







ebar Daun Berhad ("LDAUN") was incorporated in Malaysia under the Companies Act, 1965 on 28

August 2002 as a private limited company under the name Angkasa Ganda Sdn Bhd. On 23 September 2002, the Company was converted to a public limited company under the name Angkasa Ganda Berhad. Subsequently, on 10 February 2003, it changed its name to Lebar Daun Berhad and has assumed its present name since. LDAUN has been listed on Bursa Malaysia Securities Berhad since 1 March 2004.

LDAUN Group's business began in 1988 under its wholly-owned subsidiary, Lebar Daun Construction Sdn Bhd ("LDCSB") with housing development as its main activities and has since diversified to become an absolute construction company. To date, LDCSB is a Pusat Khidmat Kontraktor (PKK) Class "A" (Bumiputra) contractor and has attained the highest G7 classification with Construction Industry Development Board (CIDB). These accreditations put LDCSB in a better position to compete with other players in the industry.

LDCSB with several other companies formed a corporate alliance under the name of Kumpulan Lebar Daun ("KLD"). KLD has expanded rapidly since 1988 and is primarily involved in construction and property development in the Klang Valley. The expansion of KLD provides for the synergy and significant expansion of LDAUN Group, involving in various prestigious projects amongst which are the D'Kayangan and Bukit Bandaraya Shah Alam.

LDAUN Group is backed by the experience of more than 20 years of KLD in the construction and development of property. LDCSB's association with KLD provides LDAUN Group the strength and professional expertise to offer the very best in its field to its clients and business associates.

LDAUN Group strives to become a highly credible and respectable organisation in the construction industry, coherent with its vision and mission.



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CORPORATE INFORMATION



BOARD OF DIRECTORS

NORAZMI BIN MOHAMED NURDIN

(Chairman/Managing Director)

TAN SRI DATUK ADZMI BIN ABDUL WAHAB

(Independent Non-Executive Director)

DATUK MOHD HASHIM BIN HASSAN

(Independent Non-Executive Director)

DATO' NIK ISMAIL BIN DATO' NIK YUSOFF

(Independent Non-Executive Director)

DATO' NOOR AZMAN @ NOOR HIZAM BIN MOHD NURDIN

(Non-Independent Non-Executive Director)

HAZLI BIN IBRAHIM

(Independent Non-Executive Director)

AUDIT COMMITTEE

HAZLI BIN IBRAHIM (Chairman)

TAN SRI DATUK ADZMI BIN ABDUL WAHAB

DATO' NIK ISMAIL BIN DATO' NIK YUSOFF

NOMINATION COMMITTEE

DATO' NIK ISMAIL
BIN DATO' NIK YUSOFF (Chairman)

DATUK MOHD HASHIM BIN HASSAN

HAZLI BIN IBRAHIM

REMUNERATION COMMITTEE

DATUK MOHD HASHIM BIN HASSAN [Chairman]

DATO' NIK ISMAIL BIN DATO' NIK YUSOFF

HAZLI BIN IBRAHIM

COMPANY SECRETARY

Shahril Najmiddin Bin Muda (MIA 15311)

AUDITORS

KPMG Chartered Accountants Level 10, KPMG Tower 8, First Avenue, Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan Tel. No.: 603-7721 3388 Fax. No.: 603-7721 3399

REGISTERED OFFICE

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Seksyen 9, 40000 Shah Alam
Selangor Darul Ehsan
Tel. No. : 603-5511 1888

Website: www.lebardaunberhad.com.my

SHARE REGISTRAR

Symphony Share Registrars Sdn Bhd Level 6, Symphony House Block D13, Pusat Dagangan Dana 1 Jalan PJU 1A/46 47301 Petaling Jaya Selangor Darul Ehsan Tel. No.: 603-7841 8000 Fax. No.: 603-7841 8008

PRINCIPAL BANKERS

CIMB Bank Berhad RHB Bank Berhad

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad

SOLICITORS

Salehuddin Saidin & Associates







The Ultimate

In Understated Elegance

PROFILE OF THE BOARD OF DIRECTORS



NORAZMI BIN MOHAMED NURDIN.

aged 45, Malaysian, was appointed as Chairman and Managing Director of Lebar Daun Berhad ("LDAUN") on 7 January 2004. He holds a Degree in Civil Engineering and also a Degree in Engineering Management from the University of Portland, USA. He started his career with Petronas Berhad in November 1992 as Senior Executive, Tender and Contract Division. He was with the company until 1996. Prior to joining the LDAUN Group, he was the General Manager of Putrajaya Holdings Sdn Bhd and also served in various senior positions in several other private companies under Putrajaya Holdings Sdn Bhd. He is the key personnel in the management team that runs the dayto-day operations of LDAUN Group. He also sits on the boards of several other private companies. He does not hold any other directorships of public companies. He holds a total of 86,158,800 ordinary shares (direct and indirect) in LDAUN and is deemed to have an interest in the shares of the subsidiary companies to the extent held by LDAUN. He is the brother of Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin, a Non-Independent Non-Executive Director and major shareholder of LDAUN and Encik Norazlan bin Mohamad Nordin, a major shareholder of LDAUN and the brother-in-law to Datin Nor Hayati bt Abd Malik, a major shareholder of LDAUN. He does not have any conflict of interest with the Company except for the recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the LDAUN Group for which he is deemed to be interested as disclosed in page 19 of this Annual Report. He attended all the seven board meetings held during the financial year ended 31 December 2010.

TAN SRI DATUK ADZMI BIN ABDUL

WAHAB, aged 68, Malaysian, was appointed as Independent Non-Executive Director of LDAUN on 13 December 2007. He is a member of the Audit Committee. He holds a Bachelor of Arts (Hons) Degree in Economics from the University of Malaya and a Master of Business Administration from the University of Southern California, USA. He was appointed as the longest serving Managing Director of Edaran Otomobil Nasional Berhad (EON) in November 1992 until May 2005. In 2003, he was conferred Malaysia CEO of the Year by AMEX and Business Times. He was first Chairman of the Malaysian Franchise Association from 1994 to 2005. He served the Malaysian Administrative and Diplomatic Service in various capacities from 1967 to 1982 in the following areas: Central Procurement and Contract Management in Ministry of Finance, Investment Promotion in Pahang Tenggara Development Authority, Public Enterprise Management in Implementation Coordination Unit (Prime Minister's Department), Regional Planning in Klang Valley Planning Secretariat (Prime Minister's Department). He was a Manager, Corporate Planning Division of HICOM Berhad involved in development of heavy industries projects from 1982 to 1985. He served PROTON in 1985 to 1992 and his last position in PROTON Director/Corporate General Manager, Administration and Finance Division. He has wide experience of over 20 years serving as a chairman and director of HICOM, PROTON and EON Group of Companies involved in automotive (car manufacturing, distribution and component), property development, telecommunication, general trading, life insurance and franchise businesses. He currently also sits on the boards of Magna Prima Berhad, Dataprep Holdings Bhd, Grand-Flo Solution Berhad and other private companies involved ICT, property development and construction, manufacturing,

automotive and franchise businesses. He is also Advisor to the Malaysian Franchise Association. He does not hold any ordinary shares in LDAUN. He does not have any family relationship with any Director and/or major shareholder of LDAUN and has no conflict of interest with LDAUN. He attended six out of seven board meetings held during the financial year ended 31 December 2010.

DATUK MOHD HASHIM BIN HASSAN,

aged 66, Malaysian, was appointed as Independent Non-Executive Director of LDAUN on 7 January 2004. He serves as the Chairman of the Remuneration Committee and is a member of the Nomination Committee. He holds a Bachelor of Agriculture Science (Hons) Degree from the University of Malaya, a Master in Business Administration from Ohio University, USA and also a Master of Science (Food Science) from Michigan State University, USA. He has held various key positions in the government, semi-government and private sectors and his prominent career highlights include appointments as Chief Executive Officer of Kedah State Development Corporation from 1993 until 1996, Managing Director of Kulim Technology Park Corporation from 1994 until 1996, Executive Chairman of Bina Darulaman Berhad from 1994 until 1997 and Director/Chief Executive Officer of Putrajaya Holdings Sdn Bhd from 1996 until 2002 and subsequently appointed as the Chairman of the company from 2002 to 2003. He currently also serves as the Chairman of EXIM Bank Malaysia Berhad and sits on the boards of Amanah Raya Berhad and several other private companies. He does not hold any ordinary shares in LDAUN. He does not have any family relationship with any Director and/or major shareholder of LDAUN and has no conflict of interest with LDAUN. He attended five out of seven board meetings held during the financial year ended 31 December 2010.

PROFILE OF THE BOARD OF DIRECTORS



DATO' NIK ISMAIL BIN DATO' NIK YUSOFF, aged 65, Malaysian, was appointed as Independent Non-Executive Director of LDAUN on 7 January 2004. He serves as the Chairman of the Nomination Committee and is a member of the Audit and Remuneration Committees. He obtained a Diploma in Police Science from the University of Kebangsaan Malaysia. He began his career with the Royal Malaysia Police in 1965, where he served in numerous senior positions within the Royal Malaysia Police such as the Head of Special Branch, Terengganu (1982-1983), Commandant Special Branch Training School (1989-1992), Deputy Director Special Branch 1 (1995-1997), and Chief Police Officer of Terengganu (1997), Kedah (1997-1999), Selangor (1999-2001). He retired from the force as the Deputy Commissioner of Police in 2001. He currently also sits on the boards of Malaysian AE Models Holdings Berhad and several other private companies. He does not hold any ordinary shares in LDAUN. He does not have any family relationship with Director and/or shareholder of LDAUN and has no conflict of interest with LDAUN. He attended all the seven board meetings held during the financial year ended 31 December 2010.

DATO' NOOR AZMAN @ NOOR HIZAM BIN MOHD NURDIN, aged 49, Malaysian, was appointed as Non-Independent Non-Executive Director of LDAUN on 7 January 2004. He graduated with an Honours in Business Management degree from the University of Kebangsaan Malaysia. He began his career as a Corporate and Retail Banking Executive with MUI Bank Berhad in 1985. He left MUI Bank Berhad in 1988 to set up Lebar Daun Construction Sdn. Bhd.. He also sits on the boards of several other private companies. He does not hold any

directorships of public companies. He holds a total of 86,158,800 ordinary shares (direct and indirect) in LDAUN and is deemed to have an interest in the shares of the subsidiary companies to the extent held by LDAUN. He is the spouse of Datin Nor Hayati bt Abd Malik, a major shareholder of LDAUN and the brother of Encik Norazmi bin Mohamed Nurdin, the Chairman and Managing Director and a major shareholder of LDAUN and Encik Norazlan bin Mohamad Nordin, a major shareholder of LDAUN. He does not have any conflict of interest with the Company except for the recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the LDAUN Group for which he is deemed to be interested as disclosed in page 19 of this Annual Report. He attended five out of seven board meetings held during the financial year ended 31 December 2010.

HAZLI BIN IBRAHIM, aged 48, Malaysian, was appointed Independent Non-Executive Director of LDAUN on 13 April 2010. He serves as the Chairman of the Audit Committee and is a member of the Nomination and Remuneration Committees. He holds a Bachelor of Finance with Accounting from the University of East London and a fellow of the Association of Chartered Certified Accountants and a Master of Business Administration (Finance) from Cass Business School, London. He started his career in London with several chartered accountants firms. Upon his return to Malaysia in August 1994, he joined Aseambankers Malaysia Berhad, an investment banking arm of Malayan Banking Berhad as Manager of Corporate Finance. Subsequently in November 1996, he moved to Amanah Merchant Bank Berhad. He left Amanah Group in September 1998 to join Pengurusan

Danaharta Nasional Berhad ("Danaharta"), a national asset management company of Malaysia, as the Head of Corporate Planning, Corporate Services Division. He left Danaharta in October 2002 to set up Haz-iq Capital Sdn. Bhd., a consultancy firm, specializing in corporate finance works, where he is currently the Managing Director. He extensive experience investment banking and capital markets. He currently sits on the boards of Mentiga Corporation Berhad and DutaLand Berhad and several other private companies. He holds a total of 711,400 ordinary shares (direct and indirect) in LDAUN and is deemed to have an interest in the shares of the subsidiary companies to the extent held by LDAUN. He does not have any family relationship with any Director and/or major shareholder of LDAUN and has no conflict of interest with LDAUN. He attended all the six board meetings held during the financial year ended 31 December 2010 after appointment on 13 April 2010.







Contemporary
Chic with Timeless Grace



CHAIRMAN'S STATEMENT



OVERVIEW

The year 2010 has shown that all sectors of the economy regain strength, where the Malaysian economy registered a growth of 7.2% as compared with only 1.7% achieved in 2009. The construction sector registered higher growth reflecting expansion in the non-residential and civil engineering sub-sectors. On the same positive note, the property market is set on the recovery path in 2010, supported by various measures proposed under the Budget 2011, whereby it provides a roadramp for transformation of the economy to sustain growth beyond 2011.

FINANCIAL HIGHLIGHTS

For the financial year ended 31 December 2010, the Group registered a pre-tax profit of RM1.472 million as compared with RM2.495 million achieved in the last financial year. In addition, turnover increased from RM76.800 million last year to RM101.062 million this year. The increase in revenue was mainly attributed to the improved progress at site of several construction contracts undertaken by the Group.

As at 31 December 2010, the Company's issued and paid-up share capital remained at RM68.242 million with shareholders' fund and net asset per share decreased to RM106.736 million and RM0.782, from RM118.215 million and RM0.866 a year before, respectively.

On 29 April 2011, the Group disclosed that the profit after tax of RM1.250 million was adjusted from a loss for the period of RM0.328 million which was a deviation from the original results as announced on 25 February 2011. This was due to an adjustment for deferred tax as a result from the adoption of FRS 139 which was effective this year.

Barring unforeseen circumstances, the Board expects the current year's performance to remain satisfactory. Notwithstanding such confidence, efforts are still being made to secure more construction contracts to further enhance the Group's activities.

ECONOMIC AND OPERATING OVERVIEW

Moving forward, the economic prospect of Malaysia remains optimistic. As such, the Group foresees that the property market will continue to be robust as there is a genuine demand for landed residential homes and scarcity of prime landbank in the Klang Valley and other growth corridor as promoted by the Government.

Subsequent to the financial year ended 31 December 2010, the construction of Selangor Syariah Court Head Quarters and nine (9) other Syariah Lower Courts is on schedule and is expected to be completed in the fourth quarter of 2011. Another project, the construction of roadworks in Meru, Klang which commenced in 2009 is also expected to be completed by end of 2011.

The year under review also saw the Group continued with the construction of private residential homes with the launches of new phases in D'Kayangan and Bukit Bandaraya Shah Alam which were well received.





CHAIRMAN'S STATEMENT



The year 2010 has shown that all sectors of the economy regain strength, where the Malaysian economy registered a growth of 7.2% as compared with only 1.7% achieved in 2009



DIVIDEND

The Board is not recommending any dividends to be paid out for the financial year ended 31 December 2010.

BUSINESS OUTLOOK AND DIRECTION

The Group is continuously exploring new opportunities in securing more construction works while constantly improving its financial and operational performance with emphasis on human capital development.

Malaysia's healthy economic performance and domestic initiatives such as Budget 2011 have given a great impact on the property market in 2010. With the above economic outlook in mind, the Group foresees that the market on private residential projects would achieve better sales performance in 2011.

With a strong and dynamic leadership, we believe that we are well managed to face new challenges and able to capitalize on the growth opportunities within our markets. In this regard, we anticipate the Group's performance in 2011 will improve from that of 2010.

Overall, the Board is optimistic that the prospects of the Group will remain favourable in light of the outlook of the construction sector and the Group's strategies.

ACKNOWLEDGEMENTS

At this end, I wish to thank all the management and staff who have been resilient to the dynamic business environment in the past year and their continued drive, hard work and dedication. I also wish to thank my colleagues on the Board for their guidance and counsel. I am grateful that Lebar Daun Berhad has a formidable Board with expertise and experience to provide sound counsel and corporate strategies in propelling the Group forward.

Also my sincere thanks to all our shareholders, business partners, suppliers, financiers, consultants and government authorities for their continued support and confidence shown towards us throughout the years.

NORAZMI BIN MOHAMED NURDIN

Chairman/Managing Director

CORPORATE SOCIAL RESPONSIBILITY



The Board of Directors of Lebar Daun Berhad recognises the importance of practising the Corporate Social Responsibility (CSR) as it will bring value to the Company's business operations and at the same time, deliver sustainable value to the society at large.

Lebar Daun Berhad and its subsidiaries ("LDAUN Group") is committed to undertake its CSR practices, with the belief that these initiatives will have positive impact on the Environment, Workplace, Community and Marketplace.

The CSR initiatives undertaken by the Group are summarised below:-

ENVIRONMENT

The nature of our business activities has a major impact on the environment in which we operate. We have taken many steps to mitigate or minimise adverse impacts arising from our construction activities, including water sprinkling to reduce dust pollution, controlled open burning and proper handling of waste and construction debris to reduce air pollution and adoption of proper piling methods to mitigate noise pollution. We will continue to adhere to the environmental standards set by the local authorities at our construction sites. In addition, we have implemented the recycling of office stationery and used papers and promoted good practices on energy saving at our corporate office.

WORKPLACE

We are committed to provide a safe and healthy working environment for our employees. Construction workers are provided with safety equipment and are briefed on working procedures in relation to the health and safety matters. Briefings on safety matters are conducted regularly to instill safety consciousness in the staff and workers

as to enhance safety and health in the working environment as well as to reduce and avoid any incident or accident at the workplace.

We always believe a healthy mind starts with a healthy body. LDAUN Sport Club has organised various sporting and fitness activities like badminton matches and aerobics dances to promote healthy lifestyle for the staff. In addition, efforts were also made to promote staff interaction and to instill a sense of belonging amongst the staff by organising indoor games tournaments, holding Family Day and celebrating staffs' birthday.

COMMUNITY

LDAUN Group always supports and participates in community activities and also encourages its employees to support and participate in charitable activities or community work of any kind. Over the years, LDAUN Group has offered Industrial Training Programmes for University pregraduates. Besides, LDAUN Group also makes monetary donations and contributions to the charitable organisations from time to time.

MARKETPLACE

At the marketplace, we always endeavor to deliver good quality products to our clients and have thus focused on the quality management system of our operations. The construction division of LDAUN Group has obtained the ISO 9001:2008 certification. Additionally, LDAUN Group operates in tandem with its vision through sound business practices, effective management and good corporate governance with the aim of enhancing the stakeholders' value.



The Board of Directors of Lebar Daun Berhad ("the Board") recognises the importance of practising the highest standards of corporate governance throughout the Company and its subsidiaries ("the Group") and fully supports the recommendations of the Malaysian Code on Corporate Governance ("the Code"). The Board constantly strives to ensure that the highest standards of corporate governance are practised throughout the Group to protect and enhance shareholders' value and the financial performance of the Group as a part of its fiduciary duties.

The Board is pleased to report on the manner the Group has applied the principles and the extent of compliance with the best practices of the Code throughout the financial year ended 31 December 2010.

THE BOARD OF DIRECTORS

Board Composition, Duties and Responsibilities

The Board currently has six members, comprising the Chairman/Managing Director, four Independent Non-Executive Directors and a Non-Independent Non-Executive Director. With this composition, the Board satisfies the requirement of having at least one third of its members as Independent Directors. All the Independent Directors are independent of the Management and are free from any business or other relationship that would materially interfere with the exercise of their independent judgement. The Board is of the view that four Independent Directors fairly reflect the interests in the Company by the minority shareholders. The Directors, with their different background and specialisation, collectively bring with them a wide range of experience and expertise to enable the Board in discharging its duties and responsibilities effectively. A brief description on the background of the Directors is presented on pages 6 and 7 of this Annual Report.

The Board has overall responsibility for corporate governance, strategic direction, formulation of policies and overseeing the resources, investments and businesses of the Group. All Board members participate fully in major decisions and key issues involving the Group such as approval of quarterly and annual results, budgets, significant acquisitions and disposals of assets, major capital expenditure as well as long term strategic planning for the Group.

The roles of the Chairman and Managing Director are combined and currently held by Encik Norazmi bin Mohamed Nurdin. This is perceived as appropriate and in the best interest of the Group as he has extensive knowledge and experience in the Group's businesses, policies and administrative matters and is able to lend a hands-on approach in managing the Group. The Board is mindful of the dual role held by him but is of the opinion that the current Board composition reflects a strong independent element so that no individual has unfettered power of decision and no small group of individuals dominates the Board decision making.

The Board has identified Dato' Nik Ismail bin Dato' Nik Yusoff as the Senior Independent Non-Executive Director to whom all concerns regarding the Company may be conveyed.

Board Meetings and Supply of Information

The Board meets on a scheduled basis at least four times a year, with additional meetings convened when necessary. During the financial year, seven Board meetings were held and the details of attendance of each Director at the Board meetings are recorded within the Profile of the Board of Directors on pages 6 and 7 of this Annual Report.

Prior to each Board meeting, all Directors are provided with a set of board papers with details on matters to be discussed at the meeting.

All members of the Board have unrestricted access to the advice and services of the senior managers and the company secretary. The company secretary is responsible for ensuring that all Board meeting procedures are followed and that all applicable rules and regulations are complied with.

Directors may obtain independent professional advice in furtherance of their duties, at the Company's expense.

Appointment to the Board

In order to comply with good practice for the appointment of new directors through a formal and transparent procedure, the Board has set up a Nomination Committee, which comprised exclusively of Non-Executive Directors, to evaluate and recommend candidates for directorships to the Board.



Re-election of Directors

In accordance with the Company's Articles of Association, one-third of the Directors for the time being, or, if their number is not three, or a multiple of three, then the number nearest to one-third shall retire from office and be eligible for re-election Provided Always that all Directors including a Managing Director shall retire from office once at least in each three years but shall be eligible for re-election. A retiring Director shall retain office until the close of the Annual General Meeting at which he retires.

The Articles of Association also provide that any Director who is appointed from time to time shall hold office only until the next Annual General Meeting of the Company, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

Directors' Training

At present, the Company does not have a formal orientation programme for the newly appointed Directors. However, newly appointed Directors will be provided with relevant information pertaining to the Group, including visits to the Group's operating sites and meetings with senior management to facilitate their understanding of the nature of business and strategy of the Group.

In line with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Board will continue to evaluate and determine the training needs of its Directors from time to time to enhance their skills and knowledge so as to enable them to discharge their duties as Directors more effectively.

During the financial year, except for Datuk Mohd Hashim Bin Hassan and Dato' Noor Azman @ Noor Hizam Bin Mohd Nurdin who did not attend any training programmes due to their busy business schedules, the other Directors have attended an inhouse training programme entitled Identifying The Opportunities And Review The Corporate Strategy and other relevant courses organized by various professional bodies and corporations. In addition, the Directors have been briefed and updated by the external auditors, the company secretary and the senior management on relevant new regulations and statutory requirements during the Audit Committee and Board meetings.

BOARD COMMITTEES

The Board, in discharging its fiduciary duties, is assisted by the following Board Committees, each entrusted with specific tasks and operate within clearly defined terms of reference.

Audit Committee

The Audit Committee was established on 14 January 2004. It presently comprises of three Independent Non-Executive Directors. The Audit Committee Report is set out on pages 20 to 23 of this Annual Report.

Nomination Committee

The Nomination Committee was established on 12 May 2004 and comprises of the following members:-

Chairman

Dato' Nik Ismail bin Dato' Nik Yusoff (Independent Non-Executive Director)

Members

Datuk Mohd Hashim bin Hassan (Independent Non-Executive Director)
Hazli bin Ibrahim (Independent Non-Executive Director)

The Nomination Committee is responsible for making recommendations to the Board on all new Board and Board Committees appointment. The Nomination Committee will also review the required mix of skills and experience of the directors of the Board in determining the appropriate Board balance and size of non-executive participation.



Remuneration Committee

The Remuneration Committee was established on 12 May 2004 and comprises of the following members:-

Chairman

Datuk Mohd Hashim bin Hassan (Independent Non-Executive Director)

Members

Dato' Nik Ismail bin Dato' Nik Yusoff (Independent Non-Executive Director)
Hazli bin Ibrahim (Independent Non-Executive Director)

The Remuneration Committee is responsible for making recommendations to the Board on the remuneration packages of Executive Chairman, Managing Director and Executive Directors of the Company in all its forms, drawing from outside advice as necessary. The determination of remuneration packages of Non-Executive Directors is the responsibility of the Board as a whole. Individual directors will abstain from deliberations and voting on decisions in respect of their own remuneration package.

DIRECTORS' REMUNERATION

The objective of the Company's policy on Directors' remuneration is to attract and retain experienced and capable Directors to run the Group successfully. In the case of Executive Directors, the component parts of the remuneration are structured so as to link rewards to corporate and individual performance. In the case of Non-Executive Directors, the level of remuneration reflects the experience and level of responsibilities undertaken by the particular Non-Executive Director concerned.

The Directors' remuneration paid or payable to all the Directors of the Company for the financial year ended 31 December 2010 are as follows:-

	Fees RM	Salaries RM	Total RM
Executive Director Non-Executive Directors	- 150,000	204,000	204,000 150,000
Total	150,000	204,000	354,000

The number of Directors of the Company whose total remuneration falls within the following bands are as follows:-

Range of Remuneration	Executive	Non-Executive
Less than RM50,000	-	5
RM50,001 to RM100,000	-	-
RM100,001 to RM150,000	-	-
RM150,001 to RM200,000	-	-
RM200,001 to RM250,000	1	-

There is only one Executive Director whose remuneration details have been disclosed as above. The Board is of the view that it's not necessary to give break-up of remuneration of Non-Executive Directors, which is not considered significant.

SHAREHOLDERS

The Board acknowledges the need for shareholders to be informed on all material business matters affecting the Group. In addition to the various announcements made, the timely release of financial results on a quarterly basis provides shareholders and the investing public with an overview of the Group's performance and operations.

In addition, the Board encourages full participation by shareholders at every Annual General Meeting and Extraordinary General Meeting of the Company and opportunity is given to the shareholders to make relevant enquiries and seek clarification on the Group's business activities and financial performance.



ACCOUNTABILITY AND AUDIT

Financial Reporting

The Board aims to provide and present a balanced and meaningful assessment of the Group's financial performance and prospect at the end of the financial year, primarily through the annual financial statements and quarterly announcement of results to the shareholders as well as the Chairman's Statement in the Annual Report. The Board is assisted by the Audit Committee to oversee the Group's financial reporting processes and the quality of its financial reporting.

Directors' Responsibility Statement in respect of the Audited Financial Statements

The Directors are required by the Companies Act, 1965 ("the Act") to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group and of the Company as at the end of the financial year and of the results of the operations, changes in equity and the cash flows of the Group and of the Company for the financial year then ended.

In preparing the financial statements, the Directors have selected and applied consistently suitable accounting policies and made reasonable and prudent judgments and estimates. The Directors also have a general responsibility for taking such steps to safeguard the assets of the Group and to prevent and detect fraud and irregularities.

The Directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Group and of the Company, and ensuring that the financial statements comply with the Act and the applicable approved Financial Reporting Standards in Malaysia.

Internal Control

The Statement on Internal Control is set out on page 24 of this Annual Report.

Relationship with Auditors

The Group has established and maintained an appropriate and transparent relationship with the Group's auditors, both internal and external, particularly in seeking their professional advice and towards ensuring compliance with the accounting standards in Malaysia.

COMPLIANCE WITH BEST PRACTICES IN CORPORATE GOVERNANCE

The Board is of the opinion that the Group has principally complied with the Best Practices in Corporate Governance as set out in the Code throughout the financial year 2010 save as explained above.



ADDITIONAL COMPLIANCE INFORMATION

Pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the following additional information is provided:-

Utilisation of Proceeds

The Company did not raise any funds through any corporate proposals during the financial year.

Share Buybacks

The Company did not have a share buyback programme in place during the financial year.

Options, Warrants or Convertible Securities

The Company did not issue any options, warrants or convertible securities during the financial year.

Depository Receipt Programme

The Company did not sponsor any Depository Receipt Programme during the financial year.

Imposition of Sanctions/Penalties

There were no public sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or Management by the relevant regulatory bodies during the financial year.

Non-Audit Fees

There were no non-audit fees paid to the external auditors by the Company during the financial year.

Variation in Results

The Company did not issue any profit estimates, forecasts or projections for the financial year.

The Group's Audited Financial Statements for the financial year ended 31 December 2010 recorded a Profit After Tax of RM1.250 million as compared to the Group Unaudited Results of a Loss After Tax of RM0.328 million as announced on 25 February 2011.

The deviation of 481% is mainly due to an adjustment for deferred tax as a result from the adoption of FRS 139 which was effective this year.

Profit Guarantees

There were no profit guarantees given by the Company during the financial year.

Material Contracts

There were no material contracts entered into by the Company and/or its subsidiaries involving the Directors' and major shareholders' interests, either still subsisting at the end of the financial year or entered into since the end of the previous financial year except for those recurrent related party transactions of a revenue or trading nature entered into for which shareholders' mandate had been secured.

Revaluation of Landed Properties

The Company did not have any revaluation policy on landed properties during the financial year.



Recurrent Related Party Transactions of a Revenue or Trading Nature

The aggregate value of the Recurrent Related Party Transactions of a revenue or trading nature conducted pursuant to the shareholders' mandate during the financial year under review between the Company and/or its subsidiary companies with related parties are set out below:

Nature of Transactions	Interested Related Party	Transaction Value for the Financial Year Ended 31 December 2010 RM
Construction works awarded to Lebar Daun Construction Sdn Bhd (LDCSB) by Lebar Daun Development Sdn Bhd (LDDSB)	Norazmi bin Mohamed Nurdin ^[1] Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin ^[2] Noorazhar bin Mohamed Nurdin ^[3] Datin Nor Hayati bt Abd Malik ^[4]	Nil
Letting of office premises to LDDSB by LDCSB	Norazmi bin Mohamed Nurdin ^[1] Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin ^[2] Noorazhar bin Mohamed Nurdin ^[3] Datin Nor Hayati bt Abd Malik ^[4]	166,600
Letting of office equipment and furniture to LDDSB by LDCSB	Norazmi bin Mohamed Nurdin ^[1] Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin ^[2] Noorazhar bin Mohamed Nurdin ^[3] Datin Nor Hayati bt Abd Malik ^[4]	44,000
Construction works awarded to LDCSB by Basco Sdn Bhd (BASCO)	Norazmi bin Mohamed Nurdin ^[1] Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin ^[2] Noorazhar bin Mohamed Nurdin ^[3] Norazlan bin Mohamad Nordin ^[5] Fatmawati bt Kasbin ^[6]	84,821,934
Construction works awarded to BASCO by LDCSB	Norazmi bin Mohamed Nurdin ⁽¹⁾ Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin ⁽²⁾ Noorazhar bin Mohamed Nurdin ⁽³⁾ Norazlan bin Mohamad Nordin ⁽⁵⁾ Fatmawati bt Kasbin ⁽⁶⁾	Nil

Notes:-

- (1) Norazmi bin Mohamed Nurdin is the Chairman/Managing Director and a major shareholder of Lebar Daun Berhad (LDAUN) and a Director of LDCSB (a wholly-owned subsidiary of LDAUN) and LDDSB. He is the brother of Dato' Noor Azman @ Noor Hizam bin Moha Nurdin, Noorazhar bin Mohamed Nurdin and Norazlan bin Mohamad Nordin and the brother-in-law to Datin Nor Hayati bt Abd Malik and Fatmawati bt Kasbin.
- (2) Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin is a Non-Independent Non-Executive Director and major shareholder of LDAUN and a Director of LDCSB. He is also a Director and major shareholder of LDDSB. He is the spouse of Datin Nor Hayati bt Abd Malik and the brother of Norazmi bin Mohamed Nurdin, Noorazhar bin Mohamed Nurdin and Norazlan bin Mohamad Nordin and the brother-in-law to Fatmawati bt Kasbin.
- (3) Noorazhar bin Mohamed Nurdin is a Director of LDCSB and LDDSB. He is the brother of Norazmi bin Mohamed Nurdin, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin and Norazlan bin Mohamad Nordin and the brother-in-law to Datin Nor Hayati bt Abd Malik and Fatmawati bt Kasbin.
- [4] Datin Nor Hayati bt Abd Malik is a major shareholder of LDAUN. She is also a Director and deemed major shareholder of LDDSB. She is the spouse of Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin and the sister-in-law to Norazmi bin Mohamed Nurdin, Norazlar bin Mohamed Nurdin, Norazlar bin Mohamed Nordin and Fatmawati bt Kasbin.
- (5) Norazlan bin Mohamad Nordin is a major shareholder of LDAUN. He is also a Director and major shareholder of BASCO. He is the spouse of Fatmawati bt Kasbin and the brother of Norazmi bin Mohamed Nurdin, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin and Noorazhar bin Mohamed Nurdin and the brother-in-law to Datin Nor Hayati bt Abd Malik.
- (6) Fatmawati bt Kasbin is a Director and deemed major shareholder of BASCO. She is the spouse of Norazlan bin Mohamad Nordin and the sister-in-law to Norazmi bin Mohamed Nurdin, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin, Noorazhar bin Mohamed Nurdin and Datin Nor Hayati bt Abd Malik.



MEMBERS OF THE AUDIT COMMITTEE

The Audit Committee presently comprises the following members:-

Chairman

Hazli Bin Ibrahim (Independent Non-Executive Director)

Members

Tan Sri Datuk Adzmi Bin Abdul Wahab (Independent Non-Executive Director)
Dato' Nik Ismail Bin Dato' Nik Yusoff (Independent Non-Executive Director)

TERMS OF REFERENCE

1. Objectives

The objective of the Audit Committee is to assist the Board of Directors in meeting its responsibilities relating to accounting and reporting practices of the Company and its subsidiary companies. In addition, the Audit Committee shall:-

- a) oversee and appraise the quality of the audits conducted both by the Company's internal and external auditors;
- b) maintain open lines of communication between the Board of Directors, the internal auditors and the external auditors for the exchange of views and information, as well as to confirm their respective authority and responsibilities; and
- c) determine the adequacy of the Group's administrative, operating and accounting controls.

2. Membership

The Audit Committee shall be appointed by the Board of Directors from among their number, which fulfils the following requirements:-

- a) the Audit Committee must be composed of no fewer than three (3) members:
- b) all the Audit Committee members must be non-executive directors, with a majority of them being independent directors; and
- c) at least one (1) member of the Audit Committee:
 - i) must be a member of the Malaysian Institute of Accountants; or
 - ii) if he is not a member of the Malaysian Institute of Accountants, he must have at least three (3) years' working experience and:-
 - he must have passed the examinations specified in Part 1 of the 1st Schedule of the Accountants Act, 1967;
 - he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act, 1967; or
 - iii) fulfils such other requirements as prescribed or approved by the Bursa Malaysia Securities Berhad.

No alternate director shall be appointed as a member of the Audit Committee.

The members of the Audit Committee shall elect a Chairman from among their number who shall be an independent director.

In the event of any vacancy in the Audit Committee resulting in the non-compliance of item 2 (a) to (c) above, the vacancy must be filled within three (3) months of that event.



The Board of Directors must review the term of office and performance of the Audit Committee and each of its members at least once every three (3) years to determine whether the Audit Committee and members have carried out their duties in accordance with the terms of reference.

3. Functions

The functions of the Audit Committee are as follows:-

- a) To review the following and report the same to the Board of Directors:
 - i) with the external auditor, the audit plan;
 - ii) with the external auditor, his evaluation of the system of internal controls;
 - iii) with the external auditor, his audit report;
 - iv) the assistance given by the Company's employees to the external auditor; and
 - v) any related party transaction and conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity;
- b) To consider the appointment of the external auditors, the audit fee and any questions of resignation or dismissal including recommending the nomination of a person or persons as external auditors;
- c) To discuss with the external auditor before the audit commences, the nature and scope of the audit, and ensure coordination where more than one audit firm is involved:
- d) To review the quarterly results and year-end financial statements before recommending for the Board of Directors' approval, focusing particularly on:-
 - any changes in accounting policies and practices;
 - · significant adjustments arising from the audit;
 - the going concern assumption; and
 - compliance with accounting standards and other legal requirements;
- e) To discuss problems and reservations arising from the interim and final audits, and any matter the auditors may wish to discuss (in the absence of management where necessary);
- f) To review the external auditors' management letter and management's response;
- g) In relation to Internal Audit function:-
 - Review 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;
 - Review the internal audit programme and results of the internal audit process and where necessary, ensure that appropriate action is taken on the recommendations of the internal audit function;
 - Review any appraisal or assessment of the performance of members of the internal audit function;
 - · Approve any appointments or termination of senior staff members of the internal audit function;
 - Inform itself of resignations of internal audit staff members and provide the resigning staff members an opportunity to submit his reasons for resigning;
 - Review and assess the adequacy of the risk management framework and risk assessment.
- h) To consider the major findings of internal investigations and management's response;
- i) To report to the Bursa Malaysia Securities Berhad matters which have not been satisfactorily resolved by the Board of Directors resulting in a breach of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad; and
- j) To consider other areas as defined by the Board of Directors.



4. Authority

The Audit Committee shall, whenever necessary and reasonable for the Company to perform its duties, in accordance with a procedure to be determined by the Board of Directors and at the cost of the Company:-

- a) have authority to investigate any matter within its terms of reference;
- b) have the resources which are required to perform its duties;
- c) have full and unrestricted access to any information pertaining to the Company;
- d) have direct communication channels with the external auditors and person(s) carrying out the internal audit function or activity:
- e) be able to obtain independent professional or other advice; and
- f) be able to convene meetings with the external auditors, the internal auditors or both, excluding the attendance of other directors and employees of the Company, whenever deemed necessary.

5. Meetings

The Audit Committee shall meet at least four (4) times a year and shall hold such additional meetings as the Chairman shall decide in order to fulfil its duties.

In addition, the Chairman may call a meeting of the Audit Committee if a request is made by any committee member or the internal or external auditors.

A resolution in writing, signed by all the committee members shall be as valid and effective as if it had been deliberated and decided upon at a meeting of the Audit Committee.

Unless otherwise determined by the Audit Committee from time to time, a seven [7] days' notice of all Audit Committee's meetings shall be given to all the committee members either personally or by electronic or by facsimile transmission.

The Head of Internal Audit Department shall be expected to attend all meetings of the Audit Committee.

The Audit Committee may invite other directors and employees of the Company and of the Group, the external auditors or any other person to be in attendance to assist it in its deliberations. However, at least twice a year the Audit Committee shall meet with the external auditors without executive board members present.

A quorum shall consist of a majority of independent directors and shall not be less than two (2).

If at any meeting the Chairman is not present within fifteen (15) minutes after the time appointed for holding the meeting, the committee members present shall elect a Chairman from among the independent directors.

Any questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote except where the quorum is made up of only two (2) members or where only two (2) members are competent to vote on the question at issue.

The Company Secretary shall act as secretary of the Audit Committee and shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it in a timely manner, supported by explanatory documentation to committee members prior to each meeting.

The secretary shall also be responsible for keeping the minutes of meetings of the Audit Committee, and circulating them to committee members and to the other members of the Board of Directors.



MEETINGS

During the financial year ended 31 December 2010, seven (7) Audit Committee Meetings were held and the details of attendance of each Audit Committee member are as follows:-

Audit Committee Members

No. of Meetings Attended

Hazli Bin Ibrahim (Appointed on 13 April 2010)

Tan Sri Datuk Adzmi Bin Abdul Wahab

6/7

Dato' Nik Ismail Bin Dato' Nik Yusoff

7/7

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

The Audit Committee has discharged its duties as set out in its Terms of Reference, which accompany this Report. During the year under review, the following were the activities of the Audit Committee:-

- i) Reviewed, discussed and approved the audit plans for the year for the Group and the Company presented by the internal auditor.
- ii) Reviewed the adequacy of the scope, functions and staffing requirements of Group's Internal Audit Department to ensure that it was adequately staffed by employees with the relevant skills, knowledge and experience to enable the Group's Internal Audit Department to perform its role and that it has the necessary authority to carry out its work.
- iii) Reviewed the internal audit reports. The Audit Committee was briefed on the audit reports issued and on the issues raised by the Internal Auditor on various aspects of the system in operation, practices and procedures and internal controls. Special notice was taken of significant issues raised in the audit reports and that adequate corrective actions have been taken by the Operating Management to rectify the weaknesses.
- iv) Reviewed the external auditors' scope of work and audit plan of the year.
- v) Reviewed the quarterly results and year-end financial statements prior to the approval by the Board of Directors 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.
- vi) Reviewed the related party transactions and conflict of interest situation that may arise within the Group including any transactions, procedure or course of conduct that raises questions of Management integrity.
- vii) Commissioned special reviews on specific areas of operations.

INTERNAL AUDIT FUNCTION

The Group had an Internal Audit Department which is independent of the activities or operations of the Group and which provides the Audit Committee and the Board with much of the assurance it requires regarding the adequacy and integrity of the internal control.

Its principal responsibility is to undertake regular and systematic review of the system of internal control so as to provide a reasonable assurance that such system operates satisfactorily and effectively in the Group and report to the Audit Committee on a quarterly basis. Internal audit strategy and a detailed Audit Plan are presented to the Audit Committee for approval. The internal audit function adopts a risk-based approach in preparing its audit strategy and plan. The internal audit strategy and plan is developed based on the risk assessment of the Group. The Board ensures that appropriate management responses are given to any key audit findings and the relevant corrective and/or preventive actions are undertaken.

The Board, together with the Internal Audit Department and the Management, are taking the necessary measures for the continuous improvement of the internal control environment.

During the financial year, the total cost incurred for the internal audit function is RM39,360.

STATEMENT ON INTERNAL CONTROL



INTRODUCTION

The Malaysian Code on Corporate Governance sets out the principle that the Board of Directors of listed companies should maintain a sound system of internal control to safeguard shareholders' investment and the Group's assets. Paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") requires the Board of Directors of listed companies to include a statement on internal control in its annual report.

RESPONSIBILITY

The Board of Directors of the Company recognises the importance of a sound system of internal control as part of good corporate governance within the Group. The Board affirms its overall responsibility for the Group's system of internal control and for the review of its adequacy and integrity. The Group has developed an internal control system with on-going processes to:-

- Identify, evaluate, monitor and manage significant risk affecting achievement of the Group's business objectives; and
- Review the adequacy and integrity of the Group's system of internal control itself.

However, such a system is designed to manage risk rather than to eliminate risk of failure to achieve the policies and business objectives of the Group. It can only provide reasonable assurance, but not absolute assurance, against material misstatement of management and financial information and records or against financial losses or fraud.

The Board is of the view that the system of internal control in place for the year under review and up to the date of issuance of the annual report and financial statements is sound and sufficient based on the review performed by the internal audit department to safeguard the shareholders' investment, the interests of customers, regulators and employees and the Group's assets.

The management assists the Board in the implementation of the Board's policies and procedures on risk and control by identifying and assessing the risks faced, and in the design, operation and monitoring of suitable internal controls to mitigate and control these risks.

RISK MANAGEMENT FRAMEWORK

The Group's identification and review of risks are carried out during Head of Departments (HOD) meetings as an on-going process. The Group updates as required the status of its risk profile in the process of identifying, evaluating and managing the significant risks faced by the Group. The topics that were discussed include human resource, information system and information technology, project management, procurement and contract, and tender management.

The other key elements of the Group's system of internal control are as follows:-

- There is an organisation structure, which formally defines and entrench lines of responsibility and delegation of authority to ensure proper identification of accountabilities and segregation of duties.
- Key functions such as finance, tax and treasury, corporate and legal matters, human resource and administration, information technology are controlled centrally.
- HOD meetings were held seven (7) times during the year to review and oversee the Group's financial performance, business development, management and corporate issues.
- The Group produces consolidated quarterly performances, which allow the management to focus on areas of concern from the data captured in the financial system.
- The Audit Committee examines the effectiveness of the Group's systems of internal control on behalf of the Board. This is accomplished through review of the internal audit department's work. The internal audit department independently reviews the risk identification procedures and control processes implemented by the management and reports to the Audit Committee quarterly. Internal audit department also reviews the internal controls in the key activities of the Group's business and functional units in accordance with the audit plan approved by the Audit Committee and the Board.
- An Employee Handbook clearly emphasises ethical behaviour and working environment to enhance positive corporate values.
- Surprise visits to project sites by the Managing Director and senior management on an ad-hoc basis.

The Board is cognisant of the importance of maintaining appropriate controls and will continue to review the adequacy and integrity of the Group's system of internal control.



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Independent Auditors' Report

DIRECTORS' REPORT

for the year ended 31 December 2010



The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 December 2010.

Principal activities

The Company is principally engaged in investment holding whilst the principal activities of the subsidiaries are as stated in note 6 to the financial statements. There has been no significant change in the nature of these activities during the financial year.

Results

Group	Company
RM	RM
Profit/(Loss) for the year 1,250,252	(417,056)

Reserves and provisions

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

Dividends

No dividend was paid during the year and the Directors do not recommend any dividend to be paid for the year under review.

Directors of the Company

Directors who served since the date of the last report are:

Norazmi bin Mohamed Nurdin Tan Sri Datuk Adzmi bin Abdul Wahab Datuk Mohd Hashim bin Hassan Dato' Nik Ismail bin Dato' Nik Yusoff Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin Hazli bin Ibrahim

Directors' interests

The interest and deemed interest in the ordinary shares of the Company and of its related corporations (other than whollyowned subsidiaries) of those who were Directors at year end (including the interests of the spouses or children of the Directors who themselves are not Directors of the Company) as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares of RM0.50 ea			.50 each
	At		A	
	1.1.2010	Bought	Sold	31.12.2010
Shareholdings in which Directors have direct interest				
Norazmi bin Mohamed Nurdin	8,082,000	-	_	8,082,000
Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin	59,751,000	-	_	59,751,000
Hazli bin Ibrahim	554,400	-	-	554,400

DIRECTORS' REPORT

for the year ended 31 December 2010



Directors' interests (cont'd)

	Number	of ordinary sha	res of RM0	.50 each
	At			At
	1.1.2010	Bought	Sold	31.12.2010
Shareholdings in which Directors have deemed interests				
Norazmi bin Mohamed Nurdin	78,076,800	-	-	78,076,800
Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin	26,407,800	-	-	26,407,800
Hazli bin Ibrahim	157,000	_	_	157,000

By virtue of their interests in the shares of the Company, Norazmi bin Mohamed Nurdin and Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin and Hazli bin Ibrahim are also deemed interested in the shares of the subsidiaries during the financial year to the extent that Lebar Daun Berhad has an interest.

None of the other Directors holding office at 31 December 2010 had any interest in the ordinary shares of the Company and of its related corporations during the financial year.

Directors' benefits

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements or the fixed salary of a full time employee of the Company) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest except as disclosed in Note 24 to the financial statements.

There were no arrangements during and at the end of the financial year which had the object 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.

Issue of shares and debentures

There were no changes in the issued and paid-up capital of the Company during the financial year.

Other statutory information

Before the statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

- i) all known bad debts have been written off and adequate provision made for doubtful debts, and
- ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected to realise.

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

- i) that would render the amount written off for bad debts, or the amount of the provision for doubtful debts, in the Group and in the Company inadequate to any substantial extent, or
- ii) that would render the value attributed to the current assets in the Group and in the Company financial statements misleading, or
- iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or

DIRECTORS' REPORT

for the year ended 31 December 2010



Other statutory information (cont'd)

iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

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

- i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or
- ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of any company in the Group 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 substantially affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 December 2010 have not been substantially affected by any item, transaction or event of a material and unusual nature except for the write down of investment in quoted shares of RM678,925 and impairment loss on trade amount due from related companies of RM4,489,447 nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

Auditors

The auditors, Messrs KPMG, have indicated their willingness to accept re-appointment.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:

Norazmi bin Mohamed Nurdin

Dato' Nik Ismail bin Dato' Nik Yusoff

Shah Alam.

Date: 29 April 2011

STATEMENTS OF FINANCIAL POSITION





Deferred tax assets 7 5,048,156	2009 RM 12,019 - 62,969 - 74,988
Property, plant and equipment 3 3,546,335 3,700,429 1 Intangible assets 4 11,803,642 11,803,642 - Investment properties 5 540,000 555,000 - Investments in subsidiaries 6 - - 74,500,002 74,5 Deferred tax assets 7 5,048,156 - - -	- 62,969 - 74,988
Intangible assets 4 11,803,642 11,803,642 - Investment properties 5 540,000 555,000 - Investments in subsidiaries 6 - - 74,500,002 74,5 Deferred tax assets 7 5,048,156 - - -	- 62,969 - 74,988
Investments in subsidiaries 6 - - 74,500,002 74,5 Deferred tax assets 7 5,048,156 - - -	- 74,988 -
Total non-current assets 20,938,133 16,059,071 74,500,003 74,500,003	_
	- 39,690
Investment in quoted shares 8 10,237,210 10,892,207 -	39,690
Trade and other receivables 9 147,644,165 162,059,976 3,587,614 3,9 Inventories - 29,043 -	-
Current tax assets 27,294 560,964 27,294	27,294
Cash and cash equivalents 10 3,239,405 2,488,454 2,625	6,314
Total current assets 161,148,074 176,030,644 3,617,533 3,9	73,298
Total assets 182,086,207 192,089,715 78,117,536 78,5	48,286
Equity	
	41,838
	77,946
Retained earnings/(Accumulated losses) 26,646,637 39,495,124 (767,174) (3	50,118)
Total equity 106,736,158 118,214,908 77,952,610 78,3	69,666
Liabilities Deferred tax liabilities 7 - 391,829 -	
Total non-current liabilities - 391,829 -	
Deferred income 12 2,004,383 2,634,942 -	-
	64,927
Current tax liabilities 254,979 1,938 - Loans and borrowings 14 7,005,195 6,729,403 -	13,693
Total current liabilities 75,350,049 73,482,978 164,926 1	78,620
Total liabilities 75,350,049 73,874,807 164,926	78,620
Total equity and liabilities 182,086,207 192,089,715 78,117,536 78,5	48,286

STATEMENTS OF COMPREHENSIVE INCOME



for the year ended 31 December 2010

		Group		Company	
	Note	2010 RM	2009 RM	2010 RM	2009 RM
Revenue Cost of sale		101,061,629 (90,307,235)	76,799,728 (69,036,813)	- -	-
Gross profit Other income Administrative expenses Other operating expenses		10,754,394 1,705,713 (5,253,905) (5,256,325)	7,762,915 2,992,848 (7,855,172)	- - (416,779) -	- - (439,895) -
Results from operating activities Interest income Finance costs		1,949,877 24,302 (502,378)	2,900,591 57,843 (463,030)	(416,779) - (277)	(439,895) - (1,146)
Profit/(Loss) before tax Income tax expense	15 17	1,471,801 (221,549)	2,495,404 (1,041,170)	(417,056) -	(441,041) -
Profit/(Loss) for the year attributable to shareholders of the Company		1,250,252	1,454,234	(417,056)	[441,041]
Other comprehensive income, net of tax					
Fair value available-for-sale investment		(1,306,080)	-	-	-
Total comprehensive income for the year attributable to shareholders of the Company		(55,828)	1,454,234	-	-
Basic earnings per ordinary share (sen)	18	0.92	1.06		

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY



for the year ended 31 December 2010

		← Nor	ı-distributable	*	Distributable Retained	
Group	Note	Share capital RM	Fair value reserve RM	Share premium RM	earnings/ Accumulated losses RM	Total equity RM
At 1 January 2009 Total comprehensive income for the year		68,241,838	-	10,477,946	38,040,890 1,454,234	116,760,674
At 31 December 2009/ 1 January 2010 - as previously stated - effect of adopting FRS139		68,241,838 -	- 2,675,817	10,477,946	39,495,124 (14,098,739)	118,214,908 (11,422,922)
At 1 January 2010, restated Total comprehensive income for the year		68,241,838	2,675,817 (1,306,080)	10,477,946	25,396,385 1,250,252	106,791,986 (55,828)
		68,241,838 Note 11	1,369,737	10,477,946	26,646,637	106,736,158
Company						
At 1 January 2009 Total comprehensive income for the year		68,241,838	-	10,477,946	90,923 (441,041)	78,810,707 (441,041)
At 31 December 2009/ 1 January 2010 Total comprehensive income for the year		68,241,838	-	10,477,946	(350,118) (417,056)	78,369,666 (417,056)
		68,241,838	-	10,477,946	(767,174)	77,952,610

Note 11

STATEMENTS OF CASH FLOWS



LEBAR DAUN BERHAD (590945-H) 32

for the year ended 31 December 2010

		Group		Company	
	Note	2010 RM	2009 RM	2010 RM	2009 RM
Cash flows from operating activities		1 /51 001	0./05./0/	(/47.05/)	(//1.0/1)
Profit/(Loss) before tax		1,471,801	2,495,404	(417,056)	(441,041)
Adjustments for:					
Depreciation of property, plant and equipment	5	405,400 15,000	355,668 15,000	12,018	20,603
Depreciation of investment properties Dividend income	3	(431,950)	(533,809)	-	_
Finance costs		502,378	463,030	_	1,146
Gain on disposal of investment in quoted shares		(134,797)	-	-	-
Gain on disposal of property, plant and equipment		(130,000)	(E7.0/2)	_	-
Interest income Impairment in investment in subsidiary		(24,302)	(57,843)	- 62,967	137,033
Net reversal of impairment gain on financial assets		(119,541)	(2,257,439)	-	-
Operating profit/(loss) before changes					
in working capital		1,553,989	480,011	(342,071)	(282,259)
Inventories		29,043	1,326	-	-
Trade and other payables		(1,967,007)	10,223,591	-	1
Trade and other receivables		2,193,633	(9,181,787)		
Cash generated from/(used in) operations		1,809,658	1,523,141	(342,071)	(282,258)
Interest received		24,302	57,843	-	-
Interest paid		(502,378)	(463,030)	-	(1,146)
Tax paid		(927,723)	(1,034,426)		
Net cash from/(used in) operating activities		403,859	83,528	(342,071)	(283,404)
Cash flows from investing activities		(251,306)	(44,009)	352,076	
Acquisition of property, plant and equipment Repayment to subsidiaries		(201,300)	(44,007)	332,076	471,930
Advance to related companies		39,022	-	-	-
Proceeds from disposal of investment in quoted shares	i	1,976,868	-	-	-
Dividend received		431,950	533,809	-	- (000 000)
Increase in investment in a subsidiary		(1 055 225)	-	-	(200,000)
Acquisition of investment in quoted shares Proceed from disposal of property, plant and equipmen	ıt	(1,955,235) 130,000	_	-	_
		100,000			
Net cash generated from investing activities		371,299	489,800	352,076	271,930
Cash flows from financing activities					
Drawdown/(Repayment) of borrowings		526,000	340,000	-	(13,693)
Repayment of hire purchase liabilities (Increase)/Decrease in pledged deposits		(57,898) (51,452)	(189,785) 516,840	(13,694)	(3,821)
		(31,432)	310,840	_	
Net cash generated from/(used in)		/1/ /50	447.055	(12 404)	(17 51/)
		416,650	667,055	(13,694)	(17,514)
Net cash generated from/(used in) financing activities Net increase/(decrease) in cash and cash equivalents		1,191,808	1,240,383	(13,694)	(17,514)
Net cash generated from/(used in) financing activities	(i)				

STATEMENTS OF CASH FLOWS

for the year ended 31 December 2010



i) Cash and cash equivalents

Cash and cash equivalents included in the cash flow statements comprise the following balance sheet amounts:

	Note	Group		Company	
		2010 RM	2009 RM	2010 RM	2009 RM
Cash and bank balances	10	973,483	273,985	2,625	6,314
Deposits placed with licensed banks	10	2,265,922	2,214,469	-	-
Bank overdraft repayable on demand - unsecured	14	(3,929,195)	(4,421,505)	-	
		(689,790)	(1,933,051)	2,625	6,314
Less: Deposits pledged	10	(2,265,922)	(2,214,469)	-	-
		(2,955,712)	(4,147,520)	2,625	6,314

NOTES TO THE FINANCIAL STATEMENTS



Lebar Daun Berhad is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The address of its principal place of business and registered office of the Company is as follows:

Principal place of business and Registered office:

Wisma Lebar Daun No 2, Jalan Tengku Ampuan Zabedah J9/J Seksyen 9, 40000 Shah Alam Selangor Darul Ehsan

The consolidated financial statements of the Company as at and for the year ended 31 December 2010 comprise the Company and its subsidiaries (together referred to as the Group).

The Company is principally engaged in investment holding while the other Group entities are primarily involved in the construction, trading and services.

The financial statements were approved by the Board of Directors on 29 April 2011.

1. Basis of preparation

(a) Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standards (FRS), generally accepted accounting principles and the Companies Act, 1965 in Malaysia.

The Group and the Company have not applied the following accounting standards, amendments and interpretations that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the Group and the Company:

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 March 2010

* Amendments to FRS 132, Financial Instruments: Presentation – Classification of Rights Issues

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2010

- * FRS 1, First-time Adoption of Financial Reporting Standards (revised)
- * FRS 3, Business Combinations (revised)
- * FRS 127, Consolidated and Separate Financial Statements (revised)
- * Amendments to FRS 2, Share-based Payment
- * Amendments to FRS 5, Non-current Assets Held for Sale and Discontinued Operations
- * Amendments to FRS 138, Intangible Assets
- * IC Interpretation 12, Service Concession Agreements
- * IC Interpretation 16, Hedges of a Net Investment in a Foreign Operation
- * IC Interpretation 17, Distributions of Non-cash Assets to Owners
- * Amendments to IC Interpretation 9, Reassessment of Embedded Derivatives

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2011

- * Amendments to FRS 1, First-time Adoption of Financial Reporting Standards
 - Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters
 - Additional Exemptions for First-time Adopters
- * Amendments to FRS 7, Financial Instruments: Disclosures Improving Disclosures about Financial Instruments
- * Amendments to FRS 2, Group Cash-settled Share-based Payment Transactions
- * IC Interpretation 4, Determining whether an Arrangement contains a Lease
- * IC Interpretation 18, Transfers of Assets from Customers
- * Improvements to FRSs (2010)

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 July 2011

- * IC Interpretation 19, Extinguishing Financial Liabilities with Equity Instruments
- * Amendments to IC Interpretation 14, Prepayments of a Minimum Funding Requirement

FRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2012

- * FRS 124, Related Party Disclosures (revised)
- * IC Interpretation 15, Agreements for the Construction of Real Estate



1. Basis of preparation (cont'd)

(a) Statement of compliance (cont'd)

The Group and the Company plan to apply the abovementioned standards, amendments and interpretations from the annual period beginning 1 January 2011 for those standards, amendments or interpretations that will be effective for annual periods beginning on or after 1 March 2010, 1 July 2010 or 1 January 2011 except for IC Interpretation 12, 16, 17 and 18 which are not applicable to the Group and the Company.

The initial application of a standard, an amendment or an interpretation, which will be applied prospectively or which requires extended disclosures, is not expected to have any financial impacts to the current and prior period financial statements upon their first adoption.

There is no material impact of initial applications of a standard, amendment or interpretation which will be applied retrospectively.

Following the announcement by the MASB on 1 August 2008, the Group's and the Company's financial statements will be prepared in accordance with the International Financial Reporting Standards (IFRS) framework for annual periods beginning on 1 January 2012. The change of the financial reporting framework is not expected to have any significant impact on the financial position and performance of the Group and the Company.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis unless otherwise stated in the notes.

(c) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia (RM), which is the Company's functional currency.

(d) Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes:

- * Note 4 measurement of the recoverable amounts of intangible assets
- * Note 5 valuation of investment properties
- * Note 7 recognition of deferred tax assets/liabilities



2. Significant accounting policies

The accounting policies set out below have been applied consistently to the periods presented in these financial statements, and have been applied consistently by Group entities, other than those disclosed in note 2(b) - Financial Instruments.

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, controlled by the Group. Control exists when the Group has the ability to exercise its power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. Subsidiaries are consolidated using the purchase method of accounting.

Under the purchase method of accounting, the financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Investments in subsidiaries are stated in the Company's balance sheet at cost less accumulated impairment losses, if any.

(ii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

(b) Financial instruments

Arising from adoption of FRS 139, Financial Instruments: Recognition and Measurement, with effect from 1 January 2010, financial instruments are categorised and measure using accounting policies as mentioned below. Before 1 January 2010, different accounting policies were applied.

(i) Initial recognition and measurement

A financial instrument is recognised in the statements of financial position when, and only when, the Group or the Company becomes a party to the contractual provisions of the instrument.

A financial instrument is recognise initially, at its fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

(ii) Financial instrument categories and subsequent measurement

The Group and the Company categorise financial instruments as follows:

Financial assets

(a) Loans and receivables

Loans and receivables category comprises trade and other receivables and cash and cash equivalents.

Financial assets categorised as loans and receivables are subsequently measured at amortised cost using the effective interest method.



2. Significant accounting policies (cont'd)

(b) Financial instruments (cont'd)

(ii) Financial instrument categories and subsequent measurement (cont'd)

(b) Available-for-sale financial assets

Available for sale category comprises investment in equity and debt securities instruments that are not held for trading.

Investments in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost. Other financial assets categorised as available-for-sale are subsequently measured at their fair values with the gain or loss recognised in other comprehensive income, except for impairment losses, which is recognised in profit or loss. On derecognition, the cumulative gain or loss recognised in other comprehensive income is reclassified from equity into profit or loss. Interest calculated for a debt instrument using the effective interest method is recognised in profit or loss.

All financial assets are subject to review for impairment losses (see note 2(l)(i)).

Financial liabilities

All financial liabilities are subsequently measured at amortised cost other than those categorised as fair value through profit or loss.

Fair value through profit or loss category comprises financial liabilities that are held for trading, derivatives or financial liabilities that are specifically designated into this category upon initial recognition.

Other financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

(iii) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are classified as deferred income and are amortised to profit or loss using a straight-line method over the contractual period or, when there is no specified contractual period recognised in profit or loss upon discharge of the guarantee. When settlement of a financial guarantee contract becomes probable, an estimate of the obligation is made. If the carrying value of the financial guarantee contract is lower than the obligation, the carrying is adjusted to the obligation amount and accounted for as a provision.

(iv) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets is recognised and derecognised, as applicable, using trade date accounting. Trade date accounting refers to:

- (a) the recognition of an asset to be received and the liability to pay for it on the trade date, and
- (b) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date



2. Significant accounting policies (cont'd)

(b) Financial instruments (cont'd)

(v) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire of the financial asset is transferred to another party without retaining control or substantially all risks and rewards of the asset. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity in the profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged or cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the profit or loss.

(c) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and any impairment loss.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes the cost of materials and direct labour and, for qualifying assets, borrowing costs are capitalised in accordance with the Group's accounting policy. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within "other income" or "other expenses" respectively in the income statement.

(ii) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the income statement as incurred.



2. Significant accounting policies (cont'd)

(c) Property, plant and equipment (cont'd)

(iii) Depreciation

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is recognised in the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives. Freehold land is depreciated on a straight line method using the same rate of the freehold building due to the freehold land cost on which the building is located cannot be segregated.

The estimated useful lives for the current and comparative periods are as follows:

leasehold land and buildings
 plant and equipment
 fixtures and fittings
 motor vehicles
 50 years
 2.5 - 10 years
 8 - 10 years
 5 years

Depreciation methods, useful lives and residual values are reassessed at the balance sheet date.

(d) Intangible assets

(i) Goodwill

Goodwill arises on business combinations is measured at cost less any accumulated impairment losses. In respect of equity accounted investees, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity accounted investee.

For acquisitions prior to 1 January 2006, goodwill represents the excess of the cost of the acquisition over the Group's interest in the fair values of the net identifiable assets and liabilities.

For business acquisitions beginning from 1 January 2006, goodwill represents the excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquiree.

Any excess of the Group's interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over the cost of acquisition is recognised immediately in profit or loss.

(ii) Amortisation

Goodwill and intangible assets with indefinite useful lives are not amortised but are tested for impairment annually and whenever there is an indication that they may be impaired.

(e) Investments properties

Investment properties are properties which are owned to earn rental income or for capital appreciation or for both. These include land held for a currently undetermined future use. Properties that are occupied by the companies in the Group are accounted for as owner-occupied rather than as investment properties.

Investment property carried at cost

Investment properties are stated at cost less any accumulated depreciation consistent with the accounting policy for property, plant and equipment as stated in accounting policy note 2(c).

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of fifty (50) years for buildings.



2. Significant accounting policies (cont'd)

(e) Investments properties (cont'd)

Determination of fair value

The Directors estimate the fair values of the Company's investment properties without involvement of independent valuers.

The valuations are prepared by considering the aggregate of the estimated cash flows expected to be received from renting out the property. A yield that reflects the specific risks inherent in the net cash flows then is applied to the net annual cash flows to arrive at the property valuation.

Valuations reflect, where appropriate, the type of tenants likely to be in occupation after letting vacant accommodation, and the market's general perception of their creditworthiness; the allocation of maintenance and insurance responsibilities between the Company and the lessee; and the remaining economic life of the property. When rent reviews or lease renewals are pending with anticipated reversionary increases, it is assumed that all notices and where appropriate counter-notices have been served validly and within the appropriate time.

Significant assumptions in arriving at the fair value of investment properties are disclosed in note 5.

(f) Leased assets

Finance lease

Leases in terms of which the Group and the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. On initial recognition of the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

(g) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition. In the case of finished goods, cost includes an appropriate share of production overheads based on normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs to make the sale.

(h) Receivables

Prior to 1 January 2010, receivables were initially recognised at their costs and subsequently stated at cost less allowance for doubtful debts.

Following the adoption of FRS 139, trade and other receivables are categorised and measured as loans and receivables in accordance with note 2(b).



2. Significant accounting policies (cont'd)

(i) Constructions work-in-progress

Construction work-in-progress represents the gross unbilled amount expected to be collected from customers for contract work performed to date. It is measured at cost plus profit recognised to date less progress billing and recognised losses. Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Company's contract activities based on normal operating capacity.

Construction work-in-progress is presented as part of trade and other receivables in the statement of financial position for all contracts in which costs incurred plus recognised profits exceed progress billings. If progress billings exceed costs incurred plus recognised profits, then the difference is presented as deferred income in the statement of financial position.

(j) Investments

Prior to 1 January 2010, investments were initially recognised at their costs and subsequently stated at cost less impairment losses.

Investments are carried at the lower at cost and market value, determined on an individual investment basis.

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is recognised in the profit or loss.

Where in the opinion of the Directors, there is a decline other than temporary in the value of investments other than investment in subsidiaries, the allowance for diminution in value is recognised as an expense in the financial year in which the decline is identified.

Following the adoption of FRS 139, investments are categorised as available-for-sale financial assets in accordance with note 2(b).

(k) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in value. For the purpose of the cash flow statement, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

Cash and cash equivalents (other than bank overdrafts) are categorised and measured as loans and receivables in accordance with policy note 2(b).

(l) Impairment

(i) Financial assets

All financial assets (except investment in subsidiaries) are assessed at each reporting date whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. Losses expected as a result of future events, no matter how likely, are not recognised. For an equity instrument, a significant or prolonged decline in the fair value below its cost is an objective evidence of impairment.

An impairment loss in respect of loans and receivables is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account.



2. Significant accounting policies (cont'd)

(l) Impairment (cont'd)

(i) Financial assets (cont'd)

An impairment loss in respect of available-for-sale financial assets is recognised in the profit or loss and is measured as the difference between the asset's acquisition cost (net of any principal repayment and amortisation) and the asset's current fair value, less any impairment loss previously recognised. Where a decline in the fair value of an available-for-sale financial asset has been recognised in the other comprehensive income, the cumulative loss in other comprehensive income is reclassified from equity and recognised to profit or loss.

An impairment loss in respect of unquoted equity instrument that is carried at cost is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

Impairment losses recognised in profit or loss for an investment in an equity instrument is not reversed through the profit or loss.

If, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed, to the extent that the asset's carrying amount does not exceed what the carrying amount would have been had the impairment not been recognised at the date the impairment is reversed. The amount of the reversal is recognised in the profit or loss.

(ii) Other assets

The carrying amounts of other assets (except for inventories, assets arising from construction contract and deferred tax asset) are reviewed at the end of each reporting period to determine whether there is any indication of impairment.

If any such indication exists, then the asset's recoverable amount is estimated. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

Impairment losses are recognised in the profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (groups of units) on a prorata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.



2. Significant accounting policies (cont'd)

(m) Employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

The Group's contribution to statutory pension funds are charged to the income statements in the year to which they relate. Once the contributions have been paid, the Group has no further payment obligations.

(n) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as financing cost.

Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the Company considers these to be insurance arrangements, and accounts for them as such. In this respect, the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

(o) Revenue

(i) Goods sold

Revenue from the sale of goods is measured at fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods.

(ii) Construction contracts

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably. As soon as the outcome of a construction contract can be estimated reliably, contract revenue and expenses are recognised in the income statement in proportion to the stage of completion of the contact.

The stage of completion is assessed by reference to the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognised immediately in the income statement.



2. Significant accounting policies (cont'd)

(p) Other income

(i) Rental income

Rental income from investment property is recognised in the income statement on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

(iii) Dividend income

Dividend income is recognised in profit or loss on the date that the Company has the right to receive payment is established.

(iii) Interest income

Interest income is recognised as it accrues, using the effective interest method in profit or loss.

(q) Borrowing costs

Borrowings costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Before 1 January 2010, all borrowing costs were recognised in profit or loss using the effective interest method in the period in which they are incurred.

Following the adoption of revised FRS 123, Borrowing Costs, borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

(r) Income tax expense

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and their tax bases. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, and the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to apply to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.



2. Significant accounting policies (cont'd)

(s) Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

(t) Operating segments

In the previous years, a segment was a distinguishable component of the Group that was engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment) which was subject to risks and rewards that were different from those of other segments.

Following the adoption of FRS 8, Operating Segments, an operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the chief operating decision maker of the Group, to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

(u) Share capital

Ordinary shares are recorded at the nominal value and proceeds in excess of the nominal value of shares issued, if any, are accounted for as share premium. Both ordinary shares and share premium are classified as equity. Cost incurred directly attributable to the issuance of shares are accounted for as a deduction from share premium. Otherwise they are charged to the income statement. Dividends to shareholders are recognised in equity in the period in which they are declared and approved.



3. Property, plant and equipment

Group	Leasehold land and buildings	Motor vehicles	Plant and machinery, office, tele- communication equipment	Fixtures, fittings and renovation	Total
Cost	RM	RM	RM	RM	RM
At 1 January 2009 Additions	3,566,005	2,999,076	854,844 44,009	260,290 -	7,680,215 44,009
At 31 December 2009/ 1 January 2010 Additions Disposals	3,566,005 - -	2,999,076 201,661 (394,466)	898,853 49,645 -	260,290 - -	7,724,224 251,306 (394,466)
At 31 December 2010	3,566,005	2,806,271	948,498	260,290	7,581,064
Depreciation					
At 1 January 2009 Depreciation for the year	356,600 71,320	2,390,563 210,489	700,147 82,132	202,107 10,437	3,649,417 374,378
At 31 December 2009/ 1 January 2010 Depreciation for the year Disposals	427,920 71,320 -	2,601,052 242,095 (394,466)	782,279 81,548 -	212,544 10,437 -	4,023,795 405,400 (394,466)
At 31 December 2010	499,240	2,448,681	863,827	222,981	4,034,729
Carrying amounts					
At 1 January 2009	3,209,405	608,513	154,697	58,183	4,030,798
At 31 December 2009/ 1 January 2010	3,138,085	398,024	116,574	47,746	3,700,429
At 31 December 2010	3,066,765	357,590	84,671	37,309	3,546,335



3. Property, plant and equipment (cont'd)

Company	Motor vehicles RM
Cost At 1 January 2009/31 December 2010	103,017
Depreciation At 1 January 2009 Depreciation for the year	70,395 20,603
At 31 December 2009/1 January 2010 Depreciation for the year	90,998 12,018
At 31 December 2010	103,016
Carrying amounts At 1 January 2009	32,622
At 31 December 2009/1 January 2010	12,019
At 31 December 2010	1

Motor vehicle acquired on hire purchase

At 31 December 2010, the Group and the Company has motor vehicle acquired by means of hire purchase agreement with carrying value of RM190,001 (2009: RM392,019) and RM1 (2009: RM12,019) respectively.

Depreciation for the year

The Group's depreciation during the year amounting to RM2,895 (2009: RM18,710) has been capitalised in the amount due from contract customters included under trade and other receivables in note 9.

Leasehold land and building

The carrying value of the leasehold land and building have not been segregated from the cost and carrying amounts as the information required is not available.



4. Intangible assets

		Group	
	2010 RM	2009 RM	
Goodwill	11,803,642	11,803,642	

The recoverable amount of the investment in a subsidiary was based on its value in use and the recoverable amount is higher than the carrying amount of this intangible asset. There is no impairment loss recognised during the year.

Value in use was determined by discounting the future cash flows generated from the continuing use of the investment in a subsidiary was based on the following key assumptions:

- * Cash flows were projected based on actual operating results and the 5-year business plan.
- * The subsidiary will continue its operation indefinitely.
- * The size of operation will remain with at least or not lower than the current results.
- * The discount rate used was the weighted average cost of capital rate for the Group at 10.96%.

The key assumptions represent management's assessment of future trends in the construction industry and are based on both external sources and internal sources (historical data).

The above estimates are particularly sensitive in the following areas:

- * An increase of 1 percentage point in the discount rate used would have no impact in impairment of goodwill.
- * A 10 percent decrease in future planned revenues would have no impact on the impairment of goodwill.

5. Investment properties

Group	Freehold land and building RM
Cost	750 000
At 1 January 2009/31 December 2010	750,000
Accumulated Depreciation At 1 January 2009 Depreciation for the year	180,000 15,000
At 31 December 2009/1 January 2010 Depreciation for the year	195,000 15,000
At 31 December 2010	210,000
Carrying amounts At 31 December 2009/1 January 2010	555,000
At 31 December 2010	540,000
Fair value At 31 December 2009/31 December 2010	1,860,000



5. Investment properties (cont'd)

The carrying value of the freehold land and building have not been segregated from the cost and carrying amounts as the information required is not available.

The valuation of investment property is prepared by a qualified external valuer by using a comparative method of valuation. The desktop valuation made on 17 January 2011 by external valuer.

The following are recognised in the income statement in respect of investment properties:

	2010 RM	2009 RM
Direct operating expenses	5,611	4,736

Investment property is located in Malaysia and comprise:

Property	Title	Approximate net lettable area
Lot 9024, Lot 9026 & Lot 9028 at Jalan Mahang 1, Taman Meru Utama, Klang	Freehold	Land - 468 sq. meter Building - 1,809 sq. meter

Security

At 31 December 2010, the properties are pledged to a licensed bank to secure banking facilities granted to the Group (see note 14).

6. Investments in subsidiaries

	Co	ompany
	2010 RM	2009 RM
At cost: Unquoted shares Less: Accumulated impairment	74,700,002 (200,000)	74,700,002 (137,033)
	74,500,002	74,562,969

Details of the subsidiaries are as follows:

Name of subsidiaries	Country of incorporation Principal activities		Effective ownership interest		
Name of subsidiaries Lebar Daun Construction Sdn. Bhd.			2010 %	2009 %	
Lebar Daun Construction Sdn. Bhd.	Malaysia	Civil and building construction	100	100	
Lebtech Energy Sdn. Bhd.	Malaysia	Trading and services	100	100	
Paksi Aman Sdn. Bhd.	Malaysia	Dormant	100	100	



6. Investments in subsidiaries (cont'd)

The audit report of Lebar Daun Construction Sdn. Bhd. contains a qualified opinion as follows:

Basis for Qualified Opinion

Included in Company's trade payables are amounts totaling approximately RM22,000,000 which have been remain unpaid since 2008. We were unable to confirm the existence and accuracy of most of these balances via direct confirmation, telephone contacts or other means as these creditors are no longer operating in their last known addresses and telephone numbers. Hence we have not been able to obtain sufficient appropriate audit evidence to establish the existence and accuracy of these liabilities.

The management has decided to conduct an investigation on these balances as disclosed in the Company's financial statement.

7. Deferred tax assets/(liabilities)

Recognised deferred tax assets/(liabilities)

Deferred tax assets/(liabilities) are attributable to the following:

	Assets		Liabilities		Net	
Group	2010 RM	2009 RM	2010 RM	2009 RM	2010 RM	2009 RM
Property, plant and equipment Provisions	5,091,473	-	(43,317) -	(391,829) -	(43,317) 5,091,473	(391,829) -
Net tax assets/(liabilities)	5,091,473	-	(43,317)	(391,829)	5,048,156	(391,829)

Movement in temporary differences during the year

Group	At 1.1.2009 RM	Recognised in income statement (note 18) RM	At 31.12.2009/ 1.1.2010, previously stated RM	Effect of adopting FRS139 RM	At 31.12.2009/ 1.1.2010 restated RM	Recognised in income statement (note 18) RM	At 31.12.2010 RM
Property, plant and machinery Provisions	(254,479) -	(137,350) -	(391,829)	- 3,947,100	(391,829) 3,947,100	348,512 1,144,373	(43,317) 5,091,473
	(254,479)	(137,350)	(391,829)	3,947,100	3,555,271	1,492,885	5,048,156



8. Investment in quoted shares

Group	2010 RM
Current Available-for-sale financial assets Quoted shares in Malaysia	10,237,210
Market value Available-for-sale financial assets Quoted shares in Malaysia	10,237,210
	2009 RM
Current	
At cost: Quoted shares in Malaysia Less: Impairment loss	12,737,269 (1,845,062)
	10,892,207
Magliotani	
Market value Quoted shares in Malaysia	11,310,635

The comparative figures as at 31 December 2009 gave not been presented based on the new categorisation of financial assets resulting from the adoption of FRS139 by venture of the exemption in FRS7.44AA.

9. Trade and other receivables

		Gro		Co	Company	
	Note	2010	2009	2010	2009	
		RM	RM	RM	RM	
Current						
Trade						
Trade receivables	а	3,117,920	6,504,644	-	-	
Amount due from contract						
customers	b	14,629,503	17,674,612	-	-	
Amount due from related parties	С	129,414,277	137,503,671	-	-	
		147,161,700	161,682,927	-	-	
Non-trade						
Amount due from subsidiaries	d	-	-	3,587,404	3,939,480	
Other receivables		293,563	181,495	210	210	
Deposits		180,320	187,887	-	-	
Prepayments		8,582	7,667	-	-	
		482,465	377,049	3,587,614	3,939,690	
		147,644,165	162,059,976	3,587,614	3,939,690	



9. Trade and other receivables (cont'd)

Note a

Included in trade receivables at 31 December 2010 are retention sums of RM1,880,202 (2009: RM762,174) relating to amount due from contract customers.

Note b

Amount due from contract customers

			Group
	Note	2010 RM	2009 RM
Aggregate costs incurred to date Add: Attributable profits		362,829,349 52,495,085	
Less: Progress billings		415,324,444 (402,699,324)	314,287,817 (299,248,147)
Deferred income	12	12,625,120 2,004,383	15,039,670 2,634,942
		14,629,503	17,674,612
Additions to aggregate costs incurred during the year include:			
Depreciation of property, plant and equipment		2,895	18,710

Note c

The trade amounts due from related parties are progress billings receivable. The amounts are unsecured and subject to the normal trade terms. Included in progress billings receivable at 31 December 2010 are retention sums of RM27,814,867 (2009: RM41,494,562) relating to amount due from contract customers.

Note d

Amount due from subsidiaries are unsecured, interest-free and repayable on demand.

10. Cash and cash equivalents

	Group		Company	
	2010	2009	2010	2009
	RM	RM	RM	RM
Deposits placed with licensed banks	2,265,922	2,214,469	-	6,314
Cash and bank balances	973,483	273,985	2,625	
	3,239,405	2,488,454	2,625	6,314

Deposits placed with licensed banks pledged for a bank facility

Included in the Groups deposits placed with licensed banks are RM1,155,030 (2009: RM1,130,388) pledged for banking facilities granted to a subsidiary and RM1,110,892 (2009: RM1,084,081) pledged as collateral for bank guarantee facility granted to third parties.



11. Capital and reserves

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Share Capitat	Number Amount 2010	Group ar of shares 2010	Number Amount 2009	of shares 2009
Authorised: Ordinary shares of RM0.50 each	250,000,000	500,000,000	RM 250,000,000	500,000,000
Issued and fully paid: Ordinary shares of RM0.50 each On issue at 31 December	68,241,838	136,483,676	68,241,838	136,483,676

Section 108 tax credit

Subject to agreement by the Inland Revenue Board, the Company has sufficient Section 108 tax credit to frank all of its distributable reserves at 31 December 2010 if paid out as dividends.

The Finance Act 2007 introduced a single tier company income tax system with effect from year of assessment 2008. As such, the Section 108 tax credit will be available to the Company until such time the credit is fully utilised or upon expiry of the six-year transitional period on 31 December 2013, whichever is earlier.

12. Deferred income

			Group
		2010	2009
	Note	RM	RM
Current			
Customer advances for construction work-in-progress	9	2,004,383	2,634,942

13. Trade and other payables

		Group		Coi	mpany
	Note	2010 RM	2009 RM	2010 RM	2009 RM
Trade Trade payables	а	65,512,922	63,567,554	-	-
Non-trade Amount due to a related party Other payables	b	131,651 196,492	92,628 215,095	- 2	- 2
Accrued expenses		244,427	241,418	164,924	164,925
		572,570	549,141	164,926	164,927
		66,085,492	64,116,695	164,926	164,927



13. Trade and other payables

Note a

- i) The normal trade terms granted to the Group range from 30 days to 90 days.
- ii) Included in the trade payable are:
 - a) Amount totaling RM2,748,760 (2009: RM2,748,760) owing to a related party.
 - b) Amount totaling RM16,383,914 (2009: RM14,248,033) are retention sums.

Note b

Amount due to a related party is unsecured, interest free and repayable on demand.

Note c

The Group's trade payables, net of retention sum, includes long outstanding amounts which have been remain unpaid since 2008. The management has decided to conduct an investigation in the next financial year to update its records relating to these long outstanding trade payables including but not limited to current business location and status. This investigation may give rise to differences between the carrying amount and the updated records of the long outstanding trade payable. At this juncture, management could not quantify the differences, if any, from the intended investigation.

14. Loans and borrowings

This note provides information about the contractual terms of the Group's and the Company's interest-bearing loans and borrowings. For more information about the Group's and the Company's exposure to interest rate, see note 20.

	Group		Company	
	2010 2009 2010	2010	2009	
	RM	RM	RM	RM
Banker acceptance	3,076,000	2,250,000	-	-
Finance lease liabilities	-	57,898	-	13,693
Bank overdraft	3,929,195	4,421,505	-	-
	7,005,195	6,729,403	-	13,693

Security

The first bank overdraft amounting to RM2,442,890 (2009: RM2,403,988) bears interest at 1.75% to 2.00% (2009: 1.75% to 2.00%) per annum above the bank's Base Lending Rate and is secured by the followings:

- a) third party first legal charge of RM2,500,000 over properties owned by a director;
- b) corporate guarantee for RM2,500,000 by the Company; and
- c) registered charge over fixed deposit of RM1,155,030.

The second bank overdraft amounting to RM1,486,305 (2009: RM1,482,848) bears interest at 2.00 % (2009: 2.00%) per annum above the bank's Base Lending Rate and is secured by the followings:

- a) third party first legal charge of RM2,000,000 over properties owned by a director; and
- b) personal guarantee for RM2,000,000 by a director.



14. Loans and borrowings (cont'd)

Security (cont'd)

The third bank overdraft amounting to Nil (2009: RM534,669) bears interest at Nil (2009: 2.00%) per annum above the bank's Base Lending Rate and is secured by the followings:

- a) registered charge of RM2,000,000 over properties owned by the Group with a carrying amount of RM540,000 (2009: RM555,000) (see note 5); and
- b) corporate guarantee for RM 2,000,000 by the Company.

The first bankers acceptance amounting to RM3,076,000 (2009: RM1,950,000) bears interest at 2.00% (2009: 2.00%) per annum above cost of fund from the date of claim until the date of repayment thereof. It is secured and guaranteed by the followings:

- a) registered charge of RM2,000,000 over properties owned by the Group with a carrying amount of RM540,000 (2009: RM555,000) (see note 5); and
- b) corporate guarantee for RM 2,000,000 by the Company.

The second bankers acceptance amounting to Nil (2009: RM300,000) bears interest at 1.50% (2009: 1.50%) per annum above cost of fund from the date of claim until the date of repayment thereof. It is secured and guaranteed by the followings:

- a) third party first legal charge of RM2,500,000 over properties owned by a director;
- b) corporate guarantee for RM2,500,000 by the Company; and
- c) registered charge over fixed deposit of RM1,155,030.

Finance lease liabilities

Finance lease liabilities were payable as follows:

	Future minimum lease payments 2009 RM	Interest 2009 RM	Present value of minimum lease payment 2009 RM
Group Less than one year	58,486	588	57,898
Company Less than one year	13,970	277	13,693

Interest rate on finance leases for the 2009 financial year was ranging from 2.30% to 2.75% per annum on a flat rate basis.



15. Profit/(Loss) before tax

	Group		Company		
	Note	2010 RM	2009 RM	2010 RM	2009 RM
Profit before tax is arrived at after charging:					
Depreciation of investment properties	5	15,000	15,000	-	-
Auditors' remuneration:					
- audit services		91,000	91,000	15,000	15,000
- other services		-	7,000	10.010	7,000
Depreciation on property, plant and equipment Impairment loss:		405,400	355,668	12,018	20,603
- trade receivables		342,717	-	-	-
- trade amount due from related companies		4,488,947	-	-	-
- investment in subsidiaries		-	-	62,967	137,033
Interest expense on:		0.4.4	05/0/4		
- bank overdraft		311	354,041	-	-
- borrowings - finance lease		356,529	101,938	- 277	1 1 / /
Write down of investment in quoted shares		145,261 678,925	7,051	211	1,146
Personal expenses (including key		070,723	-	-	_
management personnel):					
- contribution to Employees					
Provident Fund		298,425	276,454	-	-
- wages, salaries and others		2,826,468	2,498,189	150,000	150,000
1.6					
and after crediting: Dividend income		431,950	533,809		
Gain on disposal of investment in		431,730	333,007	-	_
quoted shares		134,797	_	_	_
Gain on disposal of property, plant and		104,777			
equipment		129,999	-	-	-
Rental income from building		166,600	159,600	-	-
Rental income from equipments		44,000	42,000	-	-
Write back of investment in quoted shares		-	2,257,439	-	-

16. Key management personnel compensation

The key management personnel compensations are as follows:

	Group		Company	
	2010	2009	2010	2009
	RM	RM	RM	RM
Director - remuneration - other short term employee benefits	354,000	354,000	150,000	150,000
	24,480	24,480	-	-



17. Income tax expense

Recognised in the income statement

	Group 2010 2009		Company 2010 20	
	RM	RM	RM	RM
Current tax expense				
Malaysian - current year	1,697,772	903,820	-	-
- prior year	16,662	-	-	-
Total current tax	1,714,434	903,820	-	-
Deferred tax expense				
Origination and reversal of temporary differences	(1,191,878)	137,350	-	-
Underprovision in prior years	(301,007)	-	-	-
Total deferred tax	(1,492,885)	137,350	-	-
Total tax expense	221,549	1,041,170	-	-

Reconciliation of effective tax expense

	Group		Company	
	2010 RM	2009 RM	2010 RM	2009 RM
Profit/(Loss) excluding tax	1,471,801	2,495,404	(417,056)	[441,041]
Tax at Malaysian tax rate of 25% Non-deductible expenses Non-taxable income Changes in previously recognised deferred tax	367,950 228,047 (215,079) 124,976	623,851 978,669 (564,359) (134,341)	(83,411) 83,411 -	(87,530) 87,530 - -
Under/(over) provision in prior years: - Current tax provision	505,894 16,662	903,820	-	-
- Deferred tax expense	(301,007)	137,350	-	
	221,549	1,041,170	-	_

18. Earnings per ordinary share

Basic earnings per ordinary share

The calculation of basic earnings per ordinary share at 31 December 2010 was based on the profit attributable to ordinary shareholders of RM1,250,252 (2009: RM1,454,234) and 136,483,676 (2009: 136,483,676) ordinary shares outstanding during the year.

19. Segment reporting

No segmental information is disclosed as the Group only engages in the construction and trading of products in Malaysia.



20. Financial instruments

Certain comparative figures have not been presented for 31 December 2009 by virtue of the exemption given in paragraph 44AA of FRS7.

20.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

- (a) Loans and receivables (L&R);
- (b) Available-for-sale financial assets (AFS); and
- (c) Other liabilities (OL)

Group	Carrying amount RM	L&R RM	OL RM	AFS RM
2010 Financial assets				
Investment in quoted shares	10,237,710	_	_	10,237,710
Trade and other receivables	147,455,263	147,455,263	-	-
Cash and cash equivalents	3,239,405	3,239,405	-	-
	160,932,378	150,694,668	-	10,237,710
Financial liabilities				
Loans and borrowings	6,705,195	-	6,705,195	-
Trade and other payables	65,841,065	-	65,841,065	_
	72,846,260	-	72,846,260	-
Company				
2010				
Financial assets/(liabilities)				
Trade and other receivables	3,587,614	3,587,614	-	-
Cash and cash equivalents	2,625	2,625	-	-
	3,590,239	3,590,239	-	-

20.2 Net gain arising from financial instruments

Group	2010 RM
Available-for-sale financial assets - recognised in other comprehensive income	1,306,080

20.3 Financial risk management

The Company has exposure to the following risks from its use of financial instruments:

- * Credit risk
- * Liquidity risk
- * Market risk



20. Financial instruments (cont'd)

20.4 Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from its receivables from customers, amount due from related companies and investment securities. The Company's exposure to credit risk arises principally from amount due from subsidiaries.

Receivables

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the statement of financial position.

Management has taken reasonable steps to ensure that receivables that are neither past due or impaired are stated at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 120 days, which are deemed to have higher credit risk, are monitored individually

Impairment losses

The ageing of receivables as at the end of the reporting period was:

	Gross RM	Collective impairment RM	Net RM
2010	07,000,000		0 / 000 000
Not past due	86,833,030	_	86,833,030
Past due 0-120 days	34,797,003	- (/ / 27 020)	34,797,003
Past due 121-365 days	30,059,505	(4,427,838)	25,531,667
Past due more than 365 days	16,230,126	(16,230,126)	
	167,819,664	(20,657,964)	147,161,700
2009			
Not past due	31,280,460	-	31,280,460
Past due 0-120 days	30,997,792	-	30,997,792
Past due 121-365 days	11,736,751	-	11,736,751
Past due more than 365 days	87,705,824	(37,900)	87,667,924
	161,720,827	(37,900)	161,682,927



20. Financial instruments (cont'd)

20.4 Credit risk (cont'd)

Receivables (cont'd)

Impairment losses (cont'd)

The movements in the allowance for impairment losses of trade receivables during the year were:

	2010 RM	2009 RM
At 1 January, as previously stated Effect of adoption of FRS 139	37,900 15,788,400	37,900 -
At 1 January, restated Impairment loss recognised	15,826,300 4,831,664	37,900
At 31 December	20,657,964	37,900

No further impairment losses are provided as management is confident that the balances due is recoverable.

The allowance account in respect of receivables is used to record impairment losses. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Group provides unsecured financial guarantees to banks in respect of banking facilities granted to a subsidiary. The Group monitors on an ongoing basis the results of the subsidiary and repayments made by the subsidiary.

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risk amounts to RM6,705,195 representing the outstanding banking facilities of the subsidiary as at the end of the reporting period.

As at the end of the reporting period, there was no indication that any subsidiary would default on repayment.

The financial guarantees have not been recognised since the fair value on initial recognition was not material.



20. Financial instruments (cont'd)

20.5 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from its various payables and loans and borrowings.

Maturity analysis

The table below summarises the maturity profile of the Group's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

		Contractual					More
	Carrying amount RM	interest rate %	Contractual flows RM	Under 1 year RM	1 - 2 years RM	2 - 5 years RM	than 5 years RM
2010							
Banker acceptance	3,076,000	8.30	3,331,308	3,331,308	_	_	_
Bank overdraft	3,929,195	8.30	4,225,318	4,225,318	_	_	-
Trade and other payables	65,841,065	-	65,841,065	65,841,065	-	-	-
	72,846,260		73,397,691	73,397,691	-	-	-

20.6 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other prices will affect the Group's financial position or cash flows.

Interest rate risk

The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Short term receivables and payables are not significantly exposed to interest rate risk.

Risk management objectives, policies and processes for managing the risk

In managing the risks, the Company maintain a balance portfolio of fixed and floating rate instruments. All interest rate are monitored and managed proactively by the management.

Exposure to interest rate risk

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	2010 RM	2009 RM
Fixed rate instruments Financial assets Financial liabilities	2,265,922	2,214,469 (57,898)
	2,265,922	2,156,571
Floating rate instruments Financial liabilities	6,705,195	6,671,505



20. Financial instruments (cont'd)

20.6 Market risk (cont'd)

Interest rate risk (cont'd)

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points (bp) in interest rates at the end of the reporting period would have increase/(decreased) equity and post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Profit :	or loss
	100 bp	100 bp decrease RM
	Increase RM	
2010 Floating rate instruments	(50,238)	50,238

20.7 Other price risk

Equity price risk arises from the Group's investments in equity securities.

Risk management objectives, policies and processes for managing the risk

Management of the Group monitors the equity investments on a portfolio basis. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Investment Committee of the Company.

Equity price risk sensitivity analysis

This analysis assumes that all other variables remain constant and the Group's equity investments moved in correlation with FTSE Bursa Malaysia KLCI (FBMKLCI).

A 10 percent strengthening in FBMKLCI at the end of the reporting period would have increased equity by RM914,267 and post tax profit or loss by RM113,221. At 10 percent weakening in FBMKLCI would have had equal but opposite effect on equity and profit or loss respectively.

20.8 Fair value of financial instruments

The varying amounts of cash and cash equivalents, short term receivables and payables and short term borrowings approximate fair values due to the relatively short term nature of these financial instruments.

Investments in equity securities

The fair values of financial assets that are quoted in an active market are determined by reference to their quoted closing bid price at the end of the reporting period.



21. Capital management

The Group's and the Company's objectives when managing capital is to maintain a strong capital base and safeguard the Group's and the Company's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business.

22. Operating leases

Leases as lessor

The Group leases out its property, plant and equipment under operating leases. The future minimum lease payments under non-cancellable leases are as follows:

		Group
	2010 RM	2009 RM
Less than one year	212,400	33,600
Between one and five years	35,400	-
	247,800	33,600

23. Contingencies

The Directors are of the opinion that provisions are not required in respect of these matters, as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement.

	Group		Company	
	2010 20		2010	2009
	RM	RM	RM	RM
Contingent liabilities Corporate guarantee given to supplier for facilities granted to a subsidiary company	-	-	9,500,000	9,000,000
Corporate guarantee given to financial institutions for facilities granted to a subsidiary company	-	-	9,000,000	7,900,000
Performance guarantees issued in the form of bank guarantee given to customer by a subsidiary company for contracts	-	2,911,262	-	-
Payment guarantees issued in the form of bank guarantee given to suppliers by a subsidiary company	200,000	200,000	-	-
Performance guarantee given to government agency which is secured by fixed deposits	20,300	20,300	-	
	220,300	3,131,562	18,500,000	16,900,000



24. Related parties

Identity of related parties

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

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Company either directly or indirectly. The key management personnel includes all the Directors of the Company.

The Company has related party transactions with the following companies, which are deemed related to the Directors as follows:

- i) Lebar Daun Development Sdn. Bhd. in which Dato' Noor Azman @ Noor Hizam bin Mohamed Nurdin; and Norazmi bin Mohamed are common directors; and
- iil Basco Sdn. Bhd. is deemed related to Dato' Noor Azman @ Noor Hizam bin Mohamed Nurdin.

The significant related party transactions of the Company, other than key management personnel compensation (see note 16), are as follows:

Group	Amount transacted for the year ended 31 December	Gross balance outstanding at 31 December	Allowance for impairment loss at 31 December	Net balance outstanding at 31 December	Impairment loss recognised for the year ended 31 December
2010 Related parties Revenue Rental income Construction cost	84,821,934	149,691,624	20,277,347	129,414,277	4,488,947
	210,600	-	-	-	-
	-	2,748,760	-	2,748,760	-
2009 Related parties Revenue Rental income Construction cost	64,889,534	134,754,911	-	134,754,911	-
	201,000	-	-	-	-
	7,164	2,748,760	-	-	-

The above transactions have been entered into in the normal course of business and have been established on a negotiated basis.



25. Significant changes in accounting policies

Group	Fair value reserve RM	Retained earnings RM
At 1 January, as previously stated Adjustments arising from adoption of FRS 139:	-	39,495,124
- Fair valuation of equity securities classified as available-for-sale - Impairment of trade and other receivables, net of tax	, , .	(2,257,439) (11,841,300)
At 1 January, restated	2,675,817	25,396,385

FRS 139, Financial Instruments: Recognition and Measurement

The adoption of FRS 139 has resulted in several changes to accounting policies relating to recognition and measurement of financial instruments. Significant changes in accounting policies are as follows:

Investments in equity securities

Prior to the adoption of FRS 139, investments in non-current equity securities, other than investments in subsidiaries were measured at cost less allowance for diminution in value which is other than temporary. With the adoption of FRS 139, quoted investments in non-current equity securities, other than investments in subsidiaries are now categorised and measured as available-for-sale as detailed in note 2(b).

Impairment of trade and other receivables

Prior to the adoption of FRS 139, an allowance for doubtful debts was made when a receivable is considered irrecoverable by the management. With the adoption of FRS 139, an impairment loss is recognised for trade and other receivables and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate.

These changes in accounting policies have been made in accordance with the transitional provisions of FRS 139. In accordance to the transitional provisions of FRS 139 for first-time adoption, adjustments arising from remeasuring the financial instruments at the beginning of the financial year were recognised as adjustments of the opening balance of retained earnings or another appropriate reserve. Comparatives are not adjusted.



26. Supplementary information on the breakdown of realised and unrealised profits or losses

On 25 March 2010, Bursa Malaysia Securities Berhad ("Bursa Malaysia") issued a directive to all listed issuers pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements. The directive requires all listed issuers to disclose the breakdown of the unappropriated profits or accumulated losses as at the end of the reporting period, into realised and unrealised profits or losses.

On 20 December 2010, Bursa Malaysia further issued another directive on the disclosure and the prescribed format of presentation.

The breakdown of the retained earnings of the Group and of the Company as at 31 December 2010, into realised and unrealised profits, pursuant to the directive, is as follows:

	Group 2010 RM	Company 2010 RM
Total retained earnings/(accumulated losses) of the Company and its subsidiaries: - realised - unrealised	42,256,439 (14,240,065)	(567,174) (200,000)
Total retained earnings/(accumulated losses)	28,016,374	(767,174)

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by Malaysian Institute of Accountants on 20 December 2010.

STATEMENT BY DIRECTORS

pursuant to Section 169(15) of the Companies Act, 1965



In the opinion of the Directors, the financial statements set out on pages 29 to 66 are drawn up in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December 2010 and of their financial performance and cash flows for the year then ended.

In the opinion of the Directors, the information set out in Note 26 to the financial statements have been compiled in accordance with the Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:

Norazmi bin Mohamed Nurdin

Dato' Nik Ismail bin Dato' Nik Yusoff

Date: 29 April 2011

Shah Alam,

STATUTORY DECLARATION



pursuant to Section 169(16) of the Companies Act, 1965

I, **Shahril Najmiddin Muda**, the officer primarily responsible for the financial management of Lebar Daun Berhad, do solemnly and sincerely declare that the financial statements set out on pages 29 to 66 are, to the best of my knowledge and belief, 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.

Subscribed and solemnly declared by the above named in Shah Alam on 29 April 2011.

Shahril Najmiddin Muda

Before me:

No: B319
Nama: SHAHIDAH MD
YUNOS

Ne, 7-1F Jin, Boling Padang G 13/G, Seksyen 13 40100 Shah Alam Selandor.

INDEPENDENT AUDITORS' REPORT

to the members of Lebar Daun Berhad



Report on the Financial Statements

We have audited the financial statements of Lebar Daun Berhad, which comprise the statements of financial position as at 31 December 2010 of the Group and of the Company, and the statements of comprehensive income, changes in equity and cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 29 to 66.

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

Auditors' Responsibility

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

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

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

Basis for Qualified Opinion

Included in Group's trade payables are amounts totaling approximately RM 22,000,000 which have been remain unpaid since 2008. We were unable to confirm the existence and accuracy of most of these balances via direct confirmation, telephone contacts or other means as these creditors are no longer operating in their last known addresses and telephone numbers. Hence we have not been able to obtain sufficient appropriate audit evidence to establish the existence and accuracy of these liabilities

The management has decided to conduct an investigation on these balances as disclosed in Note 13 (c).

Qualified Opinion

In our opinion, except for the potential adjustments arising from the matters described above, the financial statements have been properly drawn up in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December 2010 and of their financial performance and cash flows for the year then ended.

INDEPENDENT AUDITORS' REPORT

to the members of Lebar Daun Berhad



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 accounts 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) Except as disclosed in the Note 6 to the financial statements, the audit reports on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Reporting Responsibilities

Our audit was made for the purpose of forming an opinion on the financial statements taken as a whole. The information set out in Note 26 to the financial statements has been compiled by the Company as required by the Bursa Malaysia Securities Berhad Listing Requirements and is not part of the financial statements. We have extended our audit procedures to report on the process of compilation of such information. In our opinion, the information has been properly compiled, in all material respects, in accordance with the Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by the Malaysian Institute of Accountants and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

Other Matters

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

KPMG

Firm Number: AF 0758 Chartered Accountants

Petaling Jaya, Selangor

Date: 29 April 2011

Hasman Yusri Yusoff

Approval Number: 2583/08/12(J) Chartered Accountant

ANALYSIS OF SHAREHOLDINGS

as at 29 April 2011



Authorised Share Capital : RM250,000,000.00 Issued and Paid Up Capital : RM68,241,837.50

Class of Shares : Ordinary Shares of RM0.50 each Voting Rights : One (1) vote per Ordinary Share

No. of Shareholders : 2,465

DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Shareholders	%	No. of Shares	%
Less than 100	1,453	58.95	30,406	0.02
100 – 1,000	896	36.35	153,906	0.11
1,001 – 10,000	52	2.11	202,280	0.15
10,001 – 100,000	33	1.34	1,294,779	0.95
100,001 – less than 5% of issued shares	27	1.10	62,051,304	45.46
5% and above of issued shares	4	0.16	72,751,000	53.30
Total	2,465	100.00	136,483,675	100.00

DIRECTORS' SHAREHOLDINGS

		Direct		Indirect			
	Name of Directors	No. of Shares	%	No. of Shares	%		
1.	Norazmi Bin Mohamed Nurdin	8,082,000	5.93	78,076,800	57.20(1)		
2.	Tan Sri Datuk Adzmi Bin Abdul Wahab	-	-	-	-		
3.	Datuk Mohd Hashim Bin Hassan	-	-	-	-		
4.	Dato' Nik Ismail Bin Dato' Nik Yusoff	-	-	=	-		
5.	Dato' Noor Azman @ Noor Hizam Bin Mohd Nurdin	59,751,000	43.78	26,407,800	19.35 ^[2]		
6.	Hazli Bin Ibrahim	554,400	0.41	157,000	0.11(3)		

Notes:-

- [1] Deemed interest by virtue of his brothers, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin's, Norazlan bin Mohamad Nordin's and Noorazhar bin Mohamed Nurdin's and his sister-in-laws, Datin Nor Hayati bt Abd Malik's and Fatmawati bt Kasbin's direct shareholdings in Lebar Daun Berhad
- (2) Deemed interest by virtue of his spouse, Datin Nor Hayati bt Abd Malik's and his brothers, Norazmi bin Mohamed Nurdin's, Norazlan bin Mohamed Nordin's and Norazhar bin Mohamed Nurdin's and his sister-in-law, Fatmawati bt Kasbin's direct shareholdings in Lebar Daun Berhad
- [3] Deemed interest by virtue of Section 6A(4) of the Companies Act, 1965 through his shareholdings in Cherry Vista Sdn Bhd

ANALYSIS OF SHAREHOLDINGS

as at 29 April 2011



SUBSTANTIAL SHAREHOLDERS

		Direct		Indirect			
	Name of Directors	No. of Shares	%	No. of Shares	%		
1.	Dato' Noor Azman @ Noor Hizam Bin Mohd Nurdin	59,751,000	43.78	26,407,800	19.35 ^[1]		
2.	Norazlan Bin Mohamad Nordin	9,048,000	6.63	77,110,800	56.50 ⁽²⁾		
3.	Datin Nor Hayati Bt Abd Malik	9,000,000	6.59	77,158,800	56.53 ⁽³⁾		
4.	Norazmi Bin Mohamed Nurdin	8,082,000	5.93	78,076,800	57.20[4]		

Notes:-

- (1) Deemed interest by virtue of his spouse, Datin Nor Hayati bt Abd Malik's and his brothers, Norazmi bin Mohamed Nurdin's, Norazlan bin Mohamed Nordin's and Noorazhar bin Mohamed Nurdin's and his sister-in-law, Fatmawati bt Kasbin's direct shareholdings in Lebar Daun Berhad
- (2) Deemed interest by virtue of his spouse, Fatmawati bt Kasbin's and his brothers, Norazmi bin Mohamed Nurdin's, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin's and Noorazhar bin Mohamed Nurdin's and his sister-in-law, Datin Nor Hayati bt Abd Malik's direct shareholdings in Lebar Daun Berhad
- (3) Deemed interest by virtue of her spouse, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin's and her brother-in-laws, Norazmi bin Mohamed Nurdin's, Norazlan bin Mohamed Nordin's and Noorazhar bin Mohamed Nurdin's and her sister-in-law, Fatmawati bt Kasbin's direct shareholdings in Lebar Daun Berhad
- (4) Deemed interest by virtue of his brothers, Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin's, Norazlan bin Mohamad Nordin's and Noorazhar bin Mohamed Nurdin's and his sister-in-laws, Datin Nor Hayati bt Abd Malik's and Fatmawati bt Kasbin's direct shareholdings in Lebar Daun Berhad

LIST OF THIRTY LARGEST SHAREHOLDERS

	Name of Shareholders	No. of Shares	%
1.	Noor Azman @ Noor Hizam Bin Mohd Nurdin	36,177,000	26.51
2.	RHB Capital Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Noor Azman @ Noor Hizam Bin Mohd Nurdin)	18,574,000	13.61
3.	RHB Capital Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Nor Hayati Binti Abd Malik)	9,000,000	6.59
4.	RHB Capital Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Norazlan Bin Mohamad Nordin)	9,000,000	6.59
5.	Shah Rudin Bin Mohammed Miskun	6,500,004	4.76
6.	HSBC Nominees (Asing) Sdn. Bhd. [Exempt An for credit SUISSE]	6,053,600	4.44
7.	Mohd Nasir Bin Mohd Miskun	5,800,000	4.25
8.	Mustafa Bin Mohammed Miskun	5,800,000	4.25
9.	Nor Lia Binti Johan	5,300,000	3.88
10.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Noor Azman @ Noor Hizam Bin Mohd Nurdin)	5,000,000	3.66
11.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Norazmi Bin Mohamed Nurdin)	4,866,000	3.57

ANALYSIS OF SHAREHOLDINGS

as at 29 April 2011



LIST OF THIRTY LARGEST SHAREHOLDERS

	Name of Shareholders	No. of Shares	%
12.	Anuar Bin Abd Malik	4,500,000	3.30
13.	Mustapah Bin Mohamed	3,168,600	2.32
14.	RHB Capital Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Norazmi Bin Mohamed Nurdin)	3,000,000	2.20
15.	Perbadanan Setiausaha Kerajaan Selangor	2,819,800	2.07
16.	CIMSEC Nominees (Asing) Sdn. Bhd. (Bank of Singapore Limited for Stardom East Holdings Limited)	1,943,600	1.42
17.	Abu Sujak Bin Mahmud	1,174,600	0.86
18.	Perbadanan Kemajuan Negeri Selangor	1,000,000	0.73
19.	Mohd Don Bin Mastol @ Mastor	945,100	0.69
20.	Mhd Omar Bin Abdul Hamid	860,400	0.63
21.	Faizal Bin Abdullah	672,000	0.49
22.	Hazli Bin Ibrahim	499,400	0.37
23.	BIMSEC Nominees (Tempatan) Sdn Bhd (Pledged securities account for Mohd Johar Bin Ismail)	436,400	0.32
24.	Jamil Bin Saimon	406,400	0.30
25.	Ikmal Bin Ibrahim	326,300	0.24
26.	RHB Capital Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Noorazhar Bin Mohamed Nurdin)	254,800	0.19
27.	AMBank (M) Berhad (Pledged securities account for Norazmi Bin Mohamed Nurdin)	216,000	0.16
28.	Cherry Vista Sdn. Bhd.	157,000	0.12
29.	CIMB Group Nominees (Tempatan) Sdn. Bhd. (Pledged securities account for Anuar Bin Abd Malik)	140,000	0.10
30.	RHB Capital Nominees (Tempatan) Sdn Bhd (Pledged securities account for Ab Ghaus Bin Ismail)	105,900	0.08
	TOTAL	134,696,904	98.69

LIST OF PROPERTIES

as at 31 December 2010



Location	Tenure	Description/ Existing Use	Approximate Age of Buildings (Years)	Land Area/ Built -up Area (Sq. m.)	Net Book Value at 31.12.2010 (RM'000)	Date of Acquisition
No. 2, Jalan Tengku Ampuan Zabedah J9/J Section 9 40000 Shah Alam Selangor Darul Ehsan	Leasehold 99 years Expiring on 20/12/2100	3 ¹ / ₂ Storey Corner Shop/Office Building	9	254/935	1,755	14/10/2002
No. 4, Jalan Tengku Ampuan Zabedah J9/J Section 9 40000 Shah Alam Selangor Darul Ehsan	Leasehold 99 years Expiring on 20/12/2100	3 ¹ / ₂ Storey Intermediate Shop/Office Building	9	153/599	1,312	14/10/2002
Lot 9024 Jalan Mahang Satu Taman Meru Utama 41050 Klang Selangor Darul Ehsan	Freehold	4 Storey (end lot) Shop Office	18	156/603	180	09/12/1996
Lot 9026 Jalan Mahang Satu Taman Meru Utama 41050 Klang Selangor Darul Ehsan	Freehold	4 Storey Intermediate Shop Office	18	156/603	180	09/12/1996
Lot 9028 Jalan Mahang Satu Taman Meru Utama 41050 Klang Selangor Darul Ehsan	Freehold	4 Storey Intermediate Shop Office	18	156/603	180	09/12/1996

Note:-

The above properties were registered under the name of Lebar Daun Construction Sdn Bhd, a wholly-owned subsidiary of the Company.

NOTICE OF ANNUAL GENERAL MEETING



NOTICE IS HEREBY GIVEN that the Ninth Annual General Meeting of Lebar Daun Berhad will be held at Bilik Gasing 1 & 2, Level 2, Convention Centre, Grand Blue Wave Hotel, Persiaran Perbandaran, Seksyen 14, 40000 Shah Alam, Selangor Darul Ehsan on Thursday, 23 June 2011 at 11.00 a.m. for the following purposes:-

AGENDA

- 1. To receive the Audited Financial Statements for the financial year ended 31 December 2010 together with the Reports of the Directors and Auditors thereon. (Resolution 1)
- 2. To approve the Directors' fees for the financial year ended 31 December 2010.

[Resolution 2]

- 3. To re-elect Datuk Mohd Hashim Bin Hassan, who retires by rotation in accordance with Article 84 of the Company's Articles of Association. (Resolution 3)
- 4. To re-elect Dato' Nik Ismail Bin Dato' Nik Yusoff, who retires by rotation in accordance with Article 84 of the Company's Articles of Association. (Resolution 4)
- 5. To appoint Auditors of the Company and to authorise the Directors to fix their remuneration.

Notice of Nomination pursuant to Section 172(11) of the Companies Act, 1965, a copy of which is annexed hereto and marked "Annexure A" has been received by the Company for the nomination of Messrs Afrizan Tarmili Khairul Azhar who have given their consent to act as Auditors of the Company and of the intention to propose the following Ordinary Resolution:-

"That Messrs Afrizan Tarmili Khairul Azhar be appointed Auditors of the Company in place of the retiring Auditors, Messrs KPMG, to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Directors."

(Resolution 5)

As special business, to consider and if thought fit, to pass the following resolutions:-

6. Ordinary Resolution - Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

"THAT subject to the Companies Act, 1965 ("Act"), the Memorandum and Articles of Association of the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiary to enter into recurrent related party transactions of a revenue or trading nature with the related parties ("Recurrent Related Party Transactions") as set out in Section 2.3 of the Circular to Shareholders dated 1 June 2011, subject further to the following:-

- (i) the Recurrent Related Party Transactions are entered into in the ordinary course of business on terms not more favourable to the related parties than those generally available to the public, and the Recurrent Related Party Transactions are undertaken on arm's length basis and are not to the detriment of the minority shareholders of the Company;
- (ii) the disclosure is made in the annual report of the breakdown of the aggregate value of the Recurrent Related Party Transactions conducted pursuant to the shareholders' mandate during the financial year, amongst others, based on the following information:-
 - (a) the type of Recurrent Related Party Transactions made; and
 - (b) the names of the related parties involved in each type of Recurrent Related Party Transactions made and their relationship with the Company;

NOTICE OF ANNUAL GENERAL MEETING



- (iii) the shareholders' mandate is subject to annual renewal and this shareholders' mandate shall only continue to be in full force until:-
 - (a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which this shareholders' mandate will lapse, unless by a resolution passed at the said AGM, such authority is renewed;
 - (b) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 143(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or
 - (c) revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Recurrent Related Party Transactions contemplated and/or authorised by this Ordinary Resolution."

(Resolution 6)

7. Special Resolution - Proposed Change of Company's Name from "Lebar Daun Berhad" to "Lebtech Berhad" ("Proposed Change of Company's Name")

"THAT the name of the Company be changed from "Lebar Daun Berhad" to "Lebtech Berhad" with effect from the date of the Certificate of Incorporation on Change of Name of the Company to be issued by the Companies Commission of Malaysia and that all references in the Memorandum and Articles of Association of the Company to the name "Lebar Daun Berhad", wherever the same may appear, shall be deleted and substituted with "Lebtech Berhad" AND THAT any one of the Directors and/or the Company Secretary be hereby authorised to give effect to the Proposed Change of Company's Name with full power to assent to any condition, modification, variation and/or amendment (if any) as may be required by the relevant authorities."

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

By Order of the Board

SHAHRIL NAJMIDD MIA 15311 Company Secretary

Shah Alam 1 June 2011

NOTICE OF ANNUAL GENERAL MEETING



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 of the Company at Wisma Lebar Daun, No. 2, Jalan Tengku Ampuan Zabedah J9/J, Seksyen 9, 40000 Shah Alam, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof.
- 3. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
- 4. Where a member appoints two (2) proxies the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
- 5. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.
- 6. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.

Explanatory Notes on Special Business

- 7. The proposed Resolution No. 6, if passed, will allow the Company and/or its subsidiary to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations and are in the ordinary course of business and on terms that are not more favourable to the related parties than those generally available to the public. This would avoid any delay and cost involved in convening separate general meetings from time to time to seek shareholders' approval as and when such recurrent related party transactions occur. This authority, unless revoked or varied by the Company at a General Meeting, will expire at the conclusion of the next Annual General Meeting of the Company or will subsist until the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.
- 8. The proposed Resolution No. 7, if passed, will result in the change of name of the Company from "Lebar Daun Berhad" to "Lebtech Berhad". Please refer to the Circular to Shareholders dated 1 June 2011 for further information.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

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

Details of individuals who are standing for election as Directors

No individual is seeking election as a Director at the Ninth Annual General Meeting of the Company.

ANNEXURE A



Dato' Noor Azman @ Noor Hizam Bin Mohd Nurdin 1, Jalan Kelab Golf 13/6B, Green Ville Kelab Golf Sultan Abdul Aziz Shah Seksyen 13, 40000 Shah Alam Selangor Darul Ehsan

10th May 2011

The Board of Directors **LEBAR DAUN BERHAD**Wisma Lebar Daun

No.2, Jalan Tengku Ampuan Zabedah J9/J

Seksyen 9, 40000 Shah Alam

Selangor Darul Ehsan

Dear Sirs,

NOTICE OF NOMINATION OF AUDITORS

I, being a shareholder of Lebar Daun Berhad, hereby give notice pursuant to Section 172(11) of the Companies Act, 1965 of my intention to nominate Messrs Afrizan Tarmili Khairul Azhar for appointment as Auditors of the Company in place of the retiring Auditors, Messrs KPMG and of my intention to propose the following resolution as an ordinary resolution at the forthcoming Annual General Meeting of the Company:-

"That Messrs Afrizan Tarmili Khairul Azhar be appointed Auditors of the Company in place of the retiring Auditors, Messrs KPMG, to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Directors."

Yours faithfully,

DATO' NOOR AZMAN @ NOOR HIZAM BIN MOHD NURDIN

FORM OF PROXY



Signature/Common Seal

I/We	NRIC No./Company No		
of			
being a r	member/members of LEBAR DAUN BERHAD, hereby appoint		
	NRIC No		
of			
	y whom, NRIC No		
of			
Shah Ala resolution Please in	sing 1 & 2, Level 2, Convention Centre, Grand Blue Wave Hotel, Persiaran Fam, Selangor Darul Ehsan on Thursday, 23 June 2011 at 11.00 a.m. and at every adon(s) to be proposed thereat. Indicate with an "X" in the appropriate space how you wish your vote to be cast. Unless the proxy will vote or abstain from voting as he thinks fit.	journment ther	reof for/against the
	Resolution	For	Against
No. 1	Receipt of Audited Financial Statements and Directors' and Auditors' Reports		
No. 2	Approval of Directors' fees		
No. 3	Re-election of Datuk Mohd Hashim Bin Hassan as Director		
No. 4	Re-election of Dato' Nik Ismail Bin Dato' Nik Yusoff as Director		
No. 5	Appointment of Messrs Afrizan Tarmili Khairul Azhar as Auditors		
Specia	l Business:		
No. 6	Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		
No. 7	Proposed Change of Company's Name		
As witne	ess my/our hand this day of 2011		

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 of the Company at Wisma Lebar Daun, No. 2, Jalan Tengku Ampuan Zabedah J9/J, Seksyen 9, 40000 Shah Alam, Selangor Darul Ehsan not less than fortyeight (48) hours before the time for holding the Meeting or any adjournment thereof.
- 3. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
- 4. Where a member appoints two (2) proxies the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
- 5. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.
- 6. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.

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affix stamp here

Company Secretaries **LEBAR DAUN BERHAD** (590945-H) Wisma Lebar Daun

Wisma Lebar Daun No. 2, Jalan Tengku Ampuan Zabedah J9/J Seksyen 9, 40000 Shah Alam Selangor Darul Ehsan

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Lebar Daun Berhad (590945-H)

Wisma Lebar Daun No. 2, Jalan Tengku Ampuan Zabedah J9/J Seksyen 9, 40000 Shah Alam Selangor Darul Ehsan

Tel : 603 5511 1333 Fax : 603 5511 1888 web : www.lebardaunberhad.com.my