(Company No. 475221-K) Incorporated in Malaysia



**Date** : 24 OCTOBER 2011

**Subject: QUARTERLY FINANCIAL REPORT** 

FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2011

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# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2011

	Current Quarter Ended 30 September 2011 RM '000	Current Quarter Ended 30 September 2010 RM '000	9 Months Cumulative YTD 30 September 2011 RM '000	9 Months Cumulative YTD 30 September 2010 RM '000
Revenue	240,373	221,723	689,522	658,826
Expenditure	(194,045)	(179,111)	(591,226)	(536,922)
Other Income	9,308	11,569	29,737	27,420
Profit from Operations	55,636	54,181	128,033	149,324
Share of Profit of Associates	8	146	45	457
<b>Profit Before Taxation</b>	55,644	54,327	128,078	149,781
Income Tax Expense	(15,057)	(14,210)	(32,559)	(33,161)
Profit net of tax, representing total comprehensive income	40,587	40,117	95,519	116,620
Attributable to: Equity Holders of The Company Minority Interest	40,685 (98) 40,587	40,266 (149) 40,117	95,565 (46) 95,519	116,610 10 116,620
Basic Earnings Per Share (Sen)	8.7	8.5	20.3	24.8
Fully Diluted Earnings Per Share (Sen)	8.7	8.5	20.3	24.8

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# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2011

	As at 30 September 2011 RM '000	Restated -As at 31 December 2010 RM '000
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	769,531	767,886
Prepaid Land Lease Payments	6,066	6,292
Investment Properties	2,185	2,230
Intangible Assets	207,192	227,905
Investments in Associates	6,929	6,885
Other Investments	1,534	1,534
Long Term Receivables	528	528
Deferred Tax Assets	11,465	13,729
	1,005,430	1,026,989
Current Assets		
Inventories	8,535	7,384
Trade and Other Receivables	233,552	212,755
Tax Recoverable	16,563	15,652
Deposits with Financial Institutions	653,026	874,761
	911,676	1,110,552
TOTAL ASSETS	1,917,106	2,137,541
LIABILITIES AND EQUITY		
Current Liabilities		
Trade and Other Payables	191,788	196,817
Current Tax Payable	113	419
	191,901	197,236
Net current assets	719,775	913,316
Non-Current Liabilities		
Deferred Tax Liabilities	49,815	46,540
Net assets	669,960	866,776
<b>Equity Attributable to Equity Holders of the</b>	Company	
Share Capital	470,253	470,253
Reserves	1,202,254	1,420,583
	1,672,507	1,890,836
<b>Minority Interest</b>	2,883	2,929
Total Equity	1,675,390	1,893,765
TOTAL LIABILITIES AND EQUITY	1,917,106	2,137,541
Net Assets Per Share (RM)	3.56	4.03

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# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2011

			Attri	butable to Eq	uity Holders o	of the Parei	nt			
	•	4	Non -	Distributable		<b>—</b>	Distributable	-	Minority	Total
	Share Capital RM '000	Share Premium RM '000	Capital Reserve RM '000	Revaluation Reserve RM '000	Translation Reserve RM '000	Merger Reserve RM '000	Retained Earnings RM '000	Total RM '000	Interest RM '000	Equity RM '000
For The 9 Months Period Ended 30 September	2011									
As at 1 January 2011	470,253	305	35,259	99,794	358	66,004	1,218,863	1,890,836	2,929	1,893,765
Profit net of tax, representing total comprehensive income Dividend 2010 Dividend 2011	- - -	- - -	- - -	- - -	- - -	- - -	<b>95,565</b> (105,807) (208,087)	<b>95,565</b> (105,807) (208,087)	(46) - -	<b>95,519</b> (105,807) (208,087)
As at 30 September 2011	470,253	305	35,259	99,794	358	66,004	1,000,534	1,672,507	2,883	1,675,390
For The 9 Months Period Ended 30 September	2010									
Balance at 1 January 2010	470,253	305	35,259	99,794	358	66,004	1,172,934	1,844,907	2,740	1,847,647
Effects of adopting FRS 139		-	-	-	-	-	7,276	7,276	107	7,383
As at 1 January 2010 (restated)	470,253	305	35,259	99,794	358	66,004	1,180,210	1,852,183	2,847	1,855,030
Profit net of tax, representing total comprehensive income Dividend 2009	-	-	- -	<u>-</u>	-	-	<b>116,610</b> (74,065)	<b>116,610</b> (74,065)	10	<b>116,620</b> (74,065)
As at 30 September 2010	470,253	305	35,259	99,794	358	66,004	1,222,755	1,894,728	2,857	1,897,585

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# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2011

	9 Months	9 Months
	Ended	Ended
	30 September 30 2011	2010
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES	IXIVI OOO	1000
Profit before taxation	128,078	149,781
Adjustment for:		
Non-Cash Items	113,722	100,520
Non-Operating Items	(20,570)	(14,391)
Operating profit before working capital changes	221,230	235,910
Net change in Current Assets	(23,196)	(62,769)
Net change in Current Liabilities	(12,048)	33,202
Cash generated from operations	185,986	206,343
Net Taxes Paid	(20,937)	(40,152)
Net cash generated from operating activities	165,049	166,191
CASH FLOWS FROM INVESTING ACTIVITIES		
Other Investments	(72,890)	(10,782)
Net cash used in investing activities	(72,890)	(10,782)
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividend Paid	(313,894)	(74,065)
Net cash used in financing activities	(313,894)	(74,065)
CASH AND CASH EQUIVALENTS		
Net change in cash and cash equivalents	(221,735)	81,344
Cash and cash equivalents at beginning of period	874,761	802,902
Cash and cash equivalents at end of period	653,026	884,246
Cash and cash equivalents comprise of:		
Cash and bank balances	25,809	28,738
Short term deposits	627,217	855,508
	653,026	884,246

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# QUARTERLY FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2011

## PART A. NOTES TO THE QUARTERLY FINANCIAL REPORT

# A1. SIGNIFICANT EVENTS AND TRANSACTIONS

There were no significant events and transactions that would have material impact on the financial position and performance of the Company as at 30 September 2011, except that the Company had paid a special interim dividend of 59.0 sen per share less 25% income tax on 2 August 2011.

## A2. BASIS OF PREPARATION

The Interim Financial Statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2010. These 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 since the year ended 31 December 2010.

## **Changes in Accounting Policies**

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010 except for the adoption of the following new/revised Financial Reporting Standards ("FRS"):

Effective for financial periods beginning on or after 1 March 2010:

Amendments to FRS 132 Classification of Rights Issues

Effective for financial periods beginning on or after 1 July 2010:

FRS 1 First-time Adoption of Financial Reporting Standards

FRS 3 Business Combinations (revised)

Amendments to FRS 2 Share-based Payment

Amendments to FRS 5 Non-current Assets Held for Sale

and Discontinued Operations

Amendments to FRS 127 Consolidated and Separate Financial Statements

Amendments to FRS 138 Intangible Assets

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Amendments to IC	
Interpretation 9	Reassessment of Embedded Derivatives
IC Interpretation 12	Service Concession Arrangements
IC Interpretation 16	Hedges of a Net Investment in a Foreign Operation
IC Interpretation 17	Distributions of Non-cash Assets to Owners

Effective for financial periods beginning on or after 1 January 2011:

Amendments to FRS 1	Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters
Amendments to FRS 1	Additional Exemptions for First-time Adopters
Amendments to FRS 2	Group Cash-settled Shared based Payment Transactions
Amendments to FRS 3	Business Combinations
Amendments to FRS 7	Improving Disclosures about Financial Instruments
Amendments to FRS 101	Presentation of Financial Statements
Amendments to FRS 121	The Effect of Changes in Foreign Exchange Rates
Amendments to FRS 128	Investments in Associates
Amendments to FRS 131	Interests in Joint Ventures
Amendments to FRS 132	Financial Instruments: Presentation
Amendments to FRS 134	Interim Financial Reporting
Amendments to FRS 139	Financial Instruments: Recognition and Measurement
IC Interpretation 4	Determining Whether an Arrangement contains a Lease
IC Interpretation 13	Amendments to IC Interpretation 13
IC Interpretation 18	Transfer of Assets from Customers

Other than the application of IC Interpretation 12, the application of the aforesaid applicable standards, amendments or interpretations have no material impact to the financial statements upon their initial adoption.

# **IC Interpretation 12: Service Concession Arrangements**

This IC Interpretation 12 applies to service concession operators and explains the treatment for the rights received in service concession arrangements. The Interpretation applies to the service concessions held by the Group, as the government controls and regulates the services provided and the prices charged. The government also controls the residual interest in the infrastructure at the end of the concession arrangements.

Under such service concession arrangements, the Interpretation requires the operators to identify the considerations received or receivable to be classified as intangible assets.

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Previously, the Group has recognised the construction cost and cost of procurement of assets in relation to the concession arrangements as property, plant and equipment. These property, plant and equipment were depreciated over the useful life or the period of the concessions, whichever is earlier.

Subsequent to the adoption of the interpretation, the Group has to recognise the considerations arising from a service concession arrangement as intangible assets. As such, the construction cost and cost of procurement of assets relating to the concession arrangements have been reclassified as intangible assets upon the adoption of the Interpretation.

These intangible assets are amortised in the profit or loss on a straight-line basis over the period of the concession rights.

The IC Interpretation 12 was adopted retrospectively by the Group.

The following are effects to the consolidated statement of financial position as at 30 September 2011 arising from the changes in the accounting policy:

<b>Effect on Interim Financial Positio</b>	n as at 30 Septen	nber 2011	RM'000
Decrease in Property, Plant and Equipment Increase in Intangible Assets	nent	_	(167,918) 167,918
	Before restatement RM'000	Adjustments RM'000	As at 30 Sept 2011 RM'000
Consolidated statement of financia	l position		
Property, Plant and Equipment	937,449	(167,918)	769,531
Intangible Assets	39,274	167,918	207,192

The following are effects to the consolidated statement of financial position as at 31 December 2010 arising from the changes in the accounting policy:

<b>Effect on Statement of Financial Position as at 31 December 2010</b>	RM'000
Decrease in Property, Plant and Equipment	(175,479)
Increase in Intangible Assets	175,479

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The following comparatives as at 31 December 2010 have been restated:

	As previously stated RM'000	Adjustments RM'000	As restated RM'000
Consolidated statement of financi	al position		
Property, Plant and Equipment	943,365	(175,479)	767,886
Intangible Assets	52,426	175,479	227,905

## Standards issued but not yet effective

Effective for financial periods beginning on or after 1 July 2011:

Amendments to IC					
Interpretation 14	Prepayments of	f a Minimun	n Funding Re	quirem	ent
IC Interpretation 19	Extinguishing	Financial	Liabilities	with	Equity
	Instruments				

Effective for financial periods beginning on or after 1 January 2012:

Amendments to FRS 124	Related Party Disclosures
IC Interpretation 15	Agreements for the Construction of Real Estate

The Group has not adopted the above standards and interpretations that have been issued but not yet effective. The application of the amendments and interpretations shall not have any material impact to the financial statements upon their initial adoption.

## **OTHER DISCLOSURES**

## A3. COMMENTS ABOUT SEASONAL OR CYCLICAL FACTORS

The Group's businesses are generally affected by the various festive seasons.

## A4. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no material unusual items affecting assets, liabilities, equity, net income, or cash flow during the financial period ended 30 September 2011.

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## **A5.** CHANGES IN ESTIMATES

There were no other changes in estimates that had a material effect in the current quarter results and preceding quarter.

# A6. ISSUES, REPURCHASES AND REPAYMENTS OF DEBT AND EQUITY SECURITIES

There have been no issues and repayment of equity security, repurchases or new issuance for the current quarter ended 30 September 2011.

## A7. DIVIDENDS PAID

Total dividends paid during the quarter ended 30 September 2011 amounted to RM208,086,823. This is in respect of a special interim dividend for financial year ended 31 December 2011 of 59.0 sen per ordinary share less 25% income tax. The dividend was paid on 2 August 2011.

The Company also declared in the quarter ended 30 September 2011, a single tier interim dividend amounting to RM32,917,690 for the financial year ending 31 December 2011 of 7.0 sen per ordinary share. The dividend was announced on 22 August 2011 and was paid on 12 October 2011.

# A8. SEGMENTAL INFORMATION

The segment information is presented on the basis of the Group's primary business segments. This segment reporting format is also the basis for the Group's management and internal reporting structure to the chief operating decision maker. There are two segments namely the Port Operations and Logistics Operations.

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The analysis of results for the 9 months period ended 30 September 2011 is as follows:-

	Port Operations RM'000	9 months en Logistics Operations RM'000	ded 30.09.2011 Others and Eliminations RM'000	Consolidated RM'000
Revenue				
External	517,728	171,794	-	689,522
Inter – Segment	2,991	9,418	(12,409)	-
Total revenue	520,719	181,212	(12,409)	689,522
Other Income	20,303	872	8,562	29,737
Results				
Depreciation of property,				
plant and equipment	89,777	10,526	87	100,390
Amortisation of prepaid port rights	13,151	-	-	13,151
Amortisation of prepaid				
land lease payments	225	-	-	225
Share of profit of associates	-	45	-	45
Profit before tax	118,719	1,231	8,128	128,078

The analysis of results for the 9 months period ended 30 September 2010 is as follows:-

	9 months ended 30.09.2010			
	Port	Logistics	Others and	
	<b>Operations</b>	_	Eliminations	Consolidated
	RM'000	RM'000	RM'000	RM'000
Revenue				
External	516,439	142,387	-	658,826
Inter – Segment	_	7,921	(7,921)	-
Total revenue	516,439	150,308	(7,921)	658,826
Other Income	14,592	4,902	7,926	27,420
Results				
Depreciation of property,				
plant and equipment	80,979	10,779	110	91,868
Amortisation of prepaid port rights	13,151	, <u> </u>	_	13,151
Amortisation of prepaid	ŕ			,
land lease payments	225	-	-	225
Share of profit of associates		457	-	457
Profit/(Loss) before tax	151,256	(8,857)	7,382	149,781

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# A9. SUBSEQUENT EVENTS AFTER THE INTERIM PERIOD

There were no material events subsequent to the end of the interim reporting period that have not been reflected in this Interim Financial Statement.

## A10. CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group during the interim financial period ended 30 September 2011.

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# PART B. INFORMATION REQUIRED BY LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

### **B1. PERFORMANCE REVIEW**

The Group's revenue for the current quarter amounted to RM240.3 million, which is 8.4% higher than the corresponding comparative quarter's figure of RM221.7 million. The year-to-date revenue of the Group amounted to RM689.5 million, an increase of 4.7% compared to the figure for the corresponding period last year of RM658.8 million.

Port operations contributed RM181.6 million for the current quarter, an increase of 2.6% against the figure for the same quarter last year of RM177.0 million. Throughput registered during the third quarter was 807,312 TEUs, a decrease of 5.4% compared to the throughput for the corresponding period last year of 853,804 TEUs. The year-to-date throughput achieved is 2,410,716 TEUs, a decrease of 4.1% compared against 2,513,281 TEUs corresponding period last year.

The logistics operations contributed RM58.7 million towards the current quarter revenue representing an increase of 31.6% compared against the figure for the corresponding quarter last year of RM44.6 million. The increase in revenue was mainly from the expansion of 3<sup>rd</sup> Party (3PL) business activities.

There have been no other material factors affecting the earnings and/or revenue of the Group for the current quarter.

## **B2.** COMMENT ON MATERIAL CHANGE IN PROFIT BEFORE TAXATION

The profit before tax for the current quarter amounted to RM55.6 million, higher than the immediate preceding quarter's profit before tax of RM41.0 million, mainly due to the increase in revenue by 8.4%.

There were no unusual items affecting profits for the current quarter.

### **B3.** COMMENTARY ON PROSPECTS

a) Port operation during the first three quarters of the year handled a container volume that is 4.1% lower than what was recorded during the same period last year. The volume support is influenced by the demand level from both indigenous and transhipment container traffic and how the two operators in Port Klang can offer their capacity to meet customers' needs. The competitive environment will continue to exist during the remaining months of the year.

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Logistics operations are progressively broadening from the core business focus of container haulage service to a range of 3<sup>rd</sup> Party total logistics services. There are signs indicating positive growth in these areas during the remaining period of the year.

b) The Company did not announce or disclose any internal management targets in a public document.

## **B4.** BOARD OF DIRECTORS STATEMENT ON INTERNAL TARGETS

The Company did not announce or disclose any internal management targets in a public document.

## **B5.** PROFIT FORECAST OR PROFIT GUARANTEE

The Company did not announce or disclose any profit forecast or profit guarantee in a public document.

## **B6.** INCOME TAX EXPENSE

	Current Quarter 30.09.2011 RM'000	Cumulative to date 30.09.2011 RM'000
Current Tax Charge	11,834	28,357
Deferred Tax Charge	3,223	4,202
	15,057	32,559

# **B7.** SALE OF UNQUOTED INVESTMENTS AND PROPERTIES

There were no sale of unquoted investments and/or properties for the current quarter ended 30 September 2011.

# **B8.** SALE OF QUOTED INVESTMENTS

There were no purchase or disposal of quoted securities during the quarter ended 30 September 2011.

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## **B9.** CORPORATE PROPOSALS

There were no corporate proposals which were announced but not completed as at 17 October 2011.

### **B10. BORROWINGS**

There were no borrowings and debt securities as at 30 September 2011.

## **B11. OFF BALANCE SHEET FINANCIAL INSTRUMENTS**

With the adoption of FRS 139, there is no longer any off balance sheet financial instruments items. The Company pursuant to Bursa Malaysia's directive dated 25 March 2010 confirms that there do not exist any outstanding derivatives as at 17 October 2011.

## **B12. CHANGES IN MATERIAL LITIGATION**

As at 17 October 2011, there were no changes in material litigation, including the status of pending material litigation, since the last annual statement of financial position date of 31 December 2010.

## **B13. DIVIDEND PAYABLE**

Dividend:

- a)
- i) No interim dividend has been recommended or declared for the current quarter ended 30 September 2011;
- ii) Not applicable;
- iii) Not applicable;
- iv) Not applicable; and
- v) Not applicable; and
- b) The total dividend for the current financial year is a special interim dividend of 59.0 sen less 25% income tax and a single tier interim dividend of 7.0 sen.

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### **B14. EARNINGS PER SHARE**

In respect of earnings per share:-

## a) Basic/Diluted earnings per share

	Current Quarter 30.09.2011 '000	Cumulative to date 30.09.2011 '000
Total Comprehensive Income For The Period Attributable to:		
Equity Holders of The Company (RM)	40,685	95,565
Weighted average no. of ordinary shares in issue	470,253	470,253
Basic/Diluted earnings per share (Sen)	8.7	20.3

# **B15.** Audit Report

The audit report of the previous annual financial statements for the year ended 31 December 2010 was not subject to any qualification.

## **B16. DISCLOSURE OF REALISED AND UNREALISED PROFITS**

The breakdown of the retained earnings of the Group and of the Company as at 30 September 2011 into realized and unrealized profits is presented in accordance with the directive issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and prepared in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants.

The breakdown of the retained profits of the Group and of the Company as at 30 September 2011, into realized and unrealized profits, pursuant to directives, is as follows:

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	30.09.2011 RM'000	31.12.2010 RM'000
Total retained earnings of NCB Holdings Bhd and		
its subsidiaries:		
- Realised	1,002,628	1,216,250
- Unrealised	(46,357)	(40,881)
	956,271	1,175,369
Total share of retained earnings from associates		
- Realised	649	604
- Unrealised	_	_
	649	604
	956,920	1,175,973
Add: Consolidation adjustments	43,614	42,890
	1,000,534	1,218,863

The disclosure of realized and unrealised profits above is solely for complying with the disclosure requirements stipulated in the directive of Bursa Malaysia and should not be applied for any other purposes.

# **B17. AUTHORISATION FOR ISSUE**

The interim financial statements were authorised for issue by the Board of Directors on 24 October 2011.