

INSAS BERHAD
Company No. 4081-M
(Incorporated in Malaysia)

29 May 2012

BURSA MALAYSIA SECURITIES BERHAD
9th Floor, Exchange Square
Bukit Kewangan
50200 Kuala Lumpur

UNAUDITED FINANCIAL REPORT FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

CONDENSED CONSOLIDATED INCOME STATEMENTS

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		FY 2012 Current financial quarter ended 31-Mar-12 RM'000	FY 2011 Preceding corresponding financial quarter ended 31-Mar-11 RM'000	FY 2012 Financial period ended 31-Mar-12 RM'000	FY 2011 Preceding financial period ended 31-Mar-11 RM'000
Revenue		51,143	58,253	173,933	179,598
Cost of sales	1	(41,608)	(41,942)	(137,528)	(138,488)
Administrative expenses	2	(2,919)	3,412	(12,392)	(10,024)
Other operating expenses	3	2,979	(7,112)	(39,990)	(28,792)
Other income	4	13,370	9,443	32,324	56,087
Finance costs		(3,267)	(1,173)	(7,523)	(3,537)
Exceptional items	5	-	-	14,263	285
Share of profit less losses of associate companies		6,008	3,239	5,678	9,057
Share of profit less losses of jointly controlled entities		77	394	275	538
Profit before taxation		25,783	24,514	29,040	64,724
Taxation		(320)	(764)	(2,454)	(1,843)
Profit for the quarter/period		25,463	23,750	26,586	62,881
Profit/(loss) attributable to :					
Owners of the Parent		25,566	23,596	26,631	62,657
Non-controlling interests		(103)	154	(45)	224
		25,463	23,750	26,586	62,881
Earnings per share (in sen)					
- Basic		3.73	3.44	3.89	9.13
- Diluted		n/a	n/a	n/a	n/a

	Quarter ended 31/3/2012 RM'000	Quarter ended 31/3/2011 RM'000	Period ended 31/3/2012 RM'000	Period ended 31/3/2011 RM'000
Note 1				
Included in Cost of sales are the following items :-				
Allowance for obsolete inventories	(157)	-	(344)	-
Depreciation	(1,433)	(1,124)	(4,509)	(4,336)
Note 2				
Included in Administrative expenses are the following items :-				
Allowance for doubtful debts	(2,000)	-	(4,000)	-
Depreciation	(40)	(40)	(113)	(175)
Note 3				
Included in Other operating expenses are the following items :-				
Allowance for doubtful debts	(656)	(33)	(658)	(37)
Amortisation of intangible assets	811	(415)	(7)	(1,237)
Depreciation	(585)	(5)	(1,418)	(990)
Fair value loss on derivatives	645	-	(306)	-
Intangible assets written off	(71)	-	(71)	-
Impairment of financial assets at fair value through profit or loss	13,054	-	(10,343)	-
Loss on disposal of quoted securities	(248)	459	(876)	(548)
Note 4				
Included in Other income are the following items :-				
Allowance for doubtful debts no longer required	(7)	(19)	2,400	-
Fair value gain on derivatives	3,938	-	9,015	-
Interest income	1,985	2,540	6,679	7,004
Writeback of impairment of financial assets at fair value through profit or loss	5,009	726	6,323	13,025
Note 5				
Exceptional items represent :-				
Gain on dilution of equity interest in associate companies	-	-	5,112	-
Gain on capital repayment by an associated company	-	-	9,151	-
Gain on dilution of equity interest in subsidiary companies	-	-	-	285

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UNAUDITED FINANCIAL REPORT FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	FY 2012 Current financial quarter ended 31-Mar-12 RM'000	FY 2011 Preceding corresponding financial quarter ended 31-Mar-11 RM'000	FY 2012 Financial period ended 31-Mar-12 RM'000	FY 2011 Preceding financial period ended 31-Mar-11 RM'000
Profit for the quarter/period	25,463	23,750	26,586	62,881
Other comprehensive income/(loss)				
Transfer of fair value gain/(loss) on available for sale investments upon disposal	-	-	-	(323)
Unrealised gain on fair value changes on available for sale investments	6,840	1,747	13,901	8,972
Foreign currency translation	(1,800)	(1,267)	978	(2,695)
Total other comprehensive income for the quarter/period	5,040	480	14,879	5,954
Total comprehensive income for the quarter/period	30,503	24,230	41,465	68,835
Profit/(loss) attributable to :				
Owners of the Parent	30,714	24,130	41,484	68,786
Non-controlling interests	(211)	100	(19)	49
	30,503	24,230	41,465	68,835

(The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 30 June 2011 and the accompanying explanatory notes attached to the Interim Financial Statements)

UNAUDITED FINANCIAL REPORT FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	As at 31/03/2012 RM'000	(Audited) As at preceding financial year ended 30/06/2011 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	57,814	39,551
Investment properties	88,956	102,745
Land held for development	37,576	37,576
Available for sale investments	76,321	50,419
Held to maturity investments	26,991	41,585
Associate companies	54,919	41,728
Jointly controlled entities	40,773	40,498
Intangible assets	17,912	17,986
Deferred tax assets	3,674	3,674
Total non-current assets	404,936	375,762
Current assets		
Property development costs	5,221	5,073
Inventories	15,381	18,849
Trade receivables	344,527	179,056
Amount due from associate companies	4,538	17,484
Other receivables, deposits and prepayments	26,391	32,436
Derivative financial assets	1,682	-
Held to maturity investments	15,581	13,709
Financial assets at fair value through profit or loss	176,847	98,379
Tax recoverable	2,138	2,478
Deposits with licensed banks and financial institutions	321,895	442,304
Cash and bank balances	60,734	56,410
	974,935	866,178
Non-current assets classified as held for sale	7,371	7,993
	982,306	874,171
TOTAL ASSETS	1,387,242	1,249,933
EQUITY AND LIABILITIES		
Equity attributable to owners of the Parent		
Share capital	693,334	693,334
Treasury shares	(294)	(4,887)
Reserves	77,166	69,051
Retained earnings	202,772	176,141
	972,978	933,639
Non-controlling interests	7,810	7,784
Total equity	980,788	941,423
Non-current liabilities		
Loans and borrowings	786	-
Hire purchase payables	9,881	9,640
Deferred tax liabilities	8,273	8,273
	18,940	17,913
Current liabilities		
Derivative financial liabilities	990	8,023
Trade payables	71,737	179,018
Other payables and accruals	95,400	51,625
Loans and borrowings	218,194	51,459
Tax payable	1,193	472
	387,514	290,597
TOTAL LIABILITIES	406,454	308,510
TOTAL EQUITY AND LIABILITIES	1,387,242 (0)	1,249,933
Net assets per share attributable to owners of the Parent (RM)*	1.40	1.37

(The Condensed Consolidated Statements of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 30 June 2011 and the accompanying explanatory notes attached to the Interim Financial Statements)

* Net assets per share attributable to owners of the Parent is computed based on Total Shareholders' Funds (excluding Non-controlling interests) divided by the total number of ordinary shares, net of shares bought back.

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UNAUDITED FINANCIAL REPORT FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

	Attributable to Owners of the Parent							Total RM'000	Non- controlling interests RM'000	Total equity RM'000
	Share capital RM'000	Share premium RM'000	Available for sale investment fair value reserve RM'000	Reserve fund RM'000	Exchange translation reserve RM'000	Treasury shares RM'000	Retained earnings RM'000			
Period ended 31 March 2012										
Balance at 1 July 2011	693,334	54,489	15,440	1,200	(2,078)	(4,887)	176,141	933,639	7,784	941,423
Transactions with owners:-										
Repurchase of shares	-	-	-	-	-	(2,145)	-	(2,145)	-	(2,145)
Acquisition of equity interests in subsidiary company	-	-	-	-	-	-	-	-	45	45
Share dividends paid to owners of the Parent		(6,738)	-	-	-	6,738	-	-	-	-
Total transactions with owners	-	(6,738)	-	-	-	4,593	-	(2,145)	45	(2,100)
Total comprehensive income/ (loss) for the period	-	-	13,901	-	952	-	26,631	41,484	(19)	41,465
Balance at 31 March 2012	693,334	47,751	29,341	1,200	(1,126)	(294)	202,772	972,978	7,810	980,788
Period ended 31 March 2011										
As at 1 July 2010										
- As previously reported	693,334	54,489	-	1,200	924	(2,963)	59,898	806,882	19,549	826,431
- Adoption of FRS 139	-	-	6,760	-	-	-	-	6,760	-	6,760
As restated	693,334	54,489	6,760	1,200	924	(2,963)	59,898	813,642	19,549	833,191
Transactions with owners:-										
Repurchase of shares	-	-	-	-	-	(1,279)	-	(1,279)	-	(1,279)
Acquisition of equity interests in subsidiary companies	-	-	-	-	-	-	-	-	1,883	1,883
Dilution of equity interests in subsidiary companies	-	-	-	-	-	-	-	-	(12,044)	(12,044)
Total transactions with owners	-	-	-	-	-	(1,279)	-	(1,279)	(10,161)	(11,440)
Total comprehensive income/ (loss) for the period	-	-	8,649	-	(2,520)	-	62,657	68,786	49	68,835
Balance at 31 March 2011	693,334	54,489	15,409	1,200	(1,596)	(4,242)	122,555	881,149	9,437	890,586

(The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 30 June 2011 and the accompanying explanatory notes attached to the Interim Financial Statements)

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UNAUDITED FINANCIAL REPORT FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE THIRD QUARTER AND 9 MONTHS FINANCIAL PERIOD ENDED 31 MARCH 2012.

	Current financial period ended 31/03/2012 RM'000	Preceding corresponding financial period ended 31/03/2011 RM'000
Cash flows from operating activities		
Profit before taxation	29,040	64,724
Adjustments for :		
Non-cash items	(4,143)	(48,900)
Finance costs	7,523	3,537
Interest income	(6,679)	(7,004)
Operating profit before working capital changes	25,741	12,357
Changes in working capital :-		
Net changes in current assets	(234,169)	(9,242)
Net changes in current liabilities	(20,162)	10,892
Cash (used in)/generated from operations	(228,590)	14,007
Finance costs	(7,523)	(3,537)
Interest income	6,679	7,004
Tax refund	50	-
Tax paid	(1,087)	(930)
Net cash (used in)/generated from operating activities	(230,471)	16,544
Cash flows from investing activities		
Subscription of shares in associate companies	(5,000)	(2,020)
Purchase of property, plant and equipment	(3,616)	(2,653)
Purchase of held to maturity investments	(1,830)	(12,863)
Purchase of available for sale investments	(12,000)	-
Proceeds from disposal of property, plant and equipment	2,100	937
Proceeds from disposal of available for sale investments	-	6,699
Proceeds from redemption and disposal of held to maturity investments	14,463	17,424
Proceeds from disposal of non-current assets held for sale	1,200	1,843
Payment for intangible assets	(3)	(13)
Payment for development expenditure	-	(1)
Dividend received	5,397	1,867
Net cash outflow on dilution of equity interest in subsidiary companies	-	(260)
Net cash (outflow)/inflow from acquisition of equity interest in subsidiary companies	(55)	1,598
Net cash generated from investing activities	656	12,558
Cash flows from financing activities		
(Increase)/decrease in fixed deposits pledged	(891)	90,763
(Increase)/decrease in cash and bank balances pledged	(1,976)	14,624
Net cash used in share buyback	(2,145)	(1,279)
Drawdown of loans and borrowings	265,099	400,569
Repayment of loans and borrowings	(144,661)	(510,048)
Repayment of hire purchase payables	(5,057)	(3,533)
Net cash generated from/(used in) financing activities	110,369	(8,904)
Net (decrease)/increase in cash and cash equivalents	(119,446)	20,198
Cash and cash equivalents at beginning of the financial period	183,931	168,337
Exchange differences	49	(291)
Cash and cash equivalents at end of the financial period	64,534	188,244
Cash and cash equivalents comprise of :-		
Bank overdrafts	(46,286)	(883)
Cash and bank balances	31,038	46,939
Deposits with licensed banks and financial institutions	79,782	142,188
	64,534	188,244

(The Condensed Consolidated Statements of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 30 June 2011 and the accompanying explanatory notes attached to the Interim Financial Statements)

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**UNAUDITED FINANCIAL REPORT FOR THE THIRD QUARTER AND 9 MONTHS
FINANCIAL PERIOD ENDED 31 MARCH 2012.**

NOTES TO THE UNAUDITED FINANCIAL REPORT.

A1. Basis of Preparation

This set of financial report is unaudited and has been prepared in compliance with the reporting requirements outlined in the Financial Reporting Standard ("FRS") 134 :Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad.

This report should be read in conjunction with the audited financial statements of the Group for the financial year ended 30 June 2011. The explanatory notes attached to this financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 30 June 2011.

A2. Changes in Accounting Policies

The accounting policies and methods of computation and presentation adopted by the Group in this quarterly report are consistent with those adopted in the audited financial statements for the financial year ended 30 June 2011 except for the adoption of the following new and revised Financial Reporting Standards ("FRSs"), Amendments to FRSs and Issues Committee Interpretations ("IC Interpretations") issued by the MASB that become effective and are relevant to the Group for the financial year beginning 1 July 2011:-

Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions
Amendments to FRS 3	Business Combinations. Amendments relating to measurement of non-controlling interests and un-replaced and voluntarily replaced share-based payment awards
Amendments to FRS 7	Improving Disclosures about Financial Instruments
Amendments to FRS 101	Presentation of Financial Statements. Amendments relating to clarification of statement of changes in equity
Amendments to FRS 121	The Effects of Changes in Foreign Exchange Rates. Amendment relating to transition requirements for amendments arising as a result of FRS 127 Consolidated and Separate Financial Statements
Amendments to FRS 128	Investments in Associates. Amendment relating to transition requirements for amendments arising as a result of FRS 127 Consolidated and Separate Financial Statements
Amendments to FRS 131	Investments in Joint Ventures. Amendment relating to transition requirements for amendments arising as a result of FRS 127 Consolidated and Separate Financial Statements
Amendments to FRS 132	Financial Instruments : Presentation. Amendment relating to transition requirements for contingent consideration from a business combination that occurred before the effective date of the revised FRS (consequential amendments arising from Improvements to FRSs (2010) – FRS 3)

A2. Changes in Accounting Policies (Cont'd)

Cont'd

Amendments to FRS 134	Interim Financial Reporting. Amendment relating to significant events and transactions
Amendments to FRS 139	Financial Instruments : Recognition and Measurements. Amendments relating to eligible hedged items, reclassification of financial assets and embedded derivatives
IC Interpretation 4	Determining Whether an Arrangement contains a Lease
Amendments to IC Interpretation 13	Customer Loyalty Programmes (Improvements to FRS (2010))
Amendment to IC Interpretation 15	Agreements for the Construction of Real Estate
IC Interpretation 19	Extinguishing Financial Liabilities with equity instruments

The adoption of the above Amendments to FRSs and IC Interpretations are not expected to have any material financial impact on the financial statements of the Group.

A3. Declaration of Audit Qualification

There was no qualified report issued by the auditors in the audited financial statements of the Group for the financial year ended 30 June 2011.

A4. Seasonality and Cyclicity of Interim Operations

The performance of the Group was not significantly affected by seasonal and cyclical fluctuation.

A5. Exceptional / Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

The following are the exceptional items that occurred during the current financial quarter and financial period under review which affect the assets, liabilities, equity, net income or cash flows of the Group:-

Recognised in the Income Statements

	Individual	Quarter	Cumulative	Quarter
	Quarter ended	Quarter ended	Period ended	Period ended
	31-Mar-2012	31-Mar-2011	31-Mar-2012	31-Mar-2011
	RM'000	RM'000	RM'000	RM'000
Allowance for doubtful debts	(2,656)	(33)	(4,658)	(37)
Allowance for doubtful debts no longer required	(7)	(19)	2,400	-
Fair value gain on derivatives	4,583	-	8,709	-
Gain on dilution of equity interest in associate companies	-	-	5,112	-
Gain on capital repayment by an associated company	-	-	9,151	-
Gain on dilution of equity interest in subsidiary companies	-	-	-	285
(Impairment)/writeback of impairment of financial assets at fair value through profit or loss	18,063	726	(4,020)	13,025
Total	19,983	674	16,694	13,273

A6. Material changes in Estimates

There are no material changes in accounting estimates used in the preparation of the financial statements in the current financial quarter and current financial period as compared to the previous corresponding financial quarter and financial period.

A7. Debts and Equity Securities

The shareholders of the Company, by an ordinary resolution passed in the Annual General Meeting of the Company held on 20 December 2011, approved the Company's plan to repurchase its own shares. The Directors of the Company are committed to enhance the value of the Company to its shareholders and believe that the repurchase plan can be applied in the best interests of the Company and its shareholders.

During the 9 months financial period ended 31 March 2012, the Company repurchased 4,428,000 of its issued share capital from the open market. The average price paid for the shares repurchased was RM0.4844 per share. The repurchase transactions were financed by internally generated funds. The shares repurchased are being held as treasury shares in accordance with the requirement of Section 67A of the Companies Act 1965. Of the total 693,333,633 issued and fully paid up ordinary shares, 619,791 shares are being held as treasury shares by the Company as at 31 March 2012. On 8 March 2012, the Company distributed share dividend to the shareholders on the basis of one treasury share for every fifty existing ordinary shares of RM1.00 each held in the Company wherein a total of 13,575,061 treasury shares were distributed to the shareholders.

Other than the above, there were no issuance and repayment of equity and debts securities, share cancellations and resale of treasury shares for the financial period ended 31 March 2012.

A8. Dividends paid

On 8 March 2012, the Company distributed share dividend on the basis of one treasury share for every fifty existing ordinary shares of RM1.00 each held in the Company. Other than this, no other dividend has been paid for the current financial quarter and financial period to date.

A9. Segment Information

The segment analysis for the Group for the 9 months financial period ended 31 March 2012 is as follows:-

	Financial services and Credit & leasing	Property investment and development	Investment holding and trading	Retail trading and car rental	IT-related manufacturing, trading and services	Elimination	Consolidated total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue							
External revenue	31,014	4,940	121,285	12,206	4,488	-	173,933
Inter-segment revenue	148	7,471	4,374	289	415	(12,697)	-
Total segment revenue	31,162	12,411	125,659	12,495	4,903	(12,697)	173,933
Results							
Segment profit/(loss) from operations	13,735	7,211	4,863	2,292	(12,258)	(6,175)	9,668
Interest income	1,519	197	12,953	-	334	(8,324)	6,679
Finance costs	(7,792)	(7,233)	(5,966)	(931)	(100)	14,499	(7,523)
Exceptional items	-	-	9,151	-	5,112	-	14,263
Share of results of associate companies	-	-	(80)	974	4,784	-	5,678
Share of results of jointly controlled entities	-	275	-	-	-	-	275
Profit/(loss) before taxation	7,462	450	20,921	2,335	(2,128)	-	29,040
Taxation	(1,194)	(70)	(1,209)	(1)	20	-	(2,454)
Profit/(loss) for the financial period	6,268	380	19,712	2,334	(2,108)	-	26,586
Attributable to:							
Owners of the Parent							26,631
Non-controlling interests							(45)

A9. Segment Information (Cont'd)

The segment analysis for the Group for the 9 months financial period ended 31 March 2011 is as follows:-

	Financial services and Credit & leasing	Property investment and development	Investment holding and trading	Retail trading and car rental	IT-related manufacturing, trading and services	Elimination	Consolidated total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue							
External revenue	14,511	18,732	117,163	8,666	20,526	-	179,598
Inter-segment revenue	1,957	2,846	5,449	289	670	(11,211)	-
Total segment revenue	16,468	21,578	122,612	8,955	21,196	(11,211)	179,598
Results							
Segment profit from operations	8,469	8,268	33,997	1,605	815	(1,777)	51,377
Interest income	147	218	8,798	-	561	(2,720)	7,004
Finance costs	(3,118)	(2,456)	(1,439)	(840)	(181)	4,497	(3,537)
Exceptional items	-	-	-	-	285	-	285
Share of results of associate companies	-	-	2,812	2,336	3,909	-	9,057
Share of results of jointly controlled entities	-	538	-	-	-	-	538
Profit before taxation	5,498	6,568	44,168	3,101	5,389	-	64,724
Taxation	(66)	(1,612)	(23)	-	(142)	-	(1,843)
Profit for the financial period	5,432	4,956	44,145	3,101	5,247	-	62,881
Attributable to :							
Owners of the Parent							62,657
Non-controlling interests							224

A10. Valuation of Property, Plant and Equipment

The valuation of land and building held under property, plant and equipment has been brought forward without amendment from the annual financial statements of the Group for the financial year ended 30 June 2011.

A11. Material Subsequent Events

There were no material events subsequent to 31 March 2012 to the date of this Report that have not been reflected in the financial statements for the current financial period.

A12. Changes in the composition of the Group

There were no changes in the composition of the Group for the current financial quarter and financial period, including business combinations, acquisition or disposal of subsidiary and associated companies and long term investments, restructuring and discontinuing operations other than as disclosed below:-

- (a) On 19 July 2011, Inari Berhad ("Inari"), a 44.05% associate company of the Group, issued 83,000,000 new ordinary shares of RM0.10 each at an issue price of RM0.38 per ordinary shares pursuant to the Initial Public Offering in conjunction with the listing of Inari on the ACE Market of Bursa Malaysia Securities Berhad. The issuance of shares increased the issued and paid up share capital of Inari from RM24,860,870 to RM33,160,870 of RM0.10 each.

Accordingly, the Group's equity interest in Inari was diluted from 44.05% to 33.02%.

A12. Changes in the composition of the Group (cont'd)

- (b) On 19 September 2011, the Company announced that Topacres Sdn Bhd ("Topacres"), a wholly owned subsidiary company entered into a Shareholders' Agreement with Nostalgic Properties Sdn Bhd ("Nostalgic"), Red Zone Development Sdn Bhd ("Red Zone") and Macrodon Sdn Bhd ("Macrodon") to regulate their relationship as shareholders in Macrodon which will undertake the business of property development.

Macrodon is a private limited company incorporated in Malaysia on 11 February 2009. Macrodon is presently a dormant company and its intended principal activity is in property development.

Topacres, Nostalgic and Red Zone intends to carry out the business of property development through Macrodon and the shareholding of Macrodon comprises Topacres 40%, Nostalgic 30% and Red Zone 30%. The intended paid up share capital of Macrodon is RM10,000,000 comprising RM250,000 ordinary shares of RM1.00 each and RM9,750,000 redeemable preference shares of RM0.01 each at an issue price of RM1.00 each.

On 5 December 2011, Macrodon changed its name to Montprimo Sdn Bhd.

- (c) On 28 December 2011, the Company announced that it had through its wholly owned subsidiary companies, Insas Credit & Leasing Sdn Bhd and Delta Crest (M) Sdn Bhd, collectively subscribed for a total of 55,000 new ordinary shares of RM1.00 each representing 55% equity interest in the enlarged issued and paid up share capital of Delta Crest (KL) Sdn Bhd ("DC (KL)") for a total cash consideration of RM55,000.

DC (KL) was incorporated on 10 October 2011 as a private limited company under the Companies Act 1965. DC (KL) is presently a dormant company and its intended principal activity is property investment holding and development.

- (d) On 12 March 2012, the Company announced that the Company had on the same date disposed off 2 ordinary shares of RM1.00 each representing the entire issued and paid up share capital of Clearmobile Sdn Bhd (formerly known as Insas Mobile Sdn Bhd) ("Clearmobile") for a cash consideration of RM2.

Clearmobile was incorporated in Malaysia on 7 June 2005 and has not commenced operations since its incorporation.

A13. Contingent Assets or Liabilities

As at the date of this Report, the Company has issued guarantees amounting to RM60,651,000 to financial institutions in respect of banking and credit facilities granted to its subsidiary and associated companies.

A14. Commitments

Contractual commitments not provided for in the financial statements as at 31 March 2012 are as follows :-

	RM'000
To acquire property, plant and equipment	1,136
To acquire investment properties	2,049
To acquire unquoted shares in companies	<u>5,000</u>

A15. Related Party Transactions

Related party transactions had been entered into in the ordinary course of business that had been undertaken at arm's length basis on normal commercial terms.

ADDITIONAL INFORMATION REQUIRED BY PART A OF APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Review of Performance

Current financial quarter against preceding year's corresponding financial quarter

The Group reported revenue of RM51.1 million and a pre-tax profit of RM25.8 million for the third quarter ended 31 March 2012 compared with revenue of RM58.3 million and a pre-tax profit of RM24.5 million reported in the preceding year's corresponding quarter ended 31 March 2011.

The results reported for the third quarter ended 31 March 2012 compared to the preceding year's corresponding quarter are mainly due to the following :-

Financial service and credit & leasing division

Revenue for the third quarter ended 31 March 2012 improved compared to the preceding year's corresponding quarter primarily due to new loans given out by the money lending unit and higher corporate advisory income generated by the stock broking unit. Despite the higher revenue, the pre-tax results were lower in the third quarter ended 31 March 2012 due to higher operating expenses accrued for by the money lending unit compared to the previous quarter.

Property investment and development division

Revenue and pre-tax results for the third quarter ended 31 March 2012 declined compared to the preceding year's corresponding quarter mainly due to the Group's development projects have been completed during the preceding financial year.

Investment holding and trading division

Revenue for the third quarter ended 31 March 2012 is lower than the preceding year's corresponding quarter due to lower investment trading activities. The pre-tax results in the third quarter ended 31 March 2012 improved primarily due to higher write back of impairment in value of financial assets at fair value through profit or loss and fair value gain on financial derivative.

Retail trading and car rental division

Revenue and pre-tax results improved in the third quarter ended 31 March 2012 as compared to the preceding year's corresponding quarter due to higher revenue and pre-tax profits reported by the Group's car rental business as a result of increased fleet size, higher gain on disposal of vehicles due for fleet replacement and the consolidation of the results for the Group's 51% subsidiary company involved in the limousine-for-hire business in Singapore with effect from April 2011.

B1. Review of Performance (Cont'd)

Current financial quarter against preceding year's corresponding financial quarter (cont'd)

IT-related manufacturing, trading and services division

Revenue and pre-tax results declined in the third quarter ended 31 March 2012 as compared to the preceding year's corresponding quarter mainly due to the cessation of business of one of the unit's subsidiary in Singapore engaged in the manufacture and distribution of semi conductor products during the quarter and allowance for obsolete stocks accrued for in the current quarter.

Group's summary

The pre-tax results in the current financial quarter is derived at after accounting for write back of impairment of financial assets at fair value through profit or loss of RM18.1 million (Q3/2011 : writeback of impairment of RM0.7 million).

Financial period to date against preceding year's corresponding financial period

For the nine months ended 31 March 2012, the Group reported revenue of RM173.9 million and a pre-tax profit of RM29.0 million as compared to revenue of RM179.6 million and a pre-tax profit of RM64.7 million in the preceding year's corresponding financial period.

Financial service and credit & leasing division

Revenue and pre-tax results for the nine months ended 31 March 2012 improved due to new loans given out by the money lending unit and higher brokerage and corporate advisory fee income generated by the stock broking unit. The stock broking unit commenced operations on two new branches in Kuchai Lama, Kuala Lumpur and Penang during Q1/2012.

Property investment and development division

Revenue and pre-tax results for the nine months period ended 31 March 2012 declined compared to the preceding year's corresponding period primarily due to the winding down of the Group's development projects completed in the preceding financial year.

Investment holding and trading division

Revenue for the nine months period ended 31 March 2012 is higher than the preceding year's corresponding period due to higher investment trading activities. The pre-tax results declined primarily due to the financial market downturn in the current period affecting the performance of the investment trading unit and the lower writeback of marked-to-market losses incurred on the Group's financial assets at fair value through profit or loss totaling RM4.3 million (Preceding period ended 31.3.2011 : Reversal of marked-to-market losses of RM10.8 million)

Retail trading and car rental division

Revenue and pre-tax results improved for the nine months period ended 31 March 2012 as compared to the preceding year's corresponding period due to higher revenue and pre-tax profits reported by the Group's car rental business as a result of increased fleet size, higher gain on disposal of vehicles due for fleet replacement and the consolidation of the results of the Group's 51% subsidiary company involved in the limousine-for-hire business in Singapore with effect from April 2011.

B1. Review of Performance (Cont'd)

Financial period to date against preceding year's corresponding financial period (cont'd)

IT-related manufacturing, trading and services division

The IT unit reported lower revenue for the nine months period ended 31 March 2012 as compared to the preceding year's corresponding period due to the inclusion of Inari Technology Sdn Bhd's ("Inari Tech") revenue of RM14 million in the preceding year's corresponding period prior to the deconsolidation of Inari Tech arising from the dilution of the Group's equity interest in Inari Tech from 51% to 44.05% with effect from 5 August 2010.

The pre-tax results for the nine months period ended 31 March 2012 declined mainly due to the marked-to-market losses of RM10.1 million on the IT unit's investment in Mint Wireless Limited, Australia (Preceding period ended 31.3.2011 : Nil). The IT unit also reported an exceptional gain of RM5.1million in the current period arising from gain on dilution of its equity interest in Inari Group as stated in the accompanying Note A12(a).

Group's summary

The pre-tax results in the current period ended 31 March 2012 is derived at after accounting for gain on capital repayment from an associated company of RM9.1 million (preceding period : Nil) and impairment of financial assets at fair value through profit or loss of RM4.0 million (Preceding period ended 31.3.2011 : write back of impairment of RM13.0 million).

B2. Comments on material changes in the revenue and profit before taxation for the financial quarter as compared with the immediate preceding financial quarter

The Group reported revenue of RM51.1 million and a pre-tax profit of RM25.8 million in the current financial quarter as compared with revenue of RM49.3 million and a pre-tax profit of RM22.1 million in the immediate preceding financial quarter.

There is no significant fluctuation in the Group's revenue and pre-tax results between the two quarters.

B3. Prospects for the next financial year ending 30 June 2012

Financial services and investment trading division

The Board of Directors is of the view that the business prospect of the stock broking and investment trading units will be challenging in view of the uncertainty in the global economy and financial markets affecting the stock broking and investment trading units and accordingly, the Group will be cautious in evaluating new investment.

Property investment and development division

The Group has completed its two property development projects in Ampang Putra and Bukit Rahman Putra. The Board plans to participate in certain new property development projects within the Klang Valley on a joint venture basis whereby these are at the preliminary planning stages.

IT-related manufacturing, trading and services division

The IT unit, through its associate company, Inari Berhad, is looking to invest into Amertron Inc. (Global) Limited, an investment holding company with subsidiaries in the provision of electronics manufacturing services. The proposed investment is in line with the IT unit's and Inari Berhad's long term capacity expansion plans and customer concentration reduction plans. As the proposed investment in Amertron has not been finalised at this stage, the Board expects the IT unit's performance to improve in the next financial year after completion of the investment in Amertron.

B4. Variance of Actual Profit from Forecast Profit/Profit Guarantee

This note is not applicable for the financial year under review as the Group did not enter into any scheme that requires it to present forecast results or guarantee any profits.

B5. Taxation

The taxation charge for the current financial quarter and financial period ended 31 March 2012 is as follows:-

	Individual Quarter ended 31-Mar-2012 RM'000	Quarter Quarter ended 31-Mar-2011 RM'000	Cumulative Period ended 31-Mar-2012 RM'000	Quarter Period ended 31-Mar-2011 RM'000
Taxation for the financial quarter/period to date	318	751	2,473	1,772
Under/(over) provision in respect of prior financial quarter/period to date	2	13	(19)	13
Transfer to deferred taxation	-	-	-	58
	<u>320</u>	<u>764</u>	<u>2,454</u>	<u>1,843</u>

The reconciliation between the statutory tax rate and the effective tax rate on the pre-tax profit/(loss) of the Group are as follows:-

	Individual Quarter ended 31-Mar-2012 RM'000	Quarter Quarter ended 31-Mar-2011 RM'000	Cumulative Period ended 31-Mar-2012 RM'000	Quarter Period ended 31-Mar-2011 RM'000
Profit/(Loss) before taxation	<u>25,783</u>	<u>24,514</u>	<u>29,040</u>	<u>64,724</u>
Income tax at Malaysian statutory tax rate	6,446	6,128	7,260	16,181
Tax effect in respect of :				
Non-allowable expenses	(351)	538	8,478	940
Income not subject to tax	(4,675)	(5,536)	(12,405)	(12,554)
Effect of different tax rates in other countries	(201)	(94)	(103)	(255)
Overseas tax paid on dividend income	319	137	825	154
Tax savings from utilisation of capital allowances	(227)	(38)	(296)	(40)
Tax savings from utilisation of tax losses	(1,499)	(353)	(1,690)	(2,945)
Deferred tax not recognised in the financial statements	<u>506</u>	<u>(31)</u>	<u>404</u>	<u>349</u>
Tax expenses for the financial quarter/period to date	318	751	2,473	1,830
Under/(over) provision in respect of prior financial quarter/period to date	2	13	(19)	13
	<u>320</u>	<u>764</u>	<u>2,454</u>	<u>1,843</u>

B6. Status of Corporate Proposal announced but not completed as at the date of this Report

There is no corporate proposal that has been announced but has not been completed as at the date of this Report.

B7. Group Borrowings and Debts Securities as at 31 March 2012

	Foreign Currency ('000)	RM'000
Short term secured borrowings		
- in Euro dollars	320	1,308
- in US dollars	34,055	104,497
- in Australian dollars	532	1,694
- in Hong Kong dollars	104,799	41,416
- in Singapore dollars	3,092	7,543
- in Ringgit Malaysia		62,522
		<u>218,980</u>

B8. Material Litigation

There is no material progress/changes on pending material litigation since the last annual balance sheet date up to the date of this Report. The Group was not engaged in any litigation which is likely to give rise to proceedings which may materially and adversely affect the financial position or the business operations of the Group.

B9. Dividend

On 13 December 2011, the Board of Directors declared a share dividend by way of distribution of one (1) treasury share for every fifty (50) existing ordinary shares of RM1.00 each held in the Company.

Approval of the Bursa Malaysia Depository Sdn Bhd for the transfer of the treasury share to be distributed has been obtained on 23 February 2012. The share dividend was credited into the entitled shareholders' accounts on 8 March 2012.

Other than the above, the Board of Directors does not recommend the payment of any dividend for the financial period ended 31 March 2012.

B10. Earnings per share

(a) Basic earnings per share

The basic earnings per share for the current financial quarter and period to date have been calculated by dividing the net profit attributable to owners of the Parent for the financial quarter and period to date by the weighted average number of ordinary shares in issue during the financial quarter and period to date.

	Individual	Quarter	Cumulative	Quarter
	Quarter ended 31-Mar-2012 RM'000	Quarter ended 31-Mar-2011 RM'000	Period ended 31-Mar-2012 RM'000	Period ended 31-Mar-2011 RM'000
Net profit attributable to owners of the Parent for the financial quarter and period to date (RM'000)	25,566	23,596	26,631	62,657
Weighted average number of ordinary shares in issue, after accounting for the effect of shares bought back ('000)	684,509	686,150	684,509	686,150
Basic earnings per share (Sen)	3.73	3.44	3.89	9.13

(b) Diluted earnings per share

The diluted earnings per share is not computed as there were no dilutive potential equity instruments in issue that gave diluted effect to the earnings per share.

B11. DISCLOSURE ON REALISED AND UNREALISED PROFITS AND LOSSES

The Group's retained profits as at 31 March 2012 and 30 June 2011 are analysed as follows:

	As at 31.3.2012 RM'000	As at 30.6.2011 RM'000
<u>Total retained profits of the Company and its subsidiaries</u>		
- Realised	55,982	34,901
- Unrealised	43,677	60,980
	<hr/> 99,659	<hr/> 95,881
<u>Total share of retained profits from associate companies</u>		
- Realised	25,940	16,558
- Unrealised	1,480	2,698
	<hr/> 27,420	<hr/> 19,256
<u>Total share of retained profits from jointly controlled entities</u>		
- Realised	542	267
- Unrealised	15,913	15,913
	<hr/> 16,455	<hr/> 16,180
Add : Consolidated adjustments	<hr/> 59,238	<hr/> 44,824
Total Group retained profits as per consolidated statements of financial position	<hr/> <hr/> 202,772	<hr/> <hr/> 176,141