



WCT BERHAD
(Company Number : 66538-K)
(Incorporated in Malaysia)

Date : 25 February 2013

**INTERIM FINANCIAL REPORT FOR THE FOURTH QUARTER AND FINANCIAL
PERIOD ENDED 31 DECEMBER 2012**

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WCT BERHAD
(Company Number : 66538-K)

INTERIM FINANCIAL REPORT ON CONSOLIDATED INCOME STATEMENT FOR THE FOURTH QUARTER ENDED
31 DECEMBER 2012

(The figures have not been audited)

CONSOLIDATED INCOME STATEMENT FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2012

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	CURRENT YEAR QUARTER (3 months to 31.12.2012) RM'000	RESTATED PRECEDING YEAR CORRESPONDING (3 months to 31.12.2011) RM'000	CURRENT YEAR TO DATE (12 months to 31.12.2012) RM'000	RESTATED PRECEDING YEAR CORRESPONDING (12 months to 31.12.2011) RM'000
Revenue	380,172	485,065	1,560,354	1,538,589
Cost of sales	(285,648)	(428,267)	(1,215,012)	(1,241,613)
Gross profit	94,524	56,798	345,342	296,976
Other income	226,130	42,842	244,558	67,592
Other expenses	(6,918)	(14,111)	(28,306)	(34,927)
Administrative expenses	(32,222)	(22,505)	(88,108)	(73,776)
Finance costs	(18,947)	(15,306)	(68,884)	(66,661)
Share of profit after tax of associates	3,699	4,693	16,795	16,750
Share of profit after tax of jointly controlled entities	(720)	1,776	(746)	1,584
	265,546	54,187	420,651	207,538
Income tax expense	(28,103)	(6,270)	(69,242)	(41,044)
Profit for the period	237,443	47,917	351,409	166,494
Attributable to:				
Equity holders of the Company	244,678	51,509	364,568	165,988
Non-controlling interest	(7,235)	(3,592)	(13,159)	506
Profit for the period	237,443	47,917	351,409	166,494
Attributable to equity holders of the Company :				
Basic earnings per share (sen)	<u>25.79</u>	<u>5.55</u> *	<u>38.61</u>	<u>17.98</u> *
Fully diluted earnings per share (sen)	<u>24.81</u>	<u>5.09</u> *	<u>36.91</u>	<u>16.44</u> *

(The consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.)

* Computed based on the number of share capital which were adjusted for the proportionate change in the number as if the bonus shares and warrants were issued on 1 January 2011.

WCT BERHAD
(Company Number : 66538-K)

INTERIM FINANCIAL REPORT ON CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2012
(The figures have not been audited)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2012

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	CURRENT YEAR QUARTER (3 months to 31.12.2012) RM'000	RESTATED PRECEDING YEAR CORRESPONDING (3 months to 31.12.2011) RM'000	CURRENT YEAR TO DATE (12 months to 31.12.2012) RM'000	RESTATED PRECEDING YEAR CORRESPONDING (12 months to 31.12.2011) RM'000
Profit for the period	237,443	47,917	351,409	166,494
Other comprehensive income/(loss):				
Currency translation differences arising from consolidation	(1,761)	(32,698)	(27,519)	2,355
Revaluation increase of freehold land and building	7,103	12,718	7,103	12,718
Transfer from general reserve in respect of a foreign entity	-	-	-	(1,178)
Other comprehensive income/(loss) for the period, net of tax	5,342	(19,980)	(20,416)	13,895
Total comprehensive income/(loss) for the period	242,785	27,937	330,993	180,389
Total comprehensive income/(loss) for the period attributable to :				
Equity holders of the Company	249,182	33,520	351,957	172,953
Non-controlling interest	(6,397)	(5,583)	(20,964)	7,436
	242,785	27,937	330,993	180,389

(The consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.)

WCT BERHAD

(Company Number : 66538-K)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2012

	AS AT CURRENT QUARTER 31.12.2012	(RESTATED) AS AT FINANCIAL YEAR ENDED 31.12.2011
	UNAUDITED RM'000	AUDITED RM'000
ASSETS		
<u>Non-current assets</u>		
Property, plant and equipment	276,230	270,250
Land held for property development	349,517	266,438
Investment properties	1,311,523	814,023
Investment in associates	157,317	159,529
Investment in jointly controlled entities	50,135	1,581
Other investments	9,721	9,750
Trade receivables	1 358,625	374,640
Other receivables	1 285,340	261,585
Deferred tax assets	25,666	23,624
	<u>2,824,074</u>	<u>2,181,420</u>
<u>Current assets</u>		
Property development costs	303,607	289,564
Inventories	73,859	51,431
Trade receivables	687,124	634,061
Other receivables	364,822	622,060
Due from related parties	1,003	1,012
Cash and cash equivalents	1,077,715	790,002
	<u>2,508,130</u>	<u>2,388,130</u>
TOTAL ASSETS	<u>5,332,204</u>	<u>4,569,550</u>
EQUITY AND LIABILITIES		
<u>Equity attributable to equity</u>		
<u>holders of the Company</u>		
Share capital	475,820	402,604
Irredeemable Convertible Preference Shares ("ICPS")	-	1,176
Share premium	394,086	414,206
Reserves	946,259	658,462
	<u>1,816,165</u>	<u>1,476,448</u>
Non-controlling interest	56,958	282,586
Total equity	<u>1,873,123</u>	<u>1,759,034</u>

WCT BERHAD

(Company Number : 66538-K)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2012 (Cont'd)

		AS AT CURRENT QUARTER 31.12.2012	(RESTATED) AS AT FINANCIAL YEAR ENDED 31.12.2011
		UNAUDITED RM'000	AUDITED RM'000
EQUITY AND LIABILITIES (Cont'd)			
<u>Long-term liabilities</u>			
Trade payables	2	67,290	89,732
Other payables	2	479,593	336,109
Borrowings		893,318	917,740
Deferred tax liabilities		41,527	35,371
		<u>1,481,728</u>	<u>1,378,952</u>
<u>Current liabilities</u>			
Trade payables		656,177	562,346
Other payables		374,683	396,441
Due to related parties		-	-
Borrowings		930,709	466,059
Tax payable		15,784	6,718
		<u>1,977,353</u>	<u>1,431,564</u>
Total Liabilities		<u>3,459,081</u>	<u>2,810,516</u>
TOTAL EQUITY AND LIABILITIES		<u>5,332,204</u>	<u>4,569,550</u>
Net asset per share (RM)		1.91	1.83

(1) Included receivables of RM255 million in respect of the Nominated Sub-contractors of the Nad Al Sheba Racecourse project.

(2) Included payables of RM255 million in respect of the Nominated Sub-contractors of the Nad Al Sheba Racecourse project.

(The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2012

	Attributable to Equity Holders of the Company										Total equity	
	Non-Distributable					Distributable						
	Share capital	Preference Shares	Share premium	Warrant reserve	Other reserve	Exchange reserve	Capital reserve	Equity compensation reserve	Revaluation reserve	General reserve	Retained profit	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<i>Preceding year corresponding period</i>												
At 1 January 2011	393,471	2,069	379,869	34,688	476	(85,730)	2,846	16,224	7,935	2,616	501,914	1,256,378
- as previously stated											11,369	11,369
- effect of adopting amendments to FRS 112												
At 1 January 2011, as restated	393,471	2,069	379,869	34,688	476	(85,730)	2,846	16,224	7,935	2,616	513,283	1,267,747
Profit for the period	-	-	-	-	-	-	-	-	-	-	165,988	165,988
Other comprehensive income/(loss)	-	-	-	-	-	(4,575)	-	-	12,718	(1,178)	6,965	6,930
Total comprehensive income for the period	393,471	2,069	379,869	34,688	476	(90,305)	2,846	16,224	20,653	1,438	679,271	1,440,700
Dividends paid to shareholders	-	-	-	-	-	-	-	-	-	-	(60,354)	(60,354)
Share options vested under ESOS	7,867	-	22,756	-	-	-	-	10,090	-	-	10,090	10,090
Arising from share options exercised	893	(893)	-	-	-	-	-	-	-	-	-	30,623
Arising from conversion of ICPS	373	-	1,673	-	-	-	-	-	-	-	2,046	2,046
Arising from conversion of warrants	-	-	-	53,343	-	-	-	-	-	-	53,343	53,343
Arising from issuance of Warrants 2011/2016	-	-	9,659	-	-	-	-	(9,659)	-	-	-	-
Transfer within reserve for ESOS exercised	-	-	249	(249)	-	-	-	-	-	-	-	-
Transfer within reserve for warrants exercised	-	-	-	-	-	-	-	-	-	-	-	-
At 31 December 2011	402,604	1,176	414,206	87,782	476	(90,305)	2,846	16,655	20,653	1,438	618,917	1,476,448
At 31 December 2012	402,604	1,176	414,206	87,782	476	(90,305)	2,846	16,655	20,653	1,438	615,352	1,472,883
Dividends paid to shareholders	-	-	-	-	-	-	-	-	-	-	(3,565)	(3,565)
Share options vested under ESOS	402,604	1,176	414,206	87,782	476	(90,305)	2,846	16,655	20,653	1,438	618,917	1,476,448
Arising from share options exercised	-	-	-	-	-	-	-	-	-	-	364,568	364,568
Arising from conversion of ICPS	-	-	-	-	-	(19,714)	-	-	7,103	-	(12,611)	(12,611)
Arising from conversion of warrants	-	-	-	-	-	-	-	-	-	-	-	-
Arising from issuance of Warrants 2011/2016	-	-	-	-	-	-	-	-	-	-	-	-
Transfer within reserve for ESOS exercised	-	-	-	-	-	-	-	-	-	-	-	-
Transfer within reserve for warrants exercised	-	-	-	-	-	-	-	-	-	-	-	-
At 31 December 2012	402,604	1,176	414,206	87,782	476	(110,019)	2,846	16,655	27,756	1,438	983,485	1,828,405
Dividends paid to shareholders	-	-	-	-	-	-	-	-	-	-	(61,777)	(61,777)
Share options vested under ESOS	8,184	-	24,502	-	-	-	-	-	-	-	9,095	9,095
Arising from share options exercised	1,176	(1,176)	-	-	-	-	-	-	-	-	-	-
Arising from conversion of ICPS	2,045	-	5,711	-	-	-	-	-	-	-	7,756	7,756
Arising from conversion of warrants	61,811	-	(61,811)	-	-	-	-	(10,443)	-	-	-	-
Arising from bonus issue	-	-	10,443	-	-	-	-	-	-	-	-	-
Transfer within reserve for ESOS exercised	-	-	1,035	(1,035)	-	-	-	-	-	-	-	-
Transfer within reserve for warrants exercised	-	-	-	-	(27)	-	-	(12,634)	-	-	12,661	12,661
At 31 December 2012	475,820	-	394,086	86,747	449	(110,019)	2,846	2,673	27,756	1,438	934,369	1,816,165
At 31 December 2011	475,820	-	394,086	86,747	449	(110,019)	2,846	2,673	27,756	1,438	934,369	1,816,165

(The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.)

WCT BERHAD
(Company Number : 66538-K)

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2012

	UNAUDITED CUMULATIVE PERIOD CURRENT YEAR TO DATE 31.12.2012 RM'000	RESTATED CUMULATIVE PERIOD PRECEDING YEAR CORRESPONDING 31.12.2011 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	420,651	207,538
Adjustments for:-		
Non-cash items	(177,087)	(38,510)
Non-operating items - financing	48,794	44,116
Non-operating items - investing	(21,500)	(14,701)
Operating profit before working capital changes	<u>270,858</u>	<u>198,443</u>
Net changes in current assets	(153,169)	3,777
Net changes in current liabilities	170,163	(121,495)
Cash flows generated from operations	<u>287,852</u>	<u>80,725</u>
Interest paid *	(62,971)	(50,720)
Interest received	20,089	22,545
Taxation paid	(50,968)	(32,768)
Net cash generated from operating activities	<u>194,002</u>	<u>19,782</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Investments in jointly controlled entities	(49,000)	-
Property, plant and equipment	(9,063)	8,089
Properties	(222,872)	(185,002)
Refund of share application monies from associates	9,396	20,882
Withdrawal from redemption and FSRA accounts	1,927	140
Net cash used in investing activities	<u>(269,612)</u>	<u>(155,891)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceed from share options exercised	32,686	30,623
Proceed from conversion of warrants	7,756	2,046
Proceed from issuance of warrants	-	53,698
Incidental costs of issuance of warrants/bonds	-	(355)
Dividend paid to shareholders	(61,777)	(60,354)
Bank borrowings	424,480	(278,517)
Net cash generated from/(used in) financing activities	<u>403,145</u>	<u>(252,859)</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS DURING THE FINANCIAL PERIOD	327,535	(388,968)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD	774,679	1,149,694
Foreign exchange differences	(32,730)	13,953
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL PERIOD **	<u>1,069,484</u>	<u>774,679</u>

* Included in interest paid is interest capitalised amounting to RM10,393,160.

** Cash & cash equivalents excludes fixed deposits with licensed bank amounting to RM770,000 and fixed deposits held under Finance Service Reserve Account amounting to RM1,990,000.

(The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.)

**WCT BERHAD (“WCT” OR “THE COMPANY”) (66538-K)
QUARTERLY UNAUDITED RESULTS OF THE GROUP FOR THE FOURTH QUARTER
ENDED 31 DECEMBER 2012**

**A EXPLANATORY NOTES IN COMPLIANCE WITH FINANCIAL REPORTING
STANDARDS (“FRS”) 134, INTERIM FINANCIAL REPORTING**

A1 Basis of Preparation

The interim financial statements have been prepared under the historical cost convention except for revaluation of freehold land and buildings included in property, plant and equipment and investment properties which are stated at fair values.

The interim financial statements are unaudited and have been prepared in compliance with FRS 134, Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2011. 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 2011.

A2 Changes in Accounting Policies

The significant accounting policies adopted by the Group are consistent with those of the audited financial statements for the year ended 31 December 2011, except for the adoption of the following new Financial Reporting Standards (“FRSs”), Amendments to FRSs and Interpretations with effect from 1 January 2012.

On 1 January 2012, the Group adopted the following FRSs:-

FRSs, Amendments to FRSs and Interpretations

Amendments to FRS 1	Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters
Amendments to FRS 7	Disclosure – Transfers of Financial Assets
Amendments to FRS 112	Deferred Tax Recovery of Underlying Assets
Amendments to FRS 101	Presentation of Items of Other Comprehensive Income

A2 Changes in Accounting Policies (Cont'd)

The Group has earlier adopted FRS 11 Joint Arrangements which is originally effective for annual periods beginning on or after 1 January 2013.

The initial application of the above FRSs, Amendments to FRSs and IC Interpretations is not expected to have any significant impact or result in any significant changes in the accounting policies and presentation of the financial results of the Group except for Amendments to FRS 112 and FRS 11 as discussed below:

Amendments to FRS 112 : Deferred Tax Recovery of Underlying Assets

The amendments clarified the determination of deferred tax on investment property measured at fair value. The amendment introduces a rebuttable presumption that deferred tax on investment property measured using the fair value model in FRS 140 should be determined on the basis that its carrying amount will be recovered through sale. Furthermore, it introduces the requirement that deferred tax on non-depreciable assets that are measured using the revaluation model in FRS 116 to be always measured on a sale basis of that asset.

Pursuant to Amendments to FRS 112, the Group has applied the Amendments retrospectively, and the following are the effects arising from the above changes in accounting policies:

	As previously Stated RM'000	Effects of Adopting Amendments to FRS 112 RM'000	As Restated RM'000
<u>As at 31 December 2011</u>			
Consolidated Statement of Financial Position			
Deferred tax liabilities	50,305	(14,934)	35,371
Retained profits as at 1 January 2011	501,914	11,369	513,283
<u>For 12 months ended 31 December 2011</u>			
Consolidated Income Statement			
Taxation	44,609	(3,565)	41,044

A2 Changes in Accounting Policies (Cont'd)

FRS 11: Joint Arrangements

FRS 11 replaces FRS 131 Interests in Joint Ventures and IC Interpretation 113 Jointly-controlled Entities – Non-monetary Contributions by Venturers. FRS 11 removes the option to account for jointly controlled entities (“JCE”) using proportionate consolidation. Instead, JCE that meet the definition of a joint venture must accounted for using the equity method.

The application of this new standard will impact the financial position of the Group. This is due to the cessation of proportionate consolidation of Segi Astana Sdn. Bhd.. This investment will be equity accounted for.

Pursuant to FRS 11, the Group has applied the standard retrospectively, and the following are the effects arising from the above changes in accounting policies:

	As previously Stated RM'000	Effects of Adopting FRS 11 RM'000	As Restated RM'000
<u>As at 31 December 2011</u>			
Effects on Consolidated Statement of Financial Position			
Concession assets	129,732	(129,732)	-
Investment in jointly controlled entities	-	1,581	1,581
Other receivables	479,910	142,150	622,060
Cash and cash equivalents	804,003	(14,001)	790,002
Other payables	396,443	(2)	396,441
<u>For 12 months ended 31 December 2011</u>			
Effect on Consolidated Income Statement			
Other operating income	69,449	(1,857)	67,592
Administration expenses	74,049	(273)	73,776
Share of profits after tax of jointly controlled entities	-	1,584	1,584

A2 Changes in Accounting Policies (Cont'd)

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 comprises Standards as issued by the International Accounting Standards Board (IASB) that are effective on 1 January 2012. It also comprises new/revised Standards that will be effective after 1 January 2012. All other Standards under the FRS framework where no new/revised Standards that will be effective after 1 January 2012 will transition to MFRS framework with no further amendments.

The MFRS Framework is to be applied by all entities other than private entities for financial year beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 Agriculture and IC Interpretation 15 Agreements for Construction of Real Estates, including its parent, significant investor and venture (herein called 'Transitioning Entities'). IC Interpretation 15 which was supposed to be effective for periods beginning on or after 1 January 2012 was withdrawn.

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional two year. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2014.

The Group falls within the scope definition of Transitioning Entities and have opt to defer adoption of the new MFRS Framework. Accordingly, the Group will be required to prepare financial statements using the MFRS framework in its first MFRS financial statements for the year ending 31 December 2014. In presenting its first MFRS financial statements, 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.

The Group considers that it is achieving its scheduled milestones and expects to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 31 December 2014.

A3 Audit Qualification

There was no audit qualification in the auditors' report of the Company's previous financial statements for the financial year ended 31 December 2011.

A4 Seasonal Or Cyclical Factors

For the period under review, the business operations of the Group were not significantly affected by any seasonal or cyclical factor.

A5 Items Of Unusual Nature

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the quarter ended 31 December 2012.

A6 Changes In Estimate

There were no changes in estimates of amounts reported in prior financial years that have a material effect in the quarter ended 31 December 2012.

A7 Changes In Debt and Equity Securities

Save as disclosed below, there were no issuance and repayment of debts and equity securities, share buy backs, share cancellations, shares held as treasury shares and resale of treasury shares during the period under review.

- (a) Issuance of 16,368,438 new ordinary shares of RM0.50 each pursuant to the exercise of the ESOS at the exercise price of RM0.61 to RM2.44 per ordinary share.
- (b) Issuance of 2,352,912 new ordinary shares of RM0.50 each pursuant to the conversion of 11,764,555 ICPS of RM0.10 which was satisfied by surrendering 5 ICPS for each new ordinary share.
- (c) Issuance of 20,511 new ordinary shares of RM0.50 each pursuant to the conversion of Warrants 2008/2013 at an exercise price of RM2.50 per ordinary share for cash.
- (d) Issuance of 3,872,100 new ordinary shares of RM0.50 each pursuant to the conversion of Warrants 2008/2013 at an exercise price of RM1.85 per ordinary share for cash.
- (e) Issuance of 196,346 new ordinary shares of RM0.50 each pursuant to the conversion of Warrants 2011/2016 at an exercise price of RM2.75 per ordinary share for cash.
- (f) Allotment of 123,621,962 new ordinary shares of RM0.50 each on 20 December 2012 credited as fully paid pursuant to the bonus issue on the basis of three (3) new ordinary shares for every twenty (20) existing ordinary shares held in the Company.

A8 Dividends

Please refer to Explanatory Note B11.

A9 Segmental Information

	Civil engineering and construction RM'000	Property development RM'000	Property investment RM'000	Unallocated RM'000	Eliminations RM'000	Consolidated RM'000
12 months period ended 31 December 2012						
Revenue						
External	1,012,388	462,975	84,991	-	-	1,560,354
Inter segment	637,214	130,500	-	-	(767,714)	-
	<u>1,649,602</u>	<u>593,475</u>	<u>84,991</u>	<u>-</u>	<u>(767,714)</u>	<u>1,560,354</u>
Segment results						
Profit from operations	115,675	117,452	240,359	-	-	473,486
Finance costs	-	-	-	-	-	(68,884)
Share of profits of associates	-	-	-	16,795	-	16,795
Share of profits of jointly controlled entities	-	-	(746)	-	-	(746)
Taxation	-	-	-	-	-	(69,242)
Profit for the period						<u>351,409</u>
Profit attributable to :-						
Equity holders of the Company						364,568
Non-controlling interest						(13,159)
						<u>351,409</u>
12 months period ended 31 December 2011						
Revenue						
External	1,206,814	279,464	52,311	-	-	1,538,589
Inter segment	744,506	25,000	-	-	(769,506)	-
	<u>1,951,320</u>	<u>304,464</u>	<u>52,311</u>	<u>-</u>	<u>(769,506)</u>	<u>1,538,589</u>
Segment results						
Profit from operations	163,500	54,933	37,432	-	-	255,865
Finance costs	-	-	-	-	-	(66,661)
Share of profits of associates	-	-	-	16,750	-	16,750
Share of profits of jointly controlled entities	-	-	1,584	-	-	1,584
Taxation	-	-	-	-	-	(41,044)
Profit for the period						<u>166,494</u>
Profit attributable to :-						
Equity holders of the Company						165,988
Non-controlling interest						506
						<u>166,494</u>

A10 Carrying Amount Of Revalued Assets

During the period under review, certain investment properties and property, plant and equipment were revalued which results in a net increase of approximately RM218 million.

Save as disclosed above, the valuations of other investment properties and property, plant and equipment have been brought forward without amendment from the audited financial statements for the financial year ended 31 December 2011.

A11 Subsequent Material Events

There were no material events subsequent to the reporting period up to 19 February 2013 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report) which have not been reflected in the financial statements for the quarter under review.

A12 Effect Of Changes In The Composition Of The Group

- (i) On 28 March 2012, WCT Land Sdn. Bhd. ("WCTL") entered into a share sale agreement with Medini Land Sdn. Bhd. to acquire 1,500,000 ordinary share of RM1.00 each at par representing the remaining 30% equity interest in One Medini Sdn. Bhd. ("OMSB") for a purchase consideration of RM1,825,000. The transaction was subsequently completed which resulted OMSB become a wholly owned subsidiary of WCTL.
- (ii) On 9 October 2012, the Company disposed off two ordinary shares of RM1.00 each representing the entire issued and paid-up shares capital of WCT Holdings Sdn Bhd to Chong Kian Fah and Loh Chee Mun with one ordinary share each, for a total cash consideration of RM2.00 to facilitate the implementation of the Proposed Internal Reorganisation as detailed in Note B7 (iii).

Save as disclosed above, there were no changes in the composition of the Group during the period under review.

A13 Contingent Liabilities

Contingent liabilities of the Group as at 19 February 2013 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report) comprised bank guarantees and letters of credit totaling RM858.526 million and RM18.622 million respectively provided by the Group to various parties in the ordinary course of business and tax matters under appeal amounting to RM3.3 million. The changes in contingent liabilities since 17 February 2012 are as follows:-

(a)	Bank Guarantees RM'000	Letter of credit RM'000
Balance as at 17 February 2012	923,505	-
Extended/utilised during the period	289,662	35,489
Discharged/paid during the period	(354,641)	(16,867)
Balance as at 19 February 2013	<u>858,526</u>	<u>18,622</u>

- (b) The tax matters under appeal of the Group totaling RM3.3 million are in respect of corporation tax and service tax of a foreign subsidiary.

A14 Capital Commitments

There are no material commitments except for as follows:-

	RM'000
Approved and contracted for :	
Property, plant and equipment	269
Land	345,293
Investment	450,619
Share of capital commitments of jointly controlled entities	37,871
	<u>834,052</u>

A15 Significant Related Party Transactions

	RM'000
<u>The Group</u>	
Rental of property paid to a Director of the Company	526
Sales of properties to a Director and persons connected with the Director	5,108
	<u>5,634</u>

B EXPLANATORY NOTES IN COMPLIANCE WITH LISTING REQUIREMENTS OF THE BURSA MALAYSIA

B1 Review of performance

For the current quarter, the Group recorded revenue and profit after taxation and non-controlling interest of RM380 million and RM245 million respectively as compared to RM485 million and RM52 million respectively in the preceding year corresponding quarter.

For the current year to date, the Group recorded revenue and profit after taxation and non-controlling interest of RM1,560 million and RM365 million respectively as compared to RM1,539 million and RM166 million respectively in the preceding year corresponding period.

For the current year to date, civil engineering and construction segment recorded revenue and operational profit of RM1,012 million (2011:RM1,207 million) and RM116 million (2011:RM163 million) respectively. The decrease in revenue and operational profit is mainly due to lower contribution from overseas projects.

For the current year to date, property development and investment segments registered revenue and operational profit of RM548 million (2011:RM332 million) and RM358 million (2011:RM92 million) respectively. The increase in revenue and operational profit is due to higher sales recorded from our property launches and the increase in revaluation surplus from investment properties.

Basic earning per share for current year to date improved by approximately 115% to 38.61 sen as compared to 17.98 sen recorded in the preceding year corresponding period.

B2 Comparison With Immediate Preceding Quarter's Results

For the current quarter under review, the Group recorded revenue and profit after taxation and non-controlling interest of RM380 million and RM245 million as compared to RM442 million and RM40 million reported in the immediate preceding quarter. The Group's profit after taxation and non-controlling interest improved as a result of better performance from the property development division and fair value gain of investment properties.

B3 Profit for the period

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	CURRENT YEAR QUARTER (3 months period To 31.12.2012) RM'000	PRECEDING YEAR CORRESPONDING (3 months period To 31.12.2011) RM'000	CURRENT YEAR TO DATE (12 months period To 31.12.2012) RM'000	PRECEDING YEAR CORRESPONDING (12 months period To 31.12.2011) RM'000
Profit for the period is arrived at after crediting /(charging):				
Interest income	5,491	4,648	20,089	22,545
Interest expense	(18,947)	(15,306)	(68,884)	(66,661)
Depreciation and amortisation	(2,386)	(2,086)	(6,519)	(9,104)
Bad debts written off	(539)	-	(737)	(114)
Reversal/(Provision) for doubtful debts	1,959	(4,844)	1,959	(4,844)
Gain on disposal of property, plant and equipment	407	(3,337)	2,658	811
Gain on disposal of investment properties	-	495	-	495
Gain on disposal of stock properties	-	727	156	1,452
Gain/(loss) on foreign exchange	(4,780)	24,093	(13,567)	5,410

B4 Prospect For Financial Year 2013

With the improved macro economic outlook and the continuous implementation of Economic Transformation Programme by the Malaysian government, the Group is confident to achieve satisfactory results for the forthcoming financial year.

B5 Variance Of Actual Profit From Forecast Profit

Not applicable to the Group.

B6 Taxation

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	CURRENT YEAR QUARTER (3 months period To 31.12.2012)	PRECEDING YEAR CORRESPONDING (3 months period To 31.12.2011)	CURRENT YEAR TO DATE (12 months period To 31.12.2012)	PRECEDING YEAR CORRESPONDING (12 months period To 31.12.2011)
	RM'000	RM'000	RM'000	RM'000
Taxation comprises:- Malaysia Tax				
- Current year	30,823	8,574	68,154	37,992
- Prior years	271	2,304	(1,651)	1,592
- Deferred taxation	(2,991)	(4,608)	2,739	1,460
	28,103	6,270	69,242	41,044

The Group's effective tax rate (excluding the results of associates and jointly controlled entities which are equity accounted net of tax) for the current quarter and cumulative period ended 31 December 2012 is lower than the statutory tax rate mainly due to income arising from revaluation surplus which is not subject to tax.

The Group's effective tax rate (excluding the results of associates and jointly controlled entities which are equity accounted net of tax) for the corresponding quarter and cumulative period ended 31 December 2011 is lower than the statutory tax rate mainly due to income of overseas operation which is not subjected to tax.

B7 Status of Corporate Proposals Announced

- (i) On 14 March 2012, Iris Green Sdn. Bhd., a wholly-owned subsidiary of WCT Land Sdn. Bhd. ("WCTL"), which in turn is a wholly-owned subsidiary of the Company, has entered into a conditional share sale agreement with Eng Lian Enterprise Sdn. Bhd., Shen & Sons Sdn. Bhd. and AMC Sdn. Bhd. (collectively referred to as "Vendors") for the acquisition of 1,850,000 ordinary shares of RM1.00 each in Timor Barat Properties Sdn. Bhd. ("Timor Barat"), representing 100% of the issued and paid-up share capital of Timor Barat, from the Vendors for a total cash consideration of RM450,000,000 ("Proposed Acquisition").

The shareholders of the Company have approved the Proposed Acquisition at the extraordinary general meeting held on 14 August 2012.

The proposed acquisition was completed on 6 February 2013 and Timor Barat Properties Sdn Bhd has become a wholly-owned subsidiary of WCTL.

B7 Status of Corporate Proposals Announced (Cont'd)

- (ii) Pursuant to the Corporate Exercises announced on 6 September 2012, 123,621,962 Bonus Shares and 164,829,282 Warrants D were issued by the Company. The said shares and warrants were listed and quoted on the Main Market of Bursa Malaysia Securities Berhad on 20 December 2012, marking the completion of the Corporate Exercises.
- (iii) On 5 October 2012, the Board announced a proposed internal reorganisation for the Company and its subsidiaries through the following:-
 - (a) Proposed exchange of the securities ("Proposed Securities Exchange") of the WCT with securities in a new investment holding company, WCT Holdings Sdn Bhd (which will be converted into a public limited company) ("WCTH") via a members' scheme of arrangement under Section 176 of the Act which will entail the following:-
 - i. Proposed exchange of the entire issued and paid-up ordinary share capital of RM0.50 each in WCT ("WCT Share") for ordinary shares of RM0.50 each (after the proposed share split) in WCTH ("WCTH Share(s)") on the basis of one (1) new WCTH Share for every one (1) WCT Share held;
 - ii. Proposed exchange of the outstanding Warrants B in WCT for new Warrants B in WCTH ("WCTH Warrant(s) B") on the basis of one (1) WCTH Warrant B for every one (1) existing Warrant B held;
 - iii. Proposed exchange of the outstanding Warrants C in WCT for new Warrants C in WCTH ("WCTH Warrant(s) C") on the basis of one (1) WCTH Warrant C for every one (1) existing Warrant C held; and
 - iv. Proposed exchange of the proposed Warrants D in WCT with new Warrants D in WCTH ("WCTH Warrant(s) D") on the basis of one (1) WCTH Warrant D for every one (1) proposed Warrant D held;
 - (b) Proposed assumption of the listing status of WCT by WCTH and the admission of WCTH to the official list of Bursa Securities ("Proposed Transfer Listing");
 - (c) Proposed transfer of WCT's entire shareholding in WCT Land Sdn Bhd, its direct wholly-owned subsidiary, to WCTH;
 - (d) Proposed termination of WCT's existing ESOS 2012/2022; and
 - (e) Proposed establishment of a new employees' share option scheme for the eligible directors and employees of WCTH and its subsidiaries.

B7 Status of Corporate Proposals Announced (Cont'd)

The Securities Commission (“SC”) had vide its letter dated 19 December 2012 approved the Proposed Securities Exchange and the Proposed Transfer Listing subject to the Joint Advisers/the Company complying with the relevant requirements pertaining to the implementation of the Proposals as stipulated under the SC’s Equity Guidelines.

The Bursa Securities had vide its letter dated 8 February 2013, resolved to the approved the following:

- i) the admission of WCTH to the Official List and the listing and quotation on “Construction” sector of the Main Market of Bursa Securities; and
- ii) the initial listing application and additional listing application in relation to the Proposed Transfer Listing and Proposed WCTH ESOS.

Save as disclosed above, the Group did not announce any corporate proposal which has not been completed as at 19 February 2013 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

B8 Realised and Unrealised Profits

The breakdown of retained profits of the Group both realized and unrealized as at the reporting date pursuant to the directive issued by Bursa Malaysia Securities on 25 March 2010 are as follow:

	As at 31.12.2012 RM'000	(Restated) As at 31.12.2011 RM'000
Total retained profits of the Company and its subsidiaries:-		
- Realised	952,988	1,123,479
- Unrealised	239,353	43,402
	1,192,341	1,166,881
Total share of retained profits from associated companies:-		
- Realised	85,610	68,832
- Unrealised	(342)	(359)
	85,268	68,473
Total share of retained profits / (loss) from jointly controlled entities:-		
- Realised	(64,585)	(53,657)
- Unrealised	(1,564)	(1,564)
	(66,149)	(55,221)
Less : Consolidation adjustment	(277,091)	(561,216)
Total Group retained profits as per consolidated accounts	934,369	618,917

B9 Group Borrowings And Debt Securities

Details of group borrowings are as follows:-

	As at 31.12.2012 RM'000	As at 31.12.2011 RM'000
Long Term Bank Borrowings		
<u>Secured:-</u>		
Long Term Loan	311,985	158,363
Hire Purchase Creditors	3,225	4,690
	315,210	163,053
<u>Unsecured:-</u>		
ICP/IMTN	300,000	100,000
SUKUK	-	96,194
BONDS	278,108	558,493
	578,108	754,687
	893,318	917,740
 Short Term Bank Borrowings		
<u>Secured :-</u>		
Hire Purchase Creditors	4,166	13,574
Revolving Credit	70,000	70,000
Term Loans	348,190	208,149
	422,356	291,723
<u>Unsecured :-</u>		
BONDS	293,399	-
Bank Overdraft	5,471	10,636
Banker Acceptance	10,195	24,395
BAIDS	-	40,000
ICP/IMTN	100,000	-
SUKUK	99,288	99,305
	508,353	174,336
	930,709	466,059
	1,824,027	1,383,799

Key : BAIDS - Bai Bithaman Ajil Islamic Debt Securities
 ICP/IMTN - Islamic Commercial Papers / Islamic Medium Term Notes
 SUKUK - Islamic Serial Redeemable Bonds
 BONDS - Serial Fixed Rate Bonds

B10 Material Litigation

Except as disclosed below, there are no material litigation pending since 31 December 2011 (being the date of the last annual statement of financial position) to 19 February 2013 (being the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report) in which the Group is engaged either as plaintiff or defendant, and the Board of the Company has no knowledge of any proceedings pending or threatened against the Company or of any facts likely to give rise to any proceedings which might materially and adversely affect the position or business of the Group during the said period.

- (i) Status update on the arbitration proceedings in relation to the Cancellation of the Nad Al Sheba Racecourse, Dubai, U.A.E. contract (“the Cancellation”):

The Arbitration Tribunal to resolve the dispute between the Company (jointly with Arabtec Construction LLC, (“Joint Venture”) as Claimants) and Meydan Group LLC (formerly known as Meydan LLC, as Respondent) (“Employer”) in relation to the Cancellation has been duly constituted with the appointment of the Tribunal Chairman and the respective Co-Arbitrators by the Dubai International Arbitration Centre (“DIAC”) and procedural meetings have been held and pre-trial procedural steps taken pursuant thereto. The arbitration proceedings are presently still on-going. In the course of the procedural pre-evidentiary hearing steps, the Joint Venture’s dispute and claims had been revised from time to time and at present, totals approximately AED2.8 billion. The Employer has taken the position that the DIAC Case No. 02/2009 have expired by effluxion of time. After deliberation, the arbitration Tribunal in DIAC Case No. 02/2009 had on 9 June 2012 rejected conclusively the Employer’s submission that the arbitration proceedings have expired by effluxion of time. Notwithstanding the arbitration Tribunal’s decision above, the Employer had on 14 June 2012 brought its counterclaims in relation to what was DIAC Case No. 02/2009 before the Dubai Courts under Commercial Action No. 1066/2012 (“Civil Suit”), claiming against the JV, a sum of AED3.5 billion.

The JV is of the opinion that the Civil Suit is frivolous and without merit. In addition, there is a valid and binding arbitration agreement between the Employer and the JV and any dispute between the parties must be resolved by way of arbitration.

The Company is of the view that its chances of success in the arbitration proceedings and in opposing the Civil Suit are good and will continue to pursue the Joint Venture’s Claims and to oppose the Civil Suit.

- (ii) Status update on the arbitration in relation to Bahrain Asphalt Establishment B.S.C. (Closed) (“BAE”) disputed claim for additional payments (“the Dispute”) in relation to their Sub-Contract Works for part of the project Works known as “Dukhan Highway” which involved the construction of a 43km highway in Qatar.

The Arbitration Tribunal to resolve the Dispute between BAE (as Claimants) and the Company (jointly with Gamuda Berhad, as Respondents) has been duly constituted with the appointment of the Tribunal Chairman and the respective Co-Arbitrators by the International Chamber of Commerce (“ICC”) and the evidentiary hearing has now been concluded and is now pending the issuance of the Tribunal’s decision and award.

B11 Dividends

	PAID in Year Ended 31 Dec 2012	PAID in Year Ended 31 Dec 2011
	RM'000	RM'000
<u>Final dividend paid</u> For the financial year ended 31 December 2010 5.0 sen per ordinary share of RM0.50 each less 25% tax	-	29,945
<u>Dividend paid</u> For the period from 7 August 2010 to 6 August 2011 13.5% per ICPS of RM0.10 each	-	246
<u>Interim dividend paid</u> For the financial year ended 31 December 2011 5.0 sen per ordinary share of RM0.50 each less 25% tax	-	30,163
<u>Final dividend paid</u> For the financial year ended 31 December 2011 3.0 sen per ordinary share of RM0.50 each less tax 25% & 1.5 sen tax exempt dividend per ordinary share of RM0.50 each (3.75 sen per ordinary share)	30,777	-
<u>Dividend paid</u> For the period from 7 August 2011 to 6 August 2012 13.5% per ICPS of RM0.10 each	142	-
<u>Interim dividend paid</u> For the financial year ended 31 December 2012 Single tier dividend of 3.75 sen per ordinary share of RM0.50	30,858	-
Total net dividend paid	61,777	60,354

On 25 February 2013, the Directors declared an interim single tier dividend of 3.25 sen per ordinary share of RM0.50.

The entitlement date for the interim dividend is fixed on 8 April 2013 and a Depositor shall qualify for entitlement only in respect of:-

- i) Shares transferred into the Depositor's Securities Account before 4.00 p.m. on 8 April 2013 in respect of ordinary transfer; and
- ii) Shares bought on the Bursa Securities on a cum entitlement basis in accordance with the Rules of Bursa Securities.

The interim dividend will be payable on 22 April 2013.

B12 Earnings Per Share

	Reporting Quarter 31.12.2012	Current Year To Date 31.12.2012
(a) Basic Earnings Per Share		
Profit attributable to the equity holders of the parent (RM'000)	244,678	364,568
Weighted average number of ordinary shares in issue ('000)	948,659	944,123
Basic earnings per share (sen)	25.79	38.61
(b) Fully Diluted Earnings Per Share		
Profit attributable to the equity holders of the parent (RM'000)	244,678	364,568
Weighted average number of ordinary shares in issue ('000)	948,659	944,123
Effects of dilution:		
Share options ('000)	1,848	7,889
Warrants ('000)	35,681	35,687
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	986,188	987,699
Fully diluted earnings per share (sen)	24.81	36.91

B13 Comparative Figures

Comparative figures, where applicable, have been modified to conform to the current quarter presentation.

Date: 25th February 2013