

INTERIM FINANCIAL STATEMENTS

- For The Fourth Quarter and Year Ended 31st December 2013-

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CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2013 (The figures have not been audited)

		3 months ended 31 December		12 months ended 31 December		
	Note	2013 RM	2012 RM	2013 RM	2012 RM	
Continuing Operations Revenue	9	91,853,231	77,836,849	281,002,192	311,908,919	
Cost of sales	-	(82,412,720)	(67,000,665)	(237,219,728)	(262,822,513)	
Gross profit		9,440,511	10,836,184	43,782,464	49,086,406	
Other income	10	32,622,472	3,444,532	36,336,288	8,091,840	
Marketing and distribution expenses		(371,511)	(1,091,356)	(1,245,787)	(3,589,661)	
Administrative expenses		(10,772,525)	(7,453,432)	(21,944,213)	(19,243,554)	
Other expenses		(12,142,743)	(482,731)	(12,143,467)	(1,008,207)	
Share of (losses)/profit of jointly control entit	у _	(1,405)	77,832	(1,405)	77,832	
Result from operating activities	9	18,774,799	5,331,029	44,783,880	33,414,656	
Finance costs	10	(14,205,599)	(624,169)	(15,469,065)	(3,315,181)	
Profit before taxation	10	4,569,200	4,706,860	29,314,815	30,099,475	
Income tax expense	21	(1,874,724)	(1,719,597)	(8,175,024)	(8,419,433)	
Total comprehensive income for the period	=	2,694,476	2,987,263	21,139,791	21,680,042	
Attributable to:						
Owners of the parent		2,696,684	2,990,416	21,143,267	21,686,669	
Minority interests		(2,208)	(3,153)	(3,476)	(6,627)	
Total comprehensive income attributable to equity holders of the parent	=	2,694,476	2,987,263	21,139,791	21,680,042	
Earnings per share attributable to equity holders of the parent: Basic (sen)	26	3.70	4.10	29.03	29.78	

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2013

(The figures have not been audited)

	Note	31.12.2013 RM	31.12.2012 RM
Assets			
Non-current assets			
Property, plant and equipment	12	62,924,220	62,873,557
Land held for property development		98,248,821	109,736,841
Interest in unincorporated joint venture		449,802	451,207
Investment securities		5,381,811	5,901,868
Deferred tax assets		727,263	183,001
Trade receivables		253,967,412	<u>-</u>
		421,699,329	179,146,474
Current assets			
Property development costs		76,411,044	41,954,919
Inventories		16,452,303	9,228,912
Trade and other receivables		188,614,955	389,859,556
Tax recoverable		592,092	1,097,391
Cash and bank balances		101,588,643	109,947,158
		383,659,037	552,087,936
			002/00/1/000
Total assets		805,358,366	731,234,410
Equity and Liabilities			
Current liabilities			
Income tax payable		1,933,744	2,179,851
Loans and borrowings	23	25,111,453	40,275,577
Trade and other payables		185,128,606	133,902,689
Dividend payable		15,540	16,713
		212,189,343	176,374,830
Non-current liabilities			
Deferred tax liabilities		1,790,350	2,308,969
Loans and borrowings	23	318,080,971	295,295,590
		319,871,321	297,604,559
Total liabilities		532,060,664	473,979,389
Equity attributable to owners of the parent			
Share capital		72,815,856	72,815,856
Other reserves		17,072,415	17,072,415
Retained earnings		175,341,431	159,295,274
Ş		265,229,702	249,183,545
Non-controlling interests		8,068,000	8,071,476
Total equity		273,297,702	257,255,021
Total equity and liabilities		805,358,366	731,234,410

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2013 (The figures have not been audited)

<							
	Share capital RM	Share premium RM	currency translation reserve RM	Retained earnings RM	Total RM	Non- controlling Interests RM	Total equity RM
As at 1 January 2012	72,815,856	17,062,137	10,278	141,522,456	231,410,727	8,078,103	239,488,830
Dividend paid	-	-	-	(3,913,851)	(3,913,851)		(3,913,851)
Total comprehensive income	-	-	-	21,686,669	21,686,669	(6,627)	21,680,042
As at 31 December 2012	72,815,856	17,062,137	10,278	159,295,274	249,183,545	8,071,476	257,255,021
As at 1 January 2013	72,815,856	17,062,137	10,278	159,295,274	249,183,545	8,071,476	257,255,021
Dividend paid	369	3	-	(5,097,110)	(5,097,110)	*	(5,097,110)
Total comprehensive income	26€	×	-	21,143,267	21,143,267	(3,476)	21,139,791
As at 31 December 2013	72,815,856	17,062,137	10,278	175,341,431	265,229,702	8,068,000	273,297,702

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2013 (The figures have not been audited)

	Cumulative Quarter		
	Current Year	Preceding Year	
	Ended	•	
		Ended	
	31-Dec-13	31-Dec-12	
	RM	RM	
Cash flows from operating activities			
Profit before taxation	29,314,815	30,099,475	
TOTAL DOTOTO CANADOTT	20,01-1,010	00,000,410	
Adjustments for :			
Non-cash items	(10,757,702)	4,914,571	
Non operating Items	24,759,425	(1,229,349)	
Operating profit before working capital changes	43,316,538	33,784,697	
Decrease / (increase) in land held for development and property development costs	(22,968,104)	(23,810,563)	
Decrease / (increase) in Trade and other receivables	(57,488,471)	(110,017,152)	
Decrease / (increase) in Inventories	(7,223,389)	3,359,590	
Increase / (decrease) in Trade and other payables	20,300,873	(8,167,633)	
Cash generated from/ (used in) operations	(24,062,553)	(104,851,061)	
Interest paid	(29,021,564)	(13,513,993)	
Taxes paid	(9,181,687)	(7,685,707)	
Net cash generated from / (used in) operating activities	(62,265,804)	(126,050,761)	
Cash flows from investing activities			
Capital advances of unincorporated joint ventures refunded	;≅	661,103	
Profits from Islamic deposit	2,580,252	628,090	
Proceeds from disposal of investment property	- 87	148,600	
Purchase of property, plant and equipment	(3,277,959)	(4,998,452)	
Proceeds from disposal of property, plant and equipment	41,239	933,241	
Purchase of other investments	(171,186)	(5,005,982)	
Proceeds from disposal of shares	663,960	· ·	
Dividend received	21,811	89,273	
Interest received	495,344	1,379,191	
Unwinding of discount on non current receivables	25,367,137	901,834	
Net cash generated from / (used in) investing activities	25,720,598	(5,263,102)	
Cash flows from financing activities			
Dividends paid to shareholders of the Company	(5,098,282)	(3,913,851)	
Drawdown of term loan	37,918,124	177,652,010	
Government grant received	232,800	2,231,000	
Drawdown of revolving credit	9,000,000	19,500,000	
Repayment of borrowings	(18,419,575)	(36,349,334)	
Net changes in finance lease creditors	(979,123)	(701,694)	
Placement / (withdrawal) of pledged deposits	(7,836,165)	346,004	
Net cash generated from / (used in) financing activities	14,817,779	158,764,135	
Net increase / (decrease) in cash and cash equivalents	(21,727,427)	27,450,272	
Cash and cash equivalents at beginning of the period	105,615,760	78,165,488	
Cash and cash equivalents at end of the period	83,888,333	105,615,760	
Cash and cash equivalents comprise of the followings:			
Cash and bank balances	53,737,438	30,621,669	
Short term deposit with licensed banks	47,851,205	79,325,489	
Bank overdraft		(1,897,082)	
	101,588,643	108,050,076	
Less: Deposits pledged	(17,700,310)	(2,434,316)	
p	83,888,333	105,615,760	
·			

The condensed consolidated statement of cash flow should be read in conjunction with the audited financial statements for the year ended 31 December 2012 and the accompanying explanatory notes attached to the interim financial statements.



EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE QUARTER AND YEAR ENDED 31st DECEMBER 2013

Part A - Explanatory Notes Pursuant to FRS 134

1. Basis of Preparation

The interim financial statements other than for financial instruments have been prepared under the historical cost convention. Financial instruments have been fair valued in accordance with 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 Listing Requirements of the 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 2012. 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 financial year ended 31 December 2012.

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

2. Significant Accounting Policies

a) Financial Reporting Standards (FRS)

The significant accounting policies adopted for this interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2012 except for the adoption of the relevant new Financial Reporting Standards (FRS), amendments to FRS and IC Interpretations that are effective for annual periods beginning on or after 1 January 2013.

The adoption of the new FRS, amendments to FRS and IC Interpretations does not have any material impact on the financial position and results of the Group.



b) Malaysian Financial Reporting Standards (MFRS Framework)

On 19 November 2011, the Malaysian Accounting Standards Board (MASB) issued a new MASB approved accounting framework, the Malaysian Financial Reporting Standards (MFRS Framework).

The MFRS Framework is effective for annual periods beginning on or after 1 January 2012 for all entities except for entities that are within the scope of MFRS 141 Agriculture (MFRS 141) and IC Interpretation 15 Agreements for Construction of Real Estate (IC 15), including its parent, significant investor and venturer (herein called 'Transitioning Entities'). Transitioning Entities continue to have the option to either apply the MFRS Framework or the FRS Framework until the adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual period beginning on or after 1 January 2015.

The Group which falls under the scope definition of Transitioning Entities has opted to adopt MFRS to annual periods beginning on 1 January 2015. When the Group presents its first MFRS financial statements in 1 January 2015, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

3. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the year ended 31 December 2012 was not subject to any qualification.

4. Unusual Items due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current quarter.

5. Changes in Estimates

There were no changes in estimates of amounts previously reported that have had a material effect in the current quarter.

6. Seasonal or Cyclical Factors

The Group's products and services are generally dependent on the Malaysian economy, government policies and weather conditions (on the construction activities).



7. Dividends

There was no dividend paid during the quarter under review.

8. Debt and Equity Securities

There were no issuances, cancellations, repurchase, resale and repayments of debt and equity securities in the current quarter.



9. Segmental Information

12 months ended -31 December 2013	Property Development RM	Road and Quarry RM	Construction RM	Golf and Hotel	Trading RM	Adjustment/ Elimination RM	Consolidated RM
Revenue							
External sales	105,239,390	100,672,830	67,797,816	4,770,299	2,521,857	-	281,002,192
Inter-segment sales	131,370	11,628,944	58,647,461	1,701,686	18,292,000	(90,401,461)	
Total revenue	105,370,760	112,301,774	126,445,277	6,471,985	20,813,857	(90,401,461)	281,002,192
Results							
Segment result	18,158,060	10,253,694	13,039,442	1,933,263	19,501,471	(19,103,466)	43,782,464
Unallocated corporate expenses Unallocated corporate							(35,333,467)
income Share of loss of jointly							36,336,288
control entity							(1,405)
Finance costs							(15,469,065)
Income tax expense							(8,175,024)
Profit from operations						1	21,139,791
3 months ended -31 December 2013							
Revenue							
External sales	28,740,702	41,659,993	19,253,597	1,369,911	829,028	-	91,853,231
Inter-segment sales	98,527	(4,211,354)	12,001,202	356,060	8,698,000	(16,942,434)	
Total revenue	28,839,229	37,448,639	31,254,799	1,725,970	9,527,028	(16,942,434)	91,853,231
Results							
Segment result Unallocated corporate	4,293,669	2,266,564	2,098,306	503,084	9,011,601	(8,732,713)	9,440,511
expenses							(23,286,779)
Unallocated corporate income							32,622,472
Share of loss of jointly control entity							(1,405)
Finance costs							(14,205,599)
Income tax expense							(1,874,724)
Profit from operations							2,694,476



10. Profit before tax from continuing operations

The following items have been charged / (credited) in arriving at profit before tax from continuing operations:

	3 month 31 I		12 months ended 31 Dec	
	2013 RM	2012 RM	2013 RM	2012 RM
Interest income Other income including investment	(26,831,545)	(1,116,869)	(28,442,733)	(3,167,230)
income	(5,790,927)	(2,327,664)	(7,893,555)	(4,924,610)
Depreciation and amortization:				
-investment property	-	900	-	3,600
-property, plant and equipment	1,272,107	1,192,751	4,823,251	4,873,727
Property, plant and equipment				
written off	1,438		1,438	27,152
Gain on disposal of:				
-property, plant and equipment	(165)	(408,379)	(38,832)	(527,012)
(Reversal of) / allowance of				
impairment:				
-trade receivables	(595,618)	(328,056)	(1,164,732)	(781,391)
Bad debt written off	-	40,869	-	5,513
Interest expense	27,758,098	624,169	29,021,564	3,315,181

11. Changes in Composition of the Group

There were no changes in the composition of the Group during the current quarter including business combination, acquisition or disposal of subsidiary and long-term investment, restructuring and discontinuing operation.



12. Property, Plant and Equipment

The Group acquired property, plant and equipment worth RM4,877,759 during the period under review. The Group did not dispose any major item of property, plant and equipment during the quarter under review.

There were no impairment nor reversal of such impairment during the current twelve months financial period.

The valuations of property, plant and equipment were brought forward without amendment from the previous audited financial statements.

13. Capital Commitments

The amount of commitments for the purchase of property, plant and equipment not provided for in the interim financial statements as at 31 December 2013 are as follows:

	KM
Approved and contracted for	1,631,904
Approved but not contracted for	1,806,655

14. Changes in Contingent Liabilities

There were no major changes in contingent liabilities since the last financial year ended 31 December 2012.

15. Material Subsequent Events to the Reporting Period

There were no material events subsequent to the end of the current quarter up to the date of this report that have not been reflected in the interim financial statements.



16. Significant Related Party Transactions

	31.12.2013 RM
Progress billings charged to the ultimate holding corporation	8,923,176
Rental of quarry land to the ultimate holding corporation	50,000
Tributes charged by the holding corporation	199,227
Estate agency fee charged by a related company, Kumpulan Ladang-Ladang	
Perbadanan Kedah Sdn. Bhd.	204,128
Revenue from oil palm from a related company, Kumpulan Ladang-Ladang	
Perbadanan Kedah Sdn. Bhd.	3,260,997
Sales to a related company, Seri Temin Development Corporation (M) Sdn. Bhd.	182,563
Progress billings charged to a related company, KTPC Construction Sdn. Bhd.	3,501,653
Insurance paid to a related company, KSDC Insurance Brokers Sdn. Bhd.	1,215,629
Property Management paid to a related company, Darulaman Aset Sdn. Bhd.	92,011
	17,629,384

Part B – Explanatory Notes Pursuant to Chapter 9, Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad

17. Performance Review

a) Current quarter against the previous year corresponding quarter

For the fourth quarter ended 31 December 2013, the Group recorded revenue of RM91.9 million. The revenue increased by RM14.1 million or 18% compared to RM77.8 million posted in the same corresponding quarter of last year. The Group profit before tax of RM4.6 million was lower by 2% compared to RM4.7 million posted in the previous year corresponding period.

Higher revenue for the quarter was mainly due to higher sales of residential properties and quarry products. Despite higher revenue, pre-tax profit for the quarter declined slightly by 2% mainly due to the increase in operational and administrative costs. Included in Administrative Expenses is an amount of RM2.5 million as out of court settlement for Heng Ghee Timber case.

During the quarter, the Construction Division recognised the unwinding of discount on non-current receivables for Kolej Universiti Insaniah(KUIN) project amounting to RM25.4 million in Other Income, while the project financing interest amounting to RM13.9 million previously capitalised in construction contract now classified in financing cost upon completion. During the quarter also the Construction Division recognized loss from the re-estimation of present value of future cash flow from KUIN project amounting to RM11.8 million in Other Expenses in accordance with Financial Reporting Standards (FRS) 139.

12 months ended



Performance of the operating business segments for the quarter ended 31 December 2013 as compared to the previous year corresponding quarter are as follows:

i) Road and Quarry Division

This Division contributed RM41.7 million to Group revenue compared to RM30.3 million previously boosted by progress of jobs in hand and higher demand for quarry products. Contribution to profit however declined by 31% to RM2.3 million compared to corresponding quarter of last year due to increased cost of sales.

ii) Construction Division

The Construction Division recorded revenue of RM19.3 million compared to RM41.6 million previously. Similarly, contribution to Group profit declined from RM4.1 million previously to RM2.0 million for the quarter mainly due to lower progress billings from the on-going construction projects and loss from reestimation of present value of future cash flow from KUIN project in accordance with FRS139.

iii) Property Division

The Property Division contributed RM28.8 million to Group revenue and RM4.3 million in operating profit. The favourable result was mainly due to the higher take up rates of properties launched in Bandar Darulaman, Jitra and Darulaman Utama, Kuala Ketil.

iv) Golf and Hotel Division

Golf and Hotel Division recorded lower losses of RM0.1 million for the quarter despite lower revenue where the previous year revenue was boosted by landscaping contract for Kolej Universiti Insaniah. The favorable result was mainly due to higher contribution from golfing and recreational activities, hotel's food and beverage segment and improved hotel's room occupancy.

b) Current financial year against the previous year

For the current financial year, the Group recorded revenue of RM281.0 million compared to RM311.9 million recorded last year representing a decrease of 10%. Similarly, the Group profit before tax of RM29.3 million was also lower by 3% compared to RM30.1 million posted last year. Lower revenue for the year was due to lower progress billings from the on-going construction projects and KUIN project contributed significantly to the previous year's revenue.

Pre-tax profit for the year however declined slightly by 3% mitigated by the recognition of unwinding of discount of non-current receivable for KUIN project amounting to RM25.4 million in Other Income.

Road and Quarry Division recorded higher revenue contributed by the progress of jobs in hand and higher demand for quarry products. Contribution to profit for the year however declined slightly mainly due to the increase in the operational costs.



The Construction Division contributed lower revenue and profit due to the lower progress from the on-going construction projects whereas KUIN Project contributed significantly to the previous year's revenue and profit.

The Property Division was the biggest contributor to Group revenue and profit due to the higher take up rates of properties launched in Bandar Darulaman, Jitra and Darulaman Utama, Kuala Ketil.

Golf and Hotel Division recorded lower losses of RM0.3 million as compared to RM0.9 million recorded in the previous year. The favorable result was mainly due to higher contribution from golfing and recreational activities, hotel's food and beverage segment and improved hotel's room occupancy.

18. Variation of Results Against Preceding Quarter

	Current quarter ended 31 December 2013 RM	Preceding quarter ended 30 September 2013 RM	
Revenue	91,853,231	62,275,774	
Profit Before Taxation	4,569,200	10,466,603	

Variation between quarters are normal given the nature of the Group's business activities which allows recognition of revenue and profit from Property and Construction projects based on cost incurred. Anomalies of quarter to quarter variance is normalised over the year.

19. Prospects for the next financial year

The Group's core businesses are expected to record respectable performance for the next financial year since the Group has sufficient land bank and projects in hand to mitigate uncertainties surrounding the economy.

Profit contribution from Road and Quarry Division is expected to remain stable based on the demand for quarry products and the progress of on-going road projects.

The Construction Division will be focusing on completing and delivering all on-going projects within scheduled time, budget and quality. The Division will continue to benefit from construction works generated by the Group's Property Division. Prospective projects are constantly identified that will enable the Division to continue to be a key contributor to the Group.

Property Developers are cautiously optimistic on the market outlook for 2014 following property cooling measures introduced by the Government in the current quarter. Our Property Division operates in owner-occupied market and should be able to maintain its contribution given the encouraging responses for



its products launches in Bandar Darulaman, Jitra and Darulaman Utama, Kuala Ketil. The Division is on track to launch new schemes in its existing townships development.

The Golf and Hotel Division is expected to register improved performance in the near term future after the upgrading of the golf course and refurbishment of hotel in 2013.

Barring unforeseen circumstances such as sharp increase in oil and commodities prices, skilled labour shortage, a hike in interest rate, further tightening of access to mortgage loans and other negative economic and political situations, the Group expects to turn in a respectable performance for the year 2014.

20. Variance from Profit Forecast or Profit Guarantee

Not applicable for the financial year ended 31 December 2013.

21. Income Tax Expense

	12 months ended 31 December 2013 RM	12 months ended 31 December 2012 RM
Malaysian income tax	8,175,024	8,419,433

The Group's effective tax rate for the current year is approximately 28%(2012:28%). The higher rate was due to certain expenses not being deductible for tax purposes.

22. Status of Corporate Proposals

There was no outstanding corporate proposal during the quarter under review.

23. Group borrowings and Debt Securities

Total loans and borrowings as at 31 December 2013 were as follows:

	Short-term RM	Long-term RM
Term loans	15,000,000	317,090,025
Revolving credit	9,000,000	362
Hire purchase	1,111,453	990,946
TOTAL	25,111,453	318,080,971



24. Material Litigation

a) Heng Ghee Timber

Before the case came up for continued hearing, the Board of Directors decided that, having regard to all the surrounding circumstances, an out of court settlement was in the best interest of the Company. An out of Court settlement was thus arrived at between Heng Ghee and the Company with the Company paying Heng Ghee an amount of RM2,500,00.00 and Heng Ghee withdrawing its claim for RM4,956,945.00. With Heng Ghee withdrawing all its claims against the Company, the Company then, consequently, withdrew its claim against the Third Party.

b) Bongsu Jaya (K) Sdn Bhd

Plaintiff's appeal was dismissed by the Court of Appeal with costs to be paid to each Defendant.

Subsequent to the above, the Plaintiff had on 26 June 2013 withdrawn its claim against all the Defendants including Bina & Kuari (K) 5dn Bhd, a wholly owned subsidiary of Bina Darulaman Berhad. The Court also ordered costs to be paid to each Defendant.

Except for the above, there were no major changes in pending material litigation, since the last annual balance sheet date of 31st December 2012.

25. Dividends Payable

No interim dividend has been declared during the quarter ended 31 December 2013.

26. Earnings Per Share

a. Basic earnings per share

	3 months ended 31.12.2013 RM	12 months ended 31.12.2013 RM
Profit attributable to owners of the Parent Weighted average number of ordinary shares in	2,696,684	21,143,267
issue Basic earnings per share (sen)	72,815,856 3.70	72,815,856 29.03



b. Diluted earnings per share

Not applicable.

27. Disclosure of Realised and Unrealised Retained Earnings

As at 31 December 2013 RM'000	As at 31 December 2012 RM'000
173,144	156,009
2,197	3,286
175,341	159,295
	December 2013 RM'000 173,144 2,197

28. Authorization for Issue

The interim financial statements were authorized for issue by the Board of Directors in accordance with a resolution of the directors on 10 February 2014.