

Condensed Consolidated Income Statement For The Quarter Ended 31 December 2014

(The figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Dec 2014	Preceding Year Corresponding Quarter 31 Dec 2013	Current Year 12 months ended 31 Dec 2014	Preceding Year Corresponding Period 31 Dec 2013
	RM'000	RM'000	RM'000	RM'000
Revenue	14,175	11,809	57,809	32,541
Cost of sales	(9,606)	(7,770)	(41,753)	(25,884)
Gross profit	4,569	4,039	16,056	6,657
Other operating income	(42)	193	161	203
Selling Expenses	(416)	-	(416)	-
Other operating expenses	(3,402)	(894)	(4,764)	(2,319)
Operating profit	709	3,338	11,037	4,541
Finance costs	(248)	(20)	(334)	(42)
Interest income	2	3	20	3
Profit before tax	463	3,321	10,723	4,502
Income tax expense	(81)	(961)	(2,648)	(1,407)
Profit for the period attributable to equity holders of the company	382	2,360	8,075	3,095
Earnings per share attributable to equity holders of the Company:	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>
Basic	0.20	1.25	4.24	1.64
Diluted	0.20	1.23	4.20	1.61

The condensed consolidated income statements should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Comprehensive Income For The Quarter Ended 31 December 2014

(The figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Dec 2014	Preceding Year Corresponding Quarter 31 Dec 2013	Current Year 12 months ended 31 Dec 2014	Preceding Year Corresponding Period 31 Dec 2013
	RM'000	RM'000	RM'000	RM'000
Profit for the period	382	2,360	8,075	3,095
Other comprehensive income	-	-	-	-
Total comprehensive income for the period attributable to equity holders of the company	382	2,360	8,075	3,095

The condensed consolidated income statements of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

INNOPRISE PLANTATIONS BERHAD (285072-M)

(Incorporated in Malaysia)

Condensed Consolidated Statement of Financial Position As at 31 December 2014

	(Unaudited)	(Audited)
	End of Current Quarter 31 Dec 2014	Preceding Financial Year Ended 31 Dec 2013
	<u>RM'000</u>	<u>RM'000</u>
ASSETS		
Non-current assets		
Property, plant and equipment	148,730	96,704
Biological asset	201,468	178,341
	350,198	275,045
Current Assets		
Inventories	12,678	13,354
Trade receivables	934	3,592
Other receivables	1,826	1,665
Fixed deposits with licensed bank	464	450
Cash and bank balances	1,117	1,165
	17,019	20,226
TOTAL ASSETS	367,217	295,271
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	191,237	189,634
Share premium	1,124	215
Capital Reserves	783	1,544
Accumulated profits	36,266	28,191
Total equity	229,410	219,584
Non-current liabilities		
Deferred tax liabilities	15,638	12,990
Loans and borrowings	64,733	35,160
	80,371	48,150
Current liabilities		
Trade payables	12,327	17,413
Other payables	21,363	8,646
Loans and borrowings	23,746	1,478
	57,436	27,537
Total liabilities	137,807	75,687
TOTAL EQUITY AND LIABILITIES	367,217	295,271

The Consolidated Balance Sheet should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Changes in Equity For the Financial Quarter ended 31 December 2014

	Share capital	Share premium	Other reserve	Retained earnings	Total equity
	<u>RM'000</u>	<u>RM'000</u>	RM'000	<u>RM'000</u>	<u>RM'000</u>
At 1 January 2014	189,634	215	1,544	28,191	219,584
Exercise of employee share option Share options granted under ESOS	1,603	909	(909)	-	1,603
 Recognised in income statement 	-	-	60	-	60
 Included in investments in subsidiary 	-	-	88	-	88
Total comprehensive income for the period				8,075	8,075
At 31 December 2014	191,237	1,124	783	36,266	229,410
At 1 January 2013	188,611	-	1,113	25,009	214,733
Exercise of employee share option Share options granted under ESOS	1,023	215	(228)	-	1,010
 Recognised in income statement 	-	-	193	-	193
Included in investments in subsidiary	-	-	466	-	466
Total comprehensive income for the period		-	-	3,182	3,182
At 31 December 2013	189,634	215	1,544	28,191	219,584

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Cash Flows For the Quarter ended 31 December 2014

	12 months ended 31 December 2014	12 months ended 31 December 2013
	RM'000	RM'000
Operating activities		
Profit before tax	10,723	4,151
Adjustment for :-		
Depreciation of property, plant and equipment	861	275
Property, plant and equipment written off	12	-
Interest received	(20)	(3)
Interest expense	334	127
Dividend income	-	(2)
Share options granted under ESOS	148	193
Net fair value gain on held for trading investment securities	-	(2)
Impairment on trade receivables	2,835	354
Total adjustments	4,170	942
Operating cash flows before changes in working capital	14,893	5,093
Changes in working capital:		
Decrease/(increase) in inventories	676	(4,742)
(Increase)/decrease in receivables	(338)	21
Increase in payables	7,631	11,889
Total changes in working capital	7,969	7,168
Cash generated from operating activities	22,862	12,261
Interest received	20	3
Interest paid	(1,557)	(892)
Net cash generated from operating activities	21,325	11,372
Investing activities		
Placement of pledged fixed deposits	(14)	(450)
Purchase of property, plant and equipment	(53,818)	(27,822)
Plantation development expenditure	(20,485)	(21,173)
Proceed from disposal of investment securities	-	1,520
Dividend received	-	2
Net cash used in investing activities	(74,317)	(47,923)
Financing activities		
Net drawdown of invoice financing	2,253	1,349
Net drawdown of term loans	35,255	34,745
Net drawdown of revolving credit	14,000	-
Repayment of hire purchase liabilities	(167)	(30)
Share issuance expense	-	(13)
Proceeds from exercise of employee share options	1,603	1,023
Net cash flows from financing activities	52,944	37,074
Net (decrease)/increase in cash and cash equivalents	(48)	523
Cash and cash equivalents at beginning of year	1,165	642
Cash and cash equivalents at end of period	1,117	1,165
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The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.



A. EXPLANATORY NOTES PURSUANT TO FRS 134

1. BASIS OF PREPARATION

The condensed consolidated interim financial statements have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and should be read in conjunction with the Group's audited financial statement for the financial year ended 31 December 2013.

These explanatory notes attached to the condensed consolidated interim financial statements provide an explanation of events and transactions that significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2013.

2. CHANGES IN ACCOUNTING POLICIES

The accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2013, except as follows:

On 1 January 2014, the Group adopted the following new and amended FRS and IC Interpretations mandatory for annual financial periods beginning on or after 1 January 2014.

	Effective for annual periods beginning on or after
Amendments to FRS 132: Offsetting Financial Assets and	
Financial Liabilities	1 January 2014
Amendments to FRS 10, FRS 12 and FRS 127: Investment	·
Entities	1 January 2014
Amendments to FRS 136: Recoverable Amount Disclosures	·
for Non-financial Assets	1 January 2014
Amendments to FRS 139: Novation of Derivation and	·
Continuation of Hedge Accounting	1 January 2014
IC Interpretation 21: Levies	1 January 2014

Adoption of the above standards and interpretations did not have any significant effect on the financial performance and position of the Group.



2. CHANGES IN ACCOUNTING POLICIES (cont'd)

The Group has not adopted the following standards and interpretations that have been issued but not yet effective:

	periods beginning
	on or after
Amendments to FRS 119: Defined Benefit Plans:	
Employee Contributions	1 July 2014
Annual Improvements to FRSs 2010 - 2012 Cycle	1 July 2014
Annual Improvements to FRSs 2011 - 2013 Cycle	1 July 2014
FRS 9 Financial Instruments (IFRS 9 issued by IASB	
in November 2009)	To be announced
FRS 9 Financial Instruments (IFRS 9 issued by IASB	
in October 2010)	To be announced
FRS 9 Financial Instruments: Hedge Accounting and	
amendments to FRS 9, FRS 7 and FRS 139	To be announced

The Directors expect that the adoption of the above standards and interpretations will have no material impact on the financial statements in the period of initial application, except as discussed below:

FRS 9: Financial Instruments: Classification and Measurement

FRS 9 reflects the first phase of work on the replacement of FRS 139 and applies to classification and measurement of financial assets and financial liabilities as defined in FRS 139. The standard was initially effective for annual periods beginning on or after 1 January 2013, but Amendments to FRS 9: Mandatory Effective Date of FRS 9 and Transition Disclosures, issued in March 2012, moved the mandatory effective date to 1 January 2015. Subsequently, on 14 February 2014, it was announced that the new effective date will be decided when the project is closer to completion. The adoption of the first phase of FRS 9 will have an effect on the classification and measurement of the Group's financial assets, but will not have an impact on classification and measurements of the Group's financial liabilities. The Group will quantify the effect in conjunction with the other phases, when the final standard including all phases is issued.

Malaysian Financial Reporting Standards (MFRS Framework)

On 19 November 2011, the Malaysian Accounting Standards Board (MASB) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards(MFRS Framework).

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture (MFRS 141) and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venture (herein called 'Transitioning Entities').



2. CHANGES IN ACCOUNTING POLICIES (cont'd)

Malaysian Financial Reporting Standards (MFRS Framework) (cont'd)

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for additional three years. Consequently, the adoption of the MFRS Framework by the Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2015.

The Group falls within the scope of Transitioning Entities, the Group will adopt the MFRS Framework for the financial year beginning 1 January 2015. 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.

At the date of these financial statements, the Group has not completed its quantification of the financial effects of the differences between Financial Reporting Standards and accounting standards under the MFRS Framework due to the ongoing assessment by the project team. Accordingly, the consolidated financial performance and financial position as disclosed in these financial statements for the year ended 31 December 2013 could be different if prepared under the MFRS Framework.

The Group expects to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 31 December 2015.

Biological assets

All direct expenses incurred in land preparation, planting, estate administrative and maintenance of plantations up to maturity are capitalised as plantation development expenditure. Maintenance expenditure subsequent to maturity is charged to income statement as and when incurred. General charges are apportioned based on proportion of matured and immature areas.

Plantation development expenditure are not amortized and are measure at cost less accumulated impairment losses. Palm trees are considered mature upon reaching 36 months after planting.

3. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the financial statements for the year ended 31 December 2013 was not qualified.



4. SEGMENTAL INFORMATION

Business segments

	Cumulative C	Cumulative Quarter ended 31 December 2014			
	Timber	Plantations	Consolidated		
	RM'000	RM'000	RM'000		
Segment Revenue	7,937	49,872	57,809		
Segment Results	(568)	11,664	11,096		
Other income			180		
Unallocated expenses			(553)		
Profit before taxation			10,723		
Income tax			(2,648)		
Cumulative profit up to 31 Dec 2014			8,075		
OTHER INFORMATION					
Segments Assets	-	366,100	366,100		
Unallocated assets			1,117		
Consolidated Assets			367,217		
Segments Liabilities	435	121,734	122,169		
Unallocated liabilities			15,638		
Consolidated Liabilities			137,807		

5. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE, OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the financial period ended 31 December 2014.



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EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014

6. CHANGES IN ESTIMATES

There were no changes in estimates that had a material effect in the current quarter results.

7. SEASONAL OR CYCLICAL FACTORS

The Group's operations were not materially affected by any seasonal or cyclical factors.

8. DIVIDENDS PAID

No dividends were paid out during the current quarter.

9. CARRYING AMOUNT OF PROPERTY, PLANT AND EQUIPMENT

There were no brought forward valuations of property, plant and equipment from the financial year ended 31 December 2013 and there were no valuations of property, plant and equipment carried out during the financial period ended 31 December 2014.

10. DEBT AND EQUITY SECURITIES

There were no issuances, cancellations, repurchases, resale, and repayments of debt and equity securities during the financial period ended 31 December 2014.

11. CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group during the current financial quarter.

12. DISCONTINUED OPERATION

There were no discontinued operations for the Group during the current financial quarter.

13. CAPITAL COMMITMENTS

The commitments for the oil palm plantation development not provided for in the interim financial statements as at 31 December 2014 are as follows:

Capital expenditure:	RM'000
Approved and contracted for:	1411 000
Property, plant and equipment	2,255

INNOPRISE PLANTATIONS BERHAD (285072-M)

(Incorporated in Malaysia)

EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2014

14. CHANGES IN CONTINGENT LIABILITIES AND CONTINGENT ASSETS

There were no changes in contingent liabilities since the last annual balance sheet as at 31st December 2013.

There is a potential claim of approximately RM11.619 million arising from a shortfall in guaranteed volume of log production under a Logging Sub-Contract between Serijaya Industri Sdn Bhd (SJI), a wholly owned subsidiary of the Company and Asiatic Lumber Industries Sdn Bhd (ALISB).

Under the Logging Sub-Contract agreement, ALISB has undertaken to extract a minimum of 120,000m³ of logs per year. The amount of RM11.619 million was computed on the loss of profit from the production shortfalls in prior years and the sub-contractor has yet to agree to the compensation.

SJI has applied for arbitration as stipulated in the Logging Agreement with hearing of the arbitration fixed over the period from 20th April 2015 to 28th April 2015. ALISB has submitted a counter claim of RM46 million.

15. MATERIAL RELATED PARTY TRANSACTIONS

Group	2014
Trade transactions	<u>RM'000</u>
Transaction with a related party:	
Log extraction contract fee from Rakyat Berjaya Sdn. Bhd.	7,937
Rental paid to TSH Resources Bhd., a company in which a director of the Company has an interest.	72
Sale of oil palm fresh fruit bunches to TSH Plantation Management Sdn. Bhd.	35,900
Purchase of organic fertilizer from TSH Plantation Management Sdn. Bhd.	26
Sale of oil palm seedlings to Rinukut Sdn. Bhd.	2,920
Sales of Crude Palm Oil to TSH-Wilmar Sdn. Bhd.	3,823
Sales of Palm Kernel to TSH-Wilmar Sdn. Bhd.	434
Company	
Trade transaction	
Management fees charged to subsidiary	
- Serijaya Industri Sdn. Bhd.	360

16. MATERIAL EVENTS SUBSEQUENT TO THE END OF PERIOD REPORTED

There were no material events subsequent to the end of the period that have not been reflected in the financial statements for the period.



B. EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

1. PERFORMANCE REVIEW

The Group registered a turnover of RM14.175 million for the current quarter ended 31 December 2014 representing an increase of 20% as compared to RM11.809 million for the preceding financial year corresponding quarter. Turnover for the current year twelve-months ended 31 December 2014 was RM57.809 million representing an increase of 78% as compared to turnover of RM32.541 million in the preceding financial year corresponding period. The increase in turnover for the current quarter and year-to-date were mainly attributable to the increase in production of FFB as more planted area come into maturity. Palm oil mill has come to into operation during the current quarter.

Profit before tax for the current quarter ended 31 December 2014 was RM0.463 million as compared to RM3.321 million in the preceding financial year corresponding quarter. The reduction in profit is mainly attributable to an impairment of RM2.835 million in receivable. Profit before tax for the current year twelve-months ended 31 December 2014 was RM10.723 million compared to RM4.502 million in the preceding financial year corresponding period. Despite lower profit before tax for the current quarter, the Group posted higher profit before tax for twelve-month results. This is mainly attributable to the increase in production of FFB as well as the sales of CPO and PK.

2. MATERIAL CHANGES IN PROFIT BEFORE TAXATION

The Group registered a turnover of RM14.175 million for current quarter representing 5% increase as compared to RM13.510 million in the immediate preceding quarter. The increase was mainly due to the increase in production of FFB, CPO and PK. Palm products sales contributed RM12.306 million to total turnover as compared to RM11.400 million in the preceding quarter.

Profit before tax for the current quarter was RM0.463 million as compared to profit before tax of RM2.077 million in the immediate preceding quarter. The decrease was due to lower CPO price and impairment of receivable amounting to RM2.835 million.



3. PROSPECT FOR 2014

The Board of Directors is confident of achieving reasonable profitability as oil palm segment is expected to contribute positively in 2015 with higher FFB yield and the production of CPO and PK in the coming quarter reducing unit cost of production.

Logging activities will continue to contribute to group profitability in 2015.

4. PROFIT FORECAST OR PROFIT GUARANTEE

There were no profit forecasts or profit guarantees released to the public.

5. INCOME TAX EXPENSE

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Dec 2014	Preceding Year Corresponding Quarter 31 Dec 2013	Current Year 12 months ended 31 Dec 2014	Preceding Year Corresponding Period 31 Dec 2013
	RM'000	RM'000	RM'000	RM'000
Current year tax:				
Malaysian income tax	-	-	-	-
Deferred tax	81	-	2,648	-
	81	-	2,648	-
(Over)/underprovided in prior years:				
Malaysian income tax	-	-	-	-
Deferred tax	-	-	-	-
Total	81		2,648	

6. SALE OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There were no sales/disposals of unquoted investments and properties during the current financial quarter and period ended 31 December 2014.



7. QUOTED SECURITIES

- a) There was no purchase and sale of quoted securities for the current financial quarter ended 31 December 2014.
- b) There was no investment in quoted shares as at 31 December 2014.

8. STATUS OF CORPORATE PROPOSALS

There were no corporate proposals for the current financial quarter ended 31 December 2014.

9. UTILISATION OF PROCEEDS

No proceed were raised by the Company from any corporate exercise during the year.



10. LOANS AND BORROWINGS

	As at end of current quarter	As at 31 Dec 2013
	31 Dec 2014 RM'000	RM'000
Short term borrowings		
Secured;		
- Invoice financing	3,602	1,349
 Revolving credit 	14,000	-
- Term loans	6,000	-
 Hire purchase creditor 	144	129
	23,746	1,478
Long term borrowings		
Secured		
- Term loans	64,000	34,745
 Hire purchase creditor 	733	415
	64,733	35,160
Total borrowings		
Secured		
- Invoice financing	3,602	1,349
- Term loans	70,000	34,745
- Revolving credit	14,000	-
- Hire purchase creditor	877	544
	88,479	36,638

All borrowings are denominated in Ringgit Malaysia.

11. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There were no off balance sheet financial instruments as at 31 December 2014.

12. CHANGES IN MATERIAL LITIGATION

There were no changes in material litigation since the last annual balance sheet date of 31 December 2013.

13. DIVIDEND PAYABLE

No interim ordinary dividend has been declared for the financial period ended 31 December 2014 (31 December 2013: Nil).



14. EARNINGS PER SHARE

(a) Basic earning per share

Basic earnings per share amounts are calculated by dividing profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the year:

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Dec 2014	Preceding Year Corresponding Quarter 31 Dec 2013	Current Year 12 months ended 31 Dec 2014	Preceding Year Corresponding Period 31 Dec 2013
Profit attributable to ordinary equity holders of the parent	RM'000 382	2,360	8,075	3,095
Weighted average number of ordinary shares in issue ('000)	191,237	188,667	190,565	188,625
Basic earnings per share	<u>Sen</u> 0.20	<u>Sen</u> 1.25	<u>Sen</u> 4.24	<u>Sen</u> 1.64



14. EARNINGS PER SHARE (Cont'd)

(b) Diluted earnings per share

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Dec 2014	Preceding Year Corresponding Quarter 31 Dec 2013	Current Year 12 months ended 31 Dec 2014	Preceding Year Corresponding Period 31 Dec 2013
	RM'000	RM'000	RM'000	RM'000
Profit attributable to ordinary equity holders of the parent	382	2,360	8,075	3,095
Weighted average number of ordinary shares in issue ('000)	191,237	188,667	190,565	188,625
Effect of ESOS ('000)	1,525	3,293	1,490	3,073
Weighted average number of ordinary shares in issue ('000)	192,762	191,960	192,055	191,698
	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>
Diluted earnings per share	0.20	1.23	4.20	1.61

The diluted earnings per share is calculated by dividing the net profit for the period by the weighted average number of ordinary shares in issue during the period.

The share options was calculated based on the number of shares which would have been acquired at the market price (average annual share price of the company's share) based on the monetary value of the subscription rights attached to the outstanding share options. No adjustment is made to the net profit attributable to shareholders for the share options calculations.

15. AUTHORISATION FOR ISSUE

The interim financial statements were authorized for issue by the Board of Directors in accordance with a resolution of the directors on 25 February 2015.



C. DISCLOSURE OF REALISED AND UNREALISED PROFITS OR LOSSES.

Total unappropriated profit as at 31 December 2014 and 31 December 2013 is analysed as follows:

	As at end of	As at end of
	current quarter	preceding year
	31 Dec 2014	31 Dec 2013
	RM'000	RM'000
Total unappropriated profit of the		
Company and its subsidiary		
- Realised	54,784	43,701
- Unrealised	(15,638)	(12,990)
	39,146	30,711
Consolidation adjustments	(2,880)	(2,520)
Total Group accumulated profits as per consolidated accounts	36,266	28,191