

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2011

The figures have not been audited

CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	FOURTH QUARTER		CUMULATIVE 12 MONTHS	
	31.12.2011	31.12.2010	31.12.2011	31.12.2010
	RM'000	RM'000	RM'000	RM'000
Revenue	3,602	4,271	12,178	17,514
Other operating income	38	125	424	258
Depreciation and amortisation	(251)	(264)	(1,016)	(1,176)
Operating expenses	(2,506)	(3,537)	(9,465)	(14,988)
Profit from operations	883	595	2,121	1,608
Bad debts recovered	-	-	-	1,106
Reversal of impairment loss on receivables	2,017	-	2,221	4,231
Finance costs	(493)	(624)	(2,210)	(2,461)
Share of results of associates	795	(168)	(674)	(1,220)
Profit/(Loss) before taxation	3,202	(197)	1,458	3,264
Income tax expense	3	(2)	2	(16)
Profit/(Loss) for the period/year	3,205	(199)	1,460	3,248
Attributable to:				
Equity holders of the Company	3,205	(179)	1,443	3,291
Minority interests	-	(20)	17	(43)
	3,205	(199)	1,460	3,248
	Sen	Sen	Sen	Sen
Earnings/(Loss) per share attributable to equity holders of the Company:				
- Basic	0.35	(0.02)	0.16	0.35
- Diluted	N/A	N/A	N/A	N/A

Notes:-

"N/A" - Not applicable

The Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Report for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	<u>FOURTH QUARTER</u>		<u>CUMULATIVE 12 MONTHS</u>	
	<u>31.12.2011</u>	<u>31.12.2010</u>	<u>31.12.2011</u>	<u>31.12.2010</u>
	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
Profit/(Loss) for the period/year	3,205	(199)	1,460	3,248
Available-for-sale investments' fair value movements	(21)	(16)	394	(38)
Total comprehensive income/(loss) for the period/year	<u>3,184</u>	<u>(215)</u>	<u>1,854</u>	<u>3,210</u>
Total comprehensive (loss)/income attributable to:				
Equity holders of the Company	3,184	(980)	1,837	3,253
Minority interests	-	(19)	17	(43)
	<u>3,184</u>	<u>(999)</u>	<u>1,854</u>	<u>3,210</u>

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2011

	31.12.2011	31.12.2010 (Audited)
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	27,537	28,517
Investment in associates	49,139	49,814
Available-for-sale investments	1,200	806
	77,876	79,137
Current assets		
Inventories	400	264
Trade and other receivables	2,597	1,817
Tax recoverable	15	3
Amounts owing by related companies	951	983
Amounts owing by associates	53,545	55,705
Deposits, cash and bank balances	1,956	3,019
	59,464	61,791
TOTAL ASSETS	137,340	140,928
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	92,887	92,887
Reserves	16,846	15,009
	109,733	107,896
Minority interests	-	122
Total equity	109,733	108,018
Non-current liabilities		
Borrowings	14,480	15,330
Deferred tax liabilities	1,238	1,238
	15,718	16,568
Current liabilities		
Trade and other payables	2,100	2,501
Amounts owing to ultimate holding company	114	57
Amounts owing to related companies	72	64
Amounts owing to associates	943	943
Borrowings	8,660	12,775
Taxation	-	2
	11,889	16,342
Total liabilities	27,607	32,910
TOTAL EQUITY AND LIABILITIES	137,340	140,928
	RM	RM
Net assets per share attributable to equity holders of the Company	0.12	0.12

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	<u>Attributable to Equity Holders of the Company</u>				<u>Minority</u>	<u>Total</u>
	<u>Share</u>	<u>Non-</u>	<u>Distributable</u>	<u>Total</u>	<u>Interests</u>	<u>Equity</u>
	<u>Capital</u>	<u>Other</u>	<u>Retained</u>			
	<u>RM'000</u>	<u>Reserves</u>	<u>Profits</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
		<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>		
12 months ended 31.12.2011						
Balance as at 1.1.2011	92,887	(7,580)	22,589	107,896	122	108,018
Total comprehensive income/(loss) for the year	-	394	1,443	1,837	17	1,854
Acquisition of additional interest in a subsidiary	-	-	-	-	(139)	(139)
Balance as at 31.12.2011	92,887	(7,186)	24,032	109,733	-	109,733
12 months ended 31.12.2010						
Balance as at 1.1.2010, as previously stated	92,887	(7,684)	19,258	104,461	165	104,626
Effects of adoption of FRS 139	-	142	40	182	-	182
Balance as at 1.1.2010, as restated	92,887	(7,542)	19,298	104,643	165	104,808
Total comprehensive income/(loss) for the year	-	(38)	3,291	3,253	(43)	3,210
Balance as at 31.12.2010	92,887	(7,580)	22,589	107,896	122	108,018

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	CUMULATIVE 12 MONTHS	
	31.12.2011	31.12.2010
	RM'000	RM'000
Cash Flows From Operating Activities		
Profit before tax	1,458	3,264
Net adjustments		
Non-cash items	(1,455)	(3,999)
Non-operating items	2,152	2,404
Share of results of associates	674	1,220
Operating profit before working capital changes	<u>2,829</u>	<u>2,889</u>
Net change in current assets	(160)	229
Net change in current liabilities	(1,135)	(1,499)
Cash generated from operating activities	<u>1,534</u>	<u>1,619</u>
Interest paid	(10)	(4)
Net tax paid	(12)	(6)
Net cash from operating activities	<u>1,512</u>	<u>1,609</u>
Cash Flows From Investing Activities		
Interest income received	58	57
Proceeds from disposal of property, plant and equipment	303	7
Repayments from subsidiaries under liquidation and not consolidated	2,200	5,310
Withdrawal of term deposits pledged with banks	481	176
Purchase of additional interest in a subsidiary	(129)	-
Purchase of property, plant and equipment	(98)	(554)
Net cash from investing activities	<u>2,815</u>	<u>4,996</u>
Cash Flows From Financing Activities		
Interest paid	(2,200)	(2,457)
Repayment of bank borrowings	(4,840)	(4,840)
Repayment of hire-purchase creditors	(125)	(106)
Payment from/(to) ultimate holding company	57	(142)
Payment from associates	2,160	22
Payment from related companies	39	35
Net cash used in financing activities	<u>(4,909)</u>	<u>(7,488)</u>
Net decrease In Cash And Cash Equivalents	(582)	(883)
Cash And Cash Equivalents At Beginning Of Financial Year	<u>2,538</u>	<u>3,421</u>
Cash And Cash Equivalents At End Of Financial Year	<u>1,956</u>	<u>2,538</u>
Cash And Cash Equivalents consist of:-		
Deposits, cash and bank balances	1,956	3,019
Less : Deposits pledged to banks	-	(481)
	<u>1,956</u>	<u>2,538</u>

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT

A. EXPLANATORY NOTES PURSUANT TO FRS 134 INTERIM FINANCIAL REPORTING

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirement of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2010. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2010.

A2. Significant Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010, except for the adoption of the following new Financial Reporting Standards (FRSs), Amendments to FRSs and IC Interpretations which are applicable for the Group's financial period beginning 1 January 2011.

FRS 1	First-time Adoption of Financial Reporting Standards
FRS 3	Business Combinations (Revised)
FRS 127	Consolidated and Separate Financial Statements
Amendments to FRS 1	Limited Exemptions from Comparative FRS 7 Disclosures for First-time Adopters
Amendments to FRS 1	Additional Exemptions for First-time Adopters
Amendments to FRS 2	Share-based Payment
Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions
Amendments to FRS 5	Non-current Assets Held for Sale and Discontinued Operations
Amendments to FRS 7	Improving Disclosures about Financial Instruments
Amendments to FRS 132	Financial Instruments: Presentation
Amendments to FRS 138	Intangible Assets
IC Interpretation 4	Determining Whether an Arrangement Contains a Lease
IC Interpretation 16	Hedges of a Net Investment in a Foreign Operation
IC Interpretation 17	Distributions of Non-cash Assets to Owners
IC Interpretation 18	Transfers of Assets from Customers
Amendments to IC Interpretation 9	Reassessment of Embedded Derivatives : Embedded derivatives
Improvements to FRSs issued in 2010 in respect of various FRSs	

IC Interpretation 12 Service Concession Arrangements will also be effective for annual periods beginning on or after 1 July 2010. This IC Interpretation is, however, not applicable to the Group.

Other than the disclosures under the Amendments to FRS 7, the adoption of the above FRSs, Amendments to FRSs and Interpretations did not result in any significant changes in the accounting policies and presentation of the financial result of the Group.

A3. Seasonal or Cyclical Factors

The hotel operations of the Group are affected by seasonal or cyclical factors.

A4. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There are no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size, or incidence during the financial year ended 31 December 2011.

A5. Changes in Estimates Reported in Prior Interim Periods

There were no changes in estimates of amounts reported in prior financial year, which may have a material effect during the financial year ended 31 December 2011.

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

There were no issuances or repayments of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the financial year ended 31 December 2011.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

A7. Dividends Paid

No dividend was paid during the financial year ended 31 December 2011.

A8. Operating Segments

Segment information is presented in respect of the Group's business segments.

For the 12 months ended 31.12.2011

	Hotel RM'000	Travel RM'000	Universal broking RM'000	Investment holding RM'000	Total RM'000	Elimination RM'000	Group RM'000
REVENUE							
External sales	10,984	1,194	-	-	12,178	-	12,178
Inter-segment sales	-	-	-	24	24	(24)	-
	<u>10,984</u>	<u>1,194</u>	<u>-</u>	<u>24</u>	<u>12,202</u>	<u>(24)</u>	<u>12,178</u>
RESULTS							
Segment results	2,568	50	-	1,724	4,342	-	4,342
Finance costs	(1,334)	(10)	-	(866)	(2,210)	-	(2,210)
Share of results of associates	-	-	(674)	-	(674)	-	(674)
Profit/(Loss) before taxation	<u>1,234</u>	<u>40</u>	<u>(674)</u>	<u>858</u>	<u>1,458</u>	<u>-</u>	<u>1,458</u>
Segment assets	32,692	660	-	54,834	88,186	-	88,186
Investments in associates							49,139
Unallocated assets							15
Total assets							<u>137,340</u>

A9. Material Events Subsequent to the End of the Interim Period

There are no material events subsequent to the financial year ended 31 December 2011 that have not been reflected in the interim financial statements for the said period as at the date of this report.

A10. Changes in the Composition of the Group

There were no changes in the composition of the Group during the financial year ended 31 December 2011 except for the following:-

- a) Pengkalen (UK) Plc, a subsidiary of the Group, which was placed under creditors' voluntary winding-up on 26 August 2004 was dissolved on 7 March 2011.
- b) Pengkalen Engineering & Construction Sdn Bhd, Pengkalen Pasar Borong Sdn Bhd and Pengkalen Raya Sdn Bhd, all subsidiaries of the Group, which were placed under creditors' voluntary winding-up on 12 December 2001 were dissolved on 7 July 2011 pursuant to Section 272 (5) of the Companies Act, 1965.
- c) During the period under review, the Group acquired the remaining 20% equity interest in Pan Malaysia Travel & Tours Sdn Bhd, representing 282,240 ordinary shares of RM1.00 each for a total cash consideration of RM129,422.

A11. Commitments and Contingent Liabilities

(i) Contingent Liabilities

The Group does not have any material contingent liabilities as at the date of this report.

(ii) Capital Commitments

The Group does not have any material capital commitments as at the date of this report.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

B. ADDITIONAL INFORMATION REQUIRED PURSUANT TO BURSA SECURITIES MAIN MARKET LISTING REQUIREMENTS

B1. Review of Performance

The Group recorded a lower revenue of RM12.2 million for the year ended 31 December 2011 compared to RM17.5 million for the previous year. The decrease was mainly due to the lower revenue from the Group's travel operations which has ceased operation since July 2011. The Group recorded a lower profit before tax of RM1.5 million for the year ended 31 December 2011 compared to a profit before tax of RM3.3 million for the previous year. The profit before tax for the year ended 31 December 2011 included the recovery of debt previously written off from subsidiaries not consolidated amounting to RM2.2 million compared to RM5.3 million for the previous year.

The share of losses of associated company for the current year reduced slightly by RM0.5 million from RM1.2 million for the previous year to RM0.7million mainly due to higher revenue from the stock broking operation and advisory fees.

B2. Comparison with Preceding Quarter's Results

The Group's revenue increased to RM3.6 million for the current quarter from RM2.3 million in the preceding quarter due to the high contributions from the Group's hotel operations as the results from the hotel operations was cyclical in nature. The Group recorded a higher net profit of RM3.2 million for the current quarter compared to a net loss of RM0.8 million for the preceding quarter, due to the recovery of debt of RM2.2 million as mentioned above and share of profit in associates.

B3. Year 2012 Prospects

The Group's operations are expected to remain challenging as the rising inflation caused by higher price of food and significant debt concerns in Europe may affect the market sentiment and their effects on the Malaysian economy. In view of this, the Group results will be challenging in 2012. The Group will continue to be prudent in its risk management and focus on its business development, especially in its universal broking business, to meet the challenges ahead.

B4. Variance on Forecast Profit/Profit Guarantee

This is not applicable to the Group.

B5. Income Tax Expense

	FOURTH QUARTER		CUMULATIVE 12 MONTHS	
	31.12.2011	31.12.2010	31.12.2011	31.12.2010
	RM'000	RM'000	RM'000	RM'000
Current tax	(3)	2	(2)	16

B6. Realised and Unrealised Profits/(Losses)

	31.12.2011	31.12.2010
	RM'000	RM'000
Retained profits of the Company and subsidiaries		
- Realised	28,960	26,843
Share of accumulated losses in associated company		
- Realised	(4,928)	(4,254)
	<u>24,032</u>	<u>22,589</u>

B7. Status of Corporate Proposals

The Group has not announced any corporate proposals which have not been completed as at the date of this report.

B8. Group Borrowings

	31.12.2011
	RM'000
Bank Borrowings	
Secured	
- Current	8,660
- Non-current	14,480
Total	<u>23,140</u>

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

B9. Derivative Financial Instruments

There were no derivative financial instruments as at the date of this report.

B10. Fair Values Changes of Financial Liabilities

As at 31 December 2011, the Group does not have any financial liabilities measured at fair value through profit or loss.

B11. Material Litigation

There are no material litigations as at the date of this report.

B12. Dividend

No dividend has been recommended by the Board for the financial year ended 31 December 2011 (31 December 2010: Nil)

B13. Earnings/(Loss) Per Share

(i) Earnings/(loss) per share :-

The earnings/(loss) per ordinary share is calculated by dividing the (loss)/profit for the period attributable to equity holders of the Company with the weighted average number of shares in issue during the period as follows:-

	FOURTH QUARTER		CUMULATIVE 12 MONTHS	
	31.12.2011 RM'000	31.12.2010 RM'000	31.12.2011 RM'000	31.12.2010 RM'000
Profit/(Loss) attributable to equity holders of the Company	3,205	(179)	1,443	3,291
	Units '000	Units '000	Units '000	Units '000
Weighted average number of ordinary shares in issue	928,867	928,867	928,867	928,867
	Sen	Sen	Sen	Sen
Earnings/(Loss) per share	0.35	(0.02)	0.16	0.35

(ii) The diluted earnings per share is not disclosed as it is not applicable

B14. Audit Report of Preceding Annual Financial Statements

The audit report of the audited financial statements for the year ended 31 December 2010 was not qualified.

BY ORDER OF THE BOARD
PAN MALAYSIA HOLDINGS BERHAD

Soo-Hoo Siew Hoon
Ng Hock Ping
Joint Company Secretaries
23 February 2012