



汉联机构有限公司  
HARN LEN CORPORATION BHD  
(502606-H)



# FINANCIAL STATEMENTS

## Annual Report 2013

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## DIRECTORS' REPORT

### For the year ended 31 December 2013

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2013.

#### Principal activities

The principal activities of the Company consist of those relating to the cultivation of oil palm, operation of palm oil mill, property investment and investment holding.

The principal activities of the subsidiaries are disclosed in Note 6 to the financial statements. There has been no significant change in the nature of these activities during the financial year.

#### Results

	GROUP RM	COMPANY RM
Profit for the year attributable to:		
Owners of the Company	136,074,571	127,469,047
Non-controlling interests	(18,992)	-
	<u>136,055,579</u>	<u>127,469,047</u>

#### Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year under review.

#### Dividends

Since the end of the previous financial year, the Company paid a special interim single tier dividend of 20 sen per ordinary share totalling RM37,095,432 in respect of the financial year ended 31 December 2013 on 27 January 2014.

The Directors do not recommend the payment of any final dividend in respect of the current financial year.

#### Directors of the Company

Directors who served since the date of the last report are:

Tan Sri Dato' Low Nam Hui  
Puan Sri Datin Chan Pui Leorn  
Mr. Low Quek Kiong  
Mr. Low Kueck Shin  
Mr. Low Kwek Lee  
Mr. Low Kuek Kong  
Mr. Lee Chon Sing  
Mr. Loh Wann Yuan  
Mr. Law Piang Woon  
Brig. Jen. (B) Dato' Ali bin Haji Musa  
Mr. Low Kok Yong (appointed on 1 January 2014)  
En. Mohamed Akwal bin Sultan Mohamad (appointed on 28 March 2014)



## DIRECTORS' REPORT

### For the year ended 31 December 2013 (Cont'd)

#### Directors' interests in shares

The interests and deemed interests in the shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at financial year end (including the interests of the spouses or children of the Directors who themselves are not Directors of the Company) as recorded in the Register of Directors' Shareholdings are as follows:

Name of Directors	Interest	Number of ordinary shares of RM1.00 each			
		At 1 January 2013	Bought	Sold	At 31 December 2013
<b>Company</b>					
Tan Sri Dato' Low Nam Hui	Direct	-	5,384,333	-	5,384,333
	Deemed	126,055,108 <sup>*1</sup>	10,410,500	(15,992,733)	120,472,875 <sup>*1</sup>
Puan Sri Datin Chan Pui Leorn	Direct	500,000	50,000	-	550,000
	Deemed	125,555,108 <sup>*2</sup>	15,744,833	(15,992,733)	125,307,208 <sup>*3</sup>
Mr. Low Quek Kiong	Direct	20,000	45,000	-	65,000
	Deemed	126,035,108 <sup>*4</sup>	15,749,833	(15,992,733)	125,792,208 <sup>*5</sup>
Mr. Low Kueck Shin	Deemed	126,055,108 <sup>*1</sup>	15,794,833	(15,992,733)	125,857,208 <sup>*6</sup>
Mr. Low Kwek Lee	Deemed	126,055,108 <sup>*1</sup>	15,794,833	(15,992,733)	125,857,208 <sup>*6</sup>
Mr. Low Kuek Kong	Deemed	126,055,108 <sup>*1</sup>	15,794,833	(15,992,733)	125,857,208 <sup>*6</sup>
Mr. Lee Chon Sing	Direct	50,001	500,000	(550,000)	1
Mr. Loh Wann Yuan	Direct	1	-	-	1
<b>Subsidiary</b>					
<b>- Harn Len Pelita Bengunan Sdn. Bhd.</b>					
Tan Sri Dato' Low Nam Hui	Deemed	2,854,083	-	-	2,854,083
Mr. Low Quek Kiong	Deemed	2,854,083	-	-	2,854,083
Mr. Low Kueck Shin	Deemed	2,854,083	-	-	2,854,083

<sup>\*1</sup> By virtue of his interests in Low Nam Hui United Holdings Sdn. Bhd., Low Nam Hui & Sons Sdn. Bhd., LNH Enterprise Sdn. Bhd., Yong Yaow Properties Sdn. Bhd., Seri Cemerlang Plantation (Pahang) Sdn. Bhd. and Shande Ancestral Park Berhad and the shares held by his immediate family members, Puan Sri Datin Chan Pui Leorn, Mr. Low Quek Kiong, Mr. Low Kok Yong and Ms. Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.

<sup>\*2</sup> By virtue of her interests in Low Nam Hui United Holdings Sdn. Bhd., Low Nam Hui & Sons Sdn. Bhd., LNH Enterprise Sdn. Bhd., Yong Yaow Properties Sdn. Bhd., Seri Cemerlang Plantation (Pahang) Sdn. Bhd. and Shande Ancestral Park Berhad and the shares held by her immediate family members, Mr. Low Quek Kiong, Mr. Low Kok Yong and Ms. Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.

<sup>\*3</sup> By virtue of her interests in Low Nam Hui United Holdings Sdn. Bhd., Low Nam Hui & Sons Sdn. Bhd., LNH Enterprise Sdn. Bhd., Yong Yaow Properties Sdn. Bhd., Seri Cemerlang Plantation (Pahang) Sdn. Bhd. and Shande Ancestral Park Berhad and the shares held by her immediate family members, Tan Sri Dato' Low Nam Hui, Mr. Low Quek Kiong, Mr. Low Kok Yong and Ms. Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.

<sup>\*4</sup> By virtue of his interests in Low Nam Hui United Holdings Sdn. Bhd., Low Nam Hui & Sons Sdn. Bhd., LNH Enterprise Sdn. Bhd., Yong Yaow Properties Sdn. Bhd., Seri Cemerlang Plantation (Pahang) Sdn. Bhd. and Shande Ancestral Park Berhad and the shares held by his immediate family members, Puan Sri Datin Chan Pui Leorn, Mr. Low Kok Yong and Ms. Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.



## DIRECTORS' REPORT

### For the year ended 31 December 2013 (Cont'd)

- \*5 By virtue of his interests in Low Nam Hui United Holdings Sdn. Bhd., Low Nam Hui & Sons Sdn. Bhd., LNH Enterprise Sdn. Bhd., Yong Yaow Properties Sdn. Bhd., Seri Cemerlang Plantation (Pahang) Sdn. Bhd. and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Mr. Low Kok Yong and Ms. Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*6 By virtue of his interests in Low Nam Hui United Holdings Sdn. Bhd., Low Nam Hui & Sons Sdn. Bhd., LNH Enterprise Sdn. Bhd., Yong Yaow Properties Sdn. Bhd., Seri Cemerlang Plantation (Pahang) Sdn. Bhd. and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Mr. Low Quek Kiong, Mr. Low Kok Yong and Ms. Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.

#### Directors' benefits

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest, other than certain Directors who have significant financial interests in companies which traded with the Company and certain subsidiaries in the ordinary course of business as disclosed in Note 31 to the financial statements.

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

#### Issue of shares

There were no changes in the authorised, issued and paid-up capital of the Company during the financial year.

#### Options granted over unissued shares

No options were granted to any person to take up unissued shares of the Company during the financial year.

#### Other statutory information

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

- i) all known bad debts have been written off and adequate provision has been made for doubtful debts, and
- ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- i) that would render the amount written off for bad debts or the amount of the provision for doubtful debts in the Group and in the Company inadequate to any substantial extent, or
- ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or
- iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or
- iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in



## **DIRECTORS' REPORT**

### **For the year ended 31 December 2013 (Cont'd)**

the financial statements of the Group and of the Company misleading.

At the date of this report, there does not exist:

- i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or
- ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

Other than as disclosed in the financial statements, no contingent liability or other liability of any company in the Group has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors, except for the gain on disposal of property, plant and equipment and biological assets as disclosed in the notes to the financial statements, the financial performance of the Group and of the Company for the financial year ended 31 December 2013 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

#### **Auditors**

The auditors, Messrs KPMG, have indicated their willingness to accept re-appointment.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:

**Low Quek Kiong**

**Low Kueck Shin**

Johor Bahru

Date: 28 April 2014



## **STATEMENT BY DIRECTORS pursuant to Section 169(15) of the Companies Act, 1965**

In the opinion of the Directors, the financial statements set out on pages 52 to 105 are drawn up in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2013 and of their financial performance and cash flows for the financial year then ended.

In the opinion of the Directors, the information set out in Note 35 on page 106 to the financial statements has been compiled in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by the Malaysian Institute of Accountants, and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:

**Low Quek Kiong**

**Low Kueck Shin**

Johor Bahru

Date: 28 April 2014



## **STATUTORY DECLARATION pursuant to Section 169(16) of the Companies Act, 1965**

I, **Low Quek Kiong**, the Director primarily responsible for the financial management of HARN LEN CORPORATION BHD, do solemnly and sincerely declare that the financial statements set out on pages 52 to 106 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the above named in Johor Bahru in the State of Johor on  
28 April 2014.

**Low Quek Kiong**

Before me:  
NORANI BT. HJ KHALID  
Commissioner For Oaths  
J-140



## **INDEPENDENT AUDITORS' REPORT to the members of Harn Len Corporation Bhd**

### **Report on the Financial Statements**

We have audited the financial statements of Harn Len Corporation Bhd, which comprise the statements of financial position as at 31 December 2013 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 52 to 105.

#### *Directors' Responsibility for the Financial Statements*

The Directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### *Auditors' Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### *Opinion*

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as of 31 December 2013 and of their financial performance and cash flows for the year then ended in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

### **Report on Other Legal and Regulatory Requirements**

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provisions of the Act.
- (b) We are satisfied that the accounts of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.
- (c) Our audit reports on the accounts of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.



## **INDEPENDENT AUDITORS' REPORT to the members of Harn Len Corporation Bhd (Cont'd)**

### **Other Reporting Responsibilities**

Our audit was made for the purpose of forming an opinion on the financial statements taken as a whole. The information set out in Note 35 on page 106 to the financial statements has been compiled by the Company as required by the Bursa Malaysia Securities Berhad Listing Requirements and is not required by the Financial Reporting Standards. We have extended our audit procedures to report on the process of compilation of such information. In our opinion, the information has been properly compiled, in all material respects, in accordance with the Guidance on Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

### **Other Matters**

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

### **KPMG**

Firm Number: AF 0758  
Chartered Accountants

### **Wee Beng Chuan**

Approval Number: 2677/12/14 (J)  
Chartered Accountant

Johor Bahru

Date: 28 April 2014



## STATEMENTS OF FINANCIAL POSITION

### As at 31 December 2013

	NOTE	GROUP		COMPANY	
		2013 RM	2012 RM	2013 RM	2012 RM
<b>Assets</b>					
Property, plant and equipment	3	254,852,245	287,209,213	152,571,627	148,935,132
Biological assets	4	105,170,496	110,357,173	17,973,666	17,338,245
Investment properties	5	25,455,848	13,647,295	15,155,848	3,347,295
Investments in subsidiaries	6	--	--	87,984,033	87,284,029
Goodwill on consolidation	7	5,794,799	7,616,523	--	--
Other receivables	8	--	--	157,964,382	80,253,767
<b>Total non-current assets</b>		<u>391,273,388</u>	<u>418,830,204</u>	<u>431,649,556</u>	<u>337,158,468</u>
Inventories	9	5,123,052	3,765,920	1,291,857	1,027,543
Trade and other receivables	8	83,819,355	14,107,913	9,904,924	12,016,606
Tax recoverable		545,038	2,747,505	433,698	2,479,704
Cash and cash equivalents	10	5,700,770	5,018,513	1,797,145	2,452,940
<b>Total current assets</b>		<u>95,188,215</u>	<u>25,639,851</u>	<u>13,427,624</u>	<u>17,976,793</u>
<b>Total assets</b>		<u>486,461,603</u>	<u>444,470,055</u>	<u>445,077,180</u>	<u>355,135,261</u>
<b>Equity</b>					
Share capital		185,477,159	185,477,159	185,477,159	185,477,159
Reserves		167,355,152	68,376,013	145,363,265	54,989,650
<b>Total equity attributable to owners of the Company</b>	11	352,832,311	253,853,172	330,840,424	240,466,809
<b>Non-controlling interests</b>	12	(7,566,891)	(7,547,899)	--	--
<b>Total equity</b>		<u>345,265,420</u>	<u>246,305,273</u>	<u>330,840,424</u>	<u>240,466,809</u>
<b>Liabilities</b>					
Deferred tax liabilities	13	7,534,095	11,603,455	638,558	3,239,367
Retirement benefits	14	659,800	662,400	659,800	662,400
Loans and borrowings	15	7,204,851	85,607,252	6,007,620	17,119,149
Other payables	16	--	--	8,480,043	34,815,036
<b>Total non-current liabilities</b>		<u>15,398,746</u>	<u>97,873,107</u>	<u>15,786,021</u>	<u>55,835,952</u>
Trade and other payables	16	39,127,617	40,639,541	13,304,042	14,147,583
Dividend payable		37,095,432	--	37,095,432	--
Taxation		297,935	812	--	--
Loans and borrowings	15	49,276,453	59,651,322	48,051,261	44,684,917
<b>Total current liabilities</b>		<u>125,797,437</u>	<u>100,291,675</u>	<u>98,450,735</u>	<u>58,832,500</u>
<b>Total liabilities</b>		<u>141,196,183</u>	<u>198,164,782</u>	<u>114,236,756</u>	<u>114,668,452</u>
<b>Total equity and liabilities</b>		<u>486,461,603</u>	<u>444,470,055</u>	<u>445,077,180</u>	<u>355,135,261</u>

The accompanying notes form an integral part of the financial statements.



## STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

### For the year ended 31 December 2013

	NOTE	GROUP		COMPANY	
		2013 RM	2012 RM	2013 RM	2012 RM
Revenue	17	256,803,005	256,648,475	242,137,883	129,549,440
Cost of goods sold		(207,269,794)	(211,069,994)	(95,975,484)	(118,278,770)
<b>Gross profit</b>	17	49,533,211	45,578,481	146,162,399	11,270,670
Other Income		139,317,398	599,142	125,570	224,820
Administrative expenses		(28,693,828)	(23,338,348)	(16,982,451)	(16,030,244)
Distribution expenses		(14,959,321)	(11,488,115)	(1,787,778)	(2,127,353)
Other expenses		(918,478)	(258,993)	-	-
<b>Results from operating activities</b>		144,278,982	11,092,167	127,517,740	(6,662,107)
Finance income		8,568	9,941	2,888,466	2,864,726
Finance costs	18	(10,308,304)	(8,440,282)	(5,567,968)	(4,402,687)
<b>Net finance costs</b>		(10,299,736)	(8,430,341)	(2,679,502)	(1,537,961)
<b>Profit/(Loss) before tax</b>	19	133,979,246	2,661,826	124,838,238	(8,200,068)
Tax income/(expense)	20	2,076,333	(6,569,812)	2,630,809	(1,290,503)
<b>Profit/(Loss) for the year/ Total comprehensive income/ (expense) for the year</b>		136,055,579	(3,907,986)	127,469,047	(9,490,571)
<b>Profit/(Loss) attributable to:</b>					
Owners of the Company		136,074,571	(509,244)	127,469,047	(9,490,571)
Non-controlling interests		(18,992)	(3,398,742)	-	-
<b>Profit/(Loss) for the year</b>		136,055,579	(3,907,986)	127,469,047	(9,490,571)
Basic earnings/(loss) per ordinary share (sen)	21	73.4	(0.3)		

The accompanying notes form an integral part of the financial statements.



## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

### For the year ended 31 December 2013

	Note	Attributable to owners of the Company					Total equity RM
		Share capital RM	Non-distributable Share premium RM	Capital reserve RM	Distributable Retained earnings RM	Total RM	
<b>Group</b>							
<b>At 1 January 2012</b>		185,477,159	6,634,854	6,268,000	55,982,403	254,362,416	250,213,259
Loss and total comprehensive expense for the year		-	-	-	(509,244)	(509,244)	(3,907,986)
<b>At 31 December 2012</b>		185,477,159	6,634,854	6,268,000	55,473,159	253,853,172	246,305,273
<b>Profit and total comprehensive income for the year</b>		-	-	-	136,074,571	136,074,571	136,055,579
<i>Contributions by and distributions to owners of the Company</i>							
Dividends to owners of the Company/							
<b>Total transactions with owners of the Company</b>	22	-	-	-	(37,095,432)	(37,095,432)	(37,095,432)
<b>At 31 December 2013</b>		185,477,159	6,634,854	6,268,000	154,452,298	352,832,311	345,265,420

The accompanying notes form an integral part of the financial statements.



**STATEMENT OF CHANGES IN EQUITY**  
**For the year ended 31 December 2013**

	Note	Attributable to owners of the Company		Distributable Retained earnings RM	Total equity RM
		Share capital RM	Non-distributable Share premium RM		
<b>Company</b>					
<b>At 1 January 2012</b>		185,477,159	6,634,854	51,577,367	249,957,380
Loss and total comprehensive expense for the year		-	-	(9,490,571)	(9,490,571)
<b>At 31 December 2012</b>		185,477,159	6,634,854	42,086,796	240,466,809
<b>Profit and total comprehensive income for the year</b>		-	-	127,469,047	127,469,047
<i>Contributions by and distributions to owners of the Company</i>					
Dividends to owners of the Company/					
<b>Total transactions with owners of the Company</b>	22	-	-	(37,095,432)	(37,095,432)
<b>At 31 December 2013</b>		185,477,159	6,634,854	132,460,411	330,840,424

The accompanying notes form an integral part of the financial statements.



## STATEMENTS OF CASH FLOWS

### For the year ended 31 December 2013

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Cash flows from operating activities</b>				
Profit/(Loss) before tax	133,979,246	2,661,826	124,838,238	(8,200,068)
Adjustments for:				
Depreciation and amortisation	18,271,514	15,955,049	5,360,828	5,205,627
Finance costs	10,308,304	8,440,282	5,567,968	4,402,687
Investment properties:				
- Impairment loss	12,590	48,120	-	-
- Written off	68,677	76,097	68,677	76,097
Goodwill written off	695,692	-	-	-
Dividend income	-	-	(141,763,536)	-
Gain on disposal of property, plant and equipment and biological assets	(139,102,216)	(20,499)	(12,000)	(20,499)
Interest income	(8,568)	(9,941)	(2,888,466)	(2,864,726)
Retirement benefits	(2,600)	(81,640)	(2,600)	(81,640)
<b>Operating profit/(loss) before changes in working capital</b>	<u>24,222,639</u>	<u>27,069,294</u>	<u>(8,830,891)</u>	<u>(1,482,522)</u>
Changes in inventories	(1,357,132)	(64,071)	(264,314)	(180,825)
Changes in trade and other receivables	2,507,689	(7,191,236)	2,111,682	(7,934,100)
Changes in trade and other payables	<u>(1,507,629)</u>	<u>4,807,689</u>	<u>(843,541)</u>	<u>3,599,945</u>
<b>Cash generated from/ (used in) operations</b>	<u>23,865,567</u>	<u>24,621,676</u>	<u>(7,827,064)</u>	<u>(5,997,502)</u>
Tax refunded/(paid)	<u>506,563</u>	<u>(3,239,780)</u>	<u>2,076,006</u>	<u>108,991</u>
<b>Net cash from/(used in) operating activities</b>	<u>24,372,130</u>	<u>21,381,896</u>	<u>(5,751,058)</u>	<u>(5,888,511)</u>

The accompanying notes form an integral part of the financial statements.



## STATEMENTS OF CASH FLOWS

### For the year ended 31 December 2013 (Cont'd)

	NOTE	GROUP		COMPANY	
		2013 RM	2012 RM	2013 RM	2012 RM
<b>Cash flows from investing activities</b>					
Acquisition of:					
- property, plant and equipment	23	(11,020,945)	(15,334,533)	(7,701,553)	(2,024,287)
- biological assets	24	(8,910,844)	(9,110,555)	(927,796)	(2,903,252)
- investment properties		(11,944,138)	(554,577)	(11,931,548)	(506,457)
- a subsidiary	25	(700,000)	-	(700,000)	-
Investment in subsidiaries		-	-	(4)	-
Interest received		8,568	9,941	2,888,466	2,864,726
Increase in pledged deposits placed with licensed banks		(8,568)	(10,942)	(8,568)	(10,942)
Proceeds from disposal of property, plant and equipment and biological assets		110,163,057	20,499	12,000	20,499
(Advances to)/Repayment from subsidiaries		-	-	(104,045,608)	11,131,050
<b>Net cash from/(used in) investing activities</b>		<b>77,587,130</b>	<b>(24,980,167)</b>	<b>(122,414,611)</b>	<b>8,571,337</b>
<b>Cash flows from financing activities</b>					
Interest paid		(10,594,601)	(9,660,446)	(5,903,845)	(5,223,331)
Dividend received		-	-	141,763,536	-
Dividend paid		-	(1,854,772)	-	(1,854,772)
Payment of finance lease liabilities		(1,401,109)	(1,412,180)	(119,726)	(381,294)
Drawdown of term loans		35,945,000	38,139,336	5,945,900	20,000,000
Repayment of term loans		(128,429,600)	(16,730,588)	(17,379,298)	(12,231,790)
<b>Net cash (used in)/from financing activities</b>		<b>(104,480,310)</b>	<b>8,481,350</b>	<b>124,306,567</b>	<b>308,813</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(2,521,050)</b>	<b>4,883,079</b>	<b>(3,859,102)</b>	<b>2,991,639</b>
<b>Cash and cash equivalents at 1 January</b>		<b>(13,327,130)</b>	<b>(18,210,209)</b>	<b>(15,892,703)</b>	<b>(18,884,342)</b>
<b>Cash and cash equivalents at 31 December</b>		<b>(15,848,180)</b>	<b>(13,327,130)</b>	<b>(19,751,805)</b>	<b>(15,892,703)</b>

The accompanying notes form an integral part of the financial statements.



## STATEMENTS OF CASH FLOWS

### For the year ended 31 December 2013 (Cont'd)

Cash and cash equivalents included in the statements of cash flows comprise the following statements of financial position amounts:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Cash and bank balances	5,410,459	4,736,770	1,506,834	2,171,197
Bank overdraft	<u>(21,258,639)</u>	<u>(18,063,900)</u>	<u>(21,258,639)</u>	<u>(18,063,900)</u>
	<u>(15,848,180)</u>	<u>(13,327,130)</u>	<u>(19,751,805)</u>	<u>(15,892,703)</u>

The accompanying notes form an integral part of the financial statements.



## NOTES TO THE FINANCIAL STATEMENTS

Harn Len Corporation Bhd is a public limited liability company, incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad. The addresses of the registered office and principal place of business are as follows:

### Registered office

6th Floor, Johor Tower  
No. 15, Jalan Gereja  
80100 Johor Bahru  
Johor, Malaysia

The consolidated financial statements of the Company as at and for the financial year ended 31 December 2013 comprise the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”). The financial statements of the Company as at and for the financial years ended 31 December 2013 do not include other entities.

The principal activities of the Company consist of those relating to the cultivation of oil palm, operation of palm oil mill, property investment and investment holding. The principal activities of the subsidiaries are disclosed in Note 6.

These financial statements were authorised for issue by the Board of Directors on 28 April 2014.

### 1. Basis of preparation

#### (a) Statement of compliance

The financial statements of the Group and the Company have been prepared in accordance with Financial Reporting Standards (“FRS”) and the Companies Act, 1965 in Malaysia.

The following are accounting standards, amendments and interpretations that have been issued by the Malaysian Accounting Standards Board (“MASB”) but have not been adopted by the Group and the Company:

#### ***FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2014***

- Amendments to FRS 10, Consolidated Financial Statements: Investment Entities
- Amendments to FRS 12, Disclosure of Interests in Other Entities: Investment Entities
- Amendments to FRS 127, Separate Financial Statements (2011): 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

#### ***FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2014***

- Amendments to FRS 2, Share-based Payment (Annual Improvements 2010-2012 Cycle)
- Amendments to FRS 3, Business Combinations (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)
- Amendments to FRS 8, Operating Segments (Annual Improvements 2010-2012 Cycle)
- Amendments to FRS 13, Fair Value Measurement (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)
- Amendments to FRS 116, Property, Plant and Equipment (Annual Improvements 2010-2012 Cycle)
- Amendments to FRS 119, Employee Benefits – Defined Benefit Plans: Employee Contributions
- Amendments to FRS 124, Related Party Disclosures (Annual Improvements 2010-2012 Cycle)
- Amendments to FRS 138, Intangible Assets (Annual Improvements 2010-2012 Cycle)
- Amendments to FRS 140, Investment Property (Annual Improvements 2011-2013 Cycle)



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 1. Basis of preparation (cont'd)

#### (a) Statement of compliance (cont'd)

##### *FRSs, Interpretations and amendments effective for a date yet to be confirmed*

- FRS 9, Financial Instruments (2009)
- FRS 9, Financial Instruments (2010)
- FRS 9, Financial Instruments – Hedge Accounting and Amendments to FRS 9, FRS 7 and FRS 139
- Amendments to FRS 7, Financial Instruments: Disclosures – Mandatory Effective Date of FRS 9 and Transition Disclosures

The Group and the Company plan to apply the abovementioned standards, amendments and interpretations in the respective financial years when the above standards, amendments and interpretations become effective.

The initial application of a standard, an amendment or an interpretation, which will be applied prospectively or which requires extended disclosures, is not expected to have any financial impacts to the current and prior periods financial statements upon their first adoption.

The other standards, amendments, interpretations and improvements are either not applicable or are not expected to have any material impact on the financial statements of the Group and the Company.

In November 2011, MASB published the Malaysian Financial Reporting Standards (“MFRS”) Framework applicable to all non-private entities with effect from 1 January 2012, with the exception of entities that are within the scope of MFRS 141, Agriculture and IC Interpretation 15, Agreements for Construction of Real Estate, including their parents, significant investors and venturers (herein referred as “Transitioning Entities”). Transitioning Entities were given the option to apply the MFRS Framework effective from 1 January 2013. On 30 June 2012, MASB decided to allow Transitioning Entities to defer the adoption of MFRS Framework for another year. However, on 7 August 2013, MASB further extended the effective date for the adoption of MFRS Framework by Transitioning Entities to 1 January 2015. Therefore, the Group as a Transitioning Entity will apply the MFRS Framework for the annual period beginning on 1 January 2015. As a result, the FRSs and amendments to FRS that are effective for annual period beginning on or after 1 January 2015 are not applicable to the Group.

#### (b) Basis of measurement

These financial statements have been prepared on the historical cost basis.

As at 31 December 2013, the Group and the Company's current liabilities exceeded their current assets by RM30,609,222 (2012: RM74,651,824) and RM85,023,111 (2012: RM40,855,707) respectively. Subsequent to year end, the Group/Company has repaid in full the term loans of RM26,363,000 and bank overdraft of RM10,059,074. The financial statements of the Group and of the Company continued to be prepared on the going concern basis as it is the intention of the Group and of the Company to continue their operations as going concerns.

Notwithstanding the net current liabilities position, as a plantation and property owner, the Group has significant long term assets which it uses as security for its banking facilities.

The Directors are of the opinion that with the positive market outlook and prices of oil palm produces and the good track records and relationship with banks, these would enhance the Group's ability to secure adequate banking facilities to enable the Group to meet its financial obligations as and when they fall due for the foreseeable future. Accordingly, the financial statements have been prepared on the going concern basis.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (c) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia (RM), which is the Company's functional currency. All financial information is presented in RM, unless otherwise stated.

### (d) Use of estimates and judgements

The preparation of the financial statements in conformity with FRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes:

- Note 1(b) - going concern
- Note 7 - valuation of goodwill on consolidation
- Note 13 - recognition of unutilised tax losses and unabsorbed capital allowances
- Note 28 - contingent liabilities

## 2. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and have been applied consistently by the Group entities, unless otherwise stated.

### (a) Basis of consolidation

#### (i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The Group adopted FRS 10, Consolidated Financial Statements in the current financial year. This resulted in changes to the following policies:

- Control exists when the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. In the previous financial years, control exists when the Group has the ability to exercise its power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.
- Potential voting rights are considered when assessing control only when such rights are substantive. In the previous financial years, potential voting rights are considered when assessing control when such rights are presently exercisable.
- The Group considers it has de facto power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return. In the previous financial years, the Group did not consider de facto power in its assessment of control.

The change in accounting policy has been made retrospectively and in accordance with the transitional provision of FRS 10. The adoption of FRS 10 has no significant impact to the financial statements of the Group.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (a) Basis of consolidation (cont'd)

#### (i) Subsidiaries (cont'd)

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investments includes transaction costs.

#### (ii) Business combinations

Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

#### (iii) Acquisitions of non-controlling interests

The Group treats all changes in its ownership interest in a subsidiary that do not result in a loss of control as equity transactions between the Group and its non-controlling interest holders. Any difference between the Group's share of net assets before and after the change, and any consideration received or paid, is adjusted to or against Group reserves.

#### (iv) Loss of control

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

#### (v) Non-controlling interests

Non-controlling interests at the end of the reporting period, being the equity in a subsidiary not attributable directly or indirectly to the equity holders of the Company, are presented in the consolidated statement of financial position and statement of changes in equity within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group is presented in the consolidated statement of profit or loss and other comprehensive income as an allocation of the profit or loss and the comprehensive income for the year between non-controlling interests and owners of the Company.

Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (a) Basis of consolidation (cont'd)

#### (vi) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

### (b) Financial instruments

#### (i) Initial recognition and measurement

A financial asset or a financial liability is recognised in the statement of financial position when, and only when, the Group or the Company becomes a party to the contractual provisions of the instrument.

A financial instrument is recognised initially, at its fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

An embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract and the host contract is not categorised at fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with policy applicable to the nature of the host contract.

#### (ii) Financial instrument categories and subsequent measurement

The Group and the Company categorise financial instruments as follows:

##### *Financial assets*

#### (a) *Financial assets at fair value through profit or loss*

Fair value through profit or loss category comprises financial assets that are held for trading, including derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument) or financial assets that are specifically designated into this category upon initial recognition.

Derivatives that are linked to and must be settled by delivery of unquoted equity instruments whose fair values cannot be reliably measured are measured at cost.

Other financial assets categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

#### (b) *Held-to-maturity investments*

Held-to-maturity investments category comprises debt instruments that are quoted in an active market and the Group or the Company has the positive intention and ability to hold them to maturity.

Financial assets categorised as held-to-maturity investments are subsequently measured at amortised cost using the effective interest method.

#### (c) *Loans and receivables*

Loans and receivables category comprises debt instruments that are not quoted in an active market.

Financial assets categorised as loans and receivables are subsequently measured at amortised cost using the effective interest method.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (b) Financial instruments (cont'd)

#### (ii) Financial instrument categories and subsequent measurement

##### (d) *Available-for-sale financial assets*

Available-for-sale category comprises investment in equity and debt securities instruments that are not held for trading.

Investments in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost. Other financial assets categorised as available-for-sale are subsequently measured at their fair values with the gain or loss recognised in other comprehensive income, except for impairment losses, foreign exchange gains and losses arising from monetary items and gains and losses of hedged items attributable to hedge risks of fair value hedges which are recognised in profit or loss. On derecognition, the cumulative gain or loss recognised in other comprehensive income is reclassified from equity into profit or loss. Interest calculated for a debt instrument using the effective interest method is recognised in profit or loss.

All financial assets, except for those measured at fair value through profit or loss, are subject to review for impairment (see Note 2(h)(i)).

##### *Financial liabilities*

All financial liabilities are subsequently measured at amortised cost other than those categorised as fair value through profit or loss.

Fair value through profit or loss category comprises financial liabilities that are held for trading, derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument) or financial liabilities that are specifically designated into this category upon initial recognition.

Derivatives that are linked to and must be settled by delivery of unquoted equity instruments whose fair values cannot be reliably measured are measured at cost.

Other financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

#### (iii) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are classified as deferred income and are amortised to profit or loss using a straight-line method over the contractual period or, when there is no specified contractual period, recognised in profit or loss upon discharge of the guarantee. When settlement of a financial guarantee contract becomes probable, an estimate of the obligation is made. If the carrying value of the financial guarantee contract is lower than the obligation, the carrying value is adjusted to the obligation amount and accounted for as a provision.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (b) Financial instruments (cont'd)

#### (iv) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets is recognised and derecognised, as applicable, using trade date accounting. Trade date accounting refers to:

- (a) the recognition of an asset to be received and the liability to pay for it on the trade date, and
- (b) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

#### (v) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred to another party without retaining control or substantially all risks and rewards of the asset. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged or cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

### (c) Property, plant and equipment

#### (i) Recognition and measurement

Items of property, plant and equipment are measured at cost less any accumulated depreciation and any accumulated impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. Cost also may include transfers from equity of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date and in accordance to Note 2(s).

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and is recognised net within "other income" and "other expenses" respectively in profit or loss.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (c) Property, plant and equipment (cont'd)

#### (ii) Subsequent costs

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group or the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised to profit or loss. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

#### (iii) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed, and if a component has a useful life that is different from the remainder of that asset, then that component is depreciated separately.

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. Buildings are depreciated on a straight line basis over fifty (50) years. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

Leasehold land is amortised in equal instalments over the period of the respective leases which range from sixty-six (66) to ninety-seven (97) years.

The estimated useful lives for the current and comparative periods are as follows:

Estate buildings	25 years
Roads and bridges	10 years
Plant and machinery	10 years
Motor vehicles, furniture, fittings and equipment	5 - 10 years

Depreciation methods, useful lives and residual values are reviewed at the end of the reporting period and adjusted as appropriate.

### (d) Biological assets

Biological assets are stated at cost less any accumulated amortisation and any accumulated impairment losses. Biological assets comprise plantation development expenditure.

New planting expenditure incurred on land clearing, upkeep of immature palms/trees and interest incurred during the immature period are capitalised under Plantation Development Expenditure. Upon maturity, all subsequent maintenance expenditure is charged to Income Statement. Oil palm is considered matured 3 years after the month of planting. Teak tree is considered matured 17 years after the month of planting.

Plantation Development Expenditure of oil palm estates will be amortised on a straight line basis over 25 years being the current expected useful lives of oil palm trees. The useful lives of oil palms would be subjected to review in the future and may be adjusted as considered appropriate.

Plantation Development Expenditure of teak trees is not amortised and will be charged to the Income Statement at the time of harvest and sale of trees based on area harvested.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (e) Investment property

#### (i) Investment property carried at cost

Investment properties are properties which are owned or held under a leasehold interest to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment properties are stated at cost less any accumulated depreciation and any accumulated impairment losses, consistent with the accounting policy for property, plant and equipment as stated in accounting policy Note 2(c).

Freehold land is not depreciated.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

An investment property is derecognised on its disposal, or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The difference between the net disposal proceeds and the carrying amount is recognised in profit or loss in the period in which the item is derecognised.

#### (ii) Reclassification to/from investment property

Transfers between investment property, property, plant and equipment and inventories do not change the carrying amount and the cost of the property transferred.

### (f) Leased assets

#### (i) Finance lease

Leases in terms of which the Group or the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Leasehold land which in substance is a finance lease is classified as property, plant and equipment.

#### (ii) Operating lease

Leases, where the Group or the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases and the leased assets are not recognised in the statement of financial position.

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense, over the term of the lease. Contingent rentals are charged to profit or loss in the reporting period in which they are incurred.

Leasehold land which in substance is an operating lease is classified as prepaid lease payments.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (g) Intangible assets

#### (i) Goodwill

Goodwill arising on business combinations is measured at cost less any accumulated impairment losses. In respect of equity-accounted investees, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity-accounted investee.

#### (ii) Amortisation

Amortisation is based on the cost of an asset less its residual value.

Goodwill with indefinite useful lives are not amortised but are tested for impairment annually and whenever there is an indication that they may be impaired.

### (h) Impairment

#### (i) Financial assets

All financial assets except for investments in subsidiaries are assessed at each reporting date whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. Losses expected as a result of future events, no matter how likely, are not recognised. For an investment in an equity instrument, a significant or prolonged decline in the fair value below its cost is an objective evidence of impairment. If any such objective evidence exists, then the impairment loss of the financial asset is estimated.

An impairment loss in respect of loans and receivables and held-to-maturity investments is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account.

An impairment loss in respect of available-for-sale financial assets is recognised in the profit or loss and is measured as the difference between the asset's acquisition cost (net of any principal repayment and amortisation) and the asset's current fair value, less any impairment loss previously recognised. Where a decline in the fair value of an available-for-sale financial asset has been recognised in the other comprehensive income, the cumulative loss in other comprehensive income is reclassified from equity and recognised to profit or loss.

An impairment loss in respect of unquoted equity instrument that is carried at cost is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

Impairment losses recognised in profit or loss for an investment in an equity instrument classified as available for sale is not reversed through profit or loss.

If, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed, to the extent that the asset's carrying amount does not exceed what the carrying amount would have been had the impairment not been recognised at the date the impairment is reversed. The amount of the reversal is recognised in profit or loss.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (h) Impairment (cont'd)

#### (ii) Other assets

The carrying amounts of other assets except for inventories are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each period at the same time.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units. Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to group of cash-generating units that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash-generating unit.

An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit exceeds its estimated recoverable amount.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (group of cash-generating units) and then to reduce the carrying amounts of the other assets in the cash-generating unit (groups of cash-generating units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the financial year in which the reversals are recognised.

#### (i) Inventories

Inventories are measured at the lower of cost and net realisable value.

The cost of inventories is measured based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of work-in-progress and finished goods, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (j) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in fair value. For the purpose of the statement of the cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

### (k) Affiliated company

An affiliated company is a company in which certain Directors of the Company have significant influence or substantial interest.

### (l) Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

### (m) Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and their tax bases. Deferred tax is not recognised for the following temporary differences arising from the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable equity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (n) Revenue and other income

#### (i) Goods sold

Revenue from the sale of goods in the course of ordinary activities is measured at fair value of the consideration received or receivable, net of returns and allowances, trade discount and volume rebates. Revenue is recognised when persuasive evidence exists, usually in the form of an executed sales agreement, that the significant risks and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

#### (ii) Services rendered

Revenue from transportation service is recognised upon performance of services. Revenue from the provision of rooms, food and beverage, laundry service fees and other income are recognised when services are rendered.

#### (iii) Rental income

Income from rental of offices is recognised in the income statements on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

Rental from car park are recognised based on value invoiced to customers.

#### (iv) Dividend income

Dividend income is recognised in profit or loss on the date that the Group's or the Company's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

#### (v) Interest income

Interest income is recognised as it accrues using the effective interest method in profit or loss except for interest income arising from temporary investment of borrowings taken specifically for the purpose of obtaining a qualifying asset which is accounted for in accordance with the accounting policy on borrowing costs.

### (o) Borrowing costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### (p) Employee benefits

#### (i) Short-term employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### (ii) State plans

The Group's contribution to statutory pension funds are charged to profit or loss in the financial year to which they relate. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

#### (iii) Retirement benefits

The hotel division of the Group made a provision for retirement benefits for eligible employees of the division. The division sets aside provision for retirement benefits based on the basic salary of each eligible employee at the end of each financial year of service over the employees' period of employment.

### (q) Earnings per ordinary share

The Group presents basic and diluted earnings per share data for its ordinary shares ("EPS").

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding adjusted for own shares held for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

### (r) Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the chief operating decision maker, which in this case is the Executive Chairman of the Group, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

### (s) Fair value measurement

From 1 January 2013, the Group adopted FRS 13, Fair Value Measurement which prescribed that fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market.

For non-financial asset, the fair value measurement takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In accordance with the transitional provision of FRS 13, the Group applied the new fair value measurement guidance prospectively, and has not provided any comparative fair value information for new disclosures. The adoption of FRS 13 has not significantly affected the measurements of the Group's assets or liabilities other than the additional disclosures.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 3. Property, plant and equipment

Group	Land and buildings RM	Roads and bridges RM	Plant and machinery RM	Motor vehicles, furniture, fittings and equipment RM	Construction -in -progress RM	Total RM
<b>At cost</b>						
At 1 January 2012	245,601,727	20,026,346	14,328,424	23,212,044	38,965,844	342,134,385
Additions	5,956,458	499,918	3,448,098	3,029,059	4,504,550	17,438,083
Disposals	--	--	--	(100,207)	--	(100,207)
Transfer	16,162,275	--	22,613,728	83,820	(38,859,823)	--
At 31 December 2012/ 1 January 2013	267,720,460	20,526,264	40,390,250	26,224,716	4,610,571	359,472,261
Additions	1,992,795	191,364	579,362	2,880,157	7,382,660	13,026,338
Acquisition through business combination	--	--	--	2,018,584	--	2,018,584
Disposals	(34,606,324)	--	--	(591,978)	--	(35,198,302)
Written off	(3,661,795)	(1,427,863)	--	(1,129,998)	--	(6,219,656)
Transfer	3,782,771	--	--	7,800	(3,790,571)	--
At 31 December 2013	235,227,907	19,289,765	40,969,612	29,409,281	8,202,660	333,099,225
<b>Accumulated depreciation</b>						
At 1 January 2012	27,550,725	10,600,710	7,945,160	13,916,601	--	60,013,196
Depreciation charge	4,305,817	1,933,584	3,074,489	3,036,169	--	12,350,059
Disposals	--	--	--	(100,207)	--	(100,207)
At 31 December 2012/ 1 January 2013	31,856,542	12,534,294	11,019,649	16,852,563	--	72,263,048
Depreciation charge	4,901,036	1,959,418	4,083,751	2,993,649	--	13,937,854
Acquisition through business combination	--	--	--	2,018,571	--	2,018,571
Disposals	(6,781,144)	--	--	(512,759)	--	(7,293,903)
Written off	(555,096)	(1,418,826)	--	(704,668)	--	(2,678,590)
At 31 December 2013	29,421,338	13,074,886	15,103,400	20,647,356	--	78,246,980
<b>Carrying amounts</b>						
At 31 December 2013	205,806,569	6,214,879	25,866,212	8,761,925	8,202,660	254,852,245
At 31 December 2012	235,863,918	7,991,970	29,370,601	9,372,153	4,610,571	287,209,213



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 3. Property, plant and equipment (cont'd)

	Land and buildings RM	Road and bridges RM	Plant and machinery RM	Motor vehicles, furniture, fittings and equipment RM	Construction -in-progress RM	Total RM
<b>Company</b>						
<b>At cost</b>						
At 1 January 2012	160,284,641	541,800	13,306,384	12,158,022	--	186,290,847
Additions	56,879	--	221,110	766,298	1,144,000	2,188,287
Disposal	--	--	--	(100,207)	--	(100,207)
Transfer						
At 31 December 2012/ 1 January 2013	160,341,520	541,800	13,527,494	12,824,113	1,144,000	188,378,927
Additions	540,000	--	21,280	910,706	6,934,460	8,406,446
Disposal	--	--	--	(110,399)	--	(110,399)
Transfer	324,000	--	--	--	(324,000)	--
At 31 December 2013	161,205,520	541,800	13,548,774	13,624,420	7,754,460	196,674,974
<b>Accumulated depreciation</b>						
At 1 January 2012	19,251,333	131,142	7,598,028	7,604,024	--	34,584,527
Depreciation charge	2,335,940	54,216	1,337,957	1,231,362	--	4,959,475
Disposal	--	--	--	(100,207)	--	(100,207)
At 31 December 2012/ 1 January 2013	21,587,273	185,358	8,935,985	8,735,179	--	39,443,795
Depreciation charge	2,355,792	54,216	1,319,328	1,040,615	--	4,769,951
Disposal	--	--	--	(110,399)	--	(110,399)
At 31 December 2013	23,943,065	239,574	10,255,313	9,665,395	--	44,103,347
<b>Carrying amounts</b>						
At 31 December 2013	137,262,455	302,226	3,293,461	3,959,025	7,754,460	152,571,627
At 31 December 2012	138,754,247	356,442	4,591,509	4,088,934	1,144,000	148,935,132

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Carrying amounts of land and buildings</b>				
Freehold land	20,770,000	20,770,000	20,770,000	20,770,000
Long term leasehold land	117,866,196	148,171,968	76,648,525	77,894,401
Buildings	67,170,373	66,921,950	39,843,930	40,089,846
	<u>205,806,569</u>	<u>235,863,918</u>	<u>137,262,455</u>	<u>138,754,247</u>

As at the year end, the title to a leasehold land of a subsidiary involved in a joint venture plantation with a carrying amount of RM2,257,424 (2012: RM2,299,124) has yet to be issued by the relevant authority to the said subsidiary (Note 4 and 28).



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### Security

Land and buildings of the Group and of the Company with a carrying amount of RM57,368,750 (2012: RM166,928,352) and RM57,368,750 (2012: RM136,187,751) respectively are charged to banks as security for banking facilities granted to the Company and a subsidiary.

Construction-in-progress of the Group and the Company with a carrying amount of RM7,754,460 (2012: NIL) is charged to a bank as security for term loan facilities granted to the Company.

### Leased motor vehicles

Included in the property, plant and equipment of the Group and of the Company are motor vehicles acquired under lease financing with carrying amount of RM3,748,298 (2012: RM3,551,561) and RM763,665 (2012: RM323,051) respectively. The leased motor vehicles secured lease obligation as stated in Note 15.

### Others

Depreciation charge for property, plant and equipment is allocated as follows:

	GROUP	
	2013 RM	2012 RM
Income statements	13,493,640	11,761,188
Biological assets	444,214	588,871
	13,937,854	12,350,059

Included in property, plant and equipment of the Group and of the Company are finance cost capitalised of RM91,693 (2012: RM549,550) and RM91,693 (2012: NIL) respectively.

## 4. Biological assets

	Plantation development expenditure - oil palm RM	Plantation development expenditure - teak tree RM	Total RM
<b>Group</b>			
<b>At cost</b>			
At 1 January 2012	121,332,560	15,601	121,348,161
Additions	10,370,040	--	10,370,040
At 31 December 2012/1 January 2013	131,702,600	15,601	131,718,201
Additions	9,549,662	--	9,549,662
Disposal	(17,164,779)	--	(17,164,779)
At 31 December 2013	124,087,483	15,601	124,103,084
<b>Accumulated amortisation</b>			
At 1 January 2012	17,198,133	--	17,198,133
Amortisation charge	4,162,895	--	4,162,895
At 31 December 2012/1 January 2013	21,361,028	--	21,361,028
Amortisation charge	4,723,556	--	4,723,556
Disposal	(7,151,996)	--	(7,151,996)
At 31 December 2013	18,932,588	--	18,932,588
<b>Carrying amounts</b>			
At 31 December 2013	105,154,895	15,601	105,170,496
At 31 December 2012	110,341,572	15,601	110,357,173

**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)****4. Biological assets (cont'd)**

<b>Company</b>	<b>Plantation development expenditure - oil palm RM</b>
<b>At cost</b>	
At 1 January 2012	13,829,535
Additions	3,723,896
At 31 December 2012/1 January 2013	17,553,431
Additions	1,171,980
At 31 December 2013	<u>18,725,411</u>
<b>Accumulated amortisation</b>	
At 1 January 2012	--
Amortisation charge	215,186
At 31 December 2012/1 January 2013	215,186
Amortisation charge	536,559
At 31 December 2013	<u>751,745</u>
<b>Carrying amounts</b>	
At 31 December 2013	<u>17,973,666</u>
At 31 December 2012	<u>17,338,245</u>

The biological assets of the Group and of the Company with carrying amount of NIL (2012: RM28,037,625) and NIL (2012: RM17,338,245) respectively are charged to a bank as security for banking facilities granted to the Company and a subsidiary.

Included in plantation development expenditure of the Group and the Company are the following expenses capitalised:

	<b>GROUP</b>		<b>COMPANY</b>	
	<b>2013 RM</b>	<b>2012 RM</b>	<b>2013 RM</b>	<b>2012 RM</b>
Finance costs	194,604	670,614	244,184	820,644
Depreciation and amortisation (see Note 3)	444,214	588,871	--	--
Personnel expenses (including key management personnel) - Wages, salaries and others	<u>180,216</u>	<u>153,856</u>	<u>59,483</u>	<u>4,823</u>

The plantation development of a subsidiary, Harn Len Pelita Bengunan Sdn. Bhd. is situated on Native Customary Rights Land Development Area in Sarawak. Pursuant to the Joint Venture Agreement dated 3 September 2004 and Supplementary Agreement dated 29 March 2010, the joint venture partner, Pelita Holdings Sdn. Bhd. which holds 40% equity interest in the said subsidiary (30% of which as trustee for the Sarawak Government and the natives (hereinafter referred to as "NCR Owners")), undertake to procure the alienation of the land for a lease period of 60 years from the Sarawak State Government to the said subsidiary.

As at the year end, the title to the leasehold land of the subsidiary has yet to be issued by the relevant authority to the said subsidiary (Note 3 and 28).

**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)****5. Investment properties**

<b>Group</b>	<b>Land and building RM</b>	<b>Property development expenditure RM</b>	<b>Total RM</b>
<b>At cost</b>			
At 1 January 2012	13,262,000	1,631,689	14,893,689
Additions	506,457	48,120	554,577
Written off	(82,455)	--	(82,455)
At 31 December 2012/1 January 2013	13,686,002	1,679,809	15,365,811
Additions	11,931,548	12,590	11,944,138
Written off	(79,240)	--	(79,240)
At 31 December 2013	<u>25,538,310</u>	<u>1,692,399</u>	<u>27,230,709</u>
<b>Accumulated amortisation</b>			
At 1 January 2012	14,099	--	14,099
Amortisation charge	30,966	--	30,966
Written off	(6,358)	--	(6,358)
At 31 December 2012/1 January 2013	38,707	--	38,707
Amortisation charge	54,318	--	54,318
Written off	(10,563)	--	(10,563)
At 31 December 2013	<u>82,462</u>	<u>--</u>	<u>82,462</u>
<b>Accumulated impairment losses</b>			
At 1 January 2012	--	1,631,689	1,631,689
Impairment losses	--	48,120	48,120
At 31 December 2012/1 January 2013	--	1,679,809	1,679,809
Impairment losses	--	12,590	12,590
At 31 December 2013	<u>--</u>	<u>1,692,399</u>	<u>1,692,399</u>
<b>Carrying amount</b>			
At 31 December 2013	<u>25,455,848</u>	<u>--</u>	<u>25,455,848</u>
At 31 December 2012	<u>13,647,295</u>	<u>--</u>	<u>13,647,295</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 5. Investment properties

	Land and building RM
<b>Company</b>	
<b>At cost</b>	
At 1 January 2012	2,962,000
Addition	506,457
Write off	(82,455)
At 31 December 2012/1 January 2013	<u>3,386,002</u>
Addition	11,931,548
Write off	(79,240)
At 31 December 2013	<u>15,238,310</u>
<b>Accumulated amortisation</b>	
At 1 January 2012	14,099
Amortisation charge	30,966
Write off	(6,358)
At 31 December 2012/1 January 2013	<u>38,707</u>
Amortisation charge	54,318
Write off	(10,563)
At 31 December 2013	<u>82,462</u>
<b>Carrying amount</b>	
At 31 December 2013	<u>15,155,848</u>
At 31 December 2012	<u>3,347,295</u>

Included in the above are:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>At cost</b>				
Freehold land	23,566,047	12,526,128	13,266,047	2,226,128
Buildings	<u>1,889,801</u>	<u>1,121,167</u>	<u>1,889,801</u>	<u>1,121,167</u>
	<u>25,455,848</u>	<u>13,647,295</u>	<u>15,155,848</u>	<u>3,347,295</u>

The following are recognised in profit or loss in respect of investment properties:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Rental income	<u>54,090</u>	<u>37,419</u>	<u>35,000</u>	<u>17,720</u>
Direct operating expenses:				
- income generating investment properties	72,272	47,931	29,427	4,111
- non-income generating investment properties	<u>37,099</u>	<u>30,239</u>	<u>37,099</u>	<u>30,239</u>

The investment properties comprise vacant land, agriculture land and shophouses that are leased to third parties.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 5. Investment properties (cont'd)

The fair value of the investment properties of the Group and of the Company as at 31 December 2013 are RM28,670,000 (2012: RM16,832,000) and RM17,140,000 (2012: RM5,300,000) respectively. The fair value is determined by independent professional qualified valuer using open market value method.

### 6. Investments in subsidiaries

	Company	
	2013 RM	2012 RM
Unquoted shares, at cost	<u>87,984,033</u>	<u>87,284,029</u>

Details of subsidiaries, all of which are incorporated in Malaysia except as otherwise stated, are as follows:

Name of entity	Principal activities	Effective ownership interest and voting interest	
		2013 %	2012 %
Uniglobal Sdn. Bhd.	Cultivation of oil palm	100	100
Masranti Plantation Sdn. Bhd.	Cultivation of oil palm and operation of palm oil mill	100	100
Premium Dragon Sdn. Bhd.	Investment holding	100	100
Nusantara Daya Sdn. Bhd.	Investment property	100	100
Gemilang Bumimas Sdn. Bhd.	Cultivation of oil palm	100	100
Harn Len Realty (Serian) Sdn. Bhd.	Property investment	100	100
Han Yin Development Sdn. Bhd.	Dormant	100	100
Harn Len Trading Sdn. Bhd.	Dormant	100	100
Zhangxern Corporation Sdn. Bhd.	Dormant	100	100
Sinar Majestic Sdn. Bhd.	Dormant	100	100
Golden Majestic Sdn. Bhd.	Dormant	100	100
Tanaim Sdn. Bhd.@	Transportation Service	100	--
Harn Len Realty (Tampoi) Sdn. Bhd. (formerly known as Success Woodlands Sdn. Bhd.)	Dormant	100	--
Harn Len (Balai Ringin) Sdn. Bhd. (formerly known as West Rich Resources Sdn. Bhd.)*	Dormant	100	--
<b><i>Subsidiary of Masranti Plantation Sdn. Bhd.</i></b>			
Masranti Sebangkoi Sdn. Bhd.	Cultivation of oil palm	100	--
Masranti Agro Development Sdn. Bhd. (formerly known as Sunshine Stellar Sdn. Bhd.)*	Dormant	100	--
<b><i>Subsidiary of Premium Dragon Sdn. Bhd.</i></b>			
Harn Len Pelita Bangunan Sdn. Bhd.@	Cultivation of oil palm	60	60
<b><i>Subsidiary of Zhangxern Corporation Sdn. Bhd.</i></b>			
Harn Len Chang Zheng (HK) Limited# (Incorporated in Hong Kong)	Dormant	--	100



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 6. Investments in subsidiaries (cont'd)

\* Management account was used for the preparation of consolidated financial statements. In the opinion of the Directors, the results and the financial position as at 31 December 2013 of these subsidiaries were not material to the consolidated financial statements as the subsidiaries were incorporated on 18 December 2013.

@ The auditor's report is subject to an emphasis of matter highlight on the going concern basis of preparing the financial statements.

# The subsidiary has been deregistered on 2 August 2013.

#### 6.1 Non-controlling interest in a subsidiary

The Group's subsidiary that has material non-controlling interests ("NCI") is as follows:

	2013	2012
<b>Harn Len Pelita Bengunan Sdn. Bhd.</b>		
NCI percentage of ownership	40%	40%
interest voting interest		
	<b>RM</b>	<b>RM</b>
Carrying amount of NCI	<u>(7,566,891)</u>	<u>(7,547,899)</u>
Loss allocated to NCI	<u>(18,992)</u>	<u>(3,398,742)</u>
<b>Summarised financial information before intra-group elimination</b>		
<b>As at 31 December</b>		
Non-current assets	50,009,476	50,110,685
Current assets	864,290	419,798
Non-current liabilities	(64,337,753)	(61,545,494)
Current liabilities	<u>(5,363,240)</u>	<u>(7,764,737)</u>
Net liabilities	<u>(18,827,227)</u>	<u>(18,779,748)</u>
<b>Year ended 31 December</b>		
Revenue	15,355,928	12,188,608
Loss for the year/Total comprehensive expense	<u>(47,479)</u>	<u>(8,406,855)</u>
Cash flows from operating activities	2,706,125	4,874,501
Cash flows used in investing activities	(2,379,662)	(4,880,206)
Cash flows used in financing activities	<u>(195,599)</u>	<u>(162,332)</u>
Net increase/(decrease) in cash and cash equivalents	<u>130,864</u>	<u>(168,037)</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

7. Goodwill on consolidation	2013 RM
<b>Group</b>	
<b>At cost</b>	
At 1 January 2012/31 December 2012	7,616,523
At 1 January 2013	7,616,523
Acquisition through business combination	695,692
Written off	(1,821,724)
At 31 December 2013	<u>6,490,491</u>
<b>Accumulated impairment losses</b>	
Impairment loss/At 31 December 2013	<u>695,692</u>
<b>Carrying amount</b>	
At 31 December 2013	<u>5,794,799</u>
At 31 December 2012	<u>7,616,523</u>

### *Impairment testing for cash-generating units containing goodwill*

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level within the Group at which the goodwill is monitored for internal management purpose.

The aggregate carrying amounts of goodwill allocated to each unit are as follows:

	GROUP	
	2013 RM	2012 RM
Masranti Plantation Sdn. Bhd.	5,794,799	5,794,799
Uniglobal Sdn. Bhd.	--	1,821,724
	<u>5,794,799</u>	<u>7,616,523</u>

The recoverable amount for the above was based on its value in use and was determined by discounting the future cash flows generated from the continuing use of these units and was based on the following key assumptions:

- Cash flows were projected based on a 10 years forecast and projections.
- Production yield is projected based on industry growth rate.
- Commodity price is projected based on current market price and remains constant throughout the projected period.
- Expenses were projected at annual increase of approximately 5% per annum.
- A pre-tax discount rate of 9% (2012: 7.5%) was applied in determining the recoverable amount of the unit. The discount rate was estimated based on the Group's existing rate of borrowing.

The value assigned to the key assumptions represents management's assessment of future trends in the industry.

Based on the management assessment, the estimated cash flow generated by Masranti Plantation Sdn. Bhd. is significantly higher than the carrying amount of the respective goodwill. Management considers that no impairment is required.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 8. Trade and other receivables

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Non-current</b>				
Due from subsidiaries				
- Non-trade	--	--	157,964,382	80,253,767
<b>Current</b>				
Trade receivables	5,745,945	11,707,665	3,210,144	8,425,901
Other receivables, deposits and prepayments	77,967,957	2,381,324	4,171,717	1,567,798
Due from subsidiaries				
- Non-trade	--	--	2,426,138	2,022,907
Due from an affiliated company				
- Trade	105,453	18,924	96,925	--
	<u>83,819,355</u>	<u>14,107,913</u>	<u>9,904,924</u>	<u>12,016,606</u>
	<u>83,819,355</u>	<u>14,107,913</u>	<u>167,869,306</u>	<u>92,270,373</u>

The non-trade amounts due from subsidiaries are in respect of advances made which are unsecured and subject to interest at 3.5% (2012: 3.5%) per annum. The non-current amounts due from subsidiaries have no fixed terms of repayment and are not expected to be repaid within the next twelve months.

Included in other receivables is an amount of RM72,219,131 being the balance of the sales proceeds on the disposal of the plantation estates of a subsidiary (Note 32). The amount was held by a firm of solicitors as stakeholders as at the year end and was received in full by the subsidiary subsequent to the year end.

### 9. Inventories

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Agricultural produce	2,282,167	728,792	989,675	524,178
Consumables and spares	2,616,469	1,169,233	302,182	503,365
Nursery	224,416	1,867,895	--	--
	<u>5,123,052</u>	<u>3,765,920</u>	<u>1,291,857</u>	<u>1,027,543</u>

### 10. Cash and cash equivalents

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Cash and bank balances	5,410,459	4,736,770	1,506,834	2,171,197
Deposits placed with licensed banks	290,311	281,743	290,311	281,743
	<u>5,700,770</u>	<u>5,018,513</u>	<u>1,797,145</u>	<u>2,452,940</u>

The deposits of the Group and of the Company of RM290,311 (2012: RM281,743) are pledged to licensed banks as security for bank guarantee facilities granted to the Group and the Company.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Capital and reserves

#### Share capital

	GROUP/COMPANY		GROUP/COMPANY Number of ordinary shares	
	2013 RM	2012 RM	2013	2012
Ordinary shares of RM1.00 each:				
Authorised	<u>500,000,000</u>	<u>500,000,000</u>	<u>500,000,000</u>	<u>500,000,000</u>
Issued and fully paid	<u>185,477,159</u>	<u>185,477,159</u>	<u>185,477,159</u>	<u>185,477,159</u>

#### Reserves

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Distributable</b>				
Retained earnings	154,452,298	55,473,159	132,460,411	42,086,796
<b>Non-distributable</b>				
Share premium	6,634,854	6,634,854	6,634,854	6,634,854
Capital reserve	<u>6,268,000</u>	<u>6,268,000</u>	<u>6,268,000</u>	<u>6,268,000</u>
	<u>167,355,152</u>	<u>68,376,013</u>	<u>145,363,265</u>	<u>54,989,650</u>

#### Capital reserve

On 18 July 2003, the Company issued RM44,310,095 1.5% five (5) years 2003/2008 Redeemable Convertible Secured Loan Stocks (RCSLS) at nominal value of RM1.00 each. Upon early redemption of the RCSLS in 2005, the equity component of the RCSLS was transferred to capital reserves.

### 12. Non-controlling interests

#### Group

The non-controlling interests relates to a subsidiary, Harn Len Pelita Bengunan Sdn. Bhd. as disclosed in Note 6.1. It is the intention of the said subsidiary to progressively increase its paid-up share capital to RM24,000,000 and the non-controlling shareholder of the said subsidiary, being the joint venture partner of the development, has undertake to subscribe for 40% of the increased paid-up share capital i.e. RM9,600,000 in accordance with the Joint Venture Agreement dated 3 September 2004 (see Note 3 and 4).



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 13. Deferred tax liabilities

#### Recognised deferred tax liabilities

Deferred tax assets and liabilities are attributable to the following:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Property, plant and equipment				
- capital allowances	14,027,095	14,108,777	4,671,558	4,620,461
- fair value adjustment	4,583,000	7,330,141	--	--
Provision	(174,000)	(176,225)	(174,000)	(176,225)
Unabsorbed capital allowances	(2,766,000)	(3,965,257)	(449,000)	(236,869)
Unutilised tax losses	(8,136,000)	(5,693,981)	(3,410,000)	(968,000)
	<u>7,534,095</u>	<u>11,603,455</u>	<u>638,558</u>	<u>3,239,367</u>

Movement in temporary difference during the year are as follows:

Group	At	Recognised	At
	1 January 2013 RM	in profit or loss (Note 20) RM	31 December 2013 RM
Property, plant and equipment			
- capital allowances	14,108,777	(81,682)	14,027,095
- fair value adjustment	7,330,141	(2,747,141)	4,583,000
Provision	(176,225)	2,225	(174,000)
Unabsorbed capital allowances	(3,965,257)	1,199,257	(2,766,000)
Unutilised tax losses	(5,693,981)	(2,442,019)	(8,136,000)
	<u>11,603,455</u>	<u>(4,069,360)</u>	<u>7,534,095</u>
<b>Company</b>			
Property, plant and equipment			
- capital allowances	4,620,461	51,097	4,671,558
Provision	(176,225)	2,225	(174,000)
Unabsorbed capital allowances	(236,869)	(212,131)	(449,000)
Unutilised tax losses	(968,000)	(2,442,000)	(3,410,000)
	<u>3,239,367</u>	<u>(2,600,809)</u>	<u>638,558</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 13. Deferred tax liabilities (cont'd)

Group	At 1 January 2012 RM	Recognised in profit or loss (Note 20) RM	At 31 December 2012 RM
Property, plant and equipment			
- capital allowances	11,411,223	2,697,554	14,108,777
- fair value adjustment	7,462,665	(132,524)	7,330,141
Provision	(270,414)	94,189	(176,225)
Unabsorbed capital allowances	(6,672,339)	2,707,082	(3,965,257)
Unutilised tax losses	(4,836,060)	(857,921)	(5,693,981)
	<u>7,095,075</u>	<u>4,508,380</u>	<u>11,603,455</u>
<b>Company</b>			
Property, plant and equipment			
- capital allowances	3,655,319	965,142	4,620,461
Provision	(258,756)	82,531	(176,225)
Unabsorbed capital allowances	(1,866,617)	1,629,748	(236,869)
Unutilised tax losses	--	(968,000)	(968,000)
	<u>1,529,946</u>	<u>1,709,421</u>	<u>3,239,367</u>

### Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items (stated at gross):

	GROUP		COMPANY	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Property, plant and equipment				
- capital allowances	48,226	46,995	3,240	3,239
Unutilised tax losses	(36,497)	(35,703)	--	--
Unabsorbed capital allowances	(44,576)	(43,068)	(9,539)	(8,479)
	<u>(32,847)</u>	<u>(31,776)</u>	<u>(6,299)</u>	<u>(5,240)</u>

The unutilised tax losses and unabsorbed capital allowances do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the subsidiaries can utilise the benefits there from.

### 14. Retirement benefits

	Group / Company	
	2013 RM	2012 RM
At 1 January	662,400	744,040
Reversal made during the year	(2,600)	(81,640)
At 31 December	<u>659,800</u>	<u>662,400</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 15. Loans and borrowings

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Non-current</b>				
<b>Secured</b>				
Finance lease liabilities	1,721,822	1,436,482	524,591	132,149
Term loans	5,483,029	84,170,770	5,483,029	16,987,000
	7,204,851	85,607,252	6,007,620	17,119,149
<b>Current</b>				
<b>Secured</b>				
Finance lease liabilities	1,381,241	1,153,990	156,049	55,017
Term loans	26,636,573	40,433,432	26,636,573	26,566,000
Bank overdrafts	10,059,074	15,426,713	10,059,074	15,426,713
	38,076,888	57,014,135	36,851,696	42,047,730
<b>Unsecured</b>				
Bank overdrafts	11,199,565	2,637,187	11,199,565	2,637,187
	49,276,453	59,651,322	48,051,261	44,684,917
	56,481,304	145,258,574	54,058,881	61,804,066

#### Finance lease liabilities

Finance lease liabilities are payable as follows:

Group	2013			2012		
	Future minimum lease payments RM	Interest RM	Present value of minimum lease payments RM	Future minimum lease payments RM	Interest RM	Present value of minimum lease payments RM
Less than one year	1,546,797	165,556	1,381,241	1,295,032	141,042	1,153,990
Between one and five years	1,845,950	124,128	1,721,822	1,529,442	92,960	1,436,482
	<u>3,392,747</u>	<u>289,684</u>	<u>3,103,063</u>	<u>2,824,474</u>	<u>234,002</u>	<u>2,590,472</u>
<b>Company</b>						
Less than one year	186,760	30,711	156,049	62,610	7,593	55,017
Between one and five years	568,085	43,494	524,591	142,586	10,437	132,149
	<u>754,845</u>	<u>74,205</u>	<u>680,640</u>	<u>205,196</u>	<u>18,030</u>	<u>187,166</u>

#### Security

The term loans and bank overdrafts are secured by fixed charges over certain land and buildings and construction-in-progress of the Company. Subsequent to the year end, term loans of RM26,363,000 and bank overdraft of RM10,059,074 of the Group/Company were repaid in full.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 16. Trade and other payables

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Non-current</b>				
Due to a subsidiary				
- Non-trade	--	--	8,480,043	34,815,036
<b>Current</b>				
Trade payables	18,672,295	17,341,447	7,323,688	8,121,447
Other payables and accrued expenses	20,380,359	22,631,242	5,349,208	4,772,705
Due to a subsidiary				
- Non-trade	--	--	598,893	590,977
Due to affiliated companies				
- Trade	35,842	662,454	32,253	662,454
- Non-trade	39,121	4,398	--	--
	74,963	666,852	32,253	662,454
	39,127,617	40,639,541	13,304,042	14,147,583
	39,127,617	40,639,541	21,784,085	48,962,619

The non-trade amounts due to subsidiaries and affiliated companies are in respect of advances or payment on behalf, which are unsecured and have no fixed terms of repayment.

Interest is charged at 3.5% (2012: 3.5%) per annum on non-trade amounts due to subsidiaries.

Included in other payables and accrued expenses of the Group is an amount of RM2,904,403 (2012: RM5,636,129) owing to contractors for plantation work performed.

### 17. Revenue/Gross profit

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Revenue</b>				
- Plantation	248,738,888	248,788,987	92,310,230	121,689,952
- Property, hotel and others	8,064,117	7,859,488	8,064,117	7,859,488
- Dividend income from a subsidiary	--	--	141,763,536	--
	256,803,005	256,648,475	242,137,883	129,549,440
Cost of sales of agricultural produces	198,263,170	202,443,972	86,968,860	109,652,748
Cost of services	9,006,624	8,626,022	9,006,624	8,626,022
	207,269,794	211,069,994	95,975,484	118,278,770
<b>Gross profit</b>	49,533,211	45,578,481	146,162,399	11,270,670



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 18. Finance costs

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Interest expenses of finance liabilities that are not at fair value through profit and loss	10,594,601	9,660,446	5,903,845	5,223,331
Less: Finance cost capitalised	(286,297)	(1,220,164)	(335,877)	(820,644)
	<u>10,308,304</u>	<u>8,440,282</u>	<u>5,567,968</u>	<u>4,402,687</u>

### 19. Profit/(Loss) before tax

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Profit/(Loss) before tax is arrived at after charging/ (crediting)</b>				
Auditors remuneration				
- Audit fees				
- Company's auditors	193,000	178,000	80,000	78,000
- Non-audit fees				
- Local affiliates of KPMG Malaysia	40,500	43,200	18,000	21,000
- KPMG Malaysia	15,000	55,000	15,000	55,000
Bad debts written off	2,495	53,320	2,495	53,320
Depreciation and amortisation	18,271,514	15,955,049	5,360,828	5,205,627
Investment properties:				
- Impairment loss	12,590	48,120	--	--
- Written off	68,677	76,097	68,677	76,097
Impairment of goodwill	695,692	--	--	--
Hiring of machinery	132,123	1,520,425	--	--
Personnel expenses (including key management personnel)				
- Contributions to state plans	2,013,126	1,631,330	1,390,440	1,167,326
- Wages, salaries and others	21,124,095	17,718,495	15,117,169	13,608,722
Palm oil seedlings written off	1,867,895	1,316,168	--	--
Prepayment written off	262,818	--	--	--
Gain on disposal of property, plant and equipment and biological assets:				
- Company	(12,000)	(20,499)	(12,000)	(20,499)
- a subsidiary (Note 32)	(139,090,216)	--	--	--
Reversal of trade receivables	(5,892)	(11,324)	(5,892)	(11,324)
Retirement benefits	(2,600)	(81,640)	(2,600)	(81,640)
	<u></u>	<u></u>	<u></u>	<u></u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 19. Profit/(Loss) before tax (cont'd)

Staff costs are allocated as follows:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Wages, salaries and others (including Directors' remuneration)				
- statement of comprehensive income	21,124,095	17,718,495	15,117,169	13,608,722
- plantation development expenditure	180,216	153,856	59,483	4,823
	<u>21,304,311</u>	<u>17,872,351</u>	<u>15,176,652</u>	<u>13,613,545</u>

### Key management personnel compensation

The key management personnel compensation are as follows:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Directors				
- Fees	145,800	145,800	135,000	135,000
- Remuneration	5,766,682	5,213,162	4,647,262	4,195,508
Total short-term employee benefits	5,912,482	5,358,962	4,782,262	4,330,508
Other key management personnel:				
- Short term employee benefits	2,627,543	2,394,328	1,656,431	1,575,236
	<u>8,540,025</u>	<u>7,753,290</u>	<u>6,438,693</u>	<u>5,905,744</u>

Other key management personnel comprise persons other than the Directors of Group entities, having authority and responsibility for planning, directing and controlling the activities of the Group entities either directly or indirectly.

The estimated monetary value of Directors' benefit-in-kind for the Group/Company is RM269,754 (2012: RM161,265).



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 20. Tax (income)/expense

#### Recognised in profit or loss

Major components of income tax expense include:

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Current tax expense</b>				
- Current year	2,046,096	2,533,150	--	30,000
- Prior year	(53,069)	(471,718)	(30,000)	(448,918)
	1,993,027	2,061,432	(30,000)	(418,918)
<b>Deferred tax (income)/expense</b>				
- Origination and reversal of temporary differences	(4,050,375)	4,739,511	(2,534,809)	1,463,114
- Prior year	(18,985)	(231,131)	(66,000)	246,307
	(4,069,360)	4,508,380	(2,600,809)	1,709,421
	<u>(2,076,333)</u>	<u>6,569,812</u>	<u>(2,630,809)</u>	<u>1,290,503</u>

	GROUP		COMPANY	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Reconciliation of tax (income)/expense</b>				
Profit/(Loss) before tax	133,979	2,661	124,838	(8,200)
Income tax calculated using Malaysian tax rate of 25%	33,495	665	31,210	(2,050)
Non-deductible expenses	3,533	3,198	1,463	2,234
Non-taxable income	(39,184)	--	(35,441)	--
Unrecognised deferred tax	152	3,410	233	1,310
	(2,004)	7,273	(2,535)	1,494
Over provided in prior year	(72)	(703)	(96)	(203)
Tax (income)/expense	<u>(2,076)</u>	<u>6,570</u>	<u>(2,631)</u>	<u>1,291</u>

### 21. Earnings/(Loss) per ordinary share

#### Group

#### (a) Basic earnings/(loss) per ordinary share

The calculation of basic earnings/(loss) per ordinary share at 31 December 2013 was based on the profit/(loss) attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding, calculated as follows:

	2013 RM	2012 RM
Profit/(Loss) for the year attributable to owners	<u>136,074,571</u>	<u>(509,244)</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 21. Earnings/(Loss) per ordinary share (cont'd)

#### (a) Basic earnings/(loss) per ordinary share (cont'd)

Weighted average number of ordinary shares are determined as follows:

	GROUP	
	2013 RM	2012 RM
Weighted average number of ordinary shares at 31 December	185,477,159	185,477,159
Basis earnings/(loss) per ordinary share (sen)	73.4	(0.3)

#### (b) Diluted earnings/(loss) per ordinary share

There are no dilutive potential ordinary shares.

### 22. Dividends

Dividends recognised by the Company are:

	Sen per share	Total amount RM	Date of payment
<b>2013</b>			
2013 – Special interim, single tier	20	37,095,432	27 January 2014

### 23. Acquisition of property, plant and equipment

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Current year's acquisition of plant and equipment	13,026,338	17,438,083	8,406,446	2,188,287
Less: Acquisition by lease financing	(1,913,700)	(1,554,000)	(613,200)	(164,000)
Finance cost capitalised	(91,693)	(549,550)	(91,693)	--
	<u>11,020,945</u>	<u>15,334,533</u>	<u>7,701,553</u>	<u>2,024,287</u>

### 24. Acquisition of biological assets

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
Current year's acquisition of biological assets	9,549,662	10,370,040	1,171,980	3,723,896
Less: Non fund items capitalised:				
- Depreciation and amortisation	(444,214)	(588,871)	--	--
- Finance costs	(194,604)	(670,614)	(244,184)	(820,644)
	<u>8,910,844</u>	<u>9,110,555</u>	<u>927,796</u>	<u>2,903,252</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 25. Acquisition of a subsidiary

On 17 August 2013, the Group acquired all the shares in Tanaim Sdn. Bhd.. The subsidiary is principally engaged in transport services. The cost of acquisition of the subsidiary was RM700,000. The acquisition of Tanaim Sdn. Bhd. will allow the Group to acquire and manage its own transport operations. In the four months to 31 December 2013, the subsidiary contributed revenue of RM82,725 and loss of RM98,290. If the acquisition had occurred on 1 January 2013, management estimates the consolidated revenue would have been RM257,228,119 and consolidated profit for the financial year would have been RM136,053,819. The Group has impaired the goodwill amounting to RM695,692 during the year.

	<b>2013 RM</b>
Property, plant and equipments	13
Other receivables and prepayment	8,795
Other payables and accruals	<u>(4,500)</u>
Net identifiable assets and liabilities	4,308
Goodwill on acquisition	<u>695,692</u>
Consideration paid, satisfied in cash/Net cash flow	<u>700,000</u>

### 26. Operating segments

The Group has two reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different marketing strategies. For each of the strategic business units, the Group's Executive Chairman (the chief operating decision maker) reviews internal management reports at least on a quarterly basis. The following summary describes the operations in each of the Group's reportable segments:

- Segment 1 : Plantation - The cultivation of oils palm and palm oil milling
- Segment 2 : Property and hotel - Property investment and hotel business

Performance is measured based on segment profit before tax, interest, depreciation and amortisation, as included in the internal management reports that are reviewed by the Group's Executive Chairman (the chief operating decision maker). Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

#### Segment assets

The total of segment asset is measured based on all assets (including goodwill) of a segment, as included in the internal management reports that are reviewed by the Group's Executive Chairman. Segment total asset is used to measure the return of assets of each segment.

#### Segment liabilities

Segment liabilities information is also included in the internal management reports provided to the Group's Executive Chairman.

#### Segment capital expenditure

Segment capital expenditure is the total cost incurred during the financial year to acquire property, plant and equipment, and intangible assets other than goodwill.



**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)**

**26. Operating segments (cont'd)**

Group	Plantation		Property and hotel		Total	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Segment profit/(loss)</b>	176,455	39,431	(1,303)	(1,074)	175,152	38,357
<i>Included in the measure of segment profit are:</i>						
Revenue from external customers	248,739	248,789	8,064	7,859	256,803	256,648
Reversal of impairment loss on trade receivables	--	--	6	11	6	11
Bad debts written off	--	--	(2)	(53)	(2)	(53)
<i>Not included in the measure of segment profit but provided to Executive Chairman:</i>						
Depreciation	(16,164)	(13,704)	(1,889)	(1,783)	(18,053)	(15,487)
Finance costs	(6,438)	(4,856)	--	--	(6,438)	(4,856)
Tax income/(expense)	2,079	(6,567)	--	--	2,079	(6,567)
<b>Segment assets</b>	383,897	356,640	90,751	80,548	474,648	437,188
<i>Included in the measure of segment assets are:</i>						
Additions to non-current assets other than financial instruments and deferred tax assets	21,201	24,549	12,046	916	33,247	25,465
<b>Segment liabilities</b>	(43,669)	(127,187)	(2,308)	(2,516)	(45,977)	(129,703)



**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)**

**26. Operating segments (cont'd)**

Reconciliations of reportable segment revenues, profit and loss, assets and other material items.

	2013 RM'000	2012 RM'000
<b>Profit or loss</b>		
Total profit or loss for reportable segments	175,152	38,357
Depreciation and amortisation	(18,271)	(15,955)
Finance costs	(10,309)	(8,440)
Finance income	9	10
Unallocated expenses	(12,602)	(11,310)
Consolidated profit before tax	<u>133,979</u>	<u>2,662</u>

	External revenue RM'000	Depreciation and amortisation RM'000	Finance costs RM'000	Finance income RM'000	Segment assets RM'000	Additions to non-current assets RM'000	Segment liabilities RM'000
<b>2013</b>							
Total reportable segments	256,803	(18,053)	(6,438)	--	474,648	33,247	(45,977)
Other non-reportable segments	--	(218)	(3,871)	9	11,814	543	(95,219)
Consolidated total	<u>256,803</u>	<u>(18,271)</u>	<u>(10,309)</u>	<u>9</u>	<u>486,462</u>	<u>33,790</u>	<u>(141,196)</u>
<b>2012</b>							
Total reportable segments	256,648	(15,487)	(4,856)	--	437,188	25,465	(129,703)
Other non-reportable segments	--	(468)	(3,584)	10	7,282	1,088	(68,462)
Consolidated total	<u>256,648</u>	<u>(15,955)</u>	<u>(8,440)</u>	<u>10</u>	<u>444,470</u>	<u>26,553</u>	<u>(198,165)</u>

**Major customers**

The major customer with revenue equal or more than 10 percent of Group revenue is as follows:

	2013 RM'000	2012 RM'000	Segment
Customer - A	138,879	92,182	Plantation
Customer - B	<u>67,530</u>	<u>82,550</u>	Plantation

**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)****27. Capital and other commitments**

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Capital expenditure commitments</b>				
<b>Property, plant and equipment</b>				
Contracted but not provided for	9,868,800	19,992,230	1,697,000	18,323,500
Authorised but not contracted for	1,046,068	17,984,526	646,568	4,956,276
<b>Biological assets</b>				
Authorised but not contracted for	5,465,964	17,157,542	2,753,021	5,285,000
	<u>16,380,832</u>	<u>55,134,298</u>	<u>5,096,589</u>	<u>28,564,776</u>

**28. Contingent liabilities**

	GROUP		COMPANY	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Unsecured</b>				
i) Corporate guarantees given to:				
- financial institution in respect of outstanding banking facilities of subsidiaries	--	--	904	82,425
ii) Subsidiary involving in joint venture plantation				
- leasehold land, road and bridges	8,537	8,835	--	--
- biological assets	40,408	39,906	--	--
	<u>48,945</u>	<u>48,741</u>	<u>904</u>	<u>82,425</u>

As disclosed in Note 3 and 4, a subsidiary, Harn Len Pelita Bengunan Sdn. Bhd. has entered into a joint venture agreement for the development of an oil palm plantation estate in Sarawak. Pursuant to the Joint Venture Agreement, the joint venture party undertake to procure the alienation of the land for a lease period of 60 years from the Sarawak State Government to the said subsidiary. As at the year end, the title to the leasehold land of the subsidiary has yet to be issued by the relevant authority to the said subsidiary. The amount disclosed above represent the potential impairment if the lease is not obtained.

As at year end, the subsidiary has been served with two Writ of Summon with Statement of Claim for alleged trespassing on parcels of the planted leasehold land.

The Directors are of the opinion that no liabilities are required to be accrued in the financial statements for the two claims as the outcome is uncertain pending the hearing of the cases in Court scheduled to be held in April and June 2014.

On 17 March 2014, the claim that was scheduled for hearing in April 2014 was struck out with no costs to the subsidiary.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Financial instruments

#### 29.1 Categories of financial statements

All financial assets and liabilities are categorised as loans and receivables and other liabilities in accordance with the Group's accounting policies as disclosed in Note 2 (b).

#### 29.2 Net gains and losses arising from financial instruments

	GROUP		COMPANY	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Net gains/(losses) on:				
Loans and receivables	9	10	2,888	2,865
Financial liabilities measured at amortised cost	(10,308)	(8,440)	(5,568)	(4,403)
	<u>(10,299)</u>	<u>(8,430)</u>	<u>(2,680)</u>	<u>(1,538)</u>

#### 29.3 Financial risk management

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

#### 29.4 Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from its receivables from customers. The Company's exposure to credit risk arises principally from loans and advances to subsidiaries and financial guarantees given to banks for credit facilities granted to subsidiaries.

##### Receivables

*Risk management objectives, policies and processes for managing the risk*

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on customers requiring credit over a certain amount.

*Exposure to credit risk, credit quality and collateral*

As at the end of the reporting period, the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the statement of financial position.

As the date of the statement of financial position, the Group and the Company have significant concentrations of credit risk arising from amount due from two customers (2012: two customers) and one customer (2012: one customer), which represent 42% (2012: 72%) and 53% (2012: 78%) of the total receivables of the Group and the Company respectively.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are measured at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 60 days, which are deemed to have higher credit risk, are monitored individually.

**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)****29. Financial instruments (cont'd)****29.4 Credit risk (cont'd)****Receivables (cont'd)***Impairment losses*

The Group maintains an ageing analysis in respect of trade receivables only. The ageing of receivables as at the end of the reporting period was:

<b>Group</b>	<b>Gross RM'000</b>	<b>Individual impairment RM'000</b>	<b>Net RM'000</b>
<b>2013</b>			
Not past due	5,648	(3)	5,645
Past due 0 - 30 days	84	(5)	79
Past due 31 - 60 days	23	(8)	15
Past due more than 60 days	28	(21)	7
	<u>5,783</u>	<u>(37)</u>	<u>5,746</u>
<b>Company</b>			
<b>2013</b>			
Not past due	3,112	(3)	3,109
Past due 0 - 30 days	84	(5)	79
Past due 31 - 60 days	23	(8)	15
Past due more than 60 days	28	(21)	7
	<u>3,247</u>	<u>(37)</u>	<u>3,210</u>
<b>Group</b>			
<b>2012</b>			
Not past due	11,626	(15)	11,611
Past due 0 - 30 days	98	(6)	92
Past due 31 - 60 days	10	(7)	3
Past due more than 60 days	17	(15)	2
	<u>11,751</u>	<u>(43)</u>	<u>11,708</u>
<b>Company</b>			
<b>2012</b>			
Not past due	8,401	(15)	8,386
Past due 0 - 30 days	41	(6)	35
Past due 31 - 60 days	10	(7)	3
Past due more than 60 days	17	(15)	2
	<u>8,469</u>	<u>(43)</u>	<u>8,426</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Financial instruments (cont'd)

#### 29.4 Credit risk (cont'd)

##### Receivables (cont'd)

The movements in the allowance for impairment losses of receivables during the financial year were:

	Group / Company	
	2013 RM'000	2012 RM'000
At 1 January	43	54
Impairment loss recognised	6	49
Impairment loss reversed	(12)	(60)
At 31 December	<u>37</u>	<u>43</u>

The allowance account in respect of receivables is used to record impairment losses. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

##### Financial guarantees

###### *Risk management objectives, policies and processes for managing the risk*

The Company provides unsecured financial guarantees to banks in respect of banking facilities granted to certain subsidiaries. The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries.

###### *Exposure to credit risk, credit quality and collateral*

The maximum exposure to credit risk amounts to RM904,376 (2012: RM82,424,699) representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period.

As at the end of the reporting period, there was no indication that any subsidiary would default on repayment.

The financial guarantees have not been recognised since the fair value on initial recognition was not material.

##### Inter company balances

###### *Risk management objectives, policies and processes for managing the risk*

The Company provides unsecured loans and advances to subsidiaries. The Company monitors the results of the subsidiaries regularly.

###### *Exposure to credit risk, credit quality and collateral*

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

###### *Impairment losses*

As at the end of the reporting period, there was no indication that the loans and advances to the subsidiaries are not recoverable. The Company does not specifically monitor the ageing of the advances to the subsidiaries.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Financial instruments (cont'd)

#### 29.5 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from its various payables, loans and borrowings.

The Group maintains a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

#### *Maturity analysis*

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

<b>Group 2013</b>	<b>Carrying amount RM'000</b>	<b>Contractual interest rate/coupon %</b>	<b>Contractual cash flows RM'000</b>	<b>Under 1 year RM'000</b>	<b>1 - 2 years RM'000</b>	<b>2 - 5 years RM'000</b>	<b>Over 5 years RM'000</b>
<i>Non-derivative financial liabilities</i>							
Bank overdrafts							
- secured	10,059	7.60	10,059	10,059	--	--	--
- unsecured	11,200	7.60	11,200	11,200	--	--	--
Finance lease liabilities (secured)	3,103	3.76	3,393	1,547	962	884	--
Term loans (secured)	32,120	4.40 - 6.28	34,986	27,597	525	1,574	5,290
Trade and other payables	39,128	--	39,128	39,128	--	--	--
	<u>95,610</u>		<u>98,766</u>	<u>89,531</u>	<u>1,487</u>	<u>2,458</u>	<u>5,290</u>
<b>Company 2013</b>							
<i>Non-derivative financial liabilities</i>							
Bank overdrafts							
- secured	10,059	7.60	10,059	10,059	--	--	--
- unsecured	11,200	7.60	11,200	11,200	--	--	--
Finance lease liabilities (secured)	681	3.02	755	187	176	392	--
Term loans (secured)	32,120	4.40 - 6.28	34,986	27,597	525	1,574	5,290
Trade and other payables	13,304	--	13,304	13,304	--	--	--
	<u>67,364</u>		<u>70,304</u>	<u>62,347</u>	<u>701</u>	<u>1,966</u>	<u>5,290</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Financial instruments (cont'd)

#### 29.5 Liquidity risk (cont'd)

Group 2012	Carrying amount RM'000	Contractual interest rate/coupon %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	Over 5 years RM'000
<i>Non-derivative financial liabilities</i>							
Bank overdrafts							
- secured	15,427	7.59	15,427	15,427	--	--	--
- unsecured	2,637	7.60	2,637	2,637	--	--	--
Finance lease liabilities (secured)	2,590	3.86	2,824	1,295	943	586	--
Term loans (secured)	124,604	6.00 - 7.11	148,675	47,404	22,202	50,243	28,826
Trade and other payables	40,640	--	40,640	40,640	--	--	--
	<u>185,898</u>		<u>210,203</u>	<u>107,403</u>	<u>23,145</u>	<u>50,829</u>	<u>28,826</u>

#### Company 2012

<i>Non-derivative financial liabilities</i>							
Bank overdrafts							
- secured	2,637	7.60	2,637	2,637	--	--	--
- unsecured	15,427	7.59	15,427	15,427	--	--	--
Finance lease liabilities (secured)	187	4.30	205	63	48	94	--
Term loans (secured)	43,553	6.00 - 7.43	46,546	27,976	8,555	10,015	--
Trade and other payables	14,148	--	14,148	14,148	--	--	--
	<u>75,952</u>		<u>78,963</u>	<u>60,251</u>	<u>8,603</u>	<u>10,109</u>	<u>--</u>

#### 29.6 Market risk

Market risk is the risk that changes in market prices, such as interest rates that will affect the Group's financial position or cash flows.

##### Interest rate risk

The Group's fixed rate borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Short term receivables and payables are not significantly exposed to interest rate risk.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Financial instruments (cont'd)

#### 29.6 Market risk (cont'd)

##### *Exposure to interest rate risk*

The interest rate profile of the Group's and Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	GROUP		COMPANY	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
<b>Fixed rate instruments</b>				
Financial assets	290	282	160,681	82,558
Financial liabilities	(29,466)	(42,775)	(36,123)	(75,778)
	<u>(29,176)</u>	<u>(42,493)</u>	<u>124,558</u>	<u>6,780</u>
<b>Floating rate instruments</b>				
Financial liabilities	(27,016)	(102,483)	(27,016)	(21,432)

##### *Interest rate risk sensitivity analysis*

#### (a) *Fair value sensitivity analysis for fixed rate instruments*

The Group and Company do not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

#### (b) *Cash flow sensitivity analysis for variable rate instruments*

A change of 100 basis point ("bp") in interest rate at the end of the reporting period would have increased/(decreased) post-tax profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the end of the reporting period. This analysis assumes that all other variables remain constant.

	Profit or loss	
	100 bp increase RM'000	100 bp decrease RM'000
<b>Group 2013</b>		
Floating rate instruments	<u>(203)</u>	<u>203</u>
<b>Company 2013</b>		
Floating rate instruments	<u>(203)</u>	<u>203</u>
<b>Group 2012</b>		
Floating rate instruments	<u>(769)</u>	<u>769</u>
<b>Company 2012</b>		
Floating rate instruments	<u>(161)</u>	<u>161</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Financial instruments (cont'd)

#### 29.7 Fair value information

The carrying amount of cash and cash equivalents, short term receivables and payables and short term borrowings approximate fair values due to the relatively short term nature of these financial instruments.

No disclosure of fair value for non-current amount due from/(to) subsidiaries as it is not practicable to determine its fair value with sufficient reliability since the balance has no fixed term of repayment.

The carrying amount of floating rates terms loans approximate its fair value as its effective interest rate changes accordingly to movements in the market interest rate.

The table below analyses financial instruments not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statement of financial position.

Group	Fair value of financial instruments not carried at fair value		Carrying amount RM'000
	Level 2 RM'000	Fair value RM'000	
<b>2013</b>			
<b>Financial liabilities</b>			
Finance lease liabilities	(3,103)	(3,103)	(3,103)
<b>2012</b>			
<b>Financial liabilities</b>			
Finance lease liabilities	(2,590)	(2,590)	(2,590)
<b>Company</b>			
<b>2013</b>			
<b>Financial liabilities</b>			
Finance lease liabilities	(681)	(681)	(681)
<b>2012</b>			
<b>Financial liabilities</b>			
Finance lease liabilities	(187)	(187)	(187)
<b>Level 1 fair value</b>			

Level 1 fair value is derived from quoted price (unadjusted) in active markets for identical financial assets or liabilities that the entity can access at the measurement date.

#### Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or liabilities, either directly or indirectly.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 30. Capital management

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investors, creditors and market confidence and to sustain future development of the business. As a plantation and property owner, the Group has significant long term assets which it uses as security for its banking facilities. The Directors monitor and determine to maintain an optimal debt-to-equity ratio that complies with debt covenants and regulatory requirements.

During 2013, the Group's strategy, which was unchanged from 2012, was to maintain the Group's debt-to-equity ratio at the range of 0.5 : 1. The debt-to-equity ratios at 31 December 2013 and at 31 December 2012 were as follows:

	<b>GROUP</b>	
	<b>2013</b>	<b>2012</b>
	<b>RM'000</b>	<b>RM'000</b>
Total borrowings (Note 15)	56,481	145,259
Less: Cash and cash equivalents (Note 10)	(5,701)	(5,019)
	<u>50,780</u>	<u>140,240</u>
Total equity	<u>345,265</u>	<u>246,305</u>
Debt-to-equity-ratios	<u>0.15</u>	<u>0.57</u>

There were no changes in the Group's approach to capital management during the financial year.

Under the requirement of Bursa Malaysia Practice Note No. 17/2005, the Company is required to maintain a consolidated shareholders' equity equal to or not less than the 25 percent of the issued and paid-up capital and such shareholders' equity is not less than RM40 million. The Company has complied with this requirement.

The Group is also required to maintain debt-to-equity ratios ranging from 1.00 to 2.00 to comply with the bank covenants of its bank borrowings, failing which, the bank may call an event of default.

### 31. Related parties

#### Identity of related parties

For the purposes of these financial statements, parties are considered to be related to the Group and the Company if the Group and the Company has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the Company and the party are subject to common control. Related parties may be individuals or other entities.

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and the Company either directly or indirectly. Key management personnel includes all the Directors of the Group, and certain members of senior management of the Group.

The Group has related party relationship with its subsidiaries, affiliated companies and key management personnel.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 31. Related parties (cont'd)

#### Significant related party transactions

The significant related party transactions of the Company are shown below.

	GROUP		COMPANY	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>A. Subsidiaries</b>				
Dividend income	--	--	141,763,536	--
Interest income	--	--	2,879,698	2,854,784
Interest expense	--	--	1,757,164	969,565
Transportation Charge	--	--	439,872	--
<b>B. Affiliated companies</b>				
Management fees				
receivable	60,000	60,000	60,000	60,000
Sales	41,676	333,180	41,676	333,180
Sales of seedlings	--	122,445	--	--
Rental receivable	74,168	39,168	74,168	39,168
Purchase of air tickets	260,485	165,340	196,678	38,434
Purchases	134,343	22,964,562	134,343	22,964,562
Purchase of seedlings	459,630	--	--	--
Purchase of fresh fruit				
bunches	184,914	--	--	--
Transport charges payable	402,295	917,194	402,295	917,194
Transport charge receivable	--	326,234	--	326,234
Insurance	465,863	442,397	258,576	256,286
Hotel accommodation	3,060	--	--	--
Company trip	--	2,150	--	--
Hiring of heavy machinery	123,714	175,045	123,714	175,045
Rental of motor vehicles	11,500	--	11,500	--
Acquisition of a subsidiary	700,000	--	700,000	--
<b>C. Director</b>				
Acquisition of land	10,680,000	--	10,680,000	--
<b>D. Remuneration paid to staff who are close family member of certain Directors, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Mr. Low Quek Kiong, Mr. Low Kueck Shin, Mr. Low Kwek Lee and Mr. Low Kuek Kong</b>				
	1,624,919	1,426,928	1,598,816	1,405,232



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 32. Significant events

On 27 September 2013, Uniglobal Sdn. Bhd., a wholly owned subsidiary of the Group entered into a Sale and Purchase Agreement with a third party to dispose its entire plantation land and biological assets for a total cash consideration of RM184,596,825. The sale was completed on 31 December 2013.

The disposal gave rise to a gain of RM135,227,159 as follows:

	RM
Sales proceed	184,596,825
Less: Carrying amount of property, plant and equipment and biological assets and related expenses	<u>(40,143,819)</u>
	144,453,006
Property, plant and equipment written off	(3,541,066)
Goodwill written off	<u>(1,821,724)</u>
	139,090,216
Deferred tax liabilities realised	<u>(3,863,057)</u>
	<u>135,227,159</u>

### 33. Subsequent events

Subsequent to the year end,

- (i) a subsidiary has entered into an agreement to lease a piece of land for a total consideration of RM2.26 million; and
- (ii) a subsidiary resolved to enter into settlement agreements for a piece of leasehold land for an estimated sum of RM2.7 million.

### 34. Comparative figures

Certain comparative figures have been restated to conform with current year's presentation:

	GROUP		COMPANY	
	As restated RM	As previously stated RM	As restated RM	As previously stated RM
Revenue	256,648,475	217,324,941	129,549,440	90,225,906
Cost of goods sold	<u>(211,069,994)</u>	<u>(171,746,460)</u>	<u>(118,278,770)</u>	<u>(78,955,236)</u>

**NOTES TO THE FINANCIAL STATEMENTS (Cont'd)****35. Supplementary financial information on the breakdown of realised and unrealised profits or losses**

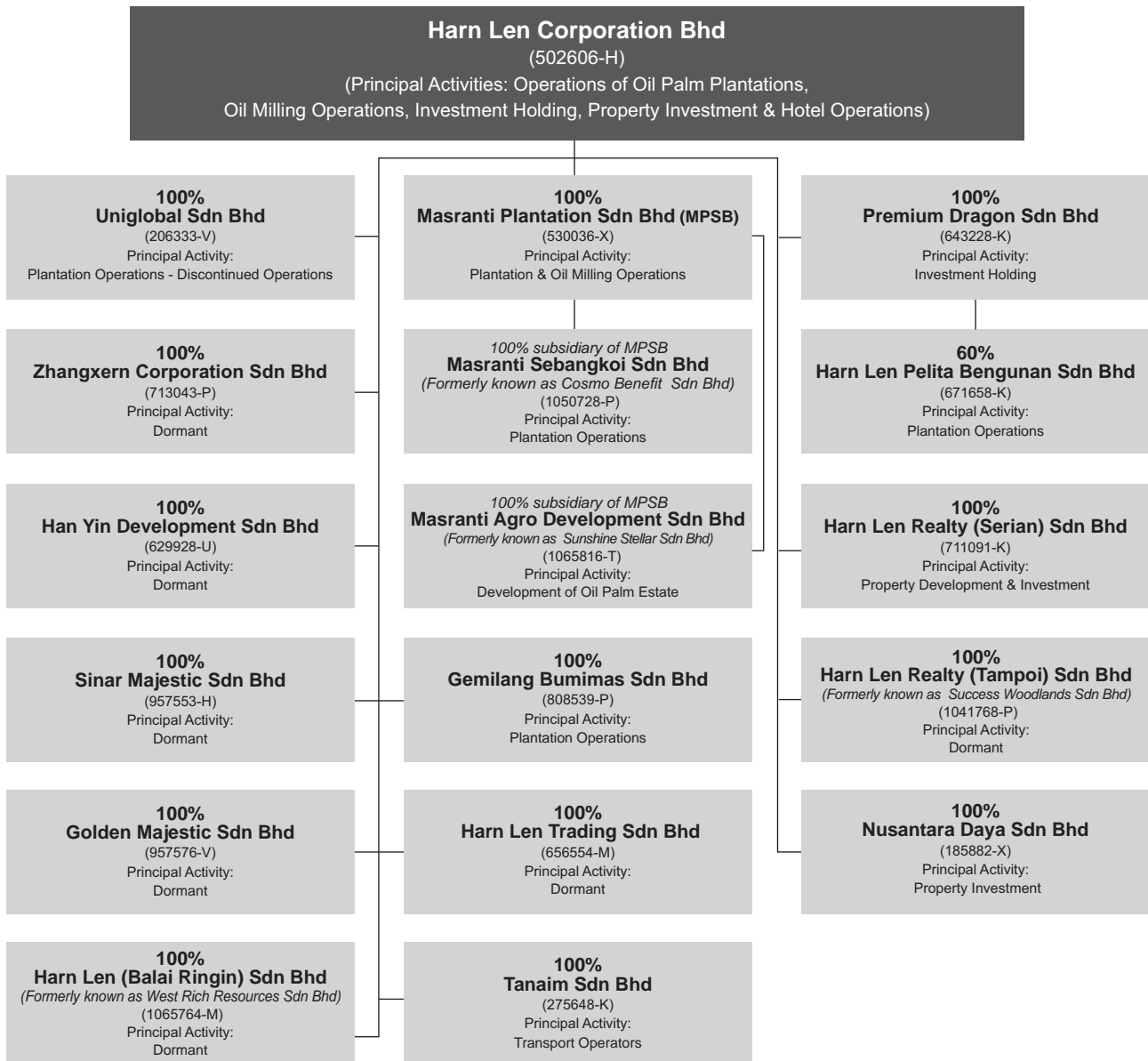
The breakdown of the retained earnings of the Group and of the Company as at 31 December, into realised and unrealised profits, pursuant to Paragraph 2.06 and 2.23 of the Bursa Malaysia Main Market Listing Requirements, are as follows:

	GROUP		COMPANY	
	2013 RM'000	2012 RM'000	2013 RM'000	2012 RM'000
Total retained earnings of the Company and its subsidiaries:				
- realised	127,831	20,238	133,099	45,326
- unrealised	(7,534)	(8,952)	(639)	(3,239)
	<u>120,297</u>	<u>11,286</u>	<u>132,460</u>	<u>42,087</u>
Add: Consolidation adjustments	34,155	44,187	--	--
Total retained earnings	<u>154,452</u>	<u>55,473</u>	<u>132,460</u>	<u>42,087</u>

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by Malaysian Institute of Accountants on 20 December 2010.



## GROUP CORPORATE STRUCTURE As At 31 December 2013



### Harn Len Corporation Bhd

- Senang Estate (2,116 Ha)
- Lian Hup Estate (2,124 Ha)
- Lian Hup Oil Mill
- All in Mukim, Rompin Keratong

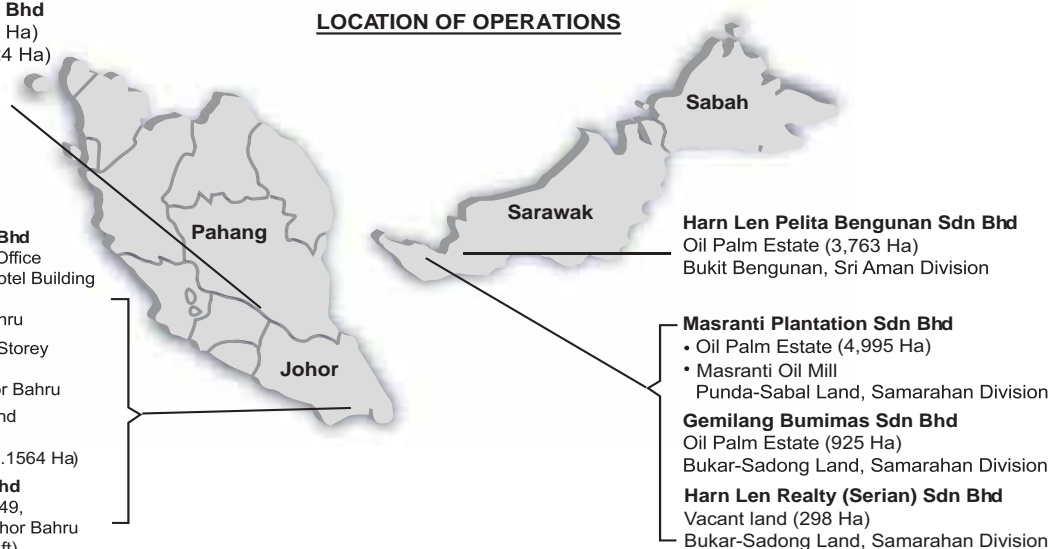
### Harn Len Corporation Bhd

- Corporate & Business Office  
25-storey Office cum Hotel Building  
(Tropical Inn)  
Jalan Gereja, Johor Bahru
- Six (6) units of Double-Storey  
Terrace Shophouses  
Jalan Ngee Heng, Johor Bahru
- Seven (7) parcels of land  
Mukim of Kulai  
District of Kulajaya (14,1564 Ha)

### Nusantara Daya Sdn Bhd

- HS(D) 443014, PTB 21949,  
Township & District of Johor Bahru  
Vacant Land (48,058 sq ft)

### LOCATION OF OPERATIONS





## LIST OF PROPERTIES OF THE GROUP

Registered owner/ Location	Tenure – Year of Expiry (For leasehold)	Area	Description/ Existing Use	Net Book Value RM `000	Approximate Age of Building (years)	Date of Acquisition
<b>1. Harn Len Corporation Bhd</b>						
i) Lot 1782, Geran 27393 Township & District of Johor Bahru, Johor Darul Takzim	Freehold	40,293 sq. ft.	Office & hotel building	57,369	36	18.07.2003
ii) Lian Hup Estate - Lot PT 166, 259 - Lot PT 313 - Lot PT 345 - Lot PT 510, 521, 522 All in Mukim of Keratong, District of Rompin, Pahang Darul Makmur	Leasehold 2070 2072 2074 2079	2,124.46 Hectares ("Ha")	Oil Palm Plantation & Palm oil mill	37,564	N/A	18.07.2003
Estate Buildings				934	5-37	
Factory Workshop				556	2-36	
iii) Senang Estate - Lot PT 163, 164, 165, 255 - Lot PT 314 - Lot PT 448, 449, 450, 451 - Lot PT 515 All in Mukim of Keratong, District of Rompin, Pahang Darul Makmur	Leasehold 2070 2072 2078 2079	2,116.31 Ha	Oil Palm Plantation	39,085	N/A	18.07.2003
Estate Buildings				1,755	2-36	
iv) Six (6) units Double- Storey Terrace Shophouses held under - Lot 2046 Grn 32250 - Lot 2048 Grn 99923 - Lot 2049 Grn 99924 - Lot 2050 Grn 51476 - Lot 2051 Grn 99925	Freehold	1,707 sq. ft. 1,617 sq. ft. 1,613 sq. ft. 1,655 sq. ft. 1,706 sq. ft.	Staff Quarters Vacant Vacant Rented Out Rented Out	3,203	78	15.10.2010
- Lot 2047 Grn 99922		1,634 sq. ft.	Store cum Staff Quarters	912	78	13.04.2011
All in Bandar Johor Bahru, District of Johor Bahru, Johor Darul Takzim						
v) Seven (7) parcels of Agricultural Land (Zoned Residential) held under : - Lot 2795 GM 64 - Lot 2803 GM 71 - Lot 2804 GM 72 - Lot 2806 GM 74 - Lot 2807 GM 75 - Lot 2808 GM 76 - Lot 2809 GM 77	Freehold	14.1564 Ha	Oil Palm Estate	11,040	NA	31.01.2013
All in the Mukim of Kulai, District of Kulaijaya, Johor Darul Takzim						



## LIST OF PROPERTIES OF THE GROUP (Cont'd)

Registered owner/ Location	Tenure – Year of Expiry (For leasehold)	Area	Description/ Existing Use	Net Book Value RM `000	Approximate Age of Building (years)	Date of Acquisition
<b>2. Masranti Plantation Sdn Bhd</b>						
Lot No 25, Block 2 TRN.: 08-LCLS-024-002-00025 Punda-Sabal Land District of Samarahan Division Sarawak	Leasehold 2061	4,469.47 Ha	Oil Palm Plantation	20,863	N/A	15.01.2004
Lot No. 38, Block 8 TRN.: 08-LCPLS-024-008-00038 Punda-Sabal Land District of Samarahan Division Sarawak	Provisional Lease 2070	525 Ha	Oil palm Plantation	4,090	N/A	08.09.2011
Estate Buildings				5,078	1-9	
Factory Buildings				19,903	1-2	
<b>3. Nusantara Daya Sdn Bhd</b>						
Lot No. PTB 21949 H.S.(D) 443014 Bandar Johor Bahru District of Johor Bahru, Johor	Freehold	48,058 sq. ft	Vacant Land	10,300	N/A	28.11.2006
<b>4. Harn Len Pelita Bengunan Sdn Bhd</b>						
Kara Rangua Engkaramut Bukit Bengunan, Sri Aman Division Sarawak	NCR Native Land 60 Years	1982 Ha	Oil palm Plantation	2,257	N/A	23.08.2010
Estate Buildings				2,346	1-7	
<b>5. Gemilang Bumimas Sdn Bhd</b>						
- Lot No 1513 TRN.:08-LCPLS-018-000-01513 - Lot No 1514 TRN.:08-LCPLS-018-000-01514 All in Bukar-Sadong Land District of Samarahan Division Sarawak	Provisional Lease 20.01.2068	925 Ha	Oil palm Plantation	10,440	N/A	31.05.2010
<b>6. Harn Len Realty (Serian) Sdn Bhd</b>						
- Lot No 1515 TRN.:08-LCPLS-018-000-01515 Bukar-Sadong Land District of Samarahan Division Sarawak	Provisional Lease 20.01.2068	298 Ha	Vacant land	3,567	N/A	18.08.2011
				231,262		

N/A – Not Applicable

NCR – Native Customary Rights



## ANALYSIS OF SHAREHOLDINGS As At 5 May 2014

AUTHORISED SHARE CAPITAL	: RM500,000,000 ordinary shares of RM1-00 each
ISSUED AND FULLY PAID-UP CAPITAL	: RM185,477,159 divided into 185,477,159 shares
CLASS OF SHARES	: Ordinary shares of RM1-00 each
NO OF SHAREHOLDERS	: 2,766
VOTING RIGHTS	: One vote per ordinary share

### A) LIST OF SUBSTANTIAL SHAREHOLDERS

No.	Name of Shareholders	Direct		Deemed interest in shares	
		No. of Shares	%	No. of Shares	%
1.	Tan Sri Dato' Low Nam Hui	5,384,333	2.90	119,945,875 <sup>*1</sup>	64.67
2.	Puan Sri Datin Chan Pui Leorn	550,000	0.30	124,780,208 <sup>*2</sup>	67.28
3.	Dato' Liew Kuek Hin	-	-	114,507,245 <sup>*3</sup>	61.74
4.	Low Quek Kiong	65,000	0.04	125,265,208 <sup>*4</sup>	67.54
5.	Low Kueck Shin	-	-	125,330,208 <sup>*5</sup>	67.57
6.	Low Kwek Lee	-	-	125,330,208 <sup>*5</sup>	67.57
7.	Low Kuek Kong	-	-	125,330,208 <sup>*5</sup>	67.57
8.	Low Kuit Son	-	-	125,330,208 <sup>*5</sup>	67.57
9.	Low Kok Yong	720,000	0.39	124,610,208 <sup>*6</sup>	67.18
10.	Low Kok Yaow	-	-	125,330,208 <sup>*5</sup>	67.57
11.	Low Siew Eng	200,800	0.11	125,129,408 <sup>*7</sup>	67.46
12.	LNH Enterprise Sdn Bhd	43,988,896	23.72	2,517,030 <sup>*8</sup>	1.36
13.	Low Nam Hui United Holdings Sdn Bhd	45,824,679	24.71	-	-
14.	Low Nam Hui & Sons Sdn Bhd	11,044,670	5.96	-	-
15.	LNH (C&E) Sdn Bhd	-	-	11,044,670 <sup>*9</sup>	5.96
16.	Shande Ancestral Park Berhad	10,000,000	5.39	-	-

#### Notes:-

- \*1. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*2. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by her immediate family members, Tan Sri Dato' Low Nam Hui, Low Quek Kiong, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*3. Deemed interested in the shares held by Lian Hup Manufacturing Company Sdn Berhad, Syarikat Senang Oil Palm Estate Sdn Bhd, Perdana Properties Berhad, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd and Seri Cemerlang Plantation (Pahang) Sdn Bhd and the shares held by his siblings, Low Quek Kiong and Low Kok Yong pursuant to Section 6A of the Act. The legal action vide Johor Bahru High Court Suit No. 23NCVC-8-01-2013 instituted by Dato' Liew has been settled on 23 July 2013. The settlement has affected Dato' Liew's indirect shareholdings but no notification has been received from Dato' Liew to the effect.
- \*4. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*5. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*6. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*7. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by her immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong and Low Kok Yong pursuant to Section 6A of the Companies Act, 1965.
- \*8. Deemed interested in the shares held by Seri Cemerlang Plantation (Pahang) Sdn Bhd pursuant to Section 6A of the Companies Act, 1965.
- \*9. Deemed interested in the shares held by Low Nam Hui & Sons Sdn Bhd pursuant to Section 6A of the Companies Act, 1965.



## ANALYSIS OF SHAREHOLDINGS As At 5 May 2014 (Cont'd)

### B) LIST OF DIRECTORS' SHAREHOLDINGS

No.	Name of Shareholders	Direct		Deemed interest in shares	
		No. of Shares	%	No. of Shares	%
1.	Tan Sri Dato' Low Nam Hui	5,384,333	2.90	119,945,875 <sup>*1</sup>	64.67
2.	Puan Sri Datin Chan Pui Leorn	550,000	0.30	124,780,208 <sup>*2</sup>	67.28
3.	Low Quek Kiong	65,000	0.04	125,265,208 <sup>*3</sup>	67.54
4.	Low Kueck Shin	-	-	125,330,208 <sup>*4</sup>	67.57
5.	Low Kwek Lee	-	-	125,330,208 <sup>*4</sup>	67.57
6.	Low Kuek Kong	-	-	125,330,208 <sup>*4</sup>	67.57
7.	Lee Chon Sing	1	0.00	-	-
8.	Low Kok Yong	720,000	0.39	124,610,208 <sup>*5</sup>	67.18
9.	Loh Wann Yuan	1	0.00	-	-
10.	Brig. Jen. (B) Dato' Ali Bin Hj. Musa	-	-	-	-
11.	Law Piang Woon	-	-	-	-
12.	Mohamed Akwal Bin Sultan Mohamad	-	-	-	-

**Notes:-**

- \*1. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*2. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by her immediate family members, Tan Sri Dato' Low Nam Hui, Low Quek Kiong, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*3. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*4. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong, Low Kok Yong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.
- \*5. Deemed interested in the shares held by Low Nam Hui United Holdings Sdn Bhd, Low Nam Hui & Sons Sdn Bhd, LNH Enterprise Sdn Bhd, Seri Cemerlang Plantation (Pahang) Sdn Bhd, Yong Yaow Properties Sdn Bhd and Shande Ancestral Park Berhad and the shares held by his immediate family members, Tan Sri Dato' Low Nam Hui, Puan Sri Datin Chan Pui Leorn, Low Quek Kiong and Low Siew Eng pursuant to Section 6A of the Companies Act, 1965.

### C) DISTRIBUTION OF SHAREHOLDINGS

No. of Holders	Holdings	Total Holdings	Percentage (%)
47	Less than 100	1,366	0.00
1,041	100 to 1,000	297,125	0.16
1,186	1,001 to 10,000	5,960,010	3.21
424	10,001 to 100,000	14,096,171	7.60
64	100,001 to less than 5% of issued shares	54,264,242	29.26
4	5% and above of issued shares	110,858,245	59.77
<b>Total:</b>	<b>2,766</b>	<b>185,477,159</b>	<b>100.00</b>



## ANALYSIS OF SHAREHOLDINGS As At 5 May 2014 (Cont'd)

### D) TOP 30 LARGEST SECURITIES ACCOUNT HOLDERS

No.	Name	No. of Shares Held	Percentage (%)
1.	LOW NAM HUI UNITED HOLDINGS SDN BHD	45,824,679	24.71
2.	LNH ENTERPRISE SDN. BHD.	43,988,896	23.72
3.	LOW NAM HUI & SONS SDN. BHD.	11,044,670	5.95
4.	SHANDE ANCESTRAL PARK BERHAD	10,000,000	5.39
5.	HSBC NOMINEES (ASING) SDN BHD Exempt AN for the HongKong and Shanghai Banking Corporation Limited (HBAP-SGDIV-ACCL)	8,347,500	4.50
6.	HLIB NOMINEES (TEMPATAN) SDN BHD Hong Leong Bank Bhd for Chuan Hong Hang Sdn Berhad	6,100,000	3.29
7.	MAYBANK NOMINEES (TEMPATAN) SDN BHD Law Kiu Kiong	5,508,000	2.97
8.	LOW NAM HUI	5,384,333	2.90
9.	YONG YAOW PROPERTIES SDN. BHD.	5,034,800	2.71
10.	RHB NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Law Kiong Holdings Sdn. Bhd.	4,693,700	2.53
11.	HLIB NOMINEES (TEMPATAN) SDN BHD Hong Leong Bank Bhd for Chuan Hong Hang Properties Sdn Bhd	2,314,000	1.25
12.	TOH EAN HAI	1,990,000	1.07
13.	SERI CEMERLANG PLANTATION (PAHANG) SDN BHD	1,470,000	0.79
14.	SERI CEMERLANG PLANTATION (PAHANG) SDN BHD	1,047,030	0.56
15.	TA NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Chor Sek Choon	1,000,000	0.54
16.	DYNAQUEST SDN. BERHAD	814,100	0.44
17.	CHAN PUI LEORN	550,000	0.30
18.	GAN HONG LIANG	548,100	0.30
19.	BDO CAPITAL CONSULTANTS SDN BHD Exempt AN	531,193	0.29
20.	CHIN HON PUN	473,200	0.26
21.	LEE KEK MING	400,000	0.22
22.	PUBLIC NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Low Kok Yong (E-TJJ)	390,000	0.21
23.	LOW KOK YONG	330,000	0.18
24.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Ng Ching Soong (470478)	328,100	0.18
25.	PUBLIC NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Ng Faai @ Ng Yoke Pei (SRB/PMS)	315,000	0.17
26.	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Lu Lip Lai (731389)	314,800	0.17
27.	AMSEC NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Ng Ching Soong	269,000	0.15
28.	EU LEE CHUAN ENTERPRISE SDN BERHAD	250,000	0.13
29.	SJ SEC NOMINEES (TEMPATAN) SDN BHD Pledged securities account for Ng Ching Soong (SMT)	235,000	0.13
30.	LIEW MIN THIAM	206,600	0.11



## FORM OF PROXY

I/We \_\_\_\_\_ NRIC No. \_\_\_\_\_  
of \_\_\_\_\_  
being a member / members of **HARN LEN CORPORATION BHD** (Co. No. 502606-H) do hereby appoint  
\_\_\_\_\_ NRIC No. \_\_\_\_\_  
of \_\_\_\_\_ \*and/or failing him/her  
\_\_\_\_\_ NRIC No. \_\_\_\_\_  
of \_\_\_\_\_ as \*my/our proxy to  
attend and vote for \*me/us on \*my/our behalf at the Fourteenth (14th) Annual General Meeting of the Company to be held on Wednesday, 18 June 2014 at 11.00 am at Meranti Hall, 4th Floor, Johor Tower, 15 Jalan Gereja, 80100 Johor Bahru and at any adjournment thereof.  
\*My/our proxy is to vote as indicated below:-

Resolution No.		FOR	AGAINST
<b>Ordinary Business:-</b>			
1.	Approval of Directors' Fees		
2.	Re-election of Director - Puan Sri Datin Chan Pui Leorn		
3.	Re-election of Director - Mr Low Kuek Kong		
4.	Re-election of Director - Mr Low Kok Yong		
5.	Re-election of Director - En Mohamed Akwal Bin Sultan Mohamad		
6.	Re-appointment of Director - Tan Sri Dato' Low Nam Hui		
7.	Re-appointment of Director - Brig.Jen. (B) Dato' Ali Bin Hj. Musa		
8.	Re-appointment of Director - Mr Law Piang Woon		
9.	Re-appointment of Director - Mr Lee Chon Sing		
10.	Re-appointment of Messrs KPMG as Auditors		
<b>Special Business:-</b>			
11.	Continuing in office as Independent Non-Executive Director - Mr Loh Wann Yuan		
12.	Continuing in office as Independent Non-Executive Director - Brig.Jen. (B) Dato' Ali Bin Hj. Musa		
13.	Continuing in office as Independent Non-Executive Director - Mr Law Piang Woon		
14.	Authority to allot and issue shares pursuant to Section 132D of the Companies Act, 1965		
15.	Proposed Renewal of Shareholders' Mandate - Seri Cemerlang Plantation (Pahang) Sdn. Bhd.		
16.	Proposed Renewal of Shareholders' Mandate - Low Nam Hui & Sons Sdn. Bhd.		
17.	Proposed Renewal of Shareholders' Mandate - KangHui Travel Sdn. Bhd.		
18.	Proposed Renewal of Shareholders' Mandate - Advance Pinnacle Sdn. Bhd.		
19.	Proposed Renewal of Shareholders' Mandate - LNH Enterprise Sdn. Bhd.		
20.	Proposed Renewal of Shareholders' Mandate - One63 Ideas Sdn. Bhd.		
21.	Proposed Amendments to the Articles of Association		

(Please indicate with a cross ("X") in the appropriate space(s) whether you wish your votes to be cast for or against the resolution. In the absence of such specific directions, your proxy will vote or abstain as he/she thinks fit.)

\*Strike out whichever is not applicable

Number of shares held	
-----------------------	--

For appointment of two (2) proxies, percentage of shareholdings to be represented by the proxies must be indicated below:-		
	Number of Shares	Percentage (%)
First Proxy		
Second Proxy		

\_\_\_\_\_  
Signature of Member / Members

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2014

**Notes :-**

- Only members registered in the Record of Depositors as at 10 June 2014 are eligible to attend, speak and vote at the Company's 14th Annual General Meeting or to appoint proxy to attend, speak and vote on his/her behalf.
- A member who is entitled to attend and vote at the meeting of the Company is entitled to appoint not more than two (2) proxies to attend and vote instead of the member at the meeting. A proxy need not be a member and there shall be no restriction as to the qualification of the proxy and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA.
- Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- Where the Proxy Form is executed by a corporation, it must be either under its Common Seal or under the hand of its attorney duly authorised.
- The Proxy Form must be deposited with the Company Secretary at the Registered Office, 6th Floor, Johor Tower, 15 Jalan Gereja, 80100 Johor Bahru, Johor, not less than 48 hours before the time set for the meeting.

FOLD HERE

STAMP

**The Company Secretary**  
**Harn Len Corporation Bhd** (502606-H)  
**6th Floor, Johor Tower**  
**15 Jalan Gereja**  
**80100 Johor Bahru**

FOLD HERE

