

# **GOLDIS BERHAD**

## **Interim Financial Report**

For the financial period ended 31 October 2011

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**GOLDIS BERHAD**  
**Condensed Consolidated Income Statements**

For the financial period ended 31 October 2011

(The figures have not been audited)

	Current Year Quarter 31.10.11 RM'000	Preceding Year Quarter 31.10.10 RM'000	Current Year To-Date 31.10.11 RM'000	Preceding Year To-Date 31.10.10 RM'000
		(Restated)		(Restated)
Revenue	75,816	50,642	203,041	133,594
Cost of sales	(61,307)	(42,872)	(159,886)	(106,262)
Gross profit	14,509	7,770	43,155	27,332
Other income	2,674	505	3,794	1,241
Gain on disposal of a subsidiary	221,227	-	221,227	-
Selling and distribution expenses	(1,707)	(736)	(4,085)	(2,192)
Administration expenses	(19,296)	(11,097)	(46,491)	(40,257)
Operating profit/(loss)	217,407	(3,558)	217,600	(13,876)
Finance income	683	136	1,256	319
Finance costs	(3,887)	(3,530)	(11,545)	(10,171)
Finance costs (net)	(3,204)	(3,394)	(10,289)	(9,852)
Share of results of an associate	23,437	13,455	54,057	39,148
Profit before taxation	237,640	6,503	261,368	15,420
Taxation	(625)	27	(1,187)	(14)
Profit from continuing operations	237,015	6,530	260,181	15,406
Profit from discontinued operations (Note 1)	-	5,395	9,369	13,305
<b>Profit for the financial period</b>	<b>237,015</b>	<b>11,925</b>	<b>269,550</b>	<b>28,711</b>
<b>Attributable to:</b>				
Owners of the parent				
- from continuing operations	237,405	5,607	258,081	12,152
- from discontinued operations	-	5,395	9,369	13,305
	237,405	11,002	267,450	25,457
Non-controlling interest	(390)	923	2,100	3,254
<b>Profit for the financial period</b>	<b>237,015</b>	<b>11,925</b>	<b>269,550</b>	<b>28,711</b>
<b>Earnings per share attributable to equity holders of the Company</b>				
Basic (sen)				
- from continuing operations	38.91	0.92	42.31	2.00
- from discontinued operations	-	0.88	1.54	2.18
Diluted (sen)				
- from continuing operations	38.89	0.92	42.29	2.00
- from discontinued operations	-	0.88	1.54	2.18

**Note:**

**1. The discontinued operations is in relation to the disposal of a subsidiary, HOEPharma Holdings Sdn Bhd, see Note B9 for details.**

The condensed consolidated income statements should be read in conjunction with the audited financial statements for the year ended 31 January 2011 and the accompanying explanatory notes attached to the interim financial statements.

**GOLDIS BERHAD****Condensed Consolidated Statements of Financial Position**

As at 31 October 2011

*(The figures have not been audited)*

	31.10.11 RM'000	31.01.11 RM'000
<b>Assets</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	421,059	450,118
Investment properties	-	4,743
Intangible assets	4,028	4,737
Associate	982,343	957,419
Available-for-sale financial assets	241	1,245
Deferred tax assets	288	1,232
	<b>1,407,959</b>	<b>1,419,494</b>
<b>Current Assets</b>		
Inventories	11,531	18,604
Available-for-sale financial assets	10,001	10,635
Financial assets at fair value through profit or loss	16,511	3,029
Amount owing from an associate	81	62
Trade and other receivables	65,616	79,135
Tax recoverable	9,871	2,478
Deposits, cash and bank balances	252,324	65,256
	<b>365,936</b>	<b>179,199</b>
<b>Total Assets</b>	<b>1,773,895</b>	<b>1,598,693</b>
<b>Equity and Liabilities</b>		
<b>Equity Attributable To Owners Of The Parent</b>		
Share capital	610,229	609,681
Irredeemable Convertible Non-Cumulative Preference Shares	-	3,500
Share premium	163,033	169,344
Exchange fluctuation reserve	1,240	1,077
Share options reserve	59	117
Available-for-sale reserve	3,926	3,766
Retained earnings	640,090	386,829
	<b>1,418,577</b>	<b>1,174,314</b>
Non-controlling interests	21,972	18,581
<b>Total Equity</b>	<b>1,440,549</b>	<b>1,192,895</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Deferred tax liabilities	142	144
Hire-purchase and finance lease payables	214	296
Interest-bearing bank borrowings	92,033	97,730
Deferred revenue	9,735	9,352
	<b>102,124</b>	<b>107,522</b>
<b>Current Liabilities</b>		
Trade and other payables	76,610	71,870
Deferred revenue	2,354	2,754
Current tax liabilities	1,042	2,084
Hire-purchase and finance lease payables	125	405
Interest-bearing bank borrowings	151,091	221,163
	<b>231,222</b>	<b>298,276</b>
<b>Total Liabilities</b>	<b>333,346</b>	<b>405,798</b>
<b>Total Equity and Liabilities</b>	<b>1,773,895</b>	<b>1,598,693</b>
<b>Net assets per share attributable to ordinary equity holders of</b>	<b>2.32</b>	<b>1.93</b>

The condensed consolidated statements of financial position should be read in conjunction with the audited financial statements for the year ended 31 January 2011 and the accompanying explanatory notes attached to the interim financial statements.

**GOLDIS BERHAD****Condensed Consolidated Statements of Comprehensive Income**

For the financial period ended 31 October 2011

*(The figures have not been audited)*

	<b>Current Year Quarter 31.10.11 RM'000</b>	Preceding Year Quarter 31.10.10 RM'000	<b>Current Year To-Date 31.10.11 RM'000</b>	Preceding Year To-Date 31.10.10 RM'000
<b>Profit for the financial period</b>	<b>237,015</b>	11,925	<b>269,550</b>	28,711
<b>Other comprehensive income</b>				
Available-for-sale financial assets				
- Fair value gain	39	-	693	-
- Reclassification upon disposal	-	-	(533)	-
Currency translation differences	1,663	(1,930)	(131)	(1,703)
<b>Other comprehensive income for the financial period, net of tax</b>	<b>1,702</b>	(1,930)	<b>29</b>	(1,703)
<b>Total comprehensive income for the financial period</b>	<b>238,717</b>	<b>9,995</b>	<b>269,579</b>	<b>27,008</b>
<b>Attributable to:</b>				
Owners of the parent				
- from continuing operations	239,162	3,667	258,404	10,597
- from discontinued operations	-	5,395	9,369	13,305
Non-controlling interest	(445)	933	1,806	3,106
<b>Total comprehensive income for the financial period</b>	<b>238,717</b>	<b>9,995</b>	<b>269,579</b>	<b>27,008</b>

**Note:**

1. The discontinued operations is in relation to the disposal of a subsidiary, Hoe Pharma Holdings Sdn Bhd, see Note B9 for details.

The condensed consolidated statements of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 January 2011 and the accompanying explanatory notes attached to the interim financial statements.

**GOLDIS BERHAD**
**Condensed Consolidated Statements of Changes in Equity**

For the financial period ended 31 October 2011

(The figures have not been audited)

	Attributable to equity holders of the Parent									
	Share Capital RM'000	Irredeemable Convertible Non- Cumulative Preference Shares RM'000	Share Premium RM'000	Exchange Fluctuation Reserve RM'000	Available-for- sale reserve RM'000	Share Option Reserve RM'000	Retained Earnings RM'000	Total RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
<b>At 1 February 2011</b>	609,681	3,500	169,344	1,077	3,766	117	386,829	1,174,314	18,581	1,192,895
<b>Comprehensive income</b>										
Profit for the financial period	-	-	-	-	-	-	267,450	267,450	2,100	269,550
<b>Other comprehensive income</b>										
Available-for-sale financial assets	-	-	-	-	160	-	-	160	-	160
Currency translation differences	-	-	-	163	-	-	-	163	(294)	(131)
<b>Total other comprehensive income</b>	-	-	-	163	160	-	-	323	(294)	29
<b>Total comprehensive income for the financial period</b>	-	-	-	163	160	-	267,450	267,773	1,806	269,579
<b>Transactions with owners</b>										
Issuance of shares - ESOS	548	-	189	-	-	(58)	-	679	-	679
Final dividend paid by Company	-	-	-	-	-	-	(7,622)	(7,622)	-	(7,622)
Final dividend paid by subsidiary to non-controlling interest	-	-	-	-	-	-	-	-	(87)	(87)
Effects of changes in stakes in a subsidiary	-	(3,500)	(6,500)	-	-	-	(6,567)	(16,567)	16,567	-
Disposal of a subsidiary	-	-	-	-	-	-	-	-	(14,895)	(14,895)
<b>Transactions with owners</b>	548	(3,500)	(6,311)	-	-	(58)	(14,189)	(23,510)	1,585	(21,925)
<b>At 31 October 2011</b>	610,229	-	163,033	1,240	3,926	59	640,090	1,418,577	21,972	1,440,549
<b>At 1 February 2010</b>										
As previously reported	486,712	3,500	290,946	998	-	292	363,191	1,145,639	18,270	1,163,909
Effects of adoption of FRS139	-	-	-	-	-	-	597	597	-	597
As restated	486,712	3,500	290,946	998	-	292	363,788	1,146,236	18,270	1,164,506
<b>Comprehensive income</b>										
Profit for the financial period	-	-	-	(1,555)	-	-	25,457	23,902	3,106	27,008
<b>Total comprehensive income for the financial period</b>	486,712	3,500	290,946	(557)	-	292	389,245	1,170,138	21,376	1,191,514
<b>Transactions with owners</b>										
Issuance of shares										
- Bonus issue	121,927	-	(121,927)	-	-	-	-	-	-	-
- ESOS	995	-	310	-	-	(134)	-	1,171	-	1,171
Arising from acquisition of subsidiaries	-	-	-	-	-	-	-	-	(1,952)	(1,952)
Final dividend paid by subsidiary to non-controlling interest	-	-	-	-	-	-	-	-	(87)	(87)
<b>Transactions with owners</b>	122,922	-	(121,617)	-	-	(134)	-	1,171	(2,039)	(868)
<b>At 31 October 2010</b>	609,634	3,500	169,329	(557)	-	158	389,245	1,171,309	19,337	1,190,646

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 January 2011 and the accompanying explanatory notes attached to the interim financial statements.

**GOLDIS BERHAD****Condensed Consolidated Statement of Cash Flows**

For the financial period ended 31 October 2011

*(The figures have not been audited)*

	Current Year Quarter 31.10.11 RM'000	Preceding Year Quarter 31.10.10 RM'000
		(Restated)
<b>Operating Activities</b>		
Cash receipts from customers	143,167	128,034
Cash paid to suppliers and employees	(138,375)	(135,487)
Cash generated from/(used in) operations	4,792	(7,453)
Dividends received	30,642	10,352
Interests received	1,059	319
Interests paid	(11,287)	(10,051)
Income tax refunded	1,732	521
Taxation paid	(5,643)	(2,411)
Operating activities cash flow from continuing operations	21,295	(8,723)
Operating activities cash flow from discontinued operations	6,002	9,516
<b>Net cash flow from operating activities</b>	<b>27,297</b>	<b>793</b>
<b>Investing Activities</b>		
Purchase of investment property	-	(14,179)
Purchase of property, plant and equipments	(26,049)	(34,851)
Proceed from disposal of a subsidiary	275,316	-
Additional investment in a subsidiary	(10,500)	-
Acquisition of shares from minority in subsidiaries	-	(1,952)
Net repayment of advances to an associate	(19)	(4)
Additional investment in associate	(1,196)	-
Additional investment in quoted investment	(15,284)	-
Proceed from disposal of quoted investment	4,722	-
Investing activities cash flow from continuing operations	226,990	(50,986)
Investing activities cash flow from discontinued operations	(1,895)	(1,736)
<b>Net cash flow from/(used in) investing activities</b>	<b>225,095</b>	<b>(52,722)</b>
<b>Financing Activities</b>		
Proceeds from issuance of shares arising from exercise of ESOS	604	1,007
Payment/(Proceeds) from bank borrowings (net)	(56,333)	53,851
Deposits pledged as securities for bank borrowings	-	(201)
Payments of hire-purchase and finance lease liabilities (net)	(194)	(172)
(Repayment to)/Advance from a past subsidiary	(10,106)	4,000
Dividend paid by Company	(7,622)	-
Financing activities cash flow from continuing operations	(73,651)	58,485
Financing activities cash flow from discontinued operations	8,172	(7,584)
<b>Net cash flow (used in)/from financing activities</b>	<b>(65,479)</b>	<b>50,901</b>
Net increase/(decrease) in cash and cash equivalents during the financial period	186,913	(1,028)
Currency translation differences	301	(848)
Cash and cash equivalents at beginning of the financial period	63,779	71,678
<b>Cash and cash equivalents at end of the financial period</b>	<b>250,993</b>	<b>69,802</b>
Cash and cash equivalents at end of the financial period comprise of the following:		
Deposits with licensed banks	211,641	12,628
Short term investments with licensed bank	149	3,662
Cash and bank balances	40,534	58,127
Deposits, cash and bank balances	252,324	74,417
Less: Bank overdrafts	(41)	(184)
	252,283	74,233
Less: Deposits pledged as securities for borrowings	(1,290)	(4,431)
<b>Cash and cash equivalents at end of the financial period</b>	<b>250,993</b>	<b>69,802</b>

Note 1. The discontinued operations is in relation to the disposal of a subsidiary, Hoe Pharma Holdings Sdn Bhd, see Note B9 for details

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 January 2011 and the accompanying explanatory notes attached to the interim financial statements.

# GOLDIS BERHAD

## Notes to the Interim Financial Report

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### A. Compliance with Financial Reporting Standard (FRS) 134, Interim Financial

#### A1. Accounting Policies and Methods of Computation

The interim financial report are unaudited and has been prepared in accordance with FRS 134, Interim Financial Reporting and paragraph 9.22 of the Bursa Malaysia Securities Berhad Listing Requirements.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 January 2011. The accounting policies and methods of computation adopted for the interim financial statements are consistent with those adopted for the annual financial statements for the year ended 31 January 2011, except for the followings:

- FRS 3 (revised) "Business Combinations"
- FRS 124 (revised) "Related Party Disclosures"
- FRS 127 (revised) "Consolidated and separate Financial Statements"
- Amendments to FRS 2 "Share-based Payment: Group Cash-settled Share-based Payment Transactions"
- Amendments to FRS 7 "Financial Instruments: Disclosures and Presentation" and FRS 1 "First-time Adoption of Financial Reporting Standards"
- Amendments to FRS 132 "Financial Instruments: Presentation"
- 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 "Distribution of Non-cash Assets to Owners"
- IC Interpretation 18 "Transfers of Assets from Customers"
- IC Interpretation 19 "Extinguishing Financial Liabilities with Equity Instruments"
- Improvements to FRSs

The comparative figures presented in the income statement and cash flow statement has been restated. The amount relating to the disposed subsidiary has been separately disclosed under discontinued operations according to FRS 5 "Non-current Assets Held for Sale and Discontinued Operations".

The adoption of the other new and revised FRSs, IC Interpretations and Amendments has no significant impact to the Group's consolidated financial statements of the current quarter or the comparative consolidated financial statements of the prior financial year.

#### A2. Explanatory Comments about the Seasonality or Cyclicity of Interim Operations

The Group's operations were not materially affected by seasonal or cyclical factors.

#### A3. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no significant unusual items that affect the assets, liabilities, equity, net income or cash flows except for as disclosed in Note B9.

#### A4. Material Changes in Estimates

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

#### A5. Capital Management, Issuances, Repurchases, and Repayment of Debt and Equity Securities

The Group's objectives of managing capital are to safeguard the Group's ability to continue in operations as a going concern in order to provide fair returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain an optimal capital structure, the Group may, from time to time, adjust the dividend payout to shareholders, return capital to shareholders, issue new shares, redeem debts or sell assets to reduce debts, where necessary. For capital management purposes, the Group considers shareholders' equity, non-controlling interests and long term liabilities to be the key components in the group's capital structure. The Group monitors capital on the basis of the gearing ratio.

#### A6. Dividends Paid

The dividends paid by the Company are as follows:-

- (a) In respect of the financial year ended 31 January 2011, the first and final tax exempt dividend of 1.25 sen per share, on 609,824,806 ordinary shares, amounting to RM7,622,793, was paid on 22 July 2011.
- (b) In respect of the financial year ended 31 January 2012, the first interim tax exempt dividend of 1.25 sen per share, on 610,229,056 ordinary shares, amounting to RM7,627,846, was paid on 11 November 2011.

# GOLDIS BERHAD

## Notes to the Interim Financial Report

### A7. Operating Segment Reporting

The Group is organised into seven main business segments:-

- |  |   |
|--|---|
| (a) Investment - investment holding company        | (e) Water - Waste water treatment services                        |
| (b) Property - Property investment and development | (f) Aqua - Aquaculture  |
| (c) ICT - Information and communication technology | (g) Hotel   |
| (d) Paper - Paper manufacturing                    | (h) Others - comprise primarily the other operations of the Group |

	Investment RM'000	Property RM'000	ICT RM'000	Paper RM'000	Water RM'000	Aqua RM'000	Hotel RM'000	Others RM'000	Group RM'000
<b>3 months ended 31 October 2011</b>									
Total segment revenue	19,713	11,330	38,824	23,452	2,056	200	6,891	1,488	103,954
Inter-segment revenue	(19,689)	(4,435)	(2,747)	-	(211)	(37)	-	(1,021)	(28,140)
Revenue from external customer	24	6,895	36,077	23,452	1,845	163	6,891	467	75,814
Adjusted EBITDA	220,170	10,952	2,164	(447)	(119)	(682)	(93)	(158)	231,787
Depreciation & amortisation	(25)	(3,527)	(800)	1,147	(527)	(75)	(194)	(75)	(4,076)
Impairment of assets	-	-	-	(7,820)	-	(1,800)	-	-	(9,620)
Finance costs	(102)	(2,973)	(54)	(577)	(120)	(62)	-	-	(3,888)
Share of results of an associate	-	23,437	-	-	-	-	-	-	23,437
Profit before taxation	220,043	27,889	1,310	(7,697)	(766)	(2,619)	(287)	(233)	237,640
Tax	-	-	-	-	-	-	-	-	(625)
Profit from continuing operations	-	-	-	-	-	-	-	-	237,015
Profit from discontinued operations	-	-	-	-	-	-	-	-	-
Profit for the period	-	-	-	-	-	-	-	-	237,015

### 9 months ended 31 October 2011

Total segment revenue	30,488	31,194	106,805	62,176	6,255	637	16,782	2,590	256,927
Inter-segment revenue	(30,282)	(12,525)	(8,309)	-	(1,159)	(85)	-	(1,527)	(53,887)
Revenue from external customer	206	18,669	98,496	62,176	5,096	552	16,782	1,063	203,040
Adjusted EBITDA	222,325	18,366	8,328	690	1,052	(1,745)	(1,874)	(475)	246,667
Depreciation & amortisation	(73)	(10,566)	(2,602)	(2,415)	(1,517)	(222)	(583)	(212)	(18,190)
Impairment of assets	-	-	-	(7,820)	-	(1,800)	-	-	(9,620)
Finance costs	(648)	(8,607)	(174)	(1,600)	(342)	(174)	-	-	(11,545)
Share of results of an associate	-	54,057	-	-	-	-	-	-	54,057
Profit before taxation	221,604	53,250	5,552	(11,145)	(807)	(3,941)	(2,457)	(687)	261,369
Tax	-	-	-	-	-	-	-	-	(1,187)
Profit from continuing operations	-	-	-	-	-	-	-	-	260,182
Profit from discontinued operations	-	-	-	-	-	-	-	-	9,368
Profit for the period	-	-	-	-	-	-	-	-	269,550

### A8. Material Events Subsequent to the End of the Interim Period

There were no material events subsequent to the end of the interim period up to the date of this report.



# GOLDIS BERHAD

## Notes to the Interim Financial Report

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### A9. Effects of Changes in the Composition of the Group

There were no changes in the composition of the Group to the end of the interim period up to the date of this report.

- (i) On 9 February 2011, the Board of Directors of Goldis Berhad ("Goldis") announced that Macro Kiosk Berhad and Macro Mobile Services Sdn Bhd, subsidiaries of Goldis have incorporated a new subsidiary named Macro Kiosk (India) Private Limited ("MKI") in India on 7 February 2011. The Certificate of Incorporation of MKI was received on 9 February 2011.
- (ii) On 8 June 2011, the Board of Directors of Goldis Berhad announced that GoldChina Pte Ltd, a subsidiary of Goldis has been struck-off by the Singapore Accounting and Corporate Regulatory Authority on 9 May 2011.
- (iii) On 29 September 2011, the Board of Directors of Goldis Berhad announced that Sweat Club Sdn Bhd, a wholly-owned subsidiary of Goldis has been dissolved following the submission of Return by Liquidator Relating to Final Meeting with the Companies Commission of Malaysia and Official Receiver.

### A10. Changes in Contingent Liabilities and Contingent Assets since the last annual balance sheet date

The contingent liabilities and contingent assets as at the end of the prior financial year ended 31 January 2011 have remained unchanged.

### A11. Capital Commitments

Authorised capital commitments not recognised in the interim financial statements as at 31 October 2011 are as follows:

	<b>RM'000</b>
Approved and contracted for:	
- Property, plant and equipment	<b>17,900</b>
Approved but not contracted for:	
- Property, plant and equipment	<b>2,700</b>
	<b><u>20,600</u></b>

## GOLDIS BERHAD

### Notes to the Interim Financial Report

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#### B. Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

##### B1. Review of Performance

The Group revenue for the current quarter increased by 50% to RM75.63 million as compared to RM50.6 million in the preceding year corresponding quarter due to higher contribution from the property, ICT, paper and hotel segment. The Group profit before taxation for the current quarter, increased substantially to RM237.6 million as compared to RM6.5 million in the preceding year corresponding quarter. This is mainly due to the gain on disposal of a subsidiary amounting to RM221.2 million during the quarter and higher contribution from the property and investment segment.

The Group revenue for the quarter ended 31 October 2011 increased by 52% to RM203.0 million as compared to RM133.6 million in the preceding year corresponding quarter due to higher contribution from all segments. The Group profit before taxation for continuing operations for the quarter ended 31 October 2011 has increased from RM15.4 million to RM261.4 million. The increase is mainly from the gain on disposal of a subsidiary and share of results of an associate.

##### B2. Comparison with Preceding Quarter's Results

The Group revenue from continuing operations for the current quarter of RM75.8 million, showed an improvement of 13% from RM67.1 million in the preceding quarter due to higher contribution from all segments. The Group profit before taxation from continuing operations for the current quarter increased to RM237.6 million as compared to RM13.0 million, in the preceding quarter due to higher contribution from all segments and the gain on disposal of a subsidiary of RM221.2 million.

##### B3. Current Year Prospects

The Board is of the opinion that the performance of the Group for financial year ending 31 January 2012 will be satisfactory.

##### B4. Variance of Actual Profit from Forecast Profit or Profit Guarantee

The Group did not issue any profit forecast or profit guarantee in the current quarter or in the prior financial year.

##### B5. Statement by Directors

The Group did not disclose or announce any profit forecast or projection in a public document in the current quarter or prior financial year. In the Board of Directors' opinion, the internal targets set by management for the remaining period of the current financial year ending 31 January 2012 are likely to be achieved.

##### B6. Taxation

	Current Quarter RM'000	Current PTD RM'000
Current tax:		
Malaysian tax	625	1,125
Foreign tax	-	62
	<u>625</u>	<u>1,187</u>
Deferred Tax	-	-
	<u>625</u>	<u>1,187</u>

The effective income tax expense of the Group for the current quarter is lower than the statutory tax rate is due to certain income not subject to tax, utilisation of unutilised tax losses brought forward, and unabsorbed capital allowances in certain subsidiaries.

##### B7. Profit or Losses on Sales of Unquoted Investments and Properties

There were no sales of unquoted investments and properties for the current quarter and financial year-to-date except for as disclosed in note B9.

##### B8. Quoted Securities

(a) The purchase, disposal and gains or losses of quoted securities for the current quarter and year-to-date are as follows:

	Current Quarter RM'000	Current PTD RM'000
Total Purchase considerations	12,809	15,284
Total Proceed from disposal	-	3,682
Gain on disposal	-	718
Fair value gain recognised in income statement	217	49
Fair value gain recognised in other comprehensive income	39	693
Reclassification fair value gains previously recognise in other comprehensive income, to profit or loss upon disposal	-	(533)

## GOLDIS BERHAD

### Notes to the Interim Financial Report

#### B. Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

##### B8. Quoted Securities (continued)

(b) The total investments in quoted securities as at 31 October are as follows:

	RM'000
At cost	22,217
At book value/carrying value	26,512
At fair value	<u>26,512</u>

##### B9. Status of Corporate Proposals

There were no corporate proposals announced except for:

On 7 April 2011, Goldis Berhad together with six individual shareholders of HOEPharma Holdings Sdn Bhd (collectively known as the "Vendors") entered into a conditional Sale and Purchase Agreement ("SPA") with Taisho Pharmaceutical Co. Ltd ("Taisho") to dispose Vendors' 8,000,000 ordinary shares of RM1.00 each in HOEPharma Holdings Sdn Bhd ("HPH"), to Taisho for a total cash consideration of RM370 million subject to the purchase price adjustment provisions as set out in the SPA. The proposed disposal had been completed on 1 August 2011 and HPH ceased to be a subsidiary of Goldis.

##### B10. Details of Group Borrowings and Debt Securities

The Groups' borrowings and debts securities as at 31 October 2011 are as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
<b>Current</b>			
Revolving credits	113,023	4,500	117,523
Term loans	33,527	-	33,527
Bank overdraft	-	41	41
	<u>146,550</u>	<u>4,541</u>	<u>151,091</u>
<b>Non-current</b>			
Term loans	92,033	-	92,033
	<u>92,033</u>	<u>-</u>	<u>92,033</u>
<b>Total</b>	<u>238,583</u>	<u>4,541</u>	<u>243,124</u>

The currency exposure profile of bank borrowings is as follows:

	Local currency (in '000)	RM equivalent (in '000)
Ringgit Malaysia	192,201	192,201
Chinese Renminbi	67,000	32,361
US Dollar	5,912	18,562
	<u>265,113</u>	<u>243,124</u>

##### B11. Derivative Financial Instruments

With the adoption of FRS 139, financial derivatives are recognised on their respective contract dates. The related accounting policies are disclosed in note A1 in the section on the Notes to the Interim Report. There are no off-balance sheet financial instruments.

##### B12. Changes in Material Litigations

As at the reporting date, there were no pending material litigations since the last financial year ended 31 January 2011 and up to the reporting date.

##### B13. Proposed Dividends

A second interim dividend of 0.50 sen less tax at 25% and 9.50 sen single tier per ordinary share in respect of the financial year ending 31 January 2012 has been declared by the Board of Directors. The entitlement date for the dividend payment is 3 January 2012 and will be paid on 18 January 2012.

A depositor shall qualify for entitlement to the dividend only in respect of:

- (i) shares transferred to the depositor's securities account before 4.00 pm on 3 January 2012 in respect of the transfers; and
- (ii) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

## GOLDIS BERHAD

### Notes to the Interim Financial Report

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#### B. Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

##### B14. Earnings Per Share

###### (a) Basic Earnings Per Share

The basic earnings per share of the Group is calculated by dividing the net profit attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the financial period.

	Current Quarter	Current PTD
Net profit attributable to ordinary equity holders of the Company (RM'000)		
- from continuing operations	237,405	258,081
- from discontinued operations	-	9,369
Weighted average no. of ordinary shares in issue ('000)	610,207	609,928
Basic earnings per share (sen)		
- from continuing operations	38.91	42.31
- from discontinued operations	-	1.54

###### (b) Diluted Earnings Per Share

For diluted earnings per share of the Group, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all dilutive potential ordinary shares. The Group has dilutive potential ordinary shares from share options granted to employees.

	Current Quarter	Current PTD
Net profit attributable to ordinary equity holders of the Company (RM'000)		
- from continuing operations	237,405	258,081
- from discontinued operations	-	9,369
Weighted average no. of ordinary shares in issue ('000)	610,207	609,928
Adjustments for exercise of ESOS ('000)	269	269
Weighted average number of ordinary shares for diluted earnings per share ('000)	610,476	610,197
Diluted earnings per share (sen)		
- from continuing operations	38.89	42.29
- from discontinued operations	-	1.54

##### B15. Realised and Unrealised Retained Earnings

	As at 31.10.2011	As at 31.1.2011
	RM'000	RM'000
Total Retained Profits		
- Realised	259,921	63,766
- Unrealised	6,753	6,585
	266,674	70,351
Total Share of Retained Profits from Associate		
- Realised	401,483	338,822
- Unrealised	(31,076)	(22,472)
	637,081	386,701
Less: Consolidation Adjustments	3,009	128
Total Retained Profits	640,090	386,829

##### B16. Audit Report Qualification and Status of Matters Raised

The audit report of the Group's annual financial statements for the year ended 31 January 2011 did not contain any qualification.