



SURIA CAPITAL HOLDINGS BERHAD

(COMPANY No: 96895-W)

(INCORPORATED IN MALAYSIA)

Interim Financial Statements
30 September 2006

SURIA GROUP

Condensed Consolidated Income Statements
For the Period Ended 30 September 2006

	Note	Individual Quarter		Cumulative Year to Date	
		30.9.2006 RM'000	30.9.2005 RM'000	30.9.2006 RM'000	30.9.2005 RM'000
Revenue	9	64,311	39,288	143,542	121,370
Cost of sales		<u>(42,641)</u>	<u>(21,786)</u>	<u>(84,220)</u>	<u>(67,345)</u>
Gross profit		21,670	17,502	59,322	54,025
Other operating income		2,022	1,902	7,090	4,925
Other operating expenses		(4,624)	(1,211)	(6,790)	(3,674)
Administrative expenses		<u>(2,198)</u>	<u>(3,244)</u>	<u>(14,006)</u>	<u>(9,420)</u>
Profit from operations	9	16,870	14,949	45,616	45,856
Finance costs		(243)	-	(646)	-
Share of results of associated company		<u>-</u>	<u>(43)</u>	<u>-</u>	<u>(391)</u>
Profit before taxation		16,627	14,906	44,970	45,465
Taxation	22	<u>(4,937)</u>	<u>(10,183)</u>	<u>(13,069)</u>	<u>(12,542)</u>
Profit for the period		<u>11,690</u>	<u>4,723</u>	<u>31,901</u>	<u>32,923</u>
Attributable to:					
Equity holders of the parent		11,841	4,746	32,077	32,675
Minority interests		<u>(151)</u>	<u>(23)</u>	<u>(176)</u>	<u>248</u>
Profit for the period		<u>11,690</u>	<u>4,723</u>	<u>31,901</u>	<u>32,923</u>
Earnings per ordinary share attributable to equity holders of the parent (sen):					
Basic	31(a)	<u>2.09</u>	<u>0.84</u>	<u>5.66</u>	<u>5.77</u>

The Condensed Consolidated Income Statements should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2005 and the accompanying explanatory notes attached to the Interim Financial Statements.

Condensed Consolidated Balance Sheets
As at 30 September 2006

	Note	As at 30.9.2006 RM'000	As at 31.12.2005 As restated RM'000
NON-CURRENT ASSETS			
Property, plant and equipment	10	367,742	280,998
Investment properties		2,739	2,781
Prepaid lease payment		25,224	23,482
Land held for development	11	31,113	31,113
Intangible assets	12	102,935	105,700
Investment in associated company		<u>391</u>	<u>391</u>
		<u>530,144</u>	<u>444,465</u>
CURRENT ASSETS			
Inventories		1,306	1,502
Project development costs		1,884	2,761
Trade receivables	13	29,203	14,100
Other receivables		39,830	36,253
Tax recoverable		1,740	1,630
Marketable securities	24	18,802	15,666
Fixed deposits with licensed banks		131,490	158,438
Cash and bank balances		<u>13,593</u>	<u>11,396</u>
		<u>237,848</u>	<u>241,746</u>
LESS: CURRENT LIABILITIES			
Trade payables		47,733	16,655
Other payables		27,316	33,007
Amount due to Sabah Ports Authority	26	21,720	19,600
Amount due to associated company		-	198
Hire purchase and lease payables		5,516	1,177
Tax payable		<u>2,666</u>	<u>1,661</u>
		<u>104,951</u>	<u>72,298</u>
NET CURRENT ASSETS		<u>132,897</u>	<u>169,448</u>
TOTAL ASSETS NET OF CURRENT LIABILITIES		<u>663,041</u>	<u>613,913</u>

Condensed Consolidated Balance Sheets
As at 30 September 2006

	Note	As at 30.9.2006 RM'000	As at 31.12.2005 As restated RM'000
FINANCED BY:			
Share capital		566,656	566,656
Share premium		131,884	131,884
Accumulated losses		<u>(275,396)</u>	<u>(303,393)</u>
Equity attributable to equity holders of the parent		423,144	395,147
Minority interests		<u>1,117</u>	<u>1,251</u>
Total equity		<u>424,261</u>	<u>396,398</u>
NON-CURRENT LIABILITIES			
Amount due to Sabah Ports Authority	26	59,267	59,267
Loan from Sabah Ports Authority	27	156,936	149,421
Hire purchase and lease payables		18,523	4,769
Deferred tax liabilities		<u>4,054</u>	<u>4,058</u>
Total liabilities		<u>238,780</u>	<u>217,515</u>
TOTAL EQUITY AND NON-CURRENT LIABILITIES		<u>663,041</u>	<u>613,913</u>

The Condensed Consolidated Balance Sheets should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2005 and the accompanying explanatory notes attached to the Interim Financial Statements.

Condensed Consolidated Statements of Changes in Equity
For the Period Ended 30 September 2006

Attributable to Equity Holders of the Parent

Non-Distributable

	Note	Share Capital RM'000	Share Premium RM'000	Accumulated Losses RM'000	Sub- Total RM'000	Minority Interest RM'000	Total RM'000
At 1 January 2006		566,656	131,884	(303,393)	395,147	1,251	396,398
Profit for the period		-	-	32,077	32,077	(176)	31,901
Minority interests – increase in share capital of a subsidiary	15	-	-	-	-	150	150
Dividend to minority Shareholders						(108)	(108)
Dividend to shareholders	8			(4,080)	(4,080)	-	(4,080)
At 30 September 2006		<u>566,656</u>	<u>131,884</u>	<u>(275,396)</u>	<u>423,144</u>	<u>1,117</u>	<u>424,261</u>
At 1 January 2005		566,656	131,884	(339,353)	359,187	195	359,382
Profit for the period		-	-	32,675	32,675	248	32,923
Minority interests – increase in share capital of a subsidiary		-	-	-	-	163	163
Dividend to shareholders	8	-	-	(4,080)	(4,080)	-	(4,080)
At 30 September 2005		<u>566,656</u>	<u>131,884</u>	<u>(310,758)</u>	<u>387,782</u>	<u>606</u>	<u>388,388</u>

The Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2005 and the accompanying explanatory notes attached to the Interim Financial Statements.

Condensed Consolidated Cash Flow Statement
For the Period Ended 30 September 2006

	30.9.2006 RM'000	30.9.2005 RM'000
Net cash generated from/(used in) operating activities	39,338	(7,675)
Net cash used in investing activities	(69,149)	(51,557)
Net cash generated from financing activities	<u>5,060</u>	<u>84,065</u>
Net (decrease)/increase in cash and cash equivalents	(24,751)	24,833
Cash and cash equivalents at beginning of the period	<u>169,834</u>	<u>113,220</u>
Cash and cash equivalents at end of the period*	<u>145,083</u>	<u>138,053</u>

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

	As at 30.9.2006 RM'000	As at 30.9.2005 RM'000
Cash and bank balances	13,593	6,009
Fixed Deposits with Licensed Banks	131,490	131,975
Housing Development Account with licensed bank	<u>-</u>	<u>69</u>
	<u>145,083</u>	<u>138,053</u>

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2005 and 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 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 2005. These 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 since the year ended 31 December 2005. The Condensed Consolidated Interim Financial Statements and notes thereon do not include all of the information required for full set of Financial Statements prepared in accordance with FRSS.

The Interim Financial Statements have been prepared under the historical cost convention and in accordance with the same accounting policies adopted in the 2005 Annual Financial Statements, except for the accounting policy changes that are expected to be reflected in the year 2006 Annual Financial Statements. Details of these changes in accounting policies are set out in Note 2 below.

The preparation of an Interim Financial Report in conformity with FRS 134 requires management to make judgments, 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 these estimates.

2. Changes in Accounting Policies

The MASB has issued a number of new and revised Financial Reporting Standards (FRSs, which term collectively includes the MASB's Issues Committee's Interpretations) that are effective for accounting periods beginning on or after 1 January 2006.

In 2006, the MASB issued another two revised FRSs (i.e. FRS 117, *Leases* and FRS 124, *Related Party Disclosures*). These two FRSs are effective for annual periods beginning on or after 1 October 2006.

The Board of Directors has determined the accounting policies to be adopted in the preparation of the Group's Annual Financial Statements for the year ending 31 December 2006 including early adopting the two FRSs issued by the MASB in 2006, on the basis of FRSs currently issue. The FRSs that will be effective in the Annual Financial Statements for the year ending 31 December 2006 may be affected by the issue of additional interpretation(s) or other changes announced by the MASB subsequent to the date of issuance of this Interim Financial Statements. Therefore the policies that will be applied in the Group's Financial Statements for that period cannot be determined with certainty at the date of issuance of this Interim Financial Report.

Part A – Explanatory Notes Pursuant to MASB 26

2. Changes in Accounting Policies (Contd.)

The adoption of these FRSs do not have significant financial impact on the Group. The following sets out further information on the changes in accounting policies for the annual accounting period beginning on 1 January 2006 which have been reflected in this Interim Financial Statements.

(a) FRS 3: Business Combination, FRS 136: Impairment of Assets and FRS 138: Intangible Assets

The new FRS 3 has resulted in consequential amendments to two other accounting standards, FRS 136 and 138.

A significant change in FRS 3 is that after initial recognition, FRS 3 requires that goodwill be recorded at cost less accumulated impairment losses. This means that it is no longer amortised and is instead subject to impairment testing at least annually, in accordance with FRS 136: Impairment of Assets. The carrying amount of goodwill as at the previous year-end before adopting FRS 3 will be frozen, except for future impairment losses and there should be no retrospective adjustments made to reinstate amounts already amortised.

Prior to 1 January 2006, the Group's intangible assets, principally the Port Concession Rights, were considered to have a finite useful life and were stated at cost less accumulated amortisation and impairment losses. Under the new FRS 138, intangibles with finite useful lives are amortised and tested for impairment under the general rules of FRS 136. The useful lives of intangible assets should be reviewed at least at each financial year-end and any change in the estimate is accounted for prospectively. The Standard requires that the residual value of an intangible asset with a finite useful life be assumed to be zero unless there is a commitment by a third party to purchase the asset at the end of its useful life; or there is an active market for the asset. The residual value is reviewed at least at each financial year-end.

There is no significant impact to the Group on the adoption of FRS 3, FRS 136 and FRS 138. The Group continues to amortise its Port Concession Rights on a straight-line basis over its estimated useful life of 30 years. Impairment loss will be recognised when the Directors are of the view that there is a diminution in its value which is other than temporary. In line with FRS 3 and FRS 136, the Group has reclassified the Goodwill on Business Acquisition at its remaining carrying amount of RM4.485 million at 31 December 2005 as other receivables to be written off proportionately in the current year.

Part A – Explanatory Notes Pursuant to MASB 26

2. Changes in Accounting Policies (Contd.)

(b) FRS 101: Presentation of Financial Statements

The adoption of the revised FRS 101 has affected the presentation of minority interest, share of net after-tax results of associates and other disclosures. In the Consolidated Balance Sheet, minority interests are now presented within total equity. In the consolidated Income Statement, minority interests are presented as an allocation of the total profit or loss for the period. A similar requirement is also applicable to the Statement of Changes in Equity. FRS 101 also requires disclosure, on the face of the Statement of Changes in Equity, total recognised income and expenses for the period, showing separately the amounts attributable to equity holders of the parent and to minority interest.

The current period's presentation of the Group's Financial Statements is based on the revised requirements of FRS 101, with the comparatives restated to conform with the current period's presentation.

(c) FRS 117: Leases

The adoption of the revised FRS 117 has resulted in a retrospective change in the accounting policy relating to the classification of leasehold land. The up-front payments made for the leasehold land represents prepaid lease payments and are amortised on a straight-line basis over the lease term. A lease of land and building is apportioned into a lease of land and a lease of building in proportion to the relative fair values of the leasehold interests in the land element and the building element of the lease are the inception of the lease. Prior to 1 January 2006, leasehold land was classified as property, plant and equipment and was stated at valuation less accumulated depreciation and impairment losses. The reclassification of leasehold land as prepaid lease payments has been accounted for retrospectively and certain comparative amounts as at 31 December 2005 have been restated.

(d) FRS 140: Investment Property

The new FRS 140 permits the entities to choose either a fair value model, under which an investment property is measured, after initial measurement, at fair value with changes in fair value recognised in Condensed Income Statements or a cost model. The cost model is specified in FRS 116 and requires an investment property to be measured after initial measurement at depreciated cost (less any accumulated impairment losses). An entity chooses the cost model discloses the fair value of its investment property. The Standard requires an entity to apply its chosen model to all of its investment property.

In order to comply with FRS 140, the Group chooses the cost model and therefore there is no significant impact of the adoption of FRS 140 as prior to 1 January 2006, the investment property included in property, plant and equipment was stated at cost less accumulated depreciation and impairment losses.

Part A – Explanatory Notes Pursuant to MASB 26

3. Qualification of Audit Report of the Preceding Annual Financial Statements

There were no qualifications on audit report of the preceding Annual Financial Statements.

4. Comments About Seasonal or Cyclical Factors

The Group's performance is affected by the increased activities during the major festivals.

5. Unusual Items Due to Their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the current quarter and financial period-to-date.

6. Changes in Estimates

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

7. Changes in Debt and Equity

There were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial quarter and financial period-to-date except that the Board of Directors of Sabah Ports Sdn. Bhd. (SPSB), a wholly owned subsidiary of Suria Capital Holdings Berhad (SURIA) have approved the proposal for the issuance of up to RM150 million Islamic Securities comprising RM80 million BAIDS and up to RM70 million MUNIF/IMTN facilities by SPSB. Amanah Short Deposits Berhad (ASD) has been appointed by SPSB as the Lead Arranger for the Proposed Finance Facilities.

The BAIDS applies the underlying Syariah principles of Bai' Tithaman Ajil which is an agreement that refers to the sale and purchase transaction for the financing of an asset on a deferred and an instalment basis with a pre-agreed payment period. The sale price will include a profit margin. The BAIDS will have a maturity of 3 to 10 years from the date of first issuance.

The Murabahah Underwritten Notes (MUNIF) is a short term note whilst the Islamic Medium Term Notes (IMTN) is a medium term note. The MUNIF/IMTN facilities applies the underlying Syariah principal of Murabahah which is an agreement that refers to the sale and purchase transaction for the financing of an asset whereby the cost and profit margin (mark-up) are made known and agreed by all parties involved. The settlement for the purchase can be either on a deferred lump sum basis or on an instalment basis, which will be specified in the agreement. The tenure of the facilities/issue is for 7 years from the date of first issuance of the MUNIF/IMTN subject to reduction schedule.

Part A – Explanatory Notes Pursuant to MASB 26

7. Changes in Debt and Equity (Contd.)

The proceeds from the Proposed Finance Facilities will be utilized to finance capital expenditure requirements and working capital requirements of SPSB, one profit payment reserve of the BAIDS in the Finance Service Reserve Account and for payment of fees and expenses in relation to the Proposed Finance Facilities.

Amanah Short Deposits Berhad had on behalf of SPSB obtained the Securities Commission's approval on the Proposed Finance Facilities on 13 November 2006.

8. Dividend Paid

	Amount		Net Dividend Per Ordinary Share	
	2006	2005	2006	2005
	RM'000	RM'000	Sen	Sen
Final - 2005				
1% less 28% taxation, on 566,655,984 ordinary shares, declared on 25 May 2006 and paid on 15 June 2006	4,080	4,080	0.72	0.72

9. Segmental Information

	3 months ended	9 months ended
	30.9.2006	30.9.2006
	RM'000	RM'000
Segment revenue		
Investment holding	3,340	15,980
Property development	972	5,439
Engineering	21,266	24,669
Port operations	<u>42,450</u>	<u>117,177</u>
Total revenue including inter-segment sales	68,028	163,265
Elimination of inter-segment sales	<u>(3,717)</u>	<u>(19,723)</u>
Total revenue	<u>64,311</u>	<u>143,542</u>

Part A – Explanatory Notes Pursuant to MASB 26

9. Segmental Information (Contd.)

	3 months ended 30.9.2006 RM'000	9 months ended 30.9.2006 RM'000
Segment results		
Investment holding	(828)	(2,841)
Property development	(1)	30
Engineering	2,073	2,364
Port operations	<u>15,626</u>	<u>46,063</u>
Profit from operations	<u>16,870</u>	<u>45,616</u>

10. Carrying Amount of Revalued Assets

There has not been any valuation of property, plant and equipment for the Group.

11. Land Held for Development

This parcel of the land is currently zoned under industrial and the title to it is in the process of being issued by the relevant authorities.

12. Intangible Assets

Intangible assets comprise Port Concession Rights as detailed below.

	RM'000	9 months ended 30.9.2006 RM'000
Port Concession Rights		<u>110,616</u>
Less: Accumulated amortisation		
At 1.1.2006	(4,916)	
Additions	<u>(2,765)</u>	<u>(7,681)</u>
At 30 September 2006		<u>102,935</u>

Part A – Explanatory Notes Pursuant to MASB 26

13. Trade Receivables

	As at 30.9.2006
	RM'000
Trade receivables	29,736
Less: Provision for doubtful debts	<u>(533)</u>
	<u>29,203</u>

14. Subsequent Events

There were no material events subsequent to the end of the reporting period that have not been reflected in the Interim Financial Statements for the financial period ended 30 September 2006.

15. Changes in Composition of the Group

There were no changes in the composition of the Group during the current quarter except that the Group's partly-owned subsidiary, S.P. Satria Sdn. Bhd. (SPSSB) had entered into a Joint-Venture Agreement with SMS Kg. Likas (Sabah) Sdn. Bhd. (SMSKL) in Dimension Point Sdn. Bhd. (DPSB) on 18 May 2006 with a purpose to jointly undertake the bunkering and logistics services for all ports in Sabah. Under the Joint Venture Agreement, SPSSB will hold 70% of the equity shareholding of DPSB, whereas SMSKL will hold the remaining 30%.

DPSB had on 18 July 2006 changed its name to S.P. Satria Logistics Sdn. Bhd.

On 28 September 2006, SPSSB (formerly known as DPSB) increased its issued and paid up share capital from RM2 to RM500,000 with the issuance of 499,998 new ordinary shares of RM1 each at par for cash. SPSSB duly subscribed for its entitlement of 70% for RM350,000 and SMSKL as the minority shareholder contributed RM150,000 to the Group for its 30% shareholding.

16. Changes in Contingent Liabilities and Contingent Assets

There were no changes in contingent liabilities or contingent assets since the last Annual Balance Sheets as at 31 December 2005.

**Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa
Malaysia Securities Berhad**

17. Capital Commitments

The amount of capital commitments for the purchase of property, plant and equipment not provided for in the Interim Financial Statements as at 30 September 2006 is as follows:

	As at 30.9.2006 RM'000
Approved and contracted for:	
Project cost for Sapangar Bay Container Terminal project	91,627
Installation and commission of Ports	<u>54,359</u>
	<u>145,986</u>
Approved but not contracted for:	
Purchase of equipment	499,850
Improvements to port infrastructure facilities	<u>369,306</u>
	<u>869,156</u>
	<u><u>1,015,142</u></u>

18. Review of Performance

The Group achieved much higher revenue and profit of RM64.3 million and RM11.6 million respectively for the current financial quarter ended 30 September 2006 when compared with revenue and profit of RM39.2 million and RM4.7 million respectively in the previous year's corresponding quarter ended 30 September 2005.

Consequently, the Group achieved high revenue of RM143.5 million for the 9 months ended 30 September 2006 as compared to previous year's corresponding period-to-date of RM121.3 million. Despite achieving high revenue and an increase in TEU handled by 10% for both the current financial quarter and financial period-to-date, the Group reported a lower profit for the period of RM31.9 million as compared to RM32.9 million in that of previous year's corresponding period-to-date. This was mainly attributable to increase in operating costs as a result of high costs on repairs and maintenance, depreciation and fuel.

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

19. Comment on Material Change in Profit Before Taxation

The Group achieved profit before taxation and minority interests of RM16.6 million for the current financial quarter as compared to RM14.9 million for the preceding financial quarter. The increase in profit before taxation of the current financial quarter is attributable to realisation of the benefits of increase in operational efficiencies arising from implementation of various performance improvement initiatives.

20. Commentary on Prospects

The Board expects the performance of the various segments of the Group to improve over time, although the operating environment is expected to remain challenging and competitive. Barring unforeseen circumstances, the Board is optimistic that the Group will achieve satisfactory results in the forthcoming year.

21. Profit Forecast or Profit Guarantee

The disclosure requirements for explanatory notes for the variance of actual profit after tax and minority interest and forecast profit after tax and minority interest and for the shortfall in profit guarantee are not applicable.

22. Taxation

	3 months ended 30.9.2006 RM'000	9 months ended 30.9.2006 RM'000
Tax expense for the year:		
Malaysian income tax	<u>4,937</u>	<u>13,069</u>
Unutilised tax losses carried forward	3,195	3,195
Unabsorbed capital allowances carried forward	<u>2,138</u>	<u>2,138</u>

The effective tax rate for the current financial quarter and financial period-to-date vary from the statutory tax rate mainly due to the difference in treatment of certain expenses for taxation purposes.

23. Sale of Unquoted Investments and Properties

There was no sale of unquoted investments and properties for the current financial quarter and financial period-to-date.

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

24. Marketable Securities

Details of purchases and disposals of marketable securities are as follows:

	3 months ended 30.9.2006 RM'000	9 months ended 30.9.2006 RM'000
Sale proceeds	-	-
Cost of investment	-	-
Profit on disposal	-	-

Investment in quoted securities:

	As at 30.9.2006 RM'000
At cost:	
Shares quoted in Malaysia	386
Unit trust fund	<u>17,329</u>
	17,715
Less: Impairment loss	<u>(173)</u>
At carrying value	17,542
Add: Money market placement	<u>1,260</u>
At net book value	<u><u>18,802</u></u>
At market value:	
Shares quoted in Malaysia	240
Unit trust fund	<u><u>17,302</u></u>

25. Status of Corporate Proposal Announced

There were no corporate proposals announced but not completed as at the date of submission of this report.

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

26. Amount due to Sabah Ports Authority

As at 30.9.2006
RM'000

Analysed as:

- Due within 12 months	21,720
- Due after 12 months	<u>59,267</u>

Total	<u>80,987</u>
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The amount due represents mainly of reimbursements payable to Sabah Ports Authority (SPA) in respect of payments of capital expenditure which a subsidiary company, Sabah Ports Sdn. Bhd. (SPSB) is obliged to incur pursuant to the terms of the Privatisation Agreement.

27. Loan from Sabah Ports Authority

As at 30.9.2006
RM'000

Comprises:

- Amount drawdown	155,409
- Interest capitalised	<u>1,527</u>

Total	<u>156,936</u>
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This loan to SPSB is made in pursuant to the Loan Agreement made between the Government of Malaysia and SPA dated 31 December 2004, wherein, the Government of Malaysia has agreed to make available a sum of RM193 million to SPA to be on-lend to SPSB for the purpose of part financing the purchase of cargo handling equipment and construction of the Sapangar Bay Container Terminal.

The tenure of the loan is 15 years commencing from the effective date (date of the first drawdown), with a five years grace period before commencement of payment of interest and principal.

Interest payable is 4% per annum and shall accrue from the Effective Date. During the grace period, interest expense shall be capitalised.

28. Off Balance Sheet Financial Instruments

The Group has no off balance sheet financial instruments as at the date of this report.

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

29. Material Litigation

a) Pengangkutan Kekal Sdn. Bhd. (PKSB) as Plaintiff Against Sabah Ports Sdn. Bhd. (SPSB) as Defendant.

SPSB, a wholly owned subsidiary of Suria Capital Holdings Berhad (SURIA) had been served with a Writ of Summons on 21 September 2006 by PKSB (Plaintiff) and named SPSB as the Defendant in the action. The Plaintiff is the registered owner of a tug and barge. On the 26 August 2006, the Plaintiff's tug made contact with a concrete pile of the Defendant's jetty at Sg. Mowtas and causing damage to SPSB's property. In consequence, the Plaintiff's tug and barge was detained by the defendant.

The Defendant had refused to release the tug and barge despite the Plaintiff's Letter of Undertaking to pay SPSB on demand and actual quantum of the damage as certified by SPSB. The Defendant had requested the Plaintiff's security deposit in the form of Bankers Guarantee or Letter of Guarantee from UK P & I Club or cash deposit being the estimated costs of repairing the damage. The Plaintiff alleged that the tug and barge was unlawfully detained. The Plaintiffs had also served an Ex Parte Summons-In-Chambers requesting the Court for an order directing the Defendant to deliver the tug and barge. At the hearing of the Plaintiff's Injunction application in Suit No. S22-32 of 2006 on 10 October 2006, the Court have allowed the Plaintiff to withdraw their application on a cost in the cause basis.

b) SPSB (1st Plaintiff), Sabah Ports Authority (SPA) (2nd Plaintiff) Against PKSB (Defendant)

In relation to the above case, SPSB had on 25 September 2006 filed an application for a Warrant of Arrest in Admiralty Action in Rem against PKSB's tug and barge and the application was granted on the same day. At the hearing of the Defendant's application to set the Warrant of Arrest which was heard on 9 October 2006, the Court had fixed 17 November 2006 for clarification/ruling of the Defendant's applications prayed in their Summon in Chambers. During the hearing on 17 November 2006, the date had been subsequently re-scheduled to 8 December 2006.

30. Dividend Payable

The Board does not recommend any interim dividend for the financial period ended 30 September 2006.

Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

31. Earnings Per Share

a) Basic Earnings Per Share

A basic earnings per share is calculated by dividing the profit for the period attributable to equity holders of the parent by the number of ordinary shares in issue during the period.

	3 months ended 30.9.2006	9 months ended 30.9.2006
Profit for the period (RM'000)	11,841	32,077
Add: Attributable to Minority Interests (RM'000)	<u>(151)</u>	<u>(176)</u>
Profit attributable to equity holders of the parent (RM'000)	<u>11,690</u>	<u>31,901</u>
Number of ordinary shares in issue (‘000)	<u>566,656</u>	<u>566,656</u>
Basic earnings per share (sen)	<u>2.09</u>	<u>5.66</u>

b) Fully Diluted Earnings Per Share

Diluted earnings per share is not disclosed as there was no dilution for the financial period ended 30 September 2006.

**Part B – Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of Bursa
Malaysia Securities Berhad**

32. Authorised for Issue

The Interim Financial Statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 28 November 2006.

By order of the Board
For **SURIA CAPITAL HOLDINGS BERHAD**

DATUK HAJI ABU BAKAR HAJI ABAS
Group Managing Director

Kota Kinabalu
28 November 2006