YTL E-SOLUTIONS BERHAD

Company No. 236137-K Incorporated in Malaysia

Interim Financial Report 31 December 2014

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(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Interim financial report on consolidated results for the financial period ended 31 December 2014.

The figures have not been audited.

CONDENSED CONSOLIDATED INCOME STATEMENT

	Current	L QUARTER Preceding Year Corresponding	CUMULATIVE QUARTE		
	Quarter 31.12.2014 RM'000	Quarter 31.12.2013 RM'000	6 Months 31.12.2014 RM'000	s Ended 31.12.2013 RM'000	
REVENUE	22,856	21,784	44,367	43,449	
COST OF SALES	(2,452)	(2,592)	(4,823)	(5,173)	
GROSS PROFIT	20,404	19,192	39,544	38,276	
OTHER OPERATING INCOME	1,671	1,356	3,367	2,832	
ADMINISTRATION EXPENSES	(2,062)	(1,950)	(3,766)	(3,509)	
FINANCE COSTS	(2)	(3)	(4)	(6)	
SHARE OF RESULTS OF ASSOCIATED COMPANY	140	347	306	597	
PROFIT BEFORE TAX	20,151	18,942	39,447	38,190	
INCOME TAX EXPENSE	(4,984)	(4,757)	(9,798)	(9,515)	
PROFIT FOR THE PERIOD		14,185	29,649	28,675	
ATTRIBUTABLE TO: Owners of the Parent	9,786		18,914	18,052	
Non-Controlling Interests	5,381	5,285	10,735	10,623	
	15,167	14,185	29,649 ======	28,675	
EARNINGS PER 10 SEN SHAF	RE				
Basic (sen)	0.73	0.66	1.41	1.34	

The Condensed Consolidated Income Statement should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	INDIVIDUAL QUARTER Current Preceding Year Year Corresponding			-
	Quarter 31.12.2014 RM'000	31.12.2013		31.12.2013
PROFIT FOR THE PERIOD	15,167	14,185	29,649	28,675
OTHER COMPREHENSIVE INCOME/(LOSS):				
ITEM THAT MAY BE RECLASSIFIED SUBSEQUENTL TO INCOME STATEMENT:-	Y			
CURRENCY TRANSLATION DIFFERENCES	326	384	(75)	1,510
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF TAX	326	384	(75)	
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	15,493	14,569	29,574	30,185
ATTRIBUTABLE TO:				
Owners of the Parent Non-Controlling Interests	5,381	9,284 5,285	10,735	10,624
		14,569		

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited As at 31.12.2014 RM'000	
ASSETS		
Non-current assets		
Property, plant and equipment	2,025	2,285
Goodwill on consolidation	2,490	2,490
Other intangible assets	44	59
Investment in associate	8,256 136	7,950
Deferred tax asset	130	136
	12,951	12,920
Current assets		
Inventories	14	21
Trade and other receivables	2,501	1,161
Income tax assets	17	1,596
Amount due from related parties	14,047	
Cash and cash equivalents	192,379	211,517
	208,958	228,922
TOTAL ASSETS	221,909	241,842
EQUITY		
Share capital	135,000	135,000
Share premium	1,475	1,475
Other reserves	(4,512)	(4,437)
Retained earnings	50,734	85,633
Treasury shares, at cost	(2,142)	(2,141)
Equity attributable to Owners of the Parent	180,555	
Non-Controlling Interests	24,135	13,400
TOTAL EQUITY	204,690	228,930

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION - continued

	Unaudited As at 31.12.2014 RM'000	Audited As at 30.06.2014 RM'000
LIABILITIES		
Non-current liabilities Deferred tax liabilities Loan and borrowings	215 18	215 61
	233	276
Current liabilities Trade and other payables Provisions Amount due to related parties Loan and borrowings Income tax liabilities	13,715 33 - 109 3,129	12,321 37 2 129 147
	16,986	-
TOTAL LIABILITIES	17,219	12,912
TOTAL EQUITY AND LIABILITIES	221,909	241,842
Net assets per 10 sen share (RM)	0.13	0.16

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2014

	▲		Attributal	ole to Owners of	the Parent				
	Share capital RM'000	Share premium RM'000	Capital reserve RM'000	Currency translation reserve RM'000	Retained earnings RM'000	Treasury shares RM'000	Total RM'000	Non-Controlling Interests RM'000	Total equity RM'000
At 1 July 2014	135,000	1,475	10	(4,447)	85,633	(2,141)	215,530	13,400	228,930
Profit for the financial period	-	-	-	-	18,914	-	18,914	10,735	29,649
Other comprehensive loss for the financial period, net of tax	-	-	-	(75)	-	-	(75)	-	(75)
Total comprehensive income for the financial period	_	-	_	(75)	18,914	_	18,839	10,735	29,574
Transaction with owners:									
Treasury shares acquired	-	-	-	-	-	(1)	(1)	-	(1)
Dividend paid	-	-	-	-	(53,813)	-	(53,813)	-	(53,813)
At 31 December 2014	135,000	1,475	10 	(4,522)	50,734	(2,142)	180,555	24,135	204,690

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

	<		Attributable	to Owners of th Currency	e Parent				
	Share capital RM'000	Share premium RM'000	Capital reserve RM'000	translation reserve RM'000	Retained earnings RM'000	Treasury shares RM'000	Total RM'000	Non-Controlling Interests RM'000	Total equity RM'000
At 1 July 2013	135,000	1,475	10	(6,106)	78,023	(2,141)	206,261	11,701	217,962
Profit for the financial period	-	-	-	-	18,052	-	18,052	10,623	28,675
Other comprehensive income for the financial period, net of tax	-	-	-	1,509	-	-	1,509	1	1,510
Total comprehensive income for the financial period	-	-	_	1,509	18,052	-	19,561	10,624	30,185
Transaction with owners:									
Additional investment in an existing subsidiary	-	-	-	(11)	8	-	(3)	(61)	(64)
Treasury shares acquired	-	-	-	-	-	(*)	(*)	-	(*)
Dividend paid	-	-	-	-	(26,907)	-	(26,907)	-	(26,907)
Dividend paid to non-controlling interest by subsidiary	-	-	-	-	-	-	-	(15,984)	(15,984)
At 31 December 2013	135,000	1,475	10	(4,608)	69,176	(2,141)	198,912	6,280	205,192
* Loss there DM1 000									

* Less than RM1,000

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2014

	6 MONTHS ENDED		
	31.12.2014 RM'000	31.12.2013 RM'000	
Cash flows from operating activities			
Profit before tax	39,447	38,190	
Adjustments for:-			
Allowance for obsolete inventories no longer required	-	(7)	
Amortisation of other intangible assets	24	24	
Depreciation of property, plant and equipment	279	375	
Interest expenses	4	6	
Interest income	(3,339)	(2,828)	
Property, plant and equipment written-off	16	-	
Share of results of associated company	(306)	(597)	
Write-back of provisions	-	(46)	
Operating profit before working capital changes	36,125	35,117	
Changes in working capital:-			
Inventories	7	34	
Receivables	(1,401)	(1,177)	
Payables	1,392	(4,315)	
Related parties	578	365	
Cash generated from operations	36,701	30,024	
Interest paid	(4)	(6)	
Interest received	3,400	2,836	
Tax paid	(8,533)	(9,195)	
Tax refunded	3,296	-	
Net cash from operating activities	34,860	23,659	
Cash flows from investing activities			
Additional investment in an existing subsidiary	-	(64)	
Purchase of property, plant and equipment	(35)	(71)	
Purchase of other intangible assets	(9)	(2)	
Net cash used in investing activities	(44)	(137)	

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2014 - continued

	6 MONTHS ENDED	
	31.12.2014 RM'000	
Cash flows from financing activities		
Dividend paid	(53,813)	(26,907)
Dividend paid to non-controlling interest by subsidiary	-	(15,984)
Repayment of loans and borrowings	(63)	(61)
Purchase of own shares (net)	(1)	(*)
Net cash used in financing activities	(53,877)	(42,952)
Net decrease in cash and cash equivalents	(19,061)	(19,430)
Effects of exchange rate changes Cash and cash equivalents at beginning of the financial	(77)	1,515
period	211,517	206,954
Cash and cash equivalents at end of the financial period		
Cash and cash equivalents comprise:-		
Deposits with licensed banks	191,830	188,298
Cash on hand and at banks	549	741
	192,379	
* Less than RM 1.000		

* Less than RM 1,000

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited annual financial statements for the year ended 30 June 2014 and the accompanying explanatory notes attached to the interim financial statements.

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:-

Disclosure requirements pursuant to Malaysian Financial Reporting Standard 134

The interim financial reports should be read in conjunction with the audited annual financial statements of the Group for the financial year ended 30 June 2014.

A1. Accounting Policies and Methods of Computation

The interim financial report is unaudited and has been prepared in accordance with Malaysian Financial Reporting Standard ("MFRS") 134: "Interim Financial Reporting", and Chapter 9, Part K Rule 9.22 of the ACE Market Listing Requirements of the Bursa Malaysia Securities Berhad ("Bursa Securities").

The accounting policies and methods of computations adopted by the Group in this interim financial report are consistent with those adopted in the annual audited financial statements for the financial year ended 30 June 2014.

The adoption of MFRSs and amendments to MFRSs which were effective for financial year beginning on or after 1 July 2014 do not have significant financial impact on the Group.

A2. Seasonality or Cyclicality of Operations

The business operations of the Group are not materially affected by any seasonal or cyclical factors.

A3. Unusual Items

During the current financial quarter, there was no item of an unusual nature that affects the assets, liabilities, equity, net income or cash flows of the Group.

A4. Changes in Estimates of Amounts Reported

There was no significant change in estimates of amounts reported in prior interim periods or prior financial years.

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INTERIM FINANCIAL REPORT

Notes:- continued

A5. Changes in Debt and Equity Securities

There was no issuance, cancellation, repurchase, resale and repayment of debts and equity securities except for the following:-

During the financial quarter and financial period-to-date, the Company repurchased 1,000 ordinary shares of RM0.10 each of its issued share capital from the open market, at an average cost of RM0.68 per share. The total consideration paid for the share buy-back, including transaction costs during the current financial quarter and financial year-to-date amounted to RM676.20 and were financed by internally generated funds. The repurchased shares are held as treasury shares in accordance with the requirements of Section 67A of the Companies Act, 1965. As at 31 December 2014, the total number of treasury shares held was 4,673,900 ordinary shares of RM0.10 each.

A6. Dividends paid

An interim single tier dividend of 4 sen per ordinary share of 10 sen each amounting to RM53,813,044 in respect of financial year ended 30 June 2014 was paid on 14 November 2014.

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INTERIM FINANCIAL REPORT

Notes:- continued

A7. Segment Information

The Group's segmental results for the financial period ended 31 December 2014 are as follows:-

	Information technology and e-commerce RM'000	Communications technology RM'000	Content and digital media RM'000	Adjustments/ eliminations RM'000	Total RM'000
External revenue Inter-segment revenue	2,756 6	37,521	4,090 7	(13)	44,367
Total revenue	2,762	37,521	4,097	(13)	44,367
Segment profit before tax	1,785	36,539	1,123	-	39,447

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

A7. Segment Information - continued

The Group's segmental results for the financial period ended 31 December 2013 are as follows:-

	Information technology and e-commerce RM'000	Communications technology RM'000	Content and digital media RM'000	Adjustments/ eliminations RM'000	Total RM'000
External revenue Inter-segment revenue	2,665 6	37,570	3,214 7	(13)	43,449
Total revenue	2,671	37,570	3,221	(13)	43,449
Segment profit before tax	1,447	36,388	355	-	38,190

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

A8. Events after the Interim Period

There was no item, transaction or event of a material or unusual in nature during the period from the end of the quarter under review to the date of this report.

A9. Changes in the Composition of the Group

There were no changes in the composition of the Group for the financial period ended 31 December 2014, including business combinations, obtaining or losing control of subsidiaries and long term investments, restructurings and discontinued of operations.

A10. Changes in Contingent Liabilities

There were no changes in the contingent liabilities of the Group since the last financial year ended 30 June 2014.

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INTERIM FINANCIAL REPORT

Notes:- continued

Disclosure requirements per Appendix 9B, Part K of Chapter 9 of the ACE Market Listing Requirements of Bursa Securities

B1. Review of Performance

	Individua	al Quarter	Cumulative Quarter			
	31.12.2014 RM'000	31.12.2013 RM'000	31.12.2014 RM'000	31.12.2013 RM'000		
Revenue						
Information technology	1 (20)	1.0.47	0.754	0.665		
and e-commerce Communications	1,629	1,247	2,756	2,665		
technology	18,760	18,781	37,521	37,570		
Content and digital media	2,467	1,756	4,090	3,214		
incuta			4,090			
	22,856	21,784	44,367	43,449		
			=======			
Profit before tax						
Information technology						
and e-commerce Communications	893	534	1,785	1,447		
technology	18,306	18,151	36,539	36,388		
Content and digital						
media	952	257	1,123	355		
	20,151	18,942	39,447	38,190		

Part A - Financial year-to-date review

For the six months under review, the Group recorded revenue and profit before tax of RM44.367 million and RM39.447 million respectively, representing an increase of 2.1% and 3.3% respectively, compared to the preceding financial year's corresponding period. The increase in profit before tax was mainly due to higher profit before tax from the Content and Digital Media segment and higher interest income earned on cash deposits in the current financial period.

The performance of the respective operating segments is as follows:-

i) Information technology and e-commerce

Revenue and profit before tax of RM2.756 million and RM1.785 million respectively, represented an increase of 3.4% and 23.4% respectively, compared to the preceding year's corresponding period. The increase in revenue and profit before tax was mainly due to the contribution from a significant software development project recorded in the current period.

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INTERIM FINANCIAL REPORT

Notes:- continued

B1. Review of Performance - continued

ii) Communications technology

Revenue derived from the spectrum sharing agreement in relation to the Group's 2.3GHz Worldwide Interoperability for Microwave Access ("WIMAX") spectrum was largely unchanged compared to the preceding year's corresponding quarter. The increase in profit before tax was due to higher interest income earned on cash deposits in the current financial period.

iii) Content and digital media

Revenue and profit before tax of RM4.09 million and RM1.123 million respectively, represented an increase of 27.3% and 216.3% respectively, compared to the preceding year's corresponding period revenue of RM3.214 million and profit before tax of RM0.355 million. The increase in profit before tax was mainly due to a higher gross profit margin as a result of substantially higher digital media advertising income recorded in the current period compared to the preceding year's corresponding period.

Part B – Current quarter review

The Group recorded a revenue and profit before tax for the current financial quarter of RM22.856 million and RM20.151 million respectively, representing an increase of 4.9% and 6.4% respectively, compared to preceding financial year's corresponding quarter. The increase in profit before tax was mainly due to higher profit before tax from the Content and Digital Media segment and higher interest income earned on cash deposits in the current financial quarter.

The performance of the respective operating segments was as follows:-

i) Information technology and e-commerce

Revenue and profit before tax of RM1.629 million and RM0.893 million respectively, represented an increase of 30.6% and 67.2% respectively, compared to the preceding year's corresponding quarter. The increase in revenue and profit before tax was mainly due to the contribution from a significant software development project recorded in the current quarter.

ii) Communications technology

Revenue derived from the spectrum sharing agreement in relation to the Group's 2.3GHz Worldwide Interoperability for Microwave Access ("WIMAX") spectrum was largely unchanged compared to the preceding year's corresponding quarter. The increase in profit before tax was due to higher interest income earned on cash deposits in the current financial quarter.

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INTERIM FINANCIAL REPORT

Notes:- continued

B1. Review of Performance - continued

iii) Content and digital media

Revenue and profit before tax of RM2.467 million and RM0.952 million respectively, represented an increase of 40.5% and 270.4% respectively, compared to the preceding year's corresponding quarter. The increase in profit before tax was mainly due to a higher gross profit margin as a result of substantially higher digital media advertising income recorded in the current quarter compared to the preceding year's corresponding quarter.

B2. Comparison with Preceding Quarter

	Current Quarter 31.12.2014 RM'000	Preceding Quarter 30.09.2014 RM'000
Revenue	22,856	21,511
Profit before tax	20,151	19,296

The Group revenue and profit before tax remained relatively unchanged compared to that recorded in the preceding quarter.

B3. Audit Report of the Preceding Financial Year Ended 30 June 2014

The auditors' report on the financial statements of the financial year ended 30 June 2014 did not contain any qualification.

B4. Prospects

Given a very significant portion of Group revenue is derived from spectrum sharing fee income from its Communications Technology segment, the outlook for the Group's overall performance in the financial year ending 30 June 2015 should be satisfactory. The Group is focusing on trying to improve the returns from its Content and Digital Media segment by seeking to spread its reach and improve its sales mix. Meanwhile, the Information Technology and e-Commerce segment will benefit from the introduction of new products in current financial year.

B5. Profit Forecast

The Group did not issue any profit forecast or profit guarantee in a public document during the current financial quarter.

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INTERIM FINANCIAL REPORT

Notes:- continued

B6. Profit for the period

	Current Year Quarter 31.12.2014 RM'000	Financial Year- To-Date 31.12.2014 RM'000
Profit for the period is derived after charging /(crediting):-		
Amortisation of other intangible assets Depreciation of property, plant and equipment Interest expenses Interest income	12 140 2 (1,645)	24 279 4 (3,339)

Other than the above items, there was no investment income, allowance for impairment and write off of receivables, allowance for impairment and write off of inventories, gain or loss on disposal of quoted or unquoted investments or properties, impairment of assets, foreign exchange gain or loss, gain or loss on derivatives and exceptional items for the current financial quarter and financial year-to-date.

B7. Income Tax Expense

	Current Year Quarter 31.12.2014 RM'000	Financial Year- To-Date 31.12.2014 RM'000
Taxation based on profit for the period	4,984	9,798

The provision for taxation for the current financial quarter and financial year-to-date reflects an effective tax rate which approximates to the statutory income tax rate.

B8. Status of Corporate Proposals

As at the date of this report, there are no corporate proposals announced and pending completion.

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INTERIM FINANCIAL REPORT

Notes:- continued

B9. Group Borrowings and Debt Securities

The Group's borrowings from financial institutions as at 31 December 2014 are as follows:-

	Short term	Long term	Total
	RM'000	RM'000	RM'000
Secured	109	18	127

B10. Derivative Financial Instruments, Fair Value Changes of Financial Liabilities and Realised and Unrealised Profits and Losses

i) Derivative Financial Instruments

There is no outstanding derivative financial instrument as at 31 December 2014.

ii) Fair Value Changes of Financial Liabilities

As at 31 December 2014, the Group does not have any financial liabilities measured at fair value through profit or loss.

iii) Realised and Unrealised Profits and Losses

	Unaudited As at 31.12.2014 RM'000	As at 30.06.2014
Retained earnings of the Company and		
its subsidiaries		
- Realised	53,037	77,507
- Unrealised	(79)	(79)
	52,958	77,428
Retained earnings of the associated company		
- Realised	1,024	718
- Unrealised	(18)	(18)
	1,006	700
Consolidated adjustments	(3,230)	7,505
Total Group retained earnings as per consolidated		
interim financial report	50,734	85,633
		======

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

B11. Material Litigation

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

B12. Dividend

No dividend has been declared for the current financial quarter.

B13. Earnings Per Share

i) Basic earnings per 10 sen share

The basic earnings per share of the Group has been computed by dividing the profit attributable to owners of the parent for the financial quarter by the weighted average number of ordinary shares in issue during the financial quarter as set out below:-

	Current Year Quarter 31.12.2014	Preceding Year Corresponding Quarter 31.12.2013
Profit attributable to owners of the parent (RM'000)	9,786	8,900
Weighted average number of ordinary shares in issue ('000)	1,345,326	1,345,327
Basic earnings per share (sen)	0.73	0.66

ii) Diluted earnings per share

The Group does not have any convertible securities and accordingly, the disclosure of diluted earnings per share is not applicable.

By Order of the Board HO SAY KENG Secretary

Kuala Lumpur Dated: 12 February 2015