

**CYBERTOWERS BERHAD (385635-V)  
QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 31 MARCH 2017**

**A NOTES TO THE INTERIM FINANCIAL REPORT**

**A1 Basis of preparation**

The interim financial reports have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRS") 134, Interim Financial Reporting and Rule 9.22 of Bursa Malaysia Securities Berhad ("Bursa Securities") Listing Requirements for the ACE Market. The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended ("FYE") 31 December 2016.

The explanatory notes attached to the interim financial statements provide an explanation of events and transaction that are significant to an understanding of the changes in the financial position and performance of the Group since the FYE 31 December 2016.

The accounting policies and methods of computation adopted in these interim financial statements of the Company and its subsidiaries ("The Group") are consistent with those adopted for the audited financial statements for the FYE 31 December 2016.

**A2 Changes in Accounting Policies**

The accounting policies applied by the Group in this unaudited condensed consolidated interim financial statements are consistent with those applied by the Group in its consolidated financial statements for the year ended 31 December 2016.

**A3 Audit report of preceding annual financial statements**

The auditors' report on the financial statements for the financial year ended 31 December 2016 contains a disclaimer of opinion by the external auditors.

**A4 Seasonal or cyclical factors**

The Group's operations were not subject to any seasonal or cyclical changes.

**A5 Unusual items affecting assets, liabilities, equity, net income or cash flows**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group since the last annual reporting year's audited financial statements.

**A6 Material changes in estimates**

There were no changes in estimates of amounts reported in the prior financial year, which have a material effect in the current financial quarter and financial year-to-date.

**A7 Debt and equity securities**

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current financial quarter and financial year-to-date.

**A8 Dividend paid**

No dividends have been declared or paid in this quarter and financial year-to-date.

- A9 Segment information**  
As there were no sales in the first quarter ended 31 March 2017, no segmental information is provided.
- A10 Valuation of property, plant and equipment**  
There were no changes in the valuation of the property, plant and equipment reported in the previous audited financial statements that will have an effect in the current financial quarter and financial year-to-date under review.
- A11 Material events subsequent to the end of the quarter**  
Save as disclosed in B6, there were no other material events subsequent to the current financial quarter ended 31 March 2017 up to the date of this report, which is likely to substantially affect the results of the operations of the Group.
- A12 Changes in the composition of the Group**  
There were no changes in the composition of the Group during the current quarter and financial year-to-date.
- A13 Contingent liabilities and capital commitments**  
There were no material contingent liabilities and capital commitments as at the date of this announcement.
- A14 Significant Related Party Transaction**  
There were no significant related party transactions as at the date of this announcement.

## **B ADDITIONAL INFORMATION REQUIRED BY THE BURSA SECURITIES LISTING REQUIREMENTS**

### **B1 Review of performance**

For the current first quarter ended 31 March 2017, the Group recorded nil revenue and a pre-tax loss of RM0.190 million while reporting nil revenue and a pre-tax loss of RM0.491 million for the preceding year corresponding quarter ended 31 March 2016. Losses incurred were mainly professional fees associated with the corporate exercise and administrative costs.

**B2** There is also no improvement in the financial results compared to the immediate preceding quarter where the Group recorded a pre-tax loss of RM0.439 million for the fourth quarter ended 31 December 2016.

### **B3 Prospects**

There is no improvement in operating results for the first quarter ended 31 March 2017. Immediate emphasis is on the need for the Group to complete its corporate restructuring exercise. As disclosed in Note B6, Bursa Securities has approved the Regularisation Plan on 25 October 2016.

The Board is mindful of the challenges faced by the Group and is working diligently to improve its performance.

### **B4 Variance from profit forecast and profit guarantee**

The Group did not provide any profit forecast and profit guarantee and thus this is not applicable to the Group.

### **B5 Taxation**

During this quarter, no provision for taxation was made as the Group had adequate unabsorbed tax losses brought forward from previous years to offset the profit incurred, if any, in the current quarter.

### **B6 Status of corporate proposals**

Our Board announced on 15 December 2015 that after further deliberation, our Board decided to discontinue the previous Regularisation Plan. On the same day, our Company entered into a Memorandum of Agreement with the vendors to implement a new Regularisation Plan in relation to GN 3 of the Listing Requirements involving, among others, the proposed acquisition of Parlo Tours Sdn Bhd.

On 17 December 2015, TA Securities submitted on behalf of our Board an application to Bursa Securities seeking its approval for an extension of time of up to 29 April 2016 to submit the new Regularisation Plan which was subsequently approved by Bursa Securities as announced on 8 March 2016.

On 18 March 2016, TA Securities announced on behalf of the Board that the Company proposes to implement the Proposed Regularisation Plan comprising the following to regularize its financial condition:

- (I) Proposed Capital Reduction;
- (II) Proposed Share Consolidation;
- (III) Proposed Acquisition;
- (IV) Proposed Exemption;
- (v) Proposed Debt Settlement;
- (VI) Proposed Private Placement;
- (VII) Proposed Increase in Authorised Share Capital; and
- (VIII) Proposed Amendments

On 29 April 2016, TA Securities announced on behalf of the Board that the Company has submitted an application to Bursa Securities for the following:

- (a) Proposed Regularisation Plan;
- (b) Listing of and quotation for the Consideration Shares;
- (c) Listing of and quotation for the Settlement Shares; and
- (d) Listing of and quotation for the Placement Shares

On 4 October 2016, the Company's two wholly-owned subsidiaries, Nautical Angle Sdn Bhd ("NASB") (Company No. 959303-M) and Imagine Data Sdn Bhd ("IDSB") (Company No. 959296-A) entered into separate memorandum of understandings with Travel Ideas Outline Sdn Bhd ("TIO") (Company No. 119607-T) and Era Persada Travel Services Sdn Bhd ("EPTS") (Company No. 835127-M) respectively for:

1. NASB to subscribe for 225,000 ordinary shares of RM1.00 each in TIO upon the terms and conditions to be agreed between NASB and TIO; and
2. IDSB to subscribe for 300,000 ordinary shares of RM1.00 each in EPTS upon the terms and conditions to be agreed between IDSB and EPTS.

On 25 October 2016, TA Securities announced on behalf of the Board that Bursa Securities had, vide its letter dated 25 October 2016, resolved to approve the Proposed Regularisation Plan.

Bursa Securities has also resolved to approve the admission to the Official List and the listing of:

- (i) 250,000,000 new Cybertowers Shares to be issued pursuant to the Proposed Acquisition;
- (ii) 20,025,570 new Cybertowers Shares to be issued pursuant to the Proposed Debt Settlement; and
- (iii) Up to 84,007,600 new Cybertowers Shares to be issued pursuant to the Proposed Private Placement.

On 3 November 2016, TA Securities announced on behalf of the Board that the SC has vide its letter dated 1 November 2016 (which was received on 2 November 2016) approved the application for the resultant equity structure of Cybertowers under the equity requirement for public listed companies pursuant to its Proposed Regularisation Plan. The said approval is subject to Cybertowers ensuring that at least 12.5% of its enlarged issued and paid-up capital is allocated to or held by Bumiputra investors recognized by Ministry of International Trade and Industry within 1 year after registering a profit and or 3 years after the implementation of the Proposed Regularisation Plan, whichever is earlier. TA Securities/Cybertowers is also required to inform the SC upon completion of the Proposed Regularisation Plan.

On 11 November 2016, TA Securities announced on behalf of the Board that Bursa Securities had, vide its letter dated 10 November 2016 decided to grant the Company an extension of time to issue the Circular within two (2) weeks from the receipt of the SC's consent for the draft independent advice letter to the non-interested shareholders of Cybertowers in relation to the Proposed Exemption.

**B7 Group's borrowings and debt securities**

Amount owing to a former shareholder amounted to RM4,988,338. The amount owing is unsecured, interest-free and repayable on demand.

Other than the amount owing to a former shareholder, the Group did not have any borrowings and debt security.

**B8 Off balance sheet financial instruments**

There was no financial instrument with off-balance sheet risk as at the date of this announcement.

**B9 Material litigation**

There was no material litigation in this quarter and financial year-to-date.

**B10 Dividends**

No dividends have been declared or paid in this quarter and financial year-to-date.

**B11 Earnings per share**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current Year Quarter	Preceding Year Quarter	Current Year to date	Preceding Year to date
	31-03-17	31-03-16	31-03-17	31-03-16
<b>(a) Basic earnings per share</b>				
Loss for the period (RM'000)	(190)	(491)	(190)	(491)
Weighted average number of ordinary shares issued	100,000,000	100,000,000	100,000,000	100,000,000
Basic loss per share (sen)	(0.19)	(0.49)	(0.19)	(0.49)
<b>(b) Diluted earnings per share</b>	N/A	N/A	N/A	N/A

**CYBERTOWERS BERHAD (385635-V)**

**Interim financial report for the first quarter ended 31 March 2017**

(The figures have not been audited)

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

	INDIVIDUAL QUARTER		CUMULATIVE PERIOD	
	CURRENT YEAR QUARTER 31/03/2017 RM'000	PRECEDING YEAR QUARTER 31/03/2016 RM'000	CURRENT FINANCIAL YEAR 31/03/2017 RM'000	PRECEDING FINANCIAL YEAR 31/03/2016 RM'000
Revenue	-	-	-	-
Cost of sales	-	-	-	-
Gross profit/(loss)	-	-	-	-
Other income	-	-	-	-
Other operating and administrative expenses	(190)	(491)	(190)	(491)
Finance costs	-	-	-	-
Loss before tax	(190)	(491)	(190)	(491)
Taxation	-	-	-	-
<b>Loss for the year/period</b>	<b>(190)</b>	<b>(491)</b>	<b>(190)</b>	<b>(491)</b>
Other comprehensive income/(loss)				
<b>Total comprehensive loss for the period</b>	<b>(190)</b>	<b>(491)</b>	<b>(190)</b>	<b>(491)</b>
<b>LPS - Basic (Sen)</b>	<b>(0.19)</b>	<b>(0.49)</b>	<b>(0.19)</b>	<b>(0.49)</b>

The condensed Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2016 and the accompanying explanatory notes attached to the interim financial statements.

**CYBERTOWERS BERHAD (385635-V)**  
**QUARTERLY REPORT - FIRST QUARTER**

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2017**

	AS AT END OF CURRENT QUARTER 31/03/2017 RM'000 (Unaudited)	AS AT PRECEDING FINANCIAL YEAR 31/12/2016 RM'000 (Audited)
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	-	-
	<u>-</u>	<u>-</u>
<b>Current assets</b>		
Inventories	-	-
Trade receivables	-	-
Other receivables, deposits & prepayments	-	1
Cash and bank balances	10	41
	<u>10</u>	<u>42</u>
<b>TOTAL ASSETS</b>	<u><b>10</b></u>	<u><b>42</b></u>
<b>EQUITY AND LIABILITIES</b>		
<b>Current liabilities</b>		
Other Payables and accruals	9,471	9,313
	<u>9,471</u>	<u>9,313</u>
<b>NET CURRENT LIABILITIES</b>	<u><b>(9,461)</b></u>	<u><b>(9,271)</b></u>
<b>TOTAL LIABILITIES</b>	<u><b>9,471</b></u>	<u><b>9,313</b></u>
<b>NET LIABILITIES</b>	<u><b>(9,461)</b></u>	<u><b>(9,271)</b></u>
<b>Equity attributable to owners of the parent</b>		
Share Capital	10,000	10,000
Share Premium	2,032	2,032
Reserves	(21,493)	(21,303)
<b>TOTAL EQUITY</b>	<u><b>(9,461)</b></u>	<u><b>(9,271)</b></u>
<b>TOTAL EQUITY and LIABILITIES</b>	<u><b>10</b></u>	<u><b>42</b></u>
Number of ordinary shares in issue ('000)	100,000	100,000
Net liabilities per share attributable to ordinary equity holders of the company (RM)	(0.09)	(0.09)

The condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2016 and the accompanying explanatory notes attached to the interim financial statements.



**CYBERTOWERS BERHAD (385635-V)****Interim financial report for the first quarter ended 31 March 2017**

(The figures have not been audited)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**

	Current YTD 31/03/2017 (Unaudited) RM'000	Preceding YTD 31.03.2016 (Unaudited) RM'000
<b>OPERATING ACTIVITIES</b>		
Loss before taxation	(190)	(491)
Adjustments for non-cash flow:		
Depreciation of property, plant and equipment	-	-
<b>Operating loss before changes in working capital</b>	<b>(190)</b>	<b>(491)</b>
Inventories	-	-
Receivables	1	-
Payables	158	500
<b>Cash generated from/(used in) operations</b>	<b>(31)</b>	<b>9</b>
<b>Net cash flows generated from/(used in) operating activities</b>	<b>(31)</b>	<b>9</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(31)</b>	<b>9</b>
Effect of exchange rate changes on cash and cash equivalents	-	-
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR/PERIOD</b>	<b>41</b>	<b>144</b>
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR/PERIOD</b>	<b>10</b>	<b>153</b>
<b>CASH AND CASH EQUIVALENTS COMPRISE:</b>		
Cash and bank balances	10	153
	<b>10</b>	<b>153</b>

The condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Financial Statements for the year ended 31 December 2016 and the accompanying explanatory notes attached to the interim financial statements.

**CYBERTOWERS BERHAD (385635-V)****Interim financial report for the first quarter ended 31 March 2017**

(The figures have not been audited)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	<u>Share Capital</u>	<u>Share Premium</u>	<u>Accumulated losses</u>	<u>Total Equity</u>
	RM'000	RM'000	RM'000	RM'000
<b>As at 31 December 2016 and 1 January 2017</b>	10,000	2,032	(21,303)	(9,271)
Total Comprehensive Loss for the period	-	-	(190)	(190)
<b>As at 31 March 2017</b>	<u>10,000</u>	<u>2,032</u>	<u>(21,493)</u>	<u>(9,461)</u>
<b>As at 31 December 2015 and 1 January 2016</b>	10,000	2,032	(19,490)	(7,458)
Total Comprehensive Loss for the period	-	-	(491)	(491)
<b>As at 31 March 2016</b>	<u>10,000</u>	<u>2,032</u>	<u>(19,981)</u>	<u>(7,949)</u>

The condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the year ended 31 December 2016 and the accompanying explanatory notes attached to the interim financial statements.