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Third Quarter Financial Statement And Dividend Announcement

FINANCIAL HIGHLIGHTS

	Ytd Sept 2018 US\$'000	Ytd Sept 2017 US\$'000	Change %	3rd Qtr 2018 US\$'000	3rd Qtr 2017 US\$'000	Change %
Revenue	5,514,911	5,584,499	(1.2)	1,838,680	1,781,539	3.2
Gross Profit	745,054	836,066	(10.9)	277,025	289,533	(4.3)
EBITDA ¹	370,105	508,277	(27.2)	132,169	180,009	(26.6)
Underlying profit ²	79,421	216,531	(63.3)	38,041	79,477	(52.1)
Underlying profit per share (USD cents)	0.62	1.70	(63.3)	0.30	0.62	(52.1)
Net (loss)/profit attributable to owners of the Company	(81,086)	103,107	n.m.	(53,915)	43,680	n.m.

Notes:

- (1) Earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, net (loss)/gain from changes in fair value of biological assets and foreign exchange loss.
- (2) Net (loss)/profit attributable to owners of the Company excluding net effect of net gain or loss from changes in fair value of biological assets and depreciation of bearer plants and other non-operating items (foreign exchange gain or loss, net tax impact from tax-based asset revaluations, and other deferred tax income or expense).
- (3) n.m. – not meaningful.

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

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

**UNAUDITED CONSOLIDATED INCOME STATEMENT
FOR THE PERIOD ENDED 30 SEPTEMBER 2018**

	Ytd Sept 2018 US\$'000	Ytd Sept 2017 US\$'000	Change %	3rd Qtr 2018 US\$'000	3rd Qtr 2017 US\$'000	Change %
Revenue	5,514,911	5,584,499	(1.2)	1,838,680	1,781,539	3.2
Cost of sales	<u>(4,769,857)</u>	<u>(4,748,433)</u>	0.5	<u>(1,561,655)</u>	<u>(1,492,006)</u>	4.7
Gross Profit	<u>745,054</u>	<u>836,066</u>	(10.9)	<u>277,025</u>	<u>289,533</u>	(4.3)
Operating expenses						
Selling expenses	(395,781)	(409,486)	(3.3)	(137,110)	(135,243)	1.4
General and administrative expenses	<u>(237,989)</u>	<u>(232,818)</u>	2.2	<u>(88,597)</u>	<u>(80,743)</u>	9.7
Total operating expenses	<u>(633,770)</u>	<u>(642,304)</u>	(1.3)	<u>(225,707)</u>	<u>(215,986)</u>	4.5
Operating profit	<u>111,284</u>	<u>193,762</u>	(42.6)	<u>51,318</u>	<u>73,547</u>	(30.2)
Other income/(expenses)						
Financial income	28,058	23,514	19.3	9,300	9,238	0.7
Financial expenses	(121,132)	(102,812)	17.8	(43,803)	(31,521)	39.0
Share of results of associated companies, net of tax	991	1,485	(33.3)	571	454	25.8
Share of results of joint ventures, net of tax	(7,313)	1,957	n.m.	1,797	(882)	n.m.
Foreign exchange loss	(45,816)	(3,725)	n.m.	(28,676)	(7,430)	285.9
Other operating income/(loss)	<u>9,680</u>	<u>32,392</u>	(70.1)	<u>(1,013)</u>	<u>20,512</u>	n.m.
	<u>(135,532)</u>	<u>(47,189)</u>	187.2	<u>(61,824)</u>	<u>(9,629)</u>	542.1
(Loss)/Profit before tax	(24,248)	146,573	n.m.	(10,506)	63,918	n.m.
Tax	<u>(52,942)</u>	<u>(41,149)</u>	28.7	<u>(42,361)</u>	<u>(19,028)</u>	122.6
(Loss)/Profit for the period	<u>(77,190)</u>	<u>105,424</u>	n.m.	<u>(52,867)</u>	<u>44,890</u>	n.m.
Attributable to:						
Owners of the Company	(81,086)	103,107	n.m.	(53,915)	43,680	n.m.
Non-controlling interests	<u>3,896</u>	<u>2,317</u>	68.1	<u>1,048</u>	<u>1,210</u>	(13.4)
	<u>(77,190)</u>	<u>105,424</u>	n.m.	<u>(52,867)</u>	<u>44,890</u>	n.m.

Note:

(1) n.m. – not meaningful.

**UNAUDITED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 SEPTEMBER 2018**

	Ytd Sept 2018 US\$'000	Ytd Sept 2017 US\$'000	3rd Qtr 2018 US\$'000	3rd Qtr 2017 US\$'000
(Loss)/Profit for the period	(77,190)	105,424	(52,867)	44,890
Other comprehensive (loss)/income:				
<u>Items that may be reclassified subsequently to profit or loss:</u>				
Foreign currency translation differences on consolidation	(24,496)	11,652	(8,181)	4,712
Share of other comprehensive (loss)/income of:				
Joint ventures	(2,881)	61	(825)	(396)
Associated companies	(1,112)	-	(1,112)	-
Changes in fair value of cash flow hedges	-	(146)	-	-
Changes in fair value of cash flow hedges transferred to income statement	-	(222)	-	-
Changes in fair value of available-for-sale financial assets	2,254	(7,510)	2,156	662
	<u>(26,235)</u>	<u>3,835</u>	<u>(7,962)</u>	<u>4,978</u>
<u>Items that will not be reclassified subsequently to profit or loss:</u>				
Actuarial gain/(loss) on post-employment benefits	6,000	(8,732)	-	(1,113)
Share of other comprehensive loss of a joint venture	(51)	-	(51)	-
	<u>5,949</u>	<u>(8,732)</u>	<u>(51)</u>	<u>(1,113)</u>
Other comprehensive (loss)/income, net of tax	<u>(20,286)</u>	<u>(4,897)</u>	<u>(8,013)</u>	<u>3,865</u>
Total comprehensive (loss)/income for the period, net of tax	<u>(97,476)</u>	<u>100,527</u>	<u>(60,880)</u>	<u>48,755</u>
Total comprehensive (loss)/income attributable to:				
Owners of the Company	(99,397)	98,021	(60,987)	47,441
Non-controlling interests	1,921	2,506	107	1,314
	<u>(97,476)</u>	<u>100,527</u>	<u>(60,880)</u>	<u>48,755</u>

ADDITIONAL INFORMATION

Earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, net (loss)/gain from changes in fair value of biological assets and foreign exchange loss ("EBITDA")

	Ytd Sept 2018 US\$'000	Ytd Sept 2017 US\$'000	Change %	3rd Qtr 2018 US\$'000	3rd Qtr 2017 US\$'000	Change %
Earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, net (loss)/gain from changes in fair value of biological assets and foreign exchange loss ("EBITDA")	370,105	508,277	(27.2)	132,169	180,009	(26.6)
Interest on borrowings	(118,770)	(101,695)	16.8	(42,684)	(31,106)	37.2
Depreciation and amortisation	(212,986)	(262,084)	(18.7)	(70,462)	(83,225)	(15.3)
Net (loss)/gain from changes in fair value of biological assets	(16,781)	5,800	n.m.	(853)	5,670	n.m.
Foreign exchange loss	(45,816)	(3,725)	n.m.	(28,676)	(7,430)	285.9
(Loss)/Profit before tax	<u>(24,248)</u>	<u>146,573</u>	n.m.	<u>(10,506)</u>	<u>63,918</u>	n.m.

Note:

(1) n.m. – not meaningful.

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

UNAUDITED STATEMENTS OF FINANCIAL POSITION

	Group		Company	
	As at 30/09/2018 <u>US\$'000</u>	As at 31/12/2017 <u>US\$'000</u>	As at 30/09/2018 <u>US\$'000</u>	As at 31/12/2017 <u>US\$'000</u>
Assets				
Current Assets				
Cash and cash equivalents	137,605	159,189	45	43
Short-term investments	235,233	234,370	-	-
Trade receivables	442,838	486,045	-	-
Other current assets (note (a))	818,578	812,739	50	487
Inventories	1,098,836	992,418	-	-
Assets of disposal group held for sale	-	189,914	-	-
	2,733,090	2,874,675	95	530
Non-Current Assets				
Long-term receivables and assets (note (b))	234,332	260,745	-	-
Long-term investments	899,252	756,725	173,425	156,925
Subsidiary companies	-	-	3,414,346	2,092,902
Associated companies	12,946	12,352	-	-
Joint ventures	87,787	69,595	-	-
Investment properties	113	124	-	-
Property, plant and equipment	2,591,120	2,590,159	-	-
Bearer plants	1,102,074	1,101,513	-	-
Deferred tax assets	264,067	299,134	-	-
Intangible assets	185,637	172,758	-	-
	5,377,328	5,263,105	3,587,771	2,249,827
Total Assets	8,110,418	8,137,780	3,587,866	2,250,357

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

	Group		Company	
	As at 30/09/2018 <u>US\$'000</u>	As at 31/12/2017 <u>US\$'000</u>	As at 30/09/2018 <u>US\$'000</u>	As at 31/12/2017 <u>US\$'000</u>
Liabilities and Equity				
Current Liabilities				
Short-term borrowings	1,463,103	1,435,561	-	-
Bonds and notes payable	124,430	306,224	-	-
Trade payables	668,233	544,432	-	-
Other payables (note(c))	186,836	240,910	23,525	30,505
Taxes payable	14,723	32,888	-	-
Liabilities directly associated with disposal group held for sale	-	37,779	-	-
	<u>2,457,325</u>	<u>2,597,794</u>	<u>23,525</u>	<u>30,505</u>
Non-Current Liabilities				
Bonds and notes payables	109,730	125,106	-	-
Long-term borrowings	1,419,464	1,125,248	-	-
Deferred tax liabilities	72,721	78,243	-	-
Long-term payables and liabilities	97,491	102,836	-	-
	<u>1,699,406</u>	<u>1,431,433</u>	<u>-</u>	<u>-</u>
Total Liabilities	<u>4,156,731</u>	<u>4,029,227</u>	<u>23,525</u>	<u>30,505</u>
Equity Attributable to Owners of the Company				
Issued capital	320,939	320,939	320,939	320,939
Share premium	1,216,095	1,216,095	1,850,965	1,850,965
Treasury shares	(31,726)	(31,726)	(31,726)	(31,726)
Other paid-in capital	184,318	184,318	-	-
Other reserves				
Option reserve	31,471	31,471	31,471	31,471
Currency translation reserve	(20,942)	2,866	-	-
Reserve of disposal group held for sale	-	2,502	-	-
Fair value reserve	(495)	3,121	-	-
PRC statutory reserve	3,820	3,820	-	-
Other reserve	18,890	13,145	-	-
	<u>32,744</u>	<u>56,925</u>	<u>31,471</u>	<u>31,471</u>
Retained earnings	<u>2,128,154</u>	<u>2,260,432</u>	<u>1,392,692</u>	<u>48,203</u>
	<u>3,850,524</u>	<u>4,006,983</u>	<u>3,564,341</u>	<u>2,219,852</u>
Non-Controlling Interests	103,163	101,570	-	-
Total Equity	<u>3,953,687</u>	<u>4,108,553</u>	<u>3,564,341</u>	<u>2,219,852</u>
Total Liabilities and Equity	<u>8,110,418</u>	<u>8,137,780</u>	<u>3,587,866</u>	<u>2,250,357</u>

UNAUDITED STATEMENTS OF FINANCIAL POSITION (cont'd)

Note:

(a) Other Current Assets

	Group		Company	
	As at 30/09/2018 US\$'000	As at 31/12/2017 US\$'000	As at 30/09/2018 US\$'000	As at 31/12/2017 US\$'000
Prepaid expenses	48,831	21,979	49	65
Prepaid taxes, net	184,322	162,323	-	421
Deposits and advances to suppliers	276,026	189,046	-	-
Biological assets	67,137	83,918	-	-
Derivative receivable	12,445	6,622	-	-
Others	150,004	146,053	1	1
	<u>738,765</u>	<u>609,941</u>	<u>50</u>	<u>487</u>
Receivable from joint ventures	46,698	166,290	-	-
Receivable from related parties	33,115	36,508	-	-
	<u>818,578</u>	<u>812,739</u>	<u>50</u>	<u>487</u>

(b) Long-Term Receivables and Assets

	Group		Company	
	As at 30/09/2018 US\$'000	As at 31/12/2017 US\$'000	As at 30/09/2018 US\$'000	As at 31/12/2017 US\$'000
Loans receivable to joint ventures	74,363	24,150	-	-
Tax recoverable	118,206	169,012	-	-
Advances for project plasma plantations	2,240	4,971	-	-
Advances for projects	12,514	39,775	-	-
Land clearing	1,401	1,765	-	-
Advances for investments in land	1,495	1,495	-	-
Others	24,113	19,577	-	-
	<u>234,332</u>	<u>260,745</u>	<u>-</u>	<u>-</u>

(c) Other Payables

	Group		Company	
	As at 30/09/2018 US\$'000	As at 31/12/2017 US\$'000	As at 30/09/2018 US\$'000	As at 31/12/2017 US\$'000
Advances and deposits	47,638	40,276	-	-
Accrued expenses	44,175	56,352	253	284
Payable to third parties	68,640	107,839	-	-
Others	23,011	32,704	7	6
	<u>183,464</u>	<u>237,171</u>	<u>260</u>	<u>290</u>
Payable to related parties	3,372	3,739	23,265	30,215
	<u>186,836</u>	<u>240,910</u>	<u>23,525</u>	<u>30,505</u>

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

	As at 30/09/2018			As at 31/12/2017		
	US\$'000			US\$'000		
	Secured	Unsecured	Total	Secured	Unsecured	Total
Amount repayable in one year or less, or on demand	933,908	653,625	1,587,533	890,646	851,139	1,741,785
Amount repayable after one year	1,233,177	296,017	1,529,194	1,051,018	199,336	1,250,354
Total	2,167,085	949,642	3,116,727	1,941,664	1,050,475	2,992,139

Details of any collateral

The secured borrowings are collateralised by certain cash and cash equivalents, short-term investments, inventories, trade receivables, bearer plants, biological assets and property, plant and equipment.

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

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 SEPTEMBER 2018

	Ytd Sept 2018	Ytd Sept 2017	3rd Qtr 2018	3rd Qtr 2017
	US\$'000	US\$'000	US\$'000	US\$'000
Cash flows from operating activities				
(Loss)/Profit before tax	(24,248)	146,573	(10,506)	63,918
Adjustments for:				
Depreciation	210,541	260,220	69,590	82,584
Amortisation	2,445	1,864	872	641
Net loss/(gain) from changes in fair value of biological assets	16,781	(5,800)	853	(5,670)
Unrealised foreign exchange loss	7,174	7,769	1,756	14,556
Share of results of associated companies, net of tax	(991)	(1,485)	(571)	(454)
Share of results of joint ventures, net of tax	7,313	(1,957)	(1,797)	882
Loss/(Gain) on disposal of property, plant and equipment	594	(8,905)	177	(8,905)
Property, plant and equipment written off	746	359	247	73
Bearer plants written off	-	411	-	-
Inventories written off	439	-	-	-
(Write-back of)/Allowance for impairment loss on:				
Inventories, net	(5,044)	(84)	(1,399)	(3,696)
Other receivables, net	2,085	-	2,085	-
Trade receivables, net	(4)	(115)	(25)	220
Changes in fair value of financial assets at fair value through profit or loss	1,743	2,765	4,389	1,769
Loss on disposal of a joint venture	-	1,309	-	-
Loss on disposal of a subsidiary	196	-	-	-
Interest income	(28,058)	(23,514)	(9,300)	(9,238)
Interest expense	118,770	101,695	42,684	31,106
Operating cash flow before working capital changes	310,482	481,105	99,055	167,786
Changes in operating assets and liabilities:				
Trade receivables	42,015	104,632	145,182	(19,917)
Other current assets	(128,253)	(104,444)	56,705	(53,617)
Inventories	(101,527)	(150,046)	57,033	(127,917)
Net assets for disposal group held for sale	76,463	-	-	-
Trade payables	123,801	(55,508)	(70,712)	36,509
Other payables	(36,022)	(2,056)	(60,031)	(60,096)
Cash generated from/(used in) operations	286,959	273,683	227,232	(57,252)

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 SEPTEMBER 2018 (cont'd)

	Ytd Sept 2018 <u>US\$'000</u>	Ytd Sept 2017 <u>US\$'000</u>	3rd Qtr 2018 <u>US\$'000</u>	3rd Qtr 2017 <u>US\$'000</u>
Cash generated from/(used in) operations	286,959	273,683	227,232	(57,252)
Interest received	22,560	13,880	8,471	7,487
Interest paid	(119,762)	(95,342)	(48,662)	(28,316)
Tax (paid)/refund	(36,538)	27,197	4,158	(20,166)
Net cash generated from/(used in) operating activities	153,219	219,418	191,199	(98,247)
Cash flows from investing activities				
Proceeds from disposal of property, plant and equipment	5,034	8,324	322	2,389
Proceeds from disposal of bearer plants	739	863	135	194
Capital expenditure on property, plant and equipment	(150,105)	(125,357)	(48,592)	(53,249)
Capital expenditure on bearer plants	(23,985)	(21,854)	(5,858)	(4,564)
Investments in financial assets, net	(142,890)	(70,012)	(20,521)	(62,106)
Investment in an associated company	(1,164)	-	-	-
Proceeds from disposal of a joint venture	-	1,076	-	-
Cash inflow from non-controlling interest for incorporation of a subsidiary	136	23	15	-
Proceeds from/(Investments in) Plasma/KKPA Program plantations, net	2,299	(1,133)	2,940	80
Net cash inflow from disposal of a subsidiary	70,514	-	-	-
Dividends received from joint ventures	6,743	785	-	-
Payments for intangible assets	(18,470)	(6,493)	(6,568)	(4,286)
Net (increase)/decrease in long-term receivables and assets	(28,283)	15,166	(48,523)	17,706
Net cash used in investing activities	(279,432)	(198,612)	(126,650)	(103,836)
Cash flows from financing activities				
Proceeds from short-term borrowings	3,822,673	1,835,708	1,395,070	650,215
Proceeds from long-term borrowings	620,303	270,000	234,756	34
Payments of dividends	(11,537)	(57,416)	-	-
Payments of short-term borrowings	(3,744,790)	(1,805,622)	(1,465,408)	(490,162)
Payments of long-term borrowings	(381,211)	(84,666)	(140,760)	(9,472)
Payments of obligations under finance lease	-	(84)	-	(16)
Proceeds from notes issue	112,613	-	-	-
Payments of bonds and notes payable	(309,262)	(183,238)	(156,590)	-
Payments of deferred loan charges and bank loan administration costs	(5,422)	(5,563)	(2,117)	(2,609)
(Increase)/Decrease in cash in banks and time deposits pledged	(96)	4,192	18,490	(10,199)
Net cash generated from/(used in) financing activities	103,271	(26,689)	(116,559)	137,791
Net decrease in cash and cash equivalents	(22,942)	(5,883)	(52,010)	(64,292)
Cash and cash equivalents at the beginning of the period	127,198	122,690	156,266	181,099
Cash and cash equivalents at the end of the period (See Note below)	104,256	116,807	104,256	116,807

Note:

Cash and cash equivalents included in consolidated statement of cash flows consist of the following:

	30/09/2018 <u>US\$'000</u>	30/09/2017 <u>US\$'000</u>
Time deposits, cash and bank balances	137,605	142,932
Less: Cash in banks and time deposits pledged	(33,349)	(26,125)
	<u>104,256</u>	<u>116,807</u>

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

The Group	<----- Attributable to Owners of the Company ----->						Total	Non-Controlling Interests	Total Equity
	Issued Capital	Share Premium	Treasury Shares	Other Paid-in Capital	Other Reserves	Retained Earnings			
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>			
Balance at 31 Dec 2017	320,939	1,216,095	(31,726)	184,318	56,925	2,260,432	4,006,983	101,570	4,108,553
Effect of adoption of IFRS 9	-	-	-	-	(5,870)	(40,119)	(45,989)	-	(45,989)
Balance at 1 Jan 2018	320,939	1,216,095	(31,726)	184,318	51,055	2,220,313	3,960,994	101,570	4,062,564
(Loss)/Profit for the period	-	-	-	-	-	(27,171)	(27,171)	2,848	(24,323)
Other comprehensive loss	-	-	-	-	(11,239)	-	(11,239)	(1,034)	(12,273)
Total comprehensive (loss)/income for the period	-	-	-	-	(11,239)	(27,171)	(38,410)	1,814	(36,596)
Dividends paid for 2017	-	-	-	-	-	(11,073)	(11,073)	-	(11,073)
Dividends paid to non-controlling interest	-	-	-	-	-	-	-	(464)	(464)
Non-controlling interest for incorporation of a subsidiary	-	-	-	-	-	-	-	121	121
Balance at 30 Jun 2018	320,939	1,216,095	(31,726)	184,318	39,816	2,182,069	3,911,511	103,041	4,014,552
(Loss)/Profit for the period	-	-	-	-	-	(53,915)	(53,915)	1,048	(52,867)
Other comprehensive loss	-	-	-	-	(7,072)	-	(7,072)	(941)	(8,013)
Total comprehensive (loss)/income for the period	-	-	-	-	(7,072)	(53,915)	(60,987)	107	(60,880)
Non-controlling interest for incorporation of a subsidiary	-	-	-	-	-	-	-	15	15
Balance at 30 Sep 2018	320,939	1,216,095	(31,726)	184,318	32,744	2,128,154	3,850,524	103,163	3,953,687

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

The Group	<----- Attributable to Owners of the Company ----->						Total	Non-Controlling Interests	Total Equity
	Issued Capital	Share Premium	Treasury Shares	Other Paid-in Capital	Other Reserves	Retained Earnings			
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>			
Balance at 1 Jan 2017	320,939	1,216,095	(31,726)	184,318	55,225	2,308,899	4,053,750	42,201	4,095,951
Profit for the period	-	-	-	-	-	59,427	59,427	1,107	60,534
Other comprehensive (loss)/income	-	-	-	-	(8,847)	-	(8,847)	85	(8,762)
Total comprehensive (loss)/income for the period	-	-	-	-	(8,847)	59,427	50,580	1,192	51,772
Dividends paid for 2016	-	-	-	-	-	(57,416)	(57,416)	-	(57,416)
Change in interest in a subsidiary	-	-	-	-	(10,763)	-	(10,763)	53,349	42,586
Non-controlling interest for incorporation of subsidiaries	-	-	-	-	-	-	-	23	23
Balance at 30 Jun 2017	320,939	1,216,095	(31,726)	184,318	35,615	2,310,910	4,036,151	96,765	4,132,916
Profit for the period	-	-	-	-	-	43,680	43,680	1,210	44,890
Other comprehensive income	-	-	-	-	3,761	-	3,761	104	3,865
Total comprehensive income for the period	-	-	-	-	3,761	43,680	47,441	1,314	48,755
Balance at 30 Sep 2017	320,939	1,216,095	(31,726)	184,318	39,376	2,354,590	4,083,592	98,079	4,181,671

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

The Company	Issued Capital US\$'000	Share Premium US\$'000	Treasury Shares US\$'000	Option Reserve US\$'000	Retained Earnings US\$'000	Total US\$'000
Balance as at 1 Jan 2018	320,939	1,850,965	(31,726)	31,471	48,203	2,219,852
Loss for the period, representing total comprehensive loss for the period	-	-	-	-	(642)	(642)
Dividends paid for 2017	-	-	-	-	(11,073)	(11,073)
Balance as at 30 Jun 2018	320,939	1,850,965	(31,726)	31,471	36,488	2,208,137
Profit for the period, representing total comprehensive income for the period	-	-	-	-	1,356,204	1,356,204
Balance as at 30 Sep 2018	320,939	1,850,965	(31,726)	31,471	1,392,692	3,564,341
Balance as at 1 Jan 2017	320,939	1,850,965	(31,726)	31,471	171,302	2,342,951
Loss for the period, representing total comprehensive loss for the period	-	-	-	-	(169)	(169)
Dividends paid for 2016	-	-	-	-	(57,416)	(57,416)
Balance as at 30 Jun 2017	320,939	1,850,965	(31,726)	31,471	113,717	2,285,366
Loss for the period, representing total comprehensive loss for the period	-	-	-	-	(285)	(285)
Balance as at 30 Sep 2017	320,939	1,850,965	(31,726)	31,471	113,432	2,285,081

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

Details of the Company's issued and paid-up capital were as follows:

	As at	
	30 Sep 2018	30 Sep 2017
Number/Percentage of treasury shares	102,792,400 / 0.8%	102,792,400 / 0.8%
Number of issued shares (excluding treasury shares)	12,734,756,156	12,734,756,156

There were no movements in the Company's issued share capital (excluding treasury shares) since 31 December 2017.

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

The total number of issued shares excluding treasury shares as at 30 September 2018 and 31 December 2017 was 12,734,756,156 ordinary shares.

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

There were no changes in the number of ordinary shares held as treasury shares by the Company since 31 December 2017.

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

These figures have not been audited, or reviewed by the auditors.

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

Not applicable.

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

Except as disclosed in Note 5 below, the Group has applied the same accounting policies and methods of computation consistent with those used in the most recent audited annual financial statements for the year ended 31 December 2017.

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

The Group adopted various new and revised IFRSs that are relevant to its operations and effective for period beginning 1 January 2018. Except as disclosed below, the adoption of the new and revised IFRSs has had no material financial impact on the Group's financial statements.

IFRS 9, *Financial Instruments* contains new requirements for classification and measurement of financial instruments, a new expected credit loss model for calculating impairment of financial assets, and new general hedge accounting requirements.

Prior to adoption of IFRS 9, the Group classifies its non-derivative financial assets as loans and receivables, fair value through profit or loss and available-for-sale. The classification depends on the purpose for which the financial assets are acquired. Upon adoption of IFRS 9, the Group's investments in equity instruments that are currently classified as available-for-sale and satisfy certain conditions will be classified as at fair value through other comprehensive income ("FVOCI"). All other financial assets will be held at fair value through profit or loss ("FVTPL"). Fair value reserve relating to the fair value changes of unit trusts and funds will be reclassified to retained earnings as these investments are classified as FVTPL. Also, impairment of financial assets measured at amortised cost or FVOCI (except for investments in equity instruments) is now based on the expected credit loss model instead of the "incurred loss" model used previously. The Group does not restate the comparative information for the effect of adopting IFRS 9 due to the exemptions allowed under the transition provision of IFRS 9 but has instead recognised the effect in retained earnings and other reserves as at 1 January 2018.

The following reconciliations summaries the estimated impacts on initial application of IFRS 9 on the Group's financial statements.

Consolidated statement of financial position as at 31 December 2017 and 1 January 2018

	At 31 Dec 2017 <u>US\$'000</u>	Effect of IFRS 9 <u>US\$'000</u>	At 1 Jan 2018 <u>US\$'000</u>
Trade receivables	486,045	(1,291)	484,754
Other current assets	812,739	(44,374)	768,365
Long-term receivables and assets	260,745	(324)	260,421
Fair value reserve	3,121	(5,870)	(2,749)
Retained earnings	2,260,432	(40,119)	2,220,313

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

	The Group			
	Ytd Sept 2018	Ytd Sept 2017	3rd Qtr 2018	3rd Qtr 2017
Earnings/(Loss) per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares	(USD0.64cents)	USD0.81cents	(USD0.42cents)	USD0.34cents
- Weighted average numbers of shares	12,734,756,156	12,734,756,156	12,734,756,156	12,734,756,156
(ii) On a fully diluted basis	Not applicable	Not applicable	Not applicable	Not applicable
- Weighted average numbers of shares	Not applicable	Not applicable	Not applicable	Not applicable

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

	The Group		The Company	
	As at 30 Sep 2018	As at 31 Dec 2017	As at 30 Sep 2018	As at 31 Dec 2017
Net asset value per ordinary share based on existing issued share capital of 12,734,756,156 shares	US\$0.30	US\$0.31	US\$0.28	US\$0.17

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

	Ytd Sept 2018 US\$'000	Ytd Sept 2017 US\$'000	Change %
Revenue by segment			
Plantations and palm oil mills	1,100,351	1,251,591	(12.1)
Palm and laurics	4,960,212	4,913,392	1.0
Oilseeds	361,764	471,166	(23.2)
Others	146,953	147,054	(0.1)
Inter-segment eliminations	(1,054,369)	(1,198,704)	(12.0)
Total Revenue	5,514,911	5,584,499	(1.2)
EBITDA by segment			
Plantations and palm oil mills	305,018	378,196	(19.3)
Palm and laurics	64,970	121,602	(46.6)
Oilseeds	419	7,604	(94.5)
Others	(633)	1,976	n.m.
Inter-segment eliminations	331	(1,101)	n.m.
Total EBITDA	370,105	508,277	(27.2)

Notes:

- (1) EBITDA refers to earnings before tax, non-controlling interests, interest on borrowings, depreciation and amortisation, net (loss)/gain from changes in fair value of biological assets and foreign exchange loss.
- (2) Plantations and palm oil mills segment refers to products from upstream business.
- (3) Palm and laurics segment refers to processing and merchandising of palm based products, i.e. bulk and branded as well as oleochemicals and other vegetable oils.
- (4) Oilseeds segment refers to processing and merchandising of oilseed based products, i.e. bulk and branded.
- (5) Others refers to production and distribution of food & consumer products in China and Indonesia.

REVIEW OF PERFORMANCE FOR NINE MONTHS ENDED 30 SEPTEMBER 2018

The Group's total revenue was marginally lower at US\$5,514.9 million for nine months ended 30 September 2018 ("9M2018") with EBITDA and core profit lower at US\$370.1 million and US\$79.4 million respectively. The operating performance of the Group was mainly affected by softer crude palm oil ("CPO") prices and weakening of certain currencies where we operate against USD during the current period.

PLANTATIONS AND PALM OIL MILLS

Revenue from our plantation and palm oil mills segment decreased by 12.1% at US\$1,100.4 million in 9M2018 mainly affected by lower CPO prices and higher inventory level during the current period. The average international CPO (FOB Belawan) price for the current period was lower at US\$600 per tonne as compared to US\$689 per tonne in 9M2017. Consequently, EBITDA from our plantations and palm oil mills segment decreased to US\$305.0 million in the current period.

Our fresh fruit bunch ("FFB") yield per hectare continued to improve on quarter-to-quarter basis, bringing our total FFB and palm product output for 9M2018 to 7,731,000 tonnes and 2,235,000 tonnes respectively as compared to 7,315,000 tonnes and 2,074,000 tonnes respectively in the previous corresponding period ("9M2017").

PALM AND LAURICS

Revenue from our palm and laurics segment remained fairly constant at US\$4,960.2 million in 9M2018 despite higher sales volume due to lower CPO market prices. EBITDA decreased by 46.6% to US\$65.0 million in the current period as margins were impacted by the recent governments' intervention in commodity markets, such as in India and Malaysia, as well as the changes in US-China trade tariffs.

OILSEEDS

Revenue from our oilseeds segment decreased by 23.2% to US\$361.8 million mainly due to lower sales and crushing volume during the current period. Oilseeds segment recorded a lower EBITDA of US\$0.4 million for the current period mainly attributable to lower volume and higher input prices driven by the uncertainty of the changes in trade policies between US and China.

FINANCIAL EXPENSES, NET

Net financial expenses comprised net interest expenses (after deducting interest income), amortisation of deferred loan charges and other finance charges. Net financial expenses increased from US\$79.3 million in 9M2017 to US\$93.1 million in the current period mainly due to higher borrowing cost which is in line with higher USD interest rate and higher average total borrowings in the current period.

SHARE OF RESULTS OF JOINT VENTURES, NET

The Group recorded share of loss in joint ventures of US\$7.3 million in the current period as compared to share of profit of US\$2.0 million in 9M2017 mainly due to loss in a joint venture that started commercial operations in the last quarter of 2017 and is currently in the market development phase.

FOREIGN EXCHANGE LOSS, NET

The net foreign exchange loss increased from US\$3.7 million in 9M2017 to US\$45.8 million in the current period. The increase was mainly attributable to unrealised translation loss on foreign currency denominated monetary assets and liabilities as USD strengthened against IDR, Chinese Renminbi and Indian Rupee during the current period.

OTHER OPERATING INCOME

Net other operating income comprised mainly changes in fair value of biological assets (agricultural produce) and financial assets, income from sales of seedlings and other materials, as well as rental income. Net other operating income decreased from US\$32.4 million in 9M2017 to US\$9.7 million in 9M2018 primarily attributable to loss from changes in fair value of biological assets of US\$16.8 million in 9M2018 as compared to a gain of US\$5.8 million in 9M2017 in line with lower prices.

TAX

Income tax comprised provision for current and deferred income tax derived by applying the varying statutory tax rates of the different countries in which the Group operates on its taxable profit and taxable temporary difference. No group relief is available for set-off of taxable profits against tax losses of companies within the Group.

Net tax expense increased from US\$41.1 million in 9M2017 to US\$52.9 million mainly due to higher deferred tax expenses arising from the weakening of IDR during the current period.

REVIEW OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2018

ASSETS

The Group's total assets was lower at US\$8,110.4 million as at 30 September 2018 as compared to US\$8,137.8 million as at 31 December 2017. This was mainly due to the completion of divestment of oilseed assets and operations in Tianjin, partially offset by the increases in inventories and long-term investments.

Inventories increased by US\$106.4 million to US\$1,098.8 million mainly attributable to higher inventories level for both upstream and downstream operations.

Long-term investments were higher at US\$899.3 million mainly due to additional investments in technology related investments.

LIABILITIES

Compared to the previous year end, total liabilities of the Group increased by US\$127.5 million to US\$4,156.7 million as at 30 September 2018. This was mainly attributable to higher trade payables and total borrowings, partially offset by lower other payables following repayment made during the current period.

Trade payables increased by US\$123.8 million mainly due to higher trade finance payable in line with increased purchases during the current period.

Total borrowings increased by US\$124.6 million to US\$3,116.7 million mainly due to additional loan drawdown and medium-term notes issued for working capital and general corporate purposes.

REVIEW OF CASH FLOWS FOR NINE MONTHS ENDED 30 SEPTEMBER 2018

Net cash generated from operating activities (after payment of taxes and interest expenses) was lower at US\$153.2 million in 9M2018 mainly in line with lower operating results.

Net cash used in investing activities of US\$279.4 million was mainly related to capital expenditures on our property, plant and equipment, and additional investment in long-term investments.

Net cash generated from financing activities of US\$103.3 million was mainly related to net proceeds from issuance of additional notes and new loans drawdown, net of dividends payments during the current period.

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

Not applicable.

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

Weather conditions, demand and supply of CPO and other competing seed oils, and developments in government policy of the countries we trade with will continue to have an impact on the prices for commodities including CPO. Nonetheless, we expect the demand growth for CPO to remain stable supported by global food and energy demand, particularly the increase in biodiesel consumption in Indonesia. The Group will continue to enhance its integrated operation capabilities to optimise profit opportunities across the value chain, as well as to improve its yield, cost efficiency and sustainability initiatives.

11. Dividend

(a) Current Financial Period Reported On

Any ordinary dividend declared for the current financial period reported on? No.

(b) Corresponding Period of the Immediately Preceding Financial Year

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

Name of Dividend: Interim dividend
Dividend Type: Cash
Dividend Amount per share: 0.693 Singapore cents per ordinary share
Number of shares: 12,734,756,156
Tax Rate: Tax not applicable

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommended, a statement to that effect

No dividend has been declared for the third quarter ended 30 September 2018.

13. Interested persons transactions disclosure

Name of interested person	Aggregate value of all interested person transactions during the year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
	3Q2018	3Q2018
	US\$	US\$
PT Asuransi Sinar Mas	-	881,420
PT Bank Sinarmas Tbk #1	-	4,480,599
PT Cakrawala Mega Indah	-	14,974,084
PT Golden Energy Mines Tbk	-	1,900,554
PT Maritim Sinar Utama	-	410,528
PT Rolimex Kimia Nusamas	-	3,603,593
PT Roundhill Capital Indonesia	-	1,023,793
PT Royal Oriental	-	2,164,495
PT Sinar Jati Mitra	-	353,195
Total	-	29,792,261

Note:

#1 Principal amount of placement as at 30 September 2018 is approximately US\$5.03 million.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

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

Not applicable.

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

Not applicable.

- 16. A breakdown of sales**

Not applicable.

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

Not applicable.

- 18. Confirmation pursuant to the Rule 705(5) of the listing manual**

We, Franky Oesman Widjaja and Rafael Buhay Concepcion, Jr., being two directors of Golden Agri-Resources Ltd (the "Company"), do hereby confirm on behalf of the directors of the Company that, to the best of their knowledge, nothing has come to their attention which would render the third quarter and nine months ended 30 September 2018 unaudited financial results to be false or misleading.

On behalf of the board of directors

Franky Oesman Widjaja
Director

Rafael Buhay Concepcion, Jr.
Director

- 19. Confirmation pursuant to the Rule 720(1) of the listing manual**

The Company confirms that it has procured undertakings from all its directors and executive officers in the form set out in Appendix 7.7 under Rule 720(1) of the Listing Manual.

BY ORDER OF THE BOARD

Rafael Buhay Concepcion, Jr.
Director
13 November 2018

Submitted by Kimberley Lye Chor Mei, Director, Corporate Secretarial on 13 November 2018 to the SGX