INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	INDIVI	DUAL PERIOD	CUMULATIVE PERIOD	
	CURRENT	PRECEDING YEAR	CURRENT	PRECEDING YEAR
	YEAR	CORRESPONDING	YEAR	CORRESPONDING
	QUARTER	QUARTER	TO DATE	PERIOD
	30-Jun-12	30-Jun-11	30-Jun-12	30-Jun-11
	RM'000	RM'000	RM'000	RM'000
Revenue	5,231	585	21,541	126,208
Results from operating activities	(550)	(600)	(5,526)	41,353
Finance costs	(1,126)	(1,451)	(2,347)	(2,845)
Finance income	99	493	271	737
Share of profit / (loss) of equity accounted investee, net of tax	6,171	(247)	6,034	(247)
Profit / (loss) before tax	4,594	(1,805)	(1,568)	38,998
Tax expense	105	(202)	1,198	(10,637)
Profit and total comprehensive income /				· · · · · · · · · · · · · · · · · · ·
(loss) for the period	4,699	(2,007)	(370)	28,361
Profit and total comprehensive income/(loss)	for the period a	ttributable to:		
Owners of the company	4,741	(1,949)	(292)	28,432
Non-controlling interests	(42)	(58)	(78)	(71)
Profit and total comprehensive income	4,699	(2,007)	(370)	28,361
for the period		<u> </u>		
Basic earnings per ordinary share (sen) (based on weighted average of 230,155,588 (2011: 230,335,341) ordinary shares for the quarter and cumulative year todate)	2.06	(0.84)	(0.13)	12.31
Diluted earnings per ordinary share (sen)	N/A	N/A	N/A	N/A

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012 UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

ASSETS	AS AT END OF CURRENT QUARTER 30-Jun-12 RM'000	AS AT FINANCIAL YEAR END 31-Dec-11 RM'000	AS AT 1-Jan-11 RM'000
Non-Current Assets			
Property, plant and equipment	2,736	3,277	1,876
Investment properties	2,850	2,850	27,056
Investment in associate	19,590	13,556	7,457
Investments (unquoted)	14,626	14,626	5,500
Land held for property development	86,161	85,381	186,004
Deferred tax asset	9,893	5,706	11,669
	135,856	125,396	239,562
	· · · · · · · · · · · · · · · · · · ·	•	· · · · · · · · · · · · · · · · · · ·
Current Assets			
Inventories	404,397	321,761	336,185
Trade receivables	47,678	11,507	8,349
Other receivables, deposits and prepayment	33,680	13,760	12,526
Current tax assets	649	1,079	727
Assets classified as held for sale	149,530	191,219	32,629
Cash and cash equivalents	29,520	46,895	82,362
	665,454	586,221	472,778
TOTAL ASSETS	801,310	711,617	712,340
EQUITY AND LIABILITIES Equity Attributable to Owners of the Company Share capital	230,914	230,914	230,914
Share premium	19,341	19,341	19,341
Treasury shares	(3,968)	(3,705)	-
Retained earnings	45,910	46,202	38,462
	292,197	292,752	288,717
Non-controlling interests	4,211	4,289	4,449
Total Equity	296,408	297,041	293,166
Non-Current Liabilities			
Loan and borrowings	199,280	190,689	126,879
Deferred tax liabilities	18,811	18,597	25,762
Beleffed tax habilities	218,091	209,286	152,641
	210,001	200,200	102,011
Current Liabilities			
Trade payables	22,885	21,923	17,746
Other payables and accrued expenses	51,402	56,298	36,885
Loans and borrowings	23,615	39,877	74,179
Current tax liabilities	7,116	8,408	7,075
Deferred revenue *	181,793	78,784	130,648
	286,811	205,290	266,533
Total Liabilities	504,902	414,576	419,174
TOTAL EQUITY AND LIABILITIES	801,310	711,617	712,340
Net assets per share attributable to ordinary equity holders of the parent (RM)	1.27	1.27	1.25

^{*} Deferred revenue refers to progress billings net of discount attributable to the sale of propreties under development for which the said properties under development have yet to delivered. As at 30 Jun 2012, RM134.12million was collected.

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to Owners of the Company						
	<u> </u>	lon-distributable -		Distributable			
	Share capital RM'000	Share premium RM'000	Treasury shares RM'000	Retained profits RM'000	Total RM'000	Non- controlling Interests RM'000	Total Equity RM'000
At 1 Jan 2011	230,914	19,341	-	38,462	288,717	4,449	293,166
Total comprehensive income / (loss) for the period	-	-	-	15,807	15,807	(160)	15,647
Dividends to the owners of the Company	-	-	-	(8,067)	(8,067)	-	(8,067)
Own shares acquired	-	-	(3,705)	-	(3,705)	-	(3,705)
At 31 December 2011	230,914	19,341	(3,705)	46,202	292,752	4,289	297,041
At 1 Jan 2012	230,914	19,341	(3,705)	46,202	292,752	4,289	297,041
Total comprehensive income / (loss) for the period	-	-	-	(292)	(292)	(78)	(370)
Own shares acquired	-	-	(263)	-	(263)	-	(263)
At 30 June 2012	230,914	19,341	(3,968)	45,910	292,197	4,211	296,408

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS

GRADULED GORGOLIDATED GTATEMENT OF GAGITI LOWG	30-Jun-12	31-Dec-11
Cook flows from an author activities	RM'000	RM'000
Cash flows from operating activities		
Profit / (Loss) before tax	(1 EGO)	25 601
Continuing operations Discontinued operation	(1,568)	25,681 971
Adjustments for:		911
Change in fair value of investment properties	_	1,270
Depreciation of property, plant & equipment (PPE)	271	585
Finance costs	2,347	6,623
Finance income	(271)	(1,125)
Loss / (Gain) on disposal of PPE	(27.1)	(40)
PPE written off	719	304
Share of loss of equity accounted investee, net of tax	(6,034)	1,491
Operating profit before changes in working capital	(4,536)	35,760
Change in land held for property development	(780)	100,623
Change in inventories	(82,636)	(1,480)
Change in trade and other receivables, prepayment and other assets	(56,090)	(9,643)
Change in assets classified as held for sale	41,689	(116,900)
Change in trade and other payables	(3,933)	23,590
Change in deferred revenue	103,009	(51,864)
Change in investment properties	· -	(2,850)
Cash generated from/(used in) operations	(3,277)	(22,764)
Interest received	271	1,125
Interest paid	(2,338)	(6,599)
Net tax (paid)/ refund	(3,636)	(11,226)
Net cash (used in) / generated from operating activities	(8,980)	(39,464)
Cash flows from investing activities		
Acquisition of PPE	(449)	(2,592)
Acquisition of other investment	=	(9,126)
Proceeds from disposal of PPE	-	600
Subscription of shares in an associate	-	(2,340)
Withdrawal / (Placement) of pledged deposits & bank balances	1,737	223
Net cash used in investing activities	1,288	(13,235)
Oach flows from flower has a thirthe		
Cash flows from financing activities		(4)
Interest paid	-	(4)
Dividend paid to owners of the Company	(00)	(8,067)
Payment of finance lease liabilities	(69)	(134)
Payment of finance lease interest	(9) (27,869)	(19)
Repayment of loans and borrowings	, ,	(104,730)
Repurchase of treasury shares Proceeds of loans and borrowings	(263) 20,209	(3,705) 131,698
Net cash generated from financing activities	(8,001)	15,039
Net cash generated from financing activities	(0,001)	15,059
Net (decrease) / increase in cash and cash equivalents	(15,693)	(37,660)
Cash and cash equivalents at beginning of period	39,250	76,910
Cash and cash equivalents at end of period	23,557	39,250
=	20,001	00,200
Cash and cash equivalents in the cash flow statement comprise the following ba	lance sheet amou	ınts:
Cash and sash equivalents in the cash new statement comprise the following ba	30-Jun-12	31-Dec-11
	RM'000	RM'000
Cash and bank balances (excluding cash and bank balances pledged)	15,354	29,404
Liquid investment	10,675	12,262
Bank overdrafts	(2,472)	(2,416)
- Lank Overlandite	23,557	39,250
=	_0,00.	- 3,200

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

NOTES TO THE INTERIM FINANCIAL REPORT

1 Basis of preparation

These condensed consolidated interim financial statements are unaudited and have been prepared in accordance with the applicable disclosure provisions of the Listing Requirements of Bursa Malaysia Securities Berhad and Malaysian Financial Reporting Standards (MFRS) 134, *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board (MASB) and with IAS 34, *Interim Financial Reporting*. They do not include all of the information required for full annual financial statements, and should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2011.

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted for the annual financial statements for the year ended 31 December 2011, except for the following:

Adoption of a new MASB accounting framework, the MFRS Framework

The Group has adopted the MFRS framework and MFRS 1, First-time Adoption of Malaysian Financial Reporting Standards for the first time in these condensed consolidated interim financial statements. In the previous years, the financial statements of the Group was prepared in accordance with Financial Reporting Standards (FRSs). The Group has early adopted the amendments to MFRS 101, *Presentation of Financial Statements* which is originally effective for annual periods beginning on or after 1 July 2012. The early adoption of the amendments to MFRS 101 has no impact on the financial statements other than the presentation format of the statements of comprehensive income. The transition to the MFRS framework has no significant impact on the financial statements except for the following:

Retrospective application of MRFS 3, Business Combinations

MFRS 1 provides the option to apply MRFS 3 prospectively from the day of transition or retrospective from designated date prior to date of transition. This provide relief from full retrospective application of MFRS 3 which would required restatement of all business combinations prior to the date of transition where MFRS 3 is applied retrospectively from designate date, MFRS 127 *Consolidated and Separate Financial Statements* should be applied from the same date.

The Group has elected to apply MFRS 3 retrospectively from 1 Oct 2004. As such all business combinations subsequent to 1 Oct 2004 are accounted for in complying with MFRS 3 and MFRS 127 which include amongst others, the following requirement applicable to the Group:

a) when a business combination is achieved in stages (i.e. step acquisition), the Group remeasure its previously held non-controlling equity interest in the acquiree at fair value at the acquisition date, with any resulting gain or loss recognise in profit and loss; and increase in the group ownership interest in an existing subsidiary is accounted for as equity transaction with difference between fair value of consideration paid and the Group propotionate share of net asset acquired, recognise directly in equity and therefore previously recognised goodwill, if any should be taken to retained earnings.

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

NOTES TO THE INTERIM FINANCIAL REPORT

1 Basis of preparation (Cont'd)

Retrospective application of MRFS 3, Business Combinations (Cont'd)

The reconciliations of consolidated statement of financial statements for comparative periods and of equity at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS are provided below:

Reconciliation	of statement	of financial	statements as at	1 Januar	√2011

	FRS as at	Reclassifications	MFRS as at
	01-Jan-11		01-Jan-11
	RM'000	RM'000	RM'000
Intangible assets	16,219	(16,219)	-
Retained earnings	54,681	(16,219)	38,462

Reconciliation of statement of financial statements as at 30 June 2011

	FRS as at	Reclassifications	MFRS as at		
	30-Jun-11		30-Jun-11		
	RM'000	RM'000	RM'000		
Intangible assets	16,219	(16,219)	-		
Retained earnings	83,113	(16,219)	66,894		

Reconciliation of statement of financial statements as at 31 December 2011

	FRS as at 31-Dec-11	Reclassifications	MFRS as at 31-Dec-11
	RM'000	RM'000	RM'000
Intangible assets	16,219	(16,219)	-
Retained earnings	62,421	(16,219)	46,202

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

NOTES TO THE INTERIM FINANCIAL REPORT

1 Basis of preparation (Cont'd)

The Group adopted IC Interpretation 15 ("IC 15"), Agreements for the Construction of Real Estate since financial year ended 30 April 2010. Pursuant to the adoption of IC 15, revenue recognition for property development activities should be recognised in accordance with the conditions for the sale of goods of para 14 of *FRS 118, Revenue* and the Group has recognised revenue from property development activities based on completion method. The Group has also prepared the comparative results if the Group have recognised revenue from property development based on percentage of completion method as shown below:

	Individua	al Period	Cumulative Period	
Income statement	Current Ye	Current Year Quarter		ear To date
		Percentage		Percentage
	Completion	Completion	Completion	Completion
	Method	Method	Method	Method
	RM'000	RM'000	RM'000	RM'000
Revenue	5,231	63,830	21,541	124,032
Results from operating activities	(550)	8,809	(5,526)	11,685
Finance costs	(1,126)	(1,126)	(2,347)	(2,347)
Finance income	99	99	271	271
Share of profit / (loss) of equity accounted investee, net of tax	6,171	2,426	6,034	5,671
Profit / (loss) before tax	4,594	10,208	(1,568)	15,280
Tax expense	105	(2,233)	1,198	(3,109)
Profit and total comprehensive income /	4,699	7,975	(370)	12,171
(loss) for the period				
Profit / (loss) for the period attributable to:				
Owners of the company	4,741	8,017	(292)	12,249
Non-controlling interest	(42)	(42)	(78)	(78)
-	4,699	7,975	(370)	12,171

2 Auditor's report on preceding annual financial statements

The auditor's report on the financial statements for the year ended 31 December 2011 was not qualified.

3 Seasonal or cyclical factors

The business of the Group was not affected by any significant seasonal or cyclical factors during the current financial quarter.

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

NOTES TO THE INTERIM FINANCIAL REPORT

4 Unusual items due to their nature, size or incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current financial quarter.

5 Changes in estimates

There were no changes in estimates that have had material effect in the current financial guarter.

6 Debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayment of debt and equity securities in the current financial quarter except for the share buybacks during the current quarter, where the Company repurchased 42,000 of its ordinary shares from the open market at an average price of RM0.99 per share. The total consideration paid for the repurchase including transaction costs was RM41,937 and this was financed by internally generated funds. The shares bought back are held as treasury shares in accordance with Section 67A subsection 3(A)(b) of the Companies Act, 1965. As at 30 June 2012, a total of 3,272,700 Nadayu Shares bought back were held as treasury shares.

7 Dividends paid

No dividends were paid for the current financial quarter.

8 Segment Information

Segmental information is presented in respect of the Group's main business segment, that are, property development and property investment. Segmental information by geographical segments are not provided as the activities of the Group are located principally in Malaysia. Inter-segment pricing is determined based on negotiated basis.

	Revenue	Profit before tax
	For the financial	
	period e	nded 30 June
	2012	2012
	RM'000	RM'000
Property development	21,234	(6,962)
Property investment	307	198
	21,541	(6,764)
Unallocated income/(expenses)		1,238
	21,541	(5,526)
Finance costs		(2,347)
Finance income		271
Share of profit / (loss) of equity accounted investee, net of tax		6,034
	21,541	(1,568)

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

NOTES TO THE INTERIM FINANCIAL REPORT

9 Valuations of property, plant and equipment

There are no valuation of property, plant and equipment which have been brought forward from the previous annual report.

10 Events subsequent to the balance sheet date

There were no material events subsequent to the current financial quarter.

11 Changes in the composition of the Group

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

12 Changes in contingent liabilities and contingent assets

There were no material changes in contingent liabilities or contingent assets since the last annual Statement of Financial Position date.

13 Capital commitments

	As at 30-Jun-12 RM'000	As at 31-Dec-11 RM'000
Land held for property development Contracted but not provided for	12,000	15,000
Properties under development Contracted but not provided for	357	357
	12,357	15,357

14 Related party transactions

There were no material related party transactions for the financial quarter ended 30 June 2012.

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES

1 Performance of the Group

The Group adopted IC Interpretation 15 ("IC 15") in April 2010, where the revenue recognition for property development activities are based on completion method. The Group recorded revenue of RM5.2 million for the current quarter mainly from sale of completed properties.

Total deferred revenue from progress billings issued from property development activities stood at RM181.8 million as at 30 June 2012.

2 Variation of results against preceding quarter

The Group registered profit after tax of RM4.7 million for the current quarter as compared to a loss after tax of RM5.1 million for the preceding quarter. The profit after tax of RM4.7 million in the current quarter are mainly attributable to the share of profit of equity accounted investee.

3 Prospects for the financial year

The Board of Directors are of the view that the Group will be able to continue to perform satisfactorily for the financial year.

4 Tax expense

Taxation comprises:

	INDIVIDUAL PERIOD		CUMULATIVE PERIOD	
	CURRENT	PRECEDING YEAR	CURRENT	PRECEDING YEAR
	YEAR	CORRESPONDING	YEAR	CORRESPONDING
	QUARTER	QUARTER	TO DATE	PERIOD
	30-Jun-12	30-Jun-11	30-Jun-12	30-Jun-11
	RM'000	RM'000	RM'000	RM'000
Income tax - current period	1,652	1,004	2,774	3,622
- prior period	0	0	0	0
Deferred tax expense	(1,757)	(802)	(3,972)	7,015
	(105)	202	(1,198)	10,637

The Group's effective tax rate for the current quarter and financial year-to-date is higher than the statutory tax rate due to expenses which are not deductible for tax purposes.

Deferred tax expense reflects the reversal of deferred tax for the financial period, being tax attributable to proportion of Group Cost arising from the property development cost charged out during the period and additional deferred tax recognised arising from deferred revenue recorded as a result of early adoption of IC 15.

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES

5 Status of corporate proposals

On 4 May 2011, the Group's wholly-owned subsidiary Pembangunan Bandar Mutiara Sdn. Bhd. ('PBM') entered into a Shareholders' Agreement with Tambun Indah Land Berhad, the shareholder of Palmington Sdn. Bhd. ('Palmington') with an equity interest of 60%, to facilitate the arrangement between Pembangunan Bandar Mutiara Sdn. Bhd. and Tambun Indah Land Berhad to jointly develop land identified as 'Parcel R1', Parcel R2', 'Parcel R3', 'Parcel C' and 'Amenities Land' measuring approximately 526.7531 acres, situated in an ongoing township development known as Bandar Tasek Mutiara, Seberang Perai, Penang (Project Lands). In connection with the said joint development, PBM also had on even date entered into a Master Agreement and five separate Sale and Purchase Agreements with Palmington for the proposed disposal by PBM of the Project Lands to Palmington for an aggregate cash consideration of RM233,223,021.

The sale of Parcel R1 and Amenities Land were completed on 7 December 2011 and 10 August 2012 respectively.

Pursuant to the Master Agreement, Parcel R2 SPA and Parcel R3 SPA dated 4 May 2011 (collectively referred to as "Agreements"), Parcel R2 SPA would complete ahead of Parcel R3 SPA, whereby the balance of the purchase consideration for Parcel R2 and Parcel R3 would be paid by Palmington to PBM on or before 18 months and 33 months from the date of the Agreements respectively.

On 10 August 2012, PBM entered into a supplemental agreement with Palmington to vary the order of completion of Parcel R2 and Parcel R3 in respect of the proposed disposal, wherein Parcel R3 SPA will be completed first, followed by Parcel R2 SPA. Hence, the balance of the purchase consideration for Parcel R3 and R2 would be paid by Palmington to PBM on or before 18 months and 33 months from the date of the agreement respectively.

6 Group borrowings and debt securities

	RM'000	AS AT END OF CURRENT PERIOD 30-Jun-12 RM'000
<u>Borrowings</u>		
<u>Current</u>		
Bank Overdrafts - secured	2,472	
Term loan - secured	18,365	
Bridging loan - secured	2,662	
Hire Purchase - secured	116	
		23,615
Non-current		
Term loan - secured	178,745	
Bridging loan - secured	20,338	
Hire Purchase - secured	197	
		199,280
		222,895

The above borrowings are denominated in Ringgit Malaysia.

7 Changes in material litigation

There are no material litigation for the current quarter and financial year-to-date.

8 Dividends

The Directors have not declared any dividends for the current quarter ended 30 June 2012.

INTERIM FINANCIAL REPORT FOR THE SECOND QUARTER ENDED 30 JUNE 2012

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES

9 Earnings per share

a) Basic earnings per share

The calculations of the basic earnings per share of the Group is based on the net profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding during the period.

	CURRENT	CURRENT	
	YEAR	YEAR	
	PERIOD	TO DATE	
	30-Jun-12	30-Jun-12	
Net profit/(loss) attributable to ordinary shareholders (RM'000)	4,741	(292)	_
			-
Weighted average number of ordinary shares ('000)	230,155	230,155	
Basic earnings per share (sen)	2.06	(0.13)	

b) Diluted earnings per share

Not applicable as there was no dilutive potential ordinary shares for the current period and financial year-to-date.

10 Realised and Unrealised Profits/Losses

	As at 30-Jun-12 RM'000	As at 31-Dec-11 RM'000
Total retained profits of the Company and its subsidiaries:		
- Realised	191,445	187,091
- Unrealised	(1,079)	8,808
Total share of retained profits from associated company:		
- Realised	803	(4,885)
- Unrealised	3,433	3,175
Less: Consolidation adjustments	(148,692)	(147,987)
Total group retained profits as per consolidated accounts	45,910	46,202

11 Notes to the Condensed Consolidated Income Statement

Profit before tax is arrived at after charging/(crediting) the following items:

	QUARTER QUARTER PERIOD	YEAR TO DATE
	30-Jun-12 RM'000	30-Jun-12 RM'000
(a) Other income	-	-
(b) Depreciation and amortisation	132	271
(c) Provision for and write off of receivables	-	-
(d) Provision for and write off of inventories	-	-
(e) Gain or loss on disposal of quoted or unquoted investments or properties	-	-
(f) Impairment of assets	(91)	(91)
(g) Foreign exchange gain or loss	-	-
(h) Gain or loss on derivatives	-	-
(i) Exceptional items	-	-

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