

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE FIRST QUARTER ENDED 31 MARCH 2012

The figures have not been audited

CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2012

	FIRST QUARTER		CUMULATIVE 3 MONTHS	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
	RM'000	RM'000	RM'000	RM'000
Revenue	2,626	3,261	2,626	3,261
Other operating income	41	104	41	104
Operating expenses	(2,143)	(3,013)	(2,143)	(3,013)
Profit from operations	524	352	524	352
Finance costs	(474)	(570)	(474)	(570)
Share of results of associate	675	181	675	181
Profit/(Loss) before taxation	725	(37)	725	(37)
Income tax expense	-	-	-	-
Profit/(Loss) for the period	725	(37)	725	(37)
Attributable to:				
Equity holders of the Company	725	(23)	725	(23)
Non-controlling interest	-	(14)	-	(14)
	725	(37)	725	(37)
	Sen	Sen	Sen	Sen
Earnings/(Loss) per share attributable to equity holders of the Company:				
- Basic	0.078	(0.002)	0.078	(0.002)
- 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 2011 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 PERIOD ENDED 31 MARCH 2012

	FIRST QUARTER		CUMULATIVE 3 MONTHS	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
	RM'000	RM'000	RM'000	RM'000
Profit/(Loss) for the period	725	(37)	725	(37)
Available-for-sale investments' fair value movements	(33)	(46)	(33)	(46)
Total comprehensive income/(loss) for the period	<u>692</u>	<u>(83)</u>	<u>692</u>	<u>(83)</u>
Total comprehensive income/(loss) attributable to:				
Equity holders of the Company	692	(69)	692	(69)
Non-controlling interest	-	(14)	-	(14)
	<u>692</u>	<u>(83)</u>	<u>692</u>	<u>(83)</u>

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2012

	31.03.2012	31.12.2011	01.01.2011
	RM'000	Restated* RM'000	Restated* RM'000
ASSETS			
Non-current assets			
Property, plant and equipment	27,290	27,537	28,517
Investment in associate	49,902	49,227	49,814
Available-for-sale investments	1,168	1,201	806
	<u>78,360</u>	<u>77,965</u>	<u>79,137</u>
Current assets			
Inventories	435	399	264
Trade and other receivables	2,420	2,061	1,817
Tax recoverable	5	15	3
Amounts owing by related companies	950	952	983
Amounts owing by associate	53,545	53,545	55,705
Deposits, cash and bank balances	1,947	2,326	3,019
	<u>59,302</u>	<u>59,298</u>	<u>61,791</u>
TOTAL ASSETS	<u>137,662</u>	<u>137,263</u>	<u>140,928</u>
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	92,887	92,887	92,887
Other reserves	5,179	5,212	4,817
Retained profits	12,341	11,616	10,192
	<u>110,407</u>	<u>109,715</u>	<u>107,896</u>
Non-controlling interest	-	-	122
Total equity	<u>110,407</u>	<u>109,715</u>	<u>108,018</u>
Non-current liabilities			
Borrowings	14,480	14,480	15,330
Deferred tax liabilities	1,238	1,238	1,238
	<u>15,718</u>	<u>15,718</u>	<u>16,568</u>
Current liabilities			
Trade and other payables	2,096	2,040	2,501
Amounts owing to ultimate holding company	-	115	57
Amounts owing to related companies	48	72	64
Amounts owing to associate	943	943	943
Borrowings	8,450	8,660	12,775
Taxation	-	-	2
	<u>11,537</u>	<u>11,830</u>	<u>16,342</u>
Total liabilities	<u>27,255</u>	<u>27,548</u>	<u>32,910</u>
TOTAL EQUITY AND LIABILITIES	<u>137,662</u>	<u>137,263</u>	<u>140,928</u>
	RM	RM	RM
Net assets per share attributable to equity holders of the Company	<u>0.12</u>	<u>0.12</u>	<u>0.12</u>

* Upon the adoption of the MFRS framework, the Condensed Consolidated Statement of Financial Position as at 31 December 2011 and 1 January 2011 have been restated.

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
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**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2012**

	<u>Attributable to Equity Holders of the Company</u>				<u>Non-</u> <u>controlling</u> <u>interest</u>	<u>Total</u> <u>Equity</u>
	<u>Share</u> <u>Capital</u> <u>RM'000</u>	<u>Non-</u> <u>Distributable</u>	<u>Distributable</u>	<u>Total</u> <u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
		<u>Other</u> <u>Reserves</u> <u>RM'000</u>	<u>Retained</u> <u>Profits</u> <u>RM'000</u>			
3 months ended 31.03.2012						
Balance as at 1.1.2012 (restated)	92,887	5,212	11,616	109,715	-	109,715
Total comprehensive income/(loss) for the period	-	(33)	725	692	-	692
Balance as at 31.03.2012	92,887	5,179	12,341	110,407	-	110,407
3 months ended 31.03.2011						
Balance as at 1.1.2011 (restated)	92,887	4,817	10,192	107,896	122	108,018
Total comprehensive loss for the period	-	(46)	(23)	(69)	(14)	(83)
Balance as at 31.03.2011	92,887	4,771	10,169	107,827	108	107,935

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

PAN MALAYSIA HOLDINGS BERHAD

Company No : 95469-W
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**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2012**

	<u>CUMULATIVE 3 MONTHS</u>	
	<u>31.03.2012</u>	<u>31.03.2011</u>
	RM'000	RM'000
Cash Flows From Operating Activities		
Profit/(Loss) before taxation	725	(37)
Adjustments for:-		
Depreciation and amortisation	251	262
Interest expense	474	570
Interest income	(11)	(16)
Share of results of associate	(675)	(181)
	<hr/>	<hr/>
Operating profit before working capital changes	764	598
Net change in current assets	(395)	(13)
Net change in current liabilities	54	(262)
Net tax refund/(paid)	10	(1)
	<hr/>	<hr/>
Net cash from operating activities	433	322
Cash Flows From Investing Activities		
Interest income received	11	16
Placement of term deposits pledged with banks	-	(3)
Purchase of property, plant and equipment	(2)	(20)
	<hr/>	<hr/>
Net cash from/(used in) investing activities	9	(7)
Cash Flows From Financing Activities		
Interest paid	(474)	(570)
Repayment of bank borrowings	(210)	(210)
Repayment of hire-purchase creditors	-	(28)
Payment to ultimate holding company	(66)	-
Payment (to)/from related companies	(71)	29
	<hr/>	<hr/>
Net cash used in financing activities	(821)	(779)
Net decrease In Cash And Cash Equivalents	(379)	(464)
Cash And Cash Equivalents At Beginning Of The Period	2,326	2,538
	<hr/>	<hr/>
Cash And Cash Equivalents At End Of The Period	1,947	2,074
Cash And Cash Equivalents consist of:-		
Deposits, cash and bank balances	1,947	2,558
Less : Deposits pledged to banks	-	(484)
	<hr/>	<hr/>
	1,947	2,074
	<hr/>	<hr/>

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

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NOTES TO THE INTERIM FINANCIAL REPORT

A. EXPLANATORY NOTES PURSUANT TO FRS 134 INTERIM FINANCIAL REPORTING

A1. Basis of Preparation

The condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: *Interim Financial Reporting* and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. These condensed consolidated interim financial statements also comply with IAS 34 *Interim Financial Reporting* issued by the International Accounting Standards Board ("IASB").

The condensed consolidated interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2011. These explanatory notes attached to the condensed consolidated interim financial statements provide an explanation of events and transactions that are significant to and understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2011. For the periods up to and including the year ended 31 December 2011, the Group prepared its financial statements in accordance with Financial Reporting Standards ("FRS").

These condensed consolidated interim financial statements is the Group's first Malaysian Financial Reporting Standards ("MFRS") condensed consolidated interim financial statements for part of the period covered by the Group's first MFRS annual financial statements for the year ending 31 December 2012. MFRS 1 *First-Time Adoption of Malaysian Financial Reporting Standards* ("MFRS 1") has been applied.

The date of transition to the MFRS framework is 1 January 2011. At the transition date, the Group reviewed its accounting policies and considered the transitional opportunities under MFRS 1. The impact of the transition from FRS to MFRS is described in Note 2 below.

A2. Significant Accounting Policies

Application of MFRS 1

The audited financial statements of the Group for the year ended 31 December 2011 were prepared in accordance with FRS. As the requirements under FRS and MFRS are similar, the significant accounting policies adopted in preparing this Condensed Report are consistent with those of the audited financial statements for the year ended 31 December 2011 except as discussed below:-

Foreign currency translation reserve

Under FRS, the Group recognised translation differences on foreign operations as a separate component of equity. Cumulative foreign currency translation differences for all foreign operations are deemed to be nil as at the date of transition to MFRS.

Accordingly, at the date of transition to MFRS, the cumulative foreign currency translation differences of RM12,397,000 (31 March 2011: RM12,397,000; 31 December 2011: RM12,397,000) were adjusted to retained profits.

The reconciliations of equity for comparative periods and of equity at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS are provided below:-

Reconciliation of equity as at 1 January 2011

RM'000	FRS as at 01.01.2011	Reclassifications	MFRS as at 01.01.2011
Equity			
Other reserves	(7,580)	12,397	4,817
Retained profits	22,589	(12,397)	10,192

Reconciliation of equity as at 31 March 2011

RM'000	FRS as at 31.03.2011	Reclassifications	MFRS as at 31.03.2011
Equity			
Other reserves	(7,626)	12,397	4,771
Retained profits	22,566	(12,397)	10,169

Reconciliation of equity as at 31 December 2011

RM'000	FRS as at 31.12.2011	Reclassifications	MFRS as at 31.12.2011
Equity			
Other reserves	(7,185)	12,397	5,212
Retained profits	24,013	(12,397)	11,616

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A3. Seasonal or Cyclical Factors

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

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

There were no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size or incidence during the financial period ended 31 March 2012.

A5. Changes in Estimates Reported in Prior Interim Periods

There were no changes in estimates of amounts reported in prior financial period, which may have a material effect during the financial period ended 31 March 2012.

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 period ended 31 March 2012.

A7. Dividends Paid

No dividend was paid during the financial period ended 31 March 2012.

A8. Operating Segments

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

For the 3 months ended 31.03.2012

	Hotel RM'000	Universal broking RM'000	Investment holding RM'000	Total RM'000	Elimination RM'000	Group RM'000
REVENUE						
External sales	2,626	-	-	2,626	-	2,626
Inter-segment sales	-	-	6	6	(6)	-
	<u>2,626</u>	<u>-</u>	<u>6</u>	<u>2,632</u>	<u>(6)</u>	<u>2,626</u>
RESULTS						
Segment results	579	-	(55)	524	-	524
Finance costs	(319)	-	(155)	(474)	-	(474)
Share of results of associate	-	675	-	675	-	675
Profit/(Loss) before taxation	<u>260</u>	<u>675</u>	<u>(210)</u>	<u>725</u>	<u>-</u>	<u>725</u>
Segment assets	32,385	-	55,370	87,755	-	87,755
Investment in associate						49,902
Unallocated assets						5
Total assets						<u>137,662</u>

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

There were no material events subsequent to the financial period ended 31 March 2012 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 period ended 31 March 2012.

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.

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

B1. Review of Performance

The Group recorded a lower revenue of RM2.6 million for the three months ended 31 March 2012 compared to RM3.3 million for the previous year corresponding period. The decrease was mainly due to the cessation of the Group's travel operations, which recorded a revenue of RM940,000 in the previous year corresponding period. The revenue from hotel operations improved from RM2.3 million to RM2.6 million in the period under review. The Group recorded a profit before tax of RM725,000 for the three months ended 31 March 2012 compared to a loss of RM37,000 for the previous year corresponding period. The improved profit was attributable to the following:-

- i) improved performance of the hotel operations;
- ii) cessation of the travel operations, which suffered losses in the previous year corresponding period;
- iii) share of higher profit in associate as a result of bad debts recovered; and
- iv) lower finance costs due to repayment of borrowings.

B2. Comparison with Preceding Quarter's Results

The Group's revenue of RM2.6 million for the current quarter was lower than the preceding quarter revenue of RM3.5 million. The higher revenue in the preceding quarter was mainly due to higher trading of the hotel operations during the school holidays season. The Group recorded a lower profit before tax of RM0.7 million for the current quarter compared to a net profit of RM3.2 million for the preceding quarter. The net profit for the preceding quarter included the reversal of impairment loss on receivables of RM2.0 million.

B3. Year 2012 Prospects

As the external environment is expected to be challenging, the Malaysian economy is projected to grow at a moderate rate of between 4.0% and 5.0% in 2012. The economic growth will be supported by domestic demand. To meet the challenges ahead, the Group will continue to focus on its business development and exercise financial prudence in its universal broking business.

B4. Variance of Actual Profit from Forecast Profit

This is not applicable to the Group.

B5. Profit/(Loss) Before Tax

Included in the profit/(loss) before tax are the following:-

	FIRST QUARTER		CUMULATIVE 3 MONTHS	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
	RM'000	RM'000	RM'000	RM'000
Interest income	11	16	11	16
Depreciation	(251)	(262)	(251)	(262)

B6. Income Tax Expense

There were no tax provision for the financial period ended 31 March 2012 (31 March 2011: Nil).

B7. Realised and Unrealised Profits/(Losses)

The retained profits of the Group comprise of the following:-

	31.03.2012	31.12.2011
	RM'000	Restated RM'000
Retained profits of the Company and subsidiaries		
- Realised	16,507	16,457
Share of accumulated losses in associated company		
- Realised	(4,166)	(4,841)
	<u>12,341</u>	<u>11,616</u>

B8. Status of Corporate Proposals

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

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B9. Group Borrowings

	31.03.2012
	RM'000
Bank Borrowings	
Secured	
- current	8,450
- non-current	14,480
Total	<u>22,930</u>

B10. Derivative Financial Instruments

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

B11. Fair Values Changes of Financial Liabilities

As at 31 March 2012, the Group does not have any financial liabilities measured at fair value through profit or loss.

B12. Material Litigation

There was no material litigation as at the date of this report.

B13. Dividend

No dividend has been recommended by the Board for the financial period ended 31 March 2012 (31 March 2011: Nil)

B14. Earnings/(Loss) Per Share

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

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

	FIRST QUARTER		CUMULATIVE 3 MONTHS	
	31.03.2012	31.03.2011	31.03.2012	31.03.2011
	RM'000	RM'000	RM'000	RM'000
Profit/(Loss) attributable to equity holders of the Company	725	(23)	725	(23)
	Units	Units	Units	Units
	'000	'000	'000	'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	0.078	(0.002)	0.078	(0.002)

(ii) The diluted earnings per share is not disclosed as there is no dilutive potential ordinary shares.

B15. Audit Report of Preceding Annual Financial Statements

The audit report of the audited financial statements for the year ended 31 December 2011 was not qualified.

BY ORDER OF THE BOARD
PAN MALAYSIA HOLDINGS BERHAD

Soo-Hoo Siew Hoon
Ng Hock Ping
Joint Company Secretaries

24 May 2012