

CARING PHARMACY GROUP BERHAD

(Company No.1011859-D)

INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 28 February 2015

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Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income for the Financial Period Ended 28 February 2015

		Individu	al Quarter	Cumulat	ive Quarter
	Note	Current Year Quarter 28 Feb 2015 RM'000	Preceding Year Quarter 28 Feb 2014 RM'000	Current Year To Date 28 Feb 2015 RM'000	Preceding Year To Date 28 Feb 2014 RM'000
REVENUE COST OF SALES GROSS PROFIT		93,887 (68,475) 25,412	81,968 (59,406) 22,562	271,292 (210,278) 61,014	249,696 (184,345) 65,351
OTHER OPERATING INCOME		8,648	<u> </u>	<u>22,046</u> 83,060	<u> </u>
SELLING AND DISTRIBUTION EXPENSES		(16,152)	(14,570)	(47,513)	(39,491)
ADMINISTRATIVE EXPENSES		(6,159)	(5,873)	(18,110)	(16,759)
OTHER OPERATING EXPENSES		(844)	(1,149)	(2,376)	(4,288)
FINANCE COSTS		(65)	(132)	(193)	(218)
PROFIT BEFORE TAXATION	В5	10,840	9,106	14,868	19,939
TAXATION	B6	(3,035)	(2,277)	(4,163)	(4,985)
PROFIT AFTER TAXATION		7,805	6,829	10,705	14,954
OTHER COMPREHENSIVE INCOME , NET OF TAX		-		-	-
TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD		7,805	6,829	10,705	14,954
PROFIT AFTER TAXATION ATTRIBUTABLE TO :- - Owners of the Company - Non-Controlling interests		7,597 208 7,805	6,619 210 6,829	10,241 <u>464</u> 10,705	13,841 1,113 14,954
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO :- - Owners of the Company - Non-Controlling interests		7,597 208 7,805	6,619 210 6,829	10,241 	13,841 1,113 14,954
Earning per share (Sen) attributable to Owners of the Company - Basic ⁽²⁾	B12	3.49	3.04	4.70	6.36
- Diluted		N/A	N/A	N/A	N/A

Notes:

N/A Not applicable.

(1) The Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 May 2014 and the accompanying explanatory notes attached to these financial statements.

(2) Based on the weighted average number of ordinary shares in issue as detailed in Note B12.



Unaudited Condensed Consolidated Statement of Financial Position as at 28 February 2015

	Note	AS AT 28 Feb 2015 RM'000	AS AT 31 May 2014 RM'000
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment		35,646	32,854
Intangible assets		2,946	2,946
Deferred tax assets		1,342	1,342
		39,934	37,142
CURRENT ASSETS			
Inventories		77,396	79,856
Trade receivables		457	336
Other receivables and deposits		5,686	5,768
Tax recoverable		1,858	427
Deposit with financial institutions		41,864	58,625
Cash and bank balances		35,620	19,271
		162,881	164,283
TOTAL ASSETS		202,815	201,425



Unaudited Condensed Consolidated Statement of Financial Position as at 28 February 2015 (Cont'd)

	Note	AS AT 28 Feb 2015 RM'000	AS AT 31 May 2014 RM'000
EQUITY AND LIABILITIES			
EQUITY			
Share capital		217,706	217,706
Share premium		7,402	7,402
Retained profits		74,501	71,004
		(181,984)	(181,984)
TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY		117,625	114,128
NON-CONTROLLING INTERESTS		909	3,170
TOTAL EQUITY		118,534	117,298
NON-CURRENT LIABILITIES			
Term loan	B8	11,325	9,779
Deferred tax liabilities		278	278
		11,603	10,057
CURRENT LIABILITITES			
Trade payables		65,236	62,962
Other payables and accruals		1,897	6,814
Amount owing to non-controlling shareholders		3,678	3,532
Provision for taxation		1,627	641
Term loan	B 8	240	121
		72,678	74,070
TOTAL LIABILITIES		84,281	84,127
TOTAL EQUITY AND LIABILITIES		202,815	201,425
Net assets per share attributable to ordinary equity holders of the parent (RM) ⁽²⁾		0.54	0.52

Notes:

(1) The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 May 2014 and the accompanying explanatory notes attached to these financial statements.

(2) Based on the issued share capital of 217,706,400 shares



Caring Pharmacy Group Bhd (1011859-D)

Unaudited Condensed Consolidated Statement of Changes in Equity as at 28 February 2015

	< Distributable to equity holders of the Company> < Non-distributable>						
	Share Capital RM'000	Share Premium RM'000	Merger Deficit RM'000	Distributable Retained Profits RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
At 1 June 2014	217,706	7,402	(181,984)	71,004	114,128	3,170	117,298
Total comprehensive income for the period	-	-	-	10,241	10,241	464	10,705
Accretion in equity interest in subsidiaries	-	-	-	(3,478)	(3,478)	(1,426)	(4,904)
Effect of issue of share capital by a subsidiary	-	-	-		-	20	20
Dividends paid				(3,266)	(3,266)	-	(3,266)
Dividends paid by subsidiaries to non-controlling shareholders		-	-	_	-	(1,319)	(1,319)
At 28 February 2015	217,706	7,402	(181,984)	74,501	117,625	909	118,534

Notes :

(1) The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 May 2014 and the accompanying explanatory notes attached to these financial statements.



Caring Pharmacy Group Bhd (1011859-D)

Unaudited Condensed Consolidated Statement of Changes in Equity as at 28 February 2015 (Cont'd)

	<> Distributable to equity holders of the Company>						
	Share Capital RM'000	Share Premium RM'000	Merger Deficit RM'000	Distributable Retained Profits RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
At 1 June 2013	#	-	-	(7)	(7)	-	(7)
Effect arising from merger	182,706	-	(181,984)	59,199	59,921	6,754	66,675
Effect of issue of share capital by a subsidiary	-	-	-	-	-	54	54
Dilution in equity interest in a subsidiary	-	-	-	7	7	(7)	-
Public issue of shares	35,000	8,750	-	-	43,750	-	43,750
Share issue expenses ⁽²⁾	-	(1,348)	-	-	(1,348)	-	(1,348)
Quasi loans from non-controlling interests	-	-	-	-	-	315	315
Total comprehensive income for the period	-	-	-	13,841	13,841	1,113	14,954
Dividends paid by subsidiaries to non-controlling interests		_	-	-	-	(1,744)	(1,744)
At 28 February 2014	217,706	7,402	(181,984)	73,040	116,164	6,485	122,649

Notes:

Represents RM3

(1) The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 May 2014 and the accompanying explanatory notes attached to these interim financial statements.

(2) Listing expenses for the issue of the new CARiNG Shares of RM1.34 million were written off against the share premium account under Section 60 of the Companies Act, 1965.



Unaudited Condensed Consolidated Statement of Cash Flows for the Financial Period Ended 28 February 2015

CASH FLOWS FROM OPERATING ACTIVITIES	Current Year To Date 28 Feb 2015 RM'000	Preceding Year To Date 28 Feb 2014 RM'000
Profit before taxation	14,868	19,939
Adjustments for:- Depreciation of property, plant and equipment Equipment written off	2,376	2,531 12
Gain on disposal of property, plant and equipment Interest expense	(112) 193 (1.282)	(108) 218
Interest income Rental income Initial public offering expenses	(1,282) (108) -	(792) (101) 1,736
Operating profit before working capital changes	15,935	23,435
Decrease/(Increase) in inventories (Increase)/Decrease in trade and other receivables (Decrease)/Increase in trade and other payables	2,460 (37) (2,692)	(22,016) 502 8,193
CASH FROM OPERATION	15,666	10,114
Tax paid Interest paid	(4,631) (193)	(5,828) (218)
NET CASH FROM OPERATING ACTIVITIES	10,842	4,068
CASH FLOWS FOR INVESTING ACTIVITIES Interest received Purchase of property, plant and equipment Proceeds from disposal of property, plant and equipment Rental received Accretion in equity interest in subsidiaries	1,282 (5,552) 162 108 (4,904)	787 (5,839) 108 101 -
NET CASH FOR INVESTING ACTIVITIES	(8,904)	(4,843)
CASH FROM FINANCING ACTIVITIES Dividend paid to non-controlling shareholders of subsidiaries Dividend paid Payment of initial public offering expenses	(1,319) (3,266) -	(1,744) - (2,129)
Proceeds from issuance of shares pursuant to Public Issue Drawdown of term Ioan Repayment of term Ioan Proceeds from issuance of shares by subsidiaries	- 1,980 (315)	43,750 2,970 (3,115)
to non-controlling shareholders Net advances from non-controlling shareholders	20 550	54 315
NET CASH (FOR)/FROM FINANCING ACTIVITIES	(2,350)	40,101
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(412)	39,326
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD	77,896	41,514
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL PERIOD	77,484	80,840
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD COMPRISE:- - Deposits with financial institutions Capit and back balances	41,864	59,643
- Cash and bank balances	35,620 77,484	21,197 80,840

Notes:

(1) The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 May 2014 and the accompanying explanatory notes attached to these financial statements.



Part A – Explanatory Notes Pursuant to Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting

A1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with MFRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Para 9.22 (Appendix 9B Part A) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial report should be read in read in conjunction with the Audited Financial Statements for the financial year ended 31 May 2014 and the accompanying explanatory notes attached to these financial statements.

The interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the year ended 31 May 2014. The interim consolidated financial report and notes thereon do not include all the information required for a full set of financial statements prepared in accordance with MFRSs.

The Group has adopted merger accounting method for the preparation of this Interim Financial Statements.

A2. Changes in Accounting Policies

The significant accounting policies adopted are consistent with those of the adopted as disclosed in the Audited Financial Statements for the financial year ended 31 May 2014 except for the adoption of the following :-

MFRSs and IC Interpretations (Including The Consequential Amendments)	Effective Date
MFRS 9 (2009) Financial Instruments)
MFRS 9 (2010) Financial Instruments)To be
MFRS 9 Financial Instruments (Hedge Accounting and Amendments to MFRS 7, MFRS 9 and MFRS 139))announced)by MASB
Amendments to MFRS 9 and MFRS 7: Mandatory Effective Date of MFRS 9 and Transition Disclosures))
MFRS 14 Regulatory Deferral Accounts	1 January 2016
Amendments to MFRS 10, MFRS 12 and MFRS 127 (2011): Investment Entities	1 January 2014
Amendments to MFRS 11 : Accounting for Acquisitions of Interests in Joint Operations	1 January 2016



Part A – Explanatory Notes Pursuant to Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting

A2. Changes in Accounting Policies (Cont'd)

MFRSs and IC Interpretations (Including The Consequential Amendments)	Effective Date
Amendments to MFRS 116 and MFRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to MFRS 132: Offsetting Financial Assets and Financial Liabilities	1 January 2014
Amendments to MFRS 136: Recoverable Amount Disclosures for Non-financial Assets	1 January 2014
Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting	1 January 2014
IC Interpretation 21 Levies	1 January 2014
Amendments to MFRS 119: Defined Benefit Plans – Employee Contributions Annual Improvements to MFRSs 2010 – 2012 Cycle Annual Improvements to MFRSs 2011 – 2013 Cycle	1 July 2014 1 July 2014 1 July 2014

The above mentioned accounting standards and interpretations (including the consequential amendments) is not expected to have any material impact on the Group's financial statements upon their initial application.

A3. Auditors' Report on Preceding Annual Financial Statements

There was no qualification to the audited financial statements of the Company and its subsidiaries for the financial year ended 31 May 2014.

A4. Seasonal or Cyclical Factors

The financial performance of the Group is not significantly affected by any seasonal or cyclical factors save for the materialization of purchase rebate entitlements from our suppliers which can only be determined in the third quarter of the financial year.

A5. Item of Unusual Nature

There were no significant unusual items affecting the assets, liabilities, equity, net income or cash flow because of their nature, size or incidence for the financial quarter under review.

A6. Material Changes in Estimates

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



Part A – Explanatory Notes Pursuant to Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting

A7. Changes in Debt and Equity Securities

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current financial quarter.

A8. Dividend Paid

A single tier final tax-exempt dividend of 1.5 sen per ordinary share amounting to RM 3,265,596 in respect of the financial year ended 2014 was paid on 17 December 2014.

There was no dividend paid in respect of the current financial period to date.

A9. Segmental Information

No segmental analysis is prepared as the Group is primarily engaged in retail pharmacy and related activities in Malaysia.

A10. Capital Commitments

Capital commitment for property and equipment not provided for as at 28 February 2015 are as follows:-

Capital expenditure commitments	As at 28-Feb-2015 RM'000
Authorised and contracted for	
- Equipment - Building	450 636

A11. Material Events Subsequent To the End of the Interim Period

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



Part A – Explanatory Notes Pursuant to Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting

A12. Changes in Composition of the Group

There were no changes in the composition of the Group for the current quarter under review saves for the acquisition of shares in subsidiaries by the wholly-owned immediate holding company (Caring Pharmacy Retail Management Sdn Bhd, herein after referred as "CPRM") on 1 December 2014 as detailed below:

- Acquisition of 24,500 ordinary shares in Caring Health Solution Sdn Bhd for a total cash consideration of RM486,407 resulting an increase in CPRM's effective equity interest in the subsidiary from 51.0% to 75.5%;
- b) Acquisition of 24,500 ordinary shares in Stay Caring Sdn Bhd for a total cash consideration of RM1,410,889 resulting an increase in CPRM's effective equity interest in the subsidiary from 51.0% to 75.5%;
- c) Acquisition of 25,000 ordinary shares in Caring Pharmacy (Kinrara) Sdn Bhd for a total cash consideration of RM1,465,276 resulting an increase in CPRM's effective equity interest in the subsidiary from 50.0% to 75.0%;
- Acquisition of 20,000 ordinary shares in Caring Pharmacy (KLP) Sdn Bhd for a total cash consideration of RM978,001 resulting an increase in CPRM's effective equity interest in the subsidiary from 60.0% to 80.0%;
- e) Acquisition of 24,500 ordinary shares in Ace Caring Sdn Bhd for a total cash consideration of RM277,521 resulting an increase in CPRM's effective equity interest in the subsidiary from 51.0% to 75.5%;
- f) Acquisition of 15,000 ordinary shares in Caring Pharmacy (Shah Alam) Sdn Bhd for a total cash consideration of RM131,140 resulting an increase in CPRM's effective equity interest in the subsidiary from 60.0% to 75.0%; and
- g) Acquisition of 10,000 ordinary shares in Caring Pharmacy (Belle) Sdn Bhd for a total cash consideration of RM154,877 resulting an increase in CPRM's effective equity interest in the subsidiary from 80.0% to 90.0%.

A13. Contingent Liabilities or Contingent Assets

There were no material contingent liabilities or contingent assets to be disclosed as at the date of this report.



Part B–Explanatory Notes Pursuant To The Listing Requirements of Bursa Securities

B1. Review of Performance of the Group

The Group registered a revenue of RM93.89 million and profit before tax of RM10.84 million for the current quarter as compared to a revenue of RM81.97 million and profit before tax of RM9.11 million reported in the previous year corresponding quarter. The higher revenue was mainly contributed by the 7 outlets commenced in fourth quarter of financial year 2014 and 7 new outlets opened as of third quarter of financial year 2015, coupled with the revenue growth for existing outlets.

During the quarter under review, we have established an additional 2 new shopping complex outlets and closed down 1 specialised retail outlet and 1 shopping complex outlet. As of 28 February 2015, we have a total of 102 community pharmacies.

The increase in profit before tax for the current quarter compared to the corresponding quarter in the preceding year is mainly contributed by higher revenue achieved coupled with the relatively consistent gross profit margin.

B2. Variation of Results with the Immediate Preceding Quarter

For the current quarter under review, the Group reported an increase in profit before tax by RM7.88 million, from RM2.96 million (immediate preceding quarter) to RM10.84 million. This was mainly attributable to materialization of purchase rebate from our suppliers as mentioned in Note A4.

B3. Prospect for the Group

In view of stiff market competition coupled with the implementation of Goods and Services Tax which would dampen consumer sentiment, the Group expects its performance for the remaining quarter to be challenging. However, the Group is cautiously optimistic that with its established presence, competitive strength and marketing strategies, the Group will continue to perform profitably in the next quarter.



Part B–Explanatory Notes Pursuant To The Listing Requirements of Bursa Securities

B4. Profit Forecast and Profit Estimate

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

B5. Notes to the Statement of Profit or Loss and Other Comprehensive Income

	INDIVIDUAL Current Year Quarter 28-Feb-15 RM'000	QUARTER Preceding Year Quarter 28-Feb-14 RM'000	CUMULATIVI Current Year To Date 28-Feb-15 RM'000	E QUARTER Preceding Year To Date 28-Feb-14 RM'000
Depreciation of property, plant and equipment	844	1,153	2,376	2,531
Gain on disposal of equipment Interest expense Interest income Rental income	(148) 65 (442) (36)	(108) 132 (439) (42)	(112) 193 (1,282) (108)	(108) 218 (792) (101)

Save for the above, the other items as required under Appendix 9B Part A (16) of the Main Market Listing Requirements of Bursa Securities are not applicable.

B6. Income Tax Expense

	INDIVIDUA Current Year Quarter	L QUARTER Preceding Year Quarter	CUMULATIN Current Year To Date	/E QUARTER Preceding Year To Date
	28-Feb-15 RM'000	28-Feb-14 RM'000	28-Feb-15 RM'000	28-Feb-14 RM'000
Income Tax				
Current Tax - Current	3,035	2,277	4,163	4,985
Tax expense	3,035	2,277	4,163	4,985

Note:

The effective tax rate for the current quarter and financial year under review is higher than the statutory tax rate of 25% mainly due to deferred tax assets not recognized.



Part B–Explanatory Notes Pursuant To The Listing Requirements of Bursa Securities

B7. Status of Corporate Proposals

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

i. Utilisation of Proceeds

The Public Issue has raised gross proceeds of RM43.75 million. The status of the utilisation of the proceeds as at 28 February 2015 is as follows:

		Proposed Utilisation	Actual utilisation	Deviation	Balance	Estimated Timeframe for Utilisation Upon
	Purposes	RM'000	RM'000	RM'000	RM'000	Listing
(i)	New community pharmacy outlets - Property, plant and equipment	6,000	(1,941)		,	Within 24 months
(ii)	 Inventories To pare down borrowings to reduce interest cost 	12,000 6,000	(5,923) -	-	,	Within 24 months Within 24 months
(iii) (iv)	Renovation of new head office and warehouse Working capital ⁽¹⁾	4,000 11,750	(509) (5,482)		,	Within 24 months Within 24 months
(v) Tota	Estimated listing expenses ⁽¹⁾	4,000 43.750	(3,093) (16,948)	. ,	- 26,802	Within 3 months

Note:-

(1) Actual listing expenses incurred were less than the estimated listing expenses by approximately RM0.907 million. Pursuant to the Prospectus dated 18 October 2013, the excess will be utilized for working capital purpose.



Part B-Explanatory Notes Pursuant To The Listing Requirements of Bursa Securities

B8. Group Borrowing

The Group's borrowing as at 28 February 2015 are as follows:

	As at 28-Feb-15 RM'000	As at 31-May-14 RM'000
Long term borrowing		
Secured:		
Term loan	11,325	9,779
Short term borrowing Secured:		
Term loan	240	121
Total borrowing	11,565	9,900

B9. Material Litigation

There was no material litigation and the Directors do not aware of any proceedings pending or threatened against the Group as at the date of issuance of this interim financial report.

B10. Dividends

No dividend was declared or recommended for payment by the Company for the quarter under review.



Part B-Explanatory Notes Pursuant To The Listing Requirements of Bursa Securities

B11. Realised and Unrealised Profits

The disclosure of realised and unrealised profits below is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities.

	As at 28-Feb-2015	As at 31-May-2014	
	RM'000	RM'000	
Total retained earnings			
- realised	71,550	68,553	
- unrealised	1,064	1,065	
	72,614	69,618	
Add: consolidated adjustments	1,887	1,386	
Total retained earnings	74,501	71,004	



Part B-Explanatory Notes Pursuant To The Listing Requirements of Bursa Securities

B12. Earnings Per Share

(a) Basic Earnings Per Share

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

	INDIVIDUA Current Year Quarter 28-Feb-15 RM'000	AL QUARTER Preceding Year Quarter 28-Feb-14 RM'000		/E QUARTER Preceding Year To Date 28-Feb-14 RM'000
Profit for the period	7,597	6,619	10,241	13,841
Number of ordinary shares of RM1.00 each in issue	217,706	217,706	217,706	217,706
Basic Earnings Per Share (sen)	3.49	3.04	4.70	6.36

(b) Diluted Earnings Per Share

Diluted earnings per share were not computed as the Company does not have any dilutive potential ordinary shares in issue for the current quarter and financial year-to-date.

By order of the Board 28 April 2015