A. EXPLANATORY NOTES

A1. Accounting Policies and Methods of Computation

The interim financial statements are prepared in compliance with FRS 134 "Interim Financial Reporting" and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the Group's annual financial statements for the year ended 30 April 2012.

These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of the Group since the financial year ended 30 April 2012.

The accounting policies and methods of computation adopted for the interim financial statements are consistent with those adopted in the financial statements for the year ended 30 April 2012, except for the adoption of new FRSs, Interpretation and Amendments to FRSs effective for annual financial periods beginning on or after 1 May 2012 as listed below:

FRS 7	Financial Instruments: Disclosures (Amendments relating to improving disclosures about financial instruments)[2]
FRS 7	Financial Instruments: Disclosures (Amendments relating to Disclosures – Transfers of Financial Assets)[1]
FRS 7	Financial Instruments: Disclosures (Amendments relating to Mandatory Effective Date of FRS 9 (IFRS 9 issued by IASB in November 2009 and October 2010 respectively) and Transition Disclosures)[2]
FRS 7	Financial Instruments: Disclosures (Amendments relating to Disclosures - Offsetting Financial Assets and Financial Liabilites)[3]
FRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009)[4]
FRS 9	Financial Instruments (IFRS 9 issued by IASB in October 2010)[4]
FRS 10	Consolidated Financial Statements[3]
FRS 11	Joint Arrangements[3]
FRS 12	Disclosures of Interests in Other Entities[3]
FRS 13	Fair Value Measurement[3]
FRS 101	Presentation of Financial Statements (Amendments relating to Presentation of Items of Other Comprehensive Income)[5]
FRS 112	Income Taxes (Amendments relating to Deferred Tax - Recovery of Underlying Assets)[1]
FRS 119	Employee Benefits (2011)[3]
FRS 124	Related Party Disclosures (Revised)[1]
FRS 127	Separate Financial Statements (2011)[3]
FRS 128	Investments in Associates and Joint Ventures (2011)[3]
FRS 132	Financial Instruments : Presentation (Amendments relating to Offsetting Financial Assets and Financial Liabilities)[6]

A1. Accounting Policies and Methods of Computation (cont'd)

IC Interpretation 14	FRS 119 - The limit on a Defined Benefit Asset, Minimum Funding Requirements and Their Interaction (Amendments relating to prepayments of a minimum funding requirement)[7]
IC Interpretation 19	Extinguishing Financial Liabilities with Equity Instruments[7]
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine[3]

[1] Effective for annual periods beginning on or after 1 January 2012
[2] Effective immediately on issuance date of 1 March 2012
[3] Effective for annual periods beginning on or after 1 January 2013
[4] Effective for annual periods beginning on or after 1 January 2015 instead of 1 January 2013 immediately upon the issuance of Amendments to FRS 9 (IFRS 9 issued by IASB on November 2009 and October 2010 respectively) and FRS 7 relating to "Mandatory Effective Date of FRS 9 and Transition Disclosures" on 1 March 2012
[5] Effective for annual periods beginning on or after 1 July 2012
[6] Effective for annual periods beginning on or after 1 January 2014
[7] Effective for annual periods beginning on or after 1 July 2011

The adoption of the above revised FRSs, amendments to FRSs and Interpretations does not have any material impact on the financial statements of the Group.

On 19 November 2011, the MASB issued a new MASB approved accounting framework, the MFRS Framework in conjunction with its planned convergence of FRSs with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board on 1 January 2012.

The MFRS Framework is a fully IFRS-compliant framework, equivalent to IFRSs which is mandatory for adoption by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception for Transitioning Entities. Transitioning Entities, being entities which are subject to application of MFRS 141 Agriculture and/or IC Interpretation 15 Agreements for Construction of Real Estate are given an option to defer adoption of the MFRS Framework for an additional one year. Transitioning Entities also include those entities that consolidate, equity account or proportionately consolidate an entity that has chosen to continue to apply the FRS Framework for annual periods beginning on or after 1 January 2012. Subsequently, on 30 June 2012, MASB extended the aforementioned transitional period for another one year. Thus, Transitioning Entities are given an additional option to continue to apply the FRS Framework for annual periods beginning on or after 1 January 2013. Consequently, the MFRS Framework will be mandatory for application for annual periods beginning on or after 1 January 2014.

Accordingly, the Group being Transitioning Entities, have availed themselves of this transitional arrangement and will continue to apply FRSs in their next set of financial statements. Therefore, the Group will be required to apply MFRS 1 First-time Adoption of Malaysian Financial Reporting Standard ("MFRS 1") in its financial statements for the financial year ending 30 April 2015, being the first set of financial statements prepared in accordance with the new MFRS Framework. Further, an explicit and unreserved statement of compliance with IFRSs will be made in these financial statements.

A2. Audit Qualification

There were no audit qualifications on the annual financial statements for the year ended 30 April 2012.

A3. Seasonality or Cyclicality of Operations

Our business operations are not significantly affected by seasonality or cyclicality of operations.

A4. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows for the current financial period to-date.

A5. Material Changes in Estimates of Amounts Reported

There were no changes in estimates of amounts reported in prior financial year which have material effect in the financial statements under review.

A6. Debt and Equity Securities

There were no issuance, cancellation, resale and repayment of debt and equity securities during the current financial period except for the following:-

i) Repurchase of shares

On 28 September 2011, the shareholders of the Company renewed their approval for the Company's plan to repurchase its own ordinary shares. For the current year-to-date ended 31 July 2012, the Company repurchased 6,561,700 of its issued ordinary shares from the open market at an overall average price of RM0.83 per share. These shares are being held as treasury shares in accordance with the requirement of Section 67A of the Companies Act, 1965.

ii) 5-year 2007/2012 warrants ("Warrants")

Pursuant to the adjustment made to the exercise price and number of outstanding Warrants, as a consequence of the subdivision of every one (1) Glomac shares into two (2) ordinary shares of RM0.50 each, a total of 62,009,946 new Warrants have been issued and credited to the holders of the Warrants whose names appear in Glomac's Record of Depositors for Warrants as at the 13 October 2011. As at 14 October 2011, a total of 124,019,892 Warrants were listed and quoted on the Main Market of Bursa Securities. In accordance with the Deed Poll dated 5 September 2007, the exercise price of the Warrants has been adjusted from RM1.10 per Warrants to RM0.55 per Warrants.

As at 31 July 2012, a total of 82,083,836 Warrants have been exercised.

A7. Dividends Paid

The first interim dividend of 2.75 sen per ordinary share, less 25% tax totaling RM13,834,540 in respect of previous financial year ended 30 April 2012 were paid on 20 June 2012.

Share capital comprise of ordinary shares only.

A8. Segmental Reporting

The segmental analysis for the financial period ended 31 July 2012 was as follows:

Analysis by Activity

	Property Development RM'000	Construction RM'000	Property Investment RM'000	Other Operations RM'000	Eliminations RM'000	Consolidated RM'000
REVENUE						
External	158,551	-	2,260	258	-	161,069
Inter-segment	-	23,614	174	3,058	(26,846)	-
Total revenue	158,551	23,614	2,434	3,316	(26,846)	161,069
RESULTS						
Segment results	34,768	102	(947)	(121)	339	34,141
Unallocated corporate expenses						(505)
Operating profit						33,636
Interest expenses						(1,382)
Interest income						1,907
Loss on disposal of non-current assets held for sales						(1,439)
Share of results of associates	1,034	-	111	-	-	1,145
Taxation						(10,071)
Profit for the period						23,796
ASSETS						
Segment assets	1,092,650	33,740	38,686	6,955	-	1,172,031
Investment in equity method of Associates	18,942	-	16,497	-	-	35,439
Unallocated corporate assets						232,313
Consolidated total assets						1,439,783

The financial information by geographical location was not presented as the Group's activities are primarily conducted in Malaysia.

A9. Valuations of Property, Plant and Equipment

Valuation of property, plant and equipment have been brought forward without amendment from the last audited annual financial statements.

A10. Material Events Subsequent to the End of Financial Period

There were no material events subsequent to the end of the financial period reported that have not been reflected in this financial statements.

A11. Changes in Composition of the Group

(i) On 7 June 2012, the Company acquired the entire issued and paid-up share capital of Magnitud Teknologi Sdn Bhd and Anugerah Armada Sdn Bhd, with both having authorized share capital of RM100,000 comprising of 100,000 ordinary shares of RM1.00 each, of which 2 ordinary shares are issued and fully paid up, for a cash consideration of RM2.00.

(ii) On 2 July 2012, Glomac Utama Sdn. Bhd. ("Glomac Utama"), a subsidiary of the Company has entered into a Share Sale and Purchase Agreement with Worldwide Holdings Berhad for the disposal of Glomac Utama's entire 49% equity interest comprising 2,450,000 ordinary shares held in Worldwide Glomac Development Sdn. Bhd., for a total consideration of RM4,959,784. The disposal was completed on 31 July 2012.

There were no other changes in the composition of the Group since the previous financial year ended 30 April 2012.

A12. Changes in Contingent Liabilities

There were no significant changes in contingent liabilities since the last audited balance sheet date as at 30 April 2012.

A13. Capital Commitments

The Group has the following capital commitments:

	31/7/12 **RM'000**
Approved and contracted for:-	
Purchase of land for development	60,139

B. ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

B1. Review of Group Performance

The Group recorded an increase in revenue by 26% mainly contributed by projects in Glomac Damansara, Bandar Saujana Utama, Saujana Rawang and Reflection Residences.

The Group's Profit Before Tax increased slightly by 5% compared to previous corresponding quarter contributed mainly from on-going projects in Glomac Damansara, Bandar Saujana Utama, Saujana Rawang.

B2. Comment on Material Change in the Profit Before Taxation for Current Quarter as Compared with Previous Quarter

The Group's Profit Before Tax ("PBT") decreased by 34% for the current quarter compared to previous quarter. This is mainly due to lower contribution from completed and tail end projects in Glomac Tower and Glomac Cyberjaya respectively.

B3. Prospects for the current Financial Year

Barring any unforeseen circumstances, the Directors are of the opinion that, based on the on-going development projects and the level of work targeted to be completed, the Group's performance for the financial year ending 30 April 2013 is expected to improve.

B4. Variance of Actual Profit from Forecast Profit

Not applicable.

B5. Taxation

The taxation charge for the current quarter and financial period to-date include the followings:

	Current Quarter/ Year To-date Ended 31/7/12 RM'000
Current taxation	6,676
Deferred taxation	3,395
	10,071

The Group's effective tax rate for the current financial period is higher than the statutory tax rate by the Inland Revenue Board mainly due to non-recognition of deferred tax asset on tax losses and utilisation of deferred tax assets.

B6. Profit on Sale of Unquoted Investments and/or Properties

There was no other sale of unquoted investment or properties.

B7. Purchase or Disposal of Quoted Securities

a) There was no purchase or disposal of quoted securities in the current financial period to-date.

b) There was no investment in quoted shares held as at end of the reporting period.

B8. Status of Corporate Proposals

i) Proposed acquisition of land by Kelana Kualiti Sdn Bhd from auction sale for 2 pieces of land with 99-year leasehold located at Mukim of Ijok, District of Kuala Selangor, State of Selangor for a total consideration of RM44,000,000.00

On 17 February 2012, Kelana Kualiti Sdn Bhd ("KKSB"), the wholly-owned subsidiary of the Company, has received the Memorandum from the Kuala Lumpur High Court confirming successful bidding of the auction sale for 2 pieces of land located at Mukim of Ijok, District of Kuala Selangor, Selangor for a total consideration of RM44,000,000.00. On the same day, first 10% deposit has been paid.

On 5 June 2012, KKSB has made full payment of the balance consideration amounted to RM39,600,000 representing 90% of the purchase consideration. On 10 July 2012, the proposed acquisition has been completed.

ii) Proposed acquisition of land by Magical Sterling Sdn Bhd from Lee Chin Cheng Dengkil Oil Palm Plantations Sdn Bhd for a parcel of land located at Mukim of Dengkil, Daerah Sepang, Negeri Selangor for a purchase consideration of RM66,821,040.

On 1 June 2012, Magical Sterling Sdn Bhd ("MSSB"), a wholly-owned subsidiary of Glomac Berhad, has entered into a Sale and Purchase Agreement ("SPA") with Lee Chin Cheng Dengkil Oil Palm Plantations Sdn Bhd ("LCCDOPP") for a parcel of agricultural land held under P.N. No. 4767, Lot No. 6984, Mukim of Dengkil, Daerah Sepang, Negeri Selangor and measuring in area approximately 77.5985 hectares (191.75 acres) for a purchase consideration of RM66,821,040.

Deposits of RM6,682,104 representing 10% of the purchase consideration has been paid upon execution of the SPA. The remaining consideration amounting to RM60,138,936 shall be payable to the Vendor's stakeholder within 30 days from the date of receipt by the Purchaser's solicitors of a certified true copy of the Estate Land Board Approval and documentary evidence from Vendor's solicitors on the withdrawal of caveats on the land.

There was no other corporate proposal announced but not completed.

b) Status of Utilisation of Proceeds Raised From Corporate Proposal
Not applicable.

B9. Group Borrowings and Debt Securities

The Group borrowings as at 31 July 2012 were as follows:-

	Due within 12 months RM'000	Due after 12 months RM'000	Total as at 31/7/12 RM'000	Total as at 30/4/12 RM'000
Secured				
Hire Purchase and Lease Borrowings	914	1,020	1,934	2,031
Bank Borrowings	25,524	278,907	304,431	265,650
	26,438	279,927	306,365	267,681
Unsecured				
Bank Borrowings	25,000	78,000	103,000	148,000
	51,438	357,927	409,365	415,681

There are no borrowings in foreign currency.

B10. Financial Instruments With Off Balance Sheet Risk

There were no financial instruments with off balance sheet risk for the financial period ended 31 July 2012.

B11. Material Litigation

A wholly owned subsidiary, Glomac Alliance Sdn Bhd ("GASB") had been served with Writ of Summons and Statement of Claims ("the Claim") dated 21 March 2011 filed by both Score Option Sdn Bhd ("SOSB") and Austral Development Sdn Bhd ("ADSB") ("the Plaintiffs") against the Receivers and Managers ("R & M") as the 1st and 2nd defendants, Malayan Banking Berhad ("MBB") as the 3rd defendant and GASB as the 4th defendant. The Claim against GASB is inter alia the following:-

1. A declaration that the Sales & Purchase Agreement ("SPA") dated 24 January 2011 entered into between GASB and SOSB is null and void;
2. A declaration that the approval given to GASB to complete the 79 units (the development of 2½ storey houses) is null and void; and
3. Injunction order against GASB to enter the Land.

There is no pleaded claim for monetary or damages against GASB in this suit, only for an injunction to restrain the completion of the SPA entered into by GASB with SOSB for the purchase of the Land from SOSB acting through the R & M. On 21 March 2011, SOSB and ADSB filed a suit against the R & M, MBB and GASB. On 22 March 2011, SOSB filed summon in chambers for injunction application. On 13 July 2011, the court fixed for decision in which the injunction application was dismissed with costs to be paid by the directors of SOSB and R & M striking out application was allowed with costs.

On 11 August 2011, SOSB and ADSB filed notice of appeal to the Court of Appeal but were dismissed on 21 March 2012 with an order against the directors of SOSB & ADSB to pay the costs to each of the respondents.

B11. Material Litigation (cont'd)

On 18 April 2012, one of the directors of SOSB made an application by filing Notice of Motion for leave of appeal to the Federal Court. The court has fixed the matter for further case management on 10 October 2012 for the application for leave to appeal to the Federal Court. The application is currently pending grounds of decision from Court of Appeal.

Pending the decision on application for leave to appeal to Federal Court, GASB has not recognised any profits accruing from or fair value enhancement to the Land.

There is no other material litigation which will adversely affect the position or business of the Group.

B12. Dividend

The Board has on 26 June 2012, proposed a second and final dividend of 2.75 sen per ordinary share less tax at 25% in respect of financial year ended 30 April 2012, subject to shareholders' approval in the forthcoming Annual General Meeting.

B13. Earnings Per Share

a) Basic Earnings Per Share

The basic earnings per share is calculated by dividing the net profits for the period and the weighted average number of ordinary shares in issue during the period.

Description	**Current quarter ended 31/7/12**	Preceding year corresponding quarter ended 31/7/11	**Current year to date ended 31/7/12**	Preceding year corresponding period ended 31/7/11
Profit attributable to equity holders of the Company (RM'000)	**20,996**	17,871	**20,996**	17,871
Weighted average number of ordinary shares in issue ('000)	**564,120**	*586,272	**564,120**	*586,272
Basic earning per share (sen)	**3.72**	*3.05	**3.72**	*3.05

b) Diluted Earnings Per Share

The diluted earnings per share for the current financial period ended 31 July 2012 has been calculated by dividing the Group's net profit for the period by the weighted average number of shares that would have been issued upon full exercise of the remaining option under the Warrants, adjusted for the number of such shares that would have been issued at fair value, calculated as below.

B13. Earnings Per Share (cont'd)

Description	Current quarter ended 31/7/12	Preceding year corresponding quarter ended 31/7/11	Current year to date ended 31/7/12	Preceding year correspondin g period ended 31/7/11
Profit attributable to equity holders of the Company (RM'000)	**20,996**	17,871	**20,996**	17,871
Weighted average number of ordinary shares as per basic EPS	**564,120**	*586,272	**564,120**	*586,272
Effect of shares option ('000)	**16,365**	*51,659	**16,365**	*51,659
Weighted average number of ordinary shares (diluted)	**580,485**	*637,931	**580,485**	*637,931
Diluted earning per share (sen)	**3.62**	*2.80	**3.62**	*2.80

* In accordance with FRS 133 Earnings Per Share, the comparatives have been restated to account for the effects of the share split.

B14. Provision of Financial Assistance

a) There has been no additional financial assistance provided pursuant to Paragraph 8.23 of the Main Market Listing Requirement during the current quarter.

b) The aggregate amount of financial assistance provided during the current quarter was as follows:-

Type of Financial Assistance	Limit of Amount RM' million
Corporate Guarantee for Credit Facilities	4.4
Corporate Guarantee for Equipment Leasing Facilities	2.0

	RM' million
Profit Guarantee	4.2

As at 31 July 2012, RM1.8 million was remained outstanding in respect of the above guarantees.

There was no financial impact on the Group arising from the financial assistance provided.

B15. Realised and Unrealised Profits

On 25 March 2010, Bursa Malaysia Securities Berhad ("Bursa Securities") issued a directive to all listed issuers pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements. The directive requires all listed issuers to disclose the breakdown of the retained earnings or accumulated losses as at the end of the reporting period, into realised and unrealised profits or losses.

On 20 December 2010, Bursa Securities further issued guidance on the disclosure and the format required.

The breakdown of retained profits of the Group as at the reporting date, into realised and unrealised profits, pursuant to the directive, is as follows:

	31/7/12 RM '000	**30/4/12 RM '000**
Total retained profits of the Company and its subsidiaries:		
- Realised	391,399	367,035
- Unrealised	11,236	14,632
	402,635	381,667
Total share of retained profits from associated companies:		
- Realised	16,564	11,765
	419,199	393,432
Less: Consolidation adjustments	(73,036)	(68,265)
Total Group retained profits as per consolidated accounts	346,163	325,167

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements as* issued by the Malaysian Institute of Accountants on 20 December 2010. A charged or a credit to the profit or loss of a legal entity is deemed realised when it is resulted from the consumption of resources of all types and form, regardless of whether it is consumed in the ordinary course of business or otherwise. A resource may be consumed through sale or use. Where a credit or a charge to the profit or loss upon initial recognition or subsequent measurement of an asset or a liability is not attributed to consumption of resource, such credit or charge should not be deemed as realised until the consumption of resource could be demonstrated.

The disclosure of realised and unrealised profits above is solely for complying with the disclosure requirements stipulated in the directive of Bursa Securities and should not be applied for any other purposes.