

TIME ENGINEERING BERHAD (10039-P) QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE SECOND QUARTER ENDED 30 JUNE 2010

CONT	ENTS	Page
I(A)	CONDENSED CONSOLIDATED INCOME STATEMENT	2
I(B)	CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME	
	CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION	
III	CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS	
IV	CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN TOTAL EQUITY	
V	NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS	7
1	Accounting policies and methods of computation	
2	Audit report in respect of the 2009 financial statements	
3	Seasonal or cyclical factors	9
4	Unusual items due to their nature, size or incidence	9
5	Material changes in estimates used	9
6	Debt and equity securities	9
7	Dividend	9
8	Segmental information for the current financial period	
9	Material events subsequent to the current financial period	9
10	Changes in the composition of the group	10
11	Contingent liabilities	10
12	Capital commitments	
13	Income tax	
14	Disposal of unquoted investments and/or properties	
15	Acquisitions and disposals of quoted securities	11
	Investment in quoted securities	
	Status of corporate proposals announced but not completed as at the date of this announcement.	
	Derivatives	
	Material litigation	
20	Comparison between the current quarter and the immediate preceding quarter	12
	Performance review for the current quarter and year-to-date	
	Prospects for 2010	
	Variance for actual and forecast profit	
	(Loss)/Earnings per share	

THE FIGURES HAVE NOT BEEN AUDITED

I(A) CONDENSED CONSOLIDATED INCOME STATEMENT

			INDIVII Current year quarter 30/6/2010 RM'000	DUAL QUARTER Preceding year corresponding quarter 30/6/2009 RM'000	CUMULATI Six months to 30/6/2010 RM'000	VE QUARTER Six months to 30/6/2009 RM'000
1.	(a)	Revenue	24,442	38,549	49,873	63,731
	(b)	Cost of sales	(9,863)	(12,015)	(21,853)	(15,069)
	(c)	Gross profit	14,579	26,534	28,020	48,662
	(d)	Other income	613	440	1,395	1,607
	(e)	Expenses	(13,282)	(15,487)	(20,309)	(30,749)
	(f)	Finance cost	(3,699)	1,377	(7,346)	1,354
	(g)	(Loss)/Profit before income tax	(1,789)	12,864	1,760	20,874
	(h)	Income tax (Note 13)	(916)	(4,132)	(2,590)	(4,108)
	(i)	(Loss)/Profit for the period	(2,705)	8,732	(830)	16,766
		(Loss)/Profit attributable to:				
	(j) (k)	Owners of the Parent Minority interests	(4,293) 1,588	6,882 1,850	(3,422) 2,592	13,777 2,989
			(2,705)	8,732 =====	(830)	16,766
2.		ss)/Earnings per share sed on 1(j) above (Note 24) Basic Diluted	(0.55) sen NA	0.89 sen NA	(0.44) sen NA	1.78 sen NA

Note: NA denotes "Not Applicable"

I(B) CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		INDIVI	DUAL QUARTER		VE QUARTER
		Current year	Preceding year corresponding	Six months	Six months
		quarter 30/6/2010 RM'000	quarter 30/6/2009 RM'000	to 30/6/2010 RM'000	to 30/6/2009 RM'000
1.	(Loss)/Profit for the period	(2,705)	8,732	(830)	16,766
	Other comprehensive income for the period, net of tax				
	 (Loss)/Gain on fair value in financial assets available-for-sale 	(14,524)		61,725	-
	Total comprehensive income for the period	(17,229)	8,732	60,895	16,766
	Attributable to:				
	Owners of the Parent Minority interests	(18,817) 1,588	6,882 1,850	58,303 2,592	13,777 2,989
		(17,229)	8,732 ======	60,895	16,766
2.	(Loss)/Earnings per share from owners of the parent				
	(a) Basic (b) Diluted	(2.43) sen NA	0.89 sen NA	7.52 sen NA	1.78 sen NA

The above Consolidated Statement of Comprehensive Income has been prepared in compliance with FRS101 effective 1 January 2010. Please refer to the notes on page 7 and 8 to the condensed consolidated financial statements.

The Condensed Consolidated Income Statement and Statement of Comprehensive Income should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2009.



II	CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL F	POSITION	
		Unaudited As at 30/6/2010 RM'000	Audited As at 31/12/2009 RM'000
	ASSETS	1 till 000	000
1.	Non-current assets Property, plant and equipment Intangible assets Investment property Financial assets available-for-sale	9,699 3,482 303 337,706	11,275 3,943 303 348,599
		351,190	364,120
2.	Current assets Receivables, deposits and prepayments Inventories Tax recoverable Cash and cash equivalents	32,909 11 5,349 82,535	26,113 63 23,969 82,626
		120,804	132,771
	Total assets	471,994 ======	496,891 =====
	EQUITY AND LIABILITIES		
3.	Equity attributable to Owners of the Parent Share capital Reserves	155,049 (34,929)	155,049 (12,862)
4.	Minority interests	120,120 16,286	142,187 21,457
	Total equity	136,406	163,644
5.	Non-current liabilities		
	Redeemable Secured Loan Stocks Deferred tax liabilities	307,426 138	303,561 138
6.	Current liabilities	307,564	303,699
0.	Payables and accruals	24,747	26,737
	Deferred income Tax payable	46 3,231	2,811
		28,024	29,548
	Total liabilities	335,588	333,247
	Total equity and liabilities	471,994 ======	496,891 ======
7.	Net assets per share attributable to Owners of the Parent (RM)	0.15 =======	0.18 =====

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2009.

Ш	CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS		
		Unaudited Six months to 30/6/2010	Unaudited Six months to 30/6/2009
		RM'000	RM'000
Cash re	FLOWS FROM OPERATING ACTIVITIES eceipts from customers ayments to suppliers ayments to employees and other expenses	43,175 (25,729) (14,850)	71,393 (27,810) (17,202)
	om operations ome tax refunded/(paid)	2,596 16,510	26,381 (1,805)
Net cas	sh from operating activities	19,106	24,576
Purcha Procee	FLOWS USED IN INVESTING ACTIVITIES se of property, plant and equipment ds from disposal of plant and equipment t received	(1,095) 121 684	(1,665) - 1,025
Net cas	sh used in investing activities	(290)	(640)
Repayr Interes	FLOWS USED IN FINANCING ACTIVITIES ment of bank borrowings t paid se in deposits pledged	(3,392) 1,461	(35,474) (12,562) 1,761
Capital Divider	distribution by subsidiary to minority interests and paid by subsidiary to minority interests and paid to Owners of the Parent (Note 7)	(7,763)	(2,562)
Net cas	sh used in financing activities	(17,446)	(48,837)
	ange in Cash and Cash Equivalents nd Cash Equivalents as at beginning of financial period	1,370 68,316	(24,901) 94,479
Cash a	and Cash Equivalents as at end of financial period (a)	69,686	69,578
(a)	Cash and Cash Equivalents comprise the following amounts:		
	Current	As at 30/6/2010 RM'000	As at 30/6/2009 RM'000
	Deposits with licensed banks and cash and bank balances - Unrestricted - Restricted	69,686 12,849	69,578 15,853
		82,535	85,431
	Less: Fixed deposit pledged as security	82,535 (12,849)	85,431 (15,853)
	Cash and Cash Equivalents at end of the financial period	69,686	69,578

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2009.



IV CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN TOTAL EQUITY

	•	Attr	ibutable to Ov	vners of the P	arent —			
			Non-dis	tributable				
In RM'000	Share Capital	Share Premium	Other Reserves	Available- For-Sale Reserves	Accumulated Losses	Total	Minority interests	Total equity
Six months to 30 June 2010 (Unaudited)								
Balance as at 1 January 2010	155,049	-	-	-	(12,862)	142,187	21,457	163,644
Effect of adopting FRS 139	-	-	-	-	(72,618)	(72,618)	-	(72,618)
Balance as at 1 January 2010 (restated)	155,049	-	-	-	(85,480)	69,569	21,457	91,026
Total comprehensive income for the period	-	-	-	61,725	(3,422)	58,303	2,592	60,895
Capital distribution by subsidiary to minority interests	-	-	-	-	-	-	(7,763)	(7,763)
Dividend paid to Owners of the Parent	-	-	-	-	(7,752)	(7,752)	-	(7,752)
Balance as at 30 June 2010	155,049	-	-	61,725	(96,654)	120,120	16,286	136,406
Six months to 30 June 2009 (Unaudited)								
Balance as at 1 January 2009	775,245	1,717,012	18,419	-	(2,392,114)	118,562	19,008	137,570
Total comprehensive income for the period	-	-	-	-	13,777	13,777	2,989	16,766
Dividend paid by subsidiary to minority interests	-	-	-	-	-	-	(2,562)	(2,562)
Balance as at 30 June 2009	775,245	1,717,012	18,419		(2,378,337)	132,339	19,435	151,774

The Condensed Consolidated Statement of Changes in Total Equity should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2009.

PART A - EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

V NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The notes to the condensed consolidated interim financial statements should be read in conjunction with the Annual Audited Financial Statements for the year ended 31 December 2009.

1 Accounting policies and methods of computation

The quarterly consolidated financial statements have been prepared by applying accounting policies and methods of computation consistent with those used in the preparation of the most recent audited financial statements of the Group and are in accordance with FRS 134, Interim Financial Reporting and Paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), except for the adoption of the following new/revised Financial Reporting Standards ("FRS") effective 1 January 2010 as disclosed below:

FRS 7: Financial Instruments: Disclosure

FRS 101 (Revised): Presentation of Financial Statements

FRS 139: Financial Instruments: Recognition and Measurement

Amendments to FRS 1: First-time Adoption of Financial Reporting Standards

Amendments to FRS 127: Consolidated and Separate Financial Statements: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate

Amendments to FRS 132: Financial Instruments: Presentation

Amendments to FRS 139: Financial Instruments: Recognition and Measurement, FRS 7: Financial Instruments: Disclosure and IC Interpretation 9: Reassessment of Embedded Derivatives

Amendments to FRSs 'Improvements to FRSs (2009)'

IC Interpretation 9: Reassessment of Embedded Derivatives

IC Interpretation 10: Interim Financial Reporting and impairment

The adoption of the above pronouncements does not have significant impact to the Group, except as described below:

(a) FRS 139: Financial Instruments: Recognition and Measurement

The adoption of FRS 139 has resulted in changes to accounting policies relating to recognition and measurement of financial instruments as follows:

(i) Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss, financial assets held-to-maturity, loans and receivables or financial assets available-for-sale.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs. The Group determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at each financial year-end.

(aa) Investment in quoted shares, TIME dotcom Berhad ("TdC") and quoted unit trust

Prior to 1 January 2010, the Group classified its investments in TdC share and quoted unit trust as non-current investments which were carried at cost less allowance for diminution in value. With the adoption of FRS139, these investments are now classified as financial assets available-for-sale and measured at fair value.

The difference between the carrying value of the Group's investment in TdC shares and the fair value, amounting to approximately RM72.6 million has been recognised as impairment loss, and adjusted against the opening balance of Accumulated Losses as at 1 January 2010 on adoption of FRS139. Whilst the subsequent changes in fair value of these financial assets have been recognised directly in the Consolidated Statement of Comprehensive Income as Available-For-Sale Reserves.

PART A - EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

Summary of the financial impact to the Group's consolidated financial statements are as follows:

As at 1 January 2010 - Increase in Accumulated Loss/reduction of Net Assets as a	Available- For-Sale <u>Reserves</u>	Accumulated <u>Losses</u>	Net Assets Attributable To Equity <u>Holders</u>
result of the adjustment to the opening balances		(72,618)	(72,618)
For the six months to 30 June 2010 - Increase in Available-For-Sale Reserves/increase in Net Assets recognized in Statement of Comprehensive Income	61,725	-,	61,725
Net financial impact (see Note 9(c))	61,725	(72,618)	(10,893)
(-7)			

(bb) Investment in debt securities

Prior to the adoption of FRS 139, investment in unquoted private debt securities, structured products/commercial papers were previously carried at cost less amortised premium. With the adoption of FRS 139, these investments are now categorised and measured as held-to-maturity or available for sale.

(cc) Trade and other receivables

Prior to the adoption of FRS 139, an allowance for doubtful debts was made when a receivable is considered irrecoverable by the management. With the adoption of FRS 139, an impairment loss is recognised for trade and other receivables and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate.

(ii) Financial liabilities

Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities at amortised cost using the effective interest method. Financial liabilities at fair value are held for trading if the financial liabilities are incurred with the intention of repurchasing them in the near term or derivative liability unless it forms part of a designated and effective hedging relationship.

(b) FRS 101 (revised): Presentation of Financial Statements

The Group applies FRS 101 (revised) which became effective as of 1 January 2010. Pursuant to the revised standard, the Group presents all non-owner changes in equity separately in the Consolidated Statement of Comprehensive Income.

Comparative information has been re-presented in conformity with the revised standard too.

2 Audit report in respect of the 2009 financial statements

The audit report on the Group's financial statements for the financial year ended 31 December 2009 was not qualified.

PART A - EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

3 Seasonal or cyclical factors

The Group's operations are not subject to any seasonal or cyclical factors.

4 Unusual items due to their nature, size or incidence

There were no items affecting assets, liabilities, equity, net income, or cash flows that were unusual because of their nature, size or incidence in the current period.

5 Material changes in estimates used

There were no changes in estimates of amounts reported in prior financial years that have a material effect in the current period.

6 Debt and equity securities

The Group did not undertake any issuance and/or repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial period ended 30 June 2010.

7 Dividend

The Directors do not recommend the payment of any dividend for the current period ended 30 June 2010 (2009: Nil).

A final gross dividend of 1.333 sen, less tax of 25% on ordinary shares in issue of 775,244,683 was approved by the shareholders at the fortieth Annual General Meeting of the Company and was paid on 30 June 2010.

8 Segmental information for the current financial period

There is no disclosure of segmental information as the Group's activity is mainly carried out in Malaysia and within the Information Communications & Technologies' industry.

9 Material events subsequent to the current financial period

In the opinion of the Directors, there are no items, transactions or events of a material and unusual nature which have arisen since 30 June 2010 to the date of this announcement which would substantially affect the financial results of the Group for the current period ended 30 June 2010, other than stated below:

- a) The Company had from 12 July 2010 to 16 August 2010 disposed of a total of 95,377,900 ordinary shares of RM1.00 each in TIME dotcom Berhad ("TdC") in the open market for a total net consideration of RM54.6 million. The disposal proceeds was fully utilised towards partial early redemption of the Redeemable Secured Loan Stocks ("RSLS") and payment of accrued interest due to a development bank. Following the disposal, the Group's shareholdings in TdC reduced to 24.93%.
- b) The Company had on 29 July 2010 and 13 August 2010, redeemed a total sum of RM43.2 million of RSLS, following the redemptions, the Group's outstanding RSLS is reduced to RM298.8 million in nominal value.
- c) The share price of the remaining 630,803,820 TdC shares currently held after disposal has increased from RM0.465 as at 30 June 2010 to RM0.635 per share as of the date of this report, and has increased the carrying amount of the investment by RM107.24 million to RM400.56 million as of the date of this report.

PART A - EXPLANATORY NOTES PURSUANT TO FRS134, PARAGRAPH 16

10 Changes in the composition of the group

There were no significant changes in the composition of the Group for the current period including business combinations, acquisitions or disposals of subsidiaries and long term investments, restructuring or discontinuing operations except for the disposal of 95,377,900 ordinary shares of TIME dotcom Berhad as disclosed in No 9(a) above.

11 Contingent liabilities

There are no material changes in the contingent liabilities as at the date of this announcement since the preceding financial year ended 31 December 2009.

12 Capital commitments

There are no material capital commitments as at the date of this announcement.

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

13	Income tax

Malaysian income tax	INDIV Current year quarter 30/6/2010 RM'000	IDUAL QUARTER Preceding year corresponding quarter 30/6/2009 RM'000	CUMULAT Six months to 30/6/2010 RM'000	IVE QUARTER Six months to 30/6/2009 RM'000
Current taxationOver/(Under) provision in prior yearRecovery of tax deducted at source	(1,256) 340	(3,758) (2,491)	(2,930) 340	(6,734) 509
on dividend received from subsidiary companies	-	2,117	-	2,117
	(916)	(4,132)	(2,590)	(4,108)

14 Disposal of unquoted investments and/or properties

There were no disposal of unquoted investments and/or properties in the current period.

15 Acquisitions and disposals of quoted securities

There were no acquisitions and disposals of quoted securities in the current period.

16 Investment in quoted securities

Details of the investments in quoted securities held by the Group are as follows:

	Carrying value	Market value
	30 June 2010	30 June 2010
	RM'000	RM'000
Investment in TIME dotcom Bhd ("TdC")	337,674	337,674

17 Status of corporate proposals announced but not completed as at the date of this announcement

The Company had on 17 July 2009 announced its proposal to seek a shareholders' approval, if deemed fit in the future, to dispose of up to 726,181,720 ordinary shares of RM1.00 each in TdC ("TdC Shares"), representing up to 28.69% of TdC's issued and paid-up share capital ("Proposed Disposal of Subject Shares"). The shareholders' approval for the Proposed Disposal of Subject Shares shall hereafter be referred to as the "Proposed Shareholders' Mandate". The Proposed Shareholders' Mandate was duly passed at the Extraordinary General Meeting on 21 August 2009.

The Company had from 12 July 2010 to 16 August 2010 disposed of a total of 95,377,900 ordinary shares of RM1.00 each in TIME dotcom Berhad ("TdC") in the open market for a total net consideration of RM54.6 million. The disposal proceeds was fully utilised towards partial early redemption of the Redeemable Secured Loan Stocks ("RSLS") and payment of accrued interest due to a development bank. Following the disposal, the Group's shareholdings in TdC reduced to 24.93%.

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

18 Derivatives

There are no derivatives as at the date of this announcement.

19 Material litigation

The Company and its subsidiaries have no outstanding material litigation as at the date of this announcement.

20 Comparison between the current quarter and the immediate preceding quarter

The Group recorded a lower revenue of RM24.4 million in the current quarter compared to the immediate preceding guarter of RM25.4 million.

The Group's operation remains profitable in the current quarter, with a lower operating profit margin of 7.8% compared to 28.3% in the immediate preceding quarter. The higher operating profit in immediate preceding quarter mainly due to the reversal of doubtful debt provision no longer required amounting to RM3.6 million.

21 Performance review for the current quarter and year-to-date

Quarter ended 30 June 2010 compared with guarter ended 30 June 2009

The Group recorded RM24.4 million in revenue for the current quarter as compared to the preceding year corresponding quarter of RM38.5 million. The lower revenue was mainly due to the reduction in transaction rates of the Group's e-Commerce business following the award of the new National Single Window five years concession ending 2014.

The Group recorded a loss before tax of RM1.8 million in current quarter compared to profit before tax of the preceding year corresponding quarter of RM12.9 million, due to higher cost of sales and financial expenses incurred on the RSLS.

Year-to-date ended 30 June 2010 compared with year-to-date ended 30 June 2009

The Group recorded RM49.9 million in revenue for the current period as compared to the preceding year corresponding period of RM63.7 million. The lower revenue in the current period was mainly due to the completion of the maintenance work in relation to the Teaching and Learning of Science and Mathematics in English Programme ("PPSMI") project and reduction in transaction rates of the Group's e-Commerce business following the award of the new National Single Window five years concession ending 2014.

The Group recorded a lower profit before tax of RM1.8 million in current period as compared to the preceding year corresponding period of RM20.9 million, due to higher cost of sales and financial expenses incurred on the RSLS. A total interest waiver of RM8 million was reported in the preceding year corresponding quarter ended 30 June 2009, resulting from the implementation of the debt restructuring exercise.

22 Prospects for 2010

Given the higher cost of sales and finance cost, the prospects for year 2010 remain challenging. Notwithstanding the above, the Group's operation will remain profitable.

23 Variance for actual and forecast profit

The Company did not issue any profit forecast or profit guarantee during the financial period.

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BMSB

	quarter 30.6.2010	quarter 30.6.2009	months to 30.6.2010	months to 30.6.2009
,	(4.555)		(2.422)	
the Parent (RM'000)	(4,293)	6,882	(3,422)	13,777
	775,245	775,245	775,245	775,245 1.78
	ss)/Profit attributable to the Owners the Parent (RM'000) sighted average number of shares ('000)	quarter 30.6.2010 ass)/Profit attributable to the Owners the Parent (RM'000) eighted average number of shares ('000) quarter 30.6.2010 (4,293) 775,245	30.6.2010 30.6.2009 ass)/Profit attributable to the Owners the Parent (RM'000) (4,293) 6,882 asighted average number of shares ('000) 775,245 775,245	quarter 30.6.2010 quarter 30.6.2009 doi.0.010 sss)/Profit attributable to the Owners the Parent (RM'000) (4,293) 6,882 (3,422) (3,422) (4,293) doi.0.010 do

25 Authorisation for issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors.

Kuala Lumpur 18 August 2010 By Order of the Board SAPIAH JAMALUDIN (MAICSA 0807355) Company Secretary