

**CAB CAKARAN CORPORATION BERHAD**

(Company No.: 583661 W)

(Incorporated in Malaysia)

**INTERIM FINANCIAL STATEMENTS
FOR THE FIRST QUARTER ENDED DECEMBER 31, 2005****CONDENSED CONSOLIDATED INCOME STATEMENTS**

(The figures have not been audited)

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTER (3 MONTHS)	
		Current Year Quarter December 31, 2005	Preceding Year Corresponding Quarter December 31, 2004	Current Year To Date December 31, 2005	Preceding Year Corresponding Period December 31, 2004
		RM'000	RM'000	RM'000	RM'000
Revenue	8	85,478	110,342	85,478	110,342
Profit from operations		6,110	4,613	6,110	4,613
Finance costs		(970)	(805)	(970)	(805)
Income from other investment		27	44	27	44
Profit before taxation	8	5,167	3,852	5,167	3,852
Taxation	18	(699)	(786)	(699)	(786)
Profit after taxation		4,468	3,066	4,468	3,066
Minority interests		(401)	(153)	(401)	(153)
Net profit for the period		4,067	2,913	4,067	2,913
Basic earnings per ordinary share (sen)	26	4.88	3.60	4.88	3.60
Diluted earnings per ordinary share (sen)	26	NA	3.50	NA	3.50

The condensed consolidated income statements should be read in conjunction with the audited financial statements of the Group for the financial year ended September 30, 2005 and the accompanying explanatory notes attached to the interim financial statements.



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**INTERIM FINANCIAL STATEMENTS
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CONDENSED CONSOLIDATED BALANCE SHEETS

		(Unaudited) As at December 31, 2005 RM'000	(Audited) As at September 30, 2005 RM'000
	Note		
Non-Current Assets			
Property, plant and equipment		109,879	109,025
Other Investment	19	217	217
Agricultural expenditure		177	177
Goodwill on consolidation		8,940	9,346
		119,213	118,765
Current Assets			
Investment in quoted shares		59	59
Inventories		23,401	20,685
Trade receivables		73,487	74,648
Other receivables		8,968	6,925
Tax recoverable		63	323
Fixed deposit with licensed financial institution		3,027	3,000
Cash and bank balances		3,508	2,354
		112,513	107,994
Current Liabilities			
Trade payables		39,195	42,410
Amount owing to directors		55	140
Other payables		6,322	7,628
Finance lease payable		7	13
Hire-purchase payables		783	803
Long-term loans	22	4,428	4,568
Short-term borrowings	22	54,512	49,206
Tax liabilities		3,176	2,641
		108,478	107,409
Net Current Assets		4,035	585
		123,248	119,350
Financed by:			
Share capital		41,652	41,652
Reserves		42,349	38,720
Shareholders' equity		84,001	80,372
Minority interests		12,840	13,074
		96,841	93,446
Hire-purchase payables		1,405	1,554
Long-term loans	22	18,010	17,132
Deferred tax liabilities		6,992	7,218
		123,248	119,350
Net Assets per ordinary share of RM0.50 each (RM)		1.16	1.12

The condensed consolidated balance sheets should be read in conjunction with the audited financial statements of the Group for the financial year ended September 30, 2005 and the accompanying explanatory notes attached to the interim financial statements.



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CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(The figures have not been audited)

Three (3) Months Ended December 31, 2005

	<----- Non-distributable ----->				Distributable Retained Profit	Total
	Share Capital	Share Premium	Reserve on Consolidation	Translation Reserve		
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As at October 1, 2005	41,652	13,240	4,900	1	20,579	80,372
Amortisation of reserve on consolidation	-	-	(432)	-	-	(432)
Currency translation differences	-	-	-	(6)	-	(6)
Net gain/(loss) not recognised in the income statement	-	-	-	(6)	-	(6)
Net profit for the financial period	-	-	-	-	4,067	4,067
Balance as at December 31, 2005	41,652	13,240	4,468	(5)	24,646	84,001

Three (3) Months Ended December 31, 2004

	<----- Non-distributable ----->				Distributable Retained Profit	Total
	Share Capital	Share Premium	Reserve on Consolidation	Translation Reserve		
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
As at September 30, 2004	40,004	12,307	6,548	(9)	11,969	70,819
Exercise of share option of 2,364,700 ordinary shares of RM0.80 each	1,178	707	-	-	-	1,885
ESOS expenses written off	-	(56)	-	-	-	(56)
Currency translation differences	-	-	-	(6)	-	(6)
Net gain/(loss) not recognized in the income statement	-	(56)	-	(6)	-	(62)
Amortisation of reserve on consolidation	-	-	(427)	-	-	(427)
Net profit for the financial period	-	-	-	-	2,913	2,913
Balance as at December 31, 2004	41,182	12,958	6,121	(15)	14,882	75,128

The condensed consolidated statements of changes in equity should be read in conjunction with the audited financial statements of the Group for the financial year ended September 30, 2005 and the accompanying explanatory notes attached to the interim financial statements.



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**INTERIM FINANCIAL STATEMENTS
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CONDENSED CONSOLIDATED CASH FLOW STATEMENTS

(The figures have not been audited)

	3 months period ended December 31, 2005 RM'000	3 months period ended December 31, 2004 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	5,167	3,852
Adjustments for:		
Non-cash items	1,363	1,194
Non-operating items	847	685
Operating profit before working capital changes	7,377	5,731
Net change in current assets	(3,934)	(26,452)
Net change in current liabilities	(4,143)	22,347
Effect of exchange rates changes on working capital	(21)	(28)
Cash generated from operations	(721)	1,598
Interests paid	(915)	(711)
Income tax paid	(131)	(232)
Net cash generated from operating activities	(1,767)	655
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	388	51
Interest received	28	42
Purchase of property, plant and equipment	(2,609)	(5,072)
Investment in subsidiary companies	(424)	(827)
Net cash used in investing activities	(2,617)	(5,806)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue of shares for share option exercised	-	1,885
Proceeds from issue of shares to minority interest of a subsidiary company	-	90
Payment of ESOS expenses	-	(56)
Net change in long-term loans	739	482
Net change in short-term borrowings	3,710	6,583
Net change in finance lease payable	(6)	-
Net change in hire-purchase	(389)	(244)
Net change in advances from directors	(85)	-
Dividend paid	-	-
Net cash from financing activities	3,969	8,740
NET INCREASE IN CASH AND CASH EQUIVALENTS	(415)	3,589
CASH AND CASH EQUIVALENTS AT BEGINNING OF FINANCIAL PERIOD	(1,136)	(2,578)
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL PERIOD	(1,551)	1,011
Bank overdrafts	(8,086)	(7,588)
Deposits with licensed financial institution	3,027	6,092
Cash and Bank Balances	3,508	2,507
	(1,551)	1,011

The condensed consolidated cash flow statements should be read in conjunction with the audited financial statements of the Group for the financial year ended September 30, 2005 and the accompanying explanatory notes attached to the interim financial statements.



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**INTERIM FINANCIAL STATEMENTS
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NOTES TO THE INTERIM FINANCIAL STATEMENTS

PART A : EXPLANATORY NOTES AS PER FRS 134 - INTERIM FINANCIAL REPORTING

1. Basis of preparation

The interim financial statements are unaudited and have been prepared in compliance with FRS 134, Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial statements should be read in conjunction with the audited financial statements of CAB Cakaran Corporation Berhad (“CAB” or “the Company”) and all its subsidiaries (“the Group”) for the financial year ended September 30, 2005. The explanatory notes attached hereto 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 September 30, 2005.

The accounting policies and methods of computation adopted by the Group in the interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended September 30, 2005.

2. Audit qualification

The auditors’ report on the audited financial statements of the Group for the financial year ended September 30, 2005 was not subject to any audit qualifications.

3. Seasonal or cyclical factors

The financial performance of the Group in the current quarter ended December 31, 2005 was not significantly affected by any seasonal or cyclical factors.

4. Unusual items

There were no unusual nature and amount of items affecting assets, liabilities, equity, net income or cash flows of the Group in the current quarter ended December 31, 2005.

5. Material change in estimates

There were no material changes in estimates of amounts reported in the prior quarter and/ or financial year that have a material effect on the Group in the current quarter ended December 31, 2005.

6. Changes in debt and equity securities

There were no issuance, cancellations, repurchases, resale and repayments of debts and equity securities by the Company during the current quarter ended December 31, 2005.

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7. Dividends paid

There were no dividends declared or paid by the Company during the current quarter ended December 31, 2005.

The Board has proposed a first and final dividend of 2.5 sen (5.0%) per ordinary share, less tax of 28%, and a special dividend of 1.0 sen (2.0%) per ordinary share, less tax of 28% for the financial year ended September 30, 2005. The proposed first and final dividend and a special dividend are subject to the shareholders' approval in the forthcoming Annual General Meeting of the Company.

8. Segment information

By business activities:-

	Current Quarter		Preceding Year	
	Ended December 31,		Corresponding Quarter	
	2005		Ended December 31,	
	Profit/		Profit/	
	(Loss)		(Loss)	
	Before		Before	
	Revenue	Taxation	Revenue	Taxation
Business activities:	RM'000	RM'000	RM'000	RM'000
Investment holding	-	33	-	55
Integrated Poultry farming and processing	75,999	5,430	67,570	3,673
Marine products manufacturing	7,027	157	40,037	713
Restaurants and franchising	1,522	(327)	1,767	(539)
Value-added food products manufacturing and trading	930	(126)	968	(50)
Consolidated	85,478	5,167	110,342	3,852

The Directors are of the opinion that all inter-segment transfers have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties. Those transfers are eliminated on consolidation.

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	Current Quarter Ended December 31, 2005		Preceding Year Corresponding Quarter Ended December 31, 2004	
	RM'000	%	RM'000	%
By Geographical Locations	Revenue		Revenue	
Malaysia	78,035	91.29	70,044	63.48
United States of America	2,919	3.42	34,525	31.29
European Countries	3,738	4.37	5,071	4.59
Others	786	0.92	702	0.64
Consolidated	85,478	100.00	110,342	100.00

9. Carrying amount of revalued assets

The valuations of property, plant and equipment of the Group have been brought forward without amendments from the audited financial statements of the Group for the financial year ended September 30, 2005.

10. Material events subsequent to the end of the interim period

There were no material events which occurred subsequent to the end of the financial year ended September 30, 2005 until the date of the interim financial statements save as disclosed below:-

- (i) On January 16, 2006, the Company announced that its wholly-owned subsidiary, CABBC, had on January 15, 2006, entered into a Sale and Purchase Contract with STORK PMT B.V, the Netherlands for the acquisition of STORK Poultry Processing Equipment ("the Equipment") for a total purchase consideration of EURO1,550,000 (approximately RM7,285,000). The Equipment, which will be imported from the Netherlands, is a complete set of automated poultry slaughtering line with the capacity to slaughter 4,000 birds per hour. It will be installed at a new high technology slaughtering and food processing plant to be erected on four (4) pieces of land measuring 8.65 acres located at Lot PT 30397, HS(D) 445/95, Lot PT 30398, HS(D) 446/95, Lot PT 30400, HS(D) 448/95 and Lot PT 30399, HS(D) 447/95, Bukit Makmur Industrial Park, Sungai Petani, Kedah (hereinafter referred to as "Proposed Project"). The Proposed Project consisting land, factory building, cold storage facilities, utility block, waste water treatment system and other ancillary equipment and infrastructure is estimated to cost approximately RM22.850 million (including the cost of the Equipment of approximately RM7.285 million as mentioned above). The plant will be constructed in accordance with the requirements under the Hazard Analysis Critical Control Point ("HACCP") and ISO Standards. The construction of the Proposed Project is expected to commence in the middle of 2006 and the targeted date of completion is in the middle of 2007;
- (ii) On January 24, 2006, the Company announced that its wholly-owned subsidiary, CABBC, had on January 23, 2006, acquired the existing 80,000 ordinary shares of RM1.00 each in CAB R-Mahad (Timur) Sdn Bhd ("CABR"), representing 40% of the issued and paid up share capital of CABR from Rohani Binti Ahmad for a total cash consideration of RM423,748.45. In consequent thereof, CABR became a 95%-owned subsidiary of CABBC; and



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(iii) On February 13, 2006, the Company announced that its wholly-owned subsidiary, CABC, completed its acquisition of 550,000 ordinary shares of RM1.00 each in Jaya Gading Farm Sdn Bhd ("JGFSB"), representing 55% of the issued and paid up share capital of JGFSB, for a total purchase consideration of RM2,805,000. In consequent thereof, JGFSB became a 55%-owned subsidiary of CABC.

11. Changes in the composition of the Group for the current quarter ended December 31, 2005

There were no changes in the composition of the Group during the current quarter ended December 31, 2005.

12. Changes in contingent liabilities and assets

As at December 31, 2005, the Company has issued corporate guarantees amounting to RM111.577 million (December 31, 2004 : RM91.954 million) as security to financial institutions and a third party for banking facilities and credit terms respectively granted to its subsidiary companies.

13. Capital commitments

The capital commitments of the Group as at December 31, 2005 are as follows:-

	RM'000
Property, plant and equipment:	
Authorised but not contracted for	
Contracted but not provided for in the financial statements	2,997
Investments:	
Authorised but not contracted for	
Contracted but not provided for in the financial statements	2,524
Total	<u><u>5,521</u></u>



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NOTES TO THE INTERIM FINANCIAL STATEMENTS

PART B : ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA SECURITIES LISTING REQUIREMENTS

14. Review of performance

For the first quarter ended December 31, 2005, the Group recorded a revenue of RM85.478 million, representing a decrease of 22.53% over the prior year corresponding quarter's revenue of RM110.342 million. The lower revenue in the current quarter as compared to the prior year corresponding quarter was due mainly to the lower sales recorded by the Group's marine products manufacturing division especially due to lower sales of marine-based products to the United States of America ("USA"). The lower sales of marine-based products was however partially offset by the higher sales recorded by the integrated poultry division.

Despite the Group's lower revenue in the current quarter ended December 31, 2005 as compared to the prior year corresponding quarter, the Group recorded a higher profit before taxation of RM5.167 million as compared to the prior year corresponding quarter's profit before taxation of RM3.852 million or an increase of 34.14%. This was due mainly to the higher profit before taxation of RM5.430 million (Q1/2005 : RM3.763 million) contributed by the Group's integrated poultry division.

15. Comparison with the preceding quarter's results

The comparison of the Group revenue and profit before taxation for the current quarter and preceding quarter is summarised as follows:-

	2006 Quarter 1 RM'000	2005 Quarter 4 RM'000	Variance RM'000	%
Revenue	85,478	81,607	3,871	4.74
Profit Before Taxation	5,167	3,041	2,126	69.91

For the current quarter ended December 31, 2005, the Group recorded higher revenue of RM85.478 million as compared to the preceding quarter's revenue of RM81.607 million due largely to the higher sales recorded by the Group's integrated poultry division. The higher profit before taxation in the current quarter as compared to the preceding quarter was due largely to the lower losses recorded by the Group's restaurants and franchising division.

16. Commentary on prospects

Barring any unforeseen circumstances, the Group's operating performance for the financial year ending September 30, 2006 is expected to remain positive.

17. Variance of actual profit from profit forecast

Not applicable as no profit forecast was published.



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18. Taxation

	Current Quarter December 31, 2005 RM'000	Current Year- To-Date December 31, 2005 RM'000
Current taxation		
- Current	925	925
- Prior years	-	-
	<hr/> 925	<hr/> 925
Deferred taxation	(226)	(226)
	<hr/> 699	<hr/> 699

The effective tax rate of the Group for the current quarter ended December 31, 2005 is lower than statutory income tax rate due to availability of tax incentives such as reinvestment allowances enjoyed by certain subsidiary companies.

19. Unquoted investments and/ or properties

There were no material purchases or disposals of unquoted investments and/ or properties in the current quarter ended December 31, 2005.

20. Quoted investments

There were no purchases or disposals of quoted investments during the current quarter ended December 31, 2005.

21. Status of corporate proposals

(i) Conditions imposed by the Securities Commission on the landed properties of CAB

Pursuant to the Securities Commission ("SC")'s letter of approval dated August 7, 2003 for the listing of CAB on the Second Board of Bursa Malaysia Securities Berhad ("Bursa Securities"), CAB has to use its best endeavour to obtain all the approvals from the relevant authorities for the landed properties of the Group within six (6) months from August 7, 2003. As CAB was not able to comply with all conditions on the landed properties of the Group within the stipulated 6-month period, Commerce International Merchant Bankers Berhad ("CIMB") on behalf of CAB sought the approvals from the SC for an extension of time of 6 months up to August 6, 2004 and another extension of time of 6 months up to February 6, 2005 for CAB to comply with the outstanding approvals from the relevant authorities for the landed properties of the Group. The SC approved the extensions vide its letters dated February 18, 2004 and August 26, 2004 respectively. As at February 6, 2005, CAB complied with all of the conditions imposed by the SC on the landed properties of the Group save for one final approval from the relevant authorities for the change in express condition from "Pertanian Getah" to "Perternakan Ayam" for its landed properties held under Lot Nos. 6078, 6079 and 6695, Mukim of Sayung, Daerah Kuala Kangsar, Perak ("Broiler Farms").

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On February 2, 2005, CIMB on behalf of CAB sought the approval from the SC for an extension of time of 12 months up to February 6, 2006 for CAB to comply with the change in express condition of the Broiler Farms. On February 24, 2005, the SC approved a final extension of time of 12 months up to February 6, 2006 for CAB to comply with the change in express condition of the Broiler Farms subject to the following:-

- (a) The status of compliance with the Conditions is to be announced to the Bursa Securities on a quarterly basis ("Quarterly Announcement");
- (b) The SC is to be informed of the Quarterly Announcement; and
- (c) In the event the approval of the relevant authorities is not obtained by the Final Extended Timeframe, CAB is required to relocate the farming operations located at Lot Nos. 6078, 6079 and 6695, Mukim of Sayung, District of Kuala Kangsar, Perak.

CAB received a letter dated September 30, 2005 from Pejabat Pengarah Tanah Dan Galian, Perak informing the rejection of the application for the change in express conditions of the Broiler Farms but no specific reasons were stated the letter of rejection.

On February 6, 2006, the Company announced that its subsidiaries namely CAB Cakaran Breeding Farm Sdn Bhd ("CABB") and CAB Cakaran Sdn Bhd ("CABC") had on January 23, 2005 entered into Sale and Purchase Agreements ("SPAs") to dispose of the Broiler Farms. With the disposal, CAB had complied with all the conditions imposed by the SC via its letter dated August 7, 2003 on the landed properties of the Group.

(ii) Proposed Bonus Issue and Transfer Listing

On January 18, 2006, the Board announced that the Company proposed a Bonus Issue of up to 45,342,000 new ordinary shares of RM0.50 each on the basis of one (1) new ordinary share for every existing two (2) ordinary shares held and a Proposed Transfer Listing from the Second Board to the Main Board of the Bursa Securities. Bursa Securities approved on the Proposed Bonus Issue on February 14, 2006.

22. Group borrowings and debt securities

The Group's total bank borrowings as at December 31, 2005 are as follows:-

	Secured RM'000	Unsecured RM'000	Total RM'000
Short-term borrowings:			
Bank overdrafts	6,727	1,359	8,086
Bankers' acceptances and export credit refinancing	18,798	27,628	46,426
Hire purchase	783	-	783
Finance lease	7	-	7
Term loan	4,428	-	4,428
Sub-total	<u>30,743</u>	<u>28,987</u>	<u>59,730</u>
Long-term borrowings:			
Hire purchase	1,405	-	1,405
Term loan	18,010	-	18,010
Sub-total	<u>19,415</u>	<u>-</u>	<u>19,415</u>
Total borrowings	<u>50,158</u>	<u>28,987</u>	<u>79,145</u>

The above borrowings are denominated in Ringgit Malaysia.



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23. Off balance sheet financial instruments

There were no financial instruments with off balance sheet risk as at the date of issue of this Interim Financial Report save for foreign currency forward contracts.

Foreign currency forward contracts are entered into by the Group in currencies other than their functional currency to manage exposure to fluctuations in foreign currency exchange rates on specific transactions. In general, the Group's policy is to hedge as far as possible all amounts of receivables in foreign currency.

The contracted amount and fair value of financial instruments not recognised in the balance sheet as at February 15, 2006 are as follows:-

	Fair Value RM'000	Contracted Amount RM'000
Foreign currency forward contracts	1,200	1,186

The fair value of foreign currency forward contracts are calculated by reference to the current rate of contracts with similar maturity profiles.

24. Changes in material litigation

There were no material litigations as at the date of the interim financial statements.

25. Dividend

The Board has proposed a first and final dividend of 2.5 sen (5.0%) per ordinary share, less tax of 28%, and a special dividend of 1.0 sen (2.0%) per ordinary share, less tax of 28% for the financial year ended September 30, 2005. The proposed first and final dividend and a special dividend are subject to the shareholders' approval in the forthcoming Annual General Meeting of the Company.

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The basic earnings per ordinary share and diluted earnings per ordinary share are calculated based on the Group's net profit attributable to ordinary shareholders over the weighted average number of ordinary shares in issue as follows:-

	Current Year Quarter December 31, 2005	Prior Year Quarter December 31, 2004	Current Year To Date December 31, 2005	Preceding Year Corresponding Period December 31, 2004
Net profit attributable to shareholders (RM'000)	4,067	2,913	4,067	2,913
Weighted average number of Shares				
a) Basic				
Weighted average number of ordinary shares in issue ('000)	83,304	80,813	83,304	80,813
b) Diluted				
Weighted average number of ordinary shares in issue ('000)	83,304	80,813	83,304	80,813
Adjustment for assumed exercised of ESOS ('000)	(1,054)	2,525	(1,054)	2,525
Adjusted weighted average number of ordinary shares ('000)	82,250	83,338	82,250	83,338
Basic earnings per ordinary share (sen)	4.88	3.60	4.88	3.60
Diluted earnings per ordinary share (sen)	NA	3.50	NA	3.50

The computation of the diluted earnings per share in the current quarter was ignored as it is an anti-dilutive.

27. Authorisation for issue

The interim financial statements were authorised for public release by the Board of Directors in accordance with the minutes of the Board meeting held on February 22, 2006.