

PENSONIC HOLDINGS BERHAD (300426-P)

The Board of Directors of the Group are pleased to announce the following:
UNAUDITED RESULTS OF THE GROUP FOR 4th QUARTER ENDED 31 MAY 2005

Condensed Consolidated Balance Sheet At 31 May 2005

	31 May 2005	31 May 2004
	RM'000	(Audited) RM'000
Property, plant and equipment	43,931	31,865
Investments in associates	-	-
Investments in jointly controlled entities	-	-
Other investments	-	-
Properties under development	-	-
Intangible assets	51	35
Goodwill on consolidation	4,955	527
	48,937	32,427
Current assets		
Inventories	55,028	50,884
Properties under development	-	-
Trade receivables	42,324	32,098
Other receivables, deposits and prepayment	11,392	13,025
Other investments	-	-
Cash and cash equivalents	6,062	10,953
	114,806	106,960
Current liabilities		
Trade payables	12,477	12,310
Other payables and accruals	6,082	4,347
Amount owing to directors	250	-
Borrowings	45,461	33,743
Taxation	302	179
Provision for warranties	-	-
	64,572	50,579
Net current assets	50,234	56,381
	99,171	88,808

The Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Reports for the year ended 31 May 2004.

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Condensed Consolidated Balance Sheet At 31 May 2005

(continued)

	31 May 2005	31 May 2004
	RM'000	(Audited) RM'000
Financed by:		
Capital and reserves		
Share Capital	46,310	46,310
Reserves	42,886	40,577
Treasury shares	-	-
	89,196	86,887
Minority shareholders' interests	1,730	683
Long term and deferred liabilities		
Borrowings	7,004	165
Deferred taxation	1,241	1,073
Retirement benefits	-	-
	99,171	88,808
Net tangible assets per share (sen)	90.90	*93.20

* Share capital revised to RM0.50 per share

The Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Reports for the year ended 31 May 2004.

PENSONIC HOLDINGS BERHAD (300426-P)

Condensed Consolidated Income Statement For the year ended 31 May 2005

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter 31/05/05 RM'000	Preceding Year Corresponding Quarter 31/05/04 RM'000	Current Year to Date 31/05/05 RM'000	Preceding Year Corresponding Period 31/05/04 RM'000
Revenue	50,311	43,067	177,032	151,880
Operating profit	1,509	1,437	5,659	4,243
Interest expense	516	250	1,627	820
Interest income	-	-	-	-
Share of profit of associates and jointly controlled entities	-	-	-	-
Profit before taxation	993	1,187	4,032	3,423
Tax expense	(800)	365	(1,270)	(259)
Profit after taxation	193	1,552	2,762	3,164
Less: Minority interest	(458)	(79)	(528)	59
Net profit for the period/year	651	1,631	3,290	3,105
Basic earnings per ordinary share (sen)	0.70	1.76	3.55	3.35
Diluted earnings per ordinary share (sen)	0.70	1.76	3.55	3.35

* Share capital revised to RM0.50 per share

The Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Reports for the year ended 31 May 2004.

PENSONIC HOLDINGS BERHAD (300426-P)

Condensed Consolidated Statement of Changes in Equity For the year ended 31 May 2005

	Non- distributable RM'000	Distributable retained profits RM'000	Total RM'000
At 1 June 2004	83,665	3,222	86,887
Net gains and losses not recognized in the income statement	-	-	-
Currency translation differences	19	-	19
Net profit for the year	-	3,290	3,290
Dividends	-	(1,000)	(1,000)
At 31 May 2005	83,684	5,512	89,196
At 1 June 2003	83,665	450	84,115
Net gains and losses not recognized in the income statement	-	-	-
Currency translation differences	-	-	-
Net profit for the year	-	3,105	3,105
Dividends	-	(333)	(333)
At 31 May 2004	83,665	3,222	86,887

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Reports for the year ended 31 May 2004.

PENSONIC HOLDINGS BERHAD (300426-P)

Condensed Consolidated Cash Flow Statement For the year ended 31 May 2005

	31 May 2005	31 May 2004
	RM'000	RM'000
CASH FLOWS FROM / (USED IN) OPERATING ACTIVITIES		
Profit before taxation	4,032	3,423
Adjustments	3,857	3,084
Operating Profit Before Working Capital Changes	7,889	6,507
Changes in working capital		
Net changes in current assets	(12,140)	(14,305)
Net changes in current liabilities	238	19,338
Net Cash (Used In)/Generated From Operations	(4,013)	11,540
Tax refunded	11	-
Tax expense	(1,087)	(630)
Interest expense	(1,626)	(831)
Net Cash (Used In)/ Generated From Operating Activities	(6,715)	10,079
CASH FLOWS FROM / (USED IN) INVESTING ACTIVITIES		
Equity investments	(5,538)	-
Other investments	(9,747)	(5,739)
Net Cash Used In Investing Activities	(15,285)	(5,739)
CASH FLOWS FROM / (USED IN) FINANCING ACTIVITIES		
Proceeds from issuance of shares	-	-
Borrowings	18,740	(1,192)
Dividends paid	(1,000)	(333)
Net Cash Generated From/(Used In) Financing Activities	17,740	(1,525)
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS	(4,260)	2,815
Effect of exchange rate differences on cash and cash equivalents	(7)	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	5,823	3,008
CASH AND CASH EQUIVALENTS AT END OF YEAR	1,556	5,823

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Reports for the year ended 31 May 2004.

PENSONIC HOLDINGS BERHAD (300426-P)

Quarterly Report on consolidated results for the 4th financial quarter ended 31 May 2005

NOTES TO THE INTERIM FINANCIAL REPORT

A1. Accounting Policies

The interim financial report is unaudited and has been prepared in compliance with MASB 26, Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the year ended 31 May 2004.

The accounting policies and methods of computation adopted by the Group in the interim financial report are consistent with those adopted in the financial statements for the year ended 31 May 2004 except for the following:

- (a) MASB 25, Income Taxes which has been adopted retrospectively. Comparative figures have been adjusted to reflect the changes in this accounting policy; and
- (b) MASB 29, Employee Benefits which has been adopted retrospectively. The adoption of this Standard has no material impact on the financial statements.

A2. Auditors' Report

The auditors' report of the audited financial statements for the financial year ended 31 May 2004 was not subjected to any qualification.

A3. Seasonal/Cyclical Factors

There were no significant seasonal or cyclical factors which have materially affected the results of the Group for the fourth quarter.

A4. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the financial period under review.

A5. Changes in Estimates

There were no significant changes in estimates of accounts reported in prior interim period of the current or previous financial year.

A6. Issuance of Equity or Debts Securities

There were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares by the Company during the current quarter.

A7. Dividend Paid

A first and final dividend of 3 sen per share less tax at 28% (based on issued and fully paid up share capital of 46,310,000 ordinary shares of RM1.00 each) amounting to RM1,000,296 in respect of the financial year ended 31 May 2004 was paid on 30 December 2004.

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A8. Segmental Revenue and Results

(i) Business Segments

	Investment Holding	Manufacturing and Assembling	Trading	Elimination	Consolidation
	RM'000	RM'000	RM'000	RM'000	RM'000
2005 Revenue					
External revenue	-	13,663	163,369	-	177,032
Inter-segment Revenue	2,700	135,667	3,094	(141,461)	-
Total revenue	2,700	149,330	166,463	(141,461)	177,032
Result					
Segment result	(369)	1,587	4,441	-	5,659
Finance costs					(1,627)
Profit before taxation					4,032
Tax expense					(1,270)
Profit after taxation					2,762
Minority interest					528
Net profit for the year					3,290
Other segment item					
Depreciation	-	1,711	766	-	2,477

	Investment Holding	Manufacturing and Assembling	Trading	Elimination	Consolidation
	RM'000	RM'000	RM'000	RM'000	RM'000
2004 Revenue					
External revenue	-	27,953	123,927	-	151,880
Inter-segment Revenue	1,950	124,568	478	(126,996)	-
Total revenue	1,950	152,521	124,405	(126,996)	151,880
Result					
Segment result	(247)	678	3,812	-	4,243
Finance costs					(820)
Profit before taxation					3,423
Tax expense					(259)
Profit after taxation					3,164
Minority interest					(59)
Net profit for the year					3,105
Other segment item					
Depreciation	-	793	459	-	1,252

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A8. Segmental Revenue and Results (Cont'd)

(ii) Geographical Segments

	Revenue by location of customers	Profit/(Loss) before taxation	Segment assets	Segment liabilities
2005	RM'000	RM'000	RM'000	RM'000
Malaysia	153,922	7,191	148,386	70,383
Outside Malaysia	23,110	(3,159)	10,402	2,434
	177,032	4,032	158,788	72,817

	Revenue by location of customers	Profit/(Loss) before taxation	Segment assets	Segment liabilities
2004	RM'000	RM'000	RM'000	RM'000
Malaysia	131,195	4,622	130,891	50,113
Outside Malaysia	20,685	(1,199)	7,969	1,704
	151,880	3,423	138,860	51,817

Year 2005 refers to financial year ended 31 May 2005 and year 2004 refers to financial year ended 31 May 2004.

A9. Valuation of Property, Plant and Equipment

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

A10. Material Subsequent Events

As at the date of issue of this quarterly report, there were no material events subsequent to the end of this period reported on that have not been reflected in the financial statements for the said period.

A11. Changes in Composition of the Group

On 6 December 2004, the Company has acquired 1,785,000 ordinary shares of RM1.00 each representing 51% equity interest in Arcadia Global Sdn. Bhd. together with the assignment of a Profit Guarantee from Cangkat Kordinasi Sdn Bhd for a total consideration of RM6,069,000.00, satisfied by cash. The principle activity of Arcadia Global Sdn. Bhd. is investment holding while its subsidiary companies are involved in back-end process in the manufacture of substrates on a consignment basis. The Foreign Investment Committee (FIC) has approved the said acquisition on 15 January 2005 and the acquisition is deemed completed.

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A11. Changes in Composition of the Group (Cont'd)

Effect of acquisition

The acquisition had the following effect on the Group:

	31 May 2005 RM'000
Property, plant and equipment	4,566
Current assets	1,493
Current liabilities	(2,842)
Net assets acquired	3,217
Goodwill on acquisition	4,428
Minority shareholders' interest	(1,576)
Purchased price paid	6,069
Less: Cash & cash equivalents of subsidiary acquired	531
Cash outflow on acquisition net of cash acquired	5,538

A12. Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities or contingent assets since the last annual financial statements.

A13. Capital Commitments

	As at 31.05.2005 RM'000	As at 31.05.2004 RM'000
Property, plant and equipment Contracted but not provided for	<u>99</u>	<u>6,387</u>

A14. Significant Related Party Transactions

The significant transactions with companies in which certain Directors and person connected to Directors have substantial financial interest are as follows:

	Year ended 31.05.2005 RM'000	Year ended 31.05.2004 RM'000
Purchase of raw material from Pensia Plastic Industries Sdn. Bhd.	7,550	6,590
Electricity charges paid by Pensia Plastic Industries Sdn. Bhd.	279	338
Factory rental paid by Pensia Plastic Industries Sdn. Bhd.	<u>180</u>	<u>180</u>

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ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

B1. Review of Performance

The Group recorded a profit before tax of RM993,000 for the current year quarter compared to the profit before tax of RM1,187,000 in the preceding year corresponding quarter.

Turnover for the current year quarter is RM50,311,000 compared to RM43,067,000 in the preceding year corresponding quarter. There was an increase of 16.82% in turnover of the current year quarter as compared to the preceding year corresponding quarter.

In the opinion of the Board of Directors, no items, transaction or event of a material and unusual nature has arisen which would affect substantially the results of the operation of the Group for the period from 31 May 2005 to the date of issue of this quarterly report.

B2. Variation of Results against Preceding Quarter

The Group achieved a profit before taxation of RM993,000 for this quarter as compared with a profit before taxation of RM1,187,000 for the corresponding quarter in the preceding year. This is mainly due to higher advertising and sales promotion expenses incurred during the current quarter.

B3. Prospect for the Current Financial Year

The Board of Directors expects the domestic and global economy to soften but will remain relatively stable in the absence of any external shocks. The Group will continue to step up its efforts in enhancing operational efficiency, product quality and branding activities to increase its business volume in its targeted markets and market-segments. Barring any unforeseen circumstances, the Group expects that business prospects for the coming financial year to be satisfactory.

B4. Variance from Profit Forecast

Not applicable as no profit forecast was published.

B5. Tax Expense

	Year ended 31.05.2005 RM'000	Year ended 31.05.2004 RM'000
Income Tax		
- Provision for current year	1,000	103
- Under provision for prior years	270	152
- Deferred taxation	-	4
	<u>1,270</u>	<u>259</u>

The effective tax rate for the Group is lower than the statutory tax rate due mainly to the utilization of available capital allowances and unabsorbed losses brought forward.

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B6. Profit on Sale of Investments and/or Properties

There were no profits on sale of investments and/or properties for the current financial period ended 31 May 2005.

B7. Quoted Securities

There was no purchase or disposal of quoted securities for the current financial period ended 31 May 2005.

B8. Status of Corporate Proposal

(a) the Company has subdivided its issued and fully paid-up capital of 46,310,000 ordinary shares of RM1.00 each into 92,620,000 ordinary shares of RM0.50 each. All approvals from the relevant authorities and shareholders for the share split have been obtained. After the share split, the entire issued and paid-up share capital were requoted on 5 January 2005; and

(b) the Company has established a new Employees' Share Option Scheme ("ESOS") of up to fifteen percent (15%) of the issued and paid-up share capital of the Company. All approvals from the relevant authorities and shareholders have been obtained for the ESOS. The said ESOS has been implemented on 11 January 2005.

B9. Borrowings and Debts Securities

Details of the Group's borrowings as at the end of this reporting period:

	As at 31.05.2005 RM'000	As at 31.05.2004 RM'000
Secured-repayable within one year		
Bank Overdraft	4,506	5,021
Bills Payable	40,518	28,692
Term Loan	437	30
	<u>45,461</u>	<u>33,743</u>
Secured-repayable one to five years		
Term Loan	<u>6,474</u>	<u>-</u>

Details of the Group's hire purchase creditors as at the end of this reporting period:

	As at 31.05.2005 RM'000	As at 31.05.2004 RM'000
Hire Purchase Creditors	825	265
Less: Interest In Suspense	<u>(84)</u>	<u>(36)</u>
	<u>741</u>	<u>229</u>
Repayable within one year	211	64
Repayable one to five years	<u>530</u>	<u>165</u>
	<u>741</u>	<u>229</u>

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B9. Borrowings and Debts Securities (Cont'd)

The bank borrowings and term loans bear interest at rates ranging from 1.25% to 2% above the banks' base lending rates and are secured by the following:

- i) Legal charges over certain properties belonging to the subsidiary companies;
- ii) Fixed deposits belonging to the subsidiary companies; and
- iii) Corporate guarantee by the Company.

B10. Off Balance Sheet Financial Instruments

There are no financial instruments with off balance sheet risk at date of issue of this quarterly report.

B11. Material Litigation

The Group is not engaged in any material litigation for the financial period ended 31 May 2005.

B12. Dividend Payable

The Directors recommend the payment of a first and final dividend of 2 sen per share less tax at 28% in respect of the financial year ended 31 May 2005 totalling RM1,333,728 (based on the issued and fully paid up share capital of 92,620,000 ordinary shares of RM0.50 each) subject to shareholders' approval at the forthcoming Annual General Meeting.

The quarterly report do not reflect the first and final dividend which, when approved by members, will be accounted for as an appropriation of retained profits from shareholders' equity in the financial year ending 31 May 2006.

B13. Earnings Per Share

During the year under review, the Company has subdivided its issued and fully paid up capital of RM46,310,000 into 92,620,000 ordinary shares of RM0.50 each.

	Year ended 31.05.2005	Year ended 31.05.2004
Net profit for the year (RM'000)	3,290	3,105
Ordinary share in issue (RM0.50 per share)	92,620	92,620
Basic earning per share (sen)	<u>3.55</u>	<u>3.35</u>

By order of the Board

Ker Siew Luan
Secretary

Dated : 22-07-2005