(Company No 644769-D) (Incorporated in Malaysia)

FINANCIAL REPORT FOR THE 1st QUARTER ENDED 31 MARCH 2012

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FIRST QUARTER ENDED 31 MARCH 2012

		Individual Quarter		Cumulative Quarter		
	Note	Current Quarter 31.03.2012 RM'000	Preceding Year Corresponding Quarter 31.03.2011 RM'000	Current Year To Date 31.03.2012 RM'000	Preceding Year Corresponding Period 31.03.2011 RM'000	
Revenue Cost of sales and services Gross profit	-	2,775 (2,554) 221	4,916 (4,716) 200	2,775 (2,554) 221	4,916 (4,716) 200	
Other income Administrative and other operating expens		162 (840)	209 (740)	162 (840)	209 (740)	
Operating (loss)/profit		(457)	(331)	(457)	(331)	
Finance costs (Loss)/Profit before taxation	16	(457)	(3)	(457)	(3)	
Taxation	17	-	-	-	-	
(Loss)/Profit after tax for the period	- -	(457)	(334)	(457)	(334)	
Other comprehensive income Fair value reserve Exchange fluctuation reserve		16 (3)	(12) (161)	16 (3)	(12) (161)	
Total comprehensive (loss)/income for the	he period	(444)	(507)	(444)	(507)	
(Loss)/Profit for the period attributable to Owners of the Company Non-controlling interest  Total comprehensive (loss)/income attributable to Owners of the Company Non-controlling interest	- -	(457) - (457)	(328) (6) (334)	(457) - (457)	(328) (6) (334)	
Owners of the Company Non-controlling interest	- -	(444) - (444)	(501) (6) (507)	(444)	(501) (6) (507)	
Earnings/ (loss) per share : Basic (sen) - Diluted (sen)	24 24	(0.21)	(0.16) -	(0.21)	(0.16) -	

The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

The annexed notes are an integral part of this statement.

(Company No. 644769-D)

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2012

ASSETS	Note	UNAUDITED As at 31.03.2012 RM'000	AUDITED As at 31.12.2011 RM'000
Non-Current Assets Property, plant and equipment Other investments Intangible assets - development expenditure		2,069 3,126	2,178 3,112 -
Deferred tax assets		14 5,209	5,304
Current Assets Inventories Trade receivables		1,382 1,198	1,252 808
Other receivables, deposits and prepayments Tax recoverable Short term deposits		282 234 20,164	740 240
Cash and bank balances	•	776 24,036	20,729 612 24,381
TOTAL ASSETS	;	29,245	29,685
EQUITY			
Share capital Share premium Retained profit Treasury Shares Other reserves Equity attributable to the shareholders of the Company Non-controlling interest TOTAL EQUITY	23	24,406 896 7,364 (4,058) 42 28,650 - 28,650	24,406 896 7,821 (4,058) 29 29,094 - 29,094
LIABILITIES Non-Current Liabilities Deferred tax liabilities	,	17 17	17 17
Current Liabilities Trade payables Other payables and accruals Tax payable		159 412 7 578	99 468 7 574
TOTAL LIABILITIES		595	591
TOTAL EQUITY AND LIABILITIES	;	29,245	29,685
Net Assets per share (RM)		0.1174	0.1192

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

(Company No. 644769-D)

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 31 MARCH 2012

For the three months ended 31 March 2012			Attributa	able to owners	s of the paren	nt			
				Exchange	Fair				
	Ordinary	Share	Treasury	Fluctuation	Value	Retained		Non-controlling	Total
	Shares	Premium	Shares	Reserve	Reserve	Profits	Total	Interest	Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as at 1 January 2012	24,406	896	(4,058)	(130)	159	7,821	29,094	-	29,094
Total comprehensive income for the period	-	-	-	(3)	16	(457)	(444)	-	(444)
Balance as at 31 March 2012	24,406	896	(4,058)	(133)	175	7,364	28,650	-	28,650
For the three months ended 31 March 2011			Attribu	itable to owners	s of the parent				
For the three months ended 31 March 2011			Attribi		-				
	0-4:	Chann	Т	Exchange	Fair Value	Datainad		N	Tatal
	Ordinary Shares	Share Premium	Treasury Shares	Fluctuation Reserve	Reserve	Retained Profits	Total	Non-controlling Interest	Total Equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Balance as at 1 January 2011	24,406	896	(4,058)	(140)	102	9,271	30,477	48	30,525
Total comprehensive income for the period	-	-	-	(161)	(12)	(328)	(501)	(6)	(507)
Balance as at 31 March 2011	24,406	896	(4,058)	(301)	90	8,943	29,976	42	30,018

The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes attached to the interim financial statements.

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FIRST QUARTER ENDED 31 MARCH 2012

	Current Year To Date 31.03.2012 RM'000	Audited Financial Year Ended 31.12.2011 RM'000
Cash flow from operating activities	(457)	(4.070)
(Loss)/Profit before taxation	(457)	(1,376)
Adjustment for non-cash items Depreciation of property, plant & equipment	114	675
Property, plant and equipment written off	-	296
Amortisation of intangible assets	-	315
Gain on disposal of subsidiaries	-	(3,061)
Loss on disposal of AFS investment	-	27
Unrealised loss on foreign exchange	-	17
Allowance for impairment loss on trade receivables Allowance for impairment loss on other receivables		33 2,264
Allowance for impairment loss on intangible assets	-	281
Inventories written off	-	89
Deposit written off	-	8
Allowance/(write back of allowance) for obsolete and slow moving		
inventories	-	17
Interest expense on hire purchase Interest income on short term deposits	-	2
- Interest Income on short term deposits	(151)	(600)
- Dividend Income	(11)	(165)
Reversal of impairment loss on treade receivables	<u> </u>	(1)
Operating profit/(loss) before working capital changes	(505)	(1,179)
Net change in current asset & current liabilities	()	()
(Increase) in inventories	(130)	(267)
(Increase) in trade receivables	(390) 457	(590) 151
Decrease in other receivables, deposits and prepayments (Increase) / Decrease in trade payables	61	(1,702)
(Decrease) / Increase in other paybles and accruals	(71)	1,821
Cash (used in)/generated from operations	(578)	(1,766)
Interest received		
Tax paid	6	248
Net cash (used in)/ generated from operating activities	(572)	(1,518)
Cash flows from investing activities	(5)	(007)
Purchase of property, plant and equipment Redemption of AFS investment	(5)	(627) 613
Interest received from short term deposits	151	600
Investment income - dividend income	11	165
Proceeds from disposal of property, plant and equipment	-	10
net cash outflow on disposal of subsidiary		(1,994)
Net cash generated from/(used in) investing activities	157	(1,233)
Cash flows from financing activities		
Principal repayment of hire purcahse	-	(21)
Interest paid on hire purchase		(2)
Net Cash used in financing activities	<u> </u>	(23)
Net change in cash and cash equivalents	(415)	(2,774)
Effects of exchange rate changes	14	(123)
Cash and cash equivalents at the beginning of the period	21,341	24,238
Cash and cash equivalents at the end of the period	20,940	21,341
Analysed into:		
Shout town deposit with licensed financial institutions	20.464	20.720
Short term deposit with licensed financial institutions Cash and bank balances	20,164 776	20,729 612
Cash and Jahr Dalances	770	012
Cash and cash equivalents at the end of the period	20,940	21,341
	-	

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2011 and the accompanying explanatory notes

(Company No. 644769-D)

# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2012

#### 1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in compliance with Malaysian Financial Reporting Standard ("MFRS") 134, Interim Financial Reporting and paragraph 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The interim financial statements should be read in conjunction with the audited financial statements for the financial year ended ("FYE") 31 December 2011. The explanatory notes attached to the interim financial statements 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 since the FYE 31 December 2011.

Since the previous audited financial statements for the financial year ended 31 December 2011, the Group has adopted the Malaysian Financial Reporting Standards ("MFRS") framework issued by the Malaysian Accounting Standards Board ("MASB") commencing from 1 January 2012. The MFRS framework was issued in conjunction with MASB's plan to converge with the International Financial Reporting Standards ("IFRS"). The MFRS framework comprises standards which are equivalent to the IFRS issued by the International Accounting Standards Board ("IASB"). All the Financial Reporting Standards ("FRSs") issued under the existing MASB's FRS framework are equivalent to the MFRSs issued except that there are no equivalent FRS to MFRS 141, Agriculture and IC Interpretation 15, Agreements for Construction of Real Estate issued under the MFRS framework, which are not relevant to the Group's operations, and differences in relation to transitional provisions. These are the first set of the Group's unaudited interim financial statements prepared under the MFRS framework. The transition from FRS to MFRS framework did not have any financial impact on the financial statements of the Group and did not result in any changes to the Group's accounting policies.

The Group has not early adopted the following new and revised MFRSs and IC Interpretation and amendments to MFRSs which have been issued by the MASB but are not yet effective:-

Effective for financial period beginning

#### on or after

MFRS 9, Financial Instruments (IFRS 9 issued by IASB in November 2009)	1 January 2015
MFRS 9, Financial Instruments (IFRS 9 issued by IASB in October 2010)	1 January 2015
MFRS 10, Consolidated Financial Statements	1 January 2013
MFRS 11, Joint Arrangements	1 January 2013
MFRS 12, Disclosure of Interests in Other Entities	1 January 2013
MFRS 13, Fair Value Measurement	1 January 2013
MFRS 119, Employee Benefits (IAS 19 as amended by IASB in June 2011)	1 January 2013
MFRS 127, Separate Financial Statements (IAS 27 as amended by IASB in May 2011)	1 January 2013
MFRS 128, Investments in Associates and Joint Ventures (IAS 28 as amended by IASB in May 2011)	1 January 2013
Amendments to MFRS 1, Government Loans	1 January 2013
Amendments to MFRS 7, Disclosures - Offsetting Financial Assets and Financial Liabilities	1 January 2013
Amendments to MFRS 101, Presentation of Items of Other Comprehensive Income	1 July 2012
Amendments to MFRS 132, Offsetting Financial Assets and Financial Liabilities	1 January 2014
IC Interpretation 20, Stripping Costs in the Production of a Surface Mine	1 January 2013

The adoption of the above MFRSs and IC Interpretation is not expected to have any significant financial impact on the financial statements of the Group.

#### 2. Auditors' Report on preceding annual financial statements

The auditors' reports on the financial statements of the Company and its subsidiaries for the FYE 31 December 2011 were not subject to any qualification.

#### 3. Seasonality or cyclicality

The Group's operations have not been materially affected by any seasonal/cyclical factors.

#### 4. Nature and amount of unusual items affecting assets, liabilities, equity, net income or cash flows

There was no item or event that was unusual by reason of its nature, size or incidence during the current quarter which affected the assets, liabilities, equity, net income or cash flows of the Group.

#### 5. Changes in estimates

There was no material change in the estimates used for the preparation of these interim financial statements.

# 6. Issuances, cancellations, repurchases, resale and repayments of debt and equity securities

There was no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current quarter under review.

# 7. Valuation of property, plant and equipment

There was no change in the valuation of the property, plant and equipment reported in the previous audited financial statements that would have an effect on the current quarter's financial statements.

# 8. Material events subsequent to the end of the interim period

There was no material event subsequent to the financial quarter ended 31 March 2012 which was likely to substantially affect the results of the operations of the Group.

#### 9. Change in the composition of the Group

There were no changes in the composition of the Group during the financial quarter ended 31 March 2011.

#### 10. Contingent liabilities and contingent assets

As at 31 March 2012, there was no contingent asset and liablity.

#### 11. Segmental information

The revenue and profit/(loss) before taxation of the Group for the first quarter ended 31 March 2012 ("Q1") were generated from the following segments:

SEGMENT REVENUE	Information Technology RM'000	Managed Customer Loyalty Services RM'000	Distribution of Health & Beauty Products RM'000	Inter- Segment Revenue RM'000	Consolidated RM'000
Malaysia Indonesia & others	180 - 180	464 1,963 2,427	348	(180) - (180)	812 1,963 2,775
SEGMENT PROFIT/ (LOSS)	Information Technology RM'000	Managed Customer Loyalty Services RM'000	Distribution of Health & Beauty Products RM'000	Inter- Segment Revenue RM'000	Consolidated RM'000
Malaysia Indonesia & others	122 - 122	(225) (10) (235)	(344)	-	(447) (10) (457)

# 12. Review of performance

During the quarter ended 31 March 2012, the Group recorded an unaudited sales revenue of RM2.78 million compared to RM4.92 million in the preceding year corresponding quarter. The operating expenses during the quarter were higher by RM0.10 million as compared to the preceding year corresponding quarter.

Contributions from the Information Technology ("IT") segment and Distribution of Healty & Beauty Products ("DHBP") segment towards the Group's revenue were marginal at RM0.18 mil and RM0.35 mil respectively during the current quarter. The Group had not been able to sign on any new clients for the IT segment due to changing market trends and intense competitions. As for the DHBP segment, the revenue was mainly contributed by the sale of "HABA" products, a leading healthcare brand in Japan.

The major revenue contributor to the Group was the Managed Customer Loyalty Services segment. While business in Malaysia in this segment was declining as the clients chose to manage their own loyalty programmes and the consumers were switching their preferences to cash rebate and instant redemption, the Indonesian operation has grown and the revenue of RM1.96 mil has surpassed the Malaysian revenue of RM0.46 mil. The Indonesian segment recorded a losses of RM0.01 mil.

### 13. Material Changes in The Profit/ (Loss) Before Tax As Compared To the Immediate Preceding Quarter

The Group recorded an unaudited loss before tax of RM0.46 mil in the current quarter as compared to loss before tax of RM3.59 mil in the preceding quarter. The loss was principally due to the impairment of other receivables of RM2.26 mil, impairment of intangible assets of RM0.28 mil, and writting off of certain fixed assets amounting to RM0.3 mil during the preceding quarter.

#### 14. Prospects

The Information Technology segment remains extremely competitive with entry of new players in the industry and fast changing technology. The Group is aim to provide quick and attentive service to retain its major clients, and the Group does not expect the prospect in this segment to turnaround in near future.

The continuous cut back on corporate spending on loyalty marketing by the Group's clients and customers' preference for instant redemptions and gift vouchers will continue to pose a major challenge to the Group's Managed Customer Services segment in Malaysia. However, this segment has shown encouraging growth in Indonesia and it is expected that this trend will continue.

There are positive signs that the logistics and warehousing and call center businesses are turning around and the Group's continuous efforts may bear fruit in the near future.

The distribution of Health and Beauty Products segment is expected to remain competitive and challenging. The Group has initiated a program to promote and grow its distributorship of "HABA" products. The initiatives include branding campaigns, increasing distributorships and opening of strategic outlets.

The Group has emerged as a company with clear and distinct businesses and missions. We intend to deepen and widen our customer loyalty business in Indonesia whilst consolidating our business in this sector in Malaysia. We will increase our resources to develop our health and beauty care business in Malaysia with the view of increasing our share in this growing market. The Group is also actively exploring new business initiatives.

#### 15. Profit forecast

The Group did not disclose or announce any profit forecast or profit guarantee in any public document in the financial quarter ended 31 March 2012.

### 16. (Loss)/Profit before Taxation

_	Individual Quarter		Cumulative Quarter	
	Current Quarter 31.03.2012 RM'000	Preceding Year Corresponding Quarter 31.03.2011 RM'000	Current Year To Date 31.03.2012 RM'000	Preceding Year Corresponding Period 31.03.2011 RM'000
This is arrived at after charging:				
Depreciation of property, plant and equipment	114	62	114	62
Amortisation of intangible assets	-	88	-	88
Inventories written off	-	16	-	16
Loss on foreign exchange =	-	79		79
and crediting :-				
Interest income on short term deposits	151	147	151	147
Dividend income	11	11	11	11

#### 17. Taxation

 Current Quarter
 Current Year To Date

 31.03.2012
 31.03.2012

 RM'000
 RM'000

Current provision

The effective tax rate of the Group was higher than the statutory tax rate as some subsidiaries were incurring losses.

#### 18. Unquoted investments and/or properties

There was no sale of unquoted investments and/or properties for the current quarter and financial year to date.

#### 19. Status of corporate proposals

M&A Securities Sdn Bhd had on 14 May 2012 announced on behalf of the board of Directors that the Company proposes to implement a private placement of up to 21,997,100 new ordinary shares of RM0.10 each in AIM, representing up to ten percent (10%) of the total issued and paid-up share capital of the Company (excluding treasury shares), to independent third party investor(s) to be identified.

#### 20 Group borrowings

There was no bank borrowing as at 31 March 2012 by the Group.

# 21. Material litigation

As at the latest practicable date, the Group is not engaged in any material litigation either as plaintiff or defendant and the directors do not have any knowledge of any pending proceeding or threat against the Group which might materially and adversely affect the financial position or business of the Group.

#### 22. Dividend

There was no dividend proposed or declared during the quarter under review.

#### 23. Realised and Unrealised Profit / Losses

The breakdown of retained profits into realised and unrealised profits as at the reporting period as follows:-

	31.03.2012 RM'000	31.12.2011 RM'000
Total retained profits		
- Realised	6,647	7,104
- Unrealised	15	15
	6,662	7,119
Less: consolidation adjustments	702	702
Total retained profits	7,364	7,821

#### 24. Basis of calculation of earnings per share

The basic and fully diluted earnings per share for the quarter and cumulative year to date are computed as follows:

	Current Quarter 31.03.2012	Preceding Year Corresponding Quarter 31.03.2011	Current Year To Date 31.03.2012	Preceding Year Corresponding Period 31.03.2011
Net (loss)/profit attributable to equity holders of the parent for the period (RM'000)	(457)	(328)	(457)	(328)
Weighted average number of shares of RM0.10 each in issue ('000)	219,971	201,005	219,971	201,005
<ul> <li>Basic earnings per share (sen)</li> <li>Diluted earnings per share (sen)*</li> </ul>	(0.21)	(0.16)	(0.21)	(0.16)

<sup>\*</sup>Fully diluted earnings per share was not computed as there was no outstanding ordinary share to be issued as at the end of the reporting period.