

JMR CONGLOMERATION BHD. (592280-W)
(Incorporated in Malaysia)

**QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FOURTH QUARTER ENDED MARCH 31, 2011**

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

ASSETS	As At March 31, 2011 (Unaudited) RM'000	As At March 31, 2010 (Audited) RM'000 Restated
Non-current assets		
Property, plant and equipment	16,079	15,221
Investment properties	21,051	21,161
Prepaid lease payments on leasehold land	1,841	1,885
Land held for property development	22,991	28,206
Goodwill	3,715	3,715
Investment in associates	1,591	1,577
Available-for-sale investments	78	73
Trade and other receivables	4,101	-
Total non-current assets	71,447	71,838
Current assets		
Inventories	2,126	3,501
Property development costs	6,083	-
Trade and other receivables	5,880	13,744
Current tax assets	620	884
Other assets	1,629	1,035
Short-term deposits with licensed banks	4,762	5,527
Cash and bank balances	7,806	6,462
Total current assets	28,906	31,153
Total assets	100,353	102,991
EQUITY AND LIABILITIES		
Share capital	126,784	126,784
Reserves	5	-
Accumulated losses	(37,151)	(37,064)
Equity attributable to equity holders of the Company	89,638	89,720
Non-controlling interest	74	881
Total equity	89,712	90,601
Non-current liabilities		
Other payables	9	-
Deferred tax liabilities	894	1,004
Total non-current liabilities	903	1,004
Current liabilities		
Trade and other payables	8,283	9,128
Borrowings	1,221	2,184
Current tax liabilities	234	74
Total current liabilities	9,738	11,386
Total liabilities	10,641	12,390
Total equity and liabilities	100,353	102,991
Net Assets per Share (RM)	0.71	0.71

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended March 31, 2010 and the accompanying explanatory notes attached to the interim financial statements.

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(Incorporated in Malaysia)

**QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FOURTH QUARTER ENDED MARCH 31, 2011**

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Individual Quarter		Cumulative Quarters	
	3 months ended March 31, 2011 (Unaudited) RM'000	3 months ended March 31, 2010 (Unaudited) RM'000	12 months ended March 31, 2011 (Unaudited) RM'000	12 months ended March 31, 2010 (Audited) RM'000
Revenue	6,249	6,010	25,013	27,023
Cost of sales	(4,534)	(4,843)	(18,023)	(21,387)
Gross profit	1,715	1,167	6,990	5,636
Investment revenue	314	42	465	193
Other income	17	21	100	76
Other gains and losses	(672)	(14,941)	(161)	(13,880)
Distribution costs	(22)	(35)	(79)	(158)
Administrative expenses	(1,766)	(1,531)	(5,336)	(5,498)
Share of profit of associates	3	65	14	33
Finance costs	(10)	(21)	(55)	(165)
Other expenses	-	-	(6)	(20)
(Loss)/ profit before taxation	(421)	(15,233)	1,932	(13,783)
Tax (expense)/ income	(54)	196	(1,134)	(789)
(Loss)/ profit for the period	(475)	(15,037)	798	(14,572)
Other comprehensive income:				
Available-for-sale investments' fair value movement	1	-	5	-
Total comprehensive (expense)/ income for the period	(474)	(15,037)	803	(14,572)
(Loss)/ profit attributable to:				
Equity holders of the Company	(474)	(15,036)	800	(14,571)
Non-controlling interest	(1)	(1)	(2)	(1)
	(475)	(15,037)	798	(14,572)
Total comprehensive (expense)/ income attributable to:				
Equity holders of the Company	(473)	(15,036)	805	(14,571)
Non-controlling interest	(1)	(1)	(2)	(1)
	(474)	(15,037)	803	(14,572)
(Loss)/ earnings per share (sen)				
Basic (loss)/ earnings per ordinary share	(0.37)	(11.86)	0.63	(11.49)
Fully diluted earnings per ordinary share	N/A	N/A	N/A	N/A

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended March 31, 2010 and the accompanying explanatory notes attached to the interim financial statements.

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**QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FOURTH QUARTER ENDED MARCH 31, 2011**

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share Capital RM'000	<u>Non- Distributable</u> Available- for-sale Reserve RM'000	Accumulated Losses RM'000	Total RM'000	Non- Controlling Interest RM'000	Total Equity RM'000
Balance as of April 1, 2009	126,784	-	(26,656)	100,128	-	100,128
Non-controlling interest arising from acquisition of a subsidiary	-	-	-	-	882	882
Net income recognised directly in equity:						
Compensation received in respect of shortfall in profit guarantee (Note B4)	-	-	4,163	4,163	-	4,163
Total comprehensive expense for the period	<u>-</u>	<u>-</u>	<u>(14,571)</u>	<u>(14,571)</u>	<u>(1)</u>	<u>(14,572)</u>
Balance as of March 31, 2010	<u>126,784</u>	<u>-</u>	<u>(37,064)</u>	<u>89,720</u>	<u>881</u>	<u>90,601</u>
Balance as of April 1, 2010	126,784	-	(37,064)	89,720	881	90,601
Effect of adopting FRS 139	-	-	(1,030)	(1,030)	-	(1,030)
Balance as of April 1, 2010, as restated	<u>126,784</u>	<u>-</u>	<u>(38,094)</u>	<u>88,690</u>	<u>881</u>	<u>89,571</u>
Changes in equity interest	-	-	143	143	(805)	(662)
Total comprehensive income/ (expense) for the period	<u>-</u>	<u>5</u>	<u>800</u>	<u>805</u>	<u>(2)</u>	<u>803</u>
Balance as of March 31, 2011	<u>126,784</u>	<u>5</u>	<u>(37,151)</u>	<u>89,638</u>	<u>74</u>	<u>89,712</u>

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended March 31, 2010 and the accompanying explanatory notes attached to the interim financial statements.

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**QUARTERLY REPORT ON CONSOLIDATED RESULTS
FOR THE FOURTH QUARTER ENDED MARCH 31, 2011**

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	12 months ended March 31, 2011 (Unaudited) RM'000	12 months ended March 31, 2010 (Audited) RM'000
Cash flows from operating activities		
Profit/ (loss) for the period	798	(14,572)
Adjustments for :		
Non-cash items	668	625
Non-operating items	176	14,689
Operating profit before working capital changes	1,642	742
Movements in working capital:		
Net changes in current assets	2,810	11,306
Net changes in current liabilities	(836)	(433)
Cash generated from operations	3,616	11,615
Tax paid	(996)	(1,032)
Tax refunded	175	378
Net cash from operating activities	2,795	10,961
Cash flows from investing activities		
Other investments	(1,911)	1,430
Equity investments	(716)	(3,670)
Net cash used in investing activities	(2,627)	(2,240)
Cash flows from financing activities		
Borrowings	(1,543)	(4,818)
Proceeds from shortfall in profit guarantee	1,371	1,371
Proceeds from shares issued to non-controlling interest	56	-
Net cash used in financing activities	(116)	(3,447)
Net increase in cash and cash equivalents	52	5,274
Cash & cash equivalents at beginning of period	9,862	4,588
Cash & cash equivalents at end of period	9,914	9,862
Cash & cash equivalents at end of period consist of		
Short-term deposits with licensed banks	2,108	3,400
Cash & bank balances	7,806	6,462
	9,914	9,862

The condensed consolidated statement of cash flows should be read in conjunction with the audited financial statements for the year ended March 31, 2010 and the accompanying explanatory notes attached to the interim financial statements.

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

PART A: REQUIREMENTS OF FRS 134 INTERIM FINANCIAL REPORTING

A1 Basis of Preparation

The interim financial report is unaudited and has been prepared in compliance with FRS 134 Interim Financial Reporting and the additional disclosure requirements as in Part A of Appendix 9B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa”).

This interim financial report include only condensed consolidated financial statements and should be read in conjunction with the audited financial statements for the year ended March 31, 2010, as this interim report focus on events and transactions that are significant to an understanding of the changes in financial position and performance of the Group that have occurred since that report. The condensed consolidated financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with Financial Reporting Standards (“FRSs”).

The preparation of an interim financial report in conformity with FRS 134 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The significant accounting policies and method of computation adopted by the Group in this interim financial report are consistent with those of the audited financial statements for the year ended March 31, 2010 except for the adoption of new FRSs, Amendments to FRSs and IC interpretations effective for the financial year beginning on April 1, 2010. With the adoption of the Amendment to FRS 117, Leases, the Group has reassessed and determined that leasehold lands of the Group are to be remained as operating lease.

The adoption of these new standards, amendments and interpretations do not have any material impact on the interim financial report of the Group other than set out below:

(i) FRS 101 (revised), Presentation of Financial Statements

As a result of the adoption of the revised FRS 101, all non-owner changes in equity which previously presented in the statement of changes in equity are now included in the statement of comprehensive income as other comprehensive income. The adoption of this standard only affects the presentation aspects and does not have any impact on the financial position and results of the Group.

(ii) FRS 8, Operating Segments

FRS 8 requires the identification and reporting of operating segments based on internal reports that are regularly reviewed by the chief operation decision maker of the Group in order to allocate resources to the segment and to assess its performance. As this is a disclosure standard, there is no impact on the financial position and results of the Group.

**(iii) FRS 139, Financial Instruments: Recognition and Measurement
Amendments to FRS 139, Financial Instruments: Recognition and Measurement**

FRS 139 sets out the new requirements for the recognition and measurement of the Group’s financial instruments. Under FRS 139, financial instruments are recorded initially at fair value. Subsequent measurement of these instruments at the balance sheet date depends on the classification of the financial instruments. Set out below are the major changes in classifications of financial assets and financial liabilities of the Group:

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

PART A: REQUIREMENTS OF FRS 134 INTERIM FINANCIAL REPORTING

A1 Basis of Preparation (Cont'd)

(a) Financial Assets

- Available-for-sale financial assets

The Group's other investments which previously measured at cost and subject to impairment are now classified as available-for-sale financial assets. These are initially measured at fair value plus transaction costs and subsequently, at fair value. Any changes in fair values of available-for-sale investments are recognised in other comprehensive income.

- Loans and receivables

The Group's loan and receivables which previously measured at gross receivables less provision for doubtful debts are now measured at fair value initially and subsequently at amortised cost using the effective interest rate method. Gains and losses arising from the amortisation process, impairment or derecognition of this financial assets are recognised in the income statement.

(b) Financial Liabilities

- The Group's financial liabilities include borrowings and trade and other payables. All financial liabilities are subsequently measured at amortised cost using the effective interest rate method.

In accordance with FRS 139, the recognition, derecognition and measurement of the financial instruments are applied prospectively and the comparatives as at March 31, 2010 are not restated. Instead, the changes have been accounted for by restating the opening balance as at April 1, 2010. The adoption of this standard does not have significant impact on the financial position and result of the Group except the followings:

	Balance at March 31, 2010 before adoption of FRS 139 RM'000	Effect of adopting FRS 139 RM'000	Balance at April 1, 2010 after adoption of FRS 139 RM'000
Other investments	73	(73)	-
Available-for-sale investments	-	73	73
Trade and other receivables	13,744	(1,031)	12,713
Trade and other payables	(9,128)	1	(9,127)
Accumulated losses	(37,064)	(1,030)	(38,094)

The Group has elected to adopt the following Standard in advance of its effective date (i.e. annual periods beginning on or after July 1, 2010):

(i) FRS 127 (revised), Consolidated and Separate Financial Statements

FRS 127 (revised) has affected the Group's accounting policies regarding changes in ownership interests in its subsidiaries that do not result in a change in control. Previously, in the absence of specific requirements in FRSS, increase in interests in existing subsidiaries were treated in the same manner as the acquisition of subsidiaries, with goodwill or a bargain purchase gain being recognised where appropriate; for decreases in interests in existing subsidiaries that did not involve a loss of control, the difference between the consideration received and the carrying amount of the share of net assets disposed of was recognised in profit or loss. Under FRS 127 (revised), all such increases or decreases are dealt with in equity, with no impact on goodwill or profit or loss.

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

PART A: REQUIREMENTS OF FRS 134 INTERIM FINANCIAL REPORTING

A2 Qualification of Financial Statements

The auditors' report on the audited financial statements for the financial year ended March 31, 2010 dated June 8, 2010 was not subject to any qualification.

A3 Seasonal or Cyclical Factors

The principal business of the Group was not significantly affected by any significant seasonal or cyclical factors in the current quarter.

A4 Unusual Items

There were no material items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size or incidence.

A5 Changes in Estimates

There were no major changes in estimates which have a material effect in the current financial period ended March 31, 2011.

A6 Debt and Equity Securities

There were no issuance and repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares in the current quarter ended March 31, 2011.

A7 Dividends Paid

There were no dividends paid during the current financial period ended March 31, 2011.

A8 Segment Information

	Revenue		Profit/ (loss) before tax	
	Cumulative Quarters		Cumulative Quarters	
	12 months ended		12 months ended	
	March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010
	RM'000	RM'000	RM'000	RM'000
Investment holdings	377	305	(237)	(147)
Manufacturing	20,469	17,586	2,666	961
Construction	2,431	6,315	(621)	(14,930)
Property Development	1,736	2,817	124	333
	25,013	27,023	1,932	(13,783)

Information on geographical segment is not presented as the Group operates predominantly in Malaysia.

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

PART A: REQUIREMENTS OF FRS 134 INTERIM FINANCIAL REPORTING

A9 Valuation of Property, Plant & Equipment

The carrying amounts of property, plant and equipment have been brought forward from the previous audited financial statements without amendment.

A10 Material Events Subsequent to the Balance Sheet Date

There were no material events subsequent to the balance sheet date up to the date of this announcement.

A11 Changes in the Composition of the Group

Save for those stated below, there were no changes in the composition of the Group for the current financial year-to-date.

- i) Link Lex (M) Sdn. Bhd. (“LLSB”), a wholly-owned subsidiary of the Company, had on November 16, 2010 subscribed for 243,760 Ordinary Shares of RM1.00 each in the share capital of Fook Lye Enterprises (M) Sdn. Bhd. (“Fook Lye”) for a total cash consideration of RM243,760.00 (“Subscription of Rights Issue”) by way of a Rights Issue.

Fook Lye has increased its issued and paid-up share capital from RM600,024.00 to RM900,036.00 by way of a Rights Issue of 300,012 Ordinary Shares of RM1.00 each to its existing shareholders. Pursuant to this Subscription of Rights Issue shares, the equity interest of LLSB in Fook Lye has remained the same at 81.25%.

- ii) Link Lex (M) Sdn. Bhd. (“LLSB”), a wholly-owned subsidiary of the Company, had on January 10, 2011 acquired additional 155,256 Ordinary Shares of RM1.00 each in the share capital of Fook Lye Enterprises (M) Sdn. Bhd. (“Fook Lye”) from Mr. Lim Jit Pheow for a total cash consideration of RM717,599.00. In consequent thereof, the equity interest of LLSB in the share capital of Fook Lye has increased from 81.25% to 98.5%.

A12 Contingent Liabilities or Contingent Assets

The contingent liabilities of the Company are as follows:

	March 31, 2011
	RM'000
Unsecured:	
Corporate guarantees given by the Company to local banks and third parties for credit facilities granted to certain subsidiaries	1,990
Secured:	
Properties charged to a local bank for credit facilities granted to a subsidiary	<u>3,676</u>

There were no contingent assets for the Group as at March 31, 2011.

Save as disclosed above, there were no material contingent liabilities or assets as at May 25, 2011 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

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**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

PART A: REQUIREMENTS OF FRS 134 INTERIM FINANCIAL REPORTING

A13 Capital Commitments

The amount of capital commitments not provided for in the financial statements as at March 31, 2011 are as follows:

	RM'000
Property, plant and equipment	
Approved and contracted for	<u>1,305</u>

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

**PART B: REQUIREMENTS OF PART A OF APPENDIX 9B OF THE MAIN MARKET
LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B1 Review of Performance

For the current year-to-date, the Group registered revenue of RM25.013 million compared to the preceding year-to-date revenue of RM27.023 million. Revenue has dropped by approximately 7.44% mainly due to the current weak demand for the Group's products and services. However, the Group's revenue for the current quarter has increased by 3.98% to RM6.249 million as compared to the revenue of RM6.010 million in the preceding year corresponding quarter. This was mainly due to higher revenue achieved by the manufacturing division and property development division.

The Group recorded a loss before tax of RM0.421 million and profit before tax of RM1.932 million for the current quarter and year-to-date compared to a loss before tax of RM15.233 million and RM13.783 million in the preceding year corresponding quarter and year-to-date. The loss before tax for current quarter was attributable to the allowance for doubtful debts of RM0.729 million as compared to RM15.888 million in preceding year corresponding quarter. The profit before tax for year-to-date was mainly due to the higher contribution by manufacturing division and property development division.

B2 Variation of Results Against Immediate Preceding Quarter

The Group's revenue for the quarter ended March 31, 2011 decreased by 14.82% to RM6.249 million as compared to the revenue of RM7.336 million in the preceding quarter ended December 31, 2010. The decrease in revenue was mainly due to lower revenue recorded by the construction division and manufacturing division of the Group for the quarter under review.

The Group registered a loss before tax of RM0.421 million in the current quarter compared to a profit before tax of RM0.649 million in the immediate preceding quarter. This was mainly due to the impact of allowance for doubtful debts amounted to RM0.729 million and lower contribution by the construction division and manufacturing division for the quarter under review.

B3 Prospects for the forthcoming financial year

Barring any unforeseen circumstances, the Board of Directors expects the financial year ending March 31, 2012 to be a challenging year for construction industry.

Nevertheless, the Board of Directors is cautiously optimistic that the Group will remain resilient for the financial year ending March 31, 2012.

B4 Profit Forecast and Profit Guarantee

The Group did not publish any profit forecast or provide any profit guarantee for the financial period ended March 31, 2011.

However, pursuant to the Corporate and Debt Restructuring Scheme involving UCP Resources Berhad and the Company, JMR Consolidated Holdings Sdn. Bhd. had provided the Company with a profit guarantee on the profit after tax of J.M.R. Construction Sdn. Bhd., Lean Seng Chan (Quarry) Sdn. Bhd. and the Group (the Company and its subsidiaries including J.M.R. Construction Sdn. Bhd. and Lean Seng Chan (Quarry) Sdn. Bhd.) for financial years ended March 31, 2004 to March 31, 2006. The said profit guarantee was not met and the aggregate shortfall was RM14,119,772.

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

**PART B: REQUIREMENTS OF PART A OF APPENDIX 9B OF THE MAIN MARKET
LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B4 Profit Forecast and Profit Guarantee (Cont'd)

In 2009, JMR Consolidated Holdings Sdn. Bhd. and the Company had entered into a Profit Guarantee Variation and Compensation Agreement to compensate J.M.R. Construction Sdn. Bhd., Lean Seng Chan (Quarry) Sdn. Bhd. and the Company by way of cash and assets compensations as follows:

- (i) cash compensations of RM1,429,698, RM625,472 and RM686,069 for J.M.R. Construction Sdn. Bhd., Lean Seng Chan (Quarry) Sdn. Bhd. and the Company respectively;
- (ii) compensation by way of assets totaling RM7,902,000 through the acquisitions by J.M.R. Construction Sdn. Bhd. of a parcel of leasehold land and building at a purchase consideration of RM1,710,000, six lots of freehold land at a total purchase consideration of RM4,032,000 and a parcel of leasehold land at a purchase consideration of RM2,160,000. The purchase considerations are to be fully satisfied by JMR Consolidated Holdings Sdn. Bhd.; and
- (iii) acquisition by the Company of 200,000 ordinary shares of RM1 each in Multilight Sdn. Bhd., representing the entire issued and paid-up share capital of Multilight Sdn. Bhd. for a total purchase consideration of RM3,476,533 to be fully satisfied by JMR Consolidated Holdings Sdn. Bhd..

The abovesaid compensations was completed on December 22, 2009 except cash compensations which will be due in March 2011.

On September 30, 2010 and March 31, 2011, JMR Consolidated Holdings Sdn. Bhd. has paid the third and fourth instalments for the proposed cash compensation to Lean Seng Chan (Quarry) Sdn. Bhd., J.M.R. Construction Sdn. Bhd. and the Company for the amount of RM156,368.00, RM357,424.50 and RM171,517.25 respectively for each instalment. In this regard, the abovesaid compensations have been completed.

B5 Tax Expense

	Individual Quarter		Cumulative Quarters	
	3 months ended		12 months ended	
	March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010
	RM'000	RM'000	RM'000	RM'000
Current tax expense				
-Current	(166)	195	(1,064)	(767)
-Prior years	1	-	(181)	(23)
Deferred tax expense				
-Current	61	1	61	1
-Prior years	50	-	50	-
	<u>(54)</u>	<u>196</u>	<u>(1,134)</u>	<u>(789)</u>

The effective tax rate was higher than the statutory tax rate principally due to the losses of certain subsidiaries which cannot be set off against taxable profits made by other subsidiaries, and certain expenses which are not deductible for tax purposes.

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

**PART B: REQUIREMENTS OF PART A OF APPENDIX 9B OF THE MAIN MARKET
LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

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

There were no disposal of unquoted investments and properties during the current financial period ended March 31, 2011.

B7 Purchase or Disposal of Quoted Securities

There were no purchase or disposal of quoted securities during the current financial period ended March 31, 2011.

Investment in quoted securities as at March 31, 2011 is as follows:

	RM'000
Original acquisition cost	233
Carrying amount	78
Market value	<u>78</u>

B8 Status of Corporate Proposal Announced

There were no corporate proposals as at the date of this announcement except as disclosed in Note B4.

B9 Group Borrowings and Debts Securities

	March 31, 2011 RM'000
Current	
Bank overdrafts	-
Bankers' acceptance	1,221
Hire-purchase payables	-
Term loans	-
	<u>1,221</u>
Non Current	
Term loans	-
	<u>1,221</u>

The above borrowings are denominated in Ringgit Malaysia and represents secured short term borrowings, bank overdrafts and term loans.

The borrowings are secured against legal charge/ negative pledge over certain land and buildings of the Group, a lien over the Group's short term deposits and by corporate guarantees from the Company.

**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

**PART B: REQUIREMENTS OF PART A OF APPENDIX 9B OF THE MAIN MARKET
LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B10 Derivative Financial Instruments

The Group has no derivative financial instruments for the current financial period ended March 31, 2011.

B11 Realised and Unrealised Profits/Losses Disclosure

The retained profits or accumulated losses of the Group as at March 31, 2011 and December 31, 2010 are analysed as follows:

	As at March 31, 2011 RM'000	As at Dec 31, 2010 RM'000
Total accumulated losses of the Company and its subsidiaries:		
- Realised	(25,386)	(24,431)
- Unrealised	(68)	650
	(25,454)	(23,781)
Total share of retained profits from associates:		
- Realised	155	152
- Unrealised	116	116
	(25,183)	(23,513)
Less: consolidation adjustments	(11,968)	(12,276)
Total accumulated losses as per Consolidated Statement of Financial Position	(37,151)	(35,789)

B12 Changes in Material Litigation

Save as disclosed below, the Group was not engaged in any material litigation as at May 25, 2011 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report):

On March 25, 2009, the Group announced that authority has been given to directors to engage Legal Advisors or Solicitors in China to handle the financial matters and affairs in connection with the stopping of the withdrawal of the Performance Bond issued by a contractor in China to J.M.R. Construction Sdn. Bhd. ("JMRC"), a wholly-owned subsidiary, in relation to a land reclamation project undertaken by JMRC, when the contractor was unable to fulfill its contractual duty.

There are no further development on this issue as at May 25, 2011 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

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**EXPLANATORY NOTES TO THE INTERIM FINANCIAL REPORT
FOURTH QUARTER ENDED MARCH 31, 2011**

**PART B: REQUIREMENTS OF PART A OF APPENDIX 9B OF THE MAIN MARKET
LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

B13 Dividends

The directors do not recommend the payment of any dividend for the current financial period ended March 31, 2011.

B14 Earnings per Share

	Individual Quarter		Cumulative Quarters	
	3 months ended March 31, 2011	3 months ended March 31, 2010	12 months ended March 31, 2011	12 months ended March 31, 2010
Net (loss)/ profit attributable to shareholders (RM'000)	(474)	(15,036)	800	(14,571)
Weighted average number of ordinary shares in issue ('000)	126,784	126,784	126,784	126,784
Basic (loss)/ earnings per ordinary share (sen)	(0.37)	(11.86)	0.63	(11.49)

BY ORDER OF THE BOARD

ONG TEIK HOE (MACS 00085)

Secretary

Penang

May 31, 2011