

A N N U A L   R E P O R T   2 0 1 3



**PINTARAS JAYA BERHAD**  
(189900H)

# Contents

2	NOTICE OF ANNUAL GENERAL MEETING
5	CORPORATE INFORMATION
6	PROFILE OF DIRECTORS
8	STATEMENT ON CORPORATE GOVERNANCE
13	OTHER INFORMATION
14	AUDIT COMMITTEE REPORT
16	CHAIRMAN'S STATEMENT
18	FINANCIAL HIGHLIGHTS
20	FINANCIAL STATEMENTS
84	ANALYSIS OF SHAREHOLDINGS
86	LIST OF PROPERTIES
	PROXY FORM





## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Twenty-Fourth Annual General Meeting of the Company will be held at Glenmarie Ballroom B, Holiday Inn Kuala Lumpur Glenmarie, 1 Jalan Usahawan U1/8, 40250 Shah Alam, Selangor Darul Ehsan on Monday, 7th October 2013 at 9:30 a.m. for the following purposes:-

### AGENDA

1. To table the Audited Financial Statements for the financial year ended 30 June 2013 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 15% single-tier for the financial year ended 30 June 2013. (Resolution 1)
3. To approve the Directors' fees for the financial year ended 30 June 2013. (Resolution 2)
4. To re-elect the following Directors who retire in accordance with the Company's Articles of Association :-
  - i) Dr. Chiu Hong Keong (Article 73) (Resolution 3)
  - ii) Mr. Kong Kim Piew (Article 73) (Resolution 4)
  - iii) Mr. Chang Cheng Wah (Article 73) (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 Ordinary Resolutions with or without modifications:-

#### 6. Proposed Retention of Independent Non-Executive Directors

"**THAT** approval be and is hereby given to the following Directors who have served as Independent Non-Executive Directors of the Company for a cumulative term of more than nine years, to continue to act as Independent Non-Executive Directors in accordance with the Malaysian Code on Corporate Governance 2012:-

- i) Mr. Kong Kim Piew; and (Resolution 7)
- ii) Mr. Chang Cheng Wah". (Resolution 8)

#### 7. Authority to Issue Shares (Resolution 9)

"**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")".

8. 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 HEREBY GIVEN** that subject to the approval of the shareholders, a final dividend of 15% single-tier in respect of the financial year ended 30 June 2013 will be paid on 3rd January 2014 to shareholders whose names appear on the Record of Depositors at the close of business on 13 December 2013.

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 13 December 2013 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  
13 September 2013

### 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 1 October 2013 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

---

### Explanatory Note on Special Business

(9) *Proposed retention of Independent Non-Executive Directors (Resolutions 7 and 8)*

*The Board of Directors is unanimous in its recommendation that Mr. Kong Kim Piew and Mr. Chang Cheng Wah shall remain as Independent Non-Executive Directors of the Company as they are qualified and can be entrusted to discharge their duties and responsibilities independently and objectively notwithstanding their tenure on the Board. They have performed their roles diligently and in the best interest of the Company. Once their respective resolutions are approved at the forthcoming Annual General Meeting, they will continue their office as Independent Non-Executive Director.*

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

*The Resolution 9, 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.*



## CORPORATE INFORMATION

---

### 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*

KOO GIT LOO @ CHIU GIT LOO  
*Non-Independent Non-Executive Director*

KONG KIM PIEW  
*Independent Non-Executive Director*

CHANG CHENG WAH  
*Independent Non-Executive Director*

ARNOLD KWAN POON KEONG  
*Independent Non-Executive Director*

### 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

---

### DR CHIU HONG KEONG

Dr Chiu Hong Keong, a Malaysian, aged 58 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 46,584,998 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 56 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 53 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 many years of experience in accounting, marketing, finance, administration and corporate affairs. She holds a total of 46,584,998 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.

### CHIU WEI WEN

Mr Chiu Wei Wen, a Malaysian, aged 28 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 80,200 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.



## PROFILE OF DIRECTORS

---

### **KOO GIT LOO @ CHIU GIT LOO**

Ir Koo Git Loo @ Chiu Git Loo, a Malaysian, aged 65 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 many 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.

### **KONG KIM PIEW**

Ir Kong Kim Piew, a Malaysian, aged 60 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**

Ir Chang Cheng Wah, a Malaysian, aged 56 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 52 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 many 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.

### **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 five Board Meetings of Pintaras Jaya held for the financial year ended 30 June 2013.





## 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 Charter

A Board Charter had been established and approved by the Board on 27 August 2013. The objectives of the Board Charter are to ensure that all Board members are aware of their duties and responsibilities as Board members, the various legislations and regulations affecting their conduct and that the principles and practices of good Corporate Governance are applied in all dealings by Board members individually and/or on behalf 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 6 and 7 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, five Board Meetings were held. Details of attendance of each Director are as follows:-

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

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.

### **Nomination Committee**

Nomination Committee was established on 22 June 2001. The Committee meets at least once a year with additional meetings convened when necessary. During the financial year, one committee meeting was held. Detail of attendance of each committee members is as follows:-

<b><u>Committee Members</u></b>	<b><u>No. of Meetings Attended</u></b>
---------------------------------	--

Kong Kim Piew	1/1
---------------	-----

Chang Cheng Wah	1/1
-----------------	-----

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 Non-Executive Directors.

### **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 assisting the Board in ensuring compliance to applicable rules and regulations as well as Board Meeting procedures.

### **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><u>Title of training</u></b>	<b><u>Attended by</u></b>
Advocacy Sessions On Corporate Disclosure For Directors Of Listed Issuers	Dr Chiu Hong Keong Khoo Yok Kee Khoo Keow Pin Chiu Wei Wen Koo Git Loo @ Chiu Git Loo Kong Kim Piew Chang Cheng Wah Arnold Kwan Poon Keong
Aspects of the Construction Industry Payment And Adjudication Act, 2012	Khoo Keow Pin

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.



## STATEMENT ON CORPORATE GOVERNANCE

### 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-Fourth Annual General Meeting ("AGM") are Dr Chiu Hong Keong, Mr Kong Kim Piew and Mr Chang Cheng Wah. Their particulars are set out in the Profile of Directors on pages 6 and 7 of this Annual Report.

### **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)	1,465,200	-
EPF (RM)	256,446	-
Fees (RM)	-	80,000
Bonuses (RM)	566,000	-
Benefits-in-kind (RM)	44,700	-
Total (RM)	2,332,346	80,000

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	-	4
RM200,001 to RM250,000	1	-
RM600,001 to RM650,000	2	-
RM850,001 to RM900,000	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 as well as the Company's website.

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.

#### 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.



## STATEMENT ON CORPORATE GOVERNANCE

---

### 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 recognises 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 12 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 14 to 15 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 27th August 2013.





## STATEMENT ON CORPORATE GOVERNANCE

---

### 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 encourages close monitoring and 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.

The Board has received assurance from the Managing Director and the Executive Director that the Group's risk management and internal control system is operating adequately and effectively in all material aspects, based on the risk management and internal control system of the Group.

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

---

### 1. BOARD MEETINGS

There were five 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, five Audit Committee Meetings were held and the details of attendance of the Audit Committee Members are as follows :-

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

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 RM34,763.





## CHAIRMAN'S STATEMENT

---

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 June 2013.

### REVIEW OF RESULTS

The Group recorded a pre-tax profit of RM67.2 million and profit after tax of RM52.3 million. These results are significantly higher than those achieved in the preceding FY. Construction activities contributed about RM49.2 million to pre-tax profit compared to RM42.2 million last FY representing an increase of about 17%. This was despite a marginal decrease in revenue as profits from completed projects were realised. Pre-tax profit from manufacturing came in at RM6.6 million dropping 26% compared to RM8.9 million for FY2012. The lower result was mainly due to lower selling prices pushed down by much lower tin-plate prices and compressed margins.

### 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 15 sen per share amounting to RM12,009,600. The Company had earlier in July 2013 paid an interim single-tier dividend of 10 sen per share amounting to RM8,006,400. If approved, the final and interim dividends will totalled RM20,016,000 for FY2013, exceeding FY2012's record payout of RM16,012,800.

Although the Company does not have a stated dividend policy, it is worthwhile to highlight that the Company has paid a dividend every year since it was public listed in 1994 and the average net payout per year amounted to about 38% of net profits.

### REVIEW OF OPERATIONS

The Group achieved a revenue of RM173 million against last FY's revenue of RM185 million representing a decrease of about 7%. Both the construction business as well as our manufacturing business contributed to the reduction in Group revenue. The construction business recorded a revenue of RM138 million down from FY2012's RM146 million. Uncertainties pending the General Elections of May 2013 led to deferments on implementation of projects that we have secured or were about to secure. As a consequence, our capacity utilization plans were disrupted leading to operational inefficiencies.

We continue to experience staffing shortages as the labour market is extremely tight particularly for operators of cranes and drilling equipment. Generally, labour costs continue to rise and some material prices such as concrete are also higher.

Revenue from our metal can business was at about RM35 million, lower by about 10% compared to RM39 million for FY2012. Lower selling prices and a perceptible drop in demand from our customers are the main contributing factors.

### CORPORATE AND BUSINESS DEVELOPMENTS

In July 2013 we have proposed a 1 for 1 Bonus Issue, an Employee Share Option Scheme and a Share-Buy Back authority. These proposals should be implemented in FY2014 when all necessary approvals are obtained.

We have been selected again by Forbes Asia to be in their list of "Best Under A Billion" category for 2013. The list highlights the 200 high-performing Asia-Pacific companies with revenue under US\$1 billion selected from more than 15,000 public listed companies in their data base. We last won the award in 2008.

### OUTLOOK

The construction sector continues to be buoyant with many projects in full swing. Notably, piling works for virtually all packages of MRT Line 1 are at various stages of implementation. MRT Lines 2 and 3 will follow suit so that there is continuity of work for main contractors and sub-contractors. Although for us LRT/MRT related piling works form only a small part of our current operations, they certainly contribute significantly to the overall strength of the piling industry. Additionally, as we previously mentioned, the LRT/MRT projects have indeed spawned many property developments located around LRT/MRT stations. We believe the MRT lines will not be confined to Lines 1, 2 and 3 and many will follow in the years to come. Similarly for the LRT lines. We also think that other cities like Penang and Johor Baru/Iskandar will eventually have their LRT/MRT lines. We also believe that the high speed rail link between KL and Singapore will be built.



## CHAIRMAN'S STATEMENT

---

Other large scale project developments that will span some years such as Iskandar, Pengerang Petroleum Terminal and TRX have started works and we can expect that the pace of works in these projects will accelerate in the next couple of years. These projects together with a long list of project proposals already announced point to a very promising 2014 – 2015 for the piling industry. We have earmarked another RM50 million for capital expenditure in 2013 – 2014 to expand our capacity although human resource remains a challenging issue for growth. We are also seeking out acquisitions to augment our earnings streams to capitalize on our strong balance sheet.

As another positive year passes for the property market, the fear of a major correction or a bust of the property “bubble” will heighten. We cannot predict these events, but wish to stress that we operate with a very long term perspective. Global markets remain volatile. The economies of US, Europe and Japan are recovering but problems are appearing in the emerging countries. The impending winding down of the loose monetary policy in the US have rattled markets. Capital flight from the emerging countries back to the developed markets has taken place and will have adverse implications. In essence, there will be volatility and uncertainties despite a potentially strong 2014. Nevertheless, we expect to perform better. *Age Quod Agis.*

### 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

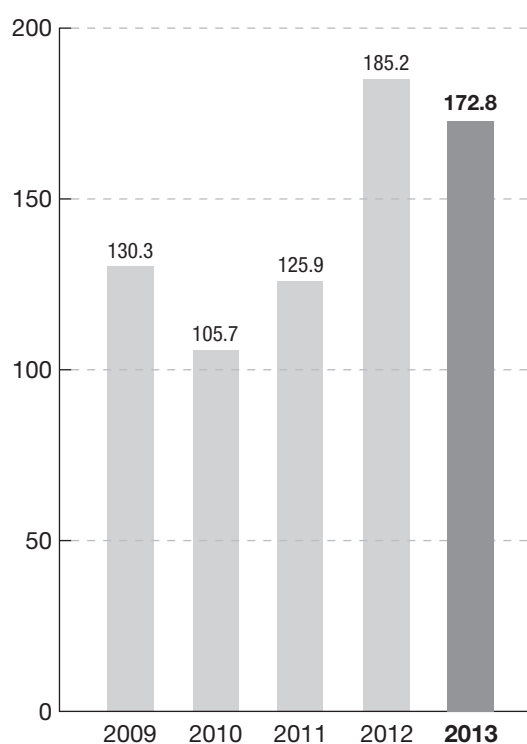
Chairman/Managing Director  
September 2013



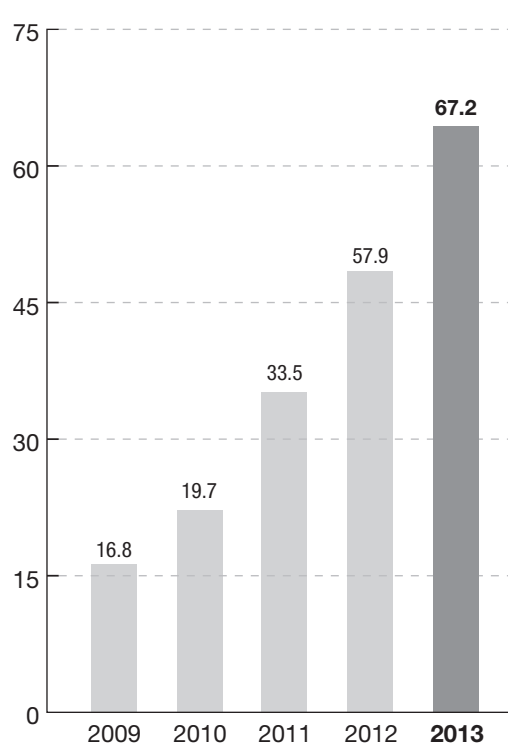
## FINANCIAL HIGHLIGHTS

	2013 RM'000	2012 RM'000	2011 RM'000	2010 RM'000	2009 RM'000
Revenue	172,845	185,172	125,936	105,731	130,295
Profit before taxation	67,151	57,863	33,454	19,693	16,788
Profit after taxation	52,317	44,897	26,252	14,383	11,470
Paid-up Capital	80,064	80,064	80,064	80,064	80,064
Shareholders' funds	271,097	237,446	219,835	190,230	175,497
Total assets	331,433	301,776	261,388	214,664	214,755
Earnings per share (RM)	0.65	0.56	0.33	0.18	0.14
Net tangible assets per share (RM)	3.39	2.97	2.75	2.38	2.19
Gross dividend rate (%)	20	19	15	10	12

**Revenue**  
RM Million



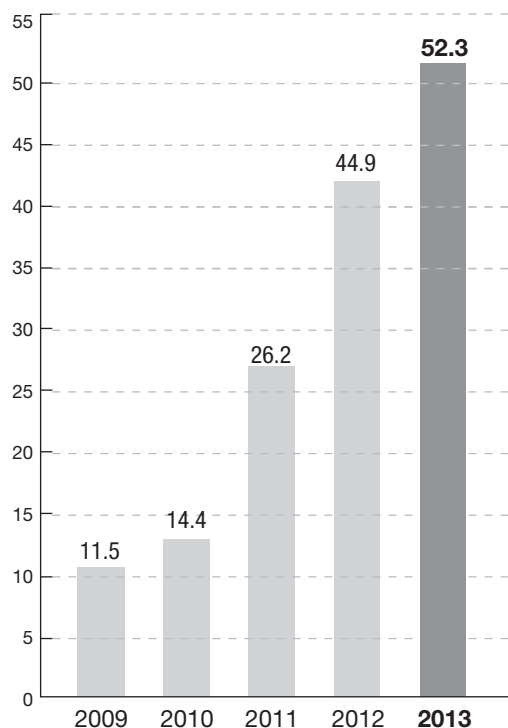
**Profit Before Taxation**  
RM Million



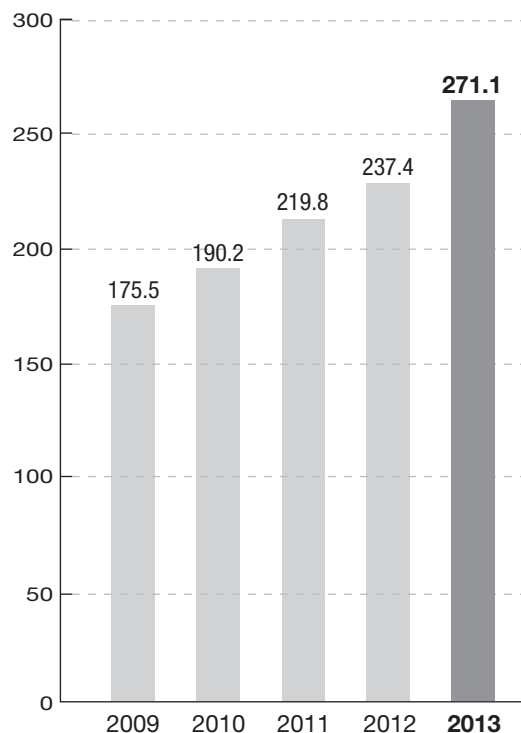


## FINANCIAL HIGHLIGHTS

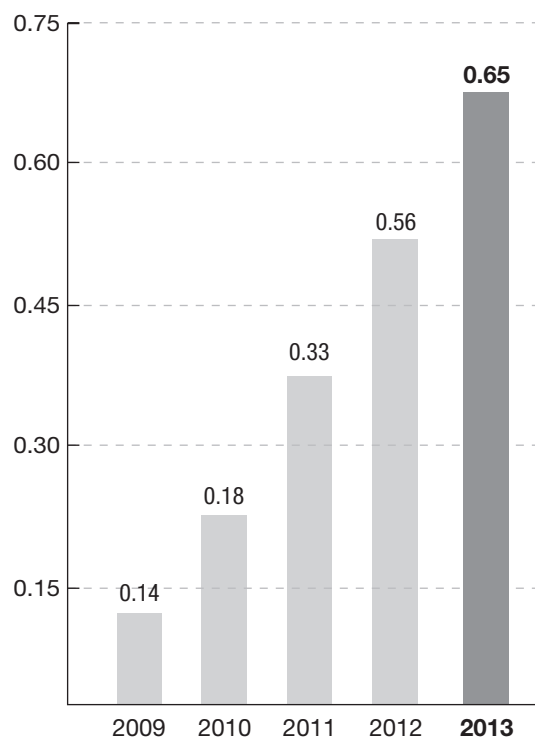
**Profit After Taxation**  
RM Million



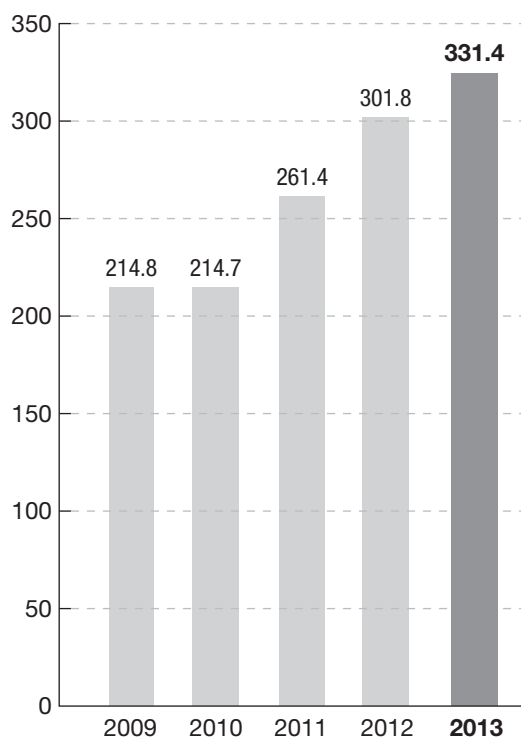
**Shareholders' Funds**  
RM Million



**Earnings Per Share**  
RM



**Total Assets**  
RM Million





# Financial Statements

21	DIRECTORS' REPORT
25	STATEMENTS OF COMPREHENSIVE INCOME
26	STATEMENTS OF FINANCIAL POSITION
28	CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
29	COMPANY STATEMENT OF CHANGES IN EQUITY
30	STATEMENTS OF CASH FLOWS
33	NOTES TO THE FINANCIAL STATEMENTS
81	STATEMENT BY DIRECTORS
81	STATUTORY DECLARATION
82	INDEPENDENT AUDITORS' REPORT



## DIRECTORS' REPORT

The Directors of Pintaras Jaya Berhad have pleasure in submitting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2013.

### 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.

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 these activities during the financial year.

### FINANCIAL RESULTS

	Group RM	Company RM
Profit attributable to equity holders	52,316,937	75,253,958

### DIVIDENDS

The dividends paid or declared by the Company since 30 June 2012 were as follows:

	RM
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
Final single-tier dividend of 12.5 sen per share, paid on 15 January 2013	10,008,000
In respect of financial year ended 30 June 2013:	
Interim single-tier dividend of 10 sen per share, declared on 17 May 2013	8,006,400
	<u>24,019,200</u>

The Directors now recommend the payment of a final single-tier dividend of 15 sen per share on 80,064,000 ordinary shares, amounting to RM12,009,600 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  
 Chiu Wei Wen  
 Koo Git Loo @ Chiu Git Loo  
 Kong Kim Piew  
 Chang Cheng Wah  
 Arnold Kwan Poon Keong

In accordance with Article 73 of the Company's Articles of Association, Dr Chiu Hong Keong, Kong Kim Piew and Chang Cheng Wah retire by rotation at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-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 30.6.2013
	At 1.7.2012	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	76,600	3,600	-	80,200

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.



## DIRECTORS' REPORT

### DIRECTORS' INTERESTS (CONTINUED)

	Number of ordinary shares of RM1.00 each			At 30.6.2013
	At 1.7.2012	Acquired	Disposed	
<b>Indirect interests</b>				
Dr Chiu Hong Keong	29,884,058 <sup>*1</sup>	-	-	29,884,058
	76,600 <sup>*2</sup>	3,600	-	80,200
Khoo Yok Kee	29,884,058 <sup>*1</sup>	-	-	29,884,058
	76,600 <sup>*2</sup>	3,600	-	80,200

\*1 Deemed interest by virtue of their interest pursuant to Section 6A of the Companies Act, 1965.

\*2 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.

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

- 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
- any contingent liability of the Group or Company which has arisen since the end of the financial year.



## DIRECTORS' REPORT

---

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

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.

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 293 (2012: 264) and 2 (2012: 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.

Signed on behalf of the Board of Directors in accordance with their resolution dated 5 September 2013.

DR CHIU HONG KEONG  
CHAIRMAN

KHOO KEOW PIN  
DIRECTOR

Shah Alam



# STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

	Note	Group		Company	
		2013 RM	2012 RM	2013 RM	2012 RM
Revenue	5	172,844,964	185,171,543	81,241,035	26,616,050
Cost of sales		(112,898,539)	(131,140,133)	(10,242,931)	(9,512,090)
Gross profit		59,946,425	54,031,410	70,998,104	17,103,960
Other operating income		15,385,781	12,522,228	10,429,953	7,106,398
Administrative expenses		(3,321,323)	(3,275,946)	(786,768)	(1,102,370)
Other operating expenses		(4,859,267)	(5,412,189)	(2,532,635)	(3,822,805)
Finance cost	6	(217)	(477)	(1)	(24)
Share of results of an associated company		-	(1,882)	-	-
Profit before taxation	7	67,151,399	57,863,144	78,108,653	19,285,159
Taxation	11	(14,834,462)	(12,966,632)	(2,854,695)	(2,597,186)
Profit for the financial year		52,316,937	44,896,512	75,253,958	16,687,973
Other comprehensive income:					
Available-for-sale financial assets					
- net changes in fair value		3,970,901	(6,626,142)	2,870,030	(3,745,914)
- reclassified to profit or loss:					
- impairment		517,818	2,324,552	517,818	1,563,254
- disposal		(5,140,474)	(4,769,317)	(4,539,524)	(3,233,747)
Other comprehensive income for the financial year		(651,755)	(9,070,907)	(1,151,676)	(5,416,407)
Total comprehensive income for the financial year		51,665,182	35,825,605	74,102,282	11,271,566
Profit attributable to equity holders of the company		52,316,937	44,896,512	75,253,958	16,687,973
Earnings per share (sen)					
- basic	12	65.3	56.1		

The notes set out on pages 33 to 79 form an integral part of these financial statements.





# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2013

	Note	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
<b>ASSETS</b>							
<b>NON-CURRENT ASSETS</b>							
Property, plant and equipment	14	77,558,703	80,800,329	73,833,673	63,842,897	67,591,290	59,280,571
Investments in subsidiary companies	15	-	-	-	4,351,652	4,361,249	6,755,010
Investment in an associated company	18	1	1	1,883	-	-	-
Investment properties	19	137,914	306,763	305,611	-	165,000	160,000
Available-for-sale financial assets	20	30,128,376	38,000,691	49,353,912	20,293,243	28,167,327	35,244,346
Deferred tax assets	21	268,878	-	-	-	-	-
		108,093,872	119,107,784	123,495,079	88,487,792	100,284,866	101,439,927
<b>CURRENT ASSETS</b>							
Amounts due from customers on contracts	22	2,261,815	-	2,160,890	-	-	-
Inventories	23	15,421,413	13,430,067	10,960,651	-	-	-
Tax recoverable		9,707	-	25,371	-	-	-
Receivables	24	80,315,149	84,809,787	72,358,740	6,586,931	3,613,285	5,972,273
Amounts due from subsidiary companies	25	-	-	-	2,471,823	2,264,884	2,734,844
Amount due from an associated company	26	1,000	-	-	-	-	-
Dividend receivable		-	-	-	10,000,000	-	-
Short-term deposits	27	100,449,772	76,144,319	47,291,550	72,770,904	25,493,330	23,900,913
Cash and bank balances	27	24,880,544	8,284,217	5,095,476	16,974,623	5,817,141	3,742,833
		223,339,400	182,668,390	137,892,678	108,804,281	37,188,640	36,350,863
<b>TOTAL ASSETS</b>		<b>331,433,272</b>	<b>301,776,174</b>	<b>261,387,757</b>	<b>197,292,073</b>	<b>137,473,506</b>	<b>137,790,790</b>



# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2013 (CONTINUED)

	Note	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
<b>EQUITY AND LIABILITIES</b>							
Equity attributable to equity holders of the Company							
<b>CAPITAL AND RESERVES</b>							
Share capital	28	80,064,000	80,064,000	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	3,485,518	3,485,518
Available-for-sale reserve		2,835,612	3,487,367	12,558,274	1,676,100	2,827,776	8,244,183
Retained earnings	29	184,711,989	150,409,452	123,727,500	93,513,221	36,273,663	37,800,250
<b>TOTAL EQUITY</b>		<b>271,097,119</b>	<b>237,446,337</b>	<b>219,835,292</b>	<b>178,738,839</b>	<b>122,650,957</b>	<b>129,593,951</b>
<b>NON-CURRENT LIABILITY</b>							
Deferred tax liabilities	21	10,085,924	8,630,885	6,226,879	9,492,947	7,759,721	5,368,102
<b>CURRENT LIABILITIES</b>							
Amounts due to customers on contracts	22	13,851,023	20,491,105	11,604,293	-	-	-
Payables	30	23,923,022	25,029,779	21,433,783	642,008	1,044,798	2,768,943
Dividend payable		8,006,400	6,004,800	-	8,006,400	6,004,800	-
Taxation		4,469,784	4,173,268	2,287,510	411,879	13,230	59,794
		<b>50,250,229</b>	<b>55,698,952</b>	<b>35,325,586</b>	<b>9,060,287</b>	<b>7,062,828</b>	<b>2,828,737</b>
<b>TOTAL LIABILITIES</b>		<b>60,336,153</b>	<b>64,329,837</b>	<b>41,552,465</b>	<b>18,553,234</b>	<b>14,822,549</b>	<b>8,196,839</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>331,433,272</b>	<b>301,776,174</b>	<b>261,387,757</b>	<b>197,292,073</b>	<b>137,473,506</b>	<b>137,790,790</b>

The notes set out on pages 33 to 79 form an integral part of these financial statements.



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

		Attributable to equity holders of the Company				
		Issued and fully paid ordinary shares of RM1.00 each		Non-distributable	Distributable	
Note	Number of shares	Nominal value RM	Share premium RM	Available-for- sale reserve RM	Retained earnings RM	Total equity RM
<b>Group</b>						
At 1 July 2012	80,064,000	80,064,000	3,485,518	3,487,367	150,409,452	237,446,337
Comprehensive income:						
- profit for the financial year	-	-	-	-	52,316,937	52,316,937
- other comprehensive income	-	-	-	(651,755)	-	(651,755)
Total comprehensive (loss)/ income for the financial year	-	-	-	(651,755)	52,316,937	51,665,182
Dividends	13	-	-	-	(18,014,400)	(18,014,400)
At 30 June 2013	80,064,000	80,064,000	3,485,518	2,835,612	184,711,989	271,097,119
At 1 July 2011	80,064,000	80,064,000	3,485,518	12,558,274	123,727,500	219,835,292
Comprehensive income:						
- profit for the financial year	-	-	-	-	44,896,512	44,896,512
- other comprehensive income	-	-	-	(9,070,907)	-	(9,070,907)
Total comprehensive (loss)/ income for the financial year	-	-	-	(9,070,907)	44,896,512	35,825,605
Dividends	13	-	-	-	(18,214,560)	(18,214,560)
At 30 June 2012	80,064,000	80,064,000	3,485,518	3,487,367	150,409,452	237,446,337

The notes set out on pages 33 to 79 form an integral part of these financial statements.



# COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

Note	Issued and fully paid ordinary shares of RM1.00 each		Share premium RM	Non-distributable Available-for- sale reserve RM	Distributable Retained earnings RM	Total equity RM
	Number of shares	Nominal value RM				
Company						
At 1 July 2012	80,064,000	80,064,000	3,485,518	2,827,776	36,273,663	122,650,957
Comprehensive income:						
- profit for the financial year	-	-	-	-	75,253,958	75,253,958
- other comprehensive income	-	-	-	(1,151,676)	-	(1,151,676)
Total comprehensive (loss)/ income for the financial year	-	-	-	(1,151,676)	75,253,958	74,102,282
Dividends	13	-	-	-	(18,014,400)	(18,014,400)
At 30 June 2013	80,064,000	80,064,000	3,485,518	1,676,100	93,513,221	178,738,839
At 1 July 2011	80,064,000	80,064,000	3,485,518	8,244,183	37,800,250	129,593,951
Comprehensive income:						
- profit for the financial year	-	-	-	-	16,687,973	16,687,973
- other comprehensive income	-	-	-	(5,416,407)	-	(5,416,407)
Total comprehensive (loss)/ income for the financial year	-	-	-	(5,416,407)	16,687,973	11,271,566
Dividends	13	-	-	-	(18,214,560)	(18,214,560)
At 30 June 2012	80,064,000	80,064,000	3,485,518	2,827,776	36,273,663	122,650,957

The notes set out on pages 33 to 79 form an integral part of these financial statements.



# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

	Note	Group 2013 RM	2012 RM	Company 2013 RM	2012 RM
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>					
Profit for the financial year		52,316,937	44,896,512	75,253,958	16,687,973
Adjustments for:					
Depreciation of property, plant and equipment		11,369,822	10,751,840	10,499,519	9,776,242
(Gain)/loss on disposals of property, plant and equipment		(220,468)	(346,896)	(92,976)	2,080
Gain on disposal of investment property		(63,995)	-	(63,995)	-
Gain on disposal of a subsidiary company		-	(689,786)	-	(973,346)
Property, plant and equipment written off		2,891	7,353	-	-
Depreciation of investment properties		5,633	9,200	1,784	5,352
Reversal of impairment loss of investment properties		-	(10,352)	-	(10,352)
Gain on disposals of available-for-sale financial assets		(8,031,539)	(5,941,754)	(7,111,734)	(4,220,450)
Impairment losses of available-for-sale financial assets		517,818	2,324,552	517,818	1,563,254
Net unrealised loss/(gain) on foreign exchange		209,058	(178,911)	87,144	(113,404)
Impairment losses of investment in subsidiary companies		-	-	9,599	7,107
Impairment losses of property, plant and equipment		47,580	-	-	-
Interest income		(2,956,312)	(1,782,408)	(1,331,547)	(702,584)
Interest expense		217	477	1	24
Dividend income from available-for-sale financial assets		(1,098,327)	(692,801)	(784,313)	(571,251)
Dividend income from subsidiary companies		-	-	(59,885,000)	(5,000,000)
Taxation		14,834,462	12,966,632	2,854,695	2,597,186
Share of results of an associated company		-	1,882	-	-
		66,933,777	61,315,540	19,954,953	19,047,831



# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013 (CONTINUED)

	Note	Group		Company	
		2013 RM	2012 RM	2013 RM	2012 RM
Changes in working capital:					
Net amounts due to customers					
on contracts		(8,901,897)	11,047,702	-	-
Inventories		(1,991,346)	(3,777,034)	-	-
Receivables		4,442,268	(13,249,467)	(3,038,105)	2,581,062
Payables		(890,411)	6,162,809	(312,998)	4,436
Amount due from an associated company		(1,000)	-	-	-
Amounts due from subsidiary companies		-	-	(241,541)	(103,640)
Cash from operations		59,591,391	61,499,550	16,362,309	21,529,689
Tax paid		(13,352,085)	(8,643,347)	(713,770)	(220,710)
Tax refund		1,213	27,506	-	-
Interest income received		2,848,471	1,709,988	1,226,160	692,682
Interest expense paid		(217)	(477)	(1)	(24)
Net cash flows generated from operating activities		49,088,773	54,593,220	16,874,698	22,001,637
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>					
Purchases of property, plant and equipment	14	(8,494,236)	(20,298,495)	(6,711,548)	(19,939,859)
Proceeds from disposals of property, plant and equipment		261,092	68,169	124,300	45,000
Purchases of available-for-sale financial assets		(29,584,854)	(35,635,293)	(22,120,464)	(27,298,670)
Proceeds from disposals of available-for-sale financial assets		44,400,652	41,399,041	35,518,172	31,480,903
Purchase of a subsidiary company		-	-	(2)	-
Proceeds from disposal of a subsidiary company		-	3,285,618	-	3,360,000
Proceeds from disposal of investment property		227,211	-	227,211	-
Dividend income received		1,087,708	656,816	50,660,262	5,539,830
Advances to subsidiary companies		-	-	(38,300)	(1,921,400)
Repayment of advances from subsidiary companies		-	-	2,000	2,495,000
Placement by fund managers for investment purposes		(16,028,704)	(6,700,621)	(14,253,508)	(4,897,860)
Net cash flows (used in)/ generated from investing activities		(8,131,131)	(17,224,765)	43,408,123	(11,137,056)





# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013 (CONTINUED)

	Note	Group		Company	
		2013 RM	2012 RM	2013 RM	2012 RM
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>					
Dividends paid		(16,012,800)	(12,209,760)	(16,012,800)	(12,209,760)
Advances from a subsidiary company		-	-	260,000	-
Repayment of advances to a subsidiary company		-	-	(260,000)	-
Net cash flows used in financing activities		(16,012,800)	(12,209,760)	(16,012,800)	(12,209,760)
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>		24,944,842	25,158,695	44,270,021	(1,345,179)
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL YEAR</b>		71,194,647	45,853,758	20,907,789	22,138,924
<b>CURRENCY TRANSLATION DIFFERENCES</b>		(71,766)	182,194	(88,473)	114,044
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR</b>	27	96,067,723	71,194,647	65,089,337	20,907,789

The notes set out on pages 33 to 79 form an integral part of these financial statements.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 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.

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 these activities during the financial year.

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in preparing the consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### (a) Basis of preparation

The financial statements of the Group and Company have been prepared in accordance with the provisions of the Malaysian Financial Reporting Standards ('MFRS'), International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

The financial statements of the Group and the Company for the financial year ended 30 June 2013 are the first set of financial statements prepared in accordance with the MFRS, including MFRS 1, 'First-time Adoption of Malaysian Financial Reporting Standards'. Subject to certain transition elections disclosed in Note 35, the Group and Company have consistently applied the same accounting policies in its opening MFRS statements of financial position at 1 July 2011 (transition date) and throughout all financial years presented, as if these policies had always been in effect. Comparative figures for 2012 in these financial statements have been restated to give effect to these changes. Subsequent to the transition in the financial reporting framework to MFRS on 1 July 2012, the restated comparative information has not been audited under MFRS. The restated comparative statements of financial position as at 30 June 2012, comparative statements of comprehensive income, changes in equity and cash flows for the financial year then ended have been audited under the previous financial reporting framework, Financial Reporting Standards in Malaysia. Note 35 discloses the impact of the transition to MFRS on the Group's and Company's reported financial position, financial performance and cash flows.

The financial statements of the Group and Company have been 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 MFRS 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. It also requires Directors to exercise their judgment in the process of applying the Group's and Company's accounting policies. Although these estimates and judgment are based on the Directors' best knowledge of current events and actions, actual results may differ. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4 to the financial statements.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

- (i) 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 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 119, 'Employee Benefits' (effective from 1 January 2013) makes significant changes to the recognition and measurement of defined benefit pension expense and termination benefits, and to the disclosures for all employee benefits. Actuarial gains and losses will no longer be deferred using the corridor approach. MFRS 119 shall be withdrawn on application of this amendment.
- 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 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

- (i) 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 2013 (continued)

- Amendment to MFRS 116, 'Property, Plant and Equipment' (effective from 1 January 2013) clarifies that items such as spare parts, stand-by equipment and servicing equipment are recognised as property, plant and equipment when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory.

#### 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.
- Amendments to MFRS 10, MFRS 12 and MFRS 127 (effective 1 January 2014) introduce an exception to consolidation of investment entities. Investment entities are entities whose business purpose is to invest funds solely for returns from capital appreciation, investment income or both and evaluate the performance of its investments on fair value basis. The amendments require investment entities to measure particular subsidiaries at fair value instead of consolidating them.

#### 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 flow 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 139 on impairment of financial assets and hedge accounting continues to apply.

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

Unless otherwise disclosed, the above standards, amendments to published standards and interpretations to existing standards are not anticipated to have any significant impact on the financial statements of the Group and of the Company in the year of initial application.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (b) Revenue recognition

#### (i) Construction contracts

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

#### (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.

### (c) Consolidation

#### (i) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has the 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.

The Group also assesses existence of control where it does not have more 50% of the voting power but is able to govern the financial and operating policies by virtue of de-facto control. De-facto control may arise in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders give the Group the power to govern the financial and operating policies.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree 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. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (c) Consolidation (continued)

#### (i) Subsidiaries (continued)

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the successive acquisition dates at each stage, and the changes in fair value is taken through profit or loss.

Profit or loss and each component of other comprehensive income of the subsidiaries are attributed to the parent and the non-controlling interest, even if this results in the non-controlling interest having a deficit balance.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with MFRS 139 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and the fair value of non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in profit or loss.

Inter-company transactions, balances, income and expenses on transactions between group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognised in assets are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

#### (ii) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

#### (iii) Disposal of subsidiaries

When the Group ceases to have control over a subsidiary any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, 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. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

#### (iv) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill identified on acquisition.





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (c) Consolidation (continued)

#### (iv) Associates (continued)

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

Dilution gains and losses arising in investments in associates are recognised in the profit or loss.

The Group's share of post-acquisition profit or loss is recognised in the profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to 'share of profit/(loss) of an associate' in the profit or loss.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

### (d) Investments in subsidiaries and associates

In the Company's separate financial statements, investments in subsidiaries and associates are carried at cost less accumulated impairment losses. On disposal of investments in subsidiaries and associates, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

### (e) 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 'other operating income or expenses' in profit or loss.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (e) Property, plant and equipment (continued)

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	10% - 20%
Site equipment	10% - 20%
Site office and workshop	10% - 40%
Office equipment	10% - 40%
Furniture and fittings	10%
Office renovation	10%

Capital work in progress is not depreciated. Depreciation on assets under construction commences when the assets are ready for their intended use. Upon completion, the related costs will be transferred to the respective categories of assets.

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(g) on impairment of non-financial assets.

#### (f) 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 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

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.

### (h) Financial assets

#### (i) Classification

The Group and Company classify its financial assets as loans and receivables and available-for-sale. 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 statements of financial position.

##### Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within 12 months of the end of the reporting period.

#### (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.

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

Loans and receivables are subsequently carried at amortised cost using the effective interest method. Available-for-sale financial assets are subsequently carried at fair value.

Changes in the fair value of available-for-sale financial assets are recognised in other comprehensive income, except for impairment losses and foreign exchange gains and losses on monetary assets. The exchange differences on monetary assets are recognised in profit or loss, whereas exchange differences on non-monetary assets are recognised in other comprehensive income as part of fair value change.

Interest and dividend income on available-for-sale financial assets are recognised separately in profit or loss. Interest on available-for-sale debt securities calculated using the effective interest method is recognised in profit or loss. Dividends income on available-for-sale equity instruments are recognised in profit or loss when the Group's right to receive payments is established.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (h) Financial assets (continued)

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

###### Assets carried at amortised cost

The Group and Company assess 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 use to determine that there is objective evidence of an impairment loss include:

- Significant financial difficulty of the issuer or obligor; or
- A breach of contract, such as a default or delinquency in interest or principal payments; or
- 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; or
- It becomes probable that the borrower will enter bankruptcy or other financial reorganisation; or
- 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.

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.

###### Assets classified as available-for-sale

The Group and Company assess at the end of the reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired.

For debt securities, the Group and Company use criteria and measurement of impairment loss applicable for 'assets carried at amortised cost' above.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (h) Financial assets (continued)

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

##### Assets classified as available-for-sale (continued)

In the case of equity securities classified as available-for-sale, in addition to the criteria for 'assets carried at amortised cost' above, a significant or prolonged decline in the fair value of the security below its cost is also considered as an indicator that the assets are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss that had been recognised directly in equity is removed from equity and recognised in profit or loss. The amount of cumulative loss that is reclassified to profit or loss is the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss. Impairment losses recognised in profit or loss on equity instruments classified as available-for-sale are not reversed through profit or loss.

#### (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 have transferred substantially all risks and rewards of ownership.

When available-for-sale financial assets are sold, the accumulated fair value adjustments recognised in other comprehensive income are reclassified to profit or loss.

### (i) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount presented in the statements 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.

### (j) 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.

When the outcome of a construction contract can be estimated reliably, contract revenue and contract costs associated with the construction contract is recognised as revenue and expenses respectively by reference to the stage of completion of the contract activity at the end of the reporting period. 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.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Construction contracts (continued)

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 '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).

#### (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 three 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.

#### (m) Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Financial liabilities within the scope of MFRS 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 instruments.

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) Current and deferred income tax

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.





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (n) Current and deferred income tax (continued)

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.

### (o) 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's 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 and qualifying net investment hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in profit or loss within 'finance income or cost'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income or expenses'.

For translation differences on available-for-sale financial assets, refer to Note 2(h)(iii).



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (p) Employee benefits

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

The Group and Company recognise a liability and an expense for bonuses. The Group and Company recognise a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

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

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity (a fund) and will have no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees benefits relating to employee service in the current and prior periods.

The Group's 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.

### (q) Contingent assets and liabilities

The Group and Company do 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 do not recognise contingent assets but disclose its existence where inflows of economic benefits are probable, but not virtually certain.

### (r) 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.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (s) 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.

## 3 RISK MANAGEMENT OBJECTIVES AND POLICIES

### Capital risk management

The Group manages its capital to ensure that the entities in the Group will be able to continue as going-concern while maximising 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 subject to any externally imposed capital requirements.

### Financial risk management

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 market risks (including foreign currency exchange risk, price risk and interest rate risk), credit risk and liquidity and cash flows risk. 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) Market risks

#### (i) Foreign currency exchange risk

Foreign currency 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.

#### (ii) Price risk

The Group is exposed to equity securities price risk because of investment held by the Group and classified available-for-sale on the statements 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.

A 5% increase/decrease to the market price of these marketable securities at the reporting date, with other variables held constant, equity as at the end of the financial year would have been RM1,506,419 (30.6.2012: RM1,900,035, 1.7.2011: RM2,467,696) and RM1,014,662 (30.6.2012: RM1,408,366, 1.7.2011: RM1,762,217) higher/lower.

#### (iii) 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.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 3 RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### Financial risk management (continued)

#### (b) 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 statements of financial position. Information regarding trade receivables that are neither past due nor impaired and either past due or impaired are disclosed in Note 24 to the financial statements.

#### (c) 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:

	<b>Less than 1 year</b>	
	<b>Group</b>	<b>Company</b>
	<b>RM</b>	<b>RM</b>
<b>At 30.6.2013</b>		
Trade payables	20,005,812	-
Other payables and accruals	3,917,210	642,008
	<b>23,923,022</b>	<b>642,008</b>
<b>At 30.6.2012</b>		
Trade payables	21,161,683	-
Other payables and accruals	3,868,096	1,044,798
	<b>25,029,779</b>	<b>1,044,798</b>
<b>At 1.7.2011</b>		
Trade payables	15,878,409	-
Other payables and accruals	5,555,374	2,768,943
	<b>21,433,783</b>	<b>2,768,943</b>



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 3 RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### Fair value estimation

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 2013, 30 June 2012 and 1 July 2011.

### Group

	Level 1 RM	Total RM
<b>At 30.6.2013</b>		
<b>Assets</b>		
Available-for-sale financial assets		
- marketable securities	30,128,376	30,128,376
<b>At 30.6.2012</b>		
<b>Assets</b>		
Available-for-sale financial assets		
- marketable securities	38,000,691	38,000,691
<b>At 1.7.2011</b>		
<b>Assets</b>		
Available-for-sale financial assets		
- marketable securities	49,353,912	49,353,912

The following table presents the Company's assets and liabilities that are measured at fair value at 30 June 2013, 30 June 2012 and 1 July 2011.

### Company

	Level 1 RM	Total RM
<b>At 30.6.2013</b>		
<b>Assets</b>		
Available-for-sale financial assets		
- marketable securities	20,293,243	20,293,243



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 3 RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Fair value estimation (continued)

	Level 1 RM	Total RM
<b>Company</b>		
<b>At 30.6.2012</b>		
<b>Assets</b>		
Available-for-sale financial assets		
- marketable securities	28,167,327	28,167,327
<b>At 1.7.2011</b>		
<b>Assets</b>		
Available-for-sale financial assets		
- 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 reporting 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 2013

### 4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgments 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 judgment 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 judgment, the Group relied on past experience and work of specialist.

The Group also make significant judgments 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 judgment 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.

#### (c) Deferred tax assets

Deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. This involves judgment regarding the future financial performance of the particular entity in which the deferred tax asset has been recognised.

#### Critical judgment in applying accounting policies

In determining and applying accounting policies, judgment 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 judgment in the current financial year.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 5 REVENUE

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Construction contracts	138,009,404	146,151,174	-	-
Sale of goods	34,835,560	39,020,369	-	-
Dividend income from subsidiary companies (gross)	-	-	59,885,000	5,000,000
Income from rental of machinery	-	-	21,356,035	21,616,050
	172,844,964	185,171,543	81,241,035	26,616,050

## 6 FINANCE COST

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Interest expense:				
- bank overdraft	217	477	1	24

## 7 PROFIT BEFORE TAXATION

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Profit before taxation is arrived at after charging:				
Auditors' remuneration:				
- current year	105,850	112,100	37,500	37,500
- prior year	-	13,000	-	5,500
Provision for impairment:				
- advances to subsidiary companies	-	-	38,955	7,697
- receivables	892,701	40,000	-	-
Depreciation of:				
- property, plant and equipment	11,369,822	10,751,840	10,499,519	9,776,242
- investment properties	5,633	9,200	1,784	5,352
Property, plant and equipment written off	2,891	7,353	-	-
Loss on disposals of property, plant and equipment	-	-	-	2,080
Inventories written off	75,700	123,798	-	-
Staff costs (including remuneration of Executive Directors) (Note 9)	14,248,303	13,584,152	1,474,331	2,198,841





## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 7 PROFIT BEFORE TAXATION (CONTINUED)

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Profit before taxation is arrived at after charging: (continued)				
Rental of accommodation	46,347	72,860	-	-
Rental of factory	-	96,000	-	-
Directors' fees	80,000	60,000	80,000	60,000
Impairment losses of investment in subsidiary companies	-	-	9,599	7,107
Impairment losses of property, plant and equipment	47,580	-	-	-
Impairment losses of available-for-sale financial assets	517,818	2,324,552	517,818	1,563,254
Net unrealised loss on foreign exchange	209,058	-	87,144	-
and after crediting:				
Dividend income from available-for-sale financial assets (gross)	1,098,327	692,801	784,313	571,251
Dividend income from subsidiary companies	-	-	59,885,000	5,000,000
Gain on disposals of property, plant and equipment	220,468	346,896	92,976	-
Gain on disposal of investment property	63,995	-	63,995	-
Gain on disposals of available-for-sale financial assets	8,031,539	5,941,754	7,111,734	4,220,450
Gain on disposal of a subsidiary company	-	689,786	-	973,346
Interest income	2,956,312	1,782,408	1,331,547	702,584
Net realised gain on foreign exchange	42,126	279,139	23,396	302,928
Net unrealised gain on foreign exchange	-	178,911	-	113,404
Reversal of impairment loss of investment properties	-	10,352	-	10,352
Reversal of provision for impairment of receivables	200,000	957,165	-	-

Construction contract cost of the Group recognised as an expense during the financial year amounted to RM85,833,039 (2012: RM101,784,107). Cost of inventories of the Group recognised as an expense during the financial year amounted to RM27,065,500 (2012: RM29,356,026). Included in cost of sales of the Group and Company is depreciation expense amounting to RM11,012,182 (2012: RM10,372,514) and RM10,242,931 (2012: RM9,512,090) respectively.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 8 OPERATING COSTS

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
<u>Expenses by nature</u>				
Sub-contractor costs	11,052,450	25,648,574	-	-
Direct construction materials	40,305,311	43,020,424	-	-
Direct construction expenses	11,187,339	12,148,301	-	-
Raw materials consumed	19,780,055	21,873,463	-	-
Manufacturing expenses	4,247,777	4,069,405	-	-
Provision for impairment:				
- advances to subsidiary companies	-	-	38,955	7,697
- receivables	892,701	40,000	-	-
Depreciation of:				
- property, plant and equipment	11,369,822	10,751,840	10,499,519	9,776,242
- investment properties	5,633	9,200	1,784	5,352
Inventories written off	75,700	123,798	-	-
Staff costs (including remuneration of Executive Directors) (Note 9)	14,248,303	13,584,152	1,474,331	2,198,841
Rental of accommodation	46,347	72,860	-	-
Rental of factory	-	96,000	-	-
Net unrealised loss on foreign exchange	209,058	-	87,144	-
Impairment losses of investment in subsidiary companies	-	-	9,599	7,107
Impairment losses of property, plant and equipment	47,580	-	-	-
Impairment losses of available- for-sale financial assets	517,818	2,324,552	517,818	1,563,254
Other operating cost	7,093,235	6,065,699	933,184	878,772
	121,079,129	139,828,268	13,562,334	14,437,265

## 9 STAFF COSTS

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Wages, salaries and bonuses	12,876,264	12,195,583	1,391,076	2,441,562
Defined contribution plan	1,175,348	1,164,685	172,935	293,686
Other employee benefits	196,691	223,884	2,367	2,884
	14,248,303	13,584,152	1,566,378	2,738,132
Charged to a subsidiary company	-	-	(92,047)	(539,291)
	14,248,303	13,584,152	1,474,331	2,198,841



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

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

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Executive Directors:				
- salaries	1,465,200	1,316,271	769,200	1,124,271
- bonuses	566,000	467,000	515,000	425,000
- defined contribution plan	256,446	220,216	159,736	186,046
- benefits-in-kind	44,700	37,437	44,700	37,437
Non-Executive Directors:				
- fees	80,000	60,000	80,000	60,000
	2,412,346	2,100,924	1,568,636	1,832,754
Total (excluding benefits-in-kind)	2,367,646	2,063,487	1,523,936	1,795,317

## 11 TAXATION

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
Current taxation:				
- company and subsidiaries	13,414,060	10,564,721	1,120,719	207,067
- under/(over) provision in respect of prior years	234,241	(2,095)	750	(1,500)
	13,648,301	10,562,626	1,121,469	205,567
Deferred taxation (Note 21)	1,186,161	2,404,006	1,733,226	2,391,619
	14,834,462	12,966,632	2,854,695	2,597,186

The explanation of the relationship between tax expense and profit before taxation differs from the statutory tax rate of 25% (2012: 25%) is reconciled as follows:

	Group		Company	
	2013 %	2012 %	2013 %	2012 %
Statutory income tax rate	25.0	25.0	25.0	25.0
Tax effects of:				
- income not subject to tax	(3.4)	(3.2)	(21.7)	(14.0)
- expenses not deductible for tax purposes	0.5	1.2	0.4	2.5
- utilisation of previously unrecognised deferred tax assets	-	(0.6)	-	-
Average effective tax rate	22.1	22.4	3.7	13.5



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 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	
	2013	2012
Profit attributable to equity holders of the Company (RM)	52,316,937	44,896,512
Weighted average number of ordinary shares in issue	80,064,000	80,064,000
Basic earnings per share (sen)	65.3	56.1

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			
	2013		2012	
	Dividend per share sen	Amount of dividend RM	Gross Dividend per share sen	Amount of dividend net of tax RM
In respect of financial year ended 30 June 2011:				
- final dividends on ordinary shares	-	-	15	9,007,200
less income tax at 25%	-	-	4	3,202,560
- final single-tier dividend	-	-	-	-
In respect of financial year ended 30 June 2012:				
- interim single-tier dividend	-	-	7.5	6,004,800
- final single-tier dividend	12.5	10,008,000	-	-
In respect of financial year ended 30 June 2013:				
- interim single-tier dividend	10	8,006,400	-	-
	22.5	18,014,400	26.5	18,214,560

At the forthcoming Annual General Meeting, a final single-tier dividend in respect of financial year ended 30 June 2013 of 15 sen per share (2012: 12.5 sen per share) amounting to RM12,009,600 (2012: RM10,008,000) 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 2014 when approved by shareholders.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 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	Work in progress RM	Total RM
<b>Net book value</b>											
At 1 July 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
Additions	-	-	6,064,843	359,760	1,587,656	44,840	78,525	11,355	2,800	69,512	8,219,291
Disposals	-	-	(31,324)	-	-	(7,455)	(1,845)	-	-	-	(40,624)
Write off	-	-	(31)	-	-	(2,003)	(837)	(20)	-	-	(2,891)
Depreciation charge	-	(191,918)	(10,479,797)	(299,612)	(293,358)	(29,893)	(61,421)	(5,925)	(7,898)	-	(11,369,822)
Impairment loss	-	-	-	-	(47,580)	-	-	-	-	-	(47,580)
At 30 June 2013	11,810,114	7,205,342	54,755,110	1,617,448	1,727,124	135,739	149,207	39,779	49,328	69,512	77,558,703
<b>At 30 June 2013</b>											
Cost	11,810,114	10,689,443	152,695,155	4,457,215	6,076,415	344,890	1,079,336	132,248	121,861	69,512	187,476,189
Accumulated depreciation	-	(3,484,101)	(97,940,045)	(2,839,767)	(4,301,711)	(209,151)	(930,129)	(92,469)	(72,533)	-	(109,869,906)
Accumulated impairment loss	-	-	-	-	(47,580)	-	-	-	-	-	(47,580)
Net book value	11,810,114	7,205,342	54,755,110	1,617,448	1,727,124	135,739	149,207	39,779	49,328	69,512	77,558,703



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 14 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

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 17)	-	-	(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>At 1 July 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 2013

## 14 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	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	Work in progress RM	Total RM
<b>Company</b>											
<b>Net book value</b>											
At 1 July 2012	5,668,774	2,932,813	58,026,325	904,771	-	3,199	981	-	54,427	-	67,591,290
Additions	-	-	5,376,748	-	1,329,800	2,200	-	-	2,800	70,902	6,782,450
Disposals	-	-	(31,324)	-	-	-	-	-	-	-	(31,324)
Depreciation charge	-	(82,569)	(10,116,512)	(165,846)	(123,636)	(2,783)	(275)	-	(7,898)	-	(10,499,519)
At 30 June 2013	5,668,774	2,850,244	53,255,237	738,925	1,206,164	2,616	706	-	49,329	70,902	63,842,897
<b>At 30 June 2013</b>											
Cost	5,668,774	4,128,461	134,015,642	2,028,128	3,214,342	39,551	95,242	47,634	121,861	70,902	149,430,537
Accumulated depreciation	-	(1,278,217)	(80,760,405)	(1,289,203)	(2,008,178)	(36,935)	(94,536)	(47,634)	(72,532)	-	(85,587,640)
Net book value	5,668,774	2,850,244	53,255,237	738,925	1,206,164	2,616	706	-	49,329	70,902	63,842,897



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 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	-	-	-	(47,080)	-	-	-	-	-	(47,080)
Depreciation charge	-	(82,570)	(9,510,134)	(165,846)	-	(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>At 1 July 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 2013

### 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	
	2013 RM	2012 RM	2013 RM	2012 RM
Total acquisition of property, plant and equipment	8,219,291	18,746,622	6,782,450	18,134,041
Settlement on acquisition of property, plant and equipment in prior year	274,945	1,826,818	-	1,805,818
Accrual on acquisition of property, plant and equipment in current year	-	(274,945)	(70,902)	-
	8,494,236	20,298,495	6,711,548	19,939,859

### 15 INVESTMENTS IN SUBSIDIARY COMPANIES

	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Unquoted shares, at cost	5,000,006	5,000,004	8,877,333
Less: accumulated impairment losses	(648,354)	(638,755)	(2,122,323)
	4,351,652	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		
		30.6.2013 %	30.6.2012 %	1.7.2011 %
Pintaras Geotechnics Sdn. Bhd.	Geotechnical and foundation engineering services	100	100	100
Pintaras Megah Sdn. Bhd.	Civil engineering and building superstructure contractor	100	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	100
Primapac Sdn. Bhd.	Manufacturing of containers and provisions of management services	100	-	-
Pintaras Development Sdn. Bhd.	Property investment and development	100	100	100



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 15 INVESTMENTS IN SUBSIDIARY COMPANIES (CONTINUED)

Name of subsidiary companies	Principal activities	Percentage of equity interest		
		30.6.2013 %	30.6.2012 %	1.7.2011 %
Readycast Concrete Industries Sdn. Bhd.	Dormant, manufacturing of pre-cast concrete piles and concrete related products	100	100	100
Pintaras (East Malaysia) Sdn. Bhd.	Dormant, foundation and civil engineering contractor	100	100	100
Pintaras Piling Sdn. Bhd.	Dormant, driven pile contractor	100	100	100
Solidprop Sdn. Bhd.	Dormant, property investment	100	100	100
<b>Subsidiary companies of Pintaras Geotechnics Sdn. Bhd.</b>				
System Micro-Piling Sdn. Bhd.	Specialised geotechnical contractor	100	100	100
E-Wall Sdn. Bhd.	Manufacturing and installation of segmental pre-cast concrete retaining walls	100	100	100
<b>Subsidiary company of Pintaras Development Sdn. Bhd.</b>				
SMPP Development Sdn. Bhd.	Dormant, property developer	100	100	100
<b>Subsidiary company of Pintaras Prima Sdn. Bhd.</b>				
Prima Packaging Sdn. Bhd.	Manufacturing of metal containers	100	100	100

## 16 ACQUISITION OF SUBSIDIARY COMPANY

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.. The effects of this acquisition on the Group's results and financial position for the current financial year are not material and have not been disclosed.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

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

In the previous financial year, 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 RM3,360,000.

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:

	2012 RM
Revenue	1,356,597
Profit after taxation	283,560

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

	2012 RM
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)
Net assets disposed	2,670,214
Gain on disposal	689,786
Total disposal proceeds	3,360,000
Less: cash and bank balances of the subsidiary company disposed	(74,382)
Net cash inflow on disposal	3,285,618

## 18 INVESTMENT IN AN ASSOCIATED COMPANY

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM
Share of net assets of an associated company	1	1	1,883

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

	30.6.2013 RM	30.6.2012 RM	1.7.2011 RM
Current assets	349	1,238	3,133
Current liabilities	(1,750)	(1,250)	(1,250)
Net (liabilities)/assets	(1,401)	(12)	1,883



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 18 INVESTMENT IN AN ASSOCIATED COMPANY (CONTINUED)

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

	30.6.2013 RM	30.6.2012 RM	1.7.2011 RM
Revenue	-	-	-
Other (expenses)/income	(1,389)	(1,895)	65,347
(Loss)/Profit before taxation	(1,389)	(1,895)	65,347
Taxation	-	-	-
(Loss)/Profit for the financial year	(1,389)	(1,895)	65,347

The unrecognised share of losses of the Group's associate principally comprises RM1,401 (2012: RM12) in relation to PHSB Sdn. Bhd. of which RM1,389 (2012: RM12) arose in the year.

The details of the associate are as follows:

Name	Country of incorporation	Group's effective interest		
		30.6.2013 %	30.6.2012 %	1.7.2011 %
PHSB Sdn. Bhd.	Malaysia	50	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.

## 19 INVESTMENT PROPERTIES

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Cost</b>				
At 1 July 2012/2011	460,037	460,037	267,600	267,600
Disposals	(267,600)	-	(267,600)	-
At 30 June	192,437	460,037	-	267,600
<b>Accumulated depreciation</b>				
At 1 July 2012/2011	130,954	121,754	80,280	74,928
Depreciation charge	5,633	9,200	1,784	5,352
Disposals	(82,064)	-	(82,064)	-
At 30 June	54,523	130,954	-	80,280



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 19 INVESTMENT PROPERTIES (CONTINUED)

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
<b>Accumulated impairment losses</b>				
At 1 July 2012/2011	22,320	32,672	22,320	32,672
Reversal of impairment losses	-	(10,352)	-	(10,352)
Disposals	(22,320)	-	(22,320)	-
At 30 June	-	22,320	-	22,320
<b>Net book value</b>				
At 30 June	137,914	306,763	-	165,000
Fair value	146,900	311,900	-	165,000

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.

All the investment properties do not generate rental income for the Group and Company. Direct operating expenses of those investment properties during the financial year amounted to RM8,570 (2012: RM9,350) and RM2,556 (2012: RM3,851) respectively.

### 20 AVAILABLE-FOR-SALE FINANCIAL ASSETS

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Marketable securities:						
- shares of corporations quoted in Malaysia	9,804,592	12,596,285	28,096,100	6,782,396	10,348,636	21,097,261
- shares of corporations quoted outside Malaysia	20,323,784	25,404,406	21,257,812	13,510,847	17,818,691	14,147,085
	30,128,376	38,000,691	49,353,912	20,293,243	28,167,327	35,244,346



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 20 AVAILABLE-FOR-SALE FINANCIAL ASSETS (CONTINUED)

The currency profile of available-for-sale financial assets is as follows:

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Ringgit Malaysia	9,804,592	12,596,285	28,096,100	6,782,396	10,348,636	21,097,261
Hong Kong Dollar	11,413,828	14,112,221	10,398,035	7,826,051	9,409,108	6,608,559
Singapore Dollar	3,722,659	6,136,502	5,791,665	2,516,323	3,847,291	3,891,835
Philippine Peso	564,288	2,321,670	855,734	564,288	2,321,670	855,734
Thai Baht	284,182	652,393	1,296,695	284,182	652,393	765,679
Indonesia Rupiah	4,338,827	2,181,620	2,879,960	2,320,003	1,588,229	1,989,555
US Dollar	-	-	35,723	-	-	35,723
	30,128,376	38,000,691	49,353,912	20,293,243	28,167,327	35,244,346

## 21 DEFERRED TAXATION

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 statements of financial position:

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Deferred tax assets:						
- deferred tax assets to be recovered after more than 12 months	-	-	-	-	-	-
- deferred tax assets to be recovered within 12 months	268,878	-	-	-	-	-
	268,878	-	-	-	-	-
Deferred tax liabilities:						
- deferred tax liabilities to be realised after more than 12 months	(9,963,299)	(8,352,507)	(5,939,077)	(9,407,915)	(7,574,969)	(5,124,056)
- deferred tax liabilities to be realised within 12 months	(122,625)	(278,378)	(287,802)	(85,032)	(184,752)	(244,046)
	(10,085,924)	(8,630,885)	(6,226,879)	(9,492,947)	(7,759,721)	(5,368,102)
Deferred tax liabilities (net)	(9,817,046)	(8,630,885)	(6,226,879)	(9,492,947)	(7,759,721)	(5,368,102)



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 21 DEFERRED TAXATION (CONTINUED)

	Group		Company	
	2013 RM	2012 RM	2013 RM	2012 RM
At 1 July 2012/2011	(8,630,885)	(6,226,879)	(7,759,721)	(5,368,102)
Charged to profit or loss (Note 11):				
- property, plant and equipment	(1,776,100)	(2,400,506)	(1,765,640)	(2,391,619)
- provisions	589,939	(3,500)	32,414	-
	(1,186,161)	(2,404,006)	(1,733,226)	(2,391,619)
At 30 June	(9,817,046)	(8,630,885)	(9,492,947)	(7,759,721)

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
<b>Subject to income tax</b>						
Deferred tax assets (before offsetting):						
- provisions	589,939	-	3,500	32,414	-	-
Offsetting	(321,061)	-	(3,500)	(32,414)	-	-
Deferred tax assets (after offsetting)	268,878	-	-	-	-	-
Deferred tax liabilities (before offsetting):						
- property, plant and equipment	(10,406,985)	(8,630,885)	(6,230,379)	(9,525,361)	(7,759,721)	(5,368,102)
Offsetting	321,061	-	3,500	32,414	-	-
Deferred tax liabilities (after offsetting)	(10,085,924)	(8,630,885)	(6,226,879)	(9,492,947)	(7,759,721)	(5,368,102)

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 statements of financial position are as follows:

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM
Deductible temporary differences	87,240	86,804	342,722
Unused tax losses	9,771,492	9,761,318	11,038,711



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

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

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM
Aggregate costs to date	71,689,994	72,754,541	59,819,752
Attributable profit	34,097,588	32,844,075	15,310,713
	105,787,582	105,598,616	75,130,465
Progress billings	(117,376,790)	(126,089,721)	(84,573,868)
	(11,589,208)	(20,491,105)	(9,443,403)
Amounts due from customers on contracts	2,261,815	-	2,160,890
Amounts due to customers on contracts	(13,851,023)	(20,491,105)	(11,604,293)
	(11,589,208)	(20,491,105)	(9,443,403)

## 23 INVENTORIES

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM
Raw materials	11,744,170	9,478,548	6,534,016
Work-in-progress	1,378,902	1,529,781	1,495,416
Finished goods	1,547,591	1,670,988	2,180,469
Properties acquired held for resale	750,750	750,750	750,750
	15,421,413	13,430,067	10,960,651

## 24 RECEIVABLES

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Trade receivables	58,745,837	65,060,244	53,161,902	-	-	-
Retention sum on contracts	15,836,403	16,366,153	16,405,857	-	-	-
Less: provision for impairment of trade receivables	(1,426,937)	(753,471)	(4,416,245)	-	-	-
	73,155,303	80,672,926	65,151,514	-	-	-





## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 24 RECEIVABLES (CONTINUED)

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Other receivables	1,602,160	1,640,307	1,979,033	181,408	245,868	23,794
Less: provision for impairment of other receivables	(1,289,235)	(1,270,000)	(1,270,000)	-	-	-
	312,925	370,307	709,033	181,408	245,868	23,794
Advance payment	20,400	79,200	155,400	-	-	-
Deposits	6,476,178	3,350,666	5,992,805	6,186,163	3,148,009	5,720,257
Prepayments	350,343	336,688	349,988	219,360	219,408	228,222
	7,159,846	4,136,861	7,207,226	6,586,931	3,613,285	5,972,273
Total	80,315,149	84,809,787	72,358,740	6,586,931	3,613,285	5,972,273

The currency profile of receivables excluding prepayments is as follows:

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Ringgit Malaysia	78,114,699	84,288,353	66,719,084	5,023,564	3,393,877	609,042
US Dollar	-	13,910	13,605	-	-	-
Singapore Dollar	638,380	170,836	141,054	132,280	-	-
Indonesia Rupiah	42,327	-	-	42,327	-	-
EURO	1,169,400	-	5,135,009	1,169,400	-	5,135,009
	79,964,806	84,473,099	72,008,752	6,367,571	3,393,877	5,744,051

The Group's normal credit terms for trade receivables range from payment in advance to 120 days (30.6.2012: payment in advance to 120 days, 1.7.2011: payment in advance to 120 days).

The Group's top five customers make up 64% (30.6.2012: 63%, 1.7.2011: 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.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 24 RECEIVABLES (CONTINUED)

The ageing analysis of the Group's receivables (excluding advance payment and prepayments) is as follows:

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM
Neither past due nor impaired	60,883,977	60,069,844	59,100,447
Past due but not impaired:			
- 1 to 60 days past due	11,023,559	18,053,129	10,705,168
- 61 to 120 days past due	3,027,367	1,883,522	596,353
- More than 120 days past due	5,009,503	4,387,404	1,451,384
	19,060,429	24,324,055	12,752,905
Impaired	2,716,172	2,023,471	5,686,245
	82,660,578	86,417,370	77,539,597

### 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.

### Receivables that are past due but not impaired

The Group has trade receivables amounting to RM19,060,429 (30.6.2012: RM24,324,055, 1.7.2011:12,752,905) 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 2013 RM	2012 RM
<b>Trade receivables</b>		
At 1 July 2012/2011	753,471	4,416,245
Credited to profit or loss	(200,000)	(957,165)
Charged to profit or loss	873,466	40,000
Bad debt written off	-	(2,674,119)
Disposal of a subsidiary company	-	(71,490)
At 30 June	1,426,937	753,471
<b>Other receivables</b>		
At 1 July 2012/2011	1,270,000	1,270,000
Credited to profit or loss	-	-
Charged to profit or loss	19,235	-
At 30 June	1,289,235	1,270,000



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 25 AMOUNTS DUE FROM SUBSIDIARY COMPANIES

The trade balances due from subsidiary companies are unsecured, interest-free and have credit terms ranging from 30 to 90 days (30.6.2012: 30 to 90 days, 1.7.2011: 30 to 90 days). The non-trade balances due from subsidiary companies are unsecured, interest free and repayable on demand.

The amounts due from subsidiary companies are denominated in Ringgit Malaysia.

### 26 AMOUNT DUE FROM AN ASSOCIATED COMPANY

The amount due from an associated company is interest-free, unsecured and have no fixed terms of repayment.

The amount due from an associated company is denominated in Ringgit Malaysia.

### 27 CASH AND CASH EQUIVALENTS

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Short-term deposits:						
- with licensed banks	71,053,771	51,505,598	28,193,891	48,670,214	9,317,062	19,508,883
- with other financial institutions	29,396,001	24,638,721	19,097,659	24,100,690	16,176,268	4,392,030
	100,449,772	76,144,319	47,291,550	72,770,904	25,493,330	23,900,913
Cash and bank balances	24,880,544	8,284,217	5,095,476	16,974,623	5,817,141	3,742,833
	125,330,316	84,428,536	52,387,026	89,745,527	31,310,471	27,643,746
Less: short-term deposits held by fund managers:						
- with licensed banks	(4,634,518)	(2,775,000)	(940,000)	(3,736,682)	(1,565,000)	(940,000)
- with other financial institutions	(6,325,226)	(3,063,273)	(1,670,219)	(6,325,226)	(3,063,273)	(930,219)
	(10,959,744)	(5,838,273)	(2,610,219)	(10,061,908)	(4,628,273)	(1,870,219)
Less: bank balances held by fund managers	(18,302,849)	(7,395,616)	(3,923,049)	(14,594,282)	(5,774,409)	(3,634,603)
Cash and cash equivalents	96,067,723	71,194,647	45,853,758	65,089,337	20,907,789	22,138,924

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

	30.6.2013 %	Group 30.6.2012 %	1.7.2011 %	30.6.2013 %	Company 30.6.2012 %	1.7.2011 %
Short-term deposits	3.18	3.04	2.88	3.23	3.02	2.97

Short-term deposits of the Group and Company have an average maturity of 63 days (30.6.2012: 34 days, 1.7.2011: 51 days).



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 27 CASH AND CASH EQUIVALENTS (CONTINUED)

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

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Ringgit Malaysia	105,279,529	76,244,848	48,757,538	73,381,791	24,731,921	24,286,753
EURO	2,341,790	829,549	39,627	2,341,790	829,549	39,627
Hong Kong Dollar	8,089,470	2,791,179	364,070	6,056,928	1,669,004	314,507
Singapore Dollar	1,119,073	1,422,087	1,236,219	835,247	1,396,656	1,047,219
Philippine Peso	2,778,874	114,139	468,129	2,778,874	114,139	468,129
Thai Baht	502,328	324,714	281,645	413,358	237,288	271,146
Indonesian Rupiah	5,162,708	1,784,336	1,172,898	3,899,682	1,780,846	1,172,898
US Dollar	56,544	917,684	66,678	37,857	551,068	43,467
Australian Dollar	-	-	222	-	-	-
	125,330,316	84,428,536	52,387,026	89,745,527	31,310,471	27,643,746

## 28 SHARE CAPITAL

	30.6.2013 RM	Group and Company 30.6.2012 RM	1.7.2011 RM
Ordinary shares of RM1.00 each			
<b>Authorised:</b>			
- at 1 July	100,000,000	100,000,000	100,000,000
- created during the financial year	1,400,000,000	-	-
- at 30 June	1,500,000,000	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	80,064,000

## 29 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.

In the previous financial year, the Company had opted to disregard the Section 108 credits to pay single-tier dividends.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 30 PAYABLES

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Trade payables	20,005,812	21,161,683	15,878,409	-	-	-
Other payables and accruals	3,917,210	3,868,096	5,555,374	642,008	1,044,798	2,768,943
	23,923,022	25,029,779	21,433,783	642,008	1,044,798	2,768,943

The currency profile of payables is as follows:

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Ringgit Malaysia	19,207,145	22,836,497	19,122,349	357,412	1,044,798	1,013,568
Thai Baht	284,596	-	-	284,596	-	-
US Dollar	4,200,522	1,636,630	188,267	-	-	-
Singapore Dollar	213,572	550,731	1,393,239	-	-	1,178,400
EURO	17,187	5,921	729,928	-	-	576,975
	23,923,022	25,029,779	21,433,783	642,008	1,044,798	2,768,943

The normal credit terms granted to the Group and Company range from 1 to 90 days (30.6.2012: 1 to 90 days, 1.7.2011: 1 to 90 days).

### 31 CAPITAL COMMITMENTS

	30.6.2013 RM	Group 30.6.2012 RM	1.7.2011 RM	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
Authorised and contracted:						
Commitments for the purchase of property, plant and equipment	12,645,487	3,252,110	5,175,062	12,259,794	3,237,270	5,116,122

### 32 SIGNIFICANT RELATED PARTY DISCLOSURES

For the purpose of these financial statements, parties are considered to be related to the Group and Company, if the Group and Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making any financial and operating decisions, or vice versa, or where the Group or Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 32 SIGNIFICANT RELATED PARTY DISCLOSURES (CONTINUED)

The Group is controlled by Pintaras Bina Sdn. Bhd. (incorporated in Malaysia) which is the ultimate controlling party.

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

### (a) Significant transactions with related parties

	Company	
	2013 RM	2012 RM
<b>(i) Plant and machinery rental income from a subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	21,356,035	21,616,050
<b>(ii) Gross dividend income from subsidiary companies:</b>		
Pintaras Geotechnics Sdn. Bhd.	50,000,000	5,000,000
Pintaras Prima Sdn. Bhd.	9,885,000	-
<b>(iii) Construction workdone claimed by a subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	70,902	-
<b>(iv) Advances to subsidiary companies:</b>		
SMPP Development Sdn. Bhd.	36,300	-
Pintaras Geotechnics Sdn. Bhd.	-	1,600,000
<b>(v) Repayment of advance from a subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	-	1,600,000
<b>(vi) Advance from a subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	260,000	-
<b>(vii) Repayment of advance to a subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	260,000	-
<b>(viii) Purchase of plant &amp; machinery from a subsidiary company:</b>		
Pintaras Geotechnics Sdn. Bhd.	234,135	-



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 32 SIGNIFICANT RELATED PARTY DISCLOSURES (CONTINUED)

(b) Significant balances with related parties

	30.6.2013 RM	Company 30.6.2012 RM	1.7.2011 RM
<b>(i) Amounts due from subsidiary companies:</b>			
Pintaras Geotechnics Sdn. Bhd.	1,871,062	1,664,134	1,629,094
SMPP Development Sdn. Bhd.	600,750	600,750	600,750

(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.

## 33 SEGMENTAL INFORMATION

The Group's operations comprise the following business segments:

- (i) Piling, civil engineering and construction works; and
- (ii) Manufacturing\*

(a) Business segments

	Piling, civil engineering and construction works RM	Manufacturing RM	Group RM
<b>2013</b>			
<b>Revenue</b>			
Construction contracts	138,009,404	-	138,009,404
Sale of goods	-	34,835,560	34,835,560
Total revenue			172,844,964
<b>Results</b>			
Segment results	49,153,129	6,613,641	55,766,770
Unallocated income:			
- gain on disposals of available-for-sale financial assets			8,031,539
- interest income			2,956,312
- others			1,179,668
Total unallocated income			12,167,519

\* consists of manufacturing of metal containers



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 33 SEGMENTAL INFORMATION (CONTINUED)

(a) Business segments (continued)

	Piling, civil engineering and construction works RM	Manufacturing RM	Group RM
<b>2013</b>			
<b>Results (continued)</b>			
Unallocated costs (including impairment losses of available-for-sale financial assets of RM517,818)			(782,673)
Finance cost			(217)
Profit before taxation			67,151,399
Taxation			(14,834,462)
Profit for the financial year			52,316,937
<b>Net assets</b>			
Segment assets	138,347,992	39,265,502	177,613,494
Unallocated assets (including available-for- sale financial assets of RM30,128,376)			153,819,778
Total assets			331,433,272
Segment liabilities	30,934,954	6,535,046	37,470,000
Unallocated liabilities			22,866,153
Total liabilities			60,336,153
<b>Other information</b>			
Capital expenditure	7,090,904	1,128,387	8,219,291
Depreciation of property, plant and equipment	10,883,848	485,974	11,369,822
Impairment lossess of property, plant and equipment	47,580	-	47,580





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 33 SEGMENTAL INFORMATION (CONTINUED)

(a) Business segments (continued)

	Piling, civil engineering and construction works RM	Manufacturing RM	Group RM
<b>2012</b>			
<b>Revenue</b>			
Construction contracts	146,151,174	-	146,151,174
Sale of goods	-	39,020,369	39,020,369
Total revenue			185,171,543
<b>Results</b>			
Segment results	42,181,911	8,882,961	51,064,872
Unallocated income			
- gain on disposals of available-for-sale financial assets			5,941,754
- gain on disposal of a subsidiary company			689,786
- interest income			1,782,408
- others			876,115
Total unallocated income			9,290,063
Unallocated costs (including impairment losses of available-for-sale financial assets of RM 2,324,552)			(2,489,432)
Finance cost			(477)
Share of results of an associated company	(1,882)	-	(1,882)
Profit before taxation			57,863,144
Taxation			(12,966,632)
Profit for the financial year			44,896,512



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 33 SEGMENTAL INFORMATION (CONTINUED)

### (a) Business segments (continued)

	Piling, civil engineering and construction works RM	Manufacturing RM	Group RM
<b>2012</b>			
<b>Net assets</b>			
Segment assets	137,698,173	37,567,605	175,265,778
Unallocated assets (including available-for- sale financial assets of RM38,000,691)			126,510,396
Total assets			301,776,174
Segment liabilities	41,029,394	4,113,874	45,143,268
Unallocated liabilities			19,186,569
Total liabilities			64,329,837
<b>Other information</b>			
Capital expenditure	18,731,554	15,068	18,746,622
Depreciation of property, plant and equipment	10,149,740	602,100	10,751,840

Unallocated income includes interest income, dividend income and gain on disposal of available-for-sale financial assets. Unallocated costs represent impairment losses of available-for-sale financial assets, corporate expenses and property maintenance expenses. Unallocated assets include available-for-sale financial assets, 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 information

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

### (c) Major customers

Revenues of approximately RM103,718,136 (2012: RM112,538,847) are derived from the Group's top five customers. The revenue contributed by these top five customers individually ranging from RM13,793,000 to RM38,783,000 (2012: RM16,760,000 to RM41,940,000). These revenues are attributable to piling, civil engineering and construction works segment.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 34 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.

## 35 TRANSITION FROM FRS TO MFRS

The effect of the Group's and Company's transition to MFRSs, described in Note 2, is summarised in this Note as follows:

### (a) MFRS 1 mandatory exceptions

#### (i) Estimates

MFRS estimates as at transition date are consistent with the estimates as at the same date made in conformity with FRS.

### (b) MFRS 1 exemption options

#### (i) Exemption for business combinations

MFRS 1 provides the option to apply MFRS 3, 'Business Combinations' prospectively for business combination that occurred from the transition date or from a designated date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date or a designated date prior to the transition date. The Group elected to apply MFRS 3 prospectively to business combinations that occurred after 1 July 2011. Business combinations that occurred prior to 1 July 2011 have not been restated. In addition, the Group has also applied MFRS 127 'Consolidated and separate financial statements' from the same date.

#### (ii) Designation of previously recognised financial instruments

MFRS 1 permits a previously recognised financial instruments to be designated as available-for-sale or fair value through profit or loss on the transition date provided the criteria in MFRS 139 'Financial Instruments: Recognition and Measurement' are met. The Group elected to designate marketable securities as available-for-sale at transition date. The aggregate fair value and carrying amount under FRS at transition date are as follows:

	Aggregate fair value RM	Aggregate carrying amount reported under MFRS RM	Aggregate adjustment to the carrying amount reported under FRS RM	Classification as at 30 June 2012
<b>Group</b>				
Available-for-sale financial assets	38,000,691	38,000,691	-	Financial assets at fair value through profit or loss
<b>Company</b>				
Available-for-sale financial assets	28,167,327	28,167,327	-	Financial assets at fair value through profit or loss

The designation from financial assets at fair value through profit or loss to available-for-sale has had no effect on the total comprehensive income of the Group and the Company.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

## 35 TRANSITION FROM FRS TO MFRS (CONTINUED)

The effect of the Group's and Company's transition to MFRSs, described in Note 2, is summarised in this Note as follows: (continued)

### (b) MFRS 1 exemption options (continued)

#### (ii) Designation of previously recognised financial instruments (continued)

Reconciliation of profit after tax and other comprehensive income arising from the above designation are as follows:

	Amount reported under FRS RM	Transitioning adjustment RM	Amount reported under MFRS RM
<b>Statements of Comprehensive Income for the financial year ended 30.6.2012</b>			
<b>Group</b>			
Profit after tax	35,825,605	9,070,907	44,896,512
Other comprehensive income	-	(9,070,907)	(9,070,907)
<b>Company</b>			
Profit after tax	11,271,566	5,416,407	16,687,973
Other comprehensive income	-	(5,416,407)	(5,416,407)

### (c) Explanation of transition from FRSs to MFRSs

MFRS 1 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods.

The transition from FRS to MFRS did not result in any material adjustment to the reported equity, total comprehensive income and cash flows of the Group and the Company.

## 36 SUBSEQUENT EVENTS

On 30 July 2013, the Company proposed the following:

- proposed bonus issue of 80,064,000 ordinary shares of RM1.00 each on the basis of one (1) bonus share for every one (1) existing share at a date to be determined and announced later ("Proposed Bonus Issue");
- proposed establishment of a new employee share option scheme involving up to 15% of the issued and paid-up share capital of the Company to eligible directors and employees of the Company, and its subsidiaries ("Proposed ESOS"); and
- proposed share buy-back of its ordinary shares of RM1.00 each by the Company of up to 10% of its own issued and paid-up share capital ("Proposed share Buy-Back").

The above proposals are subject to approvals from the relevant authorities and shareholders of the Company.

## 37 APPROVAL OF FINANCIAL STATEMENTS

The financial statements have been approved for issue in accordance with a resolution of the Board of Directors on 5 September 2013.



## NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2013

### 38 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	
	2013 RM	2012 RM	2013 RM	2012 RM
Total retained earnings of the Company and its subsidiaries:				
- realised	185,777,725	150,133,930	103,135,925	44,076,638
- unrealised	(9,905,695)	(8,517,275)	(9,622,704)	(7,802,975)
	175,872,030	141,616,655	93,513,221	36,273,663
Add: Consolidation adjustments	8,839,959	8,792,797	-	-
Retained earning as per financial statements	184,711,989	150,409,452	93,513,221	36,273,663

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

---

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 25 to 79 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 2013 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 Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

The supplementary information set out in Note 38 have been prepared in accordance with the Guidance of 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.

Signed on behalf of the Board of Directors in accordance with their resolution dated 5 September 2013.

**DR CHIU HONG KEONG**  
CHAIRMAN

**KHOO KEOW PIN**  
DIRECTOR

Shah Alam

## STATUTORY DECLARATION

---

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

I, Khoo Yok Kee, being 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 25 to 79 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 5 September 2013, 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 25 to 79 which comprise the statements of financial position as at 30 June 2013 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 financial year then ended, and a summary of significant accounting policies and other explanatory notes, as set out in Notes 1 to 37.

### Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is 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 judgment, 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 give a true and fair view of the financial position of the Group and of the Company as of 30 June 2013 and of their financial performance and cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

## 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) Our 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 (CONTINUED) (Company No. 189900-H) (Incorporated in Malaysia)

### OTHER REPORTING RESPONSIBILITIES

The supplementary information set out in Note 38 on page 80 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

1. As stated in Note 2 to the financial statements, Pintaras Jaya Berhad adopted Malaysian Financial Reporting Standards on 1 July 2012 with a transition date of 1 July 2011. These standards were applied retrospectively by Directors to the comparative information in these financial statements, including the statements of financial position as at 30 June 2012 and 1 July 2011, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the financial year ended 30 June 2012 and related disclosures. We were not engaged to report on the restated comparative information and it is unaudited. Our responsibilities as part of our audit of the financial statements of the Company for the financial year ended 30 June 2013 have, in these circumstances, including obtaining sufficient appropriate audit evidence that the opening balances as at 1 July 2012 do not contain misstatements that materially affect the financial position as of 30 June 2013 and financial performance and cash flows for the financial year then ended.
2. This report is made solely to the member 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  
5 September 2013





## ANALYSIS OF SHAREHOLDINGS

AS AT 20TH AUGUST 2013

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	:	2,227

### 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	35,177,138 <sup>(1)</sup>	43.94
Khoo Yok Kee	5,212,880	6.51	41,372,118 <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	35,177,138 <sup>(1)</sup>	43.94
Khoo Keow Pin	5,041,652	6.30	-	-
Khoo Yok Kee	5,212,880	6.51	41,372,118 <sup>(2)</sup>	51.67
Chiu Wei Wen	80,200	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	1.21	770	0.00
100 to 1,000	490	22.00	396,940	0.50
1,001 to 10,000	1,303	58.51	5,530,700	6.91
10,001 to 100,000	358	16.08	10,538,040	13.16
100,001 to less than 5% of issued shares	45	2.02	12,051,100	15.05
5% and above of issued shares	4	0.18	51,546,450	64.38
	2,227	100.00	80,064,000	100.00



## ANALYSIS OF SHAREHOLDINGS

AS AT 20TH AUGUST 2013

### 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	1,091,100	1.36
6	HSBC Nominees (Tempatan) Sdn Bhd (HSBC (M) Trustee Bhd for Singular Asia Flexible Fund (5758-401))	1,063,600	1.33
7	Tan Jin Tuan	801,000	1.00
8	Soo Jian Yeu	658,000	0.82
9	Neoh Choo Ee & Company, Sdn. Berhad	600,000	0.75
10	HSBC Nominees (Asing) Sdn Bhd (Exempt AN for JPMorgan Chase Bank, National Association (U.K.))	518,600	0.65
11	HSBC Nominees (Tempatan) Sdn Bhd (HSBC (M) Trustee Bhd for Singular Value Fund)	424,700	0.53
12	Wong Lok Jee @ Ong Lok Jee	380,000	0.47
13	Dynaquest Sdn. Berhad	350,000	0.44
14	DB (Malaysia) Nominees (Tempatan) Sendirian Berhad (Deutsche Trustees Malaysia Berhad for Eastspring Investmentssmall-Cap Fund)	307,700	0.38
15	Maybank Nominees (Tempatan) Sdn Bhd (Pledged securities account for Chong Khong Shoong)	300,000	0.37
16	Fong Ting Wong	281,300	0.35
17	Sow Tiap	270,000	0.34
18	Yeo Khee Huat	267,600	0.33
19	Chan Sok Leun @ Chan Wai Kim	250,000	0.31
20	Citigroup Nominees (Asing) Sdn Bhd (CBHK for Mirae Asset Triumph Asia Pacific Private Equity Master Investment Trust (KEB))	221,400	0.28
21	Chong Ik Poh	220,000	0.27
22	Khoo Boon Chong	202,500	0.25
23	Kejutaan Vital Properties Sdn Bhd	200,000	0.25
24	HSBC Nominees (Asing) Sdn Bhd (HSBC TUB AG for AVAW (INKA MBH))	193,000	0.24
25	Yeong Ah Sung	192,000	0.24
26	Cartaban Nominees (Tempatan) Sdn Bhd (AXA Affin General Insurance Berhad)	190,000	0.24
27	Citigroup Nominees (Asing) Sdn Bhd (CIPLC for Pheim SICAV-SIF)	179,100	0.22
28	Khoo Hwee @ Khoo Yew	179,000	0.22
29	Denver Corporation Sdn Bhd	171,000	0.21
30	Public Nominees (Tempatan) Sdn Bhd (Pledged securities account for Teo Tin Lun (E-IMO))	170,000	0.21
	<b>TOTAL</b>	<b>61,228,050</b>	<b>76.47</b>



## LIST OF PROPERTIES

AS AT 30TH JUNE 2013

Location	Tenure	Description / Existing Use	Age Of Buildings (Years)	Approx. Area (Sq. m.)	Net Book Value at 30.06.2013 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)	21	19,983	10,496	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)	16	4,249	4,385	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)	15	1,355	146	28.03.1991
No. 2-2 Arab-Malaysian Business Centre Jalan Tuanku Munawir 70000 Seremban Negeri Sembilan	Freehold	Business Complex Shop/Office (Vacant)	15	105	138	17.05.1999
1-2-17 Block Ixora 1 Jalan S2 G3 Garden Avenue Seremban 2 70300 Seremban Negeri Sembilan	Freehold	Apartment (Vacant)	11	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)	11	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)	11	74	50	24.12.2001



## 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-Fourth Annual General Meeting of Pintaras Jaya Berhad to be held at Glenmarie Ballroom B, Holiday Inn Kuala Lumpur Glenmarie, 1 Jalan Usahawan U1/8, 40250 Shah Alam, Selangor Darul Ehsan on Monday, 7th October 2013 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 15% single-tier.		
2.	To approve the Directors' fees.		
3.	To re-elect Dr. Chiu Hong Keong as Director.		
4.	To re-elect Mr. Kong Kim Piew as Director.		
5.	To re-elect Mr. Chang Cheng Wah as Director.		
6.	To re-appoint Messrs PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration.		
<b>SPECIAL BUSINESS</b>			
7.	To retain Mr. Kong Kim Piew as Independent Non-Executive Director.		
8.	To retain Mr. Chang Cheng Wah as Independent Non-Executive Director.		
9.	Authority to issue shares.		

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 ..... 2013

.....  
\*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 1 October 2013 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



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

FOLD HERE