

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2015
(THE FIGURES HAVE NOT BEEN AUDITED)

	Current Quarter		6 Months Cumulative	
	Current Year	Preceding Year	Current Year	Preceding Year
	Quarter	Corresponding	To Date	Corresponding
	30/09/15	30/09/14	30/09/15	30/09/14
	RM'000	RM'000	RM'000	RM'000
Revenue	88,907	83,025	197,348	177,088
Cost of sales	(58,866)	(54,169)	(133,610)	(116,565)
Gross profit	30,041	28,856	63,738	60,523
Interest income	1,289	2,464	2,206	3,456
Other income	1,989	1,444	2,063	1,462
Administrative expenses	(6,103)	(5,384)	(12,359)	(9,862)
Selling and marketing expenses	(914)	(922)	(1,913)	(1,779)
Other operating expenses	(8,216)	(5,750)	(13,236)	(11,202)
Finance costs	(12)	-	(14)	-
Share of results from associates	349	962	945	830
Profit before tax	18,423	21,670	41,430	43,428
Income tax expense	(4,572)	(4,309)	(10,736)	(10,301)
Profit net of tax	13,851	17,361	30,694	33,127
Other comprehensive income, net of tax				
Foreign currency translation gain/(loss)	5,793	169	5,885	(7,688)
Other comprehensive income/(loss) for the period	5,793	169	5,885	(7,688)
Total comprehensive income for the period	19,644	17,530	36,579	25,439
Profit attributable to :				
Equity holders of the Company	12,609	16,123	27,756	30,448
Non-controlling interests	1,242	1,238	2,938	2,679
Profit for the period	13,851	17,361	30,694	33,127
Total comprehensive income attributable to:				
Equity holders of the Company	17,244	16,257	32,464	24,297
Non-controlling interests	2,400	1,273	4,115	1,142
Total comprehensive income for the period	19,644	17,530	36,579	25,439
Earnings per share attributable to equity holders of the Company				
Basic/diluted earnings per share (sen) (Note B11)	5.22	10.45	11.50	19.74

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2015 and the accompanying explanatory notes attached to the interim financial statements)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at End Of Current Quarter 30/09/15 (unaudited)	As at Preceding Financial Year End 31/03/15 (audited)
	RM'000	RM'000
ASSETS		
Non-Current Assets		
Property, plant & equipment	103,932	105,181
Biological assets	48,271	44,877
Investment properties	64,438	65,191
Goodwill on consolidation	6,200	6,200
Investments in associates	39,632	38,687
Deferred tax assets	6,063	5,921
	268,536	266,057
Current Assets		
Inventories	88,079	91,234
Trade and other receivables	188,426	182,856
Due from related companies	-	17
Cash and cash equivalents	172,891	172,640
	449,396	446,747
TOTAL ASSETS	717,932	712,804
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	122,662	122,662
Treasury shares	(3,654)	(3,604)
Other reserves	(4,549)	(9,257)
Retained earnings	430,380	420,728
	544,839	530,529
Non-controlling interests	26,194	29,990
Total Equity	571,033	560,519
Non-Current Liabilities		
Retirement benefit obligations	1,748	1,634
Borrowings	5,487	5,585
Deferred tax liabilities	10,983	10,983
	18,218	18,202
Current Liabilities		
Trade and other payables	94,425	127,887
Dividend payable	18,104	-
Tax payable	15,393	5,471
Due to related companies	759	725
	128,681	134,083
Total Liabilities	146,899	152,285
TOTAL EQUITY AND LIABILITIES	717,932	712,804
Net assets per share attributable to ordinary equity holders of the Company (RM)	2.26	2.20

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2015 and the accompanying explanatory notes attached to the interim financial statements)



FIMA CORPORATION BERHAD (21185-P)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2015**

	Attributable to Owners of the Parent							Distributable			
	Non-Distributable				Asset Revaluation Reserve	Foreign Translation Reserve	Equity Contribution From Parent	Retained Earnings	Total	Non-controlling Interests	Total Equity
	Share Capital	Share Premium	Treasury Shares	Other Reserves	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 April 2014	82,427	534	(3,604)	(22,720)	1,530	(28,199)	3,949	432,833	489,470	25,987	515,457
Profit for the period	-	-	-	-	-	-	-	30,448	30,448	2,679	33,127
Other comprehensive loss	-	-	-	(6,151)	-	(6,151)	-	-	(6,151)	(1,537)	(7,688)
Total comprehensive income for the period	-	-	-	(6,151)	-	(6,151)	-	30,448	24,297	1,142	25,439
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(3,632)	(3,632)
Dividend payable	-	-	-	-	-	-	-	(12,071)	(12,071)	-	(12,071)
Dividends paid	-	-	-	-	-	-	-	(16,094)	(16,094)	-	(16,094)
At 30 September 2014	82,427	534	(3,604)	(28,871)	1,530	(34,350)	3,949	435,116	485,602	23,497	509,099
At 1 April 2015	122,662	-	(3,604)	(9,257)	16,823	(30,203)	4,123	420,728	530,529	29,990	560,519
Profit for the period	-	-	-	-	-	-	-	27,756	27,756	2,938	30,694
Other comprehensive income	-	-	-	4,708	-	4,708	-	-	4,708	1,177	5,885
Total comprehensive income for the period	-	-	-	4,708	-	4,708	-	27,756	32,464	4,115	36,579
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(7,911)	(7,911)
Dividend payable	-	-	-	-	-	-	-	(18,104)	(18,104)	-	(18,104)
Purchase of Treasury Shares	-	-	(50)	-	-	-	-	-	(50)	-	(50)
At 30 September 2015	122,662	-	(3,654)	(4,549)	16,823	(25,495)	4,123	430,380	544,839	26,194	571,033

(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 and the accompanying explanatory notes attached to the interim financial statements)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2015**

	6 months ended	
	30/09/15	30/09/14
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	41,430	43,428
Adjustments for:		
Depreciation for property, plant and equipment	10,410	9,112
Depreciation of investment properties	753	754
Amortisation of biological assets	1,674	1,647
Impairment loss on trade receivables	665	378
Write back of impairment loss on trade receivables	(741)	(75)
Writedown of inventories	51	311
Reversal of inventories written down	(208)	(172)
Provision for retirement benefit obligations	41	35
Gain on disposal of property, plant and equipment	-	(4)
Share of results of associate	(945)	(830)
Interest expense	14	-
Interest income	(2,206)	(3,456)
Operating profit before working capital changes	50,938	51,128
Decrease/(increase) in trade and other receivables	887	(31,348)
Decrease/(increase) in inventories	3,312	(22,206)
Decrease/(increase) in related companies balances	51	(233)
(Decrease)/increase in trade and other payables	(33,462)	29,650
Cash generated from operations	21,726	26,991
Taxes paid	(7,337)	(12,020)
Retirement benefits paid	(5)	-
Interest expense	(14)	-
Net cash generated from operating activities	14,370	14,971
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(7,916)	(5,826)
Additions to biological assets	(2,709)	(1,922)
Interest income received	2,206	3,456
Proceeds from disposal of property, plant and equipment	-	5
Repayment of obligations under finance lease	(98)	-
Net cash used in investing activities	(8,517)	(4,287)
CASH FLOW FROM FINANCING ACTIVITIES		
Dividends paid	-	(16,094)
Dividends paid by a subsidiary to non-controlling interests	(7,911)	(3,632)
Purchase of Treasury Shares	(50)	-
Net cash used in financing activities	(7,961)	(19,726)
CASH AND CASH EQUIVALENTS		
Net decrease in cash and cash equivalents	(2,108)	(9,042)
Effect of foreign exchange rate changes in cash and cash equivalents	2,359	(3,917)
Cash and cash equivalents balances at beginning of period	172,640	195,204
Cash and cash equivalents at end of period	172,891	182,245
CASH AND CASH EQUIVALENTS COMPRISE OF :		
Cash and bank balances	7,124	4,697
Deposits with licensed banks	165,767	177,548
	172,891	182,245

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the year ended 31 March 2015 and the accompanying explanatory notes attached to the interim financial statements)

PART A - Explanatory notes pursuant to FRS 134

A1. Basis of Preparation and Accounting Policies

The interim 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 the Bursa Securities.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 March 2015. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2015.

A2. Significant Accounting Policies

The significant accounting policies adopted are consistent with those of the statutory financial statements for the financial year ended 31 March 2015 except for the adoption of the following new and revised Financial Reporting Standards ("FRSs"), Amendments to FRSs and IC Interpretations.

(a) Adoption of FRSs, Amendments to FRSs and IC Interpretations

On 1 April 2015, the Group adopted the following FRSs and Amendments to FRSs, IC Interpretations and Amendments to IC Interpretations:-

- Amendments to FRS 10: Consolidated Financial Statements (Investment Entities)
- Amendments to FRS 12: Disclosure of Interest in Other Entities (Investment Entities)
- Amendments to FRS 127: Separate Financial Statements (Investment Entities)
- Amendments to FRS 132: Financial Instruments: Presentation
 - Offsetting Financial Assets and Financial Liabilities
- Amendments to FRS 136: Impairment of assets
 - Recoverable amount disclosures for non-financial assets
- Amendments to FRS 139: Financial instruments recognition and measurement
 - Novation of Derivatives and Continuation of Hedge Accounting
- IC Interpretation 21: Levies
- Amendments to FRS 119: Defined Benefits Plan (Employee Contribution)
- Annual Improvements to FRSs 2010-2012 Cycle
- Annual Improvements to FRSs 2011-2013 Cycle

The adoption of the above FRSs and Amendments to FRSs did not have any effect on the financial performance or presentation of the financial statements of the Group.

(b) Standards and Interpretations issued but not yet effective

The Group has not earlier adopted the following new and amended FRSs and IC Interpretations that are not yet effective:

	Effective for annual period beginning on or after
Annual Improvements to FRSs 2012 - 2014 Cycle	1 January 2016
Amendments to FRS 11: Accounting for Acquisition of Interests in Joint Operations	1 January 2016
Amendments to FRS 116 and FRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016

A2. Significant Accounting Policies (Contd.)

(b) Standards and Interpretations issued but not yet effective (Contd.)

	Effective for annual period beginning on or after
Amendments to FRS 116 and FRS 141: Agriculture: Bearer Plants	1 January 2016
Amendments to FRS 10 and FRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2016
Amendments to FRS 127: Equity Method in Separate Financial Statements	1 January 2016
Amendments to FRS 101: Disclosure Initiatives	1 January 2016
Amendments to FRS 10, FRS 12 and FRS 128: Investment Entities: Applying the Consolidation Exception	1 January 2016
FRS 14: Regulatory Deferral Accounts	1 January 2016
FRS 15 Revenue from Contracts with Customers	1 January 2017
FRS 9 Financial Instruments	1 January 2018

The Group will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any effect to the financial statements of the Group upon their initial application, other than for FRS 9 Financial Instruments. The Group will assess the financial implications of FRS 9 Financial Instruments when the full standard is issued.

(c) 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 MFRS Framework is to be applied by all Entities Other than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture (MFRS 141) and IC Interpretation 15 Agreements for the Construction of Real Estate (IC 15), including its parent, significant investor and venturer (herein called "Transitioning Entities").

Transitioning Entities are allowed to defer adoption of the new MFRS Framework. The adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2017.

The Group falls within the scope definition of Transitioning Entities and accordingly, will be required to prepare financial statements using the MFRS Framework in its first MFRS interim financial statements for the quarter ending 30 June 2017. In presenting its first MFRS financial statements, the Group will be required to adjust the comparative financial statements prepared under FRS to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained earnings

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. The Group expects to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 31 March 2018.

A3. Audit Qualification

The preceding annual financial statements of the Group were not subject to any audit qualification.

A4. Seasonality or cyclicity of the interim operations

The production of security and confidential documents is influenced by cyclical changes in volume of certain products whilst the oil palm production and processing division is affected by seasonal crop production, weather conditions and fluctuating commodity prices.

A5. Unusual items

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

A6. Changes in estimates

There were no changes or estimates that have a material effect to the current quarter's results.

A7. Issuances, cancellation, repurchases, resale and repayment of debt and equity securities

Saved as disclosed below, there were no issuances, cancellation, repurchases, resale and repayment of debt and equity securities for the current financial year to date.

- (a) During the current quarter, the Company repurchased 22,900 of its issued ordinary shares from the open market at an average price of RM2.19. The total consideration paid for the repurchase including transaction costs was RM50,608 and this was financed by internally generated funds. Of the total 245,324,330 issued and fully paid ordinary shares of RM0.50 each, 3,935,100 shares are held as treasury shares by the Company

A8. Dividends paid

At the Annual General Meeting held on 22 September 2015, the Company's shareholders had approved a single-tier final dividend of 15.0% or 7.5 sen per share of RM0.50 sen for financial year ended 31 March 2015. The dividend amounting to RM18.1 million was subsequently paid on 9 October 2015.

A9. Segmental Information

	6 Months Cumulative			
	Current Year to date		Preceding Year	
	30/09/15		Corresponding Period 30/09/14	
	Revenue	Profit	Revenue	Profit
	RM'000	Before Tax	RM'000	Before Tax
		RM'000	RM'000	RM'000
Segments				
Production and trading of security and confidential documents	134,423	24,107	128,388	25,876
Oil palm production and processing	60,876	16,365	46,614	17,076
Property management	2,839	532	2,757	302
Others	-	(519)	-	(656)
	<u>198,138</u>	<u>40,485</u>	<u>177,759</u>	<u>42,598</u>
Share of results of associate	-	945	-	830
	<u>198,138</u>	<u>41,430</u>	<u>177,759</u>	<u>43,428</u>
Eliminations	(790)	-	(671)	-
Group Results	<u><u>197,348</u></u>	<u><u>41,430</u></u>	<u><u>177,088</u></u>	<u><u>43,428</u></u>

A10. Profit Before Tax

The following amounts have been included in arriving at profit before tax:

	<i>Quarter ended</i>		<i>6 Months Cumulative</i>	
	<i>30/09/15</i>	<i>30/09/14</i>	<i>30/09/15</i>	<i>30/09/14</i>
	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>	<i>RM'000</i>
Other income				
Management fees	6	6	12	12
Gain on disposal of property, plant and equipment	-	3	-	4
Share of profit from sale of coal	1,872	1,440	1,872	1,440
Others	111	(5)	179	6
Operating expenses				
Depreciation and amortisation	6,508	5,888	12,837	11,513
Foreign exchange gain	(568)	(376)	(833)	(376)
Impairment loss on trade receivables	73	342	665	378
Write back of impairment loss on trade receivables	(170)	(55)	(741)	(75)
Inventories written down	51	239	51	311
Reversal of inventories written down	(85)	(120)	(208)	(172)

A11. Valuation of property, plant and equipment

The carrying amounts of property, plant and equipment have been brought forward without amendment from the previous audited financial statements.

A12. Subsequent events

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

A13. Changes in the composition of the Group

There were no changes in the composition of the Group for the current quarter and financial period to date.

A14. Changes in contingent liabilities and contingent assets

There were no contingent liabilities or contingent assets since the last annual balance sheet (other than as disclosed in Note B9).

A15. Capital Commitments

	As at 30/09/15 RM'000
Property, plant and equipment:	
Approved and contracted for	2,063
Approved but not contracted for	18,197
Share of capital commitments of associated companies:	
Property, plant and equipment	
Approved and contracted for	626
Approved but not contracted for	62

A16. Acquisition of Property, Plant and Equipment

As at the end of the financial period to date, the Group has acquired the following assets.

	Current Year to date 30/09/15
	RM'000
Computer hardware and software	4,778
Plant and machinery	1,229
Motor vehicles	987
Buildings	697
Office equipment and fittings	225
	7,916

A17. Related Party Transactions

	Current Year to date 30/09/15
	RM'000
Penultimate Holding Company	
Kumpulan Fima Berhad	
Rental income receivable	(374)
Fellow Subsidiaries :	
Fima Instanco Sdn Bhd	
Rental income receivable	(60)
Related by virtue of having common director/(s) of the Company :	
Nationwide Express Courier Services Berhad	
Rental income receivable	(39)
Purchases made - Delivery services	218
Related by virtue of director/(s) of the Company and/or Group having substantial interest:	
PT Pohon Emas Lestari	
Purchase of fresh fruit bunches	3,207
TD Technologies Sdn Bhd	
Services payable - Software rental	74
First Zanzibar Sdn Bhd	
Services payable - IT support	46

A18. Inventories

During the quarter, there was no significant write-down or write-back of inventories.

B1. Review of Performance

	Year to date		Variance	
	30/09/15	30/09/14		
	RM'000	RM'000	RM'000	%
Group				
Revenue	197,348	177,088	20,260	11.4
Profit before tax	41,430	43,428	(1,998)	(4.6)

For the 2nd half year under review, the Group registered a total revenue of RM197.3 million, an increase of RM20.3 million or 11.4% over the same period last year.

A lower pretax profit of RM41.4 million was recorded as compared to RM43.4 million in the previous year, mainly attributable to lower contribution from production and trading of security and confidential documents.

	Year to date		Variance	
	30/09/15	30/09/14		
	RM'000	RM'000	RM'000	%
Production and trading of security and confidential documents				
Revenue	134,423	128,388	6,035	4.7
Profit before tax	24,107	25,876	(1,769)	(6.8)

Revenue from production and trading of security and confidential documents increased by 4.7% to RM134.4 million from RM128.4 million last year, due to improved volume for certain products. Pretax profit decreased by RM1.8 million or 6.8% compared to the corresponding period last year, mainly due to less favourable sales mix.

	Year to date		Variance	
	30/09/15	30/09/14		
	RM'000	RM'000	RM'000	%
Oil palm production and processing				
Revenue	60,876	46,614	14,262	30.6
Profit before tax	16,365	17,076	(711)	(4.2)
Sales Quantity (mt)				
Crude palm oil (CPO)	24,430	22,099	2,331	10.5
Crude palm kernel oil (CPKO)	2,199	-	2,199	-
Average CIF selling price, net of duty (RM/mt)				
CPO	2,226	2,101	125	5.9
CPKO	2,949	-	2,949	-

Revenue from oil palm production and processing increased 30.6% compared to the corresponding period last year, primarily attributable to higher sales volume of CPO and CPKO.

The segment registered a pretax profit of RM16.4 million, a shortfall of RM711,000 or 4.2% compared to the same period last year. The drop in profit was mainly due to RM3.2 million (2014: RM1.5 million) withholding tax on foreign dividend income.

B1. Review of Performance (Contd.)

	Year to date		Variance	
	30/09/15	30/09/14		
	RM'000	RM'000	RM'000	%
Property Management				
Revenue	2,839	2,757	82	3.0
Profit before tax	532	302	230	76.2

Performance of the property management division remained constant with no significant changes.

B2. Material change in profit before taxation for the quarter reported as compared with the preceding quarter

Group	Current	Preceding	Variance	
	Quarter	Quarter		
	RM'000	RM'000	RM'000	%
Revenue	88,907	108,441	(19,534)	(18.0)
Profit before tax	18,423	23,007	(4,584)	(19.9)

During the quarter reported, the Group posted a revenue of RM88.9 million with a pretax profit of RM18.4 million as compared to RM23.0 million pretax profit on the back of RM108.4 million revenue in the preceding quarter.

Production and trading of security and confidential documents	Current	Preceding	Variance	
	Quarter	Quarter		
	RM'000	RM'000	RM'000	%
Revenue	61,919	72,504	(10,585)	(14.6)
Profit before tax	12,134	11,973	161	1.3

Revenue from production of security and confidential documents decreased by RM10.6 million or 14.6% in the 2nd quarter compared to the preceding quarter. The shortfall was mainly due to lower sales volume in certain products. A pretax profit of RM12.1 million was posted, an improvement of 1.3% over the previous quarter due to favourable sales mix.

Oil palm production and processing	Current	Preceding	Variance	
	Quarter	Quarter		
	RM'000	RM'000	RM'000	%
Revenue	25,900	34,976	(9,076)	(25.9)
Profit before tax	5,955	10,410	(4,455)	(42.8)
Sales Quantity (mt)				
Crude palm oil (CPO)	10,001	14,429	(4,428)	(30.7)
Crude palm kernel oil (CPKO)	1,100	1,099	1	-
Average CIF selling price, net of duty (RM/mt)				
CPO	2,277	2,191	86	3.9
CPKO	2,647	3,056	(409)	-

Revenue from this segment for the current quarter decreased by 25.9% compared to the previous quarter. The shortfall was mainly due to lower sales volume of CPO and lower selling price of CPKO. A pretax profit of RM6.0 million was recorded, a decline of 42.8% compared to the preceding quarter. The decrease was mainly attributable to lower revenue and RM3.2 million withholding tax on foreign dividend income.

B3. Prospects

Revenue from the production and trading of security and confidential documents in the second half year is expected to be lower due to cyclical demand in certain jobs. The performance of this segment is expected to be satisfactory for the rest of the financial year.

The overall performance of the oil palm production and processing segment is very much dependant on CPO prices and the industry continues to face challenges such as changing weather conditions and seasonal crop production. Notwithstanding this, the outlook of this segment remains positive.

B4. Variance of actual profit from forecast profit

The Group did not issue any profit forecast and/or guarantees to the public.

B5. Taxation

	Current Quarter 30/09/15 RM'000	Current Year to date 30/09/15 RM'000
Tax charge	<u>4,572</u>	<u>10,736</u>

The effective tax rate on the Group's profit to date is higher than the statutory tax rate mainly due to certain expenses disallowed for taxation purposes and no group relief.

B6. Corporate proposals

(a) Status of corporate proposal

There are no corporate proposals announced but not completed at the date of this report.

Saved as disclosed below, there are no corporate proposals announced but not completed at the date of this report.

On 14 September 2015, wholly-owned subsidiary, FCB Plantation Holdings Sdn Bhd ("FCBPH") had accepted a letter of offer from Ahmad Faizel bin Abdul Karim and Farah Deba binti Omar (collectively referred to "Vendors") (the Vendors and FCBPH shall collectively be referred to as the "Parties") for the acquisition of 140,000 ordinary shares of RM1.00 each in R.N.E. Plantation Sdn Bhd ("R.N.E. Plantation"), representing 70% of the total issued and paid up share capital of R.N.E. Plantation for a total purchase consideration of RM4.2 million ("Proposed Transaction").

R.N.E. Plantation has been granted a lease by PKEINPk Sdn Bhd ("PKEINPk") over a parcel of land, measuring approximately 2,000 hectares, deemed suitable for oil palm cultivation, situated in Mukim Sungai Siput, Daerah Kuala Kangsar, Negeri Perak Darul Ridzuan for a term of 60 years with an option to renew for a further period of 30 years as set out in the agreement to lease dated 13 February 2015.

On 9 November 2015, FCBPH and the Vendors had entered into a Share Sale Agreement for the Proposed Transaction which is conditional upon the fulfilment of the following matters:

- (a) FCBPH being satisfied with the results of the due diligence review to be conducted by FCBPH; and
- (b) the consent and/or approval of the relevant authority and/or third party in relation to the sale and transfer of the shares from the Vendors to FCBPH.

FCBPH had received the Vendor's written confirmation dated 19 November 2015 that save for the consent from PKEINPk, there are no other consent or approval required from other relevant authority or third party in relation to the shares sale.

On 25 November 2015, the Company announced that all conditions precedent pertaining to the Proposed Transaction have been fulfilled.

B6. Corporate proposals (Contd.)**(b) Utilisation of proceeds raised from any corporate proposal**

Not applicable

B7. Borrowings

	As at 30/09/15	As at 30/09/14
	RM'000	RM'000
Non-current		
Obligations under finance leases	5,487	5,585

The obligations under finance leases are in respect of the following land lease:

- i. A 99 year land lease granted to subsidiary, Gabungan Warisan Sdn Bhd to develop approximately 249.8 ha of land in Kuala Krai, Kelantan Darul Naim. The lease will expire on 2 July 2112.
- ii. Sub-leases granted to subsidiaries, Taka Worldwide Trading Sdn Bhd and Etika Gangsa Sdn Bhd over 2 parcels of land measuring approximately 404.6 ha, deemed suitable for oil palm cultivation, situated in Mukim Reli, Daerah Jajahan Gua Musang, Kelantan for a term of 66 years expiring 5 March 2075, with an option to renew for a further period of 33 years.

B8. Realised/unrealised profits/(losses)

	As at 30/09/15	As at 31/03/15
	RM'000	RM'000
Total retained profits/(accumulated losses) of Fima Corporation Berhad and its subsidiaries:		
- Realised	432,518	411,529
- Unrealised	(42,804)	(23,907)
	<u>389,714</u>	<u>387,622</u>
Total share of retained profits/(accumulated losses) from associated company:		
- Realised	32,976	31,820
- Unrealised	(3,344)	(3,133)
	<u>29,632</u>	<u>28,687</u>
Add: Consolidation adjustments	11,034	4,419
Total group retained profits as per consolidated accounts	<u>430,380</u>	<u>420,728</u>

B9. Changes in material litigation

Following the termination of the Tenancy Agreement by Malaysia Airports Holding Berhad ("MAHB") on 11 May 2000, the Company as the Principal Tenant had issued a termination notice dated 15 May 2000 to all its respective sub-tenants at Airtel Complex, Subang.

Pursuant to the above, on 28 September 2001, the Company was served a Writ of Summons dated 9 August 2001 from a tenant ("Plaintiff") claiming for a compensation sum of approximately RM2.12 million being their renovation costs and general damages. The Board had sought the opinion from the solicitors who were of the opinion that there should be no compensation payable to the Plaintiff as the demised premise was acquired by a relevant authority which was provided in the Tenancy Agreement between the Company and the Plaintiff.

On 11 November 2008, the Court had disposed off this matter summarily in favour of the plaintiff and on 4 March 2009, the Company had filed its Record of Appeal to the Court of Appeal to appeal against the decision. The Company had made full provision for the compensation claim of RM2.12 million during the financial year ended 31 March 2009.

On 27 September 2011, the Court of Appeal had allowed the Company's appeal against the decision handed down by the High Court and directed that the matter be remitted back to the High Court for a full trial. There has been no development since 27 September 2011.

B10. Dividend

The Board of Directors declared a single-tier interim dividend of 10% or 5.0 sen per RM0.50 share payable for the year ending 31 March 2016 (last year: 10%). The dividend payment will amount to approximately RM12.1 million (last year: RM12.1 million).

B11. Earnings per share

	<i>Individual Quarter</i>		<i>Cumulative Quarter</i>	
	<i>Current Year Quarter</i>	<i>Preceding Year Corresponding Quarter</i>	<i>Current Year To Date</i>	<i>Preceding Year Corresponding Period</i>
	<u>30/09/15</u>	<u>30/09/14</u>	<u>30/09/15</u>	<u>30/09/14</u>
		<i>Restated</i>		<i>Restated</i>
Earnings				
Profit attributable to owners of the Company (RM'000)	12,609	16,123	27,756	30,448
Basic Earning per Share				
Weighted average number of ordinary shares in issue	241,410,222	154,235,527	241,410,222	154,235,527
Basic earnings per share (sen)	5.22	10.45	11.50	19.74

BY ORDER OF THE BOARD

LEE MO LENG (MIA 9505)

MOHD YUSOF PANDAK YATIM (MIA 4110)

Company Secretaries

Kuala Lumpur

Date: 25 November 2015