



## Shalimar (Malay) PLC

**Summarised Financial Report  
for the year ended  
31st March 2019**

**SHALIMAR (MALAY) PLC**  
**Statement of Profit or Loss**

(All figures in Sri Lankan Rupees '000)

	Note			%			%
Continuing operations							
Revenue	(Note 3)	1,026	771	33%	3,405	4,946	-31%
Other income		2	-	100%	2	-	100%
Administrative expenses		(675)	(323)	109%	(2,751)	(1,711)	61%
Foreign exchange gain/(loss)		-	-	-	-	(5,123)	-100%
Profit before tax for the period from continuing operations		353	448	-21%	656	(1,888)	-135%
Income tax expense		-	667	-100%	-	(391)	-100%
Profit for the period		353	1,115	-68%	656	(2,279)	-129%
Earnings Per Share (Rs.)		0.07	0.21		0.12	(0.42)	

**Statement of comprehensive income**

	Quarter ended			Year ended		
	31st March		Change	31st March		Change
	2019	2018		2019	2018	
			%			%
<b>Profit / (Loss) for the period</b>	<b>353</b>	1,115	-68%	<b>656</b>	(2,279)	-129%
<b>Other comprehensive income</b>						
<b>Other Comprehensive Income/(Loss) not to be reclassified to profit or loss in subsequent periods</b>						
Gain on Change in Fair Value of Financial Assets classified under Fair Value through OCI (FVOCI)	<b>174,308</b>	230,132	-24%	<b>174,308</b>	230,132	-24%
Deferred Tax attributable to Gain on Change in Fair Value of Financial Assets classified under FVOCI (Note 8)	<b>23,013</b>	(23,013)	-200%	<b>23,013</b>	(23,013)	-200%
<b>Net other Comprehensive Income not to be reclassified to profit or loss in subsequent periods</b>	<b>197,321</b>	207,119	-5%	<b>197,321</b>	207,119	-5%
<b>Other Comprehensive Income for the period, net of tax</b>	<b>197,321</b>	207,119	-5%	<b>197,321</b>	207,119	-5%
<b>Total Comprehensive Income for the period, net of tax</b>	<b>197,673</b>	208,234	-5%	<b>197,977</b>	204,840	-3%

*Changes represent the percentage change in current period's results compared to corresponding period of last year.*

*Figures in brackets indicate deductions/negative changes.*

*The above figures are subject to audit.*

**SHALIMAR (MALAY) PLC**  
**Statement of financial position**

(All figures in Sri Lankan Rupees '000)

	Note	As at 31.03.2019	As at 31.03.2018
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Non-current financial assets	(Note 4 / Note 2.1.1)	5,778,888	5,604,580
<b>Total Non- Current Assets</b>		5,778,888	5,604,580
<b>Current Assets</b>			
Advances and Prepayments		213	246
Income tax receivable		523	523
Short term investments		35,865	-
Cash and cash equivalents		4,776	39,892
<b>Total Current Assets</b>		41,377	40,661
<b>Total Assets</b>		5,820,265	5,645,241
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Stated capital	(Note 7)	69,401	69,401
Retained earnings		61,884	61,228
Other reserves		5,687,054	5,489,733
<b>Total Shareholders' Funds</b>		5,818,339	5,620,362
<b>Non-Current Liabilities</b>			
Deferred tax liability	(Note 8)	-	23,013
<b>Total Non-Current Liabilities</b>		-	23,013
<b>Current Liabilities</b>			
Trade and other payables		1,895	1,833
Unclaimed dividend		31	33
<b>Total Current Liabilities</b>		1,926	1,866
<b>Total Liabilities</b>		1,926	24,879
<b>Total Equity and Liabilities</b>		5,820,265	5,645,241
Net Asset per share (Rs.)		1,077.90	1,041.22

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

(Sgd.)

**Aneesh Dudeja**

President / Chief Financial Officer

The Board of Directors is responsible for the preparation and presentation of these financial statements.

Approved & signed for and on behalf of the Managers, Approved & signed for and on behalf of the Board,

(Sgd.)

(Sgd.)

(Sgd.)

**M.R. Jiffrey**

Director

**Agro Harapan Lestari (Pvt) Ltd**

26th April 2019

*The above figures are subject to audit.*

**H. Selvanathan**

Chairman

**M. Selvanathan**

Director

**SHALIMAR (MALAY) PLC**  
**Statement of Changes in Equity**  
(All figures in Sri Lankan Rupees '000)

	Stated Capital	Available-for-sale reserve	Retained Earnings	Total Shareholders' Funds
Balance as at 1st April, 2017	69,401	5,282,614	63,507	5,415,522
Profit for the year	-	-	(2,279)	(2,279)
Other comprehensive income/(loss) for the year	-	207,119	-	207,119
Total comprehensive income/(loss) for the year	-	207,119	(2,279)	204,840
Balance as at 31st March 2018	69,401	5,489,733	61,228	5,620,362

	Note	Stated Capital	Available-for-sale reserve	Fair Value Reserve	Retained Earnings	Total Shareholders' Funds
Balance as at 31st March 2018		69,401	5,489,733	-	61,228	5,620,362
Effect of adoption of SLFRS 9	(Note 2.1.1)	-	(5,489,733)	5,489,733	-	-
Balance as at 1st April 2018		69,401	-	5,489,733	61,228	5,620,362
Profit for the year		-	-	-	656	656
Other comprehensive income for the year		-	-	197,321	-	197,321
Total comprehensive income for the year		-	-	197,321	656	197,977
Balance as at 31st March 2019		69,401	-	5,687,054	61,884	5,818,339

*Figures in brackets indicate deductions/negative changes*

*The above figures are subject to audit.*

**SHALIMAR (MALAY) PLC**  
**Cash Flow Statement**

**For the year ended 31st March**

(All figures in Sri Lankan Rupees '000)

	<b>2019</b>	2018
Net cash outflows from operating activities	<b>(2,656)</b>	(28,001)
Net cash (outflows) / inflows from investing activities	<b>(32,460)</b>	4,946
Net cash outflows from financing activities	-	(176,974)
Decrease in cash and cash equivalents	<b>(35,116)</b>	(200,029)
Cash and cash equivalents at the beginning of the year	<b>39,892</b>	239,921
<b>Cash and cash equivalents at the end of the year</b>	<b>4,776</b>	39,892
<b>Cash and cash equivalents:</b>		
Cash and bank balances	<b>1,114</b>	1,245
Short-term deposits	<b>3,662</b>	38,647
	<b>4,776</b>	39,892

*The above figures are subject to audit.*

## SHALIMAR (MALAY) PLC

### 1. Basis of preparation of Summarised Financial Report

The interim condensed financial statements have been prepared in compliance with Sri Lanka Accounting Standard LKAS 34 - Interim Financial Reporting. These interim condensed financial statements should be read in conjunction with the annual financial statements for the year ended 31st March 2018 and Note 02 disclosed below on adoption of new standards.

Further, provisions of the Companies Act no.7 of 2007 have been considered in preparing the interim financial statements of the company.

### 2. Accounting policies

The same accounting policies and methods of computation as stated in the annual financial statements for the year ended 31st March 2018 are followed in the preparation of these Interim Condensed Financial Statements except for the changes required due to adoption of new Standards which is disclosed under Note 2 below.

The comparative information have been reclassified wherever necessary to conform to the current year classification.

#### 2.1 New Standards effective from 01st January 2018

##### 2.1.1 Adoption of SLFRS 9 - Financial Instruments

The Sri Lanka Accounting Standard – SLFRS 9 on “Financial Instruments”, which replaces the existing guidance on LKAS 39 on “Financial Instruments: Recognition and Measurement” has become effective for annual reporting periods beginning on or after January 01, 2018 bringing together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting.

The Company has applied SLFRS 9 retrospectively, but has elected not to restate comparative information based on the transitional provisions available in SLFRS 9. In the first year of SLFRS 9 implementation, the accounting policy relevant to the comparative information on financial instruments is reported under LKAS 39. As a result, the comparative information provided continues to be accounted for in accordance with the company’s previous accounting policy.

##### (a) Classification and measurement of financial instruments

The Financial Assets categorised as Available -for -Sale Investments under LKAS 39 is now reclassified under Equity Investments at Fair Value through OCI (FVOCI) under SLFRS 9 after assessing the business model that applies to the financial assets held by the Company. This category only includes the equity instruments, which the Company intends to hold for the foreseeable future and which the Company has irrevocably elected to classify upon initial recognition or transition. There is no recycling of gains or losses to profit or loss on derecognition and the dividend received as a result of holding this investment will be recognized to profit or loss.

These reclassifications have no impact on the measurement categories. On the date of initial application 01st April 2018, the main effects resulting from this reclassification of Financial Assets are as follows:

	Available-For-Sale Financial Assets (AFS)	Equity Investments at Fair Value through OCI (FVOCI)	Net Effect
<i>As at 01.04.2018</i>	(Rs.'000)	(Rs.'000)	(Rs.'000)
<b>Opening balance - LKAS 39</b>	<b>5,604,580</b>	-	
Reclassify equity investments from AFS to FVOCI	(5,604,580)	5,604,580	-
<b>Opening balance - SLFRS 9</b>	<b>-</b>	<b>5,604,580</b>	

The impact of these changes on the Company's equity is as follows;

	Effect on Available- for-sale Reserve	Effect on Fair Value Reserve	Net Effect
<i>As at 01.04.2018</i>	(Rs.'000)	(Rs.'000)	(Rs.'000)
<b>Opening balance - LKAS 39</b>	<b>5,489,733</b>	-	
Reclassify equity investments from AFS to FVOCI	(5,489,733)	5,489,733	-
<b>Opening balance - SLFRS 9</b>	<b>-</b>	<b>5,489,733</b>	

## SHALIMAR (MALAY) PLC

### 2. Accounting policies and comparative information (Contd.)

#### 2.1.2 Adoption of SLFRS 15 - Revenue from Contracts with Customers

SLFRS 15 supersedes LKAS 11 Construction Contracts, LKAS 18 Revenue and related Interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. The new standard establishes a five-step model to account for revenue arising from contracts with customers.

Based on the assessment performed, the Company concluded that SLFRS 15 does not have an impact on Company's Financial Statements

### 3. Revenue

#### For the year ended 31st March

	2019 Rs'000	2018 Rs'000
<b>External Revenue</b>		
Interest income	3,405	4,946
	<b>3,405</b>	<b>4,946</b>

### 4. Fair Value Measurement

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

Fair value measurement hierarchy for financial assets as at 31st March 2019 and 31st March 2018 are as follows :

(All figures in Sri Lankan Rupees '000)

Date of valuation	Fair value measurement using		
	Quoted prices in active (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Non Current Financial Assets Measured at Fair Value:</b>			
<b>As at 31st March 2019</b>			
<b><u>Equity Investments at Fair Value through OCI (FVOCI) (Note 2.1.1)</u></b>			
<b><u>Unquoted Equity Shares</u></b>			
Shalimar Developments Sdn.Bhd. (Note 5(a)) 31 December 2018	5,778,888	-	5,778,888
<b>FVOCI financial assets as at 31st March 2019</b>	<b>5,778,888</b>	<b>-</b>	<b>5,778,888</b>
<b>As at 31st March 2018</b>			
<b><u>Available-For-Sale financial assets (AFS) (Note 2.1.1)</u></b>			
<b><u>Unquoted Equity Shares</u></b>			
Shalimar Developments Sdn.Bhd. (Note 5(a)) 31 December 2017	5,604,580	-	5,604,580
<b>AFS financial assets as at 31 March 2018</b>	<b>5,604,580</b>	<b>-</b>	<b>5,604,580</b>

### 5. Non-current financial assets

#### a). Equity Investments at Fair Value through OCI - Unquoted Equity Shares

The Company holds a 13.33% equity investment (March 2018: 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 Equity Investments at Fair Value through OCI.

## SHALIMAR (MALAY) PLC

### 5. Non-current financial assets

#### a). Equity Investments at Fair Value through OCI - Unquoted Equity Shares (contd.)

The Company obtained the services of PricewaterhouseCoopers Advisory Services Sdn. Bhd., Malaysia (PwC) to carry out an independent indicative fair market valuation of the equity interest in the unquoted investment in SDSB as at valuation date of 31 December 2018. Unquoted equity shares of Shalimar Developments Sdn. Bhd. has been valued based on adjusted net asset basis. Such net assets represent the investment value of PT Agro Indomas (PTAI) which was determined based on income approach using discounted cash flow method.

The fair value of the equity investment of SDSB in PTAI has been valued based on the following key assumptions/bases:

- (a) Estimated economic life of the oil palm plantations of PTAI is 26 years (including the immature period).
- (b) Consider one planting cycle (i.e. no replantation at the end of the economic life).
- (c) Yield per hectare based on year of planting, maturity profile and terrain.
- (d) CPO ex-mill prices in FY2019 and FY2020 are projected at USD 468/MT and USD 489/MT, respectively, which eventually reaches a peak of USD 702/MT in FY 2031.
- (e) Weighted average cost of capital (WACC) of 14%.
- (f) Indonesian corporate taxation rate at 25% p.a.
- (g) Inflation assumed approximately 3.8% p.a.

#### Sensitivity of the key assumptions used

The significant unobservable inputs used in the above fair value measurement categorised within Level 3 of the fair value hierarchy (Note 04) together with a quantitative sensitivity analysis are as shown below:

The below values are based on 13.33% equity stake in SDSB and base case is at WACC of 14%.

	WACC		CPO ex – mill price		Yield	
	1%	1%	5%	5%	5%	5%
	Increase	Decrease	Increase	Decrease	Increase	Decrease
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Effect of fair value in unquoted equity shares in SDSB designated as Financial Assets classified under FVOCI	(642)	694	2,476	(2,476)	1,307	(1,244)

### 6. Contingent Liabilities, Assets Pledged & Events After the Reporting Period

#### 6.1 Contingent Liabilities

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

#### 6.2 Events After the Reporting Period

There were no any circumstances which required adjustment to or disclosures in these interim condensed financial statements.

#### 6.3 Assets Pledged

There were no assets pledged as at the reporting date.

### 7. Stated Capital

Stated capital of the company consists of,

As at	As at
31.03.2019	31.03.2018
5,397,840	5,397,840

Fully paid ordinary shares (voting)

### 8. Deferred Tax Liability

The Inland Revenue Act no 24 of 2017, Sec (r) of Schedule III, provides an exemption in respect of the potential gains that may arise from the disposal of shares in a non-resident Company provided the holding exceeds 10% or more of the value of the shares and the voting power. Accordingly, the provision made in the previous year has been reversed.



## SHALIMAR (MALAY) PLC

### 9. Related Party Transactions

#### 9.1 Recurrent Related Party Transactions

##### 9.1.1 Secretarial Fee

The Secretarial fee charged by Carsons Management Services (Private) Limited of Rs.0.2 mn (31st March 2018 : Rs.0.4 mn ) has been charged in arriving at the profit before income tax for the year ended 31st March 2019.

All the above recurrent related party transactions have been conducted on agreed commercial terms with the respective parties on an arm's length basis.

#### 9.2 Non-Recurrent Related Party Transactions

There are no non-recurrent related party transactions for the year ended 31st March 2019.

### 10. Going Concern

The financial statements of the company have been prepared on a going concern basis as the company continues to hold its main investment in SDSB. The directors have a reasonable expectation that the company's investment segment operation will continue for the foreseeable future.

### 11. Segmental Analysis

The principal activity of the Company is managing and holding of an investment portfolio. The Company has sold the Malaysian plantation assets during the Financial year 2016/17 and exited from the Oil Palm Plantation business segment.

## INVESTOR INFORMATION

### Share information

Highest price per share (Rs.)

Lowest price per share (Rs.)

Last traded price (Rs.)

Volume traded (No. of shares)

Quarter ended		Year ended
31.03.2019	31.03.2018	31.03.2019
<b>1,870.00</b>	2,150.00	1,870.00
<b>1,126.00</b>	1,140.00	1,125.00
<b>1,497.60</b>	1,497.60	1,497.60
<b>94</b>	164	366

**SHALIMAR (MALAY) PLC**  
**Additional Notes**

**I** Names and the Number of Shares (voting) held by the top 20 shareholders as at 31st March 2019.

	<b>Name of Shareholders</b>	<b>Number of Shares</b>	<b>%</b>
1	Goodhope Asia Holdings Ltd	4,491,047	83.2
2	Selinsing PLC	579,432	10.73
3	Good Hope PLC	167,328	3.1
4	Indo-Malay PLC	119,448	2.21
5	Mr. K.C. Vignarajah	21,414	0.4
6	Mrs. S. Vignarajah	3,714	0.07
7	Mr. J.A.A. Chandrasiri	1,798	0.03
8	Dr. D. Jayanthia	1,480	0.03
9	Best Real Invest Co Services (Private) Limited	1,329	0.02
10	Mr. M.M.A. Ameen	846	0.02
11	Miss. K.R. Vignarajah	810	0.02
12	Dr. R.D. Kahandawa Arachchi	700	0.01
13	Mr. N.K. Punchihewa	531	0.01
14	MR. V.H.D.S.S. Siriwardena	409	0.01
15	Mr. N.S.C. De Silva	374	0.01
16	Acuity Partners (Pvt) Limited/Mr.N.K.Punchihewa	362	0.01
17	MRS. F.H. Ameen	352	0.01
18	Mr. P.K.D.F. Pitigala	352	0.01
19	Mr. V. Baskarasundaram	351	0.01
20	MR. I.G.K.R.K. Jayaweera	290	0.01
		<b>5,392,367</b>	<b>99.92</b>

**II** Ordinary Shares of the Company held by the public as at 31st March 2019 are as follows;

Number of public shareholders	<b>332</b>
Percentage of public holding	<b>0.75%</b>
Float adjusted market capitalization (Rs.)	<b>60,628,539</b>

The Company is not in compliance with the minimum public holding requirements set out in Rule 7.13.1 (a) of the Listing Rules of the Colombo Stock Exchange.

**III** Directors shareholdings as at 31st March 2019.

<b>Name of Director</b>	<b>Number of Shares</b>
Mr. H. Selvanathan	-
Mr. M. Selvanathan	1
Mr. I. Paulraj	-
Mr. D.C.R.Gunawardena	-
Mr. A.K. Sellayah	-
Mr. K.C.N.Fernando	-
Mr. S. Mahendrarajah	53

**IV** PT Agro Indomas, the Company's investment made through Shalimar Developments Sdn. Bhd. (Investment vehicle in Malaysia) is located in Kalimantan province, Indonesia. The total land area of PT Agro Indomas is approximately 26,981 Ha.

Operational performance information is given below.

<b>Operational performance indicators</b>	<b>2019 March</b>	<b>2018 March</b>
Crop Production (MT)	<b>711,427</b>	495,381
CPO (MT)	<b>139,405</b>	98,891
PK (MT)	<b>31,559</b>	21,939
CPO Ex Mill Price (US\$)	<b>459</b>	572
FFB Yeld (MT per Hectare)	<b>26.57</b>	19.90
CPO/ Ha (MT)	<b>5.24</b>	4.00
Milling Capacity (MT per Hour)	<b>225</b>	225

MT-Metric Tones

## CORPORATE INFORMATION

**Name of the Company**

Shalimar (Malay) PLC

**Company No**

PQ 51

**Legal Form**

A Public Quoted Company with  
Limited Liability.  
Incorporated in Sri Lanka in 1909.

**Directors**

H. Selvanathan (Chairman)  
M. Selvanathan  
I. Paulraj  
D.C.R.Gunawardena  
A.K. Sellayah  
K.C.N. Fernando  
S. Mahendrarajah

**Bankers**

Standard Chartered Bank  
Commercial Bank of Ceylon PLC  
Deutsche Bank

**Auditors of the Company**

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

**Secretaries**

Carsons Management Services (Private) Limited  
No. 61, Janadhipathi Mawatha  
Colombo 01  
Sri Lanka  
Tel: +94 11 2039200  
Fax: +94 11 2039300

**Managers**

Agro Harapan Lestari (Pvt) Ltd  
Level 20  
East Tower  
World Trade Centre  
Echelon Square  
Colombo 01  
Sri Lanka.  
Tel : +94 114357777  
Fax : +94 114357788

**Registered Office**

No. 61, Janadhipathi Mawatha  
Colombo 01  
Sri Lanka  
Tel: +94 11 2039200  
Fax: +94 11 2039300

**Corporate Website**

[www.goodhopeholdings.com](http://www.goodhopeholdings.com)

**Holding Company**

Goodhope Asia Holdings Ltd

**Ultimate Parent & Controlling Entity**

Bukit Darah PLC