



**Interim Report for the 1st Quarter Ended 30 September 2013**

(The figures have not been audited)

**Condensed Consolidated Statements of Comprehensive Income**

|  | Note       | Individual Quarter<br>30 September |                | Cumulative Quarter to date<br>30 September |                |
|--|------------|------------------------------------|----------------|--|----------------|
|  |            | 2013<br>RM'000                     | 2012<br>RM'000 | 2013<br>RM'000                             | 2012<br>RM'000 |
| Revenue  |            | 43,993                             | 55,367         | 43,993                                     | 55,367         |
| Operating expenses   |            | (38,420)                           | (47,078)       | (38,420)                                   | (47,078)       |
| Profit from operations   |            | 5,573                              | 8,289          | 5,573                                      | 8,289          |
| Interest income  |            | 131                                | 292            | 131  | 292            |
| Other income   |            | 277                                | 384            | 277  | 384            |
| Depreciation and amortisation  |            | (2,224)                            | (2,221)        | (2,224)                                    | (2,221)        |
| Finance costs  |            | (1,768)                            | (1,697)        | (1,768)                                    | (1,697)        |
| Share of losses after tax in joint venture                             |            | (247)                              | -              | (247)                                      | -              |
| Profit before tax  |            | 1,742                              | 5,047          | 1,742                                      | 5,047          |
| Taxation   | <b>B5</b>  | (831)                              | (1,656)        | (831)                                      | (1,656)        |
| Profit for the period  |            | 911                                | 3,391          | 911  | 3,391          |
| <b>Other Comprehensive Income</b>                                      |            |                                    |                |  |                |
| Exchange differences on translating foreign operation                  |            | (2,530)                            | (91)           | (2,530)                                    | (91)           |
| Other comprehensive income, net of tax                                 |            | (2,530)                            | (91)           | (2,530)                                    | (91)           |
| <b>Total comprehensive (loss) / income for the period</b>              |            | <b>(1,619)</b>                     | <b>3,300</b>   | <b>(1,619)</b>                             | <b>3,300</b>   |
| Profit attributable to:  |            |                                    |                |  |                |
| Owners of the Company  |            | 936                                | 3,395          | 936  | 3,395          |
| Non-controlling interests  |            | (25)                               | (4)            | (25)                                       | (4)            |
|  |            | 911                                | 3,391          | 911  | 3,391          |
| Total comprehensive (loss) / income attributable to:                   |            |                                    |                |  |                |
| Owners of the Company  |            | (1,594)                            | 3,304          | (1,594)                                    | 3,304          |
| Non-controlling interests  |            | (25)                               | (4)            | (25)                                       | (4)            |
|  |            | (1,619)                            | 3,300          | (1,619)                                    | 3,300          |
| Basic earnings per share attributable to equity holders of GLBHD (sen) |            |                                    |                |  |                |
|  | <b>B13</b> | 0.43                               | 1.57           | 0.43                                       | 1.57           |
| Diluted (Sen)  |            |                                    |                |  |                |
|  | <b>B13</b> | 0.43                               | 1.57           | 0.43                                       | 1.57           |

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Annual Financial Statements for the year ended 30 June 2013 and the accompanying notes attached to these interim financial statements)



**Interim Report for the 1st Quarter Ended 30 September 2013**

(The figures have not been audited)

**Condensed Consolidated Statements of Financial Position**

|  |      | As at<br>Current<br>Quarter ended<br>30-09-2013 | As at<br>Preceding<br>Financial year<br>30-06-2013 |
|--|------|---|--|
|  | Note | RM'000  | RM'000   |
| <b>ASSETS</b>  |      |   |  |
| <b>Non-current assets</b>  |      |   |  |
| Property, plant and equipment  |      | 181,338   | 183,516  |
| Land use rights  |      | 47,708  | 45,539   |
| Biological assets  |      | 243,277   | 243,685  |
| Investment properties  |      | 26,153  | 26,153   |
| Intangible asset   |      | 26,875  | 26,875   |
| Investment in joint venture  |      | 4,364   | 4,611  |
| Other receivables  |      | 55,086  | 51,761   |
| <b>Current assets</b>  |      |   |  |
| Property development cost  |      | 10,104  | 8,355  |
| Inventories  |      | 8,721   | 11,997   |
| Trade and other receivables  |      | 14,210  | 12,414   |
| Tax refundable   |      | 1,665   | 1,617  |
| Cash and bank balances   |      | 13,446  | 19,338   |
|  |      | 48,146  | 53,721   |
| <b>TOTAL ASSETS</b>  |      | 632,947   | 635,861  |
| <b>EQUITY AND LIABILITIES</b>  |      |   |  |
| Share capital  |      | 222,913   | 222,913  |
| Reserves   |      | 207,154   | 208,748  |
|  |      | 430,067   | 431,661  |
| Equity attributable to owners of the company                             |      | 430,067   | 431,661  |
| Non-controlling interests  |      | 1,651   | 1,676  |
| <b>Non-current liabilities</b>   |      |   |  |
| Borrowings   | B9   | 76,022  | 82,528   |
| Deferred taxation  |      | 48,116  | 48,008   |
|  |      | 124,138   | 130,536  |
| <b>Current liabilities</b>   |      |   |  |
| Trade and other payables   |      | 14,942  | 18,642   |
| Short term borrowings  | B9   | 62,149  | 53,346   |
|  |      | 77,091  | 71,988   |
| <b>Total liabilities</b>   |      | 201,229   | 202,524  |
| <b>TOTAL EQUITY AND LIABILITIES</b>                                      |      | 632,947   | 635,861  |
| <b>Net assets per share attributable to equity holders of GLBHD (RM)</b> |      | <b>1.99</b>                                     | <b>2.00</b>  |

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the Annual Financial Statements for the year ended 30 June 2013 and the accompanying notes attached to these interim financial statements)



**Interim Report for the 1st Quarter Ended 30 September 2013**  
(The figures have not been audited)

**Condensed Consolidated Statement Of Changes In Equity**

|  | Attributable to Equity Holders of GLBHD |                 |               |                     |                                      |                   | Total          | Non-controlling interests | Total Equity   |
|--|---|-----------------|---------------|---------------------|--------------------------------------|-------------------|----------------|---------------------------|----------------|
|  | Non-Distributable                       |                 |               | Foreign currency    |                                      |                   |                |                           |                |
|  | Share capital                           | Treasury shares | Share premium | Revaluation reserve | Foreign currency translation reserve | Retained earnings | RM'000         | RM'000                    | RM'000         |
|  | RM'000                                  | RM'000          | RM'000        | RM'000              | RM'000                               | RM'000            | RM'000         | RM'000                    | RM'000         |
| <b>For the 1st quarter ended 30 September 2013</b> |   |                 |               |                     |                                      |                   |                |                           |                |
| At 1 July 2013                                     | 222,913                                 | (5,329)         | 17,950        | 144,292             | 29                                   | 51,806            | 431,661        | 1,676                     | 433,337        |
| Profit for the period                              | -                                       | -               | -             | -                   | -                                    | 936               | 936            | (25)                      | 911            |
| Other comprehensive income                         | -                                       | -               | -             | -                   | (2,530)                              | -                 | (2,530)        | -                         | (2,530)        |
|  | -                                       | -               | -             | -                   | (2,530)                              | 936               | (1,594)        | (25)                      | (1,619)        |
| At 30 June 2013                                    | <u>222,913</u>                          | <u>(5,329)</u>  | <u>17,950</u> | <u>144,292</u>      | <u>(2,501)</u>                       | <u>52,742</u>     | <u>430,067</u> | <u>1,651</u>              | <u>431,718</u> |
| <b>For the 1st quarter ended 30 September 2012</b> |   |                 |               |                     |                                      |                   |                |                           |                |
| At 1 July 2012                                     | 222,913                                 | (5,326)         | 17,950        | 146,707             | (15)                                 | 52,807            | 435,036        | 1,008                     | 436,044        |
| Profit for the period                              | -                                       | -               | -             | -                   | -                                    | 3,395             | 3,395          | (4)                       | 3,391          |
| Other comprehensive income                         | -                                       | -               | -             | -                   | (91)                                 | -                 | (91)           | -                         | (91)           |
|  | -                                       | -               | -             | -                   | (91)                                 | 3,395             | 3,304          | (4)                       | 3,300          |
| Capital repayment to Non-controlling interests     | -                                       | -               | -             | -                   | -                                    | -                 | -              | (979)                     | (979)          |
| At 30 September 2012                               | <u>222,913</u>                          | <u>(5,326)</u>  | <u>17,950</u> | <u>146,707</u>      | <u>(106)</u>                         | <u>56,202</u>     | <u>438,340</u> | <u>25</u>                 | <u>438,365</u> |

(The Condensed Consolidated Statement Of Changes In Equity should be read in conjunction with the Annual Financial Statements for the year ended 30 June 2013 and the accompanying notes attached to these interim financial statements)



**Interim Report for the 1st Quarter Ended 30 September 2013**  
(The figures have not been audited)

**Condensed Consolidated Statements of Cash Flows**

|  | <b>Cumulative Quarter to date</b> |                |
|--|-----------------------------------|----------------|
|  | <b>30 September</b>               |                |
|  | <b>2013</b>                       | <b>2012</b>    |
|  | <b>RM'000</b>                     | <b>RM'000</b>  |
| <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                   |                                   |                |
| Profit before taxation                                       | 1,742                             | 5,047          |
| Adjustment for non-cash items :                              |                                   |                |
| Gain on disposal of non-current assets                       | (20)                              | -              |
| Share of losses after tax in joint venture                   | 247                               | -              |
| Amortisation and depreciation                                | 2,224                             | 2,222          |
| Operating profit before working capital changes              | 4,193                             | 7,269          |
| Working capital changes :                                    |                                   |                |
| Increase in property development costs                       | (1,780)                           | (153)          |
| Increase in receivables                                      | (5,121)                           | 4,977          |
| Decrease in payables   | (3,700)                           | 3,586          |
| Increase in inventories                                      | 3,276                             | (12,828)       |
| Cash (used in)/generated from operations                     | (3,132)                           | 2,851          |
| Tax paid   | (831)                             | (3,122)        |
| <b>Net cash used in operating activities</b>                 | <b>(3,963)</b>                    | <b>(271)</b>   |
| <b>CASH FLOW FROM INVESTING ACTIVITIES</b>                   |                                   |                |
| Proceeds from disposal of non-current assets                 | 20                                | -              |
| Purchase of non-current assets                               | (1,776)                           | (1,256)        |
| <b>Net cash used in investing activities</b>                 | <b>(1,756)</b>                    | <b>(1,256)</b> |
| <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                   |                                   |                |
| Capital repayment to minority interest                       | -                                 | (979)          |
| Drawdown of bank borrowings                                  | 1,659                             | 3,932          |
| Repayment of bank borrowings                                 | (2,078)                           | (4,971)        |
| <b>Net cash used in financing activities</b>                 | <b>(419)</b>                      | <b>(2,018)</b> |
| <b>Net decrease in cash and cash equivalents</b>             | <b>(6,138)</b>                    | <b>(3,545)</b> |
| <b>Effect of exchange rates on cash and cash equivalents</b> | <b>(2,470)</b>                    | <b>(91)</b>    |
| <b>Cash and cash equivalents as at beginning of the year</b> | <b>19,163</b>                     | <b>62,396</b>  |
| <b>Cash and cash equivalents as at end of the period</b>     | <b>10,555</b>                     | <b>58,760</b>  |
| Cash and cash equivalents comprise:                          |                                   |                |
| Cash and bank balances                                       | 13,446                            | 74,375         |
| Bank overdraft   | (2,891)                           | (15,615)       |
|  | 10,555                            | 58,760         |

(The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the Annual Financial Statements for the year ended 30 June 2013 and the accompanying notes attached to these interim financial statements)



**Interim Report for the 1st Quarter Ended 30 September 2013**  
**(The figures have not been audited)**

**A. Explanatory Notes**

**A1. Accounting Policies**

The interim financial statements were unaudited and have been prepared in accordance with FRS 134 - Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. The report should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2013.

The 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 30 June 2013.

The same accounting policies and methods of computation are followed in the interim financial statements as compared with the financial statements for the year ended 30 June 2013, except for the adoptions of the following new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations applicable to the Group for the financial year beginning 1 July 2013:

|                                   |  |
|-----------------------------------|--|
| Amendments to FRS 101             | Presentation of Financial Statements (Improvements to FRSs (2012))                             |
| FRS 10                            | Consolidated Financial Statements  |
| FRS 11                            | Joint Arrangements   |
| FRS 12                            | Disclosure of Interests in Other Entities  |
| FRS 13                            | Fair Value Measurement   |
| FRS 119                           | Employee Benefits  |
| Amendments to IC Interpretation 2 | Members' Shares in Co-operative Entities and Similar Instruments (Improvements to FRSs (2012)) |
| IC Interpretation 20              | Stripping Costs in the Production Phase of a Surface Mine                                      |
| Amendments to FRS 7               | Disclosures - Offsetting Financial Assets and Financial Liabilities                            |
| Amendments to FRS 1               | First-time Adoption of Malaysian Financial Reporting Standards - Government Loans              |
| Amendments to FRS 1               | First-time Adoption of Malaysian Financial Reporting Standards                                 |
| Amendments to FRS 116             | Property, Plant and Equipment (Improvements to FRSs (2012))                                    |
| Amendments to FRS 132             | Financial Instruments: Presentation (Improvements to FRSs (2012))                              |
| Amendments to FRS 134             | Interim Financial Reporting (Improvements to FRSs (2012))                                      |
| Amendments to FRS 10              | Consolidated Financial Statements: Transition Guide  |
| Amendments to FRS 11              | Joint Arrangements: Transition Guidance  |
| Amendments to FRS 12              | Disclosure of Interests in Other Entities: Transition Guide                                    |

The adoption of the above FRSs, amendments and interpretations does not have any significant impact on the financial statements of the Group for the current quarter.

**A2. Disclosure of audit report qualification and status of matters raised**

There was no qualification in the audit report of the preceding financial year.

**A3. Seasonal or Cyclical Phases**

The Group's plantation operations are affected by seasonal crop productions, weather conditions and fluctuating commodity prices.

**A4. Unusual items affecting assets, liabilities, equity, net income, or cash flow**

There were no material items affecting assets, liabilities, equity, net income, or cash flow that were unusual in nature, size, or incidence during the financial period under review.

**A5. Material changes in estimates**

There were no changes in estimates of amounts reported in prior financial year, which have a material effect on the current interim period.

**A6. Issuances, Cancellations, Repurchases, Resales and Repayments of Debt and Equity Securities**

There were no issuances, cancellations, repurchases, resales or repayments of debt and equity securities during the financial period.

**A7. Dividends paid**

There were no dividend paid during the current quarter.

**A8. Segment Information**

Segment information is presented in respect of the Group's business segments as follows:

|  | <b>Plantation</b> | <b>Others</b> | <b>Eliminations</b> | <b>Consolidated</b> |
|--|-------------------|---------------|---------------------|---------------------|
|  | <b>RM'000</b>     | <b>RM'000</b> | <b>RM'000</b>       | <b>RM'000</b>       |
| <b>1st quarter ended 30 September 2013</b> |                   |               |                     |                     |
| <b>REVENUE</b>                             |                   |               |                     |                     |
| External sales/total revenue               | 43,988            | 5             | -                   | 43,993              |
| Inter-segment sales                        | -                 | 3,980         | (3,980)             | -                   |
|  | <u>43,988</u>     | <u>3,985</u>  | <u>(3,980)</u>      | <u>43,993</u>       |
| <b>RESULTS</b>                             |                   |               |                     |                     |
| Segment results                            | 5,556             | (2,207)       | -                   | 3,349               |
| Interest income                            |                   |               |                     | 131                 |
| Other income                               |                   |               |                     | 277                 |
| Finance costs                              |                   |               |                     | (1,768)             |
| Share of losses after tax in joint venture |                   |               |                     | (247)               |
| Profit before taxation                     |                   |               |                     | <u>1,742</u>        |
| Taxation                                   |                   |               |                     | (831)               |
| Profit after taxation                      |                   |               |                     | <u>911</u>          |
| Non-controlling interest                   |                   |               |                     | 25                  |
| Net profit for the period                  |                   |               |                     | <u>936</u>          |

|  | <b>Plantation</b> | <b>Others</b> | <b>Eliminations</b> | <b>Consolidated</b> |
|--|-------------------|---------------|---------------------|---------------------|
|  | <b>RM'000</b>     | <b>RM'000</b> | <b>RM'000</b>       | <b>RM'000</b>       |
| <b>1st quarter ended 30 September 2012</b> |                   |               |                     |                     |
| <b>REVENUE</b>                             |                   |               |                     |                     |
| External sales/total revenue               | 55,343            | 24            | -                   | 55,367              |
| Inter-segment sales                        | -                 | 1,794         | (1,794)             | -                   |
|  | <u>55,343</u>     | <u>1,818</u>  | <u>(1,794)</u>      | <u>55,367</u>       |
| <b>RESULTS</b>                             |                   |               |                     |                     |
| Segment results                            | 8,493             | (2,425)       | -                   | 6,068               |
| Interest income                            |                   |               |                     | 292                 |
| Other income                               |                   |               |                     | 384                 |
| Finance costs                              |                   |               |                     | (1,697)             |
| Profit before taxation                     |                   |               |                     | <u>5,047</u>        |
| Taxation                                   |                   |               |                     | (1,656)             |
| Profit after taxation                      |                   |               |                     | <u>3,391</u>        |
| Non-controlling interest                   |                   |               |                     | 4                   |
| Net profit for the period                  |                   |               |                     | <u>3,395</u>        |

The basis of segmentation and measurement of segment profit or loss is consistent with the basis adopted in the last annual financial statements. There were also no material changes in segment assets from the amount disclosed in the last annual financial statements.

**A9. Valuation of Property, Plant and Equipment**

There were no changes or amendments to the valuations of property, plant and equipment from the previous annual financial statements.

**A10. Material events subsequent to the end of the interim period**

Save as disclosed in Note B8, there were no other material events subsequent to the end of the interim period that have not been reflected in the current financial statements.

#### **A11. Changes in the composition of the Group**

On 26 August 2013, the following indirect subsidiaries of GLBHD incorporated in Cambodia have been placed under "Member's Voluntary Winding Up"-

1. NWP (Cambodia) Pte Ltd, wholly-owned subsidiary of Gainfield International Limited, a wholly-owned subsidiary of GLBHD
2. Perfect Element Plantation Pte Ltd, wholly-owned subsidiary of Pacific Bloom Limited, a wholly-owned subsidiary of GLBHD
3. Malaysia Palm Plantation Pte Ltd, wholly-owned subsidiary of Better Yield Limited, a wholly-owned subsidiary of GLBHD

#### **A12. Changes in contingent liabilities or contingent assets**

There were no material changes in contingent liabilities or contingent assets from the amount disclosed in the last annual financial statements.

#### **A13 Capital Commitments**

|   |                    |
|---|--------------------|
|   | <b>RM'000</b>      |
| Capital expenditure approved and contracted for     | 3,652              |
| Capital expenditure approved but not yet contracted | 3,760              |
|   | <hr/> <u>7,412</u> |

#### **B. Additional Information As Required by Appendix 9B of Bursa Malaysia Listing Requirements**

##### **B1. Review of Performance**

###### **1st Quarter FY 2014 vs 1st Quarter FY 2013**

The Group's revenue decreased to RM44.0 million for the current financial period from RM55.4 million for the last corresponding financial period. This was mainly due to the decrease in commodity prices. Average CPO and PK selling prices decreased by 18% from RM2,771/MT to RM2,264/MT and 12% from RM1,446/MT to RM1,266/MT respectively. The Group's profit after tax decreased to RM0.9 million for the financial period from RM3.4 million in the last corresponding financial period. The decrease was mainly due to decrease in average CPO selling price and average PK selling price as stated above.

##### **B2. Material changes in profit before taxation for the current quarter as compared with the immediate preceding quarter**

###### **1st Quarter FY 2014 vs 4th Quarter FY 2013**

The Group recorded a profit before taxation of RM1.7 million for the current quarter as compared to loss before taxation of RM3.2 million in the immediate preceding quarter. Immediate preceding quarter's loss position was mainly due to higher estate cost of production by RM4.9 million.

##### **B3. Prospects**

CPO Price is expected to range bounce at this current level in the current financial year. Barring unforeseen circumstances, the Group is optimistic that the performance for this current financial year will be better than previous financial year.

**B4. Variance of actual profit from forecast profit / profit guarantee**

Not applicable as no profit forecast or profit guarantee was published

**B5. Taxation**

|  | Individual Quarter |              | Cumulative Quarter to date |              |
|--|--------------------|--------------|----------------------------|--------------|
|  | 30 September       |              | 30 September               |              |
|  | 2013               | 2012         | 2013                       | 2012         |
|  | RM'000             | RM'000       | RM'000                     | RM'000       |
| Income tax :   |                    |              |                            |              |
| Current taxation - Malaysia                                  | 783                | 1,888        | 783                        | 1,888        |
| Deferred tax :   |                    |              |                            |              |
| Relating to origination /(reversal) of temporary differences | 48                 | (232)        | 48                         | (232)        |
|  | <u>831</u>         | <u>1,656</u> | <u>831</u>                 | <u>1,656</u> |

Income tax expense is recognised in each interim period based on the best estimate of the weighted average annual income tax rate expected for the full financial year. The effective tax rate for the current interim period and current financial year was higher than the statutory tax rate mainly due to losses of certain subsidiaries which cannot be set off against taxable profits made by other subsidiaries, and certain expenses which are not deductible for tax purpose.

**B6. Profit / (Loss) on Sales of Unquoted Investments and/or Properties**

There were no sales of unquoted investments and/or properties for the current quarter and financial period to-date.

**B7. Purchase or Disposal of Quoted Securities**

There were no purchases or disposals of quoted securities for the current quarter and financial period to-date.

**B8. Status of Corporate Proposals Announced**

Saved as disclosed below, there was no corporate proposal announced but not completed as at the date of this quarterly report.

On 16 August 2011, Absolute Synergy Limited ("ASL"), a wholly owned subsidiary of GLBHD, entered into a Conditional Sale and Purchase Agreement ("CSPA") for the proposed acquisition of 500 fully paid-up shares of Rp 250,000 each in PT Sumber Bumi Serasi ("SBS") for a maximum purchase consideration of Rp26,530,200,000 ("Proposed Acquisition").

On 8 January 2013, CSPA was amended after Cadastral Map was obtained. The amended matters are:-

- (i) extension of time period of CSPA;
- (ii) to amend the guaranteed minimum size of the HGU area of the Land to become 2,970.4 ha, as pursuant to the cadastral measurement result and the Cadastral Map of the Land;
- (iii) purchase consideration was revised from Rp26,530,200,000 to Rp16,040,160,000.

The proposal is expected to be completed by financial year 2014 due to additional time required by the Sellers to obtain the Required Documents.

**B9. Group Borrowings**

The total Group borrowings as at 30 September 2013 were as follows:-

|                                   |                       |
|-----------------------------------|-----------------------|
|                                   | <b>Secured</b>        |
|                                   | <b>RM'000</b>         |
| <b>Long term bank borrowings</b>  |                       |
| Term loans                        | 73,773                |
| Hire Purchase                     | 2,249                 |
|                                   | <u>76,022</u>         |
|                                   | <b>Secured</b>        |
|                                   | <b>RM'000</b>         |
| <b>Short term bank borrowings</b> |                       |
| Term loans                        | 16,051                |
| Revolving Credit                  | 42,000                |
| Hire Purchase                     | 1,207                 |
| Overdraft                         | 2,891                 |
|                                   | <u>62,149</u>         |
| <b>Total borrowings</b>           | <u><u>138,171</u></u> |



## **B10. Off-Balance Sheet Financial Instruments**

The Group does not have any financial instruments with off-balance sheet risk as at 28 November 2013.

## **B11. Material Litigation**

- (a) Tanah Emas Bio-Tech (M) Sdn Bhd ("Plaintiff") commenced legal action on 11 October 2006 by way of writ of summons against Shirley Koh Gek Ngo ("1st Defendant") and Dr. Koh Hang Yong ("2nd Defendant") for the recovery of RM6,440,000 together with interest at 8.0 % per annum basing on the quantum to be granted by the Honourable Court pursuant to a specific performance compelling the two (2) defendants to purchase the plaintiff's 6,000,000 ordinary shares of RM1.00 each in Hoest (S.E.A.) Sdn Bhd.

The Court on 28 March 2012 had allowed the Plaintiff's claim with cost of RM30,000 for a specific performance compelling the Defendants to purchase from the Plaintiff 6,000,000 ordinary share of RM1.00 each in Hoest (S.E.A.) Sdn Bhd for a total purchase consideration of RM6,440,000 with interest at 8% per annum from the date of the Statement of Claim until full settlement of the judgment amount received by the Defendants.

On 17th April 2012, the Defendants had filed in the Notice of Appeal to the Court.

The Court had granted the Defendants their Appeal on 21 September 2012 and the date of hearing has been fixed on 11 September 2013.

Meanwhile the Plaintiff has initiated bankruptcy proceedings against the 1st Defendant as the Defendants' appeal did not impose a stay of execution.

Whereas for the 2nd Defendant who resides in Singapore, the Plaintiff has to put on hold the execution of the said Judgement as the Court in Singapore shall act pending the outcome of the Court of Appeal.

On 11 September 2013, the Court of Appeal came to a unanimous decision in the following terms:-

1. That the Defendants' appeal was allowed and the High Court's Judgement dated 28 March 2012 was thereby quashed;
2. Costs of the Appeal and the costs in the High Court was fixed at RM30,000.00 to be paid by the Plaintiff to the Defendants;
3. The deposit of RM500.00 be returned to the Defendants.

The Plaintiff had on 9 October 2013 filed an application for leave to appeal to the Federal Court against the decision by the Court of Appeal. Case Management will be held by the Court on 27 November 2013 to fix the Hearing date for the application for leave to appeal.

- (b) On 17 June 2010, Golden Land Berhad, Sri Kehuma Sdn. Bhd., Yapidmas Plantation Sdn. Bhd., and Ladang Kluang Sdn. Bhd (the "Defendants") were served with a writ of summons. Euggne Kousai (the "Plaintiff") who is the registered owner of fourteen (14) parcels of land situated at the locality of Sungai Karamuak and one (1) parcel of land situated in the locality of Sungai Imbak, in the District of Kinabatangan, Sandakan (the "K" Lands) and two-hundred and eighty-two (282) parcels of land situated in three localities Sungai Ruku-Ruku in the District of Labuk/Sugut ("The A Lands"); Bidu-Bidu in the District of Labuk/Sugut ("The B Lands"); and Sungai Karamuak/Sungai Imbak in the District of Kinabatangan ("The C Lands").

The Plaintiff alleged that the Defendants had trespassed onto the K Lands and the Defendants had been in unlawful occupation of all the K Lands since 18 July 2009, save for 1 parcel which was unlawfully occupied since 18 May 2010. The Plaintiff further alleged that the Defendants had breached various sub-lease agreements in respect of the A, B, C Lands and that he had not received any rental payment from the same.

On 23 December 2011, the Court has dismissed the Plaintiff's claim against the Defendants with costs to be taxed unless agreed. On 20 January 2012, the Plaintiff has filed a Notice of Appeal appealing against the decision of the High Court.

On 18 November 2013, the Court of Appeal dismissed the Plaintiff's appeal with costs of RM20,000 awarded to the Defendants.

## **B12. Dividend**

The Board did not recommend payment of interim dividend for the financial period ended 30 September 2013.

**B13. Earnings per Share**

|  | Individual Quarter |         | Cumulative Quarter to date |         |
|--|--------------------|---------|----------------------------|---------|
|  | 30 September       |         | 30 September               |         |
|  | 2013               | 2012    | 2013                       | 2012    |
|  | RM'000             | RM'000  | RM'000                     | RM'000  |
| <b>Basic earnings per share</b>            |                    |         |                            |         |
| Profit for the period                      | 936                | 3,395   | 936                        | 3,395   |
| Weighted average number of shares in issue | 216,314            | 216,314 | 216,311                    | 216,314 |
| Basic earnings per share (Sen)             | 0.43               | 1.57    | 0.43                       | 1.57    |

**B14. Related Party Transactions**

|   | Individual Quarter |           | Cumulative Quarter to date |           |
|---|--------------------|-----------|----------------------------|-----------|
|   | 30 September       |           | 30 September               |           |
|   | 2013               | 2012      | 2013                       | 2012      |
|   | RM                 | RM        | RM                         | RM        |
| Transactions with a company in which the Directors of the Company, Yap Phing Cern and Yap Fei Chien are also directors and have financial interests : |                    |           |                            |           |
| Riwagu Property Sdn. Bhd.   |                    |           |                            |           |
| - Rental paid   | 51,300             | 51,300    | 51,300                     | 51,300    |
| - Purchase of fresh fruit bunches   | 30,503             | 38,622    | 30,503                     | 38,622    |
| Transactions with a company in which a family member of the Directors of the Company, Yap Phing Cern and Yap Fei Chien has financial interest :       |                    |           |                            |           |
| Lambang Positif Sdn. Bhd.   |                    |           |                            |           |
| - Rental paid   | 4,500              | 4,500     | 4,500                      | 4,500     |
| Transaction with a company in which a director of the company, Oh Kim Sun , has financial interest :  |                    |           |                            |           |
| Agromate (M) Sdn. Bhd.  |                    |           |                            |           |
| - Purchase of fertiliser  | 96,720             | 2,541,238 | 96,720                     | 2,541,238 |

**B15. Realised and unrealised profits/losses**

|                                      | As at         | As at         |
|--------------------------------------|---------------|---------------|
|                                      | 30.09.2013    | 30.06.2013    |
|                                      | RM'000        | RM'000        |
| Total retained profits of the Group: |               |               |
| - Realised                           | 72,586        | 89,953        |
| - Unrealised                         | (19,844)      | (38,148)      |
|                                      | <u>52,742</u> | <u>51,805</u> |

**B16. Authorisation for issue of interim financial statements**

The current interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 28 November 2013.

**Voo Yin Ling**  
**Chin Woon Sian**  
Secretaries

Kuala Lumpur  
28 November 2013