



# **SURIA CAPITAL HOLDINGS BERHAD**

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

## **CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**FOR THE QUARTER AND YEAR-TO-DATE ENDED 30 SEPTEMBER 2017**

---

<b>CONTENTS</b>	<b>PAGE</b>
Unaudited Condensed Consolidated Statements of Comprehensive Income	1
Unaudited Condensed Consolidated Statements of Financial Position	2
Unaudited Condensed Consolidated Statements of Changes in Equity	4
Unaudited Condensed Consolidated Statements of Cash Flows	6
Notes to the Quarterly Financial Report – Part A: Explanatory notes pursuant to MFRS 134	8
Notes to the Quarterly Financial Report – Part B: Explanatory notes pursuant to Listing Requirements of Bursa Malaysia Securities Berhad	21

---

**Condensed consolidated statements of comprehensive income**  
**For the quarter and year-to-date ended 30 September 2017**

	Note	Current quarter 3 months ended		Year-to-date ended	
		30.09.2017 Unaudited RM'000	30.09.2016 Unaudited RM'000	30.09.2017 Unaudited RM'000	30.09.2016 Unaudited RM'000
<b>Revenue</b>		86,746	59,901	217,953	180,444
Cost of sales		(61,713)	(36,477)	(152,545)	(108,842)
<b>Gross profit</b>		25,033	23,424	65,408	71,602
<b>Other items of income</b>					
Interest income		399	805	1,200	2,407
Other income		9,092	7,819	24,795	23,075
<b>Other items of expense</b>					
Administrative expense		(8,383)	(10,100)	(25,943)	(27,040)
Finance costs		(1,004)	(1,790)	(3,078)	(4,967)
Other expenses		(10,988)	(515)	(11,669)	(912)
<b>Profit before tax</b>	A14	14,149	19,643	50,713	64,165
Income tax expense	A15	(10,756)	(7,493)	(19,468)	(18,702)
<b>Profit net of tax</b>		3,393	12,150	31,245	45,463
Other comprehensive income		-	-	-	-
<b>Total comprehensive income for the period</b>		3,393	12,150	31,245	45,463
Profit net of tax attributable to:					
Owners of the Company		3,393	12,150	31,245	45,463
Non-controlling interests		-	-	-	-
		3,393	12,150	31,245	45,463
Total comprehensive income attributable to:					
Owners of the Company		3,393	12,150	31,245	45,463
Non-controlling interests		-	-	-	-
		3,393	12,150	31,245	45,463
<b>Earnings per ordinary share attributable to owners of the Company (sen per share):</b>					
Basic	A16	1.18	4.22	10.84	15.78

The above condensed consolidated statements of comprehensive income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2016 and the accompanying explanatory notes attached to these interim financial statements.

**Condensed consolidated statements of financial position**  
**As at 30 September 2017**

	Note	As at 30.09.2017 Unaudited RM'000	As at 31.12.2016 Audited RM'000
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	A17	61,276	62,229
Concession assets	A18	740,456	728,614
Deferred tax assets		22,658	30,765
Other assets		33,931	33,931
Trade receivable		230,799	230,799
		1,089,120	1,086,338
<b>Current assets</b>			
Inventories	A19	4,607	4,028
Trade and other receivables		67,287	49,705
Other current assets		30,136	3,628
Investment securities	A21	113,878	144,104
Cash and bank balances	A20	54,931	60,958
		270,839	262,423
<b>TOTAL ASSETS</b>		<b>1,359,959</b>	<b>1,348,761</b>

**Condensed consolidated statements of financial position (continued)**  
**As at 30 September 2017**

	Note	As at 30.09.2017 Unaudited RM'000	As at 31.12.2016 Audited RM'000
<b>EQUITY AND LIABILITIES</b>			
<b>Current liabilities</b>			
Borrowings	A22	163	10,637
Loan from Sabah Ports Authority		24,946	24,946
Amount due to Sabah State Government		5,927	5,927
Concession liabilities	A23	2,540	10,162
Trade and other payables		35,740	40,209
Income tax payable		2,407	271
		71,723	92,152
<b>Net current assets</b>		199,116	170,271
<b>Non-current liabilities</b>			
Borrowings	A22	616	225
Loan from Sabah Ports Authority		52,924	52,924
Amount due to Sabah State Government		11,853	17,779
Concession liabilities	A23	121,904	115,823
Employee defined benefit liability		123	196
Deferred tax liabilities		65,594	54,158
		253,014	241,105
<b>TOTAL LIABILITIES</b>		324,737	333,257
<b>Net assets</b>		1,035,222	1,015,504
<b>Equity attributable to owners of the Company</b>			
Share capital	A8	288,184	288,184
Share premium		70,641	70,641
Other reserves		1,862	1,862
Retained earnings	B10	674,535	654,817
		1,035,222	1,015,504
<b>Non-controlling interests</b>		-	-
<b>TOTAL EQUITY</b>		1,035,222	1,015,504
<b>TOTAL EQUITY AND LIABILITIES</b>		1,359,959	1,348,761

The above condensed consolidated statements of financial position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2016 and the accompanying explanatory notes attached to these interim financial statements.

**Condensed consolidated statements of changes in equity  
For the year-to-date ended 30 September 2017**

	Note	----- Attributable to owners of the Company -----								
		Equity, total RM'000	Equity attributable to owners of the Company, total RM'000	Non-distributable		Distributable	Non-distributable			Non- controlling interests RM'000
				Share capital RM'000	Share premium RM'000	Retained earnings RM'000	Other reserves total RM'000	Employee share option reserve RM'000	Premium paid on acquisition of non- controlling interests RM'000	
<b>Opening balance at 1 January 2017</b>		1,015,504	1,015,504	288,184	70,641	654,817	1,862	2,255	(393)	-
<b>Total comprehensive income for the period</b>		31,245	31,245	-	-	31,245	-	-	-	-
<b>Transactions with owners</b>										
Dividends on ordinary shares	A9	(11,527)	(11,527)	-	-	(11,527)	-	-	-	-
Total transactions with owners		(11,527)	(11,527)	-	-	(11,527)	-	-	-	-
<b>Closing balance at 30 September 2017</b>		1,035,222	1,035,222	288,184	70,641	674,535	1,862	2,255	(393)	-

**Condensed consolidated statements of changes in equity (continued)**  
**For the year-to-date ended 30 September 2017**

	Note	----- Attributable to owners of the Company -----								
		Equity, total RM'000	Equity attributable to owners of the Company, total RM'000	Non-distributable		Distributable	Non-distributable		Non-controlling interests RM'000	
				Share capital RM'000	Share premium RM'000	Retained earnings RM'000	Other reserves total RM'000	Employee share option reserve RM'000	Premium paid on acquisition of non-controlling interests RM'000	
<b>Opening balance at 1 January 2016</b>		971,003	969,346	288,184	70,641	608,327	2,194	2,255	(61)	1,657
<b>Total comprehensive income for the period</b>		45,463	45,463	-	-	45,463	-	-	-	-
<b>Transactions with owners</b>										
Dividends on ordinary shares	A9	(11,527)	(11,527)	-	-	(11,527)	-	-	-	-
Acquisition of non-controlling interests		(1,989)	(332)	-	-	-	(332)	-	(332)	(1,657)
<b>Total transactions with owners</b>		<b>(13,516)</b>	<b>(11,859)</b>	<b>-</b>	<b>-</b>	<b>(11,527)</b>	<b>(332)</b>	<b>-</b>	<b>(332)</b>	<b>(1,657)</b>
<b>Closing balance at 30 September 2016</b>		<b>1,002,950</b>	<b>1,002,950</b>	<b>288,184</b>	<b>70,641</b>	<b>642,263</b>	<b>1,862</b>	<b>2,255</b>	<b>(393)</b>	<b>-</b>

The above condensed consolidated statements of changes in equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2016 and the accompanying explanatory notes attached to these interim financial statements.

**Condensed consolidated statements of cash flows**  
**For the year-to-date ended 30 September 2017**

	<b>Year-to-date ended</b>	
	<b>30.09.2017</b>	<b>30.09.2016</b>
	<b>Unaudited</b>	<b>Unaudited</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>Operating activities</b>		
Profit before tax	50,713	64,165
<u>Adjustments for:</u>		
Amortisation of concession assets	32,335	32,211
Allowance for impairment loss on:		
- trade receivables	112	15
- other receivables	-	-
Concession assets written off	-	-
Depreciation of property, plant and equipment	1,961	1,835
Employee defined benefit expenses	(73)	-
Employee leave entitlement	209	159
Finance costs	3,078	4,967
Gain on disposal of property, plant and equipment	(31)	(65)
Impairment loss on concession assets	-	-
Interest income	(1,200)	(2,407)
Inventories written off	-	-
Investment income from investment securities	(3,143)	(3,641)
Net fair value (gain)/loss on held for trading investment securities	(639)	(51)
Plant and equipment written off	-	12
Revisions to estimated cash flows on receivables	10,790	-
Unrealised exchange loss/(gain)	293	(685)
Unwinding of discount on:		
- long term receivables	(13,694)	(11,079)
- concession liabilities	6,081	6,181
- dredging costs	-	-
<b>Total adjustments</b>	<b>36,079</b>	<b>27,452</b>
<b>Operating cash flows before changes in working capital</b>	<b>86,792</b>	<b>91,617</b>
<u>Changes in working capital:</u>		
Increase in inventories	(578)	(207)
Increase in trade and other receivables	(7,653)	(12,287)
Increase in other current assets	(26,508)	(37,964)
Increase/(decrease) in trade and other payables	3,958	(9,179)
Payment of concession liabilities	(7,622)	(7,472)
Payment of employee defined benefit liability	(76)	(9)
<b>Total changes in working capital</b>	<b>(38,479)</b>	<b>(67,118)</b>



**Condensed consolidated statements of cash flows (continued)**  
**For the year-to-date ended 30 September 2017**

	<b>Year-to-date ended</b>	
	<b>30.09.2017</b>	<b>30.09.2016</b>
	<b>Unaudited</b>	<b>Unaudited</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>Cash flows used in operations</b>	48,313	24,499
Interest received	-	-
Income tax paid	(5,823)	(3,420)
Income tax refunded	547	302
Real Property Gain Tax paid	-	(1,079)
<b>Net cash flows from operating activities</b>	43,037	20,302
<b>Investing activities</b>		
(Increase)/decrease in cash at banks pledged and deposits with maturity more than 3 months	(7,236)	32,322
Increase in concession assets	(45,435)	-
Proceeds from disposal of property, plant and equipment	64	65
Proceeds from disposal of investment securities	54,211	54,377
Purchase of investment securities	(32,675)	(98,220)
Purchase of property, plant and equipment	(1,436)	(9,572)
Investment income received from investment securities	3,143	3,641
Interest received	1,200	2,407
<b>Net cash flows used in investing activities</b>	(28,164)	(14,980)
<b>Financing activities</b>		
Dividends paid	(11,527)	(11,527)
Interest paid	(811)	(1,331)
Proceeds from borrowings	668	-
Repayment of Islamic debt securities	(10,000)	(10,000)
Repayment of loan from Sabah State Government	(5,927)	(5,927)
Repayment of obligations under finance leases	(539)	(383)
<b>Net cash flows used in financing activities</b>	(28,136)	(29,168)
<b>Net decrease in cash and cash equivalents</b>	(13,263)	(23,846)
<b>Effect of exchange rate changes on cash and cash equivalents</b>	-	-
<b>Cash and cash equivalents at 1 January</b>	31,723	52,081
<b>Cash and cash equivalents at 30 September (Note A20)</b>	18,460	28,235
<b>Composition of cash and cash equivalents</b>		
Cash on hand and at banks	14,559	21,329
Deposits with licensed banks and other financial institutions	3,901	6,906
<b>Cash and cash equivalents at 30 September (Note A20)</b>	18,460	28,235

The above condensed consolidated statements of cash flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2016 and the accompanying explanatory notes attached to these interim financial statements.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

---

**A1. Corporate information**

Suria Capital Holdings Berhad is a public limited liability company incorporated and domiciled in Malaysia, and is listed on Bursa Malaysia Securities Berhad.

These condensed consolidated interim financial statements were approved by the Board of Directors on 30 November 2017.

**A2. Basis of preparation**

The condensed consolidated interim financial statements of the Group for the third quarter ended 30 September 2017 are unaudited and have been prepared in accordance with MFRS 134 Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The condensed consolidated interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2016. These explanatory notes attached to the condensed consolidated 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 2016.

**A3. Changes in accounting policies**

The accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2016, except for the adoption of the following new/revised Malaysian Financial Reporting Standards ("MFRS"). The Group intend to adopt these standards, if applicable, when they become effective.

Effective for annual periods beginning on or after 1 January 2017.

- Amendments to MFRS 107: Disclosures Initiatives
- Amendments to MFRS 112: Recognition of Deferred Tax for Unrealised Losses

Effective for annual periods beginning on or after 1 January 2018.

- Annual Improvements to MFRSs 2014 – 2016 Cycle
- Amendments to MFRS 2: Classification and Measurement of Share-based Payment Transactions
- MFRS 15 Revenue from Contracts with Customers
- Amendments to MFRS 4: Applying MFRS 9 Financial Instruments to MFRS 4 Insurance Contracts
- Amendments to MFRS 140: Transfers of Investment Property
- MFRS 9 Financial Instruments
- IC Interpretation 22 Foreign Currency Transactions and Advance Consideration

Effective for annual periods beginning on or after 1 January 2019.

- MFRS 16 Leases

Deferred.

- Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A3. Changes in accounting policies (continued)**

The directors do not expect that the adoption of the standards and interpretations above to have any material impact on the financial statements in the period of initial application.

**A4. Significant events and transactions**

There were no significant event and transaction that would have had a material impact on the financial position and performance of the Group as at 30 September 2017.

**A5. Comments about seasonal or cyclical factors**

The businesses of the Group were not materially affected by the various festive seasons or cyclical fluctuations during the period.

**A6. Unusual items due to their nature, size or incidence**

There was no material unusual item affecting assets, liabilities, equity, net income, or cash flows during the financial period ended 30 September 2017.

**A7. Changes in estimates**

There was no change in estimate that had a material effect in the current quarter results and preceding quarter.

**A8. Issues, repurchases and repayments of debt and equity securities**

There was no repayment made for debt and equity securities in the current quarter. However, for the year-to-date there was repayment made for debt securities amounting to RM10,000,000 (30 September 2016: RM10,000,000). At the same time, there was also repayment made for loan from Sabah State Government amounting to RM5,927,000 in the current year-to-date (30 September 2016: RM5,927,000).

**A9. Dividends paid**

	Current quarter 3 months ended		Year-to-date ended	
	30.09.2017 RM'000	30.09.2016 RM'000	30.09.2017 RM'000	30.09.2016 RM'000
For 2015: 4.0% final tax exempt dividend, on 288,183,992 ordinary shares, declared on 25 May 2016 and paid on 30 June 2016	-	-	-	11,527
For 2016: 4.0% final tax exempt dividend, on 288,183,992 ordinary shares, declared on 22 May 2017 and paid on 30 June 2017	-	-	11,527	-
	-	-	11,527	11,527

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

---

**A10. Segmental information**

The Group is organised into business units based on their products and services, and has six operating segments as follows:

- (a) The port operations are involved in the provision and maintenance of port services and facilities, and the regulation and control of the management of ports.
- (b) The logistics and bunkering services segment deals with the provisions of bunkering and related services.
- (c) The contract and engineering segment deals with contracts and project management consultancy works.
- (d) The ferry terminal operations segment deals with ferry and international cruise terminal operations.
- (e) The investment holding segment is involved in Group-level corporate services, treasury functions and investment in marketable securities.
- (f) The property development segment is involved in joint venture projects for mixed commercial development.

There has been no material change in total assets and no differences in the basis of segmentation or in the basis of measurement of segment profit or loss as compared to the last annual financial statements.

**Port operations**

For the current quarter, the port operations segment contributed 97% to the Group's revenue (30 September 2016: 95%) and more than 100% (30 September 2016: 82%) to the Group's profit before tax.

For the year-to-date, it contributed 97% to the Group's revenue (30 September 2016: 96%) and more than 100% (30 September 2016: 90%) to the Group's profit before tax.

The operations for this segment are mainly in Sabah and Sabah Ports plays an important role in supporting the state's economy as shipping is widely used to transport imports and exports.

The cargo volume handled at Sabah Ports is closely correlated to the Sabah state economy and also the regional economy. For the current quarter, there was a slight decrease in total tonnage handled by less than 1%. However, an increase by 4% for the year-to-date, mainly contributed by higher bulk oil and general cargo throughput. The total tonnage handled for the current quarter and year-to-date were 8.2 million and 22.2 million metric tonnes respectively.

The category of container which is charged differently as per the Sabah Ports' Tariff registered an increase in total TEUs handled in the current quarter by 6% to 91,941 from 86,732 TEUs in the preceding year's corresponding quarter. For the year-to-date, total TEUs was 2% lower at 262,308 TEUs as compared to 267,246 TEUs registered in prior year-to-date.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

---

**A10. Segmental information (continued)**

**Port operations (continued)**

Profit before tax has declined by RM7.0 million (12%) to RM51.0 million for the year-to-date from RM58.0 million in prior year. This was mainly due to higher operating expenditures for the year-to-date under review. Higher operating expenditures were mainly attributable to higher leasing of port land, personnel costs, stevedorage for tug boat services and amortisation of capital expenditure.

Despite the challenges in the regional trade and oil palm market, we expect there will be improvement in cargo throughput and containers going through the wharves for the coming months.

**Logistics and bunkering services**

For the current quarter, the logistics and bunkering services segment contributed 1% (30 September 2016: 4%) to the Group's revenue and registered a loss before tax of RM0.2 million (30 September 2016: loss of RM0.4 million).

Although low volume was registered for the supply of fuel, the Company will continue to support the ports business in logistics handling, fresh water supply, shipping agency services as well as the collection of waste oil and marine garbage disposal.

**Contract and engineering and ferry terminal operations**

For the current quarter and year-to-date, this segment contributed 2% of the Group's revenue (30 September 2016: 2%) respectively and registered a profit before tax of RM0.6 million for the year-to-date (30 September 2016: loss of RM0.5 million).

In the ferry terminal operations, the passenger fees from Jesselton Point operations is the main source of revenue, contributed 57% to this segment's revenue (30 September 2016: 53%). Other revenues are derived from retail outlets, indoor soccer centre and handling of cruise ship passengers at Kota Kinabalu Port.

As for the contract and engineering, although it has been giving minimum contribution towards to Group's revenue and profit for the recent past years, it is now ready to undertake new projects.

Gross profit margin for this segment has increased to 29% from 26% in 2016.

**Investment holding**

The investment holding or corporate segment's revenue, mainly management fees and dividend income receivable from subsidiaries are eventually eliminated at Group's level.

Other income derived from short term investments securities and fixed deposits with licensed financial institutions are classified under other income category.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A10. Segmental information (continued)**

**Property development**

The property development's revenue is a non-recurring income to the Group which was derived from the Joint Venture with SBC Corporation Berhad to develop a parcel of development land approximately 16.25 acres, namely Jesselton Quay project at Tanjung Lipat, Kota Kinabalu.

This segment's revenue has been fully recognised in 2015 based on the minimum entitlement as per the Joint Venture Agreement but discounted to the net present value, as the proceeds will be receivable over 8 years.

Thus, for the year 2017, there would not be any amount recognised in Group's revenue except for the unwinding of discount on long term trade receivable amounted to RM13.7 million recognised under other income. However, due to revisions of estimated cash flows for the proceeds, the trade receivable was adjusted during the quarter by RM10.8 million. Therefore, profit contribution by this segment to the total Group's profit before tax for the year-to-date is RM2.9 million (30 September 2016: RM11.1 million).

The physical works of the project have commenced in December 2016.

The segment results are as follows:

	Current quarter 3 months ended		Year-to-date ended	
	30.09.2017 RM'000	30.09.2016 RM'000	30.09.2017 RM'000	30.09.2016 RM'000
<b>Segment revenue</b>				
Investment holding	2,663	2,662	16,688	15,988
Property development	-	-	-	-
Port operations	84,536	56,797	210,930	172,797
Logistics and bunkering services	1,924	2,935	5,949	6,029
Contract and engineering and ferry terminal operations	1,337	1,036	4,236	3,883
Revenue including inter-segment sales	90,460	63,430	237,803	198,697
Elimination of inter-segment sales	(3,714)	(3,529)	(19,850)	(18,253)
<b>Total revenue</b>	<b>86,746</b>	<b>59,901</b>	<b>217,953</b>	<b>180,444</b>
<b>Segment results</b>				
Investment holding	462	2,926	9,979	8,870
Property development	(6,110)	3,132	2,904	11,079
Port operations	20,834	16,046	51,007	58,020
Logistics and bunkering services	(206)	(389)	(376)	(534)
Contract and engineering and ferry terminal operations	744	(497)	624	(545)
Profit from operations including inter- segment transactions	15,724	21,218	64,138	76,890
Elimination of inter-segment transactions	(1,575)	(1,575)	(13,425)	(12,725)
<b>Total profit before tax</b>	<b>14,149</b>	<b>19,643</b>	<b>50,713</b>	<b>64,165</b>

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

---

**A11. Subsequent events after the reporting period**

There were no material events subsequent to the end of the interim reporting year that have not been reflected in the condensed consolidated interim financial statements.

**A12. Changes in the composition of the Group**

There were no changes in the composition of the Group during the interim financial period ended 30 September 2017.

**A13. Related party transactions**

The following table provides information on the transactions which have been entered into with related parties during the three months period and year-to-date ended 30 September 2017 and 30 September 2016:

	<b>Current quarter</b>		<b>Year-to-date ended</b>	
	<b>30.09.2017</b>	<b>30.09.2016</b>	<b>30.09.2017</b>	<b>30.09.2016</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<i>Subsidiaries:</i>				
Dividend income	1,575	1,575	13,425	12,725
Interest income	(4)	2	1	7
Management fees income	1,065	1,065	3,195	3,195
Rental income	23	23	68	68
<i>Company related to</i>				
<i>Substantial shareholder:</i>				
Car leasing expenses	16	19	48	94

The directors are of the opinion that the above transactions have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

All outstanding balances with these related parties are unsecured and are to be settled in cash within three months of the reporting date.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A14. Profit before tax**

Included in the profit before tax are the following items :

	Current quarter 3 months ended		Year-to-date ended	
	30.09.2017 RM'000	30.09.2016 RM'000	30.09.2017 RM'000	30.09.2016 RM'000
Employee benefits expense	16,058	14,504	46,276	42,803
Non-executive directors' remuneration	354	321	1,031	1,009
Allowance for impairment loss on:				
- trade receivables	(68)	6	112	15
- other receivables	-	-	-	-
Amortisation of concession assets	10,441	10,748	32,335	32,211
Auditors' remuneration:				
Statutory audit:				
- current year	32	33	96	96
- under/(over) provision in respect of previous year	14	5	24	11
Other services:				
- current year	2	20	37	20
- under/ (over) provision in respect of previous year	6	15	6	24
Depreciation of property, plant and equipment	766	995	1,961	1,835
Hiring of equipment and motor vehicles	25	57	91	136
Concession assets written off	608	-	608	-
Impairment loss on concession assets	-	-	-	-
Inventories written down	-	-	-	-
Leasing of port land	3,971	2,583	6,843	6,484
Net fair value gain on financial instruments:				
- Investment securities	(303)	(191)	(639)	(51)
Gain on disposals of property, plant and equipment	(4)	(9)	(31)	(65)
Plant and equipment written off	-	9	-	12
Revisions to estimated cash flows on receivable	10,790	-	10,790	-
Realised loss on foreign exchange	65	(23)	320	413
Rental of office premises	293	244	755	699
Reversal of allowance for impairment loss:				
- trade and other receivables	(940)	(15)	(1,150)	(8)
Unrealised exchange gain	-	-	-	-



**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A15. Income tax expense**

	Current quarter 3 months ended		Year-to-date ended	
	30.09.2017 RM'000	30.09.2016 RM'000	30.09.2017 RM'000	30.09.2016 RM'000
Income tax expense for the year-to-date:				
Malaysian income tax	4,812	200	11,361	696
Deferred tax	5,944	7,293	8,107	18,006
Real property gain tax	-	-	-	-
	10,756	7,493	19,468	18,702

A subsidiary company, Sabah Ports Sdn. Bhd. had obtained approval from the Minister of Finance for its operations to be regarded as an approved service project under Schedule 7B of the Income Tax Act, 1967, whereby the subsidiary is entitled to claim investment allowance tax incentive at the rate of 100% on capital expenditure incurred for the period of five years from 1 September 2004 to 31 August 2009.

As at 31 December 2016, the total investment allowance claimed by this subsidiary arising from this approval was approximately RM689.2 million and it has been fully utilised in year 2016 as well.

Income tax is calculated at the Malaysian statutory tax rate of 24% (2016: 24%) of the estimated assessable profit for the year-to-date.

**A16. Earnings per share**

Basic earnings per share amount is calculated by dividing profit for the year, net of tax, attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year-to-date.

	Current quarter 3 months ended		Year-to-date ended	
	30.09.2017 RM'000	30.09.2016 RM'000	30.09.2017 RM'000	30.09.2016 RM'000
Profit net of tax for the financial year-to-date	3,393	12,150	31,245	45,463
Less: Attributable to non-controlling interests	-	-	-	-
Profit net of tax attributable to owners of the Company	3,393	12,150	31,245	45,463
Weighted average number of ordinary shares	288,184	288,184	288,184	288,184
Basic earnings per ordinary share (sen)	1.18	4.22	10.84	15.78

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A17. Property, plant and equipment**

**Acquisitions and disposals**

The cash outflow on acquisition of property, plant and equipment amounted to RM1,436,000 (30 September 2016: RM9,572,000).

There were assets with carrying amount of RM7 and RM33,000 been disposed off by the Group during the current quarter and year-to-date ended 30 September 2017 respectively (30 September 2016: RM33), resulting in a gain on disposal of RM31,000 (30 September 2016: RM65,000) which had been included under other income in the statements of comprehensive income.

**Write-down of property, plant and equipment**

During the current quarter and year-to-date ended 30 September 2017, there were no write-down of property, plant and equipment (30 September 2016: RM9,100).

**A18. Concession assets**

<b>Group</b>	<b>Port concession rights RM'000</b>	<b>Leased port infrastructure and facilities RM'000</b>	<b>Capital expenditure RM'000</b>	<b>Total RM'000</b>
<b>Cost:</b>				
<b>At 1 January 2017</b>	213,679	45,296	889,907	1,148,882
Addition	-	-	45,435	45,435
Disposal	-	-	(184)	(184)
Write off	-	-	(608)	(608)
<b>At 30 September 2017</b>	<b>213,679</b>	<b>45,296</b>	<b>934,550</b>	<b>1,193,525</b>
<b>Accumulated amortisation:</b>				
<b>At 1 January 2017</b>	86,224	18,622	315,422	420,268
Amortisation	5,400	1,132	26,269	32,801
Disposal	-	-	-	-
Write off	-	-	-	-
Impairment loss recognised in profit or loss	-	-	-	-
<b>At 30 September 2017</b>	<b>91,624</b>	<b>19,754</b>	<b>341,691</b>	<b>453,069</b>
<b>Net carrying amount:</b>				
At 31 December 2016	127,455	26,674	574,485	728,614
At 30 September 2017	122,055	25,542	592,859	740,456

Capital expenditures recognised as concession assets are to be handed over at no costs to Sabah Ports Authority upon the expiry of the concession period.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

---

**A19. Inventories**

There were no inventories been written down during the current quarter and financial year-to-date ended 30 September 2017 (30 September 2016: Nil).

**A20. Cash and cash equivalents**

	<b>As at 30.09.2017 RM'000</b>	<b>As at 31.12.2016 RM'000</b>
Cash at banks and on hand	14,559	22,710
Cash at banks pledged as securities for Islamic debts securities	12	5,242
Short term deposits with:		
- licensed banks	2,876	9,013
- other financial institutions	1,025	-
Deposits with maturity more than 3 months	36,459	23,993
	<b>54,931</b>	<b>60,958</b>

Term deposits are made for varying periods of between 1 month and 24 months depending on the immediate cash requirements of the Group, and earn interests at the respective term deposit rates. The weighted average effective interest rate as at 30 September 2017 for the Group was 3.7% (30 September 2016: 3.9%).

Deposits of the Group with a financial institution with maturity more than 3 months amounting to RM15,868,000 (2016: RM5,672,000) are held under lien to secure bank guarantees which includes guarantees made in favour of the Sabah Ports Authority against lease rental of port land payable to Sabah Ports Authority and the due maintenance of Sabah Ports' properties and facilities.

For the purpose of the statements of cash flows, cash and cash equivalents comprise the following at the reporting date:

	<b>As at 30.09.2017 RM'000</b>	<b>As at 30.09.2016 RM'000</b>
Cash on hand and at banks	14,559	21,329
Short term deposits with:		
- licensed banks	2,876	6,906
- other financial institutions	1,025	-
	<b>18,460</b>	<b>28,235</b>

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

---

**A21. Fair value hierarchy**

**A. Fair value hierarchy**

The Group categorises fair value measurement using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date,
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3 - Unobservable inputs for the asset or liability.

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

**B. Assets measured at fair value**

The following table shows an analysis of the class of assets measured at fair value at the reporting date:

	<b>Fair value measurements at the reporting date using</b>			
	<b>Level 1 RM'000</b>	<b>Level 2 RM'000</b>	<b>Level 3 RM'000</b>	<b>Total RM'000</b>
<b>Recurring fair value measurements</b>				
<b>Assets – financial assets</b>				
Investment securities				
- 30 September 2017	-	113,878	-	113,878
- 31 December 2016	-	144,104	-	144,104

**C. Level 2 fair value measurements**

The following is the description of the valuation techniques and inputs used in the fair value measurement for assets that are categorised within Level 2 of the fair value hierarchy.

Investment securities

The fair value of investment securities are determined by reference to prices quoted by independent brokers.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A22. Interest-bearing loans and borrowings**

Total Group's loans and borrowings as at 30 September 2017 and 31 December 2016 were as follows:

	<b>As at 30.09.2017 RM'000</b>	<b>As at 31.12.2016 RM'000</b>
<b>Current</b>		
Secured:		
- Islamic debt securities	-	10,144
- Obligations under finance leases	163	493
	163	10,637
<b>Non-current</b>		
Secured:		
- Islamic debt securities	-	-
- Obligations under finance leases	616	225
	616	225
	779	10,862

The above borrowings are denominated in local currency.

There were no loan default or breach of a loan agreement that has not been remedied on or before the end of the reporting period.

**A23. Concession liabilities**

<b>Group</b>	<b>30.09.2017 RM'000</b>	<b>31.12.2016 RM'000</b>
At 1 January	125,985	127,706
Unwinding of discount	6,081	8,242
Payments	(7,622)	(9,963)
At 30 June	124,444	125,985
<b>Current</b>	2,540	10,162
<b>Non current:</b>		
More than 1 year and less than 2 years	9,891	9,690
More than 2 years and less than 5 years	27,055	26,486
5 years or more	84,958	79,647
	121,904	115,823
	124,444	125,985

This represents provision for annual fixed periodic lease payments and concession fees payable to the Sabah Ports Authority.

**Part A: Explanatory notes pursuant to MFRS 134**  
**Interim financial report – 3<sup>rd</sup> quarter ended 30 September 2017**

**A24. Capital commitments**

	<b>As at 30.09.2017 RM'000</b>	<b>As at 30.09.2016 RM'000</b>
<b>Approved and contracted for</b>		
Sapangar Bay bunkering line	179	179
Jetty head extension at Sapangar Bay Oil Terminal	1,233	910
Jetty extension at Karamunting Palm Oil Terminal, Sandakan port	97,012	843
Extension of container yard at Sapangar Bay Container Port	284	337
Sapangar Bay Conventional Cargo Terminal	450	-
Purchase of cargo handling equipment	33,781	64,009
Major repairs and improvements at ports	14,375	4,881
	<b>147,314</b>	<b>71,159</b>
<b>Approved but not contracted for</b>		
Purchase of property, plant and equipment	276,224	246,126
Improvement to port infrastructure facilities	49,309	207,579
	<b>325,533</b>	<b>453,705</b>
	<b>472,847</b>	<b>524,864</b>

**A25. Contingent liabilities or assets**

There were no changes in contingent liabilities or contingent assets since the last balance sheet date.

**Part B: Explanatory notes pursuant to Listing Requirements of Bursa Malaysia Securities Berhad**

---

**B1. Performance review**

**Current quarter**

For the current quarter, the Group registered revenue of RM86.7 million, increased by RM26.8 million or 45% when compared to the previous year's corresponding quarter ended 30 September 2016 of RM59.9 million. The increase in revenue was mainly attributable to the construction services revenue accounted for in accordance with IC Interpretation 12: Service Concession Arrangements. In the current quarter, the port operations registered construction services revenue amounted to RM23.8 million (30 September 2016: RM0.9 million).

The Group registered a pre-tax profit of RM14.1 million for the quarter ended 30 September 2017, lower by RM5.5 million (28%) from RM19.6 million for the corresponding quarter ended 30 September 2016, mainly due to the effect of revisions to estimated cash flows on receivables in the current quarter.

**Year-to-date**

For the year-to-date ended 30 September 2017, the Group registered revenue of RM217.9 million, higher by RM37.5 million or 21% when compared to the previous year-to-date ended 30 September 2016 of RM180.4 million. The increase in revenue was mainly attributable to the construction services revenue accounted for in accordance with IC Interpretation 12: Service Concession Arrangements as explained above. For the year-to-date, the port operations registered construction services revenue amounted to RM45.7 million (30 September 2016: RM8.8 million).

However, the Group registered a pre-tax profit of RM50.7 million for the year-to-date ended 30 September 2017, decreased by RM13.5 million (21%) from RM64.2 million for the prior year-to-date ended 30 September 2016, mainly due to higher operating expenditures and the effect of revisions to estimated cash flows on receivables for the year under review.

Explanatory comment on the performance of each of the Group's business activities is provided in Note A10.

**B2. Comment on material change in profit before taxation**

The Group reported a pre-tax profit of RM14.1 million for the current quarter as compared to RM19.5 million for the immediate preceding quarter, representing a decrease of RM5.4 million (28%), mainly due the effect of revisions to estimated cash flows on receivables in the current quarter.

**B3. Commentary on prospects**

Port operations will continue to be the core business of the Group. The Board is of the view that the port operations will remain resilient and will continue to contribute positive results for the Group for the financial year.

**Part B: Explanatory notes pursuant to Listing Requirements of Bursa Malaysia Securities Berhad**

**B4. Statement by directors on achievability of revenue or profit estimate, forecast, projection or internal targets**

The statement by directors on achievability of revenue or profit estimate, forecast, projection or internal targets are not applicable. The Board did not announce or disclose any profit estimate, forecast, projection or internal management targets in a public document.

**B5. Profit forecast or profit guarantee**

The disclosure requirements for explanatory information for the variance of actual profit after tax and non-controlling interest and forecast profit after tax and non-controlling interest and for the shortfall in profit guarantee are not applicable.

**B6. Corporate proposals**

There are no corporate proposals announced as at the date of issue of these financial statements.

**B7. Changes in material litigation**

There were no material litigations for the current financial quarter and financial year-to-date.

**B8. Dividends declared**

No interim ordinary dividend has been recommended in respect of the financial year-to-date ended 30 September 2017 (30 September 2016: Nil). Please refer note A9.

**B9. Disclosure of gains/losses arising from fair value changes of financial liabilities**

The Group did not enter into any financial liabilities measured at fair value through profit or loss as at 30 September 2017 and 30 September 2016.

**B10. Breakdown of retained earnings into realised and unrealised**

The breakdown of the retained earnings of the Group as at 30 September 2017 into realised and unrealised profits is presented in accordance with the directive issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and 20 December 2010, prepared in accordance with *Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses* in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants.

	<b>As at 30.09.2017 RM'000</b>	<b>As at 30.09.2016 RM'000</b>
Realised	709,750	669,238
Unrealised	(49,986)	(31,564)
	659,764	637,674
Add: Consolidation adjustments	14,771	4,589
<b>Total Group retained earnings as per financial statements</b>	<b>674,535</b>	<b>642,263</b>



**Part B: Explanatory notes pursuant to Listing Requirements of Bursa Malaysia Securities Berhad**

---

**B11. Auditors' report on preceding annual financial statements**

The auditors' report on the financial statements for the year ended 31 December 2016 was not qualified.

**B12. Authorisation for issue**

The Interim Financial Statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 30 November 2017.