Unaudited Financial Statements 30 September 2013

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CEO's Report

Statements

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HARDWARE & LUMBER LIMITED UNAUDITED FINANCIAL RESULTS September 30, 2013

Profit after tax for the nine-month period ended September 30, 2013 was \$89.9 million, representing a marked improvement when compared to the \$0.8 million (restated) for the same period in the previous year. This translated to earnings per stock unit of \$1.11, compared to \$0.01 (restated) for the comparative period in the previous year. Total revenue for the third quarter was \$1,720.0 million while profit after tax was \$36.8 million, representing increases of 10.8% and 396.7% respectively when compared with the corresponding quarter in the previous year.

Total revenue for the period was \$5,002.5 million representing a 7.4% increase over the \$4,657.7 million achieved in the same period last year. The Household, Hardware and Building segment operating under the banner of Rapid True Value, recorded increased revenue of 6.3% while the Agricultural Products and Equipment segment (Agro Grace) increased by 10.6%.

Gross profit for the nine-month period improved through increased focus on operational efficiencies and margin management. Total gross profit increased by 9.0% to end the period at \$1,300.9 million, at average margins of 26.0%, up from 25.4% for the corresponding period in the previous year. Margins of 25.4% achieved over the third quarter represented an improvement over the 25.1% achieved for the similar period in the previous year.

Total operating expenses increased by 5.2% to \$1,173.5 million. Included in this was a significant increase in the costs associated with the company's pension scheme and other retirement benefits, in keeping with the revision of the accounting rules governing such benefits which became effective January 1, 2013. For the first nine months, these changes have increased the Company's pension-related costs by \$58.8 million when compared with the amount charged in the same period last year. The Board of Directors has taken the decision to cease the company's participation in the GraceKennedy Defined Benefits (DB) pension scheme effective November 30, 2013, instead offering to employees the option to enroll in the GraceKennedy Defined Contributions (DC) pension scheme.

Throughout the nine-month period, there has also been steady improvement in the management of the company's working capital. At September 30, 2013 the company held \$1,130.9 million of inventory, being 11.2% below the balance at September 30, 2012. Inventory balances trended towards optimum levels despite increased costs due to the devaluation of the Jamaican dollar, given more effective buying and faster depletion of stocks. Trade and Other Receivables increased by 6.6% to \$486.9 million, driven by increased sales. The balances owed to Trade and Other Creditors decreased by 4.0% to end the period at \$778.8 million as the improved cash generation allowed payment to suppliers within credit terms.

At September 30, 2013, the Company held cash balances of \$387.8 million, representing a 125.4% increase over the balance held at September 30, 2012. Over the nine-month period, \$300.4 million was generated from operating activities while \$109.4 million was used to service loan commitments, pay dividends as well as to finance capital

improvements to the stores and other infrastructure. In August the company accessed a short-term loan of \$80.6 million to cover insurance expenses, scheduled to be repaid by January 2014.

Hardware & Lumber Limited, through its Rapid True Value and Agro Grace Divisions is committed to exceeding the expectations of our customers' requirements for agricultural, building and home improvement solutions. We constantly look for opportunities to bring innovative solutions to the market as we seek to grow our revenues and profitability. We relentlessly seek ways to provide an exceptional customer experience in our stores through improvement in the facilities and offerings as well as in the service to all who enter our stores. Recently we completed the refurbishment of the Rapid True Value stores in the Sovereign Centre and Manor Park Plaza to which our customers have responded favourably thus generating increased traffic in the stores. We continuously equip our staff with the requisite training while simultaneously reviewing our internal processes in order to drive step-changes in the efficiency and effectiveness of the organization.

We thank all our customers, suppliers and other stakeholders for their continued patronage and support which contributed to the significantly improved performance in the nine-months ended September 30, 2013. We also thank our fellow directors, management and colleagues for their commitment to the business. We look forward to serving all our customers and by extension, the entire nation, in the months and years ahead.

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Erwin Burton - Chairman Officer

Andrea D. Lewis-Coy – Chief Executive

Unaudited Income Statement 9 months to 30 September 2013 (expressed in Jamaican dollars)

		3 months to	9 months to	<mark>(</mark> Restated) * 3 months to	(Restated) * 9 months to
		30 September	30 September	30 September	30 September
		2013	2013	2012	2012
	Note	\$'000	\$'000	\$'000	\$'000
Revenue		1,709,913	5,002,520	1,543,190	4,657,686
Cost of sales		(1,274,892)	(3,701,609)	(1,155,165)	(3,475,208)
Gross Profit		435,021	1,300,912	388,025	1,182,478
Other operating income		4,931	22,291	11,023	25,623
Operating expenses		(380,724)	(1,173,485)	(359,985)	(1,114,953)
Profit from Operations		59,227	149,718	39,063	93,148
Finance costs	3	(6,633)	(22,760)	(15,026)	(53,194)
Profit before Taxation		52,595	126,958	24,037	39,954
Taxation		(15,778)	(36,971)	(16,625)	(39,157)
Net Profit		36,816	89,987	7,412	797
Number of stock units issued ('000)		80,842	80,842	80,842	80,842
Earnings per Stock Unit		\$0.46	\$1.11	\$0.09	\$0.01

Unaudited Statement of Comprehensive Income 9 months to 30 September 2013 (expressed in Jamaican dollars)

			(Restated) *	(Restated) *
	3 months to	9 months to	3 months to	9 months to
	30 September	30 September	30 September	30 September
	2013	2013	2012	2012
	\$'000	\$'000	\$'000	\$'000
Net Profit	36,816	89,987	7,412	797
Other Comprehensive Income:				
Remeasurement of retirement benefit obligation	(131,002)	(158,906)	17,625	52,876
Deferred Tax on IAS 19 remeasurements	39,301	47,672	(5,875)	(17,625)
(Loss)/Income, being Total Comprehensive				
Income for the Period	<mark>(94,186)</mark>	(21,247)	19,162	36,048

Statement of Financial Position 30 September 2013 (expressed in Jamaican dollars)

			(Restated) *	(Restated) *
		September	September	December
		2013	2012	2012
	Note	\$'000	\$'000	\$'000
NET ASSETS EMPLOYED		ţ	ţ	† • • • •
Non-Current Assets				
Property, plant & equipment		594,140	606,673	615,730
Intangible assets		8,046	14,245	11,853
Deferred tax asset		204,278	260,044	193,576
		806,464	880,962	821,159
Current Assets				
Inventories		1,130,941	1,273,055	1,107,821
Trade and other receivables		486,943	456,943	427,206
Group companies	5	4,586	13,176	8,661
Taxation recoverable		48,929	50,952	51,020
Cash and bank balances		387,780	172,023	205,935
		2,059,179	1,966,149	1,800,643
Current Liabilities				
Trade, other payables and provisions		778,802	811,415	694,376
Short-term loans	6	53,737	50,000	0
Group companies		4,712	9,856	1,989
Current portion of long-term debt	6	183,333	183,333	183,333
		1,020,584	1,054,604	879,698
Net Current Assets		1,038,595	911,545	920,945
		1,845,060	1,792,507	1,742,104
Financed by:				
Share capital		616,667	616,667	616,667
Capital reserve		305,342	290,619	305,342
Other reserve		4,961	4,244	4,961
Accumulated deficit		<mark>(263,730)</mark>	(252,627)	(242,481)
		663,240	658,903	684,489
Non-Current Liabilities				
Long-term debt	6	250,000	433,333	372,629
Retirement benefit obligation		931,819	700,271	684,986
		1,845,059	1,792,507	1,742,104

* The comparative numbers have been restated to give effect to the amendments to IFRS. See note 7. Approved for issue by the Board of Directors on and signed on its behalf by:

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Erwin Burton

Chairman

Andrea D. Lewis-Coy

Director

Unaudited Statement of Changes in Equity 9 months to 30 September 2013 (expressed in Jamaican dollars)

				2013		
		Share	Other	Capital	Accumulated	
		Capital	Reserve	Reserve	Deficit	Total
	Note	\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2013 (restated) *	7	616,667	4,961	305,342	(242,481)	684,489
Profit, being total comprehensive income for the period		-	-	-	89,987	89,987
Remeasurement of retirement benefit obligation		-	-	-	(158,907)	(158,907)
Deferred Tax on IAS 19 remeasurements					47,671	47,671
Balance at 30 September 2013		616,667	4,961	305,342	(263,730)	663,240
				2012 (Restate	ed) *	
		Share	Other	Capital	Accumulated	
		Capital	Reserve	Reserve	Deficit	Total
		\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 1 January 2012	7	616,667	4,244	290,619	(288,675)	622,855
Profit, being total comprehensive income for the period		-	-	-	797	797
Remeasurement of retirement benefit obligation		-	-	-	52,876	52,876
Deferred Tax on IAS 19 remeasurements Balance at 30 September 2012		616,667	4,244	290.619	(17,625) (252,627)	(17,625)

Unaudited Statement of Cash Flows 9 Months to 30 September 2013 (expressed in Jamaican dollars)

	Sept. 30, 2013	(Restated) * Sept. 30, 2012
Cash Generated from Operating and Investing activities:		
Operating activities:		
Net Profit	89,987	797
Items not affecting cash	111,011	99,249
	200,998	100,046
Changes in non-cash working capital components	99,374	115,634
Net cash provided by operating activities	300,372	215,680
Net cash used in investing activities	(9,092)	(20,111)
Cash provided by operating and investing activities	291,280	195,569
Cash used in financing activities	(109,435)	(343,205)
Net increase/(decrease) in cash and cash equivalents	181,845	(147,636)
Cash and cash equivalents at the beginning of the period	205,935	319,659
Cash and cash equivalents at the end of the period	387,780	172,023
Comprised of:		
Cash at bank	387,780	172,023
Cash and Cash Equivalents at the end of the period	387,780	172,023

Hardware & Lumber Limited Notes to the Interim Financial Statements 30 September 2013 (expressed in Jamaican dollars)

1. Identification and Principal Activities

Hardware & Lumber Limited (the company) is a 58.1% subsidiary of GraceKennedy Limited. The company trades in hardware, lumber, household items and agricultural products. The company is a public company listed on the Jamaica Stock Exchange.

The company and GraceKennedy Ltd. are incorporated and domiciled in Jamaica. The registered office of the company is located at 697 Spanish Town Road, Kingston 11, Jamaica.

2. Accounting Policies

Basis of preparation

The accounting policies used in the preparation of these unaudited interim financial statements are consistent with those used in the audited financial statements for the year ended 31 December 2012 and comply with the requirements of IAS 34, Interim Financial reporting.

Certain amendments to existing standards have been published that became effective during the current financial year. In particular, amendments to IAS 19: Employee benefits, have resulted in the restatement of comparative information. The effects of adopting these amendments on the equity and net profit as previously reported are detailed in Note 8.

These financial statements are presented in Jamaican dollars unless otherwise indicated.

3. Finance Costs

	September 2013 \$'000	September 2012 \$'000
Interest expense	36,401	52,739
Exchange (gains)/losses	(13,641)	455
	22,760	53,194

Hardware & Lumber Limited Notes to the Interim Financial Statements

30 September 2013

(expressed in Jamaican dollars)

4. Segment Reporting

Up to December 31, 2012, the Company operated under three main operating divisions:

- a) Wholesale of Hardware and Building Products ("H&L Wholesale")
- b) Retail of Household and Hardware Products ("Rapid True Value")
- c) Retail and Wholesale of Agricultural Products and Equipment ("AgroGrace")

Effective January 1, 2013, the company re-organised its operations into two operating divisions whereby the wholesale segment was subsumed into the retail segment. The operating divisions are now renamed:

- a) Household, Hardware and Building Products ("Rapid True Value")
- b) Agricultural Products and Equipment ("AgroGrace")

The company's operations are located in Jamaica. The summary financial details of its segments are as follows:

	9 months to 30 September 2013			
	Household Hardware & Building Products	Agricultural Products & Equipment	Consolidated	
	\$' 000	\$' 000	\$' 000	
External operating revenue	<u>3,644,834</u>	<u>1,357,687</u>	<u>5,002,520</u>	
(Loss)/profit from operations	(62,565)	212,282	149,718	
Finance cost	(16,717)	(6,043)	(22,760)	
(Loss)/profit before tax	(79,282)	206,240	126,958	

	9 months to 30 September 2012 (Restated)		
	Household Hardware & Building Products	Agricultural Products & Equipment	Consolidated
	\$' 000	\$' 000	\$' 000
External operating revenue	<u>3,430,310</u>	<u>1,227,376</u>	4,657,686
(Loss)/profit from operations	(33,930)	127,078	93,148
Finance cost	(39,103)	(14,091)	(53,194)
(Loss)/profit before tax	(73,033)	112,987	39,954

5. Group Companies and Other Related Party Transactions and Balances

(a) Due (to)/from group companies comprises:

	September 2013 \$'000	September 2012 \$'000
Due to Grace Due to fellow subsidiaries	(1,103) (3,609)	(7,593) (2,263)
	(4,712)	(9,856)
Due from Grace	125	990
Due from fellow subsidiaries	4,461	12,186
	4,586	13,176

(b) The statement of comprehensive income includes the following transactions with related parties;

	September 2013 \$'000	September 2012 \$'000
Income:		
Fellow subsidiaries	9,343	12,715
Parent company	38	43
Expenses:		
Fellow subsidiaries	6,606	60,763
Parent company	43,254	47,626
Directors and key management	59,064	53,480

Notes to the Interim Financial Statements 30 September 2013 (expressed in Jamaican dollars)

6. Short Term Loans

	September 2013 \$'000	September 2012 \$'000
Balance at the beginning of the period	-	593,198
Loans received	80,605	124,260
Loans repaid	(26,868)	(667,458)
Balance at the end of the period	53,737	50,000

During the quarter, the company received a short-term loan of \$80,605,000 from Sagicor Bank. The loan is repayable by January 31, 2014 in monthly installments and attracts a fixed interest rate of 3.19% per annum.

Long Term Loans

	September 2013 \$'000	September 2012 \$'000
Balance at the beginning of the period	550,000	375,343
Loans received	-	500,000
Loans repaid	(116,667)	(258,677)
Balance at the end of the period	433,333	616,666
Current parties of long term debt	100 000	400 000
Current portion of long-term debt	183,333	183,333
Long-term debt	250,000	433,333
Balance at the end of the period	433,333	616,666

In 2012, the company received a loan of \$500,000,000 from National Commercial Bank Jamaica Limited denominated in Jamaican dollars. The annual interest rate is 9.75%. The loan is repayable by 2017 in quarterly installments.

In 2011, the company accessed the sum of \$250,000,000 through a commercial paper arranged by First Global Financial Services Limited denominated in Jamaican dollars. The interest rate is 10.05%. The loan is repayable by 2013 in biannual installments.

Hardware & Lumber Limited Notes to the Interim Financial Statements 30 September 2013 (expressed in Jamaican dollars)

7. Effect of amendments to IFRS

Effective for annual periods beginning on or after 1 January 2013, IAS 19: Employee benefits, was amended with the impact on the company as follows: to eliminate the corridor approach and recognise all actuarial gains and losses in Other Comprehensive Income (OCI) as they occur; to immediately recognise all past service costs; and to replace interest cost and expected return on plan assets with a net interest amount that is calculated by applying the discount rate to the net defined benefit liability (asset).

The amended standard was applied retrospectively, resulting in the restatement of the prior year financial statements along with the opening statement of financial position for that year.

Below is a summary of the line items in the financial statements affected by the restatement.

	31 December		30 September
Reconciliation of Equity at:	2012	31 December 2011	2012
	\$'000	\$'000	\$'000
Equity as previously reported	994,558	962,041	976,252
Increase in Deferred tax assets	103,358	169,593	119,916
Decrease in Pension plan asset	(402,234)	(472,503)	(419,801)
Increase in Other post-employment obligations	(11,193)	(36,276)	(17,462)
Decrease in Retained earnings	(310,069)	(339,186)	(317,347)
Equity as restated	684,489	622,855	658,905
	12 months to		9 months to
Descention of unafit for the new of order			
Reconciliation of profit for the period ended:	31 December 2012 \$'000		30 September 2012 \$'000
Drafit as proviously reported			
Profit as previously reported	27,182		14,211
Decrease in expenses	24,851		18,638
Increase in taxation	(49,221)		(32,052)
Decrease in net profit	(24,370)		(13,414)
Profit as restated	2,812		797
Earnings per Stock Unit	12 months to		9 months to
(expressed in \$ per stock unit)	31 December 2012		30 September 2012
EPS as previously reported	\$0.34		\$0.18
Decrease due to restatement	(\$0.30)		(\$0.17)
EPS as restated	\$0.03		\$0.01
Reconciliation of comprehensive income for	12 months to		9 months to
the period ended:	31 December 2012 \$'000		30 September 2012 \$'000
Total comprehensive income as previously reported	\$000 41,905		\$000 14,211
Decrease in net profit	(24,370)		(13,414)
Remeasurement on retirement benefit obligation	53,486		35,251
Increase in total comprehensive income, net of tax	29,116		21,837
Total comprehensive income as restated	71,021		36,048
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8. Subsequent events

The Board of Hardware & Lumber Ltd has decided to cease the company's participation in the GraceKennedy Defined Benefits pension scheme effective November 30, 2013, instead offering to employees the option to enroll in the GraceKennedy Defined Contributions pension scheme. The entire process for withdrawal from the Defined Benefits pension plan is expected to be completed by the end of the financial year ending December 31, 2013.