

FIMA CORPORATION BERHAD
(Company No: 21185-P)

1. **RECURRENT RELATED PARTY TRANSACTIONS OF REVENUE OR TRADING NATURE**
2. **PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**
3. **PROPOSED AMENDEMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY**

1. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

1.1 Introduction

The Board of Directors Fima Corporation Berhad (“FimaCorp” or “the Company”) wishes to announce that pursuant to Chapter 10.09 of the Bursa Malaysia Securities Main Market Listing Requirements, a subsidiary of the Company, PT Nunukan Jaya Lestari “(PT NJL)” have entered into Recurrent Related Party Transactions (“RRPT”) with a company connected with a Director/major shareholder of PT NJL.

1.2 Details of the RRPT

The principal activities of FimaCorp are investment holding and property management. The subsidiaries and associated companies of FimaCorp and their respective principal activities are as follows:-

Name of Company	Country of Incorporation	Equity Interest Held		Principal activities
		2013	2012	
Security Printers (M) Sdn Bhd	Malaysia	%	%	Trading of security and confidential documents.
Percetakan Keselamatan Nasional Sdn Bhd	Malaysia	100	100	Production of security and confidential documents.
FCB Property Management Sdn Bhd	Malaysia	100	100	Property management.
FCB Plantation Holdings Sdn Bhd	Malaysia	100	100	Investment holding.
Cendana Laksana Sdn Bhd	Malaysia	100	-	Oil palm plantation.
PT Nunukan Jaya Lestari	Indonesia	80	80	Oil palm production and processing.
Giesecke & Devrient Malaysia Sdn Bhd	Malaysia	20	20	Production and sale of bank notes.
Kadkash Sdn Bhd	Malaysia	40	40	Dormant.

Transacted party : PT Nunukan Jaya Lestari (“PT NJL”)
 Related party : PT Pohon Emas Lestari (“PT PEL”)
 Nature of transaction : Purchase of fresh fruit bunches (“FFB”) by PT NJL from PT PEL
 Interested Director/major shareholder : Bapak Muhammad Ramli of PT NJL

Amount transacted			
Financial year ending 31 March	Period	Amount	Ratio
2012	1 April 2011 – 30 November 2011	RM 3,851,000	1.01%
	1 December 2011 – 31 March 2012	1,757,000	0.46%
	Total	5,608,000	1.47%
2013	1 April 2012 – 30 November 2012	4,704,000	1.08%
	1 December 2012 – 31 March 2013	2,278,000	0.52%
	Total	6,982,000	1.60%

The related party, PT PEL is deemed connected by virtue of a common Director/major shareholder. Bapak Muhammad Ramli is a Director and major shareholder of both PT NJL and PT PEL.

1.3 Background information of PT PEL

PT PEL, a limited liability company organized and existing under the Law of Republic of Indonesia, has its domicile in Nunukan, Kalimantan Timur, Indonesia. Its principal activity is oil palm plantation.

1.4 Rationale

The RRPT is beneficial to the day-to-day operations of the Group. The RRPT are entered into in the ordinary course of business at arm’s length basis and on normal commercial terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the Company and its minority shareholders. FFB price paid to PT PEL for the purchase of FFB by PT NJL is based on the monthly FFB price released by “Dinas Perkebunan Provinsi Kalimantan Timur”.

1.5 Directors and major shareholders' interest

The interested Director/major shareholder of PT NJL, Bapak Muhammad Ramli has 20% direct interest in PT NJL but has no interest in FimaCorp. He is also a Director/major shareholder of PT PEL.

Save as disclosed above, none of the other Directors and/or major shareholders of FimaCorp and persons connected with them have any interest, direct or indirect, in the RRPT.

1.6 Statement by Audit Committee

The Audit Committee having considered the rationale for the RRPT and all aspects of the RRPT, was of the view that the RRPT are on normal commercial terms and is in the best interest of the Company.

1.7 Statement by the Board of Directors

Having considered the rationale for the RRPT, the Board is of the opinion that the RRPT is in the best interest of the Company and is not detrimental to the Company and its minority shareholders.

2. PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The Board will seek the approval of the shareholders for the shareholders' mandate for PT NJL to continue to enter into recurrent arrangements or transactions referred to above in the ordinary course of business as these transactions are made at arm's length and on normal commercial terms which are not more favourable to the related party than those generally available to the public.

A circular setting out the details of the RRPT will be distributed to the shareholders together with the Annual Report of the Company for the financial year ended 31 March 2013.

3. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

The Board of Directors of Fima Corp also wishes to announce that the Company intends to seek approval from its shareholders at the forthcoming AGM of the Company for the proposed amendments to the Articles of Association of the Company ("Proposed Amendments").

The Proposed Amendments are to be in line with the amendments of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The details of the Proposed Amendments will be set out in the Annual Report of the Company for the financial year ended 31 March 2013 to be dispatched in due course.

This announcement is dated 25 June 2013 and will supersede the announcement made on 24 June 2013.