

excelling through  
**Creativity & Innovation**

ANNUAL REPORT 2009





For us, merely finding a solution is not good enough. Throughout our history of over 30 years, we have always strived for the most relevant, beneficial and sustainable solutions that serve to enhance life. Earning us the hallmark of creativity and innovation and a track record of breakthrough concepts and remarkable results. Excelling through creativity and innovation in every project we undertake. And that's how we have kept the pages of progress turning.

## Our Vision

We deliver innovative world-class infrastructure and properties for our customers through our core businesses in infrastructure development and construction, operation and maintenance of public infrastructure concessions, and large-scale property development.

## Our Values

**Innovation** – in our concepts, services, products and delivery system to provide viable solutions for our clients and customers.

**Responsible conduct** – towards all our stakeholders, including our customers, employees, shareholders and the community and environment in which we operate.

**Constant improvement** to improve our efficiency and relevance amidst the changing needs of our customers and markets.

**Taking the long view** in our business policies and actions to ensure that we have a sustainable future.

## 33rd Annual General Meeting

Permai Room, Kota Permai Golf & Country Club,  
No. 1, Jalan 31/100A, Kota Kemuning, Section 31,  
40460 Shah Alam, Selangor Darul Ehsan.  
Thursday, 17 December 2009 at 10.00 a.m.

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# On the Regional Front



**Bahrain**

**Bridges:**

- Sitra Causeway Bridges



**Taiwan**

**Metro Tunnel:**

- Kaohsiung Metropolitan Mass Rapid Transit



**Qatar**

**Airport:**

- New Doha International Airport



**India**

**Expressway and Highway:**

- Panagarh-Palsit Highway and Durgapur Expressway



**Highway:**

- Dukhan Highway



**Laos**

**Hydropower Dam:**

- Nam Theun 1

**Malaysia**

**Expressways & Highways:**

- Shah Alam Expressway
- Damansara-Puchong Highway
- Sistem Penyuraian Trafik KL Barat

**Dam:**

- Sungai Selangor Dam

**Water Treatment and Supply:**

- Sungai Selangor Water Supply Scheme Phase 1
- Sungai Selangor Water Supply Scheme Phase 3

**World's 1st Dual Purpose Tunnel:**

- SMART (Stormwater Management & Road Tunnel)

**Railways:**

- Electrified Double Track Railway Ipoh – Padang Besar

**Vietnam**

**Property Development:**

- Yen So Park, Hanoi



**Property Development:**

- Kota Kemuning
- Bandar Botanik
- Valencia
- Horizon Hills
- Jade Hills
- Madge Mansions



# Performance Review

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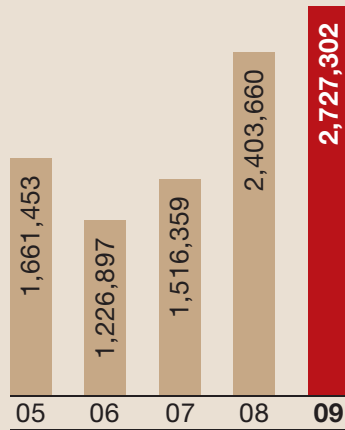
RM '000	2005	2006	2007	2008	2009
Revenue	1,661,453	1,226,897	1,516,359	2,403,660	<b>2,727,302</b>
Profit Before Taxation	378,014	222,159	276,561	470,814	<b>282,157</b>
Profit Attributable to Shareholders	265,778	157,583	185,428	325,078	<b>193,689</b>
Total Assets	3,454,041	3,902,137	5,038,482	5,774,301	<b>5,878,459</b>
Shareholders' Equity	2,178,862	2,242,769	2,945,950	3,051,582	<b>3,161,011</b>
Total Number of Shares ('000)	749,572	753,232	981,528	2,005,016	<b>2,009,257</b>

Sen per Share	2005	2006	2007	2008	2009
Group Earnings Per Share	18*	11*	11*	16	<b>10</b>
Net Assets Per Share	145*	149*	150*	152	<b>157</b>

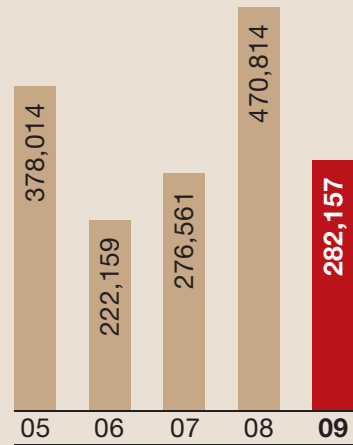
\* Comparatives have been restated to take into effect on the bonus issue exercise on the basis of one (1) new ordinary share for every one (1) existing share held which was completed on 25 October 2007.



Revenue (RM'000)

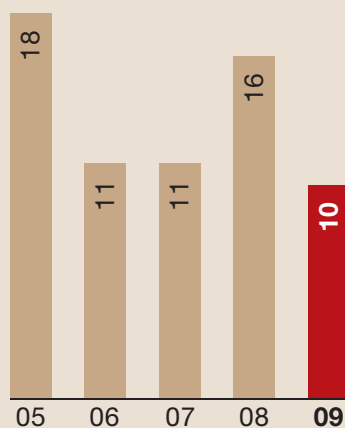


Profit Before Tax (RM'000)

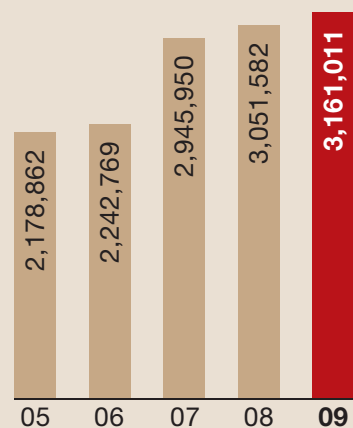


# Five-year Financial Highlights

Group Earnings Per Share  
(sen)



Shareholders' Equity  
(RM'000)



Your company's financial position remains strong,  
notwithstanding the economic challenges we faced  
over the year.

# Chairman's Perspective

To our shareholders, customers, employees,  
partners, suppliers and friends,

It is my pleasure to present, on behalf of  
the Board of Directors, the 19th Annual  
Report and Audited Financial Statements  
of Gamuda Berhad for the financial year  
ended 31st July 2009 (FY2009).

FY2009 will be remembered for the  
economic meltdown that started in the  
US and spread around the world. Starting  
with the bursting of the US housing bubble,  
it quickly led to the subprime crisis, the  
collapse of Lehman Brothers, freezing of the  
global credit markets and the near collapse  
of the US and European financial systems.

A global crisis of confidence followed  
which required massive monetary easing,  
unprecedented bailouts of several financial  
institutions and gigantic stimulus packages  
to prevent the US and other economies  
from sinking into another Great Depression.  
A severe recession very quickly set in  
among all developed economies including  
Malaysia's.

Fortunately, at the time of writing, several  
major economies appear to be slowly  
recovering from the worst recession  
experienced in more than 50 years.



Malaysia was spared the worst of the crisis, but our economy succumbed to a 6.2% decline recorded in the Jan-Mar 2009 quarter. A sound financial system and two stimulus packages helped our domestic economy cushion the worst of the crisis. The government now forecasts improvements in the remaining quarters for this year, and projects an overall contraction of about -3% for the whole of 2009.

Against this backdrop of a global economic meltdown, our group managed to achieve a commendable financial performance in FY2009. Net profit of the group came in at RM193.7m, down 40% from the previous year, despite revenue gaining 13% to RM2.7 billion. Both the construction and property development divisions recorded weaker performances as a result of the challenging economic condition. For the most part of FY2009, the group switched to a defensive strategy which meant that efforts were focussed on surviving the economic meltdown. This entailed taking drastic measures to curb expenses, consolidate operations, streamline capex programs and defer expansion plans. Managing cashflows became a primary focus, and financial

prudence necessitated a drastic cut in our dividend payments. As such, the group paid out a total of 8 sen a share in FY2009 compared with 25 sen a share the previous year.

As a result of weaker performances in both the construction and property development divisions, the concessions division increased its share of group pretax earnings to 60%. The construction division accounted for 14% of group pretax whilst the property development division contributed the remaining 26% to overall group earnings.

During the year, the construction division focussed on executing its two biggest and newest projects – the Electrified Double Track Project (EDTP) and Yen So Park infrastructure project in Hanoi. Both projects are progressing well and building up strong momentum and are expected to be significant earnings contributors in FY10 and FY11. Our three projects in the Gulf States are also making further progress as they near completion. At end FY2009, the division's outstanding construction order book stands at RM8.5bn.

## Chairman's Perspective

The domestic property market ground to a near-standstill in the second half of 2008. As such, our property sales shrunk significantly as buyers waited on the sidelines, hoping for asset prices to fall. Fortunately, this did not materialize. With the bottoming out of the recession, and coupled with extremely low mortgage rates and various purchase incentives offered, sales for the division rebounded strongly towards the end of FY2009. Under the circumstances, all our ongoing developments performed satisfactorily during the year.

In 2009, we started our infrastructure construction for Yen So Park, Hanoi. We completed the dredging & cleaning works of the surrounding five lakes at Yen So and also on the sewage treatment plant. With the Vietnamese property sector also displaying convincing signs of a recovery, we are now working towards our maiden residential launch in the middle of 2010. Your Board continues to be firm believers in the huge potential of the massive Yen So Park development, and remains excited at the prospects of creating and shaping a brand new urban district in southern Hanoi. Yen So Park, I believe, will allow Gamuda to once again showcase our visionary, innovative and creative approach as we begin to unlock value for shareholders over the next few years.

In the concessions division, your Board has finally accepted the revised offer made

by the Selangor State government for the acquisition of the group's 40% equity stake in SPLASH. In addition, the State government has agreed for Gamuda Water to remain the operations and maintenance operator for SPLASH on existing terms and conditions.

Our tolled roads also enjoyed a good year despite a weak start to the year. Traffic volumes across all our tolled roads increased over the year as petrol prices stabilised amidst the collapse in global crude oil prices late last year.

### Brighter Year Ahead

Prospects for the coming year appear brighter. With a sustained recovery in the global economy expected in 2010, coupled with our government's stimulus packages, we envisage that our construction and property development businesses will benefit accordingly. Our infrastructure concessions division is expected to achieve steady earnings growth and continue to generate significant cashflow for the group.

Key risks and challenges for the group include a slower-than-expected pace of economic recovery globally as well as inflationary price pressures in oil, commodity and construction materials. Significant or unexpected delays in the roll-out of planned government projects could also dampen the group's growth prospects.

Your company's financials remains strong, notwithstanding the economic challenges we faced over the year. Our operations generated strong positive cash flow which enabled the group to increase its cash reserves to more than RM1 billion at the end of FY2009. Also worth noting is our net gearing level which has fallen to close the year below 10% of shareholders' equity. Notwithstanding our significantly improved financial position, your Board remains ever vigilant that the present economic recovery may be fragile and stands fully prepared should economic conditions start to deteriorate.

On behalf of the Board of Directors, I would like to record our appreciation to all management and staff for all their sacrifices over this challenging year, as well as their dedication and loyalty. Thank you also to our many overseas employees who have chosen to work away from the comforts of home. Special thanks go to our clients, bankers, customers and suppliers for their unwavering support. Last, but not least, my sincere appreciation goes to my fellow Board members for their invaluable contributions, advice and guidance.

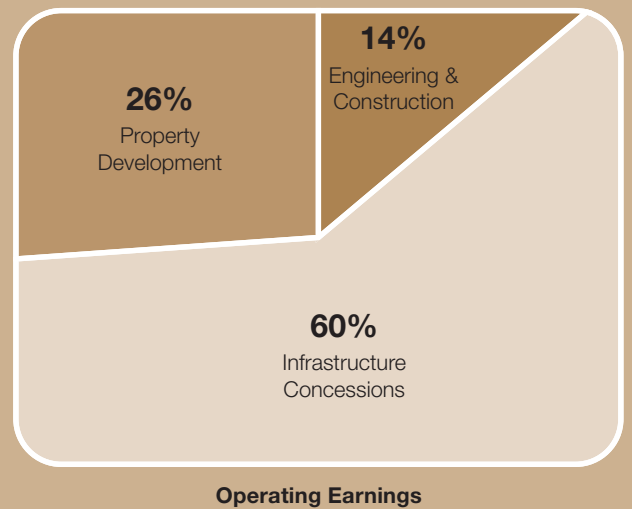
**Tan Sri Dato' Ir Talha  
bin Haji Mohd Hashim**

Chairman

Prospects for the coming year appear brighter.

With a sustained recovery in the global economy expected in 2010, coupled with our government's stimulus packages, we envisage that our construction and property development businesses will benefit accordingly.

Making up the core business activities of the group are Engineering & Construction, Operation of Infrastructure Concessions and Property Development.

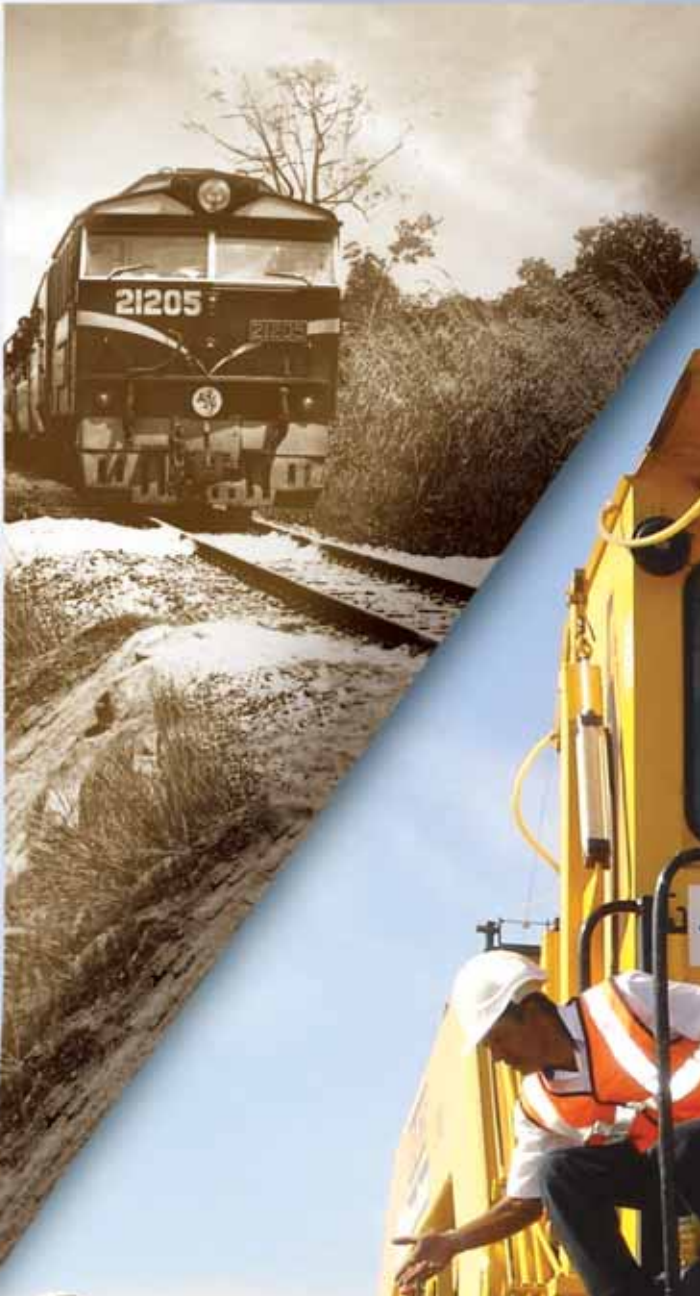


# Operations Review

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# Engineering & Construction

Work on the RM12.5bn Electrified Double Track Project (EDTP) continues to make good progress and is 28% completed. In Qatar, our JV was awarded additional works expanding the total contract from its original RM1.8bn to the present RM3.3bn.



**Building on a solid track record**  
The Electrified Double Track Project (EDTP) when complete will transform the rail transport industry in the northern hub of Malaysia for commuters and freight with greater convenience and efficiency from Ipoh to Padang Besar.



## Engineering & Construction



The total unbilled order book stands at RM8.5bn at the end of FY2009.



FROM TOP LEFT, CLOCKWISE:

YBhg Dato' Lin Yun Ling, Gamuda Group Managing Director leading YB Dato' Sri Ong Tee Keat, Minister of Transport, after the successful tunnel breakthrough at Larut, Perak.

A view inside the completed 330m Larut Tunnel for the Electrified Double Track Project.

Works on the Floating Pavilion (foreground) and Sales Gallery (across the lake) in full swing at Yen So Park, Hanoi, Vietnam.

Aerial view of the two East and West Runways at New Doha International Airport project.





Revenue for the division increased 20% to RM2.2bn, underpinned by increased activity levels at some of our key projects. Profit before tax, however, fell 70% to RM39m as a result of higher operating costs. The lower profitability resulted in the division contributing a lower 14% to group pretax profits compared to 28% last year. The total unbilled order book stands at RM8.5bn at the end of FY2009.

The outlook for the division appears reasonably bright given that the government intends to implement a number of sizeable infrastructure projects over the next two years. These jobs involve the upgrading and expansion of airports, public transport infrastructure, water treatment and supply, highways and road networks, dams and various other forms of infrastructure. The group, with its successful track record in similar projects, will pursue these opportunities aggressively.

**Domestic Projects**

Work on the RM12.5bn EDTP continues to make good progress and is 28% completed. Major earthworks, ground treatment works, relocation of utilities and civil works are well advanced. At the same time, more than 80% of the contract works and services have been awarded to subcontractors and external suppliers. To date, about 88% of the project corridor has been handed over and worksites have been opened up on most fronts. A major milestone was achieved in March this year when the project team successfully punched through the final segment of the 300m Larut tunnel in Taiping.

During the year, the government approved a change in the payment mechanism for this project. Under the new 'Deferred Payment' mechanism, Bank Pembangunan has been mandated to pay on behalf of the government up to a total of RM6.75bn representing 54% of the total project value. This has assisted us tremendously by optimising our working capital requirements as well as facilitating more efficient project planning.

Key input costs have fallen substantially from its peak in late 2008 following the collapse in global crude oil and commodity prices. This has augured well for the project as major material prices have stabilized at reasonable levels. Given that the project has a few more years to completion, we are using all available means to protect ourselves from future surges in material prices, including stockpiling key construction materials at the current attractive levels.

FROM TOP LEFT, CLOCKWISE:

**Advanced stages of works completed for the EDTP at Simpang Ampat, Penang.**

**Works for the twin bored tunnels at Bukit Berapit, Perak, are in progress.**

**Rapid works in progress for the marine viaducts that crosses Bukit Merah Lake, Perak. On the left is the existing single railway track.**

**Tunnel engineers having a discussion during an inspection inside the Berapit tunnel.**



## Engineering & Construction



### Overseas Projects

#### Gulf States

In Qatar, the Dukhan Highway project was completed during the year. At NDIA, the project achieved significant progress over the year. In addition, on 30 July 2009, our JV was awarded further additional works totalling RM740m and with all previous variation orders issued, the total contract value has now increased from its original RM1.8bn to the present RM3.3bn. The completion deadline for the project has likewise been extended to January 2011. We are proud to note that this project recently achieved an award commemorating 18 million hours without lost time for injury. In Bahrain progress on the Sitra Causeway Bridges has reached the 70% mark. Superstructure works for the interchanges and two marine bridges, together with the embankment works for the 2.4km causeway are all well in progress.

#### Vietnam

Construction works for various components of the USD430m Yen So Park infrastructure in Hanoi are now in full swing. The relocation of the high tension transmission lines and pylons are almost two-thirds completed, whilst the desludging of the five lakes and redevelopment of the surrounding gardens, parks and landscaping works are all more than 50% completed. Foundation works for the sewage treatment plant are also largely completed and the superstructure works are due to commence soon.

#### Laos

The Nam Theun I project has, unfortunately, encountered further delay. Although we had envisaged commencing works sometime this year, it now appears that power demand growth in Thailand is projected to be lower than earlier forecasts as Thailand is also feeling the effects of the global economic slowdown. This has forced us to review our construction timelines for this project, and the latest indications suggest that there will be delay of another year.

FROM TOP LEFT, CLOCKWISE:

**A completed panoramic view of the Dukhan Highway.**

**Works taking place smoothly for Sitra Causeway Bridges, Bahrain, amidst the 'live traffic'.**

**Works in place for the airfield ground lighting substation at NDIA.**

Construction works for various components of the Yen So Park infrastructure in Hanoi are in full swing.



FROM TOP RIGHT, CLOCKWISE:

**Batching plant commissioned (background) and concreting works in progress for Yen So Park's sewage treatment plant.**

**Panorama view of the scale of works taking place at the sewage treatment plant at Yen So Park, Hanoi.**

**Various stages of works in progress such as earthworks, formwork and rebar, concreting and piling, for the SBR (Sequencing Batch Reactor) tanks.**

**Landscaping and beautification works for the many gardens at Yen So Park, Hanoi.**

**Works in full swing for the "Cultural Gallery", one of six thematic parks that will be developed at Yen So Park, Hanoi.**

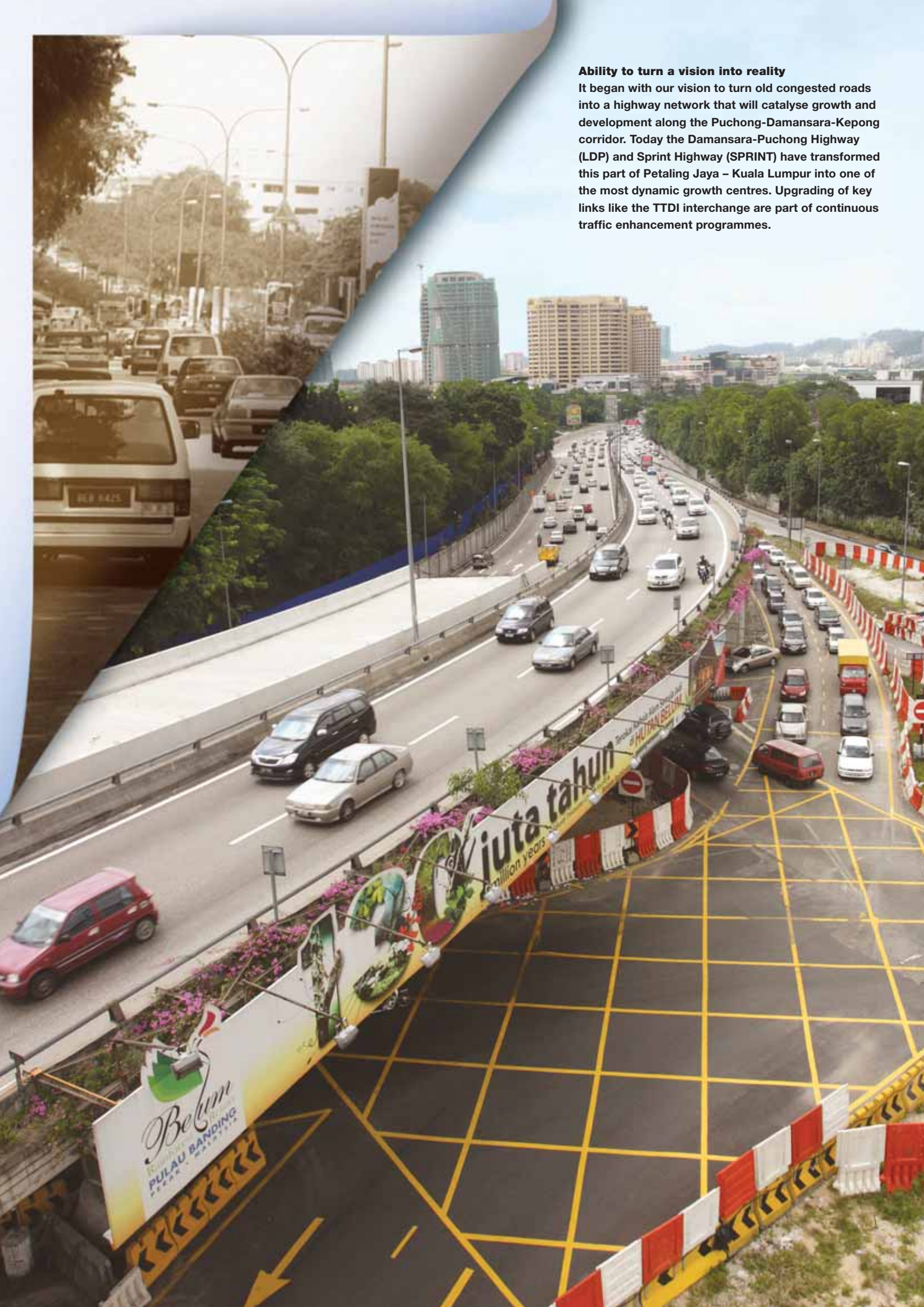


# Infrastructure Concessions

The tolled highways division continues to focus on enhancing riding quality on our highways particularly on the LDP. The RM133m upgrade of the Taman Tun Dr Ismail interchange is on-going and a highway capacity enhancement programme is being finalized with the authorities.

**Ability to turn a vision into reality**

It began with our vision to turn old congested roads into a highway network that will catalyse growth and development along the Puchong-Damansara-Kepong corridor. Today the Damansara-Puchong Highway (LDP) and Sprint Highway (SPRINT) have transformed this part of Petaling Jaya – Kuala Lumpur into one of the most dynamic growth centres. Upgrading of key links like the TTDI interchange are part of continuous traffic enhancement programmes.





FROM TOP RIGHT, CLOCKWISE:

Smooth traffic flow entering the city centre of Kuala Lumpur during peak hour morning traffic at SMART Motorway.

Road rehabilitation works taking place at night for the Damansara-Puchong Highway.

Paving and road rehabilitation works in progress as part of a 2-phase programme to improve the roadworthiness of all our highways.



LITRAK's pavement rehabilitation plan, initiated under a 2-phase programme, is expected to be completed end 2009.

## Infrastructure Concessions



ABOVE:

**Road widening works in progress to improve traffic flow for the Damansara-Puchong Highway.**



LEFT:

**Works taking place during 'live traffic' for the upgrading of the Taman Tun Dr Ismail interchange for Damansara-Puchong Highway.**

The water concessions segment of this division saw some major corporate developments this year following intensive negotiations with the Selangor State government (SSG). As part of the SSG's efforts to consolidate its water industry, three offers were made by the SSG to acquire our interest in SPLASH. Your Board accepted the third and best offer which will net the group cash proceeds of RM632m whilst securing the SSG's commitment to retain Gamuda Water as the Operations and Maintenance Operator on the existing terms and conditions.

Given its steady earnings, this division contributed 60% to the group's pretax earnings.

### Tolled Highways

The FY started on a turbulent note with petrol prices skyrocketing to an unprecedented RM2.70 per litre which resulted in an average 5% fall in traffic volumes across all our tolled highways. Fortunately, oil prices collapsed in the next few months which saw petrol prices being reduced gradually to its present RM1.80 per litre. Consequently, traffic volumes also gradually recovered and, despite a weak start to the FY, the division managed to end the FY with a small growth in traffic volumes year-on-year.

The division continues to focus on relieving traffic congestion and enhancing riding quality on its highways, particularly on the LDP. LITRAK's pavement rehabilitation plan, initiated under a two-phase programme commencing from December 2006, is expected to be completed by September this year. In addition, the ongoing RM133m upgrade of the Taman Tun Dr Ismail (TTDI) interchange is still in progress and is expected to be completed in May 2011.

LITRAK is also evaluating a new proposal to implement a major highway capacity enhancement programme spanning a three-year timeframe to help relieve traffic congestion at several bottleneck locations. This RM300m programme is being finalized and discussions are ongoing with various local and federal authorities. Construction work is expected to start before the end of this year.

In April this year, the Economic Planning Unit (EPU) initiated a study to seek a comprehensive solution to the problematic toll rate increase issue. This study is expected to be completed in the third quarter this year and its recommendations will be forwarded to the government for a decision. We remain confident that any decision taken by the government will take into account the respective interests of the public, concessionaires and other stakeholders.

In May this year, LITRAK launched its Group's Frequent Travellers Programme (FTP). Under the FTP, frequent users of the LDP who incur more than RM200 in electronic toll payments a month will be given a free 20% top-up in value. The programme aims to ease the financial burden of regular LDP motorists whilst encouraging the greater usage of electronic toll collection.

The division's other tolled highways achieved satisfactory performances. Traffic volume patterns seen in the Shah-Alam Expressway, SPRINT Highway and SMART Motorway were similar to the LDP. Scheduled toll rate increases at the Damansara and Kerinchi Links of the SPRINT Highway on 1 January this year were deferred until further notice. The government has agreed to compensate SPRINT for the delayed implementation of the toll increase.

## Water Supply

Following protracted and intensive negotiations with the Selangor State government (SSG), the shareholders of SPLASH accepted a third offer by the SSG to acquire the water-related assets and operations of SPLASH for an estimated gross price of RM2.975bn. The disposal of Gamuda's 40% equity interest will raise RM632m for the group after netting off all outstanding debts in SPLASH. Under the offer, the SSG will also commit to retain the services of Sungai Harmoni and Gamuda Water on the existing terms and conditions. Both Sungai Harmoni and Gamuda Water are the existing Operations and Maintenance Operators for SPLASH. The disposal is now pending completion.



LEFT:

**A member of SMART's Emergency Response Team on a routine patrol inside the motorway tunnel.**

BELOW:

**LITRAK Director, Ir Haji Yusoff bin Daud (closest to camera) with YBhg Datuk Thomas George, Secretary General of Works Ministry, greeting motorists during the launching of LITRAK's Frequent Travellers Programme.**





## Infrastructure Concessions



LEFT:

Tunnel maintenance personnel inspecting the hydraulic mechanism for the opening and closing of SMART Tunnel's water-tight road gates.

BELOW:

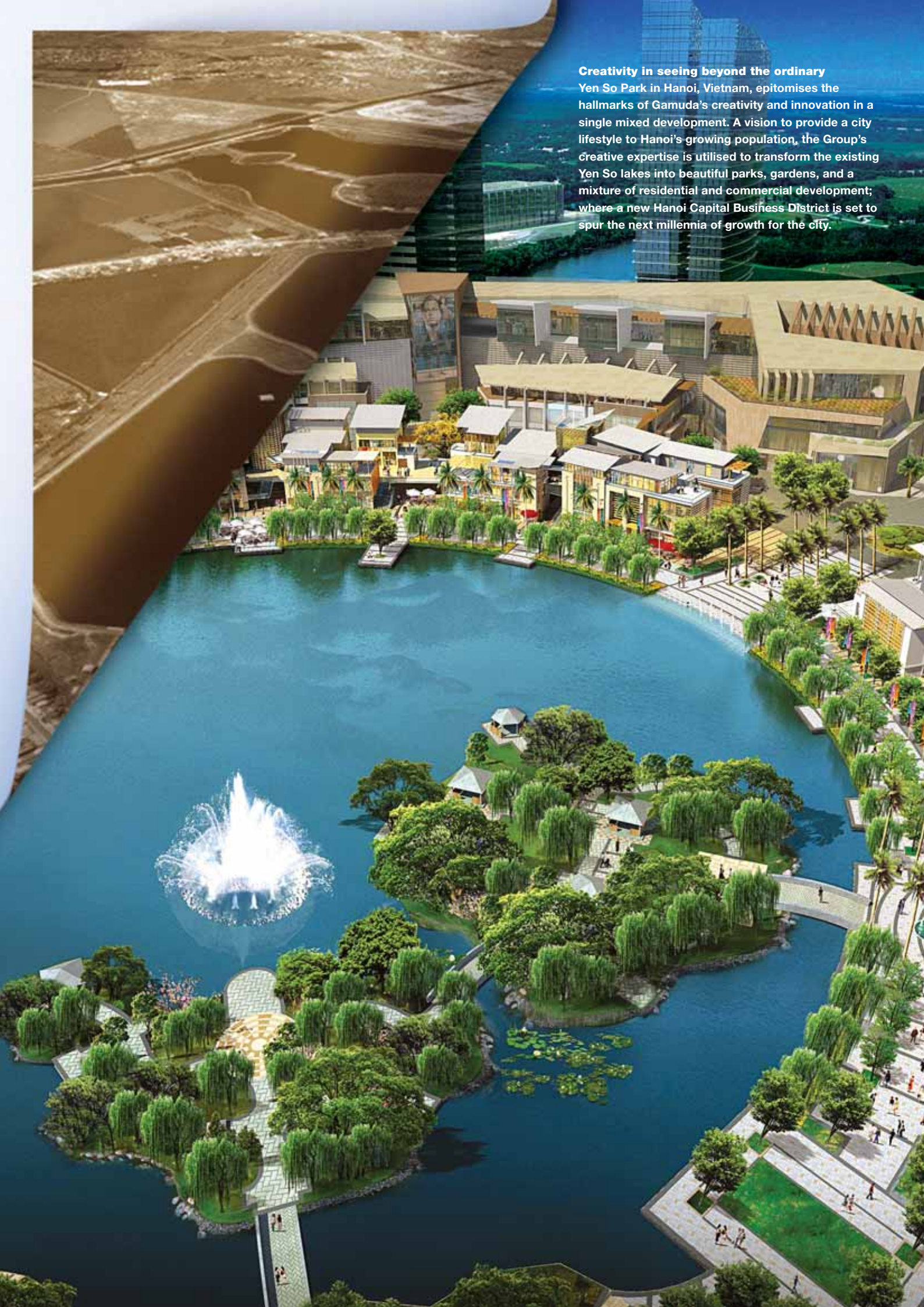
An officer on his maintenance rounds at SPLASH's Bukit Badong Water Treatment Plant.



Given its steady earnings, this division contributed 60% to the group's pretax earnings.

# Property Development

The Group remains optimistic of achieving renewed growth in the current FY. The property market in Vietnam has improved substantially and the recovery is timely for the division as it targets maiden residential launches in Yen So Park in the first half of 2010.



**Creativity in seeing beyond the ordinary**  
Yen So Park in Hanoi, Vietnam, epitomises the hallmarks of Gamuda's creativity and innovation in a single mixed development. A vision to provide a city lifestyle to Hanoi's growing population, the Group's creative expertise is utilised to transform the existing Yen So lakes into beautiful parks, gardens, and a mixture of residential and commercial development; where a new Hanoi Capital Business District is set to spur the next millennia of growth for the city.

## Property Development

The 500 hectare Yen So Park development is poised to transform the city landscape in southern Hanoi and promises to be one of the Group's most exciting projects in the next several years.

FROM TOP RIGHT, CLOCKWISE:

Artist impression of Yen So Park's capital business district.

When completed, Yen So Park will be a thriving business and residential hub in the South of Hanoi.

Artist impression of the market place and 'al fresco' dining at Yen So Park, Hanoi.



The domestic property market experienced considerable weakness throughout the year as the country slipped into recession. Property transactions fell significantly as buyers waited on the sidelines until economic indicators suggested that the recession had bottomed out. This resulted in the group's property division posting a weaker performance in FY2009. New property sales were significantly lower throughout most of the FY, but rebounded strongly towards the end of the FY. Over the year, the division achieved new property sales totalling RM500m, down about 25% from the previous year. All our ongoing developments performed satisfactorily despite the economic recession which prevailed throughout most of the year. In terms of profitability, the division contributed 26% to the overall group's pretax profit.

Given the improvement in the domestic economy and a resurgence in property sales, the group remains optimistic of achieving renewed growth in the current FY. In tandem with the region, the property market in Vietnam also improved substantially towards mid-2009. This recovery is indeed timely for the division as it targets maiden residential launches in Yen So Park in the first half of 2010. The division also continues to be on the lookout for further new development opportunities in Vietnam.



**A view of the green enclave that greets home owners each day at the Valencia entrance.**

### **Valencia, Sungei Buloh**

This continues to be one of our best performing developments. Demand for its upmarket bungalows remained resilient despite the weak market conditions during the year. Key attractions include its residents-only golf course and club house, its comprehensive gated and guarded security infrastructure as well as a strong sense of community living within a matured township.

Valencia is now at the tail-end of its development cycle and has a remaining Gross Development Value of RM167 million over the remaining 1.5 years.

### **Kota Kemuning, Shah Alam**

This leading self-contained township with its award-winning Kota Permai Golf and Country Club is renowned for its quality lifestyle, creative concepts and designs, its range of amenities and superior infrastructure. Over the year, the township continued to attract new specialty stores and restaurants which have added to the vibrancy of the development. Sales of commercial units within Business Park I and II were quickly snapped up within days of its soft launch.

Kota Kemuning has a remaining Gross Development Value of RM234 million over the next 2 years.

### **Bandar Botanic, Klang**

This 1200-acre township is fast becoming one of the most sought-after premium developments in Klang. This development, with its unique resort-style botanical gardens concept, offers a fresh concept in township living. The completion of Botanic Capital commercial properties, coupled with the upcoming GM Klang (a comprehensive one-stop wholesale city), will further enhance the overall attractiveness of the township. A dedicated interchange providing direct access from and to the Shah Alam Expressway is expected to be early 2010.

During the year, Bandar Botanic played host to the popular television sitcom, *Phua Chu Kang*. Other notable events included the Mid-Autumn Festival organised together with the television channel NTV7.

Bandar Botanic has a remaining Gross Development Value of RM1.4 billion over the next 7 years.

## Property Development

### Horizon Hills, Johor

Situated strategically within the thriving Iskandar Development Region, this 1200-acre development is now in its fourth year of development. This integrated, low density residential township comprises 13 separate precincts of which 3 have been launched - The Gateway, The Golf and Expat Village. Foreign buyers continue to be strong supporters of the development, attracted by its location, attractive pricing, development concept, the championship 18-hole designer golf course with signature clubhouse and breathtaking landscapes. Horizon Hills was recently awarded 'The Best Golf Development 2009' by CNBC Property Award for Asia Pacific and Malaysia.

As part of efforts to reach out to the community, Horizon Hills has allocated a piece of land and is funding the construction cost of relocating a Chinese school, SJK (C) Ming Chih to the township. The school is expected to be ready by year end and open next year for up to 1200 pupils.

Horizon Hills has a remaining Gross Development Value of RM3 billion over the next 9 years.

### Jade Hills, Kajang

This is the group's most recent development and was launched late last year. Despite being launched at the onset of a recession, the development has achieved commendable sales over the year. This 366-acre development is steadily shaping into a unique township encompassing various aspects of Oriental charm and sophistication. Fashionably-styled homes such as South Hills, South Lakes and South Garden comprising bungalows, link bungalows and park terraces were opened up for sale during the year and all have been well received.

Jade Hills Resort Club was completed early this year and is a modern oriental-themed clubhouse equipped with state-of-the-art facilities and amenities to complement today's lifestyle.

Jade Hills has a remaining Gross Development Value of RM1.5 billion over the next 9 years.

### Yen So Park, Hanoi

The group's maiden development in Vietnam is expected to be launched in mid-2010. This 500-hectare development is set to be one of the biggest urban development projects in Hanoi. It is poised to transform the city landscape in southern Hanoi, and promises to be one of the group's most exciting projects in the next several years. Located in the Hoang Mai district of Hanoi just 6km from the central business district, this mixed development resides amidst five large lakes and an international class public park. The development is easily accessible by either the national trunk road or the city ring road.

We estimate the Gross Development Value of the entire development at RM10bn over a 10-year period. Besides the planned residential launches in mid-2010, development of the first commercial parcel is also targeted for early 2010.

### Madge Mansions, Kuala Lumpur

Located in the city's exclusive Embassy District, this boutique, low-density development defines opulent, posh city living. Madge Mansions is the epitome of sumptuous city living and will offer only 52 luxurious mansions for sale.

The launch date will be determined once the marketing plan is finalised. Madge Mansions has a Gross Development Value of RM280m over 3 years.

The newly opened RM20 million Jade Hills Resort Club in Kajang, is a prominent modern Oriental architecture that greets visitors upon entering the township.

Artist impression of KL city's exclusive Madge Mansions, located in the Embassy District of the city centre.

A bird's eye view of Horizon Hills, Nusajaya, Johor.



Foreign buyers continue to be strong supporters of Horizon Hills attracted by its location, attractive pricing and development concept.



FROM TOP RIGHT, CLOCKWISE:

**Newly built houses by the lakes at Jade Hills, Kajang**

**Panorama (from left to right) of The Gateway, The Golf, commercial units and The Expat Village at Horizon Hills, Johor.**

**A scenic view of the residents'-only 18-hole championship golf course at Horizon Hills.**

# Prospects for FY2009/2010

Your Board is optimistic that FY2010 will be a brighter year. Underpinning this optimism is a belief that the global and regional economies are in a recovery mode and will continue to strengthen further into next year. We also expect raw material price pressures to remain benign in the coming year.

Domestically, the construction sector is already showing positive growth, driven by the huge stimulus packages being implemented by our government. We expect construction activity levels to be boosted further when a number of sizeable infrastructure jobs are rolled-out by the government over the next 12 to 18 months. We intend to pursue these projects aggressively and we are well-positioned to do so. In our overseas markets, new attractive construction opportunities are also starting to emerge. We are presently in the process of identifying projects where we enjoy a competitive edge, and will bid for them when these opportunities open up.

Our ongoing construction projects are expected to achieve stronger margins in the coming year as input costs have stabilized. We anticipate this will be reflected positively in the group's financial performance in the coming year.

Our property development businesses in Malaysia and Vietnam are also expected to benefit from the global economic recovery. New property sales for the group are likely to expand amidst the present low interest rate environment and abundant liquidity. The scheduled launching of residential properties in Vietnam will provide a new source of revenue and earnings for the group starting from FY2010 onwards.

The infrastructure concessions division is likely to maintain its steady financial performance in the coming year.



# Group Awards & Achievements



## Engineering & Construction

### International Recognition

- 18 Million Man-hours Without a Lost Time Injury", 2009, New Doha International Airport
- The Ministry of Interior, Qatar, Appreciation Award, 2009, Gamuda-WCT Joint Venture, Dukhan Highway
- British Construction Industry Awards, 2008, International Award Category, Stormwater Management and Road Tunnel (SMART)
- Best Behaviour Program (PBS Program) 2007, Best Practice Award 2007, Professional of the Year 2007, New Doha International Airport
- Contractor of the Month, March 2008, September & October 2006, New Doha International Airport
- Air Quality Protection Model Award & Planning and Implementation Award, 2003, New Asia Construction Development Corporation-Gamuda Berhad Joint Venture, Kaohsiung Mass Rapid Transit, Taiwan
- Builder's Gold Medal Award, 1998, Shah-Alam Expressway, Kesas Sdn Bhd

### Government of Malaysia

- CIDB MCIEA Best Contractor 2008: Stormwater Management and Road Tunnel (SMART)
- CIDB MCIEA Special Awards 2007: Innovation and Environmental, Stormwater Management and Road Tunnel (SMART)
- Landscape Award 2005: Main Road/ Protocol Road Category, Sistem Penyuraian Trafik KL Barat (SPRINT) Highway
- The KLSE Corporate Merit Award (Construction Sector) 2003, Gamuda Berhad
- 2.5 Million Man-hours Without A Loss Time Injury, 2002, Sungai Selangor Water Supply Scheme Phase 3
- The Malaysian Construction Industry Award, 2001, Gamuda Berhad

### Professional Bodies

- Association of Consulting Engineers Malaysia, Engineering Award 2008 for SMART, MMC-Gamuda Joint Venture
- Malaysia Environmental and Social Reporting Award (MESRA), 2005, Lingkaran Trans Kota Sdn Bhd (LITRAK) and Sistem Penyuraian Trafik KL Barat Sdn Bhd (SPRINT Highway)

### Publications

- Euromoney Asia's Best Managed Companies, Best Managed Construction Company 2000 & 2008, Gamuda Berhad
- Finance Asia's Best Companies, 2002, Gamuda Berhad
- Forbes "Best Under a Billion 200 Companies", 2002 & 2005, Gamuda Berhad
- The 2000 Reuters Survey of Global Emerging Markets, Gamuda Berhad

### ISO Certification

- Gamuda Berhad and Gamuda Engineering Sdn Bhd IMS OHSAS 18001:2007, MS ISO 1722:2005, MS ISO 14001:2004
- Gamuda Berhad and Gamuda Engineering Sdn Bhd Upgraded to MS ISO 9001:2000
- Lingkaran Trans Kota Holdings Berhad (LITRAK) MS ISO 9002:1994
- Kesas Sdn Bhd MS ISO 9002:1994
- Syarikat Pengeluar Air Sungai Selangor Sdn Bhd (SPLASH) MS ISO/IEC 17025:2005, OHSAS 18001:2007, IMS ISO 9001:2007
- GB Kuari Sdn Bhd MS ISO 9002:1994
- Megah Sewa Sdn Bhd MS ISO 9002:1994

## Township Development

### International Recognition

- CNBC Asia Pacific Property Awards for 'Best Golf Development in Malaysia and Asia Pacific', 2009, Horizon Hills Golf & Country Club
- Corporate, Social and Environmental Responsibility Award, 2004, Kota Kemuning, Hicom-Gamuda Development Sdn Bhd
- FIABCI Property Award of Distinction, Best Master Plan, 2003, Bandar Botanic
- Landscape Planning Award, International Award, 2003, Kota Kemuning, Hicom-Gamuda Development Sdn Bhd
- American Business Initiative Directions' (BID) Quality Summit International Award 2002, Gold Category, Kota Permai Golf & Country Club

### Government of Malaysia

- Best Maintained Township & Landscape Community Hillpark Award, 2003, Kota Kemuning, Hicom-Gamuda Development Sdn Bhd

### Professional Bodies

- Association of Consulting Engineers Malaysia, Engineering Award 2006, Harum Intisari Sdn Bhd
- National Landscape Award, 2004, Harum Intisari Sdn Bhd
- Urban Re-Development, Conservation and Rehabilitation Award, 2003, Kota Kemuning, Hicom-Gamuda Development Sdn Bhd
- Planning, Innovation and Concept Award, 2000, Kota Kemuning, Hicom-Gamuda Development Sdn Bhd

### Publications

- Asian Golf Monthly 2009, Best Course in Malaysia, Kota Permai Golf & Country Club
- Golf Malaysia's Most Scenic, Memorable and No.1 Golf Course in Malaysia, 2001/2002, Kota Permai Golf & Country Club
- Golf Malaysia's Top Golf Course, Most Scenic and Most Memorable Golf Course in Malaysia, 2005/2006, Best Maintained Golf Course in Malaysia 2005/2006, Kota Permai Golf & Country Club

### Certification

- Gamuda Land (Hicom-Gamuda Development Sdn Bhd, Valencia Development Sdn Bhd, Harum Intisari Sdn Bhd) MS ISO 9001:2000
- Gamuda Land (Horizon-Hills Development Sdn Bhd) MS ISO 9001:2000

# Corporate Information

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# Directors' Profile

## Tan Sri Dato' Ir Talha bin Haji Mohd Hashim

PSM, DPCM, DSDK, KMN, AMN, BCK, Dip C. Eng. (BTC),  
MM (AIM), C.Eng., P.Eng., FICE, FIEM, FIHT, MMIM, FMID, MACEM, Hon. FISM  
Non-executive Chairman (non-independent)

Tan Sri Dato' Ir Talha has been on the Board as Chairman since 26 March 1992.

He is a professional engineer registered with the Board of Engineers, Malaysia; a chartered engineer registered with the Engineering Council, UK; a Fellow of the Institution of Engineers Malaysia; a Fellow of the Institution of Civil Engineers, UK and a Fellow of the Institution of Highways And Transportation, UK. Additionally, he is a Fellow of the Malaysian Institute of Directors and a member of the Malaysian Institute of Management and the Association of Consulting Engineers Malaysia.

A civil engineer, Tan Sri Dato' Ir Talha has worked for the Public Works Department (JKR) for 31 years between 1959 and 1990, where he last served for 5 years as Director-General. He was previously President of the Board of Engineers, Malaysia; Chairman of the Central Registration Committee of Government Contractors; Council Member of Universiti Teknologi Malaysia and Council Member of the Scientific and Research Institute of Malaysia. He is also a former member of the Board of Directors of the Malaysian Highway Authority and past Presidents of the Road Engineering Association of Asia and Australasia, and Road Engineering Association of Malaysia.

Tan Sri Dato' Ir Talha's vast and diverse experience in engineering and infrastructure works, together with his experience as a Board member of other public listed companies, make him ideally placed to chair and guide the Board.

He holds a Diploma in Civil Engineering from Brighton Technical College, UK and a Master's degree in Management from Asian Institute of Management, Manila, Philippines. Age 74.

### Board Committee membership:

- Chairman of the Remuneration Committee
- Chairman of the Nomination Committee

### Other directorships of public companies

- Hume Industries (Malaysia) Berhad
- Sapura Technology Berhad
- Sunway City Berhad
- Phillip Mutual Berhad
- APP Industries Berhad
- Universal Trustee (Malaysia) Berhad





### Dato' Lin Yun Ling

Group Managing Director

Dato' Lin has been on the Board as Managing Director since 10 February 1981.

A civil engineer, he joined Gamuda in 1978 as a senior project manager. Altogether he brings to the Group more than 31 years of experience in civil engineering and construction. Over the years under his leadership, Gamuda expanded its business focus from construction into infrastructure and property development, all sectors in which the Group has dominant positions, both locally and internationally.

As a key pioneer founder of the Group, Dato' Lin has a deep understanding of the strengths and capabilities of the Group. Consequently his differentiated vision and strategies have led to the Group's successful track record of growth and financial strength. Dato' Lin is instrumental in leading the executive team in implementing the Group's strategies. His leadership and entrepreneurial vision have been and will continue to be crucial in leading the Group into the future.

Dato' Lin holds a Bachelor of Science (Honours) degree in Civil Engineering from King's College, University of London, UK. Age 54.

**Board Committee membership:**

- Member of the Remuneration Committee

**Other directorships of public companies**

- Lingkaran Trans Kota Holdings Berhad
- Syarikat Pengeluar Air Selangor Holdings Berhad



### Tan Sri Dato' Mohd Ramli bin Kushairi

Senior Independent Non-executive Director

Tan Sri Dato' Mohd Ramli has been on the Board since 22 October 2001.

Tan Sri Dato' Mohd Ramli's service with the Government of Malaysia includes holding senior positions at Bank Negara Malaysia, Tariff Advisory Board, Federal Agricultural Marketing Authority and Kumpulan Fima Berhad, a Government-owned company then. He is a member of the Board of Malaysia Productivity Corporation and the National Standards & Accreditation Council, where he also serves as Chairman of the Council's National Standards Committee. Additionally, he serves as a trustee of Yayasan Tuanku Bainun and Yayasan Suluh Budiman Universiti Pendidikan Sultan Idris, a member of the International Advisory Board of University of Hull, England and a Director of the Board of Universiti Teknologi Malaysia. He is a former Director of Meda Inc. Berhad and Sime Engineering Services Berhad.

Tan Sri Dato' Mohd Ramli's roles in key trade and business councils and human relations, coupled with his commercial experience gained as a Board member of other public listed companies, enable him to provide highly valued advice and support to the executive management team of the Company and make him ideally suited to the position of Senior Independent Director for communication between the shareholders and the Board.

He holds a Bachelor of Arts (Honours) degree in Social Science from University of Hull, England, UK and did his post-graduate studies at King's College, University of London, UK. Age 73.

**Board Committee membership:**

- Member of the Audit Committee
- Member of the Nomination Committee

**Other directorships of public companies**

- South Malaysia Industries Berhad (Chairman)
- Masscorp Berhad

## Directors' Profile

### Raja Dato' Seri Eleena binti Raja Azlan Shah

Non-executive Director (non-independent)

An advocate and solicitor, Raja Dato' Seri Eleena has been on the Board since 1 June 1992.

She was called to the English Bar in 1985. Upon returning to Malaysia, she joined Messrs Skrine & Co and was called to the Malaysian Bar in 1986. She sets up her own legal practice Messrs Raja Eleena, Siew, Ang & Associates in 1987 of which she is presently a senior partner.

Raja Dato' Seri Eleena's extensive experience in legal practice enables her to contribute significantly to the Board. She is the niece of Dato' Seri Ir Kamarul Zaman bin Mohd Ali and a major shareholder of Gamuda through her interest in Generasi Setia (M) Sdn Bhd.

Raja Dato' Seri Eleena is a Barrister-at-Law from Lincoln's Inn, London, UK. Age 49.

**Board Committee membership:**

- None

**Other directorships of public companies**

- KAF-Seagroatt & Campbell Berhad



### Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain

Non-executive Director (independent)

Tan Sri Dato' Seri Dr Haji Zainul Ariff has been on the Board since 1 December 2004.

Tan Sri Dato' Seri Dr Haji Zainul Ariff spent his early career in Government service where he held senior positions including Secretary in the Department of Higher Education of the Ministry of Education, Director-General of the Social Economic Research Unit in the Prime Minister's Department, Deputy Secretary-General of the Prime Minister's Department and Secretary-General of the Ministry of National Unity and Social Development. His last position with the Government was as Director-General of the Implementation Coordination Unit in the Prime Minister's Department. He is the Chairman of the Board of Universiti Malaysia Perlis and a Distinguish Fellow of the Institute of Strategic and International Studies Malaysia. Tan Sri Dato' Seri Dr Haji Zainul Ariff is a former member of the Board of Malaysian Industry-Government Group For High Technology, past Chairman of Bank Pembangunan Malaysia Berhad and a former Director of MISC Berhad and Global Maritime Ventures Berhad.

Tan Sri Dato' Seri Dr Haji Zainul Ariff's extensive experience in the public sector and commercial experience in the later years enable him to provide a different perspective and independent view to the Board.

He holds a Ph.D. in Public Policy from University of Southern California, USA; a Master's in Business Administration from Ohio University, USA; a Bachelor of Arts (Honours) degree from University of Malaya; a Diploma in Public Administration from University of Malaya; a Certificate in Management Services (Excellent Grade) from Royal Institute of Public Administration, UK and a Certificate of Anatomy of Ship Finance from Cambridge Academy of Transport, Cambridge, UK. Age 63.

**Board Committee membership:**

- None

**Other directorships of public companies**

- FSBM Holdings Berhad



## Directors' Profile



### Raja Dato' Seri Abdul Aziz bin Raja Salim

Non-executive Director (independent)

Raja Dato' Seri Abdul Aziz has been on the Board since 22 October 2001.

A chartered accountant, he has a distinguished career in Government service. He was the Director-General of Inland Revenue Malaysia from 1980-1990 and Accountant-General Malaysia from 1990-1994. He was the President of the Chartered Institute of Management Accountants (CIMA), Malaysia Division from 1976-1993 and Council Member of CIMA, UK from 1990-1996. He was awarded the CIMA Gold Medal in recognition of his outstanding service to the accounting profession. Presently, he is a trustee and Board member of the Malaysian Accounting Research Foundation and a member of the MIA Editorial Board.

Raja Dato' Seri Abdul Aziz's financial and tax experience supported with his experience as a member of the Audit Committee of other public listed companies enable him to bring a great deal of experience and expertise to the Board and make him particularly qualified to lead the Audit Committee.

He is an Honorary Fellow of the Malaysian Institute of Taxation; a Fellow of the Chartered Association of Certified Accountants, UK; a Fellow of CIMA, UK; a member of the Malaysian Institute of Accountants and a member of the Chartered Accountant (Malaysia). Age 71.

#### Board Committee membership:

- Chairman of the Audit Committee
- Member of the Remuneration Committee

- Kenanga Investment Bank Berhad
- K&N Kenanga Holdings Berhad
- Jerneh Insurance Berhad
- Panasonic Manufacturing Malaysia Berhad
- PPB Group Berhad
- Southern Steel Berhad
- Jerneh Asia Berhad
- Hong Leong Industries Berhad

#### Other directorships of public companies

- Amanah Saham Mara Berhad
- Kenanga Fund Management Berhad  
(formerly known as Kenanga Unit Trust Berhad)



### Dato' Seri Ir Kamarul Zaman bin Mohd Ali

Executive Director

Dato' Seri Ir Kamarul Zaman has been on the Board since 1 June 1992.

A civil engineer, he was attached to the Public Works Department (JKR), Penang for 17 years as a Quarry Manager. Subsequently, he joined Penang Development Corporation as a senior engineer for 9 years prior to joining G.B. Kuari Sdn Bhd, a subsidiary of Gamuda, on 1 June 1990.

Dato' Seri Ir Kamarul Zaman has been actively involved in overseeing the Group's quarry operations and related business requirements. His in-depth knowledge and vast experience in quarry operations and the broader construction industry enable him to provide a significant contribution to the Group's business and to the Board. Dato' Seri Ir Kamarul Zaman is the uncle of Raja Dato' Seri Eleena binti Raja Azlan Shah.

He holds a Bachelor of Science degree in Engineering from the Institute of Technology, Brighton, UK. Age 73.

#### Board Committee membership:

- None

#### Other directorships of public companies

- Intan Utilities Bhd

## Directors' Profile

### Dato' Haji Azmi bin Mat Nor

Executive Director

Dato' Haji Azmi has been on the Board since 24 September 2001. Before that, he was Alternate Director to Mr Heng Teng Kuang from 22 December 2000 to 1 August 2001 (Mr Heng Teng Kuang retired from the Board and Company on 1 August 2001).

A civil engineer, he has worked as Resident Engineer at the Public Works Department (JKR), of Pahang and Selangor. His last position with the Public Works Department (JKR) was as Assistant Director of the Central Zone Design Unit under JKR Kuala Lumpur (Road Branch), in charge of road design and coordination of consultants' work.

Dato' Haji Azmi has extensive knowledge of developing and managing the implementation of complex infrastructure concession projects in Malaysia. He also contributes by overseeing the operations of the Group's infrastructure concessions, ranging from expressways to water-related and others.

Dato' Haji Azmi holds a Bachelor of Science degree in Civil Engineering and a Master's of Science degree in Highway Engineering, both from University of Strathclyde, Glasgow, Scotland, UK. Age 51.

#### Board Committee membership:

- None

#### Other directorships of public companies

- Lingkaran Trans Kota Holdings Berhad
- Syarikat Pengeluar Air Selangor Holdings Berhad
- Kesas Holdings Berhad



### Dato' Ir Ha Tiing Tai

Executive Director

Dato' Ir Ha has been on the Board since 1 February 1990.

A civil engineer, he has 32 years of experience in the engineering and construction sectors. Dato' Ir Ha has extensive experience in large-scale build-operate-transfer (BOT) projects from project inception to project financing and implementation, both in Malaysia and overseas.

As an Executive Director, Dato' Ir Ha plays a key role in the Group's engineering and construction business. It includes managing the Group's overseas projects in Taiwan and Indo China and more recently, the largest domestic build-and-design infrastructure project. Dato' Ir Ha's expertise and extensive experience gained particularly in large and complex projects enable him to contribute significantly to the Group's business and to the Board.

Dato' Ir Ha holds a Bachelor of Engineering (Honours) degree from University of Malaya. He is a professional engineer registered with the Board of Engineers, Malaysia; a chartered engineer registered with the Engineering Council, UK; a Fellow of the Institution of Engineers Malaysia; a member of the Institution of Civil Engineers, UK and a Fellow of the Institution of Highways And Transportation, UK. Age 55.

#### Board Committee membership:

- None

#### Other directorships of public companies

- Danau Permai Resort Berhad





## Directors' Profile



### Dato' Goon Heng Wah

Executive Director

Dato' Goon has been on the Board since 1 June 1992. He was previously a member of the Board from 11 November 1986 to 30 October 1988.

A civil engineer, Dato' Goon has many years of working experience in the fields of engineering, construction and infrastructure works and possesses a strong project implementation background. He held several senior management positions since joining Gamuda in 1978 with responsibilities including management and supervision of major projects.

Dato' Goon has substantial regional responsibilities for the Group's engineering and construction activities from India to the Middle East. Dato' Goon's contribution is in his engineering expertise, in-depth knowledge and extensive experience in the construction industry, in particular large-scale overseas project mobilisation and implementation.

He holds a Bachelor of Engineering (Honours) degree from South Bank University, UK. Age 53.

**Board Committee membership:**

- None

**Other directorships of public companies**

- Danau Permai Resort Berhad



### Ng Kee Leen

Executive Director

Mr Ng has been on the Board since 20 September 1986.

He has been with Gamuda since 1977 during which time he held various senior management positions. Mr Ng has extensive working experience in tender, finance and implementation of infrastructure projects. He is the President of the Master Builders Association of Malaysia (MBAM), the collective and recognised voice of the construction industry in Malaysia. He also serves as a Board member of the Construction Industry Development Board (CIDB), Council Member of the Building Industry Presidents' Council (BIPC) and Council Member of the ASEAN Constructors Federation (ACF).

He is responsible for the Group's expressway concession interests in Malaysia. Mr Ng's skills and vast experience, having worked for the Company for 31 years across a wide spectrum of businesses including infrastructure concession projects, trading and investments, enable him to contribute significantly to the Group's overall business and to the Board. His involvement as President of MBAM, Board member of CIDB and Council Members of BIPC and ACF enable him to contribute on issues affecting the building and construction industries. Age 53.

**Board Committee membership:**

- None

**Other directorships of public companies**

- Lingkaran Trans Kota Holdings Berhad
- Kesas Holdings Berhad
- Construction Labour Exchange Centre Berhad

## Directors' Profile

### Wong Chin Yen

Non-executive Director (independent)

A stockbroker, Ms Wong has been on the Board since 1 June 1992.

Ms Wong began her career as an advocate and solicitor with Shearn Delamore & Co. between 1985 and 1987 before moving on to the Legal Department of American Express (M) Sdn Bhd. She managed her own business providing process service to legal firms between 1990 and 1997 and thereafter joined the stockbroking industry where she is presently a Dealer's Representative with Hong Leong Investment Bank Berhad (formerly known as HLG Securities Sdn Bhd).

She has vast analytical skills, risk management and legal experience, enabling her to provide invaluable input to the Board and Audit Committee.

Ms Wong holds a Bachelor of Arts (Honours) degree in Law from London Metropolitan University, UK and a Master's in Law from London School of Economics and Political Science, UK. She is also a Barrister-at-Law from Middle Temple, London, UK. Age 49.

**Board Committee membership:**

- Member of the Audit Committee
- Member of the Nomination Committee

**Other directorships of public companies**

- None



### Saw Wah Theng

Executive Director

A chartered accountant, Mr Saw has been on the Board since 1 February 1998.

As head of the finance function, Mr Saw is responsible for the Group's budgetary control, treasury, tax and corporate finance including mergers and corporate restructuring exercises. He has extensive working experience in accounting, finance and corporate finance gained while he was attached to accounting and auditing firms in the United Kingdom and Malaysia, and as the Group Financial Controller of Hong Leong Industries Berhad, prior to joining the Gamuda Group.

Mr Saw was admitted as an Associate of the Institute of Chartered Accountants (England and Wales) in 1985 and he is a member of the Malaysian Institute of Accountants. Age 52.

**Board Committee membership:**

- None

**Other directorships of public companies**

- Lingkaran Trans Kota Holdings Berhad
- Kesas Holdings Berhad
- Danau Permai Resort Berhad
- Horizon Hills Resort Berhad



**Ir Chow Chee Wah**

Alternate Director to Dato' Lin Yun Ling

Ir Chow has been on the Board as Alternate Director to Dato' Lin Yun Ling since 24 September 2001. Before that, he was Alternate Director to Mr Chan Kuan Nam @ Chan Yong Foo from 22 December 2000 to 1 August 2001.

A civil engineer, he has more than 27 years of working experience in the design of roads, expressways and buildings. He joined Gamuda as a project coordinator after working with engineering consultancy Sepakat Setia Perunding Sdn Bhd as Associate Director. In Gamuda, he held increasingly senior positions within the Group and he assumed the property development portfolio in 1996 in line with the Group's business diversification. Ir Chow heads the property development division as its Managing Director.

His engineering expertise and considerable number of years of experience working within the Group, particularly on the design and technical aspects of the construction side of the business and in later years, on property development, enable him to contribute significantly to the Group's business and to the Board.

Ir Chow holds a Bachelor of Science (Honours) degree in Civil Engineering from University of London, UK. He is a member of the Institute of Engineers, Malaysia and a professional engineer registered with the Board of Engineers, Malaysia. Age 51.

**Board Committee membership:**

- None

**Other directorships of public companies**

- Horizon Hills Resort Berhad

**Note:**

1. All the Directors -
  - are Malaysians;
  - do not have any conflict of interest with the Company; and
  - maintain a clean record with regard to convictions for offences within the past 10 years other than traffic offences, if any.
2. Save as disclosed, none of the Directors has any family relationship with any Director and/or major shareholder of the Company.

# Corporate Data

## Board of Directors

Y Bhg Tan Sri Dato' Ir Talha  
bin Haji Mohd Hashim  
(Chairman)

Y Bhg Dato' Lin Yun Ling  
(Group Managing Director)

Y Bhg Tan Sri Dato' Mohd Ramli  
bin Kushairi

Y Bhg Tan Sri Dato' Seri Dr Haji Zainul Ariff  
bin Haji Hussain

Y A M Raja Dato' Seri Eleena  
binti Raja Azlan Shah

Y M Raja Dato' Seri Abdul Aziz  
bin Raja Salim

Y Bhg Dato' Seri Ir Kamarul Zaman  
bin Mohd Ali

Y Bhg Dato' Haji Azmi bin Mat Nor

Y Bhg Dato' Ir Ha Tiing Tai

Y Bhg Dato' Goon Heng Wah

Mr Ng Kee Leen

Ms Wong Chin Yen

Mr Saw Wah Theng

Ir Chow Chee Wah  
(Alternate to Y Bhg Dato' Lin Yun Ling)

## Audit Committee

Y M Raja Dato' Seri Abdul Aziz  
bin Raja Salim (Chairman)

Y Bhg Tan Sri Dato' Mohd Ramli  
bin Kushairi

Ms Wong Chin Yen

## Nomination Committee

Y Bhg Tan Sri Dato' Ir Talha  
bin Haji Mohd Hashim (Chairman)

Y Bhg Tan Sri Dato' Mohd Ramli  
bin Kushairi

Ms Wong Chin Yen

## Remuneration Committee

Y Bhg Tan Sri Dato' Ir Talha  
bin Haji Mohd Hashim (Chairman)

Y Bhg Dato' Lin Yun Ling

Y M Raja Dato' Seri Abdul Aziz  
bin Raja Salim

## Company Secretaries

Ms Lim Soo Lye

Ms Tee Yew Chin

## Registered Office

78, Jalan SS22/21  
Damansara Jaya  
47400 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7726 9210  
Fax : 603-7728 9811  
E-mail : gbgpa@gamuda.com.my

## Share Registrar

Insurban Corporate Services Sdn. Bhd.  
149, Jalan Aminuddin Baki  
Taman Tun Dr. Ismail  
60000 Kuala Lumpur  
Tel : 603-7729 5529  
Fax : 603-7728 5948  
E-mail : insurban@gmail.com

## Auditors

Ernst & Young  
Chartered Accountants

## Principal Banker

Malayan Banking Berhad

## Stock Exchange Listing

Main Market of Bursa Malaysia  
Securities Berhad  
Stock Code : Gamuda  
Stock No : 5398

## Website

www.gamuda.com.my

# Corporate Structure

AS AT 15 OCTOBER 2009

## Expressway Tolling & Management

53%	Sistem Penyuraian Trafik KL Barat Sdn Bhd
50%	Mapex Infrastructure Private Limited
50%	Emas Expressway Private Limited
46%	Lingkar Trans Kota Sdn Bhd
36%	Madang Permai Sdn Bhd
30%	Kesas Sdn Bhd

## Water Related

80%	Gamuda Water Sdn Bhd
50%	Syarikat Mengurus Air Banjir & Terowong Sdn Bhd
40%	Syarikat Pengeluar Air Sungai Selangor Sdn Bhd

## Construction

100%	Gamuda Engineering Sdn Bhd
100%	Masterpave Sdn Bhd
100%	Gammau Construction Sdn Bhd
100%	Ganaz Bina Sdn Bhd
100%	Gamuda (India) Private Limited
100%	Gamuda (Bahrain) W.L.L.
100%	Gamuda Saudi Arabia L.L.C.
70%	Gamuda-WCT (India) Private Limited
50%	MMC-Gamuda Joint Venture Sdn Bhd

## Trading

100%	Gamuda Trading Sdn Bhd
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## Property/Township Infrastructure Development

100%	Jade Homes Sdn Bhd
100%	Harum Intisari Sdn Bhd
100%	Madge Mansions Sdn Bhd
100%	Gamuda Land Sdn Bhd
100%	Gamuda Land Vietnam Limited Liability Company
100%	Gamuda Land (HCMC) Sdn Bhd (formerly known as Klasik Mentari Sdn Bhd)
99%	Valencia Development Sdn Bhd
70%	Gamuda-NamLong Development Limited Liability Company
50%	Hicom-Gamuda Development Sdn Bhd
50%	Horizon Hills Development Sdn Bhd

## Township & Golf Club Management

99%	Valencia Township Sdn Bhd
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## Property Maintenance

100%	Botanic Property Services Sdn Bhd
99%	Rebung Property Services Sdn Bhd
50%	HGD Property Services Sdn Bhd
50%	Horizon Hills Property Services Sdn Bhd (formerly known as Hazel Harmoni Sdn Bhd)

## Golf Club & Clubhouse

100%	Bandar Botanic Resort Berhad
100%	Jade Homes Resort Berhad
50%	Danau Permai Resort Berhad
50%	Horizon Hills Resort Berhad

## Quarrying, Plant Hire & Others

100%	G. B. Kuari Sdn Bhd
100%	Megah Management Services Sdn Bhd
100%	Megah Sewa Sdn Bhd
100%	Reka Strategi Sdn Bhd
100%	Setara Hati Sdn Bhd
100%	Idaman Lantas Sdn Bhd
100%	Jiwa Rangkaian Sdn Bhd
100%	GL (MM2H) Sdn Bhd
95%	Gamuda Paper Industries Sdn Bhd
95%	GPI Trading Sdn Bhd
50%	HGD Properties Sdn Bhd
41%	Dyna Plastics Sdn Bhd

## Investment

100%	Gamuda Overseas Investment Ltd
100%	Megah Capital Sdn Bhd
100%	Gamuda (Offshore) Private Limited
53%	Sistem Penyuraian Trafik KL Barat Holdings Sdn Bhd
50%	Gamuda-WCT (Offshore) Private Limited
50%	Suria Holding (O) Pvt Ltd
50%	Projek Smart Holdings Sdn Bhd
46%	Lingkar Trans Kota Holdings Berhad
40%	Syarikat Pengeluar Air Selangor Holdings Berhad
30%	Kesas Holdings Berhad

## Information Technology

100%	GIT Services Sdn Bhd
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## Landscaping

100%	Megah Landscape Sdn Bhd
50%	Kota Kemuning Nursery & Landscaping Sdn Bhd

# Corporate Social Responsibility

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# Corporate Social Responsibility

Caring for our communities, protecting the environment, and taking care of the welfare of our employees and business partners while delivering our commitments to our customers, are in harmony with our values.



## Corporate Social Responsibility

The Gamuda Group sees corporate social responsibility (CSR) as an integral part of our business activities and consistent with being a responsible organisation. Caring for our communities, protecting the environment, and taking care of the welfare of our employees and business partners while delivering our commitments to our customers, are in harmony with our values. Balanced economic growth, environmental protection and social progress can be achieved with the right efforts.

The various elements of our CSR programs fall in 3 main groups.

### Gamuda Group CSR Components

Quality, Safety & Health, and Environment (QSHE)	Human Capital Development	Community and Social Development
<ul style="list-style-type: none"> <li>Achieving exemplary targets</li> <li>Communication and Education</li> <li>Regular reviews and constant improvement</li> </ul>	<ul style="list-style-type: none"> <li>Gamuda Annual Scholarship awards</li> <li>Quantity Surveyor Apprenticeship Program</li> <li>Gamuda Plant Operator School</li> </ul>	<ul style="list-style-type: none"> <li>Calendar of events</li> <li>School sponsorship and academic engagement</li> <li>Road safety awareness</li> </ul>

- During the financial year, major achievements were; Quality Management System implemented according to ISO 9001:2000 requirements.
- Safety & Health Management System implemented in compliance to OHSAS 18001:2007.
- Environmental Management System implementation compliance with ISO14001:2004 requirements at head office, Electrified Double Track Project (Ipoh-Padang Besar) and New Doha International Airport Project.
- First contractor in Qatar to receive a public citation from our client for exemplary project completion for Dukhan Highway.
- Safety achievement of record-breaking-hours without lost injury time (at New Doha International Airport project in Qatar and Electrified Double Track Project (Ipoh-Padang Besar), Malaysia).
- Human Capital Development programs for the community and employees.
- Gamuda Plant Operator School achieving a record milestone of having trained 25,000 plant and heavy machinery operators for the industry.

### Quality, Safety & Health, and Environment (QSHE)

A comprehensive Quality, Safety & Health and Environmental (QSHE) Management System was established and implemented to ensure the Gamuda Group can manage and improve its operations to consistently provide quality, safe and environmentally-responsible products and services to our stakeholders.

The QSHE Management System is applied in all areas of the Group's operations to assist staff in meeting customer requirements, business commitments and social responsibilities while upholding quality, safety, health and environment standards.

### QSHE POLICY STATEMENT

- Timely delivery of quality products and services to our customers.
- Improve operations to consistently provide high quality, cost effective, reliable, safe and environmental friendly products and services.



New Doha International Airport (NDIA) team celebrating 12 million 'Man-hours without a Lost Time Injury' in 2008.



Safety & Health and Environment induction programme sessions are conducted for all members of the group.

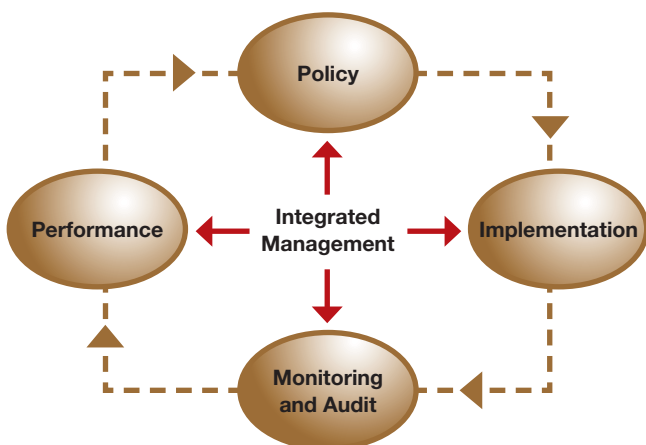
## Corporate Social Responsibility

- Commitment to providing a safe and healthy working environment for our employees through adoption of best practices
- Prevent negative environmental impacts on project and neighbouring sites
- Comply and provide training to stakeholders on safety, health and environment legislations and regulations
- Develop and inculcate a self regulating mindset to all stakeholders to ensure the success of the Group's CSR goals

### Quality Programs & Achievements

Under the Quality Program, a number of objectives were set to improve work quality and to ensure that the respective projects fully comply with the goals of the client and authorities. The criteria used were quality assurance; monitoring of non-conformance, complaints and customer satisfaction; cost and budgeting; and training and awareness programs conducted.

Among the successful initiatives by the project sites were the implementation of proper Electronic Document Management System and the standardisation of Document Control System Procedures. Additionally, sub-contractors were given further education to ensure they meet the group's Quality Assurance and Quality Control (QAQC) requirements. All these played an integral role in the organisation's goal to improve quality performance.



Results from periodic audits which were carried out among employees showed that staff are aware of the quality guidelines and regulations that the group is adopting. We also saw a significant reduction in non-conformance reports. These results attest to the successful training sessions which were conducted throughout the calendar year.

Our Integrated Management System (IMS) consists of the ISO 9001 Quality Management System, ISO 14001 Environmental Management System and the OHSAS 18001 and MS 1722 Occupational Health & Safety Management System. Adding to the list of accreditations for the Group in 2008/2009 are the following:

1. Gamuda Berhad and Gamuda Engineering Sdn Bhd IMS OHSAS 18001: 2007, MS ISO 1722:2005, MS ISO 14001:2004
2. Lingkaran Trans Kota Holdings Berhad (LITRAK) MS ISO 9002:1994
3. Kesas Sdn Bhd MS ISO 9002:1994
4. Syarikat Pengeluar Air Sungai Selangor Sdn Bhd (SPLASH) MS ISO/IEC 17025:2005, OHSAS 18001:2007, IMS ISO 9001:2007
5. GB Kuari Sdn Bhd MS ISO 9002:1994
6. Megah Sewa Sdn Bhd MS ISO 9002:1994
7. Gamuda Land (Hicom-Gamuda Development Sdn Bhd, Valencia Development Sdn Bhd, Harum Intisari Sdn Bhd) MS ISO 9001:2000
8. Gamuda Land (Horizon-Hills Development Sdn Bhd) MS ISO 9001:2000

### Safety & Health Programs & Achievements

Occupational safety and health outline an essential part of Gamuda Group's CSR program. In line to improve our working conditions and employment practices while minimizing safety and health risks especially at project sites, the following major reporting guidelines were included in 2008/2009:

- 'Zero Violation' by constantly reviewing, monitoring and improving the effectiveness of the Safety & Health procedures in provision for a safe and healthy working environment.
- 'Zero Fatality' and 'Zero Accident' at site to reduce non-compliance cases on Safety & Health through risk assessment.

## Corporate Social Responsibility

- 'Zero Stop-Work' order or penalty to comply with relevant Safety & Health legislations and regulations.
- Increase the number of trainings to all personnel to improve their awareness and knowledge on Safety & Health issues.

In order to achieve the Group's Safety & Health objectives, awareness trainings and tool box meetings were conducted to staff and sub-contractors. Performed before commencement of work at site, the tool box briefings cover a wide range of topics such as scaffolding, personal hygiene, safe handling, defensive driving, housekeeping, welfare and other safe working methods.

To further ensure persistent compliance of Safety & Health procedures among stakeholders, site inspections with the Department of Occupational Safety & Health (DOSH) and Internal Audits were often carried out as per legislation and regulatory requirements.

From these initiatives, the Group managed to achieve a track record of:

- 18 Million 'Man-hours without a Lost Time Injury' for the New Doha International Airport Project in Qatar.
- Reduction of accidents, first aid cases, and incidents or offences related to traffic across all Gamuda Group's projects.
- Recorded over 90% attendances from employees and sub-contractors for briefings and trainings.

Going beyond this in our quest to raise the profile of occupational health and safety in Gamuda's CSR agenda, a more comprehensive measuring and reporting system will be employed to allow future improvement to take place.

A comprehensive Quality, Safety & Health and Environmental (QSHE) Management System is applied in all areas of the Group's Operations, among our milestones is achieving 18 Million 'Man-hours without a Lost Time Injury' for the New Doha International Airport Project in Qatar.



Safety & Health induction for workers at the New Doha International Airport (NDIA) site.

## Corporate Social Responsibility

For the coming calendar year, the Group will review and revise its existing standard operating procedures to better suit the current implementation. An accountability system will be developed at all levels of the organization where every personnel will be aware of their responsibilities in meeting the Safety & Health requirements. Management and construction teams will be involved in risk and hazard assessment, and the result shall be communicated effectively to all employees.

In addition, hazard identification, risk assessment and control measures will be consistently enhanced. Extra awareness on legal compliance and requirements with clients, authorities and regulatory bodies will be strongly emphasized among employees.

### Environmental Programs & Achievements

Environmental management is an essential part of Gamuda's operations. It is a responsibility which the Group takes seriously. From our early projects working on rural roads to major urban expressways, we strive to conduct our business activities with minimal environmental impact through proper environmental management plans while complying with environmental legislation and regulations.

To ensure the Group operates in a sustainable environment, a set of programs were executed in the past financial year. These were implemented in a comprehensive manner in concert with our joint venture partners, contractors and suppliers, in application in the way we:

- Manage our construction site
- Use, dispose and recycle our non-hazardous construction materials (3R Approach - Reduce, Reuse and Recycle)



Proper waste management is implemented at New Doha International Airport (NDIA) and other project sites.

- Land, water and air (dust and noise) quality control
- Clear our land sites
- Maintain the ecosystem and biodiversity at the site

Environmental training classes on operational control, construction impact, waste management and legal requirements were conducted by the QSHE team. Such aims to enhance the level of awareness and knowledge on environmental management and to inculcate best practices among employees and contractors.

Gamuda's environmental protection policies were further enforced with strict regulations, compliance and inspections whereby employees worked under the set 'Aim Zero Violation' authority. Constant reviews, monitoring and improvements were carried out without delays in regards to these policies. These were done with a purpose to minimize occurrence of non-conformance and complaints from clients, authorities, public and other external parties.

Satisfactory results were accomplished from 2008/2009's environmental management plans:

- Introduction of ISO 14001 Environmental Management System.
- Recorded 100% compliance with zero incidents, complaints or accidents across the Group in terms of environmental control and safeguarding.



Silt trap and rip-rap measures adopted for river protection at Perak for the Electrified Double Track Project (Ipo-Padang Besar).

## Corporate Social Responsibility



Greening and environmental conservation are highlights of Valencia and all other Gamuda townships.

- Water quality monitoring results across Gamuda's project sites indicated that all parameters were well within permissible limits.
- Air monitoring results denote 100% compliance for total suspended particulate (TSP), NO<sub>x</sub> and SO<sub>x</sub> at all Gamuda's monitoring locations.
- Noise level monitoring results at Gamuda project sites showed it was within the standard limit of 65dBA during the day and 55dBA during the night.
- Creation of Wetlands Park in Gamuda's township, Horizon Hills, Johor which is conserved as a natural habitat for flora and fauna.
- Waste, fuel and chemical storage at project sites were collected and disposed of properly by licensed contractors.
- Substantial decline in environmental action/advisory notices at project sites.
- Recycling stations for construction materials – paper, wood, metal and mixed materials, were placed at offices and construction sites. A significant amount of recycling items was collected from the 3R Approach (Reduce, Reuse and Recycle).
- 21% reduction of paper consumption within Gamuda's premises as compared with the figure in 2007 and 2008.
- More than 95% of management attended trainings on environmental protection.

Gamuda recognizes the importance of preserving the natural environment for the benefit of our future generations. In our effort to further improve our future performance to safeguard the environment in various aspects, we will focus on continuing to remove specific compounds in our construction practices which can adversely impact the human and environmental health.

The Group will also begin to promote the use of environmental friendly products and materials in our business operations as our 2010 CSR's targets. Other environmental initiatives in plan are the means to conserve natural resources through efficient usage of water, electricity and paper arising from our business activities. We believe in taking pro-active steps to apply the best practices in managing environmental protection. This will be carried on by increasing our education trainings to employees and contractors to exercise greater care for the environment.

## Corporate Social Responsibility

### Human Capital Development

Remaining true to Gamuda's philanthropic spirit since 1995, we have a long standing tradition of contributing towards the society and nation's growth. As part of the Group's ongoing CSR commitment in developing human capital and improving people's lives through education and training, over RM70 million has been invested over the years for the benefit of Malaysians to create a better quality of life and a vibrant society.

Gamuda's CSR in education takes place via four platforms, as demonstrated through its Scholarship Awards, Learning Centre, Quantity Surveyor Apprenticeship Program and Plant Operator School.

### Gamuda Annual Scholarship Awards

We understand that education is key for young people to reach their full potential and create their own futures. Therefore, enabling more deserving Malaysians to pursue tertiary education is the objective of our annual Gamuda Scholarship. Started in 1996, this educational initiative has since benefitted more than 200 young Malaysians in achieving their Bachelor Degree from both local and foreign universities.

The Gamuda Scholarship is an education grant that offers financial funding as well as career guidance support. The scholarship covers up to both the student's tuition and living expenses. In the best interest of the scholar, a systematic program of mentoring, training and career guidance is offered during the scholar's education and employment period with the Group. For the 2009 calendar year Gamuda awarded scholarships amounting to RM2 million to 28 deserving students.

### Gamuda Continual Learning

We regard our employees as our partners because our success would not be possible without their contributions. In turn, we strive to provide the best possible workplace environment where our employees can have meaningful and rewarding careers. An array of job training and career guidance are offered to all employees within the Group through our dedicated training unit, Gamuda Learning Centre (GLC).

Since 1995, GLC has invested over RM15 million in staff training. More than 1,250 training sessions have been conducted for over 10,000 participants. These training sessions include in-house and external courses covering management, engineering and technical subjects, quantity surveying and construction supervisory skill trainings.



New Gamuda scholars had a chance to meet the Deputy Education Minister, YB Datuk Ir Wee Ka Siong and Gamuda Directors at the Gamuda Scholarship Award presentation ceremony.

## Corporate Social Responsibility

### Gamuda Quantity Surveyor (QS) Apprenticeship Program

Recognising that the Group's business involves engineering and construction, Gamuda initiated the Quantity Surveyor (QS) Training and Apprenticeship Program as part of its skills development program in 1996.

To date, over 100 QS trainees from six batches since 1996 to 2006 have graduated from this program. Including the current 7th QS intake in 2009, the overall commitment to this program will total RM12 million .

Taking the QS Apprenticeship Program to greater heights, we have collaborated with Tunku Abdul Rahman (TAR) College in 2009 to advance the program to a 4-year diploma course. This course will be equivalent to a first year of a Bachelor degree, and will be a stepping stone for trainees to pursue an Advanced Diploma or Bachelor (honours) degree with any local or private university.

### Gamuda Plant Operator School

The Gamuda Group is the Malaysia's only private non-profit provider of plant and heavy machinery training for the industry. Realising the need for skilled workers and improved safety practices, the Group started the Gamuda Plant Operator School (GPOS) in 1997. More

than RM20million has been invested in this training academy which is located in Kota Kemuning, Shah Alam. The school is accredited by the Construction Industry Development Board (CIDB), the Department of Occupational Safety and Health (DOSH), and the Human Resource Development Council (HRDC), and is recognised by the Master Builders Association of Malaysia (MBAM).

GPOS conducts skills training in mobile, crawler and tower crane operation, crane safety inspection and lifting gears, slinging and rigging operations, excavator, bulldozer, wheel loader, backhoe loader operation, hands-on maintenance of construction machinery and scaffolding. In 2009, GPOS included additional courses in trade skills such welding, bar-bending and brick laying to meet the needs of our construction market

Apart from skills training, GPOS also provides training and consultancy in environmental management and occupational safety and health.

Since its inception, GPOS has trained more than 25,000 skilled plant operators and heavy machinery operators.



The 7th batch of Gamuda Quantity Surveyors trainees taking their oath at TAR College.



Gamuda Executive Directors, Dato' Ir Haji Azmi bin Mat Nor and Mr Ng Kee Leen, together with CIDB and GPOS trainees at a ceremony in 2008.

## Corporate Social Responsibility



Gamuda Directors and Gamuda scholars of 2008 posing for a group picture.



Mr Ng Kee Leen, Executive Director of Gamuda Berhad awarding the 25,000th GPOS trainee an appreciation award.

### Community & Social Development

We deem it crucial that wherever we operate, the group supports the local communities involved. We have continued to be actively involved in diverse community and social programs both locally and internationally during the past fiscal year.

As much as we give back to society we also aim to instil good civic values to our people so that they too can act as our ambassadors in advancing the worthy causes of organisations and welfare of individuals who need a helping hand.

The following calendar of events highlights the group's community involvement during the financial year 2008/2009.

#### 7 July 2008

LITRAK was a sponsor for the New Straits Times NIE Education program for 17 weeks to promote the English language among Malaysian students. In conjunction with the sponsorship, LITRAK & SPRINT launched a Book Donation Drive for rural schools.

#### 26 July 2008 **A**

Gamuda awarded full scholarships amounting to RM2 million to 21 deserving Malaysians to pursue a first bachelor's degree at local and international universities.

#### 15 August 2008 **B**

Gamuda Plant Operator School (GPOS) achieved a historic milestone of having trained 25,000 plant and heavy machinery operators since its inception in 1997. GPOS is the only non-profit and largest training academy of its kind in Malaysia.



## Corporate Social Responsibility



LITRAK scholars receiving a mock cheque representing the joint value of their scholarships.



YBhg Dato' Lin Yun Ling, Gamuda Berhad Group Managing Director (3rd from right) and YBhg Dato' Ir Paul Ha, Executive Director of Gamuda Berhad together with community leaders and school board members at the SRJK (C) Chung Hua school opening ceremony.



LITRAK's Group Communication Manager, Bhavani Krishna Iyer, handing over NST newspapers to SK Sri Damai school representative as part of the group's CSR programme for education.

### 27 August 2008 **C**

LITRAK awarded scholarships totalling RM99,000 to four deserving candidates from communities along the Damansara Puchong Highway. At a joint ceremony, LITRAK also announced and awarded prizes worth RM8000 to the winners of its Merdeka Day Poster Drawing competition.

### 13 November 2008 **E**

In partnership with the New Straits Times' NIE Education program to sponsor newspapers for 17 weeks to Malaysian students, SPRINT further assisted by having a Book Donation drive and funded the prizes for various English competitions in local schools.

### 18 September 2008 **D**

Gamuda contributed RM5 million and assisted in the construction of SRJK (C) Chung Hua at Kota Kemuning. The opening of the school was officiated by YBhg Datuk Seri Ong Ka Ting, former President of the Malaysia Chinese Association (MCA).

### 16 November 2008

Jade Hills organized a charity campaign, 'Enriching Lives - Help A Child', in conjunction with World Kindness Week, to raise funds for over 100 under-privileged children. The funds were raised from selling new school supplies provided by Gamuda Land.

### 24 September 2008

Thirty children from Yayasan Rahoma were treated to a shopping spree at Mydin Hypermarket followed by "Buka Puasa" hosted by LITRAK in conjunction with Hari Raya Aidil Fitri.

Horizon Hills' charity campaign titled 'Enriching Others to Enrich Lives' received a rousing reception when over 150 under-privileged children were given new school bags, stationeries, and other education supplies for the new school term in 2009.

### 6 & 7 November 2008

Gamuda was a key corporate participant at the annual "Tunku Abdul Rahman College Career Fair" where we assisted students on career opportunities in our construction and infrastructure industry.

### 17 November 2008

30 underprivileged boys from Agathians Shelter were treated by LITRAK to a sumptuous Deepavali lunch, 'pocket money' and hampers for the home.

## Corporate Social Responsibility



SMART General Manager of Operations, En Mohd Fuad Kamal Ariffin presenting a mock cheque to the Ministry of Works for the Palestine Humanitarian Fund.



Royal Malaysian Police officers and the public meet at one of LITRAK's 'Road Safety Talks'.



YBhg Dato' Lin Yun Ling gives an overview of Horizon Hills to YB Dato' Seri Ong Tee Keat, Minister of Transport, during the ground breaking ceremony of SRJK (C) Ming Chih.

### 14 January 2009

Under the "Back to School Program", SMART, in collaboration with the Malaysian Highway Authority, provided financial assistance to needy children who were just going back to school.

### 4 February 2009

In celebration of the Chinese New Year festival, LITRAK together with the local state EXCO members of Damansara Utama held a gala event for 300 senior citizens. "Ang Pows" totalling RM3,000 were given to the appreciative attendees.

### 9 February 2009

SPRINT donated Chinese New Year hampers to 40 underprivileged Malaysians from local communities. Supporting this charitable cause were local state councillors, YB Hee Loy Sian, YB Haneza Mohd Talha and YB Edward Lee.

### 11 February 2009 **F**

In aid of the Palestine Humanitarian Fund, SMART raised RM10,000 from its highway users. SMART presented two cheques; one to the Ministry of Works donation fund for Gaza and another to Berita Harian through the NSTP fund for Gaza.

### 17 February 2009 **G**

LITRAK organised a Road Safety Talk with the Royal Malaysian Police for employees of Western Digital as part of its ongoing campaign on road safety awareness.

### 29 March 2009

Gamuda called for applications for its 14th Scholarship Award. The annual university scholarship is a much anticipated event on the calendar of school leavers to pursue their dreams of tertiary education.

### 30 April 2009 **H**

Horizon Hills welcomed its first school, SJK(C) Ming Chih which was relocated from Batu Pahat where it last had only one student. To commemorate the event, a ground breaking ceremony was held with YB Dato' Seri Ong Tee Keat, Minister of Transport. This is the second major school which the group provided financial assistance as well as undertook the construction.

## Corporate Social Responsibility



YB Datuk Ir Wee Ka Siong, Deputy Minister of Education, having a word with Gamuda's 7th batch of QS trainees at a joint ceremony held with TAR College.



Villagers of Kg Orang Asli in Puchong presenting a traditional dance during LITRAK's sponsored 'Family Day'.



YB Datuk Ir Wee Ka Siong, Deputy Minister of Education, Gamuda Berhad Chairman and Directors, together with Gamuda scholars of 2009 pose for a group picture.

### 12 May 2009

SMART opened its doors to 25 civil engineering students and three staff from Sultan Azlan Shah Polytechnic for an educational visit on the operations of SMART's motorway. SMART's unique dual purpose tunnel, construction challenges, and operational modes continue to draw regular visitors.

### 29 May 2009 I

Gamuda sponsored its seventh batch of Quantity Surveyor trainees to a work-study program with TAR College, Kuala Lumpur. Twenty three students were given the opportunity to undertake valuable apprenticeship with the Group while pursuing studies for their diploma.

### 14 June 2009 J

LITRAK contributed hampers worth RM500 to villagers of Kg Orang Asli in Puchong during its "Majlis Mesra Rakyat & Hari Keluarga". The donations were part of LITRAK's ongoing engagement with local communities.

### 29 July 2009 K

Gamuda's Scholarship Award celebrated a major milestone achievement with its 200th scholar. Since 1996, it has been giving annually to deserving Malaysians to pursue university studies. This year's scholarship ceremony was officiated by YB Datuk Ir Dr Wee Ka Siong, Deputy Minister of Education.

# Calendar of Events

## 8 July 08 **A**

Gamuda Land with its joint venture partner UEM Land officially opened the doors to its RM30 million championship golf course and RM50 million signature clubhouse in Horizon Hills. The signature clubhouse and 18-hole championship golf course is set to boost the property market in the southern peninsula state of Malaysia.

## 25 July 08 **B**

MMC-Gamuda Joint Venture signs the Concession Agreement for the Electrified Double Track Project (Ipoh-Padang Besar) with the Ministry of Transport at the Putrajaya office of YB Datuk Ong Tee Keat.

## 27 August 08 **C**

Merdeka Day Poster drawing competition winners lauded by LITRAK. The contest which was launched in early July offered attractive cash prizes worth a total of RM8,000.

## 27 August 08

Participants from the CIDB and IOR-ARC (Indian Ocean Rim Association for Regional Cooperation) Conference made a short stop at SMART Motorway Control Center as part of their site visit program. Accompanied by CIDB officials, the delegates were briefed on the concept and operation of the motorway operations. The delegates who were from South Africa, Kenya and Nigeria were truly fascinated with what Malaysia has achieved in just 52 years.

## 5 September 08

SMART enters Mode 3 and successfully diverts rising floodwater of more than 150cum<sup>3</sup> per second from entering KL City Centre.



Gamuda Land and joint venture partner UEM Land officially opening the Horizon Hills Golf & Country Club.



MMC-Gamuda Joint Venture directors exchanging the Concession Agreement for the Electrified Double Track Project (Ipoh-Padang Besar) with the Ministry of Transport.



LITRAK Senior Management pose with winners of its Merdeka Day Poster drawing competition.

**8 October 08 D**

SMART wins British Construction Industry Award under International Award category. The award is highly regarded as the 'Oscar' of the construction industry and en route to winning, SMART was short listed among top international projects such as Bijlmer Arena Station in Amsterdam, Kensington Oval Cricket Ground in Barbados, Shin-Marunouchi Tower in Japan and Beijing International Airport T3 in China.

**25-26 October 08**

SMART Tunnel was the chosen venue for a large-scale Emergency Drill. The exercise involved more than 300 personnel from various government agencies such as the Royal Malaysian Police, Fire & Rescue Department, Hospital Kuala Lumpur, City Hall, and others. The scenario was a multi-vehicle accident that involved a number of victims, culminating in an explosion and the release of unknown gases. Capabilities of the agencies were put to test and various rescue methods and techniques were used to test their readiness.

**1 November 08 E**

Gamuda holds its 32nd Annual Dinner & Dance at Berjaya Times Square, Kuala Lumpur. All members of staff and management took time off their busy schedules to celebrate the company's 32nd year of operations.

**19 to 22 November 08 F**

SMART participates in Asian Networking of Major Cities conference. Organised by Kuala Lumpur City Hall, the success of SMART's flood water diversion and motorway was among the key topics discussed by the local council. A paper on the project was also presented by the Department of Drainage and Irrigation Malaysia during the meeting.

**3 December 08**

Visit by Malaysian Culture Group to SMART. The much anticipated visit to SMART gave the Malaysian Culture Group a rare opportunity to witness the operation of the Motorway Control Centre as well as an overview of the equipment used for the management of the motorway tunnel.



Senior Management of MMC-Gamuda and JPS official with the 'Oscar of Construction Industry' award, the British Construction Industry Award for SMART.



Gamuda toast to the group's continued success at its 32nd Annual Dinner & Dance held at Berjaya Times Square, Kuala Lumpur.



SMART Highway exhibited its dual purpose tunnel at the Asian Networking of Major Cities conference.

## Calendar of Events

### 16 December 08

Gamuda holds its 32nd Annual General Meeting at Kota Permai Golf & Country Club. The group was pleased to announce its strong financial performance, which surpassed the previous record that was set in FY2004.

### 13 January 09 G

MMC-Gamuda clinches prestigious CIDB Contractor of The Year 2008 award for its success on Stormwater And Road Tunnel, SMART - the world's first dual purpose tunnel, which has been a proven infrastructure solution for the city of Kuala Lumpur.

### 20 January 09 H

Malaysia's former Prime Minister and his entourage of high level officials drops in for an official visit to Gamuda's New Doha International Airport project site in Qatar. The high profile visit was to witness the success of Malaysian brands that have made a mark in the Gulf States.

### 6 February 09

Gamuda Land's Horizon Hills in Johor assessed by Singapore's CONQUAS (Top Rated by Building and Construction Authority, BCA). Horizon Hills scored a high 79% for one of its precincts, while maintaining a good average of 75% for the rest of its development.

### 4 March 09

Delegates from Kenya makes a visit to SMART. Headed by Mr Gachoki Nioka, High Commissioner of Kenya to Malaysia, the visit to SMART was for the Ministry of Road of Kenya to learn more about SMART's concept and operations.

### 11 March 09 I

MMC-Gamuda achieves significant project milestone for the Electrified Double Track Project (Ipoh-Padang Besar) with the breakthrough of the Larut Tunnel in Air Kuning, Perak. The Minister of Transport Malaysia, YB Dato' Seri Ong Tee Keat was present to officiate the event.



Gamuda Berhad Executive Director, Mr Ng Kee Leen (2nd from right) and Gamuda Senior Management team with the CIDB 'Contractor of the Year' award.



YBhg Dato' Lin Yun Ling, Group Managing Director of Gamuda Berhad leading the former Prime Minister of Malaysia on his official visit to New Doha International Airport project.



YB Dato' Seri Ong Tee Keat, Minister of Transport, receiving a brief on the Larut Tunnel breakthrough by YBhg Dato' Lin Yun Ling, Group Managing Director of Gamuda Berhad.

**12 March 09**

MMC-Gamuda hosts a media briefing on the Electrified Double Track Project and its economic benefits.

**12 March 09 J**

New Doha International Airport (NDIA) Project improves on its earlier achievement of '10 Million Manhours Without a Lost Time Incident' to reach a monumental figure of '15 Million Manhours Without a Lost Time Incident'.

**24 April 09 K**

Top engineering firm from Korea visits SMART Control Centre. Vice President, Mr Neungsoo Han accompanied by the board of directors of Shijun Engineering & Architecture of Korea, visited SMART to learn about SMART's dual purpose nature.

**28 April 09 L**

PIARC members visit SMART. SMART highway played host to members of the World Road Association (PIARC) who were visiting Kuala Lumpur for a Technological Exchange and Development Commission meeting. SMART which has achieved international recognition is one of the must visit destinations in Kuala Lumpur that is recognised by the international engineering community.

**25 May 09**

LITRAK launches LDP Frequent Traveller Programme for discounts to motorists. The event was officiated by Datuk Thomas George, Chief Secretary, Ministry of Works.



New Doha International Airport Project Manager, Mr Stuart Matthews and Environment, Safety & Health Manager, Mr Duncan Inglis receiving the awards for safety & health by Bechtel.



SMART Senior Management and board of directors of Shijun Engineering & Architecture of Korea, pose for the camera during an official visit to SMART Highway.



En Mohd Fuad Kamal Ariffin, General Manager of Operations for SMART Highway, presenting a token of appreciation to PIARC members who visited SMART.

## Calendar of Events

### 26 May 09 **M**

SMART celebrates its 2nd anniversary with an 'Evening with the media'. To show its support to the community and local pressmen who have assisted in cultivating awareness of SMART to the people, a mini-treasure and dinner was organised to commemorate SMART's 2nd year of operation.

### 5 June 09

Delegates from the Royal Irrigation Department of Thailand visit to SMART. Headed by Mr Mongkol Vicheinchid, Deputy Director General for Administration, the delegates from Thailand were briefed on the operations of SMART.

### 16 June 09 **N**

Gamuda-WCT Joint Venture receives memento and Certificate of Appreciation from the Ministry of Interior, Qatar for the satisfactory completion of Dukhan Highway - West Contract.

### 24 June 09

Foreign delegates visit to SMART. 13 delegates from Uganda, Laos, Kenya, Yemen and Vietnam together with representatives from Professional Services Development Corporation of Malaysia were given a tour of SMART's Motorway Control Centre and a video presentation.

### 26 June 09

Senior officials from the Ministry of Transport Singapore visit to SMART. They were Mr Yam Ah Mee, Chief Executive, Land Transport Authority and Mr Ramesh Nair, Deputy Project Manager (Tunnels), Land Transport Authority. At SMART Motorway Control Center, the officials were briefed on SMART's concept and operations.

### 16 July 09 **O**

Gamuda Land wins top honours for its township in Horizon Hills, Nusajaya, Johor when it clinched the prestigious CNBC Property Award 2009.

### 17 July 09

The SMART Motorway Control Center received visitors from The Electrical and Electronics Association of Malaysia. The delegates came to Kuala Lumpur for a 3-day International Conference of Green Technologies and visited SMART as part of their study tour.

### 22 July 09

SMART welcomed a visit by IKRAM's Training and Infrastructure Development Institute (ITIDI) to its Motorway Control Center. The group was accompanied by 3 representatives from IKRAM headed by Puan Rafidah Umar, Coordinator of Program for International.



SMART Highway celebrates its 2nd anniversary with an 'Evening with the Media'.



Mr Boon Suan Duan, Gamuda's Business Development and Country Head for Qatar, receiving the certificate of appreciation from the Ministry of Interior, Qatar, on behalf of Gamuda - WCT Joint Venture.



Senior Management of Gamuda Land and UEM Land Joint Venture celebrate Horizon Hills CNBC Property Award 2009 win for 'Best Golf Development' in Asia and Asia Pacific.



# Corporate Governance

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# Corporate Governance Statement

The Board of Gamuda is committed to strong corporate governance practices in all its activities. It believes that corporate governance goes beyond the Board – it is about how governance is understood and acted upon throughout the business ‘from the boardroom to the front-line staff’.

## Compliance

The Board believes that the Company has complied with the best practices of the Malaysian Code on Corporate Governance (the Code) throughout the financial year ended 31 July 2009 (“2009” or the year).

## Roles and Activities of the Board

The Board is accountable to the shareholders for creation of long-term shareholder value and delivery of strong, sustainable operating and financial performance. Towards accomplishing its objectives, the Board directs and monitors the Group’s affairs on an ongoing basis. It monitors, among others, the financial performance, critical operational issues and risks. The Board also approves correspondence to the shareholders including the quarterly results, annual financial statements, circular to shareholders and statements on corporate governance and internal control. The formal schedule of matters reserved for the Board remains unaltered.

The executive and non-executive Directors are equal members of the Board and have overall collective responsibility for the direction and performance of the Company.

## Board Composition

We have an experienced Board which currently comprises a Non-executive Chairman, a Managing Director, six other Executive Directors and five Non-executive Directors, four of whom are independent. All the Board’s decisions are made collectively.

Altogether, our Board combines a range of skills, experience and personalities which promotes balanced and informed decision-making at Board meetings and secures the necessary level of challenge and insight to enhance executive performance. The Chairman is satisfied that the Board as presently constituted is of sufficient size and diversity that the balance of skills and experience is appropriate for the requirements of the business of the Group.

The Board believes that experience as a Gamuda director is a valuable asset, especially in light of the size and global scope of the Group’s operations. Therefore, Directors are not subject to term limits.

## Non-executive Directors

The Non-executive Directors bring wide and varied experience and expertise to the Group as they currently occupy or have occupied senior positions in industry, profession and/or public life, and as such, each has contributed significantly to Board decisions. The minimum time commitment expected of the Non-executive Directors is one day per three months attendance at Board meetings together with attendance where appropriate, at Board committee meetings, the Annual General Meeting (AGM) and site visits.

The Board is satisfied that each of the Non-executive Directors commits sufficient time to the business of the Group and contributes to the governance and operations of the Group.

## Chairman and Managing Director

Effective governance is fostered by the separation of the roles of the Chairman and the Managing Director, as this division of responsibilities at the head of the Group ensures a balance of power and authority. The role of the Chairman is to lead and manage the Board. The Managing Director is responsible for the development and implementation of strategy, and managing and supervising the day-to-day businesses of the Group.

## Senior Independent Director

The Board acknowledges that there can be occasions where there may be a need for shareholders to convey concerns to the Board. Tan Sri Dato’ Mohd Ramli bin Kushairi, the Senior Independent Director, is available to shareholders should there be any concerns not resolved through the existing mechanisms for investor communication.

## Board Appointments

Appointments to the Board are the responsibility of the full Board on the recommendation of the Nomination Committee. There is a formal and transparent procedure for the appointment of new Directors, which is made against objective criteria. There were no new appointments to the Board during 2009.

## Corporate Governance Statement

### Meetings and Attendance

There are four scheduled meetings each year. Board meetings are structured to allow open discussion.

A table of attendance of the Directors at Board and Committee meetings during the year is set out below.

	Board	Audit Committee	Remuneration Committee	Nomination Committee
Number of meetings held	4	4	1	1
Number of meetings attended:				
Tan Sri Dato' Ir Talha bin Haji Mohd Hashim	4	-	1	1
Dato' Lin Yun Ling	4	-	1	-
Tan Sri Dato' Mohd Ramli bin Kushairi	3	4	-	1
Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain	3	-	-	-
Raja Dato' Seri Eleena binti Raja Azlan Shah	3	-	-	-
Raja Dato' Seri Abdul Aziz bin Raja Salim	4	4	1	-
Dato' Seri Ir Kamarul Zaman bin Mohd Ali	3	-	-	-
Dato' Haji Azmi bin Mat Nor	4	-	-	-
Dato' Ir Ha Tiing Tai	4	-	-	-
Dato' Goon Heng Wah	4	-	-	-
Mr Ng Kee Leen*	4	2	-	-
Ms Wong Chin Yen	4	4	-	1
Mr Saw Wah Theng	4	-	-	-
Ir Chow Chee Wah, Alternate to Dato' Lin Yun Ling	4	-	-	-

- Indicates inapplicability, where a director is not a member of the committee.

\* Mr Ng Kee Leen resigned from the Audit Committee on 17 December 2008.

### Continuing Professional Development

The Board is committed to the development of all Directors and has periodically reviewed their development requirements and made appropriate arrangements to address them. There is an ongoing programme of training seminars to ensure that Directors will remain well informed regarding current developments within and outside the Group, best practices and broader regulatory and legislative changes. The Board also arranges visits to the Group's projects to enable Non-executive Directors to have a better understanding of the projects and the issues faced, and to consult with management and other employees. In November 2008, the Non-executive Directors, including the Audit Committee Chairman, visited the Horizon Hills project in Bandar Nusajaya, Johor as well as the Jade Hills project in Kajang, Selangor in July 2009 where they had discussions with the respective management teams. Non-executive Directors may also make additional visits to the Group's overseas projects through the year.

## Corporate Governance Statement

In-house training seminars attended by the Directors during the year are as follows:

Director	Seminar Title	
	Key Continuing Obligations Requirements for Companies Listed on Bursa Malaysia	Executing Overseas Investment Strategy
Tan Sri Dato' Ir Talha bin Haji Mohd Hashim	✓	✓
Dato' Lin Yun Ling	✓	X
Tan Sri Dato' Mohd Ramli bin Kushairi	✓	✓
Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain	✓	✓
Raja Dato' Seri Eleena binti Raja Azlan Shah	✓	✓
Raja Dato' Seri Abdul Aziz bin Raja Salim	✓	✓
Dato' Seri Ir Kamarul Zaman bin Mohd Ali	✓	✓
Dato' Haji Azmi bin Mat Nor	✓	✓
Dato' Ir Ha Tiing Tai	✓	✓
Dato' Goon Heng Wah	✓	✓
Mr Ng Kee Leen	✓	✓
Ms Wong Chin Yen	✓	X
Mr Saw Wah Theng	✓	X
Ir Chow Chee Wah Alternate to Dato' Lin Yun Ling	✓	✓

Members of the Board are also able to take independent professional advice, if necessary, at the Company's expense to support the performance of their duties as Directors of the Company.

### Information

The Board has a simple but efficient committee structure to help keep the Board fully informed. The respective committees' Chairmen report to the full Board on the outcomes of each meeting.

The Non-executive Directors have direct access to the management team of each project through presentations on progress and results at Board meetings and at their request. The full Board gets full and unrestricted access to the advice and services of the Company Secretary.

The Board packs for meetings include detailed proposal papers together with management presentations. The Company Secretary provides briefings for the Directors that cover regulatory changes and developments relevant to directors' areas of responsibilities.

The Chairman is conscious of the need to give sufficient time for questions and debate in the boardroom so discussion is not curtailed.

### Board Performance Evaluation

On an annual basis the Board evaluates its own performance and that of its committees and individual Directors.

The 2009 performance evaluation of the Board has been structured to ensure a balanced and objective review by using a feedback system intended to elicit the Directors' views concerning the performance of the Board, any committee of the Board and Director, the broader systems and controls of the Group and to identify areas for development, all as envisaged by the Code.

## Corporate Governance Statement

Feedback from Directors on matters including the appropriateness of the composition of the Board and its committees, the appropriateness of individual directors' knowledge, skill and experience levels, their commitment to their roles, their effectiveness in fulfilling their roles, the level of their participation at Board meeting deliberations, the level of interaction amongst themselves and with the Management, their training needs, and themes for development to enhance the effectiveness of the Board and its committees were received. The Company Secretary summarised the feedback for the Nomination Committee's discussion and the Chairman of the Nomination Committee reported the same to the full Board highlighting particular issues or themes to be reviewed, where relevant.

Following the evaluation, the Board concluded that the Board as a whole and its committees had performed well, were effective and had all the necessary skills, experience and qualities to lead the Company. Themes for development included the need to ensure continued constant communication between the Board and Management especially on risk management issues and more visits to the Group's project sites.

### Re-election

The Company's Articles of Association require all Directors to stand for election by the shareholders at the first AGM following their appointment and for re-election subsequently at least every three years. Further, the Companies Act, 1965 (Act) requires all Directors aged 70 or above to stand for re-appointment each year. Retiring Directors may offer themselves for re-election or re-appointment.

As in previous years, brief biographies of all Board members, giving details of their background and experience, are included in the Annual Report, allowing shareholders to take an informed decision on those standing for re-election or re-appointment.

### Committees of the Board

The Board is assisted in carrying out its responsibilities by the Audit, Remuneration and Nomination Committees.

The Board monitors the work of these committees by receiving briefings from the Chairman of each committee and minutes of their meetings are made available to all Directors.

### Audit Committee

The Committee is comprised entirely of Independent Directors as follows:

Raja Dato' Seri Abdul Aziz bin Raja Salim (Chairman)

Tan Sri Dato' Mohd Ramli bin Kushairi

Ms Wong Chin Yen

Mr Ng Kee Leen, an Executive Director, resigned as member of the Committee during the year in compliance with Bursa Securities Main Market Listing Requirements which require the Audit Committee to be formed exclusively of Non-executive Directors, with a majority of them being Independent Directors. The Chairman of the Committee is a member of the Malaysian Institute of Accountants (MIA) and has relevant experience in financial and accounting issues.

The Committee met four times in 2009 to assist the Board in discharging its responsibilities for the integrity of the Company's quarterly and year-end financial results, the assessment of the effectiveness of the systems of internal control and monitoring the effectiveness of the internal and external auditors. Further details on the work of this Committee can be found in the Audit Committee Report on page 72.

The Finance Director and senior members of the finance and internal audit functions normally attend, by invitation, all meetings of the Committee. During 2009, on the invitation of the Committee, the external auditors attended one Committee meeting and also met privately with the Committee at a separate meeting, without Company executives present.

The Head of Internal Audit and the external auditors have the right of direct access to the Committee at all times.

### Remuneration Committee

The Committee comprises the following two Non-executive Directors and one Executive Director:

Tan Sri Dato' Ir Talha bin Haji Mohd Hashim (Chairman)

Dato' Lin Yun Ling

Raja Dato' Seri Abdul Aziz bin Raja Salim

The Committee met once in 2009 during which it undertook a review of the Directors' remuneration packages to ensure they motivate good performance and support retention, are competitive in relevant talent markets and reward growth in shareholder value. At the same time, the Committee is mindful of the need to keep the remuneration package under review in times of economic turbulence.

Each Executive Director's remuneration package currently consists of basic salary, annual performance related bonus, contribution to the national pension fund and benefits-in-kind such as private medical care, car allowance and fuel, Group's club membership and share options. The remuneration of the Non-executive Directors takes the form primarily of fees and share options, which are agreed by the executive members of the Board and approved by the shareholders. Further details of the Directors' remuneration can be found on page 114.

## Corporate Governance Statement

The determination of the remuneration of the executive and non-executive Directors is a matter for the Board. No Director makes a decision relating to his or her own remuneration.

In deciding appropriate levels of the Directors' remuneration package for 2009, the Committee relied on the information in the salary survey compiled under an informal Human Resources Networking Group (amongst the Construction & Property Development listed companies) for 2008/2009 of 5 comparator listed companies, Watson Wyatt Salary Survey 2007 and Bursa Malaysia Top 100 Companies Directors' Remuneration Survey 2007/2008 conducted by Pricewaterhouse Coopers and released in October 2007, for benchmarking purposes.

As a result of the review and consistent with its recognition of the current challenging macro-economic condition, the Committee took the view that fee increase for Non-executive Directors is inappropriate in 2009. Accordingly, such fee will be maintained at the 2008 level throughout 2009.

### Nomination Committee

The Committee comprises the following three Non-executive Directors:

Tan Sri Dato' Ir Talha bin Haji Mohd Hashim (Chairman)  
Tan Sri Dato' Mohd Ramli bin Kushairi  
Ms Wong Chin Yen

The Committee met once in 2009 during which it undertook an evaluation exercise on the performance of the Board and its committees (2009 evaluation), identified suitable in-house training programmes for the Directors for the new financial year commencing 1 August 2009 and undertook a review of all Directors who are due for re-election or re-appointment at the Company's AGM. The Committee makes recommendations to the Board as appropriate.

The Committee was satisfied that the 2009 evaluation has helped to identify and address important views held by the Directors as to the initiatives to further strengthen the effectiveness of the Board and the priorities going forward.

### Financial Reporting

The Group has a detailed budgeting system and a comprehensive system for reporting financial results to the Board.

Each business unit maintains financial controls and prepares monthly results with a comparison against budget. There are clearly defined guidelines for the review and approval of capital expenditure

projects. These include annual budgets, periodic reviews and designated levels of authority. The Group's centralised internal audit function reviews the systems and procedures in all business units and reports regularly to the Audit Committee which in turn, reports to the Board.

The Board is satisfied that it has met its obligations in presenting a balanced and clear assessment of the Group's position and prospects.

### Internal Control

The Board is responsible for setting a system of internal controls for the Group and reviewing its effectiveness. The control system is intended to manage rather than eliminate the risk of not meeting the Group's strategic objectives, whilst recognising that certain inherent risks may be outside the Group's control. Any system of internal control can only seek to provide reasonable, but not absolute, assurance against material misstatement or loss.

The Board delegates to the Audit Committee the review of the effectiveness of the Group's internal controls and risk management systems. Significant risks faced by the business are identified and evaluated based on the likelihood and potential impact of each risk and where necessary, actions to mitigate the risks were also identified.

The Company has its own internal audit function staffed by full time employees and led by a senior manager.

The Board is satisfied that a continual process for identifying, evaluating and managing significant risks has been in place for the financial year and up to the date of this Annual Report.

### Directors' Responsibility Statement

The Directors are required by the Act to prepare financial statements for each financial year which have been made out in accordance with the applicable approved accounting standards and give a true and fair view of the state of affairs of the Group and Company at the end of the financial year and of the results and cash flows of the Group and Company for the financial year.

In preparing the financial statements, the Directors have:

- applied appropriate accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent;

## Corporate Governance Statement

- ensured that all applicable accounting standards have been followed; and
- prepared financial statements on the “going concern” basis as the Directors have a reasonable expectation, having made enquiries, that the Group and Company have adequate resources to continue in operational existence for the foreseeable future.

The Directors have responsibility for ensuring that the Company keeps accounting records, which disclose with reasonable accuracy the financial position of the Company and the Group, which enable them to ensure that financial statements comply with the requirements of the Act. The Directors have overall responsibilities for taking such steps as are reasonably available to them to safeguard the assets of the Group to prevent and detect fraud and other irregularities.

### Shareholder and Investor Relations

The Company places considerable importance on communication with shareholders and investors and responds to them on a wide range of issues.

It implements an active Investor Relations (IR) programme aimed at fostering high quality dialogue as well as building credibility and trust with the broad investment community. The Group Managing Director and/or the Senior Group General Manager, Investor Relations is primarily responsible for all IR activities.

Complementing the IR programme is Gamuda’s representation on the Board of the Malaysian Investor Relations Association (MIRA) and it had been a founding member of MIRA since its inception in June 2007.

In the interests of developing a mutual understanding of objectives, regular investor briefings took place immediately after the release of the quarterly results and at other appropriate times during the year. Other key IR activities include participating in international and domestic investor conferences, going on marketing roadshows, hosting teleconferences, responding to email enquiries, catering to the numerous requests for private meetings from investors and analysts, and organising trips for investors to visit our overseas and domestic project sites.

In line with the weak equities market and economic recession throughout 2009, there were fewer IR activities during the year compared to last year.

The following is a summary of all IR activities during 2009.

Type of Event	Investment Centre	No. of Meetings
Investor Conferences	Kuala Lumpur, Singapore, Hong Kong	2 trips
Marketing Roadshows	Singapore	1 trip
Investor Briefings	Kuala Lumpur	4
Private meetings with investors/analysts	Kuala Lumpur	145
Teleconference calls	various	7

Broader shareholder communication takes place via our corporate website [www.gamuda.com.my](http://www.gamuda.com.my), the Annual Report and the AGM. The Chairmen of the Audit, Remuneration and Nomination Committees, together with all other Directors will normally attend the AGM. All shareholders are free to put questions to the Board on any relevant topic at the AGM.

There is a wealth of information online. All information reported to the market via the regulatory information service appears as soon as practicable on the corporate website. This, together with webcasts of our annual and quarterly results, Annual Report and news alerts allow us to communicate globally with all stakeholder groups throughout the year.

### Code of Practice

The Board is committed to ensuring that all its business activities operate with the highest standards of business ethics and integrity as summarised in the Company’s written code on business practices/ethics, which are applicable Group-wide including Group facilities overseas.

### Corporate Social Responsibility

Information on the Group’s corporate social responsibility activities can be found on page 46.

# Statement on Internal Control

## Board's Responsibility

The Board affirms the overall responsibility for maintaining a sound system of internal control and for reviewing their adequacy and integrity so as to safeguard shareholders' investment and the Group's assets. The system of internal control covers inter alia, financial, operational and compliance system controls and risk management. However, the system of internal control is designed to manage rather than to eliminate the risk of failure to achieve business objectives. Accordingly, the internal control system can only provide reasonable and not absolute assurance against material misstatement or losses. The Board confirms that there is an on-going process of identifying, evaluating and managing all significant risks faced by the Group that has been in place for the year and up to the date of approval of the Annual Report and Financial Statements. The process is regularly reviewed by the Board and is in accordance with the Statement on Internal Control: Guidance for Directors of Public Listed Companies.

## Risk Management

The risk management framework, which is embedded in the Company's management systems, clearly defines the authority and accountability in implementing the risk management process and internal control system. The Management assists the Board in implementing the process of identifying, evaluating and managing significant risks applicable to their respective areas of business and in formulating suitable internal controls to mitigate and control these risks.

The project task force is responsible for assessing and evaluating the feasibility and risk impact that prospective investments would have on the Group. For ongoing business operations, risk assessment and evaluation is an integral part of the annual business planning and budgeting process. The Management of each business unit, in establishing its business objectives, is required to identify and

document all possible risks that can affect their achievement taking into consideration the effectiveness of controls that are capable of mitigating such risks. By this process, each business unit's identified risks, the controls and processes for managing them are tabulated in a risk assessment report. Significant risks of business units are summarised into risk maps and presented annually to the Audit Committee for their consideration.

## Key Internal Control Features

The Group's internal control system encompasses the following key control processes:

- Clearly defined operating structure, lines of responsibilities and delegated authority. Various Board and Management Committees have been established to assist the Board in discharging its duties. Among the committees are:
  - Audit Committee
  - Nomination Committee
  - Remuneration Committee
  - Budget Committee
  - ESOS Committee
- Feasibility study and risk impact and assessment on new investments / projects is evaluated by Project Task Force for Board's deliberation.
- Internal control activities have been established in all business units with clearly defined lines of responsibilities, authority limits for major capital expenditure, contract awards and other significant transactions, segregation of duties, performance monitoring and safeguarding of assets.
- Systematically documented Policies, Procedures and Standard Operating Procedures are in place to guide staff in their day-to-day work. These policies and procedures are reviewed regularly and updated when necessary.



## Statement on Internal Control

- An annual budgetary process that requires business units to prepare budgets, business plans and control measures to mitigate identified risks for the forthcoming year. These budgets are deliberated by the Budget Committee before being presented to the Directors for approval.
- A comprehensive information system comprising budgets, key business indicators and performance results on operations are reported to Management and the Directors. The regular and comprehensive flow of information allows the Management and the Directors to review business unit's performance against budgets and performance indicators on monthly basis.
- An Integrated Management System, incorporating ISO 9001:2000, ISO 14001:2004, OHSAS 18001:2007 and MS 1722: Part 1: 2005 requirements has been established and implemented to continuously provide high quality, cost effective, reliable, safe and environmental friendly products and services.
- A Performance Management System whereby business objectives are clearly defined and targets are set for each individual employee. Employees' performances are monitored, appraised and rewarded according to the achievement of targets set.
- Training and development programmes are identified and scheduled for employees to acquire the necessary knowledge and competency to meet their performance and job expectations.
- An adequately resourced Internal Audit Department which reports directly to the Audit Committee, conducts regular reviews on integrity and effectiveness of the Group's system of internal controls.
- Executive Directors and Senior Management conduct regular site visits and communicate with employees of different levels to have first-hand knowledge of significant operational matters and risks.
- Board representation in its associated companies. Information on the financial performance of these associated companies is provided regularly to the Management and Board of the Company via Group management reporting procedures and presentations at Board meetings respectively.
- In respect of joint ventures entered into by the Group, the Management of the joint ventures, which consist of representations from the Group and other joint venture partners are responsible to oversee the administration, operation, performance and Executive Management of the joint venture. Financial and operational information of these joint ventures are provided regularly to the Management of the Company.

The Board confirms that the Group's system of internal control is being properly implemented throughout the Group and continuous reviews of the systems and controls are being carried out to ensure its adequacy and effectiveness. All internal control weaknesses identified during the period under review have been or are being addressed. There were no major internal control weaknesses that require disclosure in the Annual Report. The Management continues to take measures to strengthen the control environment.

### Review of the Statement by the External Auditors

The External Auditors have reviewed the Statement on Internal Control and reported to the Board that nothing has come to their attention that causes them to believe the Statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and integrity of the system of internal controls.

# Audit Committee Report

## Membership

The current composition of the Audit Committee is as follows:

1. YM Raja Dato' Seri Abdul Aziz bin Raja Salim  
Chairman / Independent Non-Executive Director
2. YBhg Tan Sri Dato' Mohd Ramli bin Kushairi  
Member / Senior Independent Non-Executive Director
3. Ms Wong Chin Yen  
Member / Independent Non-Executive Director
4. Mr Ng Kee Leen  
Member / Non-independent Executive Director  
(Resigned on 17 December 2008)

## Attendance of Meetings

During the financial year ended 31 July 2009, the Audit Committee met four (4) times. The meeting attendance of the Committee members is as follows:

Name of Directors	Attendance
YM Raja Dato' Seri Abdul Aziz bin Raja Salim	4/4
YBhg Tan Sri Dato' Mohd Ramli bin Kushairi	4/4
Ms Wong Chin Yen	4/4
Mr Ng Kee Leen (Resigned on 17 December 2008)	2/4

## Terms of Reference

### Membership

The Audit Committee shall be appointed by the Board of Directors from amongst its members and shall consist of not less than three (3) members, all of whom must be Non-Executive Directors with a majority of them being Independent Directors. The members of an Audit Committee must elect a chairman from among themselves who is an Independent Director. An Alternate Director must not be appointed as a member of the Audit Committee.

At least one member of the Audit Committee:

- i. must be a member of the Malaysian Institute of Accountants (MIA); or
- ii. if he is not a member of MIA, the member must have at least three years' working experience, and:
  - a. must have passed the examinations specified in Part I of the 1st Schedule of the Accountants Act 1967; or
  - b. must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act 1967; or
- iii. fulfils such other requirements as prescribed or approved by Bursa Malaysia Securities Berhad (Bursa Securities).

In the event of any vacancy in the Audit Committee resulting in non-compliance with Bursa Securities Main Market Listing Requirements (Listing Requirements) on the composition of the Audit Committee, the Board must fill the vacancy within three (3) months.

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

## Meetings and Minutes

### Meetings

Meetings shall be held not less than four (4) times a year and the Finance Director, Head of Internal Audit and representatives of the External Auditors will be invited to assist the Audit Committee. Other Board members and Senior Management may attend meetings upon the invitation of the Audit Committee. At least once a year, the Audit Committee shall meet with the External Auditors without any executive officer of the Group being present. Additional meetings may be held upon request by any Audit Committee member, the Management, Internal or External Auditors.

**Quorum**

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

**Secretary**

The Company Secretary shall act as secretary of the Audit Committee.

**Reporting Procedure**

The minutes of each meeting shall be distributed to the Audit Committee members and to all Board members. Key issues discussed are reported by the Chairman of the Audit Committee to the Board.

**Authority and Duties****Authority**

In carrying out their duties and responsibilities, the Audit Committee shall:

- i. have the authority to investigate any matter within its terms of reference;
- ii. have the resources which are required to perform its duties;
- iii. have full and unrestricted access to any information pertaining to the Group;
- iv. have direct communication channels with the External and Internal Auditors, as well as employees of the Group;
- v. be able to obtain independent professional or other advice it deems necessary; and
- vi. be able to convene meetings with the External Auditors, the Internal Auditors or both, excluding the attendance of other Directors and employees of the Company, whenever deemed necessary.

**Duties**

The duties of the Audit Committee shall include a review of the following:

- i. the effectiveness of management information system and other systems of internal control within the Company and the Group;
- ii. the Management's compliance with laws, regulations, established policies, plans and procedures;

- iii. with the assistance of the Management, the quarterly financial results and year-end financial statements prior to deliberation and approval by the Board, focusing particularly on:
  - a. changes in major accounting policies;
  - b. significant and unusual events;
  - c. the going concern assumption;
  - d. compliance with accounting standards and other legal requirements;
- iv. the independence and objectivity of the External Auditors and their services;
- v. together with the External Auditors, the scope of their audit plan, their evaluation of the system of internal control and the audit reports on the financial statements;
- vi. the selection, remuneration and resignation or dismissal of the External Auditors;
- vii. the assistance given by the employees of the Company to the External Auditors;
- viii. significant audit findings, reservations arising from the interim and final audits and any matters reported by the External Auditors;
- ix. the adequacy of the scope, function, competency and resources of the Internal Audit function and whether or not it has the necessary authority to carry out its duties;
- x. the Internal Audit programme, processes and results of the audit work, process or investigation undertaken and whether or not appropriate action is taken on the recommendations of the Internal Audit function;
- xi. any related party transaction and conflict of interests situation that may arise including any transaction, procedure or course of conduct that raises questions of Management's integrity;
- xii. the allocation of options during the year under the Company's Employee Share Option Scheme (ESOS) to verify whether it is in accordance with the criteria determined by the ESOS Committee and in compliance with the ESOS by-laws;
- xiii. matters conveyed to the Board that have not been satisfactorily resolved resulting in a breach of the Listing Requirements are promptly reported to Bursa Securities; and
- xiv. any other matters as may be directed by the Board from time to time.

## Audit Committee Report

### Summary of Audit Committee's Activities

During the financial year, the Audit Committee met four (4) times. Activities carried out by the Audit Committee included the deliberation and review of:

- i. the Group's quarterly and year-end financial results prior to submission to the Board for consideration and approval;
- ii. the audit planning memorandum of the External Auditors in terms of their audit strategy, audit focus and resources prior to commencement of their annual audit;
- iii. matters arising from the audit of the Group in a meeting with the External Auditors without the presence of any executive officer of the Group;
- iv. the performance of the External Auditors and the recommendations to the Board on their reappointment and remuneration;
- v. the Audit Committee Report and its recommendation to the Board for inclusion in the Annual Report;
- vi. the Statement on Internal Control and Statement of Corporate Governance and its recommendation to the Board for inclusion in the Annual Report;
- vii. the summaries of risk assessment results arising from risk evaluations conducted by the Management prior to their submission to the Board for their consideration and approval;
- viii. the risk-based annual audit plan and resource requirement proposed by the Internal Auditors for the Group;
- ix. the audit reports presented by the Internal Auditors on major findings, recommendations and Management's responses thereto;
- x. the results of follow-up audits conducted by the Internal Auditors on the Management's implementation of audit recommendations;
- xi. related party transactions as required under the Listing Requirements to ascertain that the transactions are conducted at arm's length prior to submission for the Board's consideration and, where appropriate, shareholders' approval; and
- xii. share option allocations pursuant to the ESOS of the Company during the financial year under review that had been verified by the Internal Auditors. The Audit Committee was satisfied that the allocation of share options pursuant to the ESOS during the financial year ended 31 July 2009 was in compliance with the criteria set out in the ESOS by-laws and by the ESOS Committee.

### Internal Audit Function and Activities

The Internal Audit function of the Company is performed in-house by its Internal Audit Department. The Internal Audit Department reports directly to the Audit Committee. The Internal Audit Department adopts a risk-based audit approach when preparing its annual audit plan which is approved by the Audit Committee. The annual audit plan covers the business units and projects of the Group.

The principal role of the Internal Audit Department is to provide independent and objective reports on the effectiveness of the system of internal controls within the business units and projects of the Group.

During the year, the Internal Audit Department has undertaken independent audit assignments on business units and projects of the Group in accordance with the approved annual audit plan. The resultant audit reports were presented to the Audit Committee for deliberation and where required, forwarded to the Management for the necessary corrective actions to be taken.

A summary of the Internal Audit activities during the financial period is as follows:

- i. prepared its annual audit plan for consideration by the Audit Committee;
- ii. performed operational audits on business units and projects of the Group to ascertain the adequacy and integrity of their system of internal controls and made recommendations for improvement where weaknesses were found;
- iii. conducted follow-up reviews to determine the adequacy, effectiveness and timeliness of action taken by the Management on audit recommendations and provided updates on their status to the Audit Committee;
- iv. reviewed the allocations of share options pursuant to the ESOS during the financial year to verify whether they were in accordance with the criteria set out in the ESOS by-laws and by the ESOS Committee; and
- v. reviewed related party transactions.

Total cost incurred for the Internal Audit Department for the financial year ended 31 July 2009 was RM 863,770.

# Additional Compliance Information

## 1. Non-audit Fees

The amount of non-audit fees paid by the Company and its subsidiaries to the external auditors and their affiliated company/firm for the financial year 2009 was RM60,000.

## 2. Share Buy-back

The Company did not purchase any of its own shares during the financial year 2009.

## 3. Exercise of Options, Warrants or Convertible Securities

4,241,000 options in relation to the Employees Share Option Scheme were exercised during the financial year 2009.

## 4. Material Contracts Involving Directors'/Major Shareholders' Interests

Other than as disclosed in Note 40 of the Financial Statements, there were no material contracts entered into by the Company or its subsidiaries involving Directors' and major shareholders' interests since 1 August 2008.

## 5. Revaluation Policy on Landed Properties

The Group does not adopt a policy of regular revaluation.

## 6. Sanctions or Penalties

There were no material sanctions or penalties imposed by the relevant regulatory bodies on the Company or its subsidiaries, directors or management during the financial year 2009.

## 7. Utilisation of Proceeds Raised from Corporate Proposals

There were no proceeds raised from corporate proposals during the financial year 2009.

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# Directors' Report

The directors have pleasure in presenting their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 July 2009.

## Principal Activities

The principal activities of the Company are that of investment holding and civil engineering construction.

The principal activities of the subsidiaries are described in Note 17 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year.

## Results

	Group RM'000	Company RM'000
Profit for the year	204,154	94,194
Attributable to:		
Equity holders of the Company	193,689	94,194
Minority interests	10,465	–
	204,154	94,194

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the statements of changes in equity.

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

## Dividends

The amount of dividends declared and paid by the Company since 31 July 2008 were as follows:

	RM'000
<b>In respect of the financial year ended 31 July 2009</b>	
First interim dividend of 4% less 25% taxation paid on 3 February 2009	60,185
Second interim dividend of 4% less 25% taxation paid on 18 August 2009	60,405
	120,590

The directors do not recommend the payment of any final dividend in respect of the current financial year.



## Directors

The names of the directors of the Company in office since the date of the last report and at the date of this report are:

Y Bhg Tan Sri Dato' Ir. Talha bin Haji Mohd Hashim  
 Y Bhg Dato' Lin Yun Ling  
 Y Bhg Tan Sri Dato' Mohd Ramli bin Kushairi  
 Y Bhg Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain  
 YAM Raja Dato' Seri Eleena binti Raja Azlan Shah  
 Y M Raja Dato' Seri Abdul Aziz bin Raja Salim  
 Y Bhg Dato' Seri Ir. Kamarul Zaman bin Mohd Ali  
 Y Bhg Dato' Haji Azmi bin Mat Nor  
 Y Bhg Dato' Ir. Ha Tiing Tai  
 Y Bhg Dato' Goon Heng Wah  
 Ng Kee Leen  
 Wong Chin Yen  
 Saw Wah Theng  
 Chow Chee Wah (*alternate to Y Bhg Dato' Lin Yun Ling*)

## Directors' Benefits

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate, other than those arising from the share options granted pursuant to the Employees' Share Option Scheme ("ESOS").

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as shown in Note 6 to the financial statements or the fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with any director or with a firm of which he is a member, or with a company in which he has a substantial financial interest, except as disclosed in Note 40 to the financial statements.

## Directors' Interests

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares and options in the Company and its related corporations during the financial year were as follows:

	<----- Number of Ordinary Shares of RM1 Each ----->			31 July 2009
	1 August 2008	Transferred in/Bought Exercise of ESOS	Transferred out/Sold	
<b>Gamuda Berhad</b>				
<b>Direct Holding</b>				
Y Bhg Tan Sri Dato' Ir. Talha bin Haji Mohd Hashim	751,656	–	–	<b>751,656</b>
Y Bhg Dato' Lin Yun Ling	3,000,000	–	(2,400,000)	<b>600,000</b>
Y Bhg Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain	120,000	–	–	<b>120,000</b>
YAM Raja Dato' Seri Eleena binti Raja Azlan Shah	200,000	–	–	<b>200,000</b>
YM Raja Dato' Seri Abdul Aziz bin Raja Salim	40,000	–	–	<b>40,000</b>
Y Bhg Dato' Seri Ir. Kamarul Zaman bin Mohd Ali	1,991,000	110,000	(2,000,000)	<b>101,000</b>
Y Bhg Dato' Haji Azmi bin Mat Nor	–	239,000	–	<b>239,000</b>
Y Bhg Dato' Ir. Ha Tiing Tai	18,015,876	–	–	<b>18,015,876</b>
Y Bhg Dato' Goon Heng Wah	13,080,000	–	–	<b>13,080,000</b>
Ng Kee Leen	32,024,898	–	–	<b>32,024,898</b>
Saw Wah Theng	250,000	–	–	<b>250,000</b>
Chow Chee Wah	108,000	–	–	<b>108,000</b>

## Directors' Report

### Directors' Interests (cont'd)

	----- Number of Ordinary Shares of RM1 Each -----			
	1 August 2008	Transferred in/Bought	Sold	31 July 2009
<b>Gamuda Berhad</b>				
<b>Indirect Holding</b>				
Y Bhg Tan Sri Dato' Ir. Talha bin Haji Mohd Hashim #	128,000	-	-	<b>128,000</b>
Y Bhg Dato' Lin Yun Ling ^	31,697,636	2,400,000	-	<b>34,097,636</b>
YAM Raja Dato' Seri Eleena binti Raja Azlan Shah *	150,500,000	-	-	<b>150,500,000</b>
Y Bhg Dato' Seri Ir. Kamarul Zaman bin Mohd Ali #	797,630	1,950,000	-	<b>2,747,630</b>
Y Bhg Dato' Ir. Ha Tiing Tai #	14,200	-	-	<b>14,200</b>
Y Bhg Dato' Goon Heng Wah #	5,104,032	-	-	<b>5,104,032</b>
Ng Kee Leen #	2,522,472	-	(1,000,000)	<b>1,522,472</b>

^ Deemed interest through HSBC (Malaysia) Trustee Berhad

\* Deemed interest through Generasi Setia (M) Sdn. Bhd.

# Deemed interest through spouse

### Employees' Share Option Scheme ("ESOS")

	Option price RM	----- Number of Options -----			
		1 August 2008	Allotted	Exercised	31 July 2009
Y Bhg Tan Sri Dato' Mohd Ramli bin Kushairi	1.73*	200,000	-	-	<b>200,000</b>
Y M Raja Dato' Seri Abdul Aziz bin Raja Salim	1.73*	80,000	-	-	<b>80,000</b>
Y Bhg Dato' Seri Ir. Kamarul Zaman bin Mohd Ali	1.73*	504,000	-	(100,000)	<b>404,000</b>
Y Bhg Dato' Seri Ir. Kamarul Zaman bin Mohd Ali	3.63*	270,000	-	-	<b>270,000</b>
Y Bhg Dato' Haji Azmi bin Mat Nor	1.73*	204,000	-	(204,000)	-
Y Bhg Dato' Haji Azmi bin Mat Nor	1.94	-	35,000	(35,000)	-
Wong Chin Yen	1.73*	80,000	-	-	<b>80,000</b>
Saw Wah Theng	1.94	-	75,000	-	<b>75,000</b>
Chow Chee Wah	1.94	-	35,000	-	<b>35,000</b>

\* Adjusted pursuant to the bonus issue on 25 October 2007.

Other than as disclosed above, none of the Directors in office at the end of the financial year had any interest in shares or options over shares of the Company or its related corporations during the financial year.

### Issue of Shares

During the financial year, the Company increased its issued and paid up capital from RM2,005,016,108 to RM2,009,257,108 by the issuance of 4,241,000 new ordinary shares of RM1.00 each for cash arising from the exercise of options under the Company's ESOS at the following option prices:

Number of shares issued	Option price per share (RM)
3,239,000	1.73
691,000	1.94
257,000	2.29
54,000	2.60
<hr/> 4,241,000	

The new ordinary shares rank pari passu in all respects with the existing ordinary shares of the Company.

### Employees' Share Option Scheme

The Gamuda Berhad Employees' Share Option Scheme ("ESOS") was approved by shareholders at the Extraordinary General Meeting held on 5 July 2006 and became effective for 5 years from 6 July 2006 to 5 July 2011.

The principal features of the ESOS, details of share options exercised during the financial year and outstanding at the end of the financial year are disclosed in Note 27(b).

### Other Statutory Information

- (a) Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps:
- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts and that adequate provision had been made for doubtful debts; and
  - (ii) to ensure that any current assets which were unlikely to realise their value as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
- (i) it necessary to write off any bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; and
  - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

## Directors' Report

### Other Statutory Information (cont'd)

- (e) As at the date of this report, there does not exist:
- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (f) In the opinion of the directors:
- (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations when they fall due; and
  - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.
- (g) The Company has been granted exemption by the Companies Commission of Malaysia for its two subsidiaries, Gamuda-Nam Long Development Limited Liability Company and Gamuda Land Vietnam Limited Liability Company, with June financial year end from having to comply with Section 168(1)(b) of the Companies Act, 1965 to adopt a financial year end which coincides with that of its holding company for the financial year ended 31 July 2009.

### Significant Events

The significant events are as disclosed in Note 41.

### Auditors

The auditors, Ernst & Young, have expressed their willingness to continue in office.

Signed on behalf of the Board in accordance with a resolution of the directors dated 8 October 2009.

**Y Bhg Tan Sri Dato' Ir. Talha Bin Haji Mohd Hashim**  
Chairman

**Saw Wah Theng**  
Finance Director

# Statement by Directors

PURSUANT TO SECTION 169(15) OF THE COMPANIES ACT, 1965

We, Y Bhg Tan Sri Dato' Ir. Talha Bin Haji Mohd Hashim and Saw Wah Theng, being two of the directors of Gamuda Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 86 to 175 are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable Financial Reporting Standards in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 July 2009 and of the results and the cash flows of the Group and of the Company for the year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 8 October 2009.

**Y Bhg Tan Sri Dato' Ir. Talha Bin Haji Mohd Hashim**

*Chairman*

**Saw Wah Theng**

*Finance Director*

# Statutory Declaration

PURSUANT TO SECTION 169(16) OF THE COMPANIES ACT, 1965

I, Saw Wah Theng, being the director primarily responsible for the financial management of Gamuda Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 86 to 175 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the )  
 abovenamed Saw Wah Theng at )  
 Petaling Jaya in Selangor Darul Ehsan )  
 on 8 October 2009. )

**Saw Wah Theng**

Before me,

**R. Vasugi Ammal (No: W480)**

*Commissioner of Oaths*

# Independent Auditors' Report

TO THE MEMBERS OF GAMUDA BERHAD  
(Incorporated in Malaysia)

## Report on the Financial Statements

We have audited the financial statements of Gamuda Berhad, which comprise the balance sheets as at 31 July 2009 of the Group and of the Company, and the income statements, statements of changes in equity and cash flow statements of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 86 to 175.

### *Directors' responsibility for the financial statements*

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Financial Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

### *Auditors' responsibility*

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

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

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

### *Opinion*

In our opinion, the financial statements have been properly drawn up in accordance with Financial Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 July 2009 and of their financial performance and cash flows for the year then ended.

## Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We have considered the accounts and the auditors' reports of the subsidiaries of which we have not acted as auditors, which are indicated in Note 17 to the financial statements.
- (c) We are satisfied that the accounts of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for those purposes.
- (d) The auditors' reports on the accounts of the subsidiaries were not subject to any qualification and did not include any comment required to be made under Section 174(3) of the Act.

## Independent Auditors' Report

TO THE MEMBERS OF GAMUDA BERHAD

### Other Matters

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

#### **Ernst & Young**

*AF: 0039*

*Chartered Accountants*

#### **George Koshy**

*No. 1846/07/11(J)*

*Chartered Accountant*

Kuala Lumpur, Malaysia

8 October 2009.

# Consolidated Income Statement

FOR THE YEAR ENDED 31 JULY 2009

	Note	2009 RM'000	2008 RM'000
Revenue	3	<b>2,727,302</b>	2,403,660
Other income		<b>37,679</b>	44,436
Construction contract costs recognised as contract expenses		<b>(2,009,778)</b>	(1,374,577)
Land and development costs		<b>(289,880)</b>	(306,864)
Changes in inventory of finished goods and work in progress		<b>(622)</b>	(3,393)
Purchases – raw materials		<b>(39,888)</b>	(37,576)
– trading materials		<b>(39,753)</b>	(163,079)
Production overheads		<b>(42,911)</b>	(43,883)
Staff costs	5	<b>(79,379)</b>	(74,572)
Depreciation		<b>(14,373)</b>	(12,022)
Other operating expenses		<b>(64,616)</b>	(109,828)
Profit from operations	4	<b>183,781</b>	322,302
Finance costs	7	<b>(44,834)</b>	(24,940)
Share of profits of associated companies		<b>143,210</b>	173,452
Profit before taxation		<b>282,157</b>	470,814
Taxation	8	<b>(78,003)</b>	(131,886)
Profit for the year		<b>204,154</b>	338,928
Attributable to:			
Equity holders of the Company		<b>193,689</b>	325,078
Minority interests		<b>10,465</b>	13,850
		<b>204,154</b>	338,928
Earnings per share (sen)			
Basic	9	<b>9.65</b>	16.27
Diluted	9	<b>9.62</b>	16.17
Net dividends per ordinary share (sen)	10	<b>6</b>	18

The accompanying notes form an integral part of the financial statements.



# Consolidated Balance Sheet

AS AT 31 JULY 2009

	Note	2009 RM'000	2008 RM'000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	364,419	288,130
Land held for property development	12(a)	482,678	519,277
Investment properties	13	2,648	3,288
Prepaid land lease payments	14	6,650	7,232
Motorway development expenditure	15	326,271	326,809
Concession and quarry rights	16	65,747	68,189
Investments in associated companies	18	1,286,680	1,510,822
Other investments	20	733	733
Deferred tax assets	32	23,114	13,777
Receivables	22(b)	40,306	42,433
		<b>2,599,246</b>	2,780,690
<b>Current assets</b>			
Property development costs	12(b)	440,186	388,513
Inventories	21	101,082	110,122
Receivables	22(a)	1,459,134	1,624,370
Tax recoverable		24,114	4,996
Marketable securities	23	100,668	20,000
Cash and bank balances	26	1,154,029	845,610
		<b>3,279,213</b>	2,993,611
<b>Total assets</b>		<b>5,878,459</b>	5,774,301
<b>Equity and liabilities</b>			
<b>Equity attributable to equity holders of the Company</b>			
Share capital	27	2,009,257	2,005,016
Reserves		1,151,754	1,046,566
Shareholders' equity		3,161,011	3,051,582
<b>Minority interests</b>		<b>46,763</b>	45,901
<b>Total equity</b>		<b>3,207,774</b>	3,097,483
<b>Non-current liabilities</b>			
Other payables	31	15,651	28,736
Deferred tax liabilities	32	17,083	17,549
Long term borrowings	33	1,210,500	1,036,500
		<b>1,243,234</b>	1,082,785
<b>Current liabilities</b>			
Short term borrowings	34	328,165	782,253
Payables	35	1,072,642	778,489
Provision for liabilities	37	11,826	7,299
Tax payable		14,818	25,992
		<b>1,427,451</b>	1,594,033
<b>Total liabilities</b>		<b>2,670,685</b>	2,676,818
<b>Total equity and liabilities</b>		<b>5,878,459</b>	5,774,301

The accompanying notes form an integral part of the financial statements.

# Consolidated Statement of Changes in Equity

FOR THE YEAR ENDED 31 JULY 2009

Group	Note	----- Attributable to equity holders of the Company -----							
		----- Non-distributable -----				Distributable		Minority interest	Total equity
		Share capital	Share premium	Option reserves	Other reserves	Retained profits	Total		
RM'000	RM'000	RM'000	(Note 28) RM'000	(Note 29) RM'000	RM'000	RM'000	RM'000	RM'000	
<b>At 1 August 2007</b>		981,528	955,688	6,454	42,349	959,931	2,945,950	48,433	2,994,383
Currency translation differences		-	-	-	13,985	-	13,985	(13,561)	424
Share of capital reserve in an associated company		-	-	-	32,816	-	32,816	-	32,816
Net income/(expense) recognised directly in equity		-	-	-	46,801	-	46,801	(13,561)	33,240
Profit for the year		-	-	-	-	325,078	325,078	13,850	338,928
Total recognised income and expense for the year		-	-	-	46,801	325,078	371,879	289	372,168
Issue of ordinary shares pursuant to:									
Exercise of ESOS	27	17,667	30,675	-	-	-	48,342	-	48,342
Conversion of warrants	27	10,858	29,860	-	-	-	40,718	-	40,718
Bonus issue	27	994,963	(994,963)	-	-	-	-	-	-
Acquisition of shares in a subsidiary		-	-	-	-	-	-	4,694	4,694
Share options granted under ESOS		-	-	14,003	-	-	14,003	-	14,003
Share options exercised under ESOS		-	6,093	(5,091)	-	-	1,002	-	1,002
Dividends	10	-	-	-	-	(370,312)	(370,312)	-	(370,312)
Dividend paid by subsidiaries to minority interest		-	-	-	-	-	-	(7,515)	(7,515)
<b>At 31 July 2008</b>		2,005,016	27,353	15,366	89,150	914,697	3,051,582	45,901	3,097,483

## Consolidated Statement of Changes in Equity

FOR THE YEAR ENDED 31 JULY 2009

Group	Note	----- Attributable to equity holders of the Company -----							
		<----- Non-distributable ----->				Distributable			
		Share capital RM'000	Share premium RM'000	Option reserves RM'000	Other reserves (Note 28) RM'000	Retained profits (Note 29) RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
<b>At 1 August 2008</b>		<b>2,005,016</b>	<b>27,353</b>	<b>15,366</b>	<b>89,150</b>	<b>914,697</b>	<b>3,051,582</b>	<b>45,901</b>	<b>3,097,483</b>
Currency translation differences		-	-	-	13,076	-	13,076	(988)	12,088
Share of capital reserve in an associated company		-	-	-	3,064	-	3,064	-	3,064
Net income/(expense) recognised directly in equity		-	-	-	16,140	-	16,140	(988)	15,152
Profit for the year		-	-	-	-	193,689	193,689	10,465	204,154
Total recognised income and expense for the year		-	-	-	16,140	193,689	209,829	9,477	219,306
Issue of ordinary shares pursuant to:									
Exercise of ESOS	27	4,241	3,432	-	-	-	7,673	-	7,673
Share options granted under ESOS		-	-	14,780	-	-	14,780	-	14,780
Share options exercised under ESOS		-	1,204	(3,467)	-	-	(2,263)	-	(2,263)
Dividends	10	-	-	-	-	(120,590)	(120,590)	-	(120,590)
Distribution of profit to minority partners of unincorporated subsidiaries		-	-	-	-	-	-	(8,615)	(8,615)
<b>At 31 July 2009</b>		<b>2,009,257</b>	<b>31,989</b>	<b>26,679</b>	<b>105,290</b>	<b>987,796</b>	<b>3,161,011</b>	<b>46,763</b>	<b>3,207,774</b>

The accompanying notes form an integral part of the financial statements.

# Consolidated Cash Flow Statement

FOR THE YEAR ENDED 31 JULY 2009

	2009 RM'000	2008 RM'000
<b>Cash flows from operating activities</b>		
Profit before taxation	<b>282,157</b>	470,814
Adjustments for:		
Amortisation of concession and quarry rights	<b>2,442</b>	5,433
Amortisation of prepaid land lease payments	<b>582</b>	496
Amortisation of motorway development expenditure	<b>538</b>	838
Depreciation	<b>14,373</b>	12,022
Property, plant and equipment written off	<b>1,888</b>	8
Impairment loss on property, plant and equipment	<b>12,903</b>	–
Net provision for contracts	<b>9,890</b>	4,888
Provision for doubtful debts	<b>2,128</b>	44
Provision/(reversal of provision) for liabilities	<b>4,527</b>	(5,012)
Provision for retirement benefits	<b>1,643</b>	1,050
Provision/(reversal of provision) for short term accumulating compensated absences	<b>1,157</b>	(220)
Gain on disposal of property, plant and equipment	<b>(1,275)</b>	(319)
Share of profits from associated companies	<b>(143,210)</b>	(173,452)
Share based payments	<b>14,780</b>	14,003
Unrealised (gain)/loss on foreign exchange	<b>(14,804)</b>	15,049
Distribution from investment management funds	<b>(1,844)</b>	(2,957)
Interest income	<b>(24,557)</b>	(24,623)
Interest expense	<b>44,834</b>	24,940
Operating profit before working capital changes	<b>208,152</b>	343,002
Increase in development properties	<b>(66,663)</b>	(117,222)
Decrease in inventories	<b>9,040</b>	30,373
Decrease/(increase) in receivables	<b>244,042</b>	(711,549)
Increase in payables	<b>192,826</b>	29,467
Cash generated from/(used in) operations	<b>587,397</b>	(425,929)
Dividend received from associated companies	<b>172,407</b>	226,611
Income taxes paid	<b>(106,231)</b>	(99,768)
Interest paid	<b>(44,834)</b>	(24,940)
Retirement benefits paid	<b>(95)</b>	(82)
Net cash generated from/(used in) operating activities	<b>608,644</b>	(324,108)

## Consolidated Cash Flow Statement

FOR THE YEAR ENDED 31 JULY 2009

	2009 RM'000	2008 RM'000
<b>Cash flows from investing activities</b>		
Purchase of land held for property development	<b>(42,032)</b>	(38,311)
Purchase of property, plant and equipment	<b>(55,372)</b>	(56,830)
Proceeds from disposal of property, plant and equipment	<b>11,095</b>	4,382
Investment in associated companies	<b>(20,522)</b>	(66,100)
(Purchase)/proceeds on maturity of marketable securities	<b>(80,668)</b>	5,000
Capital repayment from an associated company	<b>213,953</b>	–
Proceeds from a minority shareholder for acquisition of shares in a subsidiary	–	4,694
Distribution received from investment management funds	<b>1,844</b>	2,957
Interest received	<b>24,557</b>	24,623
Net cash generated from/(used in) investing activities	<b>52,855</b>	(119,585)
<b>Cash flows from financing activities</b>		
Net (repayment)/drawdown of short term borrowings	<b>(496,059)</b>	437,430
Repayment of bonds	–	(400,000)
Drawdown of term loan	<b>169,000</b>	50,000
Net drawdown of medium term notes	<b>30,000</b>	515,000
Proceeds from conversion of warrants	–	40,718
Net proceeds from exercise of ESOS	<b>7,673</b>	48,342
Dividend paid to shareholders	<b>(60,185)</b>	(370,312)
Dividend paid by subsidiaries to minority interests	–	(7,515)
Distribution of profit to minority partners of unincorporated subsidiaries	<b>(8,615)</b>	–
Net cash (used in)/generated from financing activities	<b>(358,186)</b>	313,663
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>303,313</b>	(130,030)
<b>Effects of exchange rate changes</b>	<b>5,106</b>	(4,629)
<b>Cash and cash equivalents at beginning of year</b>	<b>845,610</b>	980,269
<b>Cash and cash equivalents at end of year (Note 26)</b>	<b>1,154,029</b>	845,610

# Income Statement

FOR THE YEAR ENDED 31 JULY 2009

	Note	2009 RM'000	2008 RM'000
Revenue	3	<b>447,129</b>	882,393
Other income		<b>25,026</b>	65,399
Construction contract costs recognised as contract expenses		<b>(230,243)</b>	(203,158)
Staff costs	5	<b>(32,461)</b>	(28,008)
Depreciation		<b>(2,347)</b>	(1,673)
Other operating expenses		<b>(40,749)</b>	(41,063)
Profit from operations	4	<b>166,355</b>	673,890
Finance costs	7	<b>(32,774)</b>	(15,347)
Profit before taxation		<b>133,581</b>	658,543
Taxation	8	<b>(39,387)</b>	(157,405)
Profit for the year		<b>94,194</b>	501,138
Net dividends per ordinary share (sen)	10	<b>6</b>	18

The accompanying notes form an integral part of the financial statements.

# Balance Sheet

AS AT 31 JULY 2009

	Note	2009 RM'000	2008 RM'000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	29,060	43,525
Investment properties	13	11,462	11,613
Prepaid land lease payments	14	833	855
Investments in subsidiaries	17	654,450	603,426
Investments in associated companies	18	694,549	887,980
Investments in jointly controlled entities	19	224,476	224,476
Other investments	20	733	733
Deferred tax assets	32	3,092	–
		<b>1,618,655</b>	1,772,608
<b>Current assets</b>			
Receivables	22(a)	127,663	108,411
Due from subsidiaries	25	1,237,523	1,351,472
Tax recoverable		11,641	1,203
Marketable securities	23	59,150	–
Cash and bank balances	26	455,606	376,263
		<b>1,891,583</b>	1,837,349
<b>Total assets</b>		<b>3,510,238</b>	3,609,957
<b>Equity and liabilities</b>			
<b>Equity attributable to equity holders of the Company</b>			
Share capital	27	2,009,257	2,005,016
Reserves		482,024	493,052
Shareholders' equity		<b>2,491,281</b>	2,498,068
<b>Non-current liabilities</b>			
Other payables	31	3,055	2,743
Deferred tax liabilities	32	–	109
Long term borrowings	33	480,000	480,000
		<b>483,055</b>	482,852
<b>Current liabilities</b>			
Short term borrowings	34	268,165	433,722
Payables	35	132,761	82,553
Due to subsidiaries	36	134,976	112,762
		<b>535,902</b>	629,037
<b>Total liabilities</b>		<b>1,018,957</b>	1,111,889
<b>Total equity and liabilities</b>		<b>3,510,238</b>	3,609,957

The accompanying notes form an integral part of the financial statements.

# Statement of Changes in Equity

FOR THE YEAR ENDED 31 JULY 2009

Company	Note	<----- Non-distributable ----->				Distributable	Total RM'000
		Share capital RM'000	Share premium RM'000	Option reserves RM'000	Other reserves (Note 28) RM'000	Retained profits (Note 29) RM'000	
<b>At 1 August 2007</b>		981,528	955,688	6,454	781	318,675	2,263,126
Currency translation differences, representing net income recognised directly in equity		-	-	-	51	-	51
Profit for the year		-	-	-	-	501,138	501,138
Total recognised income and expense for the year		981,528	955,688	6,454	832	819,813	2,764,315
Issue of ordinary shares pursuant to:							
Exercise of ESOS	27	17,667	30,675	-	-	-	48,342
Conversion of warrants	27	10,858	29,860	-	-	-	40,718
Bonus issue	27	994,963	(994,963)	-	-	-	-
Share options granted under ESOS		-	-	14,003	-	-	14,003
Share options exercised under ESOS		-	6,093	(5,091)	-	-	1,002
Dividends	10	-	-	-	-	(370,312)	(370,312)
<b>At 31 July 2008</b>		2,005,016	27,353	15,366	832	449,501	2,498,068
<b>At 1 August 2008</b>		<b>2,005,016</b>	<b>27,353</b>	<b>15,366</b>	<b>832</b>	<b>449,501</b>	<b>2,498,068</b>
Currency translation differences, representing net expense recognised directly in equity		-	-	-	(581)	-	(581)
Profit for the year		-	-	-	-	94,194	94,194
Total recognised income and expense for the year		2,005,016	27,353	15,366	251	543,695	2,591,681
Issue of ordinary shares pursuant to:							
Exercise of ESOS	27	4,241	3,432	-	-	-	7,673
Share options granted under ESOS		-	-	14,780	-	-	14,780
Share options exercised under ESOS		-	1,204	(3,467)	-	-	(2,263)
Dividends	10	-	-	-	-	(120,590)	(120,590)
<b>At 31 July 2009</b>		<b>2,009,257</b>	<b>31,989</b>	<b>26,679</b>	<b>251</b>	<b>423,105</b>	<b>2,491,281</b>

The accompanying notes form an integral part of the financial statements.



# Cash Flow Statement

FOR THE YEAR ENDED 31 JULY 2009

	2009 RM'000	2008 RM'000
<b>Cash flows from operating activities</b>		
Profit before taxation	133,581	658,543
Adjustments for:		
Appropriation of profits from unincorporated subsidiaries	(53,701)	(149,862)
Amortisation of prepaid land lease payments	22	22
Depreciation	2,347	1,673
Impairment loss on property, plant and equipment	12,903	–
Provision for retirement benefits	312	334
Provision for short term accumulating compensated absences	–	60
Gain on disposal of property, plant and equipment	(476)	(46)
Property, plant and equipment written off	5	1
Unrealised loss/(gain) on foreign exchange	1,559	(15,199)
Share based payments	14,780	14,003
Dividend income	(213,699)	(475,492)
Distribution from investment management funds	(1,507)	(2,957)
Interest income	(18,974)	(19,413)
Interest expense	32,774	15,347
Operating (loss)/profit before working capital changes	(90,074)	27,014
Decrease/(increase) in due from subsidiaries	129,361	(333,740)
Increase in due to subsidiaries	22,214	147,295
(Increase)/decrease in receivables	(17,454)	38,847
Increase/(Decrease) in payables	40,747	(14,043)
Cash generated from/(used in) operations	84,794	(134,627)
Dividend received	197,582	389,552
Income taxes paid	(36,909)	(75,192)
Interest paid	(32,774)	(15,347)
Retirement benefits paid	(25)	(52)
Net cash generated from operating activities	212,668	164,334
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(2,613)	(4,313)
Proceeds from disposal of property, plant and equipment	590	50
Purchase of marketable securities	(59,150)	–
Capital repayment from an associated company	213,953	–
Investment in subsidiaries	(51,024)	(193,153)
Investment in associated companies	(20,522)	(66,100)
Investment in jointly controlled entities	–	(16,499)
Distribution received from investment management funds	1,507	2,957
Interest received	18,974	19,413
Net cash generated from/(used in) in investing activities	101,715	(257,645)
<b>Cash flows from financing activities</b>		
Drawdown of medium term notes	–	480,000
Repayment of bonds	–	(400,000)
Net (repayment)/drawdown of revolving credit	(182,528)	161,399
Proceeds from conversion of warrants	–	40,718
Net proceeds from exercise of ESOS	7,673	48,342
Dividend paid to shareholders	(60,185)	(370,312)
Net cash used in financing activities	(235,040)	(39,853)
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>79,343</b>	<b>(133,164)</b>
<b>Cash and cash equivalents at beginning of year</b>	<b>376,263</b>	<b>509,427</b>
<b>Cash and cash equivalents at end of year (Note 26)</b>	<b>455,606</b>	<b>376,263</b>

The accompanying notes form an integral part of the financial statements.

# Notes to the Financial Statements

31 JULY 2009

## 1. Corporate Information

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office and principal place of business of the Company is located at 78, Jalan SS22/21, Damansara Jaya, 47400 Petaling Jaya, Selangor Darul Ehsan.

The principal activities of the Company are that of investment holding and civil engineering construction. The principal activities of the subsidiaries are described in Note 17. There have been no significant changes in the nature of these activities during the financial year.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 8 October 2009.

## 2. Significant Accounting Policies

### 2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared on a historical basis unless otherwise indicated in the accounting policies below. The financial statements also comply with the provisions of the Companies Act, 1965 and applicable Financial Reporting Standards ("FRS") in Malaysia.

The financial statements are presented in Ringgit Malaysia (RM) and all values are rounded to the nearest thousand (RM'000) except when otherwise indicated.

### 2.2 Summary of significant accounting policies

#### (a) Subsidiaries and basis of consolidation

##### (i) Subsidiaries

Subsidiaries are entities over which the Group has the ability to control the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group has such power over another entity.

In the Company's separate financial statements, investments in subsidiaries are stated at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

##### (ii) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at balance sheet date. The financial statements of the subsidiaries are prepared for the same reporting date as the Company. When the reporting dates of the Company and certain subsidiaries are different, the subsidiaries have prepared, for consolidation purposes, additional financial statements as of the same date as the financial statements of the Company.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. A joint venture is deemed to be a subsidiary when the Group has power to exercise control over the financial and operating policies so as to obtain benefits therefrom.

In preparing the consolidated financial statements, intragroup balances, transactions and unrealised gains or losses are eliminated in full. Uniform accounting policies are adopted in the consolidated financial statements for like transactions and events in similar circumstances.

## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (a) Subsidiaries and basis of consolidation (cont'd)

##### (ii) Basis of consolidation (cont'd)

Acquisitions of subsidiaries are accounted for using the purchase method. The purchase method of accounting involves allocating the cost of the acquisition to the fair value of the assets acquired and liabilities and contingent liabilities assumed at the date of acquisition. The cost of an acquisition is measured as the aggregate of the fair values, at the date of exchange, of the assets given, liabilities incurred or assumed, and equity instruments issued, plus any costs directly attributable to the acquisition.

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

Minority interests represent the portion of profit or loss and net assets in subsidiaries not held by the Group. It is measured at the minorities' share of the fair value of the subsidiaries' identifiable assets and liabilities at the acquisition date and the minorities' share of changes in the subsidiaries' equity since then.

#### (b) Associated companies

Associated companies are entities in which the Group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but not in control or joint control over those policies.

Investments in associated companies are accounted for in the consolidated financial statements by the equity method of accounting. Under the equity method of accounting, the Group's share of profits less losses of associated companies during the financial year is included in the consolidated income statement. Where there has been a change recognised directly in the equity of the associated companies, the Group recognises its share of such changes. The Group's interest in associated companies is carried in the consolidated balance sheet at cost plus the Group's share of post-acquisition reserves.

Unrealised gains on transactions between the Group and the associated companies are eliminated to the extent of the Group's interest in the associated companies. Unrealised losses are eliminated unless the cost cannot be recovered. After application of the equity method, the Group determines whether it is necessary to recognise any additional impairment loss with respect to the Group's net investment in the associated company. The associated company is equity accounted for from the date the Group obtains significant influence until the date the Group ceases to have significant influence over the associated company.

Goodwill relating to an associated company is included in the carrying amount of the investment and is not amortised. Any excess of the Group's share of the net fair value of the associated company's identifiable assets, liabilities and contingent liabilities over the cost of the investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of the associated company's profit or loss in the period in which the investment is acquired.

When the Group's share of losses in an associated company equals or exceeds its interest in the associated company, including any long-term interests that, in substance, form part of the Group's net investment in the associated company, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associated company.

## Notes to the Financial Statements

31 JULY 2009

### 2. Significant Accounting Policies (Cont'd)

#### 2.2 Summary of significant accounting policies (cont'd)

##### (b) Associated companies (cont'd)

The most recent available audited financial statements of the associated companies are used by the Group. Where the dates of the audited financial statements used are not coterminous with those of the Group, the share of results is arrived at from the last audited financial statements available and management financial statements to the end of the accounting period. Uniform accounting policies are adopted for like transactions and events in similar circumstances.

In the Company's separate financial statements, investments in associated companies are stated at cost less impairment losses.

On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

##### (c) Jointly controlled entities

The Group has interests in joint ventures which are jointly controlled entities. A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a jointly controlled entity is a joint venture that involves the establishment of a separate entity in which each venturer has an interest.

Investments in jointly controlled entities are accounted for in the consolidated financial statements using the proportionate consolidation method of accounting. The Group combines its share of each of the assets, liabilities, income and expenses of the joint ventures with the similar items, line by line, in its consolidated financial statements. The financial statements of the joint ventures are prepared for the same reporting dates as the parent company using consistent accounting policies. When the reporting dates of the parent company and certain jointly controlled entities are different, the jointly controlled entities have prepared, for consolidation purposes, additional financial statements as of the same date as the financial statements of the parent company.

The joint ventures are proportionately consolidated until the date on which the Group ceases to have joint control over the joint ventures.

In the Company's separate financial statements, investments in jointly controlled entities are stated at cost less impairment losses.

On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

##### (d) Concession and quarry rights

Concession and quarry rights arising from acquisition of subsidiaries are attributable to costs incurred which are related to arrangements whereby the Group is able to obtain economic benefits over future years. The useful lives of the concession and quarry rights are assessed to be finite. Concession and quarry rights with finite life are amortised on a straight-line basis over the estimated useful economic life of 30 years and assessed for impairment whenever there is indication that they may be impaired. The amortisation period and the amortisation method for the concession and quarry rights are reviewed at least at each balance sheet date.

Concession and quarry rights are stated at cost less accumulated amortisation and impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 2.2(j).

## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (e) Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Subsequent to recognition, property, plant and equipment except for freehold land are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land has an unlimited useful life and therefore is not depreciated. Construction-in-progress are stated at cost and not depreciated as these assets are not available for use. Depreciation of other property, plant and equipment is provided for on a straight line basis to write off the cost or valuation of each asset to its residual value over the estimated useful life, at the following annual rates:

Buildings	2%
Plant, machinery and golf, gym and club house equipment	12% – 33%
Office equipment, furniture and fittings	10% – 33%
Motor vehicles	12% – 25%

Certain land and buildings of the Group and of the Company have not been revalued since they were first revalued in 1991. The directors have not adopted a policy of regular revaluation of such assets. As permitted under the transitional provision of FRS116<sub>2004</sub>: Property, Plant and Equipment, these assets continue to be stated at their 1991 valuation less accumulated depreciation and impairment losses.

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. The difference between the net disposal proceeds, if any, and the net carrying amount is recognised in profit or loss.

#### (f) Investment properties

Investment properties consist of land and buildings which are held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs.

Investment properties are stated at cost less accumulated depreciation and impairment losses. The depreciation policy for investment properties is consistent with that for depreciable property, plant and equipment as described in Note 2.2(e).

A property interest under an operating lease is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property interest under an operating lease classified as an investment property is carried at fair value.

Investment properties are derecognised when they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year in which they arise.

## Notes to the Financial Statements

31 JULY 2009

### 2. Significant Accounting Policies (Cont'd)

#### 2.2 Summary of significant accounting policies (cont'd)

##### (g) Motorway development expenditure

Motorway development expenditure ("MDE") is stated at cost less accumulated amortisation and impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 2.2(j). MDE comprises construction and development expenditure (including interest and fee charges relating to financing of the construction and development of the Motorway) incurred by the Group in connection with the Concession. Upon completion of the construction works of the Motorway and commencement of tolling operations, at each balance sheet date, the cumulative actual expenditure incurred is amortised to the income statement based on the following formula:

$$\left( \begin{array}{l} \text{Cumulative Actual Toll Revenue to date} \\ \text{(Cumulative Actual Toll Revenue to date +} \\ \text{Projected Total Toll Revenue for the} \\ \text{remaining Concession)} \end{array} \right) \times \left( \begin{array}{l} \text{Cumulative} \\ \text{Actual MDE} \end{array} \right) \text{ Less } \left( \begin{array}{l} \text{Accumulated} \\ \text{amortisation at} \\ \text{beginning of the} \\ \text{financial year} \end{array} \right)$$

The projected total toll revenue of the Concession is based on the "base case" traffic volumes projected by an independent professional firm of traffic consultants in a projection study commissioned by the Group, taking into account the toll rates as provided in the Concession Agreement. The effects of changes in the estimates are included in the amortisation for the year.

##### (h) Land held for property development and property development costs

###### (i) Land held for property development

Land held for property development consists of land where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle. Such land is classified within non-current assets and is stated at cost less any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 2.2(j).

Land held for property development is reclassified as property development costs at the point when development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

###### (ii) Property development costs

Property development costs comprise all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

When the financial outcome of a development activity can be reliably estimated, property development revenue and expenses are recognised in the income statement by using the stage of completion method. The stage of completion is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Where the financial outcome of a development activity cannot be reliably estimated, property development revenue is recognised only to the extent of property development costs incurred that is probable will be recoverable, and property development costs on properties sold are recognised as an expense in the period in which they are incurred.

Any expected loss on a development project, including costs to be incurred over the defects liability period, is recognised as an expense immediately.

## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (h) Land held for property development and property development costs (cont'd)

##### (ii) Property development costs (cont'd)

Property development costs not recognised as an expense are recognised as an asset, which is measured at the lower of cost and net realisable value.

The excess of revenue recognised in the income statement over billings to purchasers is classified as accrued billings within trade receivables and the excess of billings to purchasers over revenue recognised in the income statement is classified as progress billings within trade payables.

#### (i) Construction contracts

Where the outcome of a construction contract can be reliably estimated, contract revenue and contract costs are recognised as revenue and expenses respectively by using the stage of completion method. The stage of completion is measured by reference to the proportion of contract costs incurred for work performed to date to the estimated total contract costs.

Where the outcome of a construction contract cannot be reliably estimated, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

When the total costs incurred on construction contracts plus recognised profits (less recognised losses) exceed progress billings, the balance is shown as amount due from customers on contracts. When progress billings exceed costs incurred plus recognised profits (less recognised losses), the balance is shown as amount due to customers on contracts.

#### (j) Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than construction contract assets, property development costs, deferred tax assets and inventories, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated to determine the amount of impairment loss.

For goodwill, assets that have an indefinite useful life and intangible assets that are not yet available for use, the recoverable amount is estimated at each balance sheet date or more frequently when indicators of impairment are identified.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the cash-generating unit (CGU) to which the asset belongs to. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

## Notes to the Financial Statements

31 JULY 2009

### 2. Significant Accounting Policies (Cont'd)

#### 2.2 Summary of significant accounting policies (cont'd)

##### (j) Impairment of non-financial assets (cont'd)

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment loss on goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset other than goodwill is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss.

An impairment loss is recognised as an expense in the income statement in the period in which it arises, unless the asset is carried at a revalued amount. Any impairment loss of a revalued asset is treated as a revaluation decrease to the extent of any unutilised previously recognised revaluation surplus for the same asset. Reversal of impairment losses recognised in prior years is recorded when the impairment losses recognised for the asset no longer exist or have decreased.

##### (k) Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost is determined using the weighted average cost method. The cost of raw materials includes the cost of purchase and other direct charges. The cost of finished goods and work-in-progress comprise raw materials, direct labour, other direct costs and appropriate proportions of production overheads. The cost of unsold properties comprises cost associated with the acquisition of land, direct costs and appropriate proportions of common costs.

Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

##### (l) Leases

###### (i) Classification

A lease is recognised as a finance lease if it transfers substantially to the Group all the risks and rewards incidental to ownership. Leases of land and buildings are classified as operating or finance leases in the same way as leases of other assets and the land and buildings elements of a lease of land and buildings are considered separately for the purposes of lease classification. All leases that do not transfer substantially all the risks and rewards are classified as operating leases.

- Property held under operating leases that would otherwise meet the definition of an investment property is classified as an investment property on a property-by-property basis and, if classified as investment property, is accounted for as if held under a finance lease (Note 2.2(f)); and
- Land held for own use under an operating lease, the fair value of which cannot be measured separately from the fair value of a building situated thereon at the inception of the lease, is accounted for as being held under a finance lease, unless the building is also clearly held under an operating lease.



## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (i) Leases (cont'd)

##### (ii) Finance Leases – the Group as Lessee

Assets acquired by way of hire purchase or finance leases are stated at an amount equal to the lower of their fair values and the present value of the minimum lease payments at the inception of the leases, less accumulated depreciation and impairment losses. The corresponding liability is included in the balance sheet as borrowings. In calculating the present value of the minimum lease payments, the discount factor used is the interest rate implicit in the lease, when it is practicable to determine; otherwise, the Company's incremental borrowing rate is used. Any initial direct costs are also added to the carrying amount of such assets.

Lease payments are apportioned between the finance costs and the reduction of the outstanding liability. Finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are recognised as an expense in the income statement over the term of the relevant lease so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

The depreciation policy for lease assets is consistent with that for depreciable property, plant and equipment as described in Note 2.2(e).

##### (iii) Finance Leases – the Group as Lessor

Assets sold by way of hire purchase or finance leases are stated at an amount equal to the lower of their fair values and the present value of the minimum lease payments at the inception of the leases, less provision for doubtful debts. The lease receivable is included in the balance sheet as an asset. In calculating the present value of the minimum lease payments, the discount factor used is the interest rate implicit in the lease.

Lease payments are apportioned between the earned carrying charges and the reduction of the outstanding asset. Unearned carrying charges, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are recognised as an income in the income statement over the term of the relevant lease so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

##### (iv) Operating Leases – the Group as Lessee

Operating lease payments are recognised as an expense on a straight-line basis over the term of the relevant lease. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

In the case of a lease of land and buildings, the minimum lease payments or the up-front payments made are allocated, whenever necessary, between the land and the buildings elements in proportion to the relative fair values for leasehold interests in the land element and buildings element of the lease at the inception of the lease. The up-front payment represents prepaid lease payments and are amortised on a straight-line basis over the lease term.

##### (v) Operating Leases – the Group as Lessor

Assets leased out under operating leases are presented on the balance sheets according to the nature of the assets. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease (Note (p)(vii)). Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

## Notes to the Financial Statements

31 JULY 2009

### 2. Significant Accounting Policies (Cont'd)

#### 2.2 Summary of significant accounting policies (cont'd)

##### (m) Provisions for liabilities

Provisions for liabilities are recognised when the Group has a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditure expected to be required to settle the obligation. Where discounting is used, the increase in the provision due to the passage of time is recognised as finance cost.

##### (n) Income tax

Income tax on the profit or loss for the year comprises current and deferred tax. Current tax is the expected amount of income taxes payable in respect of the taxable profit for the year and is measured using the tax rates that have been enacted at the balance sheet date.

Deferred tax is provided for, using the liability method, on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts in the financial statements. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. Deferred tax is not recognised if the temporary difference arises from goodwill or negative goodwill or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax is measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is recognised in the income statement, except when it arises from a transaction which is recognised directly in equity, in which case the deferred tax is also charged or credited directly in equity, or when it arises from a business combination that is an acquisition, in which case the deferred tax is included in the resulting goodwill or the amount of any excess of the acquirer's interest is the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the cost of the combination.

##### (o) Employee benefits

###### (i) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

###### (ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contributions are recognised as an expense in the profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund ("EPF").

## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (o) Employee benefits (cont'd)

##### (iii) Defined benefit plans

The Group operates an unfunded Retirement Benefit Scheme ("the Scheme") for its eligible employees. The Group's obligation under the Scheme, calculated using the Projected Unit Credit Method, is determined based on actuarial computations by independent actuaries, through which the amount of benefit that employees have earned in return for their service in the current and prior years is estimated. That benefit is discounted in order to determine its present value.

The rate used to discount post-employment benefit obligations is determined by reference to market yields at the balance sheet date. Actuarial gains and losses are recognised as income or expense over the expected average remaining working lives of the participating employees when the cumulative unrecognised actuarial gains or losses for the Scheme exceed 10% of the higher of the present value of the defined benefit obligation and the fair value of plan assets. Past service costs are recognised immediately to the extent that the benefits are already vested, and otherwise are amortised on a straight-line basis over the average period until the amended benefits become vested.

The amount recognised in the balance sheet represents the present value of the defined benefit obligations adjusted for unrecognised actuarial gains and losses and unrecognised past service costs, and reduced by the fair value of plan assets. Any asset resulting from this calculation is limited to the net total of any unrecognised actuarial losses and past service costs, and the present value of any economic benefits in the form of refunds or reductions in future contributions to the plan.

##### (iv) Share based compensation

The Gamuda Berhad Employees' Share Option Scheme ("ESOS"), an equity-settled, share based compensation plan, allows the Group's employees to acquire ordinary shares of the Company. The total fair value of share options granted to employees is recognised as an employee cost with a corresponding increase in the share options reserve within equity over the vesting period and taking into account the probability that the options will vest. The fair value of share options is measured at grant date, taking into account, if any, the market vesting conditions upon which the options were granted but excluding the impact of any non-market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable on vesting date.

At each balance sheet date, the Group revises its estimates of the number of options that are expected to become exercisable on vesting date. It recognises the impact of the revision of original estimates, if any, in the profit or loss, and a corresponding adjustment to equity over the remaining vesting period. The equity amount is recognised in the share option reserve until the option is exercised, upon which it will be transferred to share premium, or until the option expires, upon which it will be transferred directly to retained earnings.

## Notes to the Financial Statements

31 JULY 2009

### 2. Significant Accounting Policies (Cont'd)

#### 2.2 Summary of significant accounting policies (cont'd)

##### (p) Revenue recognition

Revenue is recognised when it is probable that the economic benefits associated with the transaction will flow to the enterprise and the amount of the revenue can be measured reliably. The following specific recognition criteria must also be met before revenue is recognised:

##### (i) Construction contracts

Revenue from construction contracts is accounted for by the stage of completion method as described in Note 2.2(i).

##### (ii) Development properties

Revenue from sale of development properties is accounted for by the stage of completion method in respect of all building units that have been sold. The stage of completion is determined by reference to the costs incurred to date to the total estimated costs where the outcome of the projects can be reliably estimated. All anticipated losses are fully provided for.

##### (iii) Sale of goods and services

Revenue relating to the sale of goods is recognised net of sales taxes and discounts upon the transfer of risks and rewards. Revenue from services rendered is recognised net of service taxes and discount as and when the services are performed.

##### (iv) Supply of water and related services

Revenue from management, operation and maintenance of dams and water treatment facilities are recognised net of discounts as and when the services are performed.

##### (v) Interest income

Interest is recognised on a time proportion basis that reflects the effective yield on the asset.

##### (vi) Dividend income

Dividend income is recognised when the right to receive payment is established.

##### (vii) Rental income

Rental income is recognised on a straight-line basis over the term of the lease. The aggregate cost of incentives provided to lessees is recognised as a reduction of rental income over the lease term on a straight-line basis.

##### (q) Foreign currencies

##### (i) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is also the Company's functional currency.

## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (q) Foreign currencies (cont'd)

##### (ii) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are translated at the rates prevailing on the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation are recognised in profit or loss in the Company's separate financial statements or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

##### (iii) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency (RM) of the consolidated financial statements are translated into RM as follows:

- Assets and liabilities for each balance sheet presented are translated at the closing rate prevailing at the balance sheet date;
- Income and expenses for each income statement are translated at average exchange rates for the year, which approximates the exchange rates at the date of the transactions; and
- All resulting exchange differences are taken to the foreign currency translation reserve within equity.

The principal exchange rates used for every unit of foreign currency ruling at the balance sheet date are as follows:

	2009 RM	2008 RM
United States Dollar	<b>3.53</b>	3.26
Indian Rupee	<b>0.07</b>	0.08
New Taiwan Dollar	<b>0.11</b>	0.11
Qatari Riyal	<b>0.97</b>	0.90
Bahraini Dinar	<b>9.41</b>	8.68
100 Vietnam Dong	<b>0.02</b>	0.02

# Notes to the Financial Statements

31 JULY 2009

## 2. Significant Accounting Policies (Cont'd)

### 2.2 Summary of significant accounting policies (cont'd)

#### (r) Financial instruments

Financial instruments are recognised in the balance sheet when the Group has become a party to the contractual provisions of the instrument.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument classified as a liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity. Financial instruments are offset when the Group has a legally enforceable right to offset and intends to settle either on a net basis or to realise the asset and settle the liability simultaneously.

#### (i) Cash and cash equivalents

For the purposes of the cash flow statements, cash and cash equivalents include cash on hand and at bank, deposits at call and short term highly liquid investments which have an insignificant risk of changes in value, net of outstanding bank overdrafts.

#### (ii) Other non-current investments

Non-current investments other than investments in subsidiaries, associated companies, joint ventures and investment properties are stated at cost less impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 2.2(j).

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is recognised in the income statement.

#### (iii) Marketable securities

Marketable securities consist of investment in private debt securities and investment management funds at cost, and are carried at the lower of cost and market value, determined on an aggregate basis. Cost is determined on the weighted average basis while market value is determined based on quoted market values. On disposal of marketable securities, the difference between net disposal proceeds and the carrying amount is recognised in income statement.

#### (iv) Receivables

Receivables are carried at anticipated realisable values. Bad debts are written off when identified. An estimate is made for doubtful debts based on a review of all outstanding amounts at the balance sheet date.

#### (v) Payables

Payables are stated at cost which is the fair value of the consideration to be paid in the future for goods and services received.

#### (vi) Interest-bearing loans and borrowings

Interest-bearing bank loans and borrowings, including the Medium Term Notes ("MTN"), are recorded at the face value of the loan amount, net of transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

## Notes to the Financial Statements

31 JULY 2009

**2. Significant Accounting Policies (Cont'd)****2.2 Summary of significant accounting policies (cont'd)****(r) Financial instruments (cont'd)****(vii) Equity instruments**

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

The transaction costs of an equity transaction are accounted for as deduction from equity, net of tax. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

**(viii) Derivative financial instruments**

Derivative financial instruments are not recognised in the financial statements.

**(s) Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

The borrowing costs eligible for capitalisation is the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of that borrowing.

All other borrowing costs are recognised as an expense in the income statement in the period in which they are incurred.

**2.3 Standards and Interpretations issued but not yet effective**

At the date of authorisation of these financial statements, the following new FRSs, Amendments to FRSs and Interpretations were issued but not yet effective and have not been applied by the Group and the Company:

**FRSs, Amendments to FRSs and Interpretations****Effective for financial periods beginning on or after**

FRS 4	Insurance Contracts	1 January 2010
FRS 7	Financial Instruments: Disclosures	1 January 2010
FRS 8	Operating Segments	1 July 2009
FRS 101	Presentation of Financial Statements (as revised in 2009)	1 January 2010
FRS 123	Borrowing Costs	1 January 2010
FRS 139	Financial Instruments: Recognition and Measurement	1 January 2010
Amendment to FRS 2	Share-based Payment: Vesting Conditions and Cancellations	1 January 2010
Amendments to FRS 1 and FRS 127	First-time Adoption of Financial Reporting Standards and Consolidated and Separate Financial Statements: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate	1 January 2010
Amendments to FRS 7	Financial Instruments: Disclosures	1 January 2010
Amendments to FRS 132	Financial Instruments: Presentation	1 January 2010
Amendments to FRS 139 FRS 7 and IC Interpretation 9	Financial Instruments: Recognition and Measurement, Disclosures and Reassessment of Embedded Derivatives	1 January 2010
Improvement to FRSs (2009)	Improvement to FRSs (2009)	1 January 2010
IC Interpretation 9	Reassessment of Embedded Derivatives	1 January 2010
IC Interpretation 10	Interim Financial Reporting and Impairment	1 January 2010
IC interpretation 11	FRS 2 – Group and Treasury Share Transactions	1 January 2010
IC Interpretation 13	Customer Loyalty Programmes	1 January 2010
IC Interpretation 14	FRS 119 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction	1 January 2010

# Notes to the Financial Statements

31 JULY 2009

## 2. Significant Accounting Policies (Cont'd)

### 2.3 Standards and Interpretations issued but not yet effective (cont'd)

The above new FRSs, Amendments to FRSs and Interpretations are expected to have no significant impact on the financial statements of the Company upon their initial application except for the changes arising from the adoption of FRS 7 and FRS 139.

The Group and the Company are exempted from disclosing the possible impact to the financial statements upon the initial application of FRS 7 and FRS 139.

### 2.4 Significant accounting estimates and judgements

#### Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

#### (a) Depreciation of property, plant and equipment

The Group estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of the property, plant and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescences and legal or other limits on the use of the relevant assets. In addition, the estimation of the useful lives of property, plant and equipment is based on internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in the estimate of useful lives and residual values of property, plant and equipment brought about by changes in factors mentioned above. The Group also performs annual review of the assumptions made on useful lives and residual values to ensure that they continue to be valid.

The Group also carried out impairment test, which required the estimation of the value-in-use of certain property, plant and equipment. The Group recognised impairment losses in respect of construction-in-progress of RM12,903,000 during the year.

#### (b) Amortisation of motorway development expenditure ("MDE")

The cost of MDE is amortised over the concession period by applying the formula in Note 2.2(g). The denominator of the formula includes projected total toll revenue for subsequent years and is based on the latest available base case traffic volume projections prepared by independent traffic consultants multiplied by the toll rates in accordance with the Concession Agreement. The assumptions to arrive at the traffic volume projections take into consideration the growth rate based on current market and economical conditions. Changes in the expected traffic volume could impact future amortisation charges.

#### (c) Amount due from/(to) customers for construction contracts and property development

The Group and the Company recognise contract or property development revenue and expenses in the income statement by using the stage of completion method. The stage of completion is determined by the proportion that contract or property development costs incurred for work performed to date compared to the estimated total contract or property development costs.

Significant judgement is required in determining the stage of completion, the extent of the contract or property development costs incurred, the estimated total contract or property development revenue and costs, as well as the recoverability of the contracts or development projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

Where the total actual revenue and cost incurred are different from the total estimated revenue and cost incurred, such differences will impact the contract profit or losses recognised.



## 2. Significant Accounting Policies (Cont'd)

### 2.4 Significant accounting estimates and judgements (cont'd)

#### Key sources of estimation uncertainty (cont'd)

##### (d) Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the unused tax losses, unabsorbed capital allowances and other deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The total carrying value of recognised and unrecognised tax losses, capital allowances and other deductible temporary differences of the Group and of the Company are as disclosed in Note 32 to the financial statements.

##### (e) Impairment of investments

At balance sheet date, management determines whether the carrying amounts of its investments are impaired. This involves measuring the recoverable amounts which includes fair value less costs to sell and valuation techniques. Valuation techniques include the use of discounted cash flow analysis, considering the current market value indicators and recent arms-length market transactions. These estimates provide reasonable approximations to the computation of recoverable amounts.

In performing discounted cash flow analysis, discount rate and growth rates used reflect, amongst others, the maturity of the business development cycle as well as the industry growth potential. The discount rate applied to the respective cash flow projections range between 6.19% to 9.17% (2008: 6.19% to 8.72%). The growth rates used to forecast the projected cash flow for the following year approximate the performances of the respective investments based on the latest available management accounts. The growth rate used to extrapolate the cash flow beyond the following year reflect a progressive decline to a rate lower than industry average, however a minimum growth rate of 4% – 7% (2008: 4% to 7%) is maintained.

Based on management's review, no further adjustments for impairment is required for the investments of the Group and the Company during the current financial year.

##### (f) Share-based payments to employees

The cost of providing share-based payments to employees and directors is charged to the income statement over the vesting period of the related share options. The cost is based on the fair value of the options and the number of options expected to vest. The fair value of each option is determined using the binomial model valued by an independent valuer.

The valuation of these share based payments requires judgements to be made in respect of the fair value of the options and the number of options to be vested. Details of assumptions made in respect of the share based payment scheme are disclosed in Note 27(e) to the financial statements.

##### (g) Recoverability assessment of cost capitalised for Nam Theun 1 Project

Included in the amount due from customers is the total costs incurred for Nam Theun 1 Project amounting to RM42,560,000 ("the project cost") as at year end (2008: RM75,232,000), which in the opinion of the directors, the amount is recoverable. As disclosed in Note 41(a), the Group is negotiating a new tariff structure with Electricity Generating Authority of Thailand ("EGAT") and the project cost would be recoverable upon finalisation of the Power Purchase Agreement.

## Notes to the Financial Statements

31 JULY 2009

### 2. Significant Accounting Policies (Cont'd)

#### 2.4 Significant accounting estimates and judgements (cont'd)

##### Key sources of estimation uncertainty (cont'd)

##### (h) Recoverability of amount due from customers

Included in amount due from customers is an amount due from Wayss & Freytag (Malaysia) Sdn. Bhd. ("W&F") to a jointly controlled entity, MMC-Gamuda JV ("Joint Venture") amounting to RM41,500,000. This represents the Group's share of the total of RM83,000,000 for the cost incurred to complete the works as a result of the termination of the contract as disclosed in Note 39(b)(ii).

The directors are of the opinion that this amount is recoverable as the Joint Venture has a high probability of succeeding in its claims against the W&F in consultation with the external legal counsel.

Significant judgement is required in the assessment of the expected outcome of this legal case. There will be a financial impact if the amount is not recoverable and provision for compensation is required.

### 3. Revenue

Revenue of the Group and of the Company consists of the following:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Engineering and construction contracts	<b>2,062,730</b>	1,570,837	<b>179,729</b>	257,039
Sales of development properties	<b>407,364</b>	472,810	-	-
Quarry sales	<b>67,388</b>	47,145	-	-
Trading of construction materials	<b>44,101</b>	160,540	-	-
Sales of manufactured products	<b>34,114</b>	36,386	-	-
Supply of water and related services	<b>90,496</b>	96,721	-	-
Dividend income	-	-	<b>213,699</b>	475,492
Appropriation of profits from unincorporated subsidiaries	-	-	<b>53,701</b>	149,862
Others	<b>21,109</b>	19,221	-	-
	<b>2,727,302</b>	2,403,660	<b>447,129</b>	882,393

## Notes to the Financial Statements

31 JULY 2009

## 4. Profit from Operations

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
<b>Profit from operations is stated after charging:</b>				
Amortisation of prepaid land lease payments (Note 14)	582	496	22	22
Amortisation of motorway development expenditure (Note 15)	538	838	-	-
Amortisation of concession and quarry rights (Note 16)	2,442	5,433	-	-
Auditors' remuneration				
Statutory audits				
- Group's auditors	333	331	70	67
- Other auditors	156	164	-	-
- Other services	60	68	50	50
Depreciation				
- Property, plant and equipment (Note 11)	14,329	11,962	2,196	1,522
- Investment properties (Note 13)	44	60	151	151
Hire of plant and equipment	1	380	-	-
Non-executive directors' fees (Note 6)	485	485	334	334
Property, plant and equipment written off	1,888	8	5	1
Impairment loss on property, plant and equipment	12,903	-	12,903	-
Net provision for contracts	9,890	4,888	-	-
Provision for liabilities (Note 37)	4,527	-	-	-
Provision for doubtful debts	2,128	44	-	-
Rental expense of land	535	572	-	51
Rental expense of premises	2,496	2,219	651	687
Net foreign exchange losses	-	21,522	16,363	-
<b>Profit from operations is stated after crediting:</b>				
Reversal of provision for liabilities (Note 37)	-	5,012	-	-
Gain on disposal of property, plant and equipment	1,275	319	476	46
Distribution from investment management funds	1,844	2,957	1,507	2,957
Interest income	24,557	24,623	18,974	19,413
Rental income				
- Subsidiaries	-	-	675	672
- Others	532	936	286	264
Net foreign exchange gain	-	-	-	15,049

## Notes to the Financial Statements

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### 5. Staff Costs

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Wages and salaries	<b>125,758</b>	110,865	<b>13,756</b>	11,401
Directors' salaries and emoluments (Note 6)	<b>6,251</b>	5,164	<b>4,597</b>	4,296
Short term accumulating compensated absences	<b>1,157</b>	(220)	–	60
Pension costs-defined contribution plans	<b>10,824</b>	3,961	<b>875</b>	704
Pension costs-defined benefit plans	<b>1,510</b>	917	<b>179</b>	201
Share options granted under ESOS	<b>14,666</b>	13,453	<b>14,666</b>	13,453
Social security costs	<b>781</b>	361	<b>48</b>	42
Other staff related expenses	<b>33,877</b>	16,688	<b>11,592</b>	5,540
	<b>194,824</b>	151,189	<b>45,713</b>	35,697
Less: Amount capitalised in qualifying assets:				
Property development costs (Note 12)	<b>(10,668)</b>	(7,703)	–	–
Costs of construction contracts (Note 24)	<b>(104,777)</b>	(68,914)	<b>(13,252)</b>	(7,689)
	<b>79,379</b>	74,572	<b>32,461</b>	28,008

### 6. Directors' Remuneration

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
<b>Directors</b>				
Executive:				
Salaries and other emoluments	<b>4,377</b>	3,373	<b>3,152</b>	2,701
Bonus	<b>1,020</b>	663	<b>732</b>	525
Pension costs-defined contribution plans	<b>607</b>	445	<b>466</b>	387
Pension costs-defined benefit plan	<b>133</b>	133	<b>133</b>	133
Share options granted under ESOS	<b>114</b>	550	<b>114</b>	550
Benefits-in-kind	<b>112</b>	67	<b>61</b>	49
	<b>6,363</b>	5,231	<b>4,658</b>	4,345
Non-executive:				
Fees	<b>485</b>	485	<b>334</b>	334
Benefits-in-kind	<b>73</b>	79	<b>73</b>	74
	<b>558</b>	564	<b>407</b>	408
Total	<b>6,921</b>	5,795	<b>5,065</b>	4,753
<b>Analysis excluding benefits-in-kind:</b>				
Total executive directors' remuneration excluding benefits-in-kind (Note 5)	<b>6,251</b>	5,164	<b>4,597</b>	4,296
Total non-executive directors' remuneration excluding benefits-in-kind (Note 4)	<b>485</b>	485	<b>334</b>	334
Total directors' remuneration excluding benefits-in-kind	<b>6,736</b>	5,649	<b>4,931</b>	4,630

## Notes to the Financial Statements

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**6. Directors' Remuneration (Cont'd)**

The number of directors of the Company whose total remuneration (including benefits-in-kind) during the year fall within the following bands are:

	Number of Directors	
	2009	2008
Executive directors:		
RM350,001 – RM400,000	1	1
RM550,001 – RM600,000	–	2
RM600,001 – RM650,000	–	1
RM650,001 – RM700,000	3	–
RM700,001 – RM750,000	–	3
RM750,001 – RM800,000	3	–
RM1,200,001 – RM1,250,000	–	1
RM1,500,001 – RM1,550,000	1	–
	<b>8</b>	<b>8</b>
Non-executive directors:		
RM1 – RM50,000	2	2
RM50,001 – RM100,000	3	3
RM150,001 – RM200,000	1	1
	<b>6</b>	<b>6</b>
Total	<b>14</b>	<b>14</b>

**7. Finance Costs**

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Interest expense on:				
Murabahah medium term notes	<b>43,413</b>	25,510	<b>23,776</b>	8,672
Revolving credits	<b>19,861</b>	20,649	<b>8,998</b>	6,675
Term loan	<b>11,423</b>	9,179	–	–
Others	<b>1,256</b>	1,738	–	–
	<b>75,953</b>	57,076	<b>32,774</b>	15,347
Less: Amount capitalised in qualifying assets:				
Property development costs (Note 12)	<b>(21,968)</b>	(18,162)	–	–
Costs of construction contracts (Note 24)	<b>(9,151)</b>	(13,974)	–	–
	<b>44,834</b>	24,940	<b>32,774</b>	15,347

## Notes to the Financial Statements

31 JULY 2009

### 8. Taxation

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Income tax:				
Malaysian income tax	<b>82,893</b>	114,516	<b>39,819</b>	134,639
Under provision in prior years	<b>4,913</b>	18,231	<b>2,769</b>	18,028
	<b>87,806</b>	132,747	<b>42,588</b>	152,667
Deferred tax (Note 32):				
Relating to origination and reversal of temporary differences	<b>(2,009)</b>	(400)	<b>1,225</b>	4,688
Relating to changes in tax rate	<b>184</b>	596	<b>172</b>	85
Over provision in prior years	<b>(7,978)</b>	(1,057)	<b>(4,598)</b>	(35)
	<b>(9,803)</b>	(861)	<b>(3,201)</b>	4,738
	<b>78,003</b>	131,886	<b>39,387</b>	157,405

Domestic current income tax is calculated at the Malaysian statutory tax rate of 25% (2008: 26%) of the estimated assessable profit for the year.

In the prior year, certain subsidiaries of the Company being Malaysian resident companies with paid-up capital of RM2.5 million or less qualified for the preferential tax rates under Paragraph 2A, Schedule 1 of the Income Tax Act, 1967 as follows:

Chargeable income	Rate
On the first RM500,000 of chargeable income	20%
In excess of RM500,000 of chargeable income	26%

However, pursuant to Paragraph 2B, Schedule 1 of the Income Tax Act, 1967 that was introduced with effect from the year of assessment 2009, these subsidiaries no longer qualify for the above preferential tax rates.

Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

## Notes to the Financial Statements

31 JULY 2009

## 8. Taxation (Cont'd)

A reconciliation of income tax expense applicable to profit before taxation at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and of the Company is as follows:

	2009 RM'000	2008 RM'000
<b>Group</b>		
Profit before taxation	<b>282,157</b>	470,814
Taxation at Malaysian statutory tax rate of 25% (2008: 26%)	<b>70,539</b>	122,412
Tax incentive obtained from differential tax rate of 20%	-	(431)
Effect of different tax rates in other countries	<b>(3,879)</b>	(303)
Deferred tax recognised at different tax rate	-	37
Effect of changes in tax rates on opening balance of deferred tax	<b>184</b>	559
Effect of group unrealised expenses	-	(910)
Income not subject to tax	<b>(1,105)</b>	(6,380)
Expenses not deductible for tax purposes	<b>22,600</b>	14,939
Effects of share of profits of associated companies	<b>(35,803)</b>	(45,098)
Utilisation of previously unrecognised tax losses and unabsorbed capital allowances	<b>(556)</b>	(1,392)
Deferred tax assets not recognised in respect of current year's tax losses, unabsorbed capital allowances and other deductible temporary differences	<b>29,088</b>	31,279
Overprovision of deferred tax in prior years	<b>(7,978)</b>	(1,057)
Under provision of income tax in prior years	<b>4,913</b>	18,231
Tax expense for the year	<b>78,003</b>	131,886
<b>Company</b>		
Profit before taxation	<b>133,581</b>	658,543
Taxation at Malaysian statutory tax rate of 25% (2008: 26%)	<b>33,395</b>	171,221
Deferred tax recognised at different tax rate	-	(93)
Effect of changes in tax rates on opening balance of deferred tax	<b>172</b>	178
Income not subject to tax	<b>(21,040)</b>	(38,696)
Expenses not deductible for tax purposes	<b>15,970</b>	6,802
Deferred tax assets not recognised in respect of current year's tax losses, unabsorbed capital allowances and other deductible temporary differences	<b>12,719</b>	-
Over provision of deferred tax in prior year	<b>(4,598)</b>	(35)
Under provision of income tax in prior years	<b>2,769</b>	18,028
Tax expense for the year	<b>39,387</b>	157,405

Tax savings during the financial year arising from:

	Group	
	2009 RM'000	2008 RM'000
Utilisation of current year tax losses	-	32
Utilisation of previously unrecognised tax losses	<b>463</b>	1,360
Utilisation of previously unabsorbed capital allowances	<b>93</b>	-

## Notes to the Financial Statements

31 JULY 2009

### 9. Earnings per Share

#### (a) Basic

Basic earnings per share is calculated by dividing the profit for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during the financial year.

	2009	2008
Profit for the year attributable to ordinary equity holders of the Company (RM'000)	<b>193,689</b>	325,078
Weighted average number of ordinary shares in issue ('000)	<b>2,006,658</b>	1,997,925
Basic earnings per share (sen)	<b>9.65</b>	16.27

#### (b) Diluted

For the purpose of calculating diluted earnings per share, the profit for the year attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares in issue during the financial year have been adjusted for the effects of dilutive potential ordinary shares from exercise of ESOS. The adjusted weighted average number of ordinary shares is the weighted average number of ordinary shares in issue during the financial year plus the weighted average number of ordinary shares which would be issued on the full conversion of the outstanding ESOS into ordinary shares. The ESOS are deemed to have been converted into ordinary shares at the date of the issue of the ESOS.

	2009	2008
Profit for the year (RM'000)	<b>193,689</b>	325,078
Weighted average number of ordinary shares in issue ('000)	<b>2,006,658</b>	1,997,925
Adjusted for:		
Assumed shares issued from the exercise of ESOS ('000)	<b>5,997</b>	12,956
Adjusted weighted average number of ordinary shares in issue and issuable ('000)	<b>2,012,655</b>	2,010,881
Fully diluted earnings per share (sen)	<b>9.62</b>	16.17

### 10. Dividends

	Amount		Net Dividends per ordinary shares	
	2009 RM'000	2008 RM'000	2009 sen	2008 sen
Dividends paid/payable in respect of:-				
<b>Financial year ended 31 July 2008:-</b>				
– First interim dividend of 12.5% less 26% taxation	–	184,848	–	9
– Second interim dividend of 12.5% less 26% taxation	–	185,464	–	9
<b>Financial year ended 31 July 2009:-</b>				
– First interim dividend of 4% less 25% taxation	<b>60,185</b>	–	<b>3</b>	–
– Second interim dividend of 4% less 25% taxation*	<b>60,405</b>	–	<b>3</b>	–
	<b>120,590</b>	370,312	<b>6</b>	18

The directors do not recommend the payment of any final dividend in respect of the current financial year.

\* For the year ended 31 July 2009, the approved second interim dividend of 4 sen less 25% taxation was paid on 18 August 2009.



## Notes to the Financial Statements

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## 11. Property, Plant and Equipment

Group	Land and buildings* RM'000	Construction- in-progress RM'000	Other property, plant and equipment** RM'000	Total RM'000
<b>At 31 July 2009</b>				
<b>Valuation/Cost</b>				
At 1 August 2008	59,876	12,903	421,428	494,207
Additions	1,498	-	53,874	55,372
Transfer from property development cost (Note 12(b))	93,883	-	-	93,883
Transfer from investment properties (Note 13)	700	-	-	700
Disposals	-	-	(26,702)	(26,702)
Impairment loss	-	(12,903)	-	(12,903)
Write-offs	-	-	(4,175)	(4,175)
Exchange differences	-	-	17,718	17,718
At 31 July 2009	155,957	-	462,143	618,100
Representing:				
At cost	154,983	-	462,143	617,126
At valuation	974	-	-	974
	155,957	-	462,143	618,100
<b>Accumulated depreciation</b>				
At 1 August 2008	2,822	-	203,255	206,077
Charge for the year:				
Recognised in income statement	1,400	-	12,929	14,329
Capitalised in property development costs (Note 12)	-	-	262	262
Capitalised in construction costs (Note 24)	-	-	46,598	46,598
Transfer from investment properties (Note 13)	104	-	-	104
Disposals	-	-	(16,882)	(16,882)
Write-offs	-	-	(2,287)	(2,287)
Exchange differences	-	-	5,480	5,480
At 31 July 2009	4,326	-	249,355	253,681
<b>Net carrying amount</b>				
At 31 July 2009				
At cost	150,849	-	212,788	363,637
At valuation	782	-	-	782
	151,631	-	212,788	364,419

## Notes to the Financial Statements

31 JULY 2009

### 11. Property, Plant and Equipment (Cont'd)

Group	Land and buildings*	Construction- in-progress	Other property, plant and equipment**	Total RM'000
	RM'000	RM'000	RM'000	
<b>At 31 July 2008</b>				
<b>Valuation/Cost</b>				
At 1 August 2007	57,776	12,903	387,265	457,944
Additions	2,100	–	54,730	56,830
Disposals	–	–	(7,517)	(7,517)
Write-offs	–	–	(247)	(247)
Exchange differences	–	–	(12,803)	(12,803)
At 31 July 2008	59,876	12,903	421,428	494,207
Representing:				
At cost	59,301	12,903	421,428	493,632
At valuation	575	–	–	575
	59,876	12,903	421,428	494,207
<b>Accumulated depreciation</b>				
At 1 August 2007	2,093	–	161,700	163,793
Charge for the year:				
Recognised in income statement	729	–	11,233	11,962
Capitalised in property development costs (Note 12)	–	–	5,380	5,380
Capitalised in construction costs (Note 24)	–	–	35,258	35,258
Disposals	–	–	(3,454)	(3,454)
Write-offs	–	–	(239)	(239)
Exchange differences	–	–	(6,623)	(6,623)
At 31 July 2008	2,822	–	203,255	206,077
<b>Net carrying amount</b>				
At 31 July 2008				
At cost	56,705	12,903	218,173	287,781
At valuation	349	–	–	349
	57,054	12,903	218,173	288,130

## Notes to the Financial Statements

31 JULY 2009

## 11. Property, Plant and Equipment (Cont'd)

## \* Land and buildings

Group	Freehold land RM'000	Buildings RM'000	Total RM'000
<b>At 31 July 2009</b>			
<b>Valuation/Cost</b>			
At 1 August 2008	16,330	43,546	59,876
Additions	101	1,397	1,498
Transfer from property development cost (Note 12(b))	32,258	61,625	93,883
Transfer from investment properties (Note 13)	412	288	700
At 31 July 2009	49,101	106,856	155,957
Representing:			
At cost	49,101	105,882	154,983
At valuation	-	974	974
	49,101	106,856	155,957
<b>Accumulated depreciation</b>			
At 1 August 2008	-	2,822	2,822
Charge for the year	-	1,400	1,400
Transfer from investment properties (Note 13)	-	104	104
At 31 July 2009	-	4,326	4,326
<b>Net carrying amount</b>			
At 31 July 2009			
At cost	49,101	101,748	150,849
At valuation	-	782	782
	49,101	102,530	151,631

## Notes to the Financial Statements

31 JULY 2009

### 11. Property, Plant and Equipment (Cont'd)

#### \* Land and buildings

Group	Freehold land RM'000	Buildings RM'000	Total RM'000
<b>At 31 July 2008</b>			
<b>Valuation/Cost</b>			
At 1 August 2007	16,330	41,446	57,776
Additions	–	2,100	2,100
At 31 July 2008	16,330	43,546	59,876
Representing:			
At cost	16,330	42,971	59,301
At valuation	–	575	575
	16,330	43,546	59,876
<b>Accumulated depreciation</b>			
At 1 August 2007	–	2,093	2,093
Charge for the year	–	729	729
At 31 July 2008	–	2,822	2,822
<b>Net carrying amount</b>			
At 31 July 2008			
At cost	16,330	40,375	56,705
At valuation	–	349	349
	16,330	40,724	57,054

## Notes to the Financial Statements

31 JULY 2009

## 11. Property, Plant and Equipment (Cont'd)

**\*\* Other property, plant and equipment**

Group	Motor vehicles RM'000	Office equipment, furniture and fittings RM'000	Plant, machinery, and golf, gym and club house equipment RM'000	Total RM'000
<b>At 31 July 2009</b>				
<b>Cost</b>				
At 1 August 2008	45,127	37,703	338,598	421,428
Additions	11,712	4,832	37,330	53,874
Disposals	(6,940)	(2,167)	(17,595)	(26,702)
Write-offs	(89)	(1,242)	(2,844)	(4,175)
Exchange differences	1,084	128	16,506	17,718
At 31 July 2009	50,894	39,254	371,995	462,143
<b>Accumulated depreciation</b>				
At 1 August 2008	22,226	26,419	154,610	203,255
Charge for the year:				
Recognised in income statement	1,117	2,173	9,639	12,929
Capitalised in property development costs (Note 12)	150	60	52	262
Capitalised in construction costs (Note 24)	5,870	12,850	27,878	46,598
Disposals	(4,211)	(1,247)	(11,424)	(16,882)
Write-offs	(86)	(1,231)	(970)	(2,287)
Exchange differences	731	118	4,631	5,480
At 31 July 2009	25,797	39,142	184,416	249,355
<b>Net carrying amount</b>				
At 31 July 2009	25,097	112	187,579	212,788

## Notes to the Financial Statements

31 JULY 2009

### 11. Property, Plant and Equipment (Cont'd)

#### \*\* Other property, plant and equipment

Group	Motor vehicles RM'000	Office equipment, furniture and fittings RM'000	Plant, machinery, and golf, gym and club house equipment RM'000	Total RM'000
<b>At 31 July 2008</b>				
<b>Cost</b>				
At 1 August 2007	39,297	31,840	316,128	387,265
Additions	7,643	6,543	40,544	54,730
Disposals	(1,001)	(491)	(6,025)	(7,517)
Write-offs	(68)	(176)	(3)	(247)
Exchange differences	(744)	(13)	(12,046)	(12,803)
At 31 July 2008	45,127	37,703	338,598	421,428
<b>Accumulated depreciation</b>				
At 1 August 2007	19,345	23,224	119,131	161,700
Charge for the year:				
Recognised in income statement	1,589	1,821	7,823	11,233
Capitalised in property development costs (Note 12)	681	1,111	3,588	5,380
Capitalised in construction costs (Note 24)	2,346	1,353	31,559	35,258
Disposals	(782)	(291)	(2,381)	(3,454)
Write-offs	(65)	(174)	–	(239)
Exchange differences	(888)	(625)	(5,110)	(6,623)
At 31 July 2008	22,226	26,419	154,610	203,255
<b>Net carrying amount</b>				
At 31 July 2008	22,901	11,284	183,988	218,173

## Notes to the Financial Statements

31 JULY 2009

## 11. Property, Plant and Equipment (Cont'd)

Company	Land and buildings* RM'000	Construction-in-progress RM'000	Other property, plant and equipment** RM'000	Total RM'000
<b>At 31 July 2009</b>				
<b>Valuation/Cost</b>				
At 1 August 2008	13,122	12,903	43,042	69,067
Additions	-	-	2,613	2,613
Disposals	-	-	(2,581)	(2,581)
Impairment loss	-	(12,903)	-	(12,903)
Write-offs	-	-	(87)	(87)
Exchange difference	-	-	1,800	1,800
At 31 July 2009	13,122	-	44,787	57,909
Representing:				
At cost	12,848	-	44,787	57,635
At valuation	274	-	-	274
	13,122	-	44,787	57,909
<b>Accumulated depreciation</b>				
At 1 August 2008	667	-	24,875	25,542
Charge for the year:				
Recognised in income statement	67	-	2,129	2,196
Capitalised in construction costs (Note 24)	-	-	3,306	3,306
Disposals	-	-	(2,467)	(2,467)
Write-offs	-	-	(82)	(82)
Exchange difference	-	-	354	354
At 31 July 2009	734	-	28,115	28,849
<b>Net carrying amount</b>				
At 31 July 2009				
At cost	12,202	-	16,672	28,874
At valuation	186	-	-	186
	12,388	-	16,672	29,060

## Notes to the Financial Statements

31 JULY 2009

### 11. Property, Plant and Equipment (Cont'd)

Company	Land and buildings* RM'000	Construction- in-progress RM'000	Other property, plant and equipment** RM'000	Total RM'000
<b>At 31 July 2008</b>				
<b>Valuation/Cost</b>				
At 1 August 2007	13,122	12,903	40,177	66,202
Additions	–	–	4,313	4,313
Disposals	–	–	(402)	(402)
Write-offs	–	–	(148)	(148)
Transfer in	–	–	193	193
Exchange difference	–	–	(1,091)	(1,091)
At 31 July 2008	13,122	12,903	43,042	69,067
Representing:				
At cost	12,848	12,903	43,042	68,793
At valuation	274	–	–	274
	13,122	12,903	43,042	69,067
<b>Accumulated depreciation</b>				
At 1 August 2007	606	–	21,468	22,074
Charge for the year:				
Recognised in income statement	61	–	1,461	1,522
Capitalised in construction costs (Note 24)	–	–	2,526	2,526
Disposals	–	–	(398)	(398)
Write-offs	–	–	(147)	(147)
Transfer in	–	–	98	98
Exchange difference	–	–	(133)	(133)
At 31 July 2008	667	–	24,875	25,542
Net carrying amount				
At 31 July 2008				
At cost	12,263	12,903	18,167	43,333
At valuation	192	–	–	192
	12,455	12,903	18,167	43,525



## Notes to the Financial Statements

31 JULY 2009

## 11. Property, Plant and Equipment (Cont'd)

## \* Land and buildings

Company	Freehold land RM'000	Buildings RM'000	Total RM'000
<b>At 31 July 2009</b>			
<b>Valuation/Cost</b>			
At 1 August 2008/31 July 2009	9,655	3,467	13,122
Representing:			
At cost	9,655	3,193	12,848
At valuation	–	274	274
	9,655	3,467	13,122
<b>Accumulated depreciation</b>			
At 1 August 2008	–	667	667
Charge for the year	–	67	67
At 31 July 2009	–	734	734
<b>Net carrying amount</b>			
At 31 July 2009			
At cost	9,655	2,547	12,202
At valuation	–	186	186
	9,655	2,733	12,388
<b>At 31 July 2008</b>			
<b>Valuation/Cost</b>			
At 1 August 2007/31 July 2008	9,655	3,467	13,122
Representing:			
At cost	9,655	3,193	12,848
At valuation	–	274	274
	9,655	3,467	13,122
<b>Accumulated depreciation</b>			
At 1 August 2007	–	606	606
Charge for the year	–	61	61
At 31 July 2008	–	667	667
<b>Net carrying amount</b>			
At 31 July 2008			
At cost	9,655	2,608	12,263
At valuation	–	192	192
	9,655	2,800	12,455

## Notes to the Financial Statements

31 JULY 2009

### 11. Property, Plant and Equipment (Cont'd)

#### \*\* Other property, plant and equipment

Company	Motor vehicles RM'000	Office equipment, furniture and fittings RM'000	Plant, machinery, and golf, gym and club house equipment RM'000	Total RM'000
<b>At 31 July 2009</b>				
<b>Cost</b>				
At 1 August 2008	9,289	13,838	19,915	43,042
Additions	602	467	1,544	2,613
Disposals	(2,498)	(83)	-	(2,581)
Write-offs	-	(76)	(11)	(87)
Exchange difference	225	163	1,412	1,800
At 31 July 2009	7,618	14,309	22,860	44,787
<b>Accumulated depreciation</b>				
At 1 August 2008	6,777	11,926	6,172	24,875
Charge for the year:				
Recognised in income statement	250	413	1,466	2,129
Capitalised in construction costs (Note 24)	618	388	2,300	3,306
Disposals	(2,391)	(76)	-	(2,467)
Write-offs	-	(76)	(6)	(82)
Exchange difference	63	111	180	354
At 31 July 2009	5,317	12,686	10,112	28,115
<b>Net carrying amount</b>				
At 31 July 2009	2,301	1,623	12,748	16,672

## Notes to the Financial Statements

31 JULY 2009

## 11. Property, Plant and Equipment (Cont'd)

## \*\* Other property, plant and equipment

Company	Motor vehicles RM'000	Office equipment, furniture and fittings RM'000	Plant, machinery, and golf, gym and club house equipment RM'000	Total RM'000
<b>At 31 July 2008</b>				
<b>Cost</b>				
At 1 August 2007	9,099	13,558	17,520	40,177
Additions	532	521	3,260	4,313
Disposals	(394)	(8)	–	(402)
Write-offs	–	(148)	–	(148)
Transfer in	185	8	–	193
Exchange difference	(133)	(93)	(865)	(1,091)
At 31 July 2008	9,289	13,838	19,915	43,042
<b>Accumulated depreciation</b>				
At 1 August 2007	6,230	11,483	3,755	21,468
Charge for the year:				
Recognised in income statement	372	374	715	1,461
Capitalised in construction costs (Note 24)	494	240	1,792	2,526
Disposals	(390)	(8)	–	(398)
Write-offs	–	(147)	–	(147)
Transfer in	97	1	–	98
Exchange difference	(26)	(17)	(90)	(133)
At 31 July 2008	6,777	11,926	6,172	24,875
<b>Net carrying amount</b>				
At 31 July 2008	2,512	1,912	13,743	18,167

## Notes to the Financial Statements

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### 11. Property, Plant and Equipment (Cont'd)

#### \*\* Other property, plant and equipment (cont'd)

- (a) Included in property, plant and equipment of the Group and of the Company are fully depreciated property, plant and equipment which are still in use costing RM61,554,000 (2008: RM79,255,000) and RM12,490,000 (2008: RM13,783,000) respectively.
- (b) Certain land and buildings of the Group and of the Company have not been revalued since they were first revalued in 1991. The directors have not adopted a policy of regular revaluation of such assets. As permitted under the transitional provision of FRS116<sub>2004</sub>: Property, Plant and Equipment, these assets continue to be stated at their 1991 valuation less accumulated depreciation and impairment losses.

Had the revalued land and buildings been carried at historical cost less accumulated depreciation, the net book value of the land and buildings that would have been included in the financial statements of the Group and of the Company are as follows:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Freehold land and buildings	1,213	1,295	918	948
Long term leasehold buildings	749	777	587	610
Short term leasehold buildings	98	107	-	-

### 12. Land Held for Property Development and Property Development Costs

#### (a) Land held for property development

	Freehold land RM'000	Leasehold land RM'000	Development costs RM'000	Total RM'000
<b>Group</b>				
<b>Cost</b>				
At 1 August 2008	381,419	3,467	134,391	519,277
Additions	10,000	-	25,986	35,986
Transfer to property development costs (Note 12(b))	(33,792)	(2,749)	(36,044)	(72,585)
At 31 July 2009	357,627	718	124,333	482,678
<b>Cost</b>				
At 1 August 2007	370,893	6,217	171,333	548,443
Additions	38,311	-	31,624	69,935
Transfer to property development costs (Note 12(b))	(27,785)	(2,750)	(68,566)	(99,101)
At 31 July 2008	381,419	3,467	134,391	519,277

## Notes to the Financial Statements

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## 12. Land Held for Property Development and Property Development Costs (Cont'd)

## (b) Property development costs

	Freehold land RM'000	Leasehold land RM'000	Development costs RM'000	Total RM'000
<b>Group</b>				
<b>At 31 July 2009</b>				
<b>Cumulative property development costs</b>				
At 1 August 2008	147,070	25,770	435,793	608,633
Costs incurred during the year	3,450	–	362,863	366,313
Transfer from land held for property development (Note 12(a))	33,792	2,749	36,044	72,585
Reversal of completed projects	(27,427)	(11,414)	(221,563)	(260,404)
Transfer to property, plant and equipment (Note 11)	(32,258)	–	(61,625)	(93,883)
Unsold units transferred to inventories	(575)	–	(20,827)	(21,402)
At 31 July 2009	124,052	17,105	530,685	671,842
<b>Cumulative costs recognised in income statement</b>				
At 1 August 2008	(23,483)	(7,529)	(189,108)	(220,120)
Recognised during the year	(14,762)	(5,777)	(251,401)	(271,940)
Reversal of completed projects	27,427	11,414	221,563	260,404
At 31 July 2009	(10,818)	(1,892)	(218,946)	(231,656)
<b>Property development costs at 31 July 2009</b>	<b>113,234</b>	<b>15,213</b>	<b>311,739</b>	<b>440,186</b>
<b>At 31 July 2008</b>				
<b>Cumulative property development costs</b>				
At 1 August 2007	136,461	26,769	435,738	598,968
Costs incurred during the year	40,200	–	396,852	437,052
Transfer from land held for property development (Note 12(a))	27,785	2,750	68,566	99,101
Reversal of completed projects	(53,013)	(3,309)	(433,157)	(489,479)
Unsold units transferred to inventories	(4,363)	(440)	(32,206)	(37,009)
At 31 July 2008	147,070	25,770	435,793	608,633
<b>Cumulative costs recognised in income statement</b>				
At 1 August 2007	(76,450)	(3,903)	(320,181)	(400,534)
Recognised during the year	(46)	(6,935)	(302,084)	(309,065)
Reversal of completed projects	53,013	3,309	433,157	489,479
At 31 July 2008	(23,483)	(7,529)	(189,108)	(220,120)
<b>Property development costs at 31 July 2008</b>	<b>123,587</b>	<b>18,241</b>	<b>246,685</b>	<b>388,513</b>

## Notes to the Financial Statements

31 JULY 2009

### 12. Land Held for Property Development and Property Development Costs (Cont'd)

#### (b) Property development costs (cont'd)

Included in property development costs incurred during the year are:

	Group	
	2009 RM'000	2008 RM'000
Finance costs (Note 7)	21,968	18,162
Depreciation (Note 11)	262	5,380
Staff costs (Note 5)	10,668	7,703

### 13. Investment Properties

	Land RM'000	Buildings RM'000	Total RM'000
<b>Group</b>			
<b>At 31 July 2009</b>			
<b>Cost</b>			
At 1 August 2008	1,508	2,294	3,802
Transfer to property, plant and equipment (Note 11)	(412)	(288)	(700)
At 31 July 2009	1,096	2,006	3,102
<b>Accumulated depreciation</b>			
At 1 August 2008	-	514	514
Depreciation charge for the year	-	44	44
Transfer to property, plant and equipment (Note 11)	-	(104)	(104)
At 31 July 2009	-	454	454
<b>Net carrying amount</b>			
At 31 July 2009	1,096	1,552	2,648
<b>Fair value</b>			
At 31 July 2009	2,491	3,596	6,087
<b>At 31 July 2008</b>			
<b>Cost</b>			
At 1 August 2007/31 July 2008	1,508	2,294	3,802
<b>Accumulated depreciation</b>			
At 1 August 2007	-	454	454
Depreciation charge for the year	-	60	60
At 31 July 2008	-	514	514
<b>Net carrying amount</b>			
At 31 July 2008	1,508	1,780	3,288
<b>Fair value</b>			
At 31 July 2008	3,202	3,939	7,141

## Notes to the Financial Statements

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## 13. Investment Properties (Cont'd)

	Land RM'000	Buildings RM'000	Total RM'000
<b>Company</b>			
<b>At 31 July 2009</b>			
<b>Cost</b>			
At 1 August 2008/31 July 2009	5,697	7,560	13,257
<b>Accumulated depreciation</b>			
At 1 August 2008	–	1,644	1,644
Depreciation charge for the year	–	151	151
At 31 July 2009	–	1,795	1,795
<b>Net carrying amount</b>			
At 31 July 2009	5,697	5,765	11,462
<b>Fair value</b>			
At 31 July 2009	6,847	10,802	17,649
<b>At 31 July 2008</b>			
<b>Cost</b>			
At 1 August 2007/31 July 2008	5,697	7,560	13,257
<b>Accumulated depreciation</b>			
At 1 August 2007	–	1,493	1,493
Depreciation charge for the year	–	151	151
At 31 July 2008	–	1,644	1,644
<b>Net carrying amount</b>			
At 31 July 2008	5,697	5,916	11,613
<b>Fair value</b>			
At 31 July 2008	6,426	8,081	14,507

The following investment properties are held under lease terms:

	Group and Company	
	2009 RM'000	2008 RM'000
Leasehold land and buildings	187	193

# Notes to the Financial Statements

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## 14. Prepaid Land Lease Payments

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
At beginning of year	7,232	7,728	855	877
Amortisation for the year	(582)	(496)	(22)	(22)
At end of year	6,650	7,232	833	855
Analysed as:				
Long term leasehold land	195	198	100	102
Short term leasehold land	6,455	7,034	733	753
	6,650	7,232	833	855

## 15. Motorway Development Expenditure

	Group	
	2009 RM'000	2008 RM'000
<b>Cost</b>		
At beginning of year/end of year	327,647	327,647
<b>Accumulated amortisation</b>		
At beginning of year	838	–
Amortisation for the year	538	838
At end of year	1,376	838
<b>Net carrying amount</b>		
At end of year	326,271	326,809

## 16. Concession and Quarry Rights

	Group	
	2009 RM'000	2008 RM'000
<b>Cost</b>		
At beginning/end of year	95,048	95,048
<b>Accumulated amortisation</b>		
At beginning of year	26,859	21,426
Amortisation for the year	2,442	5,433
At end of year	29,301	26,859
<b>Net carrying amount</b>		
At end of year	65,747	68,189

The concession and quarry rights are attributable to the acquisition of Gamuda Water Sdn. Bhd. and G.B. Kuari Sdn. Bhd. respectively, which have been granted the rights to operate and maintain the water treatment plants of Sungai Selangor Water Supply Scheme Phase 3 and the quarry for a period of 30 years ending Year 2031 and Year 2022 respectively.



## Notes to the Financial Statements

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## 17. Investments in Subsidiaries

	Company	
	2009 RM'000	2008 RM'000
Unquoted shares, at cost	<b>670,740</b>	619,716
Less: Accumulated impairment losses	<b>(16,290)</b>	(16,290)
	<b>654,450</b>	603,426

During the year, the Company subscribed for additional shares in a wholly owned subsidiary, Gamuda Land Vietnam Limited Liability Company for RM51,024,000.

Name of Company	Paid-up Capital RM	Proportion of ownership		Principal Activities
		2009 %	2008 %	
<b>Subsidiaries incorporated in Malaysia</b>				
Gammau Construction Sdn. Bhd.	6,000,000	<b>100</b>	100	Dormant
Gamuda Engineering Sdn. Bhd.	2,250,000	<b>100</b>	100	Civil engineering and construction
Megah Landscape Sdn. Bhd.	500,000	<b>100</b>	100	Supply of landscaping materials and provision of landscaping services
Gamuda Land Sdn. Bhd.	2	<b>100</b>	100	Dormant
Gamuda Paper Industries Sdn. Bhd.	18,000,000	<b>95</b>	95	Rental of properties
GPI Trading Sdn. Bhd.	2	<b>95</b>	95	Ceased operations
Gamuda Trading Sdn. Bhd.	109,000	<b>100</b>	100	Trading of construction materials
Gamuda Water Sdn. Bhd.	2,000,000	<b>80</b>	80	Operation and maintenance of water treatment plants
G.B. Kuari Sdn. Bhd.	750,000	<b>100</b>	100	Operation of quarry, laying of road and manufacture of premix
Ganaz Bina Sdn. Bhd.	3,000,000	<b>100</b>	100	Civil engineering and construction
GIT Services Sdn. Bhd.	100,000	<b>100</b>	100	Information technology services and trading
Jade Homes Sdn. Bhd.	1,980,000	<b>100</b>	100	Property investment and development
Jade Homes Resort Berhad	1,000,000	<b>100</b>	100	Proprietor and operator of a club house

## Notes to the Financial Statements

31 JULY 2009

### 17. Investments in Subsidiaries (Cont'd)

Name of Company	Paid-up Capital RM	Proportion of ownership		Principal Activities
		2009 %	2008 %	
<b>Subsidiaries incorporated in Malaysia (cont'd)</b>				
Harum Intisari Sdn. Bhd.	6,450,000	100	100	Property investment and development
Bandar Botanic Resort Berhad	1,000,000	100	100	Proprietor and operator of a clubhouse
Botanic Property Services Sdn. Bhd.	2	100	100	Property maintenance services
GL (MM2H) Sdn. Bhd. *	50,000	100	100	Agent of "Malaysia My Second Home" Programme
Masterpave Sdn. Bhd.	2,500,000	100	100	Manufacture, supply and laying of road surfacing materials
Megah Capital Sdn. Bhd.	2	100	100	Investment holding and trading
Megah Management Services Sdn. Bhd.	50,000	100	100	Insurance agency
Megah Sewa Sdn. Bhd.	100,002	100	100	Hire and rental of plant and machinery
Valencia Development Sdn. Bhd.	5,370,000	99	99	Property development
Valencia Township Sdn. Bhd.	2	99	99	Management of township and golf club and related maintenance services
Rebung Property Services Sdn. Bhd. *	2	99	99	Property maintenance services
Madge Mansions Sdn. Bhd.	599,000	100	100	Property investment and development
Reka Strategi Sdn. Bhd. *	2	100	100	Dormant
Idaman Lantas Sdn. Bhd. *	2	100	100	Dormant
Setara Hati Sdn. Bhd. *	2	100	100	Dormant
Jiwa Rangkaian Sdn. Bhd. *	2	100	100	Dormant
Gamuda Land (HCMC) Sdn. Bhd. (formerly known as Klasik Mentari Sdn. Bhd.) <sup>*^</sup>	2	100	–	Dormant

## Notes to the Financial Statements

31 JULY 2009

## 17. Investments in Subsidiaries (Cont'd)

Name of Company	Paid-up Capital	Proportion of ownership		Principal Activities
		2009 %	2008 %	
<b>Subsidiary incorporated in British Virgin Islands</b>				
Gamuda Overseas Investment Ltd.	US\$100,000	100	100	Investment holding
<b>Subsidiary incorporated in Mauritius</b>				
Gamuda (Offshore) Private Limited *	US\$1,000	100	100	Investment holding
<b>Subsidiaries incorporated in India</b>				
Gamuda (India) Private Limited *	Rps100,000	100	100	Dormant
Held by Gamuda (Offshore) Private Limited:				
Gamuda – WCT (India) Private Limited *	Rps100,000	70	70	Civil engineering and construction
<b>Subsidiary incorporated in Saudi Arabia</b>				
Gamuda Saudi Arabia L.L.C. *	SR500,000	100	100	Construction
<b>Subsidiary incorporated in the Kingdom of Bahrain</b>				
Gamuda (Bahrain) W.L.L *	BD20,000	100	100	Civil engineering and construction
<b>Subsidiaries incorporated in the Socialist Republic of Vietnam</b>				
Gamuda-NamLong Development Limited Liability Company *	USD4,667,000	70	70	Construction of villas for sale and lease
Gamuda Land Vietnam Limited Liability Company *	USD21,690,000	100	100	To undertake the Yen So Park Development Project in Hanoi, Socialist Republic of Vietnam
<b>Unincorporated subsidiaries in Malaysia</b>				
Gamuda Berhad – Kumpulan Darul Ehsan Berhad – The Sweet Water Alliance Sdn. Bhd. Joint Venture (“GKTJV”)	–	70	70	Civil engineering and construction
Gamuda Berhad – Mujur Minat Sdn. Bhd. Joint Venture (“GMMJV”)	–	70	70	Civil engineering and construction

\* Audited by firms of auditors other than Ernst &amp; Young, Malaysia

^ Newly incorporated subsidiary during the financial year

## Notes to the Financial Statements

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### 17. Investments in Subsidiaries (Cont'd)

The details of the unincorporated subsidiaries are as follows:

Entity	Joint venture partners	Economic activity
GKTJV	Gamuda Berhad, Kumpulan Darul Ehsan Berhad and The Sweet Water Alliance Sdn. Bhd.	To undertake civil engineering construction of the dam and water treatment facilities of Sungai Selangor Water Supply Scheme Phase 3
GMMJV	Gamuda Berhad and Mujur Minat Sdn. Bhd.	To undertake civil engineering construction of the Western Kuala Lumpur Traffic Dispersal Scheme

Both GKTJV and GMMJV are unincorporated joint ventures formed under a contractual agreement. Pursuant to FRS 131: Financial Reporting of Interests in Joint Ventures, both GKTJV and GMMJV are deemed to be the subsidiaries of Gamuda Berhad by virtue of its power to exercise control over the financial and operating policies of the economic activities of these entities.

#### Acquisition of a new subsidiary

On 23 July 2009, the Company subscribed for the entire issued and paid-up share capital of Gamuda Land (HCMC) Sdn. Bhd. "GLHCMC" (formerly known as Klasik Mentari Sdn. Bhd.) comprising 2 ordinary shares of RM1.00 each for a cash consideration of RM2.00. Following the acquisition, GLHCMC became a wholly-owned subsidiary of the Company.

There have been no significant effects of the acquisition of ordinary shares of this subsidiary on the financial results of the Group from the date of acquisition to 31 July 2009.

### 18. Investments in Associated Companies

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Unquoted shares, in Malaysia:				
At cost:				
– Ordinary shares	142,185	142,185	142,185	142,185
– Redeemable preference shares	562,625	547,625	562,625	547,625
	<b>704,810</b>	689,810	<b>704,810</b>	689,810
Group's share of post-acquisition reserves net of dividends receivable	21,947	64,805	–	–
Less: Accumulated impairment losses	(28,235)	(28,235)	(69,885)	(69,885)
	<b>698,522</b>	726,380	<b>634,925</b>	619,925
Unquoted shares, outside Malaysia:				
At cost:				
– Ordinary shares	11	11	–	–
– Redeemable preference shares	183,134	183,134	–	–
	<b>183,145</b>	183,145	–	–
Group's share of post-acquisition reserves	76,157	60,708	–	–
	<b>259,302</b>	243,853	–	–
	<b>957,824</b>	970,233	<b>634,925</b>	619,925

## Notes to the Financial Statements

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## 18. Investments in Associated Companies (Cont'd)

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Quoted shares, in Malaysia:				
At cost:				
– Ordinary shares	59,624	268,055	59,624	268,055
Group's share of post-acquisition capital reserves	88,839	85,775	–	–
Group's share of post-acquisition profits, net of dividends receivable	180,393	186,759	–	–
	<b>328,856</b>	540,589	<b>59,624</b>	268,055
	<b>1,286,680</b>	1,510,822	<b>694,549</b>	887,980
Market value:				
Quoted shares, in Malaysia	577,443	753,611	577,443	753,611

The Group's interests in the associated companies are analysed as follows:

Name of Company	Paid-up Capital RM	Proportion of ownership		Principal Activities
		2009 %	2008 %	
<b>Associated companies incorporated in Malaysia</b>				
Syarikat Pengeluar Air Selangor Holdings Berhad	172,300,000	40	40	Investment holding and provision of management services
Syarikat Pengeluar Air Sungai Selangor Sdn. Bhd.	50,000,001	40	40	Concession holder of Sungai Selangor Water Supply Scheme Phases 1 and 3
Hicom-Gamuda Development Sdn. Bhd.	6,053,004	50	50	Property development
Danau Permai Resort Berhad *	5,500,000	50	50	Owner and operator of a golf club
Kota Kemuning Nursery & Landscaping Sdn. Bhd.	800,000	50	50	Supply of landscaping materials and provision of landscaping services
HGD Property Services Sdn. Bhd.	2	50	50	Property maintenance services
HGD Properties Sdn. Bhd.	2	50	50	Dormant
Kesas Holdings Berhad	470,914,840	30	30	Investment holding
Kesas Sdn. Bhd.	5,000,000	30	30	Concession holder of an expressway

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### 18. Investments in Associated Companies (Cont'd)

Name of Company	Paid-up Capital RM	Proportion of ownership		Principal Activities
		2009 %	2008 %	
<b>Associated companies incorporated in Malaysia (cont'd)</b>				
Lingkar Trans Kota Holdings Berhad (Quoted shares in Malaysia)	99,651,124	<b>46</b>	46	Investment holding and provision of management services
Lingkar Trans Kota Sdn. Bhd.	50,000,000	<b>46</b>	46	Concession holder of an expressway
Penyenggaraan Litrak Sdn. Bhd.	2	<b>46</b>	46	Highway maintenance
Sukma Sinaran Sdn. Bhd.	2	<b>46</b>	46	Investment holding
Litrak Sdn. Bhd.	2	<b>46</b>	46	Dormant
Semarak Zaman Sdn. Bhd.	2	<b>46</b>	46	Dormant
Midawasa Sdn. Bhd.	1,000	<b>46</b>	46	Investment holding
Madang Permai Sdn. Bhd. *	5,000,000	<b>36</b>	36	Concession holder of an expressway
Sistem Penyuraian Trafik KL Barat Holdings Sdn. Bhd.	12,040,000	<b>53</b>	53	Investment holding
Sistem Penyuraian Trafik KL Barat Sdn. Bhd.	50,000,000	<b>53</b>	53	Concession holder of an expressway
Held by Kesas Holdings Berhad, Lingkar Trans Kota Holdings Berhad and Sistem Penyuraian Trafik KL Barat Holdings Sdn. Bhd. ETC Links Sdn. Bhd.	600,003	<b>43</b>	43	Rental of software and related equipment
Dyna Plastics Sdn. Bhd. *	48,001,720	<b>41</b>	41	In winding-up
<b>Associated companies incorporated in Mauritius</b>				
Held by Gamuda (Offshore) Private Limited:				
Suria Holding (O) Pvt. Ltd. * #	US\$13,909,096	<b>50</b>	50	Investment holding
Gamuda – WCT (Offshore) Private Limited * #	US\$13,484,429	<b>50</b>	50	Investment holding

## Notes to the Financial Statements

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## 18. Investments in Associated Companies (Cont'd)

Name of Company	Paid-up Capital	Proportion of ownership		Principal Activities
		2009 %	2008 %	
<b>Associated companies incorporated in India</b>				
Held by Suria Holding (O) Pvt. Ltd.:				
Emas Expressway Private Limited *	Rps. 1,008,840,570	50	50	Concession holder of an expressway
Held by Gamuda – WCT (Offshore) Private Limited:				
Mapex Infrastructure Private Limited *	Rps. 1,695,999,270	50	50	Concession holder of an expressway

\* Audited by firms other than Ernst &amp; Young, Malaysia

# Financial year end of 31 July

All associated companies have financial year end of 31 March, other than those marked with #. For the purpose of applying the equity method of accounting for associated companies with financial year end of 31 March, the last audited financial statements available and the management financial statements to the end of the accounting period of the associated companies have been used.

During the financial year, the Group acquired an additional 0.34% equity interest in Lingkaran Trans Kota Holdings Berhad for a total cash consideration of RM5,522,000.

The summarised financial information of the associated companies are as follows:

	2009 RM'000	2008 RM'000
<b>Assets and liabilities</b>		
Current assets	794,345	943,028
Non-current assets	3,582,339	3,703,745
<b>Total assets</b>	<b>4,376,684</b>	4,646,773
Current liabilities	302,739	259,851
Non-current liabilities	2,873,882	2,959,763
<b>Total liabilities</b>	<b>3,176,621</b>	3,219,614
<b>Results</b>		
Revenue	651,826	657,023
Profit for the year	143,210	173,452

## Notes to the Financial Statements

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### 19. Investments in Jointly Controlled Entities

	Company	
	2009 RM'000	2008 RM'000
Unquoted shares, at cost	<b>224,476</b>	224,476

Details of the jointly controlled entities are as follows:

Name of jointly controlled entities	Proportion of ownership		Economic activity
	2009 %	2008 %	
<b>Unincorporated in Malaysia</b>			
Malaysia Mining Corporation Berhad – Gamuda Berhad Joint Venture ("MMC – Gamuda JV")	<b>50</b>	50	To undertake engineering, procurement and construction of an integrated Bypass Tunnel cum Motorway in Kuala Lumpur
Malaysia Mining Corporation Berhad – Gamuda Berhad Joint Venture Electrified Double Track Project ("MMC – Gamuda JV 2T")	<b>50</b>	50	To undertake engineering, procurement and construction of the Electrified Double-Tracking from Ipoh to Padang Besar Project
<b>Incorporated in Malaysia</b>			
Projek Smart Holdings Sdn. Bhd.	<b>50</b>	50	Investment holding
Syarikat Mengurus Air Banjir & Terowong Sdn. Bhd.	<b>50</b>	50	Undertake, carry out and implement integrated Bypass Tunnel cum Motorway in Kuala Lumpur
MMC-Gamuda Joint Venture Sdn. Bhd.	<b>50</b>	50	Undertake, carry out and implement the Electrified Double-Tracking from Ipoh to Padang Besar Project
Horizon Hills Development Sdn. Bhd.	<b>50</b>	50	To undertake and carry out a mixed development mainly for residential purposes and a golf club in Johor Darul Takzim
Horizon Hills Resort Berhad	<b>50</b>	50	Proprietor and operator of a golf club
Horizon Hills Property Services Sdn. Bhd. (formerly known as Hazel Harmoni Sdn. Bhd.)	<b>50</b>	–	Property maintenance services



## Notes to the Financial Statements

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## 19. Investments in Jointly Controlled Entities (Cont'd)

Name of jointly controlled entities	Proportion of ownership		Economic activity
	2009 %	2008 %	
<b>Unincorporated in Taiwan</b>			
New Asia Construction & Development Corporation – Gamuda Berhad Joint Venture (“New Asia – Gamuda JV”) *	50	50	To undertake civil engineering construction of the Orange Line Package C04 of the Kaohsiung Metropolitan Mass Rapid Transit System in Kaohsiung, Taiwan, Republic of China
<b>Unincorporated in Qatar</b>			
Sinohydro Corporation – Gamuda Berhad – WCT Engineering Berhad Joint Venture (“Sinohydro – Gamuda – WCT JV”) ^	51	51	To design and construct the airfield facilities, tunnel and detention ponds of the New Doha International Airport in the State of Qatar
Gamuda Berhad – WCT Engineering Berhad Joint Venture (“Gamuda – WCT JV”) ^ #	51	51	To undertake civil engineering construction of a new highway from the town of Shahaniya to the existing Zekreet interchange near the Dukhan industrial area in the State of Qatar
Gamuda Berhad – WCT Bahrain Berhad Joint Venture (“Gamuda – WCT Bahrain JV”) ^	51	51	To supply materials for the construction of the New Doha International Airport in the State of Qatar

\* Audited by firms other than Ernst &amp; Young

^ Audited by member firms of Ernst &amp; Young Global in the respective countries

# The financial statements have been prepared on a going concern basis as the Joint Venture partners have agreed to provide adequate financial support

The Group's aggregate share of the current assets, non-current assets, current liabilities, non-current liabilities, income and expenses of the jointly controlled entities, which are included in the consolidated financial statements is as follows:

	2009 RM'000	2008 RM'000
<b>Assets and liabilities</b>		
Current assets	1,936,472	1,522,549
Non-current assets	566,722	510,400
<b>Total assets</b>	<b>2,503,194</b>	2,032,949
Current liabilities	(2,131,080)	(1,717,131)
Non-current liabilities	(261,924)	(161,500)
<b>Total liabilities</b>	<b>(2,393,004)</b>	(1,878,631)
<b>Results</b>		
Revenue	1,773,253	1,267,984
Expenses, net	1,703,340	1,134,605

## Notes to the Financial Statements

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### 20. Other Investments

	Group and Company	
	2009 RM'000	2008 RM'000
<b>At cost</b>		
Quoted shares, in Malaysia	-	3
Unquoted shares, in Malaysia	50	50
Investment in transferable club memberships	683	683
	<b>733</b>	736
Accumulated impairment loss of investment in quoted shares, in Malaysia	-	(3)
	<b>733</b>	733
<b>Market value</b>		
Quoted shares, in Malaysia	-	10

### 21. Inventories

	Group	
	2009 RM'000	2008 RM'000
<b>Cost:</b>		
Raw materials	38,734	54,446
Finished goods	2,536	168
Crusher run and aggregates	1,200	2,022
Consumable stores and spares	4,435	4,975
Properties held for sale	47,709	41,287
	<b>94,614</b>	102,898
<b>Net realisable value:</b>		
Properties held for sale	6,468	7,224
	<b>101,082</b>	110,122

### 22. Receivables

Receivables of the Group and of the Company are analysed as follows:

		Group		Company	
		2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Current	(a)	1,459,134	1,624,370	127,663	108,411
Non-current	(b)	40,306	42,433	-	-
		<b>1,499,440</b>	1,666,803	<b>127,663</b>	108,411

## Notes to the Financial Statements

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## 22. Receivables (Cont'd)

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
<b>(a) Current</b>				
<b>Trade receivables</b>				
Trade receivables (i)	<b>647,927</b>	1,019,380	<b>26,818</b>	67,003
Associated companies	<b>54,178</b>	9,929	–	–
Joint ventures	<b>25,635</b>	11,196	<b>10,433</b>	–
Retention sums	<b>147,182</b>	110,875	<b>60,949</b>	–
Accrued billing	<b>45,874</b>	19,678	–	–
Due from customers on contracts (Note 24)	<b>379,319</b>	304,635	<b>10,640</b>	21,893
	<b>1,300,115</b>	1,475,693	<b>108,840</b>	88,896
Less: Provision for doubtful debts	<b>(2,687)</b>	(559)	–	–
	<b>1,297,428</b>	1,475,134	<b>108,840</b>	88,896
<b>Other receivables</b>				
Associated companies	<b>51,267</b>	54,359	<b>82</b>	116
Joint ventures	<b>468</b>	17,608	<b>468</b>	10,434
Deposits	<b>18,064</b>	9,623	<b>8,225</b>	780
Prepayments	<b>7,859</b>	10,714	<b>4,924</b>	7,133
Sundry receivables (ii)	<b>84,048</b>	56,932	<b>5,124</b>	1,052
	<b>161,706</b>	149,236	<b>18,823</b>	19,515
	<b>1,459,134</b>	1,624,370	<b>127,663</b>	108,411

**(i) Trade receivables**

Included in the trade receivables, is an amount due from the Government of Malaysia ("GOM") on construction contract on tunnel portion of the Stormwater Channel and Motorway Works as follows:

	Group	
	2009 RM'000	2008 RM'000
Amount due from the Government on:		
– Progress billings on construction contract	<b>474,793</b>	611,559
– Land acquisition costs	<b>20,821</b>	38,499
	<b>495,614</b>	650,058
Interest receivable	<b>90,581</b>	93,719
Total amount due from the Government	<b>586,195</b>	743,777
(Off set with):		
– SMARTSB MTN	<b>(480,847)</b>	(635,291)
– Interest payable on SMARTSB MTN	<b>(90,581)</b>	(93,719)
	<b>14,767</b>	14,767

## Notes to the Financial Statements

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### 22. Receivables (Cont'd)

#### (a) Current (cont'd)

##### (i) Trade receivables (cont'd)

To acknowledge its debts due, the GOM shall, from time to time, issue a Facility Payment Certificate ("FPC"), in which a jointly controlled entity, Syarikat Mengurus Air Banjir & Terowong Sdn. Bhd. ("SMARTSB") can sell, assign or transfer to another person (provided that the GOM has consented to such sale, assignment or transfer and received notice of the same). As part of the terms of the FPC, the GOM unconditionally and irrevocably agree and undertake to pay SMARTSB or, if the FPC has been sold, transferred or assigned to another person, to such person, the Net Amount Due as stated in the FPC. The Net Amount Due shall upon assignment, transfer or sale be conclusive evidence of a debt due and payable by the GOM to the assignee and payment of monies under the FPC shall be made without deduction, set-off or adjustments on any account.

On 4 August 2004, SMARTSB entered into an agreement with the Primary Subscriber to issue Medium Term Notes ("SMARTSB MTN") to finance the construction and land acquisition costs relating to the Stormwater Channel. The SMARTSB MTN is to be issued from time to time upon terms and conditions as agreed with the Primary Subscriber, and upon the assignment of all SMARTSB's rights, interests, title and benefits in and to each of the FPC mentioned above to the Primary Subscriber. The SMARTSB MTN is a zero coupon note and is to be issued at a discount by SMARTSB.

The details of security arrangement in connection with the SMARTSB MTN are as follows:

1. Fixed and floating charge over all the assets and property of SMARTSB in relation to the Stormwater Channel Project.
2. An assignment of SMARTSB's rights, interests, title and benefits in and to each FPC and acknowledgement of the GOM to such assignment of FPC linked to the issuance of SMARTSB MTN.

As at the balance sheet date, SMARTSB has issued SMARTSB MTN with a nominal amount of RM631,678,000 (2008: RM827,062,000). The net proceeds received from the issuance of SMARTSB MTN have been used to off set against the amount due from the GOM.

The breakdown of SMARTSB MTN issued are as follows:

	Group	
	2009 RM'000	2008 RM'000
Principal amount:		
– Construction costs	460,025	596,792
– Land acquisition costs	20,822	38,499
Total off set against trade receivable	480,847	635,291
Yield to maturity	150,831	191,771
Nominal value	631,678	827,062

The Group's and the Company's normal trade credit term ranges from 14 to 90 days (2008: 14 to 90 days). Other credit terms are assessed and approved on a case-by-case basis.

## Notes to the Financial Statements

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## 22. Receivables (Cont'd)

## (a) Current (cont'd)

## (ii) Sundry receivables

The lease receivable included in sundry receivables is as follows:

	Group	
	2009	2008
	RM'000	RM'000
Gross receivables	14,875	10,773
Less: Unearned carrying charges	(791)	(880)
	<b>14,084</b>	9,893
<b>Minimum lease receivables:</b>		
Not later than 1 year	6,920	3,413
Later than 1 year and not later than 5 years	7,955	7,360
	<b>14,875</b>	10,773
Less: Unearned carrying charges	(791)	(880)
	<b>14,084</b>	9,893
<b>Present value of lease receivables:</b>		
Not later than 1 year	6,334	3,017
Later than 1 year and not later than 5 years	7,750	6,876
	<b>14,084</b>	9,893

The tenure and the finance charge of the finance leases are 36 months (2008: 42 months) and 5.85% (2008: 5.85%) respectively.

The non-trade amount due from joint ventures is in respect of advances for construction contracts and the amount is unsecured, interest free and repayable through contra with future progress billings.

The non-trade amounts due from associated companies are unsecured, interest free and repayable on demand.

The Group and the Company have no significant concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors, other than an amount due from the Government amounting to RM105,165,000 (2008: RM621,716,000).

## (b) Non-current

		Group	
		2009	2008
		RM'000	RM'000
Amount due from an associated company	(i)	22,912	25,039
Amount due from a third party	(ii)	17,394	17,394
		<b>40,306</b>	42,433

## Notes to the Financial Statements

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### 22. Receivables (Cont'd)

#### (b) Non-current (cont'd)

##### (i) Amount due from an associated company

The amount due from an associated company to a subsidiary of the Group is in respect of the supply of bulk quantity of treated water supplied to the associated company. The amount is repayable in ten annual instalments commencing December 2006.

##### (ii) Amount due from a third party

In prior year, a subsidiary of the Group disposed of a land to a third party. The amount due from a third party represents present value of future cash flows repayable to the subsidiary in three instalments commencing July 2010, analysed as follows:

	Group	
	2009 RM'000	2008 RM'000
Receivable within 1 year	19,531	20,445
Receivable later than 1 year and not later than 5 years	17,394	17,394
	<b>36,925</b>	37,839

### 23. Marketable Securities

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Private debt securities	20,000	20,000	–	–
Investment management funds	80,668	–	59,150	–
	<b>100,668</b>	20,000	<b>59,150</b>	–

Investment management funds represent funds placed with licensed fund managers. The portfolio of securities managed by the fund managers comprise of money market funds, commercial papers, government bonds and fixed deposits which are subject to insignificant changes in value.

### 24. Amount Due from/(to) Customers on Contracts

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Construction contract costs incurred to date	6,572,815	4,779,201	1,390,270	1,201,180
Recognised profits less recognised losses	205,695	227,764	58,512	79,126
Progress billings received and receivable	(6,792,679)	(4,719,854)	(1,438,142)	(1,258,413)
	<b>(14,169)</b>	287,111	<b>10,640</b>	21,893
Represented by:				
Due from customers on contracts (Note 22)	379,319	304,635	10,640	21,893
Due to customers on contracts (Note 35)	(393,488)	(17,524)	–	–
	<b>(14,169)</b>	287,111	<b>10,640</b>	21,893

## Notes to the Financial Statements

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**24. Amount Due from/(to) Customers on Contracts (Cont'd)**

Included in amount due from/(to) customers on contracts is provision for contracts amounting to RM29,008,000 (2008: RM26,816,000).

The Group had made a reversal of provision for contracts of RM11,368,000 during the current financial year in view of the revision of the contract value in relation to an overseas contract.

The costs incurred to date on construction contracts include the following charges made during the financial year:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Finance costs (Note 7)	<b>9,151</b>	13,974	–	–
Depreciation (Note 11)	<b>46,598</b>	35,258	<b>3,306</b>	2,526
Staff costs (Note 5)	<b>104,777</b>	68,914	<b>13,252</b>	7,689
Hire of plant and equipment	<b>39,669</b>	54,535	–	–
Rental of premises	–	14	–	–

**25. Due from Subsidiaries**

	Company	
	2009 RM'000	2008 RM'000
Due from subsidiaries		
– trade	<b>898,753</b>	842,700
– non-trade	<b>338,770</b>	508,772
	<b>1,237,523</b>	1,351,472

Included in amount due from subsidiaries of previous year is an amount due from an unincorporated subsidiary of RM22,421,000.

The trade amounts due from subsidiaries have a normal credit term which ranges from 30 to 90 days (2008: 30 to 90 days).

The non-trade amounts due from subsidiaries are unsecured, interest free and are repayable on demand except for advances of RM99,208,000 (2008: RM182,820,000) given to subsidiaries which attracted interest of 6.0% to 7.0% (2008: 6.0% to 7.0%) per annum.

**26. Cash and Bank Balances**

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Cash on hand and at banks	<b>181,601</b>	240,790	<b>10,130</b>	11,542
Deposits with licensed banks	<b>763,425</b>	604,820	<b>386,714</b>	364,721
Investment in unit trusts	<b>209,003</b>	–	<b>58,762</b>	–
	<b>1,154,029</b>	845,610	<b>455,606</b>	376,263

## Notes to the Financial Statements

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### 26. Cash and Bank Balances (Cont'd)

Included in cash at banks of the Group is an amount of RM122,234,000 (2008: RM110,293,000) which are Housing Development Accounts held pursuant to Section 7A of the Housing Development (Control and Licensing) Act 1966 and therefore restricted from use in other operations.

The investment in unit trusts is a scheme that invests in fixed deposit placements which allows prompt redemption at any time.

The weighted average effective interest rates as at balance sheet date were as follows:

	Group		Company	
	2009 %	2008 %	2009 %	2008 %
Licensed banks	<b>1.86</b>	3.31	<b>1.80</b>	3.41

The range of maturities of deposits as at balance sheet date were as follows:

	Group		Company	
	2009 Days	2008 Days	2009 Days	2008 Days
Licensed banks	<b>1 – 365</b>	1 – 365	<b>1 – 147</b>	1 – 35

### 27. Share Capital

	Number of ordinary shares of RM1 each		Amount	
	2009 '000	2008 '000	2009 RM'000	2008 RM'000
<b>Authorised:</b>				
At beginning/end of year	<b>3,000,000</b>	3,000,000	<b>3,000,000</b>	3,000,000
<b>Issued and fully paid:</b>				
At beginning of year	<b>2,005,016</b>	981,528	<b>2,005,016</b>	981,528
Exercise of ESOS	<b>4,241</b>	17,667	<b>4,241</b>	17,667
Conversion of warrants	–	10,858	–	10,858
Bonus issue	–	994,963	–	994,963
At end of year	<b>2,009,257</b>	2,005,016	<b>2,009,257</b>	2,005,016

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.



**27. Share Capital (Cont'd)**

- (a) During the financial year, the Company increased its issued and paid-up share capital from RM2,005,016,108 (2008: RM981,528,493) to RM2,009,257,108 (2008: RM2,005,016,108) via the issuance of:
- (i) 3,239,000 new ordinary shares of RM1.00 each for cash pursuant to the Company's ESOS at an exercise price of RM1.73 per ordinary share;
  - (ii) 54,000 new ordinary shares of RM1.00 each for cash pursuant to the Company's ESOS at an exercise price of RM2.60 per ordinary share;
  - (iii) 257,000 new ordinary shares of RM1.00 each for cash pursuant to the Company's ESOS at an exercise price of RM2.29 per ordinary share; and
  - (iv) 691,000 new ordinary shares of RM1.00 each for cash pursuant to the Company's ESOS at an exercise price of RM1.94 per ordinary share.
- (b) The Gamuda Berhad Employees' Share Options Scheme ("ESOS") is governed by the by-laws approved by the shareholders at an Extraordinary General Meeting held on 5 July 2006. The ESOS was implemented on 6 July 2006.

The principal features of the ESOS are as follows:

- (i) Eligible employees are full-time monthly paid employees and Executive Directors of the Group (including contract and non-Malaysian employees with a minimum three years of contract of service) whose employment has been confirmed. The selection of eligible employee for participation in the ESOS shall be at the discretion of the Options Committee.
- (ii) The ESOS shall be in force for a period of 5 years from 6 July 2006 subject however to any extension or renewal for a further period of not exceeding 5 years commencing from the day after the date of expiration of the original 5 years period as may be approved by all relevant parties.
- (iii) The total number of shares to be offered shall not exceed 10% of the issued and paid-up share capital of the Company at any point of time during the duration of the ESOS.
- (iv) The subscription price under the ESOS shall be the weighted average market price of the shares as shown in the Daily Official List issued by the Bursa Malaysia Securities Berhad for the 5 market days immediately preceding the date of offer of the options subject to a discount of not more than 10%, or at par value of the share, whichever is higher.
- (v) The aggregate number of shares to be offered to an eligible employee in accordance with the ESOS shall be determined at the discretion of the Options Committee after taking into consideration, amongst other factors, the position, performance, seniority and the length of service that the eligible employee has rendered and subject to the maximum allowable allotment of shares for each eligible employee.
- (vi) The number of shares under the ESOS which remained unexercised or the option price or both may be adjusted following any alteration in the capital structure of the Company during the option period, whether such alteration is by way of capitalisation of profits or reserves, right issues, consolidation of shares, sub-division of shares or reduction of capital or otherwise howsoever taking place, made by the Company.
- (vii) The options shall not carry any right to vote at any general meeting of the Company and a grantee shall not be entitled to any dividends, right or other entitlements on his unexercised options.
- (viii) The options granted under ESOS are not assignable.

## Notes to the Financial Statements

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### 27. Share Capital (Cont'd)

- (ix) There is no restriction on the employee in exercising and selling their Gamuda Shares which were allotted and issued pursuant to the exercise of their options.

If the net proceeds from the disposal is less than the Exercise Value (being the Exercise Price multiplied by the number of Gamuda Shares sold), the entire net proceeds will be released to the employee.

However, if the net proceeds is more than the Exercise Value, an amount equivalent to the Exercise Value will be released to the employee. The balance proceeds not released to the employee will be placed in an interest bearing account for the benefit of the employee. The balance proceeds (being the net proceeds less Exercise Value) together with the attributable interest, if any, will be released to the employee over the period of the scheme at a rate of 20% per annum on each anniversary of the effective date of the scheme.

- (x) The new shares allotted upon any exercise of the option shall rank pari passu in all respects with the then existing issued and paid-up ordinary shares of the Company except that the new shares so issued will not rank for any dividends, rights, allotments and/or other distributions, the entitlement date (namely the date as at the close of business on which shareholders must be registered in order to be entitled to any dividends, rights, allotments or other distributions) of which is prior to the date of allotment of the new shares.
- (xi) The employees to whom the options have been granted have no right to participate by virtue of the options in any share issue of any other company.
- (xii) Options to subscribe for ordinary shares of RM1.00 each under ESOS were granted in the following phases:

	Exercise price (before bonus issue)	Exercise price (after bonus issue)	Number of options (before bonus issue)	Number of options (after bonus issue)	Exercise period
	RM	RM	'000	'000	
6 July 2006	3.46	1.73	52,590	63,436	6 July 2006 – 5 July 2011
15 January 2007	5.20	2.60	9,290	14,052	15 January 2007 – 5 July 2011
8 August 2007	7.26	3.63	17,592	34,693	8 August 2007 – 5 July 2011
24 March 2008	–	2.98	–	11,852	24 March 2008 – 5 July 2011
1 July 2008	–	2.29	–	7,239	1 July 2008 – 5 July 2011
15 January 2009	–	1.94	–	7,807	15 January 2009 – 5 July 2011
15 July 2009	–	2.72	–	5,500	15 July 2009 – 5 July 2011

## Notes to the Financial Statements

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## 27. Share Capital (Cont'd)

- (c) Breakdown of aggregate proceeds received from share options exercised during the financial year and the fair value, at exercise date, of ordinary shares issued are as follows:

	2009 RM'000	2008 RM'000
Ordinary shares	4,241	17,667
Share premium	3,432	30,675
Aggregate proceeds received on shares issued	<b>7,673</b>	48,342
Aggregate fair value of ordinary shares at exercise date	<b>10,942</b>	81,613

- (d) The number and weighted average exercise prices ("WAEP") of, and movements in, share options during the financial year are as follows:

ESOS exercise price	<----- Number of Share Options ----->					Outstanding and exercisable at 31 July 2009 '000
	<----- Movement during the year ----->					
	Outstanding at 1 August 2008 '000	Granted '000	Exercised '000	Resigned '000		
RM1.73	12,557	-	(3,239)	(833)		8,485
RM2.60	7,224	-	(54)	-		7,170
RM3.63	29,643	-	-	(328)		29,315
RM2.98	11,852	-	-	-		11,852
RM2.29	-	7,239	(257)	-		6,982
RM1.94	-	8,009	(691)	-		7,318
RM2.72	-	4,111	-	-		4,111
	<b>61,276</b>	<b>19,359</b>	<b>(4,241)</b>	<b>(1,161)</b>		<b>75,233</b>
WAEP	<b>2.99</b>	<b>2.24</b>	<b>1.81</b>	<b>2.27</b>		<b>2.88</b>

ESOS exercise price (after bonus issue)	<----- Number of Share Options ----->							
	<----- Movement during the year ----->							Outstanding and exercisable at 31 July 2008 '000
	Outstanding at 1 August 2007 '000	Granted (before bonus issue) '000	Exercised (before bonus issue) '000	Bonus issue '000	Granted (after bonus issue) '000	Exercised (after bonus issue) '000	Resigned '000	
RM1.73	13,019	-	(1,672)	10,846	-	(8,213)	(1,423)	
RM2.60	5,255	-	(524)	5,049	-	(2,045)	(511)	7,224
RM3.63	-	17,755	(381)	17,101	-	(4,832)	-	29,643
RM2.98	-	-	-	-	11,852	-	-	11,852
	18,274	17,755	(2,577)	32,996	11,852	(15,090)	(1,934)	61,276
WAEP	3.96	7.26	4.38	2.85	2.98	2.46	1.96	2.99

## Notes to the Financial Statements

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### 27. Share Capital (Cont'd)

- (e) The fair value of share options granted during the year was estimated by an external valuer using a binomial model, taking into account of the terms and conditions upon which the options were granted. The fair value of share options measured at grant date and the assumptions are as follows:

	<----- ESOS ----->							
Option price, before bonus issue (RM)	3.46	5.20	7.26	–	–	–	–	–
Option price, after bonus issue (RM)	1.73	2.60	3.63	2.98	2.29	1.94	2.72	–
Fair value of share options, before bonus issue at the following grant dates:								
– 6 July 2006 (RM)	0.46	–	–	–	–	–	–	–
– 15 January 2007 (RM)	–	0.58	–	–	–	–	–	–
– 8 August 2007 (RM)	–	–	0.78	–	–	–	–	–
Fair value of share options, after bonus issue at the following grant dates:								
– 6 July 2006 (RM)	0.23	–	–	–	–	–	–	–
– 15 January 2007 (RM)	–	0.29	–	–	–	–	–	–
– 8 August 2007 (RM)	–	–	0.39	–	–	–	–	–
– 24 March 2008 (RM)	–	–	–	0.18	–	–	–	–
– 1 July 2008 (RM)	–	–	–	–	0.53	–	–	–
– 15 January 2009 (RM)	–	–	–	–	–	0.46	–	–
– 15 July 2009 (RM)	–	–	–	–	–	–	–	0.64
Weighted average share price (RM)	2.58	2.58	–	–	2.58	2.58	–	–
Expected volatility	30.00%	30.00%	30.00%	40.00%	40.00%	45.00%	45.00%	–
Risk free rate (%)	4.22%	3.56%	3.43%	3.38%	3.79%	2.76%	2.01%	–
Expected dividend yield (%)	3.2%	3.3%	5.0%	5.0%	5.0%	5.0%	5.0%	–

The expected volatility is based on historical data and is not necessarily indicative of exercise patterns that may occur.

### 28. Other Reserves (Non-distributable)

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
<b>Capital reserve</b>				
At beginning of year	<b>85,775</b>	52,959	–	–
Movement in capital reserve in an associated company	<b>3,064</b>	32,816	–	–
At end of year	<b>88,839</b>	85,775	–	–
<b>Foreign exchange reserve</b>				
At beginning of year	<b>3,375</b>	(10,610)	<b>832</b>	781
Currency translation differences	<b>13,076</b>	13,985	<b>(581)</b>	51
At end of year	<b>16,451</b>	3,375	<b>251</b>	832
<b>Total other reserves</b>	<b>105,290</b>	89,150	<b>251</b>	832

## Notes to the Financial Statements

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**29. Retained Profits**

Prior to the year of assessment 2008, Malaysian companies adopted the full imputation system. In accordance with the Finance Act 2007 which was gazetted on 28 December 2007, companies shall not be entitled to deduct tax on dividend paid, credited or distributed to its shareholders, and such dividends will be exempted from tax in the hands of the shareholders ("single tier system"). However, there is a transitional period of six years, expiring on 31 December 2013, to allow companies to pay franked dividends to their shareholders under limited circumstances. Companies also have an irrevocable option to disregard the Section 108 balance and opt to pay dividends under the single tier system. The change in the tax legislation also provides for the Section 108 balance to be locked-in as at 31 December 2007 in accordance with Section 39 of the Finance Act 2007.

The Company did not elect for the irrevocable option to disregard the Section 108 balance. Accordingly, during the transitional period, the Company may utilise the credit in the Section 108 balance as at 31 December 2007 to distribute cash dividend payments to ordinary shareholders as defined under the Finance Act 2007. As at 31 July 2009, the Company has sufficient credit in the 108 balance to pay franked dividends amounting to RM244,101,000 (2008: RM364,691,000) out of its retained earnings. If the balance of the retained earnings of RM179,004,000 (2008: RM84,810,000) were to be distributed as dividends, the Company may distribute such dividends under its tax exempt income and under the single tier system.

**30. Retirement Benefit Obligations**

The Group operates an unfunded, defined benefit Retirement Benefit Scheme ("the Scheme") for its employees. Under the Scheme, eligible employees are entitled to retirement benefits of 2.5% on the last drawn monthly basic salary for each completed months of services on attainment of the retirement age of 55.

The amounts recognised in the balance sheet are determined as follows:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Present value of unfunded defined benefit obligations	<b>9,609</b>	8,364	<b>3,904</b>	2,807
Unrecognised actuarial gains, net	<b>847</b>	113	-	-
Net liability	<b>10,456</b>	8,477	<b>3,904</b>	2,807
Analysed as:				
Current (Note 35)	<b>252</b>	168	<b>39</b>	64
Non-current:				
Later than 1 year but not later than 2 years	<b>351</b>	434	<b>235</b>	234
Later than 2 years but not later than 5 years	<b>3,878</b>	2,323	<b>1,580</b>	1,269
Later than 5 years	<b>5,975</b>	5,552	<b>1,240</b>	1,240
Amount included in other payables (Note 31)	<b>10,204</b>	8,309	<b>3,055</b>	2,743
	<b>10,456</b>	8,477	<b>3,094</b>	2,807

## Notes to the Financial Statements

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### 30. Retirement Benefit Obligations (Cont'd)

The amounts recognised in the income statements are as follows:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Current service cost	522	416	163	–
Interest cost	525	477	149	175
Transitional asset	596	157	–	159
Total, included in staff costs (Notes 5 and 6)	1,643	1,050	312	334

Movements in the net liabilities in the current year were as follows:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
At beginning of year	8,477	7,509	2,807	2,525
Recognised in income statement	1,643	1,050	312	334
Adjustment in liability due to transfer of employees	431	–	–	–
Contributions paid	(95)	(82)	(25)	(52)
At end of year	10,456	8,477	3,094	2,807

Principal actuarial assumptions used:

	2009 %	2008 %
Discount rate	6.3	6.3
Expected rate of salary increases	6.0	6.0
Price inflation	3.5	3.5

### 31. Other Payables

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Advance membership fees (a)	5,447	4,427	–	–
Balance purchase consideration (b)	–	16,000	–	–
Retirement benefit obligations (Note 30)	10,204	8,309	3,055	2,743
	15,651	28,736	3,055	2,743

#### (a) Advance membership fees

Advance membership fees received are in connection with the provision of services by way of golfing, sporting and other recreational facilities. The advance membership fees are recognised as income on a fixed annualised basis over the duration of the membership.

#### (b) Balance purchase consideration

In prior year, this was the balance purchase consideration for the purchase of freehold land for development by a subsidiary in 2007. The balance purchase consideration was repayable within one year from 31 July 2009 as disclosed in Note 35.

## Notes to the Financial Statements

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## 32. Deferred Tax

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
At beginning of year	<b>3,772</b>	4,633	<b>109</b>	(4,629)
Recognised in income statement (Note 8)	<b>(9,803)</b>	(861)	<b>(3,201)</b>	4,738
At end of year	<b>(6,031)</b>	3,772	<b>(3,092)</b>	109
Presented after appropriate offsetting as follows:				
Deferred tax assets	<b>(23,114)</b>	(13,777)	<b>(3,092)</b>	–
Deferred tax liabilities	<b>17,083</b>	17,549	–	109
	<b>(6,031)</b>	3,772	<b>(3,092)</b>	109

The components and movements of deferred tax liabilities and assets during the financial year prior to offsetting are as follows:

**Deferred tax liabilities of the Group:**

	Accelerated capital allowances RM'000	Receivables RM'000	Total RM'000
At 1 August 2008	<b>20,848</b>	–	<b>20,848</b>
Recognised in income statement	<b>(297)</b>	–	<b>(297)</b>
At 31 July 2009	<b>20,551</b>	–	<b>20,551</b>
At 1 August 2007		10	21,661
Recognised in income statement		(10)	(813)
At 31 July 2008		–	20,848

**Deferred tax assets of the Group:**

	Retirement benefit obligations RM'000	Provisions and accruals RM'000	Property development costs RM'000	Unused tax losses and unabsorbed capital allowances RM'000	Total RM'000
At 1 August 2008	<b>(1,974)</b>	<b>(12,844)</b>	<b>(2,258)</b>	–	<b>(17,076)</b>
Recognised in income statement	<b>(244)</b>	<b>(8,416)</b>	<b>(846)</b>	–	<b>(9,506)</b>
At 31 July 2009	<b>(2,218)</b>	<b>(21,260)</b>	<b>(3,104)</b>	–	<b>(26,582)</b>
At 1 August 2007	(2,001)	(14,367)	(655)	(5)	(17,028)
Recognised in income statement	27	1,523	(1,603)	5	(48)
At 31 July 2008	(1,974)	(12,844)	(2,258)	–	(17,076)

## Notes to the Financial Statements

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### 32. Deferred Tax (Cont'd)

#### Deferred tax liabilities of the Company:

	Accelerated capital allowances RM'000	Total RM'000
At 1 August 2008	2,567	2,567
Recognised in income statement	(1,525)	(1,525)
At 31 July 2009	1,042	1,042
At 1 August 2007	253	253
Recognised in income statement	2,314	2,314
At 31 July 2008	2,567	2,567

#### Deferred tax assets of the Company:

	Retirement benefit obligations RM'000	Provisions and accruals RM'000	Total RM'000
At 1 August 2008	(702)	(1,756)	(2,458)
Recognised in income statement	(71)	(1,605)	(1,676)
At 31 July 2009	(773)	(3,361)	(4,134)
At 1 August 2007	(657)	(4,225)	(4,882)
Recognised in income statement	(45)	2,469	2,424
At 31 July 2008	(702)	(1,756)	(2,458)

Deferred tax assets have not been recognised in respect of the following items:

	Group	
	2009 RM'000	2008 RM'000
Unused tax losses	119,515	144,026
Unabsorbed capital allowances	10,237	9,335
Unutilised reinvestment allowances	1,457	1,457
Other deductible temporary differences	1,673	1,673
	<b>132,882</b>	156,491

The availability of the unused tax losses and unabsorbed capital allowances for offsetting against future taxable profits of the Group are subject to no substantial changes in shareholdings of the Group and guidelines issued by the tax authority. The availability of unused tax losses of foreign jointly controlled entities has a utilisation period of 3 years as pre-determined by the tax legislations of the respective countries.



## Notes to the Financial Statements

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## 33. Long Term Borrowings

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Murabahah medium term notes ("MTN") (a)	<b>880,000</b>	850,000	<b>480,000</b>	480,000
Term loans				
– secured (b)	<b>330,500</b>	161,500	–	–
– unsecured	–	25,000	–	–
	<b>1,210,500</b>	1,036,500	<b>480,000</b>	480,000

## (a) Murabahah medium term notes ("MTN")

The MTN are drawdown by the following entities:

		Group		Company	
		2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Gamuda Berhad	(i)	<b>480,000</b>	480,000	<b>480,000</b>	480,000
Harum Intisari Sdn. Bhd. ("HISB")	(ii)	<b>300,000</b>	300,000	–	–
Horizon Hills Developments Sdn. Bhd. ("HHDSB")	(iii)	<b>100,000</b>	70,000	–	–
		<b>880,000</b>	850,000	<b>480,000</b>	480,000

- (i) The MTN amounting to RM480 million was drawdown by the Company in prior year. The first and second issuance of RM180 million and RM300 million MTN respectively with tenure of 5 years was completed on 24 January 2008 and 4 June 2008 respectively.

The amount drawdown, maturity date and yield as at issuance dates of the MTN are as follows:

	Amount drawdown RM'000	Maturity date	Yield at issuance date %
Issue No. 1	180,000	24.1.2013	4.59
Issue No. 2	300,000	04.6.2013	5.16
	480,000		

- (ii) The MTN amounting to RM300 million drawdown by a wholly-owned subsidiary, HISB, is secured by a corporate guarantee from the Company. The first and second issuance of RM200 million and RM100 million MTN respectively with tenure of 5 years were completed on 28 September 2005 and 17 March 2006 respectively.

The amount drawdown, maturity date and yield as at issuance dates of the MTN are as follows:

	Amount drawdown RM'000	Maturity date	Yield at issuance date %
Issue No. 1	200,000	28.9.2010	4.5
Issue No. 2	100,000	17.3.2011	5.0
	300,000		

## Notes to the Financial Statements

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### 33. Long Term Borrowings (Cont'd)

#### (a) Murabahah medium term notes ("MTN") (cont'd)

(iii) This represents the Group's share of RM100 million drawdown by HHDSB.

The amount drawdown, maturity date and yield as at issuance dates of the MTN are as follows:

	Amount drawdown RM'000	Maturity date	Yield at issuance date %
Issue No. 1	35,000	14.6.2012	3.95
Issue No. 2	10,000	16.11.2012	4.35
Issue No. 3	15,000	10.5.2013	4.45
Issue No. 4	10,000	8.7.2011	5.50
Issue No. 5	15,000	12.8.2011	4.50
Issue No. 6	15,000	12.12.2013	4.30
	100,000		

The MTN is secured by an unconditional and irrevocable undertaking from the Company to provide equity contributions (in the form of redeemable preference shares and/or ordinary shares) substantially in the form and substance acceptable to the Lead Arranger and the Security Trustee to meet:

- any financial obligation of HHDSB under the Programme and the Kafalah Facility (inclusive of principal and profit payments and fees and expenses) of up to RM280 million in the event that HHDSB does not have sufficient funds to meet such obligations; and/or
- any cash flow deficit of the Project and the Financial Covenants of up to RM30 million in a manner proportionate to the Company's shareholding percentage in HHDSB.

#### (b) Term loans – secured

The term loans are drawdown by the following entities:

		Group	
		2009 RM'000	2008 RM'000
Syarikat Mengurus Air Banjar & Terowong Sdn. Bhd. ("SMARTSB")	(i)	161,500	161,500
Jade Homes Sdn. Bhd.	(ii)	169,000	–
		330,500	161,500

## Notes to the Financial Statements

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**33. Long Term Borrowings (Cont'd)****(b) Term loans – secured (cont'd)**

- (i) The term loan is drawdown by a jointly controlled entity, Syarikat Mengurus Air Banjir & Terowong Sdn. Bhd. ("SMARTSB") in relation to the motorway development of the Stormwater Channel and Motorway Works ("Project").

The term loan shall be repaid over 28 semi-annual instalments commencing from 2011 over 14 years with yields ranging from 5.55% to 5.76% at issuance dates.

The loan is secured by the following:

1. debentures to create a fixed and floating charge over all present and future assets of SMARTSB and Projek Smart Holdings Sdn. Bhd. ("PSHSB");
2. assignment of Principal Contracts whereby SMARTSB has awarded Gamuda Berhad to undertake a specified scope of work in respect of the Project;
3. assignment of Toll Revenue and Designated Accounts by SMARTSB including all its rights, interests, titles and benefits;
4. Deed of Subordination whereby PSHSB has subordinated or agreed to subordinate all loan stocks held; and
5. an undertaking from PSHSB and an undertaking from the shareholders of PSHSB to promptly provide funding for the Project as and when required to meet cost overruns during the construction and cash flow deficits during the operations.

The term loan was obtained on a non-recourse basis to the Group. The term loan is consolidated into the Group's borrowings as a result of the Group's policy of accounting for investments in jointly controlled entities using the proportionate consolidation method of accounting.

- (ii) The term loan was drawdown on 11 March 2009 by a subsidiary, Jade Homes Sdn. Bhd. for the purpose of repayment of shareholders' advances for cost incurred in relation to land costs, infrastructure, earth works and land conversion premium on the Jade Hills project.

The term loan is repayable over 59 monthly repayments commencing from 11 April 2011 over 7 years with yield of 3.47% at issuance date.

The facility is guaranteed by the holding company, Gamuda Berhad.

**34. Short Term Borrowings**

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
<b>Secured:</b>				
Commercial papers (a)	35,000	35,000	–	–
<b>Unsecured:</b>				
Term loan (b)	25,000	25,000	–	–
Revolving credits	268,165	722,253	268,165	433,722
	<b>328,165</b>	<b>782,253</b>	<b>268,165</b>	<b>433,722</b>

## Notes to the Financial Statements

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### 34. Short Term Borrowings (Cont'd)

#### (a) Commercial papers

The Commercial Papers of RM35 million (2008: RM35 million) represents the share of the total of RM70 million (2008: RM70 million) drawdown by HHDSB. This share of borrowings is secured by an undertaking by the Company to assign all rights, titles, benefits and debentures security for the payment of the secured indebtedness.

#### (b) Term loan – unsecured

The Structured Commodity Financing-i (“Facility”) of RM50 million was drawdown by a subsidiary, Gamuda Water Sdn. Bhd. on 10 June 2008 for working capital purposes. This facility is repayable in eight quarterly instalments over two years.

As at 31 July 2009, RM25 million of the term loan has been repaid and the remaining RM25 million is repayable within one year from 31 July 2009.

The weighted average effective interest rates for long term and short term borrowings (per annum) as at balance sheet date are as follows:

	Group and Company	
	2009	2008
	%	%
Murabahah medium term notes	4.76	4.73
Revolving credits, denominated in		
– US dollar	2.65	4.80
– Ringgit Malaysia	–	4.78
Commercial papers	3.09	4.05
Term loan	4.52	5.45

### 35. Payables

	Group		Company	
	2009	2008	2009	2008
	RM'000	RM'000	RM'000	RM'000
<b>Trade payables</b>				
Trade payables	296,535	478,811	6,605	47,075
Due to associated companies	389	1,588	–	–
Due to joint ventures	7,686	7,870	25,180	7,870
Retention sums	82,754	60,767	8,059	–
Progress billing	1,566	16,420	–	–
Due to customers on contracts (Note 24)	393,488	17,524	–	–
	<b>782,418</b>	582,980	<b>39,844</b>	54,945
<b>Other payables</b>				
Retirement benefit obligations (Note 30)	252	168	39	64
Sundry payables	49,856	90,189	–	–
Accruals	179,660	104,485	32,473	27,066
Dividends payable	60,405	–	60,405	–
Due to associated companies	51	189	–	–
Due to joint ventures	–	478	–	478
	<b>290,224</b>	195,509	<b>92,917</b>	27,608
	<b>1,072,642</b>	778,489	<b>132,761</b>	82,553

## Notes to the Financial Statements

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**35. Payables (Cont'd)**

The normal trade credit term granted to the Group and the Company ranges from 30 to 90 days (2008: 30 to 90 days).

The amounts due to associated companies and joint ventures are in respect of advances received for construction contracts and the amounts are unsecured, interest free and repayable through contra with future progress billings.

Included in sundry payables of the current financial year is an amount of RM31,792,000 (2008: RM48,036,000) representing the balance purchase consideration for the purchase of freehold land for development by a subsidiary (Note 31(b)).

**36. Due to Subsidiaries**

	Company	
	2009 RM'000	2008 RM'000
Due to subsidiaries		
– trade	<b>17,535</b>	5,746
– non-trade	<b>117,441</b>	107,016
	<b>134,976</b>	112,762

Included in amount due to subsidiaries is an amount due to an unincorporated subsidiary of RM5,530,000 (2008: RM11,544,000).

The trade amounts due to subsidiaries have a normal credit term which ranges from 30 to 90 days (2008: 30 to 90 days).

The non-trade amounts due to subsidiaries are unsecured, interest free and repayable on demand.

**37. Provision for Liabilities**

	Provision for promotional costs RM'000 Note (a)	Provision for future development costs RM'000 Note (b)	Total RM'000
<b>Group</b>			
At 1 August 2008	<b>257</b>	<b>7,042</b>	<b>7,299</b>
(Reversal)/provision for the year	<b>(236)</b>	<b>4,763</b>	<b>4,527</b>
At 31 July 2009	<b>21</b>	<b>11,805</b>	<b>11,826</b>
At 1 August 2007	3,407	8,904	12,311
Reversal for the year	(3,150)	(1,862)	(5,012)
At 31 July 2008	257	7,042	7,299

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### 37. Provision for Liabilities (Cont'd)

#### (a) Provision for promotional costs

The Company is obliged to give rebates on the purchase price and refund the payment of interest on loan and stamp duty of the purchasers via various incentive schemes offered during the financial year.

#### (b) Provision for future development costs

Provision for future development costs is in respect of development projects undertaken by its subsidiaries. The provision is recognised for development costs expected to be incurred for the completed projects.

The Company recognised provision for future development costs as it had a present obligation as a result of a past event and it was probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

### 38. Commitments

	Group	
	2009 RM'000	2008 RM'000
Approved and contracted for:		
Property, plant and equipment	<b>6,582</b>	403

### 39. Contingent Liabilities and Material Litigation

#### (a) Contingent liabilities (unsecured)

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Indemnities and guarantees given to trade suppliers for credit facilities granted to a subsidiary	-	-	-	9,600
Performance, retention sum and other guarantees to third parties	<b>676,315</b>	811,494	<b>331,508</b>	562,180
	<b>676,315</b>	811,494	<b>331,508</b>	571,780

#### (b) Material litigation

- (i) On 23 January 2006, a jointly controlled entity, MMC-Gamuda JV ("Joint Venture") had terminated Wayss & Freytag (Malaysia) Sdn. Bhd. ("W&F") as the sub-contractor for the North Tunnel of the Stormwater Management and Road Tunnel Project due to a breach of contract. Following the termination, the Joint Venture demanded full payment of RM16,580,982 ("Guaranteed Sum") on the guarantee given by W&F as the performance bond ("Performance Bond").

On 26 January 2006, the Company was served with an Ex-parte Interim Injunction Order ("Interim Order") by the solicitors of W&F obtained pursuant to Kuala Lumpur High Court Civil Suit No. D-22-93-06 ("Civil Suit"). The Interim Order restrained the Company and MMC Engineering Berhad ("MMC Engineering") whether jointly or severally, from receiving monies under the Performance Bond issued by BNP Paribas Bank ("Bank") until the disposal of the suit or further order from the Court. Alternatively, it required the Company and MMC Engineering whether jointly or severally, within twelve days of receipt of the Interim Order to pay back to the Bank any monies which they received under the Performance Bond.

**39. Contingent Liabilities and Material Litigation (Cont'd)****(b) Material litigation (cont'd)**

Under the Civil Suit, W&F sought to obtain against the Joint Venture, inter-alia, an injunction restraining the Joint Venture from receiving monies under the Performance Bond and for damages.

In response to the Interim Order, the Joint Venture had, on 26 January 2006, made an application to the High Court to set it aside. The High Court had, on 6 February 2006, ordered that the Interim Order be stayed pending the full and final disposal of W&F's claim and pending the said disposal, the Guaranteed Sum be placed with the Joint Venture's solicitors as stakeholder.

On 26 January 2007, the Interim Order was dismissed and discharged by the High Court. With the dismissal and discharge, the Guaranteed Sum was released to the Joint Venture. On 6 February 2007, W&F filed an appeal against the dismissal.

W&F discontinued the Civil Suit on 10 March 2009.

- (ii) Following the termination of the sub-contract dated 16 April 2003 ("Sub-Contract") and in accordance with the terms and conditions of the Sub-Contract, both the Joint Venture and W&F submitted various claims against each other to the Dispute Adjudication Board ("DAB") for adjudication. The Joint Venture's total claim against W&F was for sum of RM161,312,000. W&F's total claim against the Joint Venture was for the sum of RM153,818,000.

According to the DAB's decision on the various claims submitted, the Joint Venture is to pay W&F a net sum of RM102,367,000. Under the terms of the Sub-Contract, any party who is dissatisfied with the decisions of the DAB may issue a Notice of Dissatisfaction and require the matter to be referred to arbitration. The Joint Venture had issued several Notices of Dissatisfaction against the DAB's decisions.

On 17 December 2008, the Joint Venture issued a Notice of Arbitration to commence arbitration proceedings against W&F for sum of RM154,775,000 for breach of the Sub-Contract. In turn, W&F on 15 January 2009 issued a Notice of Arbitration to commence arbitration proceedings against the Joint Venture in respect of their claims amounting to RM151,279,000.

A preliminary meeting between the Arbitral Tribunal members and the parties' respective solicitors was held on 17 September 2009 where the Arbitral Tribunal has directed that the arbitration proceedings commence by both parties be heard together over the period 4 July 2011 till 15 July 2011.

On 13 November 2008, W&F had served a Writ of Summons and a Statement of Claim ("the Court Action") against the Joint Venture for a declaration that the Joint Venture is in breach of the Sub-Contract by failing to make payment of RM102,367,000 awarded by the DAB to W&F.

On 1 June 2009, the Joint Venture obtained a Stay of Proceedings on the Court Action from the Senior Assistant Registrar of the Court. On the same day, W&F filed an appeal to the High Court Judge against the Stay of Proceedings on the Court Action. The hearing date for both the Summary Judgement and appeal against the Stay of Proceedings has been fixed on 30 October 2009.

In the arbitration proceedings, the potential gain to the Joint Venture in succeeding in its claims could be up to RM154,775,000 and the potential loss from losing to W&F's claim for wrongful termination could be up to RM151,279,000.

In the Court Action, the potential loss could range up to RM102,367,000.

## Notes to the Financial Statements

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### 40. Significant Related Party Transactions

- (a) In addition to transactions detailed elsewhere in the financial statements, the Group and the Company had the following transactions with related parties during the financial year:

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Performance, retention sum and other guarantees rendered by SSP (E&M) Sdn. Bhd., a company in which a director, Y Bhg Tan Sri Dato' Ir. Talha bin Haji Mohd Hashim has interest	35	41	-	-
Contract services rendered by Sepakat Setia Perunding Sdn. Bhd., a company in which a director, Y Bhg Tan Sri Dato' Ir. Talha bin Haji Mohd Hashim has interest	5,422	-	-	-
Contract services rendered by GLC Architect, a company in which a person connected with a director, Y Bhg Dato' Goon Heng Wah, has interest	94	139	-	-
Contract services rendered to Syarikat Pengeluar Air Sungai Selangor Sdn. Bhd., an associated company	(90,496)	(96,101)	-	-
Gross dividends receivable from subsidiaries	-	-	(27,667)	(217,816)
Gross dividends receivable from associates	-	-	(186,032)	(257,676)
Rental received from subsidiaries	-	-	(675)	(672)
Interest receivable from subsidiaries	-	-	(7,022)	(12,607)

The directors are of the opinion that the transactions above have been entered into in the normal course of business.

### (b) Compensation of key management personnel ("KMP"):

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity either directly or indirectly.

The remuneration of key management personnel during the year was as follows:

#### Total KMPs' remuneration

	Group		Company	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Total	6,921	5,795	5,065	4,753

For the details of Board of Directors' remuneration, please refer to Note 6.



#### 41. Significant Events

##### (a) Nam Theun 1 Project

On 26 May 2004, the Company entered into the Project Development Agreement (“PDA”) with the Government of Lao People’s Democratic Republic (“Lao PDR”) with a view of developing, on a build, operate and transfer (“BOT”) basis, the Nam Theun 1 Hydroelectric Power Project (“the Project”) to supply electricity to Electricity Generating Authority of Thailand (“EGAT”).

On 18 December 2006, the Company announced the signing of a Memorandum of Understanding (“Tariff MoU”) by the Company and Electricity Generating Public Company Limited (“EGCO”) with EGAT to establish and record the parties’ agreements on the key commercial terms under which a Power Purchase Agreement (“PPA”) would be finalised for the future purchase of hydroelectric power to be generated by the Nam Theun 1 Project. However, the Tariff MOU has lapsed in mid June 2008 and the project company is currently negotiating for a new tariff structure with EGAT.

The terms and validity of the PDA has been extended to 30 August 2010.

##### (b) Sale of Syarikat Pengeluar Air Selangor Holdings Berhad

SPLASH has on 21 July 2009 accepted the offer from Selangor State Government (“SSG”) to purchase the water-related assets and operations of SPLASH (“transaction”) for an estimated gross price of RM2,975,000,000 under the terms and conditions as set out in SSG’s Third Letter of Offer dated 15 July 2009 (“the Acceptance”). The Acceptance is also conditional upon the following conditions: -

- (i) approvals from the relevant authorities or any other approvals/consents as may be required to complete the Transaction;
- (ii) execution of all necessary legal documents including a supplemental agreement between Sungai Harmoni Sdn. Bhd. and/ or Gamuda Water Sdn. Bhd. [“Operator(s)”] and SPLASH/SSG/SSG’S nominee to incorporate necessary amendments to the respective operations and maintenance (“O&M”) Agreement(s) dated 24 January 2000 to reflect SSG’s commitment to continue to retain and not to terminate the services of the Operators;
- (iii) the settlement of the offer price on a one lump sum cash basis within an agreed timeframe; and
- (iv) the Transaction is to be accomplished via a sale of shares of Syarikat Pengeluar Air Selangor Holdings Berhad, the holding company of SPLASH, to SSG or its nominee as opposed to a sale of assets to facilitate a less complicated consolidation of operations in the Selangor water industry and to accomplish a more efficient transition of the O&M contracts to SSG or its nominee.

Following the acceptance by Splash of Selangor State Government (“SSG”)’s revised offer to take over its water-related assets and operations for an estimated gross price of RM2,975 million, SPLASH is currently waiting for the SSG’s instruction to complete the transaction.

##### (c) New Doha International Airport variation of contract sum

On 30 July 2009, the Government of the State of Qatar agreed to award to Sinohydro-Gamuda-WCT JV a sum of QAR 760 million (approximately RM 740 million) as additional works and settlement in respect of all the outstanding counter-proposals in respect of the variation orders, contractor’s claims and scope changes under the contract for the provision of airfield paving, tunnel & detention ponds works for the New Doha International Airport (“the Project”), Doha, State of Qatar (“Contract”).

With all previous variation orders issued by the Government of the State of Qatar under the Contract and this award, the total Contract Value has now increased from the original contract sum of QAR 1,798 million (approximately RM1,750 million) to QAR 3,362 million (approximately RM3,272 million). The completion date for the Project has been extended to January 2011.

##### (d) Capital repayment by an associated company

On 13 August 2008, an associated company, Lingkaran Trans Kota Holdings Berhad, has completed a capital repayment exercise and the Group’s and Company’s share is amounted to RM213,953,000.

## Notes to the Financial Statements

31 JULY 2009

### 42. Financial Instruments

#### (a) Financial risk management objectives and policies

The Group's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its interest rate, foreign exchange, liquidity and credit risks. The Group operates within clearly defined guidelines that are approved by the Board.

#### (b) Interest rate risk

The Group's primary interest rate risk relates to deposits and interest-bearing debts. The investments in financial assets are mainly short term in nature and mostly have been placed in repositories and fixed deposits.

The Group manages its interest exposure on interest-bearing financial liabilities by maintaining a prudent mix of fixed and floating rate borrowings. The Group also regularly reviews its debt portfolio and such strategy enables it to source low interest funding from the market and achieve a certain level of protection against interest rate hike.

The information on the terms and maturity dates of borrowings and deposits are disclosed in their respective notes.

#### (c) Foreign exchange risk

The Group operates in India, Taiwan, Qatar, Bahrain and Vietnam and is exposed to Indian Rupee, New Taiwan Dollar, Qatari Riyal, Bahraini Dinar, United States Dollar and Vietnam Dong currencies. Foreign currency denominated assets and liabilities together with expected cash flows from anticipated transactions denominated in foreign currencies give rise to foreign exchange exposure.

The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which the business is located.

Included in the following balance sheet captions of the Group as at balance sheet date are balances denominated in the following major foreign currencies:

Group	Vietnam Dong RM'000	New Indian Rupee RM'000	United Taiwan Dollar RM'000	States Dollar RM'000	Qatari Riyal RM'000	Bahraini Dinar RM'000	Total RM'000
<b>At 31 July 2009:</b>							
Cash, deposits and bank balances	25,581	5,346	8,348	65	79,840	4,085	123,265
Receivables	336,411	54,651	7,563	365	350,331	101,508	850,829
Payables	198,186	3,022	33,113	162	96,280	39,695	370,458
<b>At 31 July 2008:</b>							
Cash, deposits and bank balances	25,986	5,449	3,328	86	54,229	30,497	119,575
Receivables	41,877	57,690	43,477	281	268,619	106,440	518,384
Payables	24,220	3,110	9,995	70	98,442	81,303	217,140

The Company has entered into forward foreign currency contracts to limit its exposure to potential changes in foreign exchange rates with respect to estimated receipts and payments denominated in foreign currency.

## Notes to the Financial Statements

31 JULY 2009

## 42. Financial Instruments (Cont'd)

## (c) Foreign exchange risk (cont'd)

The details of the outstanding forward foreign currency contracts as at 31 July 2009 are as follows:

Forward Contracts	Contract amount	Maturity period
Forwards used to hedge receivable in USD	USD17,620,000	August 2009 – March 2010

Any exchange gains and losses upon settlement of the forward contracts are recognised in the income statement.

## (d) Liquidity risk

The Group actively manages its debts maturity profile, operating cash flows and the availability of funding through an adequate amount of committed credit facilities, so as to ensure that all refinancing, repayment and funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash to fund the Group's operations.

## (e) Credit Risk

Credit risks are controlled by the application of credit approvals, limits and monitoring procedures. Trade receivables are monitored on an ongoing basis via the Group's management reporting procedures.

The Group does not have any significant exposure to any individual customer or counterparty nor does it have any major concentration of credit risk related to any financial asset, other than as disclosed in Note 22.

## (f) Fair values

The carrying amounts of financial assets and liabilities of the Group and of the Company at the balance sheet date approximate their fair values except for the following:

	Note	Group		Company	
		Carrying Amount RM'000	Fair Value RM'000	Carrying Amount RM'000	Fair Value RM'000
<b>At 31 July 2009</b>					
<b>Non-current assets</b>					
Unquoted investment in subsidiaries	17	–	–	654,450	*
Unquoted investment in associated companies	18	957,824	*	634,925	*
Quoted investment in an associated company	18	328,856	577,443	59,624	577,443
Unquoted investment in jointly controlled entities	19	–	–	224,476	*
Other investments:					
– Unquoted	20	50	*	50	*
– Investment in transferable club memberships	20	683	735	683	735
		733		733	
Long term trade receivable	22(b)	40,306	38,448	–	–
<b>Current assets</b>					
Marketable securities	23	100,668	101,388	59,150	59,150

## Notes to the Financial Statements

31 JULY 2009

### 42. Financial Instruments (Cont'd)

#### (f) Fair values (cont'd)

	Note	Group		Company	
		Carrying Amount RM'000	Fair Value RM'000	Carrying Amount RM'000	Fair Value RM'000
<b>At 31 July 2008</b>					
<b>Non-current assets</b>					
Unquoted investment in subsidiaries	17	–	–	603,426	*
Unquoted investment in associated companies	18	970,233	*	619,925	*
Quoted investment in an associated company	18	540,589	753,611	268,055	753,611
Unquoted investment in jointly controlled entities	19	–	–	224,476	*
Other investments:					
– Unquoted	20	50	*	50	*
– Investment in transferable club memberships	20	683	700	683	700
		733		733	
Long term trade receivable	22(b)	42,433	38,921	–	–
<b>Current assets</b>					
Marketable securities	23	20,000	18,747	–	–
<b>At 31 July 2009</b>					
<b>Non-current liabilities</b>					
Other long term liabilities					
– Medium Term Notes	33	<b>880,000</b>	<b>880,301</b>	<b>480,000</b>	<b>480,941</b>
– Term loan	33	<b>330,500</b>	<b>336,282</b>	–	–
<b>Current liabilities</b>					
Forward foreign currency contracts	42(c)	–	<b>5,959</b>	–	<b>5,959</b>
<b>At 31 July 2008</b>					
<b>Non-current liabilities</b>					
Other long term liabilities					
– Medium Term Notes	33	850,000	834,286	480,000	465,567
– Term loan	33	186,500	176,584	–	–
<b>Current liabilities</b>					
Forward foreign currency contracts	42(c)	–	5,298	–	5,298

\* It is not practical to estimate the fair value of the Group's non-current unquoted investments because of the lack of quoted market price and without incurring excessive costs.

## Notes to the Financial Statements

31 JULY 2009

## 42. Financial Instruments (Cont'd)

## (f) Fair values (cont'd)

The nominal/notional amount and net fair value of financial instruments not recognised in the balance sheets of the Group and of the Company as at the end of the financial year are:

	Note	Group		Company	
		Nominal/ Notional Amount RM'000	Fair Value RM'000	Nominal/ Notional Amount RM'000	Fair Value RM'000
<b>At 31 July 2009</b>					
Contingent liabilities	39	<b>676,315</b>	<b>**</b>	<b>331,508</b>	<b>**</b>
<b>At 31 July 2008</b>					
Contingent liabilities	39	811,494	**	571,780	**

\*\* It is not practical to estimate the fair value of contingent liabilities reliably due to the uncertainties of timing, quantum and eventual outcome.

The methods and assumptions used by management to determine fair value of financial instrument other than those whose carrying amounts reasonably approximate their fair values are as follows:

- (i) Quoted investment in an associated company  
The fair value of quoted shares is determined by reference to stock exchange quoted market bid prices at the close of the business on the balance sheet date.
- (ii) Marketable securities  
The fair value of the private debt securities is determined by reference to the market prices at the balance sheet date.
- (iii) Other receivables (non-current) and long term borrowings  
Fair value has been determined using discounted estimated cash flows. The discount rates used are the current market incremental lending rates for similar types of borrowing.
- (iv) Forward foreign exchange contracts  
The fair value of a forward foreign exchange contract is the amount that would be payable or receivable on termination of the outstanding position arising and is determined by reference to the difference between the contracted rate and forward exchange rate as at the balance sheet date applied to a contract of similar quantum and maturity profile.

# Notes to the Financial Statements

31 JULY 2009

## 43. Segment Information

### (a) Business Segments

The Group is organised on a worldwide basis into three major business segments:

- (i) Engineering and construction – the construction of highways and bridges, water treatment plants, dams and residential and commercial properties;
- (ii) Property development and club operations – the development of residential and commercial properties and club operations; and
- (iii) Water and expressway concessions – the management of water supply and the management and tolling of highway operations.

The directors are of the opinion that the inter-segment transactions have been entered into in the normal course of business.

### (b) Geographical Segments

Although the Group's three major business segments are managed on a worldwide basis, the Group operates principally in five geographical areas of the world. In Malaysia, its home country, the Group's areas of operation are principally engineering and construction, property development, water concession and expressway concessions. Additionally, all of the Group's manufacturing and quarrying activities are also conducted in Malaysia.

The Group also operates in other countries:

- (i) India – expressway concessions and investment holding;
- (ii) Taiwan, Republic of China – construction of the Mass Rapid Transit System;
- (iii) Mauritius – investment holding;
- (iv) Qatar – construction and design works of highways and New Doha International Airport;
- (v) Bahrain – replacement of Sitra Causeway bridges with new structures; and
- (vi) Vietnam – construction of villas and development of Yen So Park.

## Notes to the Financial Statements

31 JULY 2009

## 43. Segment Information

## (a) Business Segments:

2009	Engineering and construction RM'000	Property development and club operations RM'000	Water and expressway concessions RM'000	Eliminations RM'000	Consolidated RM'000
Revenue					
External sales	2,219,518	407,364	100,420	–	2,727,302
Inter-segment sales	7,445	–	–	(7,445)	–
Total revenue	2,226,963	407,364	100,420	(7,445)	2,727,302
Result					
Profit from operations	63,150	70,173	50,717	(259)	183,781
Finance costs	(24,058)	(10,199)	(10,836)	259	(44,834)
Share of results of associated companies	–	14,147	129,063	–	143,210
Profit before taxation	39,092	74,121	168,944	–	282,157
Taxation					(78,003)
Profit for the year					204,154
Attributable to:					
Equity holders of the Company					193,689
Minority interests					10,465
					204,154
<b>Assets and liabilities</b>					
Segment assets	2,186,542	1,881,629	523,608	–	4,591,779
Investments in:					
– Associated companies	–	144,545	1,142,135	–	1,286,680
					5,878,459
Segment liabilities	1,560,241	898,900	211,544	–	2,670,685
<b>Other information</b>					
Capital expenditure	49,859	5,245	268	–	55,372
Depreciation	10,755	3,320	298	–	14,373
Non-cash items other than depreciation, amortisation and impairment losses	(3,995)	3,028	(1,297)	–	(2,264)

## Notes to the Financial Statements

31 JULY 2009

### 43. Segment Information (Cont'd)

#### (a) Business Segments:

2008	Engineering and construction RM'000	Property development and club operations RM'000	Water and expressway concessions RM'000	Eliminations RM'000	Consolidated RM'000
Revenue					
External sales	1,825,161	472,810	105,689	–	2,403,660
Inter-segment sales	26,203	–	–	(26,203)	–
Total revenue	1,851,364	472,810	105,689	(26,203)	2,403,660
Result					
Profit from operations	142,896	123,575	57,177	(1,346)	322,302
Finance costs	(13,350)	(2,136)	(10,800)	1,346	(24,940)
Share of results of associated companies	–	30,755	142,697	–	173,452
Profit before taxation	129,546	152,194	189,074	–	470,814
Taxation					(131,886)
Profit for the year					338,928
Attributable to:					
Equity holders of the Company					325,078
Minority interests					13,850
					338,928
<b>Assets and liabilities</b>					
Segment assets	2,349,561	1,350,395	563,523	–	4,263,479
Investments in:					
– Associated companies	–	171,027	1,339,795	–	1,510,822
					5,774,301
Segment liabilities	1,802,239	655,282	219,297	–	2,676,818
<b>Other information</b>					
Capital expenditure	54,756	1,576	498	–	56,830
Depreciation	10,792	874	356	–	12,022
Non-cash items other than depreciation, amortisation and impairment losses	5,590	(4,874)	34	–	750



## Notes to the Financial Statements

31 JULY 2009

## 43. Segment Information (Cont'd)

## (b) Geographical Segments

	Total revenue from external customers		Capital expenditure	
	2009 RM'000	2008 RM'000	2009 RM'000	2008 RM'000
Malaysia	<b>1,791,677</b>	1,717,560	<b>44,288</b>	44,053
Outside Malaysia				
Taiwan, Republic of China	<b>4,466</b>	39,960	–	–
Qatar	<b>448,303</b>	433,970	<b>1,065</b>	9,183
Bahrain	<b>179,729</b>	194,205	<b>3,363</b>	3,381
Vietnam	<b>303,127</b>	17,965	<b>6,656</b>	213
	<b>935,625</b>	686,100	<b>11,084</b>	12,777
Consolidated	<b>2,727,302</b>	2,403,660	<b>55,372</b>	56,830

# Statement of Directors' Interests

AS AT 15 OCTOBER 2009

(AS SHOWN IN THE REGISTER OF DIRECTORS' SHAREHOLDINGS)

Other than disclosed below, there is no other Director of the Company who has interest in the shares and options over shares in the Company and its related corporations.

## Shares Held in the Company

Name of Director	Direct	%	Deemed	%
Tan Sri Dato' Ir Talha bin Haji Mohd Hashim	751,656	0.04	128,000* <sup>1</sup>	0.01
Dato' Lin Yun Ling	600,000	0.03	34,097,636* <sup>2</sup>	1.69
Tan Sri Dato' Mohd Ramli bin Kushairi	20,000	* <sup>4</sup>	–	–
Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain	70,000	* <sup>4</sup>	–	–
Raja Dato' Seri Eleena binti Raja Azlan Shah	200,000	0.01	149,500,000* <sup>3</sup>	7.42
Dato' Seri Ir Kamarul Zaman bin Mohd Ali	101,000	0.01	2,747,630* <sup>1</sup>	0.14
Dato' Haji Azmi bin Mat Nor	239,000	0.01	–	–
Dato' Ir Ha Tiing Tai	18,015,876	0.89	14,200* <sup>1</sup>	* <sup>4</sup>
Dato' Goon Heng Wah	13,080,000	0.65	5,104,032* <sup>1</sup>	0.25
Ng Kee Leen	32,024,898	1.59	1,522,472* <sup>1</sup>	0.08
Saw Wah Theng	250,000	0.01	–	–
Chow Chee Wah (Alternate Director to Dato' Lin Yun Ling)	108,000	0.01	–	–

Notes:

\*<sup>1</sup> Through spouse

\*<sup>2</sup> Through HSBC (Malaysia) Trustee Berhad

\*<sup>3</sup> Through Generasi Setia (M) Sdn Bhd

\*<sup>4</sup> Less than 0.01%

## Share Options Held in the Company

- Share Options held under the Gamuda Berhad Employees' Share Option Scheme

Name of Director	Number of Share Options Held
Tan Sri Dato' Mohd Ramli bin Kushairi	180,000
Raja Dato' Seri Abdul Aziz bin Raja Salim	80,000
Dato' Seri Ir Kamarul Zaman bin Mohd Ali	674,000
Wong Chin Yen	40,000
Saw Wah Theng	75,000
Chow Chee Wah	35,000

# Shareholders' Information

AS AT 15 OCTOBER 2009

## Share Capital

Authorised	: RM3,000,000,000
Issued and fully paid	: RM2,015,500,108
Type of shares	: Ordinary shares of RM1.00 each
Voting rights	: 1 vote on a show of hands 1 vote per share on a poll
No. of shareholders	: 22,316

## Distribution of Shareholdings

Size of shareholdings	Number of shareholders	%	Number of shares held	%
Less than 100	269	1.21	4,743	0.00
100 – 1,000	4,834	21.66	4,427,487	0.22
1,001 – 10,000	13,654	61.18	56,947,242	2.83
10,001 – 100,000	2,834	12.70	85,461,568	4.24
100,001 – 100,775,004	723	3.24	1,591,449,868	78.96
100,775,005* and above	2	0.01	277,209,200	13.75
<b>Total</b>	<b>22,316</b>	<b>100.00</b>	<b>2,015,500,108</b>	<b>100.00</b>

Note:

\* 5% of the issued share capital

## Substantial Shareholders

(As shown in the Register of Substantial Shareholders)

Name of substantial shareholder	← Number of shares held →		%
	Direct interest	Deemed/ Indirect interest	
Employees Provident Fund Board	203,444,900	–	10.09
Raja Dato' Seri Eleena binti Raja Azlan Shah	200,000	149,500,000* <sup>1</sup>	7.43
Generasi Setia (M) Sdn Bhd	149,500,000	–	7.42
Platinum Investment Management Limited	130,590,788	–	6.48
HSBC Holdings plc	–	108,328,136* <sup>2</sup>	5.37

Notes:

\*1 Deemed interest through Generasi Setia (M) Sdn Bhd

\*2 Indirect interest held by:-

- HSBC (Malaysia) Trustee Berhad (as trustees for private trust, unit trust & discretionary investment management)
- HSBC International Trustee Limited, Hong Kong (as trustees for private trust, unit trust & discretionary investment management)
- HSBC Provident Fund Trustee Limited, Hong Kong (as trustees for unit trust - non discretionary)
- Halbis Capital Management (Hong Kong) Limited (as fund/asset management)
- HSBC Life (International) Limited (as principal owner)
- HSBC Trustee (Singapore) Limited (as trustees for private trust)
- HSBC Global Asset Management (France) (as fund/asset management)
- HSBC Private Bank (Suisse) SA (as asset/fund management)
- HSBC Trustee (C.I) Limited (as trustee for private trust – non discretionary)

## Shareholders' Information

AS AT 15 OCTOBER 2009

### Top 30 Shareholders

(Without aggregating the securities from different securities accounts belonging to the same Depositor)

No.	Name	Number of shares held	%
1	Generasi Setia (M) Sdn Bhd	140,000,000	6.95
2	Employees Provident Fund Board	137,209,200	6.81
3	Amanah Raya Nominees (Tempatan) Sdn Bhd - Skim Amanah Saham Bumiputera	85,161,000	4.23
4	Cartaban Nominees (Asing) Sdn Bhd - State Street Australia Fund ATB1 for Platinum Asia Fund	81,921,201	4.06
5	Kumpulan Wang Persaraan (Diperbadankan)	60,950,400	3.02
6	Amanah Raya Nominees (Tempatan) Sdn Bhd - Amanah Saham Wawasan 2020	45,366,900	2.25
7	HSBC Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for J.P. Morgan Bank Luxembourg S.A.	43,420,000	2.15
8	HSBC Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for HSBC Private Bank (Suisse) S.A.	35,985,000	1.79
9	Cartaban Nominees (Asing) Sdn Bhd - State Street Australia Fund Q4EQ for Platinum International Fund	35,041,705	1.74
10	HSBC Nominees (Tempatan) Sdn Bhd - Exempt Authorised Nominee for HSBC (Malaysia) Trustee Berhad	34,097,636	1.69
11	HSBC Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for The Bank of New York Mellon	32,493,500	1.61
12	Ng Kee Leen	31,664,898	1.57
13	HSBC Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for JPMorgan Chase Bank, National Association (Saudi Arabia)	30,189,300	1.50
14	Amanah Raya Nominees (Tempatan) Sdn Bhd - Amanah Saham Malaysia	29,553,000	1.47
15	Amanah Raya Nominees (Tempatan) Sdn Bhd - Amanah Saham Didik	28,488,600	1.41

## Shareholders' Information

AS AT 15 OCTOBER 2009

No.	Name	Number of shares held	%
16	HSBC Nominees (Tempatan) Sdn Bhd - Nomura Asset Mgmt Malaysia for Employees Provident Fund	28,000,000	1.39
17	Cartaban Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for Caceis Bank Luxembourg	20,830,638	1.03
18	Citigroup Nominees (Tempatan) Sdn Bhd - Exempt Authorised Nominee for Prudential Fund Management Berhad	17,932,400	0.89
19	Cartaban Nominees (Asing) Sdn Bhd - State Street for Ishares MSCI Emerging Markets Index Fund	17,580,200	0.87
20	Cartaban Nominees (Asing) Sdn Bhd - Government of Singapore Investment Corporation Pte Ltd for Government of Singapore (C)	14,802,500	0.73
21	Valuecap Sdn Bhd	14,670,000	0.73
22	HSBC Nominees (Asing) Sdn Bhd - BBH And Co Boston for Vanguard Emerging Markets Stock Index Fund	14,187,088	0.70
23	Cartaban Nominees (Asing) Sdn Bhd - Caceis Bank Paris for CG Nouvelle Asie	14,000,000	0.69
24	HSBC Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for JPMorgan Chase Bank, National Association (BVI)	13,300,000	0.66
25	Amanah Raya Nominees (Tempatan) Sdn Bhd - Public Islamic Dividend Fund	13,057,700	0.65
26	Dato' Ir Ha Tiing Tai	12,655,876	0.63
27	Cartaban Nominees (Asing) Sdn Bhd - RBC Dexia Investor Services Bank for Comgest Growth Asia Ex Japan	12,500,000	0.62
28	Citigroup Nominees (Asing) Sdn Bhd - CBNY for AGF Emerging Markets Fund	12,471,400	0.62
29	Dato' Goon Heng Wah	12,360,000	0.61
30	HSBC Nominees (Asing) Sdn Bhd - Exempt Authorised Nominee for The Bank of New York Mellon	12,348,400	0.61
<b>Total</b>		<b>1,082,238,542</b>	<b>53.68</b>

# List of Major Properties

HELD AS AT 31 JULY 2009

Location	Tenure	Land Area	Description	Year of expiry	NBV (RM)	Approximate age of building (Years)	Date of valuation/ acquisition
No. 36/38, Jalan SS21/62 47400 Petaling Jaya Selangor	Freehold	286 sq m	2 blocks, 4 storey shoplot/office	–	1,006,000	15	1991
No. 30, Jalan SS2/44 47300 Petaling Jaya Selangor	Freehold	501 sq m	Bungalow/ staff quarters	–	324,400	23	1991
No. 39, Jalan SS22/23 47400 Petaling Jaya Selangor	Freehold	153 sq m	4 storey shoplot/office	–	596,320	15	1991
No. 55-61, Jalan SS22/23 47400 Petaling Jaya Selangor	Freehold	612 sq m	4 blocks, 4 storey shoplot/office	–	2,193,406	18	1992
No. 152, Jalan Gopeng 31350 Ipoh, Perak	Leasehold	164 sq m	3 storey shoplot/office	2078	174,229	23	1991
No. 158, Jalan Gopeng 31350 Ipoh, Perak	Leasehold	163 sq m	3 storey shoplot/office	2078	171,509	23	1991
PT 51683, Jalan Jelapang 30020 Ipoh, Perak	Leasehold	4,353 sq m	Industrial estate/workshop	2043	400,432	19	1991
PT 183485 Meru Industrial Estate Jelapang, 30020 Ipoh Perak	Leasehold	12,144 sq m	Industrial estate/store	2050	634,638	13	1991
Lot 195821, 195822, 195823, 195824, 195825, 195826, 195827, 46482 57417 all in the Mukim Kampar District of Kinta 31350 Ipoh, Perak	Leasehold	469,493 sq m	Granite hill, limestone hill and industrial land/quarry	2022	6,254,198	–	1991
HS (D) 54871, PT No. 56274 Mukim & District of Kelang Selangor	Freehold	16,898 sq m workshop	Industrial estate/workshop	–	7,750,542	–	1995
HS (D) 52561, PT No. 53932 Mukim & District of Kelang Selangor	Freehold	14,690 sq m	Commercial land	–	9,104,000	–	1996
No. 53, Jalan SS22/23 47400 Petaling Jaya Selangor	Freehold	153 sq m	4 storey shoplot/office	–	1,384,908	20	2006
No. 54-58, Jalan SS22/25 47400 Petaling Jaya Selangor	Freehold	460 sq m	3 blocks, 4 storey shoplot/office	–	4,807,504	17	2006

# Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 33rd Annual General Meeting of the Company will be held at Permai Room, Kota Permai Golf & Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan on Thursday, 17 December 2009 at 10.00 a.m. for the purpose of transacting the following businesses:-

## Agenda

1. To receive the Audited Financial Statements for the year ended 31 July 2009 and the Reports of the Directors and Auditors thereon.
2. To approve the payment of Directors' fees of RM334,000 for the year ended 31 July 2009 (2008: RM334,000). **(Resolution 1)**
3. To re-elect the following Directors who retire pursuant to Article 95 of the Company's Articles of Association:-
  - a. Y Bhg Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain **(Resolution 2)**
  - b. Y Bhg Dato' Haji Azmi bin Mat Nor **(Resolution 3)**
  - c. Mr Saw Wah Theng **(Resolution 4)**
4. To consider and, if thought fit, pass the following resolutions in accordance with Section 129 of the Companies Act, 1965: -
  - a. "THAT Y Bhg Tan Sri Dato' Ir Talha bin Haji Mohd Hashim, retiring pursuant to Section 129 of the Companies Act, 1965, be re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting." **(Resolution 5)**
  - b. "THAT Y Bhg Tan Sri Dato' Mohd Ramli bin Kushairi retiring pursuant to Section 129 of the Companies Act, 1965, be re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting." **(Resolution 6)**
  - c. "THAT Y Bhg Dato' Seri Ir Kamarul Zaman bin Mohd Ali retiring pursuant to Section 129 of the Companies Act, 1965, be re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting." **(Resolution 7)**
  - d. "THAT Y M Raja Dato' Seri Abdul Aziz bin Raja Salim retiring pursuant to Section 129 of the Companies Act, 1965, be re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting." **(Resolution 8)**
5. To re-appoint Messrs Ernst & Young, the retiring Auditors and to authorise the Directors to fix their remuneration. **(Resolution 9)**
6. As Special Business: -
 

To consider and if thought fit, pass the following ordinary resolution with or without modifications:

### Proposed Renewal of Share Buy-back Authority

"THAT subject to the provisions of the Companies Act, 1965, the Articles of Association of the Company, Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements and the approvals of all relevant government and/or regulatory authorities, the Company be and is hereby authorised to purchase such number of ordinary shares of RM1.00 each of the Company ("Proposed Share Buy-back") as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit in the interest of the Company provided that the aggregate number of shares to be purchased pursuant to this resolution does not exceed ten percent (10%) of the total issued and paid-up share capital for the time being of the Company and an amount not exceeding the retained profits and/or share premium of the Company be allocated by the Company for the Proposed Share Buy-back;

AND THAT at the discretion of the Directors, upon such purchase by the Company of its own shares, the purchased shares will be cancelled and/or retained as treasury shares and subsequently be cancelled, distributed as dividends or resold on Bursa Securities;

## Notice of Annual General Meeting

AND THAT the Directors be and are hereby empowered to do all acts and things and to enter into and execute all commitments, transactions, deeds, agreements, arrangements, undertakings, indemnities, transfers, assignments and/or guarantees as the Directors may deem fit and expedient in order to implement, finalise and give full effect to the Proposed Share Buy-back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments as may be required or imposed by any relevant authorities and/or any amendments, variations and/or modifications in the interest of the Company as may be approved by any relevant authorities if such approvals are required;

AND THAT the authority hereby given shall commence immediately upon the passing of this resolution and shall continue in force until:

- i) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by ordinary resolution passed at the AGM, the authority is renewed either unconditionally or subject to conditions; or
- ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first, but not so as to prejudice the completion of the purchase of its own shares by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of Bursa Securities Main Market Listing Requirements or any other relevant authorities."

**(Resolution 10)**

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

By Order of the Board

**Lim Soo Lye**

**Tee Yew Chin**

Company Secretaries

Petaling Jaya

16 November 2009

### Notes:

#### 1. Appointment of Proxy(ies)

- a. A member of the Company who is entitled to attend and vote at this meeting is entitled to appoint a proxy or not more than two (2) proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- b. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- c. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- d. Where an authorised nominee appoints two (2) proxies in respect of each securities account, the appointment shall be invalid unless the authorised nominee specifies the proportions of the shareholdings to be represented by each proxy.

- e. If no name is inserted in the space provided for the name of your proxy, the Chairman of the meeting will act as your proxy.
- f. In the case of a corporate member, the Form of Proxy shall be under its Common Seal or under the hand of its attorney.
- g. The Form of Proxy must be deposited at the Company's Registered Office situated at No. 78, Jalan SS22/21, Damansara Jaya, 47400 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not less than forty-eight (48) hours before the time set for holding the meeting or at any adjournment thereof.

#### 2. Explanatory Note on Special Business – Resolution 10

Please refer to the Statement to Shareholders dated 16 November 2009 for further information.

#### 3. Statement Accompanying Notice of Annual General Meeting

There is no individual standing for election (excluding re-election) as Director.



# Form of Proxy

Number of shares held	CDS account no.



**Gamuda Berhad** (29579-T)  
(Incorporated in Malaysia)

**A** I/We \_\_\_\_\_ (FULL NAME IN CAPITALS)  
of \_\_\_\_\_ (ADDRESS)  
being a member/members of GAMUDA BERHAD, hereby appoint \_\_\_\_\_ (FULL NAME)  
of \_\_\_\_\_ (ADDRESS)  
or failing him/her, \_\_\_\_\_ (FULL NAME)  
of \_\_\_\_\_ (ADDRESS)

or failing him/her, the Chairman of the Meeting as my/our \*first proxy to attend and vote for me/us on my/our behalf at the 33rd Annual General Meeting of the Company to be held at Permai Room, Kota Permai Golf & Country Club, No.1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan, Malaysia on Thursday, 17 December 2009 at 10.00 a.m., and at any adjournment thereof.

Where it is desired to appoint a second proxy, this section must also be completed. Otherwise it should be deleted.

**B** I/We \_\_\_\_\_ (FULL NAME IN CAPITALS)  
of \_\_\_\_\_ (ADDRESS)  
being a member/members of GAMUDA BERHAD, hereby appoint \_\_\_\_\_ (FULL NAME)  
of \_\_\_\_\_ (ADDRESS)  
or failing him/her, \_\_\_\_\_ (FULL NAME)  
of \_\_\_\_\_ (ADDRESS)

or failing him/her, the Chairman of the Meeting as my/our \*second proxy to attend and vote for me/us on my/our behalf at the 33rd Annual General Meeting of the Company to be held at Permai Room, Kota Permai Golf & Country Club, No.1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan, Malaysia on Thursday, 17 December 2009 at 10.00 a.m., and at any adjournment thereof.

The proportions of my/our shareholdings to be represented by my/our proxies are as follows:-

First Proxy <b>A</b>	_____	%
Second Proxy <b>B</b>	_____	%
	<u>100</u>	%

In case of a vote by a show of hands, \*First Proxy **A**/\*Second Proxy **B** shall vote on my/our behalf.

My/our proxy shall vote as follows:-

(Please indicate with an "X" or "√" in the space provided below how you wish your votes to be cast on the resolutions specified in the Notice of Annual General Meeting. If you do not do so, the proxy/proxies will vote, or abstain from voting on the resolutions as he/they may think fit.)

\* Delete if inapplicable

No.	Resolution	First Proxy <b>A</b>		Second Proxy <b>B</b>	
		For	Against	For	Against
1.	Approval of Directors' fees				
2.	Re-election of Y Bhg Tan Sri Dato' Seri Dr Haji Zainul Ariff bin Haji Hussain as Director				
3.	Re-election of Y Bhg Dato' Haji Azmi bin Mat Nor as Director				
4.	Re-election of Mr Saw Wah Theng as Director				
5.	Re-appointment of Y Bhg Tan Sri Dato' Ir Talha bin Haji Mohd Hashim as Director				
6.	Re-appointment of Y Bhg Tan Sri Dato' Mohd Ramli bin Kushairi as Director				
7.	Re-appointment of Y Bhg Dato' Seri Ir Kamarul Zaman bin Mohd Ali as Director				
8.	Re-appointment of Y M Raja Dato' Seri Abdul Aziz bin Raja Salim as Director				
9.	Re-appointment of Auditors				
10.	Proposed renewal of share buy-back authority				

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2009

\_\_\_\_\_  
Signature of Member and/or Common Seal

**Notes:-**

1. A member of the Company who is entitled to attend and vote at this meeting is entitled to appoint a proxy or not more than two (2) proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where an authorised nominee appoints two (2) proxies in respect of each securities account, the appointment shall be invalid unless the authorised nominee specifies the proportions of the shareholdings to be represented by each proxy.
5. If no name is inserted in the space provided for the name of your proxy, the Chairman of the meeting will act as your proxy.
6. In the case of a corporate member, the Form of Proxy shall be under its Common Seal or under the hand of its attorney.
7. This Form of Proxy must be deposited at the Company's Registered Office situated at No. 78, Jalan SS22/21, Damansara Jaya, 47400 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not less than forty-eight (48) hours before the time set for holding the meeting or at any adjournment thereof.

FOLD HERE

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STAMP

Registered Office  
**Gamuda Berhad**

No. 78, Jalan SS22/21  
Damansara Jaya  
47400 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

FOLD HERE

## Gamuda offices in Malaysia

### Gamuda Berhad (29579-T)

78, Jalan SS 22/21, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7491 8288  
Fax : 603-7728 6571, 7728 9811  
Website : www.gamuda.com.my  
Email : gbgpa@gamuda.com.my

### Gamuda Engineering Sdn Bhd (506869-K)

55-61, Jalan SS 22/23, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7491 8288  
Fax : 603-7727 1112

### Megah Sewa Sdn Bhd (425417-W)

16, Jalan Anggerik Mokara 31/48,  
Kota Kemuning, Seksyen 31,  
40460 Shah Alam, Selangor  
Malaysia  
Tel : 603-5122 2213  
Fax : 603-5122 2331  
Email : megahsewa@po.jaring.my

### Kesas Sdn Bhd (275554-U)

1, Wisma Kesas, Lebu Raya Shah Alam,  
47500 Subang Jaya, Selangor  
Malaysia  
Tel : 603-5632 7088  
Fax : 603-5632 6088  
Website : www.kesas.com.my  
Email : mm@kesas.com.my

### Lingkar Trans Kota Sdn Bhd (353053-W) (LITRAK)

Kompleks Operasi LITRAK  
KM19, Lebu Raya Damansara-Puchong  
Jalan PJS 9, Bandar Sunway  
47500 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7494 7000  
Fax : 603-7494 7016  
Website : www.litrak.com.my  
Email : info@litrak.com.my

### Sistem Penyuraian Trafik KL Barat Sdn Bhd (429797-P) (SPRINT)

Pejabat Operasi, KM3, Hubungan Damansara  
Lebu Raya SPRINT, Seksyen 17,  
46400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7494 7000  
Fax : 603-7494 7320  
Website : www.sprint.com.my  
Email : info@sprint.com.my

### Syarikat Pengeluar Air Sungai Selangor Sdn Bhd (482346-K) (SPLASH)

34 & 36, Jalan SS 22/21, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7729 2928  
Fax : 603-7726 1557  
Website : www.splash.com.my  
Email : info@splash.com.my

### Gamuda Water Sdn Bhd (297031-H)

36, Jalan SS 22/21, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7727 4879  
Fax : 603-7727 4921

### Syarikat Mengurus Air Banjir & Terowong Sdn Bhd (599374-W) (SMART)

Kompleks Operasi & Penyelenggaraan  
Lebu Raya SMART  
Jalan Davis Off Bulatan Kg Pandan  
50400 Kuala Lumpur  
Tel : 603-9284 9088  
Fax : 603-9284 6481  
Website : www.smarttunnel.com.my  
Email : info@smartjv.com.my

### MMC-Gamuda Joint Venture Sdn Bhd (414492-M)

52-58, Jalan SS 22/21, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7494 2200  
Fax : 603-7726 9950  
Website : www.2t.com.my

### Gamuda Land Sdn Bhd (573380-D)

56, Jalan SS 22/25, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7491 3200  
Fax : 603-7726 7679  
Website : www.gamudaland.com.my

### Hicom-Gamuda Development Sdn Bhd (285780-D)

1, Jalan Anggerik Vanilla X 31/X,  
Kota Kemuning, Seksyen 31  
40460 Shah Alam, Selangor  
Malaysia  
Tel : 603-5122 6100 / 7100 / 1055  
Fax : 603: 5122 1050  
Website : www.kotakemuning.net

### Valencia Development Sdn Bhd (474040-D)

4403 Main Road, 12th Mile  
47000 Sungai Buloh, Selangor  
Malaysia  
Tel : 603-6156 0021  
Fax : 603-6156 9871  
Website : www.valencia.com.my

### Harum Intisari Sdn Bhd (491736-H)

No. 1, Jalan Kasuarina 7,  
Bandar Botanic  
41200 Klang, Selangor  
Malaysia  
Tel : 603-3325 2888  
Fax : 603-3325 2881  
Website : www.bandarbotanic.com.my

### Horizon Hills Development Sdn Bhd (691032-H)

No. 49, Jalan Bestari 1/5,  
Taman Nusa Bestari  
81300 Johor Bahru, Johor  
Malaysia  
Tel : 607-511 2282  
Fax : 607-511 6281  
Website : www.horizonhills.com.my

### Jade Homes Sdn Bhd (710233-K)

Property Gallery, Persiaran Jade Hills, Jade Hills  
43000 Kajang, Selangor  
Malaysia  
Tel : 603-8737 0122  
Fax : 603-8737 9262  
Website : www.jadehills.com.my

### Madge Mansions Sdn Bhd (740374-H)

56, Jalan SS22/25, Damansara Jaya  
47400 Petaling Jaya, Selangor  
Malaysia  
Tel : 603-7491 3200  
Fax : 603-7726 7646  
Website : www.madgemansions.com

### Kota Permai Golf & Country Club

1, Jalan 31/100A,  
Kota Kemuning, Seksyen 31  
40460 Shah Alam, Selangor  
Malaysia  
Tel : 603- 5122 3700  
Fax : 603-5122 3701  
Website : www.kotapermai.com.my  
Email : kpgcc@kotapermai.com.my

## Gamuda overseas offices

### Sinohydro-Gamuda-WCT Joint Venture

P.O. Box 23948  
Suite 19, 6th Floor  
Al-Emadi Centre  
68, Salwa Road  
Doha, Qatar  
Tel : 974-437 5214  
Fax : 974-437 4523

### Gamuda-WCT Joint Venture

P.O. Box 23948  
Suite 19, 6th Floor  
Al-Emadi Centre  
68, Salwa Road  
Doha, Qatar  
Tel : 974-437 5214  
Fax : 974-437 4523

### Gamuda Berhad (Bahrain branch office)

P.O. Box 1867, Manama  
Kingdom of Bahrain  
Tel : 973-17-735 686  
Fax : 973-17-735 696

### Gamuda (India) Private Limited

607/59, Shakuntla Apartments  
59, Nehru Place  
New Delhi 110 019  
India

### Gamuda -WCT (India) Private Limited

Arihant Building  
Unit No. 2B & 2C, 2nd Floor,  
53A Mirza Ghalib Street  
Kolkata 700016  
India  
Tel : 91-33222 76284  
Fax : 91-33222 76229

### Mapex Infrastructure Private Limited

Arihant Building  
2nd Floor,  
53A Mirza Ghalib Street  
Kolkata 700016  
India  
Tel : 91-33222 76284  
Fax : 91-33222 76229

### Emas Expressway Private Limited

Arihant Building  
2nd Floor,  
53A Mirza Ghalib Street  
Kolkata 700016  
India  
Tel : 91-33222 76284  
Fax : 91-33222 76229

### Gamuda Berhad (Taiwan Office)

16F-2, No. 90 Changjiang St.  
Cianjhen District, Kaohsiung City  
806 Taiwan  
Tel : 886-7-3329 828  
Fax : 886-7-3329 829

### Gamuda Berhad (Laos representative office)

P.O. Box 11330  
70/201 Luang Prabang Road  
Ban Khounta Thong  
Sikkout District  
Vientiane, Lao PDR  
Tel : 856-21-219491  
Fax : 856-20-219492  
Mobile Phone : 856-20-5599108

### Gamuda Land Vietnam L.L.C

Unit 6-02A Prime Center Building  
53, Quang Trung Street  
HaiBa Trung District  
Hanoi, Vietnam  
Tel : 844-3-944 5697/ 8 / 9  
Fax : 844-3-944 5655  
Website : www.yensopark.com.vn

### Gamuda-Nam Long Development L.L.C

Unit 1105, 11th Floor, Citilight Tower  
45, Vo Thi Sau Street  
District 1, Ho Chi Minh City  
Vietnam  
Tel : 848-6-2905938  
Fax : 848-6-2905932

**Gamuda Berhad (29579-T)**

78, Jalan SS 22/21

Damansara Jaya

47400 Petaling Jaya

Selangor Darul Ehsan

Malaysia

Tel : 603-7491 8288

Fax : 603-7728 6571, 7728 9811

Email : [gbgpa@gamuda.com.my](mailto:gbgpa@gamuda.com.my)

[www.gamuda.com.my](http://www.gamuda.com.my)