Company No: 3809-W (Incorporated in Malaysia)

# INTERIM FINANCIAL REPORT FOURTH QUARTER ENDED 31 DECEMBER 2011

(The figures are unaudited)

# CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	FOURTH QUARTER		<b>CUMULATIVE 12 MONTHS</b>		
	31.12.2011	31.12.2010	31.12.2011	31.12.2010	
	RM'000	RM'000	RM'000	RM'000	
Revenue	248,512	240,007	922,258	927,377	
Cost of sales	(179,596)	(174,009)	(654,710)	(666,605)	
Gross profit	68,916	65,998	267,548	260,772	
Interest income	4,023	3,495	14,237	10,902	
Other income	2,587	3,596	10,681	12,790	
Distribution costs	(3,759)	(3,907)	(12,136)	(18,527)	
Depreciation and amortization	(6,543)	(8,477)	(26,907)	(30,314)	
Administrative expenses	(9,678)	(9,409)	(50,572)	(53,796)	
Other operating expenses	(29,244)	(28,579)	(124,734)	(108,372)	
Profit from operations	26,302	22,717	78,117	73,455	
Exceptional items (refer Note A4)	10,206	(13,035)	13,724	18,966	
Finance cost	(15,189)	(16,665)	(61,740)	(58,713)	
Share of results of associates	16,691	19,011	25,188	39,283	
Profit before taxation	38,010	12,028	55,289	72,991	
Tax expense	(9,461)	(6,402)	(24,591)	(23,205)	
Profit for the financial year	28,549	5,626	30,698	49,786	
Profit attributable to:					
Equity holders of the Company	21,681	2,179	17,013	35,759	
Non-controlling interests	6,868	3,447	13,685	14,027	
Profit for the financial year	28,549	5,626	30,698	49,786	
Earnings per share attributable to					
equity holders of the Company:-	Sen	Sen	Sen	Sen	
Basic	1.07	0.11	0.84	1.77	
Fully diluted	0.74	0.07	0.58	1.22	

The Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Report for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

Company No: 3809-W (Incorporated in Malaysia)

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	FOURTH C	QUARTER	<b>CUMULATIVE 12 MONTHS</b>		
	31.12.2011	31.12.2010	31.12.2011	31.12.2010	
	RM'000	RM'000	RM'000	RM'000	
Profit for the financial year	28,549	5,626	30,698	49,786	
Other comprehensive income/(loss), net of tax:					
Foreign currency translation differences for foreign subsidiaries	2,527	(25,814)	18,461	(74,174)	
Fair value of available-for-sale investments	6,056	1,450	(9,891)	6,913	
Share of other comprehensive (loss)/income of associates	(375)	893	(375)	(3,787)	
Other comprehensive income/(loss) for the financial year	8,208	(23,471)	8,195	(71,048)	
Total comprehensive income/(loss) for the financial year	36,757	(17,845)	38,893	(21,262)	
Total comprehensive income/(loss) attributable to: Equity holders of the Company	26,993	(23,134)	28,708	(34,182)	
Non-controlling interests	9,764	5,289	10,185	12,920	
Total comprehensive income/(loss) for the financial year	36,757	(17,845)	38,893	(21,262)	

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Report for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

Company No: 3809-W (Incorporated in Malaysia)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2011

	31.12.2011 RM'000	31.12.2010 RM'000 (Audited)
ASSETS		( ,
Non-Current Assets		
Property, plant and equipment Investment properties Investments in associates Other investments Land held for property development Goodwill on consolidation	631,893 80,286 449,394 65,520 35,263 220,408	672,231 103,599 429,862 79,666 35,263 220,896
Deferred tax assets Other receivable	1,879 54,384 1,539,027	735 54,334 1,596,586
Current Assets		
Property development costs Inventories Trade and other receivables Reinsurance assets Held-to-maturity investments Other investments Current tax assets Deposits, bank balances and cash	81,320 90,547 219,297 130,173 30,110 58,793 1,925 546,086	75,264 104,461 218,919 184,458 40,134 50,162 2,545 506,543 1,182,486
Non-current assets held for sale	35,970	-
TOTAL ASSETS	2,733,248	2,779,072
EQUITY AND LIABILITIES Equity Attributable To Equity Holders Of The Company Share capital ICULS# Reserves	2,029,773 850,927 (2,181,961)	2,029,773 799,066 (2,158,808)
	698,739	670,031
Non-controlling interests	308,723	304,557
Total Equity	1,007,462	974,588
Non-Current Liabilities Current Liabilities	689,049	662,993
Trade and other payables Provisions Borrowings Current tax liabilities Insurance contract liabilities	208,673 1,102 471,552 7,390 348,020 1,036,737	203,612 1,577 543,506 10,198 382,598
Total Liabilities	1,725,786	1,804,484
TOTAL EQUITY AND LIABILITIES	2,733,248	2,779,072
	RM	RM
Net assets per share attributable to equity holders of the Company	0.34	0.33

<sup>#</sup> ICULS refers to Class A1 and Class A2, 8-year Irredeemable Convertible Unsecured Loan Stocks stated net of discount and Class A3, 2 1/2-year Irredeemable Convertible Unsecured Loan Stocks

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Report for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

Company No: 3809-W (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

		Attailbuta	blada Faritud	laldava af Aba C			Non- controlling	Total
		Attributa		lolders of the C	ompany		Interests	Equity
CUMULATIVE 12 MONTHS	Share Capital RM'000	ICULS# RM'000	Non- Distributable Reserves RM'000	Distributable Reserves RM'000	Accumulated Losses RM'000	Total RM'000	RM'000	RM'000
At 1 January 2011	2,029,773	799,066	268,171	25,257	(2,452,236)	670,031	304,557	974,588
Total comprehensive income for the financial year	-	-	11,695	-	17,013	28,708	10,185	38,893
Amortisation of discount on ICULS Armortisation of A3 ICULS Change in ownership interest in		16,959 34,902	- -	-	(16,959) (34,902)	-	-	-
subsidiaries Dividends paid to minority interest	-	-	-	-	-	-	(2,434) (3,585)	(2,434) (3,585)
Evidende paid to minority interest	-	51,861	-	-	(51,861)	-	(6,019)	(6,019)
At 31 December 2011	2,029,773	850,927	279,866	25,257	(2,487,084)	698,739	308,723	1,007,462
At 1 January 2010	1,940,532	830,757	338,639	25,257	(2,434,206)	700,979	305,192	1,006,171
Total comprehensive income/(loss) for the financial year	-	-	(70,468)	-	36,286	(34,182)	12,920	(21,262)
Conversion of Class AI ICULS to ordinary shares Amortisation of discount on ICULS Issuance of Class A3 2 ½-year ICULS	89,241 -	(89,241) 22,648	-	-	(22,648)	-	-	
at RM1.00 nominal value as compensation  Accretion of interest in a subsidiary	-	34,902	-	-	(34,902) 3,234	- 3,234	- (3,234)	-
Dividends paid to minority interest	-	-	-	-	-	-	(10,321)	(10,321)
	89,241	(31,691)	-	-	(54,316)	3,234	(13,555)	(10,321)
At 31 December 2010	2,029,773	799,066	268,171	25,257	(2,452,236)	670,031	304,557	974,588

<sup>#</sup> ICULS refers to Class A1 and Class A2, 8-year Irredeemable Convertible Unsecured Loan Stocks stated net of discount and Class A3, 2 1/2-year Irredeemable Convertible Unsecured Loan Stocks.

The Condensed Consolidated Statement of Changes In Equity should be read in conjunction with the Annual Financial Report for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

Company No: 3809-W (Incorporated in Malaysia)

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2011

	CUMULATIVE 31.12.2011 RM'000	12 MONTHS 31.12.2010 RM'000
Cash Flows From Operating Activities		
Profit before taxation	55,289	72,991
Net adjustments	33,787	(7,960)
Operating profit before working capital changes	89,076	65,031
Net change in working capital	(8,417)	22,337
Net cash from operating activities	80,659	87,368
Cash Flows From Investing Activities		
Cost incurred on investment properties	(744)	-
Dividends received	28,696	20,657
Interest received	13,660	9,796
Proceeds from distribution arising from an investment in associate	-	37,891
Proceeds from disposal of property, plant and equipment	29,943	199
Proceeds from disposal of other investments	8,512	45,762
Proceeds from disposal of government bonds and securities	9,967	4,890
Purchase of additional interests in subsidiary	(2,329)	-
Purchase of investments	(4,157)	(880)
Purchase of property, plant and equipment	(8,732)	(19,189)
Repayments from subsidiaries under liquidation and not consolidated	2,200	5,309
Net cash from investing activities	77,016	104,435
Cash Flows From Financing Activities		
Dividends paid to minority shareholders of subsidiaries	(3,585)	(10,321)
Interest paid	(60,229)	(55,945)
Net repayments of bank borrowings	(52,973)	(86,038)
Net cash used in financing activities	(116,787)	(152,304)
Effects of exchange rate changes	(2,100)	2,272
Net increase in cash and cash equivalents	38,788	41,771
Cash and cash equivalents at 1 January		
As previously reported	457,858	431,408
Effects of exchange rate changes on cash and cash equivalents	2 225	(15 201)
·	3,325	(15,321)
As restated	461,183	416,087
Cash and cash equivalents at 31 December	499,971	457,858

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Report for the financial year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

Company No: 3809-W (Incorporated in Malaysia)

## A. NOTES TO THE INTERIM FINANCIAL REPORT

#### A1 Basis of preparation

The interim financial statements, other than for financial instruments, have been prepared under the historical cost convention. Certain financial instruments have been carried at fair value in accordance to FRS 139 Financial Instrument: Recognition and Measurement.

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and 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 for the year ended 31 December 2010. These explanatory notes attached to the interim financial statements 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 year ended 31 December 2010.

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010 except for the adoption of the following new Financial Reporting Standards ("FRSs"), Amendments to FRSs and IC Interpretations which are applicable for the Group's financial period beginning 1 January 2011:-

FRS 1 First-time Adoption of Financial Reporting Standards

FRS 3 Business Combinations (Revised)

FRS 127 Consolidated and Separate Financial Statements

Amendments to FRS 1 Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters

Amendments to FRS 1 Additional Exemptions for First-time Adopters

Amendments to FRS 2 Share-based Payment

Amendments to FRS 2 Group Cash-settled Share-based Payment Transactions
Amendments to FRS 5 Non-current Assets Held for Sale and Discontinued Operations

Amendments to FRS 7 Improving Disclosures about Financial Instruments

Amendments to FRS 7 Financial Instruments: Disclosures
Amendments to FRS 132 Financial Instruments: Presentation

Amendments to FRS 138 Intangible Assets

IC Interpretation 4 Determining Whether an Arrangement Contains a Lease

IC Interpretation 12 Service Concession Arrangements

IC Interpretation 16 Hedges of a Net Investment in a Foreign Operation IC Interpretation 17 Distributions of Non-cash Assets to Owners

IC Interpretation 18 Transfers of Assets from Customers

Amendments to IC Reassessment of Embedded Derivatives: Embedded derivatives

Interpretation 9

Improvements to FRSs issued in 2010 in respect of various FRSs.

Other than the disclosures under the amendments to FRS 7, the adoption of the above FRSs, Amendments to FRSs and IC Interpretation did not result in any significant changes in the accounting policies and the presentation of the financial results of the Group.

## A2 Seasonal or Cyclical Factors

The Group's businesses where seasonal or cyclical factors, other than economic factors, would have some effects on operations are as follows:-

- (a) The retailing operations in United Kingdom normally record better sales in the fourth quarter of the financial year due to the Christmas season. Similarly, the retail operations in Malaysia have seasonal peaks in tandem with the various festive seasons and during sales promotions;
- (b) The hotel operations in United Kingdom normally will experience low trading after Christmas, New Year and Easter due to the after effects of the holiday seasons. Additionally, winter periods will also experience a decline in trading; and
- (c) The food and confectionery operations in Malaysia, Singapore and Hong Kong normally record better sales during the various festive seasons.

## A3 Changes in estimates

There were no significant changes in estimates of the amounts reported in prior financial years which have a material effect in the current financial year.

Company No: 3809-W (Incorporated in Malaysia)

## A4 Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size or incidence in the financial year ended 31 December 2011 other than the exceptional items as follows:-

Exceptional items	FOURTH Q	UARTER	CUMULATIVE 12 MONTHS		
·	31.12.2011	31.12.2010	31.12.2011	31.12.2010	
	RM'000	RM'000	RM'000	RM'000	
Bad debts recovered	2,200	25	2,200	1,146	
Bad debts written off	-	(107)	-	(107)	
Deficit arising from deconsolidation of subsidiaries	(2)	-	(2)	-	
Gain on disposal of non-current other investments	-	-	-	5,997	
Gain on disposal of property, plant & equipment	(564)	(105)	(91)	-	
(Loss)/Gain on foreign exchange	992	1,426	(1,997)	4,976	
Inventories written off	(745)	(1,346)	(2,680)	(2,206)	
Impairment of goodwill on consolidation	(488)	(5,100)	(488)	(5,100)	
Impairment of property, plant and equipment	(2,128)	(6,770)	(2,128)	(6,770)	
Impairment on investments	(22)	(334)	(1,703)	(259)	
Negative goodwill recognised	104	-	104	-	
Reversal of impairment in an associate	-	-	-	17,985	
Reversal of impairment/(impairment) on receivables	1,383	(164)	11,033	3,864	
Reversal of impairment on investment properties	9,476	-	9,476	-	
Settlement in respect of an executive share option					
scheme of a subsidiary	-	(560)	-	(560)	
	10,206	(13,035)	13,724	18,966	

## A5 Issuances, Repurchases and Repayments of Debts and Equity Securities

There were no issuances or repayments of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares by the Company for the financial year ended 31 December 2011.

#### A6 Dividend Paid

No dividend was paid by the Company during the financial year ended 31 December 2011 (31 December 2010: Nil).

## A7 Operating Segments

The analysis of the Group's operations for the financial year ended 31 December 2011 is as follows:-

		Food &	Financial		Travel &	Investment	
Retailing	Hotels	Confectionery	Services	Property	Tourism	Holding	Total
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
872,487*	173,625	78,348	259,105	35,685	1,194	16,697	1,437,141
-	(67)	-	(1,931)	-	(24)	(787)	(2,809)
872,487	173,558	78,348	257,174	35,685	1,170	15,910	1,434,332
(490,076)	-	-	(8,749)	-	-	(13,249)	(512,074)
382,411	173,558	78,348	248,425	35,685	1,170	2,661	922,258
19,757	36,803	4,547	9,657	9,515	(178)	(16,221)	63,880
955	43	282	10,501	626	15	1,815	14,237
7,291	(2,694)	(1,658)	(323)	-	269	10,839	13,724
(1,034)	(1,334)	(29)	-	(132)	(10)	(59,201)	(61,740)
22,353 *	-	-	(505)	-	-	3,340	25,188
49,322	32,818	3,142	19,330	10,009	96	(59,428)	55,289
382,219	429,471	175,628	564,113	214,167	661	513,791	2,280,050
153,284	-	-	56,210	-	-	239,900	449,394
						<u></u>	3,804
							2,733,248
	RM'000 872,487* - 872,487 (490,076) 382,411 19,757 955 7,291 (1,034) 22,353* 49,322	RM'000  872,487* 173,625 - (67)  872,487 173,558  (490,076) -  382,411 173,558  19,757 36,803 955 43 7,291 (2,694) (1,034) (1,334)  22,353* -  49,322 32,818  382,219 429,471	RM'000         RM'000         RM'000           872,487*         173,625         78,348           -         (67)         -           872,487         173,558         78,348           (490,076)         -         -           382,411         173,558         78,348           19,757         36,803         4,547           955         43         282           7,291         (2,694)         (1,658)           (1,034)         (1,334)         (29)           22,353*         -         -           49,322         32,818         3,142           382,219         429,471         175,628	Retailing RM'000         Hotels RM'000         Confectionery RM'000         Services RM'000           872,487*         173,625         78,348         259,105           -         (67)         -         (1,931)           872,487         173,558         78,348         257,174           (490,076)         -         -         (8,749)           382,411         173,558         78,348         248,425           19,757         36,803         4,547         9,657           955         43         282         10,501           7,291         (2,694)         (1,658)         (323)           (1,034)         (1,334)         (29)         -           22,353*         -         -         (505)           49,322         32,818         3,142         19,330           382,219         429,471         175,628         564,113	Retailing RM'000         Hotels RM'000         Confectionery RM'000         Services RM'000         Property RM'000           872,487*         173,625         78,348         259,105         35,685           -         (67)         -         (1,931)         -           872,487         173,558         78,348         257,174         35,685           (490,076)         -         -         (8,749)         -           382,411         173,558         78,348         248,425         35,685           19,757         36,803         4,547         9,657         9,515           955         43         282         10,501         626           7,291         (2,694)         (1,658)         (323)         -           (1,034)         (1,334)         (29)         -         (132)           22,353*         -         -         (505)         -           49,322         32,818         3,142         19,330         10,009	Retailing RM'000         Hotels RM'000         Confectionery RM'000         Services RM'000         Property RM'000         Tourism RM'000           872,487*         173,625         78,348         259,105         35,685         1,194           -         (67)         -         (1,931)         -         (24)           872,487         173,558         78,348         257,174         35,685         1,170           (490,076)         -         -         (8,749)         -         -           382,411         173,558         78,348         248,425         35,685         1,170           19,757         36,803         4,547         9,657         9,515         (178)           955         43         282         10,501         626         15           7,291         (2,694)         (1,658)         (323)         -         269           (1,034)         (1,334)         (29)         -         (132)         (10)           22,353*         -         -         (505)         -         -           49,322         32,818         3,142         19,330         10,009         96	Retailing RM'000         Hotels RM'000         Confectionery RM'000         Services RM'000         Property RM'000         Tourism RM'000         Holding RM'000           872,487*         173,625         78,348         259,105         35,685         1,194         16,697           -         (67)         -         (1,931)         -         (24)         (787)           872,487         173,558         78,348         257,174         35,685         1,170         15,910           (490,076)         -         -         (8,749)         -         -         (13,249)           382,411         173,558         78,348         248,425         35,685         1,170         2,661           19,757         36,803         4,547         9,657         9,515         (178)         (16,221)           955         43         282         10,501         626         15         1,815           7,291         (2,694)         (1,658)         (323)         -         269         10,839           (1,034)         (1,334)         (29)         -         (132)         (10)         (59,201)           22,353*         -         -         (505)         -         -         3,340

<sup>\*</sup> Includes estimated results in an associate

Company No: 3809-W (Incorporated in Malaysia)

## A8 Events Subsequent to the End of the Interim Reporting Period

There are no material events subsequent to the end of the financial year ended 31 December 2011 that have not been reflected in the financial statements for the said period as at the date of this report.

## A9 Changes in the Composition of the Group

There were no changes in the composition of the Group during the financial year ended 31 December 2011 except for the following:-

- a) On 20 December 2011, a wholly-owned subsidiary of Pan Malaysia Corporation Berhad ("PMC"), acquired additional 4% equity interest in Network Foods Industries Sdn Bhd ("NFISB") which resulted in NFISB becoming a wholly-owned subsidiary of PMC.
- b) Pengkalen (UK) Plc, a subsidiary of Pan Malaysia Holdings Berhad ("PMH"), which was placed under creditors' voluntary winding-up on 26 August 2004 was dissolved on 7 March 2011.
- (c) Pengkalen Engineering & Construction Sdn Bhd, Pengkalen Pasar Borong Sdn Bhd and Pengkalen Raya Sdn Bhd, all subsidiaries of PMH, which were placed under creditors' voluntary winding-up on 12 December 2001 were dissolved on 7 July pursuant to Section 272 (5) of the Companies Act, 1965.
- (d) During the period under review, PMH acquired the remaining 20% equity interest in Pan Malaysia Travel & Tours Sdn Bhd, representing 282, 240 ordinary shares of RM1.00 each for a total cash consideration of RM129,422.

## **A10 Contingent Liabilities**

There are no material contingent liabilities as at the date of this report.

#### **A11 Capital Commitments**

There are no material commitments as at the date of this report.

Company No: 3809-W (Incorporated in Malaysia)

## B. NOTES PER BURSA SECURITIES MAIN MARKET LISTING REQUIREMENTS

## B1 Review of Performance of the Company and its Principal Subsidiaries

For the 12 months ended 31 December 2011, the Group recorded revenue of RM922.3 million and profit before tax ("PBT") of RM55.3 million compared with revenue of RM927.4 million and PBT of RM73.0 million for the same period last year. The lower PBT was mainly due to lower exceptional gains and lower share of results of associates recorded by the Group during the current year under review.

In retailing, Laura Ashley Holdings plc ("Laura Ashley") reported that its PBT including exceptional items for the 26 weeks to 30 July 2011 of £7.0 million (RM34.2 million) compared to £10.5 million (RM52.8 million) in the same period last year. Total UK sales up by 0.1% to £135.3 million compared with the previous period of £135.1 million. For 31 weeks to 3 September 2011, total UK like-for-like sales have increased by 3.5%. In Malaysia, Metrojaya achieved better performance with increased PBT in the current year under review compared with the same period last year. The increase in PBT mainly due to rental contribution from its commercial properties.

The Group's hotel operations in Malaysia continued to perform well in both revenue and PBT for the current year under review. The higher revenue and PBT for hotel operations in Malaysia was mainly due to marketing efforts by these hotels across all revenue generating departments in the current quarter and cost control programme in the current year under review. The hotel operations in UK registered better performance despite the uncertainty of UK economy and adverse weather in the 1st quarter of the current year under review.

Under the financial services division, the insurance operations recorded better performance in its underwriting operations with increase of 3% in gross written premium in the current year under review compared with the same period last year. However, PBT was lower mainly due to diminution in fair value of investments and higher sharing of Malaysian Motor Insurance Pool in accordance with the guidelines issued by Bank Negara Malaysia. The share of losses of universal broking operation in the current year under review decreased mainly due to higher revenue and corporate advisory fee income.

Higher revenue and PBT were recorded in the current year under review by the food & confectionery business mainly from the better sales in both local and overseas markets. In addition, lower stock write down and tight control over advertising expenses have also contributed to the PBT for the current year under review.

The property development operations achieved higher revenue and profitability mainly due to higher contribution from Bandar Springhill development project. The development of a university campus as well as an international school have progressed further and has helped accelerate the township development. The gross profit margin for the current year under review has declined to 42.7% from 49.8% in the same period last year mainly due to higher proportion of revenue recognised from sale of residential properties with lower gross profit margin as compared with the same period last year which has a higher proportion of revenue recognised from sale of commercial shop offices and from sale of properties by an overseas subsidiary, both of which contributed a much higher gross profit margin then.

## B2 Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter

The Group recorded revenue of RM248.5 million and PBT of RM38.0 million for the current quarter compared with revenue of RM230.5 million and loss before tax of RM1.1 million in the preceding quarter. The improved results in the current quarter mainly impact from increase in fair value of investments recorded by insurance operations, improved results from food & confectionery business, higher exceptional gains and higher share of profit of associates.

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## B3 Prospects for the year 2012

Despite an increasing challenging business environment and significant global debt concerns, the Group expects its various business operations to continue to improve further in year 2012.

In retailing, Metrojaya expects performance to remain positive in year 2012 with its strategy of improving merchandising sourcing, merchandise mix, in-house brands and customer base.

Corus Hotels Malaysia will continue to remain profitable in year 2012 by further strengthen their marketing and sales activities in order to remain competitive in the hotel industry in Malaysia. In UK, the hotel opeartions are expected to perform in view of the forthcoming Olympic despite challenging economic conditions.

The Group's food and confectionery division will continue with its competitive strategy of developing further its own brands to enhance its market position. In addition, the Group will concentrate on promotions and acquiring new customers to improve the overall sales volume and productivity.

The insurance division is expected to further improve its profitability in underwriting operation and will continue to monitor its investment activities. The universal broking operations remain challenging in view of the continuous adverse global economic conditions.

In Bandar Springhill, the Group's property development operation, ongoing construction of the International School, the UCSI teaching hospital and the hotel & convention centre is expected to boost demand for its commercial and residential properties. The new launching of commercial shop offices towards the end of 2011 has recorded overwhelming sales to date and these sales will be recognised progressively during the financial year ending 31 December 2012.

The Group will continue with the streamlining and rationalisation exercises to further reduce the overall gearing and to further strengthen its financial position.

## **B4** Variance of Actual Profit from Forecast Profit

Not applicable.

### **B5** Taxation

Taxation comprises:-

		FOURTH Q	FOURTH QUARTER		12 MONTHS
		31.12.2011	31.12.2011 31.12.2010		31.12.2010
		RM'000	RM'000	RM'000	RM'000
Current taxation	- Malaysia	5,262	7,638	20,820	20,761
	- foreign	1,614	29	4,327	2,432
Deferred taxation		3,837	662	1,028	878
		10,713	8,329	26,175	24,071
Over provision in re	spect of prior years	(1,252)	(1,927)	(1,584)	(866)
		9,461	6,402	24,591	23,205

EQUIPTE QUARTER

CHMILL ATIVE 12 MONTHS

The tax provision of the Group for the financial year ended 31 December 2011 is higher than the statutory rate of tax applicable mainly due to losses by certain subsidiaries where no group relief on losses are available.

## **B6** Status of Corporate Proposals

On 16 August 2011, the Company announced that Natloyal (M) Sdn Bhd, a wholly-owned subsidiary of Creative Vest (M) Sdn Bhd, which is in turn a wholly-owned subsidiary of Malayan United Industries Berhad ("MUI") entered into an agreement with MUI Continental Insurance Berhad, a 52.21% owned subsidiary of MUI to acquire a piece of freehold land held under Geran 5266 and known as Lot 247 Section 89A, Town and District of Kuala Lumpur, together with the building thereon whose current address is No. 191, Jalan Ampang, 50450 Kuala Lumpur at a consideration of RM25.0 million ("Acquisition"). The Acquisition has been completed on 15 December 2011.

The Group has not announced any corporate proposals which have not been completed as at the date of this report.

Company No: 3809-W (Incorporated in Malaysia)

## **B7** Group Borrowings

(a) Total Group borrowings as at 31 December 2011 are as follows:-

	RM'000
Long Term Borrowings	
- Secured	623,140
- Unsecured	45,300
	668,440
Short Term Borrowings	
- Secured	121,283
- Unsecured	350,269_
	471,552

(b) Foreign borrowings in Ringgit equivalent as at 31 December 2011 included in (a) above are as follows:-

Currency	RM'000
Sterling Pounds	366,391

The foreign borrowings above are taken by the foreign subsidiaries of the Group.

## **B8** Derivative Financial Instruments

There were no derivative financial instruments as at the date of this report.

## B9 Fair Value Changes Of Financial Liabilities

As at 31 December 2011, the Group does not have any financial liabilities measured at fair value through profit or loss.

## B10 Realised and Unrealised Profits/(Losses)

The accumulated losses of the Group comprised the following:-

	At 31.12.2011 RM'000	At 31.12.2010 RM'000
Total accumulated losses of the Company and its subsidiaries:-		
Realised losses	(2,522,351)	(2,406,669)
Unrealised profits/(losses)	32,214	(23,335)
	(2,490,137)	(2,430,004)
Total accumulated losses of associates:-		
Realised profits/(losses)	3,053	(22,232)
Total accumulated losses	(2,487,084)	(2,452,236)

## **B11 Material Litigation**

There is no material litigation involving the Group as at the date of this report.

## **B12 Dividend**

No dividend has been declared by the Board for the financial year ended 31 December 2011 (31 December 2010: Nil).

## **B13 Basic earnings Per Share**

(a) Earnings per share

	FOURTH QUARTER		<b>CUMULATIVE</b>	12 MONTHS
	31.12.2011	31.12.2010	31.12.2011	31.12.2010
Profit for the financial year attributable to equity holders of the Company (RM'000)	21,681	2,179	17,013	35,759
Weighted average number of ordinary shares in issue ('000)	2,029,773	2,029,773	2,029,773	2,020,787
Earnings per share (sen)	1.07	0.11	0.84	1.77

Company No: 3809-W (Incorporated in Malaysia)

## (b) Diluted earnings per share

	FOURTH QUARTER 31.12.2011 31.12.2010		CUMULATIVE 12 MONTHS 31.12.2011 31.12.2010	
Profit for the financial year attributable to equity holders of the Company (RM'000)	21,681	2,179	17,013	35,759
Number of ordinary shares in issue ('000)	2,029,773	2,029,773	2,029,773	2,020,787
Effect of dilution :- Irredeemable convertible unsecured loan stocks	902,788	902,788	902,788	902,788
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	2,932,561	2,932,561	2,932,561	2,923,575
Diluted earnings per share (sen)	0.74	0.07	0.58	1.22

## **B14 Auditors' Report**

The auditors' report on the financial statements for the financial year ended 31 December 2010 was not qualified.

On behalf of the Board MALAYAN UNITED INDUSTRIES BERHAD

Soo-Hoo Siew Hoon Ho Chun Fuat Joint Company Secretaries

Date: 28 February 2011