

Financial Statements

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Directors' Report

The directors have pleasure in presenting their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 March 2011.

Principal activities

The principal activities of the Company are property development, property investment and investment holding.

The principal activities of the subsidiaries and associates are set out in Notes 22 and 23 to the financial statements respectively.

There were no significant changes in the nature of these principal activities during the financial year.

Results

	Group RM'000	Company RM'000
Profit for the year	11,890	13,219
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Attributable to:		
Owners of the parent	12,359	13,219
Minority interests	(469)	-
	11,890	13,219
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There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the statements of changes in equity.

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature other than the effects arising from a disposal of a subsidiary which have resulted in an increase in the Group's and Company's net profit before tax of RM5,260,000 and RM30,080,000 respectively as disclosed in Notes 10 and 22(b) to the financial statements.

Dividends

The amount of dividend paid by the Company since 31 March 2010 was as follows:

	RM'000
In respect of the financial year ended 31 March 2010 as reported in the directors' report for that year:	
First and final dividend of 3.0 sen per share less 25% taxation, paid on 8 September 2010	6,168
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At the forthcoming Annual General Meeting, a first and final dividend in respect of the financial year ended 31 March 2011 of 2 sen per share less 25% taxation, amounting to approximately RM4.112 million will be proposed for shareholders' approval. The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in equity as an appropriation of retained profits in the financial year ending 31 March 2012.

Directors' Report

Employee Share Trust Scheme

The Employee Share Trust Scheme ("ESTS" or "Scheme") was approved by the Board of Directors on 31 July 2007 to purchase up to 15 million issued ordinary shares ("ESTS Shares") of the Company. The commencement date of the ESTS was 1 October 2007 and shall be in force for a period of 3 years ("ESTS Period"). The ESTS Period was subsequently extended for a further period of 2 years.

The ESTS would provide an opportunity for eligible employees who had contributed to the growth and development of the Group to participate in the equity of the Company.

The main features of the ESTS, inter-alia, are as follows:

- (a) Beneficiaries of the ESTS are eligible employees who are full-time employees under the category of executives of the Group, which may include Executive Directors of the Company, who have been in employment with the Company for at least 6 months and are on the payroll of the Company and its subsidiaries during the ESTS Period.
- (b) The aggregate number of shares to be acquired under the ESTS shall not exceed 15 million of the issued ordinary shares of the Company for the time being and the amount required to purchase the first tranche of 10 million issued ordinary shares of the Company shall not exceed RM14 million.
- (c) The beneficiaries shall be entitled to any distribution rights (including but not limited to dividends, bonus and rights issues but shall exclude cash capital repayments) in relation to the ESTS Shares. However, such dividends, if any, are automatically waived in favour of the Company as settlement of any cost incurred in implementing and maintaining the Scheme.
- (d) The beneficiaries shall not be entitled to any voting rights in relation to the ESTS Shares as the voting rights lie with the appointed Trustee who shall take into consideration the recommendations of the adviser appointed by the ESTS Committee before voting.
- (e) The award to the beneficiaries is through the realisation of any gains arising from the disposal of the ESTS Shares held in the ESTS Trust (as further defined in Note 34 to the financial statements). The net gains from such disposal after repayment of the corresponding portion of the loan granted by the Company are to be allocated to the beneficiaries based on the beneficiaries' achievement of their respective performance targets as determined by the Company.

The Company appointed OSK Trustees Berhad as the Trustee of the Scheme and entered into a Trust Deed on 24 September 2007.

Subsequently, the following were entered into to amend certain clauses/definitions of the Scheme:

- (a) First Supplemental Deed dated 10 February 2009 to amend the definition of "Eligible Employees" to exclude the Executive Directors and persons connected to the Executive Directors; and
- (b) Second Supplemental Deed dated 12 March 2009 to extend the maturity period of the ESTS for a further 2 years to 30 September 2012.

The Board had on 3 February 2009 resolved to increase the total shares to be purchased under the ESTS by 5 million to 20 million ordinary shares and the amount required to purchase the total shares shall not exceed RM19 million.

On 26 May 2010, the Board further resolved to increase the total shares to be purchased under the ESTS to 25 million ordinary shares and the amount required to purchase the shares shall not exceed RM25 million.

Subsequently on 28 April 2011, the Board further resolved to increase the amount required to purchase the ESTS Shares from RM25 million to RM27 million.

During the financial year, the Trustee acquired 526,200 ordinary shares of the Company from the open market at prices ranging from RM0.90 to RM0.91 per share, for a total consideration of RM0.476 million.

Directors' Report

Directors

The directors of the Company in office since the date of the last report and at the date of this report are:

Datuk Mohamed Azman bin Yahya
 Wing Kwong @ Chan Wing Kwong
 Tan Sri Nik Mohamed bin Nik Yaacob
 Datuk Zakaria bin Dato' Ahmad
 Dato' Robert Teo Keng Tuan
 Chin Jit Pyng
 Abdul Sani bin Busu
 Lee Siew Choong

Directors' benefits

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as shown in Note 7 to the financial statements or the fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with any director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest, except as disclosed in Note 42 to the financial statements.

Directors' interests

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares of the Company and its related corporations during the financial year were as follows:

	Number of ordinary shares of RM1 each			1 March 2011
	1 April 2010	During the year		
		Bought	Sold	
The Company				
Direct interest:				
Datuk Mohamed Azman bin Yahya	3,500,000	-	-	3,500,000
Wing Kwong @ Chan Wing Kwong	259,000	38,000	(8,000)	289,000
Chin Jit Pyng	9,571,606	-	-	9,571,606
Indirect interest:				
Datuk Mohamed Azman bin Yahya	54,500,000	-	-	54,500,000
Wing Kwong @ Chan Wing Kwong *	109,700	-	-	109,700
Chin Jit Pyng	8,000,000	-	-	8,000,000
Dato' Robert Teo Keng Tuan	10,000	-	-	10,000

* Pursuant to Section 134(12)(c) of the Companies Act, 1965

By virtue of his interest in the shares of the Company, Datuk Mohamed Azman bin Yahya is deemed to be interested in the shares of all the subsidiaries of the Company to the extent that the Company has an interest.

None of the other directors in office at the end of the financial year had any interest in the shares of the Company or its related corporations during the financial year.

Directors' Report

Treasury shares

During the financial year, the Company acquired 10,000 of its issued and paid-up share capital of RM1 each from the open market at an average price of RM0.87 per share. The shares purchased were retained as treasury shares in accordance with Section 67A of the Companies Act, 1965. The Company also disposed of 600,000 of its treasury shares in the open market at an average price of RM1.05 per share. The total consideration paid for the shares purchased and the proceeds from the disposal of treasury shares, including transaction costs were RM8,700 and RM633,000 respectively.

As at 31 March 2011, the Company retained a total of 31,166,300 of its 320,815,190 issued and paid-up ordinary shares of RM1 each as treasury shares. These treasury shares were held at a carrying amount of RM23.378 million as disclosed in Note 31 to the financial statements.

Other statutory information

- (a) Before the statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and
 - (ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
 - (i) the amount written off for bad debts or the amount of the allowance for doubtful debts in these financial statements inadequate to any substantial extent; and
 - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) At the date of this report, there does not exist:
 - (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
 - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (f) In the opinion of the directors:
 - (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations as and when they fall due; and
 - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

Directors' Report

Significant events during the financial year

Details of the significant events during the financial year are disclosed in Note 43 to the financial statements.

Auditors

The auditors, Ernst & Young, have expressed their willingness to continue in office.

Signed on behalf of the Board in accordance with a resolution of the directors dated 15 June 2011.

Datuk Mohamed Azman bin Yahya

Wing Kwong @ Chan Wing Kwong

Statement by Directors

pursuant to section 169(15) of the Companies Act, 1965

We, Datuk Mohamed Azman bin Yahya and Wing Kwong @ Chan Wing Kwong, being two of the directors of Bolton Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements as set out on pages 56 to 130 are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable Financial Reporting Standards in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2011 and of the results and the cash flows of the Group and of the Company for the year then ended.

Further to the statement by directors pursuant to Section 169(15) of the Companies Act, 1965, the information set out in Note 47 on page 130 to the financial statements have been prepared in accordance with the Guidance on 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.

Signed on behalf of the Board in accordance with a resolution of the directors dated 15 June 2011.

Datuk Mohamed Azman bin Yahya

Wing Kwong @ Chan Wing Kwong

Statutory Declaration

pursuant to section 169(16) of the Companies Act, 1965

I, Hazurin bin Harun, being the officer primarily responsible for the financial management of Bolton Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 56 to 130 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the
abovenamed Hazurin bin Harun
at Kuala Lumpur in the Federal Territory
on 15 June 2011

Hazurin bin Harun

Before me,

R.Vasugi Ammal, PJK
No. W480
Commissioner of Oaths

Independent Auditors' Report

to the members of Bolton Berhad (Incorporated in Malaysia)

Report on the financial statements

We have audited the financial statements of Bolton Berhad, which comprise the statements of financial position as at 31 March 2011 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 56 to 130.

Directors' responsibility for the financial statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2011 and of their financial performance and cash flows for the year then ended.

Report on other legal and regulatory requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provisions of the Act.
- (b) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for those purposes.
- (c) The auditors' reports on the financial statements of the subsidiaries were not subject to any qualification and did not include any comment required to be made under Section 174(3) of the Act.

Independent Auditors' Report

to the members of Bolton Berhad (Incorporated in Malaysia)

Other matters

The supplementary information set out in Note 47 on page 130 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad. The directors are responsible for the preparation of the supplementary information in accordance with Guidance on 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 ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Ernst & Young

AF: 0039

Chartered Accountants

Kuala Lumpur, Malaysia

15 June 2011

Nik Rahmat Kamarulzaman bin Nik Ab. Rahman

No. 1759/02/12(J)

Chartered Accountant

Statements of Comprehensive Income

for the financial year ended 31 March 2011

	Note	Group		Company	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Revenue	3	243,780	257,473	7,777	12,952
Cost of sales	4	(161,352)	(168,747)	-	-
Gross profit		82,428	88,726	7,777	12,952
Other income	5	5,296	9,025	3,817	3,049
Employee benefits expense	6	(18,871)	(16,871)	(9,871)	(8,193)
Depreciation and amortisation	8	(4,607)	(3,759)	(1,016)	(644)
Other expenses	9	(39,793)	(27,341)	(4,504)	(3,123)
Operating profit/(loss)		24,453	49,780	(3,797)	4,041
Other investing activities results	10	(786)	3,877	23,553	2,008
Share of results of associates and jointly controlled entities	11	2,934	2,351	-	-
Finance costs	12	(6,277)	(5,304)	(5,897)	(4,276)
Profit before taxation		20,324	50,704	13,859	1,773
Income tax	13	(8,434)	(16,317)	(640)	(1,412)
Profit net of tax		11,890	34,387	13,219	361
Other comprehensive income:					
Realisation of capital reserve arising from disposal of a subsidiary, representing other comprehensive income for the year, net of tax		19,867	-	-	-
Total comprehensive income for the year		31,757	34,387	13,219	361
Profit attributable to:					
Owners of the parent		12,359	27,726	13,219	361
Minority interests		(469)	6,661	-	-
		11,890	34,387	13,219	361
Total comprehensive income attributable to:					
Owners of the parent		32,226	27,726	13,219	361
Minority interests		(469)	6,661	-	-
		31,757	34,387	13,219	361
Earnings per share attributable to owners of the parent	15				
- basic, for profit for the year		4.51 sen	10.12 sen		
Net dividend per share	16			2.25 sen	1.13 sen

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Financial Position

as at 31 March 2011

	Note	Group		Company	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Assets					
Non-current assets					
Property, plant and equipment	17	36,642	38,875	2,873	4,294
Land held for property development	18 (a)	72,236	75,518	-	-
Investment properties	19	9,030	9,030	-	-
Land use rights	20	23,044	26,344	-	-
Goodwill	21	10,327	3,487	-	-
Investments in subsidiaries	22	-	-	489,995	508,815
Investments in associates	23	69	71	102	102
Investments in jointly controlled entities	24	74,262	71,326	60,631	60,631
Investment securities	25	19,821	26,265	13,906	20,433
Deferred tax assets	38	3,346	1,819	42	42
		248,777	252,735	567,549	594,317
Current assets					
Property development costs	18 (b)	222,512	170,524	-	-
Inventories	26	25,922	45,265	-	-
Investment securities	25	312	851	-	-
Trade and other receivables	27	137,005	111,164	232,935	119,300
Other current assets	28	74,157	27,261	389	288
Tax recoverable		4,415	6,460	2,610	3,733
Cash and bank balances	30	89,314	71,971	5,530	5,957
		553,637	433,496	241,464	129,278
Non-current assets classified as held for sale/assets of disposal groups	14	-	46,630	-	-
		553,637	480,126	241,464	129,278
Total assets		802,414	732,861	809,013	723,595

Statements of Financial Position

as at 31 March 2011

	Note	Group		Company	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Equity and liabilities					
Equity attributable to owners of the parent					
Share capital	31	320,815	320,815	320,815	320,815
Share premium	31	24,909	24,909	24,909	24,909
Treasury shares	31	(23,378)	(23,819)	(23,378)	(23,819)
Other reserves	32	-	3,464	-	-
Retained profits	33	122,996	96,755	43,743	36,509
Shares held by ESTS Trust	34	(15,941)	(15,465)	(15,941)	(15,465)
Amounts recognised directly in equity relating to assets classified as held for sale		-	16,403	-	-
Shareholders' equity		429,401	423,062	350,148	342,949
Minority interests		3,788	25,458	-	-
Total equity		433,189	448,520	350,148	342,949
Non-current liabilities					
Borrowings	35	78,458	33,435	63,897	-
Other payables and deferred income	36	38,132	38,132	-	-
		116,590	71,567	63,897	-
Current liabilities					
Trade and other payables	36	156,611	116,179	339,968	340,646
Other current liabilities	37	16,071	11,599	-	-
Borrowings	35	77,959	80,637	55,000	40,000
Current tax payable		1,994	2,131	-	-
		252,635	210,546	394,968	380,646
Liabilities directly associated with assets classified as held for sale	14	-	2,228	-	-
		252,635	212,774	394,968	380,646
Total liabilities		369,225	284,341	458,865	380,646
Total equity and liabilities		802,414	732,861	809,013	723,595

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Changes in Equity

for the financial year ended 31 March 2011

Group	Note	Attributable to owners of the parent					Distributable profits	Shares held by ESTS Trust	Total	Minority interests	Total equity
		Share capital RM'000	Share premium RM'000	Treasury shares RM'000	Capital reserve RM'000	Relating to assets held for sale RM'000					
At 1 April 2009		320,815	24,909	(23,813)	3,464	16,403	72,112	(15,465)	398,425	18,933	417,358
Total comprehensive income		-	-	-	-	-	27,726	-	27,726	6,661	34,387
Transactions with owners											
Dividend	16	-	-	-	-	-	(3,083)	-	(3,083)	-	(3,083)
Disposal of a subsidiary	22(b)	-	-	-	-	-	-	-	-	(136)	(136)
Treasury shares purchased	31	-	-	(6)	-	-	-	-	(6)	-	(6)
Total transactions with owners		-	-	(6)	-	-	(3,083)	-	(3,089)	(136)	(3,225)
As at 31 March 2010		320,815	24,909	(23,819)	3,464	16,403	96,755	(15,465)	423,062	25,458	448,520
Disposal of a subsidiary		-	-	-	(3,464)	(16,403)	-	-	(19,867)	-	(19,867)
Total comprehensive income		-	-	-	-	-	32,226	-	32,226	(469)	31,757
Transactions with owners											
Dividend	16	-	-	-	-	-	(6,168)	-	(6,168)	-	(6,168)
Acquisition of minority interests	22(a)	-	-	-	-	-	-	-	-	(21,201)	(21,201)
Treasury shares disposed	31	-	-	450	-	-	183	-	633	-	633
Treasury shares purchased	31	-	-	(9)	-	-	-	-	(9)	-	(9)
Purchase in respect of ESTS Shares	34	-	-	-	-	-	-	(476)	(476)	-	(476)
Total transactions with owners		-	-	441	-	-	(5,985)	(476)	(6,020)	(21,201)	(27,221)
As at 31 March 2011		320,815	24,909	(23,378)	-	-	122,996	(15,941)	429,401	3,788	433,189

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Changes in Equity

for the financial year ended 31 March 2011

Company	Note	← Non-distributable →			Distributable Retained profits RM'000	Shares held by ESTS Trust RM'000	Total RM'000
		Share capital RM'000	Share premium RM'000	Treasury shares RM'000			
At 1 April 2009		320,815	24,909	(23,813)	39,231	(15,465)	345,677
Total comprehensive income		-	-	-	361	-	361
Transactions with owners							
Dividends	16	-	-	-	(3,083)	-	(3,083)
Treasury shares purchased	31	-	-	(6)	-	-	(6)
Total transactions with owners		-	-	(6)	(3,083)	-	(3,089)
As at 31 March 2010		320,815	24,909	(23,819)	36,509	(15,465)	342,949
Total comprehensive income		-	-	-	13,219	-	13,219
Transactions with owners							
Dividends	16	-	-	-	(6,168)	-	(6,168)
Treasury shares disposed	31	-	-	450	183	-	633
Treasury shares purchased	31	-	-	(9)	-	-	(9)
Purchase in respect of ESTS Shares	34	-	-	-	-	(476)	(476)
Total transactions with owners		-	-	441	(5,985)	(476)	(6,020)
At 31 March 2011		320,815	24,909	(23,378)	43,743	(15,941)	350,148

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Cash Flows

for the financial year ended 31 March 2011

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Cash flows from operating activities				
Profit before taxation:	20,324	50,704	13,859	1,773
Adjustments for:				
Amortisation of land use rights	1,161	1,227	-	-
Bad debts written off from:				
- subsidiaries	-	-	-	802
- third parties	-	1	-	-
Depreciation of:				
- property, plant and equipment	2,450	2,532	1,016	644
- investment properties	996	-	-	-
Dividend income	(28)	(898)	(4,977)	(9,452)
Net gain on disposals of:				
- property, plant and equipment	(30)	(33)	-	(3)
- subsidiary	(5,260)	-	(30,080)	-
- financial assets at fair value through profit or loss	(292)	(633)	-	(188)
Interest expense	4,344	5,128	4,139	4,276
Interest income	(2,265)	(1,553)	(3,556)	(3,013)
Fair value adjustments on financial assets at fair value through profit or loss	6,338	(3,244)	6,527	(2,622)
(Write back)/allowance for impairment on:				
- property development costs	(1,978)	(1,724)	-	-
- land held for property development	(93)	(2,489)	-	-
- inventories	2,478	-	-	-
Property, plant and equipment written off	17	149	-	124
Allowance for doubtful debts	439	1,194	-	82
Provision for liquidated ascertained damages	1,418	-	-	-
Reversal of provision for foreseeable losses	-	(829)	-	-
Share of results of:-				
- associates	2	2	-	-
- jointly controlled entities	(2,936)	(2,353)	-	-
Write back of allowance for doubtful debts	(1,186)	(1,732)	(11)	-
Write back of prior years' overaccrual/ provision for expenses	-	(1,310)	-	-
Operating profit/(loss) before working capital changes	25,899	44,139	(13,083)	(7,577)
Changes in working capital:				
Land held for property development	3,375	6,657	-	-
Property development costs	(49,387)	24,871	-	-
Inventories	19,426	13,475	-	-
Receivables	(27,335)	(24,596)	(68,725)	(37,671)
Payables	30,286	42,148	(39)	119,556
Cash generated from/(used in) operations carried forward	2,264	106,694	(81,847)	74,308

Statements of Cash Flows

for the financial year ended 31 March 2011

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Cash flows from operating activities (contd.)				
Cash generated from/(used in) operations brought forward	2,264	106,694	(81,847)	74,308
Interest paid	(5,389)	(6,348)	(4,139)	(4,276)
Interest received	2,265	1,553	3,556	3,013
Net taxes (paid)/refunded	(7,736)	(14,576)	483	(2,203)
Net cash (used in)/generated from operating activities	(8,596)	87,323	(81,947)	70,842
Cash flows from investing activities				
Dividends received from:				
- subsidiary	-	-	4,977	8,600
- equity instrument (quoted)	28	411	-	374
Additional investment in subsidiaries	-	-	-	(100)
Proceeds from disposals of:				
- property, plant and equipment	36	35	1	4
- financial assets held through profit or loss	1,298	1,892	-	650
Purchase of:				
- property, plant and equipment	(1,275)	(4,294)	(235)	(3,909)
- property, plant and equipment previously classified as assets held for sale	-	(139)	-	-
- financial assets at fair value through profit or loss	(361)	-	-	-
Acquisition of minority interests (Note 22 (a))	(12,875)	-	-	-
Net cash inflow/(outflow) from disposal of a subsidiary (Note 22 (b))	2,763	(5,417)	3,900	-
Net cash (used in)/generated from investing activities	(10,386)	(7,512)	8,643	5,619
Cash flows from financing activities				
Net drawdown/(repayment) of:				
- term loans	29,758	(40,574)	52,897	(8,250)
- hire purchase and finance lease liabilities	-	(22)	-	-
- other short term borrowings	22,000	(15,863)	26,000	(65,000)
Dividends paid	(6,168)	(3,083)	(6,168)	(3,083)
Proceeds from dispose of treasury shares	633	-	633	-
Repurchase of:				
- treasury shares	(9)	(6)	(9)	(6)
- ESTS shares	(476)	-	(476)	-
Net cash generated from/(used in) financing activities	45,738	(59,548)	72,877	(76,339)
Net increase/(decrease) in cash and cash equivalents	26,756	20,263	(427)	122
Cash and cash equivalents at beginning of the financial year	62,544	42,281	5,957	5,835
Cash and cash equivalents at end of the financial year (Note 30)	89,300	62,544	5,530	5,957

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Notes to the Financial Statements

31 March 2011

1. Corporate information

The Company is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of the Bursa Malaysia Securities Berhad. The registered office and principal place of business of the Company are located at Level 9, Symphony House, Dana 1 Commercial Centre, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan.

The principal activities of the Company are property development, property investment and investment holding.

The principal activities of the subsidiaries and associates are as set out in Notes 22 and 23.

There were no significant changes in the nature of these principal activities during the financial year.

The financial statements, which are presented in Ringgit Malaysia, were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 15 June 2011.

2. Significant accounting policies

2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared in accordance with Financial Reporting Standards and the Companies Act, 1965 in Malaysia. At the beginning of the current financial year, the Group and the Company adopted new and revised FRS which are mandatory for financial periods beginning on or after 1 January 2010 as described fully in Note 2.2.

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Ringgit Malaysia (RM) and all values are rounded to the nearest thousand (RM'000) except when otherwise indicated.

2.2 Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year except as follows:

On 1 April 2010, the Group and the Company adopted the following new and amended FRS and IC Interpretations mandatory for annual financial periods beginning on or after 1 January 2010.

- FRS 7 Financial Instruments: Disclosures
- FRS 8 Operating Segments
- 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 and FRS 127 Consolidated and Separate Financial Statements: Cost of and Investment in a Subsidiary, Jointly Controlled Entity or Associate
- Amendments to FRS 2 Share-based Payment – Vesting Conditions and Cancellations
- Amendments to FRS 132 Financial Instruments: Presentation
- Amendments to FRS 139 Financial Instruments: Recognition and Measurement, FRS 7 Financial Instruments: Disclosures and IC Interpretation 9 Reassessment of Embedded Derivatives
- Improvements to FRS issued in 2009
- 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 13 Customer Loyalty Programmes
- IC Interpretation 14 FRS 119 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

FRS 4 Insurance Contracts and TR i-3 Presentation of Financial Statements of Islamic Financial Institutions will also be effective for annual periods beginning on or after 1 January 2010. These FRS are, however, not applicable to the Group or the Company.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.2 Changes in accounting policies (cont'd)

Adoption of the above standards and interpretations did not have any effect on the financial performance or position of the Group and the Company except for those discussed below:

FRS 7 Financial Instruments: Disclosures

Prior to 1 April 2010, information about financial instruments was disclosed in accordance with the requirements of FRS 132 Financial Instruments: Disclosure and Presentation. FRS 7 introduces new disclosures to improve the information about financial instruments. It requires the disclosure of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk, including sensitivity analysis to market risk.

The Group and the Company have applied FRS 7 prospectively in accordance with the transitional provisions. Hence, the new disclosures have not been applied to the comparatives. The new disclosures are included throughout the Group's and the Company's financial statements for the year ended 31 March 2011.

FRS 8 Operating Segments

FRS 8, which replaces FRS 114 Segment Reporting, specifies how an entity should report information about its operating segments, based on information about the components of the entity that is available to the chief operating decision maker for the purposes of allocating resources to the segments and assessing their performance. The Standard also requires the disclosure of information about the products and services provided by the segments, the geographical areas in which the Group operates, and revenue from the Group's major customers. The Group concluded that the reportable operating segments determined in accordance with FRS 8 are the same as the business segments previously identified under FRS 114. The Group has adopted FRS 8 retrospectively. These revised disclosures, including the related revised comparative information, are shown in Note 46.

FRS 101 Presentation of Financial Statements (Revised)

The revised FRS 101 introduces changes in the presentation and disclosures of financial statements. The revised Standard separates owner and non-owner changes in equity. The statement of changes in equity includes only details of transactions with owners, with all non-owner changes in equity presented as a single line. The Standard also introduces the statement of comprehensive income, with all items of income and expense recognised in profit or loss, together with all other items of recognised income and expense recognised directly in equity, either in one single statement, or in two linked statements. The Group and the Company have elected to present this statement as one single statement.

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 classification of items in the financial statements.

The revised FRS 101 also requires the Group to make new disclosures to enable users of the financial statements to evaluate the Group's objectives, policies and processes for managing capital (see Note 45).

The revised FRS 101 was adopted retrospectively by the Group and the Company.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.2 Changes in accounting policies (cont'd)

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.

The Group and the Company have adopted FRS 139 prospectively on 1 April 2010 in accordance with the transitional provisions. The adoption of FRS 139 does not have any significant impact to the financial statements of the Group and of the Company as discussed below:

- **Other investments**

Prior to 1 April 2010, the Group classified its other investments which was held for non-trading purposes as non-current investments. Such investment was carried at cost less impairment losses. Upon the adoption of FRS 139, this investment is designated at 1 April 2010 as financial assets at fair value through profit or loss. The carrying amount of financial assets at fair value through profit or loss as at 1 April 2010 is equivalent to the fair value as at that date. As such, no adjustments were made to the opening balance of retained earnings as at 1 April 2010.

- **Inter-company loans**

During the current and prior years, interest-free loans and advances were made between its holding company and fellow subsidiaries. Prior to 1 April 2010, these loans and advances were recorded at cost in the Company's financial statements. Upon the adoption of FRS139, the interest-free loans or advances continue to be recorded initially at cost as the Company takes these loans in the form of short-term advances and payable on demand. Therefore, the effect of discounting is considered as immaterial and fair value of the loans is equal to the amount of the advances given or received. No adjustments were made to the opening balance of retained earnings as at 1 April 2010.

2.3 Standards issued but not yet effective

The Group has not adopted the following standards and interpretations that have been issued but not yet effective:

Description	Effective for annual periods beginning on or after
FRS 1: First-time Adoption of Financial Reporting Standards	1 July 2010
FRS 3: Business Combinations (Revised)	1 July 2010
FRS 127: Consolidated and Separate Financial Statements	1 July 2010
Amendments to FRS 2: Share-based Payment	1 July 2010
Amendments to FRS 5: Non-current Assets Held for Sale and Discontinued Operations	1 July 2010
Amendments to FRS 138: Intangible Assets	1 July 2010
Amendments to IC Interpretation 9: Reassessment of Embedded Derivatives	1 July 2010
IC Interpretation 12: Service Concession Arrangements	1 July 2010
IC Interpretation 16: Hedges of a Net Investment in a Foreign Operation	1 July 2010
IC Interpretation 17: Distributions of Non-cash Assets to Owners	1 July 2010
Amendments to FRS 132: Classification of Rights Issues	1 March 2010
Amendment to FRS 1: Limited Exemption from Comparative	
FRS 7 Disclosures for First-time Adopters	1 January 2011
Amendments to FRS 1: Additional Exemptions for First-time Adopters	1 January 2011
Amendments to FRS 1: First-time Adoption of Financing Reporting	
Standards [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 2: Group Cash-settled Share-based Payment Transactions	1 January 2011
Amendments to FRS 3: Business Combinations	
[Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 7: Improving Disclosures about Financial Instruments	1 January 2011

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.3 Standards issued but not yet effective (cont'd)

Description	Effective for annual periods beginning on or after
Amendments to FRS 7: Financial Instruments - Disclosures [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 101: Presentation of Financial Statements [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 121: The Effects of Changes in Foreign Exchange Rates [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 128: Investments in Associates [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 131: Interests in Joint Ventures [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 132: Financial Instruments: Presentation [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 134: Interim Financial Reporting [Improvements to FRSs (2010)]	1 January 2011
Amendments to FRS 139: Financial Instruments: Recognition and Measurement [Improvements to FRSs (2010)]	1 January 2011
Amendments to IC Interpretation 13: Customer Loyalty Programme [Improvements to FRSs (2010)]	1 January 2011
Amendments to IC Interpretation 14: Prepayments of a Minimum Funding Requirement	1 July 2011
IC Interpretation 4: Determining whether an Arrangement contains a Lease	1 January 2011
IC Interpretation 18: Transfers of Assets from Customers	1 January 2011
IC Interpretation 19: Extinguishing Financial Liabilities with Equity Instruments	1 July 2011
FRS 124: Related Party Disclosures (revised)	1 January 2012
IC Interpretation 15: Agreements for the Construction of Real Estate	1 January 2012

Except for the changes in accounting policies arising from the adoption of the revised FRS 3, the amendments to FRS 127 and IC Interpretation 15, as well as the new disclosures required under the Amendments to FRS 7, the directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application. The nature of the impending changes in accounting policy on adoption of the revised FRS 3, the amendments to FRS 127 and IC Interpretation 15 are described below.

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

The revised standards are effective for annual periods beginning on or after 1 July 2010. The revised FRS 3 introduces a number of changes in the accounting for business combinations occurring after 1 July 2010. These changes will impact the amount of goodwill recognised, the reported results in the period that an acquisition occurs, and future reported results. The Amendments to FRS 127 require that a change in the ownership interest of a subsidiary (without loss of control) is accounted for as an equity transaction. Therefore, such transactions will no longer give rise to goodwill, nor will they give rise to a gain or loss. Furthermore, the amended standard changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary. Other consequential amendments have been made to FRS 107 Statement of Cash Flows, FRS 112 Income Taxes, FRS 121 The Effects of Changes in Foreign Exchange Rates, FRS 128 Investments in Associates and FRS 131 Interests in Joint Ventures. The changes from revised FRS 3 and Amendments to FRS 127 will affect future acquisitions or loss of control and transactions with minority interests. The standard may be early adopted. However, the Group does not intend to early adopt.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.3 Standards issued but not yet effective (cont'd)

IC Interpretation 15 Agreements for the Construction of Real Estate

This Interpretation clarifies when and how revenue and related expenses from the sale of a real estate unit should be recognised if an agreement between a developer and a buyer is reached before the construction of the real estate is completed. Furthermore, the Interpretation provides guidance on how to determine whether an agreement is within the scope of FRS 111 Construction Contracts or FRS 118 Revenue.

The Group currently recognises revenue arising from property development projects using the stage of completion method. Upon the adoption of IC Interpretation 15, the Group may be required to change its accounting policy to recognise such revenues at completion, or upon or after delivery. The Group is in the process of making an assessment of the impact of this Interpretation.

2.4 Summary of significant accounting policies

(a) Subsidiaries and basis of consolidation

(i) Subsidiaries

Subsidiaries are entities over which the Group has the ability to control the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group has such power over another entity.

In the Company's separate financial statements, investments in subsidiaries are stated at cost less impairment losses. On disposal of such investments, the difference between the net disposal proceeds and their carrying amounts is included in profit or loss.

(ii) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the reporting date. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

In preparing the consolidated financial statements, intragroup balances, transactions and unrealised gains or losses are eliminated in full.

Acquisitions of subsidiaries are accounted for using the purchase method. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Adjustments to those fair values relating to previously held interests are treated as a revaluation and recognised in other comprehensive income. The cost of an acquisition is measured as the aggregate of the fair values, at the date of exchange, of the assets given, liabilities incurred or assumed, and equity instruments issued, plus any costs directly attributable to the business combination.

Any excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities is recorded as goodwill on the statement of financial position. The accounting policy for goodwill is set out in Note 2.4 (d). Any excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of business combination is recognised as income in profit or loss on the date of acquisition.

When the Group acquires a business, embedded derivatives separated from the host contract by the acquiree are reassessed on acquisition unless the business combination results in a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required under the contract.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(a) Subsidiaries and basis of consolidation (cont'd)

(iii) Transaction with minority interests

Minority interests represent the portion of profit or loss and net assets in subsidiaries not held by the Group and are presented separately in profit or loss of the Group and within equity in the consolidated statements of financial position, separately from parent shareholders' equity. Transactions with minority interests are accounted for using the parent entity extension method, whereby, on acquisition of minority interests, the difference between the consideration and the book value of the share of the net assets acquired is recognised in goodwill. Gain or loss on disposal to minority interests is recognised in profit or loss.

(b) Associates

Associates are entities in which the Group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but not in control or joint control over those policies. An associate is equity accounted for from the date the Group obtains significant influence until the date the Group ceases to have significant influence over the associate.

The Group's investments in associates are accounted for using the equity method. Under the equity method, the investment in associates is measured in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associates. Goodwill relating to associates is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the associate's identifiable assets, liabilities and contingent liabilities over the cost of the investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of the associate's profit or loss for the period in which the investment is acquired.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its associates. The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in profit or loss.

The financial statements of the associates are prepared as of the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

In the Company's separate financial statements, investments in associates are stated at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

(c) Jointly controlled entities

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a jointly controlled entity is a joint venture that involves the establishment of a separate entity in which each venturer has an interest.

Investments in jointly controlled entities are accounted for in the consolidated financial statements using the equity method of accounting as described in Note 2.4 (b) until the date the Group ceases to have joint control over the joint venture.

In the Company's separate financial statements, investments in jointly controlled entities are stated at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(d) Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired is allocated, from the acquisition date, to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination.

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired, by comparing the carrying amount of the cash-generating unit, including the allocated goodwill, with the recoverable amount of the cash-generating unit. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in the profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that cash-generating unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the cash-generating unit retained.

(e) Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Subsequent to initial recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses except for the revaluation of certain freehold land. These freehold land of the Group have not been revalued since. The directors have not adopted a policy of regular revaluation of such asset and no later valuation has been recorded. As permitted under transitional provision of IAS 16 (Revised): Property, Plant and Equipment, the asset continues to be stated at its last valuation less accumulated depreciation and impairment.

Any revaluation surplus is recognised in other comprehensive income and accumulated in equity under the asset revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss, in which case the increase is recognised in profit or loss. A revaluation deficit is recognised in profit or loss, except to the extent that it offsets an existing surplus on the same asset carried in the asset revaluation reserve.

Freehold land has an unlimited useful life and therefore is not depreciated.

Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over the estimated useful life, at the following annual rates:

Long term leasehold land	59 to 78 years
Short term leasehold land	21 to 22 years
Buildings	2% - 10%
Buildings improvements	10%
Furniture, fittings and equipment	10% - 25%
Motor vehicles	15% - 20%
Plant, machinery and equipment	7.5% - 40%
Renovations	10% - 25%
Quarry development	2 years

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(e) Property, plant and equipment and depreciation (cont'd)

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. The difference between the net disposal proceeds, if any, and the net carrying amount is recognised in profit or loss and the unutilised portion of the revaluation surplus on that item is taken directly to retained profits.

Development cost is incurred in relation to the development of quarry operations and is stated at cost less accumulated amortisation. Development cost incurred is written off on a straight-line basis over the economic useful lives of the quarry site upon commencement of extraction. The development is normally undertaken in phases and the useful lives of each phase is approximately two years.

(f) Investment properties

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Investment properties are stated at cost less accumulated depreciation and impairment. Certain investment property was previously revalued when it was classified as property, plant and equipment. As allowed by transitional provision of IAS 16 (Revised): Property, Plant and Equipment, the asset continues to be stated at its last valuation less accumulated depreciation and impairment. Fair value is arrived at by reference to market evidence of transaction prices for similar properties and is performed by registered independent valuers having an appropriate recognised professional qualification and recent experience in the location and category of the properties being valued.

A property interest under an operating lease is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property interest under an operating lease classified as an investment property is carried at cost less accumulated depreciation.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year in which they arise.

(g) Land held for property development and property development costs

(i) Land held for property development

Land held for property development consists of land where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle. Such land is classified within non-current assets and is stated at cost less any accumulated impairment losses.

Land held for property development is reclassified as property development costs at the point when development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

(ii) Property development costs

Property development costs comprise all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

When the financial outcome of a development activity can be reliably estimated, property development revenue and expenses are recognised in the profit or loss by using the stage of completion method. The stage of completion is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(g) Land held for property development and property development costs (cont'd)

(ii) Property development costs (cont'd)

Where the financial outcome of a development activity cannot be reliably estimated, property development revenue is recognised only to the extent of property development costs incurred that is probable will be recoverable, and property development costs on properties sold are recognised as an expense in the period in which they are incurred.

Any expected loss on a development project, including costs to be incurred over the defects liability period, is recognised as an expense immediately.

Property development costs not recognised as an expense are recognised as an asset, which is measured at the lower of cost and net realisable value.

The excess of revenue recognised in the profit or loss over billings to purchasers is classified as accrued billings within other current assets and the excess of billings to purchasers over revenue recognised in the profit or loss is classified as progress billings within other current liabilities.

(h) Construction contracts

Where the outcome of a construction contract can be reliably estimated, contract revenue and contract costs are recognised as revenue and expenses respectively by using the stage of completion method. The stage of completion is measured by reference to the proportion of contract costs incurred for work performed to date to the estimated total contract costs.

Where the outcome of a construction contract cannot be reliably estimated, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

When the total of costs incurred on construction contracts plus, recognised profits (less recognised losses), exceeds progress billings, the balance is classified as amount due from customers on contracts. When progress billings exceed costs incurred plus, recognised profits (less recognised losses), the balance is classified as amount due to customers on contracts.

(i) Impairment of non-financial assets

The carrying amounts of the Group's assets, other than investment properties, construction contract assets, property development costs, inventories, deferred tax assets and non-current assets (or disposal groups) held for sale, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated to determine the amount of impairment loss.

For goodwill, intangible assets that have an indefinite useful life and intangible assets that are not yet available for use, the recoverable amount is estimated at each reporting date or more frequently when indicators of impairment are identified.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the cash-generating unit (CGU) to which the asset belongs to. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(i) Impairment of non-financial assets (cont'd)

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in profit or loss except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

Impairment loss on goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset, other than goodwill, is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset, other than goodwill, is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase.

(j) Inventories

Inventories are stated at lower of cost and net realisable value.

The cost of construction materials and raw materials comprises costs of purchase and other direct charges. The costs of completed properties, determined on the specific identification basis, comprise cost of land, construction and appropriate development expenditure.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(k) Financial assets

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

The Group and the Company determine the classification of their financial assets at initial recognition, and the categories include financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(k) Financial assets (cont'd)

(i) Financial assets at fair value through profit or loss

Financial assets are classified as financial assets at fair value through profit or loss if they are held for trading or are designated as such upon initial recognition. Financial assets held for trading are derivatives (including separated embedded derivatives) or financial assets acquired principally for the purpose of selling in the near term.

Subsequent to initial recognition, financial assets at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value are recognised in profit or loss. Net gains or net losses on financial assets at fair value through profit or loss do not include exchange differences, interest and dividend income. Exchange differences, interest and dividend income on financial assets at fair value through profit or loss are recognised separately in profit or loss as part of other losses or other income.

Financial assets at fair value through profit or loss could be presented as current or non-current. Financial assets that are held primarily for trading purposes are presented as current whereas financial assets that are not held primarily for trading purposes are presented as current or non-current based on the settlement date.

(ii) Loans and receivables

Financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables.

Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

Loans and receivables are classified as current assets, except for those having maturity dates later than 12 months after the reporting date which are classified as non-current.

(iii) Held-to-maturity investments

Financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Group has the positive intention and ability to hold the investment to maturity.

Subsequent to initial recognition, held-to-maturity investments are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the held-to-maturity investments are derecognised or impaired, and through the amortisation process.

Held-to-maturity investments are classified as non-current assets, except for those having maturity within 12 months after the reporting date which are classified as current.

(iv) Available-for-sale financial assets

Available-for-sale financial assets are financial assets that are designated as available for sale or are not classified in any of the three preceding categories.

After initial recognition, available-for-sale financial assets are measured at fair value. Any gains or losses from changes in fair value of the financial assets are recognised in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised. Interest income calculated using the effective interest method is recognised in profit or loss.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(k) Financial assets (cont'd)

(iv) Available-for-sale financial assets (cont'd)

Dividends on an available-for-sale equity instrument are recognised in profit or loss when the Group and the Company's right to receive payment is established.

Investments in equity instruments whose fair value cannot be reliably measured are measured at cost less impairment loss.

Available-for-sale financial assets are classified as non-current assets unless they are expected to be realised within 12 months after the reporting date.

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date i.e., the date that the Group and the Company commit to purchase or sell the asset.

(l) Impairment of financial assets

The Group and the Company assess at each reporting date whether there is any objective evidence that a financial asset is impaired.

(i) Trade and other receivables and other financial assets carried at amortised cost

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments. For certain categories of financial assets, such as trade receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis based on similar risk characteristics. Objective evidence of impairment for a portfolio of receivables could include the Group's and the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period and observable changes in national or local economic conditions that correlate with default on receivables.

If any such evidence exists, the amount of impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The impairment loss is recognised in profit or loss.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable becomes uncollectible, it is written off against the allowance account.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in profit or loss.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(l) Impairment of financial assets (cont'd)

(ii) Unquoted equity securities carried at cost

If there is objective evidence (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) that an impairment loss on financial assets carried at cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(iii) Available-for-sale financial assets

Significant or prolonged decline in fair value below cost, significant financial difficulties of the issuer or obligor, and the disappearance of an active trading market are considerations to determine whether there is objective evidence that investment securities classified as available-for-sale financial assets are impaired.

If an available-for-sale financial asset is impaired, an amount comprising the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in profit or loss, is transferred from equity to profit or loss.

Impairment losses on available-for-sale equity investments are not reversed in profit or loss in the subsequent periods. Increase in fair value, if any, subsequent to impairment loss is recognised in other comprehensive income. For available-for-sale debt investments, impairment losses are subsequently reversed in profit or loss if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment loss in profit or loss.

(m) Leases

(i) As lessee

Finance leases, which transfer to the Group substantially all the risks and rewards incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Any initial direct costs are also added to the amount capitalised. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to profit or loss. Contingent rents, if any, are charged as expenses in the periods in which they are incurred.

Lease assets are depreciated over the estimated useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life and the lease term.

Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

(ii) As lessor

Leases where the Group retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same bases as rental income.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(n) Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Financial liabilities, within the scope of FRS 139, are recognised in the statement of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

(i) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities held for trading include derivatives entered into by the Group and the Company that do not meet the hedge accounting criteria. Derivative liabilities are initially measured at fair value and subsequently stated at fair value, with any resultant gains or losses recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

The Group and the Company have not designated any financial liabilities as at fair value through profit or loss.

(ii) Other financial liabilities

The Group's and the Company's other financial liabilities include trade payables, other payables and loans and borrowings.

Trade and other payables are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

Loans and borrowings are recognised initially at fair value, net of transaction costs incurred, and subsequently measured at amortised cost using the effective interest method. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

For other financial liabilities, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

(o) 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.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs. Subsequent to initial recognition, financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee. If the debtor fails to make payment relating to financial guarantee contract when it is due and the Group, as the issuer, is required to reimburse the holder for the associated loss, the liability is measured at the higher of the best estimate of the expenditure required to settle the present obligation at the reporting date and the amount initially recognised less cumulative amortisation.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(p) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

(q) Income tax

(i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

(ii) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(q) Income tax (cont'd)

(ii) Deferred tax (cont'd)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(r) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(s) Employee benefits

(i) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences, and short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

(ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into statutory pension scheme. Such contributions are recognised as an expense in the profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund.

(iii) Equity compensation benefits

The Company established the Employee Share Trust Scheme ("ESTS" or "Scheme") for the benefit of eligible employees.

Pursuant to the Scheme, a trustee was appointed, who is entitled from time to time to accept financial assistance from the Company, upon such terms and conditions as the Company and the trustee may agree, to purchase the Company's shares from the open market for the purpose of the Scheme.

The shares repurchased are measured and carried at cost of acquisition on initial recognition and subsequently thereon. The ESTS Shares is consolidated into the Group's consolidated financial statements as a deduction from equity and classified as "Shares held by ESTS Trust". Dividends received by the ESTS Shares are to be paid back to the Company as deduction against the aggregate of dividends paid and proposed by the Company.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(t) Foreign currencies

(i) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia (RM), which is also the Company's functional currency.

(ii) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operation, where that monetary item is denominated in either the functional currency of the reporting entity or the foreign operation, are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss.

Exchange differences arising on monetary items that form part of the Group's net investment in foreign operation, where that monetary item is denominated in a currency other than the functional currency of either the reporting entity or the foreign operation, are recognised in profit or loss for the period. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation, regardless of the currency of the monetary item, are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

(u) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

(i) Sale of properties

Revenue from sale of properties under development is accounted for by the stage of completion method as described in Note 2.4 (g) (ii).

Sale of completed property units is recognised when the risk and reward associated with ownership transfers to the property purchasers.

(ii) Construction contracts

Revenue from construction contracts is accounted for by the stage of completion method as described in Note 2.4 (h).

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(u) Revenue recognition (cont'd)

(iii) Rental income

Rental income from investment property is recognised on a straight-line basis over the term of the lease. The aggregate cost of incentives provided to lessees is recognised as a reduction of rental income over the lease term on a straight-line basis.

(iv) Property management

Property management income is recognised as and when the services are performed.

(v) Dividend income

Dividend income is recognised when the Group's right to receive payment is established.

(vi) Interest income

Interest income is recognised on an accrual basis using the effective interest method.

(vii) Tribute income

Tribute income is recognised as and when ultimate collection is certain.

(v) Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current assets (or all the assets and liabilities in a disposal group) is brought up-to-date in accordance with applicable FRSs. Then, on initial classification as held for sale, non-current assets or disposal groups (other than investment properties, deferred tax assets and financial assets) are measured in accordance with FRS 5 that is at the lower of carrying amount and fair value less costs to sell. Any differences are included in profit or loss.

A component of the Group is classified as a discontinued operation when the criteria to be classified as held for sale have been met or it has been disposed of and such a component represents a separate major line of business or geographical area of operations, is part of a single co-ordinated major line of business or geographical area of operations or is a subsidiary acquired exclusively with a view to resale.

(w) Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group.

(x) Land use rights

Land use rights are initially measured at cost. Following initial recognition, land use rights are measured at cost less accumulated amortisation and accumulated impairment losses. The land use rights are amortised over their lease terms.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.4 Summary of significant accounting policies (cont'd)

(y) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. These also include bank overdrafts that form an integral part of the Group's cash management.

(z) Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Company who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 46, including the factors used to identify the reportable segments and the measurement basis of segment information.

(aa) Treasury shares

When shares of the Company, that have not been cancelled, recognised as equity are reacquired, the amount of consideration paid is recognised directly in equity. Reacquired shares are classified as treasury shares and presented as a deduction from total equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of treasury shares. When treasury shares are reissued by resale, the difference between the sales consideration and the carrying amount is recognised in equity.

2.5 Significant accounting judgements and estimates

(a) Critical judgements made in applying accounting policies

The following is the judgement made by management in the process of applying the Group's accounting policies that has the most significant effect on the amounts recognised in the financial statements:

Operating lease commitments – the Group as lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of these properties and so accounts for the contracts as operating leases.

(b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that may have significant risks of causing material adjustments to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Impairment of investment securities and other investments

The management determines whether the carrying amounts of its investment securities and other investments are impaired at reporting date. This involves measuring the recoverable amounts which includes fair value less costs to sell and valuation techniques. Valuation techniques include amongst others, discounted cash flows analysis and in some cases, based on published analysts' reports and current market indicators and estimates that provide reasonable approximations to the computation of recoverable amounts.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.5 Significant accounting judgements and estimates (cont'd)

(b) Key sources of estimation uncertainty (cont'd)

(ii) Construction contracts

The Group recognises construction revenue and costs, including rendering of services, in the statements of comprehensive income by using the stage of completion method. The stage of completion is determined by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs and completion of a physical proportion of the contract work.

Significant judgement is required in determining the stage of completion, the extent of the contract costs incurred, the estimated total contract revenue, costs and the completion of a physical proportion of the contract work, as well as the recoverability of the contract projects. In making the judgment, the Group evaluates by relying on past experience and the work of specialists.

(iii) Property development

The Group recognises property development revenue and expenses in the statements of comprehensive income by using the stage of completion method. The stage of completion is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Significant judgement is required in determining the stage of completion, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the property development projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

(iv) Useful lives of property, plant and equipment

The Group estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the relevant assets.

In addition, the estimation of the useful lives of property, plant and equipment are based on the internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in the estimates brought about by changes in factors mentioned above. The amounts and timings of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of the property, plant and equipment would increase the recorded expenses and decrease the non-current assets.

(v) Income taxes

Significant estimation is involved in determining the group-wide provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(vi) Deferred tax assets

Deferred tax assets are recognised for all unabsorbed tax losses to the extent that it is probable that taxable profits will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. Further details are provided for in Note 38.

Notes to the Financial Statements

31 March 2011

2. Significant accounting policies (cont'd)

2.5 Significant accounting judgements and estimates (cont'd)

(b) Key sources of estimation uncertainty (cont'd)

(vii) Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units ("CGU") to which goodwill is allocated. Estimating a value in use amount requires management to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill in respect of subsidiaries as at 31 March 2011 was RM10,327,000 (2010: RM3,487,000). Further details are disclosed in Note 21.

(viii) Due from subsidiaries

The Company determines the recoverability of the amounts due from certain subsidiaries when these debts exceeded their capital investments. The cost of investment carried by the Company is assessed for impairment, if any, based on the present value of the future cash flows expected to be derived from the cash generating units of the investment in the reorganisation of the investment in subsidiaries. The directors are of the opinion that no further allowance for doubtful debts needs to be made for the debts due from these subsidiaries.

As at reporting date, the debts due from certain subsidiaries exceeded their capital investments by approximately RM19,737,000 (2010: RM19,080,000).

(ix) Provision for claims receivable from contractor on late completion and payable for late delivery

The provision for claims payable was in respect of a project undertaken by a subsidiary which completion was delayed resulting in late delivery to its customers in prior years. The delay in completion was caused by a contractor and the amount of damages that could be claimed from the contractor has been estimated by a qualified external party based on the construction contract. However, the final amount of damages has yet to be agreed and accepted by the contractor and the negotiation to settle the amounts is still ongoing during the financial year. Significant judgement is therefore used in determining the amounts of damages receivable from the contractor for the delayed completion and provision for claims payable for late delivery to the affected house purchasers.

In prior years, the directors have carefully assessed the terms of the contract, advice from the qualified external party, the amount of damages against the contractor and the estimated claims payable for late delivery. Based on the directors' assessment, the Group estimated with reasonable certainty the amounts of claims that are expected to be payable and receivable for the project and these amounts have been recognised accordingly as at 31 March 2010. There were no further recognition on any claims receivables and payables as at 31 March 2011. In view of the ongoing negotiations on the claims, any further disclosure may be prejudicial to the Group's negotiating position.

Notes to the Financial Statements

31 March 2011

3. Revenue

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Sale of properties	222,800	210,958	-	-
Contract revenue	5,763	30,672	-	-
Property management fees	890	611	-	-
Rental income and service charges	10,781	11,434	-	-
Dividend income:				
- subsidiaries	-	-	4,977	8,600
- quoted investments	28	898	-	852
Tribute income	3,518	2,900	-	-
Management fees	-	-	2,800	3,500
	243,780	257,473	7,777	12,952

4. Cost of sales

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Cost of property development *	135,996	127,152	-	-
Cost of inventories sold	19,815	13,475	-	-
Construction contract costs	5,541	28,120	-	-
	161,352	168,747	-	-

* Included in cost of sales of the Group are as follows:

Reversal of impairment losses for:				
- land held for property development cost (Note 18 (a))	(93)	(2,489)	-	-
- property development cost (Note 18 (b))	(1,978)	(1,724)	-	-
Reversal of provision for foreseeable losses (Note 18 (b))	-	(829)	-	-
Overprovision of costs in respect of previous year	-	(1,310)	-	-
Writeback of provision of cost directly charged to profit or loss	(72)	(2,140)	-	-

Notes to the Financial Statements

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5. Other income

Other income includes:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Gain on disposals of property, plant and equipment	30	33	-	3
Other interest income:				
- subsidiaries	-	-	2,461	1,821
- jointly controlled entity	527	561	1,054	1,122
- others	1,738	992	41	70
Other rental income	249	336	-	-
Write back of allowance for doubtful debts	1,186	1,732	11	-
Bad debts recovered	43	24	43	-

6. Employee benefits expense

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Wages and salaries	15,580	14,289	7,973	6,992
Contributions to defined contribution plan	1,959	1,573	1,099	794
Social security contributions	93	92	35	31
Provision for/(reversal of) short term accumulating compensated absences	4	(3)	-	-
Other benefits	1,235	920	764	376
	18,871	16,871	9,871	8,193

Included in employee benefits expense of the Group and of the Company are executive directors' remuneration amounting to RM2,966,000 (2010: RM1,980,000) and RM2,966,000 (2010: RM1,980,000) respectively and non-executive directors' remuneration of RM347,000 (2010: RM337,000) as further disclosed in Note 7.

Notes to the Financial Statements

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7. Directors' remuneration

	Group/Company	
	2011 RM'000	2010 RM'000
Executive:		
Salaries and other emoluments	2,966	1,980
Non-Executive:		
Other emoluments	59	49
Fees	288	288
	347	337
Total directors' remuneration	3,313	2,317
Estimated money value of benefits-in-kind	174	176
Total directors' remuneration including benefits-in-kind	3,487	2,493

The details of the remuneration received and receivable by the directors of the Company during the financial year are as follows:

	Company	
	2011 RM'000	2010 RM'000
Executive:		
Salaries and other emoluments	2,523	1,673
Contributions to defined contribution plan	443	307
Estimated money value of benefits-in-kind	174	176
	3,140	2,156
Non-Executive:		
Other emoluments	59	49
Fees	288	288
	3,487	2,493

The number of directors of the Company whose total remuneration during the financial year fell within the following bands is tabled below:

	Number of Directors	
	2011	2010
Executive directors:		
RM900,001 - RM950,000	-	1
RM1,150,001 - RM1,200,000	1	-
RM1,200,001 - RM1,250,000	-	1
RM1,950,001 - RM2,000,000	1	-
Non-executive directors:		
RM50,001 - RM100,000	6	6

Notes to the Financial Statements

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8. Depreciation and amortisation

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Amortisation of land use rights (Note 20)	1,161	1,227	-	-
Depreciation of:				
- property, plant and equipment (Note 17)	2,450	2,532	1,016	644
- investment properties (Note 19)	996	-	-	-
	4,607	3,759	1,016	644

9. Other expenses

The following amounts have been included in other expenses:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Auditors' remuneration:				
- statutory audit	286	278	45	40
- other services	8	8	-	-
Bad debts written off	-	1	-	-
Impairment loss on inventories	2,478	-	-	-
Property, plant and equipment written off	17	149	-	124
Allowance for doubtful debts	439	1,194	-	82
Provision for liquidated ascertained damages	1,418	-	-	-
Operating leases on minimum lease payments for land and buildings	1,343	350	787	846

Included in the other expenses of the Group is direct operating expenses (including repair and maintenance) arising from income generating investment properties amounting to RM3,948,000 (2010: RM3,687,000).

10. Other investing activities results

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Debts written off for effects on disposals of subsidiaries	-	-	-	802
Gain on disposals of:				
- subsidiary	(5,260)	-	(30,080)	-
- financial assets held through profit or loss	(292)	(633)	-	(188)
Fair value adjustments on financial assets held through profit or loss	6,338	(3,244)	6,527	(2,622)
	786	(3,877)	(23,553)	(2,008)

Notes to the Financial Statements

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11. Share of results of associates and jointly controlled entities

	Group	
	2011	2010
	RM'000	RM'000
Share of results of:		
- associates	(2)	(2)
- jointly controlled entities	2,936	2,353
	2,934	2,351

12. Finance costs

	Group		Company	
	2011	2010	2011	2010
	RM'000	RM'000	RM'000	RM'000
Interest expense on:				
- bank overdrafts	-	2	-	2
- revolving credits	1,955	1,747	1,676	1,329
- term loans	2,389	3,379	2,463	2,945
	4,344	5,128	4,139	4,276
Loan related expenses	1,933	176	1,758	-
	6,277	5,304	5,897	4,276

13. Income tax

	Group		Company	
	2011	2010	2011	2010
	RM'000	RM'000	RM'000	RM'000
Malaysian income tax:				
- current year	9,524	15,480	640	1,412
- under/(over) provision in prior years	272	(226)	-	-
	9,796	15,254	640	1,412
Deferred taxation (Note 38):				
- relating to origination and reversal of temporary differences	(1,365)	1,022	-	-
- under provision in prior years	3	41	-	-
	(1,362)	1,063	-	-
Total income tax expense	8,434	16,317	640	1,412

Notes to the Financial Statements

31 March 2011

13. Income tax (cont'd)

Reconciliation between tax expense and accounting profit

The reconciliation between tax expense and the product of accounting profit multiplied by the applicable corporate tax rate for the years ended 31 March 2011 and 2010 is as follows:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Profit before taxation	20,324	50,704	13,859	1,773
Taxation at Malaysian statutory tax rate of 25% (2010: 25%)	5,081	12,676	3,465	443
Income not subject to tax	(3,432)	(443)	(7,520)	(213)
Expenses not deductible for tax purposes	4,728	5,829	2,717	983
Deferred tax assets not recognised during the year	3,512	589	1,978	199
Utilisation of previously unrecognised deferred tax assets	(1,730)	(2,149)	-	-
Under/(over) provision in prior years:				
- income tax	272	(226)	-	-
- deferred tax	3	41	-	-
Income tax expense for the year	8,434	16,317	640	1,412

Current income tax is calculated at the statutory tax rate of 25% (2010: 25%) of the estimated assessable profit for the year.

The amount of tax savings arising from the utilisation of unabsorbed tax losses, capital allowances brought forward and others are as follows:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Unabsorbed tax losses	1,722	1,024	-	-
Unabsorbed capital allowances	8	236	-	-
Others	-	889	-	-

Notes to the Financial Statements

31 March 2011

14. Discontinued operations and disposal groups classified as held for sale

The disposal group classified as held for sale was in respect of the proposed disposal of Lim Thiam Leong Realty Sdn. Bhd. in prior years.

The major classes of assets and liabilities of non-current assets classified as held for sale on the statements of financial position in prior year were as follows:-

	Group 2010 RM'000
Assets	
Investment properties	37,808
Property, plant and equipment	8,822
<hr/>	
Assets of disposal groups classified as held for sale	46,630
<hr/>	
Liabilities	
Deferred taxation classified as liabilities of disposal groups classified as held for sale	(2,228)
<hr/>	
Net assets directly associated with non-current assets held for disposal	44,402
<hr/>	
Market value of investment properties	50,351
<hr/>	

Lim Thiam Leong Realty Sdn. Bhd. was eventually disposed of during the financial year, effects of which are disclosed in Note 22 (b).

15. Earnings per share

Basic earnings per share amounts are calculated by dividing profit for the year attributable to owners of the parent by weighted average number of ordinary shares in issue during the financial year, excluding treasury shares and ESTS Shares held by the Company.

	Group	
	2011 RM'000	2010 RM'000
Profit attributable to owners of the parent	12,359	27,726
<hr/>		
Weighted average number of ordinary shares in issue ('000)	274,046	274,058
<hr/>		

Notes to the Financial Statements

31 March 2011

15. Earnings per share (cont'd)

	Group	
	2011 sen	2010 sen
Basic earnings per share	4.51	10.12

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these financial statements.

There are no shares in issuance which have a dilutive effect to the earnings per share of the Group.

16. Dividends

	Group/Company	
	Net sen per share	Total amount RM'000
Year ended 31 March 2011		
First and final dividend in respect of the financial year ended 31 March 2010, 3 sen less 25% taxation paid on 8 September 2010	2.25	6,168
Year ended 31 March 2010		
First and final dividend in respect of the financial year ended 31 March 2009, 1.5 sen less 25% taxation paid on 9 September 2009	1.13	3,083

At the forthcoming Annual General Meeting, a first and final dividend in respect of the financial year ended 31 March 2011 of 2 sen per share less 25% taxation, amounting to approximately RM4.112 million will be proposed for shareholders' approval. The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in equity as an appropriation of retained profits in the financial year ending 31 March 2012.

Notes to the Financial Statements

31 March 2011

17. Property, plant and equipment

Group	Freehold land RM'000	Buildings and improvements RM'000	Office equipment, furniture, fixtures and fittings RM'000	Motor vehicles RM'000	Plant, machinery and equipment RM'000	Renovations RM'000	* Other asset RM'000	Total RM'000
Cost/Valuation								
At 1 April 2009	773	41,691	7,673	2,937	11,024	2,412	708	67,218
Additions	-	-	1,018	-	9	3,267	-	4,294
Disposals	-	-	(7)	(222)	-	-	-	(229)
Disposal of subsidiary	-	-	(10)	(167)	-	-	-	(177)
Written off	-	-	(1,457)	(53)	(303)	(303)	-	(2,116)
At 31 March 2010	773	41,691	7,217	2,495	10,730	5,376	708	68,990
Additions	-	635	522	-	-	118	-	1,275
Disposals	-	-	(297)	(308)	-	-	-	(605)
Disposal of subsidiary	-	-	(625)	(3)	(1,318)	(378)	-	(2,324)
Written off	-	-	-	-	-	(389)	-	(389)
Over-accrual of costs	-	-	(9)	-	-	(630)	-	(639)
At 31 March 2011	773	42,326	6,808	2,184	9,412	4,097	708	66,308
Accumulated depreciation and impairment								
At 1 April 2009	-	9,344	7,221	1,756	10,032	1,151	353	29,857
Charge for the year (Note 8)	-	765	509	378	235	290	355	2,532
Disposals	-	-	(5)	(222)	-	-	-	(227)
Disposal of subsidiary	-	-	(8)	(72)	-	-	-	(80)
Written off	-	-	(1,421)	(53)	(303)	(190)	-	(1,967)
Reclassification	-	-	(39)	-	-	39	-	-
At 31 March 2010	-	10,109	6,257	1,787	9,964	1,290	708	30,115
Charge for the year (Note 8)	-	778	503	358	174	637	-	2,450
Disposals	-	-	(291)	(308)	-	-	-	(599)
Disposal of subsidiary	-	-	(608)	(3)	(1,317)	-	-	(1,928)
Written off	-	-	-	-	-	(372)	-	(372)
At 31 March 2011	-	10,887	5,861	1,834	8,821	1,555	708	29,666
Net carrying amount								
At 31 March 2011	773	31,439	947	350	591	2,542	-	36,642
At 31 March 2010	773	31,582	960	708	766	4,086	-	38,875

* Other asset comprised quarry development costs.

Notes to the Financial Statements

31 March 2011

17. Property, plant and equipment (cont'd)

	Office equipment, furniture, fixtures and fittings RM'000	Motor vehicles RM'000	Plant, machinery and equipment RM'000	Renovations RM'000	Total RM'000
Company					
Cost/Valuation					
At 1 April 2009	2,571	1,624	303	187	4,685
Additions	643	-	-	3,266	3,909
Disposals	(1)	-	-	-	(1)
Written off	(1,457)	(53)	(303)	(188)	(2,001)
At 31 March 2010	1,756	1,571	-	3,265	6,592
Additions	135	-	-	100	235
Disposals	(22)	-	-	-	(22)
Over-accrual of costs	(9)	-	-	(630)	(639)
At 31 March 2011	1,860	1,571	-	2,735	6,166
Accumulated depreciation					
At 1 April 2009	2,382	770	302	77	3,531
Charge for the year (Note 8)	227	284	1	132	644
Written off	(1,421)	(53)	(303)	(100)	(1,877)
At 31 March 2010	1,188	1,001	-	109	2,298
Charge for the year (Note 8)	206	284	-	526	1,016
Disposals	(21)	-	-	-	(21)
At 31 March 2011	1,373	1,285	-	635	3,293
Net carrying amount					
At 31 March 2011	487	286	-	2,100	2,873
At 31 March 2010	568	570	-	3,156	4,294

The net book values of the property, plant and equipment pledged as securities for borrowings as disclosed in Note 35 are as follows:

	Group	
	2011 RM'000	2010 RM'000
Freehold land	70	70
Buildings and improvements	30,624	31,383
	30,694	31,453

Notes to the Financial Statements

31 March 2011

18. Land held for property development and property development costs

(a) Land held for property development

Group	Freehold land RM'000	Leasehold land RM'000	Development expenditure RM'000	Total RM'000
Cost				
At 1 April 2009	118,636	147	17,579	136,362
Additions	194	-	2,353	2,547
Disposals	(7,672)	(9)	(1,523)	(9,204)
Transfer from property development costs (Note 18 (b))	-	-	1,889	1,889
Transfer to property development costs (Note 18 (b))	(10,133)	-	(2,191)	(12,324)
At 31 March 2010	101,025	138	18,107	119,270
Additions	-	-	456	456
Disposals	(3,030)	-	(801)	(3,831)
At 31 March 2011	97,995	138	17,762	115,895
Accumulated impairment				
At 1 April 2009	52,000	-	-	52,000
Reversal of impairment losses (Note 4)	(2,489)	-	-	(2,489)
Transfer to property development costs (Note 18 (b))	(5,759)	-	-	(5,759)
At 31 March 2010	43,752	-	-	43,752
Reversal of impairment losses (Note 4)	(93)	-	-	(93)
At 31 March 2011	43,659	-	-	43,659
Carrying amount				
At 31 March 2011	54,336	138	17,762	72,236
At 31 March 2010	57,273	138	18,107	75,518

Freehold land and leasehold land of the Group with carrying amounts of RM16,293,000 (2010: RM18,435,000) are pledged as securities for borrowings as disclosed in Note 35.

Notes to the Financial Statements

31 March 2011

18. Land held for property development and property development costs (cont'd)

(b) Property development costs

Group	Freehold land RM'000	Leasehold land RM'000	Development expenditure RM'000	Total RM'000
Cumulative property development costs				
At 1 April 2009	101,132	15,449	353,766	470,347
Costs incurred during the year	-	-	100,649	100,649
Disposals	(7,016)	-	-	(7,016)
Transfer from land held for property development (Note 18 (a))	10,133	-	2,191	12,324
Reversal of completed projects	(3,840)	(3,679)	(100,786)	(108,305)
Transfer from investment property (Note 19)	5,478	-	-	5,478
Transfer to inventories	(156)	(171)	(4,993)	(5,320)
Transfer to land held for property development (Note 18 (a))	-	-	(1,889)	(1,889)
At 31 March 2010	105,731	11,599	348,938	466,268
Transfer from land use rights (Note 20)	2,139	-	-	2,139
Costs incurred during the year	75,188	-	109,552	184,740
Reversal of completed projects	(13,069)	(1,024)	(74,285)	(88,378)
Transfer to inventories	(405)	-	(2,303)	(2,708)
At 31 March 2011	169,584	10,575	381,902	562,061
Accumulated impairment				
At 1 April 2009	(3,137)	-	-	(3,137)
Reversal of impairment losses (Note 4)	1,724	-	-	1,724
Transfer from land held for property development (Note 18 (a))	(5,759)	-	-	(5,759)
Transfer to inventories	96	-	-	96
At 31 March 2010	(7,076)	-	-	(7,076)
Reversal of impairment losses (Note 4)	1,978	-	-	1,978
Transfer to inventories	147	-	-	147
At 31 March 2011	(4,951)	-	-	(4,951)
Cumulative costs recognised in profit or loss				
At 1 April 2009	(20,903)	(2,417)	(256,368)	(279,688)
Recognised during the year	(9,350)	(2,116)	(106,648)	(118,114)
Reversal of provision for foreseeable losses (Note 4)	-	-	829	829
Reversal of completed projects	3,840	3,679	100,786	108,305
At 31 March 2010	(26,413)	(854)	(261,401)	(288,668)
Recognised during the year	(10,904)	(673)	(122,731)	(134,308)
Reversal of completed projects	13,069	1,024	74,285	88,378
At 31 March 2011	(24,248)	(503)	(309,847)	(334,598)
Property development costs at 31 March 2011	140,385	10,072	72,055	222,512
Property development costs at 31 March 2010	72,242	10,745	87,537	170,524

Notes to the Financial Statements

31 March 2011

18. Land held for property development and property development costs (cont'd)

(b) Property development costs (cont'd)

Included in costs incurred during the year is write back of provision of development cost in respect of previous year amounting to RM Nil (2010: RM1,310,000).

Capitalised within property development expenditure of the year are finance costs of RM2,392,000 (2010: RM1,762,000).

The cost of land of the Group amounting to RM46,590,000 (2010: RM53,322,000) are charged to financial institutions to secure credit facilities obtained as disclosed in Note 35.

Certain subsidiaries have submitted applications to the relevant authorities to surrender, re-alienate and amalgamate the titles for development. These subsidiaries have obtained approvals for the applications and the titles are currently pending realienation and amalgamation. The carrying amount of freehold land in this category is RM1,395,000 (2010: RM1,395,000).

19. Investment properties

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Net carrying amount				
At 1 April	9,030	14,508	-	-
Reclassified from asset held for sale	46,629	-	-	-
Depreciation (Note 8)	(996)	-	-	-
Disposal of subsidiary	(45,633)	-	-	-
Reclassified to property development cost (Note 18 (b))	-	(5,478)	-	-
At 31 March	9,030	9,030	-	-
Estimated fair value	25,395	25,395	-	-

At the beginning of the financial year, the management decided not to pursue its plan to dispose of the Company's 100% equity interest in Lim Thiam Leong Realty Sdn. Bhd. ("LTLR"), the owner of 88 strata titles in Campbell Complex as management did not receive any satisfactory offers. Accordingly, the assets held for sale would not have met the criteria of FRS 5 and therefore they were reclassified as investment properties and depreciated during the period.

However on 9 December 2010, the Company entered into a Sale and Purchase of Shares Agreement to dispose of LTLR, details of which are disclosed in Note 22 (b).

Notes to the Financial Statements

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20. Land use rights

	Lease prepayment RM'000	Short term land use rights RM'000	Total RM'000
Group			
Net carrying amount			
At 1 April 2009	5,114	22,457	27,571
Amortisation for the year (Note 8)	(61)	(1,166)	(1,227)
At 31 March 2010	5,053	21,291	26,344
Amortisation for the year (Note 8)	(61)	(1,100)	(1,161)
Reclassified to property development costs (Note 18 (b))	-	(2,139)	(2,139)
At 31 March 2011	4,992	18,052	23,044

The lease prepayment is in respect of a lump sum payment of rental to Lembaga Pembangunan Langkawi for the lease of a parcel of leasehold land with a 90-year tenure.

21. Goodwill

	Group	
	2011 RM'000	2010 RM'000
At 1 April	3,487	3,487
Acquisition on minority interests (Note 22 (a))	6,840	-
At 31 March	10,327	3,487

(a) Allocation of goodwill

Goodwill has been allocated to the Group's Cash Generating Unit ("CGU") according to the subsidiaries concerned.

(b) Key assumptions used in value-in-use calculations

The recoverable amount of a CGU is determined based on value-in-use calculations using cash flow projections based on financial budgets approved by management covering a 5-year period. The key assumptions used for each of the CGU's value-in-use calculations are:

Gross margin		Growth rate		Discount rate	
2011	2010	2011	2010	2011	2010
10 - 30%	10%	6%	5%	10%	12%

Notes to the Financial Statements

31 March 2011

21. Goodwill (cont'd)

(b) Key assumptions used in value-in-use calculations (cont'd)

(i) Gross margin

The basis used to determine the value assigned to the budgeted gross margins is the average gross margins achieved in the year immediately before the budgeted year, adjusted for market and economic conditions and internal resource efficiency.

(ii) Growth rate

The average growth rate used is based on the annual growth rate of 6% (2010: 5%) which is the industry average growth rate as reported under the 10th Malaysia Plan.

(iii) Discount rate

The discount rate used is 10% (2010: 12%) which approximate the CGUs' average cost of funds.

(c) Sensitivity to changes in assumptions

The management believes that no reasonably possible change in any of the above key assumptions would cause the carrying value of the goodwill to materially exceed its recoverable amount.

22. Investments in subsidiaries

	Group	
	2011	2010
	RM'000	RM'000
Unquoted shares:		
- Ordinary shares, at cost	40,303	59,123
- Cumulative redeemable preference shares, at cost	451,277	451,277
	<hr/> 491,580	510,400
Less: Accumulated impairment losses	(1,585)	(1,585)
	<hr/> 489,995	508,815
	<hr/> <hr/>	<hr/> <hr/>

As at the reporting date, the carrying value of investments in certain subsidiaries exceeded their combined net assets by approximately RM500,000 (2010: RM500,000). The cost of investment carried by the Company is assessed for impairment, if any, based on the present value of the future cash flows expected to be derived from the cash generating units of the investment in the subsidiaries. As such, the directors believe that there is no permanent impairment in value of these investments.

Notes to the Financial Statements

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22. Investments in subsidiaries (cont'd)

Details of the subsidiaries, all of which are incorporated in Malaysia unless otherwise stated, are as follows:

Name of subsidiaries	Equity ownership interest		Principal activities
	2011 %	2010 %	
Held by the Company:			
Bolton Projects Sdn. Bhd.	100	100	Project management services
Bolton Land Sdn. Bhd.	100	100	Investment holding
Bolton Marketing Sdn. Bhd.	100	100	Marketing services
Bolton Management Services Sdn. Bhd.	100	100	Property management services
Campbell Shopping Complex Sdn. Bhd.	100	100	Ceased operations
Goldenprop Management Sdn. Bhd.	100	100	Property management services
Kenneison Brothers Sdn. Bhd.	100	100	Investment holding
Langkawi Fair Sdn. Bhd.	100	100	Rental of property
Lim Thiam Leong Realty Sdn. Bhd. ^[1]	-	100	Rental of property
Midah Jaya Realty Sdn. Bhd.	100	100	Property investment
Noble Senawang Sdn. Bhd.	100	100	Share trading
Prestige Capital Sdn. Bhd.	100	100	Property investment
Prima Istimewa Sdn. Bhd.	100	100	Investment holding
Prima Panorama (M) Sdn. Bhd.	100	100	Ceased operations
Primtrax Sdn. Bhd.	100	100	Investment holding
Tijani (Bukit Tunku) Sdn. Bhd.	100	100	Property development
Subsidiaries of Bolton Land Sdn. Bhd.:			
Bcom Holdings Sdn. Bhd.	100	100	Property development
Bolton Mutiara Sdn. Bhd. (formerly known as Bolton LYL Sdn. Bhd.)	100	100	Property development
Cahadinar Sdn. Bhd.	100	100	Investment holding
GLM Property Development Sdn. Bhd.	100	100	Property development
Kejora Harta Properties Sdn. Bhd.	100	100	Dormant
Keat Ann Realty Sdn. Bhd.	100	100	Property development
Ketapang Realty Sdn. Bhd.	100	100	Property development
Majestic Focus Sdn. Bhd.	100	100	Investment holding
Midah Istimewa Sdn. Bhd.	100	100	Property development
Midahmas Realty Sdn. Bhd.	100	100	Property investment
Parkrose Holdings Sdn. Bhd.	100	100	Property development and property investment
Senawang Mewah Sdn. Bhd.	100	100	Property development
Vista-Prisma Sdn. Bhd.	100	100	Property development
Winmin Builders Sdn. Bhd.	100	100	Property development
Zahari Holdings Sdn. Bhd.	50% + 1 share	50% + 1 share	Property development
Subsidiary of Cahadinar Sdn. Bhd.:			
Kejora Harta Bhd.	100	100	Property development and investment holding

Notes to the Financial Statements

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22. Investments in subsidiaries (cont'd)

Name of subsidiaries	Equity ownership interest		Principal activities
	2011 %	2010 %	
Subsidiary of Langkawi Fair Sdn. Bhd.:			
Vista Wirama Sdn. Bhd.	100	100	Dormant
Subsidiary of Majestic Focus Sdn. Bhd.:			
Prima Nova Harta Development Sdn. Bhd. ^[2]	100	50% + 1 share	Property development
Subsidiary of Prima Istimewa Sdn. Bhd.:			
Skyline Concepts Sdn. Bhd.	100	100	Ceased operations
Subsidiaries of Primtrax Sdn. Bhd.:			
Pele Development Limited (Incorporated in Myanmar)	100	100	Dormant
Pele Investment Holdings Limited (Incorporated in Myanmar)	100	100	Dormant
Subsidiary of Kejora Harta Bhd.:			
Kejora Harta Development Sdn. Bhd.	100	100	Dormant
Subsidiaries of Skyline Concepts Sdn. Bhd.:			
BakerBrosCorp Sdn. Bhd.	100	100	Ceased operations
Multivenue Sdn. Bhd.	100	100	Ceased operations
RanchCorp Sdn. Bhd.	100	100	Ceased operations
Skyline Concepts Restaurants Sdn. Bhd.	100	100	Ceased operations
Subsidiary of Skyline Concepts Restaurants Sdn. Bhd.:			
SlimsCorp Sdn. Bhd.	100	100	Ceased operations
Subsidiaries of Kenneison Brothers Sdn. Bhd.:			
Kenneison Brothers Construction Sdn. Bhd.	100	100	Civil engineering and construction works
Innovative Pavement Technology Sdn. Bhd.	100	100	Ceased operations
Kenneison Properties Sdn. Bhd.	100	100	Property holding
Kenneison RI Sdn. Bhd.	100	100	Dormant
Kenneison Quarries Sdn. Bhd.	100	100	Ceased operations
Power Gas Systems Sdn. Bhd.	98.2	98.2	Ceased operations
Traders Acceptances Sdn. Bhd.	100	100	Investment holding

Notes to the Financial Statements

31 March 2011

22. Investments in subsidiaries (cont'd)

Name of subsidiaries	Equity ownership interest		Principal activities
	2011 %	2010 %	
Subsidiary of Kenneison Brothers Construction Sdn. Bhd.:			
Kenneison Engineering Sdn. Bhd.	100	100	Construction works
Subsidiary of Power Gas System Sdn. Bhd.:			
LPG System Sdn. Bhd.	98.2	98.2	Ceased operations

^[1] Subsidiary disposed of during the financial year

^[2] Became a wholly-owned subsidiary of the Group during the financial year

(a) Acquisition of minority interests

On 19 April 2010, an indirect wholly-owned subsidiary of the Company, Majestic Focus Sdn. Bhd. ("MFSB") acquired the remaining equity interest in Prima Nova Harta Development Sdn. Bhd. ("PNHD"), comprising 500,000 ordinary shares of RM1 each, for a purchase consideration of RM28,040,000. The acquisition resulted in PNHD becoming a wholly-owned subsidiary of MFSB and an indirect wholly-owned subsidiary of the Company.

On the date of acquisition, the carrying value of the additional interest acquired was approximately RM21,201,000. The difference between the consideration and the book value of the interest acquired of approximately RM6,840,000 is reflected as goodwill on acquisition of minority interests. As at 31 March 2011, RM12,875,000 was paid and the remaining amount is to be paid by the settlement arrangement as disclosed in Note 43 (1).

(b) Disposal of subsidiary

On 9 December 2010, the Company entered into a Sale and Purchase of Shares Agreement ("SPA") with Shapadu Resources Sdn. Bhd. (formerly known as Shapadu Global Sdn. Bhd.), for the proposed disposal of its 100% equity interest in Lim Thiam Leong Realty Sdn. Bhd. ("LTLR") for a total consideration of RM50.0 million ("Proposed Disposal"). Upon completion of the Proposed Disposal, LTLR will cease to be a subsidiary of the Company.

The Proposed Disposal was completed during the year and the balance purchase price of RM45.0 million was received on 8 April 2011.

Notes to the Financial Statements

31 March 2011

22. Investments in subsidiaries (cont'd)

(b) Disposal of subsidiary (cont'd)

The disposal had the following effects on the financial position of the Group as at the end of the financial year:

	2011 RM'000
Property, plant and equipment	396
Investment properties	45,633
Trade and other receivables	345
Cash and bank balances	1,137
Trade and other payables	(1,326)
Tax payable	(152)
Deferred taxation	(2,393)
<hr/>	
Net assets disposed	43,640
Total disposal proceeds	50,000
<hr/>	
Gain on disposal to the Group	(6,360)
Less: Incidental expenses	1,100
<hr/>	
Net gain on disposal to the Group	(5,260)
<hr/>	
Disposal proceeds settled by:	
Cash	50,000
<hr/>	
Cash inflow arising on disposal:	
Cash consideration	50,000
Cash and cash equivalents of subsidiary disposed off	(1,137)
Less: Incidental expenses	(1,100)
<hr/>	
	47,763
Less: Other receivables (Note 27)	(45,000)
<hr/>	
Net cash inflow to the Group	2,763
<hr/>	

Notes to the Financial Statements

31 March 2011

23. Investments in associates

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Unquoted shares, at cost	910	910	910	910
Less: Accumulated impairment losses	(400)	(400)	(808)	(808)
	510	510	102	102
Share of post-acquisition losses	(441)	(439)	-	-
	69	71	102	102

Details of associates, which are incorporated in Malaysia, are as follows:

Name of associates	Principal activities	Equity ownership interest		Proportion of voting power	
		2011 %	2010 %	2011 %	2010 %
Held by the Company:					
Marak Unggul Sdn. Bhd.	Dormant	20.00	20.00	20.00	20.00
Progresif Setia Sdn. Bhd.	Property development	40.00	40.00	40.00	40.00

The associates have a financial year-end of 31 December 2010 to conform with those of their holding company's financial year-end. The financial statements of the associates for the 3 months interim period ended 31 March 2011 have been used for the purpose of applying the equity method of accounting.

The summarised financial information of the associates, adjusted for the proportion of ownership interest held by the Group are as follows:

	Group	
	2011 RM'000	2010 RM'000
Assets and liabilities		
Current assets, representing total assets	71	73
Current liabilities, representing total liabilities	(2)	(2)
Results		
Revenue	-	-
Loss for the year	(2)	(1)

Notes to the Financial Statements

31 March 2011

24. Investments in jointly controlled entities

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Unquoted shares, at cost	62,876	62,876	62,876	62,876
Less: Accumulated impairment losses	(2,245)	(2,245)	(2,245)	(2,245)
	60,631	60,631	60,631	60,631
Share of post-acquisition profits	13,631	10,695	-	-
	74,262	71,326	60,631	60,631

Details of the jointly controlled entities are as follows:

Name of associates	Country of incorporation	Equity ownership interest		Principal activities
		2011 %	2010 %	
Continental Estates Sdn. Bhd. ("Continental")	Malaysia	15.81	15.81	Estate and property development
Alpine Return Sdn. Bhd.	Malaysia	50.00	50.00	Property development

The Group's aggregate share of current assets, non-current assets, current liabilities and non-current liabilities, income and expenses of the jointly controlled entities are as follows:

	Group	
	2011 RM'000	2010 RM'000
Assets and liabilities		
Current assets	77,151	70,873
Non-current assets	52,626	52,435
Total assets	129,777	123,308
Current liabilities	(49,863)	(44,354)
Non-current liabilities	(5,652)	(7,628)
Total liabilities	(55,515)	(51,982)
Results		
Revenue	5,388	5,173
Expenses, including finance costs and taxation	(2,452)	(2,820)

Included in the non-current assets are land held for property development where Continental has not converted the land for development use. Although the land has not been converted, the intention of Continental has always been to develop the land and the directors of Continental are committed to this intention. Continental commissioned a valuation on the said land in 2006 and resulting from the valuation, an impairment loss was recognised in its books in the previous financial years. The RM2,245,000 impairment loss in respect of the Group and of the Company in the previous financial years represented the write-down of the value of the investment in the jointly controlled entity to its estimated recoverable value which is based on the net asset value.

Notes to the Financial Statements

31 March 2011

25. Investment securities

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Non-current				
<i>Financial assets at fair value through profit or loss</i>				
Equity instrument (quoted in Malaysia) *	13,498	19,942	13,055	19,582
Equity instrument (unquoted in Malaysia) #	10,000	10,000	-	-
Golf clubs corporate memberships #	1,034	1,034	824	824
Subordinated bonds #	8,360	8,360	8,360	8,360
	32,892	39,336	22,239	28,766
Less:				
Accumulated impairment losses				
- Unquoted shares #	(4,738)	(4,738)	-	-
- Golf clubs corporate memberships #	(333)	(333)	(333)	(333)
- Subordinated bonds #	(8,000)	(8,000)	(8,000)	(8,000)
	19,821	26,265	13,906	20,433
Current				
<i>Financial assets at fair value through profit or loss</i>				
Equity instrument (quoted in Malaysia)	312	851	-	-
Total	20,133	27,116	13,906	20,433
At market value				
Quoted shares:				
Non-current	13,498	19,942	13,055	19,582
Current	312	851	-	-

* Prior to 1 April 2010, the non-current investments were stated at cost less impairment.

The fair value information has not been disclosed for these financial instruments as their fair value cannot be measured reliably.

The fair value of the unquoted investment securities has not been disclosed as its fair value cannot be measured reliably due to the lack of quoted market price in an active market. The assumptions required for valuing this financial instruments using valuation techniques by management would result in the range of fair value estimates to be significant and the probability of the various estimates cannot be reasonably assessed. Accordingly the carrying amount of the investment continues to be stated at cost.

Certain quoted shares of the Group and of the Company with carrying values of RM12,388,000 (2010: RM18,353,000) and RM12,388,000 (2010: RM18,353,000) respectively was pledged as securities for credit facilities granted to the Group and the Company as disclosed in Note 35.

The RM8,000,000 impairment loss recognised in the previous years represented the write-down of the Subordinated Bonds to their recoverable amounts. The Subordinated Bonds were subscribed pursuant to a collateralised loan obligations transaction for a 5-year unsecured fixed rate term loan of RM60,000,000 in previous year. The bonds were issued by a special purpose vehicle and the term loans were disbursed by the lenders to the Company and other borrowers. As advised by the trustee of the bonds, certain borrowers have defaulted in the repayments of their term loan obligations, resulting in the aforesaid impairment.

Notes to the Financial Statements

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26. Inventories

	Group	
	2011 RM'000	2010 RM'000
At cost:		
Completed properties	25,922	45,265

Completed properties of the Group amounting to RM13,030,000 (2010: RM18,764,000) were charged to financial institutions to secure credit facilities granted to the Group and the Company as disclosed in Note 35.

27. Trade and other receivables

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Current				
Trade receivables				
Third parties	57,215	88,769	-	-
Retention sums (Note 29)	87	3,795	-	-
	57,302	92,564	-	-
Less: Allowance for doubtful debts of Third parties	(8,857)	(10,954)	-	-
Trade receivables, net	48,445	81,610	-	-
Other receivables				
Amounts due from related parties:				
Subsidiaries	-	-	208,303	144,441
Jointly controlled entities	17,117	11,762	17,117	11,762
	17,117	11,762	225,420	156,203
Deposits	17,948	5,660	432	550
Sundry receivables*	53,831	12,822	45,159	634
	88,896	30,244	271,011	157,387
Less: Allowance for doubtful debts	(336)	(690)	(38,076)	(38,087)
Other receivables, net	88,560	29,554	232,935	119,300
	137,005	111,164	232,935	119,300
Total trade and other receivables	137,005	111,164	232,935	119,300
Add: Cash and bank balances (Note 30)	89,314	71,971	5,530	5,957
Total loans and receivables	226,319	183,135	238,465	125,257

* Included in sundry receivables of the Group and of the Company is an amount of RM45.0 million receivable representing the balance of purchase price from the disposal of a subsidiary as described in Note 22 (b).

Notes to the Financial Statements

31 March 2011

27. Trade and other receivables (cont'd)

Ageing analysis of trade receivables

The ageing analysis of the Group's total trade receivables excluding accrued billings is as follows:

	Group	
	2011 RM'000	2010 RM'000
Neither past due nor impaired	24,926	51,832
1 to 30 days past due not impaired	3,941	6,005
31 to 120 days past due not impaired	7,877	16,185
More than 121 days past due not impaired	11,701	7,588
	23,519	29,778
Impaired	8,857	10,954
	57,302	92,564

Receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are stakeholders sum and creditworthy debtors with good payment records with the Group.

None of the Group's trade receivables that are neither past due nor impaired have been renegotiated during the financial year.

Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the movement of the allowance for doubtful debts used to record the doubtful debts are as follows:

	Group Individual impaired	
	2011 RM'000	2010 RM'000
Trade receivables	8,857	10,954
Less: Allowance for doubtful debts	(8,857)	(10,954)
	-	-

Notes to the Financial Statements

31 March 2011

27. Trade and other receivables (cont'd)

Receivables that are impaired (cont'd)

Movement in allowance for doubtful debts:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Trade receivables				
At 1 April	10,954	12,473	-	-
Add/(less):				
Allowance during the year	439	576	-	-
Allowance written off	(1,010)	(363)	-	-
Write back to profit or loss	(1,175)	(1,732)	-	-
Disposal of a subsidiary	(351)	-	-	-
At 31 March	8,857	10,954	-	-
Other receivables				
At 1 April	690	207	38,087	41,814
Add/(less):				
Allowance during the year	-	618	-	82
Allowance written off	(343)	(135)	-	(3,809)
Write back to profit or loss	(11)	-	(11)	-
At 31 March	336	690	38,076	38,087

Receivables that were past due but not impaired

The receivables that are past due but not impaired are unsecured in nature. The directors are of the opinion that these debts should be realised in full without material losses in the ordinary course of business as these customers do not have any financial difficulties nor have defaulted on payments.

(a) Credit risk

The Group's primary exposure to credit risk arises through its trade receivables. The Group's trading terms with its customers are mainly on credit. The credit period is generally for a period of one month, extending up to three months for major customers. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to mitigate and minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk other than debts totalling RM1,077,000 (2010: RM2,902,000) due from 1 (2010: 2) customers for purchases of goods. Trade receivables are non-interest bearing.

Notes to the Financial Statements

31 March 2011

27. Trade and other receivables (cont'd)

(b) Amounts due from related parties

Other balances with subsidiaries that are non-trade in nature attract interest rates ranging from 0% to 6.25% (2010: 0% to 6.0%) per annum. All balances with subsidiaries are repayable on demand.

Amounts due from a jointly controlled entity is repayable on demand and attracts interest rate at 7.30% (2010: 6.55%) per annum.

All other amounts due from related parties are non-interest bearing and are repayable on demand. All related party receivables are unsecured and are to be settled in cash.

As at reporting date, debts due from certain subsidiaries which have exceeded their capital investments amounted to approximately RM19,737,000 (2010: RM19,080,000). The directors are of the opinion that no further allowance for doubtful debts needs to be made for the debts due from these subsidiaries as these subsidiaries are expected to generate forecasted future profits based on the financial budgets approved by directors covering a 5-year period.

The principal assumptions used in the forecast include:

(i) Expenditure

The basis used to determine the expenditure of the subsidiaries is the actual expenditure incurred in the previous financial year and adjusted for inflationary factor.

(ii) Growth rate

The weighted growth rates used are consistent with the historically long-term average growth rate. The subsidiaries are expected to achieve an average growth rate of 5% (2010: 5%) over the period of the cash flow projections.

(iii) Discount rate

The discount rate of 10% (2010: 12%) on a pre-tax basis is used in the assumption.

The directors are continuously monitoring the achievability of the forecast and if actual results fall short of forecast, immediate allowance for doubtful debts will be made in the financial statements of the Company.

Further details on related party transactions are disclosed in Note 42.

28. Other current assets

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Prepayments	452	902	389	288
Accrued billings in respect of property development costs	56,265	10,503	-	-
Construction contracts: Due from customers (Note 29)	17,440	15,856	-	-
	74,157	27,261	389	288

Notes to the Financial Statements

31 March 2011

29. Due from/(to) customers on contracts

	Group	
	2011 RM'000	2010 RM'000
Construction costs incurred to date	234,078	310,363
Attributable profits	11,427	9,687
	245,505	320,050
Less: Progress billings	(243,663)	(314,234)
	1,842	5,816
Due from customers on contract (Note 28)	17,440	15,856
Due to customers on contract (Note 37)	(15,598)	(10,040)
	1,842	5,816
Retention sums on contract, included within trade receivables (Note 27)	87	3,795

30. Cash and cash equivalents

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Housing Development Accounts	53,856	40,647	1	1
Cash on hand and at banks	33,450	26,078	5,529	2,956
Deposits with licensed banks	2,008	5,246	-	3,000
Cash and bank balances	89,314	71,971	5,530	5,957
Deposits:				
Weighted average interest rates (%)	2.63	1.67	1.40	1.40
Weighted average maturity (days)	24	15	1	1

Cash under the Housing Development Accounts are held pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966 and are therefore restricted from use in other operations.

Included in deposits of the Group are deposits of RM121,000 (2010: RM363,000) pledged to financial institutions for credit facilities granted to certain subsidiaries, and hence are not available for general use.

Other information on financial risks of cash and cash equivalents are disclosed in Note 44.

Notes to the Financial Statements

31 March 2011

30. Cash and cash equivalents (cont'd)

For the purpose of the cash flow statements, cash and cash equivalents comprise the following as at the reporting date:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Cash and bank balances	89,314	71,971	5,530	5,957
Bank overdrafts (Note 35)	(14)	(9,427)	-	-
Total cash and cash equivalents	89,300	62,544	5,530	5,957

31. Share capital, share premium and treasury shares

	Number of ordinary shares of RM1 each		Amount	
	2011 '000	2010 '000	2011 RM'000	2010 RM'000
Authorised share capital				
At 1 April/31 March	1,000,000	1,000,000	1,000,000	1,000,000

	Number of ordinary shares of RM1 each		Amount			
	Share capital (issued and fully paid) '000	Treasury shares '000	Share capital (issued and fully paid) RM'000	Share premium RM'000	Total share capital and share premium RM'000	Treasury shares RM'000
At 1 April 2009	320,815	31,747	320,815	24,909	345,724	(23,813)
Purchase of treasury shares	-	10	-	-	-	(6)
At 31 March 2010	320,815	31,757	320,815	24,909	345,724	(23,819)
Sale of treasury shares	-	(600)	-	-	-	450
Purchase of treasury shares	-	10	-	-	-	(9)
At 31 March 2011	320,815	31,167	320,815	24,909	345,724	(23,378)

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

Notes to the Financial Statements

31 March 2011

31. Share capital, share premium and treasury shares (cont'd)

Treasury shares

This relates to the acquisition cost of treasury shares net of the proceeds received on their subsequent sale or issuance.

The shareholders of the Company, by an ordinary resolution passed at the Annual General Meeting held on 6 August 2010, renewed their approval for the Company's plan to repurchase its own ordinary shares. The directors of the Company are committed to enhancing the value of the Company for its shareholders and believe that the repurchase plan can be applied in the best interests of the Company and its shareholders.

During the financial year, the Company acquired 10,000 of its issued and paid-up share capital of RM1 each from the open market at an average price of RM0.87 per share. The shares purchased were retained as treasury shares in accordance with Section 67A of the Companies Act, 1965. The Company also disposed of 600,000 of its treasury shares in the open market at an average price of RM1.05 per share. The total consideration paid for the shares purchased and the proceeds from the disposal of treasury shares, including transaction costs were RM8,700 and RM633,000 respectively.

Of the total 320,815,190 (2010: 320,815,190) issued and fully paid ordinary shares as at 31 March 2011, 31,166,300 (2010: 31,756,300) are held as treasury shares by the Company. As at 31 March 2011, the number of ordinary shares in issue less the treasury shares is therefore 289,648,890 (2010: 289,058,890) ordinary shares of RM1 each.

32. Other reserves

	Group	
	2011 RM'000	2010 RM'000
As at 1 April	3,464	3,464
Realisation of reserve attributable to disposal group	(3,464)	-
As at 31 March	-	3,464

Other reserve relates to capital reserve which was used to record the increase in the fair value of certain freehold land and building of Campbell Complex which have not been revalued since 1983. The capital reserve was realised during the year following the disposal of a subsidiary as described in Note 22 (b).

33. Retained profits

Prior to the year of assessment 2008, Malaysian companies adopted the full imputation system. In accordance with the Finance Act 2007 which was gazetted on 28 December 2007, companies shall not be entitled to deduct tax on dividend paid, credited or distributed to its shareholders, and such dividends will be exempted from tax in the hands of the shareholders ("single tier system"). However, there is a transitional period of six years, expiring on 31 December 2013, to allow companies to pay franked dividends to their shareholders under limited circumstances. Companies also have an irrevocable option to disregard the Section 108 of the Income Tax Act 1967 ("Sec 108") balance and opt to pay dividends under the single tier system. The change in the tax legislation also provides for the Sec 108 balance to be locked-in as at 31 December 2007 in accordance with Section 39 of the Finance Act 2007.

The Company has not elected for the irrevocable option to disregard the Sec 108 balance. Accordingly, during the transitional period, the Company may utilise the credit in the Sec 108 balance as at 31 March 2011 to distribute cash dividend payments to ordinary shareholders as defined under the Finance Act 2007. As at 31 March 2011, the Company has sufficient credit in the Sec 108 balance to pay franked dividends out of its entire retained earnings.

Notes to the Financial Statements

31 March 2011

34. Shares held by ESTS Trust

The Company established a trust ("ESTS Trust") for its eligible executives pursuant to the establishment of an ESTS. The ESTS Trust is administered by an appointed Trustee. The Trustee will be entitled from time to time to accept financial assistance from the Company upon such terms and conditions, as the Company and the Trustee may agree, to purchase shares in the Company from the open market for the purposes of this trust. The shares purchased for the benefit of the Group's employees are recorded as Shares held by ESTS Trust in the Group's and the Company's statements of financial position as a deduction in arriving at the shareholders' equity.

The main features of the ESTS, inter-alia, are as follows:

- (a) Beneficiaries of the ESTS are eligible employees who are full-time employees under the category of executives of the Group, which may include executive directors of the Company, who have been in employment with the Company for at least 6 months and are on the payroll of the Company and its subsidiaries during the ESTS Period.
- (b) The aggregate number of shares to be acquired under the ESTS shall not exceed 15 million of the issued ordinary shares of the Company for the time being and the amount required to purchase the first tranche of 10 million issued ordinary shares of the Company shall not exceed RM14 million.
- (c) The Scheme shall be in force for a period of 3 years, effective from 1 October 2007.
- (d) The beneficiaries shall be entitled to any distribution rights (including but not limited to dividends, bonus and rights issues but shall exclude cash capital repayments) in relation to the ESTS Shares. However, such dividends, if any, are automatically waived in favour of the Company as settlement of any cost incurred in implementing and maintaining the Scheme.
- (e) The beneficiaries shall not be entitled to any voting rights in relation to the ESTS Shares as the voting rights lie with the appointed Trustee who shall take into consideration the recommendations of the adviser appointed by the ESTS Committee before voting.
- (f) The award to the beneficiaries is through the realisation of any gains arising from the disposal of the ESTS Shares held in the ESTS Trust. The net gains from such disposal, after repayment of the corresponding portion of the loan granted by the Company are to be allocated to the beneficiaries based on the beneficiaries' achievement of their respective performance targets as determined by the Company.

The Company appointed OSK Trustees Berhad as the Trustee of the Scheme and entered into a Trust Deed on 24 September 2007.

Subsequently, the following were entered into to amend certain clauses/definitions of the Scheme:

- (a) First Supplemental Deed dated 10 February 2009 to amend the definition of "Eligible Employees" to exclude the Executive Directors and persons connected to the Executive Directors; and
- (b) Second Supplemental Deed dated 12 March 2009 to extend the maturity period of the ESTS for a further 2 years to 30 September 2012.

The Board has on 3 February 2009 resolved to increase the total shares to be purchased under the ESTS by 5 million to 20 million ordinary shares and the amount required to purchase the total shares shall not exceed RM19 million.

On 26 May 2010, the Board further resolved to increase the total shares to be purchased under the ESTS to 25 million ordinary shares. The amount required to purchase the total shares shall not exceed RM25 million.

Subsequently on 28 April 2011, the Board further resolved to increase the amount required to purchase the ESTS shares from RM25 million to RM27 million.

During the financial year, the Trustee acquired 526,000 ordinary shares of the Company from the open market at prices ranging from RM0.90 to RM0.91 per share, for a total consideration of RM0.476 million.

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34. Shares held by ESTS Trust (cont'd)

Details of the ESTS Shares bought back during the financial year were as follows:

Month	Share Price		Number of shares '000	Total consideration RM'000
	Lowest RM	Highest RM		
At 1 April 2010			15,000	15,465
July 2010	0.90	0.91	526	476
At 31 March 2011			15,526	15,941
			2011	2010
Average price per share (RM)			1.03	1.03

35. Borrowings

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Short term borrowings				
Secured:				
Bank overdrafts	14	9,427	-	-
Term loans	22,945	35,710	-	11,000
Revolving credits	55,000	35,500	55,000	29,000
	77,959	80,637	55,000	40,000
Long term borrowings				
Secured:				
Term loans	75,958	33,435	63,897	-
Revolving credits	2,500	-	-	-
	78,458	33,435	63,897	-
	156,417	114,072	118,897	40,000

Notes to the Financial Statements

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35. Borrowings (cont'd)

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Total borrowings				
Bank overdrafts (Note 30)	14	9,427	-	-
Term loans	98,903	69,145	63,897	11,000
Revolving credits	57,500	35,500	55,000	29,000
	156,417	114,072	118,897	40,000
Maturity of borrowings:				
Within 1 year	77,959	80,637	55,000	-
More than 1 year and less than 2 years	78,458	33,435	63,897	40,000
	156,417	114,072	118,897	40,000

The bank overdrafts, term loans and revolving credits are secured by charges on certain assets of the Group and of the Company as follows:

- (i) freehold land and buildings
- (ii) land held for property development
- (iii) development and completed properties
- (iv) present and future assets of certain subsidiaries
- (v) security sharing agreement and trust deed
- (vi) certain quoted investments and unquoted shares

The borrowings are also secured by way of corporate guarantees given by the Company.

The repayment terms vary from a single repayment in full, monthly instalments to quarterly instalments over a period of five years or by redemption of development units' selling price of certain residential development of subsidiaries.

Other information on financial risks on borrowings are as follows:

Group	Type	Weighted average interest rate		Maturity	Fair value	
		2011 %	2010 %		2011 RM'000	2010 RM'000
Bank overdrafts	Floating	7.55	7.03	On demand	14	9,427
Term loans	Floating	4.92	4.41	2011 - 2014	98,903	69,145
Revolving credits	Floating	5.35	3.92	On demand	57,500	35,500
Company						
Term loans	Floating	5.15	4.60	2011 - 2014	63,897	11,000
Revolving credits	Floating	5.35	4.20	On demand	55,000	29,000

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36. Trade, other payables and deferred income

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Current				
Trade payables				
Third parties (Note (a))	99,435	88,156	452	490
Other payables				
Amounts due to related parties (Note (b)):				
Subsidiaries	-	-	338,106	337,061
	-	-	338,106	337,061
Accruals	26,565	14,096	1,113	1,006
Sundry payables	30,611	13,927	297	2,089
	57,176	28,023	339,516	340,156
	156,611	116,179	339,968	340,646
Non-current				
Other payables				
Sundry payables	2,333	2,333	-	-
Deferred income (Note (c))	35,799	35,799	-	-
	38,132	38,132	-	-
Total trade and other payables	194,743	154,311	339,968	340,646
Add: Loans and borrowings (Note 35)	156,417	114,072	118,897	40,000
Total financial liabilities carried at amortised cost	351,160	268,383	458,865	380,646

(a) Trade payables

Trade payables are generally non-interest bearing and the normal trade credit terms range from 30 to 90 (2010: 30 to 90) days.

(b) Amounts due to related parties

Amounts due to related parties are non-interest bearing and are repayable on demand. The amounts are unsecured and are to be settled in cash.

(c) Deferred income

Deferred income is in respect of unrealised profit arising from the disposal of the land ("Mayang Land") to Alpine Return Sdn. Bhd. ("Alpine") in prior years. The income will be realised upon sale of the land when sold to third parties or when the Company disposes of its investment in Alpine. There were no sales in respect of the land recognised by Alpine during the current and previous financial years.

Further details on related party transactions are disclosed in Note 42.

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37. Other current liabilities

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Progress billings in respect of property development costs	473	1,559	-	-
Construction contracts: Due to customers (Note 29)	15,598	10,040	-	-
	16,071	11,599	-	-

38. Deferred taxation

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
At 1 April	(1,819)	(2,888)	(42)	(42)
Recognised in profit or loss (Note 13)	(1,362)	1,063	-	-
Disposal of subsidiary	(165)	6	-	-
At 31 March	(3,346)	(1,819)	(42)	(42)

Presented after appropriate offsetting as follows:

Deferred tax assets	(12,826)	(11,751)	(262)	(262)
Deferred tax liabilities	9,480	9,932	220	220
	(3,346)	(1,819)	(42)	(42)

The components and movements of deferred tax liabilities and assets during the financial year prior to offsetting are as follows:

Deferred tax liabilities of the Group

	Accelerated capital allowances RM'000	Fair value adjustment/ revaluation of freehold land RM'000	Total RM'000
At 1 April 2009		234	10,039
Recognised in profit or loss		216	(107)
At 31 March 2010		450	9,932
Recognised in profit or loss		56	(249)
Disposal of subsidiary		(203)	(203)
At 31 March 2011	303	9,177	9,480

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38. Deferred taxation (cont'd)

Deferred tax assets of the Group

	Deferred income RM'000	Unused tax losses RM'000	Unabsorbed capital allowances RM'000	Provisions RM'000	Total RM'000
At 1 April 2009	(9,308)	(41)	(69)	(3,509)	(12,927)
Recognised in profit or loss	-	(75)	(36)	1,281	1,170
Disposal of subsidiary	-	-	-	6	6
At 31 March 2010	(9,308)	(116)	(105)	(2,222)	(11,751)
Recognised in income statement	-	(1,208)	(185)	280	(1,113)
Disposal of subsidiary	-	-	-	38	38
At 31 March 2011	(9,308)	(1,324)	(290)	(1,904)	(12,826)

Deferred tax liabilities of the Company

	Accelerated capital allowances RM'000
At 1 April 2009 and 31 March 2010	220
Recognised in profit or loss	-
At 31 March 2011	220

Deferred tax liabilities of the Company

	Unused tax losses RM'000	Unabsorbed capital allowances RM'000	Provisions RM'000	Total RM'000
At 1 April 2009, 31 March 2010	(116)	(99)	(47)	(262)
Recognised in profit or loss	-	-	-	-
At 31 March 2011	(116)	(99)	(47)	(262)

Notes to the Financial Statements

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38. Deferred taxation (cont'd)

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Unused tax losses	44,450	37,861	19,930	12,446
Unabsorbed capital allowances	466	1,358	419	-
Other deductible temporary differences	47,483	46,051	10	-
	92,399	85,270	20,359	12,446

The unused tax losses and unabsorbed capital allowances are available indefinitely for offset against future taxable profits of the subsidiaries in which those items arose, subject to guidelines issued by the tax authority.

Deferred tax assets have not been recognised where it is not probable that future taxable profits will be available against which the subsidiaries can utilise the benefits.

39. Operating lease arrangements

The Group as lessor

The Group has entered into non-cancellable operating lease agreements on its investment property portfolio. These leases have remaining non-cancellable lease terms of between 1 and 3 years. All leases include a clause to enable upward revision of the rental charge on an annual basis based on prevailing market conditions and certain contracts include contingent rental arrangements computed based on sales achieved by tenants.

The future minimum lease payments receivable under non-cancellable operating leases contracted for as at the reporting date but not recognised as receivables, are as follows:

	Group	
	2011 RM'000	2010 RM'000
Not later than 1 year	2,758	5,982
Later than 1 year and not later than 5 years	983	2,226
	3,741	8,208

Investment property rental income, including contingent rent, recognised in profit or loss during the financial year is disclosed in Note 3.

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40. Contingent liabilities

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Unsecured:				
Corporate guarantee given to financial institutions for credit facilities granted to subsidiaries	-	-	15,506	29,145

Contingent liabilities are secured by charges as disclosed in Note 35.

41. Capital commitments

	Group	
	2011 RM'000	2010 RM'000
Approved and contracted for:		
Freehold land	-	39,000
Acquisition of minority interests	-	28,040
	-	67,040

42. Related party disclosures

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
(a) Transactions with subsidiaries				
- interest income receivables	-	-	2,461	1,821
- rental expense	-	-	-	(748)
- management fees	-	-	2,800	3,500
(b) Transactions with a company connected to a Director				
Symphony Assets Sdn. Bhd. [#]				
- rental expense	(1,341)	(173)	(786)	(93)
(c) Transactions with a jointly controlled entity				
Alpine Return Sdn. Bhd.				
- interest on advances	527	561	1,054	1,122
- advances to	4,300	4,300	4,300	4,300

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42. Related party disclosures

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
(d) Transactions with certain directors of the Company				
Sale of properties to certain directors	4,955	1,909	-	-

The company in which Datuk Mohamed Azman bin Yahya, a director of the Company, deemed to have substantial interest.

The directors are of the opinion that the above transactions have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

Information regarding the outstanding balances arising from the related party transactions as at 31 March 2011 are disclosed in Notes 27 and 36.

(e) Compensation of key management personnel

The remuneration of members of key management other than directors during the year was as follows:

	Group		Company	
	2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Wages and salaries	2,488	1,957	1,782	1,359
Contributions to defined contribution plan	370	241	286	171
Social security contributions	4	5	3	3
Other benefits	318	258	235	203
	3,180	2,461	2,306	1,736

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

Remuneration of directors is as disclosed in Note 7.

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43. Significant events during the financial year

- (1) An indirect wholly-owned subsidiary of the Company, Majestic Focus Sdn. Bhd. ("MFSB") had on 19 April 2010 entered into a Share Sale Agreement ("SSA") with Prima Nova Development Sdn. Bhd. ("PND") for the acquisition of the remaining 500,000 ordinary shares of RM1 each in Prima Nova Harta Development Sdn. Bhd. ("PNHD"), representing equity interest of 50% less 1 ordinary share in PNHD for a total consideration of RM28,040,000 ("Acquisition"). The Acquisition resulted in PNHD being an indirect wholly-owned subsidiary of the Company.

Co-terminous to the Acquisition, PND had also entered into Sale and Purchase Agreements with PNHD to acquire two (2) bungalow units ("Bungalows") for a total consideration of RM2,040,000 ("House Price").

The consideration for the Acquisition is payable in the following manner:

- (i) A sum of RM7,040,000 upon completion of the Acquisition ("Payment"). MFSB was authorised to deduct the House Price from the Payment and to pay the same to PNHD as settlement of the purchase of the Bungalows; and
- (ii) The balance consideration of RM21,000,000 shall be payable over eight (8) equal instalments of RM2,625,000 each, commencing from 30 September 2010 and ending on 30 June 2012.

The Acquisition was completed on even date and the effect of this acquisition is described in Note 22 (a).

- (2) The Company had on 29 March 2010 announced that its indirect wholly-owned subsidiary, Bolton Mutiara Sdn. Bhd. ("BMSB") (formerly known as Bolton LYL Sdn. Bhd.) entered into a conditional Sale and Purchase Agreement ("SPA") with Intrapuri Sdn. Bhd. ("Intrapuri") for the proposed acquisition of all that piece of freehold land in Kuala Lumpur measuring approximately 240,102 square feet or 5.5 acres held under GRN 28118, Lot 135, Seksyen 90, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan for a cash consideration of RM39.0 million.

On 21 June 2010, the Company announced that Intrapuri had vide their letter informed BMSB that they wish to terminate the SPA.

After seeking legal advice on the Group's legal position, the Company had on 6 October 2010 announced that the SPA has been conclusively terminated due to unsatisfactory delivery of the requirements of the terms and conditions of the SPA by Intrapuri.

- (3) The Company had on 10 August 2010 announced that on that day its indirect wholly-owned subsidiary, Ketapang Realty Sdn. Bhd. entered into a Sale and Purchase Agreement ("SPA") with LP Heights Sdn. Bhd. (formerly known as Sarinita Sdn. Bhd.) for the proposed acquisition of a piece of leasehold land in Selangor Darul Ehsan measuring approximately 22.98 acres held under Pajakan Negeri No. 7338, Lot 15283, Seksyen 2, Bandar Ulu Kelang, District of Gombak, State of Selangor Darul Ehsan for a total cash consideration of RM72.0 million. ("Proposed Acquisition")

The Proposed Acquisition was completed on 10 December 2010.

- (4) The Company had on 9 December 2010 announced that it has on that day entered into a Sale and Purchase of Shares Agreement ("SPA") with Shapadu Resources Sdn. Bhd. (formerly known as Shapadu Global Sdn. Bhd.), for the proposed disposal of its 100% equity interest in Lim Thiam Leong Realty Sdn. Bhd. ("LTLR") for a total consideration of RM50.0 million ("Proposed Disposal"). Upon completion of the Proposed Disposal, LTLR will cease to be a subsidiary of the Company.

The Proposed Disposal was completed during the financial year and the balance of purchase price was received on 8 April 2011.

Notes to the Financial Statements

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44. Financial risk management objectives and policies

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include interest rate risk, foreign currency risk, liquidity risk and credit risk.

The Board of Directors reviews and agrees on the policies and procedures for the management of these risks, which are executed by the Chief Financial Officer. The Audit Committee provides independent oversight to the effectiveness of the risk management process.

It is, and has been throughout the current and previous financial year, the Group's policy that no derivatives shall be undertaken except for the use as hedging instruments where appropriate and cost-efficient. The Group and the Company do not apply hedge accounting.

The following sections provide details regarding the Group's and Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. As the Group has no significant interest-bearing financial assets, the Group's income and operating cash flows are substantially independent of changes in market interest rates. The Group's interest-bearing financial assets are mainly short-term in nature and have been mostly placed in fixed deposits.

The Group has minimal exposure to interest rate risk at the reporting date. The table sets out the carrying amounts, the weighted average effective interest rates ("WAEIR") as at the reporting date and the remaining maturities of the Group's and of the Company's financial instruments that are exposed to interest rate risk as disclosed in Note 35.

Sensitivity analysis for interest rate risk

At the reporting date, if interest rates had been 25 basis points lower/higher, with all other variables held constant, the Group's profit net of tax would have been RM231,000 higher/lower, arising mainly as a result of lower/higher interest expense on floating rate loans and borrowings.

(b) Foreign exchange risk

The Group has no material exposure to any foreign exchange risk.

(c) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

The Group manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that refinancing, repayment and funding needs are met. As part of its overall liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements. In addition, the Group strives to maintain available banking facilities at a reasonable level to its overall debt position. As far as possible, the Group raises committed funding from both capital markets and financial institutions and balances its portfolio with some short term funding so as to achieve overall cost effectiveness.

Notes to the Financial Statements

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44. Financial risk management objectives and policies (cont'd)

(d) Credit risk

The Group's credit risk is primarily attributable to trade receivables. The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant. Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral.

Exposure to credit risk

The credit risk of the trade and other receivables are disclosed in Note 27.

Credit risk concentration profile

The Group's concentration of risk also includes the amount receivable as disclosed in Note 27 and the Group minimises its credit risk by continuous monitoring of receivable balances.

Financial assets that are neither past due nor impaired

Information regarding trade and other receivables that are neither past due nor impaired is disclosed in Note 27.

Financial assets that are either past due or impaired

Information regarding financial assets that are either past due or impaired is disclosed in Note 27.

(e) Fair values

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value:

	<u>Note</u>
Trade and other receivables	27
Trade and other payables	36

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair value due to their short-term nature.

Information regarding fair values of unquoted investment securities is disclosed in Note 25.

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45. Capital management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in, amongst others, its operating environment and economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 March 2010 and 31 March 2011.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group considers the net debt as loans and borrowings less cash and bank balances.

	Note	Group		Company	
		2011 RM'000	2010 RM'000	2011 RM'000	2010 RM'000
Loans and borrowings	35	156,417	114,072	118,897	40,000
Less: Cash and bank balances	30	(89,314)	(71,971)	(5,530)	(5,957)
Aggregate indebtedness		67,103	42,101	113,367	34,043
Total equity attributable to the owners of the parent		429,401	423,062	350,148	342,949
Capital and net debt		496,504	465,163	463,515	376,992
Gearing ratio		16%	10%	32%	10%

46. Segmental information

The Group predominantly carries out its operations in Malaysia. Accordingly, information by geographical segments on the Group's operations is not presented. Segmental information is presented using the following business segments:

Property development

Incorporating property development, property management and maintenance and property marketing consultancy.

Property investment

Incorporating property investment and property management and maintenance.

Construction and quarry operations

Incorporating construction works, quarry operations and receipt of tribute income.

Other operations

Other operations of the Group comprise other investments and investment holdings, none of which constitutes a separate reportable segment.

Transfer prices between business segments are in the normal course of business and at terms mutually agreed between the parties. Segment revenues, expenses and results include transfers between business segments. These transfers are eliminated on consolidation.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, and intangible assets other than goodwill.

Notes to the Financial Statements

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46. Segmental information (cont'd)

Business Segments

The following table provides an analysis of the Group's revenue, results, assets and liabilities and other information by business segment:

2011	Property development RM'000	Property investment RM'000	Construction and quarry operations RM'000	Other operations RM'000	Eliminations RM'000	Total RM'000
Revenue						
External revenue	222,800	11,671	9,281	28	-	243,780
Inter-segment sales	15,322	-	801	8,353	(24,476)	-
	238,122	11,671	10,082	8,381	(24,476)	243,780
Results						
Segment results	31,897	3,008	4,481	456	-	39,842
Unallocated corporate expenses						(15,389)
Finance costs						(6,277)
Other investing activities results						(786)
Share of results in associates	-	-	-	(2)	-	(2)
Share of results in jointly controlled entities	2,936	-	-	-	-	2,936
Profit before taxation						20,324
Income tax						(8,434)
Profit for the year						11,890
Assets						
Segment assets	545,799	39,193	38,615	96,713	-	720,320
Investments in associates	-	-	-	69	-	69
Investments in jointly controlled entities	74,262	-	-	-	-	74,262
Unallocated assets	-	-	-	-	-	7,763
Total assets						802,414

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46. Segmental information (cont'd)

Business Segments (cont'd)

2011	Property development RM'000	Property investment RM'000	Construction and quarry operations RM'000	Other operations RM'000	Eliminations RM'000	Total RM'000
Liabilities						
Segment liabilities	209,472	1,846	34,725	121,188	-	367,231
Unallocated liabilities	-	-	-	-	-	1,994
Total liabilities						<u>369,225</u>
Other information						
Capital expenditure	977	63	-	235	-	1,275
Depreciation and amortisation	357	1,889	255	2,106	-	4,607
Other significant non-cash expenses:						
Fair value adjustments on						
financial assets at fair value						
through profit or loss						
	-	-	-	(6,338)	-	(6,338)
Net write back of doubtful debts	-	(717)	(19)	(11)	-	(747)
Bad debts recovered	-	-	-	(43)	-	(43)
Impairment losses on inventories	2,478	-	-	-	-	2,478
Reversal of impairment losses for:						
- land held for property development	93	-	-	-	-	93
- property development costs	1,978	-	-	-	-	1,978

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46. Segmental information (cont'd)

Business Segments (cont'd)

The following table provides an analysis of the Group's revenue, results, assets and liabilities and other information by business segment:

2010	Property development RM'000	Property investment RM'000	Construction and quarry operations RM'000	Other operations RM'000	Eliminations RM'000	Total RM'000
Revenue						
External revenue	210,958	12,045	33,572	898	-	257,473
Inter-segment sales	6,682	-	25,886	10,600	(43,168)	-
	217,640	12,045	59,458	11,498	(43,168)	257,473
Results						
Segment results	52,042	2,455	5,813	1,430	-	61,740
Unallocated corporate expenses						(11,960)
Finance costs						(5,304)
Other investing activities results						3,877
Share of results in associates	-	-	-	(2)	-	(2)
Share of results in jointly controlled entities	2,353	-	-	-	-	2,353
Profit before taxation						50,704
Income tax						(16,317)
Profit for the year						34,387
Assets						
Segment assets	457,522	86,354	52,408	56,901	-	653,185
Investments in associates	-	-	-	71	-	71
Investments in jointly controlled entities	71,326	-	-	-	-	71,326
Unallocated assets	-	-	-	-	-	8,279
Total assets						732,861

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46. Segmental information (cont'd)

Business Segments (cont'd)

2010	Property development RM'000	Property investment RM'000	Construction and quarry operations RM'000	Other operations RM'000	Eliminations RM'000	Total RM'000
Liabilities						
Segment liabilities	188,056	5,588	44,959	43,608	-	282,211
Unallocated liabilities	-	-	-	-	-	2,130
Total liabilities						<u>284,341</u>
Other information						
Capital expenditure	381	19	-	3,894	-	4,294
Depreciation and amortisation	344	918	1,852	645	-	3,759
Other significant non-cash expenses:						
Bad debts written off on third parties	-	-	1	-	-	1
Fair value adjustments on financial assets at fair value through profit or loss	-	-	-	(3,244)	-	(3,244)
Net allowance for/(write back of) doubtful debts	709	(295)	(1,034)	82	-	(538)
Bad debts recovered	-	-	(24)	-	-	(24)
Reversal of provision for foreseeable losses	(829)	-	-	-	-	(829)
Reversal of impairment losses for:						
- land held for property development	(2,489)	-	-	-	-	(2,489)
- property development costs	(1,724)	-	-	-	-	(1,724)

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47. Supplementary explanatory note on disclosure of realised and unrealised profits

The breakdown of the retained earnings of the Group and of the Company as at 31 March 2011 into realised and unrealised profits is presented in accordance with the directive issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and prepared in accordance with Guidance on 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.

	Group 2011 RM'000	Company 2010 RM'000
Total retained earnings of the Company and its subsidiaries		
- Realised	72,358	43,785
- Unrealised	(50)	(42)
	72,308	43,743
Total share of retained earnings/(accumulated losses) from:-		
Associated companies:		
- Realised	(441)	-
Jointly controlled entities:		
- Realised	13,631	-
	85,498	43,743
Less: Consolidation adjustments	37,498	-
	122,996	43,743
Total retained earnings as per financial statements	122,996	43,743

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

Analysis of Shareholdings

as at 1 August 2011

Authorised Share Capital	:	RM1,000,000,000
Issued & Paid-up Capital	:	RM310,000,000
Class of share	:	Ordinary Shares of RM1.00 each
Voting rights	:	One vote per Ordinary Share

SHAREHOLDINGS DISTRIBUTION

Size of Shareholdings	No. of Shareholders	%	No. of Shares	% *
Less than 100	233	3.18	6,737	0.00
100 – 1,000	2,144	29.22	1,916,448	0.67
1,001 – 10,000	3,970	54.10	17,167,619	6.05
10,001 – 100,000	837	11.41	24,947,468	8.79
100,001 to less than 5% of issued shares	150	2.04	153,932,808	54.23
5% and above of issued shares	4	0.05	85,897,600	30.26
TOTAL	7,338	100.00	283,868,680	100.00

* Excluding a total of 26,131,320 ordinary shares bought back by the Company and retained as treasury shares

DIRECTORS' SHAREHOLDINGS AS PER THE REGISTER OF DIRECTORS

No.	Name of Directors	No. of Ordinary Shares Held			
		Direct Interest	% *	Indirect Interest	% *
1	Datuk Mohamed Azman bin Yahya	7,388,000	2.60	54,500,000 ^{*1}	19.20
2	Wing Kwong @ Chan Wing Kwong	809,000	0.28	109,700 ^{*2}	0.04
3	Chin Jit Pyng	11,271,606	3.97	8,000,000 ^{*3}	2.82
4	Dato' Robert Teo Keng Tuan	-	-	10,000 ^{*4}	0.004
5	Tan Sri Nik Mohamed bin Nik Yaacob	-	-	-	-
6	Datuk Zakaria bin Dato' Ahmad	-	-	-	-
7	Abdul Sani bin Busu	-	-	-	-
8	Lee Siew Choong	-	-	-	-

Notes:-

¹ Deemed interested by virtue of his interest in Gajahrimau Capital Sdn. Bhd. pursuant to Section 6A of the Companies Act, 1965.

² Deemed interested by virtue of his spouse's interest in the Company pursuant to Section 134(12)(c) of the Companies Act, 1965.

³ Deemed interested by virtue of his interest in Billion Inspiration Sdn. Bhd. pursuant to Section 6A of the Companies Act, 1965.

⁴ Deemed interested by virtue of his interest in BHP Corp. Sdn. Bhd. pursuant to Section 6A of the Companies Act, 1965.

* Excluding a total of 26,131,320 ordinary shares bought back by the Company and retained as treasury shares

Analysis of Shareholdings

as at 1 August 2011

SUBSTANTIAL SHAREHOLDERS AS PER THE REGISTER OF SUBSTANTIAL SHAREHOLDERS

No.	Name of Shareholders	No. of Ordinary Shares Held			
		Direct Interest	% *	Indirect Interest	% *
1	Gajahrimau Capital Sdn. Bhd.	54,500,000	19.20	-	-
2	OSK Trustees Berhad	25,000,000	8.81	-	-
3	Lim Hooi Teik	18,992,500	6.69	9,010,100* ¹	3.17
4	Chin Jit Pyng	11,271,606	3.97	8,000,000* ²	2.82
5	Datuk Mohamed Azman bin Yahya	7,388,000	2.60	54,500,000* ³	19.20

Notes:-

¹ Deemed interested by virtue of his interests in Follow Me Sdn. Bhd., Follow Me Records & Artistes Sdn. Bhd., Follow Me Industries Sdn. Bhd. and Tohtonku Sdn. Bhd. pursuant to Section 6A of the Companies Act, 1965.

² Deemed interested by virtue of his interest in Billion Inspiration Sdn. Bhd. pursuant to Section 6A of the Companies Act, 1965.

³ Deemed interested by virtue of his interest in Gajahrimau Capital Sdn. Bhd. pursuant to Section 6A of the Companies Act, 1965.

* Excluding a total of 26,131,320 ordinary shares bought back by the Company and retained as treasury shares

THIRTY (30) LARGEST SHAREHOLDERS

No.	Name of Shareholders	No. of Shares	% *
1	ABB Nominee (Tempatan) Sdn. Bhd. (Pledged Securities Account for Gajahrimau Capital Sdn. Bhd.)	35,000,000	12.33
2	Gajahrimau Capital Sdn. Bhd.	19,500,000	6.87
3	Cartaban Nominees (Asing) Sdn. Bhd. [Exempt An for Royal Bank of Canada (Asia) Limited – Clients Account]	15,871,400	5.59
4	Affin Nominees (Tempatan) Sdn. Bhd. (OSK Trustees Berhad)	15,526,200	5.47
5	Mayban Securities Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Low Mei Loon)	10,000,000	3.52
6	Chin Jit Pyng	9,571,606	3.37
7	Mayban Securities Nominees (Tempatan) Sdn. Bhd. (OSK Trustees Berhad for Bolton ESTS)	9,473,800	3.34
8	Lim Hooi Teik	9,467,100	3.33
9	Lim Hooi Teik	8,086,200	2.85
10	Billion Inspiration Sdn. Bhd.	8,000,000	2.82
11	Datuk Mohamed Azman bin Yahya	5,888,000	2.07
12	Tohtonku Sdn. Berhad	5,862,000	2.07

Analysis of Shareholdings

as at 1 August 2011

THIRTY (30) LARGEST SHAREHOLDERS

No.	Name of Shareholders	No. of Shares	% *
13	Mayban Securities Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for MALPAC Capital Sdn. Bhd.)	5,000,000	1.76
14	Cartaban Nominees (Tempatan) Sdn. Bhd. (Exempt An for Credit Industrial ET Commercial)	4,100,000	1.44
15	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad (Exempt An for Kumpulan Sentiasa Cemerlang Sdn. Bhd.)	3,255,000	1.15
16	HLG Nominee (Tempatan) Sdn. Bhd. (Hong Leong Fund Management Sdn. Bhd. for Hong Leong Bank Berhad)	3,122,300	1.10
17	AMSEC Nominees (Tempatan) Sdn. Bhd. (Amtrustee Berhad for Pacific Pearl Fund)	3,053,200	1.08
18	Tan Lay Hooi	2,694,000	0.95
19	Lee Vincent	2,671,000	0.94
20	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad (Deutsche Trustees Malaysia Berhad for Prugrowth Fund)	2,601,900	0.92
21	HSBC Nominees (Asing) Sdn. Bhd. [Exempt An for BNP Paribas Securities Services (Fullerton Lux F)]	2,500,000	0.88
22	MALPAC Capital Sdn. Bhd.	2,461,800	0.87
23	Follow Me Industries Sdn. Bhd.	2,340,900	0.82
24	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad (Deutsche Trustees Malaysia Berhad for Prusmall-Cap Fund)	2,300,000	0.81
25	Ho Sai Lon Mark	1,961,000	0.69
26	Mayban Nominees (Asing) Sdn. Bhd. (Alpha Securities Pte. Ltd.)	1,850,000	0.65
27	Citigroup Nominees (Tempatan) Sdn. Bhd. (Exempt An for Prudential Fund Management Berhad)	1,800,000	0.63
28	Mayban Nominees (Asing) Sdn. Bhd. (G.K. Goh Strategic Holdings Pte. Ltd.)	1,750,000	0.62
29	Lim Hooi Teik	1,700,200	0.60
30	Chin Jit Pyng	1,700,000	0.60
TOTAL		199,107,606	70.14

* Excluding a total of 26,131,320 ordinary shares bought back by the Company and retained as treasury shares

Properties owned by Bolton Berhad Group

Title/Lot No.	Land Area (Acres)	Existing Use/ Description of Building	Date of Acquisition/ Revaluation	Approximate Age of Building/ Years (Tenure)	Net Book Value as at 31 March 2011 RM'000
Lot 1149, Section 57, Town and District of Kuala Lumpur Wilayah Persekutuan	0.91	Land held for development in Jalan Ceylon, Kuala Lumpur	1983 (Revaluation)	- (Freehold)	5,810
H.S.(D) 65053, P.T. 15140, PT 5546 and PT 5547 both in Mukim and Daerah Petaling, Selangor Mukim and Daerah	49.56	Land held for mixed development in Puchong, Selangor	2001	(Lease-hold/ 99 years from date of issue of title)	28,474
H.S.(D) 64699 No.P.T. 10332 Mukim of Ampangan, District of Seremban, Negeri Sembilan Darul Khusus	51.36	Land held for mixed development in Seremban, Negeri Sembilan	1996	- (Freehold)	31,571
H.S.(D) 414, Lot P.T. 294 Mukim Kuah, District of Langkawi, Kedah	8.57	2-storey shopping complex located in Kuah town, Kedah	1997	14 (Leasehold expiring on 30/12/2093)	30,666
P.T. 4476, H.S.(D) 92414, Mukim Kuala Lumpur District of Kuala Lumpur	10.60	Commercial land located at Taman Midah, Jalan Cheras, Kuala Lumpur	1991	- (Freehold)	9,030
No Milik 66177, 66178, 66179, 66182 and 66188 Lot no 1506,1507,1508, 1512 and 1520 Daerah Port Dickson, Negeri Sembilan	0.68	Vacant development land located at Port Dickson, Negeri Sembilan	1994	- (Freehold)	323
Taman Seri Telok Emas, Mukim Pernu, Negeri Melaka, District of Melaka Tengah, Melaka	16.52	Land held for mixed development in Melaka	1995	- (Lease-hold/ 99 years from date of issue of title)	7,613
Tijani Bukit Tunku, P.T. 153, H.S.(D) 115505, P.T. 106, H.S.(D) 105084, Seksyen 71, Bandar Kuala Lumpur Wilayah Persekutuan	8.67	Land held for development Bukit Tunku, Kuala Lumpur	2004	- (Freehold)	25,550

Properties owned by Bolton Berhad Group

Title/Lot No.	Land Area (Acres)	Existing Use/ Description of Building	Date of Acquisition/ Revaluation	Approximate Age of Building/ Years (Tenure)	Net Book Value as at 31 March 2011 RM'000
Lot 9018, MK Lease 9; Lot 9019, MK Lease 6; Lot 9020, MK Lease 23; Lot 9021, MK Lease 2; Lot 9022, MK Lease 1, Mukim of Batu, District of Gombak	13.68	Vacant agricultural land located at Mukim Batu, District of Gombak	2000	- (99-year lease expiring in 2059)	78
Lot 6668, Pajakan Negeri 7957; Lot 6669, Pajakan Negeri 7958, Mukim and District of Ulu Langat	625	Quarry land for extraction of rock reserves together with office and quarry buildings located at Mukim and District of Ulu Langat	2000	15 (30-year lease expiring in 2022)	18,052
H.S.(D) 629 / 94 P.T. 23910 District of Kuala Muda, Sungai Petani	0.32	Land together with three-storey office building located at District of Kuala Muda, Sungai Petani, Kedah	1995	14 (Freehold)	173
H.S.(D) 630 / 94 P.T. 23911 District of Kuala Muda Sungai Petani	0.32	Land together with three-storey office building located at District of Kuala Muda, Sungai Petani, Kedah	1995	14 (Freehold)	173
H.S.(D) 253/94 P.T. 23534	317.71	Vacant development land intended for mixed development, all in the District of Kuala Muda, Sungai Petani, Kedah	1995	- (Freehold)	57,233
H.S.(D) 2770/95 P.T. 22389					
H.S.(D) 4252/95 P.T. 22460 to H.S.(D) 4262/95 P.T. 22450					
H.S.(D) 4110/95 P.T. 22461 to H.S.(D) 4171/95 P.T. 22522					
H.S.(D) 4032/95 P.T. 22523 to H.S.(D) 4060/95 P.T. 22551					
H.S.(D) 4070/95 P.T. 22561 to H.S.(D) 4088/95 P.T. 22579					
H.S.(D) 4089/95 P.T. 22580 to H.S.(D) 4102/95 P.T. 22593					
H.S.(D) 4234/95 P.T. 22663 to H.S.(D) 4251/95 P.T. 22680					

Properties owned by Bolton Berhad Group

Title/Lot No.	Land Area (Acres)	Existing Use/ Description of Building	Date of Acquisition/ Revaluation	Approximate Age of Building/ Years (Tenure)	Net Book Value as at 31 March 2011 RM'000
H.S.(D) 4263/95 P.T. 22681 to H.S.(D) 4323/95 P.T. 22741					
H.S.(D) 4337/95 P.T. 22755 to H.S.(D) 4348/95 P.T. 22766					
H.S.(D) 4364/95 P.T. 22782 to H.S.(D) 4388/95 P.T. 22806					
H.S.(D) 4424/95 P.T. 22920 to H.S.(D) 4433/95 P.T. 22929					
H.S.(D) 4747/95 P.T. 23087					
H.S.(D) 4751/95 P.T. 23091 to H.S.(D) 4764/95 P.T. 23104 to					
H.S.(D) 4993/95 P.T. 23513 to H.S.(D) 4994/95 P.T. 23514					
H.S.(D) 4841/95 P.T. 23181 to H.S.(D) 4880/95 P.T. 23220					
H.S.(D) 4721/95 P.T. 23436 to H.S.(D) 4745/95 P.T. 23460					
H.S.(D) 4941/95 P.T. 23461 to H.S.(D) 4991/95 P.T. 23511					
H.S.(M) 390/94 P.T. 24207 to H.S.(M) 469/94 P.T. 24286					
H.S.(M) 526/94 P.T. 24343 to H.S.(M) 537/94 P.T. 24354					
H.S.(D) 5148/95 P.T. 24078					
H.S.(M) 299/94 P.T. 24116 to H.S.(M) 372/94 P.T. 24189					
H.S.(M) 1527/94 P.T. 25344 to H.S.(M) 1529/94 P.T. 25346					
H.S.(M) 1531/94 P.T. 25348 to H.S.(M) 1533/94 P.T. 25350					
H.S.(M) 5149/95 P.T. 25351					
H.S.(D) 5892/95 P.T. 25366					

Properties owned by Bolton Berhad Group

Title/Lot No.	Land Area (Acres)	Existing Use/ Description of Building	Date of Acquisition/ Revaluation	Approximate Age of Building/ Years (Tenure)	Net Book Value as at 31 March 2011 RM'000
H.S.(D) 5900/95 P.T. 25374 to H.S.(D) 5903/95 P.T. 25377					
H.S.(D) 6186/95 P.T. 25380 to H.S.(D) 6236/95 P.T. 25430					
H.S.(D) 6339/95 P.T. 25533 to H.S.(D) 6590/95 P.T. 25784					
H.S.(D) 6181/95 P.T. 26796					
H.S.(D) 5906/95 P.T. 25785 to H.S.(D) 6169/95 P.T. 26048					
H.S.(D) 5156/95 P.T. 26049 to H.S.(D) 5397/95 P.T. 26290					
H.S.(D) 5893/95 P.T. 25367					
H.S.(D) 5895/95 P.T. 25369					
H.S.(D) 5896/95 P.T. 25370					
H.S.(D) 5899/95 P.T. 25373					
H.S.(D) 118511 P.T. 1599 to H.S.(D) 119174 P.T. 2262	14.10	Development land under construction all in the District of Kuala Muda, Sungai Petani, Kedah	1995	- (Freehold)	24,777
H.S.(D) 323/94 P.T.23604					
H.S.(D) 324/94 P.T.23605					
H.S.(D) 336/94 P.T.23617					
H.S.(D) 502/94 P.T.23783					
H.S.(D) 514/94 P.T.23795					
H.S.(D) 515/94 P.T.23796					
H.S.(D) 523/94 P.T.23804					
H.S.(D) 524/94 P.T.23805					

Properties owned by Bolton Berhad Group

Title/Lot No.	Land Area (Acres)	Existing Use/ Description of Building	Date of Acquisition/ Revaluation	Approximate Age of Building/ Years (Tenure)	Net Book Value as at 31 March 2011 RM'000
H.S.(D) 529/94 P.T.23810					
H.S.(D) 530/94 P.T.23811					
H.S.(D) 531/94 P.T.23812					
H.S.(D) 532/94 P.T.23813					
H.S.(D) 533/94 P.T.23814					
H.S.(D) 536/94 P.T.23817					
H.S.(D) 539/94 P.T.23820					
H.S.(D) 540/94 P.T.23821					
H.S.(D) 559/94 P.T.23840					
H.S.(D) 560/94 P.T.23841					
H.S.(D) 561/94 P.T.23842					
H.S.(D) 562/94 P.T.23843					
H.S.(D) 563/94 P.T.23844					
H.S.(D) 564/94 P.T.23845					
H.S.(D) 594/94 P.T.23875					
H.S.(D) 595/94 P.T.23876					
H.S.(D) 599/94 P.T.23880					
H.S.(D) 600/94 P.T.23881					
H.S.(D) 601/94 P.T.23882					
H.S.(D) 602/94 P.T.23883					
H.S.(D) 642/94 P.T.23923					
H.S.(D) 643/94 P.T.23924					
H.S.(D) 660/94 P.T.23941					
H.S.(D) 661/94 P.T.23942					

Properties owned by Bolton Berhad Group

Title/Lot No.	Land Area (Acres)	Existing Use/ Description of Building	Date of Acquisition/ Revaluation	Approximate Age of Building/ Years (Tenure)	Net Book Value as at 31 March 2011 RM'000
H.S.(D) 120640 P.T. 2267 to H.S.(D) 120647 P.T. 2274 (Un-subdivided title - H.S.(D) 90428 P.T. 48901)	161.61	Vacant development land intended for mixed development, all in the District of Kuala Muda, Sungai Petani, Kedah	2006	- (Freehold)	13,180
No. Milik 66312 Lot no 4189	3.41	Land held for development, in Bandar Tanjung Bungah Pulau Pinang	2007	- (Freehold)	22,703
No. Milik 71695 Lot no. 450 Seksyen 87A Kuala Lumpur	1.07	Vacant development land intended for development of luxury condominiums in Kuala Lumpur	2008	- (Freehold)	27,098
No. Hak Milik 7338 Lot No. 15283 Mukim Hulu Kelang Daerah Gombak, Selangor Darul Ehsan	22.99	Vacant development land intended for development of bungalows in Kuala Lumpur	2010	85 (Leasehold)	75,187

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the 48th Annual General Meeting of the Company will be held at Glenmarie Ballroom A, Holiday Inn Kuala Lumpur, Glenmarie, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan on Wednesday, 21 September 2011 at 10.00 a.m. for the following purposes:

AGENDA

As Ordinary Business:

1. To receive the Audited Financial Statements for the financial year ended 31 March 2011 together with the Reports of the Directors and Auditors thereon.
2. To declare a first and final dividend of 2.0 sen per share less Malaysian Income Tax of 25% for the financial year ended 31 March 2011. **Resolution 1**
3. To approve the payment of Directors' fees of RM288,000 for the financial year ended 31 March 2011. **Resolution 2**
4. To approve the payment of annual Directors' fees to the Non-Executive Directors at an amount of not exceeding RM400,000 in aggregate for the financial year ending 31 March 2012 and each subsequent financial year end. **Resolution 3**
5. To re-elect the following Directors who retire in accordance with Article 83 of the Company's Articles of Association:
 - a. Mr. Wing Kwong @ Chan Wing Kwong **Resolution 4**
 - b. Mr. Lee Siew Choong **Resolution 5**
 - c. Encik Abdul Sani bin Busu **Resolution 6**
6. To re-appoint Datuk Zakaria bin Dato' Ahmad pursuant to Section 129(6) of the Companies Act, 1965. **Resolution 7**
7. To re-appoint Messrs. Ernst & Young as Auditors of the Company and to authorise the Directors to determine their remuneration. **Resolution 8**

As Special Business:

To consider and if thought fit, to pass the following Ordinary Resolutions:

8. **Authority to Allot and Issue Shares Pursuant to Section 132D of the Companies Act, 1965** **Resolution 9**

"THAT pursuant to Section 132D of the Companies Act, 1965 (**"the Act"**), the Directors be and are hereby empowered to issue shares in the Company, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the issued capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad (**"Bursa Securities"**) and that such authority shall continue in force until the conclusion of the next Annual General Meeting (**"AGM"**) of the Company."
9. **Proposed Renewal of Authority for Purchase of Own Shares by the Company** **Resolution 10**

"THAT subject to the Companies Act, 1965 (**"the Act"**), the rules, regulations and orders made pursuant to the Act, provisions of the Company's Memorandum and Articles of Association and the Main Market Listing Requirements of Bursa Securities and any other relevant authority, the Directors of the Company be and are hereby unconditionally and generally authorised to make purchases of ordinary shares of RM1.00 each in the Company's issued and paid-up share capital through the Bursa Securities subject further to the following:

 - (a) the maximum number of shares which may be purchased by the Company shall be equivalent to ten per centum (10%) of the issued and paid-up share capital of the Company for the time being, quoted on the Bursa Securities;

Notice of Annual General Meeting

- (b) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the sum of the audited retained profits and the share premium account of the Company of RM43.74 million and RM24.91 million respectively as at 31 March 2011;
- (c) the authority conferred by this resolution will commence immediately upon the passing of this resolution and will expire at the conclusion of the next AGM of the Company (unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in general meeting or the expiration of the period within which the next AGM is required by law to be held, whichever occurs first) but not so as to prejudice the completion of purchase(s) by the Company or any person before the aforesaid expiry date and, in any event, in accordance with the Main Market Listing Requirements of Bursa Securities or any other relevant authority;
- (d) upon completion of the purchase(s) of the shares by the Company, the shares shall be dealt with by the Directors in any manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the Main Market Listing Requirements of Bursa Securities and any other relevant authority for the time being in force;

AND THAT the Directors of the Company be and are hereby authorised to take all such steps and do all such acts (including the execution of any relevant documents) as are necessary or expedient to implement or to give effect to the aforesaid authorisation."

10. To transact any other business for which due notice shall have been given.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT the First and Final Dividend, if approved by the shareholders at the forthcoming Annual General Meeting, will be paid on 12 October 2011 to depositors registered in the Record of Depositors at the close of business on 28 September 2011. A depositor shall qualify for entitlement to the dividend only in respect of:

- a. Shares transferred into the depositor's securities account before 4.00 p.m. on 28 September 2011 in respect of ordinary transfers; and
- b. Shares bought on the Bursa Securities on a cum entitlement basis according to the rules of the Bursa Securities.

BY ORDER OF THE BOARD

Lim Seng Yon (MAICSA 0815774)
Wong Wai Fong (MAICSA 7000896)
 Secretaries

26 August 2011
 Selangor Darul Ehsan

Notes:

1. A proxy may but need not be a Member.
2. To be valid, the Form of Proxy, duly completed must be deposited at the Office of the Company not less than forty-eight (48) hours before the time for holding the meeting PROVIDED THAT in the event a Member(s) duly executes the Form of Proxy but does not name any proxy, such Member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy. You can also appoint the Chairman of the meeting as your proxy.
3. A Member holding one thousand (1,000) ordinary shares or less may appoint one (1) proxy to attend and vote at a general meeting who shall represent all the shares held by such Member.
4. A Member holding more than one thousand (1,000) ordinary shares may appoint up to two (2) proxies to attend and vote at the same meeting. Where a Member appoints two (2) proxies to attend and vote at the same meeting, such appointment(s) shall be invalid unless the Member specifies the proportion of his shareholding in respect of which each proxy shall represent him.
5. Where a Member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. If the appointor is a corporation, the Form of Proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.

Notice of Annual General Meeting

Explanatory Notes:

Item 1 of the Agenda - To receive the Audited Financial Statements

This item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965, does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this agenda is not put forward for voting.

Resolution No. 3 - To approve the payment of annual Directors' fees to the Non-Executive Directors at an amount of not exceeding RM400,000 in aggregate for the financial year ending 31 March 2012 and each subsequent financial year end

The resolution, if passed, will allow the Company to pay the Directors' fees to its Non-Executive Directors periodically during the financial year rather than in a lump sum payment after the conclusion of its AGM, which would normally be four (4) to six (6) months after the financial year end of the Company.

Such authority shall commence upon the passing of this resolution and shall continue to be in force until otherwise determined by the Company in a general meeting. The Company will have to seek shareholders' approval at a general meeting in the event that the proposed annual Directors' fees to the Non-Executive Directors exceeds the RM400,000 threshold.

Resolution No. 9 - Authority to Allot and Issue Shares Pursuant to Section 132D of the Companies Act, 1965

The resolution, if passed, will give the Directors of the Company, from the date of the above AGM, authority to issue and allot shares from the unissued capital of the Company at any time up to an aggregate amount not exceeding ten per centum (10%) of the issued and paid-up share capital of the Company, for such purposes as the Directors may deem fit and in the interest of the Company. The authority, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next AGM of the Company. With the renewal of this authority, the Directors of the Company would be able to raise funds from the equity market at a shorter period of time and any delay arising from and cost involved in convening an extraordinary general meeting to approve such issuance of shares should be eliminated.

The authority will provide flexibility to the Company for any possible fund raising activities, but not limited to placement of shares for the purpose of funding current and/or future investment project(s), working capital and/or acquisitions or strategic opportunities involving equity deals, which may require the allotment and issuance of new shares.

As at the date of this Notice, no new shares in the Company were issued pursuant to the authority granted to the Directors at the last AGM of the Company held on 6 August 2010 and accordingly no proceeds were raised.

Resolution No. 10 - Proposed Renewal of Authority for Purchase of Own Shares by the Company

The resolution if passed, will empower the Directors of the Company to purchase the Company's shares up to ten per centum (10%) of the issued and paid-up share capital of the Company for the time being, quoted on the Bursa Securities, by utilising the funds allocated which shall not exceed the audited retained profits and the share premium of the Company. Further information on the Proposed Renewal of Authority for Purchase of Own Shares by the Company is set out in the Statement to Shareholders dated 26 August 2011 which is despatched together with the Company's 2011 Annual Report.

Statement Accompanying Notice of Annual General Meeting

Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

Details of individuals who are standing for election as Directors

No individual is seeking election as a Director at the forthcoming 48th Annual General Meeting of the Company.

Form of Proxy

BOLTON
BOLTON BERHAD
 (Company No 5572-H)
 (Incorporated in Malaysia)

CDS Account No.

I/We* (NRIC No.)
 (Full name in capital letters)
 of
 (Full address)
 being the registered holder of ordinary shares of Bolton Berhad (5572-H) ("**Bolton**" or "**Company**")
 hereby appoint : (A) (NRIC No.)
 (Full name in capital letters)
 of [.....] shares; or failing him, the Chairman
 (Full address)
 of the meeting and *(B) (NRIC No.)
 (Full name in capital letters)
 of [.....] shares; or failing him, the Chairman
 (Full address)
 of the meeting as my/our* proxy/proxies* to vote for me/us* and on my/our* behalf at the 48th Annual General Meeting of the Company to be held at Glenmarie Ballroom A, Holiday Inn Kuala Lumpur, Glenmarie, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan on Wednesday, 21 September 2011 at 10.00 a.m. and at any adjournment thereof.

* Strike out whichever is not applicable.

RESOLUTIONS	FOR	AGAINST
1. To declare a first and final dividend of 2.0 sen per share less Malaysian Income Tax at 25%		
2. To approve the payment of Directors' fees		
3. To approve the annual Directors' fees at an amount of not exceeding RM400,000 in aggregate		
4. Re-election of Mr. Wing Kwong @ Chan Wing Kwong as Director		
5. Re-election of Mr. Lee Siew Choong as Director		
6. Re-election of Encik Abdul Sani bin Busu as Director		
7. Re-appointment of Datuk Zakaria bin Dato' Ahmad as Director		
8. Re-appointment of Messrs. Ernst & Young as Auditors		
9. Authority to Directors to allot and issue shares pursuant to Section 132D of the Companies Act, 1965		
10. Proposed renewal of authority for purchase of own shares by the Company		

Please indicate with an "X" in the appropriate space how you wish your vote to be cast. If you do not do so, the proxy will vote in accordance with his discretion.

As witness my/our* hand(s) this day of2011

 Signature/Seal

* Strike out whichever is not applicable.

Notes:

1. A proxy may but need not be a Member.
2. To be valid, this Form of Proxy, duly completed must be deposited at the Office of the Company not less than forty-eight (48) hours before the time for holding the meeting PROVIDED THAT in the event a Member(s) duly executes the Form of Proxy but does not name any proxy, such Member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy. You can also appoint the Chairman of the meeting as your proxy.
3. A Member holding one thousand (1,000) ordinary shares or less may appoint one (1) proxy to attend and vote at a general meeting who shall represent all the shares held by such Member.
4. A Member holding more than one thousand (1,000) ordinary shares may appoint up to two (2) proxies to attend and vote at the same meeting. Where a Member appoints two (2) proxies to attend and vote at the same meeting, such appointment(s) shall be invalid unless the Member specifies the proportion of his shareholding in respect of which each proxy shall represent him.
5. Where a Member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. If the appointor is a corporation, this Form of Proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.

fold here

Stamp

The Company Secretaries
BOLTON BERHAD (5572-H)
Level 9, Symphony House
Dana 1 Commercial Centre
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan

fold here

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