NOTES TO THE QUARTERLY REPORT – 30 JUNE 2011

Part A – Explanatory notes pursuant to FRS 134

A1. Basis of preparation and accounting policies

Basis of preparation

The interim financial report is unaudited and has been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements for the year ended 31 December 2010. These explanatory notes attached to the interim financial report provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2010.

Significant accounting policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010. At the date of authorisation of these interim financial statements, the following FRSs, IC interpretations and Amendments to FRSs and interpretations were issued but not yet effective and have not been applied by the Group:

Effective for annual periods beginning on or after 1 March 2010

- Amendments to FRS 132: Classification of Rights Issues

Effective for annual periods beginning on or after 1 July 2010

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

Effective for annual periods beginning on or after 30 August 2010

- Amendment to IC Interpretation 15: Agreements for the Construction of Real Estate

A1. Basis of preparation and accounting policies (contd.)

Effective for annual periods beginning on or after 1 January 2011

- Amendments to FRS 1: Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters
- Amendments to FRS 1: Additional Exemptions for First-time Adopters
- Amendments to FRS 2: Group Cash-settled Share-Based Payment Transactions
- Amendments to FRS 7: Improving Disclosures about Financial Instruments
- Amendments to FRS 'Improvements to FRS (2010)'
- IC Interpretation 4: Determining Whether An Arrangement Contains a Lease
- IC Interpretation 18: Transfers of Assets from Customers
- TR i-4: Shariah Compliant Sale Contracts

Effective for annual periods beginning on or after 1 July 2011

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

Effective for annual periods beginning on or after 1 January 2012

- FRS 124: Related Party Disclosures
- IC Interpretation 15: Agreements for the Construction of Real Estate

The directors expect that the adoption of the above FRSs and interpretations upon their effective dates will have no material impact on the interim financial statements of the Group other than the enhanced disclosures under the Amendments to FRS 7 which will be presented in the annual financial statements for the financial year ending 31 December 2011.

A2. Seasonal or cyclical factors

The business operations of the Group are generally non-cyclical or seasonal.

A3. Unusual items due to their nature, size and incidence

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group for the period ended 30 June 2011 except for the gain on acquisition of CMS Roads Sdn Bhd and CMS Pavement Tech Sdn Bhd of RM11.43 million included in other income.

A4. Changes in estimates

There were no changes in estimates that have had a material effect in the current quarter results.

A5. Debt and equity securities

There were no issuances, cancellation, repurchases, resale and repayments of debt and equity securities for the financial period under review.

A6. Dividends paid

There was no dividend paid during the quarter ended 30 June 2011.

A7. Segmental information

	3 months ended		6 months ended	
	30.6.2011 RM'000	30.6.2010 RM'000	30.6.2011 RM'000	30.6.2010 RM'000
Segment Revenue				
Manufacturing	111,675	98,630	214,262	193,629
Construction & road maintenance ^	57,018	14,219	88,513	18,521
Construction materials	51,887	42,312	97,363	75,760
Trading	14,197	22,081	35,781	64,549
Property development	34,252	72,052	63,509	74,789
Others*	12,408	6,081	19,719	13,647
Total revenue including inter-segment sales	281,437	255,375	519,147	440,895
Elimination of inter-segment sales	(23,474)	(6,037)	(34,817)	(13,924)
	257,963	249,338	484,330	426,971
Segment Results				
Results from continuing operations:				
Manufacturing	25,096	17,401	44,934	36,839
Construction & road maintenance ^	13,565	3,202	34,006	5,516
Construction materials	6,412	7,260	12,378	12,116
Trading	1,173	1,384	1,794	3,928
Property development	500	671	295	230
Others*	(540)	(26)	(311)	(3,266)
Segment operating profit	46,206	29,892	93,096	55,363
Unallocated corporate expenses	(1,114)	(3,487)	(5,494)	(6,585)
Finance costs	(5,150)	(7,560)	(10,280)	(15,356)
Share of profit of associates	4,408	(2,221)	10,123	4,551
Share of profit of jointly controlled entities	0	0	0	0
Profit before tax	44,350	16,624	87,445	37,973
Income tax expenses	(11,429)	(5,676)	(20,031)	(12,285)
Net profit for the period	32,921	10,948	67,414	25,688

^ Included in the 2011 results was a gain on acquisition of RM11.43 million as mentioned in A3.
* Financial services, IT services, education and others.

A8. Carrying amount of revalued assets

The valuations of land and buildings have been brought forward, without amendment from the financial statements for the year ended 31 December 2010.

A9. Subsequent events

There were no material events subsequent to the balance sheet date that have not been reflected in the financial statements.

A10. Changes in the composition of the Group

There have been no changes in the composition of the Group for the quarter ended 30 June 2011 except for the following:

On 7 June 2011, Samalaju Industries Sdn Bhd, a wholly owned subsidiary company of the Company, acquired 51% equity interest in Samalaju Property Development Sdn Bhd (formerly known as Warisan Makna Sdn Bhd) ("SPDSB") for a total cash consideration of RM510,000. SPDSB has an authorised share capital RM1,000,000 comprising 1,000,000 ordinary shares of RM1.00 each of which 1,000,000 ordinary shares have been issued and are fully paid. Its principal activity is to undertake property development at Samalaju including the development of the proposed new Samalaju Township, Service Centres in the Samalaju Industrial Park and the development and management of accommodation for temporary workers and executives.

A11. Changes in contingent liabilities and contingent assets

There were no changes in the contingent liabilities or contingent assets since the last annual reporting date.

A12. Capital commitments

The amount of commitments not provided for in the interim financial statements as at 30 June 2011 was as follows:

	RM'000
Capital expenditure for property, plant and equipment:	
- Approved and contracted for	98,229
- Approved but not contracted for	56,576
Other capital commitments:	
- Approved and contracted for	6,000
- Approved and not contracted for	30,000
	190,805

Part B – Explanatory notes pursuant to Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

B1. Review of performance

The Group's recorded a pre-tax profit of RM87.45 million for the six months ended 30 June 2011, compared to a pre-tax profit of RM37.97 million for the 6 months ended 30 June 2010. This was due to improved financial performance from all the various divisions as well as a net gain of RM11.43 million on acquisition of two subsidiaries.

The Group's earnings continued to be mainly driven by the Manufacturing Division followed by the Construction & Road Maintenance and the Construction Materials Divisions. The Manufacturing Division, being the key driver and largest contributor to the Group's profitability, continued to achieve higher profit due to higher sales volume.

The Construction and Road Maintenance Division registered a jump in profit primarily because of the re-acquisition of the profit-making entities namely CMS Roads Sdn. Bhd. and CMS Pavement Tech Sdn. Bhd., which contributed positively in the period under review. The higher contribution was also due to the increase in government's spending on periodic road maintenance work and road rehabilitation.

The Property Development Division turned around marginally in the period ended 30 June 2011 due to a large development project. Losses in the Other Division declined as a result of the discontinued operations of the loss making IT companies at the end of 2010.

The Group's associate in the steel fabrication and manufacturing of steel pipes industry, namely KKB Engineering Bhd continued its sterling performance in the 6 months period ended 30 June 2011. The Group's other associate in the investment banking industry also reported a profit for the current period compared to a loss in previous corresponding period.

B2. Material changes in profit before taxation for the quarter

The Group's profit before tax of RM44.35 million in the quarter under review was comparable to the profit before tax of RM43.10 million in the preceding quarter. All Divisions reported higher profits including Construction and Road Maintenance Division as there was a one off gain on acquisition in the preceding quarter.

B3. Prospects for the year ending 31 December 2011

Whilst the operating environment faced by the Group will remain challenging, the Board expects that the Group's financial performance will continue to remain favourable and prospects for the year to remain satisfactory.

B4. Profit forecast or profit guarantee

Not applicable as there was no profit forecast nor profit guarantee issued.

B5. Income tax expense

	3 months ended		6 months ended	
	30.6.2011	30.6.2010	30.6.2011	30.6.2010
	RM'000	RM'000	RM'000	RM'000
Current income tax:				
- Malaysian income tax	11,418	6,497	20,020	12,286
- Over provision in respect of previous years	11	33	11	(1)
Deferred tax		(854)	0	0
Total income tax expense	11,429	5,676	20,031	12,285

The effective tax rate for the financial period ended 30 June 2011 were lower than the statutory tax rate primarily due to the non-taxable capital gain on acquisition of subsidiaries. The effective tax rate for the quarter ended 30 June 2011, quarter ended 30 June 2010 and financial period ended 30 June 2010 was higher than the statutory tax rate principally mainly due to the losses of certain subsidiaries which cannot be set off against taxable profits made by other certain subsidiaries and certain expenses which are not deductible for tax purposes.

B6. Sale of unquoted investments and properties

Other than in the ordinary course of business, there were no material sales of unquoted investments and properties for the financial period under review.

B7. Quoted securities

a) Details of purchases and disposals of quoted securities are as follows:

	3 months ended		6 months ended	
	30.6.2011	30.6.2010	30.6.2011	30.6.2010
	RM'000	RM'000	RM'000	RM'000
Total purchases	1,049	0	1,049	0
Total disposals - sale proceeds	2,506	3	2,506	3
Total profit on disposals	57	3	57	3

b) Total investments in quoted securities as at 30 June 2010 are as follows:

	RM'000
At cost	6,101
At book value	6,967
At market value	6,967

B8. Corporate proposals

(a) Heads of Agreement with Rio Tinto Aluminium (Malaysia) Sdn. Bhd., a wholly-owned subsidiary of Rio Tinto Aluminium Limited

On 7 August 2007, the Company announced that Samalaju Aluminium Industries Sdn. Bhd. (formerly known as Similajau Aluminium Industries Sdn. Bhd.) ("SAI"), a wholly-owned subsidiary of Samalaju Industries Sdn. Bhd. (formerly known as Similajau Industries Sdn. Bhd.), which in turn is a wholly-owned subsidiary of the Company, entered into a Heads of Agreement ("HOA") with Rio Tinto Aluminium (Malaysia) Sdn. Bhd. ("RTA"), a wholly-owned subsidiary of Rio Tinto Aluminium Limited, a company registered in Australia. The HOA records the agreement of the parties on the key terms of their participation and the basis upon which they will work together on the proposed Project.

The parties intend to participate together in the proposed design, engineering, construction, commissioning and operation in Sarawak of a world-class aluminium smelter, including any expansions thereof and such other things as may be agreed as necessary or expedient for this purpose ("Project"). SAI will have a participating interest in the Project of 40% whilst the balance participating interest of 60% will be held by RTA.

On 30 July 2010, the Company announced that both parties have mutually agreed to extend the HOA from 1 August 2010 to be terminable by either party giving the other a one month notice of termination as the pre-feasibility study is still being finalised due to on-going negotiations on the power purchase agreement with Sarawak Energy Berhad.

(b) Proposed Joint Venture with Premier Cottage Sdn. Bhd. ("PCSB"), Boulevard Jaya Corporation Sdn. Bhd. ("BJSB"), Hikmat Majusama Sdn. Bhd. ("HMSB") and Isthmus Development Sdn. Bhd. ("IDSB")

On 1 December 2010, the Company announced that CMS Land Sdn. Bhd. ("CMS Land"), a 51%-owned subsidiary of the Company, had entered into a Joint Venture Agreement ("JVA1") with PCSB, BJSB, HMSB and IDSB, being the joint venture company, for the proposed joint venture to build, own and manage a four-star hotel and service apartments ("Hotel") located at the Kuching Isthmus, Kuching.

Pursuant to the terms of the JVA1, CMS Land, PCSB, BJSB and HMSB will subscribe for 300,000 new ordinary shares of RM1.00 each ("Shares") in IDSB ("Shares Subscription"), 5,049,998 new Shares in IDSB, 1,960,000 new Shares in IDSB and 1,960,000 new Shares in IDSB respectively at the par value of the said Shares for cash. PCSB shall also acquire the 2 existing Shares in IDSB from the existing shareholders. Upon completion of the above, the issued and paid-up capital of IDSB will be increased to RM9,270,000.

In addition, pursuant to the terms of the JVA1, CMS Land will inject two parcels of vacant land, being Lot 2839 and Lot 2852, Block 7, Muara Tebas land District, Kuching, totalling approximately 10.5 acres with a lease period of 99 years commencing on 5th May 2010 and expiring on 4th May 2109 ("Land") to IDSB for a total consideration of RM10,000,000 ("Land Consideration") to be satisfied via the issuance of 10,000,000 new Shares ("Consideration Shares") in IDSB ("Proposed Injection") at their par value.

B8. Corporate Proposals (contd.)

(b) Proposed Joint Venture with Premier Cottage Sdn. Bhd. ("PCSB"), Boulevard Jaya Corporation Sdn. Bhd. ("BJSB"), Hikmat Majusama Sdn. Bhd. ("HMSB") and Isthmus Development Sdn. Bhd. ("IDSB") (contd.)

The Hotel will have a four-star rating with 381 hotel rooms and 96 units of service apartments. The approval for the development plan for the Hotel has been obtained on 21 June 2010. Total cost of the Hotel (including outfitting, furniture, fittings and equipment, but excluding financing costs and contingencies) is estimated to be approximately RM380 million and will be financed by IDSB via a combination of issuance of Shares as detailed above, borrowings from banks or financial institutions, as well as advances from the JV partners (save for CMS Land) up to RM50 million.

The joint venture company's initial plan was to commence building works for the Hotel in the first quarter of 2011 and currently, the joint venture company is considering various other available options pertaining to the Hotel development and as such, the actual commencement date for the building works will only be finalised once that decision has been made by the Board of the joint venture company. The Company expects that such decision will be made by the Board of the joint venture company within this year.

Other than the above, there were no other corporate proposals that have been announced but not completed as at the date of this announcement.

B9. Borrowings

	As at 30.6.2011 RM'000	As at 31.12.2010 RM'000
Secured		
Bank overdrafts	0	53
Revolving credits	15,000	13,136
Hire purchase and finance lease liabilities	356	399
Unsecured		
Bank overdrafts	4,037	0
Bankers' acceptances	38,034	38,958
Revolving credits	0	60,000
Term loans	96,400	107,120
CMS Income Securities	170,651	170,786
Loan from corporate shareholder	3,859	4,134
Total	328,337	394,586
Maturity		
Repayable within one year	164,906	219,900
One year to five years	162,880	173,308
Over five years	551	1,378
	328,337	394,586

B10. Off balance sheet financial instruments

As at the date of this report, there are no financial instruments with off balance sheet risks entered into by the Group.

B11. Derivatives

There were no derivatives entered into by the Group as at the end of the quarter under review.

B12. Gains/losses arising from fair value changes of financial liabilities

There were no gains/losses arising from fair value changes of financial liabilities.

B13. Changes in material litigation

There were no changes in material litigation since the last annual balance sheet date of 30 June 2011.

B14. Dividend payable

No interim ordinary dividend has been declared for the financial period ended 30 June 2011 (30 June 2010: Nil)

B15. Earnings per share

The calculation of the earnings per share is computed as follows:

	3 months ended		6 months ended	
	30.6.2011	30.6.2010	30.6.2011	30.6.2010
Profit attributable to owners of the parent to ordinary owners of the parent (RM'000)	27,792	7,307	58,426	19,437
Weighted average number of ordinary shares in issue ('000)	329,469	329,446	329,469	329,446
Basic earnings per share (sen)	8.44	2.22	17.73	5.90
Profit attributable to owners of the parent to ordinary owners of the parent (RM'000)	27,792	N/A	58,426	N/A
Weighted average number of ordinary shares in issue ('000)	329,598	N/A	329,598	N/A
Diluted earnings per share (sen)	8.43	N/A	17.73	N/A

B16. Auditor's report on preceding annual financial statements

The auditors' report on the financial statements for the year ended 31 December 2010 was not subject to any qualification.

B17. Authorisation for issue

The interim financial report was authorised for issue by the Board of Directors in accordance with a resolution of the directors on 26 May 2011.

B18. Realised and Unrealised Profits/Losses

	As at 30 June 2011 RM'000	As at 31 December 2010 RM'000
Total retained profits of the Company and its subsidiaries:		
- Realised	681,028	659,507
- Unrealised	(9,667)	(6,055)
	671,361	653,452
Total retained profits from associated companies:		
- Realised	13,312	7,389
- Unrealised	4,216	6,511
	17,528	13,900
Total retained profits from jointly controlled entities:		
- Realised	180	180
	689,069	667,532
Less consolidated adjustments	(124,806)	(136,984)
Total group retained profits as per consolidated accounts	564,263	530,548

BY ORDER OF THE BOARD

Koo Swee Pheng
Secretary
Date: 26 May 2011