GENTING
PLANTATIONS

ANNUAL REPORT

2011

GENTING PLANTATIONS BERHAD (34993-X)

GENTING PLANTATIONS

www.gentingplantations.com

OUR VISION

We strive:

To become a leader in the plantation industry.

To embark aggressively onto value-added downstream manufacturing activities which are synergistic to our core business.

To enhance return on the company land bank through property development activities.

To adopt a market-driven and customer-oriented approach, with emphasis on product quality and diversity.

To strengthen our competitive position by adopting new technologies and innovations.

As people are the key to achieving the company's vision, we are committed to develop our employees and create a highly motivating and rewarding environment for them.

CONTENTS

CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present the Annual Report and Audited Financial Statements of Genting Plantations Berhad ("our Company") and its subsidiaries ("our Group") for the year ended 31 December 2011.

> "For Genting Plantations Berhad, 2011 was a particularly memorable year as it marked our Group's best ever financial performance."

Financial market turbulence, increased fiscal uncertainties, uneven economic growth trends and socio-political unrest -- these were some of the dominant themes that shaped the global economy in 2011.

In the face of the uncertain economic conditions, the palm oil industry demonstrated resilience in 2011. Sustained growth in demand and spillover strength from related agricultural and energy commodities helped ensure that palm oil product prices stayed firm throughout the year to average considerably above the previous year's level.

For Genting Plantations Berhad, 2011 was a particularly memorable year as it marked our Group's best ever financial performance. Revenue reached RM1.34 billion, up 35% from the previous year, while pre-tax profit rose 37% to RM601.3 million. The record results were underpinned not only by the favourable palm product prices, but more importantly, by strong production growth across our Group's Peninsular Malaysia and Sabah estates. What is all the more pleasing to note is that our Group's commendable performance came amid broadly challenging global economic conditions.

As the leading earnings contributor, the Plantation Division kept up its forward momentum in 2011, achieving marked increases of 33% and 38% year-on-year in revenue and adjusted earnings before interest, tax, depreciation ("EBITDA") to RM1.20 billion and RM606.9 million respectively. Production of fresh fruit bunches totalled 1.37 million metric tonnes, a sizeable 15% improvement over the previous year. The rise in production owes as much to our Group's own productivity-enhancing initiatives as it does to the biological upturn in yields experienced during the year, especially in the Sabah region, as well as the growing contribution from our Indonesian estates. Complementing the gains in crop output, average achieved prices of palm products also strengthened, with CPO at RM3,240 per metric tonne and palm kernel at RM2,235 per metric tonne compared with RM2,738 and RM1,754 respectively in the previous year.

2011 was similarly a positive period for the Property Division. The stream of negative newsflow out of the advanced economies did little to diminish investors' appreciation for attractively-valued, well-located property investment opportunities. The country's prevailing accommodative interest rate environment coupled with the appealing property offerings of our Group formed the building blocks for a further pick-up in property sales during the year. Yet again, befitting of its status as our Group's flagship development, Genting Indahpura in Kulaijaya, Johor was the standout sales contributor. Overall, the Property Division registered revenue of RM136.5 million and adjusted EBITDA of RM22.1 million, 55% and 81% higher respectively than in the previous year.

The Biotechnology Division continued throughout 2011 to carry out its research and development activities, staying well on time and on track towards the eventual commercialisation of scientific innovations that will potentially revolutionise crop productivity and sustainability.

We see our Group's achievements thus far only as added motivation for us to redouble efforts and reach for even greater heights. Hence, with sights set firmly on future progress, our Group unveiled several significant corporate initiatives and developments in 2011.

On 18 May 2011, the acquisition of the entire equity interest in GBD Holdings Ltd ("GBD") for a total consideration of USD13.3 million was announced, signalling our Group's intention to explore a potential venture into the palm oil downstream segment. GBD principally owns a well-maintained downstream manufacturing plant strategically-located in the Palm Oil Industrial Cluster in Lahad Datu, Sabah. Having seized on the rare opportunity to obtain a quality asset at a very reasonable price, our Group is promptly working towards putting it to good commercial use to create added value.

In an occasion that created a buzz of excitement at home and abroad, Johor Premium Outlets, our Group's joint venture with U.S. real estate giant Simon Property Group, opened for business with a flourish in December 2011. Located within Genting Indahpura, Johor Premium Outlets celebrated its grand opening on 11 December 2011, officiated by the Prime Minister of Malaysia. The first such upscale outlets centre of its kind in Southeast Asia stands in good stead to establish itself as a popular destination for discerning shoppers in the region.

Meanwhile, the expansion of the upstream plantation business continued in earnest in 2011 as our Group's footprint in Indonesia was further enlarged. On 20 December 2011, the subscription of shares representing 70% of PT Citra Sawit Cemerlang ("PT CSC") was completed, resulting in PT CSC becoming our Company's indirect subsidiary. With the completion of the subscription, our Group has, thus, secured an area measuring 15,119 hectares under Location Permit in Kabupaten Ketapang, Kalimantan Barat for oil palm cultivation. The addition of the new area is timely as it comes just as our Group's other joint venture plantation development projects in Indonesia are hitting their stride on all fronts. This includes the site in Kabupaten Sanggau, Kalimantan Barat, where planting works commenced in the second half 2011, while over at Kabupaten Kapuas, Kalimantan Tengah, another important milestone was reached as harvesting began in late 2011.

Powering ahead with our growth objectives in Indonesia, our Group entered on 13 April 2012 into a Sale and Purchase and Subscription Agreement with Global Agrindo Investment Company Limited and Global Agripalm Investment Holdings Pte Ltd for the purpose of establishing a joint venture for the development and cultivation of approximately 74,000 hectares of oil palm plantation in Kabupaten Kapuas and Barito Selatan, Kalimantan Tengah. The proposed joint venture, which will substantially enlarge our Group's landbank, is expected to be completed by the end of the second quarter.

Our Group recognises that the sharing of financial success with shareholders through the distribution of dividends in the immediate-term is as important as the retention of sufficient capital to support long-term growth objectives. Striking the appropriate balance between the two considerations is certainly one of the hallmarks of a business that can provide sustainable returns to all shareholders.

In this regard, the Board of Directors has recommended a final dividend of 5.75 sen per ordinary share of 50 sen, less 25% tax, for the financial year ended 31 December 2011. This, combined with the special dividend of 6.25 sen per ordinary share paid on 27 March 2012 and the interim dividend of 4.25 sen per ordinary share paid on 18 October 2011, takes the total dividends for the 2011 financial year to 16.25 sen.

Looking at the analyses of the experts, 2012 appears to be a year that could be fraught with volatility and potential pitfalls for the global economy.

With no quick fix in sight to Europe's fiscal quandary and the U.S. economy yet to fully shed its vulnerabilities, the threat of a severe slowdown in growth spreading to every part of the globe is not being easily dismissed by pundits. As it stands, most forecasts are calling for at least some degree of moderation in the rate of global economic expansion in 2012. Catastrophic natural disasters and the risk of more political upheaval in the oil-producing region of the Middle East and North Africa are also being cited as potential black swan events that would only serve to complicate the world's economic prospects even further.

The dark clouds that loom over the horizon suggest that many businesses may be in for a bumpy ride ahead in 2012. Yet, if recent history is any indication, then there is justification for the palm oil industry to remain upbeat in weathering any impending storms. That is because data have shown that even during the 2008/2009 global financial crisis that dragged many nations into recession, worldwide palm oil consumption did not stop growing.

CHAIRMAN'S STATEMENT (cont'd)

It is not difficult to see why palm oil has maintained its resilience and expanded its market share year after year, even during times of economic headwinds. Palm oil can more than stand on its own merits. Besides being the most widely-available and affordable vegetable oil, palm oil also boasts scientifically-proven nutritional properties and its versatility renders it ideal for a multitude of food and non-food uses. More impressively, studies have proven that palm oil is teeming with latent commercial potential that is still waiting to be unlocked.

Put simply, palm oil has proven to be vital in meeting the world's dietary and energy needs and this reality reinforces our Group's confidence in the long-term future of the oil palm plantation business. Furthermore, our Group's commitment to continuous operational efficiency improvements, along with our growing upstream presence in Indonesia and pioneering biotechnological breakthroughs, are set to keep our plantation business firmly on the path of progress for the long run.

For the Malaysian property sector, general market performance is typically more closely-linked to the direction of the broader economy and may also be affected by any tightening of home financing terms. Nevertheless, with increased marketing efforts and astute planning on our part, our Group's product offerings should continue to appeal to buyers seeking quality, attractively-valued properties. Johor Premium Outlets, meanwhile, is well-positioned to be an important catalyst for the performance of our Property Division in the forthcoming years.

In moving forward, while the economic climate may turn and shift, our Group's fundamental tenet remains the same: to manifest the agility, prudence and foresight needed not only to overcome challenges but to turn adversities into opportunities.

To our Group, sustainability is not simply another corporate motto or a set of compliance principles. Instead, sustainability defines the values that lie at the core of how we do business. Since the early days, our Group has continually strived to operate in a way that reflects the essence of sustainability -- that is, care and respect for the environment and society. These convictions will remain our enduring commitment.

Through the four pillars of environment, community, workplace and marketplace, our Group's sustainability agenda aims not just to minimise the potential negative effects, but also to foster positive benefits for all stakeholders. Being involved in a business whose very fortunes are intertwined with the gifts of nature, our Group can appreciate the value of constructive environmental stewardship. Moreover, the vast geographical spread of our Group's activities puts us in a unique position to reach out to the often-isolated communities.

Whether in environment conservation and waste management or in providing education opportunities and better livelihoods for communities in the areas where we operate, we continued in 2011 on our journey of deepening and widening the scope of our stakeholder engagement, not only within the framework of exacting industry standards like the Roundtable on Sustainable Palm Oil, but also well beyond. Charitable giving was again very much a part of our Group's corporate responsibility thrust in 2011 as we remain committed to answering the unspoken call of the disadvantaged in society for a helping hand.

Our approach to sustainability was given recognition in 2011, with our Group receiving Merit Awards for "Corporate Social Responsibility" and "Best Return to Shareholders" that were jointly awarded by Malaysian Business and Chartered Institute of Management Accountants.

On behalf of the Board of Directors and the entire Group, I wish to express our heartfelt gratitude to Y. Bhg. Tan Sri Mohd Amin bin Osman for serving with distinction as Chairman for more than 19 years before retiring on 1 October 2011. His contribution to our Group has been nothing short of immense, the direct result of which is the steady growth of our Group to emerge as a leading regional plantation company during his illustrious tenure at the helm.

On a personal note, I am honoured and humbled by the confidence that the Board and the Group as a whole have bestowed on me to take up the position of Chairman of this organisation. I will work closely with my fellow distinguished board members in fulfilling our collective responsibilities with utmost integrity, humility and commitment.

The Board has been strengthened with the appointment of two new directors on 23 November 2011, namely Mr Ching Yew Chye as Independent, Non Executive Director and Mr Lim Keong Hui as Non Independent, Non Executive Director. Their appointment is a welcome development as their diverse expertise and extensive knowledge will add much value to the Board in decision-making and in the upholding of good corporate governance standards.

The Board wishes to record our thanks to all shareholders of our Group for the continued trust placed in us to act as guardians of their best interests. Thanks is also extended to the business partners of our Group as well as to the relevant governing authorities and regulatory bodies for their support.

Most of all, special appreciation is reserved for the management and employees of our Group for their professionalism, dynamism and dedication.

The exemplary team spirit showed by everyone at Genting Plantations Berhad has been the foundation for the success of our Group thus far and will no doubt be the cornerstone of our ascent to even higher levels in the forthcoming years.

Thank you.

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
Chairman
10 May 2012

PENYATA PENGERUSI

> "Bagi Genting Plantations Berhad, 2011 merupakan tahun yang tidak dapat dilupakan kerana ia mencatatkan prestasi kewangan terbaik yang pernah dicapai oleh Kumpulan kami."

Pemegang Saham Sekalian,

Bagi pihak Lembaga Pengarah, sukacita saya membentangkan Laporan Tahunan dan Penyata Kewangan Beraudit Genting Plantations Berhad ("Syarikat kami") dan anak-anak syarikatnya ("Kumpulan kami") bagi tahun berakhir 31 Disember 2011.

Pergolakan pasaran kewangan, ketidaktentuan fiskal yang meningkat, trend perkembangan ekonomi yang tidak sekata dan pergolakan sosio-politik – ini merupakan beberapa tema dominan yang membentuk ekonomi global pada tahun 2011.

Dalam menghadapi keadaan ekonomi yang tidak menentu, industri minyak sawit memaparkan daya tahan dalam tahun 2011. Pertumbuhan yang mampan dalam permintaan dan limpahan keteguhan daripada komoditi pertanian dan tenaga yang berkaitan membantu memastikan harga produk minyak sawit kekal teguh sepanjang tahun dengan purata yang ternyata melebihi paras tahun sebelumnya.

Bagi Genting Plantations Berhad, 2011 merupakan tahun yang tidak dapat dilupakan kerana ia mencatatkan prestasi kewangan terbaik yang pernah dicapai oleh Kumpulan kami. Hasil mencecah RM1.34 bilion, peningkatan sebanyak 35% berbanding tahun sebelumnya, manakala keuntungan sebelum cukai meningkat 37% kepada RM601.3 juta. Keputusan yang mencatat rekod ini disokong bukan sahaja oleh harga produk sawit yang menggalakkan, tetapi lebih penting lagi, oleh pertumbuhan pengeluaran yang kukuh serata estet Kumpulan di Semenanjung Malaysia dan Sabah. Apa yang lebih memuaskan adalah bahawa prestasi Kumpulan kami yang memberangsangkan ini tercapai ketika keadaan ekonomi global yang amat mencabar.

Sebagai penyumbang perolehan utama, Bahagian Perladangan mengekalkan momentumnya pada tahun 2011, mencapai peningkatan ketara sebanyak 33% dan 38% tahun-ke-tahun dalam hasil dan perolehan diselaraskan sebelum faedah, cukai, susutan nilai dan pelunasan ("EBITDA") kepada RM1.20 bilion dan RM606.9 juta masing-masing. Pengeluaran tandan buah segar berjumlah 1.37 juta tan metrik, suatu peningkatan besar sebanyak 15% berbanding tahun sebelumnya. Peningkatan dalam pengeluaran ini didorong terutamanya oleh inisiatif Kumpulan kami meningkatkan produktiviti di samping peningkatan biologi dalam hasil yang dialami sepanjang tahun, terutamanya di kawasan Sabah, serta kenaikan pengeluaran dari ladang-ladang kami di Indonesia. Melengkapkan kenaikan dalam keluaran hasil tanaman, harga purata produk sawit yang dicapai juga bertambah kukuh, dengan CPO pada RM3,240 se tan metrik dan isirung sawit pada RM2,235 se tan metrik berbanding RM2,738 dan RM1,754 masing-masing pada tahun sebelumnya.

Begitu juga, 2011 merupakan tempoh positif buat Bahagian Hartanah. Aliran berita yang negatif dari ekonomi-ekonomi maju tidak dapat mengurangkan minat para pelabur terhadap peluang-peluang pelaburan hartanah yang berharga menarik dan berlokasi baik. Kadar faedah lazim negara yang akomodatif serta tawaran hartanah menarik Kumpulan kami membentuk asas untuk peningkatan lanjut dalam jualan hartanah sepanjang tahun ini. Sekali lagi, sesuai dengan statusnya sebagai pembangunan megah Kumpulan kami, Genting Indahpura di Kulaijaya, Johor merupakan penyumbang jualan yang paling menonjol. Secara keseluruhan, Bahagian Hartanah mencatat hasil sebanyak RM136.5 juta dan EBITDA dilaraskan sebanyak RM22.1 juta, 55% dan 81% masing-masing lebih tinggi daripada tahun sebelumnya.

Sepanjang tahun 2011, Bahagian Bioteknologi meneruskan aktiviti penyelidikan dan pembangunan, menepati masa dan kekal di landasan betul ke arah pengkomersialan inovasi saintifik yang bepotensi akan merevolusikan produktiviti dan kemampanan tanaman.

Kami menganggap kejayaan Kumpulan kami sehingga kini hanya sebagai motivasi tambahan untuk menggandakan usaha dan mencapai tahap yang lebih tinggi. Dengan itu, menetapkan pandangan kami dengan kukuh ke arah kemajuan masa depan, Kumpulan kami telah memperkenalkan beberapa inisiatif dan perkembangan korporat yang penting pada tahun 2011.

Pada 18 Mei 2011, pemerolehan keseluruhan kepentingan ekuiti dalam GBD Holdings Ltd ("GBD") untuk jumlah balasan sebanyak USD13.3 juta telah diumumkan, menandakan niat Kumpulan kami untuk meneroka potensi usaha ke segmen hiliran minyak sawit. GBD terutamanya memiliki sebuah loji pembuatan hiliran yang diselenggarakan dengan baik yang terletak secara strategik di dalam Kluster Industri Minyak Sawit di Lahad Datu, Sabah. Setelah merebut peluang keemasan untuk memperoleh aset berkualiti pada harga yang amat berpatutan, Kumpulan kami segera berusaha untuk memulakan penggunaannya secara komersial untuk menjana nilai tambahan.

Berikutan keterujaan dijana di dalam dan luar negara, Johor Premium Outlets, usaha sama Kumpulan kami dengan syarikat hartanah gergasi A.S., Simon Property Group, telah dibuka untuk perniagaan dengan sambutan besar pada bulan Disember 2011. Johor Premium Outlets yang terletak di Genting Indahpura telah mengadakan pembukaan secara rasmi pada 11 Disember 2011, dirasmikan oleh Perdana Menteri Malaysia. Pusat saluran kelas atasan seumpama yang pertama di Asia Tenggara meletakkannya dalam kedudukan yang baik untuk memantapkan dirinya sebagai destinasi popular buat pembeli-pembeli arif di rantau ini.

Sementara itu, perkembangan perniagaan perladangan huluan diteruskan dengan bersungguh-sungguh pada tahun 2011 apabila penglibatan kami di Indonesia terus diperluaskan. Pada 20 Disember 2011, langganan saham yang mewakili 70% PT Citra Sawit Cemerlang (“PT CSC”) telah dilaksanakan sepenuhnya, menyebabkan PT CSC menjadi anak syarikat tidak langsung Syarikat kami. Dengan pelaksanaan penuh langganan tersebut, Kumpulan kami dengan itu telah mendapat kawasan seluas 15,119 hektar di bawah Izin Lokasi di Kabupaten Ketapang, Kalimantan Barat untuk menanam kelapa sawit. Tambahan kawasan baru ini amat tepat pada masanya kerana ia berlaku semasa projek-projek pembangunan ladang usaha sama Kumpulan kami yang lain di Indonesia mulai giat secara menyeluruh. Ini termasuk tapak di Kabupaten Sanggau, Kalimantan Barat di mana kerja-kerja penanaman bermula pada separuh kedua tahun 2011, manakala di Kabupaten Kapuas, Kalimantan Tengah, satu lagi mercu tanda penting tercapai apabila penuaian dimulakan pada penghujung 2011.

Memacu kehadapan dengan objektif pertumbuhan kami di Indonesia, pada 13 April 2012, Kumpulan kami telah mengikat perjanjian Jual Beli dan Langganan dengan Global Agrindo Investment Company Limited dan Global Agripalm Investment Holdings Pte Ltd bagi tujuan mewujudkan usahasama untuk pembangunan dan penanaman lebih kurang 74, 000 hektar ladang kelapa sawit di Kabupaten Kapuas dan Barito Selatan, Kalimantan Tengah. Cadangan usaha sama yang dijangka siap menjelang akhir suku kedua tahun ini akan memperluaskan lagi pegangan tanah Kumpulan kami.

Kumpulan kami menyedari bahawa perkongsian kejayaan kewangan dengan para pemegang saham melalui pengagihan dividen dalam tempoh terdekat adalah penting sebagai pengekalan modal yang mencukupi untuk menyokong objektif pertumbuhan jangka panjang. Mencapai keseimbangan yang wajar antara kedua-dua pertimbangan ini merupakan salah satu mercu tanda perniagaan yang dapat memberi pulangan yang berterusan kepada semua pemegang saham.

Dalam hal ini, Lembaga Pengarah telah mengesyorkan dividen akhir sebanyak 5.75 sen bagi setiap saham biasa bernilai 50 sen, ditolak cukai sebanyak 25%, bagi tahun kewangan berakhir 31 Disember 2011. Ini, digabungkan dengan dividen khas sebanyak 6.25 sen bagi setiap saham biasa yang dibayar pada 27 Mac 2012 dan dividen interim sebanyak 4.25 sen bagi setiap saham biasa yang dibayar pada 18 Oktober 2011, menjadikan jumlah dividen bagi tahun kewangan 2011 sebanyak 16.25 sen.

Melihat kepada analisis pakar, 2012 dijangka suatu tahun yang penuh dengan ketidaktentuan dan ekonomi global mungkin terperangkap dengan kesulitan.

Dengan penyelesaian jangka singkat tidak dijangka bagi masalah fiskal Eropah sementara ekonomi A.S. belum mengatasi kelemahan dengan sepenuhnya, ancaman kemelesetan dalam pertumbuhan merebak ke serata dunia tidak dapat ditolak dengan mudah. Buat masa ini, kebanyakan ramalan mengesyorkan kesederhanaan dalam kadar perkembangan ekonomi global dalam tahun 2012. Malapetaka bencana alam dan risiko pergolakan politik di rantau pengeluaran minyak Timur Tengah dan Afrika Utara juga dianggap sebagai kejadian angsa hitam yang akan merumitkan lagi prospek ekonomi dunia.

Awan gelap di kaki langit mencadangkan bahawa banyak perniagaan akan melalui kesukaran pada tahun 2012. Walau bagaimanapun, jika sejarah baru-baru ini merupakan suatu petunjuk, maka terdapat alasan bagi industri minyak sawit untuk kekal yakin dalam menempuh sebarang rintangan yang akan berlaku. Ini adalah kerana data telah menunjukkan bahawa walaupun semasa krisis kewangan global 2008/2009 yang mengheret banyak negara ke dalam kemelesetan, penggunaan minyak sawit serata dunia masih terus meningkat.

Bukan sukar untuk melihat mengapa minyak sawit berjaya mengekalkan daya tahannya dan memperluaskan bahagian pasarannya tahun demi tahun, walaupun ketika rintangan ekonomi. Minyak sawit berupaya bertanding berdasarkan kelebihannya sendiri. Selain menjadi minyak sayuran yang paling senang diperoleh dan paling mampu dibeli, minyak sawit juga mempunyai sifat berkhasiat yang terbukti secara saintifik dan cirinya yang serba boleh menjadikannya sesuai untuk pelbagai kegunaan makanan dan bukan makanan. Yang lebih mengagumkan, kajian telah membuktikan bahawa minyak sawit penuh dengan potensi komersial terpendam yang masih belum didedahkan.

Secara ringkasnya, minyak sawit telah terbukti sebagai mustahak dalam memenuhi keperluan pemakanan dan tenaga dunia dan realiti ini mengukuhkan keyakinan Kumpulan kami dalam masa depan jangka panjang perniagaan perladangan kelapa sawit. Tambahan lagi, komitmen Kumpulan kami terhadap peningkatan kecekapan operasi yang berterusan, bersama dengan kehadiran huluan kami yang semakin berkembang di Indonesia dan menerajui kejayaan bioteknologi, akan menjamin hala perniagaan perladangan kami ke arah kemajuan dalam jangka panjang.

Bagi sektor hartanah Malaysia, prestasi pasaran am lazimnya berkait rapat dengan hala tuju ekonomi secara meluas dan juga mungkin terjejas jika terma-terma pembiayaan rumah diketatkan. Walau bagaimanapun, dengan peningkatan usaha pemasaran dan perancangan kami yang arif, tawaran produk Kumpulan kami akan kekal menarik pembeli yang mengutamakan hartanah berkualiti dan berharga menarik. Sementara itu, Johor Premium Outlets berada dalam kedudukan yang baik untuk menjadi pemangkin penting bagi prestasi Bahagian Hartanah kami pada tahun-tahun akan datang.

Melangkah ke hadapan, walaupun ekonomi mungkin kerap berubah, rukun asas Kumpulan kami tetap sama: untuk menunjukkan ketangkasan, bersikap hemat dan berpandangan jauh yang diperlukan bukan sahaja untuk mengatasi cabaran tetapi juga untuk menukar kesulitan menjadi peluang.

Kepada Kumpulan kami, kemampanan bukan setakat moto korporat atau set prinsip pematuhan. Sebaliknya, kemampanan menggambarkan nilai-nilai di teras cara kami menjalankan perniagaan. Sejak awal, Kumpulan kami telah terus berusaha untuk beroperasi dalam cara yang mencerminkan intipati kemampanan – iaitu menjaga dan menghormati alam sekitar dan masyarakat. Pendirian ini akan kekal sebagai komitmen berterusan kami.

Melalui empat tunjang alam sekitar, komuniti, tempat kerja dan tempat pasaran, agenda kemampanan Kumpulan kami bertujuan bukan sahaja untuk mengurangkan potensi kesan negatif, tetapi juga menjana manfaat positif bagi semua pihak berkepentingan. Apabila terlibat dalam perniagaan yang nasibnya amat bersangkut paut dengan kurniaan alam semulajadi, Kumpulan kami dapat menghargai nilai pengawasan alam sekitar yang konstruktif. Tambahan pula, kehadiran meluas aktiviti Kumpulan kami meletakkan kami dalam kedudukan unik untuk berhubung dengan komuniti yang biasanya terpencil.

Sama ada dalam pemuliharaan alam sekitar dan pengurusan bahan buangan atau dalam menyediakan peluang pendidikan dan pekerjaan lebih baik kepada masyarakat di mana kami beroperasi, pada tahun 2011 kami meneruskan usaha kami mendalami dan memperluaskan skop penglibatan dengan pihak berkepentingan, bukan sahaja dalam rangka kerja piawaian industri yang ketat seperti rundingan Meja Bulat Minyak Sawit Mampan (“RSPO”), tetapi lebih daripada itu. Pemberian derma merupakan sebahagian besar usaha tanggungjawab korporat Kumpulan kami pada tahun 2011 kerana kami kekal komited untuk menyahut panggilan tidak diluahkan mereka yang kurang bernasib baik dalam masyarakat untuk bantuan.

Pendekatan kami terhadap kemampanan telah diberi pengiktirafan pada tahun 2011, apabila Kumpulan kami menerima Anugerah Merit untuk “Tanggungjawab Sosial Korporat” dan “Pulangan Terbaik kepada Pemegang Saham” yang telah dianugerahkan bersama oleh Malaysian Business dan Institut Akauntan Pengurusan Bertauliah (CIMA).

Bagi pihak Lembaga Pengarah dan seluruh Kumpulan, saya ingin meluahkan perasaan terima kasih yang tidak terhingga kepada Y. Bhg. Tan Sri Mohd Amin bin Osman yang telah berkhidmat sebagai Pengerusi dengan cemerlang melebihi 19 tahun sebelum bersara pada 1 Oktober 2011. Sumbangan beliau kepada Kumpulan kami adalah begitu besar, di mana hasil langsungnya ialah pertumbuhan mantap Kumpulan kami untuk muncul sebagai syarikat perladangan serantau yang terkemuka semasa tempoh perkhidmatannya memimpin Kumpulan kami.

Buat diri saya sendiri, saya begitu terharu dengan penghormatan dan keyakinan Lembaga dan Kumpulan secara keseluruhan dalam diri saya untuk memegang jawatan Pengerusi organisasi ini. Saya akan bekerja rapat dengan rakan-rakan ahli lembaga yang dihormati dalam memenuhi tanggungjawab bersama kami dengan integriti, sikap rendah diri dan komitmen.

Lembaga telah diperkukuhkan lagi dengan pelantikan dua pengarah baru pada 23 November 2011, iaitu Encik Ching Yew Chye sebagai Pengarah Bebas Bukan Eksekutif dan Encik Lim Keong Hui sebagai Pengarah Bukan Bebas Bukan Eksekutif. Pelantikan mereka merupakan perkembangan yang amat dialu-alukan kerana pengalaman pelbagai dan pengetahuan luas mereka akan menambahkan nilai kepada Lembaga dalam membuat keputusannya dan dalam mendukung piawaian tadbir urus korporat yang baik.

Pihak Lembaga ingin merakamkan rasa terima kasih kami kepada semua pemegang saham Kumpulan kami atas kepercayaan berterusan mereka kepada kami untuk bertindak sebagai penjaga kepentingan terbaik mereka. Terima kasih juga dihulurkan kepada rakan perniagaan Kumpulan kami serta pihak-pihak berkuasa mengawal dan badan-badan kawal selia di atas sokongan mereka.

Terutamanya, penghargaan khas buat pihak pengurusan dan pekerja Kumpulan kami di atas profesionalisme, dinamisme dan dedikasi mereka.

Semangat pasukan yang begitu baik antara semua di Genting Plantations Berhad merupakan asas kejayaan Kumpulan kami setakat ini dan tentu sekali akan menjadi asas peningkatan kami ke tahap yang lebih tinggi pada tahun-tahun akan datang.

Terima kasih.

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
Pengerusi
10 Mei 2012

主席文告

> “就云顶种植有限公司而言，2011年更是意义非凡的一年，本集团业绩创高峰，写下有史以来最辉煌记录。”

各位股东，

本人谨代表董事部欣然提呈云顶种植有限公司（简称“本公司”）与其子公司（统称“本集团”）截至2011年12月31日的年度报告及已审核的财政报告。

全球经济在2011年受到数项课题牵引—金融市场动荡不定、财政状况日益不稳定、经济成长趋势参差，以及社会政治不安定。

尽管全球经济不稳定，棕油业在2011年展现了不俗韧力。需求持续成长，以及相关农业和能源商品表现强势的外溢效应，协助棕油产品价格全年保持稳定，平均价大幅高过前一年的水平。

就云顶种植有限公司而言，2011年更是意义非凡的一年，本集团业绩创高峰，写下有史以来最辉煌记录。营运收入比前一年增长35%，达到十三亿四千万令吉，而税前盈利则增长37%，达到六亿零一百三十万令吉。业绩得以创新高，不仅是棕油产品价格可观，更重要的是，本集团在马来半岛和沙巴油棕园的产量都强劲成长。在全球经济状况充满挑战之际，本集团仍得以取得卓越表现，确实是可喜可贺。

作为盈利最主要贡献者的种植组，在2011年继续保持着成长动力，营运收入与扣除利息、税务、折旧与摊销前盈利（简称“EBITDA”）比前一年分别增长33%与38%，各报十二亿令吉和六亿零六百九十万令吉。新鲜棕榈果串总产量达到一百三十七万公吨，比前一年增长15%，增幅可观。本集团推行的生产力提升计划，再加上这一年正处于盛产周期，尤其是沙巴区，都助长了新鲜棕榈果串的产量增长。在产量增长的同时，棕油产品平均价格也上涨，原棕油每公吨平均价为三千二百四十令吉，而棕果仁平均价为二千二百三十五令吉，相比前一年的平均价分别为二千七百三十八令吉与一千七百五十四令吉。

产业组在2011年也经历了正面周期。先进经济体传出一系列负面消息，无阻投资者对物有所值、地点卓越产业的投资购兴。我国现行的宽松利率环境，加上本集团推出极具吸引力的产业，形成房产销售在这一年继续上扬的基石。作为本集团旗舰发展计划，在柔佛州古来再也县的云顶优美城（Genting Indahpura）不负所望，成为最主要的销售贡献者。整体而言，产业组的营运收入为一亿三千六百五十万令吉，而经调整EBITDA为二千二百一十万令吉，分别比前一年增长55%与81%。

生物科技组在2011年全年继续展开研究与开发工作，如期完成即定里程兼朝着把科学创新商业化的最终目标前进，此科学创新有潜能彻底改革农作物生产力与永续性。

我们对本集团的成就满怀欣慰之余，也将推动我们加倍努力，达到更高峰。因此，本集团将目光锁定在未来进展，并在2011年推展多项重大企业计划与发展。

在2011年5月18日，本集团宣布以一千三百三十万美元收购GBD Holdings Ltd（简称“GBD”）全部股权，象征着本集团有意探讨进军棕油下游业务的可能性。GBD拥有一间处在沙巴拿笃综合棕油工业集中区（Palm Oil Industrial Cluster）策略性地点并保养良好的下游制造厂。在难得机遇下以合理价格取得如此优质资产，本集团正迅速地着手要把这间工厂投入商业用途，以创造附加价值。

在海内外成为热门话题的柔佛品牌购物城（Johor Premium Outlets），即本集团与美国房地产巨擘西蒙地产集团（Simon Property Group）的联营计划，于2011年12月盛大开张营业。坐落在云顶优美城的柔佛品牌购物城于2011年12月11日由马来西亚首相主持隆重的开张仪式。作为东南亚地区首个高档购物中心，此品牌购物城有望崛起成为本区域购物者趋之若鹜的购物天堂。

与此同时，本集团在印尼的业务版图进一步扩大，如火如荼地扩充上游种植业务。在2011年12月20日，我们完成认购PT Citra Sawit Cemerlang （“PT CSC”）的70%股权，PT CSC因此成为本公司的间接子公司。随着完成这项认购计划，本集团取得西加里曼丹Kabupaten Ketapang受许可区的一万五千一百一十九公顷地段，以种植油棕树。本集团在印尼的其他联营种植发展计划在各方面皆进展神速之际，这项新增地段可说来得正合时宜。其中西加里曼丹Kabupaten Sanggau的地段于2011年下半年展开种植工作，以及中加里曼丹Kabupaten Kapuas在2011年杪开始收成，达到重要里程碑。

秉持奋力迈向印尼业务增长目标,本集团于2012年4月13日与Global Agrindo Investment Company Limited及Global Agripalm Investment Holdings Pte Ltd 签署了股权买卖和认购合约, 以合伙联营约七万四千公顷位于加里曼丹中部Kabupaten Kapuas 及 Barito Selatan的地段, 开发栽种成油棕园丘。此项建议联营项目预期在本年度第2季杪完成，介时将大幅扩展本集团的土地库。

本集团认同，派发股息在短期内与股东分享财务成就，和保留充实资金支撑长期成长目标同样重要。在两者之间取得适当平衡，是一个企业可为全体股东提供持续回报的其中一项重要标志。

有鉴于此，董事部建议在截止2011年12月31日财政年，每一50仙普通股享有5.75仙（须扣除25%所得税）的终期股息。加上已于2012年3月27日支付的每普通股6.25仙特别股息，以及2011年10月18日支付的每普通股4.25仙中期股息，2011财政年的总股息达16.25仙。

从专家的分析报告看来，2012年会是全球经济动荡不定，又极可能陷入困境的年头。

基于欧盟财政处于进退维谷困境，无望即时解决，而美国经济仍未完全摆脱弱势，权威人士都无法否定经济严重放缓蔓延全球各地的威胁。按照现在的情况，大部分都预测2012年全球经济成长将会有一定程度的放缓。若发生任何惨重天灾，以及中东与北非油产区可能爆发更多政治突发状况的风险，皆是致使全球经济前景更加复杂化的潜在“黑天鹅事件”。

在阴霾密布的大环境下，许多企业可能会在2012年颠簸难行。然而，若近年来的轨迹可作为指引，那么我们有理由相信棕油业可在一触即发的风暴中稳健前行。这是因为数据显示，即使2008/2009年全球金融危机拖累许多国家陷入衰退，全球的棕油消费量仍持续增长。

我们不难看出棕油一直保持其韧性的原因，即使在经济逆境时，仍年复一年扩大市场份额。棕油具备本身的独特优势。除了是最普遍可见并且经济实惠的植物油，棕油也经科学验证具有营养价值，而且其通用性也使它成为食用与非食用广泛用途的理想选择。更令人激赏的是，研究显示棕油仍有许多尚待开发的商业潜能。

简而言之，棕油在迎合全球饮食与能源需求上，扮演着不可或缺的角色，这项事实加强本集团对棕油种植业长期前景的信心。此外，本集团承诺持续改善营运效率，拓展在印尼上游种植业务，并在生物科技力求突破，领先群伦，这些努力将确保我们的种植业务可长期稳定地走在成长道路上。

在马来西亚产业领域方面，整体市场表现传统上偏向与整体经济走向息息相关，亦会受到房屋融资条件是否收紧所影响。虽然如此，在我们努力不懈强化行销策略，以及精明地规划下，本集团的产业有望继续吸引那些寻求高品质并物有所值的购屋者。同时，柔佛品牌购物城定位独一无二，未来几年有望成为产业组表现的重要催化剂。

展望未来，经济气候可能时晴时雨，然而本集团的基本原则仍保持不变：敏捷行事，谨慎行动并高瞻远瞩，不仅要克服难关，更要化危机为转机。

就本集团而言，可持续经营并非只是企业座右铭或一套的合规原则。持续性界定了我们营商之道的核心价值。打从一开始，本集团就致力朝这个方向努力，体现可持续经营的本质——即关怀与尊重环境与社会。我们一直承诺坚持这些信念。

透过环境、社区、工作场所和市场这四大支柱，本集团可持续经营的议程不仅旨在降低潜在负面影响，亦努力为各利益相关者提供正面利益。本集团有幸从事大自然恩物的相关行业，我们十分珍惜建设性地管理环境。此外，本集团的业务足迹遍布多个地区，促使我们接触偏远地带的社区。

无论是环境保护与废弃物管理，或者在我们业务所涉及社区提供教育机会与更好的谋生之道，我们在2011年持续深化并扩大造福利益相关者，不仅只是为了符合严格的业界标准架构，例如棕油可持续发展圆桌会议（简称“RSPO”）的原则，我们做得有过之而无不及。捐献善款乃本集团在2011年作为企业社会责任的部分努力，因为我们仍承诺于向社会弱势群体伸出援手。

我们注重持续经营的努力在2011年获得认可，本集团获《马来西亚商业》杂志（Malaysian Business ）与马来西亚特许管理会计师协会（简称“CIMA”）联合颁发的“企业社会责任”与“股东最佳回报”的优秀奖。

本人谨代表董事部与整个集团衷心感谢Y. Bhg. Tan Sri Mohd Amin bin Osman担任主席长达逾十九年，并于2011年10月1日退休。在他掌舵期间，本集团业务稳健成长，逐步崛起成为本区域首屈一指的种植公司，他对本集团贡献之卓著也就不言而喻了。

容我在此说句心里话。董事部与本集团对本人有信心，授予在此卓越机构担任主席要职，令我深感荣幸又有些自觉担当不起。我会与全体董事部成员紧密合作，以至高的诚信、谦卑与承诺履行我们的共同责任。

董事部于2011年11月23日委任两名新董事，即莊友才先生为独立非执行董事，以及林拱辉先生为非独立非执行董事，此项委任将壮大其阵容。这是可喜的进展，他们具备广泛专业知识与渊博学识，可在董事部决策上建言献策，并持守企业治理的最高标准。

董事部谨此衷心感谢本集团全体股东对我们的信任，持续委托我们保障股东利益。我们也要感谢商业伙伴，以及监管当局与相关政府当局的支持。

我们最感谢的还是本集团全体管理层与员工所展现的敬业精神、充满活力与献身精神。

云顶种植有限公司全体同仁杰出的团队精神，为本集团一切成就奠定了基础，无疑也会是我们未来攀上更高峰的基石。

谢谢！

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
主席
2012年5月10日

BOARD OF DIRECTORS

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
Chairman/Independent Non-Executive Director
(seated, second from right)

TAN SRI LIM KOK THAY
Chief Executive
(seated, second from left)

LT. GEN. (B) DATO' HAJI ABDUL JAMIL BIN HAJI AHMAD
Independent Non-Executive Director
(seated, first from left)

LT. GEN. (B) DATO' ABDUL GHANI BIN ABDULLAH
Independent Non-Executive Director
(seated, first from right)

AUDIT COMMITTEE

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
Chairman/Independent Non-Executive Director

LT. GEN. (B) DATO' HAJI ABDUL JAMIL BIN HAJI AHMAD
Member/Independent Non-Executive Director

ENCIK MOHD DIN JUSOH
Member/Independent Non-Executive Director

MR QUAH CHEK TIN
Member/Independent Non-Executive Director

LT. GEN. (B) DATO' ABDUL GHANI BIN ABDULLAH
Member/Independent Non-Executive Director

MR LIM KEONG HUI
Non-Independent
Non-Executive Director
(standing, first from left)

ENCIK MOHD DIN JUSOH
Independent Non-Executive
Director
(standing, second from left)

MR QUAH CHEK TIN
Independent Non-Executive
Director
(standing, second from right)

MR CHING YEW CHYE
Independent Non-Executive
Director
(standing, first from right)

NOMINATION COMMITTEE

LT. GEN. (B) DATO' HAJI ABDUL JAMIL
BIN HAJI AHMAD
Chairman/Independent Non-Executive Director

GEN. (B) TAN SRI MOHD ZAHIDI
BIN HJ ZAINUDDIN
Member/Independent Non-Executive Director

ENCIK MOHD DIN JUSOH
Member/Independent Non-Executive Director

REMUNERATION COMMITTEE

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
Chairman/Independent Non-Executive Director

TAN SRI LIM KOK THAY
Member/Chief Executive

LT. GEN. (B) DATO' HAJI ABDUL JAMIL BIN HAJI AHMAD
Member/Independent Non-Executive Director

ENCIK MOHD DIN JUSOH
Member/Independent Non-Executive Director

DIRECTORS' PROFILE

GEN. (B) TAN SRI MOHD ZAHIDI BIN HJ ZAINUDDIN
Chairman/Independent Non-Executive Director

Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin (Malaysian, aged 64), appointed on 1 July 2005, is an Independent Non-Executive Director. He was appointed as the Chairman of the Company on 1 October 2011. He holds a Masters of Science Degree in Defence and Strategic Studies from the Quaid-I-Azam University, Islamabad, Pakistan and had attended the Senior Executive Programme in Harvard University, United States of America in 2002. He is a Fellow of the Malaysian Institute of Management (MIM). He has had a distinguished career in the Malaysian Armed Forces for 38 years 11 months, before retiring from the Force on 30 April 2005. During the period as a professional military officer, he served 6 years 4 months as the Malaysian Chief of Defence Forces from 1 January 1999 and as the Chief of the Malaysian Army for one year from 1 January 1998. Most notable appointments in the Armed Forces held were Aide de Camp (ADC) to His Majesty Yang Di-Pertuan Agong Sultan Azlan Shah, Commander Infantry Brigade, Assistant Chief of Staff Human Resources, Commander of Army Training and Doctrine Command, Deputy Chief of Army and Chief of Army. In international duties, he served as a Military Observer under the United Nations International Monitoring Group in Iraq after Iran-Iraq War Ceasefire in 1988/1989. Tan Sri Mohd Zahidi is also a Director of Genting Malaysia Berhad, Cahya Mata Sarawak Berhad, Affin Holdings Berhad, Bintulu Port Holdings Berhad and Bandar Raya Developments Berhad.

Tan Sri Mohd Zahidi was made a Member of Dewan Negara Perak, elected by DYMM Paduka Seri Sultan Perak on 25 November 2006 and is a Director of Yayasan Sultan Azlan Shah.

He was also made a Member of the Malaysian–Indonesian Eminent Persons Group (EPG) elected by the Prime Minister in July 2008.

TAN SRI LIM KOK THAY
Chief Executive

Tan Sri Lim Kok Thay (Malaysian, aged 60), appointed on 29 September 1977, is the Chief Executive and Director. He holds a Bachelor of Science Degree in Civil Engineering from the University of London. He attended the Programme for Management Development of Harvard Business School, Harvard University in 1979. He is also the Chairman and Chief Executive of Genting Berhad and Genting Malaysia Berhad; and the Executive Chairman of Genting Singapore PLC, Resorts World at Sentosa Pte Ltd and Genting UK Plc. He is the Chairman and Chief Executive Officer of Genting Hong Kong Limited, a company listed on The Stock Exchange of Hong Kong Limited. In addition, he sits on the Boards of other Malaysian and foreign companies. He joined the Genting Group in 1976 and has since served in various positions within the Group. He is the Chairman of the Board of Trustees of The Community Chest, Malaysia. He also sits on the Boards of Trustees of several charitable organisations in Malaysia. He is a Visiting Professor of the Institute of Biomedical Engineering, Imperial College London, appointed since October 2009 and an Honorary Professor of Xiamen University, China, since December 2007.

For his leadership excellence and significant contributions to the leisure and travel industry, he was named the "Travel Entrepreneur of the Year" by Travel Trade Gazette (TTG) Asia, "The Most Influential Person in Asian Gaming" by Inside Asian Gaming in 2009 and "Asian Leader for Global Leisure and Entertainment Tourism" by Seagull Philippines Inc. in 2011.

LT. GEN. (B) DATO' HAJI ABDUL JAMIL BIN HAJI AHMAD
Independent Non-Executive Director

Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad (Malaysian, aged 83), appointed on 12 June 1980, is an Independent Non-Executive Director. Dato' Jamil received his early training at the Royal Military Academy, Sandhurst and did further training courses at Staff College, Queenscliffe; Joint Services Staff College, Latimer and the Royal College of Defence Studies, London. He served in the Malaysian Armed Forces for 33 years and retired from military service in January 1984 as Army Corps Commander.

Dato' Jamil had served as Executive Deputy Chairman, Special Advisor and then as a Board member of Kontena Nasional Berhad from 1984 to March 2006. He had also served as a director of Perwira Affin Merchant Bank (now known as Affin Investment Bank Berhad) from 1984 to 2000. He is a Board member of the Institute of Strategic and International Studies, Malaysia, Chairman of Chemsain Konsultant Sdn Bhd and sits on the Boards of a number of private companies.

LT. GEN. (B) DATO' ABDUL GHANI BIN ABDULLAH
Independent Non-Executive Director

Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah (Malaysian, aged 71), appointed on 14 February 1996, is an Independent Non-Executive Director. Dato' Abdul Ghani has had a distinguished career with the Malaysian Armed Forces for 36 years. He was Field Army Commander before his retirement as a three star general. Prior to that, Dato' Abdul Ghani served in Kuching, Sarawak as Commander of the First Division for East Malaysia and earlier between 1990 and 1993 commanded the Armed Forces' Strategic Division with the rank of Major General. His long army career also saw Dato' Abdul Ghani doing planning and logistics at the Ministry of Defence and attending training programs at the US Army Intelligence School, Defence Services Staff College in India, the Joint Services Staff College in Canberra and the National Defence College in Pakistan. Dato' Abdul Ghani holds a Masters of Science Degree in Defence and Strategic Studies.

ENCIK MOHD DIN JUSOH
Independent Non-Executive Director

En Mohd Din Jusoh (Malaysian, aged 68), appointed on 12 June 1980, is an Independent Non-Executive Director. He is a member of the Institute of Chartered Secretaries and Administrators (UK) and had attended a number of senior management courses abroad. He is also the Chairman and/or director of a number of private companies as well as a public company, Genting Permaipura Golf Course Berhad.

MR QUAH CHEK TIN
Independent Non-Executive Director

MR CHING YEW CHYE
Independent Non-Executive Director

MR LIM KEONG HUI
Non-Independent Non-Executive Director

Mr Quah Chek Tin (Malaysian, aged 60), appointed on 19 October 2001, was redesignated as an Independent Non-Executive Director on 8 October 2008. He began his career with Coopers & Lybrand London, before returning to Malaysia. He joined the Genting Group in 1979 and has served in various positions within the Group. He was the Executive Director of Genting Berhad as well as the Executive Director and Chief Operating Officer of Genting Malaysia Berhad prior to his retirement in 2006. He holds a Bachelor of Science (Honours) Degree in Economics from the London School of Economics and Political Science and is a Fellow of the Institute of Chartered Accountants in England and Wales and a member of the Malaysian Institute of Accountants.

In addition, he sits on the Boards of Genting Malaysia Berhad, Paramount Corporation Berhad, ECS ICT Berhad and Batu Kawan Berhad.

Mr Ching Yew Chye (Malaysian, aged 58), appointed on 23 November 2011, is an Independent Non-Executive Director. He holds an Honours Degree in Computer Science from the University of London. He is a seasoned management and information technology professional with more than 25 years of experience. He held various management positions in Accenture until his retirement in 2007 as a senior partner of Accenture, a global management consulting, technology services and outsourcing company.

During his career with Accenture, he worked primarily with clients in the financial services industry in ASEAN. Major client assignments included strategic information planning, design and implementation of major information technology systems, bank reorganisation and operational integration arising from bank mergers. He is also a director of Petronas Chemicals Group Berhad, HSBC Bank Malaysia Berhad and Libra Invest Berhad.

Mr Lim Keong Hui (Malaysian, aged 27), appointed on 23 November 2011, is a Non-Independent Non-Executive Director. Mr Lim Keong Hui is a son of Tan Sri Lim Kok Thay, the Chief Executive/Director of the Company. He is also a Director of Yayasan Lim Goh Tong. He is currently the Senior Vice President, Business Development of Genting Hong Kong Limited ("GENHK"). Prior to joining GENHK in 2009, he had embarked on an investment banking career with the Hong Kong and Shanghai Banking Corporation Limited. He holds an Honours Degree in Computer Science from the Queen Mary University of London, United Kingdom and a Master Degree in International Marketing Management from Regents Business School, United Kingdom.

Notes:
The details of Directors' attendances at Board Meetings are set out in the Corporate Governance Statement on page 36 of this Annual Report.

The details of the Board Committees where certain Directors are also members are set out on pages 10 and 11 of this Annual Report.

Save as disclosed, the above Directors have no family relationship with any Director and/or major shareholder of Genting Plantations Berhad, have no conflict of interest with Genting Plantations Berhad and have not been convicted for any offences within the past ten years.

MANAGEMENT & CORPORATE INFORMATION

MANAGEMENT

TAN SRI LIM KOK THAY
Chief Executive

MR TAN KONG HAN
Deputy Chief Executive

MR YONG CHEE KONG
President and Chief Operating Officer

MR TAN WEE KOK
Chief Financial Officer

HAJI ABD HALIM BIN ABD MAJID
Executive Vice President, Plantation (Malaysia)

MR PHANG KONG WONG
Executive Vice President, Property

MR DERRIK KHOO SIN HUAT
Chief Executive Officer, ACGT Sdn Bhd

MR ARUNAN KANDASAMY
Senior Vice President, Plantation (Indonesia)

CORPORATE INFORMATION

GENTING PLANTATIONS BERHAD
A public limited liability company
Incorporated and domiciled in Malaysia
Company No. 34993-X

REGISTERED OFFICE
24th Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : (603) 2178 2288/2333 2288
Fax : (603) 2161 5304
E-mail : gpbinfo@genting.com

REGISTRARS
Genting Management and Consultancy Services Sdn Bhd
24th Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : (603) 2178 2266/2333 2266
Fax : (603) 2161 5304

SECRETARY
Ms Loh Bee Hong

CORPORATE HEAD OFFICE/ PRINCIPAL PLACE OF BUSINESS
10th Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : (603) 2178 2255/2333 2255
Fax : (603) 2161 6149

STOCK EXCHANGE LISTING
Main Market of Bursa Malaysia Securities Berhad
(Listed on 30 August 1982)

Stock Name : GENP
Stock Code : 2291

AUDITORS
PricewaterhouseCoopers
(Chartered Accountants)

INTERNET HOMEPAGE
www.gentingplantations.com

CORPORATE DIARY

22.02.2011
Announcement of the following:
(a) Consolidated Unaudited Results of the Group for the fourth quarter and the Audited Results for the financial year ended 31 December 2010.
(b) Entitlement Date for the Special Dividend of 3 sen less tax per ordinary share of 50 sen each in respect of the financial year ended 31 December 2010.

15.04.2011
Announcement on the proposed renewal of authority for the Company to purchase its own shares.

29.04.2011
Announcement on the proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature.

06.05.2011
Announcement of the following:
(a) Entitlement Date for the Proposed Final Dividend in respect of the financial year ended 31 December 2010.
(b) Date of Thirty-Third Annual General Meeting.

16.05.2011
Notice to Shareholders of the Thirty-Third Annual General Meeting.

18.05.2011
Announcement on the acquisition by GP Overseas Limited, a wholly-owned subsidiary of Genting Plantations Berhad of the entire equity interest of GBD Holdings Ltd.

25.05.2011
Announcement on the Consolidated Unaudited Results of the Group for the first quarter ended 31 March 2011.

07.06.2011
Thirty-Third Annual General Meeting.

24.08.2011
Announcement of the following:
(c) Consolidated Unaudited Results of the Group for the second quarter ended 30 June 2011.
(d) Entitlement Date for the Interim Dividend of 4.25 sen less tax per ordinary share of 50 sen each in respect of the half year ended 30 June 2011.

30.09.2011
Announcement of the following:
(a) Retirement of Tan Sri Mohd Amin bin Osman as the Chairman and Non-Independent Non-Executive Director of the Company on 1 October 2011.
(b) Appointment of Gen. (B) Tan Sri Mohd Zahidi Bin Hj Zainuddin as the Chairman of the Company on 1 October 2011.

23.11.2011
Announcement of the following:
(a) Consolidated Unaudited Results of the Group for the third quarter ended 30 September 2011.
(b) Appointment of Mr Ching Yew Chye as an Independent Non-Executive Director of the Company.
(c) Appointment of Mr Lim Keong Hui as a Non-Independent Non-Executive Director of the Company.

27.02.2012
Announcement of the following :
(a) Consolidated Unaudited Results of the Group for the fourth quarter and the Audited Results for the financial year ended 31 December 2011.
(b) Entitlement Date for the Special dividend of 6.25 sen less tax per ordinary share of 50 sen each in respect of the financial year ended 31 December 2011.

12.04.2012
Announcement on the proposed renewal of authority for the Company to purchase its own shares.

13.04.2012
Announcement on the proposed joint venture for the development and cultivation of oil palm plantation on approximately 74,000 hectares of land located at Kabupaten Kapuas and Barito Selatan, Kalimantan Tengah, Republic of Indonesia.

07.05.2012
Announcement on the proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature.

10.05.2012
Announcement of the following:
(a) Entitlement Date for the Proposed Final Dividend in respect of the financial year ended 31 December 2011.
(b) Proposed payment of retirement gratuity to Lt. Gen (B) Dato' Haji Abdul Jamil bin Haji Ahmad.

DIVIDENDS

	Announcement	Entitlement Date	Payment
2010 Special – 3.0 sen less tax per ordinary share of 50 sen each	22 February 2011	9 March 2011	22 March 2011
2010 Final – 5.5 sen less tax per ordinary share of 50 sen each	22 February 2011	30 June 2011	18 July 2011
2011 Interim – 4.25 sen less tax per ordinary share of 50 sen each	24 August 2011	30 September 2011	18 October 2011
2011 Special – 6.25 sen less tax per ordinary share of 50 sen each	27 February 2012	13 March 2012	27 March 2012
2011 Proposed Final – 5.75 sen less tax per ordinary share of 50 sen each	27 February 2012	29 June 2012	17 July 2012*

** Upon approval of shareholders at the Thirty-Fourth Annual General Meeting*

FINANCIAL HIGHLIGHTS

REVENUE
1,336.5 million
(988.6 million in 2010)

MARKET CAPITALISATION
6.5 billion
As at 31 December 2011

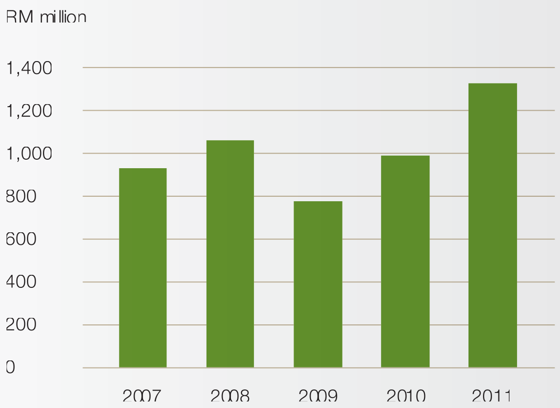
EBITDA
612.4 million
(442.6 million in 2010)

SHAREHOLDERS' EQUITY
3.2 billion
(2.9 billion in 2010)

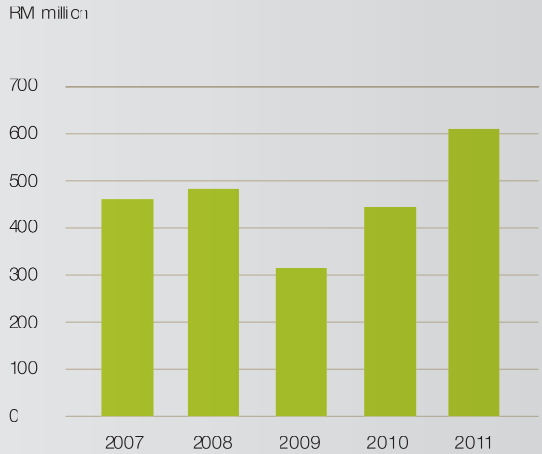
NET PROFIT
442.7 million
(324.2 million in 2010)

TOTAL ASSETS EMPLOYED
4.1 billion
(3.5 billion in 2010)

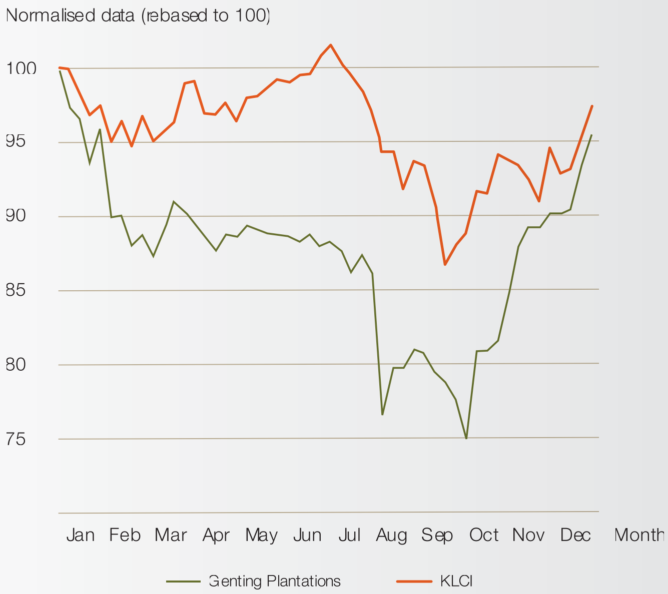
REVENUE



EBITDA



2011 GENTING PLANTATIONS SHARE PRICE PERFORMANCE RELATIVE TO KLCI



Source - Bloomberg

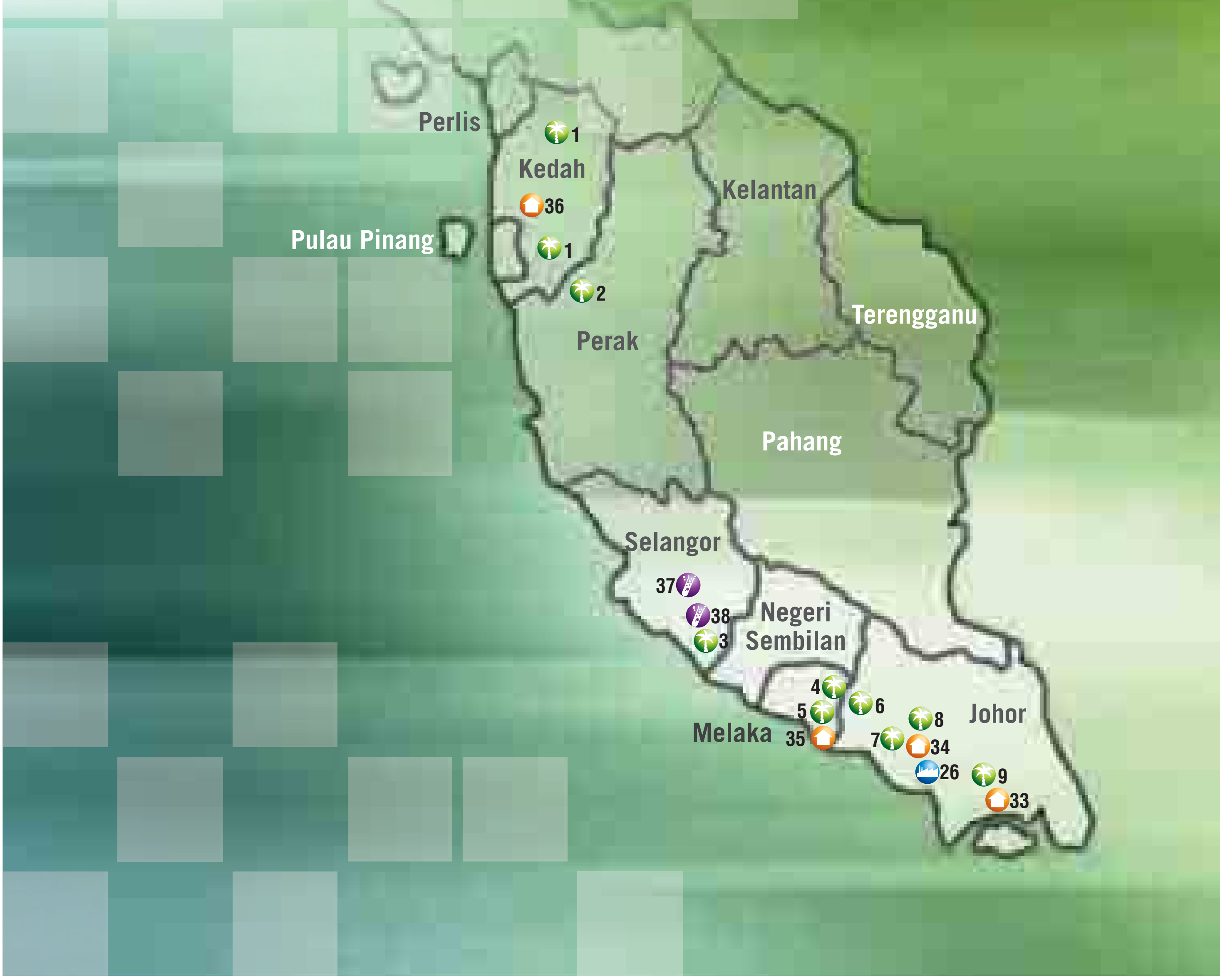
TOP 10 BURSA MALAYSIA PLANTATION COMPANIES

	By Market Capitalisation (31 Dec 2011)	RM billion
1	IOI Corporation Berhad	34.56
2	Kuala Lumpur Kepong Berhad	24.23
3	Batu Kawan Berhad	7.61
4	**Genting Plantations Berhad**	**6.53**
5	Boustead Holdings Berhad	5.43
6	Kulim (Malaysia) Berhad	5.33
7	United Plantations Berhad	3.95
8	Sarawak Oil Palms Berhad	2.43
9	Tradewinds Plantation Berhad	2.30
10	IJM Plantations Berhad	2.26

Sources - Bursa Malaysia & Bloomberg

All figures are in Ringgit Malaysia

LOCATION OF GROUP PROPERTIES



PLANTATION

Peninsular Malaysia

Genting Bukit Sembilan Estate	1
Genting Selama Estate	2
Genting Sepang Estate	3
Genting Tebong Estate	4
Genting Cheng Estate	5
Genting Tanah Merah Estate	6
Genting Sri Gading Estate	7
Genting Sungei Rayat Estate	8
Genting Kulai Besar Estate	9

Sabah

Genting Sabapalm Estate	10
Genting Tanjung Estate	11
Genting Bahagia Estate	12
Genting Tenegang Estate	13
Genting Landworthy Estate	14
Genting Layang Estate	15
Genting Mewah Estate	16
Genting Indah Estate	17
Genting Permai Estate	18
Genting Kencana Estate	19
Genting Jambongan Estate	20
Genting Sekong Estate	21
Genting Suan Lamba Estate	22

JOINT VENTURE

Indonesia

Ketapang Estates	23
Sanggau Estates	24
Kapuas Estates	25


Sabah
Sarawak
Kalimantan
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
27
28
29
30
31
32

MANAGEMENT'S DISCUSSION AND ANALYSIS

DESCRIPTION OF OUR GROUP'S BUSINESS

Genting Plantations Berhad ("our Group") commenced operations in 1980 and is principally involved in the oil palm plantations business. Our Group currently has a total landbank of approximately 166,000 hectares, spanning Peninsular Malaysia and Sabah in Malaysia and West and Central Kalimantan in Indonesia. In addition, our Group owns 6 oil mills, with a total milling capacity of 265 metric tonnes per hour.

Our Group also has interests in property development and has ventured into biotechnology, primarily involving the application of genomic science for crop improvement.

FINANCIAL REVIEW

Revenue

Our Group's revenue for financial year 2011 was RM1.3 billion, an increase of RM347.9 million or 35% compared with RM988.6 million in 2010. The strong performance in 2011 was underpinned primarily by higher palm products prices and higher production of fresh fruit bunches and reflective of this, revenue from Plantation segment climbed 33% to RM1.2 billion in 2011 from RM900.2 million in the previous year.

	Financial Year ended 31 December		
	2011	**2010**	**Change (%)**
Average Selling Price/tonne (RM)			
CPO	**3,240**	2,738	+18
PK	**2,235**	1,754	+27
Production for Fresh Fruit Bunches ('000mt)	**1,372**	1,198	+15

The property segment registered a 55% rise in revenue to RM136.5 million in 2011 from RM88.3 million in 2010. The stellar year-on-year performance was tied to better demand for industrial and commercial properties, generating total sales of RM159.5 million or 87% year on year increase.

Costs and Expenses

Total cost and expenses before finance costs and share of results of jointly controlled entities and associates for financial year ended 31 December 2011 amounted to RM780.5 million compared with RM586.6 million a year earlier. The increase of RM193.9 million during the financial year was mainly due to the net effect of the following items:

(a) Increased cost of sales to RM604.9 million in 2011, up RM151.1 million from the preceding year on the back of higher volume of sales coupled with higher input cost as labour and material prices inched up from revision in wages incentives as well as inflationary cost pressures. Likewise, the Group's purchase of third party Fresh Fruit Bunches for its palm processing activities in Malaysia saw a notable increase both in volume and cost;

(b) Selling and distribution cost increased in line with higher sales volume and higher fuel cost stemming from escalating diesel price. Total cost for Year 2011 amounted to RM61.3 million representing 29% increase from a year ago; and

(c) Higher administrative and other expenses tied to higher employees' benefit expenses and full year recognition of amortised intangible assets.

Adjusted EBITDA

Our Group registered an adjusted EBITDA of RM612.4 million for the financial year ended 31 December 2011, up 38% from a year earlier boosted by contributions from both the Plantation and Property segments in Malaysia.

a) Plantation Segment

Plantation Malaysia segment's adjusted EBITDA in 2011 surged 38% from previous year to RM622.8 million while EBITDA margin widened from 50% a year earlier to 52% in 2011, driven by the strong palm products prices which more than offset the impact of higher operating expenditure from labour, fertiliser and fuel as mentioned above.

In Indonesia, the plantation segment registered a higher loss of RM15.9 million or an increase of RM1.2 million from a year earlier as the ongoing plantation expansion activities are still in the early stages of development.

b) Property Segment

Property segment's adjusted EBITDA of RM22.1 million was up 80% from RM12.3 million in the preceding year driven by the increase in sales of industrial and commercial properties as mentioned earlier.

c) Biotechnology Segment

Biotechnology segment posted a higher loss of RM16.2 million against RM13.3 million in 2010 as a result of increased research and development works including enlargement of its pool of scientists as well as rental of additional laboratory space to accommodate the expansion of its state-of-the-art Next Generation Sequencing ("NGS") facility.

Other Income

Our Group's other income increased by RM8.1 million or 25% in 2011 on account of higher interest income from higher cash reserves and interest yield.

Finance Cost

Finance cost increased by RM1.9 million from RM0.1 million in 2010 to RM2.0 million in the current year due to the charge out of our Group's borrowing cost on its USD denominated bank borrowings to fund the expansion in Indonesia. The increase during the year was in tandem with the higher bank borrowings utilised coupled with more planted areas coming into maturity in Indonesia.

Taxation

Effective tax rate for our Group was higher than the statutory tax rate at 26.4% mainly due to expenses not deductible for tax purposes and tax losses of certain subsidiaries where deferred tax assets have not been recognised.

Profit Attributable to Equity Holders of the Company

Profit attributable to equity holders of the Company increased by 36% year-on-year to RM442.0 million in 2011. Likewise, earnings per share increased by a similar margin to 58.3 sen from the preceding year.

Liquidity and Capital Resources

As at 31 December 2011, our Group's cash and cash equivalents grew by 35% to RM1.0 billion. The increase of RM261.2 million can be traced to the net effects of the following during the year:

(a) Positive net cash generated from operating activities of RM535.4 million with stronger operating cash flows from the plantation and property segments in Malaysia;

(b) An additional amount of RM352.3 million was expended on investing activities out of which RM253.1 million was mainly for the expansion of our Group's Indonesia operations and the capital expenditure requirements of its Malaysia plantations. In addition, our Group also invested RM52.2 million on the acquisition of the two new subsidiaries namely GBD Holdings Ltd and PT Citra Sawit Cemerlang for RM45.2 million and RM7.0 million respectively;

(c) An additional RM163.8 million of USD denominated bank borrowings was utilised to finance for our Group's planting activities and construction of palm oil processing facilities in West Kalimantan and Central Kalimantan. The inflow was partially offset by dividend payments amounted to RM72.6 million, of which RM48.4 million was in respect of the special and final dividends for financial year ended 31 December 2010 as well as RM24.2 million was for interim dividend in respect of the current financial year.

Gearing

As of 31 December 2011, our Group's gearing stood at 11.3%, up from 7.9% a year ago in line with the continuous expansion in Indonesia. The gearing ratio is calculated as total borrowings divided by total capital where the total capital is calculated as total debt plus total equity.

As at 31 December 2011, our Group total borrowing stood at RM427.1 million which were obtained mainly to fund the expansion of our Group's plantation activities in Indonesia. RM176.9 million of the bank borrowings are repayable between 2 years to 5 years with another RM250.0 million due after 5 years.

Prospects

Our Group's performance for the forthcoming year will be influenced by, among others, the direction of palm product prices, which in turn would be mainly determined by factors such as global economic prospects, changes in weather patterns, the regulatory environment in major consuming countries and the supply of competing crops. On the production front, growth in our Group's FFB output will underpinned mainly by the Indonesia operations, with more areas planted in previous years progressively reaching maturity over the course of the year. Operating expenditure is expected to be manageable, notwithstanding higher fertiliser cost and higher labour cost following the recently-implemented revision in wage incentives.

Overall, our Group remains optimistic about the long-term prospects of the palm oil business. Palm oil's versatility, superior nutritional qualities, consistent availability and affordability, coupled with its vast untapped potential as a renewable energy source, bode positively for the continued growth in global demand for palm products for edible and non-edible purposes.

For the Indonesia operations, the projected increase in FFB production and the scheduled completion of palm oil processing facilities would provide a timely boost while plantation development activities are set to continue.

The Property segment may encounter challenges arising from the softer economic outlook and the regulatory guidelines introduced to curb rising household debt, namely the stricter loan approval conditions and the revised Real Property Gains Tax of 10% on properties disposed of within 2 years which came into effect on 1 January 2012. Efforts will be channelled, therefore, towards increasing marketing activities, with new launches comprising residential and commercial properties being planned to tap into growing interest in Iskandar Malaysia as well as to replenish the range of property offerings.

The Biotechnology segment will continue to focus its efforts on biomarker discovery for oil palm and ganoderma using NGS capabilities as part of its R & D initiatives.

OPERATIONAL REVIEW

Plantation - Malaysia

For the Malaysian plantation sector, 2011 could be described as nothing short of a stellar year. Amid the rocky global economic terrain, palm oil proved its resilience yet again as sustained growth in world consumption and positive cues from other oilseed markets elevated the average annual prices of palm products to unprecedented levels. From prices to production to exports, all the key measurements of the palm oil industry's performance hit new highs in 2011. Foremost among the indicators is the country's export earnings from palm products which soared to over RM80 billion, cementing the industry's position as a dominant contributor to the national economy.

Similarly for our Group, 2011 was also a record-breaking year, propelled by the convergence of favourable palm oil price dynamics and an emphatic rise in crop production.

Production of fresh fruit bunches from our Malaysian estates totalled 1.35 million metric tonnes in 2011, an increase of 13% from the previous year, outpacing the broader national growth rate. The surge in production was particularly evident in the Sabah region where, after a slow start due to weather constraints in the early months of the year, yields improved markedly over the remainder of the year on the back of an upturn in the crop's biological cycle. For the year, our Group registered FFB yield of 24.2 metric tonnes per hectare in Malaysia, up from 21.4 metric tonnes a year earlier. Our total oil palm area declined marginally to 59,576 hectares as at 31 December 2011 from 59,662 hectares at the end of 2010.

Oil extraction rate was affected somewhat by the onset of wet weather in the first quarter of the year and narrowed to 20.42% in 2011 from 21.01% in the previous year. Kernel extraction rate inched higher to 4.89% from 4.80%.

In line with the firmer palm oil market conditions, our Group achieved higher palm product prices in 2011, with the price of CPO averaging RM3,240 per metric tonne and palm kernel averaging RM2,235 per metric tonne, up from RM2,738 and RM1,754 respectively in the preceding year.

Our Group's drive for improvement in operational efficiency and productivity remains a constant pursuit. Industry-wide concerns over labour adequacy continues to be addressed by our Group through various initiatives such as closer monitoring of the turnout of harvesters, introducing more attractive out-turn and productivity incentives and stepping up recruitment of skilled, experienced harvesters. Further reinforcing our efforts to attract and retain suitable workers, an additional remuneration of RM200 per month for eligible workers and staff was introduced in September 2011.

Oil mill improvement initiatives
1. Automated digester feeding system
• Installation of high efficiency
2. Boiler
3. Turbine
4. Implementation of FFB splitter system


1


2


3


4


Genting Tenegang Estate, Sabah

Our Group also kept up the roll-out of greater mechanisation at the estates to reduce labour dependence, expanding the areas covered by mechanically-assisted collection, buffalo-assisted collection, mechanically-assisted fertiliser application, mechanically-assisted spraying, mechanised harvesting through the use of motorised cutters, and the use of the Huka Bin evacuation system.

As part of our ongoing commitment to raising performance standards, more operating units successfully achieved rigorous in-house and external certification in 2011, with at least seven estates certified under the Code of Good Agricultural Practice ("CoGAP") by the Malaysian Palm Oil Board ("MPOB"). Other estates are being primed to receive CoGAP certification over the course of 2012.

Our resolve towards operational excellence is also evident on the processing front as our Group embarked on a series of oil mill improvement initiatives. In 2011, all six of our Group's oil mills completed the certification of their Environment, Health and Safety Management Systems under ISO 14001 : 2004, OHSAS 18001 : 2007 and MS 1722: Part 1: 2005. The six mills also obtained Code of Good Milling Practice certification from MPOB.

At the same time, our Group continues to pursue key initiatives aimed at enhancing production efficiency and environmental sustainability of oil mills. These include establishing structured professional development programmes for mill personnel, upgrading effluent treatment plants, implementing mill automation system as well as upgrading mill boilers and steam turbines. Also in the works are biomass-oriented renewable energy initiatives.

Plantation – Indonesia

The year 2011 saw our Group making positive progress on all fronts in Indonesia.

More planted areas came into maturity progressively over the course of the year, underpinning a pick-up in crop production. As at 31 December 2011, the mature area in the PT Sepanjang Intisurya Mulia ("SIS Mulia") estates in Kabupaten Ketapang, Kalimantan Barat had reached 5,986 hectares. Over at the estates in Kabupaten Kapuas, Kalimantan Tengah, a significant milestone was marked as crop harvesting commenced for the first time in late 2011. By the end of the year, an area measuring 308 hectares had reached maturity.

New planting at Kapuas Estates

Oil mill at Mulia Estates is scheduled to be commissioned in the second half of 2012

In tandem with the growth in mature areas, our Group's FFB production in Indonesia also increased in 2011, coming in at 25,000 metric tonnes for the year, a multifold improvement over the previous year's total of 1,200 metric tonnes.

At the plantation development end, our Group continued to forge ahead with planting works during the year, albeit at a moderate pace as we maintain care in ensuring that cultivation activities are carried out in a sustainable manner. A combined 1,204 hectares were planted during the year at our two projects sites in Ketapang while in Kapuas, new plantings covered an area of 2,781 hectares.

Our development progress in Indonesia received a further fillip with the commencement of planting works in the new area of Kabupaten Sanggau, Kalimantan Barat in July 2011. By the end of 2011, an area of 524 hectares had been planted.

In totality, new plantings across our Group's development sites in Indonesia, spanning west and central Kalimantan, amounted to 4,509 hectares in 2011. The planting achieved during the year has, thus, lifted our Group's aggregate planted area in Indonesia to 33,921 hectares as at 31 December 2011.

One of the highlights of 2011 was the momentous formalisation of our Group's first Plasma cooperation scheme at our SIS Mulia project in Ketapang. A signing ceremony was held on 29 July 2011, ushering in the start of a mutually-beneficial long-term cooperation with local small landholders. On another occasion, the SIS Mulia estates received the visit of the Governor of Kalimantan Barat on 10 October 2011.

New planting at Abadi Estates

Meanwhile, our Group's plans to build palm oil processing capacities in Indonesia continued to take shape, with the construction of two new oil mills moving on track. The first mill in Ketapang is set to be commissioned in the second half of 2012 while the other mill in Kapuas is scheduled for completion by the end of 2012. Alongside the growth of our Group's operations, more housing and amenities have been established to cater to the wellbeing of our workforce.

In signalling our long-term commitment in Indonesia, our Group secured another 15,119 hectares of land in Ketapang for oil palm cultivation, following the completion of the subscription of shares in PT Citra Sawit Cemerlang on 20 December 2011. With the addition of the new area, our total Indonesian landbank has surpassed the 100,000-hectare mark.

Property

Building on the post-crisis recovery of the previous year, the Property Division sustained its positive performance in 2011. The underlying sentiment in the local property market remained generally upbeat, supported by the steady growth of the broader Malaysian economy.

Genting Indahpura, our Group's flagship development in Kulaijaya, Johor, maintained its status as the top revenue contributor, generating RM146.6 million in sales that comprised mainly of industrial land and commercial land, with residential and commercial properties making up the balance.

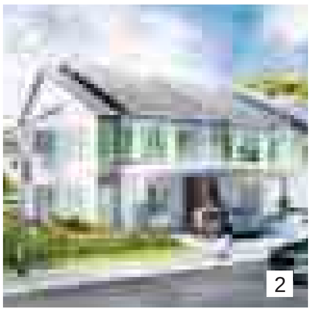
Grand opening of Johor Premium Outlets on 11 December 2011, officiated by the Prime Minister of Malaysia, YAB Dato' Sri Mohd Najib bin Tun Abdul Razak

The second largest revenue contributor was Genting Pura Kencana, in Sri Gading, Batu Pahat, Johor, which rang up sales of RM11.3 million from the sale of residential properties.

At the Genting Permaipura development in Kedah, bungalow lot inventories totaling some RM1.2 million were cleared during the year. The Permaipura Golf and Country Club performed reasonably well, considering the generally subdued golfing environment in Kedah.

Genting Cheng Perdana, our Group's maiden project which is drawing to an end, registered RM0.4 million in sales from the remaining few units of residential inventories.

On a date that is certainly one for the corporate history books, Johor Premium Outlets, our Group's joint venture with Simon Property Group, celebrated its grand opening on 11 December 2011 in a ceremony officiated by Malaysian Prime Minister YAB Dato' Sri Mohd Najib bin Tun Abdul Razak. Strategically located in Genting Indahpura, at the crossroads of the North-South Expressway and the Second Link Expressway, Johor Premium Outlets is the first upscale outlet shopping centre of its kind in Southeast Asia and 70th Premium Outlets® in the world. The centre, which features 80 designer and name brand stores spread over a gross leasable area of about 175,000 square feet, is projected to attract 4 million shoppers annually.



Artist impressions of new development at Genting Indahpura
1. Double-storey shop offices
2. Double-storey terrace houses

Genting Pura Kencana
3. Double-storey shop houses

Biotechnology

ACGT Sdn Bhd is a plant science company committed to be a world-class genomic centre of excellence. Its research and development activities use new genomics-based technologies and solutions to increase productivity and enhance value creation from oil palm, jatropha and other crops.

Its pioneering approach in 2006 was recognised by Malaysian Biotechnology Corporation Sdn Bhd, an agency under the purview of Malaysia's Ministry of Science, Technology and Innovation, that awarded ACGT with the BioNexus status. Malaysian Biotechnology Corporation is mandated to nurture and accelerate the growth of Malaysia's biotechnology industry.

In 2011, ACGT continued its planned course and deployed several enabling technologies to intensify research in key areas. For example, ACGT Next Generation Laboratory ("ANGeL"), which is an important addition to help accelerate its research. ANGeL, deployed in 2011, is equipped with high-performance Next Generation Sequencers and this makes it among the fastest and largest of its kind in Malaysia and this region. Furthermore, ANGeL builds on the success of ACGT Genomics Network Supercomputer ("AGNeS"), a high performance computing cluster. The combination of ANGeL and AGNeS is advantageous as it allows ACGT to assemble and interpret complex genomes faster and at lower costs. Another addition is ACGT's Laboratory Information Management System ("LIMS"), a fully computerised and integrated data management system which manages voluminous data stemming from ACGT's research. LIMS provides seamless research data integration, from data management, sample tracking, statistical analysis to digital archiving.

Besides technological infrastructure development, ACGT has also identified and is using biomarkers to improve crop yields. This approach is based on marker-assisted selection ("MAS"), a technique that is expected to reduce the conventional breeding cycle. It is also developing molecular techniques to detect and control specific pathogens responsible for infecting oil palm. ACGT's metagenomic studies have already identified microbes able to convert oil palm biomass into compounds with commercial use in manufacturing food and fuels.

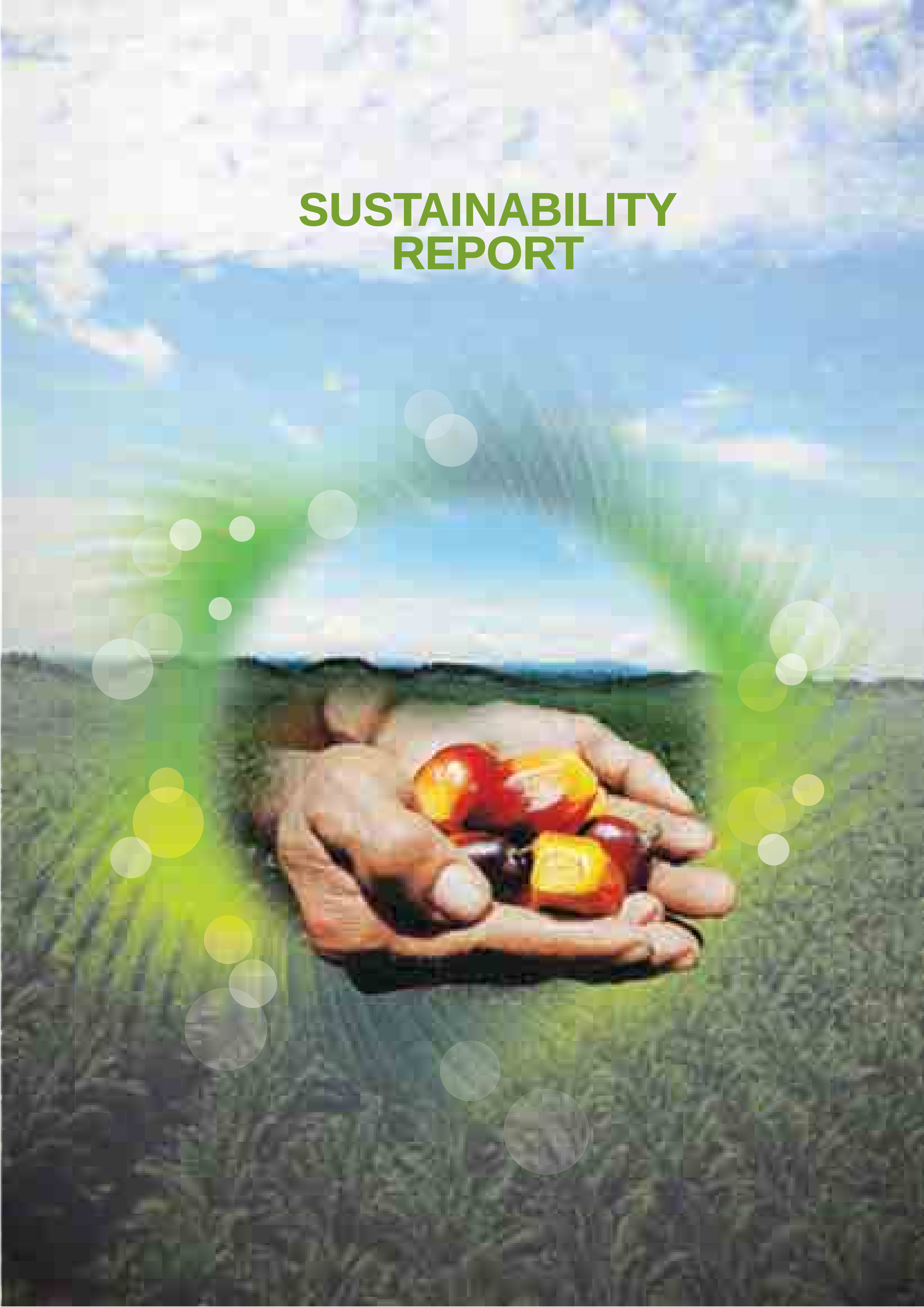
Genting Green Tech Sdn Bhd ("GGT") aims to develop superior oil palm planting materials using its unique and competitive breeding program. GGT's capability is based on new MAS techniques to screen, select and breed superior oil palms with desirable traits in a shorter time frame. This is highly significant as conventional oil palm breeding cycles can take up to 12 years for each cycle. Malaysian Biotechnology Corporation Sdn Bhd recognised the potential of this approach in 2009 and subsequently awarded BioNexus status to GGT.

In 2011, GGT experienced progress in several areas. These included GGT's collaboration with the Department of Agriculture, Sabah, where germplasm materials supplied have been planted. In addition, progenies of DxP supplied by Malaysian Palm Oil Board have also been planted.

Visit to ACGT Laboratories on 22 March 2011 by Deputy Prime Minister Malaysia,
YAB Tan Sri Muhyiddin Hj Mohd Yassin

High-performance Next Generation Sequencers at ANGeL

SUSTAINABILITY REPORT



At Genting Plantations Berhad, we believe sustainability is more than just another add-on activity or an afterthought.

The true success of a responsible corporate citizen is not measured solely in quantitative terms, but also in qualitative terms. In other words, financial wealth creation must always go hand-in-hand with the building of enduring beneficent values for people and the environment. Our Group, therefore, seeks to pay as much heed to continuously raising our sustainability performance as we do to meeting our commercial goals.

Our sustainability commitment is articulated in our Corporate Social Responsibility statement. That is, we aspire to achieve a balanced integration of ethical, social, environmental and economic considerations in the way we conduct our business to create sustainable long-term value for all stakeholders. In accomplishing this, we are guided by a systematic Corporate Social Responsibility strategy to engage with stakeholders through pragmatic, actionable initiatives on four fronts : environment, community, workplace and marketplace.

Being named as a Merit Award winner for Corporate Social Responsibility in the 2011 edition of the Malaysian Business-Chartered Institute of Management Accountants Enterprise Governance Awards has given our Group timely validation and added impetus to move ahead with our sustainability agenda.

Among the good agriculture practices adopted by our Gruop
1. Good field upkeep with retention of light grass

SUSTAINABLE PALM OIL

The production of palm oil in an environmentally-friendly and socially-responsible manner has long held a central position at the heart of our commitment to sustainable development.

Shortly after the Roundtable on Sustainable Palm Oil ("RSPO") was formally set up in 2004, our Group had little hesitation in joining the RSPO as one of the its earliest members to play our part in realising the association's aim of promoting the growth and use of sustainable palm oil.

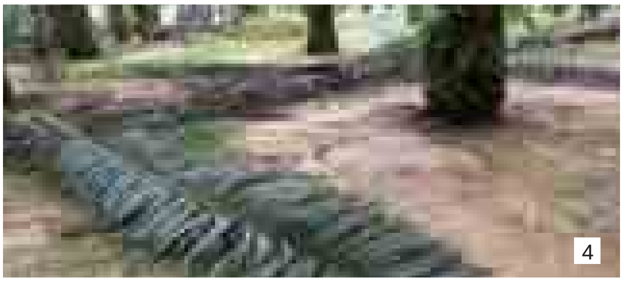
Since then, through both good and tough economic times, we have not let up on our pursuits in aligning our operations with the rigorous principles of the RSPO. Likewise, the recently-established Indonesian Sustainable Palm Oil Scheme ("ISPO") is another relevant set of standards that we are equally intent on meeting.

In 2011, we advanced further in our ongoing sustainability journey as we continued to inculcate and strengthen "green" practices across our plantation and oil mill activities.

Recognising that sustainability can be attained only if all parts of our Group are moving forward together in a unified direction, we developed an interim Sustainability Handbook that specifies company policies and grievance and complaints procedures and distributed copies to employees in the head office and operating units. An updated Standard Operating Procedure for Estates that incorporates sustainability requirements was also circulated in 2011.

Notably, the concerted efforts that have been put in through the years are yielding meaningful results. Following internal compliance assessments and improvements observed in key areas, the Southern Region, comprising one oil mill and three estates, has emerged as our Group's first management unit to be ready for any prospective audit by external RSPO-approved certification bodies.

Meanwhile, equipped with the findings gleaned from High Conservation Value ("HCV") assessments completed at all our Group's Malaysian estates in previous years, we progressed in 2011 towards adopting appropriate management and monitoring strategies for the protection of the HCVs found in our landholdings, which includes some important social and cultural sites.



2-3. Construction of water conservation trenches and silt pit to reduce soil erosion
4. Stacking fronds in T-shape to reduce fertiliser run-off

5. Organic mulching to reduce use of fertilisers

These short-to medium-term HCV management strategies cover, among others, the responsibility of estate management teams in ensuring that agricultural practices and operations do not adversely affect the environment and biodiversity within and surrounding our estates. Signboards prohibiting illegal hunting, poaching and felling of trees were installed at HCV areas and estate entrances, on top of regular security patrols to prevent encroachment by outsiders. Training and briefings were conducted for estate management teams, staff, workers and contractors to impress on them the importance of conserving HCV areas. References for effective landscape planning and cultivation have also been provided in the HCV management plan.

Riparian management is another critical task that our Group is addressing seriously. Detailed guidelines on riparian management are being developed to provide estates with guidance on the appropriate methodology to be used to set aside the riparian buffer zones along natural waterways. Buffer zones are also recommended for water bodies and water catchments to protect against the risk of contamination by environmental pollutants and to attract migratory birds. Signboards have also been prominently installed at relevant areas to remind workers to refrain from applying chemicals inside these buffer zones.

A programme to monitor incoming and outgoing stream water and drinking water quality was also implemented at our estates in 2011. Under this programme, all operating units are required to monitor and record water usage and consumption, with the data then compared against set targets on a monthly basis.

An Environmental Improvement Plan, with specific impact mitigation targets and action plans for each operating unit was developed in 2011 in response to impacts identified under the Environmental Aspect and Impact Assessment exercise. The resultant improvements that have been made include the installation of oil traps and bunds at stores, washing bays and workshops, as well as the adoption of the "3R" principles of "reduce, reuse and recycle" in managing solid waste and scheduled waste generated by the operating units. As part of this initiatve, our estates and mills have been encouraged to implement waste segregation to separate recyclable materials such as plastic, paper, metal and glass from organic waste and non-recyclable materials which are then disposed of at designated landfills on site. Licensed scheduled waste contractors are engaged to collect all scheduled waste to ensure proper disposal as required under the Environmental Quality Act 1974 (Scheduled Waste) Regulations 2005.

These efforts are reinforced by the formal endorsement of a Zero Burning Policy in 2011.

In furthering our commitment to providing a workplace that is healthy, safe and free from discrimination or harassment, a formal set of Communication and Consultation Guidelines was established and subsequently distributed to all operating units during the year. The guidelines, which affirm the rights of employees to freely express their grievances and complaints through various channels, provide a more structured method of communication between the respective management teams of operating units and their internal and external stakeholders. This system has been well-received and has proved effective in resolving complaints and grievances. Besides adhering to ethical and transparent human resource practices, needs-based competency training programmes for staff and workers continue to be provided on a timely and regular basis.

During the year, the engagement with our stakeholders was stepped up through an increase in the frequency of consultative meetings and get-together events. Company policies, guidelines, sustainability targets and issues were communicated and discussed at these sessions Through such open and earnest engagements, we hope to build a stronger rapport and better mutual understanding with our stakeholders.

While our sustainable palm oil initiatives are gaining considerable traction in Malaysia, progress at our Indonesian operating units has been slowed down somewhat by unavoidable circumstances and staff changes. Nevertheless, our Group has continued to meet the relevant local regulatory requirements such as environmental impact assessments and occupational safety. We have also been laying the foundation to meet the exacting standards of the RSPO by carrying out the required HCV and social impact assessments, besides taking various steps to raise awareness, among workers, staff and contractors. On a related note, the PT Sepanjang Intisurya Mulia estates in Kalimantan Barat have been pre-assessed under the mandatory ISPO scheme and classified as being on course for compliance within 2 years.

Planting of beneficial plants and the use of barn owls as part of integrated pest management

ENVIRONMENT

As our business activities are closely associated with natural resources, we recognise the importance of practising responsible stewardship of the environment and strive to adhere to the principles of sustainable development for the benefit of present and future generations.

In taking a holistic approach to sustainability, we begin with the understanding that palm oil is itself a natural resource that is becoming, if not already, heavily relied upon the world over as a vital source of food and fuel. Accordingly, from our perspective, the crux of sustainability is to foster a harmonious balance between the productive use of land to satisfy the world's growing demand for palm oil and the conservation of environmental biodiversity. In this connection, the green initiatives and best practices integrated across the operations of our Group bear testimony to our resolve to uphold an environment-conscious business model.

Much of our efforts in advancing our eco-friendly agenda are embodied in the comprehensive programmes carried out to orientate our Group towards internationally-accepted standards of sustainable palm oil.

In this regard, procedural safeguards have been put in place to ensure the integrity of operations at every stage from planting to harvesting and processing so as to minimise any potential risks to the environment.

At the estate level, best-in-class operating standards are adopted. Our Group's Malaysian estates have either received Code of Good Agricultural Practice certification from the Malaysian Palm Oil Board ("MPOB") or are in the process of gaining certification.

Oil mills are no exception. All six of our Group's mills have been certified for Code of Good Milling Practice by MPOB. Further independent verification of our adherence to best practices can be found in the certification of all our mills by leading certification body SIRIM for their Environmental, Health and Safety Management Systems, namely the ISO 14001: 2004 Environmental Management System, OHSAS 18001:2007 Occupational Health and Safety Management System and MS 1722: Part 1:2005 Occupational Safety and Health Management System.

Any commitment to responsible environmental stewardship would entail espousing a keen sensibility for the protection of biologically-rich ecosystems. Putting this principle into action, our Group takes an uncompromising stance in preventing encroachment and requiring complete environmental impact and High Conservation Value ("HCV") assessments

to be carried out prior to the commencement of any new plantation development projects. Forest areas recognised as HCV are set aside to flourish in their natural state. The practice of protecting ecologically-important sites within our Group's landholdings has been in place since the early years of our corporate history as attested by, for example, the preservation of areas within the Tenegang group of estates in Sabah as wildlife sanctuaries called the Baha and Bahagia Sanctuaries.

The quality and health of the environment are also treated with utmost seriousness at our Group. We have established a formal Zero Burning policy that strictly prohibits open burning of any kind at operating units and mandates that all waste products, biomass and by-products are to be disposed of safely and appropriately.

Part of our endeavour to maintain good environmental quality in areas where we operate involves reducing chemical application in our operations. While it should be noted that agrochemicals, if responsibly and properly administered, do not necessarily pose any significant risks to the environment, the use of eco-friendly, organic alternatives are favoured, where possible. When it comes to pest control, our Group practises an integrated pest management strategy that includes the use of biological control agents. For instance, the introduction of barn owls have been effective in controlling the rat population in estates while the placement of pheromone traps has helped to stem the spread of rhinoceros beetles.

We also take an integrated approach to nutrient management. Naturally rich in nutrients, oil palm by-products generated from our Group's plantation operations such as empty fruit bunches and palm oil mill effluent are applied to the fields as organic manure, complementing the regular fertiliser regime.

The recycling of biomass as fertiliser serves a dual-purpose as it also provides an environment-friendly method of waste management. Along these lines, palm kernel shells are utilised as green fuel in oil mill boilers for power generation, thus providing another avenue for biomass recycling while promoting energy self-sufficiency at the same time. Other biomass-based renewable energy projects are being actively pursued at our Group's oil mills.

Reforestation initiatives along Tenegang Besar River

Formal participation in the global climate change mitigation initiative is also on our radar for the longer-term. Our Group is actively exploring opportunities to contribute to emission reduction through projects at suitable oil mills.

Merely minimising the negative risks of development on the environment is certainly not the be all and end all of our Group's sustainability objectives. We aim to continually create and enhance positive values for the earth through beneficial initiatives.

In this regard, the ecology of the Kinabatangan River in Sabah is a subject matter that resonates especially strongly with our Group, more so because of our sizeable presence in the state often referred to as the "Land Below the Wind". In 1999, we were the first plantation company to participate in the "Kinabatangan – Corridor of Life" project initiated by WWF-Malaysia to help conserve and rehabilitate the Kinabatangan floodplain, one of the world's largest remaining and most biologically-diverse floodplain. Under the programme, our Group has set aside an area measuring 86.5 hectares along the Tenegang Besar River, one of the main tributaries of the Kinabatangan River, for the planting of forest tree species. Despite disruptions and difficulties caused by adverse weather conditions, reforestation works are still ongoing. Our Group remains determined to carry on with the restoration efforts.

During the year, our Group also supported the Asian Wetland Symposium ("AWS") held in Sabah on 18-20 July 2011 by being one of the sponsors of the internationally-reputed event, which is organised by Ramsar Centre Japan and provides a platform for active discussion on issues related to wetland conservation and the wise-use of wetland resources.

Showing solidarity with hundreds of millions of people and organisations worldwide in calling for climate change action, our Group once again participated in the WWF's annual Earth Hour event in 2011, with major premises and offices observing a one-hour lights out during the appointed time.

We recognise that while corporations have the resources and responsibility to take the lead in driving any environmental sustainability action, it is ultimately the support of employee that will determine its success. Therefore, to cultivate greater employee awareness towards environmental care, our Group has embarked on an initiative to promote the efficient use of resources and to reduce wastage in the corporate offices. As a start, a recycling programme has been implemented, with colour-coded bins for waste segregation prominently displayed. More green programmes are set to be introduced progressively.

COMMUNITY

We seek to build mutually beneficial relationships with the communities where we operate and with society at large through active engagement.

The palm oil industry is widely-regarded for its instrumental role in poverty alleviation. Likewise, as a leading oil palm grower with a wide geographical reach across Malaysia and Indonesia, our Group is uniquely placed to make a lasting difference to the well-being of the communities in the remote areas where we have an operating presence. It follows, therefore, that our social action plan should be founded on a desire to nurture a harmonious reciprocity with the rural folk, one that thrives on a close rapport in pursuit of the common good.

To be sure, community engagement is essential in all our development projects, whereby land procurement and use are managed in accordance with prevailing laws and with due respect for local cultural sensitivities. Any contingent differences are bridged through consultation to reach amicable and timely resolutions. Our Group regularly holds dialogue sessions and casual gatherings to reach out to the local committees.

In Indonesia, our Group has taken another stride forward in fulfilling our responsibility to the well-being of the local community with the establishment in mid-2011 of the first Plasma programme under the SIS Mulia development in Kabupaten Ketapang, West Kalimantan. The signing of the agreement for the Plasma co-operation, which involves the development of new oil palm plantations for small landholders to operate, undoubtedly paves the way for the further deepening of ties.

Signing ceremony of the first plasma programme under SIS Mulia on 29 July 2011

Hand-over ceremony upon completion of road repair works by the Group to local villagers at Mulia Estates

In many ways, our Group is well-positioned to contribute constructively to rural development. For the communities in the often-isolated areas where we operate, our presence provides a chance for them earn a livelihood through the variety of employment and business opportunities on offer. Accessibility and connectivity in these rural areas are noticeably improved by virtue of the infrastructure and amenities established by our Group, including roads and bridges as well as ferry and speedboat services.

Financial assistance is regularly extended to the local peoples, not only towards meeting their economic development needs, but also in promoting local social customs through donations in cash and kind for various cultural and religious activities.

Our advocacy of the holistic development of a community is also evident across our property development project. Family-friendly, community-oriented programmes such as carnivals, sports events and festival celebrations are commonly held to promote wellness and healthy living, besides forging stronger neighbourly bonds among township residents.

Over and above all, we recognise that effecting sustainable progress in society must begin at the grassroots level. To achieve this, there is no single factor that is more fundamental than education. Fittingly, therefore, our Group has put education at the forefront of our social engagement agenda.

Engagement with UPM Agriculture Faculty and scholarship recipients

At the primary level, our Group has been working closely with the non-profit Borneo Child Aid Society, consistently providing much-needed funding for the establishment and running of Humana learning centres in the remote parts of Sabah. Hundreds of children, who would otherwise have no access to basic education because of distance, poverty or their "migrant" status, are attending the eight Humana schools that our Group is supporting.

Schools of all levels and types, be they primary or secondary, national or vernacular, that are in need of financial assistance are also routinely given a helping hand through contributions in cash and kind.

In today's rapidly evolving, knowledge-based world, the critical role played by institutions of higher learning in the development of a knowledgeable, forward-thinking populace cannot be overstated. Universiti Putra Malaysia ("UPM"), one of the nation's premier universities and famed for its expertise in agriculture and food production, is currently the biggest beneficiary of our Group's commitment to education in the tertiary arena. Through the Tan Sri (Dr.) Lim Goh Tong Endowment Fund, our Group provides scholarships for deserving undergraduates pursuing agriculture studies as well as funding for the university's research activities and other educational programmes. In 2011, apart from full scholarships awarded to four students -- one in every year of studies, the Endowment Fund also provided sponsorships for a joint research programme on plantation crops and for the participation of a Ph.D. candidate as a presenter at the 17th International Congress on Nitrogen Fixation in Fremantle, Australia.

Philanthropic giving, an effective means for corporations to respond to the urgent needs of the underprivileged, remains very much a fixture in our social responsibility programme. The charitable causes we supported financially in 2011 included, among others, relief for the victims of the Johor floods and for the 5th consecutive year, the annual Edge-Bursa Malaysia Kuala Lumpur Rat Race.

Our team for Kuala Lumpur Rat Race 2011

WORKPLACE

Our people are our most important asset.

We value diversity in our workforce and promote ethical behavior through our code of conduct while striving to provide a working environment that is safe, healthy and conducive to continuous employee development.

Our business is built on the belief that our people are the enablers of success. To be the employer of choice means providing them the right platform to thrive and realise their full potential.

In appreciation of our valued plantations workforce and in view of the rising cost of living, our Group unveiled in September 2011 a special gratuitous payment scheme in conjunction with the broader adjustments adopted by the Malayan Agricultural Producers Association. Under the scheme, eligible estate and oil mill workers and non-executive staff are rewarded with additional monthly remuneration of RM200.

The improved reward scheme complements the other benefits provided by our Group to ensure a comfortable and conducive working and living environment for our workforce. These include the provision and continual upgrading of free housing, utilities such as water and electricity, medical care,

Company trips are organised annually to enhance interaction among employees

Participants at the 30th Management Conference

crèche facilities, places of worship, sports facilities and other amenities at our estates and oil mills.

Attracting and retaining the best talents is more than just about offering a competitive remuneration and incentive system.It is also about practising good human resource management that values the rights of all employees. Employee rights, benefits and standards of professional conduct along with our Group's policies and procedures are clearly laid out in our Human Resources Handbook, Sustainability Handbook and other related manuals.

We strictly prohibit any form of violence, harassment or discrimination against race, religion, national origin, disabilities, pregnancy, age and gender. We also do not condone any form of employment of underage labour or forced labour at our operating units.

A formal grievance procedure has been established to address employees and stakeholder complaints in a fair, systematic and transparent manner.

When it comes to the safety and health of all our employees, there is no room for compromise as far as our Group is concerned. Our commitment to putting safety first is underlined in our formal Occupational Safety and Health policy statement. We strive to institute all necessary precautionary and control measures to minimise risks. For example, safe operating instructions and relevant safety signs are prominently displayed at all our Group's operations sites. At the same time, training courses are conducted regularly to raise employees' awareness of the potential hazards they may encounter and to educate them on the proper working procedures and emergency response plans.

Independent verifications such as the OHSAS 18001:2007 and MS1722:Part 1:2005 management system certifications secured by all our Group's oil mills as well as the Chemical Health Risk Assessment exercise completed by the operating units attest to our resolve to maintaining a safe and accident-free workplace.

In our pursuit of long-term success, we see employee development and organisational progress as being two sides of the same coin. By investing in the professional growth of our employees, we are investing purposefully in the future of the company. Towards this end, all levels of employees are provided with opportunities to undergo in-house and external training programmes to sharpen their skills and learn new competencies that will help them stay relevant in today's ever-evolving competitive business environment.

We also seek to lay down well-defined career advancement paths that are optimally suited to the unique individual skill-sets of every employee, thus empowering them to realise their full potential with our Group for our mutual benefit.

Recipients of the various outstanding performance awards

The annual Management Conference, a valuable platform in driving performance excellence among the key personnel of the organisation, entered its 30th edition in 2011. Themed "Achieving Higher Productivity – The Next Phase", the 2011 conference held in Singapore provided opportunities aplenty for the exchange of experiences and insights into the emerging trends in the plantation industry. This event was followed by the Assistant Managers' Conference in Johor Bahru, which also explored the latest developments along the same theme.

Joint participation with Department of Agriculture, Sabah at Hari Peladang, Penternak dan Nelayan 2011 - YAB Seri Panglima Musa Haji Aman, Chief Minister, Sabah at the booth

Professional development aside, the personal well-being of our people is also regarded as deserving of at least as much attention. Promoting work-life balance is essential in shaping employees who are continually happy, motivated and productive. Our Group organises recreational activities such as staff trips, friendly sports tournaments and festival celebrations on a regular basis to encourage healthy living and instill a greater sense of camaraderie among employees.

MARKETPLACE

Our business conduct shall be guided by honesty, integrity and a commitment to excellence. We are committed to promoting responsible practices among our business partners, showing care for the well-being of our customers and upholding good corporate governance to meet the expectations of our investors.

The creation of value for all shareholders is an overarching objective that is manifested right from the boardroom level, where it is not only the experience, business acumen and requisite professional qualities and qualifications of the members that matter, but also the dedication to upholding the best corporate governance practices. Our Group's stated policy is for all our affairs to be managed in accordance with the principles of the Malaysian Code on Corporate Governance.

1-3. On-site training programmes are regularly conducted

Genting Plantations Berhad's Annual General Meeting 2011

As serving the best interests of all stakeholders goes hand-in-hand with maintaining integrity in all our dealings, our Group enforces strict policies to ensure that all business affairs are conducted above board, in a professional and trustworthy manner, free of any form of corruption or unethical behaviour. This ethical code applies across the many facets of our business activities, encompassing our relationships with our partners, vendors, contractors, customers, governing authorities and anyone else we work with.

We consider transparency and accountability as fundamental to our engagement with shareholders and this is reflected firstly in our endeavour to disclose all material information through the appropriate channels in a timely, open, complete and accurate manner. Beyond merely the dissemination of information, the building of a close rapport with the investing public through two-way dialogue is also a central part of our shareholder engagement strategy. In this respect, the Annual General Meeting serves as an effective platform for shareholder interaction. Furthermore, we maintain open and constant communications with the professional investment community through periodic briefings, meetings and operating site visits.

Our investor relations efforts have been positively received, with our Group ranking among the top tier companies in the Malaysian Investor Relations Association's inaugural rankings of the investor relations performance of public listed companies published in May 2011. During the year, our Group also received a Merit Award for the category of Best Return to Shareholders in the Malaysian Business-Chartered Institute of Management Accountants Enterprise Governance Awards 2011.

Corporate responsibility in the context of the marketplace also involves the adding of value to the development of the industry and broader national economy. Whether through our Group's active involvement in representative bodies like the Malaysian Palm Oil Association, or membership in the Roundtable on Sustainable Palm Oil, or collaborations with leading research organizations like the Malaysian Palm Oil Board and the Department of Agriculture, Sabah, we take a keen interest in contributing meaningfully to the betterment of the industries we are in.

CORPORATE GOVERNANCE

It is the policy of the Company to manage the affairs of the Group in accordance with the appropriate standards for good corporate governance. Set out below is a statement on how the Company has applied the principles and complied with the best practices as set out in the Malaysian Code on Corporate Governance ("the Code").

A. DIRECTORS

(i) The Board

The Board has overall responsibility for the proper conduct of the Company's business. The Board meets on a quarterly basis and additionally as required. The Board has a formal schedule of matters specifically reserved for its decision, including overall strategic direction, annual operating plan, capital expenditure plan, acquisitions and disposals, major capital projects and the monitoring of the Group's operating and financial performance.

Formal Board Committees established by the Board in accordance with the Code namely, the Audit Committee, Nomination Committee and Remuneration Committee assist the Board in the discharge of its duties.

During the year under review, four meetings of the Board were held and all Directors have complied with the requirement in respect of board meeting attendance as provided in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The details of Directors' attendances are set out below:

Name of Directors	Number of Meetings Attended
Tan Sri Mohd Amin bin Osman (Retired on 1 October 2011)	2 out of 3
Tan Sri Lim Kok Thay	4 out of 4
Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad	4 out of 4
Encik Mohd Din Jusoh	4 out of 4
Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah	4 out of 4
Mr Quah Chek Tin	4 out of 4
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	4 out of 4
Mr Ching Yew Chye (Appointed on 23 November 2011)	1 out of 1
Mr Lim Keong Hui (Appointed on 23 November 2011)	1 out of 1

(ii) Board Balance

The Board has eight members, comprising one executive Director, and seven non-executive Directors. Six of the seven non-executive Directors are independent non-executive Directors. The Directors have wide ranging experience and all have occupied or are currently occupying senior positions in the public and/or private sectors. The independent non-executive Directors provide a strong independent element on the Board with Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad (email: jamil.ahmad@genting.com) as the senior independent non-executive Director to whom concerns may be conveyed. Five of the six independent non-executive Directors participate in the Audit Committee. Three of the six independent non-executive Directors also participate in the Remuneration and Nomination Committees as members of these Committees.

A brief profile of each of the Directors is presented on pages 12 to 14 of this Annual Report.

(iii) Supply of Information

Notice of meetings, setting out the agenda and accompanied by the relevant Board papers are given to the Directors in sufficient time to enable the Directors to peruse, obtain additional information and/or seek further clarification on the matters to be deliberated.

As a Group practice, any Director who wishes to seek independent professional advice in the furtherance of his duties may do so at the Group's expense. Directors have access to all information and records of the Company and also the advice and services of the Company Secretary.

(iv) Appointments to the Board

The Nomination Committee comprising entirely independent non-executive Directors is responsible for identifying and recommending to the Board suitable nominees for appointment to the Board and Board Committees.

The Nomination Committee met once during the financial year.

On appointment, Directors are provided with information about the Group and are encouraged to visit the sites of the Group's operating units and meet with key senior executives.

The process of assessing the directors is an on-going responsibility of the entire Board. The Board has put in place a formal evaluation process to assess the effectiveness of the Board as a whole, the Board Committees and the contribution and performance of each individual director, including the Chief Executive on an annual basis.

A. DIRECTORS (Cont'd)

(iv) Appointments to the Board (Cont'd)

In respect of the assessment for the financial year ended 31 December 2011, the Board was satisfied that the Board and Board Committees have discharged their duties and responsibilities effectively. The Board was also satisfied that the Board composition in terms of size, the balance between executive, non-executive and independent directors and mix of skills was adequate.

All the Directors have attended the Mandatory Accreditation Programme and are also encouraged to attend courses whether in-house or external to help them in the discharge of their duties.

The following are the courses and training programmes attended by the Directors in 2011:

COURSES	NAMES OF DIRECTORS	Tan Sri Lim Kok Thay	Mr Quah Chek Tin	Lt. Gen. (B) Dato' Hj Abdul Jamil bin Hj Ahmad	Encik Mohd Din Jusoh	Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah	Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	Mr Lim Keong Hui
Special Public Lecture by the Right Honourable Lord Digby Jones on "Asia as the New Master of the Business Universe"		•	•	•	•			
Sustainability Programme for Corporate Malaysia by Bursa Malaysia Berhad			•	•	•	•		
Directors Duties & Governance 2011 by Malaysian Institute of Corporate Governance (MICG)							•	
Assessing The Risk and Control Environment by Bursa Malaysia Berhad			•	•	•	•		
Directors' Training - Economic Outlook Implication on Financial and Banking Industries - Is Another Financial Crisis Imminent by Prof. Dr. Malick Sy							•	
Training on Financial Reporting Standards by KPMG			•					
"The Board's Responsibility for Corporate Culture - Selected Governance Concerns and Tools for Addressing Corporate Culture and Board Performance" by John H Stout			•	•	•	•		
"The CFO and Conflicts of Interest" by Rick Payne, Head of ICAEW Finance Direction Programme, UK				•	•	•		
SSM National Conference 2011 - "Driving Business Transformation Dynamics Through Regulations And Enforcement" by Suruhanjaya Syarikat Malaysia			•			•		
Financial Institution Director's Education by Bank Negara Malaysia							•	
"Bridging A Gap in Developing CSR Capacity" by Mr. Richard Welford of CSR Asia					•			
30th Management Conference (Plantation Division) of Genting Plantations Berhad - Achieving Higher Productivity - The Next Phase - Changing Mindsets and Hearts by Mr Perthpal Singh of Learning Edge Consultants			•	•		•	•	
Navigating a Changing Anti-Corruption Landscape (UK Bribery Act) by Wilson Ang, Norton Rose (Asia) LLP			•					
"The Global Outlook : How Resilient Can Asian Be ?" by Manu Bhaskaran			•					
Financial Institution Director's Education by Bank Negara Malaysia (2nd Session)							•	
23rd Senior Managers' Conference 2011 of Genting Malaysia Berhad - "Purpose Driven Organisation" by Mr. Roshan Thiran of Leaderonomics			•				•	
"Creating Communities of Character Through Building Character in Young Children" by Ibu Ratna Megawangi and "Being Powerful with a No" by Ms Poorani Thanusha organised by KLK Managers' Conference 2011			•					
Directors' Duties and Responsibilities by Mah Kamariyah & Philip Koh							•	
Scrutinizing Financial Statement Fraud & Detection of Red Flags for Directors and Officers of PLC's and Government Regulatory Agencies by MICG							•	
Annual In-House Tax Seminar - The 2012 Budget by Deloitte KassimChan Tax Services Sdn Bhd			•		•	•		
"Comprehensive Overview of Standards" by Wayne Upton organised by Malaysian Accounting Standards Board			•					
Mandatory Accreditation Programme (MAP) for Directors of Public Listed Companies								•
New Corporate Governance Blueprint and Regulatory Updates Seminar 2011 - "What Directors and Co-Sec Should Know" by Federation of Public Listed Companies Bhd				•	•	•		

A. DIRECTORS (Cont'd)

(iv) Appointments to the Board (Cont'd)

Mr Ching Yew Chye has not attended any course or training programme as he was only appointed on 23 November 2011.

(v) Re-election

The Articles of Association of the Company provides that at least one-third of the Directors are subject to retirement by rotation at each Annual General Meeting and that all Directors shall retire once in every three years. A retiring Director is eligible for re-election. The Articles of Association also provide that a Director who is appointed by the Board in the course of the year shall be subject to re-election at the next Annual General Meeting to be held following his appointment.

Directors over seventy years of age are required to submit themselves for re-appointment annually in accordance with Section 129(6) of the Companies Act, 1965.

B. DIRECTORS' REMUNERATION

The Remuneration Committee comprising three independent non-executive Directors and one Executive Director, is responsible for making recommendations to the Board on the remuneration packages of executive Directors and members of Board Committees. In making recommendations to the Board, information provided by independent consultants and appropriate survey data are taken into consideration. The Board as a whole, determines the level of fees of non-executive Directors and executive Directors. Directors' fees are approved at the Annual General Meeting by the shareholders. Directors do not participate in decisions regarding their own remuneration packages.

The Remuneration Committee met thrice during the financial year.

Details of the Directors' remuneration are set out on page 91 of the Audited Financial Statements in this Annual Report. In the interest of security, additional information have not been provided other than the details stipulated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

C. SHAREHOLDERS

The Group acknowledges the importance of timely and equal dissemination of material information to the shareholders, investors and public at large. The Company's Annual General Meeting remains the principal forum for dialogue with shareholders. Shareholders are encouraged to participate in the proceedings and to ask questions about the resolutions being proposed and the operations of the Group.

The Group maintains a corporate website at www.gentingplantations.com which provides information relating to annual reports, press release, quarterly results, announcements and investors presentations.

The Group also participates in investor forums held locally and abroad and also organises briefings and meetings with analysts and fund managers to give them a better understanding of the businesses of the Group.

D. ACCOUNTABILITY AND AUDIT

(i) Financial Reporting

The Board aims to ensure that the quarterly reports, annual financial statements as well as the annual review of operations in the annual report are presented in a manner which provides a balanced and comprehensive assessment of the Company's performance and prospect.

The Directors are also required by the Companies Act, 1965 to prepare financial statements for each financial year which have been made out in accordance with the Malaysian Accounting Standards Board Approved Accounting Standards for Entities Other than Private Entities in Malaysia and which give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year and of the results and cash flows of the Group and of the Company for the financial year.

A statement by the Board of its responsibilities for preparing the financial statements is set out on page 122 of this Annual Report.

D. ACCOUNTABILITY AND AUDIT (Cont'd)

(ii) Internal Control

The Board is responsible for the Group's system of internal control and risk management and for reviewing its adequacy and integrity. While acknowledging their responsibility for the system of internal control, the Directors are aware that such a system is designed to manage rather than eliminate risks and therefore cannot provide an absolute assurance against material misstatement or loss.

To assist the Board in maintaining a sound system of internal control for the purposes of safeguarding shareholders' investment and the Group's assets, the Group has in place, an adequately resourced internal audit department. The activities of this department which reports regularly to the Audit Committee provides the Board with much of the assurance it requires regarding the adequacy and integrity of the system of internal control. As proper risk management is a significant component of a sound system of internal control, the Group has also put in place a risk management process to help the Board in identifying, evaluating and managing risks. The implementation and maintenance of the risk management process is carried out by the Risk and Business Continuity Management Committee of the Company.

(iii) Relationship with Auditors

The Company through the Audit Committee, has an appropriate and transparent relationship with the external auditors. In the course of the audit of the Group's financial statements, the external auditors have highlighted to the Audit Committee and the Board, matters that require the Board's attention. All Audit Committee meetings are attended by the external auditors for purposes of presenting their audit plan and report and for presenting their comments on the audited financial statements.

E. OTHER INFORMATION

(i) Material Contracts

Material Contracts of the Company and its subsidiaries involving Directors and substantial shareholders either subsisting at the end of the financial year or entered into since the end of the previous financial year are disclosed in Note 42 to the financial statements under "Significant Related Party Disclosures" on pages 116 and 117 of this Annual Report.

(ii) Share Buy-Back

The details of the Company's Share Buy Back exercise for the financial year ended 31 December 2011 are as follows:

Month	No. of Shares Purchased & Retained As Treasury Shares	Purchase Price per Share Lowest (RM)	Purchase Price per Share Highest (RM)	Average Price per Share* (RM)	Total Consideration (RM)
February 2011	10,000	7.87	7.87	7.92	79,236.57
August 2011	10,000	7.15	7.20	7.22	72,254.91
	20,000				151,491.48

* Inclusive of transaction charges

During the financial year, all the shares purchased by the Company were retained as treasury shares. As at 31 December 2011, the number of treasury shares was 61,000.

(iii) Sanctions and/or Penalties

There were no sanctions and/or penalties imposed on the Company and/or its subsidiaries, directors or management by the relevant regulatory bodies, which were material and made public during the financial year ended 31 December 2011.

This Statement on Corporate Governance is made in accordance with the resolution of the Board of Directors.

AUDIT COMMITTEE REPORT

AUDIT COMMITTEE

The Audit Committee ("Committee") was established on 26 July 1994 to serve as a Committee of the Board.

MEMBERSHIP

The present members of the Committee comprise:

Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	Chairman/Independent Non-Executive Director
Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad	Member/Independent Non-Executive Director
Encik Mohd Din Jusoh	Member/Independent Non-Executive Director
Mr Quah Chek Tin	Member/Independent Non-Executive Director
Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah	Member/Independent Non-Executive Director

ATTENDANCE AT MEETINGS DURING THE FINANCIAL YEAR 2011

The Committee held a total of six (6) meetings. Details of attendance of the Committee members are as follows:

Name of Member	Number of Meetings Attended*
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	6 out of 6
Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad	6 out of 6
Encik Mohd Din Jusoh	6 out of 6
Mr Quah Chek Tin	6 out of 6
Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah	6 out of 6

* The total number of meetings is inclusive of the special meetings held between members of the Committee who are non-executive Directors of the Company and representatives of the external auditors, PricewaterhouseCoopers without the presence of any Executive Director.

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR 2011

The Committee carried out its duties in accordance with its Terms of Reference.

The main activities carried out by the Committee were as follows:

i) considered and approved the internal audit plan for the Company and the Group and authorised resources to address risk areas that have been identified;

ii) reviewed the internal audit reports for the Company and the Group;

iii) reviewed the external audit plan for the Company and the Group with the external auditors;

iv) reviewed the external audit reports for the Company and the Group with the external auditors;

v) reviewed the quarterly reports of the Company and the Group, focusing particularly on:

   (a) changes in or implementation of major accounting policy changes;

   (b) significant and unusual events; and

   (c) compliance with accounting standards and other legal requirements;

vi) reviewed related party transactions of the Company and of the Group;

vii) reviewed the proposed audit fees for the external auditors in respect of their audit of the Company and the Group;

viii) considered the re-appointment of the external auditors;

ix) reviewed the financial statements of the Group and of the Company for the financial year ended 31 December 2010; and

x) reviewed the reports submitted by the Risk and Business Continuity Management Committee of the Company.

INTERNAL AUDIT FUNCTION AND RISK MANAGEMENT PROCESS

The Group has an adequately resourced internal audit department to assist the Board in maintaining a sound system of internal control. The internal audit department reports to the Committee and is independent of the activities it audits. The primary role of the department is to undertake regular and systematic review of the systems of internal control so as to provide sufficient assurance that the Group has sound systems of internal control and that established policies and procedures are adhered to and continue to be effective and satisfactory.

During the financial year ended 31 December 2011, the Internal Audit Department carried out its duties covering operation audit, information system audit and compliance audit.

On a quarterly basis, audit reports and the status of internal audit plan are submitted for review and approval by the Committee. Included in the reports are recommended corrective measures on risks identified, if any, for implementation by Management.

The total cost incurred by the Internal Audit Department of the Group for the financial year ended 31 December 2011 amounted to approximately RM2.28 million.

As proper risk management is a significant component of a sound system of internal control, the Group has also put in place a risk management process to help the Board in identifying, evaluating and managing risks. The implementation and maintenance of the risk management process is carried out by the Risk and Business Continuity Management Committee of the Company.

TERMS OF REFERENCE

The Committee is governed by the following terms of reference:

1. Composition

(i) The Committee shall be appointed by the Board from amongst the Directors excluding Alternate Directors; shall consist of not less than three members, all of whom are non-executive Directors with a majority of them being independent Directors; and at least one member of the audit committee:

(a) must be a member of the Malaysian Institute of Accountants; or

(b) if he is not a member of the Malaysian Institute of Accountants, he must have at least 3 years' working experience and:

(aa) he must have passed the examinations specified in Part I of the 1st Schedule of the Accountants Act 1967; or

(bb) he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act 1967; or

(c) fulfills such other requirements as prescribed or approved by Bursa ("Bursa Securities").

The Chairman shall be an independent Director elected by the members of the Committee.

(ii) In the event of any vacancy in the Committee resulting in the non-compliance of paragraph (i) above, the Board must fill the vacancy within 3 months.

(iii) The term of office and performance of the Committee and each of its members shall be reviewed by the Board at least once every 3 years to determine whether the Committee and its members have carried out their duties in accordance with the terms of reference.

2. Authority

The Committee is granted the authority to investigate any activity of the Company and its subsidiaries within its terms of reference, and all employees are directed to co-operate as requested by members of the Committee. The Committee is empowered to obtain independent professional or other advice and retain persons having special competence as necessary to assist the Committee in fulfilling its responsibility.

3. Responsibility

The Committee is to serve as a focal point for communication between non-Committee Directors, the external auditors, internal auditors and the Management on matters in connection with financial accounting, reporting and controls. The Committee is to assist the Board in fulfilling its fiduciary responsibilities as to accounting policies and reporting practices of the Company and all subsidiaries and the sufficiency of auditing relative thereto. It is to be the Board's principal agent in assuring the independence of the Company's external auditors, the integrity of the Management and the adequacy of disclosures to shareholders.

3. Responsibility (Cont'd)

If the Committee is of the view that a matter reported to the Board has not been satisfactorily resolved resulting in a breach of the Bursa Securities Main Market Listing Requirements, the Committee shall promptly report such matter to Bursa Securities.

4. Functions

The functions of the Committee are to review:

i) with the external auditors, their audit plan;

ii) with the external auditors, their evaluation of the system of internal accounting controls;

iii) with the external auditors, their audit report and management letter (if any);

iv) the assistance given by the Company's officers to the external auditors;

v) the adequacy of the scope, functions, competency and resources of the internal audit functions and that it has the necessary authority to carry out its work;

vi) the internal audit programme, processes, the results of the internal audit programme, processes or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit functions;

vii) the quarterly results and year end financial statements, prior to the approval by the Board, focusing particularly on:

(a) changes in or implementation of major accounting policy changes;
(b) significant and unusual events; and
(c) compliance with accounting standards and other legal requirements;

viii) any related party transaction and conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of Management's integrity; and

ix) consider the nomination, appointment and re-appointment of external auditors; their audit fees; and any questions on resignation, suitability and dismissal.

5. Meetings

i) The Committee is to meet at least four times a year and as many times as the Committee deems necessary.

ii) In order to form a quorum for any meeting of the Committee, the majority of members present must be independent.

iii) The meetings and proceedings of the Committee are governed by the provisions of the Articles of Association of the Company regulating the meetings and proceedings of the Board so far as the same are applicable.

iv) The head of finance and the head of internal audit shall normally attend meetings of the Committee. The presence of a representative of the external auditors will be requested, if required.

v) Upon request by the external auditors, the Chairman of the Committee shall convene a meeting of the Committee to consider any matters the external auditors believe should be brought to the attention of the Directors or Shareholders of the Company.

vi) At least twice a year, the Committee shall meet with the external auditors without the presence of any executive Director.

vii) Whenever deemed necessary, meetings can be convened with the external auditors, internal auditors or both, excluding the attendance of other directors and employees.

6. Secretary and Minutes

The Secretary of the Committee shall be the Company Secretary. Minutes of each meeting are to be prepared and sent to the Committee members, and the Company's Directors who are not members of the Committee.

This Audit Committee Report is made in accordance with the resolution of the Board of Directors.

STATEMENT ON INTERNAL CONTROL

THE BOARD'S RESPONSIBILITIES

In relation to internal control, pursuant to the requirements under the Malaysian Code on Corporate Governance for companies listed on the Bursa Malaysia Securities Berhad ("Bursa Securities"), the Board of Directors ("the Board") hereby acknowledges their responsibilities under the Bursa Securities Listing Requirements to:

- Identify principal risks and ensure implementation of appropriate control measures to manage such risks.

- Review the adequacy and integrity of the internal control system and management information systems and systems for compliance with applicable laws, regulations, rules, directives and guidelines.

It should be noted that an internal control system is designed to manage risks rather than eliminate them and can provide only reasonable but not absolute assurance against any material misstatement or loss.

The Board confirms that the risk management process is an ongoing process to identify, evaluate, and manage significant risks to effectively mitigate the risks that may impede the achievement of Genting Plantations Berhad Group of Companies' ("the Group") business and corporate objectives. The Board reviews the process on a regular basis to ensure proper management of risks and measures are taken to mitigate any weaknesses in the control environment.

THE RISK MANAGEMENT PROCESS

The Group employs the Control Self-Assessment ("CSA") to formalise the risk management process. With the CSA, departments/business areas of the Group are required to identify and evaluate controls within key functions/activities of their business processes. The risks to the Group's strategic objectives are assessed at the Group level.

The Risk and Business Continuity Management Committee ("the RBCMC") comprises senior management of the Group and is chaired by the Chief Financial Officer. The RBCMC is responsible for implementing the risk management policy and ensuring the effectiveness of the risk management process. The Heads of Divisions and Departments are required to issue a letter of assurance on a semi annual basis to confirm that the risk reports and risk profiles have been reviewed and action plans being implemented are monitored.

The RBCMC meets at least four (4) times a year to review the risk assessment documents of the Group and where applicable propose changes to the risk management and controls procedures/policies. The review also covers the status of action plans or measures taken or to be taken to address any weaknesses identified in the existing internal controls. The Executive Committee is presented on a quarterly basis with a report of the risk assessments on the Group's significant risks and the status of control measures being implemented or to be implemented to deal with such risks. Reports are then presented to the Audit Committee for review, deliberation and recommendation for endorsement by the Board.

THE INTERNAL CONTROL PROCESSES

The other key aspects of the internal control process are:

- The Board and the Audit Committee meet at least every quarter to discuss matters raised by Management and Internal Audit on business and operational matters including potential risks and control issues.

- The Board has delegated the responsibilities to relevant committees established by the Board to implement and monitor the Board's policies on controls.

- Delegation of authority including authorisation limits at various levels of Management and those requiring the Board's approval are documented and designed to ensure accountability and responsibility.

- Internal procedures and policies are documented in manuals, which are reviewed and revised periodically to meet changing business, operational requirements and statutory reporting needs.

- Performance and cash flow reports are provided to Management and the Executive Committee to facilitate review and monitoring of the financial performance and cash flow position.

- Business/operating units present their annual budget, which includes the financial and operating targets, capital expenditure proposals and performance indicators for approval by the Executive Committee.

- A half yearly review of the annual budget is undertaken to identify and where appropriate, to address significant variances from the said budget.

For the year under review, some weaknesses in internal controls were identified but were deemed not significant to be mentioned in this statement as none of the weaknesses had materially impacted the business or operations of the Group. Nevertheless, measures have been or are being taken to address these weaknesses. In addition the Group considers business continuity management as an integral part of the Group's risk management process. In this respect, the Group continuously reviews its business continuity plans so as to minimise business disruptions either due to failure of critical IT systems and/or operational process.

The Board in issuing this statement has excluded its insignificant associates' and joint ventures' state of internal controls.

THE INTERNAL AUDIT FUNCTION

The Internal Audit Department ("Internal Audit") is responsible for undertaking regular and systematic review of the internal controls to provide the Audit Committee and the Board with sufficient assurance that the systems of internal control are effective in addressing the risks identified. Internal Audit functions independently of the activities they audit.

On a quarterly basis, Internal Audit submits audit reports and plan status for review and approval by the Audit Committee. Included in the reports are recommended corrective measures on risks identified, if any, for implementation by Management.

This Statement on Internal Control is made in accordance with the resolution of the Board.

DIRECTORS' REPORT AND STATEMENT
PURSUANT TO SECTION 169(15) OF THE COMPANIES ACT, 1965

The Directors of **GENTING PLANTATIONS BERHAD** have pleasure in submitting their report together with their statement pursuant to Section 169(15) of the Companies Act, 1965 therein and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2011.

PRINCIPAL ACTIVITIES

The principal activities of the Company are plantation, investment holding and provision of management services.

The principal activities of the subsidiaries include plantation, property development and genomics research and development.

Details of the principal activities of the subsidiaries, jointly controlled entities and associates are set out in Note 43 to the financial statements.

There have been no significant changes in the nature of the activities of the Group and of the Company during the financial year.

FINANCIAL RESULTS

	Group RM'000	Company RM'000
Profit before taxation	601,342	326,830
Taxation	(158,664)	(30,227)
Profit for the financial year	442,678	296,603

TREASURY SHARES

The shareholders of the Company had granted a mandate to the Company to purchase its own shares at the Annual General Meeting of the Company held on 7 June 2011.

During the financial year, the Company purchased 20,000 ordinary shares of 50 sen each of its issued share capital from the open market at an average price of RM7.57 per share. The share buy back transactions were financed by internally generated funds. As at 31 December 2011, the total number of shares purchased was 61,000 and held as treasury shares in accordance with the provisions of Section 67A of the Companies Act, 1965.

Details of the treasury shares are set out in Note 33 to the financial statements.

DIVIDENDS

Dividends paid by the Company since the end of the previous financial year were:

(i) a special dividend of 3 sen less 25% tax per ordinary share of 50 sen each amounting to RM17,072,909 in respect of the financial year ended 31 December 2010 and was paid on 22 March 2011;

(ii) a final dividend of 5.5 sen less 25% tax per ordinary share of 50 sen each amounting to RM31,300,330 in respect of the financial year ended 31 December 2010 and was paid on 18 July 2011; and

(iii) an interim dividend of 4.25 sen less 25% tax per ordinary share of 50 sen each amounting to RM24,186,279 in respect of the financial year ended 31 December 2011 and was paid on 18 October 2011.

A special dividend of 6.25 sen less 25% tax per ordinary share of 50 sen each in respect of the current financial year has been declared for payment to shareholders registered in the Register of Members on 13 March 2012. The special dividend shall be paid on 27 March 2012. Based on the issued and paid-up capital less treasury shares of the Company as at the date of this report, the special dividend would amount to RM35,568,094.

The Directors now recommend the payment of a final dividend of 5.75 sen less 25% tax per ordinary share of 50 sen each in respect of the financial year ended 31 December 2011 which, subject to the approval of members at the forthcoming Annual General Meeting of the Company, will be paid to shareholders registered in the Register of Members on a date to be determined by the Directors. Based on the issued and paid-up capital less treasury shares of the Company as at the date of this report, the final dividend would amount to RM32,722,646.

DIRECTORS' REPORT AND STATEMENT
PURSUANT TO SECTION 169(15) OF THE COMPANIES ACT, 1965 (CONT'D)

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements.

ISSUE OF SHARES AND DEBENTURES

There was no issue of shares or debentures during the financial year.

SHARE OPTIONS

No options have been granted by the Company to any parties during the financial year to take up unissued shares of the Company.

No shares have been issued during the financial year by virtue of the exercise of any option to take up unissued shares of the Company. As at the end of the financial year, there were no unissued shares of the Company under options.

DIRECTORATE

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

Tan Sri Mohd Amin bin Osman (retired on 1 October 2011)
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin * (appointed as Chairman on 1 October 2011)
Tan Sri Lim Kok Thay *
Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad *
Encik Mohd Din Jusoh *
Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah
Mr Quah Chek Tin
Mr Ching Yew Chye (appointed on 23 November 2011)
Mr Lim Keong Hui (appointed on 23 November 2011)

* Also members of the Remuneration Committee

According to the Register of Directors' Shareholdings, the following persons who were Directors of the Company at the end of the financial year have interests in shares of the Company; Genting Berhad, a company which owns 54.58% equity interest in the Company as at 31 December 2011; Genting Malaysia Berhad, a company which is 49.4% owned by Genting Berhad and Genting Singapore PLC, a subsidiary of Genting Berhad, as set out below:

INTEREST IN THE COMPANY

Shareholdings in which a Director has direct interest

	1.1.2011	Acquired/(Disposed)	31.12.2011
		(Number of ordinary shares of 50 sen each)	
Tan Sri Lim Kok Thay	369,000	-	369,000

INTEREST IN GENTING BERHAD

Shareholdings in which the Directors have direct interests

	1.1.2011	Acquired/(Disposed)	31.12.2011
		(Number of ordinary shares of 10 sen each)	
Tan Sri Lim Kok Thay	9,875,000	-	9,875,000
Mr Quah Chek Tin	5,000	-	5,000
Mr Ching Yew Chye	22,000*	-	22,000

Interest of Spouse/Child of a Director

	1.1.2011	Acquired/(Disposed)	31.12.2011
		(Number of ordinary shares of 10 sen each)	
Mr Quah Chek Tin	630,000	(420,000)	210,000

Share Option in the names of Directors

	1.1.2011	Offered/(Exercised)	31.12.2011
		(Number of unissued ordinary shares of 10 sen each)	
Tan Sri Lim Kok Thay	625,000	-	625,000
Mr Quah Chek Tin	1,240,000	-	1,240,000

INTEREST IN GENTING MALAYSIA BERHAD

Shareholdings in which the Directors have direct interests

	1.1.2011	Acquired/(Disposed)	31.12.2011
		(Number of ordinary shares of 10 sen each)	
Tan Sri Lim Kok Thay	1,610,000	-	1,610,000
Mr Quah Chek Tin	5,000	-	5,000
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	10,000	-	10,000

Share Option in the name of a Director

	1.1.2011	Offered/(Exercised)	31.12.2011
		(Number of unissued ordinary shares of 10 sen each)	
Tan Sri Lim Kok Thay	930,000	-	930,000

INTEREST IN GENTING SINGAPORE PLC

Shareholdings in which the Directors have direct interests

	1.1.2011	Acquired/(Disposed)	31.12.2011
		(Number of ordinary shares)	
Tan Sri Lim Kok Thay	3,958,600	690,000	4,648,600
Mr Quah Chek Tin	300,000	-	300,000
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	246,000	-	246,000

INTEREST IN GENTING SINGAPORE PLC (Cont'd)

Share Option in the names of Directors

	1.1.2011	Offered/(Exercised)	31.12.2011
		(Number of unissued ordinary shares)	
Tan Sri Lim Kok Thay	2,970,463	-	2,970,463
Mr Quah Chek Tin	890,438	-	890,438
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	742,292	-	742,292

Performance Shares in the name of a Director

	1.1.2011	Awarded	(Vested)	31.12.2011
		(Number of unissued ordinary shares)		
Tan Sri Lim Kok Thay	1,500,000#	1,500,000#	(690,000)	2,310,000#

Legend:

* *Balance as at 23 November 2011, being the date of appointment of Mr Ching Yew Chye as a director*

\# *Represents the right of the participant to receive ordinary shares, upon the participant satisfying the criteria set out in the Performance Share Scheme of Genting Singapore PLC and upon satisfying such conditions as may be imposed.*

Apart from the above disclosures:

(a) the Directors of the Company do not have any other interests in shares in the Company and in shares in other related corporations of the Company either at the beginning or end of the financial year; and

(b) neither during nor at the end of the financial year was the Company a party to any arrangement whose object is to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the Directors and the provision for Directors' retirement gratuities or the fixed salary of a full-time employee of the Company and/or its related corporations as shown in the respective financial statements of the Company and/or its related corporations) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member or with a company in which he has a substantial financial interest except for any benefit which may be deemed to have arisen by virtue of the following transactions:

(i) Tan Sri Mohd Amin bin Osman has been retained by Genting Malaysia Berhad, a company which is 49.4% owned by Genting Berhad, to provide advisory services.

(ii) A wholly-owned subsidiary of a company in which Tan Sri Lim Kok Thay is a director and a substantial shareholder has appointed Genting Awanpura Sdn Bhd, a wholly-owned subsidiary of the Company to provide plantation advisory services.

(iii) A corporation which is owned by the family of Tan Sri Lim Kok Thay has been appointed by Resorts World at Sentosa Pte. Ltd ("RWS"), an indirect wholly-owned subsidiary of Genting Singapore PLC, which in turn is an indirect subsidiary of Genting Berhad, to provide professional design consultancy and master-planning services for the Resorts World Sentosa integrated resort in Singapore. RWS has purchased artworks from Tan Sri Lim Kok Thay.

(iv) Transactions made by the Company or its related corporations with certain corporations referred to in Note 42 in which the nature of relationships with Tan Sri Lim Kok Thay are disclosed therein.

Encik Mohd Din Jusoh is due to retire by rotation at the forthcoming Annual General Meeting ("AGM") in accordance with Article 99 of the Articles of Association of the Company and he, being eligible, has offered himself for re-election.

Mr Ching Yew Chye and Mr Lim Keong Hui are due to retire at the forthcoming AGM in accordance with Article 104 of the Articles of Association of the Company and being eligible, have offered themselves for re-election.

Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah will retire pursuant to Section 129 of the Companies Act, 1965 at the forthcoming AGM and a resolution will be proposed for his re-appointment as a Director at the AGM under the provision of Section 129(6) of the said Act to hold office until the next AGM of the Company.

Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad has indicated that he will not seek re-appointment pursuant to Section 129 of the said Act at the forthcoming AGM of the Company and will retire upon the conclusion of the said AGM.

OTHER STATUTORY INFORMATION

Before the income statements, statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the Directors took reasonable steps:

(i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and satisfied themselves that all known bad debts had been written off and adequate allowance had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to realise in the ordinary course of business their values as shown in the accounting records, were 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) which would render the amount written off for bad debts or the amount of the allowance for doubtful debts of the Group and of the Company inadequate to any substantial extent; or

(ii) which would render the values attributed to the current assets in the financial statements of the Group or of the Company misleading; or

(iii) which have arisen which render adherence to the existing methods of valuation of assets or liabilities in the financial statements of the Group and of the Company misleading or inappropriate; or

(iv) not otherwise dealt with in this report or in the financial statements of the Group and of the Company, that would render any amount stated in the respective financial statements 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 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.

No contingent or other liability of the Group or of the Company 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 or of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors:

(i) the results of the operations of the Group and of the Company for the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature except for those disclosed in the financial statements; and

(ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

DIRECTORS' REPORT AND STATEMENT

PURSUANT TO SECTION 169(15) OF THE COMPANIES ACT, 1965 (CONT'D)

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 51 to 121, are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2011 and of the results and cash flows of the Group and of the Company for the financial year ended on that date in accordance with Malaysian Accounting Standards Board Approved Accounting Standards in Malaysia for Entities Other than Private Entities and comply with the provisions of the Companies Act, 1965.

ULTIMATE HOLDING COMPANY

The Company's immediate and ultimate holding company is Genting Berhad, a company incorporated in Malaysia.

AUDITORS

The auditors, PricewaterhouseCoopers, have expressed their willingness to continue in office.

On behalf of the Board,

TAN SRI LIM KOK THAY
Chief Executive and Director

MOHD DIN JUSOH
Director

Kuala Lumpur
27 February 2012

INCOME STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

Amounts in RM'000 unless otherwise stated

	Note	Group		Company	
		2011	2010	**2011**	2010
Revenue	5 & 6	**1,336,481**	988,583	**389,085**	287,897
Cost of sales	7	**(604,921)**	(453,827)	**(37,720)**	(35,888)
Gross profit		**731,560**	534,756	**351,365**	252,009
Other income		**40,981**	32,915	**28,076**	15,419
Selling and distribution costs		**(61,329)**	(47,547)	**(8,106)**	(5,469)
Administration expenses		**(71,728)**	(54,421)	**(39,193)**	(27,955)
Other expenses		**(42,498)**	(30,821)	**(5,312)**	(4,824)
Operating profit		**596,986**	434,882	**326,830**	229,180
Finance cost		**(2,013)**	(119)	**-**	-
Share of results of jointly controlled entities		**1,125**	(259)	**-**	-
Share of results of associates		**5,244**	5,235	**-**	-
Profit before taxation	5 & 8	**601,342**	439,739	**326,830**	229,180
Taxation	12	**(158,664)**	(115,532)	**(30,227)**	(19,421)
Profit for the financial year		**442,678**	324,207	**296,603**	209,759
Attributable to:					
Equity holders of the Company		**442,031**	324,210	**296,603**	209,759
Non-controlling interests		**647**	(3)	**-**	-
		442,678	324,207	**296,603**	209,759
Earnings per share for profit attributable to the equity holders of the Company:					
- basic (sen)	13	**58.25**	42.76		

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

Amounts in RM'000 unless otherwise stated

	Group		Company	
	2011	2010	**2011**	2010
Profit for the financial year	**442,678**	324,207	**296,603**	209,759
Other comprehensive income/(loss):				
Cash flow hedge	**(3,767)**	(432)	**159**	-
Available-for-sale financial assets	**-**	40,679	**-**	5
Asset revaluation surplus	**-**	23,741	**-**	-
Foreign currency translation differences	**(1,023)**	(16,861)	**-**	-
Other comprehensive income/(loss) for the financial year, net of tax	**(4,790)**	47,127	**159**	5
Total comprehensive income for the financial year	**437,888**	371,334	**296,762**	209,764
Total comprehensive income/(loss) attributable to:				
Equity holders of the Company	**438,279**	370,491		
Non-controlling interests	**(391)**	843		
	437,888	371,334		

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2011

Amounts in RM'000 unless otherwise stated

	Note	Group	
		2011	2010
ASSETS			
Non-current assets			
Property, plant and equipment	15	**881,590**	771,558
Land held for property development	16	**278,786**	313,291
Investment properties	17	**12,997**	13,569
Plantation development	18	**1,007,644**	843,631
Leasehold land use rights	19	**158,015**	126,645
Intangible assets	20	**186,824**	186,602
Jointly controlled entities	22	**21,688**	12,249
Associates	23	**18,855**	17,610
Available-for-sale financial assets	24	**102,778**	99,995
Derivative financial assets	37	**-**	1,223
Other non-current assets	25	**12,604**	14,574
Deferred tax assets	26	**17,216**	12,188
		2,698,997	2,413,135
Current assets			
Property development costs	16	**18,316**	14,162
Inventories	28	**128,748**	153,895
Tax recoverable		**811**	1,946
Trade and other receivables	29	**113,329**	129,601
Amounts due from other related companies	30	**8**	4
Amounts due from jointly controlled entities	22	**12,586**	23
Amounts due from associates	23	**581**	597
Available-for-sale financial assets	24	**100,005**	50,005
Derivative financial assets	37	**409**	-
Cash and cash equivalents	31	**1,016,917**	755,692
		1,391,710	1,105,925
Asset held for sale	27	**15,183**	2,915
		1,406,893	1,108,840
Total assets		**4,105,890**	3,521,975

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2011 (CONT'D)

Amounts in RM'000 unless otherwise stated

	Note	Group 2011	Group 2010
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	32	**379,423**	379,423
Reserves	33 & 34	**2,854,806**	2,489,237
		3,234,229	2,868,660
Non-controlling interests		**117,635**	110,936
Total equity		**3,351,864**	2,979,596
Non-current liabilities			
Borrowings	38	**426,948**	254,129
Other payables	35	**39,456**	33,771
Provision for retirement gratuities	36	**3,381**	3,661
Derivative financial liability	37	**3,516**	1,655
Deferred tax liabilities	26	**49,745**	47,640
		523,046	340,856
Current liabilities			
Trade and other payables	35	**201,904**	178,683
Amount due to ultimate holding company	30	**2,049**	360
Amounts due to other related companies	30	**914**	328
Borrowings	38	**188**	646
Derivative financial liability	37	**1,092**	-
Taxation		**24,833**	21,506
		230,980	201,523
Total liabilities		**754,026**	542,379
Total equity and liabilities		**4,105,890**	3,521,975

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2011

Amounts in RM'000 unless otherwise stated

	Note	Company 2011	Company 2010
ASSETS			
Non-current assets			
Property, plant and equipment	15	**206,380**	201,689
Plantation development	18	**284,299**	284,296
Subsidiaries	21	**1,887,199**	361,199
Associates	23	**2,123**	2,123
Amounts due from subsidiaries	21	**-**	1,535,750
		2,380,001	2,385,057
Current assets			
Inventories	28	**2,813**	1,119
Trade and other receivables	29	**3,641**	5,294
Amounts due from subsidiaries	21	**30,244**	135,889
Amount due from other related companies	30	**272**	23
Amounts due from associates	23	**2,581**	597
Available-for sale financial assets	24	**100,005**	50,005
Derivative financial assets	37	**159**	-
Cash and cash equivalents	31	**923,453**	654,151
		1,063,168	847,078
Total assets		**3,443,169**	3,232,135
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	32	**379,423**	379,423
Reserves	33 & 34	**2,954,515**	2,730,463
Total equity		**3,333,938**	3,109,886
Non-current liabilities			
Provision for retirement gratuities	36	**2,497**	1,747
Deferred tax liabilities	26	**4,141**	3,098
		6,638	4,845
Current liabilities			
Trade and other payables	35	**16,013**	13,838
Amount due to ultimate holding company	30	**2,049**	360
Amounts due to subsidiaries	21	**77,482**	99,151
Amounts due to other related companies	30	**914**	328
Taxation		**6,135**	3,727
		102,593	117,404
Total liabilities		**109,231**	122,249
Total equity and liabilities		**3,443,169**	3,232,135

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

Amounts in RM'000 unless otherwise stated

Group	Share capital	Share premium	Re-valuation reserve	Fair value reserve	Reserve on exchange differences	Cash flow hedge reserve	Treasury shares	Retained earnings	Total	Non-controlling interests	Total equity
	Attributable to equity holders of the Company										
Balance at 1 January 2011	**379,423**	**43,382**	**41,804**	**40,679**	**(14,109)**	**(217)**	**(240)**	**2,377,938**	**2,868,660**	**110,936**	**2,979,596**
Total comprehensive income/(loss) for the financial year	**-**	**-**	**-**	**-**	**(946)**	**(2,806)**	**-**	**442,031**	**438,279**	**(391)**	**437,888**
Non-controlling interests arising on business combination	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**12,088**	**12,088**
Dividends paid to non-controlling interests	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(4,998)**	**(4,998)**
Buy-back of shares *(see Note 33)*	**-**	**-**	**-**	**-**	**-**	**-**	**(151)**	**-**	**(151)**	**-**	**(151)**
Appropriation:											
- Special dividend paid for the financial year ended 31 December 2010 *(3 sen less 25% tax)* *(see Note 14)*	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(17,073)**	**(17,073)**	**-**	**(17,073)**
- Final dividend paid for the financial year ended 31 December 2010 *(5.5 sen less 25% tax)* *(see Note 14)*	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(31,300)**	**(31,300)**	**-**	**(31,300)**
- Interim dividend paid for the financial year ended 31 December 2011 *(4.25 sen less 25% tax)* *(see Note 14)*	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(24,186)**	**(24,186)**	**-**	**(24,186)**
	-	**-**	**-**	**-**	**-**	**-**	**-**	**(72,559)**	**(72,559)**	**-**	**(72,559)**
Balance at 31 December 2011	**379,423**	**43,382**	**41,804**	**40,679**	**(15,055)**	**(3,023)**	**(391)**	**2,747,410**	**3,234,229**	**117,635**	**3,351,864**

Amounts in RM'000 unless otherwise stated

Group	Share capital	Share premium	Re-valuation reserve	Fair value reserve	Reserve on exchange differences	Option reserve	Cash flow hedge reserve	Treasury shares	Retained earnings	Total	Non-controlling interests	Total equity
	Attributable to equity holders of the Company											
Balance at 1 January 2010	378,973	42,087	18,063	-	3,813	210	-	(104)	2,106,354	2,549,396	67,110	2,616,506
Total comprehensive income/(loss) for the financial year	-	-	23,741	40,679	(17,922)	-	(217)	-	324,210	370,491	843	371,334
Genting Plantations Berhad Executive Share Option Scheme												
- Shares issued *(see Note 32)*	450	1,085	-	-	-	-	-	-	-	1,535	-	1,535
- Fair value of employees' services	-	210	-	-	-	(210)	-	-	-	-	-	-
Effects arising from changes in composition of the Group	-	-	-	-	-	-	-	-	-	-	34,873	34,873
Non-controlling interests arising on business combination	-	-	-	-	-	-	-	-	-	-	11,624	11,624
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(3,514)	(3,514)
Buy-back of shares	-	-	-	-	-	-	-	(136)	-	(136)	-	(136)
Appropriation:												
- Final dividend paid for the financial year ended 31 December 2009 *(5.25 sen less 25% tax)*	-	-	-	-	-	-	-	-	(29,862)	(29,862)	-	(29,862)
- Interim dividend paid for the financial year ended 31 December 2010 *(4 sen less 25% tax)* *(see Note 14)*	-	-	-	-	-	-	-	-	(22,764)	(22,764)	-	(22,764)
	-	-	-	-	-	-	-	-	(52,626)	(52,626)	-	(52,626)
Balance at 31 December 2010	379,423	43,382	41,804	40,679	(14,109)	-	(217)	(240)	2,377,938	2,868,660	110,936	2,979,596

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011 (CONT'D)

Amounts in RM'000 unless otherwise stated

	Non-Distributable					Distributable		
Company	**Share capital**	**Share premium**	**Revaluation reserve**	**Fair value reserve**	**Cash flow hedge reserve**	**Retained earnings**	**Treasury shares**	**Total**
Balance at 1 January 2011	**379,423**	**43,382**	**104**	**5**	**-**	**2,687,212**	**(240)**	**3,109,886**
Total comprehensive income for the financial year	-	-	-	-	159	296,603	-	296,762
Buy-back of shares *(see Note 33)*	-	-	-	-	-	-	(151)	(151)
Appropriation:								
- Special dividend paid for the financial year ended 31 December 2010 *(3 sen less 25% tax)* *(see Note 14)*	-	-	-	-	-	(17,073)	-	(17,073)
- Final dividend paid for the financial year ended 31 December 2010 *(5.5 sen less 25% tax)* *(see Note 14)*	-	-	-	-	-	(31,300)	-	(31,300)
- Interim dividend paid for the financial year ended 31 December 2011 *(4.25 sen less 25% tax)* *(see Note 14)*	-	-	-	-	-	(24,186)	-	(24,186)
	-	-	-	-	-	(72,559)	-	(72,559)
Balance at 31 December 2011	**379,423**	**43,382**	**104**	**5**	**159**	**2,911,256**	**(391)**	**3,333,938**

Amounts in RM'000 unless otherwise stated

		Non-Distributable				Distributable		
Company	**Share capital**	**Share premium**	**Revaluation reserve**	**Fair value reserve**	**Option reserve**	**Retained earnings**	**Treasury shares**	**Total**
Balance at 1 January 2010	378,973	42,087	104	-	210	2,530,079	(104)	2,951,349
Total comprehensive income for the financial year	-	-	-	5	-	209,759	-	209,764
Genting Plantations Berhad Executive Share Option Scheme								
- Shares issued *(see Note 32)*	450	1,085	-	-	-	-	-	1,535
- Fair value of employees' services	-	210	-	-	(210)	-	-	-
Buy-back of shares	-	-	-	-	-	-	(136)	(136)
Appropriation:								
- Final dividend paid for the financial year ended 31 December 2009 *(5.25 sen less 25% tax)*	-	-	-	-		(29,862)	-	(29,862)
- Interim dividend paid for the financial year ended 31 December 2010 *(4 sen less 25% tax)* *(see Note 14)*	-	-	-	-		(22,764)	-	(22,764)
	-	-	-	-		(52,626)	-	(52,626)
Balance at 31 December 2010	379,423	43,382	104	5	-	2,687,212	(240)	3,109,886

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

Amounts in RM'000 unless otherwise stated

	Group		Company	
	2011	2010	**2011**	2010
Cash flows from operating activities				
Profit before taxation	**601,342**	439,739	**326,830**	229,180
Adjustments for:				
Depreciation of property, plant and equipment	**36,661**	30,415	**5,970**	5,776
Depreciation of investment properties	**389**	389	**-**	-
Amortisation of leasehold land use rights	**218**	217	**-**	-
Amortisation of plantation development	**7**	7	**-**	-
Amortisation of intangible assets	**7,073**	1,629	**-**	-
Property, plant and equipment written off	**977**	1,247	**192**	499
Bad debts written off	**40**	42	**3**	18
Provision for retirement gratuities	**1,884**	834	**1,314**	538
Net write back of impairment loss on receivables	**(274)**	(450)	**-**	-
Loss/(gain) on disposal of property, plant and equipment	**58**	(5)	**(45)**	85
Gain on dilution of shareholdings	**-**	(9,735)	**-**	-
Excess of fair value of net assets of subsidiaries acquired over cost	**(3,955)**	-	**-**	-
Share of results in jointly controlled entities	**(1,125)**	259	**-**	-
Share of results in associates	**(5,244)**	(5,235)	**-**	-
Investment income	**(2,476)**	-	**(2,476)**	-
Interest income	**(25,967)**	(15,208)	**(23,042)**	(12,908)
Finance cost	**2,013**	119	**-**	-
Net unrealised exchange loss/(gain)	**2,390**	(2,335)	**-**	-
Net surplus arising from compensation in respect of land acquired by the Government	**(408)**	(704)	**-**	(11)
Dividend income	**-**	-	**(210,334)**	(151,740)
Other non-cash items	**218**	237	**-**	-
	12,479	1,723	**(228,418)**	(157,743)
Operating profit before changes in working capital	**613,821**	441,462	**98,412**	71,437
Property development costs	**11,725**	40,565	**-**	-
Inventories	**29,454**	(1,888)	**(1,695)**	2,672
Receivables	**25,237**	22,529	**1,650**	(751)
Amounts due from jointly controlled entities	**(12,563)**	(23)	**(249)**	(23)
Amounts due from associates	**16**	14	**(1,984)**	14
Payables	**24,732**	34,310	**1,605**	5,163
Amounts due to ultimate holding company	**1,689**	(1,598)	**1,689**	(1,598)
Amounts due to other related companies	**582**	153	**586**	150
Amounts due from subsidiaries	**-**	-	**(21,490)**	(16,629)
	80,872	94,062	**(19,888)**	(11,002)
Cash generated from operations	**694,693**	535,524	**78,524**	60,435
Net tax (paid)/refunded	**(157,150)**	(61,230)	**(26,775)**	626
Retirement gratuities paid	**(2,164)**	-	**(564)**	-
Net cash generated from operating activities	**535,379**	474,294	**51,185**	61,061

Amounts in RM'000 unless otherwise stated

	Note	Group 2011	Group 2010	Company 2011	Company 2010
Cash flows from investing activities					
Proceeds received from Government in respect of acquisition of land		**432**	898	**-**	11
Interest received		**25,967**	15,208	**23,042**	12,908
Dividends received from:					
- subsidiaries		**-**	-	**206,334**	148,740
- associates		**4,000**	3,000	**4,000**	3,000
Investment income		**2,476**	-	**2,476**	-
Proceeds from disposal of property, plant and equipment		**812**	115	**82**	109
Land held for property development		**(2,768)**	(4,929)	**-**	-
Purchase of property, plant and equipment		**(121,395)**	(101,999)	**(10,376)**	(9,299)
Leasehold land use rights		**(9,175)**	(7,051)	**-**	-
Plantation development		**(122,550)**	(161,987)	**(3)**	(74)
Investment properties		**(273)**	(34)	**-**	-
Available-for-sale financial assets		**(51,615)**	(83,277)	**(50,000)**	(50,000)
Acquisition of subsidiaries	(A)	**(52,220)**	(5,581)	**-**	-
Investment in subsidiaries		**-**	-	**-**	(29,512)
Investment in jointly controlled entities		**(13,425)**	(12,500)	**-**	-
Amount due from jointly controlled entities		**(12,604)**	-	**-**	-
Advances to subsidiaries		**-**	-	**(35,457)**	(5,147)
Repayment from subsidiaries		**-**	-	**150,729**	137,400
Net cash (used in)/generated from investing activities		**(352,338)**	(358,137)	**290,827**	208,137
Cash flows from financing activities					
Proceeds from issue of shares *(see Note 32)*		**-**	1,535	**-**	1,535
Proceeds from bank borrowings		**163,811**	231,706	**-**	-
Repayment of borrowings		**(945)**	(34,377)	**-**	-
Finance cost paid		**(7,092)**	(187)	**-**	-
Dividends paid		**(72,559)**	(52,626)	**(72,559)**	(52,626)
Dividends paid to non-controlling interests		**(4,998)**	(3,514)	**-**	-
Buy-back of shares		**(151)**	(136)	**(151)**	(136)
Net cash generated from/(used in) financing activities		**78,066**	142,401	**(72,710)**	(51,227)
Net increase in cash and cash equivalents		**261,107**	258,558	**269,302**	217,971
Cash and cash equivalents at beginning of the financial year		**755,692**	498,251	**654,151**	436,180
Effects of currency translation		**118**	(1,117)	**-**	-
Cash and cash equivalents at end of the financial year	31	**1,016,917**	755,692	**923,453**	654,151

Amounts in RM'000 unless otherwise stated

Notes

(A) Analysis of the acquisition of subsidiaries

(i) 2011

Fair values of net assets acquired and net cash outflow on acquisition of subsidiaries are analysed as follows:

	Acquisition of GBD Holdings Ltd ("GBDH") Note (a)	PT Citra Sawit Cemerlang ("PTCSC") Note (b)	TOTAL
Property, plant and equipment *(see Note 15)*	(45,065)	(4)	(45,069)
Leasehold land use rights *(see Note 19)*	-	(24,272)	(24,272)
Inventories	(4,308)	-	(4,308)
Trade and other receivables	(283)	(1,791)	(2,074)
Deposits, cash and bank balances	(79)	(274)	(353)
Other payables	-	8	8
Non-controlling interests	-	12,088	12,088
Identifiable net assets acquired	(49,735)	(14,245)	(63,980)
Less : Excess of fair value of net assets acquired over cost	3,955	-	3,955
Total purchase consideration	(45,780)	(14,245)	(60,025)
Less : Deferred consideration or other direct costs payable	452	7,000	7,452
	(45,328)	(7,245)	(52,573)
Less : Deposits, cash and bank balances acquired	79	274	353
Net cash outflow on acquisition of subsidiaries	(45,249)	(6,971)	(52,220)

a) This relates to the acquisition of the entire equity interest of GBD Holdings Ltd on 18 May 2011 as disclosed in Note 41(C)(i) to the financial statements. The purchase price allocation of the acquisition was provisional as at 31 December 2011 and the Group expects to complete the final purchase price allocation exercise within the twelve-month period from the acquisition date.

b) This relates to the completion of acquisition of the 70% equity interest in PTCSC as disclosed in Note 41(C)(ii) to the financial statements. No goodwill arising from this acquisition. The purchase price allocation of the acquisition was provisional as at 31 December 2011 and the Group expects to complete the final purchase price allocation exercise within the twelve-month period from the acquisition date.

The revenue and the net loss of the above acquired subsidiaries included in the consolidated income statement at the Group for the period from dates of acquisitions to 31 December 2011 amounted to nil and RM4.5 million respectively. Had the acquisitions taken effect on 1 January 2011, the revenue and net loss of the above acquired subsidiaries included in the consolidated income statement of the Group would be nil and RM8.0 million respectively. These amounts have been determined using the Group's accounting policies.

Amounts in RM'000 unless otherwise stated

Notes

(A) Analysis of the acquisition of subsidiaries (Cont'd)

(ii) 2010

Fair values of net assets acquired and net cash outflow on acquisition of subsidiaries are analysed as follows:

	Acquisition of ACGT Intellectual Limited ("SAL") Note (a)	PT Surya Agro Palma ("PTSAP") Note (b)	TOTAL
Property, plant and equipment *(see Note 15)*	-	(6)	(6)
Plantation development *(see Note 18)*	-	(370)	(370)
Leasehold land use rights *(see Note 19)*	-	(31,349)	(31,349)
Intangible assets	(51,697)	-	(51,697)
Other receivables	-	(90)	(90)
Cash and bank balances	(344)	(273)	(617)
Other payables	118	41	159
Non-controlling interests	-	11,624	11,624
Net assets acquired at date of acquisition	(51,923)	(20,423)	(72,346)
Less :			
Carrying amount of the Group's equity interest in SAL as jointly controlled entity prior to the Group acquiring control of SAL	1,833	-	1,833
Asset revaluation surplus arising from the recognition of the fair value of net assets on the Group's existing 50% equity interest in SAL	23,741	-	23,741
Total purchase consideration settled by way of issuance of shares in ACGT Sdn Bhd ("ACGT")	25,574	-	25,574
Other direct costs payable related to the acquisition	-	15,000	15,000
Cost of acquisition paid**	(775)	(5,423)	(6,198)
Less : Cash and bank balances acquired	344	273	617
Net cash outflow on acquisition of subsidiaries	(431)	(5,150)	(5,581)
Purchase consideration settled in cash for subscription of shares	-	(244)	(244)
Other direct costs related to the acquisition settled in cash	(775)	(5,179)	(5,954)
**Cost of acquisition paid	(775)	(5,423)	(6,198)

Amounts in RM'000 unless otherwise stated

Notes

(A) Analysis of the acquisition of subsidiaries (Cont'd)

(ii) 2010 (Cont'd)

(a) This acquisition relates to a Subscription and Shareholders' Agreement ("SSA") between the Company, ACGT, a 92% owned subsidiary of the Company, Synthetic Genomics, Inc ("SGI") and Green Resources LLC ("GRL") as announced by the Company on 11 June 2010.

Pursuant to the SSA, GRL has subscribed for 15,043,478 new ordinary shares of RM1.00 each in ACGT, representing 8% of the enlarged issued and paid up share capital of ACGT, in exchange for GRL's 50% shareholding in ACGT Intellectual Limited *(formerly known as SGSI-Asiatic Limited)* ("SAL") comprising 25,000 ordinary shares of USD2 each in SAL to ACGT for a consideration of RM25.6 million. SAL was jointly and equally held by Degan Limited, a wholly-owned subsidiary of ACGT, and GRL prior to the completion of the aforesaid subscription.

The Group has completed the purchase price allocation exercise on the above acquisition and has accounted for the fair value adjustments accordingly.

(b) This relates to the completion of acquisition of the 70% equity interest in PTSAP. No goodwill arising from this acquisition.

The revenue and net loss of the above acquired subsidiaries included in the consolidated income statement of the Group for the period from the dates of acquisitions to 31 December 2010 amounted to nil and RM42,000 respectively. Had the acquisitions taken effect on 1 January 2010, the revenue and net loss of the above acquired subsidiaries included in the consolidated income statement of the Group would be nil and RM200,000 respectively. These amounts have been determined using the Group's accounting policies.

Amounts in RM'000 unless otherwise stated

1. CORPORATE INFORMATION

Genting Plantations Berhad ("the Company") is a public limited liability company incorporated and domiciled in Malaysia, and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office of the Company is 24th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur.

The principal activities of the Company are plantation, investment holding and provision of management services to its subsidiaries.

The principal activities of the subsidiaries include plantation, property development, property investment and genomics research and development.

Details of the principal activities of the subsidiaries, associates and jointly controlled entities are set out in Note 43 to the financial statements.

There have been no significant changes in the nature of the activities of the Group and of the Company during the financial year.

The financial statements have been approved for issue in accordance with a resolution of the Board of Directors on 27 February 2012.

2. BASIS OF PREPARATION

The financial statements of the Group and the Company have been prepared in accordance with and comply with Financial Reporting Standards ("FRS"), the Malaysian Accounting Standards Board ("MASB") Approved Accounting Standards in Malaysia for Entities Other than Private Entities and the provisions of the Companies Act, 1965. The financial statements have been prepared on a historical cost basis, except as disclosed in the significant accounting policies below.

The preparation of financial statements in conformity with FRS and the provisions of the Companies Act, 1965 requires the Directors to make judgments, estimations and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reported financial year. It also requires Directors to exercise their judgment in the process of applying the Company's accounting policies. Although these judgments and estimates are based on the Directors' best knowledge of current events and actions, actual results could differ from those judgments and estimations.

Judgments and estimations

In the process of applying the Group's accounting policies, management makes judgments and estimates that can significantly affect the amount recognised in the financial statements. These judgments and estimations include:

a) Intangible assets

The Group recognises costs incurred on development projects as intangible assets to the extent that the capitalisation criteria in FRS138 - Intangible Assets are met. The Group uses its judgment in determining whether the milestones payments for research and development expertise and capacity in genomics meet the capitalisation criteria so as to enable the amount to be capitalised. The future commercial viability of these intangible assets is assessed by using discounted cash flow valuation technique, which requires the Group to use estimates and assumptions concerning the future.

b) Income taxes

The Group is subject to income taxes in numerous jurisdictions in which the Group operates. Significant judgement is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for tax based on estimates of assessment of the tax liability due. The Group also recognised certain tax recoverable for which the Group believes that there is reasonable basis for recognition. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions, where applicable, in the period in which such determination is made.

c) Deferred tax assets

Deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. This involves judgment regarding the future financial performance of the particular entity in which the deferred tax asset has been recognised.

2. BASIS OF PREPARATION (Cont'd)

d) Property development activities

The Group recognises property development revenue based on percentage of completion method. The stage of completion is measured by reference to the contract costs incurred to date to the estimated total costs for the contract. Significant judgment is required in determining the stage of completion, the extent of the costs incurred and the estimated total contract revenue (for contracts other than fixed contracts) and costs, as well as the recoverability of the contracts. Total contract revenue also includes an estimation of the variation works that are recoverable from the customers. In making the judgment, the Group relies on past experience and work of specialists. The carrying amount of the Group's property development activities is shown in Note 16 to the financial statements.

Adoption of new Financial Reporting Standards

Standards, amendments to published standards and interpretations that are effective:

The new accounting standards, amendments, and improvements to published standards and interpretations that are effective for the Group and Company's financial year beginning on or after 1 January 2011 are as follows:

- Revised FRS 1 "First-time Adoption of Financial Reporting Standards"
- Revised FRS 3 "Business Combinations"
- Revised FRS 127 "Consolidated and Separate Financial Statements"
- Amendments to FRS 1 "First-time Adoption of Financial Reporting Standards"
- Amendment to FRS 2 "Share-based payment – Group cash-settled share-based payment transactions"
- Amendment to FRS 7 "Financial Instruments : Disclosures – Improving disclosures about financial instruments"
- Amendment to FRS 132 "Financial Instruments : Presentation – Classification of rights issues"
- IC Interpretation 4 "Determining whether an arrangement contains a lease"
- IC Interpretation 12 "Service concession arrangements"
- IC Interpretation 16 "Hedges of a net investment in a foreign operation"
- IC Interpretation 17 "Distribution of non-cash assets to owners"
- IC Interpretation 18 "Transfers of assets from customers"
- Improvements to FRSs (2010)

The adoption of these new FRSs, amendments and interpretations do not have any material effect on the financial performance or financial position of the Group and Company except those discussed below:

FRS 3 (revised) "Business combinations" (effective from 1 July 2010)

The revised standard continues to apply the acquisition method to business combinations but with some significant changes compared with FRS 3. Prior to the adoption of this standard, contingent consideration in a business combination was recognised when it is probable that payment will be made. Acquisition-related costs were included as part of the cost of business combination. Any non-controlling interest in the acquiree was measured at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Any adjustment to the fair values of the subsidiary's identifiable assets, liabilities and contingent liabilities relating to previously held interests of the Group was accounted for as a revaluation.

In the revised FRS 3, all payments to purchase a business are recorded at fair value at the acquisition date, with contingent payments classified as debt subsequently remeasured through profit or loss. There is a choice on an acquisition-by-acquisition basis to measure the non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets. All acquisition-related costs are expensed. The Group has adopted this revised standard prospectively to all business combinations from 1 January 2011.

FRS 127 (revised) "Consolidated and separate financial statements" (effective from 1 July 2010)

Prior to the adoption of this revised FRS 127, losses within a subsidiary were attributed to non-controlling interest until the balance was reduced to nil. Any further excess losses were attributable to the Group. On the date of adoption of this revised FRS 127, losses within a subsidiary are attributed to non-controlling interest even if that resulted in a deficit balance. The Group has applied this prospectively from 1 January 2011.

2. BASIS OF PREPARATION (Cont'd)

Adoption of new Financial Reporting Standards (Cont'd)

Standards, amendments to published standards and interpretations that are effective (Cont'd)

FRS 127 (revised) "Consolidated and separate financial statements" (effective from 1 July 2010) (Cont'd)

The revised standard requires the effects of all transactions with non-controlling interests to be recorded in equity if there is no change in control and these transactions will no longer result in goodwill or gains or losses. All earnings and losses of the subsidiary are attributed to the parent and the non-controlling interests, even if the attribution of losses to the non-controlling interests results in a debit balance in the shareholders' equity. Profit or loss attributable to non-controlling interests in prior years is not restated. The standard also specifies the accounting treatment when control is lost. Any remaining interest in the entity is remeasured to fair value, and gain or loss is recognised in profit or loss. The Group has adopted this revised standard prospectively to transactions with non-controlling interests from 1 January 2011.

Amendments to FRS 7, "Financial instruments : Improving Disclosures About Financial Instruments" (effective from 1 January 2011)

The amendment promotes enhanced disclosures on fair value measurements of financial instruments via the introduction of the concept of the fair value hierarchy. There is no financial impact on the results of the Group and the Company as these changes only affect disclosures.

Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective

The Group will apply the new standards, amendments and interpretations in the following period:

(i) Financial year beginning on/after 1 January 2012

In the next financial year, the Group will continue to apply the Financial Reporting Standards framework. The Group will apply the following new standards, amendments to standards and interpretations:

- The revised FRS 124 "Related party disclosures" (effective from 1 January 2012) removes the exemption to disclose transactions between government-related entities and the government, and all other government-related entities. The following new disclosures are now required for government related entities:
  - The name of the government and the nature of their relationship;
  - The nature and amount of each individually significant transactions; and
  - The extent of any collectively significant transactions, qualitatively or quantitatively.

  There is no material financial impact on the results of the Group and Company as these changes only affect disclosure.

- Amendment to FRS 112 "Income taxes" (effective from 1 January 2012) introduces an exception to the existing principle for the measurement of deferred tax assets or liabilities arising on investment property measured at fair value. FRS 112 currently requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. It can be difficult and subjective to assess whether recovery will be through use or through sale when the asset is measured using the fair value model in FRS 140 "Investment property". As a result of the amendments, IC Interpretation 121 "Income taxes - recovery of revalued non-depreciable assets" will no longer apply to investment properties carried at fair value. The amendments also incorporate into FRS 112 the remaining guidance previously contained in IC Interpretation 121 which is withdrawn. It is not expected to have a material impact on the Group's and Company's financial statements.

- IC Interpretation 19 "Extinguishing financial liabilities with equity instruments" (effective from 1 July 2011) provides clarification when an entity renegotiates the terms of a financial liability with its creditor and the creditor agrees to accept the entity's shares or other equity instruments to settle the financial liability fully or partially. A gain or loss, being the difference between the carrying value of the financial liability and the fair value of the equity instruments issued, shall be recognised in income statement. Entities are no longer permitted to reclassify the carrying value of the existing financial liability into equity with no gain or loss recognised in income statement. It is not expected to have a material impact on the Group's and Company's financial statements.

2. BASIS OF PREPARATION (Cont'd)

Adoption of new Financial Reporting Standards (Cont'd)

Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (Cont'd)

(i) Financial year beginning on/after 1 January 2012 (Cont'd)

- Amendments to IC Interpretation 14 "FRS 119 - The limit on a defined benefit assets, minimum funding requirements and their interaction" (effective from 1 July 2011) permits an entity to recognise the prepayments of contributions as an asset, rather than an expense in circumstances when the entity is subject to a minimum funding requirement and makes an early payment of contributions to meet those requirements. It is not expected to have a material impact on the Group's and Company's financial statements.

(ii) Financial year beginning on/after 1 January 2013

In November 2011, the MASB Board issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS") in conjunction with its plan to converge with International Financial Reporting Standards in 2012. The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 "Agriculture" and IC Interpretation 15 "Agreements for the Construction of Real Estate", including its parent, significant investor and venture (herewith called "Transitioning Entities"). Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional one year. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2013. The Group and the Company are categorised under Transitioning Entities and will adopt the MFRS framework for the financial year beginning on 1 January 2013. The Group will apply the following new standards, amendments to standards and interpretations:

- MFRS 1 "First-time adoption of MFRS" provides for certain optional exemptions and certain mandatory exceptions for the first-time MFRS adoptors. The Group is in the process of making an assessment of the potential impact of this standard on the financial statements.

- MFRS 141 "Agriculture" (effective from 1 January 2013) requires biological assets and agricultural produce at the point of harvest to be measured at fair value less costs to sell. The change in fair value less costs to sell of a biological asset shall be included in profit or loss for the period in which it arises. The adoption of MFRS 141 will result in a change in accounting policy for accounting the value of plantation development from capital maintenance method to fair value method with any resultant gain or loss recognised in profit or loss. The Group will re-examine and, where applicable, retrospectively restate the comparatives as at 1 January 2013 upon adoption of MFRS 141.

- IC Interpretation 15 "Agreements for the construction of real estates" (effective from 1 January 2013) supersedes FRS 201 "Property development activities" and clarifies that property development activities are sale of goods, instead of construction contracts. IC Interpretation 15 will result in a change in accounting policy for revenue recognition for property development activities of the Group from percentage of completion method to completion method where revenue can only be recognised when the Group has transferred control and the significant risk and rewards of ownership of the completed properties to the buyer. The Group will re-examine and, where applicable, retrospectively restate the revenue recognition for agreements that are still in progress as at 1 January 2013 upon adoption of IC Interpretation 15.

- MFRS 9 "Financial instruments - classification and measurement of financial assets and financial liabilities" (effective from 1 January 2013) replaces the multiple classification and measurement models in MFRS 139 with a single model that has only two classification categories: amortised cost and fair value. The basis of classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

  The accounting and presentation for financial liabilities and for de-recognising financial instruments has been relocated from MFRS 139, without change, except for financial liabilities that are designated at fair value through profit or loss ("FVTPL"). Entities with financial liabilities designated at FVTPL recognise changes in the fair value due to changes in the liability's credit risk directly in other comprehensive income ("OCI"). There is no subsequent recycling of the amounts in OCI to profit or loss, but accumulated gains or losses may be transferred within equity.

2. BASIS OF PREPARATION (Cont'd)

Adoption of new Financial Reporting Standards (Cont'd)

Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (Cont'd)

(ii) Financial year beginning on/after 1 January 2013 (Cont'd)

The guidance in MFRS 139 on impairment of financial assets and hedge accounting continues to apply. The application of MFRS 9 is expected to affect the classification and measurement of the Group's and Company's financial assets.

- MFRS 10 "Consolidated financial statements" (effective from 1 January 2013) changes the definition of control. An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. It establishes control as the basis for determining which entities are consolidated in the consolidated financial statements and sets out the accounting requirements for the preparation of consolidated financial statements. It replaces all the guidance on control and consolidation in MFRS 127 "Consolidated and separate financial statements" and IC Interpretation 112 "Consolidation – special purpose entities". The Group is in the process of making an assessment of the potential impact of this standard on the financial statements.

- MFRS 11 "Joint arrangements" (effective from 1 January 2013) requires a party to a joint arrangement to determine the type of joint arrangement in which it is involved by assessing its rights and obligations arising from the arrangement, rather than its legal form. There are two types of joint arrangement: joint operations and joint ventures. Joint operations arise where a joint operator has rights to the assets and obligations relating to the arrangement and hence accounts for its interest in assets, liabilities, revenue and expenses. Joint ventures arise where the joint operator has rights to the net assets of the arrangement and hence equity accounts for its interest. Proportional consolidation of joint ventures is no longer allowed. The application of MFRS 11 will results in classification of the jointly controlled entities currently held by the Group as joint ventures but not expected to affect their measurement.

- MFRS 12 "Disclosures of interests in other entities" (effective from 1 January 2013) sets out the required disclosures for entities reporting under the two new standards, MFRS 10 and MFRS 11, and replaces the disclosure requirements currently found in MFRS 128 "Investments in associates". It requires entities to disclose information that helps financial statement readers to evaluate the nature, risks and financial effects associated with the entity's interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities. There is no financial impact on the results of the Group and Company as these changes only affect disclosure.

- MFRS 13 "Fair value measurement" (effective from 1 January 2013) aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across MFRSs. The requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards. The enhanced disclosure requirements are similar to those in MFRS 7 "Financial Instruments : Disclosures", but apply to all assets and liabilities measured at fair value, not just financial assets and liabilities. It is not expected to have a material impact on the Group's and Company's financial statements.

- The revised MFRS 127 "Separate financial statements" (effective from 1 January 2013) includes the provisions on separate financial statements that are left after the control provisions of MFRS 127 have been included in the new MFRS 10. It is not expected to have a material impact on the Company's financial statements.

- The revised MFRS 128 "Investments in associates and joint ventures"(effective from 1 January 2013) includes the requirements for joint ventures, as well as associates, to be equity accounted following the issue of MFRS 11. It is not expected to have a material impact on the Group's financial statements.

2. BASIS OF PREPARATION (Cont'd)

Adoption of new Financial Reporting Standards (Cont'd)

Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (Cont'd)

(ii) Financial year beginning on/after 1 January 2013 (Cont'd)

- Amendment to MFRS 1 "First time adoption on fixed dates and hyperinflation" (effective from 1 July 2011) includes two changes to MFRS 1. The first replaces references to a fixed date of 1 January 2004 with 'the date of transition to MFRSs', thus eliminating the need for entities adopting MFRSs for the first time to restate de-recognition transactions that occurred before the date of transition to MFRSs. The second amendment provides guidance on how an entity should resume presenting financial statements in accordance with MFRSs after a period when the entity was unable to comply with MFRSs because its functional currency was subject to severe hyperinflation. It is not expected to have a material impact on the Group's financial statements.

- Amendment to MFRS 7 "Financial instruments: Disclosures on transfers of financial assets" (effective from 1 July 2011) promotes transparency in the reporting of transfer transactions and improve users' understanding of the risk exposures relating to transfers of financial assets and the effect of those risks on an entity's financial position, particularly those involving securitisation of financial assets. There is no financial impact on the results of the Group and Company as these changes only affect disclosure.

- Amendment to MFRS 101 "Financial statement presentation" (effective from 1 July 2012) requires entities to separate items presented in OCI in the statement of comprehensive income into two groups, based on whether or not they may be recycled to profit or loss in the future. The amendments do not address which items are presented in OCI. There is no financial impact on the results of the Group and Company as these changes only affect presentation.

- Amendment to MFRS 119 "Employee benefits" (effective from 1 January 2013) makes significant changes to the recognition and measurement of defined benefit pension expense and termination benefits, and to the disclosures for all employee benefits. Actuarial gains and losses will no longer be deferred using the corridor approach. MFRS 119 shall be withdrawn on application of this amendment. It is not expected to have a material impact on the Group's and Company's financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES

Basis of Consolidation

a) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies, generally accompanying a shareholding giving rise to more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. The Group also assesses existence of control where it does not have more than 50% of the voting power but is able to govern the financial and operating policies by virtue of de-facto control.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Basis of Consolidation (Cont'd)

a) Subsidiaries (Cont'd)

If the business combination is achieved in stages, previously held equity interest in the acquiree is remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in the profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with FRS 139 either in income statement or as change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and the fair value of non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in income statement.

Inter-company transactions, balances, income and expenses on transactions between group companies are eliminated. Profits or losses resulting from inter-company transactions that are recognised in assets are also eliminated. Where necessary, accounting policies for subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

b) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded as equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

c) Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in income statement. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may means that amounts previously recognised in other comprehensive income are reclassified to income statement.

d) Jointly Controlled Entities

Jointly controlled entities are corporations, partnerships or other entities over which there is contractually agreed sharing of control by the Group with one or more parties.

The Group's interests in jointly controlled entities are accounted for in the consolidated financial statements by the equity method of accounting. Equity accounting involves recognising the Group's share of the post acquisition results of jointly controlled entities in the income statement and its share of post acquisition movements within reserves in reserves. The cumulative post acquisition movements are adjusted against the cost of the investment and includes goodwill on acquisition less impairment losses, where applicable. See accounting policy note on impairment of non-financial assets.

The Group recognises the portion of gains or losses on the sale of assets by the Group to the joint venture that is attributable to the other parties in the ventures. The Group does not recognise its share of profits or losses from the joint venture until it resells the assets to an independent party. However, if a loss on the transaction provides evidence of a reduction in the net realisable value of assets or an impairment loss, the loss is recognised immediately.

Where necessary, in applying the equity method, adjustments have been made to the financial statements of jointly controlled entities to ensure consistency of accounting policies with those of the Group.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Basis of Consolidation (Cont'd)

e) Associates

Associates are companies in which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the associates but not control over those policies.

Investments in associates are accounted for by the equity method of accounting and are initially recognised at cost. Equity accounting involves recognising in the income statement the Group's share of the associates' results and its share of post-acquisition movements in associates' other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. Equity accounting is discontinued when the carrying amount of the investment in an associate (including any other unsecured receivables) reaches zero, unless the Group has incurred obligations or made payments on behalf of the associate.

The Group's investments in associates include goodwill (net of any accumulated impairment loss) identified on acquisition.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of impairment on the assets transferred.

Dilution gains and losses in associates are recognised in the income statement.

Where necessary, in applying the equity method, adjustments have been made to the financial statements of associates to ensure consistency of accounting policies with those of the Group.

Investment in subsidiaries, jointly controlled entities and associates

In the Company's separate financial statements, investments in subsidiaries, jointly controlled entities and associates are shown at cost less accumulated impairment. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. See accounting policy on impairment of non-financial assets.

Property, Plant and Equipment

Property, plant and equipment are tangible items that:

i) are held for use in the production or supply of goods or services, or for administrative purposes; and

ii) are expected to be used during more than one period.

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses except for certain properties which were revalued before 1998. In accordance with the transitional provision allowed by MASB upon the first adoption of IAS 16, Property, Plant and Equipment, the valuation of these assets have not been updated, and they continue to be stated at their existing carrying amounts less accumulated depreciation, amortisation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the period that they are incurred.

Freehold land is stated at cost and is not depreciated. Property, plant and equipment which are under construction are not depreciated. Leasehold lands are amortised equally over their respective periods of lease. Depreciation on assets under construction commences when the assets are ready for their intended use.

The depreciable amount of an item of property, plant and equipment is determined as the difference between the cost less its residual value. The residual value is the estimated amount that the Group expects to obtain from disposal of the asset, after deducting the estimated cost to disposal, if the asset was already of the age and in the condition expected at the end of its useful life.

The Group depreciates other assets based on their consumption pattern and is applied separately to each significant component.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Property, Plant and Equipment (Cont'd)

Depreciation on other assets is calculated using the straight-line method to allocate their costs or revalued amounts to their residual values over their estimated useful lives, as follows:

	Years
Leasehold lands	51 - 889
Land improvements	25
Buildings and improvements	10 - 50
Plant and machinery	4 - 10
Motor vehicles	5 - 8
Furniture, fittings and equipment	3 - 10

The assets' residual values and useful lives are reviewed annually and revised, if appropriate.

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount. See accounting policy note on impairment of non-financial assets.

Gains and losses on disposals are determined by comparing proceeds with carrying amounts and are included in the income statement. On disposal of revalued assets, amounts in the revaluation reserve relating to those assets are transferred to retained earnings.

Investment Properties

Investment properties consist of investments in land and buildings that are held for long-term rental yield and/or for capital appreciation and are not occupied by the Group.

Investment in freehold land is stated at cost. Other investment properties are stated at cost less accumulated depreciation and impairment losses. Investment properties under construction are not depreciated. Depreciation for other investment properties is calculated using the straight-line method to allocate their costs over their estimated useful lives, as follows:

	Years
Buildings and improvements	5 - 50

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount. See accounting policy note on impairment of non-financial assets.

Gains and losses on disposal are determined by comparing net disposal proceeds with carrying amount and are included in the income statement.

Leasehold Land Use Rights

Leasehold land that normally has a finite economic life and title which is not expected to pass to the lessee by the end of the lease term is treated as an operating lease. The payment made on entering into or acquiring a leasehold land is accounted as leasehold land use rights (referred to as prepaid lease payments in FRS 117, Leases) and is amortised over the lease term in accordance with the pattern of benefits provided.

Plantation Development

Plantation development comprises cost of planting and development on oil palm and other plantation crops.

Costs of new planting and development of plantation crops are capitalised from the stage of land clearing up to the stage of maturity. The cost of new planting capitalised is not amortised. However, where the cost of new planting is incurred on leasehold land which has unexpired period shorter than the crop's economic life, the cost is amortised over the remaining period of the lease on a straight line basis.

Replanting expenditure is charged to the income statement in the financial year in which the expenditure is incurred.

Property Development Activities

a) Land Held for Property Development

Land held for property development consists of land on which no significant development work has been undertaken or where development activities are not expected to be completed within the normal operating cycle. Such land is classified as non-current asset and is stated at cost less accumulated impairment losses, if any.

Cost comprises cost of land and all related costs incurred on activities necessary to prepare the land for its intended use. Where the Group had previously recorded the land at revalued amounts, it continues to retain these amounts as its surrogate cost as allowed by FRS 201_{2004}, Property Development Activities. Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount. See accounting policy note on impairment of non-financial assets.

Land held for property development is transferred to property development costs and included under current assets when development activities have commenced and where the development activities can be completed within normal operating cycle of 2 to 3 years.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Property Development Activities (Cont'd)

b) Property Development Costs and Revenue Recognition

Property development costs comprise costs associated with the acquisition of land and all costs directly attributable to development activities or costs that can be allocated on a reasonable basis to these activities.

When the outcome of the development activity can be estimated reliably, property development revenue and expenses are recognised by using the percentage of completion method in respect of sales where agreements have been finalised. Under this method, profits are recognised as the property development activity progresses. The stage of completion is determined based on proportion of property development costs incurred for work performed up to the reporting date over the estimated total property development cost to completion.

When the outcome of a development activity cannot be reliably estimated, property development revenue is recognised only to the extent of property development costs incurred that is probable of recovery and property development costs on the development units sold are recognised as an expense when incurred. Foreseeable losses, if any, arising when it is probable that total property development costs (including expected defect liability expenditure) will exceed total property development revenue are recognised immediately in the income statement.

Property development costs not recognised as an expense is recognised as an asset and is stated at the lower of cost and net realisable value. Upon completion of development, the unsold completed development properties are transferred to inventories.

Where revenue recognised in the income statement exceeds billings to purchasers, the balance is shown as accrued billings under trade and other receivables (within current assets). Where billings to purchasers exceed revenue recognised in the income statement, the balance is shown as progress billings under trade and other payables (within current liabilities).

Financial Assets

(a) Classification

The Group classifies its financial assets in the following categories: at fair value through profit or loss, loans and receivables and available-for-sale. The classification depends on the nature of the asset and the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

(i) Financial assets at fair value through profit or loss

There are two sub-categories: financial assets held for trading, and those designated at fair value through profit or loss on initial recognition. A financial asset is classified as held for trading if acquired principally for the purpose of selling in the short term or if so designated by management. Derivatives are also categorised as held for trading unless they are designated as hedges. Assets in this category are classified as current assets if they are either held for trading or are expected to be realised within twelve months after the reporting date.

(ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those maturing more than twelve months after reporting date, which are classified as non-current assets. Loans and receivables are included in "trade and other receivables" in the statement of financial position. (See accounting policy note on receivables).

(iii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within twelve months after the reporting date.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial Assets (Cont'd)

(b) Recognition and measurement

Regular purchases and sales of financial assets are recognised on the trade-date, the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the income statement. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value. Loans and receivables are subsequently carried at amortised cost using the effective interest method.

Gains or losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are presented in the income statement within 'other income/expense' in the year in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised in the income statement as part of other income when the Group's right to receive payments is established.

Changes in the fair value of monetary securities denominated in a foreign currency and classified as available-for-sale are analysed between translation differences resulting from changes in amortised cost of the security and other changes in the carrying amount of the security. The translation differences on monetary securities are recognised in income statement and translation differences on non-monetary securities are recognised in other comprehensive income. Changes in the fair value of monetary and non-monetary securities classified as available-for-sale are recognised in other comprehensive income.

When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the income statement as 'gains and losses from investment securities'.

Interest on available-for-sale securities calculated using the effective interest method is recognised in the income statement. Dividends on available-for-sale equity instruments are recognised in the income statement when the Group's right to receive payments is established.

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models, making maximum use of market inputs and relying as little as possible on entity-specific inputs.

(c) Impairment of financial assets

The Group assesses at the end of each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity securities classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is taken as evidence that the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss - measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in income statement - is removed from equity and recognised in the income statement. Impairment losses recognised in the income statement on equity instruments are not reversed through income statement.

Intangible Assets

a) Goodwill

Goodwill represents the excess of the consideration transferred and fair value of previously held equity interests over the Group's share of the fair values of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interests in the acquiree at the date of acquisition. Goodwill is stated at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Goodwill is allocated to cash-generating units for the purpose of annual impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Intangible Assets (Cont'd)

b) Research and Development Expenditure

Research expenditure is recognised as an expense when incurred. Costs incurred on development projects (relating to the design and testing of new or improved products) are recognised as intangible assets when the following criteria are fulfilled:

(a) it is technically feasible to complete the intangible asset so that it will be available for use or sale;
(b) management intends to complete the intangible asset and use or sell it;
(c) there is an ability to use or sell the intangible asset;
(d) it can be demonstrated that the intangible asset will generate probable future economic benefits;
(e) adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available; and
(f) the expenditure attributable to the intangible asset during its development can be reliably measured.

Collaborations and alliances are maintained with third parties for provision of research and development expertise and capacity in genomics for the achievement of performance milestones. Milestones payments are capitalised to the extent that the capitalisation criteria in FRS 138 – Intangible Assets are met. Judgment is involved in determining whether the amount paid meets the performance milestones so as to enable the amount to be capitalised as intangible assets.

Other development expenditure that do not meet these criteria are recognised as an expense when incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use or sale, on a straight-line basis over its useful life not exceeding twenty years.

c) Intellectual Property Rights

Acquired intellectual property ("IP") rights are stated at cost less accumulated amortisation and accumulated impairment losses. The IP rights are amortised from the point at which the asset is available for use or sale, on a straight-line basis over its useful life not exceeding twenty years.

See accounting policy note on impairment of non-financial assets for intangible assets.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost includes, where relevant, appropriate proportions of overheads and is determined on a weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less the costs to completion and selling expenses. The cost of unsold properties comprises cost associated with the acquisition of land, direct costs and an appropriate proportion of allocated costs attributable to property development activities.

Non-Current Assets Held for Sale

Non-current assets are classified as assets held for sale and stated at the lower of carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather than through continuing use, and a sale is considered highly probable.

Receivables

Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment loss. An impairment of receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cashflows, discounted at the effective interest rate. The amount of the impairment loss is recognised in the income statement. An impairment loss is reversed only to the extent of previously recognised impairment loss for the same asset. The reversal is recognised in the income statement.

Advances for plasma plantation projects represent the accumulated plantation development cost, including borrowing costs and indirect overheads, which are either recoverable from plasma farmers or recoverable through the assignment to plasma farmers of the loans proceeds obtained for the projects. These advances are recoverable when the plasma plantation is completed and ready to be transferred to the plasma farmers. Provision for losses on recovery is made when the estimated amount to recover is less than the outstanding advances.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Cash and Cash Equivalents

Cash and cash equivalents include cash and bank balances, money market instruments, deposits and other short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value.

Payables

Payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Finance Leases

Leases of property, plant and equipment where the Group assumes substantially all the benefits and risks of ownership are classified as finance leases. The Group adopts the following accounting policy in respect of accounting by a lessee.

Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant periodic rate of interest on the balance outstanding. The corresponding rental obligations, net of finance charges, are included in borrowings. The interest element of the finance charge incurred on qualifying assets are capitalised until the assets are ready for their intended use after which such expense is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Property, plant and equipment acquired under finance leases is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Share Capital

Ordinary shares are classified as equity when there is no contractual obligation to deliver cash or other financial assets to another entity or to exchange financial assets or liabilities with another entity that are potentially unfavourable to the issuer.

Incremental costs directly attributable to the issue of new shares, options or for the acquisition of a business are shown in equity as a deduction, net of tax, from the proceeds.

The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when new shares are issued.

Treasury Shares

A purchase by the Company of its own equity shares is accounted for under the treasury stock method. Under this method, the shares purchased and held as treasury shares is measured and carried at the cost of purchase (including any directly attributable incremental external costs, net of tax) on initial recognition and subsequently. On presentation in the statement of financial position, the carrying amount of the treasury shares is offset against equity. Where treasury shares are distributed as share dividends, the cost of the treasury shares is applied in the reduction of the share premium account or the distributable reserves, or both. Where treasury shares are reissued by re-sale in the open market, the difference between the sales consideration and the carrying amount of the treasury shares is shown as the movement in equity. As treasury shares, the rights attached as to voting, dividends and participation in other distribution are suspended.

Borrowings

Borrowings are recognised initially at fair value net of transaction cost incurred. Subsequently, borrowings are stated at amortised cost using the effective interest method; any difference between the amount recorded as borrowings and the associated redemption value is recognised in the income statement over the period of the borrowings.

Costs incurred on borrowings to finance qualifying assets are capitalised until the assets are ready for their intended use after which such expenses are charged to the income statement. All other borrowing costs are charged to the income statement.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Financial guarantee contracts

A financial guarantee contract is a contact that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due. Financial guarantee contracts are recognised initially at fair value plus transactions costs and thereafter, at the higher of the best estimate of the expenditure required to settle the present obligation at the end of the reporting period and the amount initially recognised less, where appropriate, cumulative amortisations recognised.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Impairment of Non-Financial Assets

The carrying amounts of assets, with the exception of inventories, assets arising from construction contracts, deferred tax assets and financial assets (excluding investments in subsidiaries, jointly controlled entities and associates) are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If such indication exists, an impairment review is performed to assess whether the carrying amount of the asset is fully recoverable.

Irrespective of whether there is any indication of impairment, the Group also:

a) tests intangible assets with indefinite useful lives for impairment annually by comparing its carrying amount with its recoverable amount.
b) tests goodwill acquired in a business combination for impairment annually.

Impairment loss is recognised when the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and its value in use, which is measured by reference to discounted future cash flows. Recoverable amounts are estimated for individual assets, or if it is not possible, for the cash generating unit.

An impairment loss is charged to the income statement, unless the asset is carried at revalued amount, in which case the impairment loss is used to reduce the revaluation surplus.

Assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

An impairment loss is reversed only to the extent of previously recognised impairment losses for the same asset unless the asset is carried at revalued amount, in which case the reversal is treated as an increase to revaluation reserve. An impairment loss recognised for goodwill shall not be reversed in a subsequent period.

Contingent Liabilities and Contingent Assets - unsecured

The Group does not recognise a contingent liability but discloses its existence in the financial statements, except in a business combination. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. When a change in the probability of an outflow of economic resources occurs and the outflow is probable, it will then be recognised as a provision.

A contingent asset is a possible asset that arises from past events whose existence will be confirmed by uncertain future events beyond the control of the Group. The Group does not recognise contingent assets but discloses its existence where inflows of economic benefits are probable, but not virtually certain. When inflow of economic resources is virtually certain, the asset is recognised.

In the acquisition of subsidiaries by the Group under a business combination, the contingent liabilities assumed are recognised and measured initially at their fair values at the acquisition date, irrespective of the extent of any non-controlling interest.

The Group recognises separately the contingent liabilities of the acquirees as part of allocating the cost of a business combination where the fair values can be measured reliably. Where the fair values cannot be measured reliably, the resulting effect will be reflected in the goodwill arising from the acquisitions.

Subsequent to the initial recognition, the Group measures the contingent liabilities that are recognised separately at the date of acquisition at the higher of the amount that would be recognised in accordance with the provision of FRS 137 "Provisions, Contingent Liabilities and Contingent Assets" and the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with FRS 118 "Revenue".

Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate can be made of the amount of the obligation.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Income Taxes

a) Current taxation

Current taxation is determined according to the tax laws of each jurisdiction in which the Group operates and includes all taxes based upon the taxable income and is measured using the tax rates which are applicable at the reporting date.

b) Deferred taxation

Deferred tax liabilities and/or assets are recognised, using liability method, on temporary differences between the carrying amounts of assets and liabilities in the financial statements and their related tax bases. However, deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the deferred tax assets can be utilised. Deferred tax liability in respect of asset revaluations is also recognised. Deferred tax liabilities and assets are measured at the tax rates that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax is recognised on temporary differences arising on investments in subsidiaries, jointly controlled entities and associates except where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Employee Benefits

a) Short term employee benefits

Short term employee benefits include wages, salaries, bonuses, social security contributions and paid annual leave. These benefits are accrued when incurred and are measured on an undiscounted basis.

b) Post-employment benefits

Post-employment benefits include defined contribution plans under which the Group pays fixed contributions into a separate entity (a fund) and will have no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods. These benefits are accrued when incurred and are measured on an undiscounted basis.

c) Long term employee benefits

Long term employee benefits include retirement gratuities payable to Executive Directors and a retirement gratuity scheme which was established in 2010 by the Board of Directors for Executives of the Company and certain subsidiaries. The level of retirement gratuities payable is determined by the Board of Directors in relation to the past services rendered and it does not take into account the employee's service to be rendered in later years up to retirement. The gratuity, which is calculated based either on length of service and basic salary as at the reporting date or on the basis emoluments earned in the immediate past three years, is a vested benefit when the employee reaches retirement age.

The present value of the retirement gratuities is determined by discounting the amount payable by reference to market yields at the reporting date on high quality corporate bonds which have terms to maturity approximating the terms of the related liability. Employee turnover is also factored in arriving at the level of the retirement gratuities payable. The differences arising from the application of such discounting as well as any past service costs and the effects of any curtailments or settlements, if any, are recognised immediately in the income statement.

Such retirement gratuities payable are classified as current liabilities when it is probable that a payment will be made within the next twelve months and also provided that the amount has been approved for payment by the Board of Directors.

Income Recognition

a) Revenue

Sales are recognised upon delivery of products or performance of services, net of sales tax and discounts, and after eliminating sales within the Group.

Sales relating to property development projects are recognised progressively as the project activity progresses and are in respect of sales where agreements have been finalised. The recognition of sales is based on the percentage of completion method and is consistent with the method adopted for profit recognition.

Management fees and golf club membership fees are recognised on an accrual basis. Dividend income is recognised when the right to receive payment is established.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Income Recognition (Cont'd)

b) Other income

Interest income is recognised using the effective interest method. Other income are recognised on an accrual basis.

Dividends

Dividends on ordinary shares are accounted for in shareholders' equity as an appropriation of retained earnings and accrued as a liability in the financial year in which the obligation to pay is established.

Foreign Currency Translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges.

Changes in the fair value of monetary securities denominated in foreign currency and classified as available-for-sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in amortised cost are recognised in income statement, and other changes in carrying amount are recognised in other comprehensive income.

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in income statement as part of the fair value gain or loss. Translation differences on non-monetary financial assets such as equities classified as available-for-sale are included in the available-for-sale reserve as other comprehensive income.

(c) Group companies

On consolidation of the results and financial position of all the Group's entities which have a functional currency different from that of the Group's presentation currency are translated into the Group's presentation currency as follows:

(i) assets and liabilities are translated at the closing rate at the reporting date;
(ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
(iii) all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings and other currency instruments designated as hedges of such investments, are taken to equity. When a foreign operation is partially disposed of or sold, such exchange differences that were recorded in equity are recognised in the income statement as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

Derivative Financial Instruments And Hedging Activities

Derivative financial instruments are initially recognised at fair value on the date the derivative contract is entered into and are subsequently remeasured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Derivative Financial Instruments And Hedging Activities (Cont'd)

The Group designates certain derivatives as either:

(a) hedges of the fair value of recognised liabilities (fair value hedge);

(b) hedges of a particular risk associated with a recognised liability or a highly probable forecast transaction (cash flow hedge); or

(c) hedges of a net investment in a foreign operation (net investment hedge)

The fair value changes on the effective portion of interest rate capped Libor-in-arrears swaps that are designated and qualify as cash flow hedges are recognised in the cash flow hedge reserve and reclassified to income statement when the interest expense on the borrowings is recognised in the income statement unless the amount transferred can be capitalised as part of the cost of self-constructed asset, in which case, both the reclassification and interest expense incurred are capitalised. The fair value changes on the ineffective portion recognised immediately in the income statement.

When a hedging instrument expires or is sold, or when the cash flow hedge is discontinued or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in cash flow hedge reserve is immediately transferred to the income statement within fair value gains/losses on derivative financial instruments.

The fair value changes on interest rate swaps that are not designated or do not qualify for hedge accounting are recognised in the income statement within fair value gains/losses on derivative financial instruments.

The carrying amount of the derivative designated as a hedge is presented as a non-current asset or liability if the remaining expected life of the hedged item is more than twelve months, and as a current asset or liability if the remaining expected life of the hedged item is less than twelve months.

Segmental Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-makers. The chief operating decision-makers, who are responsible for allocating resources, making strategic decisions and assessing performance of the operating segments have been identified as the Chief Executive, Deputy Chief Executive and the President and Chief Operating Officer of the Company.

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(a) Financial risk factors

The Group's overall financial risk management objective is to optimise the value creation for shareholders. The Group seeks to minimise the potential adverse impacts arising from fluctuations in foreign currency exchange and interest rates and the unpredictability of the financial markets.

The Group operates within clearly defined guidelines that are approved by the Board of Directors. Financial risk management is carried out through risk reviews conducted at all significant operating units. This process is further enhanced by effective internal controls, a comprehensive insurance programme and adherence to the financial risk management policies.

The main areas of financial risks faced by the Group are as follows:

(i) Foreign currency exchange risk

The Group is exposed to foreign currency exchange risk in relation to its operations in Indonesia. The Group attempts to significantly limit its exposure for committed transactions by entering into forward foreign currency exchange contracts within the constraints of market and government regulations.

The Group's principal foreign currency exposure relates mainly to United States Dollar ("USD") in the current financial year *(2010 : USD).*

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont'd)

(a) Financial risk factors (Cont'd)

(i) Foreign currency exchange risk (Cont'd)

The Group's exposure to foreign currencies in respect of its financial assets and financial liabilities as at the reporting date is as follows:

	USD RM'000	Others RM'000	Total RM'000
At 31 December 2011			
Financial assets			
Trade and other receivables	**5,273**	**27**	**5,300**
Cash and cash equivalents	**5,225**	**309**	**5,534**
	10,498	**336**	**10,834**
Financial liabilities			
Trade and other payable	**(12,591)**	**(270)**	**(12,861)**
Borrowings	**(155,034)**	**-**	**(155,034)**
	(167,625)	**(270)**	**(167,895)**
Net currency exposure	**(157,127)**	**66**	**(157,061)**
At 31 December 2010			
Financial assets			
Trade and other receivables	3,822	26	3,848
Cash and cash equivalents	3,777	857	4,634
	7,599	883	8,482
Financial liabilities			
Trade and other payable	(9,913)	(217)	(10,130)
Borrowings	(100,022)	-	(100,022)
	(109,935)	(217)	(110,152)
Net currency exposure	(102,336)	666	(101,670)

The following table demonstrates the sensitivity of the Group's profit after tax and equity to 10% *(2010 : 10%)* strengthening of USD against the RM, with all other variables in particular interest rates held constant.

	2011		2010	
	Increase/(Decrease)		Increase/(Decrease)	
Group	**Profit after tax RM'000**	**Equity RM'000**	Profit after tax RM'000	Equity RM'000
RM against USD	**(15,713)**	**-**	(10,234)	-

A 10% *(2010 : 10%)* weakening of the above currencies against the RM would have the equal but opposite effect to the amount shown above, on the basis that all other variables remain constant.

The Company is not exposed to any material foreign exchange risk.

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont'd)

(a) Financial risk factors (Cont'd)

(ii) Interest rate risk

Interest rate risks arise mainly from the Group's borrowings. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. The Group manages its cash flow interest rate risk by using the Interest Rate Capped Libor-In-Arrears Swap ("IRCLIA") contracts to limit its exposure to fluctuation in interest rate movements if the interest rate moves beyond the capped rate at LIBOR of 2.35% per annum. The notional amount for each interest period will be USD25 million over 4 years beginning April 2011, USD25 million over 4 years beginning November 2011 and USD10 million over 4 years beginning November 2012 respectively.

The Group's outstanding borrowings as at year end at variable rates on which hedges have not been entered into are denominated in USD. At the reporting date, if the USD annual interest rates had been 1% *(2010 : 1%)* higher/lower respectively, with all other variables in particular foreign exchange rates and including tax rate being held constant, the impact to profit after tax would be immaterial as most of the interest expense were capitalised during the financial year.

(iii) Credit risk

Exposure to credit risk arises mainly from sales made on deferred credit terms, cash and cash equivalents, deposits with financial institutions and money market instruments. Risks arising therefrom are minimised through effective monitoring of receivables and suspension of sales to customers whose accounts exceed the stipulated credit terms. Credit limits are set and credit history is reviewed to minimise potential losses. The Group has no significant concentration of credit risk with any single customer.

In respect of trade receivables arising from the sale of development properties, the Group mitigates its credit risk by maintaining its name as the registered owner of the development properties until full settlement by the purchaser of the self-finances portion of the purchase consideration and upon obtaining the undertaking from the purchaser's end-financier.

The Group also seeks to invest cash assets safely and profitably and buys insurance to protect itself against insurable risks. In this regard, counterparties are assessed for credit risk and limits are set to minimise any potential losses. The Group's cash and cash equivalents and short term deposits are placed with creditworthy financial institutions and the risks arising therefrom are minimised in view of the financial strength of these financial institutions.

At the Company level, credit risk arises from amounts due from subsidiaries, cash and cash equivalents, income fund and deposits with banks and financial institutions. The Company's exposure to bad debts is not significant since the subsidiaries do not have historical default risk. The Company also manages its credit risk by performing regular reviews of the ageing profile of amounts due from subsidiaries. The credit risk on income fund is limited because the fund is ultimately deposited with a creditworthy financial institution.

<u>Financial assets that are neither past due nor impaired</u>

Information regarding trade and other receivables that are neither past due nor impaired is disclosed in Note 29. Deposits with banks and other financial institutions, investment securities and derivatives that are neither past due nor impaired are placed with or entered into with reputable financial institutions or companies with high credit ratings and no history of default.

(iv) Price risk

The Group is exposed to volatility in market prices of palm products and prices of the key raw materials used in the property development operations. The Group manages its risk through established guidelines and policies.

If the prices of the palm products change by 5% *(2010 : 5%)* respectively with all other variables including tax rate being held constant, the impact to the Group's profit after tax and equity for the current and previous financial year will be as follows:

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont'd)

(a) Financial risk factors (Cont'd)

(iv) Price risk (Cont'd)

Group	2011 Increase/(Decrease) Profit after tax RM'000	2011 Increase/(Decrease) Equity RM'000	2010 Increase/(Decrease) Profit after tax RM'000	2010 Increase/(Decrease) Equity RM'000
Effect of change in palm products prices				
– increase/decrease by 5%	**36,452**	**-**	28,380	-

(v) Liquidity risk

The Group practises prudent liquidity risk management to minimise the mismatch of financial assets and liabilities. The Group's cash flow is reviewed regularly to ensure that the Group is able to settle its commitments when they fall due.

The Group manages its liquidity risk with the view to maintaining a healthy level of cash and cash equivalents appropriate to the operating environment and expected cash flows of the Group. Liquidity requirements are maintained within its undrawn committed borrowing facilities (Note 38) at all times and are sufficient and available to the Group to meet its obligations.

Generally, surplus cash held by the operating entities over and above balance required for working capital management are managed by the Group Treasury. The Group Treasury invests surplus cash in interest bearing accounts, money market deposits and marketable securities, choosing instruments with appropriate maturities or sufficient liquidity to provide sufficient headroom as determined by the above-mentioned cash flows of the Group.

The table below analyses the financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year RM'000	Between 1 and 2 years RM'000	Between 2 and 5 years RM'000	Over 5 years RM'000
At 31 December 2011				
Group				
Trade and other payables	**201,904**	**40,260**	**-**	**1,612**
Term loans (principal and interests)	**8,752**	**7,509**	**182,687**	**286,011**
Finance leases (principal and interests)	**211**	**35**	**-**	**-**
Derivative financial liability	**1,092**	**1,149**	**2,367**	**-**
Company				
Trade and other payables	**16,013**	**-**	**-**	**-**
Amount due to subsidiaries	**77,482**	**-**	**-**	**-**
At 31 December 2010				
Group				
Trade and other payables	178,683	34,332	-	1,633
Term loans (principal and interests)	6,136	6,136	138,794	148,905
Finance lease (principal and interests)	662	-	-	-
Derivative financial liability	196	427	1,032	-
Company				
Trade and other payables	13,838	-	-	-
Amount due to subsidiaries	99,151	-	-	-

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont'd)

(b) Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to provide returns for shareholders and benefits for other stakeholders.

In order to optimise the capital structure, or the capital allocation amongst the Group's various businesses, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, take on new debts or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital utilisation on the basis of the gearing ratio. This ratio is calculated as total debt divided by total capital. Total debt is calculated as total borrowings (including "short term and long term borrowings" as shown in the statements of financial position). Total capital is calculated as the sum of total equity and total debts.

The gearing ratio as at 31 December 2011 and 2010 are as follows:

Group	2011	2010
Total debts	**427,136**	254,775
Total equity	**3,351,864**	2,979,596
Total capital	**3,779,000**	3,234,371
Gearing ratio	**11.3%**	7.9%

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

(c) Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instruments are observable, the instrument is included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
- The fair value of forward foreign currency exchange contracts is determined using forward exchange rates at the reporting date.
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

The following table presents the Group's assets and liabilities that are measured at fair value at 31 December 2011:

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont'd)

(c) Fair value hierarchy (Cont'd)

	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
Group				
Financial assets				
Available-for-sale financial assets				
- Equity securities	-	102,778	-	102,778
- Income funds	-	100,005	-	100,005
Derivative financial instruments				
- Forward foreign currency exchange contracts	-	409	-	409
	-	203,192	-	203,192
Financial liabilities				
Derivative financial instruments				
- Interest Rate Capped Libor-In-Arrears Swap	-	4,608	-	4,608
	-	4,608	-	4,608

5. SEGMENT ANALYSIS

Management has determined the operating segments based on the reports reviewed by the chief operating decision-makers that are used to make strategic decisions.

The chief operating decision-makers consider the business from both geographic and industry perspective and has the following reportable operating segments:

(i) Plantation
- comprises mainly activities relating to oil palm plantations. This segment is further analysed into two geographical areas, namely Malaysia and Indonesia.

(ii) Property
- comprises mainly activities relating to property development, property investment and the operation of a golf course.

(iii) Biotechnology
- comprises mainly activities relating to genomics research and development.

(iv) Others
- comprises other insignificant business and are not reported separately.

The performance of the operating segments is based on a measure of adjusted earning before interest, tax, depreciation and amortisation ("EBITDA"). This measurement basis excludes the effects of non-recurring items from the reportable segments such as fair value gain and losses, impairment losses, pre-opening and development expenses, property related termination costs, assets written off and gain or loss on disposal of assets.

Segments assets consist primarily of property, plant and equipment, land held for property development, plantation development, leasehold land use rights, intangible assets, available-for-sale financial assets, inventories, trade and other receivables and cash and cash equivalents. Segment assets exclude interest bearing instruments, jointly controlled entities, associates, deferred tax assets and tax recoverable as these assets are managed on a group basis.

Segment liabilities comprise operating liabilities. Segment liabilities excludes interest bearing instruments, tax payables and deferred tax liabilities as these liabilities are managed on a group basis.

5. SEGMENT ANALYSIS (Cont'd)

	Plantation			Property	Biotechnology	Others	Total
	Malaysia	Indonesia	Total				
2011							
Revenue – external	1,192,432	7,582	1,200,014	136,467	-	-	1,336,481
Adjusted EBITDA	622,886	(15,891)	606,995	22,064	(16,205)	(407)	612,447
Excess of fair value of net assets of subsidiaries acquired over costs	-	-	-	-	-	3,955	3,955
Others (include assets written off and gain or loss on disposal of assets)	(886)	(14)	(900)	(117)	(18)	-	(1,035)
EBITDA	622,000	(15,905)	606,095	21,947	(16,223)	3,548	615,367
Depreciation and amortisation	(30,981)	(314)	(31,295)	(1,413)	(9,958)	(1,682)	(44,348)
Share of results in jointly controlled entities	-	-	-	1,125	-	-	1,125
Share of results in associates	3,874	50	3,924	1,322	-	(2)	5,244
	594,893	(16,169)	578,724	22,981	(26,181)	1,864	577,388
Interest income							25,967
Finance cost							(2,013)
Profit before taxation							601,342
Taxation							(158,664)
Profit for the financial year							442,678
Other information:							
Assets							
Segment assets	1,245,350	880,952	2,126,302	466,697	296,090	162,345	3,051,434
Jointly controlled entities	-	-	-	21,688	-	-	21,688
Associates	14,923	167	15,090	3,829	-	(64)	18,855
Assets held for sale	-	-	-	15,183	-	-	15,183
	1,260,273	881,119	2,141,392	507,397	296,090	162,281	3,107,160
Interest bearing instruments							980,703
Deferred tax assets							17,216
Tax recoverable							811
Total assets							4,105,890
Liabilities							
Segment liabilities	76,936	92,869	169,805	78,637	3,414	456	252,312
Interest bearing instruments							427,136
Deferred tax liabilities							49,745
Taxation							24,833
Total liabilities							754,026
Other disclosures							
Capital expenditure*	90,772	186,699	277,471	1,061	12,773	-	291,305

5. SEGMENT ANALYSIS (Cont'd)

	Plantation			Property	Biotechnology	Others	Total
	Malaysia	Indonesia	Total				
2010							
Revenue – external	899,785	449	900,234	88,349	-	-	988,583
Adjusted EBITDA	452,614	(14,725)	437,889	12,160	(13,340)	5,887	442,596
Gain on dilution of shareholdings	-	-	-	-	-	9,735	9,735
EBITDA	452,614	(14,725)	437,889	12,160	(13,340)	15,622	452,331
Depreciation and amortisation	(27,758)	(319)	(28,077)	(1,358)	(3,222)	-	(32,657)
Share of results in jointly controlled entities	-	-	-	(250)	(9)	-	(259)
Share of results in associates	5,255	45	5,300	(66)	-	1	5,235
	430,111	(14,999)	415,112	10,486	(16,571)	15,623	424,650
Interest income							15,208
Finance cost							(119)
Profit before taxation							439,739
Taxation							(115,532)
Profit for the financial year							324,207
Other information:							
Assets							
Segment assets	1,205,169	666,114	1,871,283	519,013	294,585	51,140	2,736,021
Jointly controlled entities	-	-	-	12,249	-	-	12,249
Associates	15,049	117	15,166	2,506	-	(62)	17,610
Assets held for sale	-	-	-	2,915	-	-	2,915
	1,220,218	666,231	1,886,449	536,683	294,585	51,078	2,768,795
Interest bearing instruments							739,046
Deferred tax assets							12,188
Tax recoverable							1,946
Total assets							3,521,975
Liabilities							
Segment liabilities	67,577	80,873	148,450	67,934	2,065	9	218,458
Interest bearing instruments							254,775
Deferred tax liabilities							47,640
Taxation							21,506
Total liabilities							542,379
Other disclosures							
Capital expenditure*	51,661	256,215	307,876	496	3,900	-	312,272

** Includes capital expenditure in respect of property, plant and equipment, plantation development, leasehold land use rights and investment properties.*

5. SEGMENT ANALYSIS (Cont'd)

Geographical information

Revenue and non-current assets information based on the geographical location of customers and assets respectively are as follows:

	Revenue		Non-Current Assets		Capital Expenditure	
	2011	2010	**2011**	2010	**2011**	2010
Malaysia	**1,328,899**	988,134	**1,703,020**	1,657,290	**104,606**	56,057
Indonesia	**7,582**	449	**822,836**	598,006	**186,699**	256,215
	1,336,481	988,583	**2,525,856**	2,255,296	**291,305**	312,272

Non-current assets information presented above consists of non-current assets other than investment in jointly controlled entities and associates, financial instruments and deferred tax assets as presented in the consolidated statement of financial position.

There is no revenue derived from transactions with a single external customer that amounted to 10% or more of the Group's revenue *(2010 : Nil)*.

6. REVENUE

Revenue of the Group and of the Company comprises the following:

	Group		Company	
	2011	2010	**2011**	2010
Sale of goods:				
Sale of plantation produce	**1,200,014**	900,234	**157,261**	119,039
Sale of development properties	**135,304**	87,078	**-**	-
Rendering of services:				
Revenue from golf course operations	**968**	1,011	**-**	-
Fee from management services	**195**	260	**21,490**	16,546
Dividend income	**-**	-	**210,334**	152,312
	1,336,481	988,583	**389,085**	287,897

7. COST OF SALES

	Group		Company	
	2011	2010	**2011**	2010
Cost of inventories sold for plantation produce	**503,217**	393,605	**37,720**	35,888
Cost of properties sold	**100,132**	58,515	**-**	-
Cost of services recognised as an expense	**1,572**	1,707	**-**	-
	604,921	453,827	**37,720**	35,888

8. PROFIT BEFORE TAXATION

Profit before taxation has been determined after inclusion of the following charges and credits:

	Group		Company	
	2011	2010	**2011**	2010
Charges:				
Depreciation of property, plant and equipment	**36,661**	30,415	**5,970**	5,776
Depreciation of investment properties	**389**	389	**-**	-
Amortisation of leasehold land use rights	**218**	217	**-**	-
Amortisation of plantation development	**7**	7	**-**	-
Amortisation of intangible assets	**7,073**	1,629	**-**	-
Loss/(gain) on disposal of property, plant and equipment	**58**	(5)	**(45)**	85
Replanting expenditure	**10,842**	8,200	**2,749**	2,354
Directors' remuneration excluding estimated money value of benefits-in-kind *(see Note 10)*	**2,016**	1,727	**1,302**	1,064
Charges payable to related companies:				
- Rental of premises and related services	**1,971**	1,365	**1,657**	1,100
- Shared services fee	**1,443**	1,246	**910**	759
- Hire of equipment	**998**	822	**636**	555
Property, plant and equipment written off	**977**	1,247	**192**	499
Write-down of inventories	**77**	73	**2**	1
Shared services fee payable to ultimate holding company	**1,519**	1,710	**856**	1,002
Bad debts written off	**40**	42	**3**	18
Auditors' remuneration *(see Note 11)*:				
- current year	**921**	722	**93**	65
Non-statutory audit fee payable to auditors *(see Note 11)*:				
- current year	**212**	271	**140**	205
Employee benefits expense *(see Note 9)*	**171,977**	140,835	**47,253**	38,563
Research and development expenditure	**21,063**	11,736	**-**	-
Repairs and maintenance:				
- property, plant and equipment	**23,326**	20,390	**2,781**	2,408
- investment properties	**41**	7	**-**	-
Transportation costs	**62,267**	48,668	**9,112**	6,090
Utilities	**6,501**	5,456	**68**	60
Raw materials and consumables	**227,477**	151,112	**-**	-
Oil palm cess and levy	**12,341**	3,374	**930**	220
Net unrealised exchange loss	**2,390**	-	**-**	-
Finance cost:				
- bank borrowings	**1,995**	92	**-**	-
- others	**18**	27	**-**	-
	2,013	119	**-**	-
Credits:				
Net surplus arising from compensation in respect of land acquired by the Government	**408**	704	**-**	11
Interest income	**25,967**	15,208	**23,042**	12,908
Investment income	**2,476**	-	**2,476**	-
Income from associates:				
- Single tier dividend	**-**	-	**4,000**	3,000
Rental income	**2,715**	2,533	**343**	346
Rental income from related companies	**66**	64	**14**	14
Gain on dilution of shareholdings	**-**	9,735	**-**	-
Excess of fair value of net assets of subsidiaries acquired over cost	**3,955**	-	**-**	-
Net write back of impairment loss on receivables	**274**	450	**-**	-
Net unrealised exchange gains	**-**	2,335	**-**	-
Income from subsidiaries:				
- Single-tier dividend	**-**	-	**206,334**	148,740
- Management fee	**-**	-	**21,490**	16,546

9. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	2011	2010	**2011**	2010
Wages, salaries and bonuses	**143,139**	115,162	**37,204**	29,534
Defined contribution plans	**7,897**	6,237	**3,090**	2,370
Provision for retirement gratuities	**1,884**	834	**1,314**	538
Other short term employee benefits	**19,057**	18,602	**5,645**	6,121
	171,977	140,835	**47,253**	38,563

Employee benefits expense, as shown above, includes the remuneration of Executive Directors.

10. DIRECTORS' REMUNERATION

	Group		Company	
	2011	2010	**2011**	2010
Non-Executive Directors *				
Fees	**574**	496	**574**	496
Salaries and bonuses	**569**	491	**-**	-
Defined contribution plans	**66**	59	**-**	-
Provision for retirement gratuities	**79**	113	**-**	-
	1,288	1,159	**574**	496
Executive Director				
Fees	**72**	56	**72**	56
Salaries and bonuses	**435**	375	**435**	375
Defined contribution plans	**60**	56	**60**	56
Provision for retirement gratuities	**161**	81	**161**	81
	728	568	**728**	568
Directors' remuneration excluding estimated money value of benefits-in-kind *(see Note 8)*	**2,016**	1,727	**1,302**	1,064
Estimated money value of benefits-in-kind (not charged to the income statements):				
Non-Executive Directors	**16**	21	**-**	-
	2,032	1,748	**1,302**	1,064

* *A Non-Executive Director of the Company receives salary and related benefits from a subsidiary by virtue of him being an Executive Director of the said subsidiary.*

Remuneration of Directors of the Company, in respect of services rendered to the Company and its subsidiaries, is in the following bands:

	2011	2010
Amounts in RM'000	Number	
Non-Executive Directors		
<50	**2**	-
50 - 100	**4**	5
100 - 150	**1**	-
750 - 800	**-**	1
800 - 850	**1**	-
	8	6
Executive Director		
550 - 600	**-**	1
700 - 750	**1**	-

11. AUDITORS' REMUNERATION

	Group		Company	
	2011	2010	**2011**	2010
Statutory audit fees payable to:				
PricewaterhouseCoopers Malaysia*	**437**	326	**93**	65
Other member firms of				
PricewaterhouseCoopers International Limited*	**484**	396	**-**	-
Total statutory audit fees *(see Note 8)*	**921**	722	**93**	65
Fees for other audit related services payable to:				
PricewaterhouseCoopers Malaysia*	**212**	271	**140**	205
Total remuneration	**1,133**	993	**233**	270

* *PricewaterhouseCoopers Malaysia and other member firms of PricewaterhouseCoopers International Limited are separate and independent legal entities.*

12. TAXATION

	Group		Company	
	2011	2010	**2011**	2010
Current taxation charge:				
Malaysian income tax charge	**160,702**	105,947	**29,012**	19,443
Deferred tax (reversal)/charge *(see Note 26)*	**(2,710)**	9,967	**1,043**	493
	157,992	115,914	**30,055**	19,936
Prior years' taxation:				
Income tax under/(over) provided	**911**	(1,212)	**172**	(106)
Deferred tax (over)/under provided *(see Note 26)*	**(239)**	830	**-**	(409)
	158,664	115,532	**30,227**	19,421

The reconciliation between the average effective tax rate and the Malaysian tax rate is as follows:

	Group		Company	
	2011	2010	**2011**	2010
	%	%	**%**	%
Malaysian tax rate	**25.0**	25.0	**25.0**	25.0
Tax effects of:				
- expenses not deductible for tax purposes	**1.0**	1.2	**0.4**	0.3
- income not subject to tax	**(0.1)**	(0.2)	**(16.3)**	(16.6)
- tax incentives	**(0.3)**	(0.6)	**-**	-
- unrecognised tax losses	**1.0**	1.4	**-**	-
- under/(over) provision in prior years	**0.1**	(0.3)	**0.1**	(0.2)
- share of results in associates	**(0.3)**	(0.3)	**-**	-
- others	**-**	0.1	**-**	-
Average effective tax rate	**26.4**	26.3	**9.2**	8.5

The income tax effect of each of the other comprehensive income/loss item is nil *(2010 : Nil)* in the current financial year.

13. EARNINGS PER SHARE

Earnings per share of the Group is calculated by dividing the profit for the financial year attributable to equity holders of the Company by the weighted average number of ordinary shares in issue.

	Group	
	2011	2010
Basic earnings per share		
Profit for the financial year attributable to equity holders of the Company *(RM'000)*	**442,031**	324,210
Weighted number of ordinary shares in issue *('000)*	**758,794**	758,271
Basic earnings per share *(sen)*	**58.25**	42.76

14. DIVIDENDS

	Group and Company	
	2011	2010
Interim paid – 4.25 sen less 25% tax *(2010 : 4 sen less 25% tax)* per ordinary share of 50 sen each.	**24,186**	22,764
Special dividend – 6.25 sen less 25% tax *(2010 : 3 sen less 25% tax)* per ordinary share of 50 sen each.	**35,568**	17,073
Proposed final – 5.75 sen less 25% tax *(2010 : 5.5 sen less 25% tax)* per ordinary share of 50 sen each.	**32,723**	31,300
	68,291	48,373
	92,477	71,137

A special dividend of 6.25 sen less 25% tax *(2010: 3 sen less 25%)* per ordinary share of 50 sen each in respect of the current financial year has been declared for payment to shareholders registered in the Register of Members on 13 March 2012. The special dividend shall be paid on 27 March 2012. Based on the issued and paid-up capital of the Company as at the date of this report, the special dividend would amount to RM35.6 million. The special dividend has not been recognised in the Statement of Changes in Equity as it was declared subsequent to the financial year end.

At the forthcoming Annual General Meeting, a final dividend in respect of the financial year ended 31 December 2011 of 5.75 sen less 25% tax *(2010 : 5.5 sen less 25% tax)* per ordinary share of 50 sen each amounting to RM32.7 million *(2010 : RM31.3 million)* will be proposed for shareholders' approval. The financial statements did not reflect this final dividend which will be accrued as a liability upon the approval by shareholders.

15. PROPERTY, PLANT AND EQUIPMENT

	Freehold land and improvements	Leasehold	Buildings and land improvements	Plant and machinery	Motor vehicles	Furniture, fittings and equipment	Construction in progress	Total
2011								
Group								
Net book value:								
At 1 January	321,959	224,856	91,987	85,355	12,612	12,774	22,015	771,558
Additions	21,632	40	4,962	19,932	6,399	4,986	62,883	120,834
Disposals	(11)	-	-	(50)	(815)	(5)	-	(881)
Written off	-	-	(490)	(344)	(79)	(57)	(7)	(977)
Assets of subsidiaries acquired	-	20,399	9,183	14,967	237	283	-	45,069
Depreciation:								
- charged to income statement	(5,406)	(2,777)	(4,508)	(18,025)	(1,885)	(4,060)	-	(36,661)
- capitalised under plantation development *(see Note 18)*	(11,417)	-	(1,152)	(1,549)	(709)	(828)	-	(15,655)
Reclassifications	1,437	27	17,552	8,620	(22)	6,018	(33,632)	-
Reclassification to leasehold land use rights *(see Note 19)*	-	(57)	-	-	-	-	-	(57)
Currency fluctuations	237	-	17	28	2	11	136	431
Others	(1,909)	-	38	(83)	(14)	(40)	(63)	(2,071)
At 31 December	326,522	242,488	117,589	108,851	15,726	19,082	51,332	881,590
At 31 December								
Cost	334,270	268,555	169,512	250,305	25,036	38,734	51,332	1,137,744
At 1981 valuation	46,613	-	-	-	-	-	-	46,613
Accumulated depreciation	(54,361)	(26,067)	(51,923)	(141,454)	(9,310)	(19,652)	-	(302,767)
Net book value	326,522	242,488	117,589	108,851	15,726	19,082	51,332	881,590

15. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

	Freehold land and improvements	Leasehold	Buildings and land improvements	Plant and machinery	Motor vehicles	Furniture, fittings and equipment	Construction in progress	Total
2010								
Group								
Net book value:								
At 1 January	288,446	227,331	83,720	76,990	11,503	13,713	16,375	718,078
Additions	41,072	-	2,668	17,376	3,799	2,725	32,160	99,800
Disposals	(55)	-	-	-	(110)	-	-	(165)
Written off	-	-	(603)	(377)	(248)	(19)	-	(1,247)
Assets of subsidiaries acquired	-	-	-	-	6	-	-	6
Depreciation:								
- charged to income statement	(4,715)	(2,494)	(4,027)	(14,567)	(1,601)	(3,011)	-	(30,415)
- capitalised under plantation development *(see Note 18)*	(8,368)	-	(595)	(1,263)	(587)	(555)	-	(11,368)
Reclassifications	7,577	120	11,008	7,521	-	26	(26,252)	-
Reclassification to leasehold land use rights *(see Note 19)*	-	(101)	-	-	-	-	-	(101)
Currency fluctuations	(1,998)	-	(184)	(325)	(150)	(105)	(268)	(3,030)
At 31 December	321,959	224,856	91,987	85,355	12,612	12,774	22,015	771,558
At 31 December								
Cost	313,154	247,998	138,735	212,794	20,658	28,347	22,015	983,701
At 1981 valuation	46,613	-	-	-	-	-	-	46,613
Accumulated depreciation	(37,808)	(23,142)	(46,748)	(127,439)	(8,046)	(15,573)	-	(258,756)
Net book value	321,959	224,856	91,987	85,355	12,612	12,774	22,015	771,558

15. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

	Freehold land and improvements	Leasehold	Buildings and land improvements	Plant and machinery	Motor vehicles	Furniture, fittings and equipment	Construction in progress	Total
2011								
Company								
Net book value:								
At 1 January	**19,054**	**159,590**	**10,333**	**4,239**	**2,825**	**4,803**	**845**	**201,689**
Additions	**2,784**	**-**	**326**	**1,740**	**393**	**1,002**	**4,702**	**10,947**
Disposals	**-**	**-**	**-**	**(8)**	**(84)**	**(2)**	**-**	**(94)**
Written off	**-**	**-**	**(99)**	**(3)**	**(63)**	**(27)**	**-**	**(192)**
Depreciation	**(839)**	**(1,393)**	**(568)**	**(1,016)**	**(469)**	**(1,685)**	**-**	**(5,970)**
Reclassification	**91**	**-**	**1,558**	**-**	**-**	**1,635**	**(3,284)**	**-**
At 31 December	**21,090**	**158,197**	**11,550**	**4,952**	**2,602**	**5,726**	**2,263**	**206,380**
At 31 December								
Cost	**23,869**	**163,780**	**13,416**	**8,222**	**4,276**	**14,092**	**2,263**	**229,918**
Accumulated depreciation	**(2,779)**	**(5,583)**	**(1,866)**	**(3,270)**	**(1,674)**	**(8,366)**	**-**	**(23,538)**
Net book value	**21,090**	**158,197**	**11,550**	**4,952**	**2,602**	**5,726**	**2,263**	**206,380**
2010								
Company								
Net book value:								
At 1 January	17,596	160,983	8,475	3,771	2,764	5,758	923	200,270
Additions	2,213	-	146	1,433	780	822	2,494	7,888
Disposals	-	-	-	(47)	(147)	-	-	(194)
Written off	-	-	(364)	(15)	(118)	(2)	-	(499)
Depreciation	(764)	(1,393)	(487)	(903)	(454)	(1,775)	-	(5,776)
Reclassification	9	-	2,563	-	-	-	(2,572)	-
At 31 December	19,054	159,590	10,333	4,239	2,825	4,803	845	201,689
At 31 December								
Cost	20,994	163,780	11,632	6,612	4,041	11,814	845	219,718
Accumulated depreciation	(1,940)	(4,190)	(1,299)	(2,373)	(1,216)	(7,011)	-	(18,029)
Net book value	19,054	159,590	10,333	4,239	2,825	4,803	845	201,689

The valuation of the freehold land made by the Directors in 1981 was based upon valuations carried out by an independent firm of professional valuers using fair market value basis. The net book value of the revalued freehold land for the Group would have amounted to RM45.6 million *(2010 : RM45.6 million)* had it been stated in the financial statements at cost.

16. PROPERTY DEVELOPMENT ACTIVITIES

	Group			
	2011		2010	
(a) Land held for property development:				
Freehold land		**99,923**		106,994
Development costs		**178,863**		206,297
		278,786		313,291
At the beginning of the financial year				
- freehold land	**106,994**		110,322	
- development costs	**206,297**	**313,291**	214,111	324,433
Costs incurred during the financial year				
- development costs	**6,116**		1,958	
- reclassification from investment properties *(see Note 17)*	**456**	**6,572**	-	1,958
Costs transferred to property development costs *(see Note 16(b))*				
- freehold land	**(4,541)**		(2,873)	
- development costs	**(21,353)**	**(25,894)**	(9,772)	(12,645)
Costs transferred to land held for sale				
- freehold land	**(2,530)**		(455)	
- development costs	**(12,653)**	**(15,183)**	-	(455)
At the end of the financial year		**278,786**		313,291
(b) Property development costs:				
Freehold land		**3,237**		3,056
Development costs		**20,316**		20,002
Accumulated costs charged to income statement		**(5,237)**		(8,896)
		18,316		14,162
At the beginning of the financial year				
- freehold land	**3,056**		2,310	
- development costs	**20,002**		101,300	
- accumulated costs charged to income statement	**(8,896)**	**14,162**	(58,613)	44,997
Costs incurred during the financial year				
- development costs		**20,241**		26,401
Costs charged to income statement		**(38,472)**		(35,530)
Costs transferred from land held for property development *(see Note 16(a))*		**25,894**		12,645
Costs transferred to inventories				
- freehold land	**(1,242)**		(2,127)	
- development costs	**(23,569)**		(117,471)	
- accumulated costs charged to income statement	**21,302**	**(3,509)**	85,247	(34,351)
At the end of the financial year		**18,316**		14,162

17. INVESTMENT PROPERTIES

	Group	
	2011	2010
Net book value:		
At 1 January	**13,569**	13,924
Additions	**273**	34
Reclassification to land held for property development *(see Note 16)*	**(456)**	-
Depreciation	**(389)**	(389)
At 31 December	**12,997**	13,569
At 31 December		
Cost	**17,817**	18,000
Accumulated depreciation	**(4,820)**	(4,431)
Net book value at end of the financial year	**12,997**	13,569
Fair value at end of the financial year	**20,975**	20,475

The aggregate rental income and direct operating expenses arising from investment properties that generated rental income which were recognised during the financial year amounted to RM2,225,000 and RM715,000 *(2010 : RM2,067,000 and RM741,000)* respectively.

The fair values of the investment properties were based on valuation by independent professional qualified valuers. Valuations were based on sales of comparable properties in the vicinity.

18. PLANTATION DEVELOPMENT

	Group		Company	
	2011	2010	**2011**	2010
Net book value				
At 1 January	**843,631**	649,535	**284,296**	284,222
Additions	**142,838**	190,529	**3**	74
Depreciation of plant and equipment capitalised *(see Note 15)*	**15,655**	11,368	**-**	-
Amortisation of leasehold land use rights capitalised *(see Note 19)*	**2,530**	3,490	**-**	-
Assets of subsidiaries acquired	**-**	370	**-**	-
Disposals	**(8)**	(39)	**-**	-
Amortisation charged to income statement	**(7)**	(7)	**-**	-
Currency fluctuations	**3,005**	(11,615)	**-**	-
At 31 December	**1,007,644**	843,631	**284,299**	284,296

19. LEASEHOLD LAND USE RIGHTS

	Group		Company	
	2011	2010	**2011**	2010
Net book value				
At 1 January	**126,645**	96,106	**-**	-
Additions	**9,175**	7,051	**-**	-
Assets of subsidiaries acquired	**24,272**	31,349	**-**	-
Reclassification from property, plant and equipment *(see Note 15)*	**57**	101	**-**	-
Amortisation charged to income statement	**(218)**	(217)	**-**	-
Amortisation capitalised under plantation development *(see Note 18)*	**(2,530)**	(3,490)	**-**	-
Currency fluctuations	**614**	(4,255)	**-**	-
At 31 December	**158,015**	126,645	**-**	-
At 31 December				
Cost	**166,656**	132,657	**-**	-
Accumulated amortisation	**(8,641)**	(6,012)	**-**	-
Net book value	**158,015**	126,645	**-**	-

Leasehold land use rights with an aggregate carrying value of RM78.5 million *(2010 : RM71.1 million)* are pledged as securities for borrowings *(see Note 38)*.

The Group holds land rights in Indonesia in the form of Hak Guna Usaha ("HGU"), which give the rights to cultivate land for agricultural purposes with expiry dates between 2037 and 2044. The Group also holds other rights relating to certain plots of land in Indonesia and the Group is at various stages of the application process in converting such rights to HGU.

20. INTANGIBLE ASSETS

	Goodwill	Intellectual property rights and development costs	Total
2011			
Group			
Net book value:			
At 1 January 2011	**19,351**	**167,251**	**186,602**
Additions	**-**	**7,070**	**7,070**
Amortisation charged to income statement	**-**	**(7,073)**	**(7,073)**
Currency fluctuations	**225**	**-**	**225**
At 31 December 2011	**19,576**	**167,248**	**186,824**
2010			
Group			
Net book value:			
At 1 January 2010	-	117,183	117,183
Additions	19,351	51,697	71,048
Amortisation charged to income statement	-	(1,629)	(1,629)
At 31 December 2010	19,351	167,251	186,602

Goodwill arose when the Group increased its equity interest from 60% to 77% in a subsidiary, AsianIndo Holdings Pte Ltd ("AIH"), in the previous financial year. This goodwill represents the excess of the purchase consideration over the incremental share of net assets, which was based on the then existing Group's carrying amounts, instead of fair values of the net assets in AIH when the additional equity interest was acquired. The Group's current accounting policy does not measure its plantation development at fair values which is a measurement principle that is consistent with IAS 41 "Agriculture".

20. INTANGIBLE ASSETS (Cont'd)

Intellectual property development costs comprise expenditure incurred on intellectual property development relating to the use of genomics-based techniques and other methods or tools thereof to increase the yields and profit streams principally from oil palm and other crops where it can be reasonably anticipated that the costs will be recovered through commercialisation, sale and marketing of all the resulting products from the aforesaid development.

As at 31 December 2011, the expenditure incurred on these intellectual property development represents mainly payments made in respect of the oil palm and jatropha genome sequencing data received by the Group to date. The remaining amortisation period of the intellectual property development costs at 31 December 2011 is 13.75 years.

Intellectual property rights represents fair value of genomic data arising from the Group's acquisition of the remaining 50% equity interest in ACGT Intellectual Limited *(formerly known as SGSI-Asiatic Limited)* in the previous financial year.

Goodwill and other intangible assets with finite useful lives are allocated to the Group's cash-generating units identified according to the operating segments, as follows:

	Group	
	2011	2010
Net book value:		
Plantation - Indonesia	**19,576**	19,351
Biotechnology	**167,248**	167,251
	186,824	186,602

21. SUBSIDIARIES

	Company	
	2011	2010
Unquoted shares - at cost	**1,890,834**	364,834
Accumulated impairment losses	**(3,635)**	(3,635)
	1,887,199	361,199
Amounts due from subsidiaries		
- Non-current	**-**	1,535,750
- Current	**30,244**	135,889
	30,244	1,671,639
Amounts due to subsidiaries		
- Current	**77,482**	99,151

The amounts due from and to subsidiaries represent outstanding amounts arising from inter-company sales and purchases, advances, payments and receipts on behalf of or by subsidiaries. The outstanding amounts which are less than one year and classified as current assets and current liabilities respectively, are interest free, unsecured and are repayable on demand.

During the current financial year, the Company subscribed to 51,425,326 Redeemable Convertible Non-Cumulative Preference Shares of RM1 each issued by its wholly owned subsidiaries amounted to RM1,526.0 million, which were set off against the amount due from subsidiaries.

In the previous financial year, the amounts due from subsidiaries which were more than one year were interest free, unsecured, had no fixed-terms of repayment and were intended to be a long-term source of additional capital for the subsidiaries. These outstanding amounts were not expected to be repayable within the next twelve months and were considered to be part of the Company's net investment in these subsidiaries.

The subsidiaries are listed in Note 43.

22. JOINTLY CONTROLLED ENTITIES

	Group	
	2011	2010
Unquoted – at cost:		
Shares in a foreign corporation	**25,925**	12,500
Group's share of post acquisition reserves	**(4,237)**	(251)
	21,688	12,249
Amounts due from a jointly controlled entity	**25,190**	23
Less : Balance included in current assets	**(12,586)**	(23)
Balance included in non-current assets *(see Note 25)*	**12,604**	-
	34,292	12,249

The amounts due from a jointly controlled entity included in current assets is unsecured, interest free and receivable within the next twelve months.

The amounts due from a jointly controlled entity which are more than one year represent the balance of purchase price receivable arising from the sale of land to Genting Simon Sdn Bhd, a jointly controlled entity of the Group, by Genting Property Sdn Bhd, a wholly-owned subsidiary of the Company as disclosed in Note 42 (c)(ii).

The Group's aggregate share of the income, expenses, assets and liabilities of the jointly controlled entities is as follows:

	Group	
	2011	2010
Income	**2,556**	-
Expenses	**(1,431)**	(259)
	1,125	(259)
Total assets	**86,936**	14,610
Total liabilities	**(65,248)**	(2,361)
Share of net assets	**21,688**	12,249

The jointly controlled entities are listed in Note 43.

The capital commitments relating to the Group's interest in the jointly controlled entities at the financial year end are disclosed in Note 40.

There are no contingent liabilities relating to the Group's interest in the jointly controlled entities at the financial year end *(2010 : Nil)*.

23. ASSOCIATES

	Group		Company	
	2011	2010	**2011**	2010
Unquoted shares - at cost	**2,133**	2,133	**2,123**	2,123
Group's share of post-acquisition reserves	**16,722**	15,477	**-**	-
Share of net assets	**18,855**	17,610	**2,123**	2,123
Amounts due from associates	**581**	597	**2,581**	597
Less : Balance included in current assets	**(581)**	(597)	**(2,581)**	(597)
	-	-	**-**	-
	18,855	17,610	**2,123**	2,123

The amounts due from associates represent outstanding amounts arising from trade transactions and advances and payments made on behalf of associates, are unsecured, interest free and are repayable on demand.

23. ASSOCIATES (Cont'd)

The Group's share of the results of its associates, all of which are unlisted, and its share of the assets and liabilities are as follows:

	Group	
	2011	2010
Revenue	**76,498**	59,345
Net profit	**5,244**	5,235
Total assets	**35,013**	29,615
Total liabilities	**(16,158)**	(12,005)
Share of net assets	**18,855**	17,610

The associates are listed in Note 43.

There are no contingent liabilities relating to the Group's interest in associates at the financial year end *(2010 : Nil)*.

24. AVAILABLE-FOR-SALE FINANCIAL ASSETS

	Group		Company	
	2011	2010	**2011**	2010
Non-current				
At 1 January	**99,995**	31,794	**-**	-
Currency fluctuations	**1,168**	(5,750)	**-**	-
Additions	**1,615**	33,277	**-**	-
Fair value gain – recognised in other comprehensive income	**-**	40,674	**-**	-
At 31 December	**102,778**	99,995	**-**	-
Current				
At 1 January	**50,005**	-	**50,005**	-
Additions	**50,000**	50,000	**50,000**	50,000
Fair value gain – recognised in other comprehensive income	**-**	5	**-**	5
At 31 December	**100,005**	50,005	**100,005**	50,005
Analysed as follows:				
Unquoted shares in foreign corporations	**102,778**	99,995	**-**	-
Income funds in a Malaysian corporation				
- unquoted	**100,005**	50,005	**100,005**	50,005
At 31 December	**202,783**	150,000	**100,005**	50,005

The investments in unquoted foreign corporations mainly comprise of the 5.2% equity interest in Synthetic Genomics, Inc ("SGI"), a privately held company incorporated in the United States of America, specialising in developing and commercialising genomic-driven solution to address global energy and environmental challenges.

The fair value of the unquoted investment in SGI in the previous financial year was derived from the subscription by Genting Bioscience Limited, a wholly-owned subsidiary of the Company, of 1,000,000 Series C Convertible Preferred Stock of USD0.002 each in SGI at the purchase price of USD10 per share in previous financial year.

The income funds are redeemable at the discretion of the Company and the fair values are based on the fair values of the underlying net assets.

25. OTHER NON-CURRENT ASSETS

	Group	
	2011	2010
Amount due from a jointly control entity *(see Note 22)*	**12,604**	-
Value-added taxes ("VAT") recoverable	**-**	14,574
	12,604	14,574

The maturity profile for the non-current assets is as follows:

	Group	
	2011	2010
More than one year and less than two years	**1,721**	14,574
More than two years and less than five years	**4,640**	-
More than five years	**6,243**	-
	12,604	14,574

In the previous financial year, the fair value of the VAT recoverable approximated its carrying amount as it represented debts due from a statutory body, which is the Government of the Republic of Indonesia. The amount was capitalised as part of plantation development during the current financial year.

26. DEFERRED TAXATION

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same tax authority. The following amounts, determined after appropriate offsetting, are shown in the statement of financial position:

	Group		Company	
	2011	2010	**2011**	2010
Deferred tax assets	**17,216**	12,188	**-**	-
Deferred tax liabilities	**(49,745)**	(47,640)	**(4,141)**	(3,098)
	(32,529)	(35,452)	**(4,141)**	(3,098)
At 1 January	**(35,452)**	(24,701)	**(3,098)**	(3,014)
(Charged)/credited to income statement *(see Note 12)*:				
- Property, plant and equipment	**(3,887)**	(7,514)	**(1,250)**	(196)
- Provision for retirement gratuities	**(87)**	189	**187**	135
- Land held for property development	**815**	743	**-**	-
- Plantation development	**(4,971)**	(6,700)	**-**	-
- Property development costs	**(249)**	68	**-**	-
- Inventories	**803**	206	**-**	-
- Accruals	**2,715**	1,244	**20**	(23)
- Tax losses	**7,409**	5,231	**-**	-
- Tax incentives	**346**	(3,973)	**-**	-
- Other temporary differences	**55**	(291)	**-**	-
	2,949	(10,797)	**(1,043)**	(84)
Currency translation differences	**(26)**	46	**-**	-
At 31 December	**(32,529)**	(35,452)	**(4,141)**	(3,098)

26. DEFERRED TAXATION (Cont'd)

	Group		Company	
	2011	2010	**2011**	2010
i) Deferred tax assets (before offsetting)				
- Property, plant and equipment	**7,188**	2,596	**-**	-
- Provision for retirement gratuities	**809**	896	**624**	437
- Land held for property development	**5,476**	5,092	**-**	-
- Inventories	**2,847**	2,253	**-**	-
- Accruals	**8,145**	5,430	**109**	89
- Tax losses	**12,640**	5,231	**-**	-
- Tax incentives	**346**	-	**-**	-
- Other temporary differences	**358**	329	**-**	-
	37,809	21,827	**733**	526
Offsetting	**(20,593)**	(9,639)	**(733)**	(526)
Deferred tax assets (after offsetting)	**17,216**	12,188	**-**	-
ii) Deferred tax liabilities (before offsetting)				
- Property, plant and equipment	**(57,778)**	(49,299)	**(4,874)**	(3,624)
- Land held for property development	**(257)**	(688)	**-**	-
- Plantation development	**(11,671)**	(6,700)	**-**	-
- Property development costs	**(249)**	-	**-**	-
- Inventories	**(383)**	(592)	**-**	-
	(70,338)	(57,279)	**(4,874)**	(3,624)
Offsetting	**20,593**	9,639	**733**	526
Deferred tax liabilities (after offsetting)	**(49,745)**	(47,640)	**(4,141)**	(3,098)

The amount of tax savings in respect of brought forward tax incentive for which credit has been recognised by the Group during the financial year amounted to RM1.7 million *(2010 : RM4.8 million)*.

The amounts of unutilised tax losses and deductible temporary differences on property, plant and equipment for which no deferred tax asset has been recognised in the statement of financial position are as follows:

	Group	
	2011	2010
Unutilised tax losses		
- Expiring more than one year and not more than five years *(see Note (a) below)*	**23,313**	15,841
- No expiry period *(see Note (b) below)*	**218,240**	146,405
	241,553	162,246
Property, plant and equipment	**78,686**	2,894
	320,239	165,140

(a) Deferred tax assets have not been recognised as the realisation of the tax benefits accruing to these tax losses is uncertain.

(b) The remaining unutilised tax losses of RM218.2 million *(2010 : RM146.4 million)* have no expiry period. Included in this amount are unutilised tax losses and tax incentives of certain subsidiaries of the Group amounting to RM166.3 million *(2010 : RM146.0 million)* for which deferred tax assets have not been recognised as these subsidiaries are accredited with tax exempt pioneer status for 10 years.

27. ASSET HELD FOR SALE

	Group 2011	Group 2010
Land held for sale	**15,183**	2,915

Land held for sale as at the end of current financial year comprised land held for property development measuring approximately 44 acres located in the Mukim of Kulai, Johor, which will be sold to third parties.

28. INVENTORIES

	Group		Company	
	2011	2010	**2011**	2010
At cost:				
Produce stocks	**9,627**	3,577	**-**	-
Stores and spares	**32,023**	24,729	**2,813**	1,119
Completed development properties	**87,098**	125,589	**-**	-
	128,748	153,895	**2,813**	1,119

29. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2011	2010	**2011**	2010
Current:				
Trade receivables	**71,065**	79,991	**-**	-
Less : Provision for impairment of trade receivables	**(427)**	(1,099)	**-**	-
	70,638	78,892	**-**	-
Accrued billings in respect of property development	**1,893**	2,965	**-**	-
Deposits	**2,781**	2,279	**770**	474
Prepayments*	**4,001**	9,923	**213**	293
Other receivables**	**34,016**	35,542	**2,658**	4,527
	113,329	129,601	**3,641**	5,294

* *Included in prepayments of the Group in respect of the previous financial year was an advance payment on provision of genomics research services of RM7.1 million made by ACGT Sdn Bhd to Synthetic Genomics, Inc.*

** *Included in other receivables of the Group are plasma plantations debtors (see Note (a) below) of RM13.8 million (2010 : RM8.7 million) which are recoverable by its foreign subsidiaries.*

(a) In accordance with the policy of the Government of the Republic of Indonesia, certain land rights used to develop plantations are usually granted if a nucleus company agrees to develop areas for local landholders (plasma plantations) in addition to developing its own plantations. The nucleus company will supervise and manage the plasma plantations and purchase the production from the plasma plantations at prices determined by the Government.

The advances made by the Group in the form of plasma plantation development costs are recoverable upon the completion of the plasma plantation projects. It will be recoverable from the plasma farmers or recoverable through the assignment to plasma farmers of the loan proceeds obtained for the projects. Provision for losses on recovery is made when the estimated amount to recover is less than outstanding advances.

Credit terms offered by the Group in respect of trade receivables range from 7 days to 14 days *(2010 : 7 days to 14 days)* from date of invoice.

29. TRADE AND OTHER RECEIVABLES (Cont'd)

Ageing of trade receivables which are past due but not impaired is as follows:

	Group		Company	
	2011	2010	**2011**	2010
Trade receivables past due:				
Past due up to 3 months	**6,749**	6,637	**-**	-
Past due 3 to 6 months	**481**	1,744	**-**	-
Past due over 6 months	**1,265**	2,506	**-**	-
	8,495	10,887	**-**	-

No impairment has been made on these amounts as the Group is closely monitoring these receivables and is confident of their eventual recovery.

Movements on the Group's provision for impairment of trade receivables are as follows:

	Group	
	2011	2010
At 1 January	**1,099**	1,968
Provision for receivables impairment	**46**	696
Write-back of provision	**(320)**	(1,146)
Receivables written off during the year as uncollectible	**(398)**	(419)
As 31 December	**427**	1,099

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above.

The carrying amounts of the Group's and the Company's trade and other receivables approximate their fair values.

30. HOLDING COMPANY AND OTHER RELATED COMPANIES

The Company's immediate and ultimate holding company is Genting Berhad, a company incorporated in Malaysia.

	Group		Company	
	2011	2010	**2011**	2010
Current:				
Amount due to ultimate holding company	**(2,049)**	(360)	**(2,049)**	(360)
Amounts due to other related companies	**(914)**	(328)	**(914)**	(328)
	(2,963)	(688)	**(2,963)**	(688)
Amounts due from other related companies	**8**	4	**272**	23
	(2,955)	(684)	**(2,691)**	(665)

The amounts due from and to holding company and other related companies are unsecured, interest free and are repayable on demand.

31. CASH AND CASH EQUIVALENTS

	Group 2011	Group 2010	Company 2011	Company 2010
Deposits with licensed banks	**581,315**	331,441	**539,727**	282,888
Cash and bank balances	**36,214**	16,645	**4,258**	3,569
	617,529	348,086	**543,985**	286,457
Add:				
Money market instruments	**399,388**	407,606	**379,468**	367,694
Cash and cash equivalents	**1,016,917**	755,692	**923,453**	654,151

The currency profile and weighted average interest rates of the cash and cash equivalents as at the financial year end are as follows:

	Group				Company			
	Currency profile		Interest rate per annum (%)		Currency profile		Interest rate per annum (%)	
	2011	2010	**2011**	2010	**2011**	2010	**2011**	2010
Ringgit Malaysia	**1,003,456**	745,111	**3.07**	2.74	**923,453**	654,151	**3.08**	2.76
Indonesia Rupiah	**4,217**	3,898	**0.61**	0.75	**-**	-	**-**	-
US Dollar	**8,935**	5,826	**0.10**	0.35	**-**	-	**-**	-
Singapore Dollar	**309**	857	**-**	-	**-**	-	**-**	-
	1,016,917	755,692			**923,453**	654,151		

The deposits of the Group and of the Company as at 31 December 2011 have maturity period of one month *(2010 : one month)*. The money market instruments of the Group and Company as at 31 December 2011 have maturity periods ranging between overnight and one month *(2010 : between overnight and one month)*. Bank balances of the Group and of the Company are held at call.

Included in the above bank balances for the Group is an amount of RM13.1 million *(2010 : RM17.8 million)* deposited by a subsidiary involved in property development activities into various Housing Development Accounts in accordance with Section 7(A) of the Housing Developers (Control and Licensing) Act, 1966. This amount is available for use by the said subsidiary for the payment of property development expenditure.

32. SHARE CAPITAL

	Group and Company 2011	Group and Company 2010
Authorised:		
1,000,000,000 ordinary shares of 50 sen each	**500,000**	500,000
Issued and fully paid:		
Ordinary shares of 50 sen each		
At beginning of the financial year		
- 758,847,000 *(2010 : 757,947,000)*	**379,423**	378,973
Issue of shares		
- Nil *(2010 : 900,000)*	**-**	450
At end of the financial year		
- 758,847,000 *(2010 : 758,847,000)*	**379,423**	379,423

32. SHARE CAPITAL (Cont'd)

During the previous financial year, 89,000 ordinary shares of 50 sen each fully-paid at the subscription price of 145 sen per share, 432,000 ordinary shares of 50 sen each fully-paid at the subscription price of 165 sen per share and 379,000 ordinary shares of 50 sen each fully-paid at the subscription price of 183 sen per share were issued by virtue of the exercise of the Options to take up unissued ordinary shares of the Company by executive employees of the Group pursuant to the Genting Plantations Berhad Executive Share Option Scheme ("the Scheme") all of which the ordinary shares rank pari passu with the then existing ordinary shares of the Company. These Options were granted prior to the current financial year. The Scheme had expired on 31 August 2010.

Set out below were details of options over the ordinary shares of the Company granted under the Scheme in respect of the previous financial year:

Date granted	Exercisable period	Subscription price (sen/share)	At 1 January 2010	Offered and accepted	Exercised	Lapsed	At 31 December 2010
			(Number of options)				
2.9.2002	2.9.2005 - 31.8.2010	145	89,000	-	(89,000)	-	-
1.12.2003	1.12.2006 - 31.8.2010	165	442,000	-	(432,000)	(10,000)	-
29.8.2005	29.8.2008 - 31.8.2010	183	396,000	-	(379,000)	(17,000)	-
			927,000	-	(900,000)	(27,000)	-

Details relating to options exercised in respect of the previous financial year were as follows:

Exercise date	Fair value of shares at share issue date (sen/share)	Subscription price (sen/share)	Number of shares issued
January – March	604-660	165-183	123,000
April – June	608-702	145-183	374,000
July – September	644-735	145-183	403,000
			900,000

	Group and Company
Ordinary share capital – at par	450
Share premium	1,085
Proceeds received on exercise of share options	1,535
Fair value of shares issued at exercise date	6,530

The fair value of options granted on 29 August 2005, determined using the Trinomial valuation model, was at RM0.42 per share. The significant inputs into the model were share price of RM1.82 at the grant date, exercise price shown above, first exercise date and expiration date, price volatility of 33.35%, dividend yield of 1.56%, annual risk-free interest rate of 3.285% and option life of 5 years. The volatility measured at the standard deviation of expected share price returns is based on statistical analysis of monthly share prices over the last five years.

33. TREASURY SHARES

At the Annual General Meeting of the Company held on 7 June 2011, the shareholders of the Company approved the renewal of the authority for the Company to purchase its own shares of up to 10% of the issued and paid-up share capital of the Company.

During the financial year, the Company had purchased a total of 20,000 *(2010 : 20,000)* ordinary shares of 50 sen each of its issued share capital from the open market at an average price of RM7.57 *(2010 : RM6.81)* per share. The total consideration paid for the purchase, including transaction costs, was RM151,491 *(2010 : RM136,188)* and was financed by internally generated funds. The purchased shares are held as treasury shares in accordance with the requirements of Section 67A (as amended) of the Companies Act, 1965. There is no cancellation, resale or reissuance of treasury shares during the financial year. As treasury shares, the rights attached as to voting, dividends and participation in other distribution are suspended.

As at 31 December 2011, of the total 758,847,000 *(2010 : 758,847,000)* issued and fully paid ordinary shares, 61,000 *(2010 : 41,000)* are held as treasury shares by the Company. At the date of the statement of financial position, the number of outstanding ordinary shares in issue after netting off treasury shares against equity is 758,786,000 *(2010 : 758,806,000)* ordinary shares of 50 sen each.

	Total shares purchased in units '000	**Total consideration paid RM'000**	**Highest price RM**	**Lowest price RM**	**Average price* RM**
2011					
At 1 January 2011	41	240	7.22	3.98	5.85
Shares purchased during the financial year					
- February	10	79	7.87	7.87	7.92
- August	10	72	7.20	7.15	7.23
	20	151			7.57
At 31 December 2011	61	391			6.42

* Price includes stamp duty, brokerage and clearing fees.

34. RESERVES

	Group		**Company**	
	2011	2010	**2011**	2010
Share premium	**43,382**	43,382	**43,382**	43,382
Revaluation reserve	**41,804**	41,804	**104**	104
Fair value reserve	**40,679**	40,679	**5**	5
Treasury shares *(see Note 33)*	**(391)**	(240)	**(391)**	(240)
Cash flow hedge reserve	**(3,023)**	(217)	**159**	-
Exchange differences	**(15,055)**	(14,109)	**-**	-
	107,396	111,299	**43,259**	43,251
Retained earnings	**2,747,410**	2,377,938	**2,911,256**	2,687,212
	2,854,806	2,489,237	**2,954,515**	2,730,463

The movements in reserves have been disclosed in the Statements of Changes in Equity.

Under the single-tier tax system which came into effect from the year of assessment 2008, companies are not required to have tax credits under Section 108 of the Income Tax Act 1967 for dividend payment purposes. The single-tier dividend is not taxable in the hands of shareholders.

34. RESERVES (Cont'd)

Companies with Section 108 credits as at 31 December 2007 may continue to pay franked dividends until the Section 108 credits are exhausted or 31 December 2013 whichever is earlier, unless they opt to disregard the Section 108 credits to pay single-tier dividends under the special transitional provisions of the Finance Act 2007. As at 31 December 2011, the Company has sufficient Section 108 tax credits and tax exempt income to pay up to RM540.3 million *(2010 : RM612.9 million)* of the retained earnings of the Company as franked and exempt dividends.

35. TRADE AND OTHER PAYABLES

	Group		Company	
	2011	2010	**2011**	2010
Current:				
Trade payables	**70,324**	54,754	**5,622**	4,855
Accruals for property development expenditure	**40,206**	27,676	**-**	-
Deposits	**8,061**	21,703	**288**	297
Accrued expenses	**74,299**	63,742	**9,419**	8,276
Retention monies	**9,014**	10,808	**684**	410
	201,904	178,683	**16,013**	13,838
Non-current:				
Refundable performance bond for golf course membership	**360**	342	**-**	-
Accruals for plantation development expenditure	**39,096**	33,429	**-**	-
	39,456	33,771	**-**	-
	241,360	212,454	**16,013**	13,838
The maturity profile for non-current payables is as follows:				
More than one year and less than two years	**39,096**	33,429	**-**	-
More than five years	**360**	342	**-**	-
	39,456	33,771	**-**	-

The carrying amounts of the Group's and Company's current trade and other payables approximate their fair values.

Credit terms available to the Group range from 30 to 90 days *(2010 : 30 to 90 days)* from date of invoice.

36. PROVISION FOR RETIREMENT GRATUITIES

	Group		Company	
	2011	2010	**2011**	2010
Non-current:				
At 1 January	**3,661**	2,827	**1,747**	1,209
Charged to income statement:				
- current year	**1,884**	834	**1,314**	538
Payment	**(2,164)**	-	**(564)**	-
At 31 December	**3,381**	3,661	**2,497**	1,747

37. DERIVATIVE FINANCIAL INSTRUMENTS

	Group			
	2011		2010	
	Assets	**Liabilities**	Assets	Liabilities
Non-current:				
Interest Rate Capped Libor-In-Arrears Swap				
- cash flow hedge	**-**	**(3,516)**	1,223	(1,655)
Current:				
Interest Rate Capped Libor-In Arrears Swap				
- cash flow hedge	**-**	**(1,092)**	-	-
Forward foreign currency exchange contracts				
- cash flow hedge	**409**	**-**	-	-
	409	**(4,608)**	1,223	(1,655)

	Company			
	2011		2010	
	Assets	**Liabilities**	Assets	Liabilities
Current:				
Forward foreign currency exchange contracts				
- cash flow hedge	**159**	**-**	-	-

(a) Interest Rate Capped Libor-In-Arrears Swap ("IRCLIA")

During the financial year ended 31 December 2011, the Group has entered into two new Interest Rate Capped Libor-In-Arrears Swap ("IRCLIA") contracts to limit its exposure to fluctuation in interest rate movements if the interest rate moves beyond the cap at LIBOR of 2.35% per annum.

As at 31 December 2011, the summary of the outstanding IRCLIA contracts of the Group are as follows:

Notional Amount	**USD15 million**	**USD25 million**	**USD10 million**	**USD10 million**
Trade Date	March 2010	November 2010	March 2011	August 2011
Effective date	April 2011	November 2011	April 2011	November 2012
Maturity date	April 2015	November 2015	April 2015	November 2016

The total notional principal amount of the outstanding IRCLIA contracts at 31 December 2011 was approximately RM190.9 million *(2010 : RM125.8 million)*. As at 31 December 2011, the estimated fair value of these IRCLIA contracts was approximately RM4.6 million *(2010 : RM0.4 million)* unfavourable to the Group.

(b) Forward Foreign Currency Exchange Contracts

The Group entered into forward foreign currency exchange contracts to manage the Group's exposure to foreign exchange risks in relation to its operations in Indonesia.

The total notional principal amount of the outstanding forward foreign currency exchange contracts at 31 December 2011 was approximately RM29.4 million *(2010: NIL)*. As at 31 December 2011, the estimated fair value of these forward foreign currency exchange contracts was RM0.4 million *(2010:NIL)* favourable to the Group.

These IRCLIA and forward foreign currency exchange contracts are accounted using the hedge accounting method. The changes of fair value of these contracts included in hedging reserves in equity and are recognised in income statement when the underlying hedged items are recognised.

The fair values of the above instruments have been estimated using the published market prices or quotes from reputable financial institutions. The Group had no significant concentrations of credit risk as at 31 December 2011.

38. BORROWINGS

	Group 2011	Group 2010
Current		
Secured:		
Finance lease liabilities denominated in:		
US Dollar (**USDNIL** / 2010 : USD196,091)	**-**	617
Indonesia Rupiah (**IDR536,982,389** / 2010 : IDR83,826,748)	**188**	29
	188	646
Non-current		
Secured:		
Finance lease liabilities denominated in:		
Indonesia Rupiah (**IDR98,325,911** / 2010 : IDRNIL)	**34**	-
Term loan dominated in:		
US Dollar (**USD134,186,306** / 2010 : USD80,804,264)	**426,914**	254,129
	426,948	254,129
Total	**427,136**	254,775

a) Contractual terms of borrowings

	Contractual interest rate (per annum)	Total carrying amount	Maturity Profile < 1 year	1 - 2 years	2 - 5 years	> 5 years
Group						
At 31 December 2011						
Secured						
Finance lease liabilities	16.5%	**222**	**188**	**34**	**-**	**-**
Term loan	2.23% - 3.14%	**426,914**	**-**	**-**	**176,869**	**250,045**
		427,136	**188**	**34**	**176,869**	**250,045**
Group						
At 31 December 2010						
Secured						
Finance lease liabilities	8% - 15%	646	646	-	-	-
Term loan	2.09% - 3.79%	254,129	-	-	117,530	136,599
		254,775	646	-	117,530	136,599

Finance lease liabilities are secured by assets of certain subsidiaries and the term loans are secured over the plantation lands of subsidiaries in Indonesia.

The carrying amounts of the Group's borrowings approximate their fair values.

The minimum lease payments of the finance lease liabilities at the reporting date are as follows:

	Group 2011	Group 2010
Not more than one year	**211**	662
More than one year and not more than two years	**35**	-
	246	662
Future finance charges	**(24)**	(16)
Present value	**222**	646

38. BORROWINGS (Cont'd)

b) Undrawn committed borrowing facilities

	Group	
	2011	2010
Floating rate:		
- expiring more than two years and not more than five years	**244,765**	409,434

The facilities have been arranged to finance the expansion of the Group's plantation activities in Indonesia.

39. ON GOING LITIGATION

The Company and Genting Tanjung Bahagia Sdn Bhd ("GTBSB") were named as the Second and Third Defendants respectively ("the Defendants") in a legal suit filed in the High Court of Sabah and Sarawak at Kota Kinabalu ("High Court") under Suit No. K22-245-2002 ("the Suit") dated 11 October 2002. The Suit was instituted by certain natives ("the Plaintiffs") claiming Native Customary Rights over the agricultural land or part thereof held under title number CL095330724 measuring approximately 8,830 hectares situated at Sungai Tongod, District of Kinabatangan, Sandakan, Sabah which was acquired by GTBSB from Hap Seng Consolidated Berhad.

On 11 February 2003, the Defendants filed an application to strike out the Plaintiffs' Suit ("Application to Strike Out") and on 13 June 2003 the Application to Strike Out was dismissed with cost. The Defendants appealed against the said decision ("Appeal for Application to Strike Out").

During the High Court's hearing of the Suit for an interlocutory injunction on 5 July 2004, the Defendants had raised a preliminary objection that the High Court has no original jurisdiction to hear the Suit and that this Suit will lead to multiplicity of actions as the Plaintiffs had already made an application to the Assistant Collector of Land Revenue for similar claims. On 20 June 2008, the High Court upheld the preliminary objection with cost awarded to the Defendants ("PO Decision") and struck out the Plaintiffs' suit.

On 7 July 2008, the Plaintiffs filed a Notice of Appeal to the Court of Appeal against PO Decision. On 9 June 2011, the Court of Appeal upheld the PO Decision of the High Court and dismissed the Plaintiffs' appeal against the PO Decision ("Court of Appeal's Ruling").

The Plaintiffs had filed a motion for leave to appeal before the Federal Court against the Court of Appeal's Ruling ("Federal Court Appeal") and the Federal Court granted the Plaintiff leave for appeal on 25 July 2011. The Federal Court had on 24 November 2011 heard and allowed the Federal Court Appeal. The Federal Court further ordered that the matter be remitted to the High Court to hear the Appeal for the Application to Strike Out which was heard on 30 January 2012. The High Court has adjourned the matter to 13 March 2012 to deliver the decision.

The solicitors engaged by the Group maintained their opinion that the Plaintiffs' action is misconceived and unsustainable as the High Court has no original jurisdiction to hear this suit.

There have been no changes to the status of the aforesaid litigation as at the date of this report.

40. CAPITAL COMMITMENTS

	Group		Company	
	2011	2010	**2011**	2010
Authorised capital expenditure not provided for in the financial statements:				
- contracted	**178,829**	243,371	**2,004**	1,232
- not contracted	**1,117,219**	732,588	**16,002**	12,871
	1,296,048	975,959	**18,006**	14,103
Analysed as follows:				
(a) Group and Company				
- Property, plant and equipment	**651,216**	455,645	**18,006**	14,083
- Intellectual property development	**-**	5,000	**-**	-
- Investment properties	**13,828**	6,035	**-**	-
- Plantation development	**559,431**	390,092	**-**	20
- Leasehold land use rights	**59,733**	37,133	**-**	-
- Available-for-sale financial assets	**2,400**	-	**-**	-
- Investment in a jointly controlled entity	**5,753**	19,178	**-**	-
	1,292,361	913,083	**18,006**	14,103
(b) Share of capital commitment in jointly controlled entities				
- Property, plant and equipment	**74**	227	**-**	-
- Investment properties	**3,613**	62,649	**-**	-
	3,687	62,876	**-**	-
	1,296,048	975,959	**18,006**	14,103

41. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

A) Proposed JV between Ketapang Holdings Pte Ltd ("KHoldings"), an indirect wholly-owned subsidiary of the Company, Palma Citra Investama Pte Ltd ("Palma") and PT Sawit Mandira ("PTMandira") to develop 17,360 hectares (based on Izin Lokasi or Location Permit) into oil palm plantation ("Proposed JV")

KHoldings, Palma and PTMandira had on 22 December 2011 mutually agreed to extend the period for fulfilment of the obligations to obtain all requisite licenses, permits or approvals referred to in the Joint Venture Agreement dated 5 June 2009 for the Proposed JV ("JV Agreement") for a further period of 1 year commencing from 1 January 2012 and ending on 31 December 2012. Save as set out above, all other terms and conditions of the JV agreement remained unchanged. The JV Agreement is still conditional as at the date of this report.

B) Re-organisation of Group Structure

On 8 April 2011, the Company announced that Mediglove Sdn Bhd ("Mediglove"), a direct wholly-owned subsidiary of the Company has transferred its entire equity interests in GP Equities Pte Ltd ("GP Equities"), Sri Kenyalang Pte Ltd ("Kenyalang"), Ketapang Holdings Pte Ltd ("KHoldings"), Sri Nangatayap Pte Ltd ("Nangatayap"), Sandai Maju Pte Ltd ("Sandai"), Ketapang Agri Holdings Pte Ltd ("KAH") and Sanggau Holdings Pte Ltd ("SAH"), all of which are wholly-owned subsidiaries of Mediglove, to Palmindo Sdn Bhd *(formerly known as Plantation Latex (Malaya) Sdn Bhd)*, another direct wholly-owned subsidiary of the Company.

41. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (Cont'd)

B) Re-organisation of Group Structure (Cont'd)

The details of the Company's subsidiaries and the consideration for transfers, are as follows:

Subsidiaries	Date and country of incorporation	Issued and paid-up share capital	Consideration for the transfers
		SGD	SGD
GP Equities	2 June 2005, Singapore	2	2
Kenyalang	2 June 2005, Singapore	2	2
KHoldings	2 June 2005, Singapore	2	2
Nangatayap	2 June 2005, Singapore	2	2
Sandai	3 June 2005, Singapore	2	2
KAH	3 July 2008, Singapore	1	1
SAH	26 November 2009, Singapore	1	1

The transfers do not have any material impact on the net assets and earnings of the Group for the current financial year.

C) Acquisition and incorporation of subsidiaries during the financial year

(i) Acquisition by GP Overseas Limited ("GOL"), a wholly-owned subsidiary of the Company, of the entire equity interest of GBD Holdings Ltd ("GBDH")

On 18 May 2011, the Company announced that its wholly-owned subsidiary, GOL, had acquired the entire equity interest of GBDH comprising 700,000 ordinary shares of USD0.01 each and 31,034,432 preference shares of USD0.01 each in GBDH from Citadel Equity Fund Ltd and Merill Lynch International for a total cash consideration of USD13.3 million *(or approximately RM40 million)* for the Company to venture into downstream activities related to palm oil. GBDH was incorporated on 8 December 2009 under the laws of the Cayman Islands and arising therefrom, its wholly-owned subsidiaries, namely Global Bio-Diesel Sdn Bhd and GBD Ventures Sdn Bhd, have became indirect subsidiaries of the Company.

The financial effects of the acquisition are disclosed in Note (A)(i) to the statements of cash flows.

(ii) Proposed Joint Venture for oil palm cultivation of approximately 15,119 hectares in Kabupaten Ketapang, Provinsi Kalimantan Barat, Republic of Indonesia

On 5 June 2009, the Company announced that Sandai Maju Pte Ltd ("Sandai"), an indirect wholly-owned subsidiary of the Company, had on 5 June 2009 entered onto a joint venture agreement with Borneo Palma Mulia Pte Ltd ("BPalma") and PT Mulia Agro Investama "("PT Mulia") to develop approximately 15,119 hectares of agricultural land (based on Izin Lokasi or Location Permit) into oil palm plantation in Kabupaten Ketapang, Provinsi Kalimantan Barat, Republic of Indonesia. PT Citra Sawit Cemerlang ("PTCSC"), the Joint Venture Company, had on 22 December 2011 received the acknowledgement of the Minister of Law and Human Rights effective from 20 December 2011 for the subscription by Sandai of 700 ordinary shares of Rp1,000,000 each in PTCSC representing 70% of PTCSC's enlarged issued and paid-up share capital for a cash consideration of Rp700,000,000 *(or approximately RM245,270)*. Accordingly, the subscription of shares was completed on 20 December 2011 resulting in PTCSC becoming an indirect subsidiary of the Company.

This acquisition does not has any material effect on the Group's results for the current financial year.

(iii) Incorporation of a subsidiary

On 26 May 2011, the Group had via Genting Biotech Sdn Bhd, a wholly-owned subsidiary of the Company, incorporated ACGT Global Pte Ltd as its new wholly-owned subsidiary in Singapore with an issued and paid-up capital of SGD1/- comprising 1 ordinary share for the purpose of genomics research and development.

The incorporation of the aforesaid subsidiary does not have any material effect on the Group's results for the current financial year.

42. SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES

In the normal course of business, the Group and the Company undertake on agreed terms and prices, transactions with its related companies and other related parties.

In addition to related party transactions mentioned elsewhere in the financial statements, set out below are other significant related party transactions and balances. The related party transactions listed below were carried out on terms and conditions negotiated and agreed between the parties:

	Group		Company	
	2011	2010	**2011**	2010
a) Transactions with immediate and ultimate holding company				
Provision of shared services in relation to secretarial, tax, treasury and other services by Genting Berhad, the Company's immediate and ultimate holding company.	**1,519**	1,710	**856**	1,002
b) Transactions with subsidiaries				
i) Fees receivable from subsidiaries for the provision of management services.	**-**	-	**21,490**	16,546
ii) Dividend income from subsidiaries.	**-**	-	**206,334**	148,740
iii) Sales of fresh fruits bunches to a subsidiary.	**-**	-	**157,261**	119,039
c) Transaction with associate and jointly controlled entity				
i) Provision of management services to AsianIndo Holdings Pte Ltd, a 77% owned subsidiary of the Company, by GaiaAgri Services Limited, an associate of the Company.	**2,123**	1,882	**-**	-
ii) Sale of land to Genting Simon Sdn Bhd, a jointly controlled entity of the Group, by Genting Property Sdn Bhd, a wholly-owned subsidiary of the Company.	**38,356**	-	**-**	-
d) Transaction with other related parties				
i) Provision of information technology and system implementation services and rental of equipment by eGenting Sdn Bhd and Genting Information Knowledge Enterprise Sdn Bhd, all of which are indirect subsidiaries of Genting Berhad, the Company's immediate and ultimate holding company.	**2,739**	2,105	**1,546**	1,314
ii) Letting of office space and provision of related services by Oakwood Sdn Bhd, a wholly-owned subsidiary of Genting Malaysia Berhad, a Company which is 49.4% owned by Genting Berhad, the Company's immediate and ultimate holding company.	**1,971**	1,365	**1,657**	1,100
iii) Purchase of air-tickets, hotel accommodation and other related services from Genting Malaysia Berhad, a company which is 49.4% owned by Genting Berhad, the Company's immediate and ultimate holding company.	**666**	142	**666**	142

42. SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Cont'd)

	Group		Company	
	2011	2010	**2011**	2010
d) Transaction with other related parties (Cont'd)				
iv) Subscription of 209,447 shares of Series A Preferred stock in Agradis, Inc., a related company to Synthetic Genomics Inc. ("SGI"), where Tan Sri Lim Kok Thay is a beneficiary of a trust which has 11.8% equity interest in SGI, for USD1.26 million *(approximately RM3.8 million)* over four tranches, of which the first tranche of 83,778 shares has been subscribed during the financial year.	**1,615**	-	**-**	-
v) Subscription of 1,000,000 Series C Convertible Preferred stock in SGI, where Tan Sri Lim Kok Thay is a beneficiary of a trust which has 11.8% equity interest in SGI.	**-**	32,810	**-**	-
vi) Subscription by Green Resources, LLC ("GRL"), a wholly-owned subsidiary of SGI of 15,043,478 new ordinary shares of RM1.00 each in ACGT Sdn Bhd ("ACGT"), representing 8% of the enlarged issued and paid-up share capital of ACGT, in exchange for GRL's 50% shareholding in ACGT Intellectual Limited *(formerly known as SGSI-Asiatic Limited)*, where Tan Sri Lim Kok Thay is a beneficiary of a trust which has 11.8% equity interest in SGI.	**-**	25,574	**-**	-
e) Directors and key management personnel				
The remuneration of Directors and other key management personnel is as follows:				
Fees, salaries and bonuses	**6,036**	4,637	**3,723**	2,388
Defined contribution plans	**698**	575	**411**	276
Provision for retirement gratuities	**669**	449	**555**	256
Other short term employee benefits	**-**	116	**5**	11
Estimated money value of benefits-in-kind (not charged to the income statements)	**137**	143	**58**	86
	7,558	5,920	**4,752**	3,017

f) The significant outstanding balances with subsidiaries, a jointly controlled entity, associates and other related parties are shown in Note 21, Note 22, Note 23 and Note 30 respectively.

43. SUBSIDIARIES, JOINTLY CONTROLLED ENTITIES AND ASSOCIATES

	Effective Percentage of Ownership 2011	2010	Country of Incorporation	Principal Activities
Direct Subsidiaries				
Asiaticom Sdn Bhd	**100**	100	Malaysia	Plantation
Genting Plantations (WM) Sdn Bhd	**100**	100	Malaysia	Plantation
Genting SDC Sdn Bhd	**100**	100	Malaysia	Plantation
Genting Tanjung Bahagia Sdn Bhd	**100**	100	Malaysia	Plantation
Landworthy Sdn Bhd	**84**	84	Malaysia	Plantation
Genting Oil Mill Sdn Bhd	**100**	100	Malaysia	Fresh fruit bunches processing
Genting Property Sdn Bhd	**100**	100	Malaysia	Property development
Genting Land Sdn Bhd	**100**	100	Malaysia	Property investment
Technimode Enterprises Sdn Bhd	**100**	100	Malaysia	Property investment
Azzon Limited	**100**	100	Isle of Man	Investment holding
Genting Bioscience Limited	**100**	100	Isle of Man	Investment holding
Genting Biotech Sdn Bhd	**100**	100	Malaysia	Investment holding
Mediglove Sdn Bhd	**100**	100	Malaysia	Investment holding
Orbit Crescent Sdn Bhd	**100**	100	Malaysia	Investment holding
Palmindo Sdn Bhd *(formerly known as Plantation Latex (Malaya) Sdn Bhd)*	**100**	100	Malaysia	Investment holding
GP Overseas Limited	**100**	100	Isle of Man	Investment holding
ACGT Sdn Bhd	**92**	92	Malaysia	Genomics research and development
Genting Green Tech Sdn Bhd	**100**	100	Malaysia	Research and development and production of superior oil palm planting materials
GProperty Construction Sdn Bhd	**100**	100	Malaysia	Provision of project management services
Cosmo-Jupiter Berhad	**100**	100	Malaysia	Dormant
Genting Commodities Trading Sdn Bhd	**100**	100	Malaysia	Dormant
Genting Vegetable Oils Refinery Sdn Bhd	**100**	100	Malaysia	Dormant
Larisan Prima Sdn Bhd	**100**	100	Malaysia	Dormant
Amalgamated Rubber (Penang) Sdn Bhd	**100**	100	Malaysia	Dormant
AR Property Development Sdn Bhd	**100**	100	Malaysia	Dormant
Glugor Development Sdn Bhd	**100**	100	Malaysia	Dormant
GP (Sarawak) Palm Oil Mill Management Sdn Bhd	**100**	100	Malaysia	Dormant

µ

43. SUBSIDIARIES, JOINTLY CONTROLLED ENTITIES AND ASSOCIATES (Cont'd)

		Effective Percentage of Ownership 2011	2010	Country of Incorporation	Principal Activities
	Direct Subsidiaries (Cont'd)				
	Kenyalang Borneo Sdn Bhd	**100**	100	Malaysia	Dormant
	Kinavest Sdn Bhd	**100**	100	Malaysia	Dormant
	Indirect Subsidiaries				
	Setiamas Sdn Bhd	**100**	100	Malaysia	Plantation and property development
*	PT Citra Sawit Cemerlang	**70**	-	Indonesia	Plantation
µ	PT Dwie Warna Karya	**73**	73	Indonesia	Plantation
µ	PT Kapuas Maju Jaya	**73**	73	Indonesia	Plantation
µ	PT Sawit Mitra Abadi	**70**	70	Indonesia	Plantation
µ	PT Sepanjang Intisurya Mulia	**70**	70	Indonesia	Plantation
µ	PT Surya Agro Palma	**70**	70	Indonesia	Plantation
µ	PT Susantri Permai	**73**	73	Indonesia	Plantation
	Sawit Sukau Usahasama Sdn Bhd	**56**	56	Malaysia	Plantation
	Wawasan Land Progress Sdn Bhd	**100**	100	Malaysia	Plantation
	Genting Awanpura Sdn Bhd	**100**	100	Malaysia	Provision of technical and management services
µ	PT Genting Plantations Nusantara	**100**	100	Indonesia	Provision of management services
	Genting Indahpura Development Sdn Bhd	**100**	100	Malaysia	Property development
	Genting Permaipura Golf Course Berhad	**100**	100	Malaysia	Golf course operation
*	Global Bio-Diesel Sdn Bhd	**100**	-	Malaysia	Manufacturing and sale of multi-feedstock biodiesel and pharmaceutical glycerin
µ	Asian Palm Oil Pte Ltd	**77**	77	Singapore	Investment holding
µ	AsianIndo Holdings Pte Ltd	**77**	77	Singapore	Investment holding
µ	AsianIndo Palm Oil Pte Ltd	**77**	77	Singapore	Investment holding
	Degan Limited	**92**	92	Isle of Man	Investment holding
*	GBD Holdings Ltd	**100**	-	Cayman Islands	Investment holding
µ	Kara Palm Oil Pte Ltd	**77**	77	Singapore	Investment holding
µ	Ketapang Agri Holdings Pte Ltd	**100**	100	Singapore	Investment holding
µ	Sanggau Holdings Pte Ltd	**100**	100	Singapore	Investment holding
µ	Sri Nangatayap Pte Ltd	**100**	100	Singapore	Investment holding
	Trushidup Plantations Sdn Bhd	**100**	100	Malaysia	Investment holding
	ACGT Intellectual Limited *(formerly known as SGSI-Asiatic Limited)*	**92**	92	British Virgin Islands	Genomics research and development

43. SUBSIDIARIES, JOINTLY CONTROLLED ENTITIES AND ASSOCIATES (Cont'd)

		Effective Percentage of Ownership 2011	2010	Country of Incorporation	Principal Activities
	Indirect Subsidiaries (Cont'd)				
	Cengkeh Emas Sdn Bhd	**100**	100	Malaysia	Dormant
	Dianti Plantations Sdn Bhd	**100**	100	Malaysia	Dormant
*	GBD Ventures Sdn Bhd	**100**	-	Malaysia	Dormant
	Kituva Plantations Sdn Bhd	**100**	100	Malaysia	Dormant
*	ACGT Global Pte Ltd	**100**	-	Singapore	Pre-operating
	ACGT Singapore Pte Ltd	**100**	100	Singapore	Pre-operating
	GGT Singapore Pte Ltd	**100**	100	Singapore	Pre-operating
	GP Equities Pte Ltd	**100**	100	Singapore	Pre-operating
	Ketapang Holdings Pte Ltd	**100**	100	Singapore	Pre-operating
	Sandai Maju Pte Ltd	**100**	100	Singapore	Pre-operating
	Sri Kenyalang Pte Ltd	**100**	100	Singapore	Pre-operating
µ	Full East Enterprise Limited	**100**	100	Hong Kong	Pre-operating
	Jointly-controlled entities				
	Genting Simon Sdn Bhd	**50**	50	Malaysia	Development, ownership and management of outlet shopping centres
	Simon Genting Limited	**50**	50	Isle of Man	Investment holding
	Associates				
	Serian Palm Oil Mill Sdn Bhd	**40**	40	Malaysia	Fresh fruit bunches processing
@	Sri Gading Land Sdn Bhd	**49**	49	Malaysia	Property development
	Setiacahaya Sdn Bhd	**50**	50	Malaysia	Property investment
µ	GaiaAgri Services Ltd	**30**	30	Mauritius	Provision of management services
	Asiatic Ceramics Sdn Bhd *(In Liquidation)*	**49**	49	Malaysia	In Liquidation *(Receiver Appointed)*

** Subsidiaries acquired/incorporated during the financial year (see Note 41 (C)).*

@ The financial statements of these companies are audited by firms other than member firms of PricewaterhouseCoopers International Limited.

µ These entities are audited by member firms of PricewaterhouseCoopers International Limited, which are separate and independent legal entities from PricewaterhouseCoopers Malaysia.

44. REALISED AND UNREALISED PROFITS/LOSSES

The breakdown of the retained profits of the Group and of the Company as at 31 December 2011 and 2010, into realised and unrealised profits, pursuant to a directive issued by Bursa Securities on 25 March 2010 and 20 December 2010 is as follows:

	Group		Company	
	2011	2010	**2011**	2010
	RM'000	RM'000	**RM'000**	RM'000
Total retained profits of Genting Plantations Berhad and its subsidiaries:				
- Realised	**4,244,851**	3,857,940	**2,915,397**	2,690,310
- Unrealised	**(26,946)**	(33,117)	**(4,141)**	(3,098)
	4,217,905	3,824,823	**2,911,256**	2,687,212
Total share of retained profits/(accumulated losses) from associated companies:				
- Realised	**17,687**	16,966	**-**	-
- Unrealised	**(965)**	(1,488)	**-**	-
Total share of retained profits/(accumulated losses) from jointly controlled entities:				
- Realised	**848**	(251)	**-**	-
- Unrealised	**-**	-	**-**	-
	4,235,475	(3,840,050)	**2,911,256**	2,687,212
Less: Consolidation adjustments	**(1,488,065)**	(1,462,112)	**-**	-
Total retained profits as reported	**2,747,410**	2,377,938	**2,911,256**	2,687,212

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

The disclosure of realised and unrealised profits above is solely for the purposes of complying with the disclosure requirements stipulated in the directive of Bursa Securities and should not be applied for any other purposes.

STATEMENT ON DIRECTORS' RESPONSIBILITY

PURSUANT TO PARAGRAPH 15.26(a) OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

As required under the Companies Act, 1965 ("Act"), the Directors of Genting Plantations Berhad have made a statement expressing an opinion on the financial statements. The Board is of the opinion that the financial statements have been drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2011 and of the results and cash flows of the Group and of the Company for the financial year ended on that date in accordance with MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities.

In the process of preparing these financial statements, the Directors have reviewed the accounting policies and practices to ensure that they were consistently applied throughout the financial year. In cases where judgments and estimates were made, they were based on reasonableness and prudence.

Additionally, the Directors have relied on the system of internal control to ensure that the information generated for the preparation of the financial statements from the underlying accounting records is accurate and reliable.

This statement is made in accordance with a resolution of the Board dated 27 February 2012.

STATUTORY DECLARATION

PURSUANT TO SECTION 169(16) OF THE COMPANIES ACT, 1965

I, **TAN WEE KOK**, the Officer primarily responsible for the financial management of **GENTING PLANTATIONS BERHAD**, do solemnly and sincerely declare that the financial statements set out on pages 51 to 121, 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 abovenamed	)	
TAN WEE KOK, at KUALA LUMPUR on	)	
27 February 2012.	)	TAN WEE KOK

Before me,

TAN SEOK KETT
Commissioner for Oaths
Kuala Lumpur

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GENTING PLANTATIONS BERHAD

(COMPANY NO. 34993-X)
(Incorporated in Malaysia)

REPORT ON THE FINANCIAL STATEMENTS

We have audited the financial statements of Genting Plantations Berhad on pages 51 to 120, which comprise the statements of financial position as at 31 December 2011 of the Group and of the Company, and the statements of income, comprehensive income, changes in equity and cash flows of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory notes, as set out in Notes 1 to 43.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with the Companies Act, 1965 and MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities, and for such internal control as the Directors determine are 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 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 judgment, 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 the 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 have been properly drawn up in accordance with the Companies Act, 1965 and MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December 2011 and of their financial performance and cash flows for the financial year then ended.

PricewaterhouseCoopers *(AF 1146), Chartered Accountants,*
Level 10, 1 Sentral, Jalan Travers, Kuala Lumpur Sentral, P.O. Box 10192, 50706 Kuala Lumpur, Malaysia
T: +60 (3) 2173 1188, F: +60 (3) 2173 1288, www.pwc.com/my

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GENTING PLANTATIONS BERHAD (CONT'D)
(COMPANY NO. 34993-X)

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 of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.

(b) We have considered the financial statements and the auditors' reports of all the subsidiaries of which we have not acted as auditors, which are indicated in Note 43 to the financial statements.

(c) We are satisfied that the financial statements 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.

(d) The audit reports on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

OTHER REPORTING RESPONSIBILITIES

The supplementary information set out in Note 44 on page 121 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad and is not part of the financial statements. The Directors are responsible for the preparation of the supplementary information in accordance with Guidance on 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, as issued by the Malaysia Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of 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.

PRICEWATERHOUSECOOPERS
(No. AF: 1146)
Chartered Accountants

LEE TUCK HENG
(No. 2092/09/12 (J))
Chartered Accountant

Kuala Lumpur
27 February 2012

FIVE-YEAR SUMMARY

FINANCIAL Amount in RM'000 unless otherwise stated	2011	2010	2009	2008	2007
Revenue	1,336,481	988,583	755,567	1,036,003	906,415
EBITDA	612,447	442,596	312,542	482,404	459,146
Profit before taxation	601,342	439,739	301,934	482,886	451,158
Taxation	(158,664)	(115,532)	(63,964)	(105,659)	(103,102)
Profit for the financial year	442,678	324,207	237,970	377,227	348,056
Attributable to:-					
Equity holders of the Company	442,031	324,210	235,661	373,252	344,064
Non-controlling interests	647	(3)	2,309	3,975	3,992
	442,678	324,207	237,970	377,227	348,056
Share capital	379,423	379,423	378,973	378,377	377,569
Retained earnings	2,747,410	2,377,938	2,105,013	1,919,058	1,633,959
Other reserves	107,396	111,299	64,069	49,147	52,781
Equity attributable to equity holders of the Company	3,234,229	2,868,660	2,548,055	2,346,582	2,064,309
Non-controlling interests	117,635	110,936	67,110	32,551	11,549
Total equity	3,351,864	2,979,596	2,615,165	2,379,133	2,075,858
Borrowings	426,948	254,129	66,102	1,225	-
Other payables	39,456	33,771	16,186	15,592	15,592
Provision for retirement gratuities	3,381	3,661	2,827	2,643	2,331
Derivative financial liability	3,516	1,655	-	-	-
Deferred tax liabilities	49,745	47,640	33,959	36,972	40,613
	3,874,910	3,320,452	2,734,239	2,435,565	2,134,394
Property, plant and equipment	881,590	771,558	718,078	658,507	610,343
Land held for property development	278,786	313,291	324,433	317,334	232,765
Investment properties	12,997	13,569	13,924	14,262	14,348
Plantation Development	1,007,644	843,631	650,375	518,312	469,510
Leasehold land use rights	158,015	126,645	96,106	46,693	19,322
Intangible assets	186,824	186,602	117,183	81,118	16,955
Jointly controlled entities	21,688	12,249	1,909	1,940	1,901
Associates	18,855	17,610	15,375	12,547	11,291
Available-for-sale financial assets	102,778	99,995	31,794	32,118	32,718
Derivative financial assets	-	1,223	-	-	-
Other non-current assets	12,604	14,574	-	-	-
Deferred tax assets	17,216	12,188	9,258	7,856	6,871
	2,698,997	2,413,135	1,978,435	1,690,687	1,416,024
Net current assets	1,175,913	907,317	755,804	744,878	718,370
	3,874,910	3,320,452	2,734,239	2,435,565	2,134,394
Basic earnings per share (sen)	58.25	42.76	31.12	49.35	45.72
Net dividend per share (sen)	12.2	9.4	6.8	7.5	10.3
Dividend cover (times)	4.8	4.6	4.6	6.6	4.4
Current ratio	6.1	5.5	6.7	6.9	5.9
Net assets per share (RM)	4.26	3.78	3.36	3.10	2.73
Return (after tax and non-controlling interests) on average shareholdings' equity (%)	14.5	12.0	9.6	16.9	18.0
Market share price					
- highest (RM)	9.09	8.95	6.35	9.10	8.65
- lowest (RM)	6.55	6.02	3.80	2.70	4.42

Certain figures relating to the previous years have been reclassified/adjusted to conform with the current year's presentation, mainly due to adoption of new/revised FRSs.

FIVE-YEAR SUMMARY (CONT'D)

OPERATIONS

	2011			2010			2009	2008	2007
	Malaysia	Indonesia	Total	Malaysia	Indonesia	Total	Malaysia	Malaysia	Malaysia
OIL PALM									
FFB Production (T)	1,347,623	24,087*	1,371,710	1,196,894	1,151	1,198,045	1,158,454	1,233,048	1,208,140
Yield Per Mature Hectare (T)	24.2	7.1	23.2	21.4	2.6	21.2	21.0	22.6	22.4
Average Selling Prices									
Crude Palm Oil (RM/T)	3,240	-	3,240	2,738	-	2,738	2,236	2,822	2,500
Palm Kernel (RM/T)	2,235	-	2,235	1,754	-	1,754	1,063	1,595	1,445

** excluding Plasma*

LAND AREAS

HECTARES	2011			2010			2009		
	Malaysia	Indonesia	Total	Malaysia	Indonesia	Total	Malaysia	Indonesia	Total
Oil Palm									
Mature	55,717	5,491	61,208	55,976	1,018	56,994	55,608	-	55,608
Immature	3,859	27,618	31,477	3,686	27,583	31,269	4,399	16,857	21,256
	59,576	33,109	92,685	59,662	28,601	88,263	60,007	16,857	76,864
Oil Palm (Plasma)									
Mature	-	803	803	-	-	-	-	-	-
Immature	-	9	9	-	812	812	-	812	812
	-	812	812	-	812	812	-	812	812
TOTAL PLANTED AREA	59,576	33,921	93,497	59,662	29,413	89,075	60,007	17,669	77,676
Unplanted Area	848	66,111	66,959	1,227	55,572	56,799	1,085	49,859	50,944
Buildings, Infrastructure, etc.	4,882	222	5,104	4,426	150	4,576	4,379	107	4,486
Property Development	341	-	341	377	-	377	367	-	367
	6,071	66,333	72,404	6,030	55,722	61,752	5,831	49,966	55,797
TOTAL LAND AREA	65,647	100,254	165,901	65,692	85,135	150,827	65,838	67,635	133,473

HECTARES	2008			2007		
	Malaysia	Indonesia	Total	Malaysia	Indonesia	Total
Oil Palm						
Mature	54,379	-	54,379	54,104	-	54,104
Immature	5,322	6,455	11,777	5,594	1,716	7,310
	59,701	6,455	66,156	59,698	1,716	61,414
Oil Palm (Plasma)						
Mature	-	-	-	-	-	-
Immature	-	-	-	-	-	-
	-	-	-	-	-	-
TOTAL PLANTED AREA	59,701	6,455	66,156	59,698	1,716	61,414
Unplanted Area	1,787	52,588	54,375	2,573	12,440	15,013
Buildings, Infrastructure, etc.	3,994	218	4,212	3,234	105	3,339
Property Development	366	-	366	426	-	426
	6,147	52,806	58,953	6,233	12,545	18,778
TOTAL LAND AREA	65,848	59,261	125,109	65,931	14,261	80,192

LIST OF GROUP PROPERTIES
AS AT 31 DECEMBER 2011

Location	Tenure	Year Of Expiry	Hectares		Description	Age Of Buildings (years)	Year Of Acquisition/ Revaluation*	Net Book Value As At 31 Dec 2011 (RM'OOO)
			Plantation	Property Development				
PENINSULAR MALAYSIA								
A. NORTH								
1. Genting Bukit Sembilan Estate, Baling/Sg. Petani/Jitra, Kedah	Freehold		1,314	145		16	1981*	55,347
2. Genting Selama Estate, Serdang & Kulim, Kedah/Selama, Perak	Freehold		1,830				1981*	25,244
B. CENTRAL								
3. Genting Sepang Estate, Sepang & Ulu Langat, Selangor	Freehold		666				1981*	15,176
4. Genting Tebong Estate, Jasin & Alor Gajah, Melaka/Tampin & Kuala Pilah, Negeri Sembilan	Freehold		2,292				1981*	30,273
5. Genting Cheng Estate, Melaka Tengah, Alor Gajah & Kuala Linggi, Melaka	Freehold		793	1			1981*	20,206
6. Genting Tanah Merah Estate, Tangkak, Johor	Freehold		1,801				1981*	26,622
C. SOUTH								
7. Genting Sri Gading Estate, Batu Pahat, Johor	Freehold		3,583	44			1983	97,162
8. Genting Sungei Rayat Estate, Batu Pahat, Johor	Freehold		1,707				1983	30,204
9. Genting Sing Mah Estate, Air Hitam, Johor	Freehold		669			31	1983	14,136
10. Genting Kulai Besar Estate, Kulai/ Simpang Renggam, Johor	Freehold		2,599	60			1983	307,705
11. Genting Setiamas Estate, Kulai & Batu Pahat, Johor	Freehold		123	91			1996	62,148
SABAH								
12. Genting Sabapalm Estate, Labuk Valley, Sandakan	Leasehold	2085,2887	4,360			41	1991	48,261
13. Genting Tanjung Estate, Kinabatangan	Leasehold	2086, 2096	4,345			17	1988, 2001	46,115
14. Genting Bahagia Estate, Kinabatangan	Leasehold	2085, 2086	4,548				1988, 2003	51,859
15. Genting Tenegang Estate, Kinabatangan	Leasehold	2088	3,653				1990	36,619
16. Genting Landworthy Estate, Kinabatangan	Leasehold	2083	4,039				1992	40,231
17. Genting Layang Estate, Kinabatangan	Leasehold	2090	2,077				1993	21,411
18. Genting Jambongan Estate, Beluran	Leasehold	2033 - 2100	3,711				2001 - 2004	78,973
19. Genting Indah, Genting Permai & Genting Kencana Estates, Kinabatangan	Leasehold	2096	8,830			3	2001	167,435
20. Genting Mewah Estate, Kinabatangan	Leasehold	2083 - 2890	5,611			15	2002	119,961
21. Genting Sekong & Genting Suan Lamba Estates, Kinabatangan	Leasehold	2022 - 2098	6,755			15	2004	194,431
INDONESIA								
22. Ketapang, Kalimantan Barat	Leasehold	2037, 2044 *Note*	37,754				2006, 2009, 2011	259,510
23. Sanggau, Kalimantan Barat	Leasehold	*Note*	17,500				2010	40,553
24. Kapuas, Kalimantan Tengah	Leasehold	*Note*	45,000				2008	457,627
OTHER PROPERTIES OWNED								
25. Bangi Factory, Selangor	Leasehold	2086	12,140 (sq.m)			30	1990	2,325
26. Wisma Genting Plantations, Sandakan, Sabah	Leasehold	2100	2,023 (sq.m)			9	2004	2,813
27. Residential Bungalows, Sandakan, Sabah	Leasehold	2887	1,206 (sq.m)			27	1991	143
28. Genting Vegetable Oils Refinery, Sandakan,Sabah	Leasehold	2080	8				1992	2,049
29. Bio-diesel plant, Lahad Datu, Sabah	Leasehold	2104	13.54			4	2011	29,337

Plantation
Property Development
Permaipura Golf & Country Club
Johor Premium Outlets (JPO)
Mill
Office
Vacant Land
Note: Yet to be determined
Residential Bungalow
Factory
The Gasoline Tree™ Experimental Research Station, *Jatropha Division*
Genting Indahpura Car City
Genting Indahpura Sports City
Seed Garden

GROUP OFFICES AND OPERATING UNITS

PLANTATION DIVISION

West Malaysia

Genting Bukit Sembilan Estate
Kuala Ketil
09300 Kedah
Tel/Fax : +604 4163214

Genting Selama Estate
Serdang
09800 Kedah
Tel/Fax : +604 4077245

Genting Sepang Estate
Nilai
71809 Negeri Sembilan
Tel : +603 87061240
Fax : +603 87065602

Genting Tebong Estate
Tebong P.O.
76460 Melaka
Tel : +606 4486226
Fax : +606 4486750

Genting Cheng Estate
Alor Gajah
78000 Melaka
Tel : +606 5561216
Fax : +606 5563286

Genting Tanah Merah Estate
P.O. Box 68
84907 Tangkak
Johor Darul Takzim
Tel : +606 9781310
Fax : +606 9789810

Genting Sri Gading Estate
P.O. Box 510
Batu Pahat
83009 Johor
Tel : +607 4558634
Fax : +607 4559629

Genting Sungei Rayat Estate
Batu Pahat
83009 Johor
Tel : +607 4558237
Fax : +607 4557931

Genting Kulai Besar Estate
Batu 19, Kulai Besar
81000 Kulai
Johor Darul Takzim
Tel : +607 6840386
Fax : +607 6841184

Genting Ayer Item Oil Mill
Batu 54 Jalan Johor
Air Hitam
86100 Johor
Tel : +607 7632711
Fax : +607 7631998

Sabah

Genting Plantations Office, Sabah
Wisma Genting Plantations
KM 12, Labuk Road
90000 Sandakan, Sabah
Tel : +6089 672787 / 672767
Fax : +6089 673976

Genting Sabapalm Estate
Tel : +6089 514794
Fax : +6089 514780

Genting Tenegang Estate
Tel/Fax : +6089 567031

Genting Bahagia Estate
Tel/Fax : +6089 577157

Genting Tanjung Estate
Tel/Fax : +6089 568087

Genting Landworthy Estate
Tel : +6089 845152

Genting Layang Estate
Tel/Fax : +6089 845102

Genting Jambongan Estate
Tel/Fax : +6089 234300

Genting Indah Estate
Tel : +6019 8928626

Genting Permai Estate
Tel : +6087 307100
Fax : +6087 307101

Genting Kencana Estate
Tel : +6087 307116

Genting Mewah Estate
Tel : +6089 565914
Fax : +6089 565286

Genting Sekong Estate
Tel/Fax : +6089 565460

Genting Suan Lamba Estate
Tel : +6089 622291
Fax : +6089 623233

Genting Sabapalm Oil Mill
Tel/Fax : +6089 265317

Genting Tanjung Oil Mill
Tel : +6089 567288
Fax : +6089 567091

Genting Mewah Oil Mill
Tel : +6089 565470
Fax : +6089 563068

Genting Trushidup Oil Mill
Tel/Fax : +6089 677230

Genting Indah Oil Mill
Tel : +6087 307112
Fax : +6087 307115

Sarawak

Serian Palm Oil Mill
4 Km Kedup/Mongkos Link Road
Off 13 Km Poaon Limau/Mentung Marau Road
Off 20 Km Serian/Sri Aman Road
P.O.Box 150, 94700 Serian, Sarawak
Tel/Fax : +6082 895264

Indonesia

PT Genting Plantations Nusantara
Head Office
10th Floor, Gedung Artha Graha
Jl Jenderal Sudirman Kav.52-53
Jakarta 12190, Indonesia
Tel : +6221 5151938
Fax : +6221 5151917

Ketapang Office
Jalan D.I. Panjaitan
No. 63E Ketapang Kota
Kalimantan Barat 78851
Tel : +62534 3036856
Fax : +62534 3036319

SIS Mulia 1 & 2 Estates
Tel : +62812 5657515
Fax : +62812 5628555

SIS Mulia 3 & 4 Estates
Tel : +62815 22800280

PT Sawit Mitra Abadi
Tel : +62812 5627283

Kapuas Office
Jalan Kerinci
No. 56 Bukit Hindu
Kota Palangka Raya
Kalimantan Tengah
Tel : +62536 3242207
Fax : +62536 3221499

PROPERTY DIVISION

Head Office
Genting Property Sdn Bhd
3rd Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : +603 21782255/23332255
Fax : +603 21641218

Johor Premium Outlets
Jalan Premium Outlets
Indahpura
81000 Kulaijaya, Johor

Genting Indahpura Sales Office
1213-1215, Jalan Kasturi 36/45
Indahpura
81000 Kulaijaya, Johor
Tel : +607 6624652
Fax : +607 6624655

Genting Pura Kencana Sri Gading Sales Office
Batu 8, Jalan Kluang
83300 Sri Gading
Batu Pahat, Johor
Tel : +607 4558181
Fax : +607 4557171

Genting Cheng Perdana Sales Office
No. 32 Jalan Cheng Perdana 1/6
Desa Cheng Perdana 1
Cheng, 75250 Melaka
Tel : +606 3123548
Fax : +606 3123590

Genting Permaipura Sales Office
Genting Permaipura Golf Course Berhad
Jalan Permaipura 5
08100 Bedong, Kedah
Tel : +604 4594000
Fax : +604 4594500

BIOTECHNOLOGY DIVISION
ACGT Sdn Bhd

Head Office
25th Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : +603 23332288
Fax : +603 21613621

ACGT Laboratories
L3-I-1 Enterprise 4, Technology Park Malaysia
Lebuhraya Puchong-Sg Besi, Bukit Jalil
57000 Kuala Lumpur, Malaysia
Tel : +603 89969888
Fax : +603 89963388

The Gasoline Tree™ Experimental and Research Station,
Jatropha Division
Jalan Salak-KLIA
(Kuala Lumpur International Airport)
Cincang 43900 Sepang
Selangor, Malaysia
Tel : +6019 2868856

ANALYSIS OF SHAREHOLDINGS

Class of Shares : Ordinary shares of 50 sen each
Voting Rights
- **On a show of hands : 1 vote**
- **On a poll : 1 vote for each share held**

As At 26 April 2012

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares*	% of Shares
Less than 100	278	3.104	1,876	0.000
100 - 1,000	3,579	39.967	3,131,636	0.413
1,001 - 10,000	4,113	45.930	15,827,273	2.086
10,001 - 100,000	734	8.197	23,884,677	3.148
100,001 to less than 5% of issued shares	245	2.736	209,964,438	27.671
5% and above of issued shares	6	0.067	505,967,100	66.682
Total	**8,955**	**100.000**	**758,777,000**	**100.000**

Note:
* Excluding 70,000 shares bought back and retained by the Company as treasury shares

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS AS PER RECORD OF DEPOSITORS AS AT 26 APRIL 2012
(Without aggregating the securities from different securities accounts belonging to the same depositor)

	Name	No. of Shares	% of Shares
1.	Citigroup Nominees (Tempatan) Sdn Bhd *Employees Provident Fund Board*	100,796,100	13.284
2.	Genting Berhad	85,171,000	11.225
3.	Genting Berhad	80,000,000	10.543
4.	Genting Berhad	80,000,000	10.543
5.	Genting Berhad	80,000,000	10.543
6.	Genting Berhad	80,000,000	10.543
7.	Kumpulan Wang Persaraan (Diperbadankan)	23,160,000	3.052
8.	AmanahRaya Trustees Berhad *Amanah Saham Wawasan 2020*	14,512,100	1.913
9.	Cartaban Nominees (Asing) Sdn Bhd *Exempt AN for State Street Bank & Trust Company (WEST CLT OD67)*	8,187,900	1.079
10.	Pertubuhan Keselamatan Sosial	8,184,600	1.079
11.	Citigroup Nominees (Tempatan) Sdn Bhd *Exempt AN for Eastspring Investments Berhad*	8,161,900	1.076
12.	Genting Equities (Hong Kong) Limited	7,139,000	0.941
13.	AMSEC Nominees (Tempatan) Sdn Bhd *AmTrustee Berhad for CIMB Islamic Dali Equity Growth Fund (UT-CIMB-DALI)*	6,276,400	0.827
14.	Cartaban Nominees (Asing) Sdn Bhd *BBH (LUX) SCA for Fidelity Funds Asean*	5,075,000	0.669
15.	HSBC Nominees (Asing) Sdn Bhd *BBH and CO Boston for Vanguard Emerging Markets Stock Index Fund*	4,219,600	0.556
16.	Citigroup Nominees (Tempatan) Sdn Bhd *Exempt AN for American International Assurance Berhad*	3,848,800	0.507
17.	AmanahRaya Trustees Berhad *Public Islamic Dividend Fund*	3,384,600	0.446

THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS AS PER RECORD OF DEPOSITORS AS AT 26 APRIL 2012 (CONT'D)
(Without aggregating the securities from different securities accounts belonging to the same depositor)

	Name	No. of Shares	% of Shares
18.	HSBC Nominees (Asing) Sdn Bhd *Exempt AN for J.P. Morgan Bank Luxembourg S.A.*	3,100,900	0.409
19.	Mah Hon Choon	2,708,000	0.357
20.	Citigroup Nominees (Tempatan) Sdn Bhd *Employees Provident Fund Board (HDBS)*	2,530,800	0.334
21.	Citigroup Nominees (Tempatan) Sdn Bhd *Employees Provident Fund Board (PHEIM)*	2,510,700	0.331
22.	Cartaban Nominees (Asing) Sdn Bhd *State Street Luxembourg Fund AD94 for Allianz RCM Global Agricultural Trends (ALLIANZ GI FD)*	2,444,500	0.322
23.	Cartaban Nominees (Asing) Sdn Bhd *BBH (LUX) SCA for Fidelity Funds Malaysia*	2,381,900	0.314
24.	AmanahRaya Trustees Berhad *Public Islamic Equity Fund*	2,363,800	0.312
25.	Malaysia Nominees (Tempatan) Sendirian Berhad *Great Eastern Life Assurance (Malaysia) Berhad (LGF)*	2,127,400	0.280
26.	CIMB Group Nominees (Tempatan) Sdn Bhd *AmTrustee Berhad for CIMB Islamic Dali Equity Theme Fund*	2,126,700	0.280
27.	HSBC Nominees (Asing) Sdn Bhd *Exempt AN for JPMorgan Chase Bank, National Association (U.A.E.)*	2,120,600	0.279
28.	Malaysia Nominees (Tempatan) Sendirian Berhad *Great Eastern Life Assurance (Malaysia) Berhad (DR)*	2,014,200	0.265
29.	AmanahRaya Trustees Berhad *Public Islamic Optimal Growth Fund*	1,891,200	0.249
30.	Genting Berhad	1,834,000	0.242
	Total	**628,271,700**	**82.801**

SUBSTANTIAL SHAREHOLDERS AS PER REGISTER OF SUBSTANTIAL SHAREHOLDERS AS AT 7 MAY 2012

Name	No. of Shares			
	Direct Interest	% of Issued Capital	Indirect/Deemed Interest	% of Issued Capital
Employees Provident Fund Board	112,833,700	14.87	-	-
Genting Berhad	407,005,000	53.64	7,139,000*	0.94
Kien Huat Realty Sdn Berhad	-	-	407,005,000^	53.64
Parkview Management Sdn Bhd	-	-	407,005,000^	53.64

Note: * Deemed interest through a direct subsidiary of Genting Berhad
^ Deemed interest through Genting Berhad

DIRECTORS' SHAREHOLDINGS AND SHARE OPTIONS AS PER THE REGISTERS PURSUANT TO THE COMPANIES ACT, 1965 AS AT 7 MAY 2012

INTEREST IN THE COMPANY

Name	No. of Shares			
	Direct Interest	% of Issued Capital	Deemed Interest	% of Issued Capital
Tan Sri Lim Kok Thay	369,000	0.0486	-	-

INTEREST IN GENTING BERHAD ("GENT"), A COMPANY WHICH OWNS 54.58% INTEREST IN THE COMPANY

Name	No. of Shares				No. of Option Shares Outstanding
	Direct Interest	% of Issued Capital	Deemed Interest	% of Issued Capital	
Tan Sri Lim Kok Thay	10,500,000	0.2842	-	-	-
Mr Quah Chek Tin[(1)]	5,000	0.0001	-	-	-
Mr Ching Yew Chye	22,000	0.0006	-	-	-

INTEREST IN GENTING MALAYSIA BERHAD ("GENM"), A COMPANY WHICH IS 49.34% OWNED BY GENT

Name	No. of Shares				No. of Option Shares Outstanding
	Direct Interest	% of Issued Capital	Deemed Interest	% of Issued Capital	
Tan Sri Lim Kok Thay	2,540,000	0.0448	-	-	-
Mr Quah Chek Tin	5,000	0.0001	-	-	-
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	10,000	0.0002	-	-	-

INTEREST IN GENTING SINGAPORE PLC ("GENS"), AN INDIRECT 51.98% OWNED SUBSIDIARY OF GENT

Name	No. of Shares				No. of Option Shares Outstanding/ Performance Shares*
	Direct Interest	% of Issued Capital	Deemed Interest	% of Issued Capital	
Tan Sri Lim Kok Thay	4,648,600	0.0381	-	-	2,970,463/ 3,000,000*
Mr Quah Chek Tin	523,000	0.0043	-	-	667,438
Gen. (B) Tan Sri Mohd Zahidi bin Hj Zainuddin	246,000	0.0020	-	-	742,292

Notes

The following disclosure is made pursuant to Section 134(12)(c) of the Companies Act, 1965 as amended by the Companies (Amendment) Act, 2007:

(1) Mr Quah's spouse holds 1,450,000 ordinary shares (0.0393%) in GENT.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Fourth Annual General Meeting of Genting Plantations Berhad ("the Company") will be held at 26th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 12 June 2012 at 10.00 a.m.

AS ORDINARY BUSINESSES

1. To lay before the meeting the Audited Financial Statements for the financial year ended 31 December 2011 and the Directors' and Auditors' Reports thereon. **(Please see Explanatory Note A)**

2. To approve the declaration of a final dividend of 5.75 sen less 25% tax per ordinary share of 50 sen each for the financial year ended 31 December 2011 to be paid on 17 July 2012 to members registered in the Record of Depositors on 29 June 2012. **(Ordinary Resolution 1)**

3. To approve the payment of Directors' fees of RM645,858 for the financial year ended 31 December 2011 *(2010: RM589,400)*. **(Ordinary Resolution 2)**

4. To re-elect Encik Mohd Din Jusoh as a Director of the Company pursuant to Article 99 of the Articles of Association of the Company. **(Ordinary Resolution 3)**

5. To re-elect the following persons as Directors of the Company pursuant to Article 104 of the Articles of Association of the Company:

   (i) Mr Ching Yew Chye **(Ordinary Resolution 4)**
   (ii) Mr Lim Keong Hui **(Ordinary Resolution 5)**

6. To consider and, if thought fit, pass the following resolution pursuant to Section 129 of the Companies Act, 1965:

   "That Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah, retiring in accordance with Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the conclusion of the next Annual General Meeting." **(Ordinary Resolution 6)**

7. To re-appoint PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 7)**

AS SPECIAL BUSINESSES

To consider and, if thought fit, pass the following Ordinary Resolutions:

8. **Authority to Directors pursuant to Section 132D of the Companies Act, 1965**

   "That, subject always to the Companies Act, 1965, the Articles of Association of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR") and the approval of any relevant governmental and/or regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered pursuant to Section 132D of the Companies Act, 1965 to:

   (1) issue and allot shares in the Company; and/or
   (2) issue, make or grant offers, agreements, options or other instruments that might or would require shares to be issued (collectively "Instruments") during and/or after the period the approval granted by this resolution is in force,

   at any time and from time to time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that:

   (i) the number of shares to be issued pursuant to the authority granted under this resolution, when aggregated with all shares issued and/or shares that are capable of being issued from the Instruments issued pursuant to Section 132D of the Companies Act, 1965 in the preceding 12 months (calculated in accordance with the MMLR), does not exceed 10% of the issued and paid-up share capital of the Company at the time of issuance of shares or issuance, making or granting the Instruments, and
   (ii) for the purpose of determining the number of shares which are capable of being issued from the Instruments, each Instrument is treated as giving rise to the maximum number of shares into which it can be converted or exercised,

and such authority under this resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or when it is required by law to be held, whichever is earlier, and that:

(a) approval and authority be and are given to the Directors of the Company to take all such actions that may be necessary and/or desirable to give effect to this resolution and in connection therewith to enter into and execute on behalf of the Company any instrument, agreement and/or arrangement with any person, and in all cases with full power to assent to any condition, modification, variation and/or amendment (if any) in connection therewith; and
(b) the Directors of the Company be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad." **(Ordinary Resolution 8)**

9. **Proposed renewal of the authority for the Company to purchase its own shares**

"That, subject to compliance with all applicable laws, the Company's Articles of Association, and the regulations and guidelines applied from time to time by Bursa Malaysia Securities Berhad ("Bursa Securities") and/or any other relevant regulatory authority:

(a) approval and authority be and are given for the Company to utilise up to the aggregate balances of the total retained earnings and share premium account of the Company, based on its latest audited financial statements available up to the date of the transaction, to purchase, from time to time during the validity of the approval and authority under this resolution, such number of ordinary shares of nominal value RM0.50 each in the Company (as may be determined by the Directors of the Company) on Bursa Securities upon such terms and conditions as the Directors of the Company may deem fit and expedient in the interests of the Company, provided that:

(i) the aggregate number of shares to be purchased and/or held by the Company pursuant to this resolution does not exceed 10% of the total issued and paid-up ordinary share capital of the Company at the time of purchase; and
(ii) in the event that the Company ceases to hold all or any part of such shares as a result of (among others) cancellations, re-sales and/or distributions of any of these shares so purchased, the Company shall be entitled to further purchase and/or hold such additional number of shares as shall (in aggregate with the shares then still held by the Company) not exceed 10% of the total issued and paid-up ordinary share capital of the Company at the time of purchase;

and based on the audited financial statements of the Company for the financial year ended 31 December 2011, the balance of the Company's retained earnings and share premium account were approximately RM2.9 billion and RM43.4 million respectively;

(b) the approval and authority conferred by this resolution shall commence on the passing of this resolution and shall remain valid and in full force and effect until:

(i) the conclusion of the next Annual General Meeting of the Company;
(ii) the expiry of the period within which the next Annual General Meeting is required by law to be held; or
(iii) the same is revoked or varied by ordinary resolution of the shareholders of the Company in general meeting;

whichever occurs first;

(c) approval and authority be and are given to the Directors of the Company, in their absolute discretion:

(i) to deal with the shares so purchased in the following manner:

(A) to cancel the said Shares; and/or
(B) to retain the said Shares as treasury shares; and/or
(C) to retain part of such shares as treasury shares and cancel the remainder of such shares; and/or
(D) in any other manner as may be prescribed by applicable law and/or the regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the time being in force;

and such authority to deal with such shares shall continue to be valid until all such shares have been dealt with by the Directors of the Company; and

(ii) to deal with the existing treasury shares of the Company in the following manner:

(A) to cancel all or part of such shares; and/or
(B) to distribute all or part of such as dividends to shareholders; and/or
(C) to resell all or part of such shares on Bursa Securities in accordance with the relevant rules of Bursa Securities; and/or
(D) in any other manner as may be prescribed by applicable law and/or the regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the time being in force;

and such authority to deal with such shares shall continue to be valid until all such shares have been dealt with by the Directors of the Company; and

(d) approval and authority be and are given to the Directors of the Company to take all such actions that may be necessary and/or desirable to give effect to this resolution and, in connection therewith:

(i) to enter into and execute on behalf of the Company any instrument, agreement and/or arrangement with any person, and in all cases with full power to assent to any condition, modification, variation and/or amendment (if any) as may be imposed by any relevant regulatory authority or Bursa Securities, and/or as may be required in the best interest of the Company; and/or
(ii) to do all such acts and things as the Directors may deem fit and expedient in the best interest of the Company." **(Ordinary Resolution 9)**

10. **Proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature and proposed new shareholders' mandate for additional recurrent related party transactions of a revenue or trading nature**

"That approval and authority be and are hereby given for the Company and/or its subsidiaries to enter into any of the transactions falling within the types of recurrent related party transactions of a revenue or trading nature with the related parties ("Proposed Shareholders' Mandate") as set out in Section 2.3 of the Circular to Shareholders in relation to the Proposed Shareholders' Mandate provided that such transactions are undertaken in the ordinary course of business, at arm's length and based on commercial terms and on terms which are not more favourable to the related party than those generally available to/from the public and are not, in the Company's opinion, detrimental to the minority shareholders and that the breakdown of the aggregate value of the recurrent related party transactions conducted/to be conducted during the financial year, including the types of recurrent related party transactions made and the names of the related parties, will be disclosed in the annual report of the Company pursuant to the requirements of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;

and such approval shall continue to be in force until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company following this AGM at which such Proposed Shareholders' Mandate is passed, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
(ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
(iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier." **(Ordinary Resolution 10)**

11. **Proposed retirement gratuity payment to Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad**

"That approval be and is hereby given for the Company to make a retirement gratuity payment of RM414,209 to Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad, the Independent Non-Executive Director of the Company in recognition and appreciation of his long service and contribution to the Company AND THAT authority be and is hereby given to the Directors of the Company to take all such actions as they may consider necessary and/or desirable to give full effect to this resolution." **(Ordinary Resolution 11)**

12. To transact any other business of which due notice shall have been given.

FURTHER NOTICE IS HEREBY GIVEN that, subject to the shareholders' approval for the payment of final dividend, a depositor shall qualify for entitlement to the final dividend only in respect of:

(a) shares transferred into the depositor's securities account before 4.00 p.m. on 29 June 2012 in respect of ordinary transfers; and

(b) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

LOH BEE HONG
Secretary

Kuala Lumpur
21 May 2012

NOTES

A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies (but not more than two) to attend and vote instead of him. A proxy need not be a member of the Company. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportions of his holding to be represented by each proxy.

Members' attention is hereby drawn to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad set out below:-

a) Where a member of the company is an exempt authorised nominee which holds ordinary shares in the company for multiple beneficial owners in one securities 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 the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
b) There shall be no restriction as to the qualification of the proxy.
c) A proxy appointed to attend and vote at a meeting of a company shall have the same rights as the member to speak at the meeting.

The original instrument appointing a proxy must be deposited at the Registered Office of the Company at 24th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than 48 hours before the time set for holding the meeting or at any adjournment thereof.

In the case of a corporation, this form must be either under seal or signed by a duly authorised officer or attorney.

For the purpose of determining members who shall be entitled to attend the Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 5 June 2012. Only depositors whose names appear on the Record of Depositors as at 5 June 2012 shall be entitled to attend the said meeting or appoint proxies to attend and vote on their behalf.

Explanatory Note A

This Agenda is meant for discussion only as under the provision of Section 169(1) of the Companies Act, 1965, the audited financial statements do not require formal approval of the shareholders. Hence, this matter will not be put forward for voting.

Explanatory Notes on Special Businesses

(1) Ordinary Resolution 8, if passed, will give a renewed mandate to the Directors of the Company, pursuant to Section 132D of the Companies Act, 1965 ("Renewed Mandate") for such purposes as the Directors may deem fit and in the interest of the Company. The Renewed Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

As at the date of this Notice, the Directors have not utilised the mandate granted to the Directors at the last Annual General Meeting held on 7 June 2011 and the said mandate will lapse at the conclusion of the Thirty-Fourth Annual General Meeting.

The Company is seeking the approval from the shareholders on the Renewed Mandate for the purpose of a possible fund raising exercise including but not limited to placement of shares for purpose of funding future investment project(s), working capital and/or acquisitions and to avoid delay and cost in convening general meetings to approve such issue of shares.

(2) Ordinary Resolution 9, if passed, will empower the Directors of the Company to purchase the Company's shares of an aggregate amount of up to 10% of the issued and paid-up share capital of the Company for the time being ("Proposed Share Buy-Back Renewal") by utilising up to the total retained earnings and share premium of the Company based on its latest audited financial statements up to the date of the purchase. The authority under this resolution will expire at the conclusion of the next Annual General Meeting of the Company or the expiry of the period within which the next Annual General Meeting is required by law to be held, or the same is revoked or varied by ordinary resolution of the shareholders of the Company at a general meeting, whichever occurs first.

Further information on the Proposed Share Buy-Back Renewal is set out in the Document to Shareholders dated 21 May 2012 which is despatched together with the Company's 2011 Annual Report.

(3) Ordinary Resolution 10, if passed, will allow the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature pursuant to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Shareholders' Mandate"). This authority will expire at the conclusion of the next Annual General Meeting of the Company or the expiry of the period within which the next Annual General Meeting is required by law to be held, unless revoked or varied by ordinary resolution of the members of the Company at a general meeting, whichever occurs first.

Further information on the Proposed Shareholders' Mandate is set out in the Document to Shareholders dated 21 May 2012 which is despatched together with the Company's 2011 Annual Report.

(4) Ordinary Resolution 11, if passed , will give approval to the Company to make payment of retirement gratuity amounting to RM414,209 to Lt. Gen. Dato' Haji Abdul Jamil bin Haji Ahmad, an Independent Non-Executive Director of the Company, who retires pursuant to Section 129 of the Companies Act, 1965 and will not be seeking re-appointment at the forthcoming AGM, in recognition and appreciation of his long service and contribution to the Company ("Proposed Retirement Gratuity").

Further information on the Proposed Retirement Gratuity is set out in the Document to Shareholders dated 21 May 2012 which is despatched together with the Company's 2011 Annual Report.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

- **Details of individuals who are standing for election as Directors**

  No individual is seeking election as a Director at the forthcoming Thirty-Fourth Annual General Meeting of the Company.

GENTING PLANTATIONS

GENTING PLANTATIONS BERHAD (34993-X)

FORM OF PROXY

(Before completing the form, please refer to the notes overleaf)

"A" I/We____ NRIC No./Co. No.:________________
(FULL NAME IN BLOCK CAPITALS)

of____
(ADDRESS)

being a member of GENTING PLANTATIONS BERHAD hereby appoint

____ NRIC No.:________________________
(FULL NAME)

of____
(ADDRESS)

or failing him/her_______________________________________ NRIC No.:________________________
(FULL NAME)

of____
(ADDRESS)

or failing him/her, *the CHAIRMAN OF THE MEETING as *my/our first proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 26th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 12 June 2012 at 10.00 a.m. and at any adjournment thereof.

"B" Where it is desired to appoint a second proxy this section must also be completed, otherwise it should be deleted.

I/We____ NRIC No./Co. No.:________________
(FULL NAME IN BLOCK CAPITALS)

of____
(ADDRESS)

being a member of GENTING PLANTATIONS BERHAD hereby appoint

____ NRIC No.:________________________
(FULL NAME)

of____
(ADDRESS)

or failing him/her_______________________________________ NRIC No.:________________________
(FULL NAME)

of____
(ADDRESS)

or failing him/her, *the CHAIRMAN OF THE MEETING as *my/our second proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 26th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 12 June 2012 at 10.00 a.m. and at any adjournment thereof.

The proportions of my/our holdings to be represented by my/our proxies are as follows:

First Proxy **"A"**	%
Second Proxy **"B"**	%
	100%

In case of a vote taken by a show of hands *First Proxy **"A"** / Second Proxy **"B"** shall vote on my/our behalf.

My/our proxies shall vote as follows:

RESOLUTIONS		**FIRST PROXY "A"**		**SECOND PROXY "B"**	
		For	**Against**	**For**	**Against**
To approve the declaration of a final dividend of 5.75 sen less tax per ordinary share	**Ordinary Resolution 1**				
To approve the payment of Directors' fees	**Ordinary Resolution 2**				
To re-elect Encik Mohd Din Jusoh pursuant to Article 99 of the Articles of Association of the Company	**Ordinary Resolution 3**				
To re-elect the following persons as Directors of the Company pursuant to Article 104 of the Articles of Association of the Company: i. Mr Ching Yew Chye	**Ordinary Resolution 4**				
ii. Mr Lim Keong Hui	**Ordinary Resolution 5**				
To re-appoint Lt. Gen. (B) Dato' Abdul Ghani bin Abdullah in accordance with Section 129 of the Companies Act, 1965	**Ordinary Resolution 6**				
To re-appoint Auditors	**Ordinary Resolution 7**				
To approve the authority to Directors pursuant to Section 132D of the Companies Act, 1965	**Ordinary Resolution 8**				
To renew the authority for the Company to purchase its own shares	**Ordinary Resolution 9**				
To approve the proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature	**Ordinary Resolution 10**				
To approve the proposed retirement gratuity payment to Lt. Gen. (B) Dato' Haji Abdul Jamil bin Haji Ahmad	**Ordinary Resolution 11**				

(Please indicate with an "X" in the spaces provided how you wish your votes to be cast. If you do not do so, the proxy/proxies will vote or abstain from voting at his/her/their discretion.)

Signed this ________ day of ________________ 2012

No. of Shares held	**CDS Account No.**	**Shareholder's Contact No.**

____
Signature of Member

** Delete if inapplicable*

NOTES

A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies (but not more than two) to attend and vote instead of him. A proxy need not be a member of the Company. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportions of his holding to be represented by each proxy.

Members' attention is hereby drawn to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad set out below:-

a) Where a member of the company is an exempt authorised nominee which holds ordinary shares in the company for multiple beneficial owners in one securities 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 the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
b) There shall be no restriction as to the qualification of the proxy.
c) A proxy appointed to attend and vote at a meeting of a company shall have the same rights as the member to speak at the meeting.

The original instrument appointing a proxy must be deposited at the Registered Office of the Company at 24th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than 48 hours before the time set for holding the meeting or at any adjournment thereof.

In the case of a corporation, this form must be either under seal or signed by a duly authorised officer or attorney.

For the purpose of determining members who shall be entitled to attend the Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 5 June 2012. Only depositors whose names appear on the Record of Depositors as at 5 June 2012 shall be entitled to attend the said meeting or appoint proxies to attend and vote on their behalf.

Genting Plantations Berhad (34993-X)
10th Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur, Malaysia

T : +603 2178 2255 / 2333 2255
F : +603 2161 6149

www.gentingplantations.com