

UNIFIED COMMUNICATIONS HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company registration no.: 200211129W)

**Full Year Financial Statements and Dividend Announcement
for the Year Ended 31 December 2006****PART 1 - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2, Q3 & Q4), HALF-YEAR AND FULL YEAR RESULTS****1(a)(i) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year**

Set out below are the financial statements for the financial year ended 31 December 2006

Consolidated Income Statement

	Group		
	Year ended 31-Dec		
	2006	2005	Inc/(dec)
	S\$'000	S\$'000	%
Revenue	16,022	21,073	(24)
Cost of sales	(9,801)	(12,142)	(19)
Gross profit	6,221	8,931	(30)
Other operating income	329	441	(25)
Technical support expenses	(4,301)	(5,534)	(22)
Distribution costs	(2,796)	(3,544)	(21)
Administrative expenses	(2,105)	(2,379)	(12)
Other operating expenses	(2,209)	(165)	>100
Loss from operations	(4,861)	(2,250)	>100
Finance costs	(85)	(184)	(54)
Share of result of an associated company	455	156	>100
Loss before tax	(4,491)	(2,278)	97
Income tax	(110)	(48)	>100
Net loss for the financial year	(4,601)	(2,326)	98
Attributable to:			
Shareholders of the Company	(4,646)	(2,343)	98
Minority interest	45	17	>100
Net loss for the financial year	(4,601)	(2,326)	98

1(a)(ii) Notes to income statements

The following items have been included in arriving at profit/(loss) from operations:

	Group		Inc/(dec)
	Year ended		
	31 Dec		
	2006	2005	
	S\$'000	S\$'000	%
Amortisation of development cost and intellectual property	605	518	17
Write-back of allowance for doubtful receivables	(14)	(237)	(94)
Allowance for impairment of trade receivables	1,008	3	>100
Allowance for impairment of plant and equipment	192	-	>100
Allowance for impairment of inventory	222	31	>100
Write-back of inventories	(19)	-	>100
Foreign exchange loss/(gain)	778	(55)	>(100)
Depreciation of plant and equipment	1,988	2,118	(6)
Gain on disposal of plant and equipment	(63)	(41)	54
Loss on disposal of plant and equipment	1	4	(75)

1(b)(i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

Balance Sheets

	Group	Group	Company	Company
	As at	As at	As at	As at
	31/12/2006	31/12/2005	31/12/2006	31/12/2005
	S\$'000	S\$'000	S\$'000	S\$'000
ASSETS				
Current assets				
Cash and cash equivalents	1,085	929	21	12
Trade and other receivables	13,878	18,730	9,682	9,592
Finance lease receivables	472	209	-	-
Inventories	3,275	6,402	-	-
Other current assets	545	979	30	29
	19,255	27,249	9,733	9,633
Non-current assets				
Investment in an associated company	702	255	-	-
Investments in subsidiaries	-	-	22,526	22,526
Plant and equipment	8,040	8,386	24	33
Intangible assets	2,069	2,150	-	-
Deferred income tax assets	590	611	-	-
Finance lease receivable	205	378	-	-
Trade receivables	1,723	-	-	-
	13,329	11,780	22,550	22,559
Total assets	32,584	39,029	32,283	32,192
LIABILITIES				
Current liabilities				
Trade and other payables	6,357	5,736	277	133
Current income tax liabilities	107	86	-	-
Borrowings	380	2,691	-	-
	6,844	8,513	277	133
Non-current liabilities				
Borrowings	58	81	-	-
Deferred income tax liabilities	34	58	-	-
	92	139	-	-
Total liabilities	6,936	8,652	277	133
Net assets	25,648	30,377	32,006	32,059
EQUITY				
Share capital	31,948	31,948	31,948	31,948
Foreign currency translation reserve	(618)	(469)	-	-
Retained earnings/(accumulated losses)	(5,821)	(1,175)	58	111
Shareholders' equity	25,509	30,304	32,006	32,059
Minority interest	139	73	-	-
	25,648	30,377	32,006	32,059

^(A) On 30 January 2006, in accordance with the (Companies) Amendment Act 2005, the concept of "par value" and "authorised capital" were abolished and on that date, the share of the Company ceased to have par value. In addition, the amount standing in the share premium reserve had become part of the Company's share capital

1(b)(ii) Aggregate amount of group's borrowings and debt securities**Amount repayable in one year or less, or on demand**

Group		Group	
As at 31/12/2006		As at 31/12/2005	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
380	-	2,691	-

Amount repayable after one year

Group		Group	
As at 31/12/2006		As at 31/12/2005	
Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000
58	-	81	-

Details of any collateral

The Group's secured facilities comprise of trade lines, bank overdrafts and hire purchase.

The trade lines and bank overdrafts are secured by way of:

- (i) corporate guarantee from a subsidiary in Singapore;
- (ii) corporate guarantee from the Company to banks for facilities extended to its wholly-owned subsidiaries; and
- (iii) a charge on fixed deposit of RM537,700 (S\$233,800)

The hire purchase is secured by plant and equipment of a subsidiary with a net book value of RM209,000 (S\$91,000) (31.12.2005: S\$158,000).

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year

Consolidated Cash Flow Statement

	Year ended	
	31 Dec	
	2006	2005
	S\$'000	S\$'000
Cash flows from operating activities:		
Profit/(loss) before tax and after share of results of an associated company	(4,491)	(2,278)
Adjustments for:		
Amortisation of development costs and intellectual property	605	518
Depreciation of plant and equipment	1,988	2,118
Allowance for impairment of plant and equipment	192	-
Allowance for impairment of trade receivables	994	(234)
Allowance for impairment of inventory	203	31
Gain on disposals of plant and equipment	(62)	(37)
Interest expense	85	184
Interest income	(94)	(82)
Share of results of an associated company	(456)	(156)
Gross Dividend income	(129)	-
Foreign currency translation adjustment	(105)	216
Operating cash flow before working capital changes	(1,270)	280
Changes in operating assets and liabilities, net of effects from purchase of subsidiaries		
Inventories	1,727	1,606
Finance lease receivable	119	(587)
Trade and other receivables	2,560	913
Trade and other payables	621	(596)
Cash from operations	3,757	1,616
Income tax paid	(28)	(89)
Interest paid	(85)	(184)
Net cash flow from operating activities	3,644	1,343
Cash flows from investing activities:		
Purchase of plant and equipment	(1,081)	(4,141)
Proceeds from disposals of plant and equipment	265	165
Development costs paid	(533)	(519)
Deposits placement with a licensed bank	(8)	-
Interest received	8	19
Dividend received	93	-
Net cash flow from/(used in) investing activities	(1,256)	(4,476)
Cash flows from financing activities:		
Finance lease interest income	85	63
Proceeds from borrowings	1,149	8,639
Repayments of borrowings	(3,598)	(9,132)
Repayments of finance leases	(47)	(48)
Proceeds from issuance of shares	21	-
Net cash flow from/(used in) financing activities	(2,390)	(478)

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year (continued)

	Year ended	
	31 Dec	
	2006	2005
	S\$'000	S\$'000
Net change in cash and cash equivalents	(2)	(3,611)
Cash and cash equivalents at beginning of the financial year	567	4,178
Cash and cash equivalents at end of the financial year (Note 1)	565	567

Explanatory Notes:

Note 1

	As at 31 Dec	
	2006	2005
	S\$'000	S\$'000
Cash and cash equivalents	1,085	929
Bank overdrafts	(286)	(136)
Restricted deposits	(234)	(226)
Cash and cash equivalents per consolidated cash flow statement	565	567

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year (continued)

Statement of Changes in Equity for the year ended 31 December 2006

	Issued and fully paid		Share premium	Foreign currency translation reserve	Retained earnings/ (accumulated losses)	Minority interest	Total
	Number of shares	Share capital					
		S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Year ended 31/12/2006							
Group							
Balance at 1/1/2006	319,572,675	25,566	6,382	(469)	(1,175)	73	30,377
Transfer of share premium reserve to share capital	-	6,382	(6,382)	-	-	-	-
Balance at 1/1/2006 restated	319,572,675	31,948	-	(469)	(1,175)	73	30,377
Foreign currency translation differences recognised directly in equity	-	-	-	(149)	-	21	(128)
Net profit/(loss) for the financial year	-	-	-	-	(4,646)	45	(4,601)
Total recognised gains/(losses) for the financial year	-	-	-	(149)	(4,646)	66	(4,729)
Balance at 31/12/2006	319,572,675	31,948	-	(618)	(5,821)	139	25,648
Company							
Balance at 1/1/2006	319,572,675	25,566	6,382	-	111	-	32,059
Transfer of share premium reserve to share capital	-	6,382	(6,382)	-	-	-	-
Balance at 1/1/2006 restated	319,572,675	31,948	-	-	111	-	32,059
Net loss for the financial year	-	-	-	-	(53)	-	(53)
Total recognised losses for the financial year	-	-	-	-	(53)	-	(53)
Balance at 31/12/2006	319,572,675	31,948	-	-	58	-	32,006

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year (continued)

Statement of Changes in Equity for the year ended 31 December 2005

	Issued and fully paid		Share premium	Foreign currency translation reserve	Retained earnings/ (accumulated losses)	Minority interest	Total
	Number of shares	Share capital					
		S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Year ended 31/12/2005							
Group							
Balance at 1/1/2005	319,572,675	25,566	6,382	(786)	(3,192)	55	28,025
Negaive goodwill recognised	-	-	-	-	4,360	-	4,360
Balance at 1/1/2005 restated	319,572,675	25,566	6,382	(786)	1,168	55	32,385
Foreign currency translation differences recognised directly in equity	-	-	-	317	-	1	318
Net profit/(loss) for the financial year	-	-	-	-	(2,343)	17	(2,326)
Total recognised gains/(losses) for the financial year	-	-	-	317	(2,343)	18	(2,008)
Balance at 31/12/2005	319,572,675	25,566	6,382	(469)	(1,175)	73	30,377
Company							
Balance at 1/1/2005	319,572,675	25,566	6,382	-	48	-	31,996
Net loss for the financial year	-	-	-	-	63	-	63
Total recognised losses for the financial year	-	-	-	-	63	-	63
Balance at 31/12/2005	319,572,675	25,566	6,382	-	111	-	32,059

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous financial year reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at the end of the current financial year reported on and as at the end of the corresponding period of the immediately preceding financial year

None

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard)

These figures have neither been audited nor reviewed.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of matter)

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

The Group has applied the same accounting policies and methods of computation for the current financial year as compared to the most recent audited financial statements of the Group for the financial year ended 31 December 2005.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

Not applicable.

6. Earnings per ordinary share of the group for the current financial year reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

	Group	
	Year ended	
	31 Dec	
	2006	2005
	cents	cents
Based on the weighted average number of ordinary shares on issue ⁽¹⁾	(1.45)	(0.73)
On fully diluted basis (detailing any adjustments made to the earnings) ⁽²⁾	n.a.	n.a.

n.a.: not applicable

6. Earnings per ordinary share of the group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends (continued)

⁽¹⁾ For comparative purposes, the earnings per ordinary share of the Group has been computed based on the net profit after tax from the financial statements of the relevant financial year and the weighted average number of ordinary shares issued of 319,572,675 shares for the financial year ended 2006 and 2005.

⁽²⁾ Diluted earnings per share has not been calculated as no diluting events existed during these periods. No share options were granted to any employees during these periods.

7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the (a) current financial year reported on and (b) the immediate preceding financial year

	As at 31/12/2006		As at 31/12/2005	
	Group cents	Company cents	Group cents	Company cents
Net asset value per ordinary share ⁽¹⁾	8.03	10.02	9.48	10.03

⁽¹⁾ The net asset value per ordinary share of the Group and the Company have been computed based on the net asset value of the Group and the Company at the relevant financial year end and the existing issued share capital of 319,572,675 shares.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss any significant factors that affected the turnover, costs, and earnings of the group for the current financial year reported on, including (where applicable) seasonal or cyclical factors. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial year reported on (continued)

Review of results for the year ended 31 Dec 2006 as compared to corresponding financial year ended 31 Dec 2005

Sales analysed by business segments for the quarter under review is as follows: -

	YTD 2006 S\$'000	Sales mix %	YTD 2005 S\$'000	Sales mix %
Proprietary Solutions	11,026	69	14,965	71
Distribution	4,248	27	6,108	29
Operational & System Support	748	5	-	-
Total	16,022	100	21,073	100

The Group recorded a decrease of S\$5.1 million or 24% in total sales for the year under review, as compared to the result achieved for the year ended 31 December 2005. The decline in total sales is attributable to lower sales results achieved by both the Proprietary Solutions and Distribution business segments. The results of the Proprietary Solutions and Distribution business segments were however, partly offset by sales of S\$0.7million generated by the new Operational & System Support business segment of the Group.

During the year the Proprietary Solutions business segment continued to be affected by the longer than expected sales cycle and gestation period for Tier 1 build-and -transfer and revenue sharing projects, subsequent to the Group's shift in focus away from the 'Tier 2' telecommunications market (ASP and SBO market), and towards the mobile communications market, otherwise regarded as the 'Tier 1' market . The lower sales results in 2006 for this business segment reflect the transitional effects of the Group's continued emphasis on addressing primarily the Tier-1 market, where projects are fewer in number but larger in value, and with higher quality of revenue. Several such projects during the year were affected by movements in implementation timetables, resulting in a delays in initiation of projects originally anticipated to be awarded and completed during the period under review. The sales results for the Proprietary Solutions business segment have in large part, been affected by such delays and implementation timetable movements.

The Distribution business segment of the Group had similarly adopted and implemented this approach to sales for the year under review, as had the Proprietary Solutions business segment, of focusing primarily on quality of revenue in building market share for the products distributed. The focus on IT and Emerging Technologies product markets to underpin the growth of the Distribution business segment had delivered new sources of revenue in 2006, but had developed at a slower pace than originally anticipated. The overall sales results achieved for the Distribution business segment for the year under review was lower than that recorded in the preceding year due to a decline in sales generated by the Telecoms products division of this business segment, which had not been more than offset by the growth secured in the IT and Emerging Technologies products division.

During the year under review the Group had also significantly rationalised its operating cost base. Operating expenses for the year ended 31 December 2006 - representing expenses incurred by the Group excluding impairment provisions for receivables; property, plant and equipment; and inventory - was S\$9.2 million, a reduction of S\$2.3 million or 20% against the corresponding result achieved in 2005 of S\$11.5 million. This significant improvement in cost-efficiency achieved is however considerably offset by the impairment provisions of S\$1.4 million made for the year of which S\$0.6 million relate primarily to fair value provisions set aside for certain long-standing accounts receivables of the Group that have been subjected to a restructuring of payment terms.

As a result of the lower revenue achieved and higher impairment provisions made for the year, the Group incurred a loss before interest, tax, depreciation and amortisation ("LBITDA") of S\$1.8million for the year ended 31 December 2006. In comparison, the Group achieved earnings before interest, tax, depreciation and amortisation ("EBITDA") of S\$0.5 million for the year ended 31 December 2005.

Review of the Group's financial position as at 31 December 2006 as compared to the Group's financial position as at 31 December 2005

Current assets decreased by S\$8.0 million or 29% from S\$27.2 million as at 31 December 2005, to S\$19.2 million as at 31 December 2006. This was mainly due to a decrease in trade and other receivables as a result of lower sales recorded during the financial year and the reclassification of certain restructured accounts receivables from current to non-current assets.

The increase in total non-current assets by S\$1.5 million was mainly attributable to the reclassification of certain restructured accounts receivable from current assets to non current assets based on their restructured payment terms.

Total liabilities decreased from S\$8.5 million as at 31 December 2005 to S\$6.8 million as at 31 December 2006, representing a reduction of approximately S\$1.7 million or 20%. This was mainly due to the settlement of short-term bank borrowings and a decrease in trade and other payables as a result of reductions in direct costs.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

No profit forecast has been issued for the financial year under review.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

Barring any unforeseen circumstances, the Directors are cautiously optimistic about the Group's long-term prospects. Markets for the Group's businesses remain buoyant in the face of continued industry deregulation and the rapid popularisation of mobile telecommunications devices and services in highly populated developing economies. The market opportunities in the telecommunications industry for the Group's technologies and solutions are believed to be increasing in tandem with these conditions.

The Directors believe that the Group, having achieved significant progress in achieving cost-efficiency improvements, is well positioned to capture growing opportunities in the telecommunications market under its prevailing development strategies. These three key strategies are:

- * To grow mobile data and value-added services ("VAS") business areas;
- * To expand and improve the recurring revenue streams via managed services; and
- * To grow by participating in the growth of developing and emerging telecommunications markets such as South East Asia, Indochina, South Asia and the Middle East.

The Group will continue to review its long term strategies and strive towards achieving its objectives of delivering profitable and sustainable growth.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on? None

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? None

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommended, a statement to that effect

No dividend has been declared or recommended for the period ended 31 December 2006.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

Financial year ended 31 December 2006

	Proprietary Solution \$'000	Distribution \$'000	GlobeOSS \$'000	Others \$'000	Elimi- nation \$'000	Group \$'000
Sales:						
-external sales	11,026	4,248	748			16,022
-inter-segment sales		618		46	(664)	-
	11,026	4,866	748	46	(664)	16,022
Segment result	(3,008)	(1,641)	(212)	-	-	(4,861)
Unallocated costs						-
Loss from operations						(4,861)
Finance costs						(85)
Share of result of associated company						455
Loss before tax						(4,491)
Tax						(110)
Loss after tax						(4,601)
Minority interest						(45)
Net loss attributable to shareholders						(4,646)
Segment assets	26,231	2,266	89	24	(160)	28,450
Associated company						702
Unallocated assets						3,432
Consolidated total assets						32,584
Segment liabilities	7,996	3,274	478		(6,524)	5,224
Unallocated liabilities						1,712
Consolidated total liabilities						6,936
Other segment items						
Capital expenditure						
- Plant and equipment	2,221	50	7			2,278
-development costs of intellectual property	533					533
-Amortisation of development cost and intellectual property	605					605
Depreciation of plant and equipment	1,901	86	1			1,988
Write back of allowance for doubtful debts	(14)					(14)
Allowance for impairment of trade receivables	934	74				1,008
Allowance for impairment of plant and equipment	192					192
Allowance for impairment of inventories	139	83				222
Write-back of inventories	(19)					(19)

13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

Financial year ended 31 December 2005 - Group

	Proprietary Solution \$'000	Distribution \$'000	Others \$'000	Elimi- nation \$'000	Group \$'000
Sales:					
-external sales	14,965	6,108			21,073
-inter-segment sales		2,756	45	(2,801)	-
	14,965	8,864	45	(2,801)	21,073
Segment result	(1,229)	(1,019)	(2)	-	(2,250)
Unallocated costs					-
Loss from operations					(2,250)
Finance costs					(184)
Share of result of associated company					156
Loss before tax					(2,278)
Tax					(48)
Loss after tax					(2,326)
Minority interest					(17)
Net loss attributable to shareholders					(2,343)
Segment assets	33,673	2,075	34	(401)	35,381
Associated company	255	-	-	-	255
Unallocated assets					3,393
Consolidated total assets					39,029
Segment liabilities	6,233	1,771	-	(3,411)	4,593
Unallocated liabilities					4,059
Consolidated total liabilities					8,652
Other segment items					
Capital expenditure					
- Plant and equipment	3,980	159	2	-	4,141
-development costs and intellectual property	519	-	-	-	519
Amortisation of development cost and intellectual property	518	-	-	-	518
Depreciation of plant and equipment	2,030	79	9	-	2,118
Write back of allowance for doubtful debts	(237)	-	-	-	(237)
Write-down of inventories	-	31	-	-	31

13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year (continued)

	Group					
	Sales		Total assets		Capital expenditure	
	2006 S\$'000	2005 S\$'000	2006 S\$'000	2005 S\$'000	2006 S\$'000	2005 S\$'000
ASEAN	11,875	15,521	24,548	32,214	2,811	4,660
Greater China	2,388	3,755	2,415	1,815		
North America	43	85	923	921		
Other countries	1,716	1,712	564	431		
	16,022	21,073	28,450	35,381	2,811	4,660
Associated company			702	255		
Unallocated assets			3,432	3,393		
			32,584	39,029		

14. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments

Not applicable.

15. A breakdown of sales

	Group Year ended 31 Dec		
	2006 S\$'000	2005 S\$'000	Inc/(dec) %
Sales reported for first half year	6,368	12,155	-48%
Operating profit after tax before deducting minority interests reported for first half year	(1,998)	357	>(100)
Sales reported for second half year	9,654	8,918	8%
Operating (loss)/profit after tax before deducting minority interests reported for second half year	(2,603)	(2,683)	-3%

16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

Not applicable.

BY ORDER OF THE BOARD

Wong Tze Leng
Chief Executive Officer
28 February 2007