

# KULIM (MALAYSIA) BERHAD (23370-V) (Incorporated in Malaysia)

CONDENSED CONSOLIDATED INTERIM FINANCIAL REPORT FOR THE QUARTER AND 12 MONTH ENDED 31 DECEMBER 2013

### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER TO 31 DECEMBER 2013

	<b>3 month</b> 31.12.2013 RM'000	s ended 31.12.2012 RM'000 As restated	<b>12 month</b> 31.12.2013 RM'000	ns ended 31.12.2012 RM'000 As restated
Revenue	661,729	714,029	2,851,753	3,035,893
Expenses excluding finance cost & tax	(606,593)	(604,036)	(2,317,040)	(2,402,377)
Depreciation and amortisation	(64,580)	(71,165)	(305,997)	(282,174)
Other operating income / (loss)	63,154	(45,336)	(8,041)	66,675
Profit from operations	53,710	(6,508)	220,675	418,017
Finance cost	(21,129)	(20,125)	(82,453)	(93,327)
Interest income	5,377	2,938	11,114	11,182
Share of profit in associates	116	318	300	454
Profit before taxation	38,074	(23,377)	149,636	336,326
Income tax expense	(37,996)	(24,132)	(99,864)	(87,752)
Profit from continuing operations	78	(47,509)	49,772	248,574
Discontinued operation				
Profit from discontinued operation, net of tax	(7,963)	38,055	416,059	187,170
Profit for the year	(7,885)	(9,454)	465,831	435,744
Profit attributable to: Owners of the company Minority interest	3,389 (11,274)	(39,390) 29,936	431,078 34,753	211,211 224,533
Profit for the period	(7,885)	(9,454)	465,831	435,744
Basic earnings per ordinary share (sen): From continuing operations From discontinued operations	Sen 0.01 (0.62)	Sen (3.79) 3.03	Sen 4.64 29.16	Sen 11.13 5.71
Diluted earnings per ordinary share (sen): From continuing operations From discontinued operations	0.01 (0.62)	(3.65) 2.92	4.60 28.91	10.71 5.50

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31.12.2012

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER TO 31 DECEMBER 2013

	3 month	s ended	12 month	ns ended
	31.12.2013 RM'000	31.12.2012 RM'000	31.12.2013 RM'000	31.12.2012 RM'000
		As restated		As restated
Profit for the period Foreign currency translation differences	(7,885)	(9,454)	465,831	435,744
for foreign operations	107,381	190,243	(266,782)	(69,649)
Transfer (from) / to:				
- reserve	-	-	256	1,972
Cash flow hedge	(1,313)	1,612	1,573	9,405
Available for sale reserve	(1,601)	(1,939)	(655)	(4,347)
Total comprehensive income for the period	96,582	180,462	200,223	373,125
Total comprehensive income attributable to:				
Owners of the company	10,456	(25,174)	306,966	169,633
Minority interest	86,126	205,636	(106,743)	203,492
Total comprehensive income for the period	96,582	180,462	200,223	373,125

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# CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2013

	AS AT END OF CURRENT QUARTER 31.12.2013	AS AT FINANCIAL YEAR 31.12.2012 (AUDITED)	AS AT FINANCIAL YEAR 01.01.2013 (RESTATED)
	RM'000	RM'000	RM'000
ASSETS			
Property, plant and equipment	6,433,580	3,149,132	6,614,261
Investment property	107,758	95,602	95,602
Investment in associates	2,060	1,868,694	1,718
Other investments	81,198	83,761	83,761
Intangible assets:	189,759	27,778	204,665
Goodwill (on consolidation)	180,921	17,178	194,010
Other intangibles (if any)	8,838	10,600	10,655
Deferred tax assets	3,556	-	-
Non-current assets	6,817,911	5,224,967	7,000,007
Assets classified as held for sale	-	3,408,193	3,408,193
Other investments	12,609	23,860	23,860
Inventories	655,327	82,387	711,685
Trade and other receivables	526,775	228,599	623,506
Derivative financial instruments	16,119	-	24,128
Tax recoverable	27,535	28,858	28,858
Cash and cash equivalents	377,180	222,336	280,889
Current assets	1,615,545	3,994,233	5,101,119
TOTAL ASSETS	8,433,456	9,219,200	12,101,126
EQUITY AND LIABILITIES			
Share capital	323,512	320,637	320,638
Share premium	247,507	204,820	204,819
Other reserves:	1,304,232	1,371,132	1,417,890
Revaluation and other reserves	1,280,706	1,317,979	1,364,737
Warrant reserve	90,587	98,980	98,980
Treasury shares	(67,061)	(45,827)	(45,827)
Revenue reserves	1,905,409	2,038,520	1,474,331
Equity Attributable to Equity Holders of the Company	3,780,660	3,935,109	3,417,678
Minority Interest	1,346,491	1,384,487	2,781,972
Total equity	5,127,151	5,319,596	6,199,650
Loans and borrowings	1,032,695	470,722	1,166,503
Deferred tax liabilities	908,772	166,170	976,376
Non current liabilities	1,941,467	636,892	2,142,879
Trade and other payables	307,407	1,311,539	1,465,147
Current income tax liabilities	26,489	466	21,868
Loans and borrowings	1,030,942	655,647	976,523
Liabilities classified as held for sale	-	1,295,060	1,295,059
Current liabilities	1,364,838	3,262,712	3,758,597
TOTAL LIABILITIES	3,306,305	3,899,604	5,901,476
		, ,	
TOTAL EQUITY AND LIABILITIES	8,433,456	9,219,200	12,101,126
NET ASSETS PER SHARE (RM)	2.92	3.07	2.66



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2013

	$\leftarrow$		ATTRIBUT			THE COMPANY	DIOTRIBUTARI =	$\longrightarrow$		
	NO. OF SHARES	NOMINAL VALUE RM'000	TREASURY SHARES RM'000	SHARE PREMIUM RM'000	NON-DISTRIBUT WARRANT RESERVE RM'000	ABLE	DISTRIBUTABLE RETAINED EARNINGS RM'000	TOTAL RM'000	MINORITY INTEREST RM'000	TOTAL EQUITY RM'000
Balance as at 1 January 2012	1,262,037,256	315,509	(96,186)	116,013	113,945	1,406,315	2,436,500	4,292,096	2,628,603	6,920,699
Foreign exchange translation differences	-	-	-	-	-	(44,860)	-	(44,860)	(24,789)	(69,649)
Transfer from reserves to retained profit	-	-	-	-	-	1,972	-	1,972	-	1,972
Cash flow hedges	-	-	-	-	-	4,606	-	4,606	4,799	9,405
Fair value of available-for-sale financial assets	-	-	-	-	-	(3,296)	-	(3,296)	(1,051)	(4,347)
Total other comprehensive income for the year	-	-	-	-	-	(41,578)	-	(41,578)	(21,041)	(62,619)
Profit for the year	-	-	-	-	-	-	211,211	211,211	224,533	435,744
Total comprehensive income for the year	-	-	-	-	-	(41,578)	211,211	169,633	203,492	373,125
Warrant exercised	20,511,607	5,128	-	88,808	(14,965)	-	-	78,971	-	78,971
Acquisition of additional interest in subsidiaries	-	· -	-	-		-	-	-	(141,851)	(141,851)
Impact of dilution	-	-	-	_	_	-	56,250	56,250	144,939	201,189
Share options exercised	-	_	96,188	_	_	-	46,290	142,478	· -	142,478
Dividends to shareholders	-	_	-	_	_	-	(1,254,442)	(1,254,442)	-	(1,254,442)
Dividend to minority interest of subsidiaries	-	_	_	_	_	-	` ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' '	-	(70,331)	(70,331)
Cancelation of shares buy back by subsidiaries	-	_	-	_	_	-	(17,120)	(17,120)	17,120	-
Treasury shares acquired	_	_	(45,829)	_	_	_	` '_ ''	(45,829)	, <u> </u>	(45,829)
Acquisition of new subsidiaries	_	_	-	_	_	_	(4,358)	(4,358)	-	(4,358)
-	_	_	_	_	_	_	- "	-	-	- ( .,
Balance as at 31 December 2012	1,282,548,863	320,637	(45,827)	204,821	98,980	1,364,737	1,474,331	3,417,679	2,781,972	6,199,651
Balance as at 1 January 2013	1,282,548,863	320,637	(45,827)	204,821	98,980	1,317,979	2,038,520	3,935,110	1,384,490	5,319,600
Effect adopting FRS10						46,758	(564, 189)	(517,431)	1,397,482	880,051
As at 31 December 2012 / 1 January 2013, restated	1,282,548,863	320,637	(45,827)	204,821	98,980	1,364,737	1,474,331	3,417,679	2,781,972	6,199,651
Foreign exchange translation differences	-	-	-	-	-	(124,483)	- "	(124,483)	(142,299)	(266,782)
Net surplus arising from revaluation of properties	-	-	-	-	-		- <b>"</b>	-	-	` - <i>'</i>
Transfer from reserves to retained profit	-	-	-	-	-	256	- F	256	-	256
Cash flow hedges	-	-	-	-	-	770	- "	770	803	1,573
AFS Reserve						-		-		-
Fair value of available-for-sale financial assets	-	-	-	-	-	(655)	- · ·	(655)	-	(655)
Total other comprehensive income for the year	-	-	-	-	-	(124,112)	- "	(124,112)	(141,496)	(265,608)
Profit for the year	-	-	-	-	-	-	431,078	431,078	34,753	465,831
Total comprehensive income for the year	-	-	-	-	-	(124,112)	431,078	306,966	(106,743)	200,223
Increase in minority interest	-	-	-	-	-		- F	-	1,600	1,600
Warrant exercised	11,504,248	2,875	-	42,686	(8,393)	-	_ F	37,168	-	37,168
Dividend to non-controlling interest of subsidiaries		-	-	-	-	-	_ · ·	· -	(24,716)	(24,716)
Shares based payment under ESOS	-	-	-	-	-	9,714	_ · *	9,714	-	9,714
Treasury shares acquired	-	-	(21,234)	-	-	-		(21,234)	-	(21,234)
Acquisition of additional interest in subsidiaries	_	-	-	-	-	30,367		30,367	(1,307,012)	(1,276,645)
Acquisition of new subsidiaries	-	-	-	-	-	-	- "	-	1,390	1,390
								-		-

#### KULIM (MALAYSIA) BERHAD Company No. 23370-V

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Interim report for the financial year ending 31 December 2013

31.12.2013   31.12.2013   31.12.2013   RM'000   RM'000	CONS FOR THE F	
RM'000   RM'0000   RM'00		AS AT 31.12.2012
CASH FLOWS FROM OPERATING ACTIVITIES           Profit before taxation         . continued operations         149,636         336, 336, 266, 266, 266, 566,902         602, 566,902         602, 566,902         602, 246,449         172, 246,449         172, 272, 273, 274, 274, 274, 274, 274, 274, 274, 274		(Restated)
- continued operations - discontinued operat	ASH FLOWS FROM OPERATING AC	KW 000
- discontinued operations 417,266 266, 566,902 602, Non-cash item 246,449 172, Operating profit before changes in working capital 813,351 774, Changes in working capital:  Inventories 67,189 223, Receivables 96,732 250, Payables (220,070) 634, Cash generated from operations 757,202 1,882,	Profit before taxation	
Non-cash item   566,902   246,449   172,	·	
Non-cash item       246,449       172,         Operating profit before changes in working capital       813,351       774,         Changes in working capital:       67,189       223,         Inventories       96,732       250,         Receivables       96,732       250,         Payables       (220,070)       634,         Cash generated from operations       757,202       1,882,	- discontinued operations	
Changes in working capital:       67,189       223,         Inventories       67,189       223,         Receivables       96,732       250,         Payables       (220,070)       634,         Cash generated from operations       757,202       1,882,	Non-cash item	172,325
Changes in working capital:       67,189       223,         Inventories       67,189       223,         Receivables       96,732       250,         Payables       (220,070)       634,         Cash generated from operations       757,202       1,882,	perating profit before changes in w	774,653
Receivables       96,732       250,         Payables       (220,070)       634,         Cash generated from operations       757,202       1,882,		
Payables         (220,070)         634,           Cash generated from operations         757,202         1,882,		223,047
Cash generated from operations 757,202 1,882,		250,38
Income tax paid (44,426) (200,	sh generated from operations	1,882,40
	<u>'</u>	<u> </u>
Net cash (used in)/ generated from operating activities 712,776 1,682, CASH FLOWS FROM INVESTING ACTIVITIES		1,682,312
Acquisition of subsidiaries, net of cash acquired (1,340)	Acquisition of subsidiaries, n	-
Dividends received 1,927	•	1
Interest received 11,114 11,	Interest received	11,182
Payment of:	•	
- deferred farm expenditure - (1, Purchase of:	•	(1,15
- equity interest in:		
		) (61,29 <sup>-</sup>
- property, plant and equipment (598,409) (1,154,	- property, plant and equip	(1,154,200
•	<del>-</del>	
		(283
Proceeds from: - disposal of other investment:		
·	-	141,674
		2,642
- disposal of subsidiaries 1,253,993	- disposal of subsidiaries	-
Net cash (used in)/generated from investing activities 671,793 (1,083,	t cash (used in)/generated from in	(1,083,997
CASH FLOWS FROM FINANCING ACTIVITIES	SH FLOWS FROM FINANCING ACT	
Dividend paid to:	Dividend paid to:	
	•	
		(32,973
Advance from holding company Proceeds from term loans 638,753 804,	3 1	804,412
Proceeds from the issue of shares:		(1,000,100
- Warrants 37,185 78,	- Warrants	78,97°
Issue of shares to minority shareholders of subsidiaries 1,600	-	
	,	1,096
	·	
	, , , , , , , , , , , , , , , , , , , ,	,
		(3,982
	Ğ	1
Cash and cash equivalents at 1 January 246,182 556,	sii and casii equivalents at i January	330,710
Cash and cash equivalents at 31 December 337,927 246,	sh and cash equivalents at 31 Dec	246,182
Cash and cash equivalents	sh and cash equivalents	
Cash and cash equivalents included in the cash flow statements comprise the following balance sheet amounts:	•	amounts:
Cash and bank balances 203,940 205,	sh and bank balances	205,64
Deposits with licensed banks 173,240 75,	posits with licensed banks	75,24
		280,889
Less: Deposits pledged		
Deposits pledged - (39,253) (34,	· · · · · ·	(34,706

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A1. Basis of Preparation

This interim financial report is unaudited and has been prepared in accordance with the applicable disclosure provisions of the Listing Requirements of the Bursa Malaysia Securities Berhad, including compliance with Financial Reporting Standard (FRS) 134, Interim Financial reporting, issued by the Malaysian Accounting Standards Board (MASB). The Interim Financial Report should be read in conjunction with the Group's audited financial statements for the year ended 31 December 2012.

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 last audited financial statements for the financial year ended 31 December 2012.

#### A2. Significant Accounting Policies

The significant accounting policies adopted are consistent with the audited financial statements for the year ended 31 December 2012. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2012.

On 1 January 2013, the Group adopted the following FRSs, Amendments to FRSs and IC Interpretations:-

FRS 101 Presentation of items of Other Comprehensive Income (Amendments to FRS 101) Amendments to FRS 101: Presentation of Financial Statements	1 July	2012
(Improvements to FRSs (2012))	1 January	2013
FRS 10 Consolidated Financial Statements	1 January	
FRS 11 Joint Arrangements	1 January	2013
FRS 12 Disclosure of interests in Other Entities	1 January	
FRS 13 Fair Value Measurement	1 January	2013
FRS 119 Employee Benefits	1 January	
FRS 127 Separate Financial Statements	1 January	2013
FRS 128 Investment in Associate and Joint Ventures	1 January	2013
Amendment to IC Interpretation 2 Members' Shares in		
Co-operative Entities and Similar Instruments		
(Improvements to FRSs (2012))	1 January	2013
IC Interpretation 20 Stripping Costs in the Production Phase		
of a Surface Mine	1 January	2013
Amendments to FRS 7: Disclosures - Offsetting Financial		
Assets and Financial Liabilities	1 January	2013
Amendments to FRS 1: First-time Adoption of		
Malaysian Financial Reporting Standards		
- Government Loans	1 January	2013
Amendments to FRS 1: First-time Adoption of		
Malaysian Financial Reporting Standards		
(Improvements to FRSs (2012))	1 January	2013
Amendments to FRS 116: Property, Plant and Equipment		
(Improvements to FRSs (2012))	1 January	2013
Amendments to FRS 132: Financial Instruments: Presentation		
(Improvements to FRSs (2012))	1 January	2013



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#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A2. Significant Accounting Policies (continued)

Amendments to FRS134: Interim Financial Reporting

(Improvements to FRSs (2012)) 1 January 2013

Amendments to FRS 10: Consolidated Financial Statements:

Transition Guidance 1 January 2013

Amendments to FRS 11: Joint Arrangements:

Transition Guidance 1 January 2013

Amendments to FRS 12: Disclosure of Interests in Other Entities:

Transition Guidance 1 January 2013

The adoption of the above FRSs, Amendments to FRSs and IC Interpretations did not have any material impact on the financial performance or position of the Group except for the application of FRS 10 as explained in below.

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

### <u>Description</u> <u>Effective for annual periods</u> beginning on or after

Amendments to FRS 132: Offsetting Financial Assets and

Financial Liabilities 1 January 2014

Amendments to FRS 10, FRS 12 and FRS 127:

Investment Entities 1 January 2014 FRS 9 Financial Instruments 1 January 2015

Other than for application of FRS 10, the application of the above FRS, Amendment to FRS and Interpretations did not result in any significant changes in the accounting policies and presentation of the Financial results of the Group.

The impact on the financial performance and results of the Group arising from the adoption of FRS 10 is discussed below:

FRS 10 replaces part of FRS 127 Consolidated and Separate Financial Statements that deals with consolidated financial statements and IC Interpretation 112 Consolidation - Special Purpose Entities.

Under FRS 10, an investor controls an investee when (a) the investor has power over an investee, (b) the investor has exposure, or rights, to variable returns from its investment with the investee, and (c) the investor has ability to use its power over the investee to affect the amount of the investor's return. Under FRS 127 Consolidated and Separate Financial Statements, control was defined as the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

FRS 10 includes detailed guidance to explain when an investor that owns less than 50 per cent of the voting shares in an investee has control over the investee. FRS 10 requires the investor to take into account all relevant facts and circumstances, particularly the size of the investor's holding of voting rights relative to the size and dispersion of holdings of the other vote holders.

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A2. Significant Accounting Policies (continued)

The application of FRS 10 affected the accounting for the Group's equity interest in New Britain Palm Oil Limited ("NBPOL"). During the previous financial year, the Group's shareholdings in NBPOL was diluted to 49.54% and this was accounted for as a deemed disposal of a subsidiary.

Under FRS 10 which was effective on 1 January 2013, the directors consider that the Group has retained control of NBPOL even though it has less than 50% of the voting rights. The Group is the major shareholder of NBPOL with 48.97% equity interest as at 31 December 2012. Given the dispersed nature of the shareholdings in NBPOL not held by the Group, the directors consider that the shareholders who are likely to attend the shareholders' meeting of NBPOL are unlikely to out vote the Group in any resolution and that therefore, the Group has control over NBPOL.

The change in accounting policy has been accounted for retrospectively in accordance with the transitional provisions of FRS 10.

Following the adoption of FRS 10, certain comparatives have been restated as follow:

#### Consolidated statement of financial position at 31 December 2012

	Originally stated RM'000	Adjustment RM'000	Restated RM'000
Non-current assets	5,224,967	1,783,771	7,008,738
Current assets	3,994,232	1,107,065	5,101,297
Total assets	9,219,199	2,890,836	12,110,035
Non-current liabilities	636,892	1,505,987	2,142,879
Current liabilities	3,262,712	504,796	3,767,508
Total equity	5,319,595	880,053	6,199,648
Total equity and liabilities	9,219,199	2,890,836	12,110,035

### Consolidated statement of comprehensive income for 12 months period ended 31 December 2012

	Originally stated RM'000	Adjustment RM'000	Restated RM'000
Revenue	906.836	2.129.057	3.035.893
Profit before tax	763.499	(427.173)	336.326
Profit for the period	1,011,267	(575,523)	435,744

### Consolidated statement of comprehensive income for 3 months period ended 31 December 2012

	Originally stated RM'000	Adjustment RM'000	Restated RM'000
Revenue	205,836	508,193	714,029
Profit before tax	(1,314,800)	1,291,423	(23,377)
Profit for the period	(1,270,248)	1,260,794	(9,454)

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A2. Significant Accounting Policies (continued)

#### Malaysian Financial Reporting Standards (MFRS Framework)

On 19 November 2011, the Malaysian Accounting Standards Board (MASB) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (MFRS Framework).

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture (MFRS 141) and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venturer (herein called 'Transitioning Entities').

On 4<sup>th</sup> July 2012, MASB made an announcement of which Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional one year. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014.

The Group falls within the scope definition of Transitioning Entities and has opted to defer adoption of the new MFRS Framework. Accordingly, the Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 December 2014. In presenting its first MFRS financial statements, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

The Group has not completed its assessment of the financial effects of the differences between Financial Reporting Standards and accounting standards under the MFRS Framework. Accordingly, the financial performance and financial position as disclosed in these interim financial statements for the period ended 31 December 2012 could be different if prepared under the MFRS Framework.

#### A3. Status on Qualification of Audited Financial Statements

The audit report of the Group's preceding year financial statement was not qualified.

#### A4. Seasonality or Cyclicality of Operations

There were no abnormal seasonal factors that affect result for the quarter under review.

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A5. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

The financial results of the Group were significantly affected by the adoption of FRS 10. Further details are disclosed in Note A2.

#### A6. Change in Accounting Estimates

There were no changes in the accounting estimated reported in prior interim period or financial year that have material effect in the current financial quarter for the current financial period.

#### A7. Debt and Equity Securities

There were no cancellation, resale and prepayment of debt and equity securities during the quarter other than on loans repayments in accordance with the Group's loans repayment schedules.

#### A8. Dividend Paid

There was no dividend paid during the quarter.

#### A9. Segmental Information

Segmental information for the current financial year based on geographical locations and business segments within the geographical locations are as follows:

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A9. Segmental Information (continued)

	Pla	ntation		Intrapreneur V	entures (IV)					
	Malaysia	Papua New	Foods and	Shipping	Other IV	Inv.	Associated	Others	Elimination	Consolidated
Results for		Guinea & Solomon	Restaurants	services		property	companies		(Discontinued	
12 Months Ended		island							operation)	
31 December 2013	Dilloca	Thurs.	Bullion	<b>D</b> 111000	Dilloca	DINOGO	Dilloca	<b>B10000</b>	Dilloco	D111000
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Operating revenue	780,325	1,789,641	-	158,380	94,232	9,260	-	68,134	(48,219)	2,851,753
Segment results	164,887	86,190		48,401	7,408	5,103	300	(81,000)	(10,314)	220,975
Interest income	4,386	42	-	923	63	-	-	5,700		11,114
Finance costs	(35,171)	(30,797)	-	(16,901)	(1,971)	-	-	29	2,358	(82,453)
Profit before tax	134,102	55,435	-	32,423	5,500	5,103	300	(75,271)	(7,956)	149,636

	Pla	ntation		Intrapreneur V	entures (IV)				Elimination	
Results for 12 Months Ended 31 December 2012		Papua New Guinea & Solomon island	Foods and Restaurants	Shipping services	Other IV	Inv. property	Associated companies	Others	(Discontinued operation)	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Operating revenue	712,195	2,129,074	3,619,003	184,907	170,216	8,644	-	15,844	(3,803,990)	3,035,893
Segment results Interest income	-	<b>289,866</b> 132	261,659 -	<b>52,041</b>	4,250	3,121 -	454 -	<b>(62,334)</b> 2,334	(287,460)	<b>418,471</b> 11,182
Finance costs	(44,032)	(33,265)	(18,422)	(22,889)	(1,468)	-	-	(869)	27,618	(93,327)
Profit before tax	121,558	256,733	243,237	29,152	2,782	3,121	454	(60,869)	(259,842)	336,326

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A9. Segmental Information (continued)

		ntation		Intrapreneur V						
Results for	Malaysia	Papua New Guinea & Solomon	Foods and Restaurants	Shipping services	Other IV	Inv.	Associated companies	Others	Elimination (Discontinued	Consolidated
3 Months		island	Nesiauranis	Services		property	Companies		operation)	
Ended 31 December 2013										
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Operating revenue	188,268	406,793	-	33,333	24,784	2,547	-	6,004	-	661,729
Segment results	53,272	3,392	-	27,978	(1,746)	1,566	116	(30,752)		53,826
Interest income	3,344	29	-	923	30	(7)	-	1,058	-	5,377
Finance costs	(8,818)	(7,338)	•	(5,134)	(1,082)	-	-	1,243	-	(21,129)
Profit before tax	47,798	(3,917)		23,767	(2,798)	1,559	116	(28,451)	-	38,074

Results for 3 Months Ended 31 December 2012	Pla Malaysia	ntation Papua New Guinea & Solomon island	Foods and Restaurants	Intrapreneur V Shipping services	entures (IV) Other IV	Inv. property	Associated companies	Others	Elimination (Discontinued operation)	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Operating revenue	200,283	480,269	978,029	10,902	4,829	2,182	-	13,008	(975,473)	714,029
Segment results Interest income	<b>31,402</b> 2,135	<b>27,526</b>	71,619 -	4,448 -	(489)	692 -	318 -	<b>(75,921)</b> 803	(65,785) -	- (6,190) 2,938
Finance costs	(13,164)	(8,325)	(4,728)	(8,072)	(384)	-	-	6,692	7,856	(20,125)
Profit before tax	20,373	19,201	66,891	(3,624)	(873)	692	318	(68,426)	(57,929)	(23,377)

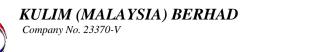
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#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A9. Segmental Information (continued)

	Pla	ntation		Intrapreneur V	entures (IV)				
Assets and Liabilities As at 31 December 2013	Malaysia	Papua New Guinea & Solomon island	Foods and Restaurants	Shipping services	Other IV	Inv. property	Associated companies	Others	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Segment assets	3,526,972	4,170,545		470,024	71,041	107,758	2,060	3,858	8,352,258
Unallocated corporate assets	-	-	-	-	-	-	-	81,198	81,198
Total assets	3,526,972	4,170,545	-	470,024	71,041	107,758	2,060	85,056	8,433,456
Segment liabilities	899,030	1,062,767		320,831	102,541	-	-	12,364	2,397,533
Unallocated corporate liabilities	183,338	713,551	-	-	-	-	-	11,883	908,772
Total liabilities	1,082,368	1,776,318	•	320,831	102,541	-	-	24,247	3,306,305

	Pla	ntation		Intrapreneur V	entures (IV)				
Assets and Liabilities As at 1 January 2013	Malaysia	Papua New Guinea & Solomon island	Foods and Restaurants	Shipping services	Other IV	Inv. property	Associated companies	Others	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Segment assets Unallocated corporate assets	3,521,932	4,730,459 -	3,091,196	424,207 -	104,234 -	95,602 -	1,718 -	48,017 83,761	12,017,365 83,761
Total assets	3,521,932	4,730,459	3,091,196	424,207	104,234	95,602	1,718	131,778	12,101,126
Segment liabilities Unallocated corporate liabilities	1,832,534 155,751	1,191,665 810,207	1,070,408	294,244 -	82,593 562	- -	-	453,654 9,858	4,925,098 976,378
Total liabilities	1,988,285	2,001,872	1,070,408	294,244	83,155	-	-	463,512	5,901,476



#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A10. Valuation of Property, Plant and Equipment

The carrying value of land and estate development expenditure for the Group except those located overseas, is based on valuation carried out on 31<sup>st</sup> December 1997 by an independent qualified valuer using the open market method of valuation to reflect their fair value. However, in 2006, the Group changed its accounting policy on estate development expenditure in Malaysia from valuation model to cost model by stating the estate development expenditure to its initial cost and the change effect from the adoption of FRS 117 Leases. Other than changes resulting from these changes in accounting policy, the carrying value was brought forward without any amendment.

#### A11. Material Events Subsequent to the End of the Interim Period

a) On 3 October 2013, the company announced that it had entered into a conditional share sale agreement with PT Graha Sumber Berkah in relation to the proposed acquisition of 75% equity interest in PT Wisesa Inspirasi Nusantara ("PT WIN") for a total consideration of up to USD 43.44 million.

On 17 February 2014, the company announced that BKPM had vide its letter dated 30 December 2013 ("BKPM Letter") approved the change of PT WIN's corporate status to a PMA company subject to, amongst others, that Kulim shall hold 74% of the total issued and paid-up share capital of PT WIN comprising 11,241,007 PT WIN Shares ("Condition(s)"). In relation thereto, Kulim and PT GSB have mutually agreed to the Conditions resulting in Kulim holding 74% of PT WIN and the remaining 26% held by PT GSB.

In order to comply with the shareholding requirements stated in the BKPM Letter, the Parties have agreed to the following transactions:-

- (1) the transfer of 3,326,338 PT WIN Shares from PT GSB and 1,000 PT WIN Shares from RWTS to Kulim pursuant to a Deed of Sale and Purchase of Shares dated 10 January 2014, for a cash consideration of approximately USD17.14 million (equivalent to approximately RM56.98 million) ("Shares Transactions");
- (2) the issuance of 4,991,007 new PT WIN Shares to be subscribed by Kulim at the nominal par value of IDR1,000 per PT WIN Share, for a cash consideration of IDR4.99 billion (equivalent to approximately RM1.37 million) ("Issuance of Shares"); and
  - (Collectively, the Shares Transactions and Issuance of Shares are referred to as the "Acquisition")
- (3) injection by Kulim of approximately USD25.30 million (equivalent to approximately RM84.11 million) into PT WIN and/or its subsidiaries as working capital to acquire the Plantation Land, including to secure the HGU ("Further Investment").

The total consideration under the Acquisition and Further Investment will be approximately USD42.86 million (equivalent to approximately RM142.48 million).

The transfer/subscription of PT WIN Shares was effected on 14 February 2014, being the Closing Date of the CSSA. As such, the Parties have mutually agreed not to proceed to acquire the Assigned Rights, as Kulim now enjoys actual control over 74% of PT WIN Shares.



#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A11. Material Events Subsequent to the End of the Interim Period (cont'd)

On 14 February 2014, Kulim and PT GSB had entered into a shareholders' agreement to govern the material aspects of the joint venture transacted through PT WIN, the investment structure and investment plan, conduct of the business and the management of PT WIN and PT WIN Subsidiaries ("Shareholders' Agreement"). The Acquisition has been completed following the execution of the Shareholders' Agreement and fulfillment of the conditions precedent of the CSSA.

b) On 3 October 2013, the company announced that it had proposes to establish an ESOS of up to five percent (5%) of the issued and paid-up share capital of the Company (excluding treasury shares) at any point in time for its eligible employees and Directors of Kulim and its subsidiaries (excluding subsidiaries which are dormant) who fulfill the eligibility criteria.

On 31 December 2013, the company had announced that the Company has implemented the ESOS with effect from 31 December 2013.

#### A12. Changes in the Composition of the Group

There were no other changes in the composition of the Group during the quarter other than as disclosed in note A2.

#### A13. Changes in Contingent Liabilities or Contingent Assets

Since the last Statement of Financial Position date, there were no material changes in contingent liabilities and contingent assets.

#### A14. Capital Commitment

Authorised capital expenditures not provided for in the financial statements as at 31 December 2013 are as follows:

	RM'000	
Contracted	17,460	
Not contracted	180,415	
	197,875	

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A15. Impairment of Assets

As in accordance to FRS136, the Group made its assessments of the assets and recognized any impairment accordingly.

#### A16. Related Party Disclosures

Significant transactions between Kulim (Malaysia) Berhad group and its related companies are as follows:-

	3 months ended		3 month	s ended
	31.12.2013	31.12.2012	31.12.2013	31.12.2012
	RM '000	RM '000	RM '000	RM '000
Group				
Ultimate holding corporation				
Johor Corporation			_	
- Agency fee received	30	55	176	223
- Sales of oil palm fresh fruit bunches	37	3,636	14,578	3,636
- Purchasing and sales commission received	62	488	1,614	1,950
- Planting advisory and agronomy fee received	22	29	95	118
- Computer charged received	11	26	72	119
- Inspection fee received	-	8	23	30
- Rental payable	158	193	629	662

#### B1. Review of the Performance of the Company and Its Principal Subsidiaries

#### **Group Results and update**

The Group recorded revenue of RM2.85 billion for the cumulative quarter under review compared to the corresponding period 2012 with revenue of RM3.04 billion, a decrease of 6.07%.

The Group recorded a PBT of RM149.64 million for the cumulative quarter 2013 compared to PBT of RM336.3 million for the corresponding period in 2012, a decrease of 55.51%.

The decreased is mainly from the lower PBT contribution from NBPOL which decreased approximately RM201 million or 78% compared to the corresponding period in 2012.

In addition, the weakening of foreign exchange currency of Kina to USD recorded in NBPOL is also contributed to the lower profit in the current financial year ended 2013.

#### Plantation Operation - Malaysia

The Group's FFB production for the current quarter 2013 was at 234,583mt compared to the corresponding period in 2012 at 234,065mt an increase of 0.22%

The Group's cumulative FFB production for the cumulative quarters ending December 2013 was at 815,896mt. This was 14.02% higher compared to the FFB production for the corresponding period in 2012 of 715,526mt.

The Group's cumulative CPO production for the cumulative quarters ending December 2013 was at 254,735mt. This was 22.90% higher compared to the CPO production for the corresponding period in 2012 of 207,265mt.

Total FFB processed by the Group mills for the cumulative quarters 2013 was at 1,259,858mt which was 23.31% higher compared to the corresponding period 2012 of 1,021,691mt. Total FFB processed was inclusive of crops purchased from outside the Group.

The Group's OER for the cumulative quarters 2013 was marginally lower at 20.22% compared to 20.29% for the corresponding period 2012.

Malaysian plantation operation achieved average CPO price of RM2,472 and PK at RM1,287 per mt respectively for the cumulative quarters 2013 compared to RM2,923 and RM1,599 per mt for CPO and PK respectively for the corresponding period in 2012.

#### Plantation Operation - Papua New Guinea & Solomon Island

NBPOL Group produced 339,896mt FFB in the current quarter 2013 which was 8.41% lower compared to the corresponding period in 2012. Together with crops purchased from outside the Group, NBPOL Group processed 465,670mt FFB for the current quarter which was 11.71% lower compared to the corresponding period in 2012.

The Group's cumulative FFB production for the cumulative quarters ending December 2013 was at 1,496,146mt. This was 5.81% lower compared to the FFB production for the corresponding period in 2012. FFB processed for the cumulative quarters was at 2,085,670mt which was 8.24% lower compared to the corresponding period in 2012.



#### Plantation Operation - Papua New Guinea & Solomon Island (continued)

NBPOL Group's cumulative CPO production for the cumulative quarters ending December 2013 was at 462,060mt. This was 9.03% lower compared to the CPO production for the corresponding period in 2012 of 507,942mt.

NBPOL Group's OER for the cumulative quarters 2013 is at 22.15% compared to the corresponding period in 2012 of 22.35%.

NBPOL Group's achieved CPO price averages of USD866 per mt for the cumulative quarter 2013 compared to USD1,162 per mt achieved for the corresponding period in 2012.

#### Foods and Restaurants:

The sale of substantially all the business and undertaking including substantially all of the assets and liabilities by QSR and KFCH Group to Triple Platform Sdn Bhd, now known as QSR Brands Holdings (M) Sdn Bhd, was completed in January 2013.

#### Intrapreneur Ventures (IV)

The revenue from the IV businesses excluding shipping services was RM94.23 million for the cumulative quarter 2013, a decrease of 44.64% as compared to the corresponding period in 2012. The business recorded higher performance with profit before tax of RM5.50 million for the cumulative quarters 2013. (2012: RM2.78 million)

The revenue of shipping business decreased to RM158.38 million for the cumulative quarter under review, a decrease of 14.35% compared to the corresponding period in 2012. The business recorded a profit before tax of RM32.42 million for the cumulative quarters 2013. (2012: RM29.15 million)

#### B2. Material Changes in the Quarterly Results

The Oil Palm sector recorded lower profits for the 4<sup>th</sup> quarter 2013 mainly due to lower palm product prices compared to the corresponding quarter last year.

#### **B3.** Current Year Prospects

The outlook for oil palm prices is still stable and remains favorable. With improved productivity and greater cost efficiency and notwithstanding the challenges in the financial year 2014, the Board expects the Group's performance in the next quarter 2014 to be satisfactory.

#### B4. Profit Forecast/Profit Guarantee

The Company is not subject to any profit forecast or profit guarantee requirement.

#### B5. Taxation

Current Taxation
- Malaysia
- Overseas

Transfer to deferred taxation
- Malaysia
- Overseas

Total

3 months	s ended	12 months ended		
31.12.2013 RM'000	31.12.2012 RM'000	31.12.2013 RM'000	31.12.2012 RM'000	
(00,000)	(05.000)	(00.004)	(00.504)	
(23,090)	(25,303)	(36,264)	(29,564)	
40	12,265	(16,883)	(6,003)	
(23,050)	(13,038)	(53,147)	(35,567)	
(12,107)	16,209	(27,033)	13,793	
(2,839)	(27,303)	(19,684)	(65,978)	
(14,946)	(11,094)	(46,717)	(52,185)	
(37,996)	(24,132)	(99,864)	(87,752)	

#### B6. Other operating income / (expenses)

Gain / (Loss) on disposal of shares
Fair value changes on FVTPL instrument
Impairment of assets
Gain on fair value changes
Foreign exchange gain or loss
Rental income
Management fees income
Gain on dilution of subsidiary
Change in fair value of inv. Properties
Miscellaneous income / (expenses)

Total other operating income / (losses)

3 month	s ended	12 months ended			
31.12.2013	31.12.2012	31.12.2013	31.12.2012		
RM'000	RM'000	RM'000	RM'000		
127	(717)	127	-		
-	1,827	-	4,885		
18,351	-	-	-		
2,547	17,325	21,742	35,405		
25,509	(12,336)	(54,252)	25,131		
(1,069)	(1,119)	1,726	859		
(175)	-	2,686	-		
-	(56,251)	-	-		
12,156	717	12,156	717		
5,708	5,218	7,774	(322)		
63,154	(45,336)	(8,041)	66,675		

#### **B7.** Status of Uncompleted Corporate Announcement

Obligations under finance leases

None during the quarter.

#### B8. Borrowings and Debt Securities

Non-current

Secured:

#### Restated As at As at **31 December 2013** 1 January 2013 RM'000 RM'000 447 813,092 1,136,020 813,539 1,136,020 810 483 30,000 218,346 219,156 30,483 1,032,695 1,166,503 265 578 34,278 288,060 3,392 138,363 388,312 388,577 464,671 348 277 4,974 34,706 45,513 460,436 517,316 55,000 35,647 566,271 587,946 1,030,942 976,523

2,063,637

2,143,026

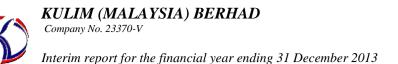
Term loans
Unsecured: Obligations under finance leases Term loans
Non-current loans and borrowings
Current
Secured: Obligations under finance leases Bank overdrafts Revolving credit Bankers' acceptances Term loans
Unsecured: Obligations under finance leases Bank overdrafts Bankers' acceptances

Revolving credit

**Current loans and borrowings** 

Total loans and borrowings

Term loans



#### B9. Material Litigation, Claims and Arbitration

Save as disclosed below, the Group is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and the Board is not aware of any proceedings pending or threatened against the Group or any facts likely to give rise to any proceedings which may materially and adversely affect the financial position or business operations of the Group:

(i) Dato'Muhammad Hafidz Bin Nuruddin ("Plaintiff") v Ramlan Bin Juki ("First Defendant") and Sindora Berhad ("Second Defendant")

Sindora Berhad ("Sindora") was served writ summons issued by the Shah Alam High Court on 30 September 2013 filed by the Plaintiff, who is the Company Secretary of MM Vitaoils Sdn Bhd ("MMVSB"), a company in which Sindora holds 2,375,000 ordinary shares of RM1.00 each, equivalent to 35% of the issued and paid-up share capital of MMVSB. The plaintiff is seeking damages for losses arising from malicious defamatory words allegedly made by the First Defendant, who is a Director nominated by Sindora to the Board of MMVSB. The plaintiff claims the Second Defendant is vicariously liable for the statements made by the First Defendant.

On 17 October 2013, the Shah Alam High Court has given the following directions in relations to the case:

- (a) The First Defendant and the Second Defendant ("Defendants") are to file Defence on or before 31 October 2013; and
- (b) The Plaintiff is to file Reply (if any) on or before 14 November 2013.

Following the above, the matter has been fixed for further case management on 19 November 2013.

Kulim has appointed Messrs Bodipalar Ponnudurai De Silva as solicitors to represent the Defendants in the High Court Suit.

On 10 January 2014, Kulim announced that the High Court has fixed the matter for further case management on 30 January, 2014 and for full Trial on 21, 22 and 23 May, 2014.

#### B10. Dividend Proposed

There was no dividend payment proposed during the quarter.

#### B11. Earnings Per Share ("EPS")

	ว เทอกเก	s enueu	12 monuis ended		
	31.12.2013	31.12.2012	31.12.2013	31.12.2012	
	RM'000	RM'000	RM'000	RM'000	
Basic earnings per share					
Net profit for the period	3,389	(39,390)	431,078	211,211	
Weighted average no of					
share in issue	1,275,386	1,241,131	1,275,386	1,241,131	
Basic earnings per share (sen)	(0.62)	(0.76)	33.80	16.84	
Diluted earnings per share (sen)	(0.61)	(0.73)	33.51	16.21	

#### **B12.** Currency Translation

The exchange rates used for each unit of the currencies in the Group for the current financial period are:

		R CURRENT RTER	PRECEEDING YEAR CORRESPONDING QUARTER		
	MTH-END RATE	AVERAGE RATE	MTH-END RATE	AVERAGE RATE	
Papua New Guinea Kina (Kina)	1.3419	1.4489	1.5558	1.5576	
United Kingdom Pound Sterling (GBP)	5.4343	5.2327	5.0311	4.9714	
United States of America Dollar (USD)	3.2953	3.2035	3.1117	3.1448	
Euro Dollar (EUR)	4.5369	4.3250	4.1130	4.1142	
Singapore Dollar (SGD)	2.5984	2.5708	2.5432	2.4951	

#### B13. Realised and unrealised profits or losses

Pursuant to Paragraph 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements, the breakdown of retained profits of the Group as at the reporting date, is as follows:

The retained earnings of the Group is made up as follows:

- realised
- unrealised

Total share of retained earnings of associates:

- realised

Add: Consolidation adjustments Total retained earnings

As at	As at
31 Dec 2013	31 Dec 2012
RM'000	RM'000
2,688,579	1,559,858
442,814	917,905
3,131,393	2,477,763
-	(34,917)
3,131,393	2,442,846
(1,225,984)	(968,515)
1,905,409	1,474,331

By Order of the Board KULIM (MALAYSIA) BERHAD

IDHAM JIHADI BIN ABU BAKAR, MAICSA 7007381 NURALIZA BINTI A. RAHMAN, LS 0008565 (Secretaries)

Dated: 28 February 2014