

**HAI-O ENTERPRISE BHD ( Co.No. 22544-D)**

Quarterly report on consolidated results for the financial year ended 31 October 2006  
The figures have not been audited.

**CONDENSED CONSOLIDATED INCOME STATEMENTS  
FOR THE QUARTER ENDED 31 OCTOBER 2006**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT QUARTER 31/10/2006	PRECEDING YEAR CORRESPONDING QUARTER 31/10/2005 (restated)	CURRENT TO DATE 31/10/2006	PRECEDING YEAR CORRESPONDING PERIOD 31/10/2005 (restated)
	RM'000	RM'000	RM'000	RM'000
Revenue	41,867	40,890	81,227	75,391
Operating expenses	(35,388)	(36,740)	(69,421)	(68,739)
Other operating income	713	1,062	1,170	1,594
<b>Operating Profit</b>	<b>7,192</b>	<b>5,212</b>	<b>12,976</b>	<b>8,246</b>
Interest income	63	93	129	179
Finance costs	(102)	(109)	(188)	(197)
Share of profit of associates	-	(2)	-	(52)
<b>Profit before taxation</b>	<b>7,153</b>	<b>5,194</b>	<b>12,917</b>	<b>8,176</b>
Income tax expenses	(2,014)	(1,964)	(3,812)	(2,937)
<b>Profit for the period</b>	<b>5,139</b>	<b>3,230</b>	<b>9,105</b>	<b>5,239</b>
<b>Attributable to:</b>				
Equity holders of the parent	4,938	3,081	8,476	4,960
Minority interest	201	149	629	279
	<b>5,139</b>	<b>3,230</b>	<b>9,105</b>	<b>5,239</b>
<b>Earnings Per Share attributable to equity holders of the parent</b>				
- Basic	7.55	4.96	12.96	7.98
- Diluted	7.52	0	12.91	0

*The Condensed Consolidated Income Statement should be read in conjunction with the audited financial statements for the year ended 30 April 2006 and the accompanying explanatory notes attached to the interim financial statements.*



**CONDENSED CONSOLIDATED BALANCE SHEETS  
AS AT 31 OCTOBER 2006**

	AS AT END OF CURRENT QUARTER 31/10/2006 (RM'000)	(Audited) AS AT PRECEDING FINANCIAL YEAR ENDED 30/04/2006 (RM'000) (restated)
<b>ASSETS</b>		
<b>Non-current assets</b>		
<i>Property, Plant and Equipment</i>	21,994	44,232
<i>Investment properties</i>	21,827	-
<i>Prepaid lease payments</i>	1,755	1,771
<i>Investment in Jointly Control Entities</i>	-	-
<i>Investments</i>	6,874	5,985
<i>Goodwill arising from consol</i>	305	305
<i>Trade receivables - non current</i>	2,035	1,511
<i>Deferred tax assets</i>	337	301
	<b>55,127</b>	<b>54,105</b>
<b>Current Assets</b>		
<i>Inventories</i>	28,724	28,508
<i>Trade and other receivables</i>	22,719	22,539
<i>Short term investment</i>	10,440	6,926
<i>Cash and Cash Equivalents</i>	23,563	13,640
	<b>85,446</b>	<b>71,613</b>
<b>TOTAL ASSETS</b>	<b>140,573</b>	<b>125,718</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the parent</b>		
<i>Share capital</i>	66,935	66,329
<i>Treasury Shares</i>	(1,728)	(1,165)
<i>Other reserve</i>	1,307	1,787
<i>Retained earnings</i>	31,408	22,443
	<b>97,922</b>	<b>89,394</b>
<b>Minority Interests</b>	<b>5,247</b>	<b>4,619</b>
<b>Total Equity</b>	<b>103,169</b>	<b>94,013</b>
<b>Non-current Liabilities</b>		
<i>Borrowings</i>	65	125
<i>Deferred tax</i>	-	-
	<b>65</b>	<b>125</b>
<b>Current Liabilities</b>		
<i>Trade &amp; other payables</i>	23,406	23,097
<i>Short term borrowings</i>	6,322	4,449
<i>Current tax payable</i>	2,359	808
<i>Short-term provision</i>	5,252	3,226
	<b>37,339</b>	<b>31,580</b>
<b>Total Liabilities</b>	<b>37,404</b>	<b>31,705</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>140,573</b>	<b>125,718</b>
Net assets per share attributable to ordinary equity holders of the parent (RM)	<b>1.50</b>	1.37

The Condensed Consolidated Balance Sheet should be read in conjunction with the audited financial statements for the year ended 30 April 2005 and the accompanying explanatory notes attached to the interim financial statements.



**HAI-O ENTERPRISE BHD ( Co.No. 22544-D)**

**CONDENSED CONSOLIDATED CASH FLOW STATEMENTS  
FOR THE QUARTER ENDED 31 OCTOBER 2006**

	<b>2007</b> <b>6 month</b> <b>ended</b> <b>31/Oct/06</b> <b>(RM '000)</b>	<b>2006</b> <b>6 month</b> <b>ended</b> <b>31/Oct/05</b> <b>(RM '000)</b>
Net Profit before tax	12,917	8,176
Adjustment for non-cash flow :-		
Non-cash items	3,711	4,270
Non-operating items	(182)	(948)
Operating profit before changes in working capital	16,446	11,498
Changes in working capital		
<i>Net Change in current assets</i>	(1,369)	(8,914)
<i>Net Change in current liabilities</i>	249	4,162
<i>Tax paid</i>	(2,267)	(1,723)
	(3,387)	(6,475)
<b>Net cash flows from operating activities</b>	<b>13,059</b>	<b>5,023</b>
Investing Activities		
<i>Other investment</i>	(3,917)	(12,179)
<i>Quoted investment</i>	(897)	(320)
<b>Net cash used in investing activities</b>	<b>(4,814)</b>	<b>(12,499)</b>
Financing Activities		
<i>Purchase of Company's own share</i>	(563)	(994)
<i>Interest paid</i>	(186)	(187)
<i>Bill payable</i>	1,813	3,959
<i>Others</i>	614	22
<b>Net cash used in financing activities</b>	<b>1,678</b>	<b>2,800</b>
Net Changes in Cash & Cash Equivalents	9,923	(4,676)
Cash & Cash Equivalents at beginning of financial period	13,640	17,437
<b>Cash &amp; Cash Equivalents at end of the financial period</b>	<b>23,563</b>	<b>12,761</b>

*The Condensed Consolidated Cash Flow Statement should be read in conjunction with the audited financial statements for the year ended 30 April 2006 and the accompanying explanatory notes attached to the interim financial statements.*



**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
FOR THE QUARTER ENDED 31 OCTOBER 2006**

	Attributable to Equity Holders of the Parent							Total	Minority Interest	Total Equity
	Share Capital	Non distributable				Distributable				
		Treasury shares	Share premium	Reserve on consol	Exchange fluctuation reserve	Capital reserve	Retained Earnings			
(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	
<b>6 month year ended 31 October 2006</b>										
Balance as at 1 May 2006 as previously stated	66,329	(1,165)	-	489	629	670	22,443	89,395	4,618	94,013
Changes in accounting policies: -- effects of adopting FRS 3				(489)			489	-		-
Restated balance at 1 May 2006	66,329	(1,165)	-	-	629	670	22,932	89,395	4,618	94,013
<b>Net profit for the financial period</b>	-	-	-	-	-	-	8,476	8,476	629	9,105
Total recognised income and expenses for the period	-	-	-	-	-	-	8,476	8,476	629	9,105
Exercise of ESOS	606	-	8	-	-	-	-	614	-	614
Purchase of Company's own shares	-	(563)	-	-	-	-	-	(563)	-	(563)
<b>Balance at end of financial period</b>	<b>66,935</b>	<b>(1,728)</b>	<b>8</b>	<b>-</b>	<b>629</b>	<b>670</b>	<b>31,408</b>	<b>97,922</b>	<b>5,247</b>	<b>103,169</b>
<b>6 month year ended 31 October 2005</b>										
Balance as at 1 May 2005	65,773	(3,875)	1,384	521	629	670	16,792	81,894	4,619	86,513
<b>Net profit for the financial period</b>	-	-	-	-	-	-	4,960	4,960	279	5,239
Total recognised income and expenses for the period	-	-	-	-	-	-	4,960	4,960	279	5,239
Amortisation during the period	-	-	-	(16)	-	-	-	(16)	-	(16)
Exercise of ESOS	22	-	-	-	-	-	-	22	-	22
Purchase of Company's own shares	-	(994)	-	-	-	-	-	(994)	-	(994)
<b>Balance at end of financial period</b>	<b>65,795</b>	<b>(4,869)</b>	<b>1,384</b>	<b>505</b>	<b>629</b>	<b>670</b>	<b>21,752</b>	<b>85,866</b>	<b>4,898</b>	<b>90,764</b>

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 30 April 2006 and the accompanying explanatory notes attached to the interim financial statements.



## **A. Notes To The Interim Financial Report**

### **A1 Basis of preparation**

The interim financial statements have been prepared in accordance with Financial Reporting Standards (“FRS”) 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad (“BMSB”).

The interim financial report should be read in conjunction with the most recent annual financial statements of the Group for the year ended 30 April 2006.

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 30 April 2006.

### **A2 Changes in Accounting Policies**

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 30 April 2006 except for the adoption of the new/revised FRSs issued by MASB effective for financial period beginning 1 January 2006

The adoption of the new/revised FRSs does not have significant financial impact on the Group for the current quarter and current year to date under review except for the following:

#### **(a) FRS 2: Share-based Payment**

This FRS requires an entity to recognise share-based payment transactions in its financial statements, including transactions with employees or other parties to be settled in cash, other assets, or other equity instruments of the equity.

The Company operates an equity-settled, share-based compensation plan for the employees ie the Employees’ Share Option Scheme (“ESOS”). Prior to the adoption of FRS 2, no compensation expense was recognised in income statements for share options granted. With the adoption of FRS 2, the compensation expense relating to share options is recognised in income statements over the vesting periods of the grants with a corresponding increase in equity. The total amount to be expensed in the income statements is determined by reference to the fair value of the share options at the date of grant and the number of share options to be vested by vesting date.

All the options under the ESOS of the Company were granted before 31 December 2004. According to the transitional provisions of FRS 2, the FRS has not been applied to the options granted to employees on or before 31 December 2004, thus, the change in accounting policy has no impact on the results for the current financial period.



**(b) FRS 3: Business Combination, FRS 136: Impairment of Assets and FRS 138: Intangible Assets**

The new FRS 3 has resulted in consequential amendments to two other accounting standards, FRS 136 and FRS 138. The adoption of FRS 136 has resulted in a change in the accounting policy relating to goodwill on consolidation. This adoption has resulted in the Group discontinuing annual goodwill amortisation. Instead, goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired.

Prior to 1 May 2006, goodwill was amortised on a straight-line basis over its estimated useful life of 25 years. The transitional provision of FRS 3 required the Group to eliminate at 1 May 2006 the carrying amount of the accumulated amortization of RM 309,986 against the carrying amount of the goodwill. The carrying amount of goodwill as at 1 May 2006 of RM 305,397 ceased to be amortised. This has the effect of reducing the amortisation charges by RM 5,835 in the current quarter.

**Negative Goodwill**

Under FRS 3, any excess of the Group's interest in the net fair value of acquirees' identifiable assets, liabilities and contingent liabilities over cost of acquisitions (previously referred to as "negative goodwill"), after reassessment, is now recognised immediately in income statements. Prior to 1 May 2006, the negative goodwill is stated in the balance sheet as reserve on consolidation. In accordance with the transitional provisions of FRS 3, the negative goodwill as at 1 May 2006 of RM 488,905 was derecognised with a corresponding adjustment made to the opening balance of retained earnings.

**(c) FRS 101: Presentation of Financial Statements and FRS 127: Consolidated and Separate Financial Statements**

The adoption of the revised FRS 101 and FRS 127 have affected the presentation of minority interest, share of net after-tax results of associates and other disclosures. In the consolidated balance sheet, minority interests are now presented within total equity. In the consolidated income statements, minority interests are presented as an allocation of the total profit or loss for the period. A similar requirement is also applicable to the statement of changes in equity. FRS 101 also requires disclosure, on the face of the statement of changes in equity, total recognised income and expenses for the period, showing separately the amounts attributable to equity holders of the parent and to minority interest.

The current period's presentation of the Group's financial statements is based on the revised requirements of FRS 101 and FRS 127, with the comparatives restated to conform with the current period's presentation.



**(d) FRS 117: Leases**

The adoption of FRS 117 has resulted in a retrospective change in the accounting policy relating to the classification of long leasehold land. The up-front payment made for the leasehold land represents prepaid lease payments and are amortised on a straight-line basis over the lease term. Prior to 1 May 2006, long leasehold land was classified as property, plant and equipment and was stated at cost less accumulated depreciation and accumulated impairment losses.

Upon the adoption of the revised FRS 117, the unamortized amount of leasehold land is retained as the surrogate amount of prepaid lease payments as allowed by the transitional provision of FRS 117. The reclassification of long leasehold land as prepaid lease payments has been accounted for retrospectively and as disclosed in Note 3, certain comparative amount as at 30 April 2006 has been restated.

**(e) FRS 131: Interest in Joint Ventures**

Under FRS 131, in consolidating the financial statements, the Group may choose to maintain the equity method or adopt the new allowed method, which is to proportionate consolidation. The Group has recommended a change in accounting policy by adopting the new allowed method, that is to combine share of each of the assets, liabilities, income and expenses of the jointly controlled entities with similar, line by line, in its financial statements, certain comparative amount as at 30 April 2006 has been restated.

**(f) FRS 140: Investment Property**

The adoption of FRS 140 has resulted in a change in accounting policy for investment properties. The properties which comprise portion that are held to earn rentals or for capital appreciation are accounted as investment properties, whereas those self-occupied portions are still treated as property, plant and equipment.

The Group adopted the cost model and the investment property is measured at cost less accumulated depreciation and accumulated impairment losses.

In accordance with the transitional provision under FRS 140, this change in accounting policy is applied prospectively and the comparative figure as at 30 April 2006 are not restated.



### A3 Comparative

The following comparative amounts have been restated due to the adoption of new and revised FRSs:

#### At 30 April 2006

←---Adjustments---→

	Previously Stated RM '000	FRS 117 RM '000	FRS 131 RM '000	Restated RM '000
Property, plant and equipment	44,955	(1,771)	1,048	44,232
Prepaid lease payments	-	1,771	-	1,771
Investment in jointly controlled entities	1,506	-	(1,506)	0
Deferred tax assets	327	-	(26)	301
Current Assets	70,573	-	1,040	71,613
Non-current liabilities	0	-	125	125
Current liabilities	31,150	-	430	31,580

#### 3 months ended 31 October 2005

<-Adjustments->

	Previously Stated RM '000	FRS 131 RM '000	Restated RM '000
Revenue	74,151	1,240	75,391
Other operating expenses	(67,676)	(1,063)	(68,739)
Interest income	176	3	179
Finance costs	(187)	(10)	(197)

#### 6 months ended 31 October 2005

<-Adjustments->

	Previously Stated RM '000	FRS 131 RM '000	Restated RM '000
Revenue	40,253	637	40,890
Other operating expenses	(36,188)	(552)	(36,740)
Interest income	91	2	93
Finance costs	(104)	(5)	(109)





**A4 Audit report of preceding annual financial statement**

The preceding year annual financial statements were not subject to any qualification.

**A5 Seasonal or cyclical factors**

The Group's interim business operations are not significantly affected by seasonal or cyclical factors for the quarter under review except for some consumer products, which are affected by major festive seasons.

**A6 Unusual items affecting assets , liabilities, equity, net income or cash flows**

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows because of their nature, size or incidence.

**A7 Material changes in estimates**

There were no material changes in estimates of amounts reported in prior interim period of the current or previous financial years.

**A8 Debt and equity securities**

There have been no other issuance, cancellation, repurchase, resale and repayment of debts and equity securities during the quarter under review except for the following:-

- a) The details of shares held as treasury shares for the period ended 31 October 2006 are as follows:

	Number of Treasury shares	Total Considerations RM
Balance as at 1 Aug 2006	1,304,586	1,513,977
Repurchased during the quarter	157,100	214,148
Balance as at 31 Oct 2006	1,461,686	1,728,125

The repurchase transactions were financed by internally generated funds.

- b) Issuance of 192,000 new ordinary shares of RM 1.00 each pursuant to the Company's Employees' Share Option Scheme (ESOS) at exercise price of RM 1.00 per share for the quarter under review. The total proceeds arising from the exercise of options under the ESOS amounted to RM 192,000.

**A9 Dividend paid**

A final dividend of 8% gross per ordinary share (2005: 6%), less tax amounting to RM 3,787,972 was paid on 12 December 2006.



## **A10 Segment information**

Details of segmental analysis for the period ended 31 October 2006 are as follows:

### **Business Segment of the Group**

	<b>Wholesale</b>	<b>Multi-Level Marketing</b>	<b>Retailing</b>	<b>Manufacturing</b>	<b>Others</b>	<b>Elimination</b>	<b>Consolidated</b>
	<b>RM '000</b>	<b>RM '000</b>	<b>RM '000</b>	<b>RM '000</b>	<b>RM '000</b>	<b>RM '000</b>	<b>RM '000</b>
<b>REVENUE</b>							
External sales	23,167	38,286	17,711	527	1,536	0	81,227
Inter-segment sales	18,114	7	53	1,259	2,086	(21,519)	0
Total revenue	41,281	38,293	17,764	1,786	3,622	(21,519)	81,227
<b>RESULT</b>							
Segment result	5,175	5,708	1,119	209	810	(45)	12,976
Unallocated corporate expenses							-
Operating profit							12,976
Interest expense							(188)
Interest income							129
Share of losses of Associated companies							-
Profit before taxation							12,917
Taxation							(3,812)
Net profit for the period							9,105

## **A11 Property, plant and equipment**

There is no revaluation of property, plant and equipment brought forward from the previous audited financial statements.



**A12 Material events subsequent to the end of the interim period**

There were no material events subsequent to the current financial quarter ended 31 October 2006 up to the date of this report except for the following:

- (i) On 21 November 2006, the Company's wholly-owned subsidiary Hai-O Pharmaceutical (M) Sdn Bhd ("Hai-O Pharma"), has subscribed for additional 150,000 ordinary shares of RM 1.00 each in QIS Research Laboratory Sdn Bhd ("QIS") for a total consideration of RM 150,000. With effect thereof, the current issued and paid-up share capital of QIS has increased to RM 500,000 comprising of 500,000 ordinary shares of RM 1.00 each.
- (ii) On 30 November 2006, the Company's wholly-owned subsidiary MCC City Sdn Bhd ("MCC") has disposed of its entire 50% equity interest in MCC Arts Garden Sdn Bhd ("MCC Arts Garden") comprising of 80,000 ordinary shares of RM 1.00 each fully paid for a total consideration of RM 1.00.

**A13 Changes in the composition of the Group**

There were no changes in the composition of the Group during the interim period .

**A14 Contingent liabilities**

The changes in contingent liabilities of the Group and the Company since the last annual balance sheet date are as follows :-

	RM'000	RM '000	RM'000
	As at	As at	As at
	14 Dec 2006	31 Oct 2006	30 Apr 2006
Corporate guarantee in respect of banking facilities granted to subsidiaries companies	826	734	989
	<u>826</u>	<u>734</u>	<u>989</u>



## **Additional Information Required By The BMSB - Listing Requirements**

### **B1 Review of Performance**

#### Current quarter compared to the preceding year's corresponding quarter

For the second quarter ended 31 October 2006, the Group recorded higher revenue of RM 41.87 million as compared to RM 40.89 million of the corresponding period of the preceding quarter.

The Group registered higher profit after taxation of RM 5.14 million as compared to RM 3.23 million for the corresponding quarter of the preceding year, representing an increase of about 59%. The increase in profit after taxation was mainly due to higher contributions from the multi-level marketing ("MLM") division, and successful sales promotions held by the retail business division. In addition, lower operating expenses incurred during the second quarter had also contributed to the Group's profit.

#### Current financial period compared to the preceding year's corresponding period

For the first half year ended 31 October 2006, the Group achieved higher revenue of RM 81.23 million as compared to RM 75.39 million for the corresponding period of the preceding year, an increase of about 8%. The increase in revenue was attributed from higher sales generated by MLM and retail business divisions.

The Group profit after taxation increased by about 74% from RM 5.24 million to RM 9.11 million for the corresponding period of the preceding year. The substantial increase was mainly due to higher revenue achieved, coupled with higher profit margin achieved by wholesales, MLM and retail business divisions.

### **B2 Comparison with Immediate Preceding Quarter's Results**

For the second quarter under review, the Group registered higher profit after taxation of RM 5.14 million, increased by about 30% against the immediate preceding quarter. The increase in profit was mainly due to higher revenue and margin achieved during the quarter.

### **B3 Prospect for the Next Quarter**

The strengthening of Ringgit Malaysia against USD will reduce import purchase costs and hence improving the profit margin of the Group. The aggressive participation in various exhibitions held in Malaysia and overseas has increased wider awareness of the traditional healthcare products, moreover to enhance the image of the Group as one of the leader in the healthcare industry. Therefore, the Board of Directors is confident that the Group will continue to perform profitably in the next quarter.



**B4 Profit Forecast**

There is no profit forecast.

**B5 Taxation**

The provision for income tax is based on the business income earned for the period under review.

For the financial year-to-date, the effective tax rate of the Group is higher than the statutory tax rate due mainly to certain expenses which are not deductible for tax purposes.

**B6 Profits on Sale of Unquoted Investment and / or Properties**

There were no profits on sale of unquoted investments and properties for the current quarter and financial year-to-date except that the Group realised a profit of RM 28,518 on the disposal of unquoted investment for current year-to-date.

**B7 Purchase or Disposal of Quoted Securities**

- a) The purchase and disposal of quoted securities for the current quarter and current year to date are as follows:-

	Current quarter 31 Oct 2006 RM '000	Current year to date 31 Oct 2006 RM '000
Total purchase consideration	1,242	2,473
Total sale proceeds	854	1,576
Gain / (loss) on disposal	33	105

- b) The details of all investments in quoted securities at the end of the reporting period are as follows :-

	RM'000
Total investment at cost	3,969
Total investment at book value	3,148
Total investment at market value at the end of reporting period	3,581

**B8 Corporate Proposals**

There is no corporate proposal for the period under review.



**B9 Group Borrowings and Debts Securities**

The Group borrowings and debts securities as at the end of the reporting period are :-

Group Borrowings	Currency	Secured/ Unsecured	RM'000
Short Term Borrowings	Malaysia Ringgit	Unsecured	6,322
Total			6,322

**B10 Off Balance Sheet Financial Instruments**

There were no financial instruments with off balance sheet risk for the period ended 31 October 2006.

**B11 Changes in Material Litigation**

Save as disclosed below, the Group has not engaged in any material litigation, either as plaintiff or defendant, which has a material effect on the financial position of the Group :-

- a) By a Writ of Summon and Statement of Claim dated 13 January 1995 (“Suit 34”), Nguang Chan Liquor Trade and Nguang Chan (M) Sdn Bhd (Collectively known as “the Nguang Chan Group”)(the plaintiff) instituted an action and sought an injunction against Hai-O Enterprise Bhd (“Hai-O”) (the Defendant) to restrain publication of alleged defamatory statements made against the Nguang Chan Group as well as against slander of a product named Zhan Qiao Pai (“ZQP”) Brand Ling Zhi (“Infringing Product”). The High Court had dismissed Nguang Chan’s application for injunction with cost on 19 December 1995.

The directors of Hai-O is of the opinion that, based on legal advise, Hai-O has a good case to establish that the Nguang Chan Group’s present claim is without merit. Hai-O is entitled to protect its products and that its actions against what appears to be clear counterfeits cannot be the subject matter of complaint by the Nguang Chan Group.

By a Writ of Summon and Statement of Claim dated 23 May 1997 (“Suit 400”), Hai-O and Shandong Medicine & Health Products Import & Export Corp., Changyu Pioneer Wine Co. and Yantai Native Product Import & Export Corp.(the Plaintiffs) filed an action against the Nguang Chan Group and Golden Spring Spirits Agency (the Defendants) claiming for damages for infringement of their product named ZQP Brand Ling Zhi which been ordered to consolidate with Suit 34 on 5 August 1997.



Hai-O has made several applications seeking for further discovery, production and inspection of documents against the Nguang Chan Group. Order in terms of the applications were given by the High Court on 23 April 2001. Nguang Chan Group had thereafter appealed to the Court of Appeal against the decision.

The Court of Appeal heard the appeal on 14 March 2005 wherein Nguang Chan Group's appeal was allowed. Hai-O has appealed against the Court of Appeal's decision to the Federal Court. Application for leave to appeal was fixed for hearing on 22 August 2005.

The application was heard as scheduled. The Federal Court has adjourned the application to a date to be fixed with directions to the Court of Appeal to deliver its written judgement to the Federal Court. Despite several letters of reminder to the relevant courts, as at 28 September 2006 Hai-O's solicitors have not yet been informed by the Federal Court on the hearing date for our application for leave to appeal.

On Suit 34 and Suit 400, the High Court has further adjourned the date for case management of the matter to 23 January 2007.

Based on legal advice, the Board of Hai-O is of the opinion that Hai-O and the Chinese Parties have a good case in claiming common law proprietary rights if Hai-O and the Chinese Parties can successfully show that the Chinese Parties are instrumental in the manufacture, production and export to Hai-O of the Infringing Product.

## **B12 Dividend Payable**

The Board of Directors is pleased to declare an interim dividend of 5% tax exempt per ordinary share (31/10/2005: NIL) in respect of the first half financial period ended 31 October 2006.

The dividend payment date and entitlement date will be advised later.



### B13 Earnings per share (EPS)

#### Earnings per share

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 31-Oct-06	PRECEDING YEAR CORRESPONDING QUARTER 31-Oct-05	CURRENT YEAR TO DATE 31-Oct-06	PRECEDING YEAR CORRESPONDING PERIOD 31-Oct-05
<i>Earnings</i>				
Net profit for the period attributable to equity holders of the parent	4,938	3,081	8,476	4,960
Weighted average number of shares ('000)	65,397	62,127	65,397	62,127
Weighted average number of shares deemed to have been issued for no consideration upon exercise Of ESOS ('000)	259	-	259	-
Weighted average number of shares for diluted EPS ('000)	65,656	-	65,656	-
Basic earnings per share (sen)	7.55	4.96	12.96	7.98
Diluted earnings per share (sen)	7.52	0.00	12.91	0.00

#### BY ORDER OF THE BOARD

**MADAM CHEN YUT MENG**  
Company Secretary

**21 December 2006**  
**Kuala Lumpur**