MSM MALAYSIA HOLDINGS BERHAD

(Incorporated in Malaysia) (Company No: 935722-K)

QUARTERLY REPORT

On consolidated results for the second quarter ended 30 June 2015

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME Amounts in RM thousand unless otherwise stated

	Quarter Ended 30 June		Year to Date Ended 30 June	
	2015	2014	2015	2014
Revenue	588,320	595,426	1,096,806	1,093,687
Cost of sales	(438,337)	(451,179)	(828,407)	(863,974)
Gross profit	149,983	144,247	268,399	229,713
Other operating income Selling and distribution cost Administrative expenses Other gains -net Other operating expenses	338	468	5,242	504
	(17,071)	(19,100)	(35,076)	(32,651)
	(25,599)	(12,567)	(40,010)	(24,468)
	(678)	(8,793)	3,349	3,561
	(2,133)	(2,565)	(8,556)	(6,251)
Profit from operations Finance costs Finance income	104,840	101,690	193,348	170,408
	(1,731)	(1,070)	(2,569)	(844)
	2,406	2,319	5,061	5,438
Profit before taxation Taxation	105,515	102,939	195,840	175,002
	(26,381)	(24,231)	(45,680)	(39,962)
Profit for the period	79,134	78,708	150,160	135,040

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 JUNE 2015

	Quarter Ended 30 June		Year to Date Ended 30 June	
	2015	2014	2015	2014
Profit for the period and total comprehensive income	79,134	78,708	150,160	135,040
Attributable to: Shareholders of the Company Non-controlling interest	79,134 -	78,708 -	150,160	135,040
Total comprehensive income for the period	79,134	78,708	150,160	135,040
Basic earnings per share attributable to equity holders of the Company (sen) Note 22	11.26	11.20	21.36	19.21

The Unaudited Condensed Consolidated Income Statements and Unaudited Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the Unaudited Condensed Consolidated Financial Information.

On consolidated results for the second quarter ended 30 June 2015 (continued)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION Amounts in RM thousand unless otherwise stated

	Unaudited	Audited
	As at 30 June	As at 31 Dec
	2015	2014
Assets		
Property, plant and equipment	584,409	473,976
Intangible asset	73,304	73,316
Goodwill	576,240	576,240
Prepaid lease payment	731	775
Biological asset	37,382	33,590
Receivables	6,497	6,651
Total non-current assets	1,278,563	1,164,548
Inventories	700 460	
Trade receivables	708,468	674,270
	261,900	191,018
Other receivables, deposits and prepayments Tax recoverable	48,625	11,422
Derivative financial assets	627	3,014
Amount due from related companies	593	38
Cash and cash equivalents	1	3,876
Total current assets	178,945 1,199,159	469,999
TOWN WORLD GOOD OF	1,133,139	1,353,637
Non-current assets held for sale		18
Total assets	2,477,729	2,518,203
Equity		
Share capital	251 400	254 400
Share premium	351,490 366 765	351,490
Reorganisation deficit	366,765	366,765
Merger relief reserve	(1,039,632) 1,733,939	(1,039,632)
Retained earnings	583,257	1,733,939 531,933
Total equity attributable to equity holders of the Company	1,995,819	1,944,495
. ,		2,544,455
Liabilities		
Deferred tax liabilities	72,487	76,699
Total non-current liabilities	72,487	76,699
Current liabilities		
Payables and accruals	84,792	231,216
Amount due to other related companies	685	2,336
Amount due to ultimate holding company	6,249	8,918
Borrowings	287,669	248,390
Derivative financial instruments	475	
Current tax liabilities	29,553	6,149
Total current liabilities	409,423	497,009
Total liabilities	481,910	573,708
Total equity and liabilities	2,477,729	2,518,203
Net assets per share attributable to		
equity holders of the Company (RM)	2.84	2.77

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the Unaudited Condensed Consolidated Financial Information.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY Amounts in RM thousand unless otherwise stated

Period ended 30 June 2015	Share capital	Shar e premium	Merger reserve	Reorganisation deficit	Retained earnings	Equity attributable to equity holders of the Company
At 1 January 2015	351,490	366,765	1,733,939	(1,039,632)	531,514	1,944,076
Total comprehensive income	-	24	-	-	150,160	150,160
Dividend payable	-	9	: 2 /	*	(98,417)	(98,417)
At 30 June 2015	351,490	366,765	1,733,939	(1,039,632)	583,257	1,995,819
Period ended 30 June 2014	Share capital	Share premium	Merger reserve	Reorganisation deficit	Retained earnings	Equity attributable to equity holders of the Company
At 1 January 2014	351,490	366,765	1,733,939	(1,039,632)	443,635	1,856,197
Total comprehensive income		3	12		135,040	135,040
Dividend payable	(2)	5	-	-	(98,417)	(98,417)
At 30 June 2014	351,490	366,765	1,733,939	(1,039,632)	480,258	1,892,820

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Group's Audited Financial Statement for the year ended 31 December 2014 and the accompanying explanatory notes attached to the Unaudited Condensed Consolidated Financial Information.

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS Amounts in RM thousand unless otherwise stated

	Year to Date Ended 30 June		
	2015	2014	
Cash Flows from Operating Activities			
Profit for the period	150,160	135,040	
Adjustment for Non-Cash Flow Items	53,519	57,894	
Operating Profit Before Changes in Working Capital	203,679	192,934	
Changes in Working Capital			
Net changes in working capital	(276,438)	114,886	
Tax paid	(22,234)	(45,865)	
Net Cash (Used in) Generated from Operating Activities	(94,993)	261,955	
Cash Flows from Investing Activities			
Acquisition of property, plant and equipment	(128,380)	(25,727)	
Acquisition of intangible assets	(1,650)	(465)	
Increase in biological assets	(3,792)	(4,408)	
Proceeds from disposal of property, plant and equipment		167	
Interest received	925	800	
Net Cash Used in Investing Activities	(132,897)	(29,633)	
Cash Flows from Financing Activities			
Drawdown of borrowings	676,645	325,000	
Repayment of borrowings	(637,366)	(178,200)	
Interest paid	(4,026)	(3,493)	
Dividend paid	(98,417)	-	
Net Cash (Used in) Generated from Financing Activities	(63,164)	143,307	
Net (Decrease)/Increase in Cash and Cash Equivalents	(291,054)	375,629	
Cash and Cash Equivalents at Beginning of the Period	469,999	267,154	
Cash and Cash Equivalents at End of the Period	178,945	642,783	
Cash and Cash Equivalents comprise:			
Deposits with licensed banks	152,273	554,984	
Cash and bank balances	26,672	87,799	
	178,945	642,783	

The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2014 and the accompanying explanatory notes attached to the Unaudited Condensed Consolidated Financial Information.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION Amounts in RM thousand unless otherwise stated

The interim financial statements have been prepared in accordance with the requirements of paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and FRS 134: Interim Financial Reporting.

The Unaudited Condensed Consolidated Financial Information should be read in conjunction with the Group's Audited Financial Statements for the year ended 31 December 2014. These explanatory notes attached to the Unaudited Condensed Consolidated Financial Information provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2014.

1 Basis of Preparation

The accounting policies and presentation adopted for this Unaudited Condensed Consolidated Financial Information are consistent with those of the Group's Audited Financial Statements for the financial year ended 31 December 2014, together with the adoption of the new Financial Reporting Standards (FRSs), Amendments to FRSs and IC Interpretations with effect from 1 January 2015 as discussed below.

FRSs, Amendments to FRSs and Interpretations

Amendments to FRS 2, 3, 8, 13, 116, 124 and 138 Amendments to FRS 1, 3, 13 and 140 Amendments to FRS 119

Improvements to FRSs 2010-2012 Improvements to FRSs 2011-2013 Defined Benefit Plans: Employee Contributions

The initial application of the above standards, amendments and interpretations did not have any material impact on the financial statements of the Group.

2 Auditors' Report on Preceding Annual Financial Statements

The audited financial statements for the year ended 31 December 2014 were not subject to any audit qualification.

3 Seasonal or Cyclical Factors

Sales of refined sugar products in Malaysia typically increase slightly during the months leading up to major holidays and festivals in Malaysia, especially Hari Raya and Chinese New Year, due to increased consumer demand for cooking oil and refined sugar.

4 Unusual Items Due to Their Nature, Size or Incidence

There were no material unusual items affecting MSMH's assets, liabilities, equity, net income or cash flows during the financial period under review.

5 Changes in Estimated Amounts Reported in Prior Period Which Have Effect on the Current Period

Other than the impact of change in depreciation of RM4.9 million as reported in Note 19, there were no other material changes in the estimates of amounts reported in the prior interim periods of the current financial year or the previous financial years that have a material effect on the results for the current quarter under review.

6 Changes in Debt and Equity Securities

There were no changes in debt and equity securities during the period under review.

7 Dividends

The shareholders during the Annual General Meeting resolved a final dividend payment of 14 cents per share amounting to RM98.4 million for the year ended 31 December 2014, to be paid on 2 July 2015 (payment to Symphony Share Registrars Sdn Bhd on 29 June 2015).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED) Amounts in RM thousand unless otherwise stated

8 Segmental Reporting

Operating segments are reported in a manner consistent with the internal management reporting provided to the chief operating decision maker (CODM). The CODM who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Executive Officer. The Chief Executive Officer considers the business primarily a product perspective. The reportable operating segments have been identified as follows:-

- (i) Sugar Sugar refining and sales and marketing of refined sugar
- (ii) Rubber and palm oil

Cumulative quarter ended 30 June 2015	Sugar	Rubber and palm oil	Reconciliation	Total
	RM'000	RM'000	RM'000	RM'000
Total segment revenue	1,096,806	*	<u> </u>	1,096,806
Revenue from external customers	1,096,806		<u> </u>	1,096,806
Finance income Finance cost Depreciation and amortisation Profit before taxation Taxation Profit after taxation for the financial period	(1,823) (2,567) (13,675) 96,517 (45,204)	(2) (1,208) (261)	6,884 - (110) 99,584 (476)	5,061 (2,569) (14,993) 195,840 (45,680) 150,160

Total assets as at 30 June 2015

	Sugar	Rubber and palm oil	Unallocated assets	Total
	RM'000	RM'000	RM'000	RM'000
Total assets	1,429,267	132,485	915,977	2,477,729
Total liabilities	607,664	71,186	(196,940)	481,910
Additions to biological assets	· 2	3,792	12	3,792
Additions to property, plant and equipment	124,264	147	3,969	128,380
Additions to intangible assets	1,650	- E	Ē#	1,650

9 Valuation of Property, Plant and Equipment

There was no valuation of the property, plant and equipment in the current quarter under review.

10 Material Events Subsequent to the End of the Financial Period

There were no material events which occurred subsequent to the end of the period ended 30 June 2015.

11 Changes in the Composition of the Group

There were no changes in the composition of the Group for the current period under review other than the followings:

- (i) Incorporation of MSM Sugar Refinery (Johor) Sdn Bhd with 2 paid up capital of RM1.00 each.
- (ii) Acquisition of the entire issued and paid-up share capital MSM Sugar Refinery for a cash consideration of RM2.00.

Subsequent to the completion of the acquisitions, MSM Sugar Refinery became the subsisdiaries of the Company.

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NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED) Amounts in RM thousand unless otherwise stated

12 Changes in Contingent Liabilities or Contingent Assets

The Group does not have any material contingent liabilities or contingent assets as at 30 June 2015.

13 Capital Commitments Outstanding Not Provided for in the Unaudited Condensed Interim Financial Information

		As 30 J	
		2015	2014
	roperty, plant and equipment:		
	Contracted but not provided for	43,277	46,634
-	Approved but not contracted for	10,891	54,421
	<u> </u>	54,168	101,055
		As	at
		30 Ju	Ine
Te	stangible accete.	2015	2014
	ntangible assets: Contracted but not provided for		2.50=
	Approved but not contracted for		2,627
	*Fr		1,7
		è	2,627
		As a	nt
		30 Ju	
D.	olasiani accator	2015	2014
	iological assets: Contracted but not provided for		
	Approved but not contracted for	1,241 22,748	785
	7,	22,740	27,895
		23,989	28,680
Ma	aterial Related Party Transactions		
(a)	Related party transactions are as follows:		
		Year to Dat	
		30 Ju	
		2015	2014
(i)	Transactions with ultimate holding company		
	Management fees	(3,523)	(5,187)
(ii)	· · · · · · · · · · · · · · · · · · ·	,	() /
	Sales of refined sugar (Felda Trading Sdn Bhd)	9,244	7,633
	Security services (Felda Security Services Sdn Bhd)	(318)	(4)
	Information technology services (Felda Prodata System Sdn Bhd)	(318)	(140)
	Engineering services (Felda Engineering Services Sdn Bhd)	(10)	(1,168)
	Travel agent services (Felda Travel Sdn Bhd)	(36)	(78)
	Provision of arrangement services for Corporate Events (Felda Holdings Bhd)		(132)
	Insurance services (Felda Trading Sdn Bhd)	(208)	(269)
	Provision of plantation material (Felda Global Venture Plantation Malaysia Sdn Bhd)	9	(6)
	Provision of plantation material (Felda Agricultural Services Sdn Bhd)	9	(8)
	Refreshment services (Felda D'Saji Sdn Bhd)	(47)	(21)
	Rental income (Felda Agricultural Services Sdn Bhd)	連	4
	Rental income (Felda Global Ventures R&D Sdn Bhd)	4	200
	Office rental (FELDA)	(716)	25
	Fertilizer (FPM Sdn Bhd)	(266)	(368)
	_	3,806	256

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED) Amounts in RM thousand unless otherwise stated

14 Material Related Party Transactions (continued)

		Year to Da	
		2015	2014
(iii	Transactions between subsidiaries and government- related financial institutions		
	Interest expense for bankers acceptances	1,489	2,027
	Interest income from fixed deposits and cash balances	62	76
(b)	Balances relating to related party transactions are as follows:		
		As a	
		30 Jւ 2015	ne 2014
		RM'000	RM'000
(i)	Balances with ultimate holding company		
	Amount due to:		
	Management fees	(6,249)	(9,238)
(ii)	Balances with related companies		
	Amount due to:		
	Felda Security Services Sdn Bhd	(215)	(4)
	Felda Prodata System Sdn Bhd	(96)	(4) (46)
	Felda Prodata Services Sdn Bhd	(14)	3963
	Felda Engineering Services Sdn Bhd	(10)	(79)
	Felda Travel Sdn Bhd	(12)	(25)
	Felda Holdings Bhd Felda Trading Sdn Bhd	(14)	(14)
	FPM Sdn Bhd	(1)	(4.57)
		(104)	(157)
(iii)	Balances with ultimate holding company		
	Amount due to:		
	FELDA	(219)	(1,519)
		(6,934)	(11,082)
(ha)	Delever with a veletal as we		-
(IV)	Balances with a related company Amount due from:		
	Felda Trading Sdn Bhd		420
	Felda Agricultural Services Sdn Bhd		429
	Felda Global Ventures Plantation (M) Sdn Bhd	:3	3
	FGV R&D Sdn Bhd	1	_
()	Polomono with altitude to 1 and		
(v)	Balances with ultimate holding company Amount due from:		
	FELDA		
		1	437
			437
		As at	
		30 Jur 2015	e 2014
		2025	2014
(vi)	Balances between subsidiaries and government- related financial institutions		
	Bankers acceptances	194,000	175,800
	Fixed deposits and cash balances	17,654	258,494
		/	200,101

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED) Amounts In RM thousand unless otherwise stated

15 Review of Performance

(a) Quarter on Quarter

The Group recorded a total revenue RM 588.32 million quarter on quarter, which is RM 7.11 million or 1.2% lower compared to the same period last year of RM 595.43 million. This is due to 1% reduction in the overall tonnage sold in the local market.

The profit after tax (PAT) for the three (3) months period ended 30 June 2015 is RM 79.13 million, an increase of RM 0.43 m or 1% as compared to previous corresponding period's PAT of RM 78.71 million.

(b) Year on Year

The Group revenue for the first half of the year 2015 is RM 1,096.81 million compared to RM 1,093.69 million revenue in the same period last year due to slight increase in tonnage sold by 3%.

The profit after tax (PAT) for the six (6) months period ended 30 June 2015 is RM 150.16 million, an increase of RM 15.12 million or 11.20% as compared to previous corresponding period's PAT of RM 135.04 million. These were attributed to lower raw sugar costs of 6%, increase in other operating income by RM4.74 million due to i) reversal of land impairment of RM2.96 million and ii) receipt transport rebate income from East Malaysia of RM1.20 million compared to nil last year.

16 Material Changes In the Quarterly Results Compared to the Preceding Quarter

The comparison of the Group revenue and profit before taxation for the current quarter and last quarter is as follows:

	Quarter E	nded		
	30 June	31 March	Variance	
	2015	2015	RM	%
Revenue	588,320	508,486	79,834	15.7
Profit after tax	79,134	71,026	8,108	11.4

The Group recorded a total revenue RM 588.32 million quarter on quarter, which is RM 79.83 m or 15.7% higher compared to the preceding quarter of RM 508.49 million. This is due to increased demand of refined sugar by 13% for the months leading to Harl Raya in July 2015.

Similarly, due to the factor above, the profit after tax (PAT) for the three (3) months period ended 30 June 2015 is RM 79.13 million, increase by RM 8.1 million or 11% as compared to the preceding quarter PAT of RM 71.03 million.

17 Current Year Prospects

Notwithstanding the volatility of commodity prices, the Group is expected to be able to sustain its satisfactory performance.

18 Variance of Actual Profit from Forecast Profit

The Group did not issue any profit forecast.

19 Profit from Operations

Included in the operating profit are:

	Year to Date Ended 30 June		
	2015	2014	
Reversal of impairment on property, plant and equipment Amortisation of intangible asset Amortisation of prepaid lease payment Depreciation of property plant and equipment Gain on disposal of property, plant and equipment Net foreign exchange (gain) / loss Commodity gain Commodity trading gain	(2,956) 1,663 508 12,821 (569) (972) (2,377) (4,300)	1,749 503 16,095 (8) 5,489 (9,050)	

20 Taxation

	_	Quarter Ended 30 June		e Ended ne
	2015	2014	2015	2014
Current Deferred	25,614	25,531	45,808	41,591
Deterred		(1,300)	(128)	(1,629)
	26,381	24,231	45,680	39,962

The effective tax rate for the current period ended 30 June 2015 is lower than the Malaysian income tax rate of 25% due to deffered tax effect on the changes in tax rate.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED) Amounts in RM thousand unless otherwise stated

21 Realised and Unrealised Profit/(Loss)

	As at 30 June	
Realised Unrealised	2015 711,738	2014 708,655 1,635
Consolidation adjustments	711,738 (128,481)	710,290 (131,615)
Total Group retained earnings as per consolidated accounts	583,257	578,675

The unrealised portion of retained earnings comprise deferred tax expense, cumulative net gains arising from fair value through profit and loss and translation gains and losses on monetary items denominated other than in Ringgit Malaysia.

22 Earning Per Share

	Quarter Ended 30 June			Year to Date Ended 30 June	
	2015	2014	2015	2014	
Basic earning per share are computed as follows:					
Profit for the financial period attributable to owners of the Company (RM'000)	79,134	78 ,7 08	150,160	135.040	
Weighted average number of ordinary shares in issue (thousands)	702,980	702,980	702,980	702,980	
per share (sen)	11.26	11.20	21.36	19.21	

23 Derivative Financial Instruments

The Group uses foreign currency exchange forward contracts and sugar commodity future contracts to manage its exposure to various financial risks. The fair value of these derivatives as at 30 June 2015 are as follows:

	Notional amount RM'000	Fair value	
		Assets RM'000 (unaudited)	Liabilities RM'000 (unaudited)
<u>Type of derivatives</u>		•	(
Foreign currency exchange forward contracts	10,215	593	475
Sugar commodity futures contracts	12	- 3	=
	10,215	593	475

There is no change to the type of derivative financial contracts entered into, cash requirements of the derivatives, risk associated with the derivatives and the risk management objectives and policies to mitigate these risks since the last financial year ended 31 December 2014. The maturity periods of the above derivatives are less than one year.

24 Fair Value Changes of Financial Liabilities

Other than derivatives which are classified as liabilities only when they are in a fair value loss position as at the date of the statements of financial position, the Group does not remeasure its financial liabilities at fair value after the initial recognition.

25 Unquoted Investments and/or Properties

There were no purchases or disposals of unquoted investments or properties for the current quarter.

26 Quoted Investments

There were no purchases or disposals of quoted investments for the current quarter.

27 Status of Corporate Proposals

On 10 April 2015, MSMH had acquired the entire issued and paid-up share capital of MSM Sugar Refinery (Johor) Sdn. Bhd for a cash consideration of RM2.00. With the acquisition, MSM Sugar Refinery has become a wholly owned subsidiary of MSM. MSM Sugar Refinery was incorporated on 8 April 2015.

Other than above, there was no corporate proposals entered into during the financial period under review.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED) Amounts in RM thousand unless otherwise stated

28 Group Borrowings

As at 30 June 2015, the total unsecured borrowings, which are denominated in Ringgit Malaysia, are as follows:

As at 30 June

Borrowings Current 2015

2014

Unsecured:

Bankers' acceptances and revolving credits

287,669

175,800

29 Off Balance Sheet Financial Instruments

There were no off balance sheet financial instruments as at the date of this report.

30 Material Litigation

Since the last Audited Financial Statements for the year ended 31 December 2014, the Group is not a party to any material obligation or arbitration, either as plaintiff or defendant.

On behalf of the Board

Dato' Sheikh Awab Sheikh Abod Director

Tan Sri Haji Mohd Isa Dato' Haji Abdul Samad Director

Kuala Lumpur 19 August 2015