

# ASIA MEDIA GROUP BERHAD

(Company No: 813137-V)  
(Incorporated in Malaysia)

Quarterly report on consolidated results for the 3rd quarter ended 30 September 2010

## CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(These figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/2010 RM('000)	30/09/2009 RM('000)	30/09/2010 RM('000)	30/09/2009 RM('000)
Revenue	6,401	N/A	9,575	N/A
Operating expenses	(4,310)	N/A	(6,320)	N/A
Other operating income	16	N/A	4,892	N/A
Profit from operations	2,107	N/A	8,147	N/A
Finance cost	(20)	N/A	(34)	N/A
Share of Profit in Associate	-	N/A	-	N/A
Profit before taxation	2,087	N/A	8,113	N/A
Taxation	-	N/A	(3)	N/A
Profit for the period	<u>2,087</u>	<u>N/A</u>	<u>8,110</u>	<u>N/A</u>
Profit for the period attributable to:				
Equity holders of the parent	2,087	N/A	8,110	N/A
Minority interest	-	N/A	-	N/A
	<u>2,087</u>	<u>N/A</u>	<u>8,110</u>	<u>N/A</u>
Earning Per Share (Sen)				
(a) Basic	1.61	N/A	11.28	N/A
(b) Fully diluted	N/A	N/A	N/A	N/A

**Notes:**

- (i) The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010 and the accompanying explanatory notes attached to this interim financial report.
- (ii) No comparative figures for the preceding year's corresponding quarter and period are available as this is the first interim financial report on the consolidated results of Asia Media Group Berhad ("Company") and its subsidiaries ("Group") announced by the Company in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

# ASIA MEDIA GROUP BERHAD

(Company No: 813137-V)  
(Incorporated in Malaysia)

Quarterly report on consolidated results for the 3rd quarter ended 30 September 2010

## CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(These figures have not been audited)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/2010	30/09/2009	30/09/2010	30/09/2009
	RM('000)	RM('000)	RM('000)	RM('000)
Profit for the period	2,087	N/A	8,110	N/A
Other comprehensive income, net of tax	-	N/A	-	N/A
<b>Total comprehensive income</b>	<b>2,087</b>	<b>N/A</b>	<b>8,110</b>	<b>N/A</b>
Total comprehensive income attributable to:				
Equity holders of the parent	2,087	N/A	8,110	N/A
Minority interest	-	N/A	-	N/A
	<b>2,087</b>	<b>N/A</b>	<b>8,110</b>	<b>N/A</b>

*Notes:*

- (i) *The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010 and the accompanying explanatory notes attached to this interim financial report.*
- (ii) *No comparative figures for the preceding year's corresponding quarter and 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 ACE Market Listing Requirements of Bursa Securities.*

# ASIA MEDIA GROUP BERNAD

(Company No: 813137-V)  
(Incorporated in Malaysia)

Quarterly report on consolidated results for the 3rd quarter ended 30 September 2010

## CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(These figures have not been audited)

	AS AT END OF CURRENT YEAR QUARTER 30/09/2010 RM('000)	AS AT PRECEDING FINANCIAL YEAR END 31/12/2009 RM('000)
PROPERTY, PLANT AND EQUIPMENT	15,169	N/A
INTANGIBLE ASSETS	2,224	N/A
GOODWILL ON CONSOLIDATION	2,571	N/A
<b>CURRENT ASSETS</b>		
Trade Receivables	2,022	N/A
Other Receivables and Prepaid Expenses	29	N/A
Deferred Expenditure	462	N/A
Amount Owing by Director	4	N/A
Fixed Deposits Placed with Licenced Banks	662	N/A
Cash and Bank Balances	781	N/A
	3,960	N/A
<b>CURRENT LIABILITIES</b>		
Short Term Borrowings	198	N/A
Trade Payables	937	N/A
Other Payables and Accrued Expenses	449	N/A
	1,584	N/A
<b>NET CURRENT ASSETS</b>	2,376	N/A
	22,340	N/A
<b>FINANCED BY:</b>		
Share Capital	13,000	N/A
Retained Earnings	8,105	N/A
	21,105	N/A
Minority Interest	-	
<b>TOTAL EQUITY</b>	21,105	N/A
<b>NON CURRENT LIABILITIES</b>		
Long Term Borrowings	1,235	N/A
	22,340	N/A
Net assets per share attributable to ordinary equity holders of the parent (sen)	16.23	N/A

**Notes:**

- (i) The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010 and the accompanying explanatory 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 ACE Market Listing Requirements of Bursa Securities.

# ASIA MEDIA GROUP BERHAD

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Quarterly report on consolidated results for the 3rd quarter ended 30 September 2010

## CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(These figures have not been audited)

	Attributable to Equity Holders of the Company		Minority interest	Total Equity
	Share Capital	Retained Earnings	Total	
	RM('000)	RM('000)	RM('000)	RM('000)
<b>9 months period ended 30 September 2010</b>				
Balance as at 1 January 2010	*	(5)	(5)	(5)
Issuance of share during the period	13,000	-	-	-
Total comprehensive profit for the period	-	8,110	8,110	8,110
Balance as at 30 September 2010	13,000	8,105	8,105	8,105

Notes:

\* Denotes RM2

(i) The Condensed Consolidated Statement of Change in Equity should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010 and the accompanying explanatory 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 ACE Market Listing Requirements of Bursa Securities.

# ASIA MEDIA GROUP BERHAD

(Company No: 813137-V)  
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Quarterly report on consolidated results for the 3rd quarter ended 30 September 2010

## CONDENSED CONSOLIDATED CASH FLOW STATEMENTS

(These figures have not been audited)

	9 months ended 30/09/2010	9 months ended 30/09/2009
	RM('000)	RM('000)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	8,113	N/A
Adjustments for:		
Amortisation of development cost	2	N/A
Depreciation of property, plant and equipment	599	N/A
Negative goodwill recognised	(4,867)	N/A
Interest income	(8)	N/A
Finance cost	34	N/A
Operating profit before working capital changes	3,873	N/A
Changes in working capital:		
Net change in current assets	(1,937)	N/A
Net change in current liabilities	786	N/A
Cash from/(used in) operations	2,722	N/A
Interest received	8	N/A
Interest paid	(34)	N/A
<b>Net cash from/(used in) operating activities</b>	<b>2,696</b>	<b>N/A</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(2,959)	N/A
Additions in intangible assets	(25)	N/A
Acquisition of investment in subsidiary, net of cash acquired	1,435	N/A
<b>Net cash from/(used in) investing activities</b>	<b>(1,549)</b>	<b>N/A</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Repayment of term loan	(326)	N/A
<b>Net cash from/(used in) financing activities</b>	<b>(326)</b>	<b>N/A</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>821</b>	<b>N/A</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD</b>	<b>*</b>	<b>N/A</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>	<b>821</b>	<b>N/A</b>

Notes:

\* Denotes RM2

(i) The Condensed Consolidated Cash Flow Statements should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010 and the accompanying explanatory notes attached to this interim financial report.

(ii) No comparative figures for the preceding year's corresponding quarter 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 ACE Market Listing Requirements of Bursa Securities.

# ASIA MEDIA GROUP BERHAD

(Company No: 813137-V)

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## Quarterly report on consolidated results for the 3rd quarter ended 30 September 2010

### NOTES

#### A NOTES TO THE INTERIM FINANCIAL REPORT

##### A1 Basis of preparation

The third quarterly financial report ended 30 September 2010 is unaudited and has been prepared in accordance with Financial Reporting Standards ("FRS") 134 "Interim Financial Reporting" and Rule 9.22 of the ACE Market Listing Requirements of Bursa Securities.

This interim financial report should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010 and the accompanying explanatory notes attached to this interim report.

The accounting policies and methods of computation adopted by the Group in the quarterly financial report are consistent with those adopted in the Proforma Consolidated Financial Information and Accountants' Report for the six (6)-month period ended 30 June 2010 as disclosed in the Prospectus dated 22 December 2010, except for in the current quarter ended 30 September 2010, the Group adopted the following new and revised FRSs, IC Interpretations and Amendments to FRSs and IC Interpretations which are applicable to its financial statements:

FRS 1 and FRS 127	Amendments to FRS 1, First-time Adoption of Financial Reporting Standards and FRS 127, Consolidated and Separate Financial Statements: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate
FRS 2	Amendments to FRS 2, Share-based Payment: Vesting Conditions and Cancellations
FRS 4	Insurance Contracts
FRS 5	Amendments to FRS 5, Non-current Assets Held for Sale and Discontinued Operations
FRS 7	Financial Instruments: Disclosures
	Amendments to FRS 7, Financial Instruments: Disclosures
FRS 8	Amendments to FRS 8, Operating Segments
FRS 101	Presentation of Financial Statements (revised 2009)
FRS 107	Amendments to FRS 107, Cash Flow Statements
FRS 108	Amendments to FRS 108, Accounting Policies, Changes in Accounting Estimates and Errors
FRS 110	Amendments to FRS 110, Events after the Reporting Period
FRS 116	Amendments to FRS 116, Property, Plant and Equipment
FRS 117	Amendments to FRS 117, Leases
FRS 118	Amendments to FRS 118, Revenue
FRS 119	Amendments to FRS 119, Employee Benefits
FRS 120	Amendments to FRS 120, Accounting for Government Grants and Disclosure of Government Assistance
FRS 123	Amendments to FRS 123, Borrowing Costs
FRS 128	Amendments to FRS 128, Investment in Associates
FRS 129	Amendments to FRS 129, Financial Reporting in Hyperinflationary Economies
FRS 131	Amendments to FRS 131, Interests in Joint Ventures
FRS 132	Amendments to FRS 132, Financial Instruments: Presentation - Puttable Financial Instruments and Obligations Arising on Liquidation
FRS 134	Amendments to FRS 134, Interim Financial Reporting
FRS 136	Amendments to FRS 136, Impairment of Assets

FRS 138	Amendments to FRS 138, Intangible Assets
FRS 139	Financial Instruments: Recognition and Measurement
	Amendments to FRS 139, Financial Instruments: Recognition and Measurement
FRS 140	Amendments to FRS 140, Investment Property
IC Interpretation 9	Reassessment of Embedded Derivatives
	Amendment to IC Interpretation 9, Reassessment of Embedded Derivatives
IC Interpretation 10	Interim Financial Reporting and Impairment
IC Interpretation 11	FRS 2 - Group and Treasury Share Transactions
IC Interpretation 13	Customer Loyalty Programmes
IC Interpretation 14	FRS 119 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

The adoption of the above FRSs, amendments and interpretations are not expected to have any significant impact on the financial statements of the Group.

**A2 Audit report of preceding annual financial statements**

The auditors' report on the preceding period's audited financial statements of the Group was not subject to any qualification.

**A3 Seasonal or cyclical factors**

The Group's business operations were not subject to any seasonal or cyclical changes.

**A4 Unusual items affecting assets, liabilities, equity, net income or cash flows**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group during the current financial quarter under review.

**A5 Material changes in estimates**

There were no changes in estimates of amounts reported that have a material effect in the current financial quarter under review.

**A6 Debt and equity securities**

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

**A7 Dividend paid**

There were no dividends paid during the current financial quarter under review.

**A8 Segment information**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/2010 RM('000)	30/09/2009 RM('000)	30/09/2010 RM('000)	30/09/2009 RM('000)
<b>REVENUE</b>				
Air Time	1,481	N/A	2,243	N/A
Programme Sponsorship	1,562	N/A	2,316	N/A
Creative & Production	3,358	N/A	5,016	N/A
	<u>6,401</u>	<u>N/A</u>	<u>9,575</u>	<u>N/A</u>

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER	PRECEDING YEAR CORRESPONDING QUARTER	CURRENT YEAR TO DATE	PRECEDING YEAR CORRESPONDING PERIOD
	30/09/2010 RM('000)	30/09/2009 RM('000)	30/09/2010 RM('000)	30/09/2009 RM('000)
<b><u>PROFIT BEFORE TAXATION</u></b>				
Air Time	1,287	N/A	1,925	N/A
Programme Sponsorship	1,075	N/A	1,510	N/A
Creative & Production	(291)	N/A	(214)	N/A
	<u>2,071</u>	<u>N/A</u>	<u>3,221</u>	<u>N/A</u>
Other operating income	16	N/A	4,892	N/A
	<u>2,087</u>	<u>N/A</u>	<u>8,113</u>	<u>N/A</u>

Indirect costs attributable to Air Time , Programme Sponsorship and Creative & Production segments are based on revenue contributed by each segment at the rate of 23%, 24% and 53% respectively.

No comparative figures for the preceding year's corresponding quarter and 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 ACE Market Listing Requirements of Bursa Securities.

#### A9 Valuation of property, plant and equipment

The Group has not carried out any valuation on its property, plant and equipment.

#### A10 Material events subsequent to the end of the quarter

Save as disclosed below, there were no material events subsequent to the current financial quarter ended 30 September 2010 up to the date of this report which is likely to substantially affect the results of the operations of the Group:

On 22 December 2010, the Company issued its Prospectus in conjunction with its listing on the ACE Market of Bursa Securities

- 90,000,000 ordinary shares of RM0.10 each in the Company ("Shares") by way private placement to the selected investors; and
  - 8,000,000 Shares for application by the public
- at an issue price of RM0.23 per Share and all have been subscribed.

The entire issued and paid-up share capital of the Company of 228,000,000 Shares is expected to be listed and quoted on the ACE Market of Bursa Securities on 11 January 2011.

#### A11 Changes in the composition of the Group

There were no changes in the composition of the Group during the current financial quarter under review.

#### A12 Contingent liabilities

There were no contingent liabilities as at the end of the current financial quarter under review.

#### A13 Capital commitments

There were no capital commitments as at the end of the current financial quarter under review.

#### A14 Significant related party transactions

There were no significant related party transactions as at the end of the current financial quarter under review.

#### A15 Cash and cash equivalents

	As at
	30/09/2010
	RM('000)
Fixed deposits placed with licenced banks	662
Cash and bank balances	781
	<u>1,443</u>
Less: Fixed deposit pledged to licensed banks	(622)
	<u>821</u>



## **B EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES**

### **B1 Review of performance**

The Group recorded a revenue of approximately RM6.4 million and profit before taxation ("PBT") of approximately RM2.1 million for the current financial quarter under review which were contributed by higher revenue from all three (3) segments of services. On a year-to-date basis, the Group recorded a revenue of approximately RM9.6 million and PBT of approximately RM8.1 million, which were mainly contributed by Asia Media Sdn Bhd and Transnet Express Sdn Bhd subsequent to the completion of the acquisitions of the same by the Company on 3 May 2010 ("Acquisition").

The contribution of PBT from the current financial quarter under review to the year-to-date's PBT is lower due to the non-recurring of exceptional gain on negative goodwill of the Acquisition in the previous quarter, amounted to approximately RM4.87 million, which forms a major part of other operating income of the Group.

### **B2 Variation of results against preceding quarter**

No comparative figures are presented for the immediate preceding quarter as this is the first consolidated results of the Group.

### **B3 Prospects**

As disclosed in the Prospectus of the Company dated 22 December 2010, the Group will experience a higher turnover towards the end of each calendar year due to higher demand for its services during Christmas and school holidays which take place towards the end of the year.

Based on the above and barring any unforeseen circumstances, the Board of Directors is of the opinion that the prospects for the Group for the next quarter will remain favourable.

### **B4 Profit forecast and profit guarantee**

The Group has not provided any profit forecast or profit guarantee during the financial quarter under review.

### **B5 Taxation**

The taxation for the current financial quarter under review and year to date is as follows:-

	Current Year Quarter 30/09/2010 RM('000)	Current Year To Date 30/09/2010 RM('000)
Taxation based on short term deposit interest received	-	3

The Company has been awarded Multimedia Super Corridor status. Accordingly, there is no tax charge on the business income for the financial quarter under review as the Company has been granted pioneer status under the Promotion of Investments (Amendment) Act, 1986.

### **B6 Unquoted investments and properties**

There were no acquisitions or disposals of unquoted investments and properties during the current financial quarter under review.

### **B7 Quoted securities**

There were no acquisitions or disposals of quoted securities during the current financial quarter under review.

### **B8 Status of corporate proposals/developments**

#### **(i) Initial Public Offering ("IPO")**

The details of the IPO exercise are disclosed in Part A Note 10 of this interim report.

(ii) Utilisation of proceeds

The gross proceeds of RM22.54 million from the public issue of 98.00 million Shares will be utilised in the following manner:

	RM'000	Timeframe for utilisation
Capital expenditure	16,000	within 12 months
Working capital	5,000	within 12 months
Defray estimated listing expenses	1,540	within 2 weeks
	<u>22,540</u>	

**B9 Group's borrowings and debt securities**

	As at 30/09/2010 RM('000)
Secured:	
<u>Short term borrowings</u>	
Term loan	198
<u>Long term borrowings</u>	
Term loan	1,235
Total borrowings	<u>1,433</u>

**B10 Off balance sheet financial instruments**

There were no off balance financial instruments as at the date of this report.

**B11 Material litigations**

There were no material litigations pending at the date of this report.

**B12 Dividends**

No dividend has been declared during the current financial quarter under review.

**B13 Earnings per share**

(a) Basic earnings per share

Basic earnings per share is calculated by dividing profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period.

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT YEAR QUARTER 30/09/2010 RM('000)	PRECEDING YEAR CORRESPONDING QUARTER 30/09/2009 RM('000)	CURRENT YEAR TO DATE 30/09/2010 RM('000)	PRECEDING YEAR CORRESPONDING PERIOD 30/09/2009 RM('000)
Earning attributable to ordinary equity holders of the parent	<u>2,087</u>	<u>N/A</u>	<u>8,110</u>	<u>N/A</u>
Weighted average number of ordinary shares in issue ('000)	<u>130,000</u>	<u>N/A</u>	<u>71,905</u>	<u>N/A</u>
Basic earnings per share (sen)	1.61	N/A	11.28	N/A

(b) Diluted earnings per share

The fully diluted earnings per share have not been presented as there is no diluted effect for the Shares.

**B14 Authorisation for issue**

This interim financial report was authorised for issue by the Board of Directors on 7 January 2011.