(Company No: 172003-W) (Incorporated in Malaysia)



Notes to the Interim Report For The Financial Period Ended 31 March 2011

(The figures have not been audited)

EXPLANATORY NOTES

1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with Financial Reporting Standard ("FRS") 134 - Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. The report should be read in conjunction with the annual audited financial statements of the Group for the year ended 30 June 2010.

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 30 June 2010, except for the adoption of the following new Financial Reporting Standards (FRSs), Amendments to FRSs, IC Interpretations and Technical Release with effect from 1 January 2010/1 March 2010 and 1 July 2010.

On 1 July 2010, the Group adopted the new or amended FRS and IC Interpretations that are mandatory for application on 1 January 2010/1 March 2010 and 1 July 2010. This includes the following FRSs and IC Interpretations:

FRS 7	Financial Instruments: Disclosures
FRS 101	Presentation of Financial Statements
FRS 123	Borrowing Costs
FRS 127	Consolidated and Separate Financial Statements
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 3	Business Combinations
Amendments to FRS 5	Non-Current Assets Held for Sale and Discontinued Operations
Amendments to FRS 7	Financial Instruments: Disclosures
Amendments to FRS 8	Operating Segments
Amendments to FRS 101	Presentation of Financial Statements
Amendments to FRS 108	Accounting Policies, Changes in Accounting Estimates and Errors
Amendments to FRS 117	Leases
Amendments to FRS 119	Employee Benefits
Amendment to FRS 120	Accounting for Government Grants and Disclosure of Government Assistance
Amendments to FRS 123	Borrowing Costs
Amendments to FRS 127	Consolidated and Separate Financial Statements: Cost of Investment in a Subsidiary, Jointly Controlled
	Entity or Associate
Amendments to FRS 128	Investments in Associates
Amendment to FRS 129	Financial Reporting in Hyperinflationary Economies
Amendments to FRS 131	Interests in Joint Ventures
Amendment to FRS 132 Amendments to FRS 134	Financial Instruments: Presentation
	Interim Financial Reporting
Amendments to FRS 138	Intangible Assets
Amendments to FRS 139	Financial Instruments: Recognition and Measurement
Amendments to FRS 140	Investment Properties
IC Interpretation 9	Reassessment of Embedded Derivatives
IC Interpretation 10	Interim Financial Reporting and Impairment
IC Interpretation 11	FRS 2 Group and Treasury Share Transactions
IC Interpretation 12	Service Concession Arrangements
IC Interpretation 13	Customer Loyalty Programmes
IC Interpretation 14	FRS 119 The Limit on a Defined Benefit Asset, Minimum Funding Requirements and
13 + 3 (19 + 10 + 10 + 10 + 10 + 10 + 10 + 10 +	their interaction
IC Interpretation 16	Hedges of a Net Investment in a Foreign Operation

The adoption of the above FRSs did not result in substantial changes to the Company and the Group's accounting policies except as follows:

Distibutions of Non-Cash Assets to Owners

FRS 8: Operating Segments

IC Interpretation 17 Improvements to FRSs (2009)

FRS 8 requires 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 the internal reporting to the chief operating decision maker, who makes decisions on the allocation of resources and assesses the performance of the reportable segments.

The Group concluded that the reportable operating segments determined in accordance with FRS 8 are the same as the business segments previously identified, there will be no impact on the financial position or results of the Group.

1

(Company No: 172003-W) (Incorporated in Malaysia)



FRS 101: Presentation of Financial Statements

FRS 101 requires an entity to present, in a statement of changes in equity, all owner changes in equity. All non-owner changes in equity (i.e. comprehensive income) are required to be presented in one statement of comprehensive income or in two statements (a separate income statement and a statement of comprehensive income). Components of comprehensive income are not permitted to be presented in the statement of changes in equity. In addition, a statement of financial position is required at the beginning of the earliest comparative period following a change in accounting policy, the correction of an error or the reclassification of items in the financial statements. FRS 101 does not have any impact on the Group's financial position or results.

FRS 117: Leases

Prior to the adoption of the Amendments to FRS 117, leasehold lands were treated as operating leases. The considerations paid were classified and presented as prepaid lease payments on the statement of financial position.

Upon adoption of the Amendments to FRS 117, the classification of a leasehold land as a finance lease or operating lease is based on the extent to which risks and rewards incident to ownership lie.

The Group has determined that all leasehold lands of the Group are in substances as finance lease and has reclassified its leasehold land from prepaid lease payments to property, plant and equipment.

The effects of the reclassification on the consolidated statement of financial position as at 30 June 2010 are as follows:-

	As previously reported	Effects on adoption of FRS 117	As restated
	RM'000	RM'000	RM'000
Property, plant and equipment	48,640	3,019	51,659
Prepaid lease payment	3,019	(3,019)	-
	51,659		51,659

FRS 139: Financial Instruments: Recognition and Measurement

FRS 139 establishes principles for recognising and measuring financial assets, financial liabilities and some contracts to buy and sell non-financial items.

- 1) Financial Assets
- (a) Classification

The Group classifies its investments in financial assets in the following categories: financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, and available-for-sale financial assets, where applicable. The classification depends on the purpose for which the assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date, with the exception that the designation of financial assets at fair value through profit or loss is not revocable.

i) Financial assets at fair value through profit or loss

This category has two sub-categories: financial assets held for trading, and those designated at fair value through profit and loss at inception. A financial asset is classified in this category if acquired principally for the purpose of selling in the near term or if designated by management. Derivatives are also categorised as held for trading unless they are designated as hedges. Assets in this category are classified as current assets if they are either held for trading or are expected to be realised within 12 months after the reporting period. As at 31 March 2011, the Group has no financial assets at fair value through profit or loss.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivable. They are included in current assets, except those maturing more than 12 months after the reporting period. These are classified as non-current assets. Loans and receivables are included in trade and other receivables on the statement of financial position.

iii) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Group's management has the positive intention and ability to hold to maturity. As at 31 March 2011, the Group has no held-to-maturity investments.

iv) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose off the assets within 12 months after the reporting period. As at 31 March 2011, the Group has no available for sale financial assets.

(Company No: 172003-W) (Incorporated in Malaysia)



2) Financial Liabilities

Financial liabilities are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group's and the Company's financial liabilities include borrrowings and payables, and are carried at amortised cost

(a) Financial Guarantee Contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

The Company has provided various financial guarantees to banks or financial institutions for the guarantee of credit facilities granted to its subsidiaries.

The Company also monitors the performance of its subsidiaries closely to ensure they meet all their financial obligations on time. In view of the minimal risk of default, the Company has derecognised the guarantee as financial liability.

(b) Inter-Company Advances or Loans

Prior to 1 January 2010, the loans or advances granted from the Company to its subsidiaries were at interest free and were recorded at cost.

Upon adoption of FRS 139, the advances and loans are classified as Loans and Receivables. As the loan is interest free and only payable at demand, the difference between the fair value and amortised cost of the loan or advance is derecognised.

FRSs, Amendments to FRSs, IC Interpretations and Technical Releases issues but not yet effective

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

FRSs/IC Interpretations	Descriptions	Effective for annual period beginning on or after
Amendments to FRS 1	Limited exemption from Comparative FRS 7 Disclosures for First-time Adopters (Amendment to FRS 1)	1 January 2011
Amendments to FRS 1	Additional Exemptions for First-time Adopters (Amendments to FRS 1)	1 January 2011
Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions (Amendments to FRS 2)	1 January 2011
Amendments to FRS 7	Improving Disclosures about Financial Instruments (Amendments to FRS 7)	1 January 2011
IC Interpretation 4	Determining whether an Arrangement Contains a Lease	1 January 2011
IC Interpretation 18	Transfer of Assets from Customers	1 January 2011
Amendments to IC Interpretation 13	Customer Loyalty Programmes	1 January 2011
Amendments to IC Interpretation 14	Prepayments of a Minimum Funding Requirement	1 January 2011
Improvement to FRSs (2010)		1 January 2011

2. Status of Audit Qualifications

The audited financial statements of the Group for the year ended 30 June 2010 was not subject to any audit qualification.

3. Seasonal or Cyclical Factors

The business operations of the Group during the financial period under review have not been materially affected by any seasonal or cyclical factors.

4. Unusual Items

There was no unusual item affecting assets, liabilities, equity, net income and cash flows during the financial quarter under review.

5. Material changes in past estimates and their effect on the current interim period.

There was no material effect on the current interim period from estimates of amounts reported in prior interim periods of the current financial year or prior financial years.

(Company No : 172003-W) (Incorporated in Malaysia)



6. Issuances or Repayments of Debts and Equity Securities

There was no issuance, cancellation, repurchases, resale and repayment of debts and equity securities in the financial quarter under review except for:

Share Buy-back

As to-date of this report, the Company had bought back a total of 4,999,600 shares from the open market at an average purchase price of RM0.49 per share. The total consideration paid for the share buy-back, inclusive of transaction costs amounted to RM2,472,158 The shares bought back are held as treasury shares in accordance with Section 67A of the Companies Act, 1965.

7. Dividend

The Board does not recommend any interim dividend for the financial quarter under review.

8. Segment Information

	Property development and management activities RM'000	Construction and related activities RM'000	Hotel RM'000	Others RM'000	Elimination RM'000	Total RM'000
9 Months Ended 31.03.2011						
Revenue	CD 400					
External revenue Inter-segment revenue	68,488	4,724	7,137		(21.595)	80,349
Total	68,488	31,585 36,309	7,137	.	(31,585)	80,349
Total	08,488	30,309	7,137		(31,363)	80,349
Adjusted EBITDA	11,748	2,077	1,681	(7)		15,499
	Property development and management activities RM'000	Construction and related activities RM'000	Hotel RM'000	Others RM'000	Elimination RM'000	Total RM'000
9 Months Ended 31.03.2010	×					
Revenue External revenue Inter-segment revenue	50,777	3,447 17,860	7,664		- (17,860)	61,888
Total	50,777	21,307	7,664		(17,860)	61,888
Adjusted EBITDA	6,060	473	1,913	12		8,458
Total segment assets	Property development and management activities RM'000	Construction and related activities RM'000	Hotel RM'000	Others RM'000	Elimination RM'000	Total RM'000
SCHOOL STATE OF THE STATE OF TH	36436330639090	0.000.0000.0000	\$24 x Magan 30 Astr 1	100000	492 CON 1900 THAN 1-2000	pro-terment commen
31.03.2011	639,890	195,853	35,636	387	(310,016)	561,750
31.03.2010	558,919	163,934	34,104	804	(274,220)	483,541
Total segment liabilities	Property development and management activities RM'000	Construction and related activities RM'000	Hotel RM'000	Others RM'000	Elimination RM'000	Total RM'000
31.03.2011	334,826	190,161	15,845	1	(310,016)	230,817
31.03.2010	283,330	135,694	16,180	767	(274,220)	161,751
		200 T. B.T. T. C.			\ \/	

(Company No : 172003-W) (Incorporated in Malaysia)



A reconciliation of total adjusted EBITDA

A reconciliation of total adjusted EBTTDA	31.03.2011 RM'000	31.03.2010 RM'000
Adjusted EBITDA	15,499	8,458
Finance income	128	81
Finance cost	(5,950)	(4,605)
Tax	(2,172)	(518)
Depreciation	(1,502)	(1,359)
Amortisation		(27)
Net profit for the financial period	6,003	2,030
Reportable segments assets are reconciled to total assets as follows:	31.03.2011 RM'000	31.03.2010 RM'000
Total segment assets	559,222	480,297
Tax recoverable	2,528	3,244
Consolidated total assets (as per Statement of Financial Position)	561,750	483,541
Reportable segments liabilities are reconciled to total liabilities as follows:	31,03,2011 RM'000	31.03.2010 RM'000
Total segment liabilities	230,817	161,751
Consolidated total liabilities (as per Statement of Financial Position)	230,817	161,751

9. Carrying Amount of Revalued Assets

Property, plant and equipment, which are stated at revalued amounts, have been brought forward without amendments from the previous annual financial statements.

(Company No: 172003-W) (Incorporated in Malaysia)



10. Material events not reflected in interim period.

On 26 October 2010, the Group entered into a Memorandum of Understanding ("MOU") with Global Earnest Sdn Bhd ("Global") whereby Global has agreed to set-off/contra amounts owing by Global, Wawasan Perumahan (Johor) Sdn Bhd and Marvel Plus Development Sdn Bhd to the BCB Group of companies for construction and project management works undertaken and completed amounting to an amount then totaling RM47,996,169 ("Contract Sum").

The settlement of the Contract Sum by the Group shall be by way of disposing unsold units of a double storey shopping complex known as "U-Mall" located at No. 45, Jalan Pulai 20, Taman Pulai Utama, 81300, Johor Bahru, Johor Darul Ta'zim, subject to a formal agreement to be finalised. Subsequent to the signing of the MOU, several variations had been made to the mode of settlement to the Contract Sum owing to the Group.

On 18 April 2011, the Group entered into an agreement with Global for the Proposed Debt Settlement ("Agreement"). The Agreement involves the

The Agreement is mainly conditional upon Global undertaking and completing a par value reduction exercise which would entail the following:

- to reduce the par value of the existing ordinary shares of Global of RM1.00 each to RM0.50 each. The reduction in the par value would
 give rise to a credit of RM6,250,000 which will then be used to reduce the accumulated losses of Global as at 31 December 2010;
- (ii) to complete the par value reduction exercise within one hundred and twenty (120) days from the date of the Agreement.

Upon receipt of the Cash Payment and the allotment of the Consideration Shares from Global to the Group:

- (a) The Group will emerge with majority equity ownership in Global (86.19%) and the current shareholders of Global will hold 13.81%. Hence, Global will become a subsidiary of the Group.
- (b) The Consideration Shares and Cash Payment shall amount to full and final settlement of the Debt.

The Proposed Debt Settlement would benefit the Group as it will:

- enable the Group to fully recover the amount owing by Global;
- result in the Group having approximately 86.19% equity interest in another property development company which has two main assets as detailed below;
 - (a) 280 unsold completed shop lots and one hypermarket lot located in a double storey shopping complex, with a total gross floor area measuring approximately 145,608 square feet, known as U-Mall located at No. 45, Jalan Pulai 20, Taman Pulai Utama, 81300, Johor Bahru, Johor Darul Ta'zim ("U-Mall"), of which approximately 85% are currently tenanted. As at 31 December 2010, the net book value of U-Mall is approximately RM28 million whereas the indicative market value as provided by Henry Butcher Malaysia (Johor) Sdn Bhd is approximately RM45 million - RM50 million; and
 - (b) vacant development land cumulatively measuring approximately 21.8 acres located in Taman Pulai Utama, 81300, Johor Bahru, Johor Darul Ta'zim with a net book value of approximately RM22 million as at 31 December 2010
- (iii) enable the Group to increase its land bank for future development and further expand the business of the Group moving forward;
- (iv) pending the sale of the unsold shop lots of the U-Mall at the opportune time, the Group would be able to derive rental income (as at 31 December 2010, it is approximately RM2.52 million per annum) from the tenanted lots immediately and potential rental income for the remaining currently untenanted shop lots; and
- (v) further increase the property management revenue stream to the Group as Global has the property management rights of the U-Mall

In summary, the Proposed Debt Settlement would enable Group to fully recover the Debt, but more importantly, the assets of Global fit into the core business of the Group and are expected to further enhance the Group's future earnings which in turn are expected to contribute positively to the future financial performance of the Group.

As at the date of this Announcement, the Group is still in the midst of discussions with Marvel Plus Development Sdn Bhd and Wawasan Perumahan (Johor) Sdn Bhd as to the terms of their debt settlement and will make an announcement in due course when negotiations are finalised.

(Company No: 172003-W) (Incorporated in Malaysia)



11. Changes in the Composition of the Group

There was no change in the composition of the Group during the financial quarter under review.

12. Contingent Liabilities

There were no significant changes in contingent liabilities in respect of the Group since the last annual Statement of Financial Position date.

13. Capital Commitments

On March 11, 2011, the Group entered into a sale and purchase agreement (SPA) with TPPT Sdn Bhd ("the vendor") to purchase 151 acres of leasehold land adjoining Kota Kemuning township and held under H.S(D) 69603 and H.S(D) 69604 respectively in the Mukim and District of Klang, Selangor Darul Ehsan, for a total consideration of RM108,000,000. A sum of RM10,800,000 being 10% of the purchase consideration was paid to the vendor on March 11, 2011.

Details of the capital commitment are as follows:

	KM 000
- 151 acres leasehold land adjoining Kota Kemuning, Selangor	108,000
- Less: 10% of purchase consideration paid	(10,800)
- Contribution fees to Majlis Bandaraya Shah Alam for outstanding infrastructure development cost	5,000
Total capital commitments	102,200

14. Recurrent Related Party Transactions

a) Nature of relationships of BCB Group with the interested related parties

- (i) Dato' Tan Seng Leong is a director of BCB Berhad and all its subsidiary companies. He is a major shareholder of BCB Berhad. He is deemed interested by virtue of his relationship with his spouse and his children namely Datin Lim Sui Yong, Tan Vin Sern and Tan Lindy, as they are the directors of Marvel Plus Development Sdn Bhd ("MPDSB"), whilst Datin Lim Sui Yong and Tan Vin Sern are also the major shareholders of MPDSB. Dato' Tan Seng Leong is also a director of Ju-Ichi Enterprise Sdn Bhd ("JIESB").
- (ii) Tan Vin Sern is a director of BCB Berhad and all its subsidiary companies. He is the son of Dato' Tan Seng Leong and brother of Tan Lindy. He is also a director of MPDSB and JIESB.
- (iii) Tan Lindy is a Director of BCB Berhad and all its subsidiary companies. She is the daughter of Dato' Tan Seng Leong and the sister of Tan Vin Sern. She is also a director of MPDSB and JIESB.
- (iv) Tan Lay Hiang is a Director of BCB Berhad and certain of its subsidiary companies. She is the sister-in-law to Datin Lim Sui Yong.
- (v) Tan Lay Kim is a Director of BCB Berhad and certain of its subsidiary companies. She is the sister-in-law to Datin Lim Sui Yong.
- (vi) Chang Shao-Yu is a Director of Marvel Plus. He is the spouse of Tan Lindy and son-in-law of Dato' Tan Seng Leong and Datin Lim Sui Yong.
- (vii Tan Vin Shyan is a Director of Ju-Ichi. He is the son of Dato' Tan Seng Leong and Datin Lim Sui Yong and brother of Tan Lindy and Tan Vin Sern

b) The related party transactions between BCB Group and the interested related parties are as follows:

	Quarterly Period Ended 31.03.2011 RM'000	Quarterly Period Ended 31.03.2010 RM'000
Marvel Plus Development Sdn Bhd		
BCB Construction Sdn Bhd	775	(233)
- Building construction services		
BCB Management Sdn Bhd	9	(182)
- Project management services and sales & marketing services		
BCB Road Builder Sdn Bhd		151
- Road construction services		
Ju-Ichi Enterprise Sdn Bhd		
BCB Berhad		
- Rental of office space	82	21

(Company No: 172003-W) (Incorporated in Malaysia)



ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF BMSB LISTING REQUIREMENTS

1. Review of Performance

The Group revenue increased by 49.43% for the third quarter of 2011 as compared to the same quarter of 2010. The Group recorded a profit before tax of RM3.17 million in the current quarter as compared to a profit before tax of RM0.37 million in the curresponding third quarter of 2010.

Higher revenue for the current quarter as compared to the corresponding quarter last year was due to higher sales for the Group's property development projects.

The higher profit before tax of RM3.17 million recorded in current quarter as compared to a profit before tax of RM0.37 million recorded in the preceding year corresponding quarter was mainly due to higher sales and lower overheads resulting from cost-cutting measures put in place one year ago.

2. Comparisons with the Preceding Quarter's Results

The Group revenue increase from RM23.40 million in the preceeding quarter to RM34.97 million in the current quarter. Current quarter performance resulted in a profit before tax of RM3.17 million as compared to profit before tax of RM1.58 million in the preceeding quarter.

The higher profit before tax of RM3.17 million in the current quarter versus the previous quarter's profit before tax of RM1.58 million was mainly due to higher sales for the current quarter.

3. Prospects for the Financial Year

The Board is optimistic of the Group's performance for the financial year in view of improving market conditions as well as response for its property development projects.

4. Variance on Profit Forecast

The Group did not issue any profit forecast or profit guarantee.

5. Taxation

Taxation consists of the followings:

	Quarter Current year	Quarter Preceding year corresponding	Cumulative Current year to-date	Cumulative Preceding year corresponding
	RM'000	RM'000	RM'000	RM'000
Income tax				
- current financial period	749	(178)	2,172	518
- prior year	2	•	**************************************	3
Deferred taxation				
- current financial period				2
- prior year	250		-	
	749	(178)	2,172	518

6. Profit / (loss) on sale of unquoted investments and / or properties.

There was no disposal of unquoted investment or property during the financial quarter under review other than in the ordinary course of the Group's business.

7. Quoted Securities

There were no purchase and disposal of quoted securities for the financial quarter under review.

8. Status of Corporate Proposal

There were no corporate proposals for the financial quarter under review.

(Company No : 172003-W) (Incorporated in Malaysia)



As At End of

9. Dividend

The Board of Directors has not recommended any interim dividend for the current quarter or financial period to-date.

10. Group Borrowings

The tenure of Group borrowings classified as short and long term categories are as follows:-

Short term borrowings	RM'000
- Secured	110,594
- Unsecured	
	110,594
Long-term borrowings	
- Secured	83,979
- Unsecured	
	83,979
Total	194.573

11. Financial instruments with off balance sheet risk.

There was no off balance sheet financial instrument during the financial quarter under review.

12. Material litigation

There were no changes in material litigation, including the status of pending material litigation since the last financial quarter.

13. Earnings per share

		Individual Current year quarter	Individual Preceding year corresponding quarter	Cumulative Current year to-date	Cumulative Preceding year corresponding
a)	Basic earnings per share	RM'000	RM'000	RM'000	RM'000
	Net profit for the period	2,423	550	6,003	2,030
	Weighted average number of ordinary shares in issue	201,282	201,858	201,275	201,858
	Basic earnings/(loss) per share (sen)	1.20	0.27	2.98	1.01
b)	Diluted earnings per share				
	Diluted earnings per share (sen)	N/A	N/A	N/A	N/A

14. Realised and Unrealised Profits

	Quarter
	31/03/2011 RM'000
Total retained earnings/ (accumulated losses) of BCB Berhad	
and its subsidiaries:	
- Realised	119,808
-Unrealised	2,883
	122,691
Total share of retained profits/ (accumulated losses)	
from associated companies:	
- Realised	127
-Unrealised	8
Total share of retained profits/ (accumulated losses)	-
from jointly controlled entities:	
- Realised	
-Unrealised	
	4-11-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-
Less: Consolidation Adjustments	(2,304)
Total group retained profits/ (accumulated losses) as per consolidated accounts	120,387