(Incorporated in Malaysia)

#### CONDENSED CONSOLIDATED INCOME STATEMENTS (UNAUDITED) FOURTH QUARTER ENDED 31 DECEMBER 2008

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER		
	Current Year Quarter Ended * 31.12.2008 RM'000	Preceding Year Corresponding Quarter Ended ** 31.1.2008 RM'000	Current Year To date Ended * 31.12.2008 RM'000	Preceding Year Corresponding Period ** 31.1.2008 RM'000	
Revenue	98,869	135,647	393,605	216,588	
Operating expenses	(68,431)	(61,973)	(226,501)	(95,116)	
Other operating income	1,190	850	1,913	1,349	
Operating profit	31,628	74,524	169,017	122,821	
Financing costs	(759)	(1,035)	(2,743)	(2,837)	
Other non-operating item – Negative goodwill			-	77,318	
Profit before tax	30,869	73,489	166,274	197,302	
Tax expense	(1,534)	(19,489)	(35,452)	(31,742)	
Profit for the period	29,335 ======	54,000 =====	130,822	,	
Earnings per share (sen)					
Basic	3.67	13.65 # =====	16.35 =====	41.86 # =====	
Fully diluted	N/A ====	N/A =====	N/A =====	N/A ====	

The cumulative quarter ended 31 December 2008 was for a period of 11 months from 1 February 2008 to 31 December 2008, arising from the change in financial year end from 31 January 2009 to 31 December 2008 as explained in Part A Note 2. Current quarter is for the period from 1 October 2008 to 31 December 2008.

The Condensed Consolidated Income Statements should be read in conjunction with the Audited Financial Statements for the financial period ended 31 January 2008 and the accompanying explanatory notes attached to the Interim Financial Statements

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The comparative figures were in respect of the post acquisition results of the Group from the completion date of the acquisitions of its plantation subsidiaries on 7 September 2007 to 31 January 2008. Preceding year corresponding quarter was for the period from 1 November 2007 to 31 January 2008.

Based on the issued share capital of 800,000,000 ordinary shares from 7 September 2007 to 31 January 2008, the basic earnings per share excluding other non-operating item for the preceding year corresponding quarter (from 1 October 2007 to 31 January 2008) and the previous financial period (from 7 September 2007 to 31 January 2008) were 6.75 sen and 20.70 sen respectively. Please refer to Part B Note 12.

#### CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED) **FOURTH QUARTER ENDED 31 DECEMBER 2008**

	As at End of Current Quarter 31.12.2008 RM'000	As at Preceding Financial Year End 31.1.2008 RM'000 (Audited)
Non-current assets		(1100000000)
Property, plant and equipment	214,677	213,241
Biological assets	1,311,124	1,279,727
Prepaid lease payments	333,793	323,377
	1,859,594	1,816,345
Current assets	20,262	21 221
Inventories	29,262	21,331
Receivables	13,780	22,566
Tax recoverable	19,576	10,370
Cash and cash equivalents	45,739	69,323
	108,357	123,590
TOTAL ASSETS	1,967,951	1,939,935
	=======	=======
Equity attributable to equity holders of the Company	200 000	200 000
Share capital	800,000	800,000
Reserves	851,960 	801,138
	1,651,960	1,601,138
Less: Treasury shares	(9)	-
TOTAL EQUITY	1,651,951	1,601,138
TOTAL EQUIT	1,031,931	1,001,130
Non-current liabilities		
Bank borrowings	55,334	56,667
Deferred tax liabilities	187,481	195,878
	242,815	252,545
Current liabilities		
Payables	33,839	66,920
Tax payable	913	5,999
Bank borrowings	38,433	13,333
	73,185	86,252
TOTAL LIABILITIES	316,000	338,797
TOTAL EQUITY AND LIABILITIES	1.067.051	1 020 025
TOTAL EQUIT AND LIABILITIES	1,967,951 ======	1,939,935 ======
Net assets per share attributable to	2.25	2.22
ordinary equity holders of the Company (RM)	2.06	2.00
Based on number of shares net of treasury shares	799,996,000	800,000,000

The Condensed Consolidated Income Statements should be read in conjunction with the Audited Financial Statements for the financial period ended 31 January 2008 and the accompanying explanatory notes attached to the Interim Financial Statements

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# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED) FOURTH QUARTER ENDED 31 DECEMBER 2008

	← Attributable to Equity Holders of the Company →					
	Share Capital RM'000	Non- distributable Share Premium RM'000	Distributable Retained Earnings RM'000	Treasury Shares RM'000	Total Equity RM'000	
At 1 February 2008	800,000	675,578	125,560	-	1,601,138	
Purchase of treasury shares	-	-	-	(9)	(9)	
Profit for the period	-	-	130,822	-	130,822	
Dividends	-	-	(80,000)	-	(80,000)	
At 31 December 2008	800,000 =====	675,578 ======	176,382 ======	(9)	1,651,951 ======	
At 18 April 2007 (date of incorporation)	#	-	-	-	#	
Issue of shares upon acquisition of subsidiaries	750,000	600,001	-	-	1,350,001	
Public issue	50,000	82,500	-	-	132,500	
Listing expenses	-	(6,923)	-	-	(6,923)	
Profit for the period	-	-	165,560	-	165,560	
Dividend	-	-	(40,000)	-	(40,000)	
At 31 January 2008	800,000	675,578 ======	125,560 ======		1,601,138	

<sup>#</sup> Denote 2 ordinary shares of RM1.00 each

The comparative figures were in respect of the post acquisition results of the Group from the completion date of the acquisitions of its plantation subsidiaries on 7 September 2007 to 31 January 2008.

The Condensed Consolidated Income Statements should be read in conjunction with the Audited Financial Statements for the financial period ended 31 January 2008 and the accompanying explanatory notes attached to the Interim Financial Statements

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(Incorporated in Malaysia)

# CONDENSED CONSOLIDATED CASH FLOW STATEMENTS (UNAUDITED) FOR PERIOD ENDED 31 DECEMBER 2008

Cash flows from operating activities         166,274         197,302           Profit before tax         166,274         197,302           Adjustments for:         21,338         9,126           Non-operating items         (30)         (77,318)           Net interest expense         2,246         2,099           Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net tax paid         (58,876)         (41,885)           Net interest paid         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Net cash from disposal of property, plant and equipment         402         -           Proceeds from disposal of property, plant and equipment         402         -           Purchase of property, plant and equipment         402         (7,915)           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (513)         (158)           Net cash used in investing activities         (51,822)         (92,112           Net cash used in investing		For Current Year Period Ended 31.12.2008 RM'000	For Preceding Year Period Ended ** 31.1.2008 RM'000
Profit before tax Adjustments for:         166,274         197,302           Adjustments for:         Non-cash items         21,338         9,126           Non-operating items         (30)         (77,318)           Net interest expense         2,246         2,009           Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net tax paid         (58,876)         (41,885)           Net interest paid         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402         17,925           Proceeds from disposal of property, plant and equipment         402         17,925           Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (51,32)         (92,112           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736           Net cash used in investing activities         (51,822)         (92,112           Cash flows from financing activities         (80,000)         (40,000)           Net proceeds from/(repayment of) bank borrowings         11,667 <td>Cash flows from operating activities</td> <td></td> <td></td>	Cash flows from operating activities		
Non-cash items         21,338         9,126           Non-operating items         (30)         (77,318)           Net interest expense         2,246         2,009           Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net tax paid         (58,876)         (41,885)           Net interest paid         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402		166,274	197,302
Non-operating items         (30)         (77,318)           Net interest expense         2,246         2,009           Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net tax paid         (58,876)         (41,885)           Net interest paid         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402         -           Purchase of property, plant and equipment         402         -           Purchase of property, plant and equipment         402         -           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (18,43)         (293)           Additions to prepaid lease payments         (51,30)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Net proceeds from/(repayment of) bank borrowings         11,667         (50,000)           Shares repurchased at cost         (9)         125,577           Det proceeds received from public issue of shares         (80,000)         (40,000)           Net c	j		
Net interest expense         2,246         2,009           Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net tax paid         (58,876)         (41,885)           Net interest paid         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402         -           Proceeds from disposal of property, plant and equipment         402         -           Purchase of property, plant and equipment         402         -           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (513)         (1513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         (51,822)         (92,121)           Net proceeds received from public issue of shares         (9)         -           Net proceeds received from public issue of share		,	
Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net tax paid         (58,876)         (41,885)           Net interest paid         (2,046)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402         -           Proceeds from disposal of property, plant and equipment         402         -           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (51,33)         (293)           Additions to prepaid lease payments         (51,33)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112           Cash flows from financing activities         (51,822)         (92,112           Net proceeds from/(repayment of) bank borrowings         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds from/(repayment of) bank borrowings         (88,000)         (40,000)           Net groceeds received from public issue of s		, ,	(77,318)
Operating profit before working capital changes         189,828         131,119           Net changes in working capital         (32,226)         38,633           Net interest paid         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402	Net interest expense	2,240	
Net changes in working capital         (32,226)         38,633           Net interest paid         (58,876)         (41,885)           Net interest paid         (2,040)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402         -           Proceeds from disposal of property, plant and equipment         402         -           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds from/(repayment of) bank borrowings         11,667         (50,000)           Shares repurchased at cost         (80,000)         (40,000)           Net cash (used in//generated from financing activities         (80,000)         (40,000)           Act (decrease)/increase in cash and cash equivalents a	Operating profit before working capital changes	189,828	
Net cash generated from operating activities         (2,246)         (2,009)           Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         402         -           Proceeds from disposal of property, plant and equipment         402         -           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Net proceeds from financing activities         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds received from public issue of shares         (80,000)         (40,000)           Shares repurchased at cost         (80,000)         (40,000)           Net cash (used in)/generated from financing activities         (83,342)         35,577           Net (decrease)/increase in cash and cash equivalents         (23,684)         69,323           Cash and cash equivalents at end of period         45,639         69,323		(32,226)	38,633
Net cash generated from operating activities         96,480         125,858           Cash flows from investing activities         Proceeds from disposal of property, plant and equipment         402            Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (513)         (188)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         (51,822)         (92,112)           Cash flows from financing activities         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds received from public issue of shares         (80,000)         (40,000)           Net cash (used in//generated from financing activities         (88,000)         (40,000)           Net cash (used in//generated from financing activities         (68,342)         35,577           Net (decrease)/increase in cash and cash equivalents         (23,684)         69,323           Cash and cash equivalents at end of period         45,639         69,323           For purposes of Ca	Net tax paid	(58,876)	(41,885)
Net cash generated from operating activities96,480125,858Cash flows from investing activities1402-Proceeds from disposal of property, plant and equipment402-Purchase of property, plant and equipment(19,518)(17,925)Additions to biological assets(1,843)(293)Additions to prepaid lease payments(513)(158)Acquisition of subsidiaries (net of cash and cash equivalent acquired)(30,350)(73,736)Net cash used in investing activities(51,822)(92,112)Cash flows from financing activities11,667(50,000)Shares repurchased at cost(9)-Net proceeds from/(repayment of) bank borrowings11,667(50,000)Shares repurchased at cost(9)-Dividends paid to shareholders(80,000)(40,000)Net cash (used in//generated from financing activities(68,342)35,577Net (decrease)/increase in cash and cash equivalents(23,684)69,323Cash and cash equivalents at beginning of period69,323-Cash and cash equivalents at end of period45,63969,323For purposes of Cash Flow Statements, cash and cash equivalents are presented net obanks overdrafts-Cash in hand and at bank4,9395,423Bank overdrafts(100)-45,63969,323	Net interest paid	(2,246)	
Proceeds from disposal of property, plant and equipment   402   7-	Net cash generated from operating activities	*	125,858
Proceeds from disposal of property, plant and equipment         402         -           Purchase of property, plant and equipment         (19,518)         (17,925)           Additions to property, plant and equipments         (18,843)         (293)           Additions to prepaid lease payments         (513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds received from public issue of shares         -         125,577           Dividends paid to shareholders         (80,000)         (40,000)           Net cash (used in)/generated from financing activities         (68,342)         35,577           Net (decrease)/increase in cash and cash equivalents         (23,684)         69,323           Cash and cash equivalents at beginning of period         45,639         69,323           For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:         40,800         63,900           Cash in hand and at bank         4,939         5,423           Bank overdrafts	Cash flows from investing activities		
Purchase of property, plant and equipment Additions to biological assets         (19,518)         (17,925)           Additions to biological assets         (1,843)         (293)           Additions to prepail lease payments         (513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         11,667         (50,000)           Net proceeds from/(repayment of) bank borrowings         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds received from public issue of shares         -         125,577           Dividends paid to shareholders         (80,000)         (40,000)           Net cash (used in)/generated from financing activities         (68,342)         35,577           Net (decrease)/increase in cash and cash equivalents         (23,684)         69,323           Cash and cash equivalents at beginning of period         45,639         69,323           For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:         63,900           Deposits with licensed banks         40,800         63,900           Cash in hand and at	<del>_</del>	402	_
Additions to biological assets         (1,843)         (293)           Additions to prepaid lease payments         (513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         11,667         (50,000)           Net proceeds from/(repayment of) bank borrowings         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds received from public issue of shares         (9)         -           Net proceeds received from public issue of shares         (80,000)         (40,000)           Net cash (used in)/generated from financing activities         (68,342)         35,577           Net (decrease)/increase in cash and cash equivalents         (23,684)         69,323           Cash and cash equivalents at beginning of period         45,639         69,323           Cash and cash equivalents at end of period         45,639         69,323           For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:         69,300         63,900           Deposits with licensed banks         40,800         63,900           Cash in hand a			(17.925)
Additions to prepaid lease payments         (513)         (158)           Acquisition of subsidiaries (net of cash and cash equivalent acquired)         (30,350)         (73,736)           Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities         To the proceeds from/(repayment of) bank borrowings         11,667         (50,000)           Shares repurchased at cost         (9)         -           Net proceeds received from public issue of shares         -         125,577           Dividends paid to shareholders         (80,000)         (40,000)           Net cash (used in)/generated from financing activities         (68,342)         35,577           Net (decrease)/increase in cash and cash equivalents         (23,684)         69,323           Cash and cash equivalents at beginning of period         69,323         -           For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:         Deposits with licensed banks         40,800         63,900           Cash in hand and at bank         4,939         5,423           Bank overdrafts         (100)         -           45,639         69,323         -			
Acquisition of subsidiaries (net of cash and cash equivalent acquired) (30,350) (73,736)  Net cash used in investing activities (51,822) (92,112)  Cash flows from financing activities  Net proceeds from/(repayment of) bank borrowings 11,667 (50,000) Shares repurchased at cost (9) - Net proceeds received from public issue of shares (9) - Net proceeds received from public issue of shares (80,000) (40,000)  Net cash (used in)/generated from financing activities (68,342) 35,577  Net (decrease)/increase in cash and cash equivalents (23,684) 69,323  Cash and cash equivalents at beginning of period 69,323 -  Cash and cash equivalents at end of period 45,639 69,323  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks 40,800 63,900 Cash in hand and at bank 4,939 5,423 Bank overdrafts (100) -  45,639 69,323		* '	
Net cash used in investing activities         (51,822)         (92,112)           Cash flows from financing activities			(73,736)
Cash flows from financing activitiesNet proceeds from/(repayment of) bank borrowings11,667(50,000)Shares repurchased at cost(9)-Net proceeds received from public issue of shares(80,000)(40,000)Dividends paid to shareholders(80,000)(40,000)Net cash (used in)/generated from financing activities(68,342)35,577Net (decrease)/increase in cash and cash equivalents(23,684)69,323Cash and cash equivalents at beginning of period69,323-Cash and cash equivalents at end of period45,63969,323For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:-Deposits with licensed banks40,80063,900Cash in hand and at bank4,9395,423Bank overdrafts(100)-45,63969,323	Net cash used in investing activities	(51,822)	(92,112)
Net proceeds from/(repayment of) bank borrowings Shares repurchased at cost (9) - Net proceeds received from public issue of shares Dividends paid to shareholders (80,000) (40,000)  Net cash (used in)/generated from financing activities (68,342) 35,577  Net (decrease)/increase in cash and cash equivalents (23,684) 69,323  Cash and cash equivalents at beginning of period 69,323 - Cash and cash equivalents at end of period 45,639 69,323  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks 40,800 63,900 Cash in hand and at bank 4,939 5,423 Bank overdrafts (100) - Cash (1	Cash flows from financing activities		
Shares repurchased at cost Net proceeds received from public issue of shares Dividends paid to shareholders  Net cash (used in)/generated from financing activities  (68,342)  Net (decrease)/increase in cash and cash equivalents  (23,684)  (23,684)  (69,323  Cash and cash equivalents at beginning of period  (69,323  Cash and cash equivalents at end of period  (45,639  Exercise of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks Cash in hand and at bank Bank overdrafts  (100)  (45,639  (100)  (45,639  (45,639  (100)  (45,639  (100)  (45,639  (100)  (45,639  (100)  (45,639  (100)  (45,639  (100)  (45,639  (100)  (100)		11.667	(50.000)
Net proceeds received from public issue of shares Dividends paid to shareholders  Net cash (used in)/generated from financing activities  Net (decrease)/increase in cash and cash equivalents  Cash and cash equivalents at beginning of period  Cash and cash equivalents at end of period  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks Cash in hand and at bank Bank overdrafts  How statements is a share a sha		,	-
Dividends paid to shareholders (80,000) (40,000)  Net cash (used in)/generated from financing activities (68,342) 35,577  Net (decrease)/increase in cash and cash equivalents (23,684) 69,323  Cash and cash equivalents at beginning of period 69,323 -  Cash and cash equivalents at end of period 45,639 69,323  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks 40,800 63,900 Cash in hand and at bank 4,939 5,423 Bank overdrafts (100) -  Hand and a deposit of the following for period 45,639 69,323 for any company of the following for period		-	125,577
Net (decrease)/increase in cash and cash equivalents  Cash and cash equivalents at beginning of period  Cash and cash equivalents at end of period  Cash and cash equivalents at end of period  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks  Cash in hand and at bank  Bank overdrafts  (100)  45,639  69,323  69,323  69,323  69,323		(80,000)	
Net (decrease)/increase in cash and cash equivalents  Cash and cash equivalents at beginning of period  Cash and cash equivalents at end of period  Cash and cash equivalents at end of period  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks  Cash in hand and at bank  Bank overdrafts  (100)  45,639  69,323  69,323  69,323  69,323	Net cash (used in)/generated from financing activities	(68 342)	 35 577
Cash and cash equivalents at beginning of period  Cash and cash equivalents at end of period  For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks Cash in hand and at bank Bank overdrafts  (100)  45,639 69,323 69,323 69,323 69,323	net cash (asea hy/generated from financing activities	(00,542)	
Cash and cash equivalents at end of period  45,639  509,323  509,323  509,323  509,323  609,323  609,323  609,323  609,323  609,323  609,323  609,323  609,323  609,323  609,323	Net (decrease)/increase in cash and cash equivalents	(23,684)	69,323
Cash and cash equivalents at end of period45,639 ====================================	Cash and cash equivalents at beginning of period	69,323	-
For purposes of Cash Flow Statements, cash and cash equivalents are presented net of bank overdrafts and comprise the following:  Deposits with licensed banks Cash in hand and at bank Bank overdrafts  (100) - 45,639 69,323	Cash and cash equivalents at end of period	45,639	
following:  Deposits with licensed banks Cash in hand and at bank Bank overdrafts  40,800 40,800 4,939 5,423 (100) - 45,639 69,323		=======	=======
Cash in hand and at bank       4,939       5,423         Bank overdrafts       (100)       -         45,639       69,323		net of bank overdraf	ts and comprise the
Cash in hand and at bank       4,939       5,423         Bank overdrafts       (100)       -         45,639       69,323	Deposits with licensed banks	40.800	63,900
Bank overdrafts (100) - 45,639 69,323			
·			-, -
·		45.630	60 302
		,	,

The comparative figures were in respect of the post acquisition results of the Group from the completion date of the acquisitions of its plantation subsidiaries on 7 September 2007 to 31 January 2008.

The Condensed Consolidated Income Statements should be read in conjunction with the Audited Financial Statements for the financial period ended 31 January 2008 and the accompanying explanatory notes attached to the Interim Financial Statements

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#### PART A

#### Explanatory Notes Pursuant to Financial Reporting Standard (FRS) 134 "Interim Financial Reporting"

#### 1. Basis of Preparation

This interim financial report has been prepared in accordance with the requirements of FRS 134 "Interim Financial Reporting" and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ["Bursa Securities"], and should be read in conjunction with the Group's audited financial statements for the financial period ended 31 January 2008.

The significant accounting policies and presentation adopted for the interim financial report are consistent with those adopted for the audited financial statements for the period from 18 April 2007 (date of incorporation) to 31 January 2008 except for the adoption of the following revised FRSs which are effective for financial period beginning on or after 1 July 2007:

FRS 107 Cash Flows Statements

FRS 112 Income Taxes

FRS 118 Revenue

FRS 134 Interim Financial Reporting

FRS 137 Provisions, Contingent Liabilities and Contingent Assets

The adoption of the above revised FRSs do not have any significant financial impact on the Group.

#### 2. Change in Financial Year End

On 8 January 2008, the Company announced the change of its financial year end from 31 January 2009 to 31 December 2008 to be coterminous with the financial year end of its holding company. Consequently, the financial statements of the current financial period was for a period of 11 months from 1 February 2008 to 31 December 2008. Resulting from this change, the first interim financial report for current financial period ended 31 December 2008 was for the two months ended 31 March 2008 whilst the subsequent quarters were for 3-month period ended 30 June 2008 and 30 September 2008 and the current quarter is for the 3-month period ended 31 December 2008.

#### Comparatives Figures

The Company was incorporated on 18 April 2007 and was listed on the Main Board of Bursa Securities on 16 November 2007. The Group's first interim financial report that was prepared in compliance with the Listing Requirements of Bursa Securities was for the quarter ended 31 October 2007.

The comparative figures were in respect of the post acquisition results of the Group from the completion date of the acquisitions of its plantation subsidiaries on 7 September 2007 to 31 January 2008.

#### 4. Auditors' Report on Preceding Annual Financial Statements

The auditors' report in respect of the financial statements of the Company for the preceding financial period from 18 April 2007 (date of incorporation) to 31 January 2008 was not subject to any qualification.

#### 5. Comments on the Seasonality or Cyclicality of Operations

The seasonal or cyclical factors affecting the results of the operations of the Group which comprise the cultivation of oil palm and processing of fresh fruit bunches are general climatic conditions, age profile of oil palms and the cyclical nature of annual production.

### 6. Nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size or incidence.

Save for the information disclosed in this interim financial report, there were no unusual items affecting assets, liabilities, equity, net income or cash flow during the current quarter under review.

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#### 7. Other non-operating item

The other non-operating item in the corresponding period was in respect of the negative goodwill of RM77.3 million which represented the excess of the fair values of the net identifiable assets acquired over the cost of acquisitions as at the completion date of the acquisitions of the entire equity interests in Jeroco Plantations Sdn Bhd and Hap Seng Plantations (River Estates) Sdn Bhd. In accordance with FRS 3 "Business Combination", the negative goodwill was recognised immediately in the income statement.

## 8. Nature and amount of changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years

There were no changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years.

#### 9. Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity

(a) Share buy back by the Company

The monthly breakdown of shares bought back and treasury shares cancelled during the quarter under review are as follows:-

	No of shares	Purchase pri	ce per share	Average cost		No of shares
Month	Purchased	Lowest	Highest	Per share	Total cost	Cancelled
		RM	RM	RM	RM	
October 2008	-	_	_	_	_	-
November 2008	2,000	1.5400	1.5400	1.5626	3,124.93	-
December 2008	-	_	-	_	_	-
Total	2,000	1.5400	1.5400	1.5626	3,124.93	-

During the current quarter under review, 2,000 shares were bought back and there was no resale or cancellation of treasury shares. All the shares bought back were retained as treasury shares.

(b) As at 31 December 2008, the Company has 4,000 ordinary shares held as treasury shares and the issued and paid up share capital of the Company remained unchanged at 800,000,000 ordinary shares of RM1.00 each.

#### 10. Dividends Paid

The total dividend payable out of shareholders' equity for the ordinary shares during the period are as follows:

	Cumulative Quarter Ended	
	31.12.2008	31.1.2008
	RM'000	RM'000
Dividend in respect of financial period ended 31 January 2008:		
- interim (5.0 sen) under the single tier system approved by the		
Board of Directors on 8 January 2008 and paid on 30 January 2008	-	40,000
- final (5.0 sen) under the single tier system approved by shareholders		
on 24 June 2008 and paid on 11 July 2008	40,000	-
Dividend in respect of financial period ended 31 December 2008:		
- interim (5.0 sen) under the single tier system approved by the		
Board of Directors on 26 August 2008 and paid on 23 October 2008	40,000	-
	80,000	40,000
	======	======

#### 11. Segment Revenue and Segment Result

No segmental financial information has been prepared as the Group is primarily engaged in the cultivation of oil palm and processing of fresh fruit bunches carried out in Malaysia.

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

The Property Plant and Equipment of the Group are carried at cost less accumulated depreciation and there was no revaluation of property, plant and equipment at the end of the reporting period.

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

There was no material event subsequent to the end of the current quarter under review and up to 20 February 2009, being the last practicable date from the date of the issue of this report which is expected to have an operational or financial impact on the Group.

# 14. Effect of Changes in the Composition of the Group during the Interim Period, including Business Combinations, Acquisition or Disposal of Subsidiaries and Long-term Investments, Restructuring and Discontinuing Operations

There were no changes in composition of the Group during the quarter under review.

#### 15. Changes in Contingent Liabilities or Contingent Assets since the Last Annual Balance Sheet Date

Since the last annual balance sheet date, the Group has no contingent liabilities or contingent assets as at 20 February 2009, being the last practicable date from the date of the issue of this report which are expected to have an operational or financial impact on the Group.

#### 16. Capital Commitments

The Group has the following capital commitments:

	As at 31.12.2008	As at 31.1.2008
	RM'000	RM'000
Contracted but not provided for in this report	17,852	9,294
Authorised but not contracted for	35,770	29,942
	53,622	39,236
	=======	======

#### 17. Significant Related Party Transactions

During the current quarter under review and up to 20 February 2009, the Company and its subsidiaries did not enter into any Significant Related Party Transactions nor Recurrent Related Party Transactions that were not included in the Shareholders' mandate obtained on 24 June 2008.

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#### PART B

### Explanatory Notes Pursuant to paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad

#### 1. Review of Performance

Resulting from the change in financial year end as mentioned in Part A Note 2, the current quarter and cumulative quarter results were for the three months and eleven months period ended 31 December 2008. The corresponding quarter was for three months ended 31 January 2008 whilst the corresponding period ended 31 January 2008 was from the completion date of acquisitions of Jeroco and River Estates on 7 September 2007 to 31 January 2008.

The Group recorded revenue of RM98.9 million on Crude Palm Oil (CPO) sales volume of 42,785 tonnes and Palm Kernel (PK) sales volume of 10,092 tonnes for the current quarter. In the corresponding quarter of the preceding financial period, revenue was RM135.6 million on sales of 48,423 tonnes of CPO and 10,196 tonnes of PK. Generally, the Group's performance for the current quarter was affected by the seasonal yield pattern of the crops, lower commodity prices and higher cost of production attributable mainly to higher fertilizer costs. Average selling price of CPO and PK achieved for the current quarter were RM2,048 and RM760 per tonne compared to the preceding year corresponding quarter of RM2,289 and RM1,739 per tonne respectively. Consequently, the Group's current quarter profit before tax and profit after tax of RM30.9 million and RM29.3 million were lower than the corresponding quarter by 58% and 46% respectively.

Overall, the Group profit before tax and profit after tax before non-operating item for the financial period ended 31 December 2008 at RM166.3 million and RM130.8 million were higher than the previous financial period ended 31 January 2008 by 39% and 48% respectively mainly due to a shorter reporting period in the previous financial period. Including the other non-operating item of RM77.3 million in the previous financial period, Group profit after tax was 21% below the corresponding period. As explained in Part A Note 7, the other non-operating items was in respect of the negative goodwill of RM77.3 million which represented the excess of the fair values of the net identifiable assets acquired over the cost of acquisitions as at the completion date of the acquisitions of the entire equity interests in Jeroco Plantations Sdn Bhd and Hap Seng Plantations (River Estates) Sdn Bhd.

Earnings per share (EPS) for the current financial period attributable to the shareholders of the Company excluding the other non-operating item was 16.35 sen which was 27% lower than the previous financial period of 22.31 sen. Including the other non-operating item, EPS for the current financial period was 61% lower than the previous financial period EPS of 41.86 sen. In the previous financial period EPS was computed on a weighted average number of 395,502,000 shares. Had EPS been calculated on 800,000,000 shares in issue, EPS for the current financial period excluding the other non-operating item would be 48% higher than the previous financial period of 11.03 sen whilst EPS including the other non-operating item for the current financial period would be 21% lower than the previous financial period EPS of 20.70 sen as disclosed in Note 12 of Part B.

### 2. Comments on Material Changes in the Profit Before Tax for the Quarter Reported as Compared with the Preceding Quarter

Group profit before tax for the current quarter at RM30.9 million was 50% lower than the preceding quarter of RM62.0 million mainly attributable to lower sales volume and lower average selling price for CPO and PK as well as higher cost of production attributable mainly to higher fertilizer costs.

#### 3. Current Year Prospects

The Group's prospects for the current financial year are expected to be mainly influenced by the movements in the commodity prices and fertilizer costs.

#### 4. Variances Between Actual Profit and Forecast Profit

Any variances between actual profit and forecast profit is not applicable as the Company has not provided any profit forecast in any public document.

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#### 5. Tax Expense

	Individual Qı	Cumulative Quarter Ended		
	31.12.2008	31.1.2008	31.12.2008	31.1.2008
	RM'000	RM'000	RM'000	RM'000
In respect of current period				
- Income tax	8,879	15,078	44,513	27,813
- deferred tax	(7,261)	3,880	(8,987)	3,694
	1,618	18,958	35,526	31,507
In respect of prior year				
- Income tax	61	589	71	293
- deferred tax	(145)	(58)	(145)	(58)
	(84)	531	(74)	235
	1,534	19,489	35,452	31,742

The Group's effective tax rate for the current quarter and period ended 31 December 2008 excluding over provision of tax in respect of prior year were lower than the statutory tax rate mainly due to reversal of deferred tax resulting from the reduction in statutory tax rates announced in the Malaysian Budget 2008. The effective tax rate for preceding year corresponding quarter was in line with the statutory tax rate whilst the effective tax rate for preceding year corresponding period was lower than the statutory tax rate due to non-taxable negative goodwill arising from the acquisition of subsidiaries.

# 6. Profits/(Losses) on sale of unquoted investments and/or properties respectively for the current quarter and financial year to date

There was no disposal of unquoted investment during the current quarter and financial year to date.

# 7. Purchase or disposal of quoted securities other than securities in existing subsidiaries and associated companies for the current quarter and financial year-to-date

The Group does not have any investments in quoted securities an neither did it purchase nor dispose of any quoted securities during the current quarter and financial year to date except for shares bought back by the Company as disclosed in Note 9(a) of Part A.

### 8. Status of Corporate Proposals Announced But Not Completed Not Earlier than Seven (7) Days from the Date of this Report

There was no corporate proposal announced but not completed as at 20 February 2009.

#### 9. Borrowings and Debt Securities

The Group does not have any debt securities. All borrowings are denominated in Ringgit Malaysia as follows:

	<b>←</b> As	at 31.12.200	8	<b>←</b> A	s at 31.1.2008	3 →
	Secured	Unsecured	Total	Secured	Unsecured	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Short term - Bank overdrafts	100	_	100	_	_	-
- Revolving credits	-	25,000	25,000	-	_	-
- Term loans	-	13,333	13,333	-	13,333	13,333
	100	38,333	38,433		13,333	13,333
Long term - Term loans	12,000	43,334	55,334	-	56,667	56,667
	12,100	81,667	93,767	-	70,000	70,000
	=======	=======	=======	=======	=======	======

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#### 10. Financial Instruments with Off Balance Sheet Risk

The Group has no off balance sheet financial instruments as at 20 February 2009 being a date not earlier than 7 days from the date of this report.

#### 11. Material Litigation

The Group has no material litigation as at 20 February 2009, being the last practicable date from the date of the issue of this report which are expected to have an operational or financial impact on the Group.

#### 12. Earnings Per Share

(a) The basic earnings per share is calculated by dividing the profit for the period attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period (excluding treasury shares held by the Company) of 799,998,000.

The basic earnings per share for the previous financial period was calculated by dividing the profit for the period attributable to equity holders of the Company by the weighted average number of 395,502,000 ordinary shares in issue during the period commencing from date of incorporation which is on 18 April 2007.

	Individual Qu 31.12.2008	arter Ended 31.1.2008	Cumulative Q 31.12.2008	uarter Ended 31.1.2008
Weighted average number of shares ('000)	799,998	395,502	799,998	395,502
Basic earnings per share (sen)	3.67	13.65	16.35	41.86
Basic earnings per share (sen) (excluding other non-operating item)	3.67	13.65	16.35	22.31

(b) Based on the issued share capital of 800,000,000 ordinary shares from 7 September 2007 to 31 January 2008, the basic earnings per share for the preceding year corresponding quarter (from 1 October 2007 to 31 January 2008) and the previous financial period (from 7 September 2007 to 31 January 2008) were as follows:

	Individual Quarter Ended 31.1.2008	Cumulative Quarter Ended 31.1.2008
Basic earnings per share (sen)	6.75	20.70
Basic earnings per share (sen) (excluding other non-operating item)	6.75	11.03

(c) The Company does not have any diluted earnings per share.

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# HAP SENG PLANTATIONS HOLDINGS BERHAD (199902-10) FOURTH QUARTER ENDED 31 DECEMBER 2008

#### 13. Dividends

(a) Dividend paid for the current financial period ended 31 December 2008

an interim dividend of 5.0 sen (31.1.2008: 5.0 sen) per ordinary share under the single tier system which is tax exempt in the hands of the shareholders was approved by the Board of Directors on 26 August 2008 and was paid on 23 October 2008;

- (b) The Board of Directors have on even date proposed a final dividend for year ended 31 December 2008 which is subject to the approval of shareholders at the forthcoming Annual General Meeting of the Company as follows:
  - (i) Amount per ordinary share of RM1.00 each

- Final Dividend 5.0 sen per ordinary share under the single tier system

which is tax exempt in the hands of the shareholders

(ii) Previous year corresponding period Amount per ordinary share of RM1.00 each

- Final Dividend

5.0 sen per ordinary share under the single tier system which is tax exempt in the hands of the shareholders

(ii) Total dividend for the current financial period:

10.0 sen (31.1.2008: 10.0 sen comprising an interim dividend of 5.0 sen and final dividend of 5.0 sen) per ordinary share under the single tier system which is tax exempt in the hands of the shareholders

[c] The entitlement and payment date will be announced at a later date.

#### BY ORDER OF THE BOARD

#### CHEAH YEE LENG

Secretary

Kuala Lumpur 25 February 2009

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