



HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

**UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2010**

	Note	Current Year Quarter 31/10/2010 RM'000	Preceding Year Quarter 31/10/2009 RM'000	Current Year- To-Date 31/10/2010 RM'000	Preceding Year- To-Date 31/10/2009 RM'000
Revenue		27,333	26,203	105,203	96,579
Other operating income		1,330	1,092	5,203	4,722
Other operating expenses		(20,440)	(19,926)	(82,909)	(79,461)
		<u>8,223</u>	<u>7,369</u>	<u>27,497</u>	<u>21,840</u>
Finance cost		(408)	(9)	(817)	(12)
Profit before taxation		7,815	7,360	26,680	21,828
Taxation	B(5)	(1,344)	(1,386)	(7,583)	(6,378)
Profit for the financial year		<u>6,471</u>	<u>5,974</u>	<u>19,097</u>	<u>15,450</u>
Attributable to:					
Equity holders of the Company		<u>6,471</u>	<u>5,974</u>	<u>19,097</u>	<u>15,450</u>
Earnings per share attributable to the equity holders of the Company (sen)					
Basic earnings per share	B(13)(a)	6.2	6.7	20.6	17.4
Fully diluted earnings per share		N/A	N/A	N/A	N/A

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

HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

CONDENSED CONSOLIDATED BALANCE SHEET AS AT 31 OCTOBER 2010

	Unaudited As at end of current quarter 31/10/2010 RM'000	Audited As at preceding financial year ended 31/10/2009 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	122,976	47,493
Intangible assets	3,576	3,560
	<u>126,552</u>	<u>51,053</u>
Current assets		
Trade receivables	4,012	3,279
Other receivables	5,715	7,098
Tax recoverable	1,740	849
Cash and cash equivalents	67,408	87,719
	<u>78,875</u>	<u>98,945</u>
TOTAL ASSETS	<u>205,427</u>	<u>149,998</u>
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	71,021	44,388
Share premium	2,372	2,533
Retained earnings	40,000	49,533
Total equity	<u>113,393</u>	<u>96,454</u>
Non-current liabilities		
Deferred tax liabilities	3,762	3,580
Other payable	27,000	-
	<u>30,762</u>	<u>3,580</u>
Current liabilities		
Fees received in advance	21,477	20,331
Other payables	38,969	29,629
Hire purchase creditors	-	4
Tax payable	826	-
	<u>61,272</u>	<u>49,964</u>
Total liabilities	<u>92,034</u>	<u>53,544</u>
TOTAL EQUITY AND LIABILITIES	<u>205,427</u>	<u>149,998</u>
Net Assets Per Share (RM)	<u>0.80</u>	<u>1.09</u>

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



HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

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

	<u>Attributable to Equity Holders of the Company</u>			<u>Total</u>
	<u>Share</u> <u>Capital</u> <u>RM'000</u>	<u>Share</u> <u>Premium</u> <u>RM'000</u>	<u>Retained</u> <u>Earnings</u> <u>RM'000</u>	<u>Equity</u> <u>RM'000</u>
Balance as at 1 November 2009	44,388	2,533	49,533	96,454
Profit for the financial year	-	-	19,097	19,097
Capitalisation for bonus issue	26,633	-	(26,633)	-
Bonus share issue cost	-	(161)	-	(161)
Dividends paid	-	-	(1,997)	(1,997)
Balance as at 31 October 2010	71,021	2,372	40,000	113,393
Balance as at 1 November 2008	44,388	2,533	36,080	83,001
Profit for the financial year	-	-	15,450	15,450
Dividends paid	-	-	(1,997)	(1,997)
Balance as at 31 October 2009	44,388	2,533	49,533	96,454

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



HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

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

	Current Year- To-Date 31/10/2010 RM'000	Preceding Year- To-Date 31/10/2009 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	26,680	21,828
Adjustments for non cash items	5,122	3,338
Operating profit before working capital changes	31,802	25,166
Net change in current assets	(1,816)	575
Net change in current liabilities	1,732	(1,175)
Interest received	1,850	1,612
Interest paid	(817)	(12)
Taxes paid	(7,466)	(5,829)
Net cash generated from operating activities	<u>25,285</u>	<u>20,337</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Net cash outflow from disposal of subsidiary	(13)	-
Proceeds from disposal of property, plant, equipment and software	2	55
Purchase of property, plant, equipment and software	(43,423)	(4,667)
Net cash used in investing activities	<u>(43,434)</u>	<u>(4,612)</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Payment of hire purchase creditors	(4)	(14)
Dividends paid	(1,997)	(1,997)
Payment of bonus issue expenses	(161)	-
Net cash used in financing activities	<u>(2,162)</u>	<u>(2,011)</u>
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(20,311)	13,714
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	87,719	74,005
CASH AND CASH EQUIVALENTS AT END OF YEAR	<u>67,408</u>	<u>87,719</u>

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

(A) EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT

1. Basis of Preparation

The interim financial statements have been prepared under the historical cost convention. The unaudited interim financial statements have been prepared in accordance with 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 Annual Financial Report for the financial year ended 31 October 2009 and the accompanying explanatory notes. These notes provide an explanation of events and transactions that are significant for an understanding of the changes in the financial position and performance of the Group since the year ended 31 October 2009.

2. Accounting Policies

The accounting policies and methods of computation adopted for the interim financial statements are consistent with those of the audited financial statements for the year ended 31 October 2009.

3. Seasonal or Cyclical Factors

The Group recognises tuition fee income based on the number of teaching periods over the entire duration of the respective courses. The revenue and profit for first and third quarter of each financial year are usually lower due to summer period for courses from institutions in United Kingdom/United States and Australia.

4. Unusual Significant Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current financial year-to-date.

5. Changes in Estimates

There were no changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years that had a material effect in the current quarter and year-to-date results.

6. Changes in Debt and Equity Securities

On 5 October 2010, 53,265,600 new ordinary shares of RM0.50 each ("Shares") were issued by the Company pursuant to bonus issue on the basis of 3 bonus shares for every 5 existing shares held. The Shares were listed and quoted on the Main Market of Bursa Malaysia Securities Berhad on 6 October 2010.

The enlarged issued and paid up capital of the Company is now RM71,020,800 comprising 142,041,600 Shares.

Other than the above, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current financial year-to-date.

7. Dividends Paid

On 27 May 2010, a first and final dividend of 6% (3 sen per ordinary share of 50 sen each) less 25% income tax amounting to RM1,997,460, in respect of the financial year ended 31 October 2009 was paid.

8. Segmental Reporting

The Group is principally involved in education activities carried out in Malaysia and accordingly no segment reporting has been prepared.

9. Material Subsequent Events

There were no material events subsequent to the end of the current quarter.

10. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current financial year-to-date except for the following:

- (i) Further to the Joint Venture and Working Agreement dated 12 May 2010 executed between the Company and Asia Pacific Land Berhad (collectively referred to as the "JV Parties"), the JV Parties have jointly acquired a shelf company, Hexa Megan Sdn Bhd ("HMSB") on 30 June 2010 as the Joint Venture Company. The current issued and paid-up share capital of HMSB is RM2 comprising two (2) ordinary shares of RM1 each which is held equally by the JV Parties. The Joint Venture Company will be conducting and providing quality education in jurisdictions deemed viable across the whole spectrum of educational levels and fields in any country including Malaysia and China.
- (ii) On 13 October 2010 the Company entered into a Share Sale Agreement ("SSA") with Mr. Anand Pon a/l Ponnudurai to dispose its 71.8% equity interest in International Centre for Security Management Sdn. Bhd., comprising 204,000 ordinary shares of RM1 each, for a cash consideration of RM1. The disposal was completed on 27 October 2010. There is no material effect to the Group arising from the disposal.

11. Changes in Contingent Liabilities or Contingent Assets

There were no contingent liabilities or contingent assets of the Group as at the 31 October 2010.

12. Commitments on Capital Expenditure

The amount of capital commitments not provided for in the interim financial statements as at 31 October 2010 were as follows:-

	RM'000
Approved and contracted for:	
Property, plant and equipment	2,044
Deposit for lease of space	<u>533</u>
	<u>2,577</u>
Approved and not contracted for:	
Property, plant and equipment	<u>5,929</u>
Total	<u>8,506</u>

(B) ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (PARAGRAPH 9.22 AND APPENDIX 9B)

1. Review of Performance

	Fourth Quarter 31/10/2010 RM'000	Fourth Quarter 31/10/2009 RM'000	Year Ended 31/10/2010 RM'000	Year Ended 31/10/2009 RM'000
Revenue	<u>27,333</u>	<u>26,203</u>	<u>105,203</u>	<u>96,579</u>
Profit before taxation	<u>7,815</u>	<u>7,360</u>	<u>26,680</u>	<u>21,828</u>

The Group's financial performance continued to improve, underscoring its resilience and strong branding.

For the fourth quarter under review, the Group's revenue increased by 4.3% from RM26.2 million in the corresponding quarter to RM27.3 million. The Group's profit before taxation grew by 6.2% from RM7.4 million in the corresponding quarter to RM7.8 million.

For the year ended 31 October 2010, the Group's revenue increased by 8.9% from RM96.6 million last year to RM105.2 million. The Group's profit before taxation grew by 22.2% from RM21.8 million last year to RM26.7 million.

The rise in profit was contributed by increase in revenue largely on rising demand for our home-grown programmes and prudent cost management. Profit margin improved from 22.6% last year to 25.3%.

2. Material Changes in the Profit Before Taxation for the Quarter Reported on as Compared to the Immediate Preceding Quarter

	Fourth Quarter 31/10/2010 RM'000	Third Quarter 31/7/2010 RM'000	Increase RM'000
Profit before taxation	<u>7,815</u>	<u>4,993</u>	<u>2,822</u>

The Group recorded a higher profit before taxation of RM7.8 million for this quarter as compared to RM5.0 million recorded in the immediate preceding quarter in line with the quarterly cycle of the industry.

3. Commentary on Prospects

The education industry continues to be strong and we envisage further demand for quality education. Our home-grown courses continue to excel with strong enrolments. To support the demand for our programs, we have introduced online learning through our partnership with the Pearson group. This would enable us to reach a larger base of foreign students reading our programs overseas. We have also been broadening our income base into the training sector and we are optimistic of the potential in this segment.

HELP is entering into more foreign markets. We are bullish about the Indonesian market and will continue to build more partnerships in the Asean region.

The Directors remain confident that the Group is fundamentally strong and expect the performance of the Group to be satisfactory for the financial year ending 31 October 2011.

4. Statement and Variance on Profit Forecast/Guarantee

The Group has not provided any profit forecast or profit guarantee in a public document for the current financial period.

5. Taxation

	Current Year Quarter RM'000	Current Year- To-Date RM'000
Current period income tax	1,308	7,547
Over provision of income tax in prior years	(146)	(146)
Deferred taxation	305	305
Over provision of deferred tax in prior years	(123)	(123)
	<u>1,344</u>	<u>7,583</u>

The effective tax rate of the Group for the current year quarter is lower than the statutory tax rate due to certain income being exempted from tax. The effective tax rate of the Group for the current year-to-date is higher than the statutory tax rate due principally to certain expenses that were not deductible for tax purposes and tax losses of subsidiaries.

6. Profits/(Losses) on Sale of Unquoted Investments and/or Properties

There were no sales of unquoted investments or properties during the current quarter and financial year-to-date.

7. Quoted Securities other than Securities in Existing Subsidiaries and Associated Companies

There were no investment in quoted securities as at the end of the reporting period.

8. Corporate Proposals

(a) Status of Corporate Proposals

There are no corporate proposals announced but not completed as at 20 December 2010 (being the latest practical date).

(b) Status of Utilisation of Proceeds Raised from Corporate Proposal

There were no corporate proposals involving fund raising.

9. Group Borrowings and Debt Securities

The Group did not have borrowings as at the end of the reporting period.

10. Off Balance Sheet Financial Instruments

There were no financial instruments with off balance sheet risk as at 31 October 2010.

11. Material Litigation

There were no material litigation as at 31 October 2010.

12. Dividends

The Board of Directors recommends a Final Dividend of 4% less income tax of 25% (2 sen per ordinary share of 50 sen each less 25% taxation) for the financial year ended 31 October 2010 subject to the approval of the shareholders at the forthcoming Annual General Meeting payable on a date to be determined later.

The Final Dividend, if approved, will result in a total dividend declared of 2 sen on 142,041,600 ordinary shares of 50 sen each less 25% taxation, amounting to RM2,130,624 for the financial year ended 31 October 2010.

13. Earnings Per Share Attributable to Equity Holders of the Company

(a) Basic Earnings Per Share

The basic earnings per share of 20.6 sen for the current financial year-to-date has been calculated based on the Group's profit for the current financial year-to-date attributable to the equity holders of the Company of RM19,097,000 (2009:RM15,450,000) and on the weighted average number of 92,716,195 (2009: 88,776,000) ordinary shares after the bonus issue during the period.

(b) Fully Diluted Earnings Per Share

Fully diluted earnings per share were not computed as there were no potential ordinary shares to be issued as at the end of the reporting period.

BY ORDER OF THE BOARD

Chua Siew Chuan (MAICSA 0777689)
Elaine Wong Wei Syn (MAICSA 7048544)
Company Secretaries

Kuala Lumpur
23 December 2010