UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE FIRST QUARTER ENDED 30 JUNE 2008

	Individual Quarter Current quarter 30/06/2008 RM'000 Unaudited	Cumulative Period Current year to date 30/06/2008 RM'000 Unaudited
Revenue Cost of sales	597,762 (545,364)	597,762 (545,364)
Gross profit	52,398	52,398
Other operating income - Interest income - Profit from Islamic deposits - Investment income - Other operating income Marketing expenses Administrative expenses Other operating expenses Finance costs Share of results of: - Associates - Jointly controlled entities Profit before taxation	1,077 215 425 2,789 (3,986) (8,033) (1,382) (50) 892 531	1,077 215 425 2,789 (3,986) (8,033) (1,382) (50) 892 531
Tax expense	(12,848)	(12,848)
Profit for the period	32,028	32,028
Attributable to: Equity holders of the parent Minority interest Earnings per share - Basic (sen)	26,292 5,736 32,028 4.67	26,292 5,736 32,028 4.67
- Diluted (sen)	4.67	4.67

On 17 December 2007, the financial year of the Company was changed from 31 January to end on 31 March commencing financial period ending 31 March 2008 and thereafter to end on 31 March of every subsequent year. Accordingly, there are no comparative figures for the current quarter ended 30 June 2008.

(The Unaudited Condensed Consolidated Income Statement should be read in conjunction with the Audited Financial Statements for the fourteen-month period ended 31 March 2008)

UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2008

	AS AT END OF CURRENT QUARTER 30 JUNE 2008 RM'000 Unaudited	AS AT END OF FINANCIAL PERIOD ENDED 31 MARCH 2008 RM'000 Audited
ASSETS		
Non current assets	444.445	447.400
Property, plant and equipment	141,145	117,133
Lease prepayments Investment properties	91 5,948	106 5,984
Investments in associates	13,883	11,291
Investments in associates Investments in jointly controlled entities	7,354	6,823
Available-for-sale investment	452,839	502,240
Goodwill	47,338	47,338
Cocamin	668,598	690,915
Current assets		
Inventories	20,904	18,635
Property development costs	52,459	52,827
Trade and other receivables	1,153,453	800,611
Tax recoverable	18,632	14,784
Other investments	47,253	89,795
Deposits, bank and cash balances	242,249	202,266
	1,534,950	1,178,918
Non-current assets classified as held for sale	3,424	3,424
	1,538,374	1,182,342
TOTAL ASSETS	2,206,972	1,873,257
EQUITY AND LIABILITIES Equity attributable to equity holders of the parent		
Share capital	281,632	281,632
Reserves	486,072	537,162
AP STATE	767,704	818,794
Minority interest	35,040	28,926
Total equity	802,744	847,720
Non current liabilities		
Borrowings	1,495	1,598
Other payables	9,530	9,531
Deferred tax liabilities	3,738	3,803
	14,763	14,932
		· · · · · · · · · · · · · · · · · · ·
Current liabilities		
Trade and other payables	1,285,460	952,751
Borrowings	86,923	43,557
Current tax liabilities	17,082	14,297
	1,389,465	1,010,605
Total liabilities	1,404,228	1,025,537
TOTAL EQUITY AND LIABILITIES	2,206,972	1,873,257
Net assets per share (RM)	1.36	1.45

(The Unaudited Condensed Consolidated Balance Sheet should be read in conjunction with the Audited Financial Statements for the fourteen-month period ended 31 March 2008)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 30 JUNE 2008

			Attributa	able to equity	holders of the	e parent				
	Share	Share	Translation	Capital	General	Fair Value	Retained		Minority	Total
	Capital RM'000	Premium RM'000	Reserve RM'000	Reserve * RM'000	Reserve * RM'000	Reserve ^ RM'000	Earnings RM'000	Total RM'000	Interest RM'000	Equity RM'000
Balance as at 1 April 2008	281,632	124,396	28,026	35,457	3,733	24,562	320,988	818,794	28,926	847,720
Movements during the period										
Currency translation differences	-	•	(522)	•	•			(522)	378	(144)
Available-for-sale investment:										
- Fair value movement	-	-	-	•	•	(49,401)	-	(49,401)	-	(49,401)
Net income/(expense) directly										
recognised in equity	-	-	(522)	-	-	(49,401)	-	(49,923)	378	(49,545)
Profit for the period			-	-	-	-	26,292	26,292	5,736	32,028
Total recognised income for the quarter	-		(522)	-	-	(49,401)	26,292	(23,631)	6,114	(17,517)
Dividend paid	•	-	-	•	-	-	(27,459)	(27,459)	-	(27,459)
Balance as at 30 June 2008	281,632	124,396	27,504	35,457	3,733	(24,839)	319,821	767,704	35,040	802,744

^{*} These reserves relate to net gain from disposals of investment in shares, issue of bonus shares by a subsidiary out of post-acquisition reserves and transfer of profits to a statutory reserve by an overseas subsidiary

(The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the fourteen-month period ended 31 March 2008)

[^] This reserve relates to changes in fair value of an availabe-for-sale investment.

UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE FIRST QUARTER ENDED 30 JUNE 2008

	Current year to date 30/06/2008 RM'000
OPERATING ACTIVITIES	
Profit for the period, attributable to equity holders of the parent	26,292
Adjustments for :	42.040
Tax expense Allowance for doubtful debts	12,848 80
Allowance for doubtful debts written back	(123)
Bad debt recovered	(10)
Depreciation of property, plant and equipment Property, plant and equipment written off	1,170 129
Gain on disposal of property, plant and equipment	(249)
Interest income	(1,077)
Profit from Islamic deposits Investment income	(215) (425)
Finance costs	50
Unrealised foreign exchange gain	506
Minority interest	5,736
Share of results of jointly controlled entities Share of results of associates	(531) (892)
	43,289
Changes in working capital :	,
oranges in working capital.	
Property development costs	389
Inventories Receivables	(2,269) (365,440)
Payables	331,507
Cash generated from operations	7,476
Taxation paid	(13,976)
Net cash flow from operating activities	(6,500)
INVESTING ACTIVITIES	
Additional investments in associates	(500)
Other investments	42,542
Purchase of property, plant and equipment	(29,754)
Proceeds from disposal of property, plant and equipment	399
Interest income received Profit from Islamic deposits received	1,077 215
Investment income received	425
Net cash flow from investing activities	14,404
FINANCING ACTIVITIES	
Repayments of borrowings	(8,000)
Proceeds from borrowings	48,876
Repayments of hire purchase liabilities	(87)
Finance costs Deposits pledged as security	(70) (14,175)
Dividends paid	(27,459)
Net cash flow from financing activities	(915)
Net movement in cash and cash equivalents	6,989
Cash and cash equivalents at beginning of the period	201,825
Currency translation differences	(319)
Cash and cash equivalents at end of the period	208,495

(The Unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for the fourteen-month period ended 31 March 2008)

UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE FIRST QUARTER ENDED 30 APRIL 2007

	Individual Quarter Current Year Quarter 30/04/2007 RM'000 Unaudited	Current Quarter Current year to date 30/04/2007 RM'000 Unaudited
Revenue	221,968	221,968
Cost of sales	(183,314)	(183,314)
Gross profit	38,654	38,654
Other operating income - Gain on disposal of investments - Gain on deemed disposal of investment in an associate - Interest income - Profit from Islamic deposits - Other operating income Marketing expenses Administrative expenses Other operating expenses Finance costs Share of results of a jointly controlled entity Share of results of: - Associates - Jointly controlled entities	126 10,088 942 315 731 (6,313) (6,624) (1,525) (47) 0	126 10,088 942 315 731 (6,313) (6,624) (1,525) (47) 0
Profit before taxation	44,559	44,559
Tax expense	(7,473)	(7,473)
Profit for the period	37,086	37,086
Attributable to: Equity holders of the parent Minority interest	36,908 178 37,086	36,908 178 37,086
Earnings per share - Basic (sen)	13.11	13.11
- Diluted (sen)	13.11	13.11

(The Unaudited Condensed Consolidated Income Statement should be read in conjunction with the Audited Financial Statements for the financial year ended 31 January 2007)

AUDITED CONDENSED CONSOLIDATED BALANCE SHEET AS AT 30 APRIL 2007

ASSETS	AS AT END OF CURRENT QUARTER 30 APRIL 2007 RM'000 Unaudited
Non current assets	
Property, plant and equipment	40,257
Lease prepayments Investment properties	162 6,859
Investments in associates	4,975
Investments in jointly controlled entities	138
Other investments	547,302
Goodwill	47,338
Other assets	13,341
	660,372
Current assets	
Inventories	21,009
Property development costs	49,466
Trade and other receivables	280,166
Tax recoverable	6,556
Deposits, bank and cash balances	206,341
Non-current assets classified as held for sale	563,538 526
Non-current assets classified as field for sale	564,064
TOTAL ASSETS	1,224,436
EQUITY AND LIABILITIES Equity attributable to equity holders of the parent	
Share capital	281,632
Reserves	469,318
AN TO SECOND	750,950
Minority interest Total equity	19,335 770,285
rotal equity	110,200
Non current liabilities	
Borrowings	2,877
Other payables	51,545
Deferred tax liabilities	4,030
	58,452
Current liabilities	
Trade and other payables	382,972
Borrowings	6,481
Current tax liabilities	6,246
T-6-I P-1-000-	395,699
Total liabilities TOTAL EQUITY AND LIABILITIES	454,151 1,224,436
TOTAL EQUIT AND LIADILITIES	1,224,430
Net assets per share (RM) *	1.33

^{*} The net assets per share has been calculated based on the weighted average number of ordinary shares which has been adjusted to take into consideration the enlarged share capital due to the share split exercise which was completed on 18 July 2007. The comparative period's net assets per share has been adjusted accordingly.

(The Unaudited Condensed Consolidated Balance Sheet should be read in conjunction with the Audited Financial Statements for the financial year ended 31 January 2007)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED 30 APRIL 2007

	Attributable to equity holders of the parent								
	Share Capital RM'000	Share Premium RM'000	Translation Reserve RM'000	Capital Reserve * RM'000	General Reserve * RM'000	Retained Earnings RM'000	Total RM'000	Minority Interest RM'000	Total Equity RM'000
Balance as at 1 February 2007	281,632	124,396	29,044	35,494	3,733	241,038	715,337	19,527	734,864
Movements during the period									
Currency translation differences	-		472	-	-	•	472	360	832
Reclassification of an associate to other investment	-		(1,598)	-	-	-	(1,598)	-	(1,598)
Liquidation of a subsidiary	-		-	(37)	-	(132)	(169)	(310)	(479)
Net income/(expense) directly									
recognised in equity	-		(1,126)	(37)	-	(132)	(1,295)	50	(1,245)
Profit for the period	-	-	-	-	-	36,908	36,908	178	37,086
Total recognised income for the period	-	•	(1,126)	(37)	-	36,776	35,613	228	35,841
Dividend paid	-	-	-	-	-	-	-	-	-
Dividend paid to minority interest	-	-	-	-	-	-	-	(420)	(420)
Balance as at 30 April 2007	281,632	124,396	27,918	35,457	3,733	277,814	750,950	19,335	770,285

^{*} These reserves relate to net gain from disposals of investment in shares, issue of bonus shares by a subsidiary out of post-acquisition reserves and transfer of profits to a statutory reserve by an ove subsidiary.

(The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 January 2007)

[^] This reserve relates to changes in fair value of an availabe-for-sale investment.

UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE QUARTER ENDED 30 APRIL 2007

	Current year to date 30/04/2007 RM'000
OPERATING ACTIVITIES	
Profit for the period, attributable to equity holders of the parent	36,908
Adjustments for: Taxation Allowance for doubtful debts Depreciation of property, plant and equipment Fixed assets written off Gain on disposal of investments Gain on deemed disposal of investment in an associate Interest income Profit from Islamic deposits Finance costs Minority interest Share of results of jointly controlled entities Share of results of associates	7,473 71 679 135 (126) (10,088) (942) (315) 47 178 5 (8,217)
Changes in working capital :	
Property development costs Inventories Receivables Payables	9,240 480 (78,358) 60,916
Cash generated from operations	18,086
Taxation paid	(8,220)
Net cash flow from operating activities INVESTING ACTIVITIES	9,866
Purchase of property, plant and equipment Proceeds from disposal of investments Dividend Received Proceeds from disposal of investment Profit from Islamic deposits received	(3,956) 2,055 8,160 942 315
Net cash flow from investing activities	7,516
FINANCING ACTIVITIES	
Repayments of borrowings Proceeds from borrowings Repayments of hire purchase liabilities Finance costs Deposits pledged as security Dividends paid to minority interest of a subsidiary	(1,166) 1,217 (200) (47) 443 (420)
Net cash flow from financing activities	(173)
Net movement in cash and cash equivalents	17,209
Cash and cash equivalents at beginning of the period	187,916
Currency translation differences	705
Cash and cash equivalents at end of the period	205,830

(The Unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for the financial year ended 31 January 2007)

ZELAN BERHAD ("ZB" or "the Group") (Company No: 27676-V)

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE QUARTER ENDED 30 JUNE 2008

1. Basis of Preparation

The interim financial report of the Group has been prepared in accordance with FRS 134, "Interim Financial Reporting" and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad and should be read in conjunction with the Group's audited financial statements for the fourteenmonth period ended 31 March 2008.

The significant accounting policies and presentation adopted for the interim financial report are consistent with those adopted in the Group's most recent audited financial statements for the fourteen-month period ended 31 March 2008, except for the adoption of the following new / revised Financial Reporting Standards ("FRS") which are effective for the financial period commencing on 1 April 2008:

- FRS 107: Cash Flow Statements
- FRS 111 : Construction Contracts
- FRS 112 : Income Taxes
- FRS 118 : Revenue
- Amendments to FRS 121 :The Effects of Changes in Foreign Exchange Rates Net Investments in a Foreign Operation
- FRS 134 : Interim Financial Reporting
- FRS 137: Provisions, Contingent Liabilities and Contingent Assets.

The adoption of the above new / revised FRSs did not result in a significant change in the accounting policies of the Group.

2. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the Group's financial statements for the fourteenmonth period ended 31 March 2008 was not subject to any qualification.

3. Seasonal or Cyclical Factors

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

4. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the quarter and financial year to date under review because of their nature, size, or incidence except for the reduction of fair value reserve amounting to RM49.401 million in respect of the available-for-sale investment for the quarter ended 30 June 2008.

5. Changes in Estimates of Amount Reported Previously

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

6. <u>Debt and Equity Securities</u>

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current financial quarter and year to date.

7. Dividends Paid

The amount of dividends paid during the financial period ended 30 June 2008 was as follows:

RM'000

In respect of the fourteen-month period ended 31 March 2008

Second interim dividend of 6.5 sen per ordinary share of RM0.50 each, less income tax at 25% 27,459

The dividend was paid on 30 June 2008.

8. Segmental Reporting

Analysis by business segments for the quarter and financial year to date:

8. <u>Segmental Reporting (Continued)</u>

	Engineering & construction RM'000	Property & development RM'000	Manufacturing & trading RM'000	Investment & others RM'000	Total RM'000
Results					
Segment profit/(loss)	28,674	14,142	1,231	(2,261)	41,786
Interest income	626	393	49	9	1,077
Profit from Islamic deposits	0			215	215
Investment income	0	215		210	425
Finance costs	(24)	0	(14)	(12)	(50)
Share of results of associates and jointly controlled					
entities	1,423				1,423
Profit before taxation	30,699	14,750	1,266	(1,839)	44,876
Tax expense					(12,848)
Profit for the				-	20.008
quarter				-	32,028

The primary reporting segment information of the Group is in respect of business segments as the Group's risks and returns are affected predominantly by the differences in the products and services it produces.

9. Valuation of Property, Plant and Equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation. Fair value adjustments that have been made at Group level on the acquisition of subsidiaries in the previous years have been brought forward without amendment.

10. Material Events Subsequent to the End of the Reporting Period

There were no material events subsequent to the end of the current quarter under review that have not been reflected in the interim financial report for the current quarter.

11. Changes in Composition of the Group

There were no changes in the composition of the Group during the current quarter ended 30 June 2008.

12. Changes in Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities or contingent assets since the last annual balance sheet date.

13. Capital Commitments

The amount of commitments as at the date of this report is as follows:-

Property, plant and equipment	RM'000
Authorised but not contracted for Authorised and contracted for	9,364 0
	9,364

14. Change of financial year

On 17 December 2007, the financial year of the Company has been changed from 31 January to 31 March commencing financial period ending 31 March 2008 and thereafter to end on 31 March of every subsequent year.

Accordingly, there are no comparatives figures for the current quarter and the preceding year corresponding period.

15. Review of Performance

For the current quarter under review, the Group recorded a revenue of RM597.8 million and a profit after taxation of RM32.0 million, derived principally from overseas projects in Indonesia and Kingdom of Saudi Arabia.

Due to the change in the financial year end as stated in Note 14, there are no comparative figures for the current quarter ended 30 June 2008 against preceding year's corresponding quarter. The quarterly results ended 30 April 2007 have been attached for illustration purpose only.

16. <u>Comparison of Profit Before Tax for the Current Quarter with Immediate Preceding Quarter</u>

For the current quarter, the Group recorded a revenue of RM597.8 million and a profit before taxation of RM44.9 million as compared to a revenue of RM530.9 million and a profit before taxation of RM46.3 million in the preceding quarter.

Despite higher revenue, the slightly lower profit before taxation is mainly due to the lower contributions from an associate as a result of a reduction in its project's profit margin, mainly due to the rapid escalation of construction materials cost.

17. Current Year Prospects

Looking forward, the Group's revenue will come from the order book secured in the Kingdom of Saudi Arabia, United Arab Emirates, India and Indonesia.

Considering the current projects on hand and taking into account the increased cost of construction materials, the Group's performance, despite the challenges, is expected to be satisfactory for the financial year ending 31 March 2009.

18. Profit Forecast or Profit Guarantee

There was no profit forecast or profit guarantee issued for the current financial year.

19. Taxation

	Current Quarter Ended	Current Year to Date Ended
	30/06/2008 RM'000	30/06/2008 RM'000
Malaysian income tax	5,432	5,432
Overseas taxation	7,428	7,428
Deferred tax	(12)	(12)
Tax expense	12,848	12,848

The Group operates in the following countries and the statutory tax rates applicable in the respective countries are:-

	Corporate Tax	Branch profit tax
India	33%	N/A
Indonesia	30%	12.5%
Kingdom of Saudi Arabia		
(KSA)	20%	N/A
United Arab Emirates		
(UAE)	Nil	N/A

The effective tax rates for the Group's operations locally and in the above countries approximate the applicable statutory tax rates in those jurisdictions.

20. Profit/(Loss) on Sale of Unquoted Investments and Properties

There were no sale of unquoted investments and properties outside the ordinary course of business for the current quarter and financial year to date under review.

21. Quoted Securities

There were no purchases or disposals of quoted securities for the current quarter and financial year to date under review.

The investments in quoted securities as at 30 June 2008 are as follows:-

(i) at cost = RM403,149,811 (ii) at carrying value = RM452,838,991 (iii) at market value = RM452,838,991

22. Status of Corporate Proposals Announced

There were no corporate proposals announced but not completed as at 25 August 2008.

23. Borrowings and Debt Securities

As at 30.06.08 RM'000

(i) Current borrowings	
Secured:-	
- Overdraft	2,516
- Term loans	30,276
Unsecured	
- Term Loan	53,214
Unsecured:-	
- Hire purchase liabilities	917
	86,923

(ii) Non current borrowings	
Unsecured:-	
-Hire purchase liabilities	1,495
	1,495
Total	88,418

Included in the term loan (current portion) is an amount of RM0.31 million which is denominated in United Arab Emirates Dirhams, RM27.2 million which is denominated in United States Dollars and RM26.0 million which is denominated in Saudi Riyal .

Included in the hire purchase liabilities is an amount of RM0.62 million which is denominated in United Arab Emirates Dirhams, of which RM0.36 million and RM0.26 million relate to current and non-current balances, respectively.

24. Off Balance Sheet Financial Instruments

The position of forward foreign exchange contracts of the Group as at 18 August 2008 is as follows:-

	Tenure	Currency to be received	Currency to be paid	Amount in foreign currency '000	Contractual rate	RM'000 Equivalent
(i)	15 April 2008 to 14 October 2008	SGD Dollar (SGD)	Ringgit Malaysia (RM)	SGD 99	1 SGD= RM2.3530	233
(ii)	21 May 2008 to 31 October 2008	US Dollar (USD	Ringgit Malaysia (RM)	USD 538	1 USD= RM3.2230	1,732
(iii)	22 February 2008 to 26 August 2008	US Dollar (USD)	Ringgit Malaysia (RM)	USD 1,006	1 USD= RM3.2165	3,234
(iv)	4 April 2008 to 8 October 2008	US Dollar (USD)	Ringgit Malaysia (RM)	USD 250	1 USD= RM3.1930	798
(v)	7 May 2008 to 10 November 2008	US Dollar (USD)	Ringgit Malaysia (RM)	USD 1,800	1 USD= RM3.1520	5,674
(vi)	14 May 2008 to 17 November 2008	US Dollar (USD)	Ringgit Malaysia (RM)	USD 400	1 USD= RM3.2320	1,293
(vii)	22 February 2008 to 26 August 2008	SGD Dollar (SGD)	Ringgit Malaysia (RM)	SGD 1,061	1 SGD= RM2.2960	2,436

These contracts are executed with creditworthy financial institutions and therefore the Directors are of the view that, at present, the credit and market risks associated with these contracts are minimal.

25. Earnings Per Share

The basic earnings per share for the financial period has been calculated based on the Group's consolidated profit attributable to the equity holders of the Company, divided by the weighted average number of ordinary shares outstanding at the end of the period.

	Current	Year-To-Date
	Quarter	Ended
	Ended	
	30/06/08	30/06/08
Group's profit for the period,		
attributable to the equity holders of	26.292	26.292
the parent (RM' Million)		
Weighted average number of		
ordinary shares in issue (Million)	563.264	563.264
Earnings per share (sen)		
(a) Basic	4.67	4.67
(b) Diluted	4.67	4.67

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

26. Changes in Material Litigation

There were no changes in material litigation, including the status of pending material litigation in respect of the Company and its subsidiaries since the last annual balance sheet date of 31 March 2008.

27. Dividends

There was no dividend declared for the quarter under review.

28. Authorisation for Issue

The interim financial report was authorized for issue by the Board of Directors in accordance with a resolution of the Directors on 25 August 2008.

By order of the Board

Suhla Al Asri Ang Seng Oo Secretaries

Kuala Lumpur 25 August 2008