

KENCANA PETROLEUM BERHAD

Company No. 667490-M
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

QUARTERLY REPORT	:	FINANCIAL YEAR ENDED 31 JULY 2007
PERIOD	:	1 MAY 2007 TO 31 JULY 2007
QUARTER	:	4 TH QUARTER
FINANCIAL YEAR END	:	31 JULY 2007
FIGURES	:	UNAUDITED

KENCANA PETROLEUM BERHAD (667490-M)

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE FINANCIAL YEAR ENDED 31 JULY 2007**

	4th Quarter		Cumulative Quarter	
	01.05.2007 to 31.07.2007 RM'000	01.05.2006 to 31.07.2006* RM'000	20.09.2006 to 31.07.2007 RM'000	01.08.2005 to 31.07.2006* RM'000
Revenue	317,929	n/a	824,490	n/a
Contract costs	(290,093)	n/a	(728,656)	n/a
Gross profit	27,836	n/a	95,834	n/a
Depreciation	(1,966)	n/a	(5,874)	n/a
Operating expenses	(9,180)	n/a	(21,437)	n/a
Other operating income	9,242	n/a	10,453	n/a
Profit from operations	25,932	n/a	78,976	n/a
Interest expense	(1,540)	n/a	(5,160)	n/a
Interest income	1,327	n/a	1,502	n/a
Share of results of associated companies	125	n/a	290	n/a
Share of results of jointly controlled entities	8	n/a	16	n/a
Profit before taxation	25,852	n/a	75,624	n/a
Taxation	19 (6,884)	n/a	(18,464)	n/a
Net profit for the period/year	18,968	n/a	57,160	n/a
Attributable to:				
Equity holders of the parent	18,968	n/a	57,160	n/a
Minority interests	-	n/a	-	n/a
Net profit for the period/year	18,968	n/a	57,160	n/a
Earnings per share (“EPS”) attributable to equity holders of the parent (sen)				
Basic	27 2.13	n/a	6.88	n/a
Diluted	27 2.11	n/a	6.81	n/a

Note:

* Since this is the first year of issuance of quarterly reports after the Group was conceived on 20 September 2006, there are no comparative consolidated figures for the preceding financial year's corresponding quarter and year-to-date.

The condensed consolidated income statement should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.

KENCANA PETROLEUM BERHAD (667490-M)
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED BALANCE SHEET AS AT 31 JULY 2007

	As at 31.07.2007 RM'000	As at 31.07.2006* RM'000
<u>ASSETS</u>		
Non-current assets		
Property, plant and equipment	181,390	-
Investments	-	60,000
Investments in associated companies	1,232	-
Investments in jointly controlled entities	4	-
Goodwill	24,239	-
Long term advances	-	12,999
	<u>206,865</u>	<u>72,999</u>
Current assets		
Trade and other receivables	211,477	1,000
Short term deposits	36,313	-
Cash and bank balances	127,151	6,001
	<u>374,941</u>	<u>7,001</u>
TOTAL ASSETS	<u>581,806</u>	<u>80,000</u>
<u>EQUITY AND LIABILITIES</u>		
Equity attributable to equity holders of the parent		
Share capital	89,150	60,000
Share premium	73,510	-
Other reserves	123	-
Retained profits / (accumulated losses)	57,153	(7)
TOTAL EQUITY	<u>219,936</u>	<u>59,993</u>
Non-current liabilities		
Long term borrowings	23 52,814	-
Deferred taxation	14,519	-
Amount owing to a shareholder	-	20,000
	<u>67,333</u>	<u>20,000</u>
Current liabilities		
Trade and other payables	254,056	7
Taxation	-	-
Short term borrowings	23 40,481	-
	<u>294,537</u>	<u>7</u>
TOTAL LIABILITIES	<u>361,870</u>	<u>20,007</u>
TOTAL EQUITY AND LIABILITIES	<u>581,806</u>	<u>80,000</u>
Net assets per share attributable to equity holders of the parent (RM)	<u>0.25</u>	<u>0.10</u>

Note:

* As this is the first year of issuance of quarterly report after the Group was conceived on 20 September 2006, there are no comparative consolidated figures for the preceding financial year. The comparative figures relate to Kencana Petroleum company level position only.

The condensed consolidated balance sheet should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.

KENCANA PETROLEUM BERHAD (667490-M)

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 JULY 2007**

	<u>Non-Distributable</u>			<u>Distributable</u>	Total equity RM'000
	<u>Attributable to Equity Holders of the Parent</u>				
	Share capital RM'000	Share premium RM'000	Share option reserve RM'000	Retained profits RM'000	
Balance as at 1 August 2006	60,000	-	-	(7)	59,993
Net profit for the year	-	-	-	57,160	57,160
Issue of ordinary shares pursuant to					
- Capitalisation of advances	8,000	12,000	-	-	20,000
- Initial public offering ("IPO")	20,000	62,000	-	-	82,000
- Share options exercised	1,150	3,565	-	-	4,715
Transfer to share premium for share options exercised		575	(575)		-
Transaction costs	-	(4,630)	-	-	(4,630)
Share-based payments	-	-	698	-	698
Balance as at 31 July 2007	<u>89,150</u>	<u>73,510</u>	<u>123</u>	<u>57,153</u>	<u>219,936</u>

Note:

Since this is the first year of issuance of quarterly reports after the Group was conceived on 20 September 2006, there are no comparative consolidated figures for the preceding financial year's corresponding quarter and year-to-date.

The condensed consolidated statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.

KENCANA PETROLEUM BERHAD (667490-M)
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED CASH FLOW STATEMENT
FOR THE FINANCIAL YEAR ENDED 31 JULY 2007**

	Current Year-to-Date 20.09.2006 to 31.07.2007 RM'000	Preceding Year-to-Date 01.08.2005 to 31.07.2006* RM'000
Net cash from operating activities	93,165	n/a
Net cash used in investing activities	(40,386)	n/a
Net cash from financing activities	68,062	n/a
Net increase in cash and cash equivalents	120,841	n/a
Cash and cash equivalents at beginning of financial year	6,001	n/a
Cash and cash equivalents at end of financial year	126,842	n/a
Cash and cash equivalents at the end of the financial year comprise of the following balance sheet amounts:		
Cash and bank balances	127,151	n/a
Bank overdrafts	(309)	n/a
	126,842	n/a

Note:

* As this is the first year of issuance of quarterly reports after the Group was conceived on 20 September 2006, there are no comparative consolidated figures for the preceding financial year to-date.

The condensed consolidated cash flow statement should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.

PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

1. BASIS OF PREPARATION

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standards (“FRS”) 134 : Interim Financial Reporting and disclosure provisions of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended 31 July 2006. The explanatory notes attached to the interim financial statements 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.

2. CHANGES IN ACCOUNTING POLICIES

The significant accounting policies adopted are consistent with those of the audited financial statements for the financial year ended 31 July 2006 except for the adoption of the following new or revised FRS effective for financial period beginning 1 January 2006:

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 Instruments : Disclosure and Presentation
FRS 133	Earnings Per Share
FRS 136	Impairment of Assets
FRS 138	Intangible Assets
FRS 140	Investment Property

The adoption of the new or revised FRSs does not have significant financial impact on the Group.

3. AUDITORS’ REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors’ report on the financial statements of the Company and its subsidiaries for the financial year/period ended 31 July 2006 were not qualified.

KENCANA PETROLEUM BERHAD (667490-M)

(Incorporated in Malaysia)

4. SEGMENTAL INFORMATION

Segmental information is not presented as there is no material business or geographical segments other than the engineering and fabrication of oil and gas production facilities in Malaysia.

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

(a) In compliance with FRS 3, the excess of the fair values of the net assets acquired over the consideration paid arising from the acquisition of Kencana Bestwide Sdn Bhd (“Kencana Bestwide”) amounting to approximately RM7.886 million was recognised in the income statement for the financial year ended 31 July 2007.

(b) Save as disclosed above, there were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current quarter and financial year-to-date.

6. SIGNIFICANT ESTIMATES AND CHANGES IN ESTIMATES

There were no changes in estimates that have had a material effect in the current quarter and financial year-to-date results.

7. COMMENTS ABOUT SEASONAL OR CYCLICAL FACTORS

The Group’s performance is not affected by any seasonal or cyclical factors.

8. DIVIDENDS PAID

No dividend was paid during the current quarter and financial year-to-date.

9. VALUATION OF PROPERTY, PLANT AND EQUIPMENT

There was no valuation of property, plant and equipment in the current quarter and financial year-to-date.

10. DEBT AND EQUITY SECURITIES

(a) In conjunction with, and as an integral part of the listing of the Company on the Main Board of Bursa Securities, the Company capitalised advances from a major shareholder, Khasera Baru Sdn Bhd on 11 October 2006 amounting to RM20,000,000 by way of an issuance of 80,000,000 new ordinary shares of RM0.10 each in the Company at an issue price of RM0.25 per ordinary share.

KENCANA PETROLEUM BERHAD (667490-M)

(Incorporated in Malaysia)

- (b) On 8 December 2006, the issued and paid-up share capital of the Company was increased by RM20,000,000 by way of allotment and issue of 200,000,000 ordinary shares of RM0.10 each arising from the public issue in conjunction with the listing of the Company on the Main Board of Bursa Securities at an issue price of RM0.41 per ordinary share.
- (c) On 24 January 2007, the issued and paid-up share capital of the Company was increased by RM1,150,000 by way of allotment and issue of 11,500,000 ordinary shares of RM0.10 each arising from the exercise of Employees' Share Option Scheme ("ESOS") at an exercise price of RM0.41 per ordinary share.
- (d) Save as disclosed above, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the current quarter and financial year-to-date.

11. CHANGES IN COMPOSITION OF THE GROUP

- (a) On 20 September 2006, the Company obtained control over the financial and operating policies of Kencana HL Sdn Bhd ("Kencana HL") and Kencana Bestwide and their subsidiaries in accordance with the terms of the agreements. Accordingly, Kencana HL and Kencana Bestwide became wholly-owned subsidiaries of the Company.
- (b) On 5 September 2007, a wholly-owned subsidiary, Kencana Petroleum Ventures Sdn Bhd was incorporated.
- (c) Save as disclosed above, there were no other changes in the composition of the Group during the current quarter and financial year-to-date.

12. CHANGES IN CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Corporate Guarantee

- (a) Kencana Bestwide, a wholly-owned subsidiary of the Company, granted unsecured corporate guarantee amounting to RM1,500,000 to a financial institution for credit facilities granted to Best Wide Engineering (M) Sdn Bhd, an associated company of Kencana Bestwide.
- (b) Kencana HL, a wholly-owned subsidiary of the Company, granted unsecured corporate guarantee amounting to USD6,665,530 to a financial institution for credit facilities granted to Cendor Mopu Producer Ltd ("CMPL"), previously an investment of Kencana HL. Kencana HL has disposed its entire equity interest in CMPL during the financial year ended 31 July 2006. Under the letter to dispose the shares in CMPL, the remaining shareholders of CMPL shall procure the financial institution to release the corporate guarantee extended to the financial institution and pending such release, the remaining shareholders will collectively assume Kencana HL's responsibility under the said corporate guarantee. The financial institution had conditionally approved the cancellation of the corporate guarantee pending finalisation of documentation by CMPL.

Material Litigation

- (c) Kencana Bestwide, a wholly-owned subsidiary of the Company, instituted legal action against a customer for debts amounting to RM1,071,899.02 plus interest for work done and services rendered. The customer has filed a counter claim for the sum of RM2,122,573.08 plus interest, for damages allegedly suffered as part of the product provided by Kencana Bestwide which was allegedly counterfeit. Kencana Bestwide has filed a summary judgment application that was dismissed and an appeal has been filed. Kencana Bestwide then issued third party proceedings against the party which the purported defective product was purchased and Kencana Bestwide's insurers, in respect of the customer's counterclaim. The case is fixed for trial on 7, 8 and 9 January 2008. Kencana Bestwide's solicitors are of the view that the customer's counterclaim is a mere assertion and lacks substantial evidence in support.
- (d) On 15 March 2006, a third party served Kencana HL, a wholly-owned subsidiary of the Company, with a notice pursuant to Section 218 of the Companies Act, 1965 stating that a sum of RM599,753.02 is due and owing by Kencana HL. Kencana HL disputed the amount claimed on the basis that it is not substantiated. Kencana HL has been granted a Quia Timet injunction by the Court to prevent the filing of a winding-up petition as there were triable issues concerning the alleged outstanding sum. As the claimant is restrained from commencing winding-up proceedings against Kencana HL, it is seeking to recover the outstanding sum by way of a conventional writ action. On 14 December 2006, the claimant filed an action against Kencana HL for, amongst others, a sum of RM1,731,388.92 together with a surcharge of RM43,284.78 being the alleged outstanding amount. To-date, the sealed copy of the writ of summons has not been served on Kencana HL. Kencana HL's solicitor has not been made aware of any renewal of the writ summon or any fresh summon has been filed whatsoever by the claimant. No provision has been made for the amount claimed as the Directors of the Company are of the opinion that the likelihood of crystallisation of the claim is remote.

Save as disclosed above, there were no other material contingent liabilities that may, upon materialisation, have a material effect on the Group's financial results or position.

13. CAPITAL COMMITMENTS

The amount of commitments for the purchase of property, plant and equipment not provided for in the interim condensed financial statements as at 31 July 2007 were as follows:

	As at 31.07.2007 RM'000
Approved and contracted for	
Purchase of property, plant and equipment	<u>860</u>

14. SUBSEQUENT EVENTS

Save as disclosed above, there were no other material events subsequent to the end of the current quarter.

KENCANA PETROLEUM BERHAD (667490-M)

(Incorporated in Malaysia)

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

15. PERFORMANCE REVIEW

For the current quarter under review, the Group recorded a revenue of RM317.929 million and profit before taxation of RM25.852 million. For the financial year-to-date under review from 20 September 2006 to 31 July 2007, the Group recorded profit before taxation of RM75.624 million on the back of a revenue of RM824.49 million.

There were no comparative figures in the preceding financial year as this is the Group's first year of issuance of quarterly announcements after the Company was listed on the Main Board of Bursa Securities on 15 December 2006.

16. MATERIAL CHANGE IN PROFIT BEFORE TAXATION OF CURRENT QUARTER

The Group's profit before taxation increased by 8.5% to RM25.852 million for the current quarter ended 31 July 2007 from RM23.837 million in the preceding quarter ended 30 April 2007. The increase was mainly attributable to the recognition of negative goodwill arising from the acquisition of Kencana Bestwide as disclosed in Note 5.

17. COMMENTARY ON PROSPECTS

The Group's financial performance is dependent on the demand for engineering and fabrication of oil and gas production facilities, both onshore and offshore. Moving forward, the Group expects the demand for the engineering and fabrication of oil and gas production facilities, both offshore and onshore to remain strong for the following reasons:

- Active exploration and production activities in Malaysia and overseas
- Sustained high level of global demand for hydrocarbons
- Sustained high global market price for hydrocarbons
- Strong tender book for both local and overseas projects

Barring unforeseen circumstances, the Board of Directors is confident that the prospects of the Group remain positive.

KENCANA PETROLEUM BERHAD (667490-M)
(Incorporated in Malaysia)

18. PROFIT FORECAST

The Group has issued profit forecast which was included in the Company's Prospectus dated 21 November 2006. The difference between the actual results (unaudited) and forecast figures for the financial year ended 31 July 2007 are tabulated as follows:

	Actual RM'000	Forecast RM'000	Variance RM'000	%
Revenue	824,490	887,685	(63,195)	(7.1)
Net profit	57,160	45,238	11,922	26.4

The shortfall in revenue was primarily due to lower revenue recognised for one of its ongoing projects due to changes in the schedule for offshore activities.

The positive variance in net profit after taxation was mainly attributable to higher gross profit margin and recognition of negative goodwill of RM7.886 million arising from the acquisition of Kencana Bestwide as disclosed in Note 5

19. TAXATION

	4th Quarter		Cumulative Quarter	
	01.05.2007 to 31.07.2007 RM'000	01.05.2006 to 31.07.2006 RM'000	20.9.2006 to 31.07.2007 RM'000	01.08.2005 to 31.07.2006 RM'000
Current taxation	3,909	n/a	15,489	n/a
Deferred taxation	2,975	n/a	2,975	n/a
	<u>6,884</u>	<u>n/a</u>	<u>18,464</u>	<u>n/a</u>

The effective tax rate of the Group for the current quarter and financial year to-date is lower than the statutory tax rate principally due to the availability of reinvestment allowances.

20. SALE OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

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

21. INVESTMENTS IN QUOTED SECURITIES

There were no dealings by the Group in quoted securities for the current quarter and financial year to-date. The Group did not hold any investments in quoted securities as at 31 July 2007.

22. CORPORATE PROPOSALS

- (a) On 15 December 2006, the entire issued and paid-up share capital of the Company, comprising 880,000,000 ordinary shares of RM0.10 each were listed on the Main Board of Bursa Securities. The listing proceeds from the IPO exercise have been utilised in the following manner:

Purpose	Proposed Utilisation RM'000	Actual Utilisation 30.04.2007 RM'000	Intended Timeframe for Utilisation	Deviation		Explanations
				RM'000	%	
(i) Working capital	53,000	38,471	12 months	14,529	27	Note ⁽¹⁾
(ii) Repayment of borrowings	25,000	25,000	3 months	-	-	n/a
(iii) Listing expenses	4,000	4,630	Immediate	(630)	(16)	Note ⁽²⁾
	<u>82,000</u>	<u>68,101</u>		<u>13,899</u>		

⁽¹⁾ Progressive utilisation within 12 months from date of Company's listing

⁽²⁾ The figure disclosed in the Prospectus was an estimate and the amount incurred is final

- (b) On 30 January 2007, 11,500,000 ordinary shares of RM0.10 each arising from the exercise of ESOS were listed on the Main Board of Bursa Securities.
- (c) On 21 August 2007, Kencana HL, a wholly-owned subsidiary of the Company entered into a Share Sale Agreement to acquire 10,000,000 ordinary shares of RM1.00 each in Torsco Sdn Bhd ("Torsco"), representing 100% of the issued and paid-up share capital of Torsco from IJM Corporation Berhad, for a purchase consideration of RM74,624,584, payable in cash. The proposed acquisition is conditional upon approvals being obtained from the relevant authorities and the Company's shareholders in an extraordinary general meeting. The proposed acquisition is expected to be completed before the end of fourth quarter of calendar year 2007.
- (d) On 13 September 2007, the Company announced the following proposed corporate exercises:
- private placement of up to 10% of the issued and paid-up share capital of the Company;
 - increase in the authorised share capital from RM100,000,000 comprising 1,000,000,000 shares to RM200,000,000 comprising 2,000,000,000 shares; and
 - amendments to the Memorandum and Articles of Association of the Company.

The proposals are conditional upon approvals being obtained from the relevant authorities and the Company's shareholders in an extraordinary general meeting. The proposals are expected to be completed before the end of first quarter of calendar year 2008.

- (e) Save as disclosed above, there is no other corporate proposal announced but not completed as at 24 September 2007.

KENCANA PETROLEUM BERHAD (667490-M)
(Incorporated in Malaysia)

23. BORROWINGS

	As at 31.07.2007 RM'000	As at 31.07.2006* RM'000
Short term borrowings		
Secured:		
Bank overdrafts	309	-
Revolving credits	7,008	-
Term loans – short term portion	4,697	-
Hire purchase liabilities – short term portion	8,467	-
Unsecured:		
Revolving credits	20,000	-
	<u>40,481</u>	<u>-</u>
Long term borrowings		
Secured:		
Term loans – long term portion	33,201	-
Hire purchase liabilities – long term portion	19,613	-
	<u>52,814</u>	<u>-</u>
Total borrowings	<u>93,295</u>	<u>-</u>

* The comparative figures relate to Kencana Petroleum company level position only.

All the above borrowings are denominated in Ringgit Malaysia (RM).

24. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There was no off balance sheet financial instruments as at 24 September 2007.

25. CHANGES IN MATERIAL LITIGATION

As at 24 September 2007, there was no material litigation against the Group except as disclosed in Note 12.

26. DIVIDEND PROPOSED

No dividend was proposed or declared for the current financial year-to-date under review.

KENCANA PETROLEUM BERHAD (667490-M)
(Incorporated in Malaysia)

27. EARNINGS PER SHARE (“EPS”)

Basic EPS

Basic EPS is calculated by dividing the net profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period.

	<u>4th Quarter</u>		<u>Cumulative Quarter</u>	
	<u>01.05.2007</u>	<u>01.05.2006</u>	<u>20.09.2006</u>	<u>01.08.2005</u>
	<u>to</u>	<u>to</u>	<u>to</u>	<u>to</u>
	<u>31.07.2007</u>	<u>31.07.2006</u>	<u>31.07.2007</u>	<u>31.07.2006</u>
Net profit for the period attributable to equity holders of the parent (RM'000)	18,968	n/a	57,160	n/a
Weighted average number of ordinary shares in issue ('000)	891,500	n/a	831,408	n/a
Basic EPS (sen)	<u>2.13</u>	<u>n/a</u>	<u>6.88</u>	<u>n/a</u>

Diluted EPS

Diluted EPS amount is calculated by dividing the net profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period after adjusting for the dilutive effects of all potential ordinary shares to be issued under the ESOS.

	<u>4th Quarter</u>		<u>Cumulative Quarter</u>	
	<u>01.05.2007</u>	<u>01.05.2006</u>	<u>20.09.2006</u>	<u>01.08.2005</u>
	<u>to</u>	<u>to</u>	<u>to</u>	<u>to</u>
	<u>31.07.2007</u>	<u>31.07.2006</u>	<u>31.07.2007</u>	<u>31.07.2006</u>
Net profit for the period attributable to equity holders of the parent (RM'000)	18,968	n/a	57,160	n/a
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	899,237	n/a	839,145	n/a
Diluted EPS (sen)	<u>2.11</u>	<u>n/a</u>	<u>6.81</u>	<u>n/a</u>

KENCANA PETROLEUM BERHAD (667490-M)
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28. AUTHORISED FOR ISSUE

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors dated 26 September 2007.

BY ORDER OF THE BOARD

Ng Heng Hooi
(MAICSA 7048492)
Company Secretary
Kuala Lumpur
27 September 2007