

**CONDENSED CONSOLIDATED INCOME STATEMENTS
 FOR THE PERIOD ENDED 28 FEBRUARY 2009**

	INDIVIDUAL PERIOD		CUMULATIVE PERIOD	
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year To Date	Preceding Year Corresponding Period
	28/02/2009	29/02/2008	28/02/2009	29/02/2008
	RM'000	RM'000	RM'000	RM'000
Revenue	9,847	N/A	32,149	N/A
Cost of sales	(8,409)	N/A	(27,272)	N/A
Gross profit	1,438	N/A	4,877	N/A
Other operating income	234	N/A	472	N/A
Distribution costs	(216)	N/A	(603)	N/A
Administration expenses	(1,701)	N/A	(5,573)	N/A
Other operating expenses	(1,408)	N/A	(2,746)	N/A
Loss from operations	(1,653)	N/A	(3,573)	N/A
Finance costs	(2,917)	N/A	(8,990)	N/A
Share of profit after tax and minority interest of associate	99	N/A	429	N/A
Loss before tax	(4,471)	N/A	(12,134)	N/A
Income tax expense	(9)	N/A	(49)	N/A
Loss for the period	(4,480)	N/A	(12,183)	N/A
Attributable to:				
Shareholders of the Company	(4,454)	N/A	(12,102)	N/A
Minority interests	(26)	N/A	(81)	N/A
Loss for the period	(4,480)	N/A	(12,183)	N/A
Basic loss per ordinary share (sen)	(0.69)	N/A	(1.86)	N/A
Diluted loss per ordinary share (sen)	-	-	-	-

Note:

The comparative figures are not applicable due to the change of financial year as detailed in Note A1.

The Condensed Consolidated Income Statements should be read in conjunction with the Annual Financial Statements for the financial period ended 31 May 2008.

**CONDENSED CONSOLIDATED BALANCE SHEETS
 AS AT 28 FEBRUARY 2009**

	(Unaudited) 28/02/2009 RM'000	(Audited) 31/05/2008 RM'000
Non-current assets		
Property, plant and equipment	44,851	41,027
Investment properties	289,584	289,584
Prepaid lease payments	1,247	1,090
Investment in an associate	23,548	24,315
Other long-term investments	5,765	6,881
Deferred tax assets	1,276	1,276
Intangible asset	510	538
	<u>366,781</u>	<u>364,711</u>
Current assets		
Inventories	982	886
Non-current asset held for sale	2,250	2,250
Property development costs	88,301	88,226
Trade receivables	44,695	49,219
Other receivables, deposits and prepayments	6,257	6,735
Prepaid lease payments	14	14
Tax recoverable	226	172
Fixed deposits with licensed banks	92	976
Cash and bank balances	485	2,010
	<u>143,302</u>	<u>150,488</u>
TOTAL ASSETS	<u>510,083</u>	<u>515,199</u>
Equity		
Share Capital	325,074	325,074
Reserves	(102,089)	(93,047)
Equity attributable to shareholders of the Company	<u>222,985</u>	<u>232,027</u>
Minority interests	15,165	14,946
Total equity	<u>238,150</u>	<u>246,973</u>
Non-current liabilities		
Hire purchase liabilities	856	803
Long-term borrowings	103,623	102,178
	<u>104,479</u>	<u>102,981</u>
Current liabilities		
Trade payables	8,695	5,896
Amount due to an associate	2,790	3,100
Other payables and accruals	92,053	93,383
Hire purchase liabilities	224	197
Short-term borrowings	30,066	29,022
Tax payable	33,626	33,647
	<u>167,454</u>	<u>165,245</u>
TOTAL EQUITY AND LIABILITIES	<u>510,083</u>	<u>515,199</u>
Net assets per share attributable to ordinary equity holders of the Company (RM)	0.3430	0.3569

The Condensed Consolidated Balance Sheets should be read in conjunction with the Annual Financial Statements for the financial period ended 31 May 2008.

**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
 FOR THE PERIOD ENDED 28 FEBRUARY 2009**

	Share capital RM'000	Share premium RM'000	Revaluation reserve RM'000	Foreign exchange translation reserve RM'000	Accumulated losses RM'000	Shareholders' equity RM'000	Minority interests RM'000	Total equity RM'000
Balance as at 31 May 2008	325,074	295,727	1,436	(5,131)	(385,079)	232,027	14,946	246,973
Exchange differences on translation of financial statements of foreign subsidiaries	-	-	(1)	3,060	-	3,059	-	3,059
Subscription of shares in subsidiaries	-	-	-	-	-	-	300	300
Net loss for the period	-	-	-	-	(12,101)	(12,101)	(81)	(12,182)
Balance as at 28 February 2009	325,074	295,727	1,435	(2,071)	(397,180)	222,985	15,165	238,150

Note:

The comparative figures are not applicable due to the change of financial year as detailed in Note A1.

The Condensed Consolidated Statements Of Changes In Equity should be read in conjunction with the Annual Financial Statements for the financial period ended 31 May 2008.

**CONDENSED CONSOLIDATED CASH FLOW STATEMENTS
 FOR THE PERIOD ENDED 28 FEBRUARY 2009**

	Nine Months Ended 28/02/2009 RM'000	Nine Months Ended 29/02/2008 RM'000
<u>Cash flows from/(used in) operating activities</u>		
Loss before taxation	(12,134)	N/A
Adjustments for:		
Non-cash items	1,489	N/A
Non-operating items	9,206	N/A
Operating loss before working capital changes	(1,439)	N/A
Changes in working capital	6,061	N/A
Cash generated from operations	4,622	N/A
Income tax paid - net	(124)	N/A
Net cash from operating activities	4,498	N/A
<u>Cash Flows from/(used in) investing activities</u>		
Equity investments	1,488	N/A
Others	385	N/A
Net cash generated from investing activities	1,873	N/A
<u>Cash flows from/(used in) financing activities</u>		
Bank borrowings	(7,374)	N/A
Others	1,171	N/A
Net cash used in financing activities	(6,203)	N/A
Net increase in cash and cash equivalents	168	N/A
Effects of exchange rate changes	(2,432)	N/A
Cash and cash equivalents at beginning of period	(285)	N/A
Foreign exchange differences on opening cash and cash equivalents	-	N/A
Cash and cash equivalents at end of period	(2,549)	N/A
Cash and cash equivalents comprise:		
	RM'000	RM'000
Cash and bank balances	485	N/A
Fixed deposits	92	N/A
Bank overdrafts	(3,057)	N/A
	(2,480)	N/A
Less: Fixed deposits pledged	(69)	N/A
	(2,549)	N/A

Note:

The comparative figures are not applicable due to the change of financial year as detailed in Note A1.

The Condensed Consolidated Cash Flow Statements should be read in conjunction with the Annual Financial Statements for the period ended 31 May 2008.

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 28 FEBRUARY 2009

A. *DISCLOSURE REQUIREMENTS AS PER FRS 134*

1. **Basis of Preparation**

The interim financial report is unaudited and has been prepared in accordance with requirements of FRS 134: Interim Financial Reporting and the applicable disclosure provisions of the Listing Requirements of the Bursa Malaysia Securities Berhad.

The interim financial report has been prepared in accordance with the same accounting policies adopted in 2008 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2009 annual financial statements.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the period ended 31 May 2008. These explanatory notes attached to the financial statements provided 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 period ended 31 May 2008.

As announced on 1 April 2008, the Company changed its financial year-end from 31 July to 31 May. The comparative figures are not applicable for the current financial period due to the change of financial year end.

2. **Qualification of Audit Report**

The audit report of the financial statement of the Group for the period ended 31 May 2008 was not qualified.

3. **Seasonal or Cyclical Factors**

There are no seasonal factors affecting the Group performance.

4. **Material Changes In Estimates**

There were no material changes in estimates that have had a material effect in the financial period to-date results.

5. **Debt and Equity Securities**

There were no cancellation, repurchases, resale and repayments of debts and equity securities during the financial period to-date.

6. **Dividends Paid**

There were no dividends paid during the financial period to-date.

7. Segmental Reporting

	Gross Operating Revenue RM'000	Profit/ (Loss) Before Taxation RM'000
Construction	20,191	828
Property	4,487	(76)
Network Marketing	5,992	386
Investment & Others	2,942	(4,711)
	<u>33,612</u>	<u>(3,573)</u>
Elimination	(1,463)	-
Financing Costs	-	(8,990)
Share of Profit of An Associate	-	429
	<u><u>32,149</u></u>	<u><u>(12,134)</u></u>

8. Valuation of Property, Plant & Equipment

The valuation of land and building have been brought forward, without amendments from the previous annual report.

9. Material Subsequent Events

There were no material events subsequent to the end of the interim period to 24 April 2009 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report) that have not been reflected in the financial statements for the financial period ended 28 February 2009.

10. Effect of Changes in the Composition of the Group

There were no changes in the composition of the Group during the current interim period except that its wholly owned subsidiary, EcoFirst Products Worldwide Sdn Bhd (formerly known as Everise Growth Sdn Bhd) had on 13 February 2009 incorporated a wholly owned subsidiary, EcoFirst Products (S) Pte Ltd, in Singapore with an issued and paid up share capital of S\$1.

11. Changes in Contingent Liabilities/Contingent Assets

The contingent liabilities as at financial period ended 28 February 2009 are as follows:

	RM'000
Guarantees and Contingencies Relating to:	
- An affiliated company	<u><u>5,531</u></u>

B. ADDITIONAL DISCLOSURE PURSUANT TO CHAPTER 9, PART K OF THE LISTING REQUIREMENTS OF THE BURSA MALAYSIA SECURITIES BERHAD

1. Review of Performance

The Group achieved a revenue of RM32.15 million for the 9-month period ended 28 February 2009. The main contributors were from the construction, property and network marketing divisions.

Both the construction and network marketing divisions contributed profits during the period under review. However, the Group recorded a loss before tax of RM12.1 million mainly due to finance costs incurred during the period to-date.

2. Variation of results against preceding quarter

The Group recorded a loss before tax of RM4.5 million for the current quarter compared to a loss of RM3.5 million in the previous quarter. The additional loss was mainly due to disposal of some quoted shares.

3. Current year prospects

Despite the current challenging economic environment, the Group shall continue with its cost efficient measures and prudent expansion plans.

Businesses under the construction, property and network marketing divisions will continue to be strengthened through more operational efficiencies.

4. Variance of Profit Forecast / Profit Guarantee

Not applicable.

5. Income Tax Expense

	Current Quarter Ended 28 February 2009 RM'000	Cumulative Year To-Date 28 February 2009 RM'000
Under provision in prior years	2	27
Current year tax expenses and provision	7	22
	<u>9</u>	<u>49</u>

6. Unquoted Investments and Properties

There were no sales of unquoted investments and properties during the current quarter.

7. Purchase or Disposal of Quoted Investments

- (a) There was no acquisition of quoted investments during the current quarter.
- (b) During the quarter, the Group disposed quoted shares for RM1.49 million realising a loss of RM0.83 million.
- (c) Total investments in quoted securities as at the end of the financial period to-date are as follows:

	RM'000
(i) At cost	70,681
(ii) At book value	28,175
(iii) At market value	21,139

8. Status of Corporate Proposals Announced

There are no corporate proposals announced but not completed as at 24 April 2009.

9. Group Borrowings and Debt Securities

Total Group borrowings as at 28 February 2009 are as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
<u>Long-Term Borrowings</u>			
Amount repayable after twelve months	102,623	-	102,623
Non-Convertible Redeemable Preference Shares	-	1,000	1,000
	<u>102,623</u>	<u>1,000</u>	<u>103,623</u>
	Secured RM'000	Unsecured RM'000	Total RM'000
<u>Short-Term Borrowings</u>			
Bank overdrafts	3,057	-	3,057
Revolving credits	5,727	-	5,727
Current portion of long term loans	21,282	-	21,282
	<u>30,066</u>	<u>-</u>	<u>30,066</u>
 Total Group Borrowings	 <u>132,689</u>	 <u>1,000</u>	 <u>133,689</u>

Included in the above Group borrowings are the following loans denominated in Solomon Dollars (SBD):

Secured Borrowings:

	Foreign Currency SBD'000	RM'000 (equivalent)
Short-term bank borrowings	643	311

10. Off Balance Sheet Financial Instruments

The Group does not have any financial instruments with off balance sheet risk as at 24 April 2009 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

11. Changes in Material Litigation

Further to the disclosure in the previous quarter's report on material litigation, the changes in material litigation as at 24 April 2009 (being the last practicable date which is not earlier than 7 days from the date of issue of this quarterly report) are as follows:

- (i) *The Company v Individual (1st defendant) and Astounding Holdings Sdn Bhd (2nd defendant) for RM15 million*

The case is now consolidated with another suit between Pica (M) Corporation Berhad Vs Individual (1st defendant). This matter is now fixed for hearing of pre-trial case management on 28 April 2009.

- (ii) *Jiddi Joned Enterprises Sdn Bhd and 3 other subsidiary companies v Yeng Chong Realty Sdn Bhd (1st defendant)/ Louis KH Wong (2nd defendant)*

The Court of Appeal has on 25 February 2008 allowed the plaintiffs' appeal against the striking out of the plaintiffs' suit by the 1st defendant. The matter is now reinstated in the High Court and fixed for further case management on 15 June 2009. Our application for further and better particulars is fixed for hearing on 29 June 2009.

- (iii) *56 purchasers of South City Condominiums v Pujian Development Sdn Bhd ("Pujian"), a subsidiary company, and seven others.*

Matter is fixed for further case management on 12 May 2009.

- (iv) *24 purchasers of South City Plaza v Pujian*

Matter is fixed for decision of Summary Judgement on 19 May 2009.

- (v) *Pujian v Arab-Malaysian Assurance Berhad*

Pujian's claim has been dismissed with costs. Pujian has since filed an appeal to the Court of Appeal on 30 August 2007. It is pending fixture of hearing date from the Court of Appeal.

- (vi) *The Government of Malaysia (Inland Revenue Board) ("IRB") v 4 Subsidiary companies, Mudek Sdn Bhd ("Mudek"), Seri Jasin Sdn Bhd ("Seri Jasin"), Berembang Sdn Bhd ("Berembang") and Jiddi Joned Sdn Bhd ("Jiddi Joned") in individual cases*

Mudek was successful in its application to set aside the judgement in default obtained earlier by IRB. The court has dismissed IRB's application to renew the summons with costs on 3 October 2007. IRB has since filed and served a fresh writ of summons of which the defence has been filed by Mudek on 22 May 2008. IRB has applied for summary judgement and is fixed for hearing on 13 July 2009. In respect of Seri Jasin's suit, the matter is pending extraction of IRB's sealed summary judgement application.

Jiddi Joned and Berembang have both filed their defences. In respect of Jiddi Joned's suit, the plaintiff has filed an application for summary judgement which is fixed for decision on 24 July 2009. In respect of Berembang's suit, the Plaintiff has filed an application for summary judgement which is fixed for hearing on 4 May 2009.

The said subsidiary companies have initiated another legal proceeding against Yeng Chong Realty Bhd similar to (ii) above, for part of the said real property gains tax withheld from the purchase consideration for the disposal of the properties concerned. The defendant has again filed an application to strike out the action which was dismissed. The defendant's further appeal was also dismissed on 12 July 2007. Matter is now fixed for further case management on 17 August 2009.

- (vii) *Yeng Chong Realty Bhd ("Yeng Chong") v Tenaga Nasional Bhd ("TNB"), Mudek and Berembang*

Yeng Chong has also applied for an injunction against TNB to prevent TNB from entering into the property and making compensation to Mudek and Berembang, the injunction of which was refused on 27 September 2006. Yeng Chong has since filed an appeal against the decision but no hearing date was obtained from the Court. Both our applications to transfer proceedings to Kuala Lumpur and for leave to file Rejoinder were dismissed by the Court with costs.

- (viii) *IRB v Pujian*

The Government of Malaysia is claiming for tax assessment for the year 1998, 1999, 2000 in one action and for year 1999 (Tambahan) in another action, and for year 2001 in another action, and for year 2004 in another action. For the first action, Pujian succeeded in setting aside the judgement in default of appearance. IRB has since filed an appeal against the said decision. In relation to the second action, Pujian's defence was filed on 29 August 2007. In relation to the third action, Pujian succeeded in striking out the action on 27 December 2006. IRB has since filed and served a fresh suit for the same subject matter and Pujian's defence was filed on 29 August 2007. IRB has filed an application for summary judgement and it is fixed for decision on 3 July 2009. As for the fourth action, the plaintiff's application for summary judgement was allowed with costs on 6 August 2008. Pujian has since filed an appeal against the decision and it is now fixed for hearing on 10 August 2009. Pujian has also filed a stay application which is fixed for hearing on 12 June 2009.

- (ix) *IRB v Tashima Development Sdn Bhd ("Tashima")*

IRB commenced two actions against Tashima for income tax outstanding for assessment years 2000 in one action, and 2001 and 2002 in another action. In the first action, Tashima has filed its statement of defence on 10 April 2007. IRB had on 2 January 2009

served on Tashima the unsealed summary judgement application. In respect of the second action, the court has allowed the plaintiff's summary judgement application on 12 February 2008. Tashima has since filed its appeal against the said decision which is fixed for mention on 7 May 2009. Our stay of execution application is pending fixture of date.

(x) *IRB v Sawitani Sdn Bhd ("Sawitani")*

IRB filed a suit against Sawitani for real property gains tax outstanding for assessment year 2000. Sawitani has filed its statement of defence on 9 September 2008.

12. Dividend

No dividend has been declared for the current financial period to-date.

13. Loss Per Share

The basic loss per share have been calculated based on the consolidated net loss attributable to ordinary shareholders for the period and the weighted average number of ordinary shares in issue during the period.

<i>Basic loss per share</i>	Current Quarter Ended	Comparative Quarter Ended	Cumulative Period To-Date	
	28/02/09	29/02/08	28/02/09	29/02/08
	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Loss				
Net loss attributable to ordinary shareholders	(4,454)	N/A	(12,102)	N/A
Weighted average number of ordinary shares	('000)	('000)	('000)	('000)
	650,148	N/A	650,148	N/A

Note:

The comparative figures are not applicable due to the change of financial year as detailed in Note A1.

There is no dilution in the earnings per share as the average market value of the Company's ordinary shares during the period was lower than the exercise price of the outstanding warrants 2004/2009. Accordingly, there would be no conversion of these outstanding instruments for the purposes of calculating the fully diluted earnings per share.

29 April 2009