

Interim Report for the

Fourth Quarter Ended

31 March 2011

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The figures have not been audited

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		Individual Quarter		Cumulative Quarter		
	Note	Current Year Quarter 31/03/2011 RM'000	Preceding Year Corresponding Quarter 31/03/2010 RM'000	Current Year To-date 31/03/2011 RM'000	Preceding Year Corresponding Period 31/03/2010 RM'000	
Revenue Operating expenses Other operating income		27,453 (26,000) 2,158	11,997 (10,422) 35	123,048 (105,913) 2,475	52,527 (48,823) 254	
Profit from operations Finance costs Net gain/(loss) on financial assets and financial liabilities at fair value		3,611 (381) (1,942)	1,610 (140) 1,396	19,610 (1,075) (241)	3,958 (563) 1,396	
Share of profit in associate		(25)	6	15	6	
Profit before taxation Taxation	18	1,263 (186)	2,872 (234)	18,309 (3,153)	4,797 (384)	
Net profit for the financial period		1,077	2,638	15,156	4,413	
Other comprehensive income		-	-	-	-	
Total comprehensive income		1,077	2,638	15,156	4,413	
Attributable to:						
Equity holders of the parent Non-controlling interest		1,106 (29)	2,638	12,420 2,736	4,413 -	
		1,077	2,638	15,156	4,413	
Earning per share (sen) :-	27					
(a) Basic		0.31	1.09 *	4.17	1.82 *	
(b) Fully diluted	:	N/A	1.08 *	N/A	1.81 *	

Note N/A : Not Applicable

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2010 and the accompanying explanatory notes attached to the interim financial statements.

* Restated based on issuance of new shares pursuant to the current year's bonus issue.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	<u>Note</u>	(Unaudited) As at end of current quarter 31/03/2011 RM'000	(Audited) As at preceding financial year ended 31/03/2010 RM'000
ASSETS			
Non-current assets Property, plant and equipment Investment in associate company Intangible assets		28,352 21 26,015 54,388	20,347 6 - 20,353
Current assets Inventories Trade receivables Derivative assets Other receivables Current tax asset Cash and cash equivalents	23	16,163 34,645 798 5,911 - 15,005 72,522	13,916 12,851 1,396 2,079 27 3,259 33,528
TOTAL ASSETS		126,910	53,881
EQUITY AND LIABILITIES			
Share capital Reserves		35,174 37,743	12,131 20,481
Equity attributable to equity holders of the pare Non-controlling interest Total equity	nt	72,917 8,626 81,543	32,612 - 32,612
Non-current liabilities Hire purchase liabilities Borrowings Deferred tax liabilitity	22 22	1,956 6,763 586	84 7,112 189
Current liabilities Trade payables Other payables Current tax liability Borrowings Hire purchase liabilities	22 22	11,369 4,512 1,528 18,001 652 36,062	11,379 1,186 - 1,182 137 - 13,884
		126,910	53,881
Net assets per share (RM)*		0.21	0.27

Note:

* Net assets per share attributable to shareholders of the Company : Equity attributable to equity holders of the parent /Number of issued and paid-up ordinary shares

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2010 and the accompanying explanatory notes attached to the interim financial statements.

The figures have not been audited

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

			Non Distributable		Distributable			
	Share Capital RM'000	Share Premium RM'000	Share Option Reserve RM'000	Translation Reserve RM'000	Retained Profits RM'000	Total RM'000	Non-controlling interest RM'000	Total equity RM'000
12 months ended 31 March 2010								
Balance at 1 April 2009	12,081	4,498	1,424	-	10,649	28,652	-	28,652
Net profit for the financial period	-	-	-	-	4,413	4,413	-	4,413
Issuance of shares from exercise of share option	50	101	-	-	-	151	-	151
Transfer to share premium for share option exercised	-	91	(91)	-	-	-	-	-
Transfer to retained earnings for share option lapsed	-	-	(148)	-	148	-	-	-
Dividends	-	-	-	-	(604)	(604)	-	(604)
Balance at 31 March 2010	12,131	4,690	1,185		14,606	32,612		32,612
12 months ended 31 March 2011								
Balance at 1 April 2010	12,131	4,690	1,185	-	14,606	32,612	-	32,612
Net profit for the financial period	-	-	-	-	12,420	12,420	2,736	15,156
Issuance of shares from exercise of share option	10,882	17,006	-	-	-	27,888	-	27,888
Issuance of shares from bonus issue	12,161	(4,498)	-	-	(7,663)	-	-	-
Transfer to share premium for share option exercised	-	1,181	(1,181)	-	-	-		-
Transfer to retained earnings for share option lapsed	-	-	(4)	-	4	-	-	-
Acquisition of subsidiary	-	-	-	(3)	-	(3)	5,890	5,887
Dividends	-	-	-	-	-	-	-	-
Balance at 31 March 2011	35,174	18,379	-	(3)	19,367	72,917	8,626	81,543

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2010 and the accompanying explanatory notes attached to the interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW	S		
	Note	(Unaudited) 12 months ended 31/03/2011 RM'000	(Audited) 12 months ended 31/03/2010 RM'000
Operating Activities			
Net profit before tax		18,309	4,797
Adjustment for :-		4 700	4 055
Depreciation and amortisation Other non-cash items		1,769 17	1,355 66
Non-operating items		1,387	(559)
Share of results of associates		(15)	()
Operating profit before changes in working capital		21,467	5,659
Changes in working capital			
Net change in current assets		14,672	(20,670)
Net change in current liabilities		(28,915)	8,341
Net cash generated from/(used in) operating activities		7,224	(6,670)
Investing Activities			
Acquisition of subsidiary, net of cash acquired	1	3,023	-
Interest received Proceeds from disposal of property, plant and equipment		150 310	72 224
Purchase of property, plant and equipment		(1,723)	(2,373)
Net cash generated from/(used in) investing activities		1,760	(2,077)
Financing Activities			
Proceeds from issue of shares		1,967	151
Proceeds from dilution of shares in subsidiary		100	- (405)
Net drawdown/(repayment) of hire purchase Net drawdown/(repayment) of bank borrowings		2,191 (669)	(425) 386
Interest paid		(824)	(481)
Dividend paid		-	(604)
Net cash generated from/(used in) financing activities		2,765	(973)
Net change in cash and cash equivalents		11,749	(9,720)
Effect of exchange rate fluctuation on cash held		(3)	-
Cash and cash equivalents at beginning of year		3,259	12,979
Cash and cash equivalents at end of period/year		15,005	3,259

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Audited Financial Statements for the financial year ended 31 March 2010 and the accompanying explanatory notes attached to the interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

The figures have not been audited

Note 1

In August 2010, Genetec had acquired 51% equity interest on CLT Engineering Sdn Bhd ("**CLT**"), for a total consideration of RM26.66 million to be satisfied via RM0.7 million in cash and the issuance of 96.0 million new ordinary shares of RM0.10 each in Genetec at an indicative issue price of RM0.27 per share.

The fair value of the net assets acquired and cash flow arising from the acquisition is as follows:-

	RM'000
Property, plant and equipment	5,684
Inventories	14,964
Trade and other receivables	26,644
Cash and cash equivalent	9,264
Trade and other payables	(28,136)
Bank borrowings	(14,619)
Hire purchase liabilities	(197)
Tax payable	(1,650)
	11,954
Non-controlling interest	(5,857)
Net assets	6,097
Goodwill	20,560
Purchase consideration	26,657
Less: Purchase consideration satisfied by issuance of shares	(25,920)
Purchase consideration satisfied by cash	737
Cash and cash equivalent of a subsidiary acquired	(9,264)
Net cash inflow for acquisition in a subsidiary company	(8,527)

In 31 December 2010, Genetec Global Technologies, Inc. ("**GT Global Tech**"), a wholly-owned subsidiary of Genetec acquired 80 shares in common stock of Systems South Inc. ("**Systems South**") ("**Shares**"), representing 80% of the equity interest in Systems South for a cash consideration of RM5.58 million.

The fair value of the net assets acquired and cash flow arising from the acquisition is as follows:-

	RM'000
Property, plant and equipment	135
Trade and other receivables	1,093
Cash and cash equivalent	80
Trade and other payables	(1,146)
	162
Non-controlling interest	(33)
Net assets	129
Goodwill	5,455
Purchase consideration, satisfied by cash	5,584
Cash and cash equivalent of a subsidiary acquired	(80)
Net cash outflow for acquisition in a subsidiary company	5,504

NOTES TO THE INTERIM FINANCIAL REPORT

The figures have not been audited

1. BASIS OF PREPARATION

The interim financial report has been prepared in accordance with the requirements of the Financial Reporting Standard ("FRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") for the ACE Market.

The interim financial report should be read in conjunction with the audited financial statements of Genetec Technology Berhad ("Genetec" or the "Company") for the financial year ended 31 March 2010.

These explanatory notes attached to the interim financial report provides an explanation of the events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 March 2010.

The same accounting policies and methods of computation adopted by Genetec and its subsidiary companies ("Genetec Group" or the "Group") in this interim financial report are consistent with those adopted in the financial statements for the financial year ended 31 March 2010, except for the following:

Adoption of New and Revised FRSs, IC Interpretations and Amendments

In the current period ended 31 December 2010, the Group adopted the following new and revised FRSs and IC Interpretations (including their consequential amendments) which are applicable to it financial statements and are relevant to its operations:

FRS 7, Financial Instrument: Disclosures
FRS 8, Operating Segments
FRS 101, Presentation of Financial Statements (revised)
FRS 123, Borrowing Costs (revised)
FRS 132, Financial Instruments: Presentation (revised)
FRS 139, Financial Instruments: Recognition and Measurement
IC Interpretation 9, Reassessment of Embedded Derivatives
IC Interpretation 10, Interim Financial Reporting and Impairment

FRS 101, Presentation of Financial Statements (revised)

Prior to the adoption of the revised FRS 101, the components of the financial statements presented consisted of a balance sheet, an income statement, a statement of changes in equity, a cash flow statement and notes to the financial statement. With the adoption of the revised FRS 101, the components of the interim financial statements presented consisted of a statement of financial position, a statement of comprehensive income (presented in either one statement of comprehensive income or two statements of a separate income statement and a statement of comprehensive income), a statement of changes in equity, a statement of cash flows and notes to the financial statements.

FRS 139, Financial Instruments: Recognition and Measurement

Prior to the adoption of FRS 139, financial derivatives were recognized on their settlement dates. Outstanding derivatives at the balance sheet date were not recognized. With the adoption of FRS 139, all derivative financial instruments held by the Group will be recognized as assets or liabilities in the balance sheets, and will be classified as financial assets or financial liabilities at fair value through profit and loss. When derivative financial instruments

are recognised initially, they are measured at fair value. Subsequent to initial recognition, derivative financial instruments are measured at fair value. Any gains or losses from changes in fair value of the derivatives financial instruments will be recognized in profit and loss. In the previous year, the Group has elected to recognize gain on derivative in the income statement even prior to the adoption of FRS139.

Amendment to FRS 117, Leases

Prior to the adoption of the Amendment to FRS 117, leasehold lands were treated as operating leases. The considerations paid were classified and presented as prepaid lease payments in the statement of financial position. With the adoption of the Amendment to FRS 117, the classification of a leasehold land as a finance lease or an operating lease is based on the extent to which risks and rewards incident to ownership lie.

The Group has reassessed and determined that all leasehold land of the Group are in substance finance leases and has reclassified the leasehold land to property, plant and equipment. The change in accounting policy has been made retrospectively in accordance with the transitional provisions of the amendment. The reclassification has no effect to the profit and loss of the current period ended 31 December 2010 or the comparative prior period. The effect of the reclassification to the comparative of the prior year's statement of financial position is as follows:

As at 1 April 2010	As previously	Effect of	As stated
	stated	Amendments of	
		FRS 117	
	RM'000	RM'000	RM'000
Non-current assets			
Property, plant and equipment	17,653	2,694	20,347
Prepaid lease payments	2,694	(2,694)	-

2. AUDIT REPORT OF THE PRECEDING ANNUAL FINANCIAL STATEMENTS

There were no audit qualifications on the annual financial statements of the Company and its subsidiaries for the financial year ended 31 March 2010.

3. SEASONALITY OR CYCLICALITY OF INTERIM OPERATIONS

The business of the Group is not affected by any significant seasonal or cyclical factors for the current quarter under review.

4. UNUSUAL ITEMS AFFECTING ASSETS, LIABILITIES, EQUITY, NET INCOME OR CASH FLOWS

During the current quarter under review, there were no items or events that arose, which affected assets, liabilities, equity, net income or cash flows that are unusual by reasons of their nature, size or incidence except for the impact of acquiring CLT and Systems South as disclosed in note 11.

5. MATERIAL CHANGE IN ESTIMATES

There were no material changes in the nature and amount of estimates reported that have had a material effect on the results for the current quarter under review.

6. ISSUANCES, CANCELLATIONS, REPURCHASES, RESALE AND REPAYMENTS OF DEBT AND EQUITY SECURITIES

On 19 October 2005, the Company offered 11,653,000 ESOS option at an exercise price of RM0.30 to eligible employees of the Group, being the weighted average market price of the shares for the five (5) market days immediately preceding the date of offer with a discount of not more than 10%. All the employees accepted the offer.

On 4 May 2010, upon the Bonus Issue, the number of the unexercised share option was adjusted on the basis of one (1) new ordinary share for every one (1) existing unexercised share option. Therefore, additional number of 6,278,000 share option was adjusted.

As at 30 September 2010, 3,802,000 options had lapsed and 14,126,000 options were exercised and the ESOS Scheme has expired on 20 September 2010.

There were no cancellation, repurchase, resale and repayment of debt and equity securities for the current quarter.

7. DIVIDEND PAID

There was no dividend paid during the current quarter under review.

8. SEGMENT INFORMATION

Business segment information is not presented as the Group is primarily engaged in one business segment which is designing and building of customised factory automation equipment and integrated vision inspection systems from conceptual design, development of prototype to mass replication of equipment.

9. PROPERTY, PLANT AND EQUIPMENT

There was no revaluation on any of the Group's property, plant and equipment during the current quarter under review.

10. MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM REPORTING PERIOD

There is no material event affecting the Group subsequent to the current quarter under review.

11. CHANGES IN THE COMPOSITION OF THE GROUP

Genetec has acquired 51% equity interest on CLT, for a total consideration of RM26.66 million to be satisfied via RM0.7 million in cash and the issuance of 96.0 million new ordinary shares of RM0.10 each in Genetec at an indicative price of RM0.27 per share.

Following the acquisition, CLT became a 51%-owned subsidiary of Genetec and is consolidated as part of the Group effective from 25 August 2010.

On 21 December 2010, Genetec's wholly-owned subsidiary, GT Global Tech has incorporated and subscribed 100 shares of common stock of USD0.01 each at a premium of USD0.99 fully paid-up, representing 100% of the total issued and paid up share capital of GT Global Tech, a newly incorporated private company limited by shares in United States of America.

On 31 December 2010, GT Global Tech had acquired 80 shares in the common stock in Systems South, representing 80% of the equity interest in Systems South.

On 17 February 2011, GT Global Tech had proposed to acquire 10,071.99 shares of Class A Common Stock ("Common Stock" or "Shares"), representing 60% equity interest in IP Systems, Inc. ("IPS").

Following the acquisition, IPS became a 60%-owned subsidiary of GT Global Tech and is consolidated as part of Group effective from April 2011.

12. CONTINGENT LIABILITIES OR CONTINGENT ASSETS

The contingent liabilities as at 31 March 2011 and up to the date of this report is as follows:-

Bank guarantee

13. **CAPITAL COMMITMENTS**

There was no capital commitment for the purchase of property, plant and equipment not provided for in the interim financial statements as at 31 March 2011 is as follows:-

Property, plant and equipment Approved and contracted for 10,350

14. **REVIEW OF PERFORMANCE**

For the current guarter ended 31 March 2011, the Group achieved revenue of approximately RM27.4 million, an increase of 128.8% as compared to approximately RM12.0 million for the corresponding quarter of the preceding year. However, profit before taxation has decreased from approximately RM2.9 million for the quarter ended 31 March 2010 to approximately RM1.3 for the current quarter under review.

For the twelve (12)-months period ended 31 March 2011, the Group registered revenue of approximately RM123.1 million, a 134.3% increase from the preceding year's corresponding period of approximately RM52.5 million. For the twelve (12)-months period, the Group recorded a profit before taxation of approximately RM18.3 million, which represents a significant increase of approximately 280% over the preceding year corresponding period of approximately RM4.8 million. This was mainly attributable to strong demand for machines from customers in the hard disk drive segment.

RM'000

55

RM'000

15. COMPARISON WITH PRECEDING QUARTER'S RESULTS

The Group's revenue for the current quarter under review was approximately RM27.4 million, a decrease of 24.4% as compared to approximately RM36.3 million recorded in the immediate preceding quarter ended 31 December 2010 which was mainly due to lower revenue generated by the Group for this current quarter. In tandem with the lower revenue, the Group registered profit before taxation of approximately RM1.3 million in this quarter as compared to RM5.0 million in the immediate preceding quarter ended 31 December 2010.

16. PROSPECTS

The Directors of the Group (barring unforeseen circumstances) anticipate good performance for the coming financial year as supported by the current strong secured book order.

17. VARIANCE ON PROFIT FORECAST/PROFIT GUARANTEE

Not applicable as Genetec has not issued any profit forecast or profit guarantee in a public document.

18. TAXATION

	Individu	Individual Quarter		tive Quarter
	Current	Preceding Year	Current	Preceding Year
	Period	Corresponding	Period To-	Corresponding
	Quarter	Quarter	Date	Period
	31.03.2011	31.03.2010	31.03.2011	31.03.2010
	RM'000	RM'000	RM'000	RM'000
Malaysia income tax:	245	(5)	3,212	145
- current taxation	(59)	239	(59)	239
- deferred tax	186	234	3,153	384

The effective tax rate of the Group for the financial period ended 31 March 2011 was lower than the statutory tax rate due to availability of pioneer status tax incentive.

19. PROFIT OR LOSS ON SALE OF UNQUOTED INVESTMENTS AND/OR PROPERTIES

There was no sale of unquoted investment and/or properties during the current financial period under review.

20. PURCHASE OR DISPOSAL OF QUOTED SECURITIES

There were no purchases or disposals of quoted securities during the current quarter under review and the financial year to-date.

21. STATUS OF CORPORATE PROPOSAL

The following corporate proposals announced by the Company have not been completed as at 17 May 2011 (being the latest practicable date which is not earlier than 7 days from the date of issuance of this Interim Financial Statements):-

On 13 October 2010, the Company announced a 51%-owned subsidiary, namely CLT had entered into a conditional sale and purchase agreement ("SPA") with Mr. Yap Keong Wah ("Vendor") for the proposed acquisition of a piece of leasehold industrial land measuring approximately 8,094 square meters and held under H.S.(M) 5505, Lot No. PT 11734, Tempat Sungai Penaga, Mukim Damansara, Daerah Petaling, Negeri Selangor, together with the building erected thereon ("Property"), from the Vendor for a total cash consideration of RM11.5 million ("Proposed Acquisition").

The approval of the Proposed Acquisition has been obtained from the shareholders of the Company at the Extraordinary General Meeting held on 21 February 2011.

22. BORROWINGS

Details of the Group's borrowings as at 31 March 2011 are as follows:

Current	RM'000
Unsecured: Hire purchase Secured: Term Ioan Trade bills	652 378 17,623 18,653
Non-current	RM'000
Unsecured: Hire purchase Secured: Term loan	1,956 <u>6,763</u> 8,719

23. FINANCIAL INSTRUMENTS

Derivatives

As at 31 March 2011, the foreign currency forward contracts which have been entered into by the Group to hedge against foreign trade receivable are as follows:-

Forward Foreign Currency Contracts	Contract Value (RM'000)	Fair Value (RM'000)	Difference (RM'000)
US Dollar			
- Less than 1 year	11,915	11,250	665
Euro Dollar			
- Less than 1 year	1,933	2,066	133

All derivative financial instruments held by the Group will be recognized as assets or liabilities in the balance sheets, and will be classified as financial assets or financial liabilities at fair value through profit and loss. When derivative financial instruments are recognised initially, they are measured at fair value. Subsequent to initial recognition, derivative financial instruments are measured at fair value. Any gains or losses from changes in fair value of the derivatives financial instruments will be recognized in profit and loss.

No restatement of previous year figures is required as the Group has previously recognised the gain or loss arising from forward contracts under the provisions of FRS 139.

24. MATERIAL LITIGATIONS

As at the date of this report, neither the Company nor its subsidiaries is engaged in any litigation or arbitration, either as plaintiff or defendant, which has a material effect on the financial position of the Company or its subsidiaries and the Board of Directors does not know of any proceedings pending or threatened, or of any fact likely to give rise to any proceedings, which might materially and adversely affect the position or business of the Company or its subsidiaries.

25. DISCLOSURE OF REALISED AND UNREALISED PROFITS

On 25 March 2010, Bursa Securities issued a directive to all listed issuers to disclose the breakdown of the unappropriated profits or accumulated losses at end of the reporting period, into realised and unrealised profits and losses.

On 20 December 2010, Bursa Securities further issued guidance on the disclosure and the format required.

The breakdown of the retained profits of the Group as at 31 December 2010 and 31 March 2011, into realised and unrealised profits, pursuant to the directive is as follows:

	As at 31.03.2011 RM'000	As at 31.12.2010 RM'000
Total retained profits of the Group: - Realised	30,186	29,460
- Unrealised	(333)	791
	29,853	30,251
Total share of retained profits from an associate - Realised - Unrealised	15	40
	29,868	30,291
Less: Consolidation adjustments	(10,448)	(12,030)
Total retained profits as per statement of financial position	19,420	18,261

26. DIVIDENDS

The Board has recommended a first and final tax-exempt dividend of 10% per ordinary share of RM0.10 each in respect of the financial year ended 31 March 2011.

27. EARNINGS PER SHARE

	Individual Quarter		Cumulative Quarter	
	Current Year Quarter 31.03.11	Preceding Year Corresponding Quarter 31.03.10	Current Year To-date 31.03.11	Preceding Year Corresponding Period 31.03.10
Basic earnings per share EPS	RM' 000	RM' 000	RM' 000	RM' 000
Net profit attributable to shareholders	1,106	2,638	12,420	4,413
Weighted average number of ordinary shares in issue	351,738	120,892	297,550	120,829
Basic EPS (sen)	0.31	1.09*	4.17	1.82*
Diluted earnings per share EPS				
Net profit attributable to shareholders	1,106	2,638	12,420	4,413
Weighted average number of ordinary shares in issue	N/A	123,019	N/A	121,925
Diluted EPS (sen)	N/A	1.08*	N/A	1.81*

The diluted earnings per share are not applicable during the current year quarter and current year to-date as the ESOS Scheme has expired on 20 September 2010.

* Restated based on issuance of new shares pursuant to the current year's bonus issue.