RCE Capital Berhad (Company No. 2444-M) Incorporated in Malaysia

Interim Financial Report for 4th Quarter ended 31 March 2008

SUMMARY OF KEY FINANCIAL INFORMATION FOR THE FINANCIAL YEAR ENDED 31 MARCH 2008

	INDIVIDUAL 31/03/2008 RM'000	QUARTER 31/03/2007 RM'000	CUMULATIV 31/03/2008 RM'000	E QUARTER 31/03/2007 RM'000
1. Revenue	36,110	30,974	131,938	98,671
2. Profit before tax	18,837	20,343	66,761	73,760
3. Profit for the period	12,627	15,930	50,589	63,371
4. Profit attributable to ordinary equity holders of the parent	12,627	15,930	50,589	63,371
5. Basic earnings per share (sen)	1.95	2.46	7.83	9.98
6. Proposed/Declared dividend per share (sen)	1.00	1.00	1.00	1.00
7. Net assets per share attributable to ordinary equity holders of the parent (RM)	A	AS AT END OF CURRENT QUARTER 0.32	F AS AT	FINANCIAL YEAR END 0.25
	INDIVIDUAL 31/03/2008 RM'000	QUARTER 31/03/2007 RM'000	CUMULATIV 31/03/2008 RM'000	E QUARTER 31/03/2007 RM'000
8. Gross interest income	1,358	1,246	5,239	3,097
9. Gross interest expense	15	9	64	36



CONDENSED CONSOLIDATED INCOME STATEMENTS

	INDIVIDUAL 31/03/2008	31/03/2007	CUMULATIVI 31/03/2008	31/03/2007
	RM'000	RM'000	RM'000	RM'000
Revenue	36,110	30,974	131,938	98,671
Gain on disposal of investment	_	-	_	20,399
Other income	1,764	1,470	6,650	3,757
Interest applicable to revenue	(12,550)	(8,668)	(43,830)	(29,250)
Staff costs and directors' remuneration	(1,615)	(1,164)#	(7,109)	(2,867)
Depreciation of property, plant and equipment				
and investment property	(220)	(90)	(741)	(401)
Impairment of investment	(3,441)	-	(3,441)	(3,506)
Other expenses	(1,196)	(2,170)	(16,642)	(13,007)
Finance costs	(15)	(9)	(64)	(36)
Profit before taxation	18,837	20,343	66,761	73,760
Taxation	(6,210)	(4,413)	(16,172)	(10,389)
Profit for the period	12,627	15,930	50,589	63,371
Attributable to:				
Equity holders of the parent	12,627	15,930	50,589	63,371
	12,627	15,930	50,589	63,371
Earnings per share attributable to equity hold	lers			
of the parent:				
Basic (sen)	1.95	2.46	7.83	9.98
Diluted (sen)	<u>n/a</u>	n/a	n/a	n/a

The condensed consolidated income statements should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2007.



CONDENSED CONSOLIDATED BALANCE SHEETS

ASSETS	AS AT 31/03/2008 RM'000	AS AT 31/03/2007 RM'000
Non-current assets		
Property, plant and equipment Investment property Goodwill on consolidation Loan receivables Long term investment Deferred tax assets	3,463 1,698 28,677 609,349 31,557 2,895 677,639	1,759 1,735 28,677 368,968 31,557 7,892 440,588
Current assets		
Short term investments Trade receivables Loan receivables Other receivables, deposits and prepayments Deposits with licensed financial institutions Cash and bank balances	4,587 21,857 71,737 21,314 176,206 2,787	8,500 15,035 45,669 10,668 162,627 5,355
	298,488	247,854
Total assets	976,127	688,442
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital Reserves Total equity	64,634 142,898 207,532	64,634 97,102 161,736
Non-current liabilities		
Hire purchase payables Finance lease payables Borrowings Deferred tax liabilities	684 152 589,807 273 590,916	56 145 456,324 189 456,714
Current liabilities		
Payables and accrued expenses Hire purchase payables Finance lease payables Borrowings Taxation	39,723 190 187 135,917 1,662 177,679	36,445 56 207 30,258 3,026 69,992
Total liabilities	768,595	526,706
Total equity and liabilities	976,127	688,442
NET ASSETS PER SHARE (RM)	0.32	0.25

The condensed consolidated balance sheets should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2007.



RCE Capital Berhad (Company No. 2444-M) Incorporated in Malaysia

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT

	Share Capital RM '000	Non-Distrik Reserv Share Premium RM '000		Distributable Reserve Retained Earnings RM '000	Total Reserves RM '000	Minority Interest RM '000	Total Equity RM '000
As at 1 April 2006	46,893	8,042	2,155	35,852	46,049	-	92,942
Effects of adopting FRS 3	-	-	(2,155)	2,155	-	-	_
Restated balance	46,893	8,042	-	38,007	46,049	-	92,942
Share issuance expenses recognised directly in equity Profit for the period Total recognised income and expenses for the period	- -	(295)	- -	63,371 63,371	(295) 63,371 63,076	- -	(295) 63,371 63,076
Issuance of bonus shares	15,631	(7,792)	_	(7,839)	(15,631)	_	_
Issuance of private placement shares	2,110	3,608	_	_	3,608	_	5,718
As at 31 March 2007	64,634 #	3,563 #	- '#	93,539 #		- #	161,736
As at 1 April 2007	64,634	3,563	-	93,539	97,102	-	161,736
Profit for the period	-	-	-	50,589	50,589	-	50,589
Dividend	-	-	-	(4,783)	(4,783)	-	(4,783)
Share issuance expenses recognised directly in equity	-	(10)	-	-	(10)	-	(10)
As at 31 March 2008	64,634 #	3,553 #	- #	139,345 #	142,898 #	- #	207,532
=					,		,

The condensed consolidated statements of changes in equity should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2007.

RCE Capital Berhad (Company No. 2444-M) Incorporated in Malaysia

Interim Financial Report for 4th Quarter ended 31 March 2008

CONDENSED CONSOLIDATED CASH FLOW STATEMENTS

	CUMULATIVE QUARTER 31/03/2008 RM'000	CUMULATIVE QUARTER 31/03/2007 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	66,761	73,760
Adjustment for:		
Interest expense	43,894	29,286
Impairment loss on investment	3,441	3,506
Amortisation of discount of medium term notes	1,467	643
Allowance for doubtful debts, net	1,215	3,268
Depreciation of property, plant and equipment	704	364
Depreciation of investment property	37	37
Property, plant and equipment written off	6	13
Interest income	(5,239)	(3,097)
Dividend income	(1,952)	(3,641)
Gain on disposal of property, plant and equipment	(11)	-
Gain on disposal of long term investment	-	(20,399)
Operating Profit Before Working Capital Changes	110,323	83,740
Decrease/(Increase) in:		
Short term investments	472	(500)
Loan receivables	(267,635)	(182,699)
Other receivables, deposits and prepayments	(11,586)	(2,461)
Trade receivables	(6,851)	2,445
Increase in:		
Payables and accrued expenses	6,402	10,363
Cash Used In Operations	(168,875)	(89,112)
Interest paid	(43,830)	(29,250)
Taxes paid	(17,273)	(11,511)
Taxes refund	940	1,344
Net Cash Used in Operating Activities	(229,038)	(128,529)

CONDENSED CONSOLIDATED CASH FLOW STATEMENTS (CONT'D)

	CUMULATIVE QUARTER 31/03/2008 RM'000	CUMULATIVE QUARTER 31/03/2007 RM'000
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	5,239	3,097
Dividend received	1,952	3,605
Proceeds from disposal of property, plant and equipment	6	-
Proceeds from disposals of investments	-	23,200
Capital distribution from investment	-	23,305
Additions to property, plant and equipment	(1,576)	(214)
Acquisition of a subsidiary company	-	(6,665)
Subscription of corporate bonds	-	(4,000)
Net Cash Generated From Investing Activities	5,621	42,328
CASH FLOWS FROM FINANCING ACTIVITIES	217.000	05.000
Drawdown of other borrowings Issuance of bonds	317,099	85,000
	184,000 936	-
Additions to hire-purchase payables Proceeds from issuance of medium term notes	930	219,931
Proceeds from issuance of placement shares	<u>-</u>	5,718
Repayment of borrowings	(248,328)	(93,904)
Redemption of commercial papers and bonds	(14,000)	(18,000)
Dividend paid	(4,771)	(10,000)
Repayment of finance lease payables	(260)	(161)
Repayment of hire-purchase payables	(174)	(76)
Finance costs paid	(64)	(36)
Share issuance expenses	(10)	(295)
Net Cash Generated From Financing Activities	234,428	198,177
Net change in cash and cash equivalents	11,011	111,976
Cash and cash equivalents at beginning of financial year	167,982	56,006
Cash and cash equivalents at end of financial year	178,993	167,982
CASH AND CASH EQUIVALENTS AT END OF FINANCY YEAR COMPRISE THE FOLLOWING:	CIAL	
Deposits with licensed financial institutions	176,206	162,627
Cash and bank balances	2,787	5,355
	178,993	167,982

The condensed consolidated cash flow statements should be read in conjunction with the annual audited financial statements for the financial year ended 31 March 2007.

RCE Capital Berhad (Company No. 2444-M)

Incorporated in Malaysia

Interim Financial Report for 4th Quarter ended 31 March 2008

NOTES TO THE INTERIM FINANCIAL REPORT

1 BASIS OF PREPARATION

This interim financial report is unaudited and has been prepared in accordance with FRS 134 "Interim Financial Reporting" and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. It should be read in conjunction with the Group's annual audited financial statements for the financial year ended 31 March 2007.

2 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted for the annual audited financial statements for the financial year ended 31 March 2007, except for the adoption of FRS 117 "Leases" and FRS 124 "Related Party Disclosures" which are effective for the financial period beginning 1 April 2007 and FRS 119 "Employee Benefits" which is effective immediately.

FRS 117: Leases

FRS 117 requires payments for leasehold land to be prepaid lease payments and are amortised on a straight-line basis over the lease term. Previously, any leasehold land was classified as property, plant and equipment and was stated at cost less accumulated depreciation and impairment losses. The adoption of this FRS has no financial impact to the Group.

FRS 124: Related Party Disclosures

This FRS affects the identification of related parties and the disclosure of related party transactions and outstanding balances with other entities in the group. Intra-group related party transactions and outstanding balances are eliminated in the preparation of consolidated financial statements of the Group.

The adoption of this FRS has no financial impact on the Group's consolidated financial statements. The disclosure requirements under FRS 124 will be presented in the annual financial statements for the financial year ending 31 March 2008.

2 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

FRS 119: Employee Benefits

This FRS supersedes FRS119₂₀₀₄ Employee Benefits and Amendment to FRS 119₂₀₀₄ Employee Benefits – Actuarial Gains and Losses, Group Plans and Disclosures. This FRS which has the same effective date as the original standard has no financial impact on the Group's consolidated financial statements.

As at the date of this report, the Group has not applied the following applicable five new/revised Standards which have been issued by the Malaysian Accounting Standard Board, but are not yet effective:

FRS 107: Cash Flow Statements

FRS 112: Income Taxes

FRS 118: Revenue

FRS 134: Interim Financial Reporting

FRS 137: Provisions, Contingent Liabilities and Contingent Assets

The Group will apply the above accounting standards in the annual period commencing 1 April 2008, when they become effective. It is expected that there will be no material impact on the financial statements when the Group applies these new/revised standards.

3 AUDIT REPORT OF PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the preceding annual financial statements was not subject to any qualification.

4 SEASONALITY OR CYCLICALITY FACTORS

The Group's operations were not materially affected by seasonal or cyclical factors.

5 UNUSUAL ITEMS

There were no unusual items in the current quarter and financial period to-date.

6 CHANGES IN ESTIMATES

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

7 DEBT AND EQUITY SECURITIES

There were no issuance, cancellations, repurchases, resale and repayment of debt and equity securities during the financial year ended 31 March 2008 except for the following:

a. Repayment of the Underwritten Commercial Papers ("CPs") by RCE Premier Sdn Bhd, a subsidiary of the Company, as follows:

	CURRENT	CUMULATIVE
	QUARTER	QUARTER
	RM'000	RM'000
Redemption of CPs upon maturity		14,000

b. Issuance of the Fixed Rate Serial Bonds ("FRSB") by Tresor Assets Berhad, a subsidiary of the Company, as follows:

	CURRENT QUARTER RM'000	CUMULATIVE QUARTER RM'000
Issuance of FRSB	92,000	184,000

Out of the issuance of RM200.0 million FRSB, RM16.0 million was subscribed internally by a subsidiary of the Company.

8 DIVIDEND

On 28 September 2007, the Company paid a final dividend in respect of the financial year ended 31 March 2007 of 10% less 26% tax on 646,337,640 ordinary shares, amounting to RM4,782,899.

The dividend has been accounted for in the equity as an appropriation of unappropriated profits in the financial year ended 31 March 2008.

A final dividend in respect of the financial year ended 31 March 2008 of 10% (1 sen) less 25% taxation on 710,971,340 ordinary shares, amounting to a dividend payable of RM5,332,285 has been proposed for shareholders' approval. Such dividend, if approved by the shareholders, will be accounted for in equity as an appropriation of retained profits in the financial year ending 31 March 2009.

9 SEGMENTAL INFORMATION

Segmental revenue and results for the financial year ended 31 March 2008 were as follows:

			Investment			
			Holding &			
	Loan		Mgmt			
	Financing	Factoring	Services	Others	Eliminations	Group
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue						
External sales	125,977	2,919	3,042	-	-	131,938
Intersegment sales	11,240	-	18,108	-	(29,348)	-
Total revenue	137,217	2,919	21,150	-	(29,348)	131,938
Results						
Segment results	78,863	1,398	28,158	822	(42,416)	66,825
Finance costs					_	(64)
Profit before taxation					_	66,761
Taxation						(16,172)
Profit for the year						50,589
					-	

10 MATERIAL SUBSEQUENT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE

As at the date of this report, there were no events subsequent to the end of the period reported that materially affect the results of the Group for the financial year ended 31 March 2008.

11 CHANGES IN THE COMPOSITION OF THE GROUP

There were no material changes in the composition of the Group during the financial year ended 31 March 2008.

12 PERFORMANCE REVIEW ON THE RESULTS OF THE GROUP FOR THE PERIOD

For the current financial year ended 31 March 2008, the Group's net loan receivables grew by 64.3% or RM266.4 million compared to the previous year. Correspondingly, revenue grew from RM98.7million to RM131.9million for the current year, an increase of 33.7%. The significant improvement in the Group's loan financing business was mainly due to the various incentive programmes launched during the year to improve the productivity of our delivery channels. The salary hike for civil servants in July 2007 was also another contributing factor.

The Group recorded a net profit of RM50.6 million for the current financial year ended 31 March 2008. The previous financial year included a gain of RM20.4 million arising from the disposal of its investment in AmFirst Property Trust. Excluding the effect of the aforesaid, the Group's net profit for the current financial year is actually 17.7% higher as compared to the previous financial year.

13 CHANGES IN QUARTERLY RESULTS COMPARED TO PRECEDING QUARTER

For the current quarter under review, the Group recorded a revenue of RM36.1 million compared to RM33.3 million in the preceding quarter. The increase in revenue is attributed to the increase in loan disbursements for both the personal financing and factoring businesses.

Net profit for the current quarter was RM12.6 million, lower than the preceding quarter of RM15.0 million. This is mainly due to the recognition of impairment loss of RM3.4 million in relation to a Collaterised Loan Obligation Programme in which the Group has participated previously as part of its fund raising exercise.

Interim Financial Report

NOTES TO THE INTERIM FINANCIAL REPORT

14 CURRENT YEAR PROSPECTS

The recent announcement on the extension of the retirement age of civil servants from 56 to 58 years is expected to boost the growth of the Group's loan financing business. The Group is therefore optimistic about its prospects and barring any unforeseen circumstances, expects to show a further improvement in its performance for the next financial year ending 31 March 2009.

15 PROFIT FORECAST

There were no profit forecast prepared or profit guarantee made by the Group.

16 TAXATION

	INDIVIDUAL CUMULATIVE		
	QUARTER QU		
	3	1/3/2008	31/3/2008
		RM'000	RM'000
Taxation:			
Current period/year		(2,486)	(11,038)
Underprovision in prior years		(1,040)	(53)
	¥	(3,526)‡	(11,091)
Deferred taxation:			
Current period/year		(2,684)	(5,081)
		(6,210)	(16,172)

The effective tax rate of the Group in the current quarter is higher than the statutory income tax rate mainly due to non-deductibility of certain expenses for taxation purposes. In contrast, the Group's effective tax rate for the financial year ended 31 March 2008 is lower than the statutory tax rate as a result of certain income which is not taxable and utilisation of unabsorbed business losses brought forward.

17 UNQUOTED INVESTMENTS AND PROPERTIES

There were no sales of unquoted investments and/or properties by the Group for the current quarter and financial year ended 31 March 2008.

18 QUOTED SECURITIES

a. Details of purchases and disposals of quoted securities are as follows:

		INDIVIDUAL QUARTER		ATIVE RTER
	31/03/2008 RM'000	31/03/2007 RM'000	31/03/2008 RM'000	31/03/2007 RM'000
Included within short				
term investments:				
Purchase consideration	-	-	-	-
Sales proceeds	-	-	843	-
Gain on disposals		_	371	

b. Investment in quoted real estate investment trust units as at 31 March 2008:

	CUMULATIVE
	QUARTER
	RM'000
Included within long term investment:	
At cost	35,063
At carrying/book value	31,557
At market value	30,505

c. Investments in quoted securities as at 31 March 2008:

	CUMULATIVE QUARTER RM'000
Included within short term investments:	
At cost	29
At carrying/book value	29
At market value	45_

19 STATUS OF CORPORATE PROPOSALS ANNOUNCED

a. Proposed Joint Venture in Vietnam

On 11 September 2007, RCE entered into a Memorandum of Understanding with Southern Bank Vietnam ("SBV") to form a joint venture company to apply for licences to establish a Finance Company in Vietnam ("FinCo"). The FinCo is a non-bank credit institution regulated by the State Bank of Vietnam.

Originally, the Company is expected to take up an equity stake of up to 30% in the FinCo with SBV holding 11%, being the maximum permissible holdings under Vietnamese regulations. However, due to recent changes in these regulations, the parties have yet to finalise the equity structure of the FinCo.

b. Proposed Private Placement Exercise

The Proposed Placement as announced on 11 January 2008 has been completed. A total of 64,633,700 new ordinary shares of RM0.10 each ("Placement Shares") has been placed out at RM0.455 each, representing a discount of approximately 10% based on the 5-day weighted average market price of RCE's ordinary shares up to 24 March 2008 of RM0.505.

The Placement Shares were granted listing and quotation on the Main Board of Bursa Malaysia Securities Berhad on 4 April 2008.

The total proceeds raised of RM29,408,334, less the private placement expenses, has been fully utilised for the Group's working capital purposes.

20 GROUP BORROWINGS

Total borrowings (all denominated in Ringgit Malaysia) of the Group as at 31 March 2008 are as follows:

	Long Term RM'000	Short Term RM'000	Total RM'000
Secured			
- Fixed Rate Medium Term Notes	[‡] 322,041	20,000	342,041
- Assets-Backed Securities	164,000	20,000	184,000
- Revolving Credit	-	70,000	70,000
- Fixed Rate Serial Bonds	15,000	10,000	25,000
- Term Loan	8,766	1,985	10,751
- Underwritten Commercial Papers	-	10,000	10,000
	509,807	131,985	641,792
Unsecured			
- Fixed Rate Term Loan	80,000	-	80,000
- Banker's Acceptances	-	1,926	1,926
- Trust Receipts	_	1,006	1,006
- Revolving Credit	-	1,000	1,000
-	80,000	3,932	83,932
	589,807	135,917	725,724

21 CONTINGENT LIABILITIES

There were no material changes in contingent liabilities since the last annual audited balance sheet as at 31 March 2007.

22 OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There were no material off-balance sheet financial instruments at the date of this report.

23 MATERIAL LITIGATIONS

There were no pending material litigations for the Group at the date of this report.

24 EARNINGS PER SHARE

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	31/03/2008	31/03/2007	31/03/2008	31/03/2007
Basic earnings per share:				
Profit for the period attributable to equity holders of the parent (RM'000)	12,627	15,930	50,589	63,371
Number of ordinary shares in issue ('000) (weighted)	646,338	646,338	646,338	635,065
Basic earnings per share (sen)	1.95	2.46	7.83	9.98

Comparative earnings per share were calculated on the basis that the bonus issue was in effect from the beginning of the financial year.

The Company does not have in issue any financial instruments or other contract that may entitle its holder to ordinary shares and therefore dilutive to its basic earnings per share.

BY ORDER OF THE BOARD JOHNSON YAP CHOON SENG Company Secretary 26 May 2008