* NETX HOLDINGS BERHAD (533441-W) (Incorporated in Malaysia) UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2015

	INDIVIDUAL	INDIVIDUAL QUARTER		CUMULATIVE QUARTER		
	CURRENT PERIOD QUARTER	PRECEDING YEAR QUARTER	CURRENT PERIOD TO DATE	PRECEDING YEAR TO DATE*		
	31/03/2015 RM'000	31/03/2014 RM'000	31/03/2015 RM'000	31/03/2014 RM1'000		
REVENUE	797	214	3,222	3,417		
COST OF SALES	(817)	(211)	(3,172)	(3,502)		
GROSS PROFIT / (LOSS)	(20)	3	50	(85)		
OTHER INCOME	27	34	77	39		
ADMINISTRATION EXPENSES OTHER OPERATING EXPENSES	(143)	(155) (256)	(510) (372)	(616) (661)		
LOSS FROM OPERATIONS	(221)	(374)	(755)	(1,323)		
FINANCE COST	(47)	(49)	(142)	(172)		
LOSS BEFORE TAX	(268)	(423)	(897)	(1,495)		
INCOME TAX EXPENSES	-					
NET LOSS FOR THE PERIOD	(268)	(423)	(897)	(1,495)		
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD	(268)	(423)	(897)	(1,495)		
NET LOSS FOR THE PERIOD ATTRIBUTABL OWNERS OF THE PARENT NON-CONTROLLING INTEREST	E TO: (268)	(423) -	(897) -	(1,495)		
THON CONTINUEDING INTERNATION	(268)	(423)	(897)	(1,495)		
TOTAL COMPREHENSIVE LOSS FOR THE PROWNERS OF THE PARENT NON-CONTROLLING INTEREST	ERIOD ATTRIBUTABLE TO: (268)	(423)	(897)	(1,495)		
NON-CONTROLLING INTEREST	(268)	(423)	(897)	(1,495)		
EARNING PER SHARE ATTRIBUTABLE TO C	OWNERS OF THE PARENT:					
Basic (sen)	(0.04)	(0.07)	(0.14)	(0.25)		

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

^{*}The Group has changed its financial year end from 31 December to 30 June. Comparatives for cumulative quarter consist of 9 months results beginning 1 July 2013 to 31 March 2014.

NETX HOLDINGS BERHAD (533441-W)

(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2015

	AS AT 31 March 2015 Unaudited RM'000	AS AT 30 June 2014 Audited RM'000
<u>ASSETS</u>		
NON-CURRENT ASSETS		
PROPERTY, PLANT AND EQUIPMENT	5,489 3,159	5,581 3,159
DEFERRED TAX ASSET GOODWILL ON CONSOLIDATION	19,849	19,849
GOOD WILL ON COMMONDATION	28,497	28,589
CURRENT ASSETS		
Inventories	526	1,342
Trade Receivables	797 898	1,236 246
Other Receivables, Deposits and Prepayment Cash and Bank Balances	898 2,926	3,357
Cash and Bank Datanees	5,147	6,181
TOTAL ASSETS	33,644	34,770
PARIMETE AND LIADIE PIEC		
EQUITIES AND LIABILITIES		
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT	(2.555	42.555
SHARE CAPITAL SHARE PREMIUM	62,555 2,599	62,555 2,599
ACCUMULATED LOSSES	(35,555)	(34,658)
ACCOMOLATED BOSSIS	29,599	30,496
NON-CONTROLLING INTEREST	25	25
TOTAL EQUITY	29,624	30,521
NON-CURRENT LIABILITIES		
Long Term Borrowing	3,184	3,392
	3,184	3,392
CURRENT LIABILITIES		
Trade Payables	421	421
Other Payables and Accruals	140	160
Short Term Borrowing Tax liabilities	275	264 12
Tax Havillocs		
	836	857
TOTAL LIABILITIES	4,020	4,249
TOTAL EQUITIES AND LIABILITIES	33,644	34,770
No of ordinary shares ('000)	625,553	625,553
Net Assets per share attributable to owners		0.0*
of the parent (RM)	0.05	0.05

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

NETX HOLDINGS BERHAD (533441-W)

(Incorporated in Malaysia)

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

NON-CONTROLLING INTEREST RM'000 TOTAL RM'000 DISTRIBUTABLE ACCUMULATED RESERVE -RM'000 ATTRIBUTABLE TO OWNER OF THE PARENT DISTRIBUTABLE RESERVES RESERVE -OTHERS RM'000 DISTRIBUTABLE RESERVE -PREMIUM SHARE RM'000 CAPITAL SHARE RM'000 9 months period ended 31 March 2015

EQUITY

TOTAL

RM'000

30.521 25 30,496 (34.658)2.599 62,555 Balance as at 1 July 2014

(897)(897) (897)

Net loss for the financial period representing

total recognised income and expenses for

the period

29,624 25 29.599 (35.555)2.599 62,555

30,383 (28,787)(391)2,686 56,875 Balance as at 1 January 2013

18 months period ended 30 June 2014

Disposal of subsidiary

Balance as at 31 March 2015

(87) 391 391 (87) Expenses for private placement

5.680 Net loss for the financial year representing

total recognised income and expenses for

the period

Issuance of shares

(5.874)

 $\widehat{\mathbb{C}}$

(5.871)

(5.871)

5.680

(87)

391

30.411

28

5.680

30.521 25 30,496 (34.658)2.599 62,555

The unaudited Condensed Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial period ended 30 June 2014 and the accompanying explanatory notes

attached to the interim financial statements.

Balance as at 30 June 2014

Page 3 of 10

NETX HOLDINGS BERHAD (533441-W)

(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2015

	CURRENT PERIOD TO DATE 31/03/2015 RM'000	PRECEDING YEAR TO DATE* 31/03/2014 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	(897)	(1,495)
Adjustment for:		117
Depreciation of property, plant and equipment	94	116
Property, plant and equipment written off	t	-
Loss on disposal of property, plant and equipment	-	9
Interest expense	142	172
Interest income	(31)	(40)
Operating loss before working capital changes	(691)	(1,238)
Decrease in current assets	603	654
Decrease in current liabilities	(21)	(324)
Cash Used in Operations	(109)	(908)
Tax Paid	(12)	(3)
Interest paid	(142)	(172)
Interest received	31	40
Net Cash Used in Operating Activities	(232)	(1,043)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	-	6
Purchase of property, plant and equipment	(2)	
Net Cash (Used in) / Generated from Investing Activities	(2)	6
CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from issuance of shares	-	5,680
Repayment of bank borrowings	(197)	(186)
Decrease in fixed deposits pledged	<u> </u>	45_
Net Cash (Used in) / Generated from Financing Activities	(197)	5,539
NET CHANGE IN CASH AND CASH EQUIVALENTS	(431)	4,502
CASH AND CASH EQUIVALENTS BROUGHT FORWARD	3,357	64
CASH AND CASH EQUIVALENTS CARRIED FORWARD	2,926	4,566
Cash and cash equivalents at end of period consist of:-		
Cash and bank balances	2,926	4,566

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

^{*}The Group has changed its financial year end from 31 December to 30 June. Comparatives for cumulative quarter consist of 9 months results beginning 1 July 2013 to 31 March 2014.

NETX HOLDINGS BERHAD (53344(-w)

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2015

A. EXPLANATORY NOTES

BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The interim financial statements are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134 "Interim Financial Reporting" and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") for the ACE

The report should be read in conjunction with the audited financial statements of the Group for the 18-month period ended 30 June 2014. The explanatory notes attached to the quarterly financial report provide an explanation on events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial period ended 30 June 2014.

The accounting policies and methods of computation adopted by the Group in the quarterly financial report are consistent with those adopted in the audited financial statements of the Group for the financial period ended 30 June 2014, except for in the current period ended 31 March 2015, the Group adopted the Malaysian Financial Reporting Standards Framework ("MFRS Framework") relevant to the Group as explained below:

Effective for financial periods beginning on or after 1st July 2014:

MFRS 9 (2009 and 2010)

: Financial Instruments

Amendments to MFRS 9

: Financial Instruments (Hedge Accounting and Amendments to MFRS 7, MFRS 9 and MFRS 139)

Amendments to MFRS 9

: Mandatory Effective Date of MFRS 9 and Transition Disclosures

and MFRS 7

Amendments to MFRS 10, : Investment Entities

MFRS 12 & MFRS 127

Amendments to MFRS 11 : Accounting for Acquisition of Interests in Joint Operations

MFRS 14

: Regulatory Deferral Accounts

MFRS 15

: Revenue from Contracts with Customers

Amendments to MFRS 116 : Clarification of Acceptable Methods of Depreciation and Amortisation

and MFRS 138

Amendments to MFRS 116 : Agriculture - Bearer Plants

and MFRS 141

Amendments to MFRS 119 : Defined Benefit Plans - Employee Contributions

Amendments to MFRS 132 : Offsetting Financial Assets and Financial Liabilities

Amendments to MFRS 136 : Recoverable Amount Disclosures for Non-Financial Assets

Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting

IC Interpretation 21 Levies

Annual Improvements to MFRSs 2010-2012 Cycle

Annual Improvements to MFRSs 2011-2013 Cycle

Paragraph 20 of MFRS 134 requires the comparative statements to be presented from the comparable interim period (current and period -to-date) of immediate preceding financial year. Save for the statement of financial position and statements of change in equity, the comparatives disclosed in these condensed financial statements are for the 9-month period from 1 July 2013 to 31 March 2014, not from the beginning of the preceding financial period of 1 January 2013, as the Group change its financial year from 31 December to 30 June on 10 December 2013.

The adoption of the MFRSs does not have any significant impact on the interim financial statements of the Group and the Company.

A 2 SEASONAL OR CYCLICAL FACTORS

The business of the Company/Group is not subject to any seasonal or cyclical factors.

A 3 NATURE AND AMOUNT OF EXCEPTIONAL AND/OR EXTRAORDINARY ITEMS

There were no exceptional and/or extraordinary items as at the date of this announcement.

A 4 CHANGES IN ESTIMATES

There were no material changes in estimates in respect of amount reported in prior financial period, which have a material effect in the quarter under review

A 5 ISSUANCE AND REPAYMENT OF DEBT AND EQUITY SECURITIES, SHARE BUYBACKS, SHARE CANCELLATIONS AND

There were no issuances and repayment of debt and equity securities, share buy-backs, share cancellation, shares held as treasury shares or resale of treasury shares for the current financial period ended 31 March 2015.

A 6 DIVIDENDS PAID

No dividends were paid during the quarter under review.

A 7 SEGMENTAL INFORMATION

A segmental report is not prepared as the company is only involved in network infrastructure business

A 8 VALUATION OF PROPERTY, PLANT AND EQUIPMENT

There were no changes in the valuation of property, plant and equipment reported in the previous audited financial statements that will have an impact on the quarter under review.

A 9 SIGNIFICANT EVENTS DURING THE CURRENT QUARTER

On 16 February 2015, the Company announced that with reference to the announcements dated 28 October 2014, 24 December 2014 and 26 December 2014 in relation to the Proposals ("Announcement"), the Share Sale Agreement ("SSA") entered into between the Company and the Vendors dated 28 October 2014 for the Proposed Acquisition has been mutually terminated due to some changes and an adverse business environment faced by Springworks Sdn Bhd.

Pursuant thereto, all obligations and liabilities of the parties thereunder shall cease to have effect and none of the parties shall have any claim against the other for costs, damages, compensation or otherwise.

The Board confirms that there is no financial impact on the EPS and NA per share of the Company as a result of the termination of the SSA.

In addition to the above, the Board wishes to inform that the Company intends to proceed with the Proposed Rights Issue of Shares with Warrants, Proposed SIS and Proposed Increase in Authorised Share Capital. Further details of the said proposals with some revisions will be announced in due course.

A 10 CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group during the quarter under review.

A 11 CONTINGENT LIABILITIES

There were no contingent liablities as at the date of this report.

A 12 MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM REPORTING PERIOD

On 24 April 2015, the Company announced that it has on 24 April 2015 acquired 60,000 oedinary shares of RM1.00 each in Payallz Sdn Bhd ("Payallz"), representing 60% equity stake in Payallz, from the vendor. Neurogine Sdn Bhd, for a cash consideration amount of RM600.000.00 only ("Acquisition").

Payallz was incorporated on 2 February 2012 and is in the business of recruitment of merchants to agree to the acceptance of cards as a form of payment of goods and/or services using its Point-of-Sales terminals. The authorised share capital of Payallz is RM100,000.00 comprising of 100.000 ordinary shares of RM1.00 each of which 100,000 ordinary shares of RM1.00 each have been issued and fully paid.

The Acquisition will not have any material effect on net assets per share and earnings per share, as well as the gearing of Netx Group of the Companies for the financial year ending 30 June 2015.

None of the Directors and/or major stakeholders of Netx or persons connected to them have any interest, direct or indirect, in the Acquisition.

On 28 April 2015, the Company announced that it proposes to undertake the following:

- (i) proposed renounceable rights issue of up to 625,553,033 new ordinary shares of RM0.10 each in NetX ("NetX Shares" or "Shares") ("Rights Shares") on the basis of one (1) Rights Share for every one (1) existing NetX Share held, together with up to 625,553,033 free detachable warrants ("Warrants") on the basis of one (1) Warrant for every one (1) Rights Share subscribed at an entitlement date to be determined later ("Entitlement Date") ("Proposed Rights Issue of Shares with Warrants");
- (ii) proposed establishment of a share issuance scheme ("SIS") of up to thirty percent (30%) of the Company's total issued and paid-up share capital (excluding treasury shares, if any) at any one time during the duration of the SIS for the eligible employees of NetX and its subsidiaries ("NetX Group" or "Group") (excluding dormant subsidiaries) ("Proposed SIS"); and
- (iii) proposed increase in the authorised share capital of NetX from RM70,000,000 comprising 700,000,000 NetX Shares to RM500,000,000 comprising 5,000,000,000 NetX Shares ("Proposed Increase in Authorised Share Capital").

(collectively referred to as the "Proposals")

A 13 CAPITAL COMMITMENTS

There were no material capital commitments incurred or known to be incurred by the Group, which may have a substantial impact on the financial

A 14 RELATED PARTY TRANSACTIONS

There were no significant transactions with related parties during the current quarter and financial period.

B ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS

B 1 REVIEW OF PERFORMANCE OF COMPANY/GROUP

The Group's revenue decreased by approximately 32.7% or RM 0.387 million from RM1.184 million in the previous quarter to RM0.797 million for the quarter under review. The Group recorded a loss after taxation ("LAT") for the current quarter of RM0.268 million compared to LAT of RM0.310 million in the previous quarter which represent a decrease of 13.5% or RM 0.042 million. The decrease in revenue was mainly due to lesser order placed by end customers as compared to previous quarter. The decrease in LAT in current quarter compared to previous quarter were mainly due to reduction in administration and other operating expenses in the financial period under review.

For the financial period to-date, the Group recorded revenue and loss after taxation of RM3.222 million and RM0.897 million as compared to RM3.417 million revenue and loss after taxation of RM1.495 million for the preceding 9 month period ended 31 March 2014. This represents a decrease of approximately 5.7% or RM0.195 million in revenue and an decrease of approximately 40% or RM 0.598 million in loss after taxation ("LAT") respectively. The decrease in revenue was mainly due to lesser order placed by end customer as compared to preceding 9 month period ended 31 March 2014 while decrease in loss after taxation were mainly due to the followings:

- i) there were reductions in administrative and finance cost of RM 0.106 million and RM 0.030 million respectively in the current financial period.
- ii) there was no advisory fee incurred in the current financial period as compared to same period in the preceding period in respect of Private Placement amounted to RM 0.078 million.
- iii) there was a reduction in legal fee of RM 0.043 million incurred for the court case in the current financial period as compared to same period in the preceding period.
- iv) there was an increase in gross profit of RM 0.135 million due to sales of slow moving stock at discounted price in previous financial period.
- v) there was an increase in rental income of RM 0.039 million in the current financial period.

B 2 COMPARISON WITH THE PRECEDING QUARTER'S RESULT

The Group's revenue decreased by approximately 32.7% or RM 0.387 million from RM1.184 million in the previous quarter to RM0.797 million for the quarter under review. The Group recorded a loss after taxation ("LAT") for the current quarter of RM0.268 million compared to LAT of RM0.310 million in the previous quarter which represent a decrease of 13.5% or RM 0.042 million. The decrease in revenue was mainly due to lesser order placed by end customers as compared to previous quarter. The decrease in LAT in current quarter compared to previous quarter were mainly due to reduction in administration and other operating expenses in the financial period under review.

	-	Current Quarter	Preceding Quarter		
		Ended	Ended		
		31.03.2015	31,12,2014	Dif	ference
		(Unaudited)	(Unaudited)		
		RM'000	RM'000	RM'000	%
Revenuc		797	1,184	(387)	(32.7)
Loss before tax		(268)	(310)	42	(13.5)
LAT		(268)	(310)	42	(13.5)

B3 CURRENT YEAR PROSPECTS

The directors and management of the Group will pursue to create more business ventures, upgrade technical skills to overcome the unstable market condition in order to propel future growth and achieve a solid revenue base for the Group.

The directors anticipate that the Group will deliver a reasonable performance despite the challenging economic condition for the financial year ending 30 June 2015

1 1/ 22 .1 0

Cumulativa Quarter

B4 LOSS BEFORE TAX

	Individual Quarter		Cumulative Quarter		
	Current Quarter Ended	Preceding Year Corresponding Quarter Ended	Current Quarter Ended	Preceding Year* Corresponding Quarter Ended	
	31/03/2015 RM'000	31/03/2014 RM'000	31/03/2015 RM'000	31/03/2014 RM'000	
Loss before tax is stated after charging/(crediting):-					
Depreciation of P.P.E.	31	39	94	116	
Loss on disposal of P.P.E	-	•	-	9	
Property, plant and equipment written off		-	-	-	
Equipment rental	3	5	10	18	
Interest expense	47	49	142	172	
Interest income	(9)	(7)	(31)	(40)	
Rental income	(19)	(28)	(46)	-	

^{*}The Group has changed its financial year end from 31 December to 30 June. Comparatives for cumulative quarter consist of 9 months results beginning 1 July 2013 to 31 March 2014.

B 5 PROFIT FORECAST / PROFIT GUARANTEE

The Group did not issue any profit forecast/profit guarantee for the financial period to-date.

TAXATION B 6

	Individu	Individual Quarter		tive Quarter
	Current Quarter Ended 31/03/2015 RM'000	Preceding Year Corresponding Quarter Ended 31/03/2014 RM'000	Current Quarter Ended 31/03/2015 RM'000	Preceding Year Corresponding Quarter Ended 31/03/2014 RM'000
Current period - Income taxation - Deferred taxation	· ·	:	•	
Total	-	-		<u>-</u>

DISCLOSURE OF REALISED AND UNREALISED PROFIT/(LOSSES)

, ELLY)	
As at	As at
31.03.2015	30.06.2014
Unaudited	Audited
RM'000	RM'000
(38,714)	(37,817)
3,159	3,159
(35,555)	(34,658)
•	As at 31.03.2015 Unaudited RM'000 (38.714) 3,159

A) STATUS OF CORPORATE PROPOSALS

The corporate proposals announced as disclosed in Note A9 and A12 have not been completed as at the date of issue of these financial statements

B) STATUS OF UTILISATION OF PROCEEDS RAISED FROM PRIVATE PLACEMENT

Following the completion of private placement exercise on 18 November 2013, the following are the status of utilisation of the proceeds in the quarter under review:-

<u>Purpose</u>	Proposed	<u>Actual</u>	Balance	<u>Intended</u>
	Utilisation	<u>Utilisation</u>		Timeframe for
				Utilisation
	RM'000	RM'000	RM'000	
-Working capital	3,380	3,001	379	Within 24 months
-Future projects funding	2,200	1,200	1,000	Within 24 months
-Esimated expenses in relation to proposed				
private placement	100	100		Within I month
	5,680	4,301	1,379	

The Board has on 11 February 2015 approved the utilisation of the proceeds derived from Private Placement to be extended to another 12 months period from 18 November 2014.

GROUP BORROWINGS AND DEBT SECURITIES

	As at 31,03,2015 Unaudited RM'000	As at 30.06.2014 Audited RM'000
Short term borrowing Secured	275	264
Long term borrowing Secured	3,184	3,392

B 10 MATERIAL LITIGATION

There was no material litigation during the current quarter under review.

B11 DIVIDEND PAYABLE

No dividend was declared or paid in the current quarter under review.

B 12 EARNINGS PER SHARE

Earnings per share was calculated based on net profit for the period and the weighted average number of shares in issue during the financial period.

	INDIVID	UAL QUARTER	CUMULATIVE QUARTER		
	CURRENT PERIOD QUARTER 31/03/15	PRECEDING YEAR QUARTER 31/03/14	CURRENT PERIOD TO DATE 31/03/15	PRECEDING YEAR TO DATE* 31/03/14	
Net loss attributable to owners of the parent (RM)	(268,000)	(423,000)	(897,000)	(1,495,000)	
Weighted average number of ordinary shares	625,553,033	625,553,033	625,553,033	603,611,115	
Basic loss per share (sen)	(0.04)	(0.07)	(0.14)	(0.25)	
Weighted average number of ordinary shares Effect of dilution	625,553,033	625,553,033	625,553,033	603,611,115	
Adjusted weighted average number of					
ordinary shares in issue and issuable	625,553,033	625,553,033	625,553,033	603,611,115	
Diluted loss per share (sen)	(0.04)	(0.07)	(0.14)	(0.25)	

^{*}The Group has changed its financial year end from 31 December to 30 June. Comparatives for cumulative quarter consist of 9 months results beginning 1 July 2013 to 31 March 2014.

B 13 AUDIT REPORT OF PRECEDING ANNUAL FINANCIAL STATEMENTS

The preceding period's audited financial statements of the Group were not subjet to any qualification.

B 14 AUTHORISATION FOR ISSUE

The interim financial statements are authorised for issue by the Board of Directors in accordance with a resolution of the directors on 13 May 2015.