

Condensed Consolidated Income Statement For The Quarter Ended 31 March 2015

	INDIVIDUAL QUARTER			JLATIVE TO DATE
	Current Year Quarter 31 Mar 2015	Preceding Year Corresponding Quarter 31 Mar 2014	Current Year 3 months ended 31 Mar 2015	Preceding Year Corresponding Period 31 Mar 2014
	RM'000	RM'000	RM'000	RM'000
Revenue	20,430	13,855	20,430	13,855
Cost of sales	(14,713)	(10,603)	(14,713)	(10,603)
Gross profit	5,717	3,252	5,717	3,252
Other operating income	55	177	55	177
Selling Expenses	(1,688)	-	(1,688)	-
Other operating expenses	(515)	(517)	(515)	(517)
Operating profit	3,569	2,912	3,569	2,912
Finance costs	(786)	(17)	(786)	(17)
Interest income		1		1
Profit before tax	2,783	2,896	2,783	2,896
Income tax expense	(572)	(744)	(572)	(744)
Profit for the period attributable to equity holders of the company	2,211	2,152	2,211	2,152
Earnings per share attributable to equity holders of the Company:	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>
Basic	1.16	1.13	1.16	1.13
Diluted	1.15	1.12	1.15	1.12

(The figures have not been audited)

The condensed consolidated income statements 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 interim financial statements.



Condensed Consolidated Statement of Comprehensive Income For The Quarter Ended 31 March 2015

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Mar 2015	Preceding Year Corresponding Quarter 31 Mar 2014	Current Year 3 months ended 31 Mar 2015	Preceding Year Corresponding Period 31 Mar 2014
	RM'000	RM'000	RM'000	RM'000
Profit for the period	2,211	2,152	2,211	2,152
Other comprehensive income	-	-	-	-
Total comprehensive income for the period attributable to equity holders of the company	2,211	2,152	2,211	2,152

(The figures have not been audited)

The condensed consolidated income 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 interim financial statements.



INNOPRISE PLANTATIONS BERHAD (285072-M)

(Incorporated in Malaysia)

	(Unaudited)	(Audited)	
	End of Current Quarter 31 March 2015	Preceding Financial Year Ended 31 Dec 2014	
	<u>RM'000</u>	<u>RM'000</u>	
ASSETS			
Non-current assets			
Property, plant and equipment	149,658	148,524	
Biological asset	206,101	201,653	
	355,759	350,177	
Current Assets			
Inventories	9,916	12,656	
Trade receivables	1,658	508	
Other receivables	1,983	2,814	
Fixed deposits with licensed bank	464	464	
Money market deposits	-	507	
Cash and bank balances	1,014	1,171	
	15,035	18,120	
TOTAL ASSETS	370,794	368,297	
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital	191,237	191,237	
Share premium	1,098	1,098	
Capital Reserves	826	806	
Retained profits	37,968	35,757	
Total equity	231,129	228,898	
Non-current liabilities			
Deferred tax liabilities	16,213	15,641	
Loans and borrowings	64,630	65,313	
	80,843	80,954	
Current liabilities			
Trade payables	10,249	13,282	
Other payables	18,266	21,982	
Loans and borrowings	30,307	23,181	
-	58,822	58,445	
Total liabilities	139,665	139,399	
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Condensed Consolidated Statement of Financial Position As at 31 March 2015

The Consolidated Balance Sheet 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 interim financial statements.



Condensed Consolidated Statement of Changes in Equity For the Financial Quarter ended 31 March 2015

	Share capital	Share premium	Other reserve	Retained earnings	Total equity
	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
At 1 January 2015	191,237	1,098	806	35,757	228,898
 Share options granted under ESOS Recognised in income statement Included in investments in 	-	-	4	-	4
subsidiary	-	-	16	-	16
Total comprehensive income for the period	-	-	-	2,211	2,211
At 31 March 2015	191,237	1,098	826	37,968	231,129

At 1 January 2014	189,634	215	1,544	28,191	219,584
Share options granted under ESOS					
 Recognised in income statement 	-	-	22	-	22
 Included in investments in subsidiary 	-	-	24	-	24
Total comprehensive income for the period	-	-	-	2,152	2,152
At 31 March 2014	189,634	215	1,590	30,343	221,782

The condensed consolidated cash flow statement 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 interim financial statements.



Operating activities	3 months ended 31 March 2015 <u>RM'000</u>	12 months ended 31 December 2014 <u>RM'000</u>
Profit before tax	2.783	10.017
	2,763	10,217
Adjustment for :- Depreciation of property, plant and equipment	1,228	861
Property, plant and equipment written off	1,220	12
Inventories written off		22
Interest received	_	(25)
Interest expense	1,122	996
Share options granted under ESOS	20	22
Impairment on trade receivables	20	2,835
		·
Total adjustments	2,370	4,723
Operating cash flows before changes in working capital	5,153	14,940
Changes in working capital:		
Decrease in inventories	2,739	676
Increase in receivables	(319)	(900)
(Decrease)/increase in payables	(6,749)	9,332
Total changes in working capital	(4,329)	9,108
Cash generated from operating activities	824	24,048
Interest received	-	25
Interest paid	(1,329)	(3,975)
Net cash (used in)/generated from operating activities	(505)	20,098
Investing activities	()	
Withdrawal/(placement) of money market deposits	507	(507)
Placement of pledged fixed deposits	-	(14)
Purchase of property, plant and equipment	(2,544)	(52,074)
Plantation development expenditure	(3,910)	(20,474)
Net cash used in investing activities	(5,947)	(73,069)
Financing activities		
Net drawdown of invoice financing	380	2,287
Net drawdown of term loans	-	35,255
Net drawdown of revolving credit	6,000	14,000
Repayment of hire purchase liabilities	(85)	(164)
Share issuance expense	-	(4)
Proceeds from exercise of employee share options	-	1,603
Net cash flows from financing activities	6,295	52,977
Net (decrease)/increase in cash and cash equivalents	(157)	6
Cash and cash equivalents at beginning of year	1,171	1,165

Condensed Consolidated Statement of Cash Flows For the Quarter ended 31 March 2015

The condensed consolidated cash flow statement 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 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 2014.

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 2014.

2. CHANGES IN ACCOUNTING POLICIES

The accounting policies applied by the Group in these condensed consolidated interim financial statements are the same as those applied by the Group in its consolidated financial statements for the year ended 31 December 2014, except for the adoption of the following new/revised FRSs and amendments to FRSs:

	Effective for annual 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
Annual improvements to FRS 2012 - 2014 Cycle	1 January 2016
Amendments to FRS 116 and FRS 138: Clarification of	
Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to FRS 116 and FRS 141: Agriculture:	
Bearer Plants	1 January 2016



2. CHANGES IN ACCOUNTING POLICIES (cont'd)

	Effective for annual periods beginning on or after
Amendments to FRS 10 and FRS 128: Sale or	
Contribution of Assets between an Investor and its	
Associate of Joint Venture	1 January 2016
Amendments to FRS 11: Accounting for Acquisitions	
of Interests in Joint Operations	1 January 2016
Amendments to FRS 127: Equity Method in Separate	
Financial Statements	1 January 2016
Amendments to FRS 101: Disclosure initiatives	1 January 2016
Amendments to FRS 10, FRS 12 and FRS 128:	
Investments Entities: Applying the Consolidation Exception	1 January 2016
FRS 14: Regulatory Deferral Accounts	1 January 2016
FRS 15: Revenue from Contracts with Customers	1 January 2017
FRS 9: Financial Instruments	1 January 2018

The adoption of the above revised FRSs, IC Interpretation and Amendments do not have any significant financial impact on the Group.

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)

Adoption of the MFRS framework by Transitioning Entities will only be mandatory for annual periods beginning on or after 1 January 2017.

The Group falls within the scope definition of Transitioning Entities and accordingly, will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 December 2017. 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 2014 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 2017.

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 2014 was not qualified.



4. SEGMENTAL INFORMATION

Business segments

	Cumulative Quarter ended 31 March 2015			
	Timber	Plantations	Consolidated	
	RM'000	RM'000	RM'000	
Segment Revenue	3,021	17,409	20,430	
Segment Results	880	1,967	2,847	
Other income			55	
Unallocated expenses			(119)	
Profit before taxation			2,783	
Income tax			(572)	
Cumulative profit up to 31 March 2015			2,211	
OTHER INFORMATION				
Segments Assets	-	369,780	369,780	
Unallocated assets			1,014	
Consolidated Assets			370,794	
Segments Liabilities	1,009	122,443	123,452	
Unallocated liabilities			16,213	
Consolidated Liabilities			139,665	

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 March 2015.



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 2014 and there were no valuations of property, plant and equipment carried out during the financial period ended 31 March 2015.

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 March 2015.

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 March 2015 are as follows:

	2015
Capital expenditure:	<u>RM'000</u>
Property, plant and equipment:	
Approved and contracted for	7,417
Approved and not contracted for	6,821
	14,238
	14,230



14. CONTINGENT ASSETS AND LIABILITIES

There were no contingent assets and contingent liabilities at the end of this quarter and as at the date of this report.

15. MATERIAL LITIGATION

On 3 June 2014, Serijaya Industri Sdn. Bhd. (SJI), a wholly-owned subsidiary of the Company, filed a notice of arbitration against Asiatic Lumber Industries Sdn. Bhd. (ALISB) for a claim approximately RM11,619,123 arising from a shortfall in guaranteed volume of log production under a Logging Sub-Contract agreement between SJI and ALISB.

Under the Logging Sub-Contract agreement, ALISB has undertaken to extract a minimum of 120,000 m3 of logs per annum. The amount of RM11,619,123 was computed on the loss of profit from production shortfall.

On 1 July 2014, ALISB filed a counterclaim for alleged losses of RM47,638,833. The hearing of the arbitration proceedings were held from 20 April 2015 to 28 April 2015.

The lawyers acting for SJI had expressed the following opinions:

- (i) That overall the claimant (SJI) has a reasonably good case, and
- (ii) That on evaluation of evidence currently available, the Respondent does not have a good case for its counterclaim.

16. MATERIAL RELATED PARTY TRANSACTIONS

Group Trade transactions Transaction with a related party:	2015 <u>RM'000</u>
Log extraction contract fee from Rakyat Berjaya Sdn. Bhd. Rental paid to TSH Resources Bhd., a company in which a director of the Company has an interest.	3,021 23
Purchase of vehicle from TSH Plantation Management Sdn. Bhd. Sale of oil palm seedlings to Rinukut Sdn. Bhd. Sales of Crude Palm Oil to TSH-Wilmar Sdn. Bhd. Sales of Palm Kernel to TSH-Wilmar Sdn. Bhd. Company	158 538 15,700 1,709

Trade transaction

Management fees charged to subsidiary

- Serijaya Industri Sdn. Bhd.



17. 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 RM20.430 million for the current quarter ended 31 March 2015 representing an increase of 47% as compared to RM13.855 million for the preceding financial year corresponding quarter mainly attributable to the increase in production of FFB by 18% and the sales of CPO and PK.

Profit before tax for the current quarter ended 31 March 2015 was RM2.783 million as compared to RM2.896 million in the preceding financial year corresponding quarter. The slight decrease was due to low CPO and PK prices, selling expenses for palm products and loan interest incurred during the current quarter despite an increase in revenue.

2. MATERIAL CHANGES IN PROFIT BEFORE TAXATION

The Group registered a turnover of RM20.430 million for current quarter representing 44% increase as compared to RM14.175 million in the immediate preceding quarter. The increase was mainly due to the higher production of CPO and PK. Palm products sales contributed RM17.409 million to total turnover as compared to RM12.306 million in the preceding quarter.

Profit before tax for the current quarter was RM2.783 million as compared to profit before tax of RM0.463 million in the immediate preceding quarter. In the immediate preceding quarter, there was an impairment loss on receivable amounting to RM2.835 million.



3. PROSPECT FOR 2015

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.

		/IDUAL ARTER	CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Mar 2015	Preceding Year Corresponding Quarter 31 Mar 2014	Current Year 3 months ended 31 Mar 2015	Preceding Year Corresponding Period 31 Mar 2014
	RM'000	RM'000	RM'000	RM'000
Current year tax:				
Malaysian income tax	-	-	-	-
Deferred tax	572	744	572	744
	572	744	572	744
(Over)/underprovided in prior years:				
Malaysian income tax	-	-	-	-
Deferred tax	-	-	-	-
Total	572	744	572	744

5. INCOME TAX EXPENSE

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 March 2015.



7. QUOTED SECURITIES

- a) There was no purchase and sale of quoted securities for the current financial quarter ended 31 March 2015.
- b) There was no investment in quoted shares as at 31 March 2015.

8. STATUS OF CORPORATE PROPOSALS

There were no corporate proposals for the current financial quarter ended 31 March 2015.

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 31 Mar 2015	As at 31 Dec 2014
	RM'000	RM'000
Short term borrowings		
Secured;		
- Invoice financing	4,016	3,637
- Revolving credit	20,000	14,000
- Term loans	6,000	5,281
- Hire purchase creditor	291	263
	30,307	23,181
Long term borrowings Secured		
- Term loans	64,000	64,719
- Hire purchase creditor	630	594
	64,630	65,313
Total borrowings Secured		
- Invoice financing	4,016	3,637
- Term loans	70,000	70,000
- Revolving credit	20,000	14,000
- Hire purchase creditor	921	857
	94,937	88,494

All borrowings are denominated in Ringgit Malaysia.

11. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There were no off balance sheet financial instruments as at 31 March 2015.

12. CHANGES IN MATERIAL LITIGATION

There were no changes in material litigation since the last annual balance sheet date of 31 December 2014.

13. DIVIDEND PAYABLE

No interim ordinary dividend has been declared for the financial period ended 31 March 2015 (31 March 2014: 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 Mar 2015	Preceding Year Corresponding Quarter 31 Mar 2014	Current Year 3 months ended 31 Mar 2015	Preceding Year Corresponding Period 31 Mar 2014
	RM'000	RM'000	RM'000	RM'000
Profit attributable to ordinary equity holders of the parent	2,211	2,152	2,211	2,152
Weighted average number of ordinary shares in issue ('000)	191,237	189,634	191,237	189,634
	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>
Basic earnings per share	1.16	1.13	1.16	1.13



14. EARNINGS PER SHARE (Cont'd)

(b) Diluted earnings per share

	INDIVIDUAL QUARTER		CUMULATIVE YEAR TO DATE	
	Current Year Quarter 31 Mar 2015	Preceding Year Corresponding Quarter 31 Mar 2014	Current Year 3 months ended 31 Mar 2015	Preceding Year Corresponding Period 31 Mar 2014
	RM'000	RM'000	RM'000	RM'000
Profit attributable to ordinary equity holders of the parent	2,211	2,152	2,211	2,152
Weighted average number of ordinary shares in issue ('000)	191,237	189,634	191,237	189,634
Effect of ESOS ('000)	1,176	3,327	1,176	3,327
Weighted average number of ordinary shares in issue ('000)	192,413	192,961	192,413	192,961
	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>
Diluted earnings per share	1.15	1.12	1.15	1.12

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 28 May 2015.



C. DISCLOSURE OF REALISED AND UNREALISED PROFITS OR LOSSES.

Total unappropriated profit as at 31 March 2015 and 31 December 2014 is analysed as follows:

	As at end of current quarter 31 Mar 2015 RM'000	As at end of preceding year 31 Dec 2014 RM'000
Total unappropriated profit of the		
Company and its subsidiary		
- Realised	57,151	54,278
- Unrealised	(16,213)	(15,641)
	40,938	38,637
Consolidation adjustments	(2,970)	(2,880)
Total Group accumulated profits as per consolidated accounts	37,968	35,757