#### CONDENSED CONSOLIDATED BALANCE SHEET

	AS AT END OF CURRENT QUARTER	AS AT PRECEDING FINANCIAL YEAR ENI
	31/10/2009	31/01/2009
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	1,120,328	546,045
Investment property	191,397	180,509
Land held for property development	424,580	427,883
Prepaid land lease payments	9,889	10,483
Intangible assets	70,669	110
Associated companies	15,079	15,056
Other investments	16,943	9,989
Deferred tax assets	7,361	6,910
	1,856,246	1,196,985
Current assets		
Property development costs	15,888	38,106
Properties & land held for resale	6,961	6,961
Inventories	1,384	463
Financial receivables	164,190	133,077
Trade receivables	615,338	348,690
Other receivables	196,728	174,559
Short term investments	3,148	2,757
Short term funds	917,734	767,582
	1,921,371	1,472,195
TOTAL ASSETS	3,777,617	2,669,180
EQUITY AND LIABILITIES Equity attributable to equity holders of the Company Share capital Reserves	1,711,910 828,172	1,427,405 637,748
	2,540,082	2,065,153
Minority interests Total equity	9,739 2,549,821	9,091 2,074,244
Non-current liabilities		
Deferred tax liabilities	16,191	17,262
Term loan	257,266	109,480
	273,457	126,742
Current liabilities		
Provision for liabilities	1,302	1,171
Short term borrowings	213,424	7,481
Trade payables	603,884	338,437
Other payables	125,578	108,239
Income tax payable	10,151	12,866
. ,	954,339	468,194
Total liabilities	1,227,796	594,936
TOTAL EQUITY AND LIABILITIES	3,777,617	2,669,180
Net assets value per share (RM)	1.48	1.45

(The Condensed Consolidated Balance Sheets should be read in conjunction with the Annual Financial Report for the year ended 31 January 2009)

#### CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL QUARTER ENDED 31 OCTOBER 2009

#### INDIVIDUAL QUARTER

#### CUMULATIVE QUARTER

	CURRENT YEAR QUARTER 31/10/2009 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31/10/2008 RM'000	CURRENT YEAR TO DATE 31/10/2009 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31/10/2008 RM'000
Revenue	118,225	141,718	312,837	424,871
Other income	10,043	10,820	36,976	28,159
Other expenses	(100,883)	(99,842)	(234,572)	(293,837)
Profit from operations	27,385	52,696	115,241	159,193
Finance costs, net	(4,109)	(1,487)	(10,108)	(4,729)
Share of profits/(losses) of associated companies, net of tax	(22)	(3)	23	(32)
Profit before tax	23,254	51,206	105,156	154,432
Income tax expense	(5,582)	(12,814)	(25,199)	(37,589)
Profit for the period	17,672	38,392	79,957	116,843
Attributable to: Equity holders of the parent Minority interests	17,585 87 —————————————————————————————————	38,230 162 38,392	79,892 65 79,957	116,532 311 116,843
Earnings per share attributable to equity holders of the parent				
Basic (sen)	1.03	2.68	5.11	8.16
Fully diluted (sen)	1.03	2.68	5.11	8.16
Net assets value per share (RM)		CURRENT QUARTER		FINANCIAL YEAR END
rice assets value per share (reivi)		1.70		1.70

(The Condensed Consolidated Income Statements should be read in conjunction with the Annual Financial Report for the year ended 31 January 2009)

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL QUARTER ENDED 31 OCTOBER 2009

	1		Atteil	butable to Equity Ho	ldore of the Pare	nt			Minority Interests	Total Equity
			Non-distri		iders of the Fare		Distributable	ļ	interests	Equity
	Share capital RM'000	Share premium RM'000	Capital reserve RM'000	General reserve RM'000	Translation reserve RM'000	Exchange difference recognised in equity RM'000	Retained profits RM'000	Total RM'000	RM'000	RM'000
At 1 February 2008	1,426,971	63,263	10,324	290	74,698	54,524	503,992	2,134,062	9,122	2,143,184
Currency translation differences, representing net gain/(loss) not recognised in the income statement	-	-	-	-	(50,437)	(13,975)	-	(64,412)	5,061	(59,351)
Profit for the period	-	-	-	-	-	-	116,532	116,532	311	116,843
Dividend	-	-	-	-	-	-	(107,055)	(107,055)	-	(107,055)
Issuance of ordinary shares pursuant to exercise of Warrants 1999/2009	434	-	-	-	-	-	-	434	-	434
Underaccruals of costs associated with issuance of shares	-	(55)	-	-	-	-	-	(55)	-	(55)
At 31 October 2008	1,427,405	63,208	10,324	290	24,261	40,549	513,469	2,079,506	14,494	2,094,000
At 1 February 2009	1,427,405	63,208	10,324	290	31,687	43,389	488,850	2,065,153	9,091	2,074,244
Currency translation differences, representing net gain not recognised in the income statement	-	-	-	-	76,143	92,166	-	168,309	583	168,892
Profit/(loss) for the period	-	-	-	-	-	-	79,892	79,892	65	79,957
Dividend	-	-	-	-	-	-	(57,777)	(57,777)	-	(57,777)
Issuance of ordinary shares pursuant to exercise of Warrants 1999/2009	284,505	-	-	-	-	-	-	284,505	-	284,505
At 31 October 2009	1,711,910	63,208	10,324	290	107,830	135,555	510,965	2,540,082	9,739	2,549,821

 $<sup>(</sup>The\ Condensed\ Consolidated\ Statement\ of\ Changes\ in\ Equity\ should\ be\ read\ in\ conjunction\ with\ the\ Annual\ Financial\ Report\ for\ the\ year\ ended\ 31\ January\ 2009)$ 

## CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE FINANCIAL QUARTER ENDED 31 OCTOBER 2009

	9 months ended		
	31/10/2009 RM'000	31/10/2008 RM'000	
Operating Activities			
Profit before tax	105,156	154,432	
Adjustments for:			
Non-cash items	64,571	29,545	
Non-operating items	(12,351)	(13,606)	
Operating profit before changes in working capital	157,376	170,371	
Net change in assets	(140,697)	(81,483)	
Net change in liabilities	282,786	93,648	
Cash generated from operations	299,464	182,536	
Interest (paid)/received	(1,623)	(48)	
Taxes (paid)/refunded	(34,797)	(18,953)	
Net cash generated from operating activities	263,044	163,535	
Investing Activities			
Equity investments	14,103	(9,076)	
Non-equity investments	(608,638)	(23,309)	
Net cash used in investing activities	(594,534)	(32,385)	
Financing Activities			
Transactions with shareholders (see Note)	(57,777)	(107,055)	
Equity financing and borrowings	620,622	1,406	
Increase in pledged deposits for financing facilities	(1,165)	-	
Net cash generated from/(used in) financing activities	561,680	(105,649)	
Net increase in Cash & Cash Equivalents during the period	230,190	25,501	
Cash & Cash Equivalents at beginning of year			
As previously reported	397,522	379,358	
Effects of exchange rate changes	3,311	(4,307)	
As restated	400,833	375,051	
Cash & Cash Equivalents at end of current period			
which exclude monies held in trust, Housing Developer Accounts and fixed deposits pledged			
to financial instituitions	631,023	400,552	

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 January 2009)

Note: Dividends paid to shareholders

# TA ENTERPRISE BERHAD (194867-M) Quarterly Report for the Period Ended 31 October 2009

Notes (in compliance with FRS 134)

#### **A1** Basis of Preparation

The quarterly financial report is unaudited and has been prepared in accordance with Financial Reporting Standard (FRS) 134: Interim Financial Reporting and Paragraph 9.22 of the Bursa Malaysia Securities Berhad Listing Requirements. The quarterly financial report should be read in conjunction with the Group's audited financial statements for the year ended 31 January 2009.

#### **A2** Changes in Accounting Policies

The accounting policies and methods of computation adopted by the Group in these quarterly financial statements are consistent with those adopted in the audited financial statements for the year ended 31 January 2009.

At the date of authorisation of these interim financial statements, the following new FRSs and IC Interpretations were issued but not yet effective and have not been applied by the Group:

		Effective for
		financial periods
		beginning on or
		after
FRS 4	Insurance Contracts	1 January 2010
FRS 7	Financial Instruments: Disclosures	1 January 2010
FRS 8	Operating Segments	1 July 2009
FRS 101	Presentation of Financial Statements (revised 2009)	1 January 2010
FRS 123	Borrowing Costs	1 January 2010
FRS 139	Financial Instruments: Recognition and	1 January 2010
	Measurement	
Amendments to FRS 1	First-time Adoption of Financial Reporting Standards	1 January 2010
Amendments to FRS 2	Share-based Payment: Vesting Conditions and	1 January 2010
	Cancellations	·
Amendments to FRS 127	Consolidated and Separate Financial Statements:	1 January 2010
	Cost of investment in a Subsidiary, Jointly	·
	Controlled Entity or Associate	
Amendments to FRS 132	Financial Instruments: Presentation	1 January 2010
Amendments to FRS 139	Financial Instruments: Recognition and	1 January 2010
	Measurement, FRS 7 Financial Instruments:	
	Disclosures and IC Interpretation 9 Reassessment	
	of Embedded Derivatives	
Amendments to FRSs containe (2009)"	ed in the document entitled "Improvements to FRSs	1 January 2010
IC Interpretation 9	Reassessment of Embedded Derivatives	1 January 2010
IC Interpretation 10	Interim Financial Reporting and Impairment	1 January 2010
IC Interpretation 11: FRS 2	Group and Treasury Share Transactions	1 January 2010
IC Interpretation 13	Customer Loyalty Programmes	1 January 2010
IC Interpretation 14: FRS 119	The Limit on a Defined Benefit Asset, Minimum	1 January 2010
_	Funding Requirements and their Interaction	

#### A3 Auditors' Report of Previous Annual Financial Statements

The auditors' report of the preceding annual financial statements was not qualified.

#### **A4** Seasonal or Cyclical Factors

The Group's operations are not affected by any seasonal or cyclical factors other than the volatility in the trading volume and share prices on the Bursa Malaysia and the seasonal factors that affect the occupancy and room rates of the Group's hotel operations in Australia.

#### **A5 Unusual Items Affecting the Financial Statements**

There were no items affecting assets, liabilities, equity, net income or cash flows during the financial period under review that were unusual because of their nature, size or incidence.

#### **A6** Changes in Accounting Estimates

There were no changes in estimates that have had a material effect in the current quarter results.

#### A7 Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities since the last annual balance sheet date except for the following:

#### Warrants 1999/2009

During the current year ended 31 October 2009, the Company issued 284,504,792 shares for the cash consideration of RM1 per new ordinary share pursuant to the exercise of 284,504,792 warrants by the warrantholders. The warrants expired on 24 June 2009. All warrants not exercised as at the expiry date had lapsed, became null and void and ceased to be exercisable.

#### **A8 Dividends Paid**

Dividends paid on 3 September 2009 were approved by the shareholders at the Company's Annual General Meeting on 31 July 2009, in respect of the year ended 31 January 2009 being final dividend of 4.5% less 25% taxation (3.375 sen net per ordinary share), on 1,711,909,630 ordinary shares, amounted to RM57,776,935.

### **A9 Segmental Information**

Segment revenue and segment results for the current financial period to date:

	Broking and financial services	Investment holding and Others	Credit and lending	Property investment	Property development	Hotel operations	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue External sales Inter-segment sales Total revenue	95,479 (34) 95,445	8,162 21,737 29,899	3,101	42,507 4,960 47,467	67,272 - 67,272	96,316 - 96,316	(26,663) (26,663)	312,837
Other income	23,915	4,292	4,006	2,978	125	1,660	-	36,976
Results								
Operating results Elimination	42,436 5,892	940,422 (937,294)	9,420 (17)	18,261 (3,808)	32,888 (1,991)	25,295 (14,305)	<u>-</u>	1,068,722 (951,523)
Net segment results	48,328	3,128	9,403	14,453	30,897	10,990	-	117,199
Foreign exchange gains/(losses)	438	2,395	-	(9)	-	14	-	2,838
Unallocated costs							_	(4,796)
Profit from operations								115,241
Finance costs, net								(10,108)
Share of results of associated companies, net of tax		39		(16)			_	23
Profit before tax								105,156
Income tax expense							_	(25,199)
Profit for the year								79,957
Attributable to: Equity holders of the parent							-	79,892
Minority Interests							_	65
							_	79,957

#### **A10 Subsequent Events**

There were no material events subsequent to the end of the current quarter except for the following:-

#### a) Acquisition of Quayside Gem Limited

On 24 August 2009, the Company entered into a Sale and Purchase Agreement with LaSalle Asia Opportunity II SARL of Centre Place de Paris, 41 Avenue de la Liberte, Luxemburg, L-1931, Luxembourg to purchase the entire issued shares of Quayside Gem Limited ("QGL"), a company incorporated in Mauritius, comprising 50,569,495 ordinary shares of US\$1.00 each for a cash consideration based on an aggregate sum of S\$260,042,883 with S\$250,000,000 being the agreed value for the Property plus the Adjusted Consideration of S\$10,042,883 as at 31 July 2009. The aggregate purchase sum of S\$260,042,883 is equivalent to RM635,804,858.94 at current exchange rate of RM2.445 to S\$1.00.

QGL owns 100% of the equity of Merchant Quay Pte. Ltd. ("MQPL"), a Singapore company comprising of 52,899,332 ordinary shares of S\$1.00 each. MQPL is the registered owner of the Hotel and Business of Swissotel Merchant Court Singapore.

The acquisition was approved by the shareholders of the Company at an Extraordinary General Meeting held on 18 November 2009. Having fulfilled all conditions and completed the Company's obligations under the Agreement, the acquisition was completed on 30 November 2009.

#### A11 Changes in the Composition of the Group during the financial quarter

There were no changes in the composition of the Group during the financial quarter.

#### **A12 Changes in Contingent Liabilities or Contingent Assets**

There were no material changes in contingent liabilities or contingent assets since the last audited financial statements of the Group.

#### **A13 Commitments**

The amount of capital commitments not provided for in the interim financial statements as at 31 October 2009 is as follow:

	KIVI UUU
Approved and contracted for:	
- Computer software	713
- Property, plant and equipment (Hotel)	585,297
	586,010

#### Notes (in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad)

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

The Group reported a pre-tax profit of RM23.3million and a consolidated revenue of RM118.2million for the current third quarter, compared to pre-tax profit of RM51.2million and consolidated revenue of RM141.7million respectively achieved in the previous year's corresponding period. Although brokerage income and gain on disposal of investments were higher in the current quarter, the Group recorded a drop in revenue made in property development as compared to previous year's corresponding period. The reduction in pre-tax profit in the current quarter was however cushioned by the lower net provision for doubtful debts and impairment losses on investments.

Analysis of the profit before tax for the current third quarter:

	Current	Year
	Quarter	To Date
	31 Oct 2009	31 Oct 2009
	RM'000	RM'000
Revenue	118,225	312,837
Other income		
- Write-back of provision on financial receivables	315	324
- Interest income from financial institutions	2,574	8,382
- Other interest income	946	2,791
- Gain on disposal of short term and other investments	4,680	20,026
- Others	1,528	5,453
	10,043	36,976
Other expenses		
- Amortisation and depreciation	(11,658)	(29,380)
- Cost of properties sold	(14,095)	(33,882)
- Contract cost	(1,074)	(3,226)
- Remisiers', agents' and futures brokers' commissions	(8,913)	(27,762)
- Hotel operational expenses (include hotel personnel cost)	(30,815)	(69,780)
- Personnel and others	(29,532)	(87,751)
- (Provision)/Write-back of doubtful debts	(885)	8,018
- (Provision)/Write-back of impairment loss on investments	(963)	6,353
- Foreign exchange (loss)/gain	(2,948)	2,838
	(100,883)	(234,572)
Finance costs, net	(4,109)	(10,108)
Share of results of associated companies, net of tax	(22)	23
<del>-</del>		
Profit before tax	23,254	105,156

Profit in the current financial period to date was contributed by all business segments of the Group, with stockbroking operations and property development activities leading at approximately 75% of the Group's profit.

## **B2** Material Changes in Pre-tax Profit for the Current Quarter Compared with the Preceding Quarter

The Group registered a pre-tax profit of RM23.3 million in the current third quarter as compared with a pre-tax profit of RM42.5 million in the preceding second quarter. The decrease in the Group's profit was mainly attributable to the lower revenue from stockbroking and properties divisions, lower gain on disposals of investments, higher provision for doubtful debts/impairment losses on investments.

#### **B3** Prospects for the current financial year

The current economic statistics show that the economy seems to be in the path of recovery. The relatively low interest rate prevailing in the market should support the economic growth and boost the activities of the financial market. However, the newly imposed RPGT of 5% on gain on disposal of properties may impede the growth of the properties sector.

Barring unforeseen circumstances, the Group expects to perform satisfactorily for the financial year ending 31 January 2010.

#### **B4** Variance between Actual Profit and Forecast Profit

Not applicable.

#### **B5** Taxation

a) Taxation for the current financial period is as follows:

	Current quarter	Year to date
	RM'000	RM'000
Estimated tax charge for the period		
Malaysian income tax	4,588	23,624
Foreign tax	620	1,430
Deferred tax	373	183
(Over)provision in prior year	-	(38)
	5,581	25,199

b) A reconciliation between the statutory and effective tax rate:

	Current Quarter <b>RM'000</b>	Year to date RM'000
Profit before taxation	23,254	105,156
Taxation at the statutory income tax rate of 25%	5,814	26,289
Adjustments mainly due to the utilisation of previously unabsorbed tax losses and capital allowances, certain income not subject to tax net of certain expenses not deductible for tax purposes	233	1,052
(Over)provision in prior year	-	(38)
Tax expense for the financial period	5,581	25,199

#### **B6** Sale of Unquoted Investments and/or Properties

There were no sale of unquoted investments and properties during the financial period ended 31 October 2009.

#### **B7** Quoted Securities

a) Details of purchases and disposals of quoted securities held by the Group for the current financial period are as follows:-

	Current quarter <b>RM'000</b>	Year to date RM'000
Total purchases	16,408	106,565
Total sales	110,712	119,531
Gain on sale of quoted securities	2,558	2,446

b) Total investments in quoted securities held by the Group as at 31 October 2009 are as follows:-

	Local Stockbroking Subsidiary	Others	Total
	RM'000	RM'000	RM'000
Quoted securities, at cost	4,651	50,677	55,328
Less: Provision for impairment losses	(2,013)	(36,449)	(38,462)
Quoted securities, at book value	2,638	14,228	16,866
Market value of quoted securities	2,658	16,282	18,940

#### **B8** Corporate Proposals

#### **Status of Corporate Proposals**

All corporate proposals announced have been completed at the date of this quarterly report except for the following:-

a) On 21 March 2003, TA Securities Holdings Berhad ("TASH") submitted an application for Universal Broker ("UB") status to the Securities Commission ("SC"). On 11 August 2003, TASH received approval from the SC subject to the fulfillment of certain conditions imposed on TASH.

An appeal seeking exemption/waiver of the aforesaid conditions was made by TASH and on 18 March 2004, SC varied the earlier conditional approval by retaining all the conditions previously imposed, except the condition that TASH, instead of Datuk Tiah Thee Kian ("Datuk"), would now provide a written declaration to the SC on the effective beneficial shareholding of Datuk in the Company.

Following the 18 March 2004 letter from SC and pursuant to the various appeals made by TASH to the SC on the same subject matter, the SC on 18 October 2004, consented to the following:

- (i) That Datuk and persons connected with him shall assign the voting rights of the shares in excess of 20% of their collective shareholding in the Company ("the excess shares") to a firm of independent trustees before TASH is given the status of UB; and
- (ii) That Datuk shall have full discretion to dispose the excess shares in the Company as he deems fit to persons other than himself, his nominees and persons connected with him within two years from the date of TASH being given the UB status.

#### b) Proposed dividend-in-specie

Based on the latest revised proposal as approved by the Securities Commission on 16 September 2009, the Company will carry out the proposed dividend-in-specie by distributing up to 1,140,632,498 ordinary shares, and all the 1,140,632,498 ICPS of TA Global to its shareholders. This will result in the reduction of the Company's retained earnings.

c) Proposed establishment of a new employees' share option scheme

In the AGM held on 31 July 2009, the shareholders of the Company approved the establishment of a new employees' share option scheme for the granting of option(s) to the eligible employees including Directors of the Company and its subsidiaries who fulfil the eligibility criteria to subscribe for new ordinary share(s) of RM1.00 each in the Company of up to 5% of the issued and paid-up share capital of the Company. As at 1 December 2009, no option has been granted to the employees.

#### **B9** Group Borrowings and Debt Securities

Total Group borrowings as at 31 October 2009 were as follows:-

	Secured <b>RM'000</b>	Unsecured <b>RM'000</b>
Long Term Borrowings		
Foreign currency loans	257,266	-
Short Term Borrowings		
Foreign currency loan	8,404	-
Revolving credit	205,000	
Bank overdraft	-	21
	470,670	21
Denomination of secured foreign currency loans: -		
Long Term Loans		
C\$ 35,219,022	112,349	-
A\$ 46,500,000	144,917	-
Short Term Borrowings		
C\$ 2,634,372	8,404	-

The secured foreign currency loan denominated in C\$ of the Group is a 15-year term loan which will mature on 1 December 2020. The fixed interest rate of 4.79% per annum on the loan is compounded semi-annually and payable monthly together with principal amount. The term loan is secured against a freehold land and building in Canada and the assignment of rentals and general security agreement over the aforesaid land and building.

The secured foreign currency loan denominated in A\$ of the Group is a 3-year Multi-Option (floating and/or fixed rate) Bill Facility which will mature on 28 February 2012. The loan is secured against a freehold hotel land and building in Australia.

#### **B10 Off Balance Sheet Financial Instruments**

There were no off balance sheet financial instruments as at 1 December 2009.

#### **B11 Material Litigation**

As at 1 December 2009, there were no changes in material litigation since the last annual balance sheet date of 31 January 2009.

#### **B12 Dividend**

No interim ordinary dividend has been declared for the financial period ended 31 October 2009 (31 October 2008: Nil).

#### B13 Earnings Per Share (EPS) attributable to the equity holders of the parent

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current year quarter 31 Oct 2009	Preceding year corresponding quarter 31 Oct 2008	Current year to date 31 Oct 2009	Preceding year corresponding period 31 Oct 2008
Basic earnings per share				
Profit for the period (RM'000) - attributable to equity holders	17,585	38,230	79,892	116,532
Weighted average number of ordinary shares in issue ('000)	1,711,910	1,427,402	1,562,420	1,427,222
Basic earnings per share (sen)	<u>1.03</u>	<u>2.68</u>	<u>5.11</u>	<u>8.16</u>

Basic earnings per share was calculated based on the Group's profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the reporting period.

Diluted earnings per share were not computed as the Company does not have any dilutive potential ordinary shares in issue as at the end of the reporting period.

BY ORDER OF THE BOARD Yong Kim Kiong

Kuala Lumpur 8 December 2009