Incorporated in Malaysia: 596364-U

QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE FIRST QUARTER ENDED 31 AUGUST 2011

(Company No: 596364-U)

The Directors are pleased to announce the unaudited results for the first quarter ended 31 August 2011

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FIRST QUARTER ENDED 31 AUGUST 2011

		UNAUDITED INDIVIDUAL QUARTER			UNAUDITED CUMULATIVE QUARTER			
	Note	1 Jun 11 to 31 Aug 11 CURRENT QUARTER RM'000	1 Jun 10 to 31 Aug 10 PRECEDING YEAR CORRESPONDING QUARTER RM'000	1 Jun 11 to 31 Aug 11 CURRENT YEAR TO DATE RM'000	1 Jun 10 to 31 Aug 10 PRECEDING YEAR CORRESPONDING YEAR TO DATE RM'000			
Revenue	A12	24,703	23,912	24,703	23,912			
Profit From Operations		1,825	1,819	1,825	1,819			
Finance Expenses (Net)		(298)	(303)	(298)	(303)			
Depreciation And Amortisation		(2,216)	(1,951)	(2,216)	(1,951)			
Loss Before Taxation	B1	(689)	(435)	(689)	(435)			
Taxation	В5	(181)	(428)	(181)	(428)			
Loss After Taxation		(870)	(863)	(870)	(863)			
Other Comprehensive Expenses, Net of tax - Foreign Currency Translation		(465)	(634)	(465)	(634)			
Total Comprehensive Expenses For the Financial Period		(1,335)	(1,497)	(1,335)	(1,497)			
Loss After Taxation Attributable to:- Equity Holders Of The Company Non-controlling interests		(669) (201) (870)	(862) (1) (863)	(669) (201) (870)	(862) (1) (863)			
Total Comprehensive Expenses Attributable to:- Equity Holders Of The Company Non-controlling interests		(1,134) (201) (1,335)	(1,496) (1) (1,497)	(1,134) (201) (1,335)	(1,496) (1) (1,497)			
Basic Loss Per Share (Sen)	В9	(0.16)	(0.22)	(0.16)	(0.22)			

The Unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for year ended 31 May 2011.

REDTONE INTERNATIONAL BERHAD (Company No: 596364-U)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 AUGUST 2011

		UNAUDITED	AUDITED
	Note	AS AT 31 Aug 2011	AS AT 31 May 2011
ACCETC		RM'000	RM'000
ASSETS Non-Current Assets			
Property, Plant And Equipment		25 241	24 270
		35,341	34,279
Investment Property Investment In Associates - Quasi Loan		1,039 17,111	1,039 16,502
investinent in Associates - Quasi Loan		17,111	10,302
Other Investment	В7	50	10
Intangible Assets		24,064	24,772
Deferred Tax Assets		4,637	4,668
		82,242	81,270
Current Assets			
Inventories		2,145	2,308
Trade And Other Receivables		22,054	21,740
Tax Recoverable		67	386
Other Investment	В7	1,874	934
Cash And Cash Equivalents	٥.	23,847	27,927
4,		49,987	53,295
TOTAL ASSETS		132,229	134,565
EQUITY AND LIABILITIES			
Equity Attributable To Equity Holders Of The Company			
Share Capital		44,894	44,778
Treasury shares		(320)	(311)
ICULS - Equity Component		11,990	12,007
Reserves		16,858	17,926
Neserves		73,422	74,400
Non-controlling Interests		6,812	7,013
Total Equity		80,234	81,413
4,			
Non-Current Liabilities			
ICULS - Liability Component		4,472	4,555
Deferred Tax Liabilities		138	148
Borrowings	B12	2,475	2,508
		7,085	7,211
Constitution of the consti			
Current Liabilities		0.000	7.000
Deferred Income		9,690	7,968
Trade And Other Payables		31,645	32,045
Current Tax Payables		585	614
Bank Overdraft	5.4.5	1,753	3,223
Borrowings	B12	1,237	2,091
Takal Caldida		44,910	45,941
Total Liabilities TOTAL EQUITY AND LIABILITIES		51,995	53,152 134,565
TOTAL EQUIT AND LIABILITIES		132,229	154,505
Net Assets Per Share (Sen)		17.87	18.18

The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for year ended 31 May 2011.

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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 31 AUGUST 2011

				NON	DISTRIBUTABLE				-			
	SHARE CAPITAL	TREASURY SHARES	ICULS	SHARE PREMIUM	FOREIGN EXCHANG TRANSLATION RESERVES	GE CAPITAL RESERVE	WARRANTS RESERVE	ESOS RESERVE	ACCUMULATED LOSSES	ATTRIBUTABLE TO OWNER OF THE THE COMPANY	NON- CONTROLLING INTERESTS	TOTAL EQUITY
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 June 2011	44,778	(311)	12,007	9,404	(1,878)	343	19,331	1,721	(10,995)	74,400	7,013	81,413
	44,778	(311)	12,007	9,404	(1,878)	343	19,331	1,721	(10,995)	74,400	7,013	81,413
Foreign currency translation, net expense recognised directly in equity Loss for the year	-		-	-	(465)	-		-	- (669)	(465) (669)	- (201)	(465) (870)
Total comprehensive loss for the period Treasury shares acquired Issuance of ordinary shares, pursuant to conversion of ICULS	- - 16	- (9) -	- - (17)	- - 1	(465) - -	-	- - -	-	(669) - -	(1,134) (9)	(201) - -	(1,335) (9)
Issuance of ordinary shares, pursuant to exercise of ESOS	100	-	-	191	-	-	-	(126)	-	165	-	165
At 31 Aug 2011	44,894	(320)	11,990	9,596	(2,343)	343	19,331	1,595	(11,664)	73,422	6,812	80,234

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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2011 (AUDITED)

NON DISTRIBUTABLE	-

	SHARE CAPITAL RM'000	TREASURY SHARES RM'000	ICULS RM'000	SHARE PREMIUM RM'000	FOREIGN EXCHANG TRANSLATION RESERVES RM'000	CAPITAL RESERVE RM'000	WARRANTS RESERVE RM'000	ESOS RESERVE RM'000	ACCUMULATED LOSSES RM'000	ATTRIBUTABLE TO OWNER OF THE THE COMPANY RM'000	NON- CONTROLLING INTERESTS RM'000	TOTAL EQUITY RM'000
At 1 June 2010 Effect of dilution arising from	43,181	(92)	13,666	9,342	(484)	343	19,331	-	7,525	92,812	475	93,287
investment in subsidiaries	-	-	-	-	(41)	-	-	-	(6,806)	(6,847)	6,847	-
	43,181	(92)	13,666	9,342	(525)	343	19,331	-	719	85,965	7,322	93,287
Foreign currency translation, net expense recognised directly in equity Loss for the year		- -	- -	- -	(1,353)	-	-	- -	- (11,714)	(1,353) (11,714)	(641) 332	(1,994) (11,382)
Total comprehensive loss for the period	-	_	_	-	(1,353)	-	-	-	(11,714)	(13,067)	(309)	(13,376)
Treasury shares acquired Share options granted under ESOS,	-	(219)	-	-	-	-	-	-	-	(219)	-	(219)
recognised in the income statement Issuance of ordinary shares,	-	-	-	-	-	-	-	1,721	-	1,721	-	1,721
pursuant to conversion of ICULS	1,597	-	(1,659)	62	-	-	-	-	-	-	-	-
At 31 May 2011	44,778	(311)	12,007	9,404	(1,878)	343	19,331	1,721	(10,995)	74,400	7,013	81,413

The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for year ended 31 May 2011.

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FIRST QUARTER ENDED 31 AUGUST 2011

	3 MONTHS CURRENT FINANCIAL PERIOD 1 Jun 11 to 31 Aug 11 RM'000	3 MONTHS PRECEDING FINANCIAL PERIOD 1 Jun 10 to 31 Aug 10 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss Before Taxation	(689)	(435)
Adjustments For:		
Non Cash Items	2,842	2,032
Non Operating Items	57_	(62)
Operating Profit Before Working Capital Changes	2,210	1,535
Net Changes In Current Assets	(1,068)	(1,898)
Net Changes In Current Liabilities	922	(4,320)
	2,064	(4,683)
Tax Refunded / (Paid)	129	(170)
Net Cash Generated From/(Used In) Operating Activities	2,193	(4,853)
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest Received	63	170
Proceeds from unliftment of Structural Fund Investment	-	10
Purchase of an unquoted investment	(40)	-
Purchase of an other investment	(940)	-
Purchase of Property, Plant And Equipment	(2,349)	(729)
Expenditure of Intangible Assets	(315)	(194)
Net Cash Used In Investing Activities	(3,581)	(743)
CASH FLOWS FROM FINANCING ACTIVITIES		
Treasury shares acquired	(9)	(60)
Repayment for Finance Lease	(962)	(861)
Repayment for Term Loan	(39)	(39)
Repayment for Hire Purchase	(7)	(7)
Proceeds from exercise of ESOS	165	
Net Cash Used In Financing Activities	(852)	(967)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(2,240)	(6,563)
EFFECTS OF EXCHANGE RATE CHANGES	(370)	(634)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	24,704	48,945
CASH AND CASH EQUIVALENTS AT END OF PERIOD	22,094	41,748
Cash And Cash Equivalents Comprise:		
Cash And Bank Balances	11,992	28,562
Deposits With Licensed Bank	11,855	17,421
	23,847	45,983
Bank Overdraft	(1,753)	(4,235)
Total cash and cash equivalents	22,094	41,748

The unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the Audited Financial Statements for year ended 31 May 2011.

(Co number:596364-U)

A. NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 AUGUST 2011

A1. Basis Of Preparation

The interim financial report is unaudited and has been prepared in accordance with the requirements of the Financial Reporting Standard (FRS) 134: Interim Financial Reporting (previously known as MASB 26) issued by the Malaysian Accounting Standards Board ("MASB") and ACE Listing Requirements of the BMSB.

The interim financial report should be read in conjunction with the audited financial statements for the year ended 31 May 2011.

The following notes provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group.

A2. Changes In Accounting Policies

The Group has applied in advance the following accounting standards and interpretations (including the consequential amendments) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial year.

(a) FRS 3 (revised) "Business Combinations"

FRS 3 (revised) introduces significant changes to the accounting for business combinations, both at the acquisition date and post acquisition, and requires greater use of fair values. In addition, all transaction costs, other than share and debt issue costs, will be expensed as incurred. This revised standard will be applied prospectively and therefore there will be no impact on prior periods in the Group's 2011 consolidated financial statements.

(b) FRS 27 (revised) "Consolidated and Separate Financial Statements"
FRS 27 (revised) requires accounting for changes in ownership interests by the group in a subsidiary, while maintaining control, to be recognised as an equity transaction. When the group loses control of a subsidiary, any interest retained in the

The Group has not applied in advance the following accounting standards and interpretations (including the consequential amendments) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial year.

FRS 1 (revised)	First-time Adoption of Financial Reporting Standards
FRS 124 (revised)	Related Party Disclosures
Amendments to FRS 1	
(revised)	Limited Exemption from Comparative FRS 7 Disclosures for First-time Adopters
Amendments to FRS 1	Additional Exemptions for First-time Adopters
Amendments to FRS 2	Scope of FRS 2 and FRS 3 (revised)
Amendments to FRS 2	Group Cash-settled Share-based Payment Transactions
Amendments to FRS 5	Plan to Sell the Controlling Interest in a Subsidiary
Amendments to FRS 7	Improving Disclosures about Financial Instruments
Amendments to FRS 138	Consequential Amendments Arising from FRS 3 (revised)
Amendments to IC	
Interpretation 14	Prepayments of a Minimum Funding Requirement
Amendments to IC	
Interpretation 9	Scope of IC Interpretation 9 and FRS 3 (revised)
IC Interpretation 4 Determine	ng Whether An Arrangement Contains a Lease

IC Interpretation 12 Service Concession Arrangements
IC Interpretation 15 Agreements for the Construction of Real Estate
IC Interpretation16 Hedges of a Net Investment in a Foreign Operation
IC Interpretation 17 Distributions of Non-cash Assets to Owners
IC Interpretation 18 Transfers of assets from Customers
IC Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments
Annual Improvements to FRSs (2010)

The above accounting standards and interpretations (including the consequential amendments) are not relevant to the Group's operations.

A3. Qualification Of Financial Statements

There were no audit qualification on the audited financial statements for Company and the subsidiaries for the financial year ended 31 May 2011.

A4. Nature And Amount Of Exceptional And Extraordinary Items

There were no exceptional or extraordinary items during the current quarter under review.

A5. Changes In Estimates

There were no material changes in estimates for the quarter ended 31 August 2011.

A6. Property, Plant And Equipment

During the quarter under review, the Group did not revalue any of its property, plant and equipment.

A7. Changes In The Composition Of The Group

A8. Seasonality Or Cyclicality Of Interim Operations

The Group's operations are not significantly affected by any seasonal or cyclical factors during the period under review.

A9. Debt And Equity Securities

There were no issuances and repayment of debts and equity securities, share buy-back, share cancellation, shares held as treasury shares for the quarter ended 31 August 2011 except for the following:

Ordinary share of RM0.10 each

(a) Share Capital

	No of shares	RM
Share capital - issued and fully paid up as at 1.6.2011	447,779,025	44,777,903
Arising from conversion of ICULS	165,000	16,500
Arising from exercise of ESOS	1,000,000	100,000
Share capital as at 31.8.2011	448,944,025	44,894,403

(b) Share buy-back

During the quarter ended 31 August 2011, the Company purchased a total of 52,700 share under the share buyback scheme at an average cost of RM 0.18 per ordinary share for a total cash consideration of RM 9,556 which include transaction costs, and was financed by Company's internally generated funds. Shares purchased to date totalling 1,544,900 ordinary shares of RM 0.10 each were held as treasury shares in accordance with Section 67A of the Companies Act, 1965 and stated at cost.

A10. Contingent Liabilities

Contingent Liabilities of the Group comprise the following:-<u>Unsecured</u>

RM'000

Corporate guarantee given to suppliers for supply of services to subsidiaries and an associate

8,061

A11. Off Balance Sheet Financial Instruments

There is no off balance sheet financial instruments as at the date of this report.

A12. Segmental Information

	UNAU	UNAUDITED Cumulative Quarter		
	Individua			
	1 Jun 2011 to 31 Aug 2011 RM'000	1 Jun 2010 to 31 Aug 2010 RM'000	1 Jun 2011 to 31 Aug 2011 RM'000	1 Jun 2010 to 31 Aug 2010 RM'000
Revenue by Types of Products:-				
Communication Services Computer-Telephony And Other	21,155	22,043	21,155	22,043
Related Products And Services	3,545	1,812	3,545	1,812
Digital Television Services	3	57	3	57
	24,703	23,912	24,703	23,912
Profit/(Loss) Before Tax:-				
Communication Services Computer-Telephony And Other	759	512	759	512
Related Products And Services	127	42	127	42
Digital Television Services	(1,575)	(989)	(1,575)	(989)
	(689)	(435)	(689)	(435)

A13. Dividends

There were no dividends declared or paid by the Group for the current quarter under review.

A14. Material Events Subsequent To The End Of The Reporting Period

There were no material transactions or events subsequent to the current quarter ended 31 August 2011 till 28 October 2011 (the latest practicable date which is not earlier than 7 days from the date of issue of this quarterly report).

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B. ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA SECURITIES BERHAD LISTING REQUIREMENTS

B1. Review Of Group Results For The First Quarter Ended 31 August 2011

For the quarter under review, the Group reported a higher revenue of RM24.7 million, which is 3.31% higher than that of the corresponding quarter. This higher revenue is mainly due to Wifi projects carried out by the Group.

The Group suffered a loss before taxation of RM0.689 million, which is 58.39% above that of the corresponding period ended 31 August 2010. The reasons for this higher loss are mainly due to higher amortisation of Intangible assets and depreciation for the current quarter.

B2. Prospects

The management is aware of the financial results of the Group and the Group has outlined rigorous plans to ensure growth and profitability in the existing and new business as follows:

- 1. The Group's China operation is expected to continue contributing to the Group results through its prepaid voice segment;
- 2. The Group will continue to grow its data services in the corporate and enterprise segment as it had yielded encouraging results. In addition, the Group will continue to improve its service quality to retain and grow its customer base as it strengthen its position as a broadband expert for offices. The Group will also continue to tender/secure broadband projects initiated by the Government and special projects for the provisioning of Wifi hotspot solutions;
- 3. The Group will continue to offer attractive prices and voice packages to customers in the voice segment to defend its market share;
- 4. The Group has also put in a clear strategy to have a new direction for its IPTV operation from a service provider to a technology provider:
- 5. The Group is working closely with government in East Malaysia to compliment the future 4G rollout;
- 6 The Group is looking into commercializing its proprietary e-purse technology to generate revenue and profit;
- 7. The Group will continue to take affirmative cost-containment measures in order to achieve higher operational efficiency; and
- 8. The Group intends to rationalize its mobile services.

Subject to a favourable outcome of the measures and strategies outlined above, the Group expects an improvement in its financial

B3. Material Changes In Profit Before Taxation Compared To The Preceding Quarter

	1st Quarter ended 31 Aug 2011 RM'000	4th Quarter ended 31 May 2011 RM'000
Revenue	24,703	23,035
Loss Before Taxation and Non-controlling Interest	(689)	(7,631)

For Q1 FYE 2012, the Group registered a turnover of RM 24.7 million compared to RM23 million for the preceding quarter, which represents a marginal increase in the Group's revenue. This higher revenue is mainly due to Wifi projects carried out by the Group.

The loss for the period under review FYE 2012 is reduced by 90.97% from the preceding quarter largely due to the one-off provision of impairment loss on goodwill, impairment of past investment in China and share options granted under Employees' Share Option Scheme.

B4. Profit forecast

No profit forecast was announced.

B5. Taxation

		JDITED al Quarter	UNAUDITED Cumulative Quarter		
	1 Jun 2011 to 31 Aug 2011 RM'000	1 Jun 2010 to 31 Aug 2010 RM'000	1 Jun 2011 to 31 Aug 2011 RM'000	1 Jun 2010 to 31 Aug 2010 RM'000	
Current period provision	181	428	181	428	

Current quarter tax was mainly due to the tax provision relating to subsidiary companies operating in China.

B6. Profit On Sale Of Unquoted Investments And/Or Properties

There were no disposal of unquoted investment and/or properties for the current quarter and financial year to date.

B7. Other Investments

RM'000
Unquoted in Malaysia
Unquoted outside Malaysia

Investment in Financial products, at cost 1,874

Total other investment at 31 August 2011 1,874

B8. Material Litigation

On 30 August 2010, the Company announced that Redtone Technology Sdn Bhd ("RT") and Redtone Telecommunications Sdn Bhd ("RTC") lodged a Notice of Dispute to the Singapore International Arbitration Centre following the default of payment of the purchase consideration by Quantum Global Network Inc ("Quantum") for the acquisition of Redtone Telecommunications (Pakistan) Pte Ltd.

A sole arbitrator was appointed on 1 March 2011 for the above-mentioned arbitration. RT and RTC have filed a statement of claim on 25 May 2011 and Quantum has filed a counterclaim against RT and RTC on 6 September 2011. RT and RTC is in the process of filing their response and defence to the counterclaim.

B9. Loss Per Share

	UNAUDITED Individual Quarter		UNAUDITED	
	1 Jun 2011 to 31 Aug 2011	1 Jun 2010 to 31 Aug 2010	Cumulative 1 Jun 2011 to 31 Aug 2011	e Quarter 1 Jun 2010 to 31 Aug 2010
Basic loss per share				
Loss Attributable To Equity Holders Of The Company (RM'000) Weighted Average Number Of Ordinary Shares	(669)	(862)	(669)	(862)
In Issue ('000) Basic Loss Per Share (Sen)	439,641 (0.16)	400,553 (0.22)	439,641 (0.16)	400,553 (0.22)

B10. Corporate Proposals

There are no corporate developments for the current quarter under review except for the following:

(i) On 27 June 2011, the Company announced that its wholly owned subsidiary, REDtone Marketing Sdn Bhd had received a letter of award from Ministry of Higher Education Malaysia to supply, deliver, install, certify and maintain wide area network for 19 agencies under the Ministry of Higher Education .

B11. Utilisation of Rights Proceeds

On 23 August 2010, the Company announced that there will be a revision to the utilisation of proceeds from the renounceable rights issue of RM40,611,633 nominal value of 10-year 2.75% irredeemable convertible unsecured loan stocks ("Rights Issue").

The proceeds raised from the Rights Issue which was allocated for the capital expenditure for wireless infrastructure shall now be utilised for the working capital of the broadband for office and IPTV operations of the Group.

As at 31 August 2011, the status of the utilisation of proceeds from the Rights Issue is as follows:

Details of Utilisation	Approved	Revised	Actual	Intended Timeframe for	Deviation	%
	RM'000	RM'000	RM'000		RM'000	
Capital Expenditure	38,210	23,210	18,119	Within 3 years	-	N/A
Working Capital	1,802	16,802	14,817	Within 1 year	-	N/A
Estimated expenses for						
the Rights Issue	600	600	596	Within 1 year	-	N/A
Total	40,612	40,612	33,532		-	

B12. Group Borrowings

As at 31 August 2011, total borrowings of the Group are as follows:

31 Aug 201 RM'000	11 31 May 2011 RM'000
Total Secured Borrowings:-	
Leasing facility from IBM Malaysia Sdn. Bhd.	
which are denominated in Ringgit Malaysia 1,6	575 2,530
Fixed loan facility from Public Bank Bhd.	
which are denominated in Ringgit Malaysia 1,5	947 1,974
Hire purchase facility from Public Bank Bhd.	
which are denominated in Ringgit Malaysia	90 96
3,7	4,600
Long Term Borrowings:-	
Lease liability, repayment more than one year 5	574 574
Fixed loan liability, repayment more than one year 1,8	338 1,865
Hire purchase liability, repayment more than one year	63 69
2,4	175 2,508
Short Term Borrowings:-	
Lease liability, repayment less than one year 1,1	1,955
Fixed loan liability, repayment less than one year	.09 109
Hire purchase liability, repayment less than one year	27 27
	2,091