KRETAM HOLDINGS BERHAD

(Company No.: 168285 - H)

INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 31 MARCH 2019

This interim financial report is unaudited and should be read in conjunction with the Company's audited financial statements for the year ended 31 March 2019.

A. CONDENSED CONSOLIDATED INCOME STATEMENT

	CURRE	NT QUART	ER	CUM	IULATIVE	
	Quarter	ended 31 Ma	rch	3 months	ended 31 Ma	rch
	2019	2018	Changes	2019	2018	Changes
	RM'000	RM'000	%	RM'000	RM'000	%
CONTINUING OPERATIONS:- Revenue	104,491	160,888	-35%	104,491	160,888	-35%
Cost of sales and services	(94,702)	(144,348)	-3370	(94,702)	(144,348)	22,0
Gross profit	9,789	16,540	-41%	9,789	16,540	-41%
Selling and distribution costs	(7,425)	(7,962)		(7,425)	(7,962)	
	2,364	8,578		2,364	8,578	
Other income	2,203	3,672		2,203	3,672	
Administrative expenses	(3,793)	(4,042)		(3,793)	(4,042)	
Other expenses	(74)	(2,670)		(74)	(2,670)	
Profit/(loss) before interest and Taxation	700	5,538	-87%	700	5,538	-87%
Finance income	40	229		40	229	
Finance costs	(827)	(1,321)		(827)	(1,321)	
Profit/(loss) before taxation	(87)	4,446	-102%	(87)	4,446	-102%
Taxation	646	(2,805)		646	(2,805)	
Profit/(loss) after taxation	559	1,641	-66%	559	1,641	-66%
Profit/(loss) after taxation attributable to:-						
Shareholders of the Company	537	1,520	-65%	537	1,520	-65%
Non-Controlling Interests	22	121		22	121	
	599	1,641	-66%	559	1,641	-66%
EARNINGS/(LOSS) PER SHARE (EPS):-	<u>Sen</u>	<u>Sen</u>		Sen	<u>Sen</u>	
Basic EPS	0.02	0.07		0.02	0.07	
Diluted EPS	0.02	0.07		0.02	0.07	

B. CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	CURRENT QUARTER		C	CUMULATIV	E	
	Quarter ended 31 March			3 months ended 31 March		
	2019	2018	Changes	2019	2018	Changes
	RM'000	RM'000	%	RM'000	RM'000	%
Profit/(loss) after taxation	559	1,641	-66%	559	1,641	-66%
Other Comprehensive Income (OCI)	0	0		0	0	
Income tax relating to components of OCI	0	0		0	0	
Other Comprehensive Income net of tax	0	0		0	0	
Total Comprehensive Income/(loss)	559	1,641	-66%	559	1,641	-66%
Total Comprehensive Income/(loss) attributable to:-						
Shareholders of the Company	537	1,520	-65%	537	1,520	-65%
Non-Controlling Interests	22	121	-82%	22	121	-82%
	559	1,641	-66%	559	1,641	-66%

C. CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

NON-CURRENT ASSETS		As at 31.03.2019 RM'000	As at 31.12.2018 RM'000
Property, plant and equipment and land use rights 156,616 Investment property 618 621	NON-CURRENT ASSETS		
Divestment property 618 621 862		576,111	565,616
Biological assets		,	
Intangible assets		2,030	3,576
CURRENT ASSETS 8,439 6,806 Inventories 82,025 112,552 Receivables 24,022 35,933 Tax refundable 22,083 28,662 Derivatives 729 1,907 Cash and bank balances 50,112 20,055 Assets held for sale 0 0 0 CURRENT LIABILITIES 87,410 205,915 Loans and borrowings 79,041 82,445 Derivatives 19 0 Income tax payable 3 6 Liabilities associated with disposal group 0 0 0 Liabilities associated with disposal group 0 0 0 NOT-CURRENT LIABILITIES 125,455 133,292 133,292 NET CURRENT LIABILITIES 125,455 133,292 125,455 133,292 NET CURRENT LIABILITIES 125,455 133,292 125,455 133,292 NET CURRENT LIABILITIES 136,405 72,255 140,292 EQUITY 140,407 746,467		42,777	42,777
Biological assets	Trade & other receivables	4,532	4,532
Biological assets	CURRENT ASSETS		
Inventories Receivables 24,022 35,933 74 xerfundable 22,083 28,662 Derivatives 729 1,907 Cash and bank balances 50,112 20,055 187,410 205,915 Assets held for sale 0 0 0 187,410 205,915 CURRENT LIABILITIES 46,392 50,841 82,445 20 20 20 20 20 20 20 2		8,439	6,806
Receivables 24,022 35,933 Tax refundable 22,083 28,662 Derivatives 709 1,907 Cash and bank balances 50,112 20,055 Assets held for sale 0 0 CURRENT LIABILITIES 0 0 Payables 46,392 50,841 Loans and borrowings 79,041 82,445 Derivatives 19 0 Income tax payable 3 6 Liabilities associated with disposal group 125,455 133,292 NET CURRENT ASSETS 61,955 72,623 NON-CURRENT LIABILITIES 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company 3 Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Other reserves 0 0 Other reserves 0		82,025	*
Tax refundable Derivatives Orapy Derivatives (Ash and bank balances) 729 1,907 (Ash 20,055) Cash and bank balances 50,112 20,055 Assets held for sale 0 0 0 187,410 205,915 CURRENT LIABILITIES 187,410 205,915 Payables 46,392 50,841 50,481 20	Receivables	· ·	· ·
Derivatives Cash and bank balances 729 1,907 20,055 Cash and bank balances 50,112 20,055 Assets held for sale 0 0 0 URRENT LIABILITIES 0 187,410 205,915 CURRENT LIABILITIES 46,392 50,841 82,445 Derivatives 19 0 19 0 0 19 0 0 Income tax payable 3 6 Liabilities associated with disposal group 0 0 0 Liabilities associated with disposal group 0 0 0 NOT CURRENT ASSETS 61,955 72,623 NON-CURRENT LIABILITIES 50,905 72,255 Loans and borrowings 10 20 20 20 20 20 20 20 20 20 20 20 20 20	Tax refundable	· ·	
Cash and bank balances 50,112 20,055 Assets held for sale 0 0 CURRENT LIABILITIES 187,410 205,915 CURRENT LIABILITIES 46,392 50,841 Loans and borrowings 79,041 82,445 Derivatives 19 0 Income tax payable 3 6 Liabilities associated with disposal group 125,455 133,292 NET CURRENT ASSETS 61,955 72,623 NON-CURRENT LIABILITIES 13,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company 3,127 3,198 Share capital 746,467 746,467 Revaluation reserve 0 0 0 Other reserves 0 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292	Derivatives		
Assets held for sale	Cash and bank balances	50,112	· ·
Table CURRENT LIABILITIES			205,915
CURRENT LIABILITIES	Assets held for sale	0	0
Payables 46,392 50,841 Loans and borrowings 79,041 82,445 Derivatives 19 0 Income tax payable 3 6 Liabilities associated with disposal group 0 0 Liabilities associated with disposal group 0 0 NET CURRENT ASSETS 61,955 72,623 NET CURRENT LIABILITIES Loans and borrowings 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,851 614,292		187,410	205,915
Payables 46,392 50,841 Loans and borrowings 79,041 82,445 Derivatives 19 0 Income tax payable 3 6 Liabilities associated with disposal group 0 0 Liabilities associated with disposal group 0 0 NET CURRENT ASSETS 61,955 72,623 NET CURRENT LIABILITIES Loans and borrowings 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,851 614,292	CUDDENT I IADII ITIES		
Loans and borrowings 79,041 82,445 Derivatives 19 0 Income tax payable 3 6 Liabilities associated with disposal group 125,455 133,292 NET CURRENT ASSETS 61,955 72,623 NON-CURRENT LIABILITIES 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 0 Other reserves 0 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292		46 202	50.941
Derivatives 19 0 0 3 6 0			,
Income tax payable		· ·	
Liabilities associated with disposal group 125,455 133,292 0 0 0 0 0 0 0 0 0		-	_
Liabilities associated with disposal group	income tax payable	3	0
NET CURRENT ASSETS 61,955 72,623 NON-CURRENT LIABILITIES Loans and borrowings Deferred taxation 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company 3,127 3,198 Share capital 746,467 746,467 746,467 Revaluation reserve 0 0 0 Other reserves 0 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292		125,455	133,292
NET CURRENT ASSETS 61,955 72,623 NON-CURRENT LIABILITIES 3,127 3,198 Deferred taxation 70,045 72,255 EQUITY 614,851 614,292 EQUITY Equity attributable to shareholders of the Company 3,127 746,467 746,255 Share capital 746,467 746,467 746,467 Revaluation reserve 0 0 0 Other reserves 0 0 0 0 0 0 0 Retained profits /(losses) (138,206) (138,743) 608,261 607,724 608,261 607,724 6,568 614,851 614,292 Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292	Liabilities associated with disposal group	0	0
NON-CURRENT LIABILITIES Loans and borrowings 3,127 3,198 Deferred taxation 70,045 72,255 EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292		125,455	133,292
Loans and borrowings 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292	NET CURRENT ASSETS	61,955	72,623
Loans and borrowings 3,127 3,198 Deferred taxation 70,045 72,255 614,851 614,292 EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292	NON-CURRENT LIABILITIES		
Page		3,127	3,198
EQUITY Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 0 Other reserves 0 0 0 Retained profits /(losses) (138,206) (138,743) 608,261 607,724 Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292	<u> </u>	70,045	72,255
Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen		614,851	614,292
Equity attributable to shareholders of the Company Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen			
Share capital 746,467 746,467 Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) 608,261 607,724 Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen			
Revaluation reserve 0 0 Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) 608,261 607,724 Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen			
Other reserves 0 0 Retained profits /(losses) (138,206) (138,743) 608,261 607,724 Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen	-		746,467
Retained profits /(losses) (138,206) (138,743) 608,261 607,724 Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen			
Equity attributable to non-controlling interests 608,261 607,724 6,568 6,590 6,568 614,851 614,292 Sen Sen			
Equity attributable to non-controlling interests 6,590 6,568 614,851 614,292 Sen Sen	Retained profits /(losses)		
614,851 614,292 <u>Sen</u> <u>Sen</u>	E-24-44-2-4-11-4-4-4-4-4-4-4-4-4-4-4-4-4-		,
<u>Sen</u> <u>Sen</u>	Equity attributable to non-controlling interests		
		014,831	014,292
		<u>Sen</u>	<u>Sen</u>
	NET ASSETS PER SHARE	26.1	26.1

D. CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		EQUITY ATTRIBUTABLE TO:-				
	S	hareholders (of the Compa	ıny	Non-	
	Share		Retained		controlling	TOTAL
	Capital	Reserves	Profits	TOTAL	Interests	EQUITY
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
CURRENT YEAR TO DATE:						
At 1 January 2019	746,467	0	(138,743)	607,724	6,568	614,292
Total Comprehensive Income/(loss) for the						
period	0	0	537	537	22	559
Dividend paid	0	0	0	0	0	0
Dividend paid to non-controlling interests	0	0	0	0	0	0
						_
At 31 March 2019	746,467	0	(138,206)	608,261	6,590	614,851
PREVIOUS YEAR CORRESPONDING						
PERIOD:						
At 1 January 2018	746,467	0	(98,945)	647,522	5,672	653,194
Total Comprehensive Income/(loss) for the	,		(/		- ,	, -
period	0	0	1,520	1,520	121	1,641
Dividend paid	0	0	0	0	0	0
Dividend paid to non-controlling interests	0	0	0	0	(100)	(100)
At 31 March 2018	746,467	0	(97,425)	649,042	5,693	654,735

E. CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	3 months ended 31 March		
	2019	2018	
	RM'000	RM'000	
Cash flows from operating activities	(0.7)	1.116	
Profit/(loss) before taxation from continuing operations	(87)	4,446	
Adjustments for:-			
Depreciation and amortisation	11,264	11,080	
Net fair value loss/ (gain) on biological assets	512	0	
Interest income	(40)	(229)	
Finance costs	827	1,321	
Net loss / (gain) on disposal of assets	(5)	(127)	
Unrealised loss/ (gain) on derivatives	(710)	254	
Others	14,756	(17,774)	
Changes in working capital	14,755	5,867	
Income taxes paid, net of refunds Interest received	6,536 38	(5,496) 219	
Interest paid	(1,418)	(1,742)	
interest paid	(1,410)	(1,742)	
	46,428	(2,181)	
		(, - ,	
Cash flows from investing activities			
Purchase of property, plant and equipment	(10,495)	(8,955)	
Proceeds from disposal of property plant and equipment	17	205	
Addition to Biological Assets	0	0	
Withdrawal/(placement) of fixed deposits of longer-term tenure	301	713	
Others	0	0	
	(10,177)	(8,037)	
	(10,177)	(0,037)	
Cash flows from financing activities			
Net drawdown/(repayment) of finance lease obligations	(142)	147	
Net drawdown/(repayment) of revolving credit, term loan &	(3,222)	(21,010)	
foreign bill of exchange			
Payment of dividends to shareholders	0	(23,276)	
Payment of dividends to non-controlling interests	0	(100)	
	(3,364)	(44,239)	
	(3,304)	(44,237)	
Increase/(decrease) in cash and cash equivalents	32,887	(54,457)	
1	,,,,,,	(- , ,	
Cash and cash equivalents at the beginning of the year	16,981	99,462	
Cash and cash equivalents at the end of the period	49,868	45,005	
Cash and cash equivalents comprise the following:			
Cash and bank balances	50,112	45,028	
less: Fixed deposits with maturity of more than 3 months	(244)	(23)	
	49,868	45,005	

F. EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD MFRS 134

1. ACCOUNTING POLICIES

The interim financial statements are prepared as required by Paragraph 9.22 of the Bursa Malaysia Securities Berhad ("Bursa Securities") Listing Requirements and comply with Malaysian Financial Reporting Standard MFRS 134 *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board (MASB).

(a) Changes to Accounting Policies

The accounting policies and methods of computation used in the preparation of the interim financial statements are consistent with those used in the preparation of the audited financial statements for the year ended 31 December 2018.

(b) Malaysian Financial Reporting Standards ("MFRS") and MFRS Framework

The interim financial statements of the Group for the financial period ended 31 March 2019 was prepared in accordance with the Malaysian Financial Reporting Standards ("MFRS") Framework.

At the date of authorisation of these interim financial statements, the following MFRS, IC Interpretations and Amendments to IC Interpretations were issued but not yet effective and have not been applied by the Group:

MFRS, IC Inter	pretation and Amendments to IC Interpretations	Effective for annual periods beginning on or after
MFRS 3	: Definition of a Business	1 January 2020
	(Amendments to MFRS 3)	
MFRS 101	: Definition of Material	1 January 2020
	(Amendments to MFRS 101)	
MFRS 108	: Definition of Material	1 January 2020
	(Amendments to MFRS 108)	
MFRS 17	: Insurance Contracts	1 January 2021
Amendments to F	TRS 10 and FRS 128 Sale and Contribution of Assets	
between an Invest	tor and its Associates or Joint Venture	Deferred

2. SEASONAL OR CYCLICAL FACTORS

The Group's production from its plantations generally experiences an "up-down" cycle once a year, with low production usually in the early part of the year, and peak production in the final quarter of the year.

The prices for the Group's products are not within the control of the Group and it is mainly determined by the global supply and demand situation for edible oils, and somewhat related to the price of crude oil.

3. SIGNIFICANT ITEMS/EVENTS

There were no items or events which arose, which affected assets, liabilities, equity, net income or cash flows, which are unusual by reason of their nature, size or incidence.

4. MATERIAL CHANGES IN ACCOUNTING ESTIMATES

During the period under review, there were no:

- (i) material changes in estimates of amounts reported in the previous interim periods of the current financial year; and
- (ii) material changes in estimates of amounts reported in prior financial years.

5. DEBT AND EQUITY SECURITIES

There were no cancellations, repurchases, resale and repayments of debt and equity securities during the period under review.

6. PAYMENT OF DIVIDENDS

The Company did not pay any dividends during the period under review.

7. SEGMENT REVENUE AND RESULTS FOR THE 3 MONTHS ENDED 31 MARCH 2019

	Plantation	- a		mom
	& Mill	Refinery	Elimination	TOTAL
	RM'000	RM'000	RM'000	RM'000
REVENUES AND RESULTS:-				
Segment Revenue – external	38,367	66,124	0	104,491
Inter-segment revenue	28,323	0	(28,323)	0
	66,690	66,124	(28,323)	104,491
Segment results	(2,291)	2,628	0	337
Unallocated Items:-				
Other income				52
Corporate expenses				(476)
Finance costs				0
Profit/(loss) before taxation from continuing oper	ations			(87)
Taxation				646
Profit/(loss) after taxation from continuing operat	ions			559
ASSETS:-				
Segment assets	588,435	199,988	_	788,423
Unallocated assets			•	25,055
Assets classified as held for sale				0
Total assets				813,478

8. VALUATIONS OF PROPERTY, PLANT AND EQUIPMENT

The valuations of leasehold land, plantations and buildings have been brought forward, without amendment from the previous audited financial statements (for the year ended 31 December 2018).

9. COMMITMENTS

(a) Capital commitments

As at 31 March 2019, there were no material capital commitments for capital expenditure, contracted for or known to be contracted for by the Group which might have a material impact on the financial position or business of the Group, except as disclosed below:

	As at 31.03.2019
	RM'000
Approved and contracted for	6,189
Approved but not contracted for	51,389
	57,578

(b) Operating lease commitments

As at 31 March 2019, there were no material operating lease commitments, except those disclosed below:

	As at 31.03.2019
	RM'000
Not later than 1 year	571
Later than 1 year but not later than 5 years	2,285
Later than 5 years	4,997
	7,853

(c) Finance lease commitments

As at 31 March 2019, there were no material finance lease commitments, except those disclosed below:

	As at 31.03.2019
	RM'000
Not later than 1 year	419
Later than 1 year but not later than 5 years	344
	763

10. SUBSEQUENT EVENTS

As at the date of this report, there were no other material events which arose subsequent to the end of the period under review.

11. EFFECT OF CHANGES IN THE COMPOSITION OF THE GROUP

During the period under review there were no:

- (a) acquisitions or disposals of subsidiaries; and
- (b) discontinued operations.

12. CHANGES IN CONTINGENT LIABILITIES OR CONTINGENT ASSETS SINCE THE LAST FINANCIAL YEAR

There were no changes in contingent liabilities or contingent assets since 31 December 2018.

G. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

13. REVIEW OF PERFORMANCE

For the 3 months of 2019, the Group achieved a total revenue of RM 104.5 million (2018: RM160.9 million) and incurred a pre-tax loss of RM 0.9 million (2018: pre-tax gain of RM 4.4 million).

Commentary on the performance of the operating segments of the Group for Q1 2018 is as follows:

(a) Plantations and Mills

As shown in Note 7, the Group's plantation and mill operations achieved revenue (including inter-segment revenue) of RM 66.7 million (2018: RM 76.4 million), and pre-tax loss of RM 2.3 million (2018: pre-tax gain of RM 16.7 million). These should be seen in the context of information presented in the tables below:

Table A: Crude palm oil (CPO and palm kernel (PK) prices - Sabah MPOB* average

	C	СРО		K
	2019	2018	2019	2018
January	2,007.50	2,475.50	1,405.00	2,303.00
February	2,085.00	2,500.00	1,259.00	2,079.00
March	1,928.50	2,406.50	1,103.50	1,831.50

Table B: Output indicators, and comparison with industrial average

	1st Quarter				Year to Date	
	2019	2018	% change	2019	2018	% change
FFB Production (mt)	82,096	83,049	-1.1%	82,096	83,049	-1.1%
FFB Yield (mt/hectare):						
The Group's estates	4.69	4.65	0.9%	4.69	4.65	0.9%
MPOB* Sabah average	4.82	4.61	4.6%	4.82	4.61	4.6%
CPO Closing Stock at Palm	6,747	4,652	45.0%	6,747	4,652	45.0%
Oil Mills (mt)		,		,	,	
Oil Extraction Rate:						
The Group's palm oil mills	19.97%	20.01%	-0.2%	19.97%	20.01%	-0.2%
MPOB* Sabah average	20.63%	20.29%	1.7%	20.63%	20.29%	1.7%

^{* -} MPOB: Malaysian Palm Oil Board

The Group results for 2019 are less favourable when compared to 2018. This is due to lower commodity prices throughout the quarter. This was reflected in the Group result of pre-tax losses in Q1 2019.

(b) Refinery

Also as shown in Note 7, the Group's refinery operations achieved revenue of RM 66.1 million (2018: RM 142.8 million) and generated a pre-tax gain of RM 2.6 million (2018: pre-tax loss of RM 6.8 million). Refinery's pre-tax gain was generated mainly due to 2018 closing stock (which was produced at a lower commodity price) sold in Q1 2019 at a higher profit margin.

14. COMPARISON WITH THE PREVIOUS QUARTER'S RESULTS

The following is a summary based on the two respective quarters' condensed consolidated income statements:

	Current <u>Quarter</u> RM'000	Previous <u>Quarter</u> RM'000	Changes %
CONTINUING OPERATIONS:-			
Revenue	104,491	73,268	43%
Cost of sales and services, including distribution	(102,127)	(86,327)	
	2,364	(13,059)	
Other income	2,203	(1,536)	
Administrative and other expenses	(3,867)	(14,924)	
Profit/(loss) before interest and taxation	700	(29,519)	102%
Interest income	40	104	
Interest costs	(827)	(1,044)	
Profit/(loss) before taxation	(87)	(30,459)	100%
Taxation	646	1.700	
Profit/(loss) after taxation	559	(28.759)	102%
Profit/(loss) after taxation attributable to:			
Shareholders of the Company	537	(28,770)	102%
Non-Controlling Interests	22	11	
	559	(28,759)	102%

The decrease in Q1 2019 pre-tax loss as compared to previous quarter pre-tax loss was mainly due to increase in commodity prices in January 2019: RM 2,007.50 when compared to December 2018: RM 1,762.50 which translated to higher revenue being generated.

15. CURRENT YEAR PROSPECTS

The Group's performance is closely tied with the movements in the prices of CPO and refined palm products. Since the start of FY 2019, the CPO prices have been gradually decreasing and hovering around RM2,000. The lower CPO prices in Q1 2019 was partly reflected by higher stock level.

Nevertheless, the palm oil market has received support in higher Crude Oil commodity prices, increase in export demand and both the Indonesian and Malaysian Government policy in increasing the Biodiesel mandate in 2019.

With the improvement in terms of demand both local and overseas for palm oil products, the Group believes the CPO prices are due for a rebound and any improvement in commodity prices will provide favourable outlook for the Group's results for FY 2019.

16. ACHIEVEMENT OF REVENUE/PROFIT ESTIMATES, FORECASTS AND/OR INTERNAL TARGETS

Not applicable as the Company did not provide any revenue or profit estimate, forecast or projection, and did not publish any internal targets, in any public document.

17. EXPLANATION OF VARIANCES FROM PROFIT FORECAST OR PROFIT GUARANTEE

Not applicable as the Company did not provide any profit forecast or guarantee, in any public document.

18. TAXATION

	Quarter ended <u>31.03.2019</u> RM'000	3 months ended 31.03.2019 RM'000
Provision in respect of results for the current quarter/period	40	40
Overprovision for taxation in respect of previous years	0	0
Deferred taxation	(686)	(686)
	(646)	(646)

The Group's effective rate of taxation is higher than the 24% statutory rate mainly due to losses incurred in its refinery operations, for which no deferred tax assets have been recognized.

19. STATUS OF CORPORATE PROPOSALS ANNOUNCED BUT NOT YET COMPLETED

(a) Bulking Joint Venture Agreement ("BJVA")

On 7 July 2014, Usaha Dimega Sdn Bhd ("UDSB"), a wholly-owned subsidiary of the Group, entered into a conditional Bulking Joint Venture Agreement ("BJVA") with Rikaworth Sdn Bhd ("RSB") and Sawit Bulkers Sdn Bhd ("SBSB") to venture into the business of palm oil common bulking installations for palm oil and related products together with a system of pipe racks to facilitate the transfer of liquid products between the bulking facilities and users of such facilities and the conveyance of the same to and from the jetty facilities of the Sabah Ports Authority in Sandakan, subject to the terms and conditions of the BJVA.

The BJVA is subject to the fulfilment (unless waived by mutual written consent of UDSB and RSB) of certain Conditions Precedent, after which UDSB and RSB are to subscribe for shares at par in the JV Company in cash on a date to be decided by the Board of Directors of the JV Company within 10 days after the Conditions Precedent are fulfilled or waived. Following the subscription of shares, the equity interest held by the respective parties shall be as follows:

	No. of Shares	Percentage
UDSB	12,750,000	60%
RSB	8,500,000 (including the existing 100,000 issued shares)	40%
The status of th	e Conditions Precedent are as follows:	

	Conditions Precedent	Status
1	The approvals of RSB and UDSB for the rolling business plan for the JV Company relating to the then current financial year and three succeeding financial years	Obtained
2	RSB and UDSB obtaining the approvals of their respective shareholders to the terms and conditions of the BJVA	Obtained
3	Obtaining the licence/consent from the Malaysian Palm Oil Board to commence construction of the bulking installation	Obtained
4	Increasing the authorised capital of the JV Company to RM50,000,000 consisting of $50,000,000$ shares of RM1.00 each	Done
5	RSB and UDSB agreeing to the form and substance of the Land Sale and Purchase Agreement relating to the purchase of the Land and price relating thereto	Not yet agreed
6	RSB and UDSB agreeing to the terms and conditions of the Bulking Facilities User Agreement relating to the use of the JV Company's bulking facilities by Green Edible Oil Sdn Bhd ("GEOSB") (a whollyowned subsidiary of the Group) operating a refinery in the vicinity of the Sawit POIC Area to produce refined palm oil products	Done
7	The JV Company (as sublessee) and Sandakan Bulkers (as sublessor) agreeing to the terms and conditions of the Pipe Rack Land Sublease relating to the sublease of a strip of land on which the JV Company's pipe racks would be erected	Not yet agreed
8	Issuance of the letter of offer in respect of the alienation of the Land by the Lands and Surveys Department	Issued
9	The JV Company obtaining such other authorizations, consents and permits as shall be necessary for commencing its business according to written laws	In progress
10	Sandakan Bulkers (as landowner and licensor) and the Offtaker (as licensee) agreeing to the form of the Land Licence Agreement for Sandakan Bulkers to grant a licence for the Offtaker to use a stretch of land for the purpose of building a pipe rack to carry pipes for liquid goods and water pipe	Not yet agreed

11	RSB issuing a letter to the JV Company promising to insert into all future sale and purchase agreements in respect of the sale of various lots within the Sawit POIC Area, words to restrict the use of the said lots for conducting bulking business	Done
12	The execution and delivery of KHB's Guarantee issued in favour of RSB to guarantee the performance, liabilities and obligations of UDSB under the BJVA	Done
13	RSB and UDSB agreeing to the rate of charges payable to the JV Company for each metric ton of goods loaded onto any barge or vessel at the mini jetty located adjacent to GEOSB's land	In progress

On 5 May 2016, UDSB received from RSB a draft Deed of Variation proposing the following major changes to the BJVA:

• the respective proportions in which UDSB and RSB will hold the issued ordinary share capital of the JV Company from time to time shall be as follows:

<u>Party</u>	<u>Percentage</u>
UDSB	40%
RSB	60%

• the BJVA shall be inserted with a new Condition Precedent as follows:

The draft Deed of Variation is under consideration by the Board of Directors and an announcement will be made once a decision has been made.

20. GROUP BORROWINGS

	As at <u>31.03.2019</u> RM'000	As at 31.12.2018 RM'000
Short term secured:		, , , , , , , , , , , , , , , , , , ,
Hire purchases	133	467
Bankers' acceptances	55,438	55,997
Revolving credit	15,000	15,000
Term loans	8,470	10,981
Foreign Bill of Exchange	0	0
	79,041	82,445
Long term secured:		
Hire purchases	549	386
Term loans	2,578	2,812
	3,127	3,198
TOTAL BORROWINGS	82,168	85,643

The above borrowings are denominated in Malaysian Ringgit except where otherwise indicated.

[&]quot;The relevant authority shall have issued separate land titles in respect of the lands which are the subject matter of the Pipe Rack Land Sublease."

21. ADDITIONAL DISCLOSURES

(a) Financial Derivatives

Outstanding financial derivatives held by the Group as at 31 March 2019 are as follows:

		Contract/ Notional	Fair Value	
	Currency	<u>Amount</u> '000	Assets RM'000	<u>Liabilities</u> RM'000
US Dollar forward contracts - less than 1 year	USD	1,271	45	0
Palm oil futures contracts - less than 1 year	RM	29,605	729	0
Olein price swap contracts - less than 1 year	USD	1,283	0	19

(b) Gains/(Losses) Arising from Fair Value Changes of Financial Liabilities

For the period ended 31 March 2019, there were no gains or losses arising from changes to fair values of the Group's financial liabilities.

22. CHANGES IN STATUS OF MATERIAL LITIGATION UP TO 22 MAY 2019

Not applicable as the Group is not involved in any material litigation.

23. DIVIDENDS DECLARED

No dividend has been declared or recommended in respect of the period under review.

24. EARNINGS/(LOSS) PER SHARE ("EPS")

Basic and diluted EPS for the period under review is calculated based on the following:

	Quarter ended <u>31.03.2019</u>	3 months ended 31.03.2019
Weighted average number of shares in issue	2,327,627,135	2,327,627,135
Number of shares used in calculating diluted EPS	2,327,627,135	2,327,627,135
	RM'000	RM'000
Profit/(loss) after taxation from continuing operations	559	559
less: (profit)/loss after taxation from continuing operations attributable to non-controlling interests	(22)	(22)
Profit/(loss) after taxation from continuing operations attributable to shareholders of the Company	537	537
EPS: - Basic	<u>Sen</u> 0.02	<u>Sen</u> 0.02
- Diluted	0.02	0.02

Basic EPS is calculated by dividing "Profit/(loss) after taxation attributable to shareholders of the Company" by the "Weighted average number of shares in issue".

Diluted EPS is calculated by dividing "Adjusted profit/(loss) after taxation" by the "Number of shares used in calculating diluted EPS".

25. AUDITOR'S REPORT ON THE PREVIOUS YEAR'S FINANCIAL STATEMENTS

The auditors' report on the Group's consolidated financial statements for the year ended 31 December 2018 was not qualified.

26. AUTHORISED FOR ISSUE

The condensed consolidated interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Board on 29 May 2019.

By Order of the Board,

DATUK LIM NYUK SANG @ FREDDY LIM Chief Executive Officer 29th May 2019