YTL E-SOLUTIONS BERHAD

Company No. 236137-K Incorporated in Malaysia

Interim Financial Report 31 March 2015

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(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Interim financial report on consolidated results for the financial period ended 31 March 2015.

The figures have not been audited.

CONDENSED CONSOLIDATED INCOME STATEMENT

	INDIVIDUAL QUARTER Current Preceding Year Year Corresponding		CUMULATIVE	QUARTER
	Quarter 31.03.2015 RM'000	Quarter 31.03.2014 RM'000	9 Months 31.03.2015 RM'000	S Ended 31.03.2014 RM'000
REVENUE	22,127	21,699	66,494	65,148
COST OF SALES	(2,089)	(2,380)	(6,912)	(7,553)
GROSS PROFIT	20,038	19,319	59,582	57,595
OTHER OPERATING INCOME	1,607	1,347	4,974	4,179
ADMINISTRATION EXPENSES	(2,681)	(2,241)	(6,447)	(5,750)
FINANCE COSTS	(1)	(3)	(5)	(9)
SHARE OF RESULTS OF ASSOCIATED COMPANY	296	4	602	601
PROFIT BEFORE TAX	19,259	18,426	58,706	56,616
INCOME TAX EXPENSE	(4,895)	(4,646)	(14,693)	(14,161)
PROFIT FOR THE PERIOD	14,364	13,780	44,013	42,455
ATTRIBUTABLE TO: Owners of the Parent Non-Controlling Interests	14,364	13,780	27,852 16,161 44,013	26,544 15,911 42,455
EARNINGS PER 10 SEN SHAR	====== E	======	======	======
Basic (sen)	0.66	0.63	2.07	1.97

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

	Current Year Quarter 31.03.2015	1 0	9 Month 31.03.2015	as Ended 31.03.2014
PROFIT FOR THE PERIOD	14,364	13,780	44,013	42,455
OTHER COMPREHENSIVE INCOME:				
ITEM THAT MAY BE RECLASSIFIED SUBSEQUENTS TO INCOME STATEMENT:-	LY			
CURRENCY TRANSLATION DIFFERENCES	147	76	72	
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX	147			1,586
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	14,511 ======	13,856	44,085 ======	44,041
ATTRIBUTABLE TO: Owners of the Parent Non-Controlling Interests	5,426	8,569 5,287		15,911
	14,511	13,856	44,085	44,041

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.

YTL E-SOLUTIONS BERHAD (Company No. 236137-K) (Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited As at 31.03.2015 RM'000	Audited As at 30.06.2014 RM'000
ASSETS	MVI 000	KWI 000
Non-current assets		
Property, plant and equipment	2,231	2,285
Goodwill on consolidation	2,490	2,490
Other intangible assets Investment in associate	76 8,552	59 7,950
Deferred tax asset	136	136
	13,485	12,920
Current assets		
Inventories	14	21
Trade and other receivables	2,515	1,161
Income tax assets	10	1,596
Amount due from related parties	14,182	14,627
Cash and cash equivalents	208,171	211,517
	224,892	228,922
TOTAL ASSETS	238,377	241,842
	======	=======
EQUITY		
Share capital	135,000	135,000
Share premium	1,475	1,475
Other reserves	(4,365)	(4,437)
Retained earnings	59,672	85,633
Treasury shares, at cost	(2,143)	(2,141)
Equity attributable to Owners of the Parent	189,639	
Non-Controlling Interests	29,561	13,400
TOTAL EQUITY	219,200	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.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION - continued

	Unaudited As at 31.03.2015 RM'000	Audited As at 30.06.2014 RM'000
LIABILITIES		
Non-current liabilities Deferred tax liabilities Loan and borrowings	215 7	215 61
Current liabilities	222	276
Trade and other payables Provisions Amount due to related parties Loan and borrowings Income tax liabilities	14,801 18 3 87 4,046	12,321 37 2 129 147
	18,955	12,636
TOTAL LIABILITIES	19,177	12,912
TOTAL EQUITY AND LIABILITIES	238,377	241,842
Net assets per 10 sen share (RM)	0.14	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.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2015

	Attributable 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	-	-	-	-	27,852	-	27,852	16,161	44,013	
Other comprehensive income for the financial period, net of tax	-	-	-	72	-	-	72	-	72	
Total comprehensive income for the financial period	-	-	-	72	27,852	-	27,924	16,161	44,085	
Transaction with owners:										
Treasury shares acquired	-	-	-	-	-	(2)	(2)	-	(2)	
Dividend paid	-	-	-	-	(53,813)	-	(53,813)	-	(53,813)	
At 31 March 2015	135,000	1,475	10	(4,375)	59,672 ======	(2,143)	189,639	29,561 ======	219,200	

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 MARCH 2014

	←		Attributable	to Owners of the 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	-	-	-	-	26,544	-	26,544	15,911	42,455
Other comprehensive income for the financial period, net of tax	-	-	-	1,586	-	-	1,586	-	1,586
Total comprehensive income for the financial period	-	-	-	1,586	26,544	-	28,130	15,911	44,041
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	-	-	-	-	-	-	-	(19,440)	(19,440)
At 31 March 2014	135,000	1,475	10	(4,531)	77,668	(2,141)	207,481	8,111	215,592
# T	======	======	======	======	======	======	======	======	======

^{*} 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.

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2015

	9 MONTH 31.03.2015 RM'000	
Cash flows from operating activities		
Profit before tax	58,706	56,616
Adjustments for:-		
Allowance for obsolete inventories no longer required	-	(7)
Amortisation of other intangible assets	40	36
Depreciation of property, plant and equipment	425	440
Interest expenses	5	9
Interest income	(4,926)	(4,175)
Property, plant and equipment written-off	17	-
Reversal of impairment loss on trade receivables	(20)	-
Share of results of associated company	(602)	(601)
Write-back of provisions	-	(65)
Operating profit before working capital changes	53,645	52,253
Changes in working capital:-		
Inventories	7	34
Receivables	(1,395)	(674)
Payables	2,463	(8,861)
Related parties	446	106
Cash generated from operations	55,166	42,858
Interest paid	(5)	(9)
Interest received	4,987	4,150
Tax paid		(13,498)
Tax refunded	3,310	39
Net cash from operating activities	50,940	33,540
Cash flows from investing activities		
Additional investment in an existing subsidiary	_	(64)
Purchase of property, plant and equipment	(388)	(74)
Purchase of property, plant and equipment Purchase of other intangible assets	(57)	(74) (2)
Net cash used in investing activities	(445)	(140)

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 MARCH 2015 - continued

	9 MONTH	IS ENDED
	31.03.2015 RM'000	31.03.2014 RM'000
Cash flows from financing activities		
Dividend paid Dividend paid to non-controlling interest by subsidiary Repayment of loans and borrowings	(53,813) - (96)	(19,440)
Purchase of own shares (net)	(2)	(*)
Net cash used in financing activities	(53,911)	(46,439)
Net decrease in cash and cash equivalents Effects of exchange rate changes Cash and cash equivalents at beginning of the financial	(3,416) 70	(13,039) 1,594
period	211,517	206,954
Cash and cash equivalents at end of the financial period	208,171	195,509
Cash and cash equivalents comprise:-		
Deposits with licensed banks Cash on hand and at banks	207,843 328	194,979 530
	208,171	195,509
	======	======

^{*} 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.

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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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(Incorporated in Malaysia)

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 2,000ordinary shares of RM0.10 each of its issued share capital from the open market, at an average cost of RM0.63 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 RM1,267.37 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 March2015, the total number of treasury shares held was 4,674,900 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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(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

A7. Segment Information

The Group's segmental results for the financial period ended 31 March 2015 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	4,119 25	56,282	6,093 7	(32)	66,494
Total revenue	4,144 ======	56,282	6,100	(32)	66,494
Segment profit before tax	1,483 ======	55,214 ======	2,009	- =======	58,706 =====

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

A7. Segment Information- continued

The Group's segmental results for the financial period ended 31 March 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	3,902 6	56,346	4,900 13	(19)	65,148
Total revenue	3,908 ======	56,346 ======	4,913 ======	(19)	65,148
Segment profit before tax	1,657 =======	54,220 ======	739 =====	-	56,616 =====

(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 March 2015, 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		
	31.03.2015 RM'000	31.03.2014 RM'000	31.03.2015 RM'000	31.03.2014 RM'000	
Revenue					
Information technology and e-commerce Communications	1,363	1,237	4,119	3,902	
technology	18,761	18,776	56,282	56,346	
Content and digital media	2,003	1,686	6,093	4,900	
	22,127	21,699	66,494	65,148	
	======	=======	=======	=======	
Profit/(loss) before tax Information technology					
and e-commerce	(302)	210	1,483	1,657	
Communications technology	18,675	17,832	55,214	54,220	
Content and digital media	886	384	2,009	739	
	19,259	18,426	58,706	56,616	
	=======	=======	=======	=======	

Part A – Financial year-to-date review

For the nine months under review, the Group recorded revenue and profit before tax of RM66.494 million and RM58.706 million respectively, representing an increase of 2.1% and 3.7% respectively, compared to the preceding 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 increased by 5.6% to RM4.119 million from RM3.902 million mainly due to the contribution from a significant software development project recorded in the current financial period. However, despite an increase in revenue, profit before tax decreased by 10.5% from RM1.657 million to RM1.483 million, mainly due to lower interest income earned on much lower cash deposits in the current financial period following the dividend payment.

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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 RM6.093 million and RM2.009 million respectively, represented an increase of 24.3% and 171.9% respectively, compared to the preceding year's corresponding period revenue of RM4.9 million and profit before tax of RM0.739 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.

<u>Part B – Current quarter review</u>

The Group recorded a revenue and profit before tax for the current financial quarter of RM22.127 million and RM19.529 million respectively, representing an increase of 2.0% and 4.5% respectively, compared to preceding 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 share of results of associated company.

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

i) Information technology and e-commerce

Revenue increased by 10.2% to RM1.363 million from RM1.237 million, mainly due to higher income in relation to hardware sales activities and maintenance services. However, despite the increase in revenue, profit before tax decreased by 243.8% mainly due to the lower interest income earned on much lower cash deposits in the current financial quarter compared to the equivalent financial quarter in the previous year.

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 profits derived from an associated company 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 RM2.003 million and RM0.886 million respectively, represented an increase of 18.8% and 130.7% 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 31.03.2015 RM'000	Preceding Quarter 31.12.2014 RM'000
Revenue	22,127	22,856
Profit before tax	19,259	20,151

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 continually focusing on improving 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 should 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 31.03.2015 RM'000	Financial Year- To-Date 31.03.2015 RM'000
Profit for the period is derived after charging /(crediting):-		
Amortisation of other intangible assets	16	40
Depreciation of property, plant and equipment	146	425
Interest expenses	1	5
Interest income	(1,587)	(4,926)
	======	======

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

Income Tax Dapense	Current Year Quarter 31.03.2015 RM'000	Financial Year- To-Date 31.03.2015 RM'000
Taxation based on profit for the period Under provision of taxation in prior year	4,943 (48)	14,741 (48)
	======	======

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 March 2015are as follows:-

	Short term RM'000	Long term RM'000	Total RM'000
Secured	87	7	94
	=======	=======	=======

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 March 2015.

ii) Fair Value Changes of Financial Liabilities

As at 31 March 2015, 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 31.03.2015 RM'000	
Retained earnings of the Company and its subsidiaries		
- Realised - Unrealised	67,104 (79)	77,507 (79)
	67,025	77,428
Retained earnings of the associated company - Realised - Unrealised	1,320 (18)	718 (18)
	1,302	700
Consolidated adjustments	(8,655)	7,505
Total Group retained earnings as per consolidated interim financial report	59,672 ======	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 31.03.2015	Preceding Year Corresponding Quarter 31.03.2014
Profit attributable to owners of the parent (RM'000)	8,938	8,492
Weighted average number of ordinary shares in issue ('000)	1,346,862	1,345,327
Basic earnings per share (sen)	0.66	0.63

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: 21 May 2015