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financial statement

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notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 24th Annual General Meeting of London Biscuits Berhad ("the Company") (Co. No. 72057-H) will be held at The Conference Room, No. 1, Jalan Istimewa Dua, Taman Perindustrian Desa Cemerlang, 81800 Ulu Tiram, Johor on Friday, 23 December 2005 at 11:00 a.m for the following purposes:

1. To receive the Audited Financial Statements for the financial year ended 30 June 2005 and the Reports of the Directors and Auditors thereon.
2. To declare a First & Final Dividend of 15% less Income Tax for the financial year ended 30 June 2005. (Resolution 1)
3. To approve the payment of Directors' Fees for the financial year ended 30 June 2005. (Resolution 2)
4. a) To re-elect the following Directors retiring under Article 84 of the Company's Articles of Association:
 - a) Liew Yew Cheng (Resolution 3)
 - b) Liew Yet Mei (Resolution 4)
 - c) Dato' Cheong Siew Kai (Resolution 5)
- b) To re-elect the following Director retiring under Article 91 of the Company's Articles of Association:
 - i) Leslie Looi Meng (Resolution 6)
5. To re-appoint Messrs Wong Weng Foo & Co. as Auditors and to authorise the Directors to fix their remuneration. (Resolution 7)

SPECIAL BUSINESS

To consider and, if thought fit, pass with or without modifications, the following ordinary resolutions:



6. Authority to Allot and Issue Shares pursuant to Section 132D of the Companies Act, 1965 (Resolution 8)

"THAT pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby authorised to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may deem fit provided that the aggregate number of shares so issued pursuant to this resolution in any one financial year does not exceed ten per centum (10.0%) of the issued share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

notice of Annual General Meeting

7. Proposed Renewal of Shareholders' Mandate for Proposed Share Buy-Back by the Company (Resolution 9)

"THAT, subject to the Companies Act, 1965 (as may be amended, modified or re-enacted from time to time), the Bursa Malaysia Listing Requirements and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised to purchase such number of ordinary shares of RM1.00 each in the Company ("Proposed Share Buy-Back") as may be determined by the Board from time to time on Bursa Malaysia upon such terms and conditions as the Board may deem fit and expedient in the interest of the Company provided that the aggregate number of shares purchased pursuant to this resolution does not exceed 6,820,900 ordinary shares of RM1.00 each representing ten per centum (10.0%) of the total issued and paid-up share capital of the Company as at 30 June 2005 and an amount not exceeding the total retained profits of RM24,340,550 and share premium account of RM6,801,606 based on the latest audited accounts of the Company as at 30 June 2005, be allocated by the Company for the Proposed Share Buy-Back AND THAT the ordinary shares of the Company to be purchased are proposed to be cancelled and/or retained as treasury shares or distributed as dividends or resold on Bursa Malaysia AND THAT the Board be and is hereby empowered generally to do all acts and things to give effect to the Proposed Share Buy-Back AND FURTHER THAT such authority shall commence immediately upon passing of this ordinary resolution until the conclusion of the first Annual General Meeting of the Company following the general meeting at which such resolution was passed at which time it will lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either conditionally or subject to conditions; or at the expiration of the period within which the next Annual General Meeting after that date is required by law to be held; or revoked or varied by ordinary resolution passed by the shareholders in general meeting; whichever occurs first, but not so as to prejudice the completion of purchase of own shares by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Bursa Malaysia Listing Requirements or any other relevant authorities."

8. To transact any other matter for which due notice shall have been given in accordance with the Company's Articles of Association and the Companies Act, 1965.

By Order of The Board

Woo Min Fong (MAICSA No : 0532413)
Fong Siew Kim (MAICSA No : 7022188)
Company Secretaries

Johor Bahru
1 December 2005

