

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**PART A – EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS (“FRS”) 134: INTERIM FINANCIAL REPORTING**

**1. Basis of Preparation**

The interim financial report is unaudited and has been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements.

The interim financial report should be read in conjunction with the proforma consolidated financial information and the Accountants’ Report for the financial year ended 30 June 2009 as disclosed in the Prospectus of the Company dated 3 December 2009 and the accompanying explanatory notes attached to the interim financial report.

These explanatory notes attached to the interim financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Company and its subsidiaries (“Group”) since the financial year ended 30 June 2009.

In conjunction with our listing on the Main Market of Bursa Securities, the Group’s financial statements have adopted the merger accounting method.

**2. Summary of significant accounting policies**

Significant accounting policies adopted are consistent with the Proforma Consolidated Financial Information and the Accountants’ Report for the financial year ended 30 June 2009 as disclosed in the Prospectus dated 3 December 2009. The following new FRSs, Amendments and Interpretations were issued but not yet effective and have not been early adopted by the Group:

(a) FRSs issued and effective for financial periods beginning on or after 1 July 2009:

FRS 8            Operating Segments

FRS 8 is not relevant to the Group’s operations.

(b) FRSs issued and effective for financial periods beginning on or after 1 January 2010:

FRS 4            Insurance Contracts  
FRS 7            Financial Instruments: Disclosures  
FRS 123        Borrowing Costs  
FRS 139        Financial Instruments: Recognition and Measurement

(c) Amendments issued and effective for financial periods beginning on or after 1 January 2010:

Amendments to FRS 1 and            Cost of an Investment in a Subsidiary, Jointly  
FRS 127                                    Controlled Entity or Associate

Amendments to FRS 2                Vesting Conditions and Cancellations

The above amendments are not relevant to the Group’s operations.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

(d) IC Interpretations issued and effective for financial periods beginning on or after 1 January 2010:

IC Interpretation 9	Reassessment of Embedded Derivatives
IC Interpretation 10	Interim Financial Reporting and Impairment
IC Interpretation 11	FRS 2: The Group and Treasury Share Transactions
IC Interpretation 13	Customer Loyalty Programmes
IC Interpretation 14	FRS 119: The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

The above IC Interpretations are not relevant to the Group's operations.

**3. Auditors' Report on Preceding Annual Financial Statements**

The auditors' report on the financial statements of the Group for the financial year ended 30 June 2009 was not subject to any audit qualification.

**4. Seasonality or Cyclicity Factors**

The business operations of the Group are generally in the retail sector, which are subject to seasonal variations such as major local festive seasons, school holidays, and carnival sales.

**5. Unusual Items**

There was no item, which is unusual because of their nature, size or incidence that has affected the assets, liabilities, equity, net income or cash flows of the Group for the current financial quarter under review.

**6. Material Changes in Estimates**

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

**7. Dividends Paid**

No dividend was proposed or paid during the current financial quarter under review.

**8. Valuation of Property, Plant and Equipment**

The valuations of property, plant and equipment have been brought forward without amendment from the audited financial statements for the financial year ended 30 June 2009.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**9. Debt and Equity Securities**

Save as disclosed below, there were no issuance, cancellation, repurchase, resale or repayment of debt and/or equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial quarter under review:

The initial public offering of YOOCB's new ordinary shares of RM0.50 each ("YOOCB Shares") at an issue price of RM0.88 per share comprising the public issue and offer for sale, collectively ("IPO") when completed on 23 December 2009, the entire issued and paid up share capital of the Company comprising 120,000,000 YOOCB Shares will be listed on the Main Market of Bursa Securities.

The details of the IPO as disclosed in the prospectus dated 3 December 2009 are as follows:

(a) Public Issue

The public issue of 25,170,740 new YOOCB Shares at an issue price of RM0.88 per YOOCB Share comprising:

- (i) 6,000,000 new YOOCB Shares available for application by the Malaysian Public;
- (ii) 6,500,000 new YOOCB Shares available for application by eligible directors, employees and other persons who have contributed to the success of the Group; and
- (iii) 12,670,740 new YOOCB Shares available by way of private placement to selected investors.

(b) Offer for Sale

The offer for sale of 25,229,260 YOOCB Shares at an offer price of RM0.88 per YOOCB Share payable in full on application comprising:

- (i) 12,000,000 YOOCB Shares by way of placement to Bumiputera Investors approved by the Ministry of International Trade and Industry; and
- (ii) 13,229,260 YOOCB Shares by way of placement to selected investors.

**10. Segmental Reporting**

Segmental information for the Group by business segment for the current financial quarter under review is presented as follows:

	<b>Design and manufacturing RM' 000</b>	<b>Retailing RM' 000</b>	<b>Distribution and trading RM' 000</b>	<b>Elimination RM' 000</b>	<b>Consolidation RM' 000</b>
<b>Revenue</b>					
External sales	4,706	5,183	20,966	-	30,855
Inter-segment sales	6,756	-	11,573	(18,329)	-
<b>Total revenue</b>	<b>11,462</b>	<b>5,183</b>	<b>32,539</b>	<b>(18,329)</b>	<b>30,855</b>

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

	Design and manufacturing RM' 000	Retailing RM' 000	Distribution and trading RM' 000	Elimination RM' 000	Consolidation RM' 000
<b>Results</b>					
Segment results	958	249	3,626	(285)	4,548
Profit before tax	958	249	3,626	(285)	4,548
Tax expense	(165)	(80)	(1,107)	43	(1,309)
Profit after tax	793	169	2,519	(242)	3,239
Attributable to :					
Equity holders of the parent	793	169	2,519	(242)	3,239
Minority interest	-	-	-	-	-
	793	169	2,519	(242)	3,239

## 11. Changes in Composition of the Group

In conjunction with the listing and quotation for YOOCB's entire enlarged issued and paid-up share capital on the Main Market of Bursa Securities, the Company had on 11 August 2009 acquired the entire issued and paid-up share capital of the following companies:

- (i) Syarikat Yoong Onn Sdn Bhd ("SYOSB") for the purchase consideration of RM36,528,771 by an issuance of 73,057,542 new YOOCB Shares at par value;
- (ii) Sleep Focus Sdn Bhd ("SFSB") for the purchase consideration of RM7,249,379 by an issuance of 14,498,758 new YOOCB Shares at par value;
- (iii) Elegant Total Home Sdn Bhd ("ETHSB") for the purchase consideration of RM2,891,643 by an issuance of 5,783,286 new YOOCB Shares at par value; and
- (iv) Monsieur (M) Sdn Bhd ("MSB") for the purchase consideration of RM744,835 by an issuance of 1,489,670 new YOOCB Shares at par value.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**12. Contingent Liabilities**

Save as disclosed below, the Group does not have any contingent liabilities since the last audited financial statements for the financial year ended 30 June 2009:

	<b>As at 30.09.2009 RM'000</b>	<b>As at 30.06.2009 RM'000</b>
Bank guarantee	<u>459</u>	<u>N/A</u>

**13. Related Party Transactions**

The Company entered into the following transaction with a related party during the current financial quarter under review:

	<b>As at 30.09.2009 RM'000</b>
Transaction with a company in which certain directors of the Company have substantial interest: Yoon Fah Realty Sdn Bhd ("YFR") - Rental of premises	<u>116</u>

**14. Material Events Subsequent to the End of the Current Financial Quarter**

Save as disclosed under Note 8, Part B below, there were no material events which have occurred from 1 October 2009 to the date of this announcement, which will substantially affect the results of the Group.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS**

**1. Review of Performance of the Group**

The Group has recorded a revenue and profit before tax of approximately RM30.86 million and RM4.55 million respectively for the current financial quarter under review.

**2. Material Changes in the Quarterly Results as Compared to the Results of the Immediate Preceding Quarter**

No comparative figures are presented for the immediate preceding quarter as this is the first consolidated results of the Group being prepared by the Company subsequent to the acquisition of the entire issued and paid-up share capital of SYOSB, SFSB, ETHSB and MSB on 11 August 2009.

**3. Prospects for the Current Financial Year**

The recovery in the global financial crisis is still uncertain and the local retail market will remain challenging and competitive in moving forward. However, with the Group's underlying fundamental strength of efficient business operations, financial stability and wide distribution network, the Board expects a satisfactory growth in the financial performance of the Group for the financial year ending 30 June 2010, with plans and strategies already in place to weather these challenging times.

**4. Profit Forecast or Profit Guarantee**

The Group has not issued any profit forecast or profit guarantee for the current financial quarter under review or in its prospectus dated 3 December 2009.

**5. Taxation**

The tax expense charged for the current financial quarter and current financial year to-date under review includes the following:

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter 30.09.2009 RM'000	Preceding Year Corresponding Quarter 30.09.2008 RM,000	Current Year To-Date 30.09.2009 RM'000	Preceding Year Corresponding Period 30.09.2008 RM'000
Current taxation	1,309	N/A	1,309	N/A

The tax expense for the Group reflects an effective tax rate which is higher than the statutory tax rate of 25% due mainly to certain expenses which are not deductible for tax purposes.

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**6. Sale of Unquoted Investments and/or Properties**

There was no disposal of unquoted investments and/or properties held by the Group for the current financial quarter and current financial year to-date under review.

**7. Purchase and/or Disposal of Quoted Securities**

There was no purchase or disposal of quoted securities by the Group during the current financial quarter and current financial year to-date under review.

**8. Status of Corporate Proposals**

(a) IPO

On 3 December 2009, the Company issued a prospectus for the public issue of up to 25,170,740 new YOOCB Shares at an issue price of RM0.88 per ordinary share payable in full on application in conjunction with its listing on the Main Market of Bursa Securities.

The entire enlarged issued and paid-up share capital of RM60,000,000 comprising of 120,000,000 ordinary shares of RM0.50 each of the Company is expected to be listed on the Main Market of Bursa Securities on 23 December 2009.

(b) Utilisation of proceeds

The gross proceeds from the public issue of approximately RM22.15 million shall be utilised in the following manner:

<b>Details of the utilisation of proceeds</b>	<b>Proceeds RM'000</b>	<b>Estimated timeframe for utilisation from the date of Listing</b>
Repayment of bank borrowings	9,000	Within six (6) months
Local and overseas expansion	6,000	Within twenty four (24) months
Working capital	3,650	Within twenty four (24) months
Estimated listing expenses	3,500	Within six (6) months
<b>Total</b>	<b>22,150</b>	

UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**9. Group Borrowings and Debt Securities**

The Group's total borrowings and debts securities as at 30 September 2009 are as follows:

	<b>Short Term Borrowing RM'000</b>	<b>Long Term Borrowing RM'000</b>	<b>Total RM'000</b>
<b>Secured</b>			
Bankers' acceptances	16,649	-	16,649
Term loans	2,727	3,207	5,934
	<u>19,376</u>	<u>3,207</u>	<u>22,583</u>

**10. Off Balance Sheet Financial Instruments**

There were no off balance sheet financial instruments as at the date of this interim financial report.

**11. Changes in Material Litigation**

On 13 August 1998, SYOSB and YFR, filed a suit at the High Court of Malaysia in Kuala Lumpur against Agenda Istimewa Sdn Bhd ("Agenda") for the refund of the deposit in the sum of RM520,150 together with the interest at the rate of 12% per annum, general damages and a declaration that the sale and purchase agreements entered into between SYOSB and Agenda and between YFR and Agenda for the purchase of four (4) industrial lots by SYOSB and one (1) industrial lot by YFR from Agenda were lawfully terminated and/or rescinded.

The trial of the suit was completed on 4 August 2009 and the Court delivered its decision on 27 October 2009. The Court dismissed the suit by SYOSB and YFR with costs and allowed Agenda's counter-claim for a declaration that the sale and purchase agreements were lawfully terminated and/or rescinded by Agenda and awarded in favour of Agenda special damages of RM520,150, general damages for breach of contract, and 8% interest per annum on the sum due and payable to Agenda and costs.

On 28 October 2009, SYOSB and YFR had given instructions to their solicitors to file an appeal and stay of proceedings against the High Court Judge's decision dated 27 October 2009. The Notice of Appeal was filed at the Court of Appeal on 10 November 2009. However, the hearing date of the Appeal has not been fixed by the Court of Appeal.

On 12 November 2009, an application for the Stay of Execution of Judgment was filed in the High Court. The High Court has fixed a case management of the same on 8 January 2010. The hearing date of the said application will be fixed on 8 January 2010.

Save as disclosed above, there is no material litigation pending as at the date of this announcement.

**12. Dividend**

The Board does not recommend any interim dividend for the current financial quarter under review.



UNAUDITED INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2009

**13. Earning Per Share**

(a) Basic

The basic earning per share has been calculated by dividing the Company's profit for the current financial quarter and current financial year to-date by the number of ordinary shares in issue during the current financial quarter and current financial year to-date under review.

	<b>Current Quarter 30.09.2009</b>	<b>Preceding Year Corresponding Quarter 30.09.2008</b>	<b>Current Year To-Date 30.09.2009</b>	<b>Preceding Year To- Date 30.09.2008</b>
Profit attributable to equity holders of the Company (RM'000)	3,239	N/A	3,239	N/A
Weighted average number of ordinary shares in issue ('000)	94,830	N/A	94,830	N/A
Basic earnings per share (sen)	3.42	N/A	3.42	N/A

(b) Diluted

The Company does not have any convertible share or convertible financial instruments for the current financial quarter and current financial year to-date under review.

**14. Authorisation**

The interim financial report was authorised for issue by the Board of Directors in accordance with a resolution of the Board on 17 December 2009.