



MULTI-PURPOSE

MULTI-PURPOSE HOLDINGS BERHAD
(24217 - M)
(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS
for the first quarter ended 31 March 2010
(The figures have not been audited)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	3 months ended	
	31-Mar 2010 RM'000	31-Mar 2009 RM'000 (Restated)
Revenue	992,620	831,201
Cost of sales	(792,278)	(645,780)
Gross profit	200,342	185,421
Other income	16,136	8,803
Administrative expenses	(17,612)	(16,338)
Other expenses	(38,189)	(29,763)
Operating profit	160,677	148,123
Finance costs	(22,823)	(42,580)
Share of profits of associates	1,150	(137)
Profit before tax	139,004	105,406
Income tax expense	(33,415)	(28,303)
Profit for the period	105,589	77,103
Discontinued operations		
Loss for the period from discontinued operations	-	(2,211)
Profit for the period	105,589	74,892
Attributable to:		
Equity holders of the Company	68,193	45,024
Minority interests	37,396	29,868
Profit for the period	105,589	74,892
Earnings per share attributable to equity holders of the Company (sen):		
Basic, for profit from continuing operations	6.3	4.9
Basic, for loss from discontinued operations	-	(0.2)
Basic, for profit of the period	6.3	4.7
Profit for the period	105,589	74,892
Other comprehensive income		
Fair value of available-for-sale ("AFS") assets	2,212	(2,670)
Total comprehensive income for the period	107,801	72,222
Total comprehensive income attributable to:		
Equity holders of the Company	70,405	42,354
Minority interests	37,364	29,868
Total comprehensive income for the period	107,769	72,222

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2009.)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2010

	(UNAUDITED)	(AUDITED)
	AS AT	AS AT
	31.03.2010	31.12.2009
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	190,400	194,364
Investment properties	638,967	640,750
Prepaid lease payments	3,895	3,906
Associated companies	106,743	106,343
AFS assets	13,222	-
Other investments	297,182	271,955
Intangible assets	2,891,551	2,891,213
Intellectual property	657	650
Long term receivables	33,833	33,833
Deferred tax assets	114,736	120,533
	<u>4,291,186</u>	<u>4,263,547</u>
Current assets		
Inventories	5,180	5,344
Receivables	528,793	443,236
Tax recoverable	111,701	103,835
AFS assets	156,730	151,658
Short term deposits and investments	707,519	807,189
Cash and bank balances	104,234	51,699
	<u>1,614,157</u>	<u>1,562,961</u>
TOTAL ASSETS	5,905,343	5,826,508
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the Company		
Share capital	1,077,749	1,077,749
Treasury shares	(16,074)	(12,117)
Reserves	1,112,615	1,100,460
Shareholders' equity	<u>2,174,290</u>	<u>2,166,092</u>
Minority interests	454,887	439,365
Total equity	<u>2,629,177</u>	<u>2,605,457</u>
Non-current liabilities		
Borrowings	1,949,981	1,991,299
Redeemable convertible unsecured loan stocks	471,195	482,274
Reserves for unexpired risks	84,662	81,572
Deferred tax liabilities	19,825	22,498
Derivative liabilities	34,446	-
Provision for retirement benefits	644	659
	<u>2,560,753</u>	<u>2,578,302</u>
Current liabilities		
Payables	696,181	635,181
Borrowings	2,536	314
Tax payable	16,696	7,254
	<u>715,413</u>	<u>642,749</u>
Total liabilities	<u>3,276,166</u>	<u>3,221,051</u>
TOTAL EQUITY AND LIABILITIES	5,905,343	5,826,508
Net assets per share attributable to ordinary equity holders of the Company (RM)	2.04	2.16

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2009.)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE 3-MONTHS PERIOD ENDED 31 MARCH 2010

	← Attributable to equity holders of the Company →						TOTAL RM'000
	← Non-distributable →			Distributable			
	SHARE CAPITAL RM'000	SHARE PREMIUM RM'000	OTHER RESERVES RM'000	TREASURY SHARES RM'000	RETAINED PROFITS RM'000	MINORITY INTERESTS RM'000	
At 1 January 2009	962,427	803,211	44,652	(50,871)	105,098	518,025	2,382,542
Issue of ordinary shares arising from conversion of warrants	115,322	-	-	-	-	-	115,322
Profit for the year	-	-	-	-	45,024	29,868	74,892
Dividends paid	-	-	-	-	(30,152)	-	(30,152)
Purchase of treasury shares	-	-	-	(31,560)	-	-	(31,560)
Total comprehensive income for the period	-	-	(2,670)	-	-	(573)	(3,243)
Exchange differences arising from translation of foreign currency financial statements	-	-	(7,461)	-	-	-	(7,461)
At 31 March 2009	1,077,749	803,211	34,521	(82,431)	119,970	547,320	2,500,340
At 1 January 2010	1,077,749	681,390	44,660	(12,117)	374,410	439,366	2,605,458
Effect arising from adoption of FRS 139	-	-	-	-	(26,208)	(21,817)	(48,025)
Profit for the year	-	-	-	-	68,193	37,396	105,589
Dividend paid	-	-	-	-	(32,042)	-	(32,042)
Purchase of treasury shares	-	-	-	(3,957)	-	-	(3,957)
Total comprehensive income for the period	-	-	2,212	-	-	(32)	2,180
Purchase of additional shares in subsidiary company	-	-	-	-	-	(26)	(26)
At 31 March 2010	1,077,749	681,390	46,872	(16,074)	384,353	454,887	2,629,177

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2009.)

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE 3-MONTHS PERIOD ENDED 31 MARCH 2010

	3 months ended	
	31.03.2010 RM'000	31.03.2009 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation from:		
Continuing operations	139,004	105,406
Discontinued operations	-	(2,131)
	<u>139,004</u>	<u>103,275</u>
Adjustments for:		
Non-cash items	(3,815)	4,467
Non-operating items	<u>7,272</u>	<u>32,481</u>
Operating profit before changes in working capital	142,461	140,223
Changes in working capital:		
Net change in current assets	(84,397)	12,119
Net change in current liabilities	<u>43,030</u>	<u>38,942</u>
Cash generated from operations	101,094	191,284
Dividends paid to shareholders	(32,042)	(30,152)
Income tax paid	<u>(28,715)</u>	<u>(11,740)</u>
Net cash generated from operating activities	40,337	149,392
CASH FLOWS FROM INVESTING ACTIVITIES		
Property, plant and equipment	(774)	(6,649)
Investment Properties	(438)	-
Other and short term investments	(25,264)	(50,282)
Purchase of additional shares in subsidiary company	(26)	-
Dividend received	1,311	-
Interest paid	(22,823)	(42,580)
Interest income	<u>9,531</u>	<u>8,454</u>
Net cash used in investing activities	(38,483)	(91,057)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repurchase of treasury shares	(3,957)	(31,560)
Proceeds from conversion of warrants	-	115,322
Borrowings	<u>(41,236)</u>	<u>(26,000)</u>
Net cash used in from financing activities	(45,193)	57,762
NET CHANGE IN CASH AND CASH EQUIVALENTS	(43,339)	116,097
CASH AND CASH EQUIVALENTS AT BEGINNING OF FINANCIAL YEAR	757,909	468,940
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL YEAR	<u>714,570</u>	<u>585,037</u>
Cash and cash equivalents consist of :		
Deposits, cash and bank balances	762,620	628,048
Bank overdrafts	(2,536)	(7,138)
Cash held in trust accounts	<u>(45,514)</u>	<u>(35,873)</u>
	<u>714,570</u>	<u>585,037</u>

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the audited financial statements for the year ended 31 December 2009.)

A EXPLANATORY NOTES PURSUANT TO FRS134

A1 Basis of Preparation

The interim financial statements are unaudited and have been prepared in compliance with the requirements of Financial Reporting Standards (“FRS”) 134: Interim Financial Reporting and Chapter 9 paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2009.

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent audited annual financial statements for the year ended 31 December 2009 except for the mandatory adoption of the following new FRS, Amendments to FRS and Interpretations with effect from 1 January 2010.

Adoption of New and Revised FRS, IC Interpretations and Amendments

FRS 4 Insurance Contracts
FRS 7 Financial Instruments: Disclosures
FRS 101 Presentation of Financial Statements (Revised 2009)
FRS 139 Financial Instruments: Recognition and Measurement
Amendment to FRS 1 First-time Adoption of Financial Reporting Standards
Amendment to FRS 7 Financial Instruments: Disclosures
Amendment to FRS 8 Operating Segments
Amendment to FRS 107 Statement of Cash Flows
Amendment to FRS 108 Accounting Policies, Changes in Accounting Estimates and Errors
Amendment to FRS 110 Events after the Reporting Period
Amendment to FRS 116 Property, Plant and Equipment
Amendment to FRS 117 Leases
Amendment to FRS 118 Revenue
Amendment to FRS 119 Employee Benefits
Amendment to FRS 123 Borrowing Costs
Amendment to FRS 128 Investments in Associates
Amendment to FRS 132 Financial Instruments: Presentation
Amendment to FRS 134 Interim Financial Reporting
Amendment to FRS 136 Impairment of Assets
Amendment to FRS 139 Financial Instruments: Recognition and Measurement
Amendment to FRS 140 Investment Property
IC Interpretation 9 Reassessment of Embedded Derivatives
IC Interpretation 10 Interim Financial Reporting and Impairment
IC Interpretation 11 FRS 2 - Group and Treasury Share Transactions
IC Interpretation 14 FRS 119 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

Other than for the application of FRS 101 and FRS 139, the application of the above FRS, Amendments to FRS and Interpretations did not result in any significant changes in the accounting policies and presentation of the financial results of the Group.

(a) FRS 101: Presentation of Financial Statements (Revised 2009)

Prior to the adoption of the revised FRS 101, the components of the financial statements presented consisted of an income statement, a balance sheet, a statement of changes in equity, a cash flow statement and notes to the financial statements. With the adoption of the revised FRS 101, the components of the interim financial statements presented consist of a statement of comprehensive income, a statement of financial position, a statement of changes in equity, statement of cash flows and notes to the financial statements.

The revised FRS 101 separates owner and non-owner changes in equity. Therefore, the current consolidated statement of changes in equity only includes details of transactions with owners. All non-owner changes in equity are presented as a single line labeled as total comprehensive income. This standard does not have any impact on the financial position and results of the Group.

A1 Basis of Preparation (cont'd.)

(b) FRS 139: Financial Instruments - Recognition and Measurement

FRS 139 requires financial instruments are recorded initially at fair value. Subsequent measurement of the financial instruments at the statement of financial position date reflects the designation of financial instruments. There were no significant changes to the interim financial report other than below:

(i) Loan and receivables

Prior to the adoption of FRS 139, loans and receivables were stated at receivables less provision for doubtful debts. With the adoption of FRS, loan and receivables are initially measured at fair value and subsequently at amortized costs using effective interest rate. Amortization of effective interest rate is recognized in the income statement.

(ii) AFS financial assets

Prior to the adoption of FRS 139, AFS financial assets such as investments were accounted for at cost adjusted for amortization of premium and accretion of discount less impairment or at the lower of cost and market value, determined on an aggregate basis. Under FRS 139, AFS financial asset is measured at fair value initially and subsequently with amortization of premium with accretion of discount and other accrual of income recognized in income statement and with unrealized gains or losses recognised as other comprehensive income in the AFS reserve until the investment is derecognized, at which time the cumulative gain or loss is recognized in the income statement or determined to be impaired, at which time the cumulative loss is recognized in the income statement and removed from the AFS reserve.

(iii) Financial Derivative

Prior to the adoption of FRS 139, financial derivative were recognized on their settlement dates. Outstanding derivatives at the statement of financial position date were not recognized. With the adoption of FRS 139, all financial assets and financial liabilities, including derivatives, are recognized at contract dates when, and only when, the Group becomes a party to the contractual provisions of the instruments.

The adoption of the above FRS has resulted in adjustments to the opening Retained Profits of the Group as shown below:-

	Retained Profits RM'000
Balance as at 1 January 2010, as previously stated	374,410
Effect of adopting FRS 139	(48,025)
Balance as at 1 January 2010, as restated	<u>326,385</u>

The effect of adopting FRS 139 comprised initial adjustments on interest rate swap derivative liability; put option financial liability and AFS financial assets.

A2 Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 December 2009 was not qualified.

A3 Seasonal or Cyclical Factors

The business operations of the Group are generally dependent on the state of the overall economic environment.

A4 Segmental Information

	3 months ended	
	31.03.2010	31.03.2009
	RM'000	RM'000
		(Restated)
Segmental Revenue		
Gaming	919,148	767,930
Stockbroking	7,905	5,376
Financial services	51,474	44,414
Corporate & others	15,092	14,899
	<hr/>	<hr/>
	993,619	832,619
Eliminations	(999)	(1,418)
	<hr/>	<hr/>
Total	992,620	831,201
	<hr/>	<hr/>
Segmental Results		
Gaming	93,492	70,703
Stockbroking	4,298	2,623
Financial services	7,926	(793)
Corporate & others	33,288	32,873
	<hr/>	<hr/>
Continuing operations	139,004	105,406
Discontinued operations	-	(2,131)
	<hr/>	<hr/>
Profit Before Taxation	139,004	103,275
	<hr/>	<hr/>

A5 Accounting Estimates

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

A6 Dividend Paid

During the current quarter, the Company had paid an interim dividend of 4 sen less 25% tax, amounting to RM32.04 million on 29 March 2010 in respect of financial year ending 31 December 2010.

A7 Carrying Amount of Revalued Assets

The valuations of property, plant and equipment have been brought forward without amendment from the previous annual financial statements.

A8 Changes in Debt and Equity Securities

There were no issuance, cancellation, repurchase, resale and repayment of debts and equity securities except for the share buy back.

At the Annual General Meeting ("AGM") of the Company held on 25 June 2009, the shareholders of the Company had renewed the share buy-back mandate for the Company to purchase up to 10% of the issued and paid-up share capital. The mandate will expire at the next AGM.

The Company had repurchased a total of 2,136,000 ordinary shares of its issued share capital from the open market during the current quarter, at an average cost of RM1.85 per share. The total consideration paid for the purchases including transaction costs was RM3,957,712 and were financed by internally generated funds. The repurchased shares together with purchases prior to 1 January 2010 amounting to 7,537,431 shares were held as treasury shares in accordance with Section 67A of the Companies Act 1965.

A9 Contingent Liabilities

As at 21 May 2010, the Board is not aware of any other material contingent liabilities which have become enforceable or are likely to become enforceable which will effect the ability of the Company or any of its subsidiaries to meet its obligations as and when they fall due other than in the normal course of business, whereby the gaming, insurance and stockbroking subsidiary companies make various commitments and incur certain contingent liabilities with legal recourse to its customers. No material losses are anticipated as a result of these transactions.

A10 Material Subsequent Events

There were no material subsequent events since the end of the current quarter until a date not earlier than 7 days from the date of issuance of this quarterly report except for the following:

(i) Termination of put option to acquire shares in U Mobile Sdn Bhd ("U Mobile")

On 15 September 2009, the Company had entered into a Put Option Agreement with a financial institution whereby the Company granted to the financial institution an option to put to the Company at any time during the Option Period for the Company to purchase 157,951,493 ordinary shares of RM1.00 each representing 41.63% equity interest in U Mobile which have been pledged to the financial institution at a total put option price of RM280 million.

On 29 April 2010, the Company received a confirmation from the financial institution that the Put Option Agreement was terminated and that the Company was released and discharged from all agreements, undertakings and obligations whatsoever as contained in the Put Option Agreement.

(ii) Acquisition of shares in U Mobile via share sale agreement for the acquisition of 18,000,000 ordinary shares of RM1.00 each in U Mobile from Detik Ria Sdn. Bhd. ("DRSB") for a total cash consideration of RM54,000,000

The Company had on 1 April 2010 entered into a share sale agreement for the acquisition of 18,000,000 ordinary shares of RM1.00 each representing 2.37% equity interest in U Mobile from DRSB for a total cash consideration of RM54,000,000. The said purchase of 18,000,000 ordinary shares of RM1.00 each in U Mobile from DRSB was completed subsequent to year end.

(iii) Subscription of 15,000,000 ordinary shares of RM1.00 each in U Mobile pursuant to the one for one rights issue declared by U Mobile

Pursuant to the rights issue declared by U Mobile on 26 March 2010, the Company had on 1 April 2010 subscribed for a further 15,000,000 U Mobile ordinary shares at RM1.00 per Rights Shares for a total cash consideration of RM15,000,000.

A11 Changes in Composition of the Group

There were no significant changes in the composition of the Group during the period under review.

A12 Unusual Items Affecting Interim Financial Report

There were no unusual items affecting the interim financial report of the Group for the current quarter under review.

B NOTES REQUIRED UNDER THE LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of Performance of the Group

The Group recorded a profit before taxation and minority interests of RM139 million during the current quarter under review which is 31.87% higher than RM105.41 million achieved in the previous corresponding period due to overall improvement in the Gaming, Stockbroking and Financial Service Divisions.

The profit before taxation of the Gaming Division at RM93.49 million is 32.23% higher than RM70.70 million reported in the previous corresponding quarter. The improvement is contributed by increase in the number of draws, contributions from the 4D Jackpot game and lower finance cost.

Gains from proprietary trading, foreign exchange earned from foreign trades and other income in the Stockbroking Division have resulted in a profit before tax of RM4.30 million which is 64.12% higher than the profit before tax of RM2.62 million reported in the previous corresponding period.

The Financial Service Division achieved a profit before taxation of RM7.93 million which is a significant improvement from the loss of RM0.79 million suffered in the previous corresponding period. Improved underwriting performance with the tightening of underwriting in the non-performing classes has contributed to the higher results.

B2 Comment on Material Change in Profit Before Taxation

For the current quarter under review, the Group recorded a profit before taxation from the continuing operations of RM139.00 million as compared to RM170.40 million recorded in the immediate preceding quarter. The higher profit in preceding quarter is mainly due to the gains on disposal of investments.

B3 Prospects for 2010

In view of the continuing global financial crisis, the Group will endeavor to achieve satisfactory results in the current year.

B4 Profit Forecast and Profit Guarantee

There were no profits forecast or profit guarantee issued by the Company.

B5 Income Tax Expense

	31.03.2010	31.03.2009
	RM'000	RM'000
Current tax:		
Malaysian income tax	30,632	21,727
Deferred tax	<u>2,783</u>	<u>6,576</u>
Total income tax expense	<u>33,415</u>	<u>28,303</u>

The effective tax rate for the period under review is lower than the statutory tax rate as a certain portion of the income is not subjected to tax as well as the availability of deductible expenses and unabsorbed losses.

B6 Sale of Unquoted Investments and/or Properties

There were no sales of unquoted investments and properties for the period under review.

B7 Quoted Securities

- (a) Total purchases and disposals of quoted securities for the current period are as follows:
(Note: Investments held by the stockbroking and insurance subsidiaries have not been disclosed under this Note.)

	Current Quarter RM'000
(i) AFS Investments	
Total consideration for the purchases	-
Total proceeds from disposals	-
Fair value loss recognized in statement of other comprehensive income	(65)
Impairment loss	-
Adjustment to retained earnings	193
(ii) Fair Value Through Profit Or Loss Investments ("FVTPL")	
Total consideration for the purchases	40,610
Total proceeds from disposals	15,664
Gain on disposals	3,006

- (b) The total investments in quoted securities as at 31 March 2010 are as follow:-

	AFS Investments RM'000	FVTPL Investments RM'000
Total investments at cost	13,094	204,025
Total investments at carrying value/book value (after provision for diminution in value)	13,222	146,860
Total investment at fair value at end of reporting period	13,222	169,839

B8 Corporate Proposals

There were no corporate proposals announced.

B9 Borrowings

The Group's borrowings as at 31 March 2010 are as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
Short Term			
Bank Overdraft	2,515	21	2,536
Long Term			
Term Loan	1,949,981	-	1,949,981
Total	<u>1,952,496</u>	<u>21</u>	<u>1,952,517</u>

All the borrowings are denominated in Ringgit Malaysia.

B10 Derivative Liabilities

As at the date of this report, the subsidiaries of the Group had entered into interest rate swaps with the following contract amounts and maturities, at fixed interest rates varying from 3.40% to 4.64%:

Maturities	Contract Amount (RM'000)	Fair value as at 31.03.2010 (RM'000)
1 year to 3 years	942,000-1,750,000	30,946

The contracts were entered into to minimize the Group's exposure to cash flow interest rate risk resulting from adverse fluctuations in interest rates on the existing bank loan.

B11 Material Litigation

Kuala Lumpur High Court Suit No. S1-22-946-2008

On 6 October 2008, Leisure Dotcom Sdn Bhd ("LDSB"), a subsidiary of the Company, commenced legal proceedings against Globesource Sdn Bhd ("GSB") claiming for among others, specific performance for delivery of a piece of freehold land and 2 leases in Kuala Lumpur ("Property") pursuant to a conditional sale and purchase agreement entered into between LDSB and GSB ("SPA") on 21 June 2007. Pursuant to the SPA, GSB is to sell and LDSB is to purchase the freehold land and 2 Leases in Kuala Lumpur ("Property") for a total consideration of RM72,162,000 ("Purchase Price"). Upon execution of the SPA, LDSB paid a deposit of RM7,216,200 representing 10% of the Purchase Price.

The sealed copy of the Writ indorsed with Statement of Claim was served on GSB's solicitors on 21 November 2008. On 25 November 2008, GSB's solicitors entered appearance on behalf of GSB. On 19 December 2008, LDSB filed an application for interlocutory injunction to restrain GSB, among others, from dealing with the Property ("Injunction Application"). On 19 February 2009, GSB's solicitors served a copy of GSB's defence and counterclaim on LDSB's solicitors. On 6 March 2009, the Kuala Lumpur High Court granted an ad interim injunction against GSB. LDSB filed its reply and defence to counterclaim on 15 April 2009. On 22 February 2010, the Court directed parties to prepare written submission in respect of the Injunction Application. The Court has fixed 31 May 2010 for hearing date for the Injunction Application. 22 June 2010 is fixed for pre-trial case management.

B12 Dividends

The Board of Directors does not recommend the payment of dividend for the quarter under review.

B13 Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the period, excluding treasury shares held by the Company.

	3 months ended	
	31.03.2010	31.03.2009
	RM'000	RM'000
Profit from continuing operations	68,193	47,235
Loss from discontinued operations	-	(2,211)
Profit for the period	<u>68,193</u>	<u>45,024</u>
Weighted average number of ordinary share in issue	1,076,718	970,209
Basic earnings per share for (sen)		
Profit from continuing operations	6.3	4.9
Loss from discontinued operations	-	(0.2)
Profit for the period	<u>6.3</u>	<u>4.7</u>

By Order Of The Board
Lim Kong Yow
COMPANY SECRETARY
21 May 2010