

MAGNA PRIMA BERHAD

Company No.: 369519-P

(Incorporated in Malaysia)

Interim Financial Statements

30 September 2011

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(Incorporated in Malaysia)**

Interim Financial Statements - 30 September 2011

	Page No.
Condensed Consolidated Statement Of Financial Position	1
Condensed Consolidated Statement Of Comprehensive Income	2
Condensed Consolidated Statement Of Changes In Equity	3
Condensed Consolidated Statement Of Cash Flows	4
Notes To The Interim Financial Statements	5 - 10

MAGNA PRIMA BERHAD

(Company No.: 369519-P)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 September 2011

(The figures have not been audited)

	AS AT 30-09-2011 RM'000 (UNAUDITED)	AS AT 31-12-2010 RM'000 (AUDITED)
ASSETS		
Non-Current Assets		
Property, plant and equipment	1,501	1,922
Land held for property development	56,466	76,549
Goodwill on consolidation	3,269	3,269
Deferred tax assets	5,203	3,222
	<u>66,439</u>	<u>84,962</u>
Current Assets		
Inventories	3,400	9,631
Property development costs	201,115	146,318
Amount owing by customers on contracts	25,903	31,366
Trade receivables	36,962	32,863
Accrued billings	-	14,247
Other receivables	72,865	53,672
Tax recoverable	-	44
Cash held under Housing Development Accounts	7,840	4,668
Short term deposits with licensed banks	10,690	2,114
Cash and bank balances	10,786	12,901
	<u>369,561</u>	<u>307,824</u>
TOTAL ASSETS	<u>436,000</u>	<u>392,786</u>
EQUITY AND LIABILITIES		
Equity attributable to Owners of the Company		
Share capital	83,222	61,801
Share premium	35,566	18,843
Other reserves	30	6,471
Retained profits	36,716	32,549
	<u>155,534</u>	<u>119,664</u>
Non-controlling interests	<u>2,739</u>	<u>2,945</u>
TOTAL EQUITY	<u>158,273</u>	<u>122,609</u>
Non-Current Liabilities		
Hire purchase payables	155	309
Bank borrowings	92,448	98,275
Deferred tax liabilities	45	68
	<u>92,648</u>	<u>98,652</u>
Current Liabilities		
Trade payables	102,397	122,870
Progress billings	42,566	-
Other payables	18,189	19,872
Hire purchase payables	206	222
Bank borrowings	8,189	11,455
Current tax liabilities	13,532	17,106
	<u>185,079</u>	<u>171,525</u>
TOTAL LIABILITIES	<u>277,727</u>	<u>270,177</u>
TOTAL EQUITY AND LIABILITIES	<u>436,000</u>	<u>392,786</u>
Net assets per share at par value of RM0.25 each attributable to Owners of the Company (RM)	<u>0.47</u>	<u>0.48</u>

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2010 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 COMPREHENSIVE INCOME**

For the quarter and period-to-date ended 30 September 2011

(The figures have not been audited)

	3 months ended		9 months ended	
	30-09-2011 RM'000	30-09-2010 RM'000	30-09-2011 RM'000	30-09-2010 RM'000
Revenue	64,260	34,492	118,441	83,358
Cost of sales	(53,344)	(30,888)	(92,658)	(66,876)
Gross profit	10,916	3,604	25,783	16,482
Other operating income	1,255	473	3,516	997
Selling and distribution expenses	(982)	(511)	(2,340)	(1,619)
Administration expenses	(3,213)	(3,678)	(9,795)	(10,712)
Other operating expenses	(6,448)	(4,663)	(6,851)	(6,640)
	1,528	(4,775)	10,313	(1,492)
Finance costs	(23)	(270)	(115)	(1,167)
Profit / (loss) before taxation	1,505	(5,045)	10,198	(2,659)
Taxation	(1,271)	(904)	(3,751)	(2,186)
Profit / (loss) for the period	234	(5,949)	6,447	(4,845)
Other comprehensive income for the period	-	-	-	-
Total comprehensive income / (loss) for the period	234	(5,949)	6,447	(4,845)
Profit / (loss) attributable to:				
Owners of the Company	441	(5,476)	6,653	(4,445)
Non-controlling interests	(207)	(473)	(206)	(400)
	234	(5,949)	6,447	(4,845)
Total comprehensive income / (loss) attributable to:				
Owners of the Company	441	(5,476)	6,653	(4,445)
Non-controlling interests	(207)	(473)	(206)	(400)
	234	(5,949)	6,447	(4,845)
Earnings / (loss) per share attributable to Owners of the Company:				
- Basic (sen)	0.13	(2.38)	2.61	(2.03)
- Diluted (sen)	0.13	(1.97)	2.22	(1.65)

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

MAGNA PRIMA BERHAD

(Company No.: 96919-P)

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period ended 30 September 2011

(The figures hereinafter are audited)

	Attributable to Owners of the Company					Non-controlling Interests	Total Equity
	Non-Distributable		Distributable				
	Share capital RM'000	Share premium RM'000	Warrants reserve RM'000	Capital reserve RM'000	Retained profits RM'000	Total RM'000	Total RM'000
Balance as at 1 January 2011	61,801	18,843	6,441	30	32,549	119,664	122,609
Profit / (loss) for the period	-	-	-	-	6,653	6,653	6,447
Other comprehensive income for the period	-	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	6,653	6,653	6,447
Issue of ordinary shares:	21,421	10,282	-	-	-	31,703	31,703
- pursuant to exercise of Warrants 2006/2011	-	6,441	(6,441)	-	-	-	-
Transfer of warrants reserve	-	-	-	-	(2,486)	(2,486)	(2,486)
Dividends for the Year ended 31 Dec 2010	-	-	-	-	-	-	-
Balance as at 30 September 2011	83,222	35,566	-	30	34,716	155,534	158,273

	Attributable to Owners of the Company					Non-controlling Interests	Total Equity
	Non-Distributable		Distributable				
	Share capital RM'000	Share premium RM'000	Warrants reserve RM'000	Capital reserve RM'000	Retained profits RM'000	Total RM'000	Total RM'000
Balance as at 1 January 2010	53,459	10,521	6,469	30	47,753	118,232	121,269
Profit / (loss) for the period	-	-	-	-	(4,445)	(4,445)	(4,845)
Other comprehensive income for the period	-	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	(4,445)	(4,445)	(4,845)
Issue of ordinary shares:	66	33	-	-	-	99	99
- pursuant to exercise of Warrants 2006/2011	8,250	8,250	-	-	-	16,500	16,500
- being consideration for land acquisition	-	-	(18)	-	-	(18)	-
Transfer of warrants reserve	-	-	-	-	-	-	-
Dilution arising from change in stake in subsidiary	-	-	-	-	(467)	(467)	-
Dividends for the year ended 31 Dec 2009	-	-	-	-	(2,471)	(2,471)	(2,471)
Balance as at 30 September 2010	61,775	18,822	6,451	30	40,370	127,448	130,552

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2010 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 CASH FLOWS

For the period ended 30 September 2011

(The figure: have not been audited)

	9 months ended 30-09-2011 RM'000	9 months ended 30-09-2010 RM'000
Operating activities		
Profit / (loss) before taxation	10,198	(2,659)
Adjustments for :-		
Depreciation of property, plant and equipment	313	644
Allowance for doubtful debts	-	1,634
Bad debts written off	-	52
Gain on disposal of property, plant & equipment	-	(102)
Loss on disposal of property, plant & equipment	-	4
Property, plant & equipment written off	-	962
Loss on disposal of quoted investment	-	21
Net allowance for liquidated & ascertained damages	742	664
Write-down in value of inventory	7	2,693
Impairment on property development costs	3,023	-
Interest income	(574)	(308)
Interest expense	115	1,167
Operating profit before changes in working capital	<u>13,824</u>	<u>4,772</u>
Changes in working capital		
Inventories	6,942	(6,250)
Property development costs	(37,737)	(110,343)
Amount owing by/to customers on contract	5,463	7,730
Trade receivables	(4,657)	(5,375)
Accrued billings	14,247	31,887
Other receivables	(20,366)	24,828
Trade payables	(20,473)	28,450
Progress billings	42,566	845
Other payables	(2,424)	78
	<u>(16,439)</u>	<u>(28,150)</u>
Net cash used in operations	(2,615)	(23,378)
Interest paid	(115)	(1,167)
Interest received	574	308
Tax paid	(9,285)	(7,049)
Net cash used in operating activities	<u>(11,441)</u>	<u>(31,286)</u>
Investing activities		
Purchase of property, plant and equipment	(52)	(38)
Proceeds from disposal of quoted investment	-	214
Proceeds from disposal of property, plant and equipment	-	511
Net cash (used in)/generated from investing activities	<u>(52)</u>	<u>687</u>
Financing activities		
Dividend paid	(2,486)	(2,471)
Repayment of hire purchase liabilities	(170)	(671)
Repayment of bank borrowings	(33,671)	(25,633)
Drawdown of bank borrowings	24,900	44,000
Net proceeds from new shares issued	31,703	99
Net cash generated from financing activities	<u>20,276</u>	<u>15,324</u>
Net change in cash & cash equivalents	<u>8,783</u>	<u>(15,275)</u>
Cash & cash equivalents at the beginning of the financial period	<u>17,318</u>	<u>24,152</u>
Cash & cash equivalents at the end of the financial period	<u>26,101</u>	<u>8,877</u>

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

	As at 30-09-2011 RM'000	As at 30-09-2010 RM'000
Cash and bank balances	10,786	7,047
Cash held under Housing Development Accounts	7,840	2,380
Short term deposits with licensed banks	10,690	2,102
Bank overdrafts	-	(621)
	<u>29,316</u>	<u>10,908</u>
Less: Short term deposits pledged with licensed banks	(3,215)	(2,031)
	<u>26,101</u>	<u>8,877</u>

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2010 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 Financial Reporting Standards ("FRS") 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 2010. 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 2010.

A2 Significant Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010, except for the adoption of the following new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations with effect from 1 January 2011.

On 1 January 2011, the Group adopted the following FRSs:-

FRSs, Amendments to FRSs and Interpretations

FRS 1	First-time adoption of Financial Reporting Standards
FRS 3	Business Combinations (Revised)
Amendments to FRS 1	Limited Exemption from Comparative FRS 7 Disclosures for First-Time Adopters
Amendments to FRS 1	Additional Exemptions for First-Time Adopters
Amendments to FRS 2	Share-based Payments
Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions
Amendments to FRS 5	Non-current Assets Held for Sale and Discontinued Operations
Amendments to FRS 7	Improving Disclosures about Financial Instruments
Amendments to FRS 132	Financial Instruments: Presentation
Amendments to FRS 138	Intangible Assets
Amendments to FRSs contained in the document entitled "Improvements to FRSs (2010)"	
IC Interpretation 4	Determining Whether an Arrangement Contains a Lease
IC Interpretation 12	Service Concession Arrangements
IC Interpretation 16	Hedges of a net Investment in a Foreign Operation
IC Interpretation 17	Distributions of Non-cash Assets to Owners
IC Interpretation 18	Transfers of Assets from Customers
Amendments to IC Interpretation 9	Reassessment of Embedded Derivatives

The application of the above FRSs, Amendments to FRSs and IC Interpretations did not result in any significant changes in the accounting policies and presentation of the financial results of the Group.

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

FRSs and Interpretations		Effective for financial periods beginning on or after
FRS 124	Related Party Disclosures	1 January 2012
IC Interpretation 15	Agreements for the Construction of Real Estate	1 January 2012
IC Interpretation 19	Extinguishing Financial Liabilities with Equity Instruments	1 July 2011

A3 Auditors' Report For The Financial Year Ended 31 December 2010

The auditors' report on the financial statements for the financial year ended 31 December 2010 was not subject to any qualification.

A4 Seasonality or Cyclical 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 to-date 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 to-date under review.

A7 Debts and Equity Securities

During the current financial period to-date ended 30 September 2011, the Company issued 85,686,356 ordinary shares of RM0.25 each for cash, pursuant to the exercise of MPB Warrants 2006/2011 at the exercise price of RM0.37 per ordinary share.

Save for the above, 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 following dividends were paid during the current financial period to-date and previous corresponding period to-date:

	Period ended 30/09/2011 RM'000	Period ended 30/09/2010 RM'000
Final dividend for the year ended :	31 December 2010	31 December 2019
Approved and declared on	25 May 2011	17 June 2010
Date paid	24 August 2011	15 September 2010
Number of ordinary shares on which dividends were payable / paid ('000)	248,588	247,077
Amount per share (single-tier)	1.0 sen	1.0 sen
Net dividend paid (RM'000)	<u>2,486</u>	<u>2,471</u>

A9 Segmental Analysis

The Group's segmental report for the current financial period to-date is as follows:

	Property development RM'000	Construction & engineering RM'000	Trading RM'000	Non-reportable segments RM'000	Intersegment eliminations RM'000	Consolidated RM'000
<u>Period to-date ended 30/09/2011 :</u>						
Revenue :						
Total revenue	97,169	70,568	21,996	5,820	(77,112)	118,441
Intersegment revenue	-	(70,997)	(663)	(5,452)	77,112	-
Segment Revenue :	<u>97,169</u>	<u>(429)</u>	<u>21,333</u>	<u>368</u>	<u>-</u>	<u>118,441</u>
Results:						
Segment profit / (loss) before tax :	<u>3,193</u>	<u>5,567</u>	<u>252</u>	<u>526</u>	<u>660</u>	<u>10,198</u>
Assets :						
Segment Assets :	<u>453,554</u>	<u>168,418</u>	<u>13,165</u>	<u>295,164</u>	<u>(494,301)</u>	<u>436,000</u>
<u>Period to-date ended 30/09/2010 :</u>						
Revenue :						
Total revenue	58,334	68,905	20,834	10,903	(75,618)	83,358
Intersegment revenue	-	(65,711)	(4,027)	(5,880)	75,618	-
Segment Revenue :	<u>58,334</u>	<u>3,194</u>	<u>16,807</u>	<u>5,023</u>	<u>-</u>	<u>83,358</u>
Results:						
Segment profit / (loss) before tax :	<u>(1,621)</u>	<u>(2,304)</u>	<u>(81)</u>	<u>1,215</u>	<u>132</u>	<u>(2,659)</u>
Assets :						
Segment Assets :	<u>430,138</u>	<u>281,142</u>	<u>14,468</u>	<u>309,837</u>	<u>(618,209)</u>	<u>417,376</u>

Geographical segments

No geographical segment has been presented as the Group's activities are carried out wholly and exclusively in Malaysia.

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.

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 15 November 2011 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

On 1 April 2011, the Company purchased from its subsidiary, Kontrakmal 1 (M) Sdn Bhd ("Kontrakmal") two (2) ordinary shares for a total purchase consideration of Ringgit Malaysia Two (RM2.00) only which represent the remaining shares of Kontrakmal not already owned by the Company and has agreed to purchase all the said Shares at the said price free from all charges, pledges, encumbrances and options and with all rights of whatsoever nature attached thereto and ultimately owned 100% of the entire paid up capital of Kontrakmal.

A wholly-owned subsidiary, Magna Prima Australia Pty Ltd ("Magna Australia") was incorporated in Australia under the Corporations Act 2001, on 27 June 2011 with a paid-up share capital of Australian Dollars One Hundred (AUD\$100.00) only. The principal activity of Magna Australia is property development.

Save for the abovementioned, there were no other changes in the composition of the Group during the current financial period to-date.

A13 Contingent Assets and Contingent Liabilities

Details of contingent assets of the company are as follows :

	As at 30-09-2011 RM'000	As at 30-09-2010 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	3,148	3,352
- at par	(1,022)	(1,022)
Inflow of economic benefit which is probable but not virtually certain	<u>2,126</u>	<u>2,330</u>

Details of contingent liabilities of the company are as follows :

	As at 30-09-2011 RM'000	As at 30-09-2010 RM'000
Company		
Utilised portion of corporate guarantees given to financial institutions for facilities granted to subsidiary companies:		
- Secured on assets of subsidiary companies	150,453	54,087
- Unsecured	-	-
Utilised portion of corporate guarantees given to trade creditors of subsidiary companies for credit facilities granted to subsidiary companies:		
- Unsecured	5,989	5,554
	<u>156,442</u>	<u>59,641</u>

A14 Capital Commitment

	As at 30-09-2011 RM'000	As at 30-09-2010 RM'000
Approved and contracted for:		
- Purchase of property, plant and equipment	-	-
- Contractual obligation for development projects	124,181	153,561
	<u>124,181</u>	<u>153,561</u>

A15 Significant Related Party Transaction

	As at 30-09-2011 RM'000	As at 30-09-2010 RM'000
Company		
Management fee received/receivable from subsidiary companies	<u>5,452</u>	<u>5,880</u>

B Bursa Malaysia Listing Requirements

B1 Review of Performance - Comparison with Previous Corresponding Quarter

For the 9 months ended 30 September 2011, the Group achieved a revenue of RM118.4 million, an increase of 42% compared to RM83.4 million for the financial period to-date ended 30 September 2010. The higher revenue was generated mostly from One Sierra project, Alam D'16 project, and tail-end U1 Shah Alam project.

Current quarter's revenue improved by 86% to RM64.3 million compared to RM34.5 million in the previous corresponding quarter. Profit before tax had improved by 130% to RM1.5 million compared to a pre-tax loss of RM5.0 million in the previous corresponding quarter due to better profit margin from the One Sierra project and savings from other operating and administrative expenses.

On 13 October 2011, Jabatan Ketua Pengarah Tanah dan Galian ("JKPTG") awarded a full and final compensation sum of RM16.8 million for the D'Sierra Anggun project's land acquisition under Section 8 of the Land Acquisition Act, 1960. The awarded amount is below the book value therefore an impairment loss has been reflected in the financial statements for the current period under review. However, the Management is appealing the awarded sum.

B2 Review of Performance - Comparison with Immediate Preceding Quarter

The Group managed a profit before tax of RM1.5 million, a drop of 76% against a profit before tax of RM6.2 million for the immediate preceding quarter ended 30 June 2011, after taking into account the impairment effects of the D'Sierra Anggun project during this quarter.

B3 Prospects for the Current Financial Year

With U1 Shah Alam project partly completed in 1st half 2011, the Board is looking forward to our next main contributor which is the One Sierra project, a mixed development in Bandar Selayang, followed by the Boulevard Business Park project along Jalan Kuching, Alam D'16 project in Shah Alam, and the latest launched Seri Jalil project in Bukit Jalil, are set to boost the Group's performance in the 2nd half of 2011.

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:

	Period ended 30-09-2011 RM'000	Period ended 30-09-2010 RM'000
In respect of :		
- current year	4,322	1,149
- deferred taxation	<u>(2,012)</u>	<u>(1,350)</u>
	2,310	(201)
Under / (over) provision in prior years	<u>1,441</u>	<u>2,387</u>
	<u><u>3,751</u></u>	<u><u>2,186</u></u>

The effective tax rate of the Group for the financial period to-date ended 30 September 2011 was higher than the applicable statutory tax rate mainly due to certain expenses which were not deductible for tax purposes.

B6 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.

B7 Quoted Investments

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

B8 Corporate Proposals

The following are status on the corporate proposals that have been announced by the Company but not completed as at 15 November 2011 (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 5 August 2011, the Company announced that its wholly-owned subsidiary, Magna Prima Australia Pty Ltd had entered into a conditional contract of sale with Yucai Australia Pty Ltd for the proposed acquisition of approximately 2,763 square metres of land together with improvements, including the development project at 218-236 A'Beckett Street, Melbourne, Australia for a total cash consideration of AUD\$26.00 million (or equivalent to approximately RM84.01 million).

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

B9 Group Borrowings

Details of Group borrowings as at 30 September 2011 are as follows:

Secured	RM'000
Bank borrowings	
- within 12 months	8,395
- after 12 months	92,603
Total	<u><u>100,998</u></u>

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

B10 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.

B11 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.
- (iv) The 5th Defendant's solicitor applied for an adjournment, and the matter had been adjourned to 5 July 2010.
- (v) 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.
- (vi) On 7 July 2010, the Company's solicitor wrote to the High Court to seek the date of trial and case management date of the case.
- (vii) 22 April 2011 was fixed for mention to inform the Court whether parties are willing to mediate on 24 May 2011.
- (viii) 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 Learned Judge has indicated the following dates :-
 - 18 November 2011 for Defendants to put in written submissions;
 - 9 December 2011 for Plaintiffs to put in submission in reply;
 - 16 December 2011 for Defendants to put in reply, if any; and
 - 12 January 2012 at 4.30pm for all parties to receive the final decision.

B12 Dividend proposed

There was no interim dividend proposed in the current quarter and previous corresponding quarter.

B13 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	
	30-09-2011	30-09-2010	30-09-2011	30-09-2010
Net profit / (loss) attributable to ordinary equity holders of the Company (RM'000)	441	(5,476)	6,653	(4,445)
Weighted average number of ordinary shares in issue ('000)	332,890	229,651	254,500	219,194
Basic EPS (sen)	<u>0.13</u>	<u>(2.38)</u>	<u>2.61</u>	<u>(2.03)</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.

	3 months ended		Period to-date ended	
	30-09-2011	30-09-2010	30-09-2011	30-09-2010
Net profit / (loss) attributable to ordinary equity holders of the Company (RM'000)	441	(5,476)	6,653	(4,445)
Weighted average number of ordinary shares in issue ('000)	332,890	229,651	254,500	219,194
Effects of dilution ('000)	115	47,782	45,163	49,961
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	<u>333,005</u>	<u>277,433</u>	<u>299,663</u>	<u>269,155</u>
Diluted EPS (sen)	<u>0.13</u>	<u>(1.97)</u>	<u>2.22</u>	<u>(1.65)</u>

BY ORDER OF THE BOARD

Magna Prima Berhad
 Yuen Yoke Ping (MAICSA 7014044)

Secretary

Petaling Jaya
 22 November 2011