

# **EFFICIENT E-SOLUTIONS BERHAD**

(Company No. 632479-H) (Incorporated in Malaysia under the Companies Act, 1965)

# QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE THIRD QUARTER ENDED 30TH SEPTEMBER 2011

### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 30 SEPTEMBER 2011

	Individual Q 30.09.2011	uarter 30.09.2010	Cumulative 30.09.2011	Quarter 30.09.2010
	RM	RM	RM	RM
Revenue	12,697,498	14,594,153	40,357,195	47,175,605
Cost of sales	(8,357,471)	(8,340,511)	(25,458,496)	(25,422,581)
Gross profit	4,340,027	6,253,642	14,898,699	21,753,024
Other income / (loss)	(170,803)	190,946	1,214,127	509,045
Operating expenses	(3,421,594)	(3,545,981)	(10,146,678)	(10,456,044)
Profit from operations	747,630	2,898,607	5,966,148	11,806,025
Finance costs	(107,780)	(117,963)	(324,542)	(342,011)
Interest income	208,801	106,434	448,413	298,021
Share of result of associates	260,634	140,696	252,173	208,429
Profit before tax	1,109,285	3,027,774	6,342,192	11,970,464
ncome tax expense	(59,091)	(29,469)	(1,013,919)	(714,321)
Profit for the period	1,050,194	2,998,305	5,328,273	11,256,143
Other comprehensive income	-	-		-
Total comprehensive income for the period	1,050,194	2,998,305	5,328,273	11,256,143
Profit for the period attributable to :				
Equity holders of the parent	1,050,194	2,998,305	5,328,273	11,256,143
Minority Interest	- 1,050,194	2,998,305	5,328,273	11,256,143
Total comprehensive income for the period att	ributable to :			
Equity holders of the parent	1,050,194	2,998,305	5,328,273	11,256,143
Minority Interest	1,050,194	2,998,305	5,328,273	11,256,143
Earnings per share attributable to equity holders of the parent :				
Basic ( sen )	0.15	0.46	0.79	1.71
Diluted ( sen )	0.15		0.77	

### CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2011

	As at 30.09.2011	As at 31.12.2010
	70.09.2011 RM	RM
	•	• • • • • • • • • • • • • • • • • • • •
ASSETS		
Non-current assets		
Property, plant and equipment	41,532,524	43,994,031
Prepaid lease payments	355,691	359,285
Investments in associates	3,519,528	3,267,355
Other investment	-	579,325
Software development expenditure	180,795	293,722
Goodwill arising from consolidation	1,582,719	1,582,719
	47,171,257	50,076,437
Current assets	<del></del>	
Inventories	3,330,325	2,520,832
Trade receivables	25,409,586	23,228,475
Other receivables	2,853,669	2,460,742
Tax recoverable	518,604	538,879
Short term investment	10,867,131	10,791,902
Deposits with licensed banks	30,039,898	14,086,352
Cash and bank balances	7,093,764	10,089,576
	80,112,978	63,716,758
Total assets	127,284,235	113,793,195
Equity attributable to equity holders of the parent Share capital	70,895,010	65,835,010
Share premium	4,622,869	500
Retained profits	39,362,399	34,034,126
Minority Interest	114,880,278	99,869,636
Minority interest  Total equity	114,880,278	99,869,636
Total equity	117,000,210	
Non-current liabilities		
Hire purchase creditors	8,972	88,235
Bank borrowings	5,327,946	6,030,208
Deferred tax liabilities	2,806,605	2,806,605
	8,143,523	8,925,048
Current liabilities		
Trade payables	822,533	1,568,017
Other payables	2,330,005	2,355,629
Hire purchase creditors	105,003	100,916
Death becaused as	935,078	898,762
Bank borrowings	67,814	75,187
Bank borrowings Provision for taxation	4,260,434	4,998,511
<u> </u>	·	
<u> </u>	12,403,957	13,923,559

statements for the year ended 31 December 2010 and the accompanying explanatory notes attached to the interim

financial statements.)

# EFFICIENT E-SOLUTIONS BERHAD (Company No. 632479-H) QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE FINANCIAL QUARTER ENDED 30 SEPTEMBER 2011 THE FIGURES HAVE NOT BEEN AUDITED

### CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED 30 SEPTEMBER 2011

	Share Capital	Share Premium	equity holders of Retained Profits	Reserves	Total	Minority Interest	Total Equity
	RM	RM	RM	RM	RM	RM	RM
FINANCIAL PERIOD ENDED 31 DECEMBER 2010							
As at 1 January 2010	65,835,010	500	32,429,270	-	98,264,780	-	98,264,780
Profit for the period	-	-	12,467,633	-	12,467,633	-	12,467,633
Other comprehensive income	-	-	-	-	-		-
Total comprehensive income for the period	-	-	12,467,633	-	12,467,633	-	12,467,633
Issuance of ordinary shares pursuant to ESOS	_	-	-	-	-	-	-
Dividend paid for the period			(10,862,777)		(10,862,777)		(10,862,777)
Dividend paid for the period			( - / - / /		( -, , ,		
	65,835,010	500	34,034,126	-	99,869,636	-	99,869,636
As at 31 December 2010  FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011	65,835,010 65,835,010	500		-		-	99,869,636
As at 31 December 2010  FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011  As at 1 January 2011			34,034,126	-	99,869,636	-	
As at 31 December 2010  FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011  As at 1 January 2011  Profit for the period		500	34,034,126	-	99,869,636 99,869,636 5,328,273	-	99,869,636
Dividend paid for the period  As at 31 December 2010  FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011  As at 1 January 2011  Profit for the period Other comprehensive income Total comprehensive income for the period			34,034,126	-	99,869,636	-	99,869,636
As at 31 December 2010  FINANCIAL PERIOD ENDED 30 SEPTEMBER 2011  As at 1 January 2011  Profit for the period Other comprehensive income		500 81	34,034,126 34,034,126 5,328,273	-	99,869,636 99,869,636 5,328,273 81	-	99,869,636 5,328,273 81

### CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE QUARTER ENDED 30 SEPTEMBER 2011

	9 Months	
	30.09.2011	30.09.2010
	RM	RM
Net cash generated from operating activities	3,005,814	(5,466,613)
Net cash generated from / (used in) investing activities	1,408,446	(867,616)
Net cash generated from / (used in) financing activities	8,616,623	(1,052,425)
Net change in cash and cash equivalents	13,030,884	(7,386,654)
Cash and cash equivalents at beginning of the financial period	34,678,352	41,010,699
Cash and cash equivalents at end of the financial period*	47,709,236	33,624,045
*Cash and cash equivalents at end of the financial period comprise the	following:-	
Cash and bank balances	7,093,764	8,898,914
Deposits with licensed banks ( Note )	29,748,340	13,986,738
Short term investment	10,867,131	10,738,393
	47,709,236	33,624,045
Note: The security deposit of RM291,558 which has been pledged to the bank the group is excluded from the deposits with licensed banks.	in respect of the banking	facilities granted to
( The condensed consolidated statement of cash flow should be re statements for the year ended 31 December 2010 and the accompany financial statements.)	•	

### PART A - EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD (FRS) 134

### A1 Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of FRS134: Interim Financial Reporting and Chapter 9 Part K Para 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2010.

The accounting policies and methods of computation adopted for the interim financial statements are consistent with those of the audited financial statements for the financial year ended 31 December 2010 except for the adoption of the following new/revised Financial Reporting Standards ('FRS"), amendments and interpretation effective 1 January 2010 as disclosed below.

The adoption of the new/revised FRS and their consequential amendments, Amendments to FRS and IC Interpretations are not expected to have any significant impact on the financial statements of the Group.

### FRSs / Amendments / Interpretations

Amendments to FRS 1 and FRS 127	First-time Adoption of Financial Reporting Standards and Consolidated and Separate Financial Statements: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate				
Amendments to FRS 2	Share-based Payment: Vesting Conditions and Cancellations				
FRS 7	Financial Instruments: Disclosures				
FRS 8	Operating Segments				
FRS 101	Presentation of Financial Statements				
FRS 123	Borrowing Costs (revised)				
Amendments to FRS 132 and FRS 101	Financial Instruments: Presentation: Puttable Financial Instruments and Obligation Arising on Liquidation and Presentation of Financial Statements				
FRS 139	Financial Instruments: Recognition and Measurement				
Amendments to FRS 139, FRS 7 and IC Interpretation 9	Financial Instruments: Recognition and Measurement, Financial Instruments: Disclosures and Reassessment of Embedded Derivatives				
Improvements to FRSs (2009)	Amendment to FRS 5, 8, 107, 108, 110,116, 117, 118, 119, 120, 123, 127, 128, 129, 131, 134, 136, 138 & 140				
IC Interpretation 9	Reassessment of Embedded Derivatives				
IC Interpretation 10	Interim Financial Reporting and Impairment				
IC Interpretation 11 : FRS 2	Group and Treasury Share Transactions				
IC Interpretation 13	Customer Loyalty Programmes				
IC Interpretation 14 : FRS 119	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction				

### A2 Auditors' Report on preceding annual financial statements

The auditors' report on the financial statements for year ended 31 December 2010 was not subject to any qualification.

### A3 Seasonality or cyclicality of interim operations

The Group's operations are not materially affected by seasonal or cyclical factors during the quarter under review.

### A4 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 during the quarter under review.

### A5 Material changes in estimates

There were no changes in estimates that have had a material effect in the current financial period's results.

### PART A - EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD (FRS) 134

### A6 Debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the quarter under review except for the completion of a Private Placement.

### **Private Placement**

The Company had on 26 May 2011 announced to undertake the private placement of up to 52,668,000 new ordinary shares of Ringgit Malaysia ("RM") 0.10 each in the Company, representing up to eight percent (8%) of the existing issued and paid-up share capital of the Company.

The Private Placement is deemed completed on 14 June 2011 following the listing and quotation of the first and final tranche of the Private Placement, comprising 50,000,000 new ordinary shares of RM0.10 each on the Main Market of Bursa Malaysia Securities Berhad at an issue price of RM0.195 per ordinary share amounting to RM9,750,000.

### Employee Share Options Scheme ("ESOS")

During the quarter under review, the Company issued and allotted 600,000 new ordinary shares of RM0.10 each for cash pursuant to the Company's ESOS at exercise price of RM0.16.

#### A7 Dividend paid

A first interim tax exempt dividend of 1.5% per ordinary shares of RM0.10 each, amounting to RM987,525 for the financial year ended 31 December 2010 was paid on 5 January 2011.

### A8 Operating Segments

Operating segments' results for the financial period ended 30 September 2011 are as follows:

Operating Segment	Data and Document Processing RM	Software Development RM	Forms Printing RM	Others RM	Elimination RM	<b>Total</b> RM
External sales Inter segment sales Total operating revenue	37,755,655 - 37,755,655	2,231,496 1,817,401 4,048,897	370,044 2,862,097 3,232,141	- -	- (4,679,498) (4,679,498)	40,357,195 - 40,357,195
Profit/(Loss) from operations Finance costs Interest income  Share of result of associates Profit before taxation Income tax expense Profit for the period Other comprehensive income Total comprehensive income for the peri	4,199,232 (289,911) 23,760	1,455,829 (34,631) 56,443	526,928 - 151	(215,841) - 368,059	- - -	5,966,148 (324,542) 448,413 6,090,019 252,173 6,342,192 (1,013,919) 5,328,273

### A9 Valuations of property, plant & equipment

The Group did not carry out any valuation on its property, plant and equipment during the quarter under review.

### A10 Material events subsequent to the end of the quarter

There were no material events subsequent to the end of the current quarter except for the issuance and listing of 40,000 shares in Bursa under Executives' Share Option Scheme as on 15 November 2011.

### A11 Changes in the composition of the Group

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

### A12 Changes in contingent liabilities and contingent assets

There were no changes in the contingent liabilities and contingent assets of the Group since the last annual balance sheet date as at 31 December 2010.

### A13 Capital commitments

The were no capital commitments for the purchase of property, plant and equipment not provided for in the financial statements as at 30 September 2011.

# EFFICIENT E-SOLUTIONS BERHAD (Company No. 632479-H) QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE FINANCIAL QUARTER ENDED 30 SEPTEMBER 2011 THE FIGURES HAVE NOT BEEN AUDITED

### PART A - EXPLANATORY NOTES PURSUANT TO FINANCIAL REPORTING STANDARD (FRS) 134

### A14 Significant related party transactions

Related Transacting Parties	Related Parties and Relationship
One BPO Sdn Bhd (formerly known as VPI International Sdn Bhd) and its subsidiaries ("One BPO Group")	One BPO Group is deemed related to the Group by virtue of Dato' Shaik Aqmal bin Shaik Allaudin who was a director and a major shareholder of One BPO Sdn Bhd.
	Dato' Shaik resigned as a director of Efficient E-Solutions Berhad ("ESOL") on 30 November 2010 and he ceased as a major shareholder in ESOL on 21 June 2011. However, pursuant to LR10.02(c), Dato' Shaik is a related party by virtue of being a director and major shareholder of ESOL within the preceding 6 months.

The related party transactions of the Group for the quarter and financial period ended 30 September 2011 are as follows:

	Individual Quarter		Cumulati	ve Quarter
	30.09.2011 30.09.2010		30.09.2011	30.09.2010
	RM	RM	RM	RM
Provision of DDP and EBP services to One BPO Group	39,171	51,554	692,062	609,975
Management fee for the provision of project management/ administration of DDP and EBP services to One BPO Group	-	36,000	72,000	108,000
Licence fee for the usage of e-TALK and e-DOC software applications and provision of software application development for DDP and EBP services to One BPO Group	1,200,000	2,742,118	1,850,000	8,876,354
Selling of printed forms to One BPO Group	140,797	170,627	370,045	170,627
Total	1,379,968	3,000,299	2,984,107	9,764,956

The Directors of the Company are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

## PART B - EXPLANATORY NOTES PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

#### **B1** Performance Review

Group revenue for the period ended 30 September 2011 decreased by 14.5% to RM40.4 million from previous year corresponding period RM47.2 million. The decrease in revenue was due mainly to reduction in services rendered for software application development. Group profit after tax for the period ended 30 September 2011 decreased by 52.7% to RM5.3 million from preceding year period's RM11.3 million. The decrease in Group profit was due mainly to a significant lower revenue in services rendered for software application development that carry a high profit margin.

Group revenue for the quarter ended 30 September 2011 decreased by 13.0% to RM12.7 million from RM14.6 million of the preceding year corresponding quarter. Group profit for the quarter ended 30 September 2011 decreased by 65.0% from RM3.0 million of the preceding year corresponding quarter to RM1.1 million. The decreases in both group revenue and profit were due to reduction in services rendered for both software application development and data and document processing.

During the quarter and financial period under review there were provision of RM145,000 and RM373,000 respectively arising from allowance of diminution in value of a short term investment.

	Cummulat	Cummulative Quarter		ance
	30.09.2011	30.09.2010	Valle	alice
	RM'000	RM'000	RM'000	%
Revenue	40,357	47,176	(6,819)	-14.5%
Profit for the period	5,328	11,256	(5,928)	-52.7%

	Individual Quarter 30.09.2011 30.09.2010		Variance		
			Valle	alice	
	RM'000	RM'000	RM'000	%	
Revenue	12,697	14,594	(1,897)	-13.0%	
Profit for the quarter	1,050	2,998	(1,948)	-65.0%	

### B2 Material changes in the profit before taxation for the current quarter as compared with the preceding quarter

The Group profit before taxation for the quarter decreased by RM1.1 million as compared to the preceding quarter. The 50.8% decrease in profit before taxation was due mainly to lower revenue in both services rendered for software application development and data and document processing during the quarter.

	Current Quarter	Immediate Preceding Quarter	Varia	ance
	<b>30.09.2011</b> RM'000	<b>30.06.2011</b> RM'000	RM'000	%
Profit before taxation	1,109	2,556	(1,447)	-56.6%

### **B3** Prospects

The industry consolidation of mailing requirements, as a result of higher postage rate, had materialized. There were reduction of mailing volume with increased pressure on pricing. We expect the trend to be stabilized by the end of the year 2011. The management had implemented several initiatives to ensure competitiveness for the long term.

The Group has been successful in converting some customers to E-Statement platform. It is expected that there will be more customers to migrate to E-Statement next year. The management is optimistic on several initiatives undertaken to move towards new market space.

### B4 Profit forecast or profit guarantee

This note is not applicable.

## PART B - EXPLANATORY NOTES PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

### **B5** Taxation

	Individua	al Quarter	Cumulative Quarter		
	30.09.2011 30.09.2010		30.09.2011	30.09.2010	
	RM	RM	RM	RM	
Current tax	59,091	29,469	1,013,919	714,321	
Deferred tax	-	-	-	-	
	59,091	29,469	1,013,919	714,321	

The effective tax rates for current quarter and financial period ended 30 September 2011 were lower than statutory tax rate as the revenue arising software development is tax exempted.

### B6 Sale of unquoted investments and properties

There were no other sale of unquoted investments and properties for the financial period under review except for the disposal of unquoted shares which resulted in a net gain on disposal of RM920,675.

### B7 Marketable securities

Purchase & Sales of quoted securities

Purchase & Sales of quoted securities		
	Individual	Cumulative
	Quarter	Quarter
	30.09.2011	30.09.2011
	RM'000	RM'000
Total Purchase of quoted securities	0	1,223
Sales proceeds	-	-
Profit on Sale	-	-
Investment in quoted securities as at 30 September 2011:-		
		RM'000
At cost		1,223
At carrying value/ bookvalue		850
At market value		850

### **B8** Corporate proposals

### (a) Status of Memorandum of Understanding

On 13 June 2011, the Company has entered into a non-binding Memorandum of Understanding with Singapore Post Limited ("SingPost") concerning the proposed business collaboration and co-operation between the two (2) parties in data and document management services ("**Proposed Collaboration**") in Indonesia and such other countries as may be mutually agreed in writing between the parties.

Pursuant to the MOU, it is contemplated that Efficient and SingPost (i) will jointly invest in setting up of data and document management business operations in Indonesia; (ii) will jointly identify business opportunities relating to data and document management in such countries as may be mutually agreed in writing between parties; and (iii) may mutually agree to engage in discussions and negotiations with other potential investors and/ or business partners in relation to the Proposed Collaboration.

Following the signing of MOU, the parties to the MOU are in the midst of negotiating on the terms and conditions of the definitive agreement on the Proposed Collaboration.

### (b) Status of Utilisation of Proceeds

The proceeds from the issuance of Private Placement on 14 June 2011, of 50,000,000 new ordinary shares at RM0.195 per ordinary share have been applied as below:

Purpose		Actual utilisation RM '000	timeframe for utilisation	Deviation RM '000	Explanations
(i) Working capital (ii) Estimated expenses in relation to the Private Placement	9,550 200 9,750	- 164 164	On-going Within 12 months	9,550 36	

## PART B - EXPLANATORY NOTES PURSUANT TO THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

### B9 Borrowings and debt securities

The Group's total borrowings, all of which were secured and were denominated in Ringgit Malaysia as at 30 September 2011, are as follows:

	Short term	Long term	Total
	RM	RM	RM
Hire purchase creditors Secured bank borrowings	105,003 935.078	8,972 5,327,946	113,975 6,263,024
Total	1,040,081	5,336,918	6,376,999

### **B10 Derivatives**

There was no outstanding derivative financial instrument as at 30 September 2011.

### **B11 Changes in material litigation**

There was no pending material litigation as at the latest applicable date from the date of issuance of this report.

### **B12 Dividend**

The Board of Directors declared a first interim tax exempt dividend of 1.5% (previous corresponding period: first interim dividend tax exempt dividend 1.5%) per ordinary share in respect of the financial year ending 31 December 2011.

The entitlement to the interim dividend will be determined based on the shareholders registered in the record of depositors as at 20 December 2011 and the date of payment will be on 5 January 2012.

The total dividend for the current financial period to date is 1.5% per ordinary shares of RM0.10 each.

### B13 Earnings per share

	Individual Quarter		Cumulative Quarter	
	30.09.2011	30.09.2010	30.09.2011	30.09.2010
	RM	RM	RM	RM
Basic Earnings Per Share				
Profit attributable to ordinary equity holders of the				
parent	1,050,194	2,998,305	5,328,273	11,256,143
Weighted average number of ordinary shares in issue	708,491,404	658,350,100	678,361,089	658,350,100
Basic EPS (sen)	0.15	0.46	0.79	1.71
<u>Diluted Earnings Per Share</u> Profit attributable to ordinary equity holders of the parent	1,050,194		5,328,273	
Weighted average number of ordinary shares in issue Effect of dilution of share options	708,491,404 12,607,387		678,361,089 9,236,181	
Adjusted weighted average number of ordinary shares in issue and issuable	721,098,791	-	687,597,270	-
Diluted EPS (sen)	0.15	NA	0.77	NA
	l			

Basic earnings per share is calculated by dividing the net profit for the period by the weighted average number of ordinary shares in issue during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period and the weighted average number of ordinary shares in issue during the period have been adjusted for the dilutive effects of all potential ordinary shares, i.e. ESOS.

### **B14 Authorisation for Issue**

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 23 November 2011.