



HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

**UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE PERIOD ENDED 31 JULY 2009**

	Note	Current Year Quarter 31/7/2009 RM'000	Preceding Year Quarter 31/7/2008 RM'000	Current Year- To-Date 31/7/2009 RM'000	Preceding Year- To-Date 31/7/2008 RM'000
Revenue		21,594	18,275	70,376	60,383
Other operating income		1,309	795	3,630	2,962
Other operating expenses		(18,637)	(16,434)	(59,535)	(52,689)
		4,266	2,636	14,471	10,656
Finance cost		(1)	(1)	(3)	(3)
Profit before taxation		4,265	2,635	14,468	10,653
Taxation	B(5)	(1,346)	(1,017)	(4,992)	(3,854)
Profit for the financial period		<u>2,919</u>	<u>1,618</u>	<u>9,476</u>	<u>6,799</u>
Attributable to:					
Equity holders of the Company		2,919	1,626	9,476	6,812
Minority interests		-	(8)	-	(13)
		<u>2,919</u>	<u>1,618</u>	<u>9,476</u>	<u>6,799</u>
Earnings per share attributable to the equity holders of the Company (sen)					
Basic earnings per share		3.3	1.8	10.7	7.7
Fully diluted earnings per share		N/A	N/A	N/A	N/A

(The Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Report for the year ended 31 October 2008)

HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

CONDENSED CONSOLIDATED BALANCE SHEET AS AT 31 JULY 2009

	Unaudited As at end of current quarter 31/7/2009 RM'000	Audited As at preceding financial year ended 31/10/2008 RM'000
NON-CURRENT ASSETS		
Property and equipment	46,469	47,910
Intangible assets	3,487	3,490
	<u>49,956</u>	<u>51,400</u>
CURRENT ASSETS		
Trade receivables	6,168	2,608
Other receivables	7,561	8,322
Tax recoverable	35	85
Cash and cash equivalents	72,447	74,005
	<u>86,211</u>	<u>85,020</u>
CURRENT LIABILITIES		
Fees received in advance	17,922	18,499
Other payables	24,162	32,636
Hire purchase creditors	7	14
Tax payable	123	294
	<u>42,214</u>	<u>51,443</u>
NET CURRENT ASSETS	<u>43,997</u>	<u>33,577</u>
	<u>93,953</u>	<u>84,977</u>
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY		
Share capital	44,388	44,388
Share premium	2,533	2,533
Retained earnings	43,559	36,080
TOTAL EQUITIES	<u>90,480</u>	<u>83,001</u>
NON-CURRENT LIABILITIES		
Deferred tax liabilities	3,473	1,973
Hire purchase creditors	-	3
	<u>3,473</u>	<u>1,976</u>
	<u>93,953</u>	<u>84,977</u>
Net Assets Per Share (RM)	<u>1.02</u>	<u>0.93</u>

(The Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Report for the year ended 31 October 2008)



HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 JULY 2009

	Attributable to Equity Holders of the Company				Minority	Total
	Share Capital RM'000	Share Premium RM'000	Retained Earnings RM'000	Sub-total RM'000	Interests RM'000	Equity RM'000
Balance as at 1 November 2008	44,388	2,533	36,080	83,001	-	83,001
Profit for the financial period	-	-	9,476	9,476	-	9,476
Dividends paid	-	-	(1,997)	(1,997)	-	(1,997)
Balance as at 31 July 2009	44,388	2,533	43,559	90,480	-	90,480
Balance as at 1 November 2007	44,388	2,533	26,248	73,169	13	73,182
Profit for the financial period	-	-	6,812	6,812	(13)	6,799
Dividends paid	-	-	(1,971)	(1,971)	-	(1,971)
Balance as at 31 July 2008	44,388	2,533	31,089	78,010	-	78,010

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Report for the year ended 31 October 2008)



HELP INTERNATIONAL CORPORATION BERHAD (Company No. 700568-H)

**UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT
FOR THE PERIOD ENDED 31 JULY 2009**

	Current Year- To-Date 31/7/2009 RM'000	Preceding Year- To-Date 31/7/2008 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	14,468	10,653
Adjustments for non cash items	2,319	1,986
Operating profit before working capital changes	<u>16,787</u>	<u>12,639</u>
Net change in current assets	(2,752)	(6,067)
Net change in current liabilities	(9,051)	1,926
Interest received	1,299	1,378
Interest paid	(3)	(3)
Taxes paid	(3,613)	(2,796)
Net cash generated from operating activities	<u>2,667</u>	<u>7,077</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Net cash inflow from acquisition of subsidiary	-	1,355
Proceeds from disposal of property, equipment and software	53	29
Purchase of property, equipment and software	(2,271)	(2,837)
Net cash used in investing activities	<u>(2,218)</u>	<u>(1,453)</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Payment to hire purchase creditors	(10)	(11)
Dividend paid	(1,997)	(1,971)
Net cash used in financing activities	<u>(2,007)</u>	<u>(1,982)</u>
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(1,558)	3,642
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	74,005	57,676
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>72,447</u>	<u>61,318</u>

(The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Report for the year ended 31 October 2008)

(A) EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT

1. Basis of Preparation

The interim financial statements have been prepared under the historical cost convention. The unaudited interim financial statements have been prepared in accordance with FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the Annual Financial Report for the financial year ended 31 October 2008 and the accompanying explanatory notes. These notes 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 year ended 31 October 2008.

2. Accounting Policies

The accounting policies and methods of computation adopted for the interim financial statements are consistent with those of the audited financial statements for the year ended 31 October 2008.

3. Seasonal or Cyclical Factors

The Group recognises tuition fee income based on the number of teaching periods over the entire duration of the respective courses. The revenue and profit for first and third quarter of each financial year are usually lower due to summer period for courses from institutions in United Kingdom/United States and Australia.

4. Unusual Significant Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the current financial year-to-date.

5. Changes in Estimates

There were no changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years that had a material effect in the current quarter and year-to-date results.

6. Changes in Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current financial year-to-date.

7. Dividends Paid

On 28 May 2009, a final dividend of 6% (3 sen per ordinary share of 50 sen each) less 25% income tax, in respect of the financial year ended 31 October 2008 amounting to RM1,997,460 was paid.

8. Segmental Reporting

The Group is principally involved in education activities carried out in Malaysia and accordingly no segment reporting has been prepared.

9. Material Subsequent Event

There were no material events subsequent to the end of the current quarter.

10. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current financial year-to-date.

11. Changes in Contingent Liabilities or Contingent Assets

There were no contingent liabilities or contingent assets of the Group since the last annual balance sheet date.

(B) ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (PARAGRAPH 9.22 AND APPENDIX 9B)

1. Review of Performance

	Third Quarter 31/7/2009 RM'000	Third Quarter 31/7/2008 RM'000	Period Ended 31/7/2009 RM'000	Period Ended 31/7/2008 RM'000
Revenue	<u>21,594</u>	<u>18,275</u>	<u>70,376</u>	<u>60,383</u>
Profit before taxation	<u>4,265</u>	<u>2,635</u>	<u>14,468</u>	<u>10,653</u>

For the third quarter under review, the Group's revenue increased by 18% from RM18.3 million last year to RM21.6 million. The Group's profit before taxation grew by 62% from RM2.6 million last year to RM4.3 million.

For the period ended 31 July 2009, the Group's revenue increased by 17% from RM60.4 million last year to RM70.4 million. In line with the higher revenue achieved, the Group's profit before taxation for the period ended 31 July 2009 increased by 36% from RM10.7 million last year to RM14.5 million.

The growth in revenue and profits for both the third quarter and financial year-to-date was driven by higher student numbers and increase in the number of programmes offered.

2. Material Changes in the Profit Before Taxation for the Quarter Reported on as Compared to the Immediate Preceding Quarter

	Third Quarter 31/7/2009 RM'000	Second Quarter 30/4/2009 RM'000	Decrease RM'000
Revenue	<u>21,594</u>	<u>27,927</u>	<u>6,333</u>
Profit before taxation	<u>4,265</u>	<u>7,901</u>	<u>3,636</u>

The Group recorded a lower profit before taxation of RM4.3 million for this quarter as compared to RM7.9 million recorded in the immediate preceding quarter. The lower profit is in line with the expected seasonal lower revenue whereby less classes were being conducted in the third quarter of the financial year for courses from institutions in the Northern Hemisphere.

3. Commentary on Prospects

The financial crisis in 2008 proved to be a challenging time for most companies across the globe. However, during this period, the education industry has shown resilience and the industry showed good growth as enrollments into undergraduate and postgraduate studies improved.

The Group sees strong potential for the remaining of the financial year and beyond. We maintain a positive outlook for the sector barring any unforeseen obstacles.

Our franchising model continues to grow as enrollments in Vietnam and Indonesia increase. We are actively pursuing new opportunities in the region and remain positive of the franchising model.

Based on the above, the Directors expect the performance of the Group to be satisfactory for the financial year ending 31 October 2009.

4. Statement and Variance on Profit Forecast/Guarantee

The Group has not provided any profit forecast or profit guarantee in a public document for the current financial period.

5. Taxation

	Current Year Quarter RM'000	Current Year- To-Date RM'000
Current period income tax	971	3,492
Deferred taxation	375	1,500
	<u>1,346</u>	<u>4,992</u>

The effective tax rate of the Group for the current year quarter and current year-to-date is higher than the statutory tax rate due principally to tax losses of subsidiaries which were not available for Group relief and certain expenses that were not deductible for tax purposes.

6. Profits/(Losses) on Sale of Unquoted Investments and/or Properties

There were no sales of unquoted investments or properties during the current quarter and financial year-to-date.

7. Quoted Securities other than Securities in Existing Subsidiaries and Associated Companies

There were no investment in quoted securities as at the end of the reporting period.

8. Corporate Proposals

(a) Status of Corporate Proposals

On 14 March 2008, the Company announced the proposed acquisition by HELP University College Sdn Bhd, a wholly-owned subsidiary of the Company from Juta Permai (M) Sdn Bhd of a leasehold land measuring approximately 23.29 acres in Seksyen U4 (Subang Delima), Mukim of Sungai Buloh, District of Petaling, State of Selangor for a total cash consideration of RM20,290,248 ("Proposed Acquisition").

The Economic Planning Unit (Foreign Investment Committee) had vide its letter dated 22 May 2008, stated that it has no objection to the Proposed Acquisition. The Proposed Acquisition is pending fulfilment of the conditions precedent in the Sale and Purchase Agreement and the approvals from the relevant authorities.

(b) Status of Utilisation of Proceeds Raised from the Company's listing on 22 May 2007

The proceeds raised from the Company's listing have been fully utilised.

9. Group Borrowings and Debt Securities

The Group's borrowings as at the end of the reporting period is as follows:

	RM'000
<u>Hire purchase creditors</u>	
Short term portion payable within one year	<u>7</u>

10. Off Balance Sheet Financial Instruments

There were no financial instruments with off balance sheet risk as at 31 July 2009.

11. Material Litigation

There were no material litigation as at 31 July 2009.

12. Dividends

The Board of Directors does not recommend any dividend for the period ended 31 July 2009.

13. Earnings per share attributable to equity holders of the Company

(a) Basic earnings per share

The basic earnings per share for the current financial year-to-date has been calculated based on the Group's profit for the current financial year-to-date attributable to the equity holders of the Company of RM9,476,000 and on the weighted average number of 88,776,000 ordinary shares in issue during the period.

(b) Fully diluted earnings per share

Fully diluted earnings per share were not computed as there were no potential ordinary shares to be issued as at the end of the reporting period.

BY ORDER OF THE BOARD

Chua Siew Chuan (MAICSA 0777689)
Tan Ai Ning (MAICSA 7015852)
Company Secretaries

Kuala Lumpur
25 September 2009