YTL E-SOLUTIONS BERHAD

Company No. 236137-K Incorporated in Malaysia

Interim Financial Report 30 June 2016

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Interim Financial Report 30 June 2016

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(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Interim financial report on consolidated results for the financial year ended 30 June 2016.

The figures have not been audited.

CONDENSED CONSOLIDATED INCOME STATEMENT

	INDIVIDUA Current Year	L QUARTER Preceding Year Corresponding			
	Quarter 30.06.2016 RM'000	Quarter 30.06.2015 RM'000	12 Month 30.06.2016 RM'000	s Ended 30.06.2015 RM'000	
REVENUE	21,051	21,038	84,866	87,532	
COST OF SALES	(1,691)	(1,897)	(7,143)	(8,809)	
GROSS PROFIT		19,141	77,723	78,723	
OTHER OPERATING INCOME	1,365	1,595	5,838	6,569	
ADMINISTRATION EXPENSES	(2,670)	(2,870)	(9,072)	(9,317)	
FINANCE COSTS	-	(1)	(1)	(6)	
SHARE OF RESULTS OF ASSOCIATED COMPANY	(132)	(125)	428	477	
PROFIT BEFORE TAX	17,923	17,740	74,916	76,446	
INCOME TAX EXPENSE	(4,146)	(4,418)	(17,951)	(19,111)	
PROFIT FOR THE PERIOD/ YEAR	13,777	13,322	56,965	57,335	
ATTRIBUTABLE TO: Owners of the Parent Non-Controlling Interests	8,324 5,453 13,777 ======	7,864 5,458 13,322 =======	35,106 21,859 56,965 ======	35,716 21,619 57,335 =======	
EARNINGS PER 10 SEN SHAR	E				
Basic (sen)	0.62	0.58	2.61	2.65	

The Condensed Consolidated Income Statement should be read in conjunction with the audited annual financial statements for the year ended 30 June 2015 and the accompanying explanatory notes attached to the interim financial statements.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Current	AL QUARTER Preceding Year Corresponding		QUARTER
	Ouarter	Quarter 30.06.2015	12 Month	30.06.2015
PROFIT FOR THE PERIOD/ YEAR	13,777	13,322	56,965	57,335
OTHER COMPREHENSIVE (LOSS)/INCOME:				
ITEM THAT MAY BE RECLASSIFIED SUBSEQUENTI TO INCOME STATEMENT:-	LY			
CURRENCY TRANSLATION DIFFERENCES		1,241	(1,514)	
OTHER COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD/YEAR, NET OF TAX				
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/ YEAR	13,162	14,563		
ATTRIBUTABLE TO:	7.700	0.105	22.502	27,020
Owners of the Parent Non-Controlling Interests	7,709 5,453	9,105 5,458	33,592 21,859	21,619
	13,162	14,563	55,451 ======	58,648

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited annual financial statements for the year ended 30 June 2015 and the accompanying explanatory notes attached to the interim financial statements.

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INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Unaudited As at 30.06.2016 RM'000	Audited As at 30.06.2015 RM'000
ASSETS	1417 000	ILIVI OOO
Non-current assets		
Property, plant and equipment	1,966	2,071
Goodwill on consolidation	2,490	2,490
Other intangible assets	38	60
Investment in associated company	8,855	8,427
Investment	898	898
Deferred tax asset	203	185
	14,450	14,131
Current assets		
Inventories	29	_
Trade and other receivables	1,431	1,416
Income tax assets	502	149
Amount due from related parties	13,517	
Cash and cash equivalents	169,675	188,059
	185,154	203,989
TOTAL ASSETS	199,604 ======	218,120
EQUITY		
Share capital	135,000	135,000
Share premium	1,475	1,475
Other reserves	· · · · · · · · · · · · · · · · · · ·	(3,124)
Retained earnings	48,739	
Treasury shares, at cost	(2,143)	(2,143)
Equity attributable to Owners of the Parent	178 523	198,744
Non-Controlling Interests	6,496	2,835
TOTAL EQUITY	185,019	201,579

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited annual financial statements for the year ended 30 June 2015 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 30.06.2016 RM'000	Audited As at 30.06.2015 RM'000
LIABILITIES		
Non-current liabilities Deferred tax liabilities	66	165
	66	165
Current liabilities Trade and other payables Provisions Amount due to related parties Loan and borrowings Income tax liabilities	12,659 8 107 - 1,745	14,202 14 25 61 2,074
	14,519	16,376
TOTAL LIABILITIES	14,585	16,541
TOTAL EQUITY AND LIABILITIES	199,604 ======	218,120
Net assets per 10 sen share (RM)	0.13	0.15

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

	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 2015	135,000	1,475	10	(3,134)	67,536	(2,143)	198,744	2,835	201,579
Profit for the financial year	-	-	-	-	35,106	-	35,106	21,859	56,965
Other comprehensive loss for the financial year, net of tax	-	-	-	(1,514)	-	-	(1,514)	-	(1,514)
Total comprehensive income for the financial year	-	-	-	(1,514)	35,106	-	33,592	21,859	55,451
Transaction with owners:									
Capitalised of bonus shares issue in subsidiary	-	-	90	-	(90)	-	-	-	-
Treasury shares acquired	-	-	-	-	-	(*)	(*)	-	(*)
Dividend paid	-	-	-	-	(53,813)	-	(53,813)	-	(53,813)
Dividend paid to non-controlling interest by subsidiary	-	-	-	-	-	-	-	(18,198)	(18,198)
Total transactions with owners	_	-	90	-	(53,903)	(*)	(53,813)	(18,198)	(72,011)
At 30 June 2016	135,000	1,475 ======	100	(4,648) ======	48,739	(2,143)	178,523 ======	6,496 =====	185,019 ======

^{*} 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 2015 and the accompanying explanatory notes attached to the interim financial statements.

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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2015

	•		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 2014	135,000	1,475	10	(4,447)	85,633	(2,141)	215,530	13,400	228,930
Profit for the financial year	-	-	-	-	35,716	-	35,716	21,619	57,335
Other comprehensive income for the financial year, net of tax	-	-	-	1,313	-	-	1,313	-	1,313
Total comprehensive income for the financial year	-	-	-	1,313	35,716	-	37,029	21,619	58,648
Transaction with owners:									
Treasury shares acquired	-	-	-	-	-	(2)	(2)	-	(2)
Dividend paid	-	-	-	-	(53,813)	-	(53,813)	-	(53,813)
Dividend paid to non-controlling interest by subsidiary	-	-	-	-	-	-	-	(32,184)	(32,184)
Total transactions with owners	-	-	-	-	(53,813)	(2)	(53,815)		(85,999)
At 30 June 2015	135,000	1,475 ======	10	(3,134)	67,536	(2,143)	198,744	2,835 =====	201,579

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 2015 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 YEAR ENDED 30 JUNE 2016

	12 MONTHS ENDED		
	30.06.2016		
Cash flows from operating activities			
Profit before tax	74,916	76,446	
Adjustments for:-			
Allowance for obsolete inventories no longer required	-	(43)	
Allowance for obsolete inventories	15	-	
Amortisation of other intangible assets	35	56	
Depreciation of property, plant and equipment	563	591	
Impairment loss on trade receivables	-	57	
Interest expenses	1	6	
Interest income	(5,786)	(6,511)	
Inventories written off	-	43	
Property, plant and equipment written off	31	17	
Reversal of impairment loss on trade receivables	(23)	(30)	
Share of results of associated company	(428)	(477)	
Operating profit before working capital changes	69,234	70,155	
Changes in working capital:-			
Inventories	(44)	21	
Receivables	2	(343)	
Payables	(1,549)	1,858	
Related parties	930	285	
Cash generated from operations	68,663	71,976	
Interest paid	(1)	(6)	
Interest received	5,792	6,572	
Tax paid	(18,797)	(19,215)	
Tax refunded	47	3,379	
Net cash from operating activities	55,704	62,706	

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016 - continued

	12 MONTHS ENDED		
		30.06.2015 RM'000	
Cash flows from investing activities			
Acquisition of investment	-	(898)	
Purchase of property, plant and equipment	(489)	(394)	
Purchase of other intangible assets	(13)	(57)	
Net cash used in investing activities		(1,349)	
Cash flows from financing activities			
Dividend paid	(53,813)	(53,813)	
Dividend paid to non-controlling interest by subsidiary		(32,184)	
Repayment of loans and borrowings	(61)	(129)	
Purchase of own shares (net)	(*)	(2)	
Net cash used in financing activities	(72,072)	(86,128)	
Net decrease in cash and cash equivalents	(16.870)	(24,771)	
Effects of exchange rate changes		1,313	
Cash and cash equivalents at beginning of the financial	(1,514)	1,313	
year		211,517	
Cash and cash equivalents at end of the financial year	169,675	188,059	
Code and and arrival arts assumation	======	======	
Cash and cash equivalents comprise:-			
Fixed deposits with licensed banks	168,836	139,195	
Cash on hand and at banks	839	48,864	
	169,675	188,059	
	======	======	

^{*} Less than RM 1,000

(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 2015.

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 2015.

The adoption of MFRSs and amendments to MFRSs which were effective for financial year beginning on or after 1 July 2015 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. Exceptional or Unusual Items

For the current financial year to date, there was no item of exceptional or 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 current financial year-to-date, the Company repurchased 1,100 ordinary shares of RM0.10 each of its issued share capital from the open market, at an average cost of RM0.62 per share. The total consideration paid for the share buy-back, including transaction costs during the current financial year-to-date amounted to RM680.50 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 30 June 2016, the total number of treasury shares held was 4,676,000 ordinary shares of RM0.10 each.

A6. Dividends paid

The following dividend payment was made during the financial year ended 30 June 2016:-

RM'000

In respect of the financial year ended 30 June 2015:-

An interim single tier dividend of 40% or 4 sen per ordinary share of 10 sen each paid on 23 October 2015

53,813

======

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(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

A7. Segment Information

The Group's segmental results for the financial year ended 30 June 2016 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	3,843 75	75,342	5,681 17	(92)	84,866
Total revenue	3,918	75,342 ======	5,698	(92)	84,866
Segment profit before tax	448 ======	73,343	1,125 ======	-	74,916 ======

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

A7. Segment Information - continued

The Group's segmental results for the financial year ended 30 June 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	5,091 40	75,042	7,399 7	(47)	87,532
Total revenue	5,131	75,042	7,406	(47)	87,532
	======	======	=====	======	======
Segment profit before tax	1,058	73,443	1,945	-	76,446
	======	======	======	=======	======

(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 year ended 30 June 2016, 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 2015.

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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		
		30.06.2015 RM'000	30.06.2016 RM'000		
Revenue					
Information technology and e-commerce Communications	808	972	3,843	5,091	
technology	18,806	18,760	75,342	75,042	
Content and digital media	1,437	1,306	5,681	7,399	
	21,051	21,038	84,866	87,532	
	======	======	======	======	
Profit/(loss) before tax Information technology					
and e-commerce	(191)	(425)	448	1,058	
Communications technology Content and digital	18,010	18,229	73,343	73,443	
media	104	(64)	1,125	1,945	
	17,923	17,740	74,916	76,446 ======	

Part A – Financial year-to date review

For the financial year under review, the Group recorded revenue and profit before tax of RM84.866 million and RM74.916 million respectively, representing a decrease of 3.0% and 2.0% respectively, compared to the preceding financial year ended 30 June 2015. The decrease in profit before tax was due to the lower revenue recognized from the Content and Digital Media segment and lower interest income earned on cash deposit in the current financial year.

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

i) Information technology and e-commerce

Revenue and profit before tax of RM3.843 million and RM0.488 million respectively, represented a decrease of 24.5% and 57.7% respectively, compared to the preceding financial year. The decrease in profit before tax was mainly due to lower income from hardware sales activities and lower interest income earned on lower cash deposits in the current financial year.

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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 unchanged compared to the preceding financial year. The decrease in profit before tax was due to lower interest income earned on cash deposits in the current financial year.

iii) Content and digital media

Revenue and profit before tax of RM5.681 million and RM1.125 million respectively, represented a decrease of 23.2% and 42.2% respectively, compared to the preceding financial year revenue of RM7.399 million and profit before tax of RM1.945 million. The decrease in profit before tax was mainly due to lower digital media advertising income recorded in the current financial year compared to the preceding financial year ended 30 June 2015.

Part B – Current quarter review

The Group revenue and profit before tax for the current financial quarter of RM21.051 million and RM17.923 million respectively, increased marginally compared to preceding financial year corresponding quarter. The increase in revenue and profit before tax was due to the higher revenue recognized from the Content and Digital Media in the current financial quarter.

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

i) Information technology and e-commerce

Revenue decreased by 16.9% to RM0.808 million from RM0.972 million, mainly due to lower income from hardware sales activities. Loss before tax decreased by 55.1% mainly due to lower operating expenses in the current financial quarter compared to the preceding year corresponding 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 unchanged compared to the preceding year corresponding quarter. The profit before tax decreased due to lower 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 RM1.437 million and RM0.104 million respectively, represented an increase of 10.0% and 262.5% respectively, compared to the preceding year corresponding quarter. The increase in profit before tax was mainly due to higher production income recorded in the current quarter compared to the preceding year corresponding quarter.

B2. Comparison with Preceding Quarter

. 0 -	Current Quarter 30.06.2016 RM'000	Preceding Quarter 31.03.2016 RM'000
Revenue	21,051	21,029
Profit before tax	17,923	18,955

The Group revenue increased marginally whereas profit before tax decreased 5.4% compared to that recorded in the preceding quarter. The decrease was mainly due to higher administrative expenses incurred in current financial quarter.

B3. Audit Report of the Preceding Financial Year Ended 30 June 2015

The auditors' report on the financial statements of the financial year ended 30 June 2015 did not contain any qualification.

B4. Prospects

With the revenue 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 2017 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 remain stable.

B5. Profit Forecast

The Group did not issue any profit forecast or profit guarantee in a public document during the financial year ended 30 June 2016.

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INTERIM FINANCIAL REPORT

Notes:- continued

B6. Profit for the period/year

	Current Year Quarter 30.06.2016 RM'000	Financial Year- To-Date 30.06.2016 RM'000
Profit for the period/year is derived after charging /(crediting):-		
Amortisation of other intangible assets	8	35
Depreciation of property, plant and equipment	136	563
Interest expenses	-	1
Interest income	(1,362)	(5,786)
	======	

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 30.06.2016 RM'000	Financial Year- To-Date 30.06.2016 RM'000
Taxation based on profit for the period/year	4,263	18,108
Over-provision of taxation in prior year	-	(40)
Deferred taxation	(116)	(116)
Over provision of deferred taxation in prior year	(1)	(1)
	4,146	17,951
	======	======

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.

(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT

Notes:- continued

B8. Status of Corporate Proposals

Save as disclosed below, there are no corporate proposals announced and pending as at the date of this report:-

- i) On 25 July 2016, the Company announced receipt of a notice of conditional share exchange offer from CIMB Investment Bank Berhad, on behalf of YTL Corporation Berhad ("Offeror"), to acquire all the remaining ordinary shares of RM0.10 each (excluding treasury shares) in the Company not already held by the Offeror ("Offer Shares"), at an offer price of RM0.55 for each Offer Share, which shall be satisfied through the issuance of ordinary shares of RM0.10 each in YTL Corporation Berhad ("YTL Corp Shares") at an issue price of RM1.65 each based on an exchange ratio of approximately 0.333 YTL Corp Share for each Offer Share ("Offer").
- ii) On 26 July 2016, the Company appointed Public Investment Bank Berhad as the independent adviser in respect of the Offer.

B9. Group Borrowings and Debt Securities

The Group did not have any group borrowings and debt securities at the end of the current financial quarter.

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 30 June 2016.

ii) Fair Value Changes of Financial Liabilities

As at 30 June 2016, the Group does not have any financial liabilities measured at fair value through profit or loss.

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INTERIM FINANCIAL REPORT

Notes:- continued

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

iii) Realised and Unrealised Profits and Losses

Unaudited As at 30.06.2016 RM'000	Audited As at 30.06.2015 RM'000
32,588 137	80,453 20
32,725	80,473
1,689 (84)	1,211 (34)
1,605	1,177
14,409	(14,114)
48,739	67,536
	As at 30.06.2016 RM'000 32,588 137 32,725 1,689 (84) 1,605 14,409

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.

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INTERIM FINANCIAL REPORT

Notes:- continued

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 30.06.2016	Preceding Year Corresponding Quarter 30.06.2015
Profit attributable to owners of the parent (RM'000)	8,324	7,864
Weighted average number of ordinary shares in issue ('000)	1,345,325	1,345,326
Basic earnings per share (sen)	0.62	0.58

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:25 August 2016