## SUIWAH CORPORATION BHD. COMPANY NO: 253837 H (Incorporated in Malaysia) CONDENSED CONSOLIDATED CASH FLOW STATEMENT

| CASH FLOW FROM OPERATING ACTIVITIES   | 12 Months<br>Ended<br>31 May 2008<br>RM' 000 | 12 Months<br>Ended<br>31 May 2007<br>RM' 000<br>(restated) |
|---|--|--|
|   |  |  |
| Profit before taxation  | 15,243                                       | 10,364   |
| Adjustments for:  |  |  |
| Bad debts written off   | -  | 270  |
| Depreciation of property, plant and equipment                               | 6,973<br>373                                 | 6,710<br>373   |
| Amortisation of prepaid land lease payment<br>Interest expense              | 560  | 657  |
| Interest income   | (942)  | (1,168)  |
| Impairment loss for land held for development                               | 1,200  | (1,108)  |
| Reversal of inventories written down  | 1,200  | (343)  |
| Share of losses in an associate   | 364  | (515)  |
| Inventories written off   | 144  | 849  |
| Loan interest in suspense   | 3  | 31   |
| Gain on disposal of property, plant & equipment                             | (16)   | -  |
| Property, plant and equipment written off                                   | 423  | 219  |
| Provision for doubtful debts  | -  | 77   |
| Provision for diminution in value of investments                            | 1,115  | -  |
| Net unrealised foreign exchange losses / (gains)                            | 181  | (58)   |
| Share options granted under ESOS  | -  | 45   |
| Operating profit before working capital changes                             | 25,621                                       | 18,026   |
| Increase in property development cost                                       | (2,165)                                      | (1,314)  |
| (Increase)/decrease in receivables  | (444)  | 455  |
| Decrease in inventories   | 2,370  | 1,333  |
| Increase / (Decrease) in payables   | 4,753  | (4,310)  |
| Cash generated from operations  | 30,135                                       | 14,190   |
| Interest paid   | (560)<br>942                                 | (657)  |
| Interest received   |  | 1,168  |
| Tax paid<br>Net cash generated from operating activities                    | (3,377)<br>27,140                            | (4,766)<br>9,935   |
| iver easing generated from operating activities                             | 27,140                                       | 7,735  |
| CASH FLOWS FROM INVESTING ACTIVITIES  |  |  |
| Increase in short term investment   | (4,049)                                      | (10,000)   |
| Proceeds from disposal of property, plant and equipment                     | 102  | 3  |
| Purchase of property, plant and equipment                                   | (2,475)                                      | (7,765)  |
| Purchase of investment in associates  | (1,090)                                      | (17.762)   |
| Net cash used in investing activities                                       | (7,512)                                      | (17,762)   |
| CASH FLOWS FROM FINANCING ACTIVITIES  |  |  |
| Repayment of bank term loan   | (1,000)                                      | (1,000)  |
| Dividends paid  | (3,430)                                      | (3,074)  |
| Purchase of treasury shares   | (1,310)                                      | (2,993)  |
| Net changes in bankers' acceptance<br>Net cash used in financing activities | (2,829)<br>(8,569)                           | <u>834</u><br>(6,233)                                      |
|   |  |  |
| NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS                      | 11,059                                       | (14,060)   |
| EFFECTS OF EXCHANGE RATE CHANGES  | (410)  | 360  |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD                            | 21,471                                       | 35,171   |
| CASH AND CASH EQUIVALENTS AT END OF PERIOD                                  | 32,120                                       | 21,471   |
| Cash and cash equivalents comprise:   |  |  |
| Cash and bank balances  | 7,808  | 3,763  |
| Deposit with licensed banks   | 12,186                                       | 14,226   |
| Short term investment   | 12,126                                       | 3,591  |
| Less: Overdraft   | -  | (109)  |
|   | 32,120                                       | 21,471   |

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Statements for the year ended 31 May 2007 and the accompanying explanatory notes attached to the interim financial statements)

-

-

#### SUIWAH CORPORATION BHD. COMPANY NO: 253837 H (Incorporated in Malaysia) CONDENSED CONSOLIDATED BALANCE SHEET (The figures have not been audited)

As At End of As At Preceding **Current Quarter Financial Year End** 31 May 2008 31 May 2007 (Unaudited) (Restated) RM'000 RM'000 ASSETS Non-current assets 67,410 72,417 Property, plant and equipment Land held for development 800 2,000 32,315 Prepaid land lease payments 32,688 Investment in an associates 635 3 3 Other investments Goodwill on consolidation 4,665 4,665 105,828 111,773 Current assets 14.444 12,279 Development properties Short term investment 25,060 13,592 28,067 30,581 Inventories Trade receivables 17,811 17,584 Other receivables 7,969 7,950 Loan receivables 79 395 Cash and bank balances 19,994 17,989 100,370 113,424 TOTAL ASSETS 219,252 212,143 EQUITY AND LIABILITIES Equity attributable to equity holders of the parent 61,000 61,000 Share capital Share premium 13,935 13,935 (4,303) (2,993) Treasury shares Other reserves 1,923 2,795 Retained earnings 82,742 75,400 155,297 150,137 Minority interest 1,065 716 Total equity 156,362 150,853 Non-current liabilities Long term loan 5,667 6,667 Deferred tax liabilities 2,566 2,848 8,233 9,515 Current liabilities Short term borrowings 1,000 3,938 Trade payables 44.084 39,728 Other payables 8,357 7,038 Taxation 1,216 1,071 54,657 51,775 Total liabilities 62,890 61,290 TOTAL EQUITY AND LIABILITIES 219,252 212,143

Net assets per share attributable to equity holders of the parent (RM) 2.67

(The Condensed Consolidated Balance Sheet should be read in conjunction

with the Audited Financial Report for the financial year ended 31 May 2007 and the accompanying explanatory notes attached to the interim financial statements)

2.54

#### SUIWAH CORPORATION BHD. COMPANY NO : 253837 H (Incorporated in Malaysia)

#### CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Twelve Months Ended 31 May 2008

|  | Attributable to Equity Holders of the Parent     Non - distributable |                            |                              |                                  |  | ►<br>Distributable                   |                                |                    |                                |                           |
|--|--|----------------------------|------------------------------|----------------------------------|--|--------------------------------------|--------------------------------|--------------------|--------------------------------|---------------------------|
|  | Share<br>Capital<br>RM'000   | Share<br>Premium<br>RM'000 | Treasury<br>Shares<br>RM'000 | Revaluation<br>Reserve<br>RM'000 | Foreign<br>exchange<br>Reserve<br>RM'000 | Share<br>Option<br>Reserve<br>RM'000 | Retained<br>Earnings<br>RM'000 | Total<br>RM'000    | Minority<br>Interest<br>RM'000 | Total<br>Equity<br>RM'000 |
| At 31 May 2007   | 61,000   | 13,935                     | (2,993)                      | 1,561                            | 370                                      | 864                                  | 75,400                         | 150,137            | 716                            | 150,853                   |
| Foreign exchange difference, representing net          |  |                            |                              |                                  |  |                                      |                                |                    |                                |                           |
| expense recognised in equity                           | -  | -                          | -                            | -                                | (898)                                    | -                                    | -                              | (898)              | -                              | (898)                     |
| Realisation of revaluation reserves                    | -  | -                          | -                            | (39)                             | -  | -                                    | 39                             | -                  | -                              | -                         |
| Effects of changes in tax rate on deferred tax         | -  | -                          | -                            | 65                               | -  | -                                    | 89                             | 154                | -                              | 154                       |
| Profit for the period                                  | -  | -                          | -                            | -                                | -  | -                                    | 10,644                         | 10,644             | 349                            | 10,993                    |
| Total recognised income and expense for the period     | -  | -                          | -                            | 26                               | (898)                                    | -                                    | 10,772                         | 9,900              | 349                            | 10,249                    |
| First & final dividends<br>Purchase of treasury shares | -  | -                          | - (1,310)                    | -                                | -  | -                                    | (3,430)                        | (3,430)<br>(1,310) | -                              | (3,430)<br>(1,310)        |
| Purchase of treasury shares                            | -  | -                          | (1,510)                      | -                                | -  | -                                    | -                              | (1,510)            | -                              | (1,510)                   |
| At 31 May 2008   | 61,000   | 13,935                     | (4,303)                      | 1,587                            | (528)                                    | 864                                  | 82,742                         | 155,297            | 1,065                          | 156,362                   |

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For The Twelve Months Ended 31 May 2007

|  | ← Attributable to Equity Holders of the Parent → |                            |                              |                                  |  |                                      |                                |                 |                                |                           |
|--|--|----------------------------|------------------------------|----------------------------------|--|--------------------------------------|--------------------------------|-----------------|--------------------------------|---------------------------|
|  | Share<br>Capital<br>RM'000                       | Share<br>Premium<br>RM'000 | Treasury<br>Shares<br>RM'000 | Revaluation<br>Reserve<br>RM'000 | Foreign<br>exchange<br>Reserve<br>RM'000 | Share<br>Option<br>Reserve<br>RM'000 | Retained<br>Earnings<br>RM'000 | Total<br>RM'000 | Minority<br>Interest<br>RM'000 | Total<br>Equity<br>RM'000 |
| At 31 May 2006                                     |  |                            |                              |                                  |  |                                      |                                |                 |                                |                           |
| As previously stated<br>Prior year adjustments     | 61,000   | 13,935                     | -                            | 1,598                            | (16)                                     | -                                    | 73,119                         | 149,636         | 779                            | 150,415                   |
| - effects of adopting FRS 2                        | -  | -                          | -                            | -                                | -  | 819                                  | (819)                          | -               | -                              | -                         |
| At 31 May 2006 (restated)                          | 61,000   | 13,935                     | -                            | 1,598                            | (16)                                     | 819                                  | 72,300                         | 149,636         | 779                            | 150,415                   |
| Foreign exchange difference, representing          |  |                            |                              |                                  |  |                                      |                                |                 |                                |                           |
| net income recognised in equity                    | -  | -                          | -                            | -                                | 386                                      | -                                    | -                              | 386             | -                              | 386                       |
| Realisation of revaluation reserves                | -  | -                          | -                            | (37)                             | -  | -                                    | 37                             | -               | -                              | -                         |
| Profit for the period                              | -  | -                          | -                            | -                                | -  | -                                    | 6,137                          | 6,137           | (63)                           | 6,074                     |
| Total recognised income and expense for the period | -  | -                          | -                            | (37)                             | 386                                      | -                                    | 6,174                          | 6,523           | (63)                           | 6,460                     |
| First & final dividends                            | -  | -                          | -                            | -                                | -  | -                                    | (3,074)                        | (3,074)         | -                              | (3,074)                   |
| Purchase of treasury shares                        | -  | -                          | (2,993)                      | -                                | -  | -                                    | -                              | (2,993)         |                                | (2,993)                   |
| Share-based payment under ESOS                     | -  | -                          | -                            | -                                | =  | 45                                   | -                              | 45              | -                              | 45                        |
| At 31 May 2007                                     | 61,000   | 13,935                     | (2,993)                      | 1,561                            | 370                                      | 864                                  | 75,400                         | 150,137         | 716                            | 150,853                   |

(The Condensed Consolidated Statement of Changes in Equity should be read in conjuction with the Audited Financial Statements for the year ended 31 May 2007 and the explanatory notes attached to the interim financial statements)

#### SUIWAH CORPORATION BHD. COMPANY NO : 253837 H (Incorporated in Malaysia)

#### **Condensed Consolidated Income Statement**

(The figures have not been audited)

|   | Individual Quarter<br>3 Months Ended<br>31 May |                    | Cumulative Quarter<br>12 Months Ended<br>31 May |                        |  |
|---|--|--------------------|---|------------------------|--|
|   | 2008<br>RM'000                                 | 2007<br>RM'000     | 2008<br>RM'000                                  | 2007<br>RM'000         |  |
| Revenue   | 85,701   | 83,695             | 373,813   | 366,688                |  |
| Other operating income  | 869  | 428                | 1,856   | 1,279                  |  |
| Operating expenses  | (86,665)                                       | (83,080)           | (360,444)                                       | (358,114)              |  |
| (Loss) / Profit from operations                                       | (95)   | 1,043              | 15,225  | 9,853                  |  |
| Finance income  | 329  | 640                | 942   | 1,168                  |  |
| Finance cost  | -  | -                  | (560)   | (657)                  |  |
| Share of loss of an associates  | (364)  | -                  | (364)   | -                      |  |
| (Loss) / Profit before taxation                                       | (130)  | 1,683              | 15,243  | 10,364                 |  |
| Income tax  | (471)  | (1,705)            | (4,250)   | (4,290)                |  |
| (Loss) / Profit before taxation                                       | (601)  | (22)               | 10,993  | 6,074                  |  |
| Attributable to:<br>Equity holders of the parent<br>Minority interest | (689)<br><u>88</u><br>(601)                    | (44) $(22)$ $(22)$ | 10,644<br>349<br>10,993                         | 6,137<br>(63)<br>6,074 |  |
| Earnings per share attributable to equity holders of the parent       |  |                    |   |                        |  |
| Basic (based on ordinary share - sen)                                 | (1.18)   | (0.07)             | 18.12   | 10.14                  |  |
| Fully diluted (based on ordinary share - sen) *                       | (1.18)   | (0.07)             | 18.12   | 10.14                  |  |

\* The effect on the basic earnings per share for the individual and cumulative quarters ended 31 May 2008 arising from the assumed conversion of the existing Employee Share Options Scheme ("ESOS") is anti-dilutive. Accordingly, the diluted earnings per share for the quarters are presented as equals to basic earnings per share

(The Condensed Consolidated Income Statement should be read in conjunction with the Audited Financial Statements for the year ended 31 May 2007 and the accompany explanatory notes attached to the interim financial statements)

#### SUIWAH CORPORATION BHD. (Company No: 253837 H) INTERIM REPORT FOR THE TWELVE-MONTHS PERIOD ENDED 31 MAY 2008 NOTES TO INTERIM FINANCIAL REPORT PART A – EXPLANATORY NOTES PURSUANT TO FRS134 2004

#### A1. Basis of preparation

The interim financial report of the Group is unaudited and has been prepared in accordance with  $FRS134_{2004}$  Interim Financial Reporting and Paragraph 9.22 of the Listing Requirements of the Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 May 2007. 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 year ending 31 May 2007.

#### A2. Changes in accounting policies

The significant changes in accounting policies adopted are consistent with those of the audited financial statements for the financial period ended 31 May 2007 except for the adoption of the following new/revised Financial Reporting Standards ("FRS") effective for the financial period beginning 1 June 2007:

| FRS 6                                | Exploration for and Evaluation of Mineral Resources             |
|--------------------------------------|---|
| FRS 117                              | Leases  |
| Amendment to FRS 119 <sub>2004</sub> | Employee Benefits - Actuarial Gains and Losses, Group Plans and |
|                                      | Disclosures   |
|                                      |   |

FRS 124 Related Party Disclosures

The above FRS does not have any significant financial impact on the Group.

The principal effects of the changes in accounting policies resulting from the adoption of FRS 117 are discussed below:

(a) FRS 117: Leases

The adoption of the revised FRS 117 has resulted in retrospective change in the accounting policy relating to the classification of leasehold land. The up-front payments made for the leasehold land represents prepaid lease payments and are amortised on a straight-line basis over the lease term. A lease of land and building is apportioned into a lease of land and a lease of building in proportion to the relative fair values of the leasehold interest in the land and building element of the lease at the inception of the lease. Prior to 1 June 2007, leasehold land was classified as property, plant and equipment and was stated at cost or valuation less accumulated depreciation and any impairment losses. A leasehold land of the Group was last revalued on June 2005.

Upon the adoption of the revised FRS 117 at 1 June 2007, the unamortised cost/revalued amount of leasehold land is retained as the surrogate carrying amount of prepaid lease payments as allowed by the transitional provisions of FRS 117. The reclassification of leasehold land as prepaid lease payments has been accounted for retrospectively and certain comparatives have been restated.

|                               | Previously<br>stated<br>(RM'000) | Reclassification<br>FRS 117<br>(RM'000) | Restated<br>(RM'000) |
|-------------------------------|----------------------------------|---|----------------------|
| At 31 May 2007                |                                  |   |                      |
| Property, plant and equipment | 105,105                          | (32,688)                                | 72,417               |
| Prepaid land lease payments   | -                                | 32,688                                  | 32,688               |

As at the date of authorisation of this interim financial statements, the following new and revised FRS, amendments to FRS and Interpretations were in issue but not yet effective and have not been applied by the Group:

| FRS 139              | Financial Instruments: Recognition and Measurement  |
|----------------------|---|
| FRS 107              | Cash Flow Statement   |
| FRS 111              | Construction Contracts  |
| FRS 112              | Income Taxes  |
| FRS 118              | Revenue   |
| FRS 120              | Accounting for Government Grants and Disclosure of Government   |
|                      | Assistance  |
| FRS 134              | Interim Financial Reporting   |
| FRS 137              | Provisions, Contingent Liabilities and Contingent Assets  |
| Amendment to FRS 121 | The Effects of Changes in Foreign Exchange Rates – Net Investment in a                                  |
|                      | Foreign Operation   |
| IC Interpretation 1  | Changes in Existing Decommissioning, Restoration and Similar  |
|                      | Liabilities   |
| IC Interpretation 2  | Members' Shares in Co-operative Entities and Similar Instruments  |
| IC Interpretation 5  | Rights to Interests Arising from Decommissioning, Restoration and<br>Environmental Rehabilitation Funds |
| IC Interpretation 6  | Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment |
| IC Interpretation 7  | Applying the Restatement Approach under FRS $129_{2004}$ Financial                                      |
|                      | Reporting in Hyperinflationary Economies  |
| IC Interpretation 8  | Scope of FRS 2  |

The Group is exempted from disclosing the possible impact, if any, to the financial statements upon the initial application of FRS 139.

The above FRS, amendments to FRS and Interpretations are expected to have no significant impact on the financial statements of the Group upon their initial application.

#### A3. Auditors' Report on Preceding Annual Financial Statements

The auditors' report of the annual financial statements for the financial year ended 31 May 2007 was not subject to any qualification.

## A4. Comments About Seasonal or Cyclical Factors

Retail sales are anticipated to slow down especially in the current quarter. It is anticipated to improve in the  $2^{nd}$  quarter of the financial year 2009

As for our manufacturing arm, Qdos Group, it is expected to be profitable for the financial year 2009.

#### A5. 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 quarter under review and financial year to date other than impairment loss arising from land held for development in the current quarter.

#### A6. Changes in Estimates

There was no material changes in estimates of amount reported in prior interim period or financial period that have a material effect in the current year.

#### A7. Carrying Amount of Revalued Assets

The valuations of property, plant and equipment have been brought forward without amendment from the financial statements for the year ended 31 May 2007.

#### A8. Debt and Equity Securities

There were no shares exercised and listed pursuant to the Suiwah Employee Share Option Scheme ("ESOS") for the quarter under review. There were no shares exercised and listed between 1 June 2007 and 31 May 2008.

During the quarter, the Company bought back 349,600 units of its own shares for a total cash consideration of RM415,985. The highest and lowest price paid per share was RM1.25 and RM1.09 respectively. The said shares are currently held as treasury shares.

There were no cancellation of shares and resale of treasury shares during the quarter.

#### A9. Dividends Paid

The first and final dividend in respect of financial year ended 31 May 2007, of 8% less 27% taxation on 58,740,648 ordinary shares, amounting to total dividend payable of RM3,430,456 (5.84 sen net per share) has been approved by the shareholders at the Company's Annual General Meeting on 30 November 2007 and has been subsequently paid on 17 December 2007.

The Board has recommended a first and final dividend of 8% less 25% income tax in respect of the financial year ended 31 May 2008

#### A10. Segmental Information

|                                     | 12 months<br>ended<br>31.5.2008<br>(RM'000) |
|-------------------------------------|---|
| Segment Revenue                     |   |
| Retail                              | 309,227                                     |
| Manufacturing                       | 61,017                                      |
| Property investment and development | 3,566                                       |
| Money lending                       | 3   |
| Group revenue                       | 373,813                                     |

| Segment Results                     | 12 months<br>ended<br>31.5.2008<br>(RM'000) |
|-------------------------------------|---|
| Retail                              | 12,926                                      |
| Manufacturing                       | 2,369                                       |
| Property investment and development | (69)  |
| Money lending                       | (1)   |
| Profit from operations              | 15,225                                      |
| Finance income                      | 942   |
| Finance cost                        | (560)                                       |
| Share of loss of associates         | (364)                                       |
| Taxation                            | (4,250)                                     |
| Profit after tax                    | 10,993                                      |

The directors are of the opinion that inter-segment transactions are minimal and have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties.

#### A11. Valuation of Property, Plant and Equipment

The value of properties has been brought forward without amendments from the annual financial statements for the year ended 31 May 2007 except for impairment loss for land held for development in the current quarter.

#### A12. Subsequent Material Events

There were no material events subsequent to the end of the interim period.

#### A13. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current quarter.

#### A14. Changes in Contingent Liabilities

As at the period ended 31 May 2008, the Company has given corporate guarantees amounting to RM6,666,640 to secure banking facilities granted to a subsidiary.

#### A15. Capital Commitments

There Group's capital commitments as at 30 July 2008 are as follow:

|                                 | RM'000 |
|---------------------------------|--------|
| Approved and contracted for:    |        |
| Computer                        | 75     |
| Plant & Machinery               | 104    |
| Total                           | 179    |
| Approved but not contracted for | Nil    |

## A16. Authorisation for Issue

On 30 July 2008, the Board of Directors authorised this interim report together with its accompanying disclosure notes as set out in Part A & Part B.

#### SUIWAH CORPORATION BHD. (Company No: 253837 H)

#### PART B: EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE BURSA MALAYSIA SECURITIES BERHAD'S LISTING REQUIREMENTS

#### **B1.** Review of Performance of the Group

The Group's revenue for the quarter under review was RM85.701 million as compared to RM83.695 million for the preceding year corresponding quarter ended 31 May 2007, recording an increase of 2.40%. The Group's loss before tax for the same period was RM130K as compared with profit before tax of RM1.683 million previously, a decrease of 107.72%. The decrease in the Group's profitability was mainly due to the impairment loss for a piece of land held for development in Langkawi and share of loss in an associate.

The results for the current financial period have not been affected by any transactions or events of a material or unusual nature that has arisen between 31 May 2008 and the date of this report.

# **B2.** Material Changes in the Quarterly Results Compared to the Results of the Preceding Quarter

The Group's revenue for the quarter ended 31 May 2008 was RM85.701 million as compared to RM110.408 million for the preceding quarter ended 29 February 2008, a decrease of 22.38%. The decrease in the revenue was mainly due to higher retails sales recorded in the 3<sup>rd</sup> quarter following festivals seasons. Loss before tax for the current quarter was RM130K, a decrease of 101.67% as compared with profit before tax of RM7.790 million recorded in the preceding quarter. The drop in the Group's profitability was mainly due to the impairment loss for a piece of land held for development in Langkawi and share of loss in an associate in the current quarter.

#### **B3.** Commentary on Prospects

The global economy has gone into recession which will affect the national economy particularly due to the increasing costs of fuel & petroleum bi-products and electricity tariff which will affect the cost of food and the consumer spending pattern in general. The Group will endeavour to take appropriate action to ensure satisfactory performance of the Group in the coming financial year.

#### **B4.** Variance from Profit Forecast and Profit Guarantee

This is not applicable to the Group.

#### **B5.** Taxation

Taxation comprises:-

|                           | Individual Quarter    |                     | Cumulativ             | e Quarter               |
|---------------------------|-----------------------|---------------------|-----------------------|-------------------------|
|                           | Current <b>RM'000</b> | Preceding<br>RM'000 | Current <b>RM'000</b> | Preceding <b>RM'000</b> |
| Tax expense for the year  | 629                   | 1,065               | 4,050                 | 3,700                   |
| Deferred taxation         | (238)                 | (618)               | (352)                 | (668)                   |
| Under / (Over) provision: |                       |                     |                       |                         |
| Income Tax                | (131)                 | 1,045               | 197                   | 1,045                   |
| Deferred Tax              | 347                   | 213                 | 355                   | 213                     |
| Total                     | 607                   | 1,705               | 4,250                 | 4,290                   |

The effective rate of taxation of the Group is lower than the statutory rate of taxation as certain subsidiaries of Qdos Group are enjoying pioneer status. Certain subsidiaries of the Group are also

enjoying tax incentive provided to small and medium scale companies as provided under the Income Tax Act, 1967.

#### **B6.** Profits on Sale of investments and/or Properties

There were no sales of investments and/or properties by the Group during the quarter under review.

#### **B7.** Sales of Unquoted Investments and Properties

There were no sales of unquoted investment and properties for the current quarter and financial to date.

#### **B8.** Quoted Securities

- (a) There were no disposals of quoted securities during the quarter under review.
- (b) As at the end of the quarter, investments in quoted securities of the Group were as follows:-

|   | RM     |
|---|--------|
| Total investment at cost  | 10,302 |
| Total investment at carrying value/book value (after provision for diminution in value) | 3,218  |
| Total market value of quoted investments at end of the quarter                          | 1,943  |

### **B9.** Status of Corporate Proposals

Pursuant to the announcement made on 5 May 2008, there is no further development as at to date.

#### **B10.** Group Borrowings

The Group's total borrowings as at end of the financial period under review are:

- (a) Secured by way of:
  - Fixed deposits of certain subsidiaries amounting to RM5.50 million;
  - A legal charge over certain of the directors' personal properties and jointly and severally guaranteed by the respective directors;
  - First and second legal charge over the long term leasehold land and building of a subsidiary with net book values of RM29,618,500; and
  - a corporate guarantee by the Company.
- (b) Short term borrowings

|                                | RM        |
|--------------------------------|-----------|
| Term loan due within 12 months | 1,000,008 |
| (c) Long term borrowings       |           |
|                                | RM        |
| Term loan                      | 5,666,632 |

(d) There were no borrowings or debt securities denominated in foreign currencies.

D3.4

### **B11.** Off Balance Sheet Financial Instruments

The Group does not have any financial instruments with off balance sheet risk outstanding as at 30 July 2008.

### **B12.** Material Litigation

As of the date of this announcement, neither the Company nor any of its subsidiary companies are aware of or engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and the Directors of the Company are not aware of any proceedings pending or threatened against the Company and its subsidiary companies or of any facts likely to give rise to any proceedings which might materially and/or adversely affect the position or business of the Group

#### B13. Dividend

The first and final dividend in respect of financial year ended 31 May 2007, of 8% less 27% taxation on 58,740,648 ordinary shares, amounting to total dividend payable of RM3,430,456 (5.84 sen net per share) has been approved by the shareholders at the Company's Annual General Meeting on 30 November 2007 and has been subsequently paid on 17 December 2007.

The Board has recommended a first and final dividend of 8% less 25% income tax in respect of the financial year ended 31 May 2008

#### **B14.** Earnings Per Share

The basic earnings per share has been calculated by dividing the Group's net (loss) / profit for the period attributable to ordinary equity holders of the Company by the weighted number of ordinary shares in issue in the respective periods as follows:

|   | Current Quarter<br>ended<br>31.5.2008 | Preceding<br>Quarter<br>ended<br>31.5.2007 | Current<br>Cumulative<br>Quarter ended<br>31.5.2008 | Preceding<br>Cumulative<br>Quarter ended<br>31.5.2007 |
|---|---------------------------------------|--|---|---|
| (Loss)/Profit<br>attributable to<br>ordinary equity<br>holders of the<br>parent for the<br>financial period<br>(RM'000) | (689)                                 | (44)                                       | 10,664  | 6,137   |
| Weighted number of<br>ordinary shares in<br>issue ('000)  |                                       |  |   |   |
| - Basic   | 58,417                                | 59,684                                     | 58,743  | 60,541  |
| - Diluted   | 58,417                                | 59,684                                     | 58,743  | 60,541  |
| Basic earnings per  |                                       |  |   |   |
| share (sen)   | (1.18)                                | (0.07)                                     | 18.12   | 10.14   |
| Diluted earnings per  |                                       |  |   |   |
| share (sen) *   | (1.18)                                | (0.07)                                     | 18.12   | 10.14   |

\* The effect on the basic earnings per share for the individual and cumulative quarters ended 31 May 2008 arising from the assumed conversion of the Employees Share Options Scheme ("ESOS") is antidilutive. Accordingly, the diluted earnings per share is presented as equals to basic earnings per share.

#### **B15.** 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 30 July 2008.