

RIMBUNAN SAWIT BERHAD
(Company No. 691393-U)
No. 85 & 86, Pusat Suria Permata, Jalan Upper Lanang 12A, 96000 Sibu, Sarawak, Malaysia Telephone No.: 084-218555 Facsimile No.: 084-219555 Email: rsb@rsb.com.my

Interim Financial Statements

For the 2nd Quarter Ended 28 February 2010

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(Company No. 691393-U)

No. 85 & 86, Pusat Suria Permata, Jalan Upper Lanang 12A, 96000 Sibu, Sarawak, Malaysia Telephone No.: 084-218555 Facsimile No.: 084-219555 Email: rsb@rsb.com.my

Condensed Consolidated Income Statements

For the 2nd Quarter Ended 28 February 2010

| | Individual quarter 3 months ended | | Cumulativ 6 months | - |
|-----------------------------------|--------------------------------------|---------------------|-----------------------|----------------------|
| | 28.02.2010 28.02.2009 28.02.2010 | | 28.02.2010 RM'000 | 28.02.2009 DM:000 |
| | RM'000 | RM'000 Re-stated | KIVI UUU | RM'000 Re-stated |
| Revenue | 48,077 | 32,353 | 95,734 | 75,052 |
| Cost of sales | (31,610) | (24,313) | (61,136) | (57,829) |
| Gross profit | 16,467 | 8,040 | 34,598 | 17,223 |
| Other operating income | 192 | 407 | 459 | 1,532 |
| Distribution costs | (2,503) | (2,085) | (5,036) | (4,697) |
| Administrative and other expenses | (2,356) | (1,468) | (3,768) | (2,894) |
| Finance costs | (2,077) | (2,293) | (4,349) | (4,568) |
| Profit before taxation | 9,723 | 2,601 | 21,904 | 6,596 |
| Income tax expense | (2,530) | (663) | (5,715) | (1,670) |
| Profit after taxation | 7,193 | 1,938 | 16,189 | 4,926 |

Earnings per share attributable to equity holders of the Company (sen): -

| Basic earnings per share | 5.61 | 1.51 | 12.62 | 3.84 |
|----------------------------|------|------|-------|------|
| Diluted earnings per share | N/A | N/A | N/A | N/A |

The condensed consolidated income statements should be read in conjunction with the audited financial statements for the financial year ended 31 August 2009 and the accompanying explanatory notes attached to the interim financial statements.



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Condensed Consolidated Balance Sheet

As At 28 February 2010

| | As at end of current quarter 28.02.2010 (Unaudited) RM'000 | As at preceding financial year ended 31.08.2009 (Re-stated) RM'000 |
|---|---|---|
| ASSETS | | |
| Non-current assets | | |
| Property, plant and equipment | 80,370 | 81,393 |
| Biological assets | 111,868 | 109,332 |
| Prepaid lease rentals | 22,753 | 22,954 |
| Intangible assets | 29,064 | 29,103 |
| Deferred tax assets | 1,928 | 2,868 |
| | 245,983 | 245,650 |
| Current assets Inventories Trade and other receivables Tax recoverable Fixed deposits with licensed banks Islamic deposits Cash and bank balances TOTAL ASSETS | 4,692 13,128 101 7,396 466 25,783 271,766 | 5,575 17,287 71 26,300 7,273 17,330 73,836 319,486 |
| EQUITY AND LIABILITIES | | |
| Equity attributable to equity holders of the Company | | |
| Share capital | 64,133 | 64,133 |
| Reserves | 3,444 | 49,216 |
| Total equity | 67,577 | 113,349 |
| Non-current liabilities | | |
| Borrowings | 118,350 | 121,850 |
| Deferred tax liabilities | 19,699 | 18,835 |
| | 138,049 | 140,685 |



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Condensed Consolidated Balance Sheet (Cont'd)

As At 28 February 2010

| | As at end of current quarter 28.02.2010 (Unaudited) RM'000 | As at preceding financial year ended 31.08.2009 (Re-stated) RM'000 |
|--|---|---|
| Current liabilities | | |
| Trade and other payables | 30,423 | 27,050 |
| Bank overdraft | 1,238 | 3,123 |
| Borrowings | 31,250 | 34,100 |
| Taxation | 3,229 | 1,179 |
| | 66,140 | 65,452 |
| Total liabilities | 204,189 | 206,137 |
| TOTAL EQUITY AND LIABILITIES | 271,766 | 319,486 |
| Net assets per share attributable to ordinary equity holders of the Company (RM) | 0.53 | 0.88 |

The condensed consolidated balance sheet should be read in conjunction with the audited financial statements for the financial year ended 31 August 2009 and the accompanying explanatory notes attached to the interim financial statements.



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Condensed Consolidated Statement of Changes in Equity

For the Six-Month Period Ended 28 February 2010

| | Share capital RM'000 | < Non-Distri Share premium RM'000 | butable> Merger reserves RM'000 | Distributable Retained profits RM'000 | Total RM'000 |
|--|----------------------------|--|--|--|-----------------|
| 6 months ended 28.02.2010 | | | | | |
| At 1 September 2009 -As previously stated -Adjustment for common control | 64,133 | 6,866 | (44,631) | 61,448 | 87,816 |
| business combinations | - | - | 25,779 | (246) | 25,533 |
| At 1 September 2009(Re-stated) | 64,133 | 6,866 | (18,852) | 61,202 | 113,349 |
| Consideration for common control business combinations | _ | - | (58,594) | - | (58,594) |
| Dividend | - | - | - | (3,367) | (3,367) |
| Profit for the period | | - | - | 16,189 | 16,189 |
| At 28 February 2010 | 64,133 | 6,866 | (77,446) | 74,024 | 67,577 |
| 6 months ended 28.02.2009 | | | | | |
| At 1 September 2008 -As previously stated -Adjustment for common control | 64,133 | 6,866 | (44,631) | 52,627 | 78,995 |
| business combinations | - | - | 25,779 | (227) | 25,552 |
| At 1 September 2008(Re-stated) | 64,133 | 6,866 | (18,852) | 52,400 | 104,547 |
| Dividend | - | - | - | (4,810) | (4,810) |
| Profit for the period | - | - | - | 4,926 | 4,926 |

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the financial year ended 31 August 2009 and the accompanying explanatory notes attached to the interim financial statements.

6,866

(18,852)

64,133

At 28 February 2009 (Re-stated)

104,663

52,516



RIMBUNAN SAWIT BERHAD
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Condensed Consolidated Cash Flow Statement

For the Six-Month Period Ended 28 February 2010

| 6 months Cash 22,0200 RM 7000 28,02,2010 RM 7000 RM 7000 Re-stated Cash Flows from Operating Activities Profit before taxation 21,904 6,596 Adjustments for: - - - Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Amortisation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest income (166) (483) Interest income (166) (483) Property, plant and equipment written off 1 (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease (increase) in receivables 4,158 (12,758) Incress (decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest paid 4 4 4 | | | | |
|--|---|----------|-----------|--|
| RM'000 Re-stated Cash Flows from Operating Activities Profit before taxation 21,904 6,596 Adjustments for: - - Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159 Operating profit before working capital changes 33,528 17,723 Decrease (increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) ope | | | | |
| Re-stated Cash Flows from Operating Activities Profit before taxation 21,904 6,596 Adjustments for: - - Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4 (4) Value (4,084)< | | | | |
| Cash Flows from Operating Activities Profit before taxation 21,904 6,596 Adjustments for: - - Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,80) (4,984) | | KM1′000 | | |
| Profit before taxation 21,904 6,596 Adjustments for: - - Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,080) (4,084) Net cash provided by/(used in) operating activities 36,847 <th>Cook Flows from Operating Activities</th> <th></th> <th>Re-stated</th> | Cook Flows from Operating Activities | | Re-stated | |
| Adjustments for: - Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) | | 21.004 | 6.506 | |
| Amortisation of biological assets 2,399 2,336 Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Value (4) (4) Tax paid (4) (4) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities | Profit before taxation | 21,904 | 6,596 | |
| Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 | Adjustments for: - | | | |
| Amortisation of intangible assets 32 36 Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 | Amortisation of biological assets | 2,399 | 2,336 | |
| Depreciation of property, plant and equipment 4,946 4,719 Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease (increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Vet cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 | | 32 | 36 | |
| Land lease rentals 110 110 Interest expenses 4,349 4,568 Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tay paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities 4(4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | | 4,946 | 4,719 | |
| Interest income (166) (483) Property, plant and equipment written off 1 - Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Land lease rentals | 110 | 110 | |
| Property, plant and equipment written off Profit on disposal of property, plant and equipment Operating profit before working capital changes Decrease in inventories Decrease/(increase) in receivables Increase/(decrease) in payables Cash generated from operations Interest received Interest received Interest paid Inter | Interest expenses | 4,349 | 4,568 | |
| Profit on disposal of property, plant and equipment (47) (159) Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Interest income | (166) | (483) | |
| Operating profit before working capital changes 33,528 17,723 Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Property, plant and equipment written off | 1 | = | |
| Decrease in inventories 883 10,221 Decrease/(increase) in receivables 4,158 (12,758) Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Profit on disposal of property, plant and equipment | (47) | (159) | |
| Decrease/(increase) in receivables Increase/(decrease) in payables Cash generated from operations Interest received Interest paid Interest p | Operating profit before working capital changes | 33,528 | 17,723 | |
| Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment (332 179) Consideration paid for the common control business combinations (58,594) - | Decrease in inventories | 883 | 10,221 | |
| Increase/(decrease) in payables 6 (13,322) Cash generated from operations 38,575 1,864 Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Decrease/(increase) in receivables | 4,158 | (12,758) | |
| Interest received 166 483 Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Increase/(decrease) in payables | 6 | (13,322) | |
| Interest paid (4) (4) Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Cash generated from operations | 38,575 | 1,864 | |
| Tax paid (1,890) (4,084) Net cash provided by/(used in) operating activities 36,847 (1,741) Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Interest received | 166 | 483 | |
| Net cash provided by/(used in) operating activities Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Interest paid | (4) | (4) | |
| Cash Flows from Investing Activities Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Tax paid | (1,890) | (4,084) | |
| Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Net cash provided by/(used in) operating activities | 36,847 | (1,741) | |
| Purchase of property, plant and equipment (4,565) (11,016) Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | | | | |
| Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Cash Flows from Investing Activities | | | |
| Additions to biological assets (4,480) (3,394) Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | Purchase of property, plant and equipment | (4,565) | (11,016) | |
| Proceed from disposal of property, plant and equipment 332 179 Consideration paid for the common control business combinations (58,594) - | | | | |
| Consideration paid for the common control business combinations (58,594) | | * ' ' | | |
| combinations (58,594) - | | | | |
| Net cash used in investing activities (67,307) (14,231) | | (58,594) | - | |
| | Net cash used in investing activities | (67,307) | (14,231) | |



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Condensed Consolidated Cash Flow Statement (Cont'd)

For the Six-Month Period Ended 28 February 2010

| | 6 months ended | | |
|--|---------------------------------------|-----------------------------------|--|
| | 28.02.2010 RM'000 | 28.02.2009 RM'000 Re-stated | |
| Cash Flows from Financing Activities | | | |
| Payment of interest on HP, loan and Islamic securities | (4,345) | (4,564) | |
| Repayment of hire purchase liabilities | · · · · · · · · · · · · · · · · · · · | (39) | |
| Repayment of term loans | (1,350) | - | |
| Net (repayment)/drawdown of the Islamic securities | (5,000) | 15,000 | |
| Islamic deposits held on trust for investors | (123) | 9,548 | |
| Net cash (used in)/provided by financing activities | (10,818) | 19,945 | |
| Net (decrease)/increase in cash and cash equivalents | (41,278) | 3,973 | |
| Cash and cash equivalents at beginning of financial year | 40,505 | 20,798 | |
| Cash and cash equivalents at end of financial period | (773) | 24,771 | |

Cash and cash equivalents at the end of the financial period comprise the followings: -

| As at 28.02.2010 RM'000 | As at 28.02.2009 RM'000 Re-stated |
|-------------------------------|--|
| 466 | 7,240 |
| (1,238) | (1,598) |
| 7,396 | 10,800 |
| - | 19,130 |
| 6,624 | 35,572 |
| (1) | (1) |
| (7,396) | (10,800) |
| (773) | 24,771 |
| | 28.02.2010 RM'000 466 (1,238) 7,396 - - 6,624 (1) (7,396) |

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the financial year ended 31 August 2009 and the accompanying explanatory notes attached to the interim financial statements.



(Company No. 691393-U)

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Part A - Explanatory Notes Pursuant to FRS 134

A1 Basis of Preparation

The unaudited interim financial statements have been prepared in accordance with FRS 134: Interim Financial Reporting and Chapter 9 Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 August 2009. 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 financial year ended 31 August 2009.

The significant accounting policies and methods of computation adopted by the Group in the interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended 31 August 2009.

A2 Comments about Seasonality or Cyclicality of Operations

The prices for the Group's products are not within the control of the Group but are determined by the global supply and demand situation for edible oils.

Crop production is affected by weather conditions and the age of palms.

The prices obtainable for the Group's products as well as the volume of production will determine the profits for the Group.

A3 Unusual Items due to Their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current quarter and the financial year-to-date.

A4 Changes in Estimates

There were no changes in estimates that have had a material effect in the current quarter and the financial year-to-date results.

A5 Debt and Equity Securities

Saved as disclosed below, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the 3-month financial period ended 28 February 2010:

Sukuk Ijarah Commercial Paper

The Group redeemed borrowing of RM15 million of Sukuk Ijarah Commercial Paper (CP) and issued RM5 million of CP on 25 February 2010.



(Company No. 691393-U) No. 85 & 86 Pusat Suria Per

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Part A – Explanatory Notes Pursuant to FRS 134 (Cont'd)

A6 Dividends Paid

No dividend was paid for the 3-month financial period ended 28 February 2010.

A7 Segmental Information

The Group operates solely in Malaysia and the Group's predominant activities are cultivation of oil palm and milling operations, which are within a single business segment. Therefore, segmental reporting is deemed not necessary.

A8 Property, Plant and Equipment

(a) Acquisitions and Disposals

During the 3-month financial period ended 28 February 2010, the Group acquired items of property, plant and equipment with a total cost of RM2.9 million.

The Group disposed items of property, plant and equipment with a total cost of RM351,501 during the 3-month financial period ended 28 February 2010.

(b) Impairment Losses

Neither loss from impairment of property, plant and equipment nor reversal of such impairment losses were recognised during the 3-month financial period ended 28 February 2010.

(c) Valuations

As at 28 February 2010, the Group did not have any revalued assets.

A9 Subsequent Events

There were no other material events after the period end that had not been reflected in the financial statements for the financial period ended 28 February 2010.

A10 Changes in Composition of Group

On 22 December 2009, the Company purchased 85% equity interest in Woodijaya Sdn. Bhd. ("WDJ") and 100% equity interest in Lumiera Enterprise Sdn. Bhd. ("LME"), private limited liability companies incorporated in Malaysia which are involved in the oil palm plantation, at a total consideration of RM58,594,000. The consideration for the business combination was determined with reference to the results of the business valuation using the discounted cash flow method.

Since the Group and the two companies were under the common control of the controlling parties of the Group prior to the business combination, the purchase of the equity interest in WDJ and LME is considered as a business combination of entities under common control, which has been accounted for using merger accounting.



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Part A – Explanatory Notes Pursuant to FRS 134 (Cont'd)

A10 Changes in Composition of Group (Cont'd)

The following tables summarize the combined financial position and results of operations of the Group, WDJ and LME as at and for the financial periods ended 28 February 2010 and 31 August 2009 to reflect the impact of the effect of common control business combination:-

| At 28 February 2 | 20 | 1 | U |
|------------------|----|---|---|
|------------------|----|---|---|

| • | The Group | | T! | | The Group |
|------------------------------|----------------------|-----------|-----------------------|--------------|---------------------|
| | (before the business | Woodijaya | Lumiera Enterprise | | (after the business |
| | combination) | Sdn. Bhd. | Sdn. Bhd. | Eliminations | combination) |
| | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) |
| Financial position:- | | | | | |
| Non-current assets | 266,551 | 5,562 | 7,502 | (33,632) | 245,983 |
| Current assets | 25,073 | 2,560 | 1 | (1,851) | 25,783 |
| Total assets | 291,624 | 8,122 | 7,503 | (35,483) | 271,766 |
| Non-current liabilities | 136,049 | 2,000 | - | - | 138,049 |
| Current liabilities | 57,257 | 6,348 | 6,703 | (4,168) | 66,140 |
| Total Liabilities | 193,306 | 8,348 | 6,703 | (4,168) | 204,189 |
| Net assets/(liabilities) | 98,318 | (226) | 800 | (31,315) | 67,577 |
| Results of operations:- | | | | | |
| Revenue | 95,734 | _ | - | - | 95,734 |
| Profit/(loss) for the period | 16,185 | 15 | (11) | - | 16,189 |
| Basic earnings per ordinary | | | ` ′ | | |
| share | 12.62 | - | - | - | 12.62 |

At 31 August 2009

| At 31 August 2009 | The Group (before the business combination) RM('000) | Woodijaya Sdn. Bhd. RM('000) | Lumiera Enterprise Sdn. Bhd. RM('000) | Eliminations RM('000) | The Group (after the business combination) RM('000) |
|-------------------------------|--|------------------------------------|--|--------------------------|---|
| Financial position:- | | | | | |
| Non-current assets | 208,703 | 4,189 | 6,995 | 25,762 | 245,649 |
| Current assets | 73,834 | 2 | - | - | 73,836 |
| Total assets | 282,537 | 4,191 | 6,995 | 25,762 | 319,485 |
| Non-current liabilities | 138,684 | 2,000 | - | - | 140,684 |
| Current liabilities | 56,035 | 2,432 | 6,985 | - | 65,452 |
| Total Liabilities | 194,719 | 4,432 | 6,985 | - | 206,136 |
| Net assets/ (liabilities) | 87,818 | (241) | 10 | 25,762 | 113,349 |
| Results of operations:- | | | | | |
| Revenue | 151,890 | - | - | - | 151,890 |
| Profit/ (loss) for the period | 13,631 | (29) | 10 | - | 13,612 |
| Basic earnings per ordinary | | | | | |
| share | 10.63 | - | - | - | 10.61 |



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Part A – Explanatory Notes Pursuant to FRS 134 (Cont'd)

A11 **Contingent Liabilities and Contingent Assets**

As at 19 April 2010, there were no material contingent liabilities or contingent assets which, upon being enforceable, might have a material impact on the financial position or business of the Group.

A12 **Capital Commitment**

Save as disclosed below, as at 19 April 2010, there was no material commitment for capital expenditure contracted for or known to be contracted by the Group which might have a material impact on the financial position or business of the Group: -

| | KM 000 |
|--|--------|
| Approved and contracted for Approved but not contracted for | 1,042 |
| | 1,042 |

A13 **Related Party Transactions**

| | 3 months ended | | 6 months ended | |
|--|----------------------|-------------------------------------|----------------------|------------------------------------|
| | 28.02.2010 RM'000 | 28.02.2009 RM'000 (Re-stated) | 28.02.2010 RM'000 | 28.02.2009 RM'000 (Restated) |
| Purchase of fresh fruit bunches | 5,623 | 2,825 | 12,222 | 6,628 |
| Purchase of fertilizer and chemical | 1,203 | 151 | 4,197 | 5,195 |
| Purchase of diesel | 754 | 1,037 | 1,600 | 2,709 |
| Purchase of spare parts, harvesting and | 134 | 1,037 | 1,000 | 2,709 |
| weeding tools, repair and maintenance | 770 | 1,261 | 1,758 | 2,971 |
| Insurance premium charged | 306 | 204 | 411 | 352 |
| Transportation | 1,444 | 626 | 3,228 | 1,373 |
| Sales of fresh fruit bunches | 2,995 | 1,322 | 7,268 | 3,210 |
| Project development contract | 74 | 171 | 249 | 499 |
| Recruitment charges | 49 | 371 | 86 | 371 |
| Sales of seedlings | _ | 101 | 64 | 101 |
| Land development, field maintenance and management charges | 3,694 | 2,531 | 4,767 | 3,145 |
| Machinery and motor vehicle rental | 321 | - | 372 | - |
| Interest paid | 260 | 326 | 613 | 657 |
| Purchases of motor vehicle | 191 | _ | 514 | _ |
| Purchases of equipments | - | - | 29 | - |
| Purchases of shophouse | | - | - | 750 |

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Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

B1 Review of Performance

The Group registered a total revenue of RM48.08 million for the current quarter, representing an increase of 48.60% as compared with RM32.35 million reported in the previous corresponding quarter. The increase of RM15.73 million was mainly attributed to the higher average CPO and PK prices realised during the period. With the increase in total revenue, the Group registered a profit before tax of RM9.72 million in current quarter, which was higher by 273.80% as compared to RM2.60 million for the same corresponding quarter last year. This substantial increase in profit was mainly due to higher commodity prices, at an average of 49.06% increase in CPO prices.

B2 Material Change in Profit Before Taxation For The Quarter Compared To Immediate Preceding Quarter

For the current quarter under review, the Group recorded a profit before taxation of RM9.72 million as compared to RM12.17 million in the preceding quarter. The lower profit resulted mainly from the drop of 25.52% in volume of FFB production during the quarter under review compared to that of immediate preceding quarter.

B3 Commentary on Prospects

The Group's prospects for the remaining quarter are largely dependent on the development in the world edible oil and related market, world economic movement and their corresponding effect on CPO prices. Barring any unforeseen circumstances, the Directors are of the opinion that the Group's performance for the remaining quarters is expected to remain stable subject to a stable market for crude oil and global oils and fats.

B4 Actual Profit Against Profit Forecast And Profit Guarantee

The Group did not issue any profit forecast and profit guarantee.

B5 Income Tax Expense

| | 3 month | ıs ended | 6 months ended | | |
|--------------------------|----------------------|----------------------|----------------------|----------------------|--|
| | 28.02.2010 RM'000 | 28.02.2009 RM'000 | 28.02.2010 RM'000 | 28.02.2009 RM'000 | |
| Current tax | 1,940 | 625 | 3,910 | 885 | |
| Deferred tax | 590 | 38 | 1,805 | 785 | |
| Total income tax expense | 2,530 | 663 | 5,715 | 1,670 | |

B6 Sales of Unquoted Investments and Properties

There were no sales of unquoted investments and properties for the 3-month financial period ended 28 February 2010.



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Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad (Cont'd)

B7 Quoted Securities

There was no purchase or disposal of quoted securities for the 3-month financial period ended 28 February 2010.

B8 Corporate Proposals

On 16 April 2010, the Company had entered into ten supplemental agreements with the Vendors for the purpose of revising the total purchase consideration of the proposed acquisitions on nine plantation companies and commercial rights of Simunjan. The market valuation assigned to the underlying plantation assets owned by the Acquirees and Simunjan have been revised as a result of a re-computation of the assumptions and basis therein. Accordingly, the aggregate market value of the plantation estates held by the Acquirees and Simunjan have been revised from RM804.9 million (as refer to previous announcement dated 30 December 2009) to RM802.3 million, and total consideration for the proposed acquisitions is adjusted as follows:-

| Acquirees | | No. of shares to | Interest to be | Vendors | Purchase Consideration | To be satisfied by issuance of | |
|-----------|---|------------------|-------------------|---|---------------------------|--------------------------------|-------------|
| | Acquirees | be acquired | acquired | vendors | (RM) | Shares | ICPS |
| 1. | Jayamax Plantation Sdn. Bhd. | 3,000,000 | 60.0% | Permandangan Jauh Plantation Sdn. Bhd. ("PJP") | 24,226,522 | 12,264,221 | 6,371,565 |
| | | 1,000,000 | 20.0% | Tiong Toh Siong Holdings Sdn. Bhd. ("TTSH") | 8,075,507 | 4,086,800 | 2,125,129 |
| | | 1,000,000 | 20.0% | Teck Sing Lik Enterprise Sdn. Bhd. | 8,075,507 | 4,086,800 | 2,125,129 |
| | | 5,000,000 | 100.0% | | 40,377,536 | 20,437,821 | 10,621,823 |
| 2. | Novelpac-Puncakdana Plantation Sdn. Bhd. | 1,062,500 | 85.0% | Kendaie Oil Palm Plantation Sdn. Bhd. | 10,261,653 | 7,893,579 | - |
| 3. | Lubuk Tiara Sdn. Bhd. | 5,200,000 | 65.0% | РЈР | 30,105,354 | - | 23,157,965 |
| 4. | Pelita-Splendid Plantation Sdn. Bhd. | 3,332,000 | 70.0% | РЈР | 9,679,133 | - | 7,445,487 |
| 5. | PJP Pelita Biawak Plantation Sdn. Bhd. | 2,808,098 | 70.0% | РЈР | 53,960,282 | - | 41,507,909 |
| 6. | PJP Pelita Ekang- Banyok Plantation Sdn. Bhd. | 581,760 | 60.0% | РЈР | 6,935,286 | - | 5,334,835 |
| 7. | PJP Pelita Lundu Plantation Sdn. Bhd. | 3,628,800 | 60.0% | РЈР | 81,165,511 | - | 62,435,008 |
| 8. | PJP Pelita Selangau Plantation Sdn. Bhd. | 7,200,000 | 60.0% | Ladang Hijau (Sarawak) Sdn. Bhd. | 12,743,022 | - | 9,802,325 |
| 9. | PJP Pelita Ulu Teru Plantation Sdn. Bhd. | 5,184,000 | 60.0% | РЈР | 21,982,236 | - | 16,909,412 |
| 10. | Simunjan | N/A | *100.0% | Rejang Height Sdn. Bhd.# | 21,785,521 | - | 16,758,093 |
| | | | | | 288,995,534 | 28,331,400 | 193,972,857 |

Notes:-

^{*} In relation to the entire commercial rights of Simunjan.

[#] Being the original licencee.



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Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad (Cont'd)

B9 Borrowings and Debt Securities

| | As at 28.02,2010 RM'000 | As at 31.08.2009 RM'000 (Re-stated) |
|---------------------------|-------------------------------|--|
| Current - Secured | | |
| Bank overdraft | 1,238 | 3,123 |
| Islamic securities | 29,500 | 32,850 |
| Hire purchase liabilities | - | - |
| Term loan | 1,750 | 1,250 |
| | 32,488 | 37,223 |
| Non-current – Secured | | |
| Islamic securities | 83,850 | 86,350 |
| Term loan | 34,500 | 35,500 |
| | 118,350 | 121,850 |
| | 150,838 | 159,073 |

The Group did not have any borrowings denominated in foreign currency.

B10 Off Balance Sheet Financial Instruments

There were no off balance sheet financial instruments as at 19 April 2010.

B11 Changes in Material Litigation

As at 19 April 2010, neither the Company nor any of its subsidiary companies were engaged in any litigation or arbitration, either as plaintiff or defendant, which had a material effect on the financial position of the Company or any of its subsidiaries and the Board of Directors was not aware of any proceedings pending or threatened, or of any fact likely to give rise to any proceedings, which might materially and adversely affect the position or business of the Company or any of its subsidiaries.

B12 Dividend Payable

No interim dividend has been declared for the 3-month financial period ended 28 February 2010.

The proposed final dividend of 3.5 sen per ordinary share less 25% corporate tax, in respect of the financial year ended 31 August 2009 was approved by shareholders at the Annual General Meeting on 10 February 2010.



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Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad (Cont'd)

B13 Earnings per Share

Basic earnings per share is calculated by dividing profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

| | 3 months | ended | 6 months ended | | |
|--|----------------------|-------------------------------------|----------------------|-------------------------------------|--|
| | 28.02.2010 RM'000 | 28.02.2009 RM'000 (Re-stated) | 28.02.2010 RM'000 | 28.02.2009 RM'000 (Re-stated) | |
| Profit for the period | 7,193 | 1,938 | 16,189 | 4,926 | |
| Weighted average number of ordinary shares in issue ('000) | 128,267 | 128,267 | 128,267 | 128,267 | |
| Basic earnings per share (sen) | 5.61 | 1.51 | 12.62 | 3.84 | |

Diluted earnings per share were not computed as the Company did not have any convertible financial instruments as at 28 February 2010.

B14 Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the financial year ended 31 August 2009 was not subject to any qualification.

B15 Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 26 April 2010.