



Goodhope

A CARSON CUMBERBATCH COMPANY



Shalimar (Malay) PLC

Annual Report | 2014/15

Financial Calendar

Financial Year End 31st March 2015

Announcement of Results

First Quarter ended 30th June 2014 14th August 2014

Second Quarter ended 30th September 2014 14th November 2014

Third Quarter ended 31st December 2014 13th February 2015

Dividend Declaration

First & Final* 29th May 2015

106th Annual General Meeting 29th May 2015

** Subject to approval from Shareholders*

Contents

Chairman's Statement	1	Statement of Financial Position	26
Review of Industry and Operational Performance	3	Statement of Changes in Equity	27
Risk Management	5	Cash Flow Statement	28
Profile of the Directors	7	Notes to the Financial Statements	29
Statement of Directors' Responsibilities	10	Five Year Summary	61
Annual Report of the Board of Directors on the Affairs of the Company	11	Statement of Value Added	63
Audit Committee Report	20	US\$ Financials	64
		Information to Shareholders and Investors	71
		Glossary of Financial Terms	74
		Notice of Meeting	76
		Notes	77
		Form of Proxy	79
		Corporate Information	IBC
Financial Reports			
Independent Auditors' Report	23		
Statement of Profit or Loss	24		
Statement of Comprehensive Income	25		

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 Shalimar (Malay) PLC for the year ended 31st March 2015, and welcome you to the One Hundred and Sixth Annual General Meeting of the Company.

The year under review turned out to be a challenging one for companies operating in the Palm Oil industry. The year started off on a positive note for the industry, however prices of Crude Palm Oil (CPO) started to drop as the year progressed, reaching a 5 year low, trading below RM 2,000 in September 2014. One of the main reasons for the downward movement in Palm Oil prices was the bumper crops witnessed in competing oils like Soybean and Sunflower. Further, the drop in crude oil prices towards the latter part of 2014, exerted downward pressure on CPO prices given the impact on the viability of palm based bio-diesel.

The production of Fresh Fruit Bunches (FFB) too was affected by biological factors and weather patterns, reflecting similar trends witnessed in the vicinity to our plantations. However, we expect the cropping pattern to recover in the coming year as majority of the Company's plantations are still within the peak production period. Further details on the production and the related initiatives being undertaken is provided in the Review of Operations presented together with this report.

Resultantly, your Company recorded a profit before tax of Rs. 92.25 mn for the year ended 31st March 2015, after taking into consideration other income and gains, as compared to Rs. 248 mn recorded in the year to 31st March 2014. The Company did not receive a dividend income from its long term investment during the period under review. Accordingly, the net profit after tax for the period under review was Rs. 66.20 mn as compared to Rs. 211.35 mn recorded in the previous financial year.

We expect the Palm Oil prices to trade at around current levels and stabilise towards the end of the year, in line with forecasts made by industry analysts. We have also been able to manage the cost of production through stringent cost management initiatives and through focus on improving the field management practices.

I would like to clarify the stand taken by the Company on "Rules on Minimum Public Float as a Continuous Listing Requirement" issued by the Colombo Stock Exchange of Sri Lanka (CSE), which was explained in my review last year.

The new listing rules pertaining to the "Public Float" mandates all listed companies to ensure a minimum threshold of 20% to be held by "Public" shareholders effective from 1st January 2014. However, on this date if a Company does not fulfil this requirement, such Company is expected to be fully compliant by 31st December 2016.

Chairman's Statement

In that context, I would like to highlight the objective of the Voluntary Offer to all shareholders that was carried out by the Company in March 2011. As was explained in the detailed documents that were circulated together with the Voluntary Offer documents, the objective of the Offer was to consolidate the ownership of your Company under the plantation sector Holding Company, viz, Goodhope Asia Holdings Ltd.

However, since the Voluntary Offer did not result in the acquisition of the entirety of the balance minority shareholding, the Company continued to remain a listed entity, with a 'Public Float' of less than that is now required by the above Rule.

As you would appreciate, compliance with the above CSE Rule would conflict with the very objective of the aforesaid Voluntary Offer.

Thus, as was explained in the previous year's review taking into consideration these factors and more importantly the objective of the Voluntary Offer exercise carried out in the past, the majority shareholder does not have any intention of diluting its holding nor does the Company intend to issue further shares in order to conform to the said Rule. This would therefore entail the initiation of a de-listing process. When so decided, this would be done in consultation with the Regulator and with the required shareholder approval.

Shalimar (Malay) PLC (Shalimar Estate) received the "MPOI Award" from the Malaysian Palm Oil Board (MPOB) for the year 2013/14 as the best estate (Peninsular Malaysia) in the category of land extent between 40.47 Ha to 499 Ha. The award was presented by the Minister of Plantation Industries and Commodities.

I would like to take this opportunity to extend my gratitude to all business associates, financiers, and the regulatory authorities in Sri Lanka and Malaysia for their continued support. I would be failing in my duties if I don't extend the appreciation of the Board of Directors of the Company to the shareholders for their continued support and confidence placed in the Directors. I also wish to thank our management and staff in Malaysia and Sri Lanka for all their hard work and dedication. Last but not least, I would like to extend my appreciation to my fellow Board Members for their support and guidance throughout the year, and to the members of the Audit Committee, and Remuneration Committee for their invaluable efforts.

(Sgd.)

H. Selvanathan
Chairman

23rd April 2015

Review of Industry and Operational Performance

Palm Oil Industry Scenario

Despite the positive expectations on CPO price movements for the current Financial year, CPO prices have been very volatile during most part of the current Financial year and have traded below the expected price ranges. CPO prices fell below RM 2,000 levels, touching a 5 year low in September 2014, though the prices rallied thereafter.

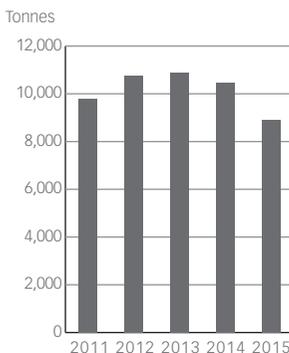
One of the main reasons for the prices to be lower than the expectations at the beginning of the Financial year was the materialisation of bumper Soybean crop driving Soy Oil prices down. Sunflower Oil production too continued to be strong supported by favourable weather conditions in producing countries. The decline in global crude oil prices too had an impact on the CPO prices, as the demand for Palm Oil based bio-diesel is impacted given relatively lower crude oil price regime.

CPO prices will continue to be affected by seasonal factors like production and inventory levels in both Malaysia and Indonesia. However, current expectation by Industry Analysts is that CPO prices will continue to hold at current levels.

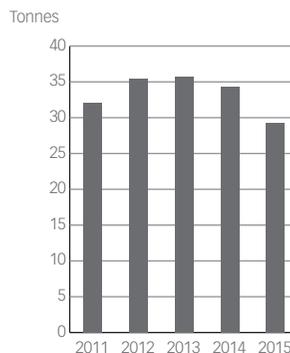
Overview of Financial and Operational Performance

The year under review also witnessed fluctuating weather patterns and resultant impact on crops due to biological factors, in most parts of Malaysia except for East Malaysia. Accordingly, the crop performance of the plantations of your Company too was subject to these factors, the cropping pattern dropping substantially from the 2nd half of the current financial year.

Crop Production



Yield Per Hectare



Review of Industry and Operational Performance

As such, the FFB production during the current year recorded a drop of 15% against the FFB production during the previous year. The drop in yield and the resultant crop production was seen across all the fields. However, we have been able to minimise the impact of the crop drop on the cost of production through much more scrutiny on field activities, especially upkeep and maintenance activities. We have also been able to enhance the effectiveness of the field programs and fertiliser application activities through close supervision and adoption of best agronomy management practices.

Another area of focus was on improving the productivity levels of the workforce and harvesting efficiency. We have also improved the general field conditions and drainage management within the plantations. Training was carried out by internal as well as external experts on pest and disease management, another critical area which could impact the long term crop potential of the estate. We have endeavoured to minimise the impact of such threats, through various initiatives and trials carried out at the field level.

Resultantly, your Company recorded a profit after tax of Rs. 66.20 mn during the year under review, as compared to

Rs. 211.35 mn recorded in the previous year. Profit before tax was Rs. 92.25 mn as compared to Rs. 248 mn recorded in the previous year.

As at 31st March 2015, total plantation hectarage was 304.5 ha, and was classified as mature.

As explained in Note 23 (page 56) to the Financial Statements, consequent to the Interim Budget 2015 passed in the Parliament of Sri Lanka and the related Gazette notification issued on 30th March 2015, the Company will become liable for Super Gain Tax (SGT) based on taxable income for the year of assessment 2013/14. SGT on the Company is estimated at approximately Rs. 33.56 mn. However, as of the date of authorising the Financial Statements by the Board of Directors, this bill has not been passed in the Parliament. Only in the event the Bill is enacted as law, the Company will become liable to pay the estimated SGT.

Agro Harapan Lestari Sdn. Bhd.
Managers

23rd April 2015

Risk Management

The Company's overall risk management objective is to ensure that it creates value to its shareholders, whilst minimising potential adverse effects on its performance. The established risk management framework is aligned to that of its parent company within well-defined policies and guidelines.

The integrated risk framework ensures prevention and early detection of risks, contributing to a sustainable business model.

The risks are continuously reviewed and managed through the deployment of effective corrective actions. The following key risk profile is identified;

Commodity Price Risk

The price of Crude Palm Oil (CPO) which is derived based on international market forces. The sale of oil palm Fresh Fruit Bunches (FFB) is the prime source of cash inflow for the Company.

Our end product is FFB. FFB prices are derived from CPO prices. We supply our produce to palm oil mills within the region, based on pre-agreed terms.

Environmental Risk

Unfavourable global and local weather patterns, resulting in adverse weather conditions, natural and man-made disasters including fires and haze from fires, droughts, floods, pestilence and crop disease could affect the quantity or quality of FFB we are able to harvest.

The Company adopts in sound fertiliser application programmes to safeguard the operational yields that may be impacted due to adverse weather patterns. Furthermore, we have taken measures to ensure proper water management in flood prone areas so that long term benefits can be realised.

Potential crop production is affected by diseases such as Ganoderma, leaf eating insects and Bagworms ultimately impacting yields. The Company constantly invests in agronomy and plantation management practices to mitigate the impact that would be caused by any sudden up-rise of these diseases.

Labour Risk

A critical success factor for a labour intensive industry such as the oil palm plantation is the attraction and retention of skilled labour. It is quite challenging to attract locals for plantation work and the fact that the Malaysian government has imposed some restrictions on attracting labour from foreign regions has aggravated such vulnerabilities.

Another significant development is the noticeable shift in employment from plantations to the manufacturing sector; creating a void in the labour market. We have been successful in addressing any short fall that was encountered during the year.

Wage increases continue to burden the cost of production as it is not linked to commensurate productivity increases. This creates the need to manage costs through higher productivity and improved field conditions.

Risk Management

Operational Risk

The Malaysian plantations do not own CPO processing mills and thereby have a significant dependence on third party millers. The Company continues to negotiate for better rates and terms whilst seeking alternative millers to reduce the bargaining power of existing mill owners. Currently, the Company has arrangements in place for supply of FFB to selected Mills in close proximity on a confirmed basis.

Biological Asset Risk

The Company's biological assets are stated at fair value and are assessed by an independent professional valuer. The valuation basis and assumptions are elaborated in the respective Accounting Policies and Notes to the Financial Statements. The volatility in the environmental and industry dynamics such as market price of CPO, weather patterns, biological cycles as well as changes in macro economic and political factors including inflation rates, government bond rates and risk profiles can also have a significant impact on the fair value of the biological assets.

Financial Risks

Foreign Exchange Risk

The Company's exposure to foreign exchange risk is minimal as the Malaysian and Sri Lankan operations are primarily domestic and transactions are recorded in the respective functional currencies, i.e., Malaysian Ringgit and Sri Lankan Rupee. However, a significant element of the risk

is generated through the translation of results to Sri Lankan Rupee for the purpose of Financial reporting as the principal operations are in Malaysia.

Credit Risk

The credit risk is primarily encountered through trade receivables, which arise from its operating activities and deposits with banking institutions. The Company trades only with recognised and credit worthy third parties and all customers are subject to a credit verification process. In addition, receivable balances are monitored on an on-going basis with the result that the Company's exposure to bad debts is minimal.

Liquidity Risk

The Company manages liquidity risk exposures through effective working capital management. The Company also has planning guidelines in place to ensure that the short term and medium term liquidity is managed at acceptable levels.

Investment Risk

The long term investments held by the Company are also in the Oil Palm plantation industry and hence, the performance of the investee Companies are subject to a similar risk profile noted here in which the Company is exposed to.

Agro Harapan Lestari Sdn. Bhd.
Managers

23rd April 2015

Profile of the Directors

Hariharan Selvanathan

Hariharan Selvanathan is the Chairman of Bukit Darah PLC, Deputy Chairman of Goodhope Asia Holdings Ltd, Deputy Chairman of Carson Cumberbatch PLC and President Commissioner of the palm oil related companies in Indonesia. He holds Directorships in several subsidiary companies within the Carsons Group and is also a Director of Sri Krishna Corporation (Private) Ltd. He is also the Chairman of Express Newspapers (Ceylon) Ltd. He is also the Chairman of Carsons Management Services (Private) Limited and Agro Harapan Lestari (Private) Limited, the Group's Management Company. He is a Past President of the National Chamber of Commerce and Past Vice Chairman of the International Chamber of Commerce (Sri Lanka).

He counts over 20 years experience in commodity trading in International Markets and holds a Bachelor of Commerce Degree.

Manoharan Selvanathan

Manoharan Selvanathan is the Chairman of Sri Krishna Corporation (Private) Ltd, Ceylon Finance & Securities (Private) Ltd and Selinsing PLC. He is a Group Director of most companies in the Carson Cumberbatch Group in Sri Lanka, Indonesia, Malaysia, Singapore and India and is an active member of its Executive Management Forums. He is also the Deputy Chairman of Ceybank Asset Management Ltd.

He is the Past Chairman of the Indo-Lanka Chamber of Commerce & Industry and has served as the Chairman of the Ceylon Chamber of Commerce and as the President of the Rotary Club of Colombo North. At present he is the Honorary Consul of the Republic of Chile in Sri Lanka.

He was conferred the highest National Honour in Sri Lanka, the 'DESAMANYA' title by H.E. the President of Sri Lanka, in recognition of the services rendered to the nation.

In January 2011 he was awarded with the prestigious 'PRAVASI BHARATIYA SAMMAN AWARD' by the President of India in Delhi.

He holds a Bachelors Degree in Commerce.

He is also the Hon. Consul of the Republic of Chile in Sri Lanka.

Chandima Gunawardena

Chandima Gunawardena serves as a Non-Independent, Non-Executive Director of Carson Cumberbatch PLC and in most of the Carsons Group Companies in Sri Lanka and overseas. He is also a Director of Bukit Darah PLC. Since assuming Non-Executive status in the Group in 2011, he serves as an advisor to the Group's Strategic Planning and Management forums in Sri Lanka; and serves on Board Committees including the Audit Committees of the Group in Sri Lanka and overseas covering all operating sectors of the Group.

Profile of the Directors

He has over four decades of experience in varied fields of business and commercial activities and has held senior positions in the Corporate, Mercantile and State Institutions. He was appointed to the Carsons Group Directorate in 1990.

He has served on the Management Committee of the Ceylon Chamber of Commerce for over 10 years, and was a Founder Council Member of the Sri Lanka Institute of Directors (SLID) and continued to serve in the council for over 10 years.

He is a Fellow of the Chartered Institute of Management Accountants, UK.

Israel Paulraj

Israel Paulraj is the Chairman of Ceylon Guardian Investment Trust PLC, Ceylon Investment PLC, Guardian Capital Partners PLC and Rubber Investment Trust Ltd. He serves as a Director of Carson Cumberbatch PLC and of several of the subsidiary companies within the Carsons Group.

He served as Past Chairman of the Federation of Exporters' Associations of Sri Lanka and the Coconut Products Traders Association. He was a member of the Executive Committee of the Ceylon Chamber of Commerce and the National Chamber of Commerce of Sri Lanka and Shippers Council. He served on the Board of Arbitrators of the Ceylon Chamber of Commerce. He has served as Hony. General Secretary of the Central Council of Social Services, Hony. Treasurer of the Christian Conference in Asia, President of

the Church of Ceylon Youth Movement and Hony. Treasurer of the National Christian Council of Sri Lanka. He has also served as the Chairman of the Incorporated Trustees of the Church of Ceylon.

He also served on the Presidential Task Force on Non-Traditional Export and Import Competitive Agriculture set up by President R. Premadasa. He also served as Chairman of the Ecumenical Loan Fund of Sri Lanka and on its International Board in Geneva. He was a member of the Commercial Law Reform Commission and has served on the Parliamentary Consultative Committee on Internal and International Trade.

He holds a Bachelor of Law Degree and an Executive Diploma in Business Administration.

Chandana Tissera

Chandana Tissera is a Director of Carson Cumberbatch PLC and presently serves as the Chief Executive Officer for the Plantations, Oil and Fats Sector of the Carsons Group. He is also a Director of several other subsidiary companies of the Group. He has served as the Chief Executive Officer of the Investment Sector and as Director Finance of the Carsons Group.

He has previously served on the Board of Union Assurance PLC and counts over 30 years of experience in the fields of manufacturing, Financial services, capital market operations, overseas plantations, project development and management services. He is a Fellow of the Institute of Management, UK.

Nalake Fernando

Nalake Fernando is a Director of the Property Management Companies of the Carson Cumberbatch Group - Equity One PLC and Equity Two PLC. He is also a Director of Carsons Management Services (Private) Ltd and in some of the Boards of the Malaysian Plantation Companies of the Carsons Group. He was the Country Representative for Sri Lanka with Dalekeller & Associates Ltd, Designers and Skidmore Owings and Merrill Architects. He was also a Director of SKC Management Services Ltd.

He counts over 40 years of work experience and holds a Technician's Certificate of the Institute of Work Study Practitioners, of UK.

Kenneth Sellayah

Kenneth Sellayah is a Director of Good Hope PLC and Prime Property Management Services (Pvt) Ltd. He was a former Director of Shaw Wallace & Hedges Ltd., General Manager of Ceylon Trading Company Ltd., Director of several of its subsidiaries and Managing Director of Scanships Ltd. He served as Chairman of the Coconut and General Products Exporters Association, and the Exports Section of the Ceylon Chamber of Commerce.

He is a former Director of CPC (Lanka) Ltd., CPC Agrifoods Ltd., and a member of several Committees of the Ceylon Chamber of Commerce. He is a member of the Institute of Exports, UK and the Chartered Management Institute, UK.

Statement of Directors' Responsibilities

The responsibilities of the Directors in relation to the Financial Statements are detailed in the following paragraphs, while the responsibilities of the Auditors are set out in the Report of the Auditors.

According to the Companies Act No. 7 of 2007 and the Sri Lanka Accounting & Auditing Standards Act No. 15 of 1995, Directors are required to prepare Financial Statements for each Financial year, giving a true and fair view of the Financial position of the Company as at the end of the Financial year and of the Financial performance for the said period.

In preparing these Financial Statements the Directors are required to ensure that:

- appropriate accounting policies have been selected and applied consistently while material departures, if any, have been disclosed and explained,
- all applicable Accounting Standards have been complied with, and
- reasonable and prudent judgments and estimates have been made.

The Directors are responsible for ensuring that the Company maintains sufficient accounting records to disclose with reasonable accuracy, the Financial position of the Company in order to ensure that the Financial Statements of the Company meet with the requirements of the Sri Lanka Accounting & Auditing Standards

Act No. 15 of 1995 and the Companies Act No. 7 of 2007. They are also responsible for taking reasonable measures to safeguard the assets of the Company and in this regard to give proper consideration to the establishment of an appropriate system of internal controls with a view to prevent, detect and rectify frauds and other irregularities.

These Financial Statements have been prepared on a going concern basis, after reviewing the Financial position and the cash flows and the Directors are of the view that the Company has adequate resources to continue in operation for the foreseeable future.

The Directors are also of the view that they have discharged their responsibilities as set out in this statement.

By Order of the Board,

(Sgd.)

K. D. de Silva (Mrs.)

Director

Carsons Management Services (Pvt) Ltd.

Secretaries

23rd April 2015

Annual Report of the Board of Directors on the Affairs of the Company

The details set out herein provide the pertinent information required by the Companies Act No. 7 of 2007, Listing Rules of the Colombo Stock Exchange and recommended best accounting practices. The Annual Report was approved by the Directors at a meeting held on 23rd April 2015.

1. General

The Directors have pleasure in presenting to the shareholders their Report together with the Audited Financial Statements for the year ended 31st March 2015 of Shalimar (Malay) PLC, a quoted public limited liability Company incorporated in Sri Lanka in 1909.

2. The Principal Activities of the Company

There were no significant changes in the nature of the principal activities of the Company during the Financial year under review, where the principal activity of the Company continues to be cultivation of oil palm, Selling of its Fresh Fruit Bunches and the managing and holding of an investment.

3. Review of Operations

The review of the Company's operations during the year, with comments on Financial results is stated in the Chairman's Statement on pages 1 and 2 and Review of Industry and Operational Performance on pages 3 and 4. These reports form an integral part of the Annual Report of the Board of Directors on the Affairs of the Company.

4. Financial Results

The Company recorded a net profit after tax of Rs. 66.20 mn for the year. An abridgement of the Company's performance is presented in the table below.

5. Auditors' Report

The Auditors' Report on the Financial Statements is given on page 23 of this Annual Report.

6. Significant Accounting Policies

The Accounting policies adopted in the preparation of the Financial Statements are given on pages 29 to 43 in the Notes to the Financial Statements.

<i>For the year ended 31st March</i>	2015	2014
	Rs. '000	Rs. '000
Profit after taxation	66,202	211,345
Profit brought forward from previous year	320,583	343,469
Profit available for appropriation	386,785	554,814
Other comprehensive income	(223)	481
Appropriation		
Dividend paid	(78,978)	(234,712)
Unappropriated profits carried forward	307,584	320,583

Annual Report of the Board of Directors on the Affairs of the Company

7. Financial Statements

The Company has prepared its Financial Statements in compliance with Sri Lanka Accounting Standards (SLFRS and LKAS).

The Financial Statements of the Company comprising the Statement of profit or loss, Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and Cash Flow Statement together with the accompanying Notes to the Financial Statements for the year ended 31st March 2015, are set out in pages 24 to 60.

8. Statement of Directors' Responsibilities

The Statement of Directors' Responsibilities for the Financial Statements is given on page 10 of this Annual Report.

9. Interests Register

9.1 Directors' Interests

The Company maintains an Interests Register in conformity with the provisions of the Companies Act No. 7 of 2007.

All Directors have made declarations as provided for in Section 192(2) of the Companies Act aforesaid.

The relevant details as required by the Companies Act No. 7 of 2007 have been entered in the Interests Register during the year under review.

The Interests Register is available for inspection as required under the Companies Act.

9.2 Remuneration of Directors

The Directors' remuneration, for the Financial year ended 31st March 2015 is given in Note 5 and Note 24.2 to the Financial Statements on pages 44 and 59 respectively.

9.3 Directors' Interests in Contracts and Shares

Directors' interests in contracts of the Company are disclosed in Note 24.3 on page 59 to the Financial Statements and have been declared at meetings of the Directors. The Directors have no direct or indirect interest in any other contracts or proposed contracts in relation to the business of the Company, while they had the following interests in ordinary shares of the Company.

	No. of shares	
	31st March 2015	1st April 2014
Mr. H. Selvanathan	-	-
Mr. M. Selvanathan	1	1
Mr. I. Paulraj	-	-
Mr. D.C.R. Gunawardena	-	-
Mr. A.K. Sellayah	-	-
Mr. P.C.P. Tissera	-	-
Mr. K.C.N. Fernando	-	-

10. Corporate Donations

There were no donations granted during the year.

11. Directors

The names of the Directors who served during the financial year are given under Corporate Information provided in the Inner Back Cover of this Annual Report.

11.1 Directors to Retire by Rotation

In terms of Articles 87 & 88 of the Articles of Association of the Company, Mr. M. Selvanathan retires by rotation and being eligible, offers himself for re-election.

11.2 Appointment of Directors who are over seventy years of age

Mr. I. Paulraj and Mr. A.K. Sellayah who are over seventy years of age are to be re-appointed as Directors of the Company for a further period of one year from the conclusion of the Annual General Meeting and that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not be applicable to them.

12. Auditors

The Company's Auditors during the year under review were Messrs. Ernst & Young, Chartered Accountants.

A sum of Rs. 668,000 was paid to them by the Company as audit fees for the year ended 31st March 2015 (2014: Rs. 654,000).

The retiring auditors have expressed their willingness to continue in office. A resolution to re-appoint them as Auditors of the Company and authorising the Directors to fix their remuneration will be proposed at the forthcoming Annual General Meeting.

The Audit Committee reviewed the appointment of the Auditors, its effectiveness and its relationship with the Group, including the level of audit and non-audit fees paid to the Auditors.

12.1 Auditors' Relationship or any Interest with the Company

The Directors are satisfied that, based on written representations made by the Independent Auditors to the Board, the Auditors did not have any interest with the Company that would impair their independence.

13. Related Party Transactions Exceeding 10% of the Equity or 5% of the Total Assets of the Company

The Company did not have any transactions that exceeded 10% of the shareholders equity or 5% of the total assets of the Company. The transactions carried out by the Company with its related parties during the year ended 31st March 2015 are disclosed in Note 24.1 on page 57 and 58 to the Financial Statements.

Annual Report of the Board of Directors on the Affairs of the Company

14. Corporate Governance

The Board has ensured that the Company has complied with the Corporate Governance Rules as per the Listing Rules of the Colombo Stock Exchange (CSE).

14.1 Board of Directors

The following Directors held office during the period under review and their brief profiles are given on pages 7 to 9 of this Annual Report.

Directors	Executive/Non-Executive/Independent
Mr. H. Selvanathan	Executive
Mr. M. Selvanathan	Executive
Mr. I. Paulraj	Non-Executive
Mr. A.K. Sellayah	Non-Executive/Independent*
Mr. D.C.R. Gunawardena	Non-Executive
Mr. P.C.P. Tissera	Executive
Mr. K.C.N. Fernando	Executive

Each of the Non-Executive Directors of the Company has submitted a signed declaration on Independence/Non-Independence as per Rule 7.10.2.b. of the Listing Rules of the Colombo Stock Exchange.

The said declarations were tabled at a Board Meeting held on 23rd April 2015, in order to enable the Board of Directors to determine the Independence/Non-Independence of the Non-Executive Directors.

*Accordingly, the Board has determined that Mr. A. K. Sellayah is an Independent Director in spite of being on the Board for more than nine years and being a Director of Good Hope PLC, in which majority of the other Directors of the Board are also Directors, since he is not directly involved in the management of the Company.

The Managers of the Company are Agro Harapan Lestari Sdn. Bhd.

The Board is working towards meeting the CSE criteria, in respect of Independent Directors.

14.2 Remuneration Committee

In terms of Rule 7.10.5 (a) of the Listing Rules of the Colombo Stock Exchange, the Remuneration Committee of Carson Cumberbatch PLC (CCPLC), the parent Company of Goodhope Asia Holdings Limited (GAHL), functions as the Remuneration Committee of the Company and comprises of the following members.

Remuneration Committee Members	Executive/Non-Executive/Independent
Mr. I. Paulraj (Chairman)	Non-Executive Director of CCPLC
Mr. D.C.R. Gunawardena	Non-Executive Director of CCPLC
Mr. R. Theagarajah	Non-Executive/Independent Director of CCPLC

CCPLC is in the process of re-formulating the Remuneration Committee to fall in line with the requirements set out in the Listing Rules of the CSE.

Scope and objectives

The primary objective of the Remuneration Committee is to lead and establish a formal and transparent procedure for the development of a remuneration policy and the establishment of a remuneration structure.

A remuneration policy has been formulated based on market and industry factors and individual performance for all group Companies.

Functions and Proceedings

The Remuneration Committee recommends to the Board, the remuneration to be paid to the Non-Executive Directors (Note 24.2 on page 59). Based on the recommendation of the Remuneration Committee, the Board approves remuneration to the respective Directors.

The Chief Executive Officer, Director-in-charge and other members of senior management may be invited to attend meetings to discuss the performance of the Executive Directors and make proposals as necessary. Neither Executive nor Non-Executive Directors are involved in Remuneration Committee meetings when determinations are made in relation to the remuneration of the respective Directors.

The Committee is authorised by the Board to seek appropriate professional advice internally and externally as and when it considers this necessary.

The Remuneration Committee meets at least twice a year.

Aggregated remunerations paid to the Non-Executive Directors are disclosed under Note 5 on page 44 and Note 24.2 on page 59.

Executive Directors are not compensated for their role on the Board.

14.3 Audit Committee

As per the Rule 7.10.6 of the Listing Rules of the Colombo Stock Exchange the Audit Committee of CCPLC, the parent Company of Goodhope Asia Holdings Limited (GAHL), functions as the Audit Committee of the Company and comprises of the following members:

Audit Committee Members	Executive/ Non-Executive/ Independent
Mr. V.P. Malalasekera (Chairman)	Non-Executive/ Independent Director of CCPLC
Mr. D.C.R. Gunawardena	Non-Executive Director of CCPLC
Mr. F. Mohideen	Non-Executive/ Independent Director of CCPLC

The Audit Committee report is given on pages 20 to 21 of this Annual Report.

Annual Report of the Board of Directors on the Affairs of the Company

15. Directors' Meetings

Three Board Meetings were convened during the financial year and the attendance of the Directors was as follows.

Directors	Meetings Attended (out of 3)
Mr. H. Selvanathan	3
Mr. M. Selvanathan	3
Mr. I. Paulraj	2
Mr. D.C.R. Gunawardena	3
Mr. A.K. Sellayah	3
Mr. P.C.P. Tissera	3
Mr. K.C.N. Fernando	3

16. Dividend

Subject to the approval of the shareholders at the Annual General Meeting, the Board of Directors recommend a first and final dividend of Rs. 3.56 per share for the year ended 31st March 2015. However, in accordance with Sri Lanka Accounting Standard LKAS 10 - Events after the reporting period, this proposed final dividend has not been recognised as a liability as at 31st March 2015. This would result in a total outflow of Rs. 24,706,684.80 mn subject to approval at the forthcoming Annual General Meeting.

17. Solvency Test

Taking into account the said distribution, the Directors are satisfied that the Company would meet the solvency test requirement under Section 56 (2) of the Companies Act No. 7 of 2007 immediately after the distribution. The Company's Auditors, Messrs. Ernst & Young have issued a Certificate of Solvency confirming the same.

18. Stated Capital

The Stated Capital of the Company as at 31st March 2015 was Rs. 69,400,800/- comprising of 6,940,080 ordinary shares,

given in Note 14 on page 52. There was no change in the Stated Capital of the Company during the year.

19. Shareholders' Funds

Total reserves of the Company as at 31st March 2015 was Rs. 5,413.07 mn (2014: Rs. 5,141.08 mn) comprising of Retained Earnings of Rs. 307.58 mn (2014: Rs. 320.58 mn) and Other reserves of Rs. 5,105.49 mn (2014: Rs. 4,820.5 mn). Total reserves combined with Stated Capital as at 31st March 2015 was Rs. 5,482.47 mn (2014: Rs. 5,210.48 mn).

The movements are shown in the Statement of Changes in Equity given on page 27.

20. Capital Expenditure and Investments

The total expenditure on purchase of property, plant & equipment during the year amounted to Rs. 0.29 mn (2014: Rs. 0.66 mn).

The movements in property, plant & equipment and investments during the year are set out in Notes 10 and 12 on pages 48 and 51 respectively.

21. Value of the Properties

Freehold land is revalued by an independent professional valuer using industry specific and relevant assumptions that market participants would use when valuing the properties on an existing use basis. The valuation basis/techniques and the assumptions used there in have been deliberated and agreed by the Management.

The carrying value of freehold land reflected in the Financial Statements as at 31st March 2015 is Rs. 1,324.70 mn compared to Rs. 1,481.76 mn in 2014. The details of freehold land valuation is given in Note 10 on page 48 to the Financial Statements.

22. Value of Biological Assets

Biological assets of the Company are stated at fair value less cost to sell. The Company obtains the services of an independent professional valuer at each reporting date to establish the fair value of Biological assets which are performed in accordance with international valuation standards and considering industry specific and relevant methodologies. The valuation basis/ techniques and the assumptions used there in have been deliberated and agreed by the Management and are disclosed under Note 11. Accordingly, the fair value of biological assets as at 31st March 2015 was Rs. 198.71 mn (2014: Rs. 219.52 mn) as disclosed under Note 11 on pages 49 and 50 to the Financial Statements.

23. Value of the Investment

The value of the unquoted investment has been derived based on the fair value of the corresponding investment. Accordingly, in arriving at the fair value of SDSB's investment in PTAI, Property, Plant & Equipment and biological assets have been determined with reference to market based information by an independent professional valuer using industry specific and relevant assumptions that market participants would use when valuing such assets. These valuation techniques, inputs and assumptions have been deliberated and agreed by the Management.

The fair value of the Company's investment as at 31st March 2015 was Rs. 3,922.35 mn (2014: Rs. 3,458.34 mn). The fair value and the basis of valuation are disclosed under Note 9 and 12 on pages 47 and 50 respectively to the Financial Statements.

24. Statutory Payments

The Directors to the best of their knowledge and belief are satisfied that all statutory payments have been paid up to date or have been provided for in the Financial Statements.

25. Going Concern

Having taken into account the financial position and future prospects, the Directors have a reasonable expectation that the Company has adequate resources to continue to be in operational existence for the foreseeable future. For this reason the Company continues to adopt the going concern basis in preparing the Financial Statements.

26. Events After the Reporting Date

Subsequent to the reporting date, no material circumstances have arisen, which would require adjustments to or disclosure in the Financial Statements other than those disclosed in Note 22 on page 56 to the Financial Statements.

27. Contingent Liabilities

As explained in Note 23 (page 56) to the Financial Statements, consequent to the Interim Budget 2015 passed in the Parliament of Sri Lanka on 07th February 2015 and the related Gazette notification issued on 30th March 2015, a one off 25% Super Gain Tax (SGT) is to be imposed on companies based on either the company level or consolidated level if in a Group profits if same is in excess of Rs. 2,000 mn profit before income tax as per the Audited Financial Statement in the Financial Year 2013/14. The consolidated profit before tax of Carson Cumberbatch PLC, the parent Company of Goodhope Asia Holdings Limited, exceeds this threshold and accordingly the Company too will become liable for SGT which is estimated at approximately Rs. 33.56 mn.

Annual Report of the Board of Directors on the Affairs of the Company

However, as of the date of authorising the Financial Statements by the Board of Directors, this bill has not been passed in the Parliament. Only in the event the Bill is enacted as law, the Company will become liable to pay the SGT.

28. Share Information

The details relating to earnings, net assets, market value per share and information on share trading is given on pages 71 to 73 of this Annual Report.

29. Annual Report

The Board of Directors on 23rd April 2015, approved the Company's Financial Statements together with the Reviews

31. Twenty Major Shareholders

which form part of the Annual Report. The appropriate number of copies of the report would be submitted to the Colombo Stock Exchange, Sri Lanka Accounting and Auditing Standards Monitoring Board and the Registrar General of Companies within the given time frames.

30. Annual General Meeting

The One Hundred and Sixth Annual General Meeting of the Company will be held on the 29th day of May 2015 at 3.00 p.m at the 8th Floor, No. 65C, Dharmapala Mawatha, Colombo 7. The Notice of Annual General Meeting is on page 76 of this Annual Report.

As at 31st March

Name of shareholders	2015		2014	
	No. of shares	%	No. of shares	%
Goodhope Asia Holdings Ltd	5,775,573	83.22	5,597,736	80.66
Selinsing PLC	744,984	10.73	744,984	10.73
Good Hope PLC	215,136	3.10	215,136	3.10
Indo-Malay PLC	153,576	2.21	153,576	2.21
Mr. K.C. Vignarajah	26,931	0.39	25,756	0.37
Mrs. S. Vignarajah	4,759	0.07	4,759	0.07
Dr. D. Jayantha	2,100	0.03	2,100	0.03
Mr. J.A.A. Chandrasiri	1,798	0.03	2,500	0.04
Best Real Invest Co Services (Private) Limited	1,706	0.02	1,651	0.02
Mr. N.K. PUNCHIHEWA	1,500	0.02	2,500	0.04
Mr. M.M.A. Ameen	1,200	0.02	1,200	0.02
Miss. K.R. Vignarajah	800	0.01	800	0.01
Dr. R.D. Kahandawa Arachchi	700	0.01	700	0.01
Mrs. F.H. Ameen	500	0.01	500	0.01
Mr. N.S.C. De Silva	500	0.01	500	0.01
Mr. P.K.D.F. Pitigala	500	0.01	500	0.01
Mr. V.H.D.S.S. Siriwardena	424	0.01	256	0.01
Mr. V. Baskerasundaram	400	0.01	411	0.01
Mrs. N.K.L. Munavir	400	0.01	557	0.01
Miss S. Subramaniam	300	0.01	300	0.01

32. **Internal Control and Risk Management**

The Board is responsible for the establishment of the Company's internal controls and its effectiveness. Internal control is established so as to safeguard the assets, prevent and detect frauds and irregularities and to make available, accurate and timely information. However, any system can provide only reasonable and not absolute assurance that errors and irregularities are prevented or detected within a reasonable time frame. The Board is of the view that the system of internal controls in place is sound and adequate to provide reasonable assurance. The Group's internal audit division plays an important role in assessing the effectiveness and the implementation of the internal control system. Further, the Audit Committee receives reports on the adequacy and effectiveness of the Company's internal control. The Board is also conscious of the risks and have identified and listed out the risks profile as given in pages 5 & 6 of this annual report. Action plans to monitor and manage these risks are incorporated into the business plans and reviewed on a continuous basis.

33. **Pending litigation**

There are no litigations currently pending against the Company.

34. **Human Resources**

The Company has no employees other than the plantation workers in its Malaysian operations, since the business and operation of the Company are managed by Agro Harapan Lestari Sdn. Bhd. The Company has had no material issues pertaining to employees and industrial relations during the year ended 31st March 2015.

Signed for and on behalf of the Board,

(Sgd.)

H. Selvanathan

Chairman

(Sgd.)

P.C.P. Tissera

Director

(Sgd.)

K.D. de Silva (Mrs.)

Director

Carsons Management Services (Pvt) Ltd

Secretaries

23rd April 2015

Audit Committee Report

Audit Committee

As provided by the Colombo Stock Exchange Listing Rules, the Audit Committee of Carson Cumberbatch PLC (CCPLC), the Parent Company of Goodhope Asia Holdings Limited (GAHL), functions as the Audit Committee of the Company.

The Audit Committee consists of the following members:

Audit Committee Members	Executive/ Non-Executive/ Independent
Mr.V.P. Malalasekera	Non-Executive/ Independent (CCPLC)
Mr. D.C.R. Gunawardena	Non-Executive (CCPLC)
Mr. F. Mohideen	Non-Executive/ Independent (CCPLC)

Mr.V.P. Malalasekera is a Non-Executive, Independent Director of CCPLC and a former Director of Ceylon Tobacco Company PLC.

Mr.D.C.R. Gunawardena is a Non-Executive Director of CCPLC and in most of its Group Companies. He is a Fellow of the Chartered Institute of Management Accountants, U.K.

Mr.F. Mohideen, a Non-Executive, Independent Director of CCPLC, was the former Deputy Secretary to the Treasury and a former Director of Bank of Ceylon and Securities and Exchange Commission of Sri Lanka.

The audit aspects of Shalimar (Malay) PLC are conducted within the Agenda of CCPLC - Audit Committee.

Meetings of the Audit Committee

CCPLC-Audit Committee held Three (03) Meetings during the Financial year to discuss matters relating to the Company.

The attendance of the Members of the Committee was as follows:

	Meetings Attended (out of 3)
Mr. V.P. Malalasekera	3
Mr. D.C.R. Gunawardena	3
Mr. F. Mohideen	3

The Audit Committee Meetings were attended by the Chief Financial Officer-Plantations and Oils & Fats Sector, Internal Auditors, as well as the Senior Management staff members.

The Committee met the External Auditors, Messrs. Ernst & Young twice during the year to discuss the audit scope and to deliberate the draft Financial Report and Accounts. The Audit Committee also discussed the draft Financial Report and Accounts with the External Auditors, without the management being present.

Purpose of the Audit Committee

To assist the Board of Directors in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control over financial reporting, the audit process and the Company's process for monitoring compliance with laws and regulations, Company policies and procedures and the code of conduct.

To ensure that the internal audit activity is well managed, so that it adds value to the organisation by being objective in providing relevant assurance, contributing to the effectiveness and efficiency of governance, risk management and control processes.

Financial Statements

The Interim Financial Statements of Shalimar (Malay) PLC have been reviewed by the Audit Committee Members at Audit Committee Meetings. The draft Financial Statements of Shalimar (Malay) PLC for the year ended 31st March 2015 were also reviewed at a Meeting of the Audit Committee Members, together with the External Auditors, Messrs. Ernst & Young, prior to release of same to the Regulatory Authorities and to the shareholders. The Audit Committee Members were provided with confirmations and declarations as required, by the Managers, Agro Harapan Lestari Sdn Bhd that the said Financial Statements were prepared in accordance with the Sri Lanka Accounting Standards (SLFRS/LKAS) and the information required by the Companies Act No. 7 of 2007 therein and presented a true and fair view of the Company's state of affairs as at that date and the Company's activities during the year under review.

Internal Audit

In accordance with the recommendation of the Audit Committee, financial audits are carried out annually, whilst field audits at estate level are planned and implemented every alternate year, which are carried out by the Plantation Sector Internal Audit Team. Accordingly, the Plantation Sector Internal Audit carried out a review as per the approved plan covering the plantation aspects for the current financial year.

External Audit

The Members of the Audit Committee have determined that Messrs. Ernst & Young, Chartered Accountants were independent on the basis that they did not carry out any special assignment on the operations of the Company. The Committee has reviewed the external audit plan, as well as the management letter and followed up on issues raised.

The Members of the Audit Committee have concurred to recommend to the Board of Directors the re-appointment of Messrs. Ernst & Young, Chartered Accountants, as Auditors for the financial year ending 31st March 2016, subject to the approval of the shareholders of Shalimar (Malay) PLC at the Annual General Meeting.

(Sgd.)

V.P. Malalasekera

Chairman – Audit Committee

Carson Cumberbatch PLC

23rd April 2015

Financial Reports

Independent Auditors' Report	23
Statement of Profit or Loss	24
Statement of Comprehensive Income	25
Statement of Financial Position	26
Statement of Changes in Equity	27
Cash Flow Statement	28
Notes to the Financial Statements	29

Independent Auditors' Report



Ernst & Young
Chartered Accountants
201 De Saram Place
P.O. Box 101
Colombo 10
Sri Lanka

Tel : +94 11 2463500
Fax Gen : +94 11 2697369
Tax : +94 11 5578180
eysl@hk.ey.com
ey.com

TO THE SHAREHOLDERS OF SHALIMAR (MALAY) PLC

Report on the Financial Statements

We have audited the financial statements of Shalimar (Malay) PLC ("the Company"), which comprise the statement of financial position as at 31 March 2015, and the statement of profit or loss, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information. (set out on pages 24 to 60)

Board's Responsibility for the Financial Statements

The Board of Directors ("Board") is responsible for the preparation of these financial statements that give a true and fair view in accordance with Sri Lanka Accounting Standards, and for such internal control as Board determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers 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 Board, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at March 31, 2015, and of its profit and cash flows for the year then ended in accordance with Sri Lanka Accounting Standards.

Report on Other Legal and Regulatory Requirements

As required by section 163 (2) of the Companies Act No. 07 of 2007, we state the following:

- a) The basis of opinion and scope and limitations of the audit are as stated above.
- b) In our opinion:
 - We have obtained all the information and explanations that were required for the audit and, as far as appears from our examination, proper accounting records have been kept by the Company.
 - The financial statements of the Company, comply with the requirements of section 151 of the Companies Act.

Ernst & Young
Chartered Accountants

23rd April, 2015
Colombo

අපගේ සේවාවන් ලබාදීමේදී අපගේ සේවකයන් විසින් සිදුකරනු ලබන කටයුතු සඳහා අපගේ සේවකයන්ගේ පුහුණුවීම සහ නිරීක්ෂණයන් මගින් සහතික කර ඇත. අපගේ සේවකයන්ගේ පුහුණුවීම සහ නිරීක්ෂණයන් මගින් සහතික කර ඇත. අපගේ සේවකයන්ගේ පුහුණුවීම සහ නිරීක්ෂණයන් මගින් සහතික කර ඇත. අපගේ සේවකයන්ගේ පුහුණුවීම සහ නිරීක්ෂණයන් මගින් සහතික කර ඇත.

Statement of Profit or Loss

<i>For the year ended 31st March</i>		2015	2014
	Note	Rs. '000	Rs. '000
Revenue	3	172,518	319,030
Direct operating costs		(55,706)	(55,922)
Gross Profit		116,812	263,108
Gain arising from changes in fair value of biological assets	11	2,994	14,122
Other income and gains	4	527	454
Administrative expenses		(28,078)	(29,685)
Profit Before Tax	5	92,255	247,999
Income tax expense	6	(26,053)	(36,654)
Profit for the Year		66,202	211,345
Earnings Per Share (Rs.)	7	9.54	30.45
Dividend Per Share * (Rs.)	7.1	3.56	30.97

The Accounting Policies and Notes from pages 29 to 60 form an integral part of these Financial Statements.

Figures in brackets indicate deductions.

* Includes first and final dividend proposed for the current year whereas, in the comparative period includes interim dividend paid and final dividend proposed.

Statement of Comprehensive Income

<i>For the year ended 31st March</i>		2015	2014
	Note	Rs. '000	Rs. '000
Profit for the Year		66,202	211,345
Other Comprehensive Income/(Loss)			
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods			
Exchange differences on translation of financial of foreign operations		(179,020)	(42,378)
Gain/(Loss) on change in fair value of available - for -sale financial assets		464,014	(282,924)
Net other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods		284,994	(325,302)
Other comprehensive income/(loss) not to be reclassified to profit or loss in subsequent periods			
Actuarial gain/(loss) on defined benefit plan	17	(294)	642
Income tax effect	16.1	71	(161)
Net other comprehensive income/(loss) not to be reclassified to profit or loss in subsequent periods		(223)	481
Other Comprehensive Income/(Loss) for the Year, Net of Tax		284,771	(324,821)
Total Comprehensive Income/(Loss) for the Year, Net of Tax		350,973	(113,476)

The Accounting Policies and Notes from pages 29 to 60 form an integral part of these Financial Statements.

Figures in brackets indicate deductions.

Statement of Financial Position

As at	Note	31st March 2015 Rs. '000	31st March 2014 Rs. '000
Assets			
Non-Current Assets			
Property, plant and equipment	10	1,346,918	1,508,754
Biological assets	11	198,706	219,516
Non-current financial assets	12	3,922,351	3,458,337
Total Non-Current Assets		5,467,975	5,186,607
Current Assets			
Inventories		231	342
Trade and other receivables	13	24,870	19,611
Advance and prepayments		577	175
Income tax receivable		4,226	-
Cash and cash equivalents		43,154	77,864
Total Current Assets		73,058	97,992
Total Assets		5,541,033	5,284,599
Equity and Liabilities			
Equity			
Stated capital	14	69,401	69,401
Retained earnings		307,584	320,583
Other reserves	15	5,105,490	4,820,496
Total Shareholders' Funds		5,482,475	5,210,480
Non-Current Liabilities			
Deferred tax liability	16	50,217	57,381
Retirement benefit obligations	17	2,674	2,358
Total Non-Current Liabilities		52,891	59,739
Current Liabilities			
Trade and other payables	18	3,121	10,872
Provision and accrued expenses		2,546	2,660
Taxation payable		-	848
Total Current Liabilities		5,667	14,380
Total Equity & Liabilities		5,541,033	5,284,599
Net Assets Per Ordinary Share (Rs.)		789.97	750.78

I certify that these Financial Statements are in compliance with the requirements of the Companies Act No. 7 of 2007.

(Sgd.)

C.S. Karunasena

Chief Financial Officer

The Board of Directors is responsible for the preparation and presentation of these Financial Statements.

The Accounting Policies and Notes from pages 29 to 60 form an integral part of these Financial Statements.

Signed for and on behalf of the Managers,

Signed for and on behalf of the Board,

(Sgd.)

M.R. Jiffrey

Director

(Sgd.)

H. Selvanathan

Chairman

(Sgd.)

P. C. P. Tissera

Director

Agro Harapan Lestari Sdn. Bhd.

23rd April, 2015
Colombo

Statement of Changes in Equity

	Note	Stated	Capital	Currency	Available	Retained	Total
		Capital	Accretion	Translation	For - Sale	Earnings	Shareholders'
		Rs. '000	Reserve	Reserve	Reserve	Rs. '000	Funds
			Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Balance as at 1st April 2013		69,401	1,523,893	(27,522)	3,649,427	343,469	5,558,668
Profit for the year		-	-	-	-	211,345	211,345
Other comprehensive income/(loss)		-	-	(42,378)	(282,924)	481	(324,821)
Total comprehensive income/(loss)		-	-	(42,378)	(282,924)	211,826	(113,476)
Final dividend - 2012/13	7.1	-	-	-	-	(98,756)	(98,756)
Interim dividend - 2013/14	7.1	-	-	-	-	(135,956)	(135,956)
Balance as at 31 March 2014		69,401	1,523,893	(69,900)	3,366,503	320,583	5,210,480
Balance as at 1st April 2014		69,401	1,523,893	(69,900)	3,366,503	320,583	5,210,480
Profit for the year		-	-	-	-	66,202	66,202
Other comprehensive income/(loss)		-	-	(179,020)	464,014	(223)	284,771
Total comprehensive income/(loss)		-	-	(179,020)	464,014	65,979	350,973
Final dividend - 2013/14	7.1	-	-	-	-	(78,978)	(78,978)
Balance as at 31 March 2015		69,401	1,523,893	(248,920)	3,830,517	307,584	5,482,475

The Accounting Policies and Notes from pages 29 to 60 form an integral part of these Financial Statements. Nature of the reserves are described in Note 15 to the Financial Statements.

Figures in brackets indicate deductions.

Cash Flow Statement

<i>For the year ended 31st March</i>		2015	2014
	Note	Rs. '000	Rs. '000
Cash Flows from Operating Activities			
Profit Before Taxation		92,255	247,999
Adjustments for:			
Depreciation on property, plant and equipment	10	1,858	1,313
Gain on disposal of property, plant and equipment		(477)	-
Write - off of property, plant and equipment		1,233	-
Provision for retirement benefit obligations	17	296	318
Interest income	3	(1,861)	(4,163)
Net gain from change in fair value of biological assets	11	(2,994)	(14,122)
Exchange differences in currency translation of Malaysian operations		(4,789)	(2,090)
Operating Profit Before Working Capital Changes		85,521	229,255
Decrease/(Increase) in inventories			
		111	(68)
Decrease/(Increase) in trade and other receivables			
		(5,661)	(7,565)
Increase/(Decrease) in trade payables and accruals			
		(7,815)	(2,613)
Cash Generated from/(used in) Operations		72,156	219,009
Tax paid			
		(29,888)	(36,460)
Retirement benefits obligations paid			
	17	-	(375)
Net Cash (Outflows)/Inflows from Operating Activities		42,268	182,174
Cash Flows from Investing Activities			
Proceeds from sale of property, plant and equipment			
		478	-
Purchase of property, plant and equipment			
	10	(288)	(656)
Interest income			
		1,861	4,163
Net Cash used in Investing Activities		2,051	3,507
Cash Flow from Financing Activities			
Dividend paid			
		(79,029)	(234,973)
Net Cash used in Financing Activities		(79,029)	(234,973)
Net (Decrease)/Increase in Cash & Cash Equivalents		(34,710)	(49,292)
Cash & Cash Equivalents at the Beginning of the Year		77,864	127,156
Cash & Cash Equivalents at the End of the Year (Note A)		43,154	77,864
Note A			
Cash & Cash Equivalents			
Cash and bank balances			
		23,731	43,465
Short-term deposits			
		19,423	34,399
		43,154	77,864

The Accounting Policies and Notes from pages 29 to 60 form an integral part of these Financial Statements.

Figures in brackets indicate deductions.

Notes to the Financial Statements

1. CORPORATE INFORMATION

1.1 General

Shalimar (Malay) PLC ("Company") is a public quoted company with limited liability, incorporated and domiciled in Sri Lanka. The registered office of the Company is located at No. 61, Janadhipathi Mawatha, Colombo 01 and the principal place of business is situated at Ladang Shalimar, 45700, Bukit Rotan, Selangor Darul Ehsan, Malaysia.

1.2 Principal Activities and Nature of Operations

During the year, the principal activities of the Company were cultivation of oil palm and selling of its Fresh Fruit Bunches and the managing and holding of an investment.

1.3 Parent Entity and Ultimate Parent Entity

The Company's parent entity is Goodhope Asia Holdings Limited incorporated in Singapore. In the opinion of the Directors, the Company's ultimate parent undertaking and controlling party is Bukit Darah PLC which is incorporated in Sri Lanka.

1.4 Date of Authorisation for Issue

The Financial Statements of Shalimar (Malay) PLC for the year ended 31 March 2015 was authorised for issue in accordance with a resolution of the board of directors on 23rd April 2015.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 General Accounting Policies

2.1.1 Statement of Compliance

The Financial Statements of Shalimar (Malay) PLC comprises the Statement of Financial Position and the Statement of Profit or loss, Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows, together with the Accounting Policies and Notes to the Financial Statements.

These Financial Statements are prepared in accordance with the Sri Lanka Accounting Standards laid down by the Institute of Chartered Accountants of Sri Lanka, and also in compliance with the requirements of the Companies Act No. 7 of 2007.

2.1.2 Basis of Preparation

The Financial Statements of the Company have been prepared in accordance with Sri Lanka Accounting Standards (SLFRS and LKAS) as issued by Institute of Chartered Accountants of Sri Lanka.

The Financial Statements have been prepared on a historical cost basis, except for the following material items in the statement of Financial Position,

- Biological assets are measured at fair value less cost to sell

Notes to the Financial Statements

- Available-for-sale financial assets are measured at fair value
- Land is measured at cost at the time of the acquisition and subsequently land is revalued

2.1.3 Comparative Information

The accounting policies have been consistently applied by the Company and, are consistent with those used in the previous year. Previous year's figures and phrases have been re-arranged whenever necessary to conform to current presentation.

2.2 Summary of Significant Accounting Policies

2.2.1 Conversion of Foreign Currencies

(a) Presentation Currency

The Financial Statements are presented in Sri Lankan Rupees.

(b) Investment Operations in Sri Lanka

The functional currency of the investment operations in Sri Lanka is Sri Lankan Rupees. Transactions in foreign currencies are initially translated into functional currency using the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies as at the reporting date are translated at the functional currency rate of exchange ruling at that date. The exchange differences arising on translation are taken to Statement of Profit or Loss.

(c) Operations in Malaysia

The functional currency of the foreign operations in Malaysia is the Malaysian Ringgit. As at the reporting date, the assets and liabilities of the Malaysian Operations are translated into the presentation currency (Sri Lankan Rupees) at the rate of exchange ruling at the reporting date and the items in the Statement of Profit or Loss are translated at the average exchange rate for the period. The exchange differences arising on the translation are recognised in other comprehensive income

2.2.2 Taxation

(a) Current Income Taxes

The Company's liability to taxation is computed in accordance with the provisions of the Inland Revenue Act, No. 10 of 2006 and the subsequent amendments thereto. Full consideration is given to the tax laws prevailing in the countries of incorporation and operation.

Liability to taxation of the Company is made after claiming relief available in terms of the Double Taxation Agreement entered into between the Governments of Malaysia and Sri Lanka.

(b) Deferred Taxation

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and

their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised for all temporary differences, except:

- Where the deferred tax liability arises from an asset or liability in a transaction that affects neither the accounting profit nor the taxable profit.

Deferred tax assets are recognised for all deductible differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profits will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- Where the deferred tax assets relating to deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that affects neither the accounting profit nor the taxable profit.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the deferred tax assets to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has

become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the assets are realised or the liabilities are settled, based on tax rates and tax laws that have been enacted or substantially enacted at the reporting date.

Current tax and deferred tax relating to items recognised directly in Statement of Other Comprehensive Income are also recognised in Statement of Other Comprehensive Income and not in the Statement of Profit or Loss.

Deferred tax assets and liabilities are set off if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Notes to the Financial Statements

2.2.3 Events occurring after the Reporting Period

The materiality of the events occurring after the reporting date is considered and appropriate adjustments or disclosures are made in the Financial Statements in accordance with LKAS 10 - Events after the reporting period.

2.3 Assets And Bases of their Valuation

Assets classified as current assets in the Statement of Financial Position are cash and those which are expected to be realised in cash during the normal operating cycle of the Company's business or within one year from the reporting date.

Assets other than current assets are those which the Company intends to hold beyond a period of one year from the reporting date.

2.3.1 Property, Plant & Equipment (1) Valuation

Property, Plant & Equipment are stated at cost or valuation less accumulated depreciation, provided on the basis stated in (3) below.

(2) Cost

Cost of Property, Plant & Equipment is the cost of acquisition or construction together with any expenses incurred in bringing the assets to its working condition for its intended use.

Expenditure incurred for the purpose of acquiring, extending or improving

assets of a permanent nature by means of which to carry on the business or to increase the earning capacity of the business has been treated as capital expenditure.

(3) Depreciation

The provision for depreciation is calculated by using a straight line method on the cost or valuation of all Property, Plant & Equipment other than freehold land, in order to write off such amounts over the estimated useful lives.

The Principal Annual rates used are:

	No. of years
Freehold buildings	20
Plant & machinery	10
Furniture, fittings & office equipment	8-10
Motor vehicles	4

No depreciation is Provided on freehold land.

Depreciation of an asset begins when it is available for use whereas depreciation of an asset is ceased at the earlier of the date that the asset is classified as held for sale and the date that the asset is derecognised.

The appropriateness of useful lives of the assets and the residual value is assessed annually.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(4) Plantations**(a) Permanent Land Development Costs**

Land development costs incurred in respect of developing the land for cultivation which are permanent in nature, are capitalised as “land cost”.

(b) Revaluation of Land

Revaluation of the freehold land in Malaysia is carried out on an annual basis in order to ensure that the book value reflects the market value. Any surplus or deficit arising therefrom is adjusted through the Capital Accretion Reserve once in every three years, unless there is a significant change in the valuation in which case it is recognised immediately.

2.3.2 Biological Assets

Biological assets represent immature and mature palm oil plantations and are stated at fair value less costs to sell. Oil palm trees have an average life up to 26 years, with the first 30 to 36 months as immature and the remaining years as mature. As market determined prices or values are not readily available for plantations in its present condition, the Company uses the present value of expected future cash flows (excluding any future cash flows for financing the assets, taxation, or re-establishing plantations after harvest) from the asset, discounted at a current market determined pre-tax rate in determining fair values.

Gains or losses arising on initial recognition of plantations at fair values less costs to sell and from the change in fair values of plantations at each reporting date are included in the Statement of Profit or Loss for the period in which they arise.

2.3.3 Financial Instruments — Initial Recognition and Subsequent Measurement

Financial assets within the scope of LKAS 39 are broadly categorised as financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Company determines the classification of its financial assets at initial recognition.

All financial assets are recognised initially at fair value plus (in the case of assets not at fair value through profit or loss) directly attributable transaction costs.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Notes to the Financial Statements

The Company's financial assets include cash and short-term deposits, trade and other receivables, quoted and unquoted financial instruments.

Subsequent Measurement

The subsequent measurement of financial assets depends on their classification as follows:

(a) Trade and Other Receivables

Trade and other receivables are non-derivative financial assets with fixed or determinable payments. They do not contain assets that are quoted in an active market. Trade and other receivables are initially recognised at fair value plus any directly attributable transaction cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method (EIR), less impairment. The losses arising from impairment are recognised in the profit or loss as a part of administration costs.

(b) Available-For-Sale Financial Investments

Available-for-sale financial investments include equity securities. Equity investments classified as available-for-sale are those, which are neither classified as held for trading nor designated at fair value through profit or loss.

After initial measurement, available-for-sale financial investments are subsequently measured at fair value with unrealised gains or losses recognised as other comprehensive income in the available-for-sale reserve until the investment is derecognised, at which time the cumulative gain or loss is recognised in other operating income, or determined to be impaired, at which time the cumulative loss is reclassified to the Statement of Profit or Loss in finance costs and removed from the available-for-sale reserve.

Fair value of investments in unquoted ordinary shares are determined based on the fair value of consolidated net assets of such companies and fair value of investment in quoted shares is determined by reference to published price quotation in an active market.

The Company evaluates its available-for-sale financial assets to determine whether the ability and intention to sell them in the near term is still appropriate. Reclassification to loans and receivables is permitted when the financial assets meet the definition of loans and receivables and the Company has the intent and ability to hold these assets for the foreseeable future or until maturity.

Derecognition

A financial asset is derecognised when:

- The rights to receive cash flows from the asset have expired
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all of the risks and rewards of the asset nor transferred control of it, the asset is recognised to the extent of the Company's continuing involvement in it.

Impairment of Financial Assets

The Company assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. A financial asset is deemed to be impaired if, and

only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

Financial Assets Carried at Amortised Cost

For financial assets carried at amortised cost, the Company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the assets carrying amount and the present

Notes to the Financial Statements

value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the Statement of Profit or Loss. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account.

(c) Cash & Cash Equivalents

Cash and cash equivalents are cash in hand, demand deposits and short-term highly liquid investments, readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

For the purpose of Cash Flow Statement, cash and cash equivalents consist of cash in hand and deposits in banks net of outstanding bank overdrafts. Investments in money market instruments with short maturities i.e. three months or less from the date of acquisition are also treated as cash equivalents.

Financial Liabilities

Initial Recognition and Measurement

Financial liabilities within the scope of LKAS 39 are broadly

categorised as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, carried at amortised cost. This includes directly attributable transaction costs. The Company's financial liabilities include trade and other payables.

Subsequent Measurement

Trade and other payables are measured at amortised cost.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired.

2.3.4 Inventories

Inventories except for fresh fruit bunches are stated at cost or net realisable value whichever is lower, after making due allowance for obsolete and slow moving items. Fresh fruit bunches are stated at since realised values.

The value of consumables is determined on a weighted average cost basis.

2.3.5 Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non-financial assets is impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the group of non-financial asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell or its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of non-financial assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

2.4 Liabilities and Provisions

Liabilities classified as current liabilities in the Statement of Financial Position are those obligations payable on demand or within one year from the reporting date. Items classified as non-current liabilities are those obligations which become payable beyond a period of one year from the reporting date.

All known liabilities have been accounted for in preparing these Financial Statements. Provisions and liabilities are recognised when the Company has a legal or constructive obligation as a result of past events and it is probable that an outflow of economic benefits will be required to settle the obligation.

2.4.1 Retirement Benefit Obligations

(a) Defined Benefit Plans - Retirement Gratuity

Gratuity is a defined benefit plan. The Company is liable to pay gratuity in terms of relevant statute.

The Company's operations in Malaysia are liable to pay Retirement Gratuity where employees have served in the Company's operations in Malaysia for more than five years and fulfilling the conditions in the Malaysian Agricultural Producers Association and National Union Plantation Worker's agreements.

The Company measures the present value of the promised retirement benefits of gratuity which is a defined benefit plan with the advice of an actuary every year using "Projected Unit Credit Method". An actuarial valuation of the gratuity liability of the Company as at 31 March 2015 was undertaken by Actuarial and Management Consultants (Pvt) Ltd, a firm of professional actuaries. The result of such valuation was incorporated in these Financial Statements.

Notes to the Financial Statements

The define benefit costs comprise the following:

- Service cost
- Interest cost on the define benefit liability
- Re-measurement of define benefit liability

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognised as expense in profit or loss. Past service costs are recognised when plan amendment or curtailment occurs.

Interest on the defined benefit liability is the change during the period in the defined benefit liability that arises from the passage of time which is determined by applying the discount rate based on the yield on long term government bonds to the defined benefit liability. The interest on the defined benefit liability is recognised as expense or income in profit or loss.

Re-measurements comprising actuarial gains and losses are recognised immediately in other comprehensive income in the period in which they arise. Re-measurements are recognised in retained earnings within equity and are not reclassified to profit or loss in subsequent periods.

Further, this liability is not externally funded.

(b) Defined Contribution Plans - EPF

All employees who are eligible for Defined Provident Fund contributions in Malaysia are covered by relevant contribution funds in line with the relevant statutes.

Employer's contribution to Defined Provident Fund covering the employees is recognised as an expense in the Statement of Profit or Loss in the period in which it is incurred.

2.4.2 Capital Commitments and Contingencies

All material capital commitments and contingent liabilities which exist as at the reporting date are disclosed in the respective notes to the Financial Statements.

2.5 Statement of Profit or Loss

2.5.1 Revenue

Revenue represents proceeds from sale of fresh fruit bunches from Malaysian Operations and investment income from Sri Lankan operations.

2.5.2 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue and associated costs incurred or to be incurred can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable net of trade discounts and sales taxes. The following specific criteria are used for the purpose of recognition of revenue:

Sale of fresh fruit bunches - upon delivery and acceptance by customers.

Dividend income - when the shareholders' right to receive dividend is established.

Interest income - accrued on a time proportionate basis.

Other income - on an accrual basis.

2.5.3 Expenditure Recognition

The expenses are recognised on an accrual basis. All expenditure incurred in the ordinary course of business and in maintaining the Property, Plant & Equipment in a state of efficiency has been charged to income in arriving at the profit for the year.

For the purpose of presentation of the Statement of Profit or Loss, the Directors are of the opinion that “function of expenses” method presents fairly the elements of the Company’s performance, and hence such presentation method is adopted.

2.6 Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company’s other components. All operating segments’ operating results are reviewed regularly by the senior management to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the senior management and board of directors include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Segment capital expenditure is the total cost incurred during the period to acquire property, plant and equipment.

2.7 Related Party Disclosures

Disclosures are made in respect of related party transactions in accordance with LKAS 24.

2.8 Critical Accounting Estimates and Judgments

The preparation of Financial Statements in conformity with Sri Lanka Accounting Standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

The estimates and underlying assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Notes to the Financial Statements

Estimates/Judgments made by management in the application of Sri Lanka Accounting Standards that have a significant effect on the Financial Statements are mentioned below.

	Policy	Note
Property, plant & equipment valuation and depreciation	2.3.1	10
Deferred tax	2.2.2(b)	16
Impairment of assets	2.3.3 /2.3.6	-
Employee benefit liabilities	2.4.1	17
Financial instrument	2.3.3	9/12/13/18
Biological assets valuation	2.3.2	11

2.9. Current Versus Non-Current Classification

The Company presents assets and liabilities in Statement of Financial Position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading

- Expected to be realised within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.10. Fair Value Measurement

The Company measures financial instruments such as investment in equity instruments, and non-financial assets such as biological assets, land, at fair value at each reporting date. Fair value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed are summarised in the following notes:

	Note
Disclosures for valuation methods, significant estimates and assumptions	9/10/11
Quantitative disclosures of fair value measurement hierarchy	9
Investment in unquoted equity shares	9/12.1
Property, plant and equipment under revaluation model	10
Financial instruments	12.2

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or

- In the Absence of a principal market, the most advantageous market for the asset or liability.
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Notes to the Financial Statements

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as Biological Assets and Freehold Land. Involvement of external valuers is decided upon annually by the Management after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with the

Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

The Management presents the valuation results to the Audit Committee and the Company's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.11 Standards Issued But Not Yet Effective

The standards and amendments and interpretations that are issued but not yet effective up to the date of issuance of the Company's Financial Statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

(a) SLFRS 9 -Financial Instruments: Classification and Measurement

SLFRS 9, as issued, reflects the first phase of work on replacement of LKAS 39 and applies to classification and measurement of financial assets and liabilities.

This standard was originally effective for annual periods commencing on or after 01 January 2015. However, the effective date has been deferred subsequently.

(b) SLFRS 14 - Regulatory Deferral Accounts

The scope of this standard is limited to first-time adopters of SLFRS that already recognise regulatory deferral account balances in their Financial Statements. Consequently, the Financial Statements of rate regulated entities that already apply SLFRS, or that do not otherwise recognise such balances, will not be affected by this standard. This standard is effective for the annual periods beginning on or after 01 January 2016.

(c) SLFRS 15 -Revenue from Contracts with Customers

SLFRS 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaces existing revenue recognition guidance, including LKAS 18 Revenue, LKAS 11 Construction Contracts and IFRIC 13 Customer Loyalty Programmes. This standard is effective for the annual periods beginning on or after 01 January 2017.

(d) Amendments to LKAS 16 - Property, Plant and Equipment and LKAS 41-Agriculture

The amendments change the accounting requirements for biological assets that meet the definition of bearer plants. Under the amendments, biological assets that meet the definition of bearer plants will no longer be within the scope of LKAS 41. Instead, LKAS 16 will apply. After initial recognition, bearer plants will be measured under LKAS 16 at accumulated cost (before maturity) and using either the cost model or revaluation model (after maturity). The amendments also require that produce that grows on bearer plants will remain in the scope of LKAS 41 measured at fair value less costs to sell. This amendment is retrospectively effective for annual periods beginning on or after 1 January 2016, with early adoption permitted.

Pending the detailed review on the above standards and interpretations, the extent of the impact has not been determined by the Management.

Notes to the Financial Statements

<i>For the year ended 31st March</i>		2015	2014
		Rs. '000	Rs. '000
3. REVENUE			
Oil Palm:			
Sale of fresh fruit bunches		170,657	215,614
Investment:			
Dividend income		-	99,252
Interest income		1,861	4,164
		172,518	319,030
4. OTHER INCOME AND GAINS			
Other income		527	454
		527	454
5. PROFIT BEFORE TAX			
is stated after charging all expenses including the following:			
Depreciation (Note 10)		1,858	1,313
Management fee, performance incentive and sales commission (Note 24.1)		20,207	22,940
Professional fees		2,657	2,901
Auditors' remuneration		668	654
Directors' fees (Note 24.2)		900	900
Personnel costs (Note 5.1)		24,149	23,674
5.1 Personnel Costs*			
Salaries, wages and other staff related expenses		22,911	22,320
Defined contribution plans - EPF		942	1,036
Retirement benefit obligations (Note 17)		296	318
		24,149	23,674
*The Company has no employees other than the plantation workers in its Malaysian operations.			
6. TAXATION			
6.1 Major Components of Income Tax Expense			
The major components of income tax expense for the 12 months period ended 31 March 2015 and 31 March 2014 are:			
Statement of Profit or Loss:			
Current Income Tax			
- Current year income tax expense		24,813	33,687
Deferred Tax			
- Origination/(reversal) of temporary differences (Note 16)		1,240	2,967
Income tax expense reported in the Statement of Profit or Loss		26,053	36,654
Other Comprehensive Income			
Deferred tax on actuarial gains and losses (Note 16)		(71)	161
Income tax charged directly to other comprehensive income		(71)	161

6.2 Relationship between tax expense and accounting profit

The reconciliation between tax expense and the product of accounting profit multiplied by the applicable corporate tax rate for 12 months period ended 31 March 2015 and 31 March 2014 are as follows:

<i>For the year ended 31st March</i>	2015	2014
	Rs. '000	Rs. '000
Profit before tax	92,255	247,999
Tax at the domestic rates applicable to profits generated in Countries where the Company operates	11,349	30,519
Adjustments:		
Non-deductible expenses	1,288	979
Income not subject to tax		
Including biological gains (Note 6.3 (d) & Note 11)	(364)	(13,642)
Double tax credit for Malaysian Branch (Note 6.3 (c))	(11,819)	(16,597)
Others-Taxation in Malaysian Branch (Note 6.3 (a))	24,359	32,428
Deferred Tax (Note 16)	1,240	2,967
Income tax expense recognised in profit or loss	26,053	36,654

6.3 Taxation of Profits

- (a) The provision for taxation on profits from plantation activities is based on the Company's liability to income tax in Malaysia. Profits from plantation activities are liable to tax in Malaysia at a rate of 25% (2014 - 25%).
- (b) During the year ended 31 March 2015, as provided for under Section 46 of the Inland Revenue Act No. 10 of 2006 amendments and thereto, these profits are liable to tax in Sri Lanka at 12% (2014 - 12%).
- (c) In terms of the double tax treaty agreement entered into between Sri Lanka and Malaysia, the Company is entitled to claim credit for tax paid in Malaysia, when calculating the Company's tax liability in Sri Lanka on profits from plantation in Malaysia.
- (d) In terms of Section 9 & 10 of the Inland Revenue Act No. 10 of 2006 and amendments thereto, dividend and interest income received from Malaysia is exempt from income tax.
- (e) Profits of the Company, other than such referred to in Note 6.3 (b) and (d) are liable to tax at a rate of 28% (2014 - 28%).

6.4 Dividend Tax

Dividend distribution would consist of a distribution of operational profits and a redistribution of dividend income. Redistribution of dividend income received from an already taxed source would not be liable to dividend tax.

Notes to the Financial Statements

7. EARNINGS PER SHARE

The calculation of Earnings per ordinary share of Rs. 9.54 (2014 - Rs. 30.45) is based on the profit after taxation over the weighted average number of ordinary shares in issue during the year.

Given below is the computation of Earnings Per Share;

<i>For the year ended 31st March</i>	2015	2014
Numerator		
Profit for the Year (Rs.)	66,201,606	211,345,541
Profit attributable to ordinary shareholders (Rs.)	66,201,606	211,345,541
Denominator		
Number of ordinary shares (Note 14)	6,940,080	6,940,080
Earnings Per Share (Rs.)	9.54	30.45
<i>For the year ended 31st March</i>	2015	2014
	Rs. '000	Rs. '000

7.1. Dividend Paid or Proposed

Dividends Paid during the year

Dividends on ordinary shares:

Interim Dividend for 2015: Rs. Nil per share

(2014: Rs. 19.59 per share)

- 135,956

Final Dividend for 2014: Rs. 11.38 per share

(2013: Rs. 14.23 per share)

78,978 98,756

Dividend proposed for approval at AGM (not recognised as a liability as at 31st March)

2015: Rs. 3.56 per share (2014: Rs. 11.38 per share)

24,707 78,978

<i>For the year ended 31st March</i>	2015	2014
Dividend Per Share (Rs.) *	3.56	30.97

*Dividend per share is calculated by considering first and final dividend proposed for the year under review whereas, in the comparative period considering interim dividend paid and final dividend proposed.

8. FOREIGN CURRENCY TRANSLATION

The Accounting Policy of foreign currency translation is shown under 2.2.1 of summary of significant accounting policies. The principal exchange rates used for conversion of foreign currency balances are as follows:

<i>As at 31st March</i>	2015	2014
	Rs.	Rs.
Malaysian Ringgit	35.80	40.05
US Dollar	133.32	130.73

09.

FAIR VALUE MEASUREMENT

The following table provides the fair value measurement hierarchy of the Company's assets which are stated as fair values.

Fair value measurement hierarchy for assets as at 31 March 2015 and 2014:

	Date of valuation	Total Rs. '000	Fair value measurement using		
			Quoted prices in active markets (Level 1) Rs. '000	Significant observable inputs (Level 2) Rs. '000	Significant unobservable inputs (Level 3) Rs. '000
Assets measured at fair value:					
As at 31 March 2015					
Non-Financial Assets					
Land (Note: 10)	31 March 2013	1,324,704	-	-	1,324,704
Biological Assets (Note: 11)	31 March 2015	198,706	-	-	198,706
Non-Financial Assets as at 31 March 2015					
1,523,410					
Available-for-sale (AFS) financial assets					
Unquoted equity shares					
Shallimar Developments Sdn.Bhd (Note: 12.1)	31 March 2015	3,922,351	-	-	3,922,351
AFS financial assets as at 31 March 2015					
3,922,351					
As at 31 March 2014					
Non-Financial Assets					
Land (Note: 10)	31 March 2013	1,481,757	-	-	1,481,757
Biological Assets (Note: 11)	31 March 2014	219,516	-	-	219,516
Non-Financial Assets as at 31 March 2014					
1,701,273					
AFS financial assets					
Unquoted equity shares					
Shallimar Developments Sdn.Bhd (Note: 12.1)	31 March 2014	3,458,337	-	-	3,458,337
AFS financial assets as at 31 March 2014					
3,458,337					

Key assumptions, methods of valuations and significant unobservable inputs for assets categorised under Level 3 of the Fair value measurement hierarchy are disclosed under Note 10, 11 and 12 to the Financial Statements.

Notes to the Financial Statements

10. PROPERTY, PLANT & EQUIPMENT

	Freehold Land	Freehold Buildings	Plant, Machinery & Equipment	Furniture and Fittings	Motor Vehicles	Total
	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Cost/Valuation						
As at 01 April 2014						
Additions	1,481,757	35,364	1,137	1,366	9,231	1,528,855
Disposals	-	-	-	288	-	288
Write-off	-	(1,381)	(369)	-	(2,385)	(2,385)
Translation adjustment for the year	(157,053)	(3,602)	(82)	(158)	(979)	(1,750)
As at 31 March 2015	1,324,704	30,381	686	1,496	5867	1,363,134
Depreciation						
As at 01 April 2014						
Charge for the year	-	9,574	904	1001	8,622	20,101
Disposals	-	1,520	54	62	222	1,858
Write-off	-	(148)	(369)	-	(2,385)	(2,385)
Translation adjustment for the year	-	(1,736)	(61)	(107)	(937)	(517)
As at 31 March 2015	-	9,210	528	956	5,522	16,216
Net Book Value						
As at 31 March 2015	1,324,704	21,171	158	540	345	1,346,918
As at 31 March 2014	1,481,757	25,790	233	365	609	1,508,754

(i) The freehold land was revalued on 31st March 2013 based on existing use basis, by an independent valuer Enck W. M. Malik, a member of the Institution of Surveyors, Malaysia, a partner with W. M. Malik & Kamaruzaman. The Company has obtained a confirmation of the value of freehold land as at 31st March 2015 from the same valuer, and the carrying value approximates its fair value.

Valuation technique	Significant unobservable valuation input
---------------------	--

Existing use basis	Indicative market value of comparable land
--------------------	--

Significant increases (decreases) in Indicative market value per hectare of comparable land would result in a significantly higher (lower) fair value measurement.

- (ii) The carrying value of the freehold land, if the asset was carried at historical cost would be Rs. 22 mn (2014 - Rs. 22 mn).
- (iii) Property, plant & equipment includes fully depreciated assets having a gross carrying amount of Rs. 13.94 mn (2014 - Rs. 14.40 mn).
- (iv) All property, plant and equipment are located in Malaysia.
- (v) During the financial year, the Company acquired and paid for property, plant and equipment to the aggregate value of Rs. 0.29 mn (2014: Rs.0.66 mn).

<i>As at</i>	31st March 2015 Rs. '000	31st March 2014 Rs. '000
11. BIOLOGICAL ASSETS		
Carrying value at the beginning of the year	219,516	211,105
Gain arising from changes in fair value	2,994	14,122
	222,510	225,227
Currency translation differences	(23,804)	(5,711)
Carrying value at the end of the year	198,706	219,516

Biological assets represent mature palm oil plantations in Malaysia. As market determined prices or values are not readily available for plantations in its present condition, the Company uses present value of expected future cash flows from the assets of the plantation, discounted at current market determined pre-tax rate in establishing the fair value.

Gains or losses arising on initial recognition of plantations at fair value less costs to sell and from the changes in fair values of plantations at each reporting date are included in the profit or loss for the respective period. The deferred tax impact on recognition of biological assets has been charged to the Statement of Profit or Loss.

Analysis of biological assets are as follows:

	2015 Rs. '000	2014 Rs. '000
Plantation Values		
Mature Plantation	198,706	219,516
	198,706	219,516
	Ha	Ha
Plantation Area		
Mature Plantation	304.50	304.50
	304.50	304.50

11.1 The Company obtains the services of an independent professional valuer to establish the fair value of the biological assets. Accordingly, the biological assets of the Company have been valued as at 31st March 2015 and 31st March 2014 by KJPP Rengganis, Hamid & Partners of Indonesia. These valuations are performed in accordance with international valuation standards, using the following key assumptions:

- (a) Projected economic production life of palm oil plants is 22 years (2014: 22 years) after maturity.
- (b) Malaysian discount rate per annum of 8.58% in 2015 (2014: 8.27%).
- (c) This valuation is based on market FFB Price. FFB price for the first year is estimated at RM 466 per MT. FFB price is projected to increase for second year at RM 520 per MT. The third year is estimated at RM 517 per MT. The fourth and fifth years are estimated at RM 516 MT. The remaining years are estimated at RM 516 per MT.
- (d) Yield per hectare of 16 MT to 29 MT in 2015 (2014: 20 MT to 37 MT). Yield per hectare is based on year of planting, maturity profile and terrain of the plantation.

Notes to the Financial Statements

11.2 Sensitivity of the key assumptions used

	FFB Price		Discount Rate		Yield	
	5% Increase	5% Decrease	1% Increase	1% Decrease	5% Increase	5% Decrease
	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Effect on the carrying value of biological assets	6,981	(6,981)	(5,835)	5,871	5,871	(5,943)

12. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

12.1. Non-Current Financial Assets

As at	31st March 2015 Rs. '000	31st March 2014 Rs. '000
Available-for-sale investments		
Unquoted equity shares (12.1.a)	3,922,351	3,458,337
Total available-for-sale investments	3,922,351	3,458,337
Total financial assets: Non-Current	3,922,351	3,458,337

12.1.a Available-for-sale investment — Unquoted Equity Shares

The Company holds a 13.33% equity investment (2014: 13.33%) in Shalimar Development Sdn. Bhd (SDSB), an investment holding company incorporated in Malaysia. The sole equity investment of SDSB is in PT Agro Indomas (PTAI), an oil palm plantation company based in Indonesia, in which it has a controlling interest. The Company has designated its investment in SDSB as an available-for-sale investment.

12.2. Fair Values

Set out below is a comparison by class of the carrying amounts and fair values of the Company's financial Instruments that are carried in the Financial Statements.

As at	31st March 2015 Rs. '000	31st March 2014 Rs. '000	31st March 2015 Rs. '000	31st March 2014 Rs. '000
Financial assets	Carrying amount		Fair value	
Available for sale investments	3,922,351	3,458,337	3,922,351	3,458,337
Total	3,922,351	3,458,337	3,922,351	3,458,337

The value of the Company's unquoted investment in SDSB has been determined based on the fair value of SDSB's investment in PTAI. In arriving at fair value of SDSB's investment in PTAI, property, plant and equipment and biological assets have been valued with reference to market based information by an independent professional valuer as at 31 December 2014.

The Management assessed that the fair value of cash and short term deposits, trade and other receivable, trade and other payable approximate their carrying amount largely due to the short terms maturities of these instruments.

12.3. Description of significant unobservable inputs to valuation:

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy (Note 9) together with a quantitative sensitivity analysis as at 31 March 2015 are as shown below:

Assets	Valuation technique	Significant unobservable inputs	Range	Sensitivity of the input to fair value
AFS assets in unquoted equity shares-Shalimar Developments Sdn. Bhd.	Fair Value of Consolidated net Assets	Fair Value of Consolidated Net Assets per Share	+ or - 5%	Change in business operations of the investee Company would result in a change in net assets value. 5% increase (decrease) in the fair value of consolidated net asset per share would result in an increase (decrease) in fair value by Rs.196 mn

13. TRADE AND OTHER RECEIVABLES

<i>As at</i>	31st March 2015 Rs. '000	31st March 2014 Rs. '000
Trade debtors	9,284	19,256
Other Debtors	-	355
Amounts Due From Related companies		
– Indo-Malay PLC (Fellow Subsidiary)	15,586	-
	24,870	19,611

Notes to the Financial Statements

As at 31 March, the ageing analysis of trade receivables is as follows:

	Total Rs.'000	Neither Past due nor impaired Rs.'000	Past due but not impaired			
			<30 days Rs.	30 -60 days Rs.	61 - 90 days Rs.	90 days Rs.
At 31 March 2015	9,284	9,284	-	-	-	-
At 31 March 2014	19,256	19,256	-	-	-	-

14. STATED CAPITAL

<i>As at</i>	31st March 2015 Rs. '000	31st March 2014 Rs. '000
Issued and Fully Paid-Ordinary		
6,940,080 Ordinary Shares	69,401	69,401
	69,401	69,401

15. OTHER RESERVES

<i>As at</i>	31st March 2015 Rs. '000	31st March 2014 Rs. '000
Currency translation reserve	(248,920)	(69,900)
Available-for-sale reserve	3,830,517	3,366,503
Capital accretion reserve	1,523,893	1,523,893
	5,105,490	4,820,496

Currency translation reserve

Currency translation reserve represents exchange differences arising from the translation of the Financial Statements of foreign operations whose functional currencies are different from that of the Company's presentation currency.

Available-for-sale reserve

Available-for-sale reserve represents the excess between the fair value and cost of available-for-sale financial assets.

Capital accretion reserve

Capital accretion reserve includes surplus arising from revaluation of property, plant and equipment.

The movements of the above reserves are given in the Statement of Other Comprehensive Income.

16. DEFERRED TAX

	Statement of financial position		Statement of profit or loss	
	31st March 2015	31st March 2014	2015	2014
	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Deferred Tax Liability				
Deferred Tax on Property, Plant & Equipment	3,681	3,633	48	832
Deferred Tax on Biological Assets	55,891	54,879	1,012	2,103
	59,572	58,512	1,060	2,935
Deferred Tax Assets				
Defined Benefit Plans -				
Through Statement of Profit or Loss	(571)	(751)	180	31
Defined Benefit Plans -				
Through Other Comprehensive Income	(71)	161	-	
Provision for Ex-Gratia	(11)	(11)	-	1
	(653)	(601)	180	32
Effect of Exchange Rate movement	(8,702)	(530)	-	-
Deferred Tax expense			1,240	2,967
Net Deferred Tax Liability	50,217	57,381		
			2015	2014
			Rs. '000	Rs. '000

16.1 Reconciliation of Deferred Tax Charge / (Reversal)

Deferred Tax Charge/ (Reversal) reported in the Statement of Profit or Loss	1,240	2,967
Deferred Tax Reversal reported in Other Comprehensive Income	(71)	161
	1,169	3,128

17. RETIREMENT BENEFIT OBLIGATIONS

As at	31st March 2015	31st March 2014
	Rs. '000	Rs. '000
Retirement Benefits Obligation-Gratuity		
Beginning of the year	2,358	3,129
Charge for the year (Note 17.1)	296	318
Actuarial gain - Recognised in Other Comprehensive Income	294	(642)
Payments made during the year	-	(375)
Exchange Loss	(274)	(72)
End of the year	2,674	2,358

Notes to the Financial Statements

Messrs. Actuarial & Management Consultants (Pvt) Ltd. Independent Actuaries, carried out an actuarial valuation of the defined benefit plan gratuity on March 31, 2015. Appropriate and compatible assumptions were used in determining the cost of retirement benefits. The principal assumptions used are as follows:

	2015	2014
Discount Rate	4%	4%
Salary Increase Rate	3%	3%
Withdrawal Rate	10%	10%

	2015	2014
	Rs. '000	Rs. '000
17.1 Charge for the year		
Interest Cost	208	122
Current Service Cost	88	196
	296	318

17.2 Sensitivity of the principal assumptions used

	Expected Future Salaries		Discount Rate	
	0.5% increase	0.5% decrease	1% increase	1% decrease
	Rs. '000	Rs. '000	Rs. '000	Rs. '000
The Change in Present value of Defined Benefit Obligation	89	(86)	(211)	243

17.3 The average future working life of the defined benefit obligation at the end of the reporting period is 8 years.

18. TRADE AND OTHER PAYABLES

As at	31st March 2015	31st March 2014
	Rs. '000	Rs. '000
Trade creditors	2,738	10,438
Unclaimed dividend	383	434
	3,121	10,872

19. SEGMENTAL REPORTING

For Management purpose , the Company is organised into the following two business segments.

(A) Industry

	Oil Palm		Investments		Company	
	2015	2014	2015	2014	2015	2014
	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Revenue						
External revenue	170,657	215,614	1,861	103,416	172,518	319,030
	170,657	215,614	1,861	103,416	172,518	319,030
Result						
Segment result	93,746	147,439	(1,491)	100,560	92,255	247,999
Taxation	(25,760)	(35,729)	(293)	(925)	(26,053)	(36,654)
	67,986	111,710	(1,784)	99,635	66,202	211,345

Other Information

Segment assets	1,598,455	1,790,535	3,942,578	3,494,064	5,541,033	5,284,599
Segment liabilities	56,898	72,514	1,660	1,605	58,558	74,119
Capital expenditure	288	656	-	-	288	656
Depreciation	1,858	1,313	-	-	1,858	1,313
Retirement benefits charge	296	318	-	-	296	318

(B) Geographical

	Malaysia		Sri Lanka		Company	
	2015	2014	2015	2014	2015	2014
	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Revenue	170,657	215,614	1,861	103,416	172,518	319,030
Non-Current Assets	1,545,624	1,728,270	3,922,351	3,458,337	5,467,975	5,186,607

Notes to the Financial Statements

20. CONTRACTS FOR CAPITAL EXPENDITURE

There were no material contracts for capital expenditure as at the reporting date.

21. ASSETS PLEDGED

There were no assets pledged as at the reporting date.

22. EVENTS AFTER THE REPORTING PERIOD

After satisfying the solvency test in accordance with Section 57 of the Companies Act No. 7 of 2007, the Directors recommended the payment of first and final dividend of Rs. 3.56 per share for the year ended 31st March 2015. However, in accordance with Sri Lanka Accounting Standard No. 10 (LKAS-10) Events After the Reporting Period, this proposed first and final dividend has not been recognised as a liability as at 31st March 2015. This would result in a total outflow of Rs. 24.71 mn subject to approval at the forthcoming Annual General Meeting.

There were no circumstances which require adjustment to or disclosures in these Financial Statements other than disclosed above.

23. CONTINGENT LIABILITIES

As per the interim Budget 2015 passed in the Parliament of Sri Lanka on 07th February 2015, the Government proposed a one off 25% Super Gain Tax (SGT) be imposed on companies based on either the company level or consolidated level, if in a Group profits if same is in excess of Rs. 2,000 mn profit before income tax as per the Audited Financial Statement in the Financial Year 2013/14. The Bill in respect of the above budget proposal was issued by the Government of Sri Lanka on 30th March 2015. The consolidated profit before tax of Carson Cumberbatch PLC, the parent Company of Goodhope Asia Holdings Limited, exceeds this threshold.

Accordingly, the Company will become liable for SGT based on taxable income for the year of assessment 2013/14. SGT is to be paid in three instalments commencing from 15th May 2015. The probable impact of SGT on the Company is estimated at approximately Rs. 33.56 mn. However, as of the date of authorising the Financial Statements by the Board of Directors, this bill has not been passed in the Parliament. Only in the event the Bill is enacted as law, the Company will become liable to pay the estimated SGT.

There are no other material contingent liabilities as at the reporting date.

24. RELATED PARTY DISCLOSURES
24.1 Transactions with Related Companies - 2015

Name of the Company	Relationship	Nature of Transaction	Transaction Value During the year Rs. '000	Amount Outstanding as at 31.03.2015 Rs. '000
01 Agro Harapan Lestari Sdn. Bhd. (AHL SB)	Fellow Subsidiary (Managers)	Management fee, Performance incentive and Sales commission	(20,207)	-
02 Shalimar Developments Sdn. Bhd. (SDSB)	Fellow Subsidiary	Dividend income	-	-
03 Indo-Malay PLC	Fellow Subsidiary	Dividend paid Short Term Lending Interest income*	(1,748) 15,586 396	15,586
04 Selinsing PLC	Fellow Subsidiary	Dividend paid	(8,478)	-
05 Goodhope Asia Holdings Ltd	Immediate Parent	Dividend paid	(65,716)	-
06 Carsons Management Services (Pvt) Ltd	Group Company	Secretarial expenses	(488)	-
07 AHL Business Solutions (Pvt) Ltd	Fellow Subsidiary	Data processing and IT support fee	(3,967)	-
08 Good Hope PLC	Fellow Subsidiary	Dividend paid	(2,448)	-
TOTAL amounts due to Related Parties				-
TOTAL amounts due from Related Parties				15,586

The all related party transactions have been conducted on an agreed commercial terms with the respective parties.

*Interest received on the temporary cash advances given to Indo-Malay PLC, a fellow subsidiary, at the prevailing market rates in Malaysia.

Notes to the Financial Statements

24. RELATED PARTY DISCLOSURES

24.1 Transactions with Related Companies - 2014

Name of the Company	Relationship	Nature of Transaction	Transaction Value During the year Rs. '000	Amount Outstanding as at 31.03.2014 Rs. '000
01 Agro Harapan Lestari Sdn. Bhd. (AHL SB)	Fellow Subsidiary (Managers)	Management fee, Performance Incentive and Sales commission	(22,940)	-
02 Shalimar Developments Sdn. Bhd. (SDSB)	Fellow Subsidiary	Dividend income	99,252	-
03 Indo-Malay PLC	Fellow Subsidiary	Dividend paid	(5,194)	-
04 Selinsing PLC	Fellow Subsidiary	Dividend paid	(25,195)	-
05 Goodhope Asia Holdings Ltd	Immediate Parent	Dividend paid	(188,953)	-
06 Carsons Management Services (Pvt) Ltd	Group Company	Secretarial expenses	(408)	-
07 AHL Business Solutions (Pvt) Ltd	Fellow Subsidiary	Data processing and IT support fee	(4,007)	-
08 Good Hope PLC	Fellow Subsidiary	Dividend paid	(7,276)	-
09 Equity One PLC	Group Company	Service Charges	(8)	-
TOTAL amounts due to Related Parties				-
TOTAL amounts due from Related Parties				-

The all related party transactions have been conducted on an agreed commercial terms with the respective parties.

24.2 Compensation to key management personnel

	2015 Rs. '000	2014 Rs. '000
Emoluments/Fees	900	900

Key management personnel of the Company to whom the above fee relates, are non-executive members of the Board of Directors. Details of the non-executive directors are given in note 14.1 on page 14 under the Annual Report of the Board of Directors on the affairs of the Company. Executive Directors are not compensated for their role on the Board.

- 24.3** No material transactions have taken place during the year with the parties/entities in which key management personnel or their close family members have control, joint control or significant influence, which require disclosure in these Financial Statements other than those disclosed under 24.1 and 24.2 above.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial assets comprise of trade and other receivables and cash and short term deposits derived directly from its operations. The Company also holds available-for-sale investments. The Company's principal financial liabilities comprise of trade and other payables.

The Company is exposed to the following areas of risks.

(a) Commodity price risk

The Company's primary source of cash inflows are from the sale of Fresh Fruit Bunches (FFB). As the FFB prices (Net Sales Average-NSA) are determined by international market prices for Crude Palm Oil (CPO), the Company may be adversely affected by unfavourable price fluctuations. Company's end product is FFB.

As at 31st March 2015, had the NSA (price of FFB) been 5% higher/lower with all other variables remaining constant, profit before tax would have increased/decreased by Rs.8.50 mn (2014: Rs.10.78 mn).

(b) Investment risk

The Company's listed and unlisted equity securities are susceptible to market price risk arising from uncertainties.

The quoted equity investment value could be impacted due to changes in the prices. These are recognised in the Statement of Comprehensive Income.

The unquoted equity investment value could be impacted due to fluctuations/ volatilities in the performance of the investee Company.

At the reporting date, the exposure to unlisted equity securities at fair value was Rs. 3.93 mn. Sensitivity analysis of these investments have been provided in Note 12.3.

Notes to the Financial Statements

(c) Foreign exchange risk

The Company's exposure to foreign exchange transaction risk is minimal as the Malaysian and Sri Lankan operations are primarily domestic and transactions are recorded in the respective functional currencies, i.e, Malaysian Ringgit and Sri Lankan Rupee.

A significant element of exchange risk is generated through the translation of financial results into the Sri Lankan rupee for the purpose of financial reporting as the principal operations are in Malaysia.

Foreign Currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible changes in the Sri Lankan Rupees and Malaysian Ringgit exchange rates, with all other variables held constant. The impact on the Company's equity is due to changes in the fair value of Available for sale Financial Investment and net investment in Malaysian branch.

	Change in MYR Rate	
	2% increase	2% decrease
	Rs. '000	Rs. '000
Effect on equity of the Company	79,665	(79,665)

(d) Credit Risk

The Company is exposed to credit risk primarily from its trade receivables, which arise from its operating activities and its deposits with Banking Institutions. The Company's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure.

The Company trades only with recognised and credit worthy third parties and all customers are subject to a credit verification process. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is minimal.

(e) Liquidity Risk

The Company manages liquidity risk exposures through effective working capital management. The Company also has planning guidelines in place to ensure that the short term and medium term liquidity is managed at acceptable levels.

Five Year Summary

<i>For the year ended 31st March</i>	SLFRS				SLAS
	2015 Rs.'000	2014 Rs.'000	2013 Rs.'000	2012 Rs.'000	2011 Rs.'000
Operating Results					
Revenue	170,518	319,030	292,349	289,960	260,213
Profit Before Taxation	92,255	247,999	223,973	279,133	193,866
Taxation	(26,053)	(36,654)	(45,032)	(57,935)	(40,846)
Profit for the Year	66,202	211,345	178,941	221,198	153,020
Statement of Financial Position					
Assets					
Non-Current Assets					
Property, plant and equipment	1,346,918	1,508,754	1,544,088	1,571,396	1,426,456
Biological assets	198,706	219,516	211,105	195,598	-
Non-current financial assets	3,922,351	3,458,337	3,741,261	3,584,066	91,834
	5,467,975	5,186,607	5,496,454	5,351,060	1,518,290
Current Assets	73,058	97,992	139,651	283,829	218,412
Total Assets	5,541,033	5,284,599	5,636,105	5,634,889	1,736,702
Equity and Liabilities					
Stated capital	69,401	69,401	69,401	69,401	69,401
Reserves	5,413,074	5,141,079	5,489,267	5,497,588	1,629,683
	5,482,475	5,210,480	5,558,668	5,566,989	1,699,084
Non-Current Liabilities					
Deferred tax liability	50,217	57,381	54,281	50,005	17,940
Retirement benefit obligations	2,674	2,358	3,129	3,173	2,236
	52,891	59,739	57,410	53,178	20,176
Current Liabilities	5,667	14,380	20,027	14,721	17,442
Total Equity & Liabilities	5,541,033	5,284,599	5,636,105	5,634,889	1,736,702
Cash Flow Statements					
<i>For the year ended 31st March</i>					
	2015 Rs.'000	2014 Rs.'000	2013 Rs.'000	2012 Rs.'000	2011 Rs.'000
Net cash (outflows)/inflows from operating activities	42,268	182,174	171,175	205,121	175,164
Net cash (outflows)/inflows from investing activities	2,051	3,507	(7,353)	60,106	(10,793)
Net cash used in financing activities	(79,029)	(234,973)	(302,625)	(150,007)	(69,401)
Net (decrease)/increase in cash & cash equivalents	(34,710)	(49,292)	(138,803)	115,220	94,970

Amounts in the above Five Year Summary applicable for 2015,2014,2013,2012 are based on SLFRS whilst 2011 is based on SLAS.

Five Year Summary

	SLFRS				SLAS
	2015	2014	2013	2012	2011
Ratios and Statistics					
Return on ordinary shareholders' funds (%)	1.21	4.06	3.22	3.97	9.01
Current ratio (times)	12.89	6.81	6.97	19.28	9.71
Quick asset ratio (times)	12.85	6.79	6.96	19.26	9.69
Gross profit margin (%) (a)	67.71	82.47	78.51	81.57	81.82
Net profit margin (%) (a)	38.37	66.25	61.21	76.29	58.81
Earnings per ordinary share (Rs.) (b)	9.54	30.45	25.78	31.87	22.05
Dividend per ordinary share (Rs.) (c)	3.56	30.97	40.83	24.50	14.00
Dividend payout (%)	37.32	101.71	158.38	76.87	63.49
Net assets per ordinary share (Rs.) (d)	789.97	750.78	800.95	802.15	244.82
Market value per share (Rs.)	2,150	1,250	879.60	899.90	829.00
P/E ratio (times)	225.39	41.05	34.11	28.23	37.60
Market capitalisation (Rs.'000)	14,921,172	8,675,100	6,104,494	6,245,378	5,753,326
Plantation Operations					
Mature area (Ha.)	304.5	304.5	304.50	304.50	304.50
Immature area (Ha.)	-	-	-	-	-
Net sales average (MYR)	488.86	508.47	540.60	647.30	633.01
Crop (MT)	8,916	10,451	10,891	10,775	9,785
Yield per Ha. (MT) (e)	29.28	34.32	35.77	35.39	32.13
Cost of Production per MT of FFB (MYR)	159.57	131.87	137.74	134.83	135.38

Amounts in the above Five Year Summary applicable for 2015,2014,2013,2012 are based on SLFRS whilst 2011 is based on SLAS.

- (a) Gross profit margin and Net profit margin consist of dividend income received from its investment.
- (b) The earnings per ordinary share is calculated by dividing the profit for the year over the weighted average number of ordinary shares in issue during the year.
- (c) Based on proposed dividend and interim dividend paid.
- (d) Net assets per ordinary share is calculated by dividing shareholders' funds by the number of ordinary shares.
- (e) The yield is computed by taking into account the average mature hectares during the year.

Statement of Value Added

	2015 Rs. '000	%	2014 Rs. '000	%
Revenue	172,518		319,030	
Gain arising from changes in fair value of biological assets	2,994		14,122	
Other income & gains	527		454	
	176,039		333,606	
Bought in materials and services	(58,071)		(59,978)	
	117,968		273,628	
Distributed as follows:				
To Employees				
as remuneration	24,149	20.47	23,674	8.65
To Government				
as taxation	24,813	21.03	33,687	12.31
To Providers of capital				
as ordinary dividends	78,978	66.95	234,712	85.78
Retained in the Business				
as depreciation	1,858	1.58	1,313	0.48
as deferred tax	1,169	0.99	3,128	1.14
as retained profits	(12,999)	(11.02)	(22,886)	(8.36)
	117,968	100	273,628	100

The Statement of Value Added shows the quantum of wealth generated by the activities of the Company and its application.

US\$ Financials

Preparation of
US Dollar Financials

The Financial Statements of the Company are stated in Sri Lankan Rupees. The translation of the Sri Lankan Rupee amounts into US Dollars is included solely for the convenience of Shareholders, Investors, Bankers and other users of Financial Statements.

US Dollar financials do not form part of the
Audited Financial Statements of the Company.

Statement of Profit or Loss

<i>For the year ended 31st March</i>	2015 US\$	2014 US\$
Revenue	1,317,213	2,471,654
Direct operating costs	(425,113)	(429,408)
Gross Profit	892,100	2,042,246
Gain arising from changes in fair value of biological assets	24,505	108,491
Other income and gains	245	3,450
Administrative expenses	(210,446)	(228,193)
Profit Before Income Tax	706,404	1,925,994
Income tax expense	(198,970)	(281,489)
Profit for the Period	507,434	1,644,505

Figures in brackets indicate deductions.

Statement of Financial Position

<i>As at</i>	31st March 2015 US\$	31st March 2014 US\$
Assets		
Non-Current Assets		
Property, plant and equipment	10,102,895	11,540,994
Biological assets	1,490,441	1,679,156
Non-current financial assets	29,420,575	26,454,043
Total Non-Current Assets	41,013,911	39,674,193
Current Assets		
Inventories	1,729	2,619
Trade and other receivables	187,346	147,299
Advance and prepayments	4,330	4,050
Taxation recoverable	31,699	-
Cash and cash equivalents	323,686	595,609
Total Current Assets	548,790	749,577
Total Assets	41,562,701	40,423,770
Equity and Liabilities		
Equity		
Stated capital	868,000	868,000
Retained earnings	4,531,927	4,632,504
Other reserves	35,722,739	34,356,294
Total Shareholders Funds	41,122,666	39,856,798
Non-Current Liabilities		
Deferred tax liability	376,669	438,928
Retirement benefit obligations	20,056	18,039
Total Non-Current Liabilities	396,725	456,967
Current Liabilities		
Trade and other payables	23,418	83,166
Taxation payable	-	6,485
Provision and accrued expenses	19,892	20,354
Total Current Liabilities	43,310	110,005
Total Equity & Liabilities	41,562,701	40,423,770

Notes to the Financial Statements

1. BASIS OF CONVERSION

The translation of Sri Lankan Rupee amounts into US Dollar amounts is solely for the convenience of the shareholders, investors, bankers and other users of Financial Statements.

The translation of the Financial Statements into US Dollar was affected based on the following exchange rates.

		2015	2014
		Rs.	Rs.
Statement of Profit or Loss	Average rate	131.20	130.62
Monetary assets and liabilities	Closing rate	133.32	130.73
Non-current assets and liabilities	Closing rate	133.32	130.73

2. RETAINED EARNINGS

		2015	2014
		US\$	US\$
Beginning of the year		4,632,504	4,805,213
Profit for the year		507,434	1,644,505
Other comprehensive income		(1,676)	3,687
Ordinary dividend		(606,335)	(1,820,901)
		4,531,927	4,632,504

Notes to the Financial Statements

3. SEGMENTAL REPORTING

For Management purpose, the Company is organised into business units based on their products and services. The two reportable segments have been identified as indicated below;

(A) INDUSTRY

	Oil Palm		Investments		Company	
	2015 US\$	2014 US\$	2015 US\$	2014 US\$	2015 US\$	2014 US\$
Revenue						
External revenue	1,306,042	1,653,774	11,171	817,880	1,317,213	2,471,654
	1,306,042	1,653,774	11,171	817,880	1,317,213	2,471,654
Result						
Segment result	717,779	1,130,105	(11,375)	795,889	706,404	1,925,994
Taxation	(196,737)	(274,372)	(2,233)	(7,117)	(198,970)	(281,489)
	521,042	855,733	(13,608)	788,772	507,434	1,644,505

Other Information

Segment assets	11,990,417	13,696,442	29,572,284	26,727,328	41,562,701	40,423,770
Segment liabilities	427,584	554,694	12,451	12,278	440,035	566,972
Capital expenditure	2,162	5,005	-	-	2,162	5,005
Depreciation	14,171	10,085	-	-	14,171	10,085
Retirement benefits charge	2,254	2,352	-	-	2,254	2,352

(B) GEOGRAPHICAL

	Malaysia		Sri Lanka		Company	
	2015 US\$	2014 US\$	2015 US\$	2014 US\$	2015 US\$	2014 US\$
Revenue	1,306,042	1,653,774	11,171	817,880	1,317,213	2,471,654
Non-current assets	11,593,336	13,220,150	29,420,575	26,454,043	41,013,911	39,674,193

Five Year Summary

<i>For the year ended 31st March</i>	SLFRS				SLAS
	2015 US\$	2014 US\$	2013 US\$	2012 US\$	2011 US\$
Operating results					
Revenue	1,317,213	2,471,654	2,248,995	2,318,960	2,318,960
Profit before taxation	706,404	1,925,994	1,720,529	2,469,449	1,726,801
Taxation	(198,970)	(281,489)	(346,890)	(519,442)	(365,109)
Profit for the year	507,434	1,644,505	1,373,639	1,950,007	1,361,692
Statement of Financial Position					
Assets					
Non-Current Assets					
Property, plant and equipment	10,102,895	11,540,994	12,168,714	12,069,093	12,914,951
Biological assets	1,490,441	1,679,156	1,663,685	1,502,287	-
Non-current financial assets	29,420,575	26,454,043	29,484,289	27,527,378	843,288
	41,013,911	39,674,193	43,316,688	41,098,758	13,758,239
Current assets	548,790	749,577	1,100,540	2,179,950	1,977,291
Total Assets	41,562,701	40,423,770	44,417,228	43,278,708	15,735,530
Equity and Liabilities					
Stated capital	868,000	868,000	868,000	868,000	868,000
Reserves	40,254,666	38,988,798	42,938,973	41,889,208	14,527,124
	41,122,666	39,856,798	43,806,973	42,757,208	15,395,124
Non-Current Liabilities					
Deferred tax liability	376,669	438,928	427,783	384,072	162,434
Retirement benefit obligations	20,056	18,039	24,664	24,376	20,247
	396,725	456,967	452,447	408,448	182,681
Current Liabilities	43,310	110,005	157,808	113,052	157,725
Total Equity & Liabilities	41,562,701	40,423,770	44,417,228	43,278,708	15,735,530
Cash Flow Statements					
<i>For the year ended 31st March</i>					
	2015 US\$	2014 US\$	2013 US\$	2012 US\$	2011 US\$
Net cash (out flows)/inflows from operating activities	317,042	1,389,351	1,364,897	2,000,675	1,579,548
Net cash (out flows)/inflows from investing activities	15,384	27,219	(58,370)	(10,852)	(97,718)
Net cash used in financing activities	(592,777)	(1,823,054)	(2,347,133)	(1,311,713)	(605,666)
Net (decrease)/increase in cash & cash equivalents	(260,351)	(406,484)	(1,040,606)	678,110	876,164

Amounts in the above Five Year Summary applicable for 2015, 2014, 2013 and 2012 are based on SLFRS whilst 2011 is based on SLAS.

Five Year Summary

	SLFRS				SLAS
	2015	2014	2013	2012	2011
Ratios and Statistics					
Return on ordinary shareholders' funds (%)	1.23	4.13	3.14	4.56	8.84
Current ratio (times)	12.67	6.81	6.97	19.28	9.73
Quick asset ratio (times)	12.63	6.79	6.96	19.26	9.70
Gross profit margin (%) (a)	67.73	82.63	78.44	81.64	81.81
Net profit margin (%) (a)	38.52	66.53	61.08	74.98	58.72
Earnings per ordinary share (US\$) (b)	0.07	0.24	0.20	0.28	0.20
Dividend per ordinary share (US\$) (c)	0.03	0.24	0.32	0.22	0.13
Dividend payout (%)	42.86	100.00	160.00	78.58	65.00
Net assets per ordinary share (US\$) (d)	5.93	0.63	6.31	6.16	2.22
Market value per share (US\$)	16.13	9.56	6.93	6.91	7.50
P/E ratio (times)	220.56	39.83	35.02	24.59	38.22
Market capitalisation (US\$'000)	111,920	66,358	48,109	47,956	52,051

Amounts in the above Five Year Summary applicable for 2015,2014,2013,2012 are based on SLFRS whilst 2011 is based on SLAS.

- (a) Gross profit margin and Net profit margin consist of dividend income received from its investment.
- (b) The earnings per ordinary share is calculated by dividing the profit for the year over the weighted average number of ordinary shares in issue during the year.
- (c) Based on proposed dividend and interim dividend paid.
- (d) Net assets per ordinary share is calculated by dividing shareholders' funds by the number of ordinary shares.

Information to Shareholders and Investors

1. Stock Exchange Listing

Shalimar (Malay) PLC is a Public Quoted Company, the ordinary shares of which are listed on the main board of the Colombo Stock Exchange of Sri Lanka.

2. Share Valuation

Market value of the Company's Shares as at 31st March 2015 was Rs. 2,150 per share (2014: Rs. 1,250 per share).

3. Shareholders

<i>As at 31st March</i>	2015	2014
No. of Ordinary Shareholders	318	302

The number of ordinary shares held by non-residents as at 31st March 2015 was 5,776,373 which amount to 83.23% of the total number of ordinary shares.

Resident/non-resident Shareholders as at 31st March 2015

Distribution of Shares	Residents			Non-Residents			Total		
	No. of Members	No. of Shares	%	No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
1 - 1,000	306	10,017	0.14	1	800	0.01	307	10,817	0.15
1,001 - 10,000	6	13,063	0.19	0	0	0.00	6	13,063	0.19
10,001 - 100,000	1	26,931	0.39	0	0	0.00	1	26,931	0.39
100,001 - 1,000,000	3	1,113,696	16.05	0	0	0.00	3	1,113,696	16.05
Above 1,000,000	0	0	0.00	1	5,775,573	83.22	1	5,775,573	83.22
Grand Total	316	1,163,707	16.77	2	5,776,373	83.23	318	6,940,080	100

Categorisation of Shareholders as at 31st March 2015

	No. of Shareholders	No. of Shares	%
Individuals	293	48,647	0.70
Institutions	25	6,891,433	99.30

Public Shareholding

Percentage of ordinary shares held by the public as at 31st March 2015 was 0.73% and the number of public shareholders were 303.

Information to Shareholders and Investors

4. Market Performance - Ordinary Shares

<i>For the year ended 31st March</i>	2015	2014
Highest (Rs.)	2,400	1,250
Lowest (Rs.)	1,650	750
Volume Traded (Shares)	181,495	14,214
No. of Trades	430	236
Value of Shares Traded (Rs. '000)	273,996	15,280

5. Market Capitalisation

Market capitalisation of the Company, which is the number of ordinary shares multiplied by the market value of a share, was Rs. 14,921.17 mn as at 31st March 2015 (2014: Rs. 8,675.10 mn).

6. Proposed first and final dividend

The Directors recommended a first and final dividend of Rs. 3.56 per share for the year ended 31st March 2015.

7. Record of Scrip Issues

The under mentioned scrip issue had been made by the Company.

Year ended 31st March	Issue	Basis	No. of Ordinary Shares Capital	Cumulative Ordinary Shares (Rs.)
1998	-	-	270,000	2,700,000
1999	Bonus	10.9:1	2,943,000	32,130,000
2002 April	Bonus	1:5	642,600	38,554,000
2003 May	Bonus	1:5	771,120	46,263,260
2004 March	Bonus	1:2	2,313,360	69,400,800
Total Shares in Issue			6,940,080	

8. Malaysian Property

8.1 The gross area of the Oil Palm plantation is 304.5 ha.

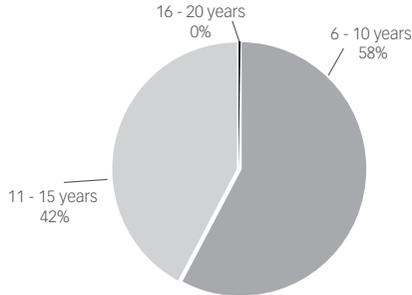
8.2 The plantation is situated in the State of Selangor, District Kuala Selangor.

8.3 The carrying value of the property, plant & equipment as at the reporting date was Rs. 1,346.92 mn (2014: 1,508.75 mn) on an existing use basis.

9. Mature and Immature Plantation Age Analysis

Year	Mature					Immature	Total
	0 - 5	6 - 10	11 - 15	16 - 20	21 - 25		
Hectares	-	175.96	127.36	1.18	-	-	304.50

Plantation Age Analysis of the company

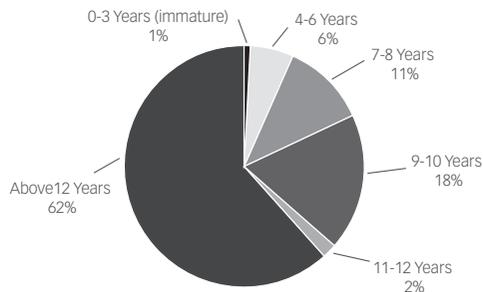


10. Indonesian Property

PT Agro Indomas (PTAI), the Company's investment made through Shalimar Developments Sdn. Bhd. (Investment vehicle in Malaysia) is located 75 km from Sampit, in close proximity to Terawan and Lampasa villages, in the District of Danua Sembuluh, in the regency of Seruyan in Central Kalimantan province, Indonesia. The total land area of PT Agro Indomas is approximately 26,861 Ha.

	2015	2014	2013	2012	2011
Crop Production (MT)	458,711	454,110	540,691	480,869	498,012
CPO (MT)	118,247	100,462	125,875	117,514	124,421
PK (MT)	27,977	23,118	29,150	26,384	28,723
CPO Ex Mill Price (US\$)	677	704	706	840	790
FFB Yeild (MT per Hectare)	22.90	22.91	27.28	25.18	26.84
CPO / Ha (MT)	5.90	4.89	5.59	5.84	6.11
Milling Capacity (MT per Hour)	225	225	180	180	180
Value of biological assets and property, plant and equipment. (US\$ mn)	193.70	195.08	190.36	179.72	162.54

Plantation Age Analysis of PTAI



Glossary of Financial Terms

Capital Reserves

Reserves identified for specific purposes and considered not available for distribution.

Cash Equivalents

Liquid investments with original maturities of six months or less.

Contingent Liabilities

Conditions or situations at the Balance Sheet date, the Financial effects of which are to be determined by future events which may or may not occur.

Current Ratio

Current assets divided by current liabilities.

Quick Ratio

Current assets less inventories divided by current liabilities.

Gross Profit Margin

Gross profit divided by revenue.

Net Profit Margin

Net profit divided by revenue.

Dividend Per Share

Dividend paid interim and proposed, divided by the number of shares in issue which ranked for those dividends.

Dividend Payout

Total interim and proposed dividends divided by profit after tax.

Earnings Per Ordinary Share

Profits attributable to ordinary shareholders before extraordinary items and after preference dividend divided by the weighted average number of ordinary shares in issue, ranking for dividend.

Equity

Shareholders' funds.

Events Occurring after Reporting Date

Significant events that occur between the Reporting date and the date on which Financial Statements are authorised for issue.

Market Capitalisation

The market value of a Company at a given date obtained by multiplying the share price by the number of shares in issue.

Net Assets Per Share

Total assets less total liabilities divided by the number of ordinary shares in issue.

Net Current Assets

Current assets less current liabilities. Measures the capital required to Finance day-to-day operations.

Price Earnings Ratio (P/E)

Market price of a share divided by earnings per share.

Rate of Ordinary Dividend

The Rupee amount of the dividend per share as a percentage of the nominal value of the shares.

Reserves

The total of capital and revenue reserves.

Related Parties

Parties who could control or significantly influence the Financial and operating policies/decisions of the business.

Return on Shareholders' Funds

Profit attributable to ordinary shareholders divided by shareholders' funds (total of ordinary share capital and reserves).

Revenue Reserves

Reserves considered as being available for distribution.

Segment

Constituent business units grouped in terms of nature and similarity of operations.

Value Addition

The quantum of wealth generated by the activities of the Company.

Others

CPO - Crude Palm Oil

PK - Palm Kernel

FFB - Fresh Fruit Bunches

Ha - Hectare

MYR - Malaysian Ringgit

MPC - Malaysian Plantation Companies

AFS - Available-for-Sale

MT - Metric Tonnes

Notice of Meeting

NOTICE IS HEREBY GIVEN that the ONE HUNDRED AND SIXTH ANNUAL GENERAL MEETING of SHALIMAR (MALAY) PLC will be held on Friday the 29th day of May 2015, at 3.00 p.m. at the 8th Floor, No.65C, Dharmapala Mawatha, Colombo 07, for the following purposes:

1. To receive and adopt the Annual Report of the Board of Directors and the Financial Statements for the year ended 31st March 2015, together with the Report of the Auditors thereon.
2. To declare a dividend as recommended by the Directors.
3. To re-elect Mr. M. Selvanathan who retires by rotation in terms of Articles 87 & 88 of the Articles of Association of the Company.
4. To re-appoint Mr. I. Paulraj as a Director of the Company who is over seventy years of age and to consider and if deemed fit to pass the following resolution :

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not be applicable to Mr. I. Paulraj who is seventy eight years of age and that he be re-appointed a Director of the Company from the conclusion of the Annual General Meeting for a further period of one year".

5. To re-appoint Mr. A.K. Sellayah as a Director of the Company who is over seventy years of age and to consider and if deemed fit to pass the following resolution :

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not be applicable to Mr. A.K. Sellayah who is seventy three years of age and that he be re-appointed a Director of the Company from the conclusion of the

Annual General Meeting for a further period of one year".

6. To re-appoint Messrs. Ernst & Young, Chartered Accountants as Auditors of the Company as set out in Section 154 (1) of the Companies Act No. 7 of 2007 and to authorise the Directors to determine their remuneration.

By Order of the Board

(Sgd.)

K.D.De Silva (Mrs.)

Director

Carsons Management Services (Pvt) Ltd.

Secretaries

Colombo

23rd April 2015

Notes

1. A member is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member of the Company. A Form of Proxy accompanies this notice.
2. The completed Form of Proxy must be deposited at the Registered Office, No.61, Janadhipathi Mawatha, Colombo 1, not later than 3.00 p.m. on 27th May 2015.
3. A person representing a Corporation is required to carry a certified copy of the resolution authorising him/her to act as the representative of the Corporation. A representative need not be a member.
4. The transfer books of the Company will remain open.
5. Security Check

We shall be obliged if the Shareholders/proxies attending the Annual General Meeting, produce their National Identity Card to the security personnel stationed at the entrance.

Form of Proxy

*I/We.....
 Of..... being *a
 Member/Members of SHALIMAR (MALAY) PLC, hereby appoint
 Of.....
 bearing NIC No./Passport No..... or failing him/her.

Hariharan Selvanathan	or failing him,
Manoharan Selvanathan	or failing him,
Israel Paulraj	or failing him,
Allen Kenneth Sellayah	or failing him,
Don Chandima Rajakaruna Gunawardena	or failing him,
Palehenalage Chandana Priyankara Tissera	or failing him,
Kurukulasuriya Calisanctus Nalaka Fernando	

As *my/our proxy to attend at the Annual General Meeting of the Company to be held on Thursday the 29th day of May 2015 at 3.00 p.m. at the 8th Floor, No. 65 C, Dharmapala Mawatha, Colombo 07 and any adjournment thereof and at every poll which may be taken in consequence thereof.

	For	Against
1. To adopt the Annual Report of the Board of Directors and the Financial Statements for the year ended 31st March 2015, together with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare Rs. 3.56 per share as a first and final dividend for the Financial year ended 31st March 2015 as recommended by the Directors.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Mr. M. Selvanathan who retires by rotation in terms of Articles 87 & 88 of the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Mr. I. Paulraj who is over seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Mr. A.K. Sellayah who is over seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint Messrs. Ernst & Young, Chartered Accountants as Auditors of the Company as set out in Section 154 (1) of the Companies Act No. 7 of 2007 and to authorise the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this day ofTwo Thousand and Fifteen.

Signature/s

Notes

- * Please delete the inappropriate words.
- A shareholder entitled to attend and vote at a General Meeting of the Company, is entitled to appoint a proxy to attend and vote instead of him/her and the proxy need not be a shareholder of the Company. A proxy so appointed shall have the right to vote on a show of hands or on a poll and to speak at the General Meeting of the shareholders
- A shareholder is not entitled to appoint more than one proxy on the same occasion.
- Instructions are noted on the reverse hereof.

Form of Proxy

Instructions as to Completion

1. Kindly perfect the form of proxy after filling in legibly your full name and address, by signing in the space provided. Please fill in the date of signature.
2. If you wish to appoint a person other than the Directors as your proxy, please insert the relevant details in the space provided overleaf.
3. In terms of Article 69 of the Articles of Association of the Company: The instrument appointing a proxy shall be in writing and -
 - (i) in the case of an individual shall be signed by the Appointor or by his Attorney; and
 - (ii) in the case of a Corporation shall be either under its common seal or signed by its Attorney or by an officer on behalf of the Corporation.

The Company may, but shall not be bound to, require evidence of the authority of any such Attorney or officer.

A proxy need not be a member of the Company.

4. In terms of Article 65 of the Articles of Association of the Company;

In the case of joint-holders of a share, the senior who tenders a vote, whether in person or by proxy or by Attorney or by representative, shall be accepted to the exclusion of the votes of the other joint- holders and for this purpose seniority shall be determined by the order in which the names stands in the Register of Members in respect of the joint holding.
5. To be valid the completed Form of Proxy should be deposited at the Registered Office of the Company situated at No. 61, Janadhipathi Mawatha, Colombo 1 not later than 3.00 p.m. on 27th May 2015.

Please fill in the following details	
Name	:

Address	:

Jointly with	:
Share Folio No.	:

Corporate Information

NAME OF THE COMPANY

Shalimar (Malay) PLC

COMPANY REGISTRATION NO.

PQ 51

LEGAL FORM

A Public Quoted Company with Limited Liability incorporated in Sri Lanka in 1909

DIRECTORS

Hariharan Selvanathan (Chairman)
Manoharan Selvanathan
Israel Paulraj
D. Chandima R. Gunawardena
Allen Kenneth Sellayah
P. Chandana P. Tissera
K.C.Nalaka Fernando

BANKERS

Standard Chartered Bank
Commercial Bank of Ceylon PLC
Deutsche Bank
HSBC Bank Malaysia Bhd.

AUDITORS IN SRI LANKA

Messrs. Ernst & Young
Chartered Accountants
201, De Saram Place,
Colombo 10, Sri Lanka.
Tel: + 94 11 2463500
Fax: +94 11 2697369

AUDITORS IN MALAYSIA

Messrs. Ernst & Young
AF : 0039
Level 23A, Menara Milenium
Jalan Damanlela, Pusat Bandar Damansara
50490, Kuala Lumpur, Malaysia
Tel: + 603 7495 8000
Fax: + 603 2095 9076 / 78

MANAGERS

Agro Harapan Lestari Sdn. Bhd.
Suite 6.08, Level 6, Wisma UOA Damansara II
No.6 Changkat Semantan
Damansara Heights
50490, Kuala Lumpur, Malaysia
Tel: + 603 2082 6200
Fax: + 603 2093 5660

SECRETARIES

Carsons Management Services (Pvt) Ltd
61, Janadhipathi Mawatha
Colombo 01, Sri Lanka
Tel: + 94 11 2039200
Fax: + 94 11 2039300

REGISTERED OFFICE

61, Janadhipathi Mawatha,
Colombo 01, Sri Lanka
Tel: + 94 11 2039200
Fax: + 94 11 2039300

PRINCIPAL PLACE OF BUSINESS

Ladang Shalimar
No 27, Jalan Bukit Rotan
45700 Kuala Selangor
Selangor Darul Ehsan
Malaysia

CORPORATE WEBSITE

www.goodhopeholdings.com

HOLDING COMPANY

Goodhope Asia Holdings Ltd.

ULTIMATE PARENT AND

CONTROLLING ENTITY

Bukit Darah PLC

Designed & produced by

emagewise

Printed by Printage (Pvt) Ltd

www.goodhopeholdings.com



Goodhope

A CARSON CUMBERBATCH COMPANY