

ADVANCE SYNERGY BERHAD
(Company No: 1225-D)

COMPANY ANNOUNCEMENT
UNAUDITED INTERIM FINANCIAL REPORT FOR THE THREE MONTHS ENDED
30 SEPTEMBER 2007

The Board of Directors of Advance Synergy Berhad wishes to announce the unaudited financial results of the Group for the three months ended 30 September 2007.

This interim report is prepared in accordance with Financial Reporting Standards (“FRS”) No. 134 “Interim Financial Reporting” and paragraph 9.22 of the Bursa Malaysia Securities Berhad’s Listing Requirements, and should be read in conjunction with the Group’s financial statements for the year ended 31 December 2006.

UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENTS

	<u>3 months ended</u>		<u>Year to date</u>	
	<u>30.09.2007</u>	<u>30.09.2006</u>	<u>30.09.2007</u>	<u>30.09.2006</u>
	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
Revenue	51,299	62,745	147,836	167,112
Cost of sales	<u>(31,515)</u>	<u>(42,434)</u>	<u>(91,411)</u>	<u>(106,786)</u>
Gross profit	19,784	20,311	56,425	60,326
Other operating income	1,443	1,841	4,725	15,326
Operating expenses	<u>(28,781)</u>	<u>(25,385)</u>	<u>(68,885)</u>	<u>(78,729)</u>
Profit/(Loss) from operations	(7,554)	(3,233)	(7,735)	(3,077)
Finance costs	(4,852)	(2,980)	(13,961)	(12,261)
Share of results of associated companies	<u>1,815</u>	<u>5,363</u>	<u>5,008</u>	<u>8,805</u>
Loss before taxation	(10,591)	(850)	(16,688)	(6,533)
Taxation	<u>(663)</u>	<u>(1,133)</u>	<u>(3,089)</u>	<u>(2,360)</u>
Net loss for the financial period	<u><u>(11,254)</u></u>	<u><u>(1,983)</u></u>	<u><u>(19,777)</u></u>	<u><u>(8,893)</u></u>
Attributable to:				
Equity holders of the parent	(6,224)	(1,431)	(12,368)	(4,582)
Minority Interests	(5,030)	(552)	(7,409)	(4,311)
	<u><u>(11,254)</u></u>	<u><u>(1,983)</u></u>	<u><u>(19,777)</u></u>	<u><u>(8,893)</u></u>
Loss per share				
(i) Basic (based on 337,793,619 shares) (sen)	<u><u>(1.84)</u></u>	<u><u>(0.42)</u></u>	<u><u>(3.66)</u></u>	<u><u>(1.36)</u></u>
(ii) Fully diluted	<u><u>N/A</u></u>	<u><u>N/A</u></u>	<u><u>N/A</u></u>	<u><u>N/A</u></u>

UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS

	AS AT <u>30.09.2007</u> RM'000	AS AT <u>31.12.2006</u> RM'000 (Restated)
ASSETS		
<u>Non current assets</u>		
Property, plant and equipment	329,977	345,469
Prepaid lease payment	8,393	8,707
Investment in associated companies	65,639	74,598
Land held for development	-	5,893
Investment securities	61,259	73,884
Goodwill on consolidation	103,541	103,542
Purchased goodwill	1,355	1,346
Intangible assets	3,423	4,758
Receivables	2,817	4,435
Deferred tax assets	1,766	1,711
	578,170	624,343
<u>Current assets</u>		
Property development costs	32,315	39,028
Progress billings	6,864	17,210
Inventories	31,403	29,019
Receivables	74,104	64,216
Tax recoverable	4,348	15,156
Marketable securities	2,804	3,003
Short term deposits	26,113	33,772
Cash and bank balances	35,505	24,312
	213,456	225,716
TOTAL ASSETS	791,626	850,059
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	337,794	337,794
Reserves	(2,396)	11,429
	335,398	349,223
Minority interests	136,828	144,653
Total equity	472,226	493,876
<u>Non current liabilities</u>		
Term loans	63,537	80,328
Finance lease creditor	108,008	108,008
Hire purchase creditors	890	1,007
Deferred tax liabilities	6,117	6,216
Retirement benefits	329	303
Deferred income	45	31
	178,926	195,893
<u>Current liabilities</u>		
Payables	73,878	78,786
Bank overdrafts	1,346	8,367
Short term borrowings	62,411	70,522
Taxation	2,839	2,615
	140,474	160,290
Total Liabilities	319,400	356,183
TOTAL EQUITY AND LIABILITIES	791,626	850,059

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2007

	← Attributable to equity holders of the parent →									
	← Non-distributable →									
	Share Capital	Share Premium	Capital Reserve	Revaluation Reserve	Exchange Fluctuation Reserve	Reserve on Consolidation	Accumulated Reserve	Total	Minority Interests	Total Equity
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
Balance as at 1 January 2007	337,794	430,437	-	43,436	(1,250)	-	(461,194)	349,223	144,653	493,876
Translation gain/(loss)	-	-	-	-	(1,458)	-	-	(1,458)	(416)	(1,873)
Net gain/(loss) recognised in equity statements	-	-	-	-	(1,458)	-	-	(1,458)	(416)	(1,873)
Net loss for the period	-	-	-	-	-	-	(12,368)	(12,368)	(7,409)	(19,777)
Balance as at 30 June 2007	337,794	430,437	-	43,436	(2,708)	-	(473,562)	335,397	136,828	472,226

FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2006

	← Attributable to equity holders of the parent →									
	← Non-distributable →									
	Share Capital	Share Premium	Capital Reserve	Revaluation Reserve	Exchange Fluctuation Reserve	Reserve on Consolidation	Accumulated Reserve	Total	Minority Interests	Total Equity
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
Balance as at 1 January 2006 as previously stated	337,794	430,437	(1,792)	50,866	12,214	9,219	(442,046)	396,692	173,901	570,593
Effect of adopting FRS 3	-	-	-	-	-	(9,219)	9,219	-	-	-
Balance as at 1 January 2006 (Restated)	337,794	430,437	(1,792)	50,866	12,214	-	(432,827)	396,692	173,901	570,593
Translation (loss)/gain	-	-	-	(2)	(3,978)	-	-	(3,980)	110	(3,870)
Effect of new acquisition	-	-	-	-	-	-	-	-	(544)	(544)
Effect of share buy back	-	-	-	-	-	-	-	-	(86)	(86)
Share of dividend receivable	-	-	-	-	-	-	-	-	(513)	(513)
Realisation of exchange fluctuation reserve	-	-	-	-	(1,328)	-	1,328	-	-	-
Net (loss)/gain recognised in equity statements	-	-	-	(2)	(5,306)	-	1,328	(3,980)	(1,033)	(5,013)
Net loss for the period	-	-	-	-	-	-	(4,582)	(4,582)	(4,311)	(8,893)
Balance as at 30 September 2006	337,794	430,437	(1,792)	50,864	6,908	-	(436,081)	388,130	168,557	556,687

**UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENTS
FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2007**

	<u>30.09.2007</u> RM'000	<u>30.09.2006</u> RM'000
Operating Activities		
Loss before taxation	(16,688)	(6,533)
Adjustments for :-		
Depreciation / Amortisation	14,827	15,367
Other non-cash expenses	12,739	(11,565)
Operating profit/(loss) before working capital changes	<u>10,878</u>	<u>(2,731)</u>
Net changes in working capital		
Decrease in current assets	18,977	(6,590)
(Decrease)/Increase in current liabilities	(4,759)	3,380
Cash generated from operating activities	<u>25,096</u>	<u>(5,941)</u>
Taxes refunded/(paid)	7,928	(5,228)
Net cash from operating activities	<u><u>33,024</u></u>	<u><u>(11,169)</u></u>
Investing Activities		
Equity investments	11,818	26,424
Property, plant and equipment	(6,217)	(13,481)
Other investments	1,229	280
Net cash from investing activities	<u><u>6,830</u></u>	<u><u>13,223</u></u>
Financing Activities		
Dividend paid	-	(498)
Acquisition of treasury shares	-	(16)
(Repayment)/ Drawdown of borrowings	(9,531)	7,735
Other payments	(13,875)	(12,260)
Net cash used in financing activities	<u><u>(23,406)</u></u>	<u><u>(5,039)</u></u>
Effect of exchange rate changes	(934)	(7,678)
Net increase in cash and cash equivalents	<u>15,514</u>	<u>(10,663)</u>
Cash and cash equivalents as at beginning of financial period		
As previously reported	<u>24,568</u>	<u>34,409</u>
Effect of exchange rate changes	<u>(40)</u>	<u>7</u>
As restated	24,528	34,416
Cash and cash equivalents as at end of financial period *	<u><u>40,042</u></u>	<u><u>23,753</u></u>
* Cash and cash equivalents at the end of the financial period comprise the following :		
Short term deposits	26,113	16,684
Cash and bank balances	35,505	22,220
Bank overdrafts	(1,346)	(8,166)
	<u>60,272</u>	<u>30,738</u>
Less : Deposits placed with finance lease creditor	<u>(15,301)</u>	<u>-</u>
Deposits pledged to licensed banks	<u>(4,929)</u>	<u>(6,985)</u>
	<u>(20,230)</u>	<u>(6,985)</u>
	<u><u>40,042</u></u>	<u><u>23,753</u></u>

NOTES TO THE INTERIM FINANCIAL REPORT

1. Basis of preparation

The unaudited interim financial report has been prepared in compliance with FRS 134 - "Interim Financial Reporting" and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. The unaudited interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2006.

Changes in Accounting Policies

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the audited financial statements for the financial year ended 31 December 2006 except for the adoption of the new/revised Financial Reporting Standards ("FRS") 124 (Related Party Disclosures) and 117 (Leases) effective for the financial period beginning 1 January 2007 and 1 April 2007 respectively.

The adoption of revised FRS 124 does not result in significant changes in accounting policies of the Group and the Company. The principal change in the accounting policies and their effect resulting from the adoption of FRS 117 are discussed below:-

FRS 117: Leases

The adoption of the revised FRS 117 has resulted in a retrospective change in the accounting policy relating to the classification of leasehold land. The upfront payment made for the leasehold land represents prepaid lease payment and are amortised on a straight line basis over the lease term.

Prior to 1 April 2007, leasehold land was classified as property, plant and equipment and was stated at cost less accumulated depreciation and accumulated impairment loss.

Upon adoption of the revised FRS 117 as at 1 April 2007, the reclassification of leasehold land as prepaid lease payment has been accounted for retrospectively as follows:-

	Previously stated RM'000	FRS 117 RM'000	Restated RM'000
<u>As at 31 December 2006</u>			
Property, plant and equipment	354,176	(8,707)	345,469
Prepaid lease payment	-	8,707	8,707
<u>As at 31 March 2007</u>			
Property, plant and equipment	354,311	(8,690)	345,621
Prepaid lease payment	-	8,690	8,690

2. Audit report

The auditors' report on the financial statements for the year ended 31 December 2006 was not subject to any qualification.

3. Seasonal or cyclical factors

The operations of the Group for the quarter ended 30 September 2007 were not materially affected by any seasonal or cyclical factors except for the transportation operations under Advance Synergy Capital Berhad ("ASC") Group, whereby ASC Group normally benefits from the higher levels of passenger loading during the festive seasons and school holidays in Malaysia.

4. Unusual items

There were no unusual items for the financial period under review.

5. Changes in estimates

There were no changes in estimates of amounts reported in prior financial years that have a material effect in the quarter under review.

6. Debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the financial period ended 30 September 2007.

7. Dividends paid

There was no payment of any dividend during the nine months ended 30 September 2007.

8. Segmental Reporting

For the nine months ended 30 September 2007

	Investment Holding	Property Development	Hotels and Resorts	Information and Communications Technology	Bus Transportation Services	Others	Eliminations	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue								
External	705	20,209	59,850	24,658	8,246	34,168	-	147,836
Inter-segment	2,630	59	-	-	-	218	(2,907)	-
Total revenue	3,335	20,268	59,850	24,658	8,246	34,386	(2,907)	147,836
Results								
Segment results	(5,722)	501	9,720	(7,297)	(14,634)	(5,758)	1,494	(21,696)
Share of results of associated companies	5,008	-	-	-	-	-	-	5,008
Consolidated loss before taxation								(16,688)
Taxation								(3,089)
Consolidated loss after taxation								(19,777)
Minority interests								7,409
Net loss for the financial period								(12,368)

	Investment Holding	Property Development	Hotels and Resorts	Information and Communications Technology	Bus Transportation Services	Others	Eliminations	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Other information								
Segment assets	157,271	68,600	327,616	118,311	16,553	31,522	-	719,873
Investment in associated companies	65,639	-	-	-	-	-	-	65,639
Unallocated corporate assets								6,114
Total assets								791,626
Segment liabilities	62,649	13,854	193,515	13,762	2,123	24,541	-	310,444
Unallocated corporate liabilities								8,956
Total liabilities								319,400
Capital expenditure	912	27	5,803	1,091	449	164	-	8,446
Depreciation	276	168	3,508	3,251	4,689	1,601	-	13,493
Non cash expenses other than depreciation	2,353	-	281	1,343	6,893	-	-	10,870

8.Segmental Reporting (Continued)

For the nine months ended 30 September 2006

	Investment Holding	Property Development	Hotels and Resorts	Information and Communications Technology	Bus Transportation Services	Others	Eliminations	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue								
External	3,946	26,268	59,924	25,002	16,355	35,617	-	167,112
Inter-segment	3,306	56	-	-	-	-	(3,362)	-
Total revenue	7,252	26,324	59,924	25,002	16,355	35,617	(3,362)	167,112
Results								
Segment results	(10,719)	1,073	20,414	(5,827)	(15,678)	(170)	(4,431)	(15,338)
Share of results of associated companies	8,805							8,805
Consolidated loss before taxation								(6,533)
Taxation								(2,360)
Consolidated loss after taxation								(8,893)
Minority interests								4,311
Net loss for the financial period								(4,582)

	Investment Holding	Property Development	Hotels and Resorts	Information and Communications Technology	Bus Transportation Services	Others	Eliminations	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Other information								
Segment assets	195,328	82,960	333,213	128,557	49,235	31,058	-	820,351
Investment in associated companies	81,287	-	-	-	-	-	-	81,287
Unallocated corporate assets								16,024
Total assets								917,662
Segment liabilities	80,740	21,742	195,912	11,899	6,257	30,145	-	346,695
Unallocated corporate liabilities								14,280
Total liabilities								360,975
Capital expenditure	3,592	230	2,411	2,701	5,189	206	-	14,329
Depreciation	972	182	3,743	3,460	5,001	970	-	14,328
Non cash expenses other than depreciation	240	-	195	1,075	-	5	-	1,515

9. Property, plant and equipment

The valuations of land and buildings have been brought forward without amendment from the financial statements for the year ended 31 December 2006.

10. Events subsequent to the balance sheet date

There are no events subsequent to the balance sheet date.

11. Changes in the composition of the Group

On 12 April 2007, Alangka-Suka Hotels & Resorts Berhad (“ASHR”), a 99.63%-owned subsidiary of the Company, acquired 40% equity interest in Greenvox Development Sdn Bhd (“Greenvox”), comprising 4 issued and paid-up ordinary shares of RM1.00 each. On 17 May 2007, Greenvox changed its name to Holiday Villa Kuala Lumpur Sdn Bhd.

ASHR had received the Certificate of Incorporation of Private Company dated 20 April 2007 for the incorporation of a 40%-owned associated company in Malaysia, known as Holiday Villa Hotels & Resorts Sdn Bhd.

On 4 June 2007, the Company had announced that its 58.3%-owned subsidiary, Unified Communications Sdn Bhd, had incorporated a wholly-owned subsidiary, known as GlobeOSS Pte Ltd, with an issued and paid-up share capital of SGD2.00 in the Republic of Singapore on 4 June 2007.

On 6 July 2007, the Company announced the following changes in the Group structure:-

- a) ASHR had acquired the entire issued and paid-up share capital of Super Leisure Sdn Bhd (“SLSB”), a wholly-owned subsidiary of the Company held through Excellent Display Sdn Bhd, another wholly-owned subsidiary of the Company, at a nominal cash consideration of RM100.00. Consequently, SLSB became a wholly-owned subsidiary of ASHR.
- b) The issued and paid-up capital of Suntop Corporation Sdn Bhd (“Suntop”), a wholly-owned subsidiary of ASHR, had been enlarged with the allotment of new shares to other new investors to facilitate the development of the resort and holiday homes project in Kota Tinggi, Johor to be undertaken by Suntop. Consequently, the equity interest of ASHR in Suntop has been reduced from 100% to 40%. Suntop therefore ceased to be a subsidiary of the Company.

There were no other changes in the composition of the Group for the current financial period to date.

12. Changes in contingent liabilities

There were no changes in contingent liabilities since 31 December 2006.

13. Review of performance

The Group recorded a loss after taxation of RM19.8 million for the period ended 30 September 2007 compared to a loss after taxation of RM8.9 million for the corresponding period in the previous year. The higher loss is mainly due to the impairment loss on property, plant and equipment of RM6.9 million. In addition, the results for the nine months ended 30 September 2006 includes a gain of RM10.8 million arising from the disposal of assets. Excluding the adjustment for impairment loss and the gain on disposal of assets, the Group recorded a lower loss after taxation of RM12.9 million compared to RM19.7 million for corresponding period in the previous year. This was mainly due to savings in the Group's operating expenses partly offset by lower contribution from associated companies.

14. Comparison of results with preceding quarter

The Group recorded a loss after taxation of RM11.3 million for the quarter under review compared to a loss after taxation of RM3.7 million for the preceding quarter ended 30 June 2007. The higher loss was mainly due to impairment loss on property, plant and equipment of RM6.6 million.

15. Current year prospects

Barring unforeseen circumstances, the Directors expect the Group's performance for the financial year ending 31 December 2007 to be satisfactory.

16. Board of Directors' opinion on revenue or profit estimate, forecast, projection or internal targets

The Group did not previously announce or disclose any revenue or profit estimate, forecast, projection or internal targets in a public document.

17. Profit variance and shortfall in profit guarantee

Not Applicable.

18. Taxation

	3 months ended 30.09.2007 RM'000	Year to date 30.09.2007 RM'000
On current period's results		
- Malaysian income tax	2,557	1,598
- Overseas taxation	569	817
Transfer from deferred taxation	(37)	(55)
	<u>3,089</u>	<u>2,360</u>
	-	-

The effective tax rate of the Group for the financial period under review is higher than the statutory tax rate. This is mainly due to certain expenses which were not deductible for taxation purposes and the non-availability of group relief where tax losses of certain subsidiary companies cannot be set off against the taxable income of other subsidiary companies.

19. Profit/ (loss) on Sale of Unquoted Investments and/or Properties

There were no profit/(loss) on sales of unquoted investments and/or properties for the current quarter and financial period to date.

20. Quoted securities

Details of purchases and sales of quoted securities by the Group are as follows :-

	3 months ended 30.09.2007 RM'000	Year to date 30.09.2007 RM'000
Total purchases	<u>199</u>	<u>1,228</u>
Total disposals	<u>-</u>	<u>2,120</u>
Total gain on disposals	<u>-</u>	<u>572</u>

Details of investment in quoted securities by the Group as at 30 September 2007 are as follows :-

	RM'000
- at cost	<u>23,035</u>
- at carrying value	<u>14,076</u>
- at market value	<u>14,447</u>

21 Status of corporate proposals

- (a) On 25 March 1996, the Company had announced that it had accepted the offer from Perbadanan Kemajuan Negeri Kedah ("PKNK") to purchase from the Company 52,500,000 ordinary shares of RM1.00 each representing 70% equity interest in Kedah Marble Sdn Bhd ("KMSB") for a total cash consideration of RM59,797,500 ("Proposed Sale of KMSB"). While the Proposed Sale of KMSB is still pending implementation, a Winding-Up Petition dated 25 March 2002 was served on KMSB, on or about 19 April 2002, by Malaysia Airports Sdn Bhd, a trade creditor of KMSB. On 11 June 2003, a Winding-Up Order was granted by the Kuala Lumpur High Court and the Official Receiver was appointed the Provisional Liquidator.

The Company had on 14 June 2004 instituted legal action vide Alor Setar High Court Civil Suit No. 22-95-2004 against PKNK to recover its investment in KMSB. Details of this legal suit are set out in Note 24(b).

(b) On 20 February 2006, 22 June 2006 and 5 April 2007, CIMB Investment Bank Berhad (“CIMB”) announced on the Company’s behalf that the Company is proposing to implement the following:-

(i) Proposed Capital Reduction which comprises :-

- proposed reduction of the issued and paid-up share capital of the Company from a maximum of RM506,690,428 comprising 506,690,428 ordinary stock units in the Company (“ASB Stock Units”) of RM1.00 each (assuming that all of the Company’s 168,896,809 warrants constituted by Deed Poll dated 28 April 2000 and Supplemental Deed Poll dated 24 July 2003 (“ASB Warrants”) are exercised and 168,896,809 new ASB Stock Units arising therefrom are issued before the cut-off date for the Proposed Capital Reduction) to RM152,007,128 comprising 506,690,428 ASB Stock Units of RM0.30 each, by cancelling RM0.70 of par value from every ASB Stock Unit of RM1.00 each to reduce the accumulated losses in the Company (“Proposed Par Value Reduction”); and
- proposed reduction of up to the entire amount in the share premium account of the Company to reduce the accumulated losses in the Company (“Proposed Share Premium Account Reduction”).

(Collectively, referred to as the “Proposed Capital Reduction”)

(ii) Proposed renounceable rights issue of up to RM266,012,475 nominal value of 2% 10-year irredeemable convertible unsecured loan stocks (“ICULS”) at 100% of the nominal amount of RM0.15 each (or equivalent of up to 1,773,416,498 ICULS) on the basis of RM0.525 nominal value of ICULS (or equivalent to 3.5 ICULS) for every one (1) ASB Stock Unit held, which may be implemented on a two (2)-call basis (where the first call will be settled via cash payment while the second call will be settled via capitalisation of the Company’s share premium account) on an entitlement date and at a cash call amount to be determined and announced later (“Proposed Rights Issue”);

(iii) Proposed increase in the authorised share capital of the Company from RM800,000,000 divided into 800,000,000 ordinary shares of RM1.00 each to RM900,000,000 divided into 900,000,000 ordinary shares of RM1.00 each (“Proposed Increase in Authorised Share Capital”); and

(iv) Proposed conversion of stock units to ordinary shares (“Proposed Conversion”)

(Collectively, referred to as the “Proposals”)

The Proposed Rights Issue and the Proposed Capital Reduction are inter-conditional upon one another. The Proposed Increase in Authorised Share Capital and the Proposed Conversion are not conditional on any other proposals.

The proceeds to be raised from the Proposed Rights Issue will be primarily used for repayment of bank borrowings and working capital of the Group.

The Proposals are subject to the approvals to be obtained from the following parties:-

- (i) The Securities Commission (“SC”) for the Proposed Rights Issue and the listing of and quotation for the ICULS and new ASB Stock Units to be issued pursuant to the conversion of ICULS;
- (ii) The High Court of Malaya for the Proposed Capital Reduction and the utilisation of share premium account of the Company to pay up the second call for the Proposed Rights Issue if implemented on two-call basis;
- (iii) Bursa Malaysia Securities Berhad (“Bursa Securities”) for the admission and listing of and quotation for the ICULS and new ASB Stock Units to be issued pursuant to the conversion of ICULS;
- (iv) The shareholders of the Company for the Proposals at a general meeting to be convened; and
- (v) Any other relevant parties and/or authorities.

On behalf of the Company, CIMB announced on 18 April 2007 that the SC had, vide its letter dated 17 April 2007, granted its approval for the following subject to the conditions as set out in the said announcement:-

- (i) the Proposed Rights Issue; and
- (ii) the listing of and quotation for the ICULS and new ASB Stock Units to be issued pursuant to the conversion of ICULS on the Main Board of Bursa Securities.

On 29 June 2007, the shareholders of the Company have approved all the resolutions pertaining to the Proposals at the Extraordinary General Meeting held on the same date. Consequently, the Proposed Increase in Authorised Share Capital and the Proposed Conversion are effected.

On 28 August 2007, the Company was informed that Bursa Securities had, vide its letter dated 27 August 2007 granted its approval-in-principle for the admission and listing of and quotation for the ICULS and new ASB Shares to be issued pursuant to the conversion of the ICULS.

On behalf of the Company, CIMB announced on 30 August 2007 that the High Court of Malaya has approved on a broad basis the Proposed Par Value Reduction, Proposed Share Premium Account Reduction and the proposed reduction of the share premium account of the Company and utilisation of the credit arising therefrom to pay up the second call amount of the issue price of the ICULS, where the Proposed Rights Issue is implemented on a two (2)-call basis.

The Proposed Capital Reduction and Proposed Rights Issue are now in the process of being implemented.

- (c) On 22 May 2007, ASC that it shall be seeking the approvals of Bank Negara Malaysia ("BNM")/Minister of Finance to allow the Company to enter into a Share Sale Agreement with HLG Credit Sdn Bhd ("HLG Credit"), an indirect subsidiary of Hong Leong Financial Group Berhad, to dispose of its 20% equity interest in Southern Investment Bank Berhad ("SIBB") ("Proposed Disposal").

On 22 October 2007, ASC announced that SIBB has on 19 October 2007 submitted an application to BNM for the proposal disposal of certain of its assets and liabilities to HLG Credit, for a total cash consideration to be determined based on the aggregate sum of the net book value of the disposed SIBB assets and liabilities ("NBV") plus a premium to the NBV. This application will replace the Proposed Disposal originally announced by the ASC on 22 May 2007. As a result, the Proposed Disposal by the ASC will not need to be implemented and has been aborted.

22. Group borrowings

- (a) Details of the bank borrowings by the Group are as follows :-

	<u>As At</u> <u>30.09.2007</u> RM'000	<u>As At</u> <u>30.09.2006</u> RM'000
Short term - secured	55,997	61,728
- unsecured	7,760	-
Long term - secured	63,537	76,940
- unsecured	-	24,057
	<u>127,294</u>	<u>162,725</u>
	-	

- (b)

	<u>As At</u> <u>30.09.2007</u> RM'000	<u>As At</u> <u>30.09.2006</u> RM'000
US Dollars	445	789
Australian Dollars	9,289	9,218
Sterling Pounds	2,734	2,962
Singapore Dollars	294	1,288

23. Off balance sheet financial instruments

The Group does not have any financial instruments with off balance sheet risk as at the date of this report.

24. Material litigation

- (a) A third party action was filed by American Home Assurance Company ("AHA") on 24 October 2002 against Rewardstreet.com (Malaysia) Sdn Bhd ("Rewardstreet.com"), a wholly-owned subsidiary of iSynergy. AHA is sued as a Defendant in the main suit filed by Ultra Dimension Sdn Bhd as Plaintiff for, inter alia, the alleged infringement of their copyright via the AHA Privilege Cash-In Rebate Cards. AHA's claim is for general damages, exemplary damages and aggravated damages which are to be assessed by the Court, together with interest at 8% per annum. An application filed by Rewardstreet.com to strike-out the third party action by AHA on the basis that AHA was responsible for the design and that no cause of action lay against Rewardstreet.com, was not successful. The case is fixed for mention on 4 March 2008 for the court to transfer the file to Court (D5). The solicitors acting for Rewardstreet.com are of the opinion that they may negate any liability, which is alleged by the Defendant in this suit.

(b) The Company had on 14 June 2004 instituted legal action against PKNK to recover its investment of RM52,500,000 in KMSB together with other sums, damages, interests and costs. The Company's solicitors had obtained the signed and sealed copy of the Judgment in Default of Appearance dated 1 August 2004 ("Default Judgment") from the Court for the sum of RM52,500,000, interest thereon at the rate of 8% per annum from the date of Judgment to the date of realisation and cost of RM225. On 10 November 2004, PKNK applied to the Court to set aside the Default Judgment. On 3 August 2005, the Court allowed PKNK's application to set aside the Default Judgment. As a procedural step to progress the suit to a trial, the Company's solicitor had on 29 December 2005 forwarded to the Court for filing of the Notice to Attend Pre-Trial Case Management and the Pre-Trial Case Management was fixed for hearing on 17 May 2006. Due to a change in PKNK's solicitors, PKNK's new solicitors had asked for an adjournment on the grounds that they require time to take their client's instructions and there is a likelihood for an application to amend the Statement of Defence. The Court had fixed the Pre-Trial Case Management for mention on 21 November 2006. PKNK's new solicitors filed an application to amend PKNK's Statement of Defence and the application was also fixed for hearing on 21 November 2006. On 21 November 2006, the Court granted leave to PKNK to amend their Statement of Defence. The Court has fixed the Case Management for hearing on 16 January 2008. The Company's solicitors for the litigation are of the opinion that the Company has a good cause of action against PKNK and the likely outcome of the proceedings would be a decision in favour of the Company.

25. Dividend

The Directors do not recommend the payment of any interim dividend.

26 Loss per share

The calculation of basic loss per share for the three months ended 30 September 2007 is based on the Group's net loss attributable to equity holders of the parent for the financial period of RM6,224,000 divided by the number of shares in issue during the period of 337,793,619.

27. Status of E-commerce activities

Not applicable.

BY ORDER OF THE BOARD
ADVANCE SYNERGY BERHAD

HO TSAE FENG
Company Secretary
Date: 22 November 2007