BINTULU PORT HOLDINGS BERHAD
(Company No. 380802-T)

Lot 15, Block 20, Kemena Land District
12th Mile, Tanjung Kidurong Road
P.O. Box 996, 97008 Bintulu
Sarawak, Malaysia

Telephone : +60 86-251001 (20 Lines)
Facsimile : +60 86-254062 / 253597 / 251578
Website : http://www.bintuluport.com.my

BINTULU PORT HOLDINGS BERHAD (Company No. 380802-T) Laporan Tahunan 2007 Annual Report

BINTULU PORT HOLDINGS BERHAD
(Company No. 380802-T)

Laporan Tahunan 2007 Annual Report

CONTENTS

KANDUNGAN

CORPORATE STATEMENT

To realise our vision of becoming a world-class LNG Port and the Port of BIMP-EAGA, it is our mission to provide quality port services that meet customer expectations, ensure a competitive return on investment for the shareholders and benefit the stakeholders.

We define quality port services as continuously understanding, accepting, meeting and exceeding the needs and expectations of our port users.

OUR VISION

A world class LNG Port and the Port of BIMP-EAGA.

OUR MISSION

To provide quality port services that meet customer expectations, ensure a competitive return on investment for the shareholders and benefit the stakeholders.

OUR VALUES

Integrity

We adhere to standards, regulations and conduct the business according to the highest ethics.

Innovation

We are committed in delivering effective solutions to each customer's needs and continuously adopting new technology to maintain our competitiveness.

Customer Focused

We provide safe and efficient services that meets customers expectations.

Quality People

We are versatile personnel. We value teamwork and co-operation. We are committed to align our behaviour with the organisational goals.

Recognition

We provide our personnel with challenging opportunities, emphasising on individual initiative and creativity for career advancement.

PENYATA KORPORAT

Untuk merealisasikan wawasan kami sebagai Pelabuhan LNG bertaraf dunia dan Pelabuhan di BIMP-EAGA, matlamat kami adalah untuk memberi perkhidmatan pelabuhan berkualiti yang memenuhi ekspektasi pelanggan, memastikan pulangan pelaburan yang kompetitif dan memberi faedah kepada pemegang saham dan *stakeholders*.

Kami mentakrifkan perkhidmatan pelabuhan yang berkualiti sebagai senantiasa memahami, memenuhi dan melebihi kehendak serta keperluan pelanggan-pelanggan kami.

WAWASAN KAMI

Menjadi Pelabuhan LNG bertaraf dunia dan Pelabuhan di BIMP-EAGA.

MISI KAMI

Untuk memberi perkhidmatan pelabuhan yang berkualiti kepada semua pelanggan, memastikan pulangan pelaburan yang kompetitif dan memberi faedah kepada pemegang saham kami dan *stakeholders*.

NILAI-NILAI KAMI

Kewibawaan

Kami mematuhi piawaian, peraturan dan melaksanakan perniagaan mengikut etika yang tertinggi.

Inovasi

Kami berkewajipan untuk memenuhi setiap kehendak pelanggan secara terampil dan senantiasa mengguna teknologi baru dalam menghadapi persaingan.

Tumpuan Kepada Pelanggan

Kami menyediakan perkhidmatan yang selamat dan cekap yang memenuhi ekspetasi pelanggan.

Personel yang Berkualiti

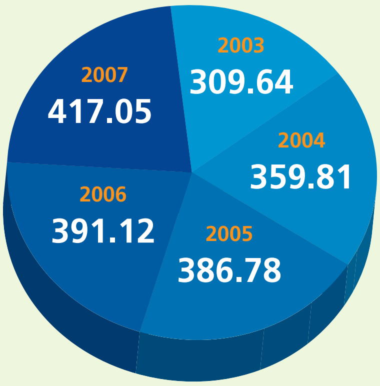
Kami adalah personel yang berketerampilan. Kami menghargai kerja kumpulan dan kerjasama. Kami adalah komited untuk menyesuaikan tingkahlaku kami dengan impian organisasi.

Pengiktirafan

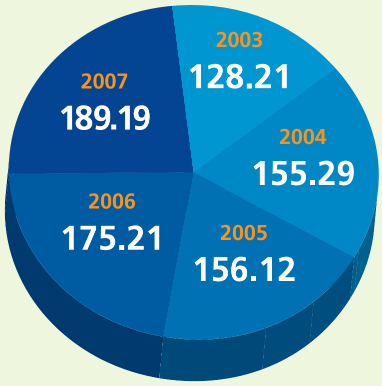
Kami menyediakan kerjaya yang mencabar kepada personel kami di mana pembangunan kerjaya mereka dinilai dari segi daya usaha dan daya cipta individu.

OPERATIONAL & FINANCIAL HIGHLIGHTS OF THE GROUP
PETUNJUK PENTING OPERASI & KEWANGAN KUMPULAN

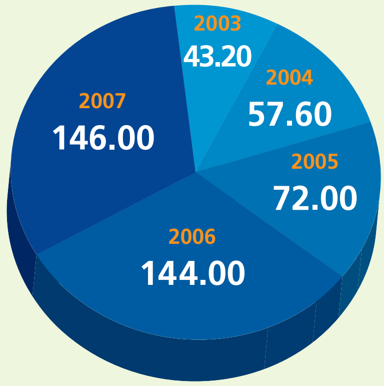
Turnover (RM million)
Perolehan (RM juta)



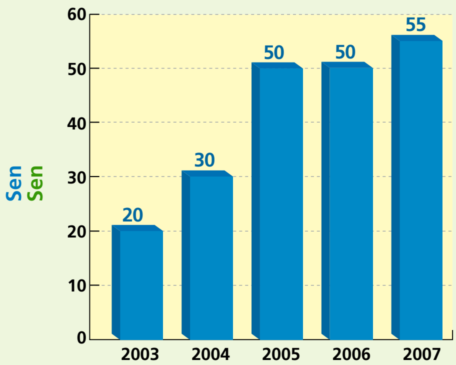
Profit Before Taxation (RM million)
Keuntungan Sebelum Cukai (RM juta)



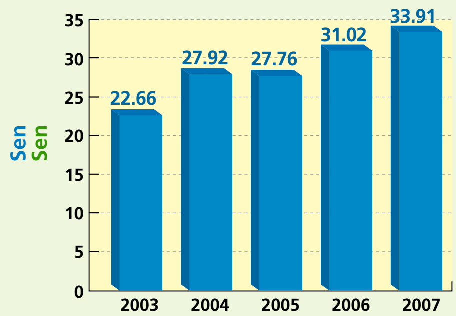
Dividend Paid (net) (RM million)
Dividen Dibayar (bersih) (RM juta)



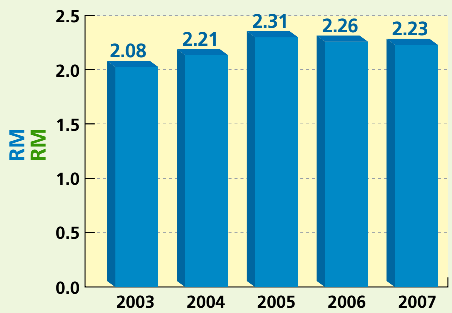
Dividend Rate (Sen)
Kadar Dividen (Sen)



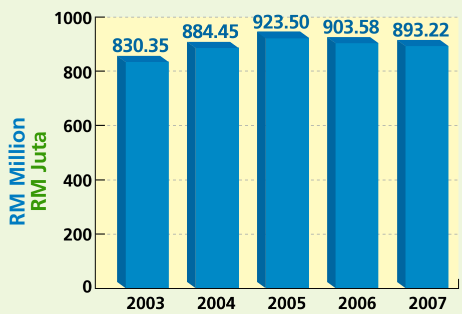
Earnings Per Share (Sen)
Pendapatan Se Saham (Sen)



Net Tangible Asset Per Share (RM)
Harta Ketara Bersih Se Saham (RM)

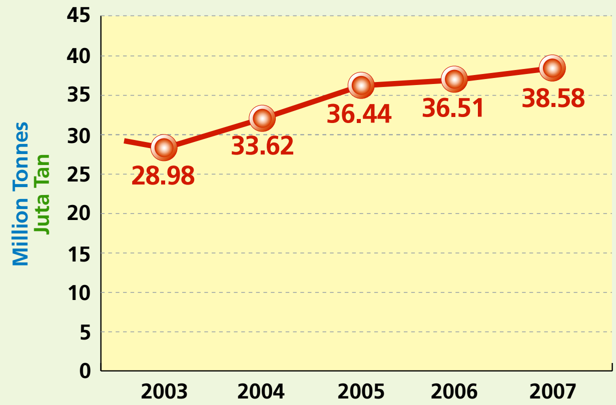


Total Shareholders' Fund (RM Million)
Dana Pemegang Saham (RM Juta)

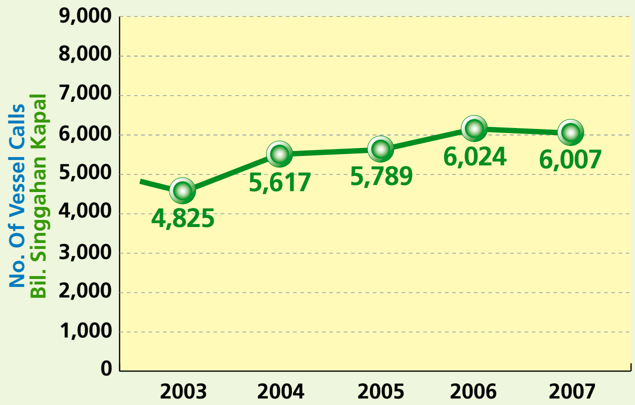


PERFORMANCE HIGHLIGHTS
PETUNJUK PRESTASI

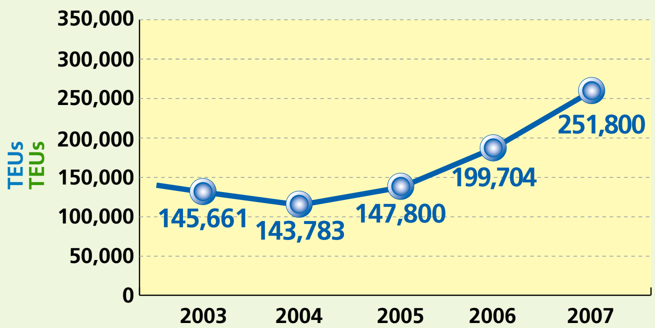
CARGO THROUGHPUT
KENDALIAN KARGO



NO. OF VESSEL CALLS
BIL. SINGGAHAN KAPAL



CONTAINER HANDLED
KENDALIAN KONTENA



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twelfth (12th) Annual General Meeting of BINTULU PORT HOLDINGS BERHAD will be held at Kenyalang Room, Lobby Floor, Hilton Kuching, Jalan Tunku Abdul Rahman, 93748 Kuching, Sarawak on Friday, 25th day of April 2008 at 9.00 a.m. for the following purposes :-

Ordinary Business

1. To receive and adopt the Directors' Report and Audited Accounts for the year ended 31 December 2007 and the Auditors' Report thereon;	**Resolution 1**
2. To approve the payment of a final gross dividend of 15 sen per share and special gross dividend of 10 sen per share less 26% income tax in respect of the year ended 31 December 2007;	**Resolution 2**
3. To approve the Directors' Fees of **RM 564,000.00** for the year ended 31 December 2007;	**Resolution 3**
4. To re-elect **Tun Dato' Seri Hj. Mohd. Eusoff bin Chin** who retires under Section 129 (2) of the Companies Act, 1965;	**Resolution 4**
5. To re-elect **Dato' Seri Dr. Hj. Arshad bin Hashim** who retires under Article 127 of the Company's Articles of Association;	**Resolution 5**
6. To re-elect **Dato' Mohamad Norza bin Zakaria** who retires under Article 127 of the Company's Articles of Association;	**Resolution 6**
7. To re-elect **Datuk Hashim bin Ismail** who retires under Article 127 of the Company's Articles of Association;	**Resolution 7**
8. To re-appoint **Messrs. Ernst & Young** as Auditors of the Company and to authorise the Directors to fix their remuneration;	**Resolution 8**
9. To transact any other business for which due notice shall have been given in accordance with the Companies Act 1965.	**Resolution 9**

NOTICE OF BOOK CLOSURE AND DIVIDEND PAYMENT

NOTICE IS HEREBY GIVEN THAT the Register of Members of the Company will be closed on 16 May 2008 for the purpose of determining shareholders' entitlement to the dividend. The dividend, if approved by Members at the Twelfth (12th) Annual General Meeting, will be paid on 30 May 2008.

A Depositor with Bursa Malaysia Depository Sdn. Bhd. shall qualify for entitlement to the dividend only in respect of:-

a. Shares transferred into the Depositor's securities account before 4.00 pm on 16 May 2008 in respect of ordinary transfers; and

b. Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the rules of Bursa Malaysia Securities Berhad.

By Order of the Board,

NIK ABD RAHMAN BIN NIK ISMAIL
(LS.005892)
Company Secretary

BINTULU
31 March 2008

Notes:-

i. A member of the Company entitled to attend and vote is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company.

ii. The instrument appointing a proxy in the case of an individual shall be signed by the appointor or his attorney duly authorised in writing and in the case of a corporation, the instrument appointing a proxy must be under seal or under the hand of an officer or attorney duly authorised.

iii. The instrument appointing a proxy must be deposited at the Registered Office of the Company at Headquarters Building, Bintulu Port Holdings Berhad, Lot 15, Block 20, Kemena Land District, 12th Mile, Jalan Tanjung Kidurong, 97008 Bintulu, Sarawak, Malaysia, not less than 48 hours before the time appointed for holding the Meeting and or any adjournment thereof.

NOTIS MESYUARAT AGUNG TAHUNAN

DENGAN INI DIBERI NOTIS bahawa Mesyuarat Agung Tahunan Kedua Belas (12) BINTULU PORT HOLDINGS BERHAD akan diadakan di Bilik Kenyalang, Aras Lobi, Hilton Kuching, Jalan Tunku Abdul Rahman, 93748 Kuching, Sarawak pada hari Jumaat, 25 April 2008 jam 9.00 pagi untuk tujuan-tujuan berikut :-

Urusan Biasa

1. Menerima dan meluluskan Laporan Pengarah dan Penyata Akaun yang telah diaudit bagi tahun berakhir 31 Disember 2007 dan Laporan Juruaudit yang dilampirkan;	**Resolusi 1**
2. Meluluskan pembayaran dividen kasar akhir sebanyak 15 sen sesaham dan dividen kasar khas sebanyak 10 sen sesaham ditolak 26% cukai pendapatan bagi tahun berakhir 31 Disember 2007;	**Resolusi 2**
3. Meluluskan bayaran yuran Pengarah-Pengarah sebanyak **RM 564,000.00** bagi tahun berakhir 31 Disember 2007;	**Resolusi 3**
4. Melantik semula **Tun Dato' Seri Hj. Mohd. Eusoff bin Chin** yang bersara menurut Seksyen 129 (2) Akta Syarikat, 1965;	**Resolusi 4**
5. Melantik semula **Dato' Seri Dr. Hj. Arshad bin Hashim** yang bersara menurut Artikel 127, Tataurusan Syarikat;	**Resolusi 5**
6. Melantik semula **Dato' Mohamad Norza bin Zakaria** yang bersara menurut Artikel 127, Tataurusan Syarikat;	**Resolusi 6**
7. Melantik semula **Datuk Hashim bin Ismail** yang bersara menurut Artikel 127, Tataurusan Syarikat;	**Resolusi 7**
8. Melantik semula **Tetuan Ernst & Young** sebagai Juruaudit Syarikat dan memberi kuasa kepada Pengarah-Pengarah menetapkan ganjarannya;	**Resolusi 8**
9. Menjalankan sebarang urusan lain yang mana notis sewajarnya telah diberitahu selaras dengan Akta Syarikat 1965.	**Resolusi 9**

NOTIS PENUTUPAN BUKU DAN PEMBAYARAN DIVIDEN

DENGAN INI NOTIS JUGA DIBERI bahawa Buku Pendaftaran Ahli-Ahli akan ditutup pada 16 Mei 2008 bagi menentukan kelayakan ahli-ahli ke atas dividen. Pembayaran dividen, jika diluluskan oleh Ahli-Ahli dalam Mesyuarat Agung Tahunan Kedua Belas (12) akan dibayar pada 30 Mei 2008.

Pendeposit di Bursa Malaysia Depository Sdn. Bhd. akan layak ke atas dividen ini hanya dalam keadaan berikut:-

a. Saham-saham yang dipindah ke Akaun Sekuriti Pendeposit sebelum 4.00 petang pada 16 Mei 2008 bagi pindahan biasa; dan

b. Saham-saham yang dibeli di Bursa Malaysia Securities Berhad atas dasar dengan kelayakan menurut peraturan-peraturan pada Bursa Malaysia Securities Berhad.

Dengan Perintah Lembaga Pengarah,

NIK ABD RAHMAN BIN NIK ISMAIL
(LS.005892)
Setiausaha Syarikat

BINTULU
31 Mac 2008

Nota:-

i. Seorang ahli yang berhak hadir dan mengundi adalah berhak melantik seorang proksi untuk hadir dan mengundi bagi pihaknya. Seorang proksi tidak semestinya ahli syarikat tersebut.

ii. Surat perlantikan proksi dari seseorang individu mestilah ditandatangani oleh pelantik atau wakilnya yang telah dilantik dengan secara bertulis, dan surat perlantikan proksi dari sesebuah perbadanan mestilah disempurnakan di bawah meteri syarikat atau ditandatangani oleh pegawai yang diberi kuasa berbuat demikian.

iii. Borang proksi yang telah disempurnakan mestilah dihantar ke Pejabat Berdaftar Syarikat, Ibu Pejabat, Bintulu Port Holdings Berhad, Lot 15, Block 20, Kemena Land District, 12th Mile, Jalan Tanjung Kidurong, 97008 Bintulu, Sarawak, Malaysia, tidak lewat dari 48 jam sebelum waktu mesyuarat yang ditetapkan dan atau waktu penangguhannya.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Pursuant to Para 8.28 (2) Bursa Malaysia Listing Requirements

1. Directors who are standing for re-election at the Twelfth (12th) Annual General Meeting of the Company

a. Director retiring pursuant to **Section 129 (2)** of the Companies Act 1965 and seeking for re-election is:-

- Tun Dato' Seri Hj. Mohd Eusoff bin Chin

b. The Directors retiring by rotation pursuant to **Article 127** of the Company's Articles of Association and **Para 7.28** of Bursa Malaysia Listing Requirements are:-

- Dato' Seri Dr. Hj. Arshad bin Hashim
- Dato' Mohamad Norza bin Zakaria
- Datuk Hashim bin Ismail

Further details of the Directors seeking for re-election are set out in the Directors' Profiles appearing on pages 32, 35, 36 and 38 of the Annual Report.

2. Board Meetings held during the financial year ended 31 December 2007

For the financial year ended 31 December 2007, a total of six (6) Board meetings including one (1) by way of circulation were held. The details of attendance of Board Meetings held are as follows:-

	Date of Board Meetings	Time	Place
1.	No. 1/2007 @ 27/2/2007	10.00 am	Hilton Petaling Jaya
2.	No. 2/2007 @ 30/5/2007	9.00 am	Hilton Petaling Jaya
3.	No. 3/2007 @ 12/6/2007	-	By Circulation
4.	No. 4/2007 @ 28/8/2007	2.00 pm	Hilton Petaling Jaya
5.	No. 5/2007 @ 26/9/2007	3.00 pm	Hilton Petaling Jaya
6.	No. 6/2007 @ 28/11/2007	10.00 am	Hilton Petaling Jaya

Name of Directors	No. of Meetings Attended*	Total No. of Meetings*
1. Tun Dato' Seri Hj. Mohd Eusoff bin Chin	6	6
2. General (R) Tan Sri Dato' Seri Hj. Mohd Zahidi bin Zainuddin	6	6
3. Dato' Seri Dr. Hj. Arshad bin Hashim	6	6
4. Dato' Mohamad Norza bin Zakaria	5	6
5. Dato' Shamsul Azhar bin Abbas	5	6
6. Datuk Fong Joo Chung	6	6
7. Datuk Hashim bin Ismail	6	6
8. Datu Hj. Abang Halmi bin Ikhwan	6	6
9. Encik Ahmad Nizam bin Salleh	6	6

* 1 of 6 meetings is by way of circulation

3. Date, Time and Place of Annual General Meeting

The Twelfth (12th) Annual General Meeting of Bintulu Port Holdings Berhad will be held at Kenyalang Room, Lobby Floor, Hilton Kuching, Jalan Tunku Abdul Rahman, 93748 Kuching, Sarawak on Friday, 25th day of April, 2008 at 9.00 a.m.

PENYATA BERSERTA NOTIS MESYUARAT AGUNG TAHUNAN

Selaras dengan Perenggan 8.28 (2) Kehendak-Kehendak Penyenaraian Bursa Malaysia

1. Pengarah-Pengarah yang menawarkan diri untuk perlantikan semula di Mesyuarat Agung Tahunan Kedua Belas (12) Syarikat

a. Pengarah yang bersara menurut **Seksyen 129 (2)**, Akta Syarikat, 1965 serta menawarkan diri untuk perlantikan semula adalah:

- Tun Dato' Seri Hj. Mohd Eusoff bin Chin

b. Pengarah yang bersara secara giliran menurut **Artikel 127**, Tataurusan Syarikat dan **Perenggan 7.28**, Kehendak-Kehendak Penyenaraian Bursa Malaysia serta menawarkan diri untuk perlantikan semula adalah:-

- Dato' Seri Dr. Hj. Arshad bin Hashim
- Dato' Mohamad Norza bin Zakaria
- Datuk Hashim bin Ismail

Maklumat lanjut Pengarah-Pengarah yang menawarkan diri untuk perlantikan semula adalah seperti Profil Pengarah-Pengarah yang terdapat di muka surat 32, 35, 36 dan 38 dalam Laporan Tahunan ini.

2. Mesyuarat Lembaga Pengarah yang telah diadakan pada tahun kewangan berakhir 31 Disember 2007

Bagi tahun kewangan berakhir 31 Disember 2007, sebanyak enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) secara edaran telah diadakan. Perincian kehadiran Mesyuarat Lembaga Pengarah adalah seperti berikut:-

	Tarikh Mesyuarat Lembaga Pengarah	Masa	Tempat
1.	Bil. 1/2007 @ 27/2/2007	10.00 pagi	Hilton Petaling Jaya
2.	Bil. 2/2007 @ 30/5/2007	9.00 pagi	Hilton Petaling Jaya
3.	Bil. 3/2007 @ 12/6/2007	-	Secara Edaran
4.	Bil. 4/2007 @ 28/8/2007	2.00 petang	Hilton Petaling Jaya
5.	Bil. 5/2007 @ 26/9/2007	3.00 petang	Hilton Petaling Jaya
6.	Bil. 6/2007 @ 28/11/2007	10.00 pagi	Hilton Petaling Jaya

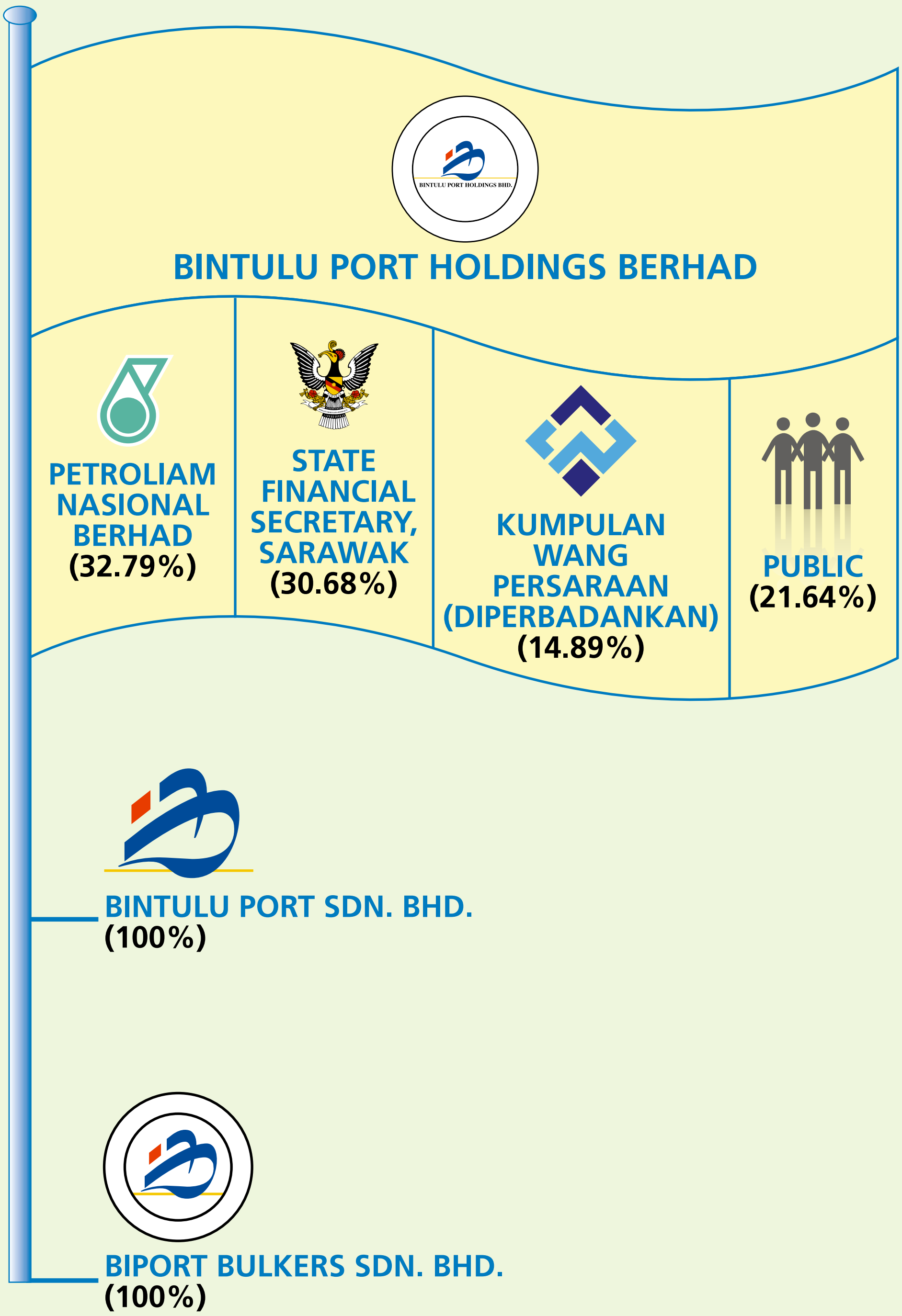
	Nama Pengarah	Bil. Mesyuarat yang dihadiri*	Jumlah Mesyuarat*
1.	Tun Dato' Seri Hj. Mohd Eusoff bin Chin	6	6
2.	Jeneral (B) Tan Sri Dato' Seri Hj. Mohd Zahidi bin Zainuddin	6	6
3.	Dato' Seri Dr. Hj. Arshad bin Hashim	6	6
4.	Dato' Mohamad Norza bin Zakaria	5	6
5.	Dato' Shamsul Azhar bin Abbas	5	6
6.	Datuk Fong Joo Chung	6	6
7.	Datuk Hashim bin Ismail	6	6
8.	Datu Hj. Abang Halmi bin Ikhwan	6	6
9.	Encik Ahmad Nizam bin Salleh	6	6

* 1 daripada 6 mesyuarat di atas adalah melalui edaran

3. Tarikh, Masa dan Tempat Mesyuarat Agung Tahunan

Mesyuarat Agung Tahunan Kedua Belas (12) Bintulu Port Holdings Berhad akan diadakan di Bilik Kenyalang, Aras Lobi, Hilton Kuching, Jalan Tunku Abdul Rahman, 93748 Kuching, Sarawak pada hari Jumaat, 25 April 2008 jam 9.00 pagi.

CORPORATE STRUCTURE
STRUKTUR KORPORAT



Note : RM1.00 Preference Share in Bintulu Port Holdings Berhad and Bintulu Port Sdn Bhd are held by Minister of Finance (Incorporated)

Nota : RM1.00 Saham Khas dalam Bintulu Port Holdings Berhad dan Bintulu Port Sdn Bhd dimiliki oleh Menteri Kewangan (Diperbadankan)


BPSB/QC/02
IMPSA
UNI-PRUDENT
EVERGREEN
EVERGREEN

CORPORATE INFORMATION
MAKLUMAT KORPORAT

BINTULU PORT HOLDINGS BERHAD

BOARD OF DIRECTORS LEMBAGA PENGARAH

Tun Dato' Seri Hj. Mohd Eusoff Bin Chin
Chairman Pengerusi
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

General (R) Tan Sri Dato' Seri Hj. Mohd Zahidi Bin Zainuddin
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

Dato' Seri Dr. Hj. Arshad Bin Hashim
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Dato' Mohamad Norza Bin Zakaria
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

Dato' Shamsul Azhar Bin Abbas
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

Datuk Fong Joo Chung
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

Datuk Hashim Bin Ismail
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Datu Hj. Abang Halmi Bin Ikhwan
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Encik Ahmad Nizam Bin Salleh
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

AUDIT COMMITTEE
JAWATANKUASA AUDIT

Datu Hj. Abang Halmi Bin Ikhwan
Chairman Pengerusi

Dato' Seri Dr. Hj. Arshad Bin Hashim
Member Ahli

Dato' Mohamad Norza Bin Zakaria
Member Ahli

NOMINATION COMMITTEE
JAWATANKUASA PENAMAAN

Dato' Seri Dr. Hj. Arshad Bin Hashim
Chairman Pengerusi

Tun Dato' Seri Hj. Mohd. Eusoff Bin Chin
Member Ahli

Datuk Hashim Bin Ismail
Member Ahli

REMUNERATION COMMITTEE
JAWATANKUASA GANJARAN

Datuk Hashim Bin Ismail
Chairman Pengerusi

Tun Dato' Seri Hj. Mohd. Eusoff Bin Chin
Member Ahli

General (R) Tan Sri Dato' Seri Hj. Mohd. Zahidi Bin Zainuddin
Member Ahli

Dato' Shamsul Azhar Bin Abbas
Member Ahli

COMPANY SECRETARY
SETIAUSAHA SYARIKAT

Nik Abd Rahman Bin Nik Ismail
(LS. 005892)

REGISTRAR PENDAFTAR

PFA Registration Services Sdn. Bhd.
Level 13, Uptown 1, No. 1, Jalan SS21/58,
Damansara Uptown, 47400 Petaling Jaya
Selangor Darul Ehsan
Tel : 03-7718 6000 Fax : 03-7722 2311
Email : regn@pfa.com.my

STOCK EXCHANGE LISTING
PENYENARAIAN DI BURSA SAHAM

Main Board of Bursa Malaysia Securities Berhad (BMSB)
Papan Utama Bursa Malaysia

REGISTERED OFFICE
PEJABAT BERDAFTAR

Lot 15, Block 20, Kemena Land District
12th Mile, Tanjung Kidurong Road
97008 Bintulu, Sarawak

COMPANY NO. NO. SYARIKAT

380802-T

SUBSIDIARIES SUBSIDIARI

Bintulu Port Sdn. Bhd. (254396-V)
Biport Bulkers Sdn. Bhd. (635147-V)

FINANCE AND RISK MANAGEMENT COMMITTEE
JAWATANKUASA KEWANGAN DAN PENGURUSAN RISIKO

Dato' Shamsul Azhar Bin Abbas
Chairman Pengerusi

General (R) Tan Sri Dato' Seri Hj. Mohd. Zahidi Bin Zainuddin
Member Ahli

Dato' Mohamad Norza Bin Zakaria
Member Ahli

Datu Hj. Abang Halmi Bin Ikhwan
Member Ahli

AUDITORS
JURUAUDIT

Messrs. Ernst & Young
Chartered Accountants Akauntan Bertauliah

PRINCIPAL BANKER BANK UTAMA

CIMB Bank Berhad
(formerly known as Bumiputra Commerce Bank Berhad)

PLACE OF INCORPORATION
TEMPAT DIPERBADANKAN

Incorporated in Malaysia
Diperbadankan di Malaysia

TELEPHONE TELEFON

086 – 251001 (20 Lines / Talian)

TELEX

BIPORT MA 73179

FAX FAKS

086-254062 / 253597 / 251578

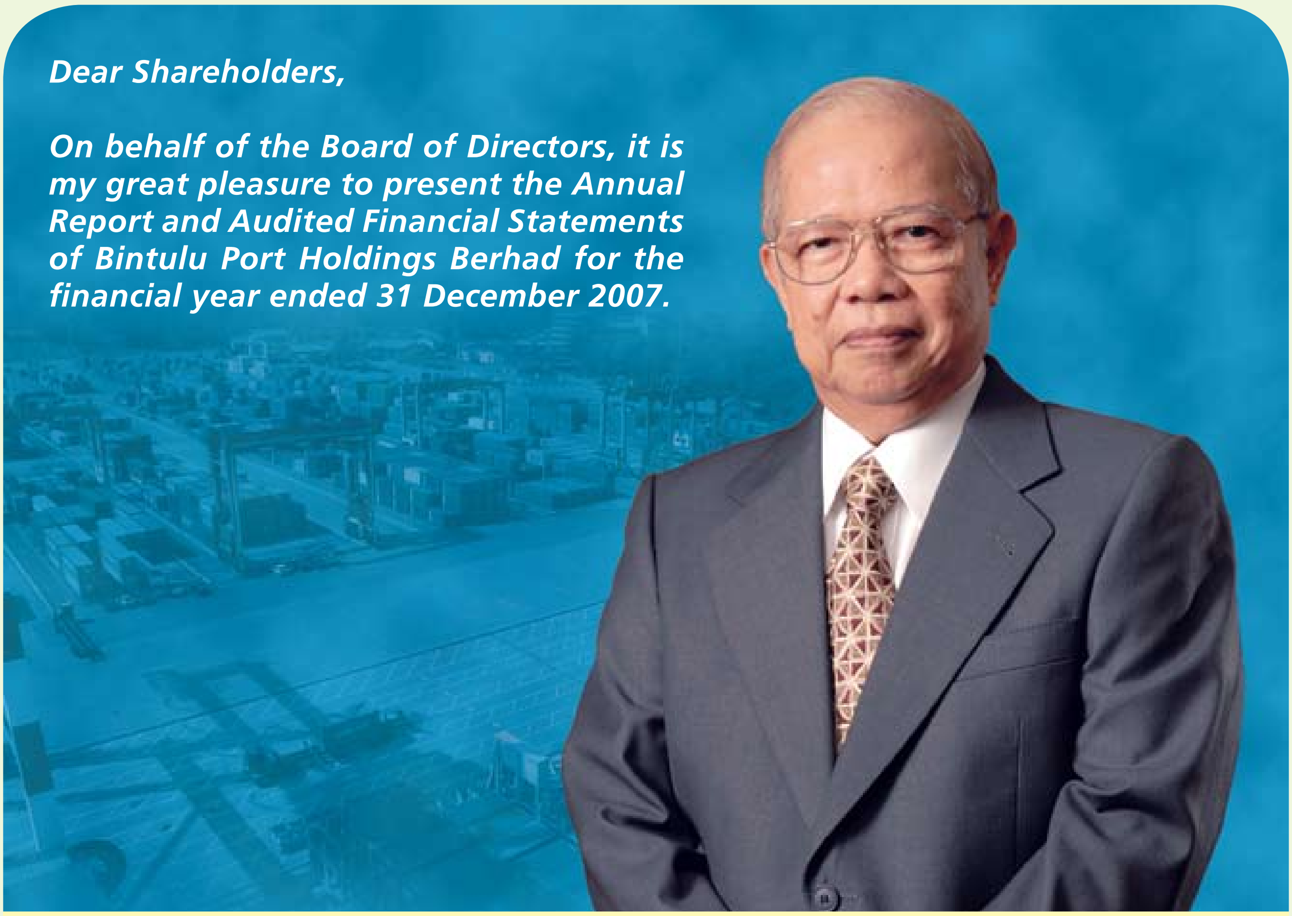
WEBSITE LAMAN WEB

http://www.bintuluport.com.my

CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the Board of Directors, it is my great pleasure to present the Annual Report and Audited Financial Statements of Bintulu Port Holdings Berhad for the financial year ended 31 December 2007.



TUN DATO' SERI HJ MOHD. EUSOFF BIN CHIN

OVERVIEW

The world economy is expected to continue expanding amid a challenging environment of high crude oil prices, subprime mortgage crisis in the US and other risks. Global growth is expected to be generally more broad-based across regions and countries and will continue to spur world trade and investment flows. This is supported by steady demand-driven expansion in global high-technology industries, commodities and services.

The Malaysian economy witnesses the growth momentum for domestic demand of which is expected to strengthen in 2008, driven mainly by a strong spending and investment by the private sector through positive developments supporting economic activity this year, including the launching and the implementation of five regional development corridors that is Iskandar Development Region (IDR), Northern Corridor Economic Region (NCER), East Coast Economic Region (ECER), Sabah Development Corridor (SDC) and Sarawak Corridor of Renewable Energy (SCORE).

The services sector is expected to lead a steady growth of the economy in 2008 as the transport and storage and communication sub-sectors are expected to sustain their performance following the upgrading of port facilities. The projected growth rate of 8.6% in 2008 is expected to be mainly underpinned by tourism, transportation, finance and banking, property, education, health and ICT activities. In tandem with positive direction, Bintulu Port is repositioning and strengthening itself to be in line with the vision and mission of the Group to become a world class LNG Port and the Port of BIMP-EAGA.

CORPORATE GOVERNANCE AND INTERNAL CONTROL

The Board will always fully support the aspiration and objectives of the Malaysian Code on Corporate Governance (Code) as the Code marked a significant milestone in corporate governance reform in Malaysia through codification of principles and practices of good governance.

In furtherance with the announcement made by the Prime Minister, Dato' Seri Abdullah Ahmad Badawi in the Budget 2008 speech, the Code was revised to strengthen corporate governance practices in line with developments in the domestic and international capital market. The Group acknowledges that such revision also represents the continued collaborative efforts between the Government and the industry. In line with the said revision by the Government, the Group strengthens, enhances and improves the Corporate Governance practices by the Company from time to time to suit the current business environment and also to institute the internal control to manage the internal risk by introducing company wide Enterprise Risk Management (ERM).

OPERATIONAL PERFORMANCE

The growth momentum for Bintulu Port Sdn. Bhd. and Biport Bulkers Sdn. Bhd., wholly owned subsidiaries of the Group, strengthen steadily and likely to grow at a higher pace in the years to come in tandem with the Group's strategic business plan of becoming the distribution centre for bulk fertilizer, consolidation centre for wood based products and the major transshipment container port.

LNG contributes 58.9% of the total cargo throughput for Bintulu Port Sdn Bhd in 2007. The other contributors are Containerised Cargo 9.99%, Crude Oil 9.10%, Edible Oils 3.97%, Petroleum Products 3.36%, Logs 2.81%, Plywood 2.00%, Sawn Timber 1.53%, LPG 1.27% and Urea 1.00%.

Container volume continues to record an increase of 26.1% from 199,704 TEUs in 2006 to 251,800 TEUs in 2007. With the designation of Bintulu Port as the load centre for container traffic coupled with the proposed construction of the Container Stacking Yard at Bintulu International Container Terminal and the proposed Container Freight Station (CFS) Facility, the container volume is expected to increase further.

Biport Bulkers Sdn. Bhd., another wholly owned subsidiary of Bintulu Port Holdings Berhad, has registered a marginal decrease in the handling of palm oil products with 11,643 metric tonnes from total throughput of 400,619 metric tonnes handled in 2006 due to lower demand from the Middle East countries. However, Biport Bulkers Sdn. Bhd. is expected to handle over a million tonnes of various palm oil products in 2008 once another two (2) refineries start using its facilities. The storage capacity will be further expanded to 101,600 metric tonnes once the Phase 3 Development project is completed at the end of 2009.

CHAIRMAN'S STATEMENT

FINANCIAL PERFORMANCE

For the financial year ended 31 December 2007, the Group has recorded a remarkable Profit Before Tax of RM189.19 million. The Profit After Tax was RM135.64 million and the Group's Shareholder's Fund stood at RM893.22 million. The Net Tangible Asset stood at RM2.23 per share whilst the Basic Earnings Per share is 33.91 sen.

The operating revenue as at 31 December 2007 was RM417.05 million, indicating an increase of RM25.93 million. This increase in revenue is attributed to the increase in LNG, Petroleum Products, LPG, Palm Oil, Bulk Fertiliser and Container.

The non-operating revenue of the Group is RM21.77 million as compared to RM18.95 million in 2006. There is an increase of RM2.82 million resulting in the total revenue of RM438.82 million as compared to RM410.07 million in 2006.

DIVIDEND

For 2006, the shareholders have approved a final dividend of 10.00 sen per share and a special dividend of 10.00 sen per share less 27% income tax paid on 30 May 2007.

This year the Board has recommended a final gross dividend of 15.00 sen per share and a special gross dividend of 10.00 sen per share less 26% income tax, to be paid on 30 May 2008 subject to the Shareholders' approval. Prior to this, the Board has declared three (3) interim dividends totaling 30.00 sen per share less 27% income tax was paid during the financial year ended 31 December 2007.

STATUS OF UTILISATION OF PROCEEDS FROM THE INITIAL PUBLIC OFFER

The total fund of the Initial Public Offer (IPO) is RM200.00 million and the actual contract sum incurred to date is 168.35 million. The completion date for Timber Warehouse, Container Freight Station and Stacking Yard has been extended resulting from the delay in planning approval from the respective approving authority which is beyond control of the Company.

The new appointed contractor has completed, delivered and commissioned three (3) units of tugboat on early November 2007 and January 2008 respectively. The Board will ensure that the utilisation of this fund and the implementation of designated projects will be closely monitored.

CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) is defined as open and transparent business practices that are based on ethical value and respect for the community, employees, the environment, shareholders and other stakeholders. It is designed to deliver sustainable value to society at large. CSR goes beyond compliance to laws, philanthropy or public relations. It involves communicating the Company's actions to its stakeholders and encouraging their feedback.

Several CSR programs were instilled and integrated towards achieving the values and principles based on the main thrusts of the Group's CSR, namely the workplace, the marketplace, the community and the environment. These programs are such as training development and job satisfaction, customer satisfaction and transparency as well as sponsorship and donations.

FUTURE OUTLOOK OF THE GROUP

Malaysia is set to register robust economic Gross Domestic Product (GDP) growth in 2008 with the economy operating under full employment and fiscal deficit trimmed further. Real GDP is seen expanding at between 6.0 – 6.5 per cent, after growing an estimated 6.0 per cent in 2007. The sustainability of such favorable growth is depending on the successful implementation of five development corridors concept in the Ninth Malaysian Plan (2006 -2010) and National Mission (2006 -2015).

The Group continuously explores new business ventures to compliment the existing business with the present infrastructures and facilities being upgraded and expanded to meet current and future demand and set a high value on the effectiveness and competitiveness of Bintulu Port as the designating port of delivery point.

The Company will further develop LNG facilities if such need arises. Currently the revenue from LNG segment contribute 78% of total operating revenue. The Group will reduce the dependency on LNG cargoes to 60% in the next five years and the focus will shift to Non-LNG segment whereby special emphasis will be given on the development of Container, Palm Oil and Bulk Cargo.

ACKNOWLEDGEMENT

On behalf of the Board, I would like extend my sincere thanks and appreciation to the Federal Government of Malaysia, the State Government of Sarawak and other various government agencies and authorities for their guidance, valuable cooperation and support.

I also wish to thank all our valued customers, business associates, shareholders, stakeholders, financiers and various interfacing agencies for their continued support, cooperation and confidence in us which are so valuable in helping us to continually improve our service.

To the Management and Staff, I wish to extend my appreciation for their contributions, commitment and undivided support. Their perseverance and dedication will take the Group to greater heights of success in the challenging and exciting business world.

Finally, I wish to express my thanks to the Board for their wisdom, valuable contribution and support toward achieving the remarkable accomplishment of the Group during the financial year under review.

Thank you.

TUN DATO' SERI HJ. MOHD EUSOFF BIN CHIN
Chairman
Bintulu Port Holdings Berhad

PENYATA PENGERUSI

Para Pemegang Saham,

Bagi pihak Lembaga Pengarah, saya dengan sukacitanya membentangkan Laporan Tahunan dan Penyata Kewangan yang telah diaudit Bintulu Port Holdings Berhad bagi tahun kewangan berakhir 31 Disember 2007.

TUN DATO' SERI HJ MOHD. EUSOFF BIN CHIN

ULASAN DAN PANDANGAN

Ekonomi dunia dijangka terus berkembang meskipun terdapat cabaran kenaikan harga minyak, krisis gadaian sub-prima di Amerika Syarikat dan juga risiko-risiko lain. Pertumbuhan global dijangka lebih meluas merentasi rantau dan negara-negara serta mengiatkan perdagangan dunia dan aliran pelaburan. Ini akan disokong oleh pertumbuhan permintaan yang berterusan dalam industri teknoloji tinggi, komoditi dan perkhidmatan.

Ekonomi Malaysia akan menyaksikan momentum pertumbuhan bagi permintaan domestik yang kukuh dalam tahun 2008, didorong oleh perbelanjaan dan pelaburan sektor swasta melalui pembangunan ekonomi yang positif, termasuk perlaksanaan pembangunan lima (5) koridor wilayah iaitu Pembangunan Wilayah Iskandar (IDR), Wilayah Ekonomi Koridor Utara (NCER), Wilayah Ekonomi Pantai Timur (ECER), Koridor Pembangunan Sabah (SDC) dan Koridor Sarawak (SCORE).

Sektor perkhidmatan dijangka akan mendahului pertumbuhan ekonomi dalam tahun 2008 ketika sub-sektor pengangkutan dan penstoran serta komunikasi dijangka akan mengekalkan prestasi masing-masing ekoran kenaikan taraf fasilitas pelabuhan. Unjuran kadar pertumbuhan sebanyak 8.6% dalam tahun 2008 didahului oleh pelancongan, pengangkutan, kewangan, perbankan, hartanah, pendidikan, kesihatan dan aktiviti-aktiviti ICT. Selaras dengan perkembangan positif, Bintulu Port akan mengatur dan mengukuhkan kedudukannya sejajar dengan visi dan misi Kumpulan untuk menjadi Pelabuhan LNG bertaraf dunia dan Pelabuhan BIMP-EAGA.

URUSTADBIR KORPORAT DAN KAWALAN DALAMAN

Lembaga Pengarah sentiasa menyokong penuh aspirasi dan objektif Kod Urustadbir Korporat Malaysia (Kod) memandangkan Kod tersebut menandakan reformasi dalam urustadbir korporat di Malaysia melalui kodifikasi prinsip dan amalan urustadbir yang baik.

Susulan pengumuman yang dibuat oleh Perdana Menteri, Dato' Seri Abdullah Ahmad Badawi dalam Ucapan Bajet 2008, Kod tersebut telah disemak semula untuk mengukuhkan amalan urustadbir korporat selaras dengan kemajuan dalam pasaran modal domestik dan antarabangsa. Kumpulan mengambil maklum semakan tersebut yang menggambarkan usaha kerjasama berterusan antara Kerajaan dan industri. Selaras dengan semakan yang dibuat Kerajaan, Kumpulan mengukuh, meningkatkan dan menambahbaik amalan urustadbir korporat Syarikat dari masa ke semasa untuk menyesuaikan dengan persekitaran perniagaan yang terkini dan juga memperkenalkan *Enterprise Risk Management (ERM)* yang menyeluruh sebagai usaha mengawal risiko yang mungkin dihadapi Syarikat.

PRESTASI OPERASI

Momentum pertubuhan bagi Bintulu Port Sdn Bhd dan Biport Bulkers Sdn. Bhd., syarikat-syarikat subsidiari yang dimiliki sepenuhnya oleh Kumpulan dijangka kukuh dan tumbuh pada kadar yang lebih tinggi dalam tahun akan datang selaras dengan Strategi dan Pelan Perniagaan Kumpulan untuk menjadi pusat pengedaran baja pukal, pusat pengumpulan produk berasaskan kayu-kayan dan pelabuhan kontena pindah-kapal yang utama.

LNG menyumbang 58.9% dari jumlah kendalian kargo bagi Bintulu Port Sdn Bhd dalam tahun 2007. Sumbangan yang lain adalah Kargo Berkontena 9.99%, Minyak Mentah 9.10%, Minyak Makan 3.97%, Produk Petroleum 3.36%, Kayu Balak 2.81%, Papan Lapis 2.00%, Kayu Bergergaji 1.53%, LPG 1.27% dan Urea 1.00%.

Jumlah kendalian kontena telah mencatat peningkatan sebanyak 26.1% dari 199,704 TEUs dalam tahun 2006 kepada 251,800 TEUs pada tahun 2007. Dengan menjadikan Pelabuhan Bintulu sebagai *Load Centre* bagi trafik kontena serta pembinaan *Container Stacking Yard* di *Bintulu International Container Terminal* dan *Container Freight Station* jumlah kontena dijangka akan terus meningkat.

Biport Bulkers Sdn Bhd, sebuah lagi syarikat subsidiari Bintulu Port Holdings Berhad, telah mencatat sedikit penurunan sebanyak 11,643 tan metrik dalam kendalian produk minyak sawit berbanding dengan 400,619 tan metrik yang dikendalikan dalam tahun 2006 ekoran permintaan yang menurun dari negara-negara Timur Tengah. Biport Bulkers Sdn. Bhd. dijangka akan mengendali pelbagai produk minyak sawit melebihi satu juta tan metrik dalam tahun 2008, setelah dua (2) kilang penapisan mula menggunakan kemudahan-kemudahannya. Kapasiti ini akan dipertingkatkan sehingga 101,600 tan metrik setelah pembangunan fasa ketiga siap pada penghujung tahun 2009 nanti.

PENYATA PENGERUSI

PRESTASI KEWANGAN

Pada tahun kewangan berakhir 31 Disember 2007, Kumpulan telah mencatat jumlah Keuntungan Sebelum Cukai yang baik sebanyak RM189.19 juta. Keuntungan Selepas Cukai adalah RM135.64 juta dan Dana Pemegang Saham adalah RM893.22 juta. Harta Ketara Bersih adalah RM2.23 sesaham manakala Pendapatan Sesaham adalah 33.91 sen.

Hasil operasi setakat 31 Disember 2007 sebanyak RM417.05 juta, menandakan peningkatan sebanyak RM25.93 juta. Peningkatan ini disebabkan oleh pertambahan dalam kendalian LNG, Produk Petroleum, LPG, Minyak Sawit, Baja Pukal dan Kontena.

Hasil bukan operasi Kumpulan adalah sebanyak RM21.77 juta berbanding RM18.95 juta dalam tahun 2006 menandakan peningkatan sebanyak RM2.82 Juta. Ini menyebabkan jumlah pendapatan keseluruhan sebanyak RM438.82 juta berbanding RM410.07 juta dalam tahun 2006.

DIVIDEN

Bagi tahun 2006, para pemegang saham telah meluluskan dividen akhir sebanyak 10.00 sen sesaham dan dividen khas sebanyak 10.00 sen sesaham ditolak 27% cukai pendapatan dan dibayar pada 30 Mei 2007.

Pada tahun ini, Lembaga Pengarah telah memperakukan bayaran dividen akhir sebanyak 15.00 sen sesaham dan dividen khas sebanyak 10.00 sen sesaham ditolak 26% cukai pendapatan, akan dibayar pada 30 Mei 2008 tertakluk kepada kelulusan pemegang saham. Sebelum ini, Lembaga Pengarah telah mengistiharkan tiga (3) dividen interim berjumlah 30.00 sen sesaham ditolak 27% cukai pendapatan dan telah dibayar semasa tahun kewangan berakhir 31 Disember 2007.

STATUS PENGUNAAN DANA TERBITAN AWAM AWAL

Jumlah Dana Terbitan Awam Awal sebanyak RM200.00 juta dan jumlah kontrak sebenar adalah sebanyak RM168.35 juta. Tarikh penyiapan Gudang Kayu-Kayan, *Container Freight Station* dan *Stacking Yard* telah dilanjutkan berpunca dari kelewatan memperolehi kelulusan pihak berkuasa berkenaan dan ini di luar kawalan Syarikat.

Kontraktor baru yang dilantik telah menyiapkan, menyerah dan mentauliahkan tiga (3) unit bot tunda pada November 2007 dan Januari 2008 masing-masing. Lembaga Pengarah akan memastikan penggunaan dana dan perlaksanaan projek-projek yang telah diluluskan dipantau dengan baik.

TANGGUNGJAWAB SOSIAL KORPORAT

Tanggungjawab sosial korporat didefinasikan sebagai amalan perniagaan yang terbuka dan telus yang berdasarkan nilai-nilai etika dan penghormatan kepada komuniti, pekerja, persekitaran, pemegang saham dan *stakeholder* yang lain. Ia dicipta untuk memberi nilai-nilai yang berkekalan kepada masyarakat. Tanggungjawab Sosial Korporat menjangkaui pematuhan kepada undang-undang, dermawan atau hubungan awam. Ia melibatkan komunikasi tindakan-tindakan Syarikat kepada stakeholders dan menggalakkan maklumbalas masing-masing.

Beberapa program Tanggungjawab Sosial Korporat telah ditanam dan diintegrasikan kearah mencapai nilai dan prinsip-prinsip berasaskan aspek-aspek utama Tanggungjawab

Sosial Korporat Kumpulan iaitu tempat kerja, pasaran, komuniti dan persekitaran. Program-program ini adalah seperti latihan pembangunan dan kepuasan bekerja, kepuasan pelanggan dan ketelusan serta tajaan dan sumbangan.

PROSPEK MASA DEPAN KUMPULAN

Malaysia dijangka mengalami pertumbuhan Keluaran Dalam Negara Kasar (KDNK) yang baik pada tahun 2008 dengan keadaan ekonomi beroperasi di bawah gunatenaga penuh dan defisit fiskal semakin mengecil. KDNK sebenar dilihat akan terus berkembang pada kadar 6.0 sehingga 6.5 peratus setelah berkembang pada kadar 6 peratus dalam tahun 2007. Pengekalan pertumbuhan yang memberansangkan ini bergantung kepada kejayaan pelaksanaan lima (5) koridor pembangunan wilayah dalam Rancangan Malaysia Ke Sembilan (2006-2010) serta Misi Negara (2006-2015).

Kumpulan akan sentiasa meninjau peluang perniagaan baru dalam usaha melengkapkan perniagaan yang sedia ada dengan menaik taraf infrastruktur dan kemudahan untuk memenuhi permintaan semasa dan akan datang serta meletakkan nilai yang tinggi ke atas keberkesanan dan daya saing Pelabuhan Bintulu sebagai pusat penghantaran.

Syarikat akan membangunkan kemudahan bagi kapal LNG apabila timbul keperluan tersebut. Kini hasil dari segmen LNG menyumbang 78% dari jumlah hasil operasi. Kumpulan akan mengurangkan pergantungan kepada kargo LNG kepada 60% dalam tempoh lima tahun akan datang dan fokus akan beralih kepada segmen bukan LNG di mana penekanan yang khusus akan diberi pada pembangunan kontena, minyak sawit dan kargo pukal.

PENGHARGAAN

Bagi pihak Lembaga Pengarah, saya ingin merakamkan setinggi-tinggi penghargaan dan terima kasih saya kepada Kerajaan Persekutuan terutamanya Kementerian Kewangan dan Kerajaan Negeri Sarawak serta semua agensi Kerajaan dan pihak berkuasa berkenaan atas panduan, sokongan dan kerjasama yang sungguh bernilai.

Saya juga berterima kasih kepada semua pelanggan-pelanggan yang dihargai, rakan-rakan perniagaan, pemegang-pemegang saham, *stakeholders*, agensi kewangan dan semua agensi yang terlibat atas sokongan dan kerjasama yang berterusan serta keyakinan yang penuh bermakna terhadap kami untuk terus meningkatkan mutu perkhidmatan yang diberikan.

Kepada Pengurusan dan warga Syarikat, saya juga ingin merakamkan penghargaan atas sumbangan, komitment dan sokongan yang tidak berbelah bahagi. Kecekalan dan dedikasi mereka akan membolehkan Kumpulan ini menempuh kejayaan yang lebih tinggi dalam mengharungi dunia perniagaan yang menguja dan penuh mencabar.

Akhir sekali, saya juga mengucapkan ribuan terima kasih dan setinggi-tinggi penghargaan kepada Lembaga Pengarah atas pandangan-pandangan yang bernas, sumbangan yang bernilai dan sokongan untuk mencapai kecemerlangan Kumpulan dalam tahun kewangan ini.

Terima Kasih

TUN DATO' SERI HJ. MOHD EUSOFF BIN CHIN
Pengerusi
Bintulu Port Holdings Berhad

CHIEF EXECUTIVE OFFICER'S STATEMENT

MIOR AHMAD BAITI BIN MIOR LUB AHMAD

OPENING REMARKS

Bintulu Port Holdings Berhad once again, for the period under review has achieved positive results in term of financial performance, cargo throughput and vessel calls in line with objectives and strategies under the Strategic and Business Plan (2006-2010) which will propel the Group to achieve the vision of becoming a "world-class LNG port and the Port of BIMP-EAGA".

I am proud to affirm the Company's staunch commitment to implementing the Strategic and Business Plan and ensure the achievement of the objectives and goals.

FINANCIAL PERFORMANCE

For the year under review, The Group has recorded total operating revenue of RM417.05 million, indicating an increase of RM25.93

million, as compared to RM391.12 million in the year 2006. The increase in revenue is attributed by the increase in the handlings of LNG Vessel calls and cargoes, petroleum products, LPG, Palm Oil, Bulk Fertiliser and Container.

The non-operating revenue of the Group is RM21.77 million, as compared to RM18.95 million in 2006 indicating an increase of RM2.82 million. This resulted in the total revenue of RM438.82 million as compared to RM410.07 million in 2006.

Proft Before Tax was RM189.19 million as compared to RM175.21 million in year 2006 while the Profit After Tax was RM135.64 million as compared to RM124.08 million in year 2006.

The Group has adopted prudent and cost effective approaches for the benefits of the shareholders, stakeholders, customers, port users and employees.

OPERATIONAL PERFORMANCE

The total cargo throughput handled by Bintulu Port Sdn Bhd is 38.58 million tonnes as compared to 36.51 million tonnes in 2006. LNG is still the main contributor which amounted to a total of 22.71 million tonnes, representing about 58.9% of the cargo throughput. The Non-LNG cargoes including other liquid, dry bulk, break bulk, container, logs and others recorded 15.87 million tonnes compared to 14.98 million tonnes in 2006. The increase in the LNG and Non-LNG cargoes is mainly due to increase in demand and better prices of these products in global market.

Container volume has grown remarkably by 26.1% from 199,704 TEUs in 2006 to 251,800 TEUs in 2007, which is resulting from the increase in transhipment volume from Sabah, feedering services and regular services from Kalimantan.

Vessel calls in the year 2007 is slightly decreased by 0.03% to 6,007 calls as compared to 6,024 calls in 2006 due to decrease in Non-LNG vessels such as dry bulk vessels, offshore supply/ passenger boat, log carriers, palm oil and wood based vessels. However LNG vessel calls has increased by 5.0% or 21 calls as compared to 2006.

Meanwhile, Biport Bulkers Sdn Bhd another subsidiary of Bintulu Port Holdings Berhad which specialised in the storage and handling of palm oil products, has registered a total throughput of 388,976 metric tonnes comprising a various types of palm oil products, a decrease of 11,643 metric tonnes from total throughput of 400,619 metric tonnes handled in 2006. The marginal decrease in 2007 throughput as compared to 2006 was due to lower demand from Middle East countries.

PORT SAFETY

As an ISPS (International Ship and Port Facility Security) compliance port, the Group has not compromised the safety aspect of the port.

Regular safety audit are being carried out for the vessels, port facilities and infrastructures, operational practices and environment. Constant safety training, briefings and campaigns are being conducted by our safety team in order to strengthen the overall awareness of safety and health at work place. All parties involved must observe and strictly adhere to the rules and regulations.

For the year under review, Bintulu Port has received several national and international safety awards among others, Malaysian Society for Occupational Safety and Health (MSOH) Awards and International Safety Awards from British Safety Council (BSC).

HUMAN CAPITAL

Continuous effort has been made to equip our employees with necessary knowledge, positive values and skills imbued with a culture of high performance in order to become a versatile personnel that will remain resilient and relevant to meet current and future challenges.

For Financial year ended 31 December 2007, the Group has reviewed the job evaluation and the reward system in order to increase job satisfaction and maintain the optimum level of human capital.

BUSINESS OUTLOOK

Though the global and regional economic outlook is expected to be more challenging and uncertain, the nation's growth prospects will continue to remain strong, with growth projected between 6.0 - 6.5 %, impelled by a strong spending and investment by the private sector through positive developments supporting economic activity including the implementation of five regional development corridors that is Iskandar Development Region (IDR), Northern Corridor Economic Region (NCER), East Coast Economic Region (ECER), Sabah Development Corridor (SDC) and Sarawak Corridor of Renewable Energy (SCORE).

Bintulu Port is optimistic of its future performance with the Strategic and Business Plan of Bintulu Port being in place. The capacity building projects comprising expansion of the Container Terminal, development of the Multipurpose Terminal and a small berth at the Edible Oil Terminal as well as procurement of handling equipment were approved by the Board and the Management had taken requisite actions to implement those projects. When completed in 2010, capacities of the Container Terminal and Multipurpose Terminal will increase to 0.65 million TEUs and 4.0 million tonnes respectively.

Subsequently at the same time Biport Bulkers Sdn. Bhd., another subsidiary of Bintulu Port Holdings Berhad is now constructing an additional 24 storage tanks giving the facilities a total capacity of 76,500 metric tonnes at any one time in anticipation of the demand and to fulfill the customers' expectation of our services.

With such expansion and development, we anticipated the cargo throughput will grow by 5% per year within the next three years and this will contribute to the Company's growth of 5% to 7% per year.

CLOSING REMARKS

As we move ahead, we will strive to execute all the initiatives and programs as stipulated in the Company Strategic and Business Plan 2006-2010. We expect to face challenges from the local and international arena. Nevertheless we will persist to commit our efforts in realising our mission and vision thus aiming at achieving greater excellence for the benefits of all parties within the ports and shipping industries. The multiplier effects of our business efforts will definitely help to generate economic and social benefits to our surrounding hinterlands.

We in Bintulu Port will use our best efforts by taking proactive measures to enhance the Company's competitiveness and optimise our ability to become "A World Class LNG Port and the Port of BIMP-EAGA".

We strongly believe that providing excellent port services and meeting customers' expectations are crucial for business growth. The Company will continue monitoring the achievements of the Customer Charter and seeking new initiatives with the hope of retaining valued customers and attracting new ones.

Finally, I would like to extend my special appreciation and gratitude to all employees and to my fellow management team for their commitment and contribution towards the success of the Company throughout the year. I would also like to express my sincere appreciation to all the Board of Directors for their advice, guidance and belief in me in leading the Company.

To our port users, business partners and Government bodies and agencies, thank you for your strong support towards the Management all this while and for the time ahead.

Thank you.

MIOR AHMAD BAITI
Chief Executive Officer
Bintulu Port Holdings Berhad

PENYATA KETUA PEGAWAI EKSEKUTIF

MIOR AHMAD BAITI BIN MIOR LUB AHMAD

MUKADIMMAH

Sekali lagi Bintulu Port Holdings Berhad telah mencapai keputusan yang positif dari segi prestasi kewangan, kendalian kargo dan singgahan kapal. Keputusan ini adalah selaras dengan objektif dan strategi yang digariskan dalam Pelan Strategi dan Perniagaan (2006 -2010) serta membantu Kumpulan dalam mencapai visi menjadi “Pelabuhan LNG Bertaraf Dunia dan Pelabuhan BIMP-EAGA”.

Saya berbangga dan menyatakan komitmen Syarikat yang jitu untuk melaksanakan Strategi dan Pelan Perniagaan Syarikat dengan jayanya serta mencapai objektif yang ditetapkan.

PRESTASI KEWANGAN

Pada tahun yang dinilai, Kumpulan telah mencatat hasil operasi sebanyak RM417.05 juta menunjukkan peningkatan sebanyak RM25.93 juta berbanding RM391.12 juta dalam tahun

2006. Peningkatan hasil ini disebabkan oleh pertambahan dalam kendalian kapal LNG, produk petroleum, LPG, minyak sawit, baja pukal dan kontena.

Hasil bukan operasi Kumpulan sebanyak RM21.77 juta berbanding dengan RM18.95 juta dalam tahun 2006 menunjukkan peningkatan sebanyak RM2.82 juta. Keadaan ini menyebabkan jumlah hasil keseluruhan sebanyak RM438.82 juta berbanding dengan RM410.07 juta dalam tahun 2006.

Keuntungan Sebelum Cukai sebanyak RM189.19 juta berbanding dengan RM175.21 juta dalam tahun 2006 manakala Keuntungan Selepas Cukai pula sebanyak RM135.64 juta berbanding RM124.08 juta dalam tahun 2006.

Kumpulan telah menerimapakai pendekatan dan amalan kewangan yang berhati-hati dan berkesan bagi faedah pemegang saham, *stakeholder,* pelanggan, pengguna pelabuhan dan staf.

PRESTASI OPERASI

Jumlah kargo yang dikendalikan oleh Bintulu Port Sdn. Bhd. adalah sebanyak RM 38.58 juta tan berbanding dengan 36.51 juta tan dalam tahun 2006. LNG masih merupakan penyumbang utama sebanyak RM22.71 juta tan mewakili 58.9% jumlah kendalian kargo. Kargo bukan LNG termasuk kargo cecair lain, kargo pukal kering, kargo pukal, kontena, kayu balak dan lain-lain mencatat 15.87 juta tan berbanding 14.98 juta tan dalam tahun 2006. Peningkatan dalam kargo LNG dan bukan LNG adalah disebabkan peningkatan pemintaan dan harga pasaran global yang lebih baik bagi produk tersebut.

Jumlah kendalian kontena telah meningkat dengan mendadak sebanyak 26.1% dari 199,704 TEUs dalam tahun 2006 kepada 251,800 TEUs dalam tahun 2007, berpunca dari peningkatan kontena pindahkapal dari Sabah, perkhidmatan ‘feedering’ dan perkhidmatan yang kerap dari Kalimantan.

Singgahan kapal bagi tahun 2007 mengalami sedikit penurunan iaitu sebanyak 0.03% kepada 6,007 kapal berbanding dengan 6,024 kapal dalam tahun 2006 disebabkan penurunan dalam singgahan kapal bukan LNG seperti kapal kargo pukal kering, kapal persisir / penumpang, kapal muatan kayu balak, minyak sawit dan kapal muatan kayu-kayan. Walau bagaimanapun, singgahan kapal LNG telah meningkat sebanyak 5.0% atau 21 singgahan berbanding dengan tahun 2006.

Sementara itu Biport Bulkers Sdn Bhd, sebuah lagi syarikat subsidiari Bintulu Port Holdings Berhad yang memberi perkhidmatan khusus penstoran dan pengendalian produk minyak sawit, telah mencatat jumlah kendalian kargo sebanyak 388,976 metrik tan meliputi pelbagai jenis produk minyak sawit, mengalami penurunan sebanyak 11,643 tan metrik dari jumlah kendalian sebanyak 400,619 tan metrik dalam tahun 2006. Sedikit pengurangan dalam kendalian kargo ini berlaku pada tahun 2007 berbanding 2006 disebabkan permintaan yang menurun dari negara-negara Timur Tengah.

PENYATA KETUA PEGAWAI EKSEKUTIF

KESELAMATAN PELABUHAN

Sebagai pelabuhan yang mematuhi ISPS (International Ship and Port Facility Security), Kumpulan tidak berkompromi dengan aspek keselamatan pelabuhan. Pengauditan keselamatan yang kerap dijalankan ke atas kapal-kapal, fasilitas pelabuhan dan infrastruktur, amalan operasi dan alam sekitar. Latihan keselamatan, taklimat dan kempen yang kerap dilakukan oleh pasukan keselamatan kami dalam usaha untuk memperkukuhkan kesedaran keselamatan dan kesihatan menyeluruh di tempat kerja. Semua pihak terlibat hendaklah mengetahui dan mematuhi peraturan dan undang-undang yang ditetapkan.

Pada tahun yang dinilai Pelabuhan Bintulu telah menerima beberapa anugerah keselamatan di peringkat kebangsaan dan antarabangsa antara lainnya, *Malaysian Society for Occupational Safety and Health (MSOH) Awards* dan *International Safety Awards* dari *British Safety Council (BSC)*.

MODAL INSAN

Usaha berterusan telah dibuat untuk melengkapkan staf kami dengan pengetahuan yang diperlukan, nilai-nilai positif dan kemahiran yang disemai dengan budaya prestasi tinggi dalam menjadikan personel yang berketerampilan serta mempunyai ketahanan dan relevan dalam menghadapi cabaran-cabaran masa kini dan masa hadapan.

Pada tahun kewangan berakhir 31 Disember 2007, Kumpulan telah mengkaji semula pekerjaan dan sistem ganjaran dalam meningkatkan kepuasan dalam pekerjaan dan menjaga tahap modal insan yang optima.

GAMBARAN UMUM PERNIAGAAN

Walaupun gambaran umum ekonomi serantau dan global dijangka lebih mencabar dan tidak menentu, prospek pertumbuhan Negara akan terus kukuh, dengan unjuran pertumbuhan antara 6.0 - 6.5 %, disebabkan perbelanjaan yang mantap dan pelaburan sektor swasta melalui pembangunan ekonomi yang positif termasuk perlaksanaan pembangunan lima (5) koridor wilayah iaitu Pembangunan Wilayah Iskandar (IDR), Wilayah Ekonomi Koridor Utara (NCER), Wilayah Ekonomi Pantai Timur (ECER), Koridor Pembangunan Sabah (SDC) dan Koridor Sarawak (SCORE).

Prestasi masa depan Pelabuhan Bintulu adalah lebih baik melalui perlaksanaan Strategi dan Pelan Perniagaan yang ditetapkan. Pengwujudan kapasiti tambahan bagi fasilitas meliputi pembesaran Terminal Kontena, pembangunan *Multipurpose Terminal* dan dermaga kecil di *Edible Oil Terminal* serta perolehan kelengkapan pengendalian telah diluluskan oleh Lembaga Pengarah. Pihak Pengurusan sedang mengambil tindakan-tindakan perlu untuk melaksanakan projek-projek tersebut. Bila projek-projek berkenaan siap dalam tahun 2010, kapasiti Terminal Kontena dan *Multipurpose Terminal* masing-masing akan meningkat kepada 0.65 juta TEUs dan 4.0 juta tan.

Pada masa yang sama, Biport Bulkers Sdn. Bhd., sebuah lagi syarikat subsidiari Bintulu Port Holdings Berhad kini sedang membina 24 tangki penstoran tambahan menjadikan fasilitasnya mempunyai kapasiti sebanyak 76,500 tan metrik pada sesuatu masa sebagai persediaan memenuhi permintaan dan ekpektasi pelanggan terhadap perkhidmatan kami.

Dengan pembesaran dan pembangunan tersebut, kami menganggarkan jumlah kendalian kargo akan tumbuh sebanyak 5% setahun dalam tempoh tiga tahun akan datang dan ini akan menyumbang kepada pertumbuhan Syarikat sebanyak 5% hingga 7% setahun.

PENUTUP

Dalam menuju ke hadapan, kami akan berusaha melaksanakan semua inisiatif dan program sepertimana yang telah digariskan dalam Strategi dan Pelan Perniagaan Syarikat 2006 – 2010. Kami menjangka akan menghadapi cabaran dari arena tempatan dan antarabangsa. Walau bagaimanapun, kami akan terus komited dengan usaha merealisasikan misi dan visi kami dan seterusnya mensasarkan pencapaian yang lebih cemerlang untuk faedah semua pihak dalam industri pelabuhan dan perkapalan. Kesan berganda daripada usaha perniagaan ini sememangnya dapat membantu menjana ekonomi dan faedah sosial di kawasan sekitarnya.

Kami di Pelabuhan Bintulu akan menggunakan usaha terbaik dengan mengambil langkah proaktif untuk memperkukuhkan daya saing Syarikat dan mengoptimakan keupayaan yang ada untuk menjadi “Pelabuhan LNG Bertaraf Dunia dan Pelabuhan BIMP-EAGA”.

Kami amat percaya penyediaan perkhidmatan pelabuhan yang cemerlang dan menepati ekpetasi pelanggan adalah sangat penting untuk pertumbuhan perniagaan. Syarikat akan terus memantau pencapaian Piagam Pelanggan dan mencari inisiatif baru dengan harapan untuk mengekalkan pelanggan utama dan menarik pelanggan-pelanggan baru.

Akhir kata, saya juga ingin merakamkan penghargaan istimewa dan terima kasih kepada kesemua staf dan rakan pengurusan atas komitmen dan sumbangan kepada kejayaan Syarikat sepanjang tahun. Saya juga ingin merakamkan penghargaan ikhlas kepada semua ahli Lembaga Pengarah atas nasihat, tunjuk ajar dan kepercayaan kepada saya menerajui Syarikat ini.

Kepada semua para pengguna pelabuhan, rakan perniagaan dan badan Kerajaan serta agensinya, terima kasih di atas sokongan yang tidak berbelah bahagi kepada Pengurusan selama ini dan untuk masa akan datang.

Terima kasih

MIOR AHMAD BAITI
Ketua Pegawai Eksekutif
Bintulu Port Holdings Berhad

GROUP BOARD OF DIRECTORS

Standing from left to right Berdiri dari kiri ke kanan

TUN DATO' SERI HJ. MOHD. EUSOFF BIN CHIN
Chairman / Non-Independent Non-Executive Director
Pengerusi / Pengarah Bukan Bebas Bukan Eksekutif

GENERAL (R) TAN SRI DATO' SERI HJ. MOHD ZAHIDI BIN HJ. ZAINUDDIN
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

DATO' SHAMSUL AZHAR BIN ABBAS
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

DATO' SERI DR. HJ. ARSHAD BIN HASHIM
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

DATO' MOHAMAD NORZA BIN ZAKARIA
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

LEMBAGA PENGARAH KUMPULAN

Standing from left to right **Berdiri dari kiri ke kanan**

DATUK FONG JOO CHUNG
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

DATUK HASHIM BIN ISMAIL
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

DATU HJ. ABANG HALMI BIN IKHWAN
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

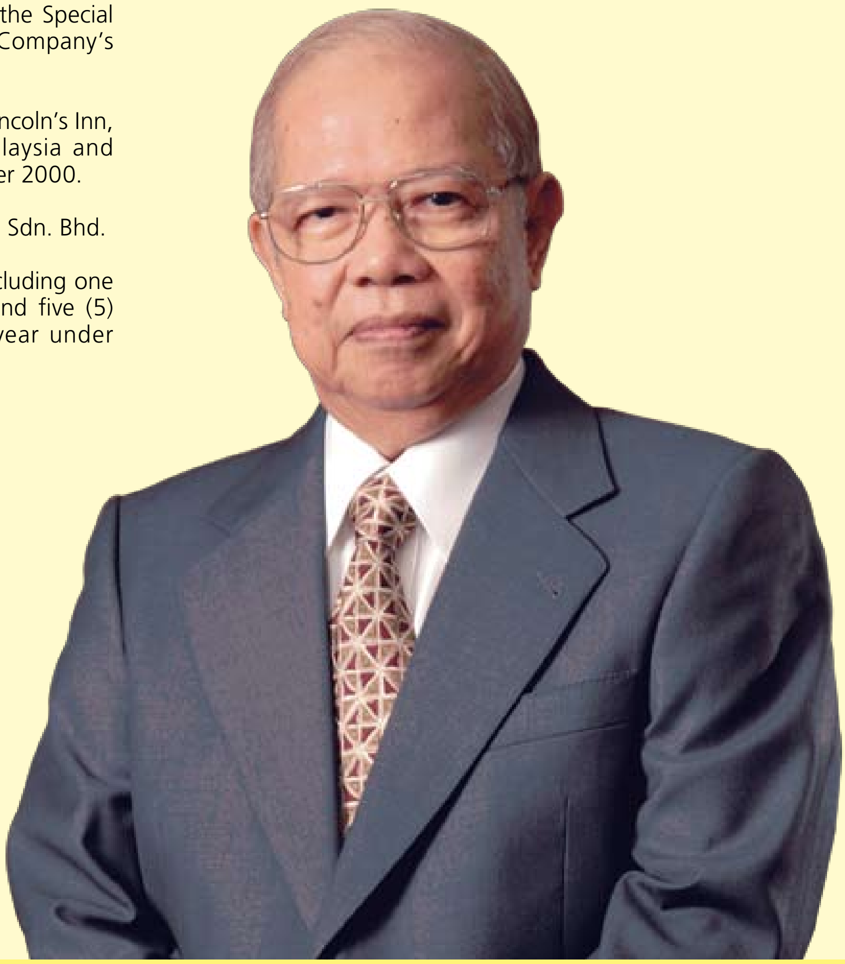
AHMAD NIZAM BIN SALLEH
Non-Independent Non-Executive Director
Pengarah Bukan Bebas Bukan Eksekutif

MIOR AHMAD BAITI BIN MIOR LUB AHMAD
Chief Executive Officer
Ketua Pegawai Eksekutif

NIK ABD RAHMAN BIN NIK ISMAIL
Company Secretary
Setiausaha Syarikat

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- Appointed as Director cum Chairman of Bintulu Port Holdings Berhad on 1 November 2003 by the Special Shareholder under Article 109A of the Company's Article of Association.
- He was admitted as Barrister-at-Law from Lincoln's Inn, London. A former Lord President of Malaysia and retired from the Judicial Services in December 2000.
- A Chairman of Alcatel Network Systems (M) Sdn. Bhd.
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation and five (5) Board Committee Meetings during the year under review.



TUN DATO' SERI HJ. MOHD. EUSOFF BIN CHIN

Malaysian, aged 72 Warganegara Malaysia, 72 tahun

Non-Independent Non-Executive Director Pengarah Bukan Bebas Bukan Eksekutif

- Dilantik sebagai Pengarah merangkap Pengerusi Bintulu Port Holdings Berhad pada 1 November 2003 oleh Pemegang Saham Khas di bawah Artikel 109A Tataurusan Syarikat.
- Beliau telah diterima masuk sebagai Barrister-at-Law di Lincoln's Inn, London. Bekas Ketua Hakim Negara dan bersara dari Jabatan Kehakiman pada Disember 2000.
- Pengerusi Alcatel Network Systems (M) Sdn. Bhd.
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan lima (5) Mesyuarat Jawatankuasa Lembaga Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- He obtained Master of Science Degree in Defence & Strategic Studies from Quaid-i-Azam University, Islamabad, Pakistan.
- Appointed as Director of Bintulu Port Holdings Berhad on 16 March 2006.
- He first joined the Malaysian Army in 1966 as an Officer Cadet in the Royal Military College, Sungai Besi and was commissioned as a Second Lieutenant in the Royal Malay Regiment in May 1968. Served in the Malaysian Armed Forces for 39 years. He became the Malaysian Chief of Army from 1 January 1998 for one year and later became the Chief Defence Forces Malaysia from 1 January 1999 till 30 April 2005.
- He is currently the Chairman of Affin Holdings Berhad and holds several directorship in public limited companies including Asiatic Development Berhad, Cahya Mata Sarawak Berhad, Resorts World Berhad, Wah Seong Corporation Berhad and Bandaraya Developments Berhad.
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation and six (6) Board Committee Meetings during the year under review.

GENERAL (R) TAN SRI DATO' SERI HJ. MOHD ZAHIDI BIN HJ. ZAINUDDIN

Malaysian, aged 60 Warganegara Malaysia, 60 tahun

Non-Independent Non-Executive Director Pengarah Bukan Bebas Bukan Eksekutif

- Beliau memperolehi Ijazah Sarjana Sains Dalam Bidang Kajian Pertahanan Dan Strategik dari Universiti Quaid-i-Azam, Islamabad, Pakistan.
- Dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 16 Mac 2006.
- Beliau mula menyertai Angkatan Tentera Malaysia dalam tahun 1966 sebagai Pegawai Kadet, Kolej Tentera Diraja, Sungai Besi dan ditauliahkan sebagai Leftenan Muda, Rejimen Askar Melayu Diraja pada bulan Mei 1968. Berkhidmat dalam Angkatan Tentera Malaysia selama 39 tahun. Beliau menyandang jawatan Ketua Panglima Angkatan Tentera Malaysia dari 1 Januari 1998 selama setahun dan kemudiannya sebagai Panglima Angkatan Tentera Malaysia dari 1 Januari 1999 sehingga 30 April 2005.
- Beliau adalah Pengerusi Affin Holdings Berhad dan menjadi pengarah beberapa syarikat awam termasuk Asiatic Development Berhad, Cahya Mata Sarawak Berhad, Resorts World Berhad, Wah Seong Corporation Berhad dan Bandaraya Developments Berhad.
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan enam (6) Mesyuarat Jawatankuasa Lembaga Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- Appointed as a Director of Bintulu Port Holdings Berhad on 29 July 2004.
- Currently he is also a Chairman of Bintulu Port Sdn. Bhd. and he was appointed on 20 February 2006.
- Holds a degree in political science (Science University of Malaysia), M.Science in Energy Management (University of Pennsylvania, USA) and Technical Diploma in Petroleum Economics from Institute Francaise du Petrole (IPF), France.
- He joined PETRONAS in 1975 as an Executive Trainee and between 1975 -1991, he held various managerial positions in PETRONAS including Manager, Product, Trading and Supply (1980) and Manager, Economics and Planning (1986), Senior Manager Strategic Planning Department (1988) before becoming the Executive Assistant to the President (1991). In 1994, he took up the position as General Manager, Corporate Planning & Business Development and was promoted to Senior General Manager, Corporate Planning & Business Development in the following year. In 1997, Dato' Shamsul Azhar was promoted to the position of Vice President, PETRONAS Petrochemical Business and was subsequently appointed as the Vice President, PETRONAS Oil Business in 1999. In 2002, he was appointed as the Vice President of PETRONAS Exploration and Production Business.
- Currently he is a President / Chief Executive of MISC Berhad, a subsidiary of PETRONAS. He is a member of PETRONAS Management Committee and also a committee member of the London Steamship Owner's Mutual Insurance Association Limited, council member of the American Bureau of Shipping.
- Also holds other directorship of Public and/or Private Limited Companies including Chairman of AET Inc Limited and Malaysia Marine and Heavy Engineering Sdn. Bhd. (formerly known as Malaysia Shipyard and Engineering Sdn. Bhd.), Chairman of Bintulu Port Sdn. Bhd. and Centralised Terminal Sdn. Bhd. He also sits on various Board of PETRONAS subsidiaries and associate companies both in Malaysia and overseas.
- He has attended five (5) Board Meetings, including one (1) Board Meeting by way of circulation and six (6) Board Committee Meetings during the year under review.

DATO' SHAMSUL AZHAR BIN ABBAS

Malaysian, aged 55 Warganegara Malaysia, 55 tahun

Non-Independent Non-Executive Director Pengarah Bukan Bebas Bukan Eksekutif

- Dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 29 Julai 2004.
- Beliau menyandang jawatan Pengerusi Bintulu Port Sdn. Bhd dan dilantik pada 20 Februari 2006.
- Memiliki Ijazah Sarjana Muda Sains Politik (Universiti Sains Malaysia), Ijazah Sarjana Sains dalam bidang Pengurusan Tenaga (University of Pennsylvania, USA) dan Diploma Teknikal dalam bidang Ekonomi Petroliam dari Institute Francaise du Petrole (IPF), France.
- Beliau mula menyertai PETRONAS dalam tahun 1975 sebagai Eksekutif Pelatih dan menyandang beberapa jawatan Pengurus di PETRONAS antara tahun 1975 hingga 1991, termasuk Pengurus, Produk, Perdagangan dan Bekalan (1980), Pengurus, Ekonomi dan Perancangan (1986), Pengurus Kanan, Jabatan Perancangan Strategik (1968) sebelum menjadi Pembantu Eksekutif kepada Presiden (1991). Dalam tahun 1994 beliau menyandang jawatan Pengurus Besar, Perancangan Korporat dan Pembangunan Perniagaan serta dinaikkan pangkat ke jawatan Pengurus Besar Kanan, Perancangan Korporat dan Pembangunan Perniagaan dalam tahun berikutnya. Dalam tahun 1997, Dato' Shamsul Azhar dinaikkan pangkat ke jawatan Naib Presiden, PETRONAS Petrochemical Business dan kemudiannya dilantik sebagai Naib Presiden, PETRONAS Oil Business pada tahun 1999. Beliau dilantik sebagai Naib Presiden PETRONAS Exploration and Production Business pada tahun 2002.
- Kini beliau merupakan Presiden / Ketua Pegawai Eksekutif MISC Berhad, syarikat subsidiari PETRONAS. Beliau juga merupakan ahli Jawatankuasa Pengurusan PETRONAS dan ahli jawatankuasa London Steamship's Owner's Mutual Insurance Association Limited dan ahli majlis American Bureau of Shipping.
- Menjadi Pengarah Syarikat Awam dan/atau syarikat sendirian berhad termasuk Pengerusi AET Inc Limited dan Malaysia Marine and Heavy Engineering Sdn. Bhd. (sebelum ini dikenali sebagai Malaysia Shipyard and Engineering Sdn. Bhd.), Pengerusi Bintulu Port Sdn. Bhd. dan Centralised Terminal Sdn. Bhd. serta menjadi pengarah syarikat-syarikat subsidiari dan bersekutu PETRONAS di Malaysia dan luar negara.
- Beliau telah menghadiri lima (5) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan enam (6) Mesyuarat Jawatankuasa Lembaga Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- Appointed as Director of Bintulu Port Holdings Berhad on 1 December 2005. He holds Bachelor of Arts (Hons) in Economic from University Malaya, Diploma in Economic Development from Cambridge University, Master in Economics from Vanderbilt, USA and PhD in Extension Education from UPM / NCSU.
- He was a Secretary General, Ministry of Information from 2001 until 2005. He is also a Chairman of Biport Bulkers Sdn. Bhd. (Subsidiary of Bintulu Port Holdings Berhad) and director of NCB Holdings Berhad.
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation and seven (7) Board Committee Meetings during the year under review.

DATO' SERI DR. HJ. ARSHAD BIN HASHIM

Malaysian, aged 59 Warganegara Malaysia, 59 tahun

Independent Non-Executive Director Pengarah Bebas Bukan Eksekutif

- Dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 1 Disember 2005.Beliau memiliki Ijazah Sarjana Muda (Kepujian) dalam bidang Ekonomi dari Universiti Malaya, Diploma Pembangunan Ekonomi dari Universiti Cambridge, Ijazah Sarjana Ekonomi dari Vanderbilt, USA dan Doktor Falsafah dalam bidang Lanjutan Pendidikan dari UPM / NCSU.
- Beliau menyandang jawatan Ketua Setiausaha Penerangan dari tahun 2001 sehingga 2005. Beliau juga adalah Pengerusi Biport Bulkers Sdn. Bhd. (Syarikat Subsidiari Bintulu Port Holdings Berhad) dan pengarah NCB Holdings Berhad.
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan enam (6) Mesyuarat Jawatankuasa Lembaga Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- Appointed as Director of Bintulu Port Holdings Berhad on 1 December 2005.
- Holds a Bachelor Degree in Commerce majoring in Accountancy from University of Wollongong, NSW, Australia.
- Professional qualifications; (Chartered Accountant (CA) of Malaysian Institute of Accountants (MIA) and Fellow Certified Pratising Accountant (FCPA) of CPA Australia Ltd.
- He was a Senior Audit Assistant in Messrs. Arthur Anderson & Co. in 1988. In 1990 until 1991 he was an Executive of Bank Regulation Department of Bank Negara Malaysia then Senior Executive, Finance and Administration Department, Gas and Petrochemical Development Division, PETRONAS from 1991 to 1993. Later, he was a Group Financial Controller, SPK Sentosa Corporation Berhad in 1994 before becoming Group Audit Manager, Mun Loong Berhad in 1995 until 1997. From 1998 until 2004 he was a Chief Executive Officer of Gabungan Stratejik Sdn. Bhd.
- Currently he is the Political Secretary to Finance Minister II, Ministry of Finance, Malaysia since 2004.
- Also holds several directorships in public and private limited companies including Malay Research & Strategy Foundation (YKSM), Malaysian National Institute of Translation (ITNMB) and PT. Excelcomido Pratama Tbk. (Telekom Malaysia Berhad subsidiary).
- He has attended five (5) Board Meetings, including one (1) Board Meeting by way of circulation and five (5) Board Committee Meetings during the year under review.

DATO' MOHAMAD NORZA BIN HJ. ZAKARIA

Malaysian, aged 41 Warganegara Malaysia, 41 tahun

Non-Independent Non-Executive Director Pengarah Bukan Bebas Bukan Eksekutif

- Dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 1 Disember 2005.
- Memiliki Ijazah Sarjana Muda Perniagaan pengkhususan dalam bidang Perakaunan dari Universiti of Wollongong, NSW, Australia
- Kelayakan professional, Chartered Accountant (CA) of Malaysian Institute of Accountants (MIA) dan Fellow Certified Practising Accountant (FCPA) dari CPA Australia Ltd.
- Sebagai Penolong Audit Kanan, Tetuan Arthur Anderson & Co. dalam tahun 1988. Dari tahun 1990 sehingga 1991, beliau adalah Eksekutif, Jabatan Pengawalan Bank, Bank Negara Malaysia dan kemudian menyandang jawatan Eksekutif Kanan, Jabatan Kewangan dan Pentadbiran, Bahagian Pembangunan Gas dan Petrokimia PETRONAS dari tahun 1991 hingga 1993. Kemudian beliau memegang jawatan Pengawal Kewangan Kumpulan SPK, Sentosa Corporation Berhad dalam tahun 1994 sebelum menjadi Pengurus Audit Kumpulan, Mun Loong Berhad dari tahun 1995 hingga 1997. Dari tahun 1998 hingga 2004, beliau menjadi Ketua Pegawai Eksekutif Gabungan Stratejik Sdn. Bhd.
- Kini sebagai Setiausaha Politik kepada Menteri Kewangan II, Kementerian Kewangan Malaysia semenjak tahun 2004.
- Pengarah Syarikat Awam dan sendirian berhad termasuk Malay Research & Strategy Foundation (YKSM), Malaysian National Institute of Translation (ITMVB) dan PT. Excelcomido Pratama Tbk. (subsidiari Telekom Malaysia Berhad).
- Telah menghadiri lima (5) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan lima (5) Mesyuarat Jawatankuasa Lembaga Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- Holds a Bachelor degree in Law (LLB) with honours from the University of Bristol, United Kingdom in 1971 before obtaining Barrister-at-Law from Lincoln's Inn in the same year.
- He was appointed as a Director of Bintulu Port Holdings Berhad on 16 September, 2004.
- He began his professional career as an advocate in private legal practice at the end of 1971 before being appointed as the State Attorney-General, Sarawak in August 1992. His service as State Attorney - General ended on 31 December 2007, but he has been retained by the Sarawak Government in an advisory capacity as State Legal Counsel. He served as Councillor with the Kuching Municipal Council and later, the Council of Kuching City South, from October 1981 till 1992.
- Holds directorship in several public and private limited companies such as Sarawak Energy Berhad (formerly known as Sarawak Enterprise Corporation Berhad), Encorp Berhad, Syarikat SESCO Berhad, Universal Cables (Sarawak) Sdn. Bhd., Borneo Development Corporation (Sarawak) Sdn. Bhd., Harwood Timber Sdn. Bhd., Permodalan Assar Sdn. Bhd. and others.
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation during the year under review.

DATUK FONG JOO CHUNG

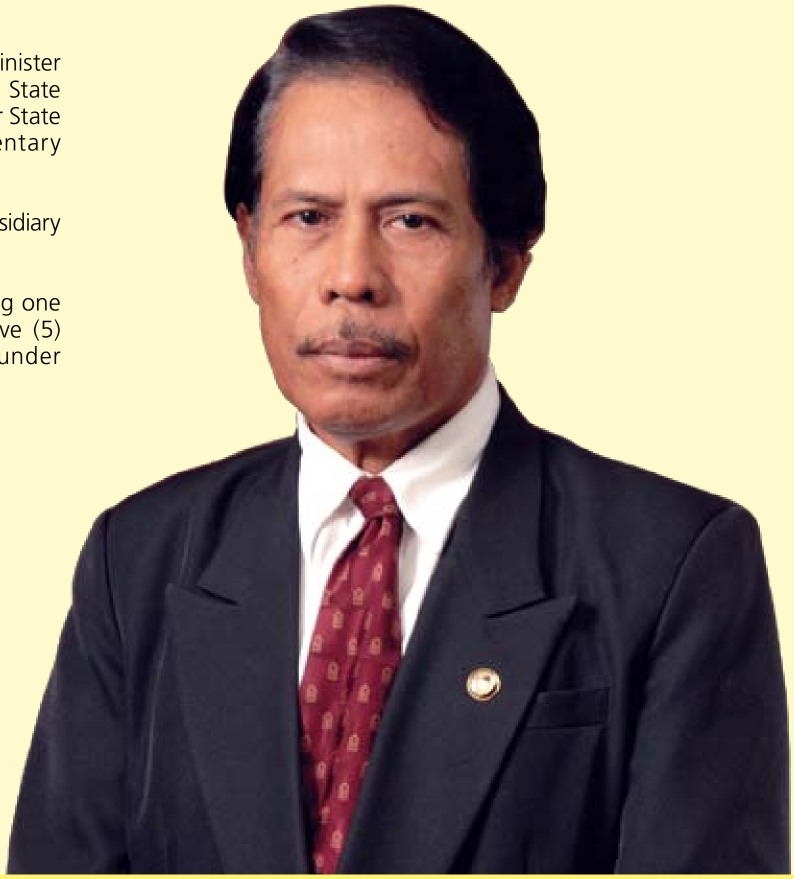
Malaysian, aged 58 Warganegara Malaysia, 58 Tahun

Non-Independent Non-Executive Director Pengarah Bukan Bebas Bukan Eksekutif

- Memiliki Ijazah Sarjana Muda Undang-Undang (LLB) dengan kepujian dari Universiti Bristol, United Kingdom pada tahun 1971 sebelum memperolehi Barrister-at-Law dari Lincoln's Inn dalam tahun yang sama.
- Beliau dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 16 September 2004.
- Beliau memulakan karier profesionalnya sebagai peguam di firma guaman pada penghujung tahun 1971 sebelum dilantik sebagai Peguam Besar Negeri Sarawak pada bulan Ogos 1992. Perkhidmatan beliau sebagai Peguam Besar Negeri Sarawak berakhir pada 31 Disember 2007 tetapi beliau telah kekal bertugas dengan Kerajaan Sarawak sebagai Penasihat Perundangan Negeri. Beliau berkhidmat sebagai Ahli Majlis, Majlis Bandaran Kuching dan kemudian sebagai Ahli Majlis Dewan Bandaraya Kuching Selatan dari bulan Oktober 1981 sehingga 1992.
- Pengarah syarikat awam dan sendirian berhad iaitu Sarawak Energy Berhad (dikenali sebagai Sarawak Enterprise Corporation Berhad), Encorp Berhad, Syarikat SESCO Berhad, Universal Cables (Sarawak) Sdn. Bhd., Borneo Development Corporation (Sarawak) Sdn. Bhd., Harwood Timber Sdn. Bhd., Permodalan Assar Sdn. Bhd. dan lain-lain.
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- Holds a Bachelor of Arts (Hons) from University Malaya.
- He was appointed as Director of Bintulu Port Holdings Berhad on 1 December 2005.
- He was a Senior Private Secretary to Deputy Minister of Energy, Telecommunication and Post in 1985, State Assembly of Johor in 1990 and then he was Johor State Exco until 1995. In 2004, he was a Parliamentary Secretary to the Ministry of Finance.
- Holds directorship in Biport Bulkers Sdn. Bhd. (subsidiary of Bintulu Port Holdings Berhad).
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation and five (5) Board Committee Meetings during the year under review.



DATUK HASHIM BIN ISMAIL

Malaysian, aged 62 Warganegara Malaysia, 62 tahun

Independent Non-Executive Director Pengarah Bebas Bukan Eksekutif

- Memiliki Ijazah Sarjana Muda (Kepujian) dari Universiti Malaya.
- Beliau dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 1 Disember 2005.
- Beliau adalah Setiausaha Sulit Kanan, Timbalan Menteri Tenaga, Telekom dan Pos pada tahun 1985, Ahli Dewan Undangan Negeri Johor tahun 1990 dan dilantik sebagai Exco Negeri Johor sehingga tahun 1995. Dalam tahun 2004, beliau menyandang jawatan Setiausaha Parlimen, Kementerian Kewangan Malaysia .
- Sebagai Pengarah Biport Bulkers Sdn. Bhd. (syarikat subsidiari of Bintulu Port Holdings Berhad).
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan lima (5) Mesyuarat Jawatankuasa Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- He holds Bachelor of Economics (Hons) from University Malaya and Master of Business Administration, Catholic University of Leuven, Belgium.
- He was appointed as Director of Bintulu Port Holdings Berhad on 4 November 2004.
- He was an Administrative Officer of Bank Negara Malaysia in 1972, later served at Sarawak Economic Development Corporation before becoming General Manager of Bintulu Development Authority from 1983 until 1992. Later he was Permanent Secretary to State Ministries from 1992 until 2002.
- Currently he holds several directorships in Public and Private Limited Companies including Custodev Sdn. Bhd., Ta Ann Plantation Sdn. Bhd., Nursinar Majestic Sdn. Bhd. and Kidurong Properties Sdn. Bhd.
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation and eight (8) Board Committee Meetings during the year under review.

DATU HJ. ABANG HALMI BIN IKHWAN

Malaysian, aged 59 Warganegara Malaysia, 59 tahun

Independent Non-Executive Director Pengarah Bebas Bukan Eksekutif

- Memiliki Ijazah Sarjana Muda Ekonomi (Kepujian) dari Universiti Malaya dan Ijazah Sarjana Pentadbiran Perniagaan, Catholic University, Leuven, Belgium.
- Beliau dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 4 November 2004.
- Beliau adalah Pegawai Pentadbir di Bank Negara Malaysia pada tahun 1972. Kemudiannya berkhidmat dengan Sarawak Economic Development Corporation sebelum menjadi Pengurus Besar Lembaga Kemajuan Bintulu dari tahun 1983 hingga 1992. Kemudian beliau adalah Setiausaha Tetap di beberapa Kementerian Negeri Sarawak dari tahun 1992 sehingga 2002.
- Pengarah beberapa syarikat awam dan sendirian berhad termasuk Custodev Sdn. Bhd., Ta Ann Plantation Sdn. Bhd., Nursinar Majestic Sdn. Bhd. dan Kidurong Properties Sdn. Bhd.
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran dan lapan (8) Mesyuarat Jawatankuasa Pengarah sepanjang tahun.

PROFILE OF DIRECTORS
PROFIL PARA PENGARAH

- He holds a Bachelor of Business Administration from Ohio University and had attended AMP, Wharton School from University of Pennsylvania.
- He was appointed as Director of Bintulu Port Holdings Berhad on 17 January 2006.
- He is a Vice-President Corporate Services, PETRONAS and Board Member of various PETRONAS Subsidiary Companies including PETRONAS International Corporation Limited, PETRONAS Hartabina Sdn. Bhd., PETRONAS Asset Sdn. Bhd., Ethylene Malaysia Sdn. Bhd., PETRONAS Methanol (Labuan) Sdn. Bhd. and PETGAS (UK) Ltd.
- He has attended six (6) Board Meetings, including one (1) Board Meeting by way of circulation during the year under review.

AHMAD NIZAM BIN SALLEH

Malaysian, aged 52 Warganegara Malaysia, 52 tahun

Non-Independent Non-Executive Director Pengarah Bukan Bebas Bukan Eksekutif

- Memiliki Ijazah Sarjana Muda Pentadbiran Perniagaan dari Universiti Ohio dan telah menghadiri AMP, Wharton School di Universiti Pennysylvania.
- Beliau telah dilantik sebagai Pengarah Bintulu Port Holdings Berhad pada 17 Januari 2006.
- Beliau adalah Naib Presiden Perkhidmatan Korporat, PETRONAS dan Ahli Lembaga Pengarah beberapa syarikat subisidiari PETRONAS termasuk PETRONAS International Corporation Limited, PETRONAS Hartabina Sdn. Bhd., PETRONAS Asset Sdn. Bhd., Ethylene Malaysia Sdn. Bhd., PETRONAS Methanol (Labuan) Sdn. Bhd. dan PETGAS (UK) Ltd.
- Beliau telah menghadiri enam (6) Mesyuarat Lembaga Pengarah termasuk satu (1) Mesyuarat Lembaga Pengarah secara edaran sepanjang tahun.

Note :
None of the Directors has any family relationship with any Director and/or major shareholder and none of them has any conviction for offences within the past ten (10) years

Nota :
Tiada Pengarah yang mempunyai hubungan keluarga / pemegang saham utama dan tiada Pengarah yang mempunyai sabitan kesalahan dalam tempoh sepuluh (10) tahun

MANAGEMENT OF BINTULU PORT HOLDINGS BERHAD
PENGURUSAN BINTULU PORT HOLDINGS BERHAD

Standing from left to right / Berdiri dari kiri ke kanan

NIK ABD RAHMAN BIN NIK ISMAIL
Company Secretary
Setiausaha Syarikat

MIOR AHMAD BAITI BIN MIOR LUB AHMAD
Chief Executive Officer
Ketua Pegawai Eksekutif

RAMBLI BIN MASHAR
Senior Manager, Finance
Pengurus Kanan, Kewangan

STATEMENT ON CORPORATE GOVERNANCE

This statement on corporate governance has been approved by the Board of Bintulu Port Holdings Berhad (the Board) pursuant to Malaysian Code on Corporate Governance (Revised 2007) and in compliance with Paragraph 15.26 of Bursa Malaysia Listing Requirements (BMLR).

1. PRINCIPAL RESPONSIBILITY OF THE BOARD

The Board's prime responsibility is to act in the best interests of the Company and its shareholders by having full and effective control over the company and the Group's affairs.

In discharging this role, the Board is entrusted with the following responsibilities :-

i. Reviewing, approving, adopting and monitoring of the followings :

- A strategic plan for the Company;
- Company's budget and financial projections;
- The Management Best Practices including financial and operational practices;
- The Performance Standard.

ii. Overseeing the conduct of the Company's business and to evaluate whether the business is being properly managed;

iii. Appointing and fixing the remuneration of the senior management;

iv. Developing and implementing an investor relations programme;

v. Reviewing and overseeing of the followings :

- the adequacy and integrity of the Company's internal control systems, including systems to comply with applicable laws, regulations, rules, directives and guidelines
- the implementation of appropriate system or necessary procedure that effectively manage and monitor all risks through the Audit Committee and the Finance and Risk Management Committee.

The Board has delegated certain responsibilities to the various Board Committees namely the Audit Committee, the Nomination Committee, the Finance and Risk Management Committee and the Remuneration Committee with a view to assist in the fulfilment of its responsibilities, thus creating an integral part of the Group's governance framework. The responsibility for good corporate governance rests with the Board and application of the principle of good corporate governance are carried in various ways as presented in the following section.

2. EFFECTIVENESS OF THE BOARD

i. Composition and Balance of The Board

The Board comprises member of individuals with skills, backgrounds and long standing experiences drawn from business, financial, legal and public services as outlined on pages 32 to 40 of this Annual Report. The composition of six (6) Non-Independent Non-Executive Directors and three (3) Independent Non-Executive Directors comply with Paragraph 15.02 of Bursa Malaysia Listing Requirements (BMLR) which requires one third (1/3) of the Board are Independent Directors. All Directors have given declaration, undertaking and confirmation to comply with BMLR.

The major shareholders are Petroliam Nasional Berhad (PETRONAS), State Financial Secretary (SFS) and Kumpulan Wang Persaraan (Incorporated) (KWAP). All the substantial shareholders have their representatives sitting as Directors in the Board of Bintulu Port Holdings Berhad.

ii. Separation of Power and Authority

The separation of power and authority between the Management and the Board is manifested through clear demarcation of roles and responsibilities. The position of the Chairman and the Chief Executive Officer (CEO) is individually held by two (2) persons, such that no one individual has unfettered powers of decision. Y.A. Bhg. Tun Dato' Seri Hj. Mohd. Eusoff bin Chin is the Chairman of Bintulu Port Holdings Berhad and Encik Mior Ahmad Baiti bin Mior Lub Ahmad is the Chief Executive Officer (CEO) of the Company. The Chairman is primarily responsible for the orderly conduct and workings of the Board, whilst the responsibility for the day-to-day running of the business rests with the CEO. He is accountable for leading the management team, implementing the policies / decisions approved by the Board. The CEO chairs the Management Committee, Major Tender Board and IT Steering Committee.

The Board of Directors comprises of all Non-Executive Directors which are independent from the Management, thus free from any business or other relationship that could materially affect the exercise of their power and authority.

iii. Supply of Information

The Management supplies the Board with timely, reliable and relevant information, analysis and recommendations to enable the Board to discharge its duties effectively.

Notice of meetings, agenda and board papers circulated in advance of the meeting dates for each item to be perused by the Directors. The meetings are structured and scheduled with sufficient time given to the Directors in obtaining further explanations. Management representatives who are able to provide additional insight will be present during the Board or Board Committees meetings. As and when necessary, appointed advisers and professionals may be invited to provide further explanations and advice.

Additionally, the Management updates the Board amongst others, of the followings :-

- Details of utilisation of Initial Public Offer, The Management Best Practices including financial and operational practices
- The Performance Standard
- The annual business plan and updates
- Quarterly results of the Company and the Group
- Directors' compliance with specific requirements

The Company Secretary is responsible for ensuring that Board policies and procedures are complied with and all proceedings of the Board and Board Committees are properly recorded. The Board members also have separate and independent access to the Company Secretary to assist them as and when necessary.

iv. Appointments and Re-election to The Board

By virtue of Article 132 of Memorandum and Articles of Association, the Board may appoint a person who is willing to act as director to fill a casual vacancy or as an additional director, provided that the appointed director does not exceed any number fixed by the Article. A Director so appointed shall hold office until the next annual general meeting and shall then be eligible for re-election.

The Board therewith delegated the process of appointment and re-election of directors to the Nomination Committee whereby the Nomination Committee shall assess and make recommendations to the Board for its consideration and approval. The wide spectrum of skills, expertise, knowledge and experiences that the proposed director shall acquire to complement the Board will be taken into consideration. A formal and transparent procedures for all appointments to the Board and its various Committees are adopted and implemented. The Company Secretary is entrusted with responsibility in ensuring that all appointments are properly made, that all necessary information is obtained from Directors, both for the company's own records and for the purpose of meeting statutory obligations, as well as obligations arising from the Listing Rules of Exchange or other regulatory requirements.

The election of directors shall take place each year with one third (1/3) of the directors who are subject to retirement by rotation and shall retire from office in every Annual General Meeting pursuant to Article 127 of the Company's Articles of Association and para 7.28 of the BMLR.

The retirement and re-election of the Chairman are subject to Section 129(2) of the Companies Act 1965 as the Chairman, Y.A. Bhg. Tun Dato' Seri Hj. Mohd. Eusoff bin Chin attends the age of 72.

For further details of the directors standing for re-election, please refer to Statement Accompanying Notice of Annual General Meeting on page 8 of the Annual Report.

v. Board Committees

The Board has set up four (4) Board Committees, namely the Audit Committee, the Nomination Committee, the Remuneration Committee and the Finance and Risk Management Committee. Each Committee responsible for supportive and specific roles assisting the Board to discharge its duties and responsibilities effectively particularly in realising its responsibilities to shareholders and stakeholders. In discharging their duties and responsibilities, each committee works within clearly defined terms of reference so as to ensure the effectiveness of the execution of the Board's duties. Each committee reviews, evaluates and makes recommendation to the Board on matters within their defined roles for Board's consideration and approval. The Board Commitees' proceedings are well documented as part of the Board's official document.

Further details on Board Committees, please refer to page 60 to 61 of this Annual Report .

vi. Training of The Board

The directors have attended the Mandatory Accreditation Programme (MAP) in compliance with the Bursa Malaysia Listing Requirements.

The Board has also identified the Continuous Education Programme (CEP) and the Company has allocated sufficient training budget annually . As at to date, various CEP attended by the directors are as follows :-

- Seminar on Review of Major Legal Requirements Addressing Related Party Transaction
- Seminar on Practical Aspect in Conducting General Meeting of Public Listed Companies
- Audit Committee's Unique Competency Requirements
- Finance for Non Finance Directors
- Company Valuation, Restructuring & Funding
- International Currency Risk Management
- Risk Management Seminar
- Understanding Financial Management For Company Directors and Senior Management
- Managing Business Turnaround
- Managing Going Global Business
- Kuala Lumpur Stock Exchange Berhad Corporate Governance Conference "Financial Reporting and Alternative Solutions to Achieving Better Corporate Governance"
- Latest Trends in Corporate Governance, Internal Audit, Detection and Prevention of Fraud and Credit Rating
- Adopting Risk Management System Framework For Company Director and Senior Management

Exposure on technical aspects of port operation and business are also given to the directors to keep them abreast with current development of the industry.

vii.Director's Remuneration

The Board determines the remuneration packages of director. In practice, the Board has delegated the Remuneration Committee to propose, review and recommend a remuneration packages for the directors of the Company. Director's fees to all Non-Executive Directors , including the Chairman are paid after obtaining approval from the shareholders at the Annual General Meeting based on the recommendations of the Board.

Remuneration packages recommended reflects the Group's Financial Performance of the Company. Executive Directors must abstain from deliberations and voting on decisions in respect of their individual remuneration.

Number of directors remuneration included within the range of the followings:

Remuneration Range	Number of Directors	
	Executive	Non-Executive
Less than RM 50,000.00	-	-
RM 50,001.00 – RM100,000.00	-	9
RM100,001.00-RM150,000.00	-	-
Above RM150,000.00	-	-

3. BOARD MEETINGS

The Company emphasises on full attendance of Board of Directors. Therefore, a pre-determined schedule of meetings were distributed in advance to the directors in order to ensure full participation and deliberation on all agendas by the Board. Hence, with the scheduled meetings, the execution of activities of the Company are streamlined accordingly. During the financial year ended 31 December 2007, the Board held six (6) meetings, inclusive of one(1) by way of circulation.

Details of the Board of Director's attendance are as per Statement Accompanying Notice of Annual General Meetings on page 8 hereto.

4. ANNUAL GENERAL MEETING

The Group utilises the Annual General Meeting as the principal forum for dialogue between the Board and the shareholders to exchange views and also to approve on all shareholder's matters such as payment of dividend, the director's fees, election and appointment of directors, appointment of Auditors and other related matters. Full reports on any special resolutions will be included in the agenda accompanying the notice of meeting.

An open Question and Answer Session will be held for the Board to respond accordingly to any shareholder who wishes to seek further details and clarification regarding any proposed resolutions as well as matters relating to the Group's businesses and affairs.

A press conference is held immediately after the Annual General Meeting where the Chairman advises the press on the resolutions passed and answers question posed by the press on the Group.

5. INVESTORS RELATION AND SHAREHOLDER COMMUNICATION

The Board values effective communication by both the Board and the Management with shareholders, stakeholders, investors as well as the public in general. This is to reflect the Board's commitment towards enhancing transparency, accountability and shareholder's value in long term. Thus, all important issues and major developments involving the Company such as Strategic Business Plan, Corporate's Direction, track record on Financial and Operational Performance as well as capital expenditure are properly disseminated through the followings:

i. The Company's General Meetings;

ii. The publication and dissemination of the Annual Report;

iii. The timely release of financial results on a quarterly basis;

iv. Announcement on major developments to the Bursa Malaysia; and

v. The Company's website at www.bintuluport.com.my

The Company also took part in regular briefing and interfacing sessions with investors, shareholders and analysts organised by Research and Broking Agencies.

6. ACCOUNTABILITY AND AUDIT

i. Financial Reporting

In cognisance of the recommendation of the Malaysian Code of Corporate Governance, the Board acknowledges that Financial Reporting should reflect a balanced and understandable assessment of the company's position and prospects through financial statement with quarterly and annually announcement of results to shareholders. In tandem with new and revised Financial Reporting Standard, the Board will ensure that the Company's and the Group's financial results are in accordance with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965.

The Board is committed to provide timely, relevant and up-to-date disclosures of the performance of the Group. This commitment is reflected by releases of announcements on quarterly financial results.

The Board is assisted by the Audit Committee in scrutinising information on financial results for disclosure to ensure accuracy, adequacy and completeness.

The Board has also initiated separate session with the External Auditor without the present of the Management.

ii. Internal Control

The Board is committed to maintaining a sound system of internal controls to safeguard shareholders' investment and the Group's assets.

For further details of the Statement on Internal Control, kindly refer to page 56 to 57 of this Annual Report.

iii. Audit Committee and Auditor's Relation

The Board establishes professional relationship through its Audit Committee and the Internal Audit Department. Internal Audit Department performs its functions with impartiality, proficiency and due professional care with regular monitoring of the Group's key controls and procedures. External Auditor will highlight to the Group their findings and matters that require the Board's attention on the statutory financial statement.

7. STATUS OF UTILISATION OF PROCEEDS FROM THE INITIAL PUBLIC OFFER

The total fund of the Initial Public Offer (IPO) is RM200.00 million and the actual contract sum incurred to date is RM168.35 million. The completion date for Timber Warehouse, Container Freight Station and Stacking Yard has been extended resulting from the delay in planning approval from the respective approving authority which is beyond control of the Company. Three (3) units of tugboat were completed, delivered and commissioned on November 2007 and January 2008 respectively. The Board will continue to monitor the utilisation of this fund and the implementation of designated projects.

As at 31 December 2007, detailed utilisation of Initial Public Offer is as follows:

Utilisation	Approved Utilisation	Actual Contract Sum	Actual Utilisation As at 31/12/07	Balance of Utilisation of Proceed	Completion date as per Prospectus	Approved new completion date
	(RM million)					
Construction of warehouse facilities						
* Bulk Fertilizer Warehouse	20.00	16.98	18.50	1.50	Sept 2005	Completed on 20/09/05
* Timber Product	10.00	-	-	10.00	March 2006	June 2010
Additional equipment/ facilities for BICT						
* Mobile Harbour Cranes	16.00	9.49	9.49	6.51	Dec 2002	Completed on 7/03/03
* Rubber Tyre Gantry Cranes	12.00	8.69	8.45	3.55	Dec 2003	Completed on 16/05/04
* Container Freight Station	10.00	-	-	10.00	Dec 2003	November 2008
* Container Stacking Yard	10.00	-	-	10.00	Dec 2003	December 2010
Purchase of 5 units Tugboats	71.00	75.47	80.75	(9.75)	Dec 2002	2 units of 25 tons tugboats were completed on 15/11/02 and 3 unit 45 tons were completed on 02/11/07, 09/01/08 and 24/01/08 respectively.
- 2 units 25 tons tugboats			25.95			
- 3 units 45 tons tugboats			54.80			
Listing Expenses	11.00	11.16	11.16	(0.16)	-	-
Working Capital	40.00	40.00	40.00	-	-	-
Total	**200.00**	**161.79**	**168.35**	**31.65**	**-**	**-**

8. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE NATURE

There are no new related parties involved with the Group other than existing ones which comprises State Financial Secretary, Sarawak (SFS) and Petroliam Nasional Berhad (PETRONAS). The transactions involved are in the ordinary course of business and are of terms not favourable to the related party than those generally available to the public. The services rendered or goods purchased are based on a non-negotiable fixed price which is published or publicly quoted and all material terms including the prices or changes are applied consistently to all customers or classes of customers.

9. NON-AUDIT FEES

The total non-audit fees of RM516,000.00 payable to the External Auditor for the financial year ended 31 December 2007 were for the following items :

i. Review of Director's Statement on Internal Control for the year ended 31 December 2007;

ii. Reading of Annual Report, review management assessment of impairment for bulking assets, attendances of Audit Committee, Board of Directors meetings and AGM, accounting advise on proposed disposal of staff housing unit and research on impact of potential change in year end;

iii. Review of The Programme for Integrated Information on Technology System to Bintulu Port Sdn Bhd;

iv. Review of Marine Service Feasibility Study;

v. To develop a Risk Management Framework to Bintulu Port Sdn Bhd;

vi. To advise in relation to the financing of the bulking facilities, including the review of draft loan agreement;

vii. To advise on tax implication in relation to Port Staff Housing Development Project;and

viii. Tax documentation & Risk Assessment Review.

10. MATERIAL CONTRACT

There was no material contract entered into by the Company and its subsidiaries involving the Directors' and major shareholders' interest still subsisting at the end of the year.

11. IMPOSITION OF SANCTION / PENALTIES ON THE COMPANY AND ITS SUBSIDIARIES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2007

There was no sanction / penalties imposed on the company, its subsidiaries, Board of Directors and management for the financial year ended 31 December 2007.

12. DETAILS OF ATTENDANCE AT MEETINGS HELD IN THE FINANCIAL YEAR ENDED 31 DECEMBER 2007

For attendance, please refer to page 8 and 60 to 61 of Statement Accompanying Notice of Annual General Meeting and Board Committee respectively.

Having reviewed the practices and institutional framework/structures that are currently in place, the Board is of the view that Bintulu Port Holdings Berhad has complied and observed the substantive provisions of the Malaysian Code of Corporate Governance.

Statement made in accordance with The Board's Resolution dated the 28th day of February 2008.

Tun Dato' Seri Hj. Mohd. Eusoff bin Chin **Chairman**	**Dato' Seri Dr. Hj. Arshad bin Hashim** **Director**

PENYATA MENGENAI URUSTADBIR KORPORAT

Penyata Urustadbir Korporat ini telah diluluskan oleh Lembaga Pengarah Bintulu Port Holdings Berhad (Lembaga Pengarah) selaras dengan Kod Urustadbir Korporat Malaysia (Semakan 2007) dan mematuhi Perenggan 15.26 Kehendak-Kehendak Penyenaraian Bursa Malaysia.

1. TANGGUNGJAWAB UTAMA LEMBAGA PENGARAH

Tanggungjawab utama Lembaga Pengarah adalah sentiasa bertindak menjaga kepentingan Syarikat dan para pemegang saham melalui kawalan penuh dan berkesan ke atas Syarikat dan urusan Kumpulan.

Dalam melaksanakan peranannya, Lembaga Pengarah telah diberi kepercayaan dengan tanggungjawab-tanggungjawab berikut:-

I. Mengkaji, melulus, menerima pakai dan memantau perkara-perkara berikut:

- Pelan Stratejik Syarikat;
- Bajet dan unjuran kewangan Syarikat;
- Amalan Terbaik Pengurusan termasuk amalan kewangan dan operasi; dan
- Piawaian Prestasi

II. Menyelia perilaku perniagaan Syarikat dan menilai samaada perniagaan diurus dengan baik;

III. Melantik dan menetapkan ganjaran pengurusan kanan;

IV. Membangun dan melaksanakan program hubungan dengan pelabur;

V. Mengkaji dan menyelia perkara-perkara berikut:-

- kecukupan dan integriti sistem kawalan dalaman Syarikat termasuk sistem pematuhan terhadap undang-undang yang diterimapakai, peraturan, arahan dan garis panduan
- perlaksanaan sistem yang sesuai atau prosidur yang perlu bagi mengurus dan mengawal semua risiko secara efektif melalui Jawatankuasa Audit dan Jawatankuasa Kewangan dan Pengurusan Risiko

Lembaga Pengarah telah menurunkan tanggungjawab tertentu kepada jawatankuasa-jawatankuasa Lembaga Pengarah seperti Jawatankuasa Audit, Jawatankuasa Penamaan, Jawatankuasa Kewangan dan Pengurusan Risiko dan Jawatankuasa Ganjaran bagi membantu melaksanakan tanggungjawab-tanggungjawab dan mewujudkan sebahagian integrasi rangkakerja urustadbir Syarikat. Tanggungjawab urustadbir korporat yang baik terletak kepada Lembaga Pengarah dan aplikasi prinsip urustadbir korporat yang baik dilaksanakan melalui beberapa cara seperti dibentangkan dalam seksyen berikutnya.

2. KEBERKESANAN LEMBAGA PENGARAH

I. Komposisi dan Keseimbangan Lembaga Pengarah

Lembaga Pengarah terdiri dari individu-individu yang mempunyai kemahiran, latarbelakang dan pengalaman yang luas dari segi perniagaan, kewangan, undang-undang dan perkhidmatan awam seperti yang digariskan pada mukasurat 32 hingga 48 Laporan Tahunan ini. Komposisi seramai enam (6) Pengarah Bukan Bebas Bukan Eksekutif dan tiga (3) Pengarah Bebas Bukan Eksekutif telah mematuhi Perenggan 15.02 Kehendak-Kehendak Penyenaraian Bursa Malaysia yang memerlukan satu pertiga (1/3) Lembaga Pengarah terdiri dari Pengarah Bebas. Semua Pengarah telah memberi deklarasi, akujanji dan pengesahan untuk mematuhi Kehendak-Kehendak Penyenaraian Bursa Malaysia.

Pemegang-pemegang saham utama adalah Petroliam Nasional Berhad (PETRONAS), Setiausaha Kewangan Negeri Sarawak (SFS) dan Kumpulan Wang Persaraan (diperbadankan) (KWAP). Kesemua pemegang saham utama mempunyai wakil sebagai pengarah dalam Lembaga Pengarah Bintulu Port Holdings Berhad.

II. Pengasingan Kuasa dan Autoriti

Pengasingan kuasa dan autoriti antara Pengurusan dan Lembaga Pengarah dinyatakan melalui pembahagian peranan dan tanggungjawab yang jelas. Kedudukan Pengerusi dan Ketua Pegawai Eksekutif (KPE) akan disandang oleh dua (2) individu yang berlainan untuk memastikan tiada individu mempunyai kuasa yang tidak terbatas dalam membuat keputusan. Y.A. Bhg. Tun Dato' Seri Hj. Mohd. Eusoff bin Chin adalah Pengerusi

PENYATA MENGENAI URUSTADBIR KORPORAT

Bintulu Port Holdings Berhad dan Encik Mior Ahmad Baiti bin Mior Lub Ahmad sebagai Ketua Pegawai Eksekutif (KPE) Syarikat. Pengerusi bertanggungjawab ke atas pengendalian dan perjalanan fungsi Lembaga Pengarah dengan teratur, manakala tanggungjawab menjaga perjalanan harian perniagaan dikendalikan oleh KPE. Beliau bertanggungjawab mengetuai Pengurusan, melaksanakan polisi / keputusan yang diluluskan oleh Lembaga Pengarah. KPE mempengerusikan Jawatankuasa Pengurusan, Lembaga Tender Utama dan Jawatankuasa Pemandu IT.

Semua ahli Lembaga Pengarah terdiri dari Pengarah Bukan Eksekutif yang bebas dari Pengurusan syarikat atau mempunyai hubungan yang boleh memberi kesan material ke atas kuasa dan autoriti masing-masing.

III. Bekalan Maklumat

Pengurusan membekalkan Lembaga Pengarah dengan informasi, analisa dan cadangan yang tepat pada waktunya, boleh dipercayai serta relevan bagi membolehkan Lembaga Pengarah melaksanakan tugasannya secara berkesan.

Notis mesyuarat, agenda dan memorandum diedarkan lebih awal dari tarikh mesyuarat supaya dapat diteliti oleh para Pengarah. Mesyuarat distruktur dan dijadualkan untuk memberi masa yang cukup kepada Pengarah mendapatkan penerangan lanjut. Wakil Pengurusan yang dapat memberi penjelasan tambahan akan turut hadir dalam mesyuarat Lembaga Pengarah dan mesyuarat Jawatankuasa Lembaga Pengarah. Sekiranya perlu, penasihat dan professional yang dilantik boleh dijemput hadir memberi penjelasan lanjut dan nasihat tertentu.

Sebagai tambahan Pengurusan juga mengemaskini Lembaga Pengarah atas perkara-perkara tertentu antara lain seperti berikut :-

- Perincian penggunaan Dana Terbitan Awam Awal, Amalan Terbaik Pengurusan termasuk amalan kewangan dan operasi
- Piawaian Prestasi
- Pelan tahunan perniagaan dan yang dikemaskini
- Keputusan suku tahunan Syarikat dan Kumpulan
- Pematuhan Pengarah ke atas keperluan yang khusus

Setiausaha Syarikat bertanggungjawab memastikan polisi dan prosidur Lembaga Pengarah dipatuhi dan semua perjalanan mesyuarat Lembaga Pengarah dan Jawatankuasa Lembaga Pengarah direkodkan dengan betul. Ahli-ahli Lembaga Pengarah juga mempunyai akses bebas kepada Setiausaha Syarikat bagi membantu mereka sekiranya perlu.

IV. Perlantikan dan Lantikan Semula Lembaga Pengarah

Seperti yang diperuntukkan oleh Artikel 132 Memorandum dan Tataurusan Syarikat, Lembaga Pengarah boleh melantik seseorang sebagai pengarah bagi mengisi kekosongan atau sebagai pengarah tambahan, dengan syarat pengarah yang dilantik tidak melebihi mana-mana jumlah yang ditetapkan oleh Tataurusan Syarikat. Pengarah yang telah dilantik hendaklah memegang jawatan tersebut sehingga mesyuarat agung tahunan yang akan datang dan layak bagi lantikan semula.

Lembaga Pengarah menurunkan kuasa memproses perlantikan dan lantikan semula pengarah kepada Jawatankuasa Penamaan yang akan meneliti dan membuat perakuan untuk pertimbangan dan kelulusan Lembaga Pengarah. Kemahiran, kepakaran, pengetahuan dan pengalaman yang luas dalam sesuatu bidang yang dimiliki oleh bakal seorang pengarah akan diberi pertimbangan sewajarnya. Prosidur rasmi dan telus berkaitan dengan perlantikan Lembaga Pengarah dan Jawatankuasa-jawatankuasa Lembaga Pengarah diterimapakai dan dilaksanakan. Setiausaha Syarikat diberi kepercayaan dan tanggungjawab memastikan semua perlantikan dibuat secara teratur dan semua informasi yang diperlukan diperolehi dari pengarah untuk tujuan rekod syarikat serta mematuhi obligasi statutori dan juga memenuhi keperluan Kehendak-kehendak Penyenaraian Bursa Malaysia atau lain-lain keperluan pihak berkuasa berkenaan.

Pemilihan Pengarah hendaklah dilakukan pada setiap tahun dengan satu pertiga (1/3) dari ahli Lembaga Pengarah yang tertakluk kepada persaraan secara pusingan dikehendaki bersara dari jawatannya dalam tiap-

tiap Mesyuarat Agung Tahunan selaras dengan Artikel 127 Tataurusan Syarikat dan Perenggan 7.28 Kehendak-kehendak Penyenaraian Bursa Malaysia.

Persaraan dan lantikan semula Pengerusi adalah tertakluk pada Seksyen 129(2) Akta Syarikat 1965 memandangkan Pengerusi, Y.A Bhg. Tun Dato' Seri Hj. Mohd Eusoff bin Chin mencapai usia 72 tahun.

Butiran lanjut perlantikan semula para Pengarah, sila rujuk Penyata Berserta Notis Mesyuarat Agung Tahunan pada mukasurat 9 Laporan Tahunan ini.

V. Jawatankuasa Lembaga Pengarah

Lembaga Pengarah telah menubuhkan empat (4) Jawatankuasa Lembaga Pengarah, iaitu Jawatankuasa Audit, Jawatankuasa Penamaan, Jawatankuasa Ganjaran dan Jawatankuasa Kewangan dan Pengurusan Risiko. Setiap Jawatankuasa bertanggungjawab memainkan peranan sokongan dan khusus bagi membantu Lembaga Pengarah melaksanakan tugas dan tanggungjawab secara berkesan terutama sekali dalam merealisasi tanggungjawabnya kepada pemegang saham dan *stakeholder*. Dalam melaksanakan tugas dan tanggungjawab, setiap jawatankuasa berfungsi mengikut terma rujukan yang jelas untuk memastikan keberkesanan perlaksanaan tugas Lembaga Pengarah. Setiap jawatankuasa meneliti, menilai dan membuat perakuan ke atas perkara-perkara berkaitan peranan masing-masing untuk pertimbangan dan kelulusan Lembaga Pengarah. Prosiding mesyuarat Jawatankuasa Lembaga Pengarah akan didokumentasikan dengan baik sebagai sebahagian dari dokumen rasmi Lembaga Pengarah.

Butiran lanjut Jawatankuasa Lembaga Pengarah, sila rujuk mukasurat 62 hingga 63 Laporan Tahunan ini.

VI. Latihan Lembaga Pengarah

Para Pengarah telah menghadiri *Mandatory Accreditation Programme (MAP)* bagi mematuhi Kehendak-Kehendak Penyenaraian Bursa Malaysia.

Lembaga Pengarah telah mengenalpasti *Continuous Education Programme (CEP)* dan Syarikat juga menyediakan peruntukan bajet latihan yang mencukupi setiap tahun. Setakat ini, pelbagai CEP telah dihadiri oleh para Pengarah seperti berikut:-

- Seminar on Review of Major Legal Requirements Addressing Related Party Transaction
- Seminar on Practical Aspect in Conducting General Meeting of Public Listed Companies
- Audit Committee's Unique Competency Requirements
- Finance for Non Finance Directors
- Company Valuation, Restructuring & Funding
- International Currency Risk Management
- Risk Management Seminar
- Understanding Financial Management For Company Directors and Senior Management
- Managing Business Turnaround
- Managing Going Global Business
- Kuala Lumpur Stock Exchange Berhad Corporate Governance Conference "Financial Reporting and Alternative Solutions to Achieving Better Corporate Governance"
- Latest Trends in Corporate Governance, Internal Audit, Detection and Prevention of Fraud and Credit Rating
- Adopting Risk Management System Framework For Company Director and Senior Management

Pendedahan kepada aspek teknikal dan operasi pelabuhan juga diberi kepada para Pengarah seiring dengan perkembangan semasa industri.

vi. Ganjaran Pengarah

Lembaga Pengarah menentukan pakej ganjaran pengarah-pengarah. Mengikut amalan, Lembaga Pengarah telah menurunkan kuasa kepada Jawatankuasa Ganjaran untuk mengkaji, mencadang, dan memperakukan pakej ganjaran untuk para pengarah syarikat. Yuran pengarah untuk semua Pengarah Bukan Eksekutif, termasuk Pengerusi akan dibayar berdasarkan perakuan Lembaga Pengarah setelah memperolehi kelulusan pemegang saham dalam Mesyuarat Agung Tahunan.

Pakej ganjaran yang disyorkan itu menggambarkan Prestasi Kewangan Kumpulan. Pengarah Eksekutif hendaklah mengecualikan diri dari berbincang dan membuat keputusan yang melibatkan ganjarannya.

Bilangan pengarah syarikat yang ganjarannya termasuk dalam lingkungan berikut:

Lingkungan Ganjaran	Bilangan Pengarah	
	Eksekutif	Bukan Eksekutif
Kurang dari RM 50,000.00	-	-
RM 50,001.00 – RM100,000.00	-	9
RM100,001.00-RM150,000.00	-	-
RM150,000.00 ke atas	-	-

3. MESYUARAT LEMBAGA PENGARAH

Syarikat memberi penekanan pada kehadiran penuh ahli Lembaga Pengarah. Oleh yang demikian, jadual mesyuarat yang ditetapkan terlebih awal diedarkan kepada Pengarah bagi memastikan penyertaan penuh dan perbincangan ke atas semua agenda oleh Lembaga Pengarah. Selain itu penetapan jadual mesyuarat awal juga dapat membantu penyelarasan lain-lain aktiviti Syarikat sewajarnya. Sepanjang tahun kewangan berakhir 31 Disember 2007, Lembaga Pengarah telah mengadakan enam (6) mesyuarat, termasuk satu (1) mesyuarat secara edaran.

Butiran kehadiran Lembaga Pengarah sepertimana Penyata Berserta Notis Mesyuarat Agung Tahunan pada muka surat 9.

4. MESYUARAT AGUNG TAHUNAN

Kumpulan menggunakan Mesyuarat Agung Tahunan sebagai forum utama bagi dialog antara Lembaga Pengarah dan pemegang-pemegang saham untuk bertukar-tukar pandangan dan juga untuk meluluskan semua perkara-perkara yang berkaitan dengan pemegang saham seperti pembayaran dividen, ganjaran pengarah, pemilihan dan perlantikan pengarah, perlantikan Juruaudit dan sebagainya. Laporan penuh bagi resolusi khas akan disertakan bersama-sama agenda dan notis mesyuarat.

Sesi Soal - Jawab terbuka akan diadakan bagi Pengarah untuk memberi maklumbalas sewajarnya kepada pemegang saham yang memerlukan maklumat dan keterangan lanjut berkaitan mana-mana resolusi yang dicadangkan termasuk perkara yang berhubungkait dengan perniagaan dan urusan Kumpulan.

Sidang akhbar diadakan sejurus selepas Mesyuarat Agung Tahunan di mana Pengerusi memberi penerangan ke atas resolusi yang diluluskan serta menjawab soalan-soalan wartawan berkaitan dengan hal ehwal perniagaan Kumpulan.

5. HUBUNGAN DENGAN PELABUR DAN KOMUNIKASI DENGAN PEMEGANG SAHAM

Lembaga Pengarah menghargai komunikasi yang efektif oleh Lembaga Pengarah dan Pengurusan dengan pemegang saham, stakeholder, pelabur juga orang awam secara amnya. Ini menggambarkan komitmen Syarikat untuk meningkatkan ketelusan, akauntabiliti dan nilai pemegang saham dalam jangka panjang. Oleh itu, semua isu-isu penting dan pembangunan utama yang melibatkan Syarikat seperti Pelan Strategik Perniagaan, halatuju Korporat, rekod prestasi kewangan dan operasi serta perbelanjaan modal disebarkan secara teratur melalui:

i. Mesyuarat Agung Syarikat;

ii. Penerbitan dan pengedaran Laporan Tahunan;

iii. Pengedaran semasa keputusan kewangan berdasarkan suku tahunan;

iv. Pengumuman kepada Bursa Malaysia ke atas pembangunan utama Syarikat; dan

v. Laman web Syarikat iaitu www.bintuluport.com.my

Syarikat juga mengambil bahagian dalam sesi taklimat dan perjumpaan dengan pelabur, pemegang saham dan juga penganalisa anjuran Agensi Broker dan Penyelidikan.

6. AKAUNTABILITI DAN AUDIT

i. Laporan Kewangan

Menyedari perakuan Kod Urustabdir Korporat Malaysia, Lembaga Pengarah mengakui bahawa Laporan Kewangan hendaklah menggambarkan penilaian yang seimbang serta mudah difahami tentang kedudukan dan prospek Syarikat melalui penyata kewangan dan pengumuman keputusan kewangan suku tahun maupun tahunan kepada pemegang saham. Selaras dengan Piawaian Laporan Kewangan (FRS) yang baru dan telah disemak semula, Lembaga Pengarah akan memastikan keputusan kewangan Kumpulan adalah selaras dengan piawaian perakaunan yang diluluskan di Malaysia dan peruntukan Akta Syarikat 1965.

Lembaga Pengarah adalah komited untuk menyediakan pendedahan prestasi Kumpulan tepat pada masanya, relevan dan terkini. Komitmen ini dapat dilihat melalui pengumuman keputusan kewangan suku tahun yang berkaitan.

Lembaga Pengarah akan dibantu oleh Jawatankuasa Audit dalam usaha memastikan ketepatan, kecukupan dan kesempurnaan maklumat berkaitan keputusan kewangan bagi tujuan pendedahan.

Lembaga Pengarah juga telah mengadakan sesi perbincangan yang berasingan dengan Juruaudit Luar tanpa kehadiran pihak Pengurusan.

ii. Kawalan Dalaman

Lembaga Pengarah adalah komited menjaga dan memastikan sistem kawalan dalaman yang mantap untuk mengawal kepentingan pelaburan pemegang saham serta aset Kumpulan.

Butiran lanjut Penyata Kawalan Dalaman, sila rujuk mukasurat 58 hingga 59 Laporan Tahunan ini.

iii. Jawatankuasa Audit dan Hubungan Dengan Juruaudit

Lembaga Pengarah mewujudkan hubungan profesional melalui Jawatankuasa Audit dan Jabatan Audit Dalam. Jabatan Audit Dalam menjalankan fungsinya tanpa memihak, cekap dan memberi perhatian professional secukupnya melalui susulan yang regular ke atas kawalan dan prosidur utama Kumpulan. Juruaudit Luar akan memaklumkan kepada Kumpulan penemuannya dan perkara yang memerlukan perhatian Lembaga Pengarah bagi penyata kewangan berkanun.

7. STATUS PENGGUNAAN DANA TERBITAN AWAM AWAL

Jumlah Dana Terbitan Awam Awal adalah sebanyak RM200.00 juta dan jumlah kontrak sebenar setakat ini sebanyak RM168.35 juta. Tarikh penyiapan Gudang Kayu-Kayan, *Container Freight Station* dan *Stacking Yard* telah dilanjutkan berpunca dari kelewatan memperolehi kelulusan dari pihak berkuasa melulus berkenaan dan ini di luar kawalan Syarikat. Tiga (3) unit bot tunda masing-masing telah siap dibina, diserah dan ditauliahkan pada November 2007 dan Januari 2008. Lembaga Pengarah akan terus memantau penggunaan dana dan perlaksanaan projek-projek tersebut.

PENYATA MENGENAI URUSTADBIR KORPORAT

Setakat 31 Disember 2007, butiran pengunaan perolehan daripada Dana Terbitan Awam Awal adalah seperti berikut:

Penggunaan	Pengunaan yang diluluskan	Harga Kontrak Sebenar	Penggunaan Sebenar Setakat 31/12/07	Baki Penggunaan Perolehan	Tarikh Penyiapan seperti di dalam Prospektus	Tarikh Penyiapan baru yang diluluskan
	(RM juta)					
Pembinaan Kemudahan Pergudangan						
* Gudang Baja Pukal	20.00	16.98	18.50	1.50	Sept 2005	Siap pada 20/09/05
* Produk Kayu-Kayan	10.00	-	-	10.00	Mac 2006	Jun 2010
Peralatan tambahan / kemudahan BICT						
* Mobile Harbour Cranes	16.00	9.49	9.49	6.51	Dis 2002	Siap pada 7/03/03
* Rubber Tyre Gantry Cranes	12.00	8.69	8.45	3.55	Dis 2003	Siap pada 16/05/04
* Container Freight Station	10.00	-	-	10.00	Dis 2003	November 2008
* Container Stacking Yard	10.00	-	-	10.00	Dis 2003	Disember 2010
Perolehan 5 unit Bot Tunda	71.00	75.47	80.75	(9.75)	Dis 2002	2 unit bot tunda 25 tan telah siap pada 15/11/02 dan 3 unit 45 tan masing-masing telah siap pada 02/11/07, 09/01/08 dan 24/01/08.
- 2 unit bot tunda 25 tan			25.95			
- 3 unit bot tunda 45 tan			54.80			
Perbelanjaan Penyenaraian	11.00	11.16	11.16	(0.16)	-	-
Modal Kerja	40.00	40.00	40.00	-	-	-
Jumlah	**200.00**	**161.79**	**168.35**	**31.65**	**-**	**-**

8. URUSNIAGA BERULANG PIHAK BERKAITAN JENIS HASIL

Tiada urusniaga berulang pihak berkaitan baru yang terlibat dengan Kumpulan melainkan pihak yang sedia ada iaitu Setiausaha Kewangan Negeri Sarawak (SFS) dan Petroliam Nasional Berhad (PETRONAS). Urusniaga yang terlibat adalah urusniaga dalam keadaan biasa dan tidak menguntungkan pihak berkaitan berbanding dengan yang boleh didapati oleh pihak awam secara umumnya. Perkhidmatan yang diberikan atau barangan yang dibeli berdasarkan harga tetap yang tidak boleh dirunding dan diterbitkan atau disebutharga secara umum dan semua terma utama termasuk harga atau caj yang dikenakan secara konsisten ke atas semua pelanggan atau kelas pelanggan.

9. YURAN BUKAN AUDIT

Yuran bukan audit berjumlah RM516,000.00 dibayar kepada Juruaudit Luar bagi tahun kewangan berakhir 31 Disember 2007 adalah seperti berikut :-

i. Meneliti Penyata Berkaitan Kawalan Dalaman bagi tahun berakhir 31 Disember 2007;

ii. Membaca Laporan Tahunan, meneliti *management assessment of impairment for bulking assets*, kehadiran dalam Jawatankuasa Audit, Mesyuarat Lembaga Pengarah dan Mesyuarat Agung Tahunan, memberi nasihat perakaunan ke atas perlupusan unit perumahan staf dan kajian ke atas kesan pertukaran tahun akhir kewangan;

iii. Meneliti *The Programme for Integrated Information on Technology System to Bintulu Port Sdn. Bhd.*;

iv. Meneliti *Marine Services Feasibility Study*;

v Membangunkan *Risk Management Framework to Bintulu Port Sdn Bhd*;

vi. Memberi nasihat berkaitan pembiayaan kewangan ke atas *bulking facilities*, termasuk meneliti deraf perjanjian pinjaman;

vii. Memberi nasihat mengenai kesan cukai berkenaan dengan Projek Pembangunan Perumahan Staf; dan

viii. Meneliti *Tax Documentation & Risk Assessment*.

10. KONTRAK UTAMA

Tiada kontrak material oleh Syarikat dan subsidiarinya yang melibatkan kepentingan para pengarah dan pemegang saham utama yang belum dilaksanakan pada akhir tahun kewangan.

11. PENGENAAN HUKUMAN / PENALTI TERHADAP SYARIKAT DAN SUBSIDIARINYA UNTUK TAHUN KEWANGAN BERAKHIR 31 DISEMBER 2007

Tiada sebarang hukuman atau penalti yang dikenakan terhadap syarikat, subsidiarinya, Lembaga Pengarah dan Pengurusan bagi tahun kewangan berakhir 31 Disember 2007.

12. BUTIRAN TERPERINCI KEHADIRAN MESYUARAT YANG DIADAKAN DALAM TAHUN KEWANGAN BERAKHIR 31 DISEMBER 2007

Bagi kehadiran, sila rujuk muka surat 9 dan 62 hingga 63 pada Penyata Berserta Notis Mesyuarat Agung Tahunan dan Jawatankuasa Lembaga Pengarah masing-masing.

Setelah meneliti amalan-amalan dan rangka kerja institusi / struktur yang ada, Lembaga Pengarah berpendapat Bintulu Port Holdings Berhad telah mematuhi dan mengikuti peruntukan substantif Kod Urustadbir Korporat Malaysia.

Penyata ini dibuat selaras dengan Resolusi Lembaga Pengarah bertarikh 28 Februari 2008

Tun Dato' Seri Hj. Mohd. Eusoff bin Chin
Pengerusi

Dato' Seri Dr. Hj. Arshad bin Hashim
Pengarah