

BINA PURI HOLDINGS BHD(Company No. 207184 -X)
(Incorporated in Malaysia)**CONDENSED CONSOLIDATED INCOME STATEMENTS
FOR YEAR ENDED 31 DECEMBER 2008**

	Individual Period		Cumulative Period	
	Current Year Quarter	Preceding Year Corresponding Quarter	Current Year To Date	Preceding Year Corresponding Period
	31 Dec 2008 RM'000	31 Dec 2007 RM'000	31 Dec 2008 RM'000	31 Dec 2007 RM'000
Revenue	147,142	190,438	677,330	607,869
Cost of sales	(133,587)	(174,017)	(629,259)	(563,774)
Gross profit	13,555	16,421	48,071	44,095
Other operating income	1,488	1,957	5,375	4,711
Administrative and general expenses	(12,123)	(15,456)	(39,217)	(38,857)
Profit from operations	2,920	2,922	14,229	9,949
Share of results of:				
- associates	(1,225)	(75)	(1,080)	2,118
- jointly controlled entity	126	536	(401)	857
Investment income	191	(236)	328	666
Finance costs	(1,177)	(1,223)	(4,947)	(5,062)
Profit before tax	835	1,924	8,129	8,528
Taxation	(649)	100	(2,875)	(552)
Profit for the period	186	2,024	5,254	7,976
Profit for the period attributable to:				
Equity holders of the parent	54	2,004	4,349	7,020
Minority interests	132	20	905	956
	186	2,024	5,254	7,976
Earnings per share attributable to equity holders of the parent:				
EPS – Basic (sen)	0.06	2.43	5.25	8.59
EPS – Diluted (sen)	-	-	-	-

(The condensed consolidated income statements should be read in conjunction with the annual financial report for YE 31 Dec 2007)

BINA PURI HOLDINGS BHD(Company No. 207184-X)
(Incorporated in Malaysia)**CONDENSED CONSOLIDATED BALANCE SHEETS – 31 DECEMBER 2008**

	As at financial year ended 31 Dec 2008	As at preceding financial year ended 31 Dec 2007
	RM'000 (Unaudited)	RM'000 (Audited)
NON-CURRENT ASSETS		
Property, plant and equipment	55,251	58,544
Prepaid lease payments	1,925	2,034
Investment property	1,130	1,135
Investments in associates	32,344	4,157
Investment in jointly controlled entity	478	857
Other investments	7,270	7,381
Land held for property development	13,257	10,257
Expressway development expenditure	-	14,309
Deferred tax asset	778	853
	<u>112,433</u>	<u>99,527</u>
CURRENT ASSETS		
Inventories	4,978	5,123
Property development costs	906	15,967
Gross amount due from customers	72,179	94,265
Trade and other receivables	243,534	248,663
Tax recoverable	2,560	3,071
Fixed and time deposits	13,224	18,486
Cash and bank balances	21,177	14,941
	<u>358,558</u>	<u>400,516</u>
TOTAL ASSETS	<u>470,991</u>	<u>500,043</u>
EQUITY		
Share capital	83,610	82,666
Share premium (non-distributable)	3,288	3,288
Capital reserve (non-distributable)	15,722	15,682
Merger reserve (non-distributable)	-	40
Foreign currency translation reserve	(1,092)	-
Accumulated loss	<u>(26,013)</u>	<u>(27,910)</u>
Equity attributable to shareholders of the Company	75,515	73,766
MINORITY INTERESTS	<u>10,943</u>	<u>11,470</u>
TOTAL EQUITY	<u>86,458</u>	<u>85,236</u>
NON-CURRENT LIABILITIES		
Hire purchase and finance lease liabilities	4,261	6,445
Bank term loans	4,452	2,747
Government grant	79	90
Deferred tax liabilities	297	652
	9,089	9,934
CURRENT LIABILITIES		
Gross amount due to customers	5,812	260
Trade and other payables	221,449	219,992
Hire purchase liabilities	3,279	3,156
Tax payable	731	288
Bank borrowings	144,173	181,177
	<u>375,444</u>	<u>404,873</u>
TOTAL LIABILITIES	<u>384,533</u>	<u>414,807</u>
TOTAL EQUITY AND LIABILITIES	<u>470,991</u>	<u>500,043</u>
Net assets per share attributable to shareholders of the Company (RM)	0.9032	0.8923

(The condensed consolidated balance sheet should be read in conjunction with the annual financial report for year ended 31 Dec 2007)

BINA PURI HOLDINGS BHD(Company No. 207184-X)
(Incorporated in Malaysia)**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2008**

	-----Non-distributable-----							
	Share Capital	Share Premium	Merger Reserve	Capital Reserve	Accumulated Loss	Foreign Currency Exchange Reserve	Minority Interests	Total
RM'000								
31 December 2008								
At 1 January 2008	82,666	3,288	40	15,682	(27,910)		11,470	85,236
Transfer from merger reserve			(40)	40				-
Net profit for the year					4,349		905	5,254
Dividend paid					(2,452)			(2,452)
Translation differences						(1,092)		(1,092)
Disposal of shares in subsidiaries							(1,432)	(1,432)
Issue of shares	944							944
Balance at 31 Dec 2008	83,610	3,288	-	15,722	(26,013)	(1,092)	10,943	86,458
31 December 2007								
At 1 January 2007	80,925	3,288	40	15,682	(31,951)		10,664	78,648
Issue of shares	1,741							1,741
Acquisition of additional shares in a subsidiary from minority interests							(27)	(27)
Net profit for the year					7,020		956	7,976
Dividends paid								
- Dividend of the Company					(2,979)			(2,979)
- Dividend of subsidiaries							(123)	(123)
Balance at 31 Dec 2007	82,666	3,288	40	15,682	(27,910)	-	11,470	85,236

(The condensed consolidated statements of changes in equity should be read in conjunction with the annual financial report for year ended 31 Dec 2007)

BINA PURI HOLDINGS BHD

(Company No. 207184-X)

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED CASH FLOW STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2008**

	Current year To date 31 Dec 2008 RM'000	Preceding year corresponding period 31 Dec 2007 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Net profit before tax	8,129	8,528
<i>Adjustments for:</i>		
Non-cash items	8,589	5,351
Non-operating items	10,600	10,071
Operating profit before changes in working capital	27,318	23,950
Changes in inventories	146	2,045
Changes in property development	12,060	2,151
Changes in receivables	25,625	124,232
Changes in payables	17,801	46,057
Cash generated/(utilized) in operating activities	82,950	198,435
Expressway development expenditure	(167)	(1,213)
Interest paid	(10,084)	(11,095)
Tax paid	(2,202)	(474)
Net cash flows from operating activities	70,497	185,653
CASH FLOWS FROM INVESTING ACTIVITIES		
Equity investments	(27,376)	(6,122)
Other investments	3,707	(9,264)
	(23,669)	(15,386)
CASH FLOWS FROM FINANCING ACTIVITIES		
(Repayment) / Drawdown of bank borrowings, net	(43,733)	(172,142)
Payment of hire purchase instalments	(3,367)	(2,543)
Hire purchase term charges paid	(738)	(423)
Proceeds from issue of shares	944	1,741
Shares issued to minority shareholders	230	(27)
Dividend paid to shareholders of the Company	(2,452)	(2,979)
Dividend paid to minority interests	-	(123)
	(49,116)	(176,496)
NET CHANGES IN CASH AND CASH EQUIVALENTS	(2,288)	(6,229)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	(8,915)	(2,686)
CASH AND CASH EQUIVALENTS AT END OF YEAR	(11,203)	(8,915)
<i>Represented by:</i>		
TIME DEPOSITS	-	92
CASH AND BANK BALANCES	21,177	14,941
BANK OVERDRAFTS	(32,380)	(23,948)
	(11,203)	(8,915)

(The condensed consolidated cash flow statements should be read in conjunction with the annual financial report for year ended 31 Dec 07)

PART A : Explanatory notes pursuant to FRS 134

A1. Basis of preparation

The consolidated interim financial statements are unaudited and have been prepared in accordance with Financial Reporting Standard (“FRS”) 134: “Interim Financial Reporting” and Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the Group’s annual audited financial statements for the year ended 31 December 2007.

A2. Changes in accounting policies

The significant accounting policies adopted are consistent with those of the audited financial statements for year ended 31 December 2007 except for the adoption of the following revised FRS effective for the financial period beginning 1 January 2008:

FRS 107	Cash Flow Statements
FRS 111	Construction Contracts
FRS 112	Income Taxes
FRS 118	Revenue
FRS 134	Interim Financial Reporting
FRS 137	Provision, Contingent Liabilities and Contingent Assets

The adoption of the abovementioned FRSs does not have any significant financial impact on the financial statements of the Group.

The Group has not opted for early adoption of FRS 139 Financial Instruments : Recognition and Measurement, which has been deferred to an effective date yet to be announced.

A3. Audit qualification

The financial statements of the Group for the year ended 31 December 2007 were not subject to any audit qualification.

A4. Seasonal or cyclical factors

The business operations of the Group were not significantly affected by seasonal or cyclical factors.

A5. Exceptional items

There were no exceptional items for the financial year under review.

A6. Changes in estimates

There were no material changes in estimates reported in prior financial years.

A7. Issuances and repayments of debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current financial period except for the issuance of 944,400 new ordinary shares of RM1 each, pursuant to the exercise of the Employees’ Share Option Scheme.

A8. SEGMENTAL ANALYSIS

The Group's operations comprise the following business segments:

- (i) Construction - contractor of earthworks, building and road construction
- (ii) Property development - property developer
- (iii) Polyol manufacturing - manufacturer of polyol
- (iv) Quarry and ready mix concrete - quarry operator and producer of ready mix concrete

31 December 2008	Construction	Property development	Polyol manufacturing	Quarry and ready mix concrete	Others	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
REVENUE							
External sales	539,476	43,575	18,684	75,595	-	-	677,330
Inter-segment sales	451	-	-	15,225	-	(15,676)	-
	-----	-----	-----	-----	-----	-----	-----
Total revenue	539,927	43,575	18,684	90,820	-	(15,676)	677,330
	=====	=====	=====	=====	=====	=====	=====
RESULTS							
Segment operating profit/(loss)	6,474	5,199	190	3,065	(117)	(582)	14,229
Investment income	277	-	-	51	-	-	328
Share of profit of jointly controlled entities	(401)						(401)
Share of associated companies' profits less losses	(1,445)	-	-	365	-	-	(1,080)
Finance costs	(3,490)	(702)	(171)	(584)	-	-	(4,947)
	-----	-----	-----	-----	-----	-----	-----
Profit before taxation	1,415	4,497	19	2,897	(117)	(582)	8,129
	=====	=====	=====	=====	=====	=====	=====

31 December 2007	Construction	Property development	Polyol manufacturing	Quarry and ready mix concrete	Others	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
REVENUE							
External sales	456,362	35,625	23,322	92,560	-	-	607,869
Inter-segment sales	427	-	-	15,249	-	(15,676)	-
	-----	-----	-----	-----	-----	-----	-----
Total revenue	456,789	35,625	23,322	107,809	-	(15,676)	607,869
	=====	=====	=====	=====	=====	=====	=====
RESULTS							
Segment operating profit/(loss)	2,617	2,646	1,099	3,375	87	125	9,949
Investment income	846	-	-	(30)	-	(150)	666
Share of associated companies' profits less losses	1,788	-	-	330	-	-	2,118
Share of profit of jointly controlled entities	857						857
Finance costs	(4,574)	-	(138)	(350)	-	-	(5,062)
	-----	-----	-----	-----	-----	-----	-----
Profit before taxation	1,534	2,646	961	3,325	87	25	8,528
	=====	=====	=====	=====	=====	=====	=====

A9. Dividend paid

For the financial year ended 31 Dec 2008, an interim dividend of 2% less 25% tax was paid on 9 January 2009	RM1,254,148
For the financial year ended 31 Dec 2007, a final dividend of 4% less 26% tax was paid on 18 August 2008	RM2,452,289

	RM3,706,437
	=====

A10. Valuations of property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation. The valuations of property, plant and equipment have been brought forward without any amendments from the previous annual financial statements.

A11. Events subsequent to the end of the period

In the opinion of the directors, there has not arisen in the interval between the end of the current quarter and the date of the announcement, any item, transaction or event of a material and unusual nature likely to affect substantially the result of the Group.

A12. Changes in the composition of the Group

There were no material changes in the composition of the Group during the period under review other than the followings:-

- (i) reduced its equity interest in KL-Kuala Selangor Expressway Bhd (KL-KSE) by disposing 500,000 ordinary shares of RM1 each, representing 10% of the issued and paid-up share capital of KL-KSE at a cash consideration of RM500,000. Arising from the disposal, KL-KSE has ceased to be a subsidiary of the Group but has become a 50% associate.
- (ii) increased its equity interest in Sungai Long Properties Sdn Bhd (SLPSB) from 50% to 100% by acquiring 50,000 ordinary shares of RM1 each, representing 50% of the issued and paid-up share capital of SLPSB at a cash consideration of RM1.
- (iii) reduced 50% of its equity interest in Konsortium Syarikat Bina Puri – TA 3 JV Sdn Bhd (KSBPTA3) formerly known as Bina Puri Plantation Sdn Bhd by disposing 1 ordinary share of RM1 at a cash consideration of RM1. Subsequently, the Group increased its equity interest in KSBPTA3 from 50% to 70% by acquiring an additional 69 ordinary shares of RM1 each at a cash consideration of RM69.
- (iv) increased its equity interest in Bina Puri Mining Ventures Sdn Bhd (BPMV) from 60% to 80% by acquiring 40,000 ordinary shares of RM1 each, representing 20% of the issued and paid-up share capital of BPMV at a cash consideration of RM1.

A13. Changes in contingent liabilities or contingent assets

The changes in contingent liabilities since 31 December 2007 were as follows:

	31 Dec 07 RM'000	Changes RM'000	13 Feb 08 RM'000
Guarantees given for performance bonds granted to an associated company	27,612	10,754	38,366
Guarantees given in favour of financial institutions for credit facilities granted to associated companies	74	147,657	147,731
Guarantees given to secure hire purchase liabilities of a former associate	72	(33)	39
	----- 27,758 =====	----- 158,378 =====	----- 186,136 =====

B : Additional notes to Bursa Malaysia Securities Berhad listing requirements

B1. Review of performance of the company and its principal subsidiaries

For the year ended 31 December 2008, the Group achieved a revenue of RM677.3 million and profit before tax of RM8.1 million as compared to the previous corresponding year of RM607.9 million and RM8.5 million respectively

The construction division recorded a revenue of RM539.9 million and profit before tax of RM1.4 million as compared to the previous corresponding year of RM456.8 million and RM1.5 million respectively. The performance of the division was affected by the increase in building material costs such as steel bar, diesel and cement. In addition, the performance of this division was affected by the loss incurred by the associated company.

The property division recorded a revenue of RM43.6 million and profit before tax of RM4.5 million as compared to the previous corresponding year of RM35.6 million and RM2.6 million respectively. The improved performance of this division was mainly attributable to progressive profit recognised from Jesselton Condominium and Taman Malawa Apartment Phase 2 sold during the year.

The quarry and ready mix concrete division recorded a revenue of RM90.8 million and profit before tax of RM2.9 million as compared to the previous corresponding year of RM107.8 million and RM3.3 million respectively. The performance of this division was affected by lower road paving works secured during the year.

The polyol division recorded a revenue of RM18.7 million and profit before tax of RM19,000 as compared to the previous corresponding year of RM23.3 million and RM961,000 respectively. The performance of the division was affected by lack of export market due to the global economic slowdown.

B2. Material changes in the quarterly results as compared with the immediate preceding quarter

During the quarter under review, the Group achieved a revenue of RM147.1 million as compared to the immediate preceding quarter of RM200.2 million.

The Group's recorded a profit before tax of RM0.8 million for the 4th quarter ended 31 December 2008 as compared to the preceding quarter of RM2.4 million.

The performance for 4th quarter 2008 was due to lower margin as a result of higher construction and building material costs.

B3. Prospects

The Group will continue to focus on and enhance its main core businesses. Despite the tough challenges within the highly competitive industry, the Group has successfully secured several new projects locally and overseas in Thailand, U.A.E., Pakistan and Brunei. We are looking forward to securing more overseas contracts in Vietnam and Middle East. The current value of contract work in progress is approximately RM1.8 billion, which is expected to provide a steady stream of revenue for the Group over the next three years.

The Group will continue to carry out critical review of its various core businesses to improve operational efficiencies especially in the areas of credit, cost control and cash flow management.

B4. Profit forecast or profit guarantee**(a) Variance of actual profit from forecast profit**

Not applicable

(b) Shortfall in the profit guarantee

Not applicable

B5. Taxation

	Individual Period		Cumulative Period	
	Current Year	Preceding Year	Current Year	Preceding Year
	31 Dec 2008	31 Dec 2007	31 Dec 2008	31 Dec 2007
	RM'000	RM'000	RM'000	RM'000
Malaysian tax expense				
- Current	192	540	649	949
- Deferred	57	513	(113)	776
Overseas tax expense	486	54	2,459	54
	-----	-----	-----	-----
	735	1,107	2,995	1,779
Over-estimation of tax in prior years	(86)	(1,207)	(120)	(1,227)
	-----	-----	-----	-----
	649	(100)	2,875	552
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The Group's effective tax rate for the year ended 31 Dec 2008 was higher than the statutory rate mainly because of higher tax rate incurred for overseas operations.

B6. Profit on sale of unquoted investments and / or properties

There were no sales of unquoted investments and properties during the financial year under review.

B7. Quoted securities

(a) There were no purchases or disposals of quoted securities for the financial year under review.

(b) Total investments in quoted securities as at 31 December 2008 were as follows:

	RM'000
(i) At cost	-
(ii) At carrying value / book value	-
(iii) At market value	-

B8. Status of corporate proposals

There were no pending corporate proposals.

B9. Group borrowings and debt securities

The group borrowings as at 31 December 2008 are as follows:

	<-----31 December 2008----->			31 Dec 2007
RM'000	Repayable within next 12 months	Repayable after next 12 months	Total outstanding	Total outstanding
(a) Long term loans (secured)	1,200	3,200	4,400	1,524
(b) Short term loans				
- Secured	14,219	-	14,219	12,565
- Unsecured	65,043	-	65,043	74,937
	79,262	-	79,262	87,502
(c) Project financing (secured)	63,711	1,252	64,963	94,898
Total borrowings	144,173	4,452	148,625	183,924

All of the above borrowings are denominated in Ringgit Malaysia.

B10. Off balance sheet financial instruments

There were no material financial instruments with off balance sheet risk as at date of this report.

B11. Changes in material litigation

The Group is involved in the following litigation:

A writ action was filed against the Company in the Shah Alam High Court by Kimpoint Sdn Bhd (“Kimpoint”) for a sum of RM8,773,437.50 purportedly owed under a contract. The Company has in turn filed a counter claim against Kimpoint for the return of a sum of RM1,226,562.50. Kimpoint applied to amend their Statement of Claim to which the Company objected. On 18 December 2006, the court dismissed with costs Kimpoint’s application to amend the Statement of Claim and on 20 December 2006, Kimpoint filed notice of appeal. The appeal to judge in Chamber is fixed on 10 July 2008. On 10 July 2008, the court adjourned to 11 August 2008 as the court file could not be located. On 11 August, 2008 court directed for Kimpoint to submit their written submission on 2 September 2007, our submission on 23 September 2008, Kimpoint reply to our submission on 14 October 2008 and hearing or clarification fixed on 11 February 2009. Hearing or clarification postponed to a date yet to be fixed.

Save for the above, there was no material litigation that might adversely and materially affect the position of the Group.

B12. Dividend

For the financial year ended 31 December 2008, the Directors approved an interim dividend of 2% less income tax at 25% on 83,609,900 ordinary shares, amounting to RM1,254,148 and had been subsequently paid on 9 January 2009.

Subject to the shareholders’ approval at the forthcoming Annual General Meeting, a final dividend in respect of the financial year ended 31 December 2008 has been recommended as follows:

- 1) A final dividend of 2% less income tax at 25%
- 2) Date of payment will be determined later
- 3) In respect of deposited securities, entitlement to dividends will be determined on the basis of the record of depositors as at a date to be determined later.

The total dividend per share for the current financial year is 4% less income tax at 25% as compared to the previous financial year ended 31 December 2007 of 6% (4% less income tax at 26% and 2% less income tax at 27%).

B13. Earnings per share

	Individual Period		Cumulative Period	
	Current Year	Preceding Year	Current Year	Preceding Year
	31 Dec 2008	31 Dec 2007	31 Dec 2008	31 Dec 2007
	RM’000	RM’000	RM’000	RM’000
a Basic earnings per share				
Net profit for the year (RM’000)	54	2,004	4,349	7,020
Weighted average number of ordinary shares in issue (’000)	83,407	82,665	82,905	81,712
Basic earnings per share (sen)	0.06	2.43	5.25	8.59

b Diluted earnings per share

The diluted earnings per share for the current financial period is not disclosed as the potential ordinary shares arising from the exercise of options under the ESOS at fair value, has anti-dilutive effect.

By Order of the Board

**Toh Gaik Bee
Senior Group Company Secretary
19 February 2009**