



**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME (UNAUDITED)
FOR THE SECOND QUARTER AND YEAR-TO-DATE ENDED 30 JUNE 2016**

	Quarter ended		Year-to-date ended	
	30.6.2016	30.6.2015	30.6.2016	30.6.2015
	RM'000	RM'000	RM'000	RM'000
Revenue	110,556	98,054	214,718	211,866
Operating expenses	(83,745)	(79,235)	(167,388)	(165,136)
Other operating income	1,140	4,227	3,546	5,395
Profit before tax	27,951	23,046	50,876	52,125
Tax expense	(8,157)	(6,757)	(14,433)	(14,343)
Profit for the period representing total comprehensive income for the period	<u>19,794</u>	<u>16,289</u>	<u>36,443</u>	<u>37,782</u>
Earnings per share (sen)				
Basic	<u>2.48</u>	<u>2.04</u>	<u>4.56</u>	<u>4.72</u>
Diluted	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the Interim Financial Statements

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)
AS AT 30 JUNE 2016**

	As at 30.6.2016	As at 31.12.2015
	RM'000	RM'000 <i>(Audited)</i>
Non-current assets		
Property, plant and equipment	665,865	614,480
Biological assets	1,360,966	1,360,883
	<u>2,026,831</u>	<u>1,975,363</u>
Current assets		
Inventories	63,918	64,247
Receivables	36,549	13,875
Tax recoverable	550	419
Money market deposits	59,321	98,636
Cash and cash equivalents	47,001	79,051
	<u>207,339</u>	<u>256,228</u>
TOTAL ASSETS	<u>2,234,170</u>	<u>2,231,591</u>
Equity attributable to owners of the Company		
Share capital	800,000	800,000
Reserves	1,177,274	1,180,816
	<u>1,977,274</u>	<u>1,980,816</u>
Less: Treasury shares	(814)	(809)
TOTAL EQUITY	<u>1,976,460</u>	<u>1,980,007</u>
Non-current liabilities		
Deferred tax liabilities	185,670	187,763
Current liabilities		
Payables	56,268	55,371
Tax payable	15,772	8,450
	<u>72,040</u>	<u>63,821</u>
TOTAL LIABILITIES	<u>257,710</u>	<u>251,584</u>
TOTAL EQUITY AND LIABILITIES	<u>2,234,170</u>	<u>2,231,591</u>
Net assets per share (RM)	<u>2.47</u>	<u>2.48</u>
Based on number of shares net of treasury shares ('000)	799,697	799,699

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the Interim Financial Statements

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)
FOR YEAR-TO-DATE ENDED 30 JUNE 2016**

	← Attributable to Owners of the Company →				Total Equity RM'000
	Share Capital RM'000	Non- distributable Share Premium RM'000	Distributable Retained Earnings RM'000	Treasury Shares RM'000	
At 1 January 2016	800,000	675,578	505,238	(809)	1,980,007
Comprehensive income for the period	-	-	36,443	-	36,443
Purchase of treasury shares	-	-	-	(5)	(5)
Dividend	-	-	(39,985)	-	(39,985)
At 30 June 2016	<u>800,000</u>	<u>675,578</u>	<u>501,696</u>	<u>(814)</u>	<u>1,976,460</u>
At 1 January 2015	800,000	675,578	472,766	(799)	1,947,545
Comprehensive income for the period	-	-	37,782	-	37,782
Purchase of treasury shares	-	-	-	(5)	(5)
Dividend	-	-	(39,985)	-	(39,985)
At 30 June 2015	<u>800,000</u>	<u>675,578</u>	<u>470,563</u>	<u>(804)</u>	<u>1,945,337</u>

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the Interim Financial Statements

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)
FOR YEAR-TO-DATE ENDED 30 JUNE 2016**

	Year-to-date ended	
	30.6.2016 RM'000	30.6.2015 RM'000
Cash flows from operating activities		
Profit before tax	50,876	52,125
Adjustments for:		
Non-cash items	15,986	15,023
Non-operating items	64	111
Dividend income	(1,322)	(1,584)
Interest income	(668)	(1,063)
Operating profit before working capital changes	64,936	64,612
Net changes in working capital	(21,448)	(17,344)
Net tax paid	(9,335)	(19,202)
Interest received	668	1,063
Net cash generated from operating activities	34,821	29,129
Cash flows from investing activities		
Dividend received from money market deposits	1,322	1,584
Decrease/(Increase) in money market deposits	39,315	(1,584)
Proceeds from disposal of property, plant and equipment	914	926
Purchase of property, plant and equipment	(68,349)	(19,380)
Additions to biological assets	(83)	(578)
Net cash used in investing activities	(26,881)	(19,032)
Cash flows from financing activities		
Shares repurchased at cost	(5)	(5)
Dividend paid to shareholders	(39,985)	(39,985)
Net cash used in financing activities	(39,990)	(39,990)
Net decrease in cash and cash equivalents	(32,050)	(29,893)
Cash and cash equivalents at beginning of period	79,051	93,421
Cash and cash equivalents at end of period	47,001	63,528
Cash and cash equivalents comprise the following amounts:		
Deposits with licensed banks	40,381	59,616
Cash in hand and at bank	6,620	3,912
	47,001	63,528

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to the Interim Financial Statements

PART A

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

1. Basis of preparation

These interim financial statements have been prepared in accordance with the requirements of FRS 134, Interim Financial Reporting and the Main Market 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 year ended 31 December 2015.

2. Significant accounting policies

The accounting policies and presentation adopted by the Group in these interim financial statements are consistent with those adopted in the audited financial statements for the year ended 31 December 2015, except for changes arising from the adoption of FRS, IC Interpretations and Amendments that are effective for financial period beginning on or after 1 January 2016 which do not have material impact on the financial statements of the Group on the initial adoption.

Malaysian Financial Reporting Standards [“MFRS”]

On 19 November 2011, the Malaysian Accounting Standards Board [“MASB”] issued a new MASB approved accounting framework, the MFRS framework, to be adopted by non-private entities for annual periods beginning on or after 1 January 2012. However, adoption of the MFRS framework by entities that are within the scope of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate, including its parent, significant investor and venturer [“Transitioning Entities”] will only be mandatory for annual periods beginning on or after 1 January 2018.

The Group falls within the definition of Transitioning Entities and is currently exempted from adopting the MFRS framework. Accordingly, the Group’s financial statements for annual period beginning on 1 January 2018 will be prepared in accordance with the MFRS and International Financial Reporting Standards. In presenting its first MFRS financial statements, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained earnings.

3. Comments on the seasonality or cyclicity of operations

The Group considers the seasonal or cyclical factors affecting the results of the operations of the Group comprising the cultivation of oil palm and processing of fresh fruit bunches to include general climatic conditions, age profile of oil palms, the cyclical nature of annual production and the movements in commodity prices.

4. 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 interim period.

5. 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 period of the current financial year or changes in estimates of amounts reported in prior financial years.

6. Issues, cancellations, repurchases, resale and repayments of debt and equity securities

Share buyback by the Company

During the current quarter, 2,000 shares were bought back and there was no resale or cancellation of treasury shares. The monthly breakdown of shares bought back during the current quarter was as follow:

Month	No of shares Purchased	Purchase price per share		Average cost per share	Total cost
		Lowest	Highest		
		RM	RM	RM	RM
April 2016	-	-	-	-	-
May 2016	2,000	2.37	2.37	2.3945	4,788.92
June 2016	-	-	-	-	-
Total	2,000	2.37	2.37	2.3945	4,788.92

As at 30 June 2016, the Company held a total of 302,800 ordinary shares 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.

7. Dividend

The dividend paid out of shareholders' equity for the ordinary shares during the interim period and preceding year corresponding period were as follows:

Year-to-date ended	
30.6.2016	30.6.2015
RM'000	RM'000

Dividend in respect of financial year ended 31 December 2014:

- Second interim (5 sen) under the single tier system approved by the Directors on 23 February 2015 and paid on 25 March 2015	-	39,985
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Dividend in respect of financial year ended 31 December 2015:

- Second interim (5 sen) under the single tier system approved by the Directors on 23 February 2016 and paid on 24 March 2016	39,985	-
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39,985	39,985
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8. Segment information

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

9. Effect of changes in the composition of the Group during the interim period, including business combinations, obtaining or losing control of subsidiaries and long-term investments, restructuring and discontinued operations

There were no changes in composition of the Group during the interim period.

10. Significant events and transactions

There were no events or transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period.

11. Events after the end of the interim period

Save for the subsequent events as disclosed in Note 9 of Part B below, there were no events after the interim period and up to 19 August 2016 that have not been reflected in these interim financial statements.

12. Changes in contingent liabilities or contingent assets since the end of the last annual reporting period

Since the end of the last annual reporting period, the Group does not have any contingent liability or contingent asset as at the end of the financial year which is expected to have an operational or financial impact on the Group.

13. Capital commitments

The Group has the following capital commitments:

	As at 30.6.2016	As at 31.12.2015
	RM'000	RM'000 <i>(Audited)</i>
Contracted but not provided for	88,850	76,013
Authorised but not contracted for	37,993	102,770
	<u>126,843</u>	<u>178,783</u>

14. Significant related party transactions

During the interim period, the Company and its subsidiaries did not enter into any Related Party Transactions or Recurrent Related Party Transactions of a revenue or trading nature that had not been included in or exceeded by 10% of the estimated value which had been mandated by the shareholders at the extraordinary general meetings held on 25 May 2015 and 18 May 2016.

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PART B

Explanatory Notes Pursuant to the Main Market Listing Requirements of Bursa Securities

1. Review of performance

The Group's revenue for the current quarter at RM110.6 million was 13% above the preceding year corresponding quarter. Consequently, profit before tax ["PBT"] and profit after tax ["PAT"] for the current quarter at RM28 million and RM19.8 million were higher than the preceding year corresponding quarter by 21% and 22% respectively.

Generally, the Group's current quarter performance benefitted from higher average selling price realization of Crude Palm Oil ["CPO"] and Palm Kernel ["PK"] but offset somewhat by lower sales volume of CPO.

Average selling price realization of CPO and PK for the current quarter were RM2,661 and RM2,411 per tonne respectively as compared to the preceding year corresponding quarter of RM2,180 per tonne for CPO and RM1,534 per tonne for PK. CPO sales volume at 32,928 tonnes was 11% lower than the preceding year corresponding quarter whilst PK sales volume was 4% higher at 8,523 tonnes. The lower sales volume of CPO was mainly attributable to higher closing inventories as at the end of the current quarter due to timing of deliveries.

CPO and PK production for the current quarter was close to the preceding year corresponding quarter as the better yield of fresh fruit bunches ["FFB"] in the current quarter was offset by lower extraction rates.

Overall, Group PBT and PAT for the year to date at RM50.9 million and RM36.4 million were lower than the preceding year corresponding period by 2% and 4% respectively. This was mainly due to lower sales volume as production output in the earlier part of the current year was affected by the severe dry weather in Sabah caused by the El Nino weather phenomenon but mitigated by higher average price realization. Consequently, basic earnings per share for the year to date decreased to 4.56 sen from 4.72 sen in the preceding year corresponding period.

2. Comments on material changes in the profit before tax for the quarter reported as compared with the preceding quarter

Group PBT for the current quarter was 22% higher than the preceding quarter of RM22.9 million, benefitted from higher average selling price of CPO and PK and higher sales volume of PK but dampened somewhat by lower sales volume of CPO.

Average selling price per tonne of CPO and PK were 12% and 19% higher than the preceding quarter of RM2,375 and RM2,029 respectively. CPO sales volume for the current quarter was 11% below the preceding quarter of 37,041 tonnes whilst PK sales volume was 22% above the preceding quarter of 6,978 tonnes.

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3. Current year prospects

Palm oil prices trended upwards again after a dip to an average of RM2,335 per tonne in July 2016. Concerns over tight supplies, anticipation of higher exports and the anticipated onset of the La Nina phenomenon from August to October 2016 have boosted palm oil prices in recent weeks.

Based on data released by Malaysian Palm Oil Board (MPOB), Malaysia's crude palm oil production in the 1st half of 2016 was lower than the same period last year by 16%.

Cargo surveyor, Societe Generale de Surveillance's (SGS), reported that Malaysia's palm oil exports during the first 10 days of August 2016 rose 18.1% to 465,743 tonnes as compared to 394,215 tonnes during the same period in July 2016.

The increase in the minimum wage of employees with effect from July 2016, labour shortages and the volatility of the Ringgit vis-à-vis the US Dollar are expected to be ongoing challenges faced by the plantation industry in Malaysia.

Notwithstanding the foregoing, the Group is cautiously optimistic of achieving satisfactory results for the current financial year ending 31 December 2016.

4. Variances between actual profit and forecast profit

Variances between actual profit and forecast profit are not applicable as the Company has not provided any profit forecast in any public document.

5. Profit for the period

	Quarter ended		Year-to-date ended	
	30.6.2016	30.6.2015	30.6.2016	30.6.2015
	RM'000	RM'000	RM'000	RM'000
Profit for the period is arrived at after crediting/(charging):				
Interest income	296	391	668	1,063
Dividend income from money market deposits	497	1,349	1,322	1,584
Foreign exchange loss	(523)	-	(591)	-
Depreciation and amortisation	(8,118)	(7,410)	(15,979)	(14,834)
Property, plant and equipment written off	(7)	(149)	(7)	(189)
Loss on disposal of property, plant and equipment	(72)	(1)	(64)	(111)

Save as disclosed above, the other items as required under Appendix 9B, Part A(16) of the Main Market Listing Requirements are not applicable.

6. **Tax expense**

	Quarter ended		Year-to-date ended	
	30.6.2016	30.6.2015	30.6.2016	30.6.2015
	RM'000	RM'000	RM'000	RM'000
In respect of current period				
- income tax	9,101	7,127	16,526	16,138
- deferred tax	(944)	(370)	(2,093)	(1,795)
	<u>8,157</u>	<u>6,757</u>	<u>14,433</u>	<u>14,343</u>

The Group's effective tax rates for the current quarter and year to date as well as the preceding year corresponding quarter and period were above the statutory tax rate due to certain expenses being disallowed for tax purposes.

7. **Status of corporate proposals announced but not completed at the latest practicable date which must not be earlier than 7 days from the date of issue of the quarterly report**

There was no corporate proposal announced but not completed as at 19 August 2016.

8. **Borrowings and debt securities**

The Group does not have any borrowing nor debt security.

9. **Changes in material litigation (including status of any pending material litigation) since the date of the last annual statement of financial position which must be made up to a date not earlier than 7 days from the date of issue of the quarterly report**

Except for the following, there was no other material litigation since the date of the last annual statement of financial position:

- (a) Hap Seng Plantations (River Estates) Sdn Bhd ["RESB"], the wholly-owned subsidiary of the Company, is the registered and beneficial proprietor of all that parcel of land held under CL095310017, District of Kinabatangan, State of Sabah measuring approximately 6,454 acres ["said Land"]. On 16 January 2012, a purported sale and purchase agreement in respect of the said Land was entered into between Mr. Heng Chin Hing @ Wong Chin Hing (NRIC No. H0699157/570811-12-5731) ["HCH"] as the purported vendor and Excess Interpoint Sdn Bhd ["EISB"] as the purported purchaser ["Purported SPA"]. HCH alleged that he is the donee of a power of attorney dated 8 February 1977 allegedly created in respect of the said Land ["Alleged PA"]. On the basis of the Purported SPA, EISB entered a private caveat on the said Land on 3 April 2012.

On 23 May 2012, RESB commenced a legal suit vide a writ of summon at Kuala Lumpur High Court ["KLHC"] against EISB ["1st Defendant"] and on 16 June 2012, HCH was added as the second defendant ["2nd Defendant"] to the said legal suit ["KL RESB Suit"].

On 10 August 2012, upon the 1st Defendant's application, the KL RESB Suit was transferred to the High Court of Sabah & Sarawak at Kota Kinabalu ["KKHC"]. On 7 April 2016, the Federal Court held that the KLHC has no jurisdiction to transfer a civil suit filed in the High Court of Malaya to the High Court of Sabah and Sarawak. On the basis of such ruling, the KKHC had on 19 April 2016 struck off the KL RESB Suit with no order as to costs.

On 8 April 2016, RESB commenced a fresh legal suit against the 1st and 2nd Defendants through its solicitors in Sabah, Messrs Jayasuriya Kah & Co. in KKHC vide writ of summon no. BKI-22NCvC-39/4-2016 ["KK RESB Suit"].

9. **Changes in material litigation (including status of any pending material litigation) since the date of the last annual statement of financial position which must be made up to a date not earlier than 7 days from the date of issue of the quarterly report (continued)**

(a) (continued)

RESB is claiming for the following in the KK RESB Suit:

- (i) That RESB be declared as the registered and beneficial owner of the said Land;
- (ii) That the Purported SPA be declared null and void;
- (iii) That the Alleged PA be declared null and void;
- (iv) An injunction restraining the 1st Defendant from:-
 - (a) effecting any further dealings including but not limited to disposal, assignment, transfer, mortgage, charge, lease, tenancy over the said Land with any third party;
 - (b) taking any actions to fulfill the terms and conditions in the Purported SPA; and
 - (c) taking any further action to complete the Purported SPA.
- (v) An injunction restraining the 2nd Defendant from effecting any steps, actions and/or representations in respect of the Alleged PA;
- (vi) Costs of the KK RESB Suit; and
- (vii) Such further or other relief as the Court deems fit and just.

Pending the disposal of the KK RESB Suit, the KKHC had on 27 July 2016 granted an interlocutory injunction in favour of RESB pursuant to which the 1st and 2nd Defendants have been restrained from effecting dealings as set out in terms (iv) and (v) above [“KK Interlocutory Injunction”].

The Company has been advised by Messrs Jayasuriya Kah & Co., that RESB has good grounds to succeed in the KK RESB Suit.

- (b) Chee Ah Nun @ Sia Yi Chan (NRIC No. 550808-12-5663) [“SYC” or the “Plaintiff”] has filed a separate legal suit against RESB in respect of the said Land in the High Court of Sabah & Sarawak at Kota Kinabalu [“KKHC”] vide originating summon no. BKI-24-127/5-2012, and the same was served on RESB on 11 June 2012 [the “KK Suit”].

The KK Suit is premised on a purported deed of appointment of substitute by attorney dated 24 June 2010 [“Alleged Deed of Substitute”] allegedly executed by HCH pursuant to which HCH had allegedly divested to SYC all his interests or claims on the said Land pursuant to the Alleged PA.

SYC is claiming for the following in the KK Suit:

- (i) that by virtue of the Alleged PA, RESB had allegedly divested its ownership and all interests or claims to the said Land to HCH;
- (ii) that pursuant to the Alleged Deed of Substitute, SYC is the beneficial owner and has rights to take possession of the said Land;
- (iii) an order that RESB forthwith deliver vacant possession of the said Land to SYC free of encumbrances with all fixtures and crops planted thereon;
- (iv) an injunction restraining RESB, its servants and/or employees or agents from harvesting crops on the said Land or removing anything thereon and/or otherwise from doing anything or interfering with SYC’s rights thereon;
- (v) costs of the KK Suit; and
- (vi) such further or other relief as the Court deems fit and just.

On 27 July 2016, the KKHC, upon application of RESB, granted an order converting the KK Suit from an originating summon to a writ action and ordered the Plaintiff to file in his writ and statement of claim by 26 August 2016.

The Company has been advised by its solicitors, Messrs Jayasuriya Kah & Co., that the KK Suit is unlikely to succeed.

10. Derivatives

The Group did not enter into any derivative contract and accordingly there was no outstanding derivative as at the end of the interim period.

11. Gains/Losses arising from fair value changes of financial liabilities

There was no gain/loss arising from fair value changes of financial liabilities for the current quarter under review as all the Group's financial liabilities are measured at amortised cost.

12. Disclosure of realised and unrealised profits or losses (unaudited)

	As at 30.6.2016	As at 31.12.2015
	RM'000	RM'000
		<i>(Audited)</i>
Total retained earnings of the Company and its subsidiaries:		
- Realised	888,921	893,097
- Unrealised	(130,946)	(132,689)
	<u>757,975</u>	<u>760,408</u>
Less: Consolidation adjustments	(256,279)	(255,170)
Total Group retained earnings as per consolidated financial statements	<u>501,696</u>	<u>505,238</u>

13. Earnings per share ["EPS"]

(a) The basic EPS is calculated by dividing the profit for the period attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period excluding treasury shares held by the Company as follows:

	Quarter Ended		Year-to-date ended	
	30.6.2016	30.6.2015	30.6.2016	30.6.2015
Profit attributable to owners of the Company (RM'000)	<u>19,794</u>	<u>16,289</u>	<u>36,443</u>	<u>37,782</u>
Weighted average number of ordinary shares in issue	<u>799,698</u>	<u>799,703</u>	<u>799,699</u>	<u>799,703</u>
Basic EPS (sen)	<u>2.48</u>	<u>2.04</u>	<u>4.56</u>	<u>4.72</u>

(b) The Company does not have any diluted EPS.

14. Dividend

- (a) The Directors has on even date approved the following interim dividend for the financial year ending 31 December 2016:
- (i) Amount per ordinary share of RM1.00 each
- First Interim Dividend 3 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
- First Interim Dividend 3 sen per ordinary share under the single tier system which is tax exempt in the hands of the shareholders

 - (iii) Total dividend approved to date for the current financial year
Amount per ordinary share of RM1.00 each 3 sen (2015: 3 sen) per ordinary share under the single tier system which is tax exempt in the hands of the shareholders
- (b) The dividend will be payable on 27 September 2016; and
- (c) In respect of deposited securities, entitlement to the dividend will be determined on the basis of the record of depositors as at 9 September 2016.

NOTICE OF INTERIM DIVIDEND PAYMENT AND ENTITLEMENT DATE

NOTICE IS HEREBY GIVEN that the first interim dividend of 3 sen per ordinary share of RM1.00 each under the single tier system which is tax exempt in the hands of the shareholders pursuant to paragraph 12B of Schedule 6 of the Income Tax Act, 1967 in respect of the financial year ending 31 December 2016, will be payable in cash on 27 September 2016 to the shareholders whose names appear on the Company's Record of Depositors at the close of business on 9 September 2016.

A depositor shall qualify for entitlement to the dividend only in respect of:

- (a) shares transferred into the depositor's securities account before 4.00 p.m. on 9 September 2016 in respect of transfers; and
- (b) shares bought on the Bursa Malaysia Securities Berhad ["Bursa Securities"] on a cum entitlement basis according to the Rules of the Bursa Securities.

15. Auditors' report on preceding annual financial statements

The auditors' report in respect of the financial statements of the Company for the preceding financial year ended 31 December 2015 was not subject to any qualification.

16. Others

In its approval letter dated 23 July 2007 approving the initial public offering of the Company, the Securities Commission [“SC”] requires, inter alia, the Company to resolve the issue on the requirement to transfer 30% of Litang Estate/equity in Hap Seng Plantations (Wecan) Sdn Bhd to natives within the time period stipulated therein [“SC Condition”].

As announced on 31 July 2012, the Land and Survey Department in Kota Kinabalu had granted a further extension of time to July 2017 [“said Extension”] for the transfer of 30% of the undivided share of the Litang Estate or 30% equity in Hap Seng Plantations (Wecan) Sdn Bhd, the wholly-owned subsidiary of the Company to natives.

SC had via its letter dated 3 September 2012 resolved not to impose time stipulation on the Company to resolve the issue on SC Condition. However, the Company is to continue to pursue the matter with the relevant authority subject to the following:

- (i) the Company is to disclose the efforts taken and the status of the compliance with the Litang Estate Condition in the annual report until such time the condition is fulfilled;
- (ii) the Company and/or CIMB Investment Bank Berhad [“CIMB”] is/are to make quarterly announcements to Bursa Malaysia Securities Berhad until such time the condition is fulfilled; and
- (iii) the Company and/or CIMB is/are to update the SC when such disclosure is made in the annual report.

It is a condition of the Litang Estate that “Transfer and sublease of this title is prohibited until such time as the said land has been fully developed in accordance with the terms and conditions herein except as provided above”.

To the best of the Company’s knowledge, the said Extension was granted on the basis that frequent floods had hindered the full development or planting up of the Litang Estate in accordance with the title conditions.

As part of its effort to comply with the SC condition, the Company has taken the following steps to fully develop the Litang Estate:

- (i) constructing of a drain for every 4 rows of palms;
- (ii) regular de-silting of drains in and around the affected region;
- (iii) protect and maintain riparian reserves to prevent and reduce the rate of siltation of drains and rivers through soil erosion;
- (iv) re-supply palms killed after every flood event until such time the palms are able to survive through the floods;
- (v) specially formulated fertilizer recommendations provided to affected areas; and
- (vi) palms planted on platforms for lower lying areas.

BY ORDER OF THE BOARD

CHEAH YEE LENG
LIM GUAN NEE
Secretaries

Kuala Lumpur
24 August 2016