Mega First Corporation Berhad (Company No. 6682-V) (Incorporated in Malaysia)

Interim Financial Report 30 June 2007

Unaudited Condensed Consolidated Income Statements For the second quarter and six months ended 30 June 2007

	Note	INDIVIDUA Current Year 2 nd Quarter 30.6.2007 RM'000	AL PERIOD Preceding Year Corresponding 2 nd Quarter 30.6.2006 RM'000	CUMULA Current Year To date 30.6.2007 RM'000	TIVE PERIOD Preceding Year Corresponding Period 30.6.2006 RM'000
Revenue	A8	119,111	121,100	234,129	233,788
Operating expenses		(95,400)	(98,320)	(188,810)	(191,626)
Other operating income		3,526	2,810	5,772	5,539
Profit from operations		27,237	25,590	51,091	47,701
Finance cost		(1,631)	(2,672)	(3,347)	(4,648)
Share of profit/(loss) of a	ssociates	223	(88)	(204)	(175)
Profit before taxation	A8	25,829	22,830	47,540	42,878
Tax expense		(4,434)	(5,113)	(9,308)	(9,050)
Net profit for the period	I	21,395	17,717	38,232	33,828
Attributable to : Equity holders of the pa Minority interest	rent	13,656 7,739 21,395	9,403 8,314 17,717	25,098 13,134 38,232	19,362 14,466 33,828
EPS - Basic (sen)	B13	5.74	3.98	10.58	8.20
- Diluted (sen)	B13	5.70	N/A	10.50	N/A

Unaudited Condensed Consolidated Balance Sheets As of 30 June 2007

		Audited
	As at	As at
ACCEPTEC	30.6.07	31.12.06
ASSETS	RM'000	RM'000
Non Current Assets	220 944	234,606
Property, plant and equipment Associates	239,844 3,850	6,173
Investments	10,054	8,329
Prepaid lease payments	3,399	3,496
Investment properties	30,946	30,918
Land held for property development	68,581	66,792
Goodwill on consolidation	10,772	7,785
Goodwin on consolidation	367,446	358,099
Current Assets	307,440	330,077
Inventories	42,826	37,593
Property development	14,883	17,551
Trade and other receivables	146,465	126,381
Bank balances and deposits	94,018	100,750
Bank balances and deposits	298,192	282,275
Non-current asset held for sale	39,931	40,196
Tion current asset here for suic	338,123	322,471
	330,123	322,471
TOTAL ASSETS	705,569	680,570
EQUITY AND LIABILITIES		
Equity Attributable To Equity Holders Of The Parent		
Share capital	238,794	236,000
Reserves	94,687	78,819
Shareholders' funds	333,481	314,819
Minority Interests	113,561	124,913
Total Equity	447,042	439,732
Non Current Liabilities		
Borrowings – non-current	33,154	29,985
Other long term payables	2,121	2,622
Deferred taxation	27,961	27,497
	63,236	60,104
Current Liabilities	,	Í
Trade and other payables	114,549	98,100
Short term borrowings	71,952	72,392
Taxation	8,790	10,242
	195,291	180,734
Total Liabilities	258,527	240,838
TOTAL EQUITY AND LIABILITIES	705,569	680,570
Net Assets Per Share Attributable To Ordinary		
Equity Holders Of The Parent (RM)	1.40	1.33

Unaudited Condensed Consolidated Statement Of Changes In Equity For the six months ended 30 June 2007

Tor the Six months ended 50 dun	←		—— Attribut	able to equity	holders of the p	arent —				
		•			serves		Distributabl	e		
				Share						
	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Option Reserves RM'000	Translation Reserve RM'000	Capital Reserve RM'000	Retained Profits RM'000	Total RM'000	Minority Interest RM'000	Total Equity RM'000
Balance at 1 January 2007	236,000	33,380	-	28	6,650	2,213	36,548	314,819	124,913	439,732
Currency translation differences	-	_	-	-	(2,833)	_	-	(2,833)	(1,701)	(4,534)
Net profit for the period	-	-	-	-	-	-	25,098	25,098	13,134	38,232
Dividends	-	-	-	-	-	-	(5,210)	(5,210)	(22,785)	(27,995)
Purchase of subsidiary	-	-	-	-	-	-	-	-	-	-
Issue of ordinary shares										
pursuant to ESOS	2,794	-	-	-	-	-		2,794	-	2,794
Purchase of treasury shares	-	-	(1,178)	-	-	-		(1,178)	-	(1,178)
Transaction costs	-	-	(9)	-	-	-		(9)	-	(9)
Balance at 30 June 2007	238,794	33,380	(1,187)	28	3,817	2,213	56,436	333,481	113,561	447,042
Balance at 1 January 2006	236,000	33,380	-	-	8,171	2,213	(3,625)	276,139	96,139	372,278
Currency translation										
differences	-	-	-	-	(402)	_	-	(402)	-	(402)
Net profit for the period	-	-	-	-	-	_	19,362	19,362	14,466	33,828
Dividends	-	-	-	-	-	_	(2,549)	(2,549)	(1,415)	(3,964)
Purchase of additional										
investment in a subsidiary		-	-	-	-	-	-	-	(40)	(40)
Balance at 30 June 2006	236,000	33,380	<u>-</u>	-	7,769	2,213	13,188	292,550	109,150	401,700

Unaudited Condensed Consolidated Cash Flow Statements For the six months ended 30 June 2007

	30.6.2007 RM'000	30.6.2006 RM'000
Profit before taxation	47,540	42,878
Adjustment for non-cash flow:		
Non-cash items	10,011	13,547
Non-operating items	794	3,940
Operating profit before changes in working capital	58,345	60,365
Changes in working capital:		
Net change in current assets	(22,649)	20,117
Net change in current liabilities	16,449	6,885
1 tot change in carrent natifices	10,119	0,005
Cash generated from operations	52,145	33,363
Tax paid	(10,361)	(7,609)
Net cash inflow from operating activities	41,784	25,754
Cash for investing activities		
Purchase of subsidiaries	(8,910)	_
Interest income	1,090	884
Increase in investment properties	(28)	(6,586)
Increase land held for property development	(1,789)	(420)
Proceeds from disposal of property, plant and equipment	131	7,350
Purchase of investment	(2,444)	(5,007)
Purchase of property, plant and equipment	(10,738)	(6,604)
Net cash for investing activities	(22,688)	10,383
Not each for financing activities		
Net cash for financing activities		
Increase/(Decrease) in:	(1 006)	(20.924)
Short term borrowings excluding overdrafts	(1,886)	(20,834)
Hire purchase payables Proceeds from term loans	(501)	(1,232)
	(1.529)	3,004
Repayment of term loans	(1,538)	(2,474)
Dividends paid to minority shareholders	(9,440)	-
Purchase of treasury shares	(1,187)	(4.461)
Interest paid	(3,830)	(4,461)
Dividends paid	(5,210)	(4,445)
Net cash used in financing activities	(23,592)	30,442
Net (decrease)/increase in cash & cash equivalents	(4,496)	(15,071)
Cash & cash equivalents at beginning of period	86,621	88,179
Cash & cash equivalents at end of period	84,125	73,108

Notes to the interim financial report

A EXPLANATORY NOTES PURSUANT TO FRS 134

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with Financial Reporting Standard ("FRS") 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Appendix 9B of the 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 2006.

In the current financial year, the Group had adopted Financial Reporting Standard ("FRS") No. 124 Related Party Disclosures effective for the financial period beginning on or after 1 October 2006. The adoption of FRS No. 124 has no significant impact on the Group Financial Statements.

Other than as disclosed in the foregoing paragraph, the accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those in the financial statements for the financial year ended 31 December 2006.

A2. Qualification of financial statement

The audit report of the Group's annual financial statements for the financial year ended 31 December 2006 was not subject to any qualification.

A3. Seasonal or cyclical factors

Our principal business operations are not significantly affected by seasonal or cyclical factors.

A4. Unusual item

There was no item affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size or incidence in these financial statements.

A5. Nature and amount of changes in estimates

There were no changes in estimates of amounts reported in prior financial years that have a material effect in the current quarter and six months ended 30 June 2007.

A6. Debt and equity securities

Debt and equity securities

	Number of Ordi ← of RM1	•	Amount —			
	Share Capital (Issued and Fully Paid) '000	Treasury Shares '000	Share Capital (Issued and Fully Paid) RM'000	Treasury Shares RM'000		
As of 1.1.2007	236,000	-	236,000	-		
Ordinary shares issued pursuant to ESOS	2,794		2,794			
	238,794	-	238,794	-		
Purchase of treasury shares	-	804.8	-	(1,178)		
Transaction costs				(9)		
As of 30.6.2007	238,794	804.8	238,794	(1,187)		

6.1 Share options exercised during the quarter

During the six months ended 30 June 2007, 2,794,000 ordinary shares of RM1 each were issued at the option price of RM1 each pursuant to the exercise of options under the Group's Employee Share Option Scheme. As at 30 June 2007, options over 2,718,000 unissued ordinary shares remained outstanding.

6.2 Treasury Shares

The Shareholders of the Company, by an ordinary resolution passed in an extraordinary general meeting held on 27 February 2007 approved the Company's plan to repurchase its own ordinary shares. During the six months ended 30 June 2007, the Company repurchased 804,800 of its issued ordinary shares from the open market at an average price of RM1.464 per share. The total consideration paid for the repurchase was RM1,186,949 comprising of consideration paid amounting to RM1,178,229 and transaction cost of RM8,720. The repurchase transactions were financed by bank borrowings. The shares repurchased are being held as treasury shares in accordance with Section 67A of the Companies Act 1965. Of the total 238,794,000 (2006: 236,000,000) issued and fully paid ordinary shares as at 30 June 2007, 804,800 (2006: Nil) are held as treasury shares by the Company. As at 30 June 2007, the number of outstanding ordinary shares in issue after the set off is therefore 237,989,200 (2006: 236,000,000) ordinary shares of RM1 each.

Other than as disclosed above, there was no issuance and repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares in these financial statements.

A7. Dividend paid

A final dividend of 3.0%, less income tax, for the financial year ended 31 December 2006 was approved by the shareholders at the Annual General Meeting held on 27 April 2007. The entitlements to the dividend which were determined on the basis of the record of depositors as at 11 May 2007 was paid on 29 May 2007.

A8. Segment information for the six months ended 30 June 2007

2007	Revenue RM'000	Profit/(Loss) Before Tax RM'000
By Activity		
Continuing operations: Build, own and operate power plants	159,134	35,675
Property development	13,018	2,681
Quarrying and production of quicklime, hydrated lime and calcium carbonate products	32,674	4,926
Engineering, designing and manufacturing of automotive and transportation components	29,303	2,349
Investment holding	-	2,113
Associates		(204)
	234,129	47,540

A9. Valuation of Property, Plant and Equipment

There was no revaluation of property, plant and equipment in these financial statements.

A10. Events subsequent to the balance sheet date

Other than as disclosed in Note A11, there was no material event subsequent to the end of the period reported up to 16 August 2007, the latest practical date which is not earlier than seven days from the date of issue of these financial statements.

A11. Changes in composition of the Group

- i) On 30 May 2007, Batamas Sdn. Bhd. became a wholly-owned subsidiary of Rock Chemical Industries (M) Bhd ("RCI").
- ii) On 18 April 2007, RCI Minerals Sdn.Bhd. ("RCIM") a wholly owned subsidiary of RCI which in turn is a 60.4% subsidiary of Mega First Corporation Berhad ("MFCB") entered into a conditional sale and purchase agreement with 13 individuals to acquire the entire issued and paid-up share capital of Mesrasasi Sdn. Bhd. comprising 200,000 fully paid ordinary shares of RM1.00 each for a total cash consideration of RM2,570,000 ("Proposed Mesrasasi Acquisition").

Contemporaneously, RCI Lime Sdn. Bhd. ("RCIL"), a wholly-owned subsidiary of RCI, has entered into a conditional sale and purchase agreement with Syarikat Perusahaan Sri Murni Sdn. Bhd. to acquire the limestone crushing plant and equipment for a cash consideration of RM1,007,260 ("Proposed Plant Acquisition").

These acquisitions were completed on 27 June 2007.

iii) On 4 May 2007, RCI a 60.4% owned subsidiary of MFCB announced that a new wholly-owned subsidiary, Mega First Venture Limited ("MFVL"), was incorporated in Hong Kong on 2 May 2007. MFVL has an authorized share capital of HKD2,000,000 divided into 100 fully paid ordinary shares of HKD1 each. The intended principal activity of MFVL is investment holding.

Other than as disclosed above, there was no material change in the composition of the Group for the six months ended 30 June 2007 including business combination, acquisition or disposal of subsidiaries and long term investments, restructuring and discontinuing operations.

A12. Changes in contingent liabilities and assets

a) Contingent liabilities

There was no material change in contingent liabilities of the Group from 1 January 2007 to 16 August 2007, the latest practical date which is not earlier than seven days from the date of issue of these financial statements.

b) Contingent assets

The Group has no contingent asset as at 16 August 2007, the latest practical date which is not earlier than seven days from the date of issue of these financial statements.

B EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. Review of performance

a) Current quarter

For the current quarter under review the Group recorded a pre-tax profit of RM25.8 million and a revenue of RM119.1 million.

All Divisions maintain their profitable trend with the Power Division registering a pretax profit of RM20.7 million or 80% of the total pre-tax profits. The Limestone Division contributed RM2.3 million whereas the Engineering and Property Divisions registered pre-tax profits of RM1.2 million and RM0.8 million respectively. The pre-tax profits of the Investment Holding Division is derived mainly from the gain on the disposal of quoted securities (refer note B7 a (ii)).

b) For the six months ended 30 June 2007

For the six months ended 30 June 2007, the Group achieved a pre-tax profit of RM47.5 million on the back of a revenue of RM234.1 million.

The commendable performance of the Group is principally due to its Power Division which accounted for RM35.7 million or 75% of the total pre-tax profits. The other three Divisions accounted for RM10.0 million or 21% of the pre-tax profits with the Limestone Division showing a notable increase in its contribution. The Investment Holding Division's profit is mainly due to the reversal of allowance for impairment loss no longer required and gain from disposal of quoted securities.

B2. Variation of results against preceding quarter

For the second quarter ended 30 June 2007, the Group's revenue and pre-tax profit of RM119.1 million and RM25.8 million was higher than the preceding quarter's revenue and pre-tax profit of RM115.1 million and RM21.7 million respectively. The improved results were mainly due to higher revenue from the Power and Limestone Divisions which translates into higher profits.

B3. Prospects

The Board is confident that the results for the remaining quarters will remain satisfactory.

B4. Profit forecast

The Group did not issue any profit forecast or profit guarantee.

B5. Tax expense

	Current quarter ended 30.6.2007 RM'000	Period ended 30.6.2007 RM'000
Current tax expense		
Malaysian	2,117	4,834
Overseas	2,877	4,553
Tax expense on share of profit:		
- associate	20	29
	5,014	9,416
Deferred tax expense		
Malaysian	(580)	(108)
Overprovision in prior years	-	-
Overseas	-	-
	(580)	(108)
	4,434	9,308

The effective tax rate of the Group for the current quarter and period ended 30 June 2007 was lower than the statutory tax rate due mainly to the income earned in China which is taxed at the rate of 17.5 per cent.

B6. Unquoted investments and properties

Other than as disclosed in note A11, there was no sale or purchase of unquoted investment or property during the current quarter and six months ended 30 June 2007.

B7. Quoted investment

- a) Purchase and sale of quoted investments for the current quarter and six months ended 30 June 2007 are as follows:
 - i) Acquisition of quoted investments

	Current Quarter ended 30.6.2007 RM'000	Period ended 30.6.2007 RM'000
Purchase consideration	2,297	2,444

ii) Disposal of quoted investment

	Current Quarter ended 30.6.2007 RM'000	Period ended 30.6.2007 RM'000
Sale consideration Less : Cost of sale	2,520 (1,054)	2,520 (1,054)
Gain on disposal	1,466	1,466

b) Investments in quoted securities as of 30 June 2007

	Cost RM'000	Book Value RM'000	Market Value RM'000
Quoted in Malaysia	9,719	9,719	14,697

B8. Status of corporate proposal

On 6 March 2007, Rock Chemical Industries (Malaysia) Berhad ("RCI" or "Company") a 60.4% owned subsidiary of Mega First Corporation Berhad announced that the Company is proposing to establish an Employees' Share Option Scheme ("ESOS" or "Scheme") for the benefit of the eligible Executive Directors and employees of RCI and its subsidiaries ("RCI Group" or "Group") (collectively referred to as "Eligible Employees"). The ESOS was approved by the shareholders of RCI on 25 April 2007 and has yet to become effective.

B9. Borrowing and debt securities

Group borrowings as of 30 June 2007:

	RM'000
Short term borrowings	
Secured Denominated in:	
Ringgit Malaysia	16,316
GBP (GBP 2,950,000)	20,480
RMB (RMB 60,000,000)	27,084
Rand (ZAR 8,232,000)	4,008
	67,888
Unsecured Denominated in:	
Ringgit Malaysia	4,064
	71,952
Long term borrowings	
Secured Denominated in:	
Ringgit Malaysia	28,769
Rand (ZAR 9,005,000)	4,385
	33,154
	105,106

B10. Off balance sheet financial instruments

There was no financial instrument with off balance sheet risk as at 16 August 2007, the latest practical date which is not earlier than 7 days from the date of issue of these financial statements.

B11. Changes in material litigation

There was no pending material litigation as at 16 August 2007, the latest practical date which is not earlier than 7 days from the date of issue of these financial statements.

B12. Dividend

The Board has declared a interim dividend of 2.0% less income tax of 27% (Financial year ended 31.12.06: interim dividend of 2.0% less income tax of 28% and final dividend of 3.0% less income tax of 28%) for the financial year ending 31 December 2007. The entitlements to the dividend which were determined on the basis of the record of depositors as at 5 October 2007 will be payable on 31 October 2007. The said dividend has not been included as a liability in these Financial Statements.

B13. Earnings per share

	Quarter ended 30 June		Cumulative quarter ended 30 June	
Basic earnings per share	2007	2006	2007	2006
Profit for the period attributable to ordinary equity holders of the Company	13,656	9,403	25,098	19,362
Weighted average number of ordinary shares in issue ('000)	237,797	236,000	237,797	236,000
Basic earnings per share (sen)	5.74	3.98	10.58	8.20
Diluted earnings per share				
Profit for the period attributable to ordinary equity holders of the Company	13,656	9,403	25,098	19,362
Dilutive effects of outstanding employees' share options	43	-	105	-
Diluted earnings	13,699	9,403	25,203	19,362
Weighted average number of ordinary shares in issue ('000)	237,797	236,000	237,292	236,000
Adjustments for share options ('000)	2,718	-	2,718	
Weighted average number of ordinary shares used in the calculation of diluted earnings per share ('000)	240,515	236,000	240,010	236,000
Diluted earnings per share (sen)	5.70	N/A	10.50	N/A

B14. Significant related party transaction

There was no significant related party transactions during the current quarter and six months ended 30 June 2007.

BY ORDER OF THE BOARD

Yong Lai Sim Ghee Yoke Ping Secretaries

Kuala Lumpur 23 August 2007