

INTERIM
FINANCIAL STATEMENTS

FOR THE PERIOD ENDED
30th SEPTEMBER 2026

TESS AGRO PLC
 # 87, New Nuge Road,
Kelaniya

Corporate Information

NAME OF COMPNAY	:	**TESS AGRO PLC**
REGISTERED OFFICE	:	**87, New Nuge Road, Kelaniya**
TELEPHONE NO	:	**0117555859**
FAX NO	:	**2910615**
E-MAIL ADDRESS	:	**info@tess.lk**
WEB ADDRESS	:	**www.tess.lk**
DATE, PLACE AND THE AUTHORITY OF INCORPORATION	:	**20 May 1992, Colombo Companies Act No.17 of 1982 Companies Act No.07 of 2007 PB 689 PQ**
BOARD OF DIRECTORS	:	**Mr Dilshan Fernando Ms. Seraiah D Fernando Mr Srdjan Veselinovic Prof. Arthur H. DE O. Bamunuarachchi Mr. A.M.A Cader Mr Dilan Wijeyesekera**
SECRETARIES TO THE COMPANY	:	**Prestige Secretaries & Consultants (Pvt) Ltd No. 20 D, Guilford Crescent, Colombo 07.**
AUDITORS	:	**Moore & Aiyer Chartered Accountants No 104-4/1 Havelock Road Colombo 05.**
BANKERS TO THE COMPANY	:	**Commercial Bank of Ceylon PLC. National Development Bank PLC. Pan Asia Banking Corperaion PLC Hatton National Bank PLC.**

Income Statement

For the Period Ended 30th September 2026

	Un-audited Three Months Period Ended 30th Sep. 2026 Rs.	Un-audited Three Months Period Ended 30th Sep. 2025 Rs.	Un-audited Six Months Period Ended 30th Sep. 2026 Rs.	Un-audited Six Months Period Ended 30th Sep. 2025 Rs.	Audited Period Ended 31st Mar. 2026 Rs.	Change %
Turnover	**62,662,407**	**7,169,386**	**71,755,056**	**15,434,742**	**24,581,721**	**774**
Cost of Sales	(54,613,528)	(4,423,204)	(57,469,764)	(8,829,052)	(16,474,760)	**1,135**
Gross Profit	**8,048,878**	**2,746,182**	**14,285,292**	**6,605,690**	**8,106,961**	**193**
Other Operating Income	23,658,258	-	23,694,978	-	16,547,261	**100**
Fair Value Gain from Investment Property	-	32,036,381	-	32,036,381	68,700,000	**(100)**
Selling & Distribution Expenses	(40,000)	(916,320)	(793,135)	(1,224,626)	(2,167,167)	**-96**
Administrative Expenses	(24,660,762)	(9,249,970)	(33,130,154)	(19,693,321)	(53,917,800)	**167**
Profit from Operations	7,006,374	24,616,273	4,056,981	17,724,124	37,269,255	**-72**
Dividend Income	14,816	7,691	31,405	24,303	30,396	**93**
Profit before Interest	7,021,190	24,623,964	4,088,386	17,748,427	37,299,651	**-71**
Finance Income	1,739,072	453,999	2,511,090	1,239,312	1,483,481	**283**
Finance Expenses	(275,115)	(550,839)	(796,656)	(1,214,793)	(4,670,494)	**-50**
Profit /(Loss) before Tax	**8,485,148**	**24,527,125**	**5,802,821**	**17,772,946**	**34,112,638**	**65**
Income Tax Expense	-	-	-	-	(17,673,064)	-
Net Profit/(Loss) after Tax	**8,485,148**	**24,527,125**	**5,802,821**	**17,772,946**	**16,439,573**	**65**
Profit available for Appropriation	**8,485,148**	**24,527,125**	**5,802,821**	**17,772,946**	**16,439,573**	**65**
Earnings Per Share	**0.01**	**0.04**	**0.01**	**0.03**	**0.02**	**171**

Figures in the brackets indicate deductions.

Balance Sheet

As At 30th September 2026

	Un-Audited Period Ended 30th Sep. 2026 Rs.	Un-Audited Period Ended 30th Sep. 2025 Rs.	Audited Period Ended 31st Mar. 2026 Rs.
ASSETS			
NON CURRENT ASSETS			
Property , Plant & Equipment	366,405,795	366,113,553	372,510,728
Investment Property	191,500,000	122,800,000	191,500,000
Capital Work-in-Progress	113,550,136	93,724,497	77,419,900
Right of Use Assets	194,649,447	120,158,819	194,649,447
Differed Tax Assets	-	76,950	-
Biological Assets	2,194,289	2,194,289	2,194,289
Other Non Current Financial Assets	1,603,073	1,052,343	1,603,073
	869,902,740	706,120,451	839,877,437
CURRENT ASSETS			
Trade and Other Receivables Net	11,497,964	14,354,763	11,148,339
Other Current Assets	39,250,856	33,670,813	40,645,333
Inventories	69,497,962	58,643,876	75,194,073
Investments in Margin Trading	50,000,000	17,321,425	-
Amount Due from Related Party	44,796,592	-	-
Cash in Hand at Bank	6,188,164	54,093,891	6,719,240
	221,231,538	178,084,768	133,706,987
TOTAL ASSETS	**1,091,134,278**	**884,205,219**	**973,584,424**
EQUITY & LIABILITIES			
EQUITY			
Stated Capital	513,000,000	671,071,291	263,000,000
Reserves	99,769,653	50,144,474	99,769,653
Retained Earnings	(73,824,289)	(466,416,690)	(79,627,110)
Total Equity	**538,945,364**	**254,799,075**	**283,142,543**
NON CURRENT LIABILITIES			
Deferred Tax Liability	68,406,291	50,733,227	68,329,342
Interest Bearing Borrowings	328,152,526	378,288,631	473,218,899
Deposit-Rent	5,549,619	7,826,150	5,549,619
Employee Benefit Obligations	734,000	256,500	734,000
	402,842,436	437,104,508	547,831,860
CURRENT LIABILIITES			
Trade and Other Payables	8,455,158	15,363,059	6,841,374
Current Portion of Borrowings	96,020,000	100,401,414	80,914,071
Amount Due To Related Parties	-	-	9,862,040
Short Term Borrowings	44,122,330	50,274,564	44,122,330
Bank Overdrafts	748,990	1,735,474	870,205
	149,346,478	167,774,511	142,610,021
TOTAL EQUITY & LIABILITIES	**1,091,134,278**	**859,678,094**	**973,584,424**
No of Ordinary Shares	868,729,716	743,729,716	743,729,716
Net assets value per share	0.62	0.34	0.74
Market value per share Voting - Qtr. - Highest	2.00	1.80	2.10
- Lowest	1.60	1.10	1.60
- Closing	1.80	1.60	1.80
Market value per share Non Voting - Qtr. - Highest	1.50	1.30	1.40
- Lowest	1.30	0.70	1.10
- Closing	1.50	1.10	1.40

The above figures are provisional and subject to audit

D.Fernando
Chairman/CEO

Ms. S.D. Fernando
Director

Date 16.11.2026

Figures in the brackets indicate deductions.

Statement of Comprehensive Income

For the Period Ended 30th September 2026

	Un-audited Three Months Period Ended 30th Sep.2026 Rs.	Un-audited Three Months Period Ended 30th Sep.2025 Rs.	Un-audited Six Months Period Ended 30th Sep.2026 Rs.	Un-audited Six Months Period Ended 30th Sep.2025 Rs.	Audited Period Ended 31st Mar. 2026 Rs.	Change %
Profit / Loss for the Peroid / Year	**8,485,148**	**24,527,125**	**5,802,821**	**17,772,946**	**16,439,573**	**65**
Other Comprehensive Income	-	-	-	-	-	-
	8,485,148	**24,527,125**	**5,802,821**	**17,772,946**	**-**	**65**
Items that will not be reclassified to Profit or Loss						
Deffered Tax on Revaluation Gains	-	-	-	-	-	-
Net Change in Fair Value of Assets recognised through other Comprehensive Income	-	-	-	-	550,729	-
Revaluation Gain on Property Plant & Equipment	-	-	-	-	49,074,449	-
Other Comprehensive Income for the year net of tax	**-**	**-**	**-**	**-**	**49,625,178**	**-**
	-	-	-	-		
Total Comprehensive Income For the Year	**8,485,148**	**24,527,125**	**5,802,821**	**17,772,946**	**66,064,752**	**65**

Figures in the brackets indicate deductions.

ash Flow Statement

For the Period Ended 30th September 2026

	Company		
	Un-Audited Six Months Period Ended 30th Sep. 2026 Rs.	**Un-Audited Six Months Period Ended 30th Sep. 2025 Rs.**	**Audited Period Ended 31st Mar. 2026**
Cash Flow from Operating Activities			
Cash Receipt from Customers	28,431,662	7,661,121	31,744,130
Raw Material Purchase	(54,253,420)	(6,507,095)	(73,545,966)
Packing Material Purchase	(269,245)	(186,200)	-
Cash Paid to Suppliers & Employees	(50,643,961)	-	(8,488,692)
Exchange Gain/(Loss) on transactions	10,375,000	-	-
Cash Generated from Operations	**(66,359,964)**	**967,826**	**(50,290,527)**
Net Cash flow from Operating Activities	**(66,359,964)**	**967,826**	**(50,290,527)**
Cash flow from Investing Activities			
Acquisition of Property, Plant & Equipment & WIP	(39,464,861)	(95,991,484)	(107,037,145)
Interest Income Received	3,627,139	1,239,312	1,483,481
Dividend Received	31,405	24,303	30,396
Short Term Investment	(50,000,000)	-	17,321,425
Rent Income Received	7,502,450	8,317,825	15,285,057
Net Cash Flows Used in Investing Activities	**(78,303,867)**	**(86,410,044)**	**(72,916,785)**
Cash flow from Financing Activities			
Repayment of Interest Bearing Borrowings	(74,819,651)	(37,828,122)	(56,138,732)
Repayment of Bris Holdings Ltd	(30,265,326)		
Short Term Finance	-	-	(17,321,425)
Loan Proceeds from Silver Edge Investments Ltd	-	-	30,923,630
Proceeds from Right Issue	250,000,000	-	-
Interest Paid	(661,053)	(793,258)	(4,670,494)
Net Cash flow from Financing Activities	**144,253,970**	**(38,621,380)**	**(47,207,021)**
Net Increase/(Decrease) in Cash & Cash Equivalents	**(409,861)**	**(124,063,598)**	**(170,414,333)**
Cash & Cash Equivalents at the Beginning of the Year/Peroid	5,849,035	176,263,367	176,263,367
Cash & Cash Equivalents at the End of the Period	**5,439,174**	**52,199,770**	**5,849,035**

Statement of Changes in Equity

For the Period Ended 30th September 2026					
	Attributable to equity holders of the Company				Total
	Stated Capital Rs.	Revaluation Surplus Rs.	Fair Value Reserve of Financial assets at FVOCI Rs.	Retained Earnings Rs.	Rs.
Balance as at 31st March, 2024 (Audited)	671,071,291	49,528,050	21,104	(475,658,002)	244,962,443
Net Loss for the Year	-	-	-	(28,479,972)	(28,479,972)
Other Comprehensive Income for the year	-	-	595,321	-	595,321
Balance as at 31 st March, 2025 (Audited)	671,071,291	49,528,050	616,425	(504,137,974)	217,077,791
Balance as at 1 st April 2025	671,071,291	49,528,050	616,425	(504,137,974)	217,077,791
Capital Reduction (Note 23)	(408,071,291)	-	-	408,071,291	-
Net Profit for the year	-	-	-	16,439,573	16,439,573
Other Comprehensive Income for the Year	-	49,074,449	550,729	-	49,625,178
Balance as at 31st March 2026 (Audited)	263,000,000	98,602,499	1,167,154	(79,627,110)	283,142,543
Balance as at 1st March 2026	263,000,000	98,602,499	1,167,154	(79,627,110)	283,142,543
Net Profit/(Loss) for the period- Restated	-	-	-	(2,682,327)	(2,682,327)
Other Comprehensive Income	-	-	-		-
Balance as at 30th June, 2026	263,000,000	98,602,499	1,167,154	(82,309,437)	280,460,216
					-
Privat Placement	250,000,000	-	-		250,000,000
Net Profit/(Loss) for the period	-	-	-	8,485,148	8,485,148
Other Comprehensive Income	-	-	-		-
Balance as at 30th September, 2026	**513,000,000**	**98,602,499**	**1,167,154**	**(73,824,289)**	**538,945,364**

Private Placement – Utilization of Proceeds

Objective Number	Objectives per Circular	Ammount Allocated as per Circuler	Poposed date of Utilization as per Circular	Amount Allocated from Proceeds in LKR (A)	% of Total Proceeds	Amounts Utilized in LKR	% of Utilization against Allocation (B)/(A)
A)	Part settlement of loan with National Development Bank Plc	72,000,000.00	Part payment in Q32026/27 and End Q4 2026/27	72,000,000.00	28.8%	56,000,000.00	78%
B)	Full Settlement of loan fromCommercial Bank of Ceylon Plc	17,000,000.00	Fully settle in Q3 of FY 2026/2027	17,000,000.00	6.8%	17,000,000.00	100%
C)	Full Settlement of Interest payment due to Bris Holdings Limited (Related Party)	52,200,000.00	Full payment beginning Q3 of FY 2026/27	52,200,000.00	20.9%	38,900,196.77	75%
D)	Establishment of Can filling and Packing Centre for food products as capital expenditure	65,000,000.00	Beginning of Q4 in FY 2026/27	65,000,000.00	26.0%	39,464,860.51	61%
E)	Working Capital to finance the regular business operations	43,800,000.00	End of FY Q2 2026/27	43,800,000.00	17.5%	29,301,451.90	67%
		250,000,000.00		**250,000,000.00**	**100%**	**180,666,509.18**	**72%**

Notes to the Financial Statements

1.Basis of Preparation

The interim financial statements of Tess Agro PLC have been prepared in accordance with Sri Lanka Accounting Standards (SLFRS/LKAS) with effect from 1st January 2012.

2.Comparative Information

The accounting policies applied by the company are unless otherwise stated, consistent with those used in the previous year/ interim Financial statements.Previous interim Financial statements figures and pharases have been rearranged, wherever necessary' to confirm to the year /Interim financial statements to provide a better presentation.

3.Stated Capital

As at 31 March 2026, the Company had 677,063,049 ordinary voting shares and 66,666,667 non-voting shares in issue, Subsequently, during the quarter the Company issued 125,000,000 ordinary voting shares by way of a private placement to SE Capital Trading SPC at an issue price of LKR 2.00 per share, amounting to a total consideration of LKR 250,000,000. Accordingly, the issued share capital of the Company as at 30 September 2026 was 802,063,049 Ordinary voting shares and 66,666,667 Non voting shares,

4.Contingent Liabilities

There is no change in the nature of contingent assets ot liabilities as at 30th September 2026 as compared to the contingent liabilities and assets which were disclosed in the accounts for the year ended 31st March 2026

Investor Information

1 Directors' Shareholdings - Voting

1	Mr.Dilshan Fernando	110,514,034
2	Ms Seraiah Druvinka Fernando	Nil
3	Mr Srdjan Veselinovic	Nil
4	Prof. Arthur H. DE O. Bamunuarachchi	Nil
5	Mr. A.M.A Cader	Nil
6	Mr Dilan Wijeyesekera	Nil

2	Shares held by Public	26.00%
3	Number of Public Shareholders	5,969

4	The Float Adjusted Market Capitalization as at 30th September 2026	227,616,644

5 The Float Adjusted Market Capitalization of the company falls under option 2 of Rule 7.13.1 (b) of the Listing Rules of the Colombo Stock Exchange and the Company has Complied with the minimum public holding requirement applicable under said option.

No	Name of Voting Shareholder	No. of Shares	%
01	IPEK SA LTD	203,080,000.00	25.32%
02	SILVER EDGE INVESTMENTS LTD	173,009,986.00	21.57%
03	SE CAPITAL TRADING SPC	125,000,000.00	15.58%
04	FERNANDO D.	110,514,034.00	13.78%
05	FERNANDO S.A.	24,509,052.00	3.06%
06	PEOPLE S LEASING AND FINANCE PLC/L.P.HAPANGAMA	7,043,144.00	0.88%
07	TRANZ DOMINION,L.L.C.	6,000,060.00	0.75%
08	EGLOBAL SERVICES (PVT) LTD	5,000,000.00	0.62%
09	PEOPLE'S LEASING & FINANCE PLC/L.H.L.M.P.HARADAS	4,502,500.00	0.56%
10	SENARATHNE K.M.V.J.	4,170,405.00	0.52%
11	LEITAN A.L.A.	3,939,111.00	0.49%
12	RAMBUKWELLE R.E.	3,820,000.00	0.48%
13	ABEYGUNAWARDENA A.S.	3,500,000.00	0.44%
14	ANANDAWANSA W.L.T.	3,200,000.00	0.40%
15	PEOPLE'S LEASING & FINANCE PLC / MR.W.P.C.M.NANA YA	2,700,000.00	0.34%
16	KARUNARATHNE V.K.A.M.	2,521,475.00	0.31%
17	FERNANDO S.	2,491,052.00	0.31%
18	SUNANDA RAJA D.A.C.	1,902,018.00	0.24%
19	PERERA G.V.C	1,892,383.00	0.24%

Investor Information

1 Directors' Shareholdings - Non Voting

1	Mr.Dilshan Fernando	3,491,097
2	Ms Seraiah Druvinka Fernando	Nil
3	Mrs Sithy Faika Fernando	Nil
4	Prof. Arthur H. DE O. Bamunuarachchi	Nil
5	Mr. A.M.A Cader	Nil
6	Mr Dilan Wijeyesekera	Nil

2	Shares held by Public	82.25%
3	Number of Public Shareholders	1,581

No	Major Shareholders	No. of Shares	%
01	FERNANDO S.A	8,339,775	12.51%
02	SENKADAGALA FINANCE PLC/D.S.N.P.W.SAMARAKOON	5,371,100	8.06%
03	ANANDAWANSA (DECEASED) W.L.T	3,805,267	5.71%
04	FERNANDO D.	3,491,097	5.24%
05	MERCHANT BANK OF SRI LANKA & FINANCE PLC/Y.R.P. DE	3,096,907	4.65%
06	COMMERCIAL BANK OF CEYLON PLC/P.L.S. PETER	2,532,180	3.80%
07	MERCHANT BANK OF SRI LANKA & FINANCE PLC/K.L.K.M.	2,030,000	3.04%
08	ABEYGUNAWARDENA A.S	2,000,000	3.00%
09	FERNANDO U.D.M	2,000,000	3.00%
10	MAHINDA N.G.	1,734,192	2.60%
11	NETHITHIKUMARA N.A.L.A.	1,500,000	2.25%
12	PEOPLE'S LEASING & FINANCE PLC/MR.A.B.K. WEERAMAN	1,312,500	1.97%
13	SHAMSUDEEN M.S.R.	1,164,285	1.75%
14	OBEYESEKERE S.A.	1,100,000	1.65%
15	GUNAWARDANA M.S.H.	1,000,000	1.50%
16	PERERA G.V.C.	984,591	1.48%
17	KAMIL M.H.A.	981,204	1.47%
18	RAMBUKWELLE R.E.	945,000	1.42%
19	TRANZ DOMINION,L.L.C.	866,666	1.30%
20	MOHAMED HUSAM M.S.	835,462	1.25%