

(Company No. 916943 - W) (Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

(Company No. 916943-W) (Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

UNAUDITED STATEMENTS OF COMPREHENSIVE INCOME FOR THE SECOND QUARTER ENDED 30 JUNE 2017

		INDIVIDUAL QUARTER		CUMULA	TIVE QUARTERS
	Note	CURRENT YEAR QUARTER 30/6/2017 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/6/2016 RM'000	CURRENT YEAR TO DATE 30/6/2017 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/6/2016 RM'000
Revenue	A9	7,487	5,316	13,564	9,412
Cost of sales		(2,104)	(1,445)	(3,670)	(2,894)
Gross profit		5,383	3,871	9,894	6,518
Administrative expenses		(4,166)	(2,780)	(7,543)	(5,363)
Other expenses		(3,580)	(42)	(3,721)	(109)
Other income		202	(101)	282	93
		(2,161)	948	(1,088)	1,139
Gain on dilution of interest in an associate		-	223	-	410
Share of loss of an associate		-	(2,790)	-	(4,063)
Fair value adjustments	A9(d)	(1,577)	-	5,884	-
Interest income		33	-	33	-
Interest expense		(102)	(26)	(198)	(58)
(Loss)/Profit before tax		(3,807)	(1,645)	4,631	(2,572)
Taxation	В5	(177)	(25)	(281)	(50)
(Loss)/Profit for the period		(3,984)	(1,670)	4,350	(2,622)
Other comprehensive income/(loss): Foreign currency translation		-	47	-	(1,229)
Total comprehensive (loss)/ income for the period		(3,984)	(1,623)	4,350	(3,851)
Attributable to: Equity holders of the Company Non-controlling interest Total comprehensive (loss)/		(1,107) (2,877)	(1,969) 346	6,895 (2,545)	(4,314) 463
income for the period		(3,984)	(1,623)	4,350	(3,851)
(Loss)/Earnings per share: Basic (loss)/earnings per share (sen) Diluted (loss)/earnings per share (sen)		(0.82) N/A	(1.50) N/A	5.12 N/A	(2.29) N/A

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

UNAUDITED STATEMENTS OF FINANCIAL POSITION AS AT 30 JUNE 2017

	Note	(UNAUDITED) AS AT 30/6/2017 RM'000	(AUDITED) AS AT 31/12/2016 RM'000
ASSETS			
Non-current assets			
Property, plant and equipment		623	553
Intangible assets		30,292 30,915	30,292 30,845
Current assets		0.040	0.000
Trade receivables Other receivables, deposits and		8,060	8,220
prepayments		714	643
Cash and cash equivalents		9,189	1,634
Current tax assets		42	124
Non-current asset held for distribution –		18,005	10,621
Other investment	A9(d)	-	41,367
		18,005	51,988
TOTAL ASSETS		49.020	92 922
TOTAL ASSETS		48,920	82,833
EQUITY AND LIABILITIES Equity attributable to owners of the parent Share capital Reserves Non-controlling interest Total equity		6,732 8,819 15,551 9,234 24,785	13,464 42,442 55,906 11,779 67,685
Non-current liabilities			
Other payable		3,908	3,739
Borrowing B. C. Linding	В7	-	-
Deferred tax liabilities		3,965	3,796
Current liabilities		3,703	3,770
Trade payables		2,819	3,496
Other payables and accruals	D.7	17,106	7,795
Borrowing Current tax liabilities	В7	245	61
		20,170	11,352
Total liabilities		24,135	15,148
TOTAL EQUITY AND LIABILITIES		48,920	82,833
Net assets per share attributable to			
equity holders of the Company (RM)		0.12	0.42

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UNAUDITED STATEMENTS OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 2017

<> Attributable to equity holders of the Company>					>			
	<>			Distributable	Total	Non- controlling	Total	
	Share capital RM'000	Share premium RM'000	Exchange translation reserve RM'000	Merger deficit RM'000	Retained earnings RM'000	RM'000	interest RM'000	equity RM'000
At 1/1/2016	13,464	15,438	1,409	(6,185)	27,400	51,526	10,515	62,041
Profit for the period	-	-	-	-	5,906	5,906	1,264	7,170
Foreign currency translation	-	-	(1,526)	-	-	(1,526)	-	(1,526)
Total comprehensive (loss)/income for the period	-	-	(1,526)	-	5,906	4,380	1,264	5,644
At 31/12/2016	13,464	15,438	(117)	(6,185)	33,306	55,906	11,779	67,685
At 1/1/2017	13,464	15,438	(117)	(6,185)	33,306	55,906	11,779	67,685
Profit/(loss) for the period	-	-	-	-	6,895	6,895	(2,545)	4,350
Foreign currency translation	-	-	-	-	-	-	-	-
Total comprehensive income/(loss) for the period	-	-	-	-	6,895	6,895	(2,545)	4,350
Share capital and share premium reduction	(6,732)	(15,438)	-	-	22,170	-	-	-
Dividend expense (Note A8)	-	-	-	-	(47,250)	(47,250)	-	(47,250)
At 30/6/2017	6,732	-	(117)	(6,185)	15,121	15,551	9,234	24,785

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

UNAUDITED STATEMENTS OF CASH FLOW FOR THE PERIOD ENDED 30 JUNE 2017

	AS AT CURRENT FINANCIAL PERIOD ENDED 30/6/2017 RM'000	AS AT PRECEDING FINANCIAL PERIOD ENDED 30/6/2016 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax	4,631	(2,572)
Adjustments for non-cash flows: Amortisation of intangible assets Depreciation on property, plant and equipment Fair value adjustments Gain on dilution on interest of an associate Gain on disposal of property, plant and equipment Impairment losses on receivables Interest expense Interest income Reversal of impairment losses on receivables Share of loss of an associate Unrealised gain on foreign exchange	136 (5,884) - 196 198 (33) (139) - (54)	37 104 - (410) (8) 24 58 - (65) 4,063 (49)
Operating (Loss)/Profit Before Working Capital Changes	(949)	1,182
Changes In Working Capital: Trade and other receivables Trade and other payables	32 9,638	605 (940)
Net Cash Inflow from Operations Income tax (paid)/received	8,721 (15)	847 37
Net Cash Inflow from Operating Activities	8,706	884
CASH FLOW FROM INVESTING ACTIVITIES		
Interest received Proceeds from disposal of property, plant and equipment Purchase of property, plant and equipment	(205)	- 8 (179)
Net Cash Outflow from Investing Activities	(172)	(171)
CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid Repayment of advances from a Director	(79) (900)	(58) (1,000)
Net Cash Outflow from Financing Activities	(979)	(1,058)
NET CHANGE IN CASH AND CASH EQUIVALENTS	7,555	(345)
Effects of foreign exchange rate changes	-	-
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF FINANCIAL PERIOD	1,634	1,532
CASH AND CASH EQUIVALENTS AT THE END OF FINANCIAL PERIOD	9,189	1,187

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD 134 ("MFRS 134"): INTERIM FINANCIAL REPORTING

A1 – Basis of Preparation

The unaudited interim financial statements have been prepared in accordance with MFRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Rule 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

The unaudited interim financial statements should be read in conjunction with the audited financial statements of Rev Asia Berhad ("Rev Asia" or the "Company") and its subsidiaries ("Group") for the financial year ended 31 December 2016. The explanatory notes attached to the interim financial statements provide an explanation on events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2016.

A2 - Adoption of New and Revised Accounting Policies

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent annual financial statements for the year ended 31 December 2016, except for the adoption of the following accounting standards, amendments and interpretations of the MFRS Framework that have been issued by the Malaysian Accounting Standards Board during the current financial period:

Title	Effective Date
Amendments to MFRS 12 Annual Improvements to MFRS Standards	
2014 – 2016 Cycle	1 January 2017
Amendments to MFRS 107 Disclosure Initiative	1 January 2017
Amendments to MFRS 112 Recognition of Deferred Tax Assets for	
Unrealised Losses	1 January 2017

The adoption of all the MFRSs and amendments to MFRSs did not have any financial impact to the Group.

A3 – Auditors' Report on Preceding Audited Financial Statements

The auditors' report on the Group's financial statements for the financial year ended 31 December 2016 was not qualified.

A4 – Seasonal or Cyclicality of Operations

The Group's business operations were subject to the normal seasonality associated with Media Businesses, including generally lower performance in the first quarter of any calendar year, with particular weakness in January and February as a result of reduced work days arising from the festive holidays.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

A5 – Unusual Nature and Amount of Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

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

A6 – Changes in Estimates

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

A7 – Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

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

A8 - Dividends

- (a) On 10 April 2017, the Company had announced the distribution of 134,640,020 ordinary shares of ICQ Holdings Berhad ("ICQH Shares"), by way of a distribution-in-specie of ICQH Shares to the entitled shareholders of Rev Asia, on the basis of one (1) ICQH Share for every one (1) share held in Rev Asia on the entitlement date. In this respect, the entitlement date is set on 26 April 2017.
 - On 15 May 2017, the distribution-in-specie was completed. Following thereon, ICQH ceased to be a subsidiary of the Company.
- (b) On 2 August 2017, the Company had announced a special single tier dividend of 44 sen per ordinary share, amounting to RM59,241,608.80 in respect of the current financial year ending 31 December 2017 to be payable on 28 August 2017.

Save as disclosed above, no other dividend has been declared or paid as at the date of this announcement.

A9 - Segmental Information

The Group is organised into the following reporting segments:

(a) Social Media

The business of owning and operating an online platform for social media users to consume online news and providing services for advertisers to spread news about their brand offerings, promotion and campaigns on social media.

(b) Online Media

The business of selling Advertising Space that utilise the internet as the advertising medium, where Advertising Space may include but are not limited to banner display advertisements, payper-click advertisements and pop-up advertisements, are displayed within an internet web browser or web page as a way of reaching an audience that uses the internet and are designed to drive customers to a particular website, form or location on the internet.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

A9 – Segmental Information (Continued)

(c) Publishing

The business of selecting, creating and developing content, distributing and producing, selling Advertising Space for and marketing, both own magazines and licensed magazines, inclusive of operating, maintaining, executing, selling advertising for and marketing respective magazine websites and events.

(d) Online Classifieds

The business of providing services related to online car classifieds. The business operates and owns a car trading website which is an internet platform for the sales and purchase of motor cars through direct buyer-seller negotiations or intermediates such as car resellers.

Immediately upon the completion of the listing of iCar Asia Ltd. ("iCar Asia") on the Australian Securities Exchange ("ASX") on 11 September 2012, the Company's shareholding in the business has diluted to approximately 37.70%. As at 7 September 2016, Rev Asia's shareholding in iCar Asia has diluted to approximately 17.28% and iCar Asia had ceased to be an associate company of Rev Asia. Arising thereto, the carrying value of the investment in iCar Asia's shares was marked-to-market by Rev Asia, via fair value adjustment. Thereafter, the Company's shareholding in iCar Asia has further diluted to approximately 16.36% as at 31 December 2016.

Rev Asia's shareholding in iCar Asia, through its wholly-owned subsidiary, ICQH, is approximately 16.32%.

On 15 May 2017, the distribution-in-specie was completed. Following thereon, ICQH ceased to be a subsidiary of the Company.

<u>REVENUE</u>	INDIVII CURRENT YEAR QUARTER 30/6/2017 RM'000	DUAL QUARTER PRECEDING YEAR CORRESPONDING QUARTER 30/6/2016 RM'000	CUMULA CURRENT YEAR TO DATE 30/6/2017 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/6/2016 RM'000
Social Media	3,585	3,862	6,581	6,857
Online Media	3,902	1,216	6,983	2,151
Publishing	-	238	-	404
	7,487	5,316	13,564	9,412
(LOSS)/PROFIT BEFORE TAX				
Social Media	949	774	1,813	812
Online Media	1,057	518	1,784	1,150
Publishing	-	(4)	-	(136)
Online Classifieds	(1,577)*	(2,567)	5,884*	(3,653)
Other Indirect Costs#	(4,236)	(366)	(4,850)	(745)
	(3,807)	(1,645)	4,631	(2,572)

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2017

A9 – Segmental Information (Continued)

Notes:

- * The investment in iCar Asia's shares was marked-to-market, via fair value adjustment downwards as disclosed in Note A9(d).
- # The other indirect costs do not constitute a reportable segment as it comprises of investment holding and corporate expenses.

A10 - Valuation of Property, Plant and Equipment

There has been no valuation on any property, plant and equipment of the Group during the current quarter under review. Hence, the valuation of property, plant and equipment has been brought forward without amendment from the audited financial statements of the Group for the financial year ended 31 December 2016.

A11 - Acquisition/Disposal of Property, Plant and Equipment

There were no material acquisitions or disposals of property, plant and equipment during the current quarter under review.

A12 – Material Subsequent Events

Save as disclosed in Note B3, there were no other material events subsequent to the end of the current quarter under review up to the date of this report which is likely to substantially affect the results of the operations of the Group.

A13 - Changes in Composition of the Group

Save as disclosed in Note A9(d), there were no other changes to the composition of the Group as at the date of this announcement.

A14 – Changes in Contingent Liabilities or Contingent Assets

As at the date of this announcement, the Directors of the Company are not aware of any material contingent liabilities or contingent assets that may impact the financial performance of the Group.

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PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES

B1 – Review of Performance

For the current financial period ended 30 June 2017, the Group recorded a revenue of RM13.564 million which was RM4.152 million or 44.11% higher than the preceding year corresponding period. The combined revenue of Social Media and Online Media Businesses have registered a growth of RM4.556 million or 50.58% as compared to preceding year corresponding period.

Social Media and Online Media Businesses have contributed a combined profit before tax ("PBT") of approximately RM3.597 million in the current financial period which was RM1.635 million or 83.33% higher than the preceding year corresponding period.

Online Classifieds Business recorded a gain of RM5.884 million during the current financial period up to the completion of distribution-in-specie as disclosed in Note A9(d) mainly due to the upward fair value adjustment of the Group's investment in iCar Asia.

B2 – Material Changes to the Results of the Preceding Quarter

The Group's revenue for the current quarter represents an increase of RM1.410 million or 23.20% as compared to the revenue for the previous quarter.

The Group recorded a loss before tax of RM3.807 million in the current quarter under review. In this respect, the Social Media and Online Media Businesses recorded combined PBT of approximately RM2.006 million in the current quarter which was RM0.415 million or 26.08% higher as compared to previous quarter. The investment in iCar Asia was marked-to-market, resulting in a downward fair value adjustment of approximately RM1.577 million during the current quarter up to the completion of distribution-in-specie as disclosed in Note A9(d). In addition, RM3.310 million is payable by the Company to Youth Asia Sdn Bhd, pursuant to the proposed write-off of outstanding amount owing by the Company to its 70%-owned subsidiaries, namely Rev Digital Sdn Bhd and Rev Social Malaysia Sdn Bhd.

B3 – Current Year's Prospects

On 8 May 2017, Rev Asia and Youth Asia Sdn Bhd entered into a conditional sale and purchase agreement ("SPA") with Media Prima Digital Sdn Bhd, an indirect wholly-owned subsidiary of Media Prima Berhad, to dispose the entire 15,828,831 ordinary shares in Rev Asia Holdings Sdn Bhd ("Rev Asia Holdings") ("Rev Asia Holdings Shares"), representing 100% equity interest in Rev Asia Holdings and its subsidiaries after the proposed internal reorganisation for a total cash consideration of RM105,000,000 only, subject to the terms and conditions of the SPA.

Rev Asia will dispose its entire 11,080,182 Rev Asia Holdings Shares, representing 70% equity interest in Rev Asia Holdings for a cash consideration of RM73,500,000, subject to the terms and conditions of the SPA ("Proposed Disposal").

On 1 August 2017, the Company completed the Proposed Disposal. Alongside the Proposed Disposal, the Company continues to pursue acquisitions. Also, the Company together with its major shareholder, Catcha Group Pte Ltd are exploring opportunities related to internet cities across the Asia region.

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B3 – Current Year's Prospects (Continued)

Bursa Malaysia Securities Berhad ("Bursa Securities") had vide its letter dated 3 August 2017 ("Notice") informed that Rev Asia is considered as a Cash Company pursuant to Rule 8.03 and Guidance Note 2 ("GN2") of the ACE Market Listing Requirements of Bursa Securities ("Listing Requirements"). In this respect, the Company must strictly comply with the provision and requirements in Rule 8.03 and GN2 of the Listing Requirements.

B4 – Financial Forecast, Estimate or Projection

The Group did not publish any financial forecast, estimate or projection in its Prospectus or in any public documents.

B5 – Taxation

	Current quarter ended 30 June 2017 RM'000	Preceding year corresponding quarter ended 30 June 2016 RM'000	Cumulative period ended 30 June 2017 RM'000	Preceding year corresponding period ended 30 June 2016 RM'000
Malaysian income tax:-				
Current tax: - Current year - Under provision	177	25	281	50
in prior years				
	177	25	281	50
Deferred tax:				
- Original and reversal of temporary differences				
- Over provision in prior years	- - 	-	- -	- - -
	177	25	281	50

Rev Social Malaysia Sdn. Bhd. ("RSM") was granted with Multimedia Super Corridor ("MSC") status on 6 January 2010. The MSC status entitles RSM to a set of incentives, rights and privileges including tax exemption on their income under the Promotion of Investments Act 1986, for a period of five (5) years commencing from 6 January 2010. RSM had obtained an approval letter dated 13 May 2011 from Malaysian Investment Development Authority ("MIDA") conferring pioneer status which valid for a period of five (5) years from 6 January 2010. Subsequently, the pioneer status has been extended to 5 January 2020. On 1 August 2017, RSM was disposed as part of the proposal disclosed in Note B3.

The tax expense for the current period mainly arising from the profits generated by a company within Online Media Business. Nevertheless, it is subject to confirmation by the Inland Revenue Board.

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B6 – Status of Corporate Proposals Announced But Not Completed

(a) The Company was listed on the ACE Market of Bursa Malaysia Securities Berhad ("Bursa Securities") on 22 July 2011 under the condition that the Company is required to allocate the difference between the prescribed Bumiputera equity requirement of 12.5% of the Company's enlarged number of issued shares and the actual equity interests of Bumiputera investors upon listing, to Bumiputera public investors recognised by the Ministry of International Trade and Industry ("MITI"), within one (1) year after achieving the profit track record requirement for listing on Main Market of Bursa Securities or within five (5) years after being listed on ACE Market of Bursa Securities, whichever is earlier ("Bumiputera Equity Condition").

On 21 December 2016, the Company announced that it proposed to undertake a special Bumiputera issue of up to approximately 12.5% of the enlarged issued and paid-up share capital of Rev Asia, after the completion of the Proposals mentioned above, to Bumiputera investors to be identified and/or approved by MITI at an issue price to be determined after obtaining all relevant approvals ("Proposed Special Bumiputera Issue").

On 20 February 2017, the listing application in relation to the Proposed Special Bumiputera Issue has been submitted to Bursa Securities.

On 9 March 2017, Bursa Securities had resolved to approve the listing and quotation of up to 19,234,290 new ordinary shares in the Company to be issued pursuant to the Proposed Special Bumiputera Issue.

On 10 March 2017, MITI agreed to the proposal to meet Bumiputera Equity Condition via the Proposed Special Bumiputera Issue.

The Proposed Special Bumiputera Issue had been approved by the Company's shareholders at the extraordinary general meeting held on 16 June 2017.

Further details of the Proposed Special Bumiputera Issue are set out in the Company's announcements dated 21 December 2016, 20 February 2017, 10 March 2017, 13 March 2017 and 16 June 2017.

Save as disclosed above, there were no other corporate proposals announced but not completed as of the date of this announcement.

B7 – Group Borrowings and Debt Securities

The Group does not have any local nor foreign borrowings as at the date of this announcement.

B8 – Material Litigation

There was no material litigation pending as at the date of this announcement.

B9 – Dividend

Save as disclosed in Note A8, no other dividend has been declared or paid as at the date of this announcement.

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B10 - Status of Utilisation of Proceeds

The Company did not raised fund through any corporate proposals during the current quarter under review.

B11 - (Loss)/Earnings per Share

(a) Basic (loss)/earnings per share (("LPS")/"EPS")

Basic (LPS)/EPS of the Group is calculated by dividing the profit or loss for the period attributable to ordinary equity holders of the Company by the number of ordinary shares in issue as at 30 June.

		Current quarter ended 30 June		Cumulativ end 30 J	led
(Loss)/Profit for the period attributable to ordinary equity holders of the Company	(RM'000)	2016 (1,107)	2015 (2,016)	2016 6,895	2015 (3,085)
Weighted average number of ordinary shares in issue Basic (LPS)/EPS	('000) (sen)	134,640 (0.82)	134,640 (1.50)	134,640 5.12	134,640 (2.29)

(b) Diluted (LPS)/EPS

There is no dilution of share capital for the Group.

B12 - Realised and Unrealised Retained Profits

The breakdown of retained profits of the Group as at the reporting date, into realised and unrealised profits to the directive, is as follows:

	Quarter Ended 30 June 2017 RM'000	Quarter Ended 31 March 2017 RM'000
Total retained profits of the Group:		
- Realised	64,155	27,095
- Unrealised (in respect of gain on dilution of interest in an associate and its fair value adjustments, gain on disposal of a subsidiary, deferred tax expense and foreign exchange (losses)/gains recognised in the statement of comprehensive income)	(3)	88,291
	64,152	115,386
Total share of retained profits from an associate:		
- Realised	(35,234)	(35,234)
Less: Consolidation adjustments	(13,797)	(16,674)
Total retained profits of the Group	15,121	63,478

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B13 – Authorisation for Issue

These unaudited interim financial statements were authorised for issuance by the Board of Directors of Rev Asia on 28 August 2017.