(INCORPORATED IN MALAYSIA)

# CONDENSED CONSOLIDATED INCOME STATEMENT FOR THIRD QUARTER ENDED 31 DECEMBER 2010

(The figures have not been audited)

		CURRENT YEAR QUARTER	YEAR YEAR		VE QUARTER PRECEDING YEAR CORRESPONDING PERIOD
		31/12/10 RM'000	31/12/09 RM'000	31/12/10 RM'000	31/12/09 RM'000
Revenue		6,766	24,913	19,067	83,124
Operating	expenses	(5,526)	(21,776)	(19,682)	(71,038)
Other oper	rating income	45	277	3,022	4,630
Profit from	operations	1,285	3,414	2,407	16,716
Finance co	osts	(293)	(559)	(931)	(1,656)
Profit before	re taxation	992	2,855	1,476	15,060
Taxation		138	(1,307)	(774)	(4,705)
Profit after	tax for the period	1,130	1,548	702	10,355
	e to:- ders of the Parent olling interest	1,130	1,550 (2)	705 (3)	10,361 (6)
		1,130	1,548	702	10,355
	- Basic (sen) - Diluted (sen)	0.12 0.12 <sup>©</sup>	0.16 0.16 @	0.07 0.07	1.06 @ 1.06 @

Note: @ The assumed exercise of ESOS at average market price is treated as an issue of ordinary shares for no consideration. The dilutive effect of the assumed exercise of ESOS for current year quarter, preceding year corresponding quarter, current year to-date and preceding year corresponding period are not considered because the options are 'out-of-money'.

(The Condensed Consolidated Income Statement should be read in conjunction with the audited financial statements for the year ended 31 March 2010 and the notes to the Interim Financial Report).

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# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THIRD QUARTER ENDED 31 DECEMBER 2010

(The figures have not been audited)

	INDIVIDIC CURRENT YEAR QUARTER 31/12/10 RM'000	JAL QUARTER PRECEDING YEAR CORRESPONDING QUARTER 31/12/09 RM'000	CUMULAT CURRENT YEAR TO DATE 31/12/10 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31/12/09 RM'000
Profit after tax for the period	1,130	1,548	702	10,355
Other comprehensive (expense)/income for the period, net of tax	(791)	-	1,882	-
Total comprehensive Income for the period, net of tax	339	1,548	2,584	10,355
Total comprehensive income attributable to :				
Equity holders of the Parent	339	1,550	2,587	10,361
Non controlling interest	0	(2)	(3)	(6)
	339	1,548	2,584	10,355

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 March 2010 and the notes to the Interim Financial Report).

(INCORPORATED IN MALAYSIA)

# CONDENSED CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2010

(The figures have not been audited)

(The figures have not been audited)	<u> </u>	
	AS AT	AS AT
	END OF	PRECEDING
	CURRENT	FINANCIAL
	QUARTER	YEAR END
	31/12/10	31/03/10
	31/12/10	(Restated)
	RM'000	RM'000
ASSETS		
Non Current Assets		
Property, plant and equipment	140,655	132,839
Land held for property development	54,000	54,000
Investment properties	63,002	63,361
Intangible assets	23,942	23,942
Other investments	11,419	11,416
Other investments	293,018	285,558
Current Assets	200,010	200,000
	10F CO.4	100 405
Property development costs	195,604	189,425
Inventories of completed properties	9,628	11,368
Trade & other receivables, deposits and prepayments	15,514	10,946
Short term deposits	24,173	37,237
Cash and bank balances	5,089	4,118
	250,008	253,094
TOTAL ASSETS	543,026	538,651
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the parent		
Share capital	195,063	195,063
Reserves	5,216	3,334
Retained profits	98,174	97,469
Total shareholders' equity	298,453	295,866
Non-Controlling Interest	230,433	158
Total Equity	298,453	296,024
Total Equity	290,433	290,024
Non Current Liabilities		
Long term loan	71,641	-
Other deferred liabilities	100,453	100,453
	172,094	100,453
	<del>-</del>	
Current Liabilities		
Trade & other payables	41,589	50,496
Tax payable	-	1,788
Short term borrowing	30,890	89,890
	72,479	142,174
Total liabilities	244,573	242,627
TOTAL EQUITY AND LIABILITIES	543,026	538,651
Net assets per share (RM)	0.31	0.29

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the financial statements for the year ended 31 March 2010 and the Notes to the Interim Financial Report)

(INCORPORATED IN MALAYSIA)

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THIRD QUARTER ENDED 31 DECEMBER 2010

**Attributable to Equity Holders of the Parent** Non-distributable Distributable Non **Share Share** Other Retained Controlling **Total** Capital Premium Reserves **Profits Total** Interest **Equity** RM'000 RM'000 RM'000 RM'000 RM'000 RM'000 RM'000 At 1 April 2010 195,063 2,206 1,128 97,452 295,849 158 296,007 Effects of adopting FRS 117 9 9 9 Effects of adopting FRS 139 8 8 8 Restated 195,063 2,206 1,128 97,469 295,866 158 296,024 Total comprehensive income for the period 1,882 705 2,587 2,429 (158)At 31 December 2010 195,063 2,206 3,010 98,174 298,453 298,453 At 1 April 2009 195,063 2,206 1,128 77,155 275,552 154 275,706 Total comprehensive income for the period 10,361 10,361 10,355 (6)At 31 December 2009 195,063 2,206 1,128 87,516 285,913 148 286,061

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the financial statements for the year ended 31 March 2010 and the Notes to the Interim Financial Report)

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# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THIRD QUARTER ENDED 31 DECEMBER 2010

(The figures have not been audited)

(The figures have not been audited)	31/12/10	31/12/09
	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	1,476	15,060
Adjustment for non-cash items :		
Non-cash items	662	(1,131)
Non-operating Items	217	679
Operating profit before working capital changes	2,355	14,608
Changes in Working Capital:		
Net change in current assets	(7,193)	35,909
Net change in current liabilities	(8,904)	(31,300)
Cash (used in)/generated from operations	(13,742)	19,217
Interest and Dividend received	94	14
Taxation paid	(3,937)	(5,031)
Net cash (used in)/generated from operations	(17,585)	14,200
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest and Dividend received	584	928
Proceeds from disposal of Investments	2,392	714
Purchase property, plant & equipment (net of disposal)	(8,966)	(2,076)
Acquisition of minority interest	(5)	-
Net cash used in investing activities	(5,995)	(434)
CASH FLOWS FROM FINANCING ATIVITIES		
Repayment hire purchase financing (net)	(221)	(317)
Drawdown of Short & Long Term Loan	76,641	-
Repayment of Short & Long Term Loan	(64,000)	-
Interest/Coupon paid	(932)	(1,654)
Net cash generated from/(used in) financing activities	11,488	(1,971)
NET CHANGES IN CASH & CASH EQUIVALENTS	(12,092)	11,795
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	41,354	42,522
CASH & CASH EQUIVALENTS AT THE END OF THE PERIOD	29,262	54,317

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#### NOTES TO THE INTERIM FINANCIAL REPORT FOR THIRD QUARTER ENDED 31 DECEMBER 2010

#### A1 Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standards ("FRS') 134: Interim Financial Reporting and Chapter 9, Part K of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 March 2010. The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2010.

The accounting policies and methods of computation adopted in this interim financial statements are consistent with those adopted in the preparation of the audited financial statements for the year ended 31 March 2010, except for the adoption of the following new and revised FRS, amendment to FRS and Issues Committee ("IC") Interpretations, which are effective for annual periods beginning on and after:-

#### 1 July 2009

FRS 8 Operating Segments

#### 1 January 2010

FRS 7 Financial Instruments : Disclosure

FRS 101 Presentation of Financial Statements (Revised)

FRS 123 Borrowing costs

FRS 139 Financial Instruments : Recognition and Measurement
Amendments to FRS 1 First-time Adoption of Financial Reporting Standards

Amendments to FRS 2 Share-based Payment : Vesting Conditions and Cancellations
Amendments to FRS 5 Non-Current Assets Held for Sale and Discontinued Operations

Amendments to FRS 7 Financial Instruments: Disclosure

Amendments to FRS 8 Operating Segments
Amendments to FRS 107 Statement of Cash Flows

Amendments to FRS 108 Accounting Policies, Changes in Accounting Estimates and Errors

Amendments to FRS 110 Events after the Reporting Period Amendments to FRS 116 Property, Plant and Equipment

Amendments to FRS 117 Leases
Amendments to FRS 118 Revenue

Amendments to FRS 119 Employee Benefits
Amendments to FRS 123 Borrowing Costs

Amendments to FRS 127 Consolidated and Separate Financial Statements: Cost of an Investment in a Subsidiary,

Jointly Controlled Entity or Associate

Amendments to FRS 134 Interim Financial Reporting
Amendments to FRS 136 Impairment of Assets
Amendments to FRS 138 Intangible Assets

Amendments to FRS 139 Financial Instruments: Recognition and Measurement

Amendments to FRS 140 Investment Property

IC Interpretation 9 Reassessment of Embedded Derivatives
IC Interpretation 10 Interim Financial Reporting and Impairment

IC Interpretation 13 Customer Loyalty Programmes

IC Interpretation 14 FRS 119 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and

their Interaction

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#### A1 Basis of Preparation (cont'd)

The adoption of new and revised FRS, amendment to FRS and IC Interpretations have no significant impact to the financial statements of the Group other than those described below:

#### a) FRS 8 - Operating Segments

FRS 8 replaces FRS  $114_{2004}$ : Segment Reporting. It required a 'management approach', under which segment information is presented on a similar basis to that used for internal reporting purposes. As a result, the Group's external segmental reporting will be based on internal reporting to the "chief operating decision maker", who makes decisions on the allocation of resources and assesses the performance of the reportable segments. As this is a disclosure standard, there will be no impact on the financial position or results of the Group.

#### b) FRS 101 (Revised) - Presentation of Financial Statements

The revised FRS 101 separates owner and non-owner changes in equity. Therefore, the statement of changes in equity will now include only details of transactions with owners. All non-owner changes in equity are presented as a single line labelled as total comprehensive income. Entities can choose whether to present one performance statement (i.e. statement of comprehensive income) or two statements (i.e. income statement and statement of comprehensive income). The Group has adopted to present the two separate statements format. The adoption of the revised FRS 101 does not have any impact on the financial position and results of the Group as the changes introduced are presentational in nature.

### c) Amendments to FRS 117 - Leases

Prior to the adoption of the Amendment to FRS 117, leasehold land were treated as operating leases and were classified and presented as prepaid land lease payments in the Balance Sheet. With the adoption of the Amendments to FRS 117, the classification of leasehold land as finance lease or an operating is based on the extent to which risks and rewards incidental to ownership lie. The Group has reassessed and determined that its leasehold land are finance lease and has reclassified the leasehold to property, plant and equipment and investment property. The efffect of the change is adjusted retrospectively and the details are as follows:

31-Mar-10	As previously reported RM'000	Effect of adopting amendment to FRS 117 RM'000	Restated RM'000
Prepaid lease payments	46,040	(46,040)	-
Property, plant & equipment	127,421	40,631	168,052
Investment property	22,730	5,418	28,148
Retained earnings	97,452	(9)	97,443

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# d) FRS 139 : Financial Instruments : Recognition and Measurement Amendment to FRS 139 : Financial Instruments : Recognition and Measurement

FRS 139 sets out the principles for recognition and measurement of financial instruments. The financial instruments are initially recorded at fair value. The transaction costs that are directly attributable to the acquisition of a financial instrument are added to or deducted from the fair value of the financial instrument on initial recognition (other than financial instrument at fair value through profit and loss). Subsequent measurement of the financial instrument depends on the classification of the financial instrument. The changes to the accounting policies resulting from the adoption of this standard are:

#### **Financial Assets**

#### a) Loan and receivables

Prior to the adoption of FRS 139, loans and receivables were stated at cost less allowance for doubtful debts. Following the adoption of FRS 139, financial assets categorised as loans and receivables are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in the consolidated income statement when the loans and receivables are derecognised, impaired or through the amortisation process. The adoption of FRS 139 does not have significant impact on the income statement of the Group.

### b) Available-for-sale

Available-for-sale category comprises investment in equity and debt securities instruments that are not held for trading.

Under the FRS 139, available-for-sale financial asset is a) initially measured at fair value and subsequently with the unrealised gains or losses recognised directly in equity until the investment is derecognised or impaired or b) at cost if the unquoted equity instrument is not carried at fair value because its fair value cannot be reliably measured. The effect of the change in accounting policies have neen accounted prospectively in line with the additional provision under FRS 139, resulting in an adjustment to the Group's opening retained earnings as follows:

	At 1 April 2010 RM'000	Effect of adopting amendment to FRS 139 RM'000	At 1 April 2010 RM'000	1 1 1
Effects on retained earnings	97,452	8	97,460	

All financial assets, except for those measured at fair value through profit or loss, are subject to review for impairment.

#### **Financial liabilities**

## a) Borrowings

Prior to the adoption of FRS 139, borrowings were stated at the proceeds received less directly attributable transactions costs. Under FRS 139, borrowings are initially measured at fair value and subsequently at amortised cost using the effective interest rate method. Gains and losses are recognised in the consolidated income statement when the liabilities are derecognised or through the amortisation process. The adoption of FRS 139 does not have significant impact on the income statement of the Group.

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#### A2 Audit Qualification

The audit report of the preceding annual financial statements was not qualified.

## A3 Seasonal or Cyclical Factors

The Group's activities are not affected by any seasonal or cyclical factors.

## A4 Nature and Amount of Unusual Items

There were no items of an exceptional or unusual nature that have affected the assets, liabilities, equity, net income or cashflows of the Group during the current financial period.

## A5 Changes in estimates

There are no significant changes in estimates in the current financial period.

#### A6 Debt and Equity Securities

There were no other issuances, cancellations, repurchases, resale and repayment of debt and equity securities for the third quarter ended 31 December 2010.

#### A7 Dividend

There is no dividend paid for third quarter ended 31 December 2010.

### A8 Segmental information

Segmental information is presented in respect of the Group's business segments. Segment revenue and results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. The Group's reportable segment comprises the following:

- (i) Investment holdings & others
- (ii) Property development
- (iii) Property investment
- (iv) Mall operations
- (v) Car park operations

### The 9 months ended 31 December 2010

	Investment Holding RM'000	Property Development RM'000	Property Investment RM'000	Mall Operations RM'000	Carpark Operations RM'000	Eliminations RM'000	Total RM'000
Revenue							
External Sales	306	16,780	797	-	1,184	-	19,067
Intersegment Sales	8,207	-	-	-	-	(8,207)	-
Total Sales	8,513	16,780	797	-	1,184	(8,207)	19,067
Results Segment Results Unallocated Corporate Income Operating Profit Finance Cost Income Tax Profit after tax	(221)	1,933	110	-	585		2,407 - 2,407 (931) (774) 702

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## A8 Segmental information (cont'd)

#### The 9 months ended 31 December 2009

	Investment Holding RM'000	Property development RM'000	Property investment RM'000	Mall operations RM'000	Car park operations RM'000	Eliminations RM'000	Total RM'000
Revenue							
External Sales	283	82,045	796	-	-	-	83,124
Intersegment Sales	363	-	-	-	-	(363)	0
Total Sales	646	82,045	796	-	-	(363)	83,124
Results Segment Results Unallocated Corporate Income Operating Profit Finance Cost Income Tax Profit after tax	692	15,906	118	-	-	- - - -	16,716 - 16,716 (1,656) (4,705) 10,355

## A9 Valuation of Property, Plant and Equipment

There is no revaluation of property, plant and equipments brought forward from the previous audited financial statements as the Group does not adopt a revaluation policy on its property, plant and equipments.

# A10 Subsequent Events

Save as announced, there were no material events subsequent to the third quarter ended 31 December 2010 up to the date if this report, which is likely to substantially affect the results of the operations of the Group.

## A11 Effects of Changes in the Composition of the Group

There were no changes in the composition of the Group for the third quarter ended 31 December 2010.

## A12 Contingent Liabilities

Contingent liabilities of the Group as at the date of this report, are in respect of guarantees given to government bodies and service providers amounting to RM7,062,000.

## **A13 Capital Commitment**

The capital commitment as at the date of this announcement is as follows:

	RM'000
Approved and contracted for:	
Acquisition of freehold land	15,761

## **A14 Related Party Transactions**

There were no significant related party transactions as at the date of this announcement.

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## ADDITIONAL DISCLOSURE AS PER LISTING REQUIREMENTS, PARA 9.22

#### B1 Review of Performance of the Company and its Principal Subsidiaries

The Group recorded a turnover and pre-tax profit of RM19.067 million and RM1.5 million respectively for the period ended 31 December 2010. This represents a decrease of 77% and 90% in turnover and pre-tax profit respectively as compared to the preceding year corresponding period.

The decrease in turnover and pre-tax profit were mainly due to lower revenue recognised for development activities, the effect of adopting FRS 139 whereby the write back of quoted investments was adjusted in the statement of comprehensive income (the write back of quoted investments for preceding year corresponding period was adjusted in income statement).

## B2 Comment on Financial Results (Current quarter compared with the preceding quarter)

	Current	Preceding	Variance
	Quarter	Quarter	
	31/12/10	30/09/2010	
	RM'000	RM'000	RM'000
Profit before tax	992	1,539	(547)

The Group recorded a lower pre-tax profit of RM992K in the current quarter as compared to RM1.539 million in the preceding quarter. The lower pre-tax profit was mainly due to higher allowance for doubtful debts and lower profit from sale of quoted investment.

### **B3** Prospects

Some of the Group's development activities are still pending authorities approval. As such, we expect the Group's results for the remaining financial period to be moderate.

## **B4** Profit Forecast / Guarantee

There were no profit forecast or profit guarantee issued by the Group.

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#### **B5** Taxation

Taxation comprises:-	INDIVIDUA	AL QUARTER	CUMULATIVI	<b>CUMULATIVE QUARTER</b>		
	CURRENT	CURRENT PRECEDING		RECEDING		
	YEAR	YEAR	YEAR	YEAR		
	QUARTER :	ORRESPONDING	TODATE )R	RESPONDING		
		QUARTER		PERIOD		
	31/12/10	31/12/09	31/12/10	31/12/09		
	RM'000	RM'000	RM'000	RM'000		
Company Level						
- current taxation	-	-	-	-		
Subsidiary Companies						
<ul> <li>current taxation</li> </ul>	(938)	(1,317)	(1,942)	(4,715)		
- prior year	1,076	10	1,168	10		
	138	(1,307)	(774)	(4,705)		

The tax charge in the current quarter and current year to date arises from the investment and operating income of subsidiary companies.

The difference between the income tax expense at the statutory income tax rate and the income tax expense at the effective income tax rate of the Group is due to certain income not subject to tax, certain expenses not deductible for tax purposes, utilisation of previously unrecognised tax losses and deferred tax assets not recognised during the current quarter and current year todate.

3rd quarter ended

## B6 Profit/(Loss) on Sale of Unquoted Investments and/or Properties

Not applicable.

#### **B7** Quoted Securities

The particulars of quoted investments for the third quarter ended 31 December 2010 are as follows:.

31/12/2010
RM'000
12,409 -
(199)
<u>(791)</u> 11,419

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## **B8** Status of Corporate Proposals

The Company had announced on 19 May 2004, the Proposed Acquisition of 91.367 acres of freehold land held under H.S. (D) 28646, PT 4021, Mukim of Semenyih, District of Hulu Langat, State of Selangor by BH Builders Sdn. Bhd. ("BH Builders"), a wholly-owned subsidiary of the Company, from Vee Seng Development Sdn. Bhd. for a total cash consideration of RM17,511,765. The completion of the Proposed Acquisition is subject to the conditions precedent, which stated that amongst others, the withdrawal or removal of the Private Caveats from the said land within eighteen (18) months from the date of the Sale and Purchase Agreement or such time as may be extended by BH Builders at its absolute discretion. Extension were made on 18 November 2005, 1 November 2006, 8 October 2007, 10 October 2008 and 2 October 2009.

On 12 October 2010, the Company made further annoucement that the Company had exercised its discretion to extend the time period for the withdrawal or removal of the Private Caveats to 18 November 2011.

#### B9 Group Borrowings as at 31 December 2010 are as follows:

		As at 31/12/2010 RM'000
a)	Current	
	Secured:-	
	Less than 12 months	30,890
b)	Non-current	
	Secured:-	
	2 years term loan	42,000
	3 years private debt serurities	29,641
		71,641
Total Borrowings		102,531

Note: Included in the short term borrowings is a RM15.0 million 7 years Murabahah Tawarruq Facility which is renewal every three to six months.

## **B10 Off Balance Sheet Financial Instruments**

The Group does not have any financial instruments with off balance sheet risk as at the date of this announcement.

# **B11 Material Litigation**

The Directors are not aware of any material litigation that would adversely affect the operations and financial affairs of the Group as at the date of this announcement.

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## **B12 Proposed Dividend**

The Directors do not recommend any dividend for third quarter ended 31 December 2010.

# **B13 Earnings Per Share**

	INDIVIDUAL QUARTER		CUMULA	<b>CUMULATIVE QUARTER</b>	
	CURRENT	PRECEDING	CURREN <sup>*</sup>	T PRECEDING	
	YEAR	YEAR	YEAR	YEAR	
	QUARTER :ORRESPONDING		TODATE	RRESPONDING	
	QUARTER			PERIOD	
	31/12/10	31/12/09	31/12/10	31/12/09	
	RM'000	RM'000	RM'000	RM'000	
a) Basic earnings per share					
Net profit attributable to ordinary					
equity holders of the parent	1,130	1,550	705	5 10,361	
Weighted average no. of ordinary					
share in issue	975,315	975,315	975,315	975,315	
Basic earnings per share (sen)	0.12	0.16	0.07	1.06	

# b) Diluted earning per share

There is no dilutive event as at 31 December 2009/2010. Therefore, the diluted EPS is the same as basic EPS.

# B14 Realised and Unrealised Retained Profit/(Loss) Disclosure

	As at 31/12/2010 RM'000	As at 30/09/2010 RM'000
Total retained profits / (accumulated losses)		
- Unrealised accumulated losses	(27,543)	(27,543)
- Realised retained profits	33,494	30,439
	5,951	2,896
Add : Consolidation adjustments	92,223	94,148
Total group retained profits	98,174	97,044

Dated: 24 February 2011 Kuala Lumpur, Malaysia By order of the Board Chan Yoon Mun Secretary