketable securities for the current quarter and financial year-to-date.

The details of the Group's investments in quoted securities as at 30 Nov 2009 were as follows:

	As At	As At
	30 Nov 09	31 May 09
	RM'000	RM'000
At cost	<u>5,438</u>	<u>3,857</u>
At carrying value/book value	<u>4,910</u>	<u>4,647</u>
At market value	<u>3,049</u>	<u>2,599</u>

**B8. Utilisation of proceeds**

Not applicable as the Company has not raised any proceeds from any of its corporate exercises.

**B9. Status of Corporate Proposals**

There were no corporate proposals announced but not completed as at the date of this report.

**B10. Financial Instruments with Off Balance Sheet Risk**

There were no financial instruments with off balance sheet risk as at the date of this report.

**B11. Changes in Pending Material Litigation**

There were no material litigation pending as at the date of this Report.

## B12. Dividend

The Directors do not recommend the payment of any dividend for the current quarter. There were no dividends declared for the current financial year-to-date.

## B13. Group's Borrowings

	As At 30 Nov 09 RM'000	As At 31 May 09 RM'000
<u>Short Term Borrowings</u>		
- Secured		
Ringgit Malaysia	54,891	44,789
Singapore Dollars	3,239	2,711
Vietnam Dong	11,954	3,869
	<u>70,084</u>	<u>51,369</u>
- Unsecured		
Ringgit Malaysia	105,066	129,918
United States Dollars	-	330
Hongkong Dollar	1,962	18
Indonesian Rupiah	19	1,894
	<u>107,047</u>	<u>132,160</u>
<u>Long Term Borrowings</u>		
- Secured		
Ringgit Malaysia	31,985	34,413
Singapore Dollars	313	144
Vietnam Dong	3,003	2,884
	<u>35,301</u>	<u>37,441</u>
- Unsecured		
Indonesian Rupiah	38	45
	<u>38</u>	<u>45</u>
Total Borrowings	<u>212,470</u>	<u>221,015</u>

## B14. Earnings Per Share

### Basic earnings per share

The calculation of basic earnings per share was based on the net profit attributable to ordinary equity holders of the parent for the current quarter of RM358,000 (30.11.2008: net loss of RM484,000) and net profit of RM2,803,000 (30.11.2008: net profit of RM9,147,000) for the financial year-to-date as reported in the condensed income statements of the Group, divided by the weighted average number of ordinary shares in issue during the current quarter of 216,215,000 shares (30.11.08: 216,443,000 shares) and financial year-to-date of RM216,215,000 shares (30.11.2008: RM216,610,000)

### Fully diluted earnings per share

Not applicable as the Company does not have dilutive ordinary shares in issue as at the balance sheet date.

By Order of the Board

Wong Wei Fong  
Choo Se Eng  
Secretaries

Petaling Jaya  
26 January 2010