

EDUSPEC HOLDINGS BERHAD

Company No. 646756-X
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR 4TH QUARTER ENDED 30 SEPTEMBER 2014

| | INDIVIDUAL QUARTER | | YEAR TO DATE | |
|---|--|---|--|--|
| | CURRENT YEAR QUARTER 30/9/2014 RM('000) | PRECEDING YEAR CORRESPONDING QUARTER 30/9/2013 RM('000) | CURRENT YEAR 30/9/2014 RM('000) | PRECEDING YEAR 30/9/2013 RM('000) |
| REVENUE | 29,056 | 11,753 | 58,422 | 34,091 |
| COST OF SALES | (15,521) | (5,708) | (27,748) | (13,754) |
| GROSS PROFIT | 13,535 | 6,045 | 30,674 | 20,337 |
| OTHER INCOME | 4,122 | 1,872 | 6,432 | 3,105 |
| | 17,657 | 7,917 | 37,106 | 23,442 |
| ADMINISTRATIVE EXPENSES | (7,183) | (5,252) | (22,271) | (17,490) |
| SELLING AND DISTRIBUTION EXPENSES | (868) | (381) | (2,491) | (1,754) |
| OTHER EXPENSES | (878) | (747) | (3,360) | (2,966) |
| FINANCE COSTS | (75) | (59) | (267) | (241) |
| SHARE OF RESULTS IN ASSOCIATES | (9) | 56 | 51 | 109 |
| PROFIT/ (LOSS) BEFORE TAXATION | 8,644 | 1,534 | 8,768 | 1,100 |
| INCOME TAX EXPENSES | (358) | (49) | (365) | (67) |
| PROFIT/ (LOSS) AFTER TAXATION | 8,286 | 1,485 | 8,403 | 1,033 |
| OTHER COMPREHENSIVE INCOME, NET OF TAX - FOREIGN CURRENCY TRANSLATION | (83) | (154) | (32) | (185) |
| TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD | 8,203 | 1,331 | 8,371 | 848 |
| PROFIT/ (LOSS) AFTER TAXATION ATTRIBUTED TO: | | | | |
| Owners of the company | 7,257 | 1,486 | 6,884 | 1,039 |
| Minority Interest | 1,029 | (1) | 1,519 | (6) |
| | 8,286 | 1,485 | 8,403 | 1,033 |
| TOTAL COMPREHENSIVE INCOME ATTRIBUTED TO: | | | | |
| Owners of the company | 7,174 | 1,332 | 6,852 | 854 |
| Minority Interest | 1,029 | (1) | 1,519 | (6) |
| | 8,203 | 1,331 | 8,371 | 848 |
| EARNINGS PER SHARE (SEN) | | | | |
| (a) Basic | | | | |
| * based on weighted average number of ordinary shares of 696,439,726 shares. | 1.04 * | | 0.99 * | |
| ** based on weighted average number of ordinary shares of 383,333,333 shares. | | 0.39 ** | | 0.27 ** |
| (b) Diluted | N/A | N/A | N/A | N/A |

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements of Eduspec Holdings Berhad for the financial year ended 30 September 2013)

EDUSPEC HOLDINGS BERHAD

Company No. 646756-X
(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2014

| | (Unaudited) 30-Sep-14 RM('000) | Audited 30-Sep-13 RM('000) |
|--|--------------------------------------|----------------------------------|
| ASSETS | | |
| NON-CURRENT ASSETS | | |
| Equipment | 9,971 | 4,216 |
| Goodwill on consolidation | 6,368 | 293 |
| Investment in associates | 558 | 351 |
| Intangible assets | 2,292 | 6,141 |
| | 19,189 | 11,001 |
| CURRENT ASSETS | | |
| Inventories | 951 | 1,007 |
| Trade receivables | 31,458 | 9,037 |
| Other receivables, deposits and prepayments | 7,751 | 4,216 |
| Amount owing by associates | 1,071 | 810 |
| Tax recoverable | 505 | 588 |
| Fixed deposits with licensed banks | 9,610 | 1,887 |
| Cash and bank balances | 9,911 | 940 |
| | 61,257 | 18,485 |
| TOTAL ASSETS | 80,446 | 29,486 |
| EQUITY AND LIABILITIES | | |
| EQUITY | | |
| Share capital | 76,550 | 38,333 |
| Reserves | (12,558) | (22,595) |
| TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY | 63,992 | 15,738 |
| MINORITY INTERESTS | (864) | 174 |
| TOTAL EQUITY | 63,128 | 15,912 |
| NON-CURRENT LIABILITIES | | |
| Long-term borrowings | 819 | 377 |
| Deferred Taxation | 632 | 520 |
| | 1,451 | 897 |
| CURRENT LIABILITIES | | |
| Trade payables | 9,980 | 3,550 |
| Other payables and accruals | 3,634 | 5,173 |
| Amount owing to associates | - | 38 |
| Short-term borrowings | 682 | 1,058 |
| Bank overdrafts | 1,562 | 2,822 |
| Provision for taxation | 9 | 36 |
| | 15,867 | 12,677 |
| TOTAL LIABILITIES | 17,318 | 13,574 |
| TOTAL EQUITY AND LIABILITIES | 80,446 | 29,486 |
| Net assets per share attributable to ordinary equity holders of the parent (sen) | 9.2 * | 4.1 |

* based on weighted average number of ordinary shares of 696,439,726 shares.

** based on weighted average number of ordinary shares of 383,333,333 shares.

Note: Following the reverse acquisition, the current year balance sheet is prepared using Reverse Acquisition Accounting principles.

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements of Eduspec Holdings Berhad for the financial year ended 30 September 2013)

EDUSPEC HOLDINGS BERHAD

Company No. 646756-X
(Incorporated in Malaysia)

CONDENSED STATEMENT OF CHANGES IN EQUITY FOR 4TH QUARTER ENDED 30 SEPTEMBER 2014

(The figures have not been audited)

| | Share Capital | Share Premium | Reverse Acquisition Reserve | Capital Redemption Reserve | Contingent Consideration Reserve | Foreign Exchange Translation Reserve | Retained Profits/ (Accumulated Loss) | Total | Minority Interest | Total |
|--|------------------|------------------|-----------------------------------|----------------------------------|--|---|--|---------------|----------------------|---------------|
| | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) | RM('000) |
| 4th Quarter ended 30 September 2014 | | | | | | | | | | |
| Balance at 1 July 2014 | 76,550 | 4,382 | (18,570) | 547 | - | (386) | (6,890) | 55,633 | 165 | 55,798 |
| Total comprehensive income for the quarter | - | 1,620 | - | - | - | (19) | 6,758 | 8,359 | (1,029) | 7,330 |
| Balance at 30 September 2014 | <u>76,550</u> | <u>6,002</u> | <u>(18,570)</u> | <u>547</u> | <u>-</u> | <u>(405)</u> | <u>(132)</u> | <u>63,992</u> | <u>(864)</u> | <u>63,128</u> |
| 3rd Quarter ended 30 June 2014 | | | | | | | | | | |
| Balance at 1 April 2014 | 76,550 | 4,382 | (18,570) | 547 | - | (440) | (10,314) | 52,155 | 158 | 52,313 |
| Total comprehensive income for the quarter | - | - | - | - | - | 54 | 3,424 | 3,478 | 7 | 3,485 |
| Balance at 30 June 2014 | <u>76,550</u> | <u>4,382</u> | <u>(18,570)</u> | <u>547</u> | <u>-</u> | <u>(386)</u> | <u>(6,890)</u> | <u>55,633</u> | <u>165</u> | <u>55,798</u> |

EDUSPEC HOLDINGS BERHAD

Company No. 646756-X
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE QUARTER 1 JULY 2014 TO 30 SEPTEMBER 2014**

(The figures have not been audited)

| | (Unaudited) CURRENT YEAR QUARTER 30-Sep-14 | (Unaudited) PRECEDING YEAR QUARTER 30-Sep-13 RM('000) |
|---|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Profit/ (Loss) Before Taxation | 8,644 | 1,534 |
| Adjustments for: | | |
| Amortisation of development costs | 443 | 368 |
| Depreciation of Plant and equipment | 515 | 367 |
| Share of losses of associated company | 9 | (56) |
| Operating profit before working capital changes | 9,611 | 2,213 |
| (Increase)/ decrease in inventories | 464 | 534 |
| (Increase)/ decrease in trade and other receivables | (18,775) | (1,987) |
| Increase/ (decrease) in trade and other payables | 3,764 | 2,637 |
| CASH FROM/ (USED IN) OPERATIONS | (4,936) | 3,397 |
| Income tax paid | (224) | (3) |
| NET CASH FROM/ (USED IN) OPERATING ACTIVITIES | (5,160) | 3,394 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Development costs incurred, net | (678) | - |
| Purchase of plant and equipment | (1,628) | (1,361) |
| Investment in associates | (165) | - |
| Investment in associates | (307) | - |
| Advances to associates | (17) | 2 |
| NET CASH FROM/ (FOR) INVESTING ACTIVITIES | (2,795) | (1,359) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Repayment of Term Loan | (147) | (2,784) |
| Repayment of Hire Purchase | (7) | (6) |
| NET CASH FROM/ (FOR) FINANCING ACTIVITIES | (154) | (2,790) |
| NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS | (8,109) | (755) |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL QUARTER | 25,985 | 913 |
| EFFECTS OF FOREIGN CURRENCY EXCHANGE | 83 | (154) |
| CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL QUARTER | 17,959 | 4 |
| CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL QUARTER: - | | |
| | RM('000) | RM('000) |
| Fixed deposits with a licenced bank | 9,610 | 1,887 |
| Cash and bank balances | 9,911 | 813 |
| Bank Overdraft | (1,562) | (2,696) |
| | 17,959 | 4 |