

**ORIENTAL FOOD INDUSTRIES HOLDINGS BERHAD (Company No.389769-M)**

(Incorporated in Malaysia)

***EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS  
FOR THE FINANCIAL PERIOD ENDED 31st DECEMBER 2016***

**A. INFORMATION REQUIRED BY MFRS 134**

**1. *Basis of Preparation***

The condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the requirements of MFRS 134, Interim Financial Reporting and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"). These condensed consolidated interim financial statements also comply with IAS 34, Interim Financial Reporting issued by the International Accounting Standards Board ("IASB").

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 March 2016. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2016.

**2. *Changes in Accounting Policies***

The significant accounting policies and the methods adopted for the unaudited condensed financial statements are consistent with those adopted for the audited financial statements for the financial year ended 31 March 2016.

The adoption of the following MFRS and amendments to MFRS for financial periods beginning on or after 1 April 2016 do not have significant impact on the unaudited condensed consolidated financial statements upon their initial applications:

- MFRS 14 Regulatory Deferral Accounts
- Amendments to MFRS 101 Disclosure Initiative
- Amendments to MFRS 10, MFRS 12 and MFRS 128 Investment Entities : Applying the Consolidation Exception
- Amendments to MFRS 127 Equity Method in Separate Financial Statements
- Amendments to MFRS 11 Accounting for Acquisitions of Interests in Joint Operations
- Amendments to MFRS 116 and MFRS 138 Clarification of Acceptable Methods of Depreciation and Amortisation
- Amendments to MFRS 116 and MFRS 141 Agriculture: Bearer Plants
- Annual Improvements to MFRSs 2012-2014 Cycle

At the date of authorisation of the interim financial statements, the following MFRSs, Amendments to MFRSs and IC Interpretation were issued but not yet effective and have not been applied by the Group:

- Amendments to MFRS 4 Applying MFRS 9 Financial Instruments with MFRS 4 Insurance Contracts
- Annual Improvements to MFRS Standards 2014-2016 Cycle
- Amendments to MFRS 140 Transfer of Investment Property
- IC Interpretation 22 Foreign Currency Transactions and Advance Consideration
- Amendments to MFRS 2 Classification and Measurement of Share-based Payment Transactions
- Amendments to MFRS 107 Disclosure Initiative
- Amendments to MFRS 112 Recognition of Deferred Tax Assets for Unrealised Losses
- MFRS 9 Financial Instruments
- MFRS 15 Revenue from Contracts with Customers
- Clarifications to MFRS 15 Revenue from Contracts with Customers
- MFRS 16 Leases
- Amendments to MFRS 10 and MFRS 128 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

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**3. *Seasonal or Cyclical Factors***

The business operations of the Group are not materially affected by any seasonal or cyclical factors.

**4. *Exceptional / Extraordinary Items***

There were no exceptional / extraordinary items for the financial period under review.

**5. *Changes in Estimates***

There were no changes to the estimates of amounts reported in prior financial years that may have a material effect in the current period.

**6. *Debts and Equity Securities***

There was no issuance, cancellation, repurchase, resale and repayment of debts and equity securities for the current financial quarter.

**7. *Dividend Paid***

A fourth interim single tier dividend of 1 sen per share, amounting to RM2,400,000 for the financial year ended 31 March 2016 was approved during the 66th Board of Directors Meeting held on 26 May 2016 and was paid on 5 July 2016.

A first interim single tier dividend of 1 sen per share, amounting to RM2,400,000 for the financial year ending 31 March 2017 was approved during the 67th Board of Directors Meeting held on 23 August 2016 and was paid on 6 October 2016.

A second interim single tier dividend of 1 sen per share, amounting to RM2,400,000 for the financial year ending 31 March 2017 was approved during the 68th Board of Directors Meeting held on 24 November 2016 and was paid on 6 January 2017.

**8. *Segment Information***

Management has determined the operating segments based on the reports used to make strategic decisions.

For management purposes, the Group is organised into business units based on their products and services, and has three reportable operating segments as follows:

- i. Manufacturing and marketing of snack food and confectioneries
- ii. Property development
- iii. Investment holding

As the activities of the Group are carried out in Malaysia, segmental reporting by geographical location is not presented.

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31 December 2016	Manufacturing and marketing of snack food and confectioneries RM'000	Property development RM'000	Investment holding RM'000	Adjustments and eliminations RM'000	Notes	Per condensed consolidated financial statements RM'000
<b>Revenue:</b>						
External customers	191,185	-	-	-		191,185
Inter-segment	-	-	8,239	(8,239)	A	-
Total revenue	<u>191,185</u>	<u>-</u>	<u>8,239</u>	<u>(8,239)</u>		<u>191,185</u>
<b>Results:</b>						
Interest income	155	70	1	-		226
Depreciation of:						
- Property, plant and equipment	6,940	-	-	-		6,940
- Investment properties	12	66	-	-		78
Other non-cash income	3,502	-	-	-	B	3,502
Segment profit	<u>18,154</u>	<u>(47)</u>	<u>7,672</u>	<u>(7,672)</u>	C	<u>18,107</u>
<b>Assets:</b>						
Additions to non-current assets	21,545	-	-	-	D	21,545
Segment assets	<u>229,186</u>	<u>7,749</u>	<u>2,470</u>	<u>-</u>	E	<u>239,405</u>
<b>Segment liabilities</b>	<u>54,553</u>	<u>309</u>	<u>2,707</u>	<u>-</u>	F	<u>57,569</u>

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**EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS****FOR THE FINANCIAL PERIOD ENDED 31st DECEMBER 2016****8. Segment information (continued)**

31 December 2015	Manufacturing and marketing of snack food and confectioneries RM'000	Property development RM'000	Investment holding RM'000	Adjustments and eliminations RM'000	Notes	Per condensed consolidated financial statements RM'000
<b>Revenue:</b>						
External customers	181,509	-	-	-		181,509
Inter-segment	-	-	70,172	(70,172)	A	-
Total revenue	181,509	-	70,172	(70,172)		181,509
<b>Results:</b>						
Interest income	151	1	3	-		155
Depreciation of:						
- Property, plant and equipment	6,762	-	-	-		6,762
- Investment properties	12	46	-	-		58
Other non-cash incomes	1,259	-	-	-	B	1,259
Segment profit	26,849	90	69,341	(69,341)	C	26,939
<b>Assets:</b>						
Additions to non-current assets	7,539	-	-	-	D	7,539
Segment assets	209,539	7,099	4,099	-	E	220,737
<b>Segment liabilities</b>	43,205	318	339	-	F	43,862

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A Inter-segment revenues are eliminated on consolidation.

B Other non-cash incomes/(expenses) consist of the following items as presented in the respective notes to the financial statements:

	<b>31.12.2016</b>	<b>31.12.2015</b>
	<b>RM'000</b>	<b>RM'000</b>
Loss on disposal of property, plant and equipment	(112)	(155)
Property, plant and equipment written off	(35)	-
Unrealised foreign exchange gain	4,457	2,681
Inventories written down	(808)	(1,267)
	<u>3,502</u>	<u>1,259</u>
	<u><u>3,502</u></u>	<u><u>1,259</u></u>

C The following items are added to/(deducted from) segment profit to arrive at total consolidated profit before tax:

	<b>31.12.2016</b>	<b>31.12.2015</b>
	<b>RM'000</b>	<b>RM'000</b>
Dividend income from inter-segment	8,239	70,172
Unallocated corporate expenses	(567)	(831)
	<u>7,672</u>	<u>69,341</u>
	<u><u>7,672</u></u>	<u><u>69,341</u></u>

D Additions to non-current assets consist of property, plant and equipment.

E Inter-segment assets are deducted from segment assets to arrive at total assets reported in the condensed consolidated statement of financial position.

F Inter-segment liabilities are deducted from segment liabilities to arrive at total liabilities reported in the condensed consolidated statement of financial position.

Revenue information based on the geographical location of customers is as follows:

	<b>Revenues</b>			
	<b>01.04.2016 - 31.12.2016</b>		<b>01.04.2015 - 31.12.2015</b>	
	<b>RM'000</b>	<b>%</b>	<b>RM'000</b>	<b>%</b>
Malaysia	67,598	35%	69,248	38%
Asia	83,736	44%	76,664	42%
Others	39,851	21%	35,597	20%
	<u>191,185</u>	<u>100%</u>	<u>181,509</u>	<u>100%</u>
Total reported segments	<u><u>191,185</u></u>	<u><u>100%</u></u>	<u><u>181,509</u></u>	<u><u>100%</u></u>

The Group does not have single external customer that constitute 10% or more of the Group's revenue.

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**9. Significant Related Party Disclosures**

The significant related party transactions and outstanding balance described below were carried out in the ordinary course of business and on commercial terms that are no more favourable than that available to other third parties.

	<b>Transactions for the 9 months period ended 31.12.2016 RM'000</b>	<b>Outstanding balance as at 31.12.2016 RM'000</b>
Sale of goods to Syarikat Perniagaan Chong Mah	1,708	198
Rental income received from Skyline Motion Sdn Bhd	36	-

Syarikat Perniagaan Chong Mah, a company incorporated in Malaysia, is a substantial shareholder of the Company. The transactions with this related party are conducted in accordance with the general mandate obtained from shareholders for recurrent related party transactions.

The Tenancy Agreement entered between OFI Properties Sdn Bhd and Skyline Motion Sdn Bhd are in the ordinary course of business and the transaction has been entered into in arm's-length basis.

**10. Material Events Subsequent to the End of the Reporting Period**

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

**11. Changes in the Composition of the Group**

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

**12. Contingent Liabilities**

There were no contingent liabilities of a material nature to be disclosed.

**13. Capital Commitments**

	<b>As at 31.12.2016 RM'000</b>
Authorised, contracted but not provided for:-	
- purchase of property, plant and equipment	14,046
- investment properties	118
	<u>14,164</u>

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**EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS  
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	<b>Current quarter 31.12.2016 RM'000</b>	<b>Preceding year corresponding quarter 31.12.2015 RM'000</b>	<b>Current period to date 31.12.2016 RM'000</b>	<b>Preceding year corresponding period to date 31.12.2015 RM'000</b>
Revenue	67,800	68,757	191,185	181,509
Profit before tax	7,602	6,235	18,107	26,939

The revenue for the current period to date is higher by 5.3% as a result of higher sales from export customers in the snack food and confectioneries segment, as compared to the corresponding preceding period to date. The revenue for current quarter however, is lower due to a drop in local sales as compared to preceding year corresponding quarter.

Profit before tax for the current period to date is lower mainly due to higher cost of sales and administration expenses and drop in other operating income. Profit before tax for the current quarter is higher due to the gain in fluctuations of USD as compared to preceding year corresponding quarter.

**2. Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter**

	<b>Current Quarter RM'000</b>	<b>Preceding Quarter RM'000</b>
Revenue	67,800	60,050
Profit before tax	7,602	5,663

The increase in revenue for the current quarter as compared to the preceding quarter was mainly due to an increase in export demand.

Profit before tax for the current quarter is higher contributed by higher gross profit margin and gain from foreign exchange.

**3. Group's Prospects**

The Group is currently in the midst of machinery acquisitions for some expansion projects for new product lines. The management expects that these new lines will contribute positively towards the growth and profitability of the Group. These programs are expected to be completed in stages in the next few years.

The Board expects that the performance of the Group will be satisfactory for the financial year ending 31 March 2017, despite facing various challenges of competitive markets.

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**4. Board of Directors' Opinion on Revenue or Profit Estimate, Forecast, Projection or Internal Targets**

The Group does not announce or disclose any revenue or profit estimate, forecast, projection or internal targets in a public document.

**5. Variance of Actual Profit from Profit Forecast**

The disclosure requirements for explanatory notes for the variance of actual profit after tax and non-controlling interest and forecasted profit after tax and non-controlling interest and for the shortfall in profit guarantee are not applicable.

**6. Taxation**

	Current quarter 31.12.2016	Preceding year corresponding quarter 31.12.2015	Current period to date 31.12.2016	Preceding year corresponding period to date 31.12.2015
	RM'000	RM'000	RM'000	RM'000
<b>Income taxation in Malaysia</b>				
- current year	1,595	1,373	2,775	4,626
<b>Deferred taxation</b>				
- origination and reversal of temporary differences	562	(566)	399	66
	<u>2,157</u>	<u>807</u>	<u>3,174</u>	<u>4,692</u>

The Group's effective tax rate for the current period to date is lower than the statutory tax rate mainly due to the availability of tax incentives granted to its subsidiary. The current quarter's tax rate is higher due to higher deferred tax liabilities provision for certain temporary differences.

**7. Profits on Sale of Unquoted Investments and / or Properties**

There was no sale of unquoted investments and / or properties for the current quarter.

**8. Purchases or Disposals of Quoted Securities**

There were no purchase and sale of quoted securities for the current quarter.

**9. Status of Corporate Proposals**

There was no corporate proposal announced but not completed as at the date of this quarterly report



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**10. Group Borrowings**

	<b>As at 31.12.2016</b> <b>RM'000</b>
<u>Borrowings – current</u>	
Term loan - unsecured	874
- secured	<u>3,416</u>
	<u>4,290</u>
 <u>Borrowings – non-current</u>	
Term loan – unsecured	-
- secured	<u>11,343</u>
	<u>11,343</u>

The borrowings are denominated in Ringgit Malaysia.

**11. Derivatives**

The outstanding Forward Foreign Exchange Contracts as at 31 December 2016 are as follow:

	<u>Notional Value</u> RM'000	<u>Fair Value</u> RM'000
<u>Currency</u>		
Foreign Exchange Contract to sell USD (less than 1 year)	4,460	4,434

This forward foreign exchange contract was entered into to hedge against fluctuations of exchange rate in USD.

There is minimal credit and market risk as the forward contract is executed with a creditworthy financial institution. The Group is of the view that the possibility of non-performance by the financial institution is remote on the basis of their financial strength.

**12. Material Litigation**

There was no material litigation pending since the last annual statement of financial position date till the date of this interim report.

**13. Dividend**

- (a) A third interim single tier dividend for the financial year ending 31 March 2017, amounting to RM2,400,000 computed based on 240,000,000 ordinary shares as at 31 December 2016, has been declared by the Board of Directors on 21 February 2017:
- (i) Amount per share : Single tier dividend of 1.0 sen per share
  - (ii) The previous corresponding period as at 31 December 2015 : Single tier dividend of 1.0 sen per share
  - (iii) Entitlement date : 10 March 2017
  - (iv) Payment date : 3 April 2017

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- (b) The total dividend declared for the current financial year ending 31 March 2017 : 3.0 sen per share

**14. Earnings per Share**

	<b>Current Quarter 31.12.2016</b>	<b>Preceding Year Corresponding Quarter 31.12.2015</b>	<b>Current Period To Date 31.12.2016</b>	<b>Preceding Year Corresponding Period To Date 31.12.2015</b>
Profit attributable to owners of the parent (RM'000)	5,446	5,429	14,939	22,242
Number of ordinary shares in issue ('000)	240,000	240,000	240,000	240,000
Basic earnings per share (sen)	<u>2.27</u>	<u>2.26</u>	<u>6.22</u>	<u>9.27</u>

**15. Audit Report**

The audited report of the preceding annual financial statements did not contain any qualification.

**16. Profit before Tax**

Profit before tax is arrived at after charging/(crediting):

	<b>Current Quarter 31.12.2016 RM'000</b>	<b>Current Period To Date 31.12.2016 RM'000</b>
Interest income	(46)	(226)
Rental income	(29)	(112)
Interest expense	179	360
Property, plant and equipment		
- depreciation	2,285	6,940
- loss/(gain) on disposal	(7)	112
- written off	-	35
Investment properties		
- depreciation	26	78
Foreign exchange (gain)/loss		
- realised	(1,189)	(386)
- unrealised	(1,792)	(4,457)
Inventories written off	380	808
	<u>          </u>	<u>          </u>

Other than the above items, there were no provision for and write off of receivables, impairment of assets and exceptional items for the current quarter and current financial period to date ended 31 December 2016.

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**17. Realised and Unrealised Profits/Losses Disclosure**

	<b>As at 31.12.2016 RM'000</b>	<b>As at 31.12.2015 RM'000</b>
Total retained earnings of Oriental Food Industries Holdings Berhad and its subsidiaries:		
- Realised	103,299	99,455
- Unrealised	(6,312)	(7,430)
	<hr/>	<hr/>
	96,987	92,025
Less: Consolidation adjustments	(35,805)	(35,799)
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	61,182	56,226
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For and on behalf of

**ORIENTAL FOOD INDUSTRIES HOLDINGS BERHAD**

**Datuk Seri Son Chen Chuan  
Managing Director**

Dated: 21 February 2017