

# TIME ENGINEERING BERHAD (10039-P)

### **UNAUDITED INTERIM QUARTERLY REPORT**

**ON CONSOLIDATED RESULTS** 

FOR THE FIRST QUARTER ENDED 31 MARCH 2006

### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

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#### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

#### THE FIGURES HAVE NOT BEEN AUDITED

#### I CONDENSED CONSOLIDATED INCOME STATEMENT

			INDIVI	DUAL QUARTER	CUMULATIVE QUARTER		
			Current year quarter 31.03.2006 RM'000	Preceding year corresponding quarter 31.03.200 5 RM'000 (As restated)	Three months to 31.03.200 6 RM'000	Three months to 31.03.2005 RM'000 (As restated)	
1.	(a)	Revenue	179,325	109,620	179,325	109,620	
	(b)	Cost of sales	(132,186)	(77,580)	(132,186)	(77,580)	
	(c)	Gross profit	47,139	32,040	47,139	32,040	
	(d)	Other income	5,497	7,637	5,497	7,637	
	(e)	Expenses	(26,973)	(19,076)	(26,973)	(19,076)	
	(f)	Finance cost	(15,574)	(19,182)	(15,574)	(19,182)	
	(g)	Gain on disposal of investments	49,200	-	49,200	-	
	(h)	Share of results after tax of associate	(18,744)	(24,464)	(18,744)	(24,464)	
	(i)	Profit/(Loss) before income tax	40,545	(23,045)	40,545	(23,045)	
	(j)	Income tax expense	(5,636)	(32)	(5,636)	(32)	
	(k)	Profit/(Loss) for the period	34,909	(23,077)	34,909	(23,077)	
		Attributable to:					
	(I)	Equity holders of the parents	33,403	(24,558)	33,403	(24,558)	
	(m)	Minority interests	1,506	1,481	1,506	1,481	
			34,909	(23,077)	34,909 ======	(23,077)	
2.		nings/(Loss) per share ed on 1. (I) above (Note 26) Basic Diluted	4.3sen NA	(3.2) sen NA	4.3 sen NA	(3.2) sen NA	

The Condensed Consolidated Income Statement should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2005.

Note: NA denotes "Not Applicable"

#### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

#### II CONDENSED CONSOLIDATED BALANCE SHEET

		Unaudited as at 31.03.2006 RM'000	Audited as at 31.12.2005 RM'000 (As restated)
	ASSETS		(
1.	Non-current assets		
	Property, plant and equipment	11,447	11,015
	Investment property	581 730.365	581 773 643
	Investment in associates Other investments	739,365	773,643 40,299
	Goodwill	971	971
	Intangible assets	2,880	3,162
	Deferred tax assets	731	731
	Non-current cash and cash equivalents	4,416	7,561
		760,391	837,963
2.	Current asset		
	Inventories	78,397	10,728
	Trade and other receivables	225,366	70,979
	Short term investments Cash and cash equivalents	3,708 58,283	80,880
	Casif and Casif equivalents		
		365,754	162,587
	Total Assets	1,126,145	1,000,550
3.	EQUITY AND LIABILITIES  Equity attributable to equity holders of the parent: Sharecapital Reserves	775,245 (588,021)	775,245 (621,424)
	Conital and Bassarias	<del></del>	<del></del>
	Capital and Reserves	187,224	153,821
4.	Minority interests	13,030	12,405
	Total equity	200,254	166,226
		=======	=======
5.	Non-current liabilities  Long term borrowings (Note 23)	673,980	665,623
	Deferred tax liabilities	593	593
		674,573	666,216
6.	Current liabilities		
	Trade and other payables	225,100	56,919
	Short term borrowings (Note 23)	25,215	1,820
	Portion of bonds due within one year Taxation	1 003	108, 940 429
	Taxation	1,003	
		251,318	168,108
	Total liabilities	925,891	834,324
	Total equity and liabilities	1,126,145 ======	1,000,550
7	Not goods per chara (DM)		
7.	Net assets per share (RM)	0.26 ======	0.21 =====

The Condensed Consolidated Balance Sheet should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2005.

#### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

III CONDENSED CONSOLIDATED CASH FLOW STATEMENT		
Thi	Unaudited ree months to 31.03.2006 RM'000	Unaudited Three months to 31.03.2005 RM'000
CASH FLOW USED IN OPERATING ACTIVITIES		
Cash receipts from customers Cash payments to suppliers Cash payments to employees and for expenses Others	30,313 (35,126) (15,077) 648	12,065 (74,642) (11,914) 1,243
Cash generated from/(used in) operations Taxation paid Interest received Others	(19,242) (7,671) 383 (990)	(73,248) (4,466) 222 (535)
Net cash used in operating activities	(27,520)	(78,027)
CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES  Additions to property, plant and equipment  Proceeds from disposal of property, plant and equipment  Proceeds from disposal of quoted investments  Others	(1,511) 6 100,235 (1,326)	(561) - -
Net cash from /(used in) investing activities	97,404	(561)
CASH FLOW (USED IN)/FROM FINANCING ACTIVITIES Drawdown of bank borrowings Repayment of bank borrowings/redemption of bonds Interest paid Others Dividend paid by subsidiary to minority shareholders	16,885 (106,614) (6,493) 1,421 (774)	73,476 (2,865) (13,055) (261)
Net cash (used in)/ from financing activities	(95,575)	57,295
Net Change in Cash and Cash Equivalents  Net Cash and Cash Equivalents as at beginning of financial period	(25,691) 88,390	(21,293) 56,466
Net Cash and Cash Equivalents as at end of financial period (a)	62,699 ======	35,173
(a) Net Cash and Cash Equivalents comprise the following amounts:		
	Unaudited As at 31.03.2006 RM'000	Unaudited As at 31.03.2005 RM'000
Non-current cash and cash equivalents – restricted Deposits, cash and bank balances	4,416	7,561
<ul><li>Available</li><li>Restricted</li></ul>	47,905 10,378	27,651 -
Bank overdrafts (included in short term borrowings)	62,699	35,212 (39)
Net Cash and Cash Equivalents at end of the financial period	62,699 =====	35,173 ======

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2005.

#### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

#### IV CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to equity holders of the parent			Minority interest	Total equity			
				Non- distributable				
In RM'000	Issued <u>capital</u>	Loan stock	Share <u>premium</u>	capital reserve	Accumulated <u>loss</u>	<u>Total</u>		
Three months to 31 March 2006 (Unaudited)								
Balance as at 1 January 2006	775,245	-	1,717,012	18,419	(2,356,855)	153,821	12,405	166,226
Net income for the period	-	-	-	-	33,403	33,403	1,506	34,909
Total recognised income for the period					33,403	33,403	1,506	34,909
Dividend paid by subsidiary to minority interest	-	-	-	-	-	-	(774)	(774)
Capital distribution by subsidiary to minority interest	-	-	-	-	-	-	(107)	(107)
Balance as at 31 March 2006	775,245	-	1,717,012	18,419	(2,323,452)	187,224	13,030	200,254
Three months to 31 March 2005 (Unaudited)								
Balance as at 1 January 2005	768,155	21,199	1,702,903	18,419	(2,090,651)	420,025	7,645	427,670
Interest expense on loan stocks	-	-	-	-	(42)	(42)	-	(42)
Net expense recognised directly in equity	-	-	-	-	(42)	(42)	-	(42)
Net loss for the period	-		-	-	(24,558)	(24,558)	1,481	(23,077)
Total recognised income and expense for the period	-	-	-	-	(24,600)	(24,600)	1,481	(23,119)
Conversion of loan stocks	4,257	(12,730)	8,473	-	-	-	-	-
Balance as at 31 March 2005	772,412	8,469	1,711,376	18,419	(2,115,251)	395,425	9,126	404,551
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The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2005.

#### **UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006**

#### PART A – EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

#### V NOTES TO THE CONDENSED FINANCIAL STATEMENTS

The notes to the condensed Financial Statements should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2005.

#### 1 BASIS OF PREPARATION

The quarterly consolidated financial statements have been prepared in accordance with Financial Reporting Standard (FRS)134<sub>2004</sub>, *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board (MASB) and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("BMSB"), and should be read in conjunction with the Group's financial statements for the year ended 31 December 200 5. The accounting policies, methods of computation and basis of consolidation adopted for the interim financial reports are consistent with those adopted for the annual financial statements for the year ended 31 December 2005, except for the accounting policy changes arising from the adoption of the new and revised FRS effective from 1 January 2006. Details of these changes in accounting policies are set out in Note 2.

The financial information relating to the financial year ended 31 December 2005 that is included in the interim financial report as being previously reported information does not constitute the Company's statutory financial statements for that financial year but is derived from those financial statements other than those that have been restated as a result of the change in accounting policies. Statutory financial statements for the year ended 31 December 2005 are available from the Company's registered office.

#### 2 CHANGES IN ACCOUNTING POLICIES

The MASB has issued a number of new and revised FRS that are effective for accounting periods beginning on or after 1 January 2006 as disclosed below:

FRS 2	Share-based Payment
FRS 3	Business Combinations
FRS 5	Non-current Assets Held for Sale and Discontinued Operations
FRS 101	Presentation of Financial Statements
FRS 102	Inventories
FRS 108	Accounting Policies, Changes in Estimates and Errors
FRS 110	Events after the Balance Sheet Date
FRS 116	Property, Plant and Equipment
FRS 121	The Effects of Changes in Foreign Exchange Rates
FRS 127	Consolidated and Separate Financial Statements
FRS 128	Investments in Associates
FRS 131	Interests in Joint Ventures
FRS 132	Financial hstruments: Disclosure and Presentation
FRS 133	Earnings Per Share
FRS 136	Impairment of Assets
FRS 138	Intangible Assets
FRS 140	Investment Property

The adoption of FRS 2, 3, 5, 102, 108, 110, 116, 121, 127, 128, 131, 132, 133 and 136 does not have significant financial impact on the Group. The principal effects of the changes in accounting policies resulting from the adoption of the other new/revised FRSs are discussed below:

#### (a) Changes in Presentation

### Minority interest and restricted cash and cash equivalents (FRS 101, Presentation of Financial Statements and FRS 127, Consolidated and Separate Financial Statements

In prior years, minority interests at the balance sheet date were presented in the consolidated balance sheet separately from liabilities and as deduction from net assets. Minority interests in the results of the Group for the year were also separately presented in the income statement as a deduction before arriving at the profit attributable to shareholders.

With effect from 1 January 2006, in order to comply with FRS 101 and FRS 127, minority interests at the balance sheet date are presented in the consolidated balance sheet within equity, separately from the equity attributable to the equity holders of the parent, w hilst in the consolidated income statement

#### **UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006**

#### PART A – EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

the minority interests are presented as an allocation of the total profit or loss for the period between the minority interests and the equity holders of the parent.

In the consolidated balance sheet also, cash and cash equivalents which are restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date are now reclassified as non-current assets as at the balance sheet date as follows:

	As at 31.12.2005 As restated RM'000	Adjustment RM'000	As at 31.12.2005 Audited RM'000
Non-current assets			
Non-current cash and equivalents	7,561	7,561	-
Current Assets			
Cash and cash equivalents	80,880	(7,561)	88,441

The current period's presentation of the Group's financial statements is based on the revised requirements of FRS 101 and 127 with the comparatives restated to conform with the current period's presentation.

#### (b) Share-based payment

#### (FRS 2, Share-based Payment)

This FRS requires an entity to recognise sharebased payment transactions in its financial statements, including transactions with employees or other parties to be settled in cash, other assets, or equity instruments of the entity or entity's parent or another entity in the same group as the entity. This policy has no financial impact to the Group in the interim financial period.

#### (c) Reclassification of Assets

### Software and investment property (FRS 138, Intangible Assets and FRS 140, Investment Property)

With the adoption of FRS 138, The Group changed its accounting policy and classification of certain acquired computer software and licenses whereby computer software and licenses that are not integral part of the related hardware are reclassified as intangible assets from property, plant and equipment.

Likewise, with the adoption of FRS 140, the Group changed its accounting policy and classification of property held for capital gain or rental purposes from property, plant and equipment to Investment Properties. The investment properties are measured initially at cost, including transaction costs.

Following initial recognition, investment properties are carried at cost less any accumulated depreciation and accumulated impairment losses. Freehold land are not depreciated. Investment properties carried at cost are depreciated over the estimated economic useful life.

The presentation in the consolidated balance sheet for the comparative period has been restated according as follows:

	As at 31.12.2005		As at 31.12.2005
	As restated RM'000	Adjustment RM'000	Audited RM'000
Property, plant & equipment Investment property Intangible assets – others	11,015 581 3,162	(3,638) 581 3,057	14,653 - 105

#### **UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006**

#### PART A - EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

#### (d) Amortisation of goodwill

#### (FRS 3, Business Combination and FRS 136, Impairment of Assets)

In prior periods positive goodwill was amortised from the date of initial recognition over its estimated useful life of not more than 20 years and was subject to impairment testing when there were indications of impairment.

With effect from 1 January 2006, in accordance with FRS 3 and FRS 136, the Group no longer amortises positive goodwill. Such goodwill is tested annually for impairment and impairment losses are recognised when the carrying value of the cash generating unit to which the goodwill has been allocated exceeds its recoverable amount.

Also with effect from 1 January 2006 and in accordance with FRS 3, if the fair value of the net assets acquired in a business combination exceeds the consideration paid (i.e. an amount arises which would have been known as negative goodwill under the previous accounting policy), the excess is recognised immediately in the income statement as it arises.

The new policy in respect of positive goodwill has been applied prospectively in accordance with the transitional arrangements under FRS 3. As a result, comparative amounts have not been restated, the cumulative amount of amortisation as of 1 January 2006 has been offset against the cost of goodwill and no amortisation charge for goodwill has been recognised in the income statement for the three months ended 31 March 2006. This has increased the Group's profit after tax for the three months ended 31 March 2006 by RM13,500.

The change in policy relating to negative goodwill had no effect on the interim financial report as there was no negative goodwill deferred as at 31 December 2005.

#### 3 AUDIT REPORT IN RESPECT OF THE 2005 FINANCIAL STATEMENTS

The audit report on the Group's financial statements for the year ended 31 December 2005 w as not qualified.

#### 4 SEASONAL OR CYCLICAL FACTORS

The Group's operations are not subject to any seasonal or cyclical factors.

#### 5 UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no other items affecting assets, liabilities, equity, net income, or cash flows that were unusual because of their nature, size and incidence in the current financial period except as disclosed below:

	Individu	ıal Quarter Preceding vear	Cumulati	ve Quarter
	Current year quarter 31.3.2006 RM'000	corresponding quarter 31.3.2005 RM'000	Three months to 31.3.2006 RM'000	Three months to 31.3.2005 RM'000
Gain on disposal of investments (quoted shares)	49.200	_	49.200	_

#### 6 MATERIAL CHANGES IN ESTIMATES USED

The financial statements for the quarter ended 31 March 2006 does not have any material changes in estimates reported in the previous quarter.

#### **UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006**

#### PART A - EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

#### 7 DEBT AND EQUITY SECURITIES

The Group did not undertake any other issuance and/or repayment of debts and equity securities, share buy-back, cancellations, repurchases, shares held as treasury shares and resale of treasury shares for the current financial period ended 31 March 2006 except that the Company had made a prepayment on 31 March 2006 towards the redemption amount of USD28.82 million that were due to the USD Bondholders on 30 June 2006. The repayment of the debt will result in a savings of interest of approximately RM8.0 million annually.

#### 8 DIVIDEND

The Directors do not recommend payment of any interim dividend for the financial period ended 31 March 2006 (2005: Nil).

#### 9 SEGMENTAL INFORMATION

There is no segmental reporting for the financial period ended 31 March 2006, as the Group's activity is carried out within Malaysia and is operated within the Information Communications & Technologies' industry.

#### 10 VALUATION OF PROPERTY, PLANT & EQUIPMENT

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

#### 11 MATERIAL EVENTS SUBSEQUENT TO THE CURRENT FINANCIAL PERIOD

In the opinion of the Directors, there are no items, transactions or events of a material and unusual nature which have arisen since 31 March 2006 to the date of this announcement which would substantially affect the financial results of the Group for the financial period ended 31 March 2006.

#### 12 CHANGES IN THE COMPOSITION OF THE GROUP

For the financial period ended 3 March 2006, the Group did not undertake any other material business combinations, acquisitions or disposals of subsidiaries and long term investments, restructuring or discontinuing of operations except as stated below:

#### (a) TIME dotCom Berhad

The Company has disposed of 22,732,700 ordinary shares of RM1.00 each in TIME dotCom Berhad ("TdC") in the open market from 10 February 2006 to 23 February 2006 for a total consideration of RM12.3 million. Following the disposal, the shareholdings in TdC is reduced from 44.73% to 43.83%.

#### (b) UEM World Berhad

The Company has disposed of 106,060,635 ordinary shares of RM1.00 each in UEM World Berhad ("UEMW") in the open mar ket from 16 March 2006 to 30 March 2006 for a total consideration of RM88.9 million. Following the disposal, the shareholdings in UEMW is reduced from 8.34% to 0.70%. With the disposal of UEMW shares, TIME has ceased to be a substantial shareholder of UEMW.

#### 13 CONTINGENT LIABILITIES

There were no material contingent liabilities as at the date of this announcement since the preceding financial year ended 31 December 2005.

#### 14 CAPITAL COMMITMENTS

There are no material capital commitments as at the date of this announcement

#### **UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006**

#### PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

#### 15 COMPARISON BETWEEN THE CURRENT QUARTER AND THE IMMEDIATE PRECEEDING QUARTER

The Group's revenue for the current quarter increased to RM179.3 million compared to the immediate preceding quarter of RM29.7 million. A significant portion of the revenue for the current quarter represents the recognition of the contract value of the Teaching and Learning of Science and Mathematics in English Programme ("PPSMI") Phase IV project undertaken by TIME Systems Integrators Sdn Bhd ("TSI").

The Group recorded a profit before tax of RM40.5 million compared to the loss before tax in the immediate preceding quarter of RM161.0 million. The improvement in the results is mainly due to the higher project income and gain on disposal of investments of RM49.2 million compared to the impairment loss on investments of RM123.4 million recorded in the immediate preceding quarter. However, the results of both financial periods continue to be affected by the share of loss of its associate, TIME dotCom Berhad ("TdC") and the associated financing costs.

#### 16 PERFORMANCE REVIEW FOR THE CURRENT QUARTER AND YEAR-TO-DATE

The Group recorded an improvement in the results for the current quarter and year-to-date ended 31 March 2006 compared to the corresponding quarter ended 31 March 2005. The Group's revenue increased to RM179.3 million compared to RM109.6 million in the preceding year corresponding quarter and year-to-date mainly from the recognition of the PPSMI Phase IV contract while revenue from SMK-Dagang\*Net services increased by 19%.

The Group posted current quarter and year-to-date profit before tax of RM40.5 million compared to loss before tax of RM23.1 million in the corresponding quarter and year-to-date of 2005 in line with the improvement in operational profit and gain on disposal of its investments in quoted shares of RM49.2 million. How ever, the results of both financial periods continue to be affected by the share of loss of its associate, TdC and the associated financing costs.

#### 17 PROSPECTS FOR THE FINANCIAL YEAR 2006

The Group is expected to improve its operational performance in 2006 with projected revenue growth particularly from PPSMI and SMK-Dagang\*Net services that will continue to remain the key contributors to the Group's ICT business. The Group will continue with its endeavours to expand its current business as well as venture into new growth areas.

On the debts, he Group is taking several measures to address the debts in order to improve its gearing position.

#### 18 VARIANCE FOR ACTUAL AND FORECAST PROFIT

The Company did not issue any profit forecast or profit guarantee during the financial period.

#### 19 INCOME TAX EXPENSE

	INDIVIDUAL QUARTER		CUMULAT	IVE QUARTER
Malaysian taxation	Current year quarter 31.03.200 6 RM'000	Preceding year corresponding quarter 31.03.200 5 RM'000	Three m onths to 31.03.2006 RM'000	Three months to 31.03.2005 RM'000
<ul> <li>Current taxation</li> <li>Under provision in prior years</li> </ul>	(5,63 6)	(94) 62 (32)	(5,636)	(94) 62 (32)

The current taxation expense of RM 5.6 million in the current period was provided by profitable subsidiaries.

#### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

#### PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

#### 20 DISPOSAL OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There were no disposals of unquoted investments and/or properties in the current financial period.

#### 21 ACQUISITIONS AND DISPOSALS OF QUOTED SECURITIES

 Total disposals of quoted securities in the current financial period other than securities in existing subsidiaries and associate is as follows

	Current year Quarter 31.03.200 6 RM'000	Current year to date 31.03.2006 RM'000
Total sales proceeds	88,979	88,979
Total profit on disposal	52,388	52,388

b) Investments in quoted securities included in investment in associates and short term investment as at 31 March 2006 are as follows:

	At cost	<b>Carrying Value</b>	Market Value
	31 March 2006	31 March 2006	31 March 2006
	(RM'000)	(RM'000)	(RM'000)
Other investments	65,972	3,678	8,028
Investment in associate	1,168,531	739,234	721,016

### 22 STATUS OF CORPORATE PROPOSALS ANNOUNCED BUT NOT COMPLETED AS AT THE DATE OF THIS ANNOUNCEMENT

There are no corporate proposals announced but not completed as at the date of this announcement.

#### 23 GROUP BORROWINGS AND DEBT SECURITIES

	As at
	31.03.2006 RM'000
Long Torm Porrowings (Cooured)	KIVI UUU
Long Term Borrowings (Secured)	107.100
USD Bonds	107,136
Bank borrowings from domestic banks (including accrued interest)	566,844
	673,980
Short Term Borrowings (Secured)	
Bank borrowings from domestic banks	25,215
	699,195
	========

#### UNAUDITED INTERIM FINANCIAL REPORT FOR THE FIRSTQUARTER ENDED 31 MARCH 2006

#### PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

#### 24 OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There were no financial instruments with off-balance sheet risks as at the date of this announcement.

#### 25 MATERIAL LITIGATION

The Company and its subsidiaries have no outstanding material litigation as at the date of this announcement.

#### 26 EARNINGS/(LOSS) PER SHARE ("EPS")

3	Current year quarter 1.03.2006	Preceding year corresponding quarter 31.03.2005	Three months to 31.03.2006	Three months to 31.03.2005
Earnings/(Loss) Per Share				
Profit/(Loss) for the period (RM'000) Less: Amount attributable to minority interest (RM'000) Other movements in accumulated losses as per	34,909 (1,506)	(23,077) (1,481)	34,909 (1,506)	(23,077) (1,481)
Statement of Changes in Equity (RM'000)	-	(42)	-	(42)
Weighted average number of shares ('000) Basic profit/(loss) per share (sen)	33,403 775,245 4.3	(24,600) 771,436 (3.2)	33,403 775,245 4.3	(24,600) 771,436 (3.2)

The fully diluted earnings per share for the period ended 31 March 2006 is not presented as the average market value of the shares of the Company is lower than the subscription price for the outstanding warrants.

#### 27 AUTHORISATION FOR ISSUE

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 19 May 2006.

By Order of the Board

SAPIAH JAMALUDIN (MAICSA 0807355) Secretary

Kuala Lumpur 19 May 2006