



**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE FOURTH QUARTER ENDED 31 MARCH 2012 (Unaudited)**

	Individual Quarter		Cumulative Quarter	
	Current quarter ended 31.03.2012 RM'000	Comparative quarter ended 31.03.2011 RM'000	Current year ended 31.03.2012 RM'000	Comparative year ended 31.03.2011 RM'000 (Audited)
Revenue	210,566	118,063	492,168	271,271
Cost of sales	(128,475)	(82,703)	(300,386)	(172,268)
Gross profit	82,091	35,360	191,782	99,003
Other income	6,603	7,140	86,240	32,495
Administrative expenses	(20,078)	(10,651)	(74,164)	(45,301)
Selling and marketing expenses	(7,522)	(3,885)	(16,404)	(9,926)
Other expenses	(6,612)	(5,555)	(20,279)	(14,534)
Operating profit	54,482	22,409	167,175	61,737
Finance costs	(6,404)	(7,075)	(30,119)	(28,050)
Share of results of associates	90	(1,060)	177	(792)
Share of results of jointly controlled entities	6,562	5,635	34,059	15,259
Profit before tax	54,730	19,909	171,292	48,154
Income tax expense	(10,393)	(5,350)	(43,398)	(12,617)
<b>Profit for the period</b>	<b>44,337</b>	<b>14,559</b>	<b>127,894</b>	<b>35,537</b>
<b>Other comprehensive income:</b>				
Foreign currency translation	(125)	(28)	(116)	(23)
Share of other comprehensive income of associates	-	12	-	14
Income tax relating to components of other comprehensive income	-	-	-	-
<b>Other comprehensive income for the period</b>	<b>(125)</b>	<b>(16)</b>	<b>(116)</b>	<b>(9)</b>
<b>Total comprehensive income for the period</b>	<b>44,212</b>	<b>14,543</b>	<b>127,778</b>	<b>35,528</b>
<b>Profit attributable to:</b>				
Owners of the parent	42,366	13,733	123,456	32,211
Minority interests	1,971	826	4,438	3,326
	44,337	14,559	127,894	35,537
<b>Total comprehensive income attributable to:</b>				
Owners of the parent	42,241	13,717	123,340	32,202
Minority interests	1,971	826	4,438	3,326
	44,212	14,543	127,778	35,528
Earnings per stock unit attributable to owners of the parent:				
Basic (sen)	3.84	1.29	11.29	3.04
Diluted (sen)	3.83	1.29	11.27	3.02

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



**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 31 MARCH 2012 (Unaudited)**

	AS AT 31.03.2012 RM'000	AS AT 31.03.2011 RM'000 (Audited)
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	296,722	260,634
Land held for property development	666,119	669,906
Investment properties	281,651	325,837
Land use rights	-	676
Intangible assets	3,231	3,227
Investment in associates	16,926	16,749
Investment in jointly controlled entities	57,678	17,822
Investment securities	2,405	3,050
Deferred tax assets	4,732	17,291
	<u>1,329,464</u>	<u>1,315,192</u>
<b>Current assets</b>		
Property development costs	297,755	300,598
Inventories	37,946	38,362
Trade and other receivables	85,105	123,501
Prepayments	8,977	6,266
Tax recoverable	27,759	23,584
Accrued billings in respect of property development costs	124,837	-
Cash and bank balances	268,429	309,374
	<u>850,808</u>	<u>801,685</u>
<b>TOTAL ASSETS</b>	<u>2,180,272</u>	<u>2,116,877</u>
<b>EQUITY AND LIABILITIES</b>		
<b>Current liabilities</b>		
8% Irredeemable Convertible Unsecured Loan Stocks 2006/2011	-	153
Loans and borrowings	286,362	378,934
Provisions	184	162
Trade and other payables	196,375	130,467
Progress billings in respect of property development costs	-	22,940
Income tax payable	13,131	7,356
	<u>496,052</u>	<u>540,012</u>
<b>Net current assets</b>	<u>354,756</u>	<u>261,673</u>



**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 31 MARCH 2012 (Unaudited)**

	<b>AS AT 31.03.2012 RM'000</b>	<b>AS AT 31.03.2011 RM'000 (Audited)</b>
<b>EQUITY AND LIABILITIES (CONT'D)</b>		
<b>Non-current liabilities</b>		
8% Irredeemable Convertible Secured Loan Stocks 2009/2019	-	81,836
Loans and borrowings	318,463	364,204
Provisions	470	328
Deferred tax liabilities	47,498	48,592
	<u>366,431</u>	<u>494,960</u>
<b>TOTAL LIABILITIES</b>	<u>862,483</u>	<u>1,034,972</u>
<b>Net assets</b>	<u>1,317,789</u>	<u>1,081,905</u>
<b>Equity attributable to owners of the parent</b>		
Share capital	1,133,463	842,592
8% Irredeemable Convertible Unsecured Loan Stocks 2006/2011	-	1,345
8% Irredeemable Convertible Secured Loan Stocks 2009/2019	-	71,133
Treasury stock units	(27,720)	(27,645)
Reserves	183,271	170,143
	<u>1,289,014</u>	<u>1,057,568</u>
Minority interests	28,775	24,337
<b>Total Equity</b>	<u>1,317,789</u>	<u>1,081,905</u>
<b>TOTAL EQUITY AND LIABILITIES</b>	<u>2,180,272</u>	<u>2,116,877</u>
<b>Net assets per stock unit attributable to owners of the parent (RM)</b>	<u>1.17</u>	<u>1.21</u>

Based on number of stock units net of treasury stock units

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

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2012 (Unaudited)**

	Attributable to owners of parent								Minority Interests	Total Equity	
	Non-Distributable				Distributable						
	Share Capital	ICULS 2006/2011	ICSLs 2009/2019	Share Premium	Treasury Stock Units	Share Option Reserve	Foreign Currency Translation Reserve	Retained Profit/ (Accumulated Loss)			Total
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
<b>Financial year ended 31 March 2012</b>											
<b>At 1 April 2011</b>	842,592	1,345	71,133	241,699	(27,645)	1,726	649	(73,931)	1,057,568	24,337	1,081,905
Total comprehensive income for the financial year	-	-	-	-	-	-	(116)	123,456	123,340	4,438	127,778
<b>Transactions with owners</b>											
Issue of ordinary stock units:											
- Pursuant to ESOS	4,184	-	-	249	-	-	-	-	4,433	-	4,433
- Warrants exercised	29,833	-	-	-	-	-	-	-	29,833	-	29,833
- Conversion of ICULS	1,971	(1,345)	-	(624)	-	-	-	-	2	-	2
- Conversion of ICSLS	254,883	-	(76,739)	(100,850)	-	-	-	-	77,294	-	77,294
Purchase of treasury stock units	-	-	-	-	(75)	-	-	-	(75)	-	(75)
Sale of ICSLS	-	-	5,606	-	-	-	-	4,272	9,878	-	9,878
Share options granted under ESOS	-	-	-	-	-	197	-	-	197	-	197
Share options lapsed under ESOS	-	-	-	-	-	(25)	-	-	(25)	-	(25)
Share options granted under ESOS exercised	-	-	-	1,007	-	(1,007)	-	-	-	-	-
Dividend on ordinary stock units	-	-	-	-	-	-	-	(13,431)	(13,431)	-	(13,431)
Total transactions with owners	290,871	(1,345)	(71,133)	(100,218)	(75)	(835)	-	(9,159)	108,106	-	108,106
<b>At 31 March 2012</b>	1,133,463	-	-	141,481	(27,720)	891	533	40,366	1,289,014	28,775	1,317,789

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2011 (Audited)**

	Attributable to owners of parent								Minority Interests	Total Equity	
	Non-Distributable				Distributable						
	Share Capital	ICULS 2006/2011	ICSLS 2009/2019	Share Premium	Treasury Stock Units	Share Option Reserve	Foreign Currency Translation Reserve	Accumulated Losses			Total
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
<b>Financial year ended 31 March 2011</b>											
<b>At 1 April 2010</b>	761,644	1,695	96,669	266,175	(7,356)	734	658	(79,664)	1,040,555	26,214	1,066,769
Effects of adopting the amendments to FRS 140	-	-	-	-	-	-	-	2,704	2,704	-	2,704
<b>At 1 April 2010 (restated)</b>	761,644	1,695	96,669	266,175	(7,356)	734	658	(76,960)	1,043,259	26,214	1,069,473
Effects of adopting FRS 139	-	-	-	-	-	-	-	1,570	1,570	69	1,639
	761,644	1,695	96,669	266,175	(7,356)	734	658	(75,390)	1,044,829	26,283	1,071,112
Total comprehensive income for the financial year	-	-	-	-	-	-	(9)	32,211	32,202	3,326	35,528
<b>Transactions with owners</b>											
Issue of ordinary stock units:											
- Pursuant to ESOS	2,343	-	-	7	-	-	-	-	2,350	-	2,350
- Warrants exercised	6,871	-	-	-	-	-	-	-	6,871	-	6,871
- Conversion of ICULS	513	(350)	-	(99)	-	-	-	-	64	-	64
- Conversion of ICSLS	71,221	-	(21,443)	(24,951)	-	-	-	-	24,827	-	24,827
Purchase of treasury stock units	-	-	-	-	(20,289)	-	-	-	(20,289)	-	(20,289)
Repurchase of ICSLS	-	-	(4,093)	-	-	-	-	-	(4,093)	-	(4,093)
Share options granted under ESOS	-	-	-	-	-	1,661	-	-	1,661	-	1,661
Share options lapsed under ESOS	-	-	-	-	-	(102)	-	-	(102)	-	(102)
Share options granted under ESOS exercised	-	-	-	567	-	(567)	-	-	-	-	-
Acquisition of additional equity interest in a subsidiary	-	-	-	-	-	-	-	(2,537)	(2,537)	(2,463)	(5,000)
Acquisition of remaining equity interest in a subsidiary	-	-	-	-	-	-	-	(5,991)	(5,991)	(2,809)	(8,800)
Dividend on ordinary stock units	-	-	-	-	-	-	-	(22,224)	(22,224)	-	(22,224)
Total transactions with owners	80,948	(350)	(25,536)	(24,476)	(20,289)	992	-	(30,752)	(19,463)	(5,272)	(24,735)
<b>At 31 March 2011</b>	842,592	1,345	71,133	241,699	(27,645)	1,726	649	(73,931)	1,057,568	24,337	1,081,905

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


**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2012 (Unaudited)**

	<b>12 mths ended 31.03.2012 RM'000</b>	<b>12 mths ended 31.03.2011 RM'000 (Audited)</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	171,292	48,154
Adjustments for:		
Impairment loss on financial assets:		
trade receivables	743	301
other receivables	5	142
Amortisation of:		
intangible assets	90	172
land used rights	7	8
Depreciation of property, plant and equipment	13,003	10,688
Bad debts written off	99	22
Inventories written off	-	1
Development expenditure written off	-	68
Impairment loss on inventories	290	-
Impairment loss on property, plant and equipment	524	-
Interest expense	29,891	27,897
Property, plant and equipment written off	58	231
Reversal of impairment loss on other receivables	(17)	(23)
Net loss/(gain) on disposal of:		
an associate	-	(588)
property, plant and equipment	55	(102)
quoted investments	-	87
land used rights	269	-
Gain on foreign exchange	(103)	(185)
Gain from fair value adjustment of investment properties	(64,538)	(11,730)
Net fair value adjustment	(2,049)	(286)
Net fair value loss/(gain) on investment securities	645	(623)
Interest income	(10,220)	(11,028)
Dividend income	(196)	(260)
Share of results of associates	(177)	792
Share of results of jointly controlled entities	(34,059)	(15,259)
Share options granted under ESOS	197	1,661
Share options lapsed under ESOS	(25)	(102)
Operating profit before changes in working capital	<u>105,784</u>	<u>50,038</u>
Changes in working capital:		
Land held for property development	1,985	32,506
Property development costs	18,899	(62,824)
Inventories	(3,896)	20,979
Receivables	(87,528)	(14,156)
Payables	45,962	20,131
Cash flows generated from operations	<u>81,206</u>	<u>46,674</u>
Interest received	10,309	10,997
Interest paid	(49,397)	(55,497)
Income taxes refunded	4,962	3,270
Income taxes paid	<u>(37,046)</u>	<u>(23,457)</u>
<b>NET CASH FLOWS GENERATED FROM/(USED IN) OPERATING ACTIVITIES</b>	<b>10,034</b>	<b>(18,013)</b>



**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2012 (Unaudited)**

	<b>12 mths ended 31.03.2012 RM'000</b>	<b>12 mths ended 31.03.2011 RM'000 (Audited)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(50,382)	(51,158)
Purchase of intangible assets	(94)	(303)
Purchase of investment properties:		
- additions	(20,361)	(9,714)
- subsequent expenditure	(5,409)	(46,514)
Proceeds from disposal of an investment property	134,000	-
Proceeds from disposal of property, plant and equipment	1,027	518
Proceeds from disposal of an associate	-	8,108
Proceeds from disposal of investment securities	-	653
Proceeds from disposal of land use rights	400	-
Profit distribution from a jointly controlled entity	1,333	8,299
Acquisitions of additional equity interest in subsidiaries from minority shareholders	-	(13,800)
Investment in jointly controlled entity	(6,500)	-
Dividends received	192	255
<b>NET CASH FLOW GENERATED FROM/(USED IN) INVESTING ACTIVITIES</b>	<b>54,206</b>	<b>(103,656)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from exercise of ESOS	4,433	2,350
Proceeds from exercise of warrants	29,833	6,871
Purchase of treasury stock units	(75)	(20,289)
Repurchase of ICCLS	-	(5,562)
Proceeds from sale of ICCLS	12,697	-
Drawdown of borrowings	97,512	142,880
Repayment of borrowings	(239,998)	(243,126)
Repayment of hire purchase liabilities	(835)	(965)
Dividends paid	(13,431)	(22,224)
<b>NET CASH FLOW USED IN FINANCING ACTIVITIES</b>	<b>(109,864)</b>	<b>(140,065)</b>
Effects of exchange rate changes on cash and cash equivalents	(116)	(9)
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(45,740)</b>	<b>(261,743)</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR</b>	<b>286,402</b>	<b>548,145</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF YEAR</b>	<b>240,662</b>	<b>286,402</b>

For the purpose of statements of cash flow, cash and cash equivalents comprise the following:

Cash and bank balances	268,429	309,374
Bank overdrafts	(27,767)	(22,972)
	<b>240,662</b>	<b>286,402</b>

**The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the financial year ended 31 March 2011 and the accompanying explanatory notes attached to the interim financial statements.**



**A. Explanatory Notes Pursuant to FRS 134**

**1. Basis of preparation**

The interim financial statements have been prepared under the historical cost convention except for investment properties and investment securities which have been stated at fair value.

This interim financial report is unaudited and has been prepared in accordance with the requirements of Financial Reporting Standard ("FRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial report should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 March 2011 and the explanatory notes. These explanatory notes provide an explanation of the events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2011.

**2. Changes in Accounting Policies**

The accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted in the audited financial statements for the financial year ended 31 March 2011, except for the adoption of the following new Financial Reporting Standards ("FRS"), Amendments to FRSs and Issues Committee ("IC") Interpretations which are applicable for the Group's financial period beginning on 1 April 2011, as disclosed below:

**Adoption of FRSs, Amendments to FRSs and IC Interpretations**

		<b>Effective for annual periods beginning on or after</b>
FRS 1	First-time Adoption of Financial Reporting Standards	1 July 2010
FRS 3	Business Combinations (Revised)	1 July 2010
Amendments to FRS 2	Share-based Payment	1 July 2010
Amendments to FRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 July 2010
Amendments to FRS 127	Consolidated and Separate Financial Statements	1 July 2010
Amendments to FRS 138	Intangible Assets	1 July 2010
Amendments to IC		
Interpretation 9	Reassessment of Embedded Derivatives	1 July 2010
IC Interpretation 12	Service Concession Arrangements	1 July 2010
IC Interpretation 16	Hedges of a Net Investment in a Foreign Operation	1 July 2010
IC Interpretation 17	Distributions of Non-cash Assets to Owners	1 July 2010
Amendments to FRS 1	Limited Exemption from Comparative FRS 7	
	Disclosures for First-time Adopters	1 January 2011
Amendments to FRS 1	Additional Exemptions for First-time Adopters	1 January 2011
Amendments to FRS 1, FRS 2, FRS 3, FRS 7, FRS 101, FRS 121, FRS 128, FRS 131, FRS 132, FRS 134, FRS 139 and Amendments	Improvements to FRSs (2010)	
IC Interpretation 13		1 January 2011
Amendments to FRS 7	Improving Disclosures about Financial Instruments	1 January 2011
IC interpretation 4	Determining whether an Arrangement contains a Lease	1 January 2011
IC Interpretation 18	Transfers of Assets from Customers	1 January 2011





**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**2. Changes in Accounting Policies (cont'd)**

Except for the changes in accounting policies arising from the adoption of the revised FRS 3 and the amendments to FRS 127, as well as the new disclosures required under the Amendments to FRS 7, the directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application. The nature of the impending changes in accounting policy on adoption of the revised FRS 3 and the amendments to FRS 127 are described below:

Revised FRS 3: Business Combinations and Amendments to FRS 127: Consolidated and Separate Financial Statements

The revised and amended standards are effective for annual periods beginning on or after 1 July 2010. The revised FRS 3 introduces a number of changes in the accounting for business combinations occurring after 1 July 2010. These changes will impact the amount of goodwill recognised, the reported results in the period that an acquisition occurs, and future reported results. The Amendments to FRS 127 require that a change in the ownership interest of a subsidiary (without loss of control) is accounted for as an equity transaction. Therefore, such transactions will no longer give rise to goodwill, nor will they give rise to a gain or loss. Furthermore, the amended standard changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary. Other consequential amendments have been made to FRS 107: Statement of Cash Flows, FRS 112: Income Taxes, FRS 121: The Effects of Changes in Foreign Exchange Rates, FRS 128: Investments in Associates and FRS 131: Interests in Joint Ventures. The changes from revised FRS 3 and Amendments to FRS 127 will affect future acquisitions or loss of control and transactions with minority interests.

**Standards issued but not yet effective**

		<b>Effective for annual periods beginning on or after</b>
IC Interpretation 19	Extinguishing Financial Liabilities with Equity Instruments	1 July 2011
Amendments to IC Interpretation 14	Prepayments of a Minimum Funding Requirement	1 July 2011
FRS 124	Related Party Disclosures	1 January 2012
Amendments to FRS 1	Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters	1 January 2012
Amendments to FRS 101	Presentation of Items of Other Comprehensive Income	1 July 2012
Amendments to FRS 7	Transfers of Financial Assets	1 January 2012
Amendments to FRS 112	Deferred Tax: Recovery of Underlying Assets	1 January 2012
FRS 10	Consolidated Financial Statements	1 January 2013
FRS 11	Joint Arrangements	1 January 2013
FRS 12	Disclosure of interests in Other Entities	1 January 2013
FRS 13	Fair Value Measurement	1 January 2013
FRS 119	Employee Benefits	1 January 2013
FRS 127	Separate Financial Statements	1 January 2013
FRS 128	Investment in Associate and Joint Ventures	1 January 2013
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine	1 January 2013
Amendments to FRS 7	Disclosure - Offsetting Financial Assets and Financial Liabilities	1 January 2013
Amendments to FRS 132	Offsetting Financial Assets and Financial Liabilities	1 January 2014
FRS 9	Financial Instruments	1 January 2015

At the date of authorisation of these interim financial report, the above FRSs, Amendment to FRSs, IC Interpretations and Amendments to IC Interpretation were issued but not yet effective and have not been applied by the Group for the financial year ended 31 March 2012. These standards will not have material impact on the financial statements in the period of initial application, except as discussed as follow:



**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**2. Changes in Accounting Policies (cont'd)**

Amendments to FRS 112: Deferred Tax: Recovery of Underlying Assets

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

FRS 9: Financial Instruments

FRS 9 reflects the first phase of work on the replacement of FRS 139: Financial Instruments - Recognition and Measurement and applies to classification and measurement of financial assets and financial liabilities as defined in FRS 139. The adoption of this first phase of FRS 9 will have an effect on the classification and measurement of the Group's financial assets but will potentially have no impact on classification and measurements of financial liabilities.

FRS 10: Consolidated financial statements

FRS 10 replaces the portion of FRS 127: Consolidated and Separate Financial Statements that addresses the accounting for consolidated financial statements. FRS 10 establishes a single control model that applies to all entities including special purpose entities. The changes introduced by FRS 10 will require management to exercise significant judgement to determine which entities are controlled, and therefore, are required to be consolidated by a parent, compared with the requirements that were in FRS 127.

FRS 12: Disclosure of Interests in Other Entities

FRS 12 includes all disclosure requirements for interests in subsidiaries, joint arrangements, associates and structured entities. A number of new disclosures are required. This standard affects disclosures only and has no impact on the Group's financial position or performance.

FRS 13: Fair Value Measurement

FRS 13 establishes a single source of guidance under FRS for all fair value measurements. FRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under FRS when fair value is required or permitted.

FRS 127: Separate Financial Statements

As a consequence of the new FRS 10 and FRS 12, FRS 127 is limited to accounting for subsidiaries, jointly controlled entities and associates in separate financial statements.



**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**2. Changes in Accounting Policies (cont'd)**

FRS 128: Investments in Associates and Joint Ventures

As a consequence of the new FRS 11 and FRS 12, FRS 128 is renamed as FRS 128: Investments in Associates and Joint Ventures. This new standard describes the application of the equity method to investments in joint ventures in addition to associates.

Amendments to FRS 7: Disclosure - Offsetting Financial Assets and Financial Liabilities

The amendments require additional information to be disclosed to enable users of financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with the entity's recognised financial assets and recognised financial liabilities, on the entity's financial position. The amendment affects disclosure only and has no impact on the Group's financial position or performance.

Amendments to FRS 132: Offsetting Financial Assets and Financial Liabilities

The amendments to FRS 132 clarified that a legally enforceable right to set off is a right of set off that must not be contingent on a future event; and must be legally enforceable in the normal course of business, the event of default and the event of insolvency or bankruptcy of the entity and all of the counterparties. The amendments further clarified that an entity will meet the net settlement criterion as provided in FRS 132 if the entity can settle amounts in a manner that the outcome is, in effect, equivalent to net settlement.

**Malaysian Financial Reporting Standards (MFRS)**

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

The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141: Agriculture and IC Interpretation 15: Agreements for Construction of Real Estate, including its parent, significant investor and venturer (herein called "Transitioning Entities")

Transitioning Entities will be allowed to defer adoption of the new MFRS Framework for an additional one year. Consequently, adoption of the MFRS Framework by Transitioning Entities will be mandatory for annual periods beginning on or after 1 January 2013.

The Group falls within the scope definition of Transitioning Entities and accordingly, will be required to prepare financial statements using the MFRS Framework in its first MFRS financial statements for the year ending 31 March 2014. In presenting its first MFRS financial statements, the Group will be required to restate the comparative financial statements to amounts reflecting the application of MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

The Group is currently assessing the implications and financial impact on the application of MFRS Framework.

**3. Auditors' report on preceding audited financial statements**

The auditors' report for the annual financial statements of the Group for the financial year ended 31 March 2011 was not subject to any qualification.



**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**4. Seasonality or cyclical nature of operations**

The business of the Group is not affected in any material way by seasonal or cyclical factors or influence, apart from the general economic conditions in which it operates.

**5. Exceptional or unusual items**

There were no unusual items during the financial year ended 31 March 2012.

**6. Changes in estimates**

There were no material changes in estimates that have had a material effect in the current financial quarter ended 31 March 2012.

**7. Debt and equity securities**

Save as disclosed below, there were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities in the Company:

**a) Employees' Share Option Scheme ("ESOS")**

During the financial year ended 31 March 2012, the Company issued 4,184,625 ordinary stock units of RM1.00 each for cash pursuant to the Company's ESOS, of which 13,125 ordinary stock units were issued from the exercised of 12,500 ESOS option at an exercise price of RM1.05 per unit; 1,214,000 ordinary stock units were issued from the exercised of 1,214,000 ESOS option at an exercise price of RM1.06 per unit; 2,637,000 ordinary stock units were issued from the exercised of 2,637,000 ESOS option at an exercise price of RM1.00 per unit and 320,500 ordinary stock units were issued from the exercised of 320,500 ESOS option at an exercise price of RM1.55 per unit.

**b) Warrants 2001/2011**

The Company had on 25 April 2011, announced that the Warrants would expire on 16 May 2011 ("Expiry Date").

During the financial period from 1 April 2011 to 16 May 2011, 29,833,373 units of Warrant were exercised and converted into ordinary stock units at the exercise price of RM1.00 per ordinary stock unit. The remaining unexercised Warrants of 495,115 units have lapsed and become null and void on the Expiry Date.

**c) 8% Irredeemable Convertible Unsecured Loan Stocks 2006/2011 ("ICULS")**

The Company had on 3 June 2011, announced that pursuant to the conditions stipulated in the Trust Deed dated 18 May 2006 constituting the ICULS, the ICULS would mature on 25 July 2011 ("Maturity Date").

During the financial period from 1 April 2011 to 25 July 2011, a total of 1,970,564 units of ICULS at nominal value of RM1.00 each were converted into 1,970,564 new ordinary stock units of RM1.00 each. Out of this amount, a total of 1,944,391 units of ICULS were mandatory converted into 1,944,391 ordinary stock units of RM1.00 each on the Maturity Date.



**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**7. Debt and equity securities (cont'd)**

**d) Treasury stock units**

During the financial year ended 31 March 2012, the Company repurchased 50,000 of its issued ordinary stock units in the open market for a consideration of RM74,540. As at 31 March 2012, the total stock units repurchased and held as treasury stock units amounted to 29,439,400 ordinary stock units of RM1.00 each at a total cost of RM27,719,586.

**e) 8% Irredeemable Convertible Secured Loan Stocks 2009/2019 ("ICSLS")**

The Company had on 17 November 2011, announced that pursuant to the conditions stipulated in the Trust Deed dated 11 September 2009 constituting the ICSLS, the Company was exercising its rights of mandatory conversion, and the early conversion would be on 27 December 2011 ("Early Conversion Date").

During the financial period from 1 April 2011 to 27 December 2011, a total of 254,882,636 units of ICSLS at nominal value of RM0.65 each were converted into 254,882,636 new ordinary stock units of RM1.00 each. Out of this amount, a total of 204,137,918 units of ICSLS were mandatory converted into 204,137,918 ordinary stock units of RM1.00 each on the Early Conversion Date.

The holders of the ICSLS were able to convert one (1) ICSLS into one (1) ordinary stock unit of RM1.00 each in E&O ("E&O Stock Unit"). The nominal value of RM0.65 comprised in one (1) ICSLS was insufficient to pay in full for one (1) new E&O Stock Unit, which has a RM1.00 par value. Notwithstanding, upon conversion, new E&O Stock Units were issued and subsequently, the balance unpaid of RM0.35 on each of such new E&O Stock Units issued was paid from and debited against the share premium account of E&O.

To facilitate the conversion of the outstanding ICSLS into new E&O Stock Units, E&O has allocated in its share premium account a sufficient amount equivalent to RM0.35 for each unit of outstanding ICSLS, which was sufficient to be applied towards fully paying up the new E&O Stock Units issued pursuant to such conversion and, such allocation shall not be available for or be applied towards any other purposes, other than to fully satisfy the conversion of the outstanding ICSLS.

**8. Dividends paid**

On 30 September 2011, the stockholders have approved the payment of a first and final dividend of 2.0% less income tax of 25% on the ordinary stock units in issue at book closure date on 13 October 2011 in respect of the financial year ended 31 March 2011. The dividend amounting to RM13.431 million was paid on 3 November 2011.



A. Explanatory Notes Pursuant to FRS 134 (cont'd)

9. Segmental information by business segment

<u>12-month ended</u> <u>31 March 2012</u> RM'000	Properties	Hospitality	Investments and others	Elimination	Total
<b>REVENUE</b>					
External sales	406,289	82,209	3,671	-	492,168
Inter-segment sales	1,363	-	65,251	(66,614)	-
Total revenue	<u>407,652</u>	<u>82,209</u>	<u>68,922</u>		<u>492,168</u>
<b>RESULTS</b>					
Segment results	200,078	(457)	44,276	(76,722)	167,175
Share of results of associate	-	-	177	-	177
Share of results of jointly controlled entities	34,689	-	-	(630)	34,059
Finance cost					(30,119)
Profit before tax					<u>171,292</u>
<u>12-month ended</u> <u>31 March 2011</u> RM'000	Properties	Hospitality	Investments and others	Elimination	Total
<b>REVENUE</b>					
External sales	198,216	68,847	4,208	-	271,271
Inter-segment sales	1,027	-	70,828	(71,855)	-
Total revenue	<u>199,243</u>	<u>68,847</u>	<u>75,036</u>		<u>271,271</u>
<b>RESULTS</b>					
Segment results	65,840	2,437	70,990	(77,530)	61,737
Share of results of associates	-	-	(792)	-	(792)
Share of results of jointly controlled entities	16,095	-	-	(836)	15,259
Finance cost					(28,050)
Profit before tax					<u>48,154</u>

For management purposes, the Group is organised into business units based on their products and services, and has three reportable operating segments as follows:

- (i) Properties - development and investment in residential and commercial properties
- (ii) Hospitality - management and operations of hotels and restaurants
- (iii) Investments and others

**Segment performance for the current year as compared to previous year**

**(i) Properties**

Properties division recorded an adjusted revenue of RM895.892 million for the financial year ended 31 March 2012 as compared to the adjusted revenue in previous year ended 31 March 2011 of RM357.262 million (refer to Note B1).

The higher revenue was due to higher percentage recognition reflecting higher sales for both existing and new property development projects coupled with steady development progress. During the current financial year, the Group had new sales launches at Seri Tanjung Pinang namely Super Semi-D (9 units), Quayside Condominiums (102 units) and Andaman Condominium (169 units).

The property's segment recorded an increase in operating profit of RM134.238 million or 204% on the back of a higher revenue recognised and also the fair value gain of an investment property that was disposed as disclosed in Note A10. In addition, the jointly-controlled entities contributed their share of profits of RM34.689 million, an increase of RM18.594 million or 116%.



**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**9. Segmental information by business segment (cont'd)**

**(ii) Hospitality**

The hospitality segment recorded a revenue of RM82.209 million for the financial year ended 31 March 2012 (31 March 2011: RM68.847 million) representing an increase of RM13.362 million or 19%.

The increase in revenue was attributed to higher revenue from Lone Pine Hotel which had recommenced business in November 2010 after closing for refurbishment since April 2009. The opening of additional 3 new Delicious outlets at Straits Quay in Penang, Sunway in Selangor and Scott Square in Singapore during this financial year ended 31 March 2012 also contributed to the increase of revenue.

Despite the increase in revenue, the division suffered an operating loss of RM457,000, mainly due to higher depreciation charge and pre-operating expenses for newly opened outlets and hotel.

**(iii) Investments and others**

The investments and others segment recorded an operating profit of RM44.276 million for the financial year ended 31 March 2012 (comparative year ended 31 March 2011: RM70.990 million). The decrease in operating profits of RM26.714 million was due to lower interest income and higher operating expenses. However, the segment's performance which include inter-company income and expenses would be self-eliminated at the group level.

**10. Valuation of investment properties**

The Group adopts the fair value model for its investment properties. During the financial year ended 31 March 2012, the Group has completed a self-constructed investment property. The investment property while under construction was measured at cost. Upon completion, the investment property is measured at fair value of RM134 million. This resulted in a gain of RM65.107 million which is recognised as profit in the statement of comprehensive income. An indirect wholly-owned subsidiary of the Company had on 11 July 2011 entered into a sale and purchase agreement for the disposal of this investment property and subsequently the disposal was completed on 22 December 2011.

**11. Material subsequent event**

There were no material event subsequent to the end of the financial year ended 31 March 2012, except for the following:

- (i) Oriental Light (Guernsey) Limited, a wholly-owned subsidiary of Eastern & Oriental Properties (Guernsey) Limited, which in turn is a wholly-owned subsidiary of the Company, had on 23 April 2012 entered into an asset sale contract with Glasgow City Council which acts as the administering authority for the Strathclyde Pension Fund, to acquire an office cum retail building known as Princes House, located at 37-39 Kingsway, London WC2B 6TP, United Kingdom at a total cash consideration of £20,250,000 or approximately RM100,905,750 ("Proposed Acquisition"). The exchange rate used is £1: RM4.983 as at 23 April 2012.

The Proposed Acquisition is expected to be completed by June 2012.



**A. Explanatory Notes Pursuant to FRS 134 (cont'd)**

**12. Changes in composition of the Group**

- (i) Galaxy Prestige Sdn. Bhd., an indirect wholly-owned subsidiary of the Company had on 28 June 2011, entered into a Shareholders' Agreement for Joint Venture Company with Pulau Indah Ventures Sdn. Bhd. to establish a 50:50 joint venture company named Nuri Merdu Sdn. Bhd. to undertake the development of an iconic wellness township project in Iskandar Malaysia.
- (ii) The Company had on 19 January 2012 acquired two ordinary shares of RM1.00 each, representing 100% equity interest in the capital of E&O Hotel Management (M) Sdn. Bhd. for a total cash consideration of RM2.00.

**13. Contingent Liabilities**

There was no contingent liability as at 21 May 2012 (the latest practicable date which is not earlier than 7 days from the issue of this quarterly report). However, the Company has extended corporate guarantees to banks and financial institutions for banking facilities granted to certain subsidiaries as follow:

	<b>RM'000</b>
Corporate guarantees issued by the Company for banking facilities granted to subsidiaries:	
- Secured	306,142

**14. Capital Commitments**

Capital commitments of the Group in respect of capital expenditure are as follow:

	<b>As at 31.03.2012 RM'000</b>	<b>As at 31.03.2011 RM'000</b>
<b>Capital expenditure</b>		
<b>Approved and contracted for</b>		
Property, plant and equipment	3,281	2,521
Investment properties	-	5,423

**15. Significant Related Party Transactions**

Recurrent related party transactions conducted during the financial year ended 31 March 2012 is in accordance with the stockholders' mandate obtained at the last Annual General Meeting of the Company.





**B. Explanatory Notes required by the Bursa Malaysia's Listing Requirements (cont'd)**

**1. Review of performance**

The Group achieved a revenue of RM492.168 million for the financial year ended 31 March 2012 as compared to RM271.271 million recorded in the previous year ended 31 March 2011, which represented an increase of RM220.897 million or 81%.

The increase in revenue was mainly from the properties segment which registered an increase of RM208.073 million. The hospitality and restaurants segment also showed an increase of RM13.362 million, whereas the investments and others segment showed a slight decrease.

The jointly-controlled projects namely the St. Mary Residences and the second phase of the Villas by-the-sea bungalows in Penang contributed recognised revenue totalling RM355.603 million for the financial year ended 31 March 2012 (comparative year ended 31 March 2011: RM159.046 million) which was not included in the Group consolidated revenue.

After incorporating the revenue recognised for the jointly-controlled projects and the disposal of an investment property (disclosed in Note A10), the Group recorded an adjusted revenue of RM981.771 million (comparative year ended 31 March 2011: RM430.317 million).

The Group posted a pre-tax profit of RM171.292 million compared to the pre-tax profit of RM48.154 million in the previous year ended 31 March 2011. This represented an increase in pre-tax profit of RM123.138 million or 256%. The increase in pre-tax profit reflected a higher contribution from the property division on the back of higher revenue recognised, higher share of profits in jointly-controlled entities and the fair value gain on an investment property disposed.

Further explanatory comments on the performance of each of the Group's business activities is provided in Note A9.

**2. Variation of results against preceding quarter**

The Group recorded revenue of RM210.566 million and profit before tax of RM54.730 million for the current quarter ended 31 March 2012 as compared to the immediate preceding quarter ended 31 December 2011 where the Group's revenue was RM123.120 million and profit before tax of RM27.670 million. The revenue registered an increase of RM87.446 million or 71%. The pre-tax profit rise by RM27.060 million or 98% on the back of higher revenue recognised. The higher revenue and pre-tax profit in the current quarter ended 31 March 2012 were mainly contributed by the property division's stronger sales performance, accompanied by successful cost control management and resource efficiencies that exceeded targets whilst upholding standards of safety and product quality.

**3. Current year prospects**

While global economic conditions remain uncertain, the Malaysian economy continues to register moderate growth. The Group maintains a cautiously optimistic outlook that is supported by its strong brand positioning, which has translated into encouraging take-up rates for its new property launches. We expect a higher contribution to the Group's earnings by the existing development projects which are nearing completion i.e. St. Mary Residences in Kuala Lumpur and the Quayside Seafront Resort Condominiums at Seri Tanjung Pinang.

**4. Variance in profit forecast/profit guarantee**

The Group did not issue any profit forecast/profit guarantee for the financial year ended 31 March 2012.



**B. Explanatory Notes required by the Bursa Malaysia's Listing Requirements (cont'd)**

**5. Taxation**

	Individual Quarter		Cumulative Quarter	
	Current quarter ended 31.03.2012 RM'000	Comparative quarter ended 31.03.2011 RM'000	Current year ended 31.03.2012 RM'000	Comparative year ended 31.03.2011 RM'000
Malaysian income tax				
- current	11,709	6,984	34,640	20,135
- in respect of prior years	89	(172)	(3,495)	(6,748)
Deferred tax	(1,405)	(1,462)	11,462	(770)
Real property gains tax	-	-	791	-
	<u>10,393</u>	<u>5,350</u>	<u>43,398</u>	<u>12,617</u>

The effective tax rate of the Group for the financial year ended 31 March 2012 is higher than the statutory rate of 25% mainly due to certain expenses of the Group which are not deductible for tax purposes.

**6. Retained profit/(accumulated losses)**

	As at 31.03.2012 RM'000	As at 31.03.2011 RM'000
Total accumulated losses of the Company and its subsidiaries		
Realised	(78,773)	(115,189)
Unrealised	3,025	(1,808)
	<u>(75,748)</u>	<u>(116,997)</u>
Share of retained profit/(accumulated losses) from associated companies		
Realised	116	(61)
Share of retained profits from jointly controlled entities		
Realised	47,650	16,553
Unrealised	1,937	1,144
	<u>(26,045)</u>	<u>(99,361)</u>
Add: Consolidated adjustments	66,411	25,430
Total Group retained profit/(accumulated losses)	<u>40,366</u>	<u>(73,931)</u>



**B. Explanatory Notes required by the Bursa Malaysia's Listing Requirements (cont'd)**

**7. Additional disclosures**

Included in the condensed consolidated statements of comprehensive income for the period are the following:

	Individual Quarter		Cumulative Quarter	
	Current quarter ended 31.03.2012 RM'000	Comparative quarter ended 31.03.2011 RM'000	Current year ended 31.03.2012 RM'000	Comparative year ended 31.03.2011 RM'000
Dividend income	6	260	196	260
Interest income	2,205	2,252	10,220	11,028
Impairment loss on receivables	(731)	(443)	(731)	(420)
Reversal of impairment/(impairment) for land held for property development	-	(632)	-	-
Impairment loss on inventories	(290)	-	(290)	-
Impairment loss on property, plant and equipment	(524)	-	(524)	-
Interest expense	(6,290)	(7,051)	(29,891)	(27,897)
Depreciation and amortisation	(3,590)	(2,731)	(13,100)	(10,868)
Bad debts written off	-	-	(99)	(22)
Inventories written off	-	(1)	-	(1)
Property, plant and equipment written off	(49)	(103)	(58)	(231)
Gain/(loss) on disposal of land use right	1	-	(269)	-
Gain on foreign exchange	110	195	103	185
Gain on disposal of an associate	-	588	-	588
Gain/(loss) on disposal of property, plant and equipment	3	82	(55)	102
Gain/(loss) on disposal of quoted investment	-	1	-	(87)
Gain/(loss) from fair value adjustment of investment properties	(446)	2,865	64,538	11,730
Net fair value adjustment	1,433	415	2,049	286
Net fair value (loss)/gain on investment securities	(11)	(1,802)	(645)	623

**8. Status of Corporate Proposals**

a) Status of corporate proposal announced and not completed as at 21 May 2012:

The Company had on 11 August 2011, proposed to establish a new employees' stock option scheme of up to 15% of the issued and paid-up ordinary stock units of the Company (excluding treasury stock units) for the eligible employees, executive directors and non-executive directors of the Company and its subsidiaries (excluding subsidiaries which are dormant) ("Proposed New ESOS") to subscribe for new E&O Stock Units in accordance with the by-laws of the Proposed New ESOS.

On 30 September 2011, the Company announced that the ordinary resolutions pertaining to the Proposed New ESOS were withdrawn before the motions were formally proposed at the extraordinary general meeting of the Company on the same date. The withdrawal was to enable the Board to review the draft by-laws contained in the circular in light of the amendments to Chapter 6 of Main Market Listing Requirements announced by Bursa Malaysia Securities Berhad ("Bursa Securities") on 22 September 2011.

Subsequently, Affin Investment Bank Berhad on behalf of the Company had on 8 February 2012 submitted the application for extension of time to implement the Proposed New ESOS to Bursa Securities for approval.

Bursa Securities had on 5 March 2012 approved the application for the extension of time up to 21 November 2012 to implement the Proposed New ESOS.



**B. Explanatory Notes required by the Bursa Malaysia's Listing Requirements (cont'd)**

**8. Status of Corporate Proposals (cont'd)**

- b) Utilisation of proceeds from corporate proposals

8% Irredeemable Convertible Secured Loan Stocks 2009/2019

As at 21 May 2012, cash proceeds amounting to approximately RM235.62 million arising from issuance of Irredeemable Convertible Secured Loan Stocks was partially utilised as follows:

	Utilised todate <b>RM'000</b>
Repayment of bank borrowings	154,568
Acquisition of a property	27,754
ICSLS issue costs	2,500
	<hr/>
	184,822

**9. Group Borrowings**

- a) The Group borrowings were as follows:

	<b>As at 31.03.2012 RM'000</b>
Short Term - Secured	286,362
Long Term - Secured	318,463

- b) All the borrowings were denominated in Ringgit Malaysia.

**10. Material Litigation**

There was no material litigation which affects the financial position or business of the Group as at 21 May 2012.

**11. Dividend**

At the forthcoming Annual General Meeting, a first and final dividend in respect of financial year ended 31 March 2012, of 4.25% less 25% income tax on the ordinary stock units in issue will be proposed for stockholders' approval.



B. Explanatory Notes required by the Bursa Malaysia's Listing Requirements (cont'd)

12. Earnings Per Stock Unit

	Individual Quarter		Cumulative Quarter	
	Current quarter ended 31.03.2012	Comparative quarter ended 31.03.2011	Current year ended 31.03.2012	Comparative year ended 31.03.2011
<b>a) Basic earnings per stock unit</b>				
Profit attributable to owners of the parent (RM'000)	42,366	13,733	123,456	32,211
Weighted average number of ordinary stock units in issue (unit '000)	1,103,723	812,601	955,319	779,848
Weighted average number of ordinary stock units arising from conversion of ICULS 2006/2011 (unit '000)	-	1,971	491	2,062
Weighted average number of ordinary stock units arising from conversion of ICSLS 2009/2019 (unit '000)	-	246,426	137,865	278,025
Adjusted weighted average number of ordinary stock units (unit '000)	1,103,723	1,060,998	1,093,675	1,059,935
Basic earnings per stock unit for the period (sen)	3.84	1.29	11.29	3.04



B. Explanatory Notes required by the Bursa Malaysia's Listing Requirements (cont'd)

12. Earnings Per Stock Unit (cont'd)

	Individual Quarter		Cumulative Quarter	
	Current quarter ended 31.03.2012	Comparative quarter ended 31.03.2011	Current year ended 31.03.2012	Comparative year ended 31.03.2011
<b>b) Diluted earnings per stock unit</b>				
Profit attributable to owners of the parent (RM'000)	42,366	13,733	123,456	32,211
Weighted average number of ordinary stock units in issue (unit '000)	1,103,723	812,601	955,319	779,848
Weighted average number of ordinary stock units arising from conversion of ICULS 2006/2011 (unit '000)	-	1,971	491	2,062
Weighted average number of ordinary stock units arising from conversion of ICSLS 2009/2019 (unit '000)	-	246,426	137,865	278,025
Effect of dilution of ESOS (unit '000)	1,138	848	1,296	856
Effect of dilution of Warrants (unit '000)	-	4,359	857	4,345
	1,104,861	1,066,205	1,095,828	1,065,136
Diluted earnings per stock unit for the period (sen)	3.83	1.29	11.27	3.02

BY ORDER OF THE BOARD

Ang Hong Mai  
Company Secretary

Kuala Lumpur  
28 May 2012