(Company No.:11817-V) (Incorporated in Malaysia)

### Condensed Consolidated Statement of Comprehensive Income For the Fourth Quarter Ended 31 March 2013 Except as disclosed otherwise, the figures have not been audited

|  |        | Individua            | I Quarter              | Cumulativ               | e Quarter               |
|--|--------|----------------------|------------------------|-------------------------|-------------------------|
|  |        | Current              | Preceding Year         | Current                 | Preceding Year          |
|  |        | Year                 | Corresponding          | Year                    | Corresponding           |
|  |        | Quarter              | Quarter                | To Date                 | Period                  |
|  | Note   | 31-03-2013           | 31-03-2012             | 31-03-2013              | 31-03-2012              |
|  |        | RM'000               | RM'000                 | RM'000                  | RM'000                  |
|  |        |                      |                        |                         |                         |
| Revenue  | A9     | 122,598              | 107,240                | 486,524                 | 470,753                 |
| Cost of sales  |        | (64,919)             | (55,477)               | (271,622)               | (252,600)               |
| Gross profit   |        | 57,679               | 51,763                 | 214,902                 | 218,153                 |
| Other income   |        | 2,782                | 4,783                  | 12,688                  | 13,583                  |
| Administrative expenses  |        | (14,242)             | (11,582)               | (60,067)                | (61,018)                |
| Selling and marketing expenses   |        | (5,783)              | (2,628)                | (9,658)                 | (5,879)                 |
| Other expenses   |        | (5,948)              | (4,491)                | (18,414)                | (16,111)                |
| <b>—</b>   |        | (25,973)             | (18,701)               | (88,139)                | (83,008)                |
| Finance cost   |        | (63)                 | (376)                  | (885)                   | (1,955)                 |
| Share of profit of associates<br>Profit before taxation                        | A9/A10 | 488<br><b>34,913</b> | 2,354<br><b>39,823</b> | 3,450<br><b>142,016</b> | 7,039<br><b>153,812</b> |
|  | AS/ATU | 54,915               | 39,023                 | 142,010                 | 155,012                 |
| Income tax expense   | B5     | (14,346)             | (8,475)                | (37,766)                | (37,269)                |
| Profit net of tax for the period   | _      | 20,567               | 31,348                 | 104,250                 | 116,543                 |
| Other comprehensive income<br>Foreign currency translation differe             | ences  |                      |                        |                         |                         |
| for foreign operations   |        | (1,647)              | (3,224)                | (7,156)                 | 8,256                   |
| Total comprehensive income<br>for the period                                   | _      | 18,920               | 28,124                 | 97,094                  | 124,799                 |
| Profit attributable to :   |        |                      |                        |                         |                         |
| Owners of the parent   |        | 14,824               | 24,923                 | 77,311                  | 80,864                  |
| Non-controlling interests  |        | 5,743                | 6,425                  | 26,939                  | 35,679                  |
| Profit net of tax for the period   | _      | 20,567               | 31,348                 | 104,250                 | 116,543                 |
| Total comprehensive income attributable to :                                   |        |                      |                        |                         |                         |
| Owners of the parent   |        | 13,177               | 21,699                 | 70,155                  | 89,120                  |
| Non-controlling interests  | _      | 5,743                | 6,425                  | 26,939                  | 35,679                  |
| Total comprehensive income<br>for the period                                   | _      | 18,920               | 28,124                 | 97,094                  | 124,799                 |
| Earnings per share attributable<br>to owners of the parent<br>(sen per share): |        |                      |                        |                         |                         |
| Basic  | B13    | 5.54                 | 9.46                   | 28.89                   | 30.70                   |
| Diluted  | B13    | 5.53                 | 9.44                   | 28.64                   | 30.63                   |

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements.

(Company No.:11817-V) (Incorporated in Malaysia)

## <u>Condensed Consolidated Statement of Financial Position as at 31 March 2013</u> <u>Except as disclosed otherwise, the figures have not been audited</u>

|   |                 | As At               |
|---|-----------------|---------------------|
|   | As At End Of    | Preceding Financial |
|   | Current Quarter | Year Ended          |
|   | 31-03-2013      | 31-03-2012          |
|   | (Unaudited)     | (Audited)           |
|   | RM'000          | RM'000              |
| ASSETS  |                 | 1111000             |
| Non-current assets  |                 |                     |
| Property, plant and equipment   | 220,452         | 222,195             |
| Investment properties   | 73,310          | 80,644              |
| Biological assets   | 100,273         | 82,984              |
| Investment in associates  | 37,152          | 35,413              |
| Deferred tax assets   | 4,297           | 4,739               |
| Goodwill on consolidation   | 13,055          | 13,055              |
|   | 448,539         | 439,030             |
| Current Assets  | <u> </u>        | ,                   |
| Inventories   | 113,564         | 97,500              |
| Trade receivables   | 97,749          | 77,212              |
| Other receivables   | 38,551          | 22,232              |
| Cash and bank balances  | 272,236         | 270,573             |
|   | 522,100         | 467,517             |
| TOTAL ASSETS  | 970,639         | 906,547             |
| EQUITY AND LIABILITIES<br>Equity attributable to equity holders of the Company<br>Share capital | 269,987         | 265,069             |
| Share premium   | 18,273          | 13,860              |
| Other reserves  | 85,565          | 94,383              |
| Retained earnings   | 237,099         | 175,860             |
| Retained carnings   | 610,924         | 549,172             |
| Non-controlling interests   | 220,816         | 203,636             |
| Total equity  | 831,740         | 752,808             |
|   | 001,710         | 102,000             |
| Non-current liabilities   |                 |                     |
| Long term borrowings  | -               | 4,593               |
| Retirement benefit obligations  | 1,338           | 1,146               |
| Deferred tax liabilities  | 17,665          | 16,480              |
|   | 19,003          | 22,219              |
| Current Liabilities   |                 |                     |
| Short term borrowings   | 18,472          | 10,559              |
| Trade payables  | 48,077          | 58,692              |
| Other payables  | 49,650          | 53,206              |
| Tax payable   | 3,697           | 9,063               |
|   | 119,896         | 131,520             |
| Total liabilities   | 138,899         | 153,739             |
| TOTAL EQUITY AND LIABILITIES  | 970,639         | 906,547             |
|   |                 |                     |
| Net assets per share (RM)   | 2.26            | 2.07                |
| • • • •   |                 |                     |

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 March 2012 and the accompanying explanatory notes attached to the interim financial statements. 2

## (Company No.:11817-V) (Incorporated in Malaysia)

## Condensed Consolidated Statements of Changes in Equity For the Fourth Quarter Ended 31 March 2013 Except as disclosed otherwise, the figures have not been audited

|  |                                      |                                |   | At                                   | tributable to                | Owners of the Parel                  | nt                                     |                                       |  |  |   |  |
|--|--------------------------------------|--------------------------------|---|--------------------------------------|------------------------------|--------------------------------------|--|---------------------------------------|--|--|---|--|
|  | •                                    | •                              |   |                                      | Non-distribut                | able                                 |  |                                       | Distributable                                |  |   |  |
|  | Share<br>capital                     | Share<br>premium               | Reserves                                    | Revaluation<br>reserve               | reserve                      | subsidiaries                         | Employee<br>share<br>option<br>reserve | Foreign<br>exchange<br>reserve        | Retained<br>profit                           | Total  | Non-<br>controlling<br>interests                  | Total<br>equity  |
| Group  | RM'000                               | RM'000                         | RM'000                                      | RM'000                               | RM'000                       | RM'000                               | RM'000                                 | RM'000                                | RM'000                                       | RM'000   | RM'000  | RM'000   |
| At 1-4-2012<br>Total comprehensive income for the period<br>Grant of equity-settled share options to employees<br>Exercise of employee share options<br>Dividend<br>Redemption of RCLS by minority shareholders            | 265,069<br>-<br>-<br>4,918<br>-<br>- | 13,860<br>-<br>4,413<br>-<br>- | 94,383<br>(7,156)<br>364<br>(2,026)<br>-    | 43,313<br>-<br>-<br>-<br>-<br>-<br>- | 437<br>-<br>-<br>-<br>-<br>- | 26,758<br>-<br>-<br>-<br>-<br>-<br>- | 7,802<br>364<br>(2,026)                | 16,073<br>(7,156)<br>-<br>-<br>-<br>- | 175,860<br>77,311<br>-<br>-<br>(16,072)<br>- | 549,172<br>70,155<br>364<br>7,305<br>(16,072)        | 203,636<br>26,939<br>-<br>-<br>(8,240)<br>(1,519) | 752,808<br>97,094<br>364<br>7,305<br>(24,312)<br>(1,519)     |
| At 31-03-2013  | 269,987                              | 18,273                         | 85,565                                      | 43,313                               | 437                          | 26,758                               | 6,140                                  | 8,917                                 | 237,099                                      | 610,924  | 220,816   | 831,740  |
|  | Share<br>capital                     | Share<br>premium               | Reserves                                    | Revaluation<br>reserve               | Capital<br>reserve           | subsidiaries                         | Employee<br>Share<br>Option<br>Reserve | Foreign<br>exchange<br>reserve        | Retained<br>profit                           | Total  | Minority<br>interests                             | Total<br>equity  |
| Group  | RM'000                               | RM'000                         | RM'000                                      | RM'000                               | RM'000                       | RM'000                               | RM'000                                 | RM'000                                | RM'000                                       | RM'000   | RM'000  | RM'000   |
| At 1-4-2011<br>Total comprehensive income for the period<br>Dividend<br>Dividend paid to minority shareholders of a subsidiary<br>Exercise of employee share options<br>Grant of equity-settled share options to employees | 263,160<br>-<br>-<br>1,909<br>-      | 12,161<br>-<br>-<br>1,699<br>- | 78,325<br>8,256<br>-<br>-<br>(782)<br>8,584 | 43,313<br>-<br>-<br>-                | 437<br>-<br>-<br>-<br>-      | 26,758<br>-<br>-<br>-<br>-<br>-      | -<br>-<br>(782)<br>8,584               | 7,817<br>8,256<br>-<br>-<br>-<br>-    | 108,812<br>80,864<br>(13,816)<br>-<br>-<br>- | 462,458<br>89,120<br>(13,816)<br>-<br>2,826<br>8,584 | 182,813<br>35,679<br>-<br>(12,952)<br>-<br>-      | 645,271<br>124,799<br>(13,816)<br>(12,952)<br>2,826<br>8,584 |
| Redemption of RCLS by minority shareholders<br>of a subsidiary   | -                                    | -                              |   | -                                    | -                            | -                                    |  | -                                     | -  | -  | (1,904)   | (1,904)  |
| At 31-03-2012  | 265,069                              | 13,860                         | 94,383                                      | 43,313                               | 437                          | 26,758                               | 7,802                                  | 16,073                                | 175,860                                      | 549,172  | 203,636   | 752,808  |

(Company No.:11817-V) (Incorporated in Malaysia)

## Condensed Consolidated Statement of Cash Flows for the Fourth Quarter Ended 31 March 2013 Except as disclosed otherwise, the figures have not been audited

|   |                       | to                |
|---|-----------------------|-------------------|
|   | 31-03-2013            | 31-03-2012        |
|   | RM'000                | RM'000            |
| CASH FLOWS FROM OPERATING ACTIVITIES  |                       |                   |
| Profit before taxation  | 142,016               | 153,812           |
| Adjustment for:   |                       |                   |
| Depreciation for property, plant and equipment  | 21,400                | 20,205            |
| Depreciation of investment properties<br>Amortisation of biological assets                              | 1,666<br>5,880        | 1,555<br>6,081    |
| Impairment loss on trade receivables  | 1,971                 | 782               |
| Write back of impairment loss on trade receivables  | (1,724)               | (395)             |
| Impairment of property, plant and equipment   | 1,486                 | (                 |
| Provision for retirement benefit obligation   | 265                   | 117               |
| Writedown of inventories  | 1,534                 | 406               |
| Reversal of inventories written down  | (122)                 | -                 |
| Gain on disposal of property, plant and equipment   | (227)                 | (754)             |
| Gain on disposal of investment property   | (2,096)               | (1,427)           |
| Share option granted under ESOS<br>Share of result of associates  | 360<br>(3,450)        | 8,584<br>(7,039)  |
| Interest expense  | 573                   | 733               |
| Interest income   | (7,632)               | (6,642)           |
| Operating profit before working capital changes   | 161,900               | 176,018           |
| Increase in inventories   | (15,679)              | (34,869)          |
| (Increase)/decrease in receivables  | (37,203)              | 8,899             |
| (Decrease)/increase in payables   | (13,787)              | 21,875            |
| Cash generated from operations  | 95,231                | 171,923           |
| Interest paid   | (573)                 | (733)             |
| Taxes paid<br>Retirement benefits paid  | (42,030)              | (39,903)<br>(236) |
| Net cash generated from operating activities  | <u>(39)</u><br>52,589 | 131,051           |
|   | 52,569                | 131,031           |
| CASH FLOWS FROM INVESTING ACTIVITIES  | ()                    |                   |
| Biological assets expenditure   | (25,985)              | (12,302)          |
| Proceeds from disposal of property, plant and equipment   | 109                   | 49                |
| Proceeds from disposal of investment property<br>Purchase of property, plant and equipment              | 7,797<br>(23,528)     | 5,694<br>(14,132) |
| Redemption of Redeemable Cumulative Loan Stock (RCLS)   | (23,528)              | (14,132) (4,444)  |
| Proceed from disposal of investment   | (0,000)               | 11,812            |
| Net dividend received from an associated company  | 1,711                 | 1,370             |
| Interest received   | 7,632                 | 6,642             |
| Net cash used in investing activities   | (35,820)              | (5,311)           |
| CASH FLOWS FROM FINANCING ACTIVITIES  |                       |                   |
| Net repayment of revolving credit facility  | -                     | (14,000)          |
| Net repayment of short term borrowings  | (4,317)               | (35,068)          |
| Proceeds from exercise of ESOS  | 7,305                 | 2,825             |
| Dividend paid   | (16,072)              | (13,816)          |
| Dividend paid to minority shareholders of a subsidiary  | (8,240)               | (12,952)<br>3.013 |
| (Decrease)/Increase in deposits on lien<br>Net cash used in financing activities                        | (21,328)              | (69,998)          |
| Net cash used in financing activities   | (21,020)              | (03,330)          |
| NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS<br>EFFECT ON FOREIGN EXCHANGE RATE CHANGES IN CASH | (4,559)               | 55,742            |
| AND CASH EQUIVALENTS  | (1,582)               | (90)              |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF   | (1,302)               | (90)              |
| FINANCIAL PERIOD  | 270,573               | 214,758           |
| CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD  | 264,432               | 270,410           |
| CASH AND CASH EQUIVALENTS COMPRISE:   |                       |                   |
| Cash and bank balances  | 19,088                | 20,345            |
| Fixed deposits with financial institutions *  | 252,981               | 250,065           |
| Secured bank overdrafts   | (7,637)               | -                 |
|   | 264,432               | 270,410           |
| * Fixed deposits with financial institutions comprise:  |                       |                   |
| Fixed deposits  | 253,148               | 250,228           |
| less : Deposits on lien   | (167)                 | (163)             |
|   | 252,981               | 250,065           |
|   | (167)                 | (163)             |

#### • PART A - FRS 134 requirements

• PART B - Bursa Malaysia Securities Berhad ("Bursa Securities") Listing Requirements

## PART A - REQUIREMENT OF FRSs

#### A1. Accounting policies

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

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 March 2012. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2012.

#### A2. Changes in accounting policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 March 2012 except for the adoption of the following new and revised Financial Reporting Standards ("FRS"), Amendments to FRSs and IC Interpretations.

#### (a) Adoption of FRSs, Amendments to FRSs and IC Interpretations

On 1 April 2012, the Group adopted the following FRSs, Amendments to FRSs, IC Interpretations and Amendments to IC Interpretations:

- IC Interpretation 19: Extinguishing Financial Liabilities with Equity Instruments
- Amendments to IC Interpretation 14: Prepayments of a Minimum Funding Requirement
- Amendments to FRS 1: Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters
- Amendments to FRS 7: Transfers of Financial Assets
- Amendments to FRS 112: Deferred Tax: Recovery of Underlying Assets
- FRS 124 Related Party Disclosures

The adoption of the above FRSs, Amendments to FRS and Interpretations do not have significant impact on the financial statements of the Group for the current financial year.

#### (b) Standards and interpretations issued but not yet effective

The Group has not early adopted the following new and amended FRS and IC Interpretations that are not yet effective:

# Effective for annual period beginning on or after

| Amendments to FRS 101: Presentation of Items of Other             |                |
|---|----------------|
| Comprehensive Income  | 1 July 2012    |
| FRS 10 Consolidated Financial Statements                          | 1 January 2013 |
| FRS 11 Joint Arrangements   | 1 January 2013 |
| FRS 12 Disclosure of interests in Other Entities                  | 1 January 2013 |
| FRS 13 Fair Value Measurement                                     | 1 January 2013 |
| FRS 119 Employee Benefits   | 1 January 2013 |
| FRS 127 Separate Financial Statements                             | 1 January 2013 |
| FRS 128 Investment in Associate and Joint Ventures                | 1 January 2013 |
| IC Interpretation 20 Stripping Costs in the Production Phase of a |                |
| Surface Mine  | 1 January 2013 |

#### A2. Changes in accounting policies (contd.) (b) Standards issued but not yet effective (contd.)

The Group has not early adopted the following new and amended FRS and IC Interpretations that are not yet effective: (contd)

|  | Effective for annual period<br>beginning on or after |
|--|--|
| Amendments to FRS 7: Disclosures – Offsetting Financial Assets |  |
| and Financial Liabilities                                      | 1 January 2013                                       |
| Amendments to FRS 132: Offsetting Financial Assets and         |  |
| Financial Liabilities  | 1 January 2014                                       |
| FRS 9 Financial Instruments                                    | 1 January 2015                                       |

Adoption of the FRSs, Amendments to FRS and interpretations above are expected to have no significant impact on the financial statements of the Group and the Company in the period of the initial application.

#### (c) 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 venturer (herein called 'Transitioning Entities').

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework and continue to use the existing Financial reporting Standards (FRS) for an additional one year. The adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 April 2014.

The Group falls within the scope of Transitioning Entities and have opted to defer adoption of the new MFRS Framework. Accordingly, the Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 March 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 profits.

Currently, the Group is in the process of assessing the gap between current Group accounting policies and the requirements of MFRS Framework and expects to be in a position to fully comply with the requirements of MFRS Framework for the financial year ending 31 March 2015.

#### A3. Auditors' Report on Preceding Annual Financial Statements.

The financial statements of the Group for the financial year ended 31 March 2012 were not subject to any audit qualification.

#### A4. Seasonal and cyclical factors

The operations of the Group are not affected by any seasonal or cyclical factors other than the manufacturing segment is affected by cyclical changes in volumes of certain jobs whilst the plantation segment is affected by seasonal crop production, weather conditions and fluctuating commodity prices.

#### A5. Unusual items affecting the financial statements

There were no unusual items affecting the financial statements of the Group for the current quarter.

#### A6. Changes in estimates

There were no changes in estimates arising from the adoption of the new and/or revised FRSs, that would have a material effect on the current quarter's results.

#### A7. Issuances, cancellation, repurchases, resale and repayment of debts and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debts and equity securities for the current quarter except for the issuance of the following new ordinary shares of RM1.00 each pursuant to the Company Employees' Share Scheme.

| Option<br>price per<br>share<br>RM | No. of<br>share<br>issued | Cash<br>Proceeds<br>RM |
|------------------------------------|---------------------------|------------------------|
| 1.48                               | 2,015,800                 | 2,983,384              |

#### A8. Dividend paid

There was no dividend paid during the current quarter (31 March 2012:Nil).

#### A9. Segmental revenue and results for business segments

|                                    | Individu   | al Quarter     | Cumulativ  | ve Quarter     |
|------------------------------------|------------|----------------|------------|----------------|
|                                    | Current    | Preceding Year | Current    | Preceding Year |
|                                    | Year       | Corresponding  | Year       | Corresponding  |
|                                    | Quarter    | Quarter        | To Date    | Period         |
| Revenue                            | 31-03-2013 | 31-03-2012     | 31-03-2013 | 31-03-2012     |
|                                    | RM'000     | RM'000         | RM'000     | RM'000         |
| Manufacturing*                     | 46,203     | 45,998         | 201,869    | 193,668        |
| Plantation                         | 30,044     | 22,341         | 106,316    | 109,331        |
| Bulking                            | 19,492     | 16,986         | 74,027     | 63,374         |
| Food                               | 25,791     | 22,286         | 99,630     | 99,279         |
| Others                             | 39,955     | 27,206         | 100,013    | 86,071         |
|                                    | 161,485    | 134,817        | 581,855    | 551,723        |
| Elimination of inter-segment sales | (38,887)   | (27,577)       | (95,331)   | (80,970)       |
|                                    | 122,598    | 107,240        | 486,524    | 470,753        |

#### A9. Segmental revenue and results for business segments (contd)

|                                      | Individual Quarter |                | Cumulative Quarter |                |
|--------------------------------------|--------------------|----------------|--------------------|----------------|
|                                      | Current F          | Preceding Year | Current            | Preceding Year |
|                                      | Year C             | Corresponding  | Year               | Corresponding  |
|                                      | Quarter            | Quarter        | To Date            | Period         |
|                                      | 31-03-2013         | 31-03-2012     | 31-03-2013         | 31-03-2012     |
| Profit before taxation               | RM'000             | RM'000         | RM'000             | RM'000         |
| Manufacturing*                       | 9,659              | 13,286         | 53,145             | 54,329         |
| Plantation                           | 9,575              | 8,960          | 31,955             | 47,493         |
| Bulking                              | 11,498             | 10,838         | 42,809             | 34,729         |
| Food                                 | 4,567              | 5,075          | 14,315             | 17,406         |
| Others                               | 30,977             | 19,795         | 57,029             | 48,543         |
|                                      | 66,276             | 57,954         | 199,253            | 202,500        |
| Associated companies                 | 489                | 2,353          | 3,450              | 7,039          |
|                                      | 66,765             | 60,307         | 202,703            | 209,539        |
| Elimination of inter-segment results | (31,852)           | (20,484)       | (60,687)           | (55,727)       |
|                                      | 34,913             | 39,823         | 142,016            | 153,812        |

\* Production and trading of security documents.

#### A10. Profit before taxation

The following amounts have been included in arriving at profit before taxation:

|                                      | Individu   | al Quarter     | Cumulativ  | ve Quarter     |
|--------------------------------------|------------|----------------|------------|----------------|
|                                      | Current    | Preceding Year | Current    | Preceding Year |
|                                      | Year       | Corresponding  | Year       | Corresponding  |
|                                      | Quarter    | Quarter        | To Date    | Period         |
|                                      | 31-03-2013 | 31-03-2012     | 31-03-2013 | 31-03-2012     |
|                                      | RM'000     | RM'000         | RM'000     | RM'000         |
| Other income                         |            |                |            |                |
| Interest Income                      | 2,335      | 2,173          | 7,632      | 6,642          |
| (Loss)/Gain on disposal of property, |            |                |            |                |
| plant and equipment                  | (167)      | 147            | (66)       | 754            |
| Gain on disposal of investment       |            |                |            |                |
| properties                           | -          | 394            | 2,096      | 1,427          |
| Foreign exchange gain                | 685        | 502            | 1,979      | 2,319          |
| Operating expenses                   |            |                |            |                |
| Depreciation and amortisation        | 5,805      | 6,564          | 27,078     | 27,315         |
| # Share options granted under ESOS   | 360        | 142            | 360        | 8,584          |
| Interest expense                     | 61         | 186            | 562        | 1,294          |
| Impairment loss on trade             |            |                |            |                |
| receivables                          | 14         | 10             | 1,971      | 592            |
| Write back of impairment loss on     |            |                |            |                |
| trade receivables                    | (1,324)    | (726)          | (1,724)    | (773)          |
| Impairment of property, plant        |            |                |            |                |
| and equipment                        | -          | -              | 1,486      | -              |
| Written down of inventories          | 1,535      | 427            | 1,676      | 451            |
| Reversal of inventories written down | (40)       | (22)           | (122)      | (45)           |

The group does not deal with derivatives.

Note:

<sup>#</sup> FRS 2: Share-based Payment requires an entity to measure the fair value of the equity instrument granted and reflect it in its profit or loss and financial position. In compliance with the requirements of FRS 2, the Group had recognised RM360,000 (2012: RM8.58 million) in the financial statements being the fair value of the equity-settled share options granted to the employees of the Group. The recognition of this share-based payment is a non-cash transaction and has no financial impact on the Group's shareholders' funds.

#### A11. Valuation of property, plant and equipment

The valuations of land and building have been brought forward from the last financial statements for the year ended 31 March 2012.

#### A12. Subsequent material events

There were no material events subsequent to the end of the current quarter.

#### A13. Inventories

During the quarter, the amount of inventories written down was RM1,535,000.

#### A14. Changes in the composition of the Group

There were no changes in the composition of the Group for the financial period to date including business combinations, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinued operations.

#### A15. Changes in contingent liabilities

There were no additional contingent liabilities during the current quarter, except as disclosed in Note B11 herein.

#### A16. Significant acquisition of property, plant and equipment

For the current quarter under review the Group's acquisitions of property, plant and equipment are as follows :

|                                   | Current Year<br>To Date |
|-----------------------------------|-------------------------|
|                                   | RM'000                  |
| Plant and equipment               | 8,351                   |
| Vehicles                          | 6,742                   |
| Land and Buildings                | 7,677                   |
| Furniture, fittings and computers | 758                     |
|                                   | 23,528                  |

#### A17. Capital commitments

The amount of commitments not provided for in the interim financial statements as at 31 March 2013 were as follows:

|   | Current Year |
|---|--------------|
|   | To Date      |
|   | RM'000       |
| Property, plant and equipment                         |              |
| Approved and contracted for                           | 9,658        |
| Approved but not contracted for                       | 25,893       |
| Share of capital commitments of associated companies: |              |
| Property, plant and equipment                         |              |
| Approved and contracted for                           | 13,581       |
| Approved but not contracted for                       | 282          |

## A18. Related party transactions

The Group's material related party transactions at the end of current quarter were as follows:

|  | Transacting                                |                                      | Nature of                                  | <b>D1</b> //000 |
|--|--|--------------------------------------|--|-----------------|
| KFB and its subsidiaries                     | parties                                    | Relationship                         | transactions                               | RM'000          |
| Kumpulan Fima Berhad                         | BHR Enterprise<br>Sdn Bhd                  | Common<br>Shareholders/<br>Directors | Advisory<br>services                       | (120)           |
| Fima Corporation Berhad                      | Nationwide Express<br>Courier Services Bhd | Common<br>Shareholders               | Rental income                              | 82              |
| Fima Corporation Berhad                      | TD Technologies<br>Sdn. Bhd.               | Common<br>Shareholders/<br>Directors | Purchase made-<br>Software rental          | (91)            |
| Fima Corporation Berhad                      | First Zanzibar<br>Sdn. Bhd.                | Common<br>Shareholders/<br>Directors | Purchase made-<br>IT support               | (10)            |
| Percetakan Keselamatan<br>Nasional Sdn. Bhd. | Fima Instanco Sdn. Bhd.                    | Common<br>Shareholders               | Rental income                              | 60              |
| Percetakan Keselamatan<br>Nasional Sdn. Bhd. | Nationwide Express<br>Courier Services Bhd | Common<br>Shareholders               | Purchase<br>made -<br>delivery<br>services | (90)            |

#### **PART B - BURSA SECURITIES LISTING REQUIREMENTS**

#### B1. **Review of performance**

#### **Group Performance**

|                   | Current | Previous |          |       |
|-------------------|---------|----------|----------|-------|
| (RM Million)      | YTD     | YTD      | Variance | %     |
| Revenue           | 486.52  | 470.75   | 15.77    | 3.4   |
| Profit Before Tax | 142.02  | 153.81   | (11.79)  | (7.7) |

The Group revenue for the year ended 31 March 2013 marginally increased to RM486.52 million compared to RM470.75 million recorded in the previous year. The increase of RM15.77 million (3.4%) was attributable to higher revenue generated by the bulking, food and manufacturing divisions which had offset the decline in revenue from the plantation division.

However, the profit before tax ("PBT") recorded for the year ended 31 March 2013 of RM142.02 million was lower by RM11.80 million (7.7%) from last year. The decrease was mainly due to lower profit from the plantation division.

The performance of each business division is as follows:

#### **Manufacturing Division**

| -                 | Current | Previous |          |       |
|-------------------|---------|----------|----------|-------|
| (RM Million)      | YTD     | YTD      | Variance | %     |
| Revenue           | 201.87  | 193.67   | 8.20     | 4.2   |
| Profit Before Tax | 53.15   | 54.33    | (1.18)   | (2.2) |

Revenue from Manufacturing Division improved by 4.2% to RM201.87 million from RM193.67 million last year on the back of improved volume of travelling documents. PBT declined by 2.2% to RM53.15 million from RM54.33 million posted last year mainly due to unfavourable sales mix and higher write down of inventories.

#### **Plantation Division**

|                                | Current | Previous |          |        |
|--------------------------------|---------|----------|----------|--------|
| (RM Million)                   | YTD     | YTD      | Variance | %      |
| Revenue                        | 106.32  | 109.33   | (3.01)   | (2.8)  |
| Profit Before Tax              | 31.96   | 47.49    | (15.53)  | (32.7) |
| Sales Quantity (mt)            |         |          |          |        |
| Crude palm oil (CPO)           | 46,082  | 39,089   | 6,993    | 17.9   |
| Crude palm kernal oil (CPKO)   | -       | 3,392    | (3,392)  | (100)  |
| Average net CIF selling price, |         |          |          |        |
| net of duty (RM)               |         |          |          |        |
| CPO                            | 2,155   | 2,430*   | (288)    | (11.5) |
| СРКО                           | -       | 3,160    | N/A      | N/A    |

Revenue from Plantation Division decreased by 2.8% or RM3.01 million to RM106.32 million compared to the previous corresponding year which was mainly due to zero sales of CPKO and lower selling price of CPO. For the Group's Indonesian subsidiary, PT Nunukan Jaya Lestari, a PBT of RM30.59 million was registered representing a shortfall of RM16.1 million or 34.5% compared to the previous year. The significant drop in profit was mainly due to lower selling price of CPO and higher upkeep costs.

#### Note

\* For comparison purposes, last year's FOB selling price, net of freight charges, is adjusted to CIF price.

#### B1. Review of performance (contd)

#### **Bulking Division** Current Previous % (RM Million) YTD YTD Variance Revenue 74.03 10.66 63.37 16.8 **Profit Before Tax** 42.81 34.73 8.08 23.3

**Bulking Division's** revenue rose by RM10.66 million to RM74.03 million from the RM63.37 million recorded last year. The increase was mainly due to higher throughput for edible oil and base oil products. In line with the increase in revenue, PBT increased by RM8.08 million (23.3%) to RM42.81 million as compared to RM34.73 million recorded last year.

#### **Food Division**

|                   | Current | Previous |          |        |
|-------------------|---------|----------|----------|--------|
| (RM Million)      | YTD     | YTD      | Variance | %      |
| Revenue           | 99.63   | 99.28    | 0.35     | 0.4    |
| Profit Before Tax | 14.32   | 17.41    | (3.09)   | (17.7) |

**Food Division** recorded a slightly higher revenue of RM99.63 million as compared to the same period last year of RM99.28 million. PBT contracted by RM3.09 million (17.7%) mainly due to lower forex gain recognised in the current year.

#### B2. Comparison with preceding quarter's results

#### **Group Performance**

|                   | QTR 4   | QTR 3   |          |     |
|-------------------|---------|---------|----------|-----|
| (RM Million)      | FY 2013 | FY 2013 | Variance | %   |
| Revenue           | 122.60  | 119.53  | 3.07     | 2.6 |
| Profit Before Tax | 34.91   | 33.93   | 0.98     | 2.9 |

For the final quarter, the Group recorded a revenue of RM122.6 million which was RM3.07 million or 2.6% higher than the preceding quarter. This mainly due to higher sales recorded by the plantation division.

PBT increased by 2.9% to RM34.91 million as compared to RM33.93 million recorded in the preceeding quarter. This was mainly due to higher profit generated by the plantation division.

The performance of each business division is as follows:

#### Manufacturing Division

|                   | QTR 4   | QTR 3   |          |        |
|-------------------|---------|---------|----------|--------|
| (RM Million)      | FY 2013 | FY 2013 | Variance | %      |
| Revenue           | 46.20   | 49.32   | (3.12)   | (6.3)  |
| Profit Before Tax | 9.66    | 12.12   | (2.46)   | (20.3) |

**Manufacturing Division** recorded revenue of RM46.2 million,6.3% decline from the preceding quarter, mainly due to cyclical changes in the volume of certain products. On the back of lower revenue and less favorable sales mix, PBT decreased by RM2.46 million for the current quarter.

#### B2. Comparison with preceding quarter's results (contd)

| Plantation Division                            |         |         |          |        |
|--|---------|---------|----------|--------|
|  | QTR 4   | QTR 3   |          |        |
| (RM Million)                                   | FY 2013 | FY 2013 | Variance | %      |
| Revenue  | 30.04   | 24.06   | 5.98     | 24.9   |
| Profit Before Tax                              | 9.58    | 5.97    | 3.61     | 60.5   |
| Sales of CPO                                   |         |         |          |        |
| Quantity (mt)                                  | 26,143  | 12,733  | 13,410   | 105.3  |
| Average CIF selling price,<br>net of duty (RM) | 1,953   | 2,235   | (282)    | (12.6) |

**Plantation Division** achieved revenue and PBT of RM30.04 million and RM9.58 million, respectively representing an increase of 24.9% and 58.1% respectively, over the previous quarter. The significant improvement is attributable to higher sales volume of CPO, albeit lower selling price.

#### **Bulking Division**

|                   | QTR 4   | QTR 3   |          |       |
|-------------------|---------|---------|----------|-------|
| (RM Million)      | FY 2013 | FY 2013 | Variance | %     |
| Revenue           | 19.49   | 20.36   | (0.87)   | (4.3) |
| Profit Before Tax | 11.50   | 12.30   | (0.80)   | (6.5) |

Revenue from **Bulking Division** of RM19.49 million was 4.3% lower than preceding quarter. The decrease was mainly due to lower throughput recorded for edible oil and base oil products.

#### **Food Division**

|                   | QTR 4   | QTR 3   |          |      |
|-------------------|---------|---------|----------|------|
| (RM Million)      | FY 2013 | FY 2013 | Variance | %    |
| Revenue           | 25.79   | 24.54   | 1.25     | 5.1  |
| Profit Before Tax | 4.57    | 2.84    | 1.73     | 60.9 |

Revenue from **Food Division** increased by RM1.25 million to RM25.79 million as compared to preceding quarter. On the back of higher revenue and lower overhead costs, PBT increased by RM1.73 million or 60.9%.

#### B3. Prospects

The Directors expect the performance of the Group to be satisfactory for the next financial year ending 31 March 2014. The prospect of each business division for the next financial year is as follows:

Manufacturing Division revenue continues to remain stable as most of its core products are under secured contract.

Despite uncertainties in CPO prices and challenging growth in the global markets, the **Plantation Division's** performance is expected to remain positive. The Group will continue its relentless efforts to maximise operational efficiencies to mitigate any adverse financial impact.

**Bulking Division.** The prospect for the year would be very challenging with the anticipated variation in the Malaysia Derivatives Exchange's (MDEX) Edible Oil tender transhipment business. This arises from the differential export duty structure between Malaysia and Indonesia. The anticipated increase in transhipment activities in Base Oil and import of Industrial Chemical products would be offset against the anticipated reduction in Edible Oil throughput. The storage utilisation rate is expected to be maintained at the current level.

#### B3. Prospects (contd)

**Food Division.** Given the challenging economic and business outlook globally, the food division continues to focus on maintaining sustainable profit growth by optimizing resources, prudent cost management and enhancing operational efficiencies.

#### B4. Explanatory notes on variances with profit forecasts or profit guarantees

The Group did not issue any profit forecast and/or profit guarantee to the public.

#### B5. Taxation

Taxation comprises the following:

|                                      | Individ    | ual Quarter    | Cumulative Quarter |                |
|--------------------------------------|------------|----------------|--------------------|----------------|
|                                      | Current    | Preceding Year | Current            | Preceding Year |
|                                      | Year       | Corresponding  | Year               | Corresponding  |
|                                      | Quarter    | Quarter        | To Date            | Period         |
|                                      | 31-03-2013 | 31-03-2012     | 31-03-2013         | 31-03-2012     |
|                                      | RM'000     | RM'000         | RM'000             | RM'000         |
| Income tax:                          |            |                |                    |                |
| Current year                         | 12,705     | 8,426          | 35,450             | 38,637         |
| (Over)/Under provision in prior year | (3)        | -              | 672                | (546)          |
|                                      | 12,702     | 8,426          | 36,122             | 38,091         |
| Deferred tax:                        |            |                |                    |                |
| Current year                         | (553)      | (15)           | (553)              | (886)          |
| Under provision in prior year        | 2,197      | 64             | 2,197              | 64             |
|                                      | 1,644      | 49             | 1,644              | (822)          |
| Total                                | 14,346     | 8,475          | 37,766             | 37,269         |

The effective tax rate on Group's profit todate is higher than the statutory tax rate mainly due to under provision of deferred tax and income tax in respect of prior years and certain expenses disallowed for taxation purposes.

#### B6. Profits/(losses) on sale of unquoted investments and/or properties

There were no sale of unquoted investments and/or properties during the current quarter.

#### B7. Purchase or disposal of quoted securities

There were no purchase or disposal of quoted securities during the current quarter.

#### B8. Corporate proposals

There were no changes in the composition of the Group for the current quarter and financial period to date including business combination, acquisition or disposal of subsidiaries and long term investment, restructuring and discontinued operations except the following.

On 24 December 2012, a subsidiary, Fima Corporation Berhad ("FimaCorp") had announced that Cendana Laksana Sdn. Bhd, a wholly-owned subsidiary of FCB Plantation Holdings Sdn. Bhd. which in turn is a wholly-owned subsidiary of FimaCorp had on 24 December 2012 entered into a conditional Sale and Purchase Agreement with Lemo Sdn. Bhd. (Receiver and Manager Appointed), Khuzamy Musa bin Muhammad and Khuzairy Musa bin Muhammad for the acquisition of 2 parcels of agricultural leasehold land in Kemaman, Negeri Terengganu measuring 1,940.73 acres (hereinafter referred to as the "Lands") for a total purchase consideration of RM29,110,000.

#### **B8**. Corporate proposals (contd)

Save and except for the conditions precedent stated below, the conditions precedent stipulated in the abovementioned conditional Sale and Purchase Agreement have yet to be fulfilled.

- i. Under the Guidelines for Acquisition of Properties, approval of the Economic Planning Unit of the Prime Minister's Department is not required and therefore, the condition precedent is deemed fulfilled.
- ii. The consent to transfer the Lands in favour of the Purchaser from Lembaga Kemajuan Terengganu Tengah pursuant to the express conditions endorsed on the Lands was obtained on 27 January 2013.

#### B9. Borrowings and debt securities

|             | As at<br>31-03-2013<br><b>RM'000</b> | As at<br>31-03-2012<br><b>RM'000</b> |
|-------------|--------------------------------------|--------------------------------------|
| Secured:    |                                      |                                      |
| Current     | 18,472                               | 11,458                               |
| Non-current | -                                    | 7,260                                |
|             | 18,472                               | 18,718                               |

#### B10. Realised/unrealised profits/losses

|  | As at<br>31-03-2013<br><b>RM'000</b> | As at<br>31-03-2012<br><b>RM'000</b> |
|--|--------------------------------------|--------------------------------------|
| Total retained profits/(accumulated losses) of                                     |                                      |                                      |
| Kumpulan Fima Berhad and its subsidiaries:   |                                      |                                      |
| - Realised   | 259,486                              | 193,529                              |
| - Unrealised   | (21,594)                             | (19,052)                             |
|  | 237,892                              | 174,477                              |
| Total share of retained profits/(accumulated losses) from<br>associated companies: |                                      | ·                                    |
| - Realised   | 32,269                               | 29,650                               |
| - Unrealised   | (3,789)                              | (3,693)                              |
|  | 28,480                               | 25,957                               |
| Add: Consolidation adjustments   | (29,273)                             | (24,574)                             |
| Total group retained profits as per consolidated accounts                          | 237,099                              | 175,860                              |

#### B11. **Changes in material litigations**

Pending material litigation since preceeding quarter is as follows:

Following the termination of the Tenancy Agreement by Malaysia Airports Holding Berhad ("MAHB") on 11 May 2000, a subsidiary, Fima Corporation Berhad ("FimaCorp"), as the Principal Tenant issued a termination notice dated 15 May 2000 to all its respective sub-tenants at Airtel Complex.

Pursuant to the above, on 28 September 2001, FimaCorp was served a Writ of Summons dated 9 August 2001 from a tenant ("Plaintiff") claiming for a compensation sum of approximately RM2.12 million being the renovation costs and general damages arising from the early termination of the Tenancy Agreement at Airtel Complex, in Subang. The Board of FimaCorp had sought the advice of the solicitors and was of the opinion that there should be no compensation payable to the Plaintiff as the demised premises was acquired by a relevant authority, MAHB, which was provided in the Tenancy Agreement between FimaCorp and the Plaintiff.

#### B11. Changes in material litigations (contd)

On 11 November 2008, the Court had disposed off this matter summarily in favour of the Plaintiff and on 4 March 2009, FimaCorp had filed its Record of Appeal to the Court of Appeal to appeal against the decision.

The subsidiary had made full provision for the compensation claim in the financial year ended 31 March 2009.

On 27 September 2011, the Court of Appeal had allowed FimaCorp's appeal against the decision handed down by the High Court. However, the Court of Appeal had directed that the matter be remitted back to the High Court for a full trial.

#### B12. Dividends

The Directors of the Company is recommending a final dividend of 3.5% less 25% taxation and a single- tier final dividend of 4.5% amounting to a total dividend of approximately RM19.52 million for the current financial year subject to approval of the shareholders at the forthcoming Annual General Meeting.

#### B13. Earnings per share

The basic earnings per share are calculated as follows:

|  | Individual Quarter |                | Cumulative Quarter |                        |  |
|--|--------------------|----------------|--------------------|------------------------|--|
|  | Current            | Preceding Year | Current F          | Current Preceding Year |  |
|  | Year               | Corresponding  | Year C             | Year Corresponding     |  |
|  | Quarter            | Quarter        | To Date            | Period                 |  |
|  | 31-03-13           | 31-03-12       | 31-03-13           | 31-03-12               |  |
| Profit net of tax attributable to owners of<br>the Company used in the computation |                    |                |                    |                        |  |
| of earnings per share (RM'000)   | 14,824             | 24,923         | 77,311             | 80,864                 |  |
| Weighted average number of ordinary shares in issues ('000)                        | 267,570            | 263,379        | 267,570            | 263,379                |  |
| Effect of dilution   |                    |                |                    |                        |  |
| - Share options ('000)   | 415                | 622            | 2,326              | 622                    |  |
| Weighted average number of ordinary<br>shares for diluted earnings per share       |                    |                |                    |                        |  |
| computation ('000)   | 267,985            | 264,001        | 269,896            | 264,001                |  |
| Basic earnings per share (sen per share)   | 5.54               | 9.46           | 28.89              | 30.70                  |  |
| Diluted earnings per share (sen per share)   | 5.53               | 9.44           | 28.64              | 30.63                  |  |

By order of the Board

MOHD YUSOF BIN PANDAK YATIM (MIA 4110) JASMIN BINTI HOOD (LS0009071) Company Secretaries

Kuala Lumpur Dated : 30 May 2013