

# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2010 CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Note	As At 31.03.2010 RM'000	As At 31.12.2009 RM'000
ASSETS			
Non-current assets			
Property, plant and equipment		3,455	3,722
Deferred tax assets		1,456	1,394
Investment in club membership	_	62	62
		4,973	5,178
Current assets			
Inventories		83,050	91,296
Receivables, deposits and prepayments		162,180	177,074
Cash and cash equivalents		24,348	24,236
Tax recoverable	_	54	54
	_	269,632	292,660
TOTAL ASSETS	<u>-</u>	274,605	297,838
EQUITY AND LIABILITIES Equity attributable to equity holders of the Company			
Share capital		46,000	46,000
Retained profits	_	43,033	37,337
		89,033	83,337
Minority interest	_	6,329	6,226
Total equity	_	95,362	89,563
Non-current liabilities			
Deferred tax liabilities		120	163
Other payables	_	29	29
	_	149	192
Current liabilities			
Payables and accruals		122,682	153,264
Borrowings	25	52,003	51,700
Taxation		3,274	3,119
Derivative liability	26	1,135	
		179,094	208,083
Total liabilities	_	179,243	208,275
TOTAL EQUITY AND LIABILITIES	_	274,605	297,838
Net assets per share attributable to ordinary equity holders of the Company		0.97	0.91

# Notes:

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2009 of the Company and the accompanying explanatory notes attached to the interim financial statements.



# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2010 CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		Individua Current Year	l Quarter Preceding Year Corresponding	Cumulativ Current Year	ve Quarter Preceding Year Corresponding
	Note	Quarter 31.03.2010 RM'000	Quarter 31.03.2009 RM'000	Year-To-Date 31.03.2010 RM'000	Period 31.03.2009 RM'000
Revenue		315,097	N/A	315,097	N/A
Cost of sales		(296,533)	N/A	(296,533)	N/A
Gross profit		18,564	N/A	18,564	N/A
Other operating expenses		(10,347)	N/A	(10,347)	N/A
Other operating income		6	N/A	6	N/A
Results from operating activities		8,223	N/A	8,223	N/A
Interest expense		(540)	N/A	(540)	N/A
Interest income		13	N/A	13	N/A
Profit before tax		7,696	N/A	7,696	N/A
Tax expense	21	(1,897)	N/A	(1,897)	N/A
Profit for the period		5,799	N/A	5,799	N/A
Other comprehensive income for the period, net of tax			N/A		N/A
Total comprehensive income for the period		5,799	N/A	5,799	N/A
Profit attributable to:					
Equity holders of the Company		5,696	N/A	5,696	N/A
Minority interest		103	N/A	103	N/A
		5,799	N/A	5,799	N/A
Total comprehensive income attributable to:					
Equity holders of the Company		5,696	N/A	5,696	N/A
Minority interest		103	N/A	103	N/A
		5,799	N/A	5,799	N/A
Earnings per share attributable to equity holders of the Company:					
Basic (sen)	29	6.2	N/A	6.2	N/A
Diluted (sen)	29	6.2	N/A	6.2	N/A

## Notes:

## N/A Not applicable

- (a) The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2009 of the Company and the accompanying explanatory notes attached to the interim financial statements.
- (b) This is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad after the Company was listed on 15 April 2010. As such, there are no comparative figures for the preceding year's corresponding quarter and period.



# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2010 CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

<--- Attributable to Equity Holders of the Company -->

		Distributable			
	Share Capital RM'000	Retained Profits RM'000	Total RM'000	Minority Interest RM'000	Total Equity RM'000
At 1 January 2010	46,000	37,337	83,337	6,226	89,563
Total comprehensive income for the period	-	5,696	5,696	103	5,799
At 31 March 2010	46,000	43,033	89,033	6,329	95,362

## Notes:

- (a) The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2009 of the Company and the accompanying explanatory notes attached to the interim financial statements.
- (b) This is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad after the Company was listed on 15 April 2010. As such, there are no comparative figures for the preceding year's corresponding period.



# UNAUDITED INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 31 MARCH 2010 CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

RM'000	
Cash Flows from Operating Activities	
Profit before tax 7,696	N/A
Adjustments for:	
Non-cash items 348	N/A
Non-operating items 528	N/A
Operating profit before working capital changes 8,572	N/A
Changes in working capital 3,305	N/A
Cash generated from operations 11,877	N/A
Tax paid (1,847)	N/A
Net cash generated from operating activities 10,030	N/A
Cash Flows from Investing Activities	
Purchase of property, plant and equipment (93)	N/A
Interest received 13	N/A
Net cash used in investing activities (80)	N/A
Cash Flows from Financing Activities	
Net proceeds from borrowings 303	N/A
Interest paid (541)	N/A
Dividends paid (9,600)	N/A
Net cash used in financing activities (9,838)	N/A
Net increase in cash and cash equivalents 112	N/A
Cash and cash equivalents at beginning of period 24,236	N/A
Cash and cash equivalents at end of period 24,348	N/A
Cash and cash equivalents comprise the following: Cash and bank balances 24,348	N/A

## Notes:

## N/A Not applicable

- (a) The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2009 of the Company and the accompanying explanatory notes attached to the interim financial statements.
- (b) This is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad after the Company was listed on 15 April 2010. As such, there are no comparative figures for the preceding year's corresponding period.



# PART A - EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134: INTERIM FINANCIAL REPORTING

### 1. Basis of preparation

The interim financial report is unaudited and has been prepared in accordance with the requirements of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements.

The interim financial report should be read in conjunction with the audited financial statements for the financial year ended 31 December 2009 of the Group and the accompanying explanatory notes attached to the interim financial statements.

## 2. Summary of significant accounting policies

Save as disclosed below, significant accounting policies adopted are consistent with the audited financial statements for the financial year ended 31 December 2009 of the Group:

On 1 January 2010, the Group adopted the following FRSs, Issues Committee ('IC") Interpretations and Amendments mandatory for financial periods beginning on or after 1 July 2009 or 1 January 2010:

FRS 4: Insurance Contracts

FRS 7: Financial Instruments: Disclosures

FRS 8: Operating Segments

FRS 101: Presentation of Financial Statements

FRS 123: Borrowing Costs

FRS 139: Financial Instruments: Recognition and Measurement

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

Amendments to FRS 2: Share-based Payment Vesting Conditions and Cancellations

Amendments to FRS 5: Non-current Assets Held for Sale and Discontinued Operations

Amendments to FRS 7: Financial Instruments: Disclosures

Amendments to FRS 8: Operating Segments

Amendments to FRS 107: Statement of Cash Flows

Amendments to FRS 108: Accounting Policies, Changes in Accounting Estimates and Errors

Amendments to FRS 110: Events After the Balance Sheet Date

Amendments to FRS 116: Property, Plant and Equipment

Amendments to FRS 117: Leases

Amendments to FRS 118: Revenue

Amendments to FRS 119: Employee Benefits

Amendments to FRS 120: Accounting for Government Grants and Disclosure of Government Assistance

Amendments to FRS 123: Borrowing Costs

Amendments to FRS 127: Consolidated and Separate Financial Statements

Amendments to FRS 128: Investments in Associates

Amendments to FRS 129: Financial Reporting in Hyperinflationary Economies

Amendments to FRS 131: Interests in Joint Ventures

Amendments to FRS 132: Financial Instruments: Presentation

Amendments to FRS 134: Interim Financial Reporting

Amendments to FRS 136: Impairment of Assets

Amendments to FRS 138: Intangible Assets

Amendments to FRS 139: Financial Instruments: Recognition and Measurement

Amendments to FRS 140: Investment Property



# PART A - EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134: INTERIM FINANCIAL REPORTING

#### 2. Summary of significant accounting policies (continued)

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

Amendments to IC Interpretation 9: Reassessment of Embedded Derivatives

Other than the implications as discussed below, the adoption of the above FRSs, IC Interpretations and Amendments do not have any material impact on the financial statements of the Group:

#### (a) FRS 8: Operating Segments

FRS 8 requires identification and reporting of operating segments based on internal reports that are regularly reviewed by the entity's chief operating decision maker in order to allocate resources to the segment and to assess its performance. The Group presents its segment information based on its business segments, which is also the basis of presenting its monthly internal management reports. The basis of measurement of segment results, segment assets and segment liabilities are same as the basis of measurement for external reporting.

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

FRS 101 requires all changes in equity arising from transactions with owners in their capacity as owners (i.e. owner changes in equity) to be presented separately from non-owner changes in equity. All non-owner changes in equity (i.e. comprehensive income) are required to be presented in the statement of comprehensive income.

## (c) FRS 139: Financial Instruments: Recognition and Measurement

This standard establishes principles for recognising and measuring financial assets, financial liabilities and some contracts to buy and sell nonfinancial items and permits hedge accounting only under strict circumstances. In accordance with the requirement of this standard, forward foreign currency exchange contracts of the Group have been measured at fair value and the changes in the fair value are recognised in profit or loss. As allowed under the transitional provisions of FRS 139, the Group has not applied the standard retrospectively.

## 3. Auditor's report on preceding annual financial statements

There was no qualification to the audited financial statements of the Company and its subsidiaries for the financial year ended 31 December 2009.

## 4. Seasonal or cyclical factors

The Group's operations were not significantly affected by seasonal or cyclical factors.



# PART A - EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134: INTERIM FINANCIAL REPORTING

#### 5. Unusual items

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

#### 6. Material changes in estimates

There were no changes in estimates of amounts that have had a material effect in the current financial quarter results.

## 7. Debt and equity securities

Save as disclosed in Note 11, there were no issuance, cancellation, repurchase, resale or repayment of debt and/or equty securities, share buybacks, share cancellations, shares held as treasury shares and resale of treasury shares for the current financial quarter under review.

#### 8. Dividends paid

A single tier interim dividend of RM9.6 million in respect of the financial year ended 31 December 2009, representing dividend payable by a subsidiary to shareholders of the Company prior to the Group's internal rationalisation exercise, was paid on 22 February 2010.

## 9. Segmental reporting

Segment information is presented in respect of the Group's business segments.

The Group comprises the following main business segments:

(i) ICT distribution Distribution of volume ICT products to resellers

(ii) Enterprise systems Distribution of value ICT products to resellers, comprising mainly system integrators and corporate dealers

(iii) ICT services Provision of ICT services

Segmental information for the Group is presented as follows:

Three months financial period ended 31 March 2010	ICT distribution RM'000	Enterprise systems RM'000	ICT services RM'000	Other non-reportable segment RM'000	Total RM'000	Elimination RM'000	Total RM'000
Sales to external customers	221,165	90,720	3,212	-	315,097	-	315,097
Inter-segment sales	401	3,590	367	2,307	6,665	(6,665)	
Total revenue	221,566	94,310	3,579	2,307	321,762	(6,665)	315,097
Profit before tax	5,212	2,081	43	360	7,696	-	7,696

This is the first interim financial report on the consolidated results of the Group announced by the Company in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad after the Company was listed on 15 April 2010. As such, there are no comparative figures for the preceding year's corresponding period.



# PART A - EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134: INTERIM FINANCIAL REPORTING

#### 10. Carrying amounts of revalued assets

The valuations of property, plant and equipment have been brought forward without amendments from the financial statements for the financial year ended 31 December 2009.

#### 11. Material events subsequent to the end of the financial period

In conjunction with, and as integral part of the listing of and quotation for the entire enlarged issued and paid-up share capital of the Company on the Main Market of Bursa Securities, the Company has completed the listing scheme as below:

- (a) Initial public offering:
  - (i) Public issue of 27,000,000 new ordinary shares of RM0.50 each ("ECSB Shares") at an issue price of RM1.46 per share; and
  - (ii) Offer for sale of up to 20,000,000 ECSB Shares at an offer price of RM1.46 per share, of which 15,692,000 ECSB Shares were taken up.

The exercise was completed on 8 April 2010.

(b) The Company had on 18 June 2009, entered into a Share Sales Agreement with SiS Investment Holdings Limited to acquire the remaining 80,000 ordinary shares of RM1.00 each, representing 20% of the total issued and paid up share capital of ECS Pericomp Sdn. Bhd., a 80% owned subsidiary company of the Company, for a purchase consideration of RM6,900,000. ("Proposed 20% Pericomp Acquisition")

The purchase consideration of RM6,900,000 was satisfied through issuance of 1,000,000 new ordinary shares of RM0.50 each at RM1.46 per share and cash of RM5,440,000. The acquisition was completed on 8 April 2010.

With the completion of the listing scheme, the entire issued and paid-up share capital of the Company comprising 120,000,000 ordinary shares of RM0.50 each was admitted to the Official List of the Bursa Securities and the listing of and quotation for these shares on the Main Market of Bursa Securities was granted on 15 April 2010.

## 12. Changes in the composition of the Group

Save as disclosed in Note 11(b), there were no changes in the composition of the Group.

#### 13. Contingent liabilities and contingent assets

## (a) Contingent liabilities

The amounts of contingent liabilities as at the end of current financial period is as follows:

As At	As At
31.03.2010	31.12.2009
RM'000	RM'000
79,362	79,523

(b) Contingent assets

There were no contingent assets as at the end of current financial period.

Guarantees to suppliers and banks for trade credit facilities granted



# PART A - EXPLANATORY NOTES PURSUANT TO THE FINANCIAL REPORTING STANDARDS ("FRS") 134: INTERIM FINANCIAL REPORTING

### 14. Capital commitments

There were no material capital commitments as at the end of current financial period.

## 15. Capital expenditure

There were no major additions and disposals of property, plant and equipment during the current quarter and financial year-to-date.

## 16. Significant related party transactions

Related parties are those defined under FRS 124: Related Party Disclosures. The Directors are of the opinion that the related party transactions and balances described below were carried out in the ordinary course of business and on commercial terms that are no more favourable than those available to other third parties.

		Current Year Year-To-Date 31.03.2010 RM'000	Balance Due From/(To) As At 31.03.2010 RM'000
(a)	Transactions with a subsidiary of ECS Holdings Limited:		
	Purchases PT ECS Indo Jaya	64	
(b)	Transactions with companies in which certain Directors have substantial interest:		
	Sales KDU College Sdn Bhd KDU Smart School Sdn Bhd Paramount Property Development Sdn Bhd Paramount Engineering & Construction Sdn Bhd Paramount Corporation Berhad Paramount Construction Sdn Bhd Paramount Property (Utara) Sdn Bhd ECS Techno_Sys (Asia Pacific) Pte Ltd	394 157 6 5 3 2 2	392 1 6 2 2 2 2
	Rental expense Enrich Platinum Sdn Bhd	386	



# PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE BURSA SECURITIES LISTING REQUIREMENTS

## 17. Review of performance

For the current quarter ended 31 March 2010, the Group's revenue grew by 7.2% to RM315.10 million (First Quarter 2009: RM293.91 million) attributed to higher revenue recorded by the Enterprise Systems segment.

Profit after tax for the same period grew by an impressive 52.9% to RM5.80 million (First Quarter 2009: RM3.79 million) attributed to higher margins recorded on Enterprise Systems.

## 18. Material changes in the profit before tax for the current quarter as compared with the immediate preceding quarter

Profit before tax for the current quarter under review of RM7.70 million was lower compared with the immediate preceding quarter of RM10.14 million due to higher revenue, in particular higher project sales, recorded in the immediate preceding quarter.

## 19. Prospects for the current year

In view of the positive outlook for the country's economy for 2010, the Group's performance is expected to be better than that of 2009.

## 20. Profit forecast or profit guarantee

Not applicable as the Group did not publish any profit forecast or profit guarantee.

## 21. Tax expense

	Individual Quarter Preceding Year		Cumulati	ve Quarter Preceding Year
	Current Year Quarter 31.03.2010 RM'000	Corresponding Quarter 31.03.2009 RM'000	Current Year Year-To-Date 31.03.2010 RM'000	8
Current income tax:				
Current year	2,030	N/A	2,030	N/A
Prior year	(28)	N/A	(28)	N/A
	2,002	N/A	2,002	N/A
Deferred tax	(105)	N/A	(105)	N/A
	1,897	N/A	1,897	N/A

The effective tax rate of the Group for the current quarter and year-to-date is lower than the Malaysian statutory tax rate due mainly to overprovision of income tax in prior year.

## 22. Sales of unquoted investments and/or properties

There were no sales of unquoted investments and/or properties during the quarter.



# PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE BURSA SECURITIES LISTING REQUIREMENTS

#### 23. Quoted securities

There was no purchase or disposal of quoted securities during the current quarter and financial year-to-date under review. The Group did not hold any quoted securities as at 31 March 2010.

#### 24. Corporate proposals

## (a) Status of corporate proposals - Initial Public Offering ("IPO")

On 19 March 2010, the Company issued a prospectus for the public issue of of 27,000,000 new ECSB Shares at an issue price of RM1.46 per share in conjunction with its listing on the Main Market of Bursa Securities.

The entire enlarged issued and paid-up share capital of RM60,000,000 comprising 120,000,000 ordinary shares of RM0.50 each of the Company was successfully listed on the Main Market of Bursa Securities on 15 April 2010.

#### (b) Status of utilisation of proceeds

The public issue of 27,000,000 new ECSB Shares in conjunction with the Company's listing on the Main Market of Bursa Securities raised a total gross proceeds of RM39.42 million. The status of utilisation of the proceeds as at 28 April 2010 (being the latest practicable date) is as follows:

	Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Deviatio	on %	Balance RM'000	Intended Timeframe for Utilisation from Date of Listing	Explanations
(i)	Working capital	24,320	22,500	-	-	1,820	12 months	Utilisation of proceeds is on track.
(ii)	To fund the Proposed 20% Pericomp Acquisition	5,440	5,440	-	-	-	7 days	Utilisation of proceeds is completed as proposed.
(iii)	Business expansion	5,000	-	-	-	5,000	12 months	No utilisation has yet been made.
(iv)	Estimated listing expenses	3,000	2,400	-	-	600	6 months	Utilisation of proceeds is on track.
(v)	To settle indebtedness arisen from acquisition of subsidiaries	1,660	1,660	-	-	-	7 days	Utilisation of proceeds is completed as proposed.
		39,420	32,000		-	7,420		



# PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE BURSA SECURITIES LISTING REQUIREMENTS

## 25. Borrowings and debt securities

The Group's borrowings as at 31 March 2010 were as follows:

	Secured RM'000	Unsecured RM'000	Total RM'000
Short term borrowings:			
Bankers' acceptances	-	37,003	37,003
Revolving credits	-	15,000	15,000
Long term borrowings	-	-	-
Total		52,003	52,003

There were no borrowings denominated in foreign currency as at the end of current financial period.

#### 26. Financial instruments - derivatives

As at 31 March 2010, the foreign currency contracts which have been entered into by the Group to hedge its foreign purchases in foreign currencies are as follows:

Forward Foreign Currency Contracts	Value RM'000	Fair Value RM'000	Fair Value RM'000
US dollar - less than 1 year	29,982	28,847	(1,135)

Derivative financial assets and liabilities are initially recognised, and subsequently measured at fair value. The fair values of derivatives are determined based on market data (primarily exchange rates) to calculate the present value of all estimated flows associated with each derivative at the balance sheet date. The Group's derivatives are principally in respect of forward foreign currency contracts used to hedge its foreign currency purchases.

Forward foreign currency contracts of the Group have been measured at fair value and the changes in the fair value are recognised in profit or loss.

#### Credit risk

The above financial instruments were executed with creditworthy financial institutions in Malaysia in line with the Group's policy.

## Cash requirements

The Group will fund the cash requirements of these derivatives from its net cash flow from operating activities when the payments fall due.

## Unrealised unappropriated profits

The unrealised portion within retained profits as at 31 March 2010 relates to net fair values movements of the Group's derivatives as at 31 March 2010.



# PART B - EXPLANATORY NOTES PURSUANT TO PART A OF APPENDIX 9B OF THE BURSA SECURITIES LISTING REQUIREMENTS

## 27. Changes in material litigation

Since the preceding financial period ended 30 September 2009, there are no further developments in the material litigations previously reported in the Prospectus of the Company dated 19 March 2010, except as disclosed below:

On the legal action against the guarantor of Tsun Macro Sdn Bhd ("TMSB"), that is Ng Yong Long ("Second Defendant"), the High Court has dismissed the claim on 12 March 2010. ECS Astar Sdn Bhd ("Astar") has proceeded with an appeal to the Court of Appeal. The outcome of the case will have no adverse material financial impact.

#### 28. Dividend

To commemorate the Company's successful listing on the Main Market of Bursa Securities on 5 May 2010, the Board of Directors has declared the payment of a special single tier interim dividend of 4 sen per share in respect of the financial year ending 31 December 2010, which will be paid on 15 June 2010.

Date for entitlement to dividend:

- (a) shares transferred into the Depositor's Securities Account before 4.00 p.m. on 1 June 2010 in respect of ordinary transfers.
- (b) shares bought on Bursa Malaysia Securities Berhad ("BMSB") on a cum entitlement basis according to the rules of BMSB.

## 29. Earnings per share

The basic and diluted earnings per share ("EPS") for the current quarter and current year-to-date are computed as follows:

	Current Year Quarter 31.03.2010	Current Year Year-To-Date 31.03.2010
Profit attributable to equity holders of the Company (RM'000)	5,696	5,696
Weighted average number of ordinary shares in issue ('000)	92,000	92,000
Basic earnings per share (sen)	6.2	6.2
Diluted earnings per share (sen)	6.2	6.2

Basic and diluted EPS are the same as there were no dilutive potential ordinary shares in issue for the current quarter and cumulative quarter.

By order of the Board

Tay Lee Kong Company Secretary

5 May 2010 Selangor