

**SHL CONSOLIDATED BHD**  
**CONDENSED CONSOLIDATED INCOME STATEMENTS**  
**Financial Year Ended 31 March 2010**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT	PRECEDING	CURRENT	PRECEDING
	YEAR	YEAR	YEAR	YEAR
	QUARTER	CORRESPONDING	TO DATE	CORRESPONDING
	31-03-10	31-03-09	31-03-10	31-03-09
	RM'000	RM'000	RM'000	RM'000
1. Revenue	64,358	48,912	252,131	264,613
2. Cost of sales	(44,218)	(39,329)	(199,459)	(220,265)
3. <b>Gross Profit</b>	<b>20,140</b>	<b>9,583</b>	<b>52,672</b>	<b>44,348</b>
4. Other Income	3,151	230	7,914	4,036
5. Distribution Costs	(719)	(803)	(2,933)	(2,955)
6. Administration Expenses	(13,077)	(4,757)	(21,813)	(13,714)
7. <b>Profit from Operations</b>	<b>9,495</b>	<b>4,253</b>	<b>35,840</b>	<b>31,715</b>
8. Finance Costs	(66)	(101)	(692)	(859)
9. Profit / (Loss) from Associate	(4)	(21)	(9)	(25)
10. <b>Profit before Taxation</b>	<b>9,425</b>	<b>4,131</b>	<b>35,139</b>	<b>30,831</b>
11. Taxation	(1,702)	(1,228)	(8,069)	(8,926)
12. <b>Profit for the Year</b>	<b>7,723</b>	<b>2,903</b>	<b>27,070</b>	<b>21,905</b>
<b>Attributable to:</b>				
13. <b>Equity holders of the parent</b>	<b>7,723</b>	<b>2,903</b>	<b>27,070</b>	<b>21,905</b>
<b>Earnings per share attributable to equity holders of the parent:</b>				
14. <b>Basic &amp; Fully Diluted (Sen)</b>	<b>3.19</b>	<b>1.20</b>	<b>11.18</b>	<b>9.05</b>

*(The Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Report for the year ended 31 March 2009)*

**SHL CONSOLIDATED BHD**  
**CONDENSED CONSOLIDATED BALANCE SHEET**  
**As at 31 March 2010**

	As At 31-03-2010 RM'000	As At 31-03-2009 RM'000
<b>ASSETS</b>		
<b>Non-current assets</b>		
1. Property, plant and equipment	220,852	220,040
2. Investment in associate	1,257	1,266
3. Investment properties	16,147	44,893
4. Land held for property development	4,446	44,760
5. Intangible assets	5,116	15,346
6. Investments	125	125
7. Trust account	1,226	1,255
8. Deferred tax assets	3,470	3,051
9. Prepaid lease payments	1,140	1,071
	<b>253,779</b>	<b>331,807</b>
<b>10. Current assets</b>		
10.1 Property development costs	158,678	199,458
10.2 Inventories	36,861	65,019
10.3 Trade and other receivables	54,927	69,679
10.4 Current Tax Assets	2,938	3,370
10.5 Cash and deposits	116,736	27,887
	<b>370,140</b>	<b>365,413</b>
<b>11. TOTAL ASSETS</b>	<b>623,919</b>	<b>697,220</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the parent</b>		
12. Share capital	242,124	242,124
13. Reserves	291,822	275,708
<b>14. Total equity</b>	<b>533,946</b>	<b>517,832</b>
<b>15. Non-current liabilities</b>		
15.1 Borrowings	1,442	9,736
15.2 Deferred tax liabilities	13,495	16,056
15.3 Club establishment fund	16,447	18,100
	<b>31,384</b>	<b>43,892</b>
<b>16. Current liabilities</b>		
16.1 Trade and other payables	53,927	56,336
16.2 Borrowings	887	77,128
16.3 Taxation	3,775	2,032
	<b>58,589</b>	<b>135,496</b>
<b>17. TOTAL LIABILITIES</b>	<b>89,973</b>	<b>179,388</b>
<b>18. TOTAL EQUITY AND LIABILITIES</b>	<b>623,919</b>	<b>697,220</b>
<b>19. Net assets per share (RM)</b>	<b>2.21</b>	<b>2.14</b>

*(The Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Report for the year ended 31 March 2009)*

**SHL CONSOLIDATED BHD**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**Financial Year Ended 31 March 2010**

	← Non-distributable →					Distributable Retained Profits	Total Equity
	Share Capital	Share Premium	Revaluation Surplus	Merger Deficit	Capital Reserve		
<b>1. 12 months ended 31 March 2010</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
1.1 At 1 April 2009	242,124	1,225	50,059	(130,464)	11,040	343,848	517,832
1.2 Net profit for the year	-	-	-	-	-	27,070	27,070
1.3 Revaluation surplus/(deficits)	-	-	(60)	-	-	-	(60)
1.4 Dividends	-	-	-	-	-	(10,896)	(10,896)
<b>At 31 March 2010</b>	<b>242,124</b>	<b>1,225</b>	<b>49,999</b>	<b>(130,464)</b>	<b>11,040</b>	<b>360,022</b>	<b>533,946</b>
<b>2. 12 months ended 31 March 2009</b>							
2.1 At 1 April 2008	242,124	1,225	50,021	(130,464)	11,040	332,701	506,647
2.2 Net profit for the year	-	-	-	-	-	21,897	21,897
2.3 Revaluation surplus/(deficits)	-	-	38	-	-	-	38
2.4 Dividends	-	-	-	-	-	(10,750)	(10,750)
<b>At 31 March 2009</b>	<b>242,124</b>	<b>1,225</b>	<b>50,059</b>	<b>(130,464)</b>	<b>11,040</b>	<b>343,848</b>	<b>517,832</b>

*(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 March 2009)*

**SHL CONSOLIDATED BHD**  
**CONDENSED CONSOLIDATED CASH FLOW STATEMENT**  
**Financial Year Ended 31 March 2010**

	<b>12 months ended 31-03-2010</b>	<b>12 months ended 31-03-2009</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>1. Net cash inflow / (outflow) from operating activities</b>	<u>155,026</u>	<u>44,829</u>
<b>2. Net cash inflow / (outflow) from investing activities</b>	<u>32,739</u>	<u>3,934</u>
<b>3. Net cash inflow / (outflow) from financing activities</b>	<u>(98,883)</u>	<u>(44,428)</u>
4. Net increase / (decrease) in cash and cash equivalents	88,882	4,335
<b>5. Cash and cash equivalents at 1 April 2009 / 2008</b>	<u>27,854</u>	<u>23,519</u>
<b>6. Cash and cash equivalents at 31 March 2010 / 2009</b>	<u><b>116,736</b></u>	<u><b>27,854</b></u>

Cash and cash equivalents at the end of the financial year comprise the following:

Cash and deposits	116,736	27,886
Bank overdrafts	-	(32)
	<u><b>116,736</b></u>	<u><b>27,854</b></u>

*(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 March 2009)*

# SHL CONSOLIDATED BHD

## Notes to the interim financial report

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### 1. **Basis of preparation**

The interim financial report is unaudited and has been prepared in compliance with Financial Reporting Standard 134, Interim Financial Reporting.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 March 2009.

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the financial statements for the year ended 31 March 2009.

### 2. **Audit report for the preceding annual financial statements**

The audit report for the financial statements for the year ended 31 March 2009 was not qualified.

### 3. **Seasonal or cyclical factors**

The business operations of the Group are generally affected by the prevailing market condition of the Malaysian property development and construction sectors that have historically shown long term cyclical trend.

### 4. **Exceptional items**

There were no exceptional items during the current periods under review.

### 5. **Changes in estimates**

There were no changes in the nature and amount of estimates reported in prior interim periods of the current financial year or in estimates reported in prior financial year that have a material effect in the current periods under review.

### 6. **Debt and equity securities**

There were no issuance, cancellations, repurchases, resale and repayment of debt and equity securities for the current financial year-to-date.

### 7. **Dividends paid**

Dividend paid during the financial year ended 31 March 2010 amounted to RM10,895,568.

### 8. **Valuations of property, plant and equipment**

Investment properties, freehold and leasehold land and buildings of the Group were revalued by the directors during the financial year ended 31 March 2010 based on valuation carried out by independent registered valuer on a comparison method.

## 9. Material events subsequent to the balance sheet date

On 20 April 2010, SHL Consolidated Bhd has announced that it has entered into a sale and purchase agreement with Dato' Yap Teiong Choon and Dato' Ir. Yap Chong Lee to purchase Nine Hundred Thousand (900,000) ordinary shares of RM1.00 each in the issued and paid-up capital of Goodstock Land Sdn Bhd ("GSL") representing 60% of the total share capital of GSL for a total cash consideration of RM25.56 million only. The aforesaid acquisition is completed on 11 May 2010.

Other than the above transaction, there were no material events subsequent to the end of current quarter to 19 May 2010, the latest practicable date that is not earlier than 7 days from the date of issue of this quarterly report.

## 10. Segmental information

The segmental analysis for the year ended 31 March 2010 is tabulated below:

	Investment and services RM'000	Property development RM'000	Construction RM'000	Trading RM'000	Manufacturing RM'000	Quarrying RM'000	Eliminations RM'000	Consolidated RM'000
<b>REVENUE</b>								
External sales	5,775	243,439	421	964	226	1,306	-	252,131
Inter-segment sales	18,411	-	92,316	30,036	6,531	-	(147,294)	-
<b>Total revenue</b>	<b>24,186</b>	<b>243,439</b>	<b>92,737</b>	<b>31,000</b>	<b>6,757</b>	<b>1,306</b>	<b>(147,294)</b>	<b>252,131</b>
<b>RESULTS</b>								
Segment results	13,860	38,111	1,540	2,822	(10,118)	1,074	(12,907)	34,382
Interest income								1,458
Finance costs								(692)
Share of result of associated company								(9)
Taxation								(8,069)
<b>Profit for the year</b>								<b>27,070</b>

Segmental reporting by geographical locations has not been presented as all the activities of the Group's operations are carried out in Malaysia only.

## 11. Changes in the composition of the Group

During the current financial year, SHL Consolidated Bhd has announced and made an application to the Registrar of Companies for the striking-off of the following wholly-owned subsidiaries which have been dormant, pursuant to Section 308 of the Companies Act, 1965:-

- SHL Ventures Sdn Bhd;
- SHL Home Builders Sdn Bhd;
- H.S.C. Sdn Berhad; and
- Mercantile Corporation (M) Sdn Bhd

On 23 February 2010, the Registrar of Companies has approved to strike off two subsidiaries, namely, Mercantile Corporation (M) Sdn Bhd and SHL Home Builders Sdn Bhd.

Other than the above transaction, there were no changes in the composition of the Group arising from business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinued operations.

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

There were no contingent liabilities or contingent assets as at 31 March 2010.

**13. Capital commitments**

No capital commitment was outstanding as at 31 March 2010.

**14. Related party transactions**

The significant related party transactions for the current financial year-to-date under review are as follows:

- a) Income from provision of management services for approximately RM0.51 million.
- b) Procurement of engineering consultancy services for approximately RM4.13 million.
- c) Rental of premises for approximately RM0.97 million.
- d) Procurement of building materials for approximately RM6.29 million.
- e) Procurement of insurance for approximately RM0.50 million.

# SHL CONSOLIDATED BHD

## Additional information required by the Listing Requirements of Bursa Malaysia Securities Berhad (BMSB)

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### 1. Review of performance

The Group recorded a profit before taxation of RM9.43 million for the current quarter under review. In comparison to the preceding year's corresponding period, this represents an increase of 128%. The increase in the Group's profit is mainly due to good take up rates in Alam Budiman, Shah Alam and Palm Walk, Bandar Sungai Long projects during the current year under review.

For the current financial year to date, the Group achieved a profit before taxation of RM35.14 million on the back of revenue totaling RM252.13 million.

### 2. Variation of results against preceding quarter

The Group's profit before taxation of RM9.43 million for the current quarter increased by 33% compared to RM7.07 million achieved in the immediate preceding quarter. This is mainly due to the increase in operating profit in the property development sector.

### 3. Current year prospects

Barring any unforeseen circumstances, the Board of Directors is positive that the Group's performance for the current financial year will be satisfactory.

### 4. Profit forecast or profit guarantee

Not applicable as no profit forecast or profit guarantee was published.

### 5. Tax expense

	Current quarter ended		Year-to-date ended	
	31 March		31 March	
	2010	2009	2010	2009
	RM'000	RM'000	RM'000	RM'000
Current	5,008	(55)	11,013	7,937
Under / (Over) provision in prior period	(193)	(22)	35	879
Deferred	(3,113)	1,305	(2,979)	110
	<b>1,702</b>	<b>1,228</b>	<b>8,069</b>	<b>8,926</b>



## 6. Unquoted investments and/or properties

During the current financial year, the Group has disposed a few properties as follows:-

- a) Sin Heap Lee Company Sdn. Berhad, a wholly-owned subsidiary of SHL Consolidated Bhd, has disposed three units of shop office in Damansara Utama, Petaling Jaya at a sale price of RM6.20 million and registered a gain of RM2.54 million.
- b) SHL Realty Sdn. Bhd., a wholly-owned subsidiary of SHL Consolidated Bhd, has disposed a 10-storey education building together with a piece of adjoining vacant land in Bandar Sungai Long at a sale price of RM34.54 million. The disposal did not result in any gain or loss.

Other than the above transaction, there was no sale of unquoted investments and/or any other properties during the current quarter and financial year-to-date other than the normal sale of land and houses as housing developers.

## 7. Quoted investments

There were no purchases or disposals of quoted securities for the current quarter and financial year-to-date.

## 8. Status of corporate proposals announced

There were no corporate proposals announced but not completed as at 19 May 2010.

## 9. Borrowings

The borrowings as at 31 March 2010 are as follows: -

	<b>Secured</b>
	RM'000
Short Term	887
Long Term	1,442
	<b><u>2,329</u></b>

The above borrowings are denominated in Ringgit Malaysia.

## 10. Off balance sheet financial instruments

The Group did not enter into any contracts involving off balance sheet financial instruments as at 19 May 2010, the latest practicable date that is not earlier than 7 days from the date of issue of this quarterly report.

## 11. Material litigation

Apart from the following legal matter, the Group is not engaged in any material litigation, claims or arbitration either as plaintiff or defendant, and the Directors are unaware of any proceedings, pending or threatened against the Group or of any facts likely to give rise to any proceedings which might materially or adversely affect the position or business of the Group.

SHL-M Sdn Bhd ("SHL-M"), a wholly-owned subsidiary of SHL Consolidated Bhd, has instituted legal proceedings against the Director of Lands and Mines Selangor ("State Authority") relating to the revision of quit rent rate payable for the golf course land in Bandar Sungai Long. Both parties have different interpretations on the quit rent rate. SHL-M is seeking from the State Authority the following:

- declaring the invalidity of quit rent totalling RM0.58 million per year which the State Authority has imposed retrospectively to 1 January 1994; and
- recovering the sum of RM0.19 million per year from 1 January 1994 to 31 December 2007 on the grounds that the quit rent payable should be RM0.07 million per year only.

The High Court has adjourned the above case for hearing on 1 June 2010.

The Directors are of the opinion that it is impossible to assess the possible financial outcome of the proceedings.

**12. Dividend**

The Company's shareholders has approved at its 15th Annual General Meeting held on 28 September 2009 the declaration of a First and Final Dividend of 6% less 25% tax for the financial year ended 31 March 2009 (financial year ended 31 March 2008 : 6% less 26% tax). A depositor is qualified for entitlement to the said dividend only in respect of shares transferred into the Depositor's Securities Account before 4.00 p.m. on 15 October 2009 in respect of ordinary transfers; and shares bought on Bursa Malaysia Securities Berhad ("BMSB") on a cum entitlement basis according to the Rules of the BMSB. The aforesaid dividend amounting to RM10,895,568 was paid on 30 October 2009.

**13. Earnings per share ( Basic and fully diluted )**

Earnings per share of the Group is calculated by dividing profit for the year attributable to ordinary equity holders of SHL Consolidated Bhd by the number of ordinary shares in issue during the said financial year.

For and on behalf of the Board  
**SHL CONSOLIDATED BHD.**

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**Dato' Yap Teiong Choon**  
**Executive Director**  
26 May 2010