



DENKO INDUSTRIAL CORPORATION BERHAD
(190155-M)
(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS
FOR THE SECOND QUARTER ENDED
30 SEPTEMBER 2008

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
Incorporated in Malaysia

FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

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DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
Incorporated in Malaysia

CONDENSED CONSOLIDATED INCOME STATEMENTS
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
		3 months ended		6 months ended	
		30.09.2008 (Unaudited) RM'000	30.09.2007 (Unaudited) RM'000	30.09.2008 (Unaudited) RM'000	30.09.2007 (Unaudited) RM'000
Revenue	4	41,436	39,846	80,244	69,435
Cost of sales		(40,251)	(31,692)	(75,305)	(57,471)
Gross profit		<u>1,185</u>	<u>8,154</u>	<u>4,939</u>	<u>11,964</u>
Other operating income		926	848	1,450	1,394
Gain on deconsolidation of subsidiary companies		-	-	-	4,476
Provision for corporate guarantee written back		4,967	-	4,967	-
Marketing and distribution costs		(1,700)	(1,069)	(2,557)	(1,737)
Administration expenses		(3,373)	(3,797)	(5,669)	(6,449)
Other operating expenses		(352)	153	(1,329)	(1,589)
Profit from operations		<u>1,653</u>	<u>4,289</u>	<u>1,801</u>	<u>8,059</u>
Finance costs		(821)	(922)	(1,695)	(1,779)
Share of loss of an associate		(1)	(1)	(1)	(6)
Profit before taxation	4	<u>831</u>	<u>3,366</u>	<u>105</u>	<u>6,274</u>
Taxation	22	<u>(353)</u>	<u>(236)</u>	<u>90</u>	<u>(522)</u>
Profit for the period		<u>478</u>	<u>3,130</u>	<u>195</u>	<u>5,752</u>
Attributable to:					
Equity holders of the Parent		<u>478</u>	<u>3,130</u>	<u>195</u>	<u>5,752</u>
Earnings/(Loss) per ordinary share attributable to equity holders of the parent					
Basic earnings per ordinary share (sen)	30	<u>0.46</u>	<u>3.02</u>	<u>0.19</u>	<u>5.56</u>
Fully diluted earnings/(loss) per ordinary share (sen)	31	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

The Condensed Consolidated Income Statements should be read in conjunction with the audited financial statements for the year ended 31 March 2008 and the accompanying explanatory notes attached to the interim financial statements.

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
Incorporated in Malaysia

CONDENSED CONSOLIDATED BALANCE SHEETS
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

	Note	AS AT 30.09.2008 (Unaudited) RM'000	AS AT 31.03.2008 (Audited) RM'000
ASSETS			
Non-current assets			
Property, plant and equipment		95,010	85,087
Prepaid land lease payments		3,863	4,862
Investment in an associated company		1	2
Total non-current assets		98,874	89,951
Current assets			
Inventories		23,112	17,498
Trade and other receivables		30,329	25,734
Current tax assets		465	1,263
Fixed deposits with licensed banks		532	1,162
Cash and bank balances		3,402	1,720
Total current assets		57,840	47,377
Non-current asset held for sale		-	4,892
TOTAL ASSETS		156,714	142,220
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital		104,469	104,469
Reserves	16	4,268	5,744
Accumulated losses		(64,118)	(65,789)
Total equity		44,619	44,424
Non-current liabilities			
Long term borrowings	26	27,936	20,629
Deferred tax liabilities		7,565	7,969
Total non-current liabilities		35,501	28,598
Current liabilities			
Trade and other payables	17	49,824	39,469
Short term borrowings	26	26,715	25,785
Current tax liabilities		55	-
Total current liabilities		76,594	65,254
Liabilities directly associated with assets classified as held for sale		-	3,944
Total liabilities		112,095	97,796
TOTAL EQUITY AND LIABILITIES		156,714	142,220
Net assets per share attributable to equity holders of the parent (RM)		0.4271	0.4252

The Condensed Consolidated Balance Sheets should be read in conjunction with the audited financial statements for the year ended 31 March 2008 and the accompanying explanatory notes attached to the interim financial statements.

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
Incorporated in Malaysia
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008 (UNAUDITED)

	Attributable to equity holders of the parent				Total
	Share Capital	Non-distributable Share Premium	Revaluation Reserves	Accumulated Losses	
	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 April 2008	104,469	3,136	2,608	(65,789)	44,424
Realisation of revaluation reserve	-	-	(1,476)	1,476	-
Net income/(expenses) recognised directly in equity			(1,476)	1,476	-
Net profit for the financial period	-	-	-	195	195
Total recognised income and expenses for the period	-	-	(1,476)	1,671	195
At 30 September 2008	104,469	3,136	1,132	(64,118)	44,619

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

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
Incorporated in Malaysia

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008 (UNAUDITED)

	Attributable to equity holders of the parent					Total
	Share Capital	-----Non-distributable-----			Accumulated	
	Share	Revaluation	Equity	Losses		
	Premium	Reserves	Component of			
			RCCLS			
	RM'000	RM'000	RM'000	RM'000	RM'000	
At 1 April 2007	103,526	3,136	2,112	737	(75,425)	34,086
Net profit for the period	-	-	-	-	5,752	5,752
At 30 September 2007	103,526	3,136	2,112	737	(69,673)	39,838

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
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CONDENSED CONSOLIDATED CASH FLOW STATEMENTS
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

	Note	Period to date	
		30.09.2008 (Unaudited) RM'000	30.09.2007 (unaudited) RM'000
Net cash generated from operating activities		8,856	5,183
Net cash used in investing activities		(14,210)	(15,785)
Net cash from financing activities		<u>8,423</u>	<u>8,580</u>
Net increase/(decrease) in cash and cash equivalents		3,069	(2,022)
Cash and cash equivalents as at beginning of financial period		<u>(3,951)</u>	<u>(4,190)</u>
Cash and cash equivalents as at end of financial period		<u>(882)</u>	<u>(6,212)</u>
*Cash and cash equivalents at the end of the financial period comprise the followings:			
Fixed deposits with licensed banks		532	741
Bank overdrafts	26	(4,284)	(7,186)
Cash and bank balances		<u>3,402</u>	<u>974</u>
		(350)	(5,471)
Less: Fixed deposits pledged to licensed banks		<u>(532)</u>	<u>(741)</u>
		<u>(882)</u>	<u>(6,212)</u>

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

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
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PART A - SELECTED EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARDS (FRSs) 134 - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

(1) Basis of Preparation

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

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 March 2008. These explanatory notes attached to the interim financial statements provides 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 year ended 31 March 2008.

(2) Changes in Accounting Policies

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted and disclosed in the audited financial statements for the year ended 31 March 2008.

The effective date for FRS 139 "Financial Instruments: Recognition and Measurement", has now been determined by the Malaysian Accounting Standards Board (MASB) to be from 1 January 2010. The Group is exempted from disclosing the possible impact of FRS 139 in accordance with FRS 108 "Accounting Policies, Change in Accounting Estimates and Errors" prior to its effective date.

(3) Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 March 2008 was not qualified.

(4) Segmental Reporting

The Group's operations comprise of the following business segments:

Manufacturing	:	Manufacture and sales of consumer and industrial products
Trading	:	Wholesaler/retailer of foodstuff and marketing of sport-wear
Property rental	:	Rental of property
Management services	:	Provision of Management services
Investment holdings & others	:	Investment holdings, dormant and inactive companies

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	30.09.2008 (Unaudited) RM'000	30.09.2007 (Unaudited) RM'000	30.09.2008 (Unaudited) RM'000	30.09.2007 (unaudited) RM'000
Segment Revenue				
Manufacturing	33,959	34,175	66,792	59,512
Trading	8,126	6,179	14,682	11,157
Property rental	-	-	-	-
Management services	381	-	739	-
Investment holdings & others	-	636	-	1,314
Total revenue including inter-segment sales	42,466	40,990	82,213	71,983
Elimination of inter-segment sales	(1,030)	(1,144)	(1,969)	(2,548)
Total revenue	41,436	39,846	80,244	69,435

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PART A - SELECTED EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARDS (FRSs) 134 - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	3 months ended		6 months ended	
	30.09.2008 (Unaudited) RM'000	30.09.2007 (Unaudited) RM'000	30.09.2008 (Unaudited) RM'000	30.09.2007 (unaudited) RM'000
<u>Segment Results</u>				
Manufacturing	(4,089)	2,832	(3,390)	3,224
Trading	378	186	534	(137)
Property rental	-	(66)	-	(196)
Management services	192	-	(575)	-
Investment holdings & others	3,870	735	3,113	(454)
	351	3,687	(318)	2,437
Eliminations	481	(320)	424	3,843
Share of loss of an associate	(1)	(1)	(1)	(6)
Profit before taxation	831	3,366	105	6,274

There is no geographical segmental analysis as the operations of the Group are conducted within Malaysia. All inter segment transactions within the Group have been entered and established on terms and conditions that are not materially different from that entered with unrelated parties.

In the previous quarter of 31 March 2008, management services have been incorporated as a new segment while property rental segment has ceased.

(5) Unusual nature and amounts of items affecting assets, liabilities, equity, net income or cash flows

There were no items of unusual nature and amounts affecting assets, liabilities, equity, net income or cash flows during the current quarter under review.

(6) Nature and Amount of Changes in Estimates

There were no significant changes in estimates of amounts reported in prior interim periods of the current financial year or in prior financial years that have a material effect in the current quarter.

(7) Comments about Seasonal or Cyclical Factors

The business operations of the Group's performance were not significantly affected by any seasonal and cyclical factors.

(8) Dividend Paid

There was no dividend paid for the 2nd quarter ended of 30 September 2008.

(9) Valuations of Property, Plant and Equipment

The valuations of land and buildings have been brought forward, without amendment from the financial statements for the year ended 31 March 2008.

(10) Debt and Equity Securities

The Group did not undertake any other issuance and/or repayment of debt and equity securities, share cancellations, shares held as treasury and resale of treasury shares for current quarter.

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
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**PART A - SELECTED EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING
STANDARDS (FRSs) 134 - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008**

(11) Changes in the Composition of the Group

There was no change in the composition of the Group during the current quarter

(12) Commitments

(a) Capital commitments

The amount of commitments for the purchase of property, plant and equipment not provided for in the interim financial statements as at 30 September 2008 are as follows:

	As at 30.09.2008 (Unaudited) RM'000
Approved by the Directors and contracted for	304
Authorised by the Directors but not contracted	3,114
	<hr/>
	3,418
	<hr/>

(b) Non-Cancellable Operating Lease Commitment

	As at 30.09.2008 (Unaudited) RM'000
Minimum operating lease commitment payable	
- not later than one year	156
- later than one year but not later than five years	451
	<hr/>
	607
	<hr/>

(13) Changes in Contingent Liabilities and Contingent Assets

There were no changes to the contingent liabilities or assets of the Group since the last audited financial statements.

(14) Material Subsequent Events

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

DENKO INDUSTRIAL CORPORATION BERHAD (190155-M)
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PART A - SELECTED EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARDS (FRSs) 134 - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

(15) Significant Related Parties Transactions

	6 Months ended 30.09.2008 (Unaudited) RM'000
-Sub contractor fees paid/payable	859
-Professional fees paid/payables	23
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The Directors are of the view that the above transactions have been entered into in the normal course of business under terms and conditions no less favourable to the Group and the Company than those arranged with independent third parties

(16) Reserves

	As at 30.09.2008 (Unaudited) RM'000	As at 31.03.2008 (Audited) RM'000
Non distributable:		
Share premium	3,136	3,136
Revaluation reserves	1,132	2,608
	<hr/>	<hr/>
	4,268	5,744
	<hr/>	<hr/>

(17) Trade and Other Payables

	As at 30.09.2008 (Unaudited) RM'000	As at 31.03.2008 (Audited) RM'000
Trade creditors	27,457	14,932
Other creditors and accruals	22,290	17,030
Provision for corporate guarantees	-	7,467
Amounts owing to directors	77	40
	<hr/>	<hr/>
	49,824	39,469
	<hr/>	<hr/>

Provision for corporate guarantees

Provision for corporate guarantees are made for potential obligation arising from the corporate guarantees given by the Company to a financial institution for banking facilities granted to former subsidiary companies namely Skiva Holdings Sdn. Bhd. and New Height Marketing Sdn. Bhd.. During the period under review the Company mutually agreed with the financial institution on the propose settlement plan, the details of which settlement plan are disclosed in Part B, note 28 of the explanatory notes.

Amounts owing to directors

Amounts owing to directors represent accruals for directors' fees and allowances payable for the current and previous financial year which are unsecured and interest free.

PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

(18) Review of Current Quarter Performance

The Group's revenue increased approximately by RM1.590 million or 3.99%, from RM39.846 million in the same quarter in the preceding financial period ended 30 September 2007 to RM41.436 million in this quarter. The increase in revenue is due to increase in production as a result of the introduction of new products for manufacturing in the current and previous quarter.

The Group's performance declined from a pre tax profit of RM3.366 million in the same quarter in the preceding financial year to a small pre tax profit of RM831 thousand for the current quarter. Despite a write back of provision for corporate guarantee of RM4.967 million, the significant drop in the results is mainly due to higher operating and start-up cost incurred upon the initiation of the new plant since the previous quarter.

(19) Comparison with Immediate Preceding Quarter's Results

The Group achieved revenue of RM41.436 million for the quarter under review. This represents an increase of RM2.628 million in revenue or 6.34 % higher than of its previous quarter. The group registered a profit before tax of RM831 thousand in the current quarter as compared to the preceding quarter ended 30 June 2008 when it registered a loss before tax of RM726 thousand. Despite a write back of provision for corporate guarantee of RM4.967 million for the current quarter, the Group only recorded small profit due to higher operating and start-up cost incurred upon the initiation of the new plant since the previous quarter.

(20) Current Year Prospects

Against the backdrop of global economic uncertainties, it is inevitable that the Group is expected to face challenging and difficult time for the rest of the financial period. Nevertheless, the directors are continuously taking measures to review the various operations so as to ride this challenging time.

(21) Profit Forecast and Profit Guarantee

The profit forecast is not applicable for the current quarter under review.

There are no further developments on the outstanding profit guarantee as reported in the Audited Financial Statements for the year ended 31 March 2008.

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PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

(22) Taxation

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	3 months ended		6 months ended	
	30.09.2008 (Unaudited) RM'000	30.09.2007 (Unaudited) RM'000	30.09.2008 (Unaudited) RM'000	30.09.2007 (unaudited) RM'000
In respect of current period				
-Malaysian income tax	(203)	(106)	(314)	(242)
-Deferred tax	(150)	(130)	404	(280)
	<u>(353)</u>	<u>(236)</u>	<u>90</u>	<u>(522)</u>

Income tax for the current quarter is in respect of tax arising on profits procured in certain subsidiary companies.

(23) Sale of Unquoted Investments and/or Properties

There were no sales of unquoted investments and properties in the current quarter under review.

(24) Quoted securities

There was no purchase or disposal of quoted securities for the financial period ended 30 September 2008.

(25) Status of Corporate Proposals

There were no corporate proposals announced or completed as at the date of this announcement.

(26) Group Borrowings

Details of the unaudited Group borrowings as at 30 September 2008 are as follows

	Long term borrowings			Short term borrowings		
	Secured	Unsecured	Total	Secured	Unsecured	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Bank Overdrafts	-	-	-	4,233	51	4,284
Bills Payable and Bankers Acceptance	-	-	-	12,554	-	12,554
Short Term payable	-	-	-	4,981	-	4,981
Hire Purchase payable	9,756	-	9,756	4,896	-	4,896
Long Term payable	18,180	-	18,180	-	-	-
TOTAL	27,936	-	27,936	26,664	51	26,715

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PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

(27) Off Balance Sheet Financial Instruments

There were no financial instruments with off balance sheet risk as at the date of this current quarter.

(28) Material Litigation

There are no new and additional developments on the outstanding legal cases of the Company and its subsidiaries reported in this current quarter except for the following:

- (a) *Hong Leong Bank Berhad (Hong Leong) vs Denko Industrial Corporation Berhad (DICB) and Four Former Directors of Skiva Holdings Sdn. Bhd. (SHSB)*
Kuala Lumpur High Court Suit No.: 5-22-1689-2007

On 11 January 2008, DICB received a writ of summon filed in the High Court of Malaya, Kuala Lumpur dated 10 December 2007, for allegedly failing to settle the gross amount of RM6,156,245.99 as at 31 July 2007, owing by a former subsidiary company SHSB which was placed under liquidation on 5 July 2005, whereby DICB and Four Former Directors of SHSB were guarantors of the facilities offered to SHSB.

- (b) *Hong Leong Bank Berhad (Hong Leong) vs Denko Management Services Sdn. Bhd. (DMSB)*
Kuala Lumpur High Court Suit No.: 24-19-2008

On 28 February 2008, DICB received a writ of summon filed in the High Court of Malaya, Taiping dated 18 January 2008, for allegedly failing to settle the banking facilities due and payable by the former subsidiary company namely Skiva Holdings Sdn. Bhd. (öSHSBö). SHSB was placed under liquidation on 5 July 2005, whereby DMSB has pledged its leasehold land to secure the banking facilities made available for SHSB. The net book value of the said leasehold land as at 30 June 2008 is RM955,673 and full impairment losses on land has been recognised in the first current quarter of 30 June 2008.

- (c) *Hong Leong Bank Berhad (Hong Leong) vs Denko Industrial Corporation Berhad (DICB) and Five Former Directors of New Height Marketing Sdn. Bhd. (NHMSB)*
Kuala Lumpur High Court Suit No.: D4-22-15-2008

On 7 March 2008, DICB received a writ of summon filed in the High Court of Malaya, Kuala Lumpur dated 4 January 2008, for allegedly failing to settle the gross amount of RM1,505,320.29 as at 31 July 2007, owing by a former subsidiary company NHMB which was placed under liquidation on 23 April 2007, whereby DICB and Five Former Directors of NHMB were guarantors of the facilities offered to NHMSB.

In respect of the above-mentioned case as stated in note (a), (b) and (c), on 5 September 2008 Hong Leong Bank Berhad (Hong Leong) and Denko Industrial Corporation Berhad has mutually agreed with a propose settlement on discharge of corporate guarantee and foreclosure of DMSB leasehold land. The details are follows:

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PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA - FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2008

(28) Material Litigation (Cont'd)

DICB agreed to settle Hong Leong a total of RM2.5 million in the following manner:

- (i) First instalments of RM500,000 and:
- (ii) RM2,000,000 being balance of the settlement sum to be settle by way of 24 instalments and the last instalment is payable on 1 June 2010. As of 30 September 2008 there are 21 outstanding instalments amounting to RM1,820,000. The proposed instalments are subject to interest rate of 2% per annum above Hong Leong's prevailing Base Lending Rate (BLR).

With the acceptance of this settlement proposal, the management has written back the provision for corporate guarantee amounting to RM4,966,751.09, in the current quarter ended 30 September 2008.

Readers are advised to read the announcement made with Bursa Malaysia on 5 September 2008 for the detailed salient feature of the terms and condition of the proposed settlement.

(29) Dividend Payable

The Directors do not recommend any interim dividend in the current quarter.

(30) Basic Earnings Per Ordinary Share

The basic earnings per ordinary share of the Group are calculated by dividing the net profit/(loss) for the current period attributable to ordinary equity holders of the Parent by the weighted average number of ordinary shares in issue during the period.

	INDIVIDUAL QUARTER 3 months ended		CUMULATIVE QUARTER 6 months ended	
	30.09.2008 (Unaudited) RM'000	30.09.2007 (Unaudited) RM'000	30.09.2008 (Unaudited) RM'000	30.09.2007 (unaudited) RM'000
Profit/(loss) attributable to ordinary equity holders of the parent	478	3,130	195	5,752
Weighted average number of ordinary shares in issue (÷000)	104,469	103,526	104,469	103,526
Basic earnings/(loss) per share for (sen):	0.46	3.02	0.19	5.56

(31) Fully Diluted Earnings/(Loss) Per Ordinary Share

Fully diluted earnings/(loss) per ordinary share for the current period was not presented as there was an anti-dilutive effect on the conversion of WARRANTS to ordinary shares.

(32) Authorised for issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution passed on 28 November 2008.