



SURIA CAPITAL HOLDINGS BERHAD

(COMPANY NO: 96895-W)
(INCORPORATED IN MALAYSIA)

**Interim Financial Statements
31 December 2006**

SURIA GROUP

Condensed Consolidated Income Statements
For the Financial Year Ended 31 December 2006

| | Note | Individual Quarter | | Cumulative Year to Date | |
|---|-------|----------------------|----------------------|-------------------------|----------------------|
| | | 31.12.2006 RM'000 | 31.12.2005 RM'000 | 31.12.2006 RM'000 | 31.12.2005 RM'000 |
| Revenue | 9 | 67,659 | 43,387 | 211,445 | 161,400 |
| Cost of sales | | <u>(43,465)</u> | <u>(25,768)</u> | <u>(127,455)</u> | <u>(84,004)</u> |
| Gross profit | | 24,194 | 17,619 | 83,990 | 77,396 |
| Other operating income | | 5,480 | 3,303 | 8,923 | 7,382 |
| Other operating expenses | | (1,412) | (3,891) | (4,799) | (5,246) |
| Administrative expenses | | <u>(4,507)</u> | <u>(6,060)</u> | <u>(18,541)</u> | <u>(17,025)</u> |
| Profit from operations | 9 | 23,755 | 10,971 | 69,573 | 62,507 |
| Finance costs | | <u>(1,059)</u> | <u>(24)</u> | <u>(1,705)</u> | <u>(108)</u> |
| Profit before taxation | | 22,696 | 10,947 | 67,868 | 62,399 |
| Taxation | 22 | <u>(7,886)</u> | <u>(8,901)</u> | <u>(20,955)</u> | <u>(21,466)</u> |
| Profit for the financial period/year | | <u>14,810</u> | <u>2,046</u> | <u>46,913</u> | <u>40,933</u> |
| Attributable to: | | | | | |
| Equity holders of the parent | | 14,764 | 1,596 | 46,908 | 40,040 |
| Minority interests | | <u>46</u> | <u>450</u> | <u>5</u> | <u>893</u> |
| Profit for the financial period/year | | <u>14,810</u> | <u>2,046</u> | <u>46,913</u> | <u>40,933</u> |
| Earnings per ordinary share attributable to equity holders of the parent (sen): | | | | | |
| Basic | 32(a) | <u>2.61</u> | <u>0.28</u> | <u>8.28</u> | <u>7.07</u> |

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

Condensed Consolidated Balance Sheets
As at 31 December 2006

| | Note | As at 31.12.2006 RM'000 | As at 31.12.2005 Restated RM'000 |
|--|------|-----------------------------------|---|
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 10 | 418,242 | 280,998 |
| Investment properties | | 2,725 | 2,781 |
| Prepaid lease payment | | 25,154 | 23,482 |
| Land held for development | 11 | 31,113 | 31,113 |
| Intangible assets | 12 | 108,599 | 105,700 |
| Investment in associated company | | <u>391</u> | <u>391</u> |
| | | <u>586,224</u> | <u>444,465</u> |
| CURRENT ASSETS | | | |
| Inventories | | 1,760 | 1,502 |
| Project development costs | | 3,616 | 2,761 |
| Trade receivables | 13 | 21,684 | 14,100 |
| Other receivables | | 42,410 | 36,253 |
| Tax recoverable | | 1,310 | 1,630 |
| Marketable securities | 24 | 17,849 | 15,666 |
| Fixed deposits with licensed banks | | 85,303 | 158,438 |
| Cash and bank balances | | <u>16,403</u> | <u>11,396</u> |
| | | <u>190,335</u> | <u>241,746</u> |
| LESS: CURRENT LIABILITIES | | | |
| Trade payables | | 39,736 | 16,655 |
| Other payables | | 41,980 | 33,007 |
| Amount due to Sabah Ports Authority | 26 | 2,070 | 19,600 |
| Amount due to associated company | | - | 198 |
| Hire purchase and lease payables | | 5,223 | 1,177 |
| Tax payable | | <u>3,314</u> | <u>1,661</u> |
| | | <u>92,323</u> | <u>72,298</u> |
| NET CURRENT ASSETS | | <u>98,012</u> | <u>169,448</u> |
| TOTAL ASSETS NET OF CURRENT LIABILITIES | | <u>684,236</u> | <u>613,913</u> |

Condensed Consolidated Balance Sheets
As at 31 December 2006

| | Note | As at 31.12.2006 RM'000 | As at 31.12.2005 Restated RM'000 |
|--|------|-------------------------------|---|
| FINANCED BY: | | | |
| Share capital | | 566,656 | 566,656 |
| Share premium | | 131,884 | 131,884 |
| Accumulated losses | | <u>(260,565)</u> | <u>(303,393)</u> |
| Equity attributable to equity holders of the parent | | 437,975 | 395,147 |
| Minority interests | | <u>1,298</u> | <u>1,251</u> |
| Total equity | | <u>439,273</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 | 161,436 | 149,421 |
| Hire purchase and lease payables | | 17,209 | 4,769 |
| Deferred tax liabilities | | <u>7,051</u> | <u>4,058</u> |
| Total liabilities | | <u>244,963</u> | <u>217,515</u> |
| TOTAL EQUITY AND NON-CURRENT LIABILITIES | | <u>684,236</u> | <u>613,913</u> |

The Condensed Consolidated Balance Sheets should be read in conjunction with the Audited Financial Statements for the financial 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 Financial Year Ended 31 December 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 financial year | | - | - | 46,908 | 46,908 | 5 | 46,913 |
| Minority interests – increase in share capital of a subsidiary | 29 | - | - | - | - | 150 | 150 |
| Dividend to minority shareholders | | - | - | - | - | (108) | (108) |
| Dividend to shareholders | 8 | - | - | (4,080) | (4,080) | - | (4,080) |
| At 31 December 2006 | | <u>566,656</u> | <u>131,884</u> | <u>(260,565)</u> | <u>437,975</u> | <u>1,298</u> | <u>439,273</u> |
| At 1 January 2005 | | 566,656 | 131,884 | (339,353) | 359,187 | 195 | 359,382 |
| Profit for the financial year | | - | - | 40,040 | 40,040 | 893 | 40,933 |
| Minority interests – increase in share capital of a subsidiary | | - | - | - | - | 163 | 163 |
| Dividend to shareholders | 8 | - | - | (4,080) | (4,080) | - | (4,080) |
| At 31 December 2005 | | <u>566,656</u> | <u>131,884</u> | <u>(303,393)</u> | <u>395,147</u> | <u>1,251</u> | <u>396,398</u> |

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

Condensed Consolidated Cash Flow Statements
For the Financial Year Ended 31 December 2006

| | 31.12.2006 RM'000 | 31.12.2005 RM'000 |
|--|------------------------------------|------------------------------------|
| Net cash generated from operating activities | 59,943 | 44,053 |
| Net cash used in investing activities | (118,519) | (136,221) |
| Net cash (used in)/generated from financing activities | <u>(9,553)</u> | <u>148,783</u> |
| Net (decrease)/increase in cash and cash equivalents | (68,129) | 56,615 |
| Cash and cash equivalents at beginning of the year | <u>169,834</u> | <u>113,219</u> |
| Cash and cash equivalents at end of the year* | <u>101,705</u> | <u>169,834</u> |

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

| | As at 31.12.2006 RM'000 | As at 31.12.2005 RM'000 |
|------------------------------------|--|--|
| Cash and bank balances | 16,402 | 11,396 |
| Fixed deposits with licensed banks | <u>85,303</u> | <u>158,438</u> |
| | <u>101,705</u> | <u>169,834</u> |

The Condensed Consolidated Cash Flow Statements should be read in conjunction with the Audited Financial Statements for the financial 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 financial 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 financial 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 financial year ended 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 financial year ended 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.

(i) Port Concession Rights

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.

(ii) Goodwill

Prior to 1 January 2006, goodwill was amortised on a straight-line basis over its estimated useful life of 30 years and at each balance sheet date, the Group assessed if there was any indication of impairment of the cash-generating unit in which the goodwill is attached to. The adoption of RFS 3 and the revised FRS 136 has resulted in the Group ceasing annual goodwill amortisation. Goodwill is now carried at cost less accumulated impairment loses and is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired.

Part A – Explanatory Notes Pursuant to MASB 26

2. Changes in Accounting Policies (Contd.)

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

(ii) Goodwill (Contd.)

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. The net carrying amount of goodwill as at 1 January 2006 of RM4,485,132 ceased to be amortised thereafter.

(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.

Part A – Explanatory Notes Pursuant to MASB 26

2. Changes in Accounting Policies (Contd.)

(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.

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 year-to-date.

6. Changes in Estimates

There were no changes in estimates that have had material effect in the current quarter and financial year-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 year-to-date except that the Board of Directors of Sabah Ports Sdn. Bhd. ("SPSB"), a wholly owned subsidiary of Suria Capital Holdings Berhad had approved the proposal for the issuance of up to RM150 million Islamic Securities comprising RM80 million Bai' Bithaman Ajil Islamic Debt Securities and up to RM70 million Murabahah Underwritten Notes Issuance Facility/Islamic Medium Term Notes ("Proposed Finance Facilities") by SPSB.

Part A – Explanatory Notes Pursuant to MASB 26

7. Changes in Debt and Equity (Contd.)

The Securities Commission had on 7 February 2007 approved the Proposed Finance Facilities. The issuance is pending completion.

8. Dividend Paid

| | Amount | | Net Dividend Per Ordinary Share | |
|--|----------------|----------------|---------------------------------|-------------|
| | 2006 RM'000 | 2005 RM'000 | 2006 Sen | 2005 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 | - | 0.72 | - |
| Interim - 2005 | | | | |
| 1% less 28% taxation, on 566,655,984 ordinary shares, declared on 28 May 2005 and paid on 8 July 2005 | - | 4,080 | - | 0.72 |
| | <u>4,080</u> | <u>4,080</u> | <u>0.72</u> | <u>0.72</u> |

9. Segmental Information

| | 3 months ended | 12 months ended |
|---------------------------------------|----------------------|----------------------|
| | 31.12.2006 RM'000 | 31.12.2006 RM'000 |
| Segment revenue | | |
| Investment holding | 3,463 | 19,733 |
| Engineering and construction | 22,766 | 52,874 |
| Port operations and logistics | <u>46,002</u> | <u>163,273</u> |
| Revenue including inter-segment sales | 72,231 | 235,880 |
| Elimination of inter-segment sales | <u>(4,572)</u> | <u>(24,435)</u> |
| Total revenue | <u>67,659</u> | <u>211,445</u> |

Part A – Explanatory Notes Pursuant to MASB 26

9. Segmental Information (Contd.)

| | 3 months ended 31.12.2006 RM'000 | 12 months ended 31.12.2006 RM'000 |
|---|---|--|
| Segment results | | |
| Investment holding | 2,280 | 13,862 |
| Engineering and construction | 1,604 | 4,140 |
| Port operations and logistics | <u>21,616</u> | <u>64,527</u> |
| Profit from operations including inter-segment transactions | 25,500 | 82,529 |
| Elimination of inter-segment transactions | <u>(1,745)</u> | <u>(12,956)</u> |
| Total profit from operations | <u>23,755</u> | <u>69,573</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

| | Port Concession Rights RM'000 | Goodwill RM'000 | Software License RM'000 | Total RM'000 |
|---|--|----------------------------|--|-------------------------|
| Costs | | | | |
| At 1 January 2006 | 110,616 | 1,121 | - | 111,737 |
| Reclassified from property, plant and equipment | - | - | 2,101 | 2,101 |
| Effects of adopting FRS 3 | - | 3,364 | - | 3,364 |
| At 31 December 2006 | <u>110,616</u> | <u>4,485</u> | <u>2,101</u> | <u>117,202</u> |

Part A – Explanatory Notes Pursuant to MASB 26

12. Intangible Assets (Contd.)

| | Port Concession Rights RM'000 | Goodwill RM'000 | Software License RM'000 | Total RM'000 |
|--|--|----------------------------|--|-------------------------|
| Accumulated amortisation and impairment | | | | |
| At 1 January 2006 | 4,916 | 3,364 | - | 8,280 |
| Amortisation during the year | 3,687 | - | - | 3,687 |
| Effects of adopting FRS 3 | - | (3,364) | - | (3,364) |
| At 31 December 2006 | <u>8,603</u> | <u>-</u> | <u>-</u> | <u>8,603</u> |
| Net Carrying Amount | | | | |
| At 31 December 2006 | <u>102,013</u> | <u>4,485</u> | <u>2,101</u> | <u>108,599</u> |

13. Trade Receivables

| | As at 31.12.2006 RM'000 |
|------------------------------------|------------------------------------|
| Trade receivables | 22,055 |
| Less: Provision for doubtful debts | <u>(371)</u> |
| | <u>21,684</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 year ended 31 December 2006.

15. Changes in Composition of the Group

There were no changes in the composition of the Group during the current quarter.

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 31 December 2006 is as follows:

| | As at 31.12.2006 |
|--|-------------------------|
| | RM'000 |
| Approved and contracted for: | |
| Project cost for Sapangar Bay Container Terminal project | 72,174 |
| Installation and commission of Ports | <u>30,010</u> |
| | <u>102,184</u> |
| Approved but not contracted for: | |
| Purchase of equipment | 499,595 |
| Improvements to port infrastructure facilities | <u>357,113</u> |
| | <u>856,708</u> |
| | <u>958,892</u> |

18. Review of Performance

For the current financial quarter ended 31 December 2006, the Group achieved revenue of RM67.6 million, an increase of RM24.2 million or 56% when compared with revenue in the previous year's corresponding quarter ended 31 December 2005. The improved performance was mainly attributable to the contribution from engineering and logistics businesses. In conjunction with the above, the Group reported improvement in profit before taxation and profit for the year of RM22.6 million and RM14.8 million respectively, an increase of RM11.7 million and RM12.8 million in comparison to the previous year's corresponding quarter ended 31 December 2005.

Cumulatively, for the current financial year ended 31 December 2006, the Group registered revenue of RM211.4 million; representing RM50 million or 31% higher than that of previous corresponding year ended 31 December 2005. The main contributor for the above achievement was directly attributable to increase in tonnages and tonnage equivalent unit handled by SPSB by an average of 9% and 8% respectively above that of previous year. At the profit before taxation and profit for the year's level, the Group recorded RM67.8 million and RM46.9 million in 2006 as compared to RM62.3 million and RM40.9 million in 2005.

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 of RM22.6 million for the current financial quarter as compared to RM16.6 million for the preceding financial quarter. The increase in profit before taxation of the current financial quarter is attributable to the improved operational efficiencies during the year as part of 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 expects 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 31.12.2006 RM'000 | 12 months ended 31.12.2006 RM'000 |
|---|---|--|
| Tax expense for the year: | | |
| Malaysian income tax | 5,978 | 19,047 |
| Overprovision of Malaysian income tax in previous years | (1,092) | (1,092) |
| Deferred taxation | 2,000 | 2,000 |
| Underprovision of deferred taxation in previous years | <u>1,000</u> | <u>1,000</u> |
| | <u>7,886</u> | <u>20,955</u> |
| Unutilised tax losses carried forward | 3,247 | 3,195 |
| Unabsorbed capital allowances carried forward | <u>3,415</u> | <u>2,138</u> |

The effective tax rate for the current financial quarter and financial year-to-date vary from the statutory tax rate mainly due to the difference in treatment of certain expenses for taxation purposes, over/underprovision in respect of previous financial year's taxation.

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

23. Sales of Unquoted Investments and Properties

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

24. Marketable Securities

There were no purchases and disposals of marketable securities for the current financial quarter and financial year-to-date. Details of investment in quoted securities are as follows:

| | As at 31.12.2006 RM'000 |
|---------------------------|--|
| At cost: | |
| Shares quoted in Malaysia | 386 |
| Unit trust fund | <u>17,463</u> |
| At net book value | <u>17,849</u> |
| At market value: | |
| Shares quoted in Malaysia | 280 |
| Unit trust fund | <u>17,596</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.

26. Amount due to Sabah Ports Authority

| | As at 31.12.2006 RM'000 |
|------------------------|------------------------------------|
| Analysed as: | |
| - Due within 12 months | 2,070 |
| - Due after 12 months | <u>59,267</u> |
| Total | <u>61,337</u> |

The amount due represents mainly of reimbursements payable to Sabah Ports Authority (SPA) in respect of payments of capital expenditure which a subsidiary company, SPSB is obliged to incur pursuant to the terms of the Privatisation Agreement.

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

27. Loan from Sabah Ports Authority

| | As at 31.12.2006 |
|------------------------|-------------------------|
| | RM'000 |
| Comprises: | |
| - Amount drawdown | 155,409 |
| - Interest capitalised | <u>6,027</u> |
| Total | <u>161,436</u> |

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 Sepangar 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.

29. Minority Interests

On 18 May 2006, 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") to invest in Dimension Point Sdn. Bhd. ("DPSB") 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. (SPSLSB).

On 28 September 2006, SPSLSB (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.

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

30. Changes in Material Litigation

There were no changes in material litigation for the current financial quarter and financial year-to-date.

31. Dividend Payable

At the forthcoming Annual General Meeting, a First and Final Gross Dividend of 2.5% less 28% taxation on 566,655,984 ordinary shares, amounting to a dividend payable of RM10,199,808 (1.8 sen net per ordinary share) in respect of the financial year ended 31 December 2006 will be proposed for shareholders' approval. The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in equity as an appropriation of retained profit in the financial year ending 31 December 2007. The Book Closure and Payment Dates in respect of the aforesaid dividend will be determined and to be announced by the Board at a later date.

32. Earnings Per Share

a) Basic Earnings Per Share

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

| | 3 months ended 31.12.2006 | 12 months ended 31.12.2006 |
|---|--------------------------------------|---------------------------------------|
| Profit for the financial period/year (RM'000) | 14,810 | 46,913 |
| Less: Attributable to minority interests (RM'000) | <u>(46)</u> | <u>(5)</u> |
| Profit attributable to equity holders of the parent (RM'000) | <u>14,764</u> | <u>46,908</u> |
| Number of ordinary shares in issue ('000) | <u>566,656</u> | <u>566,656</u> |
| Basic earnings per share (sen) | <u>2.61</u> | <u>8.28</u> |

b) Fully Diluted Earnings Per Share

Diluted earnings per share is not disclosed as there was no dilution for the financial year ended 31 December 2006.

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

33. 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 February 2007.

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

DATUK HAJI ABU BAKAR HAJI ABAS
Group Managing Director

Kota Kinabalu
28 February 2007