

**BINA PURI HOLDINGS BHD**

(Company No. 207184-X)

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED INCOME STATEMENTS  
FOR PERIOD ENDED 31 MARCH 2009**

	Current Year Quarter 31 Mar 2009 RM'000	Preceding Year Corresponding Period 31 Mar 2008 RM'000
Revenue	134,952	150,595
Cost of sales	(125,588)	(141,298)
Gross profit	9,364	9,297
Other operating income	1,887	827
Administrative and general expenses	(8,625)	(8,000)
Profit from operations	2,626	2,124
Investment income	202	29
Share of results of -associates	200	653
-jointly controlled entity	60	258
Finance costs	(1,461)	(1,287)
Profit before tax	1,627	1,777
Taxation	(281)	(142)
Profit for the period	1,346	1,635
<b>Profit for the period attributable to:</b>		
Shareholders of the Company	1,015	1,199
Minority interests	331	436
	1,346	1,635
<b>Earnings per share attributable to equity holders of the parent:</b>		
EPS – Basic (sen)	1.21	1.45
EPS – Diluted (sen)	-	-

(The condensed consolidated income statements should be read in conjunction with the annual financial report for YE 31 Dec 2008)

**BINA PURI HOLDINGS BHD**

(Company No. 207184-X)

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED BALANCE SHEETS – 31 MARCH 2009**

	As at financial period ended 31 Mar 2009	As at preceding financial year ended 31 Dec 2008
	RM'000 (Unaudited)	RM'000 (Audited)
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	55,503	55,251
Prepaid lease payments	1,898	1,924
Investment properties	720	1,130
Investments in associates	32,543	32,307
Investment in jointly controlled entity	548	479
Other investments	7,270	7,270
Land held for property development	13,257	13,257
Deferred tax asset	778	778
	<u>112,517</u>	<u>112,396</u>
<b>CURRENT ASSETS</b>		
Inventories	4,974	5,008
Property development costs	288	876
Gross amount due from customers	95,073	69,359
Trade and other receivables	221,818	248,227
Tax recoverable	603	2,561
Fixed and time deposits	15,364	13,705
Cash and bank balances	16,355	20,929
	<u>354,475</u>	<u>360,665</u>
	<u>466,992</u>	<u>473,061</u>
<b>TOTAL ASSETS</b>		
<b>EQUITY</b>		
Share capital	83,782	83,610
Share premium (non-distributable)	3,288	3,288
Capital reserve (non-distributable)	15,682	15,682
Exchange fluctuation reserve (non-distributable)	(768)	(1,112)
Accumulated loss	(26,278)	(26,039)
Equity attributable to shareholders of the Company	<u>75,706</u>	<u>75,429</u>
<b>MINORITY INTERESTS</b>	11,251	10,920
<b>TOTAL EQUITY</b>	<u>86,957</u>	<u>86,349</u>
<b>NON-CURRENT LIABILITIES</b>		
Hire purchase and finance lease liabilities	4,840	4,501
Bank term loans	4,106	4,580
Government grant	77	79
Deferred tax liabilities	298	302
	<u>9,321</u>	<u>9,462</u>
<b>CURRENT LIABILITIES</b>		
Gross amount due to customers	2,356	5,812
Trade and other payables	212,547	223,683
Hire purchase liabilities	2,961	3,040
Tax payable	793	720
Bank borrowings	152,057	143,995
	<u>370,714</u>	<u>377,250</u>
<b>TOTAL LIABILITIES</b>	<u>380,035</u>	<u>386,712</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<u>466,992</u>	<u>473,061</u>
<b>Net assets per share attributable to shareholders of the Company (RM)</b>	0.9036	0.9022

(The condensed consolidated balance sheet should be read in conjunction with the annual financial report for year ended 31 Dec 2008)

**BINA PURI HOLDINGS BHD**(Company No. 207184-X)  
(Incorporated in Malaysia)**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
FOR THE PERIOD ENDED 31 MARCH 2009**

	-----Non-distributable-----							
	Share Capital	Share Premium	Merger Reserve	Capital Reserve	Accumulated Loss	Exchange Fluctuation Reserve	Minority Interests	Total
RM'000								
<b>31 March 2009</b>								
At 1 January 2009	83,610	3,288	-	15,682	(26,039)	(1,112)	10,920	86,349
Net profit for the period					1,015		331	1,346
Dividend paid					(1,254)			(1,254)
Exchange translation differences						344		344
Issue of shares	172							172
Balance at 31 March 2009	83,782	3,288	-	15,682	(26,278)	(768)	11,251	86,957
<b>31 March 2008</b>								
At 1 January 2008	82,666	3,288	40	15,682	(27,910)		11,470	85,236
Issue of shares	3							3
Net profit for the period					1,199		436	1,635
Exchange translation differences						(264)		(264)
Balance at 31 March 2008	82,669	3,288	40	15,682	(26,711)	(264)	11,906	86,610

(The condensed consolidated statements of changes in equity should be read in conjunction with the annual financial report for year ended 31 Dec 2008)

**BINA PURI HOLDINGS BHD**

(Company No. 207184-X)

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED CASH FLOW STATEMENTS  
FOR THE PERIOD ENED 31 MARCH 2009**

	Current year To date 31 March 2009 RM'000	Preceding year corresponding period 31 March 2008 RM'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net profit before tax	1,627	1,777
<i>Adjustments for:</i>		
Non-cash items	928	814
Non-operating items	2,339	2,767
Operating profit before changes in working capital	4,894	5,358
Changes in inventories	33	166
Changes in property development	589	9,466
Changes in receivables	696	26,468
Changes in payables	(14,593)	(25,014)
Cash ( utilised) / generated from operating activities	(8,381)	16,444
Expressway development expenditure	-	(25)
Interest paid	(2,399)	(2,661)
Tax refund / ( paid)	1,733	(513)
Net cash flows from operating activities	(9,047)	13,245
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Equity investments	-	117
Other investments	(1,265)	491
	(1,265)	608
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
(Repayment) / Drawdown of bank borrowings, net	(6,502)	(2,568)
Payment of hire purchase instalments	(887)	(837)
Hire purchase term charges paid	(143)	(144)
Proceeds from issue of shares	172	3
Dividend paid to shareholders of the Company	(1,254)	-
	(8,614)	(3,546)
<b>EFFECT OF CHANGES IN EXCHANGE RATES</b>	262	17
<b>NET CHANGES IN CASH AND CASH EQUIVALENTS</b>	(18,926)	10,307
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>	(11,403)	(8,915)
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	(30,067)	1,409
<i>Represented by:</i>		
<b>CASH AND BANK BALANCES</b>	16,355	15,665
<b>BANK OVERDRAFTS</b>	(46,422)	(14,256)
	(30,067)	1,409

(The condensed consolidated cash flow statements should be read in conjunction with the annual financial report for year ended 31 Dec 08)

## **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 2008.

### **A2. Changes in accounting policies**

The significant accounting policies adopted are consistent with those of the audited financial statements for year ended 31 December 2008.

### **A3. Audit qualification**

The financial statements of the Group for the year ended 31 December 2008 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 period 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 172,200 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

<b>31 March 2009</b>	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
<b>REVENUE</b>							
External sales	109,869	7,433	3,806	13,844	-	-	134,952
Inter-segment sales	112	-	-	1,608	-	(1,720)	-
	-----	-----	-----	-----	-----	-----	-----
Total revenue	109,981	7,433	3,806	15,452	-	(1,720)	134,952
	=====	=====	=====	=====	=====	=====	=====
<b>RESULTS</b>							
Segment operating profit	1,252	656	4	588	126	-	2,626
Investment income	202	-	-	-	-	-	202
Share of results of							
- associates	(18)	-	-	218	-	-	200
- jointly controlled entity	60	-	-	-	-	-	60
Finance costs	(1,202)	(91)	(49)	(119)	-	-	(1,461)
	-----	-----	-----	-----	-----	-----	-----
Profit before taxation	294	565	(45)	687	126	-	1,627
	=====	=====	=====	=====	=====	=====	=====

<b>31 March 2008</b>	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
<b>REVENUE</b>							
External sales	104,843	21,206	4,286	20,260	-	-	150,595
Inter-segment sales	115	-	-	6,570	-	(6,685)	-
	-----	-----	-----	-----	-----	-----	-----
Total revenue	104,958	21,206	4,286	26,830	-	(6,685)	150,595
	=====	=====	=====	=====	=====	=====	=====
<b>RESULTS</b>							
Segment operating profit	896	389	309	532	18	(20)	2,124
Investment income	29	-	-	-	-	-	29
Share of results of							
- associates	63	-	-	590	-	-	653
- jointly controlled entity	258	-	-		-	-	258
Finance costs	(1,096)	-	(36)	(155)	-	-	(1,287)
	-----	-----	-----	-----	-----	-----	-----
Profit before taxation	150	389	273	967	18	(20)	1,777
	=====	=====	=====	=====	=====	=====	=====

**A9. Dividend paid**

The interim dividend of 2% less 25% tax amounting to RM1,254,148 for the financial year ended 31 December 2008 was paid on 9 January 2009

**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 except for the following proposals:

- (a) Proposed increase in the authorised share capital of the Company from RM100,000,000 comprising 100,000,000 shares to RM500,000,000 comprising 500,000,000 shares.
- (b) Proposed capitalisation of debt via a restricted issue of up to 20,000,000 new ordinary shares of RM1 each, representing 19.27% of the enlarged issued and paid up share capital of the Company, to Bumimaju Mawar Sdn Bhd at an indicative issue price of RM1 per share.

**A12. Changes in the composition of the Group**

There were no material changes in the composition of the Group during the period under review.

**A13. Changes in contingent liabilities or contingent assets**

The changes in contingent liabilities since 31 December 2008 were as follows:

	<b>31 Dec 08</b> <b>RM'000</b>	<b>Changes</b> <b>RM'000</b>	<b>22 May 09</b> <b>RM'000</b>
Guarantees given in favour of financial institutions for credit facilities granted to associated companies	186,098	104,923	291,021
	=====	=====	=====

**A14. Capital commitments**

	<b>31 March 2009</b> <b>RM'000</b>	<b>31 March 2008</b> <b>RM'000</b>
Approved commitments in respect of capital expenditure	-	-
	=====	=====



## **B : Additional notes to Bursa Malaysia Securities Berhad listing requirements**

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

For the period ended 31 March 2009, the Group achieved a revenue of RM135.0 million and profit before tax of RM1.6 million as compared to the previous corresponding period of RM150.6 million and RM1.8 million respectively

The construction division recorded a revenue of RM110.0 million and profit before tax of RM0.3 million as compared to the previous corresponding period of RM105.0 million and RM0.2 million respectively. The performance of the division would improve when the new projects secured in 2009 commence.

The property division recorded a revenue of RM7.4 million and profit before tax of RM0.5 million as compared to the previous corresponding period of RM21.2 million and RM0.4 million respectively. The improved performance of this division was mainly attributable to progressive profit recognised from Taman Malawa Apartment Phase 2 sold during the period.

The quarry and ready mix concrete division recorded a revenue of RM15.5 million and profit before tax of RM0.7 million as compared to the previous corresponding period of RM26.8 million and RM1.0 million respectively. The performance of this division was affected by lower road paving works secured during the period.

The polyol division recorded a revenue of RM3.8 million and loss before tax of RM45,000 as compared to the previous corresponding period of RM4.3 million and profit before tax of RM273,000 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 RM135.0 million as compared to the immediate preceding quarter of RM146.4 million.

The Group's recorded a profit before tax of RM1.6 million for the 1<sup>st</sup> quarter ended 31 March 2009 as compared to the preceding quarter of RM0.7 million.

The performance for 4<sup>th</sup> 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 RM2.5 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**

	Current Year	Preceding Year
	31 March 2009	31 March 2008
	RM'000	RM'000
Malaysian tax expense		
- Current	133	156
- Deferred	(3)	(14)
Overseas tax expense	151	-
	-----	-----
	281	142
	-----	-----

The Group's effective tax rate for the period ended 31 March 2009 was lower than the statutory rate mainly because of the exempt income from foreign countries.

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

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

**B7. Quoted securities**

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

(b) Total investments in quoted securities as at 31 March 2009 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 March 2009 are as follows:

	<-----31 March 2009----->		31 Dec 2008	
	Repayable within next 12 months	Repayable after next 12 months	Total outstanding	Total outstanding
	RM'000			
(a) Long term loans				
(secured)	1,200	2,900	4,100	4,400
(b) Short term loans				
- Secured	14,340	-	14,340	14,219
- Unsecured	67,591	-	67,591	64,993
	81,931	-	81,931	79,212
(c) Project financing				
(secured)	68,926	1,206	70,132	64,963
<b>Total borrowings</b>	<b>152,057</b>	<b>4,106</b>	<b>156,163</b>	<b>148,575</b>

The borrowings were denominated in the following currencies:

	31 March 2009	31 December 2008
	RM'000	RM'000
Ringgit Malaysia	146,329	139,232
United States Dollars	9,834	9,343
	<u>156,163</u>	<u>148,575</u>

## 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

Kimpoint Sdn Bhd ("Kimpoint") had on 17 September 1999 commenced legal proceedings against the Company in the Shah Alam High Court vide Suit No. MT2-22-1043-99 claiming the sum of RM8,773,437 for alleged breach of an agreement entered into between Kimpoint and the Company. The agreement is in regard to the appointment of Kimpoint to secure a project and lease over lands owned by Selangor and Wilayah Chha Yong Fay Choon Kuan Association in consideration of a sum of RM10,000,000. Kimpoint's summary judgement application was refused by the Registrar and Kimpoint filed an appeal to the Judge in Chambers against the decision. The Company has in turn filed a counter claim against Kimpoint together with its Defence on 11 January 2009 for the return of the sum of RM1,226,562 paid to Kimpoint, as Kimpoint had failed to fulfill its obligations under the agreement. Kimpoint had on 8 June 2005 filed an application to amend its Statement of Claim but its application was dismissed by the Senior Assistant Registrar on 18 December 2006. Kimpoint appealed against the Senior Assistant Registrar's decision on the Judge in Chambers on 20 December 2006 and the hearing of Kimpoint's appeal has been fixed on 10 August 2009.

The Company's solicitors are of the opinion that the Company has a fair chance of defending the suit.

**B12. Dividend**

No dividend has been declared during the financial period under review.

**B13. Earnings per share**

	Current Year 31Mar 2009 RM'000	Preceding Year 31 Mar 2008 RM'000
<b>a Basic earnings per share</b>		
Net profit for the year (RM'000)	1,015	1,199
Weighted average number of ordinary shares in issue ('000)	83,765	82,666
Basic earnings per share (sen)	1.21	1.45

**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**  
**28 May 2009**