

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

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

CONDENSED CONSOLIDATED INCOME STATEMENTS

		3 months ended			9 months ended		
		30-Sept 2009 RM'000	30-Sept 2008 RM'000 (Restated)	30-Sept 2009 RM'000	30-Sept 2008 RM'000 (Restated)		
Revenue		813,244	759,149	2,448,458	2,310,178		
Cost of sales		(685,523)	(619,802)	(1,962,648)	(1,884,872)		
Gross profit		127,721	139,347	485,810	425,306		
Other income		20,918	44,600	133,624	171,028		
Administrative expenses		(8,866)	(46,543)	(47,931)	(83,347)		
Other expenses		(39,045)	(62,149)	(96,008)	(196,384)		
Operating profit		100,728	75,255	475,495	316,603		
Finance costs		(34,274)	(38,515)	(122,264)	(44,441)		
Share of profits of associates and jointly contr	olled entities	785	1,209	1,469	1,785		
Profit before tax		67,239	37,949	354,700	273,947		
Income tax expense	<u> </u>	(12,982)	(3,425)	(50,064)	(58,994)		
Profit for the period from continuing operat	ions	54,257	34,524	304,636	214,953		
Discontinued operations	v.						
Loss for the period from discontinued operation	าร	(2,683)	•	(4,629)	(83,644)		
Profit for the period		51,574	34,524	300,007	131,309		
Attributable to:							
Equity holders of the Company		50,727	39,917	223,157	400 040		
Minority interests		847	(5,393)	76,850	138,846 (7,537)		
•		51,574	34,524	300,007	131,309		
Earnings per share attributable to equity holders of the Company (sen):							
equity notices of the company (sen):			•		-		
Basic, for profit from continuing operations		5.2	4.2	22.4	23.3		
Basic, for loss from discontinued operations		(0.3)	•	(0.5)	(8.8)		
Basic, for profit of the period		4.9	4.2	21.9	14.5		
Diluted, for profit from continuing operations		n.a.	3.6	n.a.	19.7		
Diluted, for loss from discontinued operations	<u></u>	n.a.	<u> </u>	n.a.	(7.3)		
Diluted, for profit of the period		n.a.	3.6	n.a.	12.4		

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

Muiti-Purpose Holdings Berhad (24217-M)

CONDENSED CONSOLIDATED BALANCE SHEET AS AT 30 SEPTEMBER 2009		
	(UNAUDITED) AS AT 30.09.2009	(AUDITED) AS AT 31.12.2008
	RM'000	RM'000
ASSETS		
Non-current assets	,	
Property, plant and equipment	200,000	201,164
Land held for property development	22,178	
Investment properties	545,276	541,074
Prepaid lease payments Associated companies	3,919	3,955
Other investments	106,078	104,509
Intangible assets	269,668	127,876
Long term receivables	2,891,094 36,738	2,890,463 39,966
Deferred tax assets	120,061	136,332
	4,195,012	4,045,339
	4,183,012	4,040,339
Current assets		
Inventories	5,682	6,297
Receivables	315,753	458,566
Tax recoverable	99,698	72,128
Short term deposits and investments	835,674	762,164
Cash and bank balances	119,020	59,013
	1,375,827	1,358,168
Assets of disposal group/Non-current assets classified as held for sale	234,873	242,332
	1,610,700	1,600,500
TOTAL ASSETS	5,805,712	5,645,839
POLITY AND LIABILITIES		,
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	1,077,749	962,427
Treasury shares	(125,769)	•
Reserves	1,121,604	(50,871) 952,961
Shareholders' equity	2,073,584	1,864,517
Minority interests	473,660	518,025
Total equity	2,547,244	2,382,542
,	2,047,244	2,302,342
Non-current liabilities		
Borrowings	1,988,715	2,095,381
Redeemable convertible unsecured loan stocks	493,018	524,607
Reserves for unexpired risks	80,271	72,452
Deferred tax liabilities	20,379	24,468
Provision for retirement benefits	674	653
	2,583,057	2,717,561
Current liabilities		
Payables	661,940	510,603
Borrowings	6,241	28,136
Tax payable	2,843	315
11.170	671,024	539,054
Liabilities associated with assets classified as held for sale	4,387	6,682
	675,411	545,736
Total liabilities	0.050.400	0.000.00-
Total Radmiles	3,258,468	3,263,297
TOTAL EQUITY AND LIABILITIES	E 00° 740	E 042 000
TO THE ENGINE MINDININES	5,805,712	5,645,839
Net assets per share attributable to ordinary equity		
holders of the Company (RM)	2.12	. 9.09
v. and wompony (ran)	Z.12	2.03

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

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE 9-MONTHS PERIOD ENDED 30 SEPTEMBER 2009

	SHARE CAPITAL RM'000	SHARE PREMIUM RM'000	OTHER RESERVES RM'000	TREASURY SHARES RM'000	RETAINED PROFITS 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 ordinary shares arising from conversion of warrants	7,770	-	-	-		•	7,770
Profit/(Loss) for the period	-	-	•	- :	138,846	(7,537)	131,309
Dividends paid	-	-	-	-	(89,304)	•	(89,304)
Disposal of shares in subsidiaries	-	•	-	-	-	86,210	86,210
Purchase of treasury shares	•	•		(13,615)	•		(13,615)
Acquisition of additional shares in subsidiaries	-		-	-	-	(20,051)	(20,051)
Capital reduction and repayment by a subsidary	-	-	-	•	• •	(724,643)	(724,643)
Issuance of shares & RCULS by a subsidiary	-	•	-	-	-	723,657	723,657
Exchange differences arising from translation of foreign currency financial statements	-	-	(8,207)	-	• ·		(8,207)
At 30 September 2008	962,356	803,211	36,456	(13,615)	76,482	865,441	2,730,331
At 1 January 2009	962,427	803,211	44,652	(50,871)	105,098	518,025	2,382,542
Issue of ordinary shares arising from conversion of warrants	115,322	-	-		-	-	115,322
Profit for the period	-	-		• '	223,157	76,850	300,007
Dividends paid	-	-	-	-	(67,585)	-	(67,585)
Dividend paid to minority interests	-	-	-	-	-	(54,604)	(54,604)
Purchase of treasury shares	-	-	•	(74,898)	-	-	(74,898)
Change in fair value of securities available-for-sale (Note 1)	-	-	6,476	-	-	861	7,337
Accretion of interest in subsidiaries	-	-	-	-	6,622	(6,622)	•
Exchange differences arising from translation of foreign currency financial statements	-	-	(27)	-		-	(27)
Acquisition of additional shares in a subsidiary	-	•	-	-	-	(60,850)	(60,850)
At 30 September 2009	1,077,749	803,211	51,101	(125,769)	267,292	473,660	2,547,244

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 9-MONTHS PERIOD ENDED 30 SEPTEMBER 2009

	9 months	ended
CASH FLOWS FROM OPERATING ACTIVITIES	30.09.2009 RM'000	30.09.2008 RM'000 (Restated)
Profit before taxation from:		
Continuing operations	354,700	273,947
Discontinued operations	(4,402)	(81,439)
	350,298	192,508
Adjustments for:		
Non-cash items	13,739	11,355
Non-operating items	45,391	(30,785)
Operating profit before changes in working capital	409,428	173,078
Changes in working capital:		
Net change in current assets	130,289	(44,498)
Net change in current liabilities	107,702	(22,249)
Cook approved from a second		
Cash generated from operations	647,419	106,331
Dividend paid to shareholders	(67,585)	(80,461)
Dividend paid to minority shareholders	(54,604)	(8,843)
Income tax paid	(62,697)	(77,097)
Net cash generated from/(used in) operating activities	462,533	(60,070)
CASH FLOWS FROM INVESTING ACTIVITIES	*	
Property, plant and equipment	(19,306)	(5,648)
Equity Investments	(100)	(4,383)
Other and short term investments	(56,747)	35,443
Interest paid Interest income	(122,264) 28,227	(23,608)
	<u> </u>	34,026
Net cash (used in)/generated from Investing activities	(170,190)	35,830
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of ordinary shares & RCULS by a subsidiary		723,658
Purchase of treasury shares	(74,898)	(13,615)
Proceeds from conversion of warrants Borrowings	115,322	7,770
Capital repayment by a subsidiary	(136,000)	1,943,139 (2,488,663)
Acquisition of minority interests	(45,939)	-
Net cash (used in)/generated from financing activities	(141,515)	172,289
NET CHANGE IN CASH AND CASH EQUIVALENTS	150,828	148,049
CASH AND CASH EQUIVALENTS AT		-
BEGINNING OF FINANCIAL YEAR	468,940	440,598
CASH AND GAGIL FOUNTAL PRITO AT	,	·
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD	619,768	588,647
		000,047
Cash and cash equivalents consist of :		
Deposits, cash and bank balances	685,584	643,652
Bank overdrafts	(6,241)	(4,641)
Cash held in trust accounts	(59,575)	(50,364)
	619,768	588,647

(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 compliance 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 financial year ended 31 December 2008.

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent audited annual financial statements for the year ended 31 December 2008.

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		9 months ended		
	30.09.2009 RM'000	30.09.2008 RM'000 (Restated)	30.09.2009 RM000	30.09.2008 RM000 (Restated)	
Segmental Revenue		` ,		, ,	
Garring	741,570	695,448	2,241,954	2,124,164	
Stockbroking	8,816	6,895	24,884	24,692	
Financial services	48,274	44,316	141,397	123,471	
Corporate & others	15,403	13,232	320,920	44,332	
	814,063	759,891	2,729,155	2,316,659	
⊟iminations	(819)	(742)	(280,697)	(6,481)	
Continuing operations	813,244	759,149	2,448,458	2,310,178	
Discontinued operations	270		951	642	
Total	81 3,5 14	759,149	2,449,409	2,310,820	
Segmental Results			;		
Gaming	12,772	34,366	199,859	163,760	
Stockbroking	4,603	(2,227)	17,439	347	
Financial services	18,049	(3,779)	28,053	3,824	
Corporate & others	38,960	9,589	393,952	106,016	
	74,384	37,949	639,303	273,947	
Eliminations	(7,145)		(284,603)	-	
Continuing operations	67,239	37,949	354,700	273,947	
Discontinued operations	(2,959)	-	(4,402)	(81,439)	
Profit Before Taxation	64,280	37,949	350,298	192,508	

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

During the current financial quarter ended 30 September 2009, the following dividend was paid:

RM'000

a) In respect of the financial year ended 31 December 2008

Final dividend of 5 sen less 25% tax was paid on 15 July 2009

37,434

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 except for the following:

- (i) At the Annual General Meeting (AGM) of the Company held on 25 June 2009, 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.
 - The Company had repurchased a total of 20,393,500 and 56,264,000 ordinary shares of its issued share capital from the open market during the current quarter and current financial year to date, at an average cost of RM1.68 and RM1.33 per share respectively. The total consideration paid for the purchases including transaction costs was RM34,176,282 and RM74,897,655 respectively and were financed by internally generated funds. The repurchased shares together with purchases prior to 1 January 2009 amounting to 44,584,100 shares were held as treasury shares in accordance with Section 67A of the Companies Act 1965.
- (ii) On 12 October 2009, the Company had distributed one (1) treasury share for every ten (10) existing ordinary shares of RM1.00 each in the Company as Share Dividend. A total of 97,683,369 treasury shares have been distributed to the entitled shareholders in relation to the Share Dividend.

A9 Contingent Liabilities

On 15 September 2009, the Company had entered into a Put Option Agreement with AmBank (M) Berhad ("AmBank") whereby the Company granted to AmBank an option to put to the Company at any time during the Option Period for the Company to purchase 157,951,493 ordinary shares of RM1.00 each representing 41.63% equity interest in U Mobile which have been pledged to AmBank at a total put option price of RM280 million.

As at 25 November 2009, the Board is not aware of any other 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

Events announced subsequent to the end of the current quarter:

On 18 November 2009, the Group has accepted the voluntary offer from Delegateam Sdn Bhd to dispose off 60,521,826 ordinary shares of RM1.00 each in Sarawak Energy Bhd ("SEB") at an offer price of RM2.65 cash per SEB share. The proceeds arising from the disposal will be utilised for working capital requirement of the MPHB Group.

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

The profit before taxation and minority interests from continuing operations of the Group for the current quarter of RM67.24 million is 77% higher than RM37.95 million achieved in the previous corresponding quarter due to improved performances in financial service and stockbroking divisions.

During the current quarter the Gaming Division experienced higher payout ratio and it has resulted in the reduction in the profit before taxation from continuing operations to RM 12.77 million from RM34.37 million posted in previous corresponding period. The impact from the launch of the 4D Jackpot game on 23 September 2009 has not been felt as it occurred near the end of the third quarter.

Substantial brokerage income and the write back of provision for diminution in value of investments in the Stockbroking Division has resulted in a profit before tax of RM 4.60 million which is RM6.83 million higher than the previous corresponding quarter.

The Financial Service Division reported a profit before taxation of RM18.05 million which is a substantial increase of RM21.83 million compared to the loss of RM3.78 million registered in the previous corresponding financial period. Higher premium earned coupled with lower claim incurred has contributed to the improved results.

For the 9 months ended 30 September 2009, the profit before taxation and minority interests from continuing operations rose 29% to RM354.70 million from RM273.95 million recorded in the previous corresponding financial period mainly due to reasons mentioned above as well as income derived from investment activities.

B2 Comment on Material Change in Profit Before Taxation

For the current quarter under review the Group recorded a profit before taxation of RM 67.24 million which is 63.07% lower than the immediate preceding quarter. The reduction is mainly due to higher prizes payout experienced in the Gaming Division and lower income from investment activities.

B3 Prospects for 2009

The Group is confident of achieving satisfactory results in spite of the current economic environment.

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		9 months ended	
	30.09.2009 RM'000	30.09.2008 RM'000	30.09.2009 RM'000	30.09.2008 RM'000
Current tax:				
Malaysian income tax	4,368	3,441	36,239	59,010
Foreign tax		2		2
	4,368	3,443	36,239	59,012
Overprovision of Malaysian income tax in				
prior years	1,827	(18)	1,827	(18)
	6,195	3,425	38,066	58,994
Deferred tax	6,787		11,998	. -
Total income tax expense	12,982	3,425	50,064	58,994

The effective tax rate for the period under review was lower than the statutory tax rate as a substantial portion of the income is not subjected to tax as well as 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 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 30.09.2009 RM'000	9 months ended 30.09.2009 RM'000
Total purchases		76,845
Total sale proceeds	9,643	51,349
Total gain on disposal	5,756	34,079

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

	RM'000
Total investments at cost	604,691
Total investments at carrying value	224,927
Market value	271,310

(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 September 2009 are as follows:

		Secured RM'000	Unsecured RM'000	Total RM'000
Short Term Bank Overdraft		3,859	2,382	6,241
Long Term Term Loan		1,988,715	-	1,988,715
	Total	1,992,574	2,382	1,994,956

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	1,525,800 - 1,811,600
Within 1-2 years	1,204,800 - 1,525,800
More Than 2 years	942,000 - 1,204,800

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 6 January 2010 pending the exchange of affidavits.

B12 Dividends

The Board of Directors does not recommend the payment of any dividend for the current quarter ended 30 September 2009.

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		9 months ended	
	30.09.2009 RW1000	30.09.2008 RM'000 (Restated)	30.09.2009 RM*000	30.09.2008 RW1000 (Restated)
Profit from continuing operations	53,410	39,917	227,786	222,490
Loss from discontinued operations	(2,683)	· -	(4,629)	(83,644)
Profit for the period	50,727	39,917	223,157	138,846
Weighted average number	•			
of ordinary share in issue	1,016,649	955,484	1,016,649	955,484
Basic earnings per share for (sen)				
Profit from continuing operations	5.2	4.2	22.4	23.3
Loss from discontinued operations	(0.3)	-	(0.5)	(8.8)
Profit for the period	4.9	4.2	21.9	14.5

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 30.09.2008 RM'000 (Restated)	9months ended 30.09.2008 RM'000 (Restated)
Profit from continuing operations Loss from discontinued operations	39,917	222,490 (83,644)
Profit for the period	39,917	138,846
Adjustment for after tax effects of interest	•	
on exercise of warrants	1,108	3,454
	41,025	142,300
Weighted average number of ordinary shares in issue	955,484	955,484
Adjustment for assumed Weighted Average number exercise of Warrant B	191,510	191,510
Adjusted weighted average number of ordinary shares for diluted earnings per share	1,146,994	1,146,994
Fully diluted earnings per share (sen)		
Profit from continuing operations	3.6	19.7
Loss from discontinued operations	0.0	(7.3)
Profit for the period	3.6	12.4

By Order Of The Board

Lim Kong Yow COMPANY SECRETARY

25 November 2009