

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 DECEMBER 2010**

| | Individual quarter ended | | Cumulative quarter ended | |
|--|--------------------------|---------------------|--------------------------|----------------------|
| | 31/12/10 RM'000 | 31/12/09 RM'000 | 31/12/10 RM'000 | 31/12/09 RM'000 |
| Continuing operations | | | | |
| Revenue | 38,831 | 63,441 | 155,720 | 183,299 |
| Cost of sales | (24,749) | (42,230) | (103,394) | (122,586) |
| Gross profit | <u>14,082</u> | <u>21,211</u> | <u>52,326</u> | <u>60,713</u> |
| Other income | 884 | 3,174 | 2,988 | 5,749 |
| Employee benefits expense | (4,756) | (3,940) | (13,971) | (11,864) |
| Depreciation and amortisation | (1,105) | (847) | (3,718) | (2,516) |
| Other expenses | (6,024) | (5,275) | (18,399) | (18,170) |
| Profit from operations | <u>3,081</u> | <u>14,323</u> | <u>19,226</u> | <u>33,912</u> |
| Finance costs | (1,675) | (1,305) | (4,441) | (4,261) |
| Other investing activities results | 1,392 | (1,147) | (1,056) | 2,739 |
| Share of results of associates and jointly controlled entities | 637 | 457 | 1,776 | 1,657 |
| Profit before taxation | <u>3,435</u> | <u>12,328</u> | <u>15,505</u> | <u>34,047</u> |
| Taxation | (1,152) | (4,252) | (5,166) | (10,916) |
| Profit for the period | <u>2,283</u> | <u>8,076</u> | <u>10,339</u> | <u>23,131</u> |
| Other comprehensive income | | | | |
| - gain on disposal of treasury shares | - | - | 182 | - |
| - realisation of capital reserve arising from disposal of a subsidiary | 19,867 | - | 19,867 | - |
| Total comprehensive income for the period | <u>22,150</u> | <u>8,076</u> | <u>30,388</u> | <u>23,131</u> |
| Profit attributable to : | | | | |
| Equity holders of the parent | 2,306 | 5,875 | 10,405 | 17,885 |
| Minority interests | (23) | 2,201 | (66) | 5,246 |
| | <u>2,283</u> | <u>8,076</u> | <u>10,339</u> | <u>23,131</u> |
| Total comprehensive income attributable to : | | | | |
| Equity holders of the parent | 22,173 | 5,875 | 30,454 | 17,885 |
| Minority interests | (23) | 2,201 | (66) | 5,246 |
| | <u>22,150</u> | <u>8,076</u> | <u>30,388</u> | <u>23,131</u> |
| | sen | sen | sen | sen |
| Earnings per share attributable to equity holders of the Company: Basic | <u>0.84</u> | <u>2.14</u> | <u>3.80</u> | <u>6.53</u> |

(The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited Financial Statements for the year ended 31 March 2010 and the accompanying notes attached to the interim financial statements)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2010**

| | Unaudited As at 31/12/2010 RM'000 | Audited As at 31/03/2010 RM'000 |
|---|--|--|
| ASSETS | | |
| Non-current Assets | | |
| Property, plant and equipment | 37,460 | 38,875 |
| Land held for property development | 72,078 | 75,518 |
| Investment properties | 9,031 | 9,031 |
| Prepaid land lease payments | 23,334 | 26,344 |
| Goodwill | 10,327 | 3,487 |
| Investment in associates | 71 | 71 |
| Investment in jointly controlled entities | 73,102 | 71,326 |
| Other investments | 22,790 | 26,264 |
| Deferred tax assets | 2,217 | 1,819 |
| | 250,410 | 252,735 |
| Current Assets | | |
| Property development costs | 221,794 | 170,524 |
| Inventories | 31,890 | 45,265 |
| Short term investments | 293 | 851 |
| Trade and other receivables | 150,845 | 142,701 |
| Tax recoverable | 5,908 | 6,460 |
| Cash and bank balances | 72,512 | 71,971 |
| | 483,242 | 437,772 |
| Non-current assets classified as held for sale | - | 46,630 |
| | 483,242 | 484,402 |
| TOTAL ASSETS | 733,652 | 737,137 |
| EQUITY AND LIABILITIES | | |
| Equity attributable to equity holders of the parent | | |
| Share capital | 320,815 | 320,815 |
| Share premium | 24,909 | 24,909 |
| Treasury shares | (23,375) | (23,819) |
| Other reserves | - | 3,464 |
| Retained profits | 121,042 | 96,755 |
| Shares held by ESTS Trust | (15,941) | (15,465) |
| Amounts recognised directly in equity relating to assets classified as held for sale | - | 16,403 |
| Shareholders' equity | 427,450 | 423,062 |
| Minority Interests | 4,191 | 25,458 |
| Total equity | 431,641 | 448,520 |
| Non-current Liabilities | | |
| Borrowings | 83,708 | 33,435 |
| Other payables and deferred income | 38,132 | 38,132 |
| | 121,840 | 71,567 |
| Current Liabilities | | |
| Trade and other payables | 129,567 | 132,054 |
| Borrowings | 48,210 | 80,637 |
| Current tax payable | 2,394 | 2,131 |
| | 180,171 | 214,822 |
| Liabilities directly associated with the assets classified as held for sale | - | 2,228 |
| | 180,171 | 217,050 |
| Total Liabilities | 302,011 | 288,617 |
| TOTAL EQUITY AND LIABILITIES | 733,652 | 737,137 |
| Net Assets per share attributable to Equity Holders of the Parent (RM) | 1.56 | 1.54 |

(The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 March 2010 and the accompanying notes attached to the interim financial statements)

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

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
 FOR THE PERIOD ENDED 31 DECEMBER 2010**

| | -----Attributable to Equity Holders of the Parent----- | | | | | | Distributable | Shareholders' Equity | Minority Interests | Total Equity |
|---|--|----------------------------|------------------------------|------------------------------|--|---|----------------------------|-------------------------|-----------------------|-----------------|
| | -----Non-distributable Reserves----- | | | | | | | | | |
| | Share Capital RM'000 | Share Premium RM'000 | Treasury Shares RM'000 | Capital Reserve RM'000 | Relating to Assets Held for Sale RM'000 | Shares held by ESTS Trust RM'000 | Retained Profits RM'000 | RM'000 | RM'000 | RM'000 |
| 9 months ended 31.12.2009 | | | | | | | | | | |
| Balance at 1 April 2009 | 320,815 | 24,909 | (23,813) | 3,464 | 16,403 | (15,465) | 72,112 | 398,425 | 18,933 | 417,358 |
| Dividend | | | | | | | (3,083) | (3,083) | 0 | (3,083) |
| Profit for the period | | | | | | | 17,885 | 17,885 | 5,246 | 23,131 |
| Treasury shares purchased | | | (7) | | | | | (7) | | (7) |
| Purchase in respect of ESTS Trust | | | | | | | | 0 | | 0 |
| Balance at 31 December 2009 | <u>320,815</u> | <u>24,909</u> | <u>(23,820)</u> | <u>3,464</u> | <u>16,403</u> | <u>(15,465)</u> | <u>86,914</u> | <u>413,220</u> | <u>24,179</u> | <u>437,399</u> |
| 9 months ended 31.12.2010 | | | | | | | | | | |
| Balance at 1 April 2010 | 320,815 | 24,909 | (23,819) | 3,464 | 16,403 | (15,465) | 96,755 | 423,062 | 25,458 | 448,520 |
| Dividend | | | | | | | (6,167) | (6,167) | | (6,167) |
| Acquisition of a subsidiary | | | | | | | | 0 | (21,201) | (21,201) |
| Reversal of amount recognised directly in equity relating to assets classified as held for sale currently reclassified to investment properties | | | | 16,403 | (16,403) | | | 0 | | 0 |
| Disposal of a subsidiary | | | | (19,867) | | | 19,867 | 0 | | 0 |
| Treasury shares sales | | | 450 | | | | 182 | 632 | | 632 |
| Treasury shares repurchased | | | (6) | | | | | (6) | | (6) |
| Purchase in respect of ESTS Trust | | | | | | (476) | | (476) | | (476) |
| Profit for the period | | | | | | | 10,405 | 10,405 | (66) | 10,339 |
| Balance at 31 December 2010 | <u>320,815</u> | <u>24,909</u> | <u>(23,375)</u> | <u>0</u> | <u>0</u> | <u>(15,941)</u> | <u>121,042</u> | <u>427,450</u> | <u>4,191</u> | <u>431,641</u> |

(The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 March 2010 and the accompanying notes attached to the interim financial statements)

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

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 31 DECEMBER 2010

| | Quarter ended 31/12/2010 RM'000 | Quarter ended 31/12/2009 RM'000 |
|---|--|--|
| Profit before tax | 15,505 | 34,047 |
| Adjustment for non-cash flow :- | | |
| Non-cash items | 1,926 | 859 |
| Non-operating items (which are investing/financing) | 3,216 | (2,806) |
| Operating profit before changes in working capital | <u>20,647</u> | <u>32,100</u> |
| Changes in working capital | | |
| Net change in current assets | (16,864) | 65,938 |
| Net change in current liabilities | (8,877) | (1,164) |
| Land held for property development | 3,440 | (10,145) |
| Taxation paid | (4,752) | (10,903) |
| Net cash flows from operating activities | <u>(6,406)</u> | <u>75,826</u> |
| Investing Activities | | |
| - Property, plant and equipment | (455) | (269) |
| - Other investments | - | 1,067 |
| - Short term investments | 830 | 271 |
| - Dividend paid | (6,171) | (3,083) |
| - Net cash received for disposal of a subsidiary | 5,000 | - |
| - Net cash paid for acquisition of a subsidiary | (10,250) | - |
| | <u>(11,046)</u> | <u>(2,014)</u> |
| Financing Activities | | |
| - Bank borrowings | 26,965 | (50,481) |
| - Equity investment | 147 | (7) |
| | <u>27,112</u> | <u>(50,488)</u> |
| Net Change in Cash and Cash Equivalents | 9,660 | 23,324 |
| Cash and Cash Equivalents at beginning of period | 62,544 | 42,281 |
| Cash and Cash Equivalents at end of period | <u>72,204</u> | <u>65,605</u> |
| Analysis of cash and cash equivalents at end of the financial period: | | |
| Cash and bank balances | 67,281 | 65,088 |
| Deposits with licensed financial institutions | 5,230 | 5,653 |
| Bank overdrafts | (307) | (5,136) |
| | <u>72,204</u> | <u>65,605</u> |

(The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 March 2010 and the accompanying notes attached to the interim financial statements)

BOLTON BERHAD (5572-H)

(Incorporated in Malaysia)

Unaudited interim report for the period ended 31 December 2010

Explanatory Notes**A1. Basis of Preparation**

The interim financial report is unaudited and has been prepared in accordance with Financial Reporting Standard (FRS) 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad and should be read in conjunction with the Group's audited financial statements for the year ended 31 March 2010.

A2. Changes in Accounting Policies

The accounting policies and methods of computation by the Group in this interim report are consistent with those adopted in the most recent annual audited financial statements, save for the adoption of the new Financial Reporting Standards (FRSs), Amendments to FRSs and Interpretations which came into effect from 1 January 2010. The FRSs, which are effective commencing 1 January 2010 and have impact on the financial statements and applied by the Group are:

a) FRS 101 : Presentation of Financial Statements

The revised FRS 101 separates owner and non-owner changes in equity. The statement of changes in equity included only details of transactions with owners, with all non-owner changes in equity presented in the statement of other comprehensive income. In addition, the Standard introduces the statement of comprehensive income which presents income and expense recognised in the period. This statement may be presented in one single statement, or two linked statements. As this is a disclosure standard, there will be no impact on the financial position or results of the Group.

b) FRS 8 : Operating Segments

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

c) FRS 139 : Financial Instruments: Recognition and Measurement

FRS 139 requires the recognition, measurement and disclosure of financial assets and financial liabilities. The new accounting standard moves measurement from a cost base to a fair value base for certain categories of financial assets and financial liabilities. The change in accounting policy has been adjusted in accordance with the transitional provision of FRS 139. The adoption of this Standard does not have significant impact on the financial position and results of the Group.

In previous financial years, the wholly-owned subsidiary, Lim Thiam Leong Realty Sdn. Bhd. has been actively seeking prospective buyers of its parcel of properties within a building known as Campbell Complex. This asset is previously classified in the statement of financial position as non-current asset held for sale. During the first quarter under review, the management decided not to pursue its plan to sell Campbell Complex as management did not receive any satisfactory offers. Notwithstanding that, management would still consider any reasonable offer to purchase this property.

In the current quarter under review as disclosed in A12, the management has announced that the Company has entered into a Sale and Purchase of Shares Agreement to dispose of its wholly owned subsidiary, Lim Thiam Leong Realty Sdn. Bhd., which owns Campbell Complex to Shapadu Resources Sdn. Bhd. (formerly known as Shapadu Global Sdn. Bhd).

A3. Audit Qualification

The audit report of the Group's most recent annual audited financial statements for the year ended 31 March 2010 was not qualified.

A4. Seasonality or Cyclical Factors

There were no material seasonal or cyclical factors which affected the results of the operations for the quarter under review.

A5. Exceptional items

| | Individual quarter ended 31/12/10 RM'000 | Cumulative quarter ended 31/12/10 RM'000 |
|---|--|--|
| Included in other investing results were :- | | |
| - Gain on disposal of quoted investments | - | 240 |
| - Fair value adjustment of quoted investments | (768) | (3,456) |
| - Gain on disposal of a subsidiary | 2,160 | 2,160 |
| | <u>1,392</u> | <u>(1,056)</u> |

A6. Changes in estimates

There were no major changes in estimates that had a material effect on the results of the quarter under review.

A7. Debt and Equity Securities

During the current financial quarter, the Company purchased 5,000 units of its issued share capital of RM1.00 each in the open market at an average price of RM1.03 per share.

As at 31 December 2010, the total number of shares purchased amounted to 31,166,300 ordinary shares which were purchased at an average price of RM0.75 per share. The shares purchased are retained as treasury shares.

A8. Dividends Paid

No dividend was paid under the current financial quarter under review.

A9. Segmental Reporting

| | <----- Period ended 31/12/2010 -----> | | | | |
|--|---------------------------------------|----------------------------------|------------------------------------|-------------------------------|-----------------|
| Business segments | Property Development RM'000 | Property Investment RM'000 | Quarry & Construction RM'000 | Other Operations RM'000 | Total RM'000 |
| Revenue from continuing operations | 139,410 | 7,757 | 8,524 | 29 | 155,720 |
| Less : Eliminations of inter-segment | | | | | - |
| Total revenue | | | | | <u>155,720</u> |
| Continuing operations | | | | | |
| Segment results from continuing operations | 26,306 | 1,713 | 2,551 | 466 | 31,036 |
| Head office expenses | | | | | (11,810) |
| Operating profit | | | | | 19,226 |
| Finance costs | | | | | (4,441) |
| Other investing activities results | | | | | (1,056) |
| Share of results of associates and jointly controlled entities | | | | | 1,776 |
| Profit before taxation | | | | | 15,505 |
| Taxation | | | | | (5,166) |
| Profit for the period | | | | | 10,339 |

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

A10. Valuation of property, plant and equipment

The valuation of land and buildings has been brought forward, without amendment, from the most recent annual audited financial statements for the year ended 31 March 2010. The carrying value was based on a valuation carried out in 1983 by independent professional valuers, less depreciation, as permitted under the transitional provision of IAS 16 (Revised): Property, Plant and Equipment.

A11. Subsequent Events

There were no material subsequent events since 31 December 2010.

A12. Changes in the Composition of the Group

1. 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 Completion period will be within one hundred twenty (120) days from the date of the SPA ("Completion Period") with an extended completion period of an additional thirty (30) days from the end of the initial 120 days ("Extension Period") to complete the Proposed Disposal.

A13. Changes in contingent liabilities and contingent assets

As at 31 December 2010, there were no material changes in contingent liabilities since the last annual audited statement of financial position as at 31 March 2010. There were no contingent assets as at 31 December 2010.

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

B1. Review of Performance

For the quarter ended 31 December 2010, the Group achieved a profit before tax of RM3.44 million from a revenue of RM38.83 million. The main contributor to the Group's results continues to be the Property Development business which contributed approximately 85% of the Group's results.

The lower profit before tax for the current quarter as compared to the preceding year's corresponding quarter was mainly due to completion of Tijani (Bukit Tunku) development project in previous year's corresponding quarter while the work in progress for the new launches, namely Arata (100 units of high end condominium) located at Bukit Tunku, 6 Ceylon (215 units of service apartments) located at Jalan Ceylon and the Wharf (a mixed commercial and residential development) located at Taman Tasik Prima, Puchong are at their initial stages in the current quarter.

Nevertheless, despite the lower earnings for the quarter, the high take-up rate for the new launches has resulted in a record unbilled sales of approximately RM318.4 million as at 31 December 2010. This is expected to contribute significantly to the earnings in the ensuing periods.

B2. Material Changes in the Quarterly Results as Compared to the Immediate Preceding Quarter

The result for the current quarter is lower than the immediate preceding quarter mainly due to lower contribution from the property development division.

B3. Prospects for the financial year ending 31 March 2011

The management is optimistic of achieving satisfactory performance for the financial year ending 31 March 2011, driven by its on-going developments in Klang Valley as well as its planned launches of new projects in early 2011.

B4. Profit Forecast/Profit Guarantee

Not applicable

B5. Taxation

Taxation comprises the following :-

| | Individual quarter ended 31/12/10 RM'000 | Cumulative quarter ended 31/12/10 RM'000 |
|---------------------------------|--|--|
| Current taxation - current year | 1,152 | 5,166 |
| - under provision in prior year | - | - |
| | <u>1,152</u> | <u>5,166</u> |

The effective tax rate of the Group for the period under review is higher than the statutory tax rate mainly due to losses of some subsidiaries which cannot be set-off against taxable profits of other companies.

B6. Sale of unquoted investments and properties

Save as disclosed in A12, there were no sales of unquoted investments and properties other than the sale of land and buildings in the normal course of business as property developers for the current quarter under review.

B7. Quoted investments

(a) Total purchases and sales of quoted investments were as follows :-

| | Individual quarter ended 31/12/10 RM'000 | Cumulative quarter ended 31/12/10 RM'000 |
|-------------------------|--|--|
| Total purchases | 112 | 353 |
| Total sales proceeds | <u>73</u> | <u>1,202</u> |
| Total gain on disposals | <u>36</u> | <u>276</u> |

(b) Investments in quoted securities as at 31 December 2010 were as follows :-

| | <u>At Cost</u> RM'000 | <u>At Book Value</u> RM'000 | <u>At Market Value</u> RM'000 |
|--------------------|------------------------------|------------------------------------|--------------------------------------|
| Quoted in Malaysia | | | |
| Other investments | <u>68,133</u> | <u>16,779</u> | <u>16,779</u> |

B8. Corporate Developments

1. The Company had on 10 August 2010 announced that on that day its wholly-owned sub-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 RM 72.0 million. ("Proposed Acquisition")

The Proposed Acquisition was completed on 10 December 2010.

BOLTON BERHAD (5572-H)

(Incorporated in Malaysia)

Unaudited interim report for the period ended 31 December 2010**B9. Group borrowings**

Particulars of the Group's borrowings as at 31 December 2010 were as follows :-

| | RM'000 |
|-------------------------------|----------------|
| Short term bank borrowings :- | |
| Secured | 48,210 |
| Long term bank borrowings :- | |
| Secured | 83,708 |
| Total Group borrowings | <u>131,918</u> |

All borrowings are denominated in Ringgit Malaysia.

B10. Off Balance Sheet Financial Instruments

There is no financial instrument with off balance sheet risk as at the date of this report.

B11. Material Litigation

There is no material litigation pending as at the date of this report.

B12. Dividends Proposed

No interim dividend has been proposed during the quarter under review.

B13. Earnings per share

| | Individual quarter ended | | Cumulative quarter ended | |
|--|--------------------------|--------------------|--------------------------|--------------------|
| | 31/12/10 RM'000 | 31/12/09 RM'000 | 31/12/10 RM'000 | 31/12/09 RM'000 |
| Profit for the period attributable to the ordinary equity holders of the parent | <u>2,306</u> | <u>5,875</u> | <u>10,405</u> | <u>17,885</u> |
| Weighted average number of ordinary shares excluding treasury shares and shares held by Employees' Share Trust Scheme ('000) | <u>274,126</u> | <u>274,061</u> | <u>274,046</u> | <u>274,064</u> |
| Basic earnings per share (sen) for : Profit for the period | <u>0.84</u> | <u>2.14</u> | <u>3.80</u> | <u>6.53</u> |

B14. Retained Earnings

| | Current Quarter ended 31/12/10 | Preceding Quarter ended 30/9/10 |
|--|---|--|
| Total retained profits of the Company and its subsidiaries | | |
| - Realised | 107,932 | 87,945 |
| - Unrealised | 2,217 | (252) |
| | <hr/> 110,149 | <hr/> 87,693 |
| Total share of accumulated losses from associated companies | | |
| - Realised | (439) | (439) |
| Total share of retained profits from jointly controlled entities | | |
| - Realised | 11,332 | 11,265 |
| | <hr/> 121,042 | <hr/> 98,519 |
| Total group retained profits | <hr/> 121,042 | <hr/> 98,519 |

LIM SENG YON
WONG WAI FONG
Secretaries

Kuala Lumpur
Date: 24 February 2011