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

FINANCIAL REPORT FOR THE 4th QUARTER ENDED 31 DEC 2014

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FORTH QUARTER ENDED 31 DEC 2014

		Individua	l Quarter	Cumulative	Quarter
	_		Preceding Year		Preceding Year
		Current	Corresponding	Current Year	Corresponding
		Quarter	Quarter	To Date	Period
		31.12.2014	31.12.2013	31.12.2014	31.12.2013
	Note	RM'000	RM'000	RM'000	RM'000
Revenue		5,001	2,322	13,166	13,896
Cost of sales and services	<u>-</u>	(4,314)	(1,728)	(10,718)	(11,223)
Gross profit		687	594	2,448	2,673
Other income		603	404	1,519	850
Administrative and other operating expension	nses _	(914)	(2,341)	(3,640)	(5,383)
Operating profit / (loss)		376	(1,343)	327	(1,860)
Profit / (loss) before taxation	16	376	(1,343)	327	(1,860)
Taxation	17	(70)	(68)	(122)	(68)
Profit / (Loss) after tax for the period	-	306	(1,411)	205	(1,928)
Other comprehensive income					
Remeasurement of defined benefit obligation	ations	1	7	1	7
Other comprehensive income					
Fair value reserve		-	-	-	(65)
Exchange fluctuation reserve		64	(91)	54	(135)
Total comprehensive income / (loss) f	or the period _	371	(1,495)	260	(2,121)
Profit / (loss) for the period attributab	la ta :				
Owners of the Company	ie to.	306	(1,411)	205	(1,928)
Non-controlling interest	_	306	(1,411)	205	(1,928)
	=				<del></del>
Total comprehensive income / (loss) a	attributable to:				
Owners of the Company		371	(1,495)	260	(2,121)
Non-controlling interest	<u>-</u>	371	(1,495)	260	(2,121)
Earnings/ (loss) per share :-					
- Basic (sen)	24	0.13	(0.58)	0.08	(0.80)
- Diluted (sen)	24	0.13	(0.58)	0.08	(0.80)

This unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2013 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 DEC 2014

ASSETS	Note	UNAUDITED As at 31.12.2014 RM'000	AUDITED As at 31.12.2013 RM'000
Non-Current Assets Property, plant and equipment Other investments Deferred tax assets		1,475 45 12 1,532	1,744 45 <u>8</u> 1,797
Current Assets Inventories Trade receivables Other receivables, deposits and prepayments Tax recoverable Short term deposits Fixed deposits with licensed banks		461 1,306 200 7 15,298 8,577	546 1,253 513 44 18,704 4,922
Cash and bank balances		1,757 27,606	1,043 27,025
TOTAL ASSETS EQUITY		29,138	28,822
Share capital Share premium Retained profits Treasury shares Other reserves Equity attributable to the shareholders of the Company Non-controlling interest TOTAL EQUITY	23	26,606 1,446 4,815 (4,058) (258) 28,551 - 28,551	26,606 1,446 4,609 (4,058) (312) 28,291 - 28,291
LIABILITIES Non-Current Liabilities Employee benefits		49 49	33 33
Current Liabilities Trade payables Other payables and accruals Tax payable		195 292 51 538	157 322 19 498
TOTAL LIABILITIES		587	531
TOTAL EQUITY AND LIABILITIES		29,138	28,822
Net Assets per share (RM)		0.1073	0.1063

This unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2013 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 FORTH QUARTER ENDED 31 DEC 2014

For the twelve months ended 31 Dec 2014			Attributa	able to owners	of the parent				
	Ordinary Shares	Share Premium	Treasury Shares	Exchange Fluctuation Reserve	Fair Value 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 2014	26,606	1,446	(4,058)	(312)	-	4,609	28,291	-	28,291
Total comprehensive income for the period	-	-	-	54	-	206	260	-	260
Balance as at 31 Dec 2014	26,606	1,446	(4,058)	(258)	-	4,815	28,551	-	28,551
For the twelve months ended 31 Dec 2013			Attribu	table to owners	_				
	Ordinary Shares RM'000	Share Premium RM'000	Treasury Shares RM'000	Exchange Fluctuation Reserve RM'000	Fair Value Reserve RM'000	Retained Profits RM'000	Total RM'000	Non-controlling Interest RM'000	Total Equity RM'000
Balance as at 1 January 2013	24,406	896	(4,058)	(179)	65	6,531	27,661	-	27,661
Total comprehensive loss for the period	-	-	-	(133)	(65)	(1,922)	(2,120)	-	(2,120)
Issuance of shares	2,750						2,750	-	2,750
Balance as at 31 Dec 2013	27,156	896	(4,058)	(312)	-	4,609	28,291	-	28,291

This unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FORTH QUARTER ENDED 31 DEC 2014

FOR THE FORTH QUARTER ENDED 31 DEC 2014		
	Current Year To Date 31.12.2014 RM'000	Audited Financial Year Ended 31.12.2013 RM'000
Cash flow from operating activities		
Profit / (Loss) before taxation	206	(1,860)
Adjustment for:-		
Bad debts written off	-	5
Depreciation of property, plant & equipment	293	431
Defined benefit obligations	16	16
Property, plant and equipment written off	-	95
Loss on disposal of property, plant and equipment	-	10
Loss on redemption of available-for-sale financial assets	-	24
Unrealised (Gain)/loss on foreign exchange	(19)	734
Inventories written off	- (0 - ()	16
Interest Income from fixed and short term deposits	(854)	(650)
Dividend Income from available-for-sale investments	(050)	(101)
Operating loss before working capital changes	(358)	(1,281)
Decrease in inventories	85	2,148
(Increase) / Decrease in trade receivables	(53)	392
Decrease/(Increase) in other receivables, deposits and prepayments	313	(291)
Increase in trade payables	39	55
(Decrease) in other payables and accruals	(31)	(346)
Cash utilised in operations	(5)	676
Tax refund / (paid)	66	(99)
Net cash used in operating activities	61	577
Cash flows from investing activities		
Purchase of property, plant and equipment	(6)	(73)
Redemption of available-for-sale financial assets	-	2,971
Interest received from fixed and short term deposits	854	650
Dividend received from available-for-sale financial assets	-	101
Proceeds from disposal of property, plant and equipment	-	1
Net cash used in investing activities	848	3,649
Cash flows from financing activities		
Proceed from issues of shares	_	2,750
Net Cash used in financing activities	-	2,750
Nat increase/increase in each and each equivalents	909	6,976
Net increase/increase in cash and cash equivalents Exchange differences on cash and cash equivalents	54	(459)
Cash and cash equivalents at beginning of the year	24,669	18,152
Cash and cash equivalents at beginning of the year  Cash and cash equivalents at the end of the period	25,632	24,669
- -		
Cash and cash equivalents comprise:	15 200	10 704
Short term deposit with licensed financial institutions Fixed deposits with licensed banks	15,298 8,577	18,704 4,922
Cash and bank balances	1,757	1,043
Cash and Dalik Dalances	25,632	24,669
	25,002	۲۳,003

This unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.

(Company No. 644769-D)

# EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE FORTH QUARTER ENDED 31 DEC 2014

#### 1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"), 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 2013. 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 2013.

The accounting policies and methods of computation applied in these interim financial statements are consistent with those applied in the preparation of the Group's recent audited financial statements for the FYE 31 December 2013, except for the adoption of the following MFRSs, Issues Committee ("IC") Interpretations and amendments to MFRSs and IC Interpretations during the current financial period:

# Effective for annual periods beginning on or after 1 January 2014

Amendments to MFRS 10, MFRS 12 and MFRS 127 - Investment Entities

Amendments to MFRS 132 - Offsetting Financial Assets and Financial Liabilities

Amendments to MFRS 136 - Recoverable Amount Disclosures for Non-Financial Assets

Amendments to MFRS 139 - Novation of Derivatives and Continuation of Hedge Accounting

IC Interpretation 21, Levies

The Group has not early adopted the following new MFRSs and amendments to MFRSs which have been issued by the Malaysian Accounting Standards Board but are not yet effective:

# Effective for annual periods beginning on or after 1 July 2014

Amendments to MFRS 119, Defined Benefit Plans: Employee Contributions

Amendments to MFRSs Classified as "Annual Improvements to MFRSs 2010 - 2012 Cycle"

Amendments to MFRSs Classified as "Annual Improvements to MFRSs 2011 - 2013 Cycle"

### Effective for annual periods beginning on or after 1 January 2016

MFRS 14, Regulatory Deferral Accounts

Amendments to MFRS 10, MFRS 12 and MFRS 128 - Investment Entities: Applying the

Consolidation Exception

Amendments to MFRS 10 and MFRS 128 - Sale or Contribution of Assets between an Investor and

its Associate or Joint Venture

Amendments to MFRS 11 - Accounting for Acquisitions of Interests in Joint Operations

Amendments to MFRS 101 - Disclosure Initiative

Amendments to MFRS 116 and MFRS 138 - Clarification of Acceptable Methods of Depreciation and Amortisation

Amendments to MFRS 116 and MFRS 141 - Agriculture : Bearer Plants

Amendments to MFRS 127 - Equity Method in Separate Financial Statements

Amendments to MFRSs Classified as "Annual Improvements to MFRSs 2012 - 2014 Cycle"

### Effective for annual periods beginning on or after 1 January 2017

MFRS 15, Revenue from Contracts with Customers

#### Effective for annual periods beginning on or after 1 January 2018

MFRS 9, Financial Instruments (IFRS 9 issued in July 2014)

The Group will apply the above MFRSs and amendments to MFRSs once they become effective. The above standards and amendments are not expected to have any material financial impact on the financial statements of the Group on initial adoption.

#### 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 2013 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

On 16 and 19 September 2011, PT CLS System ("PTCLS"), a wholly-owned subsidiary of the Company and incorporated in the Republic of Indonesia, had made two payments on 16 and 19 September 2011 for a total sum of Rp200,000,000 (equivalent to approximately RM58,000) as earnest deposit ("Earnest Deposit") to the vendors (hereinafter referred to as "the Appellants") to acquire an office premises in Jakarta, Indonesia ("the Proposed Acquisition") from the Appellants. Subsequently, however, the Proposed Acquisition could not be concluded because the title of ownership interest of the premises is not registered in the names of the Appellants. PTCLS requested the Appellants to refund the Earnest Deposit but the Appellants refused. PTCLS then sought legal recourse to recover the Earnest Deposit and on 28 November 2013, the District Court of South Jakarta gave a judgement in favour of PTCLS and ordered the Appellants to reimburse the Earnest Deposit to PTCLS.

Subsequently, on 3 March 2014 the Appellants filed a Memorandum of Appeal ("the Appeal") to the High Court of Jakarta to seek, among others, the following:-

- (a) to reverse the judgement of the District Court of South Jakarta;
- (b) damages for a total sum of Rp17,000,000,000 (equivalent to approximately RM4,930,000);
- (c) the seizure of an office premises belonging to PTCLS as security for the payment of the damages; and payment to the Appellants a sum of Rp1,000,000 (equivalent to approximately RM290) per day from the day of the filing
- (d) of the Appeal until the judgement on the Appeal is made.

On 25 April 2014, the Board of AIM informed that legal advice has been sought on the Memorandum of Appeal served by Hartono &Lisdajandi on PTCLS. The legal counsel opined that the judgment of the District Court of South Jakarta is sound and there is no contradictory rationale for the judgment to be reversed. On this basis, PTCLS has filed a Counter Memorandum of Appeal on 11 April 2014. As at the date of this report, the hearing date is yet to be fixed by the courts.

On 4 November 2014, PTCLS's lawyer informed that they have received a copy of letter of the High Court of Jakarta dated 17 September 2014 addressed to the District Court of South Jakarta regarding the return of documents related to the appellate case. The letter stated that the High Court of Jakarta has delivered the appellate judgment to the District Court of South Jakarta, who will be subsequently deliver on the official judgement. However, PTCLS has not received the official judgement todate.

On 9 December 2014, the Board of AIM informed that the Company has received updates from the legal counsel that the panel of judges of the High Court of Jakarta had on 8 December 2014 decided as follows:-

- -To accept the appeal from the attorneys of the appealing parties (formerly defendant I and defendant II in the claim);
- -To affirm the judgment of the District Court of South Jakarta No. 147/Pdt.G/2013/PN.Jkt.Sel dated 28 November 2013 being appealed at the appellate instance:
- -To punish the appealing parties (formerly defendant I and defendant II in the claim) to pay all the proceeding costs, in which at the appellate instance of RP75,000.

On 14 January 2015, the Board of AIM informed that PTCLS has received Summons of Cessation from the Bailiff of the District Court of South Jakarta on 13 January 2015 with regard to Memorandum of Cessation dated 23 December 2014 filed by Hartono & Lisdajandi. Hartono & Lisdajandi ("the appellants") seek the following:-

- (a) damages:-
  - material loss of Indonesian Rupiah ("Rp.") 7,000,000,000 (equivalent to RM2.03 million); and
  - immaterial loss of Rp. 10,000,000,000 (equivalent to RM2.9 million).
- (b) declaring valid and valuable sequestration placed on the assets of PT. CLS System located at Citilofts Sudirman Suite 2228-2230, Jl. K.H. Mas Mansyur Street No. 121 Jakarta Pusat 10220
- (c) payment to the Appellant the sum of Rp. 1,000,000 (equivalent to RM290) per day of every late payment from the reading of the verdict until a legally binding decision.

The Company has engaged BMD & Partners Law Firm to advise on the basis of the appeal and claims as well as to defend PT. CLS System against the appeal.

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

There were no changes in the composition of the Group during the financial guarter ended 31 Dec 2014.

# 10. Contingent liabilities and contingent assets

As at 31 Dec 2014, there was no contingent asset and liability.

#### 11. Segmental information

The revenue and profit/(loss) before taxation of the Group for the forth quarter ended 31 Dec 2014 were generated from the following segments:

	Managed Customer	Distribution of	Others	
	Loyalty	Health &		
	Services	Beauty Products	DI HOOO	Consolidated
SEGMENT REVENUE	RM'000	RM'000	RM'000	RM'000
Malaysia	165	369	(0)	534
Indonesia & others	4,467			4,467
	4,632	369	(0)	5,001
SEGMENT PROFIT/ (LOSS)				
Malaysia	(4)	(140)	267	123
Indonesia & others	253	-	-	253
	249	(140)	267	376

#### 12. Review of performance

During the quarter ended 31 Dec 2014, the Group recorded an unaudited sales revenue of RM5 million compared to RM2.32 million in the preceding year corresponding quarter. The operating expenses during the quarter were lower by RM1.43 million as compared to the preceding year corresponding quarter.

The major revenue contributor to the Group was the Managed Customer Loyalty Services ("MCLS") segment. While business in Malaysia in this segment remain lacklustre, the Indonesian operation has remained. The Indonesia MCLS segmental revenue of RM4.47mil is higher than the revenue of RM2.34mil recorded in the earlier quarter, it was due to higher demand in this quarter. The Indonesian MCLS segment recorded a profit of RM0.25mil as compared to a profit of RM0.13mil recorded in the earlier quarter.

Contribution from the Distribution of Healthy & Beauty Products ("DHBP") segment towards the Group's revenue was marginal at RM0.37 mil during the current quarter. The DHBP segmental revenue was mainly contributed by the sale of "HABA" products, a leading healthcare and beauty products brand in Japan.

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

The Group recorded an unaudited profit before tax of RM0.38 mil in the current quarter as compared to RM0.09 mil in the preceding quarter. It was due to higher Group turnover and other income in the current quarter.

# 14. Prospects

The IT remains extremely competitive with entry of new players in the industry and fast changing technology. The Group does not expect the prospect in this segment to turnaround in near future in Malaysia. The Group, however, is actively exploring avenues to bring its IT products and services to other countries where demand still exists.

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 MCLS segment in Malaysia. However, this segment has shown encouraging growth in Indonesia and the Group expects this trend to continue. In this regard, while the Group is focusing its resources to tap into this area of growth, it is also mindful of the risks associated with doing services in a foreign country.

The DHBP market is expected to remain competitive and challenging. In addition to the efforts to expand the current businesses, 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 Dec 2014.

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

	Individual	Individual Quarter		Cumulative Quarter		
	0	Preceding Year	O 1 V	Preceding Year		
	Current	Corresponding	Current Year To Date	Corresponding Period		
	Quarter 31.12.2014	Quarter 31.12.2013	31.12.2014	31.12.2013		
	RM'000	RM'000	RM'000	RM'000		
This is arrived at after charging:	1 1101 000	1 IIVI 000	THVIOOO	Tivi Goo		
Depreciation of property, plant and equipment Property, plant and equipment written off	74	. 85 -	293 -	425 5		
and crediting :-						
Interest income on short term deposits	520	387	855	650		
Dividend income		2	-	102		
17. Taxation						
		Current	Current Year			

Quarter To Date 31.12.2014 31.12.2014 RM'000 RM'000

Current provision 70 122

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

# - Utilisation of proceeds

The Company raised RM2.750 mil during its Private Placement exercise on 28 November 2013 and the details of the utilisation of proceeds up to 30 Sept 2014 are as follows:-

Purpose	Proposed	Actual	Balance
	Utilisation	Utilisation	Amount
	RM'000	RM'000	RM'000
Working capital	2,650	2,650	-
Estimated expenses in			
relation to the	100	113	(13)
Total	2,750	2,763	(13)

<sup>\*</sup>The utilisation of proceeds is within the timeframe of twelve (12) months as stated in the company's proposal dated 14 May 2012.

#### 20. Group borrowings

There was no bank borrowing by the Group as at 31 Dec 2014.

### 21. Material litigation

Apart of the subsequent event as per para 8 of this report, 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 Profits

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

	31.12.2014 RM'000	31.12.2013 RM'000
Total retained profits		
- Realised	468	1,410
- Unrealised	31	(726)
	499	684
Less: consolidation adjustments	4,316	3,925
Total retained profits	4,815	4,609

# 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 31.12.2014	Preceding Year Corresponding Quarter 31.12.2013	Current Year To Date 31.12.2014	Preceding Year Corresponding Period 31.12.2013
Net profit/(loss) attributable to equity holders of the parent for the period (RM'000)	306	(1,411)	205	(1,928)
Weighted average number of shares of RM0.10 each in issue ('000)	241,968	241,968	241,968	241,968
- Basic earnings per share (sen)	0.13	(0.58)	0.08	(0.80)