

FOCUS DYNAMICS TECHNOLOGIES BERHAD (Company No: 592924-P)  
 CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
 AND QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE SECOND QUARTER ENDED 31 JANUARY 2011  
 THE FIGURES HAVE NOT BEEN AUDITED

		INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
		CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER (RESTATED)	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD (RESTATED)
Note	31/01/2011	31/01/2010	31/01/2010	31/01/2011	31/01/2010
	RM	RM	RM	RM	RM
<b>CONTINUING OPERATIONS</b>					
REVENUE	A9	1,667,084	5,304,329	3,241,987	8,484,395
COST OF SALES		(1,259,095)	(4,347,238)	(2,433,841)	(7,064,788)
GROSS PROFIT		407,989	957,091	808,146	1,419,607
OTHER INCOME		500	105,016	8,110	166,975
OPERATING EXPENSES		(470,274)	(932,443)	(937,747)	(1,569,535)
(LOSS)/PROFIT FROM OPERATIONS		(61,785)	129,664	(121,491)	17,047
INTEREST INCOME		-	4,204	-	15,528
INTEREST EXPENSES		(89,494)	(98,502)	(159,126)	(188,462)
GAIN TO GROUP ON DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANY		-	-	-	135,663
LOSS TO GROUP ON STRIKE OFF OF SUBSIDIARIES		-	(109,378)	-	(109,378)
SHARE OF RESULTS OF ASSOCIATED COMPANIES		(3,141)	(18,537)	(17,856)	(140,289)
LOSS BEFORE TAX		(154,420)	(92,549)	(298,473)	(269,891)
INCOME TAX EXPENSE	B5	-	(36,800)	(1,684)	(40,800)
LOSS FOR THE PERIOD		(154,420)	(129,349)	(300,157)	(310,691)
<b>OTHER COMPREHENSIVE INCOME</b>					
EXCHANGE DIFFERENCES ON TRANSLATION OF FOREIGN OPERATIONS		-	(16,728)	-	(16,659)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD		(154,420)	(146,077)	(300,157)	(327,350)
<b>LOSS FOR THE PERIOD ATTRIBUTABLE TO:</b>					
OWNERS OF THE PARENT		(154,420)	(129,349)	(300,157)	(310,691)
NON-CONTROLLING INTEREST		-	-	-	-
		(154,420)	(129,349)	(300,157)	(310,691)
<b>TOTAL COMPREHENSIVE INCOME/(LOSS) ATTRIBUTABLE TO:</b>					
OWNERS OF THE PARENT		(154,420)	(146,077)	(300,157)	(327,350)
NON-CONTROLLING INTEREST		-	-	-	-
		(154,420)	(146,077)	(300,157)	(327,350)
Loss Per Ordinary Share					
- Basic (sen)	B13	(0.11)	(0.11)	(0.22)	(0.26)
- Diluted (sen)		(0.11)	(0.11)	(0.22)	(0.26)

**NOTE:**

The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Statements for the year ended 31 July 2010 and the accompanying explanatory notes to this Interim Financial Statements.

FOCUS DYNAMICS TECHNOLOGIES BERHAD (Company No: 582924-P)  
 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
 AND QUARTERLY REPORT FOR THE SECOND QUARTER ENDED 31 JANUARY 2011  
 THE FIGURES HAVE NOT BEEN AUDITED

	AS AT END OF CURRENT QUARTER 31/01/2011 Unaudited	AS AT PRECEDING FINANCIAL YEAR ENDED 31/07/2010 Audited (Restated)
	RM	RM
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	7,515,559	7,584,620
Products development expenditure	1,346,543	1,485,564
Goodwill on consolidation	2,209,793	2,209,793
Investment in associated companies	34,883	52,740
Deferred tax assets	-	1,684
	<u>11,106,778</u>	<u>11,334,401</u>
<b>Current Assets</b>		
Inventories	1,757,368	2,121,772
Tax recoverable	552,377	512,308
Trade and other receivables	9,297,945	9,097,851
Amount due from associated company	483,802	337,444
Fixed deposits with licenced banks	52,924	52,924
Cash and bank balances	961,939	189,473
	<u>13,106,356</u>	<u>12,311,772</u>
<b>TOTAL ASSETS</b>	<u>24,213,133</u>	<u>23,646,173</u>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to owners of the Parent</b>		
Share capital	14,694,153	13,504,693
Share premium	2,015,407	2,091,289
Reserve	(641,066)	(340,909)
	<u>16,068,494</u>	<u>15,255,073</u>
Non-controlling interest	-	-
<b>Total Equity</b>	<u>16,068,494</u>	<u>15,255,073</u>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Borrowings	4,625,284	4,988,491
	<u>4,625,284</u>	<u>4,988,491</u>
<b>Current Liabilities</b>		
Trade and other payables	3,026,598	3,016,513
Amount due to associated companies	6,709	48,940
Amount due to directors	17,149	92,423
Borrowings	468,899	244,733
	<u>3,519,355</u>	<u>3,402,609</u>
<b>Total Liabilities</b>	<u>8,144,639</u>	<u>8,391,100</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<u>24,213,133</u>	<u>23,646,173</u>
Number of ordinary shares at RM0.10 sen par each	146,941,525	135,046,925
Net assets per share attributable to ordinary equity holders of the parent (sen)	10.94	11.30

**NOTES:**

1. The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Statements for the year ended 31 July 2010 and the accompanying explanatory notes to this Interim Financial Statements.

2. Net assets per share is derived based on Focus Dynamics Technologies Berhad's consolidated net assets of RM16,068,494 (FYE 31/7/10 - RM15,255,073) including products development expenditure over the issued number of ordinary shares of 146,941,525 (FYE 31/7/10 - 135,046,925) of RM0.10 each.

FOCUS DYNAMICS TECHNOLOGIES BERHAD (Company No: 582924-P)  
 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
 AND QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE SECOND QUARTER ENDED 31 JANUARY 2011  
 THE FIGURES HAVE NOT BEEN AUDITED

	←-----Attributable to Owners of the Parent-----→					Total	Non-Controlling Interest	Total Equity
	←-----Non-distributable-----→		Distributable					
	Share Capital	Share Premium	Warrant Reserve	Foreign Currency Translation Reserve	Retained Profits/ (Accumulated Losses)			
	RM	RM	RM	RM	RM	RM	RM	RM
Balance at 1 August 2009	10,394,693	1,769,372	574,972	16,859	308,660	13,064,356	46,467	13,110,823
Issue of shares	3,110,000	402,500	-	-	-	3,512,500	-	3,512,500
Share issue expenses	-	(80,583)	-	-	-	(80,583)	-	(80,583)
Total comprehensive loss for the year	-	-	-	(16,659)	(1,224,541)	(1,241,200)	(46,467)	(1,287,667)
Balance at 31 July 2010 (audited)	<u>13,504,693</u>	<u>2,091,289</u>	<u>574,972</u>	<u>-</u>	<u>(915,881)</u>	<u>15,255,073</u>	<u>-</u>	<u>15,255,073</u>
Balance at 1 August 2010	13,504,693	2,091,289	574,972	-	(915,881)	15,255,073	-	15,255,073
Issue of shares	1,189,460	-	-	-	-	1,189,460	-	1,189,460
Share issue expenses	-	(75,882)	-	-	-	(75,882)	-	(75,882)
Total comprehensive loss for the period	-	-	-	-	(300,157)	(300,157)	-	(300,157)
Balance at 31 January 2011	<u>14,694,153</u>	<u>2,015,407</u>	<u>574,972</u>	<u>-</u>	<u>(1,216,038)</u>	<u>16,068,494</u>	<u>-</u>	<u>16,068,494</u>

**NOTE:**

*The Unaudited Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the Annual Financial Statements for the year ended 31 July 2010 and the accompanying explanatory notes to this Interim Financial Statements.*

FOCUS DYNAMICS TECHNOLOGIES BERHAD (Company No: 582924-P)  
 CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
 AND QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE SECOND QUARTER ENDED 31 JANUARY 2011  
 THE FIGURES HAVE NOT BEEN AUDITED

	CUMULATIVE QUARTERS	
	CURRENT YEAR TO DATE 31/01/2011 RM	PRECEDING YEAR CORRESPONDING PERIOD 31/01/2010 RM
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Cash receipts from customers	2,850,086	7,049,781
Cash payments to suppliers and employees	(2,871,731)	(7,148,249)
Cash used in operations	(21,645)	(98,468)
Interest received	-	15,528
Interest paid	(153,107)	(177,876)
Income taxes refund	8,790	5,000
Income taxes paid	(48,860)	(62,056)
Net cash used in operating activities	(214,822)	(317,872)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(4,231)	(2,241,930)
Proceeds from disposal of an associated company	-	20,000
Proceeds from disposal of plant and equipment	23,000	159,000
Disposal of subsidiaries, net of cash	-	(74,994)
Net cash generated from/(used in) investing activities	18,769	(2,137,924)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Payment of share issues expenses	(75,882)	(80,583)
Decrease in placement of fixed deposits pledged	-	227,583
Repayments to bankers acceptance	(44,557)	(1,000)
Payment of hire purchase interest	(6,019)	(10,586)
Repayments of hire purchase liabilities	(21,774)	(245,536)
Repayments to bills payables	-	(960,416)
Repayments to term loan	(72,709)	(29,764)
Proceeds from term loan financing	-	1,779,393
Proceeds from the issue of shares	1,189,460	3,512,500
Net cash generated from financing activities	968,519	4,191,591
Net increase in cash and cash equivalent	772,466	1,735,795
Cash and cash equivalent at beginning of year	189,473	584,060
Cash and cash equivalent at end of year	961,939	2,319,855
Cash and cash equivalent comprise:		
Cash in hand and at banks	961,939	2,319,855

**NOTES:**

*The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Statements for the year ended 31 July 2010 and the accompanying explanatory notes to this Interim Financial Statements.*

**Focus Dynamics Technologies Berhad (“Focus” or the “Company”)  
(Company No: 582924-P)  
Interim Financial Reports for the 2<sup>nd</sup> quarter ended 31 January 2011**

**A. EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD  
(“FRS”) 134 INTERIM FINANCIAL REPORTING**

**A1. Basis of Preparation**

- (a) The interim financial statements are unaudited and have been prepared in compliance with FRS 134 Interim Financial Reporting and Appendix 9B of the Listing Requirements of the Bursa Malaysia Securities Berhad (“Bursa Securities”) for the ACE Market.
- (b) The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 July 2010 except for the following new and revised FRSs, Amendments to FRSs and IC Interpretations:

		<b>Effective for financial periods beginning on or after</b>
FRS 7	Financial Instruments: Disclosures	1 January 2010
FRS 101	Presentation of Financial Statements	1 January 2010
FRS 123	Borrowing Costs	1 January 2010
FRS 139	Financial Instruments: Recognition and Measurement	1 January 2010
IC Interpretation 9	Reassessment of Embedded Derivatives	1 January 2010
IC Interpretation 10	Interim Financial Reporting and Impairment	1 January 2010
IC Interpretation 11: FRS 2	Group and Treasury Share Transactions	1 January 2010
IC Interpretation 13	Customer Loyalty Programmes	1 January 2010
IC Interpretation 14: FRS 119	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction	1 January 2010
Amendments to FRS 1	First-time Adoption of Financial Reporting Standards	1 January 2010
Amendments to FRS 2	Share-based Payment: Vesting Conditions and Cancellations	1 January 2010
Amendments to FRS 7	Financial Instruments: Disclosures	1 January 2010
Amendments to FRS 8	Operating Segments	1 January 2010
Amendments to FRS 127	Consolidated and Separate Financial Statements: Cost of investment in a Subsidiary, Jointly Controlled Entity or Associate	1 January 2010
Amendments to FRS 108	Accounting Policies, Changes in Accounting Estimates and Errors	1 January 2010
Amendments to FRS 128	Investments in Associates	1 January 2010

## A1. Basis of Preparation (Cont'd)

Amendments to FRS 132	Financial Instruments: Presentation	1 January 2010
Amendments to FRS 134	Interim Financial Reporting	1 January 2010
Amendments to IC Interpretation 9	Reassessment of Embedded Derivatives	1 January 2010
IC Interpretation 12	Service Concession Arrangements	1 July 2010
IC Interpretation 16	Hedges of a Net Investment in a Foreign Operation	1 July 2010
IC Interpretation 17	Distributions of Non-cash Assets to Owners	1 July 2010
FRS 1	First-time Adoption of Financial Reporting Standards	1 July 2010
FRS 3	Business Combinations (Revised 2010)	1 July 2010
FRS 127	Consolidated and Separate Financial Statements (Revised 2010)	1 July 2010
Amendments to FRS 2	Share-based Payment	1 July 2010
Amendments to FRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 July 2010
Amendments to FRS 138	Intangible Assets	1 July 2010

The principal effects of the changes in presentation, changes in methods of computation and in accounting policies resulting from the adoption of the new and revised FRSs, IC Interpretations and Amendments are set out below:

### *FRS 101 (revised), Presentation of Financial Statements*

Prior to the adoption of the revised FRS 101, the components of the financial statements presented consisted of a balance sheet, an income statement, a statement of changes in equity, a cash flow statement and notes to the financial statements. With the adoption of the revised FRS 101, the components of the interim financial statements presented consist of a statement of financial position, a statement of comprehensive income, a statement of changes in equity, a statement of cash flows and notes to the financial statements.

The effects of the change in presentation are as follows:

The exchange differences on translation of foreign operations that were recognised directly in equity in the preceding year corresponding period are presented as components in other comprehensive income in the statement of comprehensive income. The total comprehensive income for preceding year corresponding period is presented separately and allocation is made to show the amount attributable to owners of the parent and to non-controlling interest. The effects on the comparatives to the Group on adoption of FRS 101 (revised) are as follows:

**A1. Basis of Preparation (Cont'd)**

Preceding Year Individual Quarter ended 31 January 2010	Income Statement As previously Reported RM	Effects of adoption FRS 101 (revised) RM	Statement of comprehensive income <b>As restated</b> RM
Loss for the individual quarter	(129,349)	-	(129,349)
Other comprehensive income	-	(16,728)	(16,728)
<b>Total comprehensive loss</b>	-		<b>(146,077)</b>
<b>Total comprehensive loss</b>			
Attributable to:			
Owners of the Parent	-	-	(146,077)
Non-controlling interest	-	-	-
			<b>(146,077)</b>

Preceding Year Cumulative Quarters ended 31 January 2010	Income Statement As previously Reported RM	Effects of adoption FRS 101 (revised) RM	Statement of comprehensive income <b>As restated</b> RM
Loss for the cumulative quarters	(310,691)	-	(310,691)
Other comprehensive income	-	(16,659)	(16,659)
<b>Total comprehensive loss</b>	-		<b>(327,350)</b>
<b>Total comprehensive loss</b>			
Attributable to:			
Owners of the Parent	-	-	(327,350)
Non-controlling interest	-	-	-
			<b>(327,350)</b>

The total comprehensive income for the period is presented as a one-line item in the statement of changes in equity.

*FRS 139, Financial Instruments: Recognition and Measurement*

Prior to the adoption of FRS 139, financial derivatives were recognised on their settlement dates. Outstanding derivatives at the balance sheet date were not recognised. With the adoption of FRS 139, all financial assets and financial liabilities, including derivatives, are recognised at contract dates when, and only when, the Company or any subsidiary becomes a party to the contractual provisions of the instruments.

In accordance with FRS 139, the recognition, derecognition and measurement are applied prospectively from 1 January 2010. The effects of the remeasurement on 1 January 2010 of the financial assets and financial liabilities brought forward from the previous financial year are adjusted to the opening retained profits and other opening reserves as disclosed in the statement of changes in equity.

The adoption of FRS 139 does not have any significant financial impact on the Group.

## **A1. Basis of Preparation (Cont'd)**

- (c) At the date of authorisation of these interim financial statements, the following Amendments to FRSs, Revised FRSs and IC Interpretations were issued but not yet effective for the Group and have not been applied by the Group:

		<b>Effective for financial periods beginning on or after</b>
Amendments to FRS 1	Limited Exemption from Comparative FRS 7 Disclosure for First-time Adopters	1 January 2011
Amendments to FRS 1	Additional Exemption for First-time Adoption Standards	1 January 2011
Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions	1 January 2011
Amendments to FRS 7	Improving Disclosures about Financial Instruments	1 January 2011
IC Interpretation 4	Determining whether an Arrangement contains a Lease	1 January 2011
IC Interpretation 15	Agreements for the Construction of Real Estate	1 January 2012
IC Interpretation 18	Transfers of Assets from Customers	1 January 2011

## **A2. Audit Report of the Preceding Annual Financial Statements**

The audit report for the annual financial statements of the Company and its subsidiaries for the financial year ended 31 July 2010 were not subject to any qualification.

## **A3. Seasonality or Cyclicity of Operations**

The Group's business operational results were not materially affected by any major seasonal or cyclical factors.

## **A4. Unusual Items affecting Assets, Liabilities, Equity, Net Income or Cash Flows**

During the current quarter under review, there were no items or events that arose, which affected the assets, liabilities, equity, net income or cash flows, to the effect that is unusual nature, size or incidence.

## **A5. Material Changes in Estimates**

There were no changes in estimates of amounts reported that have material effect on the results for the current quarter under review.



**A6. Issuances, Cancellations, Repurchase, Resale and Repayments of Debt and Equity Securities**

There were no issuance, cancellations, repurchases, resale and repayment of debt and equity securities during the current quarter under review.

**A7. Valuation of Property, Plant and Equipment**

There were no changes in the valuation of the property, plant and equipment reported in the previous audited financial statements that will have effect in the current quarter under review.

**A8. Dividend**

No dividend has been declared or paid by the Company during the current quarter under review.

**A9. Segmental Information**

The Company is principally an investment holding company. The subsidiaries are principally engaged in the manufacturing, marketing, distribution and sale of industrial instruments for the control of industrial machines and process, research and development of variable speed drive, providing a range of support services covering project management services, maintenance support, engineering conceptualisation, system audit, energy saving services and other related support services.

Business segments in revenue and results of the Company and its subsidiaries ("Group") for the current quarter and current year to date for 31 January 2011 are as follows:

	<b>Current Quarter 31/01/2011 RM'000</b>	<b>Current Year To Date 31/01/2011 RM'000</b>
<b>Business Segments</b>		
Manufacturing	132	220
Trading and services	1,535	3,022
Total revenue	<u>1,667</u>	<u>3,242</u>

**A9. Segmental Information (Cont'd)**

A breakdown of business segments in total assets of the Group is as follows:

	As at end of current quarter 31/01/2011 RM'000	As at preceding financial year ended 31/07/2010 RM'000
<b>Total assets</b>		
Manufacturing	10,025	7,795
Trading and services	10,247	12,832
Others	3,941	3,019
<b>Total assets</b>	<u>24,213</u>	<u>23,646</u>

A breakdown of business segments in total liabilities of the Group is as follows:

	As at end of current quarter 31/01/2011 RM'000	As at preceding financial year ended 31/07/2010 RM'000
<b>Total liabilities</b>		
Manufacturing	536	258
Trading and services	1,172	1,727
Others	6,437	6,406
<b>Total liabilities</b>	<u>8,145</u>	<u>8,391</u>

Segmental revenue and results in geographical areas of the Company and its subsidiaries ("Group") for the current quarter and current year to date for 31 January 2011 are as follows:

	Current Quarter 31/01/2011 RM'000	Current Year To Date 31/01/2011 RM'000
<b>Segment Revenue</b>		
Domestic	1,385	2,625
Export	282	617
<b>Total revenue</b>	<u>1,667</u>	<u>3,242</u>
<b>Segment Results</b>		
Domestic	(116)	(225)
Export	54	103
	<u>(62)</u>	<u>(122)</u>
Interest income	-	-
Interest expenses	(89)	(159)
Share of results of associated company	(3)	(18)
Taxation	-	(1)
Non-controlling interest	-	-
	<u>(154)</u>	<u>(300)</u>

#### A9. Segmental Information (Cont'd)

A breakdown of segmental total assets in geographical areas of the Group is as follows:

	As at end of current quarter 31/10/2010 RM'000	As at preceding financial year ended 31/07/2010 RM'000
<b>Total assets</b>		
Domestic	24,213	23,646
Export	-	-
<b>Total assets</b>	<u>24,213</u>	<u>23,646</u>

#### A10. Material Events Subsequent to the End of the Interim Reporting Period

There were no material events subsequent to the current financial quarter ended 31 January 2011 and up to the date of this report, which is likely to substantially affect the results of the operations of the Company, which have not been announced.

#### A11. Changes in the Composition of the Group

There are no changes in the composition of the Group during the quarter under review.

#### A12. Contingent Liabilities

There were no material contingent liabilities as at 31 January 2011 and up to the date of this report.

#### A13. Capital Commitments

There are no material capital commitments as at 31 January 2011 and up to the date of this report.

**Focus Dynamics Technologies Berhad (“Focus” or the “Company”)  
(Company No: 582924-P)  
Interim Financial Reports for the 2<sup>nd</sup> quarter ended 31 January 2011**

**B. ADDITIONAL INFORMATION REQUIRED BY “BURSA SECURITIES”**

**B1. Review of Performance**

For the three (3) months period ended 31 January 2011, the Group recorded a revenue of RM1.67 million, as compared to RM5.30 million for the corresponding period in the preceding year. The lower revenue was due to declining contribution from energy efficient application system segment.

Notwithstanding the improved gross profit margin from 18% to 24%, the Group posted a slightly higher loss before taxation of RM0.15 million for the current quarter as compared to loss before taxation of RM0.09 million in the preceding year's corresponding quarter. This is mainly due to financing cost.

For the cumulative 2 quarters ended 31 January 2011, the Group recorded a total revenue of RM3.24 million, as compared to RM8.48 million for the cumulative corresponding quarters in the preceding year.

The Group recorded a loss before taxation of RM0.30 million for the cumulative 2 quarters ended 31 January 2011 as compared to a loss before taxation of RM0.27 million for the cumulative corresponding quarters in the preceding year. The lower revenue and slightly higher loss before taxation are due to the same reason as above.

**B2. Comparison of Current Quarter Results with the Preceding Quarter**

	<b>Second Quarter ended 31 January 2011 RM'000</b>	<b>First Quarter ended 31 October 2010 RM'000</b>
Revenue	1,667	1,575
Loss before taxation	(154)	(144)

For the three months period ended 31 January 2011, the Group recorded a revenue of RM1.67 million, representing an increase of 5.85% compared to the 1<sup>st</sup> quarter ended 31 October 2010. The increase in revenue was primarily due to trading activities.

The Group posted a loss before taxation of RM0.15 million for the current quarter as compared to a loss before taxation of RM0.14 million in the preceding quarter, mainly due to an increased in finance costs.

**B3. Prospects for the Financial Year ending 31 July 2011**

The Board of Directors is of the view that the Group will continue to operate in competitive environment and the management is taken measure to ensure the group performance.

**B4. Variance on Profit Forecast, Profit Guarantee and Internal Targets**

The Group has not provided any profit forecast, profit guarantee or internal targets in a public document or any announcement.

**B5. Taxation**

	<b>Current Quarter 31/01/2011 RM'000</b>	<b>Current Year To Date 31/01/2011 RM'000</b>
<b>Deferred tax expense</b>		
- current quarter	-	(1)
	<hr/>	<hr/>
	-	(1)

There was no corporate taxation charge for the Group for the current period ended 31 January 2011 due to losses incurred by the Group other than one of the wholly owned subsidiaries, DPC Industrial Systems Sdn. Bhd. DPC Industrial Systems Sdn. Bhd. has been granted Pioneer Status under the Promotion of Investments Act, 1986, which allows it to enjoy tax relief during the pioneer period from 21 January 2008 to 20 January 2013.

**B6. Profit on Sale of Unquoted Investment and/or Properties**

There was no disposal of unquoted investment or properties during the financial quarter under review and financial year-to-date.

**B7. Purchase and Disposal of Quoted Securities**

There was no purchase or disposal of quoted securities during the financial quarter under review and financial year-to-date.

## B8. Status of Corporate Proposals

Save as disclosed below, as at 29 March 2011, there were no corporate proposals announced but not yet completed.

On 27 January 2011, M&A Securities Sdn. Bhd. (M&A Securities) had on Focus' behalf, announced the following proposals:

- a) Issues of renounceable rights of up to 194,190,137 new ordinary shares of RM0.10 each in Focus ("Rights Shares") together with up to 129,460,091 free detachable warrants ("Warrants") at an indicative issue price of RM0.10 per Rights Share on the basis of one (1) Rights Share for every existing ordinary share of RM0.10 each held in Focus ("Focus Shares") together with two (2) Warrants for every three (3) Rights Shares subscribed at an entitlement date to be determined later ("Entitlement Date") ("Proposed Rights Issue with Warrants");
- b) to increase the authorised share capital of the Company from RM25,000,000 comprising 250,000,000 Focus Shares to RM100,000,000 comprising 1,000,000,000 Focus Shares ("Proposed IASC"); and
- c) proposed amendments to the Memorandum and Articles of Association of the Company for the Proposed IASC ("Proposed Amendments").

Further to the announcement on 27 January 2011, on 8 March 2011, M&A Securities had on Focus' behalf, announced that the Proposed Rights Issue with Warrants have been approved by Bursa Malaysia Securities Berhad ("Bursa Securities"), vide its letter dated 7 March 2011.

Further to the announcement on 8 March 2011, on 15 March 2011, M&A Securities had on Focus' behalf, announced that the Proposed Rights Issue with Warrants have been approved by Bank Negara Malaysia, vide its letter dated 9 March 2011.

An Extraordinary General Meeting of Focus will be held on 15 April 2011 to pass the Proposed Rights Issue with Warrants, the Proposed IASC, the Proposed Amendments to the Memorandum and Article of Association of the Company.

## B9. Group Borrowings and Debt Securities

Particulars of the Group's borrowings as at 31 January 2011 are as follows:

		RM'000
Short term borrowing		
Term loan	- secured	428
Hire purchase	- unsecured	40
		<hr/> 468
Long term borrowings		
Term loan	- secured	4,607
Hire purchase	- unsecured	18
		<hr/> 5,093
Total Borrowings		<hr/> 5,093

The Group does not have any foreign borrowings as at the date of this report.

## B10. Off Balance Sheet Financial Instruments

There were no off balance sheet financial instruments as at the date of this report.

### B11. Material Litigation

As at 29 March 2011, the Group is not involved in any litigation, either as plaintiff or defendant, which has a material effect on the financial position and the Directors have no knowledge of any proceedings pending or threatened or any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business.

### B12. Dividend

No dividend has been declared or paid during the current quarter under review and financial year-to-date.

### B13. Earnings Per Share

The earnings per share for the current quarter and current year-to-date is calculated by dividing the net loss attributable to owners of the parent of RM154,420 and RM300,157, by the weighted average number of shares in issue of 137,761,997 Focus shares.

	Current quarter 31/01/2011	Preceding year corresponding quarter 31/01/2010	Current year to-date 31/01/2011	Preceding year corresponding period 31/11/2010
Net loss (RM)	(154,420)	(129,349)	(300,157)	(310,691)
Weighted average no. of ordinary shares in issue	137,761,997	120,781,925	137,761,997	120,781,925
Basic Loss per Ordinary Share (sen)	(0.11)	(0.11)	(0.22)	(0.26)
Diluted Loss per Ordinary Share (sen)	(0.11)	(0.11)	(0.22)	(0.26)

### B14. Utilisation of Private Placement Proceeds

The status of the utilisation of the proceeds raised from the private placement exercise ("Private Placement") of 11,894,600 Focus shares at the placement price of RM0.10 per share amounting to RM1,189,460 as at 29 March 2011 is as follows:

Purpose	Proposed Utilisation	Actual Utilisation	Intended Time Frame for Utilisation	Deviation Amount		Explanation
	RM'000	RM'000		RM'000	%	
Working Capital	1,089	378	*	711	65	-
Private Placement expenses	100	76	**	24	25	-

Note: \* The above proceed was expected to be utilised within six (6) months from the listing of Private Placement shares on 17 December 2010.  
\*\* The above proceed was expected to be utilised within one (1) month from the listing of Private Placement shares on 17 December 2010. The variation in the private placement expenses from the estimated amount will be utilised for working capital.

**B15. Realised and Unrealised Profits/Losses Disclosure**

	As at end of current quarter 31/01/2011 RM'000	As at preceding financial year ended 31/07/2010 RM'000
Total accumulated losses of Focus and its subsidiaries:		Note: Comparative figures are not required in the first financial year of complying with the Realised and Unrealised Profits/Losses Discloses.
- Realised	(1,195)	
- Unrealised	(3)	
Total share of accumulated losses from associated companies:		
- Realised	-	
- Unrealised	(18)	
Total group accumulated losses as per consolidated accounts	(1,216)	