

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

INTERIM FINANCIAL STATEMENTS for the year ended 31 December 2011 (The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	3 months ended		12 months ended	
	31 Dec 2011 RM'000	31 Dec 2010 RM'000 (Restated)	31 Dec 2011 RM'000	31 Dec 2010 RM'000 (Restated)
Revenue	913,913	894,455	3,535,863	3,594,662
Cost of sales	(703,046)	(706,457)	(2,729,580)	(2,831,087)
Gross profit	210,867	187,998	806,283	763,575
Other income	211,431	30,520	261,224	106,075
Administrative expenses	(23,930)	(16,846)	(78,801)	(66,478)
Other expenses	(93,251)	(29,496)	(190,338)	(145,140)
Operating profit Finance costs	305,117	172,176	798,368	658,032
Share of profits of associates	(39,621) 9,855	(26,988) 1,415	(144,267) 14,470	(123,821) 4,510
Profit before tax	275,351	146,603	668,571	538,721
Income tax expense	(15,720)	(29,213)	(111,826)	(99,641)
Profit for the period/year from continuing operations	259,631	117,390	556,745	439,080
Discontinued operations				
Profit/(Loss) for the period/year from discontinued operations	1,376	(73)	7,141	6,301
Profit for the period/year	261,007	117,317	563,886	445,381
Attributable to:				
Owners of the Company	260,137	85,210	482,026	300,038
Non-controlling interests	870	32,107	81,860	145,343
Profit for the period/year	261,007	117,317	563,886	445,381
Earnings per share ("EPS") attributable to owners of the Company (sen):				
Basic, for profit from continuing operations	20.4 .	7.9	37.3	27.3
Basic, for profit from discontinued operations	0.1	-	0.5	0.6
Basic EPS	20.5	7.9	37.8	27.9
Profit for the period/year	261,007	117,317	563,886	445,381
Other comprehensive income				
Foreign currency translation	-	-	2	2
Change in fair value of available-for-sale ("AFS") assets	3,446	(4,433)	4,109	2,496
Total comprehensive income for the period/year	264,453	112,884	567,997	447,879
Total comprehensive income attributable to:				
Owners of the Company	263,583	80,798	486,166	302,619
Non-controlling interests	870	32,086	81,831	145,260
Total comprehensive income for the period/year	264,453	112,884	567,997	447,879

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2010.)

Multi-Purpose Holdings Berhad (24217-M)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2011

	(UNAUDITED) AS AT 31 Dec 2011 RM'000	(AUDITED) AS AT 31 Dec 2010 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	155,010	195,489
Investment properties	463,600	643,091
Associated companies	112,402	106,621
Investment securities	1,098,152	205,575
Receivables	14,966	14,966
Intangible assets	2,859,908	2,892,964
Reinsurance assets	344,659	352,148
Deferred tax assets	94,220	111,683
	5,142,917	4,522,537
Current assets		
Inventories	4,083	5,189
Receivables	445,452	432,425
Tax recoverable	88,156	164,603
Investment securities	499,884	520,446
Short term deposits	1,064,576	541,256
Cash and bank balances	64,450	121,339
	2,166,601	1,785,258
Assets held for sale	45,064	-
TOTAL ASSETS	7,354,582	6,307,795
EQUITY AND LIABILITIES		
Equity attributable to owners of the Company		
Share capital	1,437,749	1,077,749
Treasury shares	(17,657)	(17,657)
Reserves	1,703,503	1,307,363
Shareholders' equity	3,123,595	2,367,455
Non-controlling interests	299,841	556,628
Total equity	3,423,436	2,924,083
Non-current liabilities		
Borrowings	2,056,983	1,715,453
Redeemable Convertible Unsecured Loan Stocks	386,626	437,276
Deferred tax liabilities	17,165	22,962
Provision for retirement benefits	1,077	679
Derivative financial instruments	7,246	16,885
Insurance contract liabilities	644,818	619,948
	3,113,915	2,813,203
Current liabilities		
Payables	733,158	542,387
Borrowings	53,804	5,773
Tax payable	30,269	22,349
	817,231	570,509
Total liabilities	3,931,146	3,383,712
TOTAL EQUITY AND LIABILITIES	7,354,582	6,307,795
Net assets per share attributable to ordinary equity		
holders of the Company (RM)	2.19	2.22

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2010.)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2011

	SHARE CAPITAL RM'000	SHARE PREMIUM RM'000	OTHER RESERVES RM'000	TREASURY SHARES RM'000	RETAINED PROFITS RM'000	NON- CONTROLLING INTERESTS RM'000	TOTAL RM'000
At 1 January 2010	1,077,749	681,390	45,521	(12,117)	373,549	439,366	2,605,458
Effect arising from adoption of FRS 139	-	-	-	-	(23,621)	(19,331)	(42,952)
Profit for the year	-	-	-	-	300,038	145,343	445,381
Other comprehensive income	-	-	2,581	-	-	(83)	2,498
Dividends paid	-	-	-	-	(72,095)	(7,669)	(79,764)
Purchase of treasury shares	-	-	-	(5,540)	-	-	(5,540)
Acquisition of additional shares in a subsidiary	-	-	-	-	-	(138)	(138)
Disposal of a subsidiary	-	-	-	-	-	(860)	(860)
At 31 December 2010	1,077,749	681,390	48,102	(17,657)	577,871	556,628	2,924,083
At 1 January 2011	1,077,749	681,390	48,102	(17,657)	577,871	556,628	2,924,083
Profit for the year	-	-	-	-	482,026	81,860	563,886
Other comprehensive income	-	-	4,140	-	-	(29)	4,111
Realization of revaluation reserve	-	-	25	-	-	-	25
Dividends paid	-	-	-	-	(147,074)	(685)	(147,759)
Acquisition of additional shares in a subsidiary	-	-	(424,472)	-	-	(331,733)	(756,205)
Capital reduction of a subsidiary	-	-	-	-	-	(4,296)	(4,296)
Issuance of ordinary shares	360,000	731,718	(249,700)	-	-	-	842,018
Redemption of loan stock	-	-	(523)	-	-	(1,904)	(2,427)
At 31 December 2011	1,437,749	1,413,108	(622,428)	(17,657)	912,823	299,841	3,423,436

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2010.)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 DECEMBER 2011

	12 months ended		
	31 Dec 2011 RM'000	31 Dec 2010 RM'000 (Restated)	
CASH FLOWS FROM OPERATING ACTIVITIES		(nestated)	
Profit before tax from :			
Continuing operations	668,571	538,721	
Discontinued operations	11,339	8,851	
	679,910	547,572	
Adjustments for:			
Non-cash items	92,771	19,087	
Non-operating items	(149,061)	61,518	
Operating cash flows before working capital changes	623,620	628,177	
Changes in working capital:			
	<i></i>		
Net change in current assets	(18,343)	34,664	
Net change in current liabilities	145,826	32,853	
Cash flows generated from operations	751,103	695,694	
Income tax paid	(10.001)	(129 540)	
Income tax paid Retirement benefit paid	(19,991) (716)	(138,549) (685)	
	(110)	(000)	
Net cash flows generated from operating activities	730,396	556,460	
CASH FLOWS FROM INVESTING ACTIVITIES			
Property, plant and equipment	(10,420)	(18,787)	
Investment properties	373,492	(5,874)	
Other and short term investments	(746,559)	(226,192)	
Interest paid	(144,267)	(123,821)	
Interest income	35,583	33,041	
Net cash flows used in investing activities	(492,171)	(341,633)	
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid to shareholders	(147,074)	(72,095)	
Dividends paid to non-controlling interests	(685)	(7,669)	
Repurchase of treasury shares	-	(5,540)	
Borrowings	363,755	(281,500)	
Net cash flows generated from /(used in) financing activities	215,996	(366,804)	
		())	
NET CHANGE IN CASH AND CASH EQUIVALENTS	454,221	(151,977)	
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		250	
CASH AND CASH EQUIVALENTS AT BEGINNING OF FINANCIAL YEAR	580,941	732,668	
CASH AND CASH EQUIVALENTS AT			
END OF FINANCIAL YEAR	1,035,162	580,941	
Cash and cash equivalents comprise the followings:			
Deposits, cash and bank balances	1,129,026	662,595	
Bank overdrafts	(8,304)	(2,273)	
Cash deposits pledged	(24,838)	(33,067)	
Clients' money held in trust	(55,542)	(41,152)	
Remisiers' deposits held in trust	(5,180)	(5,162)	
	1,035,162	580,941	
		,	

(The Condensed Consolidated Statement of Cash Flow should be read in conjunction with the audited financial statements for the year ended 31 December 2010.)

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 Main Market 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 2010.

Significant Accounting Policies

The significant accounting adopted in the unaudited interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2010 except for the adoption of the following new FRSs, Amendments to FRSs and Issues Committee ("IC") Interpretations which are applicable with effect from 1 January 2011.

Adoption of FRSs, Amendments to FRSs and IC Interpretations

FRS 3	Business Combinations (Revised)
Amendments to FRS 1	First-time Adoption of Financial Reporting Standards
Amendments to FRS 3	Business Combinations
Amendments to FRS 7	Financial Instruments: Disclosures
Amendments to FRS 101	Presentations of Financial Statements
Amendments to FRS 121	The Effects of Changes in Foreign Exchange Rates
Amendments to FRS 128	Investments in Associates
Amendments to FRS 132	Financial Instruments: Presentation
Amendments to FRS 134	Interim Financial Reporting
Amendments to FRS 139	Financial Instruments: Recognition and Measurement
IC Interpretation 4	Determining Whether an Arrangement Contains a Lease

The adoption of the above FRSs, Amendments to FRSs and IC Interpretations did not result in any significant changes in the accounting policies and presentation of the financial results of the Group.

The following FRS and IC Interpretations have been issued by Malaysian Accounting Standards Board ("MASB") but are not yet effective:

Effective for annual periods commencing on or after 1 July 2011: IC Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments

Effective for annual periods commencing on or after 1 January 2012:FRS124Related Party DisclosuresAmendments to FRS1Severe Hyperinflation and Removal of Fixed Dates for First-time AdoptersAmendments to FRS 112Deferred tax: Recovery of Underlying AssetsAmendments to FRS 7Disclosures – Transfer of Financial assets

Effective for annual periods commencing on or after 1 July 2011: Amendments to FRS 101 Presentations of Items of Other Comprehensive Income

Effective for annual periods commencing on or after 1 January 2013

FRS 9	Financial Instruments
FRS 10	Consolidated Financial Statements
FRS 11	Joint Arrangements
FRS 12	Disclosure of Interests in Other Entities
FRS 13	Fair value Measurement
FRS 119	Employee Benefits
FRS 127	Separate Financial Statements
FRS 128	Investments in Associates and Joint Ventures

Malaysia Financial Reporting Standards

On 19 November 2011, the MASB issued the new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS Framework"), consisting of accounting standards which are in line with the International Financial Reporting Standards issued by the International Accounting Standards Board. The MFRS Framework is effective for annual periods beginning on or after 1 January 2012.

A1 Basis of Preparation (continued)

Malaysia Financial Reporting Standards (continued)

The Group will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 December 2012. In presenting its first MFRS financial statements, the Group will be required to restate the statement of financial position as at 1 January 2012 to amounts reflecting the application of MFRS Framework.

The Group has commenced preliminary of assessment of the financial effects of the differences between FRS and accounting standards under the MFRS Framework. Accordingly, the consolidated financial performance and financial position as disclosed in these financial statements for the year ended 31 December 2011 could be different if prepared under the MFRS Framework.

The Group expects to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 31 December 2012.

A2 Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 December 2010 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		12 months ended		
	31 Dec 2011	31 Dec 2010	31 Dec 2011	31 Dec 2010	
	RM'000	RM'000	RM'000	RM'000	
Segmental Revenue					
Gaming	800,416	816,536	3,191,264	3,303,225	
Stockbroking	6,239	8,315	28,766	29,652	
Financial services	62,788	61,653	240,795	225,271	
Corporate & others	47,588	10,114	81,323	44,114	
	917,031	896,618	3,542,148	3,602,262	
Eliminations	(3,118)	(2,163)	(6,285)	(7,600)	
Continuing operations	913,913	894,455	3,535,863	3,594,662	
Discontinued operations	5,550	6,084	22,570	20,560	
Total	919,463	900,539	3,558,433	3,615,222	
Segmental Results					
Gaming	84,070	90,017	395,662	381,423	
Stockbroking	4,048	5,004	17,040	12,017	
Financial services	12,475	18,053	63,142	59,070	
Corporate & others	192,981	47,408	264,445	150,317	
_	293,574	160,482	740,289	602,827	
Eliminations	(18,223)	(13,879)	(71,718)	(64,106)	
Continuing operations	275,351	146,603	668,571	538,721	
Discontinued operations	3,652	971	11,339	8,851	
Profit Before Tax	279,003	147,574	679,910	547,572	

A5 Accounting Estimates

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

A6 Dividend Paid

The following dividends were paid during the current and previous year:

	31 Dec 2011 RM'000	31 Dec 2010 RM'000
In respect of the financial year ended 31 December 2009		
Final dividend of 5 sen less 25% tax was paid on 15 July 2010	-	40,053
In respect of the financial year ended 31 December 2010		
Interim dividend of 4 sen less 25% tax was paid on 29 March 2010	-	32,042
Final dividend of 5 sen less 25% tax was paid on 15 August 2011	53,525	-
In respect of the financial year ended 31 December 2011		
Interim dividend of 5 sen less 25% tax was paid on 4 April 2011	40,024	-
Interim dividend of 5 sen less 25% tax was paid on 31 October 2011	53,525	-

A7 Carrying Amount of Revalued Assets

The valuations of land have been brought forward, without amendment, from the previous annual audited financial statements.

A8 Changes in Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayment of debts and equity securities during the period under review.

A9 Contingent Liabilities

As at 24 February 2012, the Board is not aware of any other material contingent liabilities which have become enforceable or are likely to become enforceable which will affect 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, whereby the 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

- (a) On 22 December 2011, the Company announced the completion of the proposed disposal of the Company's office tower known as Menara Multi-Purpose erected on land held under master title Grant No. 43403, Lot No. 159, Section 40, Wilayah Persekutuan, Kuala Lumpur together with 414 car park bays. The proceeds had been used to prepay part of the RM750 million term loan in January 2012.
- (b) On 2 February 2012, Philippine Racing Club, Inc. ("PRCI") ceased to be an associated company of the Company arising from the sale of 76.5 million shares in PRCI in the open market in the Philippines between 20 January and 10 February 2012 which represents 13.07% equity interest in PRCI, at an average price of Philippines Peso ("PHP") of 9.5 per share, for a total net consideration of PHP 722.4 million (equivalent to approximately RM51.6 million). The disposal has resulted in the Company's shareholding in PRCI to reduce to 116.8 million shares representing 19.9% equity interest in PRCI.

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 period under review.

B NOTES REQUIRED UNDER THE LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of Performance of the Group

4Q 2011 vs 4Q 2010

The Group achieved a profit before tax from continuing operations for the current quarter ("4Q 2011") of RM275.4 million which is 87.8% higher than the profit before tax of RM146.6 million reported in the previous corresponding quarter in the previous year ("4Q 2010"). The improvement is due to exceptional gain derived from the sale of properties within the Group.

Gaming Division recorded a profit before tax of RM84.1 million in the current quarter which is 6.5% lower than the profit before tax of RM90.0 million achieved in 4Q 2010. The Division reported fair value gain on the valuation of derivative of RM1.8 million in 4Q 2010 compared to a loss of RM1.1 million in 4Q 2011. Higher operating expenses in 4Q 2011 has adversely affected the results.

Write back of doubtful debts of RM1.0 million in 4Q 2010 resulted in higher profit before tax of the Stockbroking Division at RM5.0 million compared to RM4.0 million recorded in 4Q 2011.

The Financial Services Division reported a profit before tax of RM12.5 million which is 30.9% lower than RM18.1 million achieved in 4Q 2010 due to lower fair value gain from the quoted investments.

<u>12M 2011 vs 12M 2010</u>

The Group reported a profit before tax and non-controlling interests from continuing operations of RM668.6 million for the 12 months ended 31 December 2011 which is 24.1% higher than RM538.7 million recorded in previous corresponding financial year mainly due to the gain from disposal of properties, higher dividend income from investments and better performances from all divisions.

B2 Comment on Material Change in Profit Before Tax

4Q 2011 vs 3Q 2011

The Group's profit before tax from continuing operations at RM275.4 million recorded in the current quarter is RM177.7 million higher than RM97.7 million achieved in the preceding quarter. This significant increase is mainly due to gain from the disposal of the properties within the Group.

B3 Prospects for 2012

Even though the global economy remains challenging in view of the ongoing European sovereign debt crisis, inflationary pressures, rising unemployment and weaker external demands, domestic demand is likely to be the main driver of growth in Malaysia with the continued expansion of private investments. Public sector expenditure is expected to contribute to the overall growth performance and to the disposal income of the general public.

GAMING

The Division is dependent on the disposable income of the general public, the pool size of the 4D Jackpot ("Jackpot") game and the frequency of strike of the Jackpot. Further, the Gaming Division continue to face keen competition from illegal operators. However, the Division is confident of retaining its market share and expects to maintain its performance.

INSURANCE

The insurance industry will remain highly competitive arising from the consolidation process which attracts a number of foreign owned companies with bigger capacity. The more stringent Risk Based Capital framework of Bank Negara Malaysia further puts more pressure on the industry. In line with the industry, the Division will face slower growth in premiums. However, the Division will focus on developing the core businesses and strive to achieve sustainable growth.

B3 Prospects for 2012 (continued)

STOCKBROKING

The global capital and financial markets are likely to be volatile and uncertain in 2012. There will be higher investor risk aversion which will affect the level of market activities in the Stockbroking business. It also faces stiff competition within the stockbroking industry in terms of customers and human talent in the midst of volatility in the industry. The Division will continue to focus on engaging in its niche retail market segments.

Overall, the Group is optimistic of achieving satisfactory results in 2012 with the key businesses retaining their market share in spite of the challenging economic environment.

B4 Profit Forecast and Profit Guarantee

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

B5 Income Tax Expense

	3 months ended		12 months ended	
	31 Dec 2011 RM'000	31 Dec 2010 RM'000	31 Dec 2011 RM'000	31 Dec 2010 RM'000
Current income tax:				
Malaysian income tax	13,679	29,830	100,092	87,683
Overprovision in prior years	161	(4,048)	951	(2,429)
	13,840	25,782	101,043	85,254
Deferred tax	1,880	3,431	10,783	14,387
Total income tax expense	15,720	29,213	111,826	99,641

The effective tax rate for the period/year under review is lower than the statutory tax rate as a certain portion of the income is not subjected to tax as well as the availability of deductible expenses and unabsorbed losses.

B6 Retained earnings

	As at 31 Dec 2011 RM'000	As at 31 Dec 2010 RM'000
Realised	2,273,658	1,779,563
Unrealised	(16,533)	(15,015)
	2,257,125	1,764,548
Consolidation adjustments	(1,344,302)	(1,186,677)
Total retained earnings	912,823	577,871

B7 Corporate Proposals

There were no corporate proposals announced.

B8 Borrowings

The Group's borrowings as at 31 December 2011 are as follows:

	Secured	Unsecured	Total
	RM'000	RM'000	RM'000
Short term			
Bank overdraft	8,304	-	8,304
Term loan	37,500	-	37,500
Revolving Credit	8,000		8,000
	53,804	-	53,804
Long term			
Term loan	2,056,983		2,056,983
Total	2,110,787		2,110,787

All the borrowings are denominated in Ringgit Malaysia.

B9 Material Litigation

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 Property for a total consideration of RM72.16 million ("Purchase Price"). Upon execution of the SPA, LDSB paid a deposit of RM7.22 million representing 10% of the Purchase Price. The Kuala Lumpur High Court has fixed 7 March 2012 for trial.

B10 Dividends

The Board of Directors recommends a final dividend of 5 sen dividend per share less 25% income tax for the financial year ended 31 December 2011. The proposed dividend is subject to shareholders' approval at the forthcoming Annual General Meeting. The entitlement and payment dates shall be announced in due course.

B11 Basic Earnings Per Share

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

	3 months ended		12 month	ns ended
	31 Dec 2011 RM'000	31 Dec 2010 RM'000	31 Dec 2011 RM'000	31 Dec 2010 RM'000
Profit from continuing operations	258,761	85,283	474,885	293,737
Profit/ (Loss) from discontinued operations	1,376	(73)	7,141	6,301
Profit for the period/year	260,137	85,210	482,026	300,038
Weighted average number				
of ordinary share in issue	1,271,485	1,075,633	1,271,485	1,075,633
Basic earnings per share (sen)				
Profit from continuing operations	20.4	7.9	37.3	27.3
Profit from discontinued operations	0.1	(0)	0.5	0.6
	20.5	7.9	37.8	27.9

By Order Of The Board Ng Sook Yee COMPANY SECRETARY 24 February 2012