

(506836-X) (Incorporated in Malaysia)

# INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

(UNAUDITED)

(Incorporated in Malaysia)

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 MARCH 2011

	Quarter and	
	year-to-da	te ended
	31.03.2011	31.03.2010
	Unaudited	Unaudited
	RM'000	RM'000
Revenue	63,351	47,632
Cost of sales	(31,334)	(16,352)
Gross profit	32,017	31,280
Other income	1,920	1,072
Marketing and distribution	(671)	(299)
Administrative expenses	(7,119)	(4,631)
Other expenses	(1,794)	(1,725)
Finance costs	(24,712)	(24,929)
(Loss)/Profit before tax	(359)	768
Income tax expense	(113)	(42)
(Loss)/Profit net of tax	(472)	726
Other comprehensive income, net of tax		
Foreign currency translation	(363)	-
Total comprehensive income for the period	(835)	726
Profit attributable to:		
Owners of the parent	(378)	246
Minority interests	(94)	480
	(472)	726
Total comprehensive income attributable to:		
Owners of the parent	(741)	246
Minority interests	(94)	480
	(835)	726
Earning per share attributable to owner of the parent (sen)		
Basic EPS	(0.17)	0.12
Diluted EPS	(0.13)	

The above consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

(Incorporated in Malaysia)

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2011

	As at	As at
	31.03.2011	31.12.2010
	Unaudited	Audited
	RM'000	RM'000
Assets		
Non-current assets		
Property, plant and equipment	6,425	6,505
Intangible assets	117,006	118,580
Land held for property development	32,062	32,062
Trade receivables	1,074,408	1,091,986
Deferred tax assets	578	594
	1,230,479	1,249,727
Current assets		
Property development cost	182,894	174,553
Inventories	35,012	35,012
Tax recoverable	4,021	4,021
Trade and other receivables	100,496	156,502
Short term investment	126,781	95,815
Cash and bank balances	89,019	39,097
Non-current assets held for sale		2,949
	538,223	507,949
Total assets	1,768,702	1,757,676

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# CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2011 (contd.)

	As at 31.03.2011 Unaudited RM'000	As at 31.12.2010  Audited RM'000
Equity and liabilities		
Current liabilities		
Trade and other payables	182,423	202,474
Loans and borrowings	65,291	62,160
Income tax payables	2,722	2,722
	250,436	267,356
Non-current liabilities		
Trade payables	26,232	29,438
Loans and borrowings	1,140,737	1,113,745
Deferred tax liabilities	2,326	870
	1,169,295	1,144,053
Total liabilities	1,419,731	1,411,409
Equity attributable to equity of holders		
of the company		
Share capital	223,509	223,509
Treasury shares	(4,559)	(4,559)
Share premium Other reserve	102,556	104,574
Accumulated losses	6,908 (6,073)	1,715 (5,695)
Accumulated 1055e5	322,341	319,544
Minority interest	26,630	26,723
Total equity	348,971	346,267
	·	·
Total equity and liabilities	1,768,702	1,757,676

The above consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

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# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR-TO-DATE ENDED 31 MARCH 2011

Share   Share   Share   Preasury   Preasury   Share   Preasury   Preasury		<del></del>		Non-di	stributable —			Distributable			
Total comprehensive income for the period	RM'000			•		component	translation		Total	•	
Income for the period   -   -   -   -   -   -     -	At 1 January 2011	223,509	104,574	(4,559)	-	-	1,715	(5,695)	319,544	26,724	346,268
Suance of RCSLS   C	Total comprehensive								-		-
Salarice of RCSLS   4,772   784   5,556   - 5,556	income for the period	-	-	-	-	-	(363)	(378)	(741)	(94)	(835)
Right issue expense         -         (2,018)         -         -         -         -         -         (2,018)         -         -         -         -         (2,018)         -         -         -         -         -         (2,018)         -         -         -         -         3,538           At 31 March 2011         223,509         102,556         (4,559)         4,772         784         1,352         (6,073)         322,341         26,630         348,971           At 1 January 2010         223,509         103,563         (8,664)         -         -         -         -         (4,980)         313,428         27,881         341,309           Effects of adopting FRS 139         -         -         -         -         -         -         2,705         2,705         -         2,705           223,509         103,563         (8,664)         -         -         -         -         2,705         2,705         -         2,705           Total comprehensive income for the period         -         -         -         -         -         246         246         480         726           Transaction with owners:           Purchas	Transaction with owners:	-									
At 31 March 2011         223,509         102,556         (4,559)         4,772         784         1,352         (6,073)         322,341         26,630         348,971           At 1 January 2010         223,509         103,563         (8,664)         -         -         -         -         (4,980)         313,428         27,881         341,309           Effects of adopting FRS 139         -         -         -         -         -         -         2,705         2,705         -         2,705           223,509         103,563         (8,664)         -         -         -         -         2,705         2,705         -         2,705           Total comprehensive income for the period         -         -         -         -         -         -         2         246         246         480         726           Transaction with owners:           Purchase of treasury shares         -         -         (163)         -	Issuance of RCSLS	-	-	-	4,772	784	-	-	5,556	-	5,556
At 31 March 2011  223,509 102,556 (4,559) 4,772 784 1,352 (6,073) 322,341 26,630 348,971  At 1 January 2010  Effects of adopting FRS 139  (4,980) 313,428 27,881 341,309  223,509 103,563 (8,664) 2,705 2,705 - 2,705  223,509 103,563 (8,664) (2,275) 316,133 27,881 344,014  Total comprehensive income for the period  Transaction with owners:  Purchase of treasury shares  (163) (163) (163) - (163)  - (163) - (163)	Right issue expense	-	(2,018)	-	-	-	-	-	(2,018)	-	(2,018)
At 1 January 2010 223,509 103,563 (8,664) (4,980) 313,428 27,881 341,309 Effects of adopting FRS 139 2,705 22,705 2,705 - 2,705 223,509 103,563 (8,664) (2,275) 316,133 27,881 344,014  Total comprehensive income for the period 246 246 480 726  Transaction with owners:  Purchase of treasury shares		-	(2,018)	-	4,772	784	-	-	3,538	-	3,538
Fifects of adopting FRS 139	At 31 March 2011	223,509	102,556	(4,559)	4,772	784	1,352	(6,073)	322,341	26,630	348,971
Total comprehensive income for the period         -         -         -         -         (2,275)         316,133         27,881         344,014           Total comprehensive income for the period         -         -         -         -         -         246         246         246         480         726           Transaction with owners:           Purchase of treasury shares         -         -         (163)         -         -         -         -         (163)         -         (163)	At 1 January 2010	223,509	103,563	(8,664)	-	-	-	(4,980)	313,428	27,881	
Total comprehensive income for the period 246 246 480 726  Transaction with owners:  Purchase of treasury shares (163) (163) - (163)	Effects of adopting FRS 139		-	-	-	-	-	2,705	2,705	-	2,705
income for the period 246 246 480 726  Transaction with owners:  Purchase of treasury shares (163) (163) - (163)		223,509	103,563	(8,664)	-	-	-	(2,275)	316,133	27,881	344,014
shares - (163) (163) - (163)	income for the period  Transaction with owners:	-	-	-	-	-	-	246	246	480	726
	•	_	_	(163)	_	_	_	_	(163)	_	(163)
		223,509	103,563	• •	-	-	-	(2,029)	, ,	28,361	<u>, , , </u>

The above consolidated statement of changes in equity should be read in conjunction with the audited financial statement for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

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# CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR-TO-DATE ENDED 31 MARCH 2011

	Year-to-dat 31.03.2011 Unaudited RM'000	te ended 31.03.2010 Unaudited RM'000
Cash flows from operating activities  Profit before taxation  Adjustments:	(359)	768
Depreciation Amortisation of intangible assets Impairment of goodwill on cosolidation Gain on disposal of property, plant and equipment Interest expenses Interest income	244 92 1,458 (938) 24,712 (118)	272 - 1,453 - 24,929 (212)
Operating profit before working capital changes	25,091	27,210
Changes in working capital: Net changes in current assets Net changes in current liabilities	73,584 (20,051)	50,361 (3,689)
Cash generated from operations	78,624	73,882
Income tax paid Interest paid	(934) (380)	(1,619) (7)
Net cash generated from operating activities	77,310	72,256
Cash flows from investing activities		
Development costs Interest received Proceeds from disposal of property, plant and equipment Purchase of property, plant and equipment	(8,341) 118 3,887 (302)	(1,305) 212 - (19)
Net cash used in investing activities	(4,638)	(1,112)

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# CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 MARCH 2011 (contd.)

	Year-to-da 31.03.2011 Unaudited RM'000	te ended 31.03.2010 Unaudited RM'000
Cash flows from financing activities		
Redemption of ABBA Notes Net proceeds from term loans Proceeds from RCSLS Right issue expense Proceeds from revolving credit Purchase of treasury shares Placement of deposits pledged Repayment of hire purchase	(56,300) 1,013 65,706 (2,018) - - (81,650) (186)	(56,300) - - - 2,000 (163) (22,386) (23)
Net cash used in financing activities	(73,435)	(76,872)
Net decrease in cash and cash equivalents	(763)	(5,728)
Cash and cash equivalents at beginning of period	10,779	7,945
Cash and cash equivalents at end of period	10,016	2,217
Cash and cash equivalents comprise the followings:		
Cash deposits placed with: - Licensed banks - Licensed corporation Cash and bank balances	13,105 62,323 13,591 89,019	14,253 1,832 5,924 22,009
Short term investments in Fixed Maturity Funds Less: Bank balances and deposits pledged / designated Cash and cash equivalents at end of period	126,781 (205,784) 10,016	116,946 (136,738) 2,217

The above consolidated statement of cash flow should be read in conjunction with the audited financial statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim financial statements.

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### A1. Basis of preparation

The interim financial statements, other than for financial instruments, have been prepared under the historical cost convention. Financial insutments have been fair valued in accordance to FRS 139 Financial Instruments: Recognition and Measurement.

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Main market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa").

The interim financial statements 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 statements 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 year ended 31 December 2010.

# A2. Significant accounting policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2010, except for the adoption of the following new Financial Reporting Standards (FRSs), Amendments to FRSs and IC Interpretations which are applicable for the Group's financial period beginning 1 January 2011.

#### a) Adoption of FRSs, Amendments to FRSs and IC Interpretations

On 1 January 2011, the Group adopted the following FRSs, Amendments to FRSs and IC Interpretations:-

FRS 1 FRS 3 FRS 127 Amendments to FRS 1	First-time Adoption of Financial Reporting Standards Business Combination (Revised) Consolidated and Separate Financial Statements Limited Exemption from Comparative FRS 7 Disclosure for First-time Adopters
Amendments to FRS 1	Additional Exemptions for First-time Adopters
Amendments to FRS 2	Share-based payment
Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions
Amendments to FRS 5	Non-current Assets Held for Sale and Discontinued Operations
Amendments to FRS 132	Financial Instruments: Presentation
Amendments to FRS 138	Intangible Assets

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

### A2. Significant accounting policies (contd.)

# a) Adoption of FRSs, Amendments to FRSs and IC Interpretations (contd.)

Amendments to FRS 1, Improvements fo FRSs (2010) FRS 3, FRS 7, FRS 101 FRS 121, FRS 128, FRS 131, FRS 132, FRS 134, FRS 139 and Amendments to IC Interpretation 13 IC Interpretation 4 Determining Whether an Arrangement Contains a Lease 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 Transfer of Assets from Customers IC Interpretation 18 Amendments to IC Reassessment of Embedded Derivatives Interpretation 9

Adoption of the above FRSs, Amendments to FRSs and IC Interpretations did not have any effect on the financial performance, position or presentation of financial of the Group.

# b) FRS, IC Interpretations and Amendments to IC Interpretation but not yet effective At the date of authorisation of these interim financial statements, the following FRS, IC Interpretations and Amendments to IC Interpretation were issued but not yet effective and have not been applied by the Group:

FRS, IC Interpretation and		Effective for annual periods
Amendments to IC Interp	retation	beginning on or after
FRS 124	Related Party Disclosure	1 January 2012
IC Interpretation 19	Extinguishing Financial Liabilities with Equity Instruments	1 July 2011
IC Interpretation 15	Agreements for the Construction of Real Estate	1 January 2012
Amendments to IC Interpretation 15	Agreements for the Construction of Real Estate	1 January 2012

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# A3. Auditors' Report on Preceding Annual Financial Statements

The Group's latest audited financial statements for the financial year ended 31 December 2010 were not subject to any qualification.

### A4. Comments about seasonal or cyclical factors

The Group's performance is not affected by any seasonal or cyclical factors.

### A5. Unusual items due to their nature, size or incidence

There were no unsual items affecting assets, liabilities, equity, net income or cash flows during the financial period.

### A6. Debt and equity securities

There were no issuances, cancellation, repurchases, resales and repayments of debt and equity securities for the financial period ended 31 March 2011 except for the followings:

# a) Repayment of Al-Bai Bithaman Ajil Notes ("ABBA Notes")

RM'000

Encorp Systembilt Sdn Bhd's ("ESSB") ABBA Notes

56,300

The ABBA Notes were issued by a subsiciary company, ESSB, to finance the planning, design construction and completion costs of 10,000 units of teachers' quarters for the Government of Malaysia. All ABBA Notes are secured by the assignment of the contract Concession Payments and the Project Escrow Account, and a negative pledge on all assets of ESSB. ESSB is a special purpose vehicle and these ABBA notes raised do not have any financial recourse to the Group.

#### b) Treasury shares

As at the date of this report, the total number of treasury shares held was 5,386,000.

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

### A6. Debt and equity securities (contd.)

#### c) Increase in authorised share capital

Pursuant to EGM held on 12 January 2011, the authorised share capital of the Company was increased from RM300,000,000 comprising 300,000,000 Encorp Shares to RM500,000,000 comprising 500,000,000 ordinary shares of RM1 each by the creation of an additional 200,000,000 ordinary shares of RM1 each. Such additional shares when issued shall rank pari passu in all respects with the existing Encorp Shares.

# d) 5-year 6% Redeemable Convertible Secured Loan Stocks ("RCSLS") with free detachable warrants ("Warrants")

The Company has issued 65,706,060 RCSLS and 32,853,030 Warrants pursuant to the Proposed Rights Issue and Placement announced on 9 July 2010. Both RCSLS and Warrants are admitted to the Official List of Bursa and the listing and quotation of the aforesaid securities on the Main Market of Bursa on 23 March 2011.

### A7. Dividends paid

No dividends were paid during the financial period ended 31 March 2011.

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# A8. Segmental information

The Group's segment revenue and results are presented by industry segments for the year-to-date ended 31 March 2011 as follows: -

	Investment holding RM'000	Concessionaire RM'000	Construction RM'000	Property development RM'000	Trading RM'000	Eliminations RM'000	Consolidated RM'000
Revenue							
External customers	-	27,898	25,296	8,043	2,114	-	63,351
Inter-segment	2,783	-	10,868	-	-	(13,651)	-
Total Revenue	2,783	27,898	36,164	8,043	2,114	(13,651)	63,351
Results:							
Segment results	(2,426)	28,172	1,619	(591)	(141)	(604)	26,029
Interest income	46	18	14	38	` 3 <sup>°</sup>	-	119
Interest expense	(351)	(24,332)	(2)	(26)	(1)	_	(24,712)
Depreciation and	,	,	` ,	,	( )		, ,
amortisation	(259)	-	(48)	(24)	(6)	_	(337)
Impairment of goodwill	,		,	,	( )		,
on consolidation	-	-	-	_	-	(1,458)	(1,458)
(Loss)/ Profit						( , ,	( , ,
before tax	(2,990)	3,858	1,583	(603)	(145)	(2,062)	(359)

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# A9. Valuation of property, plant and equipment

There were no valuation for property, plant and equipment of the Group during the financial period.

### A10. Material events subsequent to the balance sheet date

There were no material events subsequent to the financial period ended 31 March 2011 up to the date of this report.

### A11. Changes in the composition of the Group

There were no changes in the composition of the Group during the financial period ended 31 March 2011 including business combination, acquisition or disposal of subsidiary and long-term investment, restructuring and discontinuing operation.

#### A12. Changes in contingent liabilities

As at 31.03.2011   31.12.2010   RM'000   RM'000   RM'000	~·-·	Changes in Contingent habilities		
Corporate guarantee given to banks for credit facilities granted to subsidiaries  Corporate guarantee given to suppliers in favour of credit facility granted to subsidiaries  39 809  26,675 27,445   A13. Capital commitments  As at 31.03.2011 31.12.2010 RM'000  Capital expenditure Approved and contracted for:			31.03.2011	31.12.2010
Corporate guarantee given to banks for credit facilities granted to subsidiaries  Corporate guarantee given to suppliers in favour of credit facility granted to subsidiaries  39 809  26,675 27,445   A13. Capital commitments  As at 31.03.2011 31.12.2010 RM'000  Capital expenditure Approved and contracted for:		Contingent liabilities:		
Corporate guarantee given to suppliers in favour of credit facility granted to subsidiaries  39 809 26,675 27,445   A13. Capital commitments  As at 31.03.2011 31.12.2010 RM'000  Capital expenditure Approved and contracted for:		Corporate guarantee given to banks for credit facilities	26 626	26 626
A13. Capital commitments  As at As at 31.03.2011 31.12.2010 RM'000 RM'000  Capital expenditure  Approved and contracted for:			20,030	20,030
A13. Capital commitments  As at As at 31.03.2011 31.12.2010 RM'000 RM'000  Capital expenditure  Approved and contracted for:		facility granted to subsidiaries	39	809
As at As at 31.03.2011 31.12.2010 RM'000 RM'000  Capital expenditure  Approved and contracted for:			26,675	27,445
Approved and contracted for:	A13.	Capital commitments	31.03.2011	31.12.2010
Land held for property development 23,301 23,301		•		
		Land held for property development	23,301	23,301

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# PART B: EXPLANATORY NOTES PURSUANT TO MAIN MARKET LISTING REQUIREMENTS OF BURSA

# 1Q11 vs. 1Q10

**B1.** Performance review

The Group's revenue for the quarter ended 31 March 2011 (1Q11) increased by RM15,719,000 or 33% to RM63,351,000 from RM47,632,000 for the quarter ended 31 March 2010 (1Q10).

However, the Group recorded a loss before tax of RM359,000 in 1Q11 as compared to RM768,000 profit before tax for 1Q10. The decrease were mainly due to the increase in the administrative expenses incurred as a result from expansion mode adopted by the Group.

### **B2.** Comparison with Immediate Preceding Quarter

The Group recorded a loss before tax of RM359,000 for 1Q11 as compared to the profit before tax of RM2,596,000 in the immediate preceding quarter. The decrease in the profit before tax is due to the spillover effect of the deferment of the new launches of the property projects in financial year 2010.

### **B3.** Commentary on prospects

The completion of the teachers' quarters project has provided the Group with a constant stream of income up to year 2028. Revenue will be further derived from the development and sales of properties and construction contracts in subsidiary companies.

Barring any unforeseen circumstances, the Group expects improvement in performance for the current financial year from its up-coming launches of residential and commercial property development projects.

### B4. Variance from forecast profit and profit guarantee

Not applicable for the financial period ended 31 March 2011.

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

### **B5.** Income tax expense

	Quarte year-to-da	
	31.03.2011	31.03.2010
	RM'000	RM'000
Income tax	(2,358)	(409)
Deferred tax	2,245	367
	(113)	(42)

Income tax in calculated at the Malaysian statutory tax rate of 25% of the estimated assessable profit for the year.

The effective tax rate of the Group for the current quarter is higher than the statutory tax rate mainly due to certain expenses which were not deductible for tax purposes.

For the previous corresponding quarter, the effective tax rate of the Group is lower than the statutory tax rate of that year mainly due the utilisation of the tax losses.

### B6. Disposal of unquoted investments and properties

There were no other disposal of unquoted investments and/or properties for the financial period ended 31 March 2011 except for the followings:

- a) short term investments in Fixed Maturity Plan Funds; and
- b) leasehold property located at Level 18, Wisma SunwayMas, No. 1 Jalan Tengku Ampuan Zabedah, C9/C, Section 9, 40100 Shah Alam to a third party for a total consideration of RM3,908,050.

### B7. Purchase or disposal of quoted securities

There were no purchase or disposal of quoted securities for the financial periof ended 31 March 2011.

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

### B8. Status of corporate proposals

On 5 August 2010, the Company has announced the followings:

- (i) a proposed renounceable rights issue of up to RM55,877,134 nominal value of 5-year 6% redeemable convertible secured loan stocks ("RCSLS") at 100% of its nomial value together with up to 27,938,567 free detachable warrants ("Warrants") on the basis of two (2) RM1.00 nominal value of RCSLS together with one (1) Warrant for every four (8) existing ordinary shares of RM1.00 each,
- (ii) a proposed placement of up to RM11,175,426 nominal value of RCSLS at 100% of its nominal value together with up to 5,587,713 free detachable Warrants;
- (iii) proposed increase in the authorised share capital of the Company from RM300,000,000 comprising 300,000,000 Encorp Shares to RM500,000,000 comprising 500,000,000 Encorp Shares; and
- (iv) Proposed amendment to the Memorandum of Association of the Company to facilitate the Proposed Increase in authorised Share Capital.

(Collectively referred to as the "Proposals")

The Proposals were completed on 23 March 2011.

# B9. Borrowings and debt securities

	As at 31.03.2011 RM'000
Current	
ABBA Notes	30,672
Bridging loan	20,000
Term loan	2,222
Advances	8,000
Obligations under finance leases and hire purchases	776
RCSLS - liability component	3,621
	65,291

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

### B9. Borrowings and debt securities (contd.)

	As at 31.03.2011 RM'000
Non-current	
ABBA Notes	1,067,167
Term loan	18,107
Obligations under finance leases and hire purchases	785
RCSLS - liability component	54,678
	1,140,737
Total Group's loans and borrowings	1,206,028

#### B10. Off balance sheet financial instruments

There were no off balance sheet financial instruments entered into by the Group as at 31 March 2011 up to the date of this report.

### **B11.** Changes in material litigation

There is an arbitration proceeding between a subsidiary ("Subsidiary") and one of the Subsidiary's contractors ("Contractor") in respect of claims arising from the Teachers' Quarters Project undertaken by the Contractor. From the total claims submitted by the Contractor, a portion thereof has been certified and paid by the Subsidiary. The balance of the claims amounting to approximately RM5 million comprises claims due to the late delivery of the site to the Contractor, claims for extension of time and head office costs which the Subsidiary is disputing. At the same time, the Subsidiary is pursuing its counter claim against the Contractor. The hearing for the arbitration proceeding is completed.

In this respect, on 19 January 2011 the Contractor had submitted its final written submission. The Arbitrator had, vide Order dated 15 April 2011 directed the Subsidiary to deliver its final written submission on or before 27 May 2011.

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# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# **B12.** Proposed dividends

The Board of Directors do not recommend any dividend for the quarter under review.

# **B13. Retained Earnings**

	As at 31.03.2011 RM'000	As at 31.12.2010 RM'000
Group		
Realised	149,992	148,416
Unrealised	(307)	(307)
	149,685	148,109
Consolidation adjustments	(155,758)	(153,804)
Total retained earnings	(6,073)	(5,695)

# B14. Earnings per share

a) Basic EPS

	Quarter and year-to-date ended	
	31.03.2011 RM'000	31.03.2010 RM'000
Profit attributable to owners of the parent	(378)	246
Weighted average number of ordinary shares in issue	218,123	213,136
Basic EPS (sen)	(0.17)	0.12

(Incorporated in Malaysia)

# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR-TO-DATE ENDED 31 MARCH 2011

# **B14.** Earnings per share (contd.)

### b) Diluted EPS

	Quarter and year-to-date ended	
	31.03.2011 RM'000	31.03.2010 RM'000
Profit attributable to owners of the parent	(378)	
Weighted average number or ordinary shares in issue Effect of dilution	218,123 65,706	- -
Adjusted weighted average number of ordinary shares in issue and issuable	283,829	-
Diluted EPS (sen)	(0.13)	-

#### **B15.** Authorisation for issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 18 May 2011.

By Order of the Board ENCORP BERHAD (506836-X)

Lee Lay Hong

**Company Secretary** 

18 May 2011