

MAGNA PRIMA BERHAD

Company No.: 369519-P

(Incorporated in Malaysia)

Interim Financial Statements

30 June 2012

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(Incorporated in Malaysia)

Interim Financial Statements - 30 June 2012

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MAGNA PRIMA BERHAD

(Company No.: 369519-P)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 June 2012

(The figures have not been audited)

Post-IC Interpretation 15 adoption

	AS AT 30/06/2012 RM'000 (Unaudited)	AS AT 31/12/2011 RM'000 (Audited & Restated)*	AS AT 01/01/2011 RM'000 (Restated)
ASSETS			
Non-Current Assets			
Property, plant and equipment	1,628	1,757	1,922
Land held for property development	154,338	153,366	76,549
Goodwill on consolidation	3,269	3,269	3,269
Deferred tax assets	12,561	9,590	4,420
	<u>171,796</u>	<u>167,982</u>	<u>86,160</u>
Current Assets			
Inventories	3,662	2,772	9,631
Property development costs	363,484	291,140	227,450
Amount owing by customers on contracts	25,120	22,413	31,366
Trade receivables	55,048	48,019	32,863
Accrued billings	-	6,487	14,247
Other receivables	64,033	61,597	53,672
Tax recoverable	303	423	44
Cash held under Housing Development Accounts	5,109	3,985	4,668
Short term deposits with licensed banks	4,319	3,656	2,114
Cash and bank balances	2,092	5,546	12,901
	<u>523,170</u>	<u>446,038</u>	<u>388,956</u>
TOTAL ASSETS	<u><u>694,966</u></u>	<u><u>614,020</u></u>	<u><u>475,116</u></u>
EQUITY AND LIABILITIES			
Equity attributable to Owners of the Company			
Share capital	83,222	83,222	61,801
Share premium	35,566	35,566	18,843
Other reserves	(64)	169	6,470
Retained profits	43,655	27,535	24,758
	<u>162,379</u>	<u>146,492</u>	<u>111,872</u>
Non-controlling interests	<u>1,095</u>	<u>1,131</u>	<u>2,946</u>
TOTAL EQUITY	<u><u>163,474</u></u>	<u><u>147,623</u></u>	<u><u>114,818</u></u>
Non-Current Liabilities			
Hire purchase payables	9	145	309
Bank borrowings	90,873	100,125	98,275
Deferred tax liabilities	45	47	68
	<u>90,927</u>	<u>100,317</u>	<u>98,652</u>
Current Liabilities			
Amount owing to customers on contracts	515	-	-
Trade payables	111,304	114,906	122,870
Progress billings	286,643	194,821	90,121
Other payables	19,609	17,328	19,872
Hire purchase payables	143	211	222
Bank borrowings	13,001	31,412	11,455
Current tax liabilities	9,350	7,402	17,106
	<u>440,565</u>	<u>366,080</u>	<u>261,646</u>
TOTAL LIABILITIES	<u><u>531,492</u></u>	<u><u>466,397</u></u>	<u><u>360,298</u></u>
TOTAL EQUITY AND LIABILITIES	<u><u>694,966</u></u>	<u><u>614,020</u></u>	<u><u>475,116</u></u>
Net assets per share at par value of RM0.25 each attributable to Owners of the Company (RM)	<u><u>0.49</u></u>	<u><u>0.44</u></u>	<u><u>0.45</u></u>

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

*Upon adoption of the MFRS framework, the audited consolidated statement of financial position as at 31 December 2011 have been restated.

MAGNA PRIMA BERHAD

(Company No.: 369519-P)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the quarter and period to-date ended 30 June 2012

(The figures have not been audited)

Post-IC Interpretation 15 adoption

	3 months ended		6 months ended	
	30/06/2012	30/06/2011 (Restated)	30/06/2012	30/06/2011 (Restated)
	RM'000	RM'000	RM'000	RM'000
Revenue	35,688	14,211	40,972	21,290
Cost of sales	(11,576)	(8,688)	(13,558)	(12,067)
Gross profit	24,112	5,523	27,414	9,223
Other operating income	851	1,220	1,617	2,261
Selling and distribution expenses	(1,417)	(547)	(2,258)	(1,358)
Administration expenses	(3,563)	(3,552)	(7,083)	(6,582)
Other operating expenses	1	(400)	2,517	(403)
	19,984	2,244	22,207	3,141
Finance costs	(13)	(33)	(32)	(92)
Profit / (loss) before taxation	19,971	2,211	22,175	3,049
Taxation	(4,918)	(1,163)	(6,091)	(1,069)
Profit / (loss) for the period	15,053	1,048	16,084	1,980
Other comprehensive income :				
Currency translation differences on consolidation	695	-	(233)	-
Other comprehensive income for the period	695	-	(233)	-
Total comprehensive income / (loss) for the period	15,748	1,048	15,851	1,980
Profit / (loss) attributable to:				
Owners of the Company	15,100	1,053	16,120	1,979
Non-controlling interests	(47)	(5)	(36)	1
	15,053	1,048	16,084	1,980
Total comprehensive income / (loss) attributable to:				
Owners of the Company	15,795	1,053	15,887	1,979
Non-controlling interests	(47)	(5)	(36)	1
	15,748	1,048	15,851	1,980
Earnings / (loss) per share attributable to Owners of the Company:				
- Basic (sen)	4.54	0.43	4.84	0.80
- Diluted (sen)	4.54	0.35	4.84	0.67

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

MAGNA PRIMA BERHAD

(Company No.: 369519-P)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period ended 30 June 2012

(The figures have not been audited)

	Attributable to Owners of the Company									
	Non-Distributable					Distributable				
	Share capital RM'000	Share premium RM'000	Warrants reserve RM'000	Capital reserve RM'000	Foreign currency exchange reserve RM'000	Retained profits RM'000	Total RM'000	Non-controlling Interests RM'000	Total Equity RM'000	
Balance as at 1 January 2012 (as previously reported)	83,222	35,566	-	30	139	40,249	159,206	1,131	160,337	
Effects of adoption of IC Interpretation 15	-	-	-	-	-	(12,714)	(12,714)	-	(12,714)	
Balance as at 1 January 2012 (Restated)	83,222	35,566	-	30	139	27,535	146,492	1,131	147,623	
Profit / (loss) for the period	-	-	-	-	(233)	16,120	16,120	(36)	16,084	
Other comprehensive income / (loss) for the period	-	-	-	-	(233)	-	(233)	-	(233)	
Total comprehensive income / (loss) for the period	-	-	-	-	(233)	16,120	15,887	(36)	15,851	
Balance as at 30 June 2012	83,222	35,566	-	30	(94)	43,655	162,379	1,095	163,474	

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

MAGNA PRIMA BERHAD

(Company No.: 369519-P)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period ended 30 June 2012

(The figures have not been audited)

	Attributable to Owners of the Company									
	Non-Distributable					Distributable				
	Share capital RM'000	Share premium RM'000	Warrants reserve RM'000	Capital reserve RM'000	Foreign Currency Exchange reserve RM'000	Retained profits (Restated) RM'000	Total (Restated) RM'000	Non-controlling Interests RM'000	Total Equity (Restated) RM'000	
Balance as at 1 January 2011 (as previously reported)	61,801	18,843	6,441	30	-	32,549	119,664	2,945	122,609	
Effects of adoption of IC Interpretation 15	-	-	-	-	-	(7,791)	(7,791)	-	(7,791)	
Balance as at 1 January 2011 (Restated)	61,801	18,843	6,441	30	-	24,758	111,873	2,945	114,818	
Profit / (loss) for the period [as previously reported]	-	-	-	-	-	6,212	6,212	1	6,213	
Effects of adoption of IC Interpretation 15	-	-	-	-	-	(4,233)	(4,233)	-	(4,233)	
Profit / (loss) for the period [Restated]	-	-	-	-	-	1,979	1,979	1	1,980	
Other comprehensive income / (loss) for the period	-	-	-	-	-	-	-	-	-	
Total comprehensive income / (loss) for the period	-	-	-	-	-	1,979	1,979	1	1,980	
Issue of ordinary shares:										
- pursuant to exercise of Warrants 2006/2011	50	24	-	-	-	-	74	-	74	
Transfer of warrants reserve		15	(15)	-	-	-	-	-	-	
Balance as at 30 June 2011	61,851	18,882	6,426	30	-	26,737	113,926	2,946	116,872	

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

MAGNA PRIMA BERHAD

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the period ended 30 June 2012

(The figures have not been audited)

	6 months ended 30/06/2012	6 months ended 30/06/2011 (Restated)
	RM'000	RM'000
Operating activities		
Profit / (loss) before taxation	22,175	3,049
Adjustments for :-		
Depreciation of property, plant and equipment	154	220
Net gain / loss on disposal of property, plant & equipment	(90)	-
Net allowance for liquidated & ascertained damages	-	385
Interest income	(826)	(367)
Interest expense	32	92
Operating profit before changes in working capital	21,445	3,379
Changes in working capital		
Land held for property development	(1,206)	-
Inventories	(890)	6,996
Property development costs	(72,344)	(78,934)
Amount owing by/to customers on contract	(2,192)	(4,949)
Trade receivables	(7,029)	(6,148)
Accrued billings	6,487	14,126
Other receivables	(1,170)	(1,022)
Trade payables	(3,602)	11,582
Progress billings	91,822	55,585
Other payables	2,277	5,189
	12,153	2,425
Net cash generated from operations	33,598	5,804
Interest paid	(32)	(92)
Interest received	826	367
Tax paid	(6,996)	(5,864)
	(6,202)	(5,589)
Net cash generated from operating activities	27,396	215
Investing activities		
Purchase of property, plant and equipment	(25)	(32)
Proceeds from disposal of property, plant and equipment	91	-
Net cash generated from/(used in) investing activities	66	(32)
Financing activities		
Repayment of hire purchase liabilities	(204)	(117)
Repayment of bank borrowings	(27,663)	(17,472)
Drawdown of bank borrowings	-	24,900
Net proceeds from new shares issued	-	74
Net cash (used in)/generated from financing activities	(27,867)	7,385
Net change in cash & cash equivalents	(405)	7,568
Cash & cash equivalents at the beginning of the financial period	11,363	17,318
Effects of exchange rate changes	(4)	-
Cash & cash equivalents at the end of the financial period	10,954	24,886

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

	As at 30/06/2012	As at 30/06/2011
	RM'000	RM'000
Cash and bank balances	2,092	18,537
Cash held under Housing Development Accounts	5,109	6,655
Short term deposits with licensed banks	4,319	3,183
Bank overdrafts	-	(379)
	11,520	27,996
Less: Short term deposits pledged with licensed banks	(566)	(3,110)
	10,954	24,886

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

A Explanatory Notes Pursuant To FRS 134

A1 Basis of Preparation

The unaudited interim financial report has been prepared in accordance with the reporting requirements as set out in the Malaysian Financial Reporting Standards ("MFRS") No. 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 year ended 31 December 2011. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2011. For the periods up to and including the year ended 31 December 2011, the Group prepared its financial statements in accordance with Financial Reporting Standards ("FRSs").

Having taken into consideration the potential impact of the new MFRS framework, and also the fact that the International Accounting Standards Board (IASB) is planning to issue a new standard on revenue recognition this year that will subsume IC Interpretation 15: Agreements for the Construction of Real Estate for property developers, the management weighed its options and decided to adopt the MFRS framework for the financial period beginning 1 January 2012.

These interim financial statements are the Group's first MFRS-compliant Interim Financial Statements and hence MFRS 1: First-Time Adoption of Malaysian Financial Reporting Standards ("MFRS 1") has been applied.

The date of transition to the MFRS framework is 1 January 2011. The impact of the transition from FRS to MFRS is described in Note A2(a) below.

A2 Significant Accounting Policies

(a) IC Interpretation 15: Agreements for the Construction of Real Estate ("IC 15")

This interpretation applies to the accounting for revenue and associated expenses by entities undertaking construction or real estate directly or via subcontractors. Within a single agreement, the Group may contract to deliver goods or services in addition to the construction of real estate. Such an agreement shall therefore, be split into separately identifiable components.

An agreement for the construction of real estate shall be accounted for in accordance with FRS 111 if the buyer is able to specify the major structural elements of the design of the real estate before construction begins and/or specify major structural changes once construction is in progress. Accordingly, revenue shall be recognised by reference to the stage of completion of the contract.

An agreement for the construction of the real estate in which buyers only have limited ability to influence the design of the real estate or to specify only minor variations to the basic designs is an agreement for the sale of goods in accordance with FRS 118. Accordingly, revenue shall be recognised by reference to the criteria in paragraph 14 of FRS 118 (e.g. transfer of significant risks and rewards, no continuing managerial involvement nor effective control, reliable measurement, etc.).

This new interpretation further provides guidance on accounting for revenue recognition from the construction of real estate.

Where the Group undertakes a property development project involving sale of goods, the implementation of this interpretation will change the Group's revenue recognition to take place at the time of delivery of vacant possession to purchasers when risk and reward is transferred instead of recognised based on the percentage of completion method.

The effects on the Group's opening balances and comparative figures arising from the adoption of IC 15 are as follows:-

Consolidated Statement of Financial Position (extract)

	As previously reported RM'000	Effects on adoption of IC 15 RM'000	As restated RM'000
<u>Year ended 31/12/2011 :</u>			
Deferred tax assets	2,877	6,713	9,590
Property development costs	178,070	113,070	291,140
Progress billings	62,326	132,495	194,821
Retained earnings	40,249	(12,714)	27,535

Consolidated Statement of Financial Position (extract) [cont'd]

	As previously reported RM'000	Effects on adoption of IC 15 RM'000	As restated RM'000
<u>Period ended 30/6/2011 :</u>			
Deferred tax assets	2,649	2,609	5,258
Property development costs	197,870	108,379	306,249
Progress billings	22,695	123,012	145,707
Retained earnings	38,761	(12,024)	26,737
<u>Opening balances as at 1/1/2011 :</u>			
Deferred tax assets	3,222	1,198	4,420
Property development costs	146,318	81,132	227,450
Progress billings	-	90,121	90,121
Retained earnings	32,549	(7,791)	24,758

In accordance with the transitional provisions of IC 15, the changes above are applied retrospectively. As such, the opening balances as at 1 January 2011 and comparatives as at 31 December 2011 and 30 June 2012 have been restated.

The adoption of IC 15 has significant impact on the revenue and profit for the financial period to-date under review. Had IC 15 not been adopted, the results of the Group in accordance with the previous FRS framework would have been as follows :-

	Results as per previous FRS framework RM'000	Effects on adoption of IC 15 RM'000	IC 15 / MFRS- compliant results RM'000
<u>Period ended 30/6/2012 :</u>			
Consolidated Statement of Financial Position (extract)			
Deferred tax assets	1,904	10,657	12,561
Property development costs	151,367	212,117	363,484
Progress billings	39,324	247,319	286,643
Retained earnings	68,199	(24,544)	43,655
Consolidated Statement of Comprehensive Income (extract)			
Revenue	155,796	(114,824)	40,972
Costs of sales	112,605	(99,047)	13,558
Gross profit	43,191	(15,777)	27,414
Profit / (loss) before taxation	37,952	(15,777)	22,175
Total comprehensive income / (loss) for the period	27,683	(11,832)	15,851

(b) Adoption of MFRSs, Amendments to MFRSs and Interpretations issued but not yet effective

At the date of authorisation of these interim financial statements, the following MFRSs, Amendments to MFRSs and IC Interpretations were issued but not yet effective and have not been applied by the Group:

MFRSs, Amendments to MFRSs and Interpretations	Effective for annual periods beginning on or after
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009 and October 2010)
MFRS 10	1 January 2015
MFRS 11	Consolidated Financial Statements
MFRS 12	1 January 2013
MFRS 13	Joint Arrangements
MFRS 119	1 January 2013
MFRS 127	Disclosure of Interests in Other Entities
MFRS 128	1 January 2013
	Fair Value Measurement
	1 January 2013
	Employee Benefits
	1 January 2013
	Separate Financial Statements
	1 January 2013
	Investments in Associates and Joint Ventures
	1 January 2013

(b) Adoption of MFRSs, Amendments to MFRSs and Interpretations issued but not yet effective (cont'd)

MFRSs, Amendments to MFRSs and Interpretations		Effective for annual periods beginning on or after
Amendments to MFRS 7	Disclosures - Offsetting Financial Assets and Financial Liabilities	1 January 2013
Amendments to MFRS 101	Presentation of Items of Other Comprehensive Income	1 July 2012
Amendments to MFRS 132	Offsetting Financial Assets and Financial Liabilities	1 January 2014
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	1 January 2013

A3 Auditors' Report For The Financial Year Ended 31 December 2011

The auditors' report on the financial statements for the financial year ended 31 December 2011 was not subject to any qualification.

A4 Seasonality or Cyclicity Factors

The Group's operations during the financial period under review were not materially affected by any seasonal or cyclical factors.

A5 Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items which affect the assets, liabilities, equity, net income or cash flows of the Group for the current quarter and current financial period under review.

A6 Material Changes in Estimates of Amounts

There were no changes in estimates that have had any material effect on the results for the current quarter and current financial period under review.

A7 Debts and Equity Securities

There was no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current financial period to-date.

A8 Dividends Paid

The company did not pay any dividend during the period under review.

A9 Segmental Analysis

The Group's segmental reports for the current financial period are as follows:

By operating segment :

	Property devt RM'000	Const. & Engineering RM'000	Trading RM'000	Non- reportable segments RM'000	Intersegment eliminations RM'000	Consolidated RM'000
<u>Period ended 30/06/2012 :</u>						
Total revenue	28,372	83,114	11,526	2,910	(84,950)	40,972
Intersegment revenue	-	(81,055)	(1,458)	(2,437)	84,950	-
Segment revenue :	28,372	2,059	10,068	473	-	40,972
Segment profit / (loss) before tax :	25,179	376	(462)	(2,918)	-	22,175
<i>Included in the segment profit / (loss) are :-</i>						
Interest income	800	5	-	21	-	826
Segment assets :	765,076	170,746	14,724	337,028	(592,608)	694,966
Segment liabilities :	641,433	125,650	11,983	186,170	(433,744)	531,492

By operating segment [cont'd] :

	Property devt RM'000	Const. & Engineering RM'000	Trading RM'000	Non- reportable segments RM'000	Intersegment eliminations RM'000	Consolidated RM'000
As restated:						
<u>Period ended 30/06/2011 :</u>						
Total revenue	7,450	48,585	13,828	3,897	(52,470)	21,290
Intersegment revenue	-	(48,158)	(640)	(3,672)	52,470	-
Segment revenue :	<u>7,450</u>	<u>427</u>	<u>13,188</u>	<u>225</u>	<u>-</u>	<u>21,290</u>
Segment profit / (loss) before tax :	<u>7,124</u>	<u>(1,092)</u>	<u>463</u>	<u>(3,446)</u>	<u>-</u>	<u>3,049</u>
<i>Included in the segment profit / (loss) are :-</i>						
Interest income	81	274	-	12	-	367
Segment assets :	<u>570,640</u>	<u>193,418</u>	<u>10,968</u>	<u>276,209</u>	<u>(500,351)</u>	<u>550,884</u>
Segment liabilities :	<u>521,383</u>	<u>162,631</u>	<u>7,430</u>	<u>174,405</u>	<u>(429,442)</u>	<u>436,407</u>
As previously reported:						
<u>Period ended 30/06/2011 :</u>						
Total revenue	40,341	48,585	13,828	3,897	(52,470)	54,181
Intersegment revenue	-	(48,158)	(640)	(3,672)	52,470	-
Segment revenue :	<u>40,341</u>	<u>427</u>	<u>13,188</u>	<u>225</u>	<u>-</u>	<u>54,181</u>
Segment profit / (loss) before tax :	<u>2,300</u>	<u>6,164</u>	<u>369</u>	<u>226</u>	<u>(366)</u>	<u>8,693</u>
<i>Included in the segment profit / (loss) are :-</i>						
Interest income	81	274	-	12	-	367
Segment assets :	<u>462,046</u>	<u>193,418</u>	<u>10,968</u>	<u>276,209</u>	<u>(500,351)</u>	<u>442,290</u>
Segment liabilities :	<u>398,370</u>	<u>162,631</u>	<u>7,430</u>	<u>174,405</u>	<u>(429,442)</u>	<u>313,394</u>

By geographical segment :

The Group's activities are carried out in Malaysia and Australia, represented by the following geographical segments :-

	Malaysia RM'000	Australia RM'000	Consolidated RM'000
Period ended 30/06/2012 :			
Total revenue	40,972	-	40,972
Intersegment revenue	-	-	-
Segment revenue :	<u>40,972</u>	<u>-</u>	<u>40,972</u>
Segment profit / (loss) before tax :	<u>22,746</u>	<u>(571)</u>	<u>22,175</u>
Segment assets :	<u>589,657</u>	<u>105,309</u>	<u>694,966</u>
Segment liabilities :	<u>524,551</u>	<u>6,941</u>	<u>531,492</u>
As restated:			
<u>Period ended 30/06/2011 :</u>			
Total revenue	21,290	-	21,290
Intersegment revenue	-	-	-
Segment revenue :	<u>21,290</u>	<u>-</u>	<u>21,290</u>
Segment profit / (loss) before tax :	<u>3,049</u>	<u>-</u>	<u>3,049</u>
Segment assets :	<u>550,884</u>	<u>-</u>	<u>550,884</u>
Segment liabilities :	<u>436,407</u>	<u>-</u>	<u>436,407</u>

By geographical segment (cont'd) :

As previously reported:

Period ended 30/06/2011 :

Total revenue	54,181	-	54,181
Intersegment revenue	-	-	-
Segment revenue :	54,181	-	54,181
Segment profit / (loss) before tax :	8,693	-	8,693
Segment assets :	442,290	-	442,290
Segment liabilities :	313,394	-	313,394

Major customers

The Group is engaged primarily in property development and construction, and sells real estate properties by individual units to the mass market. As such, the Group does not have reliance on any particular major customer.

A10 Property, Plant and Equipment

There were no valuations done on the Group's property, plant and equipment during the financial period under review.

A11 Material Events Subsequent to the End of the Period

There were no material events and transactions subsequent to the end of the current financial period till 17 August 2012 being the latest practicable date which is not earlier than 7 days from the date of issuance of these Interim Financial Statements.

A12 Changes in the Composition of the Group

There were no changes in the composition of the Group during the current financial period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinued operations.

A13 Contingent Assets and Contingent Liabilities

Details of contingent assets of the company are as follows :

	As at 30/06/2012 RM'000	As at 30/06/2011 RM'000
Group		
Settlement by defendant in a litigation matter by way of 4,088,000 ordinary shares at par value of RM0.25 per share :-		
- at market value	3,311	4,170
- at par	(1,022)	(1,022)
Inflow of economic benefit which is probable but not virtually certain	2,289	3,148

Details of contingent liabilities of the company are as follows :

	As at 30/06/2012 RM'000	As at 30/06/2011 RM'000
Company		
Utilised portion of corporate guarantees given to financial institutions for facilities granted to subsidiary companies:		
- Secured on assets of subsidiary companies	104,050	117,908
- Unsecured	-	-
Utilised portion of corporate guarantees given to trade creditors of subsidiary companies for credit facilities granted to subsidiary companies:		
- Unsecured	4,574	5,617
	108,624	123,525

A14 Capital Commitment

	As at 30/06/2012 RM'000	As at 30/06/2011 RM'000
Approved and contracted for:		
- Purchase of property, plant and equipment	-	-
- Contractual obligation for development projects	119,741	124,181
	119,741	124,181

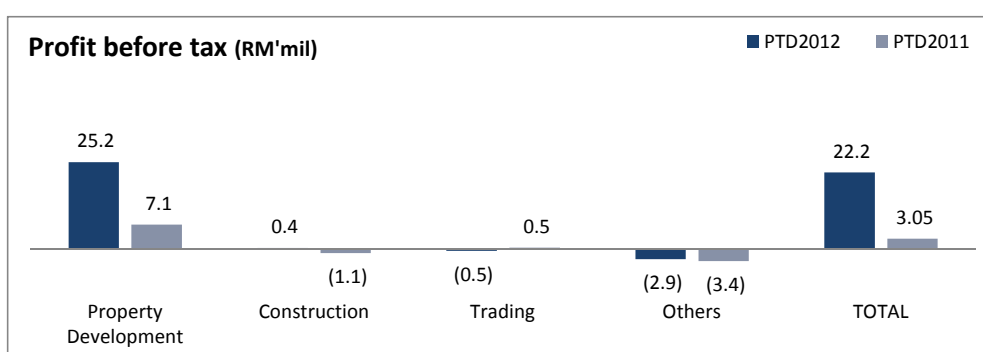
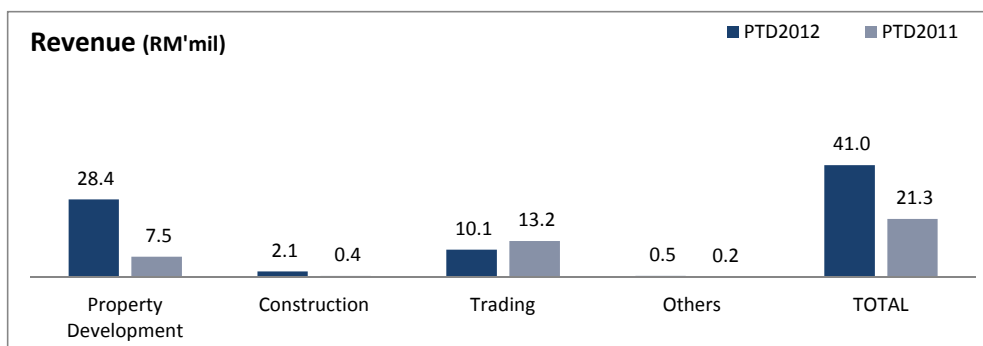
A15 Significant Related Party Transaction

	As at 30/06/2012 RM'000	As at 30/06/2011 RM'000
Company		
Management fee received/receivable from subsidiary companies	2,437	3,672

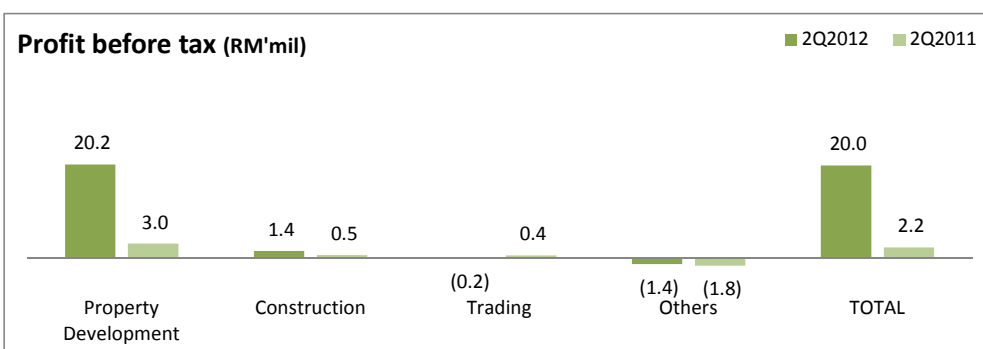
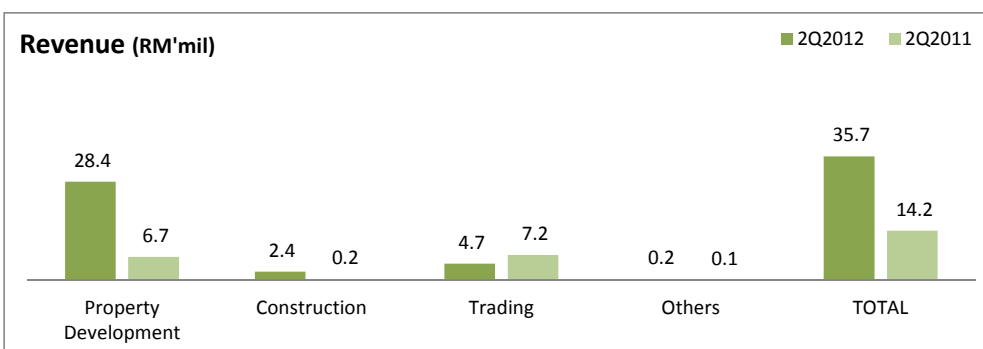
B Bursa Malaysia Listing Requirements

B1 Review of Performance - Comparison with Previous Corresponding Period and Quarter

For the 6 months ended 30 June 2012, the Group achieved a revenue of RM41.0 million, an increase of 92% from RM21.3 million, the Group's profit before tax jumped 627% to RM22.2 million from RM3.05 million compared to the financial period ended 30 June 2011.



Revenue for the second quarter ended 30 June 2012 surge 151% to RM35.7 million from RM14.2 million and profit before tax grew by 803% to RM20.0 million from RM2.2 million compared to the previous corresponding quarter, driven mainly from the completion of U1 Shah Alam development project in property development segment and support from the construction segment in accordance to the IC Interpretation 15 ('IC 15').



B1 Review of Performance - Comparison with Previous Corresponding Period and Quarter (Cont'd)

Property Development

With the newly-adopted IC 15, Property Development segment achieved a revenue of RM28.4 million for 6 months period, an increase of 281% from RM7.5 million in the previous corresponding period due to the recognition of the completion for U1 Shah Alam Phase 2 commercial tower project.

Revenue increased to RM28.4 million from RM6.7 million, while profit before tax increased to RM20.2 million from a profit before tax of RM3.0 million, an increase by 325% and 567% respectively compare to previous corresponding quarter.

Sales and order book for the existing development projects i.e. One Sierra development project in Selayang, Alam D'16 development project in Shah Alam, Seri Jalil development project in Bukit Jalil and the Boulevard Business Park development project along Jalan Kuching are receiving good responses from the market and the construction works for these projects have been on-going progressively.

Construction & Engineering

In Construction & Engineering segment results for the 6 months was boosted by 382% in revenue to RM2.4 million from RM0.4 million in the previous corresponding period while the profit before tax increased to RM0.4 million from a loss before tax of RM1.1 million, an increase of 134% mainly due to the contribution from the completion of U1 Shah Alam development project.

Revenue and profit before tax recorded at RM2.4 million and RM1.4 million for the current quarter, an increase of 1062% and an increase of 178% from RM0.2 million and RM0.5 million respectively compare to previous corresponding quarter.

Trading

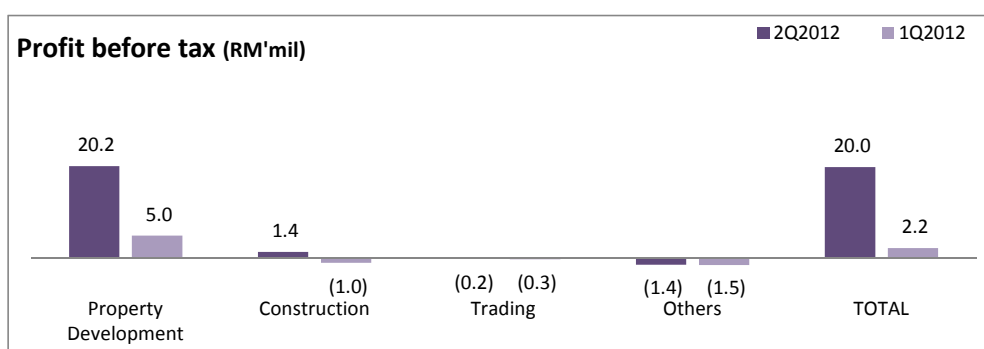
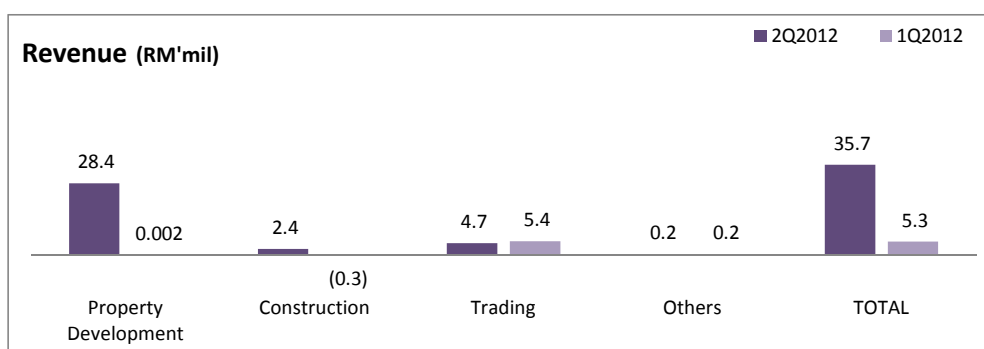
Trading segment revenue declined marginally by 24% to RM10.1 million from RM13.2 million compared to the previous corresponding period and the segment incurred loss before tax RM0.5 million due to competitive products selling prices in the market and volatility in raw material prices.

Revenue and loss before tax recorded at RM4.7 million and RM0.2 million for current quarter, a decrease of 35% and 145% from RM7.2 million and profit before tax of RM0.4 million respectively compare to previous corresponding quarter.

B2 Review of Performance - Comparison with Immediate Preceding Quarter

For the current quarter, the Group recorded a higher revenue of RM35.7 million, an increase of 575% compared to RM5.3 million in the immediate preceding quarter ended 31 March 2012 mainly due to the completion of U1 Shah Alam Phase 2 commercial tower in the current quarter.

As the result, the Group's profit before tax had increased by 806% to RM20.0 million, compared with a profit before tax of RM2.2 million for the immediate preceding quarter ended 31 March 2012.



B3 Prospects for the Current Financial Year

The Board is targeting to complete the One Sierra project, a mixed development in Selayang, and the Alam D'16 project in Shah Alam this year. Upon their completion and subsequent hand-over of vacant possession to purchasers, these project revenue and respective cost of sales will be recognised in full, thus improving the Group's performance for this year.

Further on, development work has continued progressively on the Boulevard Business Park project along Jalan Kuching, and also the Seri Jalil project in Bukit Jalil which have high sales and order books for future period.

B4 Variance from Profit Forecast and Profit Guarantee

Not applicable as there were no profit forecast and profit guarantee published.

B5 Taxation

The breakdown of Malaysian income tax charge is as follows:

Group	Period to-date ended 30/06/2012 RM'000	Period to-date ended 30/06/2011 (Restated) RM'000
In respect of :		
- current year	9,065	1,934
- deferred taxation	(2,974)	(865)
	6,091	1,069
Under / (over) provision in prior years	-	-
	6,091	1,069

The effective tax rate of the Group for the financial period to-date ended 30 June 2012 was higher than the applicable statutory tax rate mainly due to the effects of adoption of IC 15 by the Property Development segment.

Where the Group undertakes a property development project involving sale of goods, IC 15 changes the Group's revenue recognition to take place at the time of delivery of vacant possession to purchasers when risk and reward is transferred, instead of recognised based on the percentage of completion method.

Due to the adoption IC 15, a lower revenue and profit before tax for the current financial period to-date has been reported in these interim financial statements, which would normally attract a lower taxation amount. However, the Inland Revenue Board's Public Rulings specifies either the progress billings method or the percentage completion method is to be used for profit computation for property developers, and will not allow the entire project revenue and profit recognition to be delayed until project completion and hand-over of vacant possession, as per accounting treatment under IC 15. As such, an adjustment has been made to reflect the actual taxation amount for the current financial period to-date as if the Group had still utilised the percentage completion method for profit recognition.

A corresponding adjustment has also been made to the deferred tax assets of the Group, thus reflecting a future tax benefit upon physical completion of the respective projects.

B6 Retained Earnings

Pursuant to Bursa Malaysia's directive on the disclosure of breakdowns for unappropriated profits or accumulated losses into realised and unrealised profits or losses issued on 25 March 2010, and subsequent guidance issued on 20 December 2010, the breakdown of the Group's retained profits are disclosed as follows :-

Group	Period to-date ended 30/06/2012 RM'000	Period to-date ended 30/06/2011 (Restated) RM'000
Realised	(5,603)	884
Unrealised	5,539	(715)
Total retained earnings	(64)	169

B7 Sale of Unquoted Investments and/or Properties

There was no sale of unquoted investments or properties for the current quarter and current financial period to-date.

B8 Quoted Investments

There was no purchase or disposal of quoted investments during the financial period to-date under review.

B9 Corporate Proposals

The following are status on the corporate proposals that have been announced by the Company but not completed as at 17 August 2012 (being the latest practicable date) which is not earlier than 7 days from the date of issuance of these Interim Financial Statements :-

- (a) On 23 March 2009, the Company's wholly-owned subsidiary, Twinicon (M) Sdn Bhd ("TSB") and Lai Meng Girls' School Association entered into a sale and purchase agreement for the proposed acquisition of 5 parcels of freehold land together with the buildings erected thereon, located in Section 44, Town and District of Kuala Lumpur, Wilayah Persekutuan for a cash consideration of RM148,151,380.

The agreement has yet to become unconditional pending fulfillment of the conditions subsequent under the agreement.

- (b) On 05 June 2012, the Company's wholly-owned subsidiary, Magna Ecocity Sdn Bhd entered into a conditional sale and purchase agreement for the proposed acquisition of a piece of vacant land measuring approximately 20 acres, identified as H.S.(D) 16667, Lot PT 12, located at Seksyen 15, Bandar Shah Alam, District of Petaling, Selangor Darul Ehsan for a purchase consideration of RM100.00 million.

The proposed acquisition is pending approval from the Company's shareholders.

B10 Group Borrowings

Details of Group borrowings as at 30 June 2012 are as follows:

	As at 30/06/2012 RM'000	As at 30/06/2011 RM'000
Secured		
Bank borrowings repayable		
- within 12 months	13,144	14,694
- after 12 months	90,882	102,935
Total borrowings	104,026	117,629

There are no borrowings in foreign currency during the financial period to-date under review.

B11 Details of Financial Instruments with Off Balance Sheet Risks

There is no off-balance sheet risk envisaged as at the date of this report that might materially affect the Group's business position.

B12 Changes and Details of Pending Material Litigation

*Kuala Lumpur High Court Suit No.: D3-22-2039-2000 ("Suit")
 Magna Prima Berhad ("MPB") & 2 Ors ("Plaintiffs") v Top Green Entity Sdn. Bhd. & 14 Ors. ("Defendants")*

- (i) Sometime in 2000 the Plaintiffs proposed to carry out a corporate exercise ("Proposed Corporate Exercise") by, among others, selling some assets which belonged to Magna Prima Construction ("MPC") and Dunia Epik Sdn. Bhd. ("DESB") to third parties for an aggregate amount of RM22,100,000.00 ("Sum"). Mr. Goh Hock Choy ("the 5th Defendant") approached Mr. Yap Soon Huat ("YSH"), who was a director and one of MPB's substantial shareholders, and represented that he had the authority to act for certain parties interested in purchasing shares in MPB with the intention of taking over control of MPB. Negotiations were entered into between YSH and the 5th Defendant for the sale of MPB shares subject to terms and conditions determined by the 5th Defendant ("Sale of Shares"). Following the Sale of Shares, the Sum was paid into the Plaintiffs' Accounts in the following manner :-
- (a) RM16,684,300.00 into MPC's account; and
- (b) RM5,415,700.00 into DESB's account.
- (ii) On 16 October 2000 the Sum was withdrawn from MPC and DESB's accounts ("Withdrawal") without the knowledge and approval of the Plaintiffs. On 19th October 2000 Mr. Ng Yak Hee, a director of the Plaintiffs, lodged a police report concerning the Withdrawal.
- (iii) The Plaintiffs filed a Writ of Summons against the Defendants on 1 November 2000. As of 5 February 2010, the Plaintiffs have chosen to proceed only against the 5th Defendant and Tan Chow Poo, the 12th Defendant. The Suit has been fixed for the hearing of the 5th Defendant's Application to Strike out the Suit on 26 May 2010. The matter had been adjourned to 5 July 2010.
- (iv) On 5 July 2010, the 5th Defendant's application for striking out was dismissed with cost. The 5th Defendant has appealed to the Court of Appeal.
- (v) On 26 April 2011, the Court has fixed the Trial dates on 24 October 2011 and 25 October 2011. Prior to the said Trial dates, parties were instructed by the Court to mediate the matter but it was to no avail.

B12 Changes and Details of Pending Material Litigation (cont'd)

*Kuala Lumpur High Court Suit No.: D3-22-2039-2000 ("Suit")
Magna Prima Berhad ("MPB") & 2 Ors ("Plaintiffs") v Top Green Entity Sdn. Bhd. & 14 Ors. ("Defendants")*

(vi) All the witnesses were called in to the Trial held on 24 & 25 October 2011. The processes of examination in chief, cross-examination and re-examination were completed. The Parties had filed in their respective written submissions thereafter.

(vii) On 12 January 2012, the decision before the Judge was as follows :-

For the 5th Defendant :

1) All relief by the Plaintiffs are allowed, particularly :-

- the 5th Defendant is to return all original documents belonging to the 2nd Plaintiff and 3rd Plaintiff; and
- an order that the 5th Defendant and / or its family members and / or any bank or any financial institution in Malaysia which has dealt with the 5th Defendant, to inform and / or state to the Plaintiffs and / or Plaintiffs' solicitors, all assets belonging to the 5th Defendant, whether moveable or immoveable, within 14 days after this order is served.

2) Judgment sum amounting to RM20,789,144.00 is to be paid by the 5th Defendant to the Plaintiffs.

3) Interest of 8% per annum on the judgement sum from 16th October 2000 until 12 January 2012.

4) Interest of 4% per annum on both judgement sum and pre-judgement sum from 12 January 2012 until full settlement.

5) Cost of RM50,000.00 to be borne by the 5th Defendant to the Plaintiffs.

For the 12th Defendant :

1) Damages (assessed) to the Plaintiffs.

2) Interest of 8% on the said damages from 16 October 2000 until the date of assessment of damages.

3) Interest of 4% per annum on both damages and pre-assessment of the amount of interest until full settlement.

4) Cost of RM15,000.00 to be paid by the 12th Defendant to the Plaintiffs.

(viii) Regarding the 5th Defendant, the Company is in the process of filing its Proof of Debt as the 5th Defendant had been adjudicated Bankrupt on 7 July 2011.

(ix) The 12th Defendant filed an Appeal on 10 February 2012 against the High Court decision dated 12 January 2012. A hearing date is pending to be fixed by the Court of Appeal.

(x) On 4 April 2012, the Company filed an assessment of damages application against the 12th Defendant. The next Case Management is fixed on 12 June 2012.

(xi) Case management was fixed on 12th June 2012 for our assessment of damages.

(xii) 12th Defendant Stay Application is fixed for hearing on 7th August 2012 and parties to file their respective written submissions to the Court on/before 3 August 2012.

(xiii) Further case management on our assessment of damages fixed on 9 August 2012 pending outcome of 12th Defendant stay application.

(xiv) On 7th August 2012, Court has allowed 12th Defendant's application for stay. 12th Defendant's appeal is fixed for hearing on 12th November 2012.

(xv) On 9th August 2012, the Court fixed mention for the Plaintiff's assessment of damages on 19th November 2012 pending the outcome of 12th Defendant's appeal.

In the matter of an Arbitration between Bauer (M) Sdn Bhd ("Bauer") and Embassy Court Sdn Bhd ("Embassy")

(i) A contract was executed between Bauer and Embassy (together known as "the Parties") on 6 October 2005 ("the Contract"). Bauer was appointed to carry out and complete the Piling and Substructure Works to the Cadangan Pembangunan 1 Blok Kondominium 41 Tingkat (78 units) Termasuk 1 Tingkat Kemudahan Penduduk, 2 Tingkat Lower Ground and 11 Tingkat Letak Kereta dan Keperluan M & E (herein called "the Works") at Sebahagian Lot 305, Seksyen 63, Lorong Kuda, Off Jalan Tun Razak, Kuala Lumpur.

(ii) On 26th June 2008, an Arbitration matter was initiated by Bauer against Embassy, a wholly-owned subsidiary of Magna Prima Berhad ("MPB"). The two main issues are :-

- 1) the existence of an agreement dated 12 September 2006 between Bauer and Embassy; and
- 2) the Final Account Claim.

(iii) On 3 February 2012, the Final Award given from the Arbitration exercise under Pertubuhan Akitek Malaysia ("PAM") states that Embassy is to pay the Claimant RM13,276,164.02 being outstanding sum of monies for work done in the contract together with interest of RM5,442,802.26. As to our counter claim, we are only entitled for RM502,979.40 being remedial and uncompleted work.

B12 Changes and Details of Pending Material Litigation (cont'd)

*Kuala Lumpur High Court Originating Summons No. : 24NCC(ARB)-4-02/2012 ("Registration of Final Award")
Bauer (M) Sdn Bhd ("Bauer" or "Applicant" or "Plaintiff") v Embassy Court Sdn Bhd ("Embassy" or "Respondent" or "Defendant")*

- (i) On 15 February 2012, Bauer filed an application to register the Final Award in the High Court of Kuala Lumpur against Embassy.
- (ii) On 2 April 2012, the registration of the Final Award by Bauer was successful.

*Kuala Lumpur High Court Suit No. : S-22NCVC-178-2011 ("Specific Performance")
Bauer (M) Sdn Bhd ("Bauer" or "Plaintiff") v Embassy Court Sdn Bhd ("Embassy" or "1st Defendant") & Magna Prima Bhd ("Magna Prima" or "2nd Defendant")*

- (i) On 4 March 2011, the Plaintiff filed an action against the 1st Defendant and the 2nd Defendant at the High Court of Kuala Lumpur. The two main claims by Bauer are for:-
 - 1) specific performance against the Embassy to produce corporate guarantee issued by Magna Prima; and
 - 2) Magna Prima to indemnify and/or pay to Bauer such monies in the event that Embassy fails to pay Bauer the sum awarded by the Arbitrator.
- (ii) All witnesses were called in to Trials held on 16, 17 & 18 November 2011. Subsequently, the parties have filed in their respective oral and written submissions.
- (iii) On 15 February 2012, Embassy and Magna Prima have been served with Bauer's application for leave to adduce the Final Award as further evidence and was fixed for Hearing on 1 March 2012.
- (iv) On 2 May 2012, the Court has allowed the Plaintiff's application and re-open its case to call its witnesses to adduce the Final Award as further evidence. The Court also allowed the Defendants to re-open their case and to recall their witnesses or to call fresh witnesses, to rebut the Plaintiff's evidence but only insofar as it relates to the said Final Award. Costs are held to be costs in the cause.
- (v) Case Management on 16th May 2012, Court has allowed Plaintiff's application to adduce the final arbitration award.
- (vi) Further case management on 30th May 2012, our Solicitors applied for postponement for application of stay to enable us to reply to Plaintiff's Affidavit in Reply. The matter adjourned to 14th June 2012.
- (vii) Hearing fixed on 14th June 2012 has been vacated as the current judge will be transferred to another court. Court fixed a further case management on 20th July 2012.
- (viii) 20th July 2012, our application for a Stay of Proceeding fixed for Hearing on 27th July 2012. Puan Amelia Tee has fixed the matter for continued trial on 25th September 2012, 2.00 p.m.

*Court of Appeal Civil Appeal No. W-02(IM)(NCVC)-1249-06/2012
Embassy Court Sdn Bhd ("Embassy") ("Appellant 1") & Magna Prima Berhad ("Appellant 2") v Bauer (M) Sdn Bhd ("Bauer") ("Respondent")*

- (i) Filed Notice of Appeal on 16th May 2012 in regards to Bauer's application to adduce the Final Award dated 03/02/2012 as further evidence after full trial.
- (ii) Case management on 21st June 2012 whereby further case management was fixed on 19th July 2012 pending filing of Record of Appeal.
- (iii) Case management on 19th July 2012 whereby the hearing of the Appeal has been fixed on 13th September 2012.

*Shah Alam High Court Suit Originating Motion No. : 25-73-04/2012 ("Setting Aside")
Embassy Court Sdn Bhd ("Embassy" or "1st Applicant") & Magna Prima Berhad ("Magna Prima" or "2nd Applicant") v Bauer (M) Sdn Bhd ("Bauer" or "Respondent")*

- (i) On 23 April 2012, the Applicants filed an application against the Respondent to set aside the Final Award dated 3 February 2012. The setting aside application is fixed for case management on 17 May 2012.
- (ii) On 17th May 2012, our setting aside application was fixed for further Case Management on 4th July 2012 for parties to file written submission.
- (iii) On 4th July 2012, the Court has fixed a further case management on 8th August 2012 to fix a hearing date for our setting aside application.
- (iv) On 3rd July 2012, the Respondent filed an application to strike out our setting aside application of the Final Award and the same has been fixed for Case Management on 31st July 2012.

B12 Changes and Details of Pending Material Litigation (cont'd)

Shah Alam High Court Suit Originating Motion No. : 25-73-04/2012 ("Setting Aside")

Embassy Court Sdn Bhd ("Embassy" or "1st Applicant") & Magna Prima Berhad ("Magna Prima" or "2nd Applicant") v Bauer (M) Sdn Bhd ("Bauer" or "Respondent")

- (v) On 31st July 2012, the Court has adjourned the Respondent's striking out application to 8th August 2012 at 9.00 am to fix a hearing date for the Respondent's striking out application.
- (vi) On 8th August 2012, the Court has fixed a hearing on 24th October 2012 for both Applicants setting aside application and Respondent's striking out application.

B13 Dividend proposed

A proposed final single tier exempt dividend of 1.5 sen per share at par value of RM0.25 per share (2010: single tier exempt dividend of 1 sen per share at par value of RM0.25 per share) was recommended for the financial year ended 31 December 2011 and has been approved by shareholders at the Annual General Meeting held on 30 May 2012.

B14 Earnings per Share ("EPS")

(a) Basic EPS

The basic earnings per share has been calculated by dividing the Group's net profit attributable to ordinary equity holders of the Company for the period to-date by the weighted average number of ordinary shares in issue.

	3 months ended		Period to-date ended	
	30/06/2012	30/06/2011 (Restated)	30/06/2012	30/06/2011 (Restated)
Net profit / (loss) attributable to ordinary equity holders of the Company (RM'000)	15,100	1,053	16,120	1,979
Weighted average number of ordinary shares in issue ('000)	332,890	247,337	332,890	247,323
Basic EPS (sen)	<u>4.54</u>	<u>0.43</u>	<u>4.84</u>	<u>0.80</u>

(b) Diluted EPS

The diluted earnings per share has been calculated by dividing the Group's net profit attributable to ordinary equity holders of the Company for the period by the weighted average number of ordinary shares that would have been in issue upon full exercise of the remaining Option under Warrants, adjusted for the number of such ordinary shares that would have been issued at fair value. The Warrants exercise period expired in September 2011.

	3 months ended		Period to-date ended	
	30/06/2012	30/06/2011 (Restated)	30/06/2012	30/06/2011 (Restated)
Net profit / (loss) attributable to ordinary equity holders of the Company (RM'000)	<u>15,100</u>	<u>1,053</u>	<u>16,120</u>	<u>1,979</u>
Weighted average number of ordinary shares in issue ('000)	332,890	247,337	332,890	247,323
Effects of dilution ('000)	-	51,261	-	49,702
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	<u>332,890</u>	<u>298,598</u>	<u>332,890</u>	<u>297,025</u>
Diluted EPS (sen)	<u>4.54</u>	<u>0.35</u>	<u>4.84</u>	<u>0.67</u>

BY ORDER OF THE BOARD

Magna Prima Berhad
 Yuen Yoke Ping (MAICSA 7014044)

Secretary

Petaling Jaya
 24 August 2012