



**SINDORA
BERHAD**

(Company No: 13418-K

(A Member of the Johor Corporation Group of Companies)

**CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE QUARTER AND YEAR-TO-DATE ENDED 30 SEPTEMBER 2010**

CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE QUARTER AND YEAR-TO-DATE ENDED 30 SEPTEMBER 2010
(The figures have not been audited)

	Individual Quarter 3 months ended		Cumulative Quarter 9 months ended	
	30 Sept 2010	30 Sept 2009	30 Sept 2010	30 Sept 2009
	RM'000	RM'000	RM'000	RM'000
Revenue	99,241	86,324	265,984	253,805
Cost of sales	(76,858)	(76,751)	(217,522)	(211,947)
Gross profit	22,383	9,573	48,462	41,858
Other income	6,892	39,424	9,941	42,235
Administrative expenses	(16,214)	(14,303)	(36,601)	(37,674)
Profit from operations	13,061	34,694	21,802	46,419
Share of profit after tax and minority interests of associates	580	182	1,187	4,355
Finance costs	(2,614)	(1,775)	(7,886)	(5,527)
Profit before taxation	11,027	33,101	15,103	45,247
Income tax expense	(1,226)	(1,978)	(535)	(3,119)
Profit for the period	9,801	31,123	14,568	42,128
Profit attributable to:				
Shareholders of the Company	6,405	35,087	12,500	43,509
Minority interests	3,396	(3,964)	2,068	(1,381)
Profit for the period	9,801	31,123	14,568	42,128
Earnings per share attributable to shareholders of the Company				
Basic (sen)	6.67	36.55	13.02	45.32
Diluted (sen)	-	-	-	-

The Condensed Consolidated Income Statements above should be read together with the audited financial statements for the year ended 31 December 2009 and the accompanying explanatory notes attached to the interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE QUARTER AND YEAR-TO-DATE ENDED 30 SEPTEMBER 2010

	Individual Quarter		Cumulative Quarter	
	3 months ended		9 months ended	
	30 Sept 2010	30 Sept 2009	30 Sept 2010	30 Sept 2009
	RM'000	RM'000	RM'000	RM'000
Profit for the period	9,801	31,123	14,568	42,128
Currency translation differences arising from consolidation	69	(1)	139	(1)
Available for sale (AFS) investments' fair value movement	28	-	297	-
Total comprehensive income	9,898	31,122	15,004	42,127
Total comprehensive income attributable to:				
Shareholders of the Company	6,753	30,199	12,937	43,508
Minority interests	3,145	923	2,067	(1,381)
	9,898	31,122	15,004	42,127

The Condensed Consolidated Statement of Comprehensive Income above should be read together with the audited financial statements for the year ended 31 December 2009 and the accompanying explanatory notes attached to the interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION [1/2]

AS AT 30 SEPTEMBER 2010

[The figures have not been audited]

	As at 30 Sept 2010	As at 31 Dec 2009 (Audited)
	RM'000	RM'000
ASSETS		
Non-current assets		
Property, plant & equipment	384,715	311,480
Intangible assets	28,601	24,328
Plantation development expenditure	47,198	48,425
Prepaid lease payments	92,281	93,253
Investment properties	3,360	3,360
Investment in associates	26,588	22,310
AFS Investments	3,020	-
Other investments	4,000	6,869
Deferred tax assets	705	168
Total non-current assets	590,468	510,193
Current assets		
Inventories	10,759	8,202
Trade and other receivables	38,219	35,291
Due from ultimate holding corporation	2,080	2,498
Due from related companies	15,807	11,308
Assets classified as held for sale	15,650	19,083
Tax recoverable	5,850	1,845
Cash and bank balances	42,229	49,211
Total current assets	130,594	127,438
TOTAL ASSETS	721,062	637,631

The Condensed Consolidated Statement of Financial Position above should be read together with the audited financial statements for the year ended 31 December 2009 and the accompanying explanatory notes attached to the interim financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION [2/2]

AS AT 30 SEPTEMBER 2010

[The figures have not been audited]

	As at 30 Sept 2010	As at 31 Dec 2009 (Audited)
	<u>RM'000</u>	<u>RM'000</u>
EQUITY AND LIABILITIES		
Share capital	96,000	96,000
Reserves	<u>140,148</u>	<u>130,846</u>
Equity attributable to shareholders of the Company	236,148	226,846
Minority interests	<u>59,144</u>	<u>57,077</u>
Total equity	<u>295,292</u>	<u>283,923</u>
Non-current liabilities		
Loans and borrowings	295,551	224,277
Deferred income	2,736	263
Deferred tax liabilities	<u>22,179</u>	<u>22,615</u>
Total non-current liabilities	<u>320,466</u>	<u>247,155</u>
Current liabilities		
Trade and other payables	57,869	51,000
Loans and borrowings	21,191	33,801
Due to ultimate holding corporation	6	727
Due to holding company	24,419	17,044
Due to related companies	963	2,868
Taxation	<u>856</u>	<u>1,113</u>
Total current liabilities	<u>105,304</u>	<u>106,553</u>
Total liabilities	<u>425,770</u>	<u>353,708</u>
TOTAL EQUITY AND LIABILITIES	<u>721,062</u>	<u>637,631</u>
Net Assets per Share attributable to shareholders of the Company (RM)	2.46	2.36

The Condensed Consolidated Statement of Financial Position above should be read together with the audited financial statements for the year ended 31 December 2009 and the accompanying explanatory notes attached to the interim financial statements.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR-TO-DATE ENDED 30 SEPTEMBER 2009 (Restated)**

	←	Non-distributable	→	Distributable					
	Share Capital	Share Premium	Revaluation Reserves	Available for sale reserve	Exchange Fluctuation Reserve	Retained Profits	Total	Minority Interest	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 January 2009	96,000	11,107	25,321	-	(303)	57,995	190,120	58,197	248,317
Total comprehensive income for the period				-	(1)	43,509	43,508	(1,381)	42,127
Dividends paid				-		(7,620)	(7,620)	(164)	(7,784)
At 30 September 2009	96,000	11,107	25,321	-	(304)	93,884	226,008	56,652	282,660

The Condensed Consolidated Statement of Changes in Equity above should be read together with the audited financial statements for the year ended 31 December 2008 and the accompanying explanatory notes attached to the interim financial statements.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR-TO-DATE ENDED 30 SEPTEMBER 2010**

	←	Non-distributable	→	Distributable					
	Share Capital	Share Premium	Revaluation Reserves	Available for sale reserve	Exchange Fluctuation Reserve	Retained Profits	Total	Minority Interest	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 January 2010	96,000	11,107	25,321	-	(214)	94,631	226,846	57,077	283,922
Total comprehensive income for the period				297	104	12,500	12,902	2,067	14,969
Dividends paid						(3,600)	(3,600)	-	(3,600)
At 30 September 2010	96,000	11,107	25,321	297	(110)	103,531	236,148	59,144	295,291

The Condensed Consolidated Statement of Changes in Equity above should be read together with the audited financial statements for the year ended 31 December 2009 and the accompanying explanatory notes attached to the interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE YEAR-TO-DATE ENDED 30 SEPTEMBER 2010
 [The figures have not been audited]

	Year-to-date ended	
	30 Sept 2010	30 Sept 2009
	RM'000	RM'000
Net cash generated from/(used in) operating activities	42,380	(15,466)
Net cash (used in)/generated from investing activities	4,465	(85,594)
Net cash (used in)/generated from financing activities	(34,881)	87,086
Net increase in cash and cash equivalents	11,964	(13,974)
Cash and cash equivalents at beginning of financial year	30,265	52,238
Cash and cash equivalents at end of financial period	42,229	38,264

Cash and cash equivalents at the end of the three months period comprise the following:

	30 Sept 2010	30 Sept 2009
	RM'000	RM'000
Cash and bank balances	46,663	41,782
Bank overdraft	(4,434)	(3,518)
Cash and cash equivalents at end of financial period	42,229	38,264

The Condensed Consolidated Statement of Cash Flow above should be read together with the audited financial statements for the year ended 31 December 2009 and the accompanying explanatory notes attached to the interim financial statements.

A. NOTES TO THE INTERIM FINANCIAL STATEMENTS

1. Basis of Preparation

This interim financial statements have been prepared in accordance with the applicable disclosure provisions of the Listing Requirements of the Bursa Malaysia Securities Berhad, including compliance with Financial Reporting Standard (FRS) 134 *Interim Financial Reporting*, issued by the Malaysian Accounting Standards Board (MASB).

The interim financial statements have been prepared in accordance with the same accounting policies adopted in the 2009 annual financial statements.

The preparation of an interim financial report in conformity with FRS 134 *Interim Financial Reporting* requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from the estimates.

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2009 annual financial statements. The consolidated interim financial statements and notes thereon do not include all the information for full set of financial statements prepared in accordance with FRSs.

The financial information relating to the financial year ended 31 December 2009 that is included in the interim financial report as being previously reported 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 2009 are available from the Company's registered office.

2. Changes in Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2009 except for the adoption of the following new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations with effect from 1 January 2010.

On 1 January 2010, the Group adopted the following FRSs:-

FRS 7	Financial Instruments: Disclosures
FRS 8	Operating Segments
FRS 101	Presentation of Financial Statements (Revised 2009)
FRS 123	Borrowing Costs
FRS 139	Financial Instruments: Recognition and Measurement
Amendments to FRS 7	Financial Instruments: Disclosures
Amendments to FRS 8	Operating Segments
Amendments to FRS 107	Statement of Cash Flows
Amendments to FRS 108	Accounting Policies, Changes in Accounting Estimates and Errors
Amendments to FRS 110	Events after the Reporting Period
Amendments to FRS 116	Property, Plant and Equipment
Amendments to FRS 117	Leases
Amendments to FRS 118	Revenue
Amendments to FRS 119	Employee Benefits
Amendments to FRS 120	Accounting for Government Grants and Disclosure of Government Assistance
Amendments to FRS 123	Borrowing Costs
Amendments to FRS 129	Financial Reporting in Hyperinflationary Economies
Amendments to FRS 132	Financial Instruments: Presentation

Amendments to FRS 134	Interim Financial Reporting
Amendments to FRS 136	Impairment of Assets
Amendments to FRS 139	Financial Instruments: Recognition and Measurement
Amendments to FRS 140	Investment Property
IC Interpretation 10	Interim Financial Reporting and Impairment
IC Interpretation 11	FRS 2 - Group and Treasury Share Transactions
IC Interpretation 14	FRS 119 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

Other than the application of FRS 8, FRS 101 and FRS 139, the application of the above FRSs, Amendments to FRSs and Interpretations did not result in any significant changes in the accounting policies and presentation of the financial results of the Group.

(a) FRS 8: Operating Segments (FRS 8)

FRS 8 requires segment information to be presented on a similar basis to that used for internal reporting purposes. As a result, the Group's segmental reporting had been presented based on the internal reporting to the chief operating decision maker who makes decisions on the allocation of resources and assesses the performance of the reportable segments.

(b) FRS 101: Presentation of Financial Statements (FRS 101)

FRS 101 separates owner and non-owner changes in equity. Therefore, the current consolidated statement of changes in equity only includes details of transactions with owners. All non-owner changes in equity are presented as a single line labelled as total comprehensive income. Comparative information, with exception of the requirements under FRS 139, had been re-presented so that it is also in conformity with the revised standard.

(c) FRS 139: Financial Instruments - Recognition and Measurement (FRS 139)

FRS 139 sets out the new requirements for the recognition and measurement of the Group's financial instruments. Financial instruments are recorded initially at fair value. Subsequent measurement of the financial instruments at the balance sheet date reflects the designation of the financial instruments. The Group determines the classification at initial recognition and for the purpose of the first adoption of the standard, at transitional date on 1 January 2010.

Financial assets

Financial assets are classified as financial assets at fair value through profit and loss, loans and receivables, held to maturity investments, Available For Sale (AFS) financial assets, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

The Group's financial assets include cash and short-term deposits, loans and receivables and AFS investments.

(i) Loans and receivables

Prior to 1 January 2010, loans and receivables were stated at gross receivables less provision for doubtful debts. Under FRS 139, loans and receivables are initially measured at fair value and subsequently at amortised cost using the effective interest rate (EIR) method. Gains and losses arising from the derecognition of the loans and receivables, EIR amortisation and impairment losses are recognised in the income statement.

(ii) AFS

Prior to 1 January 2010, AFS financial assets such as investments were accounted for at cost adjusted for amortisation of premium and accretion of discount less impairment or at the lower cost and market value, determined on an aggregate basis. Under FRS 139, AFS financial asset is measured at fair value initially and subsequently with amortisation of premium with accretion of discount and other accrual of income recognised in income statement and with unrealised gains or losses recognised as other comprehensive income in the AFS reserve until the investment is derecognised, at which time the cumulative gain or loss is recognised in the income statement or determined to be impaired, at which time the cumulative loss is recognised in the income statement and removed from the AFS reserve.

Financial liabilities

Financial liabilities are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

The Group's financial liabilities include trade and other payables and loans and borrowings, which are carried at amortised cost.

Impact on opening balances

In accordance with the transitional provisions of FRS 139, the above changes are applied prospectively and the comparatives as at 31 December 2009 are not restated. Instead, the changes have been accounted for by restating the following opening balances in the balance sheet as at 1 January 2010.

	Previously stated	Effect of FRS 139	As restated
Assets			
Other investments	6,869	(2,869)	4,000
AFS Investments	-	2,869	2,869

3. Seasonality or Cyclicity of Operations

There were no seasonality or cyclicity of the operations that have material impact on the profitability of the Group.

4. Unusual Items due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the financial year-to-date except for the effects arising from the adoption of FRS 139 as disclosed in Note 2.

5. Changes in Accounting Estimates

There were no changes in accounting estimates that have any material effect on the financial year-to-date results.

6. Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the period under review.

7. Dividends Paid

On 27 May 2010, the Company has declared a final dividend of 5% less 25% tax for the financial year ended 31 December 2009 amounting to RM3.6 million. The dividend was paid on 31 July 2010.

8. Carrying Amount of Re-valued Assets

The valuations of property, plant and equipment have been brought forward without any amendment from the financial statements for the year ended 31 December 2009.

9. Material Events Subsequent to the End of the Financial Period

There were no material events subsequent to the end of the financial period.

10. Segmental Information

Segmental information in respect of the Group's business segments for the 9 months period ended 30 September 2010:

Results for year-to-date ended 30 September 2010 :

	Plantation	Intrapreneur Venture Shipping	Venture Services	Consolidated
	RM '000	RM '000	RM '000	RM '000
Revenue	85,843	52,262	127,879	265,984
Segment results	12,677	1,954	4,882	19,513
Share of profit from associate companies				1,187
Unallocated Income				3,411
Unallocated Expenses				(9,008)
Profit / (Loss)				15,103
OTHER INFORMATION				
Segment assets	278,266	373,737	69,059	721,062
Segment liabilities	23,209	342,964	59,598	425,771
Depreciation / Amortisation	1,786	14,178	5,690	21,654

11. Changes in the Composition of the Group

The Company had on 11 June 2010 entered into a Sale & Purchase Agreement (SPA) with MIT Insurance Brokers Sdn Bhd (MIT) and its existing shareholders namely, Jeyaratnam A/L Velupillai, Dato' Abdul Kadir Bin Mohd Deen, Dr Jagjit Singh A/L Bhagwan Singh and Dato' Mohd Shahrom Bin Mohamad for the proposed subscription of 1,125,000 shares in MIT equivalent to 90% of the issued and paid-up share capital of MIT for a total consideration of RM 2,025,000 or approximately RM1.80 per MIT Share.

The acquisition was completed on 23 July 2010.

12. Changes in Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities or contingent assets during the current quarter.

B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

13. Review of the Performance of the Group

The Group registered 15% increase in revenue from RM86.3 million in the third quarter of 2009 to RM99.2 million in the corresponding quarter this year with consolidated pre-tax profit decreased by 67% from RM33.1 million previously to RM11.0 million this year. However, substantial improvement can be seen on the pre tax profit this quarter with the increment by 308% to RM11.0 million from a loss of RM5.3 million in the corresponding period last year (excluding an extraordinary gain on exchange of estate in the third quarter 2009)

The stronger operating performance this quarter was mainly contributed by Shipping activities which registered 567% growth from a loss of RM1.8 million in 2009 to a pre-tax profit of RM8.4 million in the quarter under review. The encouraging result was mainly due to better vessels' utilization rate in line with improving demand. The other Intrapreneur Venture companies have also recorded better performance than the same period previous year. As a whole, the Intrapreneur Venture business recorded segmental profit of RM9.5 million in the third quarter of 2010 compared to RM2.4 million loss previously.

The Plantation Business continued to perform strongly. The Plantation segment registered 196% increase in pre-tax profit to RM8.8 million compared to only RM3.0 million in the corresponding quarter of 2009. The sharp increase is in line with higher average Crude Palm Oil (CPO) price from RM 2,232/tonne previously to RM 2,589/tonne this quarter as well as higher production of FFB from plantation activity.

Segmental Revenue and Profit Contribution

Results for the quarter ended	30 September	30 September
	2010	2009
	RM'000	RM'000
Segment Revenue :		
Plantation and Palm oil mill operations	33,776	27,937
Intrapreneur Venture		
- Services	42,671	41,341
- Shipping	22,793	17,046
	65,464	58,387
	99,240	86,324
Segment Profits :		
Plantation and Palm oil mill operations	8,784	2,967
Intrapreneur Venture		
- Services	532	(804)
- Shipping	8,378	(1,786)
- Associates (share of PAT and MI)	580	182
- Total Intrapreneur Venture Business	9,490	(2,408)
	18,274	559

14. Material Changes in the Quarterly Results Compared to Immediate Preceding Quarter

The Group recorded a substantial increase in pre-tax profit at RM11.0 million in the third quarter compared to only RM1.1 million in the second quarter of 2010. The substantial increase was in line with the significant improvement in the performance of all business segments.

15. Prospects for the Current Financial Year

The Plantation Business will continue to contribute significantly to the Group's bottom line in tandem with the expectation that CPO price would continue to perform strongly up to next year. Intrapreneur Venture companies have registered much improved performance since the middle of the current year and the growth momentum is expected to continue. All indicators are pointing to an improving world economy, thus barring any sudden meltdown, the Group is expected to register a strong financial year.

16. Variance of Actual Profit From Forecasted/Guaranteed Profit

The Company is not subjected to any profit forecast or profit guarantee requirement.

17. Taxation

	Individual Quarter		Cumulative Quarter	
	3 months ended		9 months ended	
	30 Sept 2010	30 Sept 2009	30 Sept 2010	30 Sept 2009
	RM'000	RM'000	RM'000	RM'000
Current income tax				
Current year	1,226	1,978	2,626	3,119
Prior year	-	-	(2,091)	-
	1,226	1,978	535	3,119
Deferred taxation				
Origination and reversal of temporary differences	-	(737)	972	162
	-	(737)	972	162

The effective tax rate for the current year was lower than the statutory tax rate principally due to certain income not being subjected to tax and the adoption of FRS 101 which requires the presentation of the net after tax results of the associate company.

18. Gain/(Loss) on Sale of Unquoted Investments and/or Properties

There were no sales of unquoted investment and properties in the quarter under review.

19. Quoted Securities

The particulars of purchases or disposals of quoted securities by the Company are as follows:-

- (a) Total purchases and disposals of quoted securities for the current quarter and financial year to date, and the profit / (loss) arising are as follows:

	Individual Quarter		Cumulative Quarter	
	3 months ended		9 months ended	
	30 Sept 2010	30 Sept 2009	30 Sept 2010	30 Sept 2009
	RM'000	RM'000	RM'000	RM'000
Total purchases at cost	328	1,141	2,699	2,680
Total proceeds from disposals	246	595	2,528	1,822
Profit/(Loss) arising from the disposals	(21)	69	120	170

- (b) Total investments in quoted securities as at the end of the period under review:

	30 Sept 2010	30 Sept 2009
	RM'000	RM'000
Investments at cost	14,603	14,603
Investments at book value	1,416	1,416
Investments at market value	1,563	1,563

20. Status of Corporate Proposals Announced But Not Completed

- (i) The Company had on 27 December 2007 announced in respect of the conditional Sale & Purchase Agreement entered into between the Company and KFC Holdings (Malaysia) Bhd ("KFCH") to dispose a piece of land (including all factory, buildings, structures, infrastructure and facilities built or erected on the land) measuring 20.533 acres that forms part of a leasehold industrial land (expiring on 30 January 2041) held under document of title HS(D) 2276, PTD 1384, Mukim Hulu Sungai Johor, Kota Tinggi, Johor for RM6.15 million cash.

There were several extensions of the condition precedents fulfilment period that had been mutually agreed by both parties and announced accordingly. The latest announcement was made on 22 September 2010 to further extend the condition precedents fulfilment period until 25 March 2011.

- (ii) The Company had on 27 February 2008 proposed to lease up to twenty (20) acres or 871,200 square feet of an area of land within Tanjung Langsat Port identified as PLO 46, Tanjung Langsat Industrial Complex, Mukim of Sungai Tiram, District of Johor Bahru, State of Johor by Johor Shipyard and Engineering Sdn Bhd for a period of 30 years from Tanjung Langsat Port Sdn Bhd for a total lease rental of up to RM21.78 million or RM25 per square feet.

Later, on 17 November 2009 the parties to the Agreement of Lease had mutually agreed as follows:

- (a) Extend the condition precedents fulfilment period to 28 August 2010;
 (b) Extend the delivery of Plot 1 to 29 months from the date of the Agreement for Lease; and
 (c) Extend the delivery of Plot 2 to 33 months from the date of the Agreement for Lease.

Further to the announcement dated 17 November 2009, the Board of Directors of Sindora Berhad ("Sindora" or "the Company") is pleased to announce that parties to the Agreement for Lease dated 29 May 2008 had on 24 November 2010 agreed to mutually:

- (a) Extend the condition precedents fulfilment period to 28 December 2010;
 (b) Extend the delivery of Plot 1 to 33 months from the date of the Agreement for Lease; and
 (c) Extend the delivery of Plot 2 to 37 months from the date of the Agreement for Lease.

- (iii) On 6 May 2009, the Company had entered into a conditional Subscription & Shareholders Agreement with Orkim Sdn Bhd (Orkim) and its existing shareholders namely, Wan Izani Bin Wan Mahmood and Khoo Chin Yew for the proposed subscription of 7,524,019 new ordinary shares of RM1.00 each in Orkim equivalent to 22.04% of the enlarged issued and paid-up share capital of Orkim for a total consideration of RM9,999,000 or approximately RM1.33 per Orkim Share.

Subsequently, on the same date, E.A. Technique (M) Sdn Bhd (EA Technique), a 51% - owned subsidiary of Sindora, had entered into a conditional Subscription and Share Purchase Agreement (SSPA) with Orkim and its existing shareholders namely, Wan Izani and Khoo for a total cash consideration of RM16,649,172 as detailed below:-

- (a) proposed subscription of 3,475,981 new Orkim Shares equivalent to 9.24% of the enlarged issued and paid-up share capital of Orkim for a cash consideration of RM 6,501,000 representing approximately RM 1.87 per Orkim Share; and
- (b) proposed acquisition of 7,806,286 Orkim Shares equivalent to 20.75% of the enlarged issued and paid-up share capital of Orkim for a cash consideration of RM 10,148,172 representing approximately RM1.30 per Orkim Share. The proposal is expected to be completed by first quarter 2011.

On 9 July 2010, the Company announced that its Proposed Acquisition in Orkim was completed on even date. As a result, Sindora Group's direct and indirect (via EA Technique) shareholding in Orkim has increased to 20.00% and 49.99% respectively.

- (iv) On 11 May 2009, the Company issued an offer letter to dispose its entire 35% shareholding in MM Vitaoils Sdn Bhd (MMV) to En Mazlan Muhammad (MM), the controlling shareholder and Managing Director of MMV for a cash consideration of RM13.5 million. On 12 May 2009, the Company received an acceptance from MM to acquire the entire 2,374,750 shares of RM1.00 each in MMV for RM13.5 million cash or approximately RM5.68 per share. This proposal was expected to be completed by 31 December 2009.

However, MM failed to settle the full amount by 31 December 2009. The deadline for full settlement of the disposal consideration was extended to 30 June 2010. Currently both parties are in the midst of negotiation for a review of the disposal consideration.

21. Group Borrowings

Total Group borrowings and debt securities as at the end of the 9 months period are as follows:

(RM'000)	Secured	Unsecured	Total
Short Term	13,691	7,500	21,191
Long Term	255,551	40,000	295,551
Total Borrowing	269,242	47,500	316,742

22. Financial Instruments

There were no financial instruments with off balance sheet risk as at the date of this report.

23. Material Litigation

The Company as Plaintiff has made a claim against Johari bin Maarof, Laili Binti Ismail and Hayati Binti Jalaludin (collectively known as Defendants) at Johor Bahru High Court on 28 August 2008, for the return of deposit and part payment of purchase price totalling RM2.7 million in respect of the Plaintiff's proposed investment in JM Permata Sdn Bhd (JMP) which was aborted due to non fulfilment of conditions precedent and breach of the related Agreement.

The Company had received from its solicitors a Letter of Confirmation dated 4 February 2010 for a Consent Judgment from the Court for the Defendants to fully settle the amount claimed through staggered payments of 26 monthly instalments commencing 1 January 2010.

24. Dividend Declared/Recommended

The following dividends were declared and paid by the Group:

		Sen per ordinary share	Total Amount RM '000	Date of payment
9 months ended 30 September 2010				
Interim ordinary	FYE 2009	0.05 less tax	3.6 million	20 November 2009
Final ordinary	FYE 2009	0.05 less tax	3.6 million	31 July 2010
9 months ended 30 September 2009				
Interim ordinary	FYE 2008	0.05 less tax	3.6 million	26 February 2010
Final ordinary	FYE 2008	0.05 less tax	3.6 million	31 July 2009

No dividend has been declared subsequent to 30 September 2010.

25. Earnings per Share**(a) Basic**

	3 months ended 30 Sept 2010	9 months ended 30 Sept 2010
Net profit attributable to ordinary shareholders (RM'000)	6,405	12,500
Weighted average number of ordinary shares in issue (units)	96,000,000	96,000,000
Basic EPS (sen / unit)	6.67	13.02
	3 months ended 30 Sept 2009	9 months ended 30 Sept 2009
Net profit attributable to ordinary shareholders (RM'000)	35,087	43,509
Weighted average number of ordinary shares in issue (units)	96,000,000	96,000,000
Basic EPS (sen / unit)	36.55	45.32

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

(b)**Diluted**

Diluted earnings per share is calculated by dividing the net profit for the quarter by the weighted average number of ordinary shares in issue after taking into consideration all dilutive potential ordinary shares in issue. Diluted earnings are not applicable.

BY ORDER OF THE BOARD

Jamalludin bin Kalam (LS02710)

Hana binti Ab. Rahim @ Ali (LS05694)

Company Secretaries

Johor Bahru

Date : 29 November 2010