

A N N U A L R E P O R T 2 0 1 2

PINTARAS JAYA BERHAD (189900H)

ANNUAL REPORT 2012



**PINTARAS JAYA BERHAD**  
(189900H)

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## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Twenty-Third Annual General Meeting of the Company will be held at Mauna Lani B Room, Holiday Inn Kuala Lumpur Glenmarie, 1 Jalan Usahawan U1/8, 40250 Shah Alam, Selangor Darul Ehsan on Thursday, 18th October 2012 at 9:30 a.m. for the following purposes:-

### AGENDA

1. To table the Audited Financial Statements for the financial year ended 30 June 2012 together with the Reports of the Directors and Auditors thereon. (Please refer to Note A)
2. To approve the declaration of a final dividend of 12.5% single-tier for the financial year ended 30 June 2012. (Resolution 1)
3. To approve the Directors' fees for the financial year ended 30 June 2012. (Resolution 2)
4. To re-elect / elect the following Directors who retire in accordance with the Company's Articles of Association:-
  - i) Mr. Khoo Keow Pin (Article 73) (Resolution 3)
  - ii) Mr. Koo Git Loo @ Chiu Git Loo (Article 73) (Resolution 4)
  - iii) Mr. Chiu Wei Wen (Article 78) (Resolution 5)
5. To re-appoint Messrs PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 6)

### Special Business:

To consider and, if thought fit, to pass the following resolutions with or without modifications:- (Resolution 7)

#### 6. Ordinary Resolution - Authority to Issue Shares

"**THAT** subject always to the Companies Act, 1965 and the relevant governmental and/or regulatory authorities, where such approvals shall be necessary, full authority be and is hereby given to the Directors pursuant to Section 132D of the Companies Act, 1965 to issue ordinary shares from the unissued share capital of the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed 10% of the issued share capital of the Company for the time being **AND THAT** the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad ("Bursa Securities")."

#### 7. Special Resolution - Proposed Increase in Authorised Share Capital of the Company (Resolution 8)

"**THAT** approval be and is hereby given to the Board of Directors of the Company to increase the Authorised Share Capital of the Company from RM100,000,000.00 comprising 100,000,000 ordinary shares of RM1.00 each to RM1,500,000,000.00 comprising 1,500,000,000 ordinary shares of RM1.00 each by creating an additional of 1,400,000,000 new ordinary shares of RM1.00 each."



## NOTICE OF ANNUAL GENERAL MEETING

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8. **Special Resolution - Proposed Amendment to the Memorandum of Association of the Company** (Resolution 9)

“**THAT** subject to the passing of Resolution 8, the proposed amendment to the Memorandum of Association of the Company as contained in the Appendix of the Annual Report 2012 be and is hereby approved.”

9. **Special Resolution - Proposed Amendments to the Articles of Association of the Company** (Resolution 10)

“**THAT** the proposed amendments to the Articles of Association of the Company as contained in the Appendix of the Annual Report 2012 be and are hereby approved **AND THAT** the Directors of the Company be and are hereby authorised to give full effect to them.”

10. To transact any other ordinary business of which due notice shall have been given.



## NOTICE OF ANNUAL GENERAL MEETING

### NOTICE OF DIVIDEND ENTITLEMENT

**NOTICE IS ALSO HEREBY GIVEN** that subject to the approval of the shareholders, a final dividend of 12.5% single-tier in respect of the financial year ended 30 June 2012 will be paid on 15th January 2013 to shareholders whose names appear on the Record of Depositors at the close of business on 31 December 2012.

A depositor shall qualify for entitlement only in respect of:-

- (a) Shares transferred into the Depositor's Securities Account before 4:00 p.m. on 31 December 2012 in respect of ordinary transfers; and
- (b) Shares bought on the Bursa Securities on a cum entitlement basis according to the Rules of the Bursa Securities.

By Order of the Board

**LIM MING TOONG** (MAICSA 7000281)

Company Secretary

Shah Alam

21 September 2012

### Notes:-

- A. *This item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders and hence, is not put forward for voting.*
- (1) *A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
- (2) *To be valid, this form, duly completed must be deposited at the Registered Office at No. 8, Jalan Majistret U1/26, HICOM-Glenmarie Industrial Park, 40150 Shah Alam, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the meeting.*
- (3) *A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Companies Act, 1965 are complied with.*
- (4) *Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
- (5) *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*
- (6) *Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.*
- (7) *If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.*
- (8) *A depositor shall not be regarded as a member entitled to attend this general meeting and to speak and vote thereat unless his/her name appears in the Register of Members and/or Record of Depositors as at 12 October 2012 issued by Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") upon request by the Company in accordance with the rules of the Bursa Depository.*



## NOTICE OF ANNUAL GENERAL MEETING

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### Explanatory Note on Special Business

(9) *Resolution pursuant to Section 132D of the Companies Act, 1965*

*The Resolution 7, if passed, will give powers to the Directors of the Company to issue ordinary shares in the capital of the Company up to an aggregate amount of not exceeding 10% of the issued share capital of the Company for the time being for the purpose of increasing the capacity of current business operations for long term growth and to cater for additional working capital requirements in line with the Company's expansion and diversification plans. This is a renewal of a general mandate. The Company did not utilise the mandate granted in the preceding year's Annual General Meeting.*

*This authority, unless revoked or varied at a General Meeting, will expire at the next Annual General Meeting of the Company.*

(10) *Resolution pursuant to Proposed Increase in Authorised Share Capital*

*The Resolution 8, if passed, will enable the Company to facilitate the share capital expansion and also for the purpose of any future corporate exercise which potentially involves the issuance of the Company's shares.*

(11) *Proposed amendment to the Memorandum of Association of the Company*

*With the passing of Resolution 8, the capital clause in the Memorandum of Association of the Company will be amended accordingly to reflect the increase in authorised share capital.*

(12) *Proposed amendments to the Articles of Association of the Company*

*The Resolution 10, if passed, will bring the Articles of Association of the Company in line with the recent amendments made to the Main Market Listing Requirements of Bursa Securities.*



## **STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING**

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Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

1. Director who is standing for election pursuant to Article 78 of the Company's Articles of Association at the Twenty-Third Annual General Meeting is as follows:-
  - i) Mr. Chiu Wei Wen
2. Further details of Director who is standing for election are set out on page 9 of this Annual Report and his securities holdings in the Company and its subsidiaries are set out on page 78.



### BOARD OF DIRECTORS

DR CHIU HONG KEONG  
*Chairman/Managing Director*

KHOO KEOW PIN  
*Executive Director*

KHOO YOK KEE  
*Executive Director*

CHIU WEI WEN  
*Executive Director*  
*(Appointed on 20.10.2011)*

KONG KIM PIEW  
*Independent Non-Executive Director*

CHANG CHENG WAH  
*Independent Non-Executive Director*

ARNOLD KWAN POON KEONG  
*Independent Non-Executive Director*

KOO GIT LOO @ CHIU GIT LOO  
*Non-Independent Non-Executive Director*  
*(Redesignated on 02.07.2012)*

### COMPANY SECRETARY

LIM MING TOONG

### REGISTERED OFFICE

NO. 8 JALAN MAJISTRET U1/26  
HICOM-GLENMARIE INDUSTRIAL PARK  
40150 SHAH ALAM  
SELANGOR DARUL EHSAN  
TEL : 03-5569 1516  
FAX : 03-5569 1517  
E-MAIL : [pintaras@streamyx.com](mailto:pintaras@streamyx.com)  
WEBSITE : [www.pintaras.com.my](http://www.pintaras.com.my)

### REGISTRAR

SYMPHONY SHARE REGISTRARS SDN BHD  
LEVEL 6 SYMPHONY HOUSE  
PUSAT DAGANGAN DANA 1  
JALAN PJU 1A/46  
47301 PETALING JAYA  
SELANGOR DARUL EHSAN  
TEL : 03-7841 8000  
FAX : 03-7841 8008

### PRINCIPAL BANKER

MALAYAN BANKING BERHAD

### AUDITORS

MESSRS PRICEWATERHOUSECOOPERS  
CHARTERED ACCOUNTANTS  
10TH FLOOR 1 SENTRAL  
JALAN TRAVERS  
KUALA LUMPUR SENTRAL  
50706 KUALA LUMPUR

### STOCK EXCHANGE LISTING

MAIN MARKET OF BURSA MALAYSIA  
SECURITIES BERHAD





## PROFILE OF DIRECTORS

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### DR CHIU HONG KEONG

Dr Chiu Hong Keong, a Malaysian, aged 57 is the founder member of Pintaras Jaya Berhad (“Pintaras Jaya”) and was appointed as the Managing Director of the Company since 23 November 1989 and elected as the Chairman of the Board on 18 October 1994. He is a member of the Risk Management Committee. He graduated with a Bachelor of Civil Engineering degree (1st Class Honours) from the University of Auckland, New Zealand in 1977 and obtained his Doctorate of Philosophy degree in Engineering from Monash University, Australia in 1982. He worked as a Geotechnical Engineer with the Victorian Country Roads Board of Australia for a brief stint before returning to Malaysia to join Pilecon Engineering Bhd in 1982 as a Geotechnical Engineer. In 1983, he joined Ho Hup Construction Company Sdn Bhd from 1984 until 1989. He holds a total of 46,581,398 shares (direct and indirect) in Pintaras Jaya and is deemed to have an interest in the shares of the subsidiary companies to the extent held by Pintaras Jaya. He is the spouse of Madam Khoo Yok Kee, an Executive Director and a deemed major shareholder of Pintaras Jaya, the father of Mr Chiu Wei Wen, an Executive Director of Pintaras Jaya and the brother of Mr Koo Git Loo @ Chiu Git Loo, a Non-Independent Non-Executive Director of Pintaras Jaya.

### KHOO KEOW PIN

Ir Khoo Keow Pin, a Malaysian, aged 55 is an Executive Director of Pintaras Jaya. He was appointed to the Board on 14 December 1989. He is a member of the Risk Management Committee. He graduated with a Bachelor of Science degree in Civil Engineering from Cheng-Kung University, Taiwan in 1980 and obtained his Master in Geotechnical Engineering degree from the University of Toronto, Canada in 1983. He worked for Kemas Konsult Consulting Engineers as a Geotechnical Engineer from 1983 to 1984 and later for Ho Hup Construction Company Sdn Bhd from 1984 to 1989. He has extensive experience in the design and construction of piling and foundation works for bridges, multi-storey buildings and housing projects. He holds a total of 5,041,652 shares directly in Pintaras Jaya and is deemed to have an interest in the shares of the subsidiary companies to the extent held by Pintaras Jaya. He has no family relationship with any Director and/or major shareholder of Pintaras Jaya.

### KHOO YOK KEE

Madam Khoo Yok Kee, a Malaysian, aged 52 is an Executive Director of Pintaras Jaya. She was appointed to the Board on 18 March 1991. She serves as the Chairperson of the Risk Management Committee. She graduated with a Bachelor of Economics (Accounting) degree from Monash University, Australia in 1982. She obtained her Master of Business Administration from Southern Cross University, Australia in 2000. She is a Fellow of CPA Australia and a member of the Malaysian Institute of Accountants as well as the Malaysian Association of Company Secretaries. She has more than twenty years of experience in accounting, marketing, finance, administration and corporate affairs. She holds a total of 46,581,398 shares (direct and indirect) in Pintaras Jaya and is deemed to have an interest in the shares of the subsidiary companies to the extent held by Pintaras Jaya. She is the spouse of Dr Chiu Hong Keong, the Managing Director and a major shareholder of Pintaras Jaya, the mother of Mr Chiu Wei Wen, an Executive Director of Pintaras Jaya and the sister-in-law to Mr Koo Git Loo @ Chiu Git Loo, a Non-Independent Non-Executive Director of Pintaras Jaya.

### KOO GIT LOO @ CHIU GIT LOO

Ir Koo Git Loo @ Chiu Git Loo, a Malaysian, aged 64 is also a founder member of Pintaras Jaya. He resigned on 18 March 1991 and was re-appointed as an Executive Director of the Company on 30 October 1993. He has been redesignated as a Non-Independent Non-Executive Director on 2 July 2012. He is a member of the Risk Management Committee. He graduated with a Bachelor of Engineering degree from the University of Malaya in 1973. He has more than twenty-nine years of experience in civil engineering works. He joined The Drainage and Irrigation Department in Selangor in 1973 and subsequently joined the private sector. He is a director in several private companies. He holds a total of 8,400 shares directly in Pintaras Jaya and is deemed to have an interest in the shares of the subsidiary companies to the extent held by Pintaras Jaya. He is the brother of Dr Chiu Hong Keong, the Managing Director and a major shareholder of Pintaras Jaya, the brother-in-law to Madam Khoo Yok Kee, an Executive Director and a deemed major shareholder of Pintaras Jaya and the uncle of Mr Chiu Wei Wen, an Executive Director of Pintaras Jaya.



## PROFILE OF DIRECTORS

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### KONG KIM PIEW

Mr Kong Kim Piew, a Malaysian, aged 59 is an Independent Non-Executive Director of Pintaras Jaya. He was appointed to the Board on 28 October 1994. He serves as the Chairman of the Audit Committee and is a member of the Remuneration and Nomination Committees. He graduated with a Bachelor of Engineering (Honours) degree from the University of Malaya in 1978. He is presently a Director of Perunding Hashim & NEH Sdn Bhd and is involved extensively in civil and structural engineering consultancy services in both the private and public sectors. He does not hold any securities, direct or indirect, in Pintaras Jaya or any of its subsidiaries. He has no family relationship with any Director and/or major shareholder of Pintaras Jaya.

### CHANG CHENG WAH

Mr Chang Cheng Wah, a Malaysian, aged 55 is an Independent Non-Executive Director of Pintaras Jaya. He was appointed to the Board on 28 October 1994. He serves as the Chairman of the Remuneration and Nomination Committees and is a member of the Audit Committee. He graduated with a Bachelor of Science in Civil Engineering (Honours) degree from the University of Newcastle Upon-Tyne, United Kingdom in 1980. He was attached to Arup Jururunding Sdn Bhd for 8 years. He joined Zainuddin Radzi & Rakan-Rakan in 1989 as a partner where he headed the Civil and Structural engineering works department of the firm. Presently, he is the managing director of Perunding ACE Sdn Bhd. He does not hold any securities, direct or indirect, in Pintaras Jaya or any of its subsidiaries. He has no family relationship with any Director and/or major shareholder of Pintaras Jaya.

### ARNOLD KWAN POON KEONG

Mr Arnold Kwan Poon Keong, a Malaysian, aged 51 is an Independent Non-Executive Director of Pintaras Jaya. He was appointed to the Board on 3 November 2008. He is a member of the Audit Committee. He is a Fellow of the Association of Chartered Certified Accountants (FCCA) UK. He has more than 20 years of experience in the financial services industry, having worked with both local and international financial institutions in various capacities. He has experience in risks management, corporate finance, capital markets, wealth management services and private banking. He has also set up and managed investment banking, financial risk analytics, corporate and commercial banking departments for international banks in Malaysia. He is presently a corporate advisor to some private companies. He does not hold any securities, direct or indirect, in Pintaras Jaya or any of its subsidiaries. He has no family relationship with any Director and/or major shareholder of Pintaras Jaya.

### CHIU WEI WEN

Mr Chiu Wei Wen, a Malaysian, aged 27 is an Executive Director of Pintaras Jaya. He was appointed to the Board on 20 October 2011. He is a member of the Risk Management Committee. He graduated with a Bachelor of Science (Information System) and a Graduate Diploma in Management from the University of Melbourne in 2007 and 2010 respectively. He has worked with IBM Australia as a consultant, servicing the toll road, telecommunications, government agencies as well as the banking industry. He has experience in developing, testing, support and business analyst roles within IT industry. He holds a total of 76,600 shares directly in Pintaras Jaya and is deemed to have an interest in the shares of the subsidiary companies to the extent held by Pintaras Jaya. He is the son of Dr Chiu Hong Keong, the Managing Director and a major shareholder of Pintaras Jaya and Madam Khoo Yok Kee, the Executive Director and a deemed major shareholder of Pintaras Jaya and the nephew to Mr Koo Git Loo @ Chiu Git Loo, a Non-Independent Non-Executive Director of Pintaras Jaya.

### GENERAL INFORMATION

All the Directors do not hold any other directorships of public companies.

None of the Directors have any conflict of interest with Pintaras Jaya.

None of the Directors have had convictions for any offences within the past ten years.

All the Directors attended the six Board Meetings of Pintaras Jaya held for the financial year ended 30 June 2012 except for Madam Khoo Yok Kee and Mr Chang Cheng Wah who attended five out of the six Board Meetings and Mr Chiu Wei Wen attended five Board Meetings of Pintaras Jaya having been appointed to the Board on 20 October 2011.



## STATEMENT ON CORPORATE GOVERNANCE

The Board of Pintaras Jaya Berhad (“PJB”) is committed to the principles of corporate governance in the Malaysian Code on Corporate Governance (“Code”). It applies good corporate governance by having in place processes and structure to direct and manage the business and affairs of PJB as a fundamental part of discharging its responsibility to protect and enhance shareholder value.

The Board is pleased to provide the following which explains how the Company and the Group have set out to ensure the application of the principles and best practices of the Code and the extent of compliance with the Code as required under the Main Market Listing Requirements.

### THE BOARD OF DIRECTORS

The Board continues to retain full and effective control over the Group’s activities and direction. One of its main functions is to ensure that appropriate and efficient systems and processes are implemented to manage the Group’s financial and operational risks. Towards this end, the Board is assisted by a team of capable and experienced management personnel in the daily operations of the Group.

#### **Board Structure and Procedures**

The current composition of the Board comprises 4 Executive Directors, a Non-Independent Non-Executive Director and 3 Independent Non-Executive Directors. They have a vast range of experience and knowledge in the areas of business, engineering and finance. The Independent Non-Executive Directors do not form part of the management and are not connected with major shareholders. They exercise their unbiased independent judgement freely and do not have any business or other relationships that could interfere with their duties. Board balance is achieved with the contribution of the Independent Non-Executive Directors and the fair representation of the shareholders’ interests. Brief profiles of the Directors are set out on pages 8 and 9 of this Annual Report.

The Board is responsible for the control and management of the PJB Group. The Directors meet at least 4 times a year with additional meetings convened when necessary. During the financial year, six Board Meetings were held. Details of attendance of each Director are as follows:-

<b>Directors</b>	<b>No. of Meetings Attended</b>
Dr Chiu Hong Keong	6/6
Khoo Keow Pin	6/6
Khoo Yok Kee	5/6
Koo Git Loo @ Chiu Git Loo	6/6
Kong Kim Piew	6/6
Chang Cheng Wah	5/6
Arnold Kwan Poon Keong	6/6
Chiu Wei Wen (Appointed on 20.10.2011)	5/6

The Board continues to be mindful of the combined roles of the Chairman and Managing Director currently held by Dr Chiu Hong Keong. In the best interest of the Group, this combined role is maintained as the valuable knowledge of the business operations contributed by Dr Chiu is essential to the effective management of the Group.

Any concern can be conveyed to anyone of the Directors as they exercise their responsibilities collectively. Hence, the need to appoint a senior Independent Non-Executive Director to address concerns relating to the Group does not arise. The Company’s website is freely accessible to the public at [www.pintaras.com.my](http://www.pintaras.com.my) and the Directors welcome feedback channelled through the website.



## STATEMENT ON CORPORATE GOVERNANCE

### **Board Committees**

Four Board Committees were established to assist the Board to effectively discharge its fiduciary duties. They comprise the Audit, Risk Management, Remuneration and Nomination Committees. All these committees have written terms of reference that clearly outline their objectives, functions and authority.

### **Supply of Information**

All Directors have access to the services of the Company Secretary should they wish to seek any information or advice. Additionally, they may solicit for independent advice, if necessary, at the Company's expense.

Dissemination of information for Board Meetings is by way of Board papers which contain management and financial information and other matters to be discussed. The Board members are also notified of material issues affecting the performance of the Group and new developments within the Group. The Company Secretary is responsible for ensuring compliance to applicable rules and regulations as well as Board Meeting procedures.

### **Appointments to the Board / Board Committees**

The Nomination Committee is responsible for making recommendations for any appointments to the Board/Board Committees. Its members annually review the mix of skills and experience which the Directors contribute to the Board. The Committee also assists the Board in reviewing other qualities of the existing Board members including the core competencies of the Non-Executive Directors.

### **Directors' Training**

All Directors have successfully completed the Mandatory Accreditation Programme. The Directors are mindful that they shall receive appropriate training which may be required from time to time to keep them abreast with the current developments of the industry as well as the new statutory and regulatory requirements.

During the year under review, the Directors have attended various trainings as set out below to enhance their knowledge and expertise:

<b>Title of training</b>	
How To Prevent Taxes From Eating Into Your Investments	November 2011
Underground Construction: Design, Technologies + Recent Findings	January 2012
Investment Into Australia: Is Your Business Across All The Latest Australian Tax Insights?	April 2012
Develop An Objective Based Performance Management Framework	May 2012
Advocacy Sessions On Disclosure For CEOs, CFOs	May 2012

In compliance with the Main Market Listing Requirements, the Board will continuously identify relevant training programmes for its members to ensure that they are updated with appropriate professional training to further enhance their professionalism in discharging their fiduciary duties to the Company.

### **Re-election of Directors**

The Company's Articles of Association provide for all Directors to submit themselves for re-election at least once in every 3 years. The Directors who are seeking for re-election at the forthcoming Twenty-Third Annual General Meeting ("AGM") are Mr Khoo Keow Pin and Mr Koo Git Loo @ Chiu Git Loo while Mr Chiu Wei Wen is seeking for election. Their particulars are set out in the Profile of Directors on pages 8 and 9 of this Annual Report.



## STATEMENT ON CORPORATE GOVERNANCE

### DIRECTORS' REMUNERATION

To attract and retain individuals of sufficiently high calibre at the Board level, the remuneration for Executive Directors is linked partly to the performance of the Group while the level of remuneration of Non-Executive Directors reflects the experience and level of responsibility undertaken. Following guidelines by the Code, the Company has in place a fairly structured reward system for its Board members.

The Remuneration Committee remains responsible for recommending the individual Directors' level of remuneration. The interested Directors abstain from discussing their own remuneration packages.

In disclosing the Directors' remuneration, the Board views it sufficiently transparent with details of the remuneration of the Directors of the Company provided as follows:

<b>Components of remuneration</b>	<b>Executive Directors</b>	<b>Non-Executive Directors</b>
Salaries (RM)	1,316,271	-
EPF (RM)	220,216	-
Fees (RM)	-	60,000
Bonuses (RM)	467,000	-
Benefits-in-kind (RM)	37,437	-
Total (RM)	2,040,924	60,000

Number of Directors whose remuneration falls into the following bands :

<b>Range of remuneration</b>	<b>Number of Directors</b>	
	<b>Executive</b>	<b>Non-Executive</b>
Up to RM50,000	1	3
RM100,001 to RM150,000	1	-
RM500,001 to RM550,000	1	-
RM550,001 to RM600,000	1	-
RM750,001 to RM800,000	1	-

### SHAREHOLDERS

#### Dialogue between Company and Investors

The primary channels through which information is disseminated to the shareholders are annual reports and financial statements, quarterly announcements of financial results and other announcements. All the above are easily accessible through the official website of the Bursa Malaysia Securities Berhad.

During the year, the Managing Director and the Executive Director met with institutional investors, fund managers and analysts to brief and keep them updated on the performance, business expansion plans and other matters related to shareholders' interest. By this, the Board aims to keep the shareholders and the general public abreast on the Group's performance and development as well as maintain good investor relations.

The Company's website has links to its announcements on financial results and annual reports. It also serves as a platform for the public to provide their feedback and to know more about the Group's business.



## STATEMENT ON CORPORATE GOVERNANCE

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### **The AGM**

Shareholders enjoy direct interaction with the Board at the Company's AGM, where they are encouraged to present any questions or concerns regarding the operations, financial performance and major developments of the Group.

### **ACCOUNTABILITY AND AUDIT**

#### **Financial Reporting**

The Board aims to provide and present a balanced and meaningful assessment of the Group's financial performance and prospects at the end of the financial year mainly through the quarterly announcements, annual financial statements and the Chairman's Statement in the annual reports. The Board is assisted by the Audit Committee to oversee the Group's financial reporting process and its quality.

#### **Statement of Directors' Responsibility**

The Directors are required by the Companies Act, 1965 to prepare financial statements, which give a true and fair view of the state of affairs, results and cash flow of the Group and of the Company for the financial year under review.

In this respect, the Directors acknowledge their responsibility in ensuring that proper accounting records are kept for the purpose of disclosing with reasonable accuracy, the financial position of the Group and of the Company.

#### **Internal Control**

The Board recognizes its responsibility for the Group's system of internal controls comprising financial, operational and compliance controls as well as risk management. The system, by its nature, can only provide reasonable but not absolute assurance against material misstatement or loss and is designed to manage rather than eliminate the risk of failure to achieve business objectives.

The Statement on Internal Control furnished on page 14 provides an overview of the state of internal control within the Group.

#### **Relationship with External Auditors**

The company maintains an appropriate relationship with the external auditors through the Audit Committee. An Audit Committee report and its terms of reference, detailing its role in relation to the external auditors are set out on pages 16 to 17 of this Annual Report.

#### **Corporate Social Responsibility**

The company recognises it has obligations to protect and contribute positively to the needs of a range of stakeholders in the community and environment in which it operates. Towards this end, it has adopted a Code of Conduct to guide its employees and to create awareness in support of its Corporate Social Responsibility initiatives. The Code includes guides to appropriate workplace and marketplace behaviour. Employee health and well-being is constantly looked after through the effective and stringent implementation of good Occupational Safety and Health practices in all its business operations. The Code also enunciates the company's approach to supporting community and environmental programmes. The Company is dedicated to meeting or exceeding the regulatory requirements that govern its activities and will continually look to applying environmentally friendly technologies. The Group has made consistent donations to various charities nationwide such as The Monfort Boys Town, The Malaysian Association for the Blind, The Shepherd's Centre Foundation and Hospis Malaysia to help the needy and to elevate the standard of living and the quality of life of communities.

This statement is made in accordance with the resolution of the Board of Directors dated 28th August 2012.



## STATEMENT ON CORPORATE GOVERNANCE

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### STATEMENT ON INTERNAL CONTROL

The Board acknowledges its responsibility of maintaining a good system of internal controls covering not only financial controls but also operational and compliance controls as well as risks assessments. This system was designed to enable the Group to meet its business objectives and to minimise rather than eliminate risks while protecting its assets and safeguarding the shareholders' investment.

The internal audit function which reports to the Audit Committee, is outsourced to a professional service firm. It undertakes independent and systematic reviews of internal controls so as to provide the Audit Committee with independent and objective feedback and reports to ensure that the internal control systems continue to operate satisfactorily and effectively. The internal auditors recommend actions to ensure that proper controls are in place for the key operational areas and regular follow-ups are made to ensure the actions are implemented. The Board with the assistance of the Audit Committee and the Risk Management Committee reviews the effectiveness of the Group's system of internal control on a continuous basis.

While it is the principal responsibility of the Board to identify key risks and ensure the implementation of appropriate systems to manage risks, it is assisted by the various committees put in place to address the different risks inherent to the Group's construction and manufacturing divisions. The Audit and Risk Management Committees have continued to provide significant assistance in this respect.

The Group's organisational structure is divided into the construction and manufacturing divisions to provide a more relevant framework in which to manage the different risks. This enhances communication and clearly defines the line of authority as well as to facilitate reporting. The duties and responsibilities of designated employees are also communicated to them at the point of employment. As an additional measure, the Executive Directors are involved directly in the management of operational and financial controls. This practice provides close monitoring and ensure effective supervision over the operating subsidiaries. In addition, the Executive Directors and senior management exercise direct supervision by visiting the project sites and factory floors regularly.

As the major driver of internal control, the Risk Management Committee supervises the overall management of the principal areas of risk. This Committee consists of Board members and senior management personnel from the various departments in the Group. The construction division's Operations Meetings and the manufacturing division's Management Meetings are held regularly and their findings are reported to the Risk Management Committee who then reports directly to the Board. In this way, the risks faced at the operational level are conveyed to the Board who possesses the authority to review, form and implement mechanisms of control. Thus, the Board remains well informed and able to effectively manage the control environment in the Group.

Written policies and procedures are present in the form of the Group's Operations Manual and the Pintaras Group Integrated Risk Management Framework. They serve as guidelines for best work practices and provide tools to identify and manage risks. A Risk Register is maintained to record the key risks and their respective control measures and it is updated as and when new risks are identified.

For the financial year under review, the Board is satisfied that the current internal control system was reasonably effective in managing the Group's risks. Nevertheless, the Board continues to assess the need to employ suitable measures to enhance the Group's control environment.



## OTHER INFORMATION

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### 1. BOARD MEETINGS

There were six Board Meetings held during the financial year.

### 2. UTILISATION OF PROCEEDS

No proceeds were raised by the Company from any corporate proposals during the financial year.

### 3. SHARE BUYBACKS

During the financial year, there were no share buybacks by the Company.

### 4. OPTIONS, WARRANTS OR CONVERTIBLE SECURITIES

No options, warrants or convertible securities were exercised by the Company in the financial year.

### 5. DEPOSITORY RECEIPT PROGRAMME

During the financial year, the Company did not sponsor any depository receipt programme.

### 6. IMPOSITION OF SANCTIONS/PENALTIES

There were no sanctions and/or penalties imposed on the Company and its subsidiaries, directors or management by the relevant regulatory bodies.

### 7. NON-AUDIT FEES

Non-audit fees paid to the external auditors by the Company during the financial year amounted to RM8,500.00 being services rendered in relation to the review of the Directors' Statement on Internal Control.

### 8. PROFIT ESTIMATE, FORECAST OR PROJECTION

There was no variance between the results for the financial year and the unaudited results previously announced. The Company did not release any profit estimate, forecast or projection for the financial year.

### 9. PROFIT GUARANTEES

During the year, there was no profit guarantee given by the Company and all its subsidiaries.

### 10. MATERIAL CONTRACTS

During the year, there were no material contracts entered into by the Company and its subsidiaries which involve directors' and major shareholders' interests.

### 11. CONTRACTS RELATING TO LOAN

There were no contracts relating to loan by the Company and its subsidiaries in respect of item 10.

### 12. REVALUATION OF LANDED PROPERTIES

The Company does not have a revaluation policy on its landed properties.





## AUDIT COMMITTEE REPORT

---

### (A) MEMBERS OF THE AUDIT COMMITTEE

During the year, the Audit Committee comprised the following directors:-

**Kong Kim Piew** - Chairman  
(Independent Non-Executive Director)

**Chang Cheng Wah**  
(Independent Non-Executive Director)

**Arnold Kwan Poon Keong**  
(Independent Non-Executive Director)

### (B) TERMS OF REFERENCE

#### AUTHORITY

The Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.

The Committee is authorised by the Board to seek external legal or other professional assistance if it considers necessary.

#### FUNCTIONS

The functions of the Committee shall be:-

- a) to review
  - (i) with the external auditors, the audit plan;
  - (ii) with the external auditors, their evaluation of the system of internal accounting controls;
  - (iii) with the external auditors, their audit report;
  - (iv) the assistance given by the Company's officers to the external auditors;
  - (v) the adequacy of the scope, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its work;
  - (vi) the internal audit programme, processes, the results of the internal audit programme, processes or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function;
  - (vii) the quarterly results and year end financial statements prior to the approval by the Board, focusing particularly on :
    - changes in or implementation of major accounting policy changes;
    - significant and unusual events; and
    - compliance with accounting standards and other legal requirements; and
  - (viii) any related party transactions that may arise within the Company or the Group.
- b) to consider the nomination of a person or persons as external auditors, the audit fees and any question on resignation or dismissal.
- c) to promptly report to Bursa Malaysia Securities Berhad on any matter reported by it to the Board of the Company which has not been satisfactorily resolved resulting in a breach of the Main Market Listing Requirements.
- d) to carry out any functions as may be agreed to by the Committee and the Board.



## AUDIT COMMITTEE REPORT

### MEETINGS

The Committee will meet at least four times a year and such additional meetings as the Chairman shall decide in order to fulfill its duties. The external auditors may request a meeting if they consider that one is necessary.

The quorum for each meeting shall be two members and the majority of members present must be Independent Non-Executive Directors.

The Finance Manager, or any other authorised Officers and a representative of the external auditors shall normally attend meetings. Other Board members shall also have the right of attendance upon the invitation of the Committee. If necessary, the Committee shall meet with the external auditors, the internal auditors or both, without executive Board members and employees present.

The Secretary to the Committee shall be the Company Secretary or any other person appointed by the Committee.

The Secretary shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it to the Committee members prior to each meeting. The Secretary will also be responsible for keeping the minutes of the meetings of the Committee, and circulating to the Committee members and to other members of the Board.

### (C) ACTIVITIES

During the financial year, six Audit Committee Meetings were held and the details of attendance of the Audit Committee Members are as follows :-

<b><u>Audit Committee Members</u></b>	<b><u>No. of Meetings Attended</u></b>
Kong Kim Piew	6/6
Chang Cheng Wah	5/6
Arnold Kwan Poon Keong	6/6

During the financial year, the Audit Committee met with the external auditors twice. Private meetings were also held with the external auditors without executive Board members and employees present on both occasions.

A summary of the activities of the Audit Committee in discharging its functions and duties included a review of the following :-

- (i) the audit plan of the external auditors;
- (ii) the external auditors' reports in relation to audit, accounting and internal control issues arising from the audit and updates of the developments on accounting standards issued by the Malaysian Accounting Standards Board;
- (iii) the Quarterly Reports prior to the Board of Directors' approval and announcement;
- (iv) the internal audit plan;
- (v) the major findings on internal audit reports and management's response; and
- (vi) related party transactions.

### (D) INTERNAL AUDIT FUNCTION

An internal audit function has been set up to undertake regular reviews of the Group's system of controls, policies and procedures, implementation and operation. The primary objective of the internal audit function is to provide assurance on the adequacy and effectiveness of the risk, control and governance framework of the Group by bringing an independent, systematic and disciplined approach to anticipating potential risk exposures over key business processes within the Group.

The Group has appointed a professional service firm to assist the Board and the Audit Committee in carrying out the function. The internal auditors report directly to the Audit Committee who reviews and approves the annual internal audit plan.

During the year, the internal audit function performed various internal audit activities in accordance to the plan to ascertain the adequacy of the internal control systems and make recommendations for improvement where weaknesses exist. Audit reports were issued together with recommendations which were then passed to the management for management's response and action.

The cost incurred in managing the internal audit function in respect of the financial year was RM30,000.



## CHAIRMAN'S STATEMENT

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On behalf of the Board of Directors, it is with pleasure that I present the Annual Report of the Group and the Company for the financial year ("FY") ended 30 June 2012.

### REVIEW OF RESULTS

The Group recorded a pre-tax profit of RM48.8 million and profit after tax of RM35.8 million. These results are approximately 23% and 10% higher than those achieved in the preceding FY. Construction activities contributed about RM42.2 million to pre-tax profit compared to RM18 million last FY representing an increase of about 134%. The increase is mainly attributable to a 70% increase in the value of construction work done. Manufacturing on the other hand contributed about RM8.9 million of pre-tax profit representing about 22% increase. The metal container business was able to increase its profits from a modest increase in revenue. Additionally, the disposal of our plastic packaging business in November 2011 stemmed the losses which we were unable to reverse and directly improved our performance for the manufacturing division as a whole.

### DIVIDENDS

Subject to the approval of shareholders at the forthcoming Annual General Meeting, the Board of Directors has recommended a final single-tier dividend of 12.5 sen per share amounting to a payout of RM10,008,000. The Board had earlier in July 2012 paid an interim single-tier dividend of 7.5% amounting to RM6,004,800. If approved, this brings the total payment for FY 2012 to RM16,012,800 which is the highest ever total dividend that will be paid. The total dividend payment for last FY was RM12,209,760.

### REVIEW OF OPERATIONS

The Group achieved a revenue of RM185 million against last FY's revenue of RM126 million representing an increase of about 47%. The majority of this increase was generated by our construction business which recorded a revenue of RM146 million compared with RM86 million last FY. Projects were mainly from the private sector. We had very high utilisation levels of our piling equipment and added another RM20 million of additional equipment purchases to expand capacity further bringing our capital expenditure to more than RM50 million in the last 2 years. Generally, we experienced shortages of supervisory staff, skilled and unskilled labour throughout the year. To mitigate this problem we are having to accelerate training and promotions as well as recruiting foreign labour. Obviously wages have continued to rise. Material prices such as steel and concrete were stable but marginally higher.

Revenue from our metal can business was at about RM38 million compared to RM36 million in FY 2011. Our metal can business substantially serves the industrial sector which remained stable except for the furniture coatings business which is suffering from a down cycle.

### CORPORATE AND BUSINESS DEVELOPMENTS

We disposed off our plastic packaging company, Corplast Packaging Industries Sdn Bhd in November 2011. There were no other corporate or significant business developments for the FY.

### OUTLOOK

As expected we had a very busy year. The LRT extension projects are in full swing and some of the MRT projects have commenced piling works. Many more MRT projects are scheduled to start work in the coming months. The TRX and Menara Warisan projects are expected to commence soon. Private sector property development project launches remain robust despite earlier skepticism about the sustainability of the property market as a whole. We believe that the LRT and MRT projects will continue to provide the catalyst for many more real estate developments centered around the stations. Furthermore, many mega construction and infrastructure projects, all part of the Government Economic Transformation Programme have been proposed and are likely to proceed soon. Some of these are the West Coast Expressway, Pengerang Petroleum Terminal and Kwasa Damansara to name a few.



## CHAIRMAN'S STATEMENT

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We are anticipating another busy year ahead and there may be a need to expand capacity further. Due to the abundance of construction works many new players have emerged and some of them are foreign-based. The most critical problem is still human resource. While we have mitigated some of our general labour issues by employing foreign workers, we are experiencing great difficulties recruiting skilled workers, supervisory and management staff. Moving forward, we can expect increased competition as well as higher material and labour costs.

Despite the very positive outlook for the construction sector, we have to be mindful of the current economic woes in Europe and USA. Growth engines China and India already have been adversely affected and are decelerating. A healthy global economy requires a recovery in Europe, USA and Japan coupled with high growth rates in India and China. For the moment this appears nebulous.

We are cautiously optimistic of a better year ahead.

### ACKNOWLEDGEMENT

On behalf of the Board of Directors, I wish to express our appreciation and gratitude to our shareholders, clients, suppliers, sub-contractors, bankers and business associates for their continued support and co-operation during the year.

I also wish to record our deep appreciation to our loyal and dedicated employees for their continued hardwork and commitment to the Group.

### DR CHIU HONG KEONG

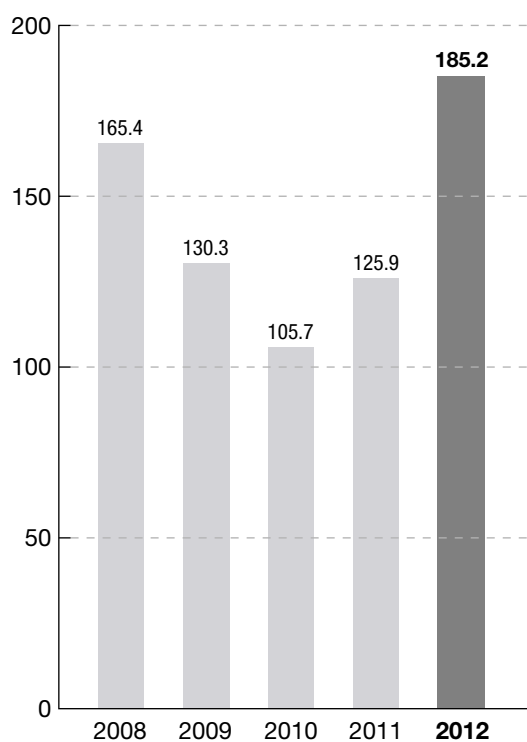
Chairman/Managing Director  
September 2012



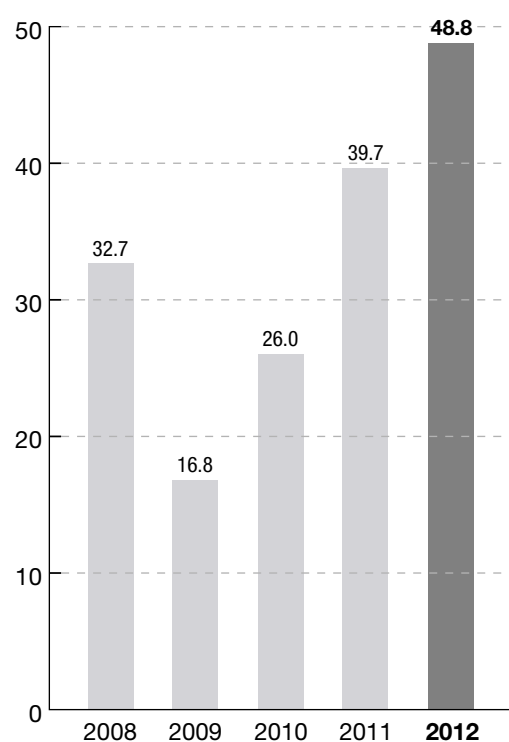
## FINANCIAL HIGHLIGHTS

	2012 RM'000	2011 RM'000	2010 RM'000	2009 RM'000	2008 RM'000
Revenue	185,172	125,936	105,731	130,295	165,431
Profit before taxation	48,793	39,657	26,048	16,788	32,652
Profit after taxation	35,826	32,455	20,738	11,470	23,822
Paid-up Capital	80,064	80,064	80,064	80,064	80,064
Shareholders' funds	237,446	219,835	190,230	175,497	171,233
Total assets	301,776	261,388	214,664	214,755	213,857
Earnings per share (RM)	0.45	0.41	0.26	0.14	0.30
Net tangible assets per share (RM)	2.97	2.75	2.38	2.19	2.14
Gross dividend rate (%)	19	15	10	12	10

**Revenue**  
RM Million



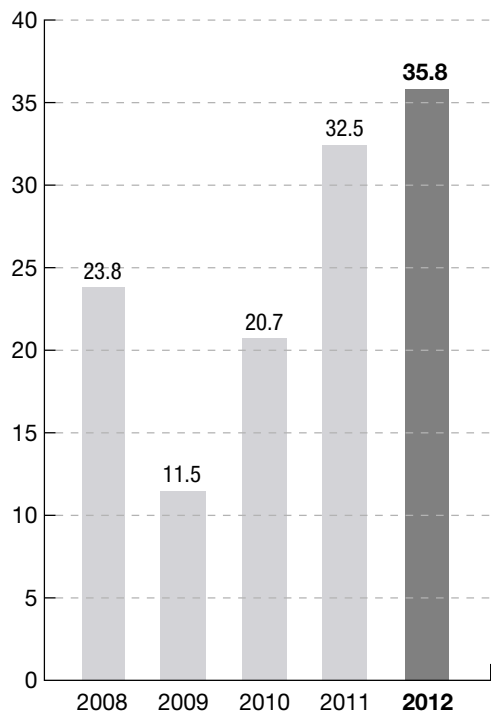
**Profit Before Taxation**  
RM Million



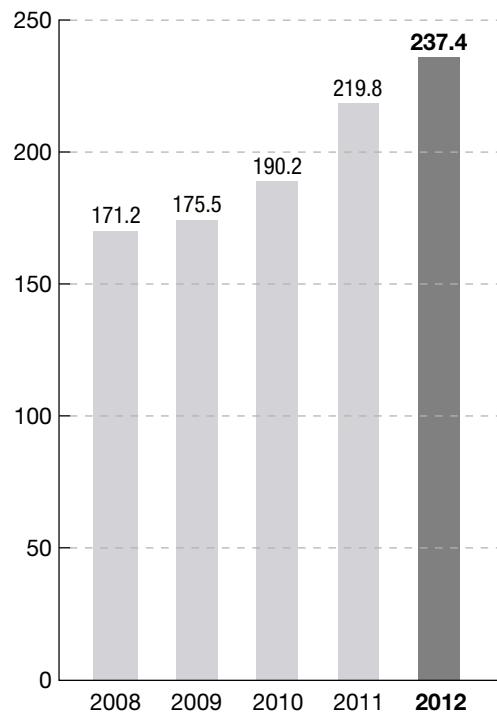


## FINANCIAL HIGHLIGHTS

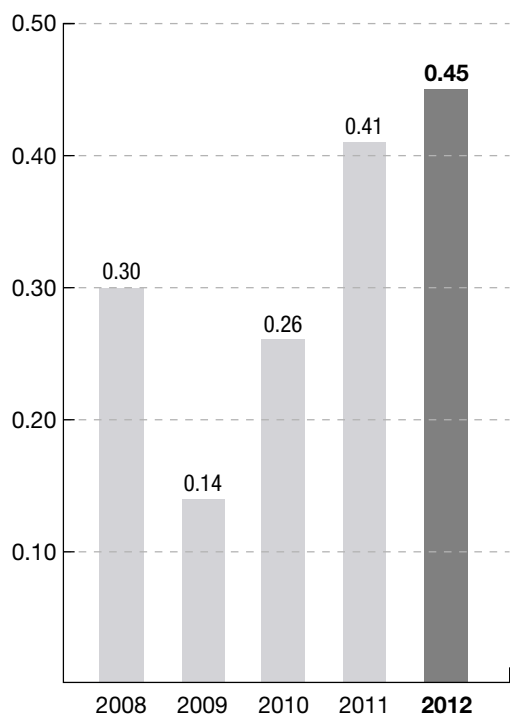
**Profit After Taxation**  
RM Million



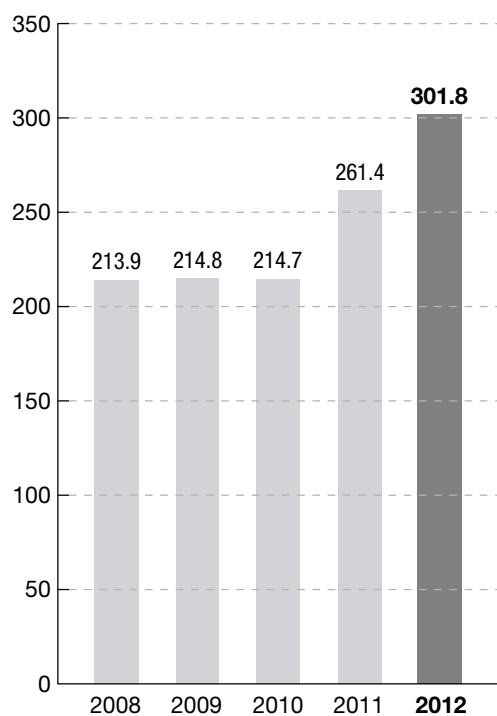
**Shareholders' Funds**  
RM Million



**Earnings Per Share**  
RM



**Total Assets**  
RM Million



# Financial Statements

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## DIRECTORS' REPORT

The Directors hereby submit their report together with the audited financial statements of the Group and Company for the financial year ended 30 June 2012.

### PRINCIPAL ACTIVITIES

The principal activities of the Company consist of investment holding and undertaking of piling contracts, civil engineering and building construction works and rental of plant and machinery.

There has been no significant change in the nature of these activities during the financial year.

The principal activities of the subsidiary companies are set out in Note 15 to the financial statements.

There has been no significant change in the nature of the subsidiary companies' activities during the financial year.

### FINANCIAL RESULTS

	Group RM	Company RM
Profit attributable to equity holders	35,825,605	11,271,566

### DIVIDENDS

The dividends paid by the Company since 30 June 2011 were as follows:

In respect of the financial year ended 30 June 2011 as shown in the Directors' report for that financial year:

	RM
In respect of financial year ended 30 June 2011:	
Final single-tier dividend of 4 sen per share	3,202,560
Final gross dividend of 15 sen per share, less 25% income tax	9,007,200
Total single-tier and gross dividend of 19 sen per share, paid on 10 January 2012	12,209,760
In respect of financial year ended 30 June 2012:	
Interim single-tier dividend of 7.5 sen per share, paid on 10 July 2012	6,004,800
Total dividends paid	18,214,560

The Directors now recommend the payment of a final single-tier dividend of 12.50 sen per share on 80,064,000 ordinary shares, amounting to RM10,008,000 which is subject to the approval of members at the forthcoming Annual General Meeting of the Company.

### RESERVES AND PROVISIONS

There were no material transfers to or from reserves and provisions during the financial year other than as disclosed in the financial statements.





## DIRECTORS' REPORT

### DIRECTORS

The Directors who have held office during the period since the date of the last report are as follows:

Dr Chiu Hong Keong  
Khoo Keow Pin  
Khoo Yok Kee  
Koo Git Loo @ Chiu Git Loo  
Kong Kim Piew  
Chang Cheng Wah  
Arnold Kwan Poon Keong  
Chiu Wei Wen

(Appointed on 20.10.2011)

In accordance with Article 73 of the Company's Articles of Association, Khoo Keow Pin and Koo Git Loo @ Chiu Git Loo retire by rotation at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

In accordance with Article 78 of the Company's Articles of Association, Chiu Wei Wen retires at the forthcoming Annual General Meeting and, being eligible, offers himself for election.

### DIRECTORS' BENEFITS

During and at the end of the financial year, no arrangement subsisted to which the Company is a party, being arrangements with the object or objects of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Since the end of the previous financial year, no Director has received or become entitled to receive a benefit (other than benefits disclosed in Note 10 to the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

### DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings, particulars of interests of Directors who held office at the end of the financial year in shares in the Company are as follows:

	Number of ordinary shares of RM1.00 each			At 30.6.2012
	At 1.7.2011	Acquired	Disposed	
<b>Direct interests</b>				
Dr Chiu Hong Keong	11,407,860	-	-	11,407,860
Khoo Keow Pin	5,041,652	-	-	5,041,652
Khoo Yok Kee	5,212,880	-	-	5,212,880
Koo Git Loo @ Chiu Git Loo	8,400	-	-	8,400
Chiu Wei Wen	24,000	52,600	-	76,600



## DIRECTORS' REPORT

### DIRECTORS' INTERESTS (CONTINUED)

By virtue of their interests in the Company, the above Directors are deemed to have an interest in the shares of the subsidiary companies to the extent held by the Company.

	Number of ordinary shares of RM1.00 each			At 30.6.2012
	At 1.7.2011	Acquired	Disposed	
<b>Indirect interests</b>				
Dr Chiu Hong Keong	29,525,058	359,000	-	29,884,058 <sup>1</sup>
	24,000	52,600	-	76,600 <sup>2</sup>
Khoo Yok Kee	29,525,058	359,000	-	29,884,058 <sup>1</sup>
	24,000	52,600	-	76,600 <sup>2</sup>

<sup>1</sup> Deemed interest by virtue of their interest pursuant to Section 6A of the Companies Act, 1965.

<sup>2</sup> Deemed interest by virtue of interest held by their son in accordance with Section 134(12)(c) of the Companies Act, 1965.

None of the other Directors in office at the end of the financial year held any interest in the shares in the Company or its related corporations during the financial year.

### STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS

Before the financial statements of the Group and Company were made out, the Directors took reasonable steps:

- to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and
- to ensure that any current assets, other than debts, which were unlikely to realise in the ordinary course of business their values as shown in the accounting records of the Group and Company had been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- which would render the amounts written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and Company inadequate to any substantial extent; or
- which would render the values attributed to current assets in the financial statements of the Group and Company misleading; or
- which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and Company misleading or inappropriate.

No contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may affect the ability of the Group or the Company to meet their obligations when they fall due.



### STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS (CONTINUED)

At the date of this report, there does not exist:

- (a) any charge on the assets of the Group or Company which has arisen since the end of the financial year which secures the liability of any other person; or
- (b) any contingent liability of the Group or Company which has arisen since the end of the financial year.

At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

In the opinion of the Directors:

- (a) the results of the Group's and Company's operations during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (b) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and Company for the financial year in which this report is made.

### CORPORATE INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Market of the Bursa Malaysia Securities Berhad.

The number of employees in the Group and the Company at the end of the financial year was 264 (2011: 272) and 7 (2011: 7) respectively.

The address of the registered office and principal place of business of the Company is as follows:

No. 8, Jalan Majistret U1/26,  
HICOM-Glenmarie Industrial Park,  
40150 Shah Alam,  
Selangor Darul Ehsan.

### AUDITORS

The auditors, PricewaterhouseCoopers, have expressed their willingness to continue in office.

In accordance with a resolution of the Board of Directors dated 12 September 2012.

DR CHIU HONG KEONG  
DIRECTOR

KHOO KEOW PIN  
DIRECTOR

Shah Alam



# STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2012

	Note	Group		Company	
		2012 RM	2011 RM	2012 RM	2011 RM
REVENUE	5	185,171,543	125,935,641	26,616,050	17,569,475
COST OF SALES		(131,140,133)	(95,549,949)	(9,512,090)	(6,146,387)
GROSS PROFIT		54,031,410	30,385,692	17,103,960	11,423,088
OTHER OPERATING INCOME		12,435,968	16,514,251	7,020,138	10,666,451
ADMINISTRATIVE EXPENSES		(3,275,946)	(3,143,045)	(1,102,370)	(860,258)
OTHER OPERATING EXPENSES		(14,396,836)	(4,165,088)	(9,152,952)	(2,309,539)
FINANCE COST	6	(477)	(434)	(24)	(60)
SHARE OF RESULTS OF AN ASSOCIATE COMPANY		(1,882)	65,347	-	-
PROFIT BEFORE TAXATION	7	48,792,237	39,656,723	13,868,752	18,919,682
TAXATION	11	(12,966,632)	(7,201,591)	(2,597,186)	(2,660,770)
PROFIT FOR THE FINANCIAL YEAR		35,825,605	32,455,132	11,271,566	16,258,912
OTHER COMPREHENSIVE INCOME		-	-	-	-
TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		35,825,605	32,455,132	11,271,566	16,258,912
PROFIT ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY		35,825,605	32,455,132	11,271,566	16,258,912
EARNINGS PER SHARE (SEN) - Basic	12	44.7	40.5		
DIVIDENDS PER SHARE (SEN)	13	26.5	15		

The notes set out on pages 33 to 73 form an integral part of these financial statements.



# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2012

	Note	Group		Company	
		2012 RM	2011 RM	2012 RM	2011 RM
<b>ASSETS</b>					
<b>NON CURRENT ASSETS</b>					
Property, plant and equipment	14	80,800,329	73,833,673	67,591,290	59,280,571
Investments in subsidiary companies	15	-	-	4,361,249	6,755,010
Investment in an associate company	17	1	1,883	-	-
Investment properties	18	306,763	305,611	165,000	160,000
		81,107,093	74,141,167	72,117,539	66,195,581
<b>CURRENT ASSETS</b>					
Amounts due from customers on contracts	19	-	2,160,890	-	-
Inventories	20	13,430,067	10,960,651	-	-
Tax recoverable		-	25,371	-	-
Receivables	21	84,809,787	72,358,740	3,613,285	5,972,273
Amounts due from subsidiary companies	22	-	-	2,264,884	2,734,844
Financial assets at fair value through profit or loss	23	38,000,691	49,353,912	28,167,327	35,244,346
Short-term deposits	24	76,144,319	47,291,550	25,493,330	23,900,913
Cash and bank balances	24	8,284,217	5,095,476	5,817,141	3,742,833
		220,669,081	187,246,590	65,355,967	71,595,209
<b>TOTAL ASSETS</b>		<b>301,776,174</b>	<b>261,387,757</b>	<b>137,473,506</b>	<b>137,790,790</b>

The notes set out on pages 33 to 73 form an integral part of these financial statements.



# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2012 (CONTINUED)

	Note	Group		Company	
		2012 RM	2011 RM	2012 RM	2011 RM
<b>EQUITY AND LIABILITIES</b>					
Equity attributable to equity holders of the Company					
<b>CAPITAL AND RESERVES</b>					
Share capital	25	80,064,000	80,064,000	80,064,000	80,064,000
Share premium		3,485,518	3,485,518	3,485,518	3,485,518
Retained earnings	26	153,896,819	136,285,774	39,101,439	46,044,433
Total equity		237,446,337	219,835,292	122,650,957	129,593,951
<b>NON CURRENT LIABILITY</b>					
Deferred tax liabilities	27	8,630,885	6,226,879	7,759,721	5,368,102
<b>CURRENT LIABILITIES</b>					
Amounts due to customers on contracts	19	20,491,105	11,604,293	-	-
Payables	28	25,029,779	21,433,783	1,044,798	2,768,943
Dividend payable		6,004,800	-	6,004,800	-
Taxation		4,173,268	2,287,510	13,230	59,794
		55,698,952	35,325,586	7,062,828	2,828,737
Total liabilities		64,329,837	41,552,465	14,822,549	8,196,839
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>301,776,174</b>	<b>261,387,757</b>	<b>137,473,506</b>	<b>137,790,790</b>

The notes set out on pages 33 to 73 form an integral part of these financial statements.



## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2012

Group	Note	Attributable to equity holders of the Company				Total equity RM
		Issued and fully paid ordinary shares of RM1.00 each Number of shares	Nominal value RM	Share premium RM	Retained earnings RM	
At 1 July 2011		80,064,000	80,064,000	3,485,518	136,285,774	219,835,292
Total comprehensive income for the financial year		-	-	-	35,825,605	35,825,605
Dividends paid for the financial year ended:						
- 30 June 2011	13	-	-	-	(12,209,760)	(12,209,760)
- 30 June 2012	13	-	-	-	(6,004,800)	(6,004,800)
At 30 June 2012		80,064,000	80,064,000	3,485,518	153,896,819	237,446,337
At 1 July 2010		80,064,000	80,064,000	3,485,518	112,837,842	196,387,360
Total comprehensive income for the financial year		-	-	-	32,455,132	32,455,132
Dividends paid for the financial year ended 30 June 2010	13	-	-	-	(9,007,200)	(9,007,200)
At 30 June 2011		80,064,000	80,064,000	3,485,518	136,285,774	219,835,292

The notes set out on pages 33 to 73 form an integral part of these financial statements.



## COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2012

	Note	Issued and fully paid ordinary shares of RM1.00 each Number of shares	Nominal value RM	Non- distributable Share premium RM	Distributable Retained earnings RM	Total equity RM
<b>Company</b>						
At 1 July 2011		80,064,000	80,064,000	3,485,518	46,044,433	129,593,951
Total comprehensive income for the financial year		-	-	-	11,271,566	11,271,566
Dividend paid for the financial year ended:						
- 30 June 2011	13	-	-	-	(12,209,760)	(12,209,760)
- 30 June 2012	13	-	-	-	(6,004,800)	(6,004,800)
At 30 June 2012		80,064,000	80,064,000	3,485,518	39,101,439	122,650,957
At 1 July 2010		80,064,000	80,064,000	3,485,518	38,792,721	122,342,239
Total comprehensive income for the financial year		-	-	-	16,258,912	16,258,912
Dividend paid for the financial year ended 30 June 2010	13	-	-	-	(9,007,200)	(9,007,200)
At 30 June 2011		80,064,000	80,064,000	3,485,518	46,044,433	129,593,951

The notes set out on pages 33 to 73 form an integral part of these financial statements.





# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2012

Note	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
Profit for the financial year	35,825,605	32,455,132	11,271,566	16,258,912
Adjustments for:				
Depreciation of property, plant and equipment	10,751,840	7,569,102	9,776,242	6,299,287
(Gain)/Loss on disposals of property, plant and equipment	(346,896)	(41,977)	2,080	2,311
Gain on disposal of a subsidiary company	(689,786)	-	(973,346)	-
Property, plant and equipment written off	7,353	2,088	-	235
Depreciation of investment properties	9,200	9,201	5,352	5,352
Reversal of impairment loss of investment properties	(10,352)	(15,352)	(10,352)	(15,352)
Gain on disposals of financial assets at fair value through profit or loss	(5,855,494)	(5,202,679)	(4,134,190)	(3,882,242)
Fair value loss/(gain) on financial assets at fair value through profit or loss	11,309,199	(6,773,319)	6,893,401	(4,432,555)
Net unrealised gain on foreign exchange	(178,911)	(235,753)	(113,404)	(129,097)
Impairment losses of investment in subsidiary companies	-	-	7,107	467,394
Impairment losses of property, plant and equipment	-	129,297	-	-
Interest income	(1,782,408)	(1,559,464)	(702,584)	(1,099,871)
Interest expense	477	434	24	60
Dividend income from financial assets at fair value through profit or loss	(692,801)	(751,906)	(571,251)	(612,190)
Dividend income from subsidiary company	-	-	(5,000,000)	(5,500,000)
Taxation	12,966,632	7,201,591	2,597,186	2,660,770
Share of results of an associate company	1,882	(65,347)	-	-
	61,315,540	32,721,048	19,047,831	10,023,014
Changes in working capital:				
Net amounts due to customers on contracts	11,047,702	8,700,582	-	-
Inventories	(3,777,034)	2,786,626	-	-
Receivables	(13,249,467)	(21,392,072)	2,581,062	(3,800,646)
Payables	6,162,809	3,822,858	4,436	233,241
Balances with an associate company	-	93,576	-	-
Balances with subsidiary companies	-	-	(103,640)	(1,100,983)
Cash from operations	61,499,550	26,732,618	21,529,689	5,354,626



# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2012 (CONTINUED)

	Note	Group		Company	
		2012 RM	2011 RM	2012 RM	2011 RM
Tax paid		(8,643,347)	(5,303,982)	(220,710)	(215,174)
Tax refund		27,506	1,311,980	-	1,165,121
Interest income received		1,709,988	1,611,695	692,682	1,151,598
Interest expense paid		(477)	(434)	(24)	(60)
<b>Net cash flows from operating activities</b>		<b>54,593,220</b>	<b>24,351,877</b>	<b>22,001,637</b>	<b>7,456,111</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>					
Purchases of property, plant and equipment	14	(20,298,495)	(30,447,239)	(19,939,859)	(29,210,118)
Proceeds from disposals of property, plant and equipment		68,169	155,616	45,000	83,516
Purchases of marketable securities		(35,635,293)	(37,563,674)	(27,298,670)	(29,190,305)
Proceeds from disposals of marketable securities		41,399,041	33,777,510	31,480,903	28,494,827
Proceeds from disposal of a subsidiary company		3,285,618	-	3,360,000	-
Dividend income received		656,816	847,353	5,539,830	4,694,148
Net repayments of advances from subsidiary companies		-	-	573,600	1,600,700
<b>Net cash flows used in investing activities</b>		<b>(10,524,144)</b>	<b>(33,230,434)</b>	<b>(6,239,196)</b>	<b>(23,527,232)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITY</b>					
Dividends paid		(12,209,760)	(9,007,200)	(12,209,760)	(9,007,200)
<b>Net cash flows used in financing activity</b>		<b>(12,209,760)</b>	<b>(9,007,200)</b>	<b>(12,209,760)</b>	<b>(9,007,200)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>31,859,316</b>	<b>(17,885,757)</b>	<b>3,552,681</b>	<b>(25,078,321)</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL YEAR</b>		<b>52,387,026</b>	<b>70,037,257</b>	<b>27,643,746</b>	<b>52,592,970</b>
<b>CURRENCY TRANSLATION DIFFERENCES</b>		<b>182,194</b>	<b>235,526</b>	<b>114,044</b>	<b>129,097</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR</b>	24	<b>84,428,536</b>	<b>52,387,026</b>	<b>31,310,471</b>	<b>27,643,746</b>

The notes set out on pages 33 to 73 form an integral part of these financial statements.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 1 GENERAL INFORMATION

The principal activities of the Company consist of investment holding and undertaking of piling contracts, civil engineering and building construction works and rental of plant and machinery.

There has been no significant change in the nature of these activities during the financial year.

The principal activities of the subsidiary companies are set out in Note 15 to the financial statements.

There has been no significant change in the nature of the subsidiary companies' activities during the financial year.

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following accounting policies, unless otherwise stated below, have been used consistently in dealing with items, which are considered material in relation to the financial statements:

### (a) Basis of preparation

The financial statements comply with the provisions of the Companies Act, 1965 and Financial Reporting Standards ("FRS"), the MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities.

The financial statements of the Group and Company are prepared under the historical cost convention except for those that are disclosed in this summary of significant accounting policies.

The preparation of financial statements in conformity with the provisions of the Companies Act, 1965 and Financial Reporting Standards, the MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reported period. Although these judgements and estimates are based on the Directors' best knowledge of current events and actions, actual results could differ from those judgements and estimates. There are no areas involving a higher degree of judgement or complexity, or areas where estimates and assumptions are significant to the financial statements other than as disclosed in Note 4 to the financial statements.

### (i) Standards, amendments to published standards and interpretations that are effective

The new accounting standards, amendments, and improvement to published standards and interpretations that are effective for the Group's and Company's financial year beginning on or after 1 July 2011 are as follows:

- Amendments to FRS 1 "First-time adoption of financial reporting standards"
- Amendment to FRS 7 "Financial instruments: Disclosures - improving disclosures about financial instruments"
- Improvements to FRSs (2010)



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (a) Basis of preparation (continued)

- (ii) Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective

The Group will apply the new standards, amendments to standards and interpretations in the following period:

Financial year beginning on/after 1 July 2012

In the next financial year, the Group will be adopting the new IFRS-compliant framework, Malaysian Financial Reporting Standards ("MFRS"). MFRS 1 "First-time adoption of MFRS" provides for certain optional exemptions and certain mandatory exceptions for first-time MFRS adopters.

The Malaysian Accounting Standards Board ("MASB") has, on 19 November 2011, issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS" or "MFRS Framework").

The MFRS Framework comprises Standards as issued by the International Accounting Standards Board ("IASB") that are effective on 1 January 2012 included the new/revised Standards that will be effective after 1 January 2012.

All Entities Other Than Private Entities will comply with the MFRS Framework for annual periods beginning on or after 1 January 2012 with the exception of entities that are within the scope of MFRS 141 "Agriculture" ("MFRS 141") and IC Interpretation 15 "Agreements for real construction of real estate" ("IC 15"), including its parent, significant investor and venturer.

Below are the MFRSs that are not yet effective and have not been early adopted:

- MFRS 139 "Financial instruments: Recognition and measurement" - Bank Negara Malaysia has removed the transitional provision for banking institutions on loan impairment assessment and provisioning to comply with the MFRS 139 requirements.
- The revised MFRS 124 "Related party disclosures" (effective from 1 January 2012) removes the exemption to disclose transactions between government-related entities and the government, and all other government-related entities. The following new disclosures are now required for government-related entities:
  - The name of the government and the nature of their relationship;
  - The nature and amount of each individually significant transactions; and
  - The extent of any collectively significant transactions, qualitatively or quantitatively.
- Amendment to MFRS 112 "Income taxes" (effective from 1 January 2012) introduces an exception to the existing principle for the measurement of deferred tax assets or liabilities arising on investment property measured at fair value. MFRS 112 currently requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. It can be difficult and subjective to assess whether recovery will be through use or through sale when the asset is measured using the fair value model in MFRS 140 "Investment property". As a result of the amendments, IC Interpretation 121 "Income taxes: Recovery of revalued non-depreciable assets" will no longer apply to investment properties carried at fair value. The amendments also incorporate into MFRS 112 the remaining guidance previously contained in IC Interpretation 121 which is withdrawn.
- Amendment to MFRS 7 "Financial instruments: Disclosures on transfers of financial assets" (effective from 1 January 2012) promotes transparency in the reporting of transfer transactions and improve users' understanding of the risk exposures relating to transfers of financial assets and the effect of those risks on an entity's financial position, particularly those involving securitisation of financial assets.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (a) Basis of preparation (continued)

- (ii) Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (continued)

#### Financial year beginning on/after 1 July 2012 (continued)

- Amendment to MFRS 101 "Presentation of items of other comprehensive income" (effective from 1 July 2012) requires entities to separate items presented in 'other comprehensive income' ("OCI") in the statement of comprehensive income into two groups, based on whether or not they may be recycled to profit or loss in the future. The amendments do not address which items are presented in OCI.

#### Financial year beginning on/after 1 July 2013

- MFRS 10 "Consolidated financial statements" (effective from 1 January 2013) changes the definition of control. An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. It establishes control as the basis for determining which entities are consolidated in the consolidated financial statements and sets out the accounting requirements for the preparation of consolidated financial statements. It replaces all the guidance on control and consolidation in MFRS 127 "Consolidated and separate financial statements" and IC Interpretation 112 "Consolidation: Special purpose entities".
- MFRS 12 "Disclosures of interests in other entities" (effective from 1 January 2013) sets out the required disclosures for entities reporting under the two new standards, MFRS 10 and MFRS 11, and replaces the disclosure requirements currently found in MFRS 128 "Investments in associates". It requires entities to disclose information that helps financial statement readers to evaluate the nature, risks and financial effects associated with the entity's interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities.
- MFRS 13 "Fair value measurement" (effective from 1 January 2013) aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across MFRSs. The requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards. The enhanced disclosure requirements are similar to those in MFRS 7 "Financial instruments: Disclosures", but apply to all assets and liabilities measured at fair value, not just financial ones.
- The revised MFRS 127 "Separate financial statements" (effective from 1 January 2013) includes the provisions on separate financial statements that are left after the control provisions of MFRS 127 have been included in the new MFRS 10.
- The revised MFRS 128 "Investments in associates and joint ventures" (effective from 1 January 2013) includes the requirements for joint ventures, as well as associates, to be equity accounted following the issue of MFRS 11.
- Amendment to MFRS 7 "Financial instruments: Disclosures" (effective from 1 January 2013) requires more extensive disclosures focusing on quantitative information about recognised financial instruments that are offset in the statement of financial position and those that are subject to master netting or similar arrangements irrespective of whether they are offset.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (a) Basis of preparation (continued)

- (ii) Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (continued)

#### Financial year beginning on/after 1 July 2014

- Amendment to MFRS 132 “Financial instruments: Presentation” (effective from 1 January 2014) does not change the current offsetting model in MFRS 132. It clarifies the meaning of ‘currently has a legally enforceable right of set-off’ that the right of set-off must be available today (not contingent on a future event) and legally enforceable for all counterparties in the normal course of business. It clarifies that some gross settlement mechanisms with features that are effectively equivalent to net settlement will satisfy the MFRS 132 offsetting criteria.

#### Financial year beginning on/after 1 July 2015

- MFRS 9 “Financial instruments: Classification and measurement of financial assets and financial liabilities” (effective from 1 January 2015) replaces the multiple classification and measurement models in MFRS 139 with a single model that has only two classification categories: amortised cost and fair value. The basis of classification depends on the entity’s business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

The accounting and presentation for financial liabilities and for de-recognising financial instruments has been relocated from MFRS 139, without change, except for financial liabilities that are designated at fair value through profit or loss (“FVTPL”). Entities with financial liabilities designated at FVTPL recognise changes in the fair value due to changes in the liability’s credit risk directly in other comprehensive income (“OCI”). There is no subsequent recycling of the amounts in OCI to profit or loss, but accumulated gains or losses may be transferred within equity.

The guidance in MFRS 9 on impairment of financial assets and hedge accounting continues to apply.

MFRS 7 requires disclosures on transition from MFRS 139 to MFRS 9.

- (iii) Standards, amendments to published standards and interpretations to existing standards that are not applicable to the Group and not yet effective

- |                       |  |
|-----------------------|--|
| • MFRS 2              | Share-based payment  |
| • MFRS 4              | Insurance contracts  |
| • MFRS 5              | Non-current assets held for sale and discontinued operations   |
| • MFRS 6              | Exploration for and evaluation of mineral resources  |
| • MFRS 120            | Accounting for government grants and disclosure of government assistance                               |
| • MFRS 121            | The effects of changes in foreign exchange rates   |
| • MFRS 123            | Borrowing costs  |
| • MFRS 129            | Financial reporting in hyperinflationary economies   |
| • MFRS 131            | Interests in joint ventures  |
| • MFRS 138            | Intangible assets  |
| • MFRS 141            | Agriculture  |
| • IC Interpretation 1 | Changes in existing decommissioning, restoration and similar liabilities                               |
| • IC Interpretation 2 | Members’ shares in co-operative entities and similar instruments                                       |
| • IC Interpretation 4 | Determining whether an arrangement contains a lease  |
| • IC Interpretation 5 | Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds   |
| • IC Interpretation 6 | Liabilities arising from participating in a specific market: Waste electrical and electronic equipment |



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (a) Basis of preparation (continued)

#### (iii) Standards, amendments to published standards and interpretations to existing standards that are not applicable to the Group and not yet effective (continued)

- IC Interpretation 7 Applying the restatement approach under MFRS 129 Financial reporting in hyperinflationary economies
- IC Interpretation 9 Reassessment of embedded derivatives
- IC Interpretation 12 Service concession arrangements
- IC Interpretation 15 Agreements for the construction of real estate
- IC Interpretation 16 Hedges of a net investment in a foreign operation
- IC Interpretation 17 Distributions of non-cash assets to owners
- IC Interpretation 19 Extinguishing financial liabilities with equity instruments
- IC Interpretation 107 Introduction of the Euro
- IC Interpretation 110 Government assistance: No specific relation to operating activities
- IC Interpretation 112 Consolidation: Special purpose entities
- IC Interpretation 113 Jointly controlled entities: Non-monetary contributions by venturers
- IC Interpretation 115 Operating leases: Incentives
- IC Interpretation 125 Income taxes: Changes in the tax status of an entity or its shareholders
- IC Interpretation 131 Revenue: Barter transactions involving advertising services
- IC Interpretation 132 Intangible assets: Web site costs

### (b) Revenue recognition

#### (i) Construction contracts

Revenue from construction contracts is recognised based on the percentage of completion method as described in Note 2(i).

#### (ii) Sale of goods

Revenue from the sale of goods is based on the value invoiced to customers during the financial year less returns and is recognised in the profit or loss when the significant risks and rewards of ownership have been transferred to the buyer.

#### (iii) Rental of machinery

Revenue from rental of machinery are recognised upon performance of services rendered and acceptance of services rendered by customers.

#### (iv) Dividend income

Dividend income is recognised when the Group's and the Company's right to receive payment is established.

#### (v) Interest income

Interest income is recognised on a time proportion basis taking into account the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the Group and the Company.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (c) Economic entities in the Group

#### (i) Subsidiaries

Subsidiaries are all those entities (including special purpose entities) over which the Group has power to govern the financial and operating policies, generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Under the acquisition method of accounting, subsidiaries are fully consolidated from the date on which control is transferred to the Group and are de-consolidated from the date that control ceases.

The consideration transferred for acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

In a business combination achieved in stages, the previously held equity interest in the acquiree is re-measured at its acquisition date fair value and the resulting gain or loss is recognised in profit or loss.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the gain is recognised in profit or loss.

Non-controlling interest is the equity in a subsidiary not attributable, directly or indirectly, to a parent. On an acquisition-by-acquisition basis, the Group measures any non-controlling interest in the acquiree at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. At the end of reporting period, non-controlling interest consists of amount calculated on the date of combinations and its share of changes in the subsidiary's equity since the date of combination.

All earnings and losses of the subsidiaries are attributed to the parent and the non-controlling interest, even if the attribution of losses to the non-controlling interest results in a debit balance in the shareholders' equity. Profit or loss attribution to non-controlling interest for prior years is not restated.

#### Change in accounting policy

The Group has changed its accounting policy on business combinations and accounting for non-controlling interest when it adopted the revised FRS 3 "Business combinations" and FRS 127 "Consolidated and separate financial statements".

Previously, contingent consideration in a business combination was recognised when it is probable that payment will be made. Acquisition-related costs were included as part of the cost of business combination. Any non-controlling interest in the acquiree was measured at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Any adjustment to the fair values of the subsidiary's identifiable assets, liabilities and contingent liabilities relating to previously held interests of the Group was accounted for as a revaluation.

The Group has applied the new policies prospectively to transactions occurring on or after 1 July 2011. As a consequence, no adjustment was necessary to any of the amounts previously recognised in the financial statements.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated. This may indicate an impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (c) Economic entities in the Group (continued)

#### (i) Subsidiaries (continued)

The gain or loss on disposal of a subsidiary is the difference between net disposal proceeds and the Group's share of its net assets as of the date of disposal including the cumulative amount of any exchange differences that relate to the subsidiary is recognised in profit or loss attributable to the parent.

#### (ii) Associates

Associates are those corporations, partnerships or other entities in which the Group exercises significant influence, but which it does not control, generally accompanying a shareholding of between 20% and 50% of voting rights. Significant influence is power to participate in financial and operating policy decisions of associates but not power to exercise control over those policies.

Investments in associates are accounted for using equity method of accounting and are initially recognised at cost. The Group's investment in associates includes goodwill identified on acquisition, net of any accumulated impairment loss.

The Group's share of its associates' post-acquisition profits or losses is recognised in profit or loss, and its share of post-acquisition movements in reserves is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. If the Group's share of losses of an associate equals or exceeds its interest in the associate, the Group discontinues recognising its share of further losses. The interest in an associate is the carrying amount of the investment in the associate under the equity method together with any long-term interests that, in substance, form part of the Group's net investment in the associate. After the Group's interest is reduced to zero, additional losses are provided for, and a liability is recognised, only to the extent that the investor has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates; unrealised losses are also eliminated unless the transaction provides evidence on impairment of the asset transferred. Where necessary, in applying the equity method, adjustments are made to the financial statements of associates to ensure consistency of accounting policies with those of the Group.

#### (iii) Changes in ownership interests

When the Group ceases to have control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. This fair value is its fair value on initial recognition as a financial asset in accordance with FRS 139. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

#### Changes in accounting policy

The Group has changed its accounting policy prospectively for transactions occurring on or after 1 July 2011 with non-controlling interest and transactions involving the loss of control, joint control or significant influence when it adopted the revised FRS 127 "Consolidated and separate financial statements". The revisions to FRS 127 contained consequential amendments to FRS 128 "Investments in Associates" and FRS 131 "Interests in Joint Ventures".

Previously when the Group ceased to have control, joint control or significant influence over an entity, the carrying amount of the investment at the date control, joint control or significant influence ceased became its cost on initial measurement as a financial asset in accordance with FRS 139.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (d) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is de-recognised. All other repairs and maintenance are recognised as expenses in profit or loss during the financial period in which they are incurred.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in the profit or loss.

Freehold land is not depreciated as it has an infinite life. Other property, plant and equipment are depreciated on the straight line method to allocate the cost to their residual values over their estimated useful lives, summarised as follows:

Freehold building	2%
Plant and machinery	10% - 20%
Motor vehicles	20%
Site equipment	10% - 20%
Site office and workshop	10% - 40%
Office equipment	10% - 40%
Furniture and fittings	10%
Office renovation	10%

Residual values and useful lives of assets are reviewed, and adjusted if appropriate, at the end of the reporting period.

At the end of the reporting period, the Group assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount. See accounting policy Note 2(f) on impairment of non-financial assets.

### (e) Investment properties

Investment properties, comprising principally land and office buildings, are held for long-term rental yields or for capital appreciation or both, and are not occupied by the Group.

Investment property is measured initially at its cost, including related transaction costs and borrowing costs if the investment property meets the definition of qualifying asset.

After initial recognition, investment property is stated at cost less any accumulated depreciation and impairment losses. Investment property is depreciated on the straight line basis to allocate the cost to their residual values over their estimated useful lives of 50 years.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is de-recognised.

Investment property is de-recognised either when it has been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

Gains and losses on disposals are determined by comparing net disposal proceeds with the carrying amount and are included in profit or loss.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (f) Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there is separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of the reporting period.

The impairment loss is charged to profit or loss unless it reverses a previous revaluation in which case it is charged to the revaluation surplus. Impairment losses on goodwill are not reversed. In respect of other assets, any subsequent increase in recoverable amount is recognised in profit or loss unless it reverses an impairment loss on a revalued asset in which case it is taken to revaluation surplus reserve.

### (g) Financial assets

#### (i) Classification

The Group and Company classifies its financial assets as loans and receivables and fair value through profit or loss. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification at initial recognition.

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The Group's and Company's loans and receivables comprise 'receivables' and 'cash and bank balances' in the statement of financial position.

#### Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term. Derivatives are also categorised as held for trading unless they are designated as hedges.

#### (ii) Recognition and initial measurement

Regular purchases and sales of financial assets are recognised on the trade-date, the date on which the Group and Company commits to purchase or sell the asset.

Financial assets are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in profit or loss.

#### (iii) Subsequent measurement - Gains and losses

Loans and receivables are subsequently carried at amortised cost using the effective interest method. Changes in the fair values of financial assets at fair value through profit or loss, including the effects of currency translation, interest and dividend income are recognised in profit or loss in the period in which the changes arise.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (g) Financial assets (continued)

#### (iv) Subsequent measurement - Impairment of financial assets

The Group and Company assesses at the end of the reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The criteria that the Group and Company uses to determine that there is objective evidence of an impairment loss include:

- Significant financial difficulty of the issuer or obligor;
- A breach of contract, such as a default or delinquency in interest or principal payments;
- The Group and Company, for economic or legal reasons relating to the borrower's financial difficulty, granting to the borrower a concession that the lender would not otherwise consider;
- It becomes probable that the borrower will enter bankruptcy or other financial reorganisation;
- Disappearance of an active market for that financial asset because of financial difficulties; or
- Observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio, including:
  - (a) adverse changes in the payment status of borrowers in the portfolio; and
  - (b) national or local economic conditions that correlate with defaults on the assets in the portfolio.

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The asset's carrying amount of the asset is reduced and the amount of the loss is recognised in profit or loss. If 'loans and receivables' has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group and Company may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in profit or loss.

When an asset is uncollectible, it is written off against the related allowance account. Such assets are written off after all the necessary procedures have been completed and the amount of the loss has been determined.

#### (v) De-recognition

Financial assets are de-recognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group and Company has transferred substantially all risks and rewards of the ownership.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (h) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

### (i) Construction contracts

A construction contract is a contract specifically negotiated for the construction of an asset or a combination of assets that are closely interrelated or interdependent in terms of their design, technology and functions or their ultimate purpose or use.

Contract costs are recognised as expenses in the period in which they are incurred.

When the outcome of a construction contract can be estimated reliably and it is probable that the contract will be profitable, contract revenue is recognised over the period of the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Variations in contract work, claims and incentive payments are included in contract revenue to the extent agreed with the customer and are capable of being reliably measured.

The Group uses the 'percentage-of-completion method' to determine the appropriate amount to recognise in a given period. The stage of completion is measured by reference to the contract costs incurred up to the end of the reporting period as a percentage of total estimated costs for each contract. Costs incurred in the financial year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion. They are presented as inventories, prepayments or other assets, depending on their nature.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that is probable will be recoverable.

The Group presents as an asset the gross amount due from customers for contract work for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceed progress billings. Progress billings not yet paid by customers and retention are included within 'trade and other receivables'. The Group presents as a liability the gross amount due to customers for contract work for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses).

### (j) Receivables

Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Bad debts are written off in the financial year in which they are identified. An estimate is made for provision for impairment of receivables based on a review of all outstanding accounts at the financial year end. The provision is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the carrying amount and the recoverable amount. The amount of provision is recognised in profit or loss.

### (k) Cash and cash equivalents

For the purpose of the statements of cash flows, cash and cash equivalents comprise cash on hand, deposits held at call with banks, other short-term, highly liquid investments with original maturities of 3 months or less, and bank overdrafts.

### (l) Share capital

Ordinary shares are classified as equity.

Distributions to holders of an equity instrument is debited directly to equity, net of any related income tax benefit and the corresponding liability is recognised in the period in which the dividends are approved.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (m) Financial liabilities

Financial liabilities within the scope of FRS 139 are recognised on the statements of financial position when, and only when, the Group and Company becomes a party to the contractual provisions of the financial instrument.

Financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities other than derivatives, directly attributable transactions costs.

Subsequent to initial recognition, all financial liabilities are measured at amortised cost using the effective interest method except for derivatives which are measured at fair value, if any.

For financial liabilities other than derivatives, gains and losses are recognised in profit or loss when the liabilities are de-recognised, and through the amortisation process. Any gains or losses arising from changes in fair value of derivatives are recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

A financial liability is de-recognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

### (n) Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

### (o) Provisions

Provisions are recognised when the Group and Company has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation, and when a reliable estimate of the amount can be made.

Where the Group and Company expects a provision to be reimbursed (for example, under an insurance contract), the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as finance cost expense.

#### (i) Onerous contracts

The Group recognises a provision for onerous contracts when the expected benefits to be derived from a contract are less than the unavoidable costs of meeting the obligations under the contract.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (p) Taxation

The tax expense for the financial year comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Group's subsidiaries and associate operate and generate taxable income.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities. This liability is measured using the single best estimate of the most likely outcome.

Deferred tax is recognised, using the liability method, on temporary differences arising between the amounts attributed to assets and liabilities for tax purposes and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses or unused tax credits can be utilised.

Deferred and income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

### (q) Foreign currencies

#### (i) Functional and presentation currency

Items included in the financial statements of the Group and Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in Ringgit Malaysia ("RM"), which is the Group and Company's functional and presentation currency.

#### (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss, except when deferred in other comprehensive income as qualifying cash flows hedges.

### (r) Employee benefits

#### (i) Short-term employee benefits

Wages, salaries, paid annual leave and sick leave, bonuses, and non-monetary benefits are accrued in the period in which the associated services are rendered by employees of the Group and Company.

#### (ii) Defined contribution plans

The Group and Company's contributions to defined contribution plans are charged to profit or loss in the period to which they relate. Once the contributions have been paid, the Group and Company have no further payment obligations.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (s) Contingent assets and liabilities

The Group and Company does not recognise contingent assets and liabilities, but discloses its existence in the financial statements. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group and Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in the extremely rare case where there is a liability that cannot be recognised because it cannot be measured reliably. However, contingent liabilities do not include financial guarantee contracts.

A contingent asset is a possible asset that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group and Company. The Group and Company does not recognise contingent assets but discloses its existence where inflows of economic benefits are probable, but not virtually certain.

### (t) Inventories and properties acquired for resale

#### (i) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work in progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and applicable variable selling expenses.

#### (ii) Properties acquired for resale

Properties acquired for resale are stated at the lower of cost and net realisable value. Cost is determined on a specific identification basis. Properties acquired for resale purposes comprise land, direct building costs and other related development costs.

### (u) Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to costs are recognised in profit or loss over the periods to match the related costs for which the grants are intended to compensate.

#### (i) Deferred income approach

Government grants relating to the purchase of assets are presented as deferred government grants and recognised in profit or loss on a straight line basis over the useful life of the related assets.

### (v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the steering committee that makes strategic decisions.





## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's financial risk management policy seek to ensure that adequate financial resources are available for the development of the Group's business whilst managing its capital risk, foreign currency exchange risk, credit risk, price risk, liquidity and cash flows risk, interest rate risk and fair value estimation. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative transactions. Financial risk management is carried out through risk reviews, internal control systems and insurance programme.

#### (a) Capital risk

The Group manages its capital to ensure that the entities in the Group will be able to continue as going-concern while maximizing the return to shareholders through the optimisation of the debt and equity balance.

The capital structure of the Group consists of equity (comprising issued capital, reserves and retained earnings). At the reporting date, the Group is not exposed to any capital risk as there are no outstanding borrowings made with financial institutions nor related companies.

#### (b) Foreign currency exchange risk

Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency.

The Group's business operation is not exposed to significant foreign currency risks as the Group's significant transactions are mainly denominated in its functional currency.

#### (c) Credit risk

Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to trade receivables.

Credit risk, when making deposits at financial institutions, is minimised through careful selection of interest bearing investments and selection of reputable and creditworthy financial institutions.

Customer credit risk arises when services are rendered and sales are made on credit terms. Default by customers may lead to material loss but risks are mitigated by ensuring sales and services are made to customers with appropriate credit history. The Group monitors exposure to credit risk on an on-going basis.

At the reporting date, the Group's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statement of financial position. Information regarding trade receivables that are neither past due nor impaired and either past due or impaired are disclosed in Note 21 to the financial statements.

#### (d) Price risk

The Group is exposed to equity securities price risk because of investment held by the Group and classified as financial assets at fair value through profit or loss on the statement of financial position. The Group is not exposed to commodity price risk. To manage its price risk arising from investment in equity securities, the Group diversifies its portfolio. Portfolio of investment is managed by reputable financial institutions.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### (e) Liquidity and cash flows risk

The Group's policy on liquidity risk management is to maintain sufficient cash and have available funding through adequate amounts of committed credit facilities and credit lines for working capital requirements.

The table below analyses the Group's and the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

#### At 30 June 2012

##### Group

	<b>Less than 1 year RM</b>
Trade payables	21,161,683
Other payables and accruals	3,868,096
	<b>25,029,779</b>

##### Company

	<b>Less than 1 year RM</b>
Other payables	1,044,798

#### At 30 June 2011

##### Group

	<b>Less than 1 year RM</b>
Trade payables	15,878,409
Other payables and accruals	5,555,374
	<b>21,433,783</b>

##### Company

	<b>Less than 1 year RM</b>
Other payables	2,768,943



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### (f) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rates.

The Group's interest rate risk exposure is limited to the impact of rate changes on their interest bearing assets such as deposits with licensed banks and other financial institutions as there are no outstanding borrowings made with financial institutions nor related companies as at financial year end.

### (g) Financial instruments measured at fair value

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The following table presents the Group's assets and liabilities that are measured at fair value at 30 June 2012 and 30 June 2011.

#### Group

2012	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
<b>Assets</b>				
Financial assets at fair value through profit or loss				
- Marketable securities	38,000,691	-	-	38,000,691
<b>Total assets</b>	<b>38,000,691</b>	<b>-</b>	<b>-</b>	<b>38,000,691</b>
<b>2011</b>				
<b>Assets</b>				
Financial assets at fair value through profit or loss				
- Marketable securities	49,353,912	-	-	49,353,912
<b>Total assets</b>	<b>49,353,912</b>	<b>-</b>	<b>-</b>	<b>49,353,912</b>



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(g) Financial instruments measured at fair value (continued)

The following table presents the Company's assets and liabilities that are measured at fair value at 30 June 2012 and 30 June 2011.

### Company

2012	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
<b>Assets</b>				
Financial assets at fair value through profit or loss				
- Marketable securities	28,167,327	-	-	28,167,327
<b>2011</b>				
<b>Assets</b>				
Financial assets at fair value through profit or loss				
- Marketable securities	35,244,346	-	-	35,244,346

The fair value of financial instruments traded in active markets is based on quoted market prices at the statement of financial position date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. Instruments included in level 1 comprise quoted securities.

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. There are no financial instruments included in level 2 as at the financial year end.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the reporting date.
- Other techniques, such as discounted cash flows analysis, are used to determine fair value for the remaining financial instruments.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated by the Directors and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, rarely equal the related actual results. To enhance the information content of the estimates, certain key variables that are anticipated to have material impact to the Group's results and financial position are tested for sensitivity to changes in the underlying parameters. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below:

### (a) Construction contracts

The Group recognises contract profits based on percentage of completion method. The stage of completion is measured by reference to the contract costs incurred to date to the estimated total costs for the contract.

Significant judgement is required in determining the estimated total contract costs, and hence the stage of completion as well as the recoverability of the contract. In making the judgement, the Group relied on past experience and work of specialist.

The Group also make significant judgements and estimates upon physical completion of projects including variation orders and estimating provisional deduction for progress billings for projects not finalised. Any changes in any of the components may have significant impact on the financial position of the Group.

### (b) Income taxes

Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the financial year in which such determination is made.

### Critical judgement in applying accounting policies

In determining and applying accounting policies, judgement is often required in respect of items where the choice of specific policy and materially affect the reported results and financial position of the Group.

However, the Directors are of the opinion that there are no accounting policies that require subjective judgement in the current financial period.

## 5 REVENUE

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Construction contracts	146,151,174	85,941,095	-	-
Sale of goods	39,020,369	39,994,546	-	-
Dividend income from a subsidiary company (gross)	-	-	5,000,000	5,500,000
Income from rental of machinery	-	-	21,616,050	12,069,475
	185,171,543	125,935,641	26,616,050	17,569,475



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 6 FINANCE COST

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Interest expense:				
- bank overdraft	477	434	24	60

## 7 PROFIT BEFORE TAXATION

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Profit before taxation is arrived at after charging:				
Auditors' remuneration:				
- current year	112,100	101,850	37,500	32,000
- prior year	13,000	-	5,500	-
Provision for impairment:				
- advances to subsidiary companies	-	-	7,697	90,228
- receivables	40,000	1,270,000	-	-
Depreciation of:				
- property, plant and equipment	10,751,840	7,569,102	9,776,242	6,299,287
- investment properties	9,200	9,201	5,352	5,352
Property, plant and equipment written off	7,353	2,088	-	235
Loss on disposals of property, plant and equipment	-	-	2,080	2,311
Inventories written off	123,798	364,489	-	-
Staff costs (including remuneration of Executive Directors) (Note 9)	13,584,152	12,286,398	2,198,841	1,810,639
Rental of accommodation	72,860	96,485	-	-
Rental of factory	96,000	268,000	-	-
Directors' fees	60,000	75,000	60,000	75,000
Impairment losses of investment in subsidiary companies	-	-	7,107	467,394
Impairment losses of property, plant and equipment	-	129,297	-	-
Fair value loss on financial assets at fair value through profit or loss	11,309,199	-	6,893,401	-
and after crediting:				
Dividend income from financial assets at fair value through profit or loss (gross)	692,801	751,906	571,251	612,190
Gain on disposals of property, plant and equipment	346,896	41,977	-	-
Gain on disposals of financial assets at fair value through profit or loss	5,855,494	5,202,679	4,134,190	3,882,242
Gain on disposal of a subsidiary company	689,786	-	973,346	-
Fair value gain on financial assets at fair value through profit or loss	-	6,773,319	-	4,432,555
Interest income	1,782,408	1,559,464	702,584	1,099,871
Net realised gain on foreign exchange	279,139	35,032	302,928	51,657
Net unrealised gain on foreign exchange	178,911	235,753	113,404	129,097
Reversal of impairment loss of investment properties	10,352	15,352	10,352	15,352
Reversal of provision for impairment of receivables	957,165	431,617	-	188,819



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 7 PROFIT BEFORE TAXATION (CONTINUED)

Construction contract cost of the Group recognised as an expense during the financial year amounted to RM101,784,107 (2011: RM64,271,197). Cost of inventories of the Group recognised as an expense during the financial year amounted to RM29,356,026 (2011: RM31,278,752). Included in cost of sales of the Group and Company is depreciation expense amounting to RM10,372,514 (2011: RM7,291,924) and RM9,512,090 (2011: RM6,146,387) respectively.

### 8 OPERATING COSTS

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
<u>Expenses by nature</u>				
Sub-contractor costs	25,648,574	12,587,305	-	-
Direct construction materials	43,020,424	25,621,006	-	-
Direct construction expenses	12,148,301	9,855,701	-	-
Raw materials consumed	21,873,463	23,118,748	-	-
Manufacturing expenses	4,069,405	3,786,443	-	-
Provision for impairment:				
- advances to subsidiary companies	-	-	7,697	90,228
- receivables	40,000	1,270,000	-	-
Depreciation of:				
- property, plant and equipment	10,751,840	7,569,102	9,776,242	6,299,287
- investment properties	9,200	9,201	5,352	5,352
Inventories written off	123,798	364,489	-	-
Staff costs (including remuneration of Executive Directors) (Note 9)	13,584,152	12,286,398	2,198,841	1,810,639
Rental of accommodation	72,860	96,485	-	-
Rental of factory	96,000	268,000	-	-
Impairment losses of investment in subsidiary companies	-	-	7,107	467,394
Impairment losses of property, plant and equipment	-	129,297	-	-
Fair value loss on financial assets at fair value through profit or loss	11,309,199	-	6,893,401	-
Other operating cost	6,065,699	5,895,907	878,772	643,284
	148,812,915	102,858,082	19,767,412	9,316,184

### 9 STAFF COSTS

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Wages, salaries and bonuses	12,195,583	10,942,137	2,441,562	2,178,552
Defined contribution plan	1,164,685	1,087,573	293,686	258,279
Other employee benefits	223,884	256,688	2,884	4,044
	13,584,152	12,286,398	2,738,132	2,440,875
Charged to subsidiary company	-	-	(539,291)	(630,236)
	13,584,152	12,286,398	2,198,841	1,810,639



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 10 DIRECTORS' REMUNERATION (INCLUDING REMUNERATION OF EXECUTIVE DIRECTORS)

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Executive Directors:				
- salaries	1,316,271	1,111,200	1,124,271	931,200
- bonuses	467,000	343,000	425,000	301,000
- defined contribution plan	220,216	180,084	186,046	147,864
- benefits-in-kind	37,437	21,800	37,437	21,800
Non-Executive Directors:				
- fees - current year	60,000	60,000	60,000	60,000
- fees - prior year	-	15,000	-	15,000
	2,100,924	1,731,084	1,832,754	1,476,864
Directors of the subsidiary companies:				
Executive Directors of a subsidiary company:				
- salaries	-	110,324	-	-
- bonuses	-	-	-	-
- defined contribution plan	-	16,549	-	-
- benefits-in-kind	-	4,537	-	-
	-	131,410	-	-
	2,100,924	1,862,494	1,832,754	1,476,864
Total (excluding benefits-in-kind)	2,063,487	1,836,157	1,795,317	1,455,064

## 11 TAXATION

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Current taxation				
- company and subsidiaries	10,564,721	6,193,139	207,067	1,714,619
- (over)/under provision in respect of prior years	(2,095)	21,958	(1,500)	(2,250)
	10,562,626	6,215,097	205,567	1,712,369
Deferred taxation (Note 27)	2,404,006	986,494	2,391,619	948,401
	12,966,632	7,201,591	2,597,186	2,660,770





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 11 TAXATION (CONTINUED)

The explanation of the relationship between tax expense and profit before taxation differs from the statutory tax rate of 25% (2011: 25%) is reconciled as follows:

	Group		Company	
	2012 %	2011 %	2012 %	2011 %
Statutory income tax rate	25.0	25.0	25.0	25.0
Tax effects of:				
- income not subject to tax	(3.7)	(8.1)	(19.3)	(11.9)
- expenses not deductible for tax purposes	5.9	0.2	13.0	1.0
- under provision of tax in prior years	-	0.1	-	-
- deferred tax assets not recognised	-	1.1	-	-
- utilisation of previously unrecognised deferred tax assets	(0.6)	(0.1)	-	-
Average effective tax rate	26.6	18.2	18.7	14.1

## 12 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the Group's profit attributable to equity holders by the weighted average number of ordinary shares in issue during the financial year.

	Group	
	2012	2011
Profit attributable to equity holders of the Company (RM)	35,825,605	32,455,132
Weighted average number of ordinary shares in issue	80,064,000	80,064,000
Basic earnings per share (sen)	44.7	40.5

The Group does not have in issue any financial instruments or other contracts that may entitle its holder to ordinary shares and therefore dilute its basic earnings per share.

## 13 DIVIDENDS

	Group and Company			
	2012		2011	
	Gross per share sen	Amount of dividend net of tax RM	Gross per share sen	Amount of dividend net of tax RM
Final dividends on ordinary shares less income tax at 25% (2011:25%) for the financial year ended:				
- 30 June 2011	15	9,007,200	-	-
- 30 June 2010	-	-	15	9,007,200
Final single-tier dividend for the financial year ended 30 June 2011	4	3,202,560	-	-
Interim single-tier dividend for the financial year ended 30 June 2012	7.5	6,004,800	-	-
	26.5	18,214,560	15	9,007,200

At the forthcoming Annual General Meeting, a single-tier dividend in respect of financial year ended 30 June 2012 of 12.50 sen per share (2011: 15 sen per share less income tax of 25% and a single-tier dividend of 4 sen per share) amounting to RM10,008,000 (2011: total amounting to RM 12,209,760) will be proposed for shareholders' approval. These financial statements do not reflect this proposed final dividend which will be accrued as a liability in the financial year ending 30 June 2013 when approved by shareholders.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 14 PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land RM	Freehold building RM	Plant and machinery RM	Motor vehicles RM	Site equipment RM	Site office and workshop RM	Office equipment RM	Furniture and fittings RM	Office renovation RM	Total RM
<b>Net book value</b>										
At 1 July 2011	11,810,114	7,589,180	51,637,125	1,965,633	489,467	72,449	163,806	43,666	62,233	73,833,673
Additions	-	-	18,417,767	-	170,500	83,895	73,480	980	-	18,746,622
Disposals	-	-	(863,994)	(53,080)	(3,631)	-	(568)	-	-	(921,273)
Write off	-	-	(239)	-	(3,219)	(1,695)	(2,200)	-	-	(7,353)
Depreciation charge	-	(191,920)	(9,930,771)	(334,001)	(172,711)	(24,399)	(83,288)	(6,944)	(7,806)	(10,751,840)
Disposal of a subsidiary company (Note 16)	-	-	(58,469)	(21,252)	-	-	(16,445)	(3,333)	(1)	(99,500)
At 30 June 2012	11,810,114	7,397,260	59,201,419	1,557,300	480,406	130,250	134,785	34,369	54,426	80,800,329
<b>At 30 June 2012</b>										
Cost	11,810,114	10,689,443	149,386,065	4,201,479	4,488,759	328,137	1,133,222	127,213	119,061	182,283,493
Accumulated depreciation	-	(3,292,183)	(90,184,646)	(2,644,179)	(4,008,353)	(197,887)	(998,437)	(92,844)	(64,635)	(101,483,164)
Net book value	11,810,114	7,397,260	59,201,419	1,557,300	480,406	130,250	134,785	34,369	54,426	80,800,329
<b>Net book value</b>										
At 1 July 2010	11,810,114	7,781,099	28,703,750	847,461	234,184	82,701	210,645	26,860	38,155	49,734,969
Additions	-	-	30,018,086	1,385,419	386,050	9,480	46,451	23,451	43,893	31,912,830
Disposals	-	-	(85,827)	(26,427)	-	-	(1,385)	-	-	(113,639)
Write off	-	-	-	-	-	(1,417)	(671)	-	-	(2,088)
Depreciation charge	-	(191,919)	(6,869,587)	(240,820)	(130,767)	(18,315)	(91,234)	(6,645)	(19,815)	(7,569,102)
Impairment loss	-	-	(129,297)	-	-	-	-	-	-	(129,297)
At 30 June 2011	11,810,114	7,589,180	51,637,125	1,965,633	489,467	72,449	163,806	43,666	62,233	73,833,673
<b>At 30 June 2011</b>										
Cost	11,810,114	10,689,443	137,824,196	4,561,879	4,461,759	246,327	1,287,196	175,720	435,268	171,491,902
Accumulated depreciation	-	(3,100,263)	(86,057,774)	(2,596,246)	(3,972,292)	(173,878)	(1,123,390)	(132,054)	(373,035)	(97,528,932)
Accumulated impairment loss	-	-	(129,297)	-	-	-	-	-	-	(129,297)
Net book value	11,810,114	7,589,180	51,637,125	1,965,633	489,467	72,449	163,806	43,666	62,233	73,833,673



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 14 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company	Freehold land RM	Freehold building RM	Plant and machinery RM	Motor vehicles RM	Site equipment RM	Site office and workshop RM	Office equipment RM	Furniture and fittings RM	Office renovation RM	Total RM
<b>Net book value</b>										
At 1 July 2011	5,668,774	3,015,383	49,403,448	1,117,697	-	4,124	8,912	-	62,233	59,280,571
Additions	-	-	18,133,011	-	-	1,030	-	-	-	18,134,041
Disposals	-	-	(9,510,134)	(47,080)	-	-	-	-	-	(47,080)
Depreciation charge	-	(82,570)	(165,846)	(1,195,846)	-	(1,955)	(7,931)	-	(7,806)	(9,776,242)
At 30 June 2012	5,668,774	2,932,813	58,026,325	904,771	-	3,199	981	-	54,427	67,591,290
<b>At 30 June 2012</b>										
Cost	5,668,774	4,128,461	128,913,894	2,078,182	1,884,542	50,761	115,356	53,354	119,061	143,012,385
Accumulated depreciation	-	(1,195,648)	(70,887,569)	(1,173,411)	(1,884,542)	(47,562)	(114,375)	(53,354)	(64,634)	(75,421,095)
Net book value	5,668,774	2,932,813	58,026,325	904,771	-	3,199	981	-	54,427	67,591,290
<b>Net book value</b>										
At 1 July 2010	5,668,774	3,097,952	26,064,127	134,047	-	1,381	19,343	-	25,587	35,011,211
Additions	-	-	29,569,818	1,036,538	-	4,460	-	-	43,893	30,654,709
Disposals	-	-	(85,827)	-	-	-	-	-	-	(85,827)
Write off	-	-	-	-	-	-	(235)	-	-	(235)
Depreciation charge	-	(82,569)	(6,144,670)	(52,888)	-	(1,717)	(10,196)	-	(7,247)	(6,299,287)
At 30 June 2011	5,668,774	3,015,383	49,403,448	1,117,697	-	4,124	8,912	-	62,233	59,280,571
<b>At 30 June 2011</b>										
Cost	5,668,774	4,128,461	110,780,883	2,313,582	1,884,542	49,731	115,356	53,354	119,061	125,113,744
Accumulated depreciation	-	(1,113,078)	(61,377,435)	(1,195,885)	(1,884,542)	(45,607)	(106,444)	(53,354)	(56,828)	(65,833,173)
Net book value	5,668,774	3,015,383	49,403,448	1,117,697	-	4,124	8,912	-	62,233	59,280,571



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 14 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The net cash outflow for the acquisition of property, plant and equipment during the financial year is:

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Total acquisition of property, plant and equipment	18,746,622	31,912,830	18,134,041	30,654,709
Settlement on acquisition of property, plant and equipment in prior year	1,826,818	361,227	1,805,818	361,227
Accrual on acquisition of property, plant, and equipment in current year	(274,945)	(1,826,818)	-	(1,805,818)
	20,298,495	30,447,239	19,939,859	29,210,118

## 15 INVESTMENTS IN SUBSIDIARY COMPANIES

	Company	
	2012 RM	2011 RM
Unquoted shares, at cost	5,000,004	8,877,333
Less: Accumulated impairment losses	(638,755)	(2,122,323)
	4,361,249	6,755,010

The subsidiary companies, all of which are incorporated in Malaysia, are as follows:

Name of subsidiary companies	Principal activities	Percentage of equity interest	
		2012 %	2011 %
Pintaras Geotechnics Sdn. Bhd.	Geotechnical and foundation engineering services	100	100
Pintaras Megah Sdn. Bhd.	Civil engineering and building superstructure contractor	100	100
Corplast Packaging Industries Sdn. Bhd.	Manufacturing of corrugated plastic sheets	-	100
Pintaras Prima Sdn. Bhd.	Investment holding and provision of management services	100	100
Pintaras Development Sdn. Bhd.	Property investment and development	100	100
ReadyCast Concrete Industries Sdn. Bhd.	Dormant, manufacturing of pre-cast concrete piles and concrete related products	100	100



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 15 INVESTMENTS IN SUBSIDIARY COMPANIES (CONTINUED)

Name of subsidiary companies	Principal activities	Percentage of equity interest	
		2012 %	2011 %
Pintaras (East Malaysia) Sdn. Bhd.	Dormant, foundation and civil engineering contractor	100	100
Pintaras Piling Sdn. Bhd.	Dormant, driven pile contractor	100	100
Solidprop Sdn. Bhd.	Dormant, property investment	100	100
<b>Subsidiary companies of Pintaras Geotechnics Sdn. Bhd.</b>			
System Micro-Piling Sdn. Bhd.	Specialised geotechnical contractor	100	100
E-Wall Sdn. Bhd.	Manufacturing and installation of segmental pre-cast concrete retaining walls	100	100
<b>Subsidiary company of Pintaras Development Sdn. Bhd.</b>			
SMPP Development Sdn. Bhd.	Dormant, property developer	100	100
<b>Subsidiary company of Pintaras Prima Sdn. Bhd.</b>			
Prima Packaging Sdn. Bhd.	Manufacturing of metal containers	100	100

### 16 SUMMARY OF EFFECTS OF DISPOSAL OF A SUBSIDIARY COMPANY

On 9 November 2011, Pintaras Jaya Berhad entered into a Sale and Purchase Agreement with CLPG Packaging Industries Sdn. Bhd. for the disposal of the entire 100% equity interest held by the Company in Corplast Packaging Industries Sdn. Bhd. for a total cash consideration of RM3.36 million.

As a result, Corplast Packaging Industries Sdn. Bhd. ceased to be a 100% direct subsidiary company of the Group.

The effect of the disposal of the subsidiary company as above, up to the date of disposal on the results of the Group is shown below:

	RM
Revenue	1,356,597
Profit after taxation	283,560



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 16 SUMMARY OF EFFECTS OF DISPOSAL OF A SUBSIDIARY COMPANY (CONTINUED)

The effect of the disposal of the subsidiary company on the financial position of the Group is shown below:

	<b>RM</b>
Property, plant and equipment	99,500
Inventories	1,307,619
Trade and other receivables	2,356,778
Cash and bank balances	74,382
Amount owing to holding company	(580,000)
Trade and other payables	(516,904)
Provision for liabilities and charges	(71,161)
	<hr/>
Net assets disposed	2,670,214
Gain on disposal	689,786
	<hr/>
Total disposal proceeds	3,360,000
Less: Cash and bank balances of the subsidiary company disposed	(74,382)
	<hr/>
Net cash inflow on disposal	<u>3,285,618</u>

## 17 INVESTMENT IN AN ASSOCIATE COMPANY

	<b>Group</b>	
	<b>2012</b>	<b>2011</b>
	<b>RM</b>	<b>RM</b>
Share of net assets of an associate company	1	1,883

The Group's share of the assets and liabilities of the associate is as follows:

	<b>2012</b>	<b>2011</b>
	<b>RM</b>	<b>RM</b>
Current assets	1,238	3,133
Current liabilities	(1,250)	(1,250)
Net (liabilities)/assets	(12)	1,883

The Group's share of the revenue and expenses of the associate is as follows:

	<b>2012</b>	<b>2011</b>
	<b>RM</b>	<b>RM</b>
Revenue	-	-
Other (expenses)/income	(1,895)	65,347
(Loss)/Profit before taxation	(1,895)	65,347
Taxation	-	-
(Loss)/Profit for the financial year	(1,895)	65,347



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 17 INVESTMENT IN AN ASSOCIATE COMPANY (CONTINUED)

The unrecognised share of losses of the Group's associate principally comprises RM12 (2011:nil) in relation to PHSB Sdn. Bhd. of which RM12 (2011:nil) arose in the year.

The details of the associate are as follows:

Name	Country of incorporation	Group's effective interest	
		2012 %	2011 %
PHSB Sdn. Bhd.	Malaysia	50	50

The principal activities of the associate consist of building contracting works, civil engineering and specialising in reinforced concrete and foundation. There has been no change in these activities and the Company remains dormant during the financial year.

### 18 INVESTMENT PROPERTIES

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
<b>Cost</b>				
At start and end of the financial year	460,037	460,037	267,600	267,600
<b>Accumulated depreciation</b>				
At start of the financial year	121,754	112,553	74,928	69,576
Depreciation charge	9,200	9,201	5,352	5,352
At end of the financial year	130,954	121,754	80,280	74,928
<b>Accumulated impairment losses</b>				
At start of the financial year	32,672	48,024	32,672	48,024
Reversal of impairment losses	(10,352)	(15,352)	(10,352)	(15,352)
At end of the financial year	22,320	32,672	22,320	32,672
<b>Net book value</b>				
At 30 June	306,763	305,611	165,000	160,000
Fair value	311,900	310,000	165,000	160,000

The fair value of properties was based on valuations by independent professionally qualified valuers. Valuations were based on current prices in an active market for all properties.

Direct operating expenses of investment properties that do not generate rental income of the Group and Company during the period amounted to RM9,350 (2011: RM9,346) and RM3,851 (2011: RM3,847) respectively.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 19 AMOUNTS DUE FROM/(TO) CUSTOMERS ON CONTRACTS

	Group	
	2012 RM	2011 RM
Aggregate costs to date	72,754,541	59,819,752
Attributable profit	32,844,075	15,310,713
Progress billings	105,598,616 (126,089,721)	75,130,465 (84,573,868)
	(20,491,105)	(9,443,403)
Amounts due from customers on contracts	-	2,160,890
Amounts due to customers on contracts	(20,491,105)	(11,604,293)
	(20,491,105)	(9,443,403)

## 20 INVENTORIES

	Group	
	2012 RM	2011 RM
Raw materials	9,478,548	6,534,016
Work-in-progress	1,529,781	1,495,416
Finished goods	1,670,988	2,180,469
Properties acquired held for resale	750,750	750,750
	13,430,067	10,960,651

## 21 RECEIVABLES

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Trade receivables	65,060,244	53,161,902	-	-
Retention sum on contracts	16,366,153	16,405,857	-	-
Less: Provision for impairment of trade receivables	(753,471)	(4,416,245)	-	-
	80,672,926	65,151,514	-	-
Other receivables	1,640,307	1,979,033	245,868	23,794
Less: Provision for impairment of other receivables	(1,270,000)	(1,270,000)	-	-
	370,307	709,033	245,868	23,794
Advance payment	79,200	155,400	-	-
Deposits	3,350,666	5,992,805	3,148,009	5,720,257
Prepayments	336,688	349,988	219,408	228,222
	4,136,861	7,207,226	3,613,285	5,972,273
Total	84,809,787	72,358,740	3,613,285	5,972,273





## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 21 RECEIVABLES (CONTINUED)

The currency exposure profile of receivables excluding prepayments is as follows:

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Ringgit Malaysia	84,288,353	66,719,084	3,393,877	609,042
US Dollar	13,910	13,605	-	-
Singapore Dollar	170,836	141,054	-	-
Euro	-	5,135,009	-	5,135,009
	84,473,099	72,008,752	3,393,877	5,744,051

The Group's normal credit terms for trade receivables range from payment in advance to 120 days (2011: payment in advance to 120 days).

The Group's top five customers make up 63% (2011: 50%) of the Group's trade receivables. Management believe that no additional credit risk beyond amounts allowed for collection losses is inherent in the Group's trade receivables as the Directors are of the view that the credit risk is minimal in view of the stability and historical settlement of the receivables from these customers. Apart from this, the Group has no significant concentration of credit risk that may arise from exposure to a single customer or to groups of customers.

The ageing analysis of the Group's trade receivables is as follows:

	Group	
	2012 RM	2011 RM
Neither past due nor impaired	56,348,871	52,398,609
Past due but not impaired:		
- 1 to 60 days past due	18,053,129	10,705,168
- 61 to 120 days past due	1,883,522	596,353
- More than 120 days past due	4,387,404	1,451,384
	24,324,055	12,752,905
Impaired	753,471	4,416,245
Total trade receivables	81,426,397	69,567,759

#### Receivables that are neither past due nor impaired

The Group does not foresee any material impairment occurring based on the amounts already collected after year end and based on the historical trend of collection.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 21 RECEIVABLES (CONTINUED)

### Receivables that are past due but not impaired

The Group has trade receivables amounting to RM 24,324,055 (2011: RM12,752,905) that are past due at the reporting date but not impaired. The Group does not foresee any material impairment occurring based on the amounts already collected after year end and based on the historical trend of collection.

The changes in provision for impairment of trade and other receivables during the financial year are as follows:

	Group	
	2012 RM	2011 RM
<b>Trade receivables</b>		
At 1 July	4,416,245	4,659,043
Credited to profit or loss	(957,165)	(242,798)
Charged to profit or loss	40,000	-
Bad debt written off	(2,674,119)	-
Disposal of a subsidiary company	(71,490)	-
At 30 June	753,471	4,416,245
<b>Other receivables</b>		
At 1 July	1,270,000	188,819
Credited to profit or loss	-	(188,819)
Charged to profit or loss	-	1,270,000
At 30 June	1,270,000	1,270,000

## 22 AMOUNTS DUE FROM/(TO) SUBSIDIARY COMPANIES

The trade balances due from/(to) subsidiary companies are unsecured, interest free and have credit terms ranging from 30 to 90 days (2011: 30 to 90 days). The non-trade balances due from subsidiary companies are unsecured, interest free and repayable on demand.

The amounts due from/(to) subsidiary companies are denominated in Ringgit Malaysia.

## 23 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Marketable securities:				
- shares of corporations quoted in Malaysia	12,596,285	28,096,100	10,348,636	21,097,261
- shares of corporations quoted outside Malaysia	25,404,406	21,257,812	17,818,691	14,147,085
	38,000,691	49,353,912	28,167,327	35,244,346



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 23 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (CONTINUED)

The currency exposure profile of financial assets at fair value through profit or loss is as follows:

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Ringgit Malaysia	12,596,285	28,096,100	10,348,636	21,097,261
Hong Kong Dollar	14,112,221	10,398,035	9,409,108	6,608,559
Singapore Dollar	6,136,502	5,791,665	3,847,291	3,891,835
Philippine Peso	2,321,670	855,734	2,321,670	855,734
Thai Baht	652,393	1,296,695	652,393	765,679
Indonesia Rupiah	2,181,620	2,879,960	1,588,229	1,989,555
US Dollar	-	35,723	-	35,723
	38,000,691	49,353,912	28,167,327	35,244,346

### 24 CASH AND CASH EQUIVALENTS

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Short-term deposits held by Group and Company:				
- with licensed banks	48,730,598	27,253,891	7,752,062	18,568,883
- with other financial institutions	21,575,448	17,427,440	13,112,995	3,461,811
Short-term deposits held by fund managers:				
- with licensed banks	2,775,000	940,000	1,565,000	940,000
- with other financial institutions	3,063,273	1,670,219	3,063,273	930,219
Cash and bank balances	8,284,217	5,095,476	5,817,141	3,742,833
	84,428,536	52,387,026	31,310,471	27,643,746

The weighted average effective interest rates per annum of short-term deposits at the date of statement of financial position are as follows:

	Group		Company	
	2012 %	2011 %	2012 %	2011 %
Short-term deposits	3.04	2.88	3.02	2.97

Short-term deposits of the Group and Company have an average maturity of 34 days (2011: 51 days).



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 24 CASH AND CASH EQUIVALENTS (CONTINUED)

The currency exposure profile of cash and cash equivalents is as follows:

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Ringgit Malaysia	76,244,848	48,757,538	24,731,921	24,286,753
Euro	829,549	39,627	829,549	39,627
Hong Kong Dollar	2,791,179	364,070	1,669,004	314,507
Singapore Dollar	1,422,087	1,236,219	1,396,656	1,047,219
Philippine Peso	114,139	468,129	114,139	468,129
Thai Baht	324,714	281,645	237,288	271,146
Indonesian Rupiah	1,784,336	1,172,898	1,780,846	1,172,898
US Dollar	917,684	66,678	551,068	43,467
Australian Dollar	-	222	-	-
	84,428,536	52,387,026	31,310,471	27,643,746

## 25 SHARE CAPITAL

	Group and Company	
	2012 RM	2011 RM
<b>Authorised:</b>		
- 100,000,000 ordinary shares of RM1.00 each	100,000,000	100,000,000
<b>Issued and fully paid:</b>		
- 80,064,000 ordinary shares of RM1.00 each	80,064,000	80,064,000

## 26 RETAINED EARNINGS

Under the single-tier system which came into effect from the year of assessment 2008, companies are not required to have tax credits under Section 108 of the Income Tax Act, 1967 for dividend payment purposes. Dividends paid under this system are tax exempt in the hand of shareholders.

Companies with Section 108 credits as at 31 December 2007 may continue to frank dividends until the Section 108 credits are exhausted or 31 December 2013, whichever is earlier, unless they opt to disregard the Section 108 credits to pay single-tier dividends under the special transitional provisions of the Finance Act, 2007.

During the financial year, the Company has opted to disregard the Section 108 credits to pay single-tier dividends.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 27 DEFERRED LIABILITIES

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same tax authority. The following amounts, determined after appropriate offsetting, are shown in the statement of financial position:

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
<b>Deferred tax liabilities</b>				
At the start of the financial year	6,226,879	5,240,385	5,368,102	4,419,701
Charged to profit or loss (Note 11):				
- property, plant and equipment	2,400,506	989,994	2,391,619	948,401
- provisions	3,500	(3,500)	-	-
	2,404,006	986,494	2,391,619	948,401
At the end of the financial year	8,630,885	6,226,879	7,759,721	5,368,102
<b>Subject to income tax</b>				
Deferred tax liabilities (before offsetting):				
- property, plant and equipment	8,630,885	6,230,379	7,759,721	5,368,102
Offsetting	-	(3,500)	-	-
Deferred tax liabilities (after offsetting)	8,630,885	6,226,879	7,759,721	5,368,102
Deferred tax assets (before offsetting):				
- provisions	-	3,500	-	-
Offsetting	-	3,500	-	-
	-	(3,500)	-	-
Deferred tax assets (after offsetting)	-	-	-	-

The amount of deductible temporary differences and unused tax losses (both of which have no expiry date) for which no deferred tax assets are recognised in the statement of financial position are as follows:

	Group	
	2012 RM	2011 RM
Deductible temporary differences	86,804	342,722
Unused tax losses	9,761,318	11,038,711

No deferred tax assets are recognised in respect of the above as it is not probable that taxable profit will be available against which they can be utilised.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 28 PAYABLES

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Trade payables	21,161,683	15,878,409	-	-
Other payables and accruals	3,868,096	5,555,374	1,044,798	2,768,943
	25,029,779	21,433,783	1,044,798	2,768,943

The currency exposure profile of payables is as follows:

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Ringgit Malaysia	22,836,497	19,122,349	1,044,798	1,013,568
US Dollar	1,636,630	188,267	-	-
Singapore Dollar	550,731	1,393,239	-	1,178,400
Euro	5,921	729,928	-	576,975
	25,029,779	21,433,783	1,044,798	2,768,943

The normal credit terms granted to the Group and Company range from 0 to 90 days (2011: 0 to 90 days).

## 29 CAPITAL COMMITMENTS

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Authorised and contracted:				
Commitments for the purchase of property, plant and equipment	3,252,110	5,175,062	3,237,270	5,116,122

## 30 SIGNIFICANT RELATED PARTY DISCLOSURES

In addition to related party disclosures mentioned elsewhere in the financial statements, set out below are other significant related party transactions. The related party transactions described below were carried out on terms and conditions negotiated between the Group and the related party.

	Company	
	2012 RM	2011 RM
(a) Significant transactions with related parties		
(i) Plant and machinery rental income from subsidiary company:		
Pintaras Geotechnics Sdn. Bhd.	21,616,050	12,069,475



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 30 SIGNIFICANT RELATED PARTY DISCLOSURES (CONTINUED)

	Company	
	2012 RM	2011 RM
(a) Significant transactions with related parties (Continued)		
<b>(ii) Gross dividend income from subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	5,000,000	5,500,000
<b>(iii) Advances to subsidiary companies:</b>		
Pintaras Prima Sdn. Bhd.	-	19,000
Prima Packaging Sdn. Bhd.	-	1,600,000
Pintaras Geotechnics Sdn. Bhd.	1,600,000	-
<b>(iv) Repayment of advance from subsidiary companies:</b>		
Pintaras Prima Sdn. Bhd.	-	1,506,000
Prima Packaging Sdn. Bhd.	-	1,600,000
Pintaras Geotechnics Sdn. Bhd.	1,600,000	-
(b) Significant balances with related parties		
<b>(i) Amount due from subsidiary companies</b>		
Pintaras Geotechnics Sdn. Bhd.	1,664,134	1,629,094
SMPP Development Sdn. Bhd.	600,750	600,750
Corplast Packaging Industries Sdn. Bhd.	-	505,000

(c) Compensation of key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director of the Group.

The aggregate amount of remuneration received/receivable by key management personnel (including Executive Directors) of the Group and Company for the financial year are as disclosed in Note 10 to the financial statements.

### 31 SEGMENTAL INFORMATION

The Group's operations comprise the following business segments:

- (i) Piling, civil engineering and construction works
- (ii) Manufacturing
- (iii) Others



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 31 SEGMENTAL INFORMATION (CONTINUED)

(a) Business segments

	Piling, civil engineering and construction works RM	Manufacturing RM	Others RM	Group RM
<b>2012</b>				
<b>Revenue</b>				
External revenue	146,151,174	39,020,369	-	185,171,543
<b>Results</b>				
Segment results	42,205,938	8,882,961	(24,027)	51,064,872
Unallocated income				
- Gain on disposals of financial assets at fair value through profit or loss				5,855,494
- Gain on disposal of subsidiary company				689,786
- Interest income				1,782,408
- Others				876,115
Total unallocated income				9,203,803
Unallocated costs (including fair value loss on financial assets at fair value through profit or loss of RM11,309,199)				(11,474,079)
Finance cost				(477)
Share of results of an associate company	(1,882)	-	-	(1,882)
Profit before taxation				48,792,237
Taxation				(12,966,632)
Profit for the financial year				35,825,605
<b>Net assets</b>				
Segment assets	136,748,489	37,567,605	949,684	175,265,778
Unallocated assets (including financial assets at fair value through profit or loss of RM38,000,691)				126,510,396
Total assets				301,776,174
Segment liabilities	41,001,683	4,113,874	27,711	45,143,268
Unallocated liabilities				19,186,569
Total liabilities				64,329,837





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 31 SEGMENTAL INFORMATION (CONTINUED)

(a) Business segments (Continued)

	Piling, civil engineering and construction works RM	Manufacturing RM	Others RM	Group RM
<b>2012</b>				
<b>Other information</b>				
Capital expenditure	18,731,554	15,068	-	18,746,622
Depreciation of property, plant and equipment	10,067,170	602,100	82,570	10,751,840
<b>2011</b>				
<b>Revenue</b>				
External revenue	85,941,095	39,994,546	-	125,935,641
<b>Results</b>				
Segment results	17,975,303	7,283,447	(25,311)	25,233,439
Unallocated income				
- Fair value gain on financial assets at fair value through profit or loss				6,773,319
- Gain on disposals of financial assets at fair value through profit or loss				5,202,679
- Interest income				1,559,464
- Others				984,142
Total unallocated income				14,519,604
Unallocated costs				(161,233)
Finance cost				(434)
Share of results of an associate company	65,347	-	-	65,347
Profit before taxation				39,656,723
Taxation				(7,201,591)
Profit for the financial year				32,455,132
<b>Net assets</b>				
Segment assets	117,975,774	37,127,714	925,754	156,029,242
Investment in an associate company				1,883
Unallocated assets (including financial assets at fair value through profit or loss of RM49,353,912)				105,356,632
Total assets				261,387,757
Segment liabilities	30,243,558	2,468,610	24,694	32,736,862
Unallocated liabilities				8,815,603
Total liabilities				41,552,465



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

## 31 SEGMENTAL INFORMATION (CONTINUED)

(a) Business segments (Continued)

2011	Piling, civil engineering and construction works RM	Manufacturing RM	Others RM	Group RM
<b>Other information</b>				
Capital expenditure	31,456,712	456,118	-	31,912,830
Depreciation of property, plant and equipment	6,533,064	953,469	82,569	7,569,102
Impairment losses on property, plant and equipment	-	129,297	-	129,297

Unallocated income includes interest income, dividend income and gain on disposal of financial assets at fair value through profit or loss. Unallocated costs represent corporate expenses and property maintenance expenses. Unallocated assets include financial assets at fair value through profit or loss, short-term deposits and freehold land and buildings used for head office purposes. Unallocated liabilities include taxation and deferred taxation.

Capital expenditure comprises additions to property, plant and equipment (Note 14).

(b) Geographical segment

Segmental reporting by geographical area is not presented as the Group's activities are all carried out in Malaysia.

## 32 SUBSEQUENT EVENT

On 1 August 2012, the Company acquired 100% of the entire issued and paid-up share capital of Incabest Trading Sdn. Bhd. ("Incabest") for a total cash consideration of RM2.00. On 13 August 2012, Incabest changed its name to Primapac Sdn. Bhd..

## 33 FAIR VALUES

The carrying amounts of financial assets and liabilities of the Group and Company as at the reporting date approximated their fair values except those set out in the respective notes to the financial statements.

## 34 APPROVAL OF FINANCIAL STATEMENTS

The financial statements have been approved for issue in accordance with a resolution of the Board of Directors on 12 September 2012.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2012

### 35 SUPPLEMENTARY INFORMATION – BREAKDOWN OF RETAINED EARNINGS INTO REALISED AND UNREALISED

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

	Group		Company	
	2012 RM	2011 RM	2012 RM	2011 RM
Total retained earnings of the Company and its subsidiaries:				
- realised	152,526,600	122,393,091	45,643,492	43,414,870
- unrealised	(7,422,578)	6,115,460	(6,542,053)	2,629,563
	145,104,022	128,508,551	39,101,439	46,044,433
Total share of retained earnings from an associate company:				
- realised	-	1,883	-	-
- unrealised	-	-	-	-
	145,104,022	128,510,434	39,101,439	46,044,433
Add: Consolidation adjustments	8,792,797	7,775,340	-	-
Retained earning as per financial statements	153,896,819	136,285,774	39,101,439	46,044,433

The disclosure of realised and unrealised profits/(losses) above is solely for compliance with the directive issued by Bursa Malaysia Securities Berhad and should not be used for any other purpose.



## STATEMENT BY DIRECTORS

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PURSUANT TO SECTION 169(15) OF THE COMPANIES ACT, 1965

We, Dr Chiu Hong Keong and Khoo Keow Pin, being two of the Directors of Pintaras Jaya Berhad, state that, in the opinion of the Directors, the financial statements set out on pages 27 to 73 are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 June 2012 and of the results and cash flows of the Group and of the Company for the financial year ended on that date in accordance with the MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities and the provisions of the Companies Act, 1965.

In accordance with a resolution of the Board of Directors dated 12 September 2012.

**DR CHIU HONG KEONG**  
DIRECTOR

**KHOO KEOW PIN**  
DIRECTOR

Shah Alam

## STATUTORY DECLARATION

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PURSUANT TO SECTION 169(16) OF THE COMPANIES ACT, 1965

I, Khoo Yok Kee, the Director primarily responsible for the financial management of Pintaras Jaya Berhad, do solemnly and sincerely declare that the financial statements set out on pages 27 to 73 are, in my opinion, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act 1960.

**KHOO YOK KEE**

Subscribed and solemnly declared by the abovenamed Khoo Yok Kee at Petaling Jaya in Malaysia on 12 September 2012, before me.

**S.AROKIADASS**  
No. B. 390  
COMMISSIONER FOR OATHS  
Petaling Jaya



## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PINTARAS JAYA BERHAD (Company No. 189900-H) (Incorporated in Malaysia)

### REPORT ON THE FINANCIAL STATEMENTS

We have audited the financial statements of Pintaras Jaya Berhad on pages 27 to 73 which comprise the statements of financial position as at 30 June 2012 of the Group and of the Company, and the statements of comprehensive income, changes in equity and cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out in Notes 1 to 34.

#### Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities and the Companies Act, 1965, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the financial statements have been properly drawn up in accordance with MASB Approved Accounting Standards in Malaysia for Entities Other than Private Entities and the Companies Act, 1965 so as to give a true and fair view of the financial position of the Group and of the Company as of 30 June 2012 and of their financial performance and cash flows for the year then ended.

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provisions of the Act.
- (b) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.
- (c) The audit reports on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.



## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PINTARAS JAYA BERHAD (Company No. 189900-H) (Incorporated in Malaysia)

### OTHER REPORTING RESPONSIBILITIES

The supplementary information set out in Note 35 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad and is not part of the financial statements. The directors are responsible for the preparation of the supplementary information in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.

### OTHER MATTERS

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

### PRICEWATERHOUSECOOPERS

(No. AF: 1146)  
Chartered Accountants

### YEE WAI YIN

(No. 2081/08/14 (J))  
Chartered Accountant

Kuala Lumpur  
12 September 2012



## ANALYSIS OF SHAREHOLDINGS

AS AT 29TH AUGUST 2012

Authorised Share Capital	:	RM100,000,000
Issued and Paid-up Share Capital	:	RM80,064,000
Class of Share	:	Ordinary share of RM1.00 each
Voting Rights	:	1 vote per ordinary share
Number of Shareholders	:	1,877

### SUBSTANTIAL SHAREHOLDERS

The following are the substantial shareholders of the Company according to the Register of Substantial Shareholders :

Name of Shareholders	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Pintaras Bina Sdn Bhd	29,884,058	37.33	-	-
Dr Chiu Hong Keong	11,407,860	14.25	35,173,538 <sup>(1)</sup>	43.93
Khoo Yok Kee	5,212,880	6.51	41,368,518 <sup>(2)</sup>	51.67
Khoo Keow Pin	5,041,652	6.30	-	-

Notes:-

- (1) Deemed interest through his shareholding in Pintaras Bina Sdn Bhd and interest held by his spouse, Mdm KhooYok Kee, and his son, Mr. Chiu Wei Wen, in Pintaras Jaya Berhad
- (2) Deemed interest through her shareholding in Pintaras Bina Sdn Bhd and interest held by her spouse, Dr Chiu Hong Keong, and her son, Mr. Chiu Wei Wen, in Pintaras Jaya Berhad

### DIRECTORS' SHAREHOLDINGS

Name of Directors	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Dr Chiu Hong Keong	11,407,860	14.25	35,173,538 <sup>(1)</sup>	43.93
Khoo Keow Pin	5,041,652	6.30	-	-
Khoo Yok Kee	5,212,880	6.51	41,368,518 <sup>(2)</sup>	51.67
Chiu Wei Wen	76,600	0.10	-	-
Koo Git Loo @ Chiu Git Loo	8,400	0.01	-	-
Kong Kim Piew	-	-	-	-
Chang Cheng Wah	-	-	-	-
Arnold Kwan Poon Keong	-	-	-	-

Notes:-

- (1) Deemed interest through his shareholding in Pintaras Bina Sdn Bhd and interest held by his spouse, Mdm KhooYok Kee, and his son, Mr. Chiu Wei Wen, in Pintaras Jaya Berhad
- (2) Deemed interest through her shareholding in Pintaras Bina Sdn Bhd and interest held by her spouse, Dr Chiu Hong Keong, and her son, Mr. Chiu Wei Wen, in Pintaras Jaya Berhad

### DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders		No. of Shares	
		%		%
Less than 100	27	1.44	870	0.00
100 to 1,000	290	15.45	222,440	0.28
1,001 to 10,000	1,155	61.53	5,072,000	6.33
10,001 to 100,000	356	18.97	10,446,840	13.05
100,001 to less than 5% of issued shares	45	2.40	12,775,400	15.96
5% and above of issued shares	4	0.21	51,546,450	64.38
	1,877	100.00	80,064,000	100.00



## ANALYSIS OF SHAREHOLDINGS

AS AT 29TH AUGUST 2012

### THIRTY LARGEST SHAREHOLDERS (as shown in the Record of Depositors)

	Name of Shareholders	No. of Shares	%
1	Pintaras Bina Sdn Bhd	29,884,058	37.33
2	Chiu Hong Keong	11,407,860	14.25
3	Khoo Yok Kee	5,212,880	6.51
4	Khoo Keow Pin	5,041,652	6.30
5	Chua Hock Chin	1,640,000	2.05
6	HSBC Nominees (Tempatan) Sdn Bhd (HSBC (M) Trustee Bhd for Singular Asia Flexible Fund (5758-401))	1,063,600	1.33
7	Soo Jian Yeu	638,000	0.80
8	Neoh Choo Ee & Company, Sdn. Berhad	600,000	0.75
9	Cartaban Nominees (Tempatan) Sdn Bhd (AXA Affin General Insurance Berhad)	551,000	0.69
10	HSBC Nominees (Tempatan) Sdn Bhd (HSBC (M) Trustee Bhd for Singular Value Fund)	546,400	0.68
11	HSBC Nominees (Asing) Sdn Bhd (Exempt AN for HSBC Private Bank (Suisse) S.A. (Spore TST ACCL))	499,600	0.62
12	Tan Jin Tuan	495,000	0.62
13	Tan Jin Tuan	438,000	0.55
14	Wong Lok Jee @ Ong Lok Jee	380,000	0.47
15	Dynaquest Sdn. Berhad	350,000	0.44
16	Maybank Nominees (Tempatan) Sdn Bhd (Pledged securities account for Chong Khong Shoong)	300,000	0.37
17	Citigroup Nominees (Tempatan) Sdn Bhd (Employees Provident Fund Board (PHEIM))	277,600	0.35
18	Sow Tiap	270,000	0.34
19	Fong Ting Wong	270,000	0.34
20	Yeo Khee Huat	267,600	0.33
21	Chan Sok Leun @ Chan Wai Kim	250,000	0.31
22	General Technology Sdn Bhd	224,400	0.28
23	Chong Ik Poh	220,000	0.27
24	HSBC Nominees (Tempatan) Sdn Bhd (HSBC (M) Trustee Bhd for Texas Instruments Malaysian Employees Retirement Plan (Retirement Fund))	210,700	0.26
25	Kejutaan Vital Properties Sdn Bhd	200,000	0.25
26	Khoo Hwee @ Khoo Yew	184,000	0.23
27	HSBC Nominees (Asing) Sdn Bhd (HSBC-FS for Asean Emerging Companies Growth Fund Ltd)	179,100	0.22
28	Denver Corporation Sdn Bhd	171,000	0.21
29	Soo Ah Mooi	165,500	0.21
30	OSK Nominees (Asing) Sdn Berhad (Pledged securities account for Tan Lee Gek)	151,700	0.19
	<b>TOTAL</b>	<b>62,089,650</b>	<b>77.55</b>





## LIST OF PROPERTIES

AS AT 30TH JUNE 2012

Location	Tenure	Description / Existing Use	Age Of Buildings (Years)	Approx. Area (Sq. m.)	Net Book Value at 30.06.2012 RM'000	Date of Acquisition
H.S.(D) 80039 P.T. No. 14351 Mukim Damansara Daerah Petaling Negeri Selangor	Freehold	Land with Factory cum Office Premises (Factory cum Office Building)	20	19,983	10,606	20.12.1991
Lot 46 Seksyen U1 Glenmarie Industrial Estate Mukim of Damansara District of Klang Selangor Darul Ehsan	Freehold	Land with Office Premises (Office Warehouse)	15	4,249	4,468	05.08.1994
Lot 6100 Mukim of Kapar District of Klang Selangor Darul Ehsan	Freehold	Industrial Land (Store and Casting Yard)	-	40,468	4,134	16.03.1995
H.S.(D) 248312 PTD 67291 Mukim of Tebrau Johor	Freehold	Industrial Land (For Future Development)	-	2,461	455	28.03.1991
H.S.(D) 248325 PTD 67304 Mukim of Tebrau Johor	Freehold	Hawker Centre (Vacant)	14	1,355	146	28.03.1991
PT 12207 Unit No. A1.05.05 Genting View Resort Kempas Apartment Genting Highlands Pahang Darul Makmur	Freehold	3-Bedroom Apartment (Vacant)	19	99	165	29.01.1997
No. 2-2 Arab-Malaysian Business Centre Jalan Tuanku Munawir 70000 Seremban Negeri Sembilan	Freehold	Business Complex Shop/Office (Vacant)	14	105	142	17.05.1999
1-2-17 Block Ixora 1 Jalan S2 G3 Garden Avenue Seremban 2 70300 Seremban Negeri Sembilan	Freehold	Apartment (Vacant)	10	74	50	08.10.2001
1-2-19 Block Ixora 1 Jalan S2 G3 Garden Avenue Seremban 2 70300 Seremban Negeri Sembilan	Freehold	Apartment (Vacant)	10	74	50	08.10.2001
2-2-05 Block Ixora 2 Jalan S2 G3 Garden Avenue Seremban 2 70300 Seremban Negeri Sembilan	Freehold	Apartment (Vacant)	10	74	50	24.12.2001



## APPENDIX

### DETAILS OF THE PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

The existing Memorandum of Association of the Company, which is affected by the Proposed Increase in Authorised Share Capital of the Company, is amended by the deletion and substitution thereof of the following :

CLAUSE NO.	EXISTING CLAUSE	PROPOSED NEW CLAUSE
5	The capital of the Company is Malaysian Ringgit One Hundred Million (RM100,000,000.00) only divided into One Hundred Million (100,000,000) shares of RM1.00 each, with power from time to time to increase or reduce its capital and to issue any shares in the original or increased capital as ordinary preferred, redeemable preferred, or deferred shares, and to attach to any class or classes of such shares any preference rights, privileges or conditions, or subject the same to any restriction or limitations.	<b>The capital of the Company is Ringgit Malaysia One Billion and Five Hundred Million (RM1,500,000,000.00) only divided into One Billion and Five Hundred Million (1,500,000,000) shares of RM1.00 each, with power from time to time to increase or reduce its capital and to issue any shares in the original or increased capital as ordinary preferred, redeemable preferred, or deferred shares, and to attach to any class or classes of such shares any preference rights, privileges or conditions, or subject the same to any restriction or limitations.</b>

The existing Articles of Association of the Company, which is affected by the recent amendments made to the Main Market Listing Requirements of Bursa Securities are reproduced here with the proposed amendments and/or additions alongside of the affected articles as follows:

ARTICLE NO.	EXISTING ARTICLES	PROPOSED NEW ARTICLES
2	New Definition	<b>“Dividend Reinvestment Scheme” means a scheme which enables shareholders to reinvest cash dividend into new shares.</b>
	New Definition	<b>“Exempt Authorised Nominee” means an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”) which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.</b>
60	<u>Number of votes</u>  Every member shall be entitled to be present and to vote on any question either personally or by proxy, or as proxy for another member at any general meeting and to be reckoned in a quorum in respect of any fully paid-up shares and of any shares upon which calls due and payable to the Company shall have been paid. A proxy shall be entitled to vote on a show of hands on any question at any general meeting. No member shall be entitled so to vote or be recognised in a quorum in respect of any shares upon which any call or other sum so due and payable shall be unpaid. On a resolution to be decided on a show of hands, a holder of ordinary shares or preference shares who is personally present and entitled to vote shall be entitled to one (1) vote.	<u>Number of votes</u>  Every member shall be entitled to be present and to vote on any question either personally or by proxy, or as proxy for another member at any general meeting <b>or at a meeting of any class of members of the Company</b> , and to be reckoned in a quorum in respect of any fully paid-up shares and of any shares upon which calls due and payable to the Company shall have been paid. A proxy shall be entitled to vote on a show of hands on any question at any general meeting <b>or at a meeting of any class of members of the Company</b> . No member shall be entitled so to vote or be recognised in a quorum in respect of any shares upon which any call or other sum so due and payable shall be unpaid. On a resolution to be decided on a show of hands, a holder of ordinary shares or preference shares who is personally present and entitled to vote shall be entitled to one (1) vote.



## APPENDIX

### DETAILS OF THE PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY (CONTINUED)

ARTICLE NO.	EXISTING ARTICLES	PROPOSED NEW ARTICLES
65	<p><u>Instrument appointing a proxy to be in writing</u></p> <p>The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.</p>	<p><u>Instrument appointing a proxy to be in writing</u></p> <p>The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. <b>There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.</b> The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.</p>
66	<p><u>Form of proxy – Under “Notes”</u></p> <p>A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Act shall not apply to the Company.</p>	<p><u>Form of proxy – Under “Notes”</u></p> <p><b>There shall be no restriction as to the qualification of a proxy</b> and the provisions of Section 149(1)(b) of the Act shall not apply to the Company.</p>
67A	<p>New provision</p>	<p><u>Appointment of multiple proxies</u></p> <p><b>Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.</b></p>
120A	<p>New provision</p>	<p><u>Dividend Reinvestment Scheme</u></p> <p><b>Subject to the provisions of the Listing Requirements and the Act and compliance therewith, the Company may, upon the recommendation of the Directors, undertake a Dividend Reinvestment Scheme upon the terms and conditions as the Company deem fit.</b></p>



**PROXY FORM**

\*I/We ..... NRIC No .....  
(Full Name in Capital Letters)

of .....  
(Address)

being a member(s) of PINTARAS JAYA BERHAD hereby appoint .....

..... NRIC No. ....  
(Full name in Capital Letters)

of .....  
(Address)

\*and/or failing him/her, .....NRIC No .....  
(Full name in Capital Letters)

of .....  
(Address)

as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Twenty-Third Annual General Meeting of Pintaras Jaya Berhad to be held at Mauna Lani B Room, Holiday Inn Kuala Lumpur Glenmarie, 1 Jalan Usahawan U1/8, 40250 Shah Alam, Selangor Darul Ehsan on Thursday, 18th October 2012 at 9:30 a.m. and at any adjournment thereof.

The proportion of \*my/our holding to be represented by \*my/our proxies (maximum 2 only) are as follows :-  
(The next paragraph should be completed only when two proxies are appointed)

\*First Proxy (1) ..... %

\*Second Proxy (2) ..... %

Number of shares held :
-------------------------

No.	Resolutions	FOR	AGAINST
<b>ORDINARY BUSINESS</b>			
1.	To approve the declaration of a final dividend of 12.5% single-tier.		
2.	To approve the Directors' fees.		
3.	To re-elect Mr. Khoo Keow Pin as Director.		
4.	To re-elect Mr. Koo Git Loo @ Chiu Git Loo as Director.		
5.	To elect Mr. Chiu Wei Wen as Director.		
6.	To re-appoint Messrs PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration.		
<b>SPECIAL BUSINESS</b>			
7.	Authority to issue shares.		
8.	Proposed increase in authorised share capital.		
9.	Proposed amendment to the Memorandum of Association of the Company.		
10.	Proposed amendments to the Articles of Association of the Company.		

Please indicate with (X) how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

Dated this ..... day of ..... 2012

.....  
\*Signature(s)/Common Seal of Shareholder(s)

(\*Delete where inapplicable)

**Notes :-**

- (1) A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- (2) To be valid, this form, duly completed must be deposited at the Registered Office at No. 8, Jalan Majistret U1/26, HICOM-Glenmarie Industrial Park, 40150 Shah Alam, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the meeting.
- (3) A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Companies Act, 1965 are complied with.
- (4) Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (5) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- (6) Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
- (7) If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
- (8) A depositor shall not be regarded as a member entitled to attend this general meeting and to speak and vote thereat unless his/her name appears in the Register of Members and/or Record of Depositors as at 12 October 2012 issued by Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") upon request by the Company in accordance with the rules of the Bursa Depository.

FOLD THIS FLAP FOR SEALING

FOLD HERE

Stamp

**PINTARAS JAYA BERHAD (189900-H)**  
NO. 8 JALAN MAJISTRET U1/26  
HICOM-GLENMARIE INDUSTRIAL PARK  
40150 SHAH ALAM  
SELANGOR DARUL EHSAN

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