

#### FIRST RESOURCES LIMITED

Unaudited Financial Statements for the Fourth Quarter ("4Q") and Full Year Ended 31 December 2019

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

1(a) An income statement and statement of comprehensive income or a statement of comprehensive income for the group together with a comparative statement for the corresponding period of the immediately preceding financial year

		Group						
	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change		
	US\$'000	US\$'000	(%)	US\$'000	US\$'000	(%)		
Sales	614,889	633,487	(2.9%)	184,241	145,490	26.6%		
Cost of sales	(387,729)	(354,700)	9.3%	(105,286)	(92,121)	14.3%		
Gross profit	227,160	278,787	(18.5%)	78,955	53,369	47.9%		
Gains/(losses) arising from changes in fair value of biological assets	7,913	(3,456)	n.m.	7,913	(3,456)	n.m.		
Selling and distribution costs	(50,242)	(57,540)	(12.7%)	(15,893)	(14,818)	7.3%		
General and administrative expenses	(29,662)	(28,596)	3.7%	(8,507)	(7,154)	18.9%		
Other operating (expenses)/income	(592)	(2,043)	(71.0%)	957	(493)	n.m.		
Profit from operations	154,577	187,152	(17.4%)	63,425	27,448	131.1%		
Gains/(losses) on foreign exchange	181	8,256	(97.8%)	(661)	(1,888)	(65.0%)		
(Losses)/gains on derivative financial instruments	(808)	486	n.m.	(212)	1,343	n.m.		
Losses arising from changes in fair value of unquoted investment	(4,900)	-	n.m.	(4,900)	-	n.m.		
Net financial expenses	(16,067)	(17,043)	(5.7%)	(4,186)	(4,041)	3.6%		
Other non-operating (expenses)/ income	(1,782)	2,264	n.m.	(2,352)	2,504	n.m.		
Profit before tax	131,201	181,115	(27.6%)	51,114	25,366	101.5%		
Tax expense	(38,026)	(53,428)	(28.8%)	(17,634)	(6,700)	163.2%		
Profit for the year/period	93,175	127,687	(27.0%)	33,480	18,666	79.4%		
		_						
Profit attributable to:								
Owners of the Company	89,128	120,001	(25.7%)	32,002	17,339	84.6%		
Non-controlling interests	4,047	7,686	(47.3%)	1,478	1,327	11.4%		
	93,175	127,687	(27.0%)	33,480	18,666	79.4%		

n.m. - not meaningful

#### 1(a) An income statement and statement of comprehensive income (continued)

	Group						
	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change	
	US\$'000	US\$'000	(%)	US\$'000	US\$'000	(%)	
Profit for the year/period	93,175	127,687	(27.0%)	33,480	18,666	79.4%	
Other comprehensive income:							
Items that will not be reclassified subsequently to profit or loss							
Remeasurement gains on defined benefits plan	342	3,794	(91.0%)	342	3,794	(91.0%)	
Income tax effect	(86)	(948)	(90.9%)	(86)	(948)	(90.9%)	
	256	2,846	(91.0%)	256	2,846	(91.0%)	
Items that may be reclassified subsequently to profit or loss							
Fair value (losses)/gains on cash flow hedges	(123)	4,844	n.m.	6,893	(3,233)	n.m.	
Fair value gains on cash flow hedges transferred to the income statement	(2,688)	(670)	301.2%	(5,339)	(2,741)	94.8%	
Foreign currency translation	58,565	(88,061)	n.m.	28,521	40,683	(29.9%)	
	55,754	(83,887)	n.m.	30,075	34,709	(13.4%)	
Other comprehensive income for the year/period, net of tax	56,010	(81,041)	n.m.	30,331	37,555	(19.2%)	
Total comprehensive income for the year/period	149,185	46,646	219.8%	63,811	56,221	13.5%	
Total comprehensive income attributable to:							
Owners of the Company	142,546	41,933	239.9%	61,172	52,867	15.7%	
Non-controlling interests	6,639	4,713	40.9%	2,639	3,354	(21.3%)	
	149,185	46,646	219.8%	63,811	56,221	13.5%	

n.m. - not meaningful

#### 1(a) An income statement and statement of comprehensive income (continued)

#### **Additional Information**

	Group							
	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change		
	US\$'000	US\$'000	(%)	US\$'000	US\$'000	(%)		
EBITDA								
Profit from operations	154,577	187,152	(17.4%)	63,425	27,448	131.1%		
Depreciation and amortisation	70,866	67,284	5.3%	18,711	16,640	12.4%		
Provision for expected credit losses	1,269	-	n.m.	1,269	-	n.m.		
(Gains)/losses arising from changes in fair value of biological assets	(7,913)	3,456	n.m.	(7,913)	3,456	n.m.		
EBITDA	218,799	257,892	(15.2%)	75,492	47,544	58.8%		
EBITDA margin	35.6%	40.7%		41.0%	32.7%			

			Gro	oup		
	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change
	US\$'000	US\$'000	(%)	US\$'000	US\$'000	(%)
Underlying Net Profit						
Profit for the year/period	93,175	127,687	(27.0%)	33,480	18,666	79.4%
Provision for expected credit losses	989	-	n.m.	989	-	n.m.
(Gains)/losses arising from changes in fair value of biological assets	(5,935)	2,592	n.m.	(5,935)	2,592	n.m.
Losses arising from changes in fair value of unquoted investment	4,900	-	n.m.	4,900	-	n.m.
Underlying net profit for the year/period	93,129	130,279	(28.5%)	33,434	21,258	57.3%
Underlying net profit attributable to:						
Owners of the Company	89,082	122,593	(27.3%)	31,956	19,931	60.3%
Non-controlling interests	4,047	7,686	(47.3%)	1,478	1,327	11.4%
	93,129	130,279	(28.5%)	33,434	21,258	57.3%

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year

	Gro	oup	Comp	oany
	31 Dec 2019	31 Dec 2018	31 Dec 2019	31 Dec 2018
	US\$'000	US\$'000	US\$'000	US\$'000
ASSETS				
Non-current assets				
Bearer plants	595,558	613,020	-	-
Plasma receivables	71,842	46,401	-	-
Property, plant and equipment	420,350	327,403	3,246	4,517
Land use rights	50,457	45,892	-	-
Investment in subsidiaries	-	-	751,081	481,587
Goodwill	84,393	81,013	-	-
Other intangible assets	29,950	20,515	-	-
Unquoted investment	1,371	5,775	1,371	5,775
Derivative financial assets	1,167	1,028	1,167	1,028
Tax recoverable	81,072	45,328	-	-
Deferred tax assets	59,139	54,702	-	-
Loan to subsidiary	-	-	124,125	367,410
Other non-current assets	493	369	-	-
Total non-current assets	1,395,792	1,241,446	880,990	860,317
Current assets	05.050	47.400		
Biological assets	25,952	17,183	-	-
Plasma receivables	1,022	4,525	-	-
Inventories	81,721	97,562	-	-
Trade receivables	42,386	37,392	1,143	-
Other receivables	2,812	3,425	286	313
Derivative financial assets	563	2,882	306	994
Advances for purchase of property, plant and equipment	8,539	18,870	-	-
Other advances and prepayments	3,142	3,515	1,369	359
Prepaid taxes	44,996	44,338	-	-
Restricted cash balances	42,989	44,540	41,849	42,718
Cash and cash equivalents *	59,022	55,359	4,496	4,028
Total current assets	313,144	329,591	49,449	48,412
Total assets	1,708,936	1,571,037	930,439	908,729

<sup>\*</sup> As at 31 December 2019, the Group has bank overdrafts amounting to US\$81.8 million (31 December 2018: US\$57.1 million) which have been netted against cash at banks as the Group has the legal rights to set off the overdrafts against the cash at banks, which are with the same banks.

1(b)(i) A statement of financial position (continued)

	Gro	up	Comp	pany
	31 Dec 2019	31 Dec 2018	31 Dec 2019	31 Dec 2018
	US\$'000	US\$'000	US\$'000	US\$'000
LIABILITIES				
Current liabilities	40.450	00.400		40
Trade payables	19,159	28,468	-	40
Other payables and accruals	35,136	31,317	3,308	3,934
Advances from customers	2,585	2,927	-	-
Loans and borrowings from financial institutions	48,147	30,111	45,010	27,582
Islamic medium term notes	146,554	-	146,554	-
Derivative financial liabilities	52,029	921	51,956	-
Provision for tax	10,846	21,244	787	900
Total current liabilities	314,456	114,988	247,615	32,456
Non-current liabilities				
Loans and borrowings from financial institutions	118,986	109,817	116,571	106,795
Islamic medium term notes	97,631	241,073	97,631	241,073
Derivative financial liabilities	27,007	79,580	27,007	79,580
Provision for post-employment benefits	27,425	21,490	-	-
Deferred tax liabilities	21,529	18,074	373	528
Total non-current liabilities	292,578	470,034	241,582	427,976
Total liabilities	607,034	585,022	489,197	460,432
Net assets	1,101,902	986,015	441,242	448,297
EQUITY				
Share capital	394,913	394,913	394,913	394,913
Differences arising from restructuring transactions involving entities under common control	35,016	35,016	-	-
Other reserves	(62,040)	(115,119)	9,696	12,507
Retained earnings	676,423	617,355	36,633	40,877
Equity attributable to owners of the Company	1,044,312	932,165	441,242	448,297
Non-controlling interests	57,590	53,850		-
Total equity	1,101,902	986,015	441,242	448,297

#### 1(b)(ii) Aggregate amount of group's borrowings and debt securities

- amount repayable in one year or less, or on demand
- amount repayable after one year

	Group									
	As	at 31 Dec 20	19	As	s at 31 Dec 20°	18				
	Secured	Unsecured	Total	Secured	Unsecured	Total				
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000				
Amount repayable in one year or less, or on demand  Amount repayable after one year	3,137 2,415	191,564 214,202	194,701 216,617	2,529 3,022	27,582 347,868	30,111 350,890				
Total	5,552	405,766	411,318	5,551	375,450	381,001				

#### **Details of any collateral**

Certain of the Group's bearer plants, land use rights and property plant and equipment are pledged to secure facilities from financial institutions.

As at 31 December 2019, the Group has undrawn committed unsecured credit facilities available of US\$95.0 million, which may be utilised for the Group's general corporate purposes. The Group also has additional committed unsecured credit facilities of US\$230.0 million available for drawdown from February to June 2020, which may be utilised for the partial or full refinancing of the Islamic medium term notes due in June 2020 as well as the Group's general corporate purposes.

### 1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year

		Gro	ир	
	FY 2019	FY 2018	4Q 2019	4Q 2018
	US\$'000	US\$'000	US\$'000	US\$'000
Cash flows from operating activities				
Profit before tax	131,201	181,115	51,114	25,366
Adjustments for:				
Depreciation of bearer plants and property, plant and equipment	68,745	65,138	18,188	16,127
Amortisation of land use rights and intangible assets	2,121	2,146	523	513
Losses/(gains) on disposal of bearer plants and property, plant and equipment	2,198	619	1,056	(290)
Write-off of intangible assets	-	180	-	180
Financial expenses	17,627	19,325	4,503	4,367
Interest income	(1,560)	(2,282)	(317)	(326)
Provision for expected credit losses	1,269	-	1,269	-
(Gains)/losses arising from changes in fair value of biological assets	(7,913)	3,456	(7,913)	3,456
Losses/(gains) on derivative financial instruments	808	(486)	212	(1,343)
Losses arising from changes in fair value of unquoted investment	4,900	-	4,900	-
Gains arising from changes in carrying value of plasma receivables	(2,744)	-	(2,744)	-
Operating cash flows before changes in working capital	216,652	269,211	70,791	48,050
Changes in working capital:				
Inventories	20,148	(36,133)	11,748	(15,144)
Receivables and other assets	(21,820)	(24,922)	(25,804)	2,863
Payables and other liabilities	(2,459)	5,232	5,859	(2,261)
Unrealised translation differences	598	(8,297)	580	3,497
Cash flows generated from operations	213,119	205,091	63,174	37,005
Financial expenses paid	(17,278)	(18,500)	(7,254)	(7,219)
Interest income received	1,660	2,319	452	408
Tax paid	(65,303)	(76,471)	(12,389)	(16,511)
Net cash generated from operating activities	132,198	112,439	43,983	13,683

#### 1(c) Statement of cash flows (continued)

		Gro	ир	
	FY 2019	FY 2018	4Q 2019	4Q 2018
	US\$'000	US\$'000	US\$'000	US\$'000
Cash flows from investing activities				
Capital expenditure on bearer plants	(14,085)	(31,742)	(11,238)	(9,756)
Capital expenditure on property, plant and equipment	(98,445)	(45,647)	(49,097)	(8,765)
Decrease/(increase) in advances for purchase of property, plant and equipment	10,925	(18,587)	34,929	(9,883)
(Increase)/decrease in plasma receivables	(5,839)	2,620	1,522	(1,789)
Additions to land use rights	(4,941)	(1,193)	(1,788)	(410)
Additions to other intangible assets	(8,485)	(11)	(8,485)	-
Additions to unquoted investment	(496)	-	(496)	-
Proceeds from disposal of bearer plants and property, plant and equipment	736	703	566	251
Net cash used in investing activities	(120,630)	(93,857)	(34,087)	(30,352)
Cash flows from financing activities				
Proceeds from bank loans	54,784	-	54,784	-
Repayment of bank loans	(27,917)	(113,542)	(86,958)	(6,042)
Payment of obligations under finance leases	(3,450)	(2,526)	(865)	(682)
Decrease in restricted cash balances	1,551	29	5,246	163
Dividends paid	(33,317)	(80,917)	(804)	(177)
Proceeds from equity contribution by non- controlling interests	19	-	-	-
Net cash used in financing activities	(8,330)	(196,956)	(28,597)	(6,738)
Net increase/(decrease) in cash and cash equivalents	3,238	(178,374)	(18,701)	(23,407)
Effect of exchange rate changes on cash and cash equivalents	425	(589)	466	(126)
Cash and cash equivalents at the beginning of the financial year/period	55,359	234,322	77,257	78,892
Cash and cash equivalents at the end of the financial year/period	59,022	55,359	59,022	55,359
Add: Restricted cash balances	42,989	44,540	42,989	44,540
Total cash and bank balances	102,011	99,899	102,011	99,899

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

		Attributab	le to owners of	the Company			
Group	Share capital	Differences arising from restructuring transactions involving entities under common control	Other reserves	Retained earnings	Equity attributable to owners of the Company	Non- controlling interests	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
At 1 Jan 2019	394,913	35,016	(115,119)	617,355	932,165	53,850	986,015
Profit for the year	-	-	-	89,128	89,128	4,047	93,175
Other comprehensive income							
Remeasurement losses on defined benefits plan	-	-	-	339	339	(83)	256
Net change in fair value of cash flow hedges	-	-	(2,811)	-	(2,811)	-	(2,811)
Foreign currency translation	-	=	55,890	-	55,890	2,675	58,565
Other comprehensive income for the year, net of tax	-	-	53,079	339	53,418	2,592	56,010
Total comprehensive income for the year	-	-	53,079	89,467	142,546	6,639	149,185
Distributions to owners							
Dividends paid	-	-	-	(30,399)	(30,399)	(2,918)	(33,317)
Changes in ownership interests in subsidiaries							
Equity contribution by non- controlling interests	-	-	-	-	-	19	19
Total transactions with owners in their capacity as owners	-	-	-	(30,399)	(30,399)	(2,899)	(33,298)
At 31 Dec 2019	394,913	35,016	(62,040)	676,423	1,044,312	57,590	1,101,902
At 1 Jan 2018	394,913	35,016	(34,297)	574,367	969,999	50,287	1,020,286
Profit for the year	-	-	-	120,001	120,001	7,686	127,687
Other comprehensive income							
Remeasurement gains on defined benefits plan	-	-	-	2,754	2,754	92	2,846
Net change in fair value of cash flow hedges	-	-	4,174	-	4,174	-	4,174
Foreign currency translation	-	-	(84,996)	-	(84,996)	(3,065)	(88,061)
Other comprehensive income for the year, net of tax	-	-	(80,822)	2,754	(78,068)	(2,973)	(81,041)
Total comprehensive income for the year	-	-	(80,822)	122,755	41,933	4,713	46,646
Distributions to owners							
Dividends paid	-	-	-	(79,767)	(79,767)	(1,150)	(80,917)
Total transactions with owners in their capacity as owners	-	-	-	(79,767)	(79,767)	(1,150)	(80,917)
At 31 Dec 2018	394,913	35,016	(115,119)	617,355	932,165	53,850	986,015
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#### 1(d)(i) Statement of changes in equity (continued)

		Attributabl	e to owners of t	the Company			
Group	Share capital	Differences arising from restructuring transactions involving entities under common control	Other reserves	Retained earnings	Equity attributable to owners of the Company	Non- controlling interests	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
At 1 Oct 2019	394,913	35,016	(90,871)	644,082	983,140	55,755	1,038,895
Profit for the period	-	-	-	32,002	32,002	1,478	33,480
Other comprehensive income							
Remeasurement gains/(losses) on defined benefits plan	-	-	-	339	339	(83)	256
Net change in fair value of cash flow hedges	-	-	1,554	-	1,554	-	1,554
Foreign currency translation	-	-	27,277	-	27,277	1,244	28,521
Other comprehensive income for the period, net of tax	1	-	28,831	339	29,170	1,161	30,331
Total comprehensive income for the period	-	-	28,831	32,341	61,172	2,639	63,811
Distributions to owners							
Dividends paid	-	-	-	-	-	(804)	(804)
Total transactions with owners in their capacity as owners	-	-	-	-	-	(804)	(804)
At 31 Dec 2019	394,913	35,016	(62,040)	676,423	1,044,312	57,590	1,101,902
At 1 Oct 2018	394,913	35,016	(147,893)	597,262	879,298	50,673	929,971
Profit for the period	-	-	-	17,339	17,339	1,327	18,666
Other comprehensive income							
Remeasurement gains on defined benefits plan	-	-	-	2,754	2,754	92	2,846
Net change in fair value of cash flow hedges	-	-	(5,974)	-	(5,974)	-	(5,974)
Foreign currency translation	-	-	38,748	-	38,748	1,935	40,683
Other comprehensive income for the period, net of tax	-	-	32,774	2,754	35,528	2,027	37,555
Total comprehensive income for the period	-	-	32,774	20,093	52,867	3,354	56,221
Distributions to owners							
Dividends paid	-	-	-	-	-	(177)	(177)
Total transactions with owners in their capacity as owners	-	-	-	-	-	(177)	(177)
At 31 Dec 2018	394,913	35,016	(115,119)	617,355	932,165	53,850	986,015

#### 1(d)(i) Statement of changes in equity (continued)

0	01	04	Retained	Tatal a militar
Company	Share capital US\$'000	Other reserves US\$'000	earnings US\$'000	Total equity US\$'000
At 1 Jan 2019	394,913	12,507	40,877	448,297
Profit for the year	-	12,507	26,155	26,155
Other comprehensive income			20,100	20,100
Net change in fair value of cash flow hedges	_	(2,811)	_	(2,811)
Total comprehensive income for the year	_	(2,811)	26,155	23,344
Distributions to owners		(2,011)	20,133	25,544
Dividends paid	_	_	(30,399)	(30,399)
·			(30,333)	(50,555)
Total transactions with owners in their capacity as owners	-	-	(30,399)	(30,399)
At 31 Dec 2019	394,913	9,696	36,633	441,242
At 1 Jan 2018	394,913	5,286	41	400,240
Profit for the year	-	-	120,603	120,603
Other comprehensive income			,	,
Net change in fair value of cash flow hedges	-	7,221	-	7,221
Total comprehensive income for the year	-	7,221	120,603	127,824
Distributions to owners			·	-
Dividends paid	-	-	(79,767)	(79,767)
Total transactions with owners in their capacity as owners	-	-	(79,767)	(79,767)
At 31 Dec 2018	394,913	12,507	40,877	448,297
At 1 Oct 2019	394,913	8,115	28,599	431,627
Profit for the period	-	-	8,034	8,034
Other comprehensive income		-	-	-
Net change in fair value of cash flow hedges	-	1,581	-	1,581
Total comprehensive income for the period	-	1,581	8,034	9,615
At 31 Dec 2019	394,913	9,696	36,633	441,242
At 1 Oct 2018	394,913	15,534	23,551	433,998
Profit for the period	-	-	17,326	17,326
Other comprehensive income		-	-	-
Net change in fair value of cash flow hedges	-	(3,027)	-	(3,027)
Total comprehensive income for the period	-	(3,027)	17,326	14,299
At 31 Dec 2018	394,913	12,507	40,877	448,297

#### 1(d)(i) Statement of changes in equity (continued)

#### Other Reserves

	As	at	
Group	31 Dec 2019	31 Dec 2018	
	US\$'000	US\$'000	
Capital reserve	(29,096)	(29,096)	
Revaluation reserve	279	279	
Gain on sale of treasury shares	10,322	10,322	
Hedging reserve	(1,019)	1,792	
Foreign translation reserve	(42,526)	(98,416)	
Total other reserves	(62,040)	(115,119)	

	As at			
Company	31 Dec 2019	31 Dec 2018		
	US\$'000	US\$'000		
Gain on sale of treasury shares	10,322	10,322		
Hedging reserve	(1,019)	1,792		
Foreign translation reserve	393	393		
Total other reserves	9,696	12,507		

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

There were no changes to the Company's issued and paid up share capital in the three months ended 31 December 2019.

	Company	
	31 Dec 2019	31 Dec 2018
Number of issued shares excluding treasury shares and subsidiary holdings of the Company	1,584,072,969	1,584,072,969

There were no shares that may be issued upon conversion of any outstanding convertibles as at 31 December 2019 and 31 December 2018.

The Company did not hold any treasury shares and there were no subsidiary holdings as at 31 December 2019 and 31 December 2018.

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year

The Company's total number of issued shares excluding treasury shares as at 31 December 2019 and 31 December 2018 were 1,584,072,969.

1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on

Not applicable.

1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on

Not applicable.

2. Whether the figures have been audited, or reviewed and in accordance with which auditing standard or practice

The financial statements presented above have not been audited or reviewed by the Company's auditor.

3. Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of matter)

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

The accounting policies and methods of computation applied by the Group and Company are consistent with those used in the previous financial year except for the new and revised standards that are effective for annual periods beginning on or after 1 January 2019. The adoption of these standards has no significant impact to the Group and the Company.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

Please refer to item 4 above.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

	Group				
	FY 2019	FY 2018	4Q 2019	4Q 2018	
Weighted average number of shares applicable to basic EPS computation	1,584,072,969	1,584,072,969	1,584,072,969	1,584,072,969	
Weighted average number of shares based on fully diluted basis	1,584,072,969	1,584,072,969	1,584,072,969	1,584,072,969	
EPS - basic (US cents)	5.63	7.58	2.02	1.09	
EPS - diluted (US cents)	5.63	7.58	2.02	1.09	

- 7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-
  - (a) current financial period reported on; and
  - (b) immediately preceding financial year

	Group		Group Compan	
	31 Dec 2019 31 Dec 2018		31 Dec 2019	31 Dec 2018
	US\$	US\$	US\$	US\$
Net asset value per ordinary share	0.66	0.59	0.28	0.28

- 8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-
  - (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
  - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

#### REVIEW OF GROUP FINANCIAL PERFORMANCE BY BUSINESS SEGMENT

#### **SALES VOLUME**

	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change
	Tonne	Tonne	%	Tonne	Tonne	%
Plantations and Palm Oil Mills						
- Crude palm oil	844,626	826,842	2.2%	248,408	211,530	17.4%
- Palm kernel	191,096	190,298	0.4%	60,205	44,752	34.5%
Refinery and Processing	1,167,641	1,011,037	15.5%	332,777	255,974	30.0%

Note: Sales volume include inter-segment sales

#### **SALES**

	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change
	US\$'000	US\$'000	%	US\$'000	US\$'000	%
Plantations and Palm Oil Mills						
- Crude palm oil	395,162	446,587	(11.5%)	116,450	104,376	11.6%
- Palm kernel	53,721	75,202	(28.6%)	15,527	15,125	2.7%
- Fresh fruit bunches	14,294	13,034	9.7%	3,275	3,062	7.0%
	463,177	534,823	(13.4%)	135,252	122,563	10.4%
Refinery and Processing	592,666	604,722	(2.0%)	178,457	138,815	28.6%
Inter-segment elimination	(440,954)	(506,058)	(12.9%)	(129,468)	(115,888)	11.7%
Total Sales	614,889	633,487	(2.9%)	184,241	145,490	26.6%

#### **EBITDA**

	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change
	US\$'000	US\$'000	%	US\$'000	US\$'000	%
Plantations and Palm Oil Mills	177,050	249,743	(29.1%)	51,218	46,853	9.3%
Refinery and Processing	28,937	16,989	70.3%	20,275	6,588	207.8%
Inter-segment elimination	12,812	(8,840)	n.m.	3,999	(5,897)	n.m.
Total EBITDA	218,799	257,892	(15.2%)	75,492	47,544	58.8%

n.m. - not meaningful

#### **REVIEW OF INCOME STATEMENT**

#### Overview

The Group recorded a net profit of US\$89.1 million in FY2019, a decline of 25.7% against FY2018 and a 17.4% decrease in profit from operations to US\$154.6 million. The lower net profit and profit from operations reflected the effects of weaker palm oil prices, partially mitigated by the higher sales volumes achieved.

For 4Q2019, net profit increased by 84.6% to US\$32.0 million while profit from operations was up by 131.1% to US\$63.4 million, boosted by the higher production and sales volumes during the last quarter.

Excluding the provision for expected credit losses and gains/(losses) arising from changes in fair value of biological assets and unquoted investment, the underlying net profit for the Group would have decreased by 27.3% and increased by 60.3% for FY2019 and 4Q2019 respectively.

#### Sales

Sales dipped marginally by 2.9% to US\$614.9 million in FY2019. For 4Q2019, sales grew by 26.6% to US\$184.2 million from higher sales volumes.

#### **Cost of Sales**

Cost of sales comprises mainly harvesting costs, plantation maintenance costs, plantation general expenses and processing costs, as well as fresh fruit bunches ("FFB") and other palm oil products purchased from plasma farmers or third parties. The Group's cost of sales increased by 9.3% to US\$387.7 million in FY2019 and 14.3% to US\$105.3 million in 4Q2019, mainly due to the higher sales volumes.

#### **Gross Profit**

Gross profit declined by 18.5% to US\$227.2 million in FY2019 with gross profit margin coming in at 36.9% (FY2018: 44.0%), reflecting the effects of weaker palm oil prices.

For 4Q2019, gross profit grew by 47.9% to US\$79.0 million with gross profit margin of 42.9% (4Q2018: 36.7%), boosted by the higher production and sales volumes during the quarter.

#### Gains/(Losses) Arising From Changes in Fair Value of Biological Assets

The Group recognised gains arising from changes in fair value of biological assets amounting to US\$7.9 million in FY2019 and 4Q2019, as compared to losses of US\$3.5 million in the prior year. The fair value of biological assets as at balance sheet date is determined based on the expected net cash inflows of the agricultural produce (i.e. FFB) growing on bearer plants. The fair value gains recorded in 2019 was mainly due to the higher FFB price used in the valuation as compared to the previous year.

#### **Selling and Distribution costs**

Selling and distribution expenses decreased by 12.7% to US\$50.2 million in FY2019, mainly due to the lower export taxes. For 4Q2019, selling and distribution expenses increased by 7.3% to US\$15.9 million.

#### **General and Administrative expenses**

General and administrative expenses came in at US\$29.7 million for FY2019, a slight increase of 3.7% against the previous year. For 4Q2019, general and administrative expenses increased by 18.9% to US\$8.5 million, mainly due to higher accruals for employee related costs.

#### **REVIEW OF INCOME STATEMENT (continued)**

#### **EBITDA**

The Group's EBITDA dipped by 15.2% to US\$218.8 million in FY2019, mainly impacted by the lower average selling prices.

For 4Q2019, EBITDA increased by 58.8% to US\$75.5 million, primarily boosted by the higher production and sales volumes.

#### **Depreciation and Amortisation**

Depreciation and amortisation increased by 5.3% to US\$70.9 million in FY2019 and 12.4% to US\$18.7 million in 4Q2019, largely due to the higher depreciation from the Group's increased mature plantation hectarage, CPO mills and other property, plant and equipment.

#### Gains/(Losses) on Foreign Exchange

The Group recorded gains on foreign exchange of US\$0.2 million in FY2019 (FY2018: US\$8.3 million) and losses of US\$0.7 million in 4Q2019 (4Q2018: US\$1.9 million). These arose mainly from the impact of foreign currency movements on monetary assets and liabilities of the subsidiaries.

#### (Losses)/Gains on Derivative Financial Instruments

The Group recorded losses on derivative financial instruments of US\$0.8 million in FY2019 (FY2018: gains of US\$0.5 million) and losses of US\$0.2 million in 4Q2019 (4Q2018: gains of US\$1.3 million). These arose primarily from financial instruments entered into by the Group to hedge its exposure to commodity price and foreign currency movements during the course of its business.

#### **Losses Arising From Changes in Fair Value of Unquoted Investment**

The Group recognised losses arising from changes in fair value of unquoted investment amounting to US\$4.9 million in FY2019 and 4Q2019. The fair value of the unquoted investment is determined by reference to the investee's adjusted net asset value less costs to sell, on the basis that the adjusted net asset value approximates its recoverable amount at reporting date. The fair value losses recorded in 2019 was mainly due to deterioration in the financial position of the investee during the year.

#### **Net Financial Expenses**

	FY 2019	FY 2018	Change	4Q 2019	4Q 2018	Change
	US\$'000	US\$'000	%	US\$'000	US\$'000	%
Interest expenses and amortisation on loans and borrowings from financial institutions	5,474	7,172	(23.7%)	1,440	1,304	10.4%
Profit distribution and amortisation on Islamic medium term notes	12,153	12,153	•	3,063	3,063	-
	17,627	19,325	(8.8%)	4,503	4,367	3.1%
Interest income	(1,560)	(2,282)	(31.6%)	(317)	(326)	(2.8%)
Net financial expenses	16,067	17,043	(5.7%)	4,186	4,041	3.6%

#### **REVIEW OF INCOME STATEMENT (continued)**

#### **Net Financial Expenses (continued)**

Net financial expenses decreased by 5.7% to US\$16.1 million in FY2019, mainly due to the reduction in interest expenses from a US\$100.0 million prepayment of bank loans in 2Q2018, partially offset by lower interest income earned on cash and bank balances. For 4Q2019, net financial expenses amounted to US\$4.2 million, an increase of 3.6% from 4Q2018.

#### Tax Expense and Net profit

Tax expense came in at US\$38.0 million in FY2019 (FY2018: US\$53.4 million) and US\$17.6 million in 4Q2019 (4Q2018: US\$6.7 million), along with the lower/higher taxable income of the Group. In addition, the effective tax rate for the year remained higher than the corporate tax rates in the countries where the Group operates as it included the effects of withholding tax expense on income received from foreign subsidiaries as well as adjustments in respect of prior years.

As a result of the foregoing, profit attributable to owners of the Company decreased by 25.7% to US\$89.1 million in FY2019 and increased by 84.6% to US\$32.0 million in 4Q2019.

#### **REVIEW OF BALANCE SHEET**

Total assets of the Group increased from US\$1,571.0 million as at 31 December 2018 to US\$1,708.9 million as at 31 December 2019. Non-current assets increased by 12.4% to US\$1,395.8 million, mainly due to the appreciation of Indonesian Rupiah ("IDR") against United States Dollar ("USD") during the year as well as the Group's capital expenditure on oil palm plantations, palm oil mills and other property, plant and equipment. These were partially offset by the depreciation of bearer plants and property, plant and equipment. The Group's current assets decreased by 5.0% to US\$313.1 million, mainly contributed by the lower inventories and advances for purchase of property, plant and equipment, partially offset by higher biological assets and trade receivables.

Total liabilities of the Group increased by 3.8% from US\$585.0 million as at 31 December 2018 to US\$607.0 million as at 31 December 2019, mainly from the increase in gross borrowings.

Gross borrowings increased by US\$30.3 million to US\$411.3 million as at 31 December 2019 (31 December 2018: US\$381.0 million), primarily due to a net drawdown of bank loans.

Taking into consideration the increase in cash and bank balances during the year, net borrowings increased from US\$281.1 million as at 31 December 2018 to US\$309.3 million as at 31 December 2019, with net gearing ratio at 0.28x (31 December 2018: 0.29x).

As at 31 December 2019, the Group was in a net current liabilities position of US\$1.3 million, which included the Islamic medium term notes due in June 2020 that can be refinanced using the US\$230.0 million of committed unsecured credit facilities obtained by the Company during 2019.

The Group's total equity increased by 11.8% from US\$986.0 million as at 31 December 2018 to US\$1,101.9 million as at 31 December 2019, partly contributed by the foreign currency translation gains arising from the appreciation of IDR against USD during the year.

#### **REVIEW OF CASH FLOW STATEMENT**

The Group generated net cash of US\$132.2 million from its operating activities in FY2019 as compared to US\$112.4 million in FY2018. In 4Q2019, net cash generated from operating activities amounted to US\$44.0 million as compared to US\$13.7 million in 4Q2018, mainly contributed by the higher sales volumes. The higher cash generated from operating activities in FY2019 and 4Q2019 were also due to the effects of net inventory drawdowns in FY2019 and 4Q2019, as compared to build-ups in the corresponding prior periods.

Net cash used in investing activities amounted to US\$120.6 million in FY2019 (FY2018: US\$93.9 million) and US\$34.1 million in 4Q2019 (4Q2018: US\$30.4 million), primarily relating to the Group's capital expenditure on oil palm plantations, palm oil mills and other property, plant and equipment.

Net cash used in financing activities amounted to US\$8.3 million in FY2019 as compared to US\$197.0 million in FY2018. For 4Q2019, net cash used in financing activities amounted to US\$28.6 million as compared to US\$6.7 million in 4Q2018. The higher cash used in financing activities during FY2018 included prepayment of bank loans amounting to US\$100.0 million and a higher amount of dividends paid as compared to FY2019. For 4Q2019, the cash used in financing activities included repayment of bank loans amounting to US\$87.0 million, partially offset by US\$54.8 million of proceeds from drawdown of bank loans.

Overall, the Group registered an increase in cash and cash equivalents of US\$3.2 million in FY2019, bringing the Group's cash and bank balances to US\$102.0 million as at 31 December 2019.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

Not applicable.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

Palm oil prices have rallied in 4Q2019 on expectations of tightening supply growth and drawdown in inventory levels, although recent concerns over the COVID-19 has been an overhang on CPO prices, due to downside risk to demand from China.

The Group believes that supply-demand dynamics of the palm oil industry remain favourable, contributed by expectations of slowdown in production growth from dry weather and lower fertiliser application last year, as well as the boost from Indonesia's B30 biodiesel mandate. Other macro factors such as developments in the US-China trade deal and the soybean and crude oil markets will continue to influence CPO prices.

#### 11. Dividends

#### (a) Current financial period reported on

#### Any dividend declared for the current financial period reported on?

Yes.

Name of Dividend	Interim dividend	Proposed final dividend	
Dividend Type	Cash	Cash	
Dividend Amount per Share	0.625 Singapore cents	1.725 Singapore cents	
Tax Rate	Tax-exempt, one-tier	Tax-exempt, one-tier	

#### (b) Corresponding period of the immediately preceding financial year

### Any dividend declared for the corresponding period of the immediately preceding financial year?

Yes.

Name of Dividend	Interim dividend	Final dividend
Dividend Type	Cash	Cash
Dividend Amount per Share	1.25 Singapore cents	2.00 Singapore cents
Tax Rate	Tax-exempt, one-tier	Tax-exempt, one-tier

#### (c) Date payable

Payment of the proposed final dividend, if approved by the members at the Annual General Meeting to be held on 24 April 2020, will be made on 14 May 2020.

#### (d) Record date

Notice is hereby given that the Register of Members and Register of Transfers of the Company will be closed on 6 May 2020 for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623, up to 5.00 p.m. on 5 May 2020 will be registered to determine shareholders' entitlements to the proposed final dividend. Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 5 May 2020 will be entitled to the proposed final dividend.

### 12. If no dividend has been declared or recommended, a statement to that effect and the reason(s) for the decision

Not applicable.

## 13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect

Name of Interested Person	Nature of relationship	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
Eight Capital Advisors Pte. Ltd.	Associate of Eight Capital Inc.	-	333
PT Riau Agung Karya Abadi	Associate of Eight Capital Inc.	118	7,583
PT Borneo Bhakti Sejahtera	Associate of Eight Capital Inc.	-	1,107
PT Surya Dumai Industri	Associate of Ciliandra Fangiono & Fang Zhixiang	-	294
Total		118	9,317

### 14. Confirmation of Directors and Executive Officers' Undertakings pursuant to Rule 720(1) of the Listing Manual

The Company hereby confirms that it has procured undertakings from its directors and executive officers under Rule 720(1) of the Listing Manual.

#### PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

15. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

	Plantations and Palm Oil Mills	Refinery and Processing	Elimination	Total
FY 2019	US\$'000	US\$'000	US\$'000	US\$'000
Sales:				
External customers	22,223	592,666	-	614,889
Inter-segment	440,954	-	(440,954)	-
Total sales	463,177	592,666	(440,954)	614,889
Results:				
EBITDA	177,050	28,937	12,812	218,799
Depreciation and amortisation	(63,544)	(7,322)	-	(70,866)
Gains arising from changes in fair value of biological assets	7,913	-	-	7,913
Provision for expected credit losses	(1,269)	-	-	(1,269)
Profit from operations	120,150	21,615	12,812	154,577
Gains on foreign exchange				181
Losses on derivative financial instruments				(808)
Net financial expenses				(16,067)
Losses arising from changes in fair value of unquoted investment				(4,900)
Other non-operating expenses				(1,782)
Profit before tax				131,201

#### 15. Segmented revenue and results for business or geographical segments (continued)

	Plantations and Palm Oil Mills	Refinery and Processing	Elimination	Total
FY 2018	US\$'000	US\$'000	US\$'000	US\$'000
Sales:				
External customers	28,765	604,722	-	633,487
Inter-segment	506,058	-	(506,058)	-
Total sales	534,823	604,722	(506,058)	633,487
Results:				
EBITDA	249,743	16,989	(8,840)	257,892
Depreciation and amortisation	(59,755)	(7,529)	-	(67,284)
Losses arising from changes in fair value of biological assets	(3,456)	-	-	(3,456)
Profit from operations	186,532	9,460	(8,840)	187,152
Gains on foreign exchange				8,256
Gains on derivative financial instruments				486
Net financial expenses				(17,043)
Other non-operating income				2,264
Profit before tax				181,115

### 16. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments

Not applicable.

#### 17. A breakdown of sales

	Group		
	FY 2019	FY 2018	Change
	US\$'000	US\$'000	%
Sales reported for first half year	293,033	316,570	(7.4%)
Profit after tax before deducting non-controlling interests reported for first half year	30,391	67,842	(55.2%)
Sales reported for second half year	321,856	316,917	1.6%
Profit after tax before deducting non-controlling interests reported for second half year	62,784	59,845	4.9%

### 18. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

	FY 2019		FY 2018	
	S\$'000	US\$'000 equivalent	S\$'000	US\$'000 equivalent
Ordinary – Interim (paid)	9,900	7,157	19,801	14,397
Ordinary – Final (paid)	-	-	31,681	23,242
Ordinary – Final (proposed)	27,325	20,286*	-	-
Total	37,225	27,443	51,482	37,639

<sup>\*</sup> Based on SGD/USD exchange rate of 1.3470.

# 19. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Ciliandra Fangiono	43	Brother of Fang Zhixiang (Director and Deputy Chief Executive Officer)	Director and Chief Executive Officer since 2007 - Responsible for overall management and strategic initiatives of the Group	No change
Fang Zhixiang	42	Brother of Ciliandra Fangiono (Director and Chief Executive Officer)	Deputy Chief Executive Officer since 2007 - Responsible for the Group's daily operations, including new plantations development Director since 2014	No change

#### BY ORDER OF THE BOARD

Ciliandra Fangiono

Director and Chief Executive Officer 26 February 2020