



APEX HEALTHCARE BERHAD (473108-T)

(Incorporated in Malaysia)

**INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2007
(THE FIGURES HAVE NOT BEEN AUDITED)**

CONDENSED CONSOLIDATED INCOME STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

	Note	3 MONTHS ENDED		YEAR ENDED	
		31/12/2007	31/12/2006	31/12/2007	31/12/2006
		RM'000	RM'000	RM'000	RM'000
Revenue	10	57,341	55,887	235,937	224,288
Cost of sales		(43,098)	(42,513)	(179,798)	(171,532)
Gross profit		14,243	13,374	56,139	52,756
Other income		1,395	360	2,384	1,115
Selling & marketing expenses		(7,787)	(6,013)	(29,474)	(24,816)
Administrative expenses		(3,125)	(3,001)	(11,556)	(11,249)
Other expenses		(109)	(342)	(437)	(539)
Deferred gain on previously disposed subsidiary	6	-	-	1,825	-
Finance cost		(152)	(232)	(622)	(1,076)
Negative goodwill arising from the acquisition of subsidiary				-	1,007
Share of results of associates		300	194	1,238	1,017
Profit before tax		4,765	4,340	19,497	18,215
Income tax expense	22	(198)	(1,361)	(2,492)	(4,833)
Net profit for the year		4,567	2,979	17,005	13,382
Attributable to:					
Equity holders of the parent		4,567	2,979	17,005	13,382
Minority interest		-	-	-	-
		4,567	2,979	17,005	13,382
Earnings per share attributable to equity holders of the parent:					
		<u>Sen</u>	<u>Sen</u>	<u>Sen</u>	<u>Sen</u>
- Basic	30	6.09	4.34	22.68	19.49
- Diluted	30	6.09	4.34	22.68	19.49

The Condensed Consolidated Income Statements should be read in conjunction with the Group's Audited Financial Statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial report.



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**INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2007
(THE FIGURES HAVE NOT BEEN AUDITED)**

CONDENSED CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2007

		<u>As at</u> 31/12/2007 RM'000	<u>Audited</u> As at 31/12/2006 RM'000
	Note		
Non-Current Assets			
Property, plant and equipment	3 & 11	62,708	48,478
Investment properties		3,900	2,913
Prepaid land lease payments	2 & 3	7,117	7,198
Intangible assets		1,626	1,835
Investment in associates		15,335	10,227
		<u>90,686</u>	<u>70,651</u>
Current Assets			
Inventories		40,575	38,407
Trade and other receivables		62,458	64,466
Deposits, bank and cash balances		11,676	14,182
		<u>114,709</u>	<u>117,055</u>
TOTAL ASSETS		<u>205,395</u>	<u>187,706</u>
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital		74,974	74,974
Reserves		9,067	9,086
Retained earnings		49,582	38,312
		<u>133,623</u>	<u>122,372</u>
Minority interest		-	-
TOTAL EQUITY		<u>133,623</u>	<u>122,372</u>
Non-Current Liabilities			
Borrowings	26	14,633	5,484
Deferred tax liabilities		4,307	3,909
		<u>18,940</u>	<u>9,393</u>
Current Liabilities			
Borrowings	26	10,848	13,002
Trade and other payables		41,840	41,951
Current tax payable		144	988
Dividend payable		-	-
		<u>52,832</u>	<u>55,941</u>
TOTAL LIABILITIES		<u>71,772</u>	<u>65,334</u>
TOTAL EQUITY AND LIABILITIES		<u>205,395</u>	<u>187,706</u>
		RM	RM
Net Assets per share attributable to ordinary equity holders of the parent		<u>1.78</u>	<u>1.63</u>

The Condensed Consolidated Balance Sheets should be read in conjunction with the Group's Audited Financial Statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial report.



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**INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2007
(THE FIGURES HAVE NOT BEEN AUDITED)**

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2007

	Note	Share Capital RM'000	<u>Non-Distributable</u> Share Premium RM'000	Revaluation & other reserves RM'000	<u>Distributable</u> Retained Profits RM'000	Total RM'000
<u>YEAR ENDED 31 DECEMBER 2007</u>						
Balance as at 1 January 2007		74,974	5,306	3,780	38,312	122,372
Foreign currency translation, representing amount recognised directly in equity		-	-	(19)	-	(19)
Net profit for the year		-	-	-	17,005	17,005
Total recognised income and expense for the year		-	-	(19)	17,005	16,986
Dividends	9	-	-	-	(5,735)	(5,735)
Balance as at 31 December 2007		74,974	5,306	3,761	49,582	133,623
<u>YEAR ENDED 31 DECEMBER 2006</u>						
Balance as at 1 January 2006		67,649	986	5,352	28,584	102,571
Effects of adopting FRS 140	2	-	-	(1,499)	1,266	(233)
		67,649	986	3,853	29,850	102,338
Foreign currency translation, representing amount recognised directly in equity		-	-	(73)	-	(73)
Net profit for the year		-	-	-	13,382	13,382
Total recognised income and expense for the year		-	-	(73)	13,382	13,309
Dividends	9	-	-	-	(4,920)	(4,920)
Issue of ordinary shares pursuant to ESOS & Private Placement	8	7,325	4,611	-	-	11,936
Share issue expenses		-	(291)	-	-	(291)
Balance as at 31 December 2006		74,974	5,306	3,780	38,312	122,372

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Group's Audited Financial Statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial report.



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**INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2007
(THE FIGURES HAVE NOT BEEN AUDITED)**

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2007

	<u>Audited</u>	
	YEAR ENDED	
	31/12/2007	31/12/2006
	RM'000	RM'000
Cash flows from operating activities		
Profit before tax	19,497	18,215
Adjustments:		
Depreciation and amortization	4,947	4,674
Net profit on disposal of property, plant and equipment	(257)	(130)
Deferred gain on previously disposed subsidiary	(1,825)	-
Share of results of associates	(1,238)	(1,017)
Negative goodwill arising from acquisition of subsidiary	-	(1,007)
Other non-cash items	2,727	1,749
Operating profit before working capital changes:	23,851	22,484
Inventories and receivables	(3,332)	1,396
Payables	327	(9,829)
Cash generated from operations	20,846	14,051
Tax paid	(2,761)	(3,675)
Net cash generated from operating activities	18,085	10,376
Cash flows from investing activities		
Acquisition of associate paid in cash	(3,870)	-
Dividends received from associate	-	574
Net cash inflow from acquisition of subsidiary	-	1,579
Proceeds from disposal of subsidiary in previous year	1,145	-
Purchase of property, plant and equipment & intangible assets	(18,954)	(9,747)
Proceeds from disposal of property, plant and equipment	325	192
Interest received	152	137
Net cash used in investing activities	(21,202)	(7,265)
Cash flows from financing activities:		
Proceeds from issue of shares	-	11,645
Term loans raised /(repaid)	11,253	(3,119)
Dividends paid	(5,735)	(4,920)
Other financing activities (paid)/received	(4,557)	850
Net cash generated from financing activities	961	4,456
Net (decrease)/increase in cash and cash equivalents	(2,156)	7,567
Cash and cash equivalents at the beginning of the financial year	9,709	2,215
Currency translation difference	(28)	(73)
Cash and cash equivalents at the end of the financial year	7,525	9,709

The Condensed Consolidated Cash Flow Statement should be read in conjunction with the Group's Audited Financial Statements for the year ended 31 December 2006 and the accompanying explanatory notes attached to the interim financial report.



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**INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2007
(THE FIGURES HAVE NOT BEEN AUDITED)**

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007

1 Accounting policies and methods of computation

The interim financial report has been prepared under the historical cost convention except for the revaluation of properties included within property, plant and equipment and investment properties.

The interim financial report is unaudited and has been prepared in compliance with FRS No.134, “Interim Financial Reporting” and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. It should be read in conjunction with the Group’s most recent audited financial statements for the year ended 31 December 2006.

2 Changes in accounting policies

The significant accounting policies adopted are consistent with those adopted in the audited financial statements for the year ended 31 December 2006 except for the adoption of the following applicable new/revised Financial Reporting Standards (“FRS”) and Interpretations effective to the Group for financial year beginning 1 January 2007:

FRS 117	Leases
FRS 124	Related Party Disclosures
Amendment to FRS119 ₂₀₀₄	Employee Benefits - Actuarial Gains and Losses, Group Plans and Disclosures

The adoption of these FRS, other than FRS 117, does not have significant financial impact on the Group. The principal effects of the changes in accounting policies resulting from the adoption of FRS 117 is discussed below:

FRS 117: Leases

The adoption of this new FRS had resulted in a change in accounting policy relating to the classification of leases of land and buildings. Leases of land and buildings are classified as operating or finance leases in the same way as leases of other assets and the land and buildings elements of a lease of land and buildings are considered separately for the purpose of lease classification. Leasehold land held for own use is now classified as operating lease and where necessary, the minimum lease payments or the up-front payments made are allocated between the land and the buildings elements in proportion to the relative fair values for leasehold interests in the land element and buildings element of the lease at the inception of the lease. The up-front lease payment represents prepaid lease payments and are amortized on a straight-line basis over the lease term.

The Group has applied the change in accounting policy in respect of leasehold land in accordance with the transitional provisions of FRS 117. At 1 January 2007, the unamortized amount of previously revalued leasehold land is retained as the surrogate carrying amount of prepaid lease payments as allowed by the transitional provisions. The reclassification of leasehold land as prepaid lease payment has been accounted for retrospectively and as disclosed in note 3, certain comparatives have been restated. There were no effects on the consolidated income statement for the year ended 31 December 2006.

3 Comparatives

The following comparative amounts have been restated due to the adoption of the revised FRSs:

	Previously stated	Adjustments	
		FRS 117	Restated
<u>At 31 December 2006</u>	RM'000	RM'000	RM'000
Property, plant & equipment	55,676	(7,198)	48,478
Prepaid land lease payments	-	7,198	7,198

4 Audit report qualifications of the preceding annual financial statements

The Auditors had reported without any qualifications on the Group’s audited financial statements for the year ended 31 December 2006.

5 Seasonality or cyclicity of interim operations

The Group’s interim operations are not affected materially by any seasonal or cyclical factors.



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NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007 (continued)

6 Unusual items

There were no unusual items that affected the assets, liabilities, equity, net income or cash flows for the year ended 31 December 2007 except for the recognition of deferred gain in the second quarter arising from the Company's previously disposed subsidiary, Apex Pharmacy Sendirian Berhad upon the expiration of the two years warranty period as disclosed in the Income Statement.

7 Changes in estimates of amounts reported in prior interim years of the current financial year or in prior financial year

There were no changes in estimates of amounts reported in the prior interim years of the current financial year or prior financial year.

8 Issuances, cancellations, repurchases, resale and repayments of debt and equity securities

There were no issuance and/or repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the year ended 31 December 2007.

9 Dividends paid

The amount of dividends paid during the current and previous interim periods are as follows:

	31/12/2007	31/12/2006
	RM'000	RM'000
<u>In respect of the financial year ended 31 December</u>		
2007: Interim Tax-exempt Dividend of 4 sen per share paid on 16-Oct-07	2,999	-
2006: Final Dividend of 5 sen gross per share less tax paid on 22-Jun-07	2,736	-
2006: Interim Dividend of 5 sen gross per share less tax paid on 16-Oct-06	-	2,461
2005: Final Dividend of 5 sen gross per share less tax paid on 23-Jun-06	-	2,459
	<u>5,735</u>	<u>4,920</u>

10 Segmental Reporting

BUSINESS SEGMENTS	Manufacturing	Marketing and distribution	Investment holding	GROUP
YEAR ENDED 31/12/2007	RM'000	RM'000	RM'000	RM'000
Total Revenue	48,181	201,971	2,276	252,428
Inter-segment revenue	(14,881)	-	(1,610)	(16,491)
External Revenue	33,300	201,971	666	235,937
Segment Results (external)	11,128	7,138	149	18,415
Unallocated corporate expenses				(1,359)
Finance costs				(622)
Deferred gain on previously disposed subsidiary				1,825
Share of results of associate				1,238
Profit before tax				19,497

BUSINESS SEGMENTS	Manufacturing	Marketing and distribution	Investment holding	GROUP
YEAR ENDED 31/12/2006	RM'000	RM'000	RM'000	RM'000
Total Revenue	47,186	190,465	2,204	239,855
Inter-segment revenue	(14,064)	-	(1,503)	(15,567)
External Revenue	33,122	190,465	701	224,288
Segment Results (external)	12,876	6,760	(1,355)	18,281
Unallocated corporate expenses				(1,014)
Finance costs				(1,076)
Negative goodwill from the acquisition of subsidiary				1,007
Share of results of associate				1,017
Profit before tax				18,215



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NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007 (continued)

11 Valuations of Property, Plant & Equipment

The carrying value of land and buildings is based on a valuation carried out in the year ended 31 December 2004 by independent qualified valuers using the comparison method to reflect the market value that have been brought forward, without amendments from that year's audited financial statements.

12 Significant Post Balance Sheet Events

There were no significant events that had arisen subsequent to the end of this current year.

13 Changes in Group Composition

As reported in the previous quarters, the Group's acquisition of 20% of the issued and paid up share capital of Maritzberg Investments Limited ("MIL") for consideration of USD 1,092,500 (equivalent to RM 3,745,090) was completed on 30th April 2007. MIL, an investment holding company incorporated in the British Virgin Islands has acquired 95% of the issued and paid up share capital of PT Penta Valent, a nation-wide pharmaceutical distribution company operating in Indonesia.

Other than the above, the Group did not undertake any business combinations, acquisitions or disposals of subsidiaries and long-term investments, restructuring or discontinuation of operations during the year ended 31 December 2007.

14 Changes in Contingent liabilities or Contingent assets.

There were no contingent liabilities or contingent assets of the Group since the end of the last annual balance sheet date except as disclosed in note 28.

15 Capital Commitments

Capital commitments of property, plant and equipment not provided for in the financial statements as at 31 December 2007 amounted to RM 7,508,000

16 Related Party Transactions

There were no related party transactions during the year ended 31 December 2007.

17 Review of Performance

For the fourth quarter of financial year 2007, the Group's turnover was RM 57.3 million and group profit after tax was RM 4.5 million. Full year group profit after tax was RM 17.0 million and revenue was of RM 235.9 million. This represents a year-on-year increase of 27% and 5% respectively.

Profits from regular manufacturing and wholesale operations continue to grow. Xepa-Soul Pattinson's new plant for liquid products came onstream during the quarter. Avezol (generic fluconazole), the first product under the Group's second generic brand, Avex®, has secured registration in Malaysia and will reach the market in the first quarter of 2008. The associate companies in China and Indonesia made a positive contribution to Group profits.

For the year, the Group benefited from the non-recurring income of RM 1.8 million, being the final payment received for the divestment of retail interests in FY 2005, and a net revaluation gain on investment properties of RM 1.0 million. This was offset by the provision for stocks and receivables made in relation to the ongoing litigation against a supplier, as well as elimination of intra-group trading profits in accordance with FRS 127.

18 Material changes in the profit before tax for the quarter

There was no material change in profit before tax for the fourth quarter of RM 4.7 million as compared to RM 4.3 million for the quarter immediately preceding.



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NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007 (continued)

19 Commentary

(a) Prospects

The Group has a well-defined business strategy focussed on its core pharmaceutical businesses in Asia. Manufacturing capacity has recently been increased and more products are in the pipeline. The Group has a presence in the two most populous markets in East Asia, China and Indonesia. These positives must be taken in the context of a weakening global economic sentiment. The Board is therefore cautiously optimistic that the Group will perform satisfactorily in financial year 2008.

(b) Progress to achieve forecast revenue or profit estimate

Not applicable

20 Statement by the Board of Directors' opinion on the achievability of forecast revenue or profit estimate

Not applicable

21 Profit Forecast /Profit Guarantee

Not applicable.

22 Income Tax Expense

	3 MONTHS ENDED		YEAR ENDED	
	31/12/2007	31/12/2006	31/12/2007	31/12/2006
	RM'000	RM'000	RM'000	RM'000
In respect of current year:				
income tax	521	1,350	2,486	4,679
deferred tax	(324)	14	406	129
others	-	-	-	-
	197	1,364	2,892	4,808
In respect of prior year:				
income tax	1	(3)	(400)	25
deferred tax	-	-	-	-
	198	1,361	2,492	4,833

The effective tax rate for the current quarter was significantly lower than the statutory tax rate principally due to availability of tax incentives in one of its subsidiaries.

23 Sale of Unquoted Investments and/or Properties

There were no sale of unquoted investments and/or properties during the year ended 31 December 2007.

24 Quoted Securities

(a) There were no acquisitions or disposals of quoted securities during the year ended 31 December 2007.

(b) There were no quoted securities held as at 31 December 2007.

25 Status of Corporate Proposals

There were no corporate proposals announced but not completed as at 20th February 2008.



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NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007 (continued)

26 Group Borrowings and Debt Securities

	AS AT	
	31/12/2007	31/12/2006
	RM'000	RM'000
Short term bank borrowings		
Secured	239	239
Unsecured	10,609	12,763
Total	10,848	13,002
Long term bank borrowings		
Secured	538	777
Unsecured	14,095	4,707
Total	14,633	5,484
Bank borrowings denominated in foreign currency as at 31 December 2007	SGD'000	RM'000
Singapore Dollars	1,785	4,106

The Group did not have any non-current debt securities denominated in Ringgit Malaysia or foreign currency as at 31 December 2007.

27 Off Balance Sheet Financial Instruments

- (a) The Group's policy is that all foreign currency transactions are hedged by short-term forward contracts. These are translated to the functional currency of the respective entities of the Group at the rates specified in such forward contracts. The Group enters into these forward contracts to protect the Group from movements in exchange rates.
- (b) The Group does not anticipate any market or credit risks arising from these financial instruments.
- (c) As at 20th February 2008, the Group's outstanding forward foreign exchange contracts to hedge its foreign currency transactions are as follows -

Contracted amount in foreign currency to the nearest thousand		RM'000 equivalent	Contracted rate	Maturity date	Nature and terms
SGD	103	236	2.29	30-Jun-08	Sale of goods 6 months
SGD	68	154	2.27	30-Jun-08	Sale of goods 6 months
USD	19	63	3.27	29-Jul-08	Purchase of goods 6 months
		453			

28 Material Litigations

(a) Shah Alam High Court Writ of Summons between APM and SDP and ABIO and SDP

On 17th October 2007, the Company announced that Apex Pharmacy Marketing Sdn Bhd ("APM") and ABio Marketing Sdn Bhd ("ABIO"), both wholly owned subsidiaries of the Company, had filed a Writ of Summons against Sante de Pharma Sdn Bhd ("SDP") for breach of contract in respect of distribution agreements ('Agreements') entered into between APM and SDP and ABIO and SDP.

APM and ABIO are taking legal action against SDP to seek court orders:

- for SDP to pay RM1,247,426.98, this being the total net sum owed to APM and ABIO by SDP pursuant to the Agreements;
- compelling SDP to collect stocks valued at RM838,076.43 currently in the possession of APM and ABIO and to pay APM and ABIO the said sum, failing which APM and ABIO shall seek an order to dispose of the stock to recover the value; and
- damages to be assessed based on estimated loss of profits as a result of the wrongful termination of the Agreements.

APM and ABIO have in addition instituted legal proceedings to restrain SDP or any other party from dealing with or attempting to distribute the products referred to in the said Agreements.



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NOTES TO THE INTERIM FINANCIAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2007 (continued)

28 Material Litigations (continued)

(a) Shah Alam High Court Writ of Summons between APM and SDP and ABIO and SDP (continued)

Subsequently on 17th December 2007, SDP has filed a counter claim against APM and ABIO claiming the following:

- against APM, the sum of RM 2,514,740 being the amount allegedly owed by APM to SDP, loss of profit of RM 230,000, loss of reputation and goodwill to be determined by the court, interest, legal costs and other reliefs; and
- against ABIO, the sum of RM 1,420,719 being the amount allegedly owed by ABIO to SDP, loss of profit of RM 120,000, loss of reputation and goodwill to be determined by the court, interest, legal costs and other reliefs.

The Company is of the opinion that the counter claims have no merit, and the Company's legal counsel has taken action to prosecute the Company's claims and defend against the counter claims.

As at 20th February 2008, there has been no change in the status save as disclosed above.

(b) Shah Alam High Court Writ of Summons between Memory Tech Sdn Bhd and APM

There has been no change in status from that which has been reported in the previous quarter save that the court has postponed the Case Management to 17th March 2008.

29 Dividends

(a) The Board of Directors is recommending a final tax exempt dividend of 4.5sen per share in respect of the financial year ended 31 December 2007 for shareholders' approval at the forthcoming Annual General Meeting (Year 2006: Final dividend of 5sen gross per share less 28% tax)

(b) The total dividend for the current financial year is 9.5 sen tax exempt. (Year 2006: Total dividend of 10 sen gross per share less 28% tax).

30 Earnings per share

		3 MONTHS ENDED		YEAR ENDED	
		31/12/2007	31/12/2006	31/12/2007	31/12/2006
<u>Basic Earnings per share</u>					
Profit after tax	RM'000	4,567	2,979	17,005	13,382
Weighted average number of ordinary shares in issue	'000	74,974	68,656	74,974	68,656
Basic earnings per share	sen	6.09	4.34	22.68	19.49
<u>Diluted Earnings per share</u>					
Profit after tax	RM'000	4,567	2,979	17,005	13,382
Weighted average number of ordinary shares in issue	'000	74,974	68,656	74,974	68,656
Adjustment for share options	'000	-	-	-	-
Weighted average number of ordinary shares in issue for diluted earnings per share	'000	74,974	68,656	74,974	68,656
Diluted earnings per share	sen	6.09	4.34	22.68	19.49