



PLS PLANTATIONS BERHAD

(Company No : 198701001365 (160032-K))

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 SEPTEMBER 2021**

(These figures have not been audited)

	Current 3 months ended		Cumulative 3 months ended
	30.9.2021 RM'000	30.9.2020 RM'000	30.9.2021 RM'000
Revenue	49,846	35,288	49,846
Fair value gain in biological assets	1,263	296	1,263
Cost of sales*	(31,181)	(25,065)	(31,181)
Gross profit	19,928	10,519	19,928
Other income	276	991	276
Administrative expenses	(3,234)	(2,873)	(3,234)
Depreciation and amortisation	(227)	(281)	(227)
Results from operating activities	16,743	8,356	16,743
Interest income	10	2	10
Finance cost	(1,745)	(966)	(1,745)
Profit before taxation	15,008	7,392	15,008
Taxation	(3,994)	(2,094)	(3,994)
Net Profit for the period	11,014	5,298	11,014
Other comprehensive expense, net of tax	-	-	-
Total comprehensive income for the period	11,014	5,298	11,014
Net Profit Attributable to:			
Owners of the parent	7,988	3,944	7,988
Non-controlling interests	3,026	1,354	3,026
Net Profit for the period	11,014	5,298	11,014
	-	-	-
Total comprehensive income attributable to:			
Owners of the parent	7,988	3,944	7,988
Non-controlling interests	3,026	1,354	3,026
Total comprehensive income for the period	11,014	5,298	11,014
	-	-	-
Earnings per share for net profit attributable to owners of the parent :			
Basic (Sen)	2.00	1.12	2.00
Diluted (Sen)	1.89	1.12	1.89
Remark :			
* Included depreciation and amortization	3,052	3,001	3,052

There are no comparative figures for the cumulative 3 months period ended 30 September 2021 due to the Company's change of financial year end from 31 March to 30 June in the previous financial period.

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the financial year Ended 30 June 2021.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE PERIOD ENDED 30 SEPTEMBER 2021
(These figures have not been audited)

	30 September 2021 RM'000	(Audited) 30 June 2021 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	25,585	25,685
Right-of-use assets	147,443	147,985
Intangible assets	17,922	17,922
Bearer plants	164,074	164,701
Biological assets	6,788	6,708
Investment properties	274	274
Deferred tax assets	213	213
Performance deposits	50,000	50,000
	<u>412,299</u>	<u>413,488</u>
Current assets		
Contract assets	8,108	3,651
Inventories	31,916	17,568
Biological assets	4,678	3,416
Trade, other receivables and prepayment	25,923	16,453
Tax recoverable	1,059	1,670
Fixed deposits with licensed banks	10,438	4,189
Cash and cash equivalents	38,894	39,197
	<u>121,016</u>	<u>86,144</u>
TOTAL ASSETS	<u>533,315</u>	<u>499,632</u>
EQUITY AND LIABILITIES		
Share capital	134,345	134,345
Retained earnings	120,149	112,161
Equity attributable to owners of the parent	<u>254,494</u>	<u>246,506</u>
Non-controlling interests	50,634	47,608
Total Equity	<u>305,128</u>	<u>294,114</u>
Non-current liabilities		
Lease liabilities	2,732	2,970
Bank term loan and borrowings	86,371	91,782
Deferred tax liabilities	56,496	52,978
	<u>145,599</u>	<u>147,730</u>
Current liabilities		
Trade and other payables	23,721	30,030
Amount due to holding company	34	24
Amount due to directors	2,304	2,804
Lease liabilities	1,289	1,289
Bank term loan and borrowings	55,034	23,607
Taxation	206	34
	<u>82,588</u>	<u>57,788</u>
Total liabilities	<u>228,187</u>	<u>205,518</u>
TOTAL EQUITY AND LIABILITIES	<u>533,315</u>	<u>499,632</u>
Net assets per share attributable to owners of the parent (RM)	0.6368	0.6168

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the Year Ended 30 June 2021.



**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 SEPTEMBER 2021**

(These figures have not been audited)

	<----- Attributable to Owners of the Parent ----->				Non- controlling Interests RM'000	Total Equity RM'000
	Non-Distributable		Distributable			
	Share Capital RM'000	Warrant Reserve RM'000	Retained Earnings RM'000	Total RM'000		
At 1 April 2020, as previously reported	87,961	36,936	62,746	187,643	43,414	231,057
* Restatement of comparatives	-	(36,936)	36,936	-	-	-
As restated	87,961	-	99,682	187,643	43,414	231,057
Issuance of shares pursuant to:						
- conversion of warrants	10,109	-	-	10,109		10,109
- private placements	36,275	-	-	36,275		36,275
Total comprehensive expense for the period	-	-	12,479	12,479	4,194	16,673
At 30 June 2021 (Cumulative 15 months)	134,345	-	112,161	246,506	47,608	294,114
At 1 July 2021	134,345	-	112,161	246,506	47,608	294,114
Total comprehensive income for the period	-	-	7,988	7,988	3,026	11,014
At 30 September 2021	134,345	-	120,149	254,494	50,634	305,128

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the Year Ended 30 June 2021.

*Remark:

The comparatives have been restated retrospectively to present the non-allocation of the warrant reserve in respect of the bonus issue of warrants in the prior year to reflect the substance and economic reality as no funds were raised on issuance of the bonus issue of warrants.



**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 SEPTEMBER 2021**

(These figures have not been audited)

	Current 3 months To Date 30 September 2021 RM'000
Cash flows from operating activities	
Profit before tax	15,008
Adjustments for :-	
Non-cash items	3,698
Non-operating items	(1,262)
Net interest income	1,457
Operating profit/(loss) before working capital changes	18,901
Net changes in working capital	(34,344)
Net tax refund/(paid)	307
Net cash generated from/(used in) operating activities	(15,136)
Cash flows from investing activities	
Interest received	10
Purchase of property, plant and equipment	(760)
Additions to bearer plants and biological assets	(935)
Net cash generated from/(used in) investing activities	(1,685)
Cash flows from financing activities	
Interest paid	(1,504)
Decrease/(Increase) in pledged deposits placed with licensed bank	(6,249)
Proceeds from drawdown of term loan and borrowing	32,629
Repayment of term loan	(5,616)
Repayments of lease liabilities	(1,252)
Advance from holding company	10
(Repayment)/Advances from Directors	(500)
Net cash generated from/(used in) financing activities	17,518
Net increase/(decrease) in cash and cash equivalents	697
Cash and cash equivalents at beginning of period	38,197
Cash and cash equivalents at end of period	38,894
Cash and cash equivalents included in the cash flow statement comprise the following :-	
Cash & bank balances	38,894
Fixed deposits with licenced bank	10,438
Less : Fixed deposits pledged	(10,438)
	38,894

There are no comparative figures for the cumulative 3 months period ended 30 September 2021 due to the Company's change of financial year end from 31 March to 30 June in the previous financial period.

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the financial year Ended 30 June 2021.



PLS PLANTATIONS BERHAD

(Company No : 198701001365 (160032-K))

(Incorporated in Malaysia)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

1 Basis of preparation

The condensed interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS") 134 : Interim Financial Reporting issued by Malaysian Accounting Standards Board ("MASB") and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Bhd. It should be read in conjunction with the audited consolidated financial statements of the Group for the financial year ended 30 June 2021.

The significant accounting policies and methods of computation adopted are consistent with those of the most recent audited financial statements for the year ended 30 June 2021 except for the adoption of new and amended accounting pronouncements which are relevant to its operations and effective for the financial periods beginning on or after 1 July 2021. The adoption of these accounting pronouncements are not expected to have any effect to the financial statements of the Group and the Company upon its initial applications.

2 Qualification of audit report of the preceding annual financial statements

There was no qualification in the audited financial statements for the year ended 30 June 2021.

3 Seasonal or cyclical factors

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

4 Nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size or incidence

There were no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size, or incidence during the quarter.

5 Changes in estimates of amounts reported in prior interim periods of the current financial year or in prior financial years

There were no estimates reported in the prior interim periods of the current financial year or in prior financial years.

6 Issuances, cancellations, repurchases, resale and repayments of debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the Group during the current quarter and financial year-to-date.

7 Dividend paid

There was no dividend declared or paid for the current quarter ended 30 September 2021.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2021**

(These figures have not been audited)

8 Segment information

	3 months ended 30 September		3 months ended
	2021	2020	30 September
	RM'000	RM'000	2021
			RM'000
Segment Revenue			
Construction	4,457	-	4,457
Plantation	28,854	21,796	28,854
Manufacturing and Trading	16,771	12,402	16,771
	50,082	34,198	50,082
Elimination of inter-segment revenue	(236)	1,090	(236)
Total	49,846	35,288	49,846
	-	-	-
Segment Results			
Construction	1,830	(701)	1,830
Plantation	15,323	8,717	15,323
Manufacturing and Trading	1,430	168	1,430
Investment Holding	(5)	-	(5)
Others	(3)	(1)	(3)
Elimination	(1,832)	173	(1,832)
Operating profit/(loss)	16,743	8,356	16,743
	-	-	-
Interest income	10	2	10
Finance costs	(1,745)	(966)	(1,745)
Profit/(Loss) before tax	15,008	7,392	15,008
	-	-	-

9 Valuation of property, plant and equipment and bearer plant

There were no amendments in the valuation amount of land and buildings brought forward to current quarter as compared to the previous year annual report.

10 Material Events not reflected in the Financial Statements

No transaction or event of a material or unusual nature had occurred between 30 September 2021 and the date of this announcement.

11 Changes in the Composition of the Company

There was no other changes in the composition of the Group during the current quarter under review.

12 Changes in contingent liabilities

Contingent liabilities of the Group as at 30 September 2021 comprise of:

	Company	Group
	RM'000	RM'000
Bank Guarantees to third parties in respect of utilities security deposit	84	84
Corporate guarantee to bank in respect of trade working capital facilities held by a subsidiary	33,183	-
Corporate guarantee to banks and third parties in respect of term loans and financing facilities held by a subsidiary	81,400	-
	114,667	84

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2021**

(These figures have not been audited)

13 Capital commitments

The Group has the following commitments during the current quarter as follows :-

	Group RM'000
Capital expenditures for property, plant and equipment, new planting of bearer plants and biological assets	
- Approved and contracted for	934
- Approved but not contracted for	12,579
	<u>13,513</u>
Capital expenditures for purchase of land	
- Approved and contracted for	10,350
	<u>10,350</u>
Total	<u><u>23,863</u></u>



ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA'S LISTING REQUIREMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

1. A) Review of performance

	Current Year Quarter Ended	Preceding Year Corresponding Quarter	Changes		Current Year Cumulative (3 months) 30.9.2021
			Amount	%	
	RM'000	RM'000	RM'000		RM'000
Revenue	49,846	35,288	14,558	41%	49,846
Fair value gain in biological assets	1,263	296	967	327%	1,263
Gross Profit	19,928	10,519	9,409	89%	19,928
Profit Before Interest and Tax	16,743	8,356	8,387	100%	16,743
Profit Before Tax	15,008	7,392	7,616	103%	15,008
Profit After Tax	11,014	5,298	5,716	108%	11,014
Profit Attributable to Owner of the parent	7,988	3,944	4,044	103%	7,988

For the current quarter ended 30 September 2021, the Group registered a higher revenue of RM49.8 million and profit before tax of RM15.0 million as compared with RM35.3 million and profit before tax of RM7.4 million in the preceding year corresponding quarter.

The increase in revenue and profit before tax were mainly attributed to the improved contribution made from the sales of FFB due to significant increase in average selling price realised under the plantation segment, besides the improved sales for the frozen durian products under the manufacturing and trading segment to overseas customers especially in China. Meanwhile, progress billing from new project generated under the construction segment contributed to the revenue and profit as well in the current quarter compared to the preceding year corresponding quarter.

B) Fresh Fruit Bunch ('FFB') Analysis

	Current Year Cumulative (3 months) 30.9.2021
Sales Volume (in metric tonnes (MT))	29,736
Average Selling Prices realised for FFB (in RM per MT)	946

2. Comparison with preceding quarter results

	Current Year Quarter	Immediate Preceding Quarter	Changes	
			Amount	%
	RM'000	RM'000	RM'000	
Revenue	49,846	31,599	18,247	58%
Fair value gain in biological assets	1,263	1,870	(607)	-32%
Gross Profit	19,928	13,662	6,266	46%
Profit Before Interest and Tax	16,743	7,271	9,472	130%
Profit Before Tax	15,008	5,540	9,468	171%
Profit After Tax	11,014	3,700	7,314	198%
Profit Attributable to Owner of the parent	7,988	2,643	5,345	202%

For the current quarter ended 30 September 2021, the Group reported a higher revenue to RM49.8 million from RM31.6 million and profit before tax of RM15.0 million as compared to RM5.5 million in the immediate preceding quarter. The increase in the revenue and profit before tax for this current quarter were mainly attributable to the higher sales contribution from the oil palm and durian orchard in the plantations segment as it was the durian harvesting durian season and also due to durian stock piling under manufacturing and trading segment. Besides this, the increase was also attributed to the contribution from the construction segment for a new project that was awarded in the previous financial period.

ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA'S LISTING REQUIREMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

3. Current year prospects

The Group remained focus on its core oil palm and durian plantations and its related durian businesses in manufacturing and trading. The Group is planning on diversification into downstream to increase its revenue and earnings.

With the effectiveness of the Government's implementation of the National Recovery Plan and high vaccination rate of the Malaysian population coupled with higher Crude Palm Oil prices and favourable prospects of the durian industry in Malaysia as well as the promising potential of the China market, the Board is optimistic on the performance and the profitability for the remaining periods of the financial year ending 2022.

To date, the Group has a total oil palm plantation planted of approximately 11,000 hectares, newly planted durian plantation of approximately 730 hectares and also continued with its replanting programme with other commercial viable timber species.

4. Profit forecast

Not applicable as no profit forecast was published.

5. Tax expense

	3 months ended 30 September		3 months ended
	2021	2020	30 September
	RM'000	RM'000	2021
			RM'000
The tax expense comprises the following:			
Current tax			
- current year provision	476	42	476
Deferred tax	3,518	2,052	3,518
	3,994	2,094	3,994

6. Status of corporate proposal announced

Save for the proposals and corporate exercises disclosed below, there is no other corporate exercise which our Group has announced but is pending completion:

I. (a) On 25 October 2019, Maybank Investment Bank Berhad ("Maybank IB") and Astramina Advisory Sdn Bhd ("Astramina") announced that the Company or PLS proposes to undertake the following:

(i) proposed issue of 175,350,000 new free warrants in PLS ("Warrants") on the basis of one (1) Warrant for every two (2) ordinary shares in PLS ("PLS Shares") held on an entitlement date to be determined by the Board at a later date ("Warrants Entitlement Date") ("Proposed Warrants Issue");

(ii) proposed renounceable rights issue of up to 1,052,100,000 new redeemable preference shares in PLS ("RPS") on the basis of two (2) RPS for every one (1) PLS Share held on an entitlement date to be determined by the Board at a later date ("Rights Entitlement Date") ("Proposed Rights Issue"); and

(iii) proposed amendments to the constitution of PLS ("Constitution") ("Proposed Amendments")

(Collectively referred to as "Proposals")

(b) On 11 December 2019, Maybank IB and Astramina announced that the listing application in relation to the Proposed Warrants Issue and Proposed Rights Issue has been submitted to Bursa Securities.

(c) On 10 January 2020, Maybank IB and Astramina announced that Bursa Securities had, vide its letter dated 9 January 2020 approved the following:

(i) admission of 175,350,000 Warrants and up to 1,052,100,000 RPS to the Official List of Bursa Securities; and

(ii) listing and quotation of the following on the Main Market of Bursa Securities; admission of 175,350,000 Warrants and up to 1,052,100,000 RPS to the Official List of Bursa Securities; and

(a) 175,350,000 Warrants;

(b) up to 175,350,000 Exercised Shares; and

(c) up to 1,052,100,000 RPS

The approval of Bursa Securities is subject to, among others, the following conditions:

(i) PLS and Maybank IB must fully comply with the relevant provisions under the Listing Requirements pertaining to the implementation of the Proposals;

(ii) PLS and Maybank IB to ensure that the issuance of securities pursuant to the Proposals will not aggravate the non-compliance of the public shareholding spread of PLS;

(iii) PLS and Maybank IB to inform Bursa Securities upon the completion of the Proposals;

ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA'S LISTING REQUIREMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

(iv) PLS and Maybank IB to furnish Bursa Securities with a written confirmation of the compliance with the terms and conditions of Bursa Securities' approval once the Proposals are completed; and

(v) PLS and Maybank IB to furnish Bursa Securities on a quarterly basis a summary of the total number of ordinary shares listed pursuant to the exercise of Warrants as at the end of each quarter together with a detailed computation of the listing fees payable.

(d) On 13 February 2020, Maybank IB and Astramina announced that the exercise price of the Warrants has been fixed at RM0.80, representing a premium of RM0.0939 or approximately 13.30% to the five (5)-day VWAP of PLS Shares up to and including 12 February 2020, being the last trading day immediately preceding the price-fixing date for the Warrants Issued of RM0.7061 per PLS Share.

Maybank IB and Astramina also announced that the deed poll constituting the 175,350,000 Warrants to be issued pursuant to the Warrants Issue has been executed.

(e) On 18 February 2020, Maybank IB and Astramina announced that Bank Negara Malaysia ("BNM") had, vide its letter dated 11 February 2020, approved the issuance of the RPS of up to RM315.63 million to the non-resident shareholders of PLS pursuant to the Rights Issue based on the key terms of the RPS which are set out in the Appendix of the announcement ("BNM Approval").

The BNM Approval will be automatically revoked if:

(i) any information or documents submitted by PLS pursuant to the application to BNM or subsequent to the grant of the BNM Approval is found to be false, inaccurate, incomplete or misleading, or contains any errors or material omission;

(ii) the proceeds of the Rights Issue are used for purposes other than for :

(a) capital expenditure and general working capital required for the expansion of PLS's businesses; and

(b) repayment of borrowings with licensed domestic banks; and

(iii) PLS amends any of the terms of the Rights Issue including the use of proceeds without obtaining BNM's prior approval.

PLS is to also note that:

(i) PLS may redeem the RPS in foreign currency (other than in the national currency of Israel) or RM.

Notwithstanding the foregoing, where redemption is made in RM, the payment must be made into the external accounts of the non-resident shareholders of PLS;

(ii) any conversion of foreign currency into RM or vice versa must be carried out by a licensed domestic bank (i.e. Commercial bank, licensed investment bank or Islamic bank other than an international Islamic bank);

(iii) PLS must notify BNM of the date of issuance of the RPS and actual subscription amount by its non-resident shareholders after the RPS are issued; and

(iv) legal action may be taken against PLS under sub-section 214(9) of the Financial Services Act 2013 in the event PLS fails to comply with any of the above conditions in relation to the BNM Approval granted under the foreign exchange administration rules.

(f) On 6 March 2020, Maybank IB and Astramina announced that the Warrants Issue has been completed following the admission of the warrants to the Official List of Bursa Securities and the listing and quotation of 175,350,000 Warrants on the Main Market of Bursa Securities

(g) On 18 June 2020, Maybank IB and Astramina announced that the Company has submitted an application to Bursa Securities to seek its approval for an extension of time of six (6) months from 9 July 2020 up to 8 January 2021 for the Company to implement the Rights Issue ("Application").

(h) On 24 June 2020, Maybank IB and Astramina announced that Bursa Malaysia Securities Berhad had approved PLS's application.

(i) On 24 December 2020, Maybank IB and Astramina announced that the Company has submitted :

1. an application to seek Bursa Securities' approval for an extension of time of six (6) months from 9 January 2021 up to 8 July 2021; and

2. an application to seek Bank Negara Malaysia's approval for an extension of time of twelve (12) months up to 31 December 2021,

for the Company to implement and complete the Rights Issue.

(j) On 8 January 2021, Bursa Malaysia Securities Berhad had, vide its letter date 7 January 2021, approved PLS's application for a further extension of time of six (6) months up to 8 July 2021.

(k) On 8 July 2021, Maybank IB and Astramina announced that the approval from Bursa Malaysia Securities Berhad for the extension of time to implement the Rights Issue has lapsed on 8 July 2021. As at the date of the Announcement, the Company has not issued any RPS. The Company has decided that it is in the best interest of the Company not to proceed with the Rights Issue after taking into consideration the availability of other options to raise funds for the Company and the change in the shareholding structure of the Company following the completion of the mandatory general offer by Ekovest Berhad ("EB") to acquire the remaining PLS Shares and Warrants not already held by EB whereby the Company has become a subsidiary of EB.

ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA'S LISTING REQUIREMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

II. (a) On 30 October 2020, the Company announced that it has received a notice of unconditional mandatory take-over offer from RHB Investment Bank Berhad ("RHB IB") and Astramina Advisory Sdn Bhd ("Astramina"), on behalf of the Ekovest Berhad ("Offeror"), to acquire all the remaining securities in PLS not already held by the Offeror for a cash consideration of RM0.95 per ordinary share and RM0.15 per warrant issued by the PLS ("Notice").

(b) On 3 November 2020, in accordance with Paragraph 3.06 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia, the Company has appointed DWA Advisory Sdn Bhd as the Independent Adviser to advise the non-interested directors, shareholders and warrant holders of PLS on the fairness and reasonableness of the Offer. The appointment is subject to the clearance of eligibility by Securities Commission Malaysia.

(c) On 6 November 2020, the Notification to the Shareholders and Warrant Holders of PLS in relation to the Receipt of Notice of Unconditional Mandatory General Offer dated 30 October 2020 from RHB IB and Astramina on behalf of Offeror had been posted.

(d) On 20 November 2020, Offer Document in relation to the unconditional mandatory take-over offer by Offeror through RHB IB and Astramina to acquire all the remaining ordinary shares in PLS ("PLS Shares") not already held by the Offeror including any new PLS shares that may be issued and allotted prior to the closing date of the offer arising from the exercise of any of the 10-year warrants 2020/2030 issued by PLS ("PLS Warrant") ("Offer Shares") and all the remaining PLS warrants not already held by the Offeror ("Offer Warrants") for a cash offer price of RM0.95 per Offer Share and RM0.15 per Offer Warrant respectively ("Offer") had been despatched. The acceptance period is from 20 November 2020 to 11 December 2020, being the First Closing Date or such later date(s) as the Offeror may decide.

(e) On 11 December 2020, received a press notice from RHB IB, on behalf of the Offeror, informing the Offer has closed. Based on the level of valid acceptances of the Offer, Ekovest and the persons acting in concert with it ("PACs") collectively hold 91.24% of the total issued PLS Shares and 74.91% of the outstanding PLS Warrants respectively. In addition, as Ekovest has received valid acceptance resulting in Ekovest and its PACs holding not less than nine-tenths (9/10) in value of all the PLS Shares, Ekovest will issue a notice to the securities holders of PLS who have not accepted the Offer and/or failed or refused to transfer their securities in PLS to Ekovest ("Dissenting Holders") in the manner specified by the Securities Commission Malaysia ("Section 223 Notice") to inform them that they may exercise their rights under Section 223(1) of the Capital Markets and Services Act 2007 ("CMSA"), by serving a notice on Ekovest to require Ekovest to acquire their Offer Securities on the same terms as set out in the offer document dated 20 November 2020 or such other term as may be agreed or as the court may, on an application made by such Dissenting Holder or Ekovest, think fit to order under Section 224(3) of the CMSA.

Accordingly, the Section 223 Notice will be despatched to the Dissenting Holders within one (1) month from 11 December 2020.

(f) On 11 January 2021, received a press notice from RHB IB, informing that the Offeror has posted a notice to the shareholders and warrant holders of PLS who have not accepted the Offer ("Dissenting Holders") in accordance with Subsection 223(2) of the CMSA ("Notice to Dissenting Holders") on even date. Any Dissenting Holders may give notice to the Offeror requiring his/her/its PLS Shares and/or PLS Warrants not later than 11 March 2021, being a date not less than three (3) months from the closing of the Offer on 11 December 2020.

III. On 22 January 2021, RHB IB and Astramina announced that the Company proposes to undertake a Private Placement of up to 10% of the total number of issued shares of the Company in the following manner :

(i) proposed placement of 19,000,000 new ordinary shares in PLS ("PLS Shares"), representing approximately 5.23% and 3.61% of the total number of issued shares of the Company under the Minimum Scenario and Maximum Scenario respectively, to Dato' Sri Mohamed Nazir bin Abdul Razak ("DSNR") at an issue price of RM0.95 per PLS Share vide a conditional share subscription agreement entered into between the Company and the DSNR on 22 January 2021; and

(ii) proposed placement of up to 33,605,000 new PLS Shares, representing up to 6.39% of the total number of issued shares of the Company under the Maximum Scenario, to other independent third party investors to be identified at a later date at an issue price to be determined

(collectively referred to as the "Proposed Placement").

On 22 January 2021, RHB IB and Astramina on behalf of the Board announced that the Company had submitted an application to Bursa Securities for the listing and quotation of up to 52,605,000 new PLS Shares to be issued pursuant to the Proposed Placement on the Main Market of Bursa Securities which was subsequently approved on 25 January 2021.

The Placement to DSNR has been completed on 26 January 2021 following the listing and quotation of 19,000,000 Placement Shares on the Main Market of Bursa Securities.

While the issue price for the first tranche of the Placement to 3rd Parties comprising up to 10,000,000 Placement Shares has been fixed on 25 January 2021 ("Price-Fixing Date") at RM1.01 per Placement Share ("First Tranche"). The issue price of RM1.01 per Placement Share represents a discount of approximately 9.43% to the five (5)-day VWAP of PLS Shares up to and including 25 January 2021 of RM1.1151 per PLS Share. The placement of the First Tranche comprising 10,000,000 Placement Shares has been completed on 29 January 2021 following the listing and quotation of 10,000,000 Placement Shares on the Main Market of Bursa Securities.

ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA'S LISTING REQUIREMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

The issue price for the second tranche of the Placement to 3rd Parties comprising up to 7,320,000 Placement Shares has been fixed on 2 February 2021 ("Price-Fixing Date") at RM1.11 per Placement Share. The issue price of RM1.11 per Placement Share represents a discount of approximately 9.38% to the five (5)-day VWAP of PLS Shares up to and including 29 January 2021 (being the last market day prior to the Price-Fixing Date) of RM1.2249 per PLS Share.

On 8 February 2021, RHB IB and Astramina had announced that the placement of the second and final tranche of the Placement to 3rd Parties comprising 7,320,000 Placement Shares has been completed following the listing and quotation of 7,320,000 Placement Shares on the Main Market of Bursa Securities.

The status of utilisation of proceeds raised from the Placement Shares are as follows:

<u>No.</u>	<u>Purpose</u>	<u>Gross Proceeds</u> <u>(RM '000)</u>	<u>Actual</u> <u>Utilisation (RM</u> <u>'000)</u>	<u>Balance (RM</u> <u>'000)</u>	<u>*</u> <u>Estimated</u> <u>Timeframe</u>
(i)	Expansion of downstream activities for the durian businesses	15,850	15,481	369	Within 18 months
(ii)	Repayment of bank borrowings	4,200	4,200	-	Within 6 months
(iii)	Expansion/investment in durian plantations	13,000	13,000	-	Within 24 months
(iv)	General working capital	2,975	2,975	-	Within 12 months
(v)	Estimated expenses in relation to the Proposed Placement	250	250	-	Within 2 months
		36,275	35,906	369	

Note :

* From the date of listing of each tranche of the Placement Shares

7. Borrowing and debt securities

Total group borrowings are as follows:

	<u>As at</u> <u>30.9.2021</u> <u>RM'000</u>	<u>As at</u> <u>30.9.2020</u> <u>RM'000</u>
(a) Short term borrowings		
<u>Amount repayable within one year</u>		
Bank overdraft cum trade financing facilities - secured	-	1,052
Bank term loan - secured	55,034	27,116
	55,034	28,168
(b) Long term borrowings		
Bank term loan - secured	86,371	100,753
	86,371	100,753
Total borrowings	141,405	128,921

The above borrowings are denominated in Ringgit Malaysia .

8 Changes in material litigation

The Company (Plaintiff) vs. Josu Engineering Construction Sdn Bhd ("Defendant" or "Josu")

On 26 November 2021, the following related appeals came up for Hearing together before the Court of Appeal Construction Panel:

(i) the appeal against the High Court's dismissal of Josu Engineering Construction Sdn Bhd's ("Josu") striking out application ("Josu's Appeal"). By way of brief background, Josu had filed an interlocutory application during the High Court proceeding to strike out the Company's application filed pursuant to Section 42 of the Arbitration Act 2005 to refer questions of law arising from the interim arbitral Award in question ("the Company's Substantive Application"). The said striking out application was dismissed by the learned Judicial Commissioner (as she then was) and Josu appealed against the same to the Court of Appeal i.e. Civil Appeal No. W-02(IM)(C)-1527-08/2019; and

(ii) the appeal against the High Court's dismissal of the Company's Substantive Application ("the Company's Appeal") i.e. Civil Appeal No. W-02(C)(A)-2269-12/2019.

The Honorable Court allowed Josu's Appeal with costs, thus setting aside the decision of the learned Judicial Commissioner (as she then was). The Court of Appeal held, inter-alia, that the arbitration was conducted strictly pursuant to Section 24A of the Courts of Judicature Act 1964 and that the Arbitration Act 2005 has no application in a court-ordered arbitration. Therefore, the Court of Appeal agreed with Josu's contention that the High Court of Malaya, Kuala Lumpur lacked jurisdiction to hear the Company's Substantive Application filed therein.

Following therefrom, the Court of Appeal held that there was no basis to proceed with the Company's Appeal as Josu's application to strike out the Company's Substantive Application was allowed. The Company's Appeal was therefore dismissed with costs.

The Company is in the midst of consulting its solicitors on the next course of action.

ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA'S LISTING REQUIREMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2021

(These figures have not been audited)

9 Basic earnings per share

	Current Year Quarter 30.9.2021	Preceding Year Quarter 30.9.2020	Current 3 months To Date 30.9.2021
	RM'000	RM'000	RM'000
a) Basic earnings per share			
Net profit for the period	7,988	3,944	7,988
<u>Weighted average number of ordinary shares in issue</u>	'000	'000	'000
Ordinary shares issued at 1 July	399,656	350,700	399,656
Weighted average number of ordinary shares in issue	-	890	-
Ordinary shares issued at 30 September	399,656	351,590	399,656
Basic earnings per share (sen)	2.00	1.12	2.00
b) Diluted earnings per share			
Diluted earnings per share (sen)	1.89	1.12	1.89

10 Comparative figures

There are no comparative figures for the cumulative 3 months financial period ended 30 September 2021 due to the Company's change of financial year end from 31 March to 30 June in the previous financial period to be coterminous with its ultimate holding company, Ekovest Berhad.

11 Authorisation for issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with the resolution of the director on 29 November 2021.

PLS PLANTATIONS BERHAD

BY ORDER OF THE BOARD

Date : 29th November 2021