UNICO-DESA PLANTATIONS BERHAD

(Co. No. 78983-V)

QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED 31 DECEMBER 2012

CONDENSED CONSOLIDATED INCOME STATEMENTS

For the financial period ended 31 December 2012

(The figures have not been audited.)

| | Individual Quarter | | Cumulative Quarter | | |
|---|-------------------------------|----------------|-------------------------------|----------------|--|
| | 3 months ended 31 December | | 9 months ended 31 December | | |
| | | | 31 Dece | 2011 | |
| | 2012 RM'000 | 2011 RM'000 | 2012 RM'000 | Z011 RM'000 | |
| Continuing operations | | | | | |
| Revenue | 49,162 | 65,111 | 128,705 | 202,866 | |
| Cost of sales | (26,900) | (37,202) | (80,501) | (120,297) | |
| Gross Profit | 22,262 | 27,909 | 48,204 | 82,569 | |
| Other income | 122 | 553 | 743 | 1,360 | |
| Replanting expenditure | (3,928) | (3,662) | (11,375) | (8,817) | |
| Administrative expenses | (1,782) | (3,139) | (6,236) | (7,139) | |
| Finance cost | (528) | (776) | (1,495) | (2,387) | |
| Profit before taxation | 16,146 | 20,885 | 29,841 | 65,586 | |
| Taxation | (4,359) | (6,208) | (8,057) | (17,273) | |
| Profit for the financial period from continuing operations | 11,787 | 14,677 | 21,784 | 48,313 | |
| Discontinued operations | | | | | |
| Profit for the financial period from discontinued operations | 2,731 | 3,484 | 11,402 | 11,502 | |
| Adjustment to reflect the Initial Public Offer price | (2,731) | <u>-</u> | (12,566) | - | |
| (Loss)/Profit for the financial period from discontinued operations | - | 3,484 | (1,164) | 11,502 | |
| Profit for the financial period | 11,787 | 18,161 | 20,620 | 59,815 | |
| Profit for the financial period attributable to: | | | | | |
| Equity holders of the Company | 11,787 | 18,161 | 20,620 | 59,815 | |
| Earnings per share - basic / diluted (sen) | | | | | |
| From continuing operations | 1.36 | 1.70 | 2.52 | 5.58 | |
| From discontinued operations | <u> </u> | 0.40 | (0.13) | 1.33 | |
| | 1.36 | 2.10 | 2.39 | 6.91 | |

(The Condensed Consolidated Income Statements should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the financial period ended 31 December 2012

(The figures have not been audited.)

| | Individual Quarter 3 months ended 31 December | | s ended 9 months ended | |
|--|---|----------------|------------------------|----------------|
| | 2012 RM'000 | 2011 RM'000 | 2012 RM'000 | 2011 RM'000 |
| Profit for the financial period | 11,787 | 18,161 | 20,620 | 59,815 |
| Other comprehensive loss: | | | | |
| Reversal of revaluation surplus on write off of property, plant and equipment | (176) | (230) | (176) | (230) |
| Realisation of reserves upon disposal of investment | (764) | - | (764) | - |
| Reserves recycled to Retained Earning | 764 | | 764 | - |
| Other comprehensive loss for the financial period | (176) | (230) | (176) | (230) |
| Total comprehensive income for the financial period | 11,611 | 17,931 | 20,444 | 59,585 |
| Total comprehensive income for the financial period attributable to: Equity holders of the Company | 11,611 | 17,931 | 20,444 | 59,585 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITIONAs at 31 December 2012

(The figures have not been audited.)

| | 31 December 2012 RM'000 | 31 March 2012 RM'000 |
|--|-------------------------------|----------------------------|
| ASSETS | | |
| Non-current assets | | |
| Property, plant & equipment | 316,803 | 317,010 |
| Biological assets | 473,822 | 473,822 |
| Goodwill on consolidation | 2,982 | 2,982 |
| | 793,607 | 793,814 |
| Current assets | | |
| Inventories | 9,003 | 7,132 |
| Receivables, deposits and prepayments | 6,870 | 8,527 |
| Tax recoverable | 125 | 1,063 |
| Deposits, cash and bank balances | 28,180 44,178 | 31,371 48,093 |
| Assets of disposal group classified as held for | | |
| distribution/sale to owners | - | 187,570 |
| Total current assets | 44,178 | 235,663 |
| Total assets | 837,785 | 1,029,477 |
| | <u> </u> | |
| EQUITY AND LIABILITIES | | |
| Share capital | 216,266 | 216,266 |
| Revaluation and other reserves | 468,584 | 469,524 |
| Retained earnings | 46,062 | 146,642 |
| Total equity | 730,912 | 832,432 |
| Non-current liabilities | | |
| Borrowings - interest bearing | 28,314 | 16,848 |
| Deferred tax liabilities | 48,917 | 49,416 |
| | 77,231 | 66,264 |
| Current liabilities | | |
| Payables | 12,327 | 12,529 |
| Borrowings - interest bearing | 15,750 | 23,936 |
| Current tax liabilities | 1,565 | 6,557 |
| Dividend payable | 29,642 | 17,301 |
| | 29,042 | 60,323 |
| Liabilities of disposal group classified as held for distribution/sale to owners | _ | 70,458 |
| Total current liabilities | 29,642 | 130,781 |
| Total liabilities | 106,873 | 197,045 |
| Total equity and liabilities | 837,785 | 1,029,477 |
| . otal oquity and nashinos | 001,100 | 1,023,477 |
| Net assets per share (RM) | 0.84 | 0.96 |

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the financial period ended 31 December 2012

(The figures have not been audited.)

Issued and fully paid ordinary shares of RM0.25 each

| | | ouo | | | | |
|---|------------------|----------------------------|--|------------------------------|--------------------------------|---------------------------|
| | Number of shares | Nominal value RM'000 | Revaluation and other reserves RM'000 | Treasury shares RM'000 | Retained earnings RM'000 | Total equity RM'000 |
| At 1 April 2012 | 865,065 | 216,266 | 469,524 | - | 146,642 | 832,432 |
| Total comprehensive income for the financial period | - | - | (940) | - | 21,384 | 20,444 |
| Final dividend for financial year ended 31 March 2012 | - | - | - | - | (21,627) | (21,627) |
| Dividend in Specie | - | - | - | - | (100,337) | (100,337) |
| At 31 December 2012 | 865,065 | 216,266 | 468,584 | | 46,062 | 730,912 |
| | | | | | | |
| At 1 April 2011 | 883,200 | 220,800 | 466,161 | (11,658) | 121,477 | 796,780 |
| Total comprehensive income for the financial period | - | - | (230) | - | 59,815 | 59,585 |
| Final dividend for financial year ended 31 March 2011 | - | - | - | - | (21,627) | (21,627) |
| At 31 December 2011 | 883,200 | 220,800 | 465,931 | (11,658) | 159,665 | 834,738 |

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial period ended 31 December 2012

(The figures have not been audited.)

| (| 9 months ended 31 December | |
|--|-------------------------------|-----------------|
| | 2012 RM'000 | 2011 RM'000 |
| Cash flows from operating activities | | |
| Profit for the financial period | 20,620 | 59,815 |
| - continuing operations | 21,784 | 48,313 |
| - discontinued operations | (1,164) | 11,502 |
| Adjustment for items not involving the movement of cash or cash equivalents: | | |
| Property, plant and equipment - depreciation | 6,053 | 6,172 |
| - written off | 429 | 317 |
| - written down | 13 | - |
| - gain on disposal | - | (57) |
| - realised of revaluation surplus | - | (296) |
| Inventories written down | 44 | 45 |
| Adjustment to reflect the Initial Public Offer price | 12,566 | - |
| Impairment allowance on hire purchase receivables | 4,200 | 5,286 |
| Interest expense | 3,569 | 4,741 |
| Interest income Taxation | (338) 11,847 | (907) 21,163 |
| Taxation | 38,383 | 36,464 |
| | 59,003 | 96,279 |
| Changes in wealing assistal | | |
| Changes in working capital Inventories | (1,977) | 72 |
| Receivables | (12,480) | (21,917) |
| Payables | 1,741 | 4,140 |
| • • | (12,716) | (17,705) |
| Cash flow from operations | 46,287 | 78,574 |
| Tax paid | (16,171) | (12,682) |
| Tax refund | 942 | - |
| Net cash flow from operating activities | 31,058 | 65,892 |
| Cash flows from investing activities | | |
| Purchase of property, plant and equipment | (6,505) | (10,224) |
| Proceeds from disposal of property, plant and equipment | - | 57 |
| Proceeds from insurance claim | 137 | - |
| Proceeds from Investment | 15,663 | - |
| Interest received | 338 | 907 |
| Net cash from/(used in) investing activities | 9,633 | (9,260) |

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the financial period ended 31 December 2012

(The figures have not been audited.)

| (The ligares have not been addited.) | | | |
|--|----------------|----------|--|
| | 9 months ended | | |
| | 31 Decen | nber | |
| | 2012 | 2011 | |
| | RM'000 | RM'000 | |
| Cash flows from financing activities | | | |
| Repayment of term loans | (10,232) | (18,135) | |
| Drawdown of term loans | 10,000 | - | |
| Repayment of block discounting | (11,559) | (11,720) | |
| Draw down of block discounting | 11,281 | 16,983 | |
| Interest paid | (3,562) | (4,767) | |
| Dividend paid to shareholders of the Company | (38,928) | (38,928) | |
| Net cash used in financing activities | (43,000) | (56,567) | |
| Net (decrease)/increase in cash and cash | | | |
| equivalents during the financial period | (2,309) | 65 | |
| Cash and cash equivalents at beginning of financial year | 31,828 | 39,556 | |
| Add : Reclassified to discontinued operations | (1,339) | (8,131) | |
| Cash and cash equivalents at end of financial period | 28,180 | 31,490 | |
| Composition of Cash and cash equivalents | | | |
| Deposits, cash and bank balances | 28,180 | 31,490 | |
| | 28,180 | 31,490 | |
| | | | |

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 March 2012)

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

A1 Accounting Policies And Basis Of Preparation

The interim financial statements are unaudited.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 March 2012.

The interim financial statements have been prepared in accordance with Financial Reporting Standards (FRS) 134 Interim Financial Reporting and Chapter 9 part K of the Listing Requirements of Bursa Malaysia Securities Berhad.

In November 2011, the MASB Board issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS") in conjunction with its plan to converge with International Financial Reporting Standards in 2012. 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" and IC Interpretation 15 "Agreements for the Construction of Real Estate", including its parent, significant investor and venture (herewith called "Transitioning Entities"). Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional two years. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014. The Group is categorised under Transitioning Entities.

Accordingly, in the financial year beginning 1 April 2012, the Group will continue to apply the Financial Reporting Standards framework.

The accounting policies and methods of computation adopted for the interim financial statements are consistent with those adopted for the annual audited financial statements for the financial year ended 31 March 2012 except for the adoption of new FRSs, amendments and IC interpretations that are mandatory for the Group for the financial year beginning 1 April 2012.

On 1 April 2012, the Group adopted the following FRSs, Amendments to FRSs and IC Interpretations:

FRS 139 Financial Instruments: recognition and measurement

FRS 124 (revised) Related party disclosures

Amendments to FRS 7 Financial Instruments: Disclosures on transfers of financial assets

Amendments to FRS 112 Income Taxes

IC Interpretation 19 Extinguishing financial liabilities with equity instruments IC Interpretation 14 FRS 119 - The limit on a defined benefit assets, minimum

funding requirements and their interaction

Application of the above standards, amendments to published standards and interpretations to existing standards are not expected to have a material impact on the financial statements of the Group.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

A2 Seasonal and Cyclical Factors

The Group's plantation operations are affected by seasonal crop production, weather conditions and fluctuating commodity prices.

A3 Unusual Items due to Their Nature, Size or Incidence

Pursuant to the successful listing of the wholly owned subsidiary ELK-Desa Resources Bhd referred to in Note B6, the Group's investment in that subsidiary has been distributed or sold. In accordance with the Group's accounting policy, the carrying value at the end of the reporting period has been adjusted by RM12.6 mil to reflect the offer price for restricted offer for sale and the Initial Public Offer (IPO) price of RM1.16 per share of ELK-Desa Resources Bhd. Subsequently, a RM100.3 mil dividend in specie has been distributed to the shareholders and proceed of RM15.7 mil was recognised from the restricted offer for sale.

Except for the above, there were no unusual items that may affect the amount stated in the interim financial statements for the current financial quarter under review.

A4 Change in Estimates

There were no changes in estimates that have material effect in the current financial quarter results.

A5 Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

During the quarter under review, there were no issuance and repayment of debt and equity securities, share buy-back, share cancellations and resale of treasury shares.

A6 Dividend Paid

On 31 October 2012, the Company paid a single-tier final dividend of 2.5 sen per RM0.25 share on 865,065,461 ordinary shares amounting to RM21.6 mil. The dividend, which was in respect of the financial year ended 31 March 2012 was approved by the members at the AGM.

On 14 December 2012, due to the successful listing of the wholly owned subsidiary ELK-Desa Resources Bhd, a total of 86,497,815 ordinary shares in ELK-Desa Resources Bhd amounting to RM100.3 mil which is equivalent to 11.6 sen per RM0.25 share were distributed as dividend in specie to the shareholders on the basis of one (1) ordinary share in ELK-Desa Resources Bhd for every ten (10) ordinary shares held in Unico-Desa Plantations Bhd on 19 November 2012.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

A7 Segment Reporting

Segment reporting for the period-to-date ended 31.12.2012

| | Plantations | Hire Purchase | Group |
|--|-------------|------------------|----------|
| | (Continuing | (Discontinued | |
| | Operations) | Operations) | |
| | RM'000 | RM'000 | RM'000 |
| | | | |
| Revenue | 128,705 | 27,186 | 155,891 |
| | | | |
| Profit from operations | 31,336 | 17,266 | 48,601 |
| Finance cost | (1,495) | (2,074) | (3,569) |
| Profit before taxation | 29,841 | 15,192 | 45,032 |
| Taxation | (8,057) | (3,790) | (11,847) |
| Net profit | 21,784 | 11,402 | 33,185 |
| Adjustment to reflect the Initial | | | |
| Public Offer price | - | (12,566) | (12,566) |
| Profit/(Loss) for the financial period | 21,784 | (1,164) | 20,620 |

Segment reporting for the period-to-date ended 31.12.2011

| | Plantations | Hire Purchase | Group |
|---------------------------------|-------------|------------------|----------|
| | (Continuing | (Discontinued | |
| | Operations) | Operations) | |
| | RM'000 | RM'000 | RM'000 |
| Revenue | 202,866 | 28,507 | 231,373 |
| | | | |
| Profit from operations | 67,974 | 17,745 | 85,719 |
| Finance cost | (2,388) | (2,353) | (4,741) |
| Profit before taxation | 65,586 | 15,392 | 80,978 |
| Taxation | (17,273) | (3,890) | (21,163) |
| Profit for the financial period | 48,313 | 11,502 | 59,815 |

A8 Subsequent Events

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

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

A9 Changes in the Composition of the Group

For the current financial quarter under review, there were no changes in the composition of the Group except for the following:-

On 18 December 2012, ELK-Desa Resources Bhd ceased to be the subsidiary of Unico-Desa Plantations Bhd with its successful listing on the Main Market of Bursa Malaysia Securities Berhad.

A10 Changes in Contingent Liabilities and Contingent Assets

There were no contingent liabilities or contingent assets since the last statement of financial position as at 31 March 2012.

A11 Capital Commitments

Capital commitments not provided for in the consolidated interim financial statements are as follows:

| | 31.12.2012 RM'000 | 31.12.2011 RM'000 |
|---|----------------------|----------------------|
| Property, plant and equipment: Authorised and contracted | 3,419 | 5,587 |

A12 Related Party Disclosures

There was no significant related party transaction during the current financial quarter.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B1 Review Of Performance

The performance of the Group continuing operations are as below:-

Plantations Segment (Continuing Operations)

Profit before tax (PBT) decreased by 23% to RM16.1 mil (FY2013-Q3) as compared to RM20.9 mil (FY2012-Q3) was mainly due to depressed oil palm commodities price. However, the effect due to the lower oil palm commodities price was mitigated by higher internal FFB production.

| | Individual Quarter | | Cumulative Quarters | |
|-------------------------------------|--------------------|------------|---------------------|------------|
| | 3 Months Ended | | 9 Months Ended | |
| | 31.12.2012 | 31.12.2011 | 31.12.2012 | 31.12.2011 |
| | RM'mil | RM'mil | RM'mil | RM'mil |
| Revenue | | | | |
| Plantations (Continuing Operations) | 49.2 | 65.1 | 128.7 | 202.9 |
| Profit before tax | | | | |
| Plantations (Continuing Operations) | 16.1 | 20.9 | 29.8 | 65.6 |
| FFB Statistic | | | | |
| FFB - Internal (mt) | 72,934 | 68,840 | 167,520 | 202,751 |
| FFB - External (mt) | 24,350 | 26,511 | 53,870 | 89,621 |
| | 97,284 | 95,351 | 221,390 | 292,372 |
| Other Statistics | | | | |
| CPO produced (mt) | 19,762 | 19,575 | 45,263 | 60,116 |
| PK produced (mt) | 4,703 | 4,516 | 10,485 | 13,601 |
| OER (%) | 20.31 | 20.53 | 20.45 | 20.56 |
| KER (%) | 4.83 | 4.74 | 4.74 | 4.65 |
| CPO average selling price (RM/mt) | 2,522 | 2,964 | 2,823 | 3,098 |
| PK average selling price (RM/mt) | 1,067 | 1,622 | 1,420 | 2,036 |

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B2 Comparison of Results with Preceding Quarter

The performance of the Group continuing operations are as below:-

Plantations Segment (Continuing Operations)

Profit before tax increased by 193% from RM5.5 mil to RM16.1 mil was mainly due to higher internal FFB production.

| | Individual Quarter 3 Months Ended | | |
|---|-----------------------------------|--------|--|
| | 31.12.2012 30.09.20 RM'mil RM' | | |
| Revenue Plantations (Continuing Operations) | 49.2 | 37.5 | |
| Profit before tax Plantations (Continuing Operations) | 16.1 | 5.5 | |
| FFB Statistic | | | |
| FFB - Internal (mt) | 72,934 | 50,578 | |
| FFB - External (mt) | 24,350 | 16,823 | |
| | 97,284 | 67,401 | |
| Other Statistics | | | |
| CPO produced (mt) | 19,762 | 13,836 | |
| PK produced (mt) | 4,703 | 2,977 | |
| OER (%) | 20.31 | 20.53 | |
| KER (%) | 4.83 | 4.42 | |
| CPO average selling price (RM/mt) | 2,522 | 2,947 | |
| PK average selling price (RM/mt) | 1,067 | 1,528 | |

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B3 Prospects and Outlook

The overall profitability of our plantations segment are very much dependent on crude palm oil prices and also biological aspect of the palm which are mainly not within our control.

In general, the oil palm industry in Sabah has registered a significant decrease in FFB yield as the palm has entered a less productive point in their cycle after a series of bumper crop in the previous years.

The Group's profit for the current financial year will not be able to match previous year profit due to the depressed oil palm commodities price and lower FFB yield. In addition, after the successful listing of ELK-Desa Resources Bhd, the hire purchase segment has ceased to contribute to the Group's profit.

B4 Profit Forecasts

The Group did not issue any profit forecasts for the period under review.

B5 Taxation

Tax charge for the quarter and financial period ended 31 December 2012 are set out below:

| | 3 months ended | 9 months ended |
|--|----------------|----------------|
| | 31.12.2012 | 31.12.2012 |
| | RM'000 | RM'000 |
| Plantation Segment (Continuing Operations) | | |
| - Income Tax | 4,345 | 8,507 |
| - Deferred Taxation | 14 | (450) |
| | 4,359 | 8,057 |

The effective tax rate of the Group for the current period was higher than the statutory tax rate due to certain expenses are not deductible for tax purposes.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B6 Status of Corporate Proposals Announced

We refer to the announcements dated 19 July 2011, 18 November 2011, 27 April 2012, 15 May 2012, 18 September 2012, 3 October 2012, 8 October 2012, 24 October 2012, 1 November 2012, 12 November 2012, 12 December 2012, 14 December 2012 and 18 December 2012 made in relation to the Proposals.

- (i) Proposed distribution of 86,506,546 ordinary shares in its wholly-owned subsidiary company, ELK-Desa Resources Berhad ("ELK-Desa Resources") to all shareholders of Unico-Desa by way of dividend in specie on the basis of one (1) ordinary share in ELK-Desa Resources for every ten (10) ordinary shares held in Unico-Desa at an entitlement date to be determined ("Proposed Distribution");
- (ii) Proposed non-renounceable restricted offer for sale of the remaining shares in ELK-Desa Resources after the Proposed Distribution on a pro rata basis to all shareholders of Unico-Desa at an entitlement date pursuant to the proposed listing of ELK-Desa Resources; and
- (iii) Proposed listing of ELK-Desa Resources on the Main Market of Bursa Malaysia Securities Berhad ("Proposed Listing").

(Collectively referred to as the "Proposals")

On 27 April 2012, MIDF Amanah Investment Bank Berhad has submitted on behalf of ELK-Desa Resources, a wholly-owned subsidiary company of Unico-Desa, the applications in relation to the Proposed Listing to the Securities Commission ("SC"), Take-Overs and Mergers Division of the SC, the Ministry of International Trade and Industry and Bursa Malaysia Securities Berhad.

On 27 April 2012, an application for the Proposed Distribution has also been submitted to the SC.

On 9 May 2012, the Ministry of International Trade and Industry has approved the Proposals.

On 14 September 2012, the SC has vide its letter approved the Proposed Distribution cum Listing under subsection 212(5) of the Capital Market and Services Act 2007 ("CMSA") and the equity requirement for the public companies, subject to the conditions as attached in the 18 September 2012 announcement. In addition, the listing prospectus of ELK-Desa Resources has been approved-in-principle for registration.

On 3 October 2012, the Board of Directors of Unico-Desa has resolved the following:

- (i) the non-renounceable restricted offer for sale of 13,493,454 ordinary shares of RM1.00 each in ELK-Desa Resources will be offered at an offer price of RM1.16 per share; and
- (ii) the public issue of 25,000,000 new ordinary shares of RM1.00 each in ELK-Desa Resources in relation to the Listing will be issued at an issue price of RM1.16 per share.

On 4 October 2012, the Bursa Malaysia Securities Berhad has vide its letter approved the admission to the Official List and the listing and quotation of the entire issued and paid-up share capital of ELK-Desa Resources of RM125,000,000 comprising 125,000,000 ordinary shares of RM1.00 each in ELK-Desa Resources on the "Finance" sector of the Main Market of Bursa Malaysia Securities Berhad.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B6 Status of Corporate Proposals Announced (cont'd)

On 24 October 2012, ELK-Desa Resources had executed an underwriting agreement with MIDF Amanah Investment Bank Bhd and JF Apex Securities Berhad to underwrite 25,000,000 ELK-Desa Resources shares which comprise 20.0% of the total ELK-Desa Resources shares to be issued pursuant to the Listing.

On 1 November 2012, the Company has announced the entitlement date for the proposed distribution and restricted offer for sale.

On 12 November 2012, the prospectus in relation to the Proposals has been duly registered with the Securities Commission and lodged wih the Registrar of Companies. On the even date, the company has also announced the important relevant dates for the restricted offer for sale.

On 21 November 2012, the Company has announced that the prospectus in relation to the listing of ELK-Desa Resources has been despatched.

On 18 December 2012, the Proposals has been completed following the admission of ELK-Desa Resources to the Official List of Bursa Securities and the listing of and quotation for the entire issued and paid-up share capital of ELK-Desa Resources on the Main Market of Bursa Malaysia Securities Berhad.

Accordingly, ELK-Desa Resources Bhd ceased to be a subsidiary of Unico-Desa Plantations Bhd.

Please refer to our Company website or the Bursa Malaysia announcements website for details.

Other than the above, there are no corporate proposals announced as at the date of this report.

B7 Group Borrowings

| | | As at 31.12.2012 RM'000 | As at 31.03.2012 RM'000 |
|--|--|-------------------------------|----------------------------|
| Plantations Segment (Continuing Operations) Bank Overdraft | | - | 72 |
| Term Loans | - within 1 year - later than 1 year | 15,750 28,314 44,064 | 23,864 16,848 40,712 |
| | | 44,064 | 40,784 |

All borrowings as at 31 December 2012 were secured.

The Group does not have any borrowings that are denominated in foreign currency.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B8 Pending Material Litigation

PETITION AND SUMMONS FOR DIRECTIONS SERVED ON UNICO-DESA PLANTATIONS BERHAD - KUALA LUMPUR HIGH COURT (COMMERCIAL DIVISION) SUIT NO. D-26-39-2009

Reference is made to the Company's announcements dated 8 July 2009 and 10 July 2009 in respect of the above matter.

On 8 July 2011, the petition was dismissed with costs of RM100,000 to the Company, RM100,000 to the 10th Respondent and RM200,000 to the 3rd to 8th and 11th Respondents collectively.

The Court found, amongst others, that:-

- (a) the impugned transactions are regular and are not tainted with illegality; and
- (b) the Petitioners' claim is baseless and devoid of any merit.

A notice of appeal was served on the Company on 22 July 2011 and the appeal has been fixed for hearing on 25 January 2013.

On 23 January 2013, the Company has been served with a Notice of Discontinuance by the Petitioners' solicitors with respect to the Notice of Appeal filed by the Petitioners' solicitors on 22 July 2011 in relation to the judgement of 8 July 2011 by the High Court of Malaya. The hearing date for the said appeal which was fixed for 25.01.2013 has been vacated.

As such, there are no material litigations pending as at the report date.

B9 Dividend

Pursuant to the distribution of dividend in specie as announced on 1 November 2012, a total of 86,497,815 ordinary shares in ELK-Desa Resources Bhd amounting to RM100.3 mil which is equivalent to 11.6 sen per RM0.25 share were distributed as dividend in specie on 14 December 2012. (2012: Single tier Interim dividend of 2.0 sen)

Other than the above, no interim dividend has been declared for the currrent financial quarter ended 31 December 2012.

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B10 Earnings Per Share

Basic Earnings Per Share is calculated by dividing the Group's net profit by the number of ordinary shares in issue during the financial year.

| | Quarter ended 31.12.2012 | Quarter ended 31.12.2011 | Year to date ended 31.12.2012 | Year to date ended 31.12.2011 |
|---|-----------------------------|--------------------------|-------------------------------------|-------------------------------------|
| Profit after taxation from continuing operations (RM'000) | 11,787 | 14,677 | 21,784 | 48,313 |
| Profit after taxation from discontinued operations (RM'000) | - | 3,484 | (1,164) | 11,502 |
| Weighted average number of ordinary shares (units) | 865,065,461 | 865,065,461 | 865,065,461 | 865,065,461 |
| Basic earnings per share (sen) | | | | |
| From continuing operations | 1.36 | 1.70 | 2.52 | 5.58 |
| From discontinued operations | | 0.40 | (0.13) | 1.33 |
| | 1.36 | 2.10 | 2.39 | 6.91 |

B11 Audit Report For The Preceding Annual Financial Statements

The audited financial statements of the Group for the preceding financial year ended 31 March 2012 was not qualified.

B12 Note to the Statement of Comprehensive Income

| | 3 months ended | 9 months ended |
|---|----------------|----------------|
| | 31.12.2012 | 31.12.2012 |
| | RM'000 | RM'000 |
| | | |
| Charging/(crediting): | | |
| (a) Interest Income | (101) | (338) |
| (b) Other income including investment income | (73) | (631) |
| (c) Interest expense | 1,027 | 3,569 |
| (d) Depreciation and amortization | 2,014 | 6,053 |
| (e) Impairment allowance on hire purchase receivables | 1,354 | 4,200 |
| (f) inventories written down | 154 | 44 |
| (g) Gain or loss on disposal of quoted or unquoted | _ | _ |
| investment or properties | _ | _ |
| (h) Impairment of assets | (137) | 13 |
| (i) Foreign exchange gain or loss | N/A | N/A |
| (j) Gain or loss on derivatives | N/A | N/A |
| (k) Exceptional items | 2,731 | 12,566 |

Notes to the Interim Financial Statements for the third quarter ended 31 December 2012

B13 Retained Earnings

The following analysis of realised and unrealised retained earnings is prepared in accordance with the guidance issued by the Malaysian Institute of Accountants in the prescribed format by Bursa Malaysia Securities Berhad.

| | As at | As at |
|---|------------|------------|
| | 31.12.2012 | 31.03.2012 |
| | RM'000 | RM'000 |
| Total retained earnings of the Group and its subsidiaries | | |
| - Realised | 113,317 | 247,278 |
| - Unrealised | (6,994) | (4,966) |
| | 106,323 | 242,312 |
| Consolidation adjustments | (60,261) | (95,670) |
| Total retained earnings | 46,062 | 146,642 |