

Condensed Consolidated Statement of Comprehensive Income

	Individua	l Quarter	Cumulativ	ative Quarter	
	30 Sept 2015	30 Sept 2014	30 Sept 2015	30 Sept 2014	
	Unaudited	Unaudited	Unaudited	Unaudited	
	RM'000	RM'000	RM'000	RM'000	
Revenue	164,752	166,845	319,303	323,014	
Operating expenses	(153,137)	(156,610)	(302,250)	(308,790)	
Other Income	2,021	963	3,022	1,782	
Finance costs	(1,923)	(2,203)	(3,830)	(4,317)	
Profit before tax	11,713	8,995	16,245	11,689	
Income tax	(2,546)	(1,872)	(3,813)	(2,723)	
Profit for the period	9,167	7,123	12,432	8,966	
Other comprehensive (expense)/ income, net of tax					
Available-for sale financial assets	20	(10)	1	5	
Exchange differences on translation of foreign operations		38	-	(8)	
Total Other comprehensive (expense) /income					
	20	28	1	(3)	
Total comprehensive income	9,187	7,151	12,433	8,963	
Profit attributable to:					
Owners of the parent	8,559	6,293	11,137	7,846	
Non-controlling interest	608	830	1,295	1,120	
	9,167	7,123	12,432	8,966	
Total comprehensive income					
attributable to :					
Owners of the parent	8,635	6,302	11,138	7,847	
Non-controlling interest	552 9,187	849 7,151	1,295 12,433	1,116 8,963	
Earnings per share (sen) :				,	
Net cash generated from/(used in) financing activities	16.64	12.64	21.70	15.76	
Diluted	16.54	12.53	21.55	15.61	

The condensed consolidated income statements should be read in conjunction with the audited financial statements for the year ended 31 March 2015 and the accompanying explanatory notes attached to this interim financial statements.



Condensed Consolidated Statement of Financial Position

	As at	As at
	30 Sept 2015	31 Mar 2015
	Unaudited	Audited
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	245,963	243,512
Intangible assets	3,179	3,193
Other investments	194	194
Deferred tax assets	4,043	3,496
	253,379	250,395
Current assets	05.000	00.11
Biological assets	25,322	26,117
Inventories Trade receivables	67,454 71,504	65,535 65,804
Other receivables	71,594 9,002	65,804 9,886
Short term investment	9,002	5,048
U Cash and bank balances	10,892	4,586
	184,288	176,976
TOTAL ASSETS	437,667	427,371
TOTAL ASSETS	437,007	427,371
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	51,430	50,830
Reserves	98,345	85,969
	149,775	136,799
Non-controlling interest	24,574	24,023
Total equity	174,349	160,822
Non-current liabilities		
Long term borrowings	31,548	37,113
Deferred tax liabilities	26,148	25,503
	57,696	62,616
Current liabilities		
Net Short term borrowings	110,933	108,695
Trade payables	63,351	63,622
Other payables	25,980	29,191
Income tax payable	5,358	2,425
	205,622	203,933
Total liabilities	263,318	266,549
TOTAL EQUITY AND LIABILITIES	437,667	427,371
	, -	,

Net assets per share attributable to ordinary equity
holders of the parent (RM)
2.9122

The condensed consolidated balance sheet should be read in conjunction with the audited financial statements for the year ended 31 March 2015 and the accompanying explanatory notes attached to this interim financial statements.

2.6913



Condensed Consolidated Statement of Changes in Equity

			Attributable	Attributable to Owners of the Parent	the Parent				
	Share	Revaluation	Share premium	Foreign currency	Fair value	Retained		Non-	Total
	5			translation reserve			Total	controlling interest	Equity
	RM'000	RM'000	RM.000	RM'000	RM'000	RM'000	RM.000	RM'000	RM'000
At 1 April 2015	50,830	17,823	•	29	372	67,714	136,798	24,024	160,822
Transfer to distributable reserve on									
realisation of revaluation reserve	•	(282)	•	•	•	285	•	ı	•
Effect of change in stakes in a									•
subsidiary company						(21)	(21)	21	
Disposal of a subsidiary company							•	(292)	(296)
Transferred to distributable reserve on realisation of				(9)		Ç.			
roreign currency translation reserve				(6c)		SC .	•		
Transferred to distributable reserve on realisation of fair value reserve					(370)	370	•		1
Total comprehensive income for the period	•	1	•		-	11,137	11,138	1,295	12,433
Unrealised loss on foreign exchange differences	009	•	1,260	•		•	1,860	•	1,860
At 30 Sept 2015	51,430	17,538	1,260	•	3	79,544	149,775	24,574	174,349
At 1 April 2014 - as previously stated	49,780	19,572	•	48	244	49,883	119,527	22,791	142,318
Transfer to distributable reserve on realisation of revaluation reserve		(367)		ı	ı	367	•	,	ı
Accretion of non-controlling interest Total comprehensive income for the period								158	158
:	1		ı	(4)	S	7,846	7,847	1,116	8,963
Hevaluation surplus Dividends								•	
Issue of new ESOS shares	259						259	•	259
At 30 Sept 2014	50,039	19,205	•	44	249	58,096	127,633	24,065	151,698

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 March 2015 the accompanying explanatory notes attached to the interim financial statements.



Condensed Consolidated Statement of Cash Flows

	6 months	6 months
	ended	ended
	30 Sept 2015	30 Sept 2014
	Unaudited	Unaudited
	RM'000	RM'000
Cash Flow From Operating Activities	40.045	44 000
Profit before tax	16,245	11,689
Adjustment for:-		
Depreciation and amortization	10,582	11,092
Gain on disposal of Property,plant and equipment	(63)	(65)
Gain on disposal of a subsidiary company	(1,102)	-
Property, plant and equipment written off	132	18
Interest expense	3,830	4,317
Interest income	(7)	(4)
Fair value adjustment	1	5
Unrealised loss on foreign exchange differences	79	129
Operating profit before changes in working capital	29,697	27,181
Net change in current assets	(6,074)	(15,858)
Net change in current liabilities	(3,235)	1,736
Tax paid	(1,142)	(477)
Interest paid	(3,830)	(4,317)
Net cash generated from operating activities	15,416	8,265
Cash Flow From Investing Activities		
Sale of a subsidiary company, net of cash disposed	1,733	-
Investment by non-controlling interest	-	158
Proceeds from disposal of property, plant and equipment	102	137
Purchase of property, plant and equipment	(12,755)	(7,383)
Interest income received	7	4
Net cash used in investing activities	(10,913)	(7,084)
Cash Flow From Financing Activities		
BA financing	4,790	6,584
Net Drawdown and Repayment of term loans and revolving credits	(2,431)	(4,536)
Repayment of hire purchase creditors	(3,592)	(3,898)
Issue of new shares	1,860	259
Net cash generated from/(used in) financing activities	627	(1,591)
Net increase in cash and cash equivalents	5,130	(410)
Foreign exchange fluctuation	-	7
Cash and cash equivalents at beginning of year	(3,781)	(11,965)
Cash and cash equivalents at end of the quarter	1,349	(12,368)
Cash and cash equivalents at the end of the quarter comprises :		
Short term investment	24	3,425
Cash and bank balances	10,892	5,167
Bank overdrafts (included within the short term borrowings in Part B Note 9)	(9,115)	(20,522)
Deposit pledged to licensed bank	(452)	(438)
	1,349	(12,368)

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 March 2015 and the accompanying explanatory notes attached to this interim financial statements.



PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

1. Basis of preparation

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 Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 March 2015. 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 year ended 31 March 2015.

2. Changes in accounting policies

The accounting policies and methods of computation adopted by the Group in these interim financial statements are consistent with those adopted in the financial statements for the year ended 31 March 2015, except for the following new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations adopted by the Group for the financial year commencing 1 April 2015:

FRSs, Amendments to FRSs and Interpretations

FRS 9 Financial Instrument

Amendments to FRS 10 and 128 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Amendments to FRS 10, 12 and 128 Investment Entities; Applying the Consolidation Exception Amendments to FRS 11 Accounting for Acquisitions of Interests in Joint Operation

U Amendments to FRS 14 Regulatory Deferral Accounts

Amendments to FRS 116 and 138 Clarification of Acceptable Methods of Depreciation and Amortisation

Amendments to FRS 101 Presentation of Financial Statements - Disclosures Initiative

Amendments to FRS 119 Defined Benefit Plans-Employee Contributions
Amendments to FRS 127 Equity Method in Separate Financial Statement

Annual Improvement to FRSs 2012 - 2014 Cycle

The adoption of the above FRSs, amendments to FRSs and IC Intrepretations did not have any material impact on the financial statements of the Group.

Malaysian Financial Reporting Standards (MFRS Framework)

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

The MRFS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2014, with the exception of entities that are within the scope of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estate ("IC 15"), including its parent, significant investor and venturer (herein called "Transitioning Entities")

The Group falls within the scope definition of Transitioning Entities and has opted to defer adoption of the new MFRS Framework. 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.

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2. Changes in accounting policies (cont'd)

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

On 8 September 2015, MASB announced that the Transitioning Entities are allowed to defer the adoption of MFRS to 1 January 2018. Thus, the Group will be required to prepare financial statemets using the MFRS Framework in its first MFRS financial statements for the year ending 31 March 2019.

The Group has not completed its assessment of the financial effects of the differences between Financial Reporting Standards and accounting standards under the MFRS Framework. Accordingly, the consolidated financial performance and financial position as disclosed in these financials statements for the year ended 31 March 2015 could be different if prepared under the MFRS Framework.

Certain subsidiary companies of the Group prepare its financial statements using MFRS framework. Accordingly, reconciliations have been performed for the different financial frameworks. However, the differences do not have significant impact on the consolidated financial statements.

3. Seasonal or cyclical factors

The Group's business operations were not affected by any seasonal and cyclical factors.

4. Unusual items due to their nature, size or incidence

There were no material unusual items affecting assets, liabilities, equity, net income, or cash flows during the financial period ended 30 September 2015.

5. Changes in estimates

The Group reviews the residual value and remaining useful life of PPE at least at each financial year end. For the current quarter, there are no major changes in accounting estimates.

6. Debt and equity securities

No new shares were issued under the Employees Share Option Scheme (ESOS) in the current quarter.

7. Dividends paid

No dividend has been paid in this quarter.



8. Segmental information

	3 month	ns ended		6 months	ended	
	30 Septer	mber2015		30 Septem	ber2015	
	Segment	Segment	5	Segment	Segment	
	revenue	results]	revenue	results	
	RM'000			RM'000		
Integrated livestock farming	133,254	11,674		259,244	16,731	
Retail supermarket	36,371	39		69,328	(486)	
	169,625	11,713		328,572	16,245	
Inter-segment eliminations	(4,873)	-		(9,269)	-	
	164,752	11,713		319,303	16,245	

All business operations are predominantly conducted in Malaysia.

9. Subsequent events

There were no events subsequent to 30 September 2015 that would have a material effect on the interim financial statement of the current quarter.

10. Changes in composition of the Group

The disposal of the 51% stake in Oz Food Solution Co. Ltd. was completed in the current quarter realising a gain on disposal of RM1.102 millions.

11. Changes in contingent liabilities

Credit facilities amounting to RM85.95 million granted by financial institutions and utilised by subsidiaries are secured by corporate guarantees from Lay Hong Berhad.

12. Capital commitments

Commitments for the purchase of property, plant and equipment not provided for in the interim financial statements as at 30 September 2015 amounted to :

	KWI 000
Approved and contracted for	9,785
Approved but not contracted for	742
	10,527



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

1. Review of performance

The Group's performance for the current financial quarter compared to last year corresponding quarter is as follow;

	Current quarter RM'000	Corresponding quarter last year RM'000	Variance <u>RM'000</u>	Variance <u>%</u>
Revenue				
-Intergrated livestock farming	128,381	128,609	(228)	(0.18)
-Retail supermarket	36,371	38,236	(1,865)	(4.88)
:	164,752	166,845		
Profit before tax	11,713	8,995	2,718	30.22

The integrated livestock farming segment's revenue for the two quarters remain at similar level of RM128.38 million and RM128.61 million respectively.

For the retail supermarket segment, a lower revenue of RM36.37 million was recorded in the current quarter compared to RM38.24 million in the corresponding quarter of last preceding year due to lower consumers spending.

A higher pre-tax profit of RM11.71 million was recorded for the group compared to RM8.99 million in the corresponding quarter of last financial year mainly due to gain on disposal of a susbidiary company and write back of provisions no longer required.

2. Comparison with immediate preceding quarter's results

The Group's performance for the current financial quarter compared to the immediate preceding quarter is as follow;

	Current	Immediate	Varionas	Variance
	quarter <u>RM'000</u>	oreceding quarter RM'000	Variance <u>RM'000</u>	Variance <u>%</u>
Revenue				
-Intergrated livestock farming	128,381	121,594	6,787	5.58
-Retail supermarket	36,371	32,957	3,414	10.36
	164,752	154,551		
Profit before tax	11,713	4,532	7,181	158.45

For the current quarter under review, intergrated livestock farming segment registered a higher revenue of RM128.38 million compared to the immediate preceding quarter of RM121.59 million due to the higher egg price and quantity of poultry products sold.

The retail supermarket segment recorded a higher revenue at RM36.37 million compared to RM32.96 million due to Hari Raya festival.

Pretax profit of RM11.71 million in the current quarter is higher compared to the RM4.53 million achieved in the immediate preceding quarter due to higher revenue achieved, gain on disposal of a subsidiary company and write back of provisions no longer required.

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3. Prospects

The recent strengthening of the US dollar against the ringgit will have a serious impact on the cost of major raw materials especially corn & soya bean. Given this unfavourable trend, the profitability of the group may be affected going forward. However, the directors will take necessary steps to monitor the situation closely.

4. Profit forecast or profit guarantee

Not applicable

5.	Income tax	Current quarter RM'000	Year-to- date RM'000
	Current tax	3,272	3,715
	Deferred tax	(726)	97
		2,546	3,813

6. Profit/(loss) on disposal of unquoted investments and properties

There were no sales of unquoted investments and properties during the current quarter.

7. Purchase or disposal of quoted investments

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

8. Status of corporate proposals

On 4 February 2015, the Company announced to undertake the following proposals as to comply to the minimum 25% Public Share Spread (PPS) requirements.

- Proposed private placement of up to 15,750,000 new ordinary shares of RM1.00 each in Lay Hong Berhad, representing up to 30% of the enlarged issue and paid up share capital of the company.
- Proposed termination of the existing executive share option scheme(ESOS), and
- Proposed establishment of a new share issuance scheme of up to fifteen percent (15%) of the issued and paid up share capital the company at any point in time for the eligible Directors and employees of the company and its subsidiary companies.

On 30 March 2015, the Company proposed to revise the private placement of up 7,624,000 shares of RM1.00 each in Lay Hong Berhad, representing up to 15% of the existing issued and paid up capital of RM50,830,000 comprising 50,830,000 LHB Shares as at 23 March 2015.

On 31 March, 2015, the Company announced that the private placement had been submitted to Bursa Securities for approval.

On 8 April, 2015, Lay Hong Berhad announced that Bursa Securities, via its letter dated 6 April 2015, granted a further extension of six months until 30 September 2015 to comply with the minimum Public Share Spread (PPS) requirements and as at 27 July 2015, the PPS stood as 16.02%.

On 14 April, 2015, the Company announced that Bursa Securities via it letter 13 April 2015, approved the followings:-

- the listing of and quotation for up to 7,624,000 Placement Shares to be issued pursuant to the Proposed Private Placement, and
- the listing of such number of new LHB Shares, representing up to fifteen percent (15%) of the issued and paid up share capital of LHB to be issued pursuant to the exercise of options under the Proposed SIS.

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The approval by Bursa Securities is subject to following conditions.

Proposed Private

- (i) the Placement Shares should be placed out only to institutional investor,
- (ii) TA Securities should submit the list of identified placees for Bursa Securities' clearance prior to placing outthe shares to the institutional investor.
- (iii) LHB and TA Securities must fully comply with the relevant provision under the Listing Requirements pertaining to the implementation of the Proposed Private Placement
- (iv) LHB and TA Securities to inform Bursa Securities upon the completion of the Proposed Private Placement.
- (v) LHB to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities approval once the Proposed Private Placement completed; and
- (vi) Incorporation of Bursa Securities' comments in the circular to sharehholder

Proposed SIS

- (i) TA Securities is required to submit a confirmation to Bursa Securities of full compliance of the Proposed SIS pursuant to Paragraph 6.43(1) of the Listing Requirements and stating the effective date of implementation together with a certified true copies of the resolution passed by the shareholders at general meeting approving the Proposed SIS;
- (ii) TA Securities is required to furnish Bursa Securities on a quarterly basis a summary of total number of shares listed pursuant to the exercise of option under the Proposed SIS as at the end of each quarter together with a detailed computation flisting fee payable.
- (iii) Incorporation of Bursa Securities' comments in the circular to shareholders

On 18 May, 2015, the Company announced that at the Extraordinary General Meeting, the shareholders have approved the Proposed Private Placement and the SIS Scheme to directors but out of the 9 resolutions tabled relating to the granting of SIS shares to directors, only 5 were carried out.

On 22 September 2015, the Company announced that it has complied with the 25% public shareholdings spread requirement following the disposal of 19,865,700 LHB shares by QL Resources Berhad on 11 September 2015. The Company's public shareholdings spread as at 17 September 2015 was 25.42%.

On 2 October 2015, the Company announced that it has signed a conditional letter of intent ("LOI") with Takaso Resources Berhad (TRB) in relation to the proposed acquisition of 100% interest in Takaso SC (Thailand) Ltd, a wholly-owned subsdiary of TRB for RM9.00 million cash. This proposal is subject to appropriate legal documentations to be signed and due diligence to be carried out.

On 12 October 2015, the Company announced that the approval from Bursa Securities for the proposed 15% private placement has lapsed on even date, being six (6) months from the date of approval from Bursa Securities.



9. The Group's borrowings as at 30 September 2015 are as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
Short term			
Overdraft	7,390	1,725	9,115
Bankers' Acceptances	44,094	38,078	82,172
Hire Purchase	6,141	-	6,141
Term Loan	6,452	1,553	8,005
Revolving Credit	-	5,500	5,500
_	64,077	41,356	110,933
Long term			
Hire Purchase	11,524	-	11,524
Term Loan	19,319	705	20,024
	30,843	705	31,548
Grand Total	94,920	42,061	142,481

10. Off balance sheet financial instruments

The Group did not enter into any contracts involving off balance sheet financial instruments during the financial year-to-date ended 30 September 2015.

11. Changes in material litigation

Save as disclosed below, neither our Company nor our subsidiary companies are engaged in any other material litigation, claims or arbitration either as plaintiff or defendant, which has a material effect on the financial position of our Company and/or our Group and our Board is not aware of any proceedings pending or threatened, or of any facts likely to give rise to any other proceedings, which might materially and adversely affect the business or financial position of our Company and/or our Group.

(i) Tiong Nam Logistics Solutions Sdn Bhd ("Tiong Nam Logistics") v Lay Hong Food Corporation Sdn Bhd ("Lay Hong Food") (Civil Suit 22 NCVC-629-10/2013)

Tiong Nam Coldroom & Distribution Centre Sdn Bhd ("Tiong Nam Coldroom") had filed a civil suit against Lay Hong Food for transportation charges for the sum of RM1,683,850,38 ("The First Suit"). The First Suit was struck out on the ground that Tiong Nam Coldroom was not a party to the contracts. The current suit was filed by Tiong Nam Logistics after the First Suit was struck out. Tiong Nam Logistics claims against Lay Hong Food are RM1,928,529.72 (loss of earnings), RM1,683,850.38 (judgment sum) and RM470,500.00 (losses suffered due to non-usage of trucks), arising from the alleged breach of the contract dated 22.04.2005 and 22.11.2005. Lay Hong Food has filed a counterclaim against Tiong Nam Logistics for the sum of RM113,138.88 for losses suffered as a result of the failure of Tiong Nam Logistics to pay the bank installment, road tax, motor insurance and vehicle inspection fees. The full trial was carried out and awaiting judgement from the Shah Alam High Court.

The solicitors in charge of this case is of the opinion that the claims by Tiong Nam Logistics are highly unsustainable and without merit and without basis.



12. Dividend

The Directors do not propose any dividend for the current quarter.

13. Earnings per share

	3 mon	ths ended	6 montl		ended
	30 Sept				30 Sept
	2015	30 Sept 2014		30 Sept 2015	2014
Profit attributable to ordinary equity holders of the parent (RM'000)	8,559	6,293	-	11,137	7,846
Weighted average number of ordinary shares ('000)	51,430	49,791	-	51,334	49,786
Basic earnings per share (sen)	16.64	12.64		21.70	15.76
Weighted average number of ordinary shares (diluted) ('000)	51,738	50,214	-	51,677	50,272
Diluted earnings per share (sen)	16.54	12.53		21.55	15.61

Basic earnings per share is computed based on the profit attributable to ordinary equity holders of the parent and the weighted average number of ordinary shares in issue during the period.

Diluted earnings per share is computed based on the profit attributable to ordinary equity holders of the parent and the weighted average number of ordinary shares in issue during the period after adjustment for full conversion of the ESOS.

14. Notes to the Condensed Consolidated Statement of Comprehensive Income

The following amounts have been (charged)/credited in arriving at profit before tax:

		Preceding Year		
	Current Year	Corresponding	Current Year	Year
	Quarter	Quarter	to Date	Correspondi
	30/09/2015	30/09/2014	30/09/2015	30/09/2014
	RM'000	RM'000	RM'000	RM'000
a) Interest income	4	2	7	4
b) Interest expense	(1,923)	(2,203)	(3,830)	(4,317)
c) Depreciation and amortisation	(5,297)	(5,560)	(10,582)	(11,092)
d) Gain on disposal of a	l			
subsidiary company	1,102	_	1,102	-
e) Gain on disposal of unquoted	[
investment	80	-	196	-
f) Written off of PPE	(132)	-	(132)	(18)
g) Gain on disposal of PPE	63	-	63	65
h) Unrealised forex loss	(3)	3	(79)	(129)
i) Realised forex loss	(37)	(86)	(4)	(106)



15. Auditors' report on preceding annual financial statements

The auditors' report of the previous annual financial year ended 31 March 2015 was not subject to any qualification.

16. Authorisation for issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 19th November 2015.