

**AUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2010**

	***** Individual Quarter *****		***** Cumulative Quarter *****	
	Current year quarter 31 December 2010 RM'000	Preceding year corresponding quarter 31 December 2009 RM'000	Current year to date 31 December 2010 RM'000	Preceding year corresponding period 31 December 2009 RM'000
Revenue	4,118	N/A	6,483	N/A
Direct Costs	<u>(272)</u>	<u>N/A</u>	<u>(435)</u>	<u>N/A</u>
Gross Profit	3,846	N/A	6,048	N/A
Other Income	422	N/A	1,191	N/A
Administrative and General Expenses	<u>(1,160)</u>	<u>N/A</u>	<u>(3,402)</u>	<u>N/A</u>
Operating Profit	3,108	N/A	3,837	N/A
Finance Costs	<u>(80)</u>	<u>N/A</u>	<u>(95)</u>	<u>N/A</u>
Profit Before Taxation	3,028	N/A	3,742	N/A
Taxation	<u>(158)</u>	<u>N/A</u>	<u>(87)</u>	<u>N/A</u>
Profit After Taxation	2,870	N/A	3,655	N/A
Other comprehensive income	<u>-</u>	<u>N/A</u>	<u>-</u>	<u>N/A</u>
Total comprehensive income	<u>2,870</u>	<u>N/A</u>	<u>3,655</u>	<u>N/A</u>
PROFIT ATTRIBUTABLE TO :				
Equity holders of the Company	<u>2,870</u>	<u>N/A</u>	<u>3,655</u>	<u>N/A</u>
Total comprehensive income attributable to:				
Equity holders of the Company	<u>2,870</u>	<u>N/A</u>	<u>3,655</u>	<u>N/A</u>
Weighted average no. of ordinary shares in issue ('000)	115,002	N/A	115,002	N/A
Earning per share (sen) :- (a) Basic	2.50	N/A	3.18	N/A

Notes :
N/A - Not Applicable

- (i) Basic earnings per share for the quarter and financial period is calculated based on the net profit divided by the weighted average number of ordinary shares for the quarter and financial period respectively.
- (ii) The Audited Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Proforma Consolidated Financial Information and the Accountants' Report for the financial period ended 31 October 2010 as disclosed in the Prospectus of the Company dated 22 February 2011 and the accompanying notes attached to this interim financial report.
- (iii) No comparative figures for the preceding year's corresponding period are available as this is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements.

MANAGEPAY SYSTEMS BERHAD (887689-D)**AUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2010**

	As at 31 December 2010 (Audited) RM'000	As at 31 December 2009 (Audited) RM'000
ASSETS :		
Non-current assets		
Property, plant and equipment	9,264	N/A
Software development	2,288	N/A
	<u>11,552</u>	<u>N/A</u>
Current assets		
Inventories	76	N/A
Trade receivables	2,792	N/A
Other receivables, deposits and prepayment	737	N/A
Current tax asset	26	N/A
Cash and bank balances	1,051	N/A
Fixed deposit	2,250	N/A
	<u>6,932</u>	<u>N/A</u>
Total Assets	<u><u>18,484</u></u>	<u><u>N/A</u></u>
EQUITY AND LIABILITIES		
Equity		
Share capital	13,727	N/A
Retained earnings	3,655	N/A
	<u>17,382</u>	<u>N/A</u>
Long Term Liabilities		
Term loans	124	N/A
Deferred tax liability	137	N/A
	<u>261</u>	<u>N/A</u>
Current Liabilities		
Trade payables	327	N/A
Other payables and accruals	411	N/A
Amount due to a director *	66	N/A
Term loans	37	N/A
	<u>841</u>	<u>N/A</u>
Total Liabilities	<u>1,102</u>	<u>N/A</u>
Total Equity and Liabilities	<u><u>18,484</u></u>	<u><u>N/A</u></u>
Net assets per share attributable to ordinary equity holders of the Company (RM)	<u>0.13</u>	<u>N/A</u>

Notes:

N/A - Not Applicable

- (i) The Audited Condensed Consolidated Statements of Financial Position should be read in conjunction with the Proforma Consolidated Financial Information and the Accountants' Report for the financial period ended 31 October 2010 as disclosed in the Prospectus of the Company dated 22 February 2011 and the accompanying notes attached to this interim financial report.
- (ii) No comparative figures for the preceding year's corresponding period are available as this is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements.
- (iii) * There is no fixed term of repayment and no interest is charged in respect of this balance.

MANAGEPAY SYSTEMS BERHAD (887689-D)

**AUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FOURTH QUARTER
AS AT 31 DECEMBER 2010**

	As at 31 December 2010 (Audited) RM'000	As at 31 December 2009 (Audited) RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax	3,742	N/A
Adjustment for:		
Amortisation	243	N/A
Depreciation of property, plant and equipment	1,184	N/A
Impairment for doubtful debts	213	N/A
Gain on disposal of property, plant and equipment	(272)	N/A
Property, plant and equipment written off	2	
Interest income	(2)	
Interest expenses	64	N/A
Impairment loss on goodwill on consolidation	68	
Negative goodwill on acquisition of subsidiaries	(762)	
Operating profit before changes in working capital	<u>4,480</u>	<u>N/A</u>
Decrease in inventories	182	
Decrease in receivables	339	N/A
Decrease in payables	(213)	N/A
Net cash generated from operations	<u>4,788</u>	<u>N/A</u>
Tax paid	(10)	N/A
Net cash flow from operating activities	<u>4,778</u>	<u>N/A</u>
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition of subsidiaries	451	N/A
Cost incurred in software development	(580)	N/A
Interest received	2	N/A
Proceeds from disposal of property, plant and equipment	305	N/A
Purchase of property, plant and equipment	(1,682)	N/A
Net cash from investing activities	<u>(1,504)</u>	<u>N/A</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issued of shares	*	
Advances from director	14	N/A
Repayment of term loan	(27)	N/A
Interest paid	(64)	N/A
Net cash from financing activities	<u>(77)</u>	<u>N/A</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	3,197	N/A
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER	-	N/A
CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER	<u>3,197</u>	<u>N/A</u>

Notes:

* Less than RM 1,000

N/A Not applicable

- (i) The Audited Condensed Consolidated Statement of Cash Flow should be read in conjunction with the Proforma Consolidated Financial Information and the Accountants' Report for the financial period ended 31 October 2010 as disclosed in the Prospectus of the Company dated 22 February 2011 and the accompanying notes attached to this interim
- (ii) No comparative figures are available for the preceding year's individual and cumulative corresponding quarter as this is the first interim financial report being announced by the Company in compliance with Bursa Securities Listing Requirements.

MANAGEPAY SYSTEMS BERHAD (887689-D)

**AUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2010**

	SHARE CAPITAL RM'000	RETAINED EARNINGS RM'000	TOTAL RM'000
Balance as at 26 January 2010	*	-	*
Issued during the financial period	13,727	-	13,727
Net profit for the financial period	<u>-</u>	<u>3,655</u>	<u>3,655</u>
Balance as at 31 December 2010	<u>13,727</u>	<u>3,655</u>	<u>17,382</u>

Notes:

* Less than RM1,000

- (i) The Audited Condensed Consolidated Statements of Changes in Equity should be read in conjunction with the Proforma Consolidated Financial Information and the Accountants' Report for the financial period ended 31 October 2010 as disclosed in the Prospectus of the Company dated 22 February 2011 and the accompanying notes attached to this interim financial report.
- (ii) No comparative figures for the preceding year's corresponding period are available as this is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements.