

MULTI-PURPOSE HOLDINGS BERHAD (24217 - M) (Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS for the second quarter ended 30 June 2009 (The figures have not been audited)

CONDENSED CONSOLIDATED INCOME STATEMENTS

	3 months ended		6 months ended	
	30-Jun 2009 RM'000	30-Jun 2008 RM'000 (Restated)	30-Jun 2009 RM'000	30-Jun 2008 RM'000 (Restated)
Revenue	804,013	753,961	1,635,214	1,551,029
Cost of sales	(631,345)	(613,071)	(1,277,125)	(1,265,070)
Gross profit	172,668	140,890	358,089	285,959
Other income	103,903	71,191	112,706	126,428
Administrative expenses	(19,529)	(17,063)	(39,065)	(36,804)
Other expenses	(30,398)	(88,614)	(56,963)	(134,235)
Operating profit	226,644	106,404	374,767	241,348
Finance costs	(45,410)	(1,424)	(87,990)	(5,926)
Share of profits of associates and jointly controlled entities	821	392	684	<u> </u>
Profit before tax	182,055	105,372	287,461	235,998
Income tax expense	(8,779)	(30,151)	(37,082)	(55,569)
Profit for the period from continuing operations	173,276	75,221	250,379	180,429
Discontinued operations				
Loss for the period from discontinued operations	265	(32,634)	(1,946)	(83,644)
Profit for the period	173,541	42,587	248,433	96,785
Attributable to:				
Equity holders of the Company	127,406	50,888	172,430	98,929
Minority interests	46,135	(8,301)	76,003	(2,144)
•	173,541	42,587	248,433	96,785
Earnings per share attributable to equity holders of the Company (sen):	,			*
Basic, for profit from continuing operations	12.5	8.7	17.2	19.1
Basic, for loss from discontinued operations		(3.4)	(0.2)	(8.8)
Basic, for profit of the period	12.5	5.3	17.0	10.3
Diluted, for profit from continuing operations	n.a.	7.3	n.a.	16.1
Diluted, for loss from discontinued operations	n.a.	(2.8)	n.a.	(7.3)
Diluted, for profit of the period	n.a.	4.5	n.a.	8.8
	_		_	

(The Condensed Consolidated Income Statements should be read in conjunction with the audited financial statements for the year ended 31 December 2008.)

CONDENSED CONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2009

	(UNAUDITED) AS AT 30.06.2009 RM'000	(AUDITED) AS AT 31.12.2008 RM'000
ASSETS	7(1)(1000	1411 000
Non-current assets		
Property, plant and equipment	209,694	201,164
Land held for property development	22,178	· -
Investment properties	539,995	541,074
Prepaid lease payments	3,930	3,955
Associated companies	104,175	104,509
Jointly controlled entities	1,118	·
Other investments	197,201	127,876
Intangible assets	2,890,884	2,890,463
Long term receivables	36,593	39,966
Deferred tax assets	126,850	136,332
- 7 1 1 1 1 1 1 1. 	4,132,618	4,045,339
	1,102,010	1,010,000
Current assets		
Inventories	5,971	6,297
Receivables	347,035	458,566
Tax recoverable	76,375	72,128
Short term deposits and investments	892,549	762,164
Cash and bank balances	137,548	59,013
	1,459,478	1,358,168
	*, ***, ***	.,,
Assets of disposal group/Non-current assets classified as held for sale	237,623	242,332
*	1,697,101	1,600,500
	,,007,101	1,000,000
TOTAL ASSETS	5,829,719	5,645,839
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	1,077,749	962,427
Treasury Shares	(91,593)	(50,871)
Reserves	1,097,085	952,961
Shareholders' equity	2,083,241	1,864,517
Minority interests	479,466	518,025
	2,562,707	2,382,542
Total equity	2,502,707	2,302,342
Non-current liabilities		
Borrowings	2,049,186	2,095,381
Redeemable Convertible Unsecured Loan Stocks	503,764	524,607
Reserves for unexpired risks	80,507	72,452
Deferred tax liabilities	20,379	24,468
Provision for retirement benefits	654	653
Provision to retrement benefits		
	2,654,490	2,717,561
Current liabilities		
	600.761	E10 603
Payables	600,761	510,603
Borrowings	4,645	28,136
Tax payable	662 606,068	315
Lightities appointed with assets plansified as hold for sale	•	539,054
Liabilities associated with assets classified as held for sale	6,454 612,522	6,682 545,736
	612,322	040,730
Total liabilities	3,267,012	3 263 207
Total natifices	0,201,012	3,263,297
TOTAL EQUITY AND LIABILITIES	5,829,719	5,645,839
IAIUE EKOII I VIID EIUDIEIJEA	0,020,710	5,045,035
Net assets per share attributable to ordinary equity		
holders of the Company (RM)	2.09	2.03
notices of the company (Mill)	2.05	2.03

(The Condensed Consolidated Balance Sheet should be read in conjunction with the audited financial statements for the year ended 31 December 2008.)

Multi-Purpose Holdings Berhad (24217-M)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE 6-MONTHS PERIOD ENDED 30 JUNE 2009

	SHARE CAPITAL RM'000	SHARE PREMIUM RM'000	OTHER RESERVES RM'000	TREASURY SHARES RM'000	RETAINED PROFITS/ (ACCUMULATED LOSSES) RM'000	MINORITY INTERESTS RM'000	TOTAL RM'000
At 1 January 2008	954,586	803,211	44,663	-	26,940	807,805	2,637,205
Issue of new ordinary shares from warrant conversion	4,180	_	-	-	-	-	4,180
Profit/(Loss) for the period	-	-	-	-	98,929	(2,144)	96,785
Disposal of shares in subsidiaries	 .	-	-	-	•	71,277	71,277
Acquisition of additional shares in subsidiaries	-	-	-	-	-	(19,394)	(19,394)
Capital reduction and repayment by a subsidary company	-	2	-	-	-	(724,643)	(724,643)
Issuance of shares & RCULS by a subsidiary company	- -	-	-	-		723,657	723,657
Exchange differences arising from translation of foreign currency financial statements	-		1,107	-	-	-	1,107
At 30 June 2008	958,766	803,211	45,770		125,869	856,558	2,790,174
At 1 January 2009	962,427	803,211	44,652	(50,871)	105,098	518,025	2,382,542
Issue of new ordinary shares from warrant conversion	115,322	_	-	-	-	-	115,322
Profit for the period	-	-	-	-	172,430	76,003	248,433
Dividend paid to shareholders	-	-	-	-	(30,152)	-	(30,152)
Dividend paid to minority interests	-	-	•	-	-	(54,573)	(54,573)
Repurchase of own shares	-	-	-	(40,722)	-	-	(40,722)
Change in fair value of securities available-for-sale (Note 1)	-	-	3,993	-	-	861	4,854
Exchange differences arising from transalation of foreign currency financial statements	-	_	(2,147)	-	-	_	(2,147)
Acquisition of additional share in a subsidiary	-	•	•	-	-	(60,850)	(60,850)
At 30 June 2009	1,077,749	803,211	46,498	(91,593)	247,376	479,466	2,562,707

Note 1: Unrealised gain on investments held by insurance subsidiary classified as Available for Sale. This new valuation basis for securities is in accordance with Bank Negara's guidelines under the Risk Base Capital Framework which was effective from 1 January 2009.

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2008.)

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE 6-MONTHS PERIOD ENDED 30 JUNE 2009

	6 month	s ended
CASH FLOWS FROM OPERATING ACTIVITIES	30.06.2009 RM'000	30.06.2008 RM'000 (Restated)
Profit before taxation from:		
Continuing operations	287,461	235,998
Discontinued operations	(1,443)	(81,439)
	286,018	154,559
Adjustments for:		
Non-cash items	8,440	19,791
Non-operating items	29,401	(43,997)
		-
Operating profit before changes in working capital	323,859	130,353
Changes in working capital:		
Net change in current assets	94,128	(5,803)
Net change in current liabilities	64,548	(12,568)
Cash generated from operations	482,535	111,982
· · · · · · · · · · · · · · · · · · ·		
Dividend paid to Shareholders	(30,152)	-
Dividend paid to Minority Interests	(54,573)	-
Net tax paid	(35,086)	(43,457)
Net cash generated from operating activities	362,724	68,525
CASH FLOWS FROM INVESTING ACTIVITIES		
Dranathy plant and aguinment	(19,675)	(3,179)
Property, plant and equipment Equity Investments	(100)	(4,225)
Other and short term investments	(22,982)	70,116
Interest paid	(87,990)	(6,645)
Interest income	18,845	22,301
Net cash (used in)/generated from investing activities	(111,902)	146,893
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of ordinary shares & RCULS	-	727,836
Repurchase of treasury shares	(40,722)	
Proceeds from conversion of warrants	115,322	-
Borrowings	(81,000)	1,943,139
Acquisition of minority interest	(40,736)	(2,488,660)
Net cash (used in)/generated from financing activities	(47,136)	182,315
NET CHANGE IN CASH AND CASH EQUIVALENTS	203,686	329,208
CASH AND CASH EQUIVALENTS AT	•	
BEGINNING OF FINANCIAL YEAR	468,940	440,598
LOUISING OF FRANCIAL FEAR	.00,0 .0	,
CASH AND CASH EQUIVALENTS AT		
END OF FINANCIAL YEAR	672,626	769,806
Cash and cash equivalents consist of :	··· 	
Deposits, cash and bank balances	731,431	817,463
Bank overdrafts	(4,645) (54,160)	(4,536)
Cash held in trust accounts	(54,160)	(43,121) 769,806
v.	672,626	709,000

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the audited financial statements for the year ended 31 December 2008.)

A EXPLANATORY NOTES PURSUANT TO FRS134

A1 Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standards ("FRS") 134: Interim Financial Reporting and Chapter 9 paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2008.

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2008. The Group has not adopted the following FRSs and Issues Committee ("IC") Interpretations that were issued but not yet effective:

FRSs and Interpretations Effective for financial periods beginning on or after

FRS 4 FRS 7 FRS 8 FRS 123 FRS 139	: Insurance Contracts : Financial Instruments: Disclosures : Operating Segments : Borrowing Costs : Financial Instruments: Recognition and Measurement	1 January 2010 1 January 2010 1 July 2009 1 January 2010 1 January 2010
Amendments-FRS1 Amendments-FRS2 Amendments-FRS127	: First-time adoption of Financial Reporting Standards : Shared-based payment: Vesting Conditions and Cancellations : Consolidated and Separate Financial Statements: Cost of an Investment of a subsidiary, Jointly Controlled Entity or Associate	1 January 2010 1 January 2010 1 January 2010
IC Interpretations 9 IC Interpretations 10 IC Interpretations 11 IC Interpretations 13 IC Interpretations 14	:Reassessment of Embedded Derivatives :Interim Financial Reporting and Impairment :FRS2- Group and Treasury Share Transactions :Customer Loyalty Programmes :FRS 119- The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their interaction	1 January 2010 1 January 2010 1 January 2010 1 January 2010

The new FRSs and Interpretations above are expected to have no significant impact on the financial statements of the Group upon their initial application except for the changes in disclosures arising from the adoption of FRS 7 and FRS 8.

The Group is exempted from disclosing the possible impact, if any, to the financial statements upon the initial application of FRS 139.

A2 Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 December 2008 was not qualified.

A3 Seasonal or Cyclical Factors

The business operations of the Group are generally dependent on the state of the overall economic environment.

A4 Segmental Information

	3 months ended		6 months ended		
	30.06.2009 RM000	30.06.2008 RM000 (Restated)	30.06.2009 Payrooo	30.06.2008 FdVf000 (Restated)	
Segmental Revenue					
Garring	732,454	694,971	1,500,384	1,428,716	
Stockbroking	10,692	7,936	16,068	17,797	
Financial services	48,709	42,276	93,123	79, 155	
Corporate & others	290,618	13,734	305,517	31, 100	
	1,082,473	758,917	1,915,092	1,556, <i>7</i> 68	
⊞iminations	(278,460)	(4,956)	(279,878)	(5,739)	
Continuing operations	804,013	753,961	1,635,214	1,551,029	
Discontinued operations	681	256	681	642	
Total	804,694	754,217	1,635,895	1,551,671	
Segmental Results					
Garring	101,292	42,677	187,087	129,394	
Stockbroking	10,213	1,684	12,836	2,574	
Financial services	10,797	2,294	10,004	7,603	
Corporate & others	322,119	58,717	354,992	96,427	
	444,421	105,372	564,919	235,998	
Biminations	(262,366)	<u> </u>	(277,458)		
Continuing operations	182,055	105,372	287,461	235,998	
Discontinued operations	688	(31,918)	(1,443)	(81,439)	
Profit Before Taxation	182,743	73,454	286,018	154,559	

A5 Accounting Estimates

There were no changes in estimates of amounts reported in prior financial years that have a material effect in the current financial quarter.

A6 Dividends Paid

There was no payment of dividend in the current quarter.

A7 Carrying Amount of Revalued Assets

The valuations of property, plant and equipment have been brought forward without amendment from the previous annual financial statements.

A8 Changes in Debt and Equity Securities

There were no issuance, cancellation, repurchase, resale and repayment of debts and equity securities during the current quarter except for the following:

(i) At the Annual General Meeting (AGM) of the Company held on 19 June 2008, the shareholders of the Company had renewed the share buy-back mandate for the Company to purchase up to 10% of the issued and paid-up share capital. The mandate will expire at the next AGM.

During the current quarter, the Company purchased 7,280,200 of its own issued ordinary shares from open market at an average price of RM1.2584 per share. The total consideration paid for the purchases including transaction costs was RM9,161,303 and were financed by internally generated funds. The purchased shares are being held as treasury shares in accordance with Section 67A of the Companies Act 1965.

A9 Contingent Liabilities

As at 26 August 2009, the Board is not aware of any material contingent liabilities which have become enforceable or are likely to become enforceable which will effect the ability of the Company or any of its subsidiaries to meet its obligations as and when they fall due other than in the normal course of business, the gaming, insurance and stockbroking subsidiary companies make various commitments and incur certain contingent liabilities with legal recourse to its customers. No material losses are anticipated as a result of these transactions.

A10 Material Subsequent Events

There were no material subsequent events since the end of the current quarter until a date not earlier than 7 days from the date of issuance of this quarterly report.

A11 Changes in Composition of the Group

There were no significant changes in the composition of the Group during the period under review.

A12 Unusual Items Affecting Interim Financial Report

There were no unusual items affecting the interim financial report of the Group for the current quarter under review.

B NOTES REQUIRED UNDER THE LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of Performance

At RM 182.06 million, the profit before taxation and minority interests from continuing operations of the Group for current quarter improved substantially by 73% when compared to RM 105.37 million achieved in the previous corresponding quarter. Better results achieved by all Divisions and income generated from the investment activities have contributed to the improvement.

The Gaming Division's profit before taxation from continuing operations has surged from RM42.68 million in previous corresponding period to RM 101.29 million for the quarter ended 30 June 2009. Higher gaming profits and income from its investment activities have resulted in the significant increase.

The Stockbroking Division achieved substantial brokerage income coupled with the write back of provision for diminution in value of investments which have resulted in a profit before tax of RM 10.21 million which is RM8.53 million higher than the previous corresponding quarter.

The Financial Service Division reported a profit before taxation of RM10.80 million, an increase of RM8.50 million compared to RM2.30 million registered in the previous corresponding financial period. The favourable result was mainly due to higher premium earned and lower claim incurred.

The Group's profit before taxation and minority interest from continuing operations for the 6 months ended 30 June 2009 rose 22% to RM 287.46 million from RM236 million recorded in the previous corresponding financial period mainly due to reasons mentioned above.

B2 Comment on Material Change in Profit Before Taxation

The Group recorded a profit before taxation for the current quarter of RM 182.06 million as compared to RM 105.41 million in the immediate preceding quarter. The significant increase was mainly due to higher investment income and gains on disposals of quoted investments within the Group.

B3 Prospects for 2009

The Group will continue to achieve satisfactory results in the current challenging economic conditions.

B4 Profit Forecast and Profit Guarantee

There were no profit forecast or profit guarantee issued by the Company.

B5 Income Tax Expense

	3 months ended		6 months ended	
	30.06.2009 RM'000	30.06.2008 RM'000	30.06.2009 RM'000	30.06.2008 RM'000
Current tax:				
Malaysian income tax	10,144	30,151	31,871	55,569
Foreign tax				
	10,144	30,151	31,871	55,569
Overprovision of Malaysian income tax in				
prior years				
	10,144	30,151	31,871	55,569
Deferred tax	(1,365)	<u> </u>	5,211	
Total income tax expense	8,779	30,151	37,082	55,569

The effective tax rate for the period under review was lower than the statutory tax rate mainly due to substantial portion of income not subject to tax and the availability of deductible expenses and unabsorbed losses.

B6 Sale of unquoted investments and/or properties

There were no sales of unquoted investments and properties for the period under review.

B7 Quoted Securities

(a) Total purchases and disposals of quoted securities for the current period and financial year to date are as follows:

	3 months ended 30.06.2009 RW 000	6 months ended 30.06.2009 RMT000
Total purchases	73,812	76,845
Total sale proceeds	36,144	41,706
Total gain on disposal	27,532	28,323

(b) Total investments in quoted securities as at 30 June 2009 are as follows:

	RM000
Total investments at cost	616,486
Total investments at carrying value	228,975
Market value	254,989

(Note: Investments held by the stockbroking and insurance subsidiaries have not been disclosed under this Note.)

B8 Corporate Proposals

There were no corporate proposals announced.

B9 Borrowings

The Group's borrowings as at 30 June 2009 are as follows:

		Secured RM'000	Unsecured RM000	Total RM000
Short Term Bank Overdraft		2,676	1,969	4,645
Long Term Term Loan		2,049,186	~	2,049,186
	Total	2,051,862	1,969	2,053,831

All the borrowings are denominated in Ringgit Malaysia.

B10 Off Balance Sheet Financial Instruments

As at the date of this report, the subsidiaries of the Group had entered into interest rate swaps with the following contract amounts and maturities, at fixed interest rates vary from 3.40% to 4.64%:

Maturities	Contract Amount (RM'000)
Within 1 year	1,600,600 -1,873,000
Within 1-2 years	1,287,000 – 1,600,600
More Than 2 years	942,000 - 1,287,000

The contracts were entered into to minimize the Group's exposure to cash flow interest rate risk resulting from adverse fluctuations in interest rates on the existing bank loans.

B11 Material Litigation

a) Kota Kinabalu High Court Suit No. S(22)-61 of 1995

Sandakan Turf Club ("STC") has filed a suit against a subsidiary of Magnum Corporation Sdn Bhd for breach of the provisions of an Agreement dated 26 November 1987 between the parties. The amount claimed by STC amounted to RM13.0 million and the matter has been heard before the High Court at Sandakan in October 2000.

On 10 July 2003, the High Court had delivered the decision that the said subsidiary was only liable to pay the sum of RM238,271 and interest at 8% per annum for the special damages claimed. The claim for general damages was dismissed.

However, STC has filed Notice of Appeal ("Notice") to the Court of Appeal against the decision by the High Court in respect of its claim for general damages. The appeal was heard on 13 April 2009 and 14 April 2009. However, the Court of Appeal reserved their judgment and decision to a date is yet to be fixed.

b) Kuala Lumpur High Court Suit No. S1-22-946-2008

On 6 October 2008, Leisure Dotcom Sdn Bhd ("LDSB"), a subsidiary of the Company, commenced legal proceedings against Globesource Sdn Bhd ("GSB") claiming for among others, specific performance for delivery of a piece of freehold land and 2 leases in Kuala Lumpur ("Property") pursuant to a conditional sale and purchase agreement entered into between LDSB and GSB ("SPA") on 21 June 2007. Pursuant to the SPA, GSB is to sell and LDSB is to purchase the freehold land and 2 Leases in Kuala Lumpur ("Property") for a total consideration of RM72,162,000.00 ("Purchase Price"). Upon execution of the SPA, LDSB paid a deposit of RM7,216,200.00 representing 10% of the Purchase Price.

The sealed copy of the Writ indorsed with Statement of Claim was served on GSB's solicitors on 21 November 2008. On 25 November 2008, GSB's solicitors entered appearance on behalf of GSB. On 19 December 2008, LDSB filed an application for interlocutory injunction to restrain GSB, among others, from dealing with the Property ("Injunction Application"). On 19 February 2009, GSB's solicitors served a copy of GSB's defence and counterclaim on LDSB's solicitors. On 6 March 2009, the Kuala Lumpur High Court granted an ad interim injunction against GSB. LDSB filed its reply and defence to counterclaim on 15 April 2009. The Injunction Application is now fixed for case management on 4 November 2009 pending the exchange of affidavits between parties.

B12 Dividends

The Board of Directors is pleased to declare a distribution of one (1) treasury share for every ten (10) existing ordinary shares of RM1.00 each held ("Share Dividend"). The book closure date for the Share Dividend is 15 September 2009 ("Entitlement date"). Fractions of treasury shares are to be disregarded.

B13 Earnings Per Share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the period, excluding treasury shares held by the Company.

·	3 months ended		6 months	ended
	30.06.2009	30.06.2008	30.06.2009	30.06.2008
	FM'000	RM'000 (Restated)	F4VI'000	RM 000 (Restated)
Profit from continuing operations	127,141	83,522	174,376	182,573
Profit/(Loss) from discontinued operations	265	(32,634)	(1,946)	(83,644)
Profit for the period	127,406	50,888	172,430	98,929
Weighted average number				
of ordinary share in issue	1,015,399	954,799	1,015,399	954,799
Basic earnings per share for (sen)				
Profit from continuing operations	12.5	8.7	17.2	19.1
Loss from discontinued operations	-	(3.4)	(0.2)	(8.8)
Profit for the period	12.5	5.3	17.0	10.3

B13 Earnings Per Share (cont'd)

b) Fully diluted earnings per share

This is not applicable for the current quarter as the balance of 76,117,784 unconverted warrants (B) has expired on 26 February 2009.

For the purpose of calculating diluted earnings per share in the previous year corresponding quarter, the profit for the period attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares in issue during the period have been adjusted for the effects of dilutive potential ordinary shares from conversion of 195,100,376 warrants (B) exercised at a price of RM1.00.

	3 months ended 30.06.2008 RM'000 (Restated)	6 months ended 30.06.2008 RM'000 (Restated)
Profit from continuing operations Loss from discontinued operations Profit for the period	83,522 (32,634) 50,888	182,573 (83,644) 98,929
Adjustment for after tax effects of interest on exercise of warrants	1,148 52,036	2,346 101,275
Weighted average number of ordinary shares in issue	954,799	954,799
Adjustment for assumed Weighted Average number exercise of Warrant B	195,100	195,100
Adjusted weighted average number of ordinary shares for diluted earnings per share	1,149,899	1,149,899
Fully diluted earnings per share (sen)		
Profit from continuing operations Loss from discontinued operations	7.3 (2.8)	16.1 (7.3)
·		
Profit for the period	4.5	8.8

By Order Of The Board

Lim Kong Yow
COMPANY SECRETARY

26 August 2009