



STAMFORD COLLEGE BERHAD

(Company No. 194977-A)
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED INCOME STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2007 - UNAUDITED

In thousands of RM	Note	Three months ended 30 June		Six months ended 30 June	
		2007	2006	2007	2006
Revenue	9	5,413	4,295	13,269	12,427
Operating expenses		(8,335)	(6,511)	(16,901)	(15,157)
Other operating income		758	588	1,534	1,309
Interest income		1	3	1	7
Finance costs		(27)	(33)	(60)	(60)
Share of profit of associates		-	40	-	40
Loss before tax		(2,190)	(1,618)	(2,157)	(1,434)
Income tax expense	19	(16)	598	(96)	645
Loss for the period		(2,206)	(1,020)	(2,253)	(789)
Attributable to :					
Shareholders of the company		(2,162)	(969)	(2,199)	(768)
Minority interests		(44)	(51)	(54)	(21)
Loss for the period		(2,206)	(1,020)	(2,253)	(789)
Basic loss per share (sen)	27	(5.41)	(2.42)	(5.50)	(1.92)

The condensed consolidated income statement should be read in conjunction with the audited financial statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial statements.



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CONDENSED CONSOLIDATED BALANCE SHEETS AT 30 JUNE 2007

In thousands of RM		Unaudited Note At 30 June 2007	Audited At 31 Dec 2006
ASSETS			
Non-current assets			
Property, plant and equipment	10	5,544	6,105
Investment property		17,807	17,807
Investment in associates		-	-
Software development expenditure		834	816
Intangible assets		1,767	1,783
Land deposit		6,741	6,741
Deferred tax assets		1,450	1,530
Total non-current assets		<u>34,143</u>	<u>34,782</u>
Current assets			
Inventories		178	188
Trade and other receivables		6,675	4,139
Current tax asset		82	101
Cash and cash equivalents		3,752	257
Total current assets		<u>10,687</u>	<u>4,685</u>
Total assets		<u>44,830</u>	<u>39,467</u>
EQUITY			
Share capital	7	40,000	40,000
Reserves		(17,988)	(15,789)
Total equity attributable to shareholders of the Company		<u>22,012</u>	<u>24,211</u>
Minority shareholders' interest		<u>271</u>	<u>325</u>
Total equity		<u>22,283</u>	<u>24,536</u>
LIABILITIES			
Non-current liabilities			
Borrowings	23	239	304
Obligations under finance lease		24	-
Total non-current liabilities		<u>263</u>	<u>304</u>
Current liabilities			
Trade and other payables		13,285	13,349
Advance from sale of investment in subsidiary		8,800	-
Taxation		12	-
Borrowings	23	173	1,278
Obligations under finance lease		14	-
Total current liabilities		<u>22,284</u>	<u>14,627</u>
Total liabilities		<u>22,547</u>	<u>14,931</u>
Total equity and liabilities		<u>44,830</u>	<u>39,467</u>
Net Assets per Share (RM)		<u>0.56</u>	<u>0.61</u>

The condensed consolidated balance sheet should be read in conjunction with the audited financial statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial statements.



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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE SIX MONTHS ENDED 30 JUNE 2007 - UNAUDITED

In thousands of RM	I----- Attributable to shareholders of the Company -----I						Total equity
	Share capital	Non-distributable Share premium	Accumulated losses	Sub-total	Total	Minority interest	
At 1 January 2006							
As previously stated	40,000	121	(20,559)	(20,438)	19,562	399	19,961
Effect of adopting FRS140	-	-	9,116	9,116	9,116	-	9,116
At 1 January 2006 (restated)	40,000	121	(11,443)	(11,322)	28,678	399	29,077
Net change in composition of Group	-	-	-	-	-	(23)	(23)
Issuance of Shares	-	-	-	-	-	40	40
Loss for the period	-	-	(768)	(768)	(768)	(21)	(789)
At 30 June 2006	40,000	121	(12,211)	(12,090)	27,910	395	28,305
At 1 January 2007	40,000	121	(15,910)	(15,789)	24,211	325	24,536
Loss for the period	-	-	(2,199)	(2,199)	(2,199)	(54)	(2,253)
At 30 June 2007	40,000	121	(18,109)	(17,988)	22,012	271	22,283

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial statements.



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CONDENSED CONSOLIDATED CASH FLOW STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2007 - UNAUDITED

In thousands of RM	Six months ended 30 June 2007	Six months ended 30 June 2006
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash receipts from customers and receivables	12,194	14,742
Cash paid to suppliers and employees	(16,170)	(15,505)
Cash flows used in operations	(3,976)	(763)
Interest paid	(60)	-
Income taxes paid	(1)	(23)
Income taxes refund	16	-
Net cash used in operating activities	(4,021)	(786)
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	1	7
Proceeds from disposal of property, plant and equipment	12	1
Purchase of property, plant and equipment	(74)	(82)
Software development expenditure	(18)	(290)
Advance from sale of investment in subsidiary	8,800	-
Net cash generated from/(used in) investing activities	8,721	(364)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayments of hire purchase and lease financing	(98)	(130)
Subscription of share in subsidiary by a minority shareholder	-	40
Net cash used in financing activities	(98)	(90)
Net decrease in cash and cash equivalents	4,602	(1,240)
Cash and cash equivalents at 1 January	(850)	(272)
Cash and cash equivalents at 30 June	3,752	(1,512)
Cash and cash equivalents at the end of the financial period comprise the following :		
Deposits placed with licensed banks	1,788	37
Cash and bank balances	1,964	557
	3,752	594
Bank Overdraft	-	(2,106)
	3,752	(1,512)

The condensed consolidated cash flow statements should be read in conjunction with the audited financial statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial statements.



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Part A – Explanatory Notes Pursuant to FRS 134

1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with the requirements of FRS 134 : Interim Financial Reporting issued by the Malaysian Accounting Standards Board (MASB) and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2006 annual financial statements.

The preparation of an interim financial report in conformity with FRS 134 Interim Financial Reporting requires management to make judgement, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the group since the 2006 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with FRSs.

2. Changes in accounting policies

The accounting policies adopted by the Group in this interim financial report are consistent with those adopted in the audited financial statement for year ended 31 December 2006 except for the adoption of the following new/revised Financial Reporting Standards (“FRS”) effective for financial period beginning 1 January 2007 :

FRS 6 Exploration for and evaluation of Mineral Resources

Amendment to FRS 119 Employee Benefits – Actuarial Gains and Losses, Group Plans and Disclosures

FRS 124 Related party Disclosures

FRS 6 and FRS 119 are not applicable to the Group and the Company. Hence, no further disclosure is warranted. The adoption of FRS 124 does not have significant financial impact on the Group.

3. Auditors’ report on preceding annual financial statements

The audited annual financial statements for the year ended 31 December 2006 were not subject to any qualification.



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4. Seasonality of operations

The education segment of the Group's performance is seasonal. There were fewer courses being offered during the quarter.

5. Unusual items due to their nature, size or incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current quarter and financial period ended 30 June 2007.

6. Changes in estimates

There were no changes in estimates that had a material effect in the current quarter and financial period-to-date results.

7. Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current quarter.

8. Dividends paid

No dividends were paid since the end of the previous financial year.

9. Segment reporting

The Company's primary format for reporting segment information is business segments. The Group is principally engaged in the provision of academic, tertiary and professional courses and trading of assorted steel products.

In thousands of RM For the six months ended	Education		Trading		Consolidated	
	2007	2006	2007	2006	2007	2006
Revenue from external customers	9,045	10,307	4,224	2,120	13,269	12,427
Segment result	(1,444)	(459)	61	19	(1,383)	(440)
Unallocated expenses					(715)	(981)
Interest Income					1	7
Finance Costs					(60)	(60)
Share of profit of associates					-	40
Loss before tax					(2,157)	(1,434)

The Group operates predominantly in Malaysia and accordingly, information by geographical location on the Group operations is not presented.



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10. Property, plant and equipment

(a) Acquisitions and disposals

During the six months ended 30 June 2007, the Group acquired items of plant and equipment with a cost of RM74,000 (six months ended 30 June 2006 : RM82,000). Item of equipment with a net book value of RM8,290 were disposed of during the six months ended 30 June 2007 (six months ended 30 June 2006 : RM12,000) resulting in a gain on disposal of RM3,445 (six months ended 30 June 2006 : loss on disposal of RM11,000).

(b) Valuations of Property, Plant and Equipment

There were no revaluation of property, plant and equipment brought forward from the financial statements for the year ended 31 December 2006. The Group does not adopt a revaluation policy on its property, plant and equipment.

The carrying amounts of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

(c) Valuation of Investment Property

The value of the investment property have been brought forward without amendment from the financial statement for year ended 31 December 2006.

11. Post balance sheet events

In the opinion of the Directors, no material events have arisen between the end of the reporting period and 21 August 2007, which is not earlier than 7 days from the date of issuance of this quarterly report, which will substantially affect the results of the Group.

12. Changes in the composition of the Group

Save as disclosed below, there were no changes in the composition of the Group during the current quarter and the financial period to date:-

On 18 January 2007, Stamford College Berhad (“SCB” or “the Company”) disposed of 34,800 ordinary shares of RM1 each representing 30% of its equity interest in Pusat Tuisyen Bersatu Sdn Bhd (“PTBSB”) to Dato’ Haji Abdul Halim bin Haji Abdul Samad for a cash consideration of RM1 only.(“Disposal”).

The disposal had diluted SCB’s equity interest in PTBSB from 100% to 70%, thereby rendering PTBSB to become a 70% owned subsidiary of SCB.

13. Contingent Liabilities and Contingent Assets

As at date of this announcement, the company has contingent liabilities amounting to RM5,076,000 in respect of corporate guarantees given to banks to secure general banking facilities for a subsidiary company.



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14. Capital Commitments

The amount of commitment for the purchase of property, plant and equipment which was contracted but not provided for in the interim financial statements as at 30 June 2007 is RM6,168,000.

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

15. Review of Performance

Group revenue for the second quarter increased by RM1.118 million or 26% as compared to the corresponding quarter in the previous year. This was mainly due to the increase in trading activities. The revenue from the education segment however decreased by RM0.482 million or 13% due to lower student enrolment numbers.

Group loss before tax for the quarter was RM2.190 million as compared to RM1.618 million for the corresponding quarter in the previous year. The declining performance was mainly attributed to the reduction in revenue from the education segment.

For the six months ended 30 June 2007, the Group recorded a loss before tax of RM2.157 million. The Group had recorded a loss before tax of RM1.434 million in the corresponding period ended 30 June 2006. The loss before tax for the corresponding period ended 30 June 2006 had been arrived at after the reversal of provision for impairment loss in a center and the over provision of rental in another center which amounted to RM0.343 million and RM0.400 million respectively. The loss before tax before the reversal was RM2.177 million. The reversal of the impairment loss was reported under Note 5 Unusual items due to their nature, size or incidence of the second quarterly report to Bursa Malaysia in 2006.

The rationalization of centers in the form of merger and cessation of loss making center undertaken by the Group towards the end of last year have resulted in a cost savings of RM1.035 million during the six months under review. The cost saving has effectively maintained the loss before tax approximately the same as last year despite a reduction of revenue in the education segment, incidental costs incurred in the rationalization of centers and higher scholarship awards given to outstanding students.

16. Variation of results against preceding quarter

In thousands of RM	Current Quarter	Immediate Preceding Quarter	Variance
Revenue	5,413	7,856	(2,443)
(Loss)/Profit before tax	(2,190)	33	(2,223)



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Group revenue relating to education segment for the current quarter decreased by RM2.453 million compared to immediate preceding quarter. The decrease of education segment revenue was due to lesser intakes of courses for the quarter.

The revenue from trading activities for the current quarter was RM2.117 million, a marginal increase compared to the immediate preceding quarter. (3 month ended 31 March 2007 : RM2.107 million).

17. Current year prospects

Rationalization of courses are also ongoing with more emphasis being placed on courses that attract strong enrolment. This includes a planned introduction of a degree in accountancy from an Australian university that will take students to a professional qualification recognized by related regulatory bodies. The degree that is being introduced will also offer a major in management. The degree is expected to commence in January 2008 after the required approvals are obtained from the Ministry of Higher Education. The new course will not only expand the range of degree courses already offered but will meet the growing demand for a professional qualification in accountancy.

The rationalization of centers that was noted in the last quarter of 2006 has been implemented. Stamford College Ampang has been merged with Stamford Management Center, another entity within the group. Action for the elimination of adverse impact from Stamford College Kuching has been completed.

At the same time a major initiative in online education is being established. The structural framework has already been built. It would now provide a platform for the development of full online courses. Initially, the College would be relying on established degree and postgraduate courses from foreign universities to compete with the main online providers in the country. Supporting this would be a range of third party products that support English language training and national schools curriculum that would be very useful for teachers and students. Our main advantage in the higher education would be in being able to offer better developed materials and a foreign qualification. The online system would also enhance part-time courses and improve enrolments. The online services would also help to promote traditional courses as students would now have access to a wider range of materials and learning aids.

In order to meet the current financial circumstances of the company, the board of directors has disposed 8,000,000 ordinary shares in Stamford College (Selangor) Sdn Bhd (SCSSB) to a joint venture partner. The disposal is to enable Stamford College Berhad to enter into a joint venture to develop a parcel land in Petaling Jaya registered under the name of SCSSB for a profit. The disposal has already been approved by the shareholders and the relevant authorities. The transaction would enable SCB to generate cash for existing operations and to provide funds to explore new business opportunities.

18. Variance on Forecast Profit/Shortfall in Profit Guarantee

Not applicable as the Group did not publish any profit forecast and profit guarantee.



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19. Income tax expenses

In thousands of RM	Three months ended 30 June 2007	Six months ended 30 June 2007
Under/(Over) provision of Malaysian income tax in prior year	16	16
Deferred tax	-	80
	-----	-----
	16	96
	====	====

The tax expense for the quarter was due to under-provision of the previous year's tax payable in a subsidiary. The deferred tax was in respect of a reversal of temporary differences in a subsidiary company.

20. Unquoted investments and properties

Save as disclosed in note 12, there were no sale of unquoted investments and/or properties for the quarter under review.

21. Quoted Securities

There were no purchase and disposal of quoted securities for the quarter under review.

There were no investment in quoted shares at 30 June 2007.

22. Status of corporate proposals announced

Save as disclosed below, there were no corporate proposals announced but not completed on 21 August 2007:-

Stamford College Berhad had on 4 May 2007, signed a Sale and Purchase of Shares and Shareholders' Agreement with Quill Construction Sdn Bhd ("Quill") for the disposal by Stamford College Berhad of 8,000,000 ordinary shares of RM1.00 each in SCSSB, a wholly-owned subsidiary of Stamford College Berhad, representing eighty percent (80%) of the total issued and paid-up capital of SCSSB to Quill for a total consideration of RM16,000,000 ("Proposed Disposal").

The Proposed Disposal has received approval from the following:-

- the shareholders of the Company at the Extraordinary General Meeting held on 9 June 2007;
- the Securities Commission ("SC") vide its letter dated 25 June 2007 had approved the Company's application for a waiver from compliance with Chapter 12 of the SC's Policies and Guidelines on Issue/Offer of Securities in relation to the Proposed Disposal; and



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(c) the Foreign Investment Committee vide its letter dated 5 July 2007 stated that it has no objection towards the Proposed Disposal, subject to the condition that SCSSB has at least thirty percent (30%) Bumiputera equity interest before 30 June 2009.

The Company had on 14 August, 2007 applied to FIC seeking for a waiver from compliance with the thirty percent (30%) Bumiputera equity condition.

SCSSB has changed its name to Quill-Stamford Lot 308 Sdn. Bhd. with effect from 13 August 2007.

The Proposed Disposal is now pending completion of its share transfer registration.

23. Borrowings

In thousands of RM	At 30 June 2007
<u>Current (unsecured)</u>	
Hire purchase liabilities	173
<u>Non-current (unsecured)</u>	
Hire purchase liabilities	239

The above borrowings are denominated in Ringgit Malaysia.

24. Off Balance Sheet Financial Instruments

As at the reporting date, the Group does not have any off balance sheet financial instruments.

25. Material Litigation

There is a pending suit for a disputed tenancy claim arising out of an early termination of the tenancy agreement for which provision has been made in the previous financial periods and another in respect of advertising charges in which the Company denies liability. The former case is fixed for trial on 24 and 25 January 2008. The court has fixed the trial on 26, 27 and 28 November 2007 on the latter case.

The Kuala Lumpur Sessions Court has ordered the Company and a subsidiary to pay to a former student RM36,920.00 in damages plus cost and interest of 8% per annum from 25 October 2000 until full payment. Pursuant to the aforesaid order, the Company paid the sum of RM58,843.90 to the former student. The Company's solicitors are of the opinion that there are no merits in the claim and the Company has appealed to the High Court against the said decision. The appeal is pending.

The Company's solicitors are also of the view that the aforesaid decision will not bind the court in determining the remaining 23 cases of similar nature pending in court.

Of the 23 cases, 3 cases against the Company were dismissed. The former students in the 3 cases have appealed against the decision. The appeal is pending. One case was found in



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favour of a former student. The Company is appealing against the decision and the appeal is pending.

26. Dividend

The Board does not recommend any interim dividend for the financial period ended 30 June 2007 (30 June 2006 : Nil).

27. Loss Per Share

(a) Basic loss per share

Basic loss per share is calculated by dividing the loss attributable to ordinary shareholders for the period by the number of ordinary shares in issue during the period.

(b) Fully diluted loss per share

Not applicable as the market value of SCB existing shares was lower than the exercise price of converting warrants to SCB ordinary shares and there is unlikely for the warrants holders to exercise the conversion.

28. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 21 August 2007.

BY ORDER OF THE BOARD

CHOW CHOOI YOONG

Company Secretary
MAICSA 0772574

21 August 2007