

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

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
FOR THE FINANCIAL PERIOD ENDED 31 OCTOBER 2010**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 31.10.2010 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31.10.2009 RM'000	CURRENT YEAR TO DATE 31.10.2010 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31.10.2009 RM'000
Revenue	59,114	37,947	158,519	117,090
Cost of sales	(45,350)	(29,761)	(118,381)	(88,865)
<b>Gross profit</b>	<b>13,764</b>	<b>8,186</b>	<b>40,138</b>	<b>28,225</b>
Other income	3,114	1,130	5,434	3,897
Administration expenses	(3,204)	(2,848)	(9,652)	(9,046)
Finance costs	(290)	(506)	(1,276)	(2,270)
<b>Profit before tax</b>	<b>13,384</b>	<b>5,962</b>	<b>34,644</b>	<b>20,806</b>
Tax expenses	(3,343)	(1,599)	(9,020)	(5,439)
<b>Profit for the period</b>	<b>10,041</b>	<b>4,363</b>	<b>25,624</b>	<b>15,367</b>
<b>Other comprehensive loss, net of tax</b>				
Cash flow hedge	100	-	(532)	-
<b>Total other comprehensive loss for the period, net of tax</b>	<b>100</b>	<b>-</b>	<b>(532)</b>	<b>-</b>
<b>Total comprehensive income for the period</b>	<b>10,141</b>	<b>4,363</b>	<b>25,092</b>	<b>15,367</b>
<b>Profit attributable to:</b>				
Owners of the Company	8,451	4,087	22,384	14,351
Minority interests	1,590	276	3,240	1,016
	<b>10,041</b>	<b>4,363</b>	<b>25,624</b>	<b>15,367</b>
<b>Total comprehensive income attributable to:</b>				
Owners of the Company	8,551	4,087	21,852	14,351
Minority interests	1,590	276	3,240	1,016
	<b>10,141</b>	<b>4,363</b>	<b>25,092</b>	<b>15,367</b>
<b>Earnings per share attributable to owners of the Company:</b>				
Basic, for profit for the period (sen)	5.45	2.65	14.43	9.30
Diluted, for profit for the period (sen)	3.80	N/A	10.22	N/A

The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Financial Statements for the financial year ended 31 January 2010 and the accompanying explanatory notes attached to the interim financial statements.

**CRESCENDO CORPORATION BERHAD**

(Company No. : 359750-D)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 31 OCTOBER 2010**

	<b>AS AT 31.10.2010 RM'000</b>	<b>AS AT 31.1.2010 RM'000</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	40,970	40,413
Investments	60	60
Land held for property development	449,361	448,133
Deferred tax assets	7,165	7,249
	<u>497,556</u>	<u>495,855</u>
<b>Current assets</b>		
Property development costs	41,505	17,491
Inventories	48,899	76,369
Trade and other receivables	64,664	58,734
Cash and bank balances	65,322	40,247
	<u>220,390</u>	<u>192,841</u>
<b>TOTAL ASSETS</b>	<u>717,946</u>	<u>688,696</u>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to owners of the Company</b>		
Share capital	155,639	155,071
Share premium	15,110	14,890
Treasury shares	-	(798)
Other reserves	34,304	34,792
Equity component of ICULS	50,281	50,281
Retained profits	215,794	196,704
	<u>471,128</u>	<u>450,940</u>
<b>Minority interests</b>	12,947	9,707
<b>Total equity</b>	<u>484,075</u>	<u>460,647</u>
<b>Non-current liabilities</b>		
Bank borrowings (secured)	141,017	128,298
Liability component of ICULS	9,735	10,919
Deferred tax liabilities	2,213	2,213
Trade payable	7,978	7,000
Derivative financial liability	532	-
	<u>161,475</u>	<u>148,430</u>
<b>Current liabilities</b>		
Trade and other payables	46,672	59,579
Bank borrowings (secured)	20,886	19,646
Tax payable	4,838	394
Dividend payable	-	-
	<u>72,396</u>	<u>79,619</u>
<b>Total liabilities</b>	<u>233,871</u>	<u>228,049</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<u>717,946</u>	<u>688,696</u>
Net assets per share (RM)	<u>3.03</u>	<u>2.91</u>

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Financial Statements for the financial year ended 31 January 2010 and the accompanying explanatory notes attached to the interim financial statements.

**CRESCENDO CORPORATION BERHAD**

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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FINANCIAL PERIOD ENDED 31 OCTOBER 2010**

	← Attributable to owners of the Company →						Minority Interests	Total Equity	
	← Non-distributable			Distributable					
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Other Reserves RM'000	ICULS (Equity Component) RM'000	Retained Profits RM'000	Total RM'000	RM'000	RM'000
<b>9 months ended 31 October 2009</b>									
<b>Balance as at 1 February 2009</b>	155,071	14,890	(584)	15,121	50,281	187,180	421,959	8,246	430,205
<b>Total comprehensive income</b>	-	-	-	-	-	14,351	14,351	1,016	15,367
<b>Transactions with owners</b>									
Dividends	-	-	-	-	-	(5,017)	(5,017)	-	(5,017)
Purchase of treasury shares	-	-	(180)	-	-	-	(180)	-	(180)
Share-based payment expenses under ESOS	-	-	-	32	-	-	32	-	32
<b>Total transactions with owners</b>	-	-	(180)	32	-	(5,017)	(5,165)	-	(5,165)
<b>Balance as at 31 October 2009</b>	155,071	14,890	(764)	15,153	50,281	196,514	431,145	9,262	440,407
<b>9 months ended 31 October 2010</b>									
<b>Balance as at 1 February 2010 - as previously reported</b>	155,071	14,890	(798)	34,792	50,281	196,704	450,940	9,707	460,647
Effects of adopting FRS 139	-	-	-	-	-	1,334	1,334	-	1,334
<b>Balance as at 1 February 2010 - as restated</b>	155,071	14,890	(798)	34,792	50,281	198,038	452,274	9,707	461,981
<b>Total comprehensive income</b>	-	-	-	(532)	-	22,384	21,852	3,240	25,092
<b>Transactions with owners</b>									
Dividends	-	-	-	-	-	(4,628)	(4,628)	-	(4,628)
Issue of shares pursuant to:									
- exercise of ESOS	227	-	-	-	-	-	227	-	227
- exercise of Warrant	341	-	-	-	-	-	341	-	341
Purchase of treasury shares	-	-	(22)	-	-	-	(22)	-	(22)
Sale of treasury shares	-	204	820	-	-	-	1,024	-	1,024
Share-based payment expenses under ESOS	-	-	-	60	-	-	60	-	60
Transfer of reserve arising from exercise of ESOS	-	16	-	(16)	-	-	-	-	-
<b>Total transactions with owners</b>	568	220	798	44	-	(4,628)	(2,998)	-	(2,998)
<b>Balance as at 31 October 2010</b>	155,639	15,110	-	34,304	50,281	215,794	471,128	12,947	484,075

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 2010 and the accompanying explanatory notes attached to the interim financial statements.

**CRESCENDO CORPORATION BERHAD**

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**UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT  
FOR THE FINANCIAL PERIOD ENDED 31 OCTOBER 2010**

	<b>9 MONTHS ENDED</b>	
	<b>31.10.2010</b>	<b>31.10.2009</b>
	<b>RM' 000</b>	<b>RM' 000</b>
<b>Net cash from / (used in) operating activities</b>	16,748	(797)
<b>Net cash used in investing activities</b>	(2,578)	(1,169)
<b>Net cash from / (used in) financing activities</b>	<u>11,120</u>	<u>(17,411)</u>
<b>Net increase / (decrease) in cash and cash equivalents</b>	25,290	(19,377)
<b>Cash and cash equivalents at the beginning of the financial period</b>	39,068	51,803
<b>Cash and cash equivalents at the end of the financial period</b>	<u>64,358</u>	<u>32,426</u>
<b>Cash and cash equivalents at the end of the financial period</b>		
Deposits with licensed banks	54,317	24,462
Cash and bank balances	11,005	10,030
Bank overdrafts	(747)	(1,854)
	<u>64,575</u>	<u>32,638</u>
Fixed deposit pledged	(217)	(212)
	<u>64,358</u>	<u>32,426</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 2010 and the accompanying explanatory notes attached to the interim financial statements.

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

**A1 Basis of preparation**

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 2010. 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 2010.

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 2010 except for the adoption of the following new and revised FRSs, Amendments to FRSs and Issues Committee ("IC") Interpretations relevant to the current operations of the Group with effect from 1 February 2010.

FRS 7	Financial Instruments: Disclosures
FRS 8	Operating Segments
FRS101	Presentation of Financial Statements
FRS123	Borrowing Costs
FRS139	Financial Instruments: Recognition and Measurement
Amendments to FRS 123	Borrowing Costs
IC Interpretation 10	Interim Financial Reporting and Impairment
IC Interpretation 11	FRS 2 - Group and Treasury Share Transactions

The adoption of the above did not have any significant effects on the interim financial report upon their initial application other than:

a. FRS 101 : Presentation of Financial Statements

FRS 101 requires an entity to present, in a statement of changes in equity, all owner changes in equity. All non owner changes in equity (i.e. comprehensive income) are required to be presented in one statement of comprehensive income or in two statements (a separate income statement and a statement of comprehensive income). Components of comprehensive income are not permitted to be presented in the statement of changes in equity. In addition, a statement of financial position is required at the beginning of the earliest comparative period following a change in accounting policy, the correction of an error or the reclassification of items in the financial statements. FRS 101 does not have any impact on the financial position or results of the Group and the Company.

b. FRS 139 : Financial Instruments: Recognition and Measurement

The new Standard on FRS 139 : Financial Instruments: Recognition and Measurement establishes principles for recognising and measuring financial assets, financial liabilities and some contracts to buy and sell non-financial items. Financial instruments are recorded initially at fair value. Subsequent measurement of those instruments at the date of statement of financial position reflects the designation of the financial instrument.

**Payables**

Under FRS139, payables are initially measured at fair value and subsequently at amortised cost using the effective interest rate method. Gains or losses are recognised in the consolidated statement of comprehensive income when the liabilities are derecognised or through amortisation process.

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**Derivative Financial Instruments**

The Group designates certain derivative as hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge). The Group has entered into an interest rate swap that is a cash flow hedge for the Group's exposure to interest rate risk on a borrowing entered by a subsidiary.

Prior to 1 February 2010, derivatives are not recognised on the financial statement. Under FRS 139, the fair value changes on the effective portion of interest rate swaps designated as cash flow hedges are recognised in the hedging reserve and transferred to the statement of comprehensive income when the interest expenses on the borrowings is recognised in statement of comprehensive income. The fair value change on the ineffective portion of interest rate swaps is recognised immediately in statement of comprehensive income. The carrying amount of a derivative designated as a hedge is presented as a non-current asset or liability if the remaining expected life of the hedged item is more than 12 months, and as current asset or liability if the remaining expected life of the hedged item is less than 12 months.

In accordance with the transitional provisions of FRS139, the above changes are applied prospectively and the comparatives as at 31 January 2010 are not restated. Instead, the changes have been accounted for by restating the opening balances in the statement of financial position as at 1 February 2010.

As a result, the following adjustments were made to the opening balances as at 1 February 2010:

	Previously stated RM'000	Effect of FRS 139 RM'000	As restated RM'000
Non-current liabilities : Trade Payables	7,000	(1,164)	5,836
Current liabilities : Trade and other payables	59,579	(170)	59,409
Retained Profits	196,704	1,334	198,038

The Group has not elected for early adoption of the following new and revised FRSs and IC Interpretations relevant to the current operations of the Group, which were issued but not yet effective for the financial year ending 31 January 2011:

		Effective for financial periods beginning on or after
FRS 1	First-time Adoption of Financial Reporting Standards	1 July 2010
FRS 3	Business Combinations	1 July 2010
FRS127	Consolidated and Separate Financial Statements	1 July 2010
IC Interpretation 15	Agreements for the Construction of Real Estate	1 Jan 2012

The above new and revised FRSs and IC Interpretations are not expected to have any significant impact on the financial statements of the Group upon their initial application other than:

- Changes in the timing of recognition of property development revenue and costs that will arise from the adoption of IC15. The management is still in the midst of assessing the impact of IC15 on the Group's financial statements.

**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.

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**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-to-date.

**A5 Material changes in estimates**

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

**A6 Debt and equity securities**

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities for the nine months ended 31 October 2010 except for the following:

- (a) issuance of 227,000 new ordinary shares of RM1 each by virtue of the exercise of the Company's Employees' Share Option Scheme ("ESOS").
- (b) issuance of 341,200 new ordinary shares of RM1 each pursuant to the exercise of 341,200 Warrants.
- (c) repurchase of 18,400 ordinary shares of RM 1 each of its issued share capital from the open market for a total consideration of RM21,852 at an average price of RM1.19 per share, and resale of the entire 834,000 treasury shares in the open market for a consideration of RM1,021,987 at an average price of RM1.23 per share.

**A7 Dividends paid**

The dividends paid during the nine months ended 31 October 2010 were 4 sen less tax per ordinary share in respect of financial year 2010, paid on 18 August 2010.

**A8 Segmental information**

	<u>Revenue</u>		<u>Results</u>	
	9 months ended		9 months ended	
Major segments by activity:-	31.10.2010	31.10.2009	31.10.2010	31.10.2009
	RM' 000	RM' 000	RM' 000	RM' 000
Property development and construction	113,544	80,794	32,334	18,598
Manufacturing and trading	50,862	38,415	1,997	827
Management services and others	8,293	7,980	6,118	5,320
	<u>172,699</u>	<u>127,189</u>	<u>40,449</u>	<u>24,745</u>
Inter-segment eliminations	<u>(14,180)</u>	<u>(10,099)</u>	<u>(3,113)</u>	<u>(515)</u>
	<u>158,519</u>	<u>117,090</u>	<u>37,336</u>	<u>24,230</u>
Other investment income / (loss)			-	184
Unallocated expenses			(1,416)	(1,338)
Finance costs			(1,276)	(2,270)
			<u>34,644</u>	<u>20,806</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.

**A10 Material subsequent events**

There were no subsequent material events that have not been reflected in the current financial statements for the current financial period up to 23 December 2010.

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

There were no changes in the composition of the Group for the current financial year-to-date including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring or discontinuing of operations except for Crescendo Development Sdn Bhd ("CDSB"), a wholly owned subsidiary of the Company, previously held 84 ordinary shares of RM1 each representing 70% of the issued and paid up capital of Crescendo Land Sdn Bhd ("CLSB"), had on 29 July 2010 acquired another 24 ordinary shares of RM1 each fully paid in CLSB for a total consideration of RM250,000. As a result of the acquisition, CLSB is now a 90% owned subsidiary of CDSB.

**A12 Contingent liabilities**

The contingent liabilities of the Group as at 23 December 2010 which comprise Bankers' guarantees issued by a financial institution in favour of third parties are as follows:-

	RM' 000
Secured	310
Unsecured	2
	<u>312</u>

**A13 Significant Related Party Transactions**

The significant related party transactions of the Group carried out during the nine months ended 31 October 2010 are as follows:

	RM' 000
With Wilgain Resources Sdn. Bhd.	
- Sale of property	<u>13,000</u>

Wilgain Resources Sdn. Bhd. is a company in which Mr Gooi Seong Lim is a director and major shareholder. Mr Gooi Seong Lim is Chairman and Managing Director of Crescendo Corporation Berhad.



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**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 has performed well for the first nine months of the financial year ending 31 January 2011. The revenue increased by 35% to RM158.5 million and the profit before taxation ("PBT") increased by 66% to RM34.6 million as compared to the corresponding period in last financial year.

The higher revenue is mainly contributed from higher sales in construction services and concrete products. The increase in PBT is contributed by higher sales as well as improved margin especially from industrial properties and construction operation.

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

There is no significant difference between the PBT for the current quarter and the preceding financial quarter which amounting to RM13.4 million and RM13.9 million respectively.

**B3 Prospects**

For the financial year 2011, the property market has shown a strong comeback especially for industrial properties with renewed buying interest due to low interest rate and better economic outlook and we expect this trend to continue in the fourth quarter. The Group will continue to focus on the development of industrial properties at Nusa Cemerlang Industrial Park ("NCIP") located in Nusajaya in the financial year 2012.

Barring unforeseen circumstances, the Board expects the Group performance to be better for the financial year ending 31 January 2011.

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

Not applicable.

**B5 Tax**

	CURRENT QUARTER 31.10.2010 RM' 000	CURRENT YEAR TO DATE 31.10.2010 RM' 000
Current tax:		
Current year	3,455	8,936
Deferred tax:		
Current year	(112)	84
	<u>3,343</u>	<u>9,020</u>

The effective tax rates for the financial year-to-date are higher than the statutory rate principally due to certain expenses which are not deductible for tax purposes.

**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-to-date.

**B7 Quoted securities**

There is no investments in quoted securities as at 31 October 2010.

**B8 Status of corporate proposals**

There were no corporate proposals announced but not completed as at 23 December 2010.

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**B9 Group borrowings and debt securities**

Group borrowings as at 31 October 2010 were as follows:

	RM' 000
(a) Secured borrowings	161,903
Unsecured borrowings	9,735
	<u>171,638</u>
(b) Short term borrowings	
- Overdraft	747
- Revolving credit	2,370
- Banker acceptance	1,270
- Term Loan	16,430
- Hire purchase	69
	<u>20,886</u>
Long term borrowings	
- Term loan	140,961
- Hire purchase	56
- ICULS - liability component	9,735
	<u>150,752</u>
	<u>171,638</u>

(c) All borrowings are denominated in Ringgit Malaysia.

Total interest capitalised in the land held for property development for the current financial period ended 31 October 2010 is RM5,092,237.

**B10 Financial instruments**

Interest rate swap contracts

The Group has entered into interest rate swap contract to convert floating rate liabilities to fixed rate liabilities to reduce the Group's exposure from adverse fluctuations in interest rate on underlying debts instruments. The differences between the rates calculated by reference to the agreed notional principal amounts were exchanged at periodic intervals. The interest rate swap contract as at 31 October 2010 is as follows:

	Notional Amount (RM'000)	Effective Period	Interest Rate	Fair Value Liability (RM'000)
Interest Rate Swap	50,000	29 March 2010 to 28 December 2016	The Group will pay the Bank based on fixed rate 3.97% per annum while the Bank will pay the Group based on MYR KLIBOR 1M rate, every month based upon amortised notional amount.	532

**Credit risk**

There is minimal credit risk as the swap was entered into with a reputable bank.

**Cash requirements**

The Group is exposed to minimal cash flow risk in view of its healthy cash positions.

**B11 Breakdown of Realised and Unrealised Profits or Losses of the Group**

	AT END OF CURRENT QUARTER 31.10.2010 RM' 000
Realised profits	215,036
Unrealised profits	758
Total retained profits	<u>215,794</u>

**CRESCENDO CORPORATION BERHAD**  
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**B12 Material litigation**

As at 23 December 2010, there is no material litigation against the Group.

**B13 Dividend**

- (a) The Board is pleased to declare a second interim dividend for the financial year ending 31 January 2011 as follows:-
- (i) amount per share : 2 sen less tax 25%;
  - (ii) previous corresponding period : nil;
  - (iii) date of payment is 17 February 2011; and
  - (iv) in respect of deposited securities, entitlement to dividends will be determined on the basis of the record of depositors as at 21 January 2011.
- (b) Total dividend for the current financial year : 6 sen less tax 25% per share.

**B14 Earnings per share ("EPS")**

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit for the current quarter and financial year-to-date attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period, excluding treasury shares held by the Company.

	CURRENT QUARTER 31.10.2010	CURRENT YEAR TO DATE 31.10.2010
Profit attributable to owners of the Company (RM'000)	<u>8,451</u>	<u>22,384</u>
Weighted average number of ordinary shares in issue ('000)	<u>155,141</u>	<u>155,103</u>
Basic earnings per share (Sen)	<u>5.45</u>	<u>14.43</u>

(b) Diluted earnings per share

For the purpose of calculating diluted earnings per share, the profit for the period attributable to owners of the Company 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.

	CURRENT QUARTER 31.10.2010	CURRENT YEAR TO DATE 31.10.2010
Profit attributable to owners of the Company (RM'000)	8,451	22,384
After tax effect of interest on ICULS (RM)	<u>165</u>	<u>490</u>
Profit attributable to owners of the Company including assumed conversion (RM)	<u>8,616</u>	<u>22,874</u>
Weighted average number of ordinary shares in issue ('000)	155,141	155,103
Effect of dilution:		
Share options ('000)	616	354
ICULS ('000)	59,683	59,683
Warrants ('000)	<u>11,478</u>	<u>8,640</u>
Adjusted weighted average number of shares in issue and issuable ('000)	<u>226,918</u>	<u>223,780</u>
Diluted earnings per share (Sen)	<u>3.80</u>	<u>10.22</u>