

**CRESCENDO CORPORATION BERHAD**

(Company No. : 359750-D)

**UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT  
FOR THE FINANCIAL PERIOD ENDED 31 JANUARY 2009**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 31.1.2009 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31.1.2008 RM'000	CURRENT YEAR TO DATE 31.1.2009 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31.1.2008 RM'000
Revenue	52,985	44,042	203,020	124,707
Cost of sales	(40,238)	(29,227)	(147,742)	(82,650)
<b>Gross profit</b>	<b>12,747</b>	<b>14,815</b>	<b>55,278</b>	<b>42,057</b>
Other income	197	1,712	3,996	4,069
Administrative expenses	(4,513)	(3,689)	(13,435)	(12,283)
Finance cost	(729)	(186)	(1,440)	(1,610)
<b>Profit before tax</b>	<b>7,702</b>	<b>12,652</b>	<b>44,399</b>	<b>32,233</b>
Income tax expenses	(635)	(2,703)	(10,126)	(8,428)
<b>Profit for the period</b>	<b>7,067</b>	<b>9,949</b>	<b>34,273</b>	<b>23,805</b>
Attributable to:				
Equity holders of the parent	6,836	9,762	31,629	22,866
Minority interests	231	187	2,644	939
	<b>7,067</b>	<b>9,949</b>	<b>34,273</b>	<b>23,805</b>
<b>Earnings per share attributable to equity holders of parent:</b>				
Basic, for profit for the period (sen)	4.43	6.30	20.48	15.16
Diluted, for profit for the period (sen)	N/A	6.28	N/A	15.09

The Unaudited Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Statements for the financial year ended 31 January 2008 and the accompanying explanatory notes attached to the interim financial statements.

**CRESCENDO CORPORATION BERHAD**  
(Company No. : 359750-D)

**UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET**  
**AS AT 31 JANUARY 2009**

	<b>AS AT 31.1.2009 RM'000</b>	<b>AS AT 31.1.2008 RM'000</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	58,211	55,480
Investments	802	2,624
Land held for property development	314,859	294,686
Deferred tax assets	5,869	4,906
	<u>379,741</u>	<u>357,696</u>
<b>Current assets</b>		
Property development costs	46,574	55,274
Inventories	66,460	43,592
Receivables	55,900	48,000
Cash and cash equivalents	52,012	8,875
	<u>220,946</u>	<u>155,741</u>
<b>TOTAL ASSETS</b>	<u>600,687</u>	<u>513,437</u>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the parent</b>		
Share capital	155,071	155,068
Share premium	14,890	15,517
Treasury shares	(584)	-
Other reserves	15,120	15,003
ICULS - equity component	29,841	-
Retained profits	187,492	165,144
	<u>401,830</u>	<u>350,732</u>
<b>Minority interests</b>	<u>8,222</u>	<u>5,578</u>
<b>Total equity</b>	<u>410,052</u>	<u>356,310</u>
<b>Non-current liabilities</b>		
Long term borrowings	94,676	84,749
ICULS - liability component	29,841	-
Deferred tax liabilities	2,180	2,655
Other payable	9,000	11,000
	<u>135,697</u>	<u>98,404</u>
<b>Current liabilities</b>		
Payables	37,151	31,741
Short term borrowings	16,549	24,091
Provision for tax	1,238	2,891
	<u>54,938</u>	<u>58,723</u>
<b>Total liabilities</b>	<u>190,635</u>	<u>157,127</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<u>600,687</u>	<u>513,437</u>
Net assets per share attributable to equity holders of the parent (RM)	<u>2.59</u>	<u>2.26</u>

The Unaudited Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Statements for the financial year ended 31 January 2008 and the accompanying explanatory notes attached to the interim financial statements.

CRESCENDO CORPORATION BERHAD  
(Company No. : 359750-D)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FINANCIAL PERIOD ENDED 31 JANUARY 2009

	← Attributable to Equity Holders of the Parent →					Total RM'000	Minority Interest RM'000	Total Equity RM'000
	← Non-distributable →			Distributable				
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Other Reserves RM'000	Retained Profits RM'000			
<b>12 months ended 31 January 2008</b>								
<b>Balance as at 1 February 2007</b>	143,793	14,533	(2,553)	13,608	150,059	319,440	4,196	323,636
Realisation of revaluation surplus, net of tax	-	-	-	(162)	162	-	-	-
Reduction in deferred tax arising from changes in tax rate	-	-	-	1,506	-	1,506	-	1,506
Net income/(expenses) recognised directly in equity	-	-	-	1,344	162	1,506	-	1,506
Profit for the period	-	-	-	-	22,866	22,866	939	23,805
Total recognised income and expense for the period	-	-	-	-	22,866	22,866	939	23,805
Dividends	-	-	-	-	(7,943)	(7,943)	-	(7,943)
Issue of shares								
- Conversion from ICULS	8,774	-	-	-	-	8,774	-	8,774
- Exercise of ESOS	2,501	230	-	-	-	2,731	-	2,731
Sales of treasury shares	-	718	2,553	-	-	3,271	-	3,271
Share-based payment expenses under ESOS	-	-	-	87	-	87	-	87
Transfer of reserve arising from exercise of ESOS	-	36	-	(36)	-	-	-	-
Issue of shares to minority interests	-	-	-	-	-	-	660	660
Minority interest's share of loss set off against their advances	-	-	-	-	-	-	(217)	(217)
<b>Balance as at 31 January 2008</b>	<b>155,068</b>	<b>15,517</b>	<b>-</b>	<b>15,003</b>	<b>165,144</b>	<b>350,732</b>	<b>5,578</b>	<b>356,310</b>

CRESCENDO CORPORATION BERHAD  
(Company No. : 359750-D)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FINANCIAL PERIOD ENDED 31 JANUARY 2009

	← Attributable to Equity Holders of the Parent →						Minority Interest	Total Equity	
	← Non-distributable →				Distributable				
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Other Reserves RM'000	Equity Component of ICULS RM'000	Retained Profits RM'000			Total RM'000
<b>12 months ended 31 January 2009</b>									
<b>Balance as at 1 February 2008</b>	155,068	15,517	-	15,003	-	165,144	350,732	5,578	356,310
Profit for the period, representing total recognised income and expense for the period	-	-	-	-	-	31,629	31,629	2,644	34,273
Dividends	-	-	-	-	-	(9,281)	(9,281)	-	(9,281)
Issue of shares pursuant to exercise of ESOS	3	-	-	-	-	-	3	-	3
Purchase of treasury shares	-	-	(584)	-	-	-	(584)	-	(584)
Rights issue of ICULS	-	-	-	-	29,841	-	29,841	-	29,841
Expenses incurred in connection with the rights issue	-	(627)	-	-	-	-	(627)	-	(627)
Share-based payment expenses under ESOS	-	-	-	117	-	-	117	-	117
<b>Balance as at 31 January 2009</b>	<b>155,071</b>	<b>14,890</b>	<b>(584)</b>	<b>15,120</b>	<b>29,841</b>	<b>187,492</b>	<b>401,830</b>	<b>8,222</b>	<b>410,052</b>

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Statements for the financial year ended 31 January 2008 and the accompanying explanatory notes attached to the interim financial statements.

**CRESCENDO CORPORATION BERHAD**  
(Company No. : 359750-D)

**UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT  
FOR THE FINANCIAL PERIOD ENDED 31 JANUARY 2009**

	<b>12 MONTHS ENDED</b>	
	<b>31.1.2009</b>	<b>31.1.2008</b>
	<b>RM' 000</b>	<b>RM' 000</b>
<b>Net cash used in operating activities</b>	(4,254)	(33,467)
<b>Net cash used in investing activities</b>	(4,138)	(4,931)
<b>Net cash from financing activities</b>	<u>55,994</u>	<u>55,053</u>
<b>Net increase in cash and cash equivalents</b>	47,602	16,655
<b>Cash and cash equivalents at the beginning of the financial period</b>	4,202	(12,453)
<b>Cash and cash equivalents at the end of the financial period</b>	<u>51,804</u>	<u>4,202</u>
<b>Cash and cash equivalents at the end of the financial period</b>		
Deposits with licensed banks	44,308	201
Cash and bank balances	7,704	8,674
Bank overdraft	-	(4,472)
	<u>52,012</u>	<u>4,403</u>
Fixed deposit pledged	(208)	(201)
As above	<u>51,804</u>	<u>4,202</u>

The Unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Statements for the financial year ended 31 January 2008 and the accompanying explanatory notes attached to the interim financial statements.

**PART A - EXPLANATORY NOTES PURSUANT TO FRS 134**

**A1 Basis of preparation**

The interim financial statements which are unaudited, have been prepared under the historical cost convention except for the revaluation of freehold land included within property, plant and equipment.

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standard ("FRS") 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 January 2008. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 31 January 2008.

The accounting policies and methods of computation adopted by the Group in this interim financial statements are consistent with those of the annual financial statements for the year ended 31 January 2008 except for the adoption of the following revised FRSs effective for the annual periods beginning on or after 1 July 2007 which are relevant to its operations:

FRS 107 Cash Flow Statements

FRS 111 Construction Contracts

FRS 112 Income Taxes

FRS 118 Revenue

FRS 137 Provisions, Contingent Liabilities and Contingent Assets

The adoption of the above revised FRSs do not have significant impact on the Group.

**A2 Audit qualification**

The auditor's report of the preceding annual financial statements of the Group did not contain any qualification.

**A3 Seasonal or cyclical factors**

There were no significant seasonal factors affecting the operations of the Group. However, the economic cyclical factors will have an impact on property/construction sectors.

**A4 Unusual items**

There were no unusual items that have material effects on the assets, liabilities, equity, net income or cash flows for the current financial year.

**A5 Material changes in estimates**

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

**CRESCENDO CORPORATION BERHAD**  
**(Company No. : 359750-D)**

**A6 Debt and equity securities**

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities except for the following:

- (a) Employees' Share Option Scheme ("ESOS")  
 During the current financial year, the Company issued 3,000 ordinary shares of RM1 each for cash pursuant to the Company's ESOS at the exercise price of RM1.00 per share.
- (b) Irredeemable Convertible Unsecured Loan Stocks ("ICULS") and Warrants  
 On 20 January 2009, the Company issued 59,682,634 of 3.75% 7-year ICULS 2009/2016 at 100% of its nominal value on the basis of RM1.00 nominal value of ICULS together with one (1) free detachable warrant.
- (c) Treasury Shares  
 During the current financial year, the Company had repurchased a total of 601,000 ordinary shares of RM 1 each of its issued share capital from the open market for a total consideration of RM584,215 at an average price of RM0.97 per share.

**A7 Dividends paid**

The gross dividends paid during the current financial year are as follows:-

- (i) A final dividend of 4 sen less tax per ordinary share in respect of financial year 2008 was paid on 22 August 2008.
- (ii) An interim dividend of 3 sen tax exempt per ordinary share in respect of financial year 2009 was paid on 26 November 2008.

**A8 Segmental information**

Major segments by activity:-	Revenue		Results	
	Year ended		Year ended	
	31.1.2009	31.1.2008	31.1.2009	31.1.2008
	RM'000	RM'000	RM'000	RM'000
Property development				
- Industrial properties	98,897	55,623	23,828	17,176
- Residential / commercial properties	25,990	29,355	10,019	10,905
Construction activities	90,589	74,015	4,919	3,686
Manufacturing and trading	72,944	34,491	6,504	1,417
Management services and others	13,004	9,624	6,796	3,864
	<u>301,424</u>	<u>203,108</u>	<u>52,066</u>	<u>37,048</u>
Inter-segment elimination	<u>(98,404)</u>	<u>(78,401)</u>	<u>(3,147)</u>	<u>(1,339)</u>
	<u>203,020</u>	<u>124,707</u>	<u>48,919</u>	<u>35,709</u>
Unallocated income			(765)	666
Unallocated expenses			(2,315)	(2,532)
Finance cost			<u>(1,440)</u>	<u>(1,610)</u>
			<u>44,399</u>	<u>32,233</u>

**A9 Valuation of property, plant and equipment**

The valuations of property, plant and equipment stated in the previous annual financial statements have been brought forward without amendment.

**CRESCENDO CORPORATION BERHAD**  
**(Company No. : 359750-D)**

**A10 Material subsequent event**

There were no material events subsequent to the end of the current financial year that have not been reflected in the financial statements for the current financial period up to 24 March 2009 except for the following:

- (i) Treasury shares

	No. of shares ( ' 000)	Weighted average price (RM)	Total (RM' 000)
Shares buy-back	93	0.84	78

**A11 Changes in the composition of the Group**

There were no changes in the composition of the Group for the current financial year including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring or discontinuing of operations.

**A12 Contingent liabilities**

The contingent liabilities of the Group as at 24 March 2009 which comprise Bankers' guarantees issued by a financial institution in favour of third parties are as follows:-

	RM' 000
Secured	1,440
Unsecured	6
	<u>1,446</u>



**PART B - ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES**

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

The Group achieved a revenue and profit before tax ("PBT") of RM203 million and RM44 million respectively for the financial year ended 31 January 2009, representing a substantial increase of RM78 million or 63% and RM12 million or 38% respectively as compared to the prior financial year.

The substantial increases in revenue and PBT are mainly contributed by the sales of industrial properties in Nusa Cemerlang Industrial Park ("NCIP") and concrete products manufacturing operation due to expansion of the plant operating at NCIP. The profit of industrial operation has not increased proportionately to its increase in revenue mainly because profit margin has been reduced by the steep increase in raw material and construction costs in the first nine months of the financial year ended 31 January 2009.

**B2 Comparison of profit before tax for the quarter reported on with the immediate preceding quarter**

The PBT of the Group decreased by RM7 million or 48% in the fourth quarter as compared to the third quarter of the financial year 2009 mainly due to lower sales.

**B3 Prospects**

In view of the prevailing global financial crisis and economic downturn, the business environment for the financial year ending 31 January 2010 will be challenging. Nevertheless, barring unforeseen circumstances, the Board expects the Group to remain profitable for the financial year ending 31 January 2010.

**B4 Variance of actual profit from forecast profit and shortfall in profit guarantee**

Not applicable.

**B5 Tax**

	CURRENT QUARTER 31.1.2009 RM' 000	CURRENT YEAR 31.1.2009 RM' 000
Current tax:		
Current year	1,480	11,581
Prior years overprovision	(16)	(16)
Deferred tax:		
Current year	(925)	(1,421)
Relating to changes in tax rates	14	87
Prior years under / (over) provision	82	(105)
	<u>635</u>	<u>10,126</u>

The effective tax rates for the current quarter and financial year are lower than the statutory rate principally due to certain income not taxable and the availability of reinvestment allowance by a subsidiary company.

**B6 Profits/(losses) on sale of unquoted investments and/or properties**

There were no profit/(loss) on sale of unquoted investments and/or properties outside the ordinary course of the Group's business for the current quarter and financial year.

**CRESCENDO CORPORATION BERHAD**  
**(Company No. : 359750-D)**

**B7 Quoted securities**

(a) Total purchase consideration, sale proceeds of quoted securities and profit/loss arising therefrom for the current quarter and financial year are as follows:-

	CURRENT QUARTER 31.1.2009 RM' 000	CURRENT YEAR 31.1.2009 RM' 000
Total purchase consideration	-	-
Total sale proceeds	-	985
Total profit / (loss) on disposal	-	1

(b) Total investments in quoted securities as at 31 January 2009:-

	RM' 000
(i) At cost	1,759
(ii) At carrying value/book value	634
(iii) At market value	634

**B8 Status of corporate proposals**

(a) There were no corporate proposals announced but not completed as at 24 March 2009.

(b) The issuance and quotation of ICULS was completed on 20 January 2009. The total proceeds of RM59,682,634 arising from the rights issue of ICULS were utilised as follows:

	Approved by Securities Commission RM' 000	Actual utilised RM' 000	Balance to be utilised RM' 000
Development expenditure for the Nusa Cemerlang Industrial Park project	45,000	45,000	-
Working capital	14,033	14,056	(23)
Estimated expenses relating to the rights issue	650	627	23
	<u>59,683</u>	<u>59,683</u>	<u>-</u>

The excess of the estimated expenses in relating to the rights issue had been used as working capital.

**B9 Group borrowings and debt securities**

Group borrowings as at 31 January 2009 were as follows:

	RM' 000
(a) Secured borrowings	111,225
Unsecured borrowings	29,841
	<u>141,066</u>
(b) Short term borrowings	
- Overdraft	-
- Revolving credit	1,000
- Banker acceptance	-
- Term Loan	15,455
- Hire purchase	94
	<u>16,549</u>
Long term borrowings	
- Term loan	94,612
- Hire purchase	64
- ICULS - liability component	29,841
	<u>124,517</u>
	<u>141,066</u>

**CRESCENDO CORPORATION BERHAD**  
**(Company No. : 359750-D)**

(c) All borrowings are denominated in Ringgit Malaysia.

Total interest capitalised in the land held for property development for the current financial year ended 31 January 2009 is RM4,531,209.

**B10 Financial instruments with off balance sheet risk**

There were no financial instruments with off balance sheet risk as at 24 March 2009.

**B11 Material litigation**

As at 24 March 2009, there is no material litigation against the Group.

**B12 Dividend**

(a) The Board is pleased to recommend a final dividend of 3% less 25% tax and 1% tax exempt in respect of the financial year ended 31 January 2009.

(i) amount per share : 3.0 sen less 25% tax and 1.0 sen tax exempt;

(ii) previous corresponding period : 4.0 sen less 25% tax;

(iii) date payable will be announced at a later date; and

(iv) 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 announced at a later date.

(b) Total dividend for the current financial year : 4.0 sen per share tax exempt and 3.0 sen per share less 25% tax.

**B13 Earnings per share ("EPS")**

(a) Basic earnings per share

Basic earnings per share amounts are calculated by dividing the profit for the current quarter and financial year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period, excluding treasury shares held by the Company.

	CURRENT QUARTER 31.1.2009	CURRENT YEAR 31.1.2009
Profit attributable to ordinary equity holders of the parent (RM'000)	6,836	31,629
Weighted average number of ordinary shares in issue ('000)	154,470	154,469
Basic earnings per share (Sen)	4.43	20.48

(b) Diluted earnings per share

For the purpose of calculating diluted earnings per share, the profit for the period attributable to ordinary equity holders of the parent and the weighted average number of ordinary shares in issue during the period have been adjusted for the effects of dilutive potential ordinary shares from ICULS, warrants and share options granted to employees.

There is no calculation of diluted earnings per share for the current quarter and financial year as the ICULS, warrants and ESOS have an antidilutive effect on earnings per share.